

**Three Springs Metropolitan District No. 1
Durango, Colorado
Financial Statements
December 31, 2020**

**Three Springs Metropolitan District No. 1
Financial Statements
December 31, 2020**

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Board of Directors
Three Springs Metropolitan District No. 1
Durango, Colorado

Independent Auditors' Report

We have audited the accompanying financial statements of the governmental activities and each major fund of the Three Springs Metropolitan District No. 1, as of and for the year ended December 31, 2020, 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 of 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 District'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 District's internal control. Accordingly, we express no such opinion. An audit also includes evaluating the appropriateness of accounting principles 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 the Three Springs Metropolitan District No. 1 as of December 31, 2020, and the respective changes in financial position and the respective budgetary comparison for the General Fund for the year then ended in accordance with accounting principles generally accepted in the United States of America.

Other-Matters

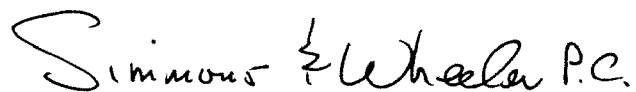
Required Supplementary Information

Accounting principles generally accepted in the United States of America require that the management's discussion and analysis as listed in the table of contents 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.

Other Information

Our audit was conducted for the purpose of forming opinions on the financial statements that collectively comprise Three Spring Metropolitan District No. 1's basic financial statements. The supplementary information as listed in the table of contents is presented for purposes of additional analysis and is not a required part of the basic financial statements.

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

A handwritten signature in black ink that reads "Simmons & Wheeler P.C." in a cursive, flowing script.

Englewood, CO
May 12, 2021

Three Springs Metropolitan District No. 1

Management's Discussion and Analysis
December 31, 2020

As management of the Three Springs Metropolitan District No. 1 (the "District"), we offer readers of the District's financial statements this narrative overview and analysis of the financial activities of the District for the fiscal year ended December 31, 2020.

Overview of the Financial Statements

This discussion and analysis is intended to serve as an introduction to the District's basic financial statements. The District's basic financial statements are comprised of three components: 1) government-wide financial statements; 2) fund financial statements; and 3) notes to the financial statements. The District is a special-purpose government, quasi-municipal corporation, and political subdivision of the State of Colorado engaged in a single governmental program and as such the fund financial statements and the government-wide statements have been combined using a columnar format that reconciles individual line items of fund financial data to government-wide data in a separate column on the face of the financial statement.

Government-wide financial statements. The government-wide financial statements are designed to provide readers with a broad overview of the District's finances, in a manner similar to a private-sector business. The Statement of Net Position presents information on all the District's assets, liabilities, deferred outflows of resources and deferred inflows of resources with the difference between the four reported as net position. Over time, increases or decreases in net position may serve as a useful indicator of whether the financial position of the District is improving or deteriorating. The Statement of Activities presents information showing how the District's net position changed during the most recent fiscal year. All changes in net position are reported as soon as the underlying event giving rise to the change occurs, regardless of the timing of related cash flows. Thus, revenues and expenses are reported in this statement for some items that will only result in cash flows in future periods.

The governmental activity of the District is primarily as a revenue collecting entity to collect property taxes and pay debt. Through November 2020, collections designated for debt and operations were transferred to Three Springs Metropolitan District No. 3 to fund the operations and maintenance of land and infrastructure within its boundaries and the payment of debt service. In December 2020, the District issued its own debt and property tax collections previously designated for District No. 3 debt service is now kept to service the District's debt. The District does not operate any business-type activities.

Fund financial statements. A fund is a grouping of related accounts that is used to maintain control over resources that have been segregated for specific activities or objectives. The District, like other state and local governments, uses fund accounting to ensure and demonstrate compliance with finance-related legal requirements. The District currently has a General fund and a Debt Service fund, both of which are governmental funds.

Overview of the Financial Statements (continued)

Governmental Funds. Governmental funds are used to account for essentially the same functions reported as governmental activities in the government-wide financial statements. However, unlike the government-wide financial statements, governmental fund financial statements focus on near-term inflows and outflows of expendable resources, as well as on balances of expendable resources available at the end of the fiscal year. Such information may be useful in evaluating a government’s near-term financing requirements.

Because the focus of governmental funds is narrower than that of the government-wide financial statements, it is useful to compare the information presented for governmental funds with similar information presented for governmental activities in the government-wide financial statements. By doing so, readers may better understand the long-term impact of the government’s near-term financing decisions. Both expenditures and changes in fund balance provide a reconciliation to facilitate this comparison between governmental funds and governmental activities.

Notes to the Financial Statements. The notes provide additional information that is essential to a full understanding of the data provided in the government-wide and fund financial statements. The Notes to the Financial Statements can be found on pages 10 through 22 of this report.

Budgetary Information. Budgetary information is included on page 9 and 23 and provides additional insight into how the District’s actual operations compared to the budgeted operations and also provides information on the District’s assessed value and property taxes levied.

Government-wide Financial Analysis. The District’s primary source of revenue is property taxes. Property taxes levied by the District in 2019 are payable by property owners in 2020.

The following tables show the District’s condensed Statement of Net Position and Condensed Statement of Activities as of and for the year ended December 31, 2020 with comparative numbers for 2019, respectively.

Three Springs Metropolitan District No. 1 - Net Position

	<u>2020</u>	<u>2019</u>
Assets		
Cash and investments	\$ 35,024	\$ 19,026
Other current assets	1,036,095	1,024,851
Total assets	<u>\$ 1,071,119</u>	<u>\$ 1,043,877</u>
Liabilities		
Due to Three Springs Metropolitan District No. 3	\$ 5,919	\$ 18,221
Bond interest payable	41,895	-
Bonds payable-2020A Bonds	19,000,000	-
Bonds payable-2020B Bonds	6,750,000	-
Total liabilities	<u>25,797,814</u>	<u>18,221</u>
Deferred inflows of resources		
Deferred property taxes	1,036,095	1,024,851
Total deferred inflows of resources	<u>1,036,095</u>	<u>1,024,851</u>
Net position		
Restricted for emergencies	917	805
Unrestricted	(25,763,707)	-
Total net position	<u>\$ (25,762,790)</u>	<u>\$ 805</u>

Overview of the Financial Statements (continued)

Three Springs Metropolitan District No. 1 Change in Net Position

	<u>2020</u>	<u>2019</u>
Revenues:		
General revenues		
Property and specific ownership tax revenues	\$ 1,122,675	\$ 991,887
Interest and other revenue	707	313
Transfer from District No 3 - Series 2010 trust funds	1,706,193	-
Transfer from District No 3 - cost of issuance allocation	76,581	-
Total revenues	<u>2,906,156</u>	<u>992,200</u>
Expenses:		
General government	42,261	26,874
Bond issuance and underwriting expense	698,833	-
Bond interest expense	41,895	-
Transfer to District No 3-property taxes	1,078,320	966,664
Transfer to District No 3-operating reimbursement	45,000	-
Transfer to District No 3-debt retirement	26,763,442	-
Total expenses	<u>28,669,751</u>	<u>993,538</u>
Change in net position	(25,763,595)	(1,338)
Net position - beginning	805	2,143
Net position - ending	<u>\$(25,762,790)</u>	<u>\$ 805</u>

The District's overall financial position, as measured by net position, decreased by \$25,763,595 from 2019. In December 2020, the District issued the Limited Tax (Convertible to Unlimited Tax) General Obligation Refunding Bonds Series 2020A in the amount of \$19,000,000 and the Subordinate Limited Tax General Obligation Refunding Bonds Series 2020B in the amount of \$6,750,000. The proceeds of these bonds, after issuance expenses, were transferred to District No. 3 to be used to refund their debt. Prior to issuance of this debt, the District transferred all property tax collections to District No. 3. With the issuance of these bonds, property taxes collected for debt service will now be kept by the District to service its own debt. Property taxes collected for operations will continue to be transferred to District No. 3 leaving a net position sufficient to insure compliance with the Article X, Section 20 of the State constitution (Tabor Act) and a reserve for contingencies.

Financial Analysis of the District's Funds

As noted previously, the District uses governmental fund accounting to ensure and demonstrate the compliance with finance-related legal requirements.

Governmental Funds. The focus of the District's governmental funds is to provide information on near-term inflows, outflows, and balances of expendable resources. Such information is useful in assessing the District's financing requirements. In particular, unreserved fund balance may serve as a useful measure of a government's net resources available for spending at the end of the fiscal year.

The District's Debt Service fund balance increased by \$28,300 from the prior year. This was a result of debt issuance activities.

Financial Analysis of the District's Funds (continued)

Budget Variances. There were property tax transfers to Three Springs Metropolitan District No. 3 in excess of amounts originally budgeted and unanticipated debt service activities requiring budget amendments during 2020.

Request for Information

This financial report is designed to provide a general overview of the District's finances. Questions concerning any of the information provided in this report or requests for additional financial information should be addressed to Pat Morrissey, President Three Springs Metropolitan District No 1, 65 Mercado Street, Suite 250, Durango, CO 81301, pmorrissey@sugf.com.

Three Springs Metropolitan District No. 1
Balance Sheet/Statement of Net Position
December 31, 2020

	General	Debt Service	Total	Adjustments	Statement of Net Position
Asset					
Current assets					
Cash and investments	\$ 12,517	\$ -	\$ 12,517	\$ -	\$ 12,517
Restricted cash	-	13,806	13,806	-	13,806
Cash with county treasurer	-	8,701	8,701	-	8,701
Due from other fund	-	5,793	5,793	(5,793)	-
Property taxes receivable	97,244	938,851	1,036,095	-	1,036,095
Total assets	<u>\$ 109,761</u>	<u>\$ 967,151</u>	<u>\$ 1,076,912</u>	<u>\$ (5,793)</u>	<u>\$ 1,071,119</u>
Liabilities					
Current liabilities					
Due to Three Springs Metropolitan District No. 3	\$ 5,919	\$ -	\$ 5,919	\$ -	\$ 5,919
Bonds payable-current	-	-	-	300,000	300,000
Due to other fund	5,793	-	5,793	(5,793)	-
Other long-term liabilities					
Bond interest payable	-	-	-	41,895	41,895
Bonds payable-2020A Bonds	-	-	-	18,700,000	18,700,000
Bonds payable-2020B Bonds	-	-	-	6,750,000	6,750,000
Total liabilities	<u>11,712</u>	<u>-</u>	<u>11,712</u>	<u>25,786,102</u>	<u>25,797,814</u>
Deferred inflows of resources					
Deferred revenue-property taxes	97,244	938,851	1,036,095	-	1,036,095
Total deferred inflows of resources	<u>97,244</u>	<u>938,851</u>	<u>1,036,095</u>	<u>-</u>	<u>1,036,095</u>
Total liabilities and deferred inflows of resources	<u>108,956</u>	<u>938,851</u>	<u>1,047,807</u>	<u>25,786,102</u>	<u>26,833,909</u>
Fund balance/net position					
Reserved for					
Emergencies	917	-	917	(917)	-
Debt service	-	28,300	28,300	(28,300)	-
Unrestricted	(112)	-	(112)	112	-
Total fund balances	<u>805</u>	<u>28,300</u>	<u>29,105</u>	<u>(29,105)</u>	<u>-</u>
Total liabilities, deferred inflows of resources and fund balance	<u>\$ 109,761</u>	<u>\$ 967,151</u>	<u>\$ 1,076,912</u>		
Net position					
Restricted for					
Emergencies				917	917
Unrestricted				(25,763,707)	(25,763,707)
Total net position				<u>\$ (25,762,790)</u>	<u>\$ (25,762,790)</u>

The notes to the financial statements are an integral part of these statements.

Three Springs Metropolitan District No. 1
Statement of Governmental Fund Revenues, Expenditures and
Changes in Fund Balances/Statement of Activities
For the year ended December 31, 2020

	General	Debt Service	Total	Adjustments	Statement of Activities
Expenditures/expenses					
General government:					
Treasurer Fees	\$ 30,568	\$ -	\$ 30,568	\$ -	\$ 30,568
Bank fees	-	250	250	-	250
Trustee fees	-	11,443	11,443	-	11,443
Bond issuance and underwriting expense	-	698,833	698,833	-	698,833
Debt service					
Bond interest expense	-	-	-	41,895	41,895
Transfer to District No 3 - property taxes	1,078,320	-	1,078,320	-	1,078,320
Total expenditures/expenses	1,108,888	710,526	1,819,414	41,895	1,861,309
General revenues					
Interest income	707	-	707	-	707
Current Tax assesment revenue	1,018,496	-	1,018,496	-	1,018,496
Specific Ownership tax revenue	95,478	8,701	104,179	-	104,179
Total general revenues	1,114,681	8,701	1,123,382	-	1,123,382
Excess (deficiency) of revenues over expenditures	5,793	(701,825)	(696,032)	(41,895)	(737,927)
Other financing sources and (uses)					
Bond proceeds-Series 2020A	-	19,000,000	19,000,000	(19,000,000)	-
Bond proceeds-Series 2020B	-	6,750,000	6,750,000	(6,750,000)	-
Interfund transfer-Debt service cash	(5,793)	5,793	-	-	-
Transfer from District No 3 - Series 2010 trust funds	-	1,706,193	1,706,193	-	1,706,193
Transfer from District No 3 - cost of issuance allocation	-	76,581	76,581	-	76,581
Transfer to District No 3-operating reimbursement	-	(45,000)	(45,000)	-	(45,000)
Transfer to District No 3-debt retirement	-	(26,763,442)	(26,763,442)	-	(26,763,442)
Total other financing sources and (uses)	(5,793)	730,125	724,332	(25,750,000)	(25,025,668)
Excess (deficiency) of revenues and other sources over expenditures and other financing and uses	-	28,300	28,300	(28,300)	-
Change in net position				(25,763,595)	(25,763,595)
Fund balance/net position - beginning of year	805	-	805	-	805
Fund balance/net position - December 31, 2020	\$ 805	\$ 28,300	\$ 29,105	\$ (25,791,895)	\$ (25,762,790)

The notes to the financial statements are an integral part of these statements.

Three Springs Metropolitan District No. 1
Statement of Revenues, Expenditures and
Changes in Fund Balances - Budget and Actual -
General Fund
For the year ended December 31, 2020

	Original Budget	Amended Budget	Actual	Variance Favorable (Unfavorable)
Revenues				
Interest income	\$ 500	\$ 707	\$ 707	\$ -
Property taxes	1,024,851	1,018,496	1,018,496	-
Specific ownership taxes	81,988	95,919	95,478	(441)
Total revenues	<u>1,107,339</u>	<u>1,115,122</u>	<u>1,114,681</u>	<u>(441)</u>
Expenditures				
General government				
Treasurers fees	30,746	30,887	30,568	319
Transfer to Three Springs Metropolitan District No 3	1,076,476	1,078,320	1,078,320	-
Total expenditures	<u>1,107,222</u>	<u>1,109,207</u>	<u>1,108,888</u>	<u>319</u>
Excess (deficiency) of revenues over expenditures	117	5,915	5,793	(122)
Other financing sources and (uses)				
Interfund transfer-Debt service cash	-	(5,793)	(5,793)	
Total other financing sources and (uses)	<u>-</u>	<u>(5,793)</u>	<u>(5,793)</u>	<u>-</u>
Excess (deficiency) of revenues and other sources over expenditures and other financing uses	117	122	-	(122)
Fund balance - beginning of year	<u>805</u>	<u>805</u>	<u>805</u>	<u>-</u>
Fund balance - December 31, 2020	<u>\$ 922</u>	<u>\$ 927</u>	<u>\$ 805</u>	<u>\$ (122)</u>

The notes to the financial statements are an integral part of these statements.

Three Springs Metropolitan District No. 1
Notes to the Financial Statements
December 31, 2020

I. Summary of Significant Accounting Policies

Three Springs Metropolitan District No. 1 (the "District") was established in 2006 as a quasi-municipal corporation and political subdivision of the State of Colorado. The District was formed primarily as a taxing district to help fund the operations of Three Springs Metropolitan District No. 3 in the City of Durango, Colorado. Per an Inter-District Financing Agreement and an Inter-District Construction and Service Agreement the District assesses property taxes in its jurisdiction and transfers those collections to Three Springs Metropolitan District No. 3 to fund operations and maintenance and the repayment of long term obligations.

The District's financial statements are prepared in accordance with generally accepted accounting principles ("GAAP"). The Governmental Accounting Standards Board ("GASB") is responsible for establishing GAAP for state and local governments through its pronouncements (Statements and Interpretations). The more significant accounting policies established by GAAP used by the District are discussed below.

a. Reporting Entity

The District is governed by an elected Board of five members which is responsible for setting policy, appointing administrative personnel and adopting an annual budget in accordance with the provisions of the Colorado Special District Act.

All of the Board of Directors are employees, owners or are otherwise associated with the Developer and may have conflicts of interest in dealing with the District. Management believes that all potential conflicts, if any, have been disclosed to the Board.

The reporting entity consists of (a) the primary government; i.e., the District, and (b) organizations for which the District is financially accountable. The District is considered financially accountable for legally separate organizations if it is able to appoint a voting majority of an organization's governing body and is either able to impose its will on that organization or there is a potential for the organization to provide special financial benefits, to, or impose specific financial burdens on the District. Consideration is also given to other organizations which are fiscally dependent; i.e., unable to adopt a budget, levy taxes, or issue debt without approval by the District. Organizations for which the nature and significance of their relationship with the District are such that exclusion would cause the reporting entity's financial statements to be misleading or incomplete are also included in the reporting entity.

Based on the criteria discussed above, the District is not financially accountable for any other entity, nor is the District a component unit of any other government.

Three Springs Metropolitan District No. 1
Notes to the Financial Statements
December 31, 2020

b. Government-wide and Fund Financial Statements

The District's basic financial statements include both government-wide (reporting the District as a whole) and fund financial statements (reporting the District's major funds). Both the government-wide and fund financial statements categorize primary activities as either governmental or business type. The District is a special-purpose government engaged in a single governmental program and as such the fund financial statements and the government-wide statements have been combined using a columnar format that reconciles individual line items of fund financial data to government-wide data in a separate column on the face of the financial statement.

i. Government-wide Financial Statements

In the government-wide Statement of Net Position, the governmental activities columns are reported on a full accrual, economic resource basis, which recognizes all long-term assets and receivables as well as long-term debt and obligations. The District's net position is reported in one part; restricted net position.

The government-wide focus is on the sustainability of the District as an entity and the change in the District's net position resulting from the current year's activities.

ii. Fund Financial Statements

The financial transactions of the District are reported in one fund in the fund financial statements. Funds are accounted for by providing a separate set of self-balancing accounts that comprises its assets, liabilities, restricted fund balance, fund equity, revenues and expenditures/expenses. The fund focus is on current available resources and budget compliance.

The District reports the following governmental funds:

The General Fund accounts for all financial resources collected on behalf of and transferred to District No. 3.

The Debt Service Fund accounts for financial resources collected for the purposes of servicing the District's debt.

Fund Equity

Fund balance of governmental funds is reported in various categories based on the nature of any limitations requiring the use of resources for specific purposes. Because circumstances differ among governments, not every government or every governmental fund will present all of these components. The following classifications make the nature and extent of the constraints placed on a government's fund balance more transparent:

Three Springs Metropolitan District No. 1
Notes to the Financial Statements
December 31, 2020

Nonspendable Fund Balance

Nonspendable fund balance includes amounts that cannot be spent because they are either not spendable in form (such as inventory and prepaids) or are legally or contractually required to be maintained intact.

Restricted Fund Balance

The restricted fund balance includes amounts restricted for a specific purpose by external parties such as grantors, bondholders, constitutional provisions or enabling legislation.

The restricted fund balance in the General Fund represents Emergency Reserves that have been provided as required by Article X, Section 20 of the Constitution of the State of Colorado. A total of \$917 of the General Fund balance has been restricted in compliance with this requirement.

The restricted fund balance in the Debt Service Fund represents resources restricted for servicing the District's debt. A total of \$28,300 has been restricted for debt service.

Committed Fund Balance

The portion of fund balance that can only be used for specific purposes pursuant to constraints imposed by a formal action of the government's highest level of decision-making authority, the Board of Directors. The constraint may be removed or changed only through formal action of the Board of Directors.

Assigned Fund Balance

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

Unassigned Fund Balance

Unassigned fund balance includes amounts that are available for any purpose. Positive amounts are reported only in the General Fund.

For the classification of Governmental Fund balances, the District considers expenditure to be made from the most restrictive first when more than one classification is available.

Net Position

Net Position represents the difference between assets and deferred outflows of resources less liabilities and deferred inflows of resources. The District may report three categories of net position as follows:

Net investment in capital assets – consists of net capital assets, reduced by outstanding balances of any related debt obligations and deferred inflows of resources attributable to the acquisition, construction, or improvement of those assets and increased by balances of deferred outflows of resources related to those assets.

Three Springs Metropolitan District No. 1
Notes to the Financial Statements
December 31, 2020

Restricted net position – net position is considered restricted if their use is constrained to a particular purpose. Restrictions are imposed by external organizations such as federal or state laws. Restricted net position is reduced by liabilities and deferred inflows of resources related to the restricted assets.

Unrestricted net position – consists of all other net position that does not meet the definition of the above two components and is available for general use by the District.

When an expense is incurred for purposes for which both restricted and unrestricted net position is available, the District will use the most restrictive net position first.

c. Measurement Focus, Basis of Accounting, and Financial Statement Presentation

Measurement focus refers to whether financial statements measure changes in current resources only (current financial focus) or changes in both current and long-term resources (long-term economic focus). Basis of accounting refers to the point at which revenues, expenditures, or expenses are recognized in the accounts and reported in the financial statements. Financial statement presentation refers to classification of revenues by source and expenses by function.

i. Long-term Economic Focus and Accrual Basis

Governmental-type activities in the government-wide financial statements use the long-term economic focus and are presented on the accrual basis of accounting. Revenues are recognized when earned and expenses are recognized when incurred, regardless of the timing of the related cash flows.

ii. Current Financial Focus and Modified Accrual Basis

The governmental fund financial statements use the current financial focus and are presented on the modified accrual basis of accounting. Under the modified accrual basis of accounting, revenues are recorded when susceptible to accrual; i.e., both measurable and available. "Available" means collectible within the current period or soon enough thereafter to be used to pay liabilities of the current period. Expenditures are generally recognized when the related liability is incurred. The exception to this general rule is that principal and interest on general long-term debt, if any, is recognized when due.

iii. Financial Statement Presentation

Amounts reported as program revenues include 1) charges to customers or applicants for goods, services or privileges provided, 2) operating grants and contributions, and 3) capital grants and contributions, including special assessments. Internally dedicated resources are reported as *general revenues* rather than as program revenues.

Three Springs Metropolitan District No. 1
Notes to the Financial Statements
December 31, 2020

d. Financial Statement Accounts

i. Cash and Cash Equivalents

Cash and cash equivalents are defined as deposits that can be withdrawn at any time without notice or penalty and investments with maturities of three months or less.

ii. Receivables

Receivables are reported net of any allowance for uncollectible accounts. No such allowance has been established as all receivables are deemed collectable.

iii. Property Taxes

Property taxes are assessed in one year as a lien on the property, but not collected by governmental entities until the subsequent year. In accordance with generally accepted accounting principles, the assessed but uncollected property taxes have been recorded as a deferred inflow and a receivable.

iv. Payables and Accrued Liabilities

Payables and accrued liabilities are defined as obligations arising out of the current period that are anticipated to be liquidated with currently available financial resources.

v. Deferred Outflows/Inflows of Resources

In addition to assets, the statement of financial position will sometimes report a separate section for deferred outflows of resources. This separate financial statement element, *deferred outflows of resources*, represents a consumption of net position that applies to a future period(s) and so will not be recognized as an outflow of resources (expense/expenditure) until then. The District does not have any items that qualify for reporting in this category.

In addition to liabilities, the statement of financial position will sometimes report a separate section for deferred inflows of resources. This separate financial statement element, *deferred inflows of resources*, represent an acquisition of net position that applies to a future period and so will not be recognized as an inflow of resources (revenue) until that time. The District has one item that qualifies for reporting in this category. It is deferred property taxes. Taxes levied in the current year are not collectible until the following year and are considered receivable in the current year. Accordingly, deferred property taxes are recognized as an inflow of resources in the period that the amounts are available.

Three Springs Metropolitan District No. 1
Notes to the Financial Statements
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vi. Uses of Estimates

The preparation of financial statements in conformity with generally accepted accounting principles requires management to make estimates and assumptions that effect the reported amounts of assets and liabilities and disclosure of contingent assets and liabilities at the date of the financial statements and the reported amount of revenues and expense during the reporting period. Actual results could differ from those estimates.

II. Reconciliation of Government-wide and Fund Financial Statements

- a. The Balance Sheet/Statement of Net Position – Governmental Funds includes an adjustments column. The adjustments have the following elements:
 - i. Capital improvements used in government activities are not financial resources and, therefore are not reported in the funds; and
 - ii. Long-term liabilities such as bonds payable, developer advances, accrued developer advance interest and accrued bond interest payable are not due and payable in the current period and, therefore are not in the funds.

- b. The Statement of Revenues, Expenditures, and Changes in Fund Balances/Statement of Activities – Governmental Funds includes an adjustments column. The adjustments have the following elements:
 - i. Governmental funds report capital outlays as expenditures, however, in the statement of activities, the costs of those assets are held as construction in process pending transfer to other governmental entities;
 - ii. Governmental funds report interest expense on the modified accrual basis; however, interest expense is reported on the full accrual method in the Statement of Activities;
 - iii. Governmental funds report bond/note proceeds and developer advances as revenue, however, the bond/note proceeds and developer advances are an increase in long term liabilities in the statement of activities; and
 - iv. Governmental funds report long-term debt payments as expenditures; however, in the statement of activities, the payment of long-term debt is recorded as a decrease of long-term liabilities.

Three Springs Metropolitan District No. 1
Notes to the Financial Statements
December 31, 2020

III. Stewardship, Compliance, and Accountability

a. Budgetary Information

In the fall of each year, the District's Board of Directors formally adopts a budget with appropriations by fund for the ensuing year pursuant to the Colorado Local Budget Law. The budgets for the governmental funds are adopted on a basis consistent with generally accepted accounting principles ("GAAP").

As required by Colorado statutes, the District followed the following time table in approving and enacting a budget for the ensuing years:

- i.** For the 2020 budget year, prior to August 25, 2019, the County Assessor sent to the District the certified assessed valuation of all taxable property within the District's boundaries. The County Assessor may change the assessed valuation on or before December 10, only once by a single notification to the District.
- ii.** On or before October 15, 2019, the District accountant submitted to the District's Board of Directors a recommended budget which detailed the necessary property taxes needed along with other available revenues to meet the District's operating requirements.
- iii.** A public hearing on the proposed budget and capital program was held by the Board no later than 45 days prior to the close of the fiscal year.
- iv.** Prior to December 15, 2019, the District computed and certified to the Directors of Three Springs Metropolitan District No. 1 the rate of levy that derived the necessary property taxes as computed in the proposed 2020 budget.
- v.** For the 2020 budget, the final budget and appropriating resolution was adopted prior to December 31, 2019.

After adoption of the budget resolution, the District may make the following changes: 1) it may transfer appropriated monies between funds or between spending agencies within a fund, as determined by the original appropriation level; 2) supplemental appropriations to the extent of revenues in excess of the amounts estimated in the budget; 3) emergency appropriations; and 4) reduction of appropriations for which originally estimated revenues are insufficient.

Taxes levied in one year are collected in the succeeding year. Thus, taxes certified in 2019 will be collected in 2020. Taxes are due on January 1st in the year of collection; however, they may be paid in either one installment (no later than April 30th) or two equal installments (not later than February 28th and June 15th) without interest or penalty. Taxes which are not paid within the prescribed time bear interest at the rate of one percent (1%) per month until paid. Unpaid amounts and the accrued interest thereon become delinquent on June 15th.

Three Springs Metropolitan District No. 1
Notes to the Financial Statements
December 31, 2020

The level of control in the budget at which expenditures exceed appropriations is at the fund level. All appropriations lapse at year end. Encumbrance accounting, under which purchase orders, contracts, and other commitments for the expenditure of monies are recorded in order to reserve that portion of the applicable appropriation, is not employed by the District because it is at present considered not necessary to assure effective budgetary control or to facilitate effective cash planning and control.

For the year ended December 31, 2020, the District amended its General Fund budget from \$1,107,222 to \$1,115,000 for property tax transfers to Three Springs Metropolitan District No. 3 in excess of those anticipated. The District also amended its Debt Service Fund budget from \$0 to \$27,520,000 for the issuance of debt that had not been anticipated.

b. TABOR Amendment

In November 1992, Colorado voters amended Article X of the Colorado Constitution by adding section 20; commonly known as the Taxpayer's Bill of Rights ("TABOR"). TABOR contains revenue, spending, tax and debt limitations that apply to the State of Colorado and local governments. TABOR requires, with certain exceptions, advance voter approval of any new tax, tax rate increase, mill levy above that for the prior year, extension of any expiring tax, or tax policy changes directly causing a net tax revenue gain to any local government.

Except for refinancing bonded debt at a lower interest rate or adding new employees to existing pension plans, TABOR requires advance voter approval for creations of any multiple-fiscal year debt or other financial obligation unless adequate present cash reserves are pledged irrevocably and held for payments in all future fiscal years.

TABOR also requires local governments to establish an emergency reserve fund to be used for declared emergencies only. The reserve is calculated at 3% of fiscal year spending. Fiscal year spending excludes bonded debt service, expenditure of bond proceeds and enterprise spending. The District has reserved \$917, which is the approximate required reserve at December 31, 2020.

The District's management believes that it is in compliance with the financial provisions of TABOR. However, TABOR is complex and subject to interpretation. Many of its provisions, including the interpretation of how to compute fiscal year spending limits, will require judicial interpretation.

Three Springs Metropolitan District No. 1
Notes to the Financial Statements
December 31, 2020

IV. Detailed Notes on All Funds

a. Deposits and Investments

i. 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. The 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 Regulatory Commissions 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.

Cash at December 31, 2020 is:

Cash	\$ 12,517
Restricted Cash	13,806
	<u>\$ 26,323</u>

At December 31, 2020, the District's cash deposits are held in a checking account and had a carrying value of \$26,323 and a bank balance of \$26,323. Deposits up to \$250,000 are covered by Federal insurance and the balance is covered by marketable securities held by the bank.

ii. Investments

Investment Valuation

Certain investments are measured at fair value within the hierarchy established by generally accepted accounting principles. The hierarchy is based on the valuation inputs used to measure the fair value of the asset. Level 1 inputs are quoted prices in active markets for identical assets; Level 2 inputs are significant other observable inputs; Level 3 inputs are significant unobservable inputs.

As of December 31, 2020, the District did not have any investments.

Three Springs Metropolitan District No. 1
Notes to the Financial Statements
December 31, 2020

Colorado statutes specify investment instruments meeting defined rating and risk criteria in which local governments, and entities such as the District, may invest which include:

1. Obligations of the United States and certain U.S. government agency securities
2. Certain international agency securities
3. General obligation and revenue bonds of U.S. local government entities
4. Banker's acceptances of certain banks
5. Commercial paper
6. Written repurchase agreements collateralized by certain authorized securities
7. Certain money market mutual funds
8. Guaranteed investment contracts
9. Local government investment pools

Colorado revised statutes limit investment maturities to five years or less unless formally approved by the Board of Directors.

IV. Long-term Debt

Property Tax Supported Revenue Bonds

The District was organized in conjunction with two other metropolitan districts, Three Springs Metropolitan District Nos. 2 & 3. At the organizational elections for the three districts each District received approval to issue revenue or general obligation indebtedness, including bonds and other multiple-fiscal year financial obligations such as intergovernmental agreements and acquisition, reimbursement and funding agreements, in the amounts of \$38,000,000. The Service Plans of the Districts limit the aggregate debt of the Districts for funding of capital costs of improvements to \$38,000,000, unless approved in writing by the City Manager of the City of Durango. As of December 31, 2020, the District had remaining voted debt authorization of approximately \$1,080,705.

On December 11, 2020, the District issued Limited Tax (Convertible to Unlimited Tax) General Obligation Refunding Bonds Series 2020A in the amount of \$19,000,000. The Series 2020A Bonds were issued for the purpose of refunding the Property Tax Supported Revenue Bonds Series 2010 and other debt held by District No. 3. These bonds bear interest at 2.83% thru 2035 then resets to the greater of the Refix Base Rate as defined in the Indenture, and 3.00%, which is estimated to be 5.25%, for the duration of the bonds, payable semiannually on June 1 and December 1, commencing June 1, 2021, and fully mature on December 1, 2050. Under the bond agreement, property taxes and specific ownership taxes collected by the District are allocated to pay the required annual debt service. Payments in lieu of taxes from other properties within District No. 3 are also allocated to pay debt.

Three Springs Metropolitan District No. 1
Notes to the Financial Statements
December 31, 2020

The Series 2020A Bonds shall be Limited Mill Levy Debt until the date the Debt to Assessed Ratio is 50% or less, on which date the Series 2020A Bonds shall convert to Unlimited Mill Levy Debt. While the Series 2020A Bonds are considered Limited Mill Levy Debt, the District can only impose a mill levy of 50 mills less the operating mill levy, which may be adjusted for changes in state law.

The following is a summary of annual and long-term debt principal and interest requirements for the Series 2020A bonds:

	Principal	Interest	Total
2021	\$ 300,000	\$ 522,764	\$ 822,764
2022	325,000	529,210	854,210
2023	325,000	520,013	845,013
2024	350,000	510,815	860,815
2025	375,000	500,910	875,910
2026-2030	2,250,000	2,331,213	4,581,213
2031-2035	2,875,000	1,977,463	4,852,463
2036-2040	3,175,000	2,887,500	6,062,500
2041-2045	3,875,000	1,975,313	5,850,313
2046-2050	5,150,000	842,623	5,992,623
	\$ 19,000,000	\$ 12,597,824	\$ 31,597,824

On December 22, 2020, the District issued the Subordinate Limited Tax General Obligation Refunding Bonds Series 2020B in the amount of \$6,750,000. The Series 2020B Subordinate Bonds were issued for the purpose of refunding debt held by District No. 3. These bonds bear interest at 7.125%, payable annually on December 15, commencing December 15, 2021, and fully mature on December 15, 2050. Under the bond agreement, principal and interest on the Series 2020B Subordinate Bonds are payable solely from and to the extent of subordinate pledged revenue. Subordinate pledged revenue is the excess of property taxes, specific ownership taxes and payments in lieu of taxes collected by District No. 3 that exceed annual debt service requirements of the Series 2020A bonds.

Due to the cash flow nature of Subordinate Limited Tax General Obligation Refunding Bonds Series 2020B, a schedule of principal and interest requirements cannot be presented.

**Three Springs Metropolitan District No. 1
Notes to the Financial Statements
December 31, 2020**

The following is an analysis of changes in long-term debt for the period ending December 31, 2020.

	Balance January 1, 2020	Additions	Deletions	Balance December 31, 2020	Current Portion
Bonds, Series 2020A	\$ -	\$ 19,000,000	\$ -	\$ 19,000,000	\$ 300,000
Bonds, Series 2020B	-	6,750,000		6,750,000	-
	<u>\$ -</u>	<u>\$ 25,750,000</u>	<u>\$ -</u>	<u>\$ 25,750,000</u>	<u>\$ 300,000</u>

Other Information

a. Colorado Special Districts Property and Liability Pool

The District is exposed to various risks and loss related to torts, thefts of, damage to, or destruction of assets; errors or omissions; or injuries to employees. The District is insured for such risks as a member of the Colorado Special Districts Property and Liability Pool ("Pool"). The Pool is an organization created by intergovernmental agreement to provide property and general liability, automobile physical damage and liability, public officials liability and boiler and machinery coverage to its members. The Pool provides coverage for property claims up to the values declared and liability coverage for claims up to \$1,000,000. Settled claims have not exceeded this coverage in any of the past three fiscal years.

The District pays annual premiums to the Pools for liability, property and public official's 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 Pool members. Any excess funds which the Pool determines are not needed for the purpose of the Pool may be returned to the members pursuant to a distribution formula.

b. Intergovernmental Agreement

The District is a party to an intergovernmental agreement with Three Springs Metropolitan District #3 (District #3). Under this agreement, property tax revenues collected by the District are pledged to assist in the operations and debt service for District #3. During the year ended December 31, 2020, the District collected \$1,078,320 for District #3 of which \$84,526 was designated for operations and \$993,794 was designated for debt service.

**Three Springs Metropolitan District No. 1
Notes to the Financial Statements
December 31, 2020**

The intergovernmental agreement was amended December 9, 2020 with the issuance of the District's Series 2020A bonds and the Series 2020B Subordinate bonds. Under the amended agreement, property tax revenues previously pledged to debt service for District #3 will be retained by the District to service its own debt. The pledge to District #3 for operations still remains. Payment in lieu of taxes collected by District No. 3 are pledged to the District for debt service.

Three Springs Metropolitan District No. 1
Statement of Revenues, Expenditures and
Changes in Fund Balances - Budget and Actual -
Debt Service fund
For the year ended December 31, 2020

	Original Budget	Amended Budget	Actual	Variance Favorable (Unfavorable)
Revenues				
Specific ownership taxes	-	8,701	8,701	-
Total revenues	-	8,701	8,701	-
Expenditures				
General government				
Bank fees	-	250	250	-
Trustee fees	-	11,443	11,443	-
Bond issuance and underwriting expense	-	698,833	698,833	-
Total expenditures	-	710,526	710,526	-
Excess (deficiency) of revenues over expenditures	-	(701,825)	(701,825)	-
Other financing sources and (uses)				
Bond proceeds-Series 2020A	-	19,000,000	19,000,000	-
Bond proceeds-Series 2020B	-	6,750,000	6,750,000	-
Interfund transfer-Debt service cash	-	5,793	5,793	-
Transfer from District No 3 - Series 2010 trust funds	-	1,706,193	1,706,193	-
Transfer from District No 3 - cost of issuance allocation	-	76,581	76,581	-
Transfer to District No 3-operating reimbursement	-	(45,000)	(45,000)	-
Transfer to District No 3-debt retirement	-	(26,764,474)	(26,763,442)	1,032
Total other financing sources and (uses)	-	729,093	730,125	1,032
Excess (deficiency) of revenues and other sources over expenditures and other financing uses	-	27,268	28,300	1,032
Fund balance - beginning of year	-	-	-	-
Fund balance - December 31, 2020	\$ -	\$ 27,268	\$ 28,300	\$ 1,032