



CliftonLarsonAllen LLP
CLAconnect.com

Accountant's Compilation Report

Board of Directors
Colorado International Center Metropolitan District No.14

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, 2020, including the estimate of comparative information for the year ending December 31, 2019, and the actual comparative information for the year ended December 31, 2018, in the format prescribed by Colorado Revised Statutes (C.R.S.) 29-1-105 and the related summary of significant assumptions in accordance with guidelines for the presentation of a budget established by the American Institute of Certified Public Accountants (AICPA). 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 AICPA. 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 budgeted results may not be achieved as there will usually be differences between the budgeted and actual results, because events and circumstances frequently do not occur as expected, and these differences may be material. We assume no responsibility to update this report for events and circumstances occurring after the date of this report.

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 31, 2019

COLORADO INTERNATIONAL CENTER METROPOLITAN DISTRICT NO.14
SUMMARY
2020 BUDGET
WITH 2018 ACTUAL AND 2019 ESTIMATED
For the Years Ended and Ending December 31,

12/31/19

	ACTUAL 2018	ESTIMATED 2019	BUDGET 2020
BEGINNING FUND BALANCES	\$ 432,289	\$ 45,897,015	\$ 33,085,524
REVENUES			
Property taxes	1,101,944	1,955,700	2,311,458
Specific ownership tax	70,704	173,100	138,670
Interest income	724,344	957,900	362,898
Intergovernmental revenue - CIC No.13	-	-	489
Regional Mill levy	275,486	488,900	577,865
Other revenue	12	10,289	2,559
Bond issuance - Series 2018	87,135,000	-	-
Transfer from Denver High Point	84,706	-	-
Total revenues	89,392,196	3,585,889	3,393,939
TRANSFERS IN	31,535,304	488,460	572,218
Total funds available	121,359,789	49,971,364	37,051,681
EXPENDITURES			
General and administration			
County Treasurer's fee	1,837	3,260	3,850
Intergovernmental expenditures - Denver High Point at DIA	191,564	346,451	404,591
Contingency	-	10,289	2,559
Debt Service			
Loan interest	117,737	-	-
Bond interest - Series 2018	3,250,969.00	5,110,694	5,110,694
Paying agent fees	5,273	5,500	5,500
County Treasurer's fee	9,185	16,297	19,260
Loan principal	9,880,000	-	-
Contingency	-	-	4,546
Regional			
County Treasurer's Fee - Regional Mill Levy	2,755	4,889	5,780
Intergovernmental expenditures - Denver High Point at DIA	28,184,625	10,900,000	15,607,846
Bond issue costs	2,283,525.00	-	-
Contingency	-	-	-
Total expenditures	43,927,470	16,397,380	21,164,626
TRANSFERS OUT	31,535,304	488,460	572,085
Total expenditures and transfers out requiring appropriation	75,462,774	16,885,840	21,736,711
ENDING FUND BALANCES	\$ 45,897,015	\$ 33,085,524	\$ 15,314,970

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
2020 BUDGET
WITH 2018 ACTUAL AND 2019 ESTIMATED
For the Years Ended and Ending December 31,

12/31/19

ACTUAL	ESTIMATED	BUDGET
2018	2019	2020

ASSESSED VALUATION

Commercial	\$ 13,566,910	\$ 18,836,320	\$ 22,476,400
Industrial vacant land	959,640	959,640	865,770
Agricultural	-	14,360	12,550
State assessed	-	11,300	11,900
Vacant land	1,960	972,160	1,260,430
Personal property	1,716,690	12,110,260	13,897,250
Certified Assessed Value	<u>\$ 16,245,200</u>	<u>\$ 32,904,040</u>	<u>\$ 38,524,300</u>

MILL LEVY

General	10.000	10.000	10.000
Debt Service	50.000	50.000	50.000
Regional	15.000	15.000	15.000
Total mill levy	<u>75.000</u>	<u>75.000</u>	<u>75.000</u>

PROPERTY TAXES

General	\$ 162,452	\$ 329,040	\$ 385,243
Debt Service	812,260	1,645,202	1,926,215
Regional	243,678	493,561	577,865
Levied property taxes	<u>1,218,390</u>	<u>2,467,803</u>	<u>2,889,323</u>
Adjustments to actual/rounding	159,040	-	-
Budgeted property taxes	<u>\$ 1,377,430</u>	<u>\$ 2,467,803</u>	<u>\$ 2,889,323</u>

BUDGETED PROPERTY TAXES

General	\$ 183,657	\$ 329,040	\$ 385,243
Debt Service	918,287	1,645,202	1,926,215
Regional Mill Levy	275,486	493,561	577,865
	<u>\$ 1,377,430</u>	<u>\$ 2,467,803</u>	<u>\$ 2,889,323</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
2020 BUDGET
WITH 2018 ACTUAL AND 2019 ESTIMATED
For the Years Ended and Ending December 31,

12/31/19

	ACTUAL 2018	ESTIMATED 2019	BUDGET 2020
BEGINNING FUND BALANCE	\$ 578	\$ 311	\$ -
REVENUES			
Property taxes	183,657	326,000	385,243
Specific ownership tax	9,427	23,100	23,100
Interest income	38	300	98
Other revenue	12	10,289	2,559
Total revenues	193,134	359,689	411,000
Total funds available	193,712	360,000	411,000
EXPENDITURES			
General and administrative			
County Treasurer's fee	1,837	3,260	3,850
Contingency	-	10,289	2,559
Intergovernmental expenditures - Denver High Point at DIA	191,564	346,451	404,591
Total expenditures	193,401	360,000	411,000
Total expenditures and transfers out requiring appropriation	193,401	360,000	411,000
ENDING FUND BALANCE	\$ 311	\$ -	\$ -

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
2020 BUDGET
WITH 2018 ACTUAL AND 2019 ESTIMATED
For the Years Ended and Ending December 31,

12/31/19

	ACTUAL 2018	ESTIMATED 2019	BUDGET 2020
BEGINNING FUND BALANCE	\$ 436,776	\$ 20,013,009	\$ 17,593,678
REVENUES			
Property taxes	918,287	1,629,700	1,926,215
Specific ownership tax	61,277	150,000	115,570
Interest income	324,529	445,000	246,800
Intergovernmental revenue - CIC No.13	-	-	489
Total revenues	1,304,093	2,224,700	2,289,074
TRANSFERS IN			
Transfers from CP - Regional Fund	31,535,304	488,460	572,218
Total transfers in	31,535,304	488,460	572,218
Total funds available	33,276,173	22,726,169	20,454,970
EXPENDITURES			
Debt Service			
Loan interest	117,737	-	-
Bond interest - Series 2018	3,250,969	5,110,694	5,110,694
Paying agent fees	5,273	5,500	5,500
County Treasurer's fee	9,185	16,297	19,260
Loan principal	9,880,000	-	-
Contingency	-	-	4,546
Total expenditures	13,263,164	5,132,491	5,140,000
Total expenditures and transfers out requiring appropriation	13,263,164	5,132,491	5,140,000
ENDING FUND BALANCE	\$ 20,013,009	\$ 17,593,678	\$ 15,314,970
SURPLUS FUND	\$ 17,427,000	\$ 17,427,000	\$ 15,314,970
ADDITIONAL RESERVED FUNDS	2,586,009	166,678	-
TOTAL RESERVE	\$ 20,013,009	\$ 17,593,678	\$ 15,314,970

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
2020 BUDGET
WITH 2018 ACTUAL AND 2019 ESTIMATED
For the Years Ended and Ending December 31,**

12/31/19

	ACTUAL 2018	ESTIMATED 2019	BUDGET 2020
BEGINNING FUNDS AVAILABLE	\$ (5,065)	\$ 25,883,695	\$ 15,491,846
REVENUES			
Regional Mill levy	275,486	488,900	577,865
Interest income	399,777	512,600	116,000
Bond issuance - Series 2018	87,135,000	-	-
Transfer from Denver High Point	84,706	-	-
Total revenues	<u>87,894,969</u>	<u>1,001,500</u>	<u>693,865</u>
 Total funds available	 <u>87,889,904</u>	 <u>26,885,195</u>	 <u>16,185,711</u>
EXPENDITURES			
Regional			
County Treasurer's Fee - Regional Mill Levy	2,755	4,889	5,780
Intergovernmental expenditures - Denver High Point at DIA	28,184,625	10,900,000	15,607,846
Bond issue costs	2,283,525	-	-
Total expenditures	<u>30,470,905</u>	<u>10,904,889</u>	<u>15,613,626</u>
TRANSFERS OUT			
Transfer to DS Fund	<u>31,535,304</u>	<u>488,460</u>	<u>572,085</u>
 Total expenditures and transfers out requiring appropriation	 <u>62,006,209</u>	 <u>11,393,349</u>	 <u>16,185,711</u>
ENDING FUNDS AVAILABLE	<u>\$ 25,883,695</u>	<u>\$ 15,491,846</u>	<u>\$ -</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
2020 BUDGET
SUMMARY OF SIGNIFICANT ASSUMPTIONS

Services Provided

Colorado International Center Metropolitan District No. 14 (the District), 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. The District 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 (CIC 13) (collectively, the Districts). The District contains the commercial property within the Districts and CIC 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 has no employees and all administrative functions are contracted.

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 using its best estimates as of the date of the budget hearing. These estimates are based on expected conditions and its expected course of actions. The assumptions disclosed herein are those that the District believes are significant to the budget. There will usually be differences between the budget and actual results, because events and circumstances frequently do not occur as expected, and those differences may be material.

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 2018 Bonds (see Debt and Leases below), the District's maximum Required Mill Levy for debt service is 50.000 mills, adjusted for changes in the ratio of actual value to assessed value of residential 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, 2019, 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.

**COLORADO INTERNATIONAL CENTER METROPOLITAN DISTRICT NO. 14
2020 BUDGET
SUMMARY OF SIGNIFICANT ASSUMPTIONS**

Revenues - (continued)

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).

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 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 6% 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 1.5%.

Expenditures

County Treasurer's Fees

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

Intergovernmental expenditures - Denver High Point at DIA

On June 28, 2007, the District entered into an agreement with CIC 13 and the Management District. The Management District will own, operate, maintain, finance and construct facilities benefiting all of the Districts and that the District and CIC 13 (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.

Debt Service

Interest payments are provided based on the debt amortization schedule from the Series 2018 bonds.

**COLORADO INTERNATIONAL CENTER METROPOLITAN DISTRICT NO. 14
2020 BUDGET
SUMMARY OF SIGNIFICANT ASSUMPTIONS**

Expenditures (Continued)

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

Series 2018 Limited Tax General Obligation Refunding and Improvement Bonds

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 CIC; (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 2018 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.

**COLORADO INTERNATIONAL CENTER METROPOLITAN DISTRICT NO. 14
2020 BUDGET
SUMMARY OF SIGNIFICANT ASSUMPTIONS**

Debt and Leases - (continued)

The Pledge Agreement also identifies a Mill Levy Allocation Standard, which explains how the District's Required Mill Levy and CIC 13's Required Mill Levy are set in relationship to each other in certain circumstances and generally requires that, if the mill levies are reduced they shall be reduced using a prorating method that keeps the mill levies in the same proportion to each other.

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.

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.

Developer Advances

A portion of the District's debt is comprised of developer advances, which are not general obligation debt. As of December 31, 2019, the District had \$47,373 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 TABOR eligible 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. 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**

\$87,135,000

**Limited Tax General Obligation Refunding
and Improvement Bonds, Series 2018**

Dated April 12, 2018

Interest Rate between 5.625% and 5.875%

Interest Payable June 1 and December 1

Principal Due December 1

	<u>Principal</u>	<u>Interest</u>	<u>Total</u>
2020	\$ -	\$ 5,110,694	\$ 5,110,694
2021	-	5,110,694	5,110,694
2022	-	5,110,694	5,110,694
2023	5,000	5,110,694	5,115,694
2024	5,000	5,110,413	5,115,413
2025	5,000	5,110,131	5,115,131
2026	5,000	5,109,850	5,114,850
2027	5,000	5,109,569	5,114,569
2028	5,000	5,109,288	5,114,288
2029	155,000	5,109,006	5,264,006
2030	575,000	5,100,288	5,675,288
2031	1,020,000	5,067,944	6,087,944
2032	1,615,000	5,010,569	6,625,569
2033	2,130,000	4,919,725	7,049,725
2034	2,835,000	4,794,588	7,629,588
2035	3,435,000	4,628,031	8,063,031
2036	4,130,000	4,426,225	8,556,225
2037	4,375,000	4,183,588	8,558,588
2038	4,800,000	3,926,556	8,726,556
2039	5,085,000	3,644,556	8,729,556
2040	5,555,000	3,345,813	8,900,813
2041	5,885,000	3,019,456	8,904,456
2042	6,410,000	2,673,713	9,083,713
2043	6,785,000	2,297,125	9,082,125
2044	7,365,000	1,898,506	9,263,506
2045	7,795,000	1,465,813	9,260,813
2046	17,155,000	1,007,856	18,162,856
	<u>\$ 87,135,000</u>	<u>\$112,511,385</u>	<u>\$199,646,385</u>

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