

RESOLUTION
ADOPTING BUDGET, APPROPRIATING SUMS OF MONEY AND CERTIFYING
MILL LEVIES FOR THE CALENDAR YEAR 2025

The Board of Directors of Mead Place Metropolitan District No. 4 (the “**Board**”), Town of Mead, Weld County, Colorado (the “**District**”), held a special meeting, via teleconference and at 8455 Heritage Drive, Thornton on October 9, 2024, at the hour of 10:00 a.m.

Prior to the meeting, each of the directors was notified of the date, time, and place of the budget meeting and the purpose for which it was called, and a notice of the meeting was posted or published in accordance with § 29-1-106, C.R.S.

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NOTICE AS TO PROPOSED 2025 BUDGET

NOTICE OF PUBLIC HEARING ON THE PROPOSED 2025 BUDGETS
AND
NOTICE OF PUBLIC HEARING ON THE AMENDED 2024 BUDGETS

The Boards of Directors (collectively the “**Boards**”) of the MEAD PLACE METROPOLITAN DISTRICT NOS. 1-5 (collectively the “**Districts**”), will hold a public hearing at 8455 Heritage Drive, Thornton and via teleconference on October 9, 2024, at 10:00 a.m., to consider adoption of the Districts’ proposed 2025 budgets (the “**Proposed Budgets**”), and, if necessary, adoption of an amendment to the 2024 budgets (the “**Amended Budgets**”). The public hearing may be joined using the following teleconference information:

<https://us06web.zoom.us/j/85944344863>; Meeting ID: 859 4434 4863; Call-In: 720-707-2699

The Proposed Budgets and Amended Budgets are available for inspection by the public at the offices of CliftonLarsonAllen, LLP, 8390 East Crescent Parkway, Suite 300, Greenwood Village, CO 80111.

Any interested elector of the Districts may file any objections to the Proposed Budgets and Amended Budgets at any time prior to the final adoption of the Proposed Budgets or the Amended Budgets by the Boards.

The agenda for any meeting may be obtained at <https://meadplacemetropolitandistrict.org/> or by calling (303) 858-1800.

BY ORDER OF THE BOARDS OF DIRECTORS:

MEAD PLACE METROPOLITAN DISTRICT NOS. 1-5,
quasi-municipal corporations and political subdivisions of the
State of Colorado

/s/ **WHITE BEAR ANKELE TANAKA & WALDRON**

Attorneys at Law

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WHEREAS, the Board has appointed its accountant to prepare and submit a proposed budget to the Board in accordance with Colorado law; and

WHEREAS, the proposed budget has been submitted to the Board for its review and consideration; and

WHEREAS, upon due and proper notice, provided in accordance with Colorado law, said proposed budget was available for inspection by the public at a designated place, a public hearing was held and interested electors of the District were provided a public comment period and given the opportunity to file any objections to the proposed budget prior to the final adoption of the budget by the Board.

NOW, THEREFORE, BE IT RESOLVED BY THE BOARD AS FOLLOWS:

Section 1. Adoption of Budget. The budget attached hereto and incorporated herein is approved and adopted as the budget of the District for fiscal year 2025. In the event of recertification of values by the County Assessor's Office after the date of adoption hereof, staff is hereby directed to modify and/or adjust the budget and certification to reflect the recertification without the need for additional Board authorization. Any such modification to the budget or certification as contemplated by this Section 1 shall be deemed ratified by the Board.

Section 2. Levy of Property Taxes. The Board does hereby certify the levy of property taxes for collection in 2025 as more specifically set out in the budget attached hereto.

Section 3. Mill Levy Adjustment. When developing the attached budget, consideration was given to any changes in the method of calculating assessed valuation, including any changes to the assessment ratios, or any constitutionally mandated tax credit, cut, or abatement, as authorized in the District's service plan. The Board hereby determines in good faith (such determination to be binding and final), that to the extent possible, the adjustments to the mill levies made to account for changes in Colorado law described in the prior sentence, and the actual tax revenues generated by the mill levies, are neither diminished nor enhanced as a result of those changes.

Section 4. Certification to County Commissioners. The Board directs its legal counsel, manager, accountant, or other designee to certify to the Board of County Commissioners of Weld County, Colorado the mill levies for the District as set forth herein. Such certification shall be in compliance with the requirements of Colorado law.

Section 5. Appropriations. The amounts set forth as expenditures in the budget attached hereto are hereby appropriated from the revenue of each fund for the purposes stated.

Section 6. Filing of Budget and Budget Message. The Board hereby directs its legal counsel, manager, or other designee to file a certified copy of the adopted budget resolution, the budget and budget message with the Division of Local Government by January 30 of the ensuing year.

Section 7. Budget Certification. The budget shall be certified by a member of the District, or a person appointed by the District, and made a part of the public records of the District.

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ADOPTED OCTOBER 9, 2024.

DISTRICT:

MEAD PLACE METROPOLITAN DISTRICT NO. 4, a quasi-municipal corporation and political subdivision of the State of Colorado

Don Summers
By: _____
Officer of the District

ATTEST:

George Hanlon
By: _____

APPROVED AS TO FORM:

WHITE BEAR ANKELE TANAKA & WALDRON
Attorneys at Law

Bob Dh

General Counsel to the District

STATE OF COLORADO
COUNTY OF WELD
MEAD PLACE METROPOLITAN DISTRICT NO. 4

I hereby certify that the foregoing resolution constitutes a true and correct copy of the record of proceedings of the Board adopted by a majority of the Board at a District meeting held at 8455 Heritage Drive, Thornton and via teleconference on Wednesday, October 9, 2024, as recorded in the official record of the proceedings of the District.

IN WITNESS WHEREOF, I have hereunto subscribed my name this 9 day of October, 2024.

George Hanlon

Signature

EXHIBIT A
BUDGET DOCUMENT
BUDGET MESSAGE

MEAD PLACE METROPOLITAN DISTRICT NO. 4
ANNUAL BUDGET
FOR YEAR ENDING DECEMBER 31, 2025

**MEAD PLACE METROPOLITAN DISTRICT NO. 4
SUMMARY
2025 BUDGET
WITH 2023 ACTUAL AND 2024 ESTIMATED
Limited Tax General Obligation Bonds - Series 2024**

1/27/25

	ACTUAL 2023	ESTIMATED 2024	BUDGET 2025
BEGINNING FUND BALANCES	\$ -	\$ -	\$ 12,863,684
Interest income	-	65,000	295,000
Bond issuance proceeds	-	13,336,841	-
Total revenues	-	13,401,841	295,000
TRANSFERS IN	-	1,333,684	-
Total funds available	-	14,735,525	13,158,684
EXPENDITURES			
Debt Service Fund	-	35,000	4,000
Capital Projects Fund	-	503,157	10,780,000
Total expenditures	-	538,157	10,784,000
TRANSFERS OUT	-	1,333,684	-
Total expenditures and transfers out requiring appropriation	-	1,871,841	10,784,000
ENDING FUND BALANCES	\$ -	\$ 12,863,684	\$ 2,374,684
SURPLUS FUND	\$ -	\$ 162,930	\$ 203,930
DEBT SERVICE RESERVE	-	1,170,754	1,170,754
CAPITAL PROJECTS RESERVE	-	11,500,000	-
TOTAL RESERVE	\$ -	\$ 12,833,684	\$ 1,374,684

No assurance provided. See summary of significant assumptions.

**MEAD PLACE METROPOLITAN DISTRICT NO. 4
PROPERTY TAX SUMMARY INFORMATION
2025 BUDGET
WITH 2023 ACTUAL AND 2024 ESTIMATED
Limited Tax General Obligation Bonds - Series 2024**

1/27/25

	ACTUAL 2023	ESTIMATED 2024	BUDGET 2025
ASSESSED VALUATION			
Agricultural	\$ 10	\$ 22,880	\$ 4,330
State assessed	90	70	70
Oil and Gas	27,320	31,570	25,890
Personal property	400	-	4,760
	27,820	54,520	35,050
Adjustments	-	(10,187)	(2,174)
Certified Assessed Value	\$ 27,820	\$ 44,333	\$ 32,876
 MILL LEVY			
Debt Service	0.000	0.000	0.000
Total mill levy	0.000	0.000	0.000
 PROPERTY TAXES			
Debt Service	\$ -	\$ -	\$ -
Budgeted property taxes	\$ -	\$ -	\$ -
 BUDGETED PROPERTY TAXES			
Debt Service	\$ -	\$ -	\$ -
	\$ -	\$ -	\$ -

**MEAD PLACE METROPOLITAN DISTRICT NO. 4
DEBT SERVICE FUND
2025 BUDGET
WITH 2023 ACTUAL AND 2024 ESTIMATED
Limited Tax General Obligation Bonds - Series 2024**

1/27/25

	ACTUAL 2023	ESTIMATED 2024	BUDGET 2025
BEGINNING FUND BALANCES	\$ -	\$ -	\$ 1,333,684
Interest income	-	35,000	45,000
Total revenues	-	35,000	45,000
TRANSFERS IN			
Transfers from other funds	-	1,333,684	-
Total funds available	-	1,368,684	1,378,684
EXPENDITURES			
General and administrative			
Paying agent fees	-	4,000	4,000
Contingency	-	31,000	-
Total expenditures	-	35,000	4,000
Total expenditures and transfers out requiring appropriation	-	35,000	4,000
ENDING FUND BALANCES	\$ -	\$ 1,333,684	\$ 1,374,684
SURPLUS FUND	\$ -	\$ 162,930	\$ 203,930
DEBT SERVICE RESERVE	-	1,170,754	1,170,754
TOTAL RESERVE	\$ -	\$ 1,333,684	\$ 1,374,684

No assurance provided. See summary of significant assumptions.

**MEAD PLACE METROPOLITAN DISTRICT NO. 4
CAPITAL PROJECTS FUND
2025 BUDGET
WITH 2023 ACTUAL AND 2024 ESTIMATED
Limited Tax General Obligation Bonds - Series 2024**

1/23/25

	ACTUAL 2023	ESTIMATED 2024	BUDGET 2025
BEGINNING FUND BALANCES	\$ -	\$ -	\$ 11,530,000
Bond issuance proceeds	-	13,336,841	-
Interest income	-	30,000	250,000
Total revenues	-	13,366,841	250,000
Total funds available	-	13,366,841	11,780,000
EXPENDITURES			
General and Administrative			
Bond issue costs	-	503,157	-
Capital Projects			
Capital outlay	-	-	10,780,000
Total expenditures	-	503,157	10,780,000
TRANSFERS OUT			
Transfers to other fund	-	1,333,684	-
Total expenditures and transfers out requiring appropriation	-	1,836,841	10,780,000
ENDING FUND BALANCES	\$ -	\$ 11,530,000	\$ 1,000,000
CAPITAL PROJECTS RESERVE	\$ -	\$ 11,500,000	\$ -
TOTAL RESERVE	\$ -	\$ 11,500,000	\$ -

No assurance provided. See summary of significant assumptions.

**MEAD PLACE METROPOLITAN DISTRICT NO. 4
2025 BUDGET
SUMMARY OF SIGNIFICANT ASSUMPTIONS**

Services Provided

Mead Place Metropolitan District No. 4, a quasi-municipal corporation and a political subdivision of the State of Colorado, was organized by order and decree of the District Court for Weld County on November 2008, and is governed pursuant to provisions of the Colorado Special District Act (Title 32, Article 1, Colorado Revised Statutes). The District's service area is located entirely within the City of Commerce City, Adams County, Colorado.

The District was established for the purpose of providing various public infrastructure improvements necessary to provide for development within the District. The District encompasses approximately 4 acres located entirely within the Town of Mead in Weld County. On November 6, 2018, the District authorized indebtedness in the amount of \$900,000,000 to finance certain categories of public improvements and \$660,000,000 for refunding purposes.

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

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

Debt and Leases

The District issued Bonds on November 21, 2024, in the amount of \$11,707,535 (value accreting to \$16,700,000).

Proceeds of the Bonds

The Bonds are being issued for the purpose of: (a) financing or refinancing the costs of acquiring, constructing and installing certain public improvements to serve the Development; and (b) fund the costs of issuing the Bonds. A portion of the proceeds from the sale of the Bonds will also be used to (a) fund the Reserve Fund in the amount of the Required Reserve; and (b) fund a portion of the interest to accrue on the Bonds.

Details of the Bonds

The Bonds will be issued as capital appreciation bonds, convertible to current interest bonds on June 1, 2029. Prior to conversion to current interest bonds, the Bonds accrete in value at an annual yield equal to 8.00% from their date of issuance. The accreted amount compounds semi-annually on each June 1 and December 1, beginning on December 1, 2024, to and including June 1, 2029. The Schedule of Estimated Bonds Debt Service Requirements in the forecast shows the annual mandatory sinking fund principal payments without early redemption.

**MEAD PLACE METROPOLIAN DISTRICT NO. 4
2024 BUDGET
SUMMARY OF SIGNIFICANT ASSUMPTIONS**

Debt and Leases (continued)

Details of the Bonds

Such accreted amount, together with the original principal amount of the Bonds, bears additional interest at 8.00%. The accreted Bonds principal balance at conversion on June 1, 2029, will be \$16,700,000. Upon conversion to current interest bonds, interest is payable semi-annually on each June 1 and December 1, commencing on December 1, 2029. Annual principal payments are due on December 1 of each year, and will commence on December 1, 2032 with a final maturity on December 1, 2054.

After the conversion date, the Bonds remaining Outstanding are subject to mandatory redemption prior to maturity, as a whole or in integral multiples of \$1,000, from and to the extent of all moneys on deposit in the Bond Fund (except for amounts to remain therein as a result of the denominations of Bonds subject to redemption) as provided in the Indenture, at a redemption price equal to the principal amount so redeemed plus accrued interest thereon to the Mandatory Redemption Date, without redemption premium.

It is expected that beginning in 2034, the District will generate funds in excess of the annual, Trustee fees, and non-accelerated debt service scheduled on the Bonds. The Indenture requires that such amounts be deposited in the Bond Fund and applied in integral amounts December 1 of each year.

In the event funds are available as projected in the forecast, excess Pledged Revenue accumulated in the Bond Fund may be sufficient to fully redeem the Bonds in 2048. The forecast displays a final payment on December 1, 2048, as shown on the Schedule of Estimated Accelerated Bonds Debt Service Requirements.

The Bonds and interest thereon shall be deemed to be paid, satisfied, and discharged on December 2, 2057 (the "Termination Date"), regardless of the amount of principal and interest paid prior to the Termination Date.

Optional Redemption

The Bonds are subject to redemption prior to maturity, at the option of the District, on December 1, 2029, 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:

<u>Date of Redemption</u>	<u>Redemption Premium</u>
December 1, 2029, to November 30, 2030	3.00%
December 1, 2030, to November 30, 2031	2.00
December 1, 2031, to November 30, 2032	1.00
December 1, 2032, and thereafter	0.00

**MEAD PLACE METROPOLIAN DISTRICT NO. 4
2024 BUDGET
SUMMARY OF SIGNIFICANT ASSUMPTIONS**

Debt and Leases (continued)

Pledged Revenue

The Bonds are payable solely from and to the extent of the Pledged Revenue, defined in the Indenture as the moneys derived by the District from the following sources: (a) the Required Mill Levy; (b) the Pledge Agreement Revenues; (c) the Capital Fees, if any; (d) the District Tax Levy Revenues, as and to the extent received by the District; (e) the portion of the Specific Ownership Tax which is collected as a result of imposition of the Required Mill Levy; (f) and any other legally available moneys which the District determines, in its absolute discretion, to transfer to the Trustee for application as Pledged Revenue.

Required Mill Levy

The Indenture generally defines "Required Mill Levy" as an ad valorem mill levy imposed upon all taxable property of the District each year in an amount not less than 45.000 mills; provided however, that in the event there are changes in the method of calculating assessed valuation or any constitutionally mandated tax credit, cut or abatement, the minimum and maximum mill levies provided in the Indenture are to be increased or decreased to reflect such changes, such increases and decreases to be determined by the Board in good faith (such determination to be binding and final) so that to the extent possible, the actual tax revenues generated by the applicable mill levy, as adjusted for changes occurring on or after January 1, 2008, are neither diminished nor enhanced as a result of such changes. For purposes of the foregoing, a change in the ratio of actual valuation is to be deemed to be a change in the method of calculating assessed valuation.

Notwithstanding anything in the Indenture to the contrary, in no event may the Required Mill Levy be established at a mill levy which would cause the District to derive tax revenue in any year in excess of the maximum tax increases permitted by the District's electoral authorization, and if the Required Mill Levy as calculated pursuant to the foregoing would cause the amount of taxes collected in any year to exceed the maximum tax increase permitted by the District's electoral authorization, the Required Mill Levy is to be reduced to the point that such maximum tax increase is not exceeded.

Mandatory Capital Levy

The Pledge Agreement generally defines the "Mandatory Capital Levy" as, net of collection costs of the County and any tax refunds or abatements authorized by or on behalf of the County, an ad valorem mill levy imposed upon all taxable property of each of the Pledge Districts each year in the amount of 45.000 mills.

In the event there are changes in the method of calculating assessed valuation or any constitutionally mandated tax credit, cut or abatement, the mill levy provided herein shall be increased or decreased to reflect such changes, such increases and decreases to be determined by each respective Board in good faith (such determination to be binding and final) so that to the extent possible, the actual tax revenues generated by the applicable mill levy, as adjusted for changes occurring on or after January 1, 2008, are neither diminished nor enhanced as a result of such changes. For purposes of the foregoing, a change in the ratio of actual valuation shall be deemed to be a change in the method of calculating assessed valuation.

**MEAD PLACE METROPOLIAN DISTRICT NO. 4
2024 BUDGET
SUMMARY OF SIGNIFICANT ASSUMPTIONS**

Debt and Leases (continued)

Mandatory Capital Levy (continued)

Notwithstanding anything in the Pledge Agreement to the contrary, in no event may the Mandatory Capital Levy be established at a mill levy which would cause any of the Pledge Districts to derive tax revenue in any year in excess of the maximum tax increases permitted by each of the Pledge Districts' respective electoral authorizations or the Maximum Debt Authorization to the extent limited by the Districts' Service Plan, and if the Mandatory Capital Levy as calculated pursuant to the foregoing would cause the amount of taxes collected in any year to exceed the maximum tax increase permitted by any Pledge District's electoral authorization or the Maximum Debt Authorization to the extent limited by the Districts' Service Plan, the Mandatory Capital Levy shall be reduced to the point that such maximum tax increase is not exceeded.

"Mandatory Capital Levy Revenue" means the revenues generated from the imposition by each of the Pledge Districts of their respective Mandatory Capital Levy.

Additional Security for the Bonds

The Bonds are additionally secured by a debt service reserve fund which will be funded from proceeds of the Bonds in the amount of \$1,170,754.

Surplus Fund

The Bonds are additionally secured by the Surplus Fund. The Surplus Fund will not be funded from proceeds of the Bonds but shall be funded solely by Pledged Revenue that is not needed to pay debt service on the Bonds in any year, up to the Maximum Surplus Amount of \$1,170,754. The forecast anticipates the Senior Surplus Fund to be filled to the Maximum Surplus Amount in 2033.

The District acknowledges that State law places certain restrictions upon the use of amounts appropriated or added to the tax levy to pay the principal of, premium, and interest on any bonds, and any then existing pledge or encumbrance on such revenues.

Emergency Reserves

TABOR requires local governments to establish Emergency Reserves. These reserves must be at least 3.00% of fiscal year spending. Since the District does not anticipate generating any revenue nor incurring any expense, an emergency reserve is not reflected.

This information is an integral part of the accompanying budget.

**MEAD PLACE METROPOLITAN DISTRICT NO. 4
DEBT SERVICE REQUIREMENTS TO MATURITY**

**Limited Tax General Obligation Bonds - Series 2024
Interest Rate 8.000%**

<u>Year Ending December 31,</u>	<u>Interest Payable June 1 and December 1</u>		<u>Principal Payable December 1</u>
	<u>Principal</u>	<u>Interest</u>	
2029	\$ -	\$ 668,000	\$ 733,000
2030	-	1,336,000	1,406,000
2031	-	1,336,000	1,461,000
2032	65,000	1,336,000	1,466,000
2033	70,000	1,330,800	1,520,800
2034	125,000	1,325,200	1,530,200
2035	130,000	1,315,200	1,590,200
2036	190,000	1,304,800	1,599,800
2037	205,000	1,289,600	1,664,600
2038	275,000	1,273,200	1,678,200
2039	295,000	1,251,200	1,741,200
2040	375,000	1,227,600	1,757,600
2041	405,000	1,197,600	1,827,600
2042	490,000	1,165,200	1,845,200
2043	530,000	1,126,000	1,916,000
2044	630,000	1,083,600	1,938,600
2045	680,000	1,033,200	2,018,200
2046	790,000	978,800	2,038,800
2047	855,000	915,600	2,125,600
2048	985,000	847,200	2,152,200
2049	1,060,000	768,400	2,243,400
2050	1,210,000	683,600	2,278,600
2051	1,305,000	586,800	3,546,800
2052	1,475,000	482,400	482,400
2053	1,595,000	364,400	17,064,400
2054	2,960,000	236,800	236,800
	<u>\$ 16,700,000</u>	<u>\$ 26,463,200</u>	<u>\$ 59,863,200</u>

No assurance provided. See summary of significant assumptions.