SABELL METROPOLITAN DISTRICT Jefferson County, Colorado

FINANCIAL STATEMENTS AND SUPPLEMENTARY INFORMATION

YEAR ENDED DECEMBER 31, 2020

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INDEPENDENT AUDITOR'S REPORT

Board of Directors Sabell Metropolitan District City of Arvada, Colorado

Report on the Financial Statements

We have audited the accompanying financial statements of the governmental activities and each major fund of the Sabell Metropolitan District (the "District"), City of Arvada, Colorado, as of and for the year ended December 31, 2020, which collectively comprise the District's basic financial statements as listed in the table of contents.

Management's Responsibility for the Financial Statements

Sabell Metropolitan District's management is responsible for the preparation and fair presentation of these financial statements in accordance with accounting principles generally accepted in the United States of America; this includes 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.

Auditor's Responsibility

Our responsibility is to express opinions on these financial statements based on our audit. We conducted our audit in accordance with auditing standards generally accepted in the United States of America. Those standards require that we plan and perform the audit to obtain reasonable assurance about whether the financial statements are free from material misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts and disclosures in the financial statements. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error. In making those risk assessments, the auditor considers internal control relevant to the entity's preparation and fair presentation of the financial statements 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 entity's internal control.² Accordingly, we express no such opinion. An audit also includes evaluating the appropriateness of accounting policies used and the reasonableness of significant accounting estimates made by management, as well as evaluating the overall presentation of the financial statements.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinions.

Opinion

In our opinion, the financial statements referred to above present fairly, in all material respects, the financial position of the governmental activities and each major fund of the Sabell Metropolitan District, City of Arvada, Colorado, as of December 31, 2020, and the respective changes in financial position and the respective budgetary comparison for the General Fund for the year then ended in conformity with accounting principles generally accepted in the United States of America.

Other Matters

Required Supplementary Information

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

Other Information

Our audit was conducted for the purpose of forming an opinion on the financial statements that collectively comprise Sabell Metropolitan District's basic financial statements. The supplemental information listed in the table of contents are presented for the purpose of additional analysis and was not a required part of the financial statements.

The supplemental schedules of Debt Service Fund – Schedule Revenues, Expenditures and Changes in Fund Balance – Budget and Actual and Capital Projects Fund – Schedule Revenues, Expenditures and Changes in Fund Balance – Budget and Actual is the responsibility of management and was derived from and relate directly to the underlying accounting and other records used to prepare the financial statements. The information has been subjected to the auditing procedures applied in the audit of the financial statements and certain additional procedures, including comparing and reconciling such information directly to the underlying accounting and other records used to prepare the financial statements or the 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 financial statements as a whole.

The schedules of Debt Service Requirements to Maturity and Schedule of Assessed Valuation, Mill Levy, and Property Taxes Collected have not been subjected to the auditing procedures applied in the audit of the basic financial statements, and accordingly, we do not express any opinion or provide any assurance on them.

Watson Coon Ryan, LLC

Watson Coon Ryan, LLC July 8, 2021 Centennial, Colorado

BASIC FINANCIAL STATEMENTS

SABELL METROPOLITAN DISTRICT STATEMENT OF NET POSITION DECEMBER 31, 2020

	-	overnmental Activities
ASSETS	٠	40.007
Cash and Investments	\$	13,937
Cash and Investments - Restricted		6,108,712
Prepaid Expenses		445
Property Taxes Receivable		108,052
Capital Assets, Not Being Depreciated Total Assets		4,045,078
Total Assets		10,276,224
LIABILITIES		
Accounts Payable		1,193,440
Accrued Interest Payable		154,426
Noncurrent Liabilities:		
Due in More Than One Year		10,955,885
Total Liabilities		12,303,751
DEFERRED INFLOWS OF RESOURCES		
Property Tax Revenues		108,052
Total Deferred Inflows of Resources		108,052
NET POSITION		
Restricted for:		
Emergency Reserves		100
Capital Projects		4,067
Unrestricted		(2,139,746)
Total Net Position	\$	(2,135,579)

SABELL METROPOLITAN DISTRICT STATEMENT OF ACTIVITIES YEAR ENDED DECEMBER 31, 2020

			Program Re	evenues			(Exper Cha	evenues nses) and ange in Position
	Expenses	Charges for Services	Operating Grants and Contributions		Capital Grants and Contributions			rnmental tivities
FUNCTIONS/PROGRAMS Primary Government: Governmental Activities:								
General Government	\$ 101,920	\$-	\$	-	\$	-	\$	(101,920)
Interest and Related Costs on Long-Term Debt Public Works	882,576 1,174,787	-		-		-		(882,576) ,174,787)
Total Governmental Activities	\$ 2,159,283	\$-	\$	-	\$	-	(2	,159,283)
	GENERAL REVENUES Property Taxes Specific Ownership Taxes Net Investment Income Total General Revenues							21 2 23,681 23,704
	CHANGE IN NET POSITION							,135,579)
	Net Position - Begi							
	NET POSITION -	END OF YEAR					\$ (2	,135,579)

SABELL METROPOLITAN DISTRICT BALANCE SHEET GOVERNMENTAL FUNDS DECEMBER 31, 2020

ASSETS	0	General		Debt Service		Capital Projects	Go	Total overnmental Fund
AGGETG								
Cash and Investments Cash and Investments - Restricted	\$	13,937 100	\$	- 1,435,536	\$	- 4,673,076	\$	13,937 6,108,712
Prepaid Expenses		445		-		-		445
Due from Other Funds		1,807		-		-		1,807
Property Taxes Receivable		24,935		83,117		-		108,052
Total Assets	\$	41,224	\$	1,518,653	\$	4,673,076	\$	6,232,953
LIABILITIES, DEFERRED INFLOWS OF RESOURCES, AND FUND BALANCES								
LIABILITIES								
Accounts Payable	\$	12,802	\$	-	\$	1,180,638	\$	1,193,440
Due to Other Funds		-	•	-	,	1,807	•	1,807
Total Liabilities		12,802		-		1,182,445		1,195,247
DEFERRED INFLOWS OF RESOURCES		04.025		00 447				400.050
Deferred Property Taxes		24,935		83,117		-		108,052
Total Deferred Inflows of Resources		24,935		83,117		-		108,052
FUND BALANCES								
Nonspendable:								
Prepaid Expenses		445		-		-		445
Restricted for:								
Emergency Reserves		100		-		-		100
Debt Service		-		1,435,536		-		1,435,536
Capital Projects		-		-		3,490,631		3,490,631
Unassigned		2,942		-		-		2,942
Total Fund Balances		3,487		1,435,536		3,490,631		4,929,654
Total Liabilities, Deferred Inflows of Resources,								
and Fund Balances	\$	41,224	\$	1,518,653	\$	4,673,076		
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, Not Being Depreciated								4,045,078
Long-term liabilities, including bonds payable, are not due and payable in the current period and, therefore, are not reported in the funds.								
Bonds Payable								(9,633,260)
Accrued Interest on Bonds Payable								(154,426)
Developer Advance Payable								(1,316,957)
Accrued Interest on Developer Advance								(1,310,957) (5,668)
Net Position of Governmental Activities							\$	(2,135,579)

See accompanying Notes to Basic Financial Statements.

SABELL METROPOLITAN DISTRICT STATEMENT OF REVENUES, EXPENDITURES, AND CHANGES IN FUND BALANCES GOVERNMENTAL FUNDS YEAR ENDED DECEMBER 31, 2020

	Debt General Service		Capital Projects		Total Governmental Fund		
REVENUES							
Property Taxes	\$	21	\$ -	\$	-	\$	21
Specific Ownership Taxes		2	-		-		2
Net Investment Income		-	 4,661		19,020		23,681
Total Revenues		23	 4,661		19,020		23,704
EXPENDITURES							
General:							
Accounting	2	1,562	-		5,033		26,595
Engineering		-	-		9,920		9,920
Insurance		2,733	-		-		2,733
Legal Services	6	1,722	-		-		61,722
Miscellaneous		950	-		-		950
Debt Service:							
Bond Interest - Series 2020A		-	273,204		-		273,204
Capital Projects							
Bond Issue Costs		-	-		463,545		463,545
Capital Outlay		-	-		4,045,078		4,045,078
Regional Contribution		-	 -		1,174,787		1,174,787
Total Expenditures	8	6,967	 273,204		5,698,363		6,058,534
EXCESS OF REVENUES OVER							
(UNDER) EXPENDITURES	(8	6,944)	(268,543)		(5,679,343)	((6,034,830)
OTHER FINANCING SOURCES (USES)							
Bond Issuance - Series 2020A		-	-		7,395,000		7,395,000
Bond Issuance - Series 2020A Premium		-	-		436,527		436,527
Bond Issuance - Series 2020B		-	-		1,816,000		1,816,000
Developer Advance	9	0,431	-		4,045,078		4,135,509
Repay Developer Advance		-	-		(2,818,552)	((2,818,552)
Transfer In/Out		-	 1,704,079		(1,704,079)		-
Total Other Financing Sources (Uses)	9	0,431	 1,704,079		9,169,974	1	0,964,484
NET CHANGE IN FUND BALANCES		3,487	1,435,536		3,490,631		4,929,654
Fund Balances - Beginning of Year			 				
FUND BALANCES - END OF YEAR	\$	3,487	\$ 1,435,536	\$	3,490,631	\$	4,929,654

See accompanying Notes to Basic Financial Statements.

SABELL METROPOLITAN DISTRICT RECONCILIATION OF THE STATEMENT OF REVENUES, EXPENDITURES, AND CHANGES IN FUND BALANCES OF THE GOVERNMENTAL FUNDS TO THE STATEMENT OF ACTIVITIES YEAR ENDED DECEMBER 31, 2020

Net Change in Fund Balances - Total Governmental Funds	\$ 4,929,654
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/amortization expense the allocation of the cost of any depreciable asset over the estimated useful life of the asset. Capital Outlay - Current Year	4,045,078
The issuance of long-term debt (e.g., Bonds, Developer advances) provides current financial resources to governmental funds, while the repayment of the principal of long-term debt consumes the current financial resources of governmental funds. Neither transaction, however, has any effect on net position. Also, governmental funds record the effect of premiums, discounts, and similar items when debt is first issued as expenditures, whereas these amounts are deferred and amortized in the statement of activities.	
Bond Issuance Bond Premium Developer Advances Repayment of Developer Advance	(9,211,000) (436,527) (4,135,509) 2,818,552
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.	
Amortization of Bond Premium Accrued Interest on Developer Advance - Change in Liability Accrued Interest on Bonds - Change in Liability	 14,267 (5,668) (154,426)
Change in Net Position of Governmental Activities	\$ (2,135,579)

SABELL METROPOLITAN DISTRICT GENERAL FUND STATEMENT OF REVENUES, EXPENDITURES, AND CHANGES IN FUND BALANCE – BUDGET AND ACTUAL YEAR ENDED DECEMBER 31, 2020

		Amounts	Actual	Variance with Final Budget Positive	
	Original	Final	Amounts	(Negative)	
REVENUES	• • • • • • • • • • • • • • • • • • •	^ • • • • • • • • • • • • • • • • • •	^	^	
Property Taxes	\$ 21	\$ 21	\$ 21	\$-	
Specific Ownership Taxes	2	2	2		
Total Revenues	23	23	23	-	
EXPENDITURES					
Accounting	20,000	22,000	21,562	438	
Contingency	1,000	12,000	-	12,000	
Dues and Licenses	500	-	-	-	
Election Expense	1,500	-	-	-	
Insurance	2,000	3,000	2,733	267	
Legal Services	25,000	62,000	61,722	278	
Miscellaneous	-	1,000	950	50	
Total Expenditures	50,000	100,000	86,967	13,033	
EXCESS OF REVENUES OVER					
(UNDER) EXPENDITURES	(49,977)	(99,977)	(86,944)	13,033	
OTHER FINANCING SOURCES (USES)					
Developer Advance	49,977	99,977	90,431	(9,546)	
Total Other Financing Sources (Uses)	49,977	99,977	90,431	(9,546)	
NET CHANGE IN FUND BALANCE	-	-	3,487	3,487	
Fund Balance - Beginning of Year					
FUND BALANCE - END OF YEAR	\$ -	\$ -	\$ 3,487	\$ 3,487	

See accompanying Notes to Basic Financial Statements.

NOTE 1 DEFINITION OF REPORTING ENTITY

Sabell Metropolitan District (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 in and for Jefferson County, Colorado on January 24, 2019, and is governed pursuant to provisions of the Colorado Special District Act (Title 32, Article 1, Colorado Revised Statutes). The District was organized as Sabell Metropolitan District No. 1, and subsequently on December 12, 2019, pursuant to an order of the District Court for the County of Jefferson, the District's name was changed to Sabell Metropolitan District.

At a special election of the eligible electors of the District held on November 6, 2018, a majority of those qualified to vote voted in favor of certain ballot questions authorizing the issuance of indebtedness and imposition of taxes for the payment thereof, for the purpose of providing financing for the acquisition, construction, installation, and completion of certain public improvements.

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 is governing body, ability to impose its will on the organization, a potential for the organization to provide specific financial benefits or burdens, and fiscal dependency.

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

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

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.

NOTE 2 SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

Government-Wide and Fund Financial Statements (Continued)

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 as general revenues.

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

Measurement Focus, Basis of Accounting, and Financial Statement Presentation

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

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

NOTE 2 SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

Budgets

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

The District amended its annual budget for the year ended December 31, 2020.

Pooled Cash and Investments

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

Property Taxes

Property taxes are levied by the District's Board of Directors. The levy is based on assessed valuations determined by the County Assessor generally as of January 1 of each year. The levy is normally set by December 15 by certification to the County Commissioners to put the tax lien on the individual properties as of January 1 of the following year. The County Treasurer collects the determined taxes during the ensuing calendar year. The taxes are payable by April or if in equal installments, at the taxpayer's election, in February and June. Delinquent taxpayers are notified in August and, generally, sale 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 infrastructure assets, are reported in the applicable governmental activities column 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 the net investment in capital assets component of the District's net position.

NOTE 2 SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

Capital Assets (Continued)

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.

Deferred Inflows of Resources

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.

<u>Equity</u>

Net Position

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

Fund Balance

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

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

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

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

NOTE 2 SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

Equity (Continued)

Fund Balance (Continued)

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

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

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

NOTE 3 CASH AND INVESTMENTS

Cash and investments as of December 31, 2020, are classified in the accompanying financial statements as follows:

Statement of Net Position:	
Cash and Investments	\$ 13,937
Cash and Investments - Restricted	 6,108,712
Total Cash and Investments	\$ 6,122,649

Cash and investments as of December 31, 2020, consist of the following:

Deposits with Financial Institutions	\$ 14,037
Investments	 6,108,612
Total Cash and Investments	\$ 6,122,649

Cash Deposits

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, 2020, the District's cash deposits had a bank balance and carrying balance of \$14,037.

NOTE 3 CASH AND INVESTMENTS (CONTINUED)

Investments

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

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

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

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

- . Obligations of the United States, certain U.S. government agency securities 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 collateralized by certain authorized securities
- Certain money market funds
- . Guaranteed investment contracts
- * Local government investment pools

As of December 31, 2020, the District had the following investments:

Investment	Maturity	 Amount
Colorado Surplus Asset Fund	Weighted Average	
Trust (CSAFE)	Under 60 Days	\$ 6,108,612

NOTE 3 CASH AND INVESTMENTS (CONTINUED)

<u>CSAFE</u>

The District invested in the Colorado Surplus Asset Fund Trust (CSAFE) (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 is 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. 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 is rated AAAm by Standard & Poor's. CSAFE using the amortized cost method. 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 period ended December 31, 2020, follows:

	Balance - December 31, 2019	Additions	Reductions	Balance - December 31, 2020		
Governmental Type Activities: Capital Assets, not Being Depreciated:						
Construction in Progress Total Capital Assets,	<u>\$</u>	\$ 4,045,078	<u> </u>	\$ 4,045,078		
not Being Depreciated	<u>\$ -</u>	\$ 4,045,078	\$-	\$ 4,045,078		

NOTE 5 LONG-TERM OBLIGATIONS

The following is an analysis of changes in the District's long-term obligations for the year ended December 31, 2020:

Governmental Activities	Decem	nce - iber 31,)19		Additions	F	Reductions		Balance - ecember 31, 2020		Within Year
Bonds Payable:		-								
Limited Tax General										
Obligation Bonds:										
Series 2020A	\$	-	\$	7,395,000	\$	-	\$	7,395,000	\$	-
Series 2020A - Premium		-		436,527		14,267		422,260		-
Series 2020B(3)		-		1,816,000		-		1,816,000		-
Total Bonds Payable		-		9,647,527		14,267		9,633,260		-
Other Debts: Developer Advances: Operational Capital Accrued interest on		-		90,431 4,045,078		- 2,818,552		90,431 1,226,526		-
Developer Advances:				140				140		
Operational Copital		-		140 5 5 2 9		-		140 5 5 2 9		-
Capital	¢	-	¢	5,528	¢	-	¢	5,528	¢	-
Total	Ф	-	\$	13,788,704	\$	2,832,819	\$	10,955,885	\$	-

The details of the District's general obligation bonds outstanding during 2020 are as follows:

Bond Proceeds

The District issued Limited Tax (Convertible to Unlimited Tax) General Obligation Bonds, Series 2020A on March 5, 2020, in the par amount of \$7,395,000 (the Senior Bonds). The District also issued Subordinate Limited Tax General Obligation Bonds, Series 2020B(3) on March 5, 2020, in the par amount of \$1,816,000 (the Subordinate Bonds). Proceeds from the sale of the Senior Bonds were used to: (i) finance public improvements related to the Development; (ii) fund capitalized interest on the Senior Bonds; (iii) partially fund the Senior Surplus Fund; and (iv) pay the costs of issuance of the Senior Bonds and certain costs of issuance of the Subordinate Bonds. Proceeds from the sale of the Subordinate Bonds were used to finance additional public improvements related to the Development.

Senior Bonds Details

The Senior Bonds bear interest at 5.0%, payable semi-annually to the extent of Senior Pledged Revenue available on June 1 and December 1 (Interest Payment Dates), beginning on June 1, 2020. Annual mandatory sinking fund principal payments are due on December 1, beginning on December 1, 2024. The Bonds mature on December 1, 2050. To the extent principal of any Senior Bond is not paid when due, such principal shall remain outstanding until paid and shall continue to bear interest at the rate then borne by the Senior Bond. To the extent interest on any Senior Bond is not paid when due, such interest shall compound on each Interest Payment Date at the rate then borne by the Senior Bonds. Any amount of unpaid principal of or interest on the 2020A Senior Bonds shall be deemed discharged on December 2, 2060.

NOTE 5 LONG-TERM OBLIGATIONS (CONTINUED)

Senior Pledged Revenue

The Senior Bonds are secured by and payable from the Senior Pledged Revenue, which means the moneys derived by the District from the following sources, net of any costs of collection and any property tax refunds or abatements authorized by or on behalf of the County: (a) the Senior Required Mill Levy; (b) the portion of the Specific Ownership Tax which is collected as a result of imposition of the Senior Required Mill Levy; and (c) any other legally available moneys which the District determines, in its absolute discretion, to transfer to the Trustee for application as Senior Pledged Revenue.

Senior Required Mill Levy

Pursuant to the Senior Indenture, prior to the Conversion Date the District has covenanted to impose a Senior Required Mill Levy on all taxable property of the District each year in an amount sufficient pay the Senior Bonds as they come due, but (i) not in excess of 50 mills (subject to adjustment for changes in the method of calculating assessed valuation occurring after January 1, 2017), and (ii) for so long as the Senior Surplus Fund is required to be maintained and the amount on deposit therein is less than the Maximum Surplus Amount, not less than 50 mills (subject to adjustment), or such lesser mill levy which will pay the Senior Bonds as they come due and will fund the Senior Surplus Fund up to the Maximum Surplus Amount.

On and after the Conversion Date, the Senior Required Mill Levy will be an ad valorem mill levy imposed upon all taxable property of the District each year in an amount sufficient to pay the principal of, premium if any, and interest on the Bonds as the same become due and payable and, without limitation of rate and in amounts sufficient to make such payments and replenishments when due. Conversion Date means the date that the Debt to Assessed Ratio is 50% or less and no payments of principal or interest on the Bonds are past due and the amount on deposit in the Senior Surplus Fund is not less than the initial deposit in the Senior Surplus Fund.

Senior Bonds Optional Redemption

The Senior Bonds are subject to redemption prior to maturity, at the option of the District, on March 1, 2025, and on any date thereafter, upon payment of par, accrued interest, and a redemption premium equal to a percentage of the principal amount so redeemed as follows:

Date of Redemption	<u>Redemption</u> Premium
March 1, 2025, to February 28, 2026	3.00%
March 1, 2026, to February 28, 2027	2.00
March 1, 2027, to February 28, 2028	1.00
March 1, 2028, and thereafter	0.00

NOTE 5 LONG-TERM OBLIGATIONS (CONTINUED)

Additional Security for Senior Bonds

The Senior Surplus Fund was partially funded from Senior Bond proceeds in the amount of \$575,000. Prior to the Conversion Date, excess Senior Pledged Revenue in any year will be deposited to and held in the Senior Surplus Fund, up to the Maximum Senior Surplus Amount of \$1,479,000. Per the Senior Indenture, the Senior Surplus Fund will be terminated on the Conversion Date and any moneys therein applied to the payment of the Subordinate Bonds and thereafter, to any legal purpose of the District. The balance in the Senior Surplus Fund as of December 31, 2020, is \$576,620.

Subordinate Bonds Details

The Subordinate Bonds bear interest at a rate of 8.25% per annum and are structured as "cash flow" bonds, meaning that no regularly scheduled payments of principal are due on the Subordinate Bonds prior to their maturity date. Instead, principal is payable on each December 15 from the available Subordinate Pledged Revenue, if any, pursuant to a mandatory redemption. Interest on the Subordinate Bonds is payable on each December 15, commencing December 15, 2020, to the extent of the Subordinate Pledged Revenue and accrued unpaid interest on the Subordinate Bonds will compound annually on each December 15 until sufficient Subordinate Pledged Revenue is available for payment. Payment of principal of and interest on the Subordinate Bonds is subordinate to the annual payment of debt service on the Senior Bonds and to the funding of the Senior Surplus Fund. In the event that any amount of principal of or interest on the Subordinate Bonds will be deemed discharged.

Subordinate Bonds Optional Redemption

The Subordinate Bonds are subject to redemption prior to maturity, at the option of the District, on March 1, 2025, and on any date thereafter, upon payment of par, accrued interest, and a redemption premium equal to a percentage of the principal amount so redeemed, as follows:

Date of Redemption	<u>Redemption</u> <u>Premium</u>
March 1, 2025, to February 28, 2026	3.00%
March 1, 2026, to February 28, 2027	2.00
March 1, 2027, to February 28, 2028	1.00
March 1, 2028, and thereafter	0.00

Subordinate Pledged Revenue

The Subordinate Bonds are secured by and payable solely from and to the extent of Subordinate Pledged Revenue, net of any costs of collection and any property tax refunds or abatements authorized by or on behalf of the County, which includes: (a) the Subordinate Required Mill Levy; (b) the portion of the Specific Ownership Tax resulting from the Subordinate Required Mill Levy; (c) the amounts, if any, in the Senior Surplus Fund released to the District pursuant to the Senior Indenture; and (d) any other legally available moneys which the District determines, in its absolute discretion, to transfer to the Trustee for application as Subordinate Pledged Revenue

NOTE 5 LONG-TERM OBLIGATIONS (CONTINUED)

Subordinate Pledged Revenue (Continued)

Pursuant to the Subordinate Indenture, the District has covenanted to impose a Subordinate Required Mill Levy in the amount of (i) 50 mills (subject to adjustment for changes in the method of calculating assessed valuation occurring after January 1, 2017) less the Senior Bond Required Mill Levy. It is the intent that if the amount of the Senior Required Mill Levy equals or exceeds 50 mills in any year, adjusted for changes, the Subordinate Required Mill Levy for that year shall be zero.

The outstanding principal and interest of the Senior Bonds are due as follows:

Year Ending December 31,	Principal	Interest	Total
2021	\$-	\$ 369,750	\$ 369,750
2021	-	369,750	369,750
2023	-	369,750	369,750
2024	15,000	369,750	384,750
2025	85,000	369,000	454,000
2026 - 2030	565,000	1,772,250	2,337,250
2031 - 2035	855,000	1,603,250	2,458,250
2036 - 2040	1,235,000	1,354,000	2,589,000
2041 - 2045	1,720,000	998,750	2,718,750
2046 - 2050	2,920,000	510,000	3,430,000
Total	\$ 7,395,000	\$ 8,086,250	\$ 15,481,250

The annual debt service requirements on the Subordinate Bonds are not included in the schedule above since they are payable only from available Subordinate Pledged Revenue.

Authorized Debt

At December 31, 2020, the District had authorized but unissued indebtedness in the following amounts allocated for the following purposes:

	Authorized November 6, 2018			uthorization Used	Remaining at December 31,
		Election	Series 2020		2020
Public Improvements	\$	300,000,000	\$	9,211,000	\$ 290,789,000
Operations and Maintenance		30,000,000		-	30,000,000
Intergovernmental Agreements		30,000,000		-	30,000,000
Refunding		300,000,000		-	 300,000,000
Total	\$	660,000,000	\$	9,211,000	\$ 650,789,000

Pursuant to the Service Plan, the District is permitted to issue bond indebtedness of up to \$30,000,000.

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; however, as of the date of this audit, the amount and timing of any debt issuances is not determinable.

NOTE 6 NET POSITION

The District has net position consisting of two components – restricted and unrestricted.

The restricted net position includes assets 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 a restricted net position as of December 31, 2020, as follows:

	Governmental Activities			
Restricted Net Position:				
Emergency Reserves	\$	100		
Capital Projects		4,067		
Total Restricted Net Position	\$	4,167		

The District has a deficit in unrestricted net position. This deficit is primarily due to costs of bonds issuance, interest paid on bonds to date, and operating expenses paid by advances from Developer.

NOTE 7 INTERFUND TRANSFERS

The transfer from the Capital Projects Fund to the Debt Service Fund was to provide initial funding of capitalized interest and the Senior Surplus Fund per the terms of the of the Series 2020 Bonds.

NOTE 8 AGREEMENTS

Amended and Restated Intergovernmental Agreement with the City of Arvada

Pursuant to the Amended and Restated Intergovernmental Agreement with the City of Arvada dated December 7, 2020, the District shall dedicate the Public Improvements, as defined in the Service Plan, to the City or other appropriate jurisdiction or owners association in a manner consistent with the approved development plans and other rules and regulations of the City and applicable provisions of the City Code. The District shall be authorized to operate and maintain any part or all of the Public Improvements which are not dedicated to the City or other appropriate jurisdiction, including park and recreation improvements, without the consent of the City, in accordance with the approved development plans. The Agreement also restates and affirms certain of the obligations and limitations set forth in the District's Service Plan.

Further, the District agreed to fund \$1,174,787 (Regional Contribution), towards regionally significant improvements associated with the impacts to the City of the development within the District. The Regional Contribution was paid from bond proceeds in 2021. The City agreed that it shall use the Regional Contribution to fund Regional Improvements that shall be owned, operated and maintained by a public entity, and shall be limited to sanitation, water, streets, safety protection, fire protection, parks and recreation, transportation, and mosquito control improvements and facilities.

NOTE 9 RELATED PARTIES

The property within the District is being developed by Ridge Road Capital Investment LLC (Developer). During 2020, all of the members of the Board of Directors were officers or employees of, or otherwise associated with the Developer, and may have conflicts of interest in matters involving the District.

Public Improvement Acquisition and Reimbursement Agreement

The District and the Developer entered into a Public Improvement Acquisition and Reimbursement Agreement on November 13, 2019. Pursuant to the Agreement, the District and the Developer acknowledge that the District is authorized to construct, acquire and install public improvements and other facilities and services that benefit the Property, subject to the limitations set forth in the Service Plan and the Special District Act.

Pursuant to the Agreement, the obligations of the District in this Agreement are subject to annual appropriation and shall not be deemed to be multiple fiscal year obligations for the purposes of Article X, Section 20 of the Colorado Constitution, and may not exceed amounts permitted by the District's electoral authorization and Service Plan. The District's obligations under this Agreement shall terminate at the earlier of the repayment in full of the Certified District Eligible Costs or twenty (20) years from the execution date. The District agrees to reimburse the Developer for certified construction costs related to public improvements together within simple interest that shall accrue on amounts reimbursable to the Developer under the Agreement, until paid, at the rate of eight percent (8%) per annum. Prior to reimbursement, the Developer is required to provide certain materials to the District for review. Following receipt of such materials the District's accountant and engineer shall review the materials to substantiate the costs and issue a cost certification to the District. No payment is due until the District has adopted an Acceptance Resolution.

As of December 31, 2020, outstanding advances under this Agreement totaled \$1,226,526 and accrued interest totaled \$5,528.

Funding and Reimbursement Agreement (Operations and Maintenance)

The District and the Developer entered into a Funding and Reimbursement Agreement on November 13, 2019, for the purpose of funding operations and maintenance costs. The Developer agreed to loan to the District one or more sums of money, not to exceed an aggregate of \$200,000 through December 31, 2021. Thereafter, the Developer may agree to renew its obligations by providing written notice thereof to the District, in which case the termination date shall be amended to the date provided in such notice, which date shall not be earlier than December 31 of the succeeding year.

NOTE 9 RELATED PARTIES (CONTINUED)

Funding and Reimbursement Agreement (Operations and Maintenance) (Continued)

Pursuant to the Agreement, the obligations of the District in this Agreement are subject to annual appropriation and shall not be deemed to be multiple fiscal year obligations for the purposes of Article X, Section 20 of the Colorado Constitution, and may not exceed amounts permitted by the District's electoral authorization and Service Plan. The District's obligations under this Agreement shall terminate at the earlier of the repayment in full of the Certified District Eligible Costs or twenty (20) years from the execution date. With respect to each loan advance made under this agreement prior to the issuance of any Reimbursement Obligation reflecting such advance, the interest rate shall be 8% per annum, from the date any such advance is made, simple interest, to the earlier of the date the Reimbursement Obligation is issued to evidence such advance, or the date of repayment of such amount.

As of December 31, 2020, outstanding advances under this Agreement totaled \$90,431 and accrued interest totaled \$140.

NOTE 10 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 (the Pool). The Pool is an organization created by intergovernmental agreement to provide property, liability, public officials' liability, boiler and machinery, and workers' compensation coverage to its members. Settled claims have not exceeded this coverage in any of the past three fiscal years.

The District pays annual premiums to the Pool for 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.

NOTE 11 TAX, SPENDING, AND DEBT LIMITATION

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 6, 2018, the District's voters approved for an annual increase in taxes of \$5,000,000 for general operations and maintenance without limitation of rate. This election question allowed the District to collect and spend the additional revenue without regard to any spending, revenue raising, or other limitations contained within TABOR.

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 believes it is in compliance with the provisions of TABOR. However, TABOR is complex and subject to interpretation. Many of the provisions, including the interpretation of how to calculate Fiscal Year Spending limits, will require judicial interpretation.

SUPPLEMENTARY INFORMATION

SABELL METROPOLITAN DISTRICT DEBT SERVICE FUND SCHEDULE OF REVENUES, EXPENDITURES, AND CHANGES IN FUND BALANCE – BUDGET AND ACTUAL YEAR ENDED DECEMBER 31, 2020

	Budget Amounts Original Final			 Actual Amounts	Variance with Final Budget Positive (Negative)		
REVENUES							
Net Investment Income	\$		\$	6,000	\$ 4,661	\$	(1,339)
Total Revenues		-		6,000	4,661		(1,339)
EXPENDITURES							
Contingency		-		3,796	-		3,796
Bond Interest - Series 2020A		-		273,204	273,204		-
Paying Agent Fees		-		3,000	-		3,000
Total Expenditures		-		280,000	 273,204		6,796
EXCESS OF REVENUES OVER (UNDER) EXPENDITURES		-		(274,000)	(268,543)		5,457
OTHER FINANCING SOURCES (USES)							
Transfer from Other Funds		-		1,684,250	 1,704,079		19,829
Total Other Financing Sources (Uses)				1,684,250	 1,704,079		19,829
NET CHANGE IN FUND BALANCE		-		1,410,250	1,435,536		25,286
Fund Balance - Beginning of Year					 -	1	
FUND BALANCE - END OF YEAR	\$	-	\$	1,410,250	\$ 1,435,536	\$	25,286

SABELL METROPOLITAN DISTRICT CAPITAL PROJECTS FUND SCHEDULE OF REVENUES, EXPENDITURES, AND CHANGES IN FUND BALANCE – BUDGET AND ACTUAL YEAR ENDED DECEMBER 31, 2020

		get A	Amounts	Actual	Variance with Final Budget Positive
	Original		Final	Amounts	(Negative)
REVENUES	^		•	• • • • • • • • • • • • • • • • • •	* * * * * * * * * *
Net Investment Income	\$	-	\$-	\$ 19,020	\$ 19,020
Other Revenue		-	31,820		(31,820)
Total Revenues		-	31,820	19,020	(12,800)
EXPENDITURES					
Accounting		-	-	5,033	(5,033)
Bond Issue Costs		-	483,374	463,545	19,829
Capital Outlay		-	7,479,903	4,045,078	3,434,825
Regional Contribution		-	-	1,174,787	(1,174,787)
Contingency		-	31,820	-	31,820
Engineering		-		9,920	(9,920)
Total Expenditures		-	7,995,097	5,698,363	2,296,734
EXCESS OF REVENUES OVER					
(UNDER) EXPENDITURES		-	(7,963,277)	(5,679,343)	2,283,934
OTHER FINANCING SOURCES (USES)					
Bond Issuance - Series 2020A		-	7,395,000	7,395,000	-
Bond Issuance - Series 2020A Premium		-	436,527	436,527	-
Bond Issuance - Series 2020B		-	1,816,000	1,816,000	-
Developer Advance		-	7,479,903	4,045,078	(3,434,825)
Repay Developer Advance		-	(7,479,903)	(2,818,552)	4,661,351
Transfers to Other Fund		-	(1,684,250)	(1,704,079)	(19,829)
Total Other Financing Sources (Uses)		-	7,963,277	9,169,974	1,206,697
NET CHANGE IN FUND BALANCE		-	-	3,490,631	3,490,631
Fund Balance - Beginning of Year		-			
FUND BALANCE - END OF YEAR	\$	-	\$-	\$ 3,490,631	\$ 3,490,631

OTHER INFORMATION

SABELL METROPOLITAN DISTRICT SCHEDULE OF DEBT SERVICE REQUIREMENTS TO MATURITY DECEMBER 31, 2020

	0	Interest Rate 5.000%						
Year Ended		Interest F	cembei	⁻ 1				
December 31,		·		Interest		Total		
2021	\$	-	\$	369,750	\$	369,750		
2022		-		369,750		369,750		
2023		-		369,750		369,750		
2024		15,000		369,750		384,750		
2025		85,000		369,000		454,000		
2026		95,000		364,750		459,750		
2027		100,000		360,000		460,000		
2028		115,000		355,000		470,000		
2029		120,000		349,250		469,250		
2030		135,000		343,250		478,250		
2031		145,000		336,500		481,500		
2032		160,000		329,250		489,250		
2033		170,000		321,250		491,250		
2034		185,000		312,750		497,750		
2035		195,000		303,500		498,500		
2036		215,000		293,750		508,750		
2037		225,000		283,000		508,000		
2038		250,000		271,750		521,750		
2039		260,000		259,250		519,250		
2040		285,000		246,250		531,250		
2041		300,000		232,000		532,000		
2042		325,000		217,000		542,000		
2043		340,000		200,750		540,750		
2044		370,000		183,750		553,750		
2045		385,000		165,250		550,250		
2046		415,000		146,000		561,000		
2047		435,000		125,250		560,250		
2048		470,000		103,500		573,500		
2049		495,000		80,000		575,000		
2050		1,105,000		55,250		1,160,250		
Total	\$	7,395,000	\$	8,086,250	\$	15,481,250		

\$7,395,000 General Obligation Limited Tax Bonds Series 2020A Senior Bond Issue, Dated March 5, 2020 Interest Rate 5.000%

SABELL METROPOLITAN DISTRICT SCHEDULE OF ASSESSED VALUATION, MILL LEVY, AND PROPERTY TAXES COLLECTED DECEMBER 31, 2020

Year Ended	Asse Valua Curre	r Year essed ition for nt Year perty	Mills Le	evied for		To Property		es	Percent Collected
December 31,	Tax	Levy	General	Debt Service	Debt Service Lev		Levied Collected		to Levied
2020	\$	286	72.363	0.000	\$	21	\$	21	100.00 %
Estimated for the Year Ending December 31, 2021	\$ 1,4	93,200	16.699	55.664	\$	108,052			