

GREAT WESTERN PARK METROPOLITAN DISTRICT NO. 2

141 Union Boulevard, Suite 150
Lakewood, Colorado 80228-1898
Tel: 303-987-0835 · 800-741-3254
Fax: 303-987-2032

NOTICE OF A SPECIAL MEETING AND AGENDA

<u>Board of Directors:</u>	<u>Office:</u>	<u>Term/Expiration:</u>
James R. Einolf	President	2023/May 2023
Jeffrey L. Nading	Treasurer	2022/May 2022
Michael A. Clay	Assistant Secretary	2023/May 2023
Phillip A. Johnson	Assistant Secretary	2023/May 2023
Christy L. Tigges	Assistant Secretary	2022/May 2022
David Solin	Secretary	

DATE **November 10, 2021 (Wednesday)**

TIME: **1:00 P.M.**

PLACE: Zoom

THIS MEETING WILL BE HELD BY VIDEO/TELEPHONIC MEANS:

Join Zoom Meeting
<https://us02web.zoom.us/j/5469119353?pwd=SmtlcHJETFhCQUZEcVBBOGZVU3Fqdz09>
Meeting ID: 546 911 9353
Passcode: 912873
Dial In: 1-253-215-8782
One Tap Mobile
+12532158782,,5469119353#,,, *912873# US (Tacoma)

I. PUBLIC COMMENTS

- A. Members of the public may express their views to the Board on matters that affect the District. Comments will be limited to three (3) minutes.
-

II. ADMINISTRATIVE MATTERS

- A. Present Disclosures of Potential Conflicts of Interest.
-

- B. Confirm quorum. Confirm location/manner of the meeting and posting of meeting notices. Approve agenda.
-

- C. Review and approve minutes of the September 1, 2021 Special Meeting and October 8, 2021 Special Meeting (enclosures).

- D. Discuss business to be conducted in 2022 and location (**virtual and/or physical**) of meetings. Schedule regular meeting dates and consider adoption of Resolution No. 2021-11-____, Resolution Establishing Regular Meeting Dates, Time and Location, and Designating Location for Posting of 24-Hour Notices (enclosure).

- E. Discuss Section 32-1-809, C.R.S. reporting requirements (Transparency Notice) and mode of eligible elector notification for 2022 (SDA website).

III. FINANCIAL MATTERS

- A. Acknowledge resignation of Simmons & Wheeler, P.C. as District Accountant effective October 12, 2021, and consider approval of engagement of Special District Management Services, Inc. as District Accountant effective October 12, 2021 (enclosure).

- B. Review proposal and consider engagement of auditor for preparation of 2021 Audit, for an amount not to exceed \$_____ (enclosure).

- C. Conduct Public Hearing to consider Amendment to 2021 Budget and (if necessary) consider adoption of Resolution to Amend the 2021 Budget and appropriate expenditures.

- D. Conduct Public Hearing on the proposed 2022 Budget and consider adoption of Resolution to Adopt the 2022 Budget and Appropriate Sums of Money, and Resolution to Set Mill Levies (for General Fund _____, Debt Service Fund _____ and Other Fund(s) _____ for a total mill levy of _____) (enclosures – preliminary assessed valuation, 2022 draft budget and resolutions).

- E. Consider authorizing the District Accountant to prepare and sign the DLG-70 Mill Levy Certification form for certification to the Board of County Commissioners and other interested parties.

- F. Consider appointment of District Accountant to prepare the 2023 Budget and set date for 2023 Budget hearing as _____, 2022.
-
- G. Discuss status of maintenance of landscape tracts within Skyestone Community. **Adjourn to Executive Session to receive legal advice, if necessary.**
-
- H. Discuss status of statement regarding the District and its recent bond refunding for the Skyestone newsletter.
-
- I. Ratify approval of Underwriter Engagement Agreement between the District and Stifel, Nicolaus & Company, Incorporated (enclosure).
-

IV. LEGAL MATTERS

- A. Discuss May 3, 2022 Regular Directors' election regarding new legislative requirements and related expenses for same. Consider adoption of Resolution No. 2021-11-____; Resolution Calling a Regular Election for Directors on May 3, 2022, appointing the Designated Election Official ("DEO"), and authorizing the DEO to perform all tasks required for the conduct of mail ballot election (enclosure). Self-Nomination forms are due by February 25, 2022. Discuss the need for ballot issues and/or questions.
-

V. OTHER BUSINESS

- A. _____
-

VI. ADJOURNMENT **THERE ARE NO MORE REGULAR MEETINGS SCHEDULED FOR 2021.**

Informational Enclosure:

- Memo regarding New Rate Structure from Special District Management Services, Inc.

RECORD OF PROCEEDINGS

MINUTES OF A SPECIAL MEETING OF THE BOARD OF DIRECTORS OF THE GREAT WESTERN PARK METROPOLITAN DISTRICT NO. 2 HELD SEPTEMBER 1, 2021

A Special Meeting of the Board of Directors of the Great Western Park Metropolitan District No. 2 (referred to hereafter as "Board") was convened on Wednesday, the 1st day of September, 2021, at 3:30 p.m. Due to concerns regarding the spread of the coronavirus (COVID-19) and the benefits to the control of the spread of the virus by limiting in-person contact, the District Board meeting was held by Zoom video/teleconference. The meeting was open to the public. There was at least one person present at the physical location of Skyestone Lodge, 11057 N. Montane Drive, Broomfield, CO 80021.

ATTENDANCE

Directors In Attendance Were:

James R. Einolf (present at physical location)
Jeffrey L. Nading
Michael A. Clay
Phillip A. Johnson (for a portion of the meeting)
Christy L. Tigges

Also In Attendance Were:

David Solin; Special District Management Services, Inc.

Megan Becher, Esq. and Erica Montague, Esq.; McGeady Becher P.C.

Tiffany Lu Leichman, Esq.; Sherman & Howard L.L.C.

Creig Veldhuizen and Jason Simmons; Hilltop Securities, Inc.

Martha Fazzio, Diane Bodnar, Jan Mahan and Mike Freece; District Residents

DISCLOSURE OF POTENTIAL CONFLICT OF INTEREST

The Board discussed the requirements pursuant to the Colorado Revised Statutes to disclose any potential conflicts of interest or potential breaches of fiduciary duty to the Board of Directors and to the Secretary of State.

Mr. Solin noted that a quorum was present and requested members of the Board to disclose any potential conflicts of interest with regard to any matters scheduled for discussion at this meeting, and incorporated for the record those applicable disclosures made by the Board members prior to this meeting in accordance with the statute.

RECORD OF PROCEEDINGS

Attorney Becher noted that a conflict disclosure statement for Director Nading has been filed, and no additional conflicts were disclosed at the meeting.

ADMINISTRATIVE MATTERS

Agenda: The Board reviewed the proposed Agenda for the District's Special Meeting.

Following discussion, upon motion duly made by Director Johnson, seconded by Director Clay and, upon vote, unanimously carried, the Agenda was approved, as presented.

Meeting Location/Manner and Posting of Meeting Notice: The Board entered into a discussion regarding the requirements of Section 32-1-903(1), C.R.S., concerning the location of the District's Board meeting.

Following discussion, upon motion duly made by Director Johnson, seconded by Director Clay and, upon vote, unanimously carried, the Board determined that due to concerns regarding the spread of COVID-19 and the benefit to the control of the spread of the virus by limiting in-person contact, the Board determined to conduct this meeting by video/telephonic means and encouraged public participation via Zoom. There was at least one person present at the physical meeting location, which is within the boundaries of the District. The Board further noted that notice of the Zoom video/teleconference was duly posted and that it had not received any objections to the format of the meeting or any requests that the meeting format be changed by taxpaying electors within the District's boundaries.

PUBLIC COMMENT

There were no public comments.

CONSENT AGENDA

The Board considered the following actions:

- Consider approval of the minutes of the following meetings:
 - January 29, 2021 Special Meeting
 - February 4, 2021 Special Meeting
 - April 28, 2021 Special Meeting
 - May 24, 2021 Special Meeting
 - June 10, 2021 Special Meeting
 - August 4, 2021 Special Meeting

Following review, upon motion duly made by Director Johnson, seconded by Director Tigges and, upon vote, unanimously carried, the Board approved and/or ratified approval of, as appropriate, the above Consent Agenda items/actions.

RECORD OF PROCEEDINGS

FINANCIAL MATTERS

Unaudited Financial Statements: Mr. Solin reviewed with the Board the unaudited financial statements of the District setting forth the cash deposits, investments, budget analysis, and accounts payable vouchers for the period ending June 30, 2021.

Following review, upon motion duly made by Director Einolf, seconded by Director Johnson and, upon vote, unanimously carried, the unaudited financial statements for the period ending June 30, 2021 were accepted.

2021 Budget Amendment Hearing: The President opened the public hearing to consider a Resolution to Amend the 2021 Budget and discuss related issues.

It was noted that publication of Notice stating that the Board would consider adoption of a Resolution to Amend the 2021 Budget and the date, time and place of the public hearing was made in a newspaper having general circulation within the District. No written objections were received prior to this public hearing. There were no comments from the public in attendance and the public hearing was closed.

Following review and discussion, Director Tigges moved to adopt Resolution No. 2021-09-01, Resolution to Amend the 2021 Budget, Director Clay seconded the motion and, upon vote, unanimously carried, the Board adopted Resolution No. 2021-09-01, Resolution to Amend the 2021 Budget.

LEGAL MATTERS

General Obligation Limited Tax Refunding Bonds, Series 2021 (the “Refunding Bonds”):

Bond Issuance Plan to the City and County of Broomfield: Attorney Becher reported that the Bond Issuance Plan has been approved by the City and County of Broomfield.

Engagement of Underwriter: The Board reviewed the proposals for Underwriting Services.

Following review and discussion, upon motion duly made by Director Einolf, seconded by Director Johnson and, upon vote, unanimously carried, the Board engaged Stifel Nicolaus & Co. as Underwriter.

Resolution authorizing the issuance of the District’s General Obligation Limited Tax Refunding Bonds, Series 2021, in a maximum aggregate principal amount of \$12,600,000, for the purposes of refunding the District’s currently outstanding General Obligation (Limited Tax Convertible to Unlimited Tax) Bonds, Series 2016A and subordinate General Obligation Limited Tax Bonds, Series 2016B, and paying or reimbursing the cost of additional public improvements for the District (the “Bond Resolution”): Attorney Leichman reviewed the Bond Resolution

RECORD OF PROCEEDINGS

with the Board. Following review and discussion, upon motion duly made by Director Einolf, seconded by Director Clay and, upon vote, unanimously carried, the Board adopted the Bond Resolution, and authorized the execution of all related documents, instruments and certificates in connection therewith, ratified prior actions, authorized incidental actions, and repealed prior inconsistent actions. By the same motion and vote, the Board also appointed Director Tigges as the District's Authorized Representative for bond pricing purposes.

Necessary actions in conjunction with the issuance of the Refunding Bonds: Mr. Veldhuizen reviewed the schedule of events for the issuance of the Refunding Bonds with the Board. No further action was necessary.

Termination and Release Agreement between the District and Great Western Park, LLC: Following discussion, upon motion duly made by Director Johnson, seconded by Director Einolf and, upon vote, carried with Directors Johnson, Tigges, Clay and Einolf voting "Yes" and Director Nading abstaining, the Board approved the Termination and Release Agreement between the District and Great Western Park, LLC.

Tract Ownership within the boundaries of the District: The Board discussed matters related to tract ownership within the boundaries of the District. No further action was taken.

OTHER BUSINESS

There was no other business.

ADJOURNMENT

There being no further business to come before the Board at this time, upon motion duly made by Director Tigges, seconded by Director Clay and, upon vote, unanimously carried, the meeting was adjourned.

Respectfully submitted,

By: _____
Secretary for the Meeting

RECORD OF PROCEEDINGS

MINUTES OF A SPECIAL MEETING OF THE BOARD OF DIRECTORS OF THE GREAT WESTERN PARK METROPOLITAN DISTRICT NO. 2 HELD OCTOBER 8, 2021

A Special Meeting of the Board of Directors of the Great Western Park Metropolitan District No. 2 (referred to hereafter as "Board") was convened on Friday, the 8th day of October, 2021, at 9:00 a.m. Due to concerns regarding the spread of the coronavirus (COVID-19) and the benefits to the control of the spread of the virus by limiting in-person contact, the District Board meeting was held by via Zoom video/teleconference. The meeting was open to the public.

ATTENDANCE

Directors In Attendance Were:

James R. Einolf
Jeffrey L. Nading
Michael A. Clay
Phillip A. Johnson
Christy L. Tigges

Also In Attendance Were:

David Solin; Special District Management Services, Inc.

Megan Becher, Esq.; McGeady Becher P.C.

Joy Tatton; Simmons and Wheeler, P.C.

Creig Veldhuizen and Jason Simmons; Hilltop Securities, Inc. (for a portion of the meeting)

DISCLOSURE OF POTENTIAL CONFLICT OF INTEREST

The Board discussed the requirements pursuant to the Colorado Revised Statutes to disclose any potential conflicts of interest or potential breaches of fiduciary duty to the Board of Directors and to the Secretary of State. Mr. Solin noted that a quorum was present and requested members of the Board to disclose any potential conflicts of interest with regard to any matters scheduled for discussion at this meeting, and incorporated for the record those applicable disclosures made by the Board members prior to this meeting in accordance with the statute. Attorney Becher noted that a conflict disclosure statement for Director Nading has been filed, and no additional conflicts were disclosed at the meeting.

RECORD OF PROCEEDINGS

ADMINISTRATIVE MATTERS

Agenda: The Board reviewed the proposed Agenda for the District's Special Meeting.

Following discussion, upon motion duly made by Director Einolf, seconded by Director Johnson and, upon vote, unanimously carried, the Agenda was approved, as amended.

Meeting Location/Manner and Posting of Meeting Notice: The Board entered into a discussion regarding the requirements of Section 32-1-903(1), C.R.S., concerning the location of the District's Board meeting.

Following discussion, upon motion duly made by Director Einolf, seconded by Director Johnson and, upon vote, unanimously carried, the Board determined that due to concerns regarding the spread of COVID-19 and the benefit to the control of the spread of the virus by limiting in-person contact, the Board determined to conduct this meeting by video/teleconference and encouraged public participation via Zoom. The Board further noted that notice of the Zoom video/teleconference was duly posted and that it had not received any objections to the format of the meeting or any requests that the meeting format be changed by taxpaying electors within the District's boundaries.

PUBLIC COMMENT

There were no public comments.

FINANCIAL MATTERS

General Obligation Limited Tax Refunding Bonds, Series 2021 (the "Refunding Bonds"): Mr. Veldhuizen and Mr. Simmons discussed with the Board the issuance of the Great Western Park Metropolitan District No. 2, \$12,465,000 General Obligation Limited Tax Refunding Bonds, Series 2021, which closed on October 6, 2021.

OTHER BUSINESS

Accounting Services: The Board discussed changing its accounting services provider to Special District Management Services, Inc. ("SDMS"). It was anticipated that Simmons and Wheeler, P.C. will continue to provide accounting services through December 31, 2021, and with SDMS providing accounting services beginning January 1, 2022.

Following discussion, upon motion duly made by Director Tigges, seconded by Director Einolf and, upon vote, unanimously carried, Board authorized changing its accounting services provider to SDMS, effective January 1, 2022.

Contribution to Skyestone Community Association, Inc. ("Skyestone"): Director Tigges introduced a proposal to make a one-time contribution to Skyestone in an estimated amount of \$85,000 at the end of 2021, for community enhancement

RECORD OF PROCEEDINGS

projects. Following discussion, and with Director Einolf expressing disagreement with the proposal, no action was taken by the Board. This matter will be further discussed at the November 10, 2021 Board Meeting/ Budget Hearing.

Statement Regarding the Bond Refunding and the District: The Board discussed placing a brief factual statement regarding the bond refunding and the District in the Skystone newsletter. It was noted that Director Tigges will work on the statement with Mr. Solin and Attorney Becher and bring it back to the Board for action in November.

ADJOURNMENT

There being no further business to come before the Board at this time, upon motion duly made by Director Tigges, seconded by Director Clay and, upon vote, unanimously carried, the meeting was adjourned.

Respectfully submitted,

By: _____
Secretary for the Meeting

RESOLUTION NO. 2021-11-____

**RESOLUTION OF THE BOARD OF DIRECTORS OF
THE GREAT WESTERN PARK METROPOLITAN DISTRICT NO. 2
ESTABLISHING REGULAR MEETING DATES, TIME, AND LOCATION, AND
DESIGNATING LOCATION FOR POSTING OF 24-HOUR NOTICES**

- A. Pursuant to Section 32-1-903(1.5), C.R.S., special districts are required to designate a schedule for regular meetings, indicating the dates, time and location of said meetings.
- B. Pursuant to Section 32-1-903(5), C.R.S., “location” means the physical, telephonic, electronic, or virtual place, or a combination of such means where a meeting can be attended. “Meeting” has the same meaning as set forth in Section 24-6-402(1)(b), C.R.S., and means any kind of gathering, convened to discuss public business, in person, by telephone, electronically, or by other means of communication.
- C. Pursuant to Section 24-6-402(2)(c)(I), C.R.S., special districts are required to designate annually at the board of directors of the district’s first regular meeting of each calendar year, the public place at which notice of the date, time and location of regular and special meetings (“**Notice of Meeting**”) will be physically posted at least 24 hours prior to each meeting (“**Designated Public Place**”). A special district is deemed to have given full and timely notice of a regular or special meeting if it posts its Notice of Meeting at the Designated Public Place at least 24 hours prior to the meeting.
- D. Pursuant to Section 24-6-402(2)(c)(III), C.R.S., special districts are relieved of the requirement to post the Notice of Meeting at the Designated Public Place, and are deemed to have given full and timely notice of a public meeting if a special district posts the Notice of Meeting online on a public website of the special district (“**District Website**”) at least 24 hours prior to each regular and special meeting.
- E. Pursuant to Section 24-6-402(2)(c)(III), C.R.S., if a special district is unable to post a Notice of Meeting on the District Website at least 24 hours prior to the meeting due to exigent or emergency circumstances, then it must physically post the Notice of Meeting at the Designated Public Place at least 24 hours prior to the meeting.
- F. Pursuant to Section 32-1-903(1.5), C.R.S., all meetings of the board that are held solely at physical locations must be held at physical locations that are within the boundaries of the district or that are within the boundaries of any county in which the district is located, in whole or in part, or in any county so long as the physical location does not exceed twenty (20) miles from the district boundaries unless such provision is waived.
- G. The provisions of Section 32-1-903(1.5), C.R.S., may be waived if: (1) the proposed change of the physical location of a meeting of the board appears on the agenda of a meeting; and (2) a resolution is adopted by the board stating the reason for which meetings of the board are to be held in a physical location other than under Section 32-1-903(1.5), C.R.S., and further stating the date, time and physical location of such meeting.

NOW, THEREFORE, BE IT RESOLVED by the Board of Directors of the Great Western Park Metropolitan District No. 2 (the “**District**”), City and County of Broomfield, Colorado:

1. That the provisions of Section 32-1-903(1.5), C.R.S., be waived pursuant to the adoption of this Resolution.

2. That the Board of Directors (the “**District Board**”) has determined that conducting meetings at a physical location pursuant to Section 32-1-903(1.5), C.R.S., would be inconvenient and costly for the directors and consultants of the District in that they live and/or work outside of the twenty (20) mile radius requirement.

3. That regular meetings of the District Board for the year 2022 shall be held on _____ at _____, at _____
[indicate physical location and/or virtual location (telephonically, electronically, or by other means)].

4. That special meetings of the District Board shall be held as often as the needs of the District require, upon notice to each director.

5. That, until circumstances change, and a future resolution of the District Board so designates, the physical location and/or method or procedure for attending meetings of the District Board virtually (including the conference number or link) shall appear on the agenda(s) of said meetings.

6. That the residents and taxpaying electors of the District shall be given an opportunity to object to the meeting(s) physical location(s), and any such objections shall be considered by the District Board in setting future meetings.

7. That the District has established the following District Website, <https://www.greatwesternparkmd2.colorado.gov>, and the Notice of Meeting of the District Board shall be posted on the District Website at least 24 hours prior to meetings pursuant to Section 24-6-402(2)(c)(III), C.R.S. and Section 32-1-903(2), C.R.S.

8. That, if the District is unable to post the Notice of Meeting on the District Website at least 24 hours prior to each meeting due to exigent or emergency circumstances, the Notice of Meeting shall be posted within the boundaries of the District at least 24 hours prior to each meeting, pursuant to Section 24-6-402(2)(c)(I) and (III), C.R.S., at the following Designated Public Place:

(a) Light pole on Median at Skystone Pkwy & W. Montane Drive

9. Special District Management Services, Inc., or his/her designee, is hereby appointed to post the above-referenced notices.

**[SIGNATURE PAGE TO RESOLUTION ESTABLISHING REGULAR MEETING
DATES, TIME, AND LOCATION, AND DESIGNATING LOCATION FOR 24-HOUR
NOTICES]**

RESOLUTION APPROVED AND ADOPTED on November 10, 2021.

**GREAT WESTERN PARK
METROPOLITAN DISTRICT NO. 2**

By: _____
President

Attest:

Secretary

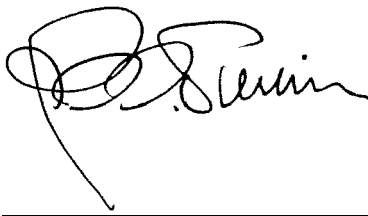
October 11, 2021
Board of Directors
Great Western Park Metropolitan District No. 2

I understand that the Board, at its meeting last week, decided to terminate the agreement with Simmons & Wheeler, P.C. to provide accounting services. Since you have decided to retain Special District Management Services for accounting services going forward, I feel in the best interest of all parties that we resign effective immediately.

We will provide a final invoice to you for all time incurred through this week. Upon payment in full of all outstanding amounts due, we will release the District's files to Special District Management Services.

On behalf of myself and Simmons & Wheeler, P.C., we would like to thank you for your business over the years and wish you the best going forward.

Sincerely,



A handwritten signature in black ink, appearing to read "J. W. Simmons", is written above a solid horizontal line.

John W. Simmons



Great Western Park Metropolitan District No. 2

Professional Audit Services
For the Year Ending December 31, 2021

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Your Engagement

Thank you for the opportunity to submit this proposal to the Great Western Park Metropolitan District No. 2, hereafter referred to as the “District,” for the year ending December 31, 2021. This proposal describes the professional qualifications and services that Haynie & Company can offer to meet your needs.

The objective and scope of the prospective engagement includes an audit, in accordance with Generally Accepted Auditing Standards (GAAS), of the financial statements as of December 31, 2021 and for the year then ended. We will issue an opinion on these financial statements.

You will receive a letter to management containing comments on compliance, recommendations for improvements, and any other comments deemed pertinent relating to the financial statements, internal control and accounting related matters.

GAAS requires that the auditor plan and perform the audit to obtain reasonable assurance about whether the financial statements are free of material misstatement. The audit will include examining, on a test basis, evidence supporting the amounts and disclosures in the financial statements. The audit will also include assessing the accounting principles used and significant estimates made by management, as well as evaluating the overall financial statement presentation.

We believe that upfront and consistent communication is key to a successful audit. We have an experienced audit team who will ensure that your audit is completed efficiently and in a timely manner.

We appreciate this opportunity to submit our proposal and look forward to continuing our work with you.

What We Can Do For You

- We provide a full range of external auditing, accounting, income tax, consulting, internal auditing, litigation support, and management advisory services.
- Our clients include a wide variety of small and mid-sized governments, public and private businesses and not-for-profit entities.
- We have well-trained staff with excellent credentials. They have proven their ability to effectively manage and control large audit and review engagements. Our work will always be efficient and to the highest professional standards.
- Each of our service teams, from supervisory senior to partner, have many years of combined experience serving clients.
- We have more than 25 qualified staff members experienced in working with various public entities. Many of our employees started their careers with “Big 4” accounting firms.
- We take a “business approach” to our audits that minimize insignificant matters and maximize constructive suggestions.
- We strive for a culture of service. Our team focuses on building long-term relationships based on mutual trust and communication. We are committed to meet your needs in a timely manner and make our key people accessible to you.

INDEPENDENCE

Haynie & Company and its personnel are independent of the Great Western Park Metropolitan District No. 2. Haynie & Company has not performed any work for the District in the past five years and, therefore, has no conflict of interest regarding this proposed engagement.

LICENSING

Haynie & Company and all key engagement personnel are properly licensed in Colorado and there are no disciplinary actions against the firm or its personnel currently, nor in the past three years. All professional staff are current with their continuing professional education according to the requirements contained in the *Government Auditing Standards*.

QUALITY CONTROL

Haynie & Company meets the external quality control review requirements contained in the current U.S. General Accounting Office’s *Government Auditing Standards*. A copy of our firm’s most recent Peer Review Report, issued on December 18, 2020, is included as Attachment A (page 9.) The firm is not currently involved in any court proceedings.

NON-DISCRIMINATION

Our firm does not discriminate against any individual due to race, religion, gender, sex, color, age, handicap or national origin, and these are not factors in consideration for employment, selection of training, promotion, transfers, recruitment, rates of pay, or other forms of compensation, demotion, or separation.

Please see Attachment B (page 10) for a detailed Firm Profile & Affiliations.

Our Team

The Littleton office will be the primary office to perform the work on this audit with support from our other locations, as needed. All individuals involved that would be assigned to the audit have extensive experience in government audit and accounting.

Haynie & Company has traditionally experienced below average turnover in our industry. We are committed to maintaining the continuity of the audit team on the District's engagement for the duration of the audit. We feel strongly regarding the importance of staff continuity, especially at the partner and manager level.

We realize that many organizations require auditor rotations and are happy to comply with any requirements set forth by the Grant Water & Sanitation Department Board. Because of our regional size, we are able to change the audit team if the District would like a "fresh" approach to the audit. We have audit staff from our other offices whose services we can call upon, if required. Our experienced staff is committed to fulfilling your needs.

All personnel receive regular continuing professional education through internal and external training. This training includes updates on new and significant accounting changes and industry-focused training, including training for all staff in the areas of governmental accounting and Single Audits. All staff are current with their continuing professional education requirements, including relevant training on significant recent GASB pronouncements. All staff will be adequately supervised.

Key members of the audit team and their qualifications are as follows:



Ty Holman, CPA – Audit Partner

Ty is a graduate of Brigham Young University and Mesa State College. He is a member of the American Institute of Certified Public Accountants (AICPA), and the Colorado Society of Certified Public Accountants (CSCPA). Ty worked with Ernst & Young and Great West Life and Annuity in Denver, Colorado prior to joining Haynie & Company in 2008. He has experience in a variety of areas, including: governmental, not-for-

profit, HUD, SEC and private clients in a number of industries. Ty's clients come from a variety of industries including special districts, cities, not-for-profit entities, low-income housing, real estate, manufacturing, technology, professional services and hospitality. Ty has extensive experience in governmental audit and accounting. Ty is also Yellow Book compliant with respect to continuing professional education.



Christine McLeod, CPA – Senior Audit Manager

Christine graduated from the University of Mississippi Patterson School of Accountancy with a Bachelor of Accountancy. She is a member of the American Institute of Certified Public Accountants (AICPA), and the Colorado Society of Certified Public Accountants (CSCPA). Christine worked with Arthur Andersen & Company in Dallas, Texas, as operations manager at Intellicall, Inc. in Carrollton, Texas, and as manager of St. Mary's Federal Credit Union in Littleton, CO. Christine also managed her own private practice providing accounting services to a number of small clients in various industries. In 2013, she joined Haynie & Company. Christine has experience in a variety of areas, including governmental, not-for-profit, SEC, special districts, pension plans, hospitality, financial services, and small business accounting. She has received well over 80 total hours of continuing education in the past three years, including 24 hours of government and not-for-profit training.



Shannon Fuller – Audit Manager

Shannon joined Haynie & Company in 2010 after she graduated from Colorado State University. She is a member of the Colorado Society of Certified Public Accountants (CSCPA) and has experience in a variety of areas, including governmental, not-for-profit, HUD and private clients in a number of industries. Shannon has completed her Yellow Book continuing education requirements and works on many governmental audits throughout Colorado.

Our firm recognizes that we are in a personal service industry and accordingly, are committed to the development of appropriate relationships with our clients. We understand that proper client service is based upon mutual trust and confidence. We maintain private lines to our key people so that our clients can always gain access to them. You will always have priority regarding access to our professional staff. We will communicate via telephone and email whenever an issue arises that requires discussion.

References

Below is a list of references for some clients that are similar in size and nature to the Great Western Park Metropolitan District No. 2 that have been audited by our local office:

Client	Contact Name	Email Address	Phone
Blue Lake Metropolitan District No. 2	Nancy Weiss	nweiss@crsofcolorado.com	303-381-4982
CitySet Metropolitan District No. 2	David Solin	dsolin@sdmsi.com	303-987-0835
Johnstown Plaza Metropolitan District	Molly Janzen	mollyj@pcgi.com	770-669-3611

We currently audit the following governmental agencies who received the GFOA Certificate of Excellence in Financial Reporting during the most recent fiscal year:

City of Grand Junction
City of Brighton
City of Fountain
City of Lone Tree
Town of Estes Park
Durango Fire Protection District
Plum Creek Water Reclamation Authority

Please see Attachment C (page 12) for a list of our current Colorado governmental audit clients.

Audit Approach

The audit should not interfere with managing your business. Haynie & Company has developed an approach for maximum audit effectiveness and efficiency that focuses on understanding the entity's operations and the risks it faces. In addition to understanding the accounting system and records of the entity, we focus on the objectives and the techniques used by management to evaluate operations and design our audits.

HAYNIE & COMPANY AUDIT BENEFITS:

- A **well-planned, well-controlled** audit that employs communication and cooperation with your staff to produce a high quality, efficient audit.

- An **insightful** presentation to the audit committee/board of directors that focuses on significant issues with reasonable recommendations. This presentation will include any significant compliance or controls issues, along with other matters such as suggestions for improved efficiencies.
- An **innovative** style in which our partners, managers and staff are involved year-round, actively seeking and communicating ways to help enhance the audit process and deepen our understanding of your company.

Please see Attachment D (page 15) for a detailed look at our audit approach.

Project Schedule

We are happy to coordinate our work to best fit the District’s needs. We are committed to providing the highest level of independent auditing services.

The estimated timeline below depends on the availability of records and the cooperation of management. Haynie & Company will complete the audit by the required deadline.

Task	Tentative Timing
Planning meeting with management	November 2021
Develop audit plan	November 2021
Fieldwork	April - May 2022
Wrap-up and discussion of draft financial statements and report to management and the board	May – June 2022
Final audit report and report issued to management and the board	No later than July 2022

Proposed fees

We believe our fees are competitive and reflect our desire to be of service to you. We continually strive to keep our fees at the lowest level consistent with the highest professional standards and your requirements for timely services. We will work closely with your personnel and anticipate their active participation in the areas where they can contribute to the audit effort and minimize our fees.

Our fees include all out-of-pocket expenses such as travel, report printing, postage, etc. We do not charge additional fees for general accounting and audit inquiries throughout the year. The fees quoted are with the understanding of cooperation from your staff in completing the information requested in our client organizer.

If additional accounting services are needed or desired, such work would be performed at our standard hourly rates and approval would be obtained before proceeding with the work.

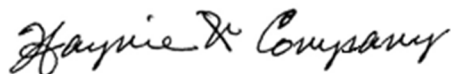
Proposed Fee for the Year Ending December 31, 2021

Financial Statement Audit	\$8,000
---------------------------	---------

Conclusion

Thank you for the opportunity to present Haynie & Company and the services that we can provide. We understand that you have many options and hope that through this proposal you can see those areas that distinguish us from others within the industry. We pride ourselves on good communication, highly-skilled professionals and providing exceptional service. Please feel free to call Christine McLeod at 303-734-4800 or e-mail her at ChristineM@HaynieCPAs.com with any questions you may have. If you choose to work with us, you would be an important and valued client.

Sincerely,



Haynie & Company

Attachment A

PEER REVIEW REPORT



Report on the Firm's System of Quality Control

December 18, 2020

To the Partners of Haynie & Company and the
National Peer Review Committee

We have reviewed the system of quality control for the accounting and auditing practice of Haynie & Company (the firm) applicable to engagements not subject to PCAOB permanent inspection in effect for the year ended October 31, 2019. Our peer review was conducted in accordance with the Standards for Performing and Reporting on Peer Reviews established by the Peer Review Board of the American Institute of Certified Public Accountants (Standards).

A summary of the nature, objectives, scope, limitations of, and the procedures performed in a System Review as described in the Standards may be found at www.aicpa.org/prsummary. The summary also includes an explanation of how engagements identified as not performed or reported in conformity with applicable professional standards, if any, are evaluated by a peer reviewer to determine a peer review rating.

Firm's Responsibility

The firm is responsible for designing a system of quality control and complying with it to provide the firm with reasonable assurance of performing and reporting in conformity with applicable professional standards in all material respects. The firm is also responsible for evaluating actions to promptly remediate engagements deemed as not performed or reported in conformity with professional standards, when appropriate, and for remediating weaknesses in its system of quality control, if any.

Peer Reviewer's Responsibility

Our responsibility is to express an opinion on the design of the system of quality control and the firm's compliance therewith based on our review.

Required Selections and Considerations

Engagements selected for review included engagements performed under *Government Auditing Standards*, including compliance audits under the Single Audit Act; audits of employee benefit plans, and audits of broker-dealers.

As a part of our peer review, we considered reviews by regulatory entities as communicated by the firm, if applicable, in determining the nature and extent of our procedures.

Opinion

In our opinion, the system of quality control for the accounting and auditing practice of Haynie & Company applicable to engagements not subject to PCAOB permanent inspection in effect for the year ended October 31, 2019, has been suitably designed and complied with to provide the firm with reasonable assurance of performing and reporting in conformity with applicable professional standards in all material respects. Firms can receive a rating of *pass*, *pass with deficiency(ies)* or *fail*. Haynie & Company has received a peer review rating of *pass*.

KerberRose SC
KerberRose SC

115 E. Fifth Street | Shawano, WI 54166
P: (715) 526-9400 Toll Free: (800) 729-2065 F: (715) 524-2599
Website: <https://kerberrose.com>



Attachment B

FIRM PROFILE & AFFILIATIONS

Haynie & Company is a unique, full-service CPA firm. We specialize in: audit, tax, accounting, consulting and management advisory services.



Haynie & Company began in 1960 as a small CPA firm in Salt Lake City. We've since grown into a thriving, regional firm with offices across Colorado, Utah, Texas, Arizona, Nevada and Idaho. We continue to add professionals to our network through mergers of reputable, experienced CPA firms. With 380 professionals and support staff firm-wide, we offer the experience and expertise of a leading regional firm, combined with the attention and focus of a dedicated local firm.

WHAT YOU CAN EXPECT

Our firm vision is simple: Exceeding Expectations. We understand you need an advisor who can think ahead and offer custom solutions. Providing excellent service is our highest priority. Our focus will always be on building long-term relationships based on growth, trust, communication and service.

We have developed a strong network of professional affiliations, including our memberships in PrimeGlobal and RSM US Alliance. These affiliations greatly expand our experience and knowledge. No matter how large or complex your financial situation, we have the expertise you need.

PrimeGlobal is the third largest association of independent accounting firms in the world, providing a wide range of tools and resources to help member firms furnish superior accounting, auditing and management services to clients around the globe.

RSM US Alliance provides member firms with access to the resources, tools and expertise of RSM US LLP, which is the fifth largest provider of audit, tax and consulting services in the United States.

An independently owned member
RSM US Alliance



PROUD MEMBERS OF:

- PrimeGlobal
- RSM US Alliance
- American Institute of Certified Public Accountants (AICPA)
- AICPA Center for Audit Quality
- AICPA Employee Benefit Plan Audit Quality Center
- AICPA Government Audit Quality Center
- Public Company Accounting Oversight Board
- Utah Association of CPAs
- Colorado Society of CPAs
- Texas Society of CPAs
- Nevada Society of CPAs
- Arizona Society of CPAs
- Idaho Society of CPAs
- California Society of CPAs
- Special District Association of Colorado
- Utah Non-Profits Association
- Utah Mechanical Contractors Association
- Associated Building Contractors
- National Association of Certified Valuation Analysts (NACVA)
- Association of Certified Fraud Examiners (ACFE)
- Construction Financial Management Association (CFMA)
- Governmental Finance Officers Association (GFOA)
- Affordable Housing Association of Certified Public Accountants (AHACPA)

Attachment C

CURRENT COLORADO GOVERNMENTAL AUDIT CLIENTS

Client Name	Dates of the Audit
9th Avenue Metropolitan District No. 1	2018 - 2020
9th Avenue Metropolitan District No. 2	2018 - 2020
Adams County Communication Center	2015 - 2020
Animas La-Plata Water Conservancy District	2012 - 2020
Arista Metropolitan District	2009 - 2020
Aspen Park Metropolitan District	2010 - 2020
Bancroft-Clover Water and Sanitation District	2011 - 2020
Bella Mesa Metropolitan District	2020
Blue Lake Metropolitan District No. 2	2016 - 2020
Blue Lake Metropolitan District No. 3	2018 - 2020
Blue Mountain Water District	2015 - 2020
BNC Metropolitan District No. 1	2006 - 2020
Boxelder Sanitation District	2019 - 2020
Brighton Housing Authority	2018 - 2020
Buffalo Highlands Metropolitan District	2018 - 2020
CCP Metropolitan District No. 3	2018 - 2020
Centerra Metropolitan District No. 1	2020
Chatfield South Water District	2002 - 2020
Cherry Creek Valley Water and Sanitation District	2005 - 2020
City Center West Residential Metropolitan District No. 2	2019 - 2020
City of Brighton*	2018 - 2020
City of Castle Pines	2014 - 2020
City of Evans*	2020
City of Fort Morgan	2020
City of Fountain*	2019 - 2020
City of Grand Junction*	2015 - 2020
City of Lone Tree*	2020
CitySet Metropolitan District No. 2	2012 - 2020
Clear Creek Valley Metropolitan District	2019 - 2020
Colorado River Fire Rescue Protection District	2017 - 2020
Conifer Metropolitan District	2019 - 2020
Cottonwood Hollow Residential Metropolitan District	2017 - 2020
Cottonwood Hollow Commercial Metropolitan District	2017 - 2020
Cross Creek Metropolitan District	2012 - 2020
Cumberland Green Metropolitan District	2007 - 2020
Dancing Willows	2015 - 2020
Dominion Water & Sanitation District	2015 - 2020
Durango Fire Protection District*	2008 - 2020
Encore on 34 Metropolitan District No. 1	2018 - 2020
Encore on 34 Metropolitan District No. 2	2018 - 2020
Erie Farm Metropolitan District	2015 - 2020
Evergreen Fire Protection District	2020
Forest Hills Metropolitan District	2011 - 2020
Fossil Ridge Metropolitan District #1	2019 - 2020
Fossil Ridge Metropolitan District #2	2019 - 2020
Fossil Ridge Metropolitan District #3	2019 - 2020
Fountain Mutual Metropolitan District	2018 - 2020
Front Range Fire Rescue Fire Protection District	2016 - 2020
Fruitdale Sanitation District	2015 - 2020
Genesee Fire Protection District	2016 - 2020
Green Valley Ranch Metropolitan District	2002 - 2020
Hartsel Fire Protection District	2016 - 2020
Haskins Station Metropolitan District	2019 - 2020
Highland Estates Metropolitan District	2018 - 2020

* Colorado clients who received the GFOA Certificate of Excellence in Financial Reporting during the most recent fiscal year

Attachment C

CURRENT COLORADO GOVERNMENTAL AUDIT CLIENTS (continued)

Client Name	Dates of the Audit
Highland Rescue Team Ambulance District	2017 - 2020
Horse Creek Metropolitan District	2015 - 2020
Inspiration Metropolitan District	2017 - 2020
Jefferson County Communications Authority	2019 - 2020
Jefferson Parkway Public Highway Authority	2008 - 2020
Johnstown Plaza Metropolitan District	2016 - 2020
Ken Caryl Ranch Water and Sanitation District	2000 - 2020
Lake Durango Water Authority	2019 - 2020
Lanterns Metropolitan District No. 1	2019 - 2020
Lambertson Lakes Metropolitan District	2007 - 2020
Lewis Pointe Metropolitan District	2015 - 2020
Liberty Mead Metropolitan District	2016 - 2020
Lochbuie Station Residential Metropolitan District	2020
Lookout Mountain Metropolitan District	2019 - 2020
Mansfield Heights Water & Sanitation District	2014 - 2020
McKay Landing Metropolitan District No. 2	2002 - 2020
Mountain Shadows	2015 - 2020
Mount Vernon Country Club Metropolitan District	2019 - 2020
Mountain View Fire Protection District	2018 - 2020
North Holly Metropolitan District	2018 - 2020
North Range Metropolitan District No. 1	2012 - 2020
North Range Metropolitan District No. 2	2012 - 2020
North Table Mountain Water & Sanitation District	2015 - 2020
North Washington Street Water & Sanitation District	2013 - 2020
Northern Commerce Metropolitan District	2015 - 2020
Olathe Fire Protection District	2016 - 2020
Paint Brush Hills Metropolitan District	2020
Park Meadows Metropolitan District	2002 - 2020
Plum Creek Water Reclamation Authority*	2012 - 2020
Poudre Tech Metropolitan District	2014 - 2020
Prosper Coordinating Metropolitan District	2017 - 2020
Prosper Coordinating Metropolitan District No. 4	2017 - 2020
Pueblo Urban Renewal Authority	2014 - 2020
Raindance Metropolitan District No. 1	2017 - 2020
Raindance Metropolitan District No. 2	2017 - 2020
Reunion Metropolitan District	2012 - 2020
Rocky Mountain Fire Protection District	2020
Rose Farm Acres Metropolitan District	2020
Saddler Ridge Metropolitan District	2017 - 2020
Severance Shores Metropolitan District No. 1	2020
Severance Shores Metropolitan District No. 4	2020
Sky Ranch Community Authority Board	2018 - 2020
Smoky Hill Metropolitan District	2002 - 2020
South Maryland Creek Metropolitan District	2019 - 2020
SMPG Metropolitan District No. 1	2017 - 2020
SMPG Metropolitan District No. 2	2019 - 2020
South Sheridan Water & Sanitation District	2014 - 2020
South Sloan's Lake Metropolitan District No. 1	2016 - 2020
South Sloan's Lake Metropolitan District No. 2	2016 - 2020
Southgate Sanitation District	2014 - 2020
Southgate Water District	2014 - 2020
Southwest Colorado Council of Governments	2017 - 2020
Southwestern Water Conservation District	2011 - 2020
Sterling Ranch Colorado Metropolitan District No. 2	2019 - 2020

* Colorado clients who received the GFOA Certificate of Excellence in Financial Reporting during the most recent fiscal year

Attachment C

CURRENT COLORADO GOVERNMENTAL AUDIT CLIENTS (continued)

<u>Client Name</u>	<u>Dates of the Audit</u>
Sterling Ranch Colorado Metropolitan District No. 3	2017 - 2020
Sterling Ranch Community Authority Board	2015 - 2020
Tallman Gulch Metropolitan District	2018 - 2020
Tamarron Metropolitan District	2009 - 2020
The Brands Metropolitan District No. 1	2017 - 2020
The Brands Metropolitan District No. 4	2017 - 2020
Timbers Metropolitan District	2018 - 2020
Town of Deer Trail	2014 - 2020
Town of Estes Park*	2020
Town of Limon	2009 - 2020
Trails at Crowfood Metropolitan District #3	2019 - 2020
Trailside Metropolitan District No. 1	2018 - 2020
Trailside Metropolitan District No. 4	2019 - 2020
Triview Metropolitan District	2019 - 2020
Twin Peaks Metropolitan District	2016 - 2020
Ward TOD Metropolitan District	2019 - 2020
Water Valley Metropolitan District No. 1	2014 - 2020
Water Valley Metropolitan District No. 2	2014 - 2020
Westview Metropolitan District	2019 - 2020
Wildwing Metropolitan District No. 1	2018 - 2020
Wildwing Metropolitan District No. 5	2018 - 2020
Willow Brook Metropolitan District	2019 - 2020
York Street Metropolitan District	2017 - 2020

* Colorado clients who received the GFOA Certificate of Excellence in Financial Reporting during the most recent fiscal year

Attachment D

AUDIT APPROACH DETAILS

Our audit approach is designed to proactively address risk associated with the audit process and provide value to our clients. Our audit approach is typically divided into three phases: planning, fieldwork and review.

PLANNING

Our audit approach relies heavily on a detailed assessment of the control environment and operating strengths and weaknesses of your company.

INTERIM FIELDWORK

If it is determined to add to the audit efficiency, we will perform interim testing prior to year-end. Generally during this phase, we perform most of our Single Audit compliance testing (if necessary), document and test the accounting system and internal controls. We will at times perform some substantive testing of accounts where appropriate.

YEAR-END FIELDWORK

This phase entails the bulk of our testing of financial statement account balances. Also, any open items from the interim fieldwork are addressed. Major federal programs are determined in accordance with the risk-based approach outlined in the Single Audit Act, and compliance testing wrapped up.

REPORTING

The auditor's reports and District Council presentation are drafted and reviewed with management. Upon approval by management, final versions of the reports are issued, and the Data Collection Form will be reviewed and approved for submission to the Federal Audit Clearing House, if necessary.

REVIEW

In order to assure the work and final report are of the highest quality, the files and reports must pass through a minimum of two reviews. Each review focuses on specific areas of the audit with intentional overlap so every part of the audit is reviewed in detail. Depending on the size and nature of an engagement, additional reviews are added to further ensure audit quality. We will also provide comments on preliminary drafts of your financial reports. We will work closely with you as you complete the final document, which will include our report.

OUR AUDIT PROCESS:



- Client acceptance
- Identify risks
- Identify key processes and transactions
- Establish engagement dates
- Determine materiality



- Review policies and procedures
- Review internal control documentation
- Perform walkthroughs of key processes
- Interview client personnel
- Review prior-year and interim financial data
- Review preliminary financial data



- Develop targeted audit procedures
- Determine sampling plan for testing
- Send third party confirmations
- Coordinate audit fieldwork with management



- Fieldwork
- Substantive testing
- Inquiries
- Analytical testing
- Review of audit results with management



- Review draft financial statements
- Review schedule of expenditures of federal awards
- Issue final opinions
- Meet with audit committee or board of directors

Haynie & Company's approach to audits of governmental entities is a highly-tailored adaptation of our basic risk-based audit approach. These modifications serve two purposes: they streamline the audit procedures to make us more efficient; and, more importantly, they focus the audit procedures to make us more effective.

SAMPLING

Where determined to be effective and efficient, Haynie & Company will test certain areas using sampling techniques. The size of audit samples will be based on many factors, including size of account balance and identified risks. Typical areas where sampling may be used are: cash disbursements, controls testing, revenue and accounts receivable.

SUBSTANTIVE TESTING

Haynie & Company's typical planned methods with respect to substantive procedures will include:

- An understanding of the District's internal control structure will be obtained through a combination of interviews with personnel, questionnaires, and walk-through procedures to confirm that the understanding is accurate. We have IT specialists available to assist the audit team in performing these procedures, if necessary.
- Based on our risk assessments, we will perform tests of financial statement account balances. This will include testing of source documents and confirmation of information with vendors and other third parties. Additionally, we will use various analytical procedures to identify potential errors in the accounting records to test. Among these procedures are comparing account balances to the prior year and to budgets and scanning the general ledger for large or unusual items.
- Concluding the audit includes review of legal letters, workpaper review, financial statement review and review of draft reports with management.

TECHNOLOGY

Haynie & Company focuses on cutting edge technology as a differentiator that allows us to streamline the audit process, be responsive to client needs, and back up all work papers. We utilize two robust systems to accomplish this:

- *ProSystem fx Engagement* is our engagement document management software that is an electronic binder to house and organize our audit documentation. This software allows the engagement team to easily collaborate with team members and clients.

- *Suralink* is a web-based audit management application that maintains all paper and electronic files in a secure, off-site data center, allowing for convenient, 24/7 access from any location. Haynie & Company professionals and client personnel can access all documents quickly and easily, which results in increased efficiency and quick response times for client requests. Suralink also functions as an open items list that can be accessed and maintained by the District and the audit team.

FINANCIAL STATEMENT REVIEW

Haynie & Company views the financial statements and our reports as the finished product of the audit process, and as such reflects the culmination of client and our work. With this view in mind, we have established a proven process for ensuring the highest quality financial statements are produced. The key to this is a robust set of procedures that utilize our experience and knowledge.

- *Training* – The basis for our technical review is the expertise of our engagement team. All of our key reviewers are CPA's that receive not only required continuing education but also targeted training in areas specific to non-profit accounting and audit.
- *Tie-Out Procedures* – One of our initial steps in the review process is to complete a thorough tie-out of all financial and other information included in the financial statements to account balances and other supporting documentation. This step ensures that all data is properly presented and agrees to supporting records. Additionally, we utilize the most up-to-date non-profit reporting checklists to make sure the financial statements are properly presented.
- *Supervisory Review* – All drafts throughout the reporting process are initially reviewed by managers and partners that were directly involved with the audit. This allows for the knowledge gained during the audit process to be utilized to ensure proper presentation and accuracy. The financial statements are reviewed for technical accuracy and overall readability.
- *Concurring Partner Review* – In addition to the manager and partner review mentioned above, in some cases, an audit partner that is not part of the engagement team reviews the financial statements and other key audit areas. The partner selected for this review is someone with extensive non-profit accounting and auditing experience, and the primary objective is to use an objective eye to determine that the financial statements contain all required disclosures and appear to be fairly presented.

USE OF DISTRICT PERSONNEL

We use a risk-based approach and sampling procedures, and we customize and tailor our audit programs toward the financial statement assertions with respect to each account and business cycle. We utilize on-line audit programs and customize the sample sizes and audit approach utilizing our audit program tools for each client.

We require the requisite data and information in support of the general ledger account balances including general ledgers and trial balances, detailed general ledger reports, lead schedules and work paper retrieval and refile of documents based on pre-submitted lists, preparation of confirmations and other required letters. We rely heavily on the subsidiary schedules and information that you produce in the normal course of business to the extent possible, rather than require that you reconfigure and reformat data to our preferred format.

We generally provide an audit request list at least one month in advance of our anticipated interim and year-end fieldwork. This will allow you sufficient time to prepare the required schedules and to discuss any questions or concerns with the audit team.

YEAR-ROUND CONTACT

An audit should not be treated as a once a year event. We will stay in touch with your team on an ongoing basis to learn about events that may have significant audit impact — enabling us to help you deal with them as they occur.

SMOOTH TRANSITION TO WORKING WITH US

When we become your service provider, you will want the transition from your prior firm to be smooth and orderly. Any change of this nature will result in some disruption; however, with our extensive experience in succeeding other accounting firms, the disruption is minimized. Our process for transitioning clients from their prior auditors to our services emphasizes early planning with heavy involvement of partners and managers.

CERTIFICATION OF VALUATION BY Broomfield County COUNTY ASSESSOR

New Tax Entity? YES NO

Date 08/19/2021

NAME OF TAX ENTITY: GREAT WESTERN PARK METRO 2 GEN

USE FOR STATUTORY PROPERTY TAX REVENUE LIMIT CALCULATION ("5.5%" LIMIT) ONLY

IN ACCORDANCE WITH 39-5-121(2)(a) and 39-5-128(1), C.R.S., AND NO LATER THAN AUGUST 25, THE ASSESSOR CERTIFIES THE TOTAL VALUATION FOR ASSESSMENT FOR THE TAXABLE YEAR 2021

Table with 11 rows listing valuation items: 1. PREVIOUS YEAR'S NET TOTAL TAXABLE ASSESSED VALUATION: \$19,392,750; 2. CURRENT YEAR'S GROSS TOTAL TAXABLE ASSESSED VALUATION: \$21,551,560; 3. LESS TOTAL TIF AREA INCREMENTS, IF ANY: \$0; 4. CURRENT YEAR'S NET TOTAL TAXABLE ASSESSED VALUATION: \$21,551,560; 5. NEW CONSTRUCTION: \$664,120; 6. INCREASED PRODUCTION OF PRODUCING MINE: \$0; 7. ANNEXATIONS/INCLUSIONS: \$0; 8. PREVIOUSLY EXEMPT FEDERAL PROPERTY: \$0; 9. NEW PRIMARY OIL OR GAS PRODUCTION FROM ANY PRODUCING OIL AND GAS LEASEHOLD OR LAND: \$0; 10. TAXES RECEIVED LAST YEAR ON OMITTED PROPERTY AS OF AUG. 1: \$0.00; 11. TAXES ABATED AND REFUNDED AS OF AUG. 1: \$0.00

‡ This value reflects personal property exemptions IF enacted by the jurisdiction as authorized by Art. X, Sec. 20(8)(b), Colo. Constitution
* New Construction is defined as: Taxable real property structures and the personal property connected with the structure.
≈ Jurisdiction must submit to the Division of Local Government respective Certifications of Impact in order for the values to be treated as growth in the limit calculation: use Forms DLG 52 & 52A.
Φ Jurisdiction must apply to the Division of Local Government before the value can be treated as growth in the limit calculation; use Form DLG 52B.

USE FOR TABOR "LOCAL GROWTH" CALCULATION ONLY

IN ACCORDANCE WITH ART. X, SEC. 20, COLO. CONSTUTION AND 39-5-121(2)(b), C.R.S., THE Broomfield County ASSESSOR CERTIFIES THE TOTAL ACTUAL VALUATION FOR THE TAXABLE YEAR 2021

1. CURRENT YEAR'S TOTAL ACTUAL VALUE OF ALL REAL PROPERTY: \$294,038,540

ADDITIONS TO TAXABLE REAL PROPERTY

2. CONSTRUCTION OF TAXABLE REAL PROPERTY IMPROVEMENTS: \$9,288,840; 3. ANNEXATIONS/INCLUSIONS: \$0; 4. INCREASED MINING PRODUCTION: \$0; 5. PREVIOUSLY EXEMPT PROPERTY: \$0; 6. OIL OR GAS PRODUCTION FROM A NEW WELL: \$0; 7. TAXABLE REAL PROPERTY OMITTED FROM THE PREVIOUS YEAR'S TAX WARRANT: \$0

DELETIONS FROM TAXABLE REAL PROPERTY

8. DESTRUCTION OF TAXABLE REAL PROPERTY IMPROVEMENTS: \$0; 9. DISCONNECTIONS/EXCLUSIONS: \$0; 10. PREVIOUSLY TAXABLE PROPERTY: \$0

¶ This includes the actual value of all taxable real property plus the actual value of religious, private school, and charitable real property.
* Construction is defined as newly constructed taxable real property structures.
§ Includes production from new mines and increases in production of existing producing mines.

IN ACCORDANCE WITH 39-5-128(1), C.R.S., AND NO LATER THAN AUGUST 25, THE ASSESSOR CERTIFIES TO SCHOOL DISTRICTS: TOTAL ACTUAL VALUE OF ALL TAXABLE PROPERTY \$295,858,470

IN ACCORDANCE WITH 39-5-128(1.5), C.R.S., THE ASSESSOR PROVIDES: HB21-1312 ASSESSED VALUE OF EXEMPT BUSINESS PERSONAL PROPERTY (ESTIMATED): ** \$0
** The tax revenue lost due to this exempted value will be reimbursed to the tax entity by the County Treasurer in accordance with 39-3-119.5(3), C.R.S.

NOTE: ALL LEVIES MUST BE CERTIFIED to the COUNTY COMMISSIONERS NO LATER THAN DECEMBER 15.

CERTIFICATION OF VALUATION BY
Broomfield County COUNTY ASSESSOR

New Tax Entity? YES NODate 08/19/2021**NAME OF TAX ENTITY:** GREAT WESTERN PARK METRO 2 ABATE

USE FOR STATUTORY PROPERTY TAX REVENUE LIMIT CALCULATION ("5.5%" LIMIT) ONLY

IN ACCORDANCE WITH 39-5-121(2)(a) and 39-5-128(1), C.R.S., AND NO LATER THAN AUGUST 25, THE ASSESSOR CERTIFIES THE TOTAL VALUATION FOR ASSESSMENT FOR THE TAXABLE YEAR 2021 :

1.	PREVIOUS YEAR'S NET TOTAL TAXABLE ASSESSED VALUATION:	1.	\$ <u>19,392,750</u>
2.	CURRENT YEAR'S GROSS TOTAL TAXABLE ASSESSED VALUATION: ‡	2.	\$ <u>21,551,560</u>
3.	LESS TOTAL TIF AREA INCREMENTS, IF ANY:	3.	\$ <u>0</u>
4.	CURRENT YEAR'S NET TOTAL TAXABLE ASSESSED VALUATION:	4.	\$ <u>21,551,560</u>
5.	NEW CONSTRUCTION: *	5.	\$ <u>664,120</u>
6.	INCREASED PRODUCTION OF PRODUCING MINE: ≈	6.	\$ <u>0</u>
7.	ANNEXATIONS/INCLUSIONS:	7.	\$ <u>0</u>
8.	PREVIOUSLY EXEMPT FEDERAL PROPERTY: ≈	8.	\$ <u>0</u>
9.	NEW PRIMARY OIL OR GAS PRODUCTION FROM ANY PRODUCING OIL AND GAS LEASEHOLD OR LAND (29-1-301(1)(b), C.R.S.): ☐	9.	\$ <u>0</u>
10.	TAXES RECEIVED LAST YEAR ON OMITTED PROPERTY AS OF AUG. 1 (29-1-301(1)(a), C.R.S.). Includes all revenue collected on valuation not previously certified:	10.	\$ <u>\$0.00</u>
11.	TAXES ABATED AND REFUNDED AS OF AUG. 1 (29-1-301(1)(a), C.R.S.) and (39-10-114(1)(a)(I)(B), C.R.S.):	11.	\$ <u>\$0.00</u>

‡ This value reflects personal property exemptions IF enacted by the jurisdiction as authorized by Art. X, Sec. 20(8)(b), Colo. Constitution

* New Construction is defined as: Taxable real property structures and the personal property connected with the structure.

≈ Jurisdiction must submit to the Division of Local Government respective Certifications of Impact in order for the values to be treated as growth in the limit calculation: use Forms DLG 52 & 52A.

☐ Jurisdiction must apply to the Division of Local Government before the value can be treated as growth in the limit calculation: use Form DLG 52B.

USE FOR TABOR "LOCAL GROWTH" CALCULATION ONLY

IN ACCORDANCE WITH ART.X, SEC.20, COLO. CONSTUTION AND 39-5-121(2)(b), C.R.S., THE Broomfield County ASSESSOR CERTIFIES THE TOTAL ACTUAL VALUATION FOR THE TAXABLE YEAR 2021 :

1.	CURRENT YEAR'S TOTAL ACTUAL VALUE OF ALL REAL PROPERTY: ¶	1.	\$ <u>294,038,540</u>
ADDITIONS TO TAXABLE REAL PROPERTY			
2.	CONSTRUCTION OF TAXABLE REAL PROPERTY IMPROVEMENTS: *	2.	\$ <u>9,288,840</u>
3.	ANNEXATIONS/INCLUSIONS:	3.	\$ <u>0</u>
4.	INCREASED MINING PRODUCTION: §	4.	\$ <u>0</u>
5.	PREVIOUSLY EXEMPT PROPERTY:	5.	\$ <u>0</u>
6.	OIL OR GAS PRODUCTION FROM A NEW WELL:	6.	\$ <u>0</u>
7.	TAXABLE REAL PROPERTY OMITTED FROM THE PREVIOUS YEAR'S TAX WARRANT: (If land and/or a structure is picked up as omitted property for multiple years, only the most current year's actual value can be reported as omitted property.):	7.	\$ <u>0</u>

DELETIONS FROM TAXABLE REAL PROPERTY

8.	DESTRUCTION OF TAXABLE REAL PROPERTY IMPROVEMENTS:	8.	\$ <u>0</u>
9.	DISCONNECTIONS/EXCLUSIONS:	9.	\$ <u>0</u>
10.	PREVIOUSLY TAXABLE PROPERTY:	10.	\$ <u>0</u>

¶ This includes the actual value of all taxable real property plus the actual value of religious, private school, and charitable real property.

* Construction is defined as newly constructed taxable real property structures.

§ Includes production from new mines and increases in production of existing producing mines.

IN ACCORDANCE WITH 39-5-128(1), C.R.S., AND NO LATER THAN AUGUST 25, THE ASSESSOR CERTIFIES TO SCHOOL DISTRICTS:

TOTAL ACTUAL VALUE OF ALL TAXABLE PROPERTY **\$ 295,858,470**

IN ACCORDANCE WITH 39-5-128(1.5), C.R.S., THE ASSESSOR PROVIDES:

HB21-1312 ASSESSED VALUE OF EXEMPT BUSINESS PERSONAL PROPERTY (ESTIMATED): ** **\$ 0**

** The tax revenue lost due to this exempted value will be reimbursed to the tax entity by the County Treasurer in accordance with 39-3-119.5(3), C.R.S.

NOTE: ALL LEVIES MUST BE CERTIFIED to the COUNTY COMMISSIONERS NO LATER THAN DECEMBER 15.

CERTIFICATION OF VALUATION BY
Broomfield County COUNTY ASSESSOR

New Tax Entity? YES NO

Date 08/19/2021

NAME OF TAX ENTITY: GREAT WESTERN PARK METRO 2 BOND

USE FOR STATUTORY PROPERTY TAX REVENUE LIMIT CALCULATION ("5.5%" LIMIT) ONLY

IN ACCORDANCE WITH 39-5-121(2)(a) and 39-5-128(1), C.R.S., AND NO LATER THAN AUGUST 25, THE ASSESSOR CERTIFIES THE TOTAL VALUATION FOR ASSESSMENT FOR THE TAXABLE YEAR 2021 :

1.	PREVIOUS YEAR'S NET TOTAL TAXABLE ASSESSED VALUATION:	1.	\$ <u>19,392,750</u>
2.	CURRENT YEAR'S GROSS TOTAL TAXABLE ASSESSED VALUATION: ‡	2.	\$ <u>21,551,560</u>
3.	LESS TOTAL TIF AREA INCREMENTS, IF ANY:	3.	\$ <u>0</u>
4.	CURRENT YEAR'S NET TOTAL TAXABLE ASSESSED VALUATION:	4.	\$ <u>21,551,560</u>
5.	NEW CONSTRUCTION: *	5.	\$ <u>664,120</u>
6.	INCREASED PRODUCTION OF PRODUCING MINE: ≈	6.	\$ <u>0</u>
7.	ANNEXATIONS/INCLUSIONS:	7.	\$ <u>0</u>
8.	PREVIOUSLY EXEMPT FEDERAL PROPERTY: ≈	8.	\$ <u>0</u>
9.	NEW PRIMARY OIL OR GAS PRODUCTION FROM ANY PRODUCING OIL AND GAS LEASEHOLD OR LAND (29-1-301(1)(b), C.R.S.): Ⓢ	9.	\$ <u>0</u>
10.	TAXES RECEIVED LAST YEAR ON OMITTED PROPERTY AS OF AUG. 1 (29-1-301(1)(a), C.R.S.). Includes all revenue collected on valuation not previously certified:	10.	\$ <u>\$0.00</u>
11.	TAXES ABATED AND REFUNDED AS OF AUG. 1 (29-1-301(1)(a), C.R.S.) and (39-10-114(1)(a)(I)(B), C.R.S.):	11.	\$ <u>\$0.00</u>

- ‡ This value reflects personal property exemptions IF enacted by the jurisdiction as authorized by Art. X, Sec. 20(8)(b), Colo. Constitution
- * New Construction is defined as: Taxable real property structures and the personal property connected with the structure.
- ≈ Jurisdiction must submit to the Division of Local Government respective Certifications of Impact in order for the values to be treated as growth in the limit calculation: use Forms DLG 52 & 52A.
- Ⓢ Jurisdiction must apply to the Division of Local Government before the value can be treated as growth in the limit calculation: use Form DLG 52B.

USE FOR TABOR "LOCAL GROWTH" CALCULATION ONLY

IN ACCORDANCE WITH ART X, SEC. 20, COLO. CONSTUTION AND 39-5-121(2)(b), C.R.S., THE Broomfield County ASSESSOR CERTIFIES THE TOTAL ACTUAL VALUATION FOR THE TAXABLE YEAR 2021 :

1.	CURRENT YEAR'S TOTAL ACTUAL VALUE OF ALL REAL PROPERTY: ¶	1.	\$ <u>294,038,540</u>
ADDITIONS TO TAXABLE REAL PROPERTY			
2.	CONSTRUCTION OF TAXABLE REAL PROPERTY IMPROVEMENTS: *	2.	\$ <u>9,288,840</u>
3.	ANNEXATIONS/INCLUSIONS:	3.	\$ <u>0</u>
4.	INCREASED MINING PRODUCTION: §	4.	\$ <u>0</u>
5.	PREVIOUSLY EXEMPT PROPERTY:	5.	\$ <u>0</u>
6.	OIL OR GAS PRODUCTION FROM A NEW WELL:	6.	\$ <u>0</u>
7.	TAXABLE REAL PROPERTY OMITTED FROM THE PREVIOUS YEAR'S TAX WARRANT: (If land and/or a structure is picked up as omitted property for multiple years, only the most current year's actual value can be reported as omitted property.):	7.	\$ <u>0</u>

DELETIONS FROM TAXABLE REAL PROPERTY

8.	DESTRUCTION OF TAXABLE REAL PROPERTY IMPROVEMENTS:	8.	\$ <u>0</u>
9.	DISCONNECTIONS/EXCLUSIONS:	9.	\$ <u>0</u>
10.	PREVIOUSLY TAXABLE PROPERTY:	10.	\$ <u>0</u>

- ¶ This includes the actual value of all taxable real property plus the actual value of religious, private school, and charitable real property.
- * Construction is defined as newly constructed taxable real property structures.
- § Includes production from new mines and increases in production of existing producing mines.

IN ACCORDANCE WITH 39-5-128(1), C.R.S., AND NO LATER THAN AUGUST 25, THE ASSESSOR CERTIFIES TO SCHOOL DISTRICTS:

TOTAL ACTUAL VALUE OF ALL TAXABLE PROPERTY **\$ 295,858,470**

IN ACCORDANCE WITH 39-5-128(1.5), C.R.S., THE ASSESSOR PROVIDES:

HB21-1312 ASSESSED VALUE OF EXEMPT BUSINESS PERSONAL PROPERTY (ESTIMATED): ** **\$ 0**

** The tax revenue lost due to this exempted value will be reimbursed to the tax entity by the County Treasurer in accordance with 39-3-119.5(3), C.R.S.

NOTE: ALL LEVIES MUST BE CERTIFIED to the COUNTY COMMISSIONERS NO LATER THAN DECEMBER 15.

GREAT WESTERN PARK METROPOLITAN DISTRICT NO. 2
Assessed Value, Property Tax and Mill Levy Information

	2020 Actual	2021 Adopted Budget	2022 Preliminary Budget
Assessed Valuation	\$ 17,988,670	\$ 18,061,835	\$ 21,551,560
Mill Levy			
General Fund	5.430	6.740	2.000
Debt Service Fund	47.678	47.182	29.250
Temporary Mill Levy Reduction	-	-	-
Refunds and Abatements	-	-	-
Total Mill Levy	<u>53.108</u>	<u>53.922</u>	<u>31.250</u>
Property Taxes			
General Fund	\$ 97,678	\$ 121,737	\$ 43,103
Debt Service Fund	857,664	852,193	630,383
Temporary Mill Levy Reduction	-	-	-
Refunds and Abatements	-	-	-
Actual/Budgeted Property Taxes	<u>\$ 955,342</u>	<u>\$ 973,930</u>	<u>\$ 673,486</u>

GREAT WESTERN PARK METROPOLITAN DISTRICT NO. 2

GENERAL FUND

2022 Preliminary Budget

with 2020 Actual, 2021 Adopted Budget, and 2021 Estimated

	2020 Actual	01/21-06/21 YTD Actual	2021 Adopted Budget	2021 Estimated	2022 Preliminary Budget
BEGINNING FUND BALANCE	\$ 74,749	\$ 88,840	\$ 30,254	\$ 88,840	\$ 164,621
REVENUE					
Property Tax Revenue	97,977	129,824	130,707	130,707	43,103
Specific Ownership Taxes	5,462	2,689	9,149	5,000	2,500
Miscellaneous Income	6	-	-	-	-
Debt Forgiveness	411,633	-	-	-	-
Interest Income	1,582	98	-	175	300
Total Revenue	516,660	132,611	139,856	135,882	45,903
Total Funds Available	591,409	221,451	170,110	224,722	210,524
EXPENDITURES					
Accounting	18,559	5,870	16,000	16,000	16,000
Audit	5,250	-	-	5,250	5,500
Election	57	-	-	-	30,000
Insurance/SDA Dues	3,203	3,390	3,600	3,390	3,800
Legal	26,063	11,294	17,000	17,000	17,000
Management	15,880	5,692	15,000	15,000	15,000
Miscellaneous	-	51	1,500	1,500	1,500
Write off Developer Advances	411,633	-	-	-	-
Developer Advance Repayment	16,273	-	-	-	-
Treasurer's Fees	1,470	1,948	3,921	1,961	647
Contingency	-	-	111,378	-	20,000
Total Expenditures	498,389	28,245	168,399	60,101	109,447
Transfers and Other (Uses)					
Transfer to Capital Projects	4,181	-	-	-	-
Emergency Reserve	-	-	1,711	-	1,377
Total Expenditures Requiring Appropriation	502,570	28,245	170,110	60,101	110,824
ENDING FUND BALANCE	\$ 88,840	\$ 193,206	\$ -	\$ 164,621	\$ 99,700

GREAT WESTERN PARK METROPOLITAN DISTRICT NO. 2

**DEBT SERVICE FUND
2022 Preliminary Budget
with 2020 Actual, 2021 Adopted Budget, and 2021 Estimated**

	2020 Actual	01/21-06/21 YTD Actual	2021 Adopted Budget	2021 Estimated	2022 Preliminary Budget
BEGINNING FUND BALANCE	\$ 1,900,918	\$ 1,984,253	\$ 2,074,367	\$ 1,984,253	\$ (14,066,673)
REVENUE					
Property Tax Revenue	860,284	908,806	914,989	914,989	630,383
Specific Ownership Taxes	47,957	23,608	64,049	45,000	30,000
Interest Income	14,332	801	-	1,500	30,000
Series 2021 Bond Proceeds	-	-	13,405,678	-	-
Transfer from District #1	-	3,937	-	3,937	-
Total Revenue	922,573	937,152	14,384,716	965,426	690,383
Total Funds Available	2,823,491	2,921,405	16,459,083	2,949,679	(13,376,290)
EXPENDITURES					
2016 A Interest	540,600	269,200	269,200	269,200	-
2016A Principal	55,000	-	-	-	-
2016 B Interest	230,730	-	-	-	-
Series 2021 Principal	-	-	360,000	360,000	165,000
Series 2021 Interest	-	-	144,378	144,378	497,265
Escrow Fund for Series 2016	-	-	13,496,855	13,496,855	-
Costs of Issuance	-	-	528,388	528,388	-
Repayment of Developer Advance	-	-	2,004,587	2,004,587	-
Paying Agent/Trustee Fees	-	11,000	11,000	11,000	11,000
Issuance Costs	-	9,834	-	-	-
Treasurer's Fees	12,908	13,635	27,450	27,450	9,456
Miscellaneous Expenses	-	-	2,500	2,500	2,500
Contingency	-	-	171,993	171,993	-
Total Expenditures	839,238	303,669	17,016,351	17,016,351	685,221
Total Expenditures Requiring Appropriation	839,238	303,669	17,016,351	17,016,351	685,221
ENDING FUND BALANCE	\$ 1,984,253	\$ 2,617,736	\$ (557,268)	\$ (14,066,673)	\$ (14,061,511)

RESOLUTION NO. 2021 - 11 - ____
A RESOLUTION OF THE BOARD OF DIRECTORS
OF THE GREAT WESTERN PARK METROPOLITAN DISTRICT NO. 2
TO ADOPT THE 2022 BUDGET AND APPROPRIATE SUMS OF MONEY

WHEREAS, the Board of Directors of the Great Western Park Metropolitan District No. 2 (“District”) has appointed the District Accountant to prepare and submit a proposed 2022 budget to the Board at the proper time; and

WHEREAS, the District Accountant has submitted a proposed budget to this Board on or before October 15, 2021, for its consideration; and

WHEREAS, upon due and proper notice, published or posted in accordance with the law, said proposed budget was open for inspection by the public at a designated place, a public hearing was held on November 10, 2021, and interested electors were given the opportunity to file or register any objections to said proposed budget; and

WHEREAS, the budget has been prepared to comply with all terms, limitations and exemptions, including, but not limited to, reserve transfers and expenditure exemptions, under Article X, Section 20 of the Colorado Constitution ("TABOR") and other laws or obligations which are applicable to or binding upon the District; and

WHEREAS, whatever increases may have been made in the expenditures, like increases were added to the revenues so that the budget remains in balance, as required by law.

WHEREAS, the Board of Directors of the District has made provisions therein for revenues in an amount equal to or greater than the total proposed expenditures as set forth in said budget; and

WHEREAS, it is not only required by law, but also necessary to appropriate the revenues provided in the budget to and for the purposes described below, as more fully set forth in the budget, including any interfund transfers listed therein, so as not to impair the operations of the District.

NOW, THEREFORE, BE IT RESOLVED by the Board of Directors of the Great Western Park Metropolitan District No. 2:

1. That the budget as submitted, amended, and summarized by fund, hereby is approved and adopted as the budget of the Great Western Park Metropolitan District No. 2 for the 2022 fiscal year.
2. That the budget, as hereby approved and adopted, shall be certified by the Secretary of the District to all appropriate agencies and is made a part of the public records of the District.

3. That the sums set forth as the total expenditures of each fund in the budget attached hereto as **EXHIBIT A** and incorporated herein by reference are hereby appropriated from the revenues of each fund, within each fund, for the purposes stated.

ADOPTED this 10th day of November, 2021.

Secretary

(SEAL)

EXHIBIT A
(Budget)

I, David Solin, hereby certify that I am the duly appointed Secretary of the Great Western Park Metropolitan District No. 2, and that the foregoing is a true and correct copy of the budget for the budget year 2022, duly adopted at a meeting of the Board of Directors of the Great Western Park Metropolitan District No. 2 held on November 10, 2021.

By: _____
Secretary

RESOLUTION NO. 2021 - 11- ____
A RESOLUTION OF THE BOARD OF DIRECTORS
OF THE GREAT WESTERN PARK METROPOLITAN DISTRICT NO. 2
TO SET MILL LEVIES

WHEREAS, the Board of Directors of the Great Western Park Metropolitan District No. 2 (“District”) has adopted the 2022 annual budget in accordance with the Local Government Budget Law on November 10, 2021; and

WHEREAS, the adopted budget is attached to the Resolution of the Board of Directors to Adopt the 2022 Budget and Appropriate Sums of Money, and such budget is incorporated herein by this reference; and

WHEREAS, the amount of money necessary to balance the budget for general fund expenses from property tax revenue is identified in the budget; and

WHEREAS, the amount of money necessary to balance the budget for debt service fund expenses from property tax revenue is identified in the budget; and

NOW, THEREFORE, BE IT RESOLVED by the Board of Directors of the Great Western Park Metropolitan District No. 2:

1. That for the purposes of meeting all general fund expenses of the District during the 2022 budget year, the District determined to levy mills upon each dollar of the total valuation for assessment of all taxable property within the District, as set forth in the budget, to raise the required revenue.

2. That for the purposes of meeting all debt service fund expenses of the District during the 2022 budget year, the District determined to levy mills upon each dollar of the total valuation for assessment of all taxable property within the District, as set forth in the budget, to raise the required revenue.

3. That the Accountant of the District is hereby authorized and directed to immediately certify to the County Commissioners of The City and County of Broomfield, Colorado, the mill levies for the District as set forth in the District’s Certification of Tax Levies (attached hereto as **EXHIBIT A** and incorporated herein by reference), recalculated as needed upon receipt of the final certification of valuation from the County Assessor in order to comply with any applicable revenue and other budgetary limits.

ADOPTED this 10th day of November, 2021.

Secretary

(SEAL)

EXHIBIT A
(Certification of Tax Levies)

UNDERWRITER ENGAGEMENT AGREEMENT

THIS AGREEMENT is made and entered into this _____ day of _____, 2021, by and among Great Western Park Metropolitan District No. 2 (the "Issuer") and Stifel, Nicolaus & Company, Incorporated, (the "Underwriter" or "Stifel"), with reference to the following facts:

RECITALS

WHEREAS, the Issuer plans to issue General Obligation Limited Tax Refunding Bonds, Series 2021 (the "Bonds") to pay the costs of refunding the Issuer's General Obligation Limited Tax Bonds, Series 2016A and Subordinate General Obligation Limited Tax Bonds, Series 2016B and to reimburse the Developer for certain public improvements previously constructed by the Developer for the benefit of the Development (the "Project"); and

WHEREAS, the Issuer desires and is authorized by law to retain the services of the Underwriter in connection with the issuance of the Bonds; and

WHEREAS, the Underwriter agrees to be retained by the Issuer and to provide to the Issuer the services described herein; and

WHEREAS, Stifel agrees to act as underwriter, subject to the conditions set forth herein;

NOW therefore, for and in consideration of the mutual promises, covenants, and conditions herein contained, the parties hereto agree as follows:

Scope of Services

The Issuer has engaged the Underwriter to perform various services related to the issuance of the Bonds, which are to be performed within the framework of all relevant rules and regulations. All services are provided on an arm's length, commercial basis and may or may not be provided in conjunction with services provided by advisors to the Issuer, such as, but not limited to, a financial advisor or a municipal advisor.

With this understanding, the Underwriter may provide the following services and perform the following functions with respect to the Bonds:

A. Structuring the Financing

1. The Underwriter will work with the Issuer, its bond counsel, municipal advisor, disclosure counsel, and other members of the Issuer's financing team in evaluating specific terms and conditions affecting the Bonds with the purposes of meeting the Issuer's financing objectives and assuring appropriate credit quality;
2. The Underwriter will work with the Issuer and its municipal advisor to structure for the Bonds in order to refund the outstanding bonds of the Issuer and to generate \$2 million of net proceeds using a single rated and insured senior series within the parameters of the bond resolution adopted by the District Board of Directors; and
3. In cooperation with Issuer, the Underwriter will assist in the preparation of and/or review of all documents necessary to implement the issuance of the Bonds, including, but not limited to, authorizing resolutions, bond purchase agreement, and preliminary and final official statements distributed to potential investors, as required.

B. Marketing the Securities

1. The Underwriter will coordinate printing and distribution of the preliminary and final official statements;
2. Together with the Issuer and other appropriate parties, the Underwriter will provide market information on the timing of the sale of the Bonds in relation to the market conditions and financing needs;
3. The Underwriter will arrange for distribution of the final official statements in accordance with Section 240.15c2-12 of Title 17 of the Code of Federal Regulations;
4. The Underwriter will market the Bonds to investors and will provide full pricing transparency to the Issuer and its municipal advisor prior to, and on the day of pricing; and
5. The Underwriter will serve as sole managing underwriter of the Bonds, which obligation is conditioned upon the execution of a mutually satisfactory bond purchase agreement and other customary documentation, and coordinate with all parties so as to consummate the sale and delivery of the Bonds in a timely manner.

Regulatory Disclosure

The Issuer is aware of Section 975 of the Dodd-Frank Wall Street Reform and Consumer Protection Act and the Securities and Exchange Commission’s adopted rule commonly known as the “Municipal Advisor Rule” (SEC Rule 15Ba1-1 to 15Ba1-8 -“the Rule”) and the underwriter exclusion from the definition of “municipal advisor” for a firm serving as an underwriter for a particular issuance of municipal securities. Some of the services that Stifel will be called upon to perform, such as providing advice with respect to the sizing, structure, timing and terms of the Bond issuance, are services that are also commonly provided by financial advisory firms.

However, in providing such services for the Bonds, the parties understand and agree that Stifel is serving as an underwriter for this transaction and is permitted to give advice and recommendations under the “underwriter exclusion” provision of the Rule. Issuer agrees that Stifel will not be serving as the Issuer’s financial advisor or acting as an agent or fiduciary for the Issuer and that the Issuer will be consulting with its own legal, financial and other advisors. This Agreement and relationship shall be either executed, approved or acknowledged by the governing board of Issuer (the “Governing Board”).

Disclosures Required by MSRB Rule G-17 Concerning the Role of the Underwriter

The Issuer confirms and acknowledges the following disclosures, as required by the Municipal Securities Rulemaking Board (MSRB) Rule G-17 as set forth in MSRB Notice 2019-20 (Nov. 8, 2019)¹:

The following G-17 conflict of interest disclosures are broken down into three types, including: 1) dealer-specific conflicts of interest disclosures (if applicable); 2) transaction-specific disclosures (if applicable); and 3) standard disclosures. You may receive additional separate disclosure letters pursuant to Rule G-17 from the co-managing underwriters or other syndicate members for the Bonds if they have their own dealer-specific or transaction-specific disclosures.

¹ Revised Interpretive Notice Concerning the Application of MSRB Rule G-17 to Underwriters of Municipal Securities (effective Mar. 31, 2021).

1. Dealer-Specific Conflicts of Interest Disclosures

Stifel has not identified any actual or potential² material conflicts of interest.

2. Transaction-Specific Disclosures: Disclosures Concerning Complex Municipal Securities Financing:

Since we have not recommended a “complex municipal securities financing” to the Issuer or Obligor, additional disclosures regarding the financing structure for the Bonds are not required under MSRB Rule G-17.

3. Standard Disclosures

- Disclosures Concerning the Underwriters’ Role:
 - MSRB Rule G-17 requires an underwriter to deal fairly at all times with both issuers and investors.
 - The underwriters’ primary role is to purchase the securities with a view to distribution in an arm’s-length commercial transaction with the Issuer. The underwriters have financial and other interests that differ from those of the Issuer.
 - Unlike a municipal advisor, an underwriter does not have a fiduciary duty to the Issuer under the federal securities laws and is, therefore, not required by federal law to act in the best interests of the Issuer without regard to its own financial or other interests.
 - The Issuer may choose to engage the services of a municipal advisor with a fiduciary obligation to represent the Issuer’s interest in this transaction.
 - The underwriters have a duty to purchase the securities from the Issuer at a fair and reasonable price, but must balance that duty with their duty to sell the securities to investors at prices that are fair and reasonable.
 - The underwriters will review the official statement for the securities, if any, in accordance with, and a part of, their respective responsibilities to investors under the federal securities laws, as applied to the facts and circumstances of this transaction.³
- Disclosures Concerning the Underwriters’ Compensation:
 - The underwriters will be compensated by a fee and/or an underwriting discount that will be set forth in the bond purchase agreement to be negotiated and entered into in connection with the issuance of the Bonds. Payment or receipt of the underwriting fee or discount will be contingent on the closing of the transaction and the amount of the fee or discount may be based, in whole or in part, on a percentage of the principal amount of the Bonds. While this form of compensation is customary in the municipal securities market, it presents a conflict of interest since the underwriters may have an incentive to

² When we refer to *potential* material conflicts throughout this letter, we refer to ones that are reasonably likely to mature into *actual* material conflicts during the course of the transaction, which is the standard required by MSRB Rule G-17.

³ Under federal securities law, an issuer of securities has the primary responsibility for disclosure to investors. The review of the official statement by the underwriters is solely for purposes of satisfying the underwriters’ obligations under the federal securities laws and such review should not be construed by an issuer as a guarantee of the accuracy or completeness of the information in the official statement.

recommend to the Issuer a transaction that is unnecessary or to recommend that the size of the transaction be larger than is necessary.

Limitation of Duties

The Issuer acknowledges and agrees that Stifel is not making a commitment to extend credit, make a loan or otherwise fund the Project beyond the obligations contained in a mutually satisfactory bond purchase agreement. The Issuer acknowledges that the services provided under this Agreement involve professional judgment by Stifel and that the results cannot be, and are not, guaranteed.

As addressed above, among the services that Stifel will perform under this Agreement is assistance in preparation of, and/or review of the preliminary and final official statements for the Bonds. We note, however, that under federal securities law, an issuer of securities has the primary responsibility for disclosure to investors. Our assistance with respect to, and/or review of the official statement will be solely for purposes of satisfying our obligations as underwriter under the federal securities laws and such assistance and/or review should not be construed by the Issuer as a guarantee of the accuracy or completeness of the information in the official statement.

Expenses

The Issuer, from the Bond proceeds, will pay the Underwriter's costs incurred in the performance of this Agreement, including costs of its legal counsel, in an amount not to exceed \$15,000, communication, preparation of the official statements, and overhead expenses.

The Issuer, from the Bond proceeds or other lawfully available funds, will pay for legal fees, including disclosure counsel; rating agency and credit enhancement fees including all related travel (if any); the cost of appraisal, fiscal consultant, statistical, computer, and graphics services (if any), cost of printing and distribution of the official statements and expense of publication, advertising, and informational meetings; and the costs of fiscal agent or bond trustee and registrar.

Compensation

The Underwriter agrees to prepare and coordinate all aspects of the sale of the Bonds. Stifel will be paid only when the Bonds are sold. The fee for Stifel's preparation and coordination of the sale of the Bonds shall be \$4.25 per \$1,000.00 of Bonds sold. The underwriting fee is contingent on a successful sale of the Bonds and is payable from the proceeds of the Bonds.

Term of Agreement

This Agreement is to continue until the Project is financed or until the Governing Board formally abandons the Project, unless previously terminated by mutual written consent of the parties hereto.

This Agreement may be terminated at any time by the Issuer, upon five business days' prior notice to such effect to the Underwriter, or by the Underwriter upon five business days' prior notice to such effect to the Issuer. Any such termination, however, shall not affect the obligations of the Issuer under the Expenses section hereof.

Severability of Provisions

If any provision of this Agreement is held invalid, the remainder of the Agreement shall not be affected thereby if such remainder would then continue to conform to the terms and requirements of applicable law.

Governing Law

This Agreement, and the rights and obligations of the parties hereto, shall be construed, interpreted and enforced pursuant to the laws of Colorado, and exclusive venue in any and all actions existing under this Agreement shall be laid in the action or proceeding which Issuer or Underwriter may be required to prosecute to enforce its respective rights within this Agreement. The unsuccessful party therein agrees to pay all costs incurred by the prevailing party therein, including reasonable interest and attorney's fees, to be fixed by court, and said costs, interest, and attorneys' fees shall be made a part of the judgment in said action. Prior to the commencement of any litigation concerning this Agreement, the Issuer and the Underwriter agree to first submit any disagreements to mediation. This mediation requirement is intended to reduce the costs of dispute resolution for both parties.

Subcontractors

The Underwriter shall, with the prior written approval of the Issuer, use such subcontractors as are necessary in the fulfillment of this Agreement.

Miscellaneous

Nothing contained herein shall preclude the Underwriter from carrying on its customary and usual business activities. The Underwriter specifically reserves the right, but is not obligated, to bid for and maintain secondary markets on any Issuer outstanding bonds subject to appropriate information barriers. Services provided by the Underwriter in connection with this Agreement shall not limit the Underwriter from providing services for the Issuer in conjunction with other services requested by the Issuer except as limited by rule of law or regulation.

Stifel certifies that it and its parent company, wholly or majority-owned subsidiaries, and other affiliates, are not currently engaged in, or for the duration of this Agreement will not engage in, a boycott of goods or services from the State of Israel; companies doing business in or with Israel or authorized by, licensed by, or organized under the laws of the State of Israel; or persons or entities doing business in the State of Israel. Stifel understands that "boycott" includes, but is not limited to, refusing to deal with, terminating business activities with, or otherwise taking any action that is intended to penalize, inflict economic harm on, or limit commercial relations, but does not include an action made for ordinary business purposes.

In connection with services agreed to herein, it is understood that the Underwriter will render professional services as an independent contractor. Neither the Underwriter nor any of its agents or employees shall be deemed an employee of the Issuer for any purpose.

The Underwriter shall not assign or otherwise transfer any interest in this Agreement without the prior written consent of the Issuer.

The Issuer acknowledges and recognizes Stifel as Underwriter with respect to the municipal securities referenced for purposes of MSRB Rule G-23 and Securities and Exchange Commission Rule 17 CFR (Registration of Municipal Advisors) and acknowledges receipt of the G-17 disclosures included herein. It is our understanding that you have the authority to bind the Issuer by contract with us, and that you are not a party to any conflict of interest relating to the subject transaction. If our understanding is incorrect, please notify the undersigned immediately.

This Agreement constitutes the entire agreement between the parties relating to the subject matter thereof and supersedes any prior understandings or representations. The Agreement may be amended or modified only by a writing signed by both parties. It is solely for the benefit of the Issuer and Stifel, and no other person.

This Agreement is submitted in duplicate originals. The acceptance of this Agreement by the Issuer will occur upon the return of one original executed by an authorized Issuer representative, and the Issuer hereby represents that the signatory below is so authorized.

IN WITNESS WHEREOF, the parties hereto have executed this Agreement as of the day and year first written above.

Stifel, Nicolaus & Company, Incorporated

By 

Name: Michael Lund

Title: Director

Date: August 25, 2021

ACCEPTANCE

Great Western Park Metropolitan District No. 2

By 

Name James Einolf

Title President

Date 09 / 04 / 2021

TITLE	Underwriting Agreement
FILE NAME	Form of Underwrit...trict 2 (002).pdf
DOCUMENT ID	5822bbc0392926f89d1f7298b4e3a0b5dc379f81
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09 / 03 / 2021

20:38:25 UTC

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from dsolin@sdmsi.com
IP: 50.78.200.153



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09 / 04 / 2021

12:57:47 UTC

Viewed by James Einolf (jameseinolf@yahoo.com)
IP: 174.16.141.7



SIGNED

09 / 04 / 2021

12:58:19 UTC

Signed by James Einolf (jameseinolf@yahoo.com)
IP: 174.16.141.7



COMPLETED

09 / 04 / 2021

12:58:19 UTC

The document has been completed.

RESOLUTION NO. 2021-11-____

**A RESOLUTION OF THE BOARD OF DIRECTORS OF
GREAT WESTERN PARK METROPOLITAN DISTRICT NO. 2
CALLING A REGULAR ELECTION FOR DIRECTORS
MAY 3, 2022**

A. The terms of the offices of Directors Jeffrey L. Nading and Christy L. Tigges shall expire upon the election of their successors at the regular election, to be held on May 3, 2022 (“**Election**”), and upon such successors taking office.

B. In accordance with the provisions of the Special District Act (“**Act**”) and the Uniform Election Code (“**Code**”), the Election must be conducted to elect two (2) Directors to serve until the second regular election, to occur May 6, 2025.

NOW, THEREFORE, BE IT RESOLVED by the Board of Directors of the Great Western Park Metropolitan District No. 2 (the “**District**”) of the City and County of Broomfield, Colorado:

1. Date and Time of Election. The Election shall be held on May 3, 2022, between the hours of 7:00 A.M. and 7:00 P.M. pursuant to and in accordance with the Act, Code, and other applicable laws. At that time, two (2) Directors shall be elected to serve until the second regular election, to occur May 6, 2025.

2. Precinct. The District shall consist of one (1) election precinct for the convenience of the eligible electors of the District.

3. Conduct of Election. The Election shall be conducted as an independent mail ballot election in accordance with all relevant provisions of the Code. The Designated Election Official shall have on file, no later than fifty-five (55) days prior to the Election, a plan for conducting the independent mail ballot Election.

4. Designated Election Official. David Solin shall be the Designated Election Official and is hereby authorized and directed to proceed with any action necessary or appropriate to effectuate the provisions of this Resolution and of the Act, Code or other applicable laws. The Election shall be conducted in accordance with the Act, Code and other applicable laws. Among other matters, the Designated Election Official shall appoint election judges as necessary, arrange for the required notices of election (either by mail or publication) and printing of ballots, and direct that all other appropriate actions be accomplished.

5. Call for Nominations. The Designated Election Official shall provide Call for Nominations as required under Section 1-13.5-501, C.R.S., as applicable.

6. Absentee Ballot Applications. NOTICE IS FURTHER GIVEN, pursuant to Section 1-13.5-1002, C.R.S., that applications for and return of absentee ballots may be filed with the Designated Election Official of the District, 141 Union Blvd., Suite 150, Lakewood,

Colorado 80228 between the hours of 8:00 a.m. and 5:00 p.m., until the close of business on the Tuesday immediately preceding the Election (April 26, 2022).

7. Self-Nomination and Acceptance Forms. Self-Nomination and Acceptance Forms are available and can be obtained from the Designated Election Official for the District at 141 Union Blvd., Suite 150, Lakewood, Colorado 80228, 303-987-0835

8. Cancellation of Election. If the only matter before the electors is the election of Directors of the District and if, at 5:00 P.M. on March 1, 2022, the sixty-third day prior to the regular election, there are not more candidates than offices to be filled at the Election, including candidates timely filing affidavits of intent, the Designated Election Official shall cancel the Election and declare the candidates elected. Notice of such cancellation shall be published and posted in accordance with law.

9. Severability. If any part or provision of this Resolution is adjudged to be unenforceable or invalid, such judgment shall not affect, impair or invalidate the remaining provisions of this Resolution, it being the Board of Director's intention that the various provisions hereof are severable.

10. Repealer. All acts, orders and resolutions, or parts thereof, of the Board of Directors which are inconsistent or in conflict with this Resolution are hereby repealed to the extent only of such inconsistency or conflict.

11. Effective Date. The provisions of this Resolution shall take effect as of the date adopted and approved by the Board of Directors of the District.

[SIGNATURE PAGE FOLLOWS]

**[SIGNATURE PAGE TO RESOLUTION
CALLING A REGULAR ELECTION FOR DIRECTORS
MAY 3, 2022]**

RESOLUTION APPROVED AND ADOPTED on November 10, 2021.

**GREAT WESTERN PARK
METROPOLITAN DISTRICT NO. 2**

By: _____
President

Attest:

Secretary



141 Union Boulevard, Suite 150
Lakewood, CO 80228-1898
303-987-0835 • Fax: 303-987-2032

MEMORANDUM

TO: Board of Directors

FROM: Christel Gemski
Executive Vice-President

DATE: August 31, 2021

RE: Notice of 2022 Rate Increase

A handwritten signature in blue ink that reads "Christel Gemski".

In accordance with the Management Agreement (“Agreement”) between the District and Special District Management Services, Inc. (“SDMS”), at the time of the annual renewal of the Agreement, the hourly rate described in Article III for management and all services shall increase by the CPI (5.28%) per hour.

We hope you will understand that it is necessary to increase our rates due to increasing gas and operating costs along with new laws and rules implemented by our legislature.