

**ANNUAL INFORMATION REPORT**  
**for the year 2023**  
**DENARGO MARKET METROPOLITAN DISTRICT NOS. 1, 2 AND 3**

As required by Section 32-1-207(3)(c), C.R.S. and Section XI of the Service Plans for Denargo Market Metropolitan District Nos. 1, 2 and 3 (hereinafter referred to as “**District No. 1**”, “**District No. 2**”, “**District No. 3**”, and collectively as the “**Districts**”), approved by the City Council of the City and County of Denver on March 8, 2010, as amended (collectively the “**Service Plans**”), the following report of activities for the Districts from January 1, 2023 to December 31, 2023 is hereby submitted.

- (i) Annual budget of each of the Districts: Copies of the 2024 Budgets are attached hereto as **Exhibit A**.
- (ii) Annual construction schedules for the current year and reconciliation of the capital improvement program for completion of the Improvements in the following two (2) years: There were no new improvements constructed by the Districts during the reporting period. The Brighton Boulevard open space improvements are anticipated to be completed before year end 2024.
- (iii) Annual audited financial statements (or any exemption filing made to the State Auditor): The 2023 Audits for the year ended December 31, 2023 are attached hereto as **Exhibit B**.
- (iv) Total debt authorized, total debt issued, and remaining debt authorized and intended to be issued by each of the Districts: Pursuant to the Service Plans, the Districts are authorized to issue bonded indebtedness of up to \$142,000,000; provided however, that the total debt authorization of \$142,000,000 may increase by an additional \$5,000,000 with the prior written approval of the Manager of Finance of the City and County of Denver (“**City**”). In 2010, District No. 1 issued a Subordinate Nonrevolving Line of Credit Note, Series 2010 in the amount of \$22,612,000, as reissued to Denargo Market Development, LLC on December 2015 and Amended and Restated on September 29, 2016 (“**Reissued Denargo 1 Note**”). All of the amounts outstanding under the Reissued Denargo 1 Note were paid with the proceeds from District No. 2’s issuance of its Limited Tax (Convertible to Unlimited Tax) General Improvement Loan and Taxable Limited Tax (Convertible to Unlimited Tax) General Obligation Advancing Improvement Loan (collectively “**District No. 2’s 2016 Loan**”). On May 2, 2023, a majority of the qualified electors of District No. 1 and District No. 3, respectively, authorized the issuance of indebtedness in an amount not to exceed \$1,562,000,000. On November 7, 2023, a majority of the qualified electors of District No. 2 authorized the issuance of indebtedness in an amount not to exceed \$710,000,000. On November 8, 2023, District No. 3 issued its Limited Tax General Obligation Refunding and Improvement Note, Series 2023A-1, in the amount of \$19,359,000 (“**District No. 3’s Series 2023A-1 Loan**”) and its Limited Tax General Obligation Refunding and Improvement Note, Series 2023A-2, in the amount of \$12,906,000 (“**District No. 3’s 2023A-2 Loan**” and together with the 2023A-1 Loan the “**District No. 3’s 2023 Loan**”). All of the amounts outstanding under District No. 2’s 2016 Loan were paid with the proceeds of District No. 3’s 2023 Loan. See the Districts’ Audits, attached as Exhibit B for additional information relative to the aforementioned transactions

and authorizations used. In the future, the Districts may issue a portion or all of the remaining authorized, but unissued general obligation debt for purposes of providing public improvements to support development as it occurs with the Districts' Service Area.

- (v) Names and terms of the members of the Boards of Directors and their officers of each of the Districts: As of December 31, 2023, the names and terms of the members of the Boards of Directors and Officers are as follows:

Laura H. Newman	President	May 2027
Jeffrey D. Jones	Treasurer	May 2025
Todd T. Wenskoski	Asst. Secretary	May 2025
Wade Davidson	Asst. Secretary	May 2027
Michael Kuyper	Asst. Secretary	May 2025
David Solin	Secretary	N/A

- (vi) Access information to obtain any bylaws or rules and regulations of the Districts regarding bidding, conflict of interest, contracting and other governance matters: District No. 1 adopted Second Amended and Restated Rules and Regulations for Construction Activity (“**Second Amended and Restated Rules and Regulations**”), which are attached hereto as **Exhibit C**. The Second Amended and Restated Rules and Regulations may be accessed at the offices of Special District Management Services, Inc., 141 Union Boulevard, Suite 150, Lakewood, CO 80228, or on the Districts' website: <https://denargo.colorado.gov/>.

- (vii) Current intergovernmental agreements and amendments among the Districts: A summary of the intergovernmental agreements and amendments entered into by the Districts during the reporting period are listed below:

- a) District No. 2 – Intergovernmental Agreement for Coordinated Election by and between District No. 2 and the City and County of Denver, for itself and on behalf of the Denver Elections Division in the Office of the Clerk and Recorder.

- (viii) A summary of all current contracts for services or construction of each of the Districts: A summary of all contracts for services or construction entered into during the reporting period are listed below:

- a) District No. 1 - Service Agreement for Towing Services with Villalobos Towing LLC DBA Private Park Kings.
- b) District No. 1 - Service Agreement for Pedestal Relocation with Excel Electric, Inc.
- c) District No. 1 - Service Agreement for Asphalt Services with Rose Paving, LLC.
- d) District No. 1 - Service Agreement for Security Consulting with Jpden Consulting LLC.
- e) District No. 1 - Service Agreement for Security Services with United States Protective Services Agency.

- f) Districts (1, 2 and 3) - CliftonLarsonAllen LLP Master Service Agreement and Statements of Work.
  - g) Districts (1, 2 and 3) - Engagement Letters with Dazzio & Associates, P.C. to perform 2023 Audits.
  - h) District No. 1 - Change Order No. 1 to Service Agreement for Snow Removal Services with Brightview Landscape Services, Inc. for additional scope of work.
  - i) District No. 1 - Service Agreement / Change Order with Brightview Landscape Services, Inc. for 2023 landscape maintenance services.
  - j) District No. 1 - Service Agreement with Colorado Lighting, Inc. for site lighting maintenance services.
  - k) District No. 2 - Service Agreement for Election Management Services with Circuit Rider of Colorado, LLC.
  - l) District No. 3 - Engagement Letter with Butler Snow LLP for bond counsel services.
  - m) District No. 3 - Bank Solicitor Agreement with RBC Capital Markets, LLC.
  - n) District No. 3 - Agreement for Consulting Services with MuniCap, Inc.
- (ix) Current documentation of credit enhancements: There are no credit enhancements.
- (x) Official statements of current outstanding bonded indebtedness of the Districts, if not already received by the City: A copy of the Resolution Authorizing the Issuance of \$22,612,000 Subordinate Nonrevolving Line of Credit Note, Series 2010, as reissued to Denargo Market Development, LLC on December 22, 2015, and Amended and Restated on September 29, 2016, and a copy of the Amended and Restated Note, Series 2010, was attached to the 2016 Annual Report. Copies of the District No. 2 and District No. 3 Resolutions Authorizing District No. 3's Loan issuance (as the "financing district" and "borrowing district", respectively) are attached hereto as **Exhibit D**.
- (xi) Current approved Service Plan of each of the Districts and amendments thereto: Copies of the Districts' Service Plans approved March 8, 2010 were attached to the 2010 Annual Reports. The Districts amended their Service Plans pursuant to First Amendments to the Service Plans approved by the City Council of the City and County of Denver on March 30, 2023. Copies of the First Amendments to the Service Plans for the Districts were attached to the 2022 Annual Report.
- (xii) The Management District office contact information: The Management District's (District No. 1) contact information is listed below:

c/o Special District Management Services, Inc.  
Attn: David Solin  
141 Union Boulevard, Suite 150  
Lakewood, Colorado 80228  
Phone: (303) 987-0835

- (xiii) Any change in proposed development assumptions that impacts the financial projections: Updated development assumptions and revised financial projections are included in the First Amendments to the Districts' Service Plans, which are on file with the City Clerk.

**Additional Information pursuant to Section 32-1-207(3)(c), C.R.S.:**

- (xiv) Boundary changes made: No boundary changes were made or proposed within the Districts during the reporting period.
- (xv) Summary of litigation involving the Districts' public improvements: To our knowledge, the Districts are not involved in any litigation.
- (xvi) Conveyances or dedications of facilities or improvements, constructed by the Districts, to the City: The Districts did not convey or dedicate any facilities or improvements to the City during the reporting period.
- (xvii) Final assessed valuation of the Districts for the report year: Final 2023 Assessed Valuation for property located within District No. 1 = \$12,030; District No. 2 = \$46,161,570; and District No. 3 = \$13,231,510.
- (xviii) Notice of any uncured events of default by the Districts, which continue beyond a ninety (90) day period, under any debt instrument: To our knowledge, there are no uncured events of default by the Districts which continue beyond a ninety (90) day period.
- (xix) Any inability of the Districts to pay its obligations as they come due, in accordance with the terms of such obligations, which continues beyond a ninety (90) day period: To our knowledge, the Districts have been able to pay their obligations as they come due.



**Exhibit A**

Budgets

**DENARGO MARKET METROPOLITAN DISTRICT NO. 1**  
**ANNUAL BUDGET**  
**FOR THE YEAR ENDING DECEMBER 31, 2024**

**DENARGO MARKET METROPOLITAN DISTRICT NO. 1  
SUMMARY  
2024 BUDGET  
WITH 2022 ACTUAL AND 2023 ESTIMATED  
For the Years Ended and Ending December 31,**

1/23/24

	ACTUAL 2022	ESTIMATED 2023	BUDGET 2024
BEGINNING FUND BALANCES	\$ 128,614	\$ 208,817	\$ 276,564
REVENUES			
Permit fees	24,839	15,000	15,000
Impact fees	134,400	-	-
Interest income	3,272	8,000	12,233
Developer advance	-	15,000,000	-
Other revenue	462	-	-
Transfer from District No. 2	331,323	414,677	1,089,808
Transfer from District No. 3	-	15,147,076	21,987,690
Total revenues	<u>494,296</u>	<u>30,584,753</u>	<u>23,104,731</u>
Total funds available	<u>622,910</u>	<u>30,793,570</u>	<u>23,381,295</u>
EXPENDITURES			
General Fund	381,346	435,006	613,000
Capital Projects Fund	32,747	30,082,000	22,391,000
Total expenditures	<u>414,093</u>	<u>30,517,006</u>	<u>23,004,000</u>
Total expenditures and transfers out requiring appropriation	<u>414,093</u>	<u>30,517,006</u>	<u>23,004,000</u>
ENDING FUND BALANCES	<u>\$ 208,817</u>	<u>\$ 276,564</u>	<u>\$ 377,295</u>
EMERGENCY RESERVE AVAILABLE FOR OPERATIONS	<u>\$ 10,800</u>	<u>\$ 17,600</u>	<u>\$ 22,100</u>
TOTAL RESERVE	<u>\$ 107,164</u>	<u>\$ 256,911</u>	<u>\$ 377,295</u>

No assurance provided, See summary of significant assumptions.

**DENARGO MARKET METROPOLITAN DISTRICT NO. 1**  
**PROPERTY TAX SUMMARY INFORMATION**  
**2024 BUDGET**  
**WITH 2022 ACTUAL AND 2023 ESTIMATED**  
**For the Years Ended and Ending December 31,**

1/23/24

ACTUAL	ESTIMATED	BUDGET
2022	2023	2024

**ASSESSED VALUATION**

Vacant land	\$ 30	\$ 30	\$ 30
Personal property	530	9,100	12,000
	560	9,130	12,030
Adjustments	-	-	-
Certified Assessed Value	\$ 560	\$ 9,130	\$ 12,030

**MILL LEVY**

General	0.000	0.000	0.000
Total mill levy	0.000	0.000	0.000

**PROPERTY TAXES**

General	\$ -	\$ -	\$ -
Budgeted property taxes	\$ -	\$ -	\$ -

**BUDGETED PROPERTY TAXES**

General	\$ -	\$ -	\$ -
	\$ -	\$ -	\$ -

**DENARGO MARKET METROPOLITAN DISTRICT NO. 1**  
**GENERAL FUND**  
**2024 BUDGET**  
**WITH 2022 ACTUAL AND 2023 ESTIMATED**  
**For the Years Ended and Ending December 31,**

1/23/24

	ACTUAL 2022	ESTIMATED 2023	BUDGET 2024
BEGINNING FUND BALANCES	\$ 128,614	\$ 107,164	\$ 256,911
<b>REVENUES</b>			
Interest income	3,272	8,000	12,000
Permit fees	24,839	15,000	15,000
Other revenue	462	-	-
Transfer from District No. 2	331,323	414,677	560,494
Transfer from District No. 3	-	147,076	145,890
Total revenues	<u>359,896</u>	<u>584,753</u>	<u>733,384</u>
Total funds available	<u>488,510</u>	<u>691,917</u>	<u>990,295</u>
<b>EXPENDITURES</b>			
General and administrative			
Accounting	35,038	47,000	52,000
Auditing	8,500	8,900	14,400
City of Denver Annual Fee	6,000	-	9,000
Directors' fees	2,600	2,400	3,000
Dues and membership	1,297	1,651	2,000
Insurance	12,890	14,577	16,000
District management	51,894	52,000	54,000
Legal	45,072	50,000	55,000
Miscellaneous	37,007	1,114	2,500
Payroll taxes	199	184	230
Election	2,348	27,180	-
Contingency	-	-	11,670
Operations and maintenance			
Repairs and maintenance	2,295	5,000	25,000
Security	2,680	5,000	30,000
Landscape & irrigation repairs	2,965	10,000	35,000
Detention Pond Cleanup	-	10,000	5,000
Landscape Maintenance	19,580	35,000	35,000
Street Sweeping	-	1,000	1,000
Trash	-	-	31,200
Site lighting	1,192	5,000	5,000
Site inspection	59,472	85,000	120,000
Locates	9,950	8,000	15,000
Streets repairs and maintenance	-	10,000	10,000
Snow removal	76,107	50,000	75,000
Utilities	4,260	6,000	6,000
Total expenditures	<u>381,346</u>	<u>435,006</u>	<u>613,000</u>
Total expenditures and transfers out requiring appropriation	<u>381,346</u>	<u>435,006</u>	<u>613,000</u>
ENDING FUND BALANCES	<u>\$ 107,164</u>	<u>\$ 256,911</u>	<u>\$ 377,295</u>
EMERGENCY RESERVE	\$ 10,800	\$ 17,600	\$ 22,100
AVAILABLE FOR OPERATIONS	96,364	239,311	355,195
TOTAL RESERVE	<u>\$ 107,164</u>	<u>\$ 256,911</u>	<u>\$ 377,295</u>

No assurance provided, See summary of significant assumptions.

**DENARGO MARKET METROPOLITAN DISTRICT NO. 1  
CAPITAL PROJECTS FUND  
2024 BUDGET  
WITH 2022 ACTUAL AND 2023 ESTIMATED  
For the Years Ended and Ending December 31,**

1/23/24

	ACTUAL 2022	ESTIMATED 2023	BUDGET 2024
BEGINNING FUND BALANCES	\$ -	\$ 101,653	\$ 19,653
<b>REVENUES</b>			
Interest income	-	-	233
Developer advance	-	15,000,000	-
Impact fees	134,400	-	-
Transfer from District No. 2	-	-	529,314
Transfer from District No. 3	-	15,000,000	21,841,800
Total revenues	134,400	30,000,000	22,371,347
Total funds available	134,400	30,101,653	22,391,000
<b>EXPENDITURES</b>			
General and Administrative			
Accounting	-	20,000	30,000
Legal	17,073	32,000	30,000
Miscellaneous	15,000	-	-
Contingency	-	-	233
Capital Projects			
Repay developer advance	-	15,000,000	9,500,453
Engineering	674	30,000	60,000
Capital outlay	-	15,000,000	12,770,314
Total expenditures	32,747	30,082,000	22,391,000
Total expenditures and transfers out requiring appropriation	32,747	30,082,000	22,391,000
ENDING FUND BALANCES	\$ 101,653	\$ 19,653	\$ -

No assurance provided, See summary of significant assumptions.

**DENARGO MARKET METROPOLITAN DISTRICT NO. 1  
2024 BUDGET  
SUMMARY OF SIGNIFICANT ASSUMPTIONS**

**Services Provided**

The District, a quasi-municipal corporation and a political subdivision of the State of Colorado, was organized by order and decree of the District Court for the City and County of Denver, on June 30, 2010, and is governed pursuant to provisions of the Colorado Special District Act (Title 32, Article 1, Colorado Revised Statutes). The District operates under a Service Plan approved by the City on March 8, 2010. The District's service area is located in Denver, Colorado.

The District was established to provide for acquisition, construction, and installation of water, sanitation, drainage, street improvements, parks and recreational facilities, traffic, safety, transportation, and mosquito control.

The District prepares its budget on the modified accrual basis of accounting in accordance with the requirements of Colorado Revised Statutes C.R.S. 29-1-105 using its best estimates as of the date of the budget hearing. These estimates are based on expected conditions and its expected course of actions. The assumptions disclosed herein are those that the District believes are significant to the budget. There will usually be differences between the budget and actual results, because events and circumstances frequently do not occur as expected, and those differences may be material.

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

**Revenues**

**Transfers from Other Districts**

Intergovernmental revenues are transfers from Districts Nos. 2 and 3. The district will coordinate the payment of administrative expenditures for these two districts, as well as the districts own administrative expenditures. District No. 1 also provides for the construction of certain public improvements.

**Developer Advances**

A portion of the capital expenditures are expected to be funded by the developer. Developer advances are recorded as revenue for budget purposes with an obligation for future repayment when the District is financially able to reimburse the Developer from Bond proceeds and other legally available revenue.

**Interest Income**

Interest earned on the District's available funds has been estimated based on historical information.

**Expenditures**

**Administrative and Operating Expenditures**

Administrative and operating expenditures include the estimated services necessary to maintain the District's administrative viability such as legal, management, accounting, insurance, banking, and meeting expense.

**Capital Expenditures**

The District anticipates infrastructure improvements as noted in the capital projects fund.

**DENARGO MARKET METROPOLITAN DISTRICT NO. 1  
2024 BUDGET  
SUMMARY OF SIGNIFICANT ASSUMPTIONS**

**Debt and Leases**

The District doesn't have any debt or leases.

**Reserve Fund**

**Emergency Reserve**

The District has provided for an Emergency Reserve equal to at least 3% of fiscal year spending, as defined under the TABOR Amendment.

**This information is an integral part of the accompanying budget.**



**DENARGO MARKET METROPOLITAN DISTRICT NO. 2**  
**ANNUAL BUDGET**  
**FOR THE YEAR ENDING DECEMBER 31, 2024**

**DENARGO MARKET METROPOLITAN DISTRICT NO. 2**  
**SUMMARY**  
**2024 BUDGET**  
**WITH 2022 ACTUAL AND 2023 ESTIMATED**  
**For the Years Ended and Ending December 31,**

1/23/24

	ACTUAL 2022	ESTIMATED 2023	BUDGET 2024
BEGINNING FUND BALANCES	\$ 286,485	\$ 524,838	\$ -
REVENUES			
Property taxes	1,271,761	1,588,707	2,339,237
Specific ownership taxes	65,135	79,435	116,962
Interest income	15,168	33,118	9,117
Other revenue	-	-	2,684
Transfers from District No. 3	-	10,000,000	-
Total revenues	<u>1,352,064</u>	<u>11,701,260</u>	<u>2,468,000</u>
TRANSFERS IN	<u>500,000</u>	-	-
Total funds available	<u>2,138,549</u>	<u>12,226,098</u>	<u>2,468,000</u>
EXPENDITURES			
General Fund	334,488	418,626	570,000
Debt Service Fund	779,223	11,285,564	1,898,000
Capital Projects Fund	-	521,908	-
Total expenditures	<u>1,113,711</u>	<u>12,226,098</u>	<u>2,468,000</u>
TRANSFERS OUT	<u>500,000</u>	-	-
Total expenditures and transfers out requiring appropriation	<u>1,613,711</u>	<u>12,226,098</u>	<u>2,468,000</u>
ENDING FUND BALANCES	<u>\$ 524,838</u>	<u>\$ -</u>	<u>\$ -</u>

No assurance provided. See summary of significant assumptions.

**DENARGO MARKET METROPOLITAN DISTRICT NO. 2**  
**PROPERTY TAX SUMMARY INFORMATION**  
**2024 BUDGET**  
**WITH 2022 ACTUAL AND 2023 ESTIMATED**  
**For the Years Ended and Ending December 31,**

1/23/24

ACTUAL	ESTIMATED	BUDGET
2022	2023	2024

**ASSESSED VALUATION**

Residential	\$ 27,204,790	\$ 27,969,040	\$ 39,687,930
Commercial	-	-	594,800
State assessed	457,300	5,159,300	-
Vacant land	435,790	588,850	30
Personal property	637,930	741,270	5,878,810
Certified Assessed Value	\$ 28,735,810	\$ 34,458,460	\$ 46,161,570

**MILL LEVY**

General	11.000	11.459	11.675
Debt Service	33.257	34.646	39.000
Total mill levy	44.257	46.105	50.675

**PROPERTY TAXES**

General	\$ 316,094	\$ 394,859	\$ 538,936
Debt Service	955,667	1,193,848	1,800,301
Levied property taxes	1,271,761	1,588,707	2,339,237
Adjustments to actual/rounding	-	-	-
Budgeted property taxes	\$ 1,271,761	\$ 1,588,707	\$ 2,339,237

**BUDGETED PROPERTY TAXES**

<b>General</b>	<b>\$ 316,094</b>	<b>\$ 394,859</b>	<b>\$ 538,936</b>
<b>Debt Service</b>	<b>955,667</b>	<b>1,193,848</b>	<b>1,800,301</b>
	<b>\$ 1,271,761</b>	<b>\$ 1,588,707</b>	<b>\$ 2,339,237</b>

**DENARGO MARKET METROPOLITAN DISTRICT NO. 2**  
**GENERAL FUND**  
**2024 BUDGET**  
**WITH 2022 ACTUAL AND 2023 ESTIMATED**  
**For the Years Ended and Ending December 31,**

1/23/24

	ACTUAL 2022	ESTIMATED 2023	BUDGET 2024
BEGINNING FUND BALANCES	\$ -	\$ -	\$ -
REVENUES			
Property taxes	316,094	394,859	538,936
Specific ownership taxes	16,189	19,743	26,947
Interest income	2,205	4,024	4,117
Total revenues	334,488	418,626	570,000
Total funds available	334,488	418,626	570,000
EXPENDITURES			
General and administrative			
County Treasurer's fee	3,165	3,949	5,389
Contingency	-	-	4,117
Transfers to District No. 1	331,323	414,677	560,494
Total expenditures	334,488	418,626	570,000
Total expenditures and transfers out requiring appropriation	334,488	418,626	570,000
ENDING FUND BALANCES	\$ -	\$ -	\$ -

**DENARGO MARKET METROPOLITAN DISTRICT NO. 2**  
**DEBT SERVICE FUND**  
**2024 BUDGET**  
**WITH 2022 ACTUAL AND 2023 ESTIMATED**  
**For the Years Ended and Ending December 31,**

1/23/24

	ACTUAL 2022	ESTIMATED 2023	BUDGET 2024
BEGINNING FUND BALANCES	\$ 286,485	\$ 22,524	\$ -
<b>REVENUES</b>			
Property taxes	955,667	1,193,848	1,800,301
Specific ownership taxes	48,946	59,692	90,015
Interest income	10,649	9,500	5,000
Other revenue	-	-	2,684
Transfers from District No. 3	-	10,000,000	-
Total revenues	<u>1,015,262</u>	<u>11,263,040</u>	<u>1,898,000</u>
Total funds available	<u>1,301,747</u>	<u>11,285,564</u>	<u>1,898,000</u>
<b>EXPENDITURES</b>			
General and administrative			
County Treasurer's fee	9,567	11,938	18,003
Paying agent fees	4,500	4,500	-
Transfers to District No. 3	-	430,000	1,877,313
Contingency	-	490,471	2,684
Debt Service			
Loan Interest 2016A	327,375	322,151	-
Loan Interest 2016B	24,987	24,261	-
Loan Principal 2016A	150,000	9,400,000	-
Loan Principal 2016B	262,794	602,243	-
Total expenditures	<u>779,223</u>	<u>11,285,564</u>	<u>1,898,000</u>
Total expenditures and transfers out requiring appropriation	<u>1,279,223</u>	<u>11,285,564</u>	<u>1,898,000</u>
ENDING FUND BALANCES	<u>\$ 22,524</u>	<u>\$ -</u>	<u>\$ -</u>

No assurance provided. See summary of significant assumptions.

**DENARGO MARKET METROPOLITAN DISTRICT NO. 2  
 CAPITAL PROJECTS FUND  
 2024 BUDGET  
 WITH 2022 ACTUAL AND 2023 ESTIMATED  
 For the Years Ended and Ending December 31,**

1/23/24

	ACTUAL 2022	ESTIMATED 2023	BUDGET 2024
BEGINNING FUND BALANCES	\$ -	\$ 502,314	\$ -
REVENUES			
Interest income	2,314	19,594	-
Total revenues	<u>2,314</u>	<u>19,594</u>	<u>-</u>
TRANSFERS IN			
Transfers from other funds	<u>500,000</u>	<u>-</u>	<u>-</u>
Total funds available	<u>502,314</u>	<u>521,908</u>	<u>-</u>
EXPENDITURES			
General and Administrative			
Transfers to District No. 1	-	521,908	-
Total expenditures	<u>-</u>	<u>521,908</u>	<u>-</u>
Total expenditures and transfers out requiring appropriation	<u>-</u>	<u>521,908</u>	<u>-</u>
ENDING FUND BALANCES	<u>\$ 502,314</u>	<u>\$ -</u>	<u>\$ -</u>

**DENARGO MARKET METROPOLITAN DISTRICT NO. 2  
2024 BUDGET  
SUMMARY OF SIGNIFICANT ASSUMPTIONS**

**Services Provided**

The District, a quasi-municipal corporation and a political subdivision of the State of Colorado, was organized by order and decree of the District Court for the City and County of Denver, on June 30, 2010, and is governed pursuant to provisions of the Colorado Special District Act (Title 32, Article 1, Colorado Revised Statutes). The District operates under a Service Plan approved by the City on March 8, 2010. The District's service area is located in Denver, Colorado.

The District was established to provide for acquisition, construction, and installation of water, sanitation, drainage, street improvements, parks and recreational facilities, traffic, safety, transportation, and mosquito control.

The District prepares its budget on the modified accrual basis of accounting in accordance with the requirements of Colorado Revised Statutes C.R.S. 29-1-105 using its best estimates as of the date of the budget hearing. These estimates are based on expected conditions and its expected course of actions. The assumptions disclosed herein are those that the District believes are significant to the budget. There will usually be differences between the budget and actual results, because events and circumstances frequently do not occur as expected, and those differences may be material.

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

**Revenues**

**Property Taxes**

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

For property tax collection year 2024, SB22-238 and SB23B-001 set the assessment rates and actual value reductions as follows:

<b>Category</b>	<b>Rate</b>		<b>Category</b>	<b>Rate</b>	<b>Actual Value Reduction</b>	<b>Amount</b>
Single-Family Residential	6.70%		Agricultural Land	26.40%	Single-Family Residential	\$55,000
Multi-Family Residential	6.70%		Renewable Energy Land	26.40%	Multi-Family Residential	\$55,000
Commercial	27.90%		Vacant Land	27.90%	Commercial	\$30,000
Industrial	27.90%		Personal Property	27.90%	Industrial	\$30,000
Lodging	27.90%		State Assessed	27.90%	Lodging	\$30,000
			Oil & Gas Production	87.50%		

**DENARGO MARKET METROPOLITAN DISTRICT NO. 2  
2024 BUDGET  
SUMMARY OF SIGNIFICANT ASSUMPTIONS**

**Revenues (Continued)**

**Property Taxes (Continued)**

The calculation of the taxes levied is displayed on the Property Tax Summary page of the budget using the adopted mill levy imposed by the District.

**Specific Ownership Taxes**

Specific ownership taxes are set by the State and collected by the County Treasurer, primarily on vehicle licensing within the County as a whole. The specific ownership taxes are allocated by the County Treasurer to all taxing entities within the County. The budget assumes that the District's share will be equal to approximately 5% of the property taxes collected.

**Interest Income**

Interest earned on the District's available funds has been estimated based on average projected fund balance with a 4% rate of return.

**Expenditures**

**County Treasurer Fees**

County Treasurer's fees have been computed at 1% of property tax collections.

**Transfer to Other Districts**

Pursuant to a Memorandum of Understanding entered into on October 29, 2010, and amended on August 22, 2016 by and among the District, District No. 1 and District No. 3, the Districts are obligated to impose an operations mill levy and remit property taxes derived from such mill levy, to District No. 1 to fund the Districts' services provided by District No. 1.

The District is obligated to impose a mill levy, not to exceed 40 mills, subject to certain adjustments, and remit property taxes derived from such mill levy, together with facilities fees and a portion of specific ownership taxes applicable to property within the District to District No. 3 for repayment of the 2023 Loan issuance.

**Debt and Leases**

**Series 2023 Loan**

The District is entering into a Loan Agreement with District No. 3 and NBH Bank and Midwestone Bank, for the purposes of refunding the 2016 Loan, and to provide for the financing of public improvements.



**DENARGO MARKET METROPOLITAN DISTRICT NO. 2  
2024 BUDGET  
SUMMARY OF SIGNIFICANT ASSUMPTIONS**

**Reserve Fund**

**Emergency Reserve**

Pursuant to the MOU, District No. 1 has provided for Emergency Reserves for District No. 1-3; therefore, and Emergency Reserve is not reflected in the District's Budget.

**This information is an integral part of the accompanying budget**

**DENARGO MARKET METROPOLITAN DISTRICT NO. 3**  
**ANNUAL BUDGET**  
**FOR THE YEAR ENDING DECEMBER 31, 2024**

**DENAGO MARKET METROPOLITAN DISTRICT NO. 3**  
**SUMMARY**  
**2024 BUDGET**  
**WITH 2022 ACTUAL AND 2023 ESTIMATED**  
**For the Years Ended and Ending December 31,**

1/23/24

	ACTUAL 2022	ESTIMATED 2023	BUDGET 2024
BEGINNING FUND BALANCES	\$ -	\$ -	\$ 21,665,000
REVENUES			
Property taxes	-	141,371	653,557
Specific ownership taxes	-	7,069	32,677
Interest income	-	50	178,861
Other revenue	-	200,000	2,735
Transfers from District 2	-	-	1,877,313
Loan Issuance	-	32,265,000	-
Total revenues	-	32,613,490	2,745,143
TRANSFERS IN	-	10,000,000	-
Total funds available	-	42,613,490	24,410,143
EXPENDITURES			
General Fund	-	148,490	150,000
Debt Service Fund	-	10,200,000	2,300,000
Capital Projects Fund	-	600,000	2,184,100
Total expenditures	-	10,948,490	4,634,100
TRANSFERS OUT	-	10,000,000	-
Total expenditures and transfers out requiring appropriation	-	20,948,490	4,634,100
ENDING FUND BALANCES	\$ -	\$ 21,665,000	\$ 19,776,043

**DENAGO MARKET METROPOLITAN DISTRICT NO. 3**  
**PROPERTY TAX SUMMARY INFORMATION**  
**2024 BUDGET**  
**WITH 2022 ACTUAL AND 2023 ESTIMATED**  
**For the Years Ended and Ending December 31,**

1/23/24

ACTUAL	ESTIMATED	BUDGET 2
2022	2023	2024

**ASSESSED VALUATION**

Vacant land	\$	-	\$ 14,135,340	\$ 13,231,150
State assessed		30	600	360
Personal property		-	1,110	-
Certified Assessed Value	\$	30	\$ 14,137,050	\$ 13,231,510

**MILL LEVY**

General	10.000	10.000	10.394
Debt Service	0.000	0.000	39.000
Total mill levy	10.000	10.000	49.394

**PROPERTY TAXES**

General	\$	-	\$ 141,371	\$ 137,528
Debt Service		-	-	516,029
Levied property taxes		-	141,371	653,557
Budgeted property taxes	\$	-	\$ 141,371	\$ 653,557

**BUDGETED PROPERTY TAXES**

General	\$	-	\$ 141,371	\$ 137,528
Debt Service		-	-	516,029
Budgeted property taxes	\$	-	\$ 141,371	\$ 653,557

**DENAGO MARKET METROPOLITAN DISTRICT NO. 3  
GENERAL FUND  
2024 BUDGET  
WITH 2022 ACTUAL AND 2023 ESTIMATED  
For the Years Ended and Ending December 31,**

1/23/24

	ACTUAL 2022	ESTIMATED 2023	BUDGET 2024
BEGINNING FUND BALANCES	\$ -	\$ -	\$ -
<b>REVENUES</b>			
Property taxes	-	141,371	137,528
Specific ownership taxes	-	7,069	6,876
Interest income	-	50	2,861
Other revenue	-	-	2,735
Total revenues	-	148,490	150,000
Total funds available	-	148,490	150,000
<b>EXPENDITURES</b>			
General and administrative			
County Treasurer's fee	-	1,414	1,375
Contingency	-	-	2,735
Transfer to District No. 1	-	147,076	145,890
Total expenditures	-	148,490	150,000
Total expenditures and transfers out requiring appropriation	-	148,490	150,000
ENDING FUND BALANCES	\$ -	\$ -	\$ -

**DENAGO MARKET METROPOLITAN DISTRICT NO. 3  
DEBT SERVICE FUND  
2024 BUDGET  
WITH 2022 ACTUAL AND 2023 ESTIMATED  
For the Years Ended and Ending December 31,**

1/23/24

	ACTUAL 2022	ESTIMATED 2023	BUDGET 2024
BEGINNING FUND BALANCES	\$ -	\$ -	\$ -
REVENUES			
Property taxes	-	-	516,029
Specific ownership taxes	-	-	25,801
Transfers from District 2	-	-	1,877,313
Other revenue	-	200,000	-
Total revenues	-	200,000	2,419,143
TRANSFERS IN			
Transfers from other funds	-	10,000,000	-
Total funds available	-	10,200,000	2,419,143
EXPENDITURES			
General and administrative			
County Treasurer's fee	-	-	5,160
Paying agent fees	-	-	3,000
Transfer to District No. 2	-	10,000,000	-
Contingency	-	200,000	48,008
Debt Service			
Loan Interest 2023A-1	-	-	1,289,299
Loan Principal 2023A-1	-	-	57,000
Loan Interest 2023A-2	-	-	859,533
Loan Principal 2023A-2	-	-	38,000
Total expenditures	-	10,200,000	2,300,000
Total expenditures and transfers out requiring appropriation	-	10,200,000	2,300,000
ENDING FUND BALANCES	\$ -	\$ -	\$ 119,143

**DENAGO MARKET METROPOLITAN DISTRICT NO. 3  
CAPITAL PROJECTS FUND  
2024 BUDGET  
WITH 2022 ACTUAL AND 2023 ESTIMATED  
For the Years Ended and Ending December 31,**

1/23/24

	ACTUAL 2022	ESTIMATED 2023	BUDGET 2 2024
BEGINNING FUND BALANCES	\$ -	\$ -	\$ 21,665,000
REVENUES			
Interest income	-	-	176,800
Loan Issuance	-	32,265,000	-
Total revenues	-	32,265,000	176,800
Total funds available	-	32,265,000	21,841,800
EXPENDITURES			
General and Administrative			
Bond issue costs	-	600,000	-
Capital Projects			
Transfer to District No. 1	-	-	21,841,800
Total expenditures	-	600,000	21,841,800
TRANSFERS OUT			
Transfers to other fund	-	10,000,000	-
Total expenditures and transfers out requiring appropriation	-	10,600,000	21,841,800
ENDING FUND BALANCES	\$ -	\$ 21,665,000	\$ -

**DENARGO MARKET METROPOLITAN DISTRICT NO. 3  
2024 BUDGET  
SUMMARY OF SIGNIFICANT ASSUMPTIONS**

**Services Provided**

The District, a quasi-municipal corporation and a political subdivision of the State of Colorado, was organized by order and decree of the District Court for the City and County of Denver, on June 30, 2010, and is governed pursuant to provisions of the Colorado Special District Act (Title 32, Article 1, Colorado Revised Statutes). The District operates under a Service Plan approved by the City on March 8, 2010. The District's service area is located in Denver, Colorado.

The District was established to provide for acquisition, construction, and installation of water, sanitation, drainage, street improvements, parks and recreational facilities, traffic, safety, transportation, and mosquito control.

The District prepares its budget on the modified accrual basis of accounting in accordance with the requirements of Colorado Revised Statutes C.R.S. 29-1-105 using its best estimates as of the date of the budget hearing. These estimates are based on expected conditions and its expected course of actions. The assumptions disclosed herein are those that the District believes are significant to the budget. There will usually be differences between the budget and actual results, because events and circumstances frequently do not occur as expected, and those differences may be material.

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

**Revenues**

**Property Taxes**

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

For property tax collection year 2024, SB22-238 and SB23B-001 set the assessment rates and actual value reductions as follows:

<b>Category</b>	<b>Rate</b>		<b>Category</b>	<b>Rate</b>	<b>Actual Value Reduction</b>	<b>Amount</b>
Single-Family Residential	6.70%		Agricultural Land	26.40%	Single-Family Residential	\$55,000
Multi-Family Residential	6.70%		Renewable Energy Land	26.40%	Multi-Family Residential	\$55,000
Commercial	27.90%		Vacant Land	27.90%	Commercial	\$30,000
Industrial	27.90%		Personal Property	27.90%	Industrial	\$30,000
Lodging	27.90%		State Assessed	27.90%	Lodging	\$30,000
			Oil & Gas Production	87.50%		



**DENARGO MARKET METROPOLITAN DISTRICT NO. 3  
2024 BUDGET  
SUMMARY OF SIGNIFICANT ASSUMPTIONS**

**Revenues (Continued)**

**Property Taxes (Continued)**

The calculation of the taxes levied is displayed on the Property Tax Summary page of the budget using the adopted mill levy imposed by the District.

**Specific Ownership Taxes**

Specific ownership taxes are set by the State and collected by the County Treasurer, primarily on vehicle licensing within the County as a whole. The specific ownership taxes are allocated by the County Treasurer to all taxing entities within the County. The budget assumes that the District's share will be equal to approximately 5% of the property taxes collected.

**Expenditures**

**County Treasurer Fees**

County Treasurer's fees have been computed at 1% of property tax collections.

**Transfer to Other Districts**

Pursuant to a Memorandum of Understanding entered into on October 29, 2010, and amended on August 22, 2016 by and among the District, District No. 1 and District No. 2, the Districts are obligated to impose an operations mill levy and remit property taxes derived from such mill levy, to District No. 1 to fund the Districts' services provided by District No. 1.

**Debt and Leases**

On November 8, 2023, the District entered into a Loan Agreement for Series 2023A-1 Limited Tax General Obligation Refunding and Improvement Note in the principal amount of \$19,359,000 and Series 2023A-2 Limited Tax General Obligation Refunding and Improvement Loan Agreement in the principal amount of \$12,906,000.

Proceeds from the Series 2023A-1 & 2023A-2 Loan will be used to: (i) refund the series 2016 loan; (ii) finance or reimburse additional public improvements to the portion of the Development that is within the District; and (iii) pay the costs of issuance.

The Series 2023A-1 & 2023A-2 Loans bear interest at 6.26%, payable semi-annually on June 1 and December 1, beginning on June 1, 2024. Principal payments are due on December 1, beginning on December 1, 2024. The Series 2023A-1 & 2023A-2 Loan matures on December 1, 2030.

**DENARGO MARKET METROPOLITAN DISTRICT NO. 3  
2024 BUDGET  
SUMMARY OF SIGNIFICANT ASSUMPTIONS**

**Reserve Fund**

**Emergency Reserve**

Pursuant to the MOU, District No. 1 has provided for Emergency Reserves for District No. 1-3; therefore, and Emergency Reserve is not reflected in the District's Budget.

**This information is an integral part of the accompanying budget.**

**DENARGO MARKET METROPOLITAN DISTRICT NO. 3  
SCHEDULE OF DEBT SERVICE REQUIREMENTS TO MATURITY**

**\$19,359,000**

**Limited Tax General Obligation Refunding and Improvement Loan  
Series 2023A-1 NBH Loan  
Dated November 3, 2023  
Principal due December 1  
Interest Rate 6.260% Payable  
June 1 and December 1**

<b><u>Year Ended December 31,</u></b>	<b><u>Principal</u></b>	<b><u>Interest</u></b>	<b><u>Total</u></b>
6/1/2024	\$ -	\$ 683,362	\$ 683,362
12/1/2024	57,000	605,937	662,937
6/1/2025	-	604,153	604,153
12/1/2025	123,000	604,153	727,153
6/1/2026	-	600,303	600,303
12/1/2026	159,000	600,303	759,303
6/1/2027	-	595,326	595,326
12/1/2027	168,000	595,326	763,326
6/1/2028	-	590,068	590,068
12/1/2028	207,000	590,068	797,068
6/1/2029	-	583,589	583,589
12/1/2029	219,000	583,589	802,589
6/1/2030	-	576,734	576,734
12/1/2030	18,426,000	576,734	19,002,734
	<b><u>\$ 19,359,000</u></b>	<b><u>\$ 8,389,641</u></b>	<b><u>\$ 27,748,641</u></b>

No assurance provided. See summary of significant assumptions.

**DENARGO MARKET METROPOLITAN DISTRICT NO. 3  
SCHEDULE OF DEBT SERVICE REQUIREMENTS TO MATURITY**

**\$12,906,000**

**Limited Tax General Obligation Refunding and Improvement Loan  
Series 2023A-2 MidWestOne Loan**

**Dated November 3, 2023**

**Principal due December 1**

**Interest Rate 6.260% Payable**

**June 1 and December 1**

<b><u>Year Ended December 31,</u></b>	<b><u>Principal</u></b>	<b><u>Interest</u></b>	<b><u>Total</u></b>
6/1/2024	\$ -	\$ 455,575	\$ 455,575
12/1/2024	38,000	403,958	441,958
6/1/2025	-	402,769	402,769
12/1/2025	82,000	402,769	484,769
6/1/2026	-	400,202	400,202
12/1/2026	106,000	400,202	506,202
6/1/2027	-	396,884	396,884
12/1/2027	112,000	396,884	508,884
6/1/2028	-	393,378	393,378
12/1/2028	138,000	393,378	531,378
6/1/2029	-	389,059	389,059
12/1/2029	146,000	389,059	535,059
6/1/2030	-	384,489	384,489
12/1/2030	12,284,000	384,489	12,668,489
	<b><u>\$ 12,906,000</u></b>	<b><u>\$ 5,593,095</u></b>	<b><u>\$ 18,499,095</u></b>

No assurance provided. See summary of significant assumptions.

**DENARGO MARKET METROPOLITAN DISTRICT NO. 3  
SCHEDULE OF DEBT SERVICE REQUIREMENTS TO MATURITY**

**\$32,265,000**

**Limited Tax General Obligation Refunding and Improvement Loan  
Series 2023A-1 and 2023A-2**

**Dated November 3, 2023**

**Principal due December 1**

**Interest Rate 6.260% Payable**

**June 1 and December 1**

<b><u>Year Ended December 31,</u></b>	<b><u>Principal</u></b>	<b><u>Interest</u></b>	<b><u>Total</u></b>
6/1/2024	\$ -	\$ 1,138,937	\$ 1,138,937
12/1/2024	95,000	1,009,895	1,104,895
6/1/2025	-	1,006,921	1,006,921
12/1/2025	205,000	1,006,921	1,211,921
6/1/2026	-	1,000,505	1,000,505
12/1/2026	265,000	1,000,505	1,265,505
6/1/2027	-	992,210	992,210
12/1/2027	280,000	992,210	1,272,210
6/1/2028	-	983,446	983,446
12/1/2028	345,000	983,446	1,328,446
6/1/2029	-	972,648	972,648
12/1/2029	365,000	972,648	1,337,648
6/1/2030	-	961,223	961,223
12/1/2030	30,710,000	961,223	31,671,223
	<b><u>\$ 32,265,000</u></b>	<b><u>\$ 13,982,736</u></b>	<b><u>\$ 46,247,736</u></b>

No assurance provided. See summary of significant assumptions.

**Exhibit B**

Audits

**DENARGO MARKET METROPOLITAN  
DISTRICT NO. 1  
City and County of Denver, Colorado**

**FINANCIAL STATEMENTS AND  
SUPPLEMENTARY INFORMATION**

**YEAR ENDED DECEMBER 31, 2023**

**DENARGO MARKET METROPOLITAN DISTRICT NO. 1  
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YEAR ENDED DECEMBER 31, 2023**

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Dazzio & Associates, PC

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Certified Public Accountants

## INDEPENDENT AUDITOR'S REPORT

Board of Directors  
Denargo Market Metropolitan District No. 1  
City and County of Denver, Colorado

### ***Opinions***

We have audited the accompanying financial statements of the governmental activities and each major fund of the Denargo Market Metropolitan District No. 1 (the District), as of and for the year ended December 31, 2023, and the related notes to the financial statements, which collectively comprise the District's basic financial statements as listed in the table of contents.

In our opinion, the financial statements referred to above present fairly, in all material respects, the respective financial position of the governmental activities and each major fund of the District, as of December 31, 2023, and the respective changes in financial position and the budgetary comparison for the General Fund for the year then ended in accordance with accounting principles generally accepted in the United States of America.

### ***Basis for Opinions***

We conducted our audit in accordance with auditing standards generally accepted in the United States of America. Our responsibilities under those standards are further described in the Auditor's Responsibilities for the Audit of the Financial Statements section of our report. We are required to be independent of the District and to meet our other ethical responsibilities, in accordance with the relevant ethical requirements relating to our audit. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinions.

### ***Responsibilities of Management for the Financial Statements***

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

In preparing the financial statements, management is required to evaluate whether there are conditions or events, considered in the aggregate, that raise substantial doubt about the District's ability to continue as a going concern for twelve months beyond the financial statement date, including any currently known information that may raise substantial doubt shortly thereafter.

### ***Auditor's Responsibilities for the Audit of the Financial Statements***

Our objectives are to obtain reasonable assurance about whether the financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinions. Reasonable assurance is a high level of assurance but is not absolute assurance and therefore is not a guarantee that an audit conducted in accordance with generally accepted auditing standards will always detect a material misstatement when it exists. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control. Misstatements are considered material if there is a substantial likelihood that, individually or in the aggregate, they would influence the judgment made by a reasonable user based on the financial statements.

In performing an audit in accordance with generally accepted auditing standards, we:

- Exercise professional judgment and maintain professional skepticism throughout the audit.
- Identify and assess the risks of material misstatement of the financial statements, whether due to fraud or error, and design and perform audit procedures responsive to those risks. Such procedures include examining, on a test basis, evidence regarding the amounts and disclosures in the financial statements.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the District's internal control. Accordingly, no such opinion is expressed.
- Evaluate the appropriateness of accounting policies used and the reasonableness of significant accounting estimates made by management, as well as evaluate the overall presentation of the financial statements.
- Conclude whether, in our judgment, there are conditions or events, considered in the aggregate, that raise substantial doubt about the District's ability to continue as a going concern for a reasonable period of time.

We are required to communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit, significant audit findings, and certain internal control-related matters that we identified during the audit.

### ***Required Supplementary Information***

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

### ***Supplementary Information***

Our audit was conducted for the purpose of forming opinions on the financial statements that collectively comprise the District's basic financial statements. The Supplementary Information, as listed in the table of contents, is presented for purposes of additional analysis and is not a required part of the basic financial statements. Such information is the responsibility of management and was derived from and relates directly to the underlying accounting and other records used to prepare the basic financial statements. The information has been subjected to the auditing procedures applied in the audit of the basic financial statements and certain additional procedures, including comparing and reconciling such information directly to the underlying accounting and other records used to prepare the basic financial statements or to the basic financial statements themselves, and other additional procedures in accordance with auditing standards generally accepted in the United States of America. In our opinion, the Supplementary Information is fairly stated, in all material respects, in relation to the basic financial statements as a whole.

*Dassio & Associates, P.C.*

June 14, 2024

## **BASIC FINANCIAL STATEMENTS**

**DENARGO MARKET METROPOLITAN DISTRICT NO. 1**  
**STATEMENT OF NET POSITION**  
**DECEMBER 31, 2023**

	Governmental Activities
<b>ASSETS</b>	
Cash and Investments	\$ 297,543
Cash and Investments - Restricted	17,400
Prepaid Insurance	15,116
Due from District No. 2	57,389
Due from District No. 3	8,092
Capital Assets:	
Capital Assets Net of Depreciation	3,467,656
Total Assets	3,863,196
<b>LIABILITIES</b>	
Accounts Payable	100,865
Payroll Liabilities Payable	352
Total Liabilities	101,217
<b>NET POSITION</b>	
Net Investment in Capital Assets	3,467,656
Restricted for:	
Emergency Reserve	17,400
Unrestricted	276,923
Total Net Position	\$ 3,761,979

See accompanying Notes to Basic Financial Statements.

**DENARGO MARKET METROPOLITAN DISTRICT NO. 1  
STATEMENT OF ACTIVITIES  
YEAR ENDED DECEMBER 31, 2023**

		Program Revenues			Net Position Changes in
Expenses	Charges for Services	Operating Grants and Contributions	Capital Grants and Contributions		Governmental Activities
<b>FUNCTIONS/PROGRAMS</b>					
Primary Government:					
Governmental Activities:					
General Government	\$ 668,373	\$ -	\$ 567,196	\$ -	\$ (101,177)
Total Governmental Activities	<u>\$ 668,373</u>	<u>\$ -</u>	<u>\$ 567,196</u>	<u>\$ -</u>	<u>(101,177)</u>
<b>GENERAL REVENUES</b>					
Interest Income					13,996
Total General Revenues and Transfers					<u>13,996</u>
<b>CHANGES IN NET POSITION</b>					
Net Position - Beginning of Year					<u>3,849,160</u>
<b>NET POSITION - END OF YEAR</b>					
					<u>\$ 3,761,979</u>

See accompanying Notes to Basic Financial Statements.

**DENARGO MARKET METROPOLITAN DISTRICT NO. 1  
BALANCE SHEET –  
GOVERNMENTAL FUNDS  
DECEMBER 31, 2023**

<b>ASSETS</b>	General	Capital Projects	Total Governmental Funds
Cash and Investments	\$ 241,439	\$ 56,104	\$ 297,543
Cash and Investments - Restricted	17,400	-	17,400
Prepaid Insurance	15,116	-	15,116
Due from District No. 2	57,389	-	57,389
Due from District No. 3	8,092	-	8,092
	<u>\$ 339,436</u>	<u>\$ 56,104</u>	<u>\$ 395,540</u>
<b>LIABILITIES, DEFERRED INFLOWS OF RESOURCES, AND FUND BALANCES</b>			
<b>LIABILITIES</b>			
Accounts Payable	\$ 91,289	\$ 9,576	\$ 100,865
Payroll Liabilities Payable	352	-	352
Total Liabilities	<u>91,641</u>	<u>9,576</u>	<u>101,217</u>
<b>FUND BALANCES</b>			
Nonspendable:			
Prepaid Expense	15,116	-	15,116
Restricted for:			
Emergency Reserves	17,400	-	17,400
Assigned to:			
Capital Projects	-	46,528	46,528
Unassigned	215,279	-	215,279
Total Fund Balances	<u>247,795</u>	<u>46,528</u>	<u>294,323</u>
Total Liabilities, Deferred Inflows of Resources, and Fund Balances	<u>\$ 339,436</u>	<u>\$ 56,104</u>	

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

Capital assets used in governmental activities are not financial resources and, therefore, are not reported in the funds.

3,467,656

Net Position of Governmental Activities

\$ 3,761,979

See accompanying Notes to Basic Financial Statements.

**DENARGO MARKET METROPOLITAN DISTRICT NO. 1  
STATEMENT OF REVENUES, EXPENDITURES, AND CHANGES IN FUND BALANCES –  
GOVERNMENTAL FUNDS  
YEAR ENDED DECEMBER 31, 2023**

	General	Capital Projects	Total Governmental Funds
<b>REVENUES</b>			
Permit Fees	\$ 5,955	\$ -	\$ 5,955
Interest Income	13,996	-	13,996
IGA Revenue - District No. 2	413,198	-	413,198
IGA Revenue - District No. 3	148,043	-	148,043
Total Revenues	<u>581,192</u>	<u>-</u>	<u>581,192</u>
<b>EXPENDITURES</b>			
Current:			
Accounting	47,430	-	47,430
Auditing	8,900	-	8,900
Directors' Fees	1,900	-	1,900
District Management	68,168	-	68,168
Dues and Membership	1,651	-	1,651
Election	45,398	-	45,398
Engineering	-	9,693	9,693
Insurance	14,847	-	14,847
Landscape and Irrigation Repairs	264	-	264
Landscape Maintenance	22,412	-	22,412
Legal	57,335	12,158	69,493
Locates	9,738	-	9,738
Miscellaneous	2,359	-	2,359
Payroll Taxes	191	-	191
Repairs and Maintenance	1,025	-	1,025
Security	4,940	-	4,940
Site Lighting	5,345	-	5,345
Site Inspection	113,542	-	113,542
Snow Removal	24,702	-	24,702
Street Repair and Maintenance	5,052	-	5,052
Utilities	5,362	-	5,362
Capital Projects:			
Capital Outlay	-	33,274	33,274
Total Expenditures	<u>440,561</u>	<u>55,125</u>	<u>495,686</u>
<b>NET CHANGE IN FUND BALANCES</b>	140,631	(55,125)	85,506
Fund Balances - Beginning of Year	<u>107,164</u>	<u>101,653</u>	<u>208,817</u>
<b>FUND BALANCES - END OF YEAR</b>	<u><u>\$ 247,795</u></u>	<u><u>\$ 46,528</u></u>	<u><u>\$ 294,323</u></u>

See accompanying Notes to Basic Financial Statements.



**DENARGO MARKET METROPOLITAN DISTRICT NO. 1  
RECONCILIATION OF THE STATEMENT OF REVENUES, EXPENDITURES, AND CHANGES  
IN FUND BALANCES OF THE GOVERNMENTAL FUNDS TO THE STATEMENT OF ACTIVITIES  
YEAR ENDED DECEMBER 31, 2023**

Net Change in Fund Balances - Total Governmental Funds	\$	85,506
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Amounts reported for governmental activities in the statement of activities are different because:

Governmental funds report capital outlays as expenditures. In the statement of activities capital outlay is not reported as an expenditure. However, the statement of activities will report as depreciation expense the allocation of the cost of any depreciable asset over the estimated useful life of the asset. Therefore, this is the amount of capital outlay, depreciation and dedication of capital assets to other governments, in the current period.

Depreciation Expense		<u>(172,687)</u>
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Changes in Net Position of Governmental Activities	\$	<u><u>(87,181)</u></u>
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**DENARGO MARKET METROPOLITAN DISTRICT NO. 1  
GENERAL FUND  
STATEMENT OF REVENUES, EXPENDITURES, AND CHANGES IN FUND BALANCE –  
BUDGET AND ACTUAL  
YEAR ENDED DECEMBER 31, 2023**

	Original and Final Budget	Actual Amounts	Variance with Final Budget Positive (Negative)
<b>REVENUES</b>			
Permit Fees	\$ 25,000	\$ 5,955	\$ (19,045)
Interest Income	2,000	13,996	11,996
IGA Revenue - District No. 2	410,653	413,198	2,545
IGA Revenue - District No. 3	147,026	148,043	1,017
Total Revenues	<u>584,679</u>	<u>581,192</u>	<u>(3,487)</u>
<b>EXPENDITURES</b>			
Accounting	40,250	47,430	(7,180)
Auditing	9,000	8,900	100
City of Denver Annual Fee	9,000	-	9,000
Contingency	11,550	-	11,550
Detention Pond Cleanup	10,000	-	10,000
Directors' Fees	2,500	1,900	600
District Management	49,000	68,168	(19,168)
Dues and Membership	2,000	1,651	349
Election	3,000	45,398	(42,398)
Insurance	14,500	14,847	(347)
Landscape and Irrigation Repairs	35,000	264	34,736
Landscape Maintenance	55,000	22,412	32,588
Legal	50,000	57,335	(7,335)
Locates	11,000	9,738	1,262
Miscellaneous	2,500	2,359	141
Payroll Taxes	200	191	9
Repairs and Maintenance	25,000	1,025	23,975
Security	7,500	4,940	2,560
Site Lighting	5,000	5,345	(345)
Site Inspection	118,000	113,542	4,458
Snow Removal	50,000	24,702	25,298
Street Sweeping	1,000	-	1,000
Street Repair and Maintenance	10,000	5,052	4,948
Utilities	15,000	5,362	9,638
Total Expenditures	<u>536,000</u>	<u>440,561</u>	<u>95,439</u>
<b>NET CHANGE IN FUND BALANCE</b>	48,679	140,631	91,952
Fund Balance - Beginning of Year	<u>94,869</u>	<u>107,164</u>	<u>12,295</u>
<b>FUND BALANCE - END OF YEAR</b>	<u>\$ 143,548</u>	<u>\$ 247,795</u>	<u>\$ 104,247</u>

See accompanying Notes to Basic Financial Statements.

**DENARGO MARKET METROPOLITAN DISTRICT NO. 1**  
**NOTES TO BASIC FINANCIAL STATEMENTS**  
**DECEMBER 31, 2023**

**NOTE 1 DEFINITION OF REPORTING ENTITY**

**Organization**

Denargo Market Metropolitan District No. 1 (the District, District No. 1, or Management District), a quasi-municipal corporation and political subdivision of the State of Colorado was organized by recorded Order and Decree of the District Court for the City and County of Denver (the City) on June 30, 2010, and is governed pursuant to provisions of the Colorado Special District Act (Title 32, Article 1, Colorado Revised Statutes). The District operates under a Service Plan approved by the City on March 8, 2010 and Amended on March 30, 2023. The District's service boundaries are located entirely within the City. The District is one of three related districts: Denargo Market Metropolitan Districts Nos. 1, 2, and 3 (the District, District No. 2, District No. 3, and collectively, the Districts). As of December 31, 2023, the Districts have the same membership of their respective Boards of Directors. Pursuant to the Service Plan, Districts Nos. 2 and 3 are referred to as the Financing Districts or Taxing Districts and District No. 1 is the Management District.

The District, in its capacity as the Management District, is responsible for managing, implementing, and coordinating the financing, acquisition, construction, completion, operation and maintenance of all public infrastructure and services within and without the project known as Denargo Market. The Financing Districts provide the funding for the improvements and the tax base needed to support ongoing operations of the Districts.

The Taxing Districts are responsible for supporting the Management District in managing, implementing and coordinating the financing, acquisition, construction, completion, and maintenance of the Improvements (as defined in the Service Plan), some of which may ultimately be transferred to the City or other governmental entity, and the provision of related services within and without the boundaries of the Districts and the Service Area (as defined in the Service Plan).

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

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

The District is not financially accountable to any other organization, nor is the District a component unit of any other primary governmental entity.

**DENARGO MARKET METROPOLITAN DISTRICT NO. 1**  
**NOTES TO BASIC FINANCIAL STATEMENTS**  
**DECEMBER 31, 2023**

**NOTE 2 SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES**

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

**Government-Wide and Fund Financial Statements**

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

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

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

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

**Measurement Focus, Basis of Accounting, and Financial Statement Presentation**

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

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

**DENARGO MARKET METROPOLITAN DISTRICT NO. 1**  
**NOTES TO BASIC FINANCIAL STATEMENTS**  
**DECEMBER 31, 2023**

**NOTE 2 SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)**

**Measurement Focus, Basis of Accounting, and Financial Statement Presentation (Continued)**

The District reports the following major governmental funds:

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

The Capital Projects Fund is used to account for resources to be used for the acquisition and construction of capital equipment and facilities.

**Budgets**

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

The District has amended its annual budget for the year ended December 31, 2023.

**Pooled Cash and Investments**

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

**Capital Assets**

Capital assets, which include property and equipment, are reported by the District. Capital assets are defined by the District as assets with an initial, individual cost of more than \$5,000. Such assets are recorded at historical cost or estimated historical cost if purchased or constructed. Donated capital assets are recorded at acquisition value at the date of donation.

Capital assets which are anticipated to be conveyed to other governmental entities are recorded as construction in progress and are not included in the calculation of net investment in capital assets.

The costs of normal maintenance and repairs that do not add to the value of the asset or materially extend the life of the asset are not capitalized. Improvements are capitalized and depreciated over the remaining useful lives of the related fixed assets, as applicable.

**DENARGO MARKET METROPOLITAN DISTRICT NO. 1**  
**NOTES TO BASIC FINANCIAL STATEMENTS**  
**DECEMBER 31, 2023**

**NOTE 2 SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)**

**Capital Assets (Continued)**

Depreciation expense has been computed using the straight-line method over the following estimated economic useful lives:

Streets	30 Years
Sidewalks	30 Years
Street Lights	30 Years
Parks	30 Years

**Equity**

**Net Position**

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

**Fund Balance**

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

*Nonspendable Fund Balance* – The portion of fund balance that cannot be spent because it is either not in spendable form (such as prepaid amounts or inventory) or legally or contractually required to be maintained intact.

*Restricted Fund Balance* – The portion of fund balance that is constrained to being used for a specific purpose by external parties (such as bondholders), constitutional provisions, or enabling legislation.

*Committed Fund Balance* – The portion of fund balance that can only be used for specific purposes pursuant to constraints imposed by formal action of the government's highest level of decision-making authority, the Board of Directors. The constraint may be removed or changed only through formal action of the Board of Directors.

*Assigned Fund Balance* – The portion of fund balance that is constrained by the government's intent to be used for specific purposes but is neither restricted nor committed. Intent is expressed by the Board of Directors to be used for a specific purpose. Constraints imposed on the use of assigned amounts are more easily removed or modified than those imposed on amounts that are classified as committed.

*Unassigned Fund Balance* – The residual portion of fund balance that does not meet any of the criteria described above.

**DENARGO MARKET METROPOLITAN DISTRICT NO. 1**  
**NOTES TO BASIC FINANCIAL STATEMENTS**  
**DECEMBER 31, 2023**

**NOTE 2 SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)**

**Equity (Continued)**

**Fund Balance (Continued)**

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

**NOTE 3 CASH AND INVESTMENTS**

Cash and investments as of December 31, 2023, are classified in the accompanying financial statements as follows:

Statement of Net Position:

Cash and Investments	\$ 297,543
Cash and Investments - Restricted	17,400
Total Cash and Investments	<u>\$ 314,943</u>

Cash and investments as of December 31, 2023, consist of the following:

Deposits with Financial Institutions	\$ 57,427
Investments	257,516
Total Cash and Investments	<u>\$ 314,943</u>

**Deposits with Financial Institutions**

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

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

At December 31, 2023, the District had a bank balance of \$57,797 and a carrying balance of \$57,427.

**DENARGO MARKET METROPOLITAN DISTRICT NO. 1**  
**NOTES TO BASIC FINANCIAL STATEMENTS**  
**DECEMBER 31, 2023**

**NOTE 3 CASH AND INVESTMENTS (CONTINUED)**

**Investments**

The District has adopted an investment policy by which it follows state statutes regarding investments.

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

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

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

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

As of December 31, 2023, the District had the following investments:

<u>Investment</u>	<u>Maturity</u>	<u>Amount</u>
Colorado Local Government Liquid Asset Trust (COLOTRUST)	Weighted-Average Under 60 Days	\$ 257,516
		<u>\$ 257,516</u>

**COLOTRUST**

The District invested in the Colorado Local Government Liquid Asset Trust (COLOTRUST) (the Trust), an investment vehicle established for local government entities in Colorado to pool surplus funds. The State Securities Commissioner administers and enforces all state statutes governing the Trust. The Trust currently offers three portfolios – COLOTRUST PRIME, COLOTRUST PLUS+, and COLOTRUST EDGE.



**DENARGO MARKET METROPOLITAN DISTRICT NO. 1**  
**NOTES TO BASIC FINANCIAL STATEMENTS**  
**DECEMBER 31, 2023**

**NOTE 3 CASH AND INVESTMENTS (CONTINUED)**

**COLOTRUST (Continued)**

COLOTRUST PRIME and COLOTRUST PLUS+, which operate similarly to a money market fund and each share is equal in value to \$1.00, offer daily liquidity. Both portfolios may invest in U.S. Treasury securities and repurchase agreements collateralized by U.S. Treasury securities. COLOTRUST PLUS+ may also invest in certain obligations of U.S. government agencies, highest rated commercial paper and any security allowed under CRS 24-75-601.

COLOTRUST EDGE, a variable Net Asset Value (NAV) Local Government Investing Pool, offers weekly liquidity and is managed to approximate a \$10.00 transactional share price. COLOTRUST EDGE may invest in securities authorized by CRS 24-75-601, including U.S. Treasury securities, repurchase agreements collateralized by U.S. Treasury securities, certain obligations of U.S. government agencies, highest rated commercial paper.

A designated custodial bank serves as custodian for the Trust's portfolios pursuant to a custodian agreement. The custodian acts as safekeeping agent for the Trust's investment portfolios and provides services as the depository in connection with direct investments and withdrawals. The custodian's internal records segregate investments owned by the Trust. COLOTRUST PRIME and COLOTRUST PLUS+ are rated AAAm by Standard & Poor's. COLOTRUST EDGE is rated AA Af/S1 by FitchRatings. COLOTRUST records its investments at fair value and the District records its investment in COLOTRUST at net asset value as determined by fair value. There are no unfunded commitments, the redemption frequency is daily or weekly, and there is no redemption notice period.

The District holds all its investments in the COLOTRUST PLUS+ portfolio.

**NOTE 4 CAPITAL ASSETS**

An analysis of the changes in capital assets for the year ended December 31, 2023, follows:

	Balance at December 31, 2022	Increases	Decreases	Balance at December 31, 2023
<b>Governmental Activities:</b>				
Capital Assets, Being Depreciated:				
Streets	\$ 2,542,371	\$ -	\$ -	\$ 2,542,371
Parks	2,638,235	-	-	2,638,235
Total Capital Assets, Being Depreciated	5,180,606	-	-	5,180,606
Less Accumulated Depreciation for:				
Streets	(762,714)	(84,746)	-	(847,460)
Parks	(777,549)	(87,941)	-	(865,490)
Total Accumulated Depreciation	(1,540,263)	(172,687)	-	(1,712,950)
Total Capital Assets, Being Depreciated, Net	3,640,343	(172,687)	-	3,467,656
Governmental Activities Capital Assets, Net	\$ 3,640,343	\$ (172,687)	\$ -	\$ 3,467,656

**DENARGO MARKET METROPOLITAN DISTRICT NO. 1**  
**NOTES TO BASIC FINANCIAL STATEMENTS**  
**DECEMBER 31, 2023**

**NOTE 4 CAPITAL ASSETS (CONTINUED)**

Depreciation expense was charged for functions/programs of the District as follows:

Total Depreciation Expense - Governmental Activities	<u>\$ (172,687)</u>
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**NOTE 5 AUTHORIZED DEBT**

On May 4, 2010, a majority of the qualified electors of the District authorized the issuance of indebtedness in an amount not to exceed \$256,155,000 at an interest rate not to exceed 18% per annum. On May 6, 2014, a majority of the qualified electors of the District authorized the issuance of indebtedness in an amount not to exceed \$307,386,000 at an interest rate not to exceed 18% per annum. On May 2, 2023, a majority of the qualified electors of the District authorized the issuance of indebtedness in an amount not to exceed \$1,562,000,000 at an interest rate not to exceed 18%. At December 31, 2023, the District had authorized but unissued indebtedness in the following amounts allocated for the following purposes:

	Amount Authorized on May 4, 2010	Amount Authorized on May 6, 2014	Series 2010 Subordinate Note	Amount Authorized on May 2, 2023	Authorized But Unused
Streets	\$ 25,615,500	\$ 25,615,500	\$ -	\$ 142,000,000	\$ 193,231,000
Parks and Recreation	25,615,500	25,615,500	-	142,000,000	193,231,000
Water	25,615,500	25,615,500	-	142,000,000	193,231,000
Sanitation	25,615,500	25,615,500	-	142,000,000	193,231,000
Transportation	25,615,500	25,615,500	-	142,000,000	193,231,000
Mosquito Control	25,615,500	25,615,500	-	142,000,000	193,231,000
Traffic and Safety Controls	25,615,500	25,615,500	-	142,000,000	193,231,000
Operations and Maintenance	25,615,500	25,615,500	-	142,000,000	193,231,000
Refundings	25,615,500	25,615,500	-	142,000,000	193,231,000
Intergovernmental Agreements	25,615,500	25,615,500	-	142,000,000	193,231,000
Television Relay and Translation	-	25,615,500	-	-	25,615,500
Security Services and Improvements	-	25,615,500	-	142,000,000	167,615,500
Debt Issuances	-	-	(7,191,918)	-	(7,191,918)
Total	<u>\$ 256,155,000</u>	<u>\$ 307,386,000</u>	<u>\$ (7,191,918)</u>	<u>\$ 1,562,000,000</u>	<u>\$ 2,118,349,082</u>

Pursuant to the Amended Service Plan, the District is permitted to issue bonded indebtedness of up to \$142,000,000; provided however, that the total debt authorization of \$142,000,000 may increase by an additional \$5,000,000 with the prior written approval of the Manager of Finance of the City and County of Denver.

In the future, the District may issue a portion or all of the remaining authorized but unissued general obligation debt for purposes of providing public improvements to support development as it occurs within the District's service area.

**DENARGO MARKET METROPOLITAN DISTRICT NO. 1  
NOTES TO BASIC FINANCIAL STATEMENTS  
DECEMBER 31, 2023**

**NOTE 6 DISTRICT AGREEMENTS**

**Memorandum of Understanding**

A Memorandum of Understanding was entered into on October 29, 2010, and amended on August 22, 2016, by and among the District, District No. 2 and District No. 3 (MOU). The MOU acknowledges that District No. 1 shall provide for the financing, construction, design, operation, and maintenance of the Improvements, as well as the overall administration of the Districts and further acknowledges that the District has the authority to enter into agreement(s) and other obligations with the developer of the Property, Denargo Market Development, LLC (the Original Developer) to provide for the financing of such services. The First Amendment to MOU acknowledges District No. 2 will issue debt to repay the Note issued by the Original Developer (which has since been paid off) and District No. 2 and District No. 3 (at such time as it has real property within its boundaries) will impose an operation mill levy to fund the Districts' services provided by the District. The First Amendment to MOU acknowledges that the Districts will enter into an IGA detailing such services (District IGA).

The First Amendment to MOU also provides that the District IGA shall provide for District No. 2 and District No. 3 to remit revenues to the District for all costs incurred by the District pursuant to the First Amendment to MOU based on an allocable basis to be set forth in the District IGA. The District IGA also provides for the District and District No. 3 to reimburse District No. 2 for any debt issued by District No. 2 for public improvements based in allocable basis to be set forth in the District IGA.

During the year ending December 31, 2023, District No. 2 transferred a total of \$413,198 and District No. 3 transferred a total of \$148,043 to the District, representing property and specific ownership taxes collected by District No. 2 and District No. 3.

**NOTE 7 NET POSITION**

The District has a net position consisting of three components – investment in capital assets, restricted and unrestricted.

Investment in capital assets consists of capital assets, net of accumulated depreciation and reduced by the outstanding balances of bonds, mortgages, notes, or other borrowings that are attributable to the acquisition, construction, or improvement of those assets, if any. As of December 31, 2023, the District had investment in capital assets calculated as follows:

	Governmental Activities
Net Investment in Capital Assets:	
Capital Assets, Net	\$ 3,467,656
Net Investment in Capital Assets	\$ 3,467,656

**DENARGO MARKET METROPOLITAN DISTRICT NO. 1**  
**NOTES TO BASIC FINANCIAL STATEMENTS**  
**DECEMBER 31, 2023**

**NOTE 7 NET POSITION (CONTINUED)**

Restricted net position includes assets that are restricted for use either externally imposed by creditors, grantors, contributors, or laws and regulation of other governments or imposed by law through constitutional provisions or enabling legislation. The District had restricted net position as of December 31, 2023 as follows:

	Governmental Activities
Restricted Net Position:	
Emergencies	\$ 17,400
Total Restricted Net Position	\$ 17,400

**NOTE 8 RELATED PARTY**

Some members of the Board of Directors of the District may be or have been employees, consultants, owners of, or otherwise associated with the prior developer of the property located within the Districts, JV Denargo LLC (Prior Developer), or the current developer of the property located within the Districts, JV LoDo Denargo LLC (Developer) and may have conflicts of interest in dealing with the District. Specific details of transactions with the Prior Developer and the Developer regarding advances and debt are described elsewhere in these footnotes.

**2022-2025 Operation Funding Agreement**

On October 11, 2022, the District and the Prior Developer entered into the 2022-2025 Operation Funding Agreement (OFA). Pursuant to the OFA, the Prior Developer agreed to advance funds (Developer Advance) up to \$100,000 towards the District's operations, maintenance and administrative expenses incurred for fiscal years 2022 through 2025. Simple interest shall accrue on each Developer Advance from the date of deposit into the District's account or from the date of direct payment by the Prior Developer, until paid in full, at the rate of 8% per annum. Developer's obligation to make any Developer Advances expires on December 31, 2025. Any Developer Advance not reimbursed by the District to the Prior Developer by December 31, 2025 shall be deemed to be forever discharged and satisfied in full. As of December 31, 2023 there were no amounts outstanding under the OFA.

**DENARGO MARKET METROPOLITAN DISTRICT NO. 1**  
**NOTES TO BASIC FINANCIAL STATEMENTS**  
**DECEMBER 31, 2023**

**NOTE 8 RELATED PARTY (CONTINUED)**

**2022-2025 Facilities Funding and Acquisition Agreement**

On October 11, 2022, the District and the Prior Developer entered into the 2022-2025 Facilities Funding and Acquisition Agreement (FFAA). Pursuant to the FFAA, the Prior Developer agreed to fund up to \$25,000,000 towards Construction Related Expenses, including Improvements (both as defined in the FFAA). The Prior Developer shall provide certain documents and materials to the District as set forth in the FFAA before requesting that any Improvements be acquired by the District. Simple interest shall accrue on Construction Related Expenses at the rate of 8% per annum from the date of deposit into the District's account until paid in full. Payments by the District to the Prior Developer shall credit first against accrued and unpaid interest and then to the principal amount due. The Prior Developer's obligation to pay any Construction Related Expenses expires on December 31, 2025. Any Construction Related Expenses not reimbursed by the District to the Prior Developer by December 31, 2025 shall be deemed to be forever discharged and satisfied in full. As of December 31, 2023 there were no amounts outstanding under the FFAA. Please see Note 11 Subsequent Events.

**NOTE 9 RISK MANAGEMENT**

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

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

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

**NOTE 10 TAX, SPENDING, AND DEBT LIMITATIONS**

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

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

**DENARGO MARKET METROPOLITAN DISTRICT NO. 1**  
**NOTES TO BASIC FINANCIAL STATEMENTS**  
**DECEMBER 31, 2023**

**NOTE 10 TAX, SPENDING, AND DEBT LIMITATIONS (CONTINUED)**

TABOR requires local governments to establish Emergency Reserves. These reserves must be at least 3% of Fiscal Year Spending (excluding bonded debt service). Local governments are not allowed to use the emergency reserves to compensate for economic conditions, revenue shortfalls, or salary or benefit increases.

On May 4, 2010 and May 6, 2014, the voters approved the District to increase property taxes \$3,000,000 annually for the purpose of paying the District's operations and maintenance expenses and \$6,000,000 (up to 10 mills) for paying the costs associated with regional improvements as required by the City, without regard to any spending, revenue raising or other limitation contained within Article X, Section 20 of the Colorado Constitution or any other property tax limitation or law.

Additionally, the voters authorized the District to collect, retain and spend all revenues received by the District during 2011 and all subsequent years as voter-approved revenue changes without regard to any spending, revenue raising or other limitation.

On May 2, 2023, the voters approved the District to increase property taxes \$5,000,000 annually for the purpose of paying the District's operations, maintenance and capital expenses without limitation as to rate or amount and \$6,000,000 annually up to 15 mills, provided that such mill levy rate may be adjusted by the Board of Directors to take into account legislative or constitutionally imposed adjustments in assessed values or the method of their calculation occurring after March 8, 2010 so that, to the extent possible, the actual revenues generated by such mill levy are neither diminished nor enhanced as a result of such changes, for the purpose of paying costs associate with the regional infrastructure improvements as required by the City, without regard to any spending, revenue raising or other limitation contained within Article X, Section 20 of the Colorado Constitution or any other property tax limitation or law.

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

**NOTE 11 SUBSEQUENT EVENTS**

**Termination of 2022-2025 Facilities Funding and Acquisition Agreement (with Prior Developer)**

On January 29, 2024, the District and the Prior Developer terminated the FFAA (Termination Agreement).

**DENARGO MARKET METROPOLITAN DISTRICT NO. 1**  
**NOTES TO BASIC FINANCIAL STATEMENTS**  
**DECEMBER 31, 2023**

**NOTE 11 SUBSEQUENT EVENTS (CONTINUED)**

**2022-2025 Facilities Funding and Acquisition Agreement (with JV LoDo Denargo LLC)**

Simultaneously with the execution of the Termination Agreement, the District and the Developer entered into the 2022-2025 Facilities Funding and Acquisition Agreement, dated January 29, 2024 (JV LoDo FFAA). Pursuant to the JV LoDo FFAA, the Developer agreed to fund up to \$25,000,000 towards Construction Related Expenses, including Improvements (both as defined in the JV LoDo FFAA). The Developer shall provide certain documents and materials to the District as set forth in the JV LoDo FFAA before requesting that any Improvements be acquired by the District. Simple interest shall accrue on Prior Advances (as defined in the JV LoDo FFAA) and Construction Related Expenses at the rate of 8% per annum from the date of deposit into the District's account until paid in full. Payments by the District to the Developer shall credit first against accrued and unpaid interest and then to the principal amount due. The Developer's obligation to pay any Construction Related Expenses expires on December 31, 2025. Any Construction Related Expenses not reimbursed by the District to Developer by December 31, 2026 shall be deemed to be forever discharged and satisfied in full.

**Project Management Service Agreement**

On March 20, 2024, the District and the Developer entered into the Project Management Agreement. Under the terms of the Project Management Agreement, the District retained the Developer as the Project Manager (Project Manager) to plan and coordinate the construction and installation of improvements (Project Management Agreement). The Project Manager will provide, and has provided since 2019 without compensation (Prior Work), management services relating to the planning, design, construction and installation of improvements and obtaining municipal approvals for improvements. In exchange for these services the District will compensate the Project Manager 8% of the total cost of the Improvements, which is \$4,446,940.70 (Fee) incurred in connection with the construction and installation of the Improvements, as defined in the Project Management Agreement.

Pursuant to the Project Management Agreement, the District agreed to pay the Project Manager an initial payment of \$2,223,470.35 for such Prior Work, which shall be subtracted from the Fee and agreed to pay the remainder of the Fee (\$2,223,470.35) minus a 10% holdback (\$222,347.04) equaling \$2,001,123.32 (Remainder Fee) until Substantial Completion (as defined in the Project Manager's GMP contract with the contractor). The Project Manager shall invoice the District the Remainder Fee by prorating it on a monthly basis through the contractual completion dates associated with the Improvements. The Project Management Agreement shall expire upon satisfactory completion of the management services and payment of all compensation owed by the District to the Project Manager.

## **SUPPLEMENTARY INFORMATION**



**DENARGO MARKET METROPOLITAN DISTRICT NO. 1  
CAPITAL PROJECTS FUND  
SCHEDULE OF REVENUES, EXPENDITURES, AND CHANGES IN FUND BALANCE  
BUDGET AND ACTUAL  
YEAR ENDED DECEMBER 31, 2023**

	Budgets		Actual Amounts	Variance with Final Budget Positive (Negative)
	Original	Final		
<b>REVENUES</b>				
IGA Revenue - District No. 2	\$ 520,000	\$ -	\$ -	\$ -
IGA Revenue - District No. 3	-	15,000,000	-	(15,000,000)
Total Revenues	<u>520,000</u>	<u>15,000,000</u>	<u>-</u>	<u>(15,000,000)</u>
<b>EXPENDITURES</b>				
Accounting	-	20,000	-	20,000
Engineering	-	30,000	9,693	20,307
Legal	-	32,000	12,158	19,842
Capital Outlay	604,400	15,000,000	33,274	14,966,726
Total Expenditures	<u>604,400</u>	<u>15,082,000</u>	<u>55,125</u>	<u>15,026,875</u>
<b>EXCESS OF REVENUES OVER (UNDER) EXPENDITURES</b>				
	(84,400)	(82,000)	(55,125)	26,875
<b>OTHER FINANCING SOURCES (USES)</b>				
Developer Advance	-	15,000,000	-	(15,000,000)
Repay Developer Advance	-	(15,000,000)	-	15,000,000
Total Other Financing Sources	<u>-</u>	<u>-</u>	<u>-</u>	<u>-</u>
<b>NET CHANGE IN FUND BALANCE</b>				
	(84,400)	(82,000)	(55,125)	26,875
Fund Balance - Beginning of Year	<u>84,400</u>	<u>101,653</u>	<u>101,653</u>	<u>-</u>
<b>FUND BALANCE - END OF YEAR</b>	<u>\$ -</u>	<u>\$ 19,653</u>	<u>\$ 46,528</u>	<u>\$ 26,875</u>

**DENARGO MARKET METROPOLITAN  
DISTRICT NO. 2  
City and County of Denver, Colorado**

**FINANCIAL STATEMENTS AND  
SUPPLEMENTARY INFORMATION**

**YEAR ENDED DECEMBER 31, 2023**

**DENARGO MARKET METROPOLITAN DISTRICT NO. 2  
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Dazzio & Associates, PC

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Certified Public Accountants

## INDEPENDENT AUDITOR'S REPORT

Board of Directors  
Denargo Market Metropolitan District No. 2  
City and County of Denver, Colorado

### ***Opinions***

We have audited the accompanying financial statements of the governmental activities and each major fund of Denargo Market Metropolitan District No. 2 (the District), as of and for the year ended December 31, 2023, and the related notes to the financial statements, which collectively comprise the District's basic financial statements as listed in the table of contents.

In our opinion, the financial statements referred to above present fairly, in all material respects, the respective financial position of the governmental activities and each major fund of the District, as of December 31, 2023, and the respective changes in financial position and the budgetary comparison for the General Fund for the year then ended in accordance with accounting principles generally accepted in the United States of America.

### ***Basis for Opinions***

We conducted our audit in accordance with auditing standards generally accepted in the United States of America. Our responsibilities under those standards are further described in the Auditor's Responsibilities for the Audit of the Financial Statements section of our report. We are required to be independent of the District and to meet our other ethical responsibilities, in accordance with the relevant ethical requirements relating to our audit. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinions.

### ***Responsibilities of Management for the Financial Statements***

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

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In preparing the financial statements, management is required to evaluate whether there are conditions or events, considered in the aggregate, that raise substantial doubt about the District's ability to continue as a going concern for twelve months beyond the financial statement date, including any currently known information that may raise substantial doubt shortly thereafter.

### ***Auditor's Responsibilities for the Audit of the Financial Statements***

Our objectives are to obtain reasonable assurance about whether the financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinions. Reasonable assurance is a high level of assurance but is not absolute assurance and therefore is not a guarantee that an audit conducted in accordance with generally accepted auditing standards will always detect a material misstatement when it exists. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control. Misstatements are considered material if there is a substantial likelihood that, individually or in the aggregate, they would influence the judgment made by a reasonable user based on the financial statements.

In performing an audit in accordance with generally accepted auditing standards, we:

- Exercise professional judgment and maintain professional skepticism throughout the audit.
- Identify and assess the risks of material misstatement of the financial statements, whether due to fraud or error, and design and perform audit procedures responsive to those risks. Such procedures include examining, on a test basis, evidence regarding the amounts and disclosures in the financial statements.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the District's internal control. Accordingly, no such opinion is expressed.
- Evaluate the appropriateness of accounting policies used and the reasonableness of significant accounting estimates made by management, as well as evaluate the overall presentation of the financial statements.
- Conclude whether, in our judgment, there are conditions or events, considered in the aggregate, that raise substantial doubt about the District's ability to continue as a going concern for a reasonable period of time.

We are required to communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit, significant audit findings, and certain internal control-related matters that we identified during the audit.

### ***Required Supplementary Information***

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

### ***Supplementary Information***

Our audit was conducted for the purpose of forming opinions on the financial statements that collectively comprise the District's basic financial statements. The Supplementary Information, as listed in the table of contents, is presented for purposes of additional analysis and is not a required part of the basic financial statements. Such information is the responsibility of management and was derived from and relates directly to the underlying accounting and other records used to prepare the basic financial statements. The information has been subjected to the auditing procedures applied in the audit of the basic financial statements and certain additional procedures, including comparing and reconciling such information directly to the underlying accounting and other records used to prepare the basic financial statements or to the basic financial statements themselves, and other additional procedures in accordance with auditing standards generally accepted in the United States of America. In our opinion, the Supplementary Information is fairly stated, in all material respects, in relation to the basic financial statements as a whole.

### ***Other Information***

Management is responsible for the other information included in the annual report. The Other Information, as listed in the table of contents, does not include the basic financial statements and our auditor's report thereon. Our opinions on the basic financial statements do not cover the Other Information, and we do not express an opinion or any form of assurance thereon.

In connection with our audit of the basic financial statements, our responsibility is to read the Other Information and consider whether a material inconsistency exists between the other information and the basic financial statements, or the other information otherwise appears to be materially misstated. If, based on the work performed, we conclude that an uncorrected material misstatement of the other information exists, we are required to describe it in our report.

*Dazio & Associates, P.C.*

June 14, 2024

## **BASIC FINANCIAL STATEMENTS**

**DENARGO MARKET METROPOLITAN DISTRICT NO. 2**  
**STATEMENT OF NET POSITION**  
**DECEMBER 31, 2023**

	Governmental Activities
<b>ASSETS</b>	
Cash and Investments	\$ 56,149
Cash and Investments - Restricted	9,343
Receivable from County Treasurer	4,988
Property Tax Receivable	2,339,237
Accrued Interest Receivable	25,551
Total Assets	2,435,268
<b>LIABILITIES</b>	
Due to District No. 1	57,389
Due to District No. 3	38,642
Total Liabilities	96,031
<b>DEFERRED INFLOWS OF RESOURCES</b>	
Deferred Property Tax	2,339,237
Total Deferred Inflows of Resources	2,339,237
<b>NET POSITION</b>	
Total Net Position	\$ -

See accompanying Notes to Basic Financial Statements.



**DENARGO MARKET METROPOLITAN DISTRICT NO. 2**  
**STATEMENT OF ACTIVITIES**  
**YEAR ENDED DECEMBER 31, 2023**

FUNCTIONS/PROGRAMS	Program Revenues			Net Revenues (Expenses) and Changes in Net Position	
	Expenses	Charges for Services	Operating Grants and Contributions	Capital Grants and Contributions	Governmental Activities
Primary Government:					
Governmental Activities:					
General Government	\$ 455,789	\$ -	\$ 8,234,633	\$ -	\$ 7,778,844
Interest on Long-Term Debt and Related Costs	420,425	-	-	-	(420,425)
Total Governmental Activities	<u>\$ 876,214</u>	<u>\$ -</u>	<u>\$ 8,234,633</u>	<u>\$ -</u>	7,358,419
<b>GENERAL REVENUES</b>					
Property Taxes					1,588,707
Specific Ownership Taxes					70,704
Interest Income					74,789
Total General Revenues and Transfers					<u>1,734,200</u>
<b>CHANGES IN NET POSITION</b>					9,092,619
Net Position - Beginning of Year					<u>(9,092,619)</u>
<b>NET POSITION - END OF YEAR</b>					<u>\$ -</u>

See accompanying Notes to Basic Financial Statements.

**DENARGO MARKET METROPOLITAN DISTRICT NO. 2  
BALANCE SHEET –  
GOVERNMENTAL FUNDS  
DECEMBER 31, 2023**

	General	Debt Service	Capital Projects	Total Governmental Funds
<b>ASSETS</b>				
Cash and Investments	\$ 56,149	\$ -	\$ -	\$ 56,149
Cash and Investments - Restricted	-	9,343	-	9,343
Receivable from County Treasurer	1,240	3,748	-	4,988
Accrued Interest Receivable	-	25,551	-	25,551
Property Tax Receivable	538,936	1,800,301	-	2,339,237
Total Assets	\$ 596,325	\$ 1,838,943	\$ -	\$ 2,435,268
<b>LIABILITIES, DEFERRED INFLOWS OF RESOURCES, AND FUND BALANCES</b>				
<b>LIABILITIES</b>				
Due to District No. 1	\$ 57,389	\$ -	\$ -	\$ 57,389
Due to District No. 3	-	38,642	-	38,642
Total Liabilities	57,389	38,642	-	96,031
<b>DEFERRED INFLOWS OF RESOURCES</b>				
Deferred Property Tax	538,936	1,800,301	-	2,339,237
Total Deferred Inflows of Resources	538,936	1,800,301	-	2,339,237
<b>FUND BALANCES</b>				
Total Fund Balances	-	-	-	-
Total Liabilities, Deferred Inflows of Resources, and Fund Balances	\$ 596,325	\$ 1,838,943	\$ -	\$ 2,435,268

See accompanying Notes to Basic Financial Statements.

**DENARGO MARKET METROPOLITAN DISTRICT NO. 2**  
**STATEMENT OF REVENUES, EXPENDITURES, AND CHANGES IN FUND BALANCES –**  
**GOVERNMENTAL FUNDS**  
**YEAR ENDED DECEMBER 31, 2023**

	General	Debt Service	Capital Projects	Total Governmental Funds
<b>REVENUES</b>				
Property Taxes	\$ 394,859	\$ 1,193,848	\$ -	\$ 1,588,707
Specific Ownership Taxes	17,573	53,131	-	70,704
Interest Income	4,715	50,013	20,061	74,789
Intergovernmental Revenues	-	8,234,633	-	8,234,633
Total Revenues	<u>417,147</u>	<u>9,531,625</u>	<u>20,061</u>	<u>9,968,833</u>
<b>EXPENDITURES</b>				
Current:				
County Treasurer's Fee	3,949	11,938	-	15,887
IGA Expenditures - District No. 1	413,198	-	-	413,198
IGA Expenditures - District No. 3	-	38,642	-	38,642
Debt Service:				
Loan Interest 2016A	-	160,634	-	160,634
Loan Interest 2016B	-	6,956	-	6,956
Refunding Escrow	-	9,853,854	-	9,853,854
Paying Agent Fees	-	4,500	-	4,500
Total Expenditures	<u>417,147</u>	<u>10,076,524</u>	<u>-</u>	<u>10,493,671</u>
<b>EXCESS OF REVENUES OVER (UNDER) EXPENDITURES</b>	-	(544,899)	20,061	(524,838)
<b>OTHER FINANCING SOURCES (USES)</b>				
Transfers in/(out)	-	<u>522,375</u>	<u>(522,375)</u>	<u>-</u>
<b>NET CHANGE IN FUND BALANCES</b>	-	(22,524)	(502,314)	(524,838)
Fund Balances - Beginning of Year	-	<u>22,524</u>	<u>502,314</u>	<u>524,838</u>
<b>FUND BALANCES - END OF YEAR</b>	<u>\$ -</u>	<u>\$ -</u>	<u>\$ -</u>	<u>\$ -</u>

See accompanying Notes to Basic Financial Statements.

**DENARGO MARKET METROPOLITAN DISTRICT NO. 2  
RECONCILIATION OF THE STATEMENT OF REVENUES, EXPENDITURES, AND CHANGES  
IN FUND BALANCES OF THE GOVERNMENTAL FUNDS TO THE STATEMENT OF ACTIVITIES  
YEAR ENDED DECEMBER 31, 2023**

Net Change in Fund Balances - Total Governmental Funds	\$ (524,838)
--	--------------

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

The issuance of long-term debt (e.g. bonds, leases) provides current financial resources to governmental funds, while the repayment of the principal of long-term debt consumes the current financial resources of government funds. Neither transaction, however, has any effect on net position.

Loan Repayment	9,589,449
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Some expenses reported in the statement of activities do not require the use of current financial resources and, therefore, are not reported as expenditures in governmental funds.

Accrued Interest Payable - Change in Liability	<u>28,008</u>
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Changes in Net Position of Governmental Activities	<u><u>\$ 9,092,619</u></u>
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**DENARGO MARKET METROPOLITAN DISTRICT NO. 2  
GENERAL FUND  
STATEMENT OF REVENUES, EXPENDITURES, AND CHANGES IN FUND BALANCE –  
BUDGET AND ACTUAL  
YEAR ENDED DECEMBER 31, 2023**

	Original and Final Budget	Actual Amounts	Variance with Final Budget Positive (Negative)
<b>REVENUES</b>			
Property Taxes	\$ 394,859	\$ 394,859	\$ -
Specific Ownership Taxes	19,743	17,573	(2,170)
Interest Income	-	4,715	4,715
Other Revenue	10,398	-	(10,398)
Total Revenues	<u>425,000</u>	<u>417,147</u>	<u>(7,853)</u>
<b>EXPENDITURES</b>			
Contingency	10,398	-	10,398
County Treasurer's Fee	3,949	3,949	-
IGA Expenditures - District No. 1	410,653	413,198	(2,545)
Total Expenditures	<u>425,000</u>	<u>417,147</u>	<u>7,853</u>
<b>NET CHANGE IN FUND BALANCE</b>	-	-	-
Fund Balance - Beginning of Year	<u>-</u>	<u>-</u>	<u>-</u>
<b>FUND BALANCE - END OF YEAR</b>	<u>\$ -</u>	<u>\$ -</u>	<u>\$ -</u>

See accompanying Notes to Basic Financial Statements.

**DENARGO MARKET METROPOLITAN DISTRICT NO. 2**  
**NOTES TO BASIC FINANCIAL STATEMENTS**  
**DECEMBER 31, 2023**

**NOTE 1 DEFINITION OF REPORTING ENTITY**

Denargo Market Metropolitan District No. 2 (the District, or District No. 2), a quasi-municipal corporation and political subdivision of the State of Colorado was organized by recorded Order and Decree of the District Court for the City and County of Denver (the City) on June 30, 2010, and is governed pursuant to provisions of the Colorado Special District Act (Title 32, Article 1, Colorado Revised Statutes). The District operates under a Service Plan approved by the City on March 8, 2010, and amended on March 30, 2023. The District's service boundaries are located entirely within the City. The District is one of three related districts: Denargo Market Metropolitan Districts Nos. 1, 2, and 3 (District No. 1, the District, District No. 3, and collectively, the Districts). As of December 31, 2023, the Districts have the same membership of their respective Boards of Directors. Pursuant to the Service Plan, Districts Nos. 2 and 3 are referred to as the Financing Districts or Taxing Districts and District No. 1 is the Management District.

The Management District is responsible for managing, implementing, and coordinating the financing, acquisition, construction, completion, operation, and maintenance of all public infrastructure and services within and without the project known as Denargo Market. The Financing Districts provide the funding for the improvements and the tax base needed to support ongoing operations of the Districts.

The District, in its capacity as a Financing District, or Taxing District, is responsible for supporting the Management District in managing, implementing and coordinating the financing, acquisition, construction, completion and maintenance of the Improvements (as defined in the Service Plan), some of which may ultimately be transferred to the City or other governmental entity, and the provision of related services within and without the boundaries of the Districts and the Service Area (as defined in the Service Plan).

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

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

The District is not financially accountable to any other organization, nor is the District a component unit of any other primary governmental entity.

**DENARGO MARKET METROPOLITAN DISTRICT NO. 2**  
**NOTES TO BASIC FINANCIAL STATEMENTS**  
**DECEMBER 31, 2023**

**NOTE 2 SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES**

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

**Government-Wide and Fund Financial Statements**

The government-wide financial statements include the statement of net position and the statement of activities. These financial statements include all of the activities of the District. Governmental activities are normally supported by taxes and special assessment fees.

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

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

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

**Measurement Focus, Basis of Accounting, and Financial Statement Presentation**

The government-wide financial statements are reported using the economic resources measurement focus and the accrual basis of accounting. Revenues are recorded when earned and expenses are recorded when a liability is incurred, regardless of the timing of related cash flows. Property taxes are recognized as revenues in the year for which they are levied. Other items are recognized as revenues as soon as all eligibility requirements imposed by the provider have been met. Expenditures for capital assets are shown as increases in assets and redemption of bonds and notes are recorded as a reduction in liabilities.

Governmental fund financial statements are reported using the current financial resources measurement focus and the modified accrual basis of accounting. Revenues are recognized as soon as they are both measurable and available. Revenues are considered to be available when they are collectible within the current period or soon enough thereafter to pay liabilities of the current period. For this purpose, the District considers revenues to be available if they are collected within 60 days after year-end. The major sources of revenue susceptible to accrual are property taxes. All other revenue items are considered to be measurable and available only when cash is received by the District. Expenditures are recorded when the related fund liability is incurred, as under accrual accounting. However, debt service expenditures are recorded only when payment is due.

**DENARGO MARKET METROPOLITAN DISTRICT NO. 2**  
**NOTES TO BASIC FINANCIAL STATEMENTS**  
**DECEMBER 31, 2023**

**NOTE 2 SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)**

**Measurement Focus, Basis of Accounting, and Financial Statement Presentation (Continued)**

The District reports the following major governmental funds:

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

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

The Capital Projects Fund is used to account for financial resources to be used for the acquisition and construction of equipment and facilities.

As a general rule, the effect of interfund activity has been eliminated from the government-wide financial statements.

**Budgets**

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

The District has amended its annual budget for the year ended December 31, 2023.

**Pooled Cash and Investments**

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

**Property Taxes**

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



**DENARGO MARKET METROPOLITAN DISTRICT NO. 2**  
**NOTES TO BASIC FINANCIAL STATEMENTS**  
**DECEMBER 31, 2023**

**NOTE 2 SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)**

**Property Taxes (Continued)**

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

**Deferred Inflows of Resources**

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

**Equity**

**Net Position**

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

**Fund Balance**

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

*Nonspendable Fund Balance* – The portion of fund balance that cannot be spent because it is either not in spendable form (such as prepaid amounts or inventory) or legally or contractually required to be maintained intact.

*Restricted Fund Balance* – The portion of fund balance that is constrained to being used for a specific purpose by external parties (such as bondholders), constitutional provisions, or enabling legislation.

*Committed Fund Balance* – The portion of fund balance that can only be used for specific purposes pursuant to constraints imposed by formal action of the government's highest level of decision-making authority, the Board of Directors. The constraint may be removed or changed only through formal action of the Board of Directors.

**DENARGO MARKET METROPOLITAN DISTRICT NO. 2**  
**NOTES TO BASIC FINANCIAL STATEMENTS**  
**DECEMBER 31, 2023**

**NOTE 2 SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)**

**Equity (Continued)**

**Fund Balance (Continued)**

*Assigned Fund Balance* – The portion of fund balance that is constrained by the government’s intent to be used for specific purposes, but is neither restricted nor committed. Intent is expressed by the Board of Directors to be used for a specific purpose. Constraints imposed on the use of assigned amounts are more easily removed or modified than those imposed on amounts that are classified as committed.

*Unassigned Fund Balance* – The residual portion of fund balance that does not meet any of the criteria described above.

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

**NOTE 3 CASH AND INVESTMENTS**

Cash and investments as of December 31, 2023 are classified in the accompanying financial statements as follows:

Statement of Net Position:

Cash and Investments	\$ 56,149
Cash and Investments - Restricted	9,343
Total Cash and Investments	\$ 65,492

Cash and investments as of December 31, 2023 consist of the following:

Deposits with Financial Institutions	\$ 1,449
Investments	64,043
Total Cash and Investments	\$ 65,492

**Deposits with Financial Institutions**

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

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

At December 31, 2023, the District's cash deposits had a bank balance and a carrying balance of \$1,449.

**DENARGO MARKET METROPOLITAN DISTRICT NO. 2**  
**NOTES TO BASIC FINANCIAL STATEMENTS**  
**DECEMBER 31, 2023**

**NOTE 3 CASH AND INVESTMENTS (CONTINUED)**

**Investments**

The District has not adopted a formal investment policy; however, the District follows state statutes regarding investments.

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

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

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

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

At December 31, 2023, the District had the following investments:

<u>Investment</u>	<u>Maturity</u>	<u>Amount</u>
Colorado Local Government Liquid Asset Trust (COLOTRUST)	Weighted-Average Under 60 Days	\$ 64,043
Total		<u>\$ 64,043</u>

**COLOTRUST**

The District invested in the Colorado Local Government Liquid Asset Trust (COLOTRUST) (the Trust), an investment vehicle established for local government entities in Colorado to pool surplus funds. The State Securities Commissioner administers and enforces all state statutes governing the Trust. The Trust currently offers three portfolios – COLOTRUST PRIME, COLOTRUST PLUS+, and COLOTRUST EDGE.

**DENARGO MARKET METROPOLITAN DISTRICT NO. 2**  
**NOTES TO BASIC FINANCIAL STATEMENTS**  
**DECEMBER 31, 2023**

**NOTE 3 CASH AND INVESTMENTS (CONTINUED)**

**COLOTRUST (Continued)**

COLOTRUST PRIME and COLOTRUST PLUS+, which operate similarly to a money market fund and each share is equal in value to \$1.00, offer daily liquidity. Both portfolios may invest in U.S. Treasury securities and repurchase agreements collateralized by U.S. Treasury securities. COLOTRUST PLUS+ may also invest in certain obligations of U.S. government agencies, highest rated commercial paper, and any security allowed under CRS 24-75-601.

COLOTRUST EDGE, a variable Net Asset Value (NAV) Local Government Investing Pool, offers weekly liquidity and is managed to approximate a \$10.00 transactional share price. COLOTRUST EDGE may invest in securities authorized by CRS 24-75-601, including U.S. Treasury securities, repurchase agreements collateralized by U.S. Treasury securities, certain obligations of U.S. government agencies, highest rated commercial paper.

A designated custodial bank serves as custodian for the Trust's portfolios pursuant to a custodian agreement. The custodian acts as safekeeping agent for the Trust's investment portfolios and provides services as the depository in connection with direct investments and withdrawals. The custodian's internal records segregate investments owned by the Trust. COLOTRUST PRIME and COLOTRUST PLUS+ are rated AAAM by Standard & Poor's. COLOTRUST EDGE is rated AAAs/S1 by Fitch Ratings. COLOTRUST records its investments at fair value and the District records its investment in COLOTRUST at net asset value as determined by fair value. There are no unfunded commitments, the redemption frequency is daily or weekly, and there is no redemption notice period.

The District holds all its investments in the COLOTRUST PLUS+ portfolio.

**NOTE 4 LONG-TERM OBLIGATIONS**

The following is an analysis of changes in the District's long-term obligations for the year ended December 31, 2023:

	Balance at December 31, 2022	Additions	Reductions	Balance at December 31, 2023	Due Within One Year
<b>Notes from Direct Borrowings and Direct Placements</b>					
Limited Tax General Obligation Improvement Loan, Series 2016A	\$ 9,250,000	\$ -	\$ 9,250,000	\$ -	\$ -
Limited Tax General Obligation Improvement Loan, Series 2016B-1	46,251	-	46,251	-	-
Limited Tax General Obligation Improvement Loan, Series 2016B-2	293,198	-	293,198	-	-
<b>Subtotal Notes from Direct Borrowings and Direct Placements</b>	<u>9,589,449</u>	<u>-</u>	<u>9,589,449</u>	<u>-</u>	<u>-</u>
<b>Total Long-Term Obligations</b>	<u>\$ 9,589,449</u>	<u>\$ -</u>	<u>\$ 9,589,449</u>	<u>\$ -</u>	<u>\$ -</u>

**DENARGO MARKET METROPOLITAN DISTRICT NO. 2**  
**NOTES TO BASIC FINANCIAL STATEMENTS**  
**DECEMBER 31, 2023**

**NOTE 4 LONG-TERM OBLIGATIONS (CONTINUED)**

**\$10,000,000 Limited Tax (Convertible to Unlimited Tax) General Obligation Improvement Loan, Series 2016A, dated September 29, 2016 (the Series 2016A Loan) as evidenced by a Loan Agreement between the District and ZB, N.A. dba Vectra Bank, Colorado (the Bank). The Series 2016A Loan is further evidenced by the 2016A Note (2016A Note).**

Proceeds from the sale of the Series 2016A Loan were used for the purposes of (i) reimbursing a portion of the costs of certain public infrastructure incurred by District No. 1; (ii) paying the costs of issuance of the Series 2016A Loan and (iii) funding a portion of interest to accrue on the Series 2016A Loan.

Interest is payable on each June 1 and December 1 beginning on June 1, 2017 and continuing through December 1, 2046, based on a 360-day year and actual number of days elapsed in any applicable period.

The Series 2016A Loan is a variable rate loan in which the rate resets as follows:

- (a) From September 29, 2016 to the First Rate Reset Date, being December 1, 2021, interest is at the rate of 3.4425% per annum. As of December 1, 2021 the interest rate is 3.435%.
- (b) Thereafter, on each five-year anniversary being, December 1, 2026; December 1, 2031; December 1, 2036; and December 1, 2041, interest is equal to the Bank Qualified Tax-Exempt Rate, as defined in the Loan Agreement, computed by the Bank, on each such Rate Reset Date.

The Series 2016A Loan is secured by and payable solely from Pledged Revenues, which include: the (a) Required Mill Levy; (b) Specific Ownership Taxes; (c) System Development Fees; (d) Additional Revenue, if any; and (e) any other legally available moneys. The Series 2016A Loan is collateralized by the Revenue Fund, Loan Fees Fund, Loan Payment Fund & Surplus Fund held by the Custodian.

The Series 2016A Loan does not have any unused lines of credit. The 2016A loan is not subject to acceleration. To the extent principal is not paid when due, principal shall remain outstanding until paid. To the extent interest is not paid when due, such unpaid interest shall compound semi-annually on each June 1 and December 1 at the default interest rate. Events of default occur if the District fails to impose the 2016A Required Mill Levy, or to apply the 2016A Pledged Revenues as required by the 2016A Loan Agreement or does not comply with other customary terms and conditions consistent with normal municipal financing as described in the Loan Agreement.

**DENARGO MARKET METROPOLITAN DISTRICT NO. 2**  
**NOTES TO BASIC FINANCIAL STATEMENTS**  
**DECEMBER 31, 2023**

**NOTE 4 LONG-TERM OBLIGATIONS (CONTINUED)**

The Required Mill Levy is equal to an ad valorem mill levy imposed upon all taxable property of the District each year in an amount sufficient to pay the principal of and interest on the Series 2016A Loan as the same become due and payable in the succeeding collection year but not greater than 40 mills and not less than the Minimum Mill Levy, defined as the lesser of (a) 30 mills or (b) the number of mills necessary to produce tax revenue in the applicable loan year in an amount which, when combined with the other net revenue budgeted to be received in such loan year, will cause the Debt Service Ratio, as defined in the Loan Agreement, to equal 1.25 times, provided that the foregoing maximum mill levy and Minimum Mill Levy may be adjusted to take into account legislative or constitutionally imposed adjustments in assessed values or the method of their calculation occurring after March 8, 2010 (being the date of the Service Plan) so that to the extent possible, the actual revenues generated by such minimum and maximum mill levies are neither diminished nor enhanced as a result of such changes. Among other adjustments, a change in the ratio of actual valuation of assessable property shall be deemed a change in the method of calculating assessed valuation.

The Series 2016A Loan is subject to prepayment on the following dates and under the following conditions:

- (a) *No Prepayment.* During the first and second years after the closing date and during the first and second years of each five-year period occurring between Rate Reset Dates, the Series 2016A Loan shall not be prepaid. Specifically, the 2016A Loan may not be prepaid during the following periods:
  - (i) from the Closing Date to but not including September 29, 2018;
  - (ii) December 1, 2021 to but not including December 1, 2023;
  - (iii) December 1, 2026 to but not including December 1, 2028;
  - (iv) December 1, 2031 to but not including December 1, 2033;
  - (v) December 1, 2036 to but not including December 1, 2038; and
  - (vi) December 1, 2041 to but not including December 1, 2043.
  
- (b) *Prepayment with 1% Prepayment Fee.* During the third year after the closing date and during the third year of each five-year period occurring between Rate Reset Dates, the Series 2016A Loan may be prepaid in whole, but not in part, upon payment of the then current loan balance plus accrued and unpaid interest thereon to the date of such prepayment, together with a prepayment fee equal to 1.0% of the loan balance during the following periods:
  - (i) September 29, 2018 to but not including September 29, 2019;
  - (ii) December 1, 2023 to but not including, December 1, 2024;
  - (iii) December 1, 2028 to but not including December 1, 2029;
  - (iv) December 1, 2033 to but not including December 1, 2034;
  - (v) December 1, 2038 to but not including December 1, 2039; and
  - (vi) December 1, 2043 to but not including December 1, 2044.

**DENARGO MARKET METROPOLITAN DISTRICT NO. 2**  
**NOTES TO BASIC FINANCIAL STATEMENTS**  
**DECEMBER 31, 2023**

**NOTE 4 LONG-TERM OBLIGATIONS (CONTINUED)**

(c) *Prepayment at Par.* During the fourth and fifth years after the closing date and during the fourth and fifth years occurring between Rate Reset Dates, the Series 2016A Loan may be prepaid in whole, but not in part, upon payment of the then current Loan Balance plus accrued and unpaid interest thereon to the date of such prepayment, without prepayment fee, premium or penalty; provided, during the following periods:

- (i) September 29, 2019 to but not including December 1, 2021;
- (ii) December 1, 2024 to but not including December 2026;
- (iii) December 1, 2029 to but not including December 1, 2031;
- (iv) December 1, 2034 to but not including December 1, 2036;
- (v) December 1, 2039 to but not including December 1, 2041; and
- (vi) December 1, 2044 through and including the Maturity Date.

On November 8, 2023, the District prepaid the Series 2016A Loan in full.

**\$8,000,000 Limited Tax (Convertible to Unlimited Tax) Taxable General Obligation Advancing Improvement Loan, Series 2016B**, dated September 29, 2016 (the Series 2016B Loan) as evidenced by a Loan Agreement with the Bank, with a maturity date of December 1, 2046. The 2016B Loan is further evidenced by the 2016B-1 and 2016B-2 Notes (2016B Notes, and together with the 2016A Note, the 2016 Notes).

The District is authorized to request advances from the Bank on the Series 2016B Loan only under the following circumstances:

1. Inclusion of additional property into the District – Real property has been legally included within the boundaries of the District after September 29, 2016. Additional property included in the District after September 29, 2016 will be eligible for Advances based on (1) Contributed Land; (2) Construction of Buildings; and (3) Completed Buildings.
2. True-Up of Assessed Valuation – After receipt of the final certified assessed valuation for 2017 from the Denver County Assessor, if the Assessed Value of the District Property has increased from the projected assessed valuation of \$14,315,606 for 2017 that was the basis for the funding of the 2016A Loan on September 29, 2016.
3. Real property has been legally included within the boundaries of District No. 1 or District No. 3 after September 29, 2016 and there exists a pledge to the Bank of additional revenue. Property included in the boundaries of District No. 1 and/or District No. 3 after September 29, 2016 will be eligible for Advances based on (1) Contributed Land; (2) Construction of Buildings; and (3) Completed Buildings.

The District may make advance requests once each calendar quarter in amounts not less than \$250,000 for Construction of Buildings and Completed Buildings. There shall be no minimum amount for Advance Requests relating to Contributed Land or to True-Up of Assessed Valuations.

**DENARGO MARKET METROPOLITAN DISTRICT NO. 2**  
**NOTES TO BASIC FINANCIAL STATEMENTS**  
**DECEMBER 31, 2023**

**NOTE 4 LONG-TERM OBLIGATIONS (CONTINUED)**

The Series 2016B Loan is a variable rate loan with interest accruing at the taxable rate as follows:

For advances made:

Prior to December 1, 2017 – 3.00% plus the five-year Federal Home Loan Bank Des Moines Fixed Rate on the day of the advance.

On or after December 1, 2017 and November 30, 2018 – 3.00% plus the four-year Federal Home Loan Bank Des Moines Fixed Rate on the day of the advance.

On or after December 1, 2018 and November 30, 2019 – 3.00% plus the three-year Federal Home Loan Bank Des Moines Fixed Rate on the day of the advance.

On or after December 1, 2019 and November 30, 2020 – 3.00% plus the two-year Federal Home Loan Bank Des Moines Fixed Rate on the day of the advance.

On or after December 1, 2020 and November 30, 2021 – 3.00% plus the one-year Federal Home Loan Bank Des Moines Fixed Rate on the day of the advance.

Thereafter, on each rate reset on December 1, 2021, and each five-year anniversary of such date until maturity, interest is 3.00% plus the five-year Federal Home Loan Bank Des Moines Fixed Rate on the day of the advance.

On December 9, 2016, the District entered into a Loan Pricing and Purchase Agreement whereby the interest rate on the 2016B-1 Note was changed to the Bank Qualified Tax Exempt Rate (as defined in the Loan Pricing and Purchase Agreement), and which is equal to the taxable rate, as defined above, multiplied by 75%.

The Series 2016B Loan is secured by and payable solely from the same Pledged Revenues as the Series 2016A Loan and follow the same prepayment conditions as the Series 2016A Loan. The Series 2016B Loan is parity debt to the Series 2016A Loan. The Series 2016B Loan is collateralized by all funds held by the Custodian.

On December 27, 2017, the District received advances amounting to \$440,147. The advances are evidenced by the 2016B Notes amounting to \$50,001 and \$390,146, respectively. Proceeds from the advances were used for the purposes of (i) reimbursing a portion of the costs of certain public infrastructure and operating costs incurred by District No. 1; (ii) paying the costs of issuance of the Series 2016B advances and (iii) funding a portion of interest to accrue on the 2016B Notes.



**DENARGO MARKET METROPOLITAN DISTRICT NO. 2**  
**NOTES TO BASIC FINANCIAL STATEMENTS**  
**DECEMBER 31, 2023**

**NOTE 4 LONG-TERM OBLIGATIONS (CONTINUED)**

On June 21, 2019, the District received advances amounting to \$489,456. The advances are evidenced by the 2016B-2 Notes amounting to \$319,009 and \$170,447, respectively. Proceeds from the advances were used for the purposes of (i) reimbursing a portion of the District formation costs; (ii) reimbursing District operating costs and (iii) paying the costs of issuance of the Series 2016B-2 advances.

The Advance Termination Date for the Series 2016B Loan was December 28, 2020. \$7,070,397 of the credit line is unused and no longer available. The 2016B loan is not subject to acceleration. To the extent principal is not paid when due, principal shall remain outstanding until paid. To the extent interest is not paid when due, such unpaid interest shall compound semi-annually on each June 1 and December 1 at the default interest rate. Events of default occur if the District fails to Impose the 2016B Required Mill Levy, or to apply the 2016B Pledged Revenues as required by the 2016B Loan Agreement or does not comply with other customary terms and conditions consistent with normal municipal financing as described in the Loan Agreement.

On November 8, 2023, the District prepaid the Series 2016B Loans in full.

**\$19,359,000 Limited Tax General Obligation Refunding and Improvement Note, Series 2023A-1, (the Series 2023A-1 Loan) and \$12,906,000 Limited Tax General Obligation Refunding and Improvement Note, Series 2023A-2 (the Series 2023A-2 Loan, and together with the Series 2023A-1 Loan, the Series 2023 Loan),** as evidenced by a Loan Agreement, dated November 8, 2023, by and among the District (as the Financing District), District No. 3 (as the Borrower), NHB Bank (2023A-1 Lender), and MidwestOne Bank (2023A-2 Lender, and with the 2023A-1 Lender, the Lenders) (the Loan Agreement).

Proceeds of the Series 2023 Loan were used for the purposes of (i) prepaying the District's 2016 Notes and paying District No. 3's Payment Obligation with respect to the Financed Public Improvements that were financed with the proceeds of the 2016 Notes, and (ii) financing additional Public Improvements authorized at the Elections that benefit the residents and taxpayers within the boundaries of the District and District No. 3, and paying the costs of issuance of the 2023 Notes.

Interest is payable on each June 1 and December 1 beginning on June 1, 2024 and continuing through December 1, 2030, based on a 360-day year of twelve 30-day months.

The Series 2023 Loan bears interest at a fixed rate equal to 6.26% per annum. Interest not paid when due shall remain due and owing, but shall not compound or bear additional interest. In the event that any interest is due but unpaid on and after December 1, 2030 (Maturity Date), interest shall therefore be payable, in whole or in part, on each Interest Payment Date; provided that District No. 3 shall have the right to pay all principal and interest in full on any date after the Maturity Date. To the extent principal is not paid when due, principal shall remain outstanding until paid and interest will accrue at the Post-Maturity Default Rate of 9.26% per annum.

**DENARGO MARKET METROPOLITAN DISTRICT NO. 2**  
**NOTES TO BASIC FINANCIAL STATEMENTS**  
**DECEMBER 31, 2023**

**NOTE 4 LONG-TERM OBLIGATIONS (CONTINUED)**

The Series 2023A-1 Loan and Series 2023A-2 Loan are secured by and payable solely from Pledged Revenues, which include: the (a) Required Mill Levy Revenue; (b) the portion of the Specific Ownership Taxes collected as a result of the imposition of the Required Mill Levy; and (c) any other legally available moneys which the Borrow determines, in its absolute discretion, to transfer to the Loan Payment Fund. The Series 2023A-1 Loan and Series 2023A-2 Loan are collateralized by the (a) the Pledged Revenue, and (b) all amounts from time to time credited to each account of the Loan Payment Fund, in accordance with the terms and provisions of the Loan Agreement, together with investment earnings thereon.

The Series 2023A-1 Loan and Series 2023A-2 Loan do not have any unused lines of credit, and are not subject to acceleration. Events of default occur if the District or District No. 3 fail to impose the Required Mill Levy, or fail or refuse to transfer the Pledged Revenues as required by the Loan Agreement or do not comply with other customary terms and conditions consistent with normal municipal financing as described in the Loan Agreement.

The Required Mill Levy is equal to an ad valorem mill levy imposed upon all taxable property of the District and District No. 3 each year in an amount equal to: (i) 40 mills, or (ii) such lesser amounts as determined, if imposed by the District and District No. 3 for collection in the succeeding calendar year, would generate Required Mill Levy Revenues sufficient to pay the 2023 Loan in full in the year of collection provided that the foregoing maximum mill levy may be adjusted to take into account legislative or constitutionally imposed adjustments in assessed values or the method of their calculation occurring after March 8, 2010 (being the date of the Service Plan) so that to the extent possible, the actual revenues generated by such minimum and maximum mill levies are neither diminished nor enhanced as a result of such changes. Among other adjustments, a change in the ratio of actual valuation of assessable property shall be deemed a change in the method of calculating assessed valuation.

The Series 2023 Loan is subject to prepayment on any date on or after December 1, 2026, in whole or in part, at the prepayment price equal to the principal amount of the notes so prepaid, plus accrued interest thereon to the date of such prepayment, without any prepayment penalty.

**Authorized Debt**

On May 4, 2010, a majority of the qualified electors of the District authorized the issuance of indebtedness in an amount not to exceed \$256,155,000 at an interest rate not to exceed 18% per annum. On November 7, 2023 a majority of the qualified electors of the District authorized the issuance of indebtedness in an amount not to exceed \$710,000,000. At December 31, 2023, the District had authorized but unissued indebtedness in the following amounts allocated for the following purposes:

**DENARGO MARKET METROPOLITAN DISTRICT NO. 2**  
**NOTES TO BASIC FINANCIAL STATEMENTS**  
**DECEMBER 31, 2023**

**NOTE 4 LONG-TERM OBLIGATIONS (CONTINUED)**

**Authorized Debt (Continued)**

	Amount Authorized on May 4, 2010	Amount Authorized On November 7, 2023	Authorization Used		Authorized But Unused
			Series 2016 Notes	Series 2023 Loan	
Streets	\$ 25,615,500	\$ 142,000,000	\$ 3,934,657	6,024,752	\$ 157,656,091
Parks and Recreation	25,615,500	142,000,000	4,043,953	6,024,751	157,546,796
Water	25,615,500	142,000,000	874,368	6,024,752	160,716,380
Sanitation	25,615,500	142,000,000	2,076,625	6,024,752	159,514,123
Transportation	25,615,500	142,000,000	-	-	167,615,500
Mosquito Control	25,615,500	-	-	-	25,615,500
Traffic and Safety Controls	25,615,500	-	-	-	25,615,500
Operations and Maintenance	25,615,500	-	-	-	25,615,500
Refundings	25,615,500	-	-	-	25,615,500
Intergovernmental Agreements	25,615,500	-	-	-	25,615,500
<b>Total</b>	<b>\$ 256,155,000</b>	<b>\$ 710,000,000</b>	<b>\$ 10,929,603</b>	<b>\$ 24,099,007</b>	<b>\$ 931,126,390</b>

Pursuant to the Amended Service Plan, the Districts are permitted to issue bonded indebtedness up to \$142,000,000; provided however, that the total debt authorization of \$142,000,000 may increase by an additional \$5,000,000 with the prior written approval of the manager of finance of the City.

**NOTE 5 DISTRICT AGREEMENTS**

**Memorandum of Understanding**

A Memorandum of Understanding was entered into on October 29, 2010, and amended on August 22, 2016, by and among the District, District No. 1 and District No. 3 (MOU). The MOU acknowledges that District No. 1 shall provide for the financing, construction, design, operation, and maintenance of the Improvements, as well as the overall administration of the Districts and further acknowledges that District No. 1 has the authority to enter into agreement(s) and other obligations with the developer of the Property to provide for the financing of such services. The District issued the 2016A Loan to repay the 2010 Note and the District and District No. 3 will impose an operations mill levy to fund the Districts' services provided by District No. 1. The MOU acknowledges that the Districts will enter into an IGA detailing such services (District IGA). The MOU further provides that the District IGA will require District No. 1 and District No. 3 to reimburse the District for any debt issued by the District for public improvements on an allocable basis.

The First Amendment to MOU acknowledges the District will issue debt to repay the Developer Note (which has since been paid off) and the District and District No. 3 (at such time it has real property within its boundaries) will impose an operation mill levy to fund the Districts' services provided by District No. 1. The First Amendment to MOU acknowledges that the Districts will enter into an IGA detailing such services (District IGA).

**DENARGO MARKET METROPOLITAN DISTRICT NO. 2**  
**NOTES TO BASIC FINANCIAL STATEMENTS**  
**DECEMBER 31, 2023**

**NOTE 5 DISTRICT AGREEMENTS (CONTINUED)**

**Memorandum of Understanding (Continued)**

The First Amendment to MOU also provides that the District IGA shall provide for the District and District No. 3 to remit all revenues to District No. 1 for all costs incurred by District No. 1 pursuant to the First Amendment to MOU based on an allocable basis to be set forth in the District IGA. The District IGA also provides for District No. 1 and District No. 3 to reimburse the District for any debt issued by the District for public improvements based in allocable basis to be set forth in the District IGA.

During the year ended December 31, 2023, the District transferred \$413,198 to District No. 1, representing property and specific ownership taxes collected by the District.

On November 8, 2023, the District, District No. 3, Zions Bancorporation N.A. *DBA Vectra Bank Colorado* and Zions Bancorporation, National Association (Escrow Bank) entered into that certain Escrow Agreement relating to the refunding of the 2016 Notes (Escrow Agreement).

**NOTE 6 RELATED PARTY**

Some members of the Board of Directors of the District may be or have been employees, consultants, owners of, or otherwise associated with the prior developer of the property located within the Districts, JV Denargo LLC (Prior Developer), or the current developer of the property located within the Districts, JV LoDo Denargo LLC (the Developer), and may have conflicts of interest in dealing with the District.

**NOTE 7 INTERFUND TRANSFERS**

The transfer from the Capital Projects Fund to the Debt Service is related to the refunding of the 2016 Loan.

**NOTE 8 RISK MANAGEMENT**

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

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

**DENARGO MARKET METROPOLITAN DISTRICT NO. 2**  
**NOTES TO BASIC FINANCIAL STATEMENTS**  
**DECEMBER 31, 2023**

**NOTE 8 RISK MANAGEMET (CONTINUED)**

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

**NOTE 9 TAX, SPENDING, AND DEBT LIMITATIONS**

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

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

TABOR requires local governments to establish Emergency Reserves. These reserves must be at least 3% of Fiscal Year Spending (excluding bonded debt service). Local governments are not allowed to use the emergency reserves to compensate for economic conditions, revenue shortfalls, or salary or benefit increases. The District transfers its net operating revenue to District No. 1 pursuant to the Memorandum of Understanding, as amended. Therefore, the Emergency Reserves related to the District's revenues are captured in the financial statements of District No. 1.

On May 4, 2010, the voters approved the District to increase property taxes \$3,000,000 annually for the purpose of paying the District's operations and maintenance expenses and \$6,000,000 (up to 10 mills) for paying the costs associated with regional improvements as required by the City, without regard to any spending, revenue raising or other limitation contained within Article X, Section 20 of the Colorado Constitution or any other property tax limitation or law.

Additionally, the voters authorized the District to collect, retain and spend all revenues received by the District during 2011 and all subsequent years as voter-approved revenue changes without regard to any spending, revenue raising or other limitation.

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

## **SUPPLEMENTARY INFORMATION**

**DENARGO MARKET METROPOLITAN DISTRICT NO. 2**  
**DEBT SERVICE FUND**  
**SCHEDULE OF REVENUES, EXPENDITURES, AND CHANGES IN FUND BALANCE –**  
**BUDGET AND ACTUAL**  
**YEAR ENDED DECEMBER 31, 2023**

	Budget		Actual Amounts	Variance with Final Budget Positive (Negative)
	Original	Final		(Negative)
<b>REVENUES</b>				
Property Taxes	\$ 1,193,848	\$ 1,193,848	\$ 1,193,848	\$ -
Specific Ownership Taxes	59,692	59,692	53,131	(6,561)
Interest Income	7,411	9,500	50,013	40,513
Intergovernmental Revenues	-	10,000,000	8,234,633	(1,765,367)
Total Revenues	<u>1,260,951</u>	<u>11,263,040</u>	<u>9,531,625</u>	<u>(1,731,415)</u>
<b>EXPENDITURES</b>				
County Treasurer's Fee	11,938	11,938	11,938	-
Paying Agent Fees	4,500	4,500	4,500	-
Loan Interest 2016A	322,151	322,151	160,634	161,517
Loan Interest 2016B	24,261	24,261	6,956	17,305
Loan Principal 2016A	175,000	175,000	-	175,000
Loan Principal 2016B	19,378	19,378	-	19,378
IGA Expenditures - District No. 3	-	-	38,642	(38,642)
Refunding Escrow	-	10,710,564	9,853,854	856,710
Contingency	17,772	17,772	-	17,772
Total Expenditures	<u>575,000</u>	<u>11,285,564</u>	<u>10,076,524</u>	<u>1,209,040</u>
<b>EXCESS OF REVENUES UNDER EXPENDITURES</b>	685,951	(22,524)	(544,899)	(522,375)
<b>OTHER FINANCING SOURCES (USES)</b>				
Transfers from Other Funds	-	-	522,375	522,375
Total Other Financing Sources	<u>-</u>	<u>-</u>	<u>522,375</u>	<u>522,375</u>
<b>NET CHANGE IN FUND BALANCE</b>	685,951	(22,524)	(22,524)	-
Fund Balance - Beginning of Year	<u>5,518</u>	<u>22,524</u>	<u>22,524</u>	<u>-</u>
<b>FUND BALANCE - END OF YEAR</b>	<u>\$ 691,469</u>	<u>\$ -</u>	<u>\$ -</u>	<u>\$ -</u>

**DENARGO MARKET METROPOLITAN DISTRICT NO. 2  
CAPITAL PROJECTS FUND  
SCHEDULE OF REVENUES, EXPENDITURES, AND CHANGES IN FUND BALANCE –  
BUDGET AND ACTUAL  
YEAR ENDED DECEMBER 31, 2023**

	Budget		Actual Amounts	Variance with Final Budget Positive (Negative)
	Original	Final		
<b>REVENUES</b>				
Interest income	\$ 10,000	\$ 20,686	\$ 20,061	\$ (625)
Total Revenues	<u>10,000</u>	<u>20,686</u>	<u>20,061</u>	<u>(625)</u>
<b>EXPENDITURES</b>				
Total Expenditures	<u>-</u>	<u>-</u>	<u>-</u>	<u>-</u>
<b>EXCESS OF REVENUES OVER (UNDER) EXPENDITURES</b>	10,000	20,686	20,061	(625)
<b>OTHER FINANCING SOURCES (USES)</b>				
IGA Expenditures - District No. 1	(520,000)	(523,000)	-	523,000
Transfers to Other Fund	-	-	(522,375)	(522,375)
Total Other Financing Sources (Uses)	<u>(520,000)</u>	<u>(523,000)</u>	<u>(522,375)</u>	<u>625</u>
<b>NET CHANGE IN FUND BALANCE</b>	(510,000)	(502,314)	(502,314)	-
Fund Balance - Beginning of Year	<u>510,000</u>	<u>502,314</u>	<u>502,314</u>	<u>-</u>
<b>FUND BALANCE - END OF YEAR</b>	<u>\$ -</u>	<u>\$ -</u>	<u>\$ -</u>	<u>\$ -</u>



## **OTHER INFORMATION**

**DENARGO MARKET METROPOLITAN DISTRICT NO. 2**  
**SCHEDULE OF ASSESSED VALUATION, MILL LEVY, AND PROPERTY TAXES COLLECTED**  
**DECEMBER 31, 2023**

Year Ended December 31,	Assessed Valuation	Percent Change	Total Mills Levied			Total Property Taxes		Percent Collected to Levied
			General Operations	Debt Service	Total	Levied	Collected	
2018/2019	\$ 19,349,160	0.0%	10.000	30.000	40.000	\$ 773,967	\$ 773,967	100.00 %
2019/2020	25,546,900	32.0%	11.000	30.209	41.209	1,052,762	1,037,847	98.58 %
2020/2021	24,641,650	-3.5%	11.000	33.195	44.195	1,089,038	1,089,038	100.00 %
2021/2022	28,735,810	16.6%	11.000	33.257	44.257	1,271,761	1,271,761	100.00 %
2022/2023	34,458,460	19.9%	11.459	34.646	46.105	1,588,707	1,588,707	100.00 %
Estimated for Year Ending December 31, 2024	\$ 46,161,570	34.0%	11.675	39.000	50.675	\$ 2,339,237		

Note:  
Property taxes collected in any one year include collection of delinquent property taxes levied in

Source: City and County of Denver Assessor and Treasurer.

**DENARGO MARKET METROPOLITAN  
DISTRICT NO. 3  
City and County of Denver, Colorado**

**FINANCIAL STATEMENTS AND  
SUPPLEMENTARY INFORMATION**

**YEAR ENDED DECEMBER 31, 2023**

**DENARGO MARKET METROPOLITAN DISTRICT NO. 3  
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Dazzio & Associates, PC

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Certified Public Accountants

## INDEPENDENT AUDITOR'S REPORT

Board of Directors  
Denargo Market Metropolitan District No. 3  
City and County of Denver, Colorado

### ***Opinions***

We have audited the accompanying financial statements of the governmental activities and each major fund of the Denargo Market Metropolitan District No. 3 (the District), as of and for the year ended December 31, 2023, and the related notes to the financial statements, which collectively comprise the District's basic financial statements as listed in the table of contents.

In our opinion, the financial statements referred to above present fairly, in all material respects, the respective financial position of the governmental activities and each major fund of the District, as of December 31, 2023, and the respective changes in financial position and the budgetary comparison for the General Fund for the year then ended in accordance with accounting principles generally accepted in the United States of America.

### ***Basis for Opinions***

We conducted our audit in accordance with auditing standards generally accepted in the United States of America. Our responsibilities under those standards are further described in the Auditor's Responsibilities for the Audit of the Financial Statements section of our report. We are required to be independent of the District and to meet our other ethical responsibilities, in accordance with the relevant ethical requirements relating to our audit. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinions.

### ***Responsibilities of Management for the Financial Statements***

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

In preparing the financial statements, management is required to evaluate whether there are conditions or events, considered in the aggregate, that raise substantial doubt about the District's ability to continue as a going concern for twelve months beyond the financial statement date, including any currently known information that may raise substantial doubt shortly thereafter.

### ***Auditor's Responsibilities for the Audit of the Financial Statements***

Our objectives are to obtain reasonable assurance about whether the financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinions. Reasonable assurance is a high level of assurance but is not absolute assurance and therefore is not a guarantee that an audit conducted in accordance with generally accepted auditing standards will always detect a material misstatement when it exists. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control. Misstatements are considered material if there is a substantial likelihood that, individually or in the aggregate, they would influence the judgment made by a reasonable user based on the financial statements.

In performing an audit in accordance with generally accepted auditing standards, we:

- Exercise professional judgment and maintain professional skepticism throughout the audit.
- Identify and assess the risks of material misstatement of the financial statements, whether due to fraud or error, and design and perform audit procedures responsive to those risks. Such procedures include examining, on a test basis, evidence regarding the amounts and disclosures in the financial statements.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the District's internal control. Accordingly, no such opinion is expressed.
- Evaluate the appropriateness of accounting policies used and the reasonableness of significant accounting estimates made by management, as well as evaluate the overall presentation of the financial statements.
- Conclude whether, in our judgment, there are conditions or events, considered in the aggregate, that raise substantial doubt about the District's ability to continue as a going concern for a reasonable period of time.

We are required to communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit, significant audit findings, and certain internal control-related matters that we identified during the audit.

### ***Required Supplementary Information***

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

### ***Supplementary Information***

Our audit was conducted for the purpose of forming opinions on the financial statements that collectively comprise the District's basic financial statements. The Supplementary Information, as listed in the table of contents, is presented for purposes of additional analysis and is not a required part of the basic financial statements. Such information is the responsibility of management and was derived from and relates directly to the underlying accounting and other records used to prepare the basic financial statements. The information has been subjected to the auditing procedures applied in the audit of the basic financial statements and certain additional procedures, including comparing and reconciling such information directly to the underlying accounting and other records used to prepare the basic financial statements or to the basic financial statements themselves, and other additional procedures in accordance with auditing standards generally accepted in the United States of America. In our opinion, the Supplementary Information is fairly stated, in all material respects, in relation to the basic financial statements as a whole.

### ***Other Information***

Management is responsible for the other information included in the annual report. The Other Information, as listed in the table of contents, does not include the basic financial statements and our auditor's report thereon. Our opinions on the basic financial statements do not cover the Other Information, and we do not express an opinion or any form of assurance thereon.

In connection with our audit of the basic financial statements, our responsibility is to read the Other Information and consider whether a material inconsistency exists between the other information and the basic financial statements, or the other information otherwise appears to be materially misstated. If, based on the work performed, we conclude that an uncorrected material misstatement of the other information exists, we are required to describe it in our report.

*Dazio & Associates, P.C.*

June 14, 2024

## **BASIC FINANCIAL STATEMENTS**



**DENARGO MARKET METROPOLITAN DISTRICT NO. 3**  
**STATEMENT OF NET POSITION**  
**DECEMBER 31, 2023**

	Governmental Activities
<b>ASSETS</b>	
Cash and Investments	\$ 7,505
Cash and Investments - Restricted	23,621,653
Due from District No. 2	38,642
Receivable from County Treasurer	587
Property Tax Receivable	653,557
Total Assets	24,321,944
<b>LIABILITIES</b>	
Due to District 1	8,092
Accrued Interest	297,357
Noncurrent Liabilities:	
Due Within One Year	95,000
Due in More Than One Year	32,170,000
Total Liabilities	32,570,449
<b>DEFERRED INFLOWS OF RESOURCES</b>	
Property Tax Revenue	653,557
Total Deferred Inflows of Resources	653,557
<b>NET POSITION</b>	
Unrestricted	(8,902,062)
Total Net Position	\$ (8,902,062)

See accompanying Notes to Basic Financial Statements.

**DENARGO MARKET METROPOLITAN DISTRICT NO. 3  
STATEMENT OF ACTIVITIES  
YEAR ENDED DECEMBER 31, 2023**

		Program Revenues			Net Revenues (Expenses) and Changes in Net Position
FUNCTIONS/PROGRAMS	Expenses	Charges for Services	Operating Grants and Contributions	Capital Grants and Contributions	Governmental Activities
Primary Government:					
Governmental Activities:					
General Government	\$ 149,457	\$ -	\$ -	\$ -	\$ (149,457)
Interest on Long-Term Debt and Related Costs	9,043,640	-	38,642	-	(9,004,998)
Total Governmental Activities	\$ 9,193,097	\$ -	\$ 38,642	\$ -	(9,154,455)
 <b>GENERAL REVENUES</b>					
Property Taxes					141,371
Specific Ownership Taxes					8,000
Interest Income					103,022
Total General Revenues and Transfers					252,393
 <b>CHANGES IN NET POSITION</b>					
Net Position - Beginning of Year					-
<b>NET POSITION - END OF YEAR</b>					\$ (8,902,062)

See accompanying Notes to Basic Financial Statements.

**DENARGO MARKET METROPOLITAN DISTRICT NO. 3  
BALANCE SHEET –  
GOVERNMENTAL FUNDS  
DECEMBER 31, 2023**

	General	Debt Service	Capital Projects	Total Governmental Funds
<b>ASSETS</b>				
Cash and Investments	\$ 7,505	\$ -	\$ -	\$ 7,505
Cash and Investments - Restricted	-	-	23,621,653	23,621,653
Receivable from County Treasurer	587	-	-	587
Due from District No. 2	-	38,642	-	38,642
Property Tax Receivable	137,528	516,029	-	653,557
	<u>\$ 145,620</u>	<u>\$ 554,671</u>	<u>\$ 23,621,653</u>	<u>\$ 24,321,944</u>
Total Assets				
<b>LIABILITIES, DEFERRED INFLOWS OF RESOURCES, AND FUND BALANCES</b>				
<b>LIABILITIES</b>				
Due to District 1	\$ 8,092	\$ -	\$ -	\$ 8,092
Total Liabilities	<u>8,092</u>	<u>-</u>	<u>-</u>	<u>8,092</u>
<b>DEFERRED INFLOWS OF RESOURCES</b>				
Deferred Property Tax	137,528	516,029	-	653,557
Total Deferred Inflows of Resources	<u>137,528</u>	<u>516,029</u>	<u>-</u>	<u>653,557</u>
<b>FUND BALANCES</b>				
Restricted for:				
Debt Service	-	38,642	-	38,642
Capital Projects	-	-	23,621,653	23,621,653
Total Fund Balances	<u>-</u>	<u>38,642</u>	<u>23,621,653</u>	<u>23,660,295</u>
Total Liabilities, Deferred Inflows of Resources, and Fund Balances	<u>\$ 145,620</u>	<u>\$ 554,671</u>	<u>\$ 23,621,653</u>	
Amounts reported for governmental activities in the statement of net position are different because:				
Long-term liabilities, including bonds payable, are not due and payable in the current period and, therefore, are not reported in the funds.				
Accrued Interest				(297,357)
Loan Payable				(32,265,000)
Net Position of Governmental Activities				<u>\$ (8,902,062)</u>

See accompanying Notes to Basic Financial Statements.

**DENARGO MARKET METROPOLITAN DISTRICT NO. 3**  
**STATEMENT OF REVENUES, EXPENDITURES, AND CHANGES IN FUND BALANCES –**  
**GOVERNMENTAL FUNDS**  
**YEAR ENDED DECEMBER 31, 2023**

	General	Debt Service	Capital Projects	Total Governmental Funds
<b>REVENUES</b>				
Property Taxes	\$ 141,371	\$ -	\$ -	\$ 141,371
Specific Ownership Taxes	8,000	-	-	8,000
Interest Income	86	-	102,936	103,022
IGA Revenue - District No. 2	-	38,642	-	38,642
Total Revenues	<u>149,457</u>	<u>38,642</u>	<u>102,936</u>	<u>291,035</u>
<b>EXPENDITURES</b>				
Current:				
County Treasurer's Fee	1,414	-	-	1,414
IGA Expenditure - District No. 1	148,043	-	-	148,043
IGA Expenditure - District No. 2	-	8,234,633	-	8,234,633
Bond Issue Costs	-	-	511,650	511,650
Total Expenditures	<u>149,457</u>	<u>8,234,633</u>	<u>511,650</u>	<u>8,895,740</u>
<b>EXCESS OF REVENUES UNDER EXPENDITURES</b>	-	(8,195,991)	(408,714)	(8,604,705)
<b>OTHER FINANCING SOURCES (USES)</b>				
Loan Issuance Proceeds	-	-	32,265,000	32,265,000
Transfers In (Out)	-	8,234,633	(8,234,633)	-
Total Other Financing Sources	<u>-</u>	<u>8,234,633</u>	<u>24,030,367</u>	<u>32,265,000</u>
<b>NET CHANGE IN FUND BALANCES</b>	-	38,642	23,621,653	23,660,295
Fund Balances - Beginning of Year	<u>-</u>	<u>-</u>	<u>-</u>	<u>-</u>
<b>FUND BALANCES - END OF YEAR</b>	<u>\$ -</u>	<u>\$ 38,642</u>	<u>\$ 23,621,653</u>	<u>\$ 23,660,295</u>

See accompanying Notes to Basic Financial Statements.

**DENARGO MARKET METROPOLITAN DISTRICT NO. 3  
RECONCILIATION OF THE STATEMENT OF REVENUES, EXPENDITURES, AND CHANGES  
IN FUND BALANCES OF THE GOVERNMENTAL FUNDS TO THE STATEMENT OF ACTIVITIES  
YEAR ENDED DECEMBER 31, 2023**

Net Change in Fund Balances - Total Governmental Funds \$ 23,660,295

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

The issuance of long-term debt (e.g. bonds, leases) provides current financial resources to governmental funds, while the repayment of the principal of long-term debt consumes the current financial resources of government funds. Neither transaction, however, has any effect on net position.

Loan Issuance (32,265,000)

Some expenses reported in the statement of activities do not require the use of current financial resources and, therefore, are not reported as expenditures in governmental funds.

Accrued Interest Payable - Change in Liability (297,357)

Changes in Net Position of Governmental Activities \$ (8,902,062)

**DENARGO MARKET METROPOLITAN DISTRICT NO. 3  
GENERAL FUND  
STATEMENT OF REVENUES, EXPENDITURES, AND CHANGES IN FUND BALANCE –  
BUDGET AND ACTUAL  
YEAR ENDED DECEMBER 31, 2023**

	Original and Final Budget	Actual Amounts	Variance with Final Budget Positive (Negative)
<b>REVENUES</b>			
Property Taxes	\$ 141,371	\$ 141,371	\$ -
Specific Ownership Taxes	7,069	8,000	931
Interest Income	-	86	86
Other Revenue	6,560	-	(6,560)
Total Revenues	155,000	149,457	(5,543)
<b>EXPENDITURES</b>			
Contingency	6,560	-	6,560
County Treasurer's Fee	1,414	1,414	-
IGA Expenditure - District No. 1	147,026	148,043	(1,017)
Total Expenditures	155,000	149,457	5,543
<b>NET CHANGE IN FUND BALANCE</b>	-	-	-
Fund Balance - Beginning of Year	-	-	-
<b>FUND BALANCE - END OF YEAR</b>	\$ -	\$ -	\$ -

See accompanying Notes to Basic Financial Statements.

**DENARGO MARKET METROPOLITAN DISTRICT NO. 3**  
**NOTES TO BASIC FINANCIAL STATEMENTS**  
**DECEMBER 31, 2023**

**NOTE 1 DEFINITION OF REPORTING ENTITY**

**Organization**

Denargo Market Metropolitan District No. 3 (the District), a quasi-municipal corporation and political subdivision of the State of Colorado was organized by recorded Order and Decree of the District Court for the City and County of Denver (the City) on June 30, 2010, and is governed pursuant to provisions of the Colorado Special District Act (Title 32, Article 1, Colorado Revised Statutes). The District operates under a Service Plan approved by the City on March 8, 2010 and Amended on March 30, 2023. The District's service boundaries are located entirely within the City. The District is one of three related districts: Denargo Market Metropolitan Districts Nos. 1, 2, and 3 (District No. 1, District No. 2, the District, and collectively the Districts). As of December 31, 2023, the Districts have the same membership of their respective Boards of Directors. Pursuant to the Service Plan, District Nos. 2 and 3 are referred to as the Financing Districts or Taxing Districts and District No. 1 is the Management District.

District No. 1, in its capacity as the Management District, is responsible for managing, implementing, and coordinating the financing, acquisition, construction, completion, operation and maintenance of all public infrastructure and services within and without the project known as Denargo Market. The Financing Districts provide the funding for the improvements and the tax base needed to support ongoing operations of the Districts.

The Taxing Districts are responsible for supporting the Management District in managing, implementing and coordinating the financing, acquisition, construction, completion, and maintenance of the Improvements (as defined in the Service Plan), some of which may ultimately be transferred to the City or other governmental entity, and the provision of related services within and without the boundaries of the Districts and the Service Area (as defined in the Service Plan).

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

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

The District is not financially accountable to any other organization, nor is the District a component unit of any other primary governmental entity.

**DENARGO MARKET METROPOLITAN DISTRICT NO. 3**  
**NOTES TO BASIC FINANCIAL STATEMENTS**  
**DECEMBER 31, 2023**

**NOTE 2 SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES**

**Organization (Continued)**

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

**Government-Wide and Fund Financial Statements**

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

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

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

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

**Measurement Focus, Basis of Accounting, and Financial Statement Presentation**

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

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



**DENARGO MARKET METROPOLITAN DISTRICT NO. 3**  
**NOTES TO BASIC FINANCIAL STATEMENTS**  
**DECEMBER 31, 2023**

**NOTE 2 SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)**

**Measurement Focus, Basis of Accounting, and Financial Statement Presentation (Continued)**

The District reports the following major governmental funds:

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

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

The Capital Projects Fund is used to account for resources to be used for the acquisition and construction of capital equipment and facilities.

**Budgets**

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

This District has amended its annual budget for the year ended December 31, 2023.

**Pooled Cash and Investments**

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

**Equity**

**Net Position**

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

**Fund Balance**

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

**DENARGO MARKET METROPOLITAN DISTRICT NO. 3**  
**NOTES TO BASIC FINANCIAL STATEMENTS**  
**DECEMBER 31, 2023**

**NOTE 2 SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)**

**Equity (continued)**

**Fund Balance (Continued)**

*Nonspendable Fund Balance* – The portion of fund balance that cannot be spent because it is either not in spendable form (such as prepaid amounts or inventory) or legally or contractually required to be maintained intact.

*Restricted Fund Balance* – The portion of fund balance that is constrained to being used for a specific purpose by external parties (such as bondholders), constitutional provisions, or enabling legislation.

*Committed Fund Balance* – The portion of fund balance that can only be used for specific purposes pursuant to constraints imposed by formal action of the government’s highest level of decision-making authority, the Board of Directors. The constraint may be removed or changed only through formal action of the Board of Directors.

*Assigned Fund Balance* – The portion of fund balance that is constrained by the government’s intent to be used for specific purposes but is neither restricted nor committed. Intent is expressed by the Board of Directors to be used for a specific purpose. Constraints imposed on the use of assigned amounts are more easily removed or modified than those imposed on amounts that are classified as committed.

*Unassigned Fund Balance* – The residual portion of fund balance that does not meet any of the criteria described above.

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

**NOTE 3 CASH AND INVESTMENTS**

Cash and investments as of December 31, 2023, are classified in the accompanying financial statements as follows:

Statement of Net Position:

Cash and Investments	\$ 7,505
Cash and Investments - Restricted	23,621,653
Total Cash and Investments	\$ 23,629,158

Cash and investments as of December 31, 2023, consist of the following:

Deposits with Financial Institutions	\$ 23,621,653
Investments	7,505
Total Cash and Investments	\$ 23,629,158

**DENARGO MARKET METROPOLITAN DISTRICT NO. 3**  
**NOTES TO BASIC FINANCIAL STATEMENTS**  
**DECEMBER 31, 2023**

**NOTE 3 CASH AND INVESTMENTS (CONTINUED)**

**Deposits with Financial Institutions**

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

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

At December 31, 2023, the District had a bank balance of \$23,621,653 and a carrying balance of \$23,621,653.

**Investments**

The District has adopted an investment policy by which it follows state statutes regarding investments.

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

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

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

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

**DENARGO MARKET METROPOLITAN DISTRICT NO. 3  
NOTES TO BASIC FINANCIAL STATEMENTS  
DECEMBER 31, 2023**

**NOTE 3 CASH AND INVESTMENTS (CONTINUED)**

**Investments (continued)**

As of December 31, 2023, the District had the following investments:

<u>Investment</u>	<u>Maturity</u>	<u>Amount</u>
Colorado Local Government Liquid Asset Trust (COLOTRUST)	Weighted-Average Under 60 Days	\$ 7,505

**COLOTRUST**

The District invested in the Colorado Local Government Liquid Asset Trust (COLOTRUST) (the Trust), an investment vehicle established for local government entities in Colorado to pool surplus funds. The State Securities Commissioner administers and enforces all state statutes governing the Trust. The Trust currently offers three portfolios – COLOTRUST PRIME, COLOTRUST PLUS+, and COLOTRUST EDGE.

COLOTRUST PRIME and COLOTRUST PLUS+, which operate similarly to a money market fund and each share is equal in value to \$1.00, offer daily liquidity. Both portfolios may invest in U.S. Treasury securities and repurchase agreements collateralized by U.S. Treasury securities. COLOTRUST PLUS+ may also invest in certain obligations of U.S. government agencies, highest rated commercial paper and any security allowed under CRS 24-75-601.

COLOTRUST EDGE, a variable Net Asset Value (NAV) Local Government Investing Pool, offers weekly liquidity and is managed to approximate a \$10.00 transactional share price. COLOTRUST EDGE may invest in securities authorized by CRS 24-75-601, including U.S. Treasury securities, repurchase agreements collateralized by U.S. Treasury securities, certain obligations of U.S. government agencies, highest rated commercial paper.

A designated custodial bank serves as custodian for the Trust’s portfolios pursuant to a custodian agreement. The custodian acts as safekeeping agent for the Trust’s investment portfolios and provides services as the depository in connection with direct investments and withdrawals. The custodian’s internal records segregate investments owned by the Trust. COLOTRUST PRIME and COLOTRUST PLUS+ are rated AAAM by Standard & Poor’s. COLOTRUST EDGE is rated AA Af/S1 by FitchRatings. COLOTRUST records its investments at fair value and the District records its investment in COLOTRUST at net asset value as determined by fair value. There are no unfunded commitments, the redemption frequency is daily or weekly, and there is no redemption notice period.

The District holds all its investments in the COLOTRUST PLUS+ portfolio.

**DENARGO MARKET METROPOLITAN DISTRICT NO. 3**  
**NOTES TO BASIC FINANCIAL STATEMENTS**  
**DECEMBER 31, 2023**

**NOTE 4 LONG-TERM OBLIGATIONS**

The following is an analysis of the changes in the District's long-term obligations for the year ended December 31, 2023.

	Balance at December 31, 2022	Additions	Reductions	Balance at December 31, 2023	Due Within One Year
Notes/Loans/Bonds from Direct Borrowings and Direct Placements					
Limited Tax General Obligation Refunding and Loan Series 2023A-1	\$ -	\$ 19,359,000	\$ -	\$ 19,359,000	\$ 57,000
Limited Tax General Obligation Refunding and Loan Series 2023A-1	-	12,906,000	-	12,906,000	38,000
Subtotal Notes/Loans/Bonds from Direct Borrowings and Direct Placements	-	32,265,000	-	32,265,000	95,000
Total Long-Term Obligations	<u>\$ -</u>	<u>\$ 32,265,000</u>	<u>\$ -</u>	<u>\$ 32,265,000</u>	<u>\$ 95,000</u>

**\$19,359,000 Limited Tax General Obligation Refunding and Improvement Note, Series 2023A-1, (the Series 2023A-1 Loan) and \$12,906,000 Limited Tax General Obligation Refunding and Improvement Note, Series 2023A-2 (the Series 2023A-2 Loan, and together with the Series 2023A-1 Loan, the Series 2023 Loan) as evidenced by a Loan Agreement, dated November 8, 2023, by and among the District (as the Borrower), District No. 2 (as the Financing District), NHB Bank (2023A-1 Lender), and MidwestOne Bank (2023A-2 Lender, and with the 2023A-1 Lender, the Lenders) (the Loan Agreement).**

Proceeds of the Series 2023 Loan were used for the purposes of (i) prepaying District No. 2's Limited Tax (Convertible to Unlimited Tax) General Obligation Improvement Note, Series 2016A (2016A Note), its Limited Tax (Convertible to Unlimited Tax) General Obligation Advancing Improvement Note, Series 2016B-1 (2016B-1 Note), its Limited Tax (Convertible to Unlimited Tax) Taxable General Obligation Advancing Improvement Note, Series 2016B-2 (2016B-2 Note, and together with the 2016A Note and 2016B-1 Note, the 2016 Notes) and paying the Borrower's Payment Obligation with respect to the Financed Public Improvements that were financed with the proceeds of the 2016 Notes, and (ii) financing additional Public Improvements authorized at the Elections that benefit the residents and taxpayers within the boundaries of the District and District No. 2, and paying the costs of issuance of the 2023 Notes.

Interest is payable on each June 1 and December 1 beginning on June 1, 2024 and continuing through December 1, 2030, based on a 360-day year of twelve 30-day months.

The Series 2023 Loan bears interest at a fixed rate equal to 6.26% per annum. Interest not paid when due shall remain due and owing, but shall not compound or bear additional interest. In the event that any interest is due but unpaid on and after December 1, 2030 (Maturity Date), interest shall therefore be payable, in whole or in part, on each Interest Payment Date; provided that the District shall have the right to pay all principal and interest in full on any date after the Maturity Date. To the extent principal is not paid when due, principal shall remain outstanding until paid and interest will accrue at the Post-Maturity Default Rate of 9.26% per annum.

**DENARGO MARKET METROPOLITAN DISTRICT NO. 3  
NOTES TO BASIC FINANCIAL STATEMENTS  
DECEMBER 31, 2023**

**NOTE 4 LONG-TERM OBLIGATIONS (CONTINUED)**

The Series 2023A-1 Loan and Series 2023A-2 Loan are secured by and payable solely from Pledged Revenues, which include: the (a) Required Mill Levy Revenue; (b) the portion of the Specific Ownership Taxes collected as a result of the imposition of the Required Mill Levy; and (c) any other legally available moneys which the Borrow determines, in its absolute discretion, to transfer to the Loan Payment Fund. The Series 2023A-1 Loan and Series 2023A-2 Loan are collateralized by the (a) the Pledged Revenue, and (b) all amounts from time to time credited to each account of the Loan Payment Fund, in accordance with the terms and provisions of the Loan Agreement, together with investment earnings thereon.

The Series 2023A-1 Loan and Series 2023A-2 Loan do not have any unused lines of credit, and are not subject to acceleration. Events of default occur if the District or District No. 2 fail to impose the Required Mill Levy, or fail or refuse to transfer the Pledged Revenues as required by the Loan Agreement or do not comply with other customary terms and conditions consistent with normal municipal financing as described in the Loan Agreement.

The Required Mill Levy is equal to an ad valorem mill levy imposed upon all taxable property of the District and District No. 2 each year in an amount equal to: (i) 40 mills, or (ii) such lesser amounts as determined, if imposed by the District and District No. 2 for collection in the succeeding calendar year, would generate Required Mill Levy Revenues sufficient to pay the 2023 Loan in full in the year of collection provided that the foregoing maximum mill levy may be adjusted to take into account legislative or constitutionally imposed adjustments in assessed values or the method of their calculation occurring after March 8, 2010 (being the date of the Service Plan) so that to the extent possible, the actual revenues generated by such minimum and maximum mill levies are neither diminished nor enhanced as a result of such changes. Among other adjustments, a change in the ratio of actual valuation of assessable property shall be deemed a change in the method of calculating assessed valuation.

The Series 2023 Loan is subject to prepayment on any date on or after December 1, 2026, in whole or in part, at the prepayment price equal to the principal amount of the notes so prepaid, plus accrued interest thereon to the date of such prepayment, without any prepayment penalty.

The Series 2023A-1 Loan will mature as follows:

<u>Year Ending December 31,</u>	<u>Principal</u>	<u>Interest</u>	<u>Total</u>
2024	\$ 57,000	\$ 1,289,299	\$ 1,346,299
2025	123,000	1,208,305	1,331,305
2026	159,000	1,200,605	1,359,605
2027	168,000	1,190,652	1,358,652
2028	207,000	1,180,135	1,387,135
2029-2030	18,645,000	2,320,645	20,965,645
Total	<u>\$ 19,359,000</u>	<u>\$ 8,389,641</u>	<u>\$ 27,748,641</u>

**DENARGO MARKET METROPOLITAN DISTRICT NO. 3**  
**NOTES TO BASIC FINANCIAL STATEMENTS**  
**DECEMBER 31, 2023**

**NOTE 4 LONG-TERM OBLIGATIONS (CONTINUED)**

The Series 2023A-2 Loan will mature as follows:

<u>Year Ending December 31,</u>	<u>Principal</u>	<u>Interest</u>	<u>Total</u>
2024	\$ 38,000	\$ 859,532	\$ 897,532
2025	82,000	805,537	887,537
2026	106,000	800,404	906,404
2027	112,000	793,768	905,768
2028	138,000	786,757	924,757
2029-2030	12,430,000	1,547,096	13,977,096
Total	<u>\$ 12,906,000</u>	<u>\$ 5,593,094</u>	<u>\$ 18,499,094</u>

On May 4, 2010, a majority of the qualified electors of the District authorized the issuance of indebtedness in an amount not to exceed \$256,155,000 at an interest rate not to exceed 18% per annum. On May 6, 2014, a majority of the qualified electors of the District authorized the issuance of indebtedness in an amount not to exceed \$307,386,000 at an interest rate not to exceed 18% per annum. On May 2, 2023, a majority of the qualified electors of the District authorized the issuance of indebtedness in an amount not to exceed \$1,562,000,000 at an interest rate not to exceed 18%. At December 31, 2023, the District had authorized but unissued indebtedness in the following amounts allocated for the following purposes:

	Amount Authorized on May 4, 2010	Amount Authorized on May 16, 2014	Amount Authorized on May 2, 2023	<u>Authorization Used</u> Series 2023 Bonds *	Authorized But Unused
Street	\$ 25,615,500	\$ 25,615,500	\$ 142,000,000	\$ 6,024,752	\$ 187,206,248
Park & Recreation	25,615,500	25,615,500	142,000,000	6,024,751	187,206,249
Water	25,615,500	25,615,500	142,000,000	6,024,752	187,206,248
Sanitation / Storm Sewer	25,615,500	25,615,500	142,000,000	6,024,752	187,206,248
Public Transportation	25,615,500	25,615,500	142,000,000	-	193,231,000
Mosquito Control	25,615,500	25,615,500	142,000,000	-	193,231,000
Safety Controls	25,615,500	25,615,500	142,000,000	-	193,231,000
Television Relay	-	25,615,500	-	-	25,615,500
Security	-	25,615,500	142,000,000	-	167,615,500
O&M Debt	25,615,500	25,615,500	142,000,000	-	193,231,000
Refunding	25,615,500	25,615,500	142,000,000	8,165,993	185,065,007
IGA Debt	25,615,500	25,615,500	142,000,000	-	193,231,000
Total	<u>\$ 256,155,000</u>	<u>\$ 307,386,000</u>	<u>\$ 1,562,000,000</u>	<u>\$ 32,265,000</u>	<u>\$ 2,093,276,000</u>

\* Estimated allocation at time of issuance

Pursuant to the Amended Service Plan, the District is permitted to issue bonded indebtedness of up to \$142,000,000; provided however, that the total debt authorization of \$142,000,000 may increase by an additional \$5,000,000 with the prior written approval of the Manager of Finance of the City and County of Denver.

In the future, the District may issue a portion or all of the remaining authorized but unissued general obligation debt for purposes of providing public improvements to support development as it occurs within the District's service area.

**DENARGO MARKET METROPOLITAN DISTRICT NO. 3**  
**NOTES TO BASIC FINANCIAL STATEMENTS**  
**DECEMBER 31, 2023**

**NOTE 5 DISTRICT AGREEMENTS**

**Memorandum of Understanding**

A Memorandum of Understanding was entered into on October 29, 2010, and amended on August 22, 2016, by and among the District, District No. 1 and District No. 2 (MOU). The MOU acknowledges that District No. 1 shall provide for the financing, construction, design, operation, and maintenance of the Improvements, as well as the overall administration of the Districts and further acknowledges that District No. 1 has the authority to enter into agreement(s) and other obligations with the developer of the Property to provide for the financing of such services. The First Amendment to MOU acknowledges District No. 2 will issue debt to repay the Developer Note (which has since been paid off) and District No. 2 and District No. 3 (at such time as it has real property within its boundaries) will impose an operation mill levy to fund the Districts' services provided by the District. The First Amendment to MOU acknowledges that the Districts will enter into an IGA detailing such services (District IGA).

The First Amendment to MOU also provides that the District IGA shall provide for District No. 2 and District No. 3 to remit revenues to District No. 1 for all costs incurred by District No. 1 pursuant to the First Amendment to MOU based on an allocable basis to be set forth in the District IGA. The District IGA also provides for District No. 1 and District No. 3 to reimburse District No. 2 for any debt issued by District No. 2 for public improvements based in allocable basis to be set forth in the District IGA.

During the year ending December 31, 2023, the District transferred a total of \$148,043 to District No. 1 representing property and specific ownership taxes, and a total of \$8,234,633 to District No. 2 for refunding of District No. 2's Series 2016 Loan.

On November 8, 2023 the District, District No. 2, Zions Bancorporation N.A. DBA Vectra Bank Colorado and Zions Bancorporation, National Association (Escrow Bank) entered into that certain Escrow Agreement relating to the refunding of the 2016 Notes (Escrow Agreement).

**NOTE 6 NET POSITION**

The District has a deficit in unrestricted net position.

The deficit was a result of the District being responsible for the repayment of bonds issued for public improvements which were conveyed to other governmental entities.

**NOTE 7 INTERFUND TRANSFERS**

The transfer from the Capital Projects Fund to the Debt Service Fund was related to the District's Loan Issuance and refunding of District No. 2's debt.



**DENARGO MARKET METROPOLITAN DISTRICT NO. 3**  
**NOTES TO BASIC FINANCIAL STATEMENTS**  
**DECEMBER 31, 2023**

**NOTE 8 RELATED PARTY**

Some members of the Board of Directors of the District may be or have been employees, consultants, owners of, or otherwise associated with the prior developer of the property located within the Districts, JV Denargo LLC (Prior Developer), or the current developer of the property located within the Districts, JV LoDo Denargo LLC (Developer), and may have conflicts of interest in dealing with the District.

**NOTE 9 RISK MANAGEMENT**

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

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

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

**NOTE 10 TAX, SPENDING, AND DEBT LIMITATIONS**

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

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

TABOR requires local governments to establish Emergency Reserves. These reserves must be at least 3% of Fiscal Year Spending (excluding bonded debt service). Local governments are not allowed to use the emergency reserves to compensate for economic conditions, revenue shortfalls, or salary or benefit increases. The District transfers its net operating revenue to District No. 1 pursuant to the Memorandum of Understanding, as amended. Therefore, the Emergency Reserves related to the District's revenues are captured in the financial statements of District No. 1.

**DENARGO MARKET METROPOLITAN DISTRICT NO. 3**  
**NOTES TO BASIC FINANCIAL STATEMENTS**  
**DECEMBER 31, 2023**

**NOTE 10 TAX, SPENDING, AND DEBT LIMITATIONS (CONTINUED)**

On May 4, 2010 and May 6, 2014, the voters approved the District to increase property taxes \$3,000,000 annually for the purpose of paying the District's operations, maintenance and capital expenses \$6,000,000 (up to 10 mills) for paying the costs associated with regional improvements as required by the City, without regard to any spending, revenue raising or other limitation contained within Article X, Section 20 of the Colorado Constitution or any other property tax limitation or law.

Additionally, the voters authorized the District to collect, retain and spend all revenues received by the District during 2011 and all subsequent years as voter-approved revenue changes without regard to any spending, revenue raising or other limitation.

On May 2, 2023, the voters approved the District to increase property taxes \$5,000,000 annually for the purpose of paying the District's operations, maintenance and capital expenses without limitation as to rate or amount and \$6,000,000 annually up to 15 mills, provided that such mill levy rate may be adjusted by the Board of Directors to take into account legislative or constitutionally imposed adjustments in assessed values or the method of their calculation occurring after March 8, 2010 so that, to the extent possible, the actual revenues generated by such mill levy are neither diminished nor enhanced as a result of such changes, for the purpose of paying costs associate with the regional infrastructure improvements as required by the City, without regard to any spending, revenue raising or other limitation contained within Article X, Section 20 of the Colorado Constitution or any other property tax limitation or law.

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

## **SUPPLEMENTARY INFORMATION**

**DENARGO MARKET METROPOLITAN DISTRICT NO. 3  
DEBT SERVICE FUND  
SCHEDULE OF REVENUES, EXPENDITURES, AND CHANGES IN FUND BALANCE  
BUDGET AND ACTUAL  
YEAR ENDED DECEMBER 31, 2023**

	Budget		Actual Amounts	Variance with Final Budget Positive (Negative)
	Original	Final		
<b>REVENUES</b>				
Other revenue	\$ -	\$ 200,000	\$ -	\$ (200,000)
IGA Revenue - District No. 2	-	430,000	38,642	(391,358)
Total Revenues	-	630,000	38,642	(591,358)
<b>EXPENDITURES</b>				
Note Interest	-	430,000	-	430,000
IGA Expenditure - District No. 2	-	10,000,000	8,234,633	1,765,367
Contingency	-	200,000	-	200,000
Total Expenditures	-	10,630,000	8,234,633	2,395,367
<b>EXCESS OF REVENUES OVER (UNDER) EXPENDITURES</b>	-	(10,000,000)	(8,195,991)	1,804,009
<b>OTHER FINANCING SOURCES (USES)</b>				
Transfers From Other Funds	-	10,000,000	8,234,633	(1,765,367)
Total Other Financing Sources (Uses)	-	10,000,000	8,234,633	(1,765,367)
<b>NET CHANGE IN FUND BALANCE</b>	-	-	38,642	38,642
Fund Balance - Beginning of Year	-	-	-	-
<b>FUND BALANCE - END OF YEAR</b>	<u>\$ -</u>	<u>\$ -</u>	<u>\$ 38,642</u>	<u>\$ 38,642</u>

**DENARGO MARKET METROPOLITAN DISTRICT NO. 3  
CAPITAL FUND  
SCHEDULE OF REVENUES, EXPENDITURES, AND CHANGES IN FUND BALANCE  
BUDGET AND ACTUAL  
YEAR ENDED DECEMBER 31, 2023**

	Budget		Actual Amounts	Variance with Final Budget Positive (Negative)
	Original	Final		
<b>REVENUES</b>				
Interest Income	\$ -	\$ -	\$ 102,936	\$ 102,936
Total Revenues	-	-	102,936	102,936
<b>EXPENDITURES</b>				
Accounting	-	20,000	-	20,000
Engineering	-	20,000	-	20,000
Legal	-	20,000	-	20,000
IGA Expenditure - District No. 1	-	15,000,000	-	15,000,000
Bond Issue Costs	-	600,000	511,650	88,350
Contingency	-	500,000	-	500,000
Total Expenditures	-	16,160,000	511,650	15,648,350
<b>EXCESS OF REVENUES OVER (UNDER) EXPENDITURES</b>	-	(16,160,000)	(408,714)	15,751,286
<b>OTHER FINANCING SOURCES (USES)</b>				
Loan Issuance Proceeds	-	35,000,000	32,265,000	(2,735,000)
Transfers To Other Fund	-	(10,000,000)	(8,234,633)	1,765,367
Total Other Financing Sources (Uses)	-	25,000,000	24,030,367	(969,633)
<b>NET CHANGE IN FUND BALANCE</b>	-	8,840,000	23,621,653	14,781,653
Fund Balance - Beginning of Year	-	-	-	-
<b>FUND BALANCE - END OF YEAR</b>	<b>\$ -</b>	<b>\$ 8,840,000</b>	<b>\$ 23,621,653</b>	<b>\$ 14,781,653</b>

## **OTHER INFORMATION**

**DENARGO MARKET METROPOLITAN DISTRICT NO. 3  
 SCHEDULE OF ASSESSED VALUATION, MILL LEVY, AND PROPERTY TAXES COLLECTED  
 YEAR ENDED DECEMBER 31, 2023**

Year Ended <u>December 31,</u>	Assessed <u>Valuation</u>	Percent <u>Change</u>	<u>Total Mills Levied</u>			<u>Total Property Taxes</u>		Percent Collected to Levied
			<u>General Operations</u>	<u>Debt Service</u>	<u>Total</u>	<u>Levied</u>	<u>Collected</u>	
2022/2023	\$ 14,137,050	0.0%	10.000	-	10.000	\$ 141,371	\$ 141,371	100.00 %
Estimated for the Year Ending December 31, 2024	\$ 13,231,510	-6%	10.394	39.000	49.394	\$ 653,557		

Note:

Property taxes collected in any one year include collection of delinquent property taxes levied in prior years. Information received from the Treasurer does not permit identification of specific year of levy.

Source: City and County of Denver Assessor and Treasurer.

**DENARGO MARKET METROPOLITAN DISTRICT NO. 3  
SCHEDULE OF DEBT SERVICE REQUIREMENTS TO MATURITY  
YEAR ENDED DECEMBER 31, 2023**

\$19,359,000  
Limited Tax General Obligation  
Refunding and Improvement Note  
Series 2023A-1, Dated November 8, 2023  
Interest Rate Fixed 6.26%  
Interest Payable June 1 and December 1  
Principal Payable December 1

Bonds and Interest Maturing in the Year Ending December 31,	Principal	Interest	Total
2024	\$ 57,000	\$ 1,289,299	\$ 1,346,299
2025	123,000	1,208,305	1,331,305
2026	159,000	1,200,605	1,359,605
2027	168,000	1,190,652	1,358,652
2028	207,000	1,180,135	1,387,135
2029	219,000	1,167,177	1,386,177
2030	18,426,000	1,153,468	19,579,468
Total	\$ 19,359,000	\$ 8,389,641	\$ 27,748,641



**DENARGO MARKET METROPOLITAN DISTRICT NO. 3  
SCHEDULE OF DEBT SERVICE REQUIREMENTS TO MATURITY (CONTINUED)  
YEAR ENDED DECEMBER 31, 2023**

\$12,906,000  
Limited Tax General Obligation  
Refunding and Improvement Note  
Series 2023A-2, Dated November 8, 2023  
Interest Rate Fixed 6.26%  
Interest Payable June 1 and December 1  
Principal Payable December 1

Bonds and Interest Maturing in the Year Ending December 31,	Principal	Interest	Total
2024	\$ 38,000	\$ 859,532	\$ 897,532
2025	82,000	805,537	887,537
2026	106,000	800,404	906,404
2027	112,000	793,768	905,768
2028	138,000	786,757	924,757
2029	146,000	778,118	924,118
2030	12,284,000	768,978	13,052,978
Total	\$ 12,906,000	\$ 5,593,094	\$ 18,499,094

**Exhibit C**

Resolution re: Second Amended and Restated Rules and Regulations  
Regarding Construction Activity

## RESOLUTION 2023-11-06

### RESOLUTION OF THE BOARD OF DIRECTORS OF DENARGO MARKET METROPOLITAN DISTRICT NO. 1 ADOPTING SECOND AMENDED AND RESTATED RULES AND REGULATIONS FOR CONSTRUCTION ACTIVITY

A. Denargo Market Metropolitan District No. 1 (the “**District**”) is a quasi-municipal corporation and political subdivision of the State of Colorado and operates pursuant to its Service Plan approved by the City Council on March 8, 2010, pursuant to Ordinance No. 146 (Series of 2010), dated March 9, 2010, as amended by a First Amendment, approved by the City Council on March 28, 2023, pursuant to Ordinance No. 20230215 (Series of 2023), dated March 30, 2023, as the same may be amended or restated from time to time (the “**Service Plan**”).

B. Pursuant to Section 32-1-1001(1)(m), C.R.S., the District has the power to adopt, amend and enforce bylaws and rules and regulations not in conflict with the constitution and laws of this state for carrying on the business, objects, and affairs of the board and of the special district.

C. The District has financed, and owns and maintains, certain public improvements, including, but not limited to, roadways, sidewalks, lighting, landscaping, and irrigation systems within the District’s service area (collectively, the “**District Property**”), the location of which facilities are generally depicted on **Exhibit A** attached hereto and incorporated herein by this reference.

D. Attendant to its duties and obligations for the District Property, the District wishes to adopt rules and regulations to govern construction activity that impacts District Property.

E. The Board previously adopted Resolution No. 2021-03-01 Amending and Restating Rules and Regulations for Construction Activity (the “**Amended and Restated Rules and Regulations for Construction Activity**”).

F. The Board has determined certain revisions should be made to the Amended and Restated Rules and Regulations for Construction Activity.

NOW, THEREFORE, BE IT RESOLVED BY THE BOARD OF DIRECTORS OF THE DENARGO MARKET METROPOLITAN DISTRICT NO. 1 OF THE CITY AND COUNTY OF DENVER, COLORADO:

1. The Board hereby determines that it is in the best interests of the District and members of the public using the District Property to exercise the authority granted under the Service Plan to adopt the Second Amended and Restated Rules and Regulations for Construction Activity attached hereto as **Exhibit B** and incorporated herein by this reference (the “**Second Amended and Restated Rules and Regulations for Construction Activity**”).

2. The District reserves the right, from time to time, to modify, amend or replace the Second Amended and Restated Rules and Regulations for Construction Activity.

3. Judicial invalidation of any of the provisions of this Resolution or any paragraph, sentence, clause, phrase or word herein, or the application thereof in any given circumstances, shall not affect the validity of the remainder of this Resolution, unless such invalidation would act to destroy the intent or essence of this Resolution.

**[SIGNATURE PAGE FOLLOWS]**

**[SIGNATURE PAGE TO RESOLUTION OF THE BOARD OF DIRECTORS OF  
DENARGO MARKET METROPOLITAN DISTRICT NO. 1  
ADOPTING SECOND AMENDED AND RESTATED RULES AND REGULATIONS  
FOR CONSTRUCTION ACTIVITY]**

APPROVED AND ADOPTED THIS 14<sup>th</sup> DAY OF NOVEMBER, 2023.

**DENARGO MARKET METROPOLITAN  
DISTRICT NO. 1**

By: *Laura Newman*  
President

Attest:



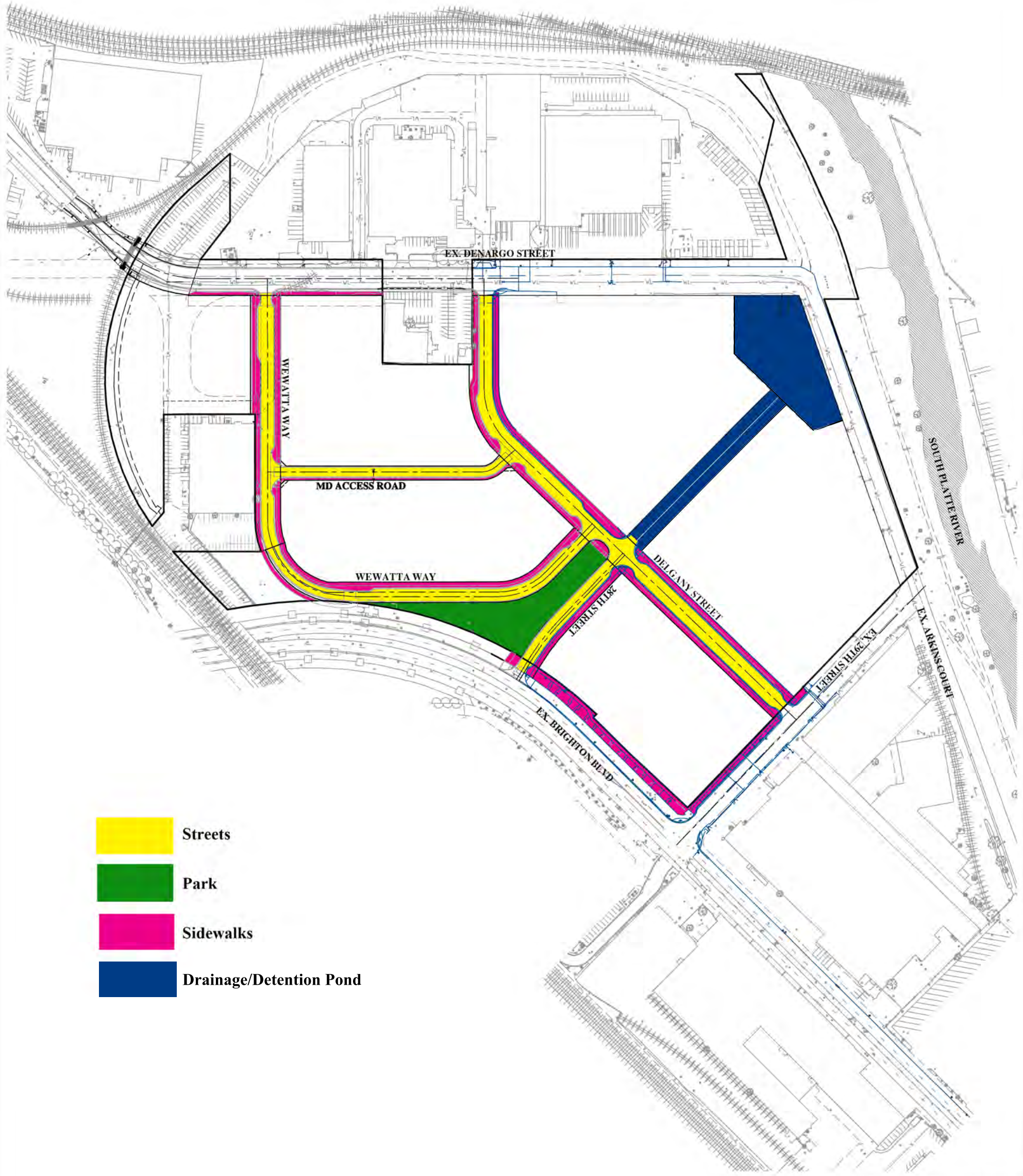
\_\_\_\_\_  
Secretary

**EXHIBIT A**

District Property



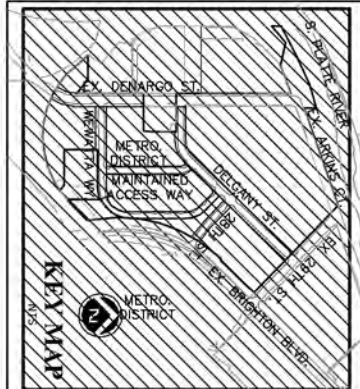
# ATTACHMENT A



- Streets
- Park
- Sidewalks
- Drainage/Detention Pond

To request marking of underground facilities  
**811**  
 Know what's below.  
 Call before you dig.  
 Call 811 or visit call811.com  
 for more information.

It is the contractor's responsibility to contact  
 UNCC a minimum of 2 days prior to the start  
 of construction operations. Inc claims no  
 responsibility for the underground facilities  
 depicted in this plan set.



Project Number:  
**07200101**  
 Designed By: **BEC** Drawn By: **SCD**  
 Checked By: **JAM**  
 Sheet Number:



No.	Date	Description

Denargo Market  
 Metropolitan District  
 141 Union Blvd.  
 Suite 150  
 Lakewood, CO 80228  
 Tel: (303) 987-0835  
 FAX: (303) 987-2032

**DENARGO MARKET METROPOLITAN  
 DISTRICT NO. 1**  
 OVFRAI I ROAD MAP

**ENGINEERING  
 CONSULTANTS**  
 Contact: Jason A. Monforton, PE  
 3151 S. Vaughn Way, Suite 680 - Aurora, CO 80014-3517  
 (303) 368-5601 - FAX: (303) 368-5603  
 Email: jmonforton@j3Engineering.net

## **EXHIBIT B**

### Second Amended and Restated Rules and Regulations for Construction Activity



**DENARGO MARKET METROPOLITAN DISTRICT NO. 1  
SECOND AMENDED AND RESTATED RULES AND REGULATIONS  
FOR CONSTRUCTION ACTIVITY**

**ARTICLE 1. GENERAL**

1.1 Applicability and Purpose. These Rules and Regulations for Construction Activity shall apply to any private construction activity for development within or without the boundaries of the District that impacts any District Property and are enacted to provide funds necessary for the costs of administration, management, restoration or reconstruction of District Property impacted or damaged by construction activity, to reduce the damage to District Property, and to protect the integrity of the District's road and irrigation systems, landscaping and other public facilities. To achieve this purpose, it is necessary to establish permit procedures and to fix and collect fees and charges. Notwithstanding the foregoing, the District, in its sole discretion, may exempt entities from these Rules and Regulations that are constructing improvements to District Property at the direction of or on behalf of the District, and in such event, the terms and provisions of such construction shall be established through an agreement, easement or license between the District and the constructing entity.

1.2 Definitions. Unless the context indicates otherwise, the meaning of the terms used in these Rules and Regulations shall be as follows:

- (a) City means the City and County of Denver, Colorado.
- (b) Construction Activity Permit means a permit issued by the District authorizing a Contractor to undertake construction work that will impact District Property as more fully described in Sections 2.1 and 2.5.
- (c) Contractor means a contractor that is properly licensed and bonded for the proposed work as detailed in Chapter 49, Article XVII, of the City's Revised Municipal Code.
- (d) Construction Parking Plan means the Permittee's plan for parking of construction vehicles and contractor and employee vehicles during the term of the Permitted Project.
- (e) Damage Deposit means a deposit, or letter of credit or other security in lieu thereof reasonably acceptable to the District, made by the Owner or other entity undertaking the project at the time of issuance of a Construction Activity Permit in the amount of hundred percent (100%) of the total estimated replacement cost of all District Property impacted by the Permitted Project as more fully described in Section 2.6.
- (f) District means Denargo Market Metropolitan District No. 1.
- (g) District Property means any real or personal property within the District's service area that is owned, operated, and/or maintained by the District, including, but not limited to, roadways, signage, lighting, sidewalks, landscaping, irrigation systems, or any portion thereof, as generally depicted on **Exhibit A** attached hereto and incorporated herein by this reference, as may be amended.

(h) Owner means the owner or developer of the Permitted Project.

(i) Permit Fee means a fee charged by the District to the Permittee to issue a Construction Activity Permit, as more fully described in Section 2.5.

(j) Permitted Project means a construction project for which a valid Construction Activity Permit has been issued by the District.

(k) Permittee means the Owner or developer of a Permitted Project to whom a Construction Activity Permit is issued.

### 1.3 Use of District Property.

(a) Except as otherwise authorized in these Rules and Regulations, no Permittee shall construct or place any structure, building or fencing, whether temporary or permanent, or plant or locate any trees, on any part of the District Property without having first obtained the prior written consent of the District, which consent shall not be unreasonably withheld or delayed if the proposed improvements will not materially interfere with the District Property. Any structure, building or fencing, whether temporary or permanent, or any trees situated on District Property without such prior written consent may be removed by the District without liability for damages arising therefrom. Except as authorized herein, no Permittee shall take any action or locate any improvements or landscaping features which would materially impair the functions of the District Property.

(b) Upon completion of any activities subject to a Construction Activity Permit which disturb District Property, the Permittee shall promptly, but in no event later than thirty (30) days (or such longer period as may be approved by the District in its discretion), restore or commence restoration (and diligently prosecute to completion) of the District Property at its sole cost and expense, to the condition it was in immediately prior to such disturbance, except as otherwise provided herein or as necessarily modified to accommodate any approved facilities or improvements associated with the Permitted Project.

(c) Except in the event of emergency, the Permittee shall provide written notice to the District at least seventy-two (72) hours prior to the full or partial closure of any District Property, including, but not limited to, streets and sidewalks, which notice shall specify the scope and duration of the anticipated closure as well as traffic control and safety measures during the closure. The District may require the Permittee to post signage notifying residents and the public of such planned closures with such requirement to be determined at the time the District is reviewing the Application for the Construction Activity Permit. The District shall work with the Permittee to also provide emailed notification to property owners within the District.

## **ARTICLE 2. CONSTRUCTION ACTIVITY PERMIT**

2.1 Application for Permit. Any Contractor or Owner intending to design, plan, construct, reconstruct, or remodel any improvements that will impact any portion of the District Property shall file a written application for a Construction Activity Permit covering all anticipated work with the District prior to commencing any construction. If it is not possible for

all anticipated work within one application, the District will accept multiple applications. The application may be completed in part by the Owner and the Contractor. The application shall include the following:

- (a) A general description of the work proposed to be done, together with its location, and any plans and specifications for the proposed work, including an anticipated schedule for completion of construction from the Contractor;
- (b) List from the Owner of required permits and licenses required by all governmental entities with jurisdiction over the work constituting the Permitted Project;
- (c) Evidence from the Contractor of the Contractor's license and bonding as required by the City;
- (d) Unless otherwise agreed by separate instrument, such as a construction easement or license, evidence from the Owner and Contractor of insurance to be maintained through the duration of the Permitted Project complying with the minimum standards attached hereto as **Exhibit D**;
- (e) Description from the Contractor of any anticipated encumbrances on the District Property during the construction of the Permitted Project;
- (f) Description of the Construction Parking Plan created by the Contractor in coordination with the Owner, including the estimated number of construction vehicles and contractor and employee vehicles anticipated to be accessing the construction area;
- (g) Contact information for the Permittee and Contractor; and
- (h) A statement of the estimated costs of the horizontal site work that will be subject to the Damage Deposit, which costs shall be borne by the Permittee.

2.2 Construction Standards. Except as otherwise specified herein, all work on District Property, including, but not limited to, replacement of or repairs to existing facilities such as sidewalks, driveways, and curb and gutter as well as excavation work shall be conducted in accordance with the applicable provisions of the Charter of the City, City ordinances, rules and regulations of the City, and rules and regulations of the District in effect at the time of construction as well as any state and federal laws. The District acknowledged that the District-owned and maintained roadways described on **Exhibit A** have not been constructed in accordance with all City ordinances and rules and regulations and as a result have not been dedicated to the City, however, subsurface utilities within such roadways have been dedicated to the City or other applicable utility provider. Notwithstanding any provisions of subsections 2.5(j) and (k) herein to the contrary, to the extent a Construction Activity Permit requires repairs to a District-owned roadway, such roadway shall be reconstructed or repaired to the standards specified in the original plans and specifications prepared by J3 Engineering, a copy of which plans and specifications shall be made available upon request to the District Manager.

2.3 Site Inspection. Prior to commencement of construction activity requiring a Construction Activity Permit, and as a condition of receipt of a Construction Activity Permit, the

District shall schedule a site inspection with the Contractor to establish baseline conditions for the Permitted Project, review the Construction Parking Plan, and discuss any terms for mitigation of any impact to District Property. Following such site inspection, the District shall deliver to the Contractor and Permittee documentation establishing the baseline condition by way of photographs, marked maps or other method the District determines reasonable. If the Contractor or Permittee do not object to the baseline condition documentation within ten (10) day following receipt of the same, it shall be deemed that the Contractor and Permittee agree with the baseline condition documentation.

2.4 Construction Parking Plan. In acknowledgment of the limited parking available on the District's roadways, which parking is inadequate for residents, property owners and visitors within the District, and in the interest of minimizing damage to District Property, a Construction Parking Plan describing the Permittee's overall construction parking plan and identifying off-street construction parking shall be required as a condition of each Construction Activity Permit.

2.5 Construction Activity Permit. Upon receipt of the application described in Section 2.1, the District Manager shall have thirty (30) days to review the application and approve the issuance of a Construction Activity Permit, which issuance shall be made subject to the following conditions:

- (a) Payment by the Permittee of a non-refundable Permit Fee in the amount of \$10,000.00 to cover the District's administrative and inspection costs for the Permitted Project;
- (b) Payment by the Permittee to the District of any fee identified in the most current City and County of Denver Department of Public Works "Fee Schedules" for equivalent work;
- (c) Delivery by the Permittee of the Damage Deposit, as more fully described below in Section 2.6;
- (d) That all costs incident to the work shall be borne solely by the Permittee;
- (e) That the work shall be done only by a Contractor appropriately licensed to perform that particular type of work;
- (f) That the Permittee, in performance of the work, observe and comply with the provisions of the Charter of the City, City ordinances, and rules and regulations of the City and the District in effect at the time of construction and any state and federal laws which, in any manner, limit, control or apply thereto, and that all permits and licenses required in the prosecution of the work will be obtained and paid for by the Permittee;
- (g) That the Permittee obtain and comply with all permits or licenses required by all jurisdictional entities to undertake and complete the Permitted Project;
- (h) That the Permittee and its agents, employees and consultants observe and comply with the Construction Parking Plan;

(i) That the Construction Activity Permit shall be effective for thirty (30) days after issuance or other time period specified in the Construction Activity Permit as may be determined in the reasonable discretion of the District based on anticipated construction schedule provided by the Contractor with the Application. Following commencement of construction, the Contractor shall provide weekly schedule updates to the District Manager, which may necessitate an extension of the Construction Activity Permit. If work has not begun within such specified time, a new Construction Activity Permit must be secured;

(j) Any other site-specific terms and conditions deemed to be necessary by the District, in its reasonable discretion, following review of the plans and specifications and the site inspection, provided such site-specific terms and conditions are communicated in detail by the District by annotating the plans and specifications;

(k) That in the event a Permittee or Contractor intends to cut and/or excavate any portion of a District-owned roadway, and except as specified in Section 2.2 herein, the Permittee or Contractor shall also be subject to the then-current City Rules and Regulations Governing Street Cuts and Roadway Excavation Specifications, which are incorporated herein by reference and attached hereto as **Exhibit B**, and as more fully set forth in Chapter 49, Article VIII, of the City's Revised Municipal Code, as it may be amended (the "City Rules and Regulations Governing Street Cuts and Roadway Excavation"); and

(l) That in the event a Permittee or Contractor intends to construct any curbs, gutters, sidewalks, detached sidewalks, driveways, or pave any portion of a District-owned roadway, and except as specified in Section 2.2. herein, the Permittee or Contractor shall also be subject to the then-current City Rules and Regulations for the Construction of Curbs, Gutters, Sidewalks, Driveways, Street Paving, and Other Public Right-of-Way Improvements, which are incorporated herein by reference and attached hereto as **Exhibit C**, and as more fully set forth in Chapter 49, Article VI, of the City's Revised Municipal Code, as it may be amended (the "City Rules and Regulations for the Construction of Curbs, Gutters, Sidewalks, Driveways, Street Paving, and Other Public Right-of-Way Improvements," and together with the City Rules and Regulations Governing Street Cuts and Roadway Excavation, the "City Rules and Regulations").

2.6 Damage Deposit. In addition to the Permit Fee, a refundable Damage Deposit (or a letter of credit or other security in lieu thereof reasonably acceptable to the District) in the amount of hundred percent (100%) of the total estimated replacement cost of all District Property impacted by the Permitted Project shall be due at the time of issuance of a Construction Activity Permit. Upon completion of the Permitted Project, an authorized representative of the District shall inspect any areas of District Property that may have been affected by the Permitted Project. If no damage to District Property is found, then the District will either return the full amount of the Damage Deposit to the Permittee or release the letter of credit or other security delivered in lieu thereof. If there has been damage to District Property, then the District shall provide written notice to Permittee of such damage. Permittee shall promptly, but in no event later than thirty (30) days (or such longer period as may be approved the District in its discretion), repair or commence repair (and diligently prosecute to completion) of any damage to District Property identified by the District. In the event Permittee fails to repair damage to District Property in such timeframe, the District may use the Damage Deposit (or draw upon the letter of credit or other security delivered in lieu thereof) to pay for any repairs needed and shall return any funds

remaining once the repairs have been completed to the Permittee. The Permittee shall be liable to the District for any repair costs that exceed the amount of the Damage Deposit (or the letter of credit or other security delivered in lieu thereof).

2.7 Right of Inspection. The District shall have a right to cause its consultant or engineer to inspect at all times any construction activity that impacts District Property to ensure that no District Property has been damaged or is likely to be damaged by the Permitted Project. Authorized representatives of the District shall be allowed reasonable access at all reasonable hours to any construction site to ensure compliance with these Rules and Regulations. All such access shall be at the sole risk of the District, and the District's authorized representative shall be required to follow all on-site safety policies and procedures of the Permittee and its contractors. If the District determines that the work is not being performed in accordance with these Rules and Regulations, the District shall have the right to order the work to cease until there is satisfactory evidence that the work conforms to these Rules and Regulations.

2.8 Site Maintenance. The Contractor shall remove all rubbish and debris, associated with the Work, promptly as the work progresses, leaving the site and adjoining property in neat condition. Rubbish and debris will not be permitted to be piled in or on District Property.

2.9 Mechanic's and Materialmen's Liens. As a condition of Construction Activity Permit issuance, the Permittee shall covenant and agree not to suffer or permit any lien of mechanics or materialmen or others to be placed against the District Property with respect to work or services claimed to have been performed for, or materials claimed to have been furnished to the Permittee. If any lien arises because of the Permittee's construction, repair, restoration or maintenance work associated with the Permitted Project, the Permittee shall immediately take all steps to remove the lien, including, if necessary, the immediate posting of appropriate collateral or bond to remove the lien.

2.10 Warranty. The Permittee shall guarantee any work located on District Property, or which the District will have any obligation to maintain, for a period of one (1) year after completion against defective workmanship and materials and shall keep the same in good order and repair. The determination of the necessity during such guarantee period for the Permittee to repair or replace any portion of the work that impacts District Property thereof shall rest entirely with the District, whose decision upon the matter shall be final and obligatory upon the Permittee.

2.11 Violations.

(a) Generally. If, upon inspection, the District determines that a violation of these Rules and Regulations (a "Violation") has occurred, the District shall give the Permittee written notice of the Violation (the "Notice of Violation"), including a specific description of the Violation and require the Permittee to take such action as necessary to remedy the Violation within a time period that shall not exceed ten (10) business days unless an alternate time period is specified in writing by the District. In the event the Permittee fails to take action to remedy the Violation within the time period specified, the District may pursue any one or more of the following remedies without further notice to Permittee: (a) levy fines, as described herein, upon the Permittee for each Violation or the continuance of a single Violation; (b) cause the Violation

to be cured and charge the cost thereof to the Permittee; (c) revoke the Permittee's Construction Activity Permit and withhold additional Construction Activity Permits until assurance is received that the Construction Activity Permit terms and conditions will be complied with and that non-compliant work will be replaced satisfactorily; and (d) file a perpetual lien on the Permittee's property, which lien may be foreclosed in the same manner as provided by the laws of Colorado for the foreclosure of mechanics' liens.

(b) Complaints. If the District is in receipt of a complaint pertaining to the Permitted Project that alleges a violation of these Rules and Regulations, the District shall investigate such complaint and if the District finds a violation has occurred, the District shall provide notice to the Permittee as set forth in Subsection (a) above. If Permittee fails to cure the violation as set forth in subsection (a) above, the District shall have the rights and remedies as provided herein. If the Contractor or Permittee receive any complaints, they shall forward the same to the District together with an explanation of why they dispute the complaint or an action plan to resolve such issue. If the District agrees that no violation has occurred, the District shall coordinate a response regarding the complaint with the Permittee and the Contractor. If the District finds a violation has occurred and the District and Permittee and Contractor agree upon an action plan to cure such violation, the District shall coordinate a response to the complaint with the Permittee and Contractor.

(c) Fines. Following issuance of the Notice of Violation and failure by the Permittee to remedy the violation as provided in subsection (a) above, the District may also impose the following fines for each violation or the continuance of a single Violation:

- (i) First Notice of Violation = \$100
- (ii) Second Notice of Violation = \$250
- (iii) Third Notice of Violation = \$500
- (iv) Continuing Violation = Cost to Correct the Violation. The cost for the District to remedy the violation will be billed to the Permittee.

### ARTICLE 3. ADDITIONAL PROVISIONS

3.1 Questions Regarding Rules and Regulations. Any questions as to the applicability of the City Rules and Regulations shall be directed to the District in writing for interpretation. The District, through the District Manager, shall review and respond promptly to any questions submitted by the Permittee or Contractor, but in no event shall the District respond later than three (3) days following receipt. Questions should be submitted to:

District Manager:  
Special District Management Services, Inc.  
Attn: David Solin  
141 Union Boulevard, Suite 150  
Lakewood, Colorado 80228  
303-987-0835  
[dsolin@sdmsi.com](mailto:dsolin@sdmsi.com)

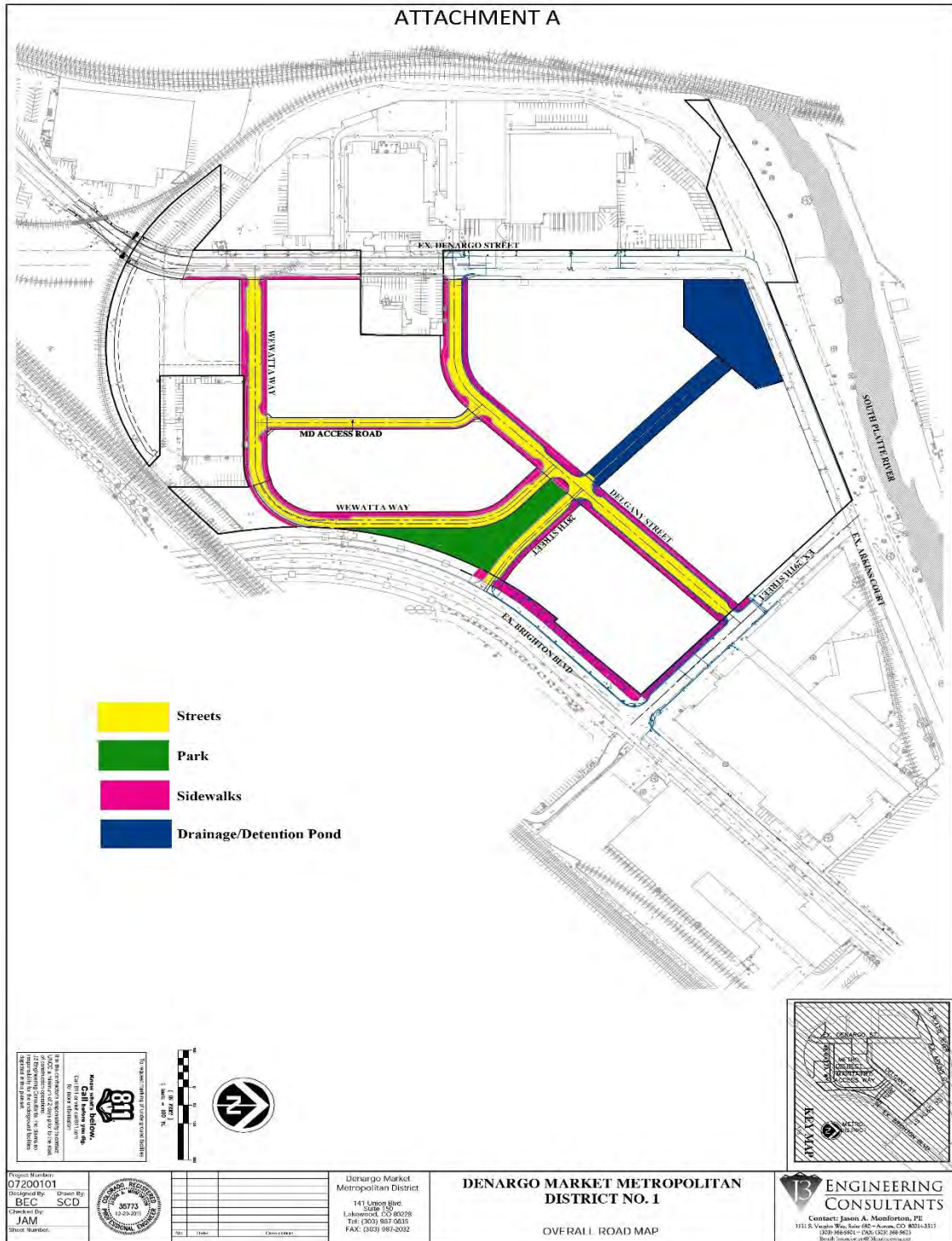
District Inspector/Consulting Engineer  
TriUnity  
Attn: Mike Kuyper  
[mike.kuyper@triunityeng.com](mailto:mike.kuyper@triunityeng.com)  
720-281-6281

3.2 Conflicts. In the event of any conflict between these Rules and Regulations and the City Rules and Regulations, the more specific regulations shall control.



# EXHIBIT A

## ATTACHMENT A



## **EXHIBIT B**

## ARTICLE VIII. - STREET CUTS

*Footnotes:*

— (4) —

**Editor's note**— Ord. No. 492-91, § 1, adopted July 1, 1991, amended this article in its entirety, in effect repealing former art. VIII, relative to excavations, divs. 1—3, §§ 49-191—49-198, 49-206—49-211, and 49-221—49-223, and enacting new provisions in lieu thereof as art. VIII, §§ 49-191—49-208. Formerly, such sections derived from §§ 333.1—333.9 and 333.11—333.13 of the city's 1950 Code.

**Cross reference**— Excavations generally, Ch. 19; duties of police department concerning excavation in streets, § 42-23.

## Sec. 49-191. - Purpose.

This article is enacted to provide funds necessary for the costs of administration, management, operation and maintenance, planning and engineering, construction, reconstruction of street cuts, and to protect the integrity of the road system. To achieve this purpose, it is necessary to establish permit procedures and to fix and collect fees and charges.

(Ord. No. 492-91, § 1, 7-1-91)

## Sec. 49-192. - Definitions.

As used in this article and the rules and regulations of the manager of transportation and infrastructure, the following words shall have the meanings given to them in this section except where the context clearly indicates and requires a different meaning. The words "shall" and "must" are to be construed as mandatory and not directory.

- (a) *Manager* shall mean the manager of transportation and infrastructure or his or her designee.
- (b) *Entire expense* shall mean the total cost of replacing the paving or surfacing material, and the base or subbase, including the long-term costs of repair directly caused by the street cut. This total cost includes the loss of the surface life of the pavement on a long-term basis.
- (c) *Street cut* shall mean a cut made in the ground or pavement of any city street, alley or other right-of-way, including excavation, backfill and paving.
- (d) *Licensed contractor* shall mean:
  - (1) Any general contractor who is licensed as detailed in sections 49-596 and 49-598 by excise and license under the authority of the manager to do work in and on the street right-of-way; or
  - (2) Any sewer contractor who is licensed as detailed in section 49-616 and 49-618 by excise and license under the authority of the manager to do work in and on the street right-of-way; or
  - (3)

Any paving contractor who is licensed as detailed in sections 49-626 and 49-628 by excise and license under the authority of the manager to do work in and on the street right-of-way.

- (e) *Code* shall mean any part of the Denver Revised Municipal Code (specifically article VIII of chapter 49) dealing with street cuts.
- (f) *Franchisee* shall mean a public utility exercising rights granted by franchise from the city to use and occupy streets, alleys, viaducts, bridges, roads, lanes, public ways, and other public places for the construction, maintenance and operation of its facilities.
- (g) *Radium street* shall mean any street which is included in Operable Unit VII, Denver Radium Streets, of the Denver Radium Superfund Site, and designated by the United States Environmental Protection Agency in the Record of Decision, dated March 24, 1986, and Explanation of Significant Differences, dated October 9, 1992, or other streets, alleys and public rights-of-way designated by the manager based on United States Environmental Protection Agency studies.

(Ord. No. 492-91, § 1, 7-1-91; Ord. No. 549-96, § 2, 7-1-96; Ord. No. 39-20, § 107, 2-3-20)

Sec. 49-193. - Permit required.

- (a) It shall be unlawful for any person, firm or corporation, including the city, to disturb the ground or pavement in any public right-of-way including any streets or alleys within the city without first obtaining a written permit therefor from the manager.
- (b) The applicant for a permit, other than the city and franchisee, shall be licensed under this article to perform street cuts. All applicants, before the issuance of the permit, shall submit the following to the manager:
  - (1) An application for a street cut permit on forms furnished by the city;
  - (2) Evidence that the applicant is not delinquent in payments due the city on prior work;
  - (3) Evidence of all permits or licenses required to do the proposed work, if licenses or permits are required under the laws of the state or ordinances of the city;
  - (4) A satisfactory plan of work showing protection of the subject property and adjacent properties when a transportation and infrastructure safety representative determines such protection is necessary;
  - (5) A plan for the protection of shade and ornamental trees and the restoration of turf when the city forester determines that damage may occur to such trees or turf;
  - (6) Evidence that all orders issued by the department to correct deficiencies under previous permits issued under this article have been satisfied;
  - (7) Payment of a permit fee under section 49-197;
  - (8) A health and safety plan designed to assure protection of workers and the public, if a street

cut is to be performed in a radium street.

- (c) The permit shall specify the period of time when the work shall be performed, and if the work is not completed within the period specified a new permit shall be obtained.
- (d) No permit issued under the provisions hereof shall be for more than one (1) excavation project.
- (e) Emergencies. Excavations may be started by a person authorized to perform street cuts prior to issuance of a permit when necessary for preservation of life or property, provided that the person, firm or corporation making such excavation shall apply to the manager for a permit on the first working day after such excavation is commenced. Even in emergency situations, notice shall be given immediately to the street closure section and the street maintenance section of the department of transportation and infrastructure.
- (f) A street cut permit shall not be required for sidewalk, driveway, curb cuts, curb and gutter, curb ramps or cross-pan construction. All other applicable permits shall be required.

(Ord. No. 492-91, § 1, 7-1-91; Ord. No. 549-96, § 3, 7-1-96; Ord. No. 39-20, § 108, 2-3-20)

Sec. 49-194. - Exhibition.

Street cut permits issued under this article shall be available at the work site for inspection while the work is in progress.

(Ord. No. 492-91, § 1, 7-1-91)

Sec. 49-195. - Warranting street cuts.

- (a) As a condition for the issuance of the permit, the permittee shall warrant against any defects due to faulty materials or workmanship and that there will be no subsidence of the excavation for three (3) years following the final inspection and acceptance by the manager. If subsidence occurs within three (3) years, the manager shall notify the permittee and repairs and repaving shall be commenced within fourteen (14) days unless the area of the subsidence is a hazard to the health, safety or welfare of the public in which case the manager shall order the permittee to immediately repair the subsidence. In the event that the permittee fails or refuses to make repairs as ordered, the manager shall cause the repairs to be made, and all costs, including administrative costs, shall be paid by the permittee within ten (10) days of the billing of costs. In addition to costs, interest in the same amount as for delinquent ad valorem taxes shall be collected. Any person failing to pay the costs billed under this section shall be barred from performing any work in the public right-of-way until all costs, including interest, are paid.
- (b) For the purpose of this article, date of completion is the date upon which permanent pavement resurfacing is finished and accepted by the manager.

(Ord. No. 492-91, § 1, 7-1-91; Ord. No. 505-00, § 1, 6-26-00)



**Sec. 49-196. - Records.**

The manager shall keep a record of all applications made for street cut permits and of the permits so issued.

(Ord. No. 492-91, § 1, 7-1-91)

**Sec. 49-197. - Permit fee.**

- (a) An administrative and inspection fee, as defined in the manager's rules and regulations, shall be payable for any street cut permit anywhere within the city right-of-way. Such fee shall be based on the administrative costs of permitting, inspecting and regulating the permit system.
- (b) The administrative fee for excavation or improvement permits shall be doubled if work is commenced prior to obtaining a permit. Paying double fees does not waive other penalties. This subsection shall not apply to emergency excavations as defined in section 49-193(e).
- (c) An additional administrative fee for excavation and improvement permits in a radium street shall be assessed by the manager based on the city's costs associated with the regulation, oversight, management and disposal of radium contaminated material; provided, however, that this additional fee shall not be assessed for radium street cuts that disturb less than two hundred (200) cubic feet of radium contaminated material or in cases in which the person performing the street cut lawfully disposes of all radium contaminated material disturbed at a properly sited and lawfully permitted radioactive waste disposal facility located outside a major metropolitan area.

(Ord. No. 492-91, § 1, 7-1-91; Ord. No. 549-96, § 4, 7-1-96)

**Sec. 49-198. - Paved streets and alleys.**

- (a) If the city has agreed to permanently resurface a street cut as detailed in section 49-198(c), no permit to make a street cut in any paved or hard topped street or alley shall be issued unless the applicant shall have first deposited with the manager a sum of money to be fixed by the manager, sufficient to cover the entire expense of replacing the paving or surface material.
- (b) If the amount deposited is insufficient, the excavator shall pay to the manager the deficiency within ten (10) days after notice.
- (c) Placement of temporary pavement by the permittee, using material approved by the city engineer, is required immediately after completion of backfilling. Permanent resurfacing shall be completed within fourteen (14) working days after completion of backfilling of each city block. Failure to complete resurfacing in a timely manner shall be a violation of this provision, and the city may correct all deficiencies at the permittee's expense.
- (d)

If it is necessary for the city to correct the deficiencies, the manager shall send the permittee an itemized statement of all charges for labor and materials furnished by the street maintenance division. Charges shall first be taken from the permittee's deposit. Any amount due over and above the deposit shall be paid in full within thirty (30) days of the date of such statement. Interest on past due amounts shall be collected in an amount equal to that charged for delinquent ad valorem taxes. The permittee shall also be prohibited from performing work in any city right-of-way until the costs including interest are paid.

(Ord. No. 492-91, § 1, 7-1-91)

Sec. 49-199. - Excavator's license.

It shall be unlawful for any person other than the city or a franchisee to engage in the business of performing excavations on public property without first having obtained an excavation license from the director of excise and licenses.

(Ord. No. 492-91, § 1, 7-1-91)

Sec. 49-200. - Requirements for obtaining an excavation license and suspension or revocation of license.

- (a) In addition to the requirements of chapter 32 of the Denver Revised Municipal Code, applicants for excavation licenses shall meet one (1) or more of the following additional requirements:
  - (1) Provide proof of being a licensed contractor;
  - (2) Provide proof of being a registered engineer; or
  - (3) Provide proof, as outlined in the manager's rules and regulations, to the manager of the competence of the applicant to conduct excavation work in the public right-of-way.
- (b) The applicant for a license, except an applicant with a paving contractor license under division 5 of article XVII of chapter 49, shall furnish a bond by some reliable surety company approved by the manager in the sum of fifty thousand dollars (\$50,000.00), which bond shall be conditioned on compliance with all requirements, specifications and instructions of the manager and all of the requirements of the Code and ordinances of the city pertaining to street cuts, including the payment of all fees, penalties or cost of repairs.
- (c) The applicant for a license shall provide a certificate of insurance naming the city as an additional insured affording the following coverage:

*General Liability*

Coverage	Minimum limits of liability
Commercial General Liability (coverage at least as broad as that provided by ISO form CG0001 1/96 or equivalent)	Each Occurrence: \$1,000,000
	General aggregate limit: \$2,000,000

	Products-completed operations aggregate limit: \$2,000,000
	Personal and advertising injury: \$1,000,000
	Fire damage (any one fire): \$50,000

This insurance shall include coverage for collapse and underground (CU) hazard, explosions (X) coverage, and contractual liability.

*Automobile Liability*

Coverage	Minimum limits of liability
Business automobile liability (coverage at least as broad as ISO form CA 0001 12/93)	Combined single limit: \$1,000,000

This insurance shall include coverage for owned, nonowned and hired vehicles. The manager may accept satisfactory evidence of self-insurance in lieu of the above coverage. The above-referenced certificate shall show the insurance will not be canceled without thirty (30) days written notice to the manager.

- (d) Suspension or revocation of license. The manager may suspend or revoke a license when the licensee commits one (1) or more of the following acts or omissions:
- (1) Fails to comply with the responsibilities as outlined in the *Roadway Excavation Specifications* and/or the provisions as outlined in article VIII, chapter 49 of the Denver Revised Municipal Code.
  - (2) Conspires with any person to permit a license to be used by another person.
  - (3) Willfully violates or disregards any of the provisions of the Code.
  - (4) Creates, as a result of work performed, an unsafe condition.
  - (5) Fails to obey orders in a timely fashion.
  - (6) Fails to obey a stop work order.
- (e) Procedure for revocation or suspension of license. When any of the acts or omissions outlined in subsection (d) above are committed by a license holder, and the manager deems that the license shall be suspended or revoked, the action shall be as follows:
- (1) The department shall notify the licensee in writing by certified mail or personal service at least seven (7) days prior to suspension or revocation.
  - (2) Upon receipt of the notice, the licensee may request a hearing to show cause why the license should not be suspended or revoked. This request shall be in writing to the department within thirty (30) days after the notice is mailed.
  - (3)



If a hearing is requested by the licensee, the manager shall set a time, date and place, and so notify the licensee. Suspension or revocation of the license shall be stayed until after the hearing.

- (4) When a hearing is conducted, the licensee, the department and other interested parties may attend. Upon completion of the hearing, the manager shall take all evidence available as a result of the department's investigation and all evidence presented at the hearing under advisement, and shall notify the licensee in writing of the findings and decision, including length of suspension or revocation if any, by certified mail or personal service.
- (f) Emergency suspension. If the manager finds that cause exists for emergency suspension or revocation of a license, he may enter an order for the immediate suspension of the license, pending further investigation. The licensee may, upon notice of the suspension, request an immediate hearing before the manager. The suspension or revocation is not stayed while the hearing is pending.
- (g) Time of suspension or revocation. Time of suspension may be up to one (1) year. Time of revocation may be from one (1) year to five (5) years.
- (h) Delegation of authority. The manager may appoint a qualified member of the department to sit in his stead as hearing officer to conduct the hearing. Final decision shall be rendered by the manager.
- (i) Appeal rights. Any person who disputes a license suspension or revocation, suspension or revocation of a street cut permit, or any other actions of the city pursuant to this article, may appeal the decision as outlined in section 56-106 of the Denver Revised Municipal Code. The appeal shall stay all orders pending the decision on the appeal, unless an emergency suspension as outlined in section 49-200(f). The permittee shall be responsible for all costs of corrections as required as a result of the appeal.
- (j) Appeal. An appeal of a decision rendered under section 56-106 of the Revised Municipal Code shall be in accordance with Rule 106(a)(4) of the Colorado Rules of Civil Procedure.

(Ord. No. 492-91, § 1, 7-1-91; Ord. No. 505-00, § 2, 6-26-00)

#### Sec. 49-201. - Fees.

For application and license fees for contractors' licenses, refer to section 32-73.

(Ord. No. 492-91, § 1, 7-1-91)

#### Sec. 49-202. - Excavation and backfill of street cuts.

- (a) All street cuts performed in city rights-of-way shall be done in conformity with the rules and regulations of the manager which shall provide for the proper care and protection of the streets, alleys, sidewalks and other public places of the city and persons and property either on the public

right-of-way or adjacent thereto.

- (b) Excavations and backfills shall be made in accordance with the plans and specifications furnished by the applicant which:
  - (1) Are prepared in accordance with accepted engineering standards;
  - (2) Are adapted to the particular conditions of travel, load requirements, terrain, subsoil, moisture, etc., where the excavation backfill is to be performed; and
  - (3) Are approved by the manager.
- (c) Where a permit has been issued, or where an excavation has been done under subsection 49-193(e), the excavator shall notify the manager of the time and date of the backfilling of the excavations will commence. In the event the manager determines that the permittee is not using acceptable backfill materials or acceptable backfilling procedures, he/she may order the suspension of all work at the site. The manager may require the permittee to furnish a soil test by a recognized soil testing laboratory or registered professional engineer specializing in soil mechanics in order to determine whether the backfill for the excavation was adequately compacted. All expense of such tests shall be borne by the permittee, and surface repair shall not commence until the manager is satisfied that the backfill has been restored to a density condition meeting the requirements of the rules and regulations adopted by the manager.
- (d) The permittee shall repair any damage caused by the work performed under this article including, but not limited to, reestablishing any grass or sprinkler system damaged as a result of work performed by the permittee in accordance with specifications adopted by the manager. Where existing topsoil is deemed of insufficient quality, the manager may require the top six (6) inches be replaced with new topsoil.

(Ord. No. 492-91, § 1, 7-1-91)

Sec. 49-203. - Traffic safety.

- (a) It shall be unlawful, for purposes of making a street cut, to stop up or obstruct more than one (1) block and one (1) intersection at the same time on any street, or to keep the same blocked up for more than two (2) days after the repaving is finished without the permission of the manager and the issuance of a street occupancy permit as required in section 54-652.
- (b) It shall be unlawful for any person to dig or cause to be dug any hole, drain, ditch or any other excavation in any street, alley, sidewalk or other public place in the city without providing sufficient lights during the nighttime. To prevent persons, animals and vehicles from sustaining injury or damage, such lights shall be placed with a suitable barricade or temporary fence around the hole, drain, ditch or other excavation.
- (c) During the daytime, the barricade shall be maintained, but warning lights are not required.
- (d)

Every street cut shall further be protected at all times by traffic safety devices as prescribed by the *Uniform Manual of Traffic Control Devices* in order to minimize the disruption of the flow of traffic in the vicinity of the excavation.

- (e) It shall be unlawful to damage, displace, remove or interfere with any barricade, warning light or any other traffic safety device which is lawfully placed around or about any street, alley, sidewalk or other excavation or construction work in the city.

(Ord. No. 492-91, § 1, 7-1-91)

Sec. 49-204. - Obstruction of construction operations.

It shall be unlawful to hinder or obstruct any paving operations or excavations conducted in conformance with the provisions of this article.

(Ord. No. 492-91, § 1, 7-1-91)

Sec. 49-205. - Disclaimer.

The granting of a permit or the monitoring of operations conducted under any permit shall not make the manager responsible for construction means, methods, techniques, sequences, procedures or permittee's failure to perform the work in accordance with the standards and specifications set forth in the *Uniform Manual of Traffic Control Devices*, nor shall any approval granted by any city official make any such official responsible for any personal injury or property damage occurring as a result of the permittee's operation.

(Ord. No. 492-91, § 1, 7-1-91)

Sec. 49-206. - Liability for damages.

Any person who shall undertake work pursuant to a permit issued under provisions of this article, or work under contracts with the city, shall be answerable for any damage occasioned to persons, animals or property by reason of carelessness or negligence connected with such work, and shall be subject to civil penalties as set forth in sections 56-106 and 56-107 and indemnity; and shall defend the city from all claims arising from work performed on the public right-of-way under this article.

(Ord. No. 492-91, § 1, 7-1-91)

Sec. 49-207. - Moratorium.

- (a) No street cuts shall be allowed in any public street or alley for a period of three (3) years from the completion of street resurfacing and/or reconstruction without written approval from the manager. Written approvals will be issued only after submittal and approval of a plan outlining the course of remediation. Street cuts required due to emergency situations shall require submittal of a plan within forty-eight (48) hours from the time of the cut for the approval of the

manager, outlining the course of remediation. Remediation will consist of a curb to curb profile and overlay, a centerline to curb profile and overlay or a lane line to curb profile and overlay whichever is necessary in order not to decrease the life expectancy of the street surface.

- (b) Street cuts performed during the months of December, January and February shall be limited in quantity and extent. Due to problems associated with permanent patching during adverse winter conditions, street cuts shall be performed only under conditions which will provide adequate time for permanent patching to be completed using material approved by the city engineer. The manager shall be notified in advance of all work occurring during these winter months.

(Ord. No. 492-91, § 1, 7-1-91; Ord. No. 505-00, § 3, 6-26-00)

Sec. 49-208. - Information on pipes and other structures.

It shall be the duty of every person to furnish on request to the manager information regarding the horizontal location in any street, alley, sidewalk or other public place of the city of any pipe or other structure installed, maintained or utilized by such person.

(Ord. No. 492-91, § 1, 7-1-91)

Sec. 49-209—49-245. - Reserved.

## EXHIBIT C

## ARTICLE VI. - SIDEWALKS, CURBS, GUTTERS AND DRIVEWAYS

## DIVISION 1. - GENERALLY

Secs. 49-101—49-110. - Reserved.

## DIVISION 2. - CONSTRUCTION, RECONSTRUCTION AND REPAIR

*Footnotes:*

— (2) —

**Charter reference**— *Local public improvements, § A2.4 et seq.*

Sec. 49-111. - Permit for sidewalk, driveway or curb cut construction.

- (a) No person shall construct, reconstruct or repair sidewalks, driveways, curbs, gutters or curb cuts on the public right-of-way without first obtaining a permit to do so from the manager of transportation and infrastructure.
- (b) The fee for a permit under this section shall be set by the manager of transportation and infrastructure, which fee schedule shall be posted for public inspection in the office of the city engineer.
- (c) Where sidewalk, driveway or curb cut are constructed or reconstructed simultaneously, only one (1) permit and fee shall be required.
- (d) The permit shall specify the work to be done, and any violation of the terms of such permit shall render the same null and void.

(Code 1950, §§ 320.1, 320.3, 321.1; Ord. No. 39-20, § 88, 2-3-20)

Sec. 49-112. - Construction materials.

All sidewalks constructed on the public right-of-way in the city shall be constructed of the size, in the location and according to the specifications as contained in the rules and regulations pertaining to sidewalk construction as promulgated by the manager of transportation and infrastructure under authority of this section.

(Code 1950, § 320.2; Ord. No. 39-20, § 89, 2-3-20)

Sec. 49-113. - Location.

All sidewalks hereafter constructed or reconstructed shall be located to conform with the rules and regulations promulgated by the manager of transportation and infrastructure under the authority of this division and of the Charter.

(Code 1950, § 320.5; Ord. No. 39-20, § 90, 2-3-20)

Sec. 49-114. - Extension beyond prescribed limits or conversion to private use of sidewalks.

- (a) On all streets where courts or open spaces are permitted for the planting of trees or grass plots, the same shall be kept level and to grade and free of any obstruction, fence, railing, bench, hedge or bush, unless objects are used to define tree planting spaces, water quality or green infrastructure facilities, bike rack areas, or other acceptable amenities to ensure safe use of the public right-of-way.
- (b) When trees are located within a concrete sidewalk area, all planting spaces shall be designed in a manner as deemed necessary for the public safety by the manager of transportation and infrastructure in consultation with the city forester.
- (c) No person shall construct or reconstruct a loading platform upon city property without first obtaining a permit to do so from the manager of transportation and infrastructure.

(Code 1950, § 320.4; Ord. No. 1017-17, § 8, 10-16-2017; Ord. No. 39-20, § 91, 2-3-20)

Sec. 49-115. - Grade.

All sidewalks and curbstones shall be laid and set to the established grade, which shall be furnished by the city engineer.

(Code 1950, § 321.3)

Sec. 49-116. - Reserved.

**Editor's note**— Ord. No. 307-22, § 2, adopted November 8, 2022, repealed § 49-116. Former § 49-116 pertained to construction orders and derived from § 321.7 of the Code of 1950 and Ord. No. 39-20, § 92, adopted February 3, 2020.

Sec. 49-117. - Reserved.

**Editor's note**— Ord. No. 307-22, § 2, adopted November 8, 2022, repealed § 49-117. Former § 49-117 pertained to orders to reconstruct due to nonconformity to grade and derived from § 321.4 of the Code of 1950.

Sec. 49-118. - Reserved.

**Editor's note**— Ord. No. 307-22, § 2, adopted November 8, 2022, repealed § 49-118. Former § 49-118 pertained to changes of the grade of a sidewalk and derived from § 321.5 of the Code of 1950; Ord. No. 450-84, § 1, adopted August 27, 1984; and Ord. No. 39-20, § 93, adopted February 3, 2020.

Sec. 49-119. - Reserved.

**Editor's note**— Ord. No. 307-22, § 2, adopted November 8, 2022, repealed § 49-119. Former § 49-119 pertained to sidewalk repairs on hazardous walks and derived from § 321.6 of the Code of 1950; Ord. No. 450-84, § 2, adopted August 27, 1984; and Ord. No. 39-20, § 94, adopted February 3, 2020.

Sec. 49-120. - Reserved.

**Editor's note**— Ord. No. 307-22, § 2, adopted November 8, 2022, repealed § 49-120. Former § 49-120 pertained to contents and service of notice and derived from § 321.8 of the Code of 1950; Ord. No. 450-84, § 3[1], adopted August 27, 1984; and Ord. No. 811-88, § 1, adopted December 27, 1988.

Sec. 49-121. - Access and ease of movement for handicapped persons.

The manager of transportation and infrastructure shall require that all new streets and any existing streets which are reconstructed shall provide for the safe and convenient movement of handicapped persons, including those in wheelchairs, across all curbs at all crosswalks and at all intersection corners.

(Ord. No. 298-83, § 1, 5-23-83; Ord. No. 39-20, § 95, 2-3-20)

**Cross reference**— Rights and duties of persons with mobility handicaps who operate wheelchairs, § 54-547.

Sec. 49-122. - Reserved.

**Editor's note**— Ord. No. 307-22, § 2, adopted November 8, 2022, repealed § 49-120. Former § 49-120 pertained to city may construct, reconstruct, or repair a sidewalk and derived from Ord. No. 811-88, § 2, adopted December 27, 1988 and Ord. No. 39-20, § 96, adopted February 3, 2020.

Secs. 49-123—49-130. - Reserved.

DIVISION 3. - LIEN FOR REPAIRS

Sec. 49-131. - Recovery of cost and expenses.

(a) Reserved.

(b)



If the owner, occupant, lessee or holder of legal or equitable interest of or in the property shall fail within thirty (30) days after billing to pay the costs and expenses of work by the city, a lien may be assessed against the property. The manager of transportation and infrastructure, to initiate such lien, shall certify a statement thereof to the manager of finance, who shall record a notice of such lien with the clerk and recorder. The manager of finance shall assess and charge the same against the property involved, and collect the same due, plus interest thereon, in the manner as are delinquent real property taxes. If the lien remains unsatisfied, the manager of finance shall sell the property involved in the manner prescribed for sales of property for delinquent property taxes. The lien created hereby shall be superior and prior to all other liens, regardless of their dates of recordation, except liens for general taxes and special assessments. In addition to the remedies set forth herein, an action or other process provided by law may be maintained by the city to recover or collect any amounts, including interest, owing under this provision.

(c) The liens created hereby shall be superior and prior to other liens, regardless of date, except liens for general and special taxes.

(Code 1950, §§ 322.1, 322.3; Ord. No. 450-84, § 3[2], 8-27-84; Ord. No. 811-88, § 3, 12-27-88; Ord. No. 464-98, § 5, 7-6-98; Ord. No. 775-07, § 79, 12-26-07; Ord. No. 39-20, § 97, 2-3-20; Ord. No. 307-22, § 2, 11-8-22)

Sec. 49-132. - Reserved.

**Editor's note—** Ord. No. 307-22, § 2, adopted November 8, 2022, repealed § 49-132. Former § 49-132 pertained to discharge of work certificate; sale; redemption and derived from §§ 322.2, 322.4 of the Code of 1950; Ord. No. 450-84, § 4, adopted August 27, 1984 and Ord. No. 775-07, § 80, adopted December 26, 2007.

Sec. 49-133. - Reserved.

**Editor's note—** Ord. No. 307-22, § 2, adopted November 8, 2022, repealed § 49-133. Former § 49-133 pertained to the redemption of certificate; extinguishment of lien and derived from § 322.5 of the Code of 1950 and Ord. No. 775-07, § 81, adopted December 26, 2007.

Sec. 49-134. - Reserved.

**Editor's note—** Ord. No. 307-22, § 2, adopted November 8, 2022, repealed § 49-134. Former § 49-134 pertained to the manager of transportation and infrastructure furnishes manager of finance list of certificates and derived from § 322.6 of the Code of 1950; Ord. No. 775-07, § 82, adopted December 26, 2007 and Ord. No. 39-20, § 98, adopted February 3, 2020.

Secs. 49-135—49-140. - Reserved.

DIVISION 4. - CURB CUTS

**Sec. 49-141. - Necessity.**

The manager of transportation and infrastructure is hereby authorized to determine the necessity for the location and width of curb cuts, taking into consideration the location of the property affected; the extent of vehicular and pedestrian traffic along the same; the demand and the necessity for parking spaces; the means of ingress and egress to and from the property; and generally the health, safety and welfare of the public.

(Code 1950, § 325.1; Ord. No. 39-20, § 99, 2-3-20)

**Sec. 49-142. - When manager may require alteration of curb.**

Where the use, convenience and necessity of the public require, the manager of transportation and infrastructure is hereby authorized to order the owners or agents of the property adjacent to which curb cuts are maintained to repair, alter, construct or reconstruct, or close or replace the curb or to change the width and location thereof, and is further authorized to make such rules and regulations in respect thereof as the manager deems fit and proper under the circumstances.

(Code 1950, § 325.2; Ord. No. 39-20, § 100, 2-3-20)

**Sec. 49-143. - Notification for curb alteration.**

- (a) In all cases under section 49-142, the manager of transportation and infrastructure shall notify the owner or agent of the property to repair, alter, construct or reconstruct, or close or replace the curb, or to change the width or location thereof in accordance with the rules and regulations, plans and specifications of the manager within thirty (30) days from the date of the notice.
- (b) Such notice shall be in writing and served:
  - (1) By delivering the notice to the owner personally or by leaving the same at the owner's residence, office or place of business, with some member of the owner's family over fifteen (15) years of age; or
  - (2) By mailing such notices by registered mail to such owner at the last known address; or
  - (3) If the owner is unknown, by posting the notice in some conspicuous place on the premises for five (5) consecutive days.

(Code 1950, § 325.3; Ord. No. 39-20, § 101, 2-3-20)

**Sec. 49-144. - Failure to comply with notice; work by city.**

- (a) It shall be unlawful for any owner to fail, neglect or refuse to comply with the requirements of notice under this division within the time therein specified.

(b)

Whenever the owner shall be in default or shall fail to comply with the notice of the manager of transportation and infrastructure, the manager is hereby authorized to have the necessary work performed and to recover the cost of the same as provided in section 49-131.

(Code 1950, § 325.4; Ord. No. 464-98, § 6, 7-6-98; Ord. No. 39-20, § 102, 2-3-20)

#### DIVISION 5. - SIDEWALK PROGRAM AND SIDEWALK FUND

##### Sec. 49-145. - General provisions.

- (a) Sidewalks are basic infrastructure critical to creating and maintaining an equitable and vibrant city. Sidewalks are necessary to guarantee everyone, including parents, children, and people with disabilities, has the independence to move about the city freely and safely. However, many places in the city do not have sidewalks or have sidewalks that are narrow, in disrepair, and/or do not comply with legally mandated accessibility standards. Presently existing sidewalks require frequent reconstruction and repair.
- (b) Historically, each owner of a lot or parcel of real property within the city was responsible for the construction, reconstruction and repair of the sidewalk on their real property. To create a comprehensive, integrated, and accessible sidewalk network, while also reducing the burden on individual real property owners to construct, reconstruct, and repair sidewalks, this division promulgates and sets forth an annual sidewalk service charge to be paid by real property owners, the revenues from which shall be dedicated to sidewalk construction, reconstruction and repair by the city. This division further removes individual real property owners' responsibility for sidewalk construction, reconstruction and repair. Just as real property owners' former responsibility for sidewalk construction, reconstruction and repair was proportionate to the length of sidewalk adjoining their property, real property owners should pay a sidewalk service charge proportionate to the length of sidewalk adjoining their property. Additionally, each owner of a lot or parcel of real property within the city to the extent it makes use of, and is served by, sidewalks, should pay for the use and availability of use of sidewalks.
- (c) The revenue from the sidewalk service charge promulgated and set forth in this division is required, and shall be used, solely for sidewalk construction, reconstruction and repair purposes, including financing, administrative and other costs related to the implementation of the sidewalk construction, reconstruction and repair program.
- (d) In addition to the above-stated general purposes, this division is enacted for the following specific purposes:
  - (1) To promote the general public health, safety and welfare by assuring that sidewalks are accessible and safely maintained for all sidewalk users.
  - (2)

To provide for the establishment of a sidewalk master plan and maintenance program for effectively identifying sidewalks in need of construction, reconstruction and repair and developing a comprehensive program for sidewalk construction, reconstruction and repair.

- (3) To establish a reasonable sidewalk service charge for construction, reconstruction and repair of sidewalks computed on a basis of the use made of, and the need for, and the service provided by, sidewalks in the city.

(Ord. No. 307-22, § 1, 11-8-22)

Sec. 49-146. - Sidewalk master plan.

- (a) The manager of transportation and infrastructure shall, as soon as is practicable, formulate and develop a plan to be known as the sidewalk master plan of the city. The sidewalk master plan shall set forth the location, width and state of repair of all sidewalks within the city, as well as the location of all lots and parcels of real property in the city where there are currently no sidewalks.
- (b) The sidewalk master plan shall set forth a near-term strategy for implementation of the initial capital investment plan described in subsection 49-146(c), as well as a long-term strategy for a continuing program of maintenance, repair, and/or reconstruction of city sidewalks as needed and over time. These strategies shall initially prioritize sidewalk construction, reconstruction and repair based on the prioritization tiers assigned in the 2019 Denver Moves: Pedestrians & Trails Plan, or similar plan that prioritizes sidewalk construction, reconstruction and repair to maximize pedestrian safety, transit access, and access to other high-priority destinations such as schools, parks, grocery stores, and health care centers. The sidewalk master plan shall require sidewalks to be constructed, reconstructed and repaired to the minimum standard sidewalk widths identified in the city's complete streets guidelines for the type of street on which the sidewalk is located, unless the manager of transportation and infrastructure determines doing so is not reasonable or feasible.
- (c) The manager of transportation and infrastructure shall include in the sidewalk master plan an initial capital investment plan that is to be fully implemented within nine (9) years of the effective date of this section. The initial capital investment plan shall include, at a minimum, the construction of sidewalks on city property adjoining all parcels where no sidewalks currently exist, the upgrade or reconstruction of all existing sidewalks that do not meet the minimum standard sidewalk widths identified above, and the repair or reconstruction of all existing sidewalks that are in severe disrepair or do not comply with legally mandated accessibility standards as determined by the manager of transportation and infrastructure.
- (d) The sidewalk master plan shall include strategies for, and the manager of transportation and infrastructure may make such additional studies as may be necessary for ensuring the efficiency and creation of functional sidewalk networks, including by consolidating new construction,

upgrades and repairs geographically. The sidewalk master plan shall also consider and direct the implementation of strategies to preserve flagstone sidewalks where the existing materials are substantially intact and it is possible to do so while still satisfying sidewalk master plan priorities.

- (e) The sidewalk master plan shall be updated in no less frequent intervals than five (5) years, including new improvements and developing problem areas and shall be submitted to the transportation and infrastructure advisory board and city council for their review.
- (f) Prior to preparing the annual budget, the manager of transportation and infrastructure shall prepare an annual report and action plan detailing progress made in the prior year toward the goals of the sidewalk master plan, progress made in the implementation of the initial capital investment plan, and a detailed plan for proposed sidewalk construction, repair, and reconstruction to be undertaken in the next year. The annual report and action plan shall be provided for public comment and submitted to the transportation and infrastructure advisory board for its review and approval.

(Ord. No. 307-22, § 1, 11-8-22)

**Sec. 49-147. - Sidewalk construction, reconstruction and repair service charge.**

- (a) There is hereby imposed on each and every lot or parcel of land within the city, and the owners thereof, a sidewalk construction, reconstruction and repair service charge (referred to in this division as the "sidewalk service charge"). This charge is deemed reasonable and is necessary to pay for (1) the maintenance, improvement and replacement of existing city sidewalks on the public right-of-way, and (2) the construction, maintenance, improvement and replacement of future city sidewalks on the public right-of-way. All of the proceeds of the sidewalk service charge are deemed to be in payment for use, construction, reconstruction, and repair of city sidewalks by the real property on, and with respect to, which the charge is imposed, and the owners thereof. Real property owned by the city pursuant to the Charter authority of the department of aviation shall not be subject to payment of such sidewalk service charge for so long as the department of aviation performs all necessary and appropriate maintenance, repair, replacement and future construction relating to sidewalks located on such real property.
- (b) (1) The sidewalk service charge shall be payable in advance, twice annually or at some other billing frequency that the manager of transportation and infrastructure shall determine is necessary and appropriate, and shall be paid to the city, as billed by the city, by the owner or owners of each and every lot or parcel of real property located within the political jurisdiction of the city and shall be computed by first determining the linear footage of the property frontage for the lot or parcel of real property as set forth in subsection (c) of this section; second, identifying the street type on which the lot or parcel of real property is located as set



forth in subsection (d) of this section; and third, multiplying the sidewalk service charge per linear foot for the assigned street type as set forth in Section 49-148 by the linear footage of the property frontage for the lot or parcel of real property.

- (2) For property owners who are not billed on a twice annual basis, charges under subsection (b) (1) of this section shall be prorated for each billing period.
- (3) For a lot or parcel of real property located on two or more street types, the computation described in subsection (b)(1) of this section shall be performed separately for each portion of the lot or parcel on a different street type, and the resulting numbers summed to determine the total sidewalk service charge for the lot or parcel.
- (c) The manager of transportation and infrastructure shall determine the linear footage of the property frontage for the lot or parcel of real property by any of the following methods:
  - (1) On-site measurements of the linear footage of the property frontage for the lot or parcel of real property made by the city or on its behalf;
  - (2) Computation of the linear footage of the property frontage for the lot or parcel of real property using the dimensions of the property frontage for the lot or parcel of real property which are set forth and contained in the records of the office of the assessor of the city; or
  - (3) Estimation, calculation and computation of the property frontage using aerial photography, photogrammetry, or equivalent technology.
- (d) The manager of transportation and infrastructure shall identify the street type on which the lot or parcel of real property is located based on the Blueprint Denver future street typology, or such other comprehensive street typology as the city may subsequently create and on which the manager of transportation and infrastructure may choose to rely for purposes of this section.

(Ord. No. 307-22, § 1, 11-8-22)

Sec. 49-148. - Sidewalk service charge per linear foot.

- (a) Except as otherwise provided in this section, the sidewalk service charge per linear foot per twelve-month period for each street type is fixed as follows:

Street Type	Annual fee per linear foot of property frontage
Commercial Arterial	\$3.58
Commercial Collector	\$2.15
Downtown Arterial	\$4.30

Downtown Collector	\$4.30
Industrial Arterial	\$3.58
Industrial Collector	\$2.15
Main Street Arterial	\$4.30
Main Street Collector	\$4.30
Mixed Use Arterial	\$3.58
Mixed Use Collector	\$3.58
Residential Arterial	\$3.58
Residential Collector	\$2.15
Local and Undesignated	\$2.15

- (b) Public health, safety, and welfare are furthered by ensuring that impacts to residents and businesses of neighborhoods experiencing significant change are mitigated to preserve the culture and character of these neighborhoods by helping provide residents and businesses opportunities to remain in place. In furtherance of this purpose, the annual fee per linear foot of property frontage set forth in subsection (a) of this section shall be discounted by twenty (20) percent for real property located in neighborhoods identified through the city's Neighborhood Equity & Stabilization (NEST) program. If using the city's NEST program to identify neighborhoods in which the annual fee per linear foot of property frontage should be discounted becomes infeasible, the manager of transportation and infrastructure may direct that these neighborhoods be identified through alternate means.
- (c) Starting in the fifth (5<sup>th</sup>) year after the year in which the sidewalk service charge is first collected, and every fifth (5<sup>th</sup>) year thereafter, the current rates of charge (per linear foot of property frontage) shall be adjusted based on the percentage change from the date of the previous adjustment (or in the case of the first period, from the date of initial imposition of the charge) in the CPI-U as that term is defined in subsection 56-92(13.5). The percentage change to be applied to the rates shall be calculated as set forth in subsection 56-93(d).

(Ord. No. 307-22, § 1, 11-8-22)

**Sec. 49-149. - Administrative review and court proceedings.**

- (a) Any person who disputes the amount of any charge or rate of charge made against that person's property may request a revision or modification to such charge or rate of charge from the agency or division of the department of transportation and infrastructure assessing such charge. Such request shall be made in writing not later than one (1) year after having been billed for any such charge. Said agency or division shall issue a written determination granting or denying such request, in whole or in part, which determination may be appealed pursuant to the remaining provisions of this section.
- (b) Any person who disputes any determination made by or on behalf of the city pursuant to and by authority of the manager of transportation and infrastructure, which determination adversely affects such person, may petition the manager of transportation and infrastructure for a hearing concerning such determination no later than thirty (30) days after having been notified of any such determination.
- (c) The manager of transportation and infrastructure may hold such hearing or, in the manager of transportation and infrastructure's sole discretion, may designate an officer or employee of the department of transportation and infrastructure as a hearing officer with authority to hold such hearing or such hearings.
- (d) Such petition shall be in writing and the facts and figures submitted shall be submitted under oath or affirmation either in writing or orally at a hearing scheduled by the manager of transportation and infrastructure or the hearing officer. The hearing, if any, shall take place in the city and notice thereof and the proceedings shall otherwise be in accordance with rules and regulations issued by the manager of transportation and infrastructure. The petitioner shall bear the risk of non persuasion, and the standard of proof shall conform with that in civil, non jury cases in state district court.
- (e) Thereupon, the manager of transportation and infrastructure or the manager of transportation and infrastructure's designee shall make a final determination. Such final determination shall be considered a final order of the manager of transportation and infrastructure and may be reviewed under rule 106(a)(4) of the state rules of civil procedure.
- (f) The district court of the second judicial district of the state shall have original jurisdiction in proceedings to review all questions of law and fact determined by the manager of transportation and infrastructure by order or writ under rule 106(a)(4) of the state rules of civil procedure.

(Ord. No. 307-22, § 1, 11-8-22)

**Sec. 49-150. - Administration of division by manager of transportation and infrastructure.**



The administration of this division is hereby vested in and shall be exercised by the manager of the department of transportation and infrastructure who may, in accordance with article VI of chapter 2, prescribe forms and rules and regulations in conformity with this division for the ascertainment, computation and collection of the fees and charges imposed hereunder, and for the proper administration and enforcement hereof. The manager of transportation and infrastructure may delegate the administration of this division, or any part thereof, subject to the limitations of the Charter and this Code, to duly qualified deputies and agents of the manager of transportation and infrastructure.

(Ord. No. 307-22, § 1, 11-8-22)

Sec. 49-151. - Notice

Every decision or determination of the manager of transportation and infrastructure shall be in writing and notice thereof shall be mailed to or served upon the petitioner within a reasonable time from the date of the manager's action, and all such determinations, orders and decisions shall become final upon the expiration of thirty (30) days after notice of such determination or decision shall have been mailed to or personally served upon the petitioner, unless proceedings are begun within the time for review thereof as herein provided. Service by certified mail, return receipt requested, shall be conclusive evidence of service for the purpose of this division.

(Ord. No. 307-22, § 1, 11-8-22)

Sec. 49-152. - Fiscal matters and sidewalks fund.

- (a) All fees and charges paid and collected pursuant to this division shall be segregated, credited and deposited in a special fund or funds (to be referred to as the "Sidewalks Fund"), and shall not be transferred therefrom to any other account of the city, except to pay for expenses directly attributable to the construction, reconstruction and repair of sidewalks, including costs to administer the construction, reconstruction and repair of sidewalks and the requirements of this division.
- (b) The fees and charges paid and collected by virtue of this division shall not be used for general or other governmental or proprietary purposes of the city, except to pay for the equitable share of the costs of accounting, management, and government thereof. Instead, the fees and charges shall be used other than as described above, solely to pay for the costs of the construction, repair, maintenance, improvement, renewal, replacement and reconstruction of sidewalks within the city and costs incidental thereto.
- (c) The fees and charges paid and collected by virtue of this division shall not be used for landscaping (except as needed to restore landscaping disturbed as part of construction), street furniture, structures, roadways, curb and gutter modifications (except as required incidental to

construction or widening of a sidewalk), or snow removal.

- (d) The city may pledge all fees and charges collected under this division, including those anticipated to be collected, to the payment of principal, interest and other amounts due on any revenue bond, note, certificate, contract, or other obligation issued or entered into for financing the design, construction, construction inspection, reconstruction, improvement, replacement and installation of improvements under this section and the acquisition of interests in land.
- (e) The annual budget of the department of transportation and infrastructure shall include a proposed budget for the construction, reconstruction and repair of sidewalks for the ensuing budget year. There shall also be included in the comprehensive annual financial report of the city a statement of all amounts presently in the sidewalks fund, and an estimate of anticipated revenues for the ensuing budget year.

(Ord. No. 307-22, § 1, 11-8-22)

Sec. 49-153. - Billing and collection of charges.

- (a) The sidewalk service charge shall be billed and collected from owners of property directly by the manager of transportation and infrastructure. While bills for the sidewalk service charge may be sent to the address of the lot or parcel of real property directed to "owner or occupant," the obligation to pay promptly the sidewalk service charges is in no way affected by the failure of the city to furnish or send a bill or of the owner or occupant of the premises served to receive a bill for such services. Bills and notices are sent solely as a convenience to the users.
- (b) Where possible, the sidewalk service charge shall be billed and collected with the storm drainage service charge established in Division 4 of article III of chapter 56 of the D.M.R.C.
- (c) If any owner or owners of any lot, parcel of land or any real property within the legal boundaries of the city shall neglect, fail or refuse to pay the charges or fees fixed by this division, the rates, charges or fees due therefor may, by the manager of transportation and infrastructure, be periodically certified to the manager of finance who shall record a notice of such lien with the clerk and recorder. Such rates, charges or fees due therefor shall become, from and after the date of such recording of the notice in the office of the clerk and recorder, a continuing lien upon the real property so charged. The manager of finance shall assess and charge the amounts of the charges or fees due against the property involved, and collect the same, plus interest thereon, in the manner as are delinquent real property taxes. The lien created hereby shall be superior and prior to all other liens, regardless of their dates of recordation, except liens for general taxes and special assessments. In addition to the remedies set forth herein, an action or other process provided by law may be maintained by the city to recover or collect any amounts, including interest, owing under this provision. Provided however, that when the failure to pay such rates,

charges or fees due is the result of incorrect billing by the manager of transportation and infrastructure, the owner shall only be billed, with the related certification and notice, if any, for not more than two (2) years prior to the mailing of a corrected billing.

- (d) Any property owner may apply for deferral of payment of fees until transfer of ownership to another person. All back fees, plus interest thereon, shall become due and payable with transfer of ownership. Applications may be submitted to and program eligibility will be determined by the manager of transportation and infrastructure, according to Federal standards including various factors such as age, disability, income level, and the assets of the property owner. Application for deferral can be made at any time.

(Ord. No. 307-22, § 1, 11-8-22)

Sec. 49-154. - Liability.

- (a) This division does not create a liability on the part of, or cause of action against, the city or any officer or employee thereof for any condition of any sidewalk or any lot or parcel of real property that does not have a sidewalk, or any inaction on the part of the city or any officer or employee therefor, nor does this division waive or otherwise alter the city's governmental immunity under the Colorado Governmental Immunity Act, §§ 24-10-101 et seq., C.R.S.
- (b) An adjacent property owner shall have no responsibility to construct, reconstruct and repair sidewalks but shall be responsible for other sidewalk maintenance including removal of snow or other obstructions from the sidewalk. Nothing in this division shall be construed to alter a property owner's liability for any removal, modification, or obstruction of the sidewalk, nor does this division represent any indemnification of a property owner by the city for any claim related to a sidewalk that fronts the property owner's lot or parcel of real property, nor does this section purport to reduce the need or the necessity for obtaining property insurance.
- (c) Nothing in this section shall limit the authority of the manager of transportation and infrastructure to require the owner of a land area to be developed or redeveloped to provide sidewalks in accordance with section 49-84(b), D.R.M.C.

(Ord. No. 307-22, § 1, 11-8-22)

Sec. 49-155. - Violations; evasion of collection or payment.

It shall be a violation of this division for any person to fail or refuse to make payment to the manager of transportation and infrastructure of any fees or charges due the city, or in any manner to evade the collection and payment to such fees and charges, or any part or parts thereof, imposed by this division or for any person to fail or refuse to pay such fees or charges or evade the payment thereof, or to aid or abet another in any attempt to evade the payments of the fees and charges imposed by this division.

11/13/23, 9:56 AM

Denver, CO Code of Ordinances

(Ord. No. 307-22, § 1, 11-8-22)

Sec. 49-156. - Effective date.

This division 5 shall be effective July 1, 2024.

(Ord. No. 1218-23, § 1, 10-2-23)

Secs. 49-157—49-160. - Reserved.

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## EXHIBIT D

### CONTRACTOR'S INSURANCE REQUIREMENTS

**(1) General Conditions:** Contractor agrees to secure, at or before the time of issuance of a Construction Activity Permit, the following insurance covering all operations, goods or services provided for the Permitted Project. Contractor shall keep the required insurance coverage in force at all times during the term of the Construction Activity Permit, or any extension thereof, during any warranty period, and for at least three (3) years after the expiration or termination of the Construction Activity permit. The required insurance shall be underwritten by an insurer licensed or authorized to do business in Colorado and rated by A.M. Best Company as "A-"VIII or better. Each policy shall contain a valid provision or endorsement requiring notification to the District in the event any of the required policies are canceled or non-renewed before the expiration date thereof. Said notice shall be sent thirty (30) days prior to such cancellation or non-renewal unless due to non-payment of premiums for which notice shall be sent ten (10) days prior. If such written notice is unavailable from the insurer, Contractor shall provide written notice of cancellation, non-renewal and any reduction in coverage to the the District by certified mail, return receipt requested within three (3) business days of such notice by its insurer(s). If any policy is in excess of a deductible or self-insured retention, the District must be notified by Contractor. Contractor shall be responsible for the payment of any deductible or self-insured retention. The insurance coverages specified in these Rules and Regulations are the minimum requirements, and these requirements do not lessen or limit the liability of Contractor. Contractor shall maintain, at its own expense, any additional kinds or amounts of insurance that it may deem necessary to cover its obligations and liabilities under the Construction Activity Permit.

**(2) Proof of Insurance:** Contractor shall provide a copy of these requirements to its insurance agent or broker. Contractor may not commence services or work relating to the Construction Activity Permit prior to placement of coverages required under the Construction Activity Permit. Contractor certifies that the certificate of insurance, preferably an ACORD certificate, complies with all insurance requirements of these Rules and Regulations. The acceptance of a certificate of insurance or other proof of insurance that does not comply with all insurance requirements set forth in these Rules and Regulations shall not act as a waiver of Contractor's breach of these Rules and Regulations or of any of the rights or remedies under these Rules and Regulations. Additional proof of insurance, including but not limited to policies and endorsements, may be required.

**(3) Additional Insureds:** For Commercial General Liability, Auto Liability and Contractors Pollution Liability, Contractor and subcontractor's insurer(s) shall include the District, its elected and appointed officials, employees and volunteers as additional insured.

**(4) Waiver of Subrogation:** For all coverages required under these Rules and Regulations, Contractor's insurer shall waive subrogation rights against the District.

**(5) Subcontractors and Subconsultants:** All subcontractors and subconsultants (including independent contractors, suppliers or other entities providing goods or services required by Construction Activity Permit) shall be subject to all of the requirements herein and shall procure and maintain the same coverages required of the Contractor. Contractor shall include all such

subcontractors and subconsultants as additional insured under its policies (with the exception of Workers' Compensation) or shall ensure that all such subcontractors and subconsultants maintain the required coverages. Contractor agrees to provide proof of insurance for all such subcontractors and subconsultants upon request.

**(6) Workers' Compensation/Employer's Liability Insurance:** Contractor shall maintain the coverage as required by statute for each work location and shall maintain Employer's Liability insurance with limits of \$100,000 per occurrence for each bodily injury claim, \$100,000 per occurrence for each bodily injury caused by disease claim, and \$500,000 aggregate for all bodily injuries caused by disease claims. Contractor expressly represents to the District, as a material representation upon which the District is relying, that none of the Contractor's officers or employees who may be eligible under any statute or law to reject Workers' Compensation Insurance shall effect such rejection during any part of the term of the Construction Activity Permit, and that any such rejections previously effected, have been revoked as of the date Contractor receives the Construction Activity permit.

**(7) Commercial General Liability:** Contractor shall maintain a Commercial General Liability insurance policy with limits of \$1,000,000 for each occurrence, \$1,000,000 for each personal and advertising injury claim, \$2,000,000 products and completed operations aggregate, and \$2,000,000 policy aggregate.

**(8) Business Automobile Liability:** Contractor shall maintain Business Automobile Liability, or its equivalent, with minimum limits of \$1,000,000 combined single limit applicable to all owned, hired and non-owned vehicles used in performing services under this Contractor Agreement. If transporting wastes, hazardous material, or regulated substances, Contractor shall carry a pollution coverage endorsement and an MCS 90 endorsement on their policy. Transportation coverage under the Contractors Pollution Liability policy shall be an acceptable replacement for a pollution endorsement to the Business Automobile Liability policy.

**(9) Contractors Pollution Liability:** Contractor shall maintain limits of \$1,000,000 per occurrence and \$2,000,000 policy aggregate. Policy to include bodily injury; property damage including loss of use of damaged property; defense costs including costs and expenses incurred in the investigation, defense or settlement of claims; and clean up costs. Policy shall include a severability of interest or separation of insured provision (no insured vs. insured exclusion) and a provision that coverage is primary and noncontributory with any other coverage maintained by the District. (Construction Contractor Only)

**(10) Professional Liability (Errors & Omissions):** Contractor shall maintain limits of \$1,000,000 per claim and \$1,000,000 policy aggregate limit. (Design Professionals Only)

**(11) Builders' Risk or Installation Floater:** Contractor shall maintain limits equal to the completed value of the project. Coverage shall be written on an all risk, replacement cost basis including coverage for soft costs, flood and earth movement, if in a flood or quake zone, and, if applicable, equipment breakdown including testing. The District, Contractor, and sub-contractors shall be Additional Named Insureds under the policy. Policy shall remain in force until acceptance of the Permitted Project by the District. (Construction Contractor Only)

**(12) Additional Provisions:**

(a) For claims-made coverage:

(i) The retroactive date must be on or before the contract date or the first date when any goods or services were provided to the District, whichever is earlier.

(b) Contractor shall advise the District in the event any general aggregate or other aggregate limits are reduced below the required per occurrence limits. At their own expense, and where such general aggregate or other aggregate limits have been reduced below the required per occurrence limit, the Contractor will procure such per occurrence limits and furnish a new certificate of insurance showing such coverage is in force.

**Exhibit D**

Resolutions Authorizing District No. 3's 2023 Loan



## RESOLUTION

WHEREAS, Denargo Market Metropolitan District No. 2, in the City and County of Denver, Colorado (the “District”), is a quasi-municipal corporation and political subdivision of the State of Colorado duly organized and existing as a metropolitan district under the Constitution and laws of the State of Colorado; and

WHEREAS, the District has been regularly and duly organized under the provisions of the general laws of the State of Colorado, pursuant to a resolution adopted by the City Council of the City and County of Denver, Colorado (the “City Council”) and an Order and Decree Creating District of the District Court in and for the City and County of Denver and State of Colorado, declaring the District duly organized, having been entered on June 21, 2010; and

WHEREAS, contemporaneously with the organization of the District, Denargo Market Metropolitan District No. 3 (“District No. 3” and together with the District, the “Districts”) was regularly and duly organized under the provisions of the general laws of the State of Colorado, pursuant to a resolution adopted by the City Council and an Order and Decree Creating District of the District Court in and for the City and County of Denver and State of Colorado, declaring District No. 3 duly organized, having been entered on June 21, 2010; and

WHEREAS, at an election of the qualified electors of the District, duly called and held on May 4, 2010 (the “2010 Election”), in accordance with law and pursuant to due notice, a majority of those qualified to vote and voting at the 2010 Election voted in favor of the ballot questions attached hereto as Exhibit A concerning the issuance of general obligation indebtedness and the imposition of taxes for the payment thereof; and

WHEREAS, the returns of the 2010 Election were duly canvassed and the results thereof duly declared; and

WHEREAS, the result of the 2010 Election was certified by the District by certified mail to the board of county commissioners of each county in which the District is located or to the governing body of a municipality that has adopted a resolution of approval of the District pursuant to C.R.S. § 32-1-204.5, and with the division of securities created by C.R.S. § 11-51-701, within forty-five days after the election; and

WHEREAS, pursuant to the authorization granted to the District at the 2010 Election, the District has previously issued its (a) Limited Tax (Convertible to Unlimited Tax) General Obligation Improvement Note, Series 2016A (the “2016A Note”), in the original principal amount of \$10,000,000, evidencing a loan made by ZB, N.A. *dba* Vectra Bank Colorado (“Vectra”) to the District pursuant to a Loan Agreement dated as of September 29, 2016 (the “2016A Loan Agreement”), and (b) its Limited Tax (Convertible to Unlimited Tax) Taxable General Obligation Advancing Improvement Note, Series 2016B-1 (the “2016B-1 Note”), in the maximum principal amount of \$8,000,000 less the Actual Principal Amount of the 2016B-2 Note and its Limited Tax (Convertible to Unlimited Tax) Taxable General Obligation Advancing Improvement Note, Series 2016B-2 (the “2016B-2 Note” and together with the 2016A Note and the 2016B-1 Note, the “2016 Notes”), in the maximum principal amount of \$600,000, evidencing a loan made by Vectra to the District pursuant to a Loan Agreement dated as of September 29,

2016 (the “2016B Loan Agreement” and together with the 2016A Loan Agreement, the “2016 Loan Agreements”); and

WHEREAS, the 2016 Notes are subject to prepayment in whole, but not in part, on December 1, 2023, upon the payment of the outstanding Loan Balance (as defined in the 2016 Loan Agreements) plus accrued and unpaid interest thereon to the date of such prepayment, together with a prepayment fee equal to 1.0% of the Loan Balance so prepaid; and

WHEREAS, the proceeds of the 2016 Notes were used to finance and refinance public improvements authorized at the 2010 Election that benefit the residents and taxpayers within the boundaries of District No. 3 and the District; and

WHEREAS, in connection with the execution of the 2016 Loan Agreements by the District, District No. 3 entered into the First Amendment to Memorandum of Understanding dated as of August 22, 2016, by and between Denargo Market Metropolitan District No. 1 (“District No. 1”), District No. 3 and the District, which amended the Memorandum of Understanding dated as of October 29, 2010 (as amended, the “Memorandum of Understanding”) by and between District No. 1, District No. 3 and the District; and

WHEREAS, pursuant to the Memorandum of Understanding, District No. 1 and District No. 3 agreed to reimburse the District for any debt issued by the District for public improvements (the “Financed Public Improvements”) based on an allocable basis (with respect to each District, the “Payment Obligation”); and

WHEREAS, the Board of Directors of the District (the “Board”) has determined and hereby determines, and the Board of Directors of District No. 3 (the “District No. 3 Board”) has determined that it is the best interest of the respective Districts and their residents and taxpayers: (i) to prepay the 2016 Notes in whole on December 1, 2023, and as part of such prepayment, for District No. 3 to pay its Payment Obligation with respect to the Financed Public Improvements that were financed with the proceeds of the 2016 Notes (collectively, the “Refunding Project”), and to finance additional public improvements authorized at the 2010 Election, and at the elections of District No. 3, that benefit the residents and taxpayers within the boundaries of District No. 3 and the District (the “Improvement Project” and together with the Refunding Project, the “Project”); and

WHEREAS, the Districts are authorized by Section 29-1-203, C.R.S. to cooperate or contract with one another to provide any function, service, or facility lawfully authorized to each of the cooperating or contracting units, including the sharing of costs, the imposition of taxes, or the incurring of debt; and

WHEREAS, the Districts are each authorized by Section 32-1-1001(g) and Section 32-1-1302, C.R.S. to issue refunding indebtedness to refund, pay, or discharge all or any part of the District’s outstanding general obligation bonds and other general obligation indebtedness for the purpose of reducing interest costs or effecting other economies, modifying or eliminating restrictive contractual limitations relating to the incurring of additional indebtedness or to any system or facilities, or improvement thereto, or any combination of the foregoing purposes; and

WHEREAS, Section 32-1-1001(1)(e), C.R.S. authorizes the Districts “[t]o borrow money and incur indebtedness and evidence the same by certificates, notes, or debentures, and to issue bonds, including revenue bonds, in accordance with the provisions of part 11 of this article, and to invest any moneys of the special district in accordance with part 6 of article 75 of title 24, C.R.S.”; and

WHEREAS, the Board has determined and hereby determines, and the District No. 3 Board has determined that, in order to facilitate the issuance of debt to finance the Project, it is in the best interest of the Districts and the residents and taxpayers thereof for District No. 3 to issue indebtedness payable from ad valorem property taxes of the District and District No. 3 for the purpose of (i) prepaying the 2016 Notes in full and paying District No. 3’s Payment Obligation with respect to the Financed Public Improvements that were financed with the proceeds of the 2016 Notes, and (ii) to finance additional public improvements authorized at the 2010 Election, and at the elections of District No. 3, that benefit the residents and taxpayers within the boundaries of District No. 3 and the District; and

WHEREAS, in order to finance the costs of the Project, District No. 3 intends to enter into a Loan Agreement (the “Loan Agreement”) with NBH Bank (the “2023A-1 Lender”), MidWestOne Bank (the “2023A-2 Lender” and together with the 2023A-1 Lender, the “Lenders”), and the District in order to obtain a Limited Tax General Obligation, Refunding and Improvement Loan, Series 2023 (the “2023 Loan”), a portion of which will be funded by the 2023A-1 Lender, which will be evidenced by a promissory note from District No. 3 to the 2023A-1 Lender (the “2023A-1 Note), and the remaining portion of which will be funded by the 2023A-2 Lender, which will be evidenced by a promissory note from District No. 3 to the 2023A-2 Lender (the “2023A-2 Note” and together with the 2023A-1 Note, the “2023 Notes”); and

WHEREAS, the proceeds derived from the 2023 Loan shall be used to effect the Project and to pay the costs of issuance of the 2023 Notes; and

WHEREAS, the District’s obligation to make payments under the Loan Agreement is being issued by the District to the Lenders, each of which constitutes a “financial institution” or “institutional investor” as defined in the Section 32-1-103, C.R.S., and therefore the Loan Agreement will not be applied against the limit on general obligation indebtedness of the District imposed by Section 32-1-1101(6)(a), C.R.S.; and

WHEREAS, the creation of the indebtedness authorized herein will not cause the District to exceed the maximum general obligation indebtedness authorized by Colorado law; and

WHEREAS, the District’s obligation to make payments under the Loan Agreement is being issued by the District to the Lenders, each of which constitutes an “accredited investor” as defined under Sections 3(b) and (4)(2) of the federal Securities Act of 1933, as amended, by regulation adopted thereunder by the U.S. Securities and Exchange Commission, in a transaction not involving a public offering, and as such the Loan Agreement will be exempt from registration under the Colorado Municipal Bond Supervision Act; and

WHEREAS, after consideration, the Board has and hereby determines that entering into the Loan Agreement and related documents and implementing the Project is in the best interests of the District and its residents and taxpayers; and

WHEREAS, there has been presented to this meeting of the Board the proposed forms of: (i) the Loan Agreement, including the forms of the 2023 Note attached thereto; and (ii) the Escrow Agreement (the “Escrow Agreement”) by and among the District, District No. 3 and an escrow bank to be named therein; and

WHEREAS, the Board desires to authorize the Project and the execution and delivery of the Loan Agreement and the Escrow Agreement (collectively, the “Financing Documents”); and

WHEREAS, Section 11-57-204 of the Supplemental Public Securities Act, constituting Title 11, Article 57, Part 2, Colorado Revised Statutes (the “Supplemental Act”), provides that a public entity, including the District, may elect in an act of issuance to apply all or any of the provisions of the Supplemental Act.

THEREFORE, BE IT RESOLVED BY THE BOARD OF DIRECTORS OF DENARGO MARKET METROPOLITAN DISTRICT NO. 2:

**Section 1.** Ratification and Approval of Prior Actions. All action heretofore taken (not inconsistent with the provisions of this Resolution) by the Board and by the officers, agents or employees of the District directed toward cooperating with District No. 3 to help District No. 3 incur the 2023 Loan, executing and delivering the Financing Documents, and the implementation of the Project, is hereby ratified, approved, and confirmed.

**Section 2.** Finding of Best Interests. The Board hereby finds and determines, pursuant to the Constitution and the laws of the State of Colorado, that the implementation of the Project and financing the costs thereof pursuant to the terms set forth in the Financing Documents, together with other available moneys of the District, are in the best interests of the District and its residents and taxpayers, and the Board hereby authorizes and approves the same.

**Section 3.** Supplemental Act; Delegation. Section 11-57-204 of the Supplemental Act provides that a public entity, including the District, may elect in an act of issuance to apply all or any of the provisions of the Supplemental Act. The Board hereby elects to apply all of the provisions of the Supplemental Act to the Loan Agreement and in connection therewith hereby delegates to the President and each member of the Board the authority to independently make any determination delegable pursuant to Section 11-57-205(1)(a-i) of the Supplemental Act in relation to the Loan Agreement; provided that the District’s obligations in the Loan Agreement do not exceed the authorization from the 2010 Election or any limits contained in the District’s service plan.

**Section 4.** Approvals, Authorizations, and Amendments. In accordance with the Constitution of the State of Colorado; the Supplemental Act; Title 32, Article 1, C.R.S.; the 2010 Election and all other laws of the State of Colorado thereunto enabling, the District is hereby

authorized to execute and deliver the Financing Documents for the purpose of: (i) paying the costs of the Project; and (ii) paying issuance and other costs in connection with the 2023 Loan and the transactions contemplated by this Resolution and the Loan Agreement.

The Loan Agreement shall constitute a limited tax general obligation of the District, and the Required Mill Levy Revenue and the portion of the Specific Ownership Tax which is collected as a result of the imposition of the Required Mill Levy (each as defined in the Loan Agreement) are pledged to the payment of principal of and interest on the 2023 Notes, as provided in the Loan Agreement.

The Board hereby authorizes the execution and delivery of the Financing Documents and the implementation of the Project in accordance therewith. The Financing Documents are incorporated herein by reference and are hereby approved. The District shall enter into and perform its obligations under the Financing Documents in substantially the form of such documents presented at this meeting, provided that such Financing Documents may be completed, corrected or revised as deemed necessary by the parties thereto in order to carry out the purposes of this Resolution. The President or Vice President and the Secretary or an Assistant Secretary are hereby authorized and directed to execute the Financing Documents and to affix the seal of the District thereto, and further to execute and authenticate such other documents, instruments or certificates as are deemed necessary or desirable in order to secure District's obligations under the Loan Agreement and to implement the Project.

Upon execution and delivery of the Financing Documents, the covenants, agreements, recitals and representations of the District therein shall be effective with the same force and effect as if specifically set forth herein, and such covenants, agreements, recitals and representations are hereby adopted and incorporated herein by reference.

**Section 5.** Authorization to Execute Collateral Documents. The members of the Board and the officers and employees of the District are hereby authorized and directed to take all actions necessary or appropriate to effectuate the provisions of this Resolution, including without limiting the generality of the foregoing, executing, attesting, authenticating and delivering for and on behalf of the District any and all necessary documents, instruments or certificates, and performing all other acts that they deem necessary or appropriate in order to implement and carry out the transactions and other matters authorized by this Resolution. The approval hereby given to the various documents referred to above includes an approval of such additional details therein as may be necessary and appropriate for their completion, deletions therefrom and additions thereto as deemed necessary by the parties thereto in order to carry out the purposes of this Resolution. The execution of any document or instrument by the aforementioned officers or members of the Board shall be conclusive evidence of the approval by the District of such document or instrument in accordance with the terms hereof and thereof.

**Section 6.** Notice and Consent to Refunding, Defeasance, and Redemption, Exercise of Option. The President, any member of the Board, and the District Manager are hereby independently authorized to take all action necessary to prepay the 2016 Notes on December 1, 2023, including the giving of any notice or the negotiation and execution of any waivers or consents that are required. Upon the execution and delivery of the Financing Documents and the

funding of the 2023 Loan by Lenders, the District hereby irrevocably exercises its option to redeem the 2016 Notes on December 1, 2023.

**Section 7.** No Recourse against Officers and Agents. Pursuant to Section 11-57-209 of the Supplemental Act, if a member of the Board, or any officer or agent of the District, acts in good faith, no civil recourse shall be available against such member, officer or agent for payment of the principal of, premium, if any, and interest on the 2023 Notes. Such recourse shall not be available either directly or indirectly through the Board or the District, or otherwise, whether by virtue of any constitution, statute, rule of law, enforcement of penalty, or otherwise. By the acceptance of the delivery of the Loan Agreement and the 2023 Notes evidencing the 2023 Loan and as a part of the consideration for such transfer, the Lenders and any person purchasing or accepting the transfer of the Loan Agreement or any obligation representing the 2023 Loan specifically waives any such recourse.

**Section 8.** Conclusive Recital. Pursuant to Section 11-57-210 of the Supplemental Act, the Loan Agreement is entered into pursuant to certain provisions of the Supplemental Act. Such recital shall be conclusive evidence of the validity and the regularity of the issuance of the Loan Agreement after its delivery for value.

**Section 9.** Limitation of Actions. Pursuant to Section 11-57-212 of the Supplemental Act, no legal or equitable action brought with respect to any legislative acts or proceedings in connection with the authorization or issuance of the Loan Agreement shall be commenced more than 30 days after the authorization of the Loan Agreement. Pursuant to Section 32-1-1306, C.R.S. the Board hereby determines that the limitations under Part 13 of Article 1 of Title 32, C.R.S. upon the issuance of refunding bonds have been met; such determination to be conclusive in the absence of fraud or arbitrary and gross abuse of discretion.

**Section 10.** Resolution Irrepealable. After the 2023 Loan has been funded this Resolution shall constitute a contract between Lenders, or any subsequent owner of Loan Agreement, and the District, and shall be and remain irrepealable until the 2023 Notes and the interest accruing thereon shall have been fully paid, satisfied and discharged, as herein and therein provided.

**Section 11.** Repealer. All acts, orders, bylaws and resolutions of the District, or parts thereof, inconsistent or in conflict with this Resolution, are hereby repealed to the extent only of such inconsistency or conflict.

**Section 12.** Electronic Signatures; Electronic Transactions. Each member of the Board and all employees and officials of the District that are authorized or directed to execute any agreement, document, certificate, instrument or other paper in accordance with this Resolution (collectively, the “Authorized Documents”) are hereby authorized to execute Authorized Documents electronically via facsimile or email signature. Any electronic signature so affixed to any Authorized Document shall carry the full legal force and effect of any original, handwritten signature. This provision is made pursuant to Article 71.3 of Title 24, C.R.S., also known as the Uniform Electronic Transactions Act. It is hereby determined that the transactions described herein may be conducted and related documents may be stored by electronic means. Copies,

telecopies, facsimiles, electronic files and other reproductions of original executed documents shall be deemed to be authentic and valid counterparts of such original documents for all purposes, including the filing of any claim, action or suit in the appropriate court of law.

**Section 13.** Severability. If any section, paragraph, clause or provision of this Resolution shall for any reason be held to be invalid or unenforceable, the invalidity or unenforceability of such section, paragraph, clause or provision shall not affect any of the remaining provisions of this Resolution, the intent being that the same are severable.

**Section 14.** Effective Date. This Resolution shall take effect immediately upon its adoption and approval.

[Signature Page Follows]

PASSED, ADOPTED AND APPROVED this October 5, 2023.



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President and Chairman  
of the Board of Directors

ATTEST:

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Secretary



EXHIBIT A

(Attach 2010 Election Questions)

No. \_\_\_\_\_

OFFICIAL BALLOT FOR DENARGO MARKET METROPOLITAN DISTRICT NO. 2

MAY 4, 2010

  
Facsimile Signature of Designated Election Official

WARNING

Any person who, by use of force or other means, unduly influences an eligible elector to vote in any particular manner or to refrain from voting, or who falsely makes, alters, forges, or counterfeits any mail ballot before or after it has been cast, or who destroys, defaces, mutilates, or tampers with a ballot is subject, upon conviction, to imprisonment, or to a fine, or both.

Section 1-7.5-107(3)(b), C.R.S.

This may not be your only ballot. Other elections may be held by other political subdivisions by mail or by polling place. Refer to the ballot instructions for complete information on voting. Review your ballot. Be sure you have voted on every office and issue.

To vote, place a crossmark (X) at the right of the name of each candidate. For write-in candidates, print name on blank line and then place a crossmark (X) at the right of that name.

**DENARGO MARKET METROPOLITAN DISTRICT NO. 2 BALLOT QUESTION 500:**

VOTE FOR NOT MORE THAN TWO DIRECTORS TO SERVE UNTIL THE NEXT REGULAR ELECTION:

Donald D. Cabrera

Alexander I. Brown

VOTE FOR NOT MORE THAN THREE DIRECTORS TO SERVE UNTIL THE SECOND REGULAR ELECTION:

Bernadette Jendrusch

Tyler Whittaker

Todd T. Wenskoski

For each ballot question place a crossmark (X) in the appropriate box directly following the ballot question.

**DENARGO MARKET METROPOLITAN DISTRICT NO. 2 BALLOT ISSUE 5A:**

SHALL DENARGO MARKET METROPOLITAN DISTRICT NO. 2 TAXES BE INCREASED \$3,000,000 ANNUALLY OR SUCH LESSER AMOUNT AS NECESSARY TO PAY THE DISTRICT'S ADMINISTRATION AND OPERATIONS AND MAINTENANCE EXPENSES, BY THE IMPOSITION OF AD VALOREM PROPERTY TAXES LEVIED IN ANY YEAR, WITHOUT LIMITATION AS TO RATE OR AMOUNT OR ANY OTHER CONDITION TO PAY SUCH EXPENSES AND SHALL THE PROCEEDS OF SUCH TAXES AND ANY INVESTMENT INCOME THEREON BE COLLECTED, RETAINED AND SPENT BY THE DISTRICT IN FISCAL YEAR 2011 AND IN EACH FISCAL YEAR

THEREAFTER AS A VOTER-APPROVED REVENUE CHANGE WITHOUT REGARD TO ANY SPENDING, REVENUE-RAISING, OR OTHER LIMITATION CONTAINED WITHIN ARTICLE X, SECTION 20 OF THE COLORADO CONSTITUTION, THE LIMITS IMPOSED ON INCREASES IN PROPERTY TAXATION BY SECTION 29-1-301, C.R.S. IN ANY YEAR, OR ANY OTHER LAW WHICH PURPORTS TO LIMIT THE DISTRICT'S REVENUES OR EXPENDITURES AS IT CURRENTLY EXISTS OR AS IT MAY BE AMENDED IN THE FUTURE, ALL WITHOUT LIMITING IN ANY YEAR THE AMOUNT OF OTHER REVENUES THAT MAY BE COLLECTED, RETAINED AND SPENT BY THE DISTRICT?

YES

NO

**DENARGO MARKET METROPOLITAN DISTRICT NO. 2 BALLOT ISSUE 5B:**

SHALL DENARGO MARKET METROPOLITAN DISTRICT NO. 2 TAXES BE INCREASED \$6,000,000 ANNUALLY (FIRST FULL FISCAL YEAR INCREASE) AND BY THE ADDITIONAL AMOUNTS THAT ARE RAISED ANNUALLY THEREAFTER BY THE IMPOSITION OF AN AD VALOREM PROPERTY TAX MILL LEVY EACH YEAR ON ALL TAXABLE PROPERTY OF THE DISTRICT UP TO TEN (10) MILLS, PROVIDED THAT SUCH MILL LEVY RATE MAY BE ADJUSTED BY THE BOARD OF DIRECTORS TO TAKE INTO ACCOUNT LEGISLATIVE OR CONSTITUTIONALLY IMPOSED ADJUSTMENTS IN ASSESSED VALUES OR THE METHOD OF THEIR CALCULATION OCCURRING AFTER JANUARY 1, 2010 SO THAT, TO THE EXTENT POSSIBLE, THE ACTUAL REVENUES GENERATED BY SUCH MILL LEVY ARE NEITHER DIMINISHED NOR ENHANCED AS A RESULT OF SUCH CHANGES, FOR THE PURPOSE OF PAYING COSTS ASSOCIATED WITH REGIONAL INFRASTRUCTURE IMPROVEMENTS AS REQUIRED BY THE CITY AND COUNTY OF DENVER PUBLIC WORKS DEPARTMENT AND SERVICES FOR THE DISTRICT'S TAXPAYERS, RESIDENTS AND INHABITANTS AND SHALL THE REVENUE FROM SUCH TAXES AND INVESTMENT INCOME THEREON, BE COLLECTED AND SPENT BY THE DISTRICT IN FISCAL YEAR 2011 AND IN EACH YEAR THEREAFTER AS A VOTER-APPROVED REVENUE CHANGE, WITHOUT REGARD TO ANY SPENDING, REVENUE-RAISING, OR OTHER LIMITATION CONTAINED WITHIN ARTICLE X, SECTION 20 OF THE COLORADO CONSTITUTION, THE LIMITS IMPOSED ON INCREASES IN PROPERTY TAXATION BY SECTION 29-1-301 C.R.S., IN ANY YEAR, OR ANY OTHER LAW, WHICH PURPORTS TO LIMIT THE DISTRICT'S REVENUES OR EXPENDITURES AS IT CURRENTLY EXISTS OR AS IT MAY BE AMENDED IN THE FUTURE WITHOUT LIMITING IN ANY YEAR THE AMOUNT OF OTHER REVENUES THAT MAY BE COLLECTED AND SPENT BY THE DISTRICT?

YES

NO

**DENARGO MARKET METROPOLITAN DISTRICT NO. 2 BALLOT ISSUE 5C:**

SHALL DENARGO MARKET METROPOLITAN DISTRICT NO. 2 TAXES BE INCREASED \$3,000,000 ANNUALLY OR SUCH LESSER AMOUNT AS NECESSARY TO PAY THE DISTRICT'S ADMINISTRATION AND OPERATIONS AND MAINTENANCE EXPENSES, BY THE IMPOSITION OF A FEE OR FEES IMPOSED, WITHOUT LIMITATION AS TO RATE OR AMOUNT OR ANY OTHER CONDITION TO PAY SUCH EXPENSES AND SHALL THE PROCEEDS OF SUCH FEES AND ANY INVESTMENT INCOME THEREON BE COLLECTED, RETAINED AND SPENT BY THE DISTRICT IN FISCAL YEAR 2011 AND IN EACH FISCAL YEAR THEREAFTER AS A VOTER-APPROVED REVENUE CHANGE WITHOUT REGARD TO ANY SPENDING, REVENUE-RAISING, OR OTHER LIMITATION CONTAINED WITHIN ARTICLE X, SECTION 20 OF THE COLORADO CONSTITUTION, THE LIMITS IMPOSED ON INCREASES IN PROPERTY TAXATION BY SECTION 29-1-301, C.R.S. IN ANY YEAR, OR ANY OTHER LAW WHICH PURPORTS TO LIMIT THE DISTRICT'S REVENUES OR EXPENDITURES AS IT CURRENTLY EXISTS OR AS IT MAY BE AMENDED IN THE FUTURE, ALL WITHOUT LIMITING IN ANY YEAR THE AMOUNT OF OTHER REVENUES THAT MAY BE COLLECTED, RETAINED AND SPENT BY THE DISTRICT?

YES   
NO

**DENARGO MARKET METROPOLITAN DISTRICT NO. 2 BALLOT ISSUE 5D:**

SHALL DENARGO MARKET METROPOLITAN DISTRICT NO. 2 TAXES BE INCREASED \$25,615,500 ANNUALLY OR SUCH LESSER AMOUNT AS NECESSARY FOR THE PAYMENT OF SUCH AMOUNTS DUE PURSUANT TO ONE OR MORE INTERGOVERNMENTAL AGREEMENTS OR OTHER CONTRACTS, BY THE IMPOSITION OF AD VALOREM PROPERTY TAXES LEVIED IN ANY YEAR, WITHOUT LIMITATION AS TO RATE OR AMOUNT OR ANY OTHER CONDITION FOR THE PAYMENT OF SUCH AMOUNTS DUE, AND SHALL THE PROCEEDS OF SUCH TAXES AND ANY INVESTMENT INCOME THEREON BE COLLECTED, RETAINED AND SPENT BY THE DISTRICT IN FISCAL YEAR 2011 AND IN EACH FISCAL YEAR THEREAFTER AS A VOTER-APPROVED REVENUE CHANGE WITHOUT REGARD TO ANY SPENDING, REVENUE-RAISING, OR OTHER LIMITATION CONTAINED WITHIN ARTICLE X, SECTION 20 OF THE COLORADO CONSTITUTION, THE LIMITS IMPOSED ON INCREASES IN PROPERTY TAXATION BY SECTION 29-1-301, C.R.S. IN ANY YEAR, OR ANY OTHER LAW WHICH PURPORTS TO LIMIT THE DISTRICT'S REVENUES OR EXPENDITURES AS IT CURRENTLY EXISTS OR AS IT MAY BE AMENDED IN THE FUTURE, ALL WITHOUT LIMITING IN ANY YEAR THE AMOUNT OF OTHER REVENUES THAT MAY BE COLLECTED, RETAINED AND SPENT BY THE DISTRICT?

YES   
NO

**DENARGO MARKET METROPOLITAN DISTRICT NO. 2 BALLOT ISSUE 5E:**

SHALL DENARGO MARKET METROPOLITAN DISTRICT NO. 2 BE AUTHORIZED TO COLLECT, RETAIN, AND SPEND THE FULL AMOUNT OF ALL TAXES, TAX INCREMENT REVENUES, TAP FEES, PARK FEES, FACILITY FEES, SERVICE CHARGES, INSPECTION CHARGES, ADMINISTRATIVE CHARGES, GRANTS OR ANY OTHER FEE, RATE, TOLL, PENALTY, OR CHARGE AUTHORIZED BY LAW OR CONTRACT TO BE IMPOSED, COLLECTED OR RECEIVED BY THE DISTRICT DURING 2011 AND EACH FISCAL YEAR THEREAFTER, SUCH AMOUNTS TO CONSTITUTE A VOTER-APPROVED REVENUE CHANGE AND BE COLLECTED, RETAINED AND SPENT BY THE DISTRICT WITHOUT REGARD TO ANY SPENDING, REVENUE-RAISING, OR OTHER LIMITATION CONTAINED WITHIN ARTICLE X, SECTION 20 OF THE COLORADO CONSTITUTION, THE LIMITS IMPOSED ON INCREASES IN PROPERTY TAXATION BY SECTION 29-1-301, C.R.S. IN ANY SUBSEQUENT YEAR, OR ANY OTHER LAW WHICH PURPORTS TO LIMIT THE DISTRICT'S REVENUES OR EXPENDITURES AS IT CURRENTLY EXISTS OR AS IT MAY BE AMENDED IN THE FUTURE, AND WITHOUT LIMITING IN ANY YEAR THE AMOUNT OF OTHER REVENUES THAT MAY BE COLLECTED, RETAINED AND SPENT BY THE DISTRICT?

YES   
NO

**DENARGO MARKET METROPOLITAN DISTRICT NO. 2 BALLOT ISSUE 5F:**

SHALL DENARGO MARKET METROPOLITAN DISTRICT NO. 2 DEBT BE INCREASED \$25,615,500 WITH A REPAYMENT COST OF \$210,047,100 AND SHALL DENARGO MARKET METROPOLITAN DISTRICT NO. 2 TAXES BE INCREASED \$210,047,100 ANNUALLY OR SUCH LESSER AMOUNT AS MAY BE NECESSARY FOR THE PAYMENT OF SUCH DEBT AND ANY REFUNDINGS THEREOF, AT AN INTEREST RATE THAT IS EQUAL TO, LOWER OR HIGHER THAN THE INTEREST RATE ON THE REFUNDED DEBT, FOR THE PURPOSE OF PAYING, LEASING, FINANCING OR REIMBURSING ALL OR ANY PART OF THE COSTS OF DESIGNING, ACQUIRING, CONSTRUCTING, RELOCATING, INSTALLING, COMPLETING AND OTHERWISE PROVIDING, WITHIN OR WITHOUT THE BOUNDARIES OF THE DISTRICT, STREET IMPROVEMENTS, INCLUDING BUT NOT LIMITED TO CURBS, GUTTERS, CULVERTS, AND OTHER DRAINAGE FACILITIES, UNDERGROUND CONDUITS, SIDEWALKS, TRAILS, PUBLIC PARKING LOTS, STRUCTURES AND FACILITIES, PAVING, LIGHTING, GRADING, LANDSCAPING, BIKE PATHS AND PEDESTRIAN WAYS, PEDESTRIAN OVERPASSES, RETAINING WALLS, FENCING, ENTRY MONUMENTATION, STREETSCAPING, BRIDGES, OVERPASSES, UNDERPASSES, INTERCHANGES, MEDIAN ISLANDS, IRRIGATION, AND A SAFETY PROTECTION SYSTEM THROUGH TRAFFIC AND SAFETY CONTROLS AND DEVICES ON STREETS AND HIGHWAYS AND AT RAILROAD CROSSINGS, SIGNALIZATION, SIGNING AND STRIPING, AREA IDENTIFICATION, DRIVER INFORMATION AND DIRECTIONAL ASSISTANCE SIGNS, TOGETHER WITH ALL NECESSARY, INCIDENTAL, AND APPURTENANT FACILITIES, EQUIPMENT, LAND AND EASEMENTS AND

EXTENSIONS OF AND IMPROVEMENTS TO SUCH FACILITIES, SUCH DEBT TO BEAR INTEREST AT A MAXIMUM NET EFFECTIVE INTEREST RATE NOT TO EXCEED 18% PER ANNUM, SUCH INTEREST TO BE PAYABLE AT SUCH TIME OR TIMES, AND WHICH MAY COMPOUND ANNUALLY OR SEMIANNUALLY, AND SUCH DEBT TO MATURE, BE SUBJECT TO REDEMPTION WITH OR WITHOUT PREMIUM, AND BE ISSUED AND SOLD AT, ABOVE OR BELOW PAR, SUCH DEBT TO BE ISSUED OR INCURRED AT ONE TIME OR FROM TIME TO TIME, TO BE PAID FROM ANY LEGALLY AVAILABLE REVENUES OF THE DISTRICT, INCLUDING THE PROCEEDS OF AD VALOREM PROPERTY TAXES; SUCH TAXES TO CONSIST OF AN AD VALOREM MILL LEVY IMPOSED ON ALL TAXABLE PROPERTY OF THE DISTRICT, WITHOUT LIMITATION OF RATE OR WITH SUCH LIMITATIONS AS MAY BE DETERMINED BY THE DISTRICT BOARD OF DIRECTORS, AND IN AMOUNTS SUFFICIENT TO PRODUCE THE ANNUAL INCREASE SET FORTH ABOVE OR SUCH LESSER AMOUNT AS MAY BE NECESSARY, TO BE USED FOR THE PURPOSE OF PAYING THE PRINCIPAL OF, PREMIUM IF ANY, AND INTEREST ON SUCH DEBT; ALL OF THE ABOVE AS MAY BE DETERMINED BY THE DISTRICT BOARD OF DIRECTORS; AND SHALL THE PROCEEDS OF ANY SUCH DEBT AND THE REVENUE FROM SUCH TAXES, ANY OTHER REVENUE USED TO PAY SUCH DEBT, AND INVESTMENT EARNINGS THEREON, BE COLLECTED, RETAINED AND SPENT BY THE DISTRICT AS A VOTER-APPROVED REVENUE CHANGE, WITHOUT REGARD TO ANY SPENDING, REVENUE-RAISING, OR OTHER LIMITATION CONTAINED WITHIN ARTICLE X, SECTION 20 OF THE COLORADO CONSTITUTION, OR ANY OTHER LAW WHICH PURPORTS TO LIMIT THE DISTRICT'S REVENUES OR EXPENDITURES AS IT CURRENTLY EXISTS OR AS IT MAY BE AMENDED IN THE FUTURE, AND WITHOUT LIMITING IN ANY YEAR THE AMOUNT OF OTHER REVENUES THAT MAY BE COLLECTED, RETAINED AND SPENT BY THE DISTRICT?

YES   
NO

**DENARGO MARKET METROPOLITAN DISTRICT NO. 2 BALLOT ISSUE 5G:**

SHALL DENARGO MARKET METROPOLITAN DISTRICT NO. 2 DEBT BE INCREASED \$25,615,500 WITH A REPAYMENT COST OF \$210,047,100, AND SHALL DENARGO MARKET METROPOLITAN DISTRICT NO. 2 TAXES BE INCREASED \$210,047,100 ANNUALLY OR SUCH LESSER AMOUNT AS MAY BE NECESSARY FOR THE PAYMENT OF SUCH DEBT AND ANY REFUNDINGS THEREOF, AT AN INTEREST RATE THAT IS EQUAL TO, LOWER OR HIGHER THAN THE INTEREST RATE ON THE REFUNDED DEBT, FOR THE PURPOSE OF PAYING, LEASING, FINANCING OR REIMBURSING ALL OR ANY PART OF THE COSTS OF DESIGNING, ACQUIRING, CONSTRUCTING, RELOCATING, INSTALLING, COMPLETING AND OTHERWISE PROVIDING, WITHIN OR WITHOUT THE BOUNDARIES OF THE DISTRICT, PARKS AND RECREATION FACILITIES, IMPROVEMENTS AND PROGRAMS, INCLUDING BUT NOT LIMITED TO COMMUNITY PARKS, BIKE PATHS AND PEDESTRIAN WAYS, FENCING, TRAILS, REGIONAL TRAILS, FIELDS, TOT LOTS, OPEN SPACE, CULTURAL ACTIVITIES, COMMON AREAS, COMMUNITY RECREATION CENTERS, TENNIS COURTS, OUTDOOR LIGHTING, EVENT FACILITIES, IRRIGATION

FACILITIES, LAKES, WATER BODIES, SWIMMING POOLS, PUBLIC FOUNTAINS AND SCULPTURES, ART, GARDENS, LANDSCAPING, WEED CONTROL, AND OTHER ACTIVE AND PASSIVE RECREATIONAL FACILITIES, IMPROVEMENTS AND PROGRAMS, TOGETHER WITH ALL NECESSARY, INCIDENTAL, AND APPURTENANT FACILITIES, EQUIPMENT, LAND, EASEMENTS AND EXTENSIONS OF AND IMPROVEMENTS TO SUCH FACILITIES, SUCH DEBT TO BEAR INTEREST AT A MAXIMUM NET EFFECTIVE INTEREST RATE NOT TO EXCEED 18% PER ANNUM, SUCH INTEREST TO BE PAYABLE AT SUCH TIME OR TIMES, AND WHICH MAY COMPOUND ANNUALLY OR SEMIANNUALLY, AND SUCH DEBT TO MATURE, BE SUBJECT TO REDEMPTION WITH OR WITHOUT PREMIUM, AND BE ISSUED AND SOLD AT, ABOVE OR BELOW PAR, SUCH DEBT TO BE ISSUED OR INCURRED AT ONE TIME OR FROM TIME TO TIME, TO BE PAID FROM ANY LEGALLY AVAILABLE REVENUES OF THE DISTRICT, INCLUDING THE PROCEEDS OF AD VALOREM PROPERTY TAXES; SUCH TAXES TO CONSIST OF AN AD VALOREM MILL LEVY IMPOSED ON ALL TAXABLE PROPERTY OF THE DISTRICT, WITHOUT LIMITATION OF RATE OR WITH SUCH LIMITATIONS AS MAY BE DETERMINED BY THE DISTRICT BOARD OF DIRECTORS, AND IN AMOUNTS SUFFICIENT TO PRODUCE THE ANNUAL INCREASE SET FORTH ABOVE OR SUCH LESSER AMOUNT AS MAY BE NECESSARY, TO BE USED FOR THE PURPOSE OF PAYING THE PRINCIPAL OF, PREMIUM IF ANY, AND INTEREST ON SUCH DEBT; ALL OF THE ABOVE AS MAY BE DETERMINED BY THE DISTRICT BOARD OF DIRECTORS; AND SHALL THE PROCEEDS OF ANY SUCH DEBT AND THE REVENUE FROM SUCH TAXES, ANY OTHER REVENUE USED TO PAY SUCH DEBT, AND INVESTMENT EARNINGS THEREON, BE COLLECTED, RETAINED AND SPENT BY THE DISTRICT AS A VOTER-APPROVED REVENUE CHANGE, WITHOUT REGARD TO ANY SPENDING, REVENUE-RAISING, OR OTHER LIMITATION CONTAINED WITHIN ARTICLE X, SECTION 20 OF THE COLORADO CONSTITUTION, OR ANY OTHER LAW WHICH PURPORTS TO LIMIT THE DISTRICT'S REVENUES OR EXPENDITURES AS IT CURRENTLY EXISTS OR AS IT MAY BE AMENDED IN THE FUTURE, AND WITHOUT LIMITING IN ANY YEAR THE AMOUNT OF OTHER REVENUES THAT MAY BE COLLECTED, RETAINED AND SPENT BY THE DISTRICT?

YES   
NO

**DENARGO MARKET METROPOLITAN DISTRICT NO. 2 BALLOT ISSUE 5H:**

SHALL DENARGO MARKET METROPOLITAN DISTRICT NO. 2 DEBT BE INCREASED \$25,615,500 WITH A REPAYMENT COST OF \$210,047,100, AND SHALL DENARGO MARKET METROPOLITAN DISTRICT NO. 2 TAXES BE INCREASED \$210,047,100 ANNUALLY OR SUCH LESSER AMOUNT AS MAY BE NECESSARY FOR THE PAYMENT OF SUCH DEBT AND ANY REFUNDINGS THEREOF, AT AN INTEREST RATE THAT IS EQUAL TO, LOWER OR HIGHER THAN THE INTEREST RATE ON THE REFUNDED DEBT, FOR THE PURPOSE OF PAYING, LEASING, FINANCING OR REIMBURSING ALL OR ANY PART OF THE COSTS OF DESIGNING, ACQUIRING, CONSTRUCTING, RELOCATING, INSTALLING, COMPLETING AND OTHERWISE PROVIDING, WITHIN OR WITHOUT THE BOUNDARIES OF THE DISTRICT, A

POTABLE AND NON-POTABLE WATER SUPPLY, STORAGE, TRANSMISSION AND DISTRIBUTION SYSTEM FOR DOMESTIC AND OTHER PUBLIC AND PRIVATE PURPOSES BY ANY AVAILABLE MEANS, AND TO PROVIDE ALL NECESSARY OR PROPER TREATMENT WORKS AND FACILITIES, EQUIPMENT, AND APPURTENANCES INCIDENT THERETO, INCLUDING BUT NOT LIMITED TO WELLS, WATER PUMPS, WATER LINES, WATER FEATURES, PURIFICATION PLANTS, PUMP STATIONS, TRANSMISSION LINES, DISTRIBUTION MAINS AND LATERALS, FIRE HYDRANTS, METERS, WATER TAPS, IRRIGATION FACILITIES, CANALS, DITCHES, WATER RIGHTS, FLUMES, PARTIAL FLUMES, HEADGATES, DROP STRUCTURES, STORAGE RESERVOIRS AND FACILITIES, TOGETHER WITH ALL NECESSARY, INCIDENTAL AND APPURTENANT FACILITIES, EQUIPMENT, LAND, EASEMENTS, AND EXTENSIONS OF AND IMPROVEMENTS TO SUCH FACILITIES, SUCH DEBT TO BEAR INTEREST AT A MAXIMUM NET EFFECTIVE INTEREST RATE NOT TO EXCEED 18% PER ANNUM, SUCH INTEREST TO BE PAYABLE AT SUCH TIME OR TIMES, AND WHICH MAY COMPOUND ANNUALLY OR SEMIANNUALLY, AND SUCH DEBT TO MATURE, BE SUBJECT TO REDEMPTION WITH OR WITHOUT PREMIUM, AND BE ISSUED AND SOLD AT, ABOVE OR BELOW PAR, SUCH DEBT TO BE ISSUED OR INCURRED AT ONE TIME OR FROM TIME TO TIME, TO BE PAID FROM ANY LEGALLY AVAILABLE REVENUES OF THE DISTRICT, INCLUDING THE PROCEEDS OF AD VALOREM PROPERTY TAXES; SUCH TAXES TO CONSIST OF AN AD VALOREM MILL LEVY IMPOSED ON ALL TAXABLE PROPERTY OF THE DISTRICT, WITHOUT LIMITATION OF RATE OR WITH SUCH LIMITATIONS AS MAY BE DETERMINED BY THE DISTRICT BOARD OF DIRECTORS, AND IN AMOUNTS SUFFICIENT TO PRODUCE THE ANNUAL INCREASE SET FORTH ABOVE OR SUCH LESSER AMOUNT AS MAY BE NECESSARY, TO BE USED FOR THE PURPOSE OF PAYING THE PRINCIPAL OF, PREMIUM IF ANY, AND INTEREST ON SUCH DEBT; ALL OF THE ABOVE AS MAY BE DETERMINED BY THE DISTRICT BOARD OF DIRECTORS; AND SHALL THE PROCEEDS OF ANY SUCH DEBT AND THE REVENUE FROM SUCH TAXES, ANY OTHER REVENUE USED TO PAY SUCH DEBT, AND INVESTMENT EARNINGS THEREON, BE COLLECTED, RETAINED AND SPENT BY THE DISTRICT AS A VOTER-APPROVED REVENUE CHANGE, WITHOUT REGARD TO ANY SPENDING, REVENUE-RAISING, OR OTHER LIMITATION CONTAINED WITHIN ARTICLE X, SECTION 20 OF THE COLORADO CONSTITUTION, OR ANY OTHER LAW WHICH PURPORTS TO LIMIT THE DISTRICT'S REVENUES OR EXPENDITURES AS IT CURRENTLY EXISTS OR AS IT MAY BE AMENDED IN THE FUTURE, AND WITHOUT LIMITING IN ANY YEAR THE AMOUNT OF OTHER REVENUES THAT MAY BE COLLECTED, RETAINED AND SPENT BY THE DISTRICT?

YES

NO

**DENARGO MARKET METROPOLITAN DISTRICT NO. 2 BALLOT ISSUE 5I:**

SHALL DENARGO MARKET METROPOLITAN DISTRICT NO. 2 DEBT BE INCREASED \$25,615,500 WITH A REPAYMENT COST OF \$210,047,100, AND SHALL DENARGO MARKET METROPOLITAN DISTRICT NO. 2 TAXES BE INCREASED \$210,047,100 ANNUALLY OR SUCH LESSER AMOUNT AS MAY BE NECESSARY FOR THE



PAYMENT OF SUCH DEBT AND ANY REFUNDINGS THEREOF, AT AN INTEREST RATE THAT IS EQUAL TO, LOWER OR HIGHER THAN THE INTEREST RATE ON THE REFUNDED DEBT, FOR THE PURPOSE OF PAYING, LEASING, FINANCING OR REIMBURSING ALL OR ANY PART OF THE COSTS OF DESIGNING, ACQUIRING, CONSTRUCTING, RELOCATING, INSTALLING, COMPLETING AND OTHERWISE PROVIDING, WITHIN OR WITHOUT THE BOUNDARIES OF THE DISTRICT, A SANITATION SYSTEM WHICH MAY CONSIST OF STORM OR SANITARY SEWERS, OR BOTH, FLOOD AND SURFACE DRAINAGE, TREATMENT AND DISPOSAL WORKS AND FACILITIES, OR SOLID WASTE DISPOSAL FACILITIES OR WASTE SERVICES, AND ALL NECESSARY OR PROPER EQUIPMENT AND APPURTENANCES INCIDENT THERETO, INCLUDING BUT NOT LIMITED TO TREATMENT PLANTS AND FACILITIES, COLLECTION MAINS AND LATERALS, LIFT STATIONS, TRANSMISSION LINES, CANALS, SLUDGE HANDLING, REUSE AND DISPOSAL FACILITIES, AND/OR STORM SEWER, FLOOD AND SURFACE DRAINAGE FACILITIES AND SYSTEMS, INCLUDING DETENTION/RETENTION PONDS, BOX CULVERTS AND ASSOCIATED IRRIGATION FACILITIES, EQUIPMENT, LAND, EASEMENTS AND SEWER TAPS, AND EXTENSIONS OF AND IMPROVEMENTS TO SUCH FACILITIES, SUCH DEBT TO BEAR INTEREST AT A MAXIMUM NET EFFECTIVE INTEREST RATE NOT TO EXCEED 18% PER ANNUM, SUCH INTEREST TO BE PAYABLE AT SUCH TIME OR TIMES, AND WHICH MAY COMPOUND ANNUALLY OR SEMIANNUALLY, AND SUCH DEBT TO MATURE, BE SUBJECT TO REDEMPTION WITH OR WITHOUT PREMIUM, AND BE ISSUED AND SOLD AT, ABOVE OR BELOW PAR, SUCH DEBT TO BE ISSUED OR INCURRED AT ONE TIME OR FROM TIME TO TIME, TO BE PAID FROM ANY LEGALLY AVAILABLE REVENUES OF THE DISTRICT, INCLUDING THE PROCEEDS OF AD VALOREM PROPERTY TAXES; SUCH TAXES TO CONSIST OF AN AD VALOREM MILL LEVY IMPOSED ON ALL TAXABLE PROPERTY OF THE DISTRICT, WITHOUT LIMITATION OF RATE OR WITH SUCH LIMITATIONS AS MAY BE DETERMINED BY THE DISTRICT BOARD OF DIRECTORS, AND IN AMOUNTS SUFFICIENT TO PRODUCE THE ANNUAL INCREASE SET FORTH ABOVE OR SUCH LESSER AMOUNT AS MAY BE NECESSARY, TO BE USED FOR THE PURPOSE OF PAYING THE PRINCIPAL OF, PREMIUM IF ANY, AND INTEREST ON SUCH DEBT; ALL OF THE ABOVE AS MAY BE DETERMINED BY THE DISTRICT BOARD OF DIRECTORS; AND SHALL THE PROCEEDS OF ANY SUCH DEBT AND THE REVENUE FROM SUCH TAXES, ANY OTHER REVENUE USED TO PAY SUCH DEBT, AND INVESTMENT EARNINGS THEREON, BE COLLECTED, RETAINED AND SPENT BY THE DISTRICT AS A VOTER-APPROVED REVENUE CHANGE, WITHOUT REGARD TO ANY SPENDING, REVENUE-RAISING, OR OTHER LIMITATION CONTAINED WITHIN ARTICLE X, SECTION 20 OF THE COLORADO CONSTITUTION, OR ANY OTHER LAW WHICH PURPORTS TO LIMIT THE DISTRICT'S REVENUES OR EXPENDITURES AS IT CURRENTLY EXISTS OR AS IT MAY BE AMENDED IN THE FUTURE, AND WITHOUT LIMITING IN ANY YEAR THE AMOUNT OF OTHER REVENUES THAT MAY BE COLLECTED, RETAINED AND SPENT BY THE DISTRICT?

YES   
NO

**DENARGO MARKET METROPOLITAN DISTRICT NO. 2 BALLOT ISSUE 5J:**

SHALL DENARGO MARKET METROPOLITAN DISTRICT NO. 2 DEBT BE INCREASED \$25,615,500 WITH A REPAYMENT COST OF \$210,047,100, AND SHALL DENARGO MARKET METROPOLITAN DISTRICT NO. 2 TAXES BE INCREASED \$210,047,100 ANNUALLY OR SUCH LESSER AMOUNT AS MAY BE NECESSARY FOR THE PAYMENT OF SUCH DEBT AND ANY REFUNDINGS THEREOF, AT AN INTEREST RATE THAT IS EQUAL TO, LOWER OR HIGHER THAN THE INTEREST RATE ON THE REFUNDED DEBT, FOR THE PURPOSE OF PAYING, LEASING, FINANCING OR REIMBURSING ALL OR ANY PART OF THE COSTS OF DESIGNING, ACQUIRING, CONSTRUCTING, RELOCATING, INSTALLING, COMPLETING AND OTHERWISE PROVIDING, WITHIN OR WITHOUT THE BOUNDARIES OF THE DISTRICT, A SYSTEM TO TRANSPORT THE PUBLIC BY BUS, RAIL OR ANY OTHER MEANS OF CONVEYANCE, OR ANY COMBINATION THEREOF, OR PURSUANT TO CONTRACT, INCLUDING BUT NOT LIMITED TO PUBLIC TRANSPORTATION SYSTEM IMPROVEMENTS, TRANSPORTATION EQUIPMENT, PARK AND RIDE FACILITIES, PUBLIC PARKING LOTS, STRUCTURES, ROOFS, COVERS AND FACILITIES, TOGETHER WITH ALL NECESSARY, INCIDENTAL AND APPURTENANT FACILITIES, EQUIPMENT, LAND, EASEMENTS, AND ALL NECESSARY EXTENSIONS OF AND IMPROVEMENTS TO SUCH FACILITIES OR SYSTEMS, SUCH DEBT TO BEAR INTEREST AT A MAXIMUM NET EFFECTIVE INTEREST RATE NOT TO EXCEED 18% PER ANNUM, SUCH INTEREST TO BE PAYABLE AT SUCH TIME OR TIMES, AND WHICH MAY COMPOUND ANNUALLY OR SEMIANNUALLY, AND SUCH DEBT TO MATURE, BE SUBJECT TO REDEMPTION WITH OR WITHOUT PREMIUM, AND BE ISSUED AND SOLD AT, ABOVE OR BELOW PAR, SUCH DEBT TO BE ISSUED OR INCURRED AT ONE TIME OR FROM TIME TO TIME, TO BE PAID FROM ANY LEGALLY AVAILABLE REVENUES OF THE DISTRICT, INCLUDING THE PROCEEDS OF AD VALOREM PROPERTY TAXES; SUCH TAXES TO CONSIST OF AN AD VALOREM MILL LEVY IMPOSED ON ALL TAXABLE PROPERTY OF THE DISTRICT, WITHOUT LIMITATION OF RATE OR WITH SUCH LIMITATIONS AS MAY BE DETERMINED BY THE DISTRICT BOARD OF DIRECTORS, AND IN AMOUNTS SUFFICIENT TO PRODUCE THE ANNUAL INCREASE SET FORTH ABOVE OR SUCH LESSER AMOUNT AS MAY BE NECESSARY, TO BE USED FOR THE PURPOSE OF PAYING THE PRINCIPAL OF, PREMIUM IF ANY, AND INTEREST ON SUCH DEBT; ALL OF THE ABOVE AS MAY BE DETERMINED BY THE DISTRICT BOARD OF DIRECTORS; AND SHALL THE PROCEEDS OF ANY SUCH DEBT AND THE REVENUE FROM SUCH TAXES, ANY OTHER REVENUE USED TO PAY SUCH DEBT, AND INVESTMENT EARNINGS THEREON, BE COLLECTED, RETAINED AND SPENT BY THE DISTRICT AS A VOTER-APPROVED REVENUE CHANGE, WITHOUT REGARD TO ANY SPENDING, REVENUE-RAISING, OR OTHER LIMITATION CONTAINED WITHIN ARTICLE X, SECTION 20 OF THE COLORADO CONSTITUTION, OR ANY OTHER LAW WHICH PURPORTS TO LIMIT THE DISTRICT'S REVENUES OR EXPENDITURES AS IT

CURRENTLY EXISTS OR AS IT MAY BE AMENDED IN THE FUTURE, AND WITHOUT LIMITING IN ANY YEAR THE AMOUNT OF OTHER REVENUES THAT MAY BE COLLECTED, RETAINED AND SPENT BY THE DISTRICT?

YES   
NO

**DENARGO MARKET METROPOLITAN DISTRICT NO. 2 BALLOT ISSUE 5K:**

SHALL DENARGO MARKET METROPOLITAN DISTRICT NO. 2 DEBT BE INCREASED \$25,615,500 WITH A REPAYMENT COST OF \$210,047,100, AND SHALL DENARGO MARKET METROPOLITAN DISTRICT NO. 2 TAXES BE INCREASED \$210,047,100 ANNUALLY OR SUCH LESSER AMOUNT AS MAY BE NECESSARY FOR THE PAYMENT OF SUCH DEBT AND ANY REFUNDINGS THEREOF, AT AN INTEREST RATE THAT IS EQUAL TO, LOWER OR HIGHER THAN THE INTEREST RATE ON THE REFUNDED DEBT, FOR THE PURPOSE OF PAYING, LEASING, FINANCING OR REIMBURSING ALL OR ANY PART OF THE COSTS OF DESIGNING, ACQUIRING, CONSTRUCTING, RELOCATING, INSTALLING, COMPLETING AND OTHERWISE PROVIDING, WITHIN OR WITHOUT THE BOUNDARIES OF THE DISTRICT, MOSQUITO CONTROL AND ERADICATION FACILITIES, IMPROVEMENTS, PROGRAMS, EQUIPMENT AND SUPPLIES NECESSARY FOR THE ELIMINATION OF MOSQUITOES, INCLUDING BUT NOT LIMITED TO THE ELIMINATION OR TREATMENT OF BREEDING GROUNDS AND PURCHASE, LEASE, CONTRACTING OR OTHER USE OF EQUIPMENT OR SUPPLIES FOR MOSQUITO CONTROL WITHIN THE BOUNDARIES OF THE DISTRICT, TOGETHER WITH ALL NECESSARY, INCIDENTAL, AND APPURTENANT FACILITIES, EQUIPMENT, LAND, EASEMENTS AND EXTENSIONS OF AND IMPROVEMENTS TO SUCH FACILITIES, SUCH DEBT TO BEAR INTEREST AT A MAXIMUM NET EFFECTIVE INTEREST RATE NOT TO EXCEED 18% PER ANNUM, SUCH INTEREST TO BE PAYABLE AT SUCH TIME OR TIMES, AND WHICH MAY COMPOUND ANNUALLY OR SEMIANNUALLY, AND SUCH DEBT TO MATURE, BE SUBJECT TO REDEMPTION WITH OR WITHOUT PREMIUM, AND BE ISSUED AND SOLD AT, ABOVE OR BELOW PAR, SUCH DEBT TO BE ISSUED OR INCURRED AT ONE TIME OR FROM TIME TO TIME, TO BE PAID FROM ANY LEGALLY AVAILABLE REVENUES OF THE DISTRICT, INCLUDING THE PROCEEDS OF AD VALOREM PROPERTY TAXES; SUCH TAXES TO CONSIST OF AN AD VALOREM MILL LEVY IMPOSED ON ALL TAXABLE PROPERTY OF THE DISTRICT, WITHOUT LIMITATION OF RATE OR WITH SUCH LIMITATIONS AS MAY BE DETERMINED BY THE DISTRICT BOARD OF DIRECTORS, AND IN AMOUNTS SUFFICIENT TO PRODUCE THE ANNUAL INCREASE SET FORTH ABOVE OR SUCH LESSER AMOUNT AS MAY BE NECESSARY, TO BE USED FOR THE PURPOSE OF PAYING THE PRINCIPAL OF, PREMIUM IF ANY, AND INTEREST ON SUCH DEBT; ALL OF THE ABOVE AS MAY BE DETERMINED BY THE DISTRICT BOARD OF DIRECTORS; AND SHALL THE PROCEEDS OF ANY SUCH DEBT AND THE REVENUE FROM SUCH TAXES, ANY OTHER REVENUE USED TO PAY SUCH DEBT, AND INVESTMENT EARNINGS THEREON, BE COLLECTED, RETAINED AND SPENT BY THE DISTRICT AS A VOTER-APPROVED REVENUE CHANGE, WITHOUT REGARD TO ANY SPENDING, REVENUE-RAISING, OR OTHER LIMITATION CONTAINED WITHIN

ARTICLE X, SECTION 20 OF THE COLORADO CONSTITUTION, OR ANY OTHER LAW WHICH PURPORTS TO LIMIT THE DISTRICT'S REVENUES OR EXPENDITURES AS IT CURRENTLY EXISTS OR AS IT MAY BE AMENDED IN THE FUTURE, AND WITHOUT LIMITING IN ANY YEAR THE AMOUNT OF OTHER REVENUES THAT MAY BE COLLECTED, RETAINED AND SPENT BY THE DISTRICT?

YES

NO

**DENARGO MARKET METROPOLITAN DISTRICT NO. 2 BALLOT ISSUE 5L:**

SHALL DENARGO MARKET METROPOLITAN DISTRICT NO. 2 DEBT BE INCREASED \$25,615,500 WITH A REPAYMENT COST OF \$210,047,100, AND SHALL DENARGO MARKET METROPOLITAN DISTRICT NO. 2 TAXES BE INCREASED \$210,047,100 ANNUALLY OR SUCH LESSER AMOUNT AS MAY BE NECESSARY FOR THE PAYMENT OF SUCH DEBT AND ANY REFUNDINGS THEREOF, AT AN INTEREST RATE THAT IS EQUAL TO, LOWER OR HIGHER THAN THE INTEREST RATE ON THE REFUNDED DEBT, FOR THE PURPOSE OF PAYING, LEASING, FINANCING OR REIMBURSING ALL OR ANY PART OF THE COSTS OF DESIGNING, ACQUIRING, CONSTRUCTING, RELOCATING, INSTALLING, COMPLETING AND OTHERWISE PROVIDING, WITHIN OR WITHOUT THE BOUNDARIES OF THE DISTRICT, A SAFETY PROTECTION SYSTEM OF TRAFFIC AND SAFETY CONTROLS AND DEVICES ON STREETS AND HIGHWAYS AND AT RAILROAD CROSSINGS, INCLUDING BUT NOT LIMITED TO TRAFFIC SIGNALS AND SIGNAGE, AND CONSTRUCTING UNDERPASSES OR OVERPASSES AT RAILROAD CROSSINGS, TOGETHER WITH ALL NECESSARY, INCIDENTAL, AND APPURTENANT FACILITIES, EQUIPMENT, LAND, EASEMENTS AND EXTENSIONS OF AND IMPROVEMENTS TO SUCH FACILITIES, SUCH DEBT TO BEAR INTEREST AT A MAXIMUM NET EFFECTIVE INTEREST RATE NOT TO EXCEED 18% PER ANNUM, SUCH INTEREST TO BE PAYABLE AT SUCH TIME OR TIMES, AND WHICH MAY COMPOUND ANNUALLY OR SEMIANNUALLY, AND SUCH DEBT TO MATURE, BE SUBJECT TO REDEMPTION WITH OR WITHOUT PREMIUM, AND BE ISSUED AND SOLD AT, ABOVE OR BELOW PAR, SUCH DEBT TO BE ISSUED OR INCURRED AT ONE TIME OR FROM TIME TO TIME, TO BE PAID FROM ANY LEGALLY AVAILABLE REVENUES OF THE DISTRICT, INCLUDING THE PROCEEDS OF AD VALOREM PROPERTY TAXES; SUCH TAXES TO CONSIST OF AN AD VALOREM MILL LEVY IMPOSED ON ALL TAXABLE PROPERTY OF THE DISTRICT, WITHOUT LIMITATION OF RATE OR WITH SUCH LIMITATIONS AS MAY BE DETERMINED BY THE DISTRICT BOARD OF DIRECTORS, AND IN AMOUNTS SUFFICIENT TO PRODUCE THE ANNUAL INCREASE SET FORTH ABOVE OR SUCH LESSER AMOUNT AS MAY BE NECESSARY, TO BE USED FOR THE PURPOSE OF PAYING THE PRINCIPAL OF, PREMIUM IF ANY, AND INTEREST ON SUCH DEBT; ALL OF THE ABOVE AS MAY BE DETERMINED BY THE DISTRICT BOARD OF DIRECTORS; AND SHALL THE PROCEEDS OF ANY SUCH DEBT AND THE REVENUE FROM SUCH TAXES, ANY OTHER REVENUE USED TO PAY SUCH DEBT, AND INVESTMENT EARNINGS THEREON, BE COLLECTED, RETAINED AND SPENT BY THE DISTRICT AS A VOTER-APPROVED REVENUE CHANGE, WITHOUT REGARD TO ANY SPENDING, REVENUE-RAISING, OR OTHER LIMITATION CONTAINED WITHIN

ARTICLE X, SECTION 20 OF THE COLORADO CONSTITUTION, OR ANY OTHER LAW WHICH PURPORTS TO LIMIT THE DISTRICT'S REVENUES OR EXPENDITURES AS IT CURRENTLY EXISTS OR AS IT MAY BE AMENDED IN THE FUTURE, AND WITHOUT LIMITING IN ANY YEAR THE AMOUNT OF OTHER REVENUES THAT MAY BE COLLECTED, RETAINED AND SPENT BY THE DISTRICT?

YES

NO

**DENARGO MARKET METROPOLITAN DISTRICT NO. 2 BALLOT ISSUE 5M:**

SHALL DENARGO MARKET METROPOLITAN DISTRICT NO. 2 DEBT BE INCREASED \$25,615,500 WITH A REPAYMENT COST OF \$210,047,100, AND SHALL DENARGO MARKET METROPOLITAN DISTRICT NO. 2 TAXES BE INCREASED \$210,047,100 ANNUALLY OR SUCH LESSER AMOUNT AS MAY BE NECESSARY FOR THE PAYMENT OF SUCH DEBT AND ANY REFUNDINGS THEREOF, AT AN INTEREST RATE THAT IS EQUAL TO, LOWER OR HIGHER THAN THE INTEREST RATE ON THE REFUNDED DEBT, FOR THE PURPOSE OF PAYING, REIMBURSING, FINANCING OR REFINANCING ALL OR ANY PART OF THE DISTRICT'S OPERATING AND MAINTENANCE EXPENSES, OR ADVANCES OF OPERATING AND MAINTENANCE EXPENSES MADE TO THE DISTRICT, SUCH DEBT TO BEAR INTEREST AT A MAXIMUM NET EFFECTIVE INTEREST RATE NOT TO EXCEED 18% PER ANNUM, SUCH INTEREST TO BE PAYABLE AT SUCH TIME OR TIMES, AND WHICH MAY COMPOUND ANNUALLY OR SEMIANNUALLY, SUCH DEBT TO BE INCURRED AT ONE TIME OR FROM TIME TO TIME AND TO MATURE, BE SUBJECT TO REDEMPTION, WITH OR WITHOUT PREMIUM, AND BE ISSUED AND SOLD AT, ABOVE OR BELOW PAR, AND TO CONTAIN SUCH TERMS, NOT INCONSISTENT HEREWITH, AND BE MADE PAYABLE FROM ANY LEGALLY AVAILABLE REVENUES OF THE DISTRICT, INCLUDING WITHOUT LIMITATION AD VALOREM PROPERTY TAXES LEVIED IN ANY YEAR, WITHOUT LIMITATION AS TO RATE AND IN AN AMOUNT SUFFICIENT TO PAY THE PRINCIPAL OF, PREMIUM, IF ANY, AND INTEREST ON THE DEBT WHEN DUE; ALL OF THE ABOVE AS DETERMINED BY THE DISTRICT BOARD OF DIRECTORS, AND SHALL THE PROCEEDS OF THE DEBT, THE REVENUES FROM SUCH TAXES, ANY OTHER REVENUES USED TO PAY THE DEBT, AND ANY EARNINGS FROM THE INVESTMENT OF SUCH PROCEEDS AND REVENUES BE COLLECTED, RETAINED AND SPENT BY THE DISTRICT AS A VOTER-APPROVED REVENUE CHANGE, WITHOUT REGARD TO ANY SPENDING, REVENUE-RAISING, OR OTHER LIMITATION CONTAINED WITHIN ARTICLE X, SECTION 20 OF THE COLORADO CONSTITUTION, OR ANY OTHER LAW WHICH PURPORTS TO LIMIT THE DISTRICT'S REVENUES OR EXPENDITURES AS IT

CURRENTLY EXISTS OR AS IT MAY BE AMENDED IN THE FUTURE, AND WITHOUT LIMITING IN ANY YEAR THE AMOUNT OF OTHER REVENUES THAT MAY BE COLLECTED, RETAINED AND SPENT BY THE DISTRICT?

YES   
NO

**DENARGO MARKET METROPOLITAN DISTRICT NO. 2 BALLOT ISSUE 5N:**

SHALL DENARGO MARKET METROPOLITAN DISTRICT NO. 2 DEBT BE INCREASED \$25,615,500 WITH A REPAYMENT COST OF \$210,047,100, AND SHALL DENARGO MARKET METROPOLITAN DISTRICT NO. 2 TAXES BE INCREASED \$210,047,100 ANNUALLY OR SUCH LESSER AMOUNT AS MAY BE NECESSARY FOR THE PAYMENT OF SUCH DEBT AND ANY REFUNDINGS THEREOF, AT AN INTEREST RATE THAT IS EQUAL TO, LOWER OR HIGHER THAN THE INTEREST RATE ON THE REFUNDED DEBT, FOR THE PURPOSE OF REFUNDING, REFINANCING OR DEFEASING ANY OR ALL OF THE DISTRICT'S DEBT, BUT NOT TO EXCEED THE MAXIMUM NET EFFECTIVE INTEREST RATE OF 18% PER ANNUM, SUCH INTEREST TO BE PAYABLE AT SUCH TIME OR TIMES, AND WHICH MAY COMPOUND ANNUALLY OR SEMIANNUALLY, AND SUCH DEBT TO MATURE, BE SUBJECT TO REDEMPTION WITH OR WITHOUT PREMIUM, AND BE ISSUED AND SOLD AT, ABOVE OR BELOW PAR, SUCH DEBT TO BE ISSUED OR INCURRED AT ONE TIME OR FROM TIME TO TIME, TO BE PAID FROM ANY LEGALLY AVAILABLE REVENUES OF THE DISTRICT, INCLUDING THE PROCEEDS OF AD VALOREM PROPERTY TAXES; SUCH TAXES TO CONSIST OF AN AD VALOREM MILL LEVY IMPOSED ON ALL TAXABLE PROPERTY OF THE DISTRICT, WITHOUT LIMITATION OF RATE OR WITH SUCH LIMITATIONS AS MAY BE DETERMINED BY THE DISTRICT BOARD OF DIRECTORS, AND IN AMOUNTS SUFFICIENT TO PRODUCE THE ANNUAL INCREASE SET FORTH ABOVE OR SUCH LESSER AMOUNT AS MAY BE NECESSARY, TO BE USED FOR THE PURPOSE OF PAYING THE PRINCIPAL OF, PREMIUM IF ANY, AND INTEREST ON SUCH DEBT; ALL OF THE ABOVE AS MAY BE DETERMINED BY THE DISTRICT BOARD OF DIRECTORS; AND SHALL THE PROCEEDS OF ANY SUCH DEBT AND THE REVENUE FROM SUCH TAXES, ANY OTHER REVENUE USED TO PAY SUCH DEBT, AND INVESTMENT EARNINGS THEREON, BE COLLECTED, RETAINED AND SPENT BY THE DISTRICT AS A VOTER-APPROVED REVENUE CHANGE, WITHOUT REGARD TO ANY SPENDING, REVENUE-RAISING, OR OTHER LIMITATION CONTAINED WITHIN ARTICLE X, SECTION 20 OF THE COLORADO CONSTITUTION, OR ANY OTHER LAW WHICH PURPORTS TO LIMIT THE DISTRICT'S REVENUES OR EXPENDITURES AS IT CURRENTLY EXISTS OR AS IT MAY BE AMENDED IN THE FUTURE, AND WITHOUT LIMITING IN ANY YEAR THE AMOUNT OF OTHER REVENUES THAT MAY BE COLLECTED, RETAINED AND SPENT BY THE DISTRICT?

YES   
NO

**DENARGO MARKET METROPOLITAN DISTRICT NO. 2 BALLOT ISSUE 50:**

SHALL DENARGO MARKET METROPOLITAN DISTRICT NO. 2 DEBT BE INCREASED \$25,615,500 WITH A REPAYMENT COST OF \$210,047,100, AND SHALL DENARGO MARKET METROPOLITAN DISTRICT NO. 2 TAXES BE INCREASED \$210,047,100 ANNUALLY OR SUCH LESSER AMOUNT AS MAY BE NECESSARY FOR THE PAYMENT OF SUCH DEBT AND ANY REFUNDINGS THEREOF, AT AN INTEREST RATE THAT IS EQUAL TO, LOWER OR HIGHER THAN THE INTEREST RATE ON THE REFUNDED DEBT, SUCH DEBT TO CONSIST OF INTERGOVERNMENTAL AGREEMENTS OR OTHER CONTRACTS WITHOUT LIMIT AS TO TERM WITH ONE OR MORE POLITICAL SUBDIVISIONS OF THE STATE, GOVERNMENTAL UNITS, GOVERNMENTALLY-OWNED ENTERPRISES, OR OTHER PUBLIC ENTITIES, WHICH CONTRACTS WILL CONSTITUTE MULTIPLE FISCAL YEAR FINANCIAL OBLIGATIONS AND WHICH WILL OBLIGATE THE DISTRICT TO PAY, REIMBURSE OR FINANCE THE COSTS OF FINANCING, DESIGNING, ACQUIRING, CONSTRUCTING, COMPLETING OR OTHERWISE PROVIDING, AND THE COSTS OF OPERATING AND MAINTAINING, ANY PUBLIC IMPROVEMENT WHICH THE DISTRICT IS LAWFULLY AUTHORIZED TO PROVIDE, ALL AS MAY BE PROVIDED IN SUCH CONTRACTS, SUCH CONTRACTS TO BEAR INTEREST AT A MAXIMUM NET EFFECTIVE INTEREST RATE NOT TO EXCEED 18% PER ANNUM, BE REFINANCED AT A NET EFFECTIVE INTEREST RATE NOT TO EXCEED THE MAXIMUM NET EFFECTIVE INTEREST RATE WITHOUT ADDITIONAL VOTER APPROVAL AND CONTAIN SUCH TERMS, NOT INCONSISTENT HERewith, AS THE DISTRICT BOARD OF DIRECTORS MAY DETERMINE; AND IN CONNECTION THEREWITH SHALL AD VALOREM PROPERTY TAXES BE LEVIED IN ANY YEAR, WITHOUT LIMITATION AS TO RATE AND IN AN AMOUNT SUFFICIENT TO PAY THE OBLIGATIONS OF THE CONTRACTS WHEN DUE, THE PROCEEDS OF THE CONTRACTS, THE REVENUES FROM ALL TAXES, FROM REVENUE SHARING AGREEMENTS, ANY OTHER REVENUES USED TO PAY THE CONTRACTS AND ANY EARNINGS FROM THE INVESTMENT OF SUCH PROCEEDS AND REVENUES BE COLLECTED, RETAINED AND SPENT BY THE DISTRICT AS A VOTER-APPROVED REVENUE CHANGE, WITHOUT REGARD TO ANY SPENDING, REVENUE-RAISING, OR OTHER LIMITATION CONTAINED WITHIN ARTICLE X, SECTION 20 OF THE COLORADO CONSTITUTION, OR ANY OTHER LAW WHICH PURPORTS TO LIMIT THE DISTRICT'S REVENUES OR EXPENDITURES AS IT CURRENTLY EXISTS OR AS IT MAY BE AMENDED IN THE FUTURE, AND WITHOUT LIMITING IN ANY YEAR THE AMOUNT OF OTHER REVENUES THAT MAY BE COLLECTED, RETAINED AND SPENT BY THE DISTRICT?

YES   
NO

**DENARGO MARKET METROPOLITAN DISTRICT NO. 2 BALLOT ISSUE 5P:**

SHALL DENARGO MARKET METROPOLITAN DISTRICT NO. 2 BE AUTHORIZED TO ENTER INTO ONE OR MORE INTERGOVERNMENTAL AGREEMENTS WITH THE STATE OR ONE OR MORE POLITICAL SUBDIVISIONS OF THE STATE FOR THE

PURPOSE OF JOINTLY FINANCING THE COSTS OF ANY PUBLIC IMPROVEMENTS, FACILITIES, SYSTEMS, PROGRAMS, OR PROJECTS WHICH THE DISTRICT MAY LAWFULLY PROVIDE, OR FOR THE PURPOSE OF PROVIDING FOR THE OPERATIONS AND MAINTENANCE OF THE DISTRICT AND ITS FACILITIES AND PROPERTIES, WHICH AGREEMENT MAY CONSTITUTE A MULTIPLE FISCAL YEAR FINANCIAL OBLIGATION OF THE DISTRICT TO THE EXTENT PROVIDED THEREIN AND OTHERWISE AUTHORIZED BY LAW, AND IN CONNECTION THEREWITH SHALL THE DISTRICT BE AUTHORIZED TO MAKE COVENANTS REGARDING THE ESTABLISHMENT AND USE OF AD VALOREM TAXES, RATES, FEES, TOLLS, PENALTIES, AND OTHER CHARGES OR REVENUES OF THE DISTRICT, AND COVENANTS, REPRESENTATIONS, AND WARRANTIES AS TO OTHER MATTERS ARISING UNDER THE AGREEMENTS, ALL AS MAY BE DETERMINED BY THE DISTRICT BOARD OF DIRECTORS?

YES   
NO

**DENARGO MARKET METROPOLITAN DISTRICT NO. 2 BALLOT ISSUE 5Q:**

SHALL DENARGO MARKET METROPOLITAN DISTRICT NO. 2 BE AUTHORIZED TO ENTER INTO ONE OR MORE MULTIPLE FISCAL YEAR FINANCIAL OBLIGATIONS EVIDENCED BY AN INTERGOVERNMENTAL AGREEMENT OR AGREEMENTS CONCERNING THE PROVISION OF REGIONAL PUBLIC IMPROVEMENTS WITH A REGIONAL AUTHORITY OR THE CITY AND COUNTY OF DENVER OR ONE OR MORE OTHER POLITICAL SUBDIVISIONS OR GOVERNMENTALLY-OWNED ENTERPRISES, CONTAINING SUCH TERMS AND CONDITIONS AS THE DISTRICT BOARD OF DIRECTORS MAY DETERMINE TO BE NECESSARY AND APPROPRIATE AND PROVIDING FOR PAYMENTS BY THE DISTRICT IN AN AGGREGATE AMOUNT NOT TO EXCEED THE TAX REVENUES DERIVED FROM AN AD VALOREM MILL LEVY NOT TO EXCEED TEN (10) MILLS IMPOSED BY THE DISTRICT ON ALL TAXABLE PROPERTY?

YES   
NO

**DENARGO MARKET METROPOLITAN DISTRICT NO. 2 BALLOT QUESTION 501:**

Shall Denargo Market Metropolitan District No. 2 be organized?

YES   
NO



**DENARGO MARKET METROPOLITAN DISTRICT NO. 2 BALLOT QUESTION 502:**

Shall members of the board of directors of Denargo Market Metropolitan District No. 2 be authorized to serve without limitation on their terms of office pursuant to the right granted to the voters of the District in Article XVIII, Section 11 of the Colorado Constitution to lengthen, shorten, or eliminate the limitations on the terms of office imposed by such section?

YES

NO

STATE OF COLORADO )  
 )  
 CITY AND COUNTY OF DENVER ) SS.  
 )  
 DENARGO MARKET )  
 METROPOLITAN DISTRICT NO. 2 )

I, David Solin, the Secretary of the Board of Directors (the “Board”) of Denargo Market Metropolitan District No. 2, in the City and County of Denver, Colorado, do hereby certify:

1. The foregoing pages are a true and correct copy of a resolution (the “Resolution”) passed and adopted by the Board at a special meeting of the Board held on October 5, 2023.

2. The Resolution was duly moved and seconded and the Resolution was adopted at the special meeting of October 5, 2023 by an affirmative vote of a majority of the members of the Board as follows:

<u>Name</u>	<u>“Yes”</u>	<u>“No”</u>	<u>Absent</u>	<u>Abstain</u>
Laura H. Newman, President	X			
Jeffery D. Jones, Treasurer	X			
Todd T. Wenskoski, Assistant Secretary	X			
Wade Davidson, Assistant Secretary	X			
Mike Kuyper				

3. The members of the Board were present at such special meeting, constituted a quorum and voted on the passage of the Resolution as set forth above.

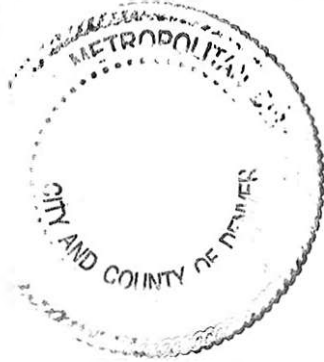
4. The Resolution was approved and authenticated by the signature of the President of the Board, sealed with the District seal, attested by the Secretary and recorded in the minutes of the Board.

5. There are no bylaws, rules or regulations of the Board which might prohibit the adoption of the Resolution.

6. Notice of the meeting of October 5, 2023, in the form attached hereto as Appendix A was duly posted as provided in Section 32-1-903, Colorado Revised Statutes, at least 24 hours prior to the meeting in accordance with law.

WITNESS my hand and the seal of the District this October 5, 2023.

(SEAL)



A stylized, handwritten signature in blue ink, consisting of several loops and curves.

Secretary

Denargo Market Metropolitan District No. 2  
in the City and County of Denver, Colorado

APPENDIX A

Notice of Meeting

**PUBLIC NOTICE OF A SPECIAL MEETING OF THE  
BOARDS OF DIRECTORS OF  
DENARGO MARKET METROPOLITAN DISTRICT NOS. 2 AND 3  
CITY AND COUNTY OF DENVER, STATE OF COLORADO**

**NOTICE IS HEREBY GIVEN** that the Boards of Directors (hereinafter referred to as the “**Boards**” and each as a “**Board**”) of Denargo Market Metropolitan District Nos. 2 and 3 (hereinafter referred to as “**District No. 2**”, “**District No. 3**” and collectively as the “**Districts**”), in the City and County of Denver, State of Colorado, will meet in special session at the offices of McGeady Becher P.C., 450 E. 17<sup>th</sup> Avenue, Suite 400, Denver, Colorado 80203 (*upon arrival please dial 303-592-4380, or ring doorbell to use intercom to alert receptionist of your arrival and she will meet you at the elevator*) and via video / conference call, on Thursday, the 5<sup>th</sup> day of October, 2023, at 10:00 a.m.

Members of the public are encouraged to participate whether in person at the physical location referenced above or via video / telephone in one of the following ways:

- 1. To attend via videoconference, e-mail [dsolin@sdmsi.com](mailto:dsolin@sdmsi.com) to obtain a link to the videoconference, or use the following:**

<https://us02web.zoom.us/j/5469119353?pwd=SmtlcHJETFhCQUZEcVBBOGZVU3Fqdz09>

- 2. To attend via telephone, dial 1-253-215-8782 and enter the following additional information:**

**Meeting ID: 546 911 9353**

**Passcode: 912873**

At this meeting, it is anticipated that the Board of District No. 3 will make a final determination to issue general obligation indebtedness and refund general obligation indebtedness in the form of District No. 3’s Limited Tax General Obligation Refunding and Improvement Note, Series 2023A-1 and Limited Tax General Obligation Refunding and Improvement Note, Series 2023A-2, in a combined original principal amount not to exceed \$35,000,000, and the execution and delivery of a Loan Agreement by and among District No. 3, as Borrower; District No. 2, as Financing District; NBH Bank, as Lender; and MidwestOne Bank, as Lender (the “**Loan Agreement**”); including performance thereunder, and approving, ratifying and confirming other necessary actions and all documents, agreements and certificates in connection therewith.

At this meeting, it is anticipated that the Board of District No. 2 will make a final determination to issue general obligation indebtedness and refund general obligation indebtedness in the form of the Loan Agreement; including performance thereunder, pledging certain ad valorem property tax revenues thereunder, and approving, ratifying and confirming other necessary actions and all documents, agreements and certificates in connection therewith.

The Boards will also take up such other business as may be before the Boards, including the items listed on the attached Agenda. The meeting is open to the public.

*Pursuant to the provisions of the Supplemental Public Securities Act, one or more members of the Boards may participate in this meeting and may vote on the foregoing matters through the use of a conference telephone or other telecommunications device.*

This notice is given by order of the Boards of Directors of the Districts.

**DENARGO MARKET METROPOLITAN  
DISTRICT NOS. 2 AND 3**

By: */s/ David Solin*

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District Manager

# DENARGO MARKET METROPOLITAN DISTRICT NOS. 1, 2 AND 3

141 Union Boulevard, Suite 150  
Lakewood, Colorado 80228-1898  
Tel: 303-987-0835 · 800-741-3254  
Fax: 303-987-2032  
<https://denargo.colorado.gov>

## **NOTICE OF SPECIAL MEETING AND AGENDA**

<u>Board of Directors</u>	<u>Office</u>	<u>Term/Expires</u>
Laura H. Newman	President	2027/May 2027
Jeffrey D. Jones	Treasurer	2025/May 2025
Todd T. Wenskoski	Asst. Secretary	2025/May 2025
Wade Davidson	Asst. Secretary	2027/May 2027
<b>VACANT</b>		2025/May 2025
David Solin	Secretary	

DATE: October 5, 2023

TIME: 10:00 a.m.

LOCATION: McGeady Becher P.C.  
450 E. 17th Avenue, Suite 400  
Denver, CO 80203

*If attending in person, upon arrival please dial 303-592-4380, or ring doorbell to use intercom to alert receptionist of your arrival and she will meet you at the elevator.*

**You can also attend the meeting virtually in any of the following ways:**

**1. To attend via Zoom videoconference, use the link below.**

<https://us02web.zoom.us/j/5469119353?pwd=SmtlcHJETFhCQUZEcVBBOGZVU3Fqdz09>

**2. To attend via telephone, dial 1-253-215-8782 and enter the following additional information:**

**Meeting ID: 546 911 9353**

**Passcode: 912873**

### I. ADMINISTRATIVE MATTERS

A. Present Disclosures of Potential Conflicts of Interest.

---

B. Confirm quorum, location of meeting and posting of meeting notice and approve agenda.

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- C. Discuss vacancy on the Boards of Directors of Denargo Market Metropolitan District Nos. 1, 2 and 3 (hereinafter referred to as “District No. 1”, “District No. 2”, “District No. 3” and collectively the “Districts”) and consider the appointment of eligible elector, Michael Kuyper, to the Boards of Directors of the Districts (Notice of Vacancy published September 20, 2023). Administer Oaths of Office.
- 

- D. Consider appointment of officers.

President:

Secretary:

Treasurer:

Assistant Secretary:

Assistant Secretary:

Assistant Secretary:

## II. PUBLIC COMMENT

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

## III. FINANCIAL MATTERS

- A. Conduct Public Hearing to consider amendment of the 2023 Budget for District No. 3. Consider adoption of Resolution of District No. 3 to Amend the 2023 Budget (enclosure).
- 

- B. Discuss matters related to proposed 2023 Loan Issuance by District No. 3.
- 

- 1. Review and consider approval of Engagement Letter for Bond Counsel Services by and between District No. 3 and Butler Snow LLP (enclosure).
- 

- 2. Review and consider approval of Bank Solicitor Agreement by and between District No. 3 and RBC Capital Markets, LLC (enclosure).
-

3. Review proposals for Independent Municipal Advisor Services and consider approval of Engagement Letter for Independent Municipal Advisor Services by and between District No. 3 and MuniCap, Inc. or LRB Public Finance Advisors (enclosures).

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4. District No. 3 - Discuss and consider adoption of Resolution authorizing the issuance of general obligation indebtedness in the form of District No. 3's Limited Tax General Obligation Refunding and Improvement Note, Series 2023A-1 and Limited Tax General Obligation Refunding and Improvement Note, Series 2023A-2, in a combined original principal amount not to exceed \$35,000,000, and the execution and delivery of a Loan Agreement by and among District No. 3, as Borrower; District No. 2, as Financing District; NBH Bank, as Lender; and MidwestOne Bank, as Lender (the "Loan Agreement"); including performance thereunder, and approving, ratifying and confirming other necessary actions and all documents, agreements and certificates in connection therewith (enclosure).

---
5. District No. 2 - Discuss and consider adoption of Resolution authorizing the incurrence of general obligation indebtedness in the form of District No. 2's execution and delivery of the Loan Agreement and pledging certain ad valorem property tax revenues thereunder; including performance thereunder, and approving, ratifying and confirming other necessary actions and all documents, agreements and certificates in connection therewith (enclosure).

---
6. Authorize reimbursement to JV Denargo LLC pursuant to 2022-2025 Facilities Funding and Acquisition Agreement by and between District No. 1 and JV Denargo LLC.

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IV. LEGAL MATTERS

A. \_\_\_\_\_

V. OPERATION AND MAINTENANCE

A. \_\_\_\_\_

VI. CAPITAL MATTERS

A. \_\_\_\_\_

VII. ADJOURNMENT

**THE NEXT REGULAR MEETING FOR DISTRICT NOS. 1, 2, & 3 IS  
SCHEDULED FOR NOVEMBER 14, 2023 (BUDGET HEARING).**

## RESOLUTION

WHEREAS, Denargo Market Metropolitan District No. 3, in the City and County of Denver, Colorado (the “District”), is a quasi-municipal corporation and political subdivision of the State of Colorado duly organized and existing as a metropolitan district under the Constitution and laws of the State of Colorado; and

WHEREAS, the District has been regularly and duly organized under the provisions of the general laws of the State of Colorado, pursuant to a resolution adopted by the City Council of the City and County of Denver, Colorado (the “City Council”) and an Order and Decree Creating District of the District Court in and for the City and County of Denver and State of Colorado, declaring the District duly organized, having been entered on June 21, 2010; and

WHEREAS, contemporaneously with the organization of the District, Denargo Market Metropolitan District No. 2 (“District No. 2” and together with the District, the “Districts”) was regularly and duly organized under the provisions of the general laws of the State of Colorado, pursuant to a resolution adopted by the City Council and an Order and Decree Creating District of the District Court in and for the City and County of Denver and State of Colorado, declaring District No. 2 duly organized, having been entered on June 21, 2010; and

WHEREAS, at an election of the qualified electors of the District, duly called and held on May 4, 2010 (the “2010 Election”), in accordance with law and pursuant to due notice, a majority of those qualified to vote and voting at the 2010 Election voted in favor of the ballot questions attached hereto as Exhibit A concerning the issuance of general obligation indebtedness and the imposition of taxes for the payment thereof; and

WHEREAS, the returns of the 2010 Election were duly canvassed and the results thereof duly declared; and

WHEREAS, the result of the 2010 Election was certified by the District by certified mail to the board of county commissioners of each county in which the District is located or to the governing body of a municipality that has adopted a resolution of approval of the District pursuant to C.R.S. § 32-1-204.5, and with the division of securities created by C.R.S. § 11-51-701, within forty-five days after the election; and

WHEREAS, at an election of the qualified electors of the District, duly called and held on May 6, 2014 (the “2014 Election”), in accordance with law and pursuant to due notice, a majority of those qualified to vote and voting at the 2014 Election voted in favor of the ballot questions attached hereto as Exhibit B concerning the issuance of general obligation indebtedness and the imposition of taxes for the payment thereof; and

WHEREAS, the returns of the 2014 Election were duly canvassed and the results thereof duly declared; and

WHEREAS, the result of the 2014 Election was certified by the District by certified mail to the board of county commissioners of each county in which the District is located or to the governing body of a municipality that has adopted a resolution of approval of the special district

pursuant to C.R.S. § 32-1-204.5, and with the division of securities created by C.R.S. § 11-51-701, within forty-five days after the election; and

WHEREAS, at an election of the qualified electors of the District, duly called and held on May 2, 2023 (the “2023 Election” and together with the 2010 Election and the 2014 Election, the “Elections”), in accordance with law and pursuant to due notice, a majority of those qualified to vote and voting at the 2023 Election voted in favor of the ballot questions attached hereto as Exhibit C concerning the issuance of general obligation indebtedness and the imposition of taxes for the payment thereof; and

WHEREAS, the returns of the 2023 Election were duly canvassed and the results thereof duly declared; and

WHEREAS, the result of the 2023 Election was certified by the District by certified mail to the board of county commissioners of each county in which the District is located or to the governing body of a municipality that has adopted a resolution of approval of the special district pursuant to C.R.S. § 32-1-204.5, and with the division of securities created by C.R.S. § 11-51-701, within forty-five days after the election; and

WHEREAS, pursuant to authorization granted to District No. 2 at an election held on May 4, 2010 (the “District No. 2 2010 Election”), District No. 2 has previously issued its (a) Limited Tax (Convertible to Unlimited Tax) General Obligation Improvement Note, Series 2016A (the “2016A Note”), in the original principal amount of \$10,000,000, evidencing a loan made by ZB, N.A. *dba* Vectra Bank Colorado (“Vectra”) to District No. 2 pursuant to a Loan Agreement dated as of September 29, 2016 (the “2016A Loan Agreement”), and (b) its Limited Tax (Convertible to Unlimited Tax) Taxable General Obligation Advancing Improvement Note, Series 2016B-1 (the “2016B-1 Note”), in the maximum principal amount of \$8,000,000 less the Actual Principal Amount of the 2016B-2 Note and its Limited Tax (Convertible to Unlimited Tax) Taxable General Obligation Advancing Improvement Note, Series 2016B-2 (the “2016B-2 Note” and together with the 2016A Note and the 2016B-1 Note, the “2016 Notes”), in the maximum principal amount of \$600,000, evidencing a loan made by Vectra to District No. 2 pursuant to a Loan Agreement dated as of September 29, 2016 (the “2016B Loan Agreement” and together with the 2016A Loan Agreement, the “2016 Loan Agreements”); and

WHEREAS, the 2016 Notes are subject to prepayment in whole, but not in part, on December 1, 2023, upon the payment of the outstanding Loan Balance (as defined in the 2016 Loan Agreements) plus accrued and unpaid interest thereon to the date of such prepayment, together with a prepayment fee equal to 1.0% of the Loan Balance so prepaid; and

WHEREAS, the proceeds of the 2016 Notes were used to finance and refinance public improvements authorized at the District No. 2 2010 Election that benefit the residents and taxpayers within the boundaries of District No. 2 and the District; and

WHEREAS, in connection with the execution of the 2016 Loan Agreements by District No. 2, the District entered into the First Amendment to Memorandum of Understanding dated as of August 22, 2016, by and between Denargo Market Metropolitan District No. 1

(“District No. 1”), District No. 2 and the District, which amended the Memorandum of Understanding dated as of October 29, 2010 (as amended, the “Memorandum of Understanding”) by and between District No. 1, District No. 2 and the District; and

WHEREAS, pursuant to the Memorandum of Understanding, District No. 1 and the District agreed to reimburse District No. 2 for any debt issued by District No. 2 for public improvements (the “Financed Public Improvements”) based on an allocable basis (with respect to each District, the “Payment Obligation”); and

WHEREAS, the Board of Directors of the District (the “Board”) has determined and hereby determines, and the Board of Directors of District No. 2 (the “District No. 2 Board”) has determined that it is the best interest of the respective Districts and their residents and taxpayers: (i) to prepay the 2016 Notes in whole on December 1, 2023, and as part of such prepayment, for the District to pay its Payment Obligation with respect to the Financed Public Improvements that were financed with the proceeds of the 2016 Notes (collectively, the “Refunding Project”), and to finance additional public improvements authorized at the Elections that benefit the residents and taxpayers within the boundaries of District No. 2 and the District (the “Improvement Project” and together with the Refunding Project, the “Project”); and

WHEREAS, the Districts are authorized by Section 29-1-203, C.R.S. to cooperate or contract with one another to provide any function, service, or facility lawfully authorized to each of the cooperating or contracting units, including the sharing of costs, the imposition of taxes, or the incurring of debt; and

WHEREAS, the Districts are each authorized by Section 32-1-1001(g) and Section 32-1-1302, C.R.S. to issue refunding indebtedness to refund, pay, or discharge all or any part of the District’s outstanding general obligation bonds and other general obligation indebtedness for the purpose of reducing interest costs or effecting other economies, modifying or eliminating restrictive contractual limitations relating to the incurring of additional indebtedness or to any system or facilities, or improvement thereto, or any combination of the foregoing purposes; and

WHEREAS, Section 32-1-1001(1)(e), C.R.S. authorizes the Districts “[t]o borrow money and incur indebtedness and evidence the same by certificates, notes, or debentures, and to issue bonds, including revenue bonds, in accordance with the provisions of part 11 of this article, and to invest any moneys of the special district in accordance with part 6 of article 75 of title 24, C.R.S.”; and

WHEREAS, the Board has determined and hereby determines, and the District No. 2 Board has determined that, in order to facilitate the issuance of debt to finance the Project, it is in the best interest of the Districts and the residents and taxpayers thereof for the District to issue indebtedness payable from ad valorem property taxes of the District and District No. 2 for the purpose of (i) prepaying the 2016 Notes in full and paying the District’s Payment Obligation with respect to the Financed Public Improvements that were financed with the proceeds of the 2016 Notes, and (ii) to finance additional public improvements authorized at the Elections that benefit the residents and taxpayers within the boundaries of District No. 2 and the District; and

WHEREAS, in order to finance the costs of the Project, the District intends to enter into a Loan Agreement (the “Loan Agreement”) with NBH Bank (the “2023A-1 Lender”), MidWestOne Bank (the “2023A-2 Lender” and together with the 2023A-1 Lender, the “Lenders”), and District No. 2 in order to obtain a Limited Tax General Obligation, Refunding and Improvement Loan, Series 2023 (the “2023 Loan”), a portion of which will be funded by the 2023A-1 Lender, which will be evidenced by a promissory note from the District to the 2023A-1 Lender (the “2023A-1 Note”), and the remaining portion of which will be funded by the 2023A-2 Lender, which will be evidenced by a promissory note from the District to the 2023A-2 Lender (the “2023A-2 Note” and together with the 2023A-1 Note, the “2023 Notes”); and

WHEREAS, the proceeds derived from the 2023 Loan shall be used to effect the Project and to pay the costs of issuance of the 2023 Notes; and

WHEREAS, the 2023 Loan is being obtained by the District from, and the 2023 Notes are being issued by the District to the Lenders, each of which constitutes a “financial institution” or “institutional investor” as defined in the Section 32-1-103, C.R.S., and therefore neither the 2023 Loan nor the 2023 Notes will be applied against the limit on general obligation indebtedness of the District imposed by Section 32-1-1101(6)(a), C.R.S.; and

WHEREAS, the creation of the indebtedness authorized herein will not cause the District to exceed the maximum general obligation indebtedness authorized by Colorado law; and

WHEREAS, the 2023 Loan is being obtained by the District from and the 2023 Notes are being issued by the District to the Lenders, each of which constitutes an “accredited investor” as defined under Sections 3(b) and (4)(2) of the federal Securities Act of 1933, as amended, by regulation adopted thereunder by the U.S. Securities and Exchange Commission, in a transaction not involving a public offering, and as such the 2023 Loan and 2023 Notes will be exempt from registration under the Colorado Municipal Bond Supervision Act; and

WHEREAS, after consideration, the Board has and hereby determines that entering into the Loan Agreement and related documents and implementing the Project is in the best interests of the District and its residents and taxpayers; and

WHEREAS, there has been presented to this meeting of the Board the proposed forms of: (i) the Loan Agreement, including the forms of the 2023 Note attached thereto; and (ii) the Escrow Agreement (the “Escrow Agreement”) by and among the District, District No. 2 and an escrow bank to be named therein; and

WHEREAS, the Board desires to authorize the 2023 Loan and the execution and delivery of the Loan Agreement, the 2023 Notes, and the Escrow Agreement (collectively, the “Financing Documents”); and

WHEREAS, Section 11-57-204 of the Supplemental Public Securities Act, constituting Title 11, Article 57, Part 2, Colorado Revised Statutes (the “Supplemental Act”), provides that a public entity, including the District, may elect in an act of issuance to apply all or any of the provisions of the Supplemental Act.

THEREFORE, BE IT RESOLVED BY THE BOARD OF DIRECTORS OF DENARGO MARKET METROPOLITAN DISTRICT NO. 3:

**Section 1.**   Ratification and Approval of Prior Actions. All action heretofore taken (not inconsistent with the provisions of this Resolution) by the Board and by the officers, agents or employees of the District directed toward incurring the 2023 Loan, executing and delivering the Financing Documents, and the implementation of the Project, is hereby ratified, approved, and confirmed.

**Section 2.**   Finding of Best Interests. The Board hereby finds and determines, pursuant to the Constitution and the laws of the State of Colorado, that the implementation of the Project and financing the costs thereof pursuant to the terms set forth in the Financing Documents, together with other available moneys of the District, are in the best interests of the District and its residents and taxpayers, and the Board hereby authorizes and approves the same.

**Section 3.**   Supplemental Act; Delegation. Section 11-57-204 of the Supplemental Act provides that a public entity, including the District, may elect in an act of issuance to apply all or any of the provisions of the Supplemental Act. The Board hereby elects to apply all of the provisions of the Supplemental Act to the 2023 Loan and the Financing Documents and in connection therewith hereby delegates to the President and each member of the Board the authority to independently make any determination delegable pursuant to Section 11-57-205(1)(a-i) of the Supplemental Act in relation to the 2023 Loan and the Financing Documents, which determinations shall be set forth in the Loan Agreement, subject to the following parameters and restrictions:

- (a) the interest rate or rates on the 2023 Loan shall be such that the 2023 Loan bears interest at a net effective interest rate which does not exceed 7.5%, provided that such limitation shall not apply upon the occurrence and continuation of a Determination of Taxability (as defined in the Loan Agreement);
- (b) the principal amount of the 2023 Loan shall not exceed \$35,000,000;
- (c) the term of the 2023 Loan shall not extend beyond December 1, 2054;
- (d) the 2023 Loan shall be subject to optional redemption at such time or times as set forth in the Loan Agreement, at a redemption price not to exceed 102%; and
- (e) the maximum annual repayment cost of the 2023 Loan and the total repayment cost of the 2023 Loan shall not exceed the amounts authorized at the Elections.

**Section 4.**   Approvals, Authorizations, and Amendments. In accordance with the Constitution of the State of Colorado; the Supplemental Act; Title 32, Article 1, C.R.S.; the Elections and all other laws of the State of Colorado thereunto enabling, the District is hereby authorized to execute and deliver the Financing Documents for the purpose of: (i) paying the costs of the Project; and (ii) paying issuance and other costs in connection with the 2023 Loan and the transactions contemplated by this Resolution and the Loan Agreement.



The 2023 Notes shall constitute limited tax general obligations of the District, and the Pledged Revenue (as defined in the Loan Agreement) is pledged to the payment of principal of and interest on the 2023 Notes, as provided in the Loan Agreement.

The Board hereby authorizes the execution and delivery of the Financing Documents and the implementation of the Project in accordance therewith. The Financing Documents are incorporated herein by reference and are hereby approved. The District shall enter into and perform its obligations under the Financing Documents in substantially the form of such documents presented at this meeting, provided that such Financing Documents may be completed, corrected or revised as deemed necessary by the parties thereto in order to carry out the purposes of this Resolution. The President or Vice President and the Secretary or an Assistant Secretary are hereby authorized and directed to execute the Financing Documents and to affix the seal of the District thereto, and further to execute and authenticate such other documents, instruments or certificates as are deemed necessary or desirable in order to secure the 2023 Loan and to implement the Project.

Upon execution and delivery of the Financing Documents, the covenants, agreements, recitals and representations of the District therein shall be effective with the same force and effect as if specifically set forth herein, and such covenants, agreements, recitals and representations are hereby adopted and incorporated herein by reference.

**Section 5.** Authorization to Execute Collateral Documents. The members of the Board and the officers and employees of the District are hereby authorized and directed to take all actions necessary or appropriate to effectuate the provisions of this Resolution, including without limiting the generality of the foregoing, executing, attesting, authenticating and delivering for and on behalf of the District any and all necessary documents, instruments or certificates, including any loan commitment or rate lock agreement from the Lenders, and performing all other acts that they deem necessary or appropriate in order to implement and carry out the transactions and other matters authorized by this Resolution. The approval hereby given to the various documents referred to above includes an approval of such additional details therein as may be necessary and appropriate for their completion, deletions therefrom and additions thereto as deemed necessary by the parties thereto in order to carry out the purposes of this Resolution. The execution of any document or instrument by the aforementioned officers or members of the Board shall be conclusive evidence of the approval by the District of such document or instrument in accordance with the terms hereof and thereof.

**Section 6.** Notice and Consent to Refunding, Defeasance, and Redemption, Exercise of Option. The President, any member of the Board, and the District Manager are hereby independently authorized to take all action necessary to prepay the 2016 Notes on December 1, 2023, including the giving of any notice or the negotiation and execution of any waivers or consents that are required.

**Section 7.** No Recourse against Officers and Agents. Pursuant to Section 11-57-209 of the Supplemental Act, if a member of the Board, or any officer or agent of the District, acts in good faith, no civil recourse shall be available against such member, officer or agent for payment of the principal of, premium, if any, and interest on the 2023 Notes. Such recourse shall

not be available either directly or indirectly through the Board or the District, or otherwise, whether by virtue of any constitution, statute, rule of law, enforcement of penalty, or otherwise. By the acceptance of the delivery of the Loan Agreement and the 2023 Notes evidencing the 2023 Loan and as a part of the consideration for such transfer, the Lenders and any person purchasing or accepting the transfer of the Loan Agreement or any obligation representing the 2023 Loan specifically waives any such recourse.

**Section 8.** Conclusive Recital. Pursuant to Section 11-57-210 of the Supplemental Act, the Loan Agreement is entered into, and the 2023 Notes are executed and delivered pursuant to certain provisions of the Supplemental Act. Such recital shall be conclusive evidence of the validity and the regularity of the issuance of the Loan Agreement and the 2023 Notes after their delivery for value.

**Section 9.** Limitation of Actions. Pursuant to Section 11-57-212 of the Supplemental Act, no legal or equitable action brought with respect to any legislative acts or proceedings in connection with the authorization or issuance of the Loan Agreement or the 2023 Notes shall be commenced more than 30 days after the authorization of the Loan Agreement and the 2023 Notes. Pursuant to Section 32-1-1306, C.R.S. the Board hereby determines that the limitations under Part 13 of Article 1 of Title 32, C.R.S. upon the issuance of refunding bonds have been met; such determination to be conclusive in the absence of fraud or arbitrary and gross abuse of discretion.

**Section 10.** Resolution Irrepealable. After the 2023 Loan has been funded this Resolution shall constitute a contract between Lenders, or any subsequent owner of the 2023 Notes, and the District, and shall be and remain irrepealable until the 2023 Notes and the interest accruing thereon shall have been fully paid, satisfied and discharged, as herein and therein provided.

**Section 11.** Repealer. All acts, orders, bylaws and resolutions of the District, or parts thereof, inconsistent or in conflict with this Resolution, are hereby repealed to the extent only of such inconsistency or conflict.

**Section 12.** Electronic Signatures; Electronic Transactions. Each member of the Board and all employees and officials of the District that are authorized or directed to execute any agreement, document, certificate, instrument or other paper in accordance with this Resolution (collectively, the “Authorized Documents”) are hereby authorized to execute Authorized Documents electronically via facsimile or email signature. Any electronic signature so affixed to any Authorized Document shall carry the full legal force and effect of any original, handwritten signature. This provision is made pursuant to Article 71.3 of Title 24, C.R.S., also known as the Uniform Electronic Transactions Act. It is hereby determined that the transactions described herein may be conducted and related documents may be stored by electronic means. Copies, telecopies, facsimiles, electronic files and other reproductions of original executed documents shall be deemed to be authentic and valid counterparts of such original documents for all purposes, including the filing of any claim, action or suit in the appropriate court of law.

**Section 13.** Severability. If any section, paragraph, clause or provision of this Resolution shall for any reason be held to be invalid or unenforceable, the invalidity or unenforceability of such section, paragraph, clause or provision shall not affect any of the remaining provisions of this Resolution, the intent being that the same are severable.

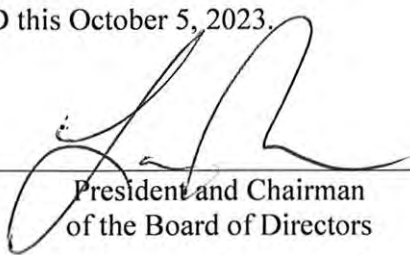
**Section 14.** Effective Date. This Resolution shall take effect immediately upon its adoption and approval.

[Signature Page Follows]

PASSED, ADOPTED AND APPROVED this October 5, 2023.



(SEAL)

  
\_\_\_\_\_  
President and Chairman  
of the Board of Directors

ATTEST:


  
\_\_\_\_\_  
Secretary

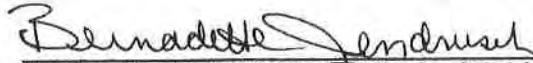
EXHIBIT A

(Attach 2010 Election Questions)

No. \_\_\_\_\_

OFFICIAL BALLOT FOR DENARGO MARKET METROPOLITAN DISTRICT NO. 3

MAY 4, 2010

  
Facsimile Signature of Designated Election Official

WARNING

Any person who, by use of force or other means, unduly influences an eligible elector to vote in any particular manner or to refrain from voting, or who falsely makes, alters, forges, or counterfeits any mail ballot before or after it has been cast, or who destroys, defaces, mutilates, or tampers with a ballot is subject, upon conviction, to imprisonment, or to a fine, or both.

Section 1-7.5-107(3)(b), C.R.S.

This may not be your only ballot. Other elections may be held by other political subdivisions by mail or by polling place. Refer to the ballot instructions for complete information on voting. Review your ballot. Be sure you have voted on every office and issue.

To vote, place a crossmark (X) at the right of the name of each candidate. For write-in candidates, print name on blank line and then place a crossmark (X) at the right of that name.

**DENARGO MARKET METROPOLITAN DISTRICT NO. 3 BALLOT QUESTION 500:**

VOTE FOR NOT MORE THAN TWO DIRECTORS TO SERVE UNTIL THE NEXT REGULAR ELECTION:

Donald D. Cabrera

Alexander I. Brown

VOTE FOR NOT MORE THAN THREE DIRECTORS TO SERVE UNTIL THE SECOND REGULAR ELECTION:

Bernadette Jendrusch

Tyler Whittaker

Todd T. Wenskoski

For each ballot question place a crossmark (X) in the appropriate box directly following the ballot question.

**DENARGO MARKET METROPOLITAN DISTRICT NO. 3 BALLOT ISSUE 5A:**

SHALL DENARGO MARKET METROPOLITAN DISTRICT NO. 3 TAXES BE INCREASED \$3,000,000 ANNUALLY OR SUCH LESSER AMOUNT AS NECESSARY TO PAY THE DISTRICT'S ADMINISTRATION AND OPERATIONS AND MAINTENANCE EXPENSES, BY THE IMPOSITION OF AD VALOREM PROPERTY TAXES LEVIED IN ANY YEAR, WITHOUT LIMITATION AS TO RATE OR AMOUNT OR ANY OTHER CONDITION TO PAY SUCH EXPENSES AND SHALL THE PROCEEDS OF SUCH TAXES AND ANY INVESTMENT INCOME THEREON BE COLLECTED, RETAINED AND SPENT BY THE DISTRICT IN FISCAL YEAR 2011 AND IN EACH FISCAL YEAR

THEREAFTER AS A VOTER-APPROVED REVENUE CHANGE WITHOUT REGARD TO ANY SPENDING, REVENUE-RAISING, OR OTHER LIMITATION CONTAINED WITHIN ARTICLE X, SECTION 20 OF THE COLORADO CONSTITUTION, THE LIMITS IMPOSED ON INCREASES IN PROPERTY TAXATION BY SECTION 29-1-301, C.R.S. IN ANY YEAR, OR ANY OTHER LAW WHICH PURPORTS TO LIMIT THE DISTRICT'S REVENUES OR EXPENDITURES AS IT CURRENTLY EXISTS OR AS IT MAY BE AMENDED IN THE FUTURE, ALL WITHOUT LIMITING IN ANY YEAR THE AMOUNT OF OTHER REVENUES THAT MAY BE COLLECTED, RETAINED AND SPENT BY THE DISTRICT?

YES

NO

**DENARGO MARKET METROPOLITAN DISTRICT NO. 3 BALLOT ISSUE 5B:**

SHALL DENARGO MARKET METROPOLITAN DISTRICT NO. 3 TAXES BE INCREASED \$6,000,000 ANNUALLY (FIRST FULL FISCAL YEAR INCREASE) AND BY THE ADDITIONAL AMOUNTS THAT ARE RAISED ANNUALLY THEREAFTER BY THE IMPOSITION OF AN AD VALOREM PROPERTY TAX MILL LEVY EACH YEAR ON ALL TAXABLE PROPERTY OF THE DISTRICT UP TO TEN (10) MILLS, PROVIDED THAT SUCH MILL LEVY RATE MAY BE ADJUSTED BY THE BOARD OF DIRECTORS TO TAKE INTO ACCOUNT LEGISLATIVE OR CONSTITUTIONALLY IMPOSED ADJUSTMENTS IN ASSESSED VALUES OR THE METHOD OF THEIR CALCULATION OCCURRING AFTER JANUARY 1, 2010 SO THAT, TO THE EXTENT POSSIBLE, THE ACTUAL REVENUES GENERATED BY SUCH MILL LEVY ARE NEITHER DIMINISHED NOR ENHANCED AS A RESULT OF SUCH CHANGES, FOR THE PURPOSE OF PAYING COSTS ASSOCIATED WITH REGIONAL INFRASTRUCTURE IMPROVEMENTS AS REQUIRED BY THE CITY AND COUNTY OF DENVER PUBLIC WORKS DEPARTMENT AND SERVICES FOR THE DISTRICT'S TAXPAYERS, RESIDENTS AND INHABITANTS AND SHALL THE REVENUE FROM SUCH TAXES AND INVESTMENT INCOME THEREON, BE COLLECTED AND SPENT BY THE DISTRICT IN FISCAL YEAR 2011 AND IN EACH YEAR THEREAFTER AS A VOTER-APPROVED REVENUE CHANGE, WITHOUT REGARD TO ANY SPENDING, REVENUE-RAISING, OR OTHER LIMITATION CONTAINED WITHIN ARTICLE X, SECTION 20 OF THE COLORADO CONSTITUTION, THE LIMITS IMPOSED ON INCREASES IN PROPERTY TAXATION BY SECTION 29-1-301 C.R.S., IN ANY YEAR, OR ANY OTHER LAW, WHICH PURPORTS TO LIMIT THE DISTRICT'S REVENUES OR EXPENDITURES AS IT CURRENTLY EXISTS OR AS IT MAY BE AMENDED IN THE FUTURE WITHOUT LIMITING IN ANY YEAR THE AMOUNT OF OTHER REVENUES THAT MAY BE COLLECTED AND SPENT BY THE DISTRICT?

YES

NO

**DENARGO MARKET METROPOLITAN DISTRICT NO. 3 BALLOT ISSUE 5C:**

SHALL DENARGO MARKET METROPOLITAN DISTRICT NO. 3 TAXES BE INCREASED \$3,000,000 ANNUALLY OR SUCH LESSER AMOUNT AS NECESSARY TO PAY THE DISTRICT'S ADMINISTRATION AND OPERATIONS AND MAINTENANCE EXPENSES, BY THE IMPOSITION OF A FEE OR FEES IMPOSED, WITHOUT LIMITATION AS TO RATE OR AMOUNT OR ANY OTHER CONDITION TO PAY SUCH EXPENSES AND SHALL THE PROCEEDS OF SUCH FEES AND ANY INVESTMENT INCOME THEREON BE COLLECTED, RETAINED AND SPENT BY THE DISTRICT IN FISCAL YEAR 2011 AND IN EACH FISCAL YEAR THEREAFTER AS A VOTER-APPROVED REVENUE CHANGE WITHOUT REGARD TO ANY SPENDING, REVENUE-RAISING, OR OTHER LIMITATION CONTAINED WITHIN ARTICLE X, SECTION 20 OF THE COLORADO CONSTITUTION, THE LIMITS IMPOSED ON INCREASES IN PROPERTY TAXATION BY SECTION 29-1-301, C.R.S. IN ANY YEAR, OR ANY OTHER LAW WHICH PURPORTS TO LIMIT THE DISTRICT'S REVENUES OR EXPENDITURES AS IT CURRENTLY EXISTS OR AS IT MAY BE AMENDED IN THE FUTURE, ALL WITHOUT LIMITING IN ANY YEAR THE AMOUNT OF OTHER REVENUES THAT MAY BE COLLECTED, RETAINED AND SPENT BY THE DISTRICT?

YES

NO

**DENARGO MARKET METROPOLITAN DISTRICT NO. 3 BALLOT ISSUE 5D:**

SHALL DENARGO MARKET METROPOLITAN DISTRICT NO. 3 TAXES BE INCREASED \$25,615,500 ANNUALLY OR SUCH LESSER AMOUNT AS NECESSARY FOR THE PAYMENT OF SUCH AMOUNTS DUE PURSUANT TO ONE OR MORE INTERGOVERNMENTAL AGREEMENTS OR OTHER CONTRACTS, BY THE IMPOSITION OF AD VALOREM PROPERTY TAXES LEVIED IN ANY YEAR, WITHOUT LIMITATION AS TO RATE OR AMOUNT OR ANY OTHER CONDITION FOR THE PAYMENT OF SUCH AMOUNTS DUE, AND SHALL THE PROCEEDS OF SUCH TAXES AND ANY INVESTMENT INCOME THEREON BE COLLECTED, RETAINED AND SPENT BY THE DISTRICT IN FISCAL YEAR 2011 AND IN EACH FISCAL YEAR THEREAFTER AS A VOTER-APPROVED REVENUE CHANGE WITHOUT REGARD TO ANY SPENDING, REVENUE-RAISING, OR OTHER LIMITATION CONTAINED WITHIN ARTICLE X, SECTION 20 OF THE COLORADO CONSTITUTION, THE LIMITS IMPOSED ON INCREASES IN PROPERTY TAXATION BY SECTION 29-1-301, C.R.S. IN ANY YEAR, OR ANY OTHER LAW WHICH PURPORTS TO LIMIT THE DISTRICT'S REVENUES OR EXPENDITURES AS IT CURRENTLY EXISTS OR AS IT MAY BE AMENDED IN THE FUTURE, ALL WITHOUT LIMITING IN ANY YEAR THE AMOUNT OF OTHER REVENUES THAT MAY BE COLLECTED, RETAINED AND SPENT BY THE DISTRICT?

YES

NO



**DENARGO MARKET METROPOLITAN DISTRICT NO. 3 BALLOT ISSUE 5E:**

SHALL DENARGO MARKET METROPOLITAN DISTRICT NO. 3 BE AUTHORIZED TO COLLECT, RETAIN, AND SPEND THE FULL AMOUNT OF ALL TAXES, TAX INCREMENT REVENUES, TAP FEES, PARK FEES, FACILITY FEES, SERVICE CHARGES, INSPECTION CHARGES, ADMINISTRATIVE CHARGES, GRANTS OR ANY OTHER FEE, RATE, TOLL, PENALTY, OR CHARGE AUTHORIZED BY LAW OR CONTRACT TO BE IMPOSED, COLLECTED OR RECEIVED BY THE DISTRICT DURING 2011 AND EACH FISCAL YEAR THEREAFTER, SUCH AMOUNTS TO CONSTITUTE A VOTER-APPROVED REVENUE CHANGE AND BE COLLECTED, RETAINED AND SPENT BY THE DISTRICT WITHOUT REGARD TO ANY SPENDING, REVENUE-RAISING, OR OTHER LIMITATION CONTAINED WITHIN ARTICLE X, SECTION 20 OF THE COLORADO CONSTITUTION, THE LIMITS IMPOSED ON INCREASES IN PROPERTY TAXATION BY SECTION 29-1-301, C.R.S. IN ANY SUBSEQUENT YEAR, OR ANY OTHER LAW WHICH PURPORTS TO LIMIT THE DISTRICT'S REVENUES OR EXPENDITURES AS IT CURRENTLY EXISTS OR AS IT MAY BE AMENDED IN THE FUTURE, AND WITHOUT LIMITING IN ANY YEAR THE AMOUNT OF OTHER REVENUES THAT MAY BE COLLECTED, RETAINED AND SPENT BY THE DISTRICT?

YES

NO

**DENARGO MARKET METROPOLITAN DISTRICT NO. 3 BALLOT ISSUE 5F:**

SHALL DENARGO MARKET METROPOLITAN DISTRICT NO. 3 DEBT BE INCREASED \$25,615,500 WITH A REPAYMENT COST OF \$210,047,100 AND SHALL DENARGO MARKET METROPOLITAN DISTRICT NO. 3 TAXES BE INCREASED \$210,047,100 ANNUALLY OR SUCH LESSER AMOUNT AS MAY BE NECESSARY FOR THE PAYMENT OF SUCH DEBT AND ANY REFUNDINGS THEREOF, AT AN INTEREST RATE THAT IS EQUAL TO, LOWER OR HIGHER THAN THE INTEREST RATE ON THE REFUNDED DEBT, FOR THE PURPOSE OF PAYING, LEASING, FINANCING OR REIMBURSING ALL OR ANY PART OF THE COSTS OF DESIGNING, ACQUIRING, CONSTRUCTING, RELOCATING, INSTALLING, COMPLETING AND OTHERWISE PROVIDING, WITHIN OR WITHOUT THE BOUNDARIES OF THE DISTRICT, STREET IMPROVEMENTS, INCLUDING BUT NOT LIMITED TO CURBS, GUTTERS, CULVERTS, AND OTHER DRAINAGE FACILITIES, UNDERGROUND CONDUITS, SIDEWALKS, TRAILS, PUBLIC PARKING LOTS, STRUCTURES AND FACILITIES, PAVING, LIGHTING, GRADING, LANDSCAPING, BIKE PATHS AND PEDESTRIAN WAYS, PEDESTRIAN OVERPASSES, RETAINING WALLS, FENCING, ENTRY MONUMENTATION, STREETSCAPING, BRIDGES, OVERPASSES, UNDERPASSES, INTERCHANGES, MEDIAN ISLANDS, IRRIGATION, AND A SAFETY PROTECTION SYSTEM THROUGH TRAFFIC AND SAFETY CONTROLS AND DEVICES ON STREETS AND HIGHWAYS AND AT RAILROAD CROSSINGS, SIGNALIZATION, SIGNING AND STRIPING, AREA IDENTIFICATION, DRIVER INFORMATION AND DIRECTIONAL ASSISTANCE SIGNS, TOGETHER WITH ALL NECESSARY, INCIDENTAL, AND APPURTENANT FACILITIES, EQUIPMENT, LAND AND EASEMENTS AND

EXTENSIONS OF AND IMPROVEMENTS TO SUCH FACILITIES, SUCH DEBT TO BEAR INTEREST AT A MAXIMUM NET EFFECTIVE INTEREST RATE NOT TO EXCEED 18% PER ANNUM, SUCH INTEREST TO BE PAYABLE AT SUCH TIME OR TIMES, AND WHICH MAY COMPOUND ANNUALLY OR SEMIANNUALLY, AND SUCH DEBT TO MATURE, BE SUBJECT TO REDEMPTION WITH OR WITHOUT PREMIUM, AND BE ISSUED AND SOLD AT, ABOVE OR BELOW PAR, SUCH DEBT TO BE ISSUED OR INCURRED AT ONE TIME OR FROM TIME TO TIME, TO BE PAID FROM ANY LEGALLY AVAILABLE REVENUES OF THE DISTRICT, INCLUDING THE PROCEEDS OF AD VALOREM PROPERTY TAXES; SUCH TAXES TO CONSIST OF AN AD VALOREM MILL LEVY IMPOSED ON ALL TAXABLE PROPERTY OF THE DISTRICT, WITHOUT LIMITATION OF RATE OR WITH SUCH LIMITATIONS AS MAY BE DETERMINED BY THE DISTRICT BOARD OF DIRECTORS, AND IN AMOUNTS SUFFICIENT TO PRODUCE THE ANNUAL INCREASE SET FORTH ABOVE OR SUCH LESSER AMOUNT AS MAY BE NECESSARY, TO BE USED FOR THE PURPOSE OF PAYING THE PRINCIPAL OF, PREMIUM IF ANY, AND INTEREST ON SUCH DEBT; ALL OF THE ABOVE AS MAY BE DETERMINED BY THE DISTRICT BOARD OF DIRECTORS; AND SHALL THE PROCEEDS OF ANY SUCH DEBT AND THE REVENUE FROM SUCH TAXES, ANY OTHER REVENUE USED TO PAY SUCH DEBT, AND INVESTMENT EARNINGS THEREON, BE COLLECTED, RETAINED AND SPENT BY THE DISTRICT AS A VOTER-APPROVED REVENUE CHANGE, WITHOUT REGARD TO ANY SPENDING, REVENUE-RAISING, OR OTHER LIMITATION CONTAINED WITHIN ARTICLE X, SECTION 20 OF THE COLORADO CONSTITUTION, OR ANY OTHER LAW WHICH PURPORTS TO LIMIT THE DISTRICT'S REVENUES OR EXPENDITURES AS IT CURRENTLY EXISTS OR AS IT MAY BE AMENDED IN THE FUTURE, AND WITHOUT LIMITING IN ANY YEAR THE AMOUNT OF OTHER REVENUES THAT MAY BE COLLECTED, RETAINED AND SPENT BY THE DISTRICT?

YES   
NO

**DENARGO MARKET METROPOLITAN DISTRICT NO. 3 BALLOT ISSUE 5G:**

SHALL DENARGO MARKET METROPOLITAN DISTRICT NO. 3 DEBT BE INCREASED \$25,615,500 WITH A REPAYMENT COST OF \$210,047,100, AND SHALL DENARGO MARKET METROPOLITAN DISTRICT NO. 3 TAXES BE INCREASED \$210,047,100 ANNUALLY OR SUCH LESSER AMOUNT AS MAY BE NECESSARY FOR THE PAYMENT OF SUCH DEBT AND ANY REFUNDINGS THEREOF, AT AN INTEREST RATE THAT IS EQUAL TO, LOWER OR HIGHER THAN THE INTEREST RATE ON THE REFUNDED DEBT, FOR THE PURPOSE OF PAYING, LEASING, FINANCING OR REIMBURSING ALL OR ANY PART OF THE COSTS OF DESIGNING, ACQUIRING, CONSTRUCTING, RELOCATING, INSTALLING, COMPLETING AND OTHERWISE PROVIDING, WITHIN OR WITHOUT THE BOUNDARIES OF THE DISTRICT, PARKS AND RECREATION FACILITIES, IMPROVEMENTS AND PROGRAMS, INCLUDING BUT NOT LIMITED TO COMMUNITY PARKS, BIKE PATHS AND PEDESTRIAN WAYS, FENCING, TRAILS, REGIONAL TRAILS, FIELDS, TOT LOTS, OPEN SPACE, CULTURAL ACTIVITIES, COMMON AREAS, COMMUNITY RECREATION CENTERS, TENNIS COURTS, OUTDOOR LIGHTING, EVENT FACILITIES, IRRIGATION

FACILITIES, LAKES, WATER BODIES, SWIMMING POOLS, PUBLIC FOUNTAINS AND SCULPTURES, ART, GARDENS, LANDSCAPING, WEED CONTROL, AND OTHER ACTIVE AND PASSIVE RECREATIONAL FACILITIES, IMPROVEMENTS AND PROGRAMS, TOGETHER WITH ALL NECESSARY, INCIDENTAL, AND APPURTENANT FACILITIES, EQUIPMENT, LAND, EASEMENTS AND EXTENSIONS OF AND IMPROVEMENTS TO SUCH FACILITIES, SUCH DEBT TO BEAR INTEREST AT A MAXIMUM NET EFFECTIVE INTEREST RATE NOT TO EXCEED 18% PER ANNUM, SUCH INTEREST TO BE PAYABLE AT SUCH TIME OR TIMES, AND WHICH MAY COMPOUND ANNUALLY OR SEMIANNUALLY, AND SUCH DEBT TO MATURE, BE SUBJECT TO REDEMPTION WITH OR WITHOUT PREMIUM, AND BE ISSUED AND SOLD AT, ABOVE OR BELOW PAR, SUCH DEBT TO BE ISSUED OR INCURRED AT ONE TIME OR FROM TIME TO TIME, TO BE PAID FROM ANY LEGALLY AVAILABLE REVENUES OF THE DISTRICT, INCLUDING THE PROCEEDS OF AD VALOREM PROPERTY TAXES; SUCH TAXES TO CONSIST OF AN AD VALOREM MILL LEVY IMPOSED ON ALL TAXABLE PROPERTY OF THE DISTRICT, WITHOUT LIMITATION OF RATE OR WITH SUCH LIMITATIONS AS MAY BE DETERMINED BY THE DISTRICT BOARD OF DIRECTORS, AND IN AMOUNTS SUFFICIENT TO PRODUCE THE ANNUAL INCREASE SET FORTH ABOVE OR SUCH LESSER AMOUNT AS MAY BE NECESSARY, TO BE USED FOR THE PURPOSE OF PAYING THE PRINCIPAL OF, PREMIUM IF ANY, AND INTEREST ON SUCH DEBT; ALL OF THE ABOVE AS MAY BE DETERMINED BY THE DISTRICT BOARD OF DIRECTORS; AND SHALL THE PROCEEDS OF ANY SUCH DEBT AND THE REVENUE FROM SUCH TAXES, ANY OTHER REVENUE USED TO PAY SUCH DEBT, AND INVESTMENT EARNINGS THEREON, BE COLLECTED, RETAINED AND SPENT BY THE DISTRICT AS A VOTER-APPROVED REVENUE CHANGE, WITHOUT REGARD TO ANY SPENDING, REVENUE-RAISING, OR OTHER LIMITATION CONTAINED WITHIN ARTICLE X, SECTION 20 OF THE COLORADO CONSTITUTION, OR ANY OTHER LAW WHICH PURPORTS TO LIMIT THE DISTRICT'S REVENUES OR EXPENDITURES AS IT CURRENTLY EXISTS OR AS IT MAY BE AMENDED IN THE FUTURE, AND WITHOUT LIMITING IN ANY YEAR THE AMOUNT OF OTHER REVENUES THAT MAY BE COLLECTED, RETAINED AND SPENT BY THE DISTRICT?

YES   
NO

**DENARGO MARKET METROPOLITAN DISTRICT NO. 3 BALLOT ISSUE 5H:**

SHALL DENARGO MARKET METROPOLITAN DISTRICT NO. 3 DEBT BE INCREASED \$25,615,500 WITH A REPAYMENT COST OF \$210,047,100, AND SHALL DENARGO MARKET METROPOLITAN DISTRICT NO. 3 TAXES BE INCREASED \$210,047,100 ANNUALLY OR SUCH LESSER AMOUNT AS MAY BE NECESSARY FOR THE PAYMENT OF SUCH DEBT AND ANY REFUNDINGS THEREOF, AT AN INTEREST RATE THAT IS EQUAL TO, LOWER OR HIGHER THAN THE INTEREST RATE ON THE REFUNDED DEBT, FOR THE PURPOSE OF PAYING, LEASING, FINANCING OR REIMBURSING ALL OR ANY PART OF THE COSTS OF DESIGNING, ACQUIRING, CONSTRUCTING, RELOCATING, INSTALLING, COMPLETING AND OTHERWISE PROVIDING, WITHIN OR WITHOUT THE BOUNDARIES OF THE DISTRICT, A

POTABLE AND NON-POTABLE WATER SUPPLY, STORAGE, TRANSMISSION AND DISTRIBUTION SYSTEM FOR DOMESTIC AND OTHER PUBLIC AND PRIVATE PURPOSES BY ANY AVAILABLE MEANS, AND TO PROVIDE ALL NECESSARY OR PROPER TREATMENT WORKS AND FACILITIES, EQUIPMENT, AND APPURTENANCES INCIDENT THERETO, INCLUDING BUT NOT LIMITED TO WELLS, WATER PUMPS, WATER LINES, WATER FEATURES, PURIFICATION PLANTS, PUMP STATIONS, TRANSMISSION LINES, DISTRIBUTION MAINS AND LATERALS, FIRE HYDRANTS, METERS, WATER TAPS, IRRIGATION FACILITIES, CANALS, DITCHES, WATER RIGHTS, FLUMES, PARTIAL FLUMES, HEADGATES, DROP STRUCTURES, STORAGE RESERVOIRS AND FACILITIES, TOGETHER WITH ALL NECESSARY, INCIDENTAL AND APPURTENANT FACILITIES, EQUIPMENT, LAND, EASEMENTS, AND EXTENSIONS OF AND IMPROVEMENTS TO SUCH FACILITIES, SUCH DEBT TO BEAR INTEREST AT A MAXIMUM NET EFFECTIVE INTEREST RATE NOT TO EXCEED 18% PER ANNUM, SUCH INTEREST TO BE PAYABLE AT SUCH TIME OR TIMES, AND WHICH MAY COMPOUND ANNUALLY OR SEMIANNUALLY, AND SUCH DEBT TO MATURE, BE SUBJECT TO REDEMPTION WITH OR WITHOUT PREMIUM, AND BE ISSUED AND SOLD AT, ABOVE OR BELOW PAR, SUCH DEBT TO BE ISSUED OR INCURRED AT ONE TIME OR FROM TIME TO TIME, TO BE PAID FROM ANY LEGALLY AVAILABLE REVENUES OF THE DISTRICT, INCLUDING THE PROCEEDS OF AD VALOREM PROPERTY TAXES; SUCH TAXES TO CONSIST OF AN AD VALOREM MILL LEVY IMPOSED ON ALL TAXABLE PROPERTY OF THE DISTRICT, WITHOUT LIMITATION OF RATE OR WITH SUCH LIMITATIONS AS MAY BE DETERMINED BY THE DISTRICT BOARD OF DIRECTORS, AND IN AMOUNTS SUFFICIENT TO PRODUCE THE ANNUAL INCREASE SET FORTH ABOVE OR SUCH LESSER AMOUNT AS MAY BE NECESSARY, TO BE USED FOR THE PURPOSE OF PAYING THE PRINCIPAL OF, PREMIUM IF ANY, AND INTEREST ON SUCH DEBT; ALL OF THE ABOVE AS MAY BE DETERMINED BY THE DISTRICT BOARD OF DIRECTORS; AND SHALL THE PROCEEDS OF ANY SUCH DEBT AND THE REVENUE FROM SUCH TAXES, ANY OTHER REVENUE USED TO PAY SUCH DEBT, AND INVESTMENT EARNINGS THEREON, BE COLLECTED, RETAINED AND SPENT BY THE DISTRICT AS A VOTER-APPROVED REVENUE CHANGE, WITHOUT REGARD TO ANY SPENDING, REVENUE-RAISING, OR OTHER LIMITATION CONTAINED WITHIN ARTICLE X, SECTION 20 OF THE COLORADO CONSTITUTION, OR ANY OTHER LAW WHICH PURPORTS TO LIMIT THE DISTRICT'S REVENUES OR EXPENDITURES AS IT CURRENTLY EXISTS OR AS IT MAY BE AMENDED IN THE FUTURE, AND WITHOUT LIMITING IN ANY YEAR THE AMOUNT OF OTHER REVENUES THAT MAY BE COLLECTED, RETAINED AND SPENT BY THE DISTRICT?

YES   
NO

**DENARGO MARKET METROPOLITAN DISTRICT NO. 3 BALLOT ISSUE 5I:**

SHALL DENARGO MARKET METROPOLITAN DISTRICT NO. 3 DEBT BE INCREASED \$25,615,500 WITH A REPAYMENT COST OF \$210,047,100, AND SHALL DENARGO MARKET METROPOLITAN DISTRICT NO. 3 TAXES BE INCREASED \$210,047,100 ANNUALLY OR SUCH LESSER AMOUNT AS MAY BE NECESSARY FOR THE

PAYMENT OF SUCH DEBT AND ANY REFUNDINGS THEREOF, AT AN INTEREST RATE THAT IS EQUAL TO, LOWER OR HIGHER THAN THE INTEREST RATE ON THE REFUNDED DEBT, FOR THE PURPOSE OF PAYING, LEASING, FINANCING OR REIMBURSING ALL OR ANY PART OF THE COSTS OF DESIGNING, ACQUIRING, CONSTRUCTING, RELOCATING, INSTALLING, COMPLETING AND OTHERWISE PROVIDING, WITHIN OR WITHOUT THE BOUNDARIES OF THE DISTRICT, A SANITATION SYSTEM WHICH MAY CONSIST OF STORM OR SANITARY SEWERS, OR BOTH, FLOOD AND SURFACE DRAINAGE, TREATMENT AND DISPOSAL WORKS AND FACILITIES, OR SOLID WASTE DISPOSAL FACILITIES OR WASTE SERVICES, AND ALL NECESSARY OR PROPER EQUIPMENT AND APPURTENANCES INCIDENT THERETO, INCLUDING BUT NOT LIMITED TO TREATMENT PLANTS AND FACILITIES, COLLECTION MAINS AND LATERALS, LIFT STATIONS, TRANSMISSION LINES, CANALS, SLUDGE HANDLING, REUSE AND DISPOSAL FACILITIES, AND/OR STORM SEWER, FLOOD AND SURFACE DRAINAGE FACILITIES AND SYSTEMS, INCLUDING DETENTION/RETENTION PONDS, BOX CULVERTS AND ASSOCIATED IRRIGATION FACILITIES, EQUIPMENT, LAND, EASEMENTS AND SEWER TAPS, AND EXTENSIONS OF AND IMPROVEMENTS TO SUCH FACILITIES, SUCH DEBT TO BEAR INTEREST AT A MAXIMUM NET EFFECTIVE INTEREST RATE NOT TO EXCEED 18% PER ANNUM, SUCH INTEREST TO BE PAYABLE AT SUCH TIME OR TIMES, AND WHICH MAY COMPOUND ANNUALLY OR SEMIANNUALLY, AND SUCH DEBT TO MATURE, BE SUBJECT TO REDEMPTION WITH OR WITHOUT PREMIUM, AND BE ISSUED AND SOLD AT, ABOVE OR BELOW PAR, SUCH DEBT TO BE ISSUED OR INCURRED AT ONE TIME OR FROM TIME TO TIME, TO BE PAID FROM ANY LEGALLY AVAILABLE REVENUES OF THE DISTRICT, INCLUDING THE PROCEEDS OF AD VALOREM PROPERTY TAXES; SUCH TAXES TO CONSIST OF AN AD VALOREM MILL LEVY IMPOSED ON ALL TAXABLE PROPERTY OF THE DISTRICT, WITHOUT LIMITATION OF RATE OR WITH SUCH LIMITATIONS AS MAY BE DETERMINED BY THE DISTRICT BOARD OF DIRECTORS, AND IN AMOUNTS SUFFICIENT TO PRODUCE THE ANNUAL INCREASE SET FORTH ABOVE OR SUCH LESSER AMOUNT AS MAY BE NECESSARY, TO BE USED FOR THE PURPOSE OF PAYING THE PRINCIPAL OF, PREMIUM IF ANY, AND INTEREST ON SUCH DEBT; ALL OF THE ABOVE AS MAY BE DETERMINED BY THE DISTRICT BOARD OF DIRECTORS; AND SHALL THE PROCEEDS OF ANY SUCH DEBT AND THE REVENUE FROM SUCH TAXES, ANY OTHER REVENUE USED TO PAY SUCH DEBT, AND INVESTMENT EARNINGS THEREON, BE COLLECTED, RETAINED AND SPENT BY THE DISTRICT AS A VOTER-APPROVED REVENUE CHANGE, WITHOUT REGARD TO ANY SPENDING, REVENUE-RAISING, OR OTHER LIMITATION CONTAINED WITHIN ARTICLE X, SECTION 20 OF THE COLORADO CONSTITUTION, OR ANY OTHER LAW WHICH PURPORTS TO LIMIT THE DISTRICT'S REVENUES OR EXPENDITURES AS IT CURRENTLY EXISTS OR AS IT MAY BE AMENDED IN THE FUTURE, AND WITHOUT LIMITING IN ANY YEAR THE AMOUNT OF OTHER REVENUES THAT MAY BE COLLECTED, RETAINED AND SPENT BY THE DISTRICT?

YES   
NO

**DENARGO MARKET METROPOLITAN DISTRICT NO. 3 BALLOT ISSUE 5J:**

SHALL DENARGO MARKET METROPOLITAN DISTRICT NO. 3 DEBT BE INCREASED \$25,615,500 WITH A REPAYMENT COST OF \$210,047,100, AND SHALL DENARGO MARKET METROPOLITAN DISTRICT NO. 3 TAXES BE INCREASED \$210,047,100 ANNUALLY OR SUCH LESSER AMOUNT AS MAY BE NECESSARY FOR THE PAYMENT OF SUCH DEBT AND ANY REFUNDINGS THEREOF, AT AN INTEREST RATE THAT IS EQUAL TO, LOWER OR HIGHER THAN THE INTEREST RATE ON THE REFUNDED DEBT, FOR THE PURPOSE OF PAYING, LEASING, FINANCING OR REIMBURSING ALL OR ANY PART OF THE COSTS OF DESIGNING, ACQUIRING, CONSTRUCTING, RELOCATING, INSTALLING, COMPLETING AND OTHERWISE PROVIDING, WITHIN OR WITHOUT THE BOUNDARIES OF THE DISTRICT, A SYSTEM TO TRANSPORT THE PUBLIC BY BUS, RAIL OR ANY OTHER MEANS OF CONVEYANCE, OR ANY COMBINATION THEREOF, OR PURSUANT TO CONTRACT, INCLUDING BUT NOT LIMITED TO PUBLIC TRANSPORTATION SYSTEM IMPROVEMENTS, TRANSPORTATION EQUIPMENT, PARK AND RIDE FACILITIES, PUBLIC PARKING LOTS, STRUCTURES, ROOFS, COVERS AND FACILITIES, TOGETHER WITH ALL NECESSARY, INCIDENTAL AND APPURTENANT FACILITIES, EQUIPMENT, LAND, EASEMENTS, AND ALL NECESSARY EXTENSIONS OF AND IMPROVEMENTS TO SUCH FACILITIES OR SYSTEMS, SUCH DEBT TO BEAR INTEREST AT A MAXIMUM NET EFFECTIVE INTEREST RATE NOT TO EXCEED 18% PER ANNUM, SUCH INTEREST TO BE PAYABLE AT SUCH TIME OR TIMES, AND WHICH MAY COMPOUND ANNUALLY OR SEMIANNUALLY, AND SUCH DEBT TO MATURE, BE SUBJECT TO REDEMPTION WITH OR WITHOUT PREMIUM, AND BE ISSUED AND SOLD AT, ABOVE OR BELOW PAR, SUCH DEBT TO BE ISSUED OR INCURRED AT ONE TIME OR FROM TIME TO TIME, TO BE PAID FROM ANY LEGALLY AVAILABLE REVENUES OF THE DISTRICT, INCLUDING THE PROCEEDS OF AD VALOREM PROPERTY TAXES; SUCH TAXES TO CONSIST OF AN AD VALOREM MILL LEVY IMPOSED ON ALL TAXABLE PROPERTY OF THE DISTRICT, WITHOUT LIMITATION OF RATE OR WITH SUCH LIMITATIONS AS MAY BE DETERMINED BY THE DISTRICT BOARD OF DIRECTORS, AND IN AMOUNTS SUFFICIENT TO PRODUCE THE ANNUAL INCREASE SET FORTH ABOVE OR SUCH LESSER AMOUNT AS MAY BE NECESSARY, TO BE USED FOR THE PURPOSE OF PAYING THE PRINCIPAL OF, PREMIUM IF ANY, AND INTEREST ON SUCH DEBT; ALL OF THE ABOVE AS MAY BE DETERMINED BY THE DISTRICT BOARD OF DIRECTORS; AND SHALL THE PROCEEDS OF ANY SUCH DEBT AND THE REVENUE FROM SUCH TAXES, ANY OTHER REVENUE USED TO PAY SUCH DEBT, AND INVESTMENT EARNINGS THEREON, BE COLLECTED, RETAINED AND SPENT BY THE DISTRICT AS A VOTER-APPROVED REVENUE CHANGE, WITHOUT REGARD TO ANY SPENDING, REVENUE-RAISING, OR OTHER LIMITATION CONTAINED WITHIN ARTICLE X, SECTION 20 OF THE COLORADO CONSTITUTION, OR ANY OTHER LAW WHICH PURPORTS TO LIMIT THE DISTRICT'S REVENUES OR EXPENDITURES AS IT

CURRENTLY EXISTS OR AS IT MAY BE AMENDED IN THE FUTURE, AND WITHOUT LIMITING IN ANY YEAR THE AMOUNT OF OTHER REVENUES THAT MAY BE COLLECTED, RETAINED AND SPENT BY THE DISTRICT?

YES   
NO

**DENARGO MARKET METROPOLITAN DISTRICT NO. 3 BALLOT ISSUE 5K:**

SHALL DENARGO MARKET METROPOLITAN DISTRICT NO. 3 DEBT BE INCREASED \$25,615,500 WITH A REPAYMENT COST OF \$210,047,100, AND SHALL DENARGO MARKET METROPOLITAN DISTRICT NO. 3 TAXES BE INCREASED \$210,047,100 ANNUALLY OR SUCH LESSER AMOUNT AS MAY BE NECESSARY FOR THE PAYMENT OF SUCH DEBT AND ANY REFUNDINGS THEREOF, AT AN INTEREST RATE THAT IS EQUAL TO, LOWER OR HIGHER THAN THE INTEREST RATE ON THE REFUNDED DEBT, FOR THE PURPOSE OF PAYING, LEASING, FINANCING OR REIMBURSING ALL OR ANY PART OF THE COSTS OF DESIGNING, ACQUIRING, CONSTRUCTING, RELOCATING, INSTALLING, COMPLETING AND OTHERWISE PROVIDING, WITHIN OR WITHOUT THE BOUNDARIES OF THE DISTRICT, MOSQUITO CONTROL AND ERADICATION FACILITIES, IMPROVEMENTS, PROGRAMS, EQUIPMENT AND SUPPLIES NECESSARY FOR THE ELIMINATION OF MOSQUITOES, INCLUDING BUT NOT LIMITED TO THE ELIMINATION OR TREATMENT OF BREEDING GROUNDS AND PURCHASE, LEASE, CONTRACTING OR OTHER USE OF EQUIPMENT OR SUPPLIES FOR MOSQUITO CONTROL WITHIN THE BOUNDARIES OF THE DISTRICT, TOGETHER WITH ALL NECESSARY, INCIDENTAL, AND APPURTENANT FACILITIES, EQUIPMENT, LAND, EASEMENTS AND EXTENSIONS OF AND IMPROVEMENTS TO SUCH FACILITIES, SUCH DEBT TO BEAR INTEREST AT A MAXIMUM NET EFFECTIVE INTEREST RATE NOT TO EXCEED 18% PER ANNUM, SUCH INTEREST TO BE PAYABLE AT SUCH TIME OR TIMES, AND WHICH MAY COMPOUND ANNUALLY OR SEMIANNUALLY, AND SUCH DEBT TO MATURE, BE SUBJECT TO REDEMPTION WITH OR WITHOUT PREMIUM, AND BE ISSUED AND SOLD AT, ABOVE OR BELOW PAR, SUCH DEBT TO BE ISSUED OR INCURRED AT ONE TIME OR FROM TIME TO TIME, TO BE PAID FROM ANY LEGALLY AVAILABLE REVENUES OF THE DISTRICT, INCLUDING THE PROCEEDS OF AD VALOREM PROPERTY TAXES; SUCH TAXES TO CONSIST OF AN AD VALOREM MILL LEVY IMPOSED ON ALL TAXABLE PROPERTY OF THE DISTRICT, WITHOUT LIMITATION OF RATE OR WITH SUCH LIMITATIONS AS MAY BE DETERMINED BY THE DISTRICT BOARD OF DIRECTORS, AND IN AMOUNTS SUFFICIENT TO PRODUCE THE ANNUAL INCREASE SET FORTH ABOVE OR SUCH LESSER AMOUNT AS MAY BE NECESSARY, TO BE USED FOR THE PURPOSE OF PAYING THE PRINCIPAL OF, PREMIUM IF ANY, AND INTEREST ON SUCH DEBT; ALL OF THE ABOVE AS MAY BE DETERMINED BY THE DISTRICT BOARD OF DIRECTORS; AND SHALL THE PROCEEDS OF ANY SUCH DEBT AND THE REVENUE FROM SUCH TAXES, ANY OTHER REVENUE USED TO PAY SUCH DEBT, AND INVESTMENT EARNINGS THEREON, BE COLLECTED, RETAINED AND SPENT BY THE DISTRICT AS A VOTER-APPROVED REVENUE CHANGE, WITHOUT REGARD TO ANY SPENDING, REVENUE-RAISING, OR OTHER LIMITATION CONTAINED WITHIN



ARTICLE X, SECTION 20 OF THE COLORADO CONSTITUTION, OR ANY OTHER LAW WHICH PURPORTS TO LIMIT THE DISTRICT'S REVENUES OR EXPENDITURES AS IT CURRENTLY EXISTS OR AS IT MAY BE AMENDED IN THE FUTURE, AND WITHOUT LIMITING IN ANY YEAR THE AMOUNT OF OTHER REVENUES THAT MAY BE COLLECTED, RETAINED AND SPENT BY THE DISTRICT?

YES

NO

**DENARGO MARKET METROPOLITAN DISTRICT NO. 3 BALLOT ISSUE 5L:**

SHALL DENARGO MARKET METROPOLITAN DISTRICT NO. 3 DEBT BE INCREASED \$25,615,500 WITH A REPAYMENT COST OF \$210,047,100, AND SHALL DENARGO MARKET METROPOLITAN DISTRICT NO. 3 TAXES BE INCREASED \$210,047,100 ANNUALLY OR SUCH LESSER AMOUNT AS MAY BE NECESSARY FOR THE PAYMENT OF SUCH DEBT AND ANY REFUNDINGS THEREOF, AT AN INTEREST RATE THAT IS EQUAL TO, LOWER OR HIGHER THAN THE INTEREST RATE ON THE REFUNDED DEBT, FOR THE PURPOSE OF PAYING, LEASING, FINANCING OR REIMBURSING ALL OR ANY PART OF THE COSTS OF DESIGNING, ACQUIRING, CONSTRUCTING, RELOCATING, INSTALLING, COMPLETING AND OTHERWISE PROVIDING, WITHIN OR WITHOUT THE BOUNDARIES OF THE DISTRICT, A SAFETY PROTECTION SYSTEM OF TRAFFIC AND SAFETY CONTROLS AND DEVICES ON STREETS AND HIGHWAYS AND AT RAILROAD CROSSINGS, INCLUDING BUT NOT LIMITED TO TRAFFIC SIGNALS AND SIGNAGE, AND CONSTRUCTING UNDERPASSES OR OVERPASSES AT RAILROAD CROSSINGS, TOGETHER WITH ALL NECESSARY, INCIDENTAL, AND APPURTENANT FACILITIES, EQUIPMENT, LAND, EASEMENTS AND EXTENSIONS OF AND IMPROVEMENTS TO SUCH FACILITIES, SUCH DEBT TO BEAR INTEREST AT A MAXIMUM NET EFFECTIVE INTEREST RATE NOT TO EXCEED 18% PER ANNUM, SUCH INTEREST TO BE PAYABLE AT SUCH TIME OR TIMES, AND WHICH MAY COMPOUND ANNUALLY OR SEMIANNUALLY, AND SUCH DEBT TO MATURE, BE SUBJECT TO REDEMPTION WITH OR WITHOUT PREMIUM, AND BE ISSUED AND SOLD AT, ABOVE OR BELOW PAR, SUCH DEBT TO BE ISSUED OR INCURRED AT ONE TIME OR FROM TIME TO TIME, TO BE PAID FROM ANY LEGALLY AVAILABLE REVENUES OF THE DISTRICT, INCLUDING THE PROCEEDS OF AD VALOREM PROPERTY TAXES; SUCH TAXES TO CONSIST OF AN AD VALOREM MILL LEVY IMPOSED ON ALL TAXABLE PROPERTY OF THE DISTRICT, WITHOUT LIMITATION OF RATE OR WITH SUCH LIMITATIONS AS MAY BE DETERMINED BY THE DISTRICT BOARD OF DIRECTORS, AND IN AMOUNTS SUFFICIENT TO PRODUCE THE ANNUAL INCREASE SET FORTH ABOVE OR SUCH LESSER AMOUNT AS MAY BE NECESSARY, TO BE USED FOR THE PURPOSE OF PAYING THE PRINCIPAL OF, PREMIUM IF ANY, AND INTEREST ON SUCH DEBT; ALL OF THE ABOVE AS MAY BE DETERMINED BY THE DISTRICT BOARD OF DIRECTORS; AND SHALL THE PROCEEDS OF ANY SUCH DEBT AND THE REVENUE FROM SUCH TAXES, ANY OTHER REVENUE USED TO PAY SUCH DEBT, AND INVESTMENT EARNINGS THEREON, BE COLLECTED, RETAINED AND SPENT BY THE DISTRICT AS A VOTER-APPROVED REVENUE CHANGE, WITHOUT REGARD TO ANY SPENDING, REVENUE-RAISING, OR OTHER LIMITATION CONTAINED WITHIN



ARTICLE X, SECTION 20 OF THE COLORADO CONSTITUTION, OR ANY OTHER LAW WHICH PURPORTS TO LIMIT THE DISTRICT'S REVENUES OR EXPENDITURES AS IT CURRENTLY EXISTS OR AS IT MAY BE AMENDED IN THE FUTURE, AND WITHOUT LIMITING IN ANY YEAR THE AMOUNT OF OTHER REVENUES THAT MAY BE COLLECTED, RETAINED AND SPENT BY THE DISTRICT?

YES

NO

**DENARGO MARKET METROPOLITAN DISTRICT NO. 3 BALLOT ISSUE 5M:**

SHALL DENARGO MARKET METROPOLITAN DISTRICT NO. 3 DEBT BE INCREASED \$25,615,500 WITH A REPAYMENT COST OF \$210,047,100, AND SHALL DENARGO MARKET METROPOLITAN DISTRICT NO. 3 TAXES BE INCREASED \$210,047,100 ANNUALLY OR SUCH LESSER AMOUNT AS MAY BE NECESSARY FOR THE PAYMENT OF SUCH DEBT AND ANY REFUNDINGS THEREOF, AT AN INTEREST RATE THAT IS EQUAL TO, LOWER OR HIGHER THAN THE INTEREST RATE ON THE REFUNDED DEBT, FOR THE PURPOSE OF PAYING, REIMBURSING, FINANCING OR REFINANCING ALL OR ANY PART OF THE DISTRICT'S OPERATING AND MAINTENANCE EXPENSES, OR ADVANCES OF OPERATING AND MAINTENANCE EXPENSES MADE TO THE DISTRICT, SUCH DEBT TO BEAR INTEREST AT A MAXIMUM NET EFFECTIVE INTEREST RATE NOT TO EXCEED 18% PER ANNUM, SUCH INTEREST TO BE PAYABLE AT SUCH TIME OR TIMES, AND WHICH MAY COMPOUND ANNUALLY OR SEMIANNUALLY, SUCH DEBT TO BE INCURRED AT ONE TIME OR FROM TIME TO TIME AND TO MATURE, BE SUBJECT TO REDEMPTION, WITH OR WITHOUT PREMIUM, AND BE ISSUED AND SOLD AT, ABOVE OR BELOW PAR, AND TO CONTAIN SUCH TERMS, NOT INCONSISTENT HERewith, AND BE MADE PAYABLE FROM ANY LEGALLY AVAILABLE REVENUES OF THE DISTRICT, INCLUDING WITHOUT LIMITATION AD VALOREM PROPERTY TAXES LEVIED IN ANY YEAR, WITHOUT LIMITATION AS TO RATE AND IN AN AMOUNT SUFFICIENT TO PAY THE PRINCIPAL OF, PREMIUM, IF ANY, AND INTEREST ON THE DEBT WHEN DUE; ALL OF THE ABOVE AS DETERMINED BY THE DISTRICT BOARD OF DIRECTORS, AND SHALL THE PROCEEDS OF THE DEBT, THE REVENUES FROM SUCH TAXES, ANY OTHER REVENUES USED TO PAY THE DEBT, AND ANY EARNINGS FROM THE INVESTMENT OF SUCH PROCEEDS AND REVENUES BE COLLECTED, RETAINED AND SPENT BY THE DISTRICT AS A VOTER-APPROVED REVENUE CHANGE, WITHOUT REGARD TO ANY SPENDING, REVENUE-RAISING, OR OTHER LIMITATION CONTAINED WITHIN ARTICLE X, SECTION 20 OF THE COLORADO CONSTITUTION, OR ANY OTHER LAW WHICH PURPORTS TO LIMIT THE DISTRICT'S REVENUES OR EXPENDITURES AS IT

CURRENTLY EXISTS OR AS IT MAY BE AMENDED IN THE FUTURE, AND WITHOUT LIMITING IN ANY YEAR THE AMOUNT OF OTHER REVENUES THAT MAY BE COLLECTED, RETAINED AND SPENT BY THE DISTRICT?

YES

NO

**DENARGO MARKET METROPOLITAN DISTRICT NO. 3 BALLOT ISSUE 5N:**

SHALL DENARGO MARKET METROPOLITAN DISTRICT NO. 3 DEBT BE INCREASED \$25,615,500 WITH A REPAYMENT COST OF \$210,047,100, AND SHALL DENARGO MARKET METROPOLITAN DISTRICT NO. 3 TAXES BE INCREASED \$210,047,100 ANNUALLY OR SUCH LESSER AMOUNT AS MAY BE NECESSARY FOR THE PAYMENT OF SUCH DEBT AND ANY REFUNDINGS THEREOF, AT AN INTEREST RATE THAT IS EQUAL TO, LOWER OR HIGHER THAN THE INTEREST RATE ON THE REFUNDED DEBT, FOR THE PURPOSE OF REFUNDING, REFINANCING OR DEFEASING ANY OR ALL OF THE DISTRICT'S DEBT, BUT NOT TO EXCEED THE MAXIMUM NET EFFECTIVE INTEREST RATE OF 18% PER ANNUM, SUCH INTEREST TO BE PAYABLE AT SUCH TIME OR TIMES, AND WHICH MAY COMPOUND ANNUALLY OR SEMIANNUALLY, AND SUCH DEBT TO MATURE, BE SUBJECT TO REDEMPTION WITH OR WITHOUT PREMIUM, AND BE ISSUED AND SOLD AT, ABOVE OR BELOW PAR, SUCH DEBT TO BE ISSUED OR INCURRED AT ONE TIME OR FROM TIME TO TIME, TO BE PAID FROM ANY LEGALLY AVAILABLE REVENUES OF THE DISTRICT, INCLUDING THE PROCEEDS OF AD VALOREM PROPERTY TAXES; SUCH TAXES TO CONSIST OF AN AD VALOREM MILL LEVY IMPOSED ON ALL TAXABLE PROPERTY OF THE DISTRICT, WITHOUT LIMITATION OF RATE OR WITH SUCH LIMITATIONS AS MAY BE DETERMINED BY THE DISTRICT BOARD OF DIRECTORS, AND IN AMOUNTS SUFFICIENT TO PRODUCE THE ANNUAL INCREASE SET FORTH ABOVE OR SUCH LESSER AMOUNT AS MAY BE NECESSARY, TO BE USED FOR THE PURPOSE OF PAYING THE PRINCIPAL OF, PREMIUM IF ANY, AND INTEREST ON SUCH DEBT; ALL OF THE ABOVE AS MAY BE DETERMINED BY THE DISTRICT BOARD OF DIRECTORS; AND SHALL THE PROCEEDS OF ANY SUCH DEBT AND THE REVENUE FROM SUCH TAXES, ANY OTHER REVENUE USED TO PAY SUCH DEBT, AND INVESTMENT EARNINGS THEREON, BE COLLECTED, RETAINED AND SPENT BY THE DISTRICT AS A VOTER-APPROVED REVENUE CHANGE, WITHOUT REGARD TO ANY SPENDING, REVENUE-RAISING, OR OTHER LIMITATION CONTAINED WITHIN ARTICLE X, SECTION 20 OF THE COLORADO CONSTITUTION, OR ANY OTHER LAW WHICH PURPORTS TO LIMIT THE DISTRICT'S REVENUES OR EXPENDITURES AS IT CURRENTLY EXISTS OR AS IT MAY BE AMENDED IN THE FUTURE, AND WITHOUT LIMITING IN ANY YEAR THE AMOUNT OF OTHER REVENUES THAT MAY BE COLLECTED, RETAINED AND SPENT BY THE DISTRICT?

YES

NO

**DENARGO MARKET METROPOLITAN DISTRICT NO. 3 BALLOT ISSUE 50:**

SHALL DENARGO MARKET METROPOLITAN DISTRICT NO. 3 DEBT BE INCREASED \$25,615,500 WITH A REPAYMENT COST OF \$210,047,100, AND SHALL DENARGO MARKET METROPOLITAN DISTRICT NO. 3 TAXES BE INCREASED \$210,047,100 ANNUALLY OR SUCH LESSER AMOUNT AS MAY BE NECESSARY FOR THE PAYMENT OF SUCH DEBT AND ANY REFUNDINGS THEREOF, AT AN INTEREST RATE THAT IS EQUAL TO, LOWER OR HIGHER THAN THE INTEREST RATE ON THE REFUNDED DEBT, SUCH DEBT TO CONSIST OF INTERGOVERNMENTAL AGREEMENTS OR OTHER CONTRACTS WITHOUT LIMIT AS TO TERM WITH ONE OR MORE POLITICAL SUBDIVISIONS OF THE STATE, GOVERNMENTAL UNITS, GOVERNMENTALLY-OWNED ENTERPRISES, OR OTHER PUBLIC ENTITIES, WHICH CONTRACTS WILL CONSTITUTE MULTIPLE FISCAL YEAR FINANCIAL OBLIGATIONS AND WHICH WILL OBLIGATE THE DISTRICT TO PAY, REIMBURSE OR FINANCE THE COSTS OF FINANCING, DESIGNING, ACQUIRING, CONSTRUCTING, COMPLETING OR OTHERWISE PROVIDING, AND THE COSTS OF OPERATING AND MAINTAINING, ANY PUBLIC IMPROVEMENT WHICH THE DISTRICT IS LAWFULLY AUTHORIZED TO PROVIDE, ALL AS MAY BE PROVIDED IN SUCH CONTRACTS, SUCH CONTRACTS TO BEAR INTEREST AT A MAXIMUM NET EFFECTIVE INTEREST RATE NOT TO EXCEED 18% PER ANNUM, BE REFINANCED AT A NET EFFECTIVE INTEREST RATE NOT TO EXCEED THE MAXIMUM NET EFFECTIVE INTEREST RATE WITHOUT ADDITIONAL VOTER APPROVAL AND CONTAIN SUCH TERMS, NOT INCONSISTENT HERewith, AS THE DISTRICT BOARD OF DIRECTORS MAY DETERMINE; AND IN CONNECTION THEREWITH SHALL AD VALOREM PROPERTY TAXES BE LEVIED IN ANY YEAR, WITHOUT LIMITATION AS TO RATE AND IN AN AMOUNT SUFFICIENT TO PAY THE OBLIGATIONS OF THE CONTRACTS WHEN DUE, THE PROCEEDS OF THE CONTRACTS, THE REVENUES FROM ALL TAXES, FROM REVENUE SHARING AGREEMENTS, ANY OTHER REVENUES USED TO PAY THE CONTRACTS AND ANY EARNINGS FROM THE INVESTMENT OF SUCH PROCEEDS AND REVENUES BE COLLECTED, RETAINED AND SPENT BY THE DISTRICT AS A VOTER-APPROVED REVENUE CHANGE, WITHOUT REGARD TO ANY SPENDING, REVENUE-RAISING, OR OTHER LIMITATION CONTAINED WITHIN ARTICLE X, SECTION 20 OF THE COLORADO CONSTITUTION, OR ANY OTHER LAW WHICH PURPORTS TO LIMIT THE DISTRICT'S REVENUES OR EXPENDITURES AS IT CURRENTLY EXISTS OR AS IT MAY BE AMENDED IN THE FUTURE, AND WITHOUT LIMITING IN ANY YEAR THE AMOUNT OF OTHER REVENUES THAT MAY BE COLLECTED, RETAINED AND SPENT BY THE DISTRICT?

YES

NO

**DENARGO MARKET METROPOLITAN DISTRICT NO. 3 BALLOT ISSUE 5P:**

SHALL DENARGO MARKET METROPOLITAN DISTRICT NO. 3 BE AUTHORIZED TO ENTER INTO ONE OR MORE INTERGOVERNMENTAL AGREEMENTS WITH THE STATE OR ONE OR MORE POLITICAL SUBDIVISIONS OF THE STATE FOR THE

PURPOSE OF JOINTLY FINANCING THE COSTS OF ANY PUBLIC IMPROVEMENTS, FACILITIES, SYSTEMS, PROGRAMS, OR PROJECTS WHICH THE DISTRICT MAY LAWFULLY PROVIDE, OR FOR THE PURPOSE OF PROVIDING FOR THE OPERATIONS AND MAINTENANCE OF THE DISTRICT AND ITS FACILITIES AND PROPERTIES, WHICH AGREEMENT MAY CONSTITUTE A MULTIPLE FISCAL YEAR FINANCIAL OBLIGATION OF THE DISTRICT TO THE EXTENT PROVIDED THEREIN AND OTHERWISE AUTHORIZED BY LAW, AND IN CONNECTION THEREWITH SHALL THE DISTRICT BE AUTHORIZED TO MAKE COVENANTS REGARDING THE ESTABLISHMENT AND USE OF AD VALOREM TAXES, RATES, FEES, TOLLS, PENALTIES, AND OTHER CHARGES OR REVENUES OF THE DISTRICT, AND COVENANTS, REPRESENTATIONS, AND WARRANTIES AS TO OTHER MATTERS ARISING UNDER THE AGREEMENTS, ALL AS MAY BE DETERMINED BY THE DISTRICT BOARD OF DIRECTORS?

YES   
NO

**DENARGO MARKET METROPOLITAN DISTRICT NO. 3 BALLOT ISSUE 5Q:**

SHALL DENARGO MARKET METROPOLITAN DISTRICT NO. 3 BE AUTHORIZED TO ENTER INTO ONE OR MORE MULTIPLE FISCAL YEAR FINANCIAL OBLIGATIONS EVIDENCED BY AN INTERGOVERNMENTAL AGREEMENT OR AGREEMENTS CONCERNING THE PROVISION OF REGIONAL PUBLIC IMPROVEMENTS WITH A REGIONAL AUTHORITY OR THE CITY AND COUNTY OF DENVER OR ONE OR MORE OTHER POLITICAL SUBDIVISIONS OR GOVERNMENTALLY-OWNED ENTERPRISES, CONTAINING SUCH TERMS AND CONDITIONS AS THE DISTRICT BOARD OF DIRECTORS MAY DETERMINE TO BE NECESSARY AND APPROPRIATE AND PROVIDING FOR PAYMENTS BY THE DISTRICT IN AN AGGREGATE AMOUNT NOT TO EXCEED THE TAX REVENUES DERIVED FROM AN AD VALOREM MILL LEVY NOT TO EXCEED TEN (10) MILLS IMPOSED BY THE DISTRICT ON ALL TAXABLE PROPERTY?

YES   
NO

**DENARGO MARKET METROPOLITAN DISTRICT NO. 3 BALLOT QUESTION 501:**

Shall Denargo Market Metropolitan District No. 3 be organized?

YES   
NO

**DENARGO MARKET METROPOLITAN DISTRICT NO. 3 BALLOT QUESTION 502:**

Shall members of the board of directors of Denargo Market Metropolitan District No. 3 be authorized to serve without limitation on their terms of office pursuant to the right granted to the voters of the District in Article XVIII, Section 11 of the Colorado Constitution to lengthen, shorten, or eliminate the limitations on the terms of office imposed by such section?

YES   
NO

EXHIBIT B

(Attach 2014 Election Questions)

**CANVASS BOARD'S  
CERTIFICATE OF DETERMINATION  
(CERTIFICATE OF RESULTS)**

**FOR THE REGULAR ELECTION HELD ON MAY 6, 2014  
DENARGO MARKET METROPOLITAN DISTRICT NO. 3**

**CITY AND COUNTY OF DENVER, COLORADO**

§1-11-103, 1-13.5-1305, 32-1-104(1), CRS

Each of the undersigned members of the Canvass Board of the Denargo Market Metropolitan District No. 3 certifies that the following is a true and correct abstract of the votes cast at the regular election of the Denargo Market Metropolitan District No. 3, at which time the eligible electors of the Denargo Market Metropolitan District No. 3 voted as indicated on the attached Judges' Certificate of Election Returns, and as a result of which the eligible electors elected to the office the following Directors:

Bernadette Jendrusch	760 Cherry Street Denver, CO 80220	4 - Year Term
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Todd T. Wenskoski	1301 Adams Street Denver, CO 80206	4 - Year Term
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The votes cast for and against each ballot issue and ballot question submitted were as follows:

**DENARGO MARKET METROPOLITAN DISTRICT NO. 3 BALLOT ISSUE 5A:**

SHALL DENARGO MARKET METROPOLITAN DISTRICT NO. 3 TAXES BE INCREASED \$3,000,000 ANNUALLY OR SUCH LESSER AMOUNT AS NECESSARY TO PAY THE DISTRICT'S ADMINISTRATION, OPERATIONS, MAINTENANCE, AND CAPITAL EXPENSES, BY THE IMPOSITION OF AD VALOREM PROPERTY TAXES LEVIED IN ANY YEAR, WITHOUT LIMITATION AS TO RATE OR AMOUNT OR ANY OTHER CONDITION TO PAY SUCH EXPENSES AND SHALL THE PROCEEDS OF SUCH TAXES AND ANY INVESTMENT INCOME THEREON BE COLLECTED, RETAINED AND SPENT BY THE DISTRICT IN FISCAL YEAR 2014 AND IN EACH FISCAL YEAR THEREAFTER AS A VOTER-APPROVED REVENUE CHANGE WITHOUT REGARD TO ANY SPENDING, REVENUE-RAISING, OR OTHER LIMITATION CONTAINED WITHIN ARTICLE X, SECTION 20 OF THE COLORADO CONSTITUTION, THE LIMITS IMPOSED ON INCREASES IN PROPERTY TAXATION BY SECTION 29-1-301, C.R.S. IN ANY YEAR, OR ANY OTHER LAW WHICH PURPORTS TO LIMIT THE DISTRICT'S REVENUES OR EXPENDITURES AS IT CURRENTLY EXISTS OR AS IT MAY BE AMENDED IN THE FUTURE, ALL WITHOUT LIMITING IN ANY YEAR THE AMOUNT OF OTHER REVENUES THAT MAY BE COLLECTED, RETAINED AND SPENT BY THE DISTRICT?

Number of **YES** votes cast:

8

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Number of **NO** votes cast:

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**DENARGO MARKET METROPOLITAN DISTRICT NO. 3 BALLOT ISSUE 5B:**

SHALL DENARGO MARKET METROPOLITAN DISTRICT NO. 3 TAXES BE INCREASED \$6,000,000 ANNUALLY (FIRST FULL FISCAL YEAR INCREASE) AND BY THE ADDITIONAL AMOUNTS THAT ARE RAISED ANNUALLY THEREAFTER BY THE IMPOSITION OF AN AD VALOREM PROPERTY TAX MILL LEVY EACH YEAR ON ALL TAXABLE PROPERTY OF THE DISTRICT UP TO TEN (10) MILLS, PROVIDED THAT SUCH MILL LEVY RATE MAY BE ADJUSTED BY THE BOARD OF DIRECTORS TO TAKE INTO ACCOUNT LEGISLATIVE OR CONSTITUTIONALLY IMPOSED ADJUSTMENTS IN ASSESSED VALUES OR THE METHOD OF THEIR CALCULATION OCCURRING AFTER JANUARY 1, 2010 SO THAT, TO THE EXTENT POSSIBLE, THE ACTUAL REVENUES GENERATED BY SUCH MILL LEVY ARE NEITHER DIMINISHED NOR ENHANCED AS A RESULT OF



SUCH CHANGES, FOR THE PURPOSE OF PAYING COSTS ASSOCIATED WITH REGIONAL INFRASTRUCTURE IMPROVEMENTS AS REQUIRED BY THE CITY AND COUNTY OF DENVER PUBLIC WORKS DEPARTMENT AND SERVICES FOR THE DISTRICT'S TAXPAYERS, RESIDENTS AND INHABITANTS AND SHALL THE REVENUE FROM SUCH TAXES AND INVESTMENT INCOME THEREON, BE COLLECTED AND SPENT BY THE DISTRICT IN FISCAL YEAR 2014 AND IN EACH YEAR THEREAFTER AS A VOTER-APPROVED REVENUE CHANGE, WITHOUT REGARD TO ANY SPENDING, REVENUE-RAISING, OR OTHER LIMITATION CONTAINED WITHIN ARTICLE X, SECTION 20 OF THE COLORADO CONSTITUTION, THE LIMITS IMPOSED ON INCREASES IN PROPERTY TAXATION BY SECTION 29-1-301 C.R.S., IN ANY YEAR, OR ANY OTHER LAW, WHICH PURPORTS TO LIMIT THE DISTRICT'S REVENUES OR EXPENDITURES AS IT CURRENTLY EXISTS OR AS IT MAY BE AMENDED IN THE FUTURE WITHOUT LIMITING IN ANY YEAR THE AMOUNT OF OTHER REVENUES THAT MAY BE COLLECTED AND SPENT BY THE DISTRICT?

Number of YES votes cast: \_\_\_\_\_ 8

Number of NO votes cast: \_\_\_\_\_ 0

**DENARGO MARKET METROPOLITAN DISTRICT NO. 3 BALLOT ISSUE 5C:**

SHALL DENARGO MARKET METROPOLITAN DISTRICT NO. 3 TAXES BE INCREASED \$3,000,000 ANNUALLY OR SUCH LESSER AMOUNT AS NECESSARY TO PAY THE DISTRICT'S ADMINISTRATION, OPERATIONS, MAINTENANCE, AND CAPITAL EXPENSES, BY THE IMPOSITION OF A FEE OR FEES IMPOSED, WITHOUT LIMITATION AS TO RATE OR AMOUNT OR ANY OTHER CONDITION TO PAY SUCH EXPENSES AND SHALL THE PROCEEDS OF SUCH FEES AND ANY INVESTMENT INCOME THEREON BE COLLECTED, RETAINED AND SPENT BY THE DISTRICT IN FISCAL YEAR 2014 AND IN EACH FISCAL YEAR THEREAFTER AS A VOTER-APPROVED REVENUE CHANGE WITHOUT REGARD TO ANY SPENDING, REVENUE-RAISING, OR OTHER LIMITATION CONTAINED WITHIN ARTICLE X, SECTION 20 OF THE COLORADO CONSTITUTION, THE LIMITS IMPOSED ON INCREASES IN PROPERTY TAXATION BY SECTION 29-1-301, C.R.S. IN ANY YEAR, OR ANY OTHER LAW WHICH PURPORTS TO LIMIT THE DISTRICT'S REVENUES OR EXPENDITURES AS IT CURRENTLY EXISTS OR AS IT MAY BE AMENDED IN THE FUTURE, ALL WITHOUT LIMITING IN ANY YEAR THE AMOUNT OF OTHER REVENUES THAT MAY BE COLLECTED, RETAINED AND SPENT BY THE DISTRICT?

Number of YES votes cast: \_\_\_\_\_ 8

Number of NO votes cast: \_\_\_\_\_ 0

**DENARGO MARKET METROPOLITAN DISTRICT NO. 3 BALLOT ISSUE 5D:**

SHALL DENARGO MARKET METROPOLITAN DISTRICT NO. 3 TAXES BE INCREASED \$3,000,000 ANNUALLY OR SUCH LESSER AMOUNT AS NECESSARY FOR THE PAYMENT OF SUCH AMOUNTS DUE PURSUANT TO ONE OR MORE INTERGOVERNMENTAL AGREEMENTS OR OTHER CONTRACTS, BY THE IMPOSITION OF AD VALOREM PROPERTY TAXES LEVIED IN ANY YEAR, WITHOUT LIMITATION AS TO RATE OR AMOUNT OR ANY OTHER CONDITION FOR THE PAYMENT OF SUCH AMOUNTS DUE, AND SHALL THE PROCEEDS OF SUCH TAXES AND ANY INVESTMENT INCOME THEREON BE COLLECTED, RETAINED AND SPENT BY THE DISTRICT IN FISCAL YEAR 2014 AND IN EACH FISCAL YEAR THEREAFTER AS A VOTER-APPROVED REVENUE CHANGE WITHOUT REGARD TO ANY SPENDING, REVENUE-RAISING, OR OTHER LIMITATION CONTAINED WITHIN ARTICLE X, SECTION 20 OF THE COLORADO CONSTITUTION, THE LIMITS IMPOSED ON INCREASES IN PROPERTY TAXATION BY SECTION 29-1-301, C.R.S. IN ANY YEAR, OR ANY OTHER LAW WHICH PURPORTS TO LIMIT THE DISTRICT'S REVENUES OR EXPENDITURES AS IT CURRENTLY EXISTS OR AS IT MAY BE AMENDED IN THE FUTURE, ALL WITHOUT LIMITING IN ANY YEAR THE AMOUNT OF OTHER REVENUES THAT MAY BE COLLECTED, RETAINED AND SPENT BY THE DISTRICT?

Number of YES votes cast: \_\_\_\_\_ 8

Number of NO votes cast: \_\_\_\_\_ 0



**DENARGO MARKET METROPOLITAN DISTRICT NO. 3 BALLOT ISSUE 5E:**

SHALL DENARGO MARKET METROPOLITAN DISTRICT NO. 3 TAXES BE INCREASED \$25,615,500 ANNUALLY OR SUCH LESSER AMOUNT AS NECESSARY TO PAY FOR REGIONAL IMPROVEMENTS FOR WHICH THE DISTRICT IS OBLIGATED PURSUANT TO ITS SERVICE PLAN, ONE OR MORE INTERGOVERNMENTAL AGREEMENTS OR OTHER CONTRACTS, BY THE IMPOSITION OF AD VALOREM PROPERTY TAXES LEVIED IN ANY YEAR, WITHOUT LIMITATION AS TO RATE OR AMOUNT OR ANY OTHER CONDITION, TO PAY THE COSTS OF SUCH REGIONAL IMPROVEMENTS, AND SHALL THE PROCEEDS OF SUCH TAXES AND ANY INVESTMENT INCOME THEREON BE COLLECTED, RETAINED AND SPENT BY THE DISTRICT IN FISCAL YEAR 2014 AND IN EACH FISCAL YEAR THEREAFTER AS A VOTER-APPROVED REVENUE CHANGE WITHOUT REGARD TO ANY SPENDING, REVENUE-RAISING, OR OTHER LIMITATION CONTAINED WITHIN ARTICLE X, SECTION 20 OF THE COLORADO CONSTITUTION, THE LIMITS IMPOSED ON INCREASES IN PROPERTY TAXATION BY SECTION 29-1-301, C.R.S. IN ANY YEAR, OR ANY OTHER LAW WHICH PURPORTS TO LIMIT THE DISTRICT'S REVENUES OR EXPENDITURES AS IT CURRENTLY EXISTS OR AS IT MAY BE AMENDED IN THE FUTURE, ALL WITHOUT LIMITING IN ANY YEAR THE AMOUNT OF OTHER REVENUES THAT MAY BE COLLECTED, RETAINED AND SPENT BY THE DISTRICT?

Number of **YES** votes cast: \_\_\_\_\_ 8

Number of **NO** votes cast: \_\_\_\_\_ 0

**DENARGO MARKET METROPOLITAN DISTRICT NO. 3 BALLOT ISSUE 5F:**

SHALL DENARGO MARKET METROPOLITAN DISTRICT NO. 3 BE AUTHORIZED TO COLLECT, RECEIVE, RETAIN, AND SPEND THE FULL AMOUNT OF ALL TAXES, TAX INCREMENT REVENUES, TAP FEES, PARK FEES, FACILITY FEES, PUBLIC IMPROVEMENT FEES, SERVICE CHARGES, INSPECTION CHARGES, ADMINISTRATIVE CHARGES, GRANTS OR ANY OTHER FEE, RATE, TOLL, PENALTY, OR CHARGE AUTHORIZED BY LAW, COVENANTS OR CONTRACT TO BE IMPOSED, COLLECTED OR RECEIVED BY THE DISTRICT DURING 2014 AND EACH FISCAL YEAR THEREAFTER, SUCH AMOUNTS TO CONSTITUTE A VOTER-APPROVED REVENUE CHANGE AND BE COLLECTED, RETAINED AND SPENT BY THE DISTRICT WITHOUT REGARD TO ANY SPENDING, REVENUE-RAISING, OR OTHER LIMITATION CONTAINED WITHIN ARTICLE X, SECTION 20 OF THE COLORADO CONSTITUTION, THE LIMITS IMPOSED ON INCREASES IN PROPERTY TAXATION BY SECTION 29-1-301, C.R.S. IN ANY SUBSEQUENT YEAR, OR ANY OTHER LAW WHICH PURPORTS TO LIMIT THE DISTRICT'S REVENUES OR EXPENDITURES AS IT CURRENTLY EXISTS OR AS IT MAY BE AMENDED IN THE FUTURE, AND WITHOUT LIMITING IN ANY YEAR THE AMOUNT OF OTHER REVENUES THAT MAY BE COLLECTED, RECEIVED, RETAINED AND SPENT BY THE DISTRICT?

Number of **YES** votes cast: \_\_\_\_\_ 8

Number of **NO** votes cast: \_\_\_\_\_ 0

**DENARGO MARKET METROPOLITAN DISTRICT NO. 3 BALLOT ISSUE 5G:**

SHALL DENARGO MARKET METROPOLITAN DISTRICT NO. 3 DEBT BE INCREASED \$25,615,500 WITH A REPAYMENT COST OF \$210,047,100, AND SHALL DENARGO MARKET METROPOLITAN DISTRICT NO. 3 TAXES BE INCREASED \$210,047,100 ANNUALLY OR SUCH LESSER AMOUNT AS MAY BE NECESSARY FOR THE PAYMENT OF SUCH DEBT AND ANY REFUNDINGS THEREOF, AT AN INTEREST RATE THAT IS EQUAL TO, LOWER OR HIGHER THAN THE INTEREST RATE ON THE REFUNDED DEBT, FOR THE PURPOSE OF PAYING, LEASING, FINANCING OR REIMBURSING ALL OR ANY PART OF THE COSTS OF DESIGNING, ACQUIRING, CONSTRUCTING, RELOCATING, INSTALLING, COMPLETING AND OTHERWISE PROVIDING, WITHIN OR WITHOUT THE BOUNDARIES OF THE DISTRICT, STREET IMPROVEMENTS, INCLUDING BUT NOT LIMITED TO CURBS, GUTTERS, CULVERTS, AND OTHER DRAINAGE FACILITIES, UNDERGROUND CONDUITS, SIDEWALKS, TRAILS, PUBLIC PARKING LOTS, STRUCTURES AND FACILITIES, PAVING, LIGHTING, GRADING, LANDSCAPING, BIKE PATHS AND PEDESTRIAN WAYS, PEDESTRIAN OVERPASSES, RETAINING WALLS, FENCING, ENTRY MONUMENTATION, STREETSCAPING, BRIDGES, OVERPASSES, UNDERPASSES, INTERCHANGES, MEDIAN ISLANDS, IRRIGATION, AND A SAFETY PROTECTION SYSTEM THROUGH TRAFFIC AND SAFETY CONTROLS AND DEVICES ON STREETS AND HIGHWAYS AND AT RAILROAD CROSSINGS, SIGNALIZATION, SIGNING AND



STRIPING, AREA IDENTIFICATION, DRIVER INFORMATION AND DIRECTIONAL ASSISTANCE SIGNS, TOGETHER WITH ALL NECESSARY, INCIDENTAL, AND APPURTENANT FACILITIES, EQUIPMENT, LAND AND EASEMENTS AND EXTENSIONS OF AND IMPROVEMENTS TO SUCH FACILITIES, SUCH DEBT TO BEAR INTEREST AT A MAXIMUM NET EFFECTIVE INTEREST RATE NOT TO EXCEED 18% PER ANNUM, SUCH INTEREST TO BE PAYABLE AT SUCH TIME OR TIMES, AND WHICH MAY COMPOUND ANNUALLY OR SEMIANNUALLY, AND SUCH DEBT TO MATURE, BE SUBJECT TO REDEMPTION WITH OR WITHOUT PREMIUM, AND BE ISSUED AND SOLD AT, ABOVE OR BELOW PAR, SUCH DEBT TO BE ISSUED OR INCURRED AT ONE TIME OR FROM TIME TO TIME, TO BE PAID FROM ANY LEGALLY AVAILABLE REVENUES OF THE DISTRICT, INCLUDING THE PROCEEDS OF AD VALOREM PROPERTY TAXES; SUCH TAXES TO CONSIST OF AN AD VALOREM MILL LEVY IMPOSED ON ALL TAXABLE PROPERTY OF THE DISTRICT, WITHOUT LIMITATION OF RATE OR WITH SUCH LIMITATIONS AS MAY BE DETERMINED BY THE DISTRICT BOARD OF DIRECTORS, AND IN AMOUNTS SUFFICIENT TO PRODUCE THE ANNUAL INCREASE SET FORTH ABOVE OR SUCH LESSER AMOUNT AS MAY BE NECESSARY, TO BE USED FOR THE PURPOSE OF PAYING SUCH DEBT; ALL OF THE ABOVE AS MAY BE DETERMINED BY THE DISTRICT BOARD OF DIRECTORS; AND SHALL THE PROCEEDS OF ANY SUCH DEBT AND THE REVENUE FROM SUCH TAXES, ANY OTHER REVENUE USED TO PAY SUCH DEBT, AND INVESTMENT EARNINGS THEREON, BE COLLECTED, RETAINED AND SPENT BY THE DISTRICT AS A VOTER-APPROVED REVENUE CHANGE, WITHOUT REGARD TO ANY SPENDING, REVENUE-RAISING, OR OTHER LIMITATION CONTAINED WITHIN ARTICLE X, SECTION 20 OF THE COLORADO CONSTITUTION, OR ANY OTHER LAW WHICH PURPORTS TO LIMIT THE DISTRICT'S REVENUES OR EXPENDITURES AS IT CURRENTLY EXISTS OR AS IT MAY BE AMENDED IN THE FUTURE, AND WITHOUT LIMITING IN ANY YEAR THE AMOUNT OF OTHER REVENUES THAT MAY BE COLLECTED, RETAINED AND SPENT BY THE DISTRICT?

Number of **YES** votes cast:

8

Number of **NO** votes cast:

0

**DENARGO MARKET METROPOLITAN DISTRICT NO. 3 BALLOT ISSUE 5H:**

SHALL DENARGO MARKET METROPOLITAN DISTRICT NO. 3 DEBT BE INCREASED \$25,615,500 WITH A REPAYMENT COST OF \$210,047,100, AND SHALL DENARGO MARKET METROPOLITAN DISTRICT NO. 3 TAXES BE INCREASED \$210,047,100 ANNUALLY OR SUCH LESSER AMOUNT AS MAY BE NECESSARY FOR THE PAYMENT OF SUCH DEBT AND ANY REFUNDINGS THEREOF, AT AN INTEREST RATE THAT IS EQUAL TO, LOWER OR HIGHER THAN THE INTEREST RATE ON THE REFUNDED DEBT, FOR THE PURPOSE OF PAYING, LEASING, FINANCING OR REIMBURSING ALL OR ANY PART OF THE COSTS OF DESIGNING, ACQUIRING, CONSTRUCTING, RELOCATING, INSTALLING, COMPLETING AND OTHERWISE PROVIDING, WITHIN OR WITHOUT THE BOUNDARIES OF THE DISTRICT, PARKS AND RECREATION FACILITIES, IMPROVEMENTS AND PROGRAMS, INCLUDING BUT NOT LIMITED TO COMMUNITY PARKS, BIKE PATHS AND PEDESTRIAN WAYS, FENCING, TRAILS, REGIONAL TRAILS, FIELDS, TOT LOTS, OPEN SPACE, CULTURAL ACTIVITIES, COMMON AREAS, COMMUNITY RECREATION CENTERS, TENNIS COURTS, OUTDOOR LIGHTING, EVENT FACILITIES, IRRIGATION FACILITIES, LAKES, WATER BODIES, SWIMMING POOLS, PUBLIC FOUNTAINS AND SCULPTURES, ART, GARDENS, LANDSCAPING, WEED CONTROL, AND OTHER ACTIVE AND PASSIVE RECREATIONAL FACILITIES, IMPROVEMENTS AND PROGRAMS, TOGETHER WITH ALL NECESSARY, INCIDENTAL, AND APPURTENANT FACILITIES, EQUIPMENT, LAND, EASEMENTS AND EXTENSIONS OF AND IMPROVEMENTS TO SUCH FACILITIES, SUCH DEBT TO BEAR INTEREST AT A MAXIMUM NET EFFECTIVE INTEREST RATE NOT TO EXCEED 18% PER ANNUM, SUCH INTEREST TO BE PAYABLE AT SUCH TIME OR TIMES, AND WHICH MAY COMPOUND ANNUALLY OR SEMIANNUALLY, AND SUCH DEBT TO MATURE, BE SUBJECT TO REDEMPTION WITH OR WITHOUT PREMIUM, AND BE ISSUED AND SOLD AT, ABOVE OR BELOW PAR, SUCH DEBT TO BE ISSUED OR INCURRED AT ONE TIME OR FROM TIME TO TIME, TO BE PAID FROM ANY LEGALLY AVAILABLE REVENUES OF THE DISTRICT, INCLUDING THE PROCEEDS OF AD VALOREM PROPERTY TAXES; SUCH TAXES TO CONSIST OF AN AD VALOREM MILL LEVY IMPOSED ON ALL TAXABLE PROPERTY OF THE DISTRICT, WITHOUT LIMITATION OF RATE OR WITH SUCH LIMITATIONS AS MAY BE DETERMINED BY THE DISTRICT BOARD OF DIRECTORS, AND IN AMOUNTS SUFFICIENT TO PRODUCE THE ANNUAL INCREASE SET FORTH ABOVE OR SUCH LESSER AMOUNT AS MAY BE NECESSARY, TO BE USED FOR THE PURPOSE OF PAYING



SUCH DEBT; ALL OF THE ABOVE AS MAY BE DETERMINED BY THE DISTRICT BOARD OF DIRECTORS; AND SHALL THE PROCEEDS OF ANY SUCH DEBT AND THE REVENUE FROM SUCH TAXES, ANY OTHER REVENUE USED TO PAY SUCH DEBT, AND INVESTMENT EARNINGS THEREON, BE COLLECTED, RETAINED AND SPENT BY THE DISTRICT AS A VOTER-APPROVED REVENUE CHANGE, WITHOUT REGARD TO ANY SPENDING, REVENUE-RAISING, OR OTHER LIMITATION CONTAINED WITHIN ARTICLE X, SECTION 20 OF THE COLORADO CONSTITUTION, OR ANY OTHER LAW WHICH PURPORTS TO LIMIT THE DISTRICT'S REVENUES OR EXPENDITURES AS IT CURRENTLY EXISTS OR AS IT MAY BE AMENDED IN THE FUTURE, AND WITHOUT LIMITING IN ANY YEAR THE AMOUNT OF OTHER REVENUES THAT MAY BE COLLECTED, RETAINED AND SPENT BY THE DISTRICT?

Number of **YES** votes cast: 8

Number of **NO** votes cast: 0

**DENARGO MARKET METROPOLITAN DISTRICT NO. 3 BALLOT ISSUE 5I:**

SHALL DENARGO MARKET METROPOLITAN DISTRICT NO. 3 DEBT BE INCREASED \$25,615,500 WITH A REPAYMENT COST OF \$210,047,100, AND SHALL DENARGO MARKET METROPOLITAN DISTRICT NO. 3 TAXES BE INCREASED \$210,047,100 ANNUALLY OR SUCH LESSER AMOUNT AS MAY BE NECESSARY FOR THE PAYMENT OF SUCH DEBT AND ANY REFUNDINGS THEREOF, AT AN INTEREST RATE THAT IS EQUAL TO, LOWER OR HIGHER THAN THE INTEREST RATE ON THE REFUNDED DEBT, FOR THE PURPOSE OF PAYING, LEASING, FINANCING OR REIMBURSING ALL OR ANY PART OF THE COSTS OF DESIGNING, ACQUIRING, CONSTRUCTING, RELOCATING, INSTALLING, COMPLETING AND OTHERWISE PROVIDING, WITHIN OR WITHOUT THE BOUNDARIES OF THE DISTRICT, A POTABLE AND NON-POTABLE WATER SUPPLY, STORAGE, TRANSMISSION AND DISTRIBUTION SYSTEM FOR DOMESTIC AND OTHER PUBLIC AND PRIVATE PURPOSES BY ANY AVAILABLE MEANS, AND TO PROVIDE ALL NECESSARY OR PROPER TREATMENT WORKS AND FACILITIES, EQUIPMENT, AND APPURTENANCES INCIDENT THERETO, INCLUDING BUT NOT LIMITED TO WELLS, WATER PUMPS, WATER LINES, WATER FEATURES, PURIFICATION PLANTS, PUMP STATIONS, TRANSMISSION LINES, DISTRIBUTION MAINS AND LATERALS, FIRE HYDRANTS, METERS, WATER TAPS, IRRIGATION FACILITIES, CANALS, DITCHES, WATER RIGHTS, FLUMES, PARTIAL FLUMES, HEADGATES, DROP STRUCTURES, STORAGE RESERVOIRS AND FACILITIES, TOGETHER WITH ALL NECESSARY, INCIDENTAL AND APPURTENANT FACILITIES, EQUIPMENT, LAND, EASEMENTS, AND EXTENSIONS OF AND IMPROVEMENTS TO SUCH FACILITIES, SUCH DEBT TO BEAR INTEREST AT A MAXIMUM NET EFFECTIVE INTEREST RATE NOT TO EXCEED 18% PER ANNUM, SUCH INTEREST TO BE PAYABLE AT SUCH TIME OR TIMES, AND WHICH MAY COMPOUND ANNUALLY OR SEMIANNUALLY, AND SUCH DEBT TO MATURE, BE SUBJECT TO REDEMPTION WITH OR WITHOUT PREMIUM, AND BE ISSUED AND SOLD AT, ABOVE OR BELOW PAR, SUCH DEBT TO BE ISSUED OR INCURRED AT ONE TIME OR FROM TIME TO TIME, TO BE PAID FROM ANY LEGALLY AVAILABLE REVENUES OF THE DISTRICT, INCLUDING THE PROCEEDS OF AD VALOREM PROPERTY TAXES; SUCH TAXES TO CONSIST OF AN AD VALOREM MILL LEVY IMPOSED ON ALL TAXABLE PROPERTY OF THE DISTRICT, WITHOUT LIMITATION OF RATE OR WITH SUCH LIMITATIONS AS MAY BE DETERMINED BY THE DISTRICT BOARD OF DIRECTORS, AND IN AMOUNTS SUFFICIENT TO PRODUCE THE ANNUAL INCREASE SET FORTH ABOVE OR SUCH LESSER AMOUNT AS MAY BE NECESSARY, TO BE USED FOR THE PURPOSE OF PAYING SUCH DEBT; ALL OF THE ABOVE AS MAY BE DETERMINED BY THE DISTRICT BOARD OF DIRECTORS; AND SHALL THE PROCEEDS OF ANY SUCH DEBT AND THE REVENUE FROM SUCH TAXES, ANY OTHER REVENUE USED TO PAY SUCH DEBT, AND INVESTMENT EARNINGS THEREON, BE COLLECTED, RETAINED AND SPENT BY THE DISTRICT AS A VOTER-APPROVED REVENUE CHANGE, WITHOUT REGARD TO ANY SPENDING, REVENUE-RAISING, OR OTHER LIMITATION CONTAINED WITHIN ARTICLE X, SECTION 20 OF THE COLORADO CONSTITUTION, OR ANY OTHER LAW WHICH PURPORTS TO LIMIT THE DISTRICT'S REVENUES OR EXPENDITURES AS IT CURRENTLY EXISTS OR AS IT MAY BE AMENDED IN THE FUTURE, AND WITHOUT LIMITING IN ANY YEAR THE AMOUNT OF OTHER REVENUES THAT MAY BE COLLECTED, RETAINED AND SPENT BY THE DISTRICT?

Number of **YES** votes cast: 8

Number of **NO** votes cast: 0

**DENARGO MARKET METROPOLITAN DISTRICT NO. 3 BALLOT ISSUE 5J:**

SHALL DENARGO MARKET METROPOLITAN DISTRICT NO. 3 DEBT BE INCREASED \$25,615,500 WITH A REPAYMENT COST OF \$210,047,100, AND SHALL DENARGO MARKET METROPOLITAN DISTRICT NO. 3 TAXES BE INCREASED \$210,047,100 ANNUALLY OR SUCH LESSER AMOUNT AS MAY BE NECESSARY FOR THE PAYMENT OF SUCH DEBT AND ANY REFUNDINGS THEREOF, AT AN INTEREST RATE THAT IS EQUAL TO, LOWER OR HIGHER THAN THE INTEREST RATE ON THE REFUNDED DEBT, FOR THE PURPOSE OF PAYING, LEASING, FINANCING OR REIMBURSING ALL OR ANY PART OF THE COSTS OF DESIGNING, ACQUIRING, CONSTRUCTING, RELOCATING, INSTALLING, COMPLETING AND OTHERWISE PROVIDING, WITHIN OR WITHOUT THE BOUNDARIES OF THE DISTRICT, A SANITATION SYSTEM WHICH MAY CONSIST OF STORM OR SANITARY SEWERS, OR BOTH, FLOOD AND SURFACE DRAINAGE, TREATMENT AND DISPOSAL WORKS AND FACILITIES, OR SOLID WASTE DISPOSAL FACILITIES OR WASTE SERVICES, AND ALL NECESSARY OR PROPER EQUIPMENT AND APPURTENANCES INCIDENT THERETO, INCLUDING BUT NOT LIMITED TO TREATMENT PLANTS AND FACILITIES, COLLECTION MAINS AND LATERALS, LIFT STATIONS, TRANSMISSION LINES, CANALS, SLUDGE HANDLING, REUSE AND DISPOSAL FACILITIES, AND/OR STORM SEWER, FLOOD AND SURFACE DRAINAGE FACILITIES AND SYSTEMS, INCLUDING DETENTION/RETENTION PONDS, BOX CULVERTS AND ASSOCIATED IRRIGATION FACILITIES, EQUIPMENT, LAND, EASEMENTS AND SEWER TAPS, AND EXTENSIONS OF AND IMPROVEMENTS TO SUCH FACILITIES, SUCH DEBT TO BEAR INTEREST AT A MAXIMUM NET EFFECTIVE INTEREST RATE NOT TO EXCEED 18% PER ANNUM, SUCH INTEREST TO BE PAYABLE AT SUCH TIME OR TIMES, AND WHICH MAY COMPOUND ANNUALLY OR SEMIANNUALLY, AND SUCH DEBT TO MATURE, BE SUBJECT TO REDEMPTION WITH OR WITHOUT PREMIUM, AND BE ISSUED AND SOLD AT, ABOVE OR BELOW PAR, SUCH DEBT TO BE ISSUED OR INCURRED AT ONE TIME OR FROM TIME TO TIME, TO BE PAID FROM ANY LEGALLY AVAILABLE REVENUES OF THE DISTRICT, INCLUDING THE PROCEEDS OF AD VALOREM PROPERTY TAXES; SUCH TAXES TO CONSIST OF AN AD VALOREM MILL LEVY IMPOSED ON ALL TAXABLE PROPERTY OF THE DISTRICT, WITHOUT LIMITATION OF RATE OR WITH SUCH LIMITATIONS AS MAY BE DETERMINED BY THE DISTRICT BOARD OF DIRECTORS, AND IN AMOUNTS SUFFICIENT TO PRODUCE THE ANNUAL INCREASE SET FORTH ABOVE OR SUCH LESSER AMOUNT AS MAY BE NECESSARY, TO BE USED FOR THE PURPOSE OF PAYING SUCH DEBT; ALL OF THE ABOVE AS MAY BE DETERMINED BY THE DISTRICT BOARD OF DIRECTORS; AND SHALL THE PROCEEDS OF ANY SUCH DEBT AND THE REVENUE FROM SUCH TAXES, ANY OTHER REVENUE USED TO PAY SUCH DEBT, AND INVESTMENT EARNINGS THEREON, BE COLLECTED, RETAINED AND SPENT BY THE DISTRICT AS A VOTER-APPROVED REVENUE CHANGE, WITHOUT REGARD TO ANY SPENDING, REVENUE-RAISING, OR OTHER LIMITATION CONTAINED WITHIN ARTICLE X, SECTION 20 OF THE COLORADO CONSTITUTION, OR ANY OTHER LAW WHICH PURPORTS TO LIMIT THE DISTRICT'S REVENUES OR EXPENDITURES AS IT CURRENTLY EXISTS OR AS IT MAY BE AMENDED IN THE FUTURE, AND WITHOUT LIMITING IN ANY YEAR THE AMOUNT OF OTHER REVENUES THAT MAY BE COLLECTED, RETAINED AND SPENT BY THE DISTRICT?

Number of **YES** votes cast: 8

Number of **NO** votes cast: 0

**DENARGO MARKET METROPOLITAN DISTRICT NO. 3 BALLOT ISSUE 5K:**

SHALL DENARGO MARKET METROPOLITAN DISTRICT NO. 3 DEBT BE INCREASED \$25,615,500 WITH A REPAYMENT COST OF \$210,047,100, AND SHALL DENARGO MARKET METROPOLITAN DISTRICT NO. 3 TAXES BE INCREASED \$210,047,100 ANNUALLY OR SUCH LESSER AMOUNT AS MAY BE NECESSARY FOR THE PAYMENT OF SUCH DEBT AND ANY REFUNDINGS THEREOF, AT AN INTEREST RATE THAT IS EQUAL TO, LOWER OR HIGHER THAN THE INTEREST RATE ON THE REFUNDED DEBT, FOR THE PURPOSE OF PAYING, LEASING, FINANCING OR REIMBURSING ALL OR ANY PART OF THE COSTS OF DESIGNING, ACQUIRING, CONSTRUCTING, RELOCATING, INSTALLING, COMPLETING AND OTHERWISE PROVIDING, WITHIN OR WITHOUT THE BOUNDARIES OF THE DISTRICT, A SYSTEM TO TRANSPORT THE PUBLIC BY BUS, RAIL OR ANY OTHER MEANS OF CONVEYANCE, OR ANY COMBINATION THEREOF, OR PURSUANT TO CONTRACT, INCLUDING BUT NOT LIMITED TO PUBLIC TRANSPORTATION SYSTEM IMPROVEMENTS, TRANSPORTATION EQUIPMENT, PARK AND RIDE FACILITIES, PUBLIC PARKING LOTS, STRUCTURES, ROOFS, COVERS AND FACILITIES, TOGETHER WITH ALL



NECESSARY, INCIDENTAL AND APPURTENANT FACILITIES, EQUIPMENT, LAND, EASEMENTS, AND ALL NECESSARY EXTENSIONS OF AND IMPROVEMENTS TO SUCH FACILITIES OR SYSTEMS, SUCH DEBT TO BEAR INTEREST AT A MAXIMUM NET EFFECTIVE INTEREST RATE NOT TO EXCEED 18% PER ANNUM, SUCH INTEREST TO BE PAYABLE AT SUCH TIME OR TIMES, AND WHICH MAY COMPOUND ANNUALLY OR SEMIANNUALLY, AND SUCH DEBT TO MATURE, BE SUBJECT TO REDEMPTION WITH OR WITHOUT PREMIUM, AND BE ISSUED AND SOLD AT, ABOVE OR BELOW PAR, SUCH DEBT TO BE ISSUED OR INCURRED AT ONE TIME OR FROM TIME TO TIME, TO BE PAID FROM ANY LEGALLY AVAILABLE REVENUES OF THE DISTRICT, INCLUDING THE PROCEEDS OF AD VALOREM PROPERTY TAXES; SUCH TAXES TO CONSIST OF AN AD VALOREM MILL LEVY IMPOSED ON ALL TAXABLE PROPERTY OF THE DISTRICT, WITHOUT LIMITATION OF RATE OR WITH SUCH LIMITATIONS AS MAY BE DETERMINED BY THE DISTRICT BOARD OF DIRECTORS, AND IN AMOUNTS SUFFICIENT TO PRODUCE THE ANNUAL INCREASE SET FORTH ABOVE OR SUCH LESSER AMOUNT AS MAY BE NECESSARY, TO BE USED FOR THE PURPOSE OF PAYING SUCH DEBT; ALL OF THE ABOVE AS MAY BE DETERMINED BY THE DISTRICT BOARD OF DIRECTORS; AND SHALL THE PROCEEDS OF ANY SUCH DEBT AND THE REVENUE FROM SUCH TAXES, ANY OTHER REVENUE USED TO PAY SUCH DEBT, AND INVESTMENT EARNINGS THEREON, BE COLLECTED, RETAINED AND SPENT BY THE DISTRICT AS A VOTER-APPROVED REVENUE CHANGE, WITHOUT REGARD TO ANY SPENDING, REVENUE-RAISING, OR OTHER LIMITATION CONTAINED WITHIN ARTICLE X, SECTION 20 OF THE COLORADO CONSTITUTION, OR ANY OTHER LAW WHICH PURPORTS TO LIMIT THE DISTRICT'S REVENUES OR EXPENDITURES AS IT CURRENTLY EXISTS OR AS IT MAY BE AMENDED IN THE FUTURE, AND WITHOUT LIMITING IN ANY YEAR THE AMOUNT OF OTHER REVENUES THAT MAY BE COLLECTED, RETAINED AND SPENT BY THE DISTRICT?

Number of **YES** votes cast: \_\_\_\_\_ 8

Number of **NO** votes cast: \_\_\_\_\_ 2

**DENARGO MARKET METROPOLITAN DISTRICT NO. 3 BALLOT ISSUE 5L:**

SHALL DENARGO MARKET METROPOLITAN DISTRICT NO. 3 DEBT BE INCREASED \$25,615,500 WITH A REPAYMENT COST OF \$210,047,100, AND SHALL DENARGO MARKET METROPOLITAN DISTRICT NO. 3 TAXES BE INCREASED \$210,047,100 ANNUALLY OR SUCH LESSER AMOUNT AS MAY BE NECESSARY FOR THE PAYMENT OF SUCH DEBT AND ANY REFUNDINGS THEREOF, AT AN INTEREST RATE THAT IS EQUAL TO, LOWER OR HIGHER THAN THE INTEREST RATE ON THE REFUNDED DEBT, FOR THE PURPOSE OF PAYING, LEASING, FINANCING OR REIMBURSING ALL OR ANY PART OF THE COSTS OF DESIGNING, ACQUIRING, CONSTRUCTING, RELOCATING, INSTALLING, COMPLETING AND OTHERWISE PROVIDING, WITHIN OR WITHOUT THE BOUNDARIES OF THE DISTRICT, MOSQUITO CONTROL AND ERADICATION FACILITIES, IMPROVEMENTS, PROGRAMS, EQUIPMENT AND SUPPLIES NECESSARY FOR THE ELIMINATION OF MOSQUITOES, INCLUDING BUT NOT LIMITED TO THE ELIMINATION OR TREATMENT OF BREEDING GROUNDS AND PURCHASE, LEASE, CONTRACTING OR OTHER USE OF EQUIPMENT OR SUPPLIES FOR MOSQUITO CONTROL WITHIN THE BOUNDARIES OF THE DISTRICT, TOGETHER WITH ALL NECESSARY, INCIDENTAL, AND APPURTENANT FACILITIES, EQUIPMENT, LAND, EASEMENTS AND EXTENSIONS OF AND IMPROVEMENTS TO SUCH FACILITIES, SUCH DEBT TO BEAR INTEREST AT A MAXIMUM NET EFFECTIVE INTEREST RATE NOT TO EXCEED 18% PER ANNUM, SUCH INTEREST TO BE PAYABLE AT SUCH TIME OR TIMES, AND WHICH MAY COMPOUND ANNUALLY OR SEMIANNUALLY, AND SUCH DEBT TO MATURE, BE SUBJECT TO REDEMPTION WITH OR WITHOUT PREMIUM, AND BE ISSUED AND SOLD AT, ABOVE OR BELOW PAR, SUCH DEBT TO BE ISSUED OR INCURRED AT ONE TIME OR FROM TIME TO TIME, TO BE PAID FROM ANY LEGALLY AVAILABLE REVENUES OF THE DISTRICT, INCLUDING THE PROCEEDS OF AD VALOREM PROPERTY TAXES; SUCH TAXES TO CONSIST OF AN AD VALOREM MILL LEVY IMPOSED ON ALL TAXABLE PROPERTY OF THE DISTRICT, WITHOUT LIMITATION OF RATE OR WITH SUCH LIMITATIONS AS MAY BE DETERMINED BY THE DISTRICT BOARD OF DIRECTORS, AND IN AMOUNTS SUFFICIENT TO PRODUCE THE ANNUAL INCREASE SET FORTH ABOVE OR SUCH LESSER AMOUNT AS MAY BE NECESSARY, TO BE USED FOR THE PURPOSE OF PAYING SUCH DEBT; ALL OF THE ABOVE AS MAY BE DETERMINED BY THE DISTRICT BOARD OF DIRECTORS; AND SHALL THE PROCEEDS OF ANY SUCH DEBT AND THE REVENUE FROM SUCH TAXES, ANY OTHER REVENUE USED TO PAY SUCH DEBT, AND INVESTMENT EARNINGS THEREON, BE COLLECTED, RETAINED AND SPENT BY THE DISTRICT AS A VOTER-APPROVED

REVENUE CHANGE, WITHOUT REGARD TO ANY SPENDING, REVENUE-RAISING, OR OTHER LIMITATION CONTAINED WITHIN ARTICLE X, SECTION 20 OF THE COLORADO CONSTITUTION, OR ANY OTHER LAW WHICH PURPORTS TO LIMIT THE DISTRICT'S REVENUES OR EXPENDITURES AS IT CURRENTLY EXISTS OR AS IT MAY BE AMENDED IN THE FUTURE, AND WITHOUT LIMITING IN ANY YEAR THE AMOUNT OF OTHER REVENUES THAT MAY BE COLLECTED, RETAINED AND SPENT BY THE DISTRICT?

Number of YES votes cast:

8

Number of NO votes cast:

0

**DENARGO MARKET METROPOLITAN DISTRICT NO. 3 BALLOT ISSUE 5M:**

SHALL DENARGO MARKET METROPOLITAN DISTRICT NO. 3 DEBT BE INCREASED \$25,615,500 WITH A REPAYMENT COST OF \$210,047,100, AND SHALL DENARGO MARKET METROPOLITAN DISTRICT NO. 3 TAXES BE INCREASED \$210,047,100 ANNUALLY OR SUCH LESSER AMOUNT AS MAY BE NECESSARY FOR THE PAYMENT OF SUCH DEBT AND ANY REFUNDINGS THEREOF, AT AN INTEREST RATE THAT IS EQUAL TO, LOWER OR HIGHER THAN THE INTEREST RATE ON THE REFUNDED DEBT, FOR THE PURPOSE OF PAYING, LEASING, FINANCING OR REIMBURSING ALL OR ANY PART OF THE COSTS OF DESIGNING, ACQUIRING, CONSTRUCTING, RELOCATING, INSTALLING, COMPLETING AND OTHERWISE PROVIDING, WITHIN OR WITHOUT THE BOUNDARIES OF THE DISTRICT, A SAFETY PROTECTION SYSTEM OF TRAFFIC AND SAFETY CONTROLS AND DEVICES ON STREETS AND HIGHWAYS AND AT RAILROAD CROSSINGS, INCLUDING BUT NOT LIMITED TO TRAFFIC SIGNALS AND SIGNAGE, AND CONSTRUCTING UNDERPASSES OR OVERPASSES AT RAILROAD CROSSINGS, TOGETHER WITH ALL NECESSARY, INCIDENTAL, AND APPURTENANT FACILITIES, EQUIPMENT, LAND, EASEMENTS AND EXTENSIONS OF AND IMPROVEMENTS TO SUCH FACILITIES, SUCH DEBT TO BEAR INTEREST AT A MAXIMUM NET EFFECTIVE INTEREST RATE NOT TO EXCEED 18% PER ANNUM, SUCH INTEREST TO BE PAYABLE AT SUCH TIME OR TIMES, AND WHICH MAY COMPOUND ANNUALLY OR SEMIANNUALLY, AND SUCH DEBT TO MATURE, BE SUBJECT TO REDEMPTION WITH OR WITHOUT PREMIUM, AND BE ISSUED AND SOLD AT, ABOVE OR BELOW PAR, SUCH DEBT TO BE ISSUED OR INCURRED AT ONE TIME OR FROM TIME TO TIME, TO BE PAID FROM ANY LEGALLY AVAILABLE REVENUES OF THE DISTRICT, INCLUDING THE PROCEEDS OF AD VALOREM PROPERTY TAXES; SUCH TAXES TO CONSIST OF AN AD VALOREM MILL LEVY IMPOSED ON ALL TAXABLE PROPERTY OF THE DISTRICT, WITHOUT LIMITATION OF RATE OR WITH SUCH LIMITATIONS AS MAY BE DETERMINED BY THE DISTRICT BOARD OF DIRECTORS, AND IN AMOUNTS SUFFICIENT TO PRODUCE THE ANNUAL INCREASE SET FORTH ABOVE OR SUCH LESSER AMOUNT AS MAY BE NECESSARY, TO BE USED FOR THE PURPOSE OF PAYING SUCH DEBT; ALL OF THE ABOVE AS MAY BE DETERMINED BY THE DISTRICT BOARD OF DIRECTORS; AND SHALL THE PROCEEDS OF ANY SUCH DEBT AND THE REVENUE FROM SUCH TAXES, ANY OTHER REVENUE USED TO PAY SUCH DEBT, AND INVESTMENT EARNINGS THEREON, BE COLLECTED, RETAINED AND SPENT BY THE DISTRICT AS A VOTER-APPROVED REVENUE CHANGE, WITHOUT REGARD TO ANY SPENDING, REVENUE-RAISING, OR OTHER LIMITATION CONTAINED WITHIN ARTICLE X, SECTION 20 OF THE COLORADO CONSTITUTION, OR ANY OTHER LAW WHICH PURPORTS TO LIMIT THE DISTRICT'S REVENUES OR EXPENDITURES AS IT CURRENTLY EXISTS OR AS IT MAY BE AMENDED IN THE FUTURE, AND WITHOUT LIMITING IN ANY YEAR THE AMOUNT OF OTHER REVENUES THAT MAY BE COLLECTED, RETAINED AND SPENT BY THE DISTRICT?

Number of YES votes cast:

8

Number of NO votes cast:

0

**DENARGO MARKET METROPOLITAN DISTRICT NO. 3 BALLOT ISSUE 5N:**

SHALL DENARGO MARKET METROPOLITAN DISTRICT NO. 3 DEBT BE INCREASED \$25,615,500 WITH A REPAYMENT COST OF \$210,047,100, AND SHALL DENARGO MARKET METROPOLITAN DISTRICT NO. 3 TAXES BE INCREASED \$210,047,100 ANNUALLY OR SUCH LESSER AMOUNT AS MAY BE NECESSARY FOR THE PAYMENT OF SUCH DEBT AND ANY REFUNDINGS THEREOF, AT AN INTEREST RATE THAT IS EQUAL TO, LOWER OR HIGHER THAN THE INTEREST RATE ON THE REFUNDED DEBT, FOR THE PURPOSE OF PAYING, LEASING, FINANCING OR REIMBURSING ALL



OR ANY PART OF THE COSTS OF DESIGNING, ACQUIRING, CONSTRUCTING, RELOCATING, INSTALLING, COMPLETING AND OTHERWISE PROVIDING, WITHIN OR WITHOUT THE BOUNDARIES OF THE DISTRICT, TELEVISION RELAY AND TRANSLATION SYSTEM IMPROVEMENTS THROUGH ANY MEANS NECESSARY, INCLUDING BUT NOT LIMITED TO EQUIPMENT, FACILITIES AND STRUCTURES, TOGETHER WITH ALL NECESSARY, INCIDENTAL, AND APPURTENANT FACILITIES, EQUIPMENT, LAND, EASEMENTS AND EXTENSIONS OF AND IMPROVEMENTS TO SUCH FACILITIES, SUCH DEBT TO BEAR INTEREST AT A MAXIMUM NET EFFECTIVE INTEREST RATE NOT TO EXCEED 18% PER ANNUM, SUCH INTEREST TO BE PAYABLE AT SUCH TIME OR TIMES, AND WHICH MAY COMPOUND ANNUALLY OR SEMIANNUALLY, AND SUCH DEBT TO MATURE, BE SUBJECT TO REDEMPTION WITH OR WITHOUT PREMIUM, AND BE ISSUED AND SOLD AT, ABOVE OR BELOW PAR, SUCH DEBT TO BE ISSUED OR INCURRED AT ONE TIME OR FROM TIME TO TIME, TO BE PAID FROM ANY LEGALLY AVAILABLE REVENUES OF THE DISTRICT, INCLUDING THE PROCEEDS OF AD VALOREM PROPERTY TAXES; SUCH TAXES TO CONSIST OF AN AD VALOREM MILL LEVY IMPOSED ON ALL TAXABLE PROPERTY OF THE DISTRICT, WITHOUT LIMITATION OF RATE OR WITH SUCH LIMITATIONS AS MAY BE DETERMINED BY THE DISTRICT BOARD OF DIRECTORS, AND IN AMOUNTS SUFFICIENT TO PRODUCE THE ANNUAL INCREASE SET FORTH ABOVE OR SUCH LESSER AMOUNT AS MAY BE NECESSARY, TO BE USED FOR THE PURPOSE OF PAYING SUCH DEBT; ALL OF THE ABOVE AS MAY BE DETERMINED BY THE DISTRICT BOARD OF DIRECTORS; AND SHALL THE PROCEEDS OF ANY SUCH DEBT AND THE REVENUE FROM SUCH TAXES, ANY OTHER REVENUE USED TO PAY SUCH DEBT, AND INVESTMENT EARNINGS THEREON, BE COLLECTED, RETAINED AND SPENT BY THE DISTRICT AS A VOTER-APPROVED REVENUE CHANGE, WITHOUT REGARD TO ANY SPENDING, REVENUE-RAISING, OR OTHER LIMITATION CONTAINED WITHIN ARTICLE X, SECTION 20 OF THE COLORADO CONSTITUTION, OR ANY OTHER LAW WHICH PURPORTS TO LIMIT THE DISTRICT'S REVENUES OR EXPENDITURES AS IT CURRENTLY EXISTS OR AS IT MAY BE AMENDED IN THE FUTURE, AND WITHOUT LIMITING IN ANY YEAR THE AMOUNT OF OTHER REVENUES THAT MAY BE COLLECTED, RETAINED AND SPENT BY THE DISTRICT?

Number of **YES** votes cast:

\_\_\_\_\_ 8 \_\_\_\_\_

Number of **NO** votes cast:

\_\_\_\_\_ 0 \_\_\_\_\_

**DENARGO MARKET METROPOLITAN DISTRICT NO. 3 BALLOT ISSUE 50:**

SHALL DENARGO MARKET METROPOLITAN DISTRICT NO. 3 DEBT BE INCREASED \$25,615,500 WITH A REPAYMENT COST OF \$210,047,100, AND SHALL DENARGO MARKET METROPOLITAN DISTRICT NO. 3 TAXES BE INCREASED \$210,047,100 ANNUALLY OR SUCH LESSER AMOUNT AS MAY BE NECESSARY FOR THE PAYMENT OF SUCH DEBT AND ANY REFUNDINGS THEREOF, AT AN INTEREST RATE THAT IS EQUAL TO, LOWER OR HIGHER THAN THE INTEREST RATE ON THE REFUNDED DEBT, FOR THE PURPOSE OF PAYING, LEASING, FINANCING OR REIMBURSING ALL OR ANY PART OF THE COSTS OF DESIGNING, ACQUIRING, CONSTRUCTING, RELOCATING, INSTALLING, COMPLETING AND OTHERWISE PROVIDING, WITHIN OR WITHOUT THE BOUNDARIES OF THE DISTRICT, SECURITY SERVICES AND IMPROVEMENTS INCLUDING, BUT NOT LIMITED TO, PERIMETER AND INTERIOR SECURITY PATROLS, CONSTRUCTION OF SAFETY BARRIERS OR OTHER PROTECTIVE MEASURES, ACQUISITION OF SECURITY EQUIPMENT, PROTECTION OF PROPERTY FROM UNLAWFUL DAMAGE OR DESTRUCTION, AND OTHER SECURITY IMPROVEMENTS WHICH MAY BE NECESSARY FOR THE ORDERLY CONDUCT OF DISTRICT AFFAIRS AND FOR PROTECTION OF THE HEALTH, SAFETY, AND WELFARE OF THE DISTRICT RESIDENTS, TAXPAYERS, OFFICERS, AND EMPLOYEES, INCLUSIVE OF THE GENERAL PUBLIC, TOGETHER WITH ALL NECESSARY, INCIDENTAL, AND APPURTENANT FACILITIES, EQUIPMENT, AND LAND AND EASEMENTS, AND EXTENSIONS OF AND IMPROVEMENTS TO SUCH FACILITIES, SUCH DEBT TO BEAR INTEREST AT A MAXIMUM NET EFFECTIVE INTEREST RATE NOT TO EXCEED 18% PER ANNUM, SUCH INTEREST TO BE PAYABLE AT SUCH TIME OR TIMES, AND WHICH MAY COMPOUND ANNUALLY OR SEMIANNUALLY, AND SUCH DEBT TO MATURE, BE SUBJECT TO REDEMPTION WITH OR WITHOUT PREMIUM, AND BE ISSUED AND SOLD AT, ABOVE OR BELOW PAR, SUCH DEBT TO BE ISSUED OR INCURRED AT ONE TIME OR FROM TIME TO TIME, TO BE PAID FROM ANY LEGALLY AVAILABLE REVENUES OF THE DISTRICT, INCLUDING THE PROCEEDS OF AD VALOREM PROPERTY TAXES; SUCH TAXES TO CONSIST OF AN AD VALOREM MILL LEVY IMPOSED ON ALL TAXABLE PROPERTY OF THE

DISTRICT, WITHOUT LIMITATION OF RATE OR WITH SUCH LIMITATIONS AS MAY BE DETERMINED BY THE DISTRICT BOARD OF DIRECTORS, AND IN AMOUNTS SUFFICIENT TO PRODUCE THE ANNUAL INCREASE SET FORTH ABOVE OR SUCH LESSER AMOUNT AS MAY BE NECESSARY, TO BE USED FOR THE PURPOSE OF PAYING SUCH DEBT; ALL OF THE ABOVE AS MAY BE DETERMINED BY THE DISTRICT BOARD OF DIRECTORS; AND SHALL THE PROCEEDS OF ANY SUCH DEBT AND THE REVENUE FROM SUCH TAXES, ANY OTHER REVENUE USED TO PAY SUCH DEBT, AND INVESTMENT EARNINGS THEREON, BE COLLECTED, RETAINED AND SPENT BY THE DISTRICT AS A VOTER-APPROVED REVENUE CHANGE, WITHOUT REGARD TO ANY SPENDING, REVENUE-RAISING, OR OTHER LIMITATION CONTAINED WITHIN ARTICLE X, SECTION 20 OF THE COLORADO CONSTITUTION, OR ANY OTHER LAW WHICH PURPORTS TO LIMIT THE DISTRICT'S REVENUES OR EXPENDITURES AS IT CURRENTLY EXISTS OR AS IT MAY BE AMENDED IN THE FUTURE, AND WITHOUT LIMITING IN ANY YEAR THE AMOUNT OF OTHER REVENUES THAT MAY BE COLLECTED, RETAINED AND SPENT BY THE DISTRICT?

Number of YES votes cast: \_\_\_\_\_ 8 \_\_\_\_\_

Number of NO votes cast: \_\_\_\_\_ 0 \_\_\_\_\_

**DENARGO MARKET METROPOLITAN DISTRICT NO. 3 BALLOT ISSUE 5P:**

SHALL DENARGO MARKET METROPOLITAN DISTRICT NO. 3 DEBT BE INCREASED \$25,615,500 WITH A REPAYMENT COST OF \$210,047,100, AND SHALL DENARGO MARKET METROPOLITAN DISTRICT NO. 3 TAXES BE INCREASED \$210,047,100 ANNUALLY OR SUCH LESSER AMOUNT AS MAY BE NECESSARY FOR THE PAYMENT OF SUCH DEBT AND ANY REFUNDINGS THEREOF, AT AN INTEREST RATE THAT IS EQUAL TO, LOWER OR HIGHER THAN THE INTEREST RATE ON THE REFUNDED DEBT, FOR THE PURPOSE OF PAYING, REIMBURSING, FINANCING OR REFINANCING ALL OR ANY PART OF THE DISTRICT'S OPERATING AND MAINTENANCE EXPENSES, OR ADVANCES OF OPERATING AND MAINTENANCE EXPENSES MADE TO THE DISTRICT, SUCH DEBT TO BEAR INTEREST AT A MAXIMUM NET EFFECTIVE INTEREST RATE NOT TO EXCEED 18% PER ANNUM, SUCH INTEREST TO BE PAYABLE AT SUCH TIME OR TIMES, AND WHICH MAY COMPOUND ANNUALLY OR SEMIANNUALLY, SUCH DEBT TO BE INCURRED AT ONE TIME OR FROM TIME TO TIME AND TO MATURE, BE SUBJECT TO REDEMPTION, WITH OR WITHOUT PREMIUM, AND BE ISSUED AND SOLD AT, ABOVE OR BELOW PAR, AND TO CONTAIN SUCH TERMS, NOT INCONSISTENT HERewith, AND BE MADE PAYABLE FROM ANY LEGALLY AVAILABLE REVENUES OF THE DISTRICT, INCLUDING WITHOUT LIMITATION AD VALOREM PROPERTY TAXES LEVIED IN ANY YEAR, WITHOUT LIMITATION AS TO RATE AND IN AN AMOUNT SUFFICIENT TO PAY THE DEBT; ALL OF THE ABOVE AS DETERMINED BY THE DISTRICT BOARD OF DIRECTORS, AND SHALL THE PROCEEDS OF THE DEBT, THE REVENUES FROM SUCH TAXES, ANY OTHER REVENUES USED TO PAY THE DEBT, AND ANY EARNINGS FROM THE INVESTMENT OF SUCH PROCEEDS AND REVENUES BE COLLECTED, RETAINED AND SPENT BY THE DISTRICT AS A VOTER-APPROVED REVENUE CHANGE, WITHOUT REGARD TO ANY SPENDING, REVENUE-RAISING, OR OTHER LIMITATION CONTAINED WITHIN ARTICLE X, SECTION 20 OF THE COLORADO CONSTITUTION, OR ANY OTHER LAW WHICH PURPORTS TO LIMIT THE DISTRICT'S REVENUES OR EXPENDITURES AS IT CURRENTLY EXISTS OR AS IT MAY BE AMENDED IN THE FUTURE, AND WITHOUT LIMITING IN ANY YEAR THE AMOUNT OF OTHER REVENUES THAT MAY BE COLLECTED, RETAINED AND SPENT BY THE DISTRICT?

Number of YES votes cast: \_\_\_\_\_ 8 \_\_\_\_\_

Number of NO votes cast: \_\_\_\_\_ 0 \_\_\_\_\_

**DENARGO MARKET METROPOLITAN DISTRICT NO. 3 BALLOT ISSUE 5Q:**

SHALL DENARGO MARKET METROPOLITAN DISTRICT NO. 3 DEBT BE INCREASED \$25,615,500 WITH A REPAYMENT COST OF \$210,047,100, AND SHALL DENARGO MARKET METROPOLITAN DISTRICT NO. 3 TAXES BE INCREASED \$210,047,100 ANNUALLY OR SUCH LESSER AMOUNT AS MAY BE NECESSARY FOR THE PAYMENT OF SUCH DEBT AND ANY REFUNDINGS THEREOF, AT AN INTEREST RATE THAT IS EQUAL TO, LOWER OR HIGHER THAN THE INTEREST RATE ON THE REFUNDED DEBT, FOR THE PURPOSE OF REFUNDING, REFINANCING OR DEFEASING ANY OR ALL OF THE DISTRICT'S DEBT, BUT NOT TO EXCEED THE MAXIMUM NET EFFECTIVE INTEREST RATE OF 18% PER ANNUM, SUCH INTEREST TO BE PAYABLE AT SUCH TIME OR TIMES, AND



WHICH MAY COMPOUND ANNUALLY OR SEMIANNUALLY, AND SUCH DEBT TO MATURE, BE SUBJECT TO REDEMPTION WITH OR WITHOUT PREMIUM, AND BE ISSUED AND SOLD AT, ABOVE OR BELOW PAR, SUCH DEBT TO BE ISSUED OR INCURRED AT ONE TIME OR FROM TIME TO TIME, TO BE PAID FROM ANY LEGALLY AVAILABLE REVENUES OF THE DISTRICT, INCLUDING THE PROCEEDS OF AD VALOREM PROPERTY TAXES; SUCH TAXES TO CONSIST OF AN AD VALOREM MILL LEVY IMPOSED ON ALL TAXABLE PROPERTY OF THE DISTRICT, WITHOUT LIMITATION OF RATE OR WITH SUCH LIMITATIONS AS MAY BE DETERMINED BY THE DISTRICT BOARD OF DIRECTORS, AND IN AMOUNTS SUFFICIENT TO PRODUCE THE ANNUAL INCREASE SET FORTH ABOVE OR SUCH LESSER AMOUNT AS MAY BE NECESSARY, TO BE USED FOR THE PURPOSE OF PAYING SUCH DEBT; ALL OF THE ABOVE AS MAY BE DETERMINED BY THE DISTRICT BOARD OF DIRECTORS; AND SHALL THE PROCEEDS OF ANY SUCH DEBT AND THE REVENUE FROM SUCH TAXES, ANY OTHER REVENUE USED TO PAY SUCH DEBT, AND INVESTMENT EARNINGS THEREON, BE COLLECTED, RETAINED AND SPENT BY THE DISTRICT AS A VOTER-APPROVED REVENUE CHANGE, WITHOUT REGARD TO ANY SPENDING, REVENUE-RAISING, OR OTHER LIMITATION CONTAINED WITHIN ARTICLE X, SECTION 20 OF THE COLORADO CONSTITUTION, OR ANY OTHER LAW WHICH PURPORTS TO LIMIT THE DISTRICT'S REVENUES OR EXPENDITURES AS IT CURRENTLY EXISTS OR AS IT MAY BE AMENDED IN THE FUTURE, AND WITHOUT LIMITING IN ANY YEAR THE AMOUNT OF OTHER REVENUES THAT MAY BE COLLECTED, RETAINED AND SPENT BY THE DISTRICT?

Number of YES votes cast: \_\_\_\_\_ 8

Number of NO votes cast: \_\_\_\_\_ 0

**DENARGO MARKET METROPOLITAN DISTRICT NO. 3 BALLOT ISSUE 5R:**

SHALL DENARGO MARKET METROPOLITAN DISTRICT NO. 3 DEBT BE INCREASED \$25,615,500 WITH A REPAYMENT COST OF \$210,047,100, AND SHALL DENARGO MARKET METROPOLITAN DISTRICT NO. 3 TAXES BE INCREASED \$210,047,100 ANNUALLY OR SUCH LESSER AMOUNT AS MAY BE NECESSARY FOR THE PAYMENT OF SUCH DEBT AND ANY REFUNDINGS THEREOF, AT AN INTEREST RATE THAT IS EQUAL TO, LOWER OR HIGHER THAN THE INTEREST RATE ON THE REFUNDED DEBT, SUCH DEBT TO CONSIST OF INTERGOVERNMENTAL AGREEMENTS OR OTHER CONTRACTS WITHOUT LIMIT AS TO TERM WITH ONE OR MORE POLITICAL SUBDIVISIONS OF THE STATE, GOVERNMENTAL UNITS, GOVERNMENTALLY-OWNED ENTERPRISES, OR OTHER PUBLIC ENTITIES, WHICH CONTRACTS WILL CONSTITUTE MULTIPLE FISCAL YEAR FINANCIAL OBLIGATIONS AND WHICH WILL OBLIGATE THE DISTRICT TO PAY, REIMBURSE OR FINANCE THE COSTS OF FINANCING, DESIGNING, ACQUIRING, CONSTRUCTING, COMPLETING OR OTHERWISE PROVIDING, AND THE COSTS OF OPERATING AND MAINTAINING, ANY PUBLIC IMPROVEMENT WHICH THE DISTRICT IS LAWFULLY AUTHORIZED TO PROVIDE, ALL AS MAY BE PROVIDED IN SUCH CONTRACTS, SUCH CONTRACT OBLIGATIONS TO BEAR INTEREST AT A MAXIMUM NET EFFECTIVE INTEREST RATE NOT TO EXCEED 18% PER ANNUM, BE REFINANCED AT A NET EFFECTIVE INTEREST RATE NOT TO EXCEED THE MAXIMUM NET EFFECTIVE INTEREST RATE WITHOUT ADDITIONAL VOTER APPROVAL AND CONTAIN SUCH TERMS, NOT INCONSISTENT HERewith, AS THE DISTRICT BOARD OF DIRECTORS MAY DETERMINE; AND IN CONNECTION THEREWITH SHALL AD VALOREM PROPERTY TAXES BE LEVIED IN ANY YEAR, WITHOUT LIMITATION AS TO RATE AND IN AN AMOUNT SUFFICIENT TO PAY THE OBLIGATIONS OF THE CONTRACTS WHEN DUE, AND SHALL THE PROCEEDS OF THE CONTRACTS, THE REVENUES FROM ALL TAXES, FROM REVENUE SHARING AGREEMENTS, ANY OTHER REVENUES USED TO PAY THE OBLIGATIONS OF THE CONTRACTS AND ANY EARNINGS FROM THE INVESTMENT OF SUCH PROCEEDS AND REVENUES BE COLLECTED, RETAINED AND SPENT BY THE DISTRICT AS A VOTER-APPROVED REVENUE CHANGE, WITHOUT REGARD TO ANY SPENDING, REVENUE-RAISING, OR OTHER LIMITATION CONTAINED WITHIN ARTICLE X, SECTION 20 OF THE COLORADO CONSTITUTION, OR ANY OTHER LAW WHICH PURPORTS TO LIMIT THE DISTRICT'S REVENUES OR EXPENDITURES AS IT CURRENTLY EXISTS OR AS IT MAY BE AMENDED IN THE FUTURE, AND WITHOUT LIMITING IN ANY YEAR THE AMOUNT OF OTHER REVENUES THAT MAY BE COLLECTED, RETAINED AND SPENT BY THE DISTRICT?

Number of YES votes cast: \_\_\_\_\_ 8

Number of NO votes cast: \_\_\_\_\_ 0



**DENARGO MARKET METROPOLITAN DISTRICT NO. 3 BALLOT ISSUE 5S:**

SHALL DENARGO MARKET METROPOLITAN DISTRICT NO. 3 BE AUTHORIZED TO ENTER INTO ONE OR MORE INTERGOVERNMENTAL AGREEMENTS WITH ONE OR MORE POLITICAL SUBDIVISIONS OF THE STATE, GOVERNMENTAL UNITS, GOVERNMENTALLY-OWNED ENTERPRISES, OR OTHER PUBLIC ENTITIES FOR THE PURPOSE OF JOINTLY FINANCING THE COSTS OF ANY PUBLIC IMPROVEMENTS, FACILITIES, SYSTEMS, PROGRAMS, OR PROJECTS WHICH THE DISTRICT MAY LAWFULLY PROVIDE, OR FOR THE PURPOSE OF PROVIDING FOR THE OPERATIONS AND MAINTENANCE OF THE DISTRICT AND ITS FACILITIES AND PROPERTIES, WHICH AGREEMENT MAY CONSTITUTE A MULTIPLE FISCAL YEAR FINANCIAL OBLIGATION OF THE DISTRICT TO THE EXTENT PROVIDED THEREIN AND OTHERWISE AUTHORIZED BY LAW, AND IN CONNECTION THEREWITH SHALL THE DISTRICT BE AUTHORIZED TO MAKE COVENANTS REGARDING THE ESTABLISHMENT AND USE OF AD VALOREM TAXES, RATES, FEES, PUBLIC IMPROVEMENT FEES, TOLLS, PENALTIES, AND OTHER CHARGES OR REVENUES OF THE DISTRICT, AND COVENANTS, REPRESENTATIONS, AND WARRANTIES AS TO OTHER MATTERS ARISING UNDER THE AGREEMENTS, ALL AS MAY BE DETERMINED BY THE DISTRICT BOARD OF DIRECTORS?

Number of YES votes cast: 8

Number of NO votes cast: 0

**DENARGO MARKET METROPOLITAN DISTRICT NO. 3 BALLOT ISSUE 5T:**

SHALL DENARGO MARKET METROPOLITAN DISTRICT NO. 3 BE AUTHORIZED TO ENTER INTO ONE OR MORE MULTIPLE FISCAL YEAR FINANCIAL OBLIGATIONS EVIDENCED BY AN INTERGOVERNMENTAL AGREEMENT OR AGREEMENTS CONCERNING THE PROVISION OF PUBLIC IMPROVEMENTS WITH A REGIONAL AUTHORITY OR ONE OR MORE OTHER POLITICAL SUBDIVISIONS OR GOVERNMENTALLY-OWNED ENTERPRISES, CONTAINING SUCH TERMS AND CONDITIONS AS THE DISTRICT BOARD OF DIRECTORS MAY DETERMINE TO BE NECESSARY AND APPROPRIATE AND PROVIDING FOR PAYMENTS BY THE DISTRICT IN AN AGGREGATE AMOUNT NOT TO EXCEED \$25,615,500 OF TAX REVENUES DERIVED FROM AN AD VALOREM MILL LEVY IMPOSED BY THE DISTRICT ON ALL TAXABLE PROPERTY?

Number of YES votes cast: 8

Number of NO votes cast: 0

CERTIFIED this \_\_\_\_ day of May, 2014.

[Signature]  
Designated Election Official

[Signature]  
Canvasser

[Signature]  
Canvasser

Contact Person for the District:  
Business Address of the District:  
  
Telephone Number:

Ann E. Finn, District Manager  
141 Union Blvd., Suite 150  
Lakewood, CO 80228  
(303) 987-0835

EXHIBIT C

(Attach 2023 Election Questions)

**DENARGO MARKET METROPOLITAN DISTRICT NO. 3 BALLOT ISSUE 6A:**

SHALL DENARGO MARKET METROPOLITAN DISTRICT NO. 3 TAXES BE INCREASED \$5,000,000 ANNUALLY OR BY SUCH LESSER AMOUNT AS NECESSARY TO PAY THE DISTRICT'S ADMINISTRATION, OPERATIONS, MAINTENANCE, AND CAPITAL EXPENSES, BY THE IMPOSITION OF AD VALOREM PROPERTY TAXES LEVIED IN ANY YEAR, WITHOUT LIMITATION AS TO RATE OR AMOUNT OR ANY OTHER CONDITION TO PAY SUCH EXPENSES AND SHALL THE PROCEEDS OF SUCH TAXES AND ANY INVESTMENT INCOME THEREON BE COLLECTED, RETAINED AND SPENT BY THE DISTRICT IN FISCAL YEAR 2023 AND IN EACH FISCAL YEAR THEREAFTER AS A VOTER-APPROVED REVENUE CHANGE WITHOUT REGARD TO ANY SPENDING, REVENUE-RAISING, OR OTHER LIMITATION CONTAINED WITHIN ARTICLE X, SECTION 20 OF THE COLORADO CONSTITUTION, THE LIMITS IMPOSED ON INCREASES IN PROPERTY TAXATION BY SECTION 29-1-301, C.R.S., IN ANY YEAR, OR ANY OTHER LAW WHICH PURPORTS TO LIMIT THE DISTRICT'S REVENUES OR EXPENDITURES AS IT CURRENTLY EXISTS OR AS IT MAY BE AMENDED IN THE FUTURE, ALL WITHOUT LIMITING IN ANY YEAR THE AMOUNT OF OTHER REVENUES THAT MAY BE COLLECTED, RETAINED AND SPENT BY THE DISTRICT?

YES

NO

**DENARGO MARKET METROPOLITAN DISTRICT NO. 3 BALLOT ISSUE 6B:**

SHALL DENARGO MARKET METROPOLITAN DISTRICT NO. 3 TAXES BE INCREASED \$6,000,000 ANNUALLY (FIRST FULL FISCAL YEAR INCREASE) AND BY THE ADDITIONAL AMOUNTS THAT ARE RAISED ANNUALLY THEREAFTER BY THE IMPOSITION OF AN AD VALOREM PROPERTY TAX MILL LEVY EACH YEAR ON ALL TAXABLE PROPERTY OF THE DISTRICT UP TO FIFTEEN (15) MILLS, PROVIDED THAT SUCH MILL LEVY RATE MAY BE ADJUSTED BY THE BOARD OF DIRECTORS TO TAKE INTO ACCOUNT LEGISLATIVE OR CONSTITUTIONALLY IMPOSED ADJUSTMENTS IN ASSESSED VALUES OR THE METHOD OF THEIR CALCULATION OCCURRING AFTER MARCH 8, 2010 SO THAT, TO THE EXTENT POSSIBLE, THE ACTUAL REVENUES GENERATED BY SUCH MILL LEVY ARE NEITHER DIMINISHED NOR ENHANCED AS A RESULT OF SUCH CHANGES, FOR THE PURPOSE OF PAYING COSTS ASSOCIATED WITH REGIONAL INFRASTRUCTURE IMPROVEMENTS AS REQUIRED BY THE CITY AND COUNTY OF DENVER PUBLIC WORKS DEPARTMENT AND SERVICES FOR THE DISTRICT'S TAXPAYERS, RESIDENTS AND INHABITANTS AND SHALL THE REVENUE FROM SUCH TAXES AND INVESTMENT INCOME THEREON, BE COLLECTED AND SPENT BY THE DISTRICT IN FISCAL YEAR 2023 AND IN EACH YEAR THEREAFTER AS A VOTER-APPROVED REVENUE CHANGE, WITHOUT REGARD TO ANY SPENDING, REVENUE-RAISING, OR OTHER LIMITATION CONTAINED WITHIN ARTICLE X, SECTION 20 OF THE COLORADO CONSTITUTION, THE LIMITS IMPOSED ON INCREASES IN PROPERTY TAXATION BY SECTION 29-1-301 C.R.S., IN ANY YEAR, OR ANY OTHER LAW, WHICH PURPORTS TO LIMIT THE DISTRICT'S REVENUES OR EXPENDITURES AS IT CURRENTLY EXISTS OR AS IT

MAY BE AMENDED IN THE FUTURE WITHOUT LIMITING IN ANY YEAR THE AMOUNT OF OTHER REVENUES THAT MAY BE COLLECTED AND SPENT BY THE DISTRICT?

YES

NO

**DENARGO MARKET METROPOLITAN DISTRICT NO. 3 BALLOT ISSUE 6C:**

SHALL DENARGO MARKET METROPOLITAN DISTRICT NO. 3 TAXES BE INCREASED \$5,000,000 ANNUALLY OR BY SUCH LESSER AMOUNT AS NECESSARY TO PAY THE DISTRICT'S ADMINISTRATION, OPERATIONS, MAINTENANCE, AND CAPITAL EXPENSES, BY THE IMPOSITION OF A FEE OR FEES IMPOSED, WITHOUT LIMITATION AS TO RATE OR AMOUNT OR ANY OTHER CONDITION TO PAY SUCH EXPENSES AND SHALL THE PROCEEDS OF SUCH FEES AND ANY INVESTMENT INCOME THEREON BE COLLECTED, RETAINED AND SPENT BY THE DISTRICT IN FISCAL YEAR 2023 AND IN EACH FISCAL YEAR THEREAFTER AS A VOTER-APPROVED REVENUE CHANGE WITHOUT REGARD TO ANY SPENDING, REVENUE-RAISING, OR OTHER LIMITATION CONTAINED WITHIN ARTICLE X, SECTION 20 OF THE COLORADO CONSTITUTION, THE LIMITS IMPOSED ON INCREASES IN PROPERTY TAXATION BY SECTION 29-1-301, C.R.S., IN ANY YEAR, OR ANY OTHER LAW WHICH PURPORTS TO LIMIT THE DISTRICT'S REVENUES OR EXPENDITURES AS IT CURRENTLY EXISTS OR AS IT MAY BE AMENDED IN THE FUTURE, ALL WITHOUT LIMITING IN ANY YEAR THE AMOUNT OF OTHER REVENUES THAT MAY BE COLLECTED, RETAINED AND SPENT BY THE DISTRICT?

YES

NO

**DENARGO MARKET METROPOLITAN DISTRICT NO. 3 BALLOT ISSUE 6D:**

SHALL DENARGO MARKET METROPOLITAN DISTRICT NO. 3 TAXES BE INCREASED \$5,000,000 ANNUALLY OR BY SUCH LESSER AMOUNT AS NECESSARY FOR THE PAYMENT OF SUCH AMOUNTS DUE PURSUANT TO ONE OR MORE INTERGOVERNMENTAL AGREEMENTS OR OTHER CONTRACTS, BY THE IMPOSITION OF AD VALOREM PROPERTY TAXES LEVIED IN ANY YEAR, WITHOUT LIMITATION AS TO RATE OR AMOUNT OR ANY OTHER CONDITION FOR THE PAYMENT OF SUCH AMOUNTS DUE, AND SHALL THE PROCEEDS OF SUCH TAXES AND ANY INVESTMENT INCOME THEREON BE COLLECTED, RETAINED AND SPENT BY THE DISTRICT IN FISCAL YEAR 2023 AND IN EACH FISCAL YEAR THEREAFTER AS A VOTER-APPROVED REVENUE CHANGE WITHOUT REGARD TO ANY SPENDING, REVENUE-RAISING, OR OTHER LIMITATION CONTAINED WITHIN ARTICLE X, SECTION 20 OF THE COLORADO CONSTITUTION, THE LIMITS IMPOSED ON INCREASES IN PROPERTY TAXATION BY SECTION 29-1-301, C.R.S., IN ANY YEAR, OR ANY OTHER LAW WHICH PURPORTS TO LIMIT THE DISTRICT'S REVENUES OR



EXPENDITURES AS IT CURRENTLY EXISTS OR AS IT MAY BE AMENDED IN THE FUTURE, ALL WITHOUT LIMITING IN ANY YEAR THE AMOUNT OF OTHER REVENUES THAT MAY BE COLLECTED, RETAINED AND SPENT BY THE DISTRICT?

YES

NO

**DENARGO MARKET METROPOLITAN DISTRICT NO. 3 BALLOT ISSUE 6E:**

SHALL DENARGO MARKET METROPOLITAN DISTRICT NO. 3 TAXES BE INCREASED \$142,000,000 ANNUALLY OR BY SUCH LESSER AMOUNT AS NECESSARY TO PAY FOR REGIONAL IMPROVEMENTS FOR WHICH THE DISTRICT IS OBLIGATED PURSUANT TO ITS SERVICE PLAN, ONE OR MORE INTERGOVERNMENTAL AGREEMENTS OR OTHER CONTRACTS, BY THE IMPOSITION OF AD VALOREM PROPERTY TAXES LEVIED IN ANY YEAR, WITHOUT LIMITATION AS TO RATE OR AMOUNT OR ANY OTHER CONDITION, TO PAY THE COSTS OF SUCH REGIONAL IMPROVEMENTS, AND SHALL THE PROCEEDS OF SUCH TAXES AND ANY INVESTMENT INCOME THEREON BE COLLECTED, RETAINED AND SPENT BY THE DISTRICT IN FISCAL YEAR 2023 AND IN EACH FISCAL YEAR THEREAFTER AS A VOTER-APPROVED REVENUE CHANGE WITHOUT REGARD TO ANY SPENDING, REVENUE-RAISING, OR OTHER LIMITATION CONTAINED WITHIN ARTICLE X, SECTION 20 OF THE COLORADO CONSTITUTION, THE LIMITS IMPOSED ON INCREASES IN PROPERTY TAXATION BY SECTION 29-1-301, C.R.S., IN ANY YEAR, OR ANY OTHER LAW WHICH PURPORTS TO LIMIT THE DISTRICT'S REVENUES OR EXPENDITURES AS IT CURRENTLY EXISTS OR AS IT MAY BE AMENDED IN THE FUTURE, ALL WITHOUT LIMITING IN ANY YEAR THE AMOUNT OF OTHER REVENUES THAT MAY BE COLLECTED, RETAINED AND SPENT BY THE DISTRICT?

YES

NO

**DENARGO MARKET METROPOLITAN DISTRICT NO. 3 BALLOT ISSUE 6F:**

SHALL DENARGO MARKET METROPOLITAN DISTRICT NO. 3 DEBT BE INCREASED \$142,000,000 WITH A REPAYMENT COST OF \$908,800,000, AND SHALL DENARGO MARKET METROPOLITAN DISTRICT NO. 3 TAXES BE INCREASED \$908,800,000 ANNUALLY OR BY SUCH LESSER AMOUNT AS MAY BE NECESSARY FOR THE PAYMENT OF SUCH DEBT AND ANY REFUNDINGS THEREOF, AT AN INTEREST RATE THAT IS EQUAL TO, LOWER OR HIGHER THAN THE INTEREST RATE ON THE REFUNDED DEBT, FOR THE PURPOSE OF PAYING, LEASING, FINANCING OR REIMBURSING ALL OR ANY PART OF THE COSTS OF DESIGNING, ACQUIRING, CONSTRUCTING, RELOCATING, INSTALLING, COMPLETING AND OTHERWISE PROVIDING, WITHIN OR WITHOUT THE BOUNDARIES OF THE DISTRICT, STREET IMPROVEMENTS, INCLUDING BUT NOT LIMITED TO CURBS, GUTTERS, CULVERTS, AND OTHER DRAINAGE FACILITIES, UNDERGROUND CONDUITS, SIDEWALKS,

TRAILS, PUBLIC PARKING LOTS, STRUCTURES AND FACILITIES, PAVING, LIGHTING, GRADING, LANDSCAPING, BIKE PATHS AND PEDESTRIAN WAYS, PEDESTRIAN OVERPASSES, RETAINING WALLS, FENCING, ENTRY MONUMENTATION, STREETSCAPING, BRIDGES, OVERPASSES, UNDERPASSES, INTERCHANGES, MEDIAN ISLANDS, IRRIGATION, AND A SAFETY PROTECTION SYSTEM THROUGH TRAFFIC AND SAFETY CONTROLS AND DEVICES ON STREETS AND HIGHWAYS AND AT RAILROAD CROSSINGS, SIGNALIZATION, SIGNING AND STRIPING, AREA IDENTIFICATION, DRIVER INFORMATION AND DIRECTIONAL ASSISTANCE SIGNS, TOGETHER WITH ALL NECESSARY, INCIDENTAL, AND APPURTENANT FACILITIES, EQUIPMENT, LAND AND EASEMENTS AND EXTENSIONS OF AND IMPROVEMENTS TO SUCH FACILITIES, SUCH DEBT TO BEAR INTEREST AT A MAXIMUM NET EFFECTIVE INTEREST RATE NOT TO EXCEED 18% PER ANNUM, SUCH INTEREST TO BE PAYABLE AT SUCH TIME OR TIMES, AND WHICH MAY COMPOUND ANNUALLY OR SEMIANNUALLY, AND SUCH DEBT TO MATURE, BE SUBJECT TO REDEMPTION WITH OR WITHOUT PREMIUM, AND BE ISSUED AND SOLD AT, ABOVE OR BELOW PAR, SUCH DEBT TO BE ISSUED OR INCURRED AT ONE TIME OR FROM TIME TO TIME, TO BE PAID FROM ANY LEGALLY AVAILABLE REVENUES OF THE DISTRICT, INCLUDING THE PROCEEDS OF AD VALOREM PROPERTY TAXES; SUCH TAXES TO CONSIST OF AN AD VALOREM MILL LEVY IMPOSED ON ALL TAXABLE PROPERTY OF THE DISTRICT, WITHOUT LIMITATION OF RATE OR WITH SUCH LIMITATIONS AS MAY BE DETERMINED BY THE DISTRICT BOARD OF DIRECTORS, AND IN AMOUNTS SUFFICIENT TO PRODUCE THE ANNUAL INCREASE SET FORTH ABOVE OR SUCH LESSER AMOUNT AS MAY BE NECESSARY, TO BE USED FOR THE PURPOSE OF PAYING SUCH DEBT; ALL OF THE ABOVE AS MAY BE DETERMINED BY THE DISTRICT BOARD OF DIRECTORS; AND SHALL THE PROCEEDS OF ANY SUCH DEBT AND THE REVENUE FROM SUCH TAXES, ANY OTHER REVENUE USED TO PAY SUCH DEBT, AND INVESTMENT EARNINGS THEREON, BE COLLECTED, RETAINED AND SPENT BY THE DISTRICT AS A VOTER-APPROVED REVENUE CHANGE, WITHOUT REGARD TO ANY SPENDING, REVENUE-RAISING, OR OTHER LIMITATION CONTAINED WITHIN ARTICLE X, SECTION 20 OF THE COLORADO CONSTITUTION, OR ANY OTHER LAW WHICH PURPORTS TO LIMIT THE DISTRICT'S REVENUES OR EXPENDITURES AS IT CURRENTLY EXISTS OR AS IT MAY BE AMENDED IN THE FUTURE, AND WITHOUT LIMITING IN ANY YEAR THE AMOUNT OF OTHER REVENUES THAT MAY BE COLLECTED, RETAINED AND SPENT BY THE DISTRICT?

YES

NO

**DENARGO MARKET METROPOLITAN DISTRICT NO. 3 BALLOT ISSUE 6G:**

SHALL DENARGO MARKET METROPOLITAN DISTRICT NO. 3 DEBT BE INCREASED \$142,000,000 WITH A REPAYMENT COST OF \$908,800,000, AND SHALL DENARGO MARKET METROPOLITAN DISTRICT NO. 3 TAXES BE INCREASED \$908,800,000 ANNUALLY OR BY SUCH LESSER AMOUNT AS MAY BE NECESSARY FOR THE PAYMENT OF SUCH DEBT AND ANY REFUNDINGS THEREOF, AT AN INTEREST RATE

THAT IS EQUAL TO, LOWER OR HIGHER THAN THE INTEREST RATE ON THE REFUNDED DEBT, FOR THE PURPOSE OF PAYING, LEASING, FINANCING OR REIMBURSING ALL OR ANY PART OF THE COSTS OF DESIGNING, ACQUIRING, CONSTRUCTING, RELOCATING, INSTALLING, COMPLETING AND OTHERWISE PROVIDING, WITHIN OR WITHOUT THE BOUNDARIES OF THE DISTRICT, PARKS AND RECREATION FACILITIES, IMPROVEMENTS AND PROGRAMS, INCLUDING BUT NOT LIMITED TO COMMUNITY PARKS, BIKE PATHS AND PEDESTRIAN WAYS, FENCING, TRAILS, REGIONAL TRAILS, FIELDS, TOT LOTS, OPEN SPACE, CULTURAL ACTIVITIES, COMMON AREAS, COMMUNITY RECREATION CENTERS, INDOOR AND OUTDOOR ATHLETIC FIELDS AND COURTS, OUTDOOR LIGHTING, EVENT FACILITIES, IRRIGATION FACILITIES, LAKES, WATER BODIES, SWIMMING POOLS, PUBLIC FOUNTAINS AND SCULPTURES, ART, GARDENS, LANDSCAPING, WEED CONTROL, AND OTHER ACTIVE AND PASSIVE RECREATIONAL FACILITIES, IMPROVEMENTS AND PROGRAMS, TOGETHER WITH ALL NECESSARY, INCIDENTAL, AND APPURTENANT FACILITIES, EQUIPMENT, LAND, EASEMENTS AND EXTENSIONS OF AND IMPROVEMENTS TO SUCH FACILITIES, SUCH DEBT TO BEAR INTEREST AT A MAXIMUM NET EFFECTIVE INTEREST RATE NOT TO EXCEED 18% PER ANNUM, SUCH INTEREST TO BE PAYABLE AT SUCH TIME OR TIMES, AND WHICH MAY COMPOUND ANNUALLY OR SEMIANNUALLY, AND SUCH DEBT TO MATURE, BE SUBJECT TO REDEMPTION WITH OR WITHOUT PREMIUM, AND BE ISSUED AND SOLD AT, ABOVE OR BELOW PAR, SUCH DEBT TO BE ISSUED OR INCURRED AT ONE TIME OR FROM TIME TO TIME, TO BE PAID FROM ANY LEGALLY AVAILABLE REVENUES OF THE DISTRICT, INCLUDING THE PROCEEDS OF AD VALOREM PROPERTY TAXES; SUCH TAXES TO CONSIST OF AN AD VALOREM MILL LEVY IMPOSED ON ALL TAXABLE PROPERTY OF THE DISTRICT, WITHOUT LIMITATION OF RATE OR WITH SUCH LIMITATIONS AS MAY BE DETERMINED BY THE DISTRICT BOARD OF DIRECTORS, AND IN AMOUNTS SUFFICIENT TO PRODUCE THE ANNUAL INCREASE SET FORTH ABOVE OR SUCH LESSER AMOUNT AS MAY BE NECESSARY, TO BE USED FOR THE PURPOSE OF PAYING SUCH DEBT; ALL OF THE ABOVE AS MAY BE DETERMINED BY THE DISTRICT BOARD OF DIRECTORS; AND SHALL THE PROCEEDS OF ANY SUCH DEBT AND THE REVENUE FROM SUCH TAXES, ANY OTHER REVENUE USED TO PAY SUCH DEBT, AND INVESTMENT EARNINGS THEREON, BE COLLECTED, RETAINED AND SPENT BY THE DISTRICT AS A VOTER-APPROVED REVENUE CHANGE, WITHOUT REGARD TO ANY SPENDING, REVENUE-RAISING, OR OTHER LIMITATION CONTAINED WITHIN ARTICLE X, SECTION 20 OF THE COLORADO CONSTITUTION, OR ANY OTHER LAW WHICH PURPORTS TO LIMIT THE DISTRICT'S REVENUES OR EXPENDITURES AS IT CURRENTLY EXISTS OR AS IT MAY BE AMENDED IN THE FUTURE, AND WITHOUT LIMITING IN ANY YEAR THE AMOUNT OF OTHER REVENUES THAT MAY BE COLLECTED, RETAINED AND SPENT BY THE DISTRICT?

YES

NO



**DENARGO MARKET METROPOLITAN DISTRICT NO. 3 BALLOT ISSUE 6H:**

SHALL DENARGO MARKET METROPOLITAN DISTRICT NO. 3 DEBT BE INCREASED \$142,000,000 WITH A REPAYMENT COST OF \$908,800,000, AND SHALL DENARGO MARKET METROPOLITAN DISTRICT NO. 3 TAXES BE INCREASED \$908,800,000 ANNUALLY OR BY SUCH LESSER AMOUNT AS MAY BE NECESSARY FOR THE PAYMENT OF SUCH DEBT AND ANY REFUNDINGS THEREOF, AT AN INTEREST RATE THAT IS EQUAL TO, LOWER OR HIGHER THAN THE INTEREST RATE ON THE REFUNDED DEBT, FOR THE PURPOSE OF PAYING, LEASING, FINANCING OR REIMBURSING ALL OR ANY PART OF THE COSTS OF DESIGNING, ACQUIRING, CONSTRUCTING, RELOCATING, INSTALLING, COMPLETING AND OTHERWISE PROVIDING, WITHIN OR WITHOUT THE BOUNDARIES OF THE DISTRICT, A POTABLE AND NON-POTABLE WATER SUPPLY, STORAGE, TRANSMISSION AND DISTRIBUTION SYSTEM FOR DOMESTIC AND OTHER PUBLIC AND PRIVATE PURPOSES BY ANY AVAILABLE MEANS, AND TO PROVIDE ALL NECESSARY OR PROPER TREATMENT WORKS AND FACILITIES, EQUIPMENT, AND APPURTENANCES INCIDENT THERETO, INCLUDING BUT NOT LIMITED TO WELLS, WATER PUMPS, WATER LINES, WATER FEATURES, PURIFICATION PLANTS, PUMP STATIONS, TRANSMISSION LINES, DISTRIBUTION MAINS AND LATERALS, FIRE HYDRANTS, METERS, WATER TAPS, IRRIGATION FACILITIES, CANALS, DITCHES, WATER RIGHTS, FLUMES, PARTIAL FLUMES, HEADGATES, DROP STRUCTURES, STORAGE RESERVOIRS AND FACILITIES, TOGETHER WITH ALL NECESSARY, INCIDENTAL AND APPURTENANT FACILITIES, EQUIPMENT, LAND, EASEMENTS, AND EXTENSIONS OF AND IMPROVEMENTS TO SUCH FACILITIES, SUCH DEBT TO BEAR INTEREST AT A MAXIMUM NET EFFECTIVE INTEREST RATE NOT TO EXCEED 18% PER ANNUM, SUCH INTEREST TO BE PAYABLE AT SUCH TIME OR TIMES, AND WHICH MAY COMPOUND ANNUALLY OR SEMIANNUALLY, AND SUCH DEBT TO MATURE, BE SUBJECT TO REDEMPTION WITH OR WITHOUT PREMIUM, AND BE ISSUED AND SOLD AT, ABOVE OR BELOW PAR, SUCH DEBT TO BE ISSUED OR INCURRED AT ONE TIME OR FROM TIME TO TIME, TO BE PAID FROM ANY LEGALLY AVAILABLE REVENUES OF THE DISTRICT, INCLUDING THE PROCEEDS OF AD VALOREM PROPERTY TAXES; SUCH TAXES TO CONSIST OF AN AD VALOREM MILL LEVY IMPOSED ON ALL TAXABLE PROPERTY OF THE DISTRICT, WITHOUT LIMITATION OF RATE OR WITH SUCH LIMITATIONS AS MAY BE DETERMINED BY THE DISTRICT BOARD OF DIRECTORS, AND IN AMOUNTS SUFFICIENT TO PRODUCE THE ANNUAL INCREASE SET FORTH ABOVE OR SUCH LESSER AMOUNT AS MAY BE NECESSARY, TO BE USED FOR THE PURPOSE OF PAYING SUCH DEBT; ALL OF THE ABOVE AS MAY BE DETERMINED BY THE DISTRICT BOARD OF DIRECTORS; AND SHALL THE PROCEEDS OF ANY SUCH DEBT AND THE REVENUE FROM SUCH TAXES, ANY OTHER REVENUE USED TO PAY SUCH DEBT, AND INVESTMENT EARNINGS THEREON, BE COLLECTED, RETAINED AND SPENT BY THE DISTRICT AS A VOTER-APPROVED REVENUE CHANGE, WITHOUT REGARD TO ANY SPENDING, REVENUE-RAISING, OR OTHER LIMITATION CONTAINED WITHIN ARTICLE X, SECTION 20 OF THE COLORADO CONSTITUTION, OR ANY OTHER LAW WHICH PURPORTS TO LIMIT THE DISTRICT'S REVENUES OR EXPENDITURES AS IT CURRENTLY EXISTS OR AS IT MAY BE AMENDED IN THE FUTURE, AND WITHOUT

LIMITING IN ANY YEAR THE AMOUNT OF OTHER REVENUES THAT MAY BE COLLECTED, RETAINED AND SPENT BY THE DISTRICT?

YES

NO

**DENARGO MARKET METROPOLITAN DISTRICT NO. 3 BALLOT ISSUE 6I:**

SHALL DENARGO MARKET METROPOLITAN DISTRICT NO. 3 DEBT BE INCREASED \$142,000,000 WITH A REPAYMENT COST OF \$908,800,000, AND SHALL DENARGO MARKET METROPOLITAN DISTRICT NO. 3 TAXES BE INCREASED \$908,800,000 ANNUALLY OR BY SUCH LESSER AMOUNT AS MAY BE NECESSARY FOR THE PAYMENT OF SUCH DEBT AND ANY REFUNDINGS THEREOF, AT AN INTEREST RATE THAT IS EQUAL TO, LOWER OR HIGHER THAN THE INTEREST RATE ON THE REFUNDED DEBT, FOR THE PURPOSE OF PAYING, LEASING, FINANCING OR REIMBURSING ALL OR ANY PART OF THE COSTS OF DESIGNING, ACQUIRING, CONSTRUCTING, RELOCATING, INSTALLING, COMPLETING AND OTHERWISE PROVIDING, WITHIN OR WITHOUT THE BOUNDARIES OF THE DISTRICT, A SANITATION SYSTEM WHICH MAY CONSIST OF STORM OR SANITARY SEWERS, OR BOTH, FLOOD AND SURFACE DRAINAGE, TREATMENT AND DISPOSAL WORKS AND FACILITIES, OR SOLID WASTE DISPOSAL FACILITIES OR WASTE SERVICES, AND ALL NECESSARY OR PROPER EQUIPMENT AND APPURTENANCES INCIDENT THERETO, INCLUDING BUT NOT LIMITED TO TREATMENT PLANTS AND FACILITIES, COLLECTION MAINS AND LATERALS, LIFT STATIONS, TRANSMISSION LINES, CANALS, SLUDGE HANDLING, REUSE AND DISPOSAL FACILITIES, AND/OR STORM SEWER, FLOOD AND SURFACE DRAINAGE FACILITIES AND SYSTEMS, INCLUDING DETENTION/RETENTION PONDS, BOX CULVERTS AND ASSOCIATED IRRIGATION FACILITIES, EQUIPMENT, LAND, EASEMENTS AND SEWER TAPS, AND EXTENSIONS OF AND IMPROVEMENTS TO SUCH FACILITIES, SUCH DEBT TO BEAR INTEREST AT A MAXIMUM NET EFFECTIVE INTEREST RATE NOT TO EXCEED 18% PER ANNUM, SUCH INTEREST TO BE PAYABLE AT SUCH TIME OR TIMES, AND WHICH MAY COMPOUND ANNUALLY OR SEMIANNUALLY, AND SUCH DEBT TO MATURE, BE SUBJECT TO REDEMPTION WITH OR WITHOUT PREMIUM, AND BE ISSUED AND SOLD AT, ABOVE OR BELOW PAR, SUCH DEBT TO BE ISSUED OR INCURRED AT ONE TIME OR FROM TIME TO TIME, TO BE PAID FROM ANY LEGALLY AVAILABLE REVENUES OF THE DISTRICT, INCLUDING THE PROCEEDS OF AD VALOREM PROPERTY TAXES; SUCH TAXES TO CONSIST OF AN AD VALOREM MILL LEVY IMPOSED ON ALL TAXABLE PROPERTY OF THE DISTRICT, WITHOUT LIMITATION OF RATE OR WITH SUCH LIMITATIONS AS MAY BE DETERMINED BY THE DISTRICT BOARD OF DIRECTORS, AND IN AMOUNTS SUFFICIENT TO PRODUCE THE ANNUAL INCREASE SET FORTH ABOVE OR SUCH LESSER AMOUNT AS MAY BE NECESSARY, TO BE USED FOR THE PURPOSE OF PAYING SUCH DEBT; ALL OF THE ABOVE AS MAY BE DETERMINED BY THE DISTRICT BOARD OF DIRECTORS; AND SHALL THE PROCEEDS OF ANY SUCH DEBT AND THE REVENUE FROM SUCH TAXES, ANY OTHER REVENUE USED TO PAY SUCH DEBT, AND INVESTMENT EARNINGS THEREON, BE COLLECTED, RETAINED AND SPENT BY THE DISTRICT AS

A VOTER-APPROVED REVENUE CHANGE, WITHOUT REGARD TO ANY SPENDING, REVENUE-RAISING, OR OTHER LIMITATION CONTAINED WITHIN ARTICLE X, SECTION 20 OF THE COLORADO CONSTITUTION, OR ANY OTHER LAW WHICH PURPORTS TO LIMIT THE DISTRICT'S REVENUES OR EXPENDITURES AS IT CURRENTLY EXISTS OR AS IT MAY BE AMENDED IN THE FUTURE, AND WITHOUT LIMITING IN ANY YEAR THE AMOUNT OF OTHER REVENUES THAT MAY BE COLLECTED, RETAINED AND SPENT BY THE DISTRICT?

YES

NO

**DENARGO MARKET METROPOLITAN DISTRICT NO. 3 BALLOT ISSUE 6J:**

SHALL DENARGO MARKET METROPOLITAN DISTRICT NO. 3 DEBT BE INCREASED \$142,000,000 WITH A REPAYMENT COST OF \$908,800,000, AND SHALL DENARGO MARKET METROPOLITAN DISTRICT NO. 3 TAXES BE INCREASED \$908,800,000 ANNUALLY OR BY SUCH LESSER AMOUNT AS MAY BE NECESSARY FOR THE PAYMENT OF SUCH DEBT AND ANY REFUNDINGS THEREOF, AT AN INTEREST RATE THAT IS EQUAL TO, LOWER OR HIGHER THAN THE INTEREST RATE ON THE REFUNDED DEBT, FOR THE PURPOSE OF PAYING, LEASING, FINANCING OR REIMBURSING ALL OR ANY PART OF THE COSTS OF DESIGNING, ACQUIRING, CONSTRUCTING, RELOCATING, INSTALLING, COMPLETING AND OTHERWISE PROVIDING, WITHIN OR WITHOUT THE BOUNDARIES OF THE DISTRICT, A SYSTEM TO TRANSPORT THE PUBLIC BY BUS, RAIL OR ANY OTHER MEANS OF CONVEYANCE, OR ANY COMBINATION THEREOF, OR PURSUANT TO CONTRACT, INCLUDING BUT NOT LIMITED TO PUBLIC TRANSPORTATION SYSTEM IMPROVEMENTS, TRANSPORTATION EQUIPMENT, PARK AND RIDE FACILITIES, PARKING LOTS, STRUCTURES, ROOFS, COVERS AND FACILITIES, TOGETHER WITH ALL NECESSARY, INCIDENTAL AND APPURTENANT FACILITIES, EQUIPMENT, LAND, EASEMENTS, AND ALL NECESSARY EXTENSIONS OF AND IMPROVEMENTS TO SUCH FACILITIES OR SYSTEMS, SUCH DEBT TO BEAR INTEREST AT A MAXIMUM NET EFFECTIVE INTEREST RATE NOT TO EXCEED 18% PER ANNUM, SUCH INTEREST TO BE PAYABLE AT SUCH TIME OR TIMES, AND WHICH MAY COMPOUND ANNUALLY OR SEMIANNUALLY, AND SUCH DEBT TO MATURE, BE SUBJECT TO REDEMPTION WITH OR WITHOUT PREMIUM, AND BE ISSUED AND SOLD AT, ABOVE OR BELOW PAR, SUCH DEBT TO BE ISSUED OR INCURRED AT ONE TIME OR FROM TIME TO TIME, TO BE PAID FROM ANY LEGALLY AVAILABLE REVENUES OF THE DISTRICT, INCLUDING THE PROCEEDS OF AD VALOREM PROPERTY TAXES; SUCH TAXES TO CONSIST OF AN AD VALOREM MILL LEVY IMPOSED ON ALL TAXABLE PROPERTY OF THE DISTRICT, WITHOUT LIMITATION OF RATE OR WITH SUCH LIMITATIONS AS MAY BE DETERMINED BY THE DISTRICT BOARD OF DIRECTORS, AND IN AMOUNTS SUFFICIENT TO PRODUCE THE ANNUAL INCREASE SET FORTH ABOVE OR SUCH LESSER AMOUNT AS MAY BE NECESSARY, TO BE USED FOR THE PURPOSE OF PAYING SUCH DEBT; ALL OF THE ABOVE AS MAY BE DETERMINED BY THE DISTRICT BOARD OF DIRECTORS; AND SHALL THE PROCEEDS OF ANY SUCH DEBT AND THE REVENUE FROM SUCH TAXES, ANY OTHER REVENUE USED



TO PAY SUCH DEBT, AND INVESTMENT EARNINGS THEREON, BE COLLECTED, RETAINED AND SPENT BY THE DISTRICT AS A VOTER-APPROVED REVENUE CHANGE, WITHOUT REGARD TO ANY SPENDING, REVENUE-RAISING, OR OTHER LIMITATION CONTAINED WITHIN ARTICLE X, SECTION 20 OF THE COLORADO CONSTITUTION, OR ANY OTHER LAW WHICH PURPORTS TO LIMIT THE DISTRICT'S REVENUES OR EXPENDITURES AS IT CURRENTLY EXISTS OR AS IT MAY BE AMENDED IN THE FUTURE, AND WITHOUT LIMITING IN ANY YEAR THE AMOUNT OF OTHER REVENUES THAT MAY BE COLLECTED, RETAINED AND SPENT BY THE DISTRICT?

YES

NO

**DENARGO MARKET METROPOLITAN DISTRICT NO. 3 BALLOT ISSUE 6K:**

SHALL DENARGO MARKET METROPOLITAN DISTRICT NO. 3 DEBT BE INCREASED \$142,000,000 WITH A REPAYMENT COST OF \$908,800,000, AND SHALL DENARGO MARKET METROPOLITAN DISTRICT NO. 3 TAXES BE INCREASED \$908,800,000 ANNUALLY OR BY SUCH LESSER AMOUNT AS MAY BE NECESSARY FOR THE PAYMENT OF SUCH DEBT AND ANY REFUNDINGS THEREOF, AT AN INTEREST RATE THAT IS EQUAL TO, LOWER OR HIGHER THAN THE INTEREST RATE ON THE REFUNDED DEBT, FOR THE PURPOSE OF PAYING, LEASING, FINANCING OR REIMBURSING ALL OR ANY PART OF THE COSTS OF DESIGNING, ACQUIRING, CONSTRUCTING, RELOCATING, INSTALLING, COMPLETING AND OTHERWISE PROVIDING, WITHIN OR WITHOUT THE BOUNDARIES OF THE DISTRICT, MOSQUITO CONTROL AND ERADICATION FACILITIES, IMPROVEMENTS, PROGRAMS, EQUIPMENT AND SUPPLIES NECESSARY FOR THE ELIMINATION OF MOSQUITOES, INCLUDING BUT NOT LIMITED TO THE ELIMINATION OR TREATMENT OF BREEDING GROUNDS AND PURCHASE, LEASE, CONTRACTING OR OTHER USE OF EQUIPMENT OR SUPPLIES FOR MOSQUITO CONTROL WITHIN THE BOUNDARIES OF THE DISTRICT, TOGETHER WITH ALL NECESSARY, INCIDENTAL, AND APPURTENANT FACILITIES, EQUIPMENT, LAND, EASEMENTS AND EXTENSIONS OF AND IMPROVEMENTS TO SUCH FACILITIES, SUCH DEBT TO BEAR INTEREST AT A MAXIMUM NET EFFECTIVE INTEREST RATE NOT TO EXCEED 18% PER ANNUM, SUCH INTEREST TO BE PAYABLE AT SUCH TIME OR TIMES, AND WHICH MAY COMPOUND ANNUALLY OR SEMIANNUALLY, AND SUCH DEBT TO MATURE, BE SUBJECT TO REDEMPTION WITH OR WITHOUT PREMIUM, AND BE ISSUED AND SOLD AT, ABOVE OR BELOW PAR, SUCH DEBT TO BE ISSUED OR INCURRED AT ONE TIME OR FROM TIME TO TIME, TO BE PAID FROM ANY LEGALLY AVAILABLE REVENUES OF THE DISTRICT, INCLUDING THE PROCEEDS OF AD VALOREM PROPERTY TAXES; SUCH TAXES TO CONSIST OF AN AD VALOREM MILL LEVY IMPOSED ON ALL TAXABLE PROPERTY OF THE DISTRICT, WITHOUT LIMITATION OF RATE OR WITH SUCH LIMITATIONS AS MAY BE DETERMINED BY THE DISTRICT BOARD OF DIRECTORS, AND IN AMOUNTS SUFFICIENT TO PRODUCE THE ANNUAL INCREASE SET FORTH ABOVE OR SUCH LESSER AMOUNT AS MAY BE NECESSARY, TO BE USED FOR THE PURPOSE OF PAYING SUCH DEBT; ALL OF THE ABOVE AS

MAY BE DETERMINED BY THE DISTRICT BOARD OF DIRECTORS; AND SHALL THE PROCEEDS OF ANY SUCH DEBT AND THE REVENUE FROM SUCH TAXES, ANY OTHER REVENUE USED TO PAY SUCH DEBT, AND INVESTMENT EARNINGS THEREON, BE COLLECTED, RETAINED AND SPENT BY THE DISTRICT AS A VOTER-APPROVED REVENUE CHANGE, WITHOUT REGARD TO ANY SPENDING, REVENUE-RAISING, OR OTHER LIMITATION CONTAINED WITHIN ARTICLE X, SECTION 20 OF THE COLORADO CONSTITUTION, OR ANY OTHER LAW WHICH PURPORTS TO LIMIT THE DISTRICT'S REVENUES OR EXPENDITURES AS IT CURRENTLY EXISTS OR AS IT MAY BE AMENDED IN THE FUTURE, AND WITHOUT LIMITING IN ANY YEAR THE AMOUNT OF OTHER REVENUES THAT MAY BE COLLECTED, RETAINED AND SPENT BY THE DISTRICT?

YES   
NO

**DENARGO MARKET METROPOLITAN DISTRICT NO. 3 BALLOT ISSUE 6L:**

SHALL DENARGO MARKET METROPOLITAN DISTRICT NO. 3 DEBT BE INCREASED \$142,000,000 WITH A REPAYMENT COST OF \$908,800,000, AND SHALL DENARGO MARKET METROPOLITAN DISTRICT NO. 3 TAXES BE INCREASED \$908,800,000 ANNUALLY OR BY SUCH LESSER AMOUNT AS MAY BE NECESSARY FOR THE PAYMENT OF SUCH DEBT AND ANY REFUNDINGS THEREOF, AT AN INTEREST RATE THAT IS EQUAL TO, LOWER OR HIGHER THAN THE INTEREST RATE ON THE REFUNDED DEBT, FOR THE PURPOSE OF PAYING, LEASING, FINANCING OR REIMBURSING ALL OR ANY PART OF THE COSTS OF DESIGNING, ACQUIRING, CONSTRUCTING, RELOCATING, INSTALLING, COMPLETING AND OTHERWISE PROVIDING, WITHIN OR WITHOUT THE BOUNDARIES OF THE DISTRICT, A SAFETY PROTECTION SYSTEM OF TRAFFIC AND SAFETY CONTROLS AND DEVICES ON STREETS AND HIGHWAYS AND AT RAILROAD CROSSINGS, INCLUDING BUT NOT LIMITED TO TRAFFIC SIGNALS AND SIGNAGE, AND CONSTRUCTING UNDERPASSES OR OVERPASSES AT RAILROAD CROSSINGS, TOGETHER WITH ALL NECESSARY, INCIDENTAL, AND APPURTENANT FACILITIES, EQUIPMENT, LAND, EASEMENTS AND EXTENSIONS OF AND IMPROVEMENTS TO SUCH FACILITIES, SUCH DEBT TO BEAR INTEREST AT A MAXIMUM NET EFFECTIVE INTEREST RATE NOT TO EXCEED 18% PER ANNUM, SUCH INTEREST TO BE PAYABLE AT SUCH TIME OR TIMES, AND WHICH MAY COMPOUND ANNUALLY OR SEMIANNUALLY, AND SUCH DEBT TO MATURE, BE SUBJECT TO REDEMPTION WITH OR WITHOUT PREMIUM, AND BE ISSUED AND SOLD AT, ABOVE OR BELOW PAR, SUCH DEBT TO BE ISSUED OR INCURRED AT ONE TIME OR FROM TIME TO TIME, TO BE PAID FROM ANY LEGALLY AVAILABLE REVENUES OF THE DISTRICT, INCLUDING THE PROCEEDS OF AD VALOREM PROPERTY TAXES; SUCH TAXES TO CONSIST OF AN AD VALOREM MILL LEVY IMPOSED ON ALL TAXABLE PROPERTY OF THE DISTRICT, WITHOUT LIMITATION OF RATE OR WITH SUCH LIMITATIONS AS MAY BE DETERMINED BY THE DISTRICT BOARD OF DIRECTORS, AND IN AMOUNTS SUFFICIENT TO PRODUCE THE ANNUAL INCREASE SET FORTH ABOVE OR SUCH LESSER AMOUNT AS MAY BE NECESSARY, TO BE USED FOR THE PURPOSE OF PAYING SUCH DEBT; ALL OF THE

ABOVE AS MAY BE DETERMINED BY THE DISTRICT BOARD OF DIRECTORS; AND SHALL THE PROCEEDS OF ANY SUCH DEBT AND THE REVENUE FROM SUCH TAXES, ANY OTHER REVENUE USED TO PAY SUCH DEBT, AND INVESTMENT EARNINGS THEREON, BE COLLECTED, RETAINED AND SPENT BY THE DISTRICT AS A VOTER-APPROVED REVENUE CHANGE, WITHOUT REGARD TO ANY SPENDING, REVENUE-RAISING, OR OTHER LIMITATION CONTAINED WITHIN ARTICLE X, SECTION 20 OF THE COLORADO CONSTITUTION, OR ANY OTHER LAW WHICH PURPORTS TO LIMIT THE DISTRICT'S REVENUES OR EXPENDITURES AS IT CURRENTLY EXISTS OR AS IT MAY BE AMENDED IN THE FUTURE, AND WITHOUT LIMITING IN ANY YEAR THE AMOUNT OF OTHER REVENUES THAT MAY BE COLLECTED, RETAINED AND SPENT BY THE DISTRICT?

YES   
NO

**DENARGO MARKET METROPOLITAN DISTRICT NO. 3 BALLOT ISSUE 6M:**

SHALL DENARGO MARKET METROPOLITAN DISTRICT NO. 3 DEBT BE INCREASED \$142,000,000 WITH A REPAYMENT COST OF \$908,800,000, AND SHALL DENARGO MARKET METROPOLITAN DISTRICT NO. 3 TAXES BE INCREASED \$908,800,000 ANNUALLY OR BY SUCH LESSER AMOUNT AS MAY BE NECESSARY FOR THE PAYMENT OF SUCH DEBT AND ANY REFUNDINGS THEREOF, AT AN INTEREST RATE THAT IS EQUAL TO, LOWER OR HIGHER THAN THE INTEREST RATE ON THE REFUNDED DEBT, FOR THE PURPOSE OF PAYING, LEASING, FINANCING OR REIMBURSING ALL OR ANY PART OF THE COSTS OF DESIGNING, ACQUIRING, CONSTRUCTING, RELOCATING, INSTALLING, COMPLETING AND OTHERWISE PROVIDING, WITHIN OR WITHOUT THE BOUNDARIES OF THE DISTRICT, SECURITY SERVICES AND IMPROVEMENTS INCLUDING, BUT NOT LIMITED TO, PERIMETER AND INTERIOR SECURITY PATROLS, CONSTRUCTION OF SAFETY BARRIERS OR OTHER PROTECTIVE MEASURES, ACQUISITION OF SECURITY EQUIPMENT, PROTECTION OF PROPERTY FROM UNLAWFUL DAMAGE OR DESTRUCTION, AND OTHER SECURITY IMPROVEMENTS WHICH MAY BE NECESSARY FOR THE ORDERLY CONDUCT OF DISTRICT AFFAIRS AND FOR PROTECTION OF THE HEALTH, SAFETY, AND WELFARE OF THE DISTRICT RESIDENTS, TAXPAYERS, OFFICERS, AND EMPLOYEES, INCLUSIVE OF THE GENERAL PUBLIC, TOGETHER WITH ALL NECESSARY, INCIDENTAL, AND APPURTENANT FACILITIES, EQUIPMENT, AND LAND AND EASEMENTS, AND EXTENSIONS OF AND IMPROVEMENTS TO SUCH FACILITIES, SUCH DEBT TO BEAR INTEREST AT A MAXIMUM NET EFFECTIVE INTEREST RATE NOT TO EXCEED 18% PER ANNUM, SUCH INTEREST TO BE PAYABLE AT SUCH TIME OR TIMES, AND WHICH MAY COMPOUND ANNUALLY OR SEMIANNUALLY, AND SUCH DEBT TO MATURE, BE SUBJECT TO REDEMPTION WITH OR WITHOUT PREMIUM, AND BE ISSUED AND SOLD AT, ABOVE OR BELOW PAR, SUCH DEBT TO BE ISSUED OR INCURRED AT ONE TIME, OR FROM TIME TO TIME, TO BE PAID FROM ANY LEGALLY AVAILABLE REVENUES OF THE DISTRICT, INCLUDING THE PROCEEDS OF AD VALOREM PROPERTY TAXES; SUCH TAXES TO CONSIST OF AN AD VALOREM MILL LEVY



IMPOSED ON ALL TAXABLE PROPERTY OF THE DISTRICT, WITHOUT LIMITATION OF RATE OR WITH SUCH LIMITATIONS AS MAY BE DETERMINED BY THE DISTRICT BOARD OF DIRECTORS, AND IN AMOUNTS SUFFICIENT TO PRODUCE THE ANNUAL INCREASE SET FORTH ABOVE OR SUCH LESSER AMOUNT AS MAY BE NECESSARY, TO BE USED FOR THE PURPOSE OF PAYING SUCH DEBT; ALL OF THE ABOVE AS MAY BE DETERMINED BY THE DISTRICT BOARD OF DIRECTORS; AND SHALL THE PROCEEDS OF ANY SUCH DEBT AND THE REVENUE FROM SUCH TAXES, ANY OTHER REVENUE USED TO PAY SUCH DEBT, AND INVESTMENT EARNINGS THEREON, BE COLLECTED, RETAINED AND SPENT BY THE DISTRICT AS A VOTER-APPROVED REVENUE CHANGE, WITHOUT REGARD TO ANY SPENDING, REVENUE-RAISING, OR OTHER LIMITATION CONTAINED WITHIN ARTICLE X, SECTION 20 OF THE COLORADO CONSTITUTION, OR ANY OTHER LAW WHICH PURPORTS TO LIMIT THE DISTRICT'S REVENUES OR EXPENDITURES AS IT CURRENTLY EXISTS OR AS IT MAY BE AMENDED IN THE FUTURE, AND WITHOUT LIMITING IN ANY YEAR THE AMOUNT OF OTHER REVENUES THAT MAY BE COLLECTED, RETAINED AND SPENT BY THE DISTRICT?

YES

NO

**DENARGO MARKET METROPOLITAN DISTRICT NO. 3 BALLOT ISSUE 6N:**

SHALL DENARGO MARKET METROPOLITAN DISTRICT NO. 3 DEBT BE INCREASED \$142,000,000 WITH A REPAYMENT COST OF \$908,800,000, AND SHALL DENARGO MARKET METROPOLITAN DISTRICT NO. 3 TAXES BE INCREASED \$908,800,000 ANNUALLY OR BY SUCH LESSER AMOUNT AS MAY BE NECESSARY FOR THE PAYMENT OF SUCH DEBT AND ANY REFUNDINGS THEREOF, AT AN INTEREST RATE THAT IS EQUAL TO, LOWER OR HIGHER THAN THE INTEREST RATE ON THE REFUNDED DEBT, FOR THE PURPOSE OF PAYING, REIMBURSING, FINANCING OR REFINANCING ALL OR ANY PART OF THE DISTRICT'S OPERATING AND MAINTENANCE EXPENSES, OR ADVANCES OF OPERATING AND MAINTENANCE EXPENSES MADE TO THE DISTRICT, SUCH DEBT TO BEAR INTEREST AT A MAXIMUM NET EFFECTIVE INTEREST RATE NOT TO EXCEED 18% PER ANNUM, SUCH INTEREST TO BE PAYABLE AT SUCH TIME OR TIMES, AND WHICH MAY COMPOUND ANNUALLY OR SEMIANNUALLY, SUCH DEBT TO BE INCURRED AT ONE TIME OR FROM TIME TO TIME AND TO MATURE, BE SUBJECT TO REDEMPTION, WITH OR WITHOUT PREMIUM, AND BE ISSUED AND SOLD AT, ABOVE OR BELOW PAR, AND TO CONTAIN SUCH TERMS, NOT INCONSISTENT HERewith, AND BE MADE PAYABLE FROM ANY LEGALLY AVAILABLE REVENUES OF THE DISTRICT, INCLUDING WITHOUT LIMITATION AD VALOREM PROPERTY TAXES LEVIED IN ANY YEAR, WITHOUT LIMITATION AS TO RATE AND IN AN AMOUNT SUFFICIENT TO PAY THE DEBT; ALL OF THE ABOVE AS DETERMINED BY THE DISTRICT BOARD OF DIRECTORS, AND SHALL THE PROCEEDS OF THE DEBT, THE REVENUES FROM SUCH TAXES, ANY OTHER REVENUES USED TO PAY THE DEBT, AND ANY EARNINGS FROM THE INVESTMENT OF SUCH PROCEEDS AND REVENUES BE COLLECTED, RETAINED AND SPENT BY THE DISTRICT AS A VOTER-APPROVED

REVENUE CHANGE, WITHOUT REGARD TO ANY SPENDING, REVENUE-RAISING, OR OTHER LIMITATION CONTAINED WITHIN ARTICLE X, SECTION 20 OF THE COLORADO CONSTITUTION, OR ANY OTHER LAW WHICH PURPORTS TO LIMIT THE DISTRICT'S REVENUES OR EXPENDITURES AS IT CURRENTLY EXISTS OR AS IT MAY BE AMENDED IN THE FUTURE, AND WITHOUT LIMITING IN ANY YEAR THE AMOUNT OF OTHER REVENUES THAT MAY BE COLLECTED, RETAINED AND SPENT BY THE DISTRICT?

YES

NO

**DENARGO MARKET METROPOLITAN DISTRICT NO. 3 BALLOT ISSUE 60:**

SHALL DENARGO MARKET METROPOLITAN DISTRICT NO. 3 DEBT BE INCREASED \$142,000,000 WITH A REPAYMENT COST OF \$908,800,000, AND SHALL DENARGO MARKET METROPOLITAN DISTRICT NO. 3 TAXES BE INCREASED \$908,800,000 ANNUALLY OR BY SUCH LESSER AMOUNT AS MAY BE NECESSARY FOR THE PAYMENT OF SUCH DEBT AND ANY REFUNDINGS THEREOF, AT AN INTEREST RATE THAT IS EQUAL TO, LOWER OR HIGHER THAN THE INTEREST RATE ON THE REFUNDED DEBT, FOR THE PURPOSE OF PAYING, REFUNDING, REFINANCING OR DEFEASING ANY OR ALL OF THE DISTRICT'S DEBT, BUT NOT TO EXCEED THE MAXIMUM NET EFFECTIVE INTEREST RATE OF 18% PER ANNUM, SUCH INTEREST TO BE PAYABLE AT SUCH TIME OR TIMES, AND WHICH MAY COMPOUND ANNUALLY OR SEMIANNUALLY, AND SUCH DEBT TO MATURE, BE SUBJECT TO REDEMPTION WITH OR WITHOUT PREMIUM, AND BE ISSUED AND SOLD AT, ABOVE OR BELOW PAR, SUCH DEBT TO BE ISSUED OR INCURRED AT ONE TIME OR FROM TIME TO TIME, TO BE PAID FROM ANY LEGALLY AVAILABLE REVENUES OF THE DISTRICT, INCLUDING THE PROCEEDS OF AD VALOREM PROPERTY TAXES; SUCH TAXES TO CONSIST OF AN AD VALOREM MILL LEVY IMPOSED ON ALL TAXABLE PROPERTY OF THE DISTRICT, WITHOUT LIMITATION OF RATE OR WITH SUCH LIMITATIONS AS MAY BE DETERMINED BY THE DISTRICT BOARD OF DIRECTORS, AND IN AMOUNTS SUFFICIENT TO PRODUCE THE ANNUAL INCREASE SET FORTH ABOVE OR SUCH LESSER AMOUNT AS MAY BE NECESSARY, TO BE USED FOR THE PURPOSE OF PAYING SUCH DEBT; ALL OF THE ABOVE AS MAY BE DETERMINED BY THE DISTRICT BOARD OF DIRECTORS; AND SHALL THE PROCEEDS OF ANY SUCH DEBT AND THE REVENUE FROM SUCH TAXES, ANY OTHER REVENUE USED TO PAY SUCH DEBT, AND INVESTMENT EARNINGS THEREON, BE COLLECTED, RETAINED AND SPENT BY THE DISTRICT AS A VOTER-APPROVED REVENUE CHANGE, WITHOUT REGARD TO ANY SPENDING, REVENUE-RAISING, OR OTHER LIMITATION CONTAINED WITHIN ARTICLE X, SECTION 20 OF THE COLORADO CONSTITUTION, OR ANY OTHER LAW WHICH PURPORTS TO LIMIT THE DISTRICT'S REVENUES OR EXPENDITURES AS IT CURRENTLY EXISTS OR AS IT MAY BE



AMENDED IN THE FUTURE, AND WITHOUT LIMITING IN ANY YEAR THE AMOUNT OF OTHER REVENUES THAT MAY BE COLLECTED, RETAINED AND SPENT BY THE DISTRICT?

YES

NO

**DENARGO MARKET METROPOLITAN DISTRICT NO. 3 BALLOT ISSUE 6P:**

SHALL DENARGO MARKET METROPOLITAN DISTRICT NO. 3 DEBT BE INCREASED \$142,000,000 WITH A REPAYMENT COST OF \$908,800,000, AND SHALL DENARGO MARKET METROPOLITAN DISTRICT NO. 3 TAXES BE INCREASED \$908,800,000 ANNUALLY OR BY SUCH LESSER AMOUNT AS MAY BE NECESSARY FOR THE PAYMENT OF SUCH DEBT AND ANY REFUNDINGS THEREOF, AT AN INTEREST RATE THAT IS EQUAL TO, LOWER OR HIGHER THAN THE INTEREST RATE ON THE REFUNDED DEBT, SUCH DEBT TO CONSIST OF INTERGOVERNMENTAL AGREEMENTS OR OTHER CONTRACTS WITHOUT LIMIT AS TO TERM WITH ONE OR MORE POLITICAL SUBDIVISIONS OF THE STATE, GOVERNMENTAL UNITS, GOVERNMENTALLY-OWNED ENTERPRISES, OR OTHER PUBLIC ENTITIES, WHICH CONTRACTS WILL CONSTITUTE MULTIPLE FISCAL YEAR FINANCIAL OBLIGATIONS AND WHICH WILL OBLIGATE THE DISTRICT TO PAY, REIMBURSE OR FINANCE THE COSTS OF FINANCING, DESIGNING, ACQUIRING, CONSTRUCTING, COMPLETING OR OTHERWISE PROVIDING, AND THE COSTS OF OPERATING AND MAINTAINING, ANY PUBLIC IMPROVEMENT WHICH THE DISTRICT IS LAWFULLY AUTHORIZED TO PROVIDE, ALL AS MAY BE PROVIDED IN SUCH CONTRACTS, SUCH CONTRACT OBLIGATIONS TO BEAR INTEREST AT A MAXIMUM NET EFFECTIVE INTEREST RATE NOT TO EXCEED 18% PER ANNUM, BE REFINANCED AT A NET EFFECTIVE INTEREST RATE NOT TO EXCEED THE MAXIMUM NET EFFECTIVE INTEREST RATE WITHOUT ADDITIONAL VOTER APPROVAL AND CONTAIN SUCH TERMS, NOT INCONSISTENT HERewith, AS THE DISTRICT BOARD OF DIRECTORS MAY DETERMINE; AND IN CONNECTION THEREWITH SHALL AD VALOREM PROPERTY TAXES BE LEVIED IN ANY YEAR, WITHOUT LIMITATION AS TO RATE AND IN AN AMOUNT SUFFICIENT TO PAY THE OBLIGATIONS OF THE CONTRACTS WHEN DUE, AND SHALL THE PROCEEDS OF THE CONTRACTS, THE REVENUES FROM ALL TAXES, FROM REVENUE SHARING AGREEMENTS, ANY OTHER REVENUES USED TO PAY THE OBLIGATIONS OF THE CONTRACTS AND ANY EARNINGS FROM THE INVESTMENT OF SUCH PROCEEDS AND REVENUES BE COLLECTED, RETAINED AND SPENT BY THE DISTRICT AS A VOTER-APPROVED REVENUE CHANGE, WITHOUT REGARD TO ANY SPENDING, REVENUE-RAISING, OR OTHER LIMITATION CONTAINED WITHIN ARTICLE X, SECTION 20 OF THE COLORADO CONSTITUTION, OR ANY OTHER LAW WHICH PURPORTS TO LIMIT THE DISTRICT'S REVENUES OR EXPENDITURES AS IT CURRENTLY EXISTS OR AS IT

MAY BE AMENDED IN THE FUTURE, AND WITHOUT LIMITING IN ANY YEAR THE AMOUNT OF OTHER REVENUES THAT MAY BE COLLECTED, RETAINED AND SPENT BY THE DISTRICT?

YES

NO

**DENARGO MARKET METROPOLITAN DISTRICT NO. 3 BALLOT ISSUE 6Q:**

SHALL DENARGO MARKET METROPOLITAN DISTRICT NO. 3 BE AUTHORIZED TO ENTER INTO ONE OR MORE INTERGOVERNMENTAL AGREEMENTS WITH ONE OR MORE POLITICAL SUBDIVISIONS OF THE STATE, GOVERNMENTAL UNITS, GOVERNMENTALLY-OWNED ENTERPRISES, OR OTHER PUBLIC ENTITIES FOR THE PURPOSE OF JOINTLY FINANCING THE COSTS OF ANY PUBLIC IMPROVEMENTS, FACILITIES, SYSTEMS, PROGRAMS, OR PROJECTS WHICH THE DISTRICT MAY LAWFULLY PROVIDE, OR FOR THE PURPOSE OF PROVIDING FOR THE OPERATIONS AND MAINTENANCE OF THE DISTRICT AND ITS FACILITIES AND PROPERTIES, WHICH AGREEMENT MAY CONSTITUTE A MULTIPLE FISCAL YEAR FINANCIAL OBLIGATION OF THE DISTRICT TO THE EXTENT PROVIDED THEREIN AND OTHERWISE AUTHORIZED BY LAW, AND IN CONNECTION THEREWITH SHALL THE DISTRICT BE AUTHORIZED TO MAKE COVENANTS REGARDING THE ESTABLISHMENT AND USE OF AD VALOREM TAXES, RATES, FEES, PUBLIC IMPROVEMENT FEES, TOLLS, PENALTIES, AND OTHER CHARGES OR REVENUES OF THE DISTRICT, AND COVENANTS, REPRESENTATIONS, AND WARRANTIES AS TO OTHER MATTERS ARISING UNDER THE AGREEMENTS, ALL AS MAY BE DETERMINED BY THE DISTRICT BOARD OF DIRECTORS?

YES

NO

**DENARGO MARKET METROPOLITAN DISTRICT NO. 3 BALLOT ISSUE 6R:**

SHALL DENARGO MARKET METROPOLITAN DISTRICT NO. 3 BE AUTHORIZED TO ENTER INTO ONE OR MORE MULTIPLE FISCAL YEAR FINANCIAL OBLIGATIONS EVIDENCED BY AN INTERGOVERNMENTAL AGREEMENT OR AGREEMENTS CONCERNING THE PROVISION OF PUBLIC IMPROVEMENTS WITH A REGIONAL AUTHORITY OR ONE OR MORE OTHER POLITICAL SUBDIVISIONS OR GOVERNMENTALLY-OWNED ENTERPRISES, CONTAINING SUCH TERMS AND CONDITIONS AS THE DISTRICT BOARD OF DIRECTORS MAY DETERMINE TO BE NECESSARY AND APPROPRIATE AND PROVIDING FOR PAYMENTS BY THE DISTRICT IN AN AGGREGATE AMOUNT NOT TO EXCEED \$908,800,000 OF TAX

REVENUES DERIVED FROM AN AD VALOREM MILL LEVY IMPOSED BY THE DISTRICT ON ALL TAXABLE PROPERTY?

YES   
NO

STATE OF COLORADO )  
 )  
 CITY AND COUNTY OF DENVER ) SS.  
 )  
 DENARGO MARKET )  
 METROPOLITAN DISTRICT NO. 3 )

I, David Solin, the Secretary of the Board of Directors (the “Board”) of Denargo Market Metropolitan District No. 3, in the City and County of Denver, Colorado, do hereby certify:

1. The foregoing pages are a true and correct copy of a resolution (the “Resolution”) passed and adopted by the Board at a special meeting of the Board held on October 5, 2023.

2. The Resolution was duly moved and seconded and the Resolution was adopted at the special meeting of October 5, 2023 by an affirmative vote of a majority of the members of the Board as follows:

<u>Name</u>	<u>“Yes”</u>	<u>“No”</u>	<u>Absent</u>	<u>Abstain</u>
Laura H. Newman, President	X			
Jeffery D. Jones, Treasurer	X			
Todd T. Wenskoski, Assistant Secretary	X			
Wade Davidson, Assistant Secretary	X			
Mike Kuyper				

3. The members of the Board were present at such special meeting, constituted a quorum and voted on the passage of the Resolution as set forth above.

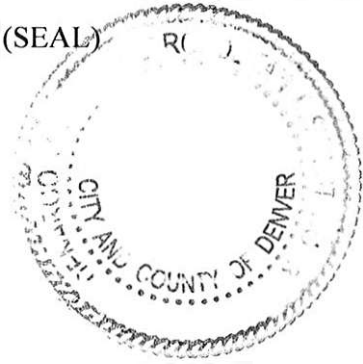
4. The Resolution was approved and authenticated by the signature of the President of the Board, sealed with the District seal, attested by the Secretary and recorded in the minutes of the Board.

5. There are no bylaws, rules or regulations of the Board which might prohibit the adoption of the Resolution.

6. Notice of the meeting of October 5, 2023, in the form attached hereto as Appendix A was duly posted as provided in Section 32-1-903, Colorado Revised Statutes, at least 24 hours prior to the meeting in accordance with law.

WITNESS my hand and the seal of the District this October 5, 2023.

(SEAL)



A handwritten signature in blue ink, consisting of several loops and a long horizontal stroke at the end.

Secretary

Denargo Market Metropolitan District No. 3  
in the City and County of Denver, Colorado

APPENDIX A

Notice of Meeting

**PUBLIC NOTICE OF A SPECIAL MEETING OF THE  
BOARDS OF DIRECTORS OF  
DENARGO MARKET METROPOLITAN DISTRICT NOS. 2 AND 3  
CITY AND COUNTY OF DENVER, STATE OF COLORADO**

**NOTICE IS HEREBY GIVEN** that the Boards of Directors (hereinafter referred to as the “**Boards**” and each as a “**Board**”) of Denargo Market Metropolitan District Nos. 2 and 3 (hereinafter referred to as “**District No. 2**”, “**District No. 3**” and collectively as the “**Districts**”), in the City and County of Denver, State of Colorado, will meet in special session at the offices of McGeady Becher P.C., 450 E. 17<sup>th</sup> Avenue, Suite 400, Denver, Colorado 80203 (*upon arrival please dial 303-592-4380, or ring doorbell to use intercom to alert receptionist of your arrival and she will meet you at the elevator*) and via video / conference call, on Thursday, the 5<sup>th</sup> day of October, 2023, at 10:00 a.m.

Members of the public are encouraged to participate whether in person at the physical location referenced above or via video / telephone in one of the following ways:

- 1. To attend via videoconference, e-mail [dsolin@sdmsi.com](mailto:dsolin@sdmsi.com) to obtain a link to the videoconference, or use the following:**

<https://us02web.zoom.us/j/5469119353?pwd=SmtlcHJETFhCQUZEcVBBOGZVU3Fqdz09>

- 2. To attend via telephone, dial 1-253-215-8782 and enter the following additional information:**

**Meeting ID: 546 911 9353**

**Passcode: 912873**

At this meeting, it is anticipated that the Board of District No. 3 will make a final determination to issue general obligation indebtedness and refund general obligation indebtedness in the form of District No. 3’s Limited Tax General Obligation Refunding and Improvement Note, Series 2023A-1 and Limited Tax General Obligation Refunding and Improvement Note, Series 2023A-2, in a combined original principal amount not to exceed \$35,000,000, and the execution and delivery of a Loan Agreement by and among District No. 3, as Borrower; District No. 2, as Financing District; NBH Bank, as Lender; and MidwestOne Bank, as Lender (the “**Loan Agreement**”); including performance thereunder, and approving, ratifying and confirming other necessary actions and all documents, agreements and certificates in connection therewith.

At this meeting, it is anticipated that the Board of District No. 2 will make a final determination to issue general obligation indebtedness and refund general obligation indebtedness in the form of the Loan Agreement; including performance thereunder, pledging certain ad valorem property tax revenues thereunder, and approving, ratifying and confirming other necessary actions and all documents, agreements and certificates in connection therewith.



The Boards will also take up such other business as may be before the Boards, including the items listed on the attached Agenda. The meeting is open to the public.

*Pursuant to the provisions of the Supplemental Public Securities Act, one or more members of the Boards may participate in this meeting and may vote on the foregoing matters through the use of a conference telephone or other telecommunications device.*

This notice is given by order of the Boards of Directors of the Districts.

**DENARGO MARKET METROPOLITAN  
DISTRICT NOS. 2 AND 3**

By: */s/ David Solin*

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District Manager

# DENARGO MARKET METROPOLITAN DISTRICT NOS. 1, 2 AND 3

141 Union Boulevard, Suite 150  
Lakewood, Colorado 80228-1898  
Tel: 303-987-0835 · 800-741-3254  
Fax: 303-987-2032  
<https://denargo.colorado.gov>

## **NOTICE OF SPECIAL MEETING AND AGENDA**

<u>Board of Directors</u>	<u>Office</u>	<u>Term/Expires</u>
Laura H. Newman	President	2027/May 2027
Jeffrey D. Jones	Treasurer	2025/May 2025
Todd T. Wenskoski	Asst. Secretary	2025/May 2025
Wade Davidson	Asst. Secretary	2027/May 2027
<b>VACANT</b>		2025/May 2025
David Solin	Secretary	

DATE: October 5, 2023

TIME: 10:00 a.m.

LOCATION: McGeady Becher P.C.  
450 E. 17th Avenue, Suite 400  
Denver, CO 80203

*If attending in person, upon arrival please dial 303-592-4380, or ring doorbell to use intercom to alert receptionist of your arrival and she will meet you at the elevator.*

**You can also attend the meeting virtually in any of the following ways:**

**1. To attend via Zoom videoconference, use the link below.**

<https://us02web.zoom.us/j/5469119353?pwd=SmtlcHJETFhCQUZEcVBBOGZVU3Fqdz09>

**2. To attend via telephone, dial 1-253-215-8782 and enter the following additional information:**

**Meeting ID: 546 911 9353**

**Passcode: 912873**

### I. ADMINISTRATIVE MATTERS

A. Present Disclosures of Potential Conflicts of Interest.

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B. Confirm quorum, location of meeting and posting of meeting notice and approve agenda.

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- C. Discuss vacancy on the Boards of Directors of Denargo Market Metropolitan District Nos. 1, 2 and 3 (hereinafter referred to as “District No. 1”, “District No. 2”, “District No. 3” and collectively the “Districts”) and consider the appointment of eligible elector, Michael Kuyper, to the Boards of Directors of the Districts (Notice of Vacancy published September 20, 2023). Administer Oaths of Office.
- 

- D. Consider appointment of officers.

President:

Secretary:

Treasurer:

Assistant Secretary:

Assistant Secretary:

Assistant Secretary:

## II. PUBLIC COMMENT

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

## III. FINANCIAL MATTERS

- A. Conduct Public Hearing to consider amendment of the 2023 Budget for District No. 3. Consider adoption of Resolution of District No. 3 to Amend the 2023 Budget (enclosure).
- 

- B. Discuss matters related to proposed 2023 Loan Issuance by District No. 3.
- 

- 1. Review and consider approval of Engagement Letter for Bond Counsel Services by and between District No. 3 and Butler Snow LLP (enclosure).
- 

- 2. Review and consider approval of Bank Solicitor Agreement by and between District No. 3 and RBC Capital Markets, LLC (enclosure).
-

3. Review proposals for Independent Municipal Advisor Services and consider approval of Engagement Letter for Independent Municipal Advisor Services by and between District No. 3 and MuniCap, Inc. or LRB Public Finance Advisors (enclosures).

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4. District No. 3 - Discuss and consider adoption of Resolution authorizing the issuance of general obligation indebtedness in the form of District No. 3's Limited Tax General Obligation Refunding and Improvement Note, Series 2023A-1 and Limited Tax General Obligation Refunding and Improvement Note, Series 2023A-2, in a combined original principal amount not to exceed \$35,000,000, and the execution and delivery of a Loan Agreement by and among District No. 3, as Borrower; District No. 2, as Financing District; NBH Bank, as Lender; and MidwestOne Bank, as Lender (the "Loan Agreement"); including performance thereunder, and approving, ratifying and confirming other necessary actions and all documents, agreements and certificates in connection therewith (enclosure).

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5. District No. 2 - Discuss and consider adoption of Resolution authorizing the incurrence of general obligation indebtedness in the form of District No. 2's execution and delivery of the Loan Agreement and pledging certain ad valorem property tax revenues thereunder; including performance thereunder, and approving, ratifying and confirming other necessary actions and all documents, agreements and certificates in connection therewith (enclosure).

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6. Authorize reimbursement to JV Denargo LLC pursuant to 2022-2025 Facilities Funding and Acquisition Agreement by and between District No. 1 and JV Denargo LLC.

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IV. LEGAL MATTERS

A. \_\_\_\_\_

V. OPERATION AND MAINTENANCE

A. \_\_\_\_\_

VI. CAPITAL MATTERS

A. \_\_\_\_\_

VII. ADJOURNMENT

**THE NEXT REGULAR MEETING FOR DISTRICT NOS. 1, 2, & 3 IS  
SCHEDULED FOR NOVEMBER 14, 2023 (BUDGET HEARING).**