

Colorado International Center
Metropolitan District No. 14

2017 Annual Report

**COLORADO INTERNATIONAL CENTER METROPOLITAN DISTRICT NO. 14
CITY AND COUNTY OF DENVER, STATE OF COLORADO
ANNUAL REPORT FOR FISCAL YEAR 2017**

Pursuant to the Service Plan for Colorado International Center Metropolitan District No. 14 (the "District"), the District is required to provide an annual report to the City and County of Denver, Colorado (the "City") with regard to the following matters:

For the year ending December 31, 2017, the District makes the following report:

1. Annual budget to the Manager of Revenue and Manager of Public Works:

A copy of the 2018 budget is attached hereto as **Exhibit A**.

2. Construction schedules for the current year and the work projected to be completed in the following two years:

The District does not have plans for any construction projects at this time.

3. Annual audited financial statements for the District to the Manager of Revenue:

A copy of the 2017 audit is attached hereto as **Exhibit B**.

4. Total debt authorized, total debt issued, and remaining debt authorized and intended to be issued by the District to the Manager of Revenue:

Pursuant to its Service Plan, the District's total authorized debt is \$157,800,000 for District Improvements and \$90,200,000 for Regional Improvements. As of December 31, 2017, the District has used \$6,400,000 of its authorization for the Series 2010 Bonds, and \$12,185,000 of its authorization for the Series 2015 Loan. See the District's 2017 audit for more details. In 2018, the District issued its \$87,135,000 Limited Tax General Obligation Refunding and Improvement Bonds, Series 2018.

5. Names and terms of members of the Board of Directors and its officers of the District to the Manager of Revenue and Manager of Public Works:

Andrew Klein - President - Term to May 2020
Kevin Smith - Treasurer - Term to May 2020
Ted Laudick- Assistant Secretary - Term to May 2022
Otis Moore, III - Assistant Secretary - Term to May 2022

6. Any bylaws, rules and regulations of the District regarding bidding, conflict of interest, contracting and other governance to the Manager of Public Works:

There were no bylaws or rules and regulations regarding bidding, conflict of interest, contracting and other governance matters adopted in 2017.

7. Current intergovernmental agreements and amendments to both the Manager of Revenue and Manager of Public Works:

The District did not enter into any Intergovernmental Agreements in 2017.

Existing Intergovernmental Agreements:

1. The District, Denver High Point at DIA Metropolitan District, and Colorado International Center Metropolitan District No. 13 entered into a Facilities Funding, Construction and Operations Agreement on June 28, 2007, as amended.

2. The District, Denver High Point at DIA Metropolitan District, Colorado International Center Metropolitan District No. 13, and Gateway Regional Metropolitan District entered into an Operations Financing Intergovernmental Agreement on June 6, 2007.

8. A summary of all current contracts for services of the District to the Manager of Public Works:

1. Management Agreement between the District and Special District Management Services, Inc., dated October 24, 2017.

2. Engagement Agreement between the District and McGeady Becher P.C., dated September 27, 2017.

3. Engagement Agreement between the District and CliftonLarsonAllen, LLP, dated March 8, 2016.

9. Official statements of current outstanding bonded indebtedness of the District, if not already received by the City to the Manager of Revenue:

The District currently has outstanding bonded indebtedness in the principal amount of \$87,135,000.

10. Current approved Service Plan of the District and amendments thereto to the Manager of Revenue and Manager of Public Works:

A copy of the Service Plan of the District (approved March 13, 2006) was provided with the 2006 Annual Report and there have been no amendments to the Service Plan to date. The District provided a 45-day notice of certain planned activities on January 25, 2007, pursuant to the provisions of Section 32-1-207(3)(b), C.R.S. A copy of the notice, as filed with the Denver District Court, has previously been provided.

11. The District Manager's contact information to the Manager of Revenue and Manager of Public Works:

Ashley B. Frisbie
Email: afrisbie@sdmsi.com.
Special District Management Services, Inc.
141 Union Boulevard, Suite 150
Lakewood, CO 80228-1898
Office: 303-987-0835 Fax: 303-987-2032

EXHIBIT A
2017 Audit



CliftonLarsonAllen

CliftonLarsonAllen LLP
8390 East Crescent Parkway, Suite 500
Greenwood Village, CO 80111
303-779-5710 | fax 303-779-0348
CLAconnect.com

July 30, 2018

Local Government Audit Division
1525 Sherman Street, Floor 7
Denver, Colorado 80203

Dear State Auditor:

We have attached one copy of the December 31, 2017, audit report for the following governmental entity:

COLORADO INTERNATIONAL CENTER METROPOLITAN DISTRICT NO. 14

If you have any questions concerning this report, please contact us.

Sincerely,

CliftonLarsonAllen LLP

CliftonLarsonAllen LLP

Enclosure

**COLORADO INTERNATIONAL CENTER
METROPOLITAN DISTRICT NO. 14
City and County of Denver, Colorado**

**FINANCIAL STATEMENTS
December 31, 2017**

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SCHILLING & COMPANY, INC.

Certified Public Accountants

P.O. Box 631579
HIGHLANDS RANCH, CO 80163

PHONE: 720.348.1086
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Independent Auditor's Report

Board of Directors
Colorado International Center
Metropolitan District No. 14
City and County of Denver, Colorado

We have audited the accompanying financial statements of the governmental activities and each major fund of Colorado International Center Metropolitan District No. 14 (District) as of and for the year ended December 31, 2017, and the related notes to the financial statements, which collectively comprise the District's basic financial statements as listed in the table of contents.

Management's Responsibility for the Financial Statements

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

Auditor's Responsibility

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

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

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

Opinions

In our opinion, the financial statements referred to above present fairly, in all material respects, the respective financial position of the governmental activities and each major fund of Colorado International Center Metropolitan District No. 14, as of December 31, 2017, and the respective changes in financial position and the respective budgetary comparison for the General Fund for the year then ended in accordance with accounting principles generally accepted in the United States of America.

Other Matters

Required Supplementary Information

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

Other Information

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

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

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

SCHILLING & COMPANY, INC.

Highlands Ranch, Colorado
July 25, 2018

BASIC FINANCIAL STATEMENTS

COLORADO INTERNATIONAL CENTER METROPOLITAN DISTRICT NO. 14
STATEMENT OF NET POSITION
December 31, 2017

	<u>Governmental Activities</u>
ASSETS	
Cash and investments	\$ 11
Cash and investments - Restricted	436,327
Receivable - County Treasurer	3,402
Property taxes receivable	<u>1,218,390</u>
Total assets	<u>1,658,130</u>
LIABILITIES	
Due to Denver High Point at DIA Metro District	7,451
Accrued loan interest payable	27,130
Noncurrent liabilities	
Due within one year	300,000
Due in more than one year	<u>9,623,491</u>
Total liabilities	<u>9,958,072</u>
DEFERRED INFLOWS OF RESOURCES	
Deferred property tax revenue	<u>1,218,390</u>
Total deferred inflows of resources	<u>1,218,390</u>
NET POSITION	
Unrestricted	<u>(9,518,332)</u>
Total net position	<u>\$ (9,518,332)</u>

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

COLORADO INTERNATIONAL CENTER METROPOLITAN DISTRICT NO. 14
STATEMENT OF ACTIVITIES
Year Ended December 31, 2017

<u>Functions/Programs</u>	<u>Expenses</u>	<u>Program Revenues</u>		
		<u>Charges for Services</u>	<u>Operating Grants and Contributions</u>	<u>Capi Grants Contrib</u>
Primary government:				
Governmental activities:				
General government	\$ 4,480,335	\$ -	\$ -	\$ -
Interest and related costs on long-term debt	359,341	-	-	-
	<u>\$ 4,839,676</u>	<u>\$ -</u>	<u>\$ -</u>	<u>\$ -</u>
General revenues:				
Property taxes				
Specific ownership taxes				
Net investment income				
Total general revenues				
Change in net position				
Net position - Beginning				
Net position - Ending				

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

COLORADO INTERNATIONAL CENTER METROPOLITAN DISTRICT NO. 14
BALANCE SHEET
GOVERNMENTAL FUNDS
December 31, 2017

	General	Debt Service	Capital Projects Regional	Total Governmental Funds
ASSETS				
Cash and investments	\$ 11	\$ -	\$ -	\$ 11
Cash and investments - Restricted	-	433,941	2,386	436,327
Receivable - County Treasurer	567	2,835	-	3,402
Property taxes receivable	162,452	812,260	243,678	1,218,390
TOTAL ASSETS	\$ 163,030	1,249,036	\$ 246,064	\$ 1,658,130
LIABILITIES, DEFERRED INFLOWS OF RESOURCES AND FUND BALANCES (DEFICITS)				
LIABILITIES				
Due to Denver High Point at DIA MD	\$ -	\$ -	\$ 7,451	\$ 7,451
Total liabilities	-	-	7,451	7,451
DEFERRED INFLOWS OF RESOURCES				
Deferred property tax revenue	162,452	812,260	243,678	1,218,390
Total deferred inflows of resources	162,452	812,260	243,678	1,218,390
FUND BALANCES (DEFICITS)				
Restricted for:				
Debt service	-	436,776	-	436,776
Unassigned:	578	-	(5,065)	(4,487)
Total fund balances (deficits)	578	436,776	(5,065)	432,289
TOTAL LIABILITIES, DEFERRED INFLOWS OF RESOURCES AND FUND BALANCES (DEFICITS)	\$ 163,030	\$ 1,249,036	\$ 246,064	

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

Long-term liabilities are not due and payable in the current period and, therefore, are not reported in the funds.	
Loan payable	(9,880,000)
Developer advances	(24,261)
Accrued interest on loan payable	(27,130)
Accrued interest on Developer advances	(19,230)
Net position of governmental activities	\$ (9,518,332)

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

COLORADO INTERNATIONAL CENTER METROPOLITAN DISTRICT NO. 14
STATEMENT OF REVENUES, EXPENDITURES AND CHANGES IN FUND BALANCES (DEFICITS)
GOVERNMENTAL FUNDS
Year Ended December 31, 2017

	<u>General</u>	<u>Debt Service</u>	<u>Capital Projects Regional</u>	<u>Total Governmental Funds</u>
REVENUES				
Property taxes	\$ 109,642	\$ 383,747	\$ -	\$ 493,389
Regional mill levy	-	-	164,463	164,463
Specific ownership tax	8,149	40,744	-	48,893
Net investment income	89	6,963	21,777	28,829
Total revenues	<u>117,880</u>	<u>431,454</u>	<u>186,240</u>	<u>735,574</u>
EXPENDITURES				
Current				
County Treasurer's fees	1,097	3,841	-	4,938
County Treasurer's fees - Regional mill levy	-	-	1,646	1,646
Intergovernmental expense - Denver				
High Point at DIA Metro District	116,205	-	-	116,205
Debt service				
Bond principal	-	260,000	-	260,000
Bond interest expense	-	334,127	-	334,127
Paying agent fees	-	11,049	-	11,049
Capital projects				
Cost of issuance	-	-	7,451	7,451
Intergovernmental expense - Denver				
High Point at DIA MD	-	-	4,363,033	4,363,033
Total expenditures	<u>117,302</u>	<u>609,017</u>	<u>4,372,130</u>	<u>5,098,449</u>
EXCESS OF REVENUES OVER (UNDER) EXPENDITURES	<u>578</u>	<u>(177,563)</u>	<u>(4,185,890)</u>	<u>(4,362,875)</u>
OTHER FINANCING SOURCES (USES)				
Transfers from (to) other funds	-	163,043	(163,043)	-
Total other financing sources (uses)	<u>-</u>	<u>163,043</u>	<u>(163,043)</u>	<u>-</u>
NET CHANGE IN FUND BALANCES	578	(14,520)	(4,348,933)	(4,362,875)
FUND BALANCES - BEGINNING OF YEAR	<u>-</u>	<u>451,296</u>	<u>4,343,868</u>	<u>4,795,164</u>
FUND BALANCES (DEFICITS) - END OF YEAR	<u>\$ 578</u>	<u>\$ 436,776</u>	<u>\$ (5,065)</u>	<u>\$ 432,289</u>

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

**COLORADO INTERNATIONAL CENTER METROPOLITAN DISTRICT NO. 14
RECONCILIATION OF THE STATEMENT OF REVENUES,
EXPENDITURES AND CHANGES IN FUND BALANCES (DEFICITS) OF
GOVERNMENTAL FUNDS TO THE STATEMENT OF ACTIVITIES
Year Ended December 31, 2017**

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

Net changes in fund balances - Total governmental funds	\$ (4,362,875)
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The issuance of long-term debt provides current financial resources to governmental funds, while the repayment of principal of long-term debt consumes the current financial resources of governmental funds. Neither transaction, however, has any effect on net position. The net effect of these differences in the treatment of long-term debt is as follows:

Bond principal payment	260,000
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Some expenses reported in the statement of activities do not require the use of current financial resources and, therefore, are not reported as expenditures in governmental funds:

Accrued interest on debt payable - Change in liability	714
Accrued interest on Developer advance - Change in liability	(1,941)
	(1,941)

Change in net position of governmental activities	\$ (4,104,102)
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These financial statements should be read only in connection with the accompanying notes to financial statements.

COLORADO INTERNATIONAL CENTER METROPOLITAN DISTRICT NO. 14
GENERAL FUND
STATEMENT OF REVENUES, EXPENDITURES AND CHANGES IN
FUND BALANCES - BUDGET AND ACTUAL
Year Ended December 31, 2017

	Budget		Actual Amounts	Variance with Final Budget Positive (Negative)
	Original	Final		
REVENUES				
Property taxes	\$ 109,616	\$ 109,616	\$ 109,642	\$ 26
Specific ownership tax	7,673	8,200	8,149	(51)
Net investment income	-	100	89	(11)
Other income	1,000	1,084	-	(1,084)
Total revenues	<u>118,289</u>	<u>119,000</u>	<u>117,880</u>	<u>(1,120)</u>
EXPENDITURES				
Current				
Contingency	1,000	1,084	-	1,084
County Treasurer's fees	1,100	1,100	1,097	3
Intergovernmental expense - Denver High Point at DIA Metro District	115,068	116,816	116,205	611
Total expenditures	<u>117,168</u>	<u>119,000</u>	<u>117,302</u>	<u>1,698</u>
NET CHANGE IN FUND BALANCES	1,121	-	578	578
FUND BALANCES - BEGINNING OF YEAR	<u>(1,121)</u>	<u>11</u>	<u>-</u>	<u>(11)</u>
FUND BALANCES - END OF YEAR	<u>\$ -</u>	<u>\$ 11</u>	<u>\$ 578</u>	<u>\$ 567</u>

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

COLORADO INTERNATIONAL CENTER METROPOLITAN DISTRICT NO. 14
NOTES TO FINANCIAL STATEMENTS
December 31, 2017

NOTE 1 - DEFINITION OF REPORTING ENTITY

Colorado International Center Metropolitan District No. 14 (District), a quasi-municipal corporation and political subdivision of the State of Colorado, was organized by an order and decree of the District Court recorded in the City and County of Denver on June 26, 2006, and is governed pursuant to provisions of the Colorado Special District Act (Title 32, Article 1, Colorado Revised Statutes). The District operates under a Service Plan approved by the City and County of Denver (City) on March 13, 2006. Concurrently with the formation of the District, the City approved the formation of Denver Highpoint at DIA Metropolitan District (the Management District) and Colorado International Center Metropolitan District No. 13 (together with the District, the Taxing Districts) (collectively, the Denver Highpoint Districts).

The District was established to provide the funding for improvements necessary for a portion of the Highpoint Development, consisting largely of water, sewer and storm drainage, parks and recreation, street, safety protection, transportation, mosquito control, fire protection and other permitted improvements and facilities within and outside of the District. The operation and maintenance of most District services and facilities are anticipated to be provided by the City and not by the District. The District expects to own, operate and maintain certain park and recreation improvements within the District. Per the Service Plan, the District is not authorized to provide television relay and translation facilities unless provided pursuant to an intergovernmental agreement with the City.

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

The District is not financially accountable for any other organization nor is the District a component unit of any other primary governmental entity, including the City and any of the other Denver Highpoint Districts.

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

NOTE 2 - SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

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

Government-wide and Fund Financial Statements

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

COLORADO INTERNATIONAL CENTER METROPOLITAN DISTRICT NO. 14
NOTES TO FINANCIAL STATEMENTS
December 31, 2017

NOTE 2 - SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

The statement of net position reports all financial and capital resources of the District. The difference between the sum of assets and deferred outflows of resources and the sum of liabilities and deferred inflows of resources is reported as net position.

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

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

Measurement Focus, Basis of Accounting, and Financial Statement Presentation

The government-wide financial statements are reported using the economic resources measurement focus and the accrual basis of accounting. Revenues are recorded when earned and expenses are recorded when a liability is incurred, regardless of the timing of related cash flows.

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

The District reports the following major governmental funds:

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

The Debt Service Fund accounts for the resources accumulated and payments made for principal and interest on long-term debt of the governmental funds.

The Capital Projects Fund - Regional is used to account for funds generated from the Regional Mill Levy and Regional Facility Fees.

COLORADO INTERNATIONAL CENTER METROPOLITAN DISTRICT NO. 14
NOTES TO FINANCIAL STATEMENTS
December 31, 2017

NOTE 2 - SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

Pooled Cash and Investments

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

Budgets

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

The District amended its annual budget for the year ended December 31, 2017.

Property Taxes

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

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

Maintenance Fee

On October 28, 2015, the District and the Management District adopted a Joint Resolution Concerning the Imposition of a Maintenance Fee. This Joint Resolution supersedes all other resolutions imposing Maintenance Fees.

COLORADO INTERNATIONAL CENTER METROPOLITAN DISTRICT NO. 14
NOTES TO FINANCIAL STATEMENTS
December 31, 2017

NOTE 2 - SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

A monthly recurring maintenance fee is charged to each residential and commercial unit in the District for services provided in connection with the construction, operation, and maintenance of public facilities within the District, including but not limited to the operation and maintenance of park and recreational facilities, landscaping, and common areas. The maintenance fee may be adjusted from time to time. In 2017, the fees were \$26.50 for residential units without underdrains and \$27.50 for residential units with underdrains. The maintenance fees are to be billed, collected, and retained by the Management District. During 2017, there were no occupied residential units within the District. Therefore, no maintenance fee revenue has been reported.

The Districts are also authorized to charge a one-time maintenance fee payable upon the transfer of a residential or commercial unit by an End User at a rate established by the Districts from time to time. As of December 31, 2017, no rate for the one-time maintenance fees had been established.

Facilities Fee

On October 28, 2015, the District and the Management District adopted a Joint Resolution Concerning the Imposition of a Facilities Fee. This Joint Resolution supersedes all other resolutions imposing Facilities Fees.

A facility fee of \$2,500 for each residential unit and \$0.25 per square foot for each commercial unit is charged against properties within the District. The facility fee is due at the time of issuance of a building permit. The District records the facilities fee as revenue when received.

Regional Development Fee

On October 28, 2015, the District and the Management District adopted a Joint Resolution Concerning the Imposition of a Regional Development Fee. This Joint Resolution supersedes all other resolutions imposing Regional Development Fees.

The Districts impose a Regional Development Fee on property within the Districts ranging from a base amount of \$0.38 to \$0.94 per square foot of a Zone Lot, as adjusted by the Construction Cost Adjustment multiplier provided by the City. The fee is imposed to provide for the funding of certain Regional Improvements, per an agreement with the City.

Any unpaid fees constitute a statutory and perpetual lien against the property served.

Deferred Inflows of Resources

In addition to liabilities, the statement of net position reports a separate section for deferred inflows of resources. This separate financial statement element, *deferred inflows of resources*, represents an acquisition of net position that applies to a future period and so will not be recognized as an inflow of resources (revenue) until that time. The District has one item that qualifies for reporting in this category. Accordingly, the item, *deferred property tax revenue*, is deferred and recognized as an inflow of resources in the period that the amount becomes available.

COLORADO INTERNATIONAL CENTER METROPOLITAN DISTRICT NO. 14
NOTES TO FINANCIAL STATEMENTS
December 31, 2017

NOTE 2 - SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

Equity

Net Position

For government-wide presentation purposes when both restricted and unrestricted resources are available for use, it is the District's practice to use restricted resources first, then unrestricted resources as they are needed.

Fund Balance

Fund balance for governmental funds is reported in classifications that comprise a hierarchy based on the extent to which the government is bound to honor constraints on the specific purposes for which spending can occur. Governmental funds report up to five classifications of fund balance: nonspendable, restricted, committed, assigned, and unassigned. Because circumstances differ among governments, not every government or every governmental fund will present all of these components. The following classifications describe the relative strength of the spending constraints:

- *Nonspendable fund balance* – The portion of fund balance that cannot be spent because it is either not in spendable form (such as prepaid amounts or inventory) or legally or contractually required to be maintained intact.
- *Restricted fund balance* – The portion of fund balance that is constrained to being used for a specific purpose by external parties (such as bondholders), constitutional provisions, or enabling legislation.
- *Committed fund balance* – The portion of fund balance that can only be used for specific purposes pursuant to constraints imposed by 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* – The portion of fund balance that is constrained by the government's intent to be used for specific purposes, but is neither restricted nor committed. Intent is expressed by the Board of Directors to be used for a specific purpose. Constraints imposed on the use of assigned amounts are more easily removed or modified than those imposed on amounts that are classified as committed.
- *Unassigned fund balance* – The residual portion of fund balance that does not meet any of the criteria described above.

If more than one classification of fund balance is available for use when an expenditure is incurred, it is the District's practice to use the most restrictive classification first.

COLORADO INTERNATIONAL CENTER METROPOLITAN DISTRICT NO. 14
NOTES TO FINANCIAL STATEMENTS
December 31, 2017

NOTE 2 - SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

Deficits

The Capital Projects Fund reported a deficit in the fund financial statements as of December 31, 2017. The deficit will be eliminated with the anticipated issuance of bonds in 2018.

NOTE 3 - CASH AND INVESTMENTS

Cash and investments as of December 31, 2017, are classified in the accompanying financial statements as follows:

Statement of net position:

Cash and investments	\$ 11
Cash and investments - Restricted	<u>436,327</u>
Total cash and investments	<u><u>\$ 436,338</u></u>

Cash and investments as of December 31, 2017, consist of the following:

Deposits with financial institutions	\$ 6,566
Investments	<u>429,772</u>
Total cash and investments	<u><u>\$ 436,338</u></u>

Deposits with Financial Institutions

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

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

At December 31, 2017, the District's cash deposits had a bank balance and a carrying balance of \$2,914.

Investments

The District has adopted a formal investment policy whereby the District follows state statutes regarding investments.

The District generally limits its concentration of investments to those noted with an asterisk (*) below, which are believed to have minimal credit risk, minimal interest rate risk and no foreign currency risk. Additionally, the District is not subject to concentration risk or investment custodial risk disclosure requirements for investments that are in the possession of another party.

COLORADO INTERNATIONAL CENTER METROPOLITAN DISTRICT NO. 14
NOTES TO FINANCIAL STATEMENTS
December 31, 2017

NOTE 3 - CASH AND INVESTMENTS (CONTINUED)

Colorado Revised Statutes limit investment maturities to five years or less unless formally approved by the Board of Directors, such actions are generally associated with a debt service reserve or sinking fund requirements.

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

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

As of December 31, 2017, the District had the following investments:

Investment	Maturity	Amount
Colorado Surplus Asset Fund Trust (CSAFE)	Weighted average under 60 days	<u>\$ 429,772</u>

CSAFE

The District invested in the Colorado Surplus Asset Fund Trust (CSAFE) (the Trust), which is an investment vehicle established by state statute for local government entities to pool surplus assets. The State Securities Commissioner administers and enforces all State statutes governing the Trust. The Trust is similar to a money market fund, with each share valued at \$1.00. CSAFE may invest in U.S. Treasury securities, repurchase agreements collateralized by U.S. Treasury securities, certain money market funds and highest rated commercial paper. A designated custodial bank serves as custodian for CSAFE's portfolio pursuant to a custodian agreement. The custodian acts as safekeeping agent for CSAFE's investment portfolio and provides services as the depository in connection with direct investments and withdrawals. The custodian's internal records segregate investments owned by CSAFE. CSAFE is rated AAAM by Standard & Poor's. CSAFE records its investments at amortized cost and the District records its investments in CSAFE using the amortized cost method. There are no unfunded commitments, the redemption frequency is daily and there is no redemption notice period.

COLORADO INTERNATIONAL CENTER METROPOLITAN DISTRICT NO. 14
NOTES TO FINANCIAL STATEMENTS
December 31, 2017

NOTE 4 - LONG-TERM OBLIGATIONS

An analysis of the changes in long-term obligations for the year ended December 31, 2017, follows:

	Balance December 31, 2016	Additions	Reductions	Balance December 31, 2017	Due Within One Year
Governmental Activities:					
Tax-Free Loan					
Series 2015	\$ 10,140,000	\$ -	\$ 260,000	\$ 9,880,000	\$ 300,000
Developer advance	24,261	-	-	24,261	-
Accrued interest on					
Developer advances	17,289	1,941	-	19,230	-
	<u>\$ 10,181,550</u>	<u>\$ 1,941</u>	<u>\$ 260,000</u>	<u>\$ 9,923,491</u>	<u>\$ 300,000</u>

The details of the District's long-term obligations are as follows:

Tax-Free Loan - Refunding and Improvement Drawdown Issue, Series 2015. On December 30, 2015, the District issued a bank loan in the amount of \$12,185,000 for the purpose of refunding the District's Series 2010 bonds and for providing new capital funds. The initial funded amount is \$10,400,000. The initial funded amount bears interest at a rate of 3.25%. Interest is payable on June 1 and December 1 of each year beginning on June 1, 2016. The loan will mature on December 30, 2022, with principal payments due on December 1, beginning on December 1, 2016.

The 2015 Loan is secured by and payable solely from Pledged Revenue, which includes property taxes derived from the Required Mill Levy and the Regional Mill Levy, net of the cost of collection; Specific Ownership Taxes attributable to the Required Mill Levy and the Regional Mill Levy; and any other legally available moneys of the District credited to the Bond Fund. Under certain circumstances, monies on deposit in the Surplus Fund, if any, will be used to pay the Loan.

The Required Mill Levy is defined as a mill levy imposed upon all taxable property in the District each year in an amount sufficient to pay the principal of and interest on the 2015 Loan but not in excess of 50 mills, and for so long as the Loan is outstanding, not less than 35 mills. Such minimum and maximum mill levies will be adjusted for changes occurring after March 13, 2006, in the ratio of actual value to assessed value of property within the District. Once the Debt to Assessed Ratio is 50% or less and the assessed value of all taxable property in the District is \$70,000,000 or greater, the mill levy may be imposed in an amount sufficient to pay debt service on the Series 2015 Loan without limitation of rate (less amounts received from the Regional Mill Levy).

COLORADO INTERNATIONAL CENTER METROPOLITAN DISTRICT NO. 14
NOTES TO FINANCIAL STATEMENTS
December 31, 2017

NOTE 4 - LONG-TERM OBLIGATIONS (CONTINUED)

The Regional Mill Levy means the regional mill levy imposed by the District in the amount of 15 mills, pursuant to the Service Plan and City IGA; provided however, that in the event the method of calculating assessed valuation is or was changed after March 13, 2006, the minimum and maximum mill levies provided herein will be increased or decreased to reflect such changes, such increases or decreases to be determined by the Board in good faith (such determination to be binding and final) so that to the extent possible, the actual tax revenues generated by the regional mill levy, as adjusted, are neither diminished nor enhanced as a result of such changes.

The 2015 Loan is also secured by a Reserve Fund in the required amount of \$306,600 and a Surplus Fund up to a maximum amount of \$640,000. At any time the Reserve Fund balance is equal to the Reserve Requirement and the Surplus Fund balance is equal to the Surplus Fund Maximum Balance, the District may prepay all or part of the principal amount of the 2015 Loan prior to the Maturity Date, in whole or in part, on any Business Day, such date being the Prepayment Date, provided at least three (3) Business Days' written notice is provided by the District to the Bank and the Custodian and such prepayment includes payment of the Prepayment Fee due to the Bank as a result of such prepayment. All prepayments shall be in an amount of at least \$10,000 or, if less, the remaining entire principal balance of the 2015 Loan.

Outstanding principal and interest on the funded loan amount mature as follows:

	<u>Principal</u>	<u>Interest</u>	<u>Total</u>
2018	\$ 300,000	\$ 325,560	\$ 625,560
2019	300,000	315,674	615,674
2020	310,000	306,627	616,627
2021	315,000	295,574	610,574
2022	8,655,000	307,015	8,962,015
	<u>\$ 9,880,000</u>	<u>\$ 1,550,450</u>	<u>\$ 11,430,450</u>

Developer Advances

On October 14, 2016, the District (along with the Management District and Colorado International Center Metropolitan District No. 13) (the Districts) entered into an Operations Funding and Reimbursement Agreement (New Agreement) with LNR CPI High Point, LLC (LNR). The Districts had entered into previous Operations and Funding Agreements dated March 22, 2007, and made effective December 1, 2006 (Prior Agreements). The New Agreement was entered into for the purpose of terminating the Prior Agreements, acknowledging all prior costs to the Districts for the payment of operations costs, and clarifying and consolidating all understandings and commitments between the Districts and LNR. The Districts have acknowledged that LNR has made advances to the District since 2006 through the date of the New Agreement, and that LNR will continue to advance funds to the Districts for

COLORADO INTERNATIONAL CENTER METROPOLITAN DISTRICT NO. 14
NOTES TO FINANCIAL STATEMENTS
December 31, 2017

NOTE 4 - LONG-TERM OBLIGATIONS (CONTINUED)

operations costs on a periodic basis as needed. Simple interest on such advances shall accrue at the rate of 8% per annum. Repayment of advances will be from ad valorem taxes, fees, or other legally available revenues. Any mill levy certified by the District for the purpose of repaying advances shall not exceed 50 mills, less amounts needed for current administrative, operations and maintenance costs, and to service existing debt. The New Agreement is in effect until the earlier of repayment of advances or December 1, 2046. In July 2017, LNR sold its property in the District to ACM High Point VI LLC (ACM). The Operations and Capital Funding and Reimbursement Agreements with LNR were terminated and all reimbursement rights were assigned to ACM.

ACM and the Management District entered into the Operations Funding and Reimbursement Agreement on July 20, 2017 for the purposes of acknowledging all prior advances made by LNR to the Districts, as assigned to ACM, and to provide for ACM's advancement of funds to the District for future operations costs of the District up to \$1,000,000 for the fiscal years 2017 through 2020. The payment obligation to pay ACM constitutes a multiple-fiscal year obligation of the District. Simple interest shall accrue on each developer advance, including the prior advances, at a rate of 8%. The District intends to repay from certain revenues including ad valorem taxes and fees. Any mill levy certified by the District for the purpose of repaying advances made shall not exceed the mill levy limitation in the Service Plan, and in any event, shall not exceed 50 mills. The term of this Agreement is in effect until the earlier of the repayment of the obligation or December 1, 2047.

ACM and the Management District entered into the Capital Funding and Reimbursement Agreement on July 20, 2017 for the purposes of acknowledging all prior advances made by LNR to the Districts, as assigned to ACM, and to provide for ACM's advancement of funds to the District for future capital costs of the District up to \$10,000,000 for the fiscal years 2017 through 2020. The payment obligation to pay ACM constitutes a multiple-fiscal year obligation of the District. Simple interest shall accrue on each developer advance, including the prior advances, at a rate of 8%. The District intends to repay from certain revenues including ad valorem taxes and fees. Any mill levy certified by the District for the purpose of repaying advances made shall not exceed the mill levy limitation in the Service Plan, and in any event, shall not exceed 50 mills. The term of this Agreement is in effect until the earlier of the repayment of the obligation or December 1, 2047.

At December 31, 2017, the outstanding amount due to ACM by the District was \$43,491, which includes \$19,230 of accrued interest.

COLORADO INTERNATIONAL CENTER METROPOLITAN DISTRICT NO. 14
NOTES TO FINANCIAL STATEMENTS
December 31, 2017

NOTE 4 - LONG-TERM OBLIGATIONS (CONTINUED)

Authorized Debt

On May 2, 2006, the District's electors authorized the incurrence of general obligation debt totalling \$1,530,400,000 in principal at an interest rate not to exceed 14%. On May 3, 2016, the District's electors authorized the incurrence of general obligation debt totalling \$2,615,000,000 in principal, at an interest rate not to exceed 18%. At December 31, 2017, the District has authorized but unissued indebtedness for the following purposes:

	<u>Authorized May 2, 2006 Election</u>	<u>Authorized May 3, 2016 Election</u>	<u>Authorization Used - Series 2010 Bonds</u>	<u>Authorization Used - Series 2015 Loan</u>	<u>Remaining at December 31, 2017</u>
Streets	\$ 157,800,000	\$ 157,800,000	\$ 3,456,000	\$ 6,650,506	\$ 305,493,494
Parks and recreation	157,800,000	157,800,000	128,000	-	315,472,000
Water supply system	157,800,000	157,800,000	256,000	-	315,344,000
Sanitary and storm sewer	157,800,000	157,800,000	2,560,000	-	313,040,000
Public transportation	157,800,000	157,800,000	-	-	315,600,000
Mosquito control	10,000,000	157,800,000	-	-	167,800,000
Traffic and safety protection	157,800,000	157,800,000	-	-	315,600,000
Fire protection	10,000,000	157,800,000	-	-	167,800,000
Operations and maintenance	157,800,000	157,800,000	-	-	315,600,000
Debt refunding	157,800,000	157,800,000	-	5,534,494	310,065,506
Intergovernmental contracts	157,800,000	157,800,000	-	-	315,600,000
Regional improvements	90,200,000	90,200,000	-	-	180,400,000
Special assessment debt	-	157,800,000	-	-	157,800,000
Television relay/translation	-	157,800,000	-	-	157,800,000
Security	-	157,800,000	-	-	157,800,000
Private contracts	-	157,800,000	-	-	157,800,000
Mortgages	-	157,800,000	-	-	157,800,000
	<u>\$ 1,530,400,000</u>	<u>\$ 2,615,000,000</u>	<u>\$ 6,400,000</u>	<u>\$ 12,185,000</u>	<u>\$ 4,126,815,000</u>

The District's Service Plan limits total debt issuance to \$157,800,000 for District Improvements and \$90,200,000 for Regional Improvements.

In the future, the District may issue a portion or all of the remaining authorized but unissued general obligation debt for purposes of providing public improvements to support development as it occurs within the District's service area; however, as of the date of this audit, the amount and timing of any debt issuances is not determinable.

NOTE 5 - NET POSITION

The District has net position consisting of one component - unrestricted.

The District has a deficit in unrestricted net position. This deficit amount is a result of the District being responsible for the repayment of debt issued for public improvements, while the funds for construction of those improvements have been transferred to the Management District.

COLORADO INTERNATIONAL CENTER METROPOLITAN DISTRICT NO. 14
NOTES TO FINANCIAL STATEMENTS
December 31, 2017

NOTE 6 - RELATED PARTIES

The property within the District is owned by and is being developed by ACM High Point VI LLC, a Delaware limited liability corporation (ACM), which acquired the property from LNR CPI High Point LLC, a Colorado limited liability corporation, in July 2017. During 2017, a majority of the members of the Board of Directors were officers of, employees of, or associated with ACM. One board member is the owner of Silverbluff Companies, Inc., which provides construction management services to the Management District.

NOTE 7 - AGREEMENTS

Facilities Funding, Construction and Operations Agreement (FFCOA)

On June 28, 2007 as amended on October 29, 2009, with an effective date of September 2, 2009, the District entered into a Facilities Funding, Construction and Operations Agreement (FFCOA) with Colorado International Center Metropolitan District No. 13 and the Management District. The Management District will own, operate, maintain, finance and construct facilities benefiting all of the Districts and the Taxing Districts will contribute to the costs of construction, operation, and maintenance of such facilities. Since all assessed valuation of property developed will be located in the Taxing Districts, the Taxing Districts will either use proceeds of general obligation bonds or pledge their ad valorem tax revenues to pay their obligations to the Management District. The FFCOA was amended on October 29, 2009, effective September 2, 2008, to revise certain provisions relating to bonds and revenue from regional mill levies and regional development fees.

Operations Financing Intergovernmental Agreement

On June 6, 2007, the District entered into an agreement with the other Denver Highpoint Districts and Gateway Regional Metropolitan District (Gateway). Under the agreement, the Denver Highpoint Districts agreed to participate in the operations and maintenance of certain public landscaping improvements in the medians along Tower Road between 56th Avenue and 72nd Avenue that had been previously installed by Gateway. The Denver Highpoint Districts' share of the operations and maintenance expenses is 17% of Gateway's budgeted operation and maintenance expenses, as adjusted for certain provisions. As provided under the FFCOA (see above), the Management District shall collect revenues from the other Denver Highpoint Districts and remit to Gateway the annual amount due in twelve equal installments. During 2017 a payment of \$6,345 was made by the Management District to Gateway under this Agreement.

NOTE 8 - INTERFUND TRANSFERS

The transfer of \$163,043 from the Capital Projects Fund - Regional to the Debt Service Fund was made in accordance with terms of the Series 2015 loan issue.

COLORADO INTERNATIONAL CENTER METROPOLITAN DISTRICT NO. 14
NOTES TO FINANCIAL STATEMENTS
December 31, 2017

NOTE 9 - RISK MANAGEMENT

The District is exposed to various risks of loss related to torts; thefts of, damage to, or destruction of assets; errors or omissions; injuries to employees; or acts of God.

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

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

NOTE 10 - TAX, SPENDING AND DEBT LIMITATIONS

Article X, Section 20 of the Colorado Constitution, commonly known as the Taxpayer's Bill of Rights (TABOR), contains tax, spending, revenue and debt limitations that apply to the State of Colorado and all local governments.

Spending and revenue limits are determined based on the prior year's Fiscal Year Spending adjusted for allowable increases based upon inflation and local growth. Fiscal Year Spending is generally defined as expenditures plus reserve increases with certain exceptions. Revenue in excess of the Fiscal Year Spending limit must be refunded unless the voters approve retention of such revenue.

On May 2, 2006, a majority of the District's electors authorized the District to collect and spend or retain taxes of up to \$10,000,000 annually for operations and maintenance and any revenues from any other sources without regard to any limitations imposed by TABOR beginning in 2006. Additionally, the District electors authorized the District to collect, retain and spend all revenue without regard to limitation under TABOR in 2007 and all subsequent years.

TABOR requires local governments to establish Emergency Reserves. These reserves must be at least 3% of Fiscal Year Spending (excluding bonded debt service). Local governments are not allowed to use the emergency reserves to compensate for economic conditions, revenue shortfalls, or salary or benefit increases. The District transfers all of its operating revenues to the Management District, as provided for in the FFCOA. Therefore, the Emergency Reserve related to the District's revenue stream is captured in the Management District.

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

COLORADO INTERNATIONAL CENTER METROPOLITAN DISTRICT NO. 14
NOTES TO FINANCIAL STATEMENTS
December 31, 2017

NOTE 11 - SUBSEQUENT EVENTS

Bond Issuance

On April 12, 2018, the District issued \$87,135,000 of Limited Tax General Obligation Refunding and Improvement Bonds, Series 2018 (the 2018 Bonds). The proceeds from the sale of the 2018 Bonds, combined with available funds of the Districts, were used to: (i) fund public improvements related to the development of property in the District and Colorado International Center Metropolitan District No. 13 (CIC 13); (ii) fund capitalized interest on the 2018 Bonds; (iii) refund amounts outstanding under the 2015 Loan; (iv) fund a portion of the Surplus Fund; and, (v) pay the costs of issuing the Bonds.

The 2018 Bonds bear interest at rates of 5.625% (\$3,395,000, maturing on December 1, 2032) and 5.875% (\$83,740,000, maturing on December 1, 2046), and are payable semi-annually on June 1 and December 1, beginning on June 1, 2018. Annual mandatory sinking fund principal payments are due on December 1, beginning on December 1, 2023. The 2018 Bonds fully mature on December 1, 2046.

Pursuant to the Indenture, the 2018 Bonds are secured by and payable from pledged revenue, net of any costs of collection, which includes: (1) all Property Tax Revenues derived from the District's imposition of the Required Mill Levy and the Regional Mill Levy; (2) all Capital Fees which include the Facilities Fees; (3) all Specific Ownership Taxes received as a result of the imposition of the Required Mill Levy and the Regional Mill Levy; (4) all PILOT Revenues; and (5) any other legally available moneys which the District determines, in its absolute discretion, to credit to the Bond Fund (Pledged Revenue).

Pursuant to the FFCOA, the District and CIC 13 entered into a Capital Pledge Agreement dated April 12, 2018 (Pledge Agreement). Pursuant to the Pledge Agreement, the 2018 Bonds are also secured by and payable from CIC 13 pledged revenue, net any costs of collection, which includes: (1) all CIC 13 Property Tax Revenues derived from CIC 13's imposition of the Required Mill Levy and the Regional Mill Levy; (2) all CIC 13 Capital Fees which includes the Facilities Fees; (3) all CIC 13 Specific Ownership Taxes received as a result of the imposition of the CIC 13 Required Mill Levy and the CIC 13 Regional Mill Levy; (4) all CIC 13 PILOT Revenues; and (5) any other legally available moneys which CIC 13 determines, in its absolute discretion, to credit to the Bond Fund (CIC 13 Pledged Revenue).

Pursuant to the Pledge Agreement, CIC 13 has covenanted to impose a Required Mill Levy of 50.000 mills (subject to adjustment) and a Regional Mill Levy of 15.000 mills (subject to adjustment). The Pledge Agreement defines CIC 13 Property Tax Revenues as, generally, all moneys derived from imposition by CIC 13 of the CIC 13 Required Mill Levy and the CIC 13 Regional Mill Levy.

Amounts on deposit in the Surplus Fund also secure payment of the 2018 Bonds. The Surplus Fund was funded from bond proceeds in the amount of \$8,713,500, from available funds of the Districts, and from the Pledged Revenue and CIC 13 Pledged Revenue up to the Maximum Surplus Amount. The Maximum Surplus Amount means: (a) prior to the Partial Release Test Satisfaction Date, the amount of \$17,427,000; and (b) after the Partial Release Test Satisfaction Date, the amount of \$8,713,500 (which is equal to the initial deposit to the Surplus Fund from bond proceeds). The Partial Release Test Satisfaction Date means the first date on which the Senior Debt to Assessed Ratio is 50% or less.

COLORADO INTERNATIONAL CENTER METROPOLITAN DISTRICT NO. 14
NOTES TO FINANCIAL STATEMENTS
December 31, 2017

NOTE 11 - SUBSEQUENT EVENTS (CONTINUED)

Pledged Revenue and CIC 13 Pledged Revenue that is not needed to pay debt service on the 2018 Bonds in any year will be deposited to and held in the Surplus Fund, up to the Maximum Surplus Amount. Pursuant to the Indenture, amounts on deposit in the Surplus Fund (if any) on the maturity date of the Bonds shall be applied to the payment of the Bonds. The availability of such amount shall be taken into account in calculating the Required Mill Levy and the Regional Mill Levy required to be imposed in December 2045. The Surplus Fund will be terminated upon the repayment of the 2018 Bonds and any excess moneys therein will be applied to any legal purpose of the District.

Denver High Point IGA

On April 12, 2018, Aurora High Point at DIA Metropolitan District (AHP) entered into a Cost Sharing and Reimbursement Agreement (the "Denver High Point IGA") with Denver High Point at DIA Metropolitan District ("DHP"). DHP functions as the management district for the Denver High Point Districts and is responsible for coordinating and managing the financing, acquisition, construction, completion, and operation and maintenance of all public infrastructure and services within the portion of High Point in Denver.

Construction of certain regional improvements funded by AHP and DHP benefitted property owners and taxpayers in both the Aurora and Denver portions of High Point; however, the parties have determined that such costs should be re-distributed based on an engineer's recommendation of benefit provided and, as a result, the parties entered into the Denver High Point IGA to, among other things, re-allocate such costs between the two districts (assigning 56.18% of such costs to DHP and 43.83% to AHP). Accordingly, pursuant to the Denver High Point IGA, both AHP and DHP acknowledge that AHP is entitled to be reimbursed by DHP in the amount of \$10,021,145 for various capital expenditures the District previously made and which the Board of Directors of DHP has determined conferred a benefit to one or more of the Denver High Point Districts. DHP has received an engineer's certification to verify the allocated amount owed to the District for the improvements constructed. AHP was reimbursed in the amount of \$10,021,145 using proceeds of the District's 2018 Bonds.

On May 7, 2018, the Denver High Point IGA was amended to include Colorado International Center Metropolitan District No. 4 (CIC No. 4), a taxing district to AHP, as a party to the Denver High Point IGA; to recognize certain improvements that CIC No. 4 constructed as Regional Facilities under the Denver High Point IGA; to reallocate costs associated with the construction of such improvements as part of the total reallocation under the Denver High Point IGA; and to recognize that AHP is entitled to an additional reimbursement to further reconcile DHP's proportionate share of the re-allocated costs. Accordingly, the reimbursement amount was reallocated and increased from \$10,021,145 to \$22,399,717, which additional amount of \$12,378,572 was also paid to AHP using proceeds of the District's 2018 Bonds.

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

SUPPLEMENTARY INFORMATION

COLORADO INTERNATIONAL CENTER METROPOLITAN DISTRICT NO. 14
DEBT SERVICE FUND
SCHEDULE OF REVENUES, EXPENDITURES AND CHANGES IN
FUND BALANCES - BUDGET AND ACTUAL
Year Ended December 31, 2017

	Budget		Actual Amounts	Variance with Final Budget Positive (Negative)
	Original	Final		
REVENUES				
Property taxes	\$ 383,656	\$ 383,656	\$ 383,747	\$ 91
Specific ownership tax	38,366	41,100	40,744	(356)
Net investment income	2,200	5,300	6,963	1,663
Total revenues	<u>424,222</u>	<u>430,056</u>	<u>431,454</u>	<u>1,398</u>
EXPENDITURES				
Debt service				
County Treasurer's fee	3,840	3,840	3,841	(1)
Loan principal	260,000	260,000	260,000	-
Loan interest expense	334,127	334,127	334,127	-
Paying agent fees	4,000	11,000	11,049	(49)
Contingency	2,033	1,033	-	1,033
Total expenditures	<u>604,000</u>	<u>610,000</u>	<u>609,017</u>	<u>983</u>
EXCESS OF REVENUES				
(UNDER) EXPENDITURES	<u>(179,778)</u>	<u>(179,944)</u>	<u>(177,563)</u>	<u>2,381</u>
OTHER FINANCING SOURCES (USES)				
Transfers from Capital Projects - Regional Fund	<u>162,772</u>	<u>163,043</u>	<u>163,043</u>	<u>-</u>
Total other financing sources (uses)	<u>162,772</u>	<u>163,043</u>	<u>163,043</u>	<u>-</u>
NET CHANGE IN FUND BALANCES	(17,006)	(16,901)	(14,520)	2,381
FUND BALANCES - BEGINNING OF YEAR	<u>449,106</u>	<u>451,296</u>	<u>451,296</u>	<u>-</u>
FUND BALANCES - END OF YEAR	<u>\$ 432,100</u>	<u>\$ 434,395</u>	<u>\$ 436,776</u>	<u>\$ 2,381</u>

COLORADO INTERNATIONAL CENTER METROPOLITAN DISTRICT NO. 14
CAPITAL PROJECTS FUND - REGIONAL
SCHEDULE OF REVENUES, EXPENDITURES AND CHANGES IN
FUND BALANCES (DEFICITS) - BUDGET AND ACTUAL
Year Ended December 31, 2017

	Budget		Actual Amounts	Variance with Final Budget Positive (Negative)
	Original	Final		
REVENUES				
Regional mill levy	\$ 164,424	\$ 164,424	\$ 164,463	\$ 39
Net investment income	11,000	21,800	21,777	(23)
Bond issuance	-	-	-	-
Other income	1,000	7,500	-	(7,500)
Total revenues	<u>176,424</u>	<u>193,724</u>	<u>186,240</u>	<u>(7,484)</u>
EXPENDITURES				
County Treasurer's fee	1,640	1,640	1,646	(6)
Contingency	-	2,284	-	2,284
Cost of issuance	-	7,500	7,451	49
Regional fee - Transfer to DHP at DIA	4,350,524	4,363,033	4,363,033	-
Total expenditures	<u>4,352,164</u>	<u>4,374,457</u>	<u>4,372,130</u>	<u>2,327</u>
EXCESS OF REVENUES OVER EXPENDITURES	<u>(4,175,740)</u>	<u>(4,180,733)</u>	<u>(4,185,890)</u>	<u>(5,157)</u>
OTHER FINANCING SOURCES (USES)				
Transfers to Debt Service Fund	(162,772)	(163,043)	(163,043)	-
Total other financing sources (uses)	<u>(162,772)</u>	<u>(163,043)</u>	<u>(163,043)</u>	<u>-</u>
NET CHANGE IN FUND BALANCES	(4,338,512)	(4,343,776)	(4,348,933)	(5,157)
FUND BALANCES - BEGINNING OF YEAR	<u>4,338,512</u>	<u>4,343,868</u>	<u>4,343,868</u>	<u>-</u>
FUND BALANCES (DEFICITS) - END OF YEAR	<u>\$ -</u>	<u>\$ 92</u>	<u>\$ (5,065)</u>	<u>\$ (5,157)</u>

OTHER INFORMATION

**COLORADO INTERNATIONAL CENTER METROPOLITAN DISTRICT NO. 14
SCHEDULE OF DEBT SERVICE REQUIREMENTS TO MATURITY
December 31, 2017**

**\$12,185,000
Tax-Free Loan
Refunding and Improvement Drawdown Issue
Dated December 30, 2015
Fixed Interest Rate 3.25%
Interest Payable June 1 and December 1
Principal Due December 1**

	<u>Principal</u>	<u>Interest</u>	<u>Total</u>
2018	\$ 300,000	\$ 325,560	\$ 625,560
2019	300,000	315,674	615,674
2020	310,000	306,627	616,627
2021	315,000	295,574	610,574
2022	320,000	285,194	605,194
2022*	8,335,000	21,821	8,356,821
	<u>\$ 9,880,000</u>	<u>\$ 1,550,450</u>	<u>\$ 11,430,450</u>

* Maturity date is December 30, 2022

COLORADO INTERNATIONAL CENTER METROPOLITAN DISTRICT NO. 14
SCHEDULE OF ASSESSED VALUATION,
MILL LEVY AND PROPERTY TAXES COLLECTED
Year Ended December 31, 2017

Year Ended December 31,	Prior Year Assessed Valuation for Current Year Property Tax Levy	Total Mill Levy		Total Property Taxes		Percent Collected to Levied
		General	Debt Service	Levied	Collected	
2013	\$ 8,217,250	10.000	50.000 (1)	\$ 493,036	\$ 493,035	100.00%
2014	\$ 8,509,450	10.000	50.000 (1)	\$ 510,568	\$ 510,565	100.00%
2015	\$ 8,446,680	10.000	50.000 (1)	\$ 506,798	\$ 500,564	98.77%
2016	\$ 11,126,220	10.000	50.000 (1)	\$ 667,573	\$ 667,419	99.90%
2017	\$ 10,961,600	10.000	50.000 (1)	\$ 657,696	\$ 657,852	100.02%
Estimated for year ending December 31, 2018	\$ 16,245,200	10.000	65.000 (1)	\$ 1,218,390		

(1) Includes 15.000 mills for a Regional Mill levy, which is pledged to debt service.

NOTE:

Property taxes collected in any one year include collection of delinquent property taxes assessed in prior years, as well as reductions for property tax refunds or abatements. Information received from the County Treasurer does not permit identification of specific year of assessment.

EXHIBIT B
2018 Budget



CliftonLarsonAllen LLP
CLAAconnect.com

CliftonLarsonAllen

Accountant's Compilation Report

Board of Directors
Colorado International Center Metropolitan District No. 14
City and County of Denver, Colorado

Management is responsible for the accompanying budget of revenues, expenditures, and fund balances of Colorado International Center Metropolitan District No. 14 for the year ending December 31, 2018, including the estimate of comparative information for the year ending December 31, 2017, and the actual comparative information for the year ending December 31, 2016, in the format prescribed 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.

We draw attention to the summary of significant assumptions which describe that the budget is presented in accordance with the requirements of 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 the Colorado International Center Metropolitan District No. 14.

Greenwood Village, Colorado
December 26, 2017



An independent member of Nexia International

COLORADO INTERNATIONAL CENTER METROPOLITAN DISTRICT NO. 14
SUMMARY
2018 BUDGET AS ADOPTED
WITH 2016 ACTUAL AND 2017 ESTIMATED
For the Years Ended and Ending December 31,

12/26/2017

	ACTUAL 2016	ESTIMATED 2017	ADOPTED 2018
BEGINNING FUND BALANCES	\$ 4,775,926	\$ 4,795,164	\$ 434,487
REVENUES			
1 Property taxes	500,564	493,272	974,712
2 Specific ownership taxes	44,255	49,300	85,272
3 Net investment income	27,241	27,200	5,300
4 Other income	-	1,084	7,836
5 Bond issuance	-	-	30,232,000
6 Regional mill levy	166,855	164,424	243,678
Total revenues	<u>738,915</u>	<u>735,280</u>	<u>31,548,798</u>
TRANSFERS IN	<u>165,192</u>	<u>163,043</u>	<u>9,868,748</u>
Total funds available	<u>5,680,033</u>	<u>5,693,487</u>	<u>41,852,033</u>
EXPENDITURES			
7 General and administration			
8 Contingency	-	1,084	1,397
9 County Treasurer's fees	1,112	1,100	1,620
10 General funds - Transfer to DHP@DIA	115,164	116,816	172,204
11 Miscellaneous	10	-	-
12 Debt service			
13 Contingency	-	1,033	2,205
14 County Treasurer's fees	3,893	3,840	8,120
15 Loan interest - Series 2015	316,406	334,127	-
16 Loan interest - Series 2018	-	-	960,266
17 Loan issue costs	13,050	-	-
18 Loan principal - Series 2015	260,000	260,000	-
19 Miscellaneous	18	-	-
20 Paying agent fees	8,355	11,000	10,000
21 Payment to refunding escrow	-	-	9,934,409
22 Regional			
23 Contingency	-	2,284	4,631
24 Cost of issuance	-	-	1,104,640
25 County Treasurer's fees - Regional mill levy	1,669	1,640	2,440
26 CP Reg Fund - Transfer to DHP@DIA	-	4,363,033	19,499,850
Total expenditures	<u>719,677</u>	<u>5,095,957</u>	<u>31,701,782</u>
TRANSFERS OUT	<u>165,192</u>	<u>163,043</u>	<u>9,868,748</u>
Total expenditures and transfers out requiring appropriation	<u>884,869</u>	<u>5,259,000</u>	<u>41,570,530</u>
ENDING FUND BALANCES	<u>\$ 4,795,164</u>	<u>\$ 434,487</u>	<u>\$ 281,503</u>
DEBT SERVICE	\$ 306,600	\$ 306,600	\$ -
SURPLUS FUND	144,696	127,795	281,503
TOTAL RESERVE	<u>\$ 451,296</u>	<u>\$ 434,395</u>	<u>\$ 281,503</u>

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

COLORADO INTERNATIONAL CENTER METROPOLITAN DISTRICT NO. 14
PROPERTY TAX SUMMARY INFORMATION
For the Years Ended and Ending December 31,

12/26/2017

	ACTUAL 2016	ESTIMATED 2017	ADOPTED 2018
ASSESSED VALUATION - DENVER			
Commercial	\$ 8,611,730	\$ 9,884,230	\$ 13,566,910
Industrial	-	-	959,640
Agricultural	60	-	-
Vacant Land	432,880	-	1,960
Personal Property	1,243,480	1,077,370	1,716,690
Other	838,070	-	-
Certified Assessed Value	<u>\$ 11,126,220</u>	<u>\$ 10,961,600</u>	<u>\$ 16,245,200</u>
MILL LEVY			
GENERAL FUND	10.000	10.000	10.000
DEBT SERVICE FUND	35.000	35.000	50.000
REGIONAL MILL LEVY	15.000	15.000	15.000
Total Mill Levy	<u>60.000</u>	<u>60.000</u>	<u>75.000</u>
PROPERTY TAXES			
GENERAL FUND	\$ 111,262	\$ 109,616	\$ 162,452
DEBT SERVICE FUND	389,418	383,656	812,260
REGIONAL MILL LEVY	166,893	164,424	243,678
Levied property taxes	667,573	657,696	1,218,390
Adjustments to actual/rounding	(154)	-	-
Budgeted Property Taxes	<u>\$ 667,419</u>	<u>\$ 657,696</u>	<u>\$ 1,218,390</u>
BUDGETED PROPERTY TAXES			
GENERAL FUND	\$ 111,236	\$ 109,616	\$ 162,452
DEBT SERVICE FUND	389,328	383,656	812,260
REGIONAL MILL LEVY	166,855	164,424	243,678
	<u>\$ 667,419</u>	<u>\$ 657,696</u>	<u>\$ 1,218,390</u>

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

COLORADO INTERNATIONAL CENTER METROPOLITAN DISTRICT NO. 14
GENERAL FUND
2018 BUDGET AS ADOPTED
WITH 2016 ACTUAL AND 2017 ESTIMATED
For the Years Ended and Ending December 31,

12/26/2017

	ACTUAL 2016	ESTIMATED 2017	ADOPTED 2018
BEGINNING FUND BALANCES	\$ (2,329)	\$ -	\$ -
REVENUES			
1 Property taxes	111,236	109,616	162,452
2 Specific ownership taxes	7,376	8,200	11,372
3 Net investment income	3	100	-
4 Other income	-	1,084	1,397
Total revenues	118,615	119,000	175,221
Total funds available	116,286	119,000	175,221
EXPENDITURES			
General and administration			
5 Contingency	-	1,084	1,397
6 County Treasurer's fees	1,112	1,100	1,620
7 General funds - Transfer to DHP@DIA	115,164	116,816	172,204
8 Miscellaneous	10	-	-
Total expenditures	116,286	119,000	175,221
Total expenditures and transfers out requiring appropriation	116,286	119,000	175,221
ENDING FUND BALANCES	\$ -	\$ -	\$ -

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

COLORADO INTERNATIONAL CENTER METROPOLITAN DISTRICT NO. 14
DEBT SERVICE FUND
2018 BUDGET AS ADOPTED
WITH 2016 ACTUAL AND 2017 ESTIMATED
For the Years Ended and Ending December 31,

12/26/2017

	ACTUAL 2016	ESTIMATED 2017	ADOPTED 2018
BEGINNING FUND BALANCES	\$ 458,406	\$ 451,296	\$ 434,395
REVENUES			
1 Property taxes	389,328	383,656	812,260
2 Specific ownership taxes	36,879	41,100	73,900
3 Net investment income	3,213	5,300	5,200
4 Other income	-	-	2,000
Total revenues	429,420	430,056	893,360
TRANSFERS IN			
CAPITAL PROJECTS FUND - REGIONAL	165,192	163,043	9,868,748
Total transfers in	165,192	163,043	9,868,748
Total funds available	1,053,018	1,044,395	11,196,503
EXPENDITURES			
Debt service			
5 Contingency	-	1,033	2,205
6 County Treasurer's fees	3,893	3,840	8,120
7 Loan interest - Series 2015	316,406	334,127	-
8 Loan interest - Series 2018	-	-	960,266
9 Loan issue costs	13,050	-	-
10 Loan principal - Series 2015	260,000	260,000	-
11 Miscellaneous	18	-	-
12 Paying agent fees	8,355	11,000	10,000
13 Payment to refunding escrow	-	-	9,934,409
Total expenditures	601,722	610,000	10,915,000
Total expenditures and transfers out requiring appropriation	601,722	610,000	10,915,000
ENDING FUND BALANCES	\$ 451,296	\$ 434,395	\$ 281,503
DEBT SERVICE	\$ 306,600	\$ 306,600	\$ -
SURPLUS FUND	144,696	127,795	281,503
TOTAL RESERVE	\$ 451,296	\$ 434,395	\$ 281,503

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

COLORADO INTERNATIONAL CENTER METROPOLITAN DISTRICT NO. 14
CAPITAL PROJECTS FUND - REGIONAL
2018 BUDGET AS ADOPTED
WITH 2016 ACTUAL AND 2017 ESTIMATED
For the Years Ended and Ending December 31,

12/26/2017

	ACTUAL 2016	ESTIMATED 2017	ADOPTED 2018
BEGINNING FUND BALANCES	\$ 4,319,849	\$ 4,343,868	\$ 92
REVENUES			
1 Net investment income	24,025	21,800	100
2 Other income	-	-	4,439
3 Bond issuance	-	-	30,232,000
4 Regional mill levy	166,855	164,424	243,678
Total revenues	190,880	186,224	30,480,217
Total funds available	4,510,729	4,530,092	30,480,309
EXPENDITURES			
Regional			
5 Contingency	-	2,284	4,631
6 Cost of issuance	-	-	1,104,640
7 County Treasurer's fees - Regional mill levy	1,669	1,640	2,440
8 CP Reg Fund - Transfer to DHP@DIA	-	4,363,033	19,499,850
Total expenditures	1,669	4,366,957	20,611,561
TRANSFERS OUT			
DEBT SERVICE FUND	165,192	163,043	9,868,748
Total transfers out	165,192	163,043	9,868,748
Total expenditures and transfers out requiring appropriation	166,861	4,530,000	30,480,309
ENDING FUND BALANCES	\$ 4,343,868	\$ 92	\$ -

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

**COLORADO INTERNATIONAL CENTER METROPOLITAN DISTRICT NO. 14
2018 BUDGET
SUMMARY OF SIGNIFICANT ASSUMPTIONS**

Services Provided

Colorado International Center Metropolitan District No. 14, a quasi-municipal corporation, is governed pursuant to provisions of the Colorado Special District Act. The District's service area is located in the City and County of Denver, Colorado. Colorado International Center Metropolitan District No. 14 was organized in conjunction with two other metropolitan districts, Denver High Point at DIA Metropolitan District (the Management District) and Colorado International Center Metropolitan District No. 13 (collectively, the Districts). Colorado International Center Metropolitan District No. 14 contains the commercial property within the Districts and Colorado International Center Metropolitan District No. 13 contains the residential property within the Districts. The District was established to provide streets, safety protection, water, sewer and storm drainage, transportation, mosquito control, fire protection, park and recreation facilities, and improvements for the use and benefit of the taxpayers of the District.

On May 2, 2006, the District's voters authorized total general obligation indebtedness of \$1,530,400,000 for the above listed facilities and powers. Per the District's service plan, the District is prohibited from issuing debt in excess of \$157,800,000 for District improvements and \$90,200,000 for Regional Improvements.

The District prepares its budget on the modified accrual basis of accounting, in accordance with requirements of Colorado Revised Statutes C.R.S. 29-1-105.

Revenues

Property Taxes

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

Per terms of the District's Series 2015 Loan (see Debt and Leases below), the District's maximum Required Mill Levy is 50.000 mills, adjusted for changes in the ratio of actual value to assessed value of property within the District. Required Mill Levy means an ad valorem mill levy imposed upon all taxable property of the District each year in an amount sufficient to pay the principal, premium if any, and interest on the Bonds as the same become due and payable [and to make up any deficiencies in the Reserve Fund], and for so long as the Surplus Fund is less than the Maximum Surplus Amount, not less than 35 mills. As of December 31, 2016, the adjusted maximum mill levy for debt service is 50.000 mills. The total maximum mill levy that may be pledged to debt service is 65 mills, which includes the regional improvements mill levy. For 2018, it is assumed the Required Mill Levy will be pledged to the anticipated Series 2018 bonds (see below).

The calculation of the taxes levied is displayed in the Budget at the adopted mill levy of 75.000 mills, which includes the general fund mill levy and the regional improvements mill levy (see below).

**COLORADO INTERNATIONAL CENTER METROPOLITAN DISTRICT NO. 14
2018 BUDGET
SUMMARY OF SIGNIFICANT ASSUMPTIONS**

Revenues - (continued)

Regional Improvements Mill Levy

The District is required to impose a mill levy of 15.000 for payment of the planning, designing, permitting, construction, acquisition and financing of the regional improvements described in the City Intergovernmental Agreement between the Management District and the City and County of Denver and the Service Plan for the District. The Management District is also responsible for 17% of Gateway Regional Metropolitan District's service plan project costs and certain Town Center Metropolitan District obligations, which are also considered regional improvements. The Regional mill levy for the District is currently pledged toward payment of the Series 2015 Loan but will be pledged toward payment of the anticipated Series 2018 bonds (see below).

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 7% of the property taxes collected.

Net Investment Income

Interest earned on the District's available funds has been estimated based on an average interest rate of approximately 1.00%.

Bond Issuance

In 2018 the District anticipates the issuance of Limited Tax General Obligation Cash Flow Bonds for the purpose of refunding the District's Series 2015 Loan and to provide funding for public infrastructure or repayment of developer advances (see Debt and Leases below).

Expenditures

County Treasurer's Fees

County Treasurer's fees have been computed at 1.0% of property tax collections.

Transfer to Denver High Point at DIA

On June 28, 2007, the District entered into an agreement with Colorado International Center District No. 13 and Denver High Point at DIA Metropolitan District (Management District). The Management District will own, operate, maintain, finance and construct facilities benefiting all of the Districts and that District Nos. 13 and 14 (the Denver Districts) will contribute to the costs of construction, operation, and maintenance of such facilities. The Denver Districts will transfer all available funds from the imposition of a mill levy for operations and maintenance to the Management District in compliance with this agreement. For 2018, the District has also budgeted a transfer of project funds from an anticipated bond issuance to the Management District for the purpose of acquiring public infrastructure or the repayment of developer advances.

**COLORADO INTERNATIONAL CENTER METROPOLITAN DISTRICT NO. 14
2018 BUDGET
SUMMARY OF SIGNIFICANT ASSUMPTIONS**

Expenditures - (continued)

Debt Service

Interest payments are provided based on the estimated cash available for the District's anticipated Series 2018 bonds. Since the anticipated bonds are cash flow bonds, no debt amortization schedule is provided with this budget.

Capital Expenditures

Capital expenditures are included in the budget. The District will transfer the project funds from the anticipated bond issuance to the Management District to fund infrastructure improvements or repay developer advances.

Debt and Leases

Tax-Free Loan - Refunding and Improvement Drawdown Issue, Series 2015. On December 30, 2015, the District issued a bank loan in the amount of \$10,400,000 for the purpose of refunding the District's Series 2010 bonds and for providing new capital funds. The total amount of the loan is \$12,185,000, accounting for future drawdowns which have not yet occurred.. The 2015 Loan bears interest at a rate of 3.25%. Interest is payable on June 1 and December 1 of each year beginning on December 1, 2016. The loan will mature on December 30, 2022, with principal payments due on December 1, beginning on December 1, 2016. A debt to maturity schedule is provided on page 12 of the Budget.

The 2015 Loan is secured by and payable solely from Pledged Revenue, which includes property taxes derived from the Required Mill Levy and the Regional Mill Levy, net of the cost of collection; Specific Ownership Taxes attributable to the Required Mill Levy and the Regional Mill Levy; and any other legally available monies of the District credited to the Bond Fund. Under certain circumstances, moneys on deposit in the Surplus Fund, if any, will be used to pay the Loan.

The Required Mill Levy is defined as a mill levy imposed upon all taxable property in the District each year in an amount sufficient to pay the principal of and interest on the 2015 Loan but not in excess of 50 mills, and for so long as the Loan is outstanding, not less than 35 mills. Such minimum and maximum mill levies will be adjusted for changes occurring after March 13, 2006, in the ratio of actual value to assessed value of property within the District. Once the Debt to Assessed Ratio is 50% or less and the assessed value of all taxable property in the District is \$70,000,000 or greater, the mill levy may be imposed in an amount sufficient to pay debt service on the Series 2015 Loan without limitation of rate (less amounts received from the Regional Mill Levy).

The Regional Mill Levy means the regional mill levy imposed by the District in the amount of 15 mills; provided however, that in the event the method of calculating assessed valuation is or was changed after March 13, 2006, the minimum and maximum mill levies provided herein will be increased or decreased to reflect such changes, such increases or decreases to be determined by the Board in good faith (such determination to be binding and final) so that to the extent possible, the actual tax revenues generated by the regional mill levy, as adjusted, are neither diminished nor enhanced as a result of such changes.

**COLORADO INTERNATIONAL CENTER METROPOLITAN DISTRICT NO. 14
2018 BUDGET
SUMMARY OF SIGNIFICANT ASSUMPTIONS**

Debt and Leases - (continued)

The 2015 Loan is also secured by a Reserve Fund in the required amount of \$306,600 and a Surplus Fund up to a maximum amount of \$640,000. At any time the Reserve Fund balance is equal to the Reserve Requirement and the Surplus Fund balance is equal to the Surplus Fund Maximum Balance, the District may prepay all or part of the principal amount of the 2015 Loan prior to the Maturity Date, in whole or in part, on any Business Day, such date being the Prepayment Date, provided at least three (3) Business Days' written notice is provided by the District to the Bank and the Custodian and such prepayment includes payment of the Prepayment Fee due to the Bank as a result of such prepayment. All prepayments shall be in an amount of at least \$10,000 or, if less, the remaining entire principal balance of the 2015 Loan.

Series 2018 Limited Tax General Obligation Cash Flow Bonds

The District anticipates issuing approximately \$30,232,000 of bonds in early 2018. Details of the issuance are unknown at this time. For budget purposes, it is estimated that the interest rate will be 7% per annum and that a required mill levy of 65 mills and associated specific ownership taxes will be pledged toward payment of the bonds. The bonds will be structured as cash flow bonds. Therefore, interest and principal will be paid only as funds are available. Any amount unpaid at the maturity date will remain outstanding and continue to accrue and compound interest. Proceeds of the bonds are anticipated to refund the District's Series 2015 loan (see above), provide funding for public infrastructure or repayment of developer advances, and fund the cost of issuance of the bonds.

Developer Advances

A portion of the District's debt is comprised of developer advances, which are not general obligation debt. As of December 31, 2017, the District had \$43,491 in outstanding developer advances and interest accrued at 8%. Repayment of advances is subject to annual appropriation if and when eligible funds become available.

The District has no operating or capital leases.

Reserves

Emergency Reserve

TABOR requires local governments to establish Emergency Reserves. These reserves must be at least 3% of fiscal year spending. Since substantially all funds received by the District are transferred to the Management District, which pays for all of the District's operations and maintenance costs, an Emergency Reserve is not reflected in the District's budget. Therefore, the Emergency Reserve for these funds is reflected in the budget of the Management District.

This information is an integral part of the accompanying budget.

**COLORADO INTERNATIONAL CENTER METROPOLITAN DISTRICT NO. 14
SCHEDULE OF DEBT SERVICE REQUIREMENTS TO MATURITY
December 31, 2017**

**\$12,185,000
Tax-Free Loan
Refunding and Improvement Drawdown Issue
Dated December 30, 2015
Fixed Interest Rate 3.25%
Interest Payable June 1 and December 1
Principal Due December 1**

	Principal	Interest	Total
2018	300,000	325,560	625,560
2019	300,000	315,674	615,674
2020	310,000	306,627	616,627
2021	315,000	295,574	610,574
2022	320,000	285,194	605,194
2022*	8,335,000	21,821	8,356,821
	\$ 9,880,000	\$ 1,550,450	\$ 11,430,450

* Maturity date is December 30, 2022

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