

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 REGULAR MEETING AND AGENDA

| <u>Board of Directors:</u> | <u>Office:</u> | <u>Term/Expiration:</u> |
|----------------------------|---------------------|-------------------------|
| Gregg A. Bradbury | President | 2020/May 2020 |
| Jeffrey L. Nading | Treasurer | 2022/May 2022 |
| Charles Church McKay | Assistant Secretary | 2020/May 2020 |
| Brandon Dooling | Assistant Secretary | 2020/May 2020 |
| Steve Nading | Assistant Secretary | 2022/May 2020 |
| David Solin | Secretary | |

DATE: September 24, 2019 (Tuesday)

TIME: 8:30 A.M.

PLACE: 141 Union Boulevard, Suite 150
Lakewood, Colorado

I. ADMINISTRATIVE MATTERS

A. Present Disclosures of Potential Conflicts of Interest.

B. Approve Agenda; confirm location of the meeting and posting of meeting notices.

C. Review and approve minutes of the June 25, 2019 Regular Meeting (enclosure).

II. FINANCIAL MATTERS

A. Review and ratify the approval of the payment of claims as follows (enclosures):

| | Period Ending July 18, 2018 | Period Ending August 22, 2018 |
|----------------------|--------------------------------|----------------------------------|
| General Fund | \$ 1,449.32 | \$ 2,941.77 |
| Debt Service | \$ -0- | \$ 5,500.00 |
| Capital Fund | \$ 13,701.94 | \$ 8,978.47 |
| Total Claims: | \$ 15,151.26 | \$ 17,420.24 |

B. Review and consider approval of the payment of claims through the period ending September 24, 2019, as follows: (enclosure)

| | | |
|---------------------------|----|-------------------------|
| General Fund | \$ | 5,876.89 |
| Capital Improvements Fund | \$ | 8,989.01 |
| Total Claims: | \$ | <u><u>14,865.90</u></u> |

C. Review and accept unaudited financial statements for the period ending June 30, 2019 (enclosure).

D. Review and consider approval of District Expenditures Verification Report for July and September 2019 (enclosures).

E. Set date for public hearing to adopt the 2020 Budget (proposed date is November 26, 2019).

F. Review draft 2020 Budget (enclosures – 2020 draft Budget and Preliminary Assessed Valuation).

IV. LEGAL MATTERS

A. Review and consider adoption of Resolution No. 2019-09-01, First Amendment to Resolution No. 2018-10-01, Establishing Regular Meeting Dates, Time and Location, and Designating Locations for Posting of 72-Hour and 24-Hour Notices (enclosure).

B. Review and consider adoption of Resolution No. 2019-09-02, Resolution of the Board of Directors of the Great Western Park Metropolitan District No. 2 Establishing District Website and Designating Location for Posting of 24-Hour Notices (enclosure).

C. Ratify approval of Eligible Governmental Entity Agreement (“EGE”) between the Statewide Internet Portal Authority (“SIPA”) and the District (enclosure).

V. CONSTRUCTION MATTERS

A. Review Construction Status Report (to be distributed).

B. Consider approval of contracts, work orders and change orders.

C. Ratify approval of Contract between the District and Western Environment and Ecology, Inc., for Wildlife and Environmental Survey, in the amount of \$3,934.40.

VI. OTHER BUSINESS

A. Update on SIPA Website.

VII. ADJOURNMENT **THE NEXT REGULAR MEETING IS SCHEDULED FOR NOVEMBER 26, 2019 (BUDGET HEARING).**

RECORD OF PROCEEDINGS

MINUTES OF A REGULAR MEETING OF THE BOARD OF DIRECTORS OF THE GREAT WESTERN PARK METROPOLITAN DISTRICT NO. 2 HELD JUNE 25, 2019

A Regular Meeting of the Board of Directors of the Great Western Park Metropolitan District No. 2 (referred to hereafter as "Board") was convened on Tuesday, the 25th day of June, 2019, at 8:30 a.m., at the offices of the District, 141 Union Boulevard, Suite 150, Lakewood, Colorado 80228. The meeting was open to the public.

ATTENDANCE

Directors In Attendance Were:

Gregg A. Bradbury
Jeffrey L. Nading
Brandon Dooling
Charles Church McKay
Steve Nading

Also In Attendance Were:

David Solin (in person) and Steve Beck (for a portion of the meeting); Special District Management Services, Inc.

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

Brandon Collins; Independent District Engineering Services, LLC

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 the Directors' Disclosure Statements for all of the Directors have been filed, and no additional conflicts were disclosed at the meeting.

ADMINISTRATIVE MATTERS

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

RECORD OF PROCEEDINGS

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

Approval of Meeting Location and Posting Location: 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 Steve Nading, seconded by Director Bradbury and, upon vote, unanimously carried, the Board determined that because there was not a suitable or convenient location within its boundaries to conduct this meeting, it was determined to conduct the meeting at the above-stated location. The Board further noted that notice of the time, date and location was duly posted and that they have not received any objections to the location or any requests that the meeting place be changed by taxpaying electors within its boundaries.

The Board designated the District's 24-hour posting location as the light pole on the median at Skyestone Parkway and West Montane Drive.

Minutes: The Board reviewed the Minutes from the October 23, 2018 Special Meeting.

Following discussion, upon motion duly made by Director Bradbury, seconded by Director Jeff Nading and, upon vote, unanimously carried, the Minutes from the October 23, 2018 Special Meeting were approved.

CONSENT AGENDA The Board considered ratifying approval of the following actions:

- Ratify approval of Master Service Agreement for District Oversight and Cost Verification Services between the District and Independent District Engineering Services, LLC.
- Ratify approval of Task Order No. 1, for District Oversight Services/Construction Management, in the amount of \$40,000.00.
- Ratify approval of Service Agreement for Project Management Services between the District and Papillon, LLC.
- Ratify approval of Task Order No. 1, for District Management, in the amount of \$60,000.00.
- Ratify approval of Master Service Agreement for Engineering Services between the District and Martin/Martin, Inc.

RECORD OF PROCEEDINGS

- Ratify approval of Task Order No. 1, for Civil Engineering Services and Reimbursables, in the amount of \$192,500.00.
- Ratify approval of Task Order No. 2, for On-Call Survey Services, in the amount of \$10,000.00.
- Ratify approval of Task Order No. 3, for Additional Services, in the amount of \$12,326.00.
- Ratify approval of Task Order No. 4, for Construction Services, in the amount of \$10,000.00.
- Ratify approval of Master Service Agreement for Storm Water Oversight Services between the District and Storm Water Asset Protection, LLC.
- Ratify approval of Task Order No. 1, for Storm Water Compliance, in the amount of \$10,000.00.
- Ratify approval of Task Order No. 1 for Geotechnical Study from A.G. Wassenaar, in the amount of \$23,420.

Following discussion, upon motion duly made by Director Jeff Nading, seconded by Director Bradbury and, upon vote, unanimously carried, the Board ratified approval of all the above actions.

FINANCIAL MATTERS

Claims: The Board considered ratifying approval of the payment of claims as follows:

| | Period Ending Nov. 19, 2018 | Period Ending Dec. 12, 2018 | Period Ending Jan. 23, 2019 | Period Ending Feb. 20, 2019 |
|----------------------|--------------------------------|--------------------------------|--------------------------------|--------------------------------|
| General Fund | \$ 5,981.58 | \$ 29,912.87 | \$ 18,672.66 | \$ 2,422.86 |
| Capital Fund | \$ -0- | \$ -0- | \$ -0- | \$ 3,805.84 |
| Total Claims: | \$ 5,981.58 | \$ 29,912.87 | \$ 18,672.66 | \$ 6,228.70 |

| | Period Ending March 18, 2019 | Period Ending April 15, 2019 | Period Ending May 17, 2019 |
|----------------------|---------------------------------|---------------------------------|-------------------------------|
| General Fund | \$ 3,296.89 | \$ 1,932.87 | \$ 1,735.02 |
| Capital Fund | \$ 102,995.90 | \$ 31,729.86 | \$ 70,678.08 |
| Total Claims: | \$ 106,292.79 | \$ 33,662.73 | \$ 72,413.10 |

Following discussion, upon motion duly made by Director Bradbury, seconded by Director Steve Nading and, upon vote, unanimously carried, the Board ratified the approval of the payment of claims, as presented.

The Board then considered the approval of the payment of claims for the period ending June 18, 2019 as follows:

RECORD OF PROCEEDINGS

| | |
|---------------------------|----------------------------|
| General Fund | \$ 835.75 |
| Capital Improvements Fund | \$ 26,394.98 |
| Total Claims: | <u>\$ 27,230.73</u> |

Following discussion, upon motion duly made by Director Bradbury, seconded by Director Steve Nading and, upon vote, unanimously carried, the Board approved the payment of claims for the period ending June 18, 2019.

Unaudited Financial Statements: Mr. Beck reviewed the unaudited financial statements of the District setting forth the cash deposits, investments, budget analysis, and accounts payable vouchers for the period ending March 31, 2019.

Following review, upon motion duly made by Director Jeff Nading, seconded by Director Dooling and, upon vote, unanimously carried, the unaudited financial statements for the period ending March 31, 2019 were accepted.

2018 Audit: Mr. Beck discussed the 2018 Audit with the Board.

Following discussion, upon motion duly made by Director Bradbury, seconded by Director Jeff Nading and, upon vote, unanimously carried, the Board approved the 2018 Audit and authorized the execution of the Representations Letter, subject to final review by Accounting and Legal Counsel.

District Expenditures Verification Reports: Mr. Beck discussed the District Expenditures Verification Reports covering the period of September 2018 through June 2019.

Following discussion, upon motion duly made by Director Bradbury, seconded by Director Jeff Nading and, upon vote, unanimously carried, the Board ratified approval of the District Expenditures Verification Reports covering the period of September 2018 through June 2019.

2020 Budget Preparation: Mr. Beck discussed the preparation of the 2020 Budget with the Board.

Following discussion, upon motion duly made by Director Steve Nading, seconded by Director Bradbury and, upon vote, unanimously carried, the Board appointed the District Accountant to prepare the 2020 Budget.

RECORD OF PROCEEDINGS

LEGAL MATTERS

Amended and Restated Facilities Funding and Acquisition Agreement: Attorney Becher reviewed with the Board an Amended and Restated Facilities Funding and Acquisition Agreement between the District and Great Western Park, LLC.

Following review and discussion, upon motion duly made by Director Bradbury, seconded by Director Jeff Nading and, upon vote, unanimously carried, the Board ratified approval of the Amended and Restated Facilities Funding and Acquisition Agreement between the District and Great Western Park, LLC.

112th Avenue/Skyestone Parkway Roadway Improvements – Stormceptor Improvements – Maintenance Responsibility: Attorney Becher reviewed with the Board a letter to the City and County of Broomfield regarding 112th Avenue/Skyestone Parkway Roadway Improvements – Stormceptor Improvements – Maintenance Responsibility.

Following review and discussion, upon motion duly made by Director Bradbury, seconded by Director Jeff Nading and, upon vote, unanimously carried, the Board ratified approval of the letter to the City and County of Broomfield regarding 112th Avenue/Skyestone Parkway Roadway Improvements – Stormceptor Improvements – Maintenance Responsibility.

Ditch Agreement: Attorney Becher reviewed with the Board a Ditch Agreement by and between the District and the Dry Creek Valley Ditch Company.

Following review and discussion, upon motion duly made by Director Bradbury, seconded by Director Jeff Nading and, upon vote, unanimously carried, the Board approved the Ditch Agreement by and between the District and the Dry Creek Valley Ditch Company, subject to final Legal Counsel review.

Wetlands Mitigation Credits for Skyestone Parkway Project from Jefferson Center Metropolitan District No. 1: Attorney Becher reviewed with the Board a Certificate of Wetland Credit Purchase for the Skyestone Parkway Project from Jefferson Center Metropolitan District No. 1.

Following review and discussion, upon motion duly made by Director Bradbury, seconded by Director Jeff Nading and, upon vote, unanimously carried, the Board ratified approval of the Certificate of Wetland Credit Purchase for the Skyestone Parkway Project from Jefferson Center Metropolitan District No. 1, in the amount of \$32,000.00.

RECORD OF PROCEEDINGS

House Bill 19-1087 – Local Public Meeting Notices Posted on Website: Attorney Becher reviewed with the Board new legislation regarding posting meeting notices and establishment of a website.

Follow review and discussion, upon motion duly made by Director Jeff Nading, seconded by Director Bradbury and, upon vote, unanimously carried, the Board authorized the appropriate resolutions to be drafted by Counsel and authorized up to \$2,000 for an Eligible Governmental Entity Agreement (“EGE”) between the Statewide Internet Portal Authority (“SIPA”) and the District for a website.

CONSTRUCTION MATTERS

Construction Status Report: Mr. Collins discussed with the Board the Project Status Report dated June 25, 2019. A copy of the report is attached hereto and incorporated herein by this reference.

Contracts, Task Orders, Work Orders and Change Orders: Mr. Collins discussed the following Contract:

- Proposal from Western Environment and Ecology, Inc., for Wildlife and Environmental Survey, in the amount of \$3,934.40.

Following discussion, upon motion duly made by Director Jeff Nading, seconded by Director McKay and, upon vote, unanimously carried, the Board approved the proposal from Western Environment and Ecology, Inc., for Wildlife and Environmental Survey, in the amount of \$3,934.40.

OTHER BUSINESS

None.

ADJOURNMENT

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

Respectfully submitted,

By: _____
Secretary for the Meeting

GREAT WESTERN PARK METROPOLITAN DISTRICT NO. 2

Board Meeting Project Status
June 25, 2019



Project Work

District project work includes the following:

- Prepare bids, contracts and associated change orders and task orders for consultants and contractors.
- Provide contract administration and construction coordination for District contracts, including processing payment applications, change order requests, requests for information, and processing and logging of submittals.
- Monitor and log geotechnical testing reports for compaction and materials placement.
- Prepare Cost Verification and other reports.
- Field construction review of payment applications.

Project Status

- Plan approvals and City signatures are forthcoming.
- Working through required items prior to issuance of City permits.
- Martin/Martin is working with a subcontractor for Corps 404 permit.

Construction Contract Documents

Contractor Contracts

- None

Change Orders

- None

Potential Change Orders/Change Order Requests

- Preparing bid documents for general construction of all improvements.

Consultant Contract Documents

Consultant/Vendor Agreements

- IDES, LLC contract, District Oversight and Cost Verification Services
 - Contract executed by the District; Recommend Approval
- Martin/Martin contract, Engineering Services
 - Contract executed by the District; Recommend Approval
- Papillon, LLC contract, Project Management Services
 - Contract executed by the District; Recommend Approval
- SWAP, LLC contract, Storm Water Oversight Services
 - Contract executed by the District; Recommend Approval

Work Orders and Task Orders

- A.G. Wassenaar:
 - (Proposal only, no contract) - Geotechnical Study - \$23,420.00
 - Proposal executed by the District; Recommend Approval
- IDES, LLC:
 - TO #1 - District Oversight Services/Construction Management - \$40,000.00
 - TO #1 executed by the District; Recommend Approval
- Martin/Martin:
 - TO #1 - Civil Engineering Services and Reimbursables - \$192,500.00
 - TO #2 - On-Call Survey - \$10,000.00
 - TO #3 - Additional Services - \$12,326.00
 - TO #4 – Construction Services - \$5,000.00
 - TO's #1-4 executed by the District; Recommend Approval
- Papillon, LLC:
 - TO #1 - District Management - \$60,000.00
 - TO #1 executed by the District; Recommend Approval
- SWAP, LLC:
 - TO #1 – Storm Water Compliance - \$10,000.00
 - TO #1 executed by the District; Recommend Approval
- Western Environment and Ecology, Inc.:
 - (Proposal only, no contract) – Wildlife and Environmental Survey - \$3,934.40
 - Proposal executed by the District; Recommend Approval

Potential Task Orders/Requests

- None

Other Matters

- None

| Check No and Date | Payee | Invoice No | GL Account Title | GL Acct | Amount | Total |
|-------------------|---------------------------------|---------------|------------------|---------|----------|-----------|
| 2275 | | | | | | |
| 07/18/2019 | IDES, LLC | DEN202.10 | Capital Outlay | 3-760 | 5,265.08 | 5,265.08 |
| Total 2275: | | | | | | 5,265.08 |
| 2276 | | | | | | |
| 07/18/2019 | Martin/Martin | 18.1052-00011 | Capital Outlay | 3-760 | 5,493.33 | 5,493.33 |
| Total 2276: | | | | | | 5,493.33 |
| 2277 | | | | | | |
| 07/18/2019 | Papillion LLC | 955 | Capital Outlay | 3-760 | 1,089.23 | 1,089.23 |
| Total 2277: | | | | | | 1,089.23 |
| 2278 | | | | | | |
| 07/18/2019 | Special Dist Mgmt Services | JUNE 2019 1 | Management | 1-680 | 106.40 | 106.40 |
| 07/18/2019 | Special Dist Mgmt Services | JUNE 2019 1 | Management | 3-680 | 159.60 | 159.60 |
| 07/18/2019 | Special Dist Mgmt Services | JUNE 2019 1 | Accounting | 1-612 | 11.20 | 11.20 |
| 07/18/2019 | Special Dist Mgmt Services | JUNE 2019 1 | Accounting | 3-612 | 16.80 | 16.80 |
| 07/18/2019 | Special Dist Mgmt Services | JUNE 2019 1 | Miscellaneous | 1-685 | 10.80 | 10.80 |
| 07/18/2019 | Special Dist Mgmt Services | JUNE 2019 2 | Management | 1-680 | 430.60 | 430.60 |
| 07/18/2019 | Special Dist Mgmt Services | JUNE 2019 2 | Management | 3-680 | 645.90 | 645.90 |
| 07/18/2019 | Special Dist Mgmt Services | JUNE 2019 2 | Accounting | 1-612 | 448.00 | 448.00 |
| 07/18/2019 | Special Dist Mgmt Services | JUNE 2019 2 | Accounting | 3-612 | 672.00 | 672.00 |
| 07/18/2019 | Special Dist Mgmt Services | JUNE 2019 2 | Miscellaneous | 1-685 | 281.86 | 281.86 |
| Total 2278: | | | | | | 2,783.16 |
| 2279 | | | | | | |
| 07/18/2019 | Storm Water Asset Protection, L | SWAP09.02 | Capital Outlay | 3-760 | 360.00 | 360.00 |
| Total 2279: | | | | | | 360.00 |
| 2280 | | | | | | |
| 07/18/2019 | UNCC | 219060505 | Miscellaneous | 1-685 | 160.46 | 160.46 |
| Total 2280: | | | | | | 160.46 |
| Grand Totals: | | | | | | 15,151.26 |

Great Western Park Metropolitan District No.2
July-19

| | General | Debt | Capital | Totals |
|----------------------------|--------------------|-------------|---------------------|---------------------|
| Disbursements | \$ 1,449.32 | \$ - | \$ 13,701.94 | \$ 15,151.26 |
| | | - | - | - |
| Total Disbursements | \$ 1,449.32 | \$ - | \$ 13,701.94 | \$ 15,151.26 |

| Check No and Date | Payee | Invoice No | GL Account Title | GL Acct | Amount | Total |
|-------------------|-------------------------------|---------------|--------------------------|---------|----------|-----------|
| 2281 | | | | | | |
| 08/22/2019 | IDES, LLC | DEN202.11 | Capital Outlay | 3-760 | 1,190.00 | 1,190.00 |
| Total 2281: | | | | | | 1,190.00 |
| 2282 | | | | | | |
| 08/22/2019 | Martin/Martin | 18-1052-00012 | Capital Outlay | 3-760 | 1,224.24 | 1,224.24 |
| Total 2282: | | | | | | 1,224.24 |
| 2283 | | | | | | |
| 08/22/2019 | McGeady Becher P.C. | 936B 7/19 | Legal | 1-675 | 482.20 | 482.20 |
| 08/22/2019 | McGeady Becher P.C. | 936B 7/19 | Legal | 3-675 | 723.30 | 723.30 |
| 08/22/2019 | McGeady Becher P.C. | 937B 5/19 | Legal | 1-675 | 35.43 | 35.43 |
| 08/22/2019 | McGeady Becher P.C. | 937B 5/19 | Legal | 3-675 | 53.14 | 53.14 |
| 08/22/2019 | McGeady Becher P.C. | 937B 7/19 | Legal | 1-675 | 733.80 | 733.80 |
| 08/22/2019 | McGeady Becher P.C. | 937B 7/19 | Legal | 3-675 | 1,100.70 | 1,100.70 |
| 08/22/2019 | McGeady Becher P.C. | 937M 6/19 | Legal | 1-675 | 1,146.36 | 1,146.36 |
| 08/22/2019 | McGeady Becher P.C. | 937M 6/19 | Legal | 3-675 | 1,719.54 | 1,719.54 |
| Total 2283: | | | | | | 5,994.47 |
| 2284 | | | | | | |
| 08/22/2019 | Papillion LLC | 957 | Capital Outlay | 3-760 | 606.05 | 606.05 |
| Total 2284: | | | | | | 606.05 |
| 2285 | | | | | | |
| 08/22/2019 | Special Dist Mgmt Services | JULY 2019 | Management | 1-680 | 94.00 | 94.00 |
| 08/22/2019 | Special Dist Mgmt Services | JULY 2019 | Management | 3-680 | 141.00 | 141.00 |
| 08/22/2019 | Special Dist Mgmt Services | JULY 2019 | Accounting | 1-612 | 358.40 | 358.40 |
| 08/22/2019 | Special Dist Mgmt Services | JULY 2019 | Accounting | 3-612 | 537.60 | 537.60 |
| 08/22/2019 | Special Dist Mgmt Services | JULY 2019 | Miscellaneous | 1-685 | 36.48 | 36.48 |
| Total 2285: | | | | | | 1,167.48 |
| 2286 | | | | | | |
| 08/22/2019 | UMB Bank, N.A. | 671996 | Paying Agent/Trustee Fee | 2-668 | 2,300.00 | 2,300.00 |
| 08/22/2019 | UMB Bank, N.A. | 671997 | Paying Agent/Trustee Fee | 2-668 | 3,200.00 | 3,200.00 |
| Total 2286: | | | | | | 5,500.00 |
| 2287 | | | | | | |
| 08/22/2019 | UNCC | 219070521 | Miscellaneous | 1-685 | 149.10 | 149.10 |
| Total 2287: | | | | | | 149.10 |
| 2288 | | | | | | |
| 08/22/2019 | Western Environment and Ecolo | 19-149 | Capital Outlay | 3-760 | 1,588.90 | 1,588.90 |
| Total 2288: | | | | | | 1,588.90 |
| Grand Totals: | | | | | | 17,420.24 |

| Check No/ Date | Payee | Invoice No | GL Account Title | GL Acct | Amount | Total | Void/Manual |
|----------------|--------------------------|------------|-----------------------|---------|----------|-------------------------|-------------|
| 2019 | | | | | | | |
| 08/22/2019 | Denver Water | JULY 2019 | Utilities | 1-705 | 423.23 | 423.23 | M |
| 08/22/2019 | Denver Water | JULY 2019 | Utilities | 1-705 | 301.76 | 301.76 | M |
| 08/22/2019 | Denver Water | JULY 2019 | Utilities | 1-705 | 1,912.09 | 1,912.09 | M |
| 08/22/2019 | Denver Water | JULY 2019 | Utilities | 1-705 | 172.40 | 172.40 | M |
| Total 2019: | | | | | | <u>2,809.48</u> | |
| 4608 | | | | | | | |
| 08/22/2019 | Inverness Landscaping, | 16209 | Landscape Maintenance | 1-674 | 1,899.00 | 1,899.00 | |
| 08/22/2019 | Inverness Landscaping, | 16251 | Landscape Maintenance | 1-674 | 88.00 | 88.00 | |
| 08/22/2019 | Inverness Landscaping, | 16305 | Landscape Maintenance | 1-674 | 1,899.00 | 1,899.00 | |
| Total 4608: | | | | | | <u>3,886.00</u> | |
| 4609 | | | | | | | |
| 08/22/2019 | McGeady Becher P.C. | 28M 7/19 | Legal | 1-675 | 4,106.50 | 4,106.50 | |
| Total 4609: | | | | | | <u>4,106.50</u> | |
| 4610 | | | | | | | |
| 08/22/2019 | Special Dist Mgmt Servic | JULY 2019 | District Management | 1-614 | 1,177.00 | 1,177.00 | |
| 08/22/2019 | Special Dist Mgmt Servic | JULY 2019 | Accounting | 1-612 | 1,862.00 | 1,862.00 | |
| 08/22/2019 | Special Dist Mgmt Servic | JULY 2019 | Audit | 1-615 | 448.00 | 448.00 | |
| 08/22/2019 | Special Dist Mgmt Servic | JULY 2019 | Miscellaneous | 1-690 | 92.25 | 92.25 | |
| Total 4610: | | | | | | <u>3,579.25</u> | |
| 4611 | | | | | | | |
| 08/22/2019 | UNCC | 219070822 | Maintenance & Repairs | 1-685 | 5.68 | 5.68 | |
| Total 4611: | | | | | | <u>5.68</u> | |
| 20198 | | | | | | | |
| 08/22/2019 | Xcel Energy | 648039619 | Utilities | 1-705 | 715.42 | 715.42 | M |
| Total 20198: | | | | | | <u>715.42</u> | |
| 201908 | | | | | | | |
| 08/22/2019 | Xcel Energy | 648047225 | Utilities | 1-705 | 3.02 | 3.02 | M |
| Total 201908: | | | | | | <u>3.02</u> | |
| 2019081 | | | | | | | |
| 08/22/2019 | Xcel Energy | 6487427095 | Utilities | 1-705 | 42.60 | 42.60 | M |
| Total 2019081: | | | | | | <u>42.60</u> | |
| Grand Totals: | | | | | | <u><u>15,147.95</u></u> | |

Great Western Park Metropolitan District No.2
August-19

| | General | Debt | Capital | Totals |
|----------------------------|--------------------|--------------------|--------------------|---------------------|
| Disbursements | \$ 2,941.77 | \$ 5,500.00 | \$ 8,978.47 | \$ 17,420.24 |
| | | - | - | - |
| Total Disbursements | \$ 2,941.77 | \$ 5,500.00 | \$ 8,978.47 | \$ 17,420.24 |

Report Criteria:

Detail report.

Invoices with totals above \$0.00 included.

Only unpaid invoices included.

| Vendor Name | Invoice Number | Description | GL Account | Invoice Date | Invoice Amount | Created Date |
|-----------------------------------|----------------|-----------------|------------|--------------|----------------|--------------|
| IDES, LLC | | | | | | |
| IDES, LLC | DEN202.12 | Consultant | 3-760 | 08/31/2019 | 5,405.00 | 09/16/2019 |
| Total IDES, LLC: | | | | | 5,405.00 | |
| Martin/Martin | | | | | | |
| Martin/Martin | 18.1052-00013 | Engineering | 3-760 | 08/15/2019 | 1,200.00 | 09/16/2019 |
| Total Martin/Martin: | | | | | 1,200.00 | |
| McGeady Becher P.C. | | | | | | |
| McGeady Becher P.C. | 936B 8/19 | Legal | 1-675 | 08/31/2019 | 78.00 | 09/16/2019 |
| McGeady Becher P.C. | 937B AUGUST | Legal | 1-675 | 08/31/2019 | 643.20 | 09/16/2019 |
| McGeady Becher P.C. | 937B AUGUST | | 3-675 | 08/31/2019 | 964.80 | 09/16/2019 |
| Total McGeady Becher P.C.: | | | | | 1,686.00 | |
| Papillion LLC | | | | | | |
| Papillion LLC | 959 | Management | 3-760 | 09/11/2019 | 696.81 | 09/16/2019 |
| Total Papillion LLC: | | | | | 696.81 | |
| Simmons & Wheeler, P.C. | | | | | | |
| Simmons & Wheeler, P.C. | 24882 | Audit | 1-615 | 07/31/2019 | 3,400.00 | 09/16/2019 |
| Total Simmons & Wheeler, P.C.: | | | | | 3,400.00 | |
| Special Dist Mgmt Services | | | | | | |
| Special Dist Mgmt Servic | AUGUST 2019 | Accounting | 1-612 | 08/31/2019 | 621.60 | 09/16/2019 |
| Special Dist Mgmt Servic | AUGUST 2019 | Management | 1-680 | 08/31/2019 | 229.60 | 09/16/2019 |
| Special Dist Mgmt Servic | AUGUST 2019 | Office Expenses | 1-685 | 08/31/2019 | 22.89 | 09/16/2019 |
| Special Dist Mgmt Servic | AUGUST 2019 | Accounting | 3-612 | 08/31/2019 | 932.40 | 09/16/2019 |
| Special Dist Mgmt Servic | AUGUST 2019 | Management | 3-680 | 08/31/2019 | 344.40 | 09/16/2019 |
| Special Dist Mgmt Servic | AUGUST 2019 | Accounting | 1-612 | 08/31/2019 | 28.00 | 09/16/2019 |
| Special Dist Mgmt Servic | AUGUST 2019 | Management | 1-680 | 08/31/2019 | 89.60 | 09/16/2019 |
| Special Dist Mgmt Servic | AUGUST 2019 | Office Expenses | 1-685 | 08/31/2019 | 5.20 | 09/16/2019 |
| Special Dist Mgmt Servic | AUGUST 2019 | Accounting | 3-612 | 08/31/2019 | 53.76 | 09/16/2019 |
| Special Dist Mgmt Servic | AUGUST 2019 | Management | 3-680 | 08/31/2019 | 80.64 | 09/16/2019 |
| Special Dist Mgmt Servic | JULY 2019 1 | Management | 1-680 | 07/31/2019 | 70.00 | 09/16/2019 |
| Total Special Dist Mgmt Services: | | | | | 2,478.09 | |
| Grand Totals: | | | | | 14,865.90 | |

Great Western Park Metropolitan District No.2
September-19

| | <u>General</u> | <u>Debt</u> | <u>Capital</u> | <u>Totals</u> |
|----------------------------|--------------------|-------------|--------------------|---------------------|
| Disbursements | \$ 5,876.89 | | \$ 8,989.01 | \$ 14,865.90 |
| | | - | - | - |
| Total Disbursements | \$ 5,876.89 | \$ - | \$ 8,989.01 | \$ 14,865.90 |

GREAT WESTERN PARK METROPOLITAN DISTRICT NO. 2
 Schedule of Cash Position
 June 30, 2019

| | <u>Rate</u> | <u>Operating</u> | <u>Debt Service</u> | <u>Capital Projects</u> | <u>Total</u> |
|-------------------------------|-------------|---------------------|------------------------|-------------------------|------------------------|
| Checking: | | | | | |
| Cash in Bank First Bank | | \$ 7,281.03 | \$ 167.32 | \$ 1,124.42 | \$ 8,572.77 |
| Investments: | | | | | |
| Cash in Bank-ColoTrust | 2.47% | 45,565.55 | 4,091.03 | - | 49,656.58 |
| UMB 2016A Cap Int Fund | | - | 271,161.62 | - | 271,161.62 |
| UMB Series 2016A Project Fund | | - | - | 1,468,147.59 | 1,468,147.59 |
| 2016 Sub Bond Fund | | - | 0.34 | - | 0.34 |
| UMB COI Account | | - | - | - | - |
| UMB 2016A Debt Svc Reserve | | - | 889,862.07 | - | 889,862.07 |
| UMB Surplus | | - | 727,614.00 | - | 727,614.00 |
| TOTAL FUNDS: | | <u>\$ 52,846.58</u> | <u>\$ 1,892,896.38</u> | <u>\$ 1,469,272.01</u> | <u>\$ 3,415,014.97</u> |

2019 Mill Levy Information

| | |
|---------------------------------------|----------------------|
| Certified General Fund Mill Levy | 5.392 |
| Certified Debt Service Fund Mill Levy | 47.347 |
| Refunds and Abatements | <u>0.019</u> |
| Total Certified Mill Levy | <u><u>52.758</u></u> |

Board of Directors

- * Gregg A. Bradbury
- * Jeffrey L. Nading
- * Charles Church McKay
- * Steve Nading
- Brandon Dooling

* Authorized signer on the Checking Account

GREAT WESTERN PARK METROPOLITAN DISTRICT NO. 2

FINANCIAL STATEMENTS

June 30, 2019

GREAT WESTERN PARK METROPOLITAN DISTRICT NO. 2
 COMBINED BALANCE SHEET - ALL FUND TYPES AND ACCOUNT GROUPS
 June 30, 2019

| | GENERAL | DEBT SERVICE | CAPITAL PROJECTS | FIXED ASSETS | LONG-TERM DEBT | TOTAL MEMO ONLY |
|--|---------------------|------------------------|------------------------|-----------------|-------------------------|-------------------------|
| Assets | | | | | | |
| Cash in Bank First Bank | \$ 7,281.03 | \$ 167.32 | \$ 1,124.42 | | | \$ 8,572.77 |
| Cash in Bank-ColoTrust | 45,565.55 | 4,091.03 | - | - | - | 49,656.58 |
| 2016 Sub Bond Fund | - | 0.34 | - | - | - | 0.34 |
| UMB 2016A Cap Int Fund | - | 271,161.62 | - | - | - | 271,161.62 |
| UMB Series 2016A Project Fund | - | - | 1,468,147.59 | - | - | 1,468,147.59 |
| UMB 2016A Debt Svc Reserve | - | 889,862.07 | - | - | - | 889,862.07 |
| UMB Surplus | - | 727,614.00 | - | - | - | 727,614.00 |
| Receivable from District 1 | 12,178.30 | - | 12,906.50 | - | - | 25,084.80 |
| Due from Other Funds | 4,930.26 | - | - | - | - | 4,930.26 |
| | - | - | - | - | - | - |
| Total Current Assets | <u>69,955.14</u> | <u>1,892,896.38</u> | <u>1,482,178.51</u> | <u>-</u> | <u>-</u> | <u>3,445,030.03</u> |
| Other Debits | | | | | | |
| Amount in Debt Service Fund | - | - | - | - | 1,892,896.38 | 1,892,896.38 |
| Amount to be Provided for Debt | - | - | - | - | 10,741,709.69 | 10,741,709.69 |
| | - | - | - | - | - | - |
| Total Other Debits | <u>-</u> | <u>-</u> | <u>-</u> | <u>-</u> | <u>12,634,606.07</u> | <u>12,634,606.07</u> |
| Capital Assets | | | | | | |
| Total Capital Assets | <u>-</u> | <u>-</u> | <u>-</u> | <u>-</u> | <u>-</u> | <u>-</u> |
| Total Assets | <u>\$ 69,955.14</u> | <u>\$ 1,892,896.38</u> | <u>\$ 1,482,178.51</u> | <u>\$ -</u> | <u>\$ 12,634,606.07</u> | <u>\$ 16,079,636.10</u> |
| Liabilities | | | | | | |
| Accounts Payable | \$ - | \$ - | \$ - | \$ - | \$ - | \$ - |
| Due to Other Funds | - | - | 4,930.26 | - | - | 4,930.26 |
| 2016B Bonds Payable | - | - | - | - | 1,555,000.00 | 1,555,000.00 |
| 2016A Bonds Payable | - | - | - | - | 11,045,000.00 | 11,045,000.00 |
| Due to Developer - Operations | - | - | - | - | 29,451.29 | 29,451.29 |
| Developer Interest | - | - | - | - | 5,154.78 | 5,154.78 |
| | - | - | - | - | - | - |
| Total Liabilities | <u>-</u> | <u>-</u> | <u>4,930.26</u> | <u>-</u> | <u>12,634,606.07</u> | <u>12,639,536.33</u> |
| Deferred Inflows of Resources | | | | | | |
| Deferred Property Taxes | - | - | - | - | - | - |
| | - | - | - | - | - | - |
| Total Deferred Inflows of Resources | <u>-</u> | <u>-</u> | <u>-</u> | <u>-</u> | <u>-</u> | <u>-</u> |
| Fund Balance | | | | | | |
| Fund Balance | 24,051.88 | 1,676,822.49 | 1,697,182.36 | - | - | 3,398,056.73 |
| Current Year Earnings | 45,903.26 | 216,073.89 | (219,934.11) | - | - | 42,043.04 |
| | - | - | - | - | - | - |
| Total fund balances | <u>69,955.14</u> | <u>1,892,896.38</u> | <u>1,477,248.25</u> | <u>-</u> | <u>-</u> | <u>3,440,099.77</u> |
| Total Liabilities, Deferred Inflows of Resources and Fund Balance | <u>\$ 69,955.14</u> | <u>\$ 1,892,896.38</u> | <u>\$ 1,482,178.51</u> | <u>\$ -</u> | <u>\$ 12,634,606.07</u> | <u>\$ 16,079,636.10</u> |

GREAT WESTERN PARK METROPOLITAN DISTRICT NO. 2
Statement of Revenues, Expenditures and Changes in Fund Balance - Budget and Actual
For the 6 Months Ending,
June 30, 2019
General Fund

| | <u>Period Actual</u> | <u>YTD Actual</u> | <u>Budget</u> | <u>Under/(Over) Budget</u> | <u>% of Budget</u> |
|--|----------------------|---------------------|---------------------|--------------------------------|--------------------|
| Revenues | | | | | |
| Property Tax Revenue | \$ 4,232.48 | \$ 51,882.80 | \$ 71,071.00 | \$ 19,188.20 | 73.0% |
| Specific Ownership Taxes | 384.25 | 1,745.85 | 2,300.00 | 554.15 | 75.9% |
| Developer Advance | - | 3,451.29 | - | (3,451.29) | 0.0% |
| Interest Income | 99.86 | 292.53 | 400.00 | 107.47 | 73.1% |
| Total Revenues | <u>4,716.59</u> | <u>57,372.47</u> | <u>73,771.00</u> | <u>16,398.53</u> | <u>77.8%</u> |
| Expenditures | | | | | |
| Accounting | 302.40 | 4,265.10 | 7,500.00 | 3,234.90 | 56.9% |
| Audit | - | 28.00 | 5,500.00 | 5,472.00 | 0.5% |
| Insurance/SDA Dues | - | 3,402.03 | 3,500.00 | 97.97 | 97.2% |
| Legal | 202.08 | 993.63 | 11,000.00 | 10,006.37 | 9.0% |
| Management | 16.80 | 1,014.72 | 10,500.00 | 9,485.28 | 9.7% |
| Miscellaneous | 334.47 | 987.47 | 1,500.00 | 512.53 | 65.8% |
| Treasurer's Fees | 63.51 | 778.26 | 1,066.00 | 287.74 | 73.0% |
| Emergency Reserve | - | - | 2,213.00 | 2,213.00 | 0.0% |
| Total Expenditures | <u>919.26</u> | <u>11,469.21</u> | <u>42,779.00</u> | <u>31,309.79</u> | <u>26.8%</u> |
| Excess (Deficiency) of Revenues Over Expenditures | 3,797.33 | 45,903.26 | 30,992.00 | (14,911.26) | |
| Change in Fund Balance | 3,797.33 | 45,903.26 | 30,992.00 | (14,911.26) | |
| Beginning Fund Balance | 66,157.81 | 24,051.88 | 20,763.00 | (3,288.88) | |
| Ending Fund Balance | <u>\$ 69,955.14</u> | <u>\$ 69,955.14</u> | <u>\$ 51,755.00</u> | <u>\$ (18,200.14)</u> | |

GREAT WESTERN PARK METROPOLITAN DISTRICT NO. 2
Statement of Revenues, Expenditures and Changes in Fund Balance - Budget and Actual
For the 6 Months Ending,
June 30, 2019
Debt Service Fund

| | <u>Period Actual</u> | <u>YTD Actual</u> | <u>Budget</u> | <u>Under/(Over) Budget</u> | <u>% of Budget</u> |
|--|------------------------|------------------------|------------------------|--------------------------------|--------------------|
| Revenues | | | | | |
| Property Tax Revenue | \$ 37,180.21 | \$ 455,764.34 | \$ 624,072.00 | \$ 168,307.66 | 73.0% |
| Specific Ownership Taxes | 3,375.42 | 15,336.35 | 28,500.00 | 13,163.65 | 53.8% |
| Interest Income | 3,625.57 | 23,420.04 | 25,000.00 | 1,579.96 | 93.7% |
| Total Revenues | <u>44,181.20</u> | <u>494,520.73</u> | <u>677,572.00</u> | <u>183,051.27</u> | <u>73.0%</u> |
| Expenditures | | | | | |
| Bond Interest | 270,300.00 | 270,300.00 | 540,600.00 | 270,300.00 | 50.0% |
| Bond Interest - 2016B | - | - | 112,738.00 | 112,738.00 | 0.0% |
| Paying Agent/Trustee Fees | - | - | 5,500.00 | 5,500.00 | 0.0% |
| Miscellaneous Expense | 248.33 | 1,310.10 | - | (1,310.10) | 0.0% |
| Treasurer's Fees | 557.97 | 6,836.74 | 9,361.00 | 2,524.26 | 73.0% |
| Total Expenditures | <u>271,106.30</u> | <u>278,446.84</u> | <u>668,199.00</u> | <u>389,752.16</u> | <u>41.7%</u> |
| Excess (Deficiency) of Revenues Over Expenditures | (226,925.10) | 216,073.89 | 9,373.00 | (206,700.89) | |
| Change in Fund Balance | (226,925.10) | 216,073.89 | 9,373.00 | (206,700.89) | |
| Beginning Fund Balance | 2,119,821.48 | 1,676,822.49 | 1,549,440.00 | (127,382.49) | |
| Ending Fund Balance | <u>\$ 1,892,896.38</u> | <u>\$ 1,892,896.38</u> | <u>\$ 1,558,813.00</u> | <u>\$ (334,083.38)</u> | |

GREAT WESTERN PARK METROPOLITAN DISTRICT NO. 2
Statement of Revenues, Expenditures and Changes in Fund Balance - Budget and Actual
For the 6 Months Ending,
June 30, 2019
Capital Projects Fund

| | <u>Period Actual</u> | <u>YTD Actual</u> | <u>Budget</u> | <u>Under/(Over) Budget</u> | <u>% of Budget</u> |
|--|------------------------|------------------------|----------------------|--------------------------------|--------------------|
| Revenues | | | | | |
| Interest Income | \$ 2,826.68 | \$ 20,239.48 | \$ 500.00 | \$ (19,739.48) | 4047.9% |
| Total Revenues | <u>2,826.68</u> | <u>20,239.48</u> | <u>500.00</u> | <u>(19,739.48)</u> | <u>4047.9%</u> |
| Expenditures | | | | | |
| Accounting | 453.60 | 7,116.90 | - | (7,116.90) | 0.0% |
| Legal | 918.25 | 4,362.49 | - | (4,362.49) | 0.0% |
| Management | 39.20 | 2,029.28 | - | (2,029.28) | 0.0% |
| Miscellaneous Expense | 319.48 | 3,181.18 | - | (3,181.18) | 0.0% |
| Capital Outlay | 22,087.41 | 218,529.37 | - | (218,529.37) | 0.0% |
| Project Management | 2,896.52 | 4,954.37 | - | (4,954.37) | |
| Total Expenditures | <u>26,714.46</u> | <u>240,173.59</u> | <u>-</u> | <u>(240,173.59)</u> | <u>0.0%</u> |
| Excess (Deficiency) of Revenues Over Expenditures | (23,887.78) | (219,934.11) | 500.00 | 220,434.11 | |
| Other Financing Sources (Uses) | | | | | |
| Transfer to District No. 1 | - | - | - | - | |
| Total Other Financing Sources (Uses) | <u>-</u> | <u>-</u> | <u>-</u> | <u>-</u> | |
| Change in Fund Balance | (23,887.78) | (219,934.11) | 500.00 | 220,434.11 | |
| Beginning Fund Balance | 1,501,136.03 | 1,697,182.36 | (3,360.00) | (3,360.00) | |
| Ending Fund Balance | <u>\$ 1,477,248.25</u> | <u>\$ 1,477,248.25</u> | <u>\$ (2,860.00)</u> | <u>\$ 217,074.11</u> | |

**Great Western Park
Metropolitan District No. 2**

**District Expenditures
Verification
For
July 2019**



July 23, 2019

Great Western Park Metropolitan District No. 2
Attn: Board of Directors
141 Union Blvd., Suite 150
Lakewood, CO 80228

DISTRICT ENGINEER'S VERIFICATION OF IMPROVEMENTS AND EXPENDITURES PAID BY GREAT WESTERN PARK METROPOLITAN DISTRICT NO. 2

VERIFICATION FOR JULY 2019

INTRODUCTION

Independent District Engineering Services, LLC (Engineer) was hired by the Great Western Park Metropolitan District No. 2 (District) to provide verification of expenditures of the District related to District contracts associated with improvements and services (District Expenditures) for the Skystone Development located in the City of Broomfield, Colorado (Project). Some of the District contracts may have expenditures for both District-eligible and non-eligible improvements and services. This document summarizes the engineer's approach and findings for such expenditures.

ACTIVITIES CONDUCTED

To provide verification of District Expenditures, a review of the relevant District contracts, invoices and pay applications submitted to the District was performed. These were invoices and pay applications submitted to the District and run through the District invoice review and payment process. Invoices which are paid through General or Debt Fund categories were not reviewed, but are shown as Operating and Maintenance Expenditures to reflect the grand total of District expenditures for the month. These findings are listed in Attachment A. A Contract Summary is also provided, detailing District contract amounts and balances through this period, and are listed in Attachment B.

SUMMARY AND RECOMMENDATION

After completing the activities identified, in our professional opinion, we have concluded the following:

1. At this time and based upon the information provided, we find **\$15,151.26** of the District Expenditures were appropriately classified as District Eligible Expenses.
2. At this time and based upon the information provided, we find **\$00.00** of the District Expenditures were appropriately classified as Non-Eligible Expenses.

Should you have any questions or require further information please feel free to contact me.

Respectfully Submitted,
Independent District Engineering Services, LLC

Brandon Collins, PE

Brandon Collins, PE
Attachments A and B

Attachment A

Great Western Park Metropolitan District No. 2
 District Expenditure Verification Report
 July, 2019

| Vendor (See Note 1 Below) | Description | Invoice Number | Invoice Date | Invoiced Amount | District Eligible Expenditures | Non Eligible Expenditures |
|--|--------------------------------|----------------|--------------|---------------------|--------------------------------|---------------------------|
| O&M Expenditures (July 2019) | Various Products or Services | Varies | N/A | \$ 1,449.32 | \$ 1,449.32 | \$ - |
| Independent District Engineering Services, LLC | District Engineering Oversight | DEN202.10 | 6/30/2019 | \$ 5,265.08 | \$ 5,265.08 | \$ - |
| Martin/Martin Consulting Engineers | Engineering | 18.1052-00011 | 6/20/2019 | \$ 5,493.33 | \$ 5,493.33 | \$ - |
| Papillon LLC | Management | 955 | 7/8/2019 | \$ 1,089.23 | \$ 1,089.23 | \$ - |
| Special District Management Services, Inc. | District Management | GWPM1.00 | 6/30/2019 | \$ 159.60 | \$ 159.60 | \$ - |
| Special District Management Services, Inc. | District Management | GWPM1.00 | 6/30/2019 | \$ 16.80 | \$ 16.80 | \$ - |
| Special District Management Services, Inc. | District Management | GWPM2.00 | 6/30/2019 | \$ 645.90 | \$ 645.90 | \$ - |
| Special District Management Services, Inc. | District Management | GWPM2.00 | 6/30/2019 | \$ 672.00 | \$ 672.00 | \$ - |
| Storm Water Asset Protection, LLC | Storm Water Management | SWAP09.02 | 6/30/2019 | \$ 360.00 | \$ 360.00 | \$ - |
| Total Expenditures (O&M + Vendor) | | | | \$ 15,151.26 | \$ 15,151.26 | \$ - |

Note 1: Operating and Maintenance (O&M) Expenditure information is provided by SDMS monthly. These invoices are not reviewed or verified by IDES, but are included to show total District General and Capital Outlay Account expenditures for the month.

Summary of Previous Expenditures

| Description | Invoiced Amount | District Eligible Expenditures | Non Eligible Expenditures |
|--|---------------------|--------------------------------|---------------------------|
| September 1, 2018 Through January 31, 2019 | \$64,601.58 | \$64,601.58 | \$0.00 |
| February 2019 | \$6,228.70 | \$6,228.70 | \$0.00 |
| March 2019 | \$106,292.79 | \$106,292.79 | \$0.00 |
| April 2019 | \$33,662.73 | \$33,662.73 | \$0.00 |
| May 2019 | \$72,413.10 | \$72,413.10 | \$0.00 |
| June 2019 | \$27,230.73 | \$27,230.73 | \$0.00 |
| July 2019 (Current) | \$15,151.26 | \$15,151.26 | \$0.00 |
| Total | \$325,580.89 | \$325,580.89 | \$0.00 |

Attachment B

Great Western Park Metropolitan District No. 2
 District Expenditure Verification Report
 Vendor Contract Summary
 July, 2019

Contractors

| Contractor | District Eligible Contract Amount | District Eligible Change Orders Amount | Total District Eligible Contract Amount | Amount Paid | Amount Remaining | Comments |
|------------------------|-----------------------------------|--|---|---------------|------------------|----------|
| | \$0.00 | \$0.00 | \$0.00 | \$0.00 | \$0.00 | |
| | \$0.00 | \$0.00 | \$0.00 | \$0.00 | \$0.00 | |
| | \$0.00 | \$0.00 | \$0.00 | \$0.00 | \$0.00 | |
| | \$0.00 | \$0.00 | \$0.00 | \$0.00 | \$0.00 | |
| | \$0.00 | \$0.00 | \$0.00 | \$0.00 | \$0.00 | |
| | \$0.00 | \$0.00 | \$0.00 | \$0.00 | \$0.00 | |
| Total Contracts | \$0.00 | \$0.00 | \$0.00 | \$0.00 | \$0.00 | |

Consultants

| Consultant | Description | Task Orders | District Eligible Task Order Amount | Amount Paid | Amount Remaining | Comments |
|------------------------------------|---------------------------|-------------|-------------------------------------|---------------------|---------------------|------------------------|
| A. G. Wassenaar | Geotechnical | 1 | \$23,420.00 | \$14,500.00 | \$8,920.00 | thru inv #300542 |
| IDES, LLC | District Engineering Mgmt | 1 | \$40,000.00 | \$19,351.72 | \$20,648.28 | thru inv DEN202.10 |
| Martin/Martin | Engineering and Surveying | 1-4 | \$219,826.00 | \$191,824.34 | \$28,001.66 | thru inv 18.1052-00011 |
| Papillon LLC | Management | 1 | \$60,000.00 | \$12,417.30 | \$47,582.70 | thru inv 955 |
| SWAP, LLC | Stormwater Management | 1 | \$10,000.00 | \$960.00 | \$9,040.00 | thru inv SWAP09.02 |
| | | | | | | |
| | | | | | | |
| | | | | | | |
| | | | | | | |
| Total Consultant Agreements | | | \$353,246.00 | \$239,053.36 | \$114,192.64 | |

Combined Totals

| | Contracts Total | Amount Paid | District Amount Remaining |
|---|---------------------|---------------------|---------------------------|
| Contractor Contracts and Change Orders | \$0.00 | \$0.00 | \$0.00 |
| Consultant Agreements, Task/Work Orders | \$353,246.00 | \$239,053.36 | \$114,192.64 |
| TOTAL | \$353,246.00 | \$239,053.36 | \$114,192.64 |

Robin Navant

From: Christel Gemski
Sent: Thursday, September 19, 2019 2:22 PM
To: Robin Navant
Subject: RE: Denver Connection West Metropolitan District/ Website Posting

This has been posted.

Please check for accuracy.

Christel Gemski

Director of Operations



141 Union Boulevard, Suite 150

Lakewood, CO 80228-1898

cgemski@sdmsi.com

Direct: 720-214-3963

Phone: 303-987-0835

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From: Robin Navant <rnavant@sdmsi.com>
Sent: Thursday, September 19, 2019 1:37 PM
To: Christel Gemski <cgemski@sdmsi.com>
Cc: Lisa Johnson <ljohnson@sdmsi.com>
Subject: Denver Connection West Metropolitan District/ Website Posting

Christel,

1. Could you please add the attached agenda for September 24, 2019 to the website (red meeting notice button)? Also, please add e-packet for September meeting - [Resource Center](#) >
2. [Board Meeting Agendas and E-Packets](#) > Agendas and E-Packets 2019. I appreciate it!

Robin Navant

Administrative Assistant

Special District Management Services, Inc.

141 Union Blvd. Suite 150

Lakewood, CO 80228

Phone: 303-987-0835

rnavant@sdmsi.com

**Great Western Park
Metropolitan District No. 2**

**District Expenditures
Verification
For
August 2019**



August 23, 2019

Great Western Park Metropolitan District No. 2
Attn: Board of Directors
141 Union Blvd., Suite 150
Lakewood, CO 80228

DISTRICT ENGINEER'S VERIFICATION OF IMPROVEMENTS AND EXPENDITURES PAID BY GREAT WESTERN PARK METROPOLITAN DISTRICT NO. 2

VERIFICATION FOR AUGUST 2019

INTRODUCTION

Independent District Engineering Services, LLC (Engineer) was hired by the Great Western Park Metropolitan District No. 2 (District) to provide verification of expenditures of the District related to District contracts associated with improvements and services (District Expenditures) for the Skyestone Development located in the City of Broomfield, Colorado (Project). Some of the District contracts may have expenditures for both District-eligible and non-eligible improvements and services. This document summarizes the engineer's approach and findings for such expenditures.

ACTIVITIES CONDUCTED

To provide verification of District Expenditures, a review of the relevant District contracts, invoices and pay applications submitted to the District was performed. These were invoices and pay applications submitted to the District and run through the District invoice review and payment process. Invoices which are paid through General or Debt Fund categories were not reviewed, but are shown as Operating and Maintenance Expenditures to reflect the grand total of District expenditures for the month. These findings are listed in Attachment A. A Contract Summary is also provided, detailing District contract amounts and balances through this period, and are listed in Attachment B.

SUMMARY AND RECOMMENDATION

After completing the activities identified, in our professional opinion, we have concluded the following:

1. At this time and based upon the information provided, we find **\$17,420.24** of the District Expenditures were appropriately classified as District Eligible Expenses.
2. At this time and based upon the information provided, we find **\$00.00** of the District Expenditures were appropriately classified as Non-Eligible Expenses.

Should you have any questions or require further information please feel free to contact me.

Respectfully Submitted,
Independent District Engineering Services, LLC

Brandon Collins, PE

Brandon Collins, PE
Attachments A and B

Attachment A

Great Western Park Metropolitan District No. 2
 District Expenditure Verification Report
 August, 2019

| Vendor (See Note 1 Below) | Description | Invoice Number | Invoice Date | Invoiced Amount | District Eligible Expenditures | Non Eligible Expenditures |
|--|--------------------------------|----------------|--------------|---------------------|--------------------------------|---------------------------|
| O&M Expenditures (August 2019) | Various Products or Services | Varies | N/A | \$ 8,535.77 | \$ 8,535.77 | \$ - |
| Independent District Engineering Services, LLC | District Engineering Oversight | DEN202.11 | 7/31/2019 | \$ 1,190.00 | \$ 1,190.00 | \$ - |
| Martin/Martin Consulting Engineers | Engineering | 18.1052-00012 | 7/16/2019 | \$ 1,224.24 | \$ 1,224.24 | \$ - |
| McGeady Becher P.C. | Legal - District | 937B | 5/31/2019 | \$ 53.14 | \$ 53.14 | \$ - |
| McGeady Becher P.C. | Legal - District | 937B | 6/30/2019 | \$ 1,719.54 | \$ 1,719.54 | \$ - |
| McGeady Becher P.C. | Legal - District | 937B | 7/31/2019 | \$ 1,100.70 | \$ 1,100.70 | \$ - |
| McGeady Becher P.C. | Legal - District | 936B | 7/31/2019 | \$ 723.30 | \$ 723.30 | \$ - |
| Papillon LLC | Management | 957 | 8/12/2019 | \$ 606.05 | \$ 606.05 | \$ - |
| Special District Management Services, Inc. | District Management | GWPM2.00 | 7/31/2019 | \$ 141.00 | \$ 141.00 | \$ - |
| Special District Management Services, Inc. | District Management | GWPM2.00 | 7/31/2019 | \$ 537.60 | \$ 537.60 | \$ - |
| Western Environment and Ecology, Inc. | Ecological Consulting | 19-149 | 8/5/2019 | \$ 1,588.90 | \$ 1,588.90 | \$ - |
| Total Expenditures (O&M + Vendor) | | | | \$ 17,420.24 | \$ 17,420.24 | \$ - |

Note 1: Operating and Maintenance (O&M) Expenditure information is provided by SDMS monthly. These invoices are not reviewed or verified by IDES, but are included to show total District General and Capital Outlay Account expenditures for the month.

Summary of Previous Expenditures

| Description | Invoiced Amount | District Eligible Expenditures | Non Eligible Expenditures |
|--|---------------------|--------------------------------|---------------------------|
| September 1, 2018 Through January 31, 2019 | \$64,601.58 | \$64,601.58 | \$0.00 |
| February 2019 | \$6,228.70 | \$6,228.70 | \$0.00 |
| March 2019 | \$106,292.79 | \$106,292.79 | \$0.00 |
| April 2019 | \$33,662.73 | \$33,662.73 | \$0.00 |
| May 2019 | \$72,413.10 | \$72,413.10 | \$0.00 |
| June 2019 | \$27,230.73 | \$27,230.73 | \$0.00 |
| July 2019 (Current) | \$15,151.26 | \$15,151.26 | \$0.00 |
| August 2019 (Current) | \$17,420.24 | \$17,420.24 | \$0.00 |
| Total | \$343,001.13 | \$343,001.13 | \$0.00 |

Attachment B

Great Western Park Metropolitan District No. 2
 District Expenditure Verification Report
 Vendor Contract Summary
 August, 2019

Contractors

| Contractor | District Eligible Contract Amount | District Eligible Change Orders Amount | Total District Eligible Contract Amount | Amount Paid | Amount Remaining | Comments |
|------------------------|-----------------------------------|--|---|---------------|------------------|----------|
| | \$0.00 | \$0.00 | \$0.00 | \$0.00 | \$0.00 | |
| | \$0.00 | \$0.00 | \$0.00 | \$0.00 | \$0.00 | |
| | \$0.00 | \$0.00 | \$0.00 | \$0.00 | \$0.00 | |
| | \$0.00 | \$0.00 | \$0.00 | \$0.00 | \$0.00 | |
| | \$0.00 | \$0.00 | \$0.00 | \$0.00 | \$0.00 | |
| | \$0.00 | \$0.00 | \$0.00 | \$0.00 | \$0.00 | |
| Total Contracts | \$0.00 | \$0.00 | \$0.00 | \$0.00 | \$0.00 | |

Consultants

| Consultant | Description | Task Orders | District Eligible Task Order Amount | Amount Paid | Amount Remaining | Comments |
|------------------------------------|---------------------------|-------------|-------------------------------------|---------------------|---------------------|------------------------|
| A. G. Wassenaar | Geotechnical | 1 | \$23,420.00 | \$14,500.00 | \$8,920.00 | thru inv #300542 |
| IDES, LLC | District Engineering Mgmt | 1 | \$40,000.00 | \$20,541.72 | \$19,458.28 | thru inv DEN202.11 |
| Martin/Martin | Engineering and Surveying | 1-4 | \$219,826.00 | \$193,048.58 | \$26,777.42 | thru inv 18.1052-00012 |
| Papillon LLC | Management | 1 | \$60,000.00 | \$13,023.35 | \$46,976.65 | thru inv 957 |
| SWAP, LLC | Stormwater Management | 1 | \$10,000.00 | \$960.00 | \$9,040.00 | thru inv SWAP09.02 |
| | | | | | | |
| | | | | | | |
| | | | | | | |
| Total Consultant Agreements | | | \$353,246.00 | \$242,073.65 | \$111,172.35 | |

Combined Totals

| | Contracts Total | Amount Paid | District Amount Remaining |
|---|---------------------|---------------------|---------------------------|
| Contractor Contracts and Change Orders | \$0.00 | \$0.00 | \$0.00 |
| Consultant Agreements, Task/Work Orders | \$353,246.00 | \$242,073.65 | \$111,172.35 |
| TOTAL | \$353,246.00 | \$242,073.65 | \$111,172.35 |

**Great Western Park
Metropolitan District No. 2**

**District Expenditures
Verification
For
September 2019**



September 24, 2019

Great Western Park Metropolitan District No. 2
Attn: Board of Directors
141 Union Blvd., Suite 150
Lakewood, CO 80228

DISTRICT ENGINEER'S VERIFICATION OF IMPROVEMENTS AND EXPENDITURES PAID BY GREAT WESTERN PARK METROPOLITAN DISTRICT NO. 2

VERIFICATION FOR SEPTEMBER 2019

INTRODUCTION

Independent District Engineering Services, LLC (Engineer) was hired by the Great Western Park Metropolitan District No. 2 (District) to provide verification of expenditures of the District related to District contracts associated with improvements and services (District Expenditures) for the Skystone Development located in the City of Broomfield, Colorado (Project). Some of the District contracts may have expenditures for both District-eligible and non-eligible improvements and services. This document summarizes the engineer's approach and findings for such expenditures.

ACTIVITIES CONDUCTED

To provide verification of District Expenditures, a review of the relevant District contracts, invoices and pay applications submitted to the District was performed. These were invoices and pay applications submitted to the District and run through the District invoice review and payment process. Invoices which are paid through General or Debt Fund categories were not reviewed, but are shown as Operating and Maintenance Expenditures to reflect the grand total of District expenditures for the month. These findings are listed in Attachment A. A Contract Summary is also provided, detailing District contract amounts and balances through this period, and are listed in Attachment B.

SUMMARY AND RECOMMENDATION

After completing the activities identified, in our professional opinion, we have concluded the following:

1. At this time and based upon the information provided, we find **\$14,865.90** of the District Expenditures were appropriately classified as District Eligible Expenses.
2. At this time and based upon the information provided, we find **\$00.00** of the District Expenditures were appropriately classified as Non-Eligible Expenses.

Should you have any questions or require further information please feel free to contact me.

Respectfully Submitted,
Independent District Engineering Services, LLC

Brandon Collins, PE

Brandon Collins, PE
Attachments A and B

Attachment A

**Great Western Park Metropolitan District No. 2
District Expenditure Verification Report
September, 2019**

| Vendor (See Note 1 Below) | Description | Invoice Number | Invoice Date | Invoiced Amount | District Eligible Expenditures | Non Eligible Expenditures |
|--|--------------------------------|-----------------------|---------------------|------------------------|---------------------------------------|----------------------------------|
| O&M Expenditures (September 2019) | Various Products or Services | Varies | N/A | \$ 5,188.09 | \$ 5,188.09 | \$ - |
| Independent District Engineering Services, LLC | District Engineering Oversight | DEN202.12 | 8/31/2019 | \$ 5,405.00 | \$ 5,405.00 | \$ - |
| Martin/Martin Consulting Engineers | Engineering | 18.1052-00013 | 8/15/2019 | \$ 1,200.00 | \$ 1,200.00 | \$ - |
| McGeady Becher P.C. | Legal - District | 937B | 8/31/2019 | \$ 964.80 | \$ 964.80 | \$ - |
| Papillon LLC | Management | 959 | 9/11/2019 | \$ 696.81 | \$ 696.81 | \$ - |
| Special District Management Services, Inc. | District Management | GWPM1.00 | 8/31/2019 | \$ 134.40 | \$ 134.40 | \$ - |
| Special District Management Services, Inc. | District Management | GWPM2.00 | 8/31/2019 | \$ 1,276.80 | \$ 1,276.80 | \$ - |
| | | | | | | |
| | | | | | | |
| Total Expenditures (O&M + Vendor) | | | | \$ 14,865.90 | \$ 14,865.90 | \$ - |

Note 1: Operating and Maintenance (O&M) Expenditure information is provided by SDMS monthly. These invoices are not reviewed or verified by IDES, but are included to show total District General and Capital Outlay Account expenditures for the month.

Summary of Previous Expenditures

| Description | Invoiced Amount | District Eligible Expenditures | Non Eligible Expenditures |
|--|------------------------|---------------------------------------|----------------------------------|
| September 1, 2018 Through January 31, 2019 | \$64,601.58 | \$64,601.58 | \$0.00 |
| February 2019 | \$6,228.70 | \$6,228.70 | \$0.00 |
| March 2019 | \$106,292.79 | \$106,292.79 | \$0.00 |
| April 2019 | \$33,662.73 | \$33,662.73 | \$0.00 |
| May 2019 | \$72,413.10 | \$72,413.10 | \$0.00 |
| June 2019 | \$27,230.73 | \$27,230.73 | \$0.00 |
| July 2019 | \$15,151.26 | \$15,151.26 | \$0.00 |
| August 2019 | \$17,420.24 | \$17,420.24 | \$0.00 |
| September 2019 (Current) | \$14,865.90 | \$14,865.90 | \$0.00 |
| | | | |
| | | | |
| | | | |
| Total | \$357,867.03 | \$357,867.03 | \$0.00 |

Attachment B

**Great Western Park Metropolitan District No. 2
 District Expenditure Verification Report
 Vendor Contract Summary
 September, 2019**

Contractors

| Contractor | District Eligible Contract Amount | District Eligible Change Orders Amount | Total District Eligible Contract Amount | Amount Paid | Amount Remaining | Comments |
|------------------------|-----------------------------------|--|---|---------------|------------------|----------|
| | \$0.00 | \$0.00 | \$0.00 | \$0.00 | \$0.00 | |
| | \$0.00 | \$0.00 | \$0.00 | \$0.00 | \$0.00 | |
| | \$0.00 | \$0.00 | \$0.00 | \$0.00 | \$0.00 | |
| | \$0.00 | \$0.00 | \$0.00 | \$0.00 | \$0.00 | |
| | \$0.00 | \$0.00 | \$0.00 | \$0.00 | \$0.00 | |
| | \$0.00 | \$0.00 | \$0.00 | \$0.00 | \$0.00 | |
| Total Contracts | \$0.00 | \$0.00 | \$0.00 | \$0.00 | \$0.00 | |

Consultants

| Consultant | Description | Task Orders | District Eligible Task Order Amount | Amount Paid | Amount Remaining | Comments |
|------------------------------------|---------------------------|-------------|-------------------------------------|---------------------|---------------------|------------------------|
| A. G. Wassenaar | Geotechnical | 1 | \$23,420.00 | \$14,500.00 | \$8,920.00 | thru inv #300542 |
| IDES, LLC | District Engineering Mgmt | 1 | \$40,000.00 | \$25,946.72 | \$14,053.28 | thru inv DEN202.12 |
| Martin/Martin | Engineering and Surveying | 1-4 | \$219,826.00 | \$194,248.58 | \$25,577.42 | thru inv 18.1052-00013 |
| Papillon LLC | Management | 1 | \$60,000.00 | \$13,720.16 | \$46,279.84 | thru inv 959 |
| SWAP, LLC | Stormwater Management | 1 | \$10,000.00 | \$960.00 | \$9,040.00 | thru inv SWAP09.02 |
| | | | | | | |
| | | | | | | |
| | | | | | | |
| | | | | | | |
| Total Consultant Agreements | | | \$353,246.00 | \$249,375.46 | \$103,870.54 | |

Combined Totals

| | Contracts Total | Amount Paid | District Amount Remaining |
|---|---------------------|---------------------|---------------------------|
| Contractor Contracts and Change Orders | \$0.00 | \$0.00 | \$0.00 |
| Consultant Agreements, Task/Work Orders | \$353,246.00 | \$249,375.46 | \$103,870.54 |
| TOTAL | \$353,246.00 | \$249,375.46 | \$103,870.54 |

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

| | 2018 Actual | 2019 Adopted Budget | 2020 Preliminary Budget |
|---------------------------------------|------------------------|--------------------------------|------------------------------------|
| Assessed Valuation | \$ 9,553,490 | \$ 13,180,821 | \$ 17,988,670 |
| Mill Levy | | | |
| General Fund | 5.392 | 5.392 | 5.392 |
| Debt Service Fund | 46.185 | 47.347 | 47.347 |
| Temporary Mill Levy Reduction | - | - | - |
| Refunds and Abatements | - | 0.019 | - |
| Total Mill Levy | <u>51.577</u> | <u>52.758</u> | <u>52.739</u> |
| Property Taxes | | | |
| General Fund | \$ 51,512 | \$ 71,071 | \$ 96,995 |
| Debt Service Fund | 441,228 | 624,072 | 851,710 |
| Temporary Mill Levy Reduction | - | - | - |
| Refunds and Abatements | - | 250 | - |
| Actual/Budgeted Property Taxes | <u>\$ 492,740</u> | <u>\$ 695,393</u> | <u>\$ 948,705</u> |

GREAT WESTERN PARK METROPOLITAN DISTRICT NO. 2

GENERAL FUND

2020 Preliminary Budget

with 2018 Actual, 2019 Adopted Budget, and 2019 Estimated

| | 2018 Actual | 01/19-06/19 YTD Actual | 2019 Adopted Budget | 2019 Estimated | 2020 Preliminary Budget |
|---|----------------|---------------------------|------------------------|-------------------|----------------------------|
| BEGINNING FUND BALANCE | \$ 5,814 | \$ 24,052 | 18,200 | \$ 24,052 | \$ 58,655 |
| REVENUE | | | | | |
| Property Tax Revenue | 51,507 | 51,883 | 71,071 | 71,071 | 96,995 |
| Specific Ownership Taxes | 3,324 | 1,746 | 2,300 | 3,000 | 5,800 |
| Developer Advance | - | 3,451 | - | - | - |
| Interest Income | 563 | 293 | 400 | 500 | 500 |
| Total Revenue | 55,395 | 57,372 | 73,771 | 74,571 | 103,295 |
| Total Funds Available | 61,208 | 81,425 | 91,971 | 98,623 | 161,950 |
| EXPENDITURES | | | | | |
| Accounting | 8,606 | 4,265 | 7,500 | 7,500 | 7,500 |
| Audit | 4,093 | 28 | 5,500 | 5,500 | 5,500 |
| Election | 823 | - | - | - | 1,500 |
| Insurance/SDA Dues | 3,028 | 3,402 | 3,500 | 3,402 | 3,800 |
| Legal | 9,392 | 994 | 11,000 | 11,000 | 11,000 |
| Management | 4,774 | 1,015 | 10,500 | 10,000 | 10,000 |
| Miscellaneous | 5,666 | 987 | 1,500 | 1,500 | 1,500 |
| Treasurer's Fees | 773 | 778 | 1,066 | 1,066 | 1,455 |
| Total Expenditures | 37,156 | 11,469 | 40,566 | 39,968 | 42,255 |
| Transfers and Other (Uses) | | | | | |
| Transfer to District No. 1 | - | - | - | - | - |
| Emergency Reserve | - | - | 2,213 | - | 3,099 |
| Total Expenditures Requiring Appropriation | 37,155 | 11,469 | 42,779 | 39,968 | 45,354 |
| ENDING FUND BALANCE | \$ 24,052 | \$ 69,955 | \$ 49,192 | \$ 58,655 | \$ 116,596 |

GREAT WESTERN PARK METROPOLITAN DISTRICT NO. 2

**DEBT SERVICE FUND
2020 Preliminary Budget
with 2018 Actual, 2019 Adopted Budget, and 2019 Estimated**

| | 2018 Actual | 01/19-06/19 YTD Actual | 2019 Adopted Budget | 2019 Estimated | 2020 Preliminary Budget |
|---|------------------------|-----------------------------------|--------------------------------|---------------------------|------------------------------------|
| BEGINNING FUND BALANCE | \$ 1,726,466 | \$ 1,679,658 | \$ 1,552,193 | \$ 1,679,658 | \$ 1,718,892 |
| REVENUE | | | | | |
| Property Tax Revenue | 441,183 | 455,764 | 624,072 | 624,072 | 851,710 |
| Specific Ownership Taxes | 28,471 | 15,336 | 28,500 | 28,500 | |
| Interest Income | 39,009 | 23,420 | 25,000 | 40,000 | |
| Total Revenue | 508,663 | 494,521 | 677,572 | 692,572 | 851,710 |
| Total Funds Available | 2,235,129 | 2,174,179 | 2,229,765 | 2,372,230 | 2,570,602 |
| EXPENDITURES | | | | | |
| 2016 A Interest | 540,600 | 270,300 | 540,600 | 540,600 | 540,600 |
| 2016A Principal | | | | | 55,000 |
| 2016 B Interest | - | - | 112,738 | 112,738 | 112,738 |
| Paying Agent/Trustee Fees | 8,250 | - | 5,500 | | 5,500 |
| Treasurer's Fees | 6,621 | 6,837 | 9,361 | | 12,776 |
| Transfer to District No. 1 | - | - | - | - | - |
| Total Expenditures | 555,471 | 277,137 | 668,199 | 653,338 | 726,614 |
| Total Expenditures Requiring Appropriation | 555,471 | 277,137 | 668,199 | 653,338 | 726,614 |
| ENDING FUND BALANCE | \$ 1,679,658 | \$ 1,897,042 | \$ 1,561,566 | \$ 1,718,892 | \$ 1,843,988 |

GREAT WESTERN PARK METROPOLITAN DISTRICT NO. 2

**CAPITAL PROJECTS FUND
2020 Preliminary Budget
with 2018 Actual, 2019 Adopted Budget, and 2019 Estimated**

| | 2018 Actual | 01/19-06/19 YTD Actual | 2019 Adopted Budget | 2019 Estimated | 2020 Preliminary Budget |
|---|------------------------|-----------------------------------|--------------------------------|---------------------------|------------------------------------|
| BEGINNING FUND BALANCE | \$ 2,071,109 | \$ 1,714,182 | \$ 20,544 | \$ 1,714,182 | \$ 1,270,682 |
| REVENUE | | | | | |
| Developer Advance | - | - | 3,978,956 | - | |
| Interest Income | 36,623 | 20,239 | 500 | 37,500 | 25,000 |
| Total Revenue | 36,623 | 20,239 | 3,979,456 | 37,500 | 25,000 |
| Total Funds Available | 2,107,732 | 1,734,422 | 4,000,000 | 1,751,682 | 1,295,682 |
| EXPENDITURES | | | | | |
| Accounting | 641 | 7,117 | | 11,000 | 11,500 |
| Legal | 1,237 | 4,362 | - | 11,000 | 12,000 |
| Management | 140 | 2,029 | - | 5,500 | 7,500 |
| Miscellaneous Expense | 4,005 | 3,181 | - | 3,500 | 3,500 |
| Capital Outlay | 387,526 | 218,529 | - | 450,000 | - |
| Total Expenditures | 393,550 | 235,219 | - | 481,000 | 34,500 |
| Transfers and Other (Uses) | | | | | |
| Transfer to Debt Service | - | - | - | | |
| Total Expenditures Requiring Appropriation | 393,550 | 235,219 | - | 481,000 | 34,500 |
| ENDING FUND BALANCE | \$ 1,714,182 | \$ 1,499,203 | \$ 4,000,000 | \$ 1,270,682 | \$ 1,261,182 |

CERTIFICATION OF VALUES

Name of Jurisdiction: GREAT WESTERN PARK METRO 2 GEN

New District:

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

In accordance with 39-5-121(2)(a) and 39-5-128(1), C.R.S. The total Assessed Valuations for taxable year 2019
 In **Broomfield County** On **08/21/2019** Are:

| | |
|---|--------------|
| Previous Year's Net Total Assessed Valuation: | \$13,180,821 |
| Current Year's Gross Total Assessed Valuation: | \$17,998,670 |
| (-) Less TIF district increment, if any: | \$0 |
| Current Year's Net Total Assessed Valuation: | \$17,998,670 |
| New Construction*: | \$3,870,720 |
| Increased Production of Producing Mines**: | \$0 |
| ANNEXATIONS/INCLUSIONS: | \$0 |
| Previously Exempt Federal Property**: | \$0 |
| New Primary Oil or Gas production from any Oil and Gas leasehold or land (29-1-301(1)(b) C.R.S.)***: | \$0 |
| Taxes Received last year on omitted property as of August 1 (29-1-301(1)(a) C.R.S.) Includes all revenue collected on valuation not previously certified: | \$0.00 |
| Taxes Abated or Refunded as of August 1 (29-1-301(1)(a), C.R.S.) and (39-10-114(1)(a)(I)(B) C.R.S.): | \$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 Certification of Impact in order for a value to be treated as growth in the limit calculation; use forms (DLG52 & 52A).

*** Jurisdiction must apply to the Division of Local Government before the value can be treated as growth in the limit calculation; use forms (DLG 52B).

USE FOR 'TABOR' LOCAL GROWTH CALCULATIONS ONLY

In accordance with the Art. X, Sec. 20, Colorado Constitution and 39-5-121(2)(b), C.R.S. The Actual Valuations for the taxable year 2019
 In **Broomfield County** On **08/21/2019** Are:

| | |
|--|---------------|
| Current Year's Total Actual Value of All Real Property*: | \$232,661,930 |
| ADDITIONS TO TAXABLE REAL PROPERTY: | |
| Construction of taxable real property improvements**: | \$54,135,250 |
| ANNEXATIONS/INCLUSIONS: | \$0 |
| Increased Mining Production***: | \$0 |
| Previously exempt property: | \$0 |
| Oil or Gas production from a new well: | \$0 |
| Taxable real property omitted from the previous year's tax warrant. (Only the most current year value can be reported): | \$0 |
| DELETIONS FROM TAXABLE REAL PROPERTY: | |
| Destruction of taxable property improvements. | \$0 |
| Disconnections/Exclusions: | \$0 |
| Previously Taxable Property: | \$0 |

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

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

*** Includes production from a new mine and increases in production of a producing mine.

NOTE: All levies must be certified to the Board of County Commissioners no later than December 15, 2019

CERTIFICATION OF VALUES

Name of Jurisdiction: GREAT WESTERN PARK METRO 2 ABATE

New District:

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

In accordance with 39-5-121(2)(a) and 39-5-128(1), C.R.S. The total Assessed Valuations for taxable year 2019
 In **Broomfield County** On 08/21/2019 Are:

| | |
|---|--------------|
| Previous Year's Net Total Assessed Valuation: | \$13,180,821 |
| Current Year's Gross Total Assessed Valuation: | \$17,998,670 |
| (-) Less TIF district increment, if any: | \$0 |
| Current Year's Net Total Assessed Valuation: | \$17,998,670 |
| New Construction*: | \$3,870,720 |
| Increased Production of Producing Mines**: | \$0 |
| ANNEXATIONS/INCLUSIONS: | \$0 |
| Previously Exempt Federal Property**: | \$0 |
| New Primary Oil or Gas production from any Oil and Gas leasehold or land (29-1-301(1)(b) C.R.S.)***: | \$0 |
| Taxes Received last year on omitted property as of August 1 (29-1-301(1)(a) C.R.S.) Includes all revenue collected on valuation not previously certified: | \$0.00 |
| Taxes Abated or Refunded as of August 1 (29-1-301(1)(a), C.R.S.) and (39-10-114(1)(a)(I)(B) C.R.S.): | \$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 Certification of Impact in order for a value to be treated as growth in the limit calculation; use forms (DLG52 & 52A).

*** Jurisdiction must apply to the Division of Local Government before the value can be treated as growth in the limit calculation; use forms (DLG 52B).

USE FOR 'TABOR' LOCAL GROWTH CALCULATIONS ONLY

In accordance with the Art. X, Sec. 20, Colorado Constitution and 39-5-121(2)(b), C.R.S. The Actual Valuations for the taxable year 2019
 In **Broomfield County** On 08/21/2019 Are:

| | |
|--|---------------|
| Current Year's Total Actual Value of All Real Property*: | \$232,661,930 |
| ADDITIONS TO TAXABLE REAL PROPERTY: | |
| Construction of taxable real property improvements**: | \$54,135,250 |
| ANNEXATIONS/INCLUSIONS: | \$0 |
| Increased Mining Production***: | \$0 |
| Previously exempt property: | \$0 |
| Oil or Gas production from a new well: | \$0 |
| Taxable real property omitted from the previous year's tax warrant. (Only the most current year value can be reported): | \$0 |
| DELETIONS FROM TAXABLE REAL PROPERTY: | |
| Destruction of taxable property improvements. | \$0 |
| Disconnections/Exclusions: | \$0 |
| Previously Taxable Property: | \$0 |

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

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

*** Includes production from a new mine and increases in production of a producing mine.

NOTE: All levies must be certified to the Board of County Commissioners no later than December 15, 2019

CERTIFICATION OF VALUES

Name of Jurisdiction: GREAT WESTERN PARK METRO 2 BOND

New District:

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

In accordance with 39-5-121(2)(a) and 39-5-128(1), C.R.S. The total Assessed Valuations for taxable year 2019
 In Broomfield County On 08/21/2019 Are:

| | |
|---|--------------|
| Previous Year's Net Total Assessed Valuation: | \$13,180,821 |
| Current Year's Gross Total Assessed Valuation: | \$17,998,670 |
| (-) Less TIF district increment, if any: | \$0 |
| Current Year's Net Total Assessed Valuation: | \$17,998,670 |
| New Construction*: | \$3,870,720 |
| Increased Production of Producing Mines**: | \$0 |
| ANNEXATIONS/INCLUSIONS: | \$0 |
| Previously Exempt Federal Property**: | \$0 |
| New Primary Oil or Gas production from any Oil and Gas leasehold or land (29-1-301(1)(b) C.R.S.)***: | \$0 |
| Taxes Received last year on omitted property as of August 1 (29-1-301(1)(a) C.R.S.) Includes all revenue collected on valuation not previously certified: | \$0.00 |
| Taxes Abated or Refunded as of August 1 (29-1-301(1)(a), C.R.S.) and (39-10-114(1)(a)(I)(B) C.R.S.): | \$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 Certification of Impact in order for a value to be treated as growth in the limit calculation; use forms (DLG52 & 52A).

*** Jurisdiction must apply to the Division of Local Government before the value can be treated as growth in the limit calculation; use forms (DLG 52B).

USE FOR 'TABOR' LOCAL GROWTH CALCULATIONS ONLY

In accordance with the Art. X, Sec. 20, Colorado Constitution and 39-5-121(2)(b), C.R.S. The Actual Valuations for the taxable year 2019
 In Broomfield County On 08/21/2019 Are:

| | |
|--|---------------|
| Current Year's Total Actual Value of All Real Property*: | \$232,661,930 |
| ADDITIONS TO TAXABLE REAL PROPERTY: | |
| Construction of taxable real property improvements**: | \$54,135,250 |
| ANNEXATIONS/INCLUSIONS: | \$0 |
| Increased Mining Production***: | \$0 |
| Previously exempt property: | \$0 |
| Oil or Gas production from a new well: | \$0 |
| Taxable real property omitted from the previous year's tax warrant. (Only the most current year value can be reported): | \$0 |
| DELETIONS FROM TAXABLE REAL PROPERTY: | |
| Destruction of taxable property improvements. | \$0 |
| Disconnections/Exclusions: | \$0 |
| Previously Taxable Property: | \$0 |

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

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

*** Includes production from a new mine and increases in production of a producing mine.

NOTE: All levies must be certified to the Board of County Commissioners no later than December 15, 2019

RESOLUTION NO. 2019-09-01

**FIRST AMENDMENT TO RESOLUTION NO. 2018-10-01,
ESTABLISHING REGULAR MEETING DATES, TIME, AND LOCATION, AND
DESIGNATING LOCATIONS FOR POSTING OF 72-HOUR AND 24-HOUR NOTICES**

A. On October 23, 2018, Great Western Park Metropolitan District No. 2 (the “**District**”) adopted Resolution No. 2018-10-01 Establishing Regular Meeting Dates, Time and Location, and Designating Locations for Posting of 72-Hour and 24-Hour Notices (the “**Resolution**”); and

B. The District desires to amend the Resolution due to Colorado legislative changes (the “**First Amendment**”).

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

1. Defined Terms. Capitalized terms used but not otherwise defined herein shall have the meaning ascribed to them in the Resolution.

2. Amendment to Recital C of Resolution. Recital C of the Resolution is hereby deleted in its entirety.

3. Amendment to Section 7 of Resolution. Section 7 of the Resolution is hereby deleted in its entirety.

4. Amendment to Section 8 of Resolution. Section 8 of the Resolution is hereby deleted in its entirety.

5. Except as expressly set forth herein, the Resolution continues to be effective without modification.

6. This First Amendment is effective September 24, 2019.

[SIGNATURE PAGE FOLLOWS]

**[SIGNATURE PAGE TO FIRST AMENDMENT TO RESOLUTION NO. 2018-10-01,
ESTABLISHING REGULAR MEETING DATES, TIME, AND LOCATION, AND
DESIGNATING LOCATIONS FOR POSTING OF 72-HOUR AND 24-HOUR NOTICES]**

RESOLUTION APPROVED AND ADOPTED ON September 24, 2019.

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

By: _____
President

Attest:

Secretary

RESOLUTION NO. 2019-09-02

RESOLUTION OF THE BOARD OF DIRECTORS OF THE GREAT WESTERN PARK METROPOLITAN DISTRICT NO. 2 ESTABLISHING DISTRICT WEBSITE AND DESIGNATING LOCATION FOR POSTING OF 24-HOUR NOTICES

A. 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**").

B. Pursuant to Section 24-6-402(2)(c)(III), C.R.S., effective as of August 2, 2019, special districts are relieved of the requirement to physically 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 at a public website of the special district ("**District Website**") at least 24 hours prior to each regular and special meeting.

C. Pursuant to Section 24-6-402(2)(c)(I) and (III), C.R.S., if a special district does not have a District Website or is unable to post a Notice of Meeting on its 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.

D. Effective as of August 2, 2019, Section 32-1-903(2) has been amended to remove the requirement for additional postings at three public places within the boundaries of the special district and the office of the county clerk and recorder and the requirement for 72-hour notices for special meetings.

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

1. That the Board of Directors (the "**District Board**") authorizes establishment of a District Website, if such District Website does not already exist, in order to provide full and timely notice of regular and special meetings of the District Board online pursuant to the provisions of Section 24-6-402(2)(c)(III), C.R.S.

2. That the Notice of Meeting of the District Board shall be posted on the District Website at least 24 hours prior to each regular and special meeting pursuant to Section 24-6-402(2)(c)(III), C.R.S. and Section 32-1-903(2), C.R.S., effective August 2, 2019.

3. That if the District does not yet have a District Website or 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 the median at Skyestone Pkwy. and W. Montane Drive

RESOLUTION APPROVED AND ADOPTED on September 24, 2019.

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


By: _____
President

Attest:

Secretary



**ELIGIBLE GOVERNMENTAL ENTITY AGREEMENT BETWEEN
THE STATEWIDE INTERNET PORTAL AUTHORITY OF THE STATE OF
COLORADO AND GREAT WESTERN PARK METROPOLITAN DISTRICT NO. 2**

This Eligible Governmental Entity Agreement ("Agreement") by and between the Colorado Statewide Internet Portal Authority ("SIPA"), and Great Western Park Metropolitan District No. 2 ("EGE") (each a "Party" and collectively "Parties"), is made and entered into on this 21st day of July, 2019. August 23, 2019 

RECITALS

WHEREAS, SIPA and EGE wish to enter into a cooperative agreement under which services can be provided at the discretion of both Parties; and

WHEREAS, pursuant to § 24-37.7-105 C.R.S., SIPA operates to provide electronic access for members of the public, state agencies, and local governments to electronic information, products, and services; and

WHEREAS, pursuant to §§ 24-37.7-102 and 24-37.7-104, C.R.S., SIPA operates as a political subdivision of the State of Colorado; and

WHEREAS, pursuant to § 24-37.7-104, SIPA is authorized to enter into agreements and contracts with state agencies and local governments, and all state agencies and local governments are authorized to enter into and do all things necessary to perform any such arrangements or contracts; and

WHEREAS, § 29-1-203, C.R.S., authorizes local governments to cooperate or contract with each other to provide any function or service lawfully authorized to each other; and

WHEREAS, SIPA provides for the dissemination, sharing, and use of information, products, and services via the internet; and

WHEREAS, neither Party is committing funds or required to perform services as part of this agreement; and

WHEREAS, SIPA has entered into certain contracts with its contractors to operate the Colorado.gov Portal and to provide an array of electronic information, products, and services via the internet (e.g., "Colorado Statewide Internet Portal Authority Portal Integrator Contract with Colorado Interactive, LLC", as may be amended (hereinafter "Master Contract") and "COPE

Master Contract With Implementation Contractor to Support SaaS Collaboration, Office Productivity, & Email Solution" (hereinafter "COPE Contract") and other contracts to expand its array of electronic information, products, and services available to EGE; and

WHEREAS, SIPA will provide applications and services to EGE pursuant to Task Orders, Statements of Work, Work Orders; or any agreed-upon documentation under this Agreement; and

WHEREAS, a Task Order, Statement of Work, Work Order, or other agreed-upon documentation will be prepared for each application or service and mutually signed by SIPA and EGE;

NOW, THEREFORE, in consideration of the mutual covenants and promises contained herein, SIPA and EGE agree as follows:

1. EGE shall make available to SIPA electronic information maintained and owned by EGE as is necessary to complete the agreed-upon work as set forth in a Work Order, Task Order, Statement of Work, or any agreed-upon documentation under this Agreement. As mutually agreed upon in subsequent Work Orders, Task Orders, Statements of Work, or any other agreed-upon documentation under this Agreement, EGE will provide reasonable levels of support in placing online with SIPA certain EGE-owned electronic information, as mutually agreed by EGE and SIPA, with due regard to the workload and priorities of EGE and SIPA.
2. SIPA may, with the authorization of EGE, through the Portal, make public electronic information made available to it available to the general public, including EGE's public electronic information. The Parties agree to use their best efforts to provide adequate and uninterrupted service under the terms of this Agreement. However, neither Party shall be liable for interruption of service when the same shall be due to circumstances beyond the reasonable control of either Party, its agents or employees, including but not limited to unanticipated equipment malfunction, periodic maintenance or update of the computer systems upon which such EGE electronic information reside, or interruption of service due to problems with the Colorado statewide area network or due to problems with any telecommunications provider.
3. SIPA and EGE may enter into Task Orders, Purchase Orders, Statements of Work, or any agreed-upon documentation under this Agreement. Task Orders, Purchase Orders, Statements of Work, or any agreed-upon documentation under this Agreement shall describe specific Services and/or Applications to be provided to EGE. EGE acknowledges that Services and/or Applications are usually offered by SIPA's contractors. Task Orders, Purchase Orders, Statements of Work, or any agreed-upon documentation shall cover the purchase of goods and services from SIPA through the use of EGE funds. All Task Orders, Purchase Orders, Statements of Work, or any agreed-upon documentation involving EGE funds may be approved by the EGE official with authority to execute such agreement. Task Orders, Purchase Orders, Statements of Work, or any agreed-upon documentation shall contain specific time or performance milestones for SIPA's contractor(s), timelines for completion of relevant Task Orders, Purchase Orders, Statements of Work, or any agreed-upon documentation, including design specifications and other criteria relevant to the completion of applicable Task Orders, Purchase Orders, Statements of Work, or any

agreed-upon documentation, criteria and procedures for acceptance by EGE and remedying incomplete or inaccurate work for each phase of relevant Task Orders, Purchase Orders, Statements of Work, or any agreed-upon documentation.

4. SIPA shall be responsible for the operation of, and all costs and expenses associated with, establishing and maintaining electronic access to EGE electronic information, databases or other software applications, including (but without limitation) the cost of purchasing, developing, and maintaining programs used to interface with EGE software applications that provide access to EGE-owned electronic information, products, and services. EGE acknowledges SIPA may at its discretion use Contractors to perform certain obligations. EGE's maximum financial obligation for establishing and maintaining electronic access to EGE databases or other software applications shall be limited to the amount(s) set forth and appropriated pursuant to each individual Work Order, Task Order, Statement of Work, or any agreed-upon documentation under this Agreement.
5. Each Party shall have the right to terminate this Agreement by giving the other Party 10 days' written notice. Unless otherwise specified in such notice, this Agreement will terminate at the end of such 10-day period, and the liabilities of the Parties hereunder for further performance of the terms of this Agreement shall thereupon cease, but the Parties shall not be released from any duty to perform up to the date of termination. Work authorized under an individual Work Order, Task Order, Statement of Work or any other agreed-upon documentation under this Agreement, will be subject to the terms and conditions of that document.
6. None of the terms or conditions of this Agreement gives or allows any claim, benefit, or right of action by any third person not a party hereto. Nothing in this Agreement shall be deemed as any waiver of immunity or liability limits granted to SIPA or EGE by the Colorado Governmental Immunity Act or any similar statutory provision.
7. This Agreement (and related Task Orders, Work Orders, Statements of Work, and agreed-upon documentation) constitutes the entire agreement of the parties hereto and supersedes all prior negotiations, representations or agreements, either written or oral. This Agreement may be amended, modified, or changed, in whole or part, only by written agreement approved by each party.
8. Neither SIPA nor its contractors have responsibility for the accuracy or completeness of the electronic information contained within EGE's databases. SIPA and its contractors shall be responsible only for the accurate and complete transmission of electronic information to and from such EGE databases, in accordance with the specifications of any EGE-owned software. For the purposes of the Colorado Open Records Act, EGE shall at all times be the custodian of records. Neither SIPA nor its contractors shall be deemed to be either the custodian of records or the custodian's agent.
9. This Agreement and any written amendments thereto may be executed in counterpart, each of which shall constitute an original and together, which shall constitute one and the same agreement. Delivery of an executed signature page of this Agreement by facsimile or email

transmission will constitute effective and binding execution and delivery of this Agreement.

10. Confidential information for the purpose of this Agreement is information relating to SIPA's or EGE's research, development, trade secrets, business affairs, internal operations, management procedures, and information not disclosable to the public under the Colorado Open Records Act or some other law or privilege. Confidential information does not include information lawfully obtained through third parties, which is in the public domain, or which is developed independently without reference to a Party's confidential information. Neither Party shall use or disclose, directly or indirectly, without prior written authorization, any confidential information of the other. SIPA shall use its reasonable best efforts to ensure that its contractors protect EGE confidential information from unauthorized disclosure. Notwithstanding anything to the contrary herein, each Party acknowledges that given the subject matter of this Agreement, such Party shall not disclose confidential information of the other (whether in written or electronic form) to any third party, except as required by law or as necessary to carry out the specific purpose of this Agreement; provided, however, that if such disclosure is necessary, any third party who receives such confidential information shall also be bound by the nondisclosure provisions of this Section 10. Upon termination of this Agreement, the Parties shall return or destroy (at the other Party's request) all confidential information of the other and if such information is destroyed, each Party shall demonstrate evidence of such destruction to the other.

11. Miscellaneous Provisions

A. Independent Authority. SIPA shall perform its duties hereunder as an independent authority and not as an employee of EGE. Neither SIPA nor any agent or employee of SIPA shall be deemed to be an agent or employee of EGE. SIPA and its agents shall pay when due all required employment taxes and income tax and local head tax on any monies paid by EGE pursuant to this Agreement. SIPA acknowledges that SIPA and its employees or agents are not entitled to EGE employment or unemployment benefits unless SIPA or a third party provides such benefits and that EGE does not pay for or otherwise provide such benefits. SIPA shall have no authorization, express or implied, to bind EGE to any agreements, liability, or understanding except as expressly authorized by EGE. SIPA and its agents shall provide and keep in force workers' compensation (and provide proof of such insurance when requested by EGE) and unemployment compensation insurance in the Agreement required by law, and shall be solely responsible for the acts of SIPA, its employees and agents.

B. Non-discrimination. SIPA agrees to comply with the letter and the spirit of all applicable state and federal laws respecting illegal discrimination and unfair employment practices.

C. Choice of Law. The laws of the State of Colorado (except Colorado laws related to choice of law or conflict of law) and rules and regulations issued pursuant thereto shall be applied in the interpretation, execution, and enforcement of this Agreement. At all times during the performance of this Agreement, SIPA shall strictly adhere to all applicable

federal and state laws, rules, and regulations that have been or may hereafter be established. Any legal action related to this Agreement shall be brought in either a state or federal court within the City and County of Denver, Colorado.

D. Software Piracy Prohibition. No State or other public funds payable under this Agreement shall knowingly be used for the acquisition, operation, or maintenance of computer software in violation of United States copyright laws or applicable licensing restrictions. SIPA hereby certifies that, for the term of this Agreement and any extensions, SIPA has in place appropriate systems and controls to prevent such improper use of public funds. If EGE determines that SIPA is in violation of this paragraph, EGE may exercise any remedy available at law or equity or under this Agreement, including, without limitation, immediate termination of the Agreement and any remedy consistent with United States copyright laws or applicable licensing restrictions.

F. Notices. All notices required or permitted under this Agreement shall be in writing and delivered personally, by facsimile, by email or by first class certified mail, return receipt. If delivered personally, notice shall be deemed given when actually received. If delivered by facsimile or email, notice shall be deemed given upon full transmission of such notice and confirmation of receipt during regular business hours. If delivered by mail, notice shall be deemed given at the date and time indicated on the return receipt. Notices shall be delivered to:

If to SIPA:

Statewide Internet Portal Authority

Attn: EGE Administrator

Street Address: 1300 Broadway, Suite 440

City, State, Zip: Denver, CO 80203

Phone: (720) 409-5634

Fax: (720) 409-5642

Email: sipa@cosipa.gov

If to EGE: Great Western Metropolitan District No. 2

c/o Special District Management Services, Inc.

Attn: David Solin, District Manager

Street Address: 141 Union Boulevard, Suite 150

City, State, Zip: Lakewood, CO 80228

Phone: 303-987-0835

Fax: 303-987-2032

Email: dsolin@sdmsi.com

And/or

McGeady Becher P.C.

Attn: Megan Becher, Esq.

Street Address: 450 E. 17th Avenue, Suite 400

City, State, Zip: Denver, CO 80203

Phone: 303-592-4380

Fax: 303-592-4385

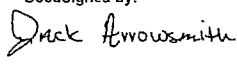
Email: mbecher@specialdistrictlaw.com

And to other address or addresses as the parties may designate in writing.

G: Third Party Beneficiary: EGE shall enjoy those rights of a third party as may be set forth expressly in any contract between SIPA and its contractors under which SIPA provides electronic information, products, and services to EGE, including the Master Contract Section 20.M., as may be amended.

H. Disputes. Any failure of either Party to perform in accordance with the terms of this Agreement shall constitute a breach of the Agreement. Any dispute concerning the performance of this Agreement which cannot be resolved at the operational level shall be referred to superior management and staff designated by each Party. Failing resolution at this level, EGE may ask the SIPA Board of Directors to address the dispute. If the dispute is not resolved after reference to the SIPA Board of Directors, the Parties may use whatever procedures may be available, including but not limited to termination of the Agreement.

This Agreement is entered into as of the day and year set forth above.

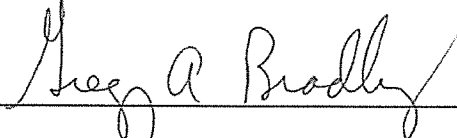
DocuSigned by:

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August 23, 2019
Date: _____

Name: Jack Arrowsmith

Title: Executive Director

Entity: Statewide Internet Portal Authority



7/24/2019
Date: _____

Name: Gregg Bradbury

Title: President

Entity: Great Western Park Metropolitan District No. 2

Address: 141 Union Boulevard, Suite 150, Lakewood, Co 80228

Phone: 303-987-0835

Email: dsolin@sdmsi -- gbradbury@churchranch.com