

**Cherry Creek Project Water Authority**

Years Ended December 31, 2019 and 2018  
with  
Independent Auditor's Report

# Cherry Creek Project Water Authority

Years Ended December 31, 2019 and 2018  
(See Independent Auditor's Report)

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## Independent Auditor's Report

Board of Directors  
Cherry Creek Project Water Authority  
Englewood, Colorado

### ***Report on the Financial Statements***

We have audited the accompanying financial statements of the business-type activity of Cherry Creek Project Water Authority (the "Authority") as of and for the year ended December 31, 2019 and the related notes to the financial statements, which collectively comprise the Authority's basic financial statements, as listed in the table of contents.

### ***Management's Responsibility for the Financial Statements***

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 an opinion 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 and the standards applicable to financial audits contained in *Government Auditing Standards* issued by the Comptroller General of the United States. Those standards require that we plan and perform the audits 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. 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 the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion

## ***Opinion***

In our opinion, the 2019 financial statements referred to above present fairly, in all material respects, the financial position of the Cherry Creek Project Water Authority as of December 31, 2019, and the results of its operations and its cash flows for the year then ended in accordance with accounting principles generally accepted in the United States.

## ***Prior Period Financial Statements***

The financial statements of the Cherry Creek Project Water Authority as of December 31, 2018, were audited by Stratagem PC, who merged with Wipfli LLP as of January 1, 2020 and whose report dated September 27, 2019 expressed an unmodified opinion on those financial statements.

## ***Other Matters***

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

Our audit was conducted for the purpose of forming an opinion on the 2019 financial statements that collectively comprise the Authority's financial statements as a whole. The supplemental information as listed in the table of contents is presented for the purposes of legal compliance and additional analysis and is not a required part of the financial statements. The supplemental information is the responsibility of management and was derived from and relates directly to the underlying accounting and other records used to prepare the financial statements. The 2019 information has been subjected to the auditing procedures applied in the 2019 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 to 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 2019 information is fairly stated in all material respects in relation to the financial statements as a whole.

As part of our audit of the 2019 financial statements, we also audited adjustments described in Note 8 that were applied to restate the 2018 financial statement. In our opinion, such adjustments are appropriate and have been properly applied. We were not engaged to audit, review or apply any procedures to the 2018 financial statements of the Authority other than with respect to the adjustments and, accordingly, we do not express an opinion or any other form of assurance on the 2018 financial statements as a whole.

*Wipfli LLP*

July 29, 2020  
Lakewood, Colorado

## Cherry Creek Project Water Authority

### Statements of Net Position – Proprietary Fund

December 31, 2019 and 2018

(See Independent Auditor's Report)

Assets		
	2019	2018
Current assets:		
Cash and investments	\$ 367,784	\$ 7,342,814
Cash and investments - restricted	1,533,712	-
Accounts receivable	41,683	98,480
Total current assets	1,943,179	7,441,294
Capital assets:		
Construction in progress	1,329,617	1,205,669
Other - engineering studies	356,491	356,491
Pipelines	149,681	149,681
Real estate	921,076	921,076
Water rights	14,443,987	14,443,109
Water wells	856,124	856,124
	18,056,976	17,932,150
Less accumulated depreciation	537,156	490,948
Net capital assets	17,519,820	17,441,202
Total assets	\$ 19,462,999	\$ 24,882,496

### Liabilities and Net Position

Current liabilities:		
Accounts payable	\$ 23,567	\$ 93,593
Current and total liabilities	23,567	93,593
Net position:		
Net investment in capital assets	17,519,820	17,441,202
Restricted	1,533,712	-
Unrestricted	385,900	7,347,701
Total net position	19,439,432	24,788,903
Total liabilities and net position	\$ 19,462,999	\$ 24,882,496

(See Notes to Financial Statements)

## Cherry Creek Project Water Authority

### Statements of Revenues, Expenses, and Change in Net Position – Proprietary Fund Years Ended December 31, 2019 and 2018 (See Independent Auditor's Report)

	2019	2018
Operating revenues:		
General assessments	\$ 165,001	\$ 100,000
Capital assessments	410,000	100,000
Water sales	180,067	196,150
Total operating revenues	755,068	396,150
Operating expenses:		
Accounting	15,161	8,044
Audit	4,400	4,250
Engineering	2,574	2,282
Depreciation	46,208	47,345
Insurance	4,475	4,153
Legal	29,400	45,063
Legal - water	15,225	16,493
Management services	32,496	46,947
Miscellaneous	1,650	761
Operations	15,217	15,267
Repairs and maintenance	4,414	4,349
Utilities	147,946	198,506
Total operating expenses	319,166	393,460
Income from operations	435,902	2,690
Non-operating revenues:		
Interest and miscellaneous income	163,353	91,493
Income before special items	599,255	94,183
Special items:		
Gain on sale of water rights	-	5,926,454
Distribution to members	(5,948,726)	-
	(5,948,726)	5,926,454
Change in net position	(5,349,471)	6,020,637
Net position - beginning of year	24,788,903	18,768,266
Net position - end of year	\$ 19,439,432	\$ 24,788,903

(See Notes to Financial Statements)

## Cherry Creek Project Water Authority

### Statements of Cash Flows – Proprietary Fund Years Ended December 31, 2019 and 2018 (See Independent Auditor’s Report)

	2019	2018
Cash flows from operating activities:		
Cash receipts	\$ 811,865	\$ 297,670
Cash paid to suppliers	(342,984)	(272,370)
Net cash provided by operating activities	468,881	25,300
Cash flows from capital and related financing activities:		
Payment of water rights purchase obligation	-	(31,153)
Capital acquisitions	(124,826)	(104,468)
Proceeds from sale of water rights	-	7,249,114
Distributions to members	(5,948,726)	-
Net cash provided (used) by capital and related financing activities	(6,073,552)	7,113,493
Cash flows from investing activities:		
Interest and miscellaneous income and net cash provided by investing activities	163,353	91,493
Net increase (decrease) in cash and investments	(5,441,318)	7,230,286
Cash and investments, beginning	7,342,814	112,528
Cash and investments, ending	\$ 1,901,496	\$ 7,342,814

(continued)  
(See Notes to Financial Statements)

**Cherry Creek Project Water Authority**

Statements of Cash Flows – Proprietary Fund (continued)  
Years Ended December 31, 2019 and 2018  
(See Independent Auditor's Report)

	<u>2019</u>	<u>2018</u>
Reconciliation of operating income to net cash provided by operating activities:		
Operating income	\$ 435,902	\$ 2,690
Adjustments to reconcile operating income to net cash provided by operating activities:		
Depreciation	46,208	47,345
(Increase) decrease in accounts receivable	56,797	(98,480)
Increase (decrease) in accounts payable	<u>(70,026)</u>	<u>73,745</u>
Net cash provided by operating activities	<u>\$ 468,881</u>	<u>\$ 25,300</u>

(See Notes to Financial Statements)

## **Cherry Creek Project Water Authority**

Notes to Financial Statements  
Years Ended December 31, 2019 and 2018  
(See Independent Auditor's Report)

### **1. Nature of Operations and Summary of Significant Accounting Policies**

#### Nature of operations

The Cherry Creek Project Water Authority (the "Authority") is a quasi-municipal corporation and political subdivision of the State of Colorado established under the State of Colorado Special District Act. The Authority was established in October 2005 to participate in the purchase of water rights and associated assets, and the development of additional capital infrastructure including water storage, wells, and other components necessary to develop and deliver the water.

The members of the Authority include Inverness Water and Sanitation District, Arapahoe County Water and Wastewater Authority, Denver Southeast Suburban Water and Sanitation District and Cottonwood Water and Sanitation District (collectively, the "Members"), all political subdivisions of the State of Colorado. The Authority is managed by a Board of Directors appointed by the Members of the Authority. Voting on Authority matters shall be based upon each Members' percentage of ownership of the water usage, which is initially based upon their contributions and subject to periodic changes based upon the formation agreement of the Authority.

The Authority has no employees and all operation and administrative functions are provided under contract with an outside party.

#### Definition of reporting entity

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

As required by accounting principles generally accepted in the United States of America, ("GAAP"), these financial statements present the activities of the Authority, which is legally separate and financially independent of other state and local governments. The Authority has no component units as defined by GASB Statement No. 14, *The Financial Reporting Entity* and GASB Statement No. 39, *Determining Whether Certain Organizations are Component Units*.

The Authority is not financially accountable for any other organization.

## Cherry Creek Project Water Authority

Notes to Financial Statements  
Years Ended December 31, 2019 and 2018  
(See Independent Auditor's Report)

### 1. Nature of Operations and Summary of Significant Accounting Policies (continued)

The accounting policies of the Authority conform to GAAP as applicable to governmental units accounted for as a proprietary enterprise fund. The following is a summary of the more significant policies consistently applied in the preparation of financial statements.

#### Basis of Presentation

The government-wide financial statements (i.e. the Statements of Net Position and the Statements of Revenues, Expenses and Change in Net Position) report information on all of the non-fiduciary activities of the Authority. Governmental activities, which normally are supported by taxes and intergovernmental revenues, are reported separately from business-type activities, which rely, to a significant extent, on fees and charges for support.

The Statements of Net Position report all financial and capital resources of the Authority. The difference between the assets and liabilities of the Authority is reported as net position.

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

The Authority's records are maintained on the accrual basis of accounting. Revenue is recognized when earned and expenses are recognized when the liability is incurred. Depreciation is computed and recorded as an operating expense. Expenditures for property and equipment are shown as increases in assets.

The Authority reports the following major proprietary fund:

Water Project Enterprise Fund: The Water Project Enterprise Fund accounts for operations related to the acquisition and development of water rights. The intent is that the costs of providing goods or services to the general public on a continuing basis be financed or recovered primarily through user charges.

Proprietary funds distinguish operating revenues and expenses from non-operating items. Operating revenues and expenses generally result from providing services and producing and delivering goods in connection with the proprietary fund's ongoing operations. The principal operating revenues are assessments to other authorities and special authorities to cover related expenses. Operating expenses for proprietary funds include the cost of services, administrative expenses and depreciation of capital assets. All revenues and expenses not meeting this definition are reported as non-operating revenues and expenses or capital contributions.

## Cherry Creek Project Water Authority

Notes to Financial Statements  
Years Ended December 31, 2019 and 2018  
(See Independent Auditor's Report)

### 1. Nature of Operations and Summary of Significant Accounting Policies (continued)

#### Budgets

In accordance with the State Budget Law, the Authority'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 Authority'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, publication, and public hearing requirements.

#### Cash Equivalents

For purposes of the statement of cash flows, the Authority considers cash deposits, certificates of deposit, and highly liquid investments (including restricted and designated investments) with a maturity of three months or less when purchased, to be cash equivalents..

#### Accounts Receivable

Accounts receivable are shown net of allowance for uncollectibles. Accounts receivable are expensed as bad debts at the time they are determined to be uncollectible.

#### Fair Value of Financial Instruments

The Authority's financial instruments include cash and cash equivalents, accounts receivable and accounts payable. The Authority estimates that the fair value of all financial instruments at December 31, 2019 and 2018 does not differ materially from the aggregate carrying values of its financial instruments recorded in the accompanying statements of net position. The carrying amount of these financial instruments approximates fair value because of the short maturity of these instruments.

#### Deposits and Investments

The Authority's cash and cash equivalents are considered to be cash on hand and short-term investments with maturities of three months or less from the date of acquisition. Investments for the Authority are reported at fair value.

When both restricted and unrestricted resources are available for use, it is the Authority's policy to use restricted resources first, then unrestricted resources as needed.

## Cherry Creek Project Water Authority

Notes to Financial Statements  
Years Ended December 31, 2019 and 2018  
(See Independent Auditor's Report)

### 1. Nature of Operations and Summary of Significant Accounting Policies (continued)

#### Estimates

The preparation of financial statements in conformity with GAAP requires management to make estimates and assumptions that affect certain reported amounts and disclosures. Accordingly, actual results could differ from those estimates.

#### Debt Authorization

As of December 31, 2019 and 2018, the Authority had no authorized but unissued indebtedness.

#### Capital Assets

Capital assets, which include water rights, wells, and other related items are reported in the Water Project Enterprise Fund in the government-wide financial statements. Capital assets are defined by the Authority as assets with an initial, individual cost of more than \$5,000 and an estimated useful life in excess of two years. Such assets are recorded at historical or estimated historical cost if purchased or constructed. Donated capital assets are recorded at acquisition value at the date of the donation.

The costs of normal maintenance and repairs that do not add to the value of the assets or materially extend the life of the assets are not capitalized. Improvements are capitalized and depreciated over the remaining useful lives of the related fixed assets, as applicable using the straight-line method. Improvements that will be conveyed to other governmental entities are classified as construction in progress and are not depreciated.

Capital assets are depreciated using the straight-line method over the following estimated useful lives:

Water wells	50 years
Pipelines	30 years
Modeling tools	20 years
Master plan	10 years

## Cherry Creek Project Water Authority

Notes to Financial Statements  
Years Ended December 31, 2019 and 2018  
(See Independent Auditor's Report)

### 2. Cash and Investments

Cash and investments as of December 31, 2019 and 2018 are classified in the accompanying financial statements as follows:

	<u>2019</u>	<u>2018</u>
Statement of Net Position:		
Cash and investments	\$ 367,784	\$ 7,342,814
Cash and investment - restricted	1,533,712	-
	<u>\$ 1,901,496</u>	<u>\$ 7,342,814</u>

Cash and investments as of December 31, 2019 and 2018 consist of the following:

	<u>2019</u>	<u>2018</u>
Deposits with financial institutions	\$ 362,514	\$ 6,870
Investments - COLOTRUST	1,538,982	7,335,944
	<u>\$ 1,901,496</u>	<u>\$ 7,342,814</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.

As of December 31, 2019 and 2018, the Authority's cash deposits had a bank balance that was equal to their carrying balance.

#### Investments

The Authority has not adopted a formal investment policy; however, the Authority follows state statutes regarding investments. Colorado statutes specify the types of investments meeting defined rating and risk criteria in which local governments may invest. These investments include obligations of the United States and certain U.S. Government agency entities, certain money market funds, guaranteed investment contracts, and local government investment pools.

## Cherry Creek Project Water Authority

Notes to Financial Statements  
Years Ended December 31, 2019 and 2018  
(See Independent Auditor's Report)

### 2. Cash and Investments (continued)

#### Investment Valuation

Certain investments are measured at fair value within the fair value hierarchy established by generally accepted accounting principles. The hierarchy is based on the valuation inputs used to measure the fair value of the asset. Level 1 inputs are quoted prices in active markets for identical assets. Level 2 inputs are significant other observable inputs. Level 3 inputs are significant unobservable inputs. The Authority's investment is not required to be categorized within the fair value hierarchy. This investment's value is calculated using the net asset value method (NAV) per share.

#### Interest Rate Risk

Colorado revised statutes limit investment maturities to five years or less unless formally approved by the Board of Directors.

As of December 31, 2019 and 2018, the Authority had the following investment:

#### COLOTRUST

The Authority invested in the Colorado Local Government Liquid Asset Trust ("COLOTRUST" or the "Trust"), an investment vehicle established for local government entities in Colorado to pool surplus funds. The State Securities Commissioner administers and enforces all State statutes governing the Trust. The Trust operates similarly to a money market fund and each share is equal in value to \$1.00. The Trust offers shares in two portfolios, COLOTRUST PRIME and COLOTRUST PLUS+. Both portfolios may invest in U.S. Treasury securities and repurchase agreements collateralized by U.S Treasury securities. COLOTRUST PLUS+ may also invest in certain obligations of U.S government agencies, highest rated commercial paper and any security allowed under CRS 24-75-601. A designated custodial bank serves as custodian for the Trust's portfolios pursuant to a custodian agreement. The custodian acts as a safekeeping agent for the Trust's investment portfolios and provides services as the depository in connection with direct investments and withdrawals. The custodian's internal records segregate investments owned by the Trust. COLOTRUST is rated AAAM by Standard & Poor's. COLOTRUST records its investments at fair value and the District records its investment in COLOTRUST at net asset value as determined by fair value. There are no unfunded commitments, the redemption frequency is daily, and there is no redemption notice period. As of December 31, 2019 and 2018, the Authority had \$1,538,982 and \$7,335,944 invested in COLOTRUST, respectively.

#### Custodial and Concentration of Credit Risk

None of the Authority's investments are subject to custodial or concentration of credit risk.

## Cherry Creek Project Water Authority

### Notes to Financial Statements Years Ended December 31, 2019 and 2018 (See Independent Auditor's Report)

### 3. Capital Assets

An analysis of changes in capital assets for the years ended December 31, 2019 and 2018 is as follows:

Business Type Activities	Balance December 31, 2018	Additions	Deletions	Balance December 31, 2019
Capital assets not being depreciated:				
Water rights	\$ 14,443,109	\$ 878	\$ -	\$ 14,443,987
Real estate	921,076	-	-	921,076
Construction in progress	1,205,669	123,948	-	1,329,617
Total capital assets not being depreciated	<u>16,569,854</u>	<u>124,826</u>	<u>-</u>	<u>16,694,680</u>
Capital assets being depreciated:				
Water wells	856,124	-	-	856,124
Pipelines	149,681	-	-	149,681
Modeling	140,380	-	-	140,380
Master plan	216,111	-	-	216,111
Total capital assets being depreciated	<u>1,362,296</u>	<u>-</u>	<u>-</u>	<u>1,362,296</u>
Less:				
Accumulated depreciation	<u>490,948</u>	<u>46,208</u>	<u>-</u>	<u>537,156</u>
Net capital assets being depreciated	<u>871,348</u>	<u>(46,208)</u>	<u>-</u>	<u>825,140</u>
Business type assets, net	<u>\$ 17,441,202</u>	<u>\$ 78,618</u>	<u>\$ -</u>	<u>\$ 17,519,820</u>

## Cherry Creek Project Water Authority

### Notes to Financial Statements Years Ended December 31, 2019 and 2018 (See Independent Auditor's Report)

#### 3. Capital Assets (continued)

Business Type Activities	Balance December 31, 2017	Additions	Deletions	Balance December 31, 2018
Capital assets not being depreciated:				
Water rights	\$ 14,792,547	\$ 812	\$ 350,250	\$ 14,443,109
Real estate	1,792,976	-	871,900	921,076
Construction in progress	1,202,523	103,657	100,510	1,205,669
Total capital assets not being depreciated	<u>17,788,046</u>	<u>104,469</u>	<u>1,322,660</u>	<u>16,569,854</u>
Capital assets being depreciated:				
Water wells	856,124	-	-	856,124
Pipelines	149,681	-	-	149,681
Modeling	140,380	-	-	140,380
Master plan	216,111	-	-	216,111
Total capital assets being depreciated	<u>1,362,296</u>	<u>-</u>	<u>-</u>	<u>1,362,296</u>
Less:				
Accumulated depreciation	<u>443,603</u>	<u>47,345</u>	<u>-</u>	<u>490,948</u>
Net capital assets being depreciated	<u>918,693</u>	<u>(47,345)</u>	<u>-</u>	<u>871,348</u>
Business type assets, net	<u>\$ 18,706,739</u>	<u>\$ 57,124</u>	<u>\$ 1,322,660</u>	<u>\$ 17,441,202</u>

Depreciation expense was approximately \$46,200 and \$47,300 for the years ended December 31, 2019 and 2018, respectively.

## **Cherry Creek Project Water Authority**

Notes to Financial Statements  
Years Ended December 31, 2019 and 2018  
(See Independent Auditor's Report)

### **4. Net Position**

The Authority 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 any outstanding balance of debt that is attributable to the acquisition, construction, or improvement of those assets. The Authority's net investment in capital assets as of December 31, 2019 and 2018 totaled \$17,519,820 and \$17,441,202, respectively.

Restricted net position consists of 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 Authority had a restricted net position of \$1,533,712 as of December 31, 2019 related to funds due one of the Members of the Authority from the sale of certain assets of the Authority in 2018, as discussed in Note 6. The Authority had no restricted net position as of December 31, 2018.

The Authority's unrestricted net position as of December 31, 2019 and 2018 was \$385,900 and \$7,347,701, respectively.

### **5. Water Rights Purchase Obligation**

The Authority entered into a Purchase and Sale of Water Rights Agreement with a private seller on May 25, 2010. Per the agreement, the seller agrees to sell the authority the rights to ground water in the Denver Basin aquifers. The total purchase price of \$795,151 is to be paid in installment payments on or before June 1 of each year beginning in 2010 through 2018. The principal balance accrues interest at a rate of 2% per annum for the first four years of the agreement. The Authority may at any time prepay the total purchase price.

This agreement expired on June 1, 2018. At the time of the first payment, the Authority received an Easement Agreement signed by the seller which authorized the Authority to withdraw and use the rights. Concurrent with the signing of the purchase agreement, the Authority entered into an Escrow Agreement which provided for the title to the rights to be placed in escrow until completion of the purchase. During 2018, the Authority paid \$31,153, which reduced the remaining debt to \$0.

## Cherry Creek Project Water Authority

Notes to Financial Statements  
Years Ended December 31, 2019 and 2018  
(See Independent Auditor's Report)

### 6. Authority Agreements

#### Water Project Agreement

The Members entered into a Water Project Agreement and Authority formation agreement on October 14, 2005. This agreement outlines the purpose of the Authority and details the phases of the project in order to complete the development of the 2,000 acre-feet water yield. The agreement also includes the process to complete the purchase of the Cherry Creek Project capital assets from the Western Water Company. The Members agreed to make contributions in order to complete this purchase with initial contributions of \$14,000,000 made by the Members. The agreement states that voting rights and annual cost sharing will be based upon the percentage ownership in the water usage, which is initially determined based upon the initial contributions. This formation agreement was amended in 2008 to update member ownership percentages and to clarify other terms.

During 2019 and 2018, the Members were assessed \$165,001 and \$100,000, respectively, to cover the Authority's operating expenditures and were assessed \$410,000 and \$100,000, respectively, for capital improvements.

#### Asset Purchase Agreement

The Authority entered into an asset purchase agreement with Western Water Company ("Seller") on October 14, 2005. This agreement resulted from the successful bid placed by the Authority at a bankruptcy auction for the Seller's "Cherry Creek Project" assets. The purchased assets include water rights, land, water wells, storage rights and other related assets. The Authority also assumed some related lease liabilities. The Authority paid \$14,000,000 for these assets and closed the purchase on November 17, 2005.

#### Land Purchase and Sale Agreement

On March 30, 2015, the Authority entered into a Purchase and Sale agreement with Meritage Homes of Colorado, subsequently amended on June 29, 2016 and September 1, 2016. The Authority agreed to sell a fee simple interest in approximately 90 acres of real estate for the purchase price of \$7,250,000. The sale closed in June 2018 with the receipt of approximately \$7,249,100, net of fees, by the Authority. A gain of approximately \$5,926,500 was recognized on the sale. In December 2019, the Authority approved a distribution of approximately \$5,948,700 to the Members for their respective allotment of the sale proceeds and related interest earned.

## **Cherry Creek Project Water Authority**

Notes to Financial Statements  
Years Ended December 31, 2019 and 2018  
(See Independent Auditor's Report)

### **7. 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.

Enterprises, defined as government-owned businesses authorized to issue revenue bonds and receiving less than 10% of annual revenue in grants from all state and local governments combined, are excluded from the provisions of TABOR.

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

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

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

### **8. Risk Management**

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

The Authority 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 Authority 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.

## Cherry Creek Project Water Authority

Notes to Financial Statements  
Years Ended December 31, 2019 and 2018  
(See Independent Auditor's Report)

### 9. Restatement of Previously Issued Financial Statements

The Authority has restated its previously issued financial statements as of and for the year ended December 31, 2018 to reflect the correction of an error relating to the balances of assets sold during 2018. The effect of the correction of this error on the financial position as of December 31, 2018 is as follows:

	<u>As Previously Reported</u>	<u>As Restated</u>	<u>Increase (Decrease)</u>
<u>Statement of Net Position - Proprietary Fund</u>			
Capital assets - Real estate	<u>\$ 1,792,976</u>	<u>\$ 921,076</u>	<u>\$ (871,900)</u>
Capital assets - Water rights	<u>\$ 13,571,209</u>	<u>\$ 14,443,109</u>	<u>\$ 871,900</u>

Supplemental Information  
(See Independent Auditor's Report)

## Cherry Creek Project Water Authority

### Schedule of Revenues, Expenses and Change in Fund Balance – Budget and Actual (Budgetary Basis) – Water Project Enterprise Fund Year Ended December 31, 2019 (See Independent Auditor’s Report)

	Original and Final Budget	Actual	Variance Positive (Negative)
<b>Revenues:</b>			
General assessments	\$ 165,000	\$ 165,001	\$ 1
Capital assessments	410,000	410,000	-
Water sales	80,000	180,067	100,067
Interest and miscellaneous income	5,000	163,353	158,353
Total revenues	660,000	918,421	258,421
<b>Expenses:</b>			
Accounting	8,000	15,161	(7,161)
Audit	5,000	4,400	600
Capital contingency	25,000	-	25,000
Capital expenditures	385,000	124,826	260,174
Contingency	10,000	-	10,000
Engineering	5,000	2,574	2,426
Insurance	5,000	4,475	525
Legal	40,000	29,400	10,600
Legal - water	25,000	15,225	9,775
Management	35,000	32,496	2,504
Member distributions	3,000,000	5,948,726	(2,948,726)
Miscellaneous	1,700	1,650	50
Operations	20,000	15,217	4,783
Repairs and maintenance	20,000	4,414	15,586
Water rights purchase obligation	-	-	-
Utilities	75,000	147,946	(72,946)
Total expenses	3,659,700	6,346,510	(2,686,810)
Excess of expenses over revenues		(5,428,089)	
Beginning funds available		7,347,701	
Ending funds available		\$ 1,919,612	
<b>Funds available are defined as follows:</b>			
Current assets		\$ 1,943,179	
Less current liabilities		(23,567)	
		\$ 1,919,612	

## Cherry Creek Project Water Authority

Reconciliation of Revenues and Expenses (Budgetary Basis)  
To Statement of Revenues, Expenses, and Change in Net Position  
Year Ended December 31, 2019  
(See Independent Auditor's Report)

Revenue (Budgetary Basis)	\$ 918,421
Total Revenue per Statements of Revenues, Expenses and Change in Net Position	\$ 918,421
Expenses (Budgetary Basis)	\$ 6,346,510
Capital expenditures	(124,826)
Depreciation	<u>46,208</u>
Total Expenses per Statement of Revenues, Expenses and Change in Net Position	<u>6,267,892</u>
Change in Net Position per Statement of Revenues, Expenses, and Change in Net Position	<u>\$ (5,349,471)</u>