

SOLARIS METROPOLITAN DISTRICT NO. 1
TOWN OF VAIL, COLORADO

FINANCIAL STATEMENTS AND REPORT OF
INDEPENDENT CERTIFIED PUBLIC ACCOUNTANTS

December 31, 2019

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**INDEPENDENT AUDITOR'S REPORT**

July 14, 2020

Board of Directors
Solaris Metropolitan District No. 1
Town of Vail, Colorado

We have audited the accompanying financial statements of the governmental activities and each major fund of Solaris Metropolitan District No. 1 (the "District"), Town of Vail, Colorado, as of and for the year ended December 31, 2019 and the related notes to the financial statements, which collectively comprise the District'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 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. 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.

Opinions

In our opinion, the financial statements referred to above present fairly, in all material respects, the respective financial position of the governmental activities and the major fund of Solaris Metropolitan District No. 1, Town of Vail, Colorado, as of December 31, 2019, and the respective changes in financial position and the respective budgetary comparison statement for the General Fund for the year then ended in accordance with accounting principles generally accepted in the United States of America.



Board of Directors
Solaris Metropolitan District No. 1
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Other Matters

Required Supplementary Information

Accounting principles generally accepted in the United States of America require that the management's discussion and analysis on pages 3–5 be presented to supplement the basic financial statements. Such 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. We have applied certain limited procedures to the required supplementary information in accordance with auditing standards generally accepted in the United States of America, which consisted of inquiries of management about the methods of preparing the information and comparing the information for consistency with management's responses to our inquiries, the basic financial statements, and other knowledge we obtained during our audit of the basic financial statements. We do not express an opinion or provide any assurance on the information because the limited procedures do not provide us with sufficient evidence to express an opinion or provide any assurance.

Chadwick, Steinkirchner, Davis & Co., P.C.

Grand Junction, Colorado

Solaris Metropolitan District No. 1

Management's Discussion and Analysis December 31, 2019

As management of Solaris Metropolitan District No. 1 (the "District"), we offer readers of the District's financial statements this narrative overview and analysis of the financial activities of the District for the fiscal year ended December 31, 2019.

Overview of the Financial Statements

This discussion and analysis is intended to serve as an introduction to the District's basic financial statements. The District's basic financial statements are composed of three components: 1) government-wide financial statements; 2) fund financial statements; and 3) notes to the financial statements.

Government-wide financial statements. The government-wide financial statements are designed to provide readers with an overview of the District's finances, from both a short-term fund perspective and a long-term economic perspective.

The Statement of Net Position presents information on all the District's assets, deferred outflows, liabilities, and deferred inflows with the difference between the amounts reported as net position. Over time, increases or decreases in net position may serve as a useful indicator of whether the financial position of the District is improving or deteriorating.

The Statement of Activities presents information showing how the government's net position changed during the most recent fiscal year. All changes in net position are reported as soon as the underlying event giving rise to the change occurs, regardless of the timing of related cash flows. Thus, revenues and expenses are reported in this statement for some items that will only result in cash flows in future fiscal periods.

The governmental activity of the District is primarily financing construction, operation, and maintenance of the basic public infrastructure that is performed by Solaris Metropolitan District No. 1. There are no business-type activities within the District.

The District's government-wide and fund financial statements can both be found on pages 6 & 7 of this report.

Fund financial statements. A fund is a grouping of related accounts that is used to maintain control over resources that have been segregated for specific activities or objectives. The District, like other state and local governments, uses fund accounting to ensure and demonstrate compliance with legal requirements. The District currently has one fund, the General Fund, which is a governmental fund.

Governmental funds. Governmental funds are used to account for essentially the same functions reported as governmental activities in the government-wide financial statements. However, unlike the government-wide financial statements, governmental fund financial statements focus on near-term inflows and outflows of expendable resources, as well as on balances of expendable resources available at the end of the fiscal year. Such information may be useful in evaluating a government's near-term financing requirements.

Because the focus of governmental funds is narrower than that of the government-wide financial statements, it is useful to compare the information presented for governmental funds with similar information presented for governmental activities in the government-wide financial statements. By doing so, readers may better understand the long-term impact of the government's near-term financing decisions. A reconciliation of the fund balance as reported in the governmental funds to the net position reported in the government-wide financial statements and a reconciliation of the net change in fund balance to the change in net position has been provided to facilitate the comparison between governmental funds and governmental activities.

Notes to the financial statements. The notes provide additional information that is essential to a full understanding of the data provided in the government-wide and fund financial statements. The notes to the financial statements can be found on pages 13 through 22 of this report.

Government-wide Financial Analysis. A condensed summary of the District's government-wide assets, deferred outflows, liabilities, net position, revenues and expenses follows:

Statement of Net Position

	Governmental Activities	
	2019	2018
Current and other assets	\$ 188,788	\$ 109,926
Capital and long term assets	22,562,080	23,186,090
Total Assets	22,750,868	23,296,016
Liabilities:		
Current liabilities	80,052	105,438
Long-term obligations payable	1,225,749	1,022,693
Total Liabilities	1,305,801	1,128,131
Net position:		
Net investment in capital assets, net of debt	20,605,910	21,264,100
Restricted for TABOR	23,254	24,441
Unrestricted	815,903	879,344
Total Net position	\$ 21,445,067	\$ 22,167,885

Statement of Activities

Revenues:		
Program Revenues		
Operating grants and contributions	\$ 607,165	\$ 491,345
Charges for Services	242,421	283,750
Capital Grants and contributions	-	-
General revenue:		
Interest and other revenue	5,480	3,881
Total Revenue	855,066	778,976
Expenses:		
General government	1,487,704	1,344,314
Interest on long-term debt	90,180	86,007
Total Expenses	1,577,884	1,430,321
Change in Net position	(722,818)	(651,345)
Net position - Beginning	22,167,885	22,819,230
Net position - Ending	\$ 21,445,067	\$ 22,167,885

The District is the "service district" in a triple district structure whereby the District constructed the public infrastructure and provides certain services for Solaris Metropolitan District Nos. 2 and 3. Pursuant to the Amended and Restated District Operating Agreement for the Districts, the District is obligated to provide certain capital facilities and operational services and obligates Solaris Metropolitan District Nos. 2 & 3 (the "taxing districts") to fully fund the District's cost of constructing the facilities and operations.

Government-wide Financial Analysis. The District's primary activity in 2019 has been the operation of the public improvements owned by the District. The District's primary revenue source is intergovernmental revenues from Solaris Metropolitan Districts No. 2 & 3 reflecting their obligation to ultimately reimburse the District for the cost of constructing and operating the infrastructure. The decrease in net position is primarily the result of depreciation expense.

Financial Analysis of the District's Funds

As mentioned earlier, the District uses fund accounting to ensure and demonstrate compliance with finance-related legal requirements.

Governmental Funds. The focus of the District's governmental funds is to provide information on near-term inflows, outflows, and balances of expendable resources. Such information is useful in assessing the District's financing requirements. In particular, unreserved fund balance may serve as a useful measure of a government's net resources available for spending at the end of the fiscal year.

As of the end of the current fiscal year, the District's governmental funds reported a combined ending fund balance of \$108,736, which is the result of a cumulative surplus of revenues in excess of expenditures.

The District adopts budgets for each fund on an annual basis. Budgetary comparisons have been provided on page 12 for the General Fund.

Capital assets. The District's capital assets consist primarily of infrastructure in the District. The capital assets were completed at December 31, 2011 and \$703,920 depreciation expense was recorded in 2019. Details can be seen in Note D on page 18 of this report.

Subsequent Events. On March 13, 2020, an emergency was declared for the COVID-19 pandemic. The State of Colorado subsequently declared a statewide emergency and enacted shutdown orders for significant portions of the economy, including ski resorts beginning March 15, 2020. The full economic impact of the events surrounding the pandemic are unknown, but are expected to be significant.

Request for Information

This financial report is designed to provide a general overview of the District's finances for all those with an interest in the government's finances. Questions concerning any of the information provided in this report or requests for additional financial information should be addressed to Marchetti & Weaver, LLC, 28 Second Street, Suite 213, Edwards, CO 81632 or you may call (970) 926-6060.

Solaris Metropolitan District No. 1
Town of Vail, Colorado

STATEMENT OF NET POSITION

For the year ended December 31, 2019

	<u>Governmental Activities</u>
Assets	
Cash and investments	\$ 116,353
Accounts receivable - other governments	46,392
Prepaid Insurance	19,732
Security deposits	6,311
Capital and service obligation receivable	1,085,064
Capital assets, net of accumulated depreciation	21,477,016
Total assets	<u>22,750,868</u>
Liabilities	
Trade accounts payable	80,052
Developer payable	310,748
Accrued interest payable	43,895
Advance note payable	871,106
Total liabilities	<u>1,305,801</u>
Net position	
Net investment in Capital Assets	20,605,910
Restricted for TABOR	23,254
Unrestricted	815,903
Total net position	<u><u>\$ 21,445,067</u></u>

The accompanying notes are an integral part of these statements.

Solaris Metropolitan District No. 1
Town of Vail, Colorado

STATEMENT OF ACTIVITIES

For the year ended December 31, 2019

Function/Programs	Expenses	Program revenues			Total Governmental Activities
		Charges for Services	Operating Grants and Contributions	Capital Grants and Contributions	
Governmental activities:					
General government	\$ 1,487,704	\$ 242,421	\$ 607,165	\$ -	\$ (638,118)
Interest on long-term debt	90,180	-	-	-	(90,180)
	<u>\$ 1,577,884</u>	<u>\$ 242,421</u>	<u>\$ 607,165</u>	<u>\$ -</u>	<u>(728,298)</u>
				Interest income	5,480
				Total general revenues	<u>5,480</u>
				Change in net position	(722,818)
				Net position, beginning	<u>22,167,885</u>
				Net position, ending	<u>\$ 21,445,067</u>

The accompanying notes are an integral part of these statements.

Solaris Metropolitan District No. 1
Town of Vail, Colorado

BALANCE SHEET - GOVERNMENTAL FUNDS

For the year ended December 31, 2019

	<u>General Fund</u>
Assets	
Cash and investments	\$ 116,353
Accounts receivable - other governments	46,392
Prepaid expenses	19,732
Security deposits	6,311
Total assets	<u>188,788</u>
Liabilities	
Trade accounts payable	80,052
Total liabilities	<u>80,052</u>
Fund balance	
Nonspendable	
Deposits	6,311
Prepaid expense	19,732
Restricted for	
TABOR	23,254
Unassigned	59,439
Total fund balance	<u>\$ 108,736</u>

The accompanying notes are an integral part of these statements.

Solaris Metropolitan District No. 1
Town of Vail, Colorado

RECONCILIATION OF THE BALANCE SHEET OF GOVERNMENTAL FUNDS
TO THE STATEMENT OF NET POSITION

For the year ended December 31, 2019

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

Total fund balance - governmental funds	\$	108,736
Long term capital assets are expensed as capital outlay in the funds but are capitalized in the government wide statements and amortized as depreciation expense over their expected useful lives.		21,477,016
Long term receivables are not recognized in the fund financial statements but are recognized in the statement of net position.		1,085,064
Accrued interest on long-term obligations are not due and payable in the current period and, therefore, are not recognized in the funds.		(43,895)
Long-term liabilities are not due and payable in the current period and therefore are not recognized in the funds.		<u>(1,181,854)</u>
Net position of governmental activities	\$	<u><u>21,445,067</u></u>

The accompanying notes are an integral part of these statements.

Solaris Metropolitan District No. 1
Town of Vail, Colorado

STATEMENT OF REVENUES, EXPENDITURES AND CHANGES IN FUND BALANCE
GOVERNMENTAL FUNDS

For the year ended December 31, 2019

		General Fund
Revenues		
Skate shop income	\$	192,220
Rent income		21,600
Special event fee		28,600
Interest income		5,480
Intergovernmental revenue		527,255
Total revenues		775,155
Expenditures		
Accounting		33,758
Audit		9,100
Insurance		12,140
Legal		18,058
Contribution to Solaris Metropolitan District No. 2		8,575
Contribution to Solaris Metropolitan District No. 3		7,329
Miscellaneous		4,139
Operations		
Utilities		117,677
Janitorial		14,890
Insurance		13,514
Repairs and maintenance		179,024
Supplies		11,303
Rent		109,402
Payroll		219,632
Fees		25,242
Payment to Solaris		211,291
Repayment to Developer		45,729
Interest expense		72,980
Total expenditures		1,113,783
Excess of revenues over expenditures before other financing sources (uses)		(338,628)
Other financing sources (uses)		
Developer advances		442,876
Total other financing sources (uses)		442,876
Excess of revenues and other financing sources and (uses) over expenditures		104,248
Fund balance - beginning of year		4,488
Fund balance - end of year	\$	108,736

The accompanying notes are an integral part of these statements.

Solaris Metropolitan District No. 1
Town of Vail, Colorado

RECONCILIATION OF THE STATEMENT OF REVENUES, EXPENDITURES AND CHANGES
IN FUND BALANCE - GOVERNMENTAL FUNDS TO THE STATEMENT OF ACTIVITIES

For the year ended December 31, 2019

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

Net Change in Fund Balances - Governmental Funds	\$ 104,248
Long term capital assets are expensed as capital outlay in the funds but are capitalized in the government wide statements and amortized over their useful lives as depreciation expense. This is the amount by which capital outlays exceeded depreciation expense in the current year:	(703,920)
Accrued interest on long term obligations are not due and payable in the current period and, therefore, are not recognized in the funds. This is the amount by which the liability changed between the current and prior year.	(1,956)
Long-term receivables are not recorded in the funds but are recorded in the government wide financial statements. This is the amount by which the receivables changed between current year and prior year.	79,910
Changes in long term obligations are recognized as other financing sources and payments of principal in the funds but as additions and reductions of long term liabilities in the government wide statements. Changes in developer advance	<u>(201,100)</u>
Change in net position of governmental activities	<u><u>\$ (722,818)</u></u>

The accompanying notes are an integral part of these statements.

Solaris Metropolitan District No. 1
Town of Vail, Colorado

STATEMENT OF REVENUES, EXPENDITURES AND CHANGES IN FUND BALANCE -
BUDGET TO ACTUAL - GENERAL FUND

For the year ended December 31, 2019

	Original and Final Budget	Actual	Positive (Negative) Variance
Revenues			
Skate shop income	\$ 225,000	\$ 192,220	\$ (32,780)
Rent income	20,000	21,600	1,600
Special event fee	50,000	28,600	(21,400)
Interest income	222	5,480	5,258
Intergovernmental revenue	514,406	527,255	12,849
Total revenues	809,628	775,155	(34,473)
Expenditures			
Accounting	27,295	33,758	(6,463)
Audit	9,100	9,100	-
Insurance	12,000	12,140	(140)
Legal	15,000	18,058	(3,058)
Contribution to Solaris Metropolitan District No. 2	8,250	8,575	(325)
Contribution to Solaris Metropolitan District No. 3	7,700	7,329	371
Operations	649,515	693,544	(44,029)
Miscellaneous	739	1,279	(540)
Repayment to Solaris	600,835	211,291	389,544
Repayments to Developer	25,215	45,729	(20,514)
Interest expense	93,494	72,980	20,514
Contingency	10,000	-	10,000
Total expenditures	1,459,143	1,113,783	345,360
Other financing sources (uses)			
Developer advances	602,955	442,876	(160,079)
Total other financing sources (uses)	602,955	442,876	(160,079)
Excess of revenues and other financing sources and (uses) over expenditures	(46,560)	104,248	150,808
Fund balance - beginning of year	46,560	4,488	(42,072)
Fund balance - end of year	\$ -	\$ 108,736	\$ 108,736

The accompanying notes are an integral part of these statements.

Solaris Metropolitan District No. 1
Town of Vail, Colorado

NOTES TO THE FINANCIAL STATEMENTS

December 31, 2019

NOTE A – SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

The accounting policies of the Solaris Metropolitan District No. 1, (the District), located in the Town of Vail, Colorado (the Town), conform to accounting principles generally accepted in the United States of America (GAAP) as applicable to governmental units. The Governmental Accounting Standards Board (GASB) is the accepted standard setting body for establishing governmental accounting and financial reporting principles. The following is a summary of the more significant policies consistently applied in the preparation of the financial statements.

Reporting entity

The District was organized in 2006 concurrently with Solaris Metropolitan District No. 2 (District 2) and Solaris Metropolitan District No. 3 (District 3) and is governed by a five-member elected Board of Directors. On September 19, 2006, a Consolidated Service Plan ("Service Plan") for the Districts was approved. On April 3, 2007, the first amendment to the Service Plan was approved. As required by GAAP, these financial statements present the activities of the District, which is legally separate and financially independent of other state and local governments. The Districts were organized to provide various public improvements necessary and appropriate for the development of the Solaris Vail project. The public improvements, which include sanitation, water, streets, traffic and safety controls, and parks and recreation, will be constructed for the benefit of the taxpayers and service users within the Districts' boundaries.

The District serves as the "Operating District" while District 2 and District 3 serve as the "Taxing Districts." The Operating District is responsible for providing the day-to-day operations and administrative management for all three Districts.

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

The District has no component units as defined by GASB and is not a component unit of any other primary government.

The District has no employees and all services are contracted.

Solaris Metropolitan District No. 1
Town of Vail, Colorado

NOTES TO THE FINANCIAL STATEMENTS

December 31, 2019

NOTE A – SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES – CONTINUED

Government-wide 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. For the most part, the effect of interfund activity has been removed from these statements.

The statement of activities demonstrates the degree to which the direct 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 the related cash flow.

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 sixty days of the end of the current fiscal period.

The District reports the following governmental fund:

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

The Capital fund accounts for the financial resources and costs associated with acquiring capital assets.

Fair value of financial statements

The District's financial instruments include cash and investments, accounts receivable, accounts payable, and accrued expenses. The District estimates that the fair value of all financial instruments at December 31, 2018, does not differ materially from the aggregate carrying values of its financial instruments recorded in

Solaris Metropolitan District No. 1
Town of Vail, Colorado

NOTES TO THE FINANCIAL STATEMENTS

December 31, 2019

NOTE A – SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES – CONTINUED

the accompanying balance sheet. The carrying amount of these financial instruments approximates fair value because of the short maturity of these instruments.

Use of estimates

The preparation of financial statements in accordance with GAAP requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities and disclosure of contingent assets and liabilities at the date of the financial statements and the reported amount of revenues and expenses during the reporting period. Actual results could differ from those estimates.

Deferred outflows/inflows of resources

In addition to assets, the statement of financial position will sometimes report 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(s) and will not be recognized as an outflow of resources (expense/expenditure) until then.

In addition to liabilities, the statement of financial position will sometimes report 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(s) and will not be recognized as an inflow of resources (revenue) until that time. The District does not have any items that qualify for reporting in this category.

Capital assets

Capital assets defined by the District as infrastructure assets are recorded at historical cost. The costs of normal maintenance and repairs that do not add to the value of the asset or materially extend the asset lives are not capitalized. Infrastructure assets are depreciated using the straight-line method over the estimated useful life of between 5 and 40 years.

As discussed in the Service Plan, the District intends to dedicate a portion of the infrastructure assets to the Town of Vail or other governmental agencies.

Fund equity

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:

NOTES TO THE FINANCIAL STATEMENTS

December 31, 2019

NOTE A – SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES – CONTINUED

Fund equity – continued

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

Restricted fund balance – The portion of fund balance that is constrained to be used for 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 policy to use the most restrictive classification first.

NOTE B – STEWARDSHIP, COMPLIANCE AND ACCOUNTABILITY

Budgetary information

The District conforms to the following procedures in compliance with Colorado Revised Statutes in establishing the budgetary data reflected in the financial statements:

In the fall of each year, the District’s Board of Directors prepares a proposed operating budget for the fiscal year commencing the following January 1. The operating budget for the funds includes proposed expenses and the means of financing them.

A public hearing is held at a Board of Directors meeting to obtain taxpayer input. Prior to December 15, the budget is legally enacted through passage of a budget resolution. The 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.

Solaris Metropolitan District No. 1
Town of Vail, Colorado

NOTES TO THE FINANCIAL STATEMENTS

December 31, 2019

NOTE C – CASH AND INVESTMENTS

Cash and investments

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

Statement of net position:

Deposits	\$ (64,574)
CSAFE	<u>180,927</u>
Cash and investments	<u>\$ 116,353</u>

Custodial and concentration of credit risk

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 equal to 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, all of the District deposits were either insured by the Federal Deposit Insurance Corporation or held in eligible public depositories as required by PDPA.

The District has not adopted a formal investment policy; however, the District follows Colorado Revised Statutes regarding its investments. Colorado Revised 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 U.S. government agency entities, certain money market funds, guaranteed investment contracts and local government investment pools.

During 2019, the District was invested in the Colorado Surplus Asset Fund Trust (CSAFE), which is an investment vehicle established by State statutes for local government entities to pool surplus funds. CSAFE adheres to the guidelines outlined in GASB 79, *Certain External Investment Pools and Pool Participants*, regarding liquidity, maturity, quality, diversification and shadow NAV pricing. CSAFE measures its investments at amortized cost for financial reporting purposes and has been rated AAAM by Standard & Poor's. The financial statements of CSAFE are available for public view at Csafe.org. CSAFE operates similarly to a money market fund and each share is equal in value to \$1.00, though this is not guaranteed. Investment objectives focus on safety, liquidity, transparency, and competitive yields through investment in a diversified portfolio of short-term marketable securities. CSAFE may invest in U.S. Treasury securities, U.S. governmental agency securities, commercial paper, corporate fixed notes, and repurchase agreement collateralized with securities valued in excess of the repurchase agreement amount.

Solaris Metropolitan District No. 1
Town of Vail, Colorado

NOTES TO THE FINANCIAL STATEMENTS

December 31, 2019

NOTE C – CASH AND INVESTMENTS – CONTINUED

All securities owned by CSAFE are held by the Federal Reserve Bank in the account maintained for the custodian. There are no limits or restrictions on participant withdrawals.

NOTE D – CAPITAL ASSETS

Capital asset activity for the year ended December 31, 2019, was as follows:

	Balance December 31, 2018	<u>Additions</u>	<u>Retirements</u>	Balance December 31, 2019
Governmental Activities:				
Capital assets, depreciable:				
Parks and recreation	\$ 15,870,171	\$ –	\$ –	\$ 15,870,171
Street facilities	10,462,576	–	–	10,462,576
Water facilities	433,263	–	–	433,263
Sanitation facilities	<u>559,210</u>	<u>–</u>	<u>–</u>	<u>559,210</u>
Total capital assets being depreciated	27,325,220	–	–	27,325,220
Less accumulated depreciation	<u>(5,144,285)</u>	<u>(703,920)</u>	<u>–</u>	<u>(5,848,205)</u>
Depreciable capital assets, net	<u>\$ 22,180,935</u>	<u>\$ (703,920)</u>	<u>\$ –</u>	<u>\$ 21,477,015</u>

NOTE E – 2010 OPERATIONS/DEBT SERVICE AGREEMENT

The District entered into a 2010 Operations/Debt Service Funding Agreement on December 17, 2009, with Solaris Property Owner, LLC, the Developer, whereby the Developer agreed to loan the District one or more sums of money not to exceed the aggregate of \$500,000. The maximum loan amounts for O&M Costs and Debt Service Costs were to be set at \$350,000 and \$150,000, respectively. The funds shall be loaned to the District in one or a series of installments and shall be available to the District through December 31, 2010, and the Developer's obligation to fund these amounts may be renewed on an annual basis thereafter.

The loan advances, pursuant to both agreements stated above, bear simple interest at a rate of 8% per annum from the date advances were made to the date of repayment of such amount. The District will repay the developer advances with any revenues made available to the District by Districts 2 and 3. The District's obligation to the Developer shall terminate at the earlier of full repayment or December 15, 2049. This agreement was terminated via the Omnibus Funding and Reimbursement Agreement.

On October 13, 2016, Solaris Metropolitan District No. 1 entered into a Limited Tax Revenue Note with Solaris Property Owner, LLC in the amount of \$1,262,427 for capital, debt service, and operating advances. The Note bears an interest rate of 8%.

Solaris Metropolitan District No. 1
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NOTES TO THE FINANCIAL STATEMENTS

December 31, 2019

NOTE E – 2010 OPERATIONS/DEBT SERVICE AGREEMENT - CONTINUED

The following is an analysis of the change in developer obligations for the year ended December 31, 2019:

	<u>Balance December 31, 2018</u>	<u>Additions</u>	<u>Retirements</u>	<u>Balance December 31, 2019</u>
Due to developer:				
Developer advances	\$ 63,919	\$ 442,875	\$ 196,046	\$ 310,748
Limited tax revenue note	916,835	–	45,729	871,106
Accrued interest	<u>41,939</u>	<u>90,180</u>	<u>88,224</u>	<u>43,895</u>
Total	<u>\$ 1,022,693</u>	<u>\$ 533,055</u>	<u>\$ 329,999</u>	<u>\$ 1,225,749</u>

NOTE F – SIGNIFICANT AGREEMENTS

District Operating Agreement

The Districts entered into an Amended and Restated District Operating (the "Agreement") dated March 19, 2013, amending and restating the District Operating Agreement dated April 26, 2007. The Agreement generally provides that the District will perform operations services including administration, financial management, election management, budget preparation, and insurance administration for the Taxing Districts and the Taxing Districts have pledged to levy taxes to provide for payment of the operations costs. The District has incurred operations costs in the amount of \$5,352,306 since inception of the Agreement in 2007 through December 31, 2019, providing services to the Taxing Districts and the Taxing Districts have paid \$5,104,176 toward these costs leaving a balance of \$248,131 at December 31, 2019.

Similar to the agreement between the District and the Taxing Districts for operations, the District has an obligation to provide certain public facilities for the benefit of the Taxing Districts and the Taxing Districts have an obligation to reimburse the District for the cost of providing these capital facilities. Pursuant to this obligation, the District has incurred capital costs in the amount of \$27,275,488 through December 31, 2019, and the Taxing Districts have paid \$26,438,554 toward these costs leaving a balance of \$836,934 at December 31, 2019. This balance has been combined with the obligation for operating costs and is shown as a capital and service obligation receivable on the statement of net position.

Capital Pledge Agreement

The District entered into a Capital Pledge Agreement (the "Pledge Agreement") between the District and the Taxing Districts dated March 1, 2008, in conjunction with the District's issuance of bonds in 2008. In March 2013, Solaris Metropolitan District No. 2 issued \$29,550,000 Property Tax Revenue Multi-Modal Bonds Series 2013. The proceeds from this bond issuance were transferred to the District and the Series 2008 bonds were paid in full and the Capital Pledge Agreement was terminated.

Solaris Metropolitan District No. 1
Town of Vail, Colorado

NOTES TO THE FINANCIAL STATEMENTS

December 31, 2019

NOTE F – SIGNIFICANT AGREEMENTS – CONTINUED

Intergovernmental Agreement with Town of Vail General Improvement District No. 1, Town of Vail, Colorado

The District and the Town of Vail General Improvement District No. 1 (GID) entered into an Intergovernmental Agreement, dated March 22, 2007, that gives the GID the authority to control the use of the public plaza area (the "Plaza") constructed within the District. Any party holding a public event in the Plaza will be required to obtain a license agreement from the GID and the District. The District is responsible for the cost of ordinary maintenance of the Plaza. The GID is responsible for repairing any damage from Plaza events in excess of normal wear and tear.

Intergovernmental Agreement with Town of Vail, Colorado

On March 22, 2007 the District, along with District 2 and District 3 entered into an Intergovernmental Agreement (IGA) with the Town of Vail, Colorado, as required by the Consolidated Service Plan. Under this Agreement, the Districts must obtain the approval of the Vail Town Council prior to any inclusion of property located outside of the service area as defined in the Service Plan. Prior to the issuance of any privately placed debt, the Districts shall obtain a certificate from an External Financial Advisor certifying to the reasonableness of the interest rate and the structure. The IGA was amended on March 4, 2008, increasing the debt authorization limit from \$20,000,000 to \$40,000,000.

The Consolidated Service Plan of the Districts anticipates the dedication of the public improvements to the Town of Vail or other appropriate jurisdiction for ownership and maintenance. The Districts are authorized to operate or maintain any improvements not dedicated to other jurisdictions, including those improvements known as the "Plaza".

Lease Agreement

During 2010 the District entered into a lease agreement with Solaris Property Owner, LLC (Landlord) whereby the District agreed to lease 891 square feet of space from Landlord to be used for the rental of ice skates and other uses approved by Landlord. The lease provides for payment of \$75,735 in rent per annum in the initial year, escalating 3% per year thereafter, plus real estate taxes and all costs payable by Landlord attributable to the ownership, operation, management, maintenance and repair of the leased premises. The lease expires the earlier of November 30, 2040, or cessation of Special Development District No. 39.

Omnibus Funding and Reimbursement Agreement

On October 13, 2016, the District, along with District 2 and District 3, entered into an agreement with Solaris Property Owner, LCC. This agreement consolidated several prior agreements and commitments between the parties. The following agreements were terminated: The Integrated Project Delivery Agreement, The Original Funding and Reimbursement Agreement, The Joint Resolution Agreement, and the 2010 Costs Agreement. Furthermore, this agreement included an amendment to the Capital Pledge and Mill Levy Policy Agreement,

Solaris Metropolitan District No. 1
Town of Vail, Colorado

NOTES TO THE FINANCIAL STATEMENTS

December 31, 2019

NOTE F – SIGNIFICANT AGREEMENTS – CONTINUED

Omnibus Funding and Reimbursement Agreement (continued)

whereby the Taxing Districts will impose the Capital levies and pledge the levies to the issuer of the 2016 series bonds (District 3).

The General Obligation Refunding Bonds, Series 2016A and the Subordinate Limited Tax General Obligation Refunding Bonds, Series 2016B, in the amounts of \$29,330,000 and \$4,000,000 respectively, were issued for the purpose of: (i) repaying the Solaris Property Owner, LLC debt; (ii) refunding the Series 2013 bonds; (iii) funding the reserve funds; (iv) paying the bond issue costs.

NOTE G – RELATED PARTIES

The District's Board of Directors are either officers or employees of or have business or professional relationships with the Developer. The District and the Taxing Districts share the same Board of Directors for the year ended December 31, 2019.

NOTE H – 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 nature.

The District has elected to participate in the Colorado Special Districts Property and Liability Pool (the Pool) which is sponsored by the Special District Association of Colorado. The Pool is an organization created by intergovernmental agreement to provide property, liability, public official liability, and 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 property, general liability and public official's liability, coverage. Members of the Pool may be required to make additional surplus contributions in the event aggregated losses incurred by the Pool exceed amounts recoverable from reinsurance contracts and funds accumulated by the Pool. 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. No distributions were made during the year ended December 31, 2019.

NOTE I – 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, and 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

Solaris Metropolitan District No. 1
Town of Vail, Colorado

NOTES TO THE FINANCIAL STATEMENTS

December 31, 2019

NOTE I – TAX, SPENDING AND DEBT LIMITATIONS – CONTINUED

allowable increases based upon inflation and local growth. "Fiscal year spending" is generally defined as expenditures plus reserve increase 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 emergency reserves to compensate for economic conditions, revenue shortfalls, or salary or benefit increases.

The District has made certain interpretations of the amendment's language in order to determine its compliance.

NOTE J – SUBSEQUENT EVENTS

On March 13, 2020, an emergency was declared for the COVID-19 pandemic. The State of Colorado subsequently declared a statewide emergency and enacted shutdown orders for significant portions of the economy, including ski resorts beginning March 15, 2020. At the time of the issuance of these financial statements, the full economic impact of the events surrounding the pandemic are unknown, but are expected to be significant.