

**VILLAGE AT SOUTHGATE METROPOLITAN DISTRICT
CITY OF BRIGHTON, STATE OF COLORADO**

**SEMI-ANNUAL REPORT FOR
FIRST AND SECOND FISCAL QUARTERS 2020**

Pursuant to the Service Plan for the Village at Southgate Metropolitan District (the "District"), the District is required to provide semi-annual reports to the City of Brighton (the "City") for the first five (5) years of its existence, and then annual reports thereafter, with regards to the following matters:

A status report on material activities of the District, including:

1. construction projects;
2. financings;
3. intergovernmental agreement(s);
4. any litigation involving the District;
5. the District's most recent assessed valuation;
6. issue resolution or coordination issues;
7. contact information for administrative personnel; and
8. any other reasonable information deemed material by the City Manager.

For the period beginning January 1, 2020 and ending June 30, 2020, the District makes the following report:

1. Construction Projects.

The District did not initiate any construction projects during the subject time period.

2. Financings.

The District has not undertaken any financing during the subject time period.

3. Intergovernmental Agreement(s).

The District did not enter into any intergovernmental agreements during the subject time period. No other intergovernmental agreements are anticipated at this time.

4. Any Litigation Involving the District.

There is no litigation, pending or threatened, against the District of which the District is aware.

5. The District's Most Recent Assessed Valuation.

The final 2019 assessed value of the property located within the District is \$2,138,960, as calculated by the Adams County Assessor.

6. Issue Resolution or Coordination Issues.

There are no issue resolution or coordination issues, pending or threatened, involving the District of which the District is aware.

7. Contact Information for Administrative Personnel.

The District may be contacted via the following:

Special District Management Services, Inc.
141 Union Boulevard, Suite 150
Lakewood, Colorado 80228
(303) 987-0835

8. Any Other Reasonable Information Deemed Material by the City Manager.

A copy of the District's adopted 2020 budget is attached hereto as **Exhibit A**. The District's 2019 audit will be included with the third and fourth quarter 2020 report. To the best of the District's knowledge, there is no other reasonable and material information required to be disclosed to the City Manager at this time.

EXHIBIT A



SCHILLING & COMPANY, INC.

Certified Public Accountants

P.O. Box 631579
HIGHLANDS RANCH, CO 80163

PHONE: 720.348.1086
FAX: 720.348.2920

Accountant's Compilation Report

Board of Directors
Village at SouthGate Metropolitan District
Adams County, Colorado

Management is responsible for the accompanying budget of revenues, expenditures, and fund balances of Village at SouthGate Metropolitan District (District), for the year ending December 31, 2020, including the estimate of comparative information for the year ending December 31, 2019, and the actual comparative information for the year ending December 31, 2018, in the format required by Colorado Revised Statutes (C.R.S.) 29-1-105. We have performed a compilation engagement in accordance with Statements on Standards for Accounting and Review Services promulgated by the Accounting and Review Services Committee of the American Institute of Certified Public Accountants. We did not audit or review the budget nor were we required to perform any procedures to verify the accuracy or completeness of the information provided by management. Accordingly, we do not express an opinion, a conclusion, nor provide any form of assurance on the accompanying budget.

The actual comparative information for the year ending December 31, 2018 is presented for comparative purposes as required by Colorado Revised Statutes (C.R.S.) 29-1-105. Such information is taken from the audited financial statements of the District for the year ended December 31, 2018. Dazzio & Associates, PC audited the financial statements for the year ended December 31, 2018, whose report was dated August 21, 2019.

The budget is presented in accordance with the requirements of Colorado Revised Statutes (C.R.S.) 29-1-105, and is not intended to be a presentation in accordance with accounting principles generally accepted in the United States of America.

We are not independent with respect to Village at SouthGate Metropolitan District.

SCHILLING & COMPANY, INC.

Highlands Ranch, Colorado
December 11, 2019

**VILLAGE AT SOUTHGATE METROPOLITAN DISTRICT
PROPERTY TAX SUMMARY INFORMATION
For the Years Ended and Ending December 31,**

	<u>ACTUAL 2018</u>	<u>ADOPTED BUDGET 2019</u>	<u>ADOPTED BUDGET 2020</u>
ASSESSED VALUATION			
Adams County			
Certified Assessed Value	<u>\$ 932,640</u>	<u>\$ 2,138,960</u>	<u>\$ 4,002,850</u>
MILL LEVY			
General - Operations Mill Levy	11.056	11.056	11.133
Debt Service - Senior Bonds Mill Levy	-	<u>40.000</u>	<u>44.531</u>
Total mill levy	<u>11.056</u>	<u>51.056</u>	<u>55.664</u>
PROPERTY TAXES			
General Fund	\$ 10,311	\$ 23,648	\$ 44,564
Debt Service - Senior Bonds Mill Levy	-	<u>85,558</u>	<u>178,251</u>
Levied property taxes	<u>10,311</u>	<u>109,206</u>	<u>222,815</u>
Adjustments to actual/rounding	-	-	-
Actual or budgeted property taxes	<u>\$ 10,311</u>	<u>\$ 109,206</u>	<u>\$ 222,815</u>
PROPERTY TAXES BY FUND			
General Fund	\$ 10,311	\$ 23,648	\$ 44,564
Debt Service	-	<u>85,558</u>	<u>178,251</u>
	<u>\$ 10,311</u>	<u>\$ 109,206</u>	<u>\$ 222,815</u>

This financial information should be read only in connection with the accompanying accountant's compilation report and the summary of significant assumptions.

**VILLAGE AT SOUTHGATE METROPOLITAN DISTRICT
GENERAL FUND
2020 BUDGET AS ADOPTED
WITH 2018 ACTUAL AND 2019 ESTIMATED
For the Years Ended and Ending December 31,**

	<u>ACTUAL 2018</u>	<u>ESTIMATED 2019</u>	<u>ADOPTED BUDGET 2020</u>
BEGINNING FUND BALANCE	\$ 4,895	\$ 2,984	\$ 759
REVENUE			
Property tax	10,311	23,648	44,564
Specific ownership tax	857	1,640	3,091
Net investment income	60	-	-
Total revenue	<u>11,228</u>	<u>25,288</u>	<u>47,655</u>
OTHER FINANCING SOURCES			
Developer Advance	64,838	47,406	13,864
Transfers from CPF	5,447	-	-
Total other financing sources	<u>70,285</u>	<u>47,406</u>	<u>13,864</u>
Total funds available	<u>86,408</u>	<u>75,678</u>	<u>62,278</u>
EXPENDITURES			
General Government			
Legal	35,993	17,662	20,000
Accounting	6,952	9,080	6,500
Audit	-	4,700	4,700
Management services	3,001	7,727	8,000
Engineering/consulting	-	32,408	10,000
Insurance	2,738	2,509	3,000
Office supplies	20	54	60
Postage	61	-	-
Election	1,840	-	2,500
Bank service charges	184	120	120
Dues and subscriptions	290	304	300
Treasurer's fees	156	355	668
Cost of Issuance	32,172	-	-
Other	17	-	-
Contingency	-	-	5,000
Total expenditures	<u>83,424</u>	<u>74,919</u>	<u>60,848</u>
Total expenditures and transfers out requiring appropriation	<u>83,424</u>	<u>74,919</u>	<u>60,848</u>
ENDING FUND BALANCE	<u>\$ 2,984</u>	<u>\$ 759</u>	<u>\$ 1,430</u>
EMERGENCY RESERVE	<u>\$ 337</u>	<u>\$ 759</u>	<u>\$ 1,430</u>

This financial information should be read only in connection with the accompanying accountant's compilation report and the summary of significant assumptions.

**VILLAGE AT SOUTHGATE METROPOLITAN DISTRICT
DEBT SERVICE FUND
2020 BUDGET AS ADOPTED
WITH 2018 ACTUAL AND 2019 ESTIMATED
For the Years Ended and Ending December 31,**

	<u>ACTUAL 2018</u>	<u>ESTIMATED 2019</u>	<u>ADOPTED BUDGET 2020</u>
BEGINNING FUND BALANCE	\$ -	\$ 695,238	\$ 649,474
REVENUE			
Property tax	-	85,558	178,251
Specific ownership tax	-	5,931	12,362
Facility Fees	107,500	90,000	90,000
Interest income	11,309	15,116	14,000
Total revenue	<u>118,809</u>	<u>196,605</u>	<u>294,613</u>
OTHER FINANCING SOURCES			
Transfer from Capital Projects Fund	<u>707,728</u>	-	-
Total other financing sources	<u>707,728</u>	-	-
Total funds available	<u>826,537</u>	<u>891,843</u>	<u>944,087</u>
EXPENDITURES			
Bank service charges	963	1,648	800
Treasurer's fees	-	1,283	2,674
Interest 2018A Senior Bonds	130,336	233,438	233,438
Paying agent fees	-	6,000	6,000
Contingency	-	-	4,728
Total expenditures	<u>131,299</u>	<u>242,369</u>	<u>247,640</u>
Total expenditures and transfers out requiring appropriation	<u>131,299</u>	<u>242,369</u>	<u>247,640</u>
ENDING FUND BALANCE	<u>\$ 695,238</u>	<u>\$ 649,474</u>	<u>\$ 696,447</u>
REQUIRED RESERVE	<u>\$ -</u>	<u>\$ 343,906</u>	<u>\$ 343,906</u>

This financial information should be read only in connection with the accompanying accountant's compilation report and the summary of significant assumptions.

**VILLAGE AT SOUTHGATE METROPOLITAN DISTRICT
2020 BUDGET
SUMMARY OF SIGNIFICANT ASSUMPTIONS**

Disclosures contained in this summary as presented by management, are those that are believed to be significant as of the date of the compilation report and are not intended to be all-inclusive. The disclosures are intended to describe assumptions used during the preparation of the 2020 annual budget. Actual results may differ from the prospective results contained in the budget.

SERVICES PROVIDED

The Village at SouthGate Metropolitan District (the "District"), was organized in Adams County to provide financing to construct and install local and regional public improvements for the Village at SouthGate Development, including potable water and sewer lines larger than 12" in diameter; storm drainage facilities; the full width of major and minor arterial and collector roadways; community parks; and recreational facilities and services.

The District prepares its budget on the modified accrual basis of accounting.

REVENUE

Property Tax

Property taxes are forecasted based on the mill levy adopted applied to the annual assessed valuation. The calculation of the taxes levied is displayed on page 2 of the budget at the adopted total mill levy of 55.664 as adjusted for the changes in the residential assessment rate as a result of the Gallagher Amendment to the Colorado Constitution. The 55.664 mills is comprised of the Required Mill Levy for the Limited Tax General Obligation Bonds Series 2018A in the Debt Service Fund of 44.531 mills and the Operations Mill Levy of 11.133 in the General Fund.

Specific Ownership Taxes

Specific ownership taxes are set by the State and collected by the County Treasurer, primarily on vehicle licensing within the County as a whole. The specific ownership taxes are allocated by the County Treasurer to all taxing entities within the County. The budget assumes that the District's share will be equal to approximately 6.9% of the property taxes collected.

Facility Fees

Facility fees have been set the District of \$2,500 for each residential single-family detached unit and \$1,500 for each residential multi-family unit located within the District. The facility fees are due and payable prior to the issuance of a building permit by the City of Brighton for the applicable units. The 2020 facility fee revenue has been calculated based on the anticipated building permits to be issued in 2020.

Investment Income

Interest earned on the District's available funds has been estimated based on interest earnings from the prior year.

**VILLAGE AT SOUTHGATE METROPOLITAN DISTRICT
2020 BUDGET
SUMMARY OF SIGNIFICANT ASSUMPTIONS**

EXPENDITURES

Administrative Expenditures

Administrative expenditures have been provided based on estimates of the District's Board of Directors and consultants and include the services necessary to maintain the District's administrative viability such as legal, accounting, managerial, insurance, meeting expense, and other administrative expenses.

DEBT AND LEASES

During 2018, the District issued \$4,150,000 of Limited Tax General Obligation Bonds Series 2018A which bear interest at 5.625% and \$764,000 of Subordinate Limited Tax General Obligation Bonds Series 2018B which bear interest at 7.750%. Mandatory sinking fund redemptions begin on the 2018A bonds in 2023 while the 2018B bonds have no required debt service payments until 2048. The Schedule of Debt Service Requirements included on page 7 is based on the Financial Forecast (prepared in conjunction with the bond issuance), based on the assumptions more particularly set forth therein.

The District has no operating or capital leases.

RESERVES

The District has provided for an emergency reserve fund of at least 3% of fiscal year spending for 2020, as defined under TABOR.

This information is an integral part of the accompanying budget.

**VILLAGE AT SOUTHGATE METROPOLITAN DISTRICT
SCHEDULE OF DEBT SERVICE REQUIREMENTS**

Year ended December 31,	\$4,150,000 Limited Tax General Obligation Bonds Series 2018A Bearing Interest at 5.625%		\$764,000 Subordinate Limited Tax General Obligation Bonds Series 2018B Bearing Interest at 7.750%		Annual Total
	Principal (1)	Interest (2)	Principal (3)	Interest (3)	
	2018	\$ -	\$ 130,335.94	\$ -	
2019	-	233,437.50	-	-	233,437.50
2020	-	233,437.50	-	-	233,437.50
2021	-	233,437.50	-	118,092.00	351,529.50
2022	-	233,437.50	-	88,062.00	321,499.50
2023	35,000.00	233,437.50	-	82,150.00	350,587.50
2024	45,000.00	231,468.76	-	88,410.00	364,878.76
2025	50,000.00	228,937.50	-	85,941.00	364,878.50
2026	55,000.00	226,125.00	-	91,076.00	372,201.00
2027	60,000.00	223,031.26	20,000.00	68,990.00	372,021.26
2028	70,000.00	219,656.26	32,000.00	57,660.00	379,316.26
2029	75,000.00	215,718.76	34,000.00	55,180.00	379,898.76
2030	85,000.00	211,500.00	38,000.00	52,545.00	387,045.00
2031	90,000.00	206,718.76	41,000.00	49,600.00	387,318.76
2032	100,000.00	201,656.26	47,000.00	46,423.00	395,079.26
2033	105,000.00	196,031.26	51,000.00	42,780.00	394,811.26
2034	115,000.00	190,125.00	59,000.00	38,828.00	402,953.00
2035	125,000.00	183,656.26	60,000.00	34,255.00	402,911.26
2036	135,000.00	176,625.00	70,000.00	29,605.00	411,230.00
2037	145,000.00	169,031.26	73,000.00	24,180.00	411,211.26
2038	160,000.00	160,875.00	80,000.00	18,523.00	419,398.00
2039	165,000.00	151,875.00	90,000.00	12,323.00	419,198.00
2040	185,000.00	142,593.76	69,000.00	5,348.00	401,941.76
2041	195,000.00	132,187.50	-	-	327,187.50
2042	210,000.00	121,218.76	-	-	331,218.76
2043	225,000.00	109,406.26	-	-	334,406.26
2044	240,000.00	96,750.00	-	-	336,750.00
2045	255,000.00	83,250.00	-	-	338,250.00
2046	275,000.00	68,906.26	-	-	343,906.26
2047	290,000.00	53,437.50	-	-	343,437.50
2048	660,000.00	37,125.00	-	-	697,125.00
	<u>\$ 4,150,000.00</u>	<u>\$ 5,335,429.82</u>	<u>\$ 764,000.00</u>	<u>\$ 1,089,971.00</u>	<u>\$ 11,339,400.82</u>

(1) - Assumes that mandatory sinking fund redemption payments are made but assumes no optional redemptions occur.

(2) - The interest payments due on December 1, 2018 through December 1, 2019, are expected to be paid with capitalized interest.

(3) - Includes the forecasted payment of principal and interest on December 15 of each year indicated. The 2018B Subordinate Bonds have no fixed principal payment amounts due prior to maturity. The payments with respect to the 2018B Subordinate Bonds shown above reflect the forecasted principal and interest payments shown on Exhibit III of the Financial Forecast as included as Appendix C to the Limited Offering Memorandum dated May 3, 2018 related to the issuance of these bonds. These payments, however, are only forecasted amounts as and no assurance is given that the principal and interest on the 2018B Subordinate Bonds will be paid as set forth in this table. In addition to the other assumptions reflected in this table and the financial forecast, this assumes that no optional redemptions of the 2018B Subordinate Bonds will be made prior to maturity.

This information is an integral part of the accompanying budget.