2023 ANNUAL REPORT MANAGERS OF FINANCE AND PUBLIC WORKS 9th AVENUE METROPOLITAN DISTRICT NO. 3

As required by Section XI of the Service Plan for the 9th Avenue Metropolitan District No. 3 ("District"), approved by the City of Denver, Colorado on December 8, 2014, and Section 32-1-207(3)(c), C.R.S., we present the following report of the District's activities from January 1, 2023 to December 31, 2023.

i. Annual budget of the District:

Attached as **Exhibit A** is a copy of the 2024 budget.

ii. Annual construction schedules for the current year and reconciliation of the capital improvement program for completion of the Eligible Improvements in the following two (2) years:

The District did not construct any improvements during 2023.

iii. Annual audited financial statements (or any exemption filing made to the State Auditor) of the District:

Attached as **Exhibit B** is a copy of the 2023 Audit Exemption Application.

iv. Total debt authorized, total debt issued, and remaining debt authorized and intended to be issued:

Attached as <u>Exhibit C</u> is a memorandum regarding the District's authorized, issued and remaining debt. The District was organized in conjunction with 9th Avenue Metropolitan District Nos. 1 and 2, with District No. 1 as the Service District and District Nos. 2 and 3 as the Financing Districts. District No. 2 issued bonds on December 19, 2018.

v. Names and terms of the current members of the Board of Directors and its officers of the District:

Frank C. Cannon	President	May 2027
Mark Falcone	Assistant Secretary	May 2027
Matthew Schartz	Assistant Secretary	May 2025
Asher Werthan	Treasurer	May 2027
Jim Alexander	Secretary	May 2025

vi. Any bylaws, rules and regulations of the District regarding bidding, conflict of interest, contracting and other governance matters and access information to obtain a copy of adopted rules and regulations:

The District has not adopted any bylaws or rules and regulations, but complies with State statutes regarding bidding, potential conflicts of interest and other

governance matters. In the event the District adopts rules and regulations in the future, such documents may be accessed at the offices of McGeady Becher P.C., 450 E. 17th Avenue, Suite 400, Denver, CO 80203, (303-592-4380), or on the District's website: https://9thavenuemetropolitandistricts.specialdistrict.net/.

vii. Current intergovernmental agreements, amendments and/or terminations of the District:

Intergovernmental Agreement for the Colorado Special Districts Property and Liability Pool dated December 8, 2016, between the District and the Colorado Special Districts Property and Liability Pool.

Memorandum of Understanding effective September 30, 2016, between 9th Avenue Metropolitan Districts Nos. 1-3.

Cooperation Agreement dated June 21, 2018, among 9th Avenue Metropolitan District Nos. 1, 2, 3 and the Denver Urban Renewal Authority.

Capital Pledge Agreement dated December 19, 2018, among the District, 9th Avenue Metropolitan District No. 2 and UMB Bank.

Intergovernmental Agreement Regarding Construction, Funding, Operations, and Maintenance of 10th Avenue and Bellaire Street Improvements dated April 26, 2021, among 9th Avenue Metropolitan District Nos. 1, 2, 3, and the City and County of Denver.

viii. A summary of all current contracts for services or construction of the District:

Engagement letter dated December 8, 2016, between the District and McGeady Becher P.C. for General Counsel Services.

Agency Services Agreement dated December 8, 2016, between the District and T. Charles Wilson Insurance Service.

Engagement letter dated March 23, 2018, between the District and McCloud & Associates for appraisal services.

Service Agreement for Cost Verification Services dated November 15, 2018, between the District and Schedio Group LLC.

Engagement Letters with Haynie & Company for Audit Services.

Master Service Agreement and Statements of Work between the District and CliftonLarsonAllen LLP for Accounting Services.

Agreement between the District and Archipelago Web dated October 7, 2021, for website services.

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ix. Current documentation of credit enhancements:

There were no credit enhancements in 2023.

x. Official statements of current outstanding bonded indebtedness of the District:

9th Avenue Metropolitan District No. 2 issued bonds on December 19, 2018, and entered into a Capital Pledge Agreement with the District concurrently.

xi. Current approved Service Plan of the District and amendments thereto:

A copy of the District's Service Plan is on file with the City Clerk's Office.

xii. District office contact information:

9th Avenue Metropolitan District No. 3 c/o McGeady Becher P.C. 450 E. 17th Avenue, Suite 400 Denver, Colorado 80203 303-592-4380 – phone 303-592-4385 – fax Elisabeth Cortese, Attorney for the District ecortese@specialdistrictlaw.com

xiii. Changes in proposed development assumptions that impact the financial projections:

There was no change in the District's financial projection for 2023. However, the District's Service Plan anticipated that the Denver Urban Renewal Authority ("DURA") would issue Bonds to fund the initial redevelopment Improvements for the 9th and Colorado site (the "Project"). It was determined, as allowed by the District's Service Plan, that District No. 2 issued Bonds in December 2018 for the Project.

xiv. Boundary changes made:

There were no boundary changes made or proposed during 2023.

xv. Summary of litigation involving the District's public improvements:

The District's public improvements were not involved in any litigation in 2023.

xvi. Status of the District's construction of public improvements:

The District did not construct any public improvements in 2023.

xvii. Conveyances or dedications of facilities or improvements, constructed by the District, to the City and County of Denver:

3

The District did not convey any facilities or improvements to the City and County of Denver in 2023.

xviii. Final assessed valuation of the District for the report year:

The final gross total assessed valuation of the District for 2023 is \$24,439,360.

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

To our knowledge, there are no uncured events of default by the District which continue beyond a ninety (90) day period.

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

To our knowledge, the District has been able to pay its obligations as they come due.

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EXHIBIT A

BUDGET

RESOLUTION NO. 2023-11-02

RESOLUTION TO ADOPT BUDGET AND APPROPRIATE SUMS OF MONEY

RESOLUTION OF THE BOARD OF DIRECTORS OF THE 9TH AVENUE METROPOLITAN DISTRICT NO. 3, CITY AND COUNTY OF DENVER, COLORADO, PURSUANT TO SECTION 29-1-108, C.R.S., SUMMARIZING EXPENDITURES AND REVENUES FOR EACH FUND, ADOPTING A BUDGET AND APPROPRIATING SUMS OF MONEY FOR THE BUDGET YEAR 2024

- A. The Board of Directors of 9th Avenue Metropolitan District No. 3 (the "**District**") has appointed CliftonLarsonAllen LLP to prepare and submit a proposed budget to said governing body at the proper time.
- B. CliftonLarsonAllen LLP has submitted a proposed budget to this governing body by October 15, 2023 for its consideration.
- C. Upon due and proper notice, published or posted in accordance with the law, said proposed budget was open for inspection by the public at a designated place, a public hearing was held on November 16, 2023, and interested taxpayers were given the opportunity to file or register any objections to said proposed budget.
- D. The budget has been prepared to comply with all terms, limitations and exemptions, including, but not limited to, reserve transfers and expenditure exemptions, under Article X, Section 20 of the Colorado Constitution ("TABOR") and other laws or obligations which are applicable to or binding upon the District.
- E. 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.
- F. The Board of Directors has made provision therein for revenues in an amount equal to or greater than the total proposed expenditures as set forth in said budget.
- G. It is not only required by law, but also necessary to appropriate the revenues provided in the budget to and for the purposes described below, thereby establishing a limitation on expenditures for the operations of the District.

NOW, THEREFORE, BE IT RESOLVED BY THE BOARD OF DIRECTORS OF 9TH AVENUE METROPOLITAN DISTRICT NO. 3, CITY AND COUNTY OF DENVER, COLORADO:

- 1. The budget, as submitted, amended, and summarized by fund, is hereby approved and adopted as the budget of the District for the year stated above.
- 2. The budget is hereby approved and adopted, shall be certified by the Secretary of the District to all appropriate agencies and is made a part of the public records of the District.

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3. The sums set forth as the total expenditures of each fund in the budget attached hereto as **Exhibit A** and incorporated herein by reference are hereby appropriated from the revenues of each fund, within each fund, for the purposes stated.

[SIGNATURE PAGE FOLLOWS]

[SIGNATURE PAGE TO RESOLUTION TO ADOPT BUDGET AND **APPROPRIATE SUMS OF MONEY**

RESOLUTION APPROVED AND ADOPTED on November 16, 2023.

9TH AVENUE METROPOLITAN **DISTRICT NO. 3**

Frank Cannon, President

Attest:

By: <u>James J. Alexander</u> Jim Alexander, Secretary

EXHIBIT A

Budget

 $\{01117648.DOCX v:1\}$ A-1

9TH AVENUE METROPOLITAN DISTRICT NO. 3

ANNUAL BUDGET

FOR THE YEAR ENDED DECEMBER 31, 2024

9TH AVENUE METROPOLITAN DISTRICT NO. 3 SUMMARY

2024 BUDGET

WITH 2022 ACTUAL AND 2023 ESTIMATED For the Years Ended and Ending December 31,

1/30/24

	ACTUAL 2022		ESTIMATED 2023		В	UDGET 2024
BEGINNING FUND BALANCES	\$	-	\$	-	\$	-
REVENUES						
Specific ownership taxes		11,097		12,881		15,389
Interest income		42		1,000		1,500
Other revenue		-		-		4,475
TIF revenue		230,719		257,622		301,636
Total revenues		241,858		271,503		323,000
Total funds available		241,858		271,503		323,000
EXPENDITURES						
General Fund		241,858		271,503		323,000
Total expenditures		241,858		271,503		323,000
Total expenditures and transfers out						
requiring appropriation		241,858		271,503		323,000
ENDING FUND BALANCES	\$	-	\$	0	\$	

9TH AVENUE METROPOLITAN DISTRICT NO. 3 PROPERTY TAX SUMMARY INFORMATION 2024 BUDGET

WITH 2022 ACTUAL AND 2023 ESTIMATED For the Years Ended and Ending December 31,

1/30/24

	Α	CTUAL	ES	STIMATED	BUDGET
		2022		2023	2024
ASSESSED VALUATION Residential Residential - Single Family Residential - Multi Family		8,135,110 - -	\$	- 2,259,150 15,603,770	\$ - 3,007,480 21,363,150
Commercial State assessed Vacant land		1,898,570 131,900 785,070		1,898,570 62,900 785,070	- 68,720 10
TIF Increment Certified Assessed Value		0,950,650 0,950,650) -		20,609,460 20,609,460) -	\$ 24,439,360 (24,439,360) -
MILL LEVY General		11.133		12.500	12.721
Total mill levy PROPERTY TAXES		11.133		12.500	12.721
General - TIF	\$	230,910	\$	255,040	\$ 307,784
Levied property taxes		230,910		255,040	307,784
Budgeted property taxes	\$	230,910	\$	255,040	\$ 307,784
BUDGETED PROPERTY TAXES Net General TIF Taxes	\$ \$	230,910 230,910	\$	255,040 255,040	\$ 307,784 307,784

9TH AVENUE METROPOLITAN DISTRICT NO. 3 GENERAL FUND 2024 BUDGET

WITH 2022 ACTUAL AND 2023 ESTIMATED For the Years Ended and Ending December 31,

1/30/24

	AC	CTUAL	ESTIMATED		В	UDGET
	:	2022	:	2023		2024
BEGINNING FUND BALANCES	\$	-	\$	-	\$	-
REVENUES						
Specific ownership taxes		11,097		12,881		15,389
TIF revenue		230,719		-		-
Interest income		42		1,000		1,500
Other revenue		-		-		4,475
Net TIF taxes		-		257,622		301,636
Total revenues		241,858		271,503		323,000
Total funds available		241,858		271,503		323,000
EXPENDITURES						
General and administrative						
Contingency		-		-		4,475
Intergovernmental expenditures		241,858		271,503		318,525
Total expenditures		241,858		271,503		323,000
TRANSFERS OUT						
Total expenditures and transfers out	t					
requiring appropriation		241,858		271,503		323,000
ENDING FUND BALANCES	\$	_	\$		\$	

Services Provided

The District, a quasi-municipal corporation and a political subdivision of the State of Colorado, was organized by order and decree of the District Court of the City and County of Denver on September 20, 2016, and recorded on September 30, 2016, 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 in the City and County of Denver, Colorado (City). The District held its organizational meeting on December 8, 2016.

9th Avenue Metropolitan District No. 1 (the Service District) was organized in conjunction with 9th Avenue Metropolitan District Nos. 2 and 3, (the Financing Districts) (together with the Service District, the Districts). The Service District will act as manager for the Districts to coordinate and manage the financing, acquisition, construction, completion, operation, and maintenance of all public infrastructure and services within and without the Districts' service area, including streets, traffic and safety, water, sanitation, storm drainage, transportation, mosquito control, and park and recreation facilities for the collective use and benefit of the property owners within, and residents of all of the Districts. The Financing Districts were organized to generate revenue to pay the costs of the Districts' improvements.

The Service District shall have the power to provide covenant enforcement and design review services within the Districts' service area. The Districts shall also have the power to form a special improvement district within the boundaries of the Districts to encourage, accommodate, and finance renewable energy improvements and energy efficiency improvements.

On November 3, 2015, the District's voters authorized general obligation indebtedness of \$2,080,000,000 for the above listed facilities and powers, but the District's Service Plan limits the total debt issuance to \$160,000,000, with a maximum debt mill levy of 50.000 mills.

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.

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

Revenues

Property Taxes

Property taxes are levied by the District's Board of Directors. The levy is based on assessed valuations determined by the County Assessor generally as of January 1 of each year. The levy is normally set by December 15 by certification to the County Commissioners to put the tax lien on the individual properties as of January 1 of the following year. The County Treasurer collects the determined taxes during the ensuing calendar year. The taxes are payable by April or, if in equal installments, at the taxpayer's election, in February and June. Delinquent taxpayers are notified in August and generally sales of the tax liens on delinquent properties are held in November or December. The County Treasurer remits the taxes collected monthly to the District.

The calculation of the taxes levied is displayed on the Property Tax Summary page of the budget using the adopted mill levy imposed by the District. Because the net assessed value of the District is \$0, no property taxes will be collected in 2023. See DURA note below.

For property tac collection year 2024, SB22-238 and SB23B-001 set the assessment rates and actual value reductions as follows:

Category	Rate	Category	Rate	Actual Value Reduction	Amount
Single-Family	110.00	- Catagory	110.00	Single-Family	\$55,000
Residential	6.70%	Agricultural Land	26.40%	Residential	, ,
Multi-Family				Multi-Family	\$55,000
Residential	6.70%	Renewable Energy Land	26.40%	Residential	
Commercial	27.90%	Vacant Land	27.90%	Commercial	\$30,000
Industrial	27.90%	Personal Property	27.90%	Industrial	\$30,000
Lodging	27.90%	State Assessed	27.90%	Lodging	\$30,000
		Oil & Gas Production	87.50%		

Pursuant to a Capital Pledge Agreement by and among the District, District No.2, and the Trustee (the "Pledge Agreement"), the District has covenanted to levy an ad valorem mill levy upon all taxable property within the District each year in an amount that would generate District Property Tax Revenues, together with the District No. 2 Property Tax Revenues expected to be collected by District No. 2 pursuant to the Indenture, sufficient to pay the principal of, premium if any, and interest and any other Financing Costs of District No. 2 Bonds as the same become due and payable. The District's Required Mill Levy shall be zero mills in any year in which the Property Tax Revenues expected to be collected by District No. 2 will be sufficient to pay the Financing Costs, but such mill levy shall not exceed 50 mills (as adjusted).

Specific Ownership Tax

Specific ownership taxes are set by the State and collected by the County Treasurer, primarily on vehicle licensing within the County as a whole. The specific ownership taxes are allocated by the County Treasurer to all taxing entities within the County. The budget assumes that the District's share will be equal to approximately 5% of the property taxes collected. See DURA note below.

Revenues - Continued

TIF Taxes

The District has entered into an agreement with the Denver Urban Renewal Authority (DURA) whereby the net taxes levied by the District on the gross assessed value of the District will be remitted to the District by DURA on a monthly basis. See DURA note below.

Net Interest Income

Interest earned on the District's funds has been estimated based on historical earnings.

Expenditures

Intergovernmental Transfers

Per provisions of the Districts' Service Plans and a Memorandum of Understanding effective September 30, 2016, the Service District will provide for the overall administration of the Districts. The District will transfer the net funds of its operational mill levy, as received from DURA, to the Service District to fund these obligations.

Intergovernmental Agreements

Denver Urban Renewal Authority (DURA)

All of the property within the boundaries of the Districts (the "Development) is subject to the 9th and Colorado Urban Renewal Plan approved by an ordinance adopted by the City on July 26, 2013 (the "Urban Renewal Plan"). The Urban Renewal Plan specifies, for purposes of the Urban Renewal Law, a "Redevelopment Area" (referred to herein as the "9th and Colorado Urban Redevelopment Area") encompassing approximately 41 acres, comprising substantially all of the former campus of the University of Colorado Health Sciences Center.

In connection therewith and in order to further provide for the financing of public improvements within the 9th and Colorado Urban Redevelopment Area, the Denver Urban Renewal Authority ("DURA") and the City entered into the 9th Avenue Tax Increment Area Cooperation Agreement dated as of December 15, 2014 (the "City/DURA Cooperation Agreement"). In accordance therewith and with the Urban Renewal Law (Section 31-25-101, et seq. C.R.S.), until the 25th anniversary of the date of the approval by the City Council of the 9th Avenue Project (i.e. December 8, 2039) (also referred to herein as the "TIF Period"), all property taxes resulting from imposition of ad valorem property taxes on the assessed valuation of all taxable property in the 9th Avenue Project within 9th and Colorado Urban Redevelopment Area (which includes all of the property within the boundaries of the Districts) in excess of the base assessed valuation thereof (i.e., the incremental assessed valuation) are to be remitted by the City to DURA. According to the City Assessor, the base assessed valuation of taxable property in the Districts is zero.

Intergovernmental Agreements (continued)

The Districts and DURA entered into a Cooperation Agreement, dated as of June 21, 2018 (the "District Cooperation Agreement") pursuant to which DURA has agreed to remit during the TIF Period to each of the Districts' respective revenues generated from the imposition of ad valorem property taxes by such district on the incremental assessed valuation of property of such district, including property tax revenue resulting from the imposition of the Required Mill Levy. Accordingly, during the TIF Period, the Districts receive their respective Property Tax Revenue from DURA and not from the City Treasurer. During the TIF Period, the Districts may also receive Specific Ownership Taxes from DURA and not from the City Treasurer.

In October 2018, DURA issued bonds in the aggregate principal amount of \$63,760,000 for the purpose of, among other things, reimbursing the Developer for a portion of the costs incurred in financing the construction of certain public improvements in the Development pursuant to the Redevelopment Agreement. The DURA Bonds are secured by a pledge of certain amounts generated within the 9th and Colorado Urban Redevelopment Area by incremental increases in property tax revenues and sales tax revenues, except for those incremental increases in property tax revenues generated within the boundaries of the Districts from the imposition of their Required Mill Levy respectively, which revenues are pledged to the payment of the Bonds.

Debt and Leases

The Capital Pledge Agreement (see above) is considered a debt instrument. The District has no operating or capital leases.

Reserves

Emergency Reserve

TABOR requires local governments to establish Emergency Reserves. These reserves must be at least 3% of fiscal year spending. Since substantially all funds received by the District are transferred to the Service District, which pays for all of the Districts' operations and maintenance costs, an Emergency Reserve is not reflected in the District's budget. It is accounted for in the budget of the Service District.

This information is an integral part of the accompanying budget.

I, Jim Alexander, hereby certify that I am the duly appointed Secretary of the 9th Avenue Metropolitan District No. 3, and that the foregoing is a true and correct copy of the budget for the budget year 2024, duly adopted at a meeting of the Board of Directors of the 9th Avenue Metropolitan District No. 3 held on November 16, 2023.

<u>James J. Alexander</u> Jim Alexander, Secretary

RESOLUTION NO. 2023-11-03

RESOLUTION TO SET MILL LEVIES

RESOLUTION OF THE 9TH AVENUE METROPOLITAN DISTRICT NO. 3 LEVYING GENERAL PROPERTY TAXES, PURSUANT TO SECTION 39-1-111, C.R.S., FOR THE YEAR 2023, TO HELP DEFRAY THE COSTS OF GOVERNMENT FOR THE 2024 BUDGET YEAR

- A. The Board of Directors of the 9th Avenue Metropolitan District No. 3 (the "**District**") has adopted an annual budget in accordance with the Local Government Budget Law, on November 16, 2023.
- B. The adopted budget is attached as Exhibit A to the Resolution of the Board of Directors of the District to Adopt Budget and Appropriate Sums of Money, and such budget is incorporated herein by this reference.
- C. The amount of money necessary to balance the budget for general fund expenses from property tax revenue is identified in the budget.
- D. The amount of money necessary to balance the budget for debt service fund expenses from property tax revenue is identified in the budget.

NOW, THEREFORE, PURSUANT TO SECTIONS 39-1-111(5) and 39-5-128(1), C.R.S., BE IT RESOLVED by the Board of Directors of the 9th Avenue Metropolitan District No. 3, City and County of Denver, Colorado, that:

- 1. For the purpose of meeting all general operating expenses of the District during the 2024 budget year, the District determined to levy mills upon each dollar of the total valuation for assessment of all taxable property within the District, as set forth in the budget, to raise the required revenue.
- 2. That for the purpose of meeting all debt retirement expenses of the District during the 2024 budget year, the District determined to levy mills upon each dollar of the total valuation for assessment of all taxable property within the District, as set forth in the budget, to raise the required revenue.
- 3. That for the purpose of meeting all contractual obligation expenses of the District during the 2024 budget year, the District determined to levy mills upon each dollar of the total valuation for assessment of all taxable property within the District, as set forth in the budget, to raise the required revenue.
- 4. That the Secretary is hereby authorized and directed to immediately certify to the Assessor of the City and County of Denver, Colorado, the mill levies for the District as set forth in the District's Certification of Mill Levies, attached hereto as **Exhibit 1** and incorporated herein by reference, recalculated as needed upon receipt of the final certification of valuation from the County Assessor in order to comply with any applicable revenue and other budgetary limits.

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[SIGNATURE PAGE OF RESOLUTION TO SET MILL LEVIES]

RESOLUTION APPROVED AND ADOPTED on November 16, 2023.

9TH AVENUE METROPOLITAN DISTRICT NO. 3

Frank Cannon, President

Attest:

By: James J. Alexander
Jim Alexander, Secretary

EXHIBIT 1

Certification of Tax Levies

{01117652.DOCX v:1} A-1

DOLA LGID/SID 66730 County Tax Entity Code

TC	County Commissioners ¹ of	DENVER C	OUNTY	, Colorado.
O	n behalf of the 9TH AVENUE METRO	POLITAN DI	STRICT NO. 3	
	the BOARD OF DIRECTORS		ixing entity) ^A	
			overning body) ^B	
	of the 9TH AVENUE METROPOLITAN D		cal government) ^C	
to b asse Note	reby officially certifies the following mills be levied against the taxing entity's GROSS essed valuation of: e: If the assessor certified a NET assessed valuation of the different than the GROSS AV due to a Tax	24,439,30 (GROSS ^D a	60	ification of Valuation Form DLG 57 ^E)
Increase of the control of the contr	ement Financing (TIF) Area ^F the tax levies must be ulated using the NET AV. The taxing entity's total perty tax revenue will be derived from the mill levy tiplied against the NET assessed valuation of: Onlited: 01/10/2024 (mm/dd/yyyy)	(NET ^G ass USE VALU	sessed valuation, Line 4 of the Certifi JE FROM FINAL CERTIFICATIO BY ASSESSOR NO LATER TH budget/fiscal year 2024	ON OF VALUATION PROVIDED IAN DECEMBER 10
	PURPOSE (see end notes for definitions and examples)		LEVY ²	REVENUE ²
1.	General Operating Expenses ^H		12.721 _{mills}	<u>\$</u> 0
2.	<minus> Temporary General Property Ta Temporary Mill Levy Rate Reduction^I</minus>	ax Credit/	< >_mills	<u></u> \$< >
	SUBTOTAL FOR GENERAL OPERA	ΓING:	NaNmills	\$ NaN
3.	General Obligation Bonds and Interest ^J		mills	\$
4.	Contractual Obligations ^K		mills	\$
5.	Capital Expenditures ^L		mills	\$
6.	Refunds/Abatements ^M		mills	\$
7.	Other ^N (specify):		mills	\$
			mills	\$
	TOTAL: Sum of General Subtotal and	eral Operating 1 Lines 3 to 7	NaNmills	s \$ NaN
	ontact person: Jason Carroll gned:	anoll	Phone: (303)779-57 Title: Accountant f	
op	arvey Question: Does the taxing entity have erating levy to account for changes to asseulude one copy of this tax entity's completed form when fit	ssment rates?	,	☐ Yes ☐ No t, 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.

DLG 70 (Rev.9/23) Page 1 of 4

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 <u>three</u> decimal places and revenue must be calculated from the total <u>NET assessed valuation</u> (Line 4 of Form DLG57 on the County Assessor's <u>FINAL</u> 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:

BONE)S ^J :	
1.	Purpose of Issue:	_
	Series:	_
	Date of Issue:	_
	Coupon Rate:	-
	Maturity Date:	-
	Levy:	-
	Revenue:	-
2.	Purpose of Issue:	
	Series:	
	Date of Issue:	
	Coupon Rate:	
	Maturity Date:	
	Levy:	
	Revenue:	
COM		
	TRACTS ^k :	
3.	1	-
	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.

Page 2 of 4 DLG 70 (Rev.9/23)

I, Jim Alexander, hereby certify that I am the duly appointed Secretary of the 9th Avenue Metropolitan District No. 3, and that the foregoing is a true and correct copy of the Certification of Mill Levies for the budget year 2024, duly adopted at a meeting of the Board of Directors of the 9th Avenue Metropolitan District No. 3 held on November 16, 2023.

James J. Alexander
Jim Alexander, Secretary

EXHIBIT B

AUDIT EXEMPTION

PHONE

APPLICATION FOR EXEMPTION FROM AUDIT	
LONG FORM	
	For the Year Ended
·	12/31/2023
	or fiscal year ended:
Greenwood Village, CO 80111-2814	•
Jason Carroll	
303-779-5710	
ason.carroll@claconnect.com	
CERTIFICATION OF PREPARER	
with knowledge of governmental accounting and that the information in the Application is complete and accurate to the best of my knowledge. I am aware to	that the Audit Law requires that a person
ation if revenues or expenditure are at least \$100,000 but not more than \$750,000, and that independent means someone who is separate from the entity.	
Jason Carroll	
Accountant for the District	
CliftonLarsonAllen LLP	
3390 East Crescent Parkway, Suite 300, Greenwood Village, CO 80111-2814	
303-779-5710	
CPA Firm providing accounting services to the District	
	UONG FORM 9th Avenue Metropolitan District No. 3 8390 East Crescent Parkway Suite 300 Greenwood Village, CO 80111-2814 Jason Carroll 303-779-5710 jason.carroll@claconnect.com

PREPARER (SIGNATURE REQUIRED)

DATE PREPARED 2/23/2024

See Accountant's Compilation Report

Has the entity filed for, or has the district filed, a Title 32, Article 1 Special District Notice of Inactive Status during the year? [Applicable to Title 32 special districts only, pursuant to Sections 32-1-103 (9.3) and 32-1-104 (3), C.R.S.]

YES	NO	
	V	If Yes, date filed:

PART 1 - FINANCIAL STATEMENTS - BALANCE SHEET

* Indicate Name of Fund

NOTE: Attach additional sheets as necessary.

	tttacii additional sheets as hecessary.	Go	overnmenta	ental Funds Proprietary/Fiduciary Funds				
Line #	Description	Fund	 *	Fund*	Description	Fund*	Fund*	Please use this space to provide explanation of any items on this page
	Assets				Assets			nome on ame page
1-1	Cash & Cash Equivalents	\$	- \$	-	Cash & Cash Equivalents	\$ -	\$ -	
1-2	Investments	\$	28,144 \$	-	Investments	\$ -	\$ -	
1-3	Receivables	\$	- \$	-	Receivables	\$ -	\$ -	
1-4	Due from Other Entities or Funds	\$	- \$	-	Due from Other Entities or Funds	-	-	
1-5	Property Tax Receivable	\$ 3	307,784 \$		Other Current Assets [specify]		T .	7
	All Other Assets [specify]					\$ -	-	
1-6	Lease Receivable (as Lessor)	\$	- \$	-	Total Current Assets	\$ -	-	
1-7	Receivable from Country Treasurer	\$	954 \$	-	Capital & Right to Use Assets, net (from Part 6-4)	\$ -	-	
1-8		\$	- \$	-	Other Long Term Assets [specify]	\$ -	-	
1-9		\$	- \$	-		\$ -	\$ -	
1-10		\$	- \$	-		\$ -	\$ -	
1-11	(add lines 1-1 through 1-10) TOTAL ASSETS	\$ 3	336,882 \$	-	(add lines 1-1 through 1-10) TOTAL ASSETS	\$ -	-	
	Deferred Outflows of Resources:				Deferred Outflows of Resources			
1-12	[specify]	\$	- \$	-	[specify]		\$ -	
1-13	[specify]	\$	- \$	-	[specify]	<u> </u>	\$ -	
1-14	(add lines 1-12 through 1-13) TOTAL DEFERRED OUTFLOWS		- \$	-	(add lines 1-12 through 1-13) TOTAL DEFERRED OUTFLOWS		\$ -	
1-15	TOTAL ASSETS AND DEFERRED OUTFLOWS	\$ 3	336,882 \$	-	TOTAL ASSETS AND DEFERRED OUTFLOWS	-	-]
	Liabilities				Liabilities			1
1-16	Accounts Payable	\$	- \$	-	Accounts Payable		\$ -	-
1-17	Accrued Payroll and Related Liabilities	\$	- \$	-	Accrued Payroll and Related Liabilities		\$ -	-
1-18	Unearned Revenue	\$	- \$	-	Accrued Interest Payable		\$ -	-
1-19	Due to Other Entities or Funds All Other Current Liabilities	\$	29,098 \$	-	Due to Other Entities or Funds	<u> </u>	\$ -	-
1-20		\$ ¢	- \$	-	All Other Current Liabilities	<u> </u>	\$ -	-
1-21	(add lines 1-16 through 1-20) TOTAL CURRENT LIABILITIES	Φ	29,098 \$	-	(add lines 1-16 through 1-20) TOTAL CURRENT LIABILITIES		\$ - \$ -	-
1-22	All Other Liabilities [specify]	Φ	- \$ - \$	-	Proprietary Debt Outstanding (from Part 4-4)	Φ -	<u>'</u>	-
1-23 1-24		Φ	- Þ	-	Other Liabilities [specify]:	Φ -	\$ - \$ -	-
1-24		Φ Φ	- p	-		Φ -	\$ -	-
1-26		Φ Φ	- φ Φ	-		φ <u>-</u>	\$ -	-
1-27	(add lines 1-21 through 1-26) TOTAL LIABILITIES	φ Φ	29,098 \$	-	(add lines 1-21 through 1-26) TOTAL LIABILITIES	\$ - \$ -	\$ -	1
	Deferred Inflows of Resources:	Ψ	23,030 ψ		Deferred Inflows of Resources	Ψ -		J
1-28	Deferred Property Taxes	\$?	307,784 \$		Pension/OPEB Related	\$ -	-	1
1-29	Lease related (as lessor)	\$	- \$		Other [specify]	\$ -	\$ -	-
1-30	(add lines 1-28 through 1-29) TOTAL DEFERRED INFLOWS	\$ 3	307,784 \$	_	(add lines 1-28 through 1-29) TOTAL DEFERRED INFLOWS	\$ -	\$ -	
	Fund Balance	Ψ	σ,,,σ, φ		Net Position	*	ΤΨ	1
	Nonspendable Prepaid	\$	- \$		Net Investment in Capital and Right-to Use Assets	\$ -	\$ -	7
1-32	Nonspendable Inventory	\$	- \$	_	5 , 5	· ·	<u> </u>	1
1-33	Restricted [specify]	\$	- \$	-	Emergency Reserves	\$ -	-]
1-34	Committed [specify]	\$	- \$	-	Other Designations/Reserves	\$ -	\$ -	1
1-35	Assigned [specify]	\$	- \$	-	Restricted	\$ -	\$ -	1
1-36	Unassigned:	\$	- \$	-	Undesignated/Unreserved/Unrestricted	\$ -	\$ -	1
1-37	Add lines 1-31 through 1-36				Add lines 1-31 through 1-36			1
	This total should be the same as line 3-33				This total should be the same as line 3-33			
	TOTAL FUND BALANCE		- \$	_	TOTAL NET POSITION		-	
1-38	Add lines 1-27, 1-30 and 1-37				Add lines 1-27, 1-30 and 1-37			1
	This total should be the same as line 1-15				This total should be the same as line 1-15			
	TOTAL LIABILITIES, DEFERRED INFLOWS, AND FUND				TOTAL LIABILITIES, DEFERRED INFLOWS, AND NET			
	BALANCE	\$ 3	336,882 \$	-	POSITION	-	-	

PART 2 - FINANCIAL STATEMENTS - OPERATING STATEMENT - REVENUES

		Governme	ental Funds		Proprietary/Fi	duciary Funds	5 1
Line #	Description	Fund*	Fund*	Description	Fund*	Fund*	Please use this space to provide explanation of any
	Tax Revenue			Tax Revenue			items on this page
2-1	Property [include mills levied in Question 10-6]	-	-	Property [include mills levied in Question 10-6]	\$ -	-	
2-2	Specific Ownership	\$ 12,899	-	Specific Ownership	-	-	
2-3	Sales and Use Tax	\$ -	-	Sales and Use Tax	\$ -	-	
2-4	Other Tax Revenue [specify]:	\$ -	-	Other Tax Revenue [specify]:	\$ -	-	
2-5	TIF Increment Revenue	\$ 255,077	-		\$ -	-	
2-6		\$ -	-		\$ -	\$ -	
2-7		\$ -	\$ -		\$ -	\$ -	
2-8	Add lines 2-1 through 2-7 TOTAL TAX REVENUE		\$ -	Add lines 2-1 through 2-7 TOTAL TAX REVENUE		-	
2-9	Licenses and Permits	\$ -	\$ -	Licenses and Permits	\$ -	\$ -	
2-10	Highway Users Tax Funds (н∪тг)	\$ -	\$ -	Highway Users Tax Funds (н∪тғ)	\$ -	\$ -	
2-11	Conservation Trust Funds (Lottery)	\$ -	\$ -	Conservation Trust Funds (Lottery)	\$ -	\$ -	
2-12	Community Development Block Grant	\$ -	\$ -	Community Development Block Grant	\$ -	\$ -	
2-13	Fire & Police Pension	\$ -	\$ -	Fire & Police Pension	\$ -	\$ -	
2-14	Grants	\$ -	\$ -	Grants	\$ -	\$ -	
2-15	Donations	\$ -	\$ -	Donations	\$ -	\$ -	
2-16	Charges for Sales and Services	\$ -	\$ -	Charges for Sales and Services	\$ -	\$ -	
2-17	Rental Income	\$ -	\$ -	Rental Income	\$ -	-	
2-18	Fines and Forfeits	-	-	Fines and Forfeits	\$ -	-	
2-19	Interest/Investment Income	\$ 1,115	-	Interest/Investment Income	-	-	
2-20	Tap Fees	-	-	Tap Fees	-	-	
2-21	Proceeds from Sale of Capital Assets	\$ -	-	Proceeds from Sale of Capital Assets			
2-22	All Other [specify]:	\$ -	-	All Other [specify]:	\$ -	-	
2-23		\$ -	-		\$ -	-	
2-24	Add lines 2-8 through 2-23 TOTAL REVENUES	\$ 269,090	\$ -	Add lines 2-8 through 2-23 TOTAL REVENUES		-	
	Other Financing Sources			Other Financing Sources			
2-25	Debt Proceeds	\$ -	-	Debt Proceeds	\$ -	-	
2-26	Lease Proceeds	\$ -	\$ -	Lease Proceeds	\$ -	\$ -	
2-27	Developer Advances	\$ -	\$ -	Developer Advances	\$ -	\$ -	
2-28	Other [specify]:	\$ -	\$ -	Other [specify]:	\$ -	\$ -	
2-29	Add lines 2-25 through 2-28 TOTAL OTHER FINANCING SOURCES		\$ -	Add lines 2-25 through 2-28 TOTAL OTHER FINANCING SOURCES		\$ -	GRAND TOTALS
2-30	Add lines 2-24 and 2-29 TOTAL REVENUES AND OTHER FINANCING SOURCES	\$ 269,090	\$ -	Add lines 2-24 and 2-29 TOTAL REVENUES AND OTHER FINANCING SOURCES	\$ -	\$ -	\$ 269,090

IF GRAND TOTAL REVENUES AND OTHER FINANCING SOURCES for all funds (Line 2-29) are GREATER than \$750,000 - STOP. You may not use this form. An audit may be required. See Section 29-1-604, C.R.S., or contact the OSA Local Government Division at (303) 869-3000 for assistance.

PART 3 - FINANCIAL STATEMENTS - OPERATING STATEMENT - EXPENDITURES/EXPENSES

		Governmental Funds		Proprietary/Fi	iduciary Funds	Please use this space to	
Line #	Description	Fund*	Fund*	Description	Fund*	Fund*	provide explanation of any
	Expenditures			Expenses			items on this page
3-1	General Government	\$ -	\$ -	General Operating & Administrative	\$ -	-	
3-2	Judicial	\$ -	\$ -	Salaries	\$ -	-	
3-3	Law Enforcement	\$ -	\$ -	Payroll Taxes	\$ -	-	
3-4	Fire	\$ -	\$ -	Contract Services	\$ -	-	
3-5	Highways & Streets	\$ -	\$ -	Employee Benefits	\$ -	-	
3-6	Solid Waste	\$ -	\$ -	Insurance	\$ -	\$ -	.]
3-7	Contributions to Fire & Police Pension Assoc.	\$ -	\$ -	Accounting and Legal Fees	\$ -	-	.]
3-8	Health	\$ -	\$ -	Repair and Maintenance	\$ -	-	
3-9	Culture and Recreation	\$ -	\$ -	Supplies	\$ -	-	.]
3-10	Transfers to other districts	\$ 269,090	\$ -	Utilities	\$ -	\$ -	.]
3-11	Other [specify]:	\$ -	\$ -	Contributions to Fire & Police Pension Assoc.	\$ -	\$ -	.]
3-12		\$ -	\$ -	Other [specify]	\$ -	\$ -	.]
3-13		\$ -	\$ -		\$ -	\$ -	.]
3-14	Capital Outlay	\$ -	\$ -	Capital Outlay	\$ -	\$ -	_
	Debt Service		•	Debt Service			_
3-15	Principal (should match amount in 4-4)	\$ -	\$ -	Principal (should match amount in 4-4)	\$ -	-	\Box
3-16	Interest	\$ -	\$ -	Interest	\$ -	\$ -	_
3-17	Bond Issuance Costs	\$ -	\$ -	Bond Issuance Costs	\$ -	\$ -	
3-18	Developer Principal Repayments	\$ -	\$ -	Developer Principal Repayments	\$ -	\$ -	.]
3-19	Developer Interest Repayments	\$ -	\$ -	Developer Interest Repayments	\$ -	\$ -	
3-20	All Other [specify]:	\$ -	\$ -	All Other [specify]:	\$ -	\$ -	.]
3-21		\$ -	\$ -		\$ -	\$ -	GRAND TOTAL
3-22	Add lines 3-1 through 3-21 TOTAL EXPENDITURES	\$ 269,090	\$ -	Add lines 3-1 through 3-21 TOTAL EXPENSES	_	\$ -	\$ 269,090
3-23	Interfund Transfers (In)	\$ -	\$ -	Net Interfund Transfers (In) Out	\$ -	\$ -	
	Interfund Transfers Out	\$ -	\$ -	Other [specify][enter negative for expense]	\$ -	\$ -	.
3-25	Other Expenditures (Revenues):	\$ -	\$ -	Depreciation/Amortization	\$ -	\$ -	.
3-26	• • • • • • • • • • • • • • • • • • • •	\$ -	\$ -	Other Financing Sources (Uses) (from line 2-28)	\$ -	\$ -	.
3-27		\$ -	\$ -	Capital Outlay (from line 3-14)	\$ -	\$ -	.]
3-28		\$ -	\$ -	Debt Principal (from line 3-15, 3-18)	\$ -	\$ -	.]
3-29	(Add lines 3-23 through 3-28) TOTAL TRANSFERS AND OTHER EXPENDITURES	\$ -	\$ -	(Line 3-27, plus line 3-28, less line 3-26, less line 3-25, plus line 3-24) TOTAL GAAP RECONCILING ITEMS		\$ -	
3-30	Excess (Deficiency) of Revenues and Other Financing Sources Over (Under) Expenditures Line 2-29, less line 3-22, less line 3-29	\$ -	\$ -	Net Increase (Decrease) in Net Position Line 2-29, less line 3-22, plus line 3-29, less line 3-23	\$ -	Φ.	
3-31	Fund Balance, January 1 from December 31 prior year report	\$ -	\$ -	Net Position, January 1 from December 31 prior year report	\$ -	\$ -	
3-32	Prior Period Adjustment (MUST explain)	\$ -	\$ -	Prior Period Adjustment (MUST explain)	\$ -	\$ -	.
	Fund Balance, December 31	Ť	T	Net Position, December 31	T		
	Sum of Lines 3-30, 3-31, and 3-32			Sum of Lines 3-30, 3-31, and 3-32			
	This total should be the same as line 1-37.	\$ -	-	This total should be the same as line 1-37.	-	-	

IF GRAND TOTAL EXPENDITURES for all funds (Line 3-22) are GREATER than \$750,000 - STOP. You may not use this form. An audit may be required. See Section 29-1-604, C.R.S., or contact the OSA Local Government Division at (303) 869-3000 for assistance.

	PART 4 - DEBT OUTS	STANDING,	ISSUED, A	AND RETIRED	
	Please answer the following questions by marking the appropriate boxes.		YES	NO	Please use this space to provide any explanations or comments:
4-1	Does the entity have outstanding debt?			V	
4-2	Is the debt repayment schedule attached? If no, MUST explain:			<u> </u>	
	N/A				
4-3	Is the entity current in its debt service payments? If no, MUST explain:			V	
	N/A		7		
4-4					
	Please complete the following debt schedule, if applicable: (please only include principal Outstanding at		Retired during	Outstanding at year-end	
	amounts) beginning of year	ır* year	year		
	General obligation bonds \$	- \$ -	\$ -	\$ -	
	Revenue bonds \$	- \$ -	Ψ	-	
	Notes/Loans \$	- \$ -	Ψ	+	
	Lease & SBITA** Liabilities (GASB 87 & 96)	- \$ -	Ψ	Ψ	
	Developer Advances \$	- \$ -	Ψ	+	
	Other (specify): TOTAL \$	- \$ - - \$ -	\$ - \$ -	\$ - \$ -	
**Subse	cription Based Information Technology Arrangements *Must agree to prior y	<u>'</u>		<u> -</u>	
Gubot	Please answer the following questions by marking the appropriate boxes.	year-end balance	YES	NO	
4-5	Does the entity have any authorized, but unissued, debt [Section 29-1-605(2) C.R.S.]?		V		
If year	How much? \$ 2,080,000,000	00			
If yes:	Date the debt was authorized: 11/3/20	15			
4-6	Does the entity intend to issue debt within the next calendar year?			eg	
If yes:	How much? \$	-	_		
4-7	Does the entity have debt that has been refinanced that it is still responsible for?	\neg		V	
If yes:	What is the amount outstanding? Does the entity have any lease agreements?	-	П	✓	
4-8	What is being leased?				
ii yes.	What is the original date of the lease?				
	Number of years of lease?				
	Is the lease subject to annual appropriation?			▽	
	What are the annual lease payments? \$	-			
	PART 5 - C	ASH AND IN	IVESTMEI	NTS	
	Please provide the entity's cash deposit and investment balances.		AMOUNT	TOTAL	Please use this space to provide any explanations or comments:
5-1	YEAR-END Total of ALL Checking and Savings accounts		\$ -		
5-2	Certificates of deposit	AL CASH DEPOSITS	\$ <u>-</u>	\$ -	
	Investments (if investment is a mutual fund, please list underlying investments):	AL CASH DEFOSITO		-]	
			Φ 20.444	<u> </u>	
	CSAFE		\$ 28,144		
5-3			\$ -		
			\$ -		
	TC	OTAL INVESTMENTS	5	\$ 28,144	
	TOTAL CASH	AND INVESTMENTS	8	\$ 28,144	
	Please answer the following question by marking in the appropriate box	YES	NO	N/A	
5-4	Are the entity's Investments legal in accordance with Section 24-75-601, et. seq., C.R.S.?	V			
	Are the entity's deposits in an eligible (Public Deposit Protection Act) public depository (Section 11		_		
5-5	10.5-101, et seq. C.R.S.)? If no, MUST explain:			✓	
			7		

	PART	6 - CAPITAL A	AND RIGH	T-TO-USI	E ASSETS	
	Please answer the following question by marking in the appropriate box			YES	NO	Please use this space to provide any explanations or comments:
6-1	Does the entity have capitalized assets?				V	
6-2	Has the entity performed an annual inventory of capital assets in accordance with	Section 29-1-506, C.R	.S.? If no,		V	
	MUST explain:			_	_	
6-3		Balance -				
	Complete the following Capital & Right-To-Use Assets table for GOVERNMENTAL FUNDS:	beginning of the	Additions*	Deletions	Year-End Balance	
		year*		•		4
	Land	\$ - 9		\$ -	-	_
	Buildings Machinery and equipment	\$ - \\$ \$ - \\$		\$ - \$ -	Φ	_
	Furniture and fixtures	\$ - 9		\$ -	φ.	
	Infrastructure	\$ - 9		\$ -	φ.	.
	Construction In Progress (CIP)	\$ - \$	5 -	\$ -	\$ -	.7
	Leased & SBITA Right-to-Use Assets	\$ - \$	-	\$ -	\$ -	$oldsymbol{\cdot}$
	Intangible Assets	\$ - \$		\$ -	<u> </u>	
	Other (explain):	\$ - \$		\$ -	Ψ	
	Accumulated Amortization Right to Use Assets (Enter a negative, or credit, balance)	\$ - \\$ \$ - \\$		\$ -	Ψ	
	Accumulated Depreciation (Enter a negative, or credit, balance)	7		•	 	_
	TOTAL		-	\$ -	-	
2 4	Consider the following Conital & Binkt To Han Access to the Four BRORDIET ABY FUNDO	Balance -	A al al!4! a .a a #	Dalatiana	Vaca Faul Dalamas	
6-4	Complete the following Capital & Right-To-Use Assets table for PROPRIETARY FUNDS:	beginning of the	Additions*	Deletions	Year-End Balance	
	Land	year* \$ - §	· -	\$ -	\$ -	
	Buildings	\$ - 9		\$ -	<u> </u>	
	Machinery and equipment	\$ - 9		\$ -	Φ.	.
	Furniture and fixtures	\$ - \$	-	\$ -	\$ -	.7
	Infrastructure	\$ - \$	-	\$ -	\$ -	<u>. </u>
	Construction In Progress (CIP)	- 9		\$ -	Ψ	<u>· </u>
	Leased & SBITA Right-to-Use Assets	\$ - 9		\$ -	Ψ	
	Intangible Assets	\$ - 9		\$ -	Ψ	_
	Other (explain): Accumulated Amortization Right to Use Assets (Enter a negative, or credit, balance)	\$ - \\$ \$ - \\$		\$ - \$ -	φ	_
	Accumulated Depreciation (Enter a negative, or credit, balance)	\$ - 8		\$ -	<u></u>	
	TOTAL	· ·		\$ -	¢	.†
		* Must agree to prior year-		Ψ	Ι Ψ	
		* Generally capital asset ac	lditions should be rep	orted at capital out	tlay on line 3-14 and capitalized	
		in accordance with the gove	ernment's capitalizati	on policy. Please e	xplain any discrepancy	
		PART 7 - PEN	ISION INE	ORMATIO	ΩN.	
	*		NOICH IINI			
				YES	NO	Please use this space to provide any explanations or comments:
7-1	Does the entity have an "old hire" firefighters' pension plan?					
7-2 yes:	Does the entity have a volunteer firefighters' pension plan?				▽	
ycs.	Who administers the plan?			Ш	<u> </u>	
	Indicate the contributions from:					
	Tax (property, SO, sales, etc.):	9	-			
	State contribution amount:	·	<u> </u>			
	Other (gifts, donations, etc.):					
	Cirie (gires, dollations, etc.).	TOTAL 0	-			
	What is the monthly har sit as it for 00 and a first in the control of the contro	TOTAL	-			
	What is the monthly benefit paid for 20 years of service per retiree as of Jan 1?		-			

		PART 8 - BL	JDGET INF	ORMATIO	N	
	Please answer the following question by marking in the appropriate box		YES	NO	N/A	Please use this space to provide any explanations or comments:
8-1	Did the entity file a current year budget with the Department of Local Affairs, in acc	ordance with	V			
	Section 29-1-113 C.R.S.? If no, MUST explain: Did the entity pass an appropriations resolution in accordance with Section 29-1-10)8 C.R.S.?		_		
8-2	If no, MUST explain:		V			
If yes:	Please indicate the amount appropriated for each fund separately for the year repo	rted				
	Governmental/Proprietary Fund Name	Total Appropriat				
	General Fund	\$	279,775			
		\$ \$	-			
		\$	-			
	PART 9	- TAX PAYE	R'S BILL C	F RIGHTS	(TABOR)	
	Please answer the following question by marking in the appropriate box			YES	NO	Please use this space to provide any explanations or comments:
9-1	Is the entity in compliance with all the provisions of TABOR [State Constitution, Art	,	-	V		
	Note: An election to exempt the government from the spending limitations of TABOR does not exempt the government. All governments should determine if they meet this requirement of TABOR.	vernment from the 3 perce	ent emergency reserve			
	F	PART 10 - GE	ENERAL IN	FORMATION	NC	
	Please answer the following question by marking in the appropriate box			YES	NO	Please use this space to provide any explanations or comments:
10-1	Is this application for a newly formed governmental entity?				V	10-4: Street improvements, parks and recreation, water, storm and
If yes:						sanitary sewer, public transportation, mosquito control, safety
	Date of formation:					protection, fire protection, television relay and translation, and security services.
40.0	Les the entity changed its name in the next or surrent year?				V	10-5: 9th Avenue Metropolitan District No. 1 (the Service District) was
	Has the entity changed its name in the past or current year?			_	_	organized in conjunction with two other metropolitan districts - 9th
If Yes:	NEW name					Avenue Metropolitan District Nos. 2 and 3 (the Financing Districts) (together with the Service District, the Districts). The Service District
	PRIOR name					will act as manager for the Districts to coordinate and manage the
40.0						financing, acquisition, construction, completion, operation, and
	Is the entity a metropolitan district?			V		maintenance of all public improvements within and without the Districts' service area. The Financing Districts were organized to generate
10-4	Please indicate what services the entity provides:					revenue to pay the costs of the Districts' improvements and the costs of
40.5	See Comment to the Right					operations and maintenance of those improvements.
10-5 If yes:	Does the entity have an agreement with another government to provide services?			V		
ii yes.	Elot the hame of the other governmental entity and the convictor provided.					
40.0	See Comment to the Right				_	
	Does the entity have a certified mill levy? Please provide the number of mills levied for the year reported (do not enter \$ amount of the provide the number of mills levied for the year reported (do not enter \$ amount of the provide the number of mills levied for the year reported (do not enter \$ amount of the provide the number of mills levied for the year reported (do not enter \$ amount of the provide the number of mills levied for the year reported (do not enter \$ amount of the provide the number of mills levied for the year reported (do not enter \$ amount of the year reported (do no	unte):		V		
11 yes.	Bond Redemption mills	0.00	0			
	General/Other mills	12.50	00			
	Total mills	12.50		NO	NIZA	
	NEW 2023! If the entity is a Title 32 Special District formed on or after 7/1/2000, has	the entity filed its	YES ☑	NO	N/A	
10-7	preceding year annual report with the State Auditor as required under SB 21-262 [S	_				
	C.R.S.]? If NO, please explain.					
	Please use this space to pr	ovide any additi	onal explanati	ons or comme	ents not previous	ly included:

			OSA USE ONLY	
Entity Wide:	General Fund		Governmental Funds	Notes
Unrestricted Cash & Investments	\$ 28,144 Unrestricted Fund Balar	ո \$	- Total Tax Revenue	\$ 267,975
Current Liabilities	\$ 29,098 Total Fund Balance	\$	- Revenue Paying Debt Service	\$
Deferred Inflow	\$ 307,784 PY Fund Balance	\$	- Total Revenue	\$ 269,090
	Total Revenue	\$	269,090 Total Debt Service Principal	\$ _
	Total Expenditures	\$	269,090 Total Debt Service Interest	\$ _
			Total Assets	\$ 336,882
			Total Liabilities	\$ 29,098
Governmental	Interfund In	\$	-	
Total Cash & Investments	\$ 28,144 Interfund Out	\$	- Enterprise Funds	
Transfers In	\$ - Proprietary		Net Position	\$
Transfers Out	\$ - Current Assets	\$	- PY Net Position	\$
Property Tax	\$ - Deferred Outflow	\$	- Government-Wide	
Debt Service Principal	\$ - Current Liabilities	\$	- Total Outstanding Debt	\$
Total Expenditures	\$ 269,090 Deferred Inflow	\$	- Authorized but Unissued	\$ 2,080,000,000
Total Developer Advances	\$ - Cash & Investments	\$	- Year Authorized	11/3/2015
Total Developer Repayments	\$ - Principal Expense	\$	-	

|--|

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?	Ø	

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

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 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.

Below is the certification and approval of the governing body By signing, each individual member is certifying they are a duly elected or appointed officer of the local government. Governing members may be verified. Also by signing, the individual member certifies that this Application for Exemption from Audit has been prepared consistent with Section 29-1-604, C.R.S., which states that a governmental agency with revenue and expenditures of \$750,000 or less must have an application prepared by an independent accountant with knowledge of governmental accounting; completed to the best of their knowledge and is accurate and true. Use additional pages if needed.

MUST Print t	he names of ALL members of the governing body below.	A MAJORITY of the members of the governing body must sign below.
1	Full Name Frank Cannon	I, Frank Cannon, attest that I am a duly elected or appointed board member, and that I have personally reviewed and approve this application for exemption from audit. Signed And Connon Date: My term Expires: May 2027
	Full Name	I, Jim Alexander, attest that I am a duly elected or appointed board member, and that I have personally reviewed and approve
2	Jim Alexander	this application for exemption from audit. Signed Date: My term Expires: May 2025
	Full Name	I, Asher Werthan, attest that I am a duly elected or appointed board member, and that I have personally reviewed and approve
3	Asher Werthan	this application for exemption from audit. Signed
	Full Name	I, Mark Falcone, attest that I am a duly elected or appointed board member, and that I have personally reviewed and approve
4	Mark Falcone	this application for exemption from audit. Signed Note: 3/14/2024 My term Expires: May 2027
	Full Name	I, Matthew P. Schartz, attest that I am a duly elected or appointed board member, and that I have personally reviewed and
5	Matthew P. Schartz	approve this application for exemption from audit. Signed Date: My term Expires: May 2027
	Full Name	I,, attest that I am a duly elected or appointed board member, and that I have
6		personally reviewed and approve this application for exemption from audit. Signed
	Full Name	I,, attest that I am a duly elected or appointed board member, and that I have
7		personally reviewed and approve this application for exemption from audit. Signed



CliftonLarsonAllen LLP 8390 East Crescent Parkway, Suite 300 Greenwood Village, CO 80111 phone 303-779-5710 fax 303-779-0348 claconnect.com

Accountant's Compilation Report

Board of Directors 9th Avenue Metropolitan District No. 3 City and County of Denver, Colorado

Management is responsible for the accompanying Application for Exemption from Audit of 9_{th} Avenue Metropolitan District No. 3 as of and for the year ended December 31, 2023, 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 9th Avenue Metropolitan District No. 3.

Greenwood Village, Colorado

Clifton Larson allen LL

February 23, 2024

Certificate Of Completion

Envelope Id: 74EE76447A0B472E9005730A62B40B80

Subject: Complete with DocuSign: 9th Ave MD No. 3 - 2023 Audit Exemption.pdf

Client Name: 9th Avenue MD No. 3

Client Number: A194745 Source Envelope:

Document Pages: 10 Signatures: 3 Initials: 0 Certificate Pages: 5

AutoNav: Enabled

Envelopeld Stamping: Enabled

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

Status: Completed

Envelope Originator:

Jacob Theisen

220 S 6th St Ste 300

Minneapolis, MN 55402-1418 Jacob.Theisen@claconnect.com IP Address: 24.9.162.210

Record Tracking

Status: Original

3/6/2024 3:47:14 PM

Holder: Jacob Theisen

Jacob.Theisen@claconnect.com

Location: DocuSign

Signer Events

Asher Werthan

asher.werthan@continuumpartners.com Security Level: Email, Account Authentication

(None)

Signature

DocuSigned by:

Signature Adoption: Drawn on Device Using IP Address: 65.114.243.210

Timestamp

Sent: 3/6/2024 3:54:06 PM Viewed: 3/6/2024 4:22:23 PM Signed: 3/7/2024 3:47:09 PM

Electronic Record and Signature Disclosure:

Accepted: 3/7/2024 3:46:49 PM

ID: b93616f6-f04f-4e33-a58b-f379a8b8bedd

Frank Cannon

frank.cannon@continuumpartners.com

President

Security Level: Email, Account Authentication

(None)

Signature Adoption: Pre-selected Style

Using IP Address: 104.28.48.74

Signed using mobile

Frank Cannon

8D01607E53F042A...

Sent: 3/6/2024 3:54:06 PM Viewed: 3/7/2024 8:21:19 AM Signed: 3/7/2024 8:21:42 AM

Electronic Record and Signature Disclosure:

Accepted: 3/7/2024 8:21:19 AM

ID: 2b08a159-6691-44e3-9226-799ad1838475

MARK FALCONE

mark.falcone@continuumpartners.com

Manager

Security Level: Email, Account Authentication

(None)

Mark Fallone

Signature Adoption: Pre-selected Style

Sent: 3/6/2024 3:54:07 PM

Viewed: 3/14/2024 10:25:26 AM

Signed: 3/14/2024 10:25:36 AM

Using IP Address: 65.114.243.210

Electronic Record and Signature Disclosure:

Accepted: 3/14/2024 10:25:26 AM

ID: c51e984a-db8a-4f1d-b7a7-cf0d82f84092

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	3/6/2024 3:54:08 PM			
Envelope Updated	Security Checked	3/19/2024 10:35:02 AM			
Envelope Updated	Security Checked	3/19/2024 10:35:02 AM			
Certified Delivered	Security Checked	3/14/2024 10:25:26 AM			
Signing Complete	Security Checked	3/14/2024 10:25:36 AM			
Completed	Security Checked	3/19/2024 10:35:03 AM			
Payment Events	Status	Timestamps			
Electronic Record and Signature Disclosure					

ELECTRONIC RECORD AND SIGNATURE DISCLOSURE

From time to time, CliftonLarsonAllen LLP (we, us or Company) may be required by law to provide to you certain written notices or disclosures. Described below are the terms and conditions for providing to you such notices and disclosures electronically through the DocuSign system. Please read the information below carefully and thoroughly, and if you can access this information electronically to your satisfaction and agree to this Electronic Record and Signature Disclosure (ERSD), please confirm your agreement by selecting the check-box next to 'I agree to use electronic records and signatures' before clicking 'CONTINUE' within the DocuSign system.

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At any time, you may request from us a paper copy of any record provided or made available electronically to you by us. You will have the ability to download and print documents we send to you through the DocuSign system during and immediately after the signing session and, if you elect to create a DocuSign account, you may access the documents for a limited period of time (usually 30 days) after such documents are first sent to you. After such time, if you wish for us to send you paper copies of any such documents from our office to you, you will be charged a \$0.00 per-page fee. You may request delivery of such paper copies from us by following the procedure described below.

Withdrawing your consent

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.

EXHIBIT C
MEMORANDUM REGARDING AUTHORIZED / ISSUED / REMAINING DEBT

	Purpose	Principal Amount of Authorized	Principal Amount of Authorization	Principal Amount of Authorization
		Debt	Used	Remaining
	Administration, Operations,			
	Maintenance, and Capital			
	Expenses from ad valorem			
5A	property tax levy	\$5,000,000.00	\$0.00	\$5,000,000.00
	Administration and Operations			
	and Maintenance expenses			
5B	from fees	\$5,000,000.00	\$0.00	\$5,000,000.00
	IGAs that are MFY obligations;			
	payable from unlimited ad			
5C	valorem property tax levy	\$5,000,000.00	\$0.00	\$5,000,000.00
5D	Regional Mill Levy	\$5,000,000.00	\$0.00	\$5,000,000.00
	Authority to Collect/Spend			
5E	Facilities Fees, charges, tap fees	Allowed		
5F	Streets	\$160,000,000.00	\$3,888,017	\$156,111,983.00
5G	Parks and Recreation	\$160,000,000.00	\$2,106,743	\$157,893,257.00
5H	Water	\$160,000,000.00	\$4,186,519	\$155,813,481.00
51	Sanitation	\$160,000,000.00	\$4,188,721	\$155,811,279.00
5J	Transportation	\$160,000,000.00	\$0.00	\$160,000,000.00
5K	Mosquito Control	\$160,000,000.00	\$0.00	\$160,000,000.00
5L	Safety Protection	\$160,000,000.00	\$0.00	\$160,000,000.00
5M	Fire Protection	\$160,000,000.00	\$0.00	\$160,000,000.00
5N	Television Relay and Translation	\$160,000,000.00	\$0.00	\$160,000,000.00
	Security Services and			
50	Improvements	\$160,000,000.00	\$0.00	\$160,000,000.00
	Operating Expenses and			
	Reimbursement of Operating			
5P	Advances to the District	\$160,000,000.00	\$0.00	\$160,000,000.00
5Q	Refunding of Debt	\$160,000,000.00	\$0.00	\$160,000,000.00

Note: IGA = Intergovernmental Agreement; MFY = Multiple Fiscal Year

Date of Last Election: November 3, 2015