

2022 ANNUAL REPORT
BROMLEY PARK METROPOLITAN DISTRICT NO. 2

As required by Section 32-1-207(3)(c), C.R.S., the following report of the activities of Bromley Park Metropolitan District No. 2 (the “**District**”) from January 1, 2022 to December 31, 2022 is hereby submitted.

- A. Boundary changes made: No boundary changes were made or proposed during 2022.
- B. Intergovernmental Agreements entered into or terminated: The District did not enter into or terminate any Intergovernmental Agreements in 2022.
- C. Access information to obtain a copy of rules and regulations adopted: The District has not adopted any rules or regulations as of December 31, 2022. In the event the District adopts rules or regulations in the future, such documents may be accessed at the offices of McGeady Becher, P.C., 450 E. 17th Avenue, Suite 400, Denver, CO 80203, 303-592-4380, or on the District’s website: bromleyparkmd2.com.
- D. Summary of litigation involving the District’s public improvements: None of the District’s public improvements were involved in any litigation in 2022.
- E. Status of the District’s construction of public improvements: The District did not construct any public improvements in 2022.
- F. Conveyances or dedications of facilities or improvements, constructed by the District, to the Town of Brighton: The District did not convey or dedicate any facilities or improvements to the Town of Brighton.
- G. Final assessed valuation of the District for the report year: The assessed valuation of the District in 2022 was as follows:

Adams County	\$44,073,930
Weld County	\$46,811,600

- H. Current year’s budget: A copy of the District’s 2023 budget is attached hereto as **Exhibit A**.
- I. Audited financial statements for the reporting year (or application for exemption from audit): A copy of the 2022 Audit is attached hereto as **Exhibit B**.
- J. Notice of any uncured events of default by the District, which continue beyond a ninety (90) day period, under any debt instrument: To our knowledge, there are no uncured events of default by the District which continue beyond a ninety (90) day period.
- K. Any inability of the District 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 District has been able to pay its obligations as they come due.

EXHIBIT A

2023 Budget

LETTER OF BUDGET TRANSMITTAL

Date: January 18, 2023

To: Division of Local Government
1313 Sherman Street, Room 521
Denver, Colorado 80203

Attached are the 2023 budget and budget message for BROMLEY PARK METROPOLITAN DISTRICT NO. 2 in Weld and Adams Counties, Colorado, submitted pursuant to Section 29-1-113, C.R.S. This budget was adopted on November 28, 2022. If there are any questions on the budget, please contact:

Lisa Johnson, District Manager
CliftonLarsonAllen LLP
8390 E. Crescent Parkway, Suite 300
Greenwood Village, CO 80111
Telephone number: 303-779-5710
Lisa.Johnson@claconnect.com

I, Lisa Johnson, District Manager of the BROMLEY PARK METROPOLITAN DISTRICT NO. 2 hereby certify that the attached is a true and correct copy of the 2023 budget.

By: 

Lisa Johnson, District Manager

RESOLUTION NO. 2022-11-03

**RESOLUTION TO ADOPT BUDGET AND APPROPRIATE SUMS OF MONEY
RESOLUTION OF THE BOARD OF DIRECTORS OF BROMLEY PARK
METROPOLITAN DISTRICT NO. 2, ADAMS AND WELD COUNTIES, COLORADO,
PURSUANT TO SECTION 29-1-108, C.R.S., SUMMARIZING EXPENDITURES AND
REVENUES FOR EACH FUND, ADOPTING A BUDGET AND APPROPRIATING
SUMS OF MONEY FOR THE BUDGET YEAR 2023**

A. The Board of Directors of Bromley Park Metropolitan District No. 2 (the “**District**”) has appointed CliftonLarsonAllen LLP to prepare and submit a proposed budget to said governing body at the proper time.

B. CliftonLarsonAllen LLP has submitted a proposed budget to this governing body on October 14, 2022 for its consideration.

C. Upon due and proper notice, published or posted in accordance with the law, said proposed budget was open for inspection by the public at a designated place, a public hearing was held on November 28, 2022, and interested taxpayers were given the opportunity to file or register any objections to said proposed budget.

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

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

F. The Board of Directors has made provision therein for revenues in an amount equal to or greater than the total proposed expenditures as set forth in said budget.

G. It is not only required by law, but also necessary to appropriate the revenues provided in the budget to and for the purposes described below, thereby establishing a limitation on expenditures for the operations of the District.

NOW, THEREFORE, BE IT RESOLVED BY THE BOARD OF DIRECTORS OF BROMLEY PARK METROPOLITAN DISTRICT NO. 2, ADAMS AND WELD COUNTIES, COLORADO:

1. The budget, as submitted, amended, and summarized by fund, is hereby approved and adopted as the budget of the District for the year stated above.

2. The budget is hereby approved and adopted, shall be certified by the Secretary of the District to all appropriate agencies and is made a part of the public records of the District.


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

[SIGNATURE PAGE FOLLOWS]

**[SIGNATURE PAGE TO RESOLUTION TO ADOPT
BUDGET AND APPROPRIATE SUMS OF MONEY]**

RESOLUTION APPROVED AND ADOPTED on NOVEMBER 28, 2022.

**BROMLEY PARK METROPOLITAN
DISTRICT NO. 2**

By:  6C67CF5CE2A7459...
President

Attest:

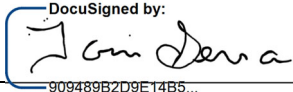
By:  909489B2D9E14B5...
Secretary

EXHIBIT A

Budget

Bromley Park Metropolitan District No. 2
ANNUAL BUDGET
FOR THE YEAR ENDING DECEMBER 31, 2023

BROMLEY PARK METROPOLITAN DISTRICT NO. 2
SUMMARY
2023 BUDGET
WITH 2021 ACTUAL AND 2022 ESTIMATED
For the Years Ended and Ending December 31,

12/12/2022

	ACTUAL 2021	ESTIMATED 2022	BUDGET 2023
BEGINNING FUND BALANCES	\$ 2,153,113	\$ 2,391,615	\$ 2,243,350
REVENUES			
Property taxes	3,918,584	2,676,229	5,268,544
Specific ownership tax	286,332	168,034	341,662
Interest income	2,857	16,614	36,000
CTF proceeds	15,686	22,175	15,000
Bond Issuance	3,350,000	-	-
Mineral Rights	-	-	110,000
Total revenues	7,573,459	2,883,052	5,771,206
TRANSFERS IN	-	13,589	-
Total funds available	9,726,572	5,288,256	8,014,556
EXPENDITURES			
General Fund	288,570	458,000	480,000
Debt Service Fund	3,709,555	2,573,317	4,935,000
Capital Projects Fund	3,336,832	-	110,000
Total expenditures	7,334,957	3,031,317	5,525,000
TRANSFERS OUT	-	13,589	-
Total expenditures and transfers out requiring appropriation	7,334,957	3,044,906	5,525,000
ENDING FUND BALANCES	\$ 2,391,615	\$ 2,243,350	\$ 2,489,556
EMERGENCY RESERVE	\$ 15,400	\$ 11,300	\$ 21,800
REPLACEMENT/MAINTENANCE RESERVE	-	10,000	250,000
AVAILABLE FOR OPERATIONS	164,570	90,288	85,278
2018A RESERVE FUND	839,575	839,575	839,575
2018B RESERVE FUND	459,687	459,687	459,687
2018B SURPLUS FUND	832,500	832,500	832,500
AVAILABLE FOR DEBT SERVICE	66,698	-	716
TOTAL RESERVE	\$ 2,378,430	\$ 2,243,350	\$ 2,489,556

No assurance provided. See summary of significant assumptions.

BROMLEY PARK METROPOLITAN DISTRICT NO. 2
PROPERTY TAX SUMMARY INFORMATION
2023 BUDGET
WITH 2021 ACTUAL AND 2022 ESTIMATED
For the Years Ended and Ending December 31,

12/12/2022

	ACTUAL 2021	ESTIMATED 2022	BUDGET 2023
ASSESSED VALUATION - ADAMS			
Residential - Single-Family	\$ 28,625,270	\$ 31,138,660	\$ 32,979,540
Commercial	1,394,220	1,294,160	1,294,160
Oil and gas	1,554,300	-	3,639,930
Agricultural	470	440	400
State assessed	35,850	24,770	38,670
Vacant land	2,155,400	5,915,300	4,210,700
Personal property	977,720	1,568,140	1,910,530
Certified Assessed Value	<u>\$ 34,743,230</u>	<u>\$ 39,941,470</u>	<u>\$ 44,073,930</u>
MILL LEVY			
General	7.300	7.300	7.300
Debt Service	57.362	51.788	50.669
Total mill levy	<u>64.662</u>	<u>59.088</u>	<u>57.969</u>
PROPERTY TAXES			
General	\$ 253,626	\$ 291,573	\$ 321,740
Debt Service	1,992,941	2,068,487	2,233,182
Levied property taxes	<u>2,246,567</u>	<u>2,360,060</u>	<u>2,554,922</u>
Adjustments to actual/rounding	(2,617)	-	-
Refunds and abatements	-	34,969	-
Budgeted property taxes	<u>\$ 2,243,950</u>	<u>\$ 2,395,029</u>	<u>\$ 2,554,922</u>
ASSESSED VALUATION - WELD			
Residential - Single-Family	\$ 803,140	\$ 889,300	\$ 869,690
Commercial	50	40	20
Agricultural	760	780	710
State assessed	16,800	17,510	24,870
Vacant land	98,210	291,710	291,710
Oil and Gas	24,979,940	3,559,700	45,624,600
Certified Assessed Value	<u>\$ 25,898,900</u>	<u>\$ 4,759,040</u>	<u>\$ 46,811,600</u>
MILL LEVY			
General	7.300	7.300	7.300
Debt Service	57.362	51.788	50.669
Total mill levy	<u>64.662</u>	<u>59.088</u>	<u>57.969</u>
PROPERTY TAXES			
General	\$ 189,062	\$ 34,741	\$ 341,725
Debt Service	1,485,613	246,461	2,371,897
Levied property taxes	<u>1,674,675</u>	<u>281,202</u>	<u>2,713,622</u>
Adjustments to actual/rounding	(40)	-	-
Budgeted property taxes	<u>\$ 1,674,635</u>	<u>\$ 281,202</u>	<u>\$ 2,713,622</u>
BUDGETED PROPERTY TAXES			
General	\$ 442,388	\$ 330,634	\$ 663,465
Debt Service	3,476,196	2,345,595	4,605,079
	<u>\$ 3,918,584</u>	<u>\$ 2,676,229</u>	<u>\$ 5,268,544</u>

No assurance provided. See summary of significant assumptions.

BROMLEY PARK METROPOLITAN DISTRICT NO. 2
GENERAL FUND
2023 BUDGET
WITH 2021 ACTUAL AND 2022 ESTIMATED
For the Years Ended and Ending December 31,

12/12/2022

	ACTUAL 2021	ESTIMATED 2022	BUDGET 2023
BEGINNING FUND BALANCE	\$ (23,835)	\$ 179,970	\$ 111,588
REVENUES			
Property taxes	442,388	330,634	663,465
Specific ownership tax	32,325	20,760	43,025
Interest income	1,976	2,460	4,000
CTF proceeds	15,686	22,175	15,000
Total revenues	492,375	376,029	725,490
TRANSFERS IN			
Transfers from other funds	-	13,589	-
Total funds available	468,540	569,588	837,078
EXPENDITURES			
General and administrative			
Accounting	38,016	60,000	60,000
Auditing	-	5,500	5,500
County Treasurer's fee	6,639	4,960	9,952
Dues and licenses	584	590	590
Insurance and bonds	12,991	12,542	13,796
District management	36,797	44,000	44,000
Engineering	-	25,000	35,000
Legal services	54,953	45,000	50,000
Miscellaneous	1,157	1,000	1,000
Banking fees	-	25	100
Election expense	-	3,050	5,000
Contingency	-	2,133	562
Water	28,208	36,000	36,000
Operations and maintenance			
Repairs and maintenance	-	25,000	25,000
Detention Pond Maintenance	7,828	10,000	10,000
Landscaping	29,011	15,000	15,000
Landscape maintenance - District	1,698	37,000	37,000
Landscape maintenance - HOA Brighton East Farms	46,182	90,000	90,000
Landscape maintenance - Utilities	984	1,200	1,500
Landscape maintenance - HOA Parkside at Brighton East Farms	23,522	40,000	40,000
Total expenditures	288,570	458,000	480,000
Total expenditures and transfers out requiring appropriation	288,570	458,000	480,000
ENDING FUND BALANCE	\$ 179,970	\$ 111,588	\$ 357,078
EMERGENCY RESERVE	\$ 15,400	\$ 11,300	\$ 21,800
REPLACEMENT/MAINTENANCE RESERVE	-	10,000	250,000
AVAILABLE FOR OPERATIONS	164,570	90,288	85,278
TOTAL RESERVE	\$ 179,970	\$ 111,588	\$ 357,078

No assurance provided. See summary of significant assumptions.

BROMLEY PARK METROPOLITAN DISTRICT NO. 2
DEBT SERVICE FUND
2023 BUDGET
WITH 2021 ACTUAL AND 2022 ESTIMATED
For the Years Ended and Ending December 31,

12/12/2022

	ACTUAL 2021	ESTIMATED 2022	BUDGET 2023
BEGINNING FUND BALANCE	\$ 2,176,948	\$ 2,198,460	\$ 2,131,762
REVENUES			
Property taxes	3,476,196	2,345,595	4,605,079
Specific ownership tax	254,007	147,274	298,637
Interest income	864	13,750	32,000
Total revenues	3,731,067	2,506,619	4,935,716
Total funds available	5,908,015	4,705,079	7,067,478
EXPENDITURES			
General and administrative			
County Treasurer's fee	52,167	35,184	69,076
Paying agent fees	10,500	10,500	10,500
Banking fees	4	-	-
Contingency	-	-	197
Debt Service			
Bond interest Series 2018A	1,153,150	1,126,900	1,099,400
Bond interest Series 2018B	517,331	517,331	517,331
Bond principal Series 2018A	525,000	550,000	575,000
Bond principal - Series 2018C	111,000	-	1,909,000
Bond interest - Series 2018C	1,340,403	333,402	754,496
Total expenditures	3,709,555	2,573,317	4,935,000
Total expenditures and transfers out requiring appropriation	3,709,555	2,573,317	4,935,000
ENDING FUND BALANCE	\$ 2,198,460	\$ 2,131,762	\$ 2,132,478
2018A RESERVE FUND	\$ 839,575	\$ 839,575	\$ 839,575
2018B RESERVE FUND	459,687	459,687	459,687
2018B SURPLUS FUND	832,500	832,500	832,500
AVAILABLE FOR DEBT SERVICE	66,698	-	716
TOTAL RESERVE	\$ 2,198,460	\$ 2,131,762	\$ 2,132,478

No assurance provided. See summary of significant assumptions.

BROMLEY PARK METROPOLITAN DISTRICT NO. 2
CAPITAL PROJECTS FUND
2023 BUDGET
WITH 2021 ACTUAL AND 2022 ESTIMATED
For the Years Ended and Ending December 31,

12/12/2022

	ACTUAL 2021	ESTIMATED 2022	BUDGET 2023
BEGINNING FUND BALANCE	\$ -	\$ 13,185	\$ -
REVENUES			
Bond Issuance	3,350,000	-	-
Interest income	17	404	-
Mineral Rights	-	-	110,000
Total revenues	3,350,017	404	110,000
Total funds available	3,350,017	13,589	110,000
EXPENDITURES			
General and Administrative			
Accounting	1,218	-	-
Capital Projects			
Engineering	40,304	-	-
Parks and Recreation	1,247,389	-	-
Streets	1,631,104	-	-
Sewer	416,817	-	-
Capital outlay	-	-	110,000
Total expenditures	3,336,832	-	110,000
TRANSFERS OUT			
Transfers to other fund	-	13,589	-
Total expenditures and transfers out requiring appropriation	3,336,832	13,589	110,000
ENDING FUND BALANCE	\$ 13,185	\$ -	\$ -

No assurance provided. See summary of significant assumptions.

**BROMLEY PARK METROPOLITAN DISTRICT NO. 2
2023 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 Adams County on April 25, 1985, and is governed pursuant to provisions of the Colorado Special District Act (Title 32, Article 1, Colorado Revised Statutes). The District's service area is located in Adams County, Colorado, and Weld County, Colorado, entirely within the City of Brighton ("City").

The District was established to provide construction, installation, financing, and operation of water, sewer, storm drainage, streets, park and recreation, mosquito control, transportation, and television relay systems and improvements.

The annexation agreement into the City, as amended, was entered into by the City, BPK Holdings, LLC (the "Developer"), South Beebe Draw Metropolitan District (formerly Bromley Park Metropolitan District No. 1), Bromley Park Metropolitan Districts Nos. 2 and 3, and Brighton Crossing Metropolitan District (formerly Bromley Park Metropolitan District No. 4) (collectively, the "Districts", or "SBDMD", "BPMD No. 2 or 3", and "BCMD"). Bromley Park Metropolitan District Nos. 5 and 6 were organized in 2000 but are not currently parties to the annexation agreement. The Districts and the Developer (and subsequent developers) are to construct improvements and then transfer ownership of the facilities to the City. In exchange, the City will maintain and operate the facilities, with some exceptions, and provide water, sewer, and storm drainage services to the Districts.

The District has entered into intergovernmental agreements with SBDMD, BPMD No. 3 and BCMD and anticipates intergovernmental agreements with BPMD Nos. 5 and 6 to share in the construction of mutually beneficial improvements and administrative expenditures. Certain development-related revenue and sales and use taxes collected by the City of Brighton are to be deposited by SBDMD to pay specific costs or debt incurred by the Districts.

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

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.

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.

**BROMLEY PARK METROPOLITAN DISTRICT NO. 2
2023 BUDGET
SUMMARY OF SIGNIFICANT ASSUMPTIONS**

Revenues - (continued)

Property Taxes (continued)

Senate Bill 21-293 among other things, designates multi-family residential real property (defined generally, as property that is a multi-structure of four or more units) as a new subclass of residential real property. For tax collection year 2023, the assessment rate for single family residential property decreases to 6.95% from 7.15%. The rate for multifamily residential property, the newly created subclass, decreases to 6.80% from 7.15%. Agricultural and renewable energy production property decreases to 26.4% from 29.0%. Producing oil and gas remains at 87.5%. All other nonresidential property stays at 29%.

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 7% of the property taxes collected in Adams County and 6% of property taxes collected in Weld County.

Regional Facilities and Development Fees

The District entered into that certain Intergovernmental Agreement with SBDMD, BPMD No. 3, and BCMD on March 21, 2000 (the "IGA"). Under this agreement, SBDMD collects various regional facility fees, which include sewer tap fees, storm drainage fees and building use taxes. The District imposes and collects infrastructure fees, storm drainage, and water development fees, which will be used to fund the District's debt service obligations. The District also imposes system development fees and park fees for the purpose of construction and maintenance of the District's improvements.

Concurrently with the issuance of the Series 2007 Bonds, the District and JF Companies LLC ("JF") entered into that certain Capital Fee Reimbursement Agreement dated July 27, 2007 (the "Capital Fee Reimbursement Agreement"). The District and JF had a fee guaranty agreement in association with the refunded bonds, under which the Developer had prepaid \$1,749,659 in fees. Under the original terms of the fee guaranty agreement, the District agreed to reimburse JF for the prepaid fees. Under the Capital Fee Reimbursement Agreement, the infrastructure fee, local storm drainage fee, and water plant investment fees received by the District will be applied first to reimburse the Developer the \$1,749,659 of prepaid fees and the remaining fees will be pledged to the payment of the Bonds. On July 27, 2007, JF assigned a portion of the Reimbursement Amount (as defined in the Capital Fee Reimbursement Agreement) to MDR LLC (MDR).

Termination of Capital Fee Reimbursement Agreement

Concurrent with the issuance of the 2018 Bonds, the District entered into that certain 2018 Advance and Reimbursement Agreement with Kings Co, LLC, dated April 15, 2018 and amended November 6, 2018 (the "2018 Advance and Reimbursement Agreement"), and entered into a Termination of Capital Fee Reimbursement Agreement (Termination Agreement) with JF and MDR on April 5, 2018, pursuant to which JF and MDR agree that all capital fees required to be paid under the Capital Fee Reimbursement Agreement have been paid or are deemed paid and JF and MDR agree to waive all present or future claims to reimbursement established under the Capital Fee Reimbursement Agreement.

**BROMLEY PARK METROPOLITAN DISTRICT NO. 2
2023 BUDGET
SUMMARY OF SIGNIFICANT ASSUMPTIONS**

Expenditures

Administrative and Operating Expenditures

Operating and administrative expenditures have been provided based on estimates of the District's Board of Directors and consultants and include the services necessary to maintain the District's administrative viability such as legal, accounting, managerial, general engineering, insurance, meeting expense, and other administrative expenditures. Estimated expenditures related to landscaping were also included the General Fund budget.

Intergovernmental Agreement

The District has an intergovernmental agreement with the Brighton East Homeowners Association (the "Brighton East HOA") for landscape maintenance. Under this agreement the Brighton East HOA will oversee and pay vendors directly for all landscape maintenance. The District will reimburse the Brighton East HOA for the District's share of landscape maintenance.

The District has an intergovernmental agreement with the Parkside Homeowners Association (the "Parkside HOA") for landscape maintenance. Under this agreement the Parkside HOA will oversee and pay vendors directly for all landscape maintenance. The District will reimburse the Parkside HOA for the District's share of landscape maintenance.

County Treasurer's Fees

County Treasurer's fees have been computed at 1.5% of property tax collections.

Debt Service

Principal and interest payments in 2018 are provided based on a proposed debt amortization schedule for the anticipated 2018A and 2018B Bonds.

Debt and Leases

The District issued Senior General Obligation Limited Tax Refunding Bonds, Series 2018A (the "Senior Bonds"), First Subordinate General Obligation Limited Tax Refunding Bonds, Series 2018B (the "First Subordinate Bonds"), Second Subordinate General Obligation Limited Tax Bonds, Series 2018C (the "Second Subordinate Bonds"), and Third Subordinate General Obligation Limited Tax Bonds, Series 2018D (the "Third Subordinate Bonds" and collectively, the "Bonds") on April 5, 2018, in the amounts of \$28,855,000, \$8,325,000, \$6,408,000 and \$8,000,000, respectively.

Proceeds from the sale of the Senior Bonds and the First Subordinate Bonds were used to refund, on a current basis, all of the District's outstanding 2007 Senior and Subordinate Bonds. Only proceeds of the Senior Bonds were used to fund: (i) the Senior Reserve Fund; (ii) costs in connection with the issuance of the Senior Bonds; and (iii) certain costs in connection with the issuance of the First Subordinate Bonds. Only proceeds of the First Subordinate Bonds, together with District funds on hand, were used to fund: (i) the First Subordinate Reserve Fund and (ii) other costs in connection with the issuance of the First Subordinate Bonds.

**BROMLEY PARK METROPOLITAN DISTRICT NO. 2
2023 BUDGET
SUMMARY OF SIGNIFICANT ASSUMPTIONS**

Debt and Leases – (continued)

The Second Subordinate Bonds were issued to reimburse Kings Co, LLC for the costs of certain public improvements which costs were incurred under the 2018 Advance and Reimbursement Agreement and which reimbursement rights were acquired by Kings Co, LLC pursuant to the Termination of Capital Fee Reimbursement Agreement and a portion of which are now reimbursable to Kings Co, LLC under the 2018 Advance and Reimbursement Agreement, as amended.

The draw-down Third Subordinate Bonds were issued to evidence the District's reimbursement obligation with respect to advances made or improvements to be constructed or caused to be constructed and expected to be made by Kings Co, LLC pursuant to the 2018 Advance and Reimbursement Agreement.

The Senior Bonds bear interest at rates ranging from 3.50% to 5.00% payable semi-annually on June 1 and December 1, beginning on June 1, 2018. The Senior Bonds issued as serial bonds mature on December 1 of the years 2018 through 2023; thereafter, the Senior Bonds issued as term bonds have annual mandatory sinking fund principal payments due on December 1, commencing December 1, 2024. The Senior Bonds mature on December 1, 2047.

The Senior Bonds are subject to optional redemption prior to maturity, at the option of the District, on December 1, 2028, and on any date thereafter, upon payment of principal and accrued interest, without redemption premium.

The First Subordinate Bonds bear interest at 6.375% payable annually on December 15, beginning on December 15, 2018. Annual mandatory sinking fund principal payments are due on December 15, beginning on December 15, 2018. The First Subordinate Bonds mature on December 15, 2047.

The First Subordinate Bonds are subject to optional redemption prior to maturity, at the option of the District, on December 15, 2023, and on any date thereafter, upon payment of principal, accrued interest, and a redemption premium of a percentage of the principal amount so redeemed, as follows:

<u>Date of Redemption</u>	<u>Redemption Premium</u>
December 15, 2023, to December 14, 2024	3.00%
December 15, 2024, to December 14, 2025	2.00%
December 15, 2025, to December 14, 2026	1.00%
December 15, 2026, and thereafter	0.00%

The Second Subordinate Bonds and the Third Subordinate Bonds bear interest at the rate of 7.85% per annum, payable annually on December 15, beginning December 15, 2018, from, and to the extent of, Second and Third Subordinate Pledged Revenue available, if any, and mature on December 15, 2047. The Second Subordinate Bonds and the Third Subordinate Bonds are structured as cash flow bonds meaning that there are no scheduled payments of principal or interest prior to the final maturity date. Unpaid interest on the Second Subordinate Bonds and the Third Subordinate Bonds compounds annually on each December 15.

The Second Subordinate Bonds and the Third Subordinate Bonds are subject to optional redemption prior to maturity, at the option of the District, on any date, upon payment of principal and accrued interest, without redemption premium.

**BROMLEY PARK METROPOLITAN DISTRICT NO. 2
2023 BUDGET
SUMMARY OF SIGNIFICANT ASSUMPTIONS**

Debt and Leases – (continued)

Pursuant to the 2018 Advance and Reimbursement Agreement, Kings Co, LLC agreed to advance the District up to \$2,500,000 (the Maximum Revenue Advance Amount) for the District's construction related expenses associated with additional improvements, using debt service payments to be received by Kings Co, LLC (in its capacity as the owner of the Second Subordinate Bonds) from the District on the Second Subordinate Bonds, to the extent Second and Third Subordinate Pledged Revenue is available for the debt service payments.

Specifically, on each payment date for the Second Subordinate Bonds, any payment intended to be made by the District to Kings Co, LLC as payment for debt service on the Second Subordinate Bonds (2018C Payment(s)), up to the Maximum Revenue Advance Amount, shall be immediately credited by the Trustee to the Project Fund associated with the Third Subordinate Bonds. Any such 2018C Payment credited to the Project Fund shall be deemed an incremental issuance of the Third Subordinate Bonds in principal amounts equal to the dollar amount of each such Future Advance. The District shall be entitled to retain any such Future Advances, which shall be utilized to fund improvements, and shall be repaid to Kings Co, LLC as a result of issuance of the Third Subordinate Bonds. Once the District has received \$2,500,000 in advances under the 2018 Advance and Reimbursement Agreement, whether from 2018C Payments or from Future Advances from Kings Co, LLC, the District shall release all future 2018C Payments for payment directly to Kings Co, LLC or current owner of the Second Subordinate Bonds, pursuant to the First Amendment to the 2018 Advance and Reimbursement Agreement and the Second Subordinate Indenture.

Also pursuant to the 2018 Advance and Reimbursement Agreement, the parties agree that Kings Co, LLC may provide Future Advances in excess of the Maximum Revenue Advance Amount, up to a maximum amount of \$5,500,000, on a periodic basis as needed by the District for fiscal years 2018 through 2021.

The Senior Bonds are secured by and payable solely from and to the extent of Senior Pledged Revenue consisting of moneys derived by the District from the following sources, net of any costs of collection:

- (i) the Senior Required Mill Levy;
- (ii) the portion of the Specific Ownership Tax which is collected as a result of the imposition of the Senior Required Mill Levy;
- (iii) the Capital Fees, if any; and
- (iv) any other legally available moneys which the District determines, in its absolute discretion, to transfer to the Trustee for application as Senior Pledged Revenue.

The First Subordinate Bonds are secured by and payable solely from and to the extent of First Subordinate Pledged Revenue, consisting of moneys derived by the District from the following sources, net of any costs of collection:

- (i) the First Subordinate Required Mill Levy;
- (ii) the portion of the Specific Ownership Tax which is collected as a result of imposition of the First Subordinate Required Mill Levy;
- (iii) the First Subordinate Capital Fees, if any; and
- (iv) any other legally available moneys which the District determines, in its absolute discretion, to transfer to the Trustee for application as First Subordinate Pledged Revenue.

**BROMLEY PARK METROPOLITAN DISTRICT NO. 2
2023 BUDGET
SUMMARY OF SIGNIFICANT ASSUMPTIONS**

Debt and Leases – (continued)

The Second Subordinate Bonds and the Third Subordinate Bonds are secured by and payable solely from and to the extent of Second and Third Subordinate Pledged Revenue, consisting of moneys derived by the District from the following sources, net of any costs of collection:

- (i) the Second and Third Subordinate Required Mill Levy;
- (ii) the Second and Third Subordinate Capital Fee Revenue, if any;
- (iii) the portion of the Specific Ownership Tax which is collected as a result of imposition of the Second and Third Subordinate Required Mill Levy;
- (iv) the Oil and Gas Revenue; and
- (v) any other legally available moneys which the District determines, in its absolute discretion, to transfer to the Trustee for application as Second and Third Subordinate Pledged Revenue.

Pursuant to the Senior Indenture, the District has covenanted to impose a Senior Required Mill Levy each year in an amount sufficient to fund the Senior Bond Fund for the relevant Bond Year and pay the Senior Bonds as they come due, and if necessary, an amount sufficient to replenish the Senior Reserve Fund to the amount of the Required Senior Reserve, but not in excess of 78.725 mills; provided however, that in the event the method of calculating assessed valuation is changed after the date of the Senior Indenture, the mill levies provided herein shall be increased or decreased to reflect such changes, such increases or decreases to be determined by the Board in good faith (such determination to be binding and final) so that to the extent possible, the actual tax revenues generated by the mill levy, as adjusted, are neither diminished nor enhanced as a result of such changes. For purposes of the foregoing, a change in the ratio of actual valuation shall be deemed to be a change in the method of calculating assessed valuation.

The First Subordinate Indenture defines the Subordinate Required Mill Levy as a mill levy imposed upon all taxable property of the District each year in an amount sufficient to fund the First Subordinate Bond Fund for the relevant Bond Year and pay the First Subordinate Bonds as they come due, and if necessary, an amount sufficient to replenish the First Subordinate Reserve Fund to the amount of the Required First Subordinate Reserve, but (i) not in excess of 78.725 mills (as adjusted) less the amount of the Senior Bond Mill Levy; and (ii) for so long as the First Subordinate Surplus Fund is less than the Maximum First Subordinate Surplus Amount, not less than 78.725 mills (as adjusted) less the amount of the Senior Bond Mill Levy, or such lesser mill levy which will fund the First Subordinate Bond Fund for the relevant Bond Year and pay the Bonds as they come due, will replenish the First Subordinate Reserve Fund to the amount of the Required First Subordinate Reserve, and will fund the First Subordinate Surplus Fund up to the Maximum First Subordinate Surplus Amount.

Pursuant to the Second and Third Subordinate Indenture, the District has covenanted to impose a Second and Third Subordinate Required Mill Levy each year in the amount of (i) not more than 78.725 mills less the amount of the Senior Bond Mill Levy and the First Subordinate Bond Mill Levy, or such lesser mill levy which will fund the Second Subordinate Bond Fund and the Third Subordinate Bond Fund in the amount of the Oil and Gas Revenue, and (ii) not less than 50 mills less the amount of the Senior Bond Mill Levy and the First Subordinate Bond Mill Levy, provided that in no event shall the mill levies provided by the foregoing be higher than that which is required to fund the Second Subordinate Bond Fund and the Third Subordinate Bond Fund in an amount sufficient to pay all of the principal of and interest on both the Second Subordinate Bonds and the Third Subordinate Bonds in full. It is the intent that if the amount of the Senior Bond Mill Levy and the First Subordinate Bond Mill Levy equals or exceeds 78.725 mills (as adjusted) in any year, the Second and Third Subordinate Required Mill Levy for that year shall be zero.

**BROMLEY PARK METROPOLITAN DISTRICT NO. 2
2023 BUDGET
SUMMARY OF SIGNIFICANT ASSUMPTIONS**

Debt and Leases – (continued)

The Second and Third Subordinate Indenture defines the Oil and Gas Revenue, for so long as the Second Subordinate Bonds or the Third Subordinate Bonds are outstanding, as a dollar amount equal to the revenue which would be produced by an annual ad valorem mill levy of 50 mills on taxable properties of the District which are assessed as oil and gas leaseholds and lands. It is the intent that the calculation of the foregoing amount: (i) shall be made on the basis of an assumed annual mill levy of 50 mills (as adjusted), regardless of whether the District's actual mill levy is equal to or higher or lower than such mill levy, and regardless of whether the calculated amount is actually available; and (ii) shall be on a cumulative annual basis so that if in any one year the amount available for credit is less than the full calculated amount, such deficiency shall be made up by subsequent credits of Second and Third Subordinate Pledged Revenue.

Pledged revenues to be collected for 2023 are not sufficient to fund Second Subordinate Pledged Revenue, with the exception of the Oil and Gas Revenue, or Third Subordinate Pledged Revenue. The remaining principal and interest payments are payable only to the extent of pledged revenue and therefore cannot be predicted with certainty. Unpaid principal continues to bear interest and unpaid interest compounds.

The District has no operating or capital leases.

Contracts and Agreements

Community Park Construction Agreement

During 2003, the District entered into an agreement with the City and the Developer that outlined the Developer's and District's obligation to design and construct a neighborhood and community park within the District. Pursuant to the agreement, the City is to impose and collect a Community Park Impact Fee, which is a fee that is separate from the District park development fee. The Community Park Impact Fee is \$250 per unit. The City is to escrow these funds and the District can be reimbursed for its actual costs to design and construct the community park to the extent of fees collected by the City. Up to \$25,000 can be reimbursed to the District for design costs of the park, with the remainder of the fee being reimbursed, to the extent of actual costs, upon the completion of construction of the park. The Agreement indicates that the community park is to be completed no later than the issuance of a building permit for the 508th dwelling unit constructed within the District. The District incurred actual construction costs in the amount of \$762,241 and requested reimbursement from the City for these costs. Cumulative to date, the District has received reimbursement of \$558,990. The District is obligated to build two additional parks. Until such parks are built, the District will not receive any additional reimbursement.

Reserves

Emergency Reserve

The District has provided for an Emergency Reserve equal to at least 3% of the fiscal year spending for 2023, as defined under TABOR.

**BROMLEY PARK METROPOLITAN DISTRICT NO. 2
2023 BUDGET
SUMMARY OF SIGNIFICANT ASSUMPTIONS**

Reserves – (continued)

Debt Service Reserve

The First Subordinate Indenture provides that First Subordinate Pledged Revenue that is not needed to pay debt service on the First Subordinate Bonds in any year will be deposited to and maintained in the First Subordinate Surplus Fund in an amount up to the Maximum First Subordinate Surplus Amount of \$832,500 for so long as any First Subordinate Bond is outstanding.

The Senior Bonds and the First Subordinate Bonds are also secured by amounts on deposit in the Senior Reserve Fund and the First Subordinate Reserve Fund, which will be funded from proceeds of the Senior Bonds and the First Subordinate Bonds in amounts equal to the Required Senior Reserve Fund of \$839,575 and the Required First Subordinate Reserve Fund of \$459,687.

This information is an integral part of the accompanying budget.

BROMLEY PARK METROPOLITAN DISTRICT No. 2
SCHEDULE OF DEBT SERVICE REQUIREMENT TO MATURITY
December 31, 2022

\$28,855,000 Senior General Obligation Limited Tax Refunding Bonds, Series 2018A Dated April 5, 2018 Interest Rate Varying from 3.50% to 5.00% Interest Payable June 1 and December 1, Principal Due December 1			
Year Ended December 31,	Principal	Interest	Total
2023	575,000	1,099,400	1,674,400
2024	605,000	1,070,650	1,675,650
2025	635,000	1,040,400	1,675,400
2026	670,000	1,008,650	1,678,650
2027	700,000	975,150	1,675,150
2028	735,000	940,150	1,675,150
2029	775,000	903,400	1,678,400
2030	810,000	864,650	1,674,650
2031	855,000	824,150	1,679,150
2032	895,000	781,400	1,676,400
2033	940,000	736,650	1,676,650
2034	975,000	703,750	1,678,750
2035	1,010,000	665,088	1,675,088
2036	1,050,000	625,038	1,675,038
2037	1,095,000	583,400	1,678,400
2038	1,135,000	539,981	1,674,981
2039	1,180,000	494,981	1,674,981
2040	1,230,000	448,194	1,678,194
2041	1,275,000	399,431	1,674,431
2042	1,330,000	348,881	1,678,881
2043	1,380,000	296,150	1,676,150
2044	1,435,000	241,438	1,676,438
2045	1,490,000	184,550	1,674,550
2046	1,550,000	125,481	1,675,481
2047	1,615,000	64,031	1,679,031
	<u>\$ 25,945,000</u>	<u>\$ 15,965,044</u>	<u>\$ 41,910,044</u>

No assurance provided. See summary of significant assumptions.

BROMLEY PARK METROPOLITAN DISTRICT No. 2
SCHEDULE OF DEBT SERVICE REQUIREMENT TO MATURITY
December 31, 2022

\$8,325,000			
First Subordinate General Obligation Limited Tax			
Refunding Bonds, Series 2018B			
Dated April 5, 2018			
Interest Rate 6.375%			
Interest Payable December 15,			
Principal Due December 15			
<u>Year Ended</u> <u>December 31,</u>	<u>Principal</u>	<u>Interest</u>	<u>Total</u>
2023	-	517,331	517,331
2024	-	517,331	517,331
2025	-	517,331	517,331
2026	15,000	517,331	532,331
2027	20,000	516,375	536,375
2028	55,000	515,100	570,100
2029	60,000	511,594	571,594
2030	100,000	507,769	607,769
2031	105,000	501,394	606,394
2032	150,000	494,700	644,700
2033	155,000	485,138	640,138
2034	205,000	475,256	680,256
2035	220,000	462,188	682,188
2036	270,000	448,163	718,163
2037	285,000	430,950	715,950
2038	345,000	412,781	757,781
2039	365,000	390,788	755,788
2040	425,000	367,519	792,519
2041	455,000	340,425	795,425
2042	520,000	311,419	831,419
2043	555,000	278,269	833,269
2044	635,000	242,888	877,888
2045	675,000	202,406	877,406
2046	760,000	159,375	919,375
2047	1,740,000	110,925	1,850,925
	<u>\$ 8,115,000</u>	<u>\$ 10,234,746</u>	<u>\$ 18,349,746</u>

No assurance provided. See summary of significant assumptions.

**Bromley Park Metropolitan District
Schedule of Subordinate Debt**

	Balance at December 31, 2021	Additions*	Payments*	Balance at December 31, 2022*
General Obligation Bonds - Series 2018C	\$ 6,297,000	\$ -	\$ -	\$ 6,297,000
General Obligation Bonds - Series 2018D	8,000,000	-	-	8,000,000
Series 2018C Bonds - Accrued Interest	74,484	500,162	333,402	241,244
Series 2018D Bonds - Accrued Interest	1,201,239	722,297	-	1,923,536
	<u>\$ 15,572,723</u>	<u>\$ 1,222,459</u>	<u>\$ 333,402</u>	<u>\$ 16,461,780</u>
	Balance at December 31, 2022*	Additions*	Payments*	Balance at December 31, 2023*
General Obligation Bonds - Series 2018C	\$ 6,297,000	\$ -	\$ 1,909,000	\$ 4,388,000
General Obligation Bonds - Series 2018D	8,000,000	-	-	8,000,000
Series 2018C Bonds - Accrued Interest	241,244	513,252	754,496	-
Series 2018D Bonds - Accrued Interest	1,923,536	778,998	-	2,702,534
	<u>\$ 16,461,780</u>	<u>\$ 1,292,250</u>	<u>\$ 2,663,496</u>	<u>\$ 15,090,534</u>

*Estimated amounts

No assurance provided. See summary of significant assumptions.

I, Lisa Johnson, hereby certify that I am the duly appointed Secretary of the Bromley Park Metropolitan District No. 2, and that the foregoing is a true and correct copy of the budget for the budget year 2023, duly adopted at a meeting of the Board of Directors of the Bromley Park Metropolitan District No. 2 held on November 28, 2022.



Secretary

RESOLUTION NO. 2022-11-04

RESOLUTION TO SET MILL LEVIES

**RESOLUTION OF THE BROMLEY PARK METROPOLITAN DISTRICT NO. 2
LEVYING GENERAL PROPERTY TAXES, PURSUANT TO SECTION 39-1-111,
C.R.S., FOR THE YEAR 2022, TO HELP DEFRAY THE COSTS OF GOVERNMENT
FOR THE 2023 BUDGET YEAR**

A. The Board of Directors of the Bromley Park Metropolitan District No. 2 (the “**District**”) has adopted an annual budget in accordance with the Local Government Budget Law, on November 28, 2022.

B. The adopted budget is attached as Exhibit A to the Resolution of the Board of Directors of the District to Adopt Budget and Appropriate Sums of Money, and such budget is incorporated herein by this reference.

C. The amount of money necessary to balance the budget for general fund expenses from property tax revenue is identified in the budget.

D. The amount of money necessary to balance the budget for debt service fund expenses from property tax revenue is identified in the budget.

NOW, THEREFORE, PURSUANT TO SECTIONS 39-1-111(5) and 39-5-128(1), C.R.S., BE IT RESOLVED by the Board of Directors of the Bromley Park Metropolitan District No. 2, Adams and Weld Counties, Colorado, that:

1. For the purpose of meeting all general operating expenses of the District during the 2023 budget year, the District determined to levy mills upon each dollar of the total valuation for assessment of all taxable property within the District, as set forth in the budget, to raise the required revenue.

2. That for the purpose of meeting all debt retirement expenses of the District during the 2023 budget year, the District determined to levy mills upon each dollar of the total valuation for assessment of all taxable property within the District, as set forth in the budget, to raise the required revenue.


3. That for the purpose of meeting all contractual obligation expenses of the District during the 2023 budget year, the District determined to levy mills upon each dollar of the total valuation for assessment of all taxable property within the District, as set forth in the budget, to raise the required revenue.

4. That the Secretary is hereby authorized and directed to immediately certify to the Board of County Commissioners of Adams and Weld Counties, Colorado, the mill levies for the District as set forth in the District’s Certification of Mill Levies, attached hereto as **Exhibit 1** and incorporated herein by reference, recalculated as needed upon receipt of the final certification of valuation from the County Assessor in order to comply with any applicable revenue and other budgetary limits.

[SIGNATURE PAGE OF RESOLUTION TO SET MILL LEVIES]

RESOLUTION APPROVED AND ADOPTED on November 28, 2022.

**BROMLEY PARK METROPOLITAN
DISTRICT NO. 2**

By: 
President

DocuSigned by:
Joel Farkas
6C67CF5CE2A7459...

Attest:

By: 
Secretary

DocuSigned by:
Kim Deva
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EXHIBIT 1

Certification of Tax Levies

CERTIFICATION OF TAX LEVIES for NON-SCHOOL GovernmentsTO: County Commissioners¹ of Weld County, Colorado.On behalf of the Bromley Park Metropolitan District No. 2,
(taxing entity)^Athe Board of Directors
(governing body)^Bof the Bromley Park Metropolitan District No. 2
(local government)^C**Hereby** officially certifies the following mills
to be levied against the taxing entity's GROSS \$ 46,811,600
assessed valuation of: (GROSS^D assessed valuation, Line 2 of the Certification of Valuation Form DLG 57^E)**Note:** If the assessor certified a NET assessed valuation
(AV) different than the GROSS AV due to a Tax
Increment Financing (TIF) Area^F the tax levies must be \$ 46,811,600
calculated using the NET AV. The taxing entity's total (NET^G assessed valuation, Line 4 of the Certification of Valuation Form DLG 57)
property tax revenue will be derived from the mill levy **USE VALUE FROM FINAL CERTIFICATION OF VALUATION PROVIDED**
multiplied against the NET assessed valuation of: **BY ASSESSOR NO LATER THAN DECEMBER 10****Submitted:** 12/05/2022 for budget/fiscal year 2023.
(no later than Dec. 15) (mm/dd/yyyy) (yyyy)**PURPOSE** (see end notes for definitions and examples)**LEVY²****REVENUE²**

1. General Operating Expenses ^H	<u>7.300</u> mills	<u>\$341,725</u>
2. <Minus> Temporary General Property Tax Credit/ Temporary Mill Levy Rate Reduction ^I	< > mills	\$ < >
SUBTOTAL FOR GENERAL OPERATING:	<u>7.300</u> mills	<u>\$341,725</u>
3. General Obligation Bonds and Interest ^J	<u>50.669</u> mills	<u>\$2,371,897</u>
4. Contractual Obligations ^K	_____ mills	\$ _____
5. Capital Expenditures ^L	_____ mills	\$ _____
6. Refunds/Abatements ^M	_____ mills	\$ _____
7. Other ^N (specify): _____	_____ mills	\$ _____
	_____ mills	\$ _____
TOTAL: [Sum of General Operating Subtotal and Lines 3 to 7]	<u>57.969</u> mills	<u>\$2,713,622</u>

Contact person: (print) Toni Serra Daytime phone: (303) 779-5710Signed: [Signature] Title: Board Secretary
909489B2D9E14B5...

Include one copy of this tax entity's completed form when filing the local government's budget by January 31st, per 29-1-113 C.R.S., with the Division of Local Government (DLG), Room 521, 1313 Sherman Street, Denver, CO 80203. Questions? Call DLG at (303) 864-7720.

¹ If the *taxing entity's* boundaries include more than one county, you must certify the levies to each county. Use a separate form for each county and certify the same levies uniformly to each county per Article X, Section 3 of the Colorado Constitution.² Levies must be rounded to three decimal places and revenue must be calculated from the total NET assessed valuation (Line 4 of Form DLG57 on the County Assessor's **FINAL** certification of valuation).

CERTIFICATION OF TAX LEVIES, continued**THIS SECTION APPLIES TO TITLE 32, ARTICLE 1 SPECIAL DISTRICTS THAT LEVY TAXES FOR PAYMENT OF GENERAL OBLIGATION DEBT (32-1-1603 C.R.S.).** Taxing entities that are

Special Districts or Subdistricts of Special Districts must certify separate mill levies and revenues to the Board of County Commissioners, one each for the funding requirements of each debt (32-1-1603, C.R.S.) Use additional pages as necessary. The Special District's or Subdistrict's total levies for general obligation bonds and total levies for contractual obligations should be recorded on Page 1, Lines 3 and 4 respectively.

CERTIFY A SEPARATE MILL LEVY FOR EACH BOND OR CONTRACT:**BONDS¹:**

1.	Purpose of Issue:	Refunding
	Series:	Series 2018A Senior General Obligation Limited Tax Refunding Bonds
	Date of Issue:	April 5, 2018
	Coupon Rate:	3.50%-5.00%
	Maturity Date:	December 1, 2047
	Levy:	17.474
	Revenue:	\$817,986
2.	Purpose of Issue:	Refunding
	Series:	Series 2018B First Subordinate General Obligation Limited Tax Refunding Bonds
	Date of Issue:	April 5, 2018
	Coupon Rate:	6.375%
	Maturity Date:	December 15, 2047
	Levy:	5.399
	Revenue:	\$252,736
3.	Purpose of Contract:	Refunding
	Title:	Series 2018C Second Subordinate General Obligation Limited Tax Refunding Bonds
	Date of Issue:	April 5, 2018
	Coupon Rate:	7.850%
	Maturity Date:	December 15, 2047
	Levy:	27.796
	Revenue:	\$1,301,175
4.	Purpose of Contract:	Refunding
	Title:	Series 2018D Third Subordinate General Obligation Limited Tax Refunding Bonds
	Date of Issue:	April 5, 2018
	Coupon Rate:	7.850%
	Maturity Date:	December 15, 2047
	Levy:	0.000
	Revenue:	0

Use multiple copies of this page as necessary to separately report all bond and contractual obligations per 32-1-1603, C.R.S.

CERTIFICATION OF TAX LEVIES for NON-SCHOOL Governments

TO: County Commissioners¹ of Adams County, Colorado.

On behalf of the Bromley Park Metropolitan District No. 2,
(taxing entity)^A

the Board of Directors

(governing body)^B

of the Bromley Park Metropolitan District No. 2

(local government)^C

Hereby officially certifies the following mills
to be levied against the taxing entity's GROSS \$ 44,073,930
assessed valuation of: (GROSS^D assessed valuation, Line 2 of the Certification of Valuation Form DLG 57^E)

Note: If the assessor certified a NET assessed valuation
(AV) different than the GROSS AV due to a Tax
Increment Financing (TIF) Area^F the tax levies must be \$ 44,073,930
calculated using the NET AV. The taxing entity's total (NET^G assessed valuation, Line 4 of the Certification of Valuation Form DLG 57)
property tax revenue will be derived from the mill levy
multiplied against the NET assessed valuation of: **USE VALUE FROM FINAL CERTIFICATION OF VALUATION PROVIDED
BY ASSESSOR NO LATER THAN DECEMBER 10**

Submitted: 12/05/2022 for budget/fiscal year 2023.
(no later than Dec. 15) (mm/dd/yyyy) (yyyy)

PURPOSE (see end notes for definitions and examples)	LEVY ²	REVENUE ²
--	-------------------	----------------------

1. General Operating Expenses ^H	<u>7.300</u> mills	<u>\$321,740</u>
2. <Minus> Temporary General Property Tax Credit/ Temporary Mill Levy Rate Reduction ^I	< > mills	\$ < >
SUBTOTAL FOR GENERAL OPERATING:	<u>7.300</u> mills	<u>\$321,740</u>
3. General Obligation Bonds and Interest ^J	<u>50.669</u> mills	<u>\$2,233,182</u>
4. Contractual Obligations ^K	_____ mills	<u>\$</u>
5. Capital Expenditures ^L	_____ mills	<u>\$</u>
6. Refunds/Abatements ^M	_____ mills	<u>\$</u>
7. Other ^N (specify): _____	_____ mills	<u>\$</u>
	_____ mills	<u>\$</u>

TOTAL: [Sum of General Operating
Subtotal and Lines 3 to 7]

57.969

mills

\$2,554,922

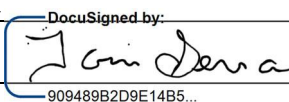
Contact person:
(print)

Toni Serra

Daytime
phone:

(303) 779-5710

Signed:


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Title:

Board Secretary

Include one copy of this tax entity's completed form when filing the local government's budget by January 31st, per 29-1-113 C.R.S., with the Division of Local Government (DLG), Room 521, 1313 Sherman Street, Denver, CO 80203. Questions? Call DLG at (303) 864-7720.

¹ If the taxing entity's boundaries include more than one county, you must certify the levies to each county. Use a separate form for each county and certify the same levies uniformly to each county per Article X, Section 3 of the Colorado Constitution.

² Levies must be rounded to three decimal places and revenue must be calculated from the total NET assessed valuation (Line 4 of Form DLG57 on the County Assessor's **FINAL** certification of valuation).

CERTIFICATION OF TAX LEVIES, continued**THIS SECTION APPLIES TO TITLE 32, ARTICLE 1 SPECIAL DISTRICTS THAT LEVY TAXES FOR PAYMENT OF GENERAL OBLIGATION DEBT (32-1-1603 C.R.S.).**

Taxing entities that are Special Districts or Subdistricts of Special Districts must certify separate mill levies and revenues to the Board of County Commissioners, one each for the funding requirements of each debt (32-1-1603, C.R.S.) Use additional pages as necessary. The Special District's or Subdistrict's total levies for general obligation bonds and total levies for contractual obligations should be recorded on Page 1, Lines 3 and 4 respectively.

CERTIFY A SEPARATE MILL LEVY FOR EACH BOND OR CONTRACT:**BONDS¹:**

1.	Purpose of Issue:	Refunding
	Series:	Series 2018A Senior General Obligation Limited Tax Refunding Bonds
	Date of Issue:	April 5, 2018
	Coupon Rate:	3.50%-5.00%
	Maturity Date:	December 1, 2047
	Levy:	17.474
	Revenue:	\$770,148
2.	Purpose of Issue:	Refunding
	Series:	Series 2018B First Subordinate General Obligation Limited Tax Refunding Bonds
	Date of Issue:	April 5, 2018
	Coupon Rate:	6.375%
	Maturity Date:	December 15, 2047
	Levy:	5.399
	Revenue:	\$237,955
3.	Purpose of Issue:	Refunding
	Series:	Series 2018C Second Subordinate General Obligation Limited Tax Refunding Bonds
	Date of Issue:	April 5, 2018
	Coupon Rate:	7.850%
	Maturity Date:	December 15, 2047
	Levy:	27.796
	Revenue:	\$1,225,079
4.	Purpose of Issue:	Refunding
	Series:	Series 2018D Third Subordinate General Obligation Limited Tax Refunding Bonds
	Date of Issue:	April 5, 2018
	Coupon Rate:	7.850%
	Maturity Date:	December 15, 2047
	Levy:	0.000
	Revenue:	0

Use multiple copies of this page as necessary to separately report all bond and contractual obligations per 32-1-1603, C.R.S.

I, Lisa Johnson, hereby certify that I am the duly appointed Secretary of the Bromley Park Metropolitan District No. 2, and that the foregoing is a true and correct copy of the Certification of Mill Levies for the budget year 2023, duly adopted at a meeting of the Board of Directors of the Bromley Park Metropolitan District No. 2 held on November 28, 2022.



Secretary

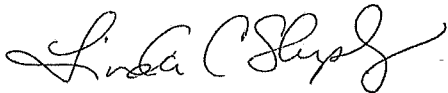
Colorado Community Media
750 W. Hampden Ave. Suite 225
Englewood, CO 80110

Bromley Park MD2 (cla) **
c/o Clifton Larson Allen LLP
8390 E Crescent Pkwy, Ste 300
Greenwood Village CO 80111-0000

AFFIDAVIT OF PUBLICATION

State of Colorado }
County of Adams } ss

This Affidavit of Publication for the Brighton Standard Blade, a weekly newspaper, printed and published for the County of Adams, State of Colorado, hereby certifies that the attached legal notice was published in said newspaper once in each week, for 1 successive week(s), the last of which publication was made 11/10/2022, and that copies of each number of said paper in which said Public Notice was published were delivered by carriers or transmitted by mail to each of the subscribers of said paper, according to their accustomed mode of business in this office.



For the Brighton Standard Blade

State of Colorado }
County of Adams } ss

The above Affidavit and Certificate of Publication was subscribed and sworn to before me by the above named Linda Shapley, publisher of said newspaper, who is personally known to me to be the identical person in the above certificate on 11/10/2022. Linda Shapley has verified to me that she has adopted an electronic signature to function as her signature on this document.

20004025550-542398

Carla Bethke
Notary Public
My commission ends April 11, 2026

CARLA BETHKE
NOTARY PUBLIC
STATE OF COLORADO
NOTARY ID 20004025550
MY COMMISSION EXPIRES APRIL 11, 2026

Public Notice

NOTICE AS TO PROPOSED 2023 BUDGET AND AMENDMENT OF 2022 BUDGET

BROMLEY PARK METROPOLITAN DISTRICT NO. 2 WELD AND ADAMS COUNTIES, COLORADO

NOTICE IS HEREBY GIVEN, pursuant to Sections 29-1-108 and 109, C.R.S., that a proposed budget has been submitted to the Board of Directors of the Bromley Park Metropolitan District No. 2 (the "District") for the ensuing year of 2023. The necessity may also arise for the amendment of the 2022 budget of the District. Copies of the proposed 2023 budget and 2022 amended budget (if appropriate) are on file in the office of the District's Accountant, CliftonLarsonAllen LLP, 8390 E. Crescent Parkway, Suite 300, Greenwood Village, Colorado 80111, where same are available for public inspection. Such proposed 2023 budget and 2022 amended budget will be considered at a regular meeting to be held on November 28, 2022 at 11:00 a.m. via Teams video/teleconference. Any interested elector within the District may, at any time prior to the final adoption of the 2023 budget or the 2022 amended budget, inspect the 2023 budget and the 2022 amended budget and file or register any objections thereto.

BROMLEY PARK METROPOLITAN DISTRICT NO. 2

/s/ MaryAnn M. McGeady
Attorneys for the District

You can attend the meetings in any of the following ways:

1. To attend via Teams Videoconference, e-mail Cindy.Jenkins@claconnect.com to obtain a link to the videoconference.
2. To attend via telephone, dial 1-720-547-5281 and enter the following additional information:
a. Phone Conference ID: 470 055 240#

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Publisher: Brighton Standard Blade

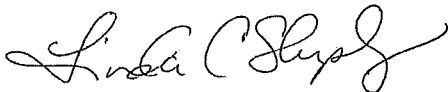
Colorado Community Media
750 W. Hampden Ave. Suite 225
Englewood, CO 80110

Bromley Park MD2 (cla) **
c/o Clifton Larson Allen LLP
8390 E Crescent Pkwy, Ste 300
Greenwood Village CO 80111-0000

AFFIDAVIT OF PUBLICATION

State of Colorado }
County of Weld } ss

This Affidavit of Publication for the Fort Lupton Press, a weekly newspaper, printed and published for the County of Weld, State of Colorado, hereby certifies that the attached legal notice was published in said newspaper once in each week, for 1 successive week(s), the last of which publication was made 11/10/2022, and that copies of each number of said paper in which said Public Notice was published were delivered by carriers or transmitted by mail to each of the subscribers of said paper, according to their accustomed mode of business in this office.



For the Fort Lupton Press

State of Colorado }
County of Arapahoe } ss

The above Affidavit and Certificate of Publication was subscribed and sworn to before me by the above named Linda Shapley, publisher of said newspaper, who is personally known to me to be the identical person in the above certificate on 11/10/2022. Linda Shapley has verified to me that she has adopted an electronic signature to function as her signature on this document.

20004025550-728375

Carla Bethke
Notary Public
My commission ends April 11, 2026

CARLA BETHKE
NOTARY PUBLIC
STATE OF COLORADO
NOTARY ID 20004025550
MY COMMISSION EXPIRES APRIL 11, 2026

Public Notice

NOTICE AS TO PROPOSED 2023 BUDGET AND AMENDMENT OF 2022 BUDGET

BROMLEY PARK METROPOLITAN DISTRICT NO. 2 WELD AND ADAMS COUNTIES, COLORADO

NOTICE IS HEREBY GIVEN, pursuant to Sections 29-1-108 and 109, C.R.S., that a proposed budget has been submitted to the Board of Directors of the Bromley Park Metropolitan District No. 2 (the "District") for the ensuing year of 2023. The necessity may also arise for the amendment of the 2022 budget of the District. Copies of the proposed 2023 budget and 2022 amended budget (if appropriate) are on file in the office of the District's Accountant, CliftonLarsonAllen LLP, 8390 E. Crescent Parkway, Suite 300, Greenwood Village, Colorado 80111, where same are available for public inspection. Such proposed 2023 budget and 2022 amended budget will be considered at a regular meeting to be held on November 28, 2022 at 11:00 a.m. via Teams video/teleconference. Any interested elector within the District may, at any time prior to the final adoption of the 2023 budget or the 2022 amended budget, inspect the 2023 budget and the 2022 amended budget and file or register any objections thereto.

BROMLEY PARK METROPOLITAN DISTRICT NO. 2

/s/ MaryAnn M. McGeady
Attorneys for the District

You can attend the meetings in any of the following ways:

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a. Phone Conference ID: 470 055 240#

Legal Notice No. FLP730
First Publication: November 10, 2022
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Publisher: Fort Lupton Press

EXHIBIT B

2022 Audit

BROMLEY PARK METROPOLITAN DISTRICT NO. 2
Adams and Weld Counties, Colorado

**FINANCIAL STATEMENTS AND
SUPPLEMENTARY INFORMATION**

YEAR ENDED DECEMBER 31, 2022

**BROMLEY PARK METROPOLITAN DISTRICT NO. 2
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INDEPENDENT AUDITOR'S REPORT

To the Board of Directors
Bromley Park Metropolitan District No. 2
Adams and Weld Counties, Colorado

Opinions

We have audited the financial statements of the governmental activities and each major fund of Bromley Park Metropolitan District No. 2 (the District) as of and for the year ended December 31, 2022, 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 accompanying 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, 2022, and the respective changes in financial position thereof, and the respective budgetary comparison for the general fund for the year then ended in accordance with accounting principles generally accepted in the United States of America.

Basis for Opinions

We conducted our audit in accordance with auditing standards generally accepted in the United States of America (GAAS). 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 Responsibility 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 GAAS 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 GAAS, we:

- Exercise professional judgement and maintain professional skepticism throughout the audit.
- Identify and assess the risk 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 judgement, 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 to 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 opinions on the basic financial statements are not affected by this missing information.

Supplementary and Other Information

Our audit was conducted for the purpose of forming opinions on the financial statements that collectively comprise the District's basic financial statements. The supplementary and other information (together, the information) as identified in the table of contents is presented for the purposes of additional analysis and legal compliance 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 information is fairly stated, in all material respects, in relation to the basic financial statements as a whole.

Fiscal Group Partners, LLC

Arvada, Colorado
July 28, 2023

BASIC FINANCIAL STATEMENTS

BROMLEY PARK METROPOLITAN DISTRICT NO. 2
STATEMENT OF NET POSITION
DECEMBER 31, 2022

	<u>Governmental Activities</u>
ASSETS	
Cash and Investments	\$ 293,826
Cash and Investments - Restricted	2,212,209
Receivable - County Treasurer	16,448
Due from Developer	9,558
Accounts Receivable	3,050
Property Taxes Receivable	5,268,544
Prepaid Insurance	14,294
Capital Assets, Not Being Depreciated	6,247,933
Capital Assets, Being Depreciated, Net	<u>2,286,039</u>
Total Assets	16,351,901
DEFERRED OUTFLOWS OF RESOURCES	
Bond Insurance, Net	254,662
Cost of Bond Refunding	<u>1,301,172</u>
Total Deferred Outflows of Resources	1,555,834
LIABILITIES	
Accounts Payable	39,682
Escrow Payable	7,191
Due to Other Governments	6,190
Accrued Interest Payable - Bonds	113,172
Noncurrent Liabilities:	
Due in Less Than One Year	575,000
Due in More Than One Year	<u>50,829,724</u>
Total Liabilities	51,570,959
DEFERRED INFLOWS OF RESOURCES	
Deferred Property Tax	<u>5,268,544</u>
NET POSITION	
Net Investment in Capital Assets	(5,538,878)
Restricted for:	
Emergency Reserves	11,400
Debt Service	2,101,884
Unrestricted	<u>(35,506,174)</u>
Total Net Position	<u><u>\$ (38,931,768)</u></u>

See accompanying Notes to Basic Financial Statements.

BROMLEY PARK METROPOLITAN DISTRICT NO. 2
STATEMENT OF ACTIVITIES
YEAR ENDED DECEMBER 31, 2022

		Program Revenues			Net Revenues (Expenses) and Change in Net Position
		Charges for Services	Operating Grants and Contributions	Capital Grants and Contributions	Governmental Activities
FUNCTIONS/PROGRAMS	<u>Expenses</u>				
Primary Government:					
Governmental Activities:					
General Government	\$ 385,305	\$ -	\$ 20,732	\$ 111,526	\$ (253,047)
Interest and Related Costs on Long-Term Debt	<u>2,942,448</u>	<u>-</u>	<u>-</u>	<u>-</u>	<u>(2,942,448)</u>
Total Governmental Activities	<u>\$ 3,327,753</u>	<u>\$ -</u>	<u>\$ 20,732</u>	<u>\$ 111,526</u>	(3,195,495)
GENERAL REVENUES					
Property Taxes					2,641,648
Specific Ownership Taxes					190,646
Net Investment Income					<u>66,015</u>
Total General Revenues					<u>2,898,309</u>
CHANGE IN NET POSITION					(297,186)
Net Position - Beginning of Year					<u>(38,634,582)</u>
NET POSITION - END OF YEAR					<u>\$ (38,931,768)</u>

See accompanying Notes to Basic Financial Statements.

BROMLEY PARK METROPOLITAN DISTRICT NO. 2
BALANCE SHEET
GOVERNMENTAL FUNDS
DECEMBER 31, 2022

	General	Debt Service	Capital Projects	Total Governmental Funds
ASSETS				
Cash and Investments	\$ 293,826	\$ -	\$ -	\$ 293,826
Cash and Investments - Restricted	11,400	2,200,739	70	2,212,209
Receivable - County Treasurer	2,131	14,317	-	16,448
Due from Developer	-	-	9,558	9,558
Accounts Receivable	3,050	-	-	3,050
Property Taxes Receivable	663,465	4,605,079	-	5,268,544
Prepaid Insurance	14,294	-	-	14,294
Total Assets	<u>\$ 988,166</u>	<u>\$ 6,820,135</u>	<u>\$ 9,628</u>	<u>\$ 7,817,929</u>
LIABILITIES, DEFERRED INFLOWS OF RESOURCES, AND FUND BALANCES				
LIABILITIES				
Accounts Payable	\$ 39,682	\$ -	\$ -	\$ 39,682
Easement Escrow Payable	7,191	-	-	7,191
Due to Other Governments	6,190	-	-	6,190
Total Liabilities	<u>53,063</u>	<u>-</u>	<u>-</u>	<u>53,063</u>
DEFERRED INFLOWS OF RESOURCES				
Deferred Property Tax	663,465	4,605,079	-	5,268,544
Total Deferred Inflows of Resources	<u>663,465</u>	<u>4,605,079</u>	<u>-</u>	<u>5,268,544</u>
FUND BALANCES				
Nonspendable:				
Prepaid Expenses	14,294	-	-	14,294
Restricted for:				
Emergency Reserves	11,400	-	-	11,400
Debt Service	-	2,215,056	-	2,215,056
Assigned to:				
Capital Projects	-	-	9,628	9,628
Unassigned	245,944	-	-	245,944
Total Fund Balances	<u>271,638</u>	<u>2,215,056</u>	<u>9,628</u>	<u>2,496,322</u>
Total Liabilities, Deferred Inflows of Resources, and Fund Balances	<u>\$ 988,166</u>	<u>\$ 6,820,135</u>	<u>\$ 9,628</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.				
Capital Assets, Net				8,533,972
Other long-term assets are not available to pay for current period expenditures and, therefore, are not reported in the funds.				
Bond Insurance, Net				254,662
Long-term liabilities, including bonds payable and interest payable, are not due and payable in the current period and, therefore, are not reported in the funds.				
Cost of Refunding, Net				1,301,172
Bonds Payable				(48,357,000)
Bonds Interest Payable				(2,129,622)
Premium on Bonds Payable				(918,102)
Accrued Interest Payable - Bonds				(113,172)
Net Position of Governmental Activities				<u>\$ (38,931,768)</u>

See accompanying Notes to Basic Financial Statements.

BROMLEY PARK METROPOLITAN DISTRICT NO. 2
STATEMENT OF REVENUES, EXPENDITURES, AND CHANGES IN FUND BALANCES
GOVERNMENTAL FUNDS
YEAR ENDED DECEMBER 31, 2022

	General	Debt Service	Capital Projects	Total Governmental Funds
REVENUES				
Property Taxes	\$ 326,362	\$ 2,315,286	\$ -	\$ 2,641,648
Specific Ownership Taxes	23,553	167,093	-	190,646
Net Investment Income	7,516	57,735	764	66,015
CTF Proceeds	20,732	-	-	20,732
Oil Lease	-	-	111,526	111,526
Total Revenues	378,163	2,540,114	112,290	3,030,567
EXPENDITURES				
Current:				
Accounting	49,670	-	-	49,670
Audit	10,650	-	-	10,650
Election	3,448	-	-	3,448
Engineering	23,314	-	-	23,314
Legal	37,360	-	-	37,360
Management	16,313	-	-	16,313
Insurance and Bonds	12,590	-	-	12,590
County Treasurer's Fees	4,904	34,787	-	39,691
Landscape Maintenance - District	32,694	-	-	32,694
Landscape Maintenance - HOA Brighton East Farms	41,326	-	-	41,326
Landscape Maintenance - HOA Parkside	36,570	-	-	36,570
Landscape Maintenance - Utilities	1,141	-	-	1,141
Water	29,152	-	-	29,152
Dues and Licenses	590	-	-	590
Miscellaneous	652	-	-	652
Debt Service:				
Bond Interest - Series 2018A	-	1,126,900	-	1,126,900
Bond Interest - Series 2018B	-	517,331	-	517,331
Bond Interest - Series 2018C	-	284,000	-	284,000
Bond Principal - Series 2018A	-	550,000	-	550,000
Paying Agent Fees	-	10,500	-	10,500
Capital Projects:				
Capital Outlay	-	-	101,968	101,968
Total Expenditures	300,374	2,523,518	101,968	2,925,860
EXCESS OF REVENUES OVER (UNDER) EXPENDITURES	77,789	16,596	10,322	104,707
OTHER FINANCING SOURCES (USES)				
Transfers (to) from Other Funds	13,879	-	(13,879)	-
Total Other Financing Sources (Uses)	13,879	-	(13,879)	-
NET CHANGE IN FUND BALANCES	91,668	16,596	(3,557)	104,707
Fund Balances - Beginning of Year	179,970	2,198,460	13,185	2,391,615
FUND BALANCES - END OF YEAR	<u>\$ 271,638</u>	<u>\$ 2,215,056</u>	<u>\$ 9,628</u>	<u>\$ 2,496,322</u>

See accompanying Notes to Basic Financial Statements.

BROMLEY PARK METROPOLITAN DISTRICT NO. 2
RECONCILIATION OF THE STATEMENTS OF REVENUES, EXPENDITURES, AND CHANGES
IN FUND BALANCES OF THE GOVERNMENTAL FUNDS TO THE STATEMENT OF ACTIVITIES
YEAR ENDED DECEMBER 31, 2022

Net Change in Fund Balances - Governmental Funds	\$	104,707
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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.

Capital Outlay		101,968
Depreciation		(84,931)

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.

Bond Principal Payment Series 2018A		550,000
Amortization of Cost on Bond Refunding		(105,704)
Change in Bond Insurance, Net		(17,975)
Change in Bond Premium		64,805
Change in Bond Interest Payable		(910,056)

Change in Net Position of Governmental Activities	\$	(297,186)
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BROMLEY PARK METROPOLITAN DISTRICT NO. 2
GENERAL FUND
STATEMENT OF REVENUES, EXPENDITURES, AND CHANGES IN FUND BALANCE –
BUDGET AND ACTUAL
YEAR ENDED DECEMBER 31, 2022

	Budget Amounts		Actual	Variance with
	Original	Final	Amounts	Final Budget
				Positive
				(Negative)
REVENUES				
Property Taxes	\$ 326,314	\$ 330,634	\$ 326,362	\$ (4,272)
Specific Ownership Taxes	22,147	20,760	23,553	2,793
Net Investment Income	1,000	2,460	7,516	5,056
CTF Proceeds	13,000	22,175	20,732	(1,443)
Total Revenues	362,461	376,029	378,163	2,134
EXPENDITURES				
Current:				
Accounting	52,500	60,000	49,670	10,330
Auditing	5,500	5,500	10,650	(5,150)
Engineering	15,000	25,000	23,314	1,686
Legal Services	50,000	45,000	37,360	7,640
District Management	44,000	44,000	16,313	27,687
Dues and Licenses	1,000	590	590	-
Election	5,000	3,050	3,448	(398)
Insurance and Bonds	13,650	12,542	12,590	(48)
County Treasurer's Fees	4,895	4,960	4,904	56
Landscape Maintenance - District	10,000	37,000	32,694	4,306
Landscape Maintenance - HOA Brighton East Farms	90,000	90,000	41,326	48,674
Landscape Maintenance - HOA Parkside	40,000	40,000	36,570	3,430
Landscape Maintenance - Utilities	1,000	1,200	1,141	59
Landscaping	15,000	15,000	-	15,000
Repairs and Maintenance	25,000	25,000	-	25,000
Water	15,000	36,000	29,152	6,848
Miscellaneous	1,000	1,000	652	348
Detention Pond Maintenance	10,000	10,000	-	10,000
Banking Fees	100	25	-	25
Contingency	1,361	4,133	-	4,133
Total Expenditures	400,006	460,000	300,374	159,626
EXCESS OF REVENUES OVER				
(UNDER) EXPENDITURES	(37,545)	(83,971)	77,789	161,760
OTHER FINANCING SOURCES (USES)				
Transfers (to) from Other Funds	-	13,589	13,879	290
Total Other Financing Sources (Uses)	-	13,589	13,879	290
NET CHANGE IN FUND BALANCE	(37,545)	(70,382)	91,668	162,050
Fund Balance - Beginning of Year	74,362	179,970	179,970	-
FUND BALANCE - END OF YEAR	<u>\$ 36,817</u>	<u>\$ 109,588</u>	<u>\$ 271,638</u>	<u>\$ 162,050</u>

See accompanying Notes to Basic Financial Statements.

BROMLEY PARK METROPOLITAN DISTRICT NO. 2
NOTES TO BASIC FINANCIAL STATEMENTS
DECEMBER 31, 2022

NOTE 1 DEFINITION OF REPORTING ENTITY

Bromley Park Metropolitan District No. 2 (the "District"), a quasi-municipal corporation and political subdivision of the State of Colorado, was organized by order and decree of the District Court for Adams County filed on April 23, 1985, and recorded with Adams County Clerk and Recorder on April 25, 1985, and is governed pursuant to provisions of the Colorado Special District Act (Title 32, Article 1, Colorado Revised Statutes). The District's service area is located in Adams and Weld Counties, Colorado entirely within the City of Brighton (the "City"). The District is one of six contiguous districts, South Beebe Draw Metropolitan District (formerly Bromley Park Metropolitan District No. 1), Bromley Park Metropolitan Districts No. 2, 3, 5, 6 and Brighton Crossing Metropolitan District (formerly Bromley Park Metropolitan District No. 4) (collectively, the "Districts" or "SBDMD", "BPMD Nos. 2, 3, 5, or 6", and "BCMD"). The District and BCMD had unrelated Boards of Directors from the other Districts at December 31, 2019. SBDMD, BPMD Nos. 2-3 and BCMD were participants to the Annexation Agreement dated June 4, 1985, as amended (the "Annexation Agreement"), between the City and the prior developer of the majority of the property within the District (BPK Holdings, L.L.C., hereinafter referred to as BPK). BPMD Nos. 5 and 6 were formed in 2000 and it is anticipated that these districts will also participate in the Annexation Agreement. Since their creation, all of the Districts have restructured their boundaries by various inclusions and exclusions within the same general land area.

The District was established principally to provide water, sanitary sewer and storm drainage services and to provide construction, installation, financing and operation of streets, park and recreation, mosquito control, transportation and television relay systems and improvements in addition to the water, sanitary sewer and storm drainage improvements to areas within and outside the boundaries of the District.

On August 4, 1995, in the agreement regarding Designation of District for Remittance of Sales and Use Tax between BPK, SBDMD, BPMD Nos. 2-3 and BCMD, SBDMD was appointed by the parties thereto to receive all sales and use taxes remitted under the Annexation Agreement by the City and to apply the receipts to the common benefit of the Districts.

On March 21, 2000, SBDMD, BPMD Nos. 2-3 and BCMD entered into an Interdistrict Regional Facilities Intergovernmental Agreement, which expanded the responsibilities of SBDMD to include coordination of construction, operation and maintenance of regional facilities with ownership retained by SBDMD. Funding for the regional facilities will be generated from certain fees collected by BPMD Nos. 2-3 and BCMD and transferred to SBDMD.

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.

BROMLEY PARK METROPOLITAN DISTRICT NO. 2
NOTES TO BASIC FINANCIAL STATEMENTS
DECEMBER 31, 2022

NOTE 1 DEFINITION OF REPORTING ENTITY (CONTINUED)

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

The District is not financially accountable for any other organization (including SBDMD, BPMD Nos. 3, 5, or 6, or BCMD), nor is the District a component unit of any other primary governmental entity.

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. Redemption of bonds is recorded as a reduction in liabilities.

BROMLEY PARK METROPOLITAN DISTRICT NO. 2
NOTES TO BASIC FINANCIAL STATEMENTS
DECEMBER 31, 2022

NOTE 2 SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

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

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 the end of the current fiscal period. The major sources of revenue susceptible to accrual are property taxes and specific ownership taxes. All other revenue items are considered to be measurable and available only when cash is received by the District.

The District determined that Developer advances are not considered as revenue susceptible to accrual. Expenditures, other than interest on long-term obligations are recorded when the liability is incurred or the long-term obligation is due.

The District reports the following major governmental funds:

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

The Debt Service Fund accounts for the resources accumulated and payments made for principal and interest on long-term 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 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 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, 2022.

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.

BROMLEY PARK METROPOLITAN DISTRICT NO. 2
NOTES TO BASIC FINANCIAL STATEMENTS
DECEMBER 31, 2022

NOTE 2 SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

Interfund Balances

The District reports interfund balances that are representative of lending/borrowing arrangements between funds in the fund financial statements as due to/from other funds (current portion of interfund loans) or advances to/from other funds (long-term portion of interfund loans). The interfund balances have been eliminated in the government-wide statements.

Property Taxes

Property taxes are levied by the District. 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.

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.

Capital Assets

Capital assets, which include property, plant, equipment and infrastructure assets (e.g., roads, bridges, sidewalks and similar items), are reported in the government-wide financial statements. 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. Depreciation expense has been computed using the straight-line method over the following estimated economic useful lives:

Streets	30 Years
Parks and Recreation	30 Years

Certain capital assets constructed by the District have been conveyed to other governmental entities or to the homeowners' association.

BROMLEY PARK METROPOLITAN DISTRICT NO. 2
NOTES TO BASIC FINANCIAL STATEMENTS
DECEMBER 31, 2022

NOTE 2 SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

Amortization

Bond Insurance and Original Issue Premium

In the government-wide financial statements, bond insurance and bond premiums are deferred and amortized over the life of the bonds using the effective interest method. In the fund financial statements, government fund types recognize bond insurance and bond premiums during the current period. The face amount of debt issued is reported as other financing sources. Bond insurance, whether or not withheld from the actual debt proceed received, are reported as expenditures. Premiums received on debt issuances are reported as other financing sources.

Cost of Bond Refunding

In the government-wide financial statements, the deferred cost of bond refunding is amortized over the life of the deferred bonds using the effective interest method. The amortization amount is a component of interest expense and the unamortized deferred cost is reflected as a deferred outflow of resources.

Deferred Inflow/Outflow of Resources

In addition to assets, the statement of net position reports a separate section for deferred outflows of resources. This separate financial statement element, deferred outflows of resources, represents a consumption of net position that applies to a future period and so will not be recognized as an outflow of resources (expense/expenditure) until that time. The District has two items that qualify for reporting in this category. Accordingly, the items, bond insurance and cost on bond refunding, are deferred and recognized as an outflow of resources in the period that the amounts are incurred.

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

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.

BROMLEY PARK METROPOLITAN DISTRICT NO. 2
NOTES TO BASIC FINANCIAL STATEMENTS
DECEMBER 31, 2022

NOTE 2 SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

Equity (Continued)

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.

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, 2022, are classified in the accompanying financial statements as follows:

Statement of Net Position:

Cash and Investments	\$ 293,826
Cash and Investments - Restricted	2,212,209
Total Cash and Investments	<u><u>\$ 2,506,035</u></u>

BROMLEY PARK METROPOLITAN DISTRICT NO. 2
NOTES TO BASIC FINANCIAL STATEMENTS
DECEMBER 31, 2022

NOTE 3 CASH AND INVESTMENTS (CONTINUED)

Cash and investments as of December 31, 2022, consist of the following:

Deposits with Financial Institutions	\$ 15,464
Investments	<u>2,490,571</u>
Total Cash and Investments	<u><u>\$ 2,506,035</u></u>

Deposits with Financial Institutions

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

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

At December 31, 2022, the District's cash deposits had a bank balance and a carrying balance of \$15,464.

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.

BROMLEY PARK METROPOLITAN DISTRICT NO. 2
NOTES TO BASIC FINANCIAL STATEMENTS
DECEMBER 31, 2022

NOTE 3 CASH AND INVESTMENTS (CONTINUED)

Investments (Continued)

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
- . Certain international agency securities
- . 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, 2022, the District had the following investments:

<u>Investment</u>	<u>Maturity</u>	<u>Amount</u>
Colorado Surplus Asset Fund Trust (CSAFE)	Weighted-Average Under 60 Days	<u>\$ 2,490,571</u>

CSAFE

The District invested in the Colorado Surplus Asset Fund Trust ("CSAFE," sometimes referred to herein as the "Trust"), which is an investment vehicle established by state statute for local government entities to pool surplus assets. The State Securities Commissioner administers and enforces all State statutes governing the Trust. The Trust currently offers two portfolios – CSAFE CASH FUND and CSAFE CORE.

CSAFE CASH FUND operations similar to a money market fund, with each share valued at \$1.00. CSAFE may invest in U.S. Treasury securities, repurchase agreements collateralized by U.S. Treasury securities, certain money market funds and highest rated commercial paper, any security allowed under CRS 24-75-601.

CSAFE CORE, a variable Net Asset Value (NAV) Local Government Investment Pool, offers weekly liquidity and is managed to approximate a \$2.00 transactional share price. CSAFE CORE 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, and any security allowed under CRS 24-75-601.

BROMLEY PARK METROPOLITAN DISTRICT NO. 2
NOTES TO BASIC FINANCIAL STATEMENTS
DECEMBER 31, 2022

NOTE 3 CASH AND INVESTMENTS (CONTINUED)

CSAFE (Continued)

A designated custodial bank serves as custodian for CSAFE's portfolio pursuant to a custodian agreement. The custodian acts as safekeeping agent for CSAFE's investment portfolio and provides services as the depository in connection with direct investments and withdrawals. The custodian's internal records segregate investments owned by CSAFE. CSAFE CASH FUND is rated AAmmf and CSAFE CORE is rated AAf/S1 by Fitch Ratings. CSAFE records its investments at amortized cost and the District records its investments in CSAFE at net asset value as determined by amortized cost. There are no unfunded commitments, the redemption frequency is daily and there is no redemption notice period.

NOTE 4 CAPITAL ASSETS

An analysis of the changes in property for the year ended December 31, 2022, follows:

	Balance at December 31, 2021	Additions	Retirements	Balance at December 31, 2022
Capital Assets, Not Being Depreciated:				
Storm Drainage Channel	\$ 500,000	\$ -	\$ -	\$ 500,000
Construction in Progress	5,645,965	101,968	-	5,747,933
Total Capital Assets, Not Being Depreciated	6,145,965	101,968	-	6,247,933
Capital Assets, Being Depreciated:				
Park and Recreation	942,774	-	-	942,774
Streets	1,605,136	-	-	1,605,136
Total Capital Assets, Being Depreciated	2,547,910	-	-	2,547,910
Less Accumulated Depreciation for:				
Park and Recreation	65,471	31,426	-	96,897
Streets	111,469	53,505	-	164,974
Total Accumulated Depreciation	176,940	84,931	-	261,871
Total Capital Assets, Being Depreciated, Net	2,370,970	(84,931)	-	2,286,039
Governmental Activities - Capital Assets	\$ 8,516,935	\$ 17,037	\$ -	\$ 8,533,972

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

General Government	<u>\$ 84,931</u>
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The majority of capital assets constructed by the District in previous years have been dedicated to other governments for ownership and maintenance. When the property is dedicated, the District removes the cost of construction from capital assets. The District will retain ownership of two storm drainage ponds and certain landscaping features.

BROMLEY PARK METROPOLITAN DISTRICT NO. 2
NOTES TO BASIC FINANCIAL STATEMENTS
DECEMBER 31, 2022

NOTE 5 LONG-TERM OBLIGATIONS

The following is an analysis of changes in long-term obligations for the year ended December 31, 2022:

	Balance December 31, 2021	Additions	Deletions	Balance December 31, 2022	Current Portion
Governmental Activities:					
General Obligation Bonds Payable:					
Series 2018A Bonds	\$ 26,495,000	\$ -	\$ 550,000	\$ 25,945,000	\$ 575,000
Direct Borrowings and Direct Placements:					
Series 2018B Bonds	8,115,000	-	-	8,115,000	-
Series 2018C Bonds	6,297,000	-	-	6,297,000	-
Series 2018D Bonds	8,000,000	-	-	8,000,000	-
Total Bonds Payable	48,907,000	-	550,000	48,357,000	575,000
Accrued Interest on:					
Series 2018C Bonds	20,596	474,407	284,000	211,003	-
Series 2018D Bonds	1,196,679	721,940	-	1,918,619	-
Unamortized Premium 2018A Bonds	982,907	-	64,805	918,102	-
Total Long Term Obligations	\$ 51,107,182	\$ 1,196,347	\$ 898,805	\$ 51,404,724	\$ 575,000

The detail of the District's long-term obligation is as follows:

General Obligation Bonds

The Senior General Obligation Limited Tax Refunding Bonds, Series 2018A (the "Senior Bonds," and sometimes referred to herein as the "2018A Bonds"), the First Subordinate General Obligation Limited Tax Refunding Bonds, Series 2018B (the "First Subordinate Bonds," and sometimes referred to herein as the "2018B Bonds"), the Second Subordinate General Obligation Limited Tax Bonds, Series 2018C (the "Second Subordinate Bonds," and sometimes referred to herein as the "2018C Bonds"), and the Third Subordinate General Obligation Limited Tax Bonds, Series 2018D (the "Third Subordinate Bonds," and sometimes referred to herein as the "2018D Bonds") (collectively referred to as the "Bonds") were issued by the District on April 5, 2018, in the amounts of \$28,855,000, \$8,325,000, \$6,408,000 and \$8,000,000, respectively.

Proceeds from the sale of the Senior Bonds and the First Subordinate Bonds were used for the purposes of paying a portion of the costs of refunding all of the District's outstanding General Obligation Refunding Bonds, Series 2007, and the District's General Obligation Limited Tax Convertible Zero Coupon Bonds, Series 2007 (the "Series 2007 Bonds"). Only proceeds of the Senior Bonds were used to fund: (i) the Senior Reserve Fund; (ii) costs in connection with the issuance of the Senior Bonds; and (iii) certain costs in connection with the issuance of the First Subordinate Bonds. Only proceeds of the First Subordinate Bonds, together with District funds on hand, were used to fund: (i) the First Subordinate Reserve Fund and (ii) other costs in connection with the issuance of the First Subordinate Bonds.

BROMLEY PARK METROPOLITAN DISTRICT NO. 2
NOTES TO BASIC FINANCIAL STATEMENTS
DECEMBER 31, 2022

NOTE 5 LONG-TERM OBLIGATIONS (CONTINUED)

General Obligation Bonds (Continued)

The Second Subordinate Bonds were issued to reimburse Kings Co, LLC for the costs of certain public improvements which were costs incurred under the 2018 Advance and Reimbursement Agreement (as defined below) and which reimbursement rights were acquired by Kings Co, LLC pursuant to the Termination of the Capital Fee Reimbursement Agreement (see Note 7) and a portion of which are now reimbursable to Kings Co, LLC under the 2018 Advance and Reimbursement Agreement.

The Third Subordinate Bonds were issued to evidence the District's reimbursement obligation with respect to advances made or improvements to be constructed or caused to be constructed and expected to be made by Kings Co, LLC pursuant to the 2018 Advance and Reimbursement Agreement.

Senior Bonds

The Senior Bonds bear interest at rates ranging from 3.50% to 5.00% payable semi-annually on June 1 and December 1, which began on June 1, 2018. The Senior Bonds issued as serial bonds mature on December 1 of the years 2018 through 2023; thereafter, the Senior Bonds issued as term bonds have annual mandatory sinking fund principal payments due on December 1, commencing December 1, 2024. The Senior Bonds are subject to redemption prior to maturity, at the option of the District, on December 1, 2028, and on any date thereafter, upon payment of principal and accrued interest, without redemption premium. The Senior Bonds mature on December 1, 2047.

Pursuant to the 2018A Bonds Senior Indenture of Trust (the "Senior Indenture"), the District has covenanted to impose a Senior Required Mill Levy (as defined in the Senior Indenture) each year in an amount sufficient to pay the Senior Bonds as they come due, and if necessary, an amount sufficient to replenish the Senior Reserve Fund (as defined in the Senior Indenture) to the amount of the Required Senior Reserve (as defined in the Senior Indenture), but not in excess of 78.725 mills, as adjusted for any change in the method of calculating assessed valuation after the date of the Senior Indenture. The District levied 51.788 mills for collection in 2022.

The Senior Bonds are also secured by amounts on deposit in the Senior Reserve Fund, which were funded from proceeds of the Senior Bonds in the amount equal to the Required Senior Reserve Fund of \$839,575.

First Subordinate Bonds

The First Subordinate Bonds bear interest at 6.375% payable annually on December 15, beginning on December 15, 2018. Annual mandatory sinking fund principal payments are due on December 15, beginning on December 15, 2018. The First Subordinate Bonds mature on December 15, 2047. As stated in the 2018B Bonds First Subordinate Indenture of Trust (the "First Subordinate Indenture"), the First Subordinate Bonds are subject to redemption prior to maturity, at the option of the District, on December 15, 2023, and on any date thereafter, upon payment of par, accrued interest, and a redemption premium of a decreasing percentage.

BROMLEY PARK METROPOLITAN DISTRICT NO. 2
NOTES TO BASIC FINANCIAL STATEMENTS
DECEMBER 31, 2022

NOTE 5 LONG-TERM OBLIGATIONS (CONTINUED)

First Subordinate Bonds (continued)

Pursuant to the First Subordinate Indenture, a Subordinate Required Mill Levy (as defined in the First Subordinate Indenture) is imposed each year in an amount sufficient to pay the First Subordinate Bonds as they come due, and if necessary, an amount sufficient to replenish the First Subordinate Reserve Fund (as defined in the First Subordinate Indenture) to the amount of the Required First Subordinate Reserve (as defined in the First Subordinate Indenture), but (i) not in excess of 78.725 mills (as adjusted) less the amount of the Senior Required Mill Levy; and (ii) for so long as the first Subordinate Surplus Fund (as defined in the First Subordinate Indenture) is less than the Maximum First Subordinate Surplus Amount (as defined in the First Subordinate Indenture), not less than 78.725 mills (as adjusted) less the amount of the Senior Bond Mill Levy.

The First Subordinate Bonds are secured by amounts on deposit in the First Subordinate Reserve Fund, which was funded from proceeds of the First Subordinate Bonds in amounts equal to the Required First Subordinate Reserve Fund of \$459,687. The First Subordinate Indenture also provides that the First Subordinate Pledged Revenue that is not needed to pay debt service on the First Subordinate Bonds in any year will be deposited to and maintained in the First Subordinate Surplus Fund in an amount up to the Maximum First Subordinate Surplus Amount of \$832,500 for so long as any First Subordinate Bond is outstanding.

Second and Third Subordinate Bonds

The Second Subordinate Bonds and the Third Subordinate Bonds bear interest at the rate of 7.85% per annum, payable annually on December 15, beginning December 15, 2018, from, and to the extent of, Second and Third Subordinate Pledged Revenue (as defined in the Series 2018C and Series 2018D Bonds Indenture of Trust, (the "Second and Third Subordinate Indenture")), available, if any, and mature on December 15, 2047. The Second Subordinate Bonds and the Third Subordinate Bonds are structured as cash flow bonds meaning that there are no scheduled payments of principal or interest prior to the final maturity date. Unpaid interest on the Second Subordinate Bonds and the Third Subordinate Bonds compounds annually on each December 15.

Pursuant to the Second and Third Subordinate Indenture, the District has covenanted to impose a Second and Third Subordinate Required Mill Levy (as defined in the Second and Third Subordinate Indenture) each year in the amount of (i) not more than 78.725 mills less the amount of the Senior Bond Required Mill Levy and the First Subordinate Bond Required Mill Levy, or such lesser mill levy which will fund the Second Subordinate Bond Fund and the Third Subordinate Bond Fund in the amount of the Oil and Gas Revenue, and (ii) not less than 50 mills less the amount of the Senior Bond Required Mill Levy and the First Subordinate Required Mill Levy. It is the intent that if the amount of the Senior Bond Required Mill Levy and the First Subordinate Bond Required Mill Levy equals or exceeds 78.725 mills (as adjusted) in any year, the Second and Third Subordinate Required Mill Levy for that year shall be zero.

BROMLEY PARK METROPOLITAN DISTRICT NO. 2
NOTES TO BASIC FINANCIAL STATEMENTS
DECEMBER 31, 2022

NOTE 5 LONG-TERM OBLIGATIONS (CONTINUED)

Second and Third Subordinate Bonds (continued)

Pursuant to and as defined in the Second and Third Subordinate Indenture, the Oil and Gas Revenue is a dollar amount equal to the revenue which would be produced by an annual mill levy of 50 mills on taxable properties of the District which are assessed as oil and gas leaseholds and lands. It is the intent that the calculation of the foregoing amount: (i) shall be made on the basis of an assumed annual mill levy of 50 mills (as adjusted), regardless of whether the District's actual mill levy is equal to or higher or lower than such mill levy, and regardless of whether the calculated amount is actually available; and (ii) shall be on a cumulative annual basis so that if in any one year the amount available for credit is less than the full calculated amount, such deficiency shall be made up by subsequent credits of Second and Third Subordinate Pledged Revenue.

Pursuant to the 2018 Advance and Reimbursement Agreement, Kings Co, LLC agrees to advance the District up to \$2,500,000 (the "Maximum Revenue Advance Amount") for the District's construction related expenses associated with additional improvements, using debt service payments to be received by Kings Co, LLC (in its capacity as the owner of the Second Subordinate Bonds) from the District on the Second Subordinate Bonds, to the extent Second and Third Subordinate Pledged Revenue is available for the debt service payments. The parties also agreed that Kings Co, LLC may provide Future Advances in excess of the Maximum Revenue Advance Amount, up to a maximum amount of \$5,500,000, on a periodic basis as needed by the District for fiscal years 2018 through 2021.

Specifically, on each payment date for the Second Subordinate Bonds, any payment intended to be made by the District to Kings Co, LLC as payment for debt service on the Second Subordinate Bonds ("Second Subordinate Bond Payment(s)"), up to the Maximum Revenue Advance Amount, shall be immediately credited by UMB Bank, N.A., Denver, Colorado, as trustee (the "Trustee") to the Project Fund (as defined in the Second and Third Subordinate Indenture) associated with the Third Subordinate Bonds.

Any such Second Subordinate Bond Payment credited to the Project Fund shall be deemed an incremental issuance of the Third Subordinate Bonds in principal amounts equal to the dollar amount of each such Future Advance (the "Future Advance(s)," as defined in the Second and Third Subordinate Indenture). The District shall be entitled to retain any such Future Advances, which shall be utilized to fund improvements, and shall be repaid to Kings Co, LLC as a result of issuance of the Third Subordinate Bonds.

Once the District has received \$2,500,000 in advances under the 2018 Advance and Reimbursement Agreement, whether from Second Subordinate Bond Payment(s) or from Future Advances from Kings Co, LLC, the District shall release all future Second Subordinate Bond Payment(s) for payment directly to Kings Co, LLC or current owner of the Second Subordinate Bonds, pursuant to the 2018 Advance and Reimbursement Agreement, under the Second and Third Subordinate Indenture.

BROMLEY PARK METROPOLITAN DISTRICT NO. 2
NOTES TO BASIC FINANCIAL STATEMENTS
DECEMBER 31, 2022

NOTE 5 LONG-TERM OBLIGATIONS (CONTINUED)

Pledged Revenues

The Bonds are secured by and payable solely from and to the extent of Pledged Revenue generally consisting of moneys derived by the District from the following sources, net of any costs of collection:

- (i) the Required Mill Levy;
- (ii) the portion of the Specific Ownership Tax which is collected as a result of the imposition of the Required Mill Levy;
- (iii) the Capital Fees, if any; and
- (iv) any other legally available moneys which the District determines to transfer to the Trustee for application as Pledged Revenue.

The Second and Third Subordinate Pledged Revenue also includes Oil and Gas Revenue (as defined in the Second and Third Subordinate Indenture).

Events of Default

Events of default occur if the District does not impose the Required Mill Levy, does not apply Pledged Revenue as required, and other customary terms and conditions consistent with normal municipal financings.

The District's outstanding Senior General Obligation of \$28,855,000 and First, Second, and Third Subordinate Bonds from direct borrowings and direct placements related to governmental activities of \$19,173,000 contain a provision regarding certain events of default, for which acceleration is not a remedy. Upon the occurrence of an Event of Default, the Trustee shall have the right to: receivership, suit for judgment, or any other suit, action, or proceeding at law or in equity to enforce all rights of Owners.

The District's general obligation bond principal and interest, excluding the Second and Third Subordinate Bonds, will mature as follows:

Year Ending December 31,	Bonded Debt		Notes from Direct Borrowings and Direct Placements		Total
	Principal	Interest	Principal	Interest	
2023	\$ 575,000	\$ 1,099,400	\$ -	\$ 517,331	\$ 2,191,731
2024	605,000	1,070,650	-	517,331	2,192,981
2025	635,000	1,040,400	-	517,331	2,192,731
2026	670,000	1,008,650	15,000	517,331	2,210,981
2027	700,000	975,150	20,000	516,375	2,211,525
2028-2032	4,070,000	4,313,750	470,000	2,530,557	11,384,307
2033-2037	5,070,000	3,313,926	1,135,000	2,301,695	11,820,621
2038-2042	6,150,000	2,231,468	2,110,000	1,822,932	12,314,400
2043-2047	7,470,000	911,650	4,365,000	993,863	13,740,513
Total	<u>\$ 25,945,000</u>	<u>\$ 15,965,044</u>	<u>\$ 8,115,000</u>	<u>\$ 10,234,746</u>	<u>\$ 60,259,790</u>

BROMLEY PARK METROPOLITAN DISTRICT NO. 2
NOTES TO BASIC FINANCIAL STATEMENTS
DECEMBER 31, 2022

NOTE 5 LONG-TERM OBLIGATIONS (CONTINUED)

Authorized Debt

On November 7, 2000, a majority of the qualified electors of the District authorized the issuance of indebtedness in an amount not to exceed \$119,095,000 at an interest rate not to exceed 15% per annum. At December 31, 2022, the District had authorized but unissued indebtedness from these elections in the following amounts allocated for the following purposes:

	Authorized 11/07/2000 Election	Authorization Used Series 2002A-1 Series 2002A-2 Series 2002B Series 2003	Authorization Used Series 2007A	Authorization Used Series 2007B	Authorization Used Series 2018A Series 2018B	Authorization Used Series 2018C	Authorization Used Series 2018D	Remaining at December 31, 2022
Street	\$ 24,000,000	\$ 8,023,100	\$ -	\$ 3,465,000	\$ -	\$ 3,264,000	\$ 2,858,000	\$ 6,389,900
Safety Protection	625,000	-	-	-	-	-	-	625,000
Parks and Recreation	8,700,000	4,785,400	-	2,345,000	-	-	1,354,000	215,600
Water	10,000,000	4,053,250	-	1,230,000	-	1,197,000	2,188,000	1,331,750
Sanitation	12,200,000	3,988,250	-	4,135,000	-	1,947,000	1,600,000	529,750
Television Relay	1,000,000	-	-	-	-	-	-	1,000,000
Mosquito Control	320,000	-	-	-	-	-	-	320,000
Public Transportation	1,250,000	-	-	-	-	-	-	1,250,000
Operations	1,000,000	150,000	-	-	-	-	-	850,000
Refunding	60,000,000	-	2,815,000	-	5,370,000	-	-	51,815,000
Total	<u>\$ 119,095,000</u>	<u>\$ 21,000,000</u>	<u>\$ 2,815,000</u>	<u>\$ 11,175,000</u>	<u>\$ 5,370,000</u>	<u>\$ 6,408,000</u>	<u>\$ 8,000,000</u>	<u>\$ 64,327,000</u>

The District had prior debt authorization from an election in 1985 totaling \$24,634,000 which may have been affected by the TABOR amendment. The District also had prior debt authorizations from elections in 1994 and 1997 for \$83,865,736 and \$24,000,000, respectively, which may be considered stale. The authorized debt from the 1985, 1994 and 1997 elections is not included in the above table.

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.

NOTE 6 NET POSITION

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

Net 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. As of December 31, 2022, the District had net investment in capital assets calculated as follows:

Net Investment in Capital Assets:

Capital Assets, Net of Related Debt	\$ (5,538,878)
Net Investment in Capital Assets	<u>\$ (5,538,878)</u>

Restricted assets include net position that are restricted for use either externally imposed by creditors, grantors, contributors, or laws and regulations of other governments or imposed by law through constitutional provisions or enabling legislation. The District had restricted net position as of December 31, 2022, as follows:

BROMLEY PARK METROPOLITAN DISTRICT NO. 2
NOTES TO BASIC FINANCIAL STATEMENTS
DECEMBER 31, 2022

NOTE 6 NET POSITION (CONTINUED)

Restricted Net Position:

Emergency Reserve	\$ 11,400
Debt Service	2,101,884
Total	<u>\$ 2,113,284</u>

The District has a deficit in unrestricted net position. This deficit amount is a result of the District being responsible for the repayment of bonds issued for public improvements which were conveyed to other governmental entities and which costs were removed from the District's financial records.

NOTE 7 RELATED PARTY

Two of the members of the Board of Directors are employees of, owners of, or are otherwise associated with Kings Co, LLC and may have conflicts of interest in dealing with the District. Kings Co, LLC is the current developer of property within the District and is the current holder of the 2018 Advance and Reimbursement Agreement.

During 2022, the District reimbursed the Developer \$101,968 for District eligible capital expenditures paid for by the developer that were certified by an independent engineer. This reimbursement included an overpayment of \$9,558 that is being held as a receivable from the Developer.

2018 Advance and Reimbursement Agreement

The District and Kings Co, LLC entered into an Advance and Reimbursement Agreement dated April 5, 2018 whereby, in consideration of Kings Co.'s agreement to advance additional funds for the construction of public infrastructure for the benefit of the District's constituents, Kings Co LLC will be entitled to reimbursement for a portion of the advances made to the District pursuant to the Original Advance and Reimbursement Agreement in the amount of \$6,408,000. The revenue source for repayment of the reimbursement will be the issuance of the 2018C Bonds.

The District also acknowledges that it does not currently have sufficient monies available to fund additional improvements within the District. The District estimates the total cost of the additional improvements to be \$8,000,000. In accordance with the 2018 Advance and Reimbursement Agreement, the District issued the Third Subordinate Bonds in order to reimburse Kings Co, LLC for advances made related to the additional improvements.

Construction Management Agreement

The District and Kings Co, LLC entered into an Agreement for Construction Management Services, dated March 26, 2002, whereby Kings Co, LLC is to provide construction management services during the construction of certain improvements. The management fee is 4% of the amount of the construction contract awards. During 2022, the District did not incur any construction management fee expenses.

BROMLEY PARK METROPOLITAN DISTRICT NO. 2
NOTES TO BASIC FINANCIAL STATEMENTS
DECEMBER 31, 2022

NOTE 7 RELATED PARTY (CONTINUED)

Amended and Restated Agreement Regarding Construction of Homestead Phase II and Phase III Improvements

The District and Kings Co, LLC entered into an Agreement Regarding Construction of Homestead Phase II and Phase III Improvements dated June 28, 2019 and as amended and restated on October 3, 2019. Pursuant to the agreement, the District will design, construct, and complete the Tract E Park and 50th Avenue Improvements (as defined therein) and will pay for construction related expenses. The District shall enter into an Escrow Agreement with the City of Brighton and will deposit 115% of the Tract E Park portion of the construction related expenses into an escrow account, from which the District will periodically draw funds in order to pay for the construction related expenses. Also pursuant to the agreement, Kings Co, LLC will design, construct, and complete the Storm Drain Phases II and III Improvements (as defined therein) and will pay for the construction related expenses and submit for reimbursement from the District eligible expenses as verified by an independent engineer and pursuant to the 2018 Advance and Reimbursement Agreement.

NOTE 8 CONTRACTS AND AGREEMENTS

City of Brighton

Pursuant to the Annexation Agreement, as amended, by the First, Second, Third and Fourth Amendments, among BPK, the City, SBDMD, BPMD Nos. 2-3 and BCMD; among BPK, the City of Brighton, Adams County, SBDMD, BPMD Nos. 2-3 and BCMD; and the Interdistrict Regional Facilities Intergovernmental Agreement dated March 21, 2000, and amended in 2003, among SBDMD, BPMD Nos. 2-3 and BCMD, the parties have the following mutual responsibilities:

In general, the Districts and BPK or transferees are to install improvements and transfer the installed facilities, except for certain specified improvements, to the City for ownership, maintenance and operation.

Streets - Bromley Lane was improved by funding from the City, BPK, and the Districts. The City is to reimburse BPK for certain sections over a five-year period or require landowners to pay their pro rata share plus interest to the Districts when annexed to the City. The Districts are to pay for their certain sections when development dictates. During 2001, BCMD transferred the responsibility to plant and maintain the medians to BPMD No. 5.

Danube Street is to be developed and installed, but if completed by BPK or the Districts, the City will reimburse the Districts for a portion of the costs incurred. The Districts agree to perform street reconstruction and asphalt overlays on all streets as requested from the City as long as the sales and use taxes are remitted by the City. Other streets are to be constructed by the Districts and transferred to the City for perpetual maintenance.

BROMLEY PARK METROPOLITAN DISTRICT NO. 2
NOTES TO BASIC FINANCIAL STATEMENTS
DECEMBER 31, 2022

NOTE 8 CONTRACTS AND AGREEMENTS (CONTINUED)

City of Brighton (continued)

Water - On May 28, 1996, a Third Amendment to the Annexation Agreement was completed which provides that the City will provide water service to the Districts to full development as determined under the Phase Master Plans under certain conditions. Of the City's water plant investment fee, \$300 is paid to or retained by the District. In consideration of the Developer designing all irrigation systems after December 8, 1998, so that they are capable of being converted to a nonpotable water system, the City will provide water taps for certain public areas at no charge. Effective November 1, 2005, the water development fee charged by the District for lots over 10,000 square feet in size is \$510.

Sewer - The City is to provide sewage collection and treatment capacity to the full development of the BPK property. Pursuant to the Fourth Amendment to the Annexation Agreement, dated October 24, 1997, the City has fulfilled its obligation to provide wastewater treatment facilities for the property draining into the Beebe Draw Basin by execution of the Beebe Draw Wastewater Agreement with the Town of Lochbuie. The City remains obligated to provide transmission and treatment service to the property draining into the South Platte Basin. SBDMD or BPK is obligated to install, at its expense, all sanitary sewer collection and transmission facilities as stipulated in the Sanitary Sewer Master Plan.

Storm Drainage - The City agrees to provide all offsite storm drainage improvements for the BPK property. The Third Amendment to the Annexation Agreement provides that SBDMD may undertake to provide storm drainage to property within SBDMD, District Nos. 2-3 and BCMD, as well as adjoining properties. In such event, SBDMD would pay for offsite improvements and the City shall forego collecting drainage fees and reimbursement. The Districts and/or BPK are to construct all onsite storm drainage improvements. The District collects a storm drainage facility fee of \$1,625 per dwelling unit. Effective November 1, 2005, the storm drainage facility fee for lots over 10,000 square feet in size is \$2,754.

Community Park Construction Agreement

During 2003, the District entered into that certain Community Park Construction Agreement with the City and the Developer (the "Community Park Construction Agreement") that outlined the Developer's and District's obligation to design and construct a neighborhood and community park within the District. Pursuant to the Community Park Construction Agreement, the City is to impose and collect a Community Park Impact Fee (as defined therein), which is a fee that is separate from the District park development fee. The Community Park Impact Fee is \$250 per unit. The City is to escrow these funds and the District can be reimbursed for its actual costs to design and construct the community park to the extent of fees collected by the City. Up to \$25,000 can be reimbursed to the District for design costs of the park, with the remainder of the fee being reimbursed, to the extent of actual costs, upon the completion of the construction of the park. The Agreement indicates that the community park is to be completed no later than the issuance of a building permit for the 508th dwelling unit constructed within the District. The District incurred actual construction costs in the amount of \$762,241 and requested reimbursement from the City for these costs. Cumulative to date, the District has received reimbursement of \$558,990. The District anticipates receiving the remaining amount of \$203,251 in future years to the extent fees are collected.

BROMLEY PARK METROPOLITAN DISTRICT NO. 2
NOTES TO BASIC FINANCIAL STATEMENTS
DECEMBER 31, 2022

NOTE 8 CONTRACTS AND AGREEMENTS (CONTINUED)

Sales and Use Tax - Until the earlier of December 16, 2025, or the repayment of all the Districts' outstanding debt related to the funding of facilities and services within the Districts' service area, the City agrees to remit annually one third (1/3) of the sales and use taxes (excluding the 0.75% recreation sales and use tax) generated and collected within the Districts to SBDMD. The Interdistrict Regional Facilities Intergovernmental Agreement dated March 21, 2000, and the Intergovernmental Agreement Regarding Sales and Use Taxes, dated August 4, 1995, allow for the sharing of this revenue among the Districts.

Beebe Draw Wastewater Service Agreement

On November 4, 1997, District Nos. 1-4 entered into the Beebe Draw Wastewater Service Agreement with the City and the Town of Lochbuie (Town) to provide a comprehensive program to finance, construct, and operate wastewater facilities within the Beebe Draw drainage basin. SBDMD is responsible for constructing and financing certain sewer lines and is to receive fees from all areas served by the lines, including property within the District. Plant Investment Fees (PIF) are due for connections to the sewer system for treatment facilities within the corporate limits of the Town to be paid directly by builders to the Town. Future expansion of the facilities will be coordinated under the terms of this agreement.

Further, under the agreement, Brighton and Lochbuie are to collect and remit to SBDMD certain "SBDMD fees" equal to the greater of \$1,000 or 40% of the applicable PIF imposed by the Town for a sewer tap connection. SBDMD fees are applied toward payment of the SBDMD 1997 bonds and for other District purposes.

Storm Drainage Management Agreement

On March 19, 1997, SBDMD, the Beebe Draw Drainage Company LLC and the Farmers Reservoir and Irrigation Company (FRICO) entered into the Storm Drainage Management Agreement wherein SBDMD acquired the right to discharge storm water from property within the Districts and the Beebe Draw Drainage area into the storm drainage and maintenance facilities owned and operated by the drainage company. SBDMD agrees to collect and pay certain fees to the drainage company to defray the cost of drainage improvements required to serve the Districts.

In April 2004, SBDMD entered into a Global Settlement Agreement whereby the Storm Drainage Management Agreement of March 19, 1997, was replaced and superseded by a Restated Drainage Agreement entered into by FRICO and SBDMD. In addition, SBDMD purchased from the Beebe Draw Drainage Company for \$4 million, an undivided 80% interest in a storm drainage easement, which is the right to discharge storm water into the Beebe Seep as contemplated by the Master Drainage Plan.

BROMLEY PARK METROPOLITAN DISTRICT NO. 2
NOTES TO BASIC FINANCIAL STATEMENTS
DECEMBER 31, 2022

NOTE 8 CONTRACTS AND AGREEMENTS (CONTINUED)

Infrastructure

The District imposes an infrastructure fee, a system development fee, and a park development fee. Pursuant to a Development Agreement, as amended by 1st and 2nd amendments, between SBDMD and BPMD No. 2 and Brighton dated April 17, 1998, and a Joint Resolution of SBDMD, BPMD Nos. 2-3 and BCMD effective as of July 1, 2003, the City agreed to collect the District infrastructure fee of not less than \$1,075, a District system development fee of not less than \$50 and a District park development fee of not less than \$1,340 upon issuance of a building permit for each single family home. The City remits the fees to SBDMD which may remit to the District. The Districts agree to use the park development fees for public improvements such as the construction of parks.

On August 17, 2004, the Districts entered into an agreement whereby the City will no longer collect fees on behalf of the Districts. The Districts have contracted with an independent third-party to collect the fees on behalf of the Districts.

Effective February 23, 2006, the District adopted a resolution that increased the infrastructure fee to \$1,836 per unit and the District system development fee to \$65 per unit for lots over 10,000 square feet in size. The fees on lots under 10,000 square feet did not change.

Cost Sharing Agreement with Brighton East Farms Home Owners Association

On July 1, 2007, the District entered into an agreement with the Brighton East Farms Homeowners Association (the "BEF HOA") for cost sharing of operation and maintenance expenses for Tracts F and U, Brighton East Farms Filing No. 1 (the "BEF Tracts"). Under this agreement the District will reimburse the BEF HOA for maintenance and operation costs associated with these Tracts. The District will reimburse 27.67% of the costs of weekly lawn maintenance and the irrigation system, 100% of maintenance for the monuments and snow removal within the BEF Tracts, and 53.87% of the water bill for the tap located at 4219 Harvest Lane. The BEF HOA expressly understands and agrees that the maximum annual amount the District shall be liable for under this agreement is \$90,000, unless an increase is approved by the District's Board of Directors. This agreement terminates each December 31 and renews for one-year terms unless one party gives 60 days written notice prior to December 1 that they will not be renewing the agreement.

BROMLEY PARK METROPOLITAN DISTRICT NO. 2
NOTES TO BASIC FINANCIAL STATEMENTS
DECEMBER 31, 2022

NOTE 8 CONTRACTS AND AGREEMENTS (CONTINUED)

Cost Sharing Agreement with Parkside at Brighton East Farms Home Owners Association

On April 2, 2019, the District entered into an agreement with the Parkside at Brighton East Farms Home Owners Association (the "Parkside HOA") for cost sharing of operation and maintenance expenses for Tract M, Brighton East Farms Filing No. 1 and Filing No. 2 Administrative Amendment No. 1 (the "Tract"). Under this agreement the District will reimburse the Parkside HOA for maintenance and operation costs associated with the Tract. The Parkside HOA expressly understands and agrees that the District shall reimburse the Parkside HOA in 2019 an amount not to exceed \$23,000 for maintenance service costs and an amount not to exceed \$5,000 for capital improvements. The Parkside HOA also expressly understands and agrees that, beyond the 2019 calendar year, the maximum annual amount the District shall be liable for under this agreement is \$40,000. This agreement terminates each December 31 and renews for one-year terms unless one party gives 60 days written notice prior to December 1 that they will not be renewing the agreement.

Facilities Maintenance Agreement for Drainage Facilities Located on Private Property

On November 16, 2020, the District entered into an agreement with Kings Co, LLC and the City of Brighton for the conveyance of an easement from Kings Co, LLC to the District and for the continued operation, maintenance, repair, and replacement as necessary of the permanent stormwater drainage facilities to handle releases of developed flows from Brighton East Farms Filing No. 3 to Regional Pond 331.

NOTE 9 RISK MANAGEMENT

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

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

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

BROMLEY PARK METROPOLITAN DISTRICT NO. 2
NOTES TO BASIC FINANCIAL STATEMENTS
DECEMBER 31, 2022

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.

On November 7, 2000, a majority of the District's electors authorized the District to collect and spend or retain in reserve taxes of \$1,000,000 annually without regard to any limitations imposed by TABOR for general operations and maintenance of the District.

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's management has taken such steps as it believes necessary to comply with the provisions of TABOR. However, TABOR is complex and subject to interpretation. Many of the provisions, including the interpretation of how to calculate Fiscal Year Spending limits will require judicial interpretation.

SUPPLEMENTARY INFORMATION

BROMLEY PARK METROPOLITAN DISTRICT NO. 2
DEBT SERVICE FUND
SCHEDULE OF REVENUES, EXPENDITURES, AND CHANGES IN FUND BALANCE –
BUDGET AND ACTUAL
YEAR ENDED DECEMBER 31, 2022

	Budget Amounts		Actual	Variance with
	Original	Final	Amounts	Final Budget
				Positive
				(Negative)
REVENUES				
Property Taxes	\$ 2,314,948	\$ 2,345,595	\$ 2,315,286	\$ (30,309)
Specific Ownership Taxes	157,117	147,274	167,093	19,819
Net Investment Income	1,000	13,750	57,735	43,985
Total Revenues	2,473,065	2,506,619	2,540,114	33,495
EXPENDITURES				
Current:				
County Treasurer's Fee	34,724	35,184	34,787	397
Contingency	834	-	-	-
Debt Service:				
Bond Interest - Series 2018A	1,126,900	1,126,900	1,126,900	-
Bond Interest - Series 2018B	517,331	517,331	517,331	-
Bond Interest - Series 2018C	229,679	333,402	284,000	49,402
Bond Principal - Series 2018A	550,000	550,000	550,000	-
Paying Agent Fees	10,500	10,500	10,500	-
Total Expenditures	2,469,968	2,573,317	2,523,518	49,799
NET CHANGE IN FUND BALANCE	3,097	(66,698)	16,596	83,294
Fund Balance - Beginning of Year	2,131,762	2,198,460	2,198,460	-
FUND BALANCE - END OF YEAR	<u>\$ 2,134,859</u>	<u>\$ 2,131,762</u>	<u>\$ 2,215,056</u>	<u>\$ 83,294</u>

BROMLEY PARK METROPOLITAN DISTRICT NO. 2
CAPITAL PROJECTS FUND
SCHEDULE OF REVENUES, EXPENDITURES, AND CHANGES IN FUND BALANCE –
BUDGET AND ACTUAL
YEAR ENDED DECEMBER 31, 2022

	Budget Amounts		Actual	Variance with
	Original	Final	Amounts	Final Budget
				Positive
				(Negative)
REVENUES				
Interest Income	\$ -	\$ 1,065	\$ 764	\$ (301)
Oil Lease	-	112,000	111,526	\$ (474)
Total Revenues	-	113,065	112,290	(775)
EXPENDITURES				
Capital Outlay	-	121,380	101,968	19,412
Interest on Developer Advance	-	559	-	559
Total Expenditures	-	121,939	101,968	19,971
EXCESS OF REVENUES OVER				
(UNDER) EXPENDITURES	-	(8,874)	10,322	19,196
OTHER FINANCING SOURCES (USES)				
Developer Advance	-	121,380	-	(121,380)
Repay Developer Advance	-	(111,441)	-	111,441
Transfers (to) from Other Funds	-	(14,250)	(13,879)	371
Total Other Financing Sources	-	(4,311)	(13,879)	(9,568)
NET CHANGE IN FUND BALANCE	-	(13,185)	(3,557)	9,628
Fund Balance - Beginning of Year	-	13,185	13,185	-
FUND BALANCE - END OF YEAR	<u>\$ -</u>	<u>\$ -</u>	<u>\$ 9,628</u>	<u>\$ 9,628</u>

OTHER INFORMATION

BROMLEY PARK METROPOLITAN DISTRICT NO. 2
SCHEDULE OF DEBT SERVICE REQUIREMENTS TO MATURITY
DECEMBER 31, 2022

Bonds and Interest Maturing in the Year Ending December 31,	\$28,855,000 Senior General Obligation Limited Tax Refunding Bonds, Series 2018A Dated April 5, 2018 Interest Rate Varying from 3.50% to 5.00% Interest Payable June 1 and December 1, Principal Due December 1			\$8,325,000 *First Subordinate General Obligation Limited Tax Refunding Bonds, Series 2018B Dated April 5, 2018 Interest Rate 6.375% Interest Payable December 15, Principal Due December 15		
	Principal	Interest	Total	Principal	Interest	Total
2023	\$ 575,000	\$ 1,099,400	\$ 1,674,400	\$ -	\$ 517,331	\$ 517,331
2024	605,000	1,070,650	1,675,650	-	517,331	517,331
2025	635,000	1,040,400	1,675,400	-	517,331	517,331
2026	670,000	1,008,650	1,678,650	15,000	517,331	532,331
2027	700,000	975,150	1,675,150	20,000	516,375	536,375
2028	735,000	940,150	1,675,150	55,000	515,100	570,100
2029	775,000	903,400	1,678,400	60,000	511,594	571,594
2030	810,000	864,650	1,674,650	100,000	507,769	607,769
2031	855,000	824,150	1,679,150	105,000	501,394	606,394
2032	895,000	781,400	1,676,400	150,000	494,700	644,700
2033	940,000	736,650	1,676,650	155,000	485,138	640,138
2034	975,000	703,750	1,678,750	205,000	475,256	680,256
2035	1,010,000	665,088	1,675,088	220,000	462,188	682,188
2036	1,050,000	625,038	1,675,038	270,000	448,163	718,163
2037	1,095,000	583,400	1,678,400	285,000	430,950	715,950
2038	1,135,000	539,981	1,674,981	345,000	412,781	757,781
2039	1,180,000	494,981	1,674,981	365,000	390,788	755,788
2040	1,230,000	448,194	1,678,194	425,000	367,519	792,519
2041	1,275,000	399,431	1,674,431	455,000	340,425	795,425
2042	1,330,000	348,881	1,678,881	520,000	311,419	831,419
2043	1,380,000	296,150	1,676,150	555,000	278,269	833,269
2044	1,435,000	241,438	1,676,438	635,000	242,888	877,888
2045	1,490,000	184,550	1,674,550	675,000	202,406	877,406
2046	1,550,000	125,481	1,675,481	760,000	159,375	919,375
2047	1,615,000	64,031	1,679,031	1,740,000	110,925	1,850,925
	<u>\$ 25,945,000</u>	<u>\$ 15,965,044</u>	<u>\$ 41,910,044</u>	<u>\$ 8,115,000</u>	<u>\$ 10,234,746</u>	<u>\$ 18,349,746</u>

*Bonds from Direct Borrowing and Direct Placements

BROMLEY PARK METROPOLITAN DISTRICT NO. 2
SCHEDULE OF DEBT SERVICE REQUIREMENTS TO MATURITY (CONTINUED)
DECEMBER 31, 2022

Bonds and Interest Maturing in the Year Ending December 31,	Totals		
	Principal	Interest	Total
2023	\$ 575,000	\$ 1,616,731	\$ 2,191,731
2024	605,000	1,587,981	2,192,981
2025	635,000	1,557,731	2,192,731
2026	685,000	1,525,981	2,210,981
2027	720,000	1,491,525	2,211,525
2028	790,000	1,455,250	2,245,250
2029	835,000	1,414,994	2,249,994
2030	910,000	1,372,419	2,282,419
2031	960,000	1,325,544	2,285,544
2032	1,045,000	1,276,100	2,321,100
2033	1,095,000	1,221,788	2,316,788
2034	1,180,000	1,179,006	2,359,006
2035	1,230,000	1,127,276	2,357,276
2036	1,320,000	1,073,201	2,393,201
2037	1,380,000	1,014,350	2,394,350
2038	1,480,000	952,762	2,432,762
2039	1,545,000	885,769	2,430,769
2040	1,655,000	815,713	2,470,713
2041	1,730,000	739,856	2,469,856
2042	1,850,000	660,300	2,510,300
2043	1,935,000	574,419	2,509,419
2044	2,070,000	484,326	2,554,326
2045	2,165,000	386,956	2,551,956
2046	2,310,000	284,856	2,594,856
2047	3,355,000	174,956	3,529,956
	<u>\$ 34,060,000</u>	<u>\$ 26,199,790</u>	<u>\$ 60,259,790</u>

*Bonds from Direct Borrowing and Direct Placements

BROMLEY PARK METROPOLITAN DISTRICT NO. 2
SCHEDULE OF ASSESSED VALUATION, MILL LEVY, AND PROPERTY TAXES COLLECTED
DECEMBER 31, 2022

Year Ended December 31,	Prior Year Assessed Valuation for Current Year Property Tax Levy	Mills Levied		Total Property Taxes		Percentage Collected to Levied
		General	Debt Service	Levied	Collected	
2018	\$ 26,445,060	7.300	78.725	\$ 2,274,936	\$ 2,270,883	99.82 %
2019	26,612,970	7.300	78.725	2,289,380	2,291,844	100.11
2020	47,209,720	7.300	65.774	3,449,803	3,443,217	99.81
2021	60,642,130	7.300	57.362	3,921,242	3,918,584	99.93
2022	44,700,480	7.300	51.788	2,641,262	2,641,648	100.01
Estimated For the Year Ending December 31, 2023	\$ 90,885,530	7.300	50.669	\$ 5,268,544		

NOTE:

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