

WYNDHAM HILL METROPOLITAN DISTRICT NO. 1

FINANCIAL STATEMENTS

YEAR ENDED DECEMBER 31, 2018

**WYNDHAM HILL METROPOLITAN DISTRICT NO. 1
TABLE OF CONTENTS
YEAR ENDED DECEMBER 31, 2018**

INDEPENDENT AUDITORS' REPORT	1
BASIC FINANCIAL STATEMENTS	
GOVERNMENT-WIDE FINANCIAL STATEMENTS	
STATEMENT OF NET POSITION	3
STATEMENT OF ACTIVITIES	4
FUND FINANCIAL STATEMENTS	
BALANCE SHEET - GOVERNMENTAL FUND	5
RECONCILIATION OF THE BALANCE SHEET OF GOVERNMENTAL FUND TO THE STATEMENT OF NET POSITION	6
STATEMENT OF REVENUES, EXPENDITURES, AND CHANGES IN FUND BALANCE – GOVERNMENTAL FUND	7
RECONCILIATION OF THE STATEMENT OF REVENUES, EXPENDITURES, AND CHANGES IN FUND BALANCE TO THE STATEMENT OF ACTIVITIES	8
NOTES TO FINANCIAL STATEMENTS	9
REQUIRED SUPPLEMENTARY INFORMATION	
SCHEDULE OF REVENUES, EXPENDITURES, AND CHANGES IN FUND BALANCE – BUDGET AND ACTUAL – GENERAL FUND	20



INDEPENDENT AUDITORS' REPORT

Board of Directors
Wyndham Hill Metropolitan District No. 1
Frederick, Colorado

Report on the Financial Statements

We have audited the accompanying financial statements of the governmental activities and the major fund of Wyndham Hill Metropolitan District No. 1, as of and for the year ended December 31, 2018, and the related notes to the financial statements, which collectively comprise the entity'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.

Auditors' 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 auditors' 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 the major fund of Wyndham Hill Metropolitan District No. 1 as of December 31, 2018, and the respective changes in financial position for the year then ended in accordance with accounting principles generally accepted in the United States of America.

Emphasis of Matter

Matured Debt

As discussed in Note 6, the District holds a Bond Anticipation Note (BAN), which matured at December 20, 2010. At the date of this report, the District has the ability to consummate the outstanding BAN in accordance with the GASB No. 62, Paragraph 39, by entering into a financing agreement with the Developer on February 3, 2016. Based on this ability, the District has excluded this BAN from current liabilities as of December 31, 2018. The agreement states that the outstanding BAN is legally enforceable until principal is paid in full or a new debt instrument is issued. The District did not pay off principal or issue a new instrument in 2018. Our opinions are not modified with respect to this matter.

Other Matters

Required Supplementary Information

Accounting principles generally accepted in the United States of America require that the budgetary comparison information on page 20 be presented to supplement the basic financial statements. Such 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. We have applied certain limited procedures to the required supplementary information in accordance with auditing standards generally accepted in the United States of America, which consisted of inquiries of management about the methods of preparing the information and comparing the information for consistency with management's responses to our inquiries, the basic financial statements, and other knowledge we obtained during our audit of the basic financial statements. We do not express an opinion or provide any assurance on the information because the limited procedures do not provide us with sufficient evidence to express an opinion or provide any assurance.

Management omitted the management's discussion and analysis that accounting principals 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.



CliftonLarsonAllen LLP

Greenwood Village, Colorado
April 24, 2019

WYNDHAM HILL METROPOLITAN DISTRICT NO. 1
STATEMENT OF NET POSITION
DECEMBER 31, 2018

	Governmental Activities
ASSETS	
Cash and Investments	\$ 127,502
Restricted Cash	1,403,148
Accounts Receivable	33,588
Property Taxes Receivable	656
Prepaid Items	3,093
Due from County Treasurer	5
Construction in Progress	675,050
Total Assets	2,243,042
LIABILITIES	
Accounts Payable and Retainage Payable	163,960
Due in More Than One Year:	
Bond Anticipation Note	3,279,000
Total Liabilities	3,442,960
DEFERRED INFLOWS OF RESOURCES	
Property Tax Revenue	656
Total Deferred Inflows of Resources	656
NET POSITION	
Restricted for Emergencies	66
Restricted for Capital Projects	1,240,198
Unrestricted	(2,440,838)
Total Net Position	\$ (1,200,574)

See accompanying Notes to Financial Statements.

WYNDHAM HILL METROPOLITAN DISTRICT NO. 1
STATEMENT OF ACTIVITIES
YEAR ENDED DECEMBER 31, 2018

Functions/Programs	Expenses	Program Revenue Charges for Services	Net (Expense) Revenue and Changes in Net Position Governmental Activities
Governmental Activities:			
General Government	\$ 98,962	\$ -	\$ (98,962)
Public Works	2,238,124	33,588	(2,204,536)
Interest and Fiscal Charges	277,166	-	(277,166)
	\$ 2,614,252	\$ 33,588	(2,580,664)
 General Revenues:			
Property Taxes			925
Specific Ownership Taxes			71
Net Investment Income			1,224
Intergovernmental Revenue - Districts No. 2 and No. 3			5,823,526
Total General Revenues			5,825,746
Change in Net Position			3,245,082
Net Position - Beginning of Year			(4,445,656)
Net Position - End of Year			\$ (1,200,574)

See accompanying Notes to Financial Statements.

**WYNDHAM HILL METROPOLITAN DISTRICT NO. 1
BALANCE SHEET
GOVERNMENTAL FUND
DECEMBER 31, 2018**

	General Fund
ASSETS	
Cash and Investments	\$ 127,502
Restricted Cash	1,403,148
Accounts Receivable	33,588
Property Tax Receivable	656
Prepaid Items	3,093
Due from County Treasurer	5
Total Assets	\$ 1,567,992
LIABILITIES, DEFERRED INFLOWS OF RESOURCES, AND FUND BALANCE	
LIABILITIES	
Accounts Payable and Retainage Payable	\$ 163,960
Total Liabilities	163,960
DEFERRED INFLOWS OF RESOURCES	
Property Tax Revenue	656
Total Deferred Inflows of Resources	656
FUND BALANCE	
Nonspendable	3,093
Restricted for Emergencies	66
Restricted for Capital Projects	1,240,198
Unassigned	160,019
Total Fund Balance	1,403,376
Total Liabilities, Deferred Inflows of Resources, and Fund Balance	\$ 1,567,992

See accompanying Notes to Financial Statements.

**WYNDHAM HILL METROPOLITAN DISTRICT NO. 1
RECONCILIATION OF THE BALANCE SHEET OF
GOVERNMENTAL FUND TO THE STATEMENT OF NET POSITION
DECEMBER 31, 2018**

Total Fund Balance - Total Governmental Fund \$ 1,403,376

Amounts reported for governmental activities in the statement of net position
are different because:

Capital assets used in governmental activities are not financial resources
and, therefore, are not reported in the fund balance sheet:

Capital Assets, not being Depreciated 675,050

Some liabilities are not due in the current period and, therefore, are
not reported in the fund balance sheet:

Bond Anticipation Note Payable (3,279,000)

Net Position of Governmental Activities \$ (1,200,574)

**WYNDHAM HILL METROPOLITAN DISTRICT NO. 1
STATEMENT OF REVENUES, EXPENDITURES, AND
CHANGES IN FUND BALANCE – GOVERNMENTAL FUND
YEAR ENDED DECEMBER 31, 2018**

	General Fund
REVENUES	
Property Tax Income	\$ 925
Specific Ownership Taxes	71
Net Investment Income	1,224
Miscellaneous Income	33,588
Intergovernmental Revenue:	
Metropolitan District No. 2 and No. 3	5,823,526
Total Revenues	5,859,334
EXPENDITURES	
Current:	
Treasurer and Director Fees	74
Accounting	46,168
Audit	10,800
Insurance	3,237
Legal	13,005
LC fees	4,308
Other	17,606
Intergovernmental - District No. 3	3,764
Debt Service:	
Principal	4,330,547
Interest	332,135
Capital Outlay	2,282,570
Total Expenditures	7,044,214
(DEFICIENCY) OF REVENUE OVER EXPENDITURES	(1,184,880)
OTHER FINANCING SOURCES	
Proceeds from Developer Advances	859,584
Total Other Financing Sources	859,584
NET CHANGE IN FUND BALANCE	(325,296)
Fund Balance - Beginning of Year	1,728,672
FUND BALANCE - END OF YEAR	\$ 1,403,376

See accompanying Notes to Financial Statements.

**WYNDHAM HILL METROPOLITAN DISTRICT NO. 1
RECONCILIATION OF THE STATEMENT OF REVENUES, EXPENDITURES, AND
CHANGES IN FUND BALANCE OF THE GOVERNMENTAL FUND TO
THE STATEMENT OF ACTIVITIES
YEAR ENDED DECEMBER 31, 2018**

Net Change in Fund Balance - Total Governmental Fund	\$ (325,296)
<p>Amounts reported for governmental activities in the statement of activities are different because:</p>	
<p>Governmental funds report capital outlays as expenditures. However, for government activities, those capital outlays other than noncapitalizable items are shown in the statement of activities at cost.</p>	
Capital Outlay	2,282,570
<p>The issuance of long-term debt (bonds) provides current financial resources to governmental funds, while the repayment of the principal on long term debt consumes the current financial resources of governmental funds. Neither transaction, however, has any effect on net position.</p>	
Proceeds from Developer Advances	(859,584)
Payment of Principal	4,330,547
<p>The change in accrued interest expense reported in the statement of activities does not require the use of current financial resources and, therefore, is not reported as an expenditure in governmental funds.</p>	
	54,969
<p>Transfers of capital improvements to other entities decrease net position in the statement of activities. This transaction is not reported in the governmental fund as it is not a current use of financial resources.</p>	
	<u>(2,238,124)</u>
Change in Net Position of Governmental Activities	<u><u>\$ 3,245,082</u></u>

See accompanying Notes to Financial Statements.

WYNDHAM HILL METROPOLITAN DISTRICT NO. 1
NOTES TO FINANCIAL STATEMENTS
DECEMBER 31, 2018

NOTE 1 DEFINITION OF REPORTING ENTITY

Wyndham Hill Metropolitan District No. 1 (the District), a quasi-municipal corporation and political subdivision of the State of Colorado, was organized by order and decree of the District Court in Weld County on June 8, 2004, and is governed pursuant to provisions of the Colorado Special District Act (Title 32, Article 1, Colorado Revised Statutes). The District operates under a Consolidated Service Plan with Wyndham Hill Metropolitan District No. 2 (District No. 2) and Wyndham Hill Metropolitan District No. 3 (District No. 3) approved by the Town of Frederick (Town) on February 13, 2004 as amended on August 11, 2005, October 12, 2006, and February 14, 2008. Pursuant to the Service Plan, District No. 2 and District No. 3, the financing districts, are intended to provide funding to the District, the operating district, for construction, operation and maintenance of the public improvements, while the District is intended to manage the financial, construction and operation and maintenance of such improvements.

The District was established to provide financing for the design, acquisition, installation, construction, and completion of public improvements, including streets, traffic and safety controls and devices, transportation services, park and recreation, water, mosquito and pest control and sanitation facilities generally located in the collector roadway system, services and programs. The District contracts with Wyndham Hill Master Association, Inc. for the maintenance of park and recreation facilities including a District operated pool and community building. The operation and maintenance of all other services and facilities is anticipated to be provided by other entities and not by the District.

The District has no employees and all 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.

The District is not financially accountable for any other organization, nor is the District a component unit of any other primary governmental entity, including District No. 2, District No. 3 and the Town of Fredrick.

WYNDHAM HILL METROPOLITAN DISTRICT NO. 1
NOTES TO FINANCIAL STATEMENTS
DECEMBER 31, 2018

NOTE 2 SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

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

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. Governmental activities are normally supported by taxes and intergovernmental revenues.

The statement of net position reports all financial resources of the District. The difference between the assets, liabilities and deferred outflows and inflows of resources of the District is reported as net position. The District is responsible for the repayment of bonds issued for the purpose of constructing infrastructure improvements which will be conveyed to the Town. The funds generated through the issuance of the bonds have been transferred from District No. 2 to District No. 1 for that purpose.

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 charges to customers or applicants who purchase, use, or directly benefit from goods, services or privileges provided by a given function or segment. Taxes and other items not properly included among program revenues are reported instead as general revenues.

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. Construction in progress is shown as an increase in assets and increases in notes and advances payable are recorded as an increase 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 intergovernmental revenue and property taxes. Expenditures generally are recorded when a liability is incurred as under accrual accounting. However, debt service expenditures are recorded only when payment is due. When both restricted and unrestricted resources are available for use, it is the District's policy to use restricted resources first, then unrestricted resources as they are needed.

The District reports the following major governmental fund:

The General Fund is the District's primary operating fund. It accounts for all financial resources of the general government.

WYNDHAM HILL METROPOLITAN DISTRICT NO. 1
NOTES TO FINANCIAL STATEMENTS
DECEMBER 31, 2018

NOTE 2 SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

Budgets

In accordance with the State Budget Law, the District's Board of Directors holds public hearings in the fall each year to approve 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. The adopted budgets for the General Fund and Debt Service Fund have been consolidated and reflected as the General Fund budget for financial reporting purposes. During fiscal year 2018, the Board of Directors approved a supplemental appropriation of \$2,483,488.

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 normally 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 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 are recorded initially as deferred inflows of resources in the year they are levied and measurable. The property tax revenue are recorded as revenue in the year they are available or collected.

Capital Assets

Capital assets consist entirely of construction projects in process that will be conveyed to the Town of Frederick once completed. Therefore, no depreciation is calculated on these assets. Interest incurred during construction is not capitalized.

Fund Balance and Net Position

Net position is reported in the governmental activities and is classified as restricted or unrestricted. Restrictions of net position represent amounts that are not available for appropriation or are legally restricted. As of December 31, 2018, fund balances of governmental funds are classified as follows:

Nonspendable – amounts that cannot be spent either because they are not spendable in form or because they are legally or contractually required to be maintained intact. This includes amounts that are not expected to be converted to cash, for example, prepaid amounts.

**WYNDHAM HILL METROPOLITAN DISTRICT NO. 1
 NOTES TO FINANCIAL STATEMENTS
 DECEMBER 31, 2018**

NOTE 2 SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

Fund Balance and Net Position (Continued)

Restricted – amounts that are subject to externally enforceable legal purpose restrictions imposed by creditors, grantors, contributors, or laws and regulations of other governments; or through constitutional provisions or enabling legislation.

Committed – amounts that are subject to a purpose constraint imposed by a formal action of the Board of Directors. The Board is the highest level of decision making authority for the District. Commitments may be established, modified or rescinded only through resolutions approved by the Board.

Assigned – amounts that are subject to a purpose constraint that represents an intended use established by the District in its budget process. The purpose of the assignment must be narrower than the purpose of the General Fund.

Unassigned – represents the residual classification for the District’s General Fund and could report a surplus or deficit.

Restricted Fund Balance

Emergency Reserves have been provided for as required by Article X, Section 20 of the Constitution of the State of Colorado. In compliance with this requirement, \$66 of the General Fund balance has been restricted.

The District has a balance of \$1,240,198, which is considered restricted fund balance for capital projects.

The remaining fund balance of the District of \$160,019 is considered unassigned.

The District’s order of fund balance spending policy is to apply expenditures against restricted fund balance, committed fund balance, assigned fund balance, and unassigned fund balance. The District reserves the right to selectively spend unassigned fund balance.

NOTE 3 CASH AND INVESTMENTS

Cash and investments as of December 31, 2018 consist of the following:

Restricted	\$ 1,403,148
Unrestricted	127,502
Total	<u><u>\$ 1,530,650</u></u>

Cash and investments as of December 31, 2018 consist of the following:

Cash Deposits	\$ 126,422
Cash Held in Escrow	1,403,148
Investments	1,080
Total	<u><u>\$ 1,530,650</u></u>

WYNDHAM HILL METROPOLITAN DISTRICT NO. 1
NOTES TO FINANCIAL STATEMENTS
DECEMBER 31, 2018

NOTE 3 CASH AND INVESTMENTS (CONTINUED)

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 fair value of the collateral must be at least equal to 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.

The District's cash deposits were covered under PDPA and not subject to custodial credit risk. At December 31, 2018, the District's cash deposits had a carrying balance of \$1,529,570.

Investments

The District has not adopted a formal investment policy; however, it follows state statutes regarding investments. The District also follows investment policies in bond or note agreements when those agreements are more restrictive than state statutes. The District generally limits its concentration of investments to those noted with an asterisk (*) below, which are believed to have minimal credit risk; minimal interest rate risk and no foreign currency risk. Additionally, the District is not subject to concentration risk disclosure requirements or subject to investment custodial credit risk for investments that are in the possession of another party.

Colorado statutes specify investment instruments meeting defined rating and risk criteria in which local governments may invest which include:

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

WYNDHAM HILL METROPOLITAN DISTRICT NO. 1
NOTES TO FINANCIAL STATEMENTS
DECEMBER 31, 2018

NOTE 3 CASH AND INVESTMENTS (CONTINUED)

Colorado revised statutes limit investment maturities to five years or less depending on the specific investment held unless formally approved by the Board of Directors. Such actions are generally associated with a debt service reserve or sinking fund requirements. Revenue bonds of U.S. local government, corporate and bank securities and guaranteed investment contracts not purchased with bond proceeds are limited to maturities of three years or less.

As of December 31, 2018, the District had the following investments:

<u>Investment</u>	<u>Maturity</u>	<u>Amortized Cost</u>
*Colorado Surplus Asset Fund Trust	Less than One Year	<u>\$ 1,080</u>

Colorado Surplus Asset Trust Fund

As of December 31, 2018, the District had invested \$1,080 in the Colorado Surplus Asset Fund Trust, an investment vehicle established for local government entities in Colorado to pool surplus funds. The State Securities Commissioner administers and enforces all State statutes governing the Trust. The Trust operates similarly to a money market fund and each share is equal in value to \$1.00. The Trust is rated AAAM by Standard & Poor's and is valued at amortized cost. Based on the valuation method, additional disclosures are not required under GASB Statement No. 72.

NOTE 4 CONSTRUCTION IN PROCESS

An analysis of the changes in construction in progress for the year ended December 31, 2018 follows:

	<u>Balance at January 1, 2018</u>	<u>Additions</u>	<u>Retirements</u>	<u>Balance at December 31, 2018</u>
Construction in Progress	<u>\$ 630,604</u>	<u>\$ 2,282,570</u>	<u>\$ 2,238,124</u>	<u>\$ 675,050</u>

It is the policy of the Town to accept the maintenance responsibility for traffic and safety controls, park and recreation improvements (except for a pool, community center and associated landscaping), mosquito and pest control, transportation and other related improvements within the Town after a probationary period following completion of construction. When the improvements enter the probationary period, the District will remove the cost of construction from its Statement of Net Position.

During 2018, major conveyances to Frederick include Replat B – Filing 2, Replat A Models – Filing 5, and Replat B Richmond East – Filing 4 warranty costs in the total amount of \$2,238,124.

**WYNDHAM HILL METROPOLITAN DISTRICT NO. 1
NOTES TO FINANCIAL STATEMENTS
DECEMBER 31, 2018**

NOTE 5 RELATED PARTY

All three of the members of the Board of Directors are employees or are associated with Bellock Construction Company, construction manager and accountants for the District, and Frederick Development Company, Inc., the Developer within the District. During 2018, the District and Districts No. 2 and No. 3 had the same Board of Directors (see Notes 7).

Construction Management Agreement

A construction management agreement was entered into during 2007 between the District and Bellock Construction Company. The agreement calls for Bellock Construction Company to provide management services of all activities related to construction projects to be completed within Wyndham Hill Metropolitan Districts No. 1, No. 2 and No. 3. The agreement expires on December 31 of each year, but is automatically extended for a successive annual period so long as sufficient funds have been appropriated, unless contrary action is taken.

Amounts paid to Bellock Construction Company during 2018 for construction and construction management were \$89,884 and \$108,694, respectively.

Accounting Services Agreement

An accounting services contract was entered into with Bellock Construction Company on March 10, 2005. Under this agreement, accounting services are provided to District No. 1, No. 2 and No. 3 at the hourly annual rates of Bellock Construction Company employees. During 2018, the District incurred accounting services fees in the amount of \$46,168.

NOTE 6 LONG-TERM OBLIGATIONS

The District's long-term obligations consist of the following for the year ended December 31, 2018:

	Balance at January 1, 2018	Additions	Reductions	Balance at December 31, 2018	Due Within One Year
Subordinate Bond:					
Anticipation Note - Frederick Development Company, Inc.	\$ 3,279,000	\$ -	\$ -	\$ 3,279,000	\$ -
Developer Advances:					
Frederick Development Company, Inc.	3,470,963	859,584	4,330,547	-	-
Total	<u>\$ 6,749,963</u>	<u>\$ 859,584</u>	<u>\$ 4,330,547</u>	<u>\$ 3,279,000</u>	<u>\$ -</u>

WYNDHAM HILL METROPOLITAN DISTRICT NO. 1
NOTES TO FINANCIAL STATEMENTS
DECEMBER 31, 2018

NOTE 6 LONG-TERM OBLIGATIONS (CONTINUED)

Developer Advances for Capital Costs

In December 2005, the District, along with Districts No. 2 and No. 3, entered into agreements with Frederick Development Company (FDC) whereby FDC will provide up to \$17,100,000 of funding for District infrastructure at an interest rate of 8.5%. In 2010, the interest rate decreased to 0%. It is anticipated that advances by FDC will be converted to Bond Anticipation Notes as described below on a periodic basis. As of December 31, 2018, the District received an additional \$859,584 of advances and paid off principal in the amount of \$4,330,547. At December 31, 2018, the District had \$0 of accrued interest on the developer advances.

\$3,279,000 Subordinate Bond Anticipation Note

In 2005, the District issued a Bond Anticipation Note (BAN) to the Developer covering \$3,279,000 of the previous developer advances made by the Developer. The BAN carries the same interest rate as the loan agreement with the Developer as previously discussed. The District has authorized BAN's not to exceed \$17,100,000. The BAN shall be paid solely from the proceeds of general obligation or revenue bonds to be issued by the District prior to maturity date, or from any revenues made available to the District by District No. 2. Repayment of the BAN is subordinate in all respects to repayment of any outstanding Senior Notes or Senior Debt of the District. In 2010 the BAN matured, however no new BAN was issued to refund. The principal and accrued interest remained outstanding. In 2016, the District issued a Memo of Agreement (MOA) documenting the aforementioned understanding. Additionally, the MOA documents both parties' intention to issue a BAN dated December 21, 2010 with the same terms as noted above. The District has the ability to consummate the outstanding Note in accordance with GASB No. 62, Paragraph 39 by entering into a financing agreement with the Developer on February 3, 2016. Based on this ability, the District has excluded the Note from current liabilities as of December 31, 2018. The agreement states that the BAN is legally enforceable until principal is paid in full or a new debt instrument is issued. The District did not pay off principal or issue a new instrument in 2018. Interest will continue to accrue until one of those requirements is met. The District paid interest in the amount of \$332,135 in 2018 on the BAN. At December 31, 2018, the District had \$0 of accrued interest outstanding on the BAN.

Debt Authorization

The District has been authorized to issue debt and the principal amount not to exceed \$140,100,000 as voted on in November 2004. The voted authorization has been limited by the service plan approved by the Town of Frederick. \$17,100,000 of the 2004 authorization has been used for the 2005 bond anticipation notes of which \$3,279,000 is outstanding as of December 31, 2018. During November 2005, District voters authorized an additional \$406,000,000 of debt principal. The service plan limits the total new money revenue and general obligation debt for the District, District No. 2 and District No. 3 to \$36,000,000. At December 31, 2018, the District had remaining authorized but unissued indebtedness of \$542,821,000.

WYNDHAM HILL METROPOLITAN DISTRICT NO. 1
NOTES TO FINANCIAL STATEMENTS
DECEMBER 31, 2018

**NOTE 7 DISTRICT FACILITIES CONSTRUCTION AND SERVICE AGREEMENT
(SERVICE CONTRACT) AND OTHER AGREEMENTS**

In order to implement the Service Plan, the District entered into an intergovernmental agreement with District No. 2 and No. 3. The agreement shall remain in full force and effect until such time as each of the terms and conditions have been performed in their entirety or until the agreement is terminated by mutual written agreement of the Districts.

The District is to construct the facilities benefiting the District and some facilities being more regional in nature that also benefit District No. 3 and all such facilities are then transferred to the Town or the HOA as required. District No. 2 and No. 3 will, to the extent that each is to benefit, pay the capital costs and the service costs of operation and maintenance of such facilities (authorized service costs).

Maintenance and Warranty of Public Improvements

After completion of public improvements and initial acceptance by the local jurisdiction, the District is responsible for any and all warranty costs associated with the improvements, if any. After two years and receipt of final acceptance by the local jurisdiction, the District has no responsibility or exposure to warranty claims or costs.

NOTE 8 LINE EXTENSION PARTICIPATION AND REIMBURSEMENT AGREEMENT

In 2005, the District entered into an agreement with St. Vrain Sanitation District (SVSD) to construct an extension of a sanitary sewer line within SVSD's service area located with the District. Due to the additional capacity of the line, SVSD may sell additional sanitary sewer taps to new customers serviced from the line. SVSD agreed to reimburse the District for costs incurred for the line extension on a yearly basis dependent upon collection by SVSD for all taps issued. The total reimbursable costs incurred by the District are \$459,605. Total sanitary sewer taps sold in 2018 totaled \$33,588, as reflected in Accounts Receivable on the financial statements. Total fees collected through December 31, 2018 are \$120,498. The balance remaining to be reimbursed as of December 31, 2018 is \$339,107.

The District is entitled to receive reimbursements until the total reimbursable costs have been repaid or through 2030, whichever comes first.

NOTE 9 RISK MANAGEMENT

The District is 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 during the past three years.

**WYNDHAM HILL METROPOLITAN DISTRICT NO. 1
NOTES TO FINANCIAL STATEMENTS
DECEMBER 31, 2018**

NOTE 9 RISK MANAGEMENT (CONTINUED)

The District pays annual premiums to the Pool for liability and public officials liability 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.

NOTE 10 TAX, SPENDING, AND DEBT LIMITATIONS

Article X, Section 20 of the Colorado Constitution, referred to as the Taxpayer's Bill of Rights (TABOR) contains tax, spending, revenue and debt limitations, which 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.

On May 4, 2004, a majority of the District's electors authorized the District to collect and spend or retain in a reserve all annual District revenue without regard to any limitations under TABOR.

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.

NOTE 11 INTERGOVERNMENTAL REVENUES AND EXPENDITURES

The following intergovernmental revenues and expenditures occurred during fiscal year-end December 31, 2018:

	Wyndham Hill Metropolitan District No. 1	Wyndham Hill Metropolitan District No. 2	Wyndham Hill Metropolitan District No. 3	Total Revenues
Wyndham Hill Metropolitan District No. 1	\$ -	\$ 5,822,041	\$ 1,485	\$ 5,823,526
Wyndham Hill Metropolitan District No. 3	3,764	-	-	3,764
Total	<u>\$ 3,764</u>	<u>\$ 5,822,041</u>	<u>\$ 1,485</u>	<u>\$ 5,827,290</u>

REQUIRED SUPPLEMENTARY INFORMATION

WYNDHAM HILL METROPOLITAN DISTRICT NO. 1
SCHEDULE OF REVENUES, EXPENDITURES, AND CHANGES IN
FUND BALANCE – BUDGET AND ACTUAL
GENERAL FUND
YEAR ENDED DECEMBER 31, 2018

	Original Budgeted Amounts	Final Budgeted Amounts	Actual	Variance with Final Budget Positive (Negative)
REVENUES				
Property Taxes	\$ 925	\$ 925	\$ 925	\$ -
Specific Ownership Taxes	46	71	71	-
Intergovernmental Revenue:				-
Metropolitan District No. 2 & No. 3	166,902	5,823,526	5,823,526	-
Net Investment Income	-	108	1,224	1,116
Miscellaneous Income	-	-	33,588	33,588
Total Revenues	<u>167,873</u>	<u>5,824,630</u>	<u>5,859,334</u>	<u>34,704</u>
EXPENDITURES				
Current:				
Treasurer and Director Fees	74	74	74	-
Accounting	40,000	46,168	46,168	-
Audit	10,800	10,800	10,800	-
Insurance	3,400	3,237	3,237	-
Legal	25,000	13,005	13,005	-
LC fees	37,500	4,308	4,308	-
Other	12,250	17,606	17,606	-
Intergovernmental - District No. 3	4,800	3,764	3,764	-
Debt Service:				
Principal	-	4,330,547	4,330,547	-
Interest	126,902	332,135	332,135	-
Capital Outlay	4,300,000	2,282,570	2,282,570	-
Total Expenditures	<u>4,560,726</u>	<u>7,044,214</u>	<u>7,044,214</u>	<u>-</u>
DEFICIENCIES OF REVENUES OVER EXPENDITURES	(4,392,853)	(1,219,584)	(1,184,880)	34,704
OTHER FINANCING SOURCES				
Proceeds from Developer Advances	<u>2,450,000</u>	<u>859,585</u>	<u>859,584</u>	<u>(1)</u>
Total Other Financing Sources	<u>2,450,000</u>	<u>859,585</u>	<u>859,584</u>	<u>(1)</u>
EXCESS (DEFICIENCY) OF REVENUE AND OTHER FINANCING SOURCES OVER EXPENDITURES	(1,942,853)	(359,999)	(325,296)	34,703
Fund Balances - Beginning of Year	<u>1,973,248</u>	<u>1,728,672</u>	<u>1,728,672</u>	<u>-</u>
FUND BALANCES - END OF YEAR	<u>\$ 30,395</u>	<u>\$ 1,368,673</u>	<u>\$ 1,403,376</u>	<u>\$ 34,703</u>