

**ANNUAL REPORT FOR CALENDAR YEAR 2021  
THREE SPRINGS METROPOLITAN DISTRICT NO. 4**

TO: The City Clerk  
City of Durango  
State of Colorado

The following information and documents (attached as exhibits) are provided for the above-referenced calendar year pursuant to Section XI of the Service Plan of the Three Springs Metropolitan District No. 4 (the “District”) approved by the City Council of the City of Durango and filed with the District Court and City Clerk:

**1. Budget.**

Attached as **Exhibit A** are the 2021 and 2022 fiscal year budgets.

**2. Construction Schedules and Capital Improvement Programs for Current Fiscal Year.**

None. All construction work is performed by Three Springs Metropolitan District No. 3 (“District No. 3”).

**3. Audited Financial Statements.**

Attached as **Exhibit B** is a copy of the District’s audited financial statements and independent auditor’s report for fiscal year 2021.

**4. Total Debt Authorized and Remaining Debt Authorized and Intended to be Issued.**

The District has debt authorized by voters in the total amount of \$3,250,000 for capital improvements within the District and additional authorization to support debt service incurred for funding capital improvements in Three Springs Metropolitan District No. 1. The authorization date for the debt is May 3, 2016. On December 11, 2020, the District incurred debt in the principal amount of up to \$3,600,000 in the form of its Limited Tax (Convertible to Unlimited Tax) General Obligation Refunding Bonds, Series 2020A (the “Series 2020 Bonds”). As of December 31, 2021, the principal balance drawn on the Series 2020 Bonds was \$1,896,349. The District has no remaining debt authorization for capital improvements within the District. The District does not intend to authorize additional debt at the present.

**5. Name and Address/Telephone Number of District's Contact Person and Names and Terms of Members of Board of Directors and its Officers.**

Attached as **Exhibit C** is the contact information requested and the terms of the members of the Board of Directors, as of the date of this report.

**6. Bylaws, Rules and Regulations of the District Regarding Bidding, Conflict of Interest, Contracting and Other Government Matters.**

The District's bylaws were filed with the 2016 Annual Report. The District's amended and restated bylaws were filed with the District's 2020 Annual Report. Attached as **Exhibit D** are the current conflict of interest disclosures for all directors.

**7. Intergovernmental Agreements.**

- Intergovernmental Agreement for Colorado Special Districts Property and Liability Pool dated May 31, 2006 regarding rights and obligations of membership in insurance pool. Term: Until terminated.
- On February 7, 2019, District No. 3 and the District entered into the Inter-District Financing Agreement (for District No. 4) which was filed with the District's 2019 Annual Report. The Inter-District Financing Agreement provides for the financing, construction, completion and operation of all public improvements necessary for development within the District by District No. 3 in exchange for which the District has agreed to pay all financing costs related to such services from the District's property tax levies, rates, fees and charges. On December 9, 2020, the District and District No. 3 entered into the First Amendment of the Inter-District Financing Agreement, which First Amendment was included in the District's 2020 Annual Report.

**8. Official Statements of Outstanding Bonded Indebtedness if not Already Received by the City.**

A copy of the Official Statement for the District's Series 2020 Bonds was filed with the 2020 Annual Report.

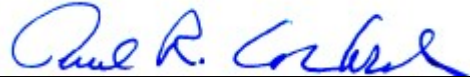
**9. The Service Plan.**

The Service Plan was filed with the 2016 Annual Report. In order to comply with Section VIII.A of the Service Plan requiring uniform mill levies within Three Springs Metropolitan District Nos. 1, 2 and 4, the District imposed a 50-mill tax levy (for operating purposes) commencing in fiscal year 2017. On November 5, 2020, the City

Council adopted Resolution R-2020-44 amending the Service Plan as more fully set forth in the Resolution

Respectfully submitted this 27<sup>th</sup> day of July, 2022.

COCKREL ELA GLESNE GREHER &  
RUHLAND, A Professional Corporation

By:   
Paul R. Cockrel  
Attorney for Three Springs  
Metropolitan District No. 4

cc: Board of Directors, Three Springs Metropolitan District No. 4  
Colorado Division of Local Government  
Colorado State Auditor

## **EXHIBIT A**

### **2021 AND 2022 FISCAL YEAR BUDGETS**

[See Attached]

Three Springs Metropolitan Districts No. 1, No. 2, No. 3 & No. 4

# **Final Budget**

**For the Year Ending December 31, 2021**

**Approved**

**December 9, 2020**

# Three Springs Metropolitan Districts No. 1, No. 2, No. 3 and No. 4

## Final Budgets

For the Year Ending December 31, 2021

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## **Three Springs Metropolitan Districts No. 1, No. 2, No. 3 and No. 4**

### **Final Budgets**

**For the Year Ending December 31, 2021**

### **Budget Message**

#### **Purposes of the Districts**

Three Springs Metropolitan Districts No.1, No. 2, No. 3 & No. 4 were organized to provide certain parks, recreation, and drainage facilities for the mixed uses development project known as “Three Springs”, consisting of 681 acres of land in Durango, Colorado. Three Springs Metropolitan District No. 1 contains all property within Village I of the development (except the regional hospital, acute treatment center and medical office building). Three Springs Metropolitan District No. 2 contains all property within Village II of the development. As the management and control district, Three Springs Metropolitan District No. 3 is responsible for managing, implementing and coordinating the financing, acquisition, construction, and/or operation of certain infrastructure and services throughout the Development, including parks recreation and related drainage facilities. Three Springs Metropolitan District No. 4 contains all property within Three Springs Crossing of the development.

The developer, GRVP, LLC, has advanced funds to District No. 3 necessary to fund the costs of acquisition, construction and/or improvements. District No. 3 issued bonds in 2010 to partially reimburse the developer for these advances. District No. 1 issued bonds in 2020 to refinance the 2010 bonds and to make reimbursement to GRVP, LLC for capital improvements. District No. 4 issued bonds in 2020 to fund capital improvements. District No. 1 and District No. 4 pay part of their tax collections over to District 3 to fund operational expenses and retain the remainder for debt service on the new bonds. District No. 2 pays all of its tax collections to District No. 3 to fund operations. Operations include administration, operation and maintenance of improvements which are not transferred to the City of Durango.

The Districts have in place agreements among the Districts and with the developer, GRVP, LLC that govern responsibilities and obligations for operations and construction of improvements.

### **Summary of Significant Assumptions**

#### **Property Taxes**

The primary source of revenue for Districts No. 1, No. 2 and No. 4 are property taxes. The adopted mill levy for District No. 1 is 53.273 and is allocated 5.000 mills for operations and 48.273 mills for debt service. Mill levies for Districts No.2 and No. 4 are 50 mills. The District

No. 2 mill levy is allocated 100% for operations. The District No. 4 mill levy will be allocated 5 mills for operations and 45 mills for debt service. District No. 3 does not levy any property taxes.

### **Specific Ownership Taxes**

This revenue is based on a sharing of the collection of vehicle ownership taxes pooled by La Plata County.

### **Medical Office Building Fees**

This fee is based upon an agreement with the Medical Office Building (MOB) on the campus of the Mercy Regional Medical Center. Due to the fact that the MOB is located within the service area of District No. 1 (but not included within District No. 1), District Nos. 1 and 3 have entered into an agreement to bill the MOB for the various services that they are provided. The amount of the revenue is established by contract.

### **Administrative Expenditures**

Administrative expenditures have been assumed, generally, to be at the same level of required services.

### **Capital Outlay**

During the entire scope of the development the capital outlay expenditures planned by the Districts include certain parks and related improvements, trail construction, drainage improvements and other items outlined in the Service Plans. These expenditures are budgeted in the capital projects fund of District No. 3.

### **Debt Service**

District No. 3 issued \$16.9 million of debt in 2010. This debt was refunded in December 2020 with debt issued by District No. 1. The debt service funds of District No. 1 and District No. 4 reflect principal and interest payments on their respective debt.

### **Emergency Reserve**

The Districts have provided for emergency reserves equal to at least 3% of fiscal year spending for 2021, as defined under TABOR, which are part of the general fund ending fund balances for each respective District.

### **Leases**

District No 3 entered into a lease agreement with GRVP, LLC on the 7<sup>th</sup> day of February, 2017 for a property to be used for a public park.

### **Budget Modifications**

Appropriations for the budget are adopted on a total fund basis. The Board of Directors may transfer any unencumbered appropriation balance or a portion thereof from one classification or expenditure to another within a fund. The budgets are adopted on the modified accrual basis of accounting. Appropriations lapse at the end of the year.

THREE SPRINGS METROPOLITAN DISTRICT NO. 4  
REVENUES, EXPENDITURES AND CHANGES IN FUND BALANCE BUDGET  
Budget 2021  
GENERAL FUND

				2020				Projected Budget 2021
	Unaudited 2017	Unaudited 2018	Unaudited 2019	Budget	August YTD	Over (Under) Budget	Estimated Totals for 2020	
Beginning Fund Balance	\$ -	\$ -	\$ 2,186	\$ 44	45	\$ 1	\$ 45	\$ 36
Revenues and Other Sources								
Property taxes								
Operations	5,366	49,478	49,468	39,353	39,353	(0)	39,353	9,410
Specific ownership taxes	533	4,970	5,352	3,148	2,675	(473)	3,148	-
Total Revenues and Other Sources	5,899	54,447	57,007	42,545	42,072	(472)	42,546	9,446
Expenditures and Other Uses								
Transfers to District No. 3								
Operations	5,899	50,777	55,478	41,329	40,847	(481)	41,329	9,127
Treasurers fees	-	1,484	1,484	1,181	1,181	(0)	1,181	282
Total Expenditures and Other Uses	5,899	52,262	56,962	42,510	42,027	(482)	42,510	9,410
Ending Fund Balance	-	\$ 2,186	\$ 45	\$ 35	\$ 45	\$ 10	\$ 36	\$ 36

THREE SPRINGS METROPOLITAN DISTRICT NO. 4  
REVENUES, EXPENDITURES AND CHANGES IN FUND BALANCE  
Budget 2021  
DEBT SERVICE FUND

				2020				Projected Budget 2021
	Audited 2017	Audited 2018	Audited 2019	Budget	August YTD	Over (Under) Budget	Estimated Totals for 2020	
Beginning Fund Balance	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -
Taxes								
Property taxes	-	-	-	-	-	-	-	84,686
Specific ownership taxes	-	-	-	-	-	-	-	7,528
Medical office building fees	-	-	-	-	-	-	-	92,214
Bond transactions								
Bond proceeds	-	-	-	-	-	-	1,100,000	-
Total sources-2020 bond transactions	-	-	-	-	-	-	1,100,000	-
Total Revenues and Other Sources	-	-	-	-	-	-	1,100,000	92,214
Expenditures and Other Uses								
Bond transactions								
Transfer to District 3	-	-	-	-	-	-	793,500	-
Transfer to District 3-COI Reimbursement							45,000	
Cost of issuance	-	-	-	-	-	-	261,500	-
Total uses-2020 bond transaction	-	-	-	-	-	-	1,100,000	-
Debt Service								
2020 Bond interest-Senior	-	-	-	-	-	-	-	55,823
Treasurer fees	-	-	-	-	-	-	-	2,541
Total Expenditures and Other Uses	-	-	-	-	-	-	1,100,000	58,364
Ending Fund Balance	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ 33,850

Three Springs Metropolitan Districts No. 1, No. 2, No. 3 & No. 4

# **Final Budget**

**For the Year Ending December 31, 2022**

**Approved**

**December 8, 2021**

# Three Springs Metropolitan Districts No. 1, No. 2, No. 3 and No. 4

## Final Budgets

For the Year Ending December 31, 2022

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## Three Springs Metropolitan Districts No. 1, No. 2, No. 3 and No. 4

### Final Budgets

For the Year Ending December 31, 2022

### Budget Message

#### Purposes of the Districts

Three Springs Metropolitan Districts No. 1, No. 2, No. 3 & No. 4 were organized to provide certain parks, recreation, and drainage facilities for the mixed uses development project known as "Three Springs", consisting of 681 acres of land in Durango, Colorado. Three Springs Metropolitan District No. 1 contains all property within Village I of the development (except the regional hospital, acute treatment center and medical office building). Three Springs Metropolitan District No. 2 contains all property within Village II of the development. As the management and control district, Three Springs Metropolitan District No. 3 is responsible for managing, implementing and coordinating the financing, acquisition, construction, and/or operation of certain infrastructure and services throughout the Development, including parks recreation and related drainage facilities. Three Springs Metropolitan District No. 4 contains all property within Three Springs Crossing of the development.

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### Summary of Significant Assumptions

#### Property Taxes

The primary source of revenue for Districts No. 1, No. 2 and No. 4 are property taxes. The adopted mill levy for District No. 1 is 53.482 and is allocated 5.348 mills for operations and 48.134 mills for debt service. Mill levies for Districts No. 2 and No. 4 are 50 mills. The District No. 2 mill levy is allocated 100% for operations. The District No. 4 mill levy will be allocated 5

mills for operations and 45 mills for debt service. District No. 3 does not levy any property taxes.

### **Specific Ownership Taxes**

This revenue is based on a sharing of the collection of vehicle ownership taxes pooled by La Plata County.

### **Medical Office Building Fees**

This fee is based upon an agreement with the Medical Office Building (MOB) on the campus of the Mercy Regional Medical Center. Due to the fact that the MOB is located within the service area of District No. 1 (but not included within District No. 1), District Nos. 1 and 3 have entered into an agreement to bill the MOB for the various services that they are provided. The amount of the revenue is established by contract.

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### **Budget Modifications**

Appropriations for the budget are adopted on a total fund basis. The Board of Directors may transfer any unencumbered appropriation balance or a portion thereof from one classification or expenditure to another within a fund. The budgets are adopted on the modified accrual basis of accounting. Appropriations lapse at the end of the year.

THREE SPRINGS METROPOLITAN DISTRICT NO. 4  
REVENUES, EXPENDITURES AND CHANGES IN FUND BALANCE BUDGET  
Budget 2022  
GENERAL FUND

	Unaudited 2017	Unaudited 2018	Unaudited 2019	Audited 2020	2021				Budget 2022
					Budget	July YTD	Over (Under) Budget	Estimated Totals for 2021	
Beginning Fund Balance	\$ -	\$ -	\$ 2,186	\$ 45	\$ 36	45	\$ 9	\$ 45	\$ 8
Revenues and Other Sources									
Property taxes									
Operations	5,366	49,478	49,468	39,353	9,410	9,410	-	9,410	14,253
Specific ownership taxes	533	4,970	5,352	3,752	-	-	-	-	-
Total Revenues and Other Sources	5,899	54,447	57,007	43,149	9,445	9,454	10	9,454	14,262
Expenditures and Other Uses									
Transfers to District No. 3									
Operations	5,899	50,777	55,478	41,924	9,410	9,127	(282)	9,163	13,821
Treasurers fees	-	1,484	1,484	1,181	36	283	247	283	428
Total Expenditures and Other Uses	5,899	52,262	56,962	43,104	9,445	9,410	(35)	9,446	14,249
Ending Fund Balance	-	\$ 2,186	\$ 45	\$ 45	\$ -	\$ 45	\$ 45	\$ 8	\$ 13
							Tabor reqmt	8	\$ 13

THREE SPRINGS METROPOLITAN DISTRICT NO. 4  
REVENUES, EXPENDITURES AND CHANGES IN FUND BALANCE  
Budget 2022  
DEBT SERVICE FUND

					2021				Budget 2022
	Audited 2017	Audited 2018	Audited 2019	Audited 2020	Budget	October YTD	Over (Under) Budget	Estimated Totals for 2021	
Beginning Fund Balance	\$ -	\$ -	\$ -	\$ -	\$ -	\$ 5,330	\$ 5,330	\$ 5,330	\$ 4,488
Taxes									
Property taxes	-	-	-	-	84,686	84,686	(0)	84,686	128,278
Specific ownership taxes	-	-	-	330	7,528	8,351	823	10,021	14,253
Interest income	-	-	-	-	-	1	1	1	5
Bond transactions									
Bond proceeds	-	-	-	1,763,052	-	133,297	-	133,297	-
Total sources-2020 bond transactions	-	-	-	1,763,052	92,214	231,665	6,154	233,335	147,024
Total Revenues and Other Sources	-	-	-	1,763,381	92,214	231,665	6,154	233,335	147,024
Expenditures and Other Uses									
Debt Service									
2020 Bond interest-Senior	-	-	-	-	55,823	24,190	(31,633)	50,988	53,957
Treasurer fees	-	-	-	-	2,541	-	(2,541)	2,541	3,848
Bond Paying Agent Fees	-	-	-	5,500	-	-	-	-	-
Total general government	-	-	-	5,500	58,364	24,190	(34,174)	53,529	57,805
Bond transactions									
Transfer to District 3-2013 Junior Revenue Note	-	-	-	1,456,552	-	-	-	-	-
Transfer to District 3-COI Reimbursement	-	-	-	45,000	-	-	-	-	-
Transfer to Developer-2013 Junior Revenue Note	-	-	-	-	-	-	-	175,318	84,219
Cost of issuance	-	-	-	251,000	-	-	-	-	-
Total uses-2020 bond transaction	-	-	-	1,752,552	-	-	-	175,318	84,219
Total Expenditures and Other Uses	-	-	-	1,758,052	58,364	24,190	(34,174)	228,847	142,024
Ending Fund Balance	\$ -	\$ -	\$ -	\$ 5,330	\$ 33,850	\$ 207,475	\$ 173,625	\$ 4,488	\$ 5,000

**EXHIBIT B**

**AUDITED FINANCIAL STATEMENTS**

[See Attached]

**Three Springs Metropolitan District No. 4  
Durango, Colorado  
Financial Statements  
December 31, 2021**

**Three Springs Metropolitan District No. 4  
Financial Statements  
December 31, 2021**

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Independent Auditors' Report

Board of Directors  
Three Springs Metropolitan District No. 4  
Durango, Colorado

**Opinions**

We have audited the accompanying financial statements of the governmental activities and each major fund, of the Three Springs Metropolitan District No. 4 (the "District") as of and for the year ended December 31, 2021, and the related notes to the financial statements, which collectively comprise the District's basic financial statements as listed in the table of contents.

In our opinion, the accompanying financial statements referred to above present fairly, in all material respects, the respective financial position of the governmental activities and each major fund of Three Springs Metropolitan District No. 4 as of December 31, 2021, 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.

**Basis for Opinions**

We conducted our audit in accordance with auditing standards generally accepted in the United States of America ("GAAS"). Our responsibilities under those standards are further described in the Auditor's Responsibilities for the Audit of the Financial Statements section of our report. We are required to be independent of District, and to meet our other ethical responsibilities, in accordance with the relevant ethical requirements relating to our audit. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion.

**Responsibilities of Management for the Financial Statements**

Management is responsible for the preparation and fair presentation of the financial statements in accordance with accounting principles generally accepted in the United States of America, and for 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.

In preparing the financial statements, management is required to evaluate whether there are conditions or events, considered in the aggregate, that raise substantial doubt about the District's ability to continue as a going concern for twelve months beyond the financial statement date, including any currently known information that may raise substantial doubt shortly thereafter.

## **Auditor's Responsibilities for the Audit of the Financial Statements**

Our objectives are to obtain reasonable assurance about whether the financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinions. Reasonable assurance is a high level of assurance but is not absolute assurance and therefore is not a guarantee that an audit conducted in accordance with GAAS will always detect a material misstatement when it exists. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control. Misstatements are considered material if there is a substantial likelihood that, individually or in the aggregate, they would influence the judgment made by a reasonable user based on the financial statements.

In performing an audit in accordance with GAAS, we:

- Exercise professional judgment and maintain professional skepticism throughout the audit.
- Identify and assess the risks of material misstatement of the financial statements, whether due to fraud or error, and design and perform audit procedures responsive to those risks. Such procedures include examining, on a test basis, evidence regarding the amounts and disclosures in the financial statements.
- Obtain an understanding of internal control relevant to the audit 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, no such opinion is expressed.
- Evaluate the appropriateness of accounting policies used and the reasonableness of significant accounting estimates made by management, as well as evaluate the overall presentation of the financial statements.
- Conclude whether, in our judgment, there are conditions or events, considered in the aggregate, that raise substantial doubt about the District's ability to continue as a going concern for a reasonable period of time.

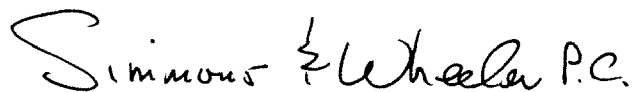
We are required to communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit, significant audit findings, and certain internal control-related matters that we identified during the audit.

## **Other Matters**

Management has omitted the management's discussion and analysis that accounting principles generally accepted in the United States 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.

### **Supplementary Information**

Our audit was conducted for the purpose of forming an opinion on the financial statements that collectively comprise the District's financial statements as a whole. The supplementary information listed in the accompanying table of contents are presented for purposes of additional analysis and are not a required part of the basic financial statements. The supplementary information **is** the responsibility of management and were derived from and relate directly to the underlying accounting and other records used to prepare the financial statements. The supplementary 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 financial statements or to the financial statements themselves, and other additional procedures in accordance with auditing standards generally accepted in the United States of America. In our opinion, the budgetary schedules are fairly stated in all material respects in relation to the financial statements as a whole.

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

Englewood, CO  
June 27, 2022

# Three Springs Metropolitan District No. 4

Management's Discussion and Analysis  
December 31, 2021

As management of the Three Springs Metropolitan District No. 4 (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, 2021.

## 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, all collections were transferred to Three Springs Metropolitan District No. 3 to fund the operations and maintenance of land and infrastructure within its boundaries. In December 2020, the District issued its own debt which requires that collections designated for debt service are 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.

**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.

## Overview of the Financial Statements (continued)

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/net position 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 11 through 22 of this report.

### Supplementary Information

Supplementary information is contained on page 23 and provides additional insight into how the District's actual operations compared to the budgeted operations.

**Budgetary Information.** Budgetary information is included on page 10 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 2020 are payable by property owners in 2021.

The following tables show the District's condensed Statement of Net Position and Condensed Statement of Activities for 2021 with comparative numbers for 2020.

### Three Springs Metropolitan District No. 4 - Net Position

	<u>2021</u>	<u>2020</u>
<b>Assets</b>		
Cash and investments	\$ 48,791	\$ 5,763
Other current assets	142,531	94,096
<b>Total assets</b>	<u>\$ 191,322</u>	<u>\$ 99,859</u>
<b>Liabilities</b>		
Due to Three Springs Metropolitan District No. 3	\$ -	\$ 388
Bond interest payable	4,805	-
Bonds payable-2020A Bonds	1,896,349	1,763,052
<b>Total liabilities</b>	<u>1,901,154</u>	<u>1,763,440</u>
<b>Deferred inflows of resources</b>		
Deferred property taxes	142,531	94,096
<b>Total deferred inflows of resources</b>	<u>142,531</u>	<u>94,096</u>
<b>Net position</b>		
Restricted for emergencies	8	35
Restricted for debt service	43,941	5,330
Unrestricted	(1,896,312)	(1,763,042)
<b>Total net position</b>	<u>\$ (1,852,364)</u>	<u>\$ (1,757,677)</u>

## Overview of the Financial Statements (continued)

### Three Springs Metropolitan District No. 4 Change in Net Position

	<u>2021</u>	<u>2020</u>
<b>Revenues:</b>		
General revenues		
Interest income	\$ 3	\$ -
Property and specific ownership tax revenues	104,172	43,435
Transfer from District No 3 - cost of issuance allocation	<u>-</u>	<u>10,706</u>
<b>Total revenues</b>	<u>104,175</u>	<u>54,141</u>
<b>Expenses:</b>		
General government	283	6,681
Bond interest expense	56,154	-
Bond issuance and underwriting expense	-	261,706
Transfer to District No 3-property taxes	9,127	41,924
Transfer to District No 3-operating reimbursement	-	45,000
Transfer to District No 3-debt retirement	<u>133,297</u>	<u>1,456,552</u>
<b>Total expenses</b>	<u>198,861</u>	<u>1,811,863</u>
<b>Change in net position</b>	(94,686)	(1,757,722)
<b>Net position - beginning</b>	<u>(1,757,677)</u>	<u>45</u>
<b>Net position - ending</b>	<u>\$ (1,852,363)</u>	<u>\$ (1,757,677)</u>

The District's overall financial position, as measured by net position, decreased by \$94,686 from 2020. In December 2020, the District issued the Limited Tax (Convertible to Unlimited Tax) General Obligation Refunding Bonds Series 2020A with an authorized principal amount of \$3,600,000. As of December 31, 2021, the District had drawn \$1,896,349 of the total authorized amount compared to \$1,763,052 at December 31, 2020. The difference of \$133,297 was transferred to District No. 3 to be used to refund their debt during 2021. 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, unassigned 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 \$43,416 from the prior year. This was a result of pledged revenues in excess of debt interest expense.

## **Overview of the Financial Statements (continued)**

**Budget Variances.** There were unanticipated debt service activities requiring budget amendments during 2021.

### **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. 4, 65 Mercado Street, Suite 250, Durango, CO 81301, pmorrissey@sugf.com.

**Three Springs Metropolitan District No. 4**  
**Balance Sheet/Statement of Net Position**  
**December 31, 2021**

	General	Debt Service	Total	Adjustments	Statement of Net Position
<b>Asset</b>					
Current assets					
Cash and investments	\$ 45	\$ 47,884	\$ 47,929	\$ -	\$ 47,929
Cash with county treasurer	-	862	862	-	862
Property taxes receivable	14,253	128,278	142,531	-	142,531
<b>Total assets</b>	<u>\$ 14,298</u>	<u>\$ 177,024</u>	<u>\$ 191,322</u>	<u>\$ -</u>	<u>\$ 191,322</u>
<b>Liabilities</b>					
Other long-term liabilities					
Bond interest payable	\$ -	\$ -	\$ -	\$ 4,805	\$ 4,805
Bonds payable-2020A Bonds	-	-	-	1,896,349	1,896,349
<b>Total liabilities</b>	<u>-</u>	<u>-</u>	<u>-</u>	<u>1,901,154</u>	<u>1,901,154</u>
<b>Deferred inflows of resources</b>					
Deferred revenue-property taxes	14,253	128,278	142,531	-	142,531
Total deferred inflows of resources	<u>14,253</u>	<u>128,278</u>	<u>142,531</u>	<u>-</u>	<u>142,531</u>
<b>Total liabilities and deferred inflows of resources</b>	<u>14,253</u>	<u>128,278</u>	<u>142,531</u>	<u>1,901,154</u>	<u>2,043,685</u>
<b>Fund balance/net position</b>					
Reserved for					
Emergencies	8	-	8	(8)	-
Debt service	-	48,746	48,746	(48,746)	-
Unassigned					
General fund	37	-	37	(37)	-
<b>Total fund balances</b>	<u>45</u>	<u>48,746</u>	<u>48,791</u>	<u>(48,791)</u>	<u>-</u>
<b>Total liabilities and fund balance</b>	<u>\$ 14,298</u>	<u>\$ 177,024</u>	<u>\$ 191,322</u>		
<b>Net position</b>					
Restricted for					
Emergencies				8	8
Debt service				48,746	48,746
Unrestricted				(1,901,117)	(1,901,117)
<b>Total net position</b>				<u>\$ (1,852,362)</u>	<u>\$ (1,852,363)</u>

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

**Three Springs Metropolitan District No. 4**  
**Statement of Governmental Fund Revenues, Expenditures and**  
**Changes in Fund Balances/Statement of Activities**  
**For the year ended December 31, 2021**

	General	Debt Service	Total	Adjustments	Statement of Activities
<b>Expenditures/expenses</b>					
General government:					
Treasurer Fees	\$ 283	\$ -	\$ 283	\$ -	\$ 283
Debt service					
Series 2020 bond interest	-	51,349	51,349	4,805	56,154
Transfer to District No 3	9,127	-	9,127	-	9,127
<b>Total expenditures/expenses</b>	<u>9,410</u>	<u>51,349</u>	<u>60,759</u>	<u>4,805</u>	<u>65,564</u>
<b>General revenues</b>					
Interest income	-	3	3	-	3
Current Tax assesment revenue	9,410	84,686	94,096	-	94,096
Specific Ownership tax revenue	-	10,076	10,076	-	10,076
<b>Total general revenues</b>	<u>9,410</u>	<u>94,765</u>	<u>104,175</u>	<u>-</u>	<u>104,175</u>
<b>Excess (deficiency) of revenues over expenditures</b>	-	43,416	43,416	(4,805)	38,611
<b>Other financing sources (uses)</b>					
Bond proceeds	-	133,297	133,297	(133,297)	-
Transfer to District No 3-debt retirement	-	(133,297)	(133,297)	-	(133,297)
<b>Total other financing sources (uses)</b>	<u>-</u>	<u>-</u>	<u>-</u>	<u>(133,297)</u>	<u>(133,297)</u>
<b>Excess (deficiency) of revenues and other financing sources over expenditures and other financing (uses)</b>	-	43,416	43,416	(43,416)	-
<b>Change in net position</b>				(94,686)	(94,686)
<b>Fund balance/net position - beginning of year</b>	<u>45</u>	<u>5,330</u>	<u>5,375</u>	<u>(1,763,052)</u>	<u>(1,757,677)</u>
<b>Fund balance/net position - December 31, 2021</b>	<u>\$ 45</u>	<u>\$ 48,746</u>	<u>\$ 48,791</u>	<u>\$ (1,901,154)</u>	<u>\$ (1,852,363)</u>

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

**Three Springs Metropolitan District No. 4**  
**Statement of Revenues, Expenditures and**  
**Changes in Fund Balances - Budget and Actual -**  
**General Fund**  
**For the year ended December 31, 2021**

	Original Budget	Actual	Variance Favorable (Unfavorable)
<b>Revenues</b>			
Property taxes	\$ 9,410	\$ 9,410	\$ -
Total revenues	<u>9,410</u>	<u>9,410</u>	<u>-</u>
<b>Expenditures</b>			
General government			
Treasurers fees	283	283	-
Transfer to Three Springs Metropolitan District No 3	<u>9,127</u>	<u>9,127</u>	<u>-</u>
Total expenditures	<u>9,410</u>	<u>9,410</u>	<u>-</u>
<b>Excess (deficiency) of revenues over expenditures</b>	-	-	-
<b>Fund balance - beginning of year</b>	<u>36</u>	<u>45</u>	<u>9</u>
<b>Fund balance - December 31, 2020</b>	<u><u>\$ 36</u></u>	<u><u>\$ 45</u></u>	<u><u>\$ 9</u></u>

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

**Three Springs Metropolitan District No. 4**  
**Notes to the Financial Statements**  
**December 31, 2021**

**I. Summary of Significant Accounting Policies**

Three Springs Metropolitan District No. 4 (the "District") was established in 2016 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. 4**  
**Notes to the Financial Statements**  
**December 31, 2021**

**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 two parts; restricted net position and unrestricted 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 two funds 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 is used to account for the accumulation of financial resources to be used for the payment of general long-term debt principal, interest, and other related costs.

**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. 4**  
**Notes to the Financial Statements**  
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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 \$8 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 \$48,746 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. 4**  
**Notes to the Financial Statements**  
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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.

**Three Springs Metropolitan District No. 4**  
**Notes to the Financial Statements**  
**December 31, 2021**

**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.

**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

**Three Springs Metropolitan District No. 4**  
**Notes to the Financial Statements**  
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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.

**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 interest expense on the modified accrual basis; however, interest expense is reported on the full accrual method in the Statement of Activities;
  - ii. 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. 4**  
**Notes to the Financial Statements**  
**December 31, 2021**

**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 2021 budget year, prior to August 25, 2020, 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, 2020, 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, 2020, the District computed and certified to the Directors of Three Springs Metropolitan District No. 4 the rate of levy that derived the necessary property taxes as computed in the proposed 2021 budget.
- v. For the 2021 budget, the final budget and appropriating resolution was adopted prior to December 31, 2020.

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 2020 will be collected in 2021. Taxes are due on January 1<sup>st</sup> in the year of collection; however, they may be paid in either one installment (no later than April 30<sup>th</sup>) or two equal installments (not later than February 28<sup>th</sup> and June 15<sup>th</sup>) 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 15<sup>th</sup>.

**Three Springs Metropolitan District No. 4**  
**Notes to the Financial Statements**  
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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, 2021, the District amended its Debt Service Fund budget from \$58,364 to \$184,646 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 \$8, which is the approximate required reserve at December 31, 2021.

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.

**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

**Three Springs Metropolitan District No. 4**  
**Notes to the Financial Statements**  
**December 31, 2021**

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, 2021 is:

Cash	\$ 45
Restricted Cash	47,884
	<u>\$ 47,929</u>

At December 31, 2021, the District's cash deposits had a carrying value of \$5,908 and a bank balance of \$5,908. 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. The District's investment is not required to be categorized within the fair value hierarchy. This investment's value is calculated using the net asset value method (NAV) per share.

As of December 31, 2021, the District had the following investments.

MSILF Treasury	<u>\$ 42,021</u>
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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

**Three Springs Metropolitan District No. 4  
Notes to the Financial Statements  
December 31, 2021**

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.

Morgan Stanley Institutional Liquidity Fund

The Morgan Stanley Institutional Liquidity Fund ("MSILF") is rated AAAm by Standard and Poor's and the maturity is weighted under 31 days. MSILF records its investments at fair value and District records its investment in MSILF using the net asset value method. The fund is a money market fund with each share maintaining a value of \$1. The money market fund invests in high quality debt securities issued by the U.S. Government. At December 31, 2021, the District had \$42,021 invested in the MSILF held by a trustee.

**IV. Long-term Debt**

**Property Tax Supported General Obligation Bonds**

At the organizational elections, the District received approval for the issue of indebtedness and imposition of taxes for the payment thereof, for the purposes of financing or re-financing infrastructure in an additional amount of \$3,250,000 plus the original authorized amount of \$38,000,000 for the Three Springs Metropolitan Districts No. 1 thru 4 in total. The Service Plans of the Districts limit the aggregate debt of the Districts for funding of capital costs of improvements to \$41,250,000, unless approved in writing by the City Manager of the City of Durango. As of December 31, 2021, the District had remaining voted debt authorization of approximately \$3,250,000.

On December 11, 2020, the District issued Limited Tax (Convertible to Unlimited Tax) General Obligation Refunding Bonds Series 2020A in an amount up to \$3,600,000. The Series 2020A Bonds were issued for the purpose of refunding debt held by District No. 3. These bonds bear interest at 3.04% subject to a rate refix adjustment on December 1, 2025 and every five years after that. Interest is payable semiannually on June 1 and December 1, commencing June 1, 2021. The bonds fully mature on December 1, 2050. Under the indenture, property taxes and specific ownership taxes collected by the District are allocated to pay the required annual debt service.

**Three Springs Metropolitan District No. 4**  
**Notes to the Financial Statements**  
**December 31, 2021**

Under the bondholder agreement, the District may draw up to \$3,600,000 for thirty six months after the initial closing which was December 11, 2020. As of December 31, 2021, the District had drawn a total of \$1,896,349 including an initial draw of \$1,100,000 on December 11, 2020, a draw of \$663,052 on December 31, 2020 and a draw of \$133,297 on October 29, 2021.

Additional draws are based on changes in assessed valuations in the District and resulting increases to property taxes.

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.

The following is an analysis of changes in long-term debt for the period ended December 31, 2021:

	Balance January 1, 2021	Additions	Deletions	Balance December 31, 2021	Current Portion
Bonds, Series 2020A	<u>\$ 1,763,052</u>	<u>\$ 133,297</u>	<u>\$ -</u>	<u>\$ 1,896,349</u>	<u>\$ -</u>

The following is a summary of annual and long-term debt principal and interest requirements for the Series 2020A bonds. This assumes an interest rate adjustment to 5.25% beginning December 1, 2025:

	Principal	Interest	Total
2022	\$ -	\$ 57,649	\$ 57,649
2023	33,186	57,649	90,835
2024	37,927	56,640	94,567
2025	42,668	75,656	118,324
2026	42,668	93,585	136,253
2027-2031	241,784	431,834	673,618
2032-2036	303,416	362,392	665,808
2037-2041	379,270	275,777	655,047
2042-2046	436,160	169,249	605,409
2047-2050	379,270	49,779	429,049
	<u>\$ 1,896,349</u>	<u>\$ 1,630,210</u>	<u>\$ 3,526,559</u>

**Three Springs Metropolitan District No. 4**  
**Notes to the Financial Statements**  
**December 31, 2021**

**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 for District #3. During the year ended December 31, 2021, the District collected \$9,127 for District 3 which was designated for operations.

The intergovernmental agreement was amended December 9, 2020 with the issuance of the District's Series 2020A 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.

**Three Springs Metropolitan District No. 4**  
**Statement of Revenues, Expenditures and**  
**Changes in Fund Balances - Budget and Actual -**  
**Debt Service Fund**  
**For the year ended December 31, 2021**

	Original Budget	Amended Budget	Actual	Variance Favorable (Unfavorable)
<b>Revenues</b>				
Interest income	\$ -	\$ 3	\$ 3	\$ -
Property taxes	84,686	84,686	84,686	-
Specific ownership taxes	7,528	10,076	10,076	-
Total revenues	92,214	94,765	94,765	-
<b>Expenditures</b>				
General government				
Treasurers fees	2,541	-	-	-
Debt service				
Series 2020 bond interest	55,823	51,349	51,349	-
Total expenditures	58,364	51,349	51,349	-
<b>Other financing sources and (uses)</b>				
Bond proceeds-Series 2020A	-	133,297	133,297	-
Transfer to District No 3-debt retirement	-	(133,297)	(133,297)	-
Total other financing sources and (uses)	-	-	-	-
<b>Excess (deficiency) of revenues and other financing sources over expenditures and other financing (uses)</b>	33,850	43,416	43,416	-
<b>Fund balance - beginning of year</b>	-	5,330	5,330	-
<b>Fund balance - December 31, 2020</b>	\$ 33,850	\$ 48,746	\$ 48,746	\$ -

## **EXHIBIT C**

### **CONTACT INFORMATION**

#### **Contact Person**

Tim Zink  
c/o GF Properties Group, LLC  
65 Mercado Street, Suite 250  
Durango, CO 81301  
(970) 385-7770

#### **Board of Directors**

Tim Zink, President/Chairman  
Term Expires May 2023

Kim Morris, Secretary  
Term Expires May 2025

Brien Meyer, Treasurer  
Term Expires May 2023

Jon Penny, Vice President/Assistant Secretary/Treasurer  
Term Expires May 2025

Patrick Morrissey, Vice President/Assistant Secretary/Treasurer  
Term Expires May 2025

## **EXHIBIT D**

### **DISCLOSURES OF CONFLICTS OF INTEREST**

[See Attached]

**TIM ZINK  
C/O GRVP, LLC  
65 MERCADO STREET, SUITE 250  
DURANGO, CO 81301**

May 11, 2021

Board of Directors  
Three Springs Metropolitan District Nos. 1, 2, 3 and 4  
65 Mercado Street, Suite 250  
Durango, Colorado 81301

Honorable Jena Griswold  
Colorado Secretary of State  
1700 Broadway, Suite 270  
Denver, Colorado 80290

**Re: Disclosure of Conflict of Interest  
Three Springs Metropolitan District Nos. 1, 2, 3 and 4**

Dear Board Members and Honorable Secretary of State:

I, Tim Zink, am a Director and Treasurer of the Three Springs Metropolitan District Nos. 1, 2, 3 and 4 (“**Districts**” or individually, “**District No. 1**, **District No. 2**, **District No. 3** or **District No. 4**” as applicable) located in the City of Durango (“**City**”), La Plata County, Colorado. I also am employed by GF Properties Group, LLC (“**GFP**”), a Colorado limited liability company, which is affiliated with GRVP, LLC (“**GRVP**”), a Colorado limited liability company. GRVP is the owner and master developer of all or a significant share of the developable real property within each of the Districts. Additionally, I am an authorized representative of Tierra Vision Homes, LLC; GFP Mercado, LLC; and GFP 3S Apartments, LLC, related entities which own or will own and improve properties within the Districts. GFP is directly owned, and GRVP is indirectly owned, by the Southern Ute Indian Tribe (the “**Tribe**”). The Tribe is the sole member of GFMC, LLC (“**GFMC**” and together with GFP and GRVP, the “**Companies**”), and GFMC is the manager of both GFP of GRVP. I am regularly authorized by GFMC to carry out various management activities of the Companies. Although I am an employee of GFP, and an officer or agent of the Companies, I am not an owner or creditor of the Companies or the Tribe, nor do I have any other substantial financial interest in the Companies or the Tribe.

There are various agreements between the Districts and one or more of the Companies. Among others, GFP acts as the construction manager for various infrastructure development activities of the Districts, which services are performed pursuant to the Management Services Agreement dated January 1, 2007 between GF Development Group, LLC and District No. 3, which has been since assigned and the current assignee is GFP. GRVP provides financing for the District’s infrastructure

Board of Directors  
Honorable Jena Griswold  
May 11, 2021  
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development activities pursuant to the Funding Agreement dated June 16, 2006 between GRVP and District No. 3 and the Acquisition and Reimbursement Agreement dated May 1, 2007 between GRVP and District No. 3, as subsequently amended (together, the “**Agreements**”).

The Districts were created to construct and finance public improvements, as more specifically set forth in their respective Service Plans, and have been approved for such purposes by the Districts’ electors, the City and the District Court. The Districts have and/or will issue bonds or notes, and have incurred and/or will incur other financial obligations as hereinafter set forth, the proceeds of which will be used for public purposes, including the completion and/or acquisition and reimbursement of the costs of public infrastructure improvements and the reimbursement of funds advanced for such purposes to the Districts by the Companies or affiliated entities.

The Board of Directors of District No. 3 (“**Board of District No. 3**”) has previously issued the District No. 3 Limited Property Tax Supported Revenue Bonds, Series 2010 (“**Series 2010 Bonds**”) in the principal amount of \$16,900,000, the proceeds of which were used to reimburse money advances made, or the costs of completion of certain public infrastructure improvements funded by GRVP pursuant to the Agreements, for which appropriate disclosures were made at the time.

The Board of District No. 3 has also issued the District No. 3 Junior Revenue Note, Series 2013 (“**Series 2013 Note**”) to GRVP in a principal amount not to exceed \$7,900,000, the proceeds of which were used to reimburse money advances made, or the costs of completion of certain public infrastructure improvements funded by GRVP pursuant to the Agreements, for which appropriate disclosures were made at the time. The Board of District No. 3 subsequently issued the District No. 3 Second Revised Junior Revenue Note, Series 2013 (“**Second Revised Series 2013 Note**”) to GRVP increasing the principal amount of the Series 2013 Note to an amount not to exceed \$11,500,000, the proceeds of which have been used to reimburse GRVP for costs incurred in completing additional public infrastructure improvements in accordance with the Agreements, for which appropriate disclosures were made at the time. The Board of District No. 3 subsequently issued the District No. 3 Third Revised Junior Revenue Note, Series 2013 (“**Third Revised Series 2013 Note**”) to GRVP in a principal amount not to exceed \$11,500,000 for purposes of replacing the Second Revised Series 2013 Note, for which appropriate disclosures were made at the time.

The Board of District No. 3 has also previously issued the District No. 3 Junior Revenue Note, Series 2020 (“**Series 2020 Note**”) to GRVP in a principal amount not to exceed \$7,600,000, the proceeds of which were or will be used to repay and/or reimburse certain money advances made for debt service and operating purposes by GRVP pursuant

Board of Directors  
Honorable Jena Griswold  
May 11, 2021  
Page 3

to the Agreements and a Guaranty Agreement supporting the Series 2010 Bonds, for which appropriate disclosures were made at the time.

In addition to the District No. 3 obligations set forth above, the Board of Directors of District No. 1 (“**Board of District No. 1**”) has previously issued the District No. 1 Limited Tax (Convertible to Unlimited Tax) General Obligation Refunding Bonds, Series 2020A (“**District No. 1 Series 2020A Refunding Bonds**”) in the principal amount of \$19,000,000, the proceeds of which were used to (i) refund the Series 2010 Bonds in full and (ii) repay a portion of the Second Revised Series 2013 Note, for which appropriate disclosures were made at the time.

The Board of District No. 1 has also previously issued the District No. 1 Subordinate Limited Tax General Obligation Refunding Bonds, Series 2020B (“**District No. 1 Series 2020B Refunding Bonds**”) in the principal amount of \$6,750,000, the proceeds of which were used to repay a portion of the Second Revised Series 2013 Note, for which appropriate disclosures were made at the time.

Further, the Board of Directors of District No. 4 (“**Board of District No. 4**”) has previously issued the District No. 4 Limited Tax (Convertible to Unlimited Tax) General Obligation Bonds, Series 2020A (“**District No. 4 Series 2020A Bonds**”) on a drawdown basis in the principal amount of \$3,600,000, the proceeds of which were or will be used to (i) reimburse money advances made, or the costs of completion of certain public infrastructure improvements funded by GRVP pursuant to the Agreements and (ii) repay a portion of the Third Revised Series 2013 Note, for which appropriate disclosures were made at the time.


I believe that significant economic benefits have, and will be, received by the Districts under the Agreements, which have previously been disclosed and are being made in accordance with the terms of the Agreements as intended. My relationships with the Districts and the Companies, and the financial benefit resulting specifically from the Districts’ reimbursements to GRVP under the Agreements and/or from proceeds of the Districts’ bonds may, however, constitute a potential conflict of interest for me under State law necessitating this disclosure, including without limitation any action which I may take with respect to the approval and authorization of the acquisition and reimbursement of the costs of completion of such additional public infrastructure improvements and the repayment to GRVP and the Companies of funding advances made pursuant to the Agreements.

This disclosure is being made in accordance with the conflict of interest statutes, particularly Article 18 of Title 24, C.R.S. and §§32-1-902(3) and 18-8-308, C.R.S., and is intended to constitute both (i) a general disclosure of any potential conflict of interest and

Board of Directors  
Honorable Jena Griswold  
May 11, 2021  
Page 4

(ii) a specific disclosure of any potential conflict of interest on my part with respect to the pending actions in full compliance with the requirements of State law. The foregoing disclosure shall be effective and continuing for all purposes until I advise the Boards of Directors of the Districts and the Colorado Secretary of State in writing of any changes in my status as disclosed herein.

Respectfully submitted,

By    
-9A415BE9CFC944A...  
Tim Zink

**JON PENNY  
C/O GRVP, LLC  
65 MERCADO STREET, SUITE 250  
DURANGO, CO 81301**

May11, 2021

Board of Directors  
Three Springs Metropolitan District Nos. 1, 2, 3 and 4  
65 Mercado Street, Suite 250  
Durango, Colorado 81301

Honorable Jena Griswold  
Colorado Secretary of State  
1700 Broadway, Suite 270  
Denver, Colorado 80290

**Re: Disclosure of Conflict of Interest  
Three Springs Metropolitan District Nos. 1, 2, 3 and 4**

Dear Board Members and Honorable Secretary of State:

I, Jon Penny, am a Director and Secretary of the Three Springs Metropolitan District Nos. 1, 2, 3 and 4 (“**Districts**”) located in the City of Durango (“**City**”), La Plata County, Colorado. I also am employed by GF Properties Group, LLC (“**GFP**”), a Colorado limited liability company, which is affiliated with GRVP, LLC (“**GRVP**”), a Colorado limited liability company. GRVP is the owner and master developer of all or a significant share of the developable real property within each of the Districts. Additionally, I am an authorized representative of Tierra Vision Homes, LLC; GFP Mercado, LLC; and GFP 3S Apartments, LLC, related entities which own or will own and improve properties within the Districts. GFP is directly owned, and GRVP is indirectly owned, by the Southern Ute Indian Tribe (the “**Tribe**”). The Tribe is the sole member of GFMC, LLC (“**GFMC**” and together with GFP and GRVP, the “**Companies**”), and GFMC is the manager of both GFP and GRVP. I am regularly authorized by GFMC to carry out various management activities of the Companies. Although I am an employee of GFP, and an officer or agent of the Companies, I am not an owner or creditor of the Companies or the Tribe, nor do I have any other substantial financial interest in the Companies or the Tribe.

There are various agreements between the Districts and one or more of the Companies. Among others, GFP acts as the construction manager for various infrastructure development activities of the Districts, which services are performed pursuant to the Management Services Agreement dated January 1, 2007 between GF Development Group, LLC and District No. 3, which has been since assigned and the current assignee is GFP. GRVP provides financing for the District’s infrastructure development activities pursuant to the Funding Agreement dated June 16, 2006 between

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GRVP and District No. 3 and the Acquisition and Reimbursement Agreement dated May 1, 2007 between GRVP and District No. 3, as subsequently amended (together, the “**Agreements**”).

The Districts were created to construct and finance public improvements, as more specifically set forth in their respective Service Plans, and have been approved for such purposes by the Districts’ electors, the City and the District Court. The Districts have and/or will issue bonds or notes, and have incurred and/or will incur other financial obligations as hereinafter set forth, the proceeds of which will be used for public purposes, including the completion and/or acquisition and reimbursement of the costs of public infrastructure improvements and the reimbursement of funds advanced for such purposes to the Districts by the Companies or affiliated entities.

The Board of Directors of District No. 3 (“**Board of District No. 3**”) has previously issued the District No. 3 Limited Property Tax Supported Revenue Bonds, Series 2010 (“**Series 2010 Bonds**”) in the principal amount of \$16,900,000, the proceeds of which were used to reimburse money advances made, or the costs of completion of certain public infrastructure improvements funded by GRVP pursuant to the Agreements, for which appropriate disclosures were made at the time.

The Board of District No. 3 has also issued the District No. 3 Junior Revenue Note, Series 2013 (“**Series 2013 Note**”) to GRVP in a principal amount not to exceed \$7,900,000, the proceeds of which were used to reimburse money advances made, or the costs of completion of certain public infrastructure improvements funded by GRVP pursuant to the Agreements, for which appropriate disclosures were made at the time. The Board of District No. 3 subsequently issued the District No. 3 Second Revised Junior Revenue Note, Series 2013 (“**Second Revised Series 2013 Note**”) to GRVP increasing the principal amount of the Series 2013 Note to an amount not to exceed \$11,500,000, the proceeds of which have been used to reimburse GRVP for costs incurred in completing additional public infrastructure improvements in accordance with the Agreements, for which appropriate disclosures were made at the time. The Board of District No. 3 subsequently issued the District No. 3 Third Revised Junior Revenue Note, Series 2013 (“**Third Revised Series 2013 Note**”) to GRVP in a principal amount not to exceed \$11,500,000 for purposes of replacing the Second Revised Series 2013 Note, for which appropriate disclosures were made at the time.

The Board of District No. 3 has also previously issued the District No. 3 Junior Revenue Note, Series 2020 (“**Series 2020 Note**”) to GRVP in a principal amount not to exceed \$7,600,000, the proceeds of which were or will be used to repay and/or reimburse certain money advances made for debt service and operating purposes by GRVP pursuant

Board of Directors  
Honorable Jena Griswold  
May 11, 2021  
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to the Agreements and a Guaranty Agreement supporting the Series 2010 Bonds, for which appropriate disclosures were made at the time.

In addition to the District No. 3 obligations set forth above, the Board of Directors of District No. 1 (“**Board of District No. 1**”) has previously issued the District No. 1 Limited Tax (Convertible to Unlimited Tax) General Obligation Refunding Bonds, Series 2020A (“**District No. 1 Series 2020A Refunding Bonds**”) in the principal amount of \$19,000,000, the proceeds of which were used to (i) refund the Series 2010 Bonds in full and (ii) repay a portion of the Second Revised Series 2013 Note, for which appropriate disclosures were made at the time.

The Board of District No. 1 has also previously issued the District No. 1 Subordinate Limited Tax General Obligation Refunding Bonds, Series 2020B (“**District No. 1 Series 2020B Refunding Bonds**”) in the principal amount of \$6,750,000, the proceeds of which were used to repay a portion of the Second Revised Series 2013 Note, for which appropriate disclosures were made at the time.

Further, the Board of Directors of District No. 4 (“**Board of District No. 4**”) has previously issued the District No. 4 Limited Tax (Convertible to Unlimited Tax) General Obligation Bonds, Series 2020A (“**District No. 4 Series 2020A Bonds**”) on a drawdown basis in the principal amount of \$3,600,000, the proceeds of which were or will be used to (i) reimburse money advances made, or the costs of completion of certain public infrastructure improvements funded by GRVP pursuant to the Agreements and (ii) repay a portion of the Third Revised Series 2013 Note, for which appropriate disclosures were made at the time.


I believe that significant economic benefits have, and will be, received by the Districts under the Agreements, which have previously been disclosed and are being made in accordance with the terms of the Agreements as intended. My relationships with the Districts and the Companies, and the financial benefit resulting specifically from the Districts’ reimbursements to GRVP under the Agreements and/or from proceeds of the Districts’ bonds may, however, constitute a potential conflict of interest for me under State law necessitating this disclosure, including without limitation any action which I may take with respect to the approval and authorization of the acquisition and reimbursement of the costs of completion of such additional public infrastructure improvements and the repayment to GRVP and the Companies of funding advances made pursuant to the Agreements.

This disclosure is being made in accordance with the conflict of interest statutes, particularly Article 18 of Title 24, C.R.S. and §§32-1-902(3) and 18-8-308, C.R.S., and is intended to constitute both (i) a general disclosure of any potential conflict of interest and

Board of Directors  
Honorable Jena Griswold  
May 11, 2021  
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(ii) a specific disclosure of any potential conflict of interest on my part with respect to the pending actions in full compliance with the requirements of State law. The foregoing disclosure shall be effective and continuing for all purposes until I advise the Boards of Directors of the Districts and the Colorado Secretary of State in writing of any changes in my status as disclosed herein.

Respectfully submitted,

By  20294462FC90402...  
Jon Penny

**PATRICK MORRISSEY  
C/O GRVP, LLC  
65 MERCADO STREET, SUITE 250  
DURANGO, CO 81301**

May 11, 2021

Board of Directors  
Three Springs Metropolitan District Nos. 1, 2, 3 and 4  
175 Mercado Street, Suite 240  
Durango, Colorado 81301

Honorable Jena Griswold  
Colorado Secretary of State  
1700 Broadway, Suite 270  
Denver, Colorado 80290

**Re: Disclosure of Conflict of Interest  
Three Springs Metropolitan District Nos. 1, 2, 3 and 4**

Dear Board Members and Honorable Secretary of State:

I, Patrick Morrissey, am a Director and President of the Three Springs Metropolitan District Nos. 1, 2, 3 and 4 ("**Districts**" or individually, "**District No. 1, District No. 2, District No. 3** or **District No. 4**" as applicable) located in the City of Durango ("**City**"), La Plata County, Colorado. I also am the President and Chief Operating Officer of, and employed by, GF Properties Group, LLC ("**GFP**"), a Colorado limited liability company, which is affiliated with GRVP, LLC ("**GRVP**"), a Colorado limited liability company. GRVP is the owner and master developer of all or a significant share of the developable real property within each of the Districts. Additionally, I am the President and Chief Operating Officer and an authorized representative of Tierra Vision Homes, LLC; GFP Mercado, LLC; and GFP 3S Apartments, LLC, related entities which own or will own and improve properties within the Districts. GFP is directly owned, and GRVP is indirectly owned, by the Southern Ute Indian Tribe (the "**Tribe**"). The Tribe is the sole member of GFMC, LLC ("**GFMC**" and together with GFP and GRVP, the "**Companies**"), and GFMC is the manager of both GFP of GRVP. I am regularly authorized by GFMC to carry out various management activities of the Companies. Although I am an employee of GFP, and an officer or agent of the Companies, I am not an owner or creditor of the Companies or the Tribe, nor do I have any other substantial financial interest in the Companies or the Tribe.

There are various agreements between the Districts and one or more of the Companies. Among others, GFP acts as the construction manager for various infrastructure development activities of the Districts, which services are performed pursuant to the Management Services Agreement dated January 1, 2007 between GF Development Group, LLC and District No. 3, which has been since assigned and the

Board of Directors  
Honorable Jena Griswold  
May 11, 2021  
Page 2

current assignee is GFP. GRVP provides financing for the District's infrastructure development activities pursuant to the Funding Agreement dated June 16, 2006 between GRVP and District No. 3 and the Acquisition and Reimbursement Agreement dated May 1, 2007 between GRVP and District No. 3, as subsequently amended (together, the "**Agreements**").

The Districts were created to construct and finance public improvements, as more specifically set forth in their respective Service Plans, and have been approved for such purposes by the Districts' electors, the City and the District Court. The Districts have and/or will issue bonds or notes, and have incurred and/or will incur other financial obligations as hereinafter set forth, the proceeds of which will be used for public purposes, including the completion and/or acquisition and reimbursement of the costs of public infrastructure improvements and the reimbursement of funds advanced for such purposes to the Districts by the Companies or affiliated entities.

The Board of Directors of District No. 3 ("**Board of District No. 3**") has previously issued the District No. 3 Limited Property Tax Supported Revenue Bonds, Series 2010 ("**Series 2010 Bonds**") in the principal amount of \$16,900,000, the proceeds of which were used to reimburse money advances made, or the costs of completion of certain public infrastructure improvements funded by GRVP pursuant to the Agreements, for which appropriate disclosures were made at the time.

The Board of District No. 3 has also issued the District No. 3 Junior Revenue Note, Series 2013 ("**Series 2013 Note**") to GRVP in a principal amount not to exceed \$7,900,000, the proceeds of which were used to reimburse money advances made, or the costs of completion of certain public infrastructure improvements funded by GRVP pursuant to the Agreements, for which appropriate disclosures were made at the time. The Board of District No. 3 subsequently issued the District No. 3 Second Revised Junior Revenue Note, Series 2013 ("**Second Revised Series 2013 Note**") to GRVP increasing the principal amount of the Series 2013 Note to an amount not to exceed \$11,500,000, the proceeds of which have been used to reimburse GRVP for costs incurred in completing additional public infrastructure improvements in accordance with the Agreements, for which appropriate disclosures were made at the time. The Board of District No. 3 subsequently issued the District No. 3 Third Revised Junior Revenue Note, Series 2013 ("**Third Revised Series 2013 Note**") to GRVP in a principal amount not to exceed \$11,500,000 for purposes of replacing the Second Revised Series 2013 Note, for which appropriate disclosures were made at the time.

The Board of District No. 3 has also previously issued the District No. 3 Junior Revenue Note, Series 2020 ("**Series 2020 Note**") to GRVP in a principal amount not to exceed \$7,600,000, the proceeds of which were or will be used to repay and/or reimburse certain money advances made for debt service and operating purposes by GRVP pursuant

Board of Directors  
Honorable Jena Griswold  
May 11, 2021  
Page 3

to the Agreements and a Guaranty Agreement supporting the Series 2010 Bonds, for which appropriate disclosures were made at the time.

In addition to the District No. 3 obligations set forth above, the Board of Directors of District No. 1 (“**Board of District No. 1**”) has previously issued the District No. 1 Limited Tax (Convertible to Unlimited Tax) General Obligation Refunding Bonds, Series 2020A (“**District No. 1 Series 2020A Refunding Bonds**”) in the principal amount of \$19,000,000, the proceeds of which were used to (i) refund the Series 2010 Bonds in full and (ii) repay a portion of the Second Revised Series 2013 Note, for which appropriate disclosures were made at the time.

The Board of District No. 1 has also previously issued the District No. 1 Subordinate Limited Tax General Obligation Refunding Bonds, Series 2020B (“**District No. 1 Series 2020B Refunding Bonds**”) in the principal amount of \$6,750,000, the proceeds of which were used to repay a portion of the Second Revised Series 2013 Note, for which appropriate disclosures were made at the time.

Further, the Board of Directors of District No. 4 (“**Board of District No. 4**”) has previously issued the District No. 4 Limited Tax (Convertible to Unlimited Tax) General Obligation Bonds, Series 2020A (“**District No. 4 Series 2020A Bonds**”) on a drawdown basis in the principal amount of \$3,600,000, the proceeds of which were or will be used to (i) reimburse money advances made, or the costs of completion of certain public infrastructure improvements funded by GRVP pursuant to the Agreements and (ii) repay a portion of the Third Revised Series 2013 Note, for which appropriate disclosures were made at the time.

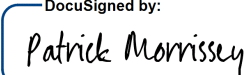
I believe that significant economic benefits have, and will be, received by the Districts under the Agreements, which have previously been disclosed and are being made in accordance with the terms of the Agreements as intended. My relationships with the Districts and the Companies, and the financial benefit resulting specifically from the Districts’ reimbursements to GRVP under the Agreements and/or from proceeds of the Districts’ bonds may, however, constitute a potential conflict of interest for me under State law necessitating this disclosure, including without limitation any action which I may take with respect to the approval and authorization of the acquisition and reimbursement of the costs of completion of such additional public infrastructure improvements and the repayment to GRVP and the Companies of funding advances made pursuant to the Agreements.

This disclosure is being made in accordance with the conflict of interest statutes, particularly Article 18 of Title 24, C.R.S. and §§32-1-902(3) and 18-8-308, C.R.S., and is intended to constitute both (i) a general disclosure of any potential conflict of interest and (ii) a specific disclosure of any potential conflict of interest on my part with respect to the

Board of Directors  
Honorable Jena Griswold  
May 11, 2021  
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pending actions in full compliance with the requirements of State law. The foregoing disclosure shall be effective and continuing for all purposes until I advise the Boards of Directors of the Districts and the Colorado Secretary of State in writing of any changes in my status as disclosed herein.

Respectfully submitted,

By  Patrick Morrissey  
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**BRIEN MEYER  
C/O GRVP, LLC  
65 MERCADO STREET, SUITE 250  
DURANGO, CO 81301**

March 28, 2022

Board of Directors  
Three Springs Metropolitan District Nos. 1, 2, 3 and 4  
65 Mercado Street, Suite 250  
Durango, Colorado 81301

Honorable Jena Griswold  
Colorado Secretary of State  
1700 Broadway, Suite 270  
Denver, Colorado 80290

**Re: Disclosure of Conflict of Interest  
Three Springs Metropolitan District Nos. 1, 2, 3 and 4**

Dear Board Members and Honorable Secretary of State:

I, Brien Meyer, am a Director and Treasurer of the Three Springs Metropolitan District Nos. 1, 2, 3 and 4 ("**Districts**") located in the City of Durango ("**City**"), La Plata County, Colorado. I also am employed by GF Properties Group, LLC ("**GFP**"), a Colorado limited liability company, which is affiliated with GRVP, LLC ("**GRVP**"), a Colorado limited liability company. GRVP is the owner and master developer of all or a significant share of the developable real property within each of the Districts. Additionally, I am an authorized representative of GFP Mercado, LLC; and GFP 3S Apartments, LLC, related entities which own or will own and improve properties within the Districts. GFP is directly owned, and GRVP is indirectly owned, by the Southern Ute Indian Tribe (the "**Tribe**"). The Tribe is the sole member of GFMC, LLC ("**GFMC**" and together with GFP and GRVP, the "**Companies**"), and GFMC is the manager of both GFP of GRVP. I am regularly authorized by GFMC to carry out various management activities of the Companies. Although I am an employee of GFP, and an agent of the Companies, I am not an owner or creditor of the Companies or the Tribe, nor do I have any other substantial financial interest in the Companies or the Tribe.

There are various agreements between the Districts and one or more of the Companies. Among others, GFP acts as the construction manager for various infrastructure development activities of the Districts, which services are performed pursuant to the Management Services Agreement dated January 1, 2007 between GF Development Group, LLC and District No. 3, which has been since assigned and the current assignee is GFP. GRVP provides financing for the District's infrastructure development activities pursuant to the Funding Agreement dated June 16, 2006 between GRVP and District No. 3 and the Acquisition and Reimbursement Agreement dated May

1, 2007 between GRVP and District No. 3, as subsequently amended (together, the “**Agreements**”).

The Districts were created to construct and finance public improvements, as more specifically set forth in their respective Service Plans, and have been approved for such purposes by the Districts’ electors, the City and the District Court. The Districts have and/or will issue bonds or notes, and have incurred and/or will incur other financial obligations as hereinafter set forth, the proceeds of which will be used for public purposes, including the completion and/or acquisition and reimbursement of the costs of public infrastructure improvements and the reimbursement of funds advanced for such purposes to the Districts by the Companies or affiliated entities.

The Board of Directors of District No. 1 (“**Board of District No. 1**”) has previously issued the District No. 1 Limited Property General Obligation Refunding Bonds, Series 2020A (“**Series 2020A Bonds**”), the proceeds of which were used in part to (i) refund the District No. 3 Limited Property Tax Supported Revenue Bonds, Series 2010 originally issued to reimburse money advances made, or the costs of completion of certain public infrastructure improvements funded by GRVP pursuant to the Agreements and (ii) pay a portion of the principal balance and accrued interest on the Third Revised Series 2013 Note (as defined below), for which appropriate disclosures were made at the time.

In addition to the Series 2020A Bonds , the Board of District No. 1 (“**Board of District No. 1**”) has previously issued the District No. 1 Subordinate Limited Tax General Obligation Refunding Bonds, Series 2020B (“**Series 2020B Refunding Bonds**”), the proceeds of which were used to (i) repay a portion of the Second Revised Series 2013 Note, for which appropriate disclosures were made at the time.

The Board of Directors of District No. 3 (the “Board of District No. 3”) has issued the District No. 3 Junior Revenue Note, Series 2013 (“**Series 2013 Note**”) to GRVP, the proceeds of which were used to reimburse money advances made, or the costs of completion of certain public infrastructure improvements funded by GRVP pursuant to the Agreements, for which appropriate disclosures were made at the time. The Board of District No. 3 subsequently issued the District No. 3 Second Revised Junior Revenue Note, Series 2013 (“**Second Revised Series 2013 Note**”) to GRVP increasing the principal amount of the Series 2013 Note to an amount not to exceed \$11,500,000, the proceeds of which have been used to reimburse GRVP for costs incurred in completing additional public infrastructure improvements in accordance with the Agreements, for which appropriate disclosures were made at the time. The Board of District No. 3

subsequently issued the District No. 3 Third Revised Junior Revenue Note, Series 2013 ("**Third Revised Series 2013 Note**") to GRVP in a principal amount not to exceed \$11,500,000 for purposes of replacing the Second Revised Series 2013 Note, for which appropriate disclosures were made at the time.

The Board of District No. 3 has also previously issued the District No. 3 Junior Revenue Note, Series 2020 ("**Series 2020 Note**") to GRVP in a principal amount not to exceed \$7,600,000, the proceeds of which were or will be used to repay and/or reimburse certain money advances made for debt service and operating purposes by GRVP pursuant to the Agreements and a Guaranty Agreement supporting the Series 2010 Bonds, for which appropriate disclosures were made at the time.

Further, the Board of Directors of District No. 4 ("**Board of District No. 4**") has previously issued the District No. 4 Limited Tax General Obligation Bonds, Series 2020A ("**District No. 4 Series 2020A Bonds**") on a drawdown basis in the principal amount of \$3,600,000, the proceeds of which were or will be used to (i) reimburse money advances made, or the costs of completion of certain public infrastructure improvements funded by GRVP pursuant to the Agreements and (ii) repay a portion of the Third Revised Series 2013 Note, for which appropriate disclosures were made at the time.

I believe that significant economic benefits have, and will be, received by the Districts under the Agreements, which have previously been disclosed and are being made in accordance with the terms of the Agreements as intended. My relationships with the Districts and the Companies, and the financial benefit resulting specifically from the Districts' reimbursements to GRVP under the Agreements and/or from proceeds of the Districts' bonds may, however, constitute a potential conflict of interest for me under State law necessitating this disclosure, including without limitation any action which I may take with respect to the approval and authorization of the acquisition and reimbursement of the costs of completion of such additional public infrastructure improvements and the repayment to GRVP and the Companies of funding advances made pursuant to the Agreements.

This disclosure is being made in accordance with the conflict of interest statutes, particularly Article 18 of Title 24, C.R.S. and §§32-1-902(3) and 18-8-308, C.R.S., and is intended to constitute both (i) a general disclosure of any potential conflict of interest and (ii) a specific disclosure of any potential conflict of interest on my part with respect to the pending actions in full compliance with the requirements of State law. The foregoing disclosure shall be effective and continuing for all purposes until I advise the Boards of

Directors of the Districts and the Colorado Secretary of State in writing of any changes in my status as disclosed herein.

Respectfully submitted,

By

  
Brien Meyer