

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

The Board of Directors of The Plaza Metropolitan District No. 1 (the “**Board**”), City of Lakewood, Jefferson County, Colorado (the “**District**”), held a regular meeting, via teleconference on November 13, 2024, at the hour of 3:00 p.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

The Denver Post, LLC

PUBLISHER'S AFFIDAVIT

City and County of Denver)
State of Colorado)
)

The undersigned **Nicole Maestas** being first duly sworn under oath, states and affirms as follows:

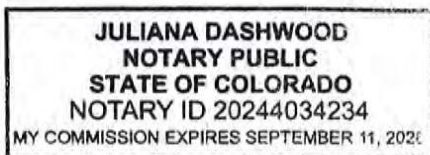
1. He/she is the legal Advertising Reviewer of The Denver Post, LLC, publisher of The Denver Post and Your Hub.
2. The Denver Post and Your Hub are newspapers of general circulation that have been published continuously and without interruption for at least fifty-two weeks in Denver County and meet the legal requisites for a legal newspaper under Colo. Rev. Stat. 24-70-103.
3. The notice that is attached hereto is a true copy, published in Your Hub for West Jeffco (including the counties of Jefferson, Arapahoe, Arvada, Denver, Lakewood, Gilpin, Clear Creek, and Westminster) on the following date(s):

October 31, 2024

Nicole Maestas
Signature

Subscribed and sworn to before me this 1 day of November, 2024.

Juliana Dashwood
Notary Public



(SEAL)

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 PLAZA METROPOLITAN DISTRICT NOS. 1-2 (collectively the "Districts"), will hold a public hearing via teleconference on November 13th, 2024, at 3:00 p.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/8455529067?pwd=appM6orRLMg1LVqB583MyWUPMY9ng5.1>
Meeting ID: 845 5529 0067
Passcode: 297581
Call-in Number: +1-720-707-2699

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://www.theplazamd1and2.com/> or by calling (303) 858-1800.

BY ORDER OF THE BOARDS OF DIRECTORS:
THE PLAZA METROPOLITAN DISTRICT NOS. 1-2,
a quasi-municipal corporation and political
subdivision of the State of Colorado

/s/ **WHITE BEAR ANKELE TANAKA & WALDRON**
Attorneys at Law

Published in: *Lakewood Your Hub*
Published on: Thursday, October 31, 2024

Please note: The Denver Post will no longer be issuing paper tears. There will only be a digital copy.

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 Jefferson 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 NOVEMBER 13, 2024.

DISTRICT:

**THE PLAZA METROPOLITAN DISTRICT
NO. 1**, a quasi-municipal corporation and
political subdivision of the State of Colorado

By: 


Officer of the District

Attest:

By: Austin Tillack
Austin Tillack (Dec 2, 2024 21:08 MST)

APPROVED AS TO FORM:

WHITE BEAR ANKELE TANAKA & WALDRON
Attorneys at Law



General Counsel to the District

STATE OF COLORADO
COUNTY OF JEFFERSON
THE PLAZA METROPOLITAN DISTRICT NO. 1

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 via teleconference on Wednesday, November 13, 2024, as recorded in the official record of the proceedings of the District.

IN WITNESS WHEREOF, I have hereunto subscribed my name this 2nd day of December, 2024.

Austin Tillack
Austin Tillack (Dec 2, 2024 21:08 MST)

Signature

EXHIBIT A
BUDGET DOCUMENT
BUDGET MESSAGE

THE PLAZA METROPOLITAN DISTRICT NO. 1
ANNUAL BUDGET
FOR THE YEAR ENDING DECEMBER 31, 2025

**THE PLAZA METROPOLITAN DISTRICT
SUMMARY
2025 BUDGET
WITH 2023 ACTUAL AND 2024 ESTIMATED
For the Years Ended and Ending December 31,**

11/29/24

	ACTUAL 2023	ESTIMATED 2024	BUDGET 2025
BEGINNING FUND BALANCES	\$ 8,465,830	\$ 8,571,100	\$ 7,953,505
REVENUES			
Interest Income	682,873	257,000	308,000
Developer Advance - Maintenance Fee	1,498,243	1,800,000	1,800,000
Developer Advance - Management Fee	-	512,500	150,000
Maintenance reimbursement from City	83,043	86,866	88,955
PIF Revenue	5,319,256	4,900,000	5,100,000
Other Revenue	-	2,191	-
Incremental tax revenue	7,371,586	8,289,944	7,273,149
Offsite incremental tax revenue	930,152	958,056	-
Outparcels tax revenue	307,540	378,274	-
Lodging Tax	67,209	65,000	65,000
Parking fees	204,685	225,000	230,000
Transfers from Plaza District No. 2	338,261	353,190	392,408
Transfers from Plaza District No. 3	178,259	214,664	216,382
Transfers in - Debt Service - Carve out	426,648	435,181	443,885
Transfers in - Debt Service - Fund balance	1,538,055	1,884,539	1,640,189
Total revenues	<u>18,945,810</u>	<u>20,362,405</u>	<u>17,707,968</u>
TRANSFERS IN	<u>1,600,000</u>	<u>1,800,000</u>	<u>1,600,000</u>
Total funds available	<u>29,011,640</u>	<u>30,733,505</u>	<u>27,261,473</u>
EXPENDITURES			
General Fund	2,397,677	2,656,000	2,705,000
Debt Service Fund	16,442,863	18,324,000	14,965,416
Total expenditures	<u>18,840,540</u>	<u>20,980,000</u>	<u>17,670,416</u>
TRANSFERS OUT	<u>1,600,000</u>	<u>1,800,000</u>	<u>1,600,000</u>
Total expenditures and transfers out requiring appropriation	<u>20,440,540</u>	<u>22,780,000</u>	<u>19,270,416</u>
ENDING FUND BALANCES	<u>\$ 8,571,100</u>	<u>\$ 7,953,505</u>	<u>\$ 7,991,057</u>
EMERGENCY RESERVE	10,000	10,000	10,000
AVAILABLE FOR OPERATIONS	231,830	729,107	785,136
DEBT SERVICE RESERVE	7,151,022	7,151,022	7,151,022
UNRESERVED	1,178,248	63,376	44,899
TOTAL RESERVE	<u>\$ 8,571,100</u>	<u>\$ 7,953,505</u>	<u>\$ 7,991,057</u>

This financial information should be read only in connection with the accompanying accountant's compilation report and summary of significant assumptions.

**THE PLAZA METROPOLITAN DISTRICT
PROPERTY TAX SUMMARY INFORMATION
2025 BUDGET
WITH 2023 ACTUAL AND 2024 ESTIMATED
For the Years Ended and Ending December 31,**

11/29/24

	ACTUAL 2023	ESTIMATED 2024	BUDGET 2025
ASSESSED VALUATION			
State assessed	\$ 1,312	\$ 1,387	\$ 1,559
Vacant land	203	195	195
	1,515	1,582	1,754
Adjustments	(169)	(162)	(162)
Certified Assessed Value	\$ 1,346	\$ 1,420	\$ 1,592
 MILL LEVY			
Total mill levy	0.000	0.000	0.000
 PROPERTY TAXES			
Budgeted property taxes	\$ -	\$ -	\$ -
 BUDGETED PROPERTY TAXES			
General	\$ -	\$ -	\$ -
Debt Service	-	-	-
	\$ -	\$ -	\$ -

This financial information should be read only in connection with the accompanying accountant's compilation report and summary of significant assumptions.

**THE PLAZA METROPOLITAN DISTRICT
GENERAL FUND
2025 BUDGET
WITH 2023 ACTUAL AND 2024 ESTIMATED
For the Years Ended and Ending December 31,**

11/29/24

	ACTUAL 2023	ESTIMATED 2024	BUDGET 2025
BEGINNING FUND BALANCES	\$ 470,433	\$ 241,830	\$ 739,107
REVENUES			
Interest Income	18,400	7,000	8,000
Developer Advance - Management Fee	-	512,500	150,000
Developer Advance - Maintenance Fee	1,498,243	1,800,000	1,800,000
Other Revenue	-	2,191	-
Parking fees	204,685	225,000	230,000
Maintenance reimbursement from City	83,043	86,866	88,955
Transfers from Plaza District No. 2	-	-	-
Other Revenue	-	-	-
Transfers in - Debt Service - Carve out	426,648	435,181	443,885
Transfers in - Debt Service - Fund balance	1,538,055	1,884,539	1,640,189
Total revenues	<u>3,769,074</u>	<u>4,953,277</u>	<u>4,361,029</u>
Total funds available	<u>4,239,507</u>	<u>5,195,107</u>	<u>5,100,136</u>
EXPENDITURES			
General and administrative			
Accounting	42,158	68,000	70,000
Auditing	9,500	10,000	11,000
Dues and Membership	1,688	1,688	2,000
Insurance	28,827	31,411	35,000
Legal	50,047	100,000	150,000
Election	5,621	139	5,000
Contingency	-	10,762	22,000
Website	-	-	-
Operations and maintenance			
Belmar Detention Pond Improvement Project	70,870	-	-
Engineering	825	-	-
Surplus Parking Revenue Arts & Culture/Community Activation	107,854	125,000	130,000
Parking operations	96,200	100,000	100,000
Snow removal	79,250	80,000	80,000
Lighting	-	-	-
Operations and maintenance	1,498,243	1,800,000	1,800,000
Operations and maintenance - management fee	150,000	150,000	150,000
Security	124,001	-	-
Maintenance - Residential	-	-	-
Miscellaneous Expenses	-	179,000	150,000
Parking Garage - Repairs and Maintenance	132,593	-	-
Total expenditures	<u>2,397,677</u>	<u>2,656,000</u>	<u>2,705,000</u>
TRANSFERS OUT			
Transfers to other fund	<u>1,600,000</u>	<u>1,800,000</u>	<u>1,600,000</u>
Total expenditures and transfers out requiring appropriation	<u>3,997,677</u>	<u>4,456,000</u>	<u>4,305,000</u>
ENDING FUND BALANCES	<u>\$ 241,830</u>	<u>\$ 739,107</u>	<u>\$ 795,136</u>
EMERGENCY RESERVE	\$ 10,000	\$ 10,000	\$ 10,000
AVAILABLE FOR OPERATIONS	231,830	729,107	785,136
TOTAL RESERVE	<u>\$ 241,830</u>	<u>\$ 739,107</u>	<u>\$ 795,136</u>

This financial information should be read only in connection with the accompanying accountant's compilation report and summary of significant assumptions.

**THE PLAZA METROPOLITAN DISTRICT
DEBT SERVICE FUND
2025 BUDGET
WITH 2023 ACTUAL AND 2024 ESTIMATED
For the Years Ended and Ending December 31,**

11/29/24

	ACTUAL 2023	ESTIMATED 2024	BUDGET 2025
BEGINNING FUND BALANCES	\$ 7,995,397	\$ 8,329,270	\$ 7,214,398
REVENUES			
PIF Revenue	5,319,256	4,900,000	5,100,000
Interest Income	664,473	250,000	300,000
Incremental tax revenue	7,371,586	8,289,944	7,273,149
Offsite incremental tax revenue	930,152	958,056	-
Outparcels tax revenue	307,540	378,274	-
Lodging Tax	67,209	65,000	65,000
Transfers from Plaza District No. 2	338,261	353,190	392,408
Transfers from Plaza District No. 3	178,259	214,664	216,382
Total revenues	<u>15,176,736</u>	<u>15,409,128</u>	<u>13,346,939</u>
TRANSFERS IN			
Transfers from other funds	<u>1,600,000</u>	<u>1,800,000</u>	<u>1,600,000</u>
Total funds available	<u>24,772,133</u>	<u>25,538,398</u>	<u>22,161,337</u>
EXPENDITURES			
General and administrative			
Paying agent fees	5,095	5,095	7,500
Investment management	8,329	8,703	8,872
PIF Collection Fees	298,248	310,967	324,235
Transfers to LRA	6,095,474	8,300,500	5,170,000
Transfers out - General Fund - Carve out	426,647	435,181	443,885
Transfers out - General Fund - Fund balance	1,538,055	1,884,539	1,640,189
Debt Service			
Bond interest	2,521,015	2,299,015	2,090,735
Bond principal	5,550,000	5,080,000	5,280,000
Total expenditures	<u>16,442,863</u>	<u>18,324,000</u>	<u>14,965,416</u>
ENDING FUND BALANCES	<u>\$ 8,329,270</u>	<u>\$ 7,214,398</u>	<u>\$ 7,195,921</u>
DEBT SERVICE RESERVE	\$ 7,151,022	\$ 7,151,022	\$ 7,151,022
UNRESERVED	1,178,248	63,376	44,899
TOTAL RESERVE	<u>\$ 8,329,270</u>	<u>\$ 7,214,398</u>	<u>\$ 7,195,921</u>

This financial information should be read only in connection with the accompanying accountant's compilation report and summary of significant assumptions.

**THE PLAZA METROPOLITAN DISTRICT NO. 1
2025 BUDGET
SUMMARY OF SIGNIFICANT ASSUMPTIONS**

Services Provided

The District was organized by Court Order on January 2, 2001, to provide construction, installation, financing and operation of public improvements, including streets, drainage improvements, traffic and safety controls, park and recreation facilities, water, sewer, television relay and translators, mosquito and pest control, and other improvements needed for the Development. The District was organized in conjunction with other related districts, Plaza Metropolitan District No. 2 and Plaza Metropolitan District No. 3. Under the consolidated Service Plan, District No. 1 is to be the Service District and District Nos. 2 and 3 are to be the Financing Districts. The Service District will finance the majority, construct all, and may own and operate some of the public facilities. The Financing Districts will generate the majority of tax revenues sufficient to pay the debt service on the costs of the capital improvements. The District's service area is located entirely within the City of Lakewood (City), Jefferson County, Colorado. The service area constitutes the Belmar development project (Development) in the City.

On November 7, 2000, District electors approved revenue indebtedness of \$100,000,000 for street improvements, \$7,000,000 for traffic safety, \$25,000,000 for parks and recreation, \$36,000,000 for water supply system, \$35,000,000 for sanitary sewer system, \$12,000,000 for television relay system, \$12,000,000 for public transportation, \$7,000,000 for mosquito control, \$7,000,000 for general operations and maintenance. The District electors also approved \$246,000,000 for debt associated with intergovernmental contracts and \$241,000,000 for refinancing of District debt. The election also approved an annual increase in taxes of \$200,000 for general operations and maintenance, and \$5,000,000 in revenues other than ad valorem taxes.

On May 7, 2002, District electors approved revenue indebtedness of \$100,000,000 for street improvements, \$7,000,000 for traffic safety, \$36,000,000 for water supply system, \$35,000,000 for sanitary sewer and storm drainage system, \$25,000,000 for parks and recreation, \$12,000,000 for television relay system, \$12,000,000 for public transportation, \$7,000,000 for mosquito control and \$7,000,000 for general operations and maintenance. The District electors also approved \$241,000,000 for debt refunding, \$246,000,000 for reimbursement of advances and \$246,000,000 for operating and maintaining facilities. The election also approved an annual increase in taxes of \$500,000 for general operations and maintenance.

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

Revenues

Public Improvement Fees/Offsite Revenues

The District collects a public improvement fee (PIF) of 2.5% (net) on taxable sales generated within the Belmar Tax Increment Area. During 2025, it is anticipated that the District will receive \$5,100,000 in public improvement fees.

Pursuant to the Public Financing Amendment to the Redevelopment Agreement between Plaza Metropolitan District Nos. 1-3, the City of Lakewood, the Lakewood Reinvestment Authority and

**THE PLAZA METROPOLITAN DISTRICT NO. 1
2024 BUDGET
SUMMARY OF SIGNIFICANT ASSUMPTIONS**

Revenue – (continued)

Public Improvement Fees/Offsite Revenues – (continued)

Continuum Development Company, LLC, the District is entitled to all property tax revenue generated within the Belmar Tax Increment Area. During 2025, it is anticipated that the District will receive \$7,298,251 in incremental property tax revenue.

Maintenance Fee

Pursuant to an agreement, SOF-X Belmar Holdings, L.P. performs operational and maintenance functions within the District. SOF-X Belmar Holdings, L.P. charges the District for their share of these expenses, as well as a management fee. The District charges these amounts to the entities that own the commercial property. The amount charged by SOF-X Belmar Holdings, L.P. for operations and maintenance is anticipated to be \$1,800,000 and \$150,000 for management services for 2025, respectively. This amount is also budgeted as a Developer advance from the entities that own the commercial property.

Maintenance Reimbursement from City

On May 14, 2004, the District entered into an IGA with the City, whereby the District is to perform certain maintenance functions that the City would normally perform. In exchange for the District providing these services, the City is reimbursing the District \$54,500 annually, as inflated. The amount anticipated for 2025 is \$88,955.

Pledged Lodging Tax Revenue

Pursuant to the Public Financing Amendment and the Supplemental Financing Agreement, the City agrees that it will rebate and pledge 1.5% of the City's 3% Lodging Tax imposed on all taxable lodging transactions occurring within the Belmar Tax Increment Area and the Belmar Outparcels Tax Increment Area. During 2025, it is anticipated that the District will receive \$65,000 in Lodging Tax.

Transfers from Other Districts

The District anticipates the collection of taxes in District Nos. 2 and 3, which will be transferred to fund debt service expenditures of District No. 1. During 2024, it is anticipated that District No. 1 will receive \$392,408 from District No. 2 and \$216,382 from District No. 3.

Net Investment Income

Interest earned on the District's available funds has been estimated based on an average interest rate of approximately 4.0%.

**THE PLAZA METROPOLITAN DISTRICT NO. 1
2024 BUDGET
SUMMARY OF SIGNIFICANT ASSUMPTIONS**

Expenditures

General and Administrative Expenditures

General and administrative expenditures have been provided based on estimates of the District's Board of Directors and consultants and include the services necessary to maintain the District's administrative viability such as legal, accounting, managerial, insurance, meeting expense, and other administrative expenses.

Capital Outlay

The budget anticipates no construction activity during 2025.

Debt and Leases

The District issued \$98,900,000 Public Improvement Fee/Tax Increment Revenue Refunding Bonds, Series 2013, dated January 30, 2013, to refund Series 2003 and Series 2005 bonds, pay cost of issuance, and to pay off a portion of the outstanding developer advances. The interest rate of bonds is 2.00% to 4.90% with interest payments due on each June 1 and December 1. The bonds consist of term and serial bonds that are due each December 1 with final maturity on December 1, 2040.

The following is an analysis of anticipated changes in long-term obligations for the year ending December 31, 2024:

	Balance - December 31, 2023	Additions	Retirements	Balance - December 31, 2024
Developer Advances				
and Compounded Interest	\$ 53,848,365	\$ 6,539,982	\$ -	\$ 60,388,347
Total	<u>\$ 53,848,365</u>	<u>\$ 6,539,982</u>	<u>\$ -</u>	<u>\$ 60,388,347</u>

The District has no operating or capital leases.

Reserves

Emergency Reserve

The District has provided for an Emergency Reserve fund equal to at least 3% of fiscal year spending for 2025, as defined under TABOR.

This information is an integral part of the accompanying budget.

THE PLAZA METROPOLITAN DISTRICT NO. 1
SCHEDULE OF DEBT SERVICE REQUIREMENTS TO MATURITY
December 31, 2025

\$98,900,000
Public Improvement Fee/Tax Increment
Revenue Refunding Bonds, Series 2013
Dated January 30, 2013
Interest Rate of 2.00% to 4.90% Payable
June, 1 and December 1
Principal Due on December 1

<u>Year</u>	<u>Principal</u>	<u>Interest</u>	<u>Total</u>
2025	\$ 5,280,000	\$ 2,090,735	\$ 7,370,735
2026	5,500,000	1,868,975	7,368,975
2027	2,565,000	1,621,475	4,186,475
2028	1,995,000	1,506,050	3,501,050
2029	1,395,000	1,416,275	2,811,275
2030	1,450,000	1,353,500	2,803,500
2031	1,510,000	1,288,250	2,798,250
2032	1,580,000	1,212,750	2,792,750
2033	1,650,000	1,133,750	2,783,750
2034	1,725,000	1,051,250	2,776,250
2035	1,805,000	965,000	2,770,000
2036	1,885,000	874,750	2,759,750
2037	1,975,000	780,500	2,755,500
2038	2,065,000	681,750	2,746,750
2039	2,160,000	578,500	2,738,500
2040	9,410,000	470,500	9,880,500
	<u>\$ 43,950,000</u>	<u>\$ 18,894,010</u>	<u>\$ 62,844,010</u>

No assurance provided. See summary of significant assumptions.