

**PARKWAY CIRCLE
METROPOLITAN DISTRICT**
City and County of Broomfield, Colorado

**FINANCIAL STATEMENTS
DECEMBER 31, 2018**

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SCHILLING & COMPANY, INC.

Certified Public Accountants

P.O. Box 631579
HIGHLANDS RANCH, CO 80163

PHONE: 720.348.1086
FAX: 720.348.2920

Independent Auditor's Report

Board of Directors
Parkway Circle Metropolitan District
City and County of Broomfield, Colorado

Report for the Financial Statements

We have audited the accompanying financial statements of the governmental activities and each major fund of Parkway Circle Metropolitan District (District) as of and for the year ended December 31, 2018, and the related notes to the financial statements, which collectively comprise the District's basic financial statements as listed in the table of contents.

Management's Responsibility for the Financial Statements

Management is responsible for the preparation and fair presentation of these financial statements in accordance with accounting principles generally accepted in the United States of America; this includes the design, implementation, and maintenance of internal control relevant to the preparation and fair presentation of financial statements that are free from material misstatement, whether due to fraud or error.

Auditor's Responsibility

Our responsibility is to express opinions on these financial statements based on our audit. We conducted our audit in accordance with auditing standards generally accepted in the United States of America. Those standards require that we plan and perform the audit to obtain reasonable assurance about whether the financial statements are free from material misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts and disclosures in the financial statements. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error. In making those risk assessments, the auditor considers internal control relevant to the entity's preparation and fair presentation of the financial statements in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the entity's internal control. Accordingly, we express no such opinion. An audit also includes evaluating the appropriateness of accounting policies used and the reasonableness of significant accounting estimates made by management, as well as evaluating the overall presentation of the financial statements.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinions.

Opinions

In our opinion, the financial statements referred to above present fairly, in all material respects, the respective financial position of the governmental activities and each major fund of Parkway Circle Metropolitan District, as of December 31, 2018, and the respective changes in financial position and the respective budgetary comparison for the General Fund and the Special Revenue Fund for the year then ended in accordance with accounting principles generally accepted in the United States of America.

Other Matters

Required Supplementary Information

Management has omitted the management's discussion and analysis that governmental accounting principles generally accepted in the United States of America require to be presented to supplement the basic financial statements. Such missing information, although not a part of the basic financial statements, is required by the Governmental Accounting Standards Board, who considers it to be an essential part of financial reporting for placing the basic financial statements in an appropriate operational, economic, or historical context. Our opinion on the basic financial statements is not affected by this missing information.

Other Information

Our audit was conducted for the purpose of forming opinions on the financial statements that collectively comprise the District's financial statements as a whole. The supplemental information listed in the table of contents is presented for purposes of additional analysis and is not a required part of the financial statements.

The supplemental information is the responsibility of management and was derived from and relate directly to the underlying accounting and other records used to prepare the basic financial statements. Such information has been subjected to the auditing procedures applied in the audit of the financial statements and certain additional procedures, including comparing and reconciling such information directly to the underlying accounting and other records used to prepare the financial statements or to the financial statements themselves, and other additional procedures in accordance with auditing standards generally accepted in the United States of America. In our opinion, the supplemental information is fairly stated, in all material respects, in relation to the basic financial statements as a whole.

The other information listed in the table of contents has not been subjected to the auditing procedures applied in the audit of the basic financial statements and, accordingly, we do not express an opinion or provide any assurance on it.

SCHILLING & COMPANY, INC.

Highlands Ranch, Colorado
July 30, 2019

BASIC FINANCIAL STATEMENTS

PARKWAY CIRCLE METROPOLITAN DISTRICT
STATEMENT OF NET POSITION
GOVERNMENTAL ACTIVITIES
December 31, 2018

ASSETS

Cash and investments - unrestricted	\$ 30,117
Due from City and County - property taxes	3,753
Due from City and County - sales and use taxes	43,873
Prepaid expenses	2,508
Property tax receivable	1,011,639
Capital assets, not being depreciated	475,248
Total assets	1,567,138

LIABILITIES

Accounts payable	527
Accrued interest payable	127,404
Due in more than one year:	
Bond:	
Principal	10,226,650
Unpaid accrued interest	10,441,175
Developer advances:	
Principal	6,282
Total liabilities	20,802,038

DEFERRED INFLOWS OF RESOURCES

Property tax revenue	1,011,639
Total deferred inflows of resources	1,011,639

NET POSITION

Unrestricted	(20,246,539)
Total net position	\$ (20,246,539)

These financial statements should be read only in connection with
the accompanying notes to financial statements.

**PARKWAY CIRCLE METROPOLITAN DISTRICT
STATEMENT OF ACTIVITIES
GOVERNMENTAL ACTIVITIES
Year Ended December 31, 2018**

<u>Functions/Programs</u>	<u>Expenses</u>	<u>Program Revenues</u>			<u>Net (Expense) Revenue and Changes in Net Position</u>
		<u>Charges for Services</u>	<u>Operating Grants and Contributions</u>	<u>Capital Grants and Contributions</u>	
General government	\$ 33,243	\$ -	\$ -	\$ -	\$ (33,243)
Interest and fiscal charges	1,566,946	-	-	-	(1,566,946)
	<u>\$ 1,600,189</u>	<u>\$ -</u>	<u>\$ -</u>	<u>\$ -</u>	<u>(1,600,189)</u>
General revenues:					
					639,501
					41,270
					234,115
					7,340
					-
				Total general revenues	<u>922,226</u>
				Change in net position	(677,963)
				Net position - Beginning	<u>(19,568,576)</u>
				Net position - Ending	<u>\$ (20,246,539)</u>

These financial statements should be read only in connection with
the accompanying notes to financial statements.

**PARKWAY CIRCLE METROPOLITAN DISTRICT
BALANCE SHEET
GOVERNMENTAL FUNDS
December 31, 2018**

	General	Debt Service	Capital Projects	Subdistrict Special Revenue	Total Governmental Funds
ASSETS					
Cash and investments - unrestricted	\$ 13,794	\$ 16,323	\$ -	\$ -	\$ 30,117
Due from other fund	-	199	-	-	199
Due from City and County - property taxes	-	3,554	-	199	3,753
Due from City and County - sales and use taxes	-	43,873	-	-	43,873
Prepaid expenditures	2,508	-	-	-	2,508
Property taxes receivable	-	833,748	-	177,891	1,011,639
TOTAL ASSETS	<u>\$ 16,302</u>	<u>\$ 897,697</u>	<u>\$ -</u>	<u>\$ 178,090</u>	<u>\$ 1,092,089</u>
LIABILITIES					
Accounts payable	\$ 527	\$ -	\$ -	\$ -	\$ 527
Due to other fund	-	-	-	199	199
Total liabilities	<u>527</u>	<u>-</u>	<u>-</u>	<u>199</u>	<u>726</u>
DEFERRED INFLOWS OF RESOURCES					
Property tax revenue	-	833,748	-	177,891	1,011,639
Total deferred inflows of resources	<u>-</u>	<u>833,748</u>	<u>-</u>	<u>177,891</u>	<u>1,011,639</u>
FUND BALANCES					
Nonspendable:					
Prepaid expenditures	2,508	-	-	-	2,508
Restricted:					
Debt Service	-	63,949	-	-	63,949
Unassigned	13,267	-	-	-	13,267
Total fund balances	<u>15,775</u>	<u>63,949</u>	<u>-</u>	<u>-</u>	<u>79,724</u>
TOTAL DEFERRED INFLOWS OF RESOURCES AND FUND BALANCES	<u>\$ 16,302</u>	<u>\$ 897,697</u>	<u>\$ -</u>	<u>\$ 178,090</u>	

Amounts reported for governmental activities in the Statement of Net Position are different because:

Some assets used in governmental activities are not financial resources and, therefore, are not reported in the Balance Sheet - Governmental Funds.

Capital assets 475,248

Some liabilities, including bonds payable and accrued interest payable, are not due and payable in the current period and, therefore, are not reported in the Balance Sheet - Governmental Funds.

Accrued interest payable (127,404)
Bond payable (10,226,650)
Developer advances payable (6,282)
Unpaid accrued interest payable - bond (10,441,175)
(20,326,263)

Net position of governmental activities

\$ (20,246,539)

These financial statements should be read only in connection with
the accompanying notes to financial statements.

PARKWAY CIRCLE METROPOLITAN DISTRICT
STATEMENT OF REVENUES, EXPENDITURES AND CHANGES
IN FUND BALANCES - GOVERNMENTAL FUNDS
Year Ended December 31, 2018

	<u>General</u>	<u>Debt Service</u>	<u>Capital Projects</u>	<u>Subdistrict Special Revenue</u>	<u>Total Governmental Funds</u>
REVENUES					
Property tax revenue	\$ -	\$ 605,649	\$ -	\$ 33,852	\$ 639,501
Specific ownership tax revenue	-	39,085	-	2,185	41,270
Sales and use tax revenue	-	234,115	-	-	234,115
Net investment income	-	7,340	-	-	7,340
Total revenues	<u>-</u>	<u>886,189</u>	<u>-</u>	<u>36,037</u>	<u>922,226</u>
EXPENDITURES					
Current					
Legal	13,534	-	-	-	13,534
Accounting	1,737	-	-	-	1,737
Audit	5,050	-	-	-	5,050
Insurance	2,675	-	-	-	2,675
Dues and subscriptions	375	-	-	-	375
Miscellaneous	278	-	-	-	278
County Treasurer's fees	-	9,086	-	508	9,594
Debt service					
Bond interest	-	850,000	-	-	850,000
Developer advance principal repayment	-	77,804	-	-	77,804
Bond issuance costs	61,131	-	-	-	61,131
Total expenditures	<u>84,780</u>	<u>936,890</u>	<u>-</u>	<u>508</u>	<u>1,022,178</u>
EXCESS REVENUES OVER (UNDER)					
EXPENDITURES	<u>(84,780)</u>	<u>(50,701)</u>	<u>-</u>	<u>35,529</u>	<u>(99,952)</u>
OTHER FINANCING SOURCES (USES)					
Developer advances	84,086	-	-	-	84,086
Transfers from (to) other funds	-	35,529	-	(35,529)	-
Total other financing sources(uses)	<u>84,086</u>	<u>35,529</u>	<u>-</u>	<u>(35,529)</u>	<u>84,086</u>
NET CHANGE IN FUND BALANCES	(694)	(15,172)	-	-	(15,866)
FUND BALANCES - BEGINNING OF YEAR	16,469	79,121	-	-	95,590
FUND BALANCES - END OF YEAR	<u>\$ 15,775</u>	<u>\$ 63,949</u>	<u>\$ -</u>	<u>\$ -</u>	<u>\$ 79,724</u>

These financial statements should be read only in connection with
the accompanying notes to financial statements.

**PARKWAY CIRCLE METROPOLITAN DISTRICT
RECONCILIATION OF THE STATEMENT OF REVENUES,
EXPENDITURES, AND CHANGES IN FUND BALANCES OF
GOVERNMENTAL FUNDS TO THE STATEMENT OF ACTIVITIES
Year Ended December 31, 2018**

A reconciliation reflecting the differences between the governmental funds net change in fund balances and change in net position reported for governmental activities in the Statement of Activities as follows:

Net change in fund balances - Total governmental funds	<u>\$ (15,866)</u>
<p>Long-term debt (e.g. bonds, developer advances) provide current financial resources to governmental funds, while the repayment of the principal of long-term debt consumes the current financial resources of governmental funds. Neither transaction, however, has any effect on net position. Also, governmental funds report the effect of premiums, discounts and similar items when debt is first issued, whereas these amounts are deferred and amortized in the Statement of Activities. These amounts represent these differences in the treatment of long-term debt and related items.</p>	
Developer advances	(84,086)
Developer advance principal repayments	<u>77,804</u>
	<u>(6,282)</u>
<p>Some expenses reported in the Statement of Activities do not require the use of current financial resources and, therefore, are not reported as expenditures in governmental funds.</p>	
Change in current accrued interest payable - bond	(12,697)
Change in long-term accrued interest payable - bond	(720,252)
Change in long-term accrued interest payable - developer advances	<u>77,134</u>
	<u>(655,815)</u>
Change in net position - Governmental activities	<u><u>\$ (677,963)</u></u>

These financial statements should be read only in connection with the accompanying notes to financial statements.

**PARKWAY CIRCLE METROPOLITAN DISTRICT
STATEMENT OF REVENUES, EXPENDITURES AND CHANGES IN
FUND BALANCE - BUDGET AND ACTUAL
GENERAL FUND
Year Ended December 31, 2018**

	<u>Original Budgeted Amounts</u>	<u>Final Budgeted Amounts</u>	<u>Actual</u>	<u>Variance with Final Budget - Positive (Negative)</u>
REVENUES				
Developer advances	\$ 65,250	\$ 80,000	\$ 84,086	\$ 4,086
Total Revenues	<u>65,250</u>	<u>80,000</u>	<u>84,086</u>	<u>4,086</u>
EXPENDITURES				
Current				
Legal	17,500	17,500	13,534	3,966
Accounting	6,000	6,000	1,737	4,263
Audit	5,250	5,250	5,050	200
Insurance	1,000	1,000	2,675	(1,675)
Dues and subscriptions	3,500	3,500	375	3,125
Miscellaneous	2,000	2,000	278	1,722
Debt service				
Bond issuance costs	-	50,975	61,131	(10,156)
Contingency	30,000	-	-	-
Total Expenditures	<u>65,250</u>	<u>86,225</u>	<u>84,780</u>	<u>1,445</u>
NET CHANGE IN FUND BALANCE	-	(6,225)	(694)	5,531
FUND BALANCE - BEGINNING OF YEAR	<u>16,944</u>	<u>16,944</u>	<u>16,469</u>	<u>(475)</u>
FUND BALANCE - END OF YEAR	<u>\$ 16,944</u>	<u>\$ 10,719</u>	<u>\$ 15,775</u>	<u>\$ 5,056</u>

These financial statements should be read only in connection with the accompanying notes to financial statements.

**PARKWAY CIRCLE METROPOLITAN DISTRICT
SCHEDULE OF REVENUES, EXPENDITURES AND CHANGES IN
FUND BALANCE - BUDGET AND ACTUAL
SUBDISTRICT SPECIAL REVENUE FUND
Year Ended December 31, 2018**

	<u>Original Budgeted Amounts</u>	<u>Final Budgeted Amounts</u>	<u>Actual</u>	<u>Variance with Final Budget - Positive (Negative)</u>
REVENUES				
Property tax revenue	\$ 33,852	\$ 33,852	\$ 33,852	\$ -
Specific ownership tax revenue	-	2,185	2,185	-
Total revenues	<u>33,852</u>	<u>36,037</u>	<u>36,037</u>	<u>-</u>
EXPENDITURES				
County Treasurer's fees	-	508	508	-
Transfer to other fund	33,852	35,529	35,529	-
Total expenditures	<u>33,852</u>	<u>36,037</u>	<u>36,037</u>	<u>-</u>
NET CHANGE IN FUND BALANCE	-	-	-	-
FUND BALANCE - BEGINNING OF YEAR	<u>-</u>	<u>-</u>	<u>-</u>	<u>-</u>
FUND BALANCE - END OF YEAR	<u>\$ -</u>	<u>\$ -</u>	<u>\$ -</u>	<u>\$ -</u>

These financial statements should be read only in connection with the
accompanying notes to financial statements.

**PARKWAY CIRCLE METROPOLITAN DISTRICT
NOTES TO FINANCIAL STATEMENTS
DECEMBER 31, 2018**

NOTE 1 – DEFINITION OF REPORTING ENTITY

Parkway Circle Metropolitan District (District) was organized on June 2, 2002 as a quasi-municipal corporation and political subdivision of the State of Colorado and is governed pursuant to the provisions of the Colorado Special District Act. The District's service area is located in the City and County of Broomfield, Colorado. The District was established to finance public improvements, including streets and traffic safety controls, water, sanitary and storm sewer, television relay, park and recreation, transportation and mosquito control facilities for the use and benefit of all of its residents, taxpayers and owners of real property of the District. Certain facilities and improvements constructed by the District have been conveyed to the City and County of Broomfield (City) for perpetual ownership and maintenance.

The District has no employees and all operations and administrative functions are contracted.

The District follows the Governmental Accounting Standards Board (GASB) accounting pronouncements which provide guidance for determining which governmental activities, organizations and functions should be included within the financial reporting entity. GASB pronouncements set forth the financial accountability of a governmental organization's elected governing body as the basic criterion for including a possible component governmental organization in a primary government's legal entity. Financial accountability includes, but is not limited to, appointment of a voting majority of the organization's governing body, ability to impose its will on the organization, a potential for the organization to provide specific financial benefits or burdens and fiscal dependency.

Blended Component Unit

Parkway Circle Metropolitan District Subdistrict (Subdistrict) was established in 2008 pursuant to the provisions of § 32-1-1101(f) of the Colorado Revised Statutes. The area of the Subdistrict is located entirely within the District boundaries and consists of only commercial and retail property. The Subdistrict was formed for the purpose of retail development, financing and constructing parking garages for the commercial and retail property within the District. The Subdistrict assesses a levy against all real property within its boundaries for the costs associated with the development of retail and of the parking garages. The Subdistrict transfers the collected taxes to the District to assist in the payment of the District's outstanding bonds which were issued for capital improvements. The Subdistrict is included as a blended component unit of the District because the District's board members are the same, the District provides substantial support to the Subdistrict, and the improvements within the Subdistrict ultimately benefit the District as a whole. Separate financial statements are not prepared for the Subdistrict.

The District is not a component unit of any other primary governmental entity.

NOTE 2 – SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

The more significant accounting policies of the District are described as follows:

**PARKWAY CIRCLE METROPOLITAN DISTRICT
NOTES TO FINANCIAL STATEMENTS
DECEMBER 31, 2018**

Government-wide and Fund Financial Statements

The government-wide financial statements include the statement of net position and the statement of activities. These financial statements include all of the activities of the District. For the most part, the effect of interfund activity has been removed from these statements. Governmental activities are normally supported by taxes and intergovernmental revenues.

The statement of net position reports all financial and capital resources of the District; the difference between the assets, and liabilities and deferred inflows of resources of the District being reported as net position.

The statement of activities demonstrates the degree to which the direct and indirect expenses of a given function or segment are offset by program revenues. Direct expenses are those that are clearly identifiable with a specific function or segment. Program revenues include 1) charges to customers or applicants who purchase, use, or directly benefit from goods, services or privileges provided by a given function or segment and 2) grants and contributions that are restricted to meeting the operational or capital requirements of a particular function or segment. Taxes and other items not properly included among program revenues are reported instead as general revenues.

Major individual governmental funds are reported as separate columns in the fund financial statements.

Measurement Focus, Basis of Accounting, and Financial Statement Presentation

The government-wide financial statements are reported using the economic resources measurement focus and the accrual basis of accounting. Revenues are recorded when earned and expenses are recorded when a liability is incurred, regardless of the timing of related cash flows. Grants and similar items are recognized as revenues as soon as all eligibility requirements imposed by the provider have been met. Depreciation is computed and recorded as an operating expense. Expenditures for capital assets are shown as increases in assets and redemption of bonds and notes are recorded as a reduction in liabilities.

Governmental fund financial statements are reported using the current financial resources measurement focus and the modified accrual basis of accounting. Revenues are recognized as soon as they are both measurable and available. Revenues are considered to be available when they are collectible within the current period or soon enough thereafter to pay liabilities of the current period. For this purpose, the government considers revenues to be available if they are collected within 60 days of the end of the current fiscal period. The major sources of revenue susceptible to accrual are property taxes, sales taxes and use taxes. Expenditures, other than interest on long-term obligations, are recorded when the liability is incurred or the long-term obligation paid. All other revenue items are considered to be measurable and available only when cash is received by the District.

The District reports the following major governmental funds:

The General Fund is the District's primary operating fund. It accounts for all financial resources of the general government, except those required to be accounted for in another fund.

**PARKWAY CIRCLE METROPOLITAN DISTRICT
NOTES TO FINANCIAL STATEMENTS
DECEMBER 31, 2018**

The Debt Service Fund accounts for the sales and use taxes accumulated and payments made for principal and interest on the District's outstanding long-term obligations.

The Capital Projects Fund accounts for the financing and construction of public infrastructure within the District.

The Subdistrict Special Revenue Fund is included as a blended component unit of the District. This fund is used to account for retail development and the financing and construction of certain parking garages located in the District.

Budgets

In accordance with the State of Colorado Local Government Budget Law, the District's Board of Directors holds public hearings in the fall each year to adopt the budget and appropriate the funds for the ensuing year. The appropriation is at the total fund expenditures level and lapses at year end. The District's Board of Directors can modify the budget by line item within the total appropriation without notification. The appropriation can only be modified upon completion of notification and publication requirements. The budget includes each fund on its basis of accounting unless otherwise indicated.

For the year ended December 31, 2018, supplementary appropriations approved by the District's Board of Directors modified the appropriations from \$65,250 to \$86,225 in the General Fund and from \$33,852 to \$36,037 in the Subdistrict Special Revenue Fund.

Pooled Cash and Investments

The District follows the practice of pooling cash and investments of all funds to maximize investment earnings. Except when required by trust or other agreements, all cash is deposited to and disbursed from a single bank account. Cash in excess of immediate operating requirements is pooled for deposit and investment flexibility. Investment earnings are allocated periodically to the participating funds based upon each funds' average equity balance in total cash.

Property Taxes

Property taxes are levied by the District's Board of Directors. The levy is based on assessed valuations determined by the County Assessor generally as of January 1 of each year. The levy is set by December 15 by certification to the County Commissioners to put the tax lien on the individual properties as of January 1 of the following year. The County Treasurer collects the determined taxes during the ensuing calendar year. The taxes are payable by April 30 or if in equal installments, at the taxpayer's election, in February and June. Delinquent taxpayers are notified in August and generally sales of the tax liens on delinquent properties are held in November or December. The County Treasurer remits the taxes collected monthly to the District.

Property taxes, net of estimated uncollectible taxes, are recorded initially as deferred inflows of resources in the year they are levied and measurable. The deferred property tax revenues are recorded as revenue in the year they are available or collected.

**PARKWAY CIRCLE METROPOLITAN DISTRICT
NOTES TO FINANCIAL STATEMENTS
DECEMBER 31, 2018**

Capital Assets

Certain District capital improvements (primarily roads, water lines and sewer lines), constructed by either the District or the Developer on the District's behalf, are to be conveyed to the City and County of Broomfield upon completion and acceptance by the City and County of Broomfield. Additionally for certain other capital improvements (primarily landscape and storm water improvements), the responsibility for operation, maintenance and replacement remains with the property owner upon which the improvements were constructed. The District considers these capital improvements transferred at the same time the City and County of Broomfield accepts the other improvements associated with the respective development. Until completed and accepted, the District reports the capital improvements as construction progress and therefore no depreciation expense is calculated on the capital assets.

Deferred Inflows/Outflows of Resources

In addition to liabilities, the statement of net position and fund balance sheet will sometimes report a separate section for deferred inflows of resources. This separate financial statement element, deferred inflows of resources, represents an acquisition of net position/fund balance that applies to a future period(s) and so will not be recognized as an inflow of resources (revenue) until that time. Property tax revenue that is related to a future period is recorded as deferred inflows. These amounts are deferred and will be recognized as an inflow of resources in the period that the amounts become available.

Fund Balances

The District's governmental fund balances may consist of five classifications based on the relative strength of the spending constraints:

Nonspendable fund balance—the amount of fund balance that is not in spendable form (such as inventory or prepaids) or is legally or contractually required to be maintained intact.

Restricted fund balance—the amounts constrained to specific purposes by their providers (such as grantors, bondholders, and higher levels of government), through constitutional provisions, or by enabling legislation.

Committed fund balance—amounts constrained to specific purposes by the District itself, using its highest level of decision-making authority (i.e., Board of Directors). To be reported as committed, amounts cannot be used for any other purpose unless the District takes the same highest level action to remove or change the constraint.

Assigned fund balance—amounts the District intends to use for a specific purpose. Intent can be expressed by the District Board of Directors or by an official or body to which the District Board of Directors delegates the authority.

Unassigned fund balance—amounts that are available for any purpose.

When an expenditure is incurred for purposes for which both restricted and unrestricted fund balance is available, the District considers restricted funds to have been spent first. When an expenditure is incurred for which committed, assigned, or unassigned fund balances are

**PARKWAY CIRCLE METROPOLITAN DISTRICT
NOTES TO FINANCIAL STATEMENTS
DECEMBER 31, 2018**

available, the District considers amounts to have been spent first out of committed funds, then assigned funds, and finally unassigned funds, as needed, unless the District Board of Directors has provided otherwise in its commitment or assignment actions.

NOTE 3 - CASH AND INVESTMENTS

Cash and investments as of December 31, 2018 are classified in the accompanying financial statements as follows:

Cash and investments – unrestricted	<u>\$ 30,117</u>
-------------------------------------	------------------

Cash Deposits

The Colorado Public Deposit Protection Act (PDPA) requires that all units of local government deposit cash in eligible public depositories. Eligibility is determined by state regulators. Amounts on deposit in excess of federal insurance levels must be collateralized. The eligible collateral is determined by the PDPA. PDPA allows the institution to create a single collateral pool for all public funds. The pool for all the uninsured public deposits as a group is to be maintained by another institution or held in trust. The market value of the collateral must be at least equal to 102% of the aggregate uninsured deposits.

The State Commissioners for banks and financial services are required by Statute to monitor the naming of eligible depositories and reporting of the uninsured deposits and assets maintained in the collateral pools.

At December 31, 2018, the District's cash deposits had a bank balance and carrying balance of \$30,117.

Investments

The District has not adopted a formal investment policy; however, the District follows state statutes regarding investments.

The District follows Colorado State Statutes which specify investment instruments meeting defined rating and risk criteria in which local governments may invest which include:

- . Obligations of the United States and certain U.S. government agency securities and the World Bank
- . General obligation and revenue bonds of U.S. local government entities
- . Bankers' acceptances of certain banks
- . Commercial paper
- . Certain reverse repurchase agreements
- . Certain securities lending agreements
- . Certain corporate bonds
- . Written repurchase agreements collateralized by certain authorized securities
- . Certain money market funds
- . Guaranteed investment contracts

**PARKWAY CIRCLE METROPOLITAN DISTRICT
NOTES TO FINANCIAL STATEMENTS
DECEMBER 31, 2018**

Local government investment pools

At December 31, 2018, the District had no investments:

NOTE 4 – CAPITAL ASSETS

The following is an analysis of the changes in the District's capital assets for the year ended December 31, 2018:

	Balance at December 31, 2017	Additions	Retirements	Balance at December 31, 2018
Capital Assets Not Being Depreciated:				
Construction in progress	\$ 475,248	\$ -	\$ -	\$ 475,248
Total Capital Assets	<u>\$ 475,248</u>	<u>\$ -</u>	<u>\$ -</u>	<u>\$ 475,248</u>

NOTE 5 – LONG-TERM OBLIGATIONS

The following is an analysis of the changes in the District's long-term obligations for the year ended December 31, 2018:

	Balance at December 31, 2017	May 22, 2018 Current Refunding and Exchange	Additions	Retirements	Balance at December 31, 2018
Refunding Limited Tax General Obligation/Sales and Use Tax Revenue Obligations Bonds Series 2018					
Principal	\$ -	\$ 10,226,650	\$ -	\$ -	\$ 10,226,650
Unpaid accrued interest	-	9,798,057	643,118	-	10,441,175
Limited Tax General Obligation/Sales and Use Tax Revenue Bonds Series 2015					
Principal	8,886,936	(8,886,936)	-	-	-
Unpaid accrued interest	9,720,923	(9,720,923)	-	-	-
Developer Advances :					
Principal	1,339,714	(1,339,714)	84,086	(77,804)	6,282
Accrued interest	77,134	(77,134)	-	-	-
	<u>\$ 20,024,707</u>	<u>\$ -</u>	<u>\$ 727,204</u>	<u>\$ (77,804)</u>	<u>\$ 20,674,107</u>

The Refunding Limited Tax General Obligation/Sales and Use Tax Revenue Obligations Bonds and the Developer Advances have no required principal payment schedules as they are paid from pledged revenues and other available revenues. Therefore there is no amount due within one year.

**PARKWAY CIRCLE METROPOLITAN DISTRICT
NOTES TO FINANCIAL STATEMENTS
DECEMBER 31, 2018**

Refunding Limited Tax General Obligation/Sales and Use Tax Revenue Obligations Bonds Series 2018

The District issued \$10,226,650 of Refunding Limited Tax General Obligation/Sales and Use Tax Revenue Obligations Bonds, Series 2018 (2018 Bonds), on May 22, 2018 to current refund and exchange the outstanding Limited Tax General Obligation/Sales and Use Tax Revenue Bonds Series 2015 (2015 Bonds) and the outstanding Developer advance principal to a bond payable for the 2018 Bonds. The Developer is the bond holder and was the bond holder of the 2015 Bonds and the Developer advances that were made pursuant to the Amended and Restated Development and Reimbursement Agreement and the Advance and Reimbursement Agreement (Note 5). The bonds bear interest at 7.5% rate and mature no later than June 30, 2058. The interest is being calculated on an annual compounding basis. Interest is payable annually December 1. Principal is due on each December 1. The bonds are not subject to redemption prior to maturity except with the consent of the bond holder.

The bonds are limited tax general obligation/sales and use tax revenue obligations of the District, payable from pledged revenue, which includes the District's covenant to levy the required mill levy on and all taxable property of the District and sales and use tax revenues received from the City and County of Broomfield (City) as described in the Development and Reimbursement Agreement. The amount pledged is 50% of the City's 3.5% sales tax on sales and other transactions described in the Development and Reimbursement Agreement (See Note 5) and 50% of the City's 3.5% use tax that occur as a result of new private improvements on property described in the Development and Reimbursement Agreement. The pledge of sales and use taxes expires in 2038. The District is required to impose a limited mill levy sufficient to pay principal and interest on the bonds as they become due in an amount not to exceed 30 mills for the District and 50 mills for the Subdistrict. The pledge of the limited mill levy expires in 2058.

The District's long-term Bonds obligation do not have scheduled debt service payments other than to pay interest on December 1 of each year to the extent that pledged revenues are available. The principal of the bonds will mature no later than June 30, 2058 to the extent that they are still outstanding. Therefore no five year summary of debt service to maturity has been provided.

Limited Tax General Obligation/Sales and Use Tax Revenue Bonds Series 2015

The District issued \$8,886,936 of Limited Tax General Obligation/Sales and Use Tax Revenue Bonds, Series 2015, on June 30, 2015 to convert outstanding Developer advance principal to a bond payable. The Developer is the bond holder, and the advances were made pursuant to the Amended and Restated Development and Reimbursement Agreement and the Advance and Reimbursement Agreement (Note 5). The bonds bear interest at 7.5% rate and mature on December 1, 2055. The interest is being calculated on an annual compounding basis. Interest is payable annually December 1. Principal is due on each December 1. The bonds are subject to redemption prior to maturity at the option of the District in whole or in part, in any order determined by the District and by lot within a maturity, at any time on and after June 30, 2025 upon payment of par and interest accrued thereon to the date of redemption.

**PARKWAY CIRCLE METROPOLITAN DISTRICT
NOTES TO FINANCIAL STATEMENTS
DECEMBER 31, 2018**

The bonds are limited tax general obligation/sales and use tax revenue obligations of the District, payable from pledged revenue, which includes the District's covenant to levy the required mill levy on and all taxable property of the District and sales and use tax revenues received from the City and County of Broomfield (City) as described in the Development and Reimbursement Agreement. The amount pledged is 50% of the City's 3.5% sales tax on sales and other transactions described in the Development and Reimbursement Agreement (See NOTE 5) and 50% of the City's 3.5% use tax that occur as a result of new private improvements on property described in the Development and Reimbursement Agreement. The pledge of sales and use taxes expires in 2038. The District is required to impose a limited mill levy sufficient to pay principal and interest on the bonds as they become due in an amount not to exceed 30 mills for the District and 50 mills for the Subdistrict. The pledge of the limited mill levy expires in 2055.

During 2018 the 2018 Bonds discussed above current refunded and exchanged these 2015 Bonds for the 2018 Bonds.

Advance and Reimbursement Agreement

The District entered into an Advance and Reimbursement Agreement with NJD, Ltd. (NJD) on November 13, 2002. On March 10, 2015, the NJD assigned its rights to payment under the Advance and Reimbursement Agreement to MI Development Corporation-Texas (Developer). The agreement shall continue until all advances are repaid in full, with interest or until terminated by mutual agreement. According to the terms of the agreement, the District shall reimburse the Developer for any funding provided by the developer for the benefit of the District. Interest accrues starting on the date each advance is recognized by the District at an annual rate of 7.5%. The interest is being calculated on a monthly compounding basis as agreed to by the Developer, the District and the City and County of Broomfield. The District shall make payment for the advances from bond proceeds, supplemental revenues and subject to annual discretionary determinations of the Board of Directors as recorded in the approved and appropriated annual budget.

During 2018 the District issued the 2018 Bonds discussed above and exchanged the Developer advances principal and accrued interest in the amount of \$1,339,714 and \$77,134, respectively, for the 2018 Bonds.

During 2018 the Developer advanced \$84,086 to the District for operating costs and costs of the 2018 Bonds issuance and waived interest on those advances. The District repaid \$77,804 by yearend, leaving a total principal amount outstanding as of December 31, 2018 of \$6,282.

Current Refunding and Exchange

As discussed above the District issued the 2018 Bonds to current refund and exchange the outstanding 2015 Bonds and certain Developer advance balances. The Developer is the holder of the 2018 Bonds and was the holder of the 2015 Bonds and Developer advances. As a result, there were no bond issuance proceeds received and no payments to refund the old debt. Instead the old debt was exchanged for new debt bearing the same interest rate. The District did not recognize a gain or loss on the current refunding and exchange as the principal amount of the old debt and the new debt were the same as of the time of the current refunding and exchange. The District did not calculate an economic gain or loss on the transaction.

**PARKWAY CIRCLE METROPOLITAN DISTRICT
NOTES TO FINANCIAL STATEMENTS
DECEMBER 31, 2018**

Debt Authorization

Pursuant to the Service Plan, the District is permitted to issue bond indebtedness of up to \$25,025,000 exclusive of debt refunding. Mill Levy requirements and restrictions are discussed earlier in this note in the section titled “General Obligation Bonds”.

In the future, the District may issue a portion or all of the remaining authorized but unissued general obligation debt for purposes of providing public improvements to support development as it occurs within the District’s service area. As of the date of this report (as noted on the Independent Auditor’s Report on page I), the amount and timing of any debt issuance is not determinable.

At December 31, 2018, the District had authorized but unissued indebtedness in the following amount allocated for the following purposes:

	<u>Authorized November 1, 2005 Election</u>	<u>Authorization Used in 2015</u>	<u>Authorization Used in 2018</u>	<u>Remaining at December 31, 2018</u>
		*	*	
Streets	\$ 15,457,300	\$ (8,886,936)	\$ (1,339,714)	\$ 5,230,650
Water	1,233,000	-	-	1,233,000
Sanitation	2,445,200	-	-	2,445,200
Transportation	5,864,500	-	-	5,864,500
Operations & maintenance	25,000	-	-	25,000
Refunding	25,000,000	-	-	25,000,000
	<u>\$ 50,025,000</u>	<u>\$ (8,886,936)</u>	<u>\$ (1,339,714)</u>	<u>\$ 39,798,350</u>

* The District will allocate the authorization used to the appropriate functions upon completion of the project.

NOTE 6 – AGREEMENTS

Development and Reimbursement Agreement

The Developer and the City and County of Broomfield (City) entered into a Development and Reimbursement Agreement on April 23, 2002, as amended on June 14, 2005, January 13, 2009, May 14, 2013 and May 26, 2015. The City acknowledged that the developer intended to form a metropolitan district and to assign certain of its obligations under the Development and Reimbursement Agreement to the District.

The Development and Reimbursement Agreement contemplates that the developer shall construct public improvements within the City’s boundaries. The Developer is to finance and construct the public improvements. In turn, the City has pledged 50% of the City’s available sales tax revenues and use tax revenues, collected within the District’s boundaries, to reimburse the Developer for the costs of the public improvements plus interest of 7.5% per year, (see Note 4).

**PARKWAY CIRCLE METROPOLITAN DISTRICT
NOTES TO FINANCIAL STATEMENTS
DECEMBER 31, 2018**

NOTE 7 – FUND EQUITY

At December 31, 2018, the District reported the following classifications of fund equity.

Nonspendable

The nonspendable fund balance in the General Fund in the amount of \$2,508 is comprised of prepaid amounts which are not in spendable form.

Restricted Fund Balance

The restricted fund balance in the Debt Service Fund in the amount of \$63,649 is to be used exclusively for debt service requirements (see Note 5).

NOTE 8 - NET POSITION

The District's unrestricted net position at December 31, 2018 totaled (\$20,246,539). This deficit amount is a result of the District being responsible for repayment of a bonds and developer advances issued for public improvements conveyed to other governmental entities.

NOTE 9 – RELATED PARTIES

The property within the District is being developed by the Developer. During 2018, two of the members of the Board of Directors were officers for, or otherwise associated with the Developer, and may have conflicts of interest in matters involving the District. The outstanding balances payable to the Developer at December 31, 2018 are discussed in Note 5.

NOTE 10 - RISK MANAGEMENT

Except as provided by the Colorado Governmental Immunity Act, Section 24-10-101, et seq., C.R.S., as may be amended from time to time, the District may be exposed to various risks of loss related to torts, thefts of, damage to, or destruction of assets; errors or omissions; injuries to employees, or acts of God.

The District is a member of the Colorado Special Districts Property and Liability Pool (Pool) as of December 31, 2018. The Pool is an organization created by intergovernmental agreement to provide property, liability, public officials' liability, boiler and machinery and workers compensation coverage to its members. Settled claims have not exceeded this coverage in any of the past three fiscal years.

The District pays annual premiums to the Pool for liability, property, public officials' liability and workers compensation coverage. In the event aggregated losses incurred by the Pool exceed amounts recoverable from reinsurance contracts and funds accumulated by the Pool, the Pool may require additional contributions from the Pool members. Any excess funds which the Pool determines are not needed for purposes of the Pool may be returned to the members pursuant to a distribution formula.

**PARKWAY CIRCLE METROPOLITAN DISTRICT
NOTES TO FINANCIAL STATEMENTS
DECEMBER 31, 2018**

NOTE 11 - TAX, SPENDING AND DEBT LIMITATIONS

Article X, Section 20 of the Colorado Constitution, commonly known as the Taxpayer's Bill of Rights (TABOR), contains tax, spending, revenue and debt limitations that apply to the State of Colorado and all local governments. Spending and revenue limits are determined based on the prior year's Fiscal Year Spending adjusted for allowable increases based upon inflation and local growth. Fiscal Year Spending is generally defined as expenditures plus reserve increases with certain exceptions. Revenue in excess of the Fiscal Year Spending limit must be refunded unless the voters approve retention of such revenue.

TABOR requires local governments to establish Emergency Reserves. These reserves must be at least 3% of Fiscal Year Spending (excluding bonded debt service). Local governments are not allowed to use the emergency reserves to compensate for economic conditions, revenue shortfalls, or salary or benefit increases. The District has not established emergency reserves as all revenue received is debt related.

On May 2, 2002, the District's electors authorized the District to increase taxes \$25,000 annually for the payment of the District's operations, maintenance and other expenses: such taxes to consist of an ad valorem mill levy which is sufficient to pay such costs and expenses on an annual basis including reserves at a rate not to exceed 5.000 mills or such lesser amount as may be necessary to produce such taxes, and authorized that the revenue from such taxes and investment income thereon, be approved as an amended levy under Section 29-1-302, Colorado Revised Statutes, and also approved as a voter- authorized revenue change to be collected and spent by the District without regard to any other spending, revenue raising, or other limitation contained within Article X, Section 20 of the Colorado Constitution, or any other law and without limiting in any year the amount of other revenues that may be collected and spent by the District.

On May 2, 2002, the District's electors authorized the District to collect, retain, and spend any and all amounts annually from any revenue sources whatsoever other than ad valorem taxes including but not limited to tap fees, facility fees, service charges, inspection charges, administrative charges, grants, or any other fee, rate toll, penalty, income, or charge imposed, collected or authorized by law to be imposed or collected by the District, and shall such revenues be collected and spent by the District as a voter-approved revenue change without regard to any spending, revenue-raising, or other limitation contained within Article X, Section 20 of the Colorado Constitution, or any other law and without limiting in any year the amount of other revenues that may be collected and spent by the District.

On November 1, 2005, the District's electors authorized the District to increase taxes \$100,000 annually or by such lesser amount as may be necessary to pay the District's operations, maintenance and other expenses; such taxes to consist of an ad valorem mill levy imposed without limitation of rate or with such limitations as may be determined by the Board, and in amounts sufficient to produce the annual increase set forth above or such lesser amount as may be necessary, to be used for the purpose of paying the District's operations, maintenance and other expenses; and shall the proceeds of such taxes and investment income thereon be collected and spent by the District as a voter-approved revenue change in 2005 and in each year thereafter, without regard to any other spending, revenue-raising or other limitation contained within Article X, Section 20 of the Colorado Constitution or section 29-1-301,

**PARKWAY CIRCLE METROPOLITAN DISTRICT
NOTES TO FINANCIAL STATEMENTS
DECEMBER 31, 2018**

Colorado Revised Statutes, in any year the amount of other revenues that may be collected and spent by the District.

On November 1, 2005, the District's electors authorized the District to collect, retain, and spend any and all amounts annually from any revenue sources whatsoever other than ad valorem taxes including but not limited to tap fees, facility fees, service charges, inspection charges, administrative charges, grants, or any other fee, rate toll, penalty, income, or charge imposed, collected or authorized by law to be imposed or collected by the District, and shall such revenues be collected and spent by the District as a voter-approved revenue change without regard to any spending, revenue-raising, or other limitation contained within Article X, Section 20 of the Colorado Constitution, or any other law and without limiting in any year the amount of other revenues that may be collected and spent by the District.

On November 4, 2008, the Subdistrict's electors authorized the Subdistrict to increase taxes \$1,000,000 annually or by a lesser annual amount as may be necessary to pay the Subdistrict's operations and maintenance and other expenses without limitation of rate or amount or any other condition to pay such expenses and that the proceeds of such taxes and any investment income thereon be collected, retained and spent by the Subdistrict in fiscal year 2008 and in each fiscal year thereafter as a voter-approved revenue change without regard to any spending, revenue-raising, or other limitation contained within Article X, Section 20 of the Colorado Constitution, the limits imposed on increases in property taxation by Section 29-1-301, C.R.S in any year, or any other law which purports to limit the Subdistrict's revenues or expenditures as it currently exists or as it may be amended in the future, all without limiting in any year the amount of other revenues that may be collected, retained and spent by the District.

The District's management believes it is in compliance with the provisions of TABOR. However, TABOR is complex and subject to interpretation. Many of the provisions, including the interpretation of how to calculate Fiscal Year Spending limits will require judicial interpretation.

This information is an integral part of the accompanying financial statements.

SUPPLEMENTAL INFORMATION

**PARKWAY CIRCLE METROPOLITAN DISTRICT
SCHEDULE OF REVENUES, EXPENDITURES AND CHANGES IN
FUND BALANCE - BUDGET AND ACTUAL
DEBT SERVICE FUND
Year Ended December 31, 2018**

	Original and Final Budgeted Amounts	Actual	Variance with Final Budget - Positive (Negative)
REVENUES			
Property tax revenue	\$ 605,650	\$ 605,649	\$ (1)
Specific ownership tax revenue	42,000	39,085	(2,915)
Sales and use tax revenue	614,000	234,115	(379,885)
Net investment income	5,000	7,340	2,340
Abated property tax interest	-	-	-
Transfers from other funds	33,852	35,529	1,677
Total revenues	<u>1,300,502</u>	<u>921,718</u>	<u>(378,784)</u>
EXPENDITURES			
County Treasurer's fees	9,085	9,086	(1)
Bond interest	1,250,000	850,000	400,000
Developer advance principal repayment	-	77,804	(77,804)
Contingency	197,969	-	197,969
Total Expenditures	<u>1,457,054</u>	<u>936,890</u>	<u>520,164</u>
NET CHANGE IN FUND BALANCE	(156,552)	(15,172)	141,380
FUND BALANCE - BEGINNING OF YEAR	<u>156,552</u>	<u>79,121</u>	<u>(77,431)</u>
FUND BALANCE - END OF YEAR	<u>\$ -</u>	<u>\$ 63,949</u>	<u>\$ 63,949</u>

**PARKWAY CIRCLE METROPOLITAN DISTRICT
SCHEDULE OF REVENUES, EXPENDITURES AND CHANGES IN
FUND BALANCE - BUDGET AND ACTUAL
CAPITAL PROJECTS FUND
Year Ended December 31, 2018**

	Original and Final Budgeted Amounts	Actual	Variance with Final Budget - Positive (Negative)
REVENUES			
Developer advances	\$ 650,000	\$ -	\$ (650,000)
Total revenues	<u>650,000</u>	<u>-</u>	<u>(650,000)</u>
EXPENDITURES			
Capital improvements	150,000	-	150,000
Contingency	500,000	-	500,000
Total Expenditures	<u>650,000</u>	<u>-</u>	<u>650,000</u>
NET CHANGE IN FUND BALANCE	-	-	-
FUND BALANCE - BEGINNING OF YEAR	<u>-</u>	<u>-</u>	<u>-</u>
FUND BALANCE - END OF YEAR	<u><u>\$ -</u></u>	<u><u>\$ -</u></u>	<u><u>\$ -</u></u>

OTHER INFORMATION

**PARKWAY CIRCLE METROPOLITAN DISTRICT
SUMMARY OF ASSESSED VALUATION , MILL LEVY
AND PROPERTY TAXES COLLECTED
Year Ended December 31, 2018**

Year Ended December 31,	Prior Year Assessed Valuation for Current Year Property Tax Levy	Mills Levied			Property Taxes		Percentage Collected to Levied
		General	Debt	Total	Levied	Collected	
Parkway Circle Metropolitan District							
2015	\$ 13,248,321	30.000	0.000	30.000	\$ 397,450	\$ 397,450	100.0%
2016	\$ 15,190,680	0.000	30.000	30.000	\$ 455,720	\$ 455,720	100.0%
2017	\$ 15,582,650	0.000	30.000	30.000	\$ 467,480	\$ 458,685	98.1%
2018	\$ 17,995,840	0.000	33.655	33.655	\$ 605,650	\$ 605,649	100.0%
Estimated for year ending December 31, 2019	\$ 25,137,863	0.000	33.167	33.167	\$ 833,748		
Parkway Circle Metropolitan District Subdistrict							
2015	\$ 300	10.000	0.000	10.000	\$ 3	\$ -	0.0%
2016	\$ 336,370	20.000	0.000	20.000	\$ 6,727	\$ 6,727	100.0%
2017	\$ 799,110	20.000	0.000	20.000	\$ 15,982	\$ 15,982	100.0%
2018	\$ 1,692,590	20.000	0.000	20.000	\$ 33,852	\$ 33,852	100.0%
Estimated for year ending December 31, 2019	\$ 8,894,540	20.000	0.000	20.000	\$ 177,891		

NOTE: Property taxes collected in any one year may include collection of delinquent property taxes levied in prior years. Information received from the County Treasurer does not permit identification of specific year of levy.