

**ROCKY MOUNTAIN RAIL PARK METROPOLITAN DISTRICT
ANNUAL REPORT FOR REPORT YEAR 2020
ADAMS COUNTY, COLORADO**

This annual report is submitted to the County of Adams consistent with Section 7 of the Service Plan for the Rocky Mountain Rail Park Metropolitan District (the “District”). The District was organized in July 2019, and therefore this report includes minimal District activity.

1. Boundary changes made or proposed to the District’s boundary as of December 31 of the prior year.

During the report year of 2020, property was included into the boundaries of the District. See attached Exhibit A.

2. Intergovernmental Agreements with other governmental entities either entered into or proposed as of December 31 of the prior year.

During the report year of 2020, the District did not enter into any Intergovernmental Agreements with other governmental entities.

3. Copies of the District’s rules and regulations, if any, as of December 31 of the prior year.

The District adopted a Resolution Regarding Covenant Enforcement and Design Review Authorization on December 4, 2020 accepting the delegation of certain governance matters set forth in the Declaration of Covenants, Conditions and Restrictions and Grants of Easements for Rocky Mountain Rail Park.

4. A summary of any litigation which involves the District Public Improvements as of December 31 of the prior year.

During the report year of 2020, the District was not involved in any litigation, and is not currently involved in any litigation.

5. Status of the District’s construction of the Public Improvements as of December 31 of the prior year.

During the report year of 2020, the District did not construct any public improvements.

6. The assessed valuation of the District for the current year.

The assessed valuation as certified by Adams County in 2020 was \$680,700.

7. Current year budget including a description of the Public Improvements anticipated to be constructed in such year.

The District's 2021 budget is attached as Exhibit B. The District anticipates the construction of Public Improvements during 2021.

8. Audit of the District's financial statements, for the year ending December 31 of the previous year, prepared in accordance with generally accepted accounting principles or audit exemption, if applicable.

See attached Exhibit C.

9. Notice of any uncured events of default by the District, which continue beyond a ninety (90) day period, under any Debt instrument.

Not applicable.

10. Any inability of the District to pay its obligations as they come due, in accordance with the terms of such obligations, which continue beyond a ninety (90) day period.

Not applicable.

Respectfully submitted this 29th day of June, 2021.

SPENCER FANE LLP

By: */s/ Russel W. Dykstra*
Russell W. Dykstra
Attorney for the District

EXHIBIT A

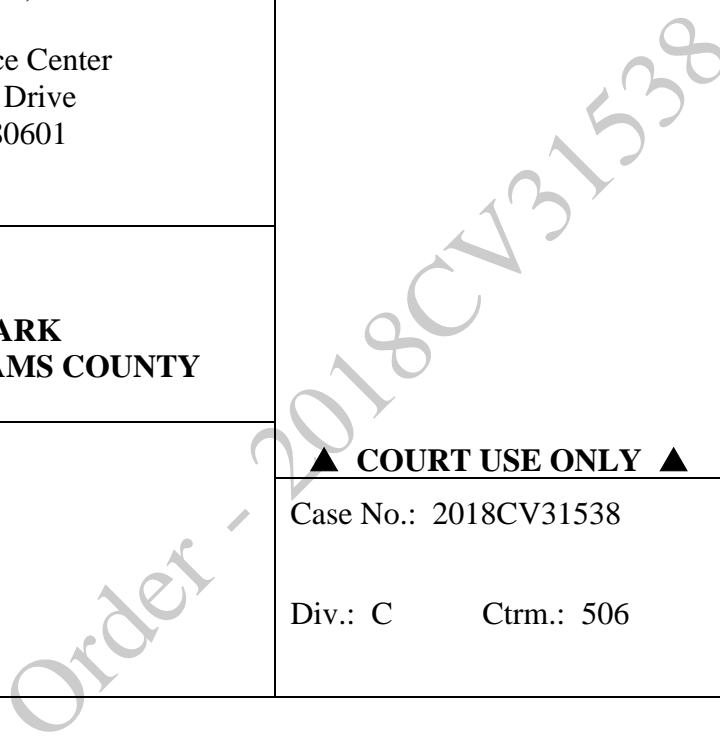
DISTRICT COURT, ADAMS COUNTY, COLORADO		<p>DATE FILED: January 27, 2020 10:53 AM</p> <p>CASE NUMBER: 2018CV31538</p>
<p>Court Address: 1100 Judicial Center Drive, Brighton, CO, 80601</p>		
<p>In the Matter of: ROCKY MOUNTAIN RAIL PARK METRO DISTRICT</p>		<p>△ COURT USE ONLY △</p> <p>Case Number: 2018CV31538 Division: C Courtroom:</p>
<p align="center">Order: Order of Inclusion of Property</p>		

The motion/proposed order attached hereto: GRANTED.

Issue Date: 1/27/2020



RAYNA GOKLI MCINTYRE
District Court Judge

DISTRICT COURT, ADAMS COUNTY, STATE OF COLORADO Court Address: Adams County Justice Center 1100 Judicial Center Drive Brighton, Colorado 80601 Phone Number: (303) 659-1161	
IN RE: THE ROCKY MOUNTAIN RAIL PARK METROPOLITAN DISTRICT, ADAMS COUNTY	
	<div style="text-align: center;">▲ COURT USE ONLY ▲</div> Case No.: 2018CV31538 Div.: C Ctrm.: 506
	ORDER OF INCLUSION OF PROPERTY

THIS MATTER having been presented on the Rocky Mountain Rail Park Metropolitan District's (the "District") Motion for Order of Inclusion of Property and being fully advised in the premises, this Court hereby finds:

A. This Court has jurisdiction over the subject matter pursuant to §§ 32-1-303(1)(a) and 32-1-401(1)(c)(I), C.R.S.

B. Notice of hearing on the Petition for Inclusion (the "Petition") and the place, time and date of the public hearing of the Board of Directors of the District when such Petition would be heard was duly published, pursuant to § 32-1-401(1)(b), C.R.S.

C. The Board of Directors of the District held an uncontested public hearing on the Petition and thereafter granted the Petition and ordered all of the property described in Exhibit A hereto included into the boundaries of the District (the "Property"), pursuant to § 32-1-401(1)(b) and (c), C.R.S, effective as of the date of this Court Order upon recording in the real property records of Adams County.

NOW THEREFORE, THE COURT ORDERS:

1. The Property is hereby included within the boundaries of the Rocky Mountain Rail Park Metropolitan District, pursuant to § 32-1-401(1), C.R.S.
2. The Property shall be subject to all taxes, charges and fees as may be imposed by the District against such property, pursuant to § 32-1-402(1)(b), C.R.S., effective as of the date of this Order upon the recording of this Order.
3. The District shall file this Order with the Clerk and Recorder of Adams County, State of Colorado, in accordance with § 32-1-105, C.R.S.
4. The Clerk and Recorder shall notify the Assessor of the Order of Inclusion, and shall further file a certified copy of the Notice with the Division of Local Government, pursuant to § 32-1-105, C.R.S.

ORDERED this _____ day of _____, 2020.

District Court Judge

EXHIBIT A
LEGAL DESCRIPTION
ATTACHED HERETO

PARCEL B:

A PARCEL OF LAND LOCATED IN THE SOUTH 1/2 SOUTHEAST 1/4, SECTION 26, TOWNSHIP 3 SOUTH, RANGE 64 WEST OF THE 6TH PRINCIPAL MERIDIAN, ADAMS COUNTY, COLORADO AND BEING MORE PARTICULARLY DESCRIBED AS FOLLOWS:

BEGINNING AT THE SOUTHWEST CORNER OF SAID SOUTHEAST 1/4, SAID POINT BEING THE TRUE POINT OF BEGINNING FOR THE HEREIN DESCRIBED PARCEL OF LAND;

THENCE ALONG THE EAST LINE OF SAID SOUTHEAST 1/4, NORTH 00 DEGREES 54 MINUTES 51 SECONDS WEST A DISTANCE OF 849.45 FEET TO A POINT ON THE SOUTH RIGHT-OF-WAY LINE OF U. S. HIGHWAY NO. 36; THENCE ALONG SAID SOUTH RIGHT-OF-WAY LINE, NORTH 67 DEGREES 57 MINUTES 03 SECONDS EAST A DISTANCE OF 2449.30 FEET TO THE NORTHWEST CORNER OF THAT CERTAIN PARCEL OF LAND AS DESCRIBED IN BOOK 2763 AT PAGE 81 OF THE RECORDS OF SAID ADAMS COUNTY; THENCE ALONG THE WEST LINE OF SAID CERTAIN PARCEL, SOUTH 01 DEGREES 04 MINUTES 25 SECONDS EAST A DISTANCE OF 949.09 FEET TO THE SOUTHWEST CORNER OF SAID CERTAIN PARCEL, SAID POINT ALSO BEING ON THE SOUTH LINE OF SAID SOUTHEAST 1/4; THENCE ALONG SAID SOUTH LINE SOUTHEAST 1/4, NORTH 89 DEGREES 43 MINUTES 11 SECONDS WEST A DISTANCE OF 2452.00 FEET TO THE POINT OF BEGINNING.

PARCEL C:

A PARCEL OF LAND LOCATED IN THE NORTHEAST 1/4, SECTION 35, TOWNSHIP 3 SOUTH, RANGE 64 WEST OF THE 6TH PRINCIPAL MERIDIAN, ADAMS COUNTY, COLORADO, AND BEING MORE PARTICULARLY DESCRIBED AS FOLLOWS:

BEGINNING AT THE NORTHEAST CORNER OF SAID NORTHEAST 1/4, SAID POINT BEING THE POINT OF BEGINNING FOR THE HEREIN DESCRIBED PARCEL OF LAND;

THENCE ALONG THE EAST LINE OF SAID NORTHEAST 1/4, SOUTH 00 DEGREES 12 MINUTES 19 SECONDS EAST A DISTANCE OF 1653.23 FEET TO THE SOUTHEAST CORNER OF THE NORTH 1/2, NORTH 1/2, SOUTH 1/2, NORTHEAST 1/4 OF SAID SECTION 35; THENCE ALONG THE SOUTH LINE OF SAID NORTH 1/2, NORTH 1/2, SOUTH 1/2, NORTHEAST 1/4, NORTH 89 DEGREES 31 MINUTES 21 SECONDS WEST A DISTANCE OF 2660.75 FEET TO THE SOUTHWEST CORNER OF SAID NORTH 1/2, NORTH 1/2, SOUTH 1/2, NORTHEAST 1/4; THENCE ALONG THE WEST LINE OF SAID NORTHEAST 1/4, NORTH 00 DEGREES 24 MINUTES 36 SECONDS WEST A DISTANCE OF 1644.13 FEET TO THE NORTHWEST CORNER OF SAID NORTHEAST 1/4; THENCE ALONG THE NORTH LINE OF SAID NORTHEAST 1/4, SOUTH 89 DEGREES 43 MINUTES 11 SECONDS EAST A DISTANCE OF 2666.53 FEET TO THE POINT OF BEGINNING;

EXCEPTING THE EAST 30.00 FEET OF THE NORTHEAST 1/4, SECTION 35 CONTIGUOUS WITH THE ABOVE DESCRIBED PARCEL OF LAND. SAID EAST 30.00 FEET ANNEXED BY THE CITY OF AURORA, COLORADO, RECEPTION NO. B734231.

EXHIBIT B

RESOLUTION TO ADOPT BUDGET, APPROPRIATE FUNDS AND CERTIFY A MILL LEVY FOR THE ROCKY MOUNTAIN RAIL PARK METROPOLITAN DISTRICT (2021)

STATE OF COLORADO)
) ss.
COUNTY OF DENVER)

The Board of Directors of the Rocky Mountain Rail Park Metropolitan District, Adams County, Colorado held a special meeting at 4601 DTC Blvd., Suite 130, Denver, Colorado, on Friday, December 4, 2020, at the hour of 10:00 a.m.

The following members of the Board of Directors were present remotely:

Chairman of the Board/President – Heidi Suzanne Webb Kelly
Secretary/Treasurer – Robert Thomas Wagner
Asst. Secretary – Gregory Dangler
Director – Brian Fallin

Also present were Joan Fritsche, Attorney, Fritsche Law LLC (remote attendance).

Ms. Fritsche reported that, prior to the meeting each of the Directors was notified of the date, time and place of this meeting and the purpose for which it was called. She further reported that this meeting is a special meeting of the Board of Directors of the District and that Notice of Meeting was posted within the boundaries of the District and to the best of her knowledge, the Notice remains posted to the date of this meeting. A copy of the published Notice as to Proposed 2021 Budget is incorporated into these proceedings.

**NOTICES AS TO PROPOSED 2021 BUDGET HEARING
(PUBLISHED)**

of

ROCKY MOUNTAIN RAIL PARK METROPOLITAN DISTRICT

[attached]

Colorado Community Media
750 W. Hampden Ave. Suite 225
Englewood, CO 80110

Fritsche Law
1888 Sherman St Ste 200
Denver CO 80203

Description: Pub Hear Rocky Mtn Rail Park

AFFIDAVIT OF PUBLICATION

State of Colorado }
County of Adams } ss

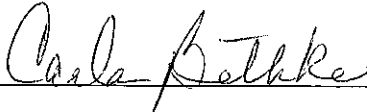
This Affidavit of Publication for the Brighton Standard Blade, a weekly newspaper, printed and published for the County of Adams, State of Colorado, hereby certifies that the attached legal notice was published in said newspaper once in each week, for 1 successive week(s), the last of which publication was made 11/25/2020, and that copies of each number of said paper in which said Public Notice was published were delivered by carriers or transmitted by mail to each of the subscribers of said paper, according to their accustomed mode of business in this office.



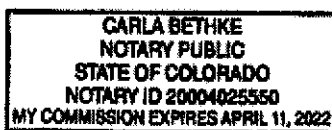
For the Brighton Standard Blade

State of Colorado }
County of Adams } ss

The above Affidavit and Certificate of Publication was subscribed and sworn to before by the above named Gerard Healey, publisher of said newspaper, who is personally known to me to be the identical person in the above certificate on 12/7/2020. Gerard Healey has verified to me that he has adopted an electronic signature to function as his signature on this document.



Carla Bethke
Notary Public
My commission ends April 11, 2022



**NOTICE OF PUBLIC HEARINGS ON
PROPOSED 2021 BUDGET
AND AMENDMENT OF
2020 BUDGET
ROCKY MOUNTAIN RAIL
PARK METROPOLITAN DISTRICT**

NOTICE IS HEREBY GIVEN that a proposed budget has been submitted to the Board of Directors ("Board") of the Rocky Mountain Rail Park Metropolitan District ("District") for fiscal year 2021. A copy of the proposed 2021 Budget is available for inspection by the public at the office of the District's legal counsel at 1888 Sherman Street, Suite 200, Denver, Colorado. The District Board will consider the proposed 2021 Budget, and an Amended 2020 Budget, if necessary, at public hearings to be held during a regular meeting scheduled for 10:00 a.m. on Friday, December 4, 2020 at 4601 DTC Blvd., Suite 130, Denver, Colorado. The Board may take action on the proposed 2021 Budget, and the proposed Amended 2020 Budget, if necessary, during the regular meeting following the public hearings. Any interested elector of the District may file or register any objections thereto with the Board during normal business hours prior to the final adoption of the proposed 2021 Budget and Amended 2020 Budget.

ROCKY MOUNTAIN RAIL PARK
METROPOLITAN DISTRICT
By: /s/Heidi Suzanne Webb Kelly
President of the District Board

Published in:
Brighton Standard-Blade
Published On: November 25, 2020

RESOLUTION

ROCKY MOUNTAIN RAIL PARK METROPOLITAN DISTRICT

A RESOLUTION SUMMARIZING EXPENDITURES AND REVENUES FOR EACH FUND AND ADOPTING A BUDGET, LEVYING PROPERTY TAXES FOR COLLECTION IN THE YEAR 2021 TO HELP DEFRAY THE COSTS OF GOVERNMENT, AND APPROPRIATING SUMS OF MONEY TO EACH FUND IN THE AMOUNTS AND FOR THE PURPOSES SET FORTH HEREIN FOR THE ROCKY MOUNTAIN RAIL PARK METROPOLITAN DISTRICT, ADAMS COUNTY, COLORADO, FOR THE CALENDAR YEAR BEGINNING ON THE FIRST DAY OF JANUARY 2021, AND ENDING ON THE LAST DAY OF DECEMBER, 2021.

WHEREAS, the Board of Directors of the Rocky Mountain Rail Park Metropolitan District has authorized its budget officer to prepare and submit a proposed budget to said governing body at the proper time; and

WHEREAS, the proposed budget has been submitted to the Board of Directors of the District for its consideration; and

WHEREAS, upon due and proper notice, published in accordance with law, said proposed budget was open for inspection by the public at a designated place, a public hearing was held on December 4, 2020, and interested electors were given the opportunity to file or register any objections to said proposed budget; and

WHEREAS, the budget being adopted by the Board has been prepared based on the best information available to the Board regarding the effects of Article X, Section 20 of the Colorado Constitution; and

WHEREAS, whatever increases may have been made in the expenditures, like increases were added to the revenues so that the budget remains in balance, as required by law.

NOW, THEREFORE, BE IT RESOLVED BY THE BOARD OF DIRECTORS OF THE ROCKY MOUNTAIN RAIL PARK METROPOLITAN DISTRICT, ADAMS COUNTY, COLORADO:

Section 1. Summary of 2021 Revenues and 2021 Expenditures. That the estimated revenues and expenditures for each fund for fiscal year 2021, as more specifically set forth in the budget attached hereto, are accepted and approved.

Section 2. Adoption of Budget. That the budget as submitted and attached hereto and incorporated herein is approved and adopted as the budget of the Rocky Mountain Rail Park Metropolitan District for fiscal year 2021.

Section 3. Levy of General Property Taxes. That the foregoing budget indicated that the amount of money necessary to balance the budget for the General Fund for operating expenses from property tax revenue is \$6,807.70, and that the 2020 valuation for assessment, as certified by the Adams County Assessor, is \$680,770. That for the purposes of meeting all

general operating expenses of the District during the 2021 budget year, there is hereby levied a tax of 10.000 mills upon each dollar of the total valuation of assessment of all taxable property within the District for the year 2020.

Section 4. Levy of Debt Retirement Expenses. That the foregoing budget indicates that the amount of money necessary to balance the budget for the Debt Service Fund for debt retirement expense from property tax revenue is \$34,038.50 and that the 2020 valuation for assessment, as certified by the Adams County Assessor is \$680,770. That for the purposes of meeting all debt retirement expenses of the District during the 2021 budget year, there is hereby levied a tax of 50.000 mills upon each dollar of the total valuation of assessment of all taxable property within the District for the year 2020.

Section 5. Refund and Abatement. That the foregoing budget indicates the amount of money necessary to balance the budget for the Refund and Abatement Fund for refund and abatement expenses from property tax revenue is \$-0-, and that the 2020 valuation for assessment, as certified by the Adams County Assessor is \$680,770. That for purposes of meeting all refund and abatement expenses imposed by the Adams County Assessor for the 2021 budget year, there is hereby levied a tax of 0.000 mills upon each dollar of the total valuation of assessment of all taxable property within the District for the year 2020.

Section 6. Certification to County Commissioners. That the Accountant for the District is hereby authorized and directed to immediately certify to the County Commissioners of Adams County, the mill levy for the District hereinabove determined and set forth on the Certification of Tax Levies for Non School Governments attached hereto.

INSERT
CERTIFICATION OF TAX LEVIES FOR NON SCHOOL GOVERNMENTS

CERTIFICATION OF TAX LEVIES for NON-SCHOOL GovernmentsTO: County Commissioners¹ of Adams County, Colorado.On behalf of the Rocky Mountain Rail Park Metropolitan District,
(taxing entity)^Athe Board of Directors
(governing body)^Bof the Rocky Mountain Rail Park Metropolitan District
(local government)^C

Hereby officially certifies the following mills to be levied against the taxing entity's GROSS \$ 680,770 assessed valuation of: (GROSS^D assessed valuation, Line 2 of the Certification of Valuation Form DLG 57^E)

Note: If the assessor certified a NET assessed valuation (AV) different than the GROSS AV due to a Tax Increment Financing (TIF) Area^F the tax levies must be calculated using the NET AV. The taxing entity's total property tax revenue will be derived from the mill levy multiplied against the NET assessed valuation of: (NET^G assessed valuation, Line 4 of the Certification of Valuation Form DLG 57)
USE VALUE FROM FINAL CERTIFICATION OF VALUATION PROVIDED BY ASSESSOR NO LATER THAN DECEMBER 10

Submitted: 12/14/2020 for budget/fiscal year 2021.
(no later than Dec. 15) (mm/dd/yyyy) (yyyy)

PURPOSE (see end notes for definitions and examples)**LEVY²****REVENUE²**

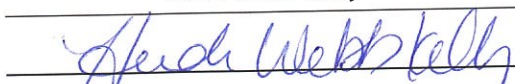
1. General Operating Expenses ^H	<u>10.000</u> mills	\$ <u>6,807.70</u>
2. <Minus> Temporary General Property Tax Credit/ Temporary Mill Levy Rate Reduction ^I	< <u> </u> > mills	\$ < <u> </u> >
SUBTOTAL FOR GENERAL OPERATING:	<u> </u> mills	\$ <u> </u>
3. General Obligation Bonds and Interest ^J	<u>50.000</u> mills	\$ <u>34,038.50</u>
4. Contractual Obligations ^K	<u> </u> mills	\$ <u> </u>
5. Capital Expenditures ^L	<u> </u> mills	\$ <u> </u>
6. Refunds/Abatements ^M	<u> </u> mills	\$ <u> </u>
7. Other ^N (specify): <u> </u>	<u> </u> mills	\$ <u> </u>

TOTAL: [Sum of General Operating Subtotal and Lines 3 to 7]60.000

mills

\$ 40,846.20Contact person:
(print)Heidi Webb KellyDaytime
phone:(720)614-5205

Signed:



Title:

Board President

Include one copy of this tax entity's completed form when filing the local government's budget by January 31st, per 29-1-113 C.R.S., with the Division of Local Government (DLG), Room 521, 1313 Sherman Street, Denver, CO 80203. Questions? Call DLG at (303) 864-7720.

¹ If the taxing entity's boundaries include more than one county, you must certify the levies to each county. Use a separate form for each county and certify the same levies uniformly to each county per Article X, Section 3 of the Colorado Constitution.
² Levies must be rounded to three decimal places and revenue must be calculated from the total NET assessed valuation (Line 4 of Form DLG57 on the County Assessor's **FINAL** certification of valuation).

CERTIFICATION OF TAX LEVIES, continued

THIS SECTION APPLIES TO TITLE 32, ARTICLE 1 SPECIAL DISTRICTS THAT LEVY TAXES FOR PAYMENT OF GENERAL OBLIGATION DEBT (32-1-1603 C.R.S.). Taxing entities that are Special Districts or Subdistricts of Special Districts must certify separate mill levies and revenues to the Board of County Commissioners, one each for the funding requirements of each debt (32-1-1603, C.R.S.) Use additional pages as necessary. The Special District's or Subdistrict's total levies for general obligation bonds and total levies for contractual obligations should be recorded on Page 1, Lines 3 and 4 respectively.

CERTIFY A SEPARATE MILL LEVY FOR EACH BOND OR CONTRACT:

BONDS^J:

1.	Purpose of Issue:	Infrastructure Development
	Series:	Proposed 2021 Issuance
	Date of Issue:	TBD
	Coupon Rate:	TBD
	Maturity Date:	TBD
	Levy:	50.000
	Revenue:	34,038.50
2.	Purpose of Issue:	
	Series:	
	Date of Issue:	
	Coupon Rate:	
	Maturity Date:	
	Levy:	
	Revenue:	

CONTRACTS^K:

3.	Purpose of Contract:	
	Title:	
	Date:	
	Principal Amount:	
	Maturity Date:	
	Levy:	
	Revenue:	
4.	Purpose of Contract:	
	Title:	
	Date:	
	Principal Amount:	
	Maturity Date:	
	Levy:	
	Revenue:	

Use multiple copies of this page as necessary to separately report all bond and contractual obligations per 32-1-1603, C.R.S.

Section 7. Appropriations. That the amounts set forth as expenditures and balances remaining, as specifically allocated in the budget attached hereto, are hereby appropriated from the revenue of each fund, to each fund, for the purposes stated and no other.

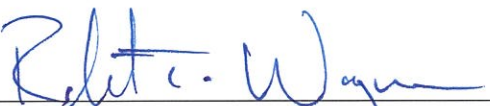
Section 8. Budget Certification. That the budget shall be certified by the Secretary of the District, and made a part of the public records of the Rocky Mountain Rail Park Metropolitan District.

APPROVED AND ADOPTED THIS 4TH DAY OF DECEMBER 2020.

ROCKY MOUNTAIN RAIL PARK
METROPOLITAN DISTRICT

By: 
Heidi Suzanne Webb Kelly, President

Attest:

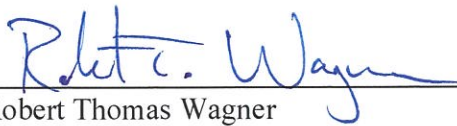

Robert Thomas Wagner, Secretary

ACKNOWLEDGEMENT OF NOTICE AND
APPROVAL OF RECORD OF PROCEEDINGS

We, the undersigned members of the Board of Directors of the Rocky Mountain Rail Park Metropolitan District, Adams County, Colorado, do hereby acknowledge receipt of proper notice of the meeting of the Board held Friday, December 4, 2020, at 10:00 a.m., at 4601 DTC Blvd., Suite 130, Denver, Colorado, informing of the date, time and place of the meeting and the purpose for which it was called, and we do hereby approve said record of proceedings and the actions taken by the Board as stated therein.


Heidi Suzanne Webb Kelly

Gregory Dangler


Robert Thomas Wagner

Brian Fallin

EXHIBIT A
2021 BUDGET
ATTACHED HERETO

ROCKY MOUNTAIN RAIL PARK METROPOLITAN DISTRICT				
STATEMENT OF REVENUES & EXPENDITURES WITH BUDGETS				
December 31, 2019 Actual, and 2020 Adopted and Projected Budget				
2021 Adopted Budget				
		Modified Accrual Budgetary Basis		
GENERAL FUND	2019	2020	2020	2021
	Unaudited	Adopted	Projected	Adopted
Revenues	<u>Actual</u>	<u>Budget</u>	<u>Actual</u>	<u>Budget</u>
Property Taxes	\$ -	\$ 279	\$ 279	\$ 279
Specific Ownership Tax	-	21	-	21
Investment Income	-	500	-	500
Note Proceeds	-	125,000		
Operating Advances	-	-	90,203	125,000
Total Revenues	\$ -	\$ 125,800	\$ 90,482	\$ 125,800
Expenditures				
Accounting and Finance	\$ -	\$ 21,720	\$ 21,720	\$ 21,720
District Mangement	-	21,000	21,000	21,000
Election	-	3,500	3,500	-
Insurance & Bonds	-	10,000	10,000	10,000
Legal	-	30,000	30,000	30,000
Formation Costs	-	75,000	-	75,000
Formation Costs - USDA	-	50,000	-	50,000
Treasurer's Fees	-	4	4	4
Office, Dues & Other	-	500	500	500
Contingency	-	86,260	3,758	89,760
Total Operating Expenditures	\$ -	\$ 297,984	\$ 90,482	\$ 297,984
Other Sources/(Uses)				
Transfer from Capital Fund	\$ -	\$ 172,185	\$ -	\$ 172,185
Total Other Sources/ (Uses)	\$ -	\$ 172,185	\$ -	\$ 172,185
Revenues over/ (under) Expenditures	\$ -	\$ -	\$ -	\$ -
Beginning Fund Balance	\$ -	\$ -	\$ -	\$ -
Ending Fund Balances	\$ -	\$ -	\$ -	\$ -
See Accompanying Accountant's Report		Page 1		

ROCKY MOUNTAIN RAIL PARK METROPOLITAN DISTRICT				
STATEMENT OF REVENUES & EXPENDITURES WITH BUDGETS				
December 31, 2019 Actual, and 2020 Adopted and Projected Budget				
2021 Adopted Budget				
		Modified Accrual Budgetary Basis		
DEBT SERVICE FUND	2019	2020	2020	2021
	Unaudited	Adopted	Projected	Adopted
Revenues	<u>Actual</u>	<u>Budget</u>	<u>Actual</u>	<u>Budget</u>
Property Taxes	\$ -	\$ 1,393	\$ 1,393	\$ 1,393
Specific Ownership Tax	-	104	-	104
Investment Income	-	3,503	-	3,503
Total Revenues	\$ -	\$ 5,000	\$ 1,393	\$ 5,000
Expenditures				
Principal	\$ -	\$ -	\$ -	\$ -
Interest - WEP	-	-	-	-
Interest - CF	-	-	-	-
Contingency	-	5,000	41	5,000
Total Operating Expenditures	\$ -	\$ 5,000	\$ 41	\$ 5,000
Other Sources/(Uses)				
Transfer from General	\$ -	\$ -	\$ -	\$ -
Transfer from Capital	\$ -	\$ -	\$ -	\$ -
Total Other Sources/ (Uses)	\$ -	\$ -	\$ -	\$ -
Revenues over/ (under) Expenditures	\$ -	\$ -	\$ -	\$ -
Beginning Fund Balance	\$ -	\$ -	\$ -	\$ -
Ending Fund Balances	\$ -	\$ -	\$ -	\$ -
See Accompanying Accountant's Report		Page 2		

ROCKY MOUNTAIN RAIL PARK METROPOLITAN DISTRICT				
STATEMENT OF REVENUES & EXPENDITURES WITH BUDGETS				
December 31, 2019 Actual, and 2020 Adopted and Projected Budget				
2021 Adopted Budget				
		Modified Accrual Budgetary Basis		
CAPITAL PROJECTS FUND	2019	2020	2020	2021
	Unaudited	Adopted	Projected	Adopted
Revenues	<u>Actual</u>	<u>Budget</u>	<u>Actual</u>	<u>Budget</u>
Interest & Other	\$ -	\$ 10,000	\$ -	\$ 10,000
Total Revenues	\$ -	\$ 10,000	\$ -	\$ 10,000
Expenditures				
Capital Outlay:				
Water & Environmental Program	\$ -	\$ 28,621,280	\$ -	\$ 28,621,280
Community Facilities	-	9,069,831	-	9,069,831
Legal	-	60,000	-	60,000
Contingency	-	1,225,000	-	1,225,000
Total Operating Expenditures	\$ -	\$ 38,976,111	\$ -	\$ 38,976,111
Other Sources/(Uses)				
Bond Proceeds	\$ -	\$ 39,288,296	\$ -	\$ 39,288,296
Cost of Issuance	-	(150,000)	-	(150,000)
Transfer to / from General Fund	-	(172,185)	-	(172,185)
Total Other Sources/ (Uses)	\$ -	\$ 38,966,111	\$ -	\$ 38,966,111
Revenues over/ (under) Expenditures	\$ -	\$ -	\$ -	\$ -
Beginning Fund Balance	\$ -	\$ -	\$ -	\$ -
Ending Fund Balances	\$ -	\$ -	\$ -	\$ -
See Accompanying Accountant's Report				

ROCKY MOUNTAIN RAIL PARK METROPOLITAN DISTRICT
2021 BUDGET MESSAGE

Attached please find a copy of the adopted 2021 budget for Rocky Mountain Rail Park Metropolitan District.

Rocky Mountain Rail Park Metropolitan District has adopted budgets for three funds, a General Fund to provide for the payment of general operating expenditures; a Capital Projects Fund to provide for the estimated infrastructure costs that are to be built for the benefit of the District, repayment of developer advances, the payment of bond issuance costs and transfers to the Debt Service Fund; and a Debt Service Fund to provide for payments on the proposed general obligation bonds.

The District has utilized the modified accrual basis of accounting and the budget has been adopted after proper postings, publications and public hearing.

For 2021, the District intends to impose a 60.000 mill levy on the property within the District, of which 10.000 mills will be dedicated to the General Fund and the balance of 50.000 mills will be allocated to the Debt Service Fund.

EXHIBIT C

APPLICATION FOR EXEMPTION FROM AUDIT

SHORT FORM

NAME OF GOVERNMENT
ADDRESS

Rocky Mountain Rail Park Metropolitan District
8390 E Crescent Parkway
Suite 300
Greenwood Village, CO 80111
Carrie Bartow
303-779-5710
Carrie.Bartow@claconnect.com
303-779-0348

For the Year Ended
12/31/20
or fiscal year ended:

CONTACT PERSON
PHONE
EMAIL
FAX

PART 1 - CERTIFICATION OF PREPARER

I certify that I am skilled in governmental accounting and that the information in the application is complete and accurate, to the best of my knowledge.

NAME:
TITLE
FIRM NAME (if applicable)
ADDRESS
PHONE
DATE PREPARED

Carrie Bartow
Accountant for the District
CliftonLarsonAllen LLP
8390 E Crescent Parkway, Suite 300, Greenwood Village, CO 80111
303-779-5710
3/17/2021

PREPARER (SIGNATURE REQUIRED)

SEE ATTACHED ACCOUNTANTS COMPILATION REPORT

Please indicate whether the following financial information is recorded using Governmental or Proprietary fund types	GOVERNMENTAL (MODIFIED ACCRUAL BASIS)	PROPRIETARY (CASH OR BUDGETARY BASIS)
	<input checked="" type="checkbox"/>	<input type="checkbox"/>

PART 2 - REVENUE

REVENUE: All revenues for all funds must be reflected in this section, including proceeds from the sale of the government's land, building, and equipment, and proceeds from debt or lease transactions. Financial information will not include fund equity information.

Line#	Description		Round to nearest Dollar	Please use this space to provide any necessary explanations
2-1	Taxes:	Property (report mills levied in Question 10-6)	\$ 1,672	
2-2		Specific ownership	\$ 122	
2-3		Sales and use	\$ -	
2-4		Other (specify):	\$ -	
2-5	Licenses and permits		\$ -	
2-6	Intergovernmental:	Grants	\$ -	
2-7		Conservation Trust Funds (Lottery)	\$ -	
2-8		Highway Users Tax Funds (HUTF)	\$ -	
2-9		Other (specify):	\$ -	
2-10	Charges for services		\$ -	
2-11	Fines and forfeits		\$ -	
2-12	Special assessments		\$ -	
2-13	Investment income		\$ 3	
2-14	Charges for utility services		\$ -	
2-15	Debt proceeds	(should agree with line 4-4, column 2)	\$ -	
2-16	Lease proceeds		\$ -	
2-17	Developer Advances received	(should agree with line 4-4)	\$ 9,000	
2-18	Proceeds from sale of capital assets		\$ -	
2-19	Fire and police pension		\$ -	
2-20	Donations		\$ -	
2-21	Other (specify):		\$ -	
2-22			\$ -	
2-23			\$ -	
2-24	(add lines 2-1 through 2-23) TOTAL REVENUE		\$ 10,797	

PART 3 - EXPENDITURES/EXPENSES

EXPENDITURES: All expenditures for all funds must be reflected in this section, including the purchase of capital assets and principal and interest payments on long-term debt. Financial information will not include fund equity information.

Line#	Description		Round to nearest Dollar	Please use this space to provide any necessary explanations
3-1	Administrative		\$ 9,735	
3-2	Salaries		\$ -	
3-3	Payroll taxes		\$ -	
3-4	Contract services			
3-5	Employee benefits		\$ -	
3-6	Insurance		\$ 100	
3-7	Accounting and legal fees		\$ 28,845	
3-8	Repair and maintenance		\$ -	
3-9	Supplies		\$ -	
3-10	Utilities and telephone		\$ -	
3-11	Fire/Police		\$ -	
3-12	Streets and highways		\$ -	
3-13	Public health		\$ -	
3-14	Capital outlay		\$ -	
3-15	Utility operations		\$ -	
3-16	Culture and recreation		\$ -	
3-17	Debt service principal	(should agree with Part 4)	\$ -	
3-18	Debt service interest		\$ -	
3-19	Repayment of Developer Advance Principal	(should agree with line 4-4)	\$ -	
3-20	Repayment of Developer Advance Interest		\$ -	
3-21	Contribution to pension plan	(should agree to line 7-2)	\$ -	
3-22	Contribution to Fire & Police Pension Assoc.	(should agree to line 7-2)	\$ -	
3-23	Other (specify):			
3-24	Election		\$ 544	
3-25	Formation Costs		\$ 1,987	
3-26	(add lines 3-1 through 3-24) TOTAL EXPENDITURES/EXPENSES		\$ 41,211	

If TOTAL REVENUE (Line 2-24) or TOTAL EXPENDITURES (Line 3-26) are GREATER than \$100,000 - STOP. You may not use this form. Please use the "Application for Exemption from Audit - LONG FORM".

No

☒☐

**Year-End
Balance**

\$ -

\$ -

\$ -

\$	-
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\$	-
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\$	-
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\$ -

\$ -

\$	-
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PART 7 - PENSION INFORMATION

Please answer the following questions by marking in the appropriate boxes. Yes No

No

☐☒

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\$ -

\$	-
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\$	-
----	---

\$	-
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\$	-
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PART 8 - BUDGET INFORMATION

Please answer the following questions by marking in the appropriate boxes. Yes No N/A

N/A

9

☐

Fund Name	Budgeted Expenditures/Expenses
General Fund	\$ 297,985
Debt Service Fund	\$ 5,000
Capital Projects Fund	\$ 39,298,296

PART 9 - TAXPAYER'S BILL OF RIGHTS (TABOR)

Please answer the following question by marking in the appropriate box		Yes	No
9-1	Is the entity in compliance with all the provisions of TABOR [State Constitution, Article X, Section 20(5)]? <small>Note: An election to exempt the government from the spending limitations of TABOR does not exempt the government from the 3 percent emergency reserve requirement. All governments should determine if they meet this requirement of TABOR.</small>	<input checked="" type="checkbox"/>	<input type="checkbox"/>

If no, MUST explain:

PART 10 - GENERAL INFORMATION

Please answer the following questions by marking in the appropriate boxes.		Yes	No
10-1	Is this application for a newly formed governmental entity?	<input type="checkbox"/>	<input checked="" type="checkbox"/>
If yes:	Date of formation: <input type="text"/>		
10-2	Has the entity changed its name in the past or current year?	<input type="checkbox"/>	<input checked="" type="checkbox"/>
If yes:	Please list the NEW name & PRIOR name: <input type="text"/>		
10-3	Is the entity a metropolitan district?	<input checked="" type="checkbox"/>	<input type="checkbox"/>
	Please indicate what services the entity provides: <input type="text"/>		
10-4	Does the entity have an agreement with another government to provide services?	<input type="checkbox"/>	<input checked="" type="checkbox"/>
If yes:	List the name of the other governmental entity and the services provided: <input type="text"/>		
10-5	Has the district filed a <i>Title 32, Article 1 Special District Notice of Inactive Status</i> during	<input type="checkbox"/>	<input checked="" type="checkbox"/>
If yes:	Date Filed: <input type="text"/>		
10-6	Does the entity have a certified Mill Levy?	<input checked="" type="checkbox"/>	<input type="checkbox"/>
If yes:	Please provide the following <u>mills</u> levied for the year reported (do not report \$ amounts):		
	Bond Redemption mills	<input type="text"/>	50.000
	General/Other mills	<input type="text"/>	10.000
	Total mills	<input type="text"/>	60.000

Please use this space to provide any explanations or comments:

PART 11 - GOVERNING BODY APPROVAL			
Please answer the following question by marking in the appropriate box		YES	NO
12-1	If you plan to submit this form electronically, have you read the new Electronic Signature Policy?	<input checked="" type="checkbox"/>	<input type="checkbox"/>

Office of the State Auditor — Local Government Division - Exemption Form Electronic Signatures Policy and Procedure

Policy - Requirements

The Office of the State Auditor Local Government Audit Division may accept an electronic submission of an application for exemption from audit that includes governing board signatures obtained through a program such as Docusign or Echosign. Required elements and safeguards are as follows:

- The preparer of the application is responsible for obtaining board signatures that comply with the requirement in Section 29-1-604 (3), C.R.S., that states the application shall be personally reviewed, approved, and signed by a majority of the members of the governing body.
- The application must be accompanied by the signature history document created by the electronic signature software. The signature history document must show when the document was created and when the document was emailed to the various parties, and include the dates the individual board members signed the document. The signature history must also show the individuals' email addresses and IP address.
- Office of the State Auditor staff will not coordinate obtaining signatures.

The application for exemption from audit form created by our office includes a section for governing body approval. Local governing boards note their approval and submit the application through one of the following three methods:

- 1) Submit the application in hard copy via the US Mail including original signatures.
- 2) Submit the application electronically via email and either,
 - a. Include a copy of an adopted resolution that documents formal approval by the Board, **or**
 - b. Include electronic signatures obtained through a software program such as Docusign or Echosign in accordance with the requirements noted above.

Print the names of ALL members of current governing body below. Print Board Member's Name		A MAJORITY of the members of the governing body must complete and sign in the column below.
Board Member 1	Heidi Webb Kelly	I Heidi Webb Kelly, attest I am a duly elected or appointed board member, and that I have personally reviewed and approve this application for exemption from audit. Signed _____ Date: 3/30/2021 My term Expires: May 2022
Board Member 2	Gregory M Dangler	I Gregory M Dangler, attest I am a duly elected or appointed board member, and that I have personally reviewed and approve this application for exemption from audit. Signed _____ Date: _____ My term Expires: May 2022
Board Member 3	Robert Thomas Wagner	I Robert Thomas Wagner, attest I am a duly elected or appointed board member, and that I have personally reviewed and approve this application for exemption from audit. Signed _____ Date: _____ My term Expires: May 2022
Board Member 4	Brian Fallin	I Brian Fallin, attest I am a duly elected or appointed board member, and that I have personally reviewed and approve this application for exemption from audit. Signed _____ Date: 3/30/2021 My term Expires: May 2022
Board Member 5	Crystal Hostalley	I Crystal Hostalley, attest I am a duly elected or appointed board member, and that I have personally reviewed and approve this application for exemption from audit. Signed _____ Date: 3/30/2021 My term Expires: May 2022
Board Member 6		I _____, attest I am a duly elected or appointed board member, and that I have personally reviewed and approve this application for exemption from audit. Signed _____ Date: _____ My term Expires: _____
Board Member 7		I _____, attest I am a duly elected or appointed board member, and that I have personally reviewed and approve this application for exemption from audit. Signed _____ Date: _____ My term Expires: _____



CliftonLarsonAllen LLP
www.CLACONnect.com

Accountant's Compilation Report

Board of Directors
Rocky Mountain Rail Park Metro District
Adams County, Colorado

Management is responsible for the accompanying Application for Exemption from Audit of Rocky Mountain Rail Park Metro District as of and for the year ended December 31, 2020, included in the accompanying prescribed form. We have performed a compilation engagement in accordance with Statements on Standards for Accounting and Review Services promulgated by the Accounting and Review Services Committee of the American Institute of Certified Public Accountants. We did not audit or review the financial statements included in the accompanying prescribed form nor were we required to perform any procedures to verify the accuracy or completeness of the information provided by management. Accordingly, we do not express an opinion, a conclusion, nor provide any form of assurance on the financial statements included in the accompanying prescribed form.

The Application for Exemption from Audit is presented in accordance with the requirements of the Colorado Office of the State Auditor, which differ from accounting principles generally accepted in the United States of America.

This report is intended solely for the information and use of the Colorado Office of the State Auditor and is not intended to be and should not be used by anyone other than this specified party.

We are not independent with respect to Rocky Mountain Rail Park Metro District.

Greenwood Village, Colorado
March 19, 2021

Certificate Of Completion

Envelope Id: B772BEE4D745446983A3AD9D3865AFD9

Status: Completed

Subject: Please DocuSign: RMRPMD - 2020 Audit Exemption.pdf

Client Name: Rocky Mountain Rail Park Metropolitan District

Client Number: 011-046327-00

Source Envelope:

Document Pages: 8

Signatures: 3

Envelope Originator:

Certificate Pages: 5

Initials: 0

Marisol Gomez

AutoNav: Enabled

220 South 6th Street

Envelopeld Stamping: Enabled

Suite 300

Time Zone: (UTC-06:00) Central Time (US & Canada)

Minneapolis, MN 55402

Marisol.Gomez@claconnect.com

IP Address: 75.71.13.95

Record Tracking

Status: Original

Holder: Marisol Gomez

Location: DocuSign

3/30/2021 11:32:41 AM

Marisol.Gomez@claconnect.com

Signer Events

Brian Fallin

bfallin@rockymountainindustrials.com

Security Level: Email, Account Authentication
(None)

Signature

DocuSigned by:

Brian Fallin
7FF3309B076A430...

Signature Adoption: Pre-selected Style

Using IP Address: 107.2.216.252

Timestamp

Sent: 3/30/2021 11:36:48 AM

Viewed: 3/30/2021 11:41:57 AM

Signed: 3/30/2021 4:23:55 PM

Electronic Record and Signature Disclosure:

Accepted: 3/30/2021 11:41:57 AM

ID: 84e3c8fb-6b3c-4dfb-9f74-c6b6bac66305

Crystal Hostalley

chostalley@rockymountainindustrials.com

Human Capital Manager

Security Level: Email, Account Authentication
(None)

DocuSigned by:

Crystal Hostalley
F7BF719CCC0C49F...

Signature Adoption: Pre-selected Style

Using IP Address: 107.2.216.252

Sent: 3/30/2021 11:36:49 AM

Viewed: 3/30/2021 12:00:04 PM

Signed: 3/30/2021 2:13:11 PM

Electronic Record and Signature Disclosure:

Accepted: 3/30/2021 12:00:04 PM

ID: 2b6b0071-7623-439b-9e21-83b8dcade3fe

Heidi Kelly

hkelly@rockymountainindustrials.com

Executive Vice President

Security Level: Email, Account Authentication
(None)

DocuSigned by:

Heidi Kelly
7B9CA51C514E476...

Signature Adoption: Pre-selected Style

Using IP Address: 107.2.216.252

Sent: 3/30/2021 11:36:48 AM

Viewed: 3/30/2021 2:20:41 PM

Signed: 3/30/2021 2:28:01 PM

Electronic Record and Signature Disclosure:

Accepted: 3/30/2021 2:20:41 PM

ID: 23057f1e-ff65-427c-be4e-08ba731b27c5

In Person Signer Events

Signature

Timestamp

Editor Delivery Events

Status

Timestamp

Agent Delivery Events

Status

Timestamp

Intermediary Delivery Events	Status	Timestamp
Certified Delivery Events	Status	Timestamp
Carbon Copy Events	Status	Timestamp
Witness Events	Signature	Timestamp
Notary Events	Signature	Timestamp
Envelope Summary Events	Status	Timestamps
Envelope Sent	Hashed/Encrypted	3/30/2021 11:36:49 AM
Certified Delivered	Security Checked	3/30/2021 2:20:41 PM
Signing Complete	Security Checked	3/30/2021 2:28:01 PM
Completed	Security Checked	3/31/2021 12:06:24 PM
Payment Events	Status	Timestamps
Electronic Record and Signature Disclosure		

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If you decide to receive notices and disclosures from us electronically, you may at any time change your mind and tell us that thereafter you want to receive required notices and disclosures only in paper format. How you must inform us of your decision to receive future notices and disclosure in paper format and withdraw your consent to receive notices and disclosures electronically is described below.

Consequences of changing your mind

If you elect to receive required notices and disclosures only in paper format, it will slow the speed at which we can complete certain steps in transactions with you and delivering services to you because we will need first to send the required notices or disclosures to you in paper format, and then wait until we receive back from you your acknowledgment of your receipt of such paper notices or disclosures. Further, you will no longer be able to use the DocuSign system to receive required notices and consents electronically from us or to sign electronically documents from us.

All notices and disclosures will be sent to you electronically

Unless you tell us otherwise in accordance with the procedures described herein, we will provide electronically to you through the DocuSign system all required notices, disclosures, authorizations, acknowledgements, and other documents that are required to be provided or made available to you during the course of our relationship with you. To reduce the chance of you inadvertently not receiving any notice or disclosure, we prefer to provide all of the required notices and disclosures to you by the same method and to the same address that you have given us. Thus, you can receive all the disclosures and notices electronically or in paper format through the paper mail delivery system. If you do not agree with this process, please let us know as described below. Please also see the paragraph immediately above that describes the consequences of your electing not to receive delivery of the notices and disclosures electronically from us.

How to contact CliftonLarsonAllen LLP:

You may contact us to let us know of your changes as to how we may contact you electronically, to request paper copies of certain information from us, and to withdraw your prior consent to receive notices and disclosures electronically as follows:

To contact us by email send messages to: BusinessTechnology@CLAconnect.com

To advise CliftonLarsonAllen LLP of your new email address

To let us know of a change in your email address where we should send notices and disclosures electronically to you, you must send an email message to us at BusinessTechnology@CLAconnect.com and in the body of such request you must state: your previous email address, your new email address. We do not require any other information from you to change your email address.

If you created a DocuSign account, you may update it with your new email address through your account preferences.

To request paper copies from CliftonLarsonAllen LLP

To request delivery from us of paper copies of the notices and disclosures previously provided by us to you electronically, you must send us an email to BusinessTechnology@CLAconnect.com and in the body of such request you must state your email address, full name, mailing address, and telephone number. We will bill you for any fees at that time, if any.

To withdraw your consent with CliftonLarsonAllen LLP

To inform us that you no longer wish to receive future notices and disclosures in electronic format you may:

i. decline to sign a document from within your signing session, and on the subsequent page, select the check-box indicating you wish to withdraw your consent, or you may;

ii. send us an email to BusinessTechnology@CLAconnect.com and in the body of such request you must state your email, full name, mailing address, and telephone number. We do not need any other information from you to withdraw consent.. The consequences of your withdrawing consent for online documents will be that transactions may take a longer time to process..

Required hardware and software

The minimum system requirements for using the DocuSign system may change over time. The current system requirements are found here: <https://support.docusign.com/guides/signer-guide-signing-system-requirements>.

Acknowledging your access and consent to receive and sign documents electronically

To confirm to us that you can access this information electronically, which will be similar to other electronic notices and disclosures that we will provide to you, please confirm that you have read this ERSD, and (i) that you are able to print on paper or electronically save this ERSD for your future reference and access; or (ii) that you are able to email this ERSD to an email address where you will be able to print on paper or save it for your future reference and access. Further, if you consent to receiving notices and disclosures exclusively in electronic format as described herein, then select the check-box next to 'I agree to use electronic records and signatures' before clicking 'CONTINUE' within the DocuSign system.

By selecting the check-box next to 'I agree to use electronic records and signatures', you confirm that:

- You can access and read this Electronic Record and Signature Disclosure; and
- You can print on paper this Electronic Record and Signature Disclosure, or save or send this Electronic Record and Disclosure to a location where you can print it, for future reference and access; and
- Until or unless you notify CliftonLarsonAllen LLP as described above, you consent to receive exclusively through electronic means all notices, disclosures, authorizations, acknowledgements, and other documents that are required to be provided or made available to you by CliftonLarsonAllen LLP during the course of your relationship with CliftonLarsonAllen LLP.