



**Clifton
Gunderson LLP**
Certified Public Accountants & Consultants

Accountant's Report

Board of Directors
Roxborough Village Metropolitan District
Douglas County, Colorado

We have compiled the accompanying forecasted budget of revenue, expenditures and fund balance of the Roxborough Village Metropolitan District for the General, Debt Service and Capital Projects Funds for the year ending December 31, 2009 including the forecasted estimate of comparative information for the year ending December 31, 2008 in accordance with attestation standards established by the American Institute of Certified Public Accountants.

A compilation is limited to presenting in the form of a forecast information that is the representation of management and does not include evaluation of the support for the assumptions underlying the forecast. We have not examined the forecast and, accordingly, do not express an opinion or any other form of assurance on the accompanying budget of revenue, expenditures and fund balance or assumptions. Furthermore, there will usually be differences between the forecasted and actual results, because events and circumstances frequently do not occur as expected and those differences may be material. We have no responsibility to update this report for events or circumstances occurring after the date of this report.

The actual historical information for the year 2007 is presented for comparative purposes only. Such information is taken from the audit report of the District for the year ended December 31, 2007 as prepared by L. Paul Goedecke P.C., dated July 8, 2008, in which an unqualified opinion was expressed.

Management has elected to omit the summary of significant accounting policies required by the guidelines for presentation of a forecast established by the American Institute of Certified Public Accountants. If the omitted disclosures were included in the forecast, they might influence the user's conclusions about the District's results of operations for the forecasted periods. Accordingly, this forecast is not designed for those who are not informed about such matters.

We are not independent with respect to Roxborough Village Metropolitan District.

Clifton Gunderson LLP
Greenwood Village, Colorado
December 4, 2008

ROXBOROUGH VILLAGE METROPOLITAN DISTRICT
SUMMARY
FORECASTED 2009 BUDGET AS ADOPTED
WITH 2007 ACTUAL AND 2008 ESTIMATED
For the Years Ended and Ending December 31,

12/4/2008

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	ACTUAL 2007	ESTIMATED 2008	ADOPTED 2009
BEGINNING FUND BALANCES	\$ 1,748,433	\$ 2,481,026	\$ 3,329,475
REVENUE			
Property taxes	3,123,514	3,276,772	3,373,500
Property taxes - HB1006	38,458	20,077	-
Specific ownership tax	312,548	285,000	286,748
Investment income	175,405	90,000	87,500
Lottery proceeds	31,877	31,500	33,000
Reimbursed expenditure	80,930	225,000	-
Miscellaneous income	2,770	1,700	1,700
Total revenue	<u>3,765,502</u>	<u>3,930,049</u>	<u>3,782,448</u>
TRANSFERS IN	500,000	500,000	400,000
Total funds available	<u>6,013,935</u>	<u>6,911,075</u>	<u>7,511,923</u>
EXPENDITURES			
General			
Accounting	25,693	35,000	35,000
Audit	4,500	4,500	4,700
Algae control	2,984	5,000	5,000
Director fees	5,225	7,000	7,200
District management	78,205	84,500	84,000
Election costs	-	471	-
Engineering	19,136	30,000	43,000
Grant administration	276	-	-
Insurance	4,990	5,214	6,500
Landscape contract	120,296	150,000	212,750
Landscape irrigation maintenance	45,055	40,000	35,000
Landscape maintenance and supplies	17,035	25,000	20,000
Landscape weed contract	12,000	16,000	21,000
Tree maintenance	-	10,000	10,000
Legal	46,191	82,000	55,000
Miscellaneous	9,858	4,000	4,000
Mosquito control	16,000	16,000	20,000
Communications	4,040	360	5,000
Repairs and maintenance	26,742	17,000	30,000
SDA - dues	697	718	800
Seasonal lights	-	870	7,000
Snow removal	34,507	25,000	30,000
Treasurer's fees	46,993	49,152	50,603
Treasurer's fees - HB1006	4,526	1,517	-
Trustee fees	2,532	3,000	3,000
Utilities	13,531	15,000	18,000
Non-potable water use	31,357	65,000	50,000
Contingency	-	39,732	266,944
Debt Service			
Bond principal	725,000	785,000	805,000
Bond interest	1,447,403	1,402,057	1,352,503
Capital outlay	288,137	162,509	480,500
Total expenditures	<u>3,032,909</u>	<u>3,081,600</u>	<u>3,662,500</u>
TRANSFERS OUT	500,000	500,000	400,000
Total expenditures and transfers out requiring appropriation	<u>3,532,909</u>	<u>3,581,600</u>	<u>4,062,500</u>
ENDING FUND BALANCES	<u>\$ 2,481,026</u>	<u>\$ 3,329,475</u>	<u>\$ 3,449,423</u>
EMERGENCY RESERVE	<u>\$ 32,900</u>	<u>\$ 31,500</u>	<u>\$ 31,600</u>
CAPITAL RESERVE	<u>\$ 329,150</u>	<u>\$ 374,593</u>	<u>\$ 472,580</u>

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

ROXBOROUGH VILLAGE METROPOLITAN DISTRICT
PROPERTY TAX SUMMARY INFORMATION
For the Years Ended and Ending December 31,

12/4/2008

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	ACTUAL 2007	ESTIMATED 2008	ADOPTED 2009
Douglas County			
ASSESSED VALUATION			
Residential	\$ 45,753,590	\$ 49,674,290	\$ 50,945,400
Commercial	3,103,800	3,858,940	4,026,020
Vacant land	2,592,290	3,118,710	2,714,080
Personal property	1,196,310	1,121,250	1,410,920
Total	52,645,990	57,773,190	59,096,420
Adjustments - New Growth	(639,680)	(351,680)	-
Certified Assessed Value	\$ 52,006,310	\$ 57,421,510	\$ 59,096,420
MILL LEVY			
General	12.087	12.087	12.087
Debt Service	48.000	45.000	45.000
Temporary Mill Levy Reduction (pursuant to C.R.S.39-5-121)	-	-	-
Refund and abatements	-	-	-
Total mill levy	60.087	57.087	57.087
PROPERTY TAXES			
General	\$ 628,600	\$ 694,054	\$ 714,298
Debt Service	2,496,303	2,583,968	2,659,339
Temporary Mill Levy Reduction	-	-	-
Refund and abatements	-	-	-
Levied property taxes	3,124,903	3,278,022	3,373,637
Adjustments to actual/rounding	(1,164)	-	(137)
Adjustments for refunds and abatements	(225)	(1,250)	-
Budgeted property taxes	\$ 3,123,514	\$ 3,276,772	\$ 3,373,500
PROPERTY TAXES - HB1006			
General	\$ -	\$ -	\$ -
Capital Projects	38,436	20,076	-
Adjustments to actual/rounding	22	1	-
Budgeted property taxes - HB1006	\$ 38,458	\$ 20,077	\$ -
BUDGETED PROPERTY TAXES			
General	\$ 628,321	\$ 693,789	\$ 714,200
Debt Service	2,495,193	2,582,983	2,659,300
Capital Projects	38,458	20,077	-
Total	\$ 3,161,972	\$ 3,296,849	\$ 3,373,500

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

ROXBOROUGH VILLAGE METROPOLITAN DISTRICT
GENERAL FUND
FORECASTED 2009 BUDGET AS ADOPTED
WITH 2007 ACTUAL AND 2008 ESTIMATED
For the Years Ended and Ending December 31,

12/4/2008
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	ACTUAL 2007	ESTIMATED 2008	ADOPTED 2009
BEGINNING FUND BALANCE	\$ 134,121	\$ 174,020	\$ 113,309
REVENUE			
Property taxes	628,321	693,789	714,200
Specific ownership tax	312,548	285,000	286,748
Investment income	113,159	70,000	50,000
Miscellaneous income	2,670	1,500	1,500
Total revenue	<u>1,056,698</u>	<u>1,050,289</u>	<u>1,052,448</u>
TRANSFERS IN			
Capital Projects Fund	-	-	-
Debt Service Fund	-	-	-
Total transfers in	<u>-</u>	<u>-</u>	<u>-</u>
Total funds available	<u>1,190,819</u>	<u>1,224,309</u>	<u>1,165,757</u>
EXPENDITURES			
Accounting	25,693	32,000	32,000
Audit	4,500	4,500	4,700
Algae control	2,984	5,000	5,000
Director fees	5,225	7,000	7,200
District management - general	68,209	72,500	69,000
Election costs	-	471	-
Engineering	19,136	20,000	28,000
Insurance	4,990	5,214	6,500
Landscape contract	120,296	150,000	212,750
Landscape irrigation maintenance	45,055	40,000	35,000
Landscape maintenance and supplies	17,035	25,000	20,000
Landscape weed control	12,000	16,000	21,000
Tree maintenance	-	10,000	10,000
Legal	45,491	52,000	50,000
Miscellaneous	9,858	4,000	4,000
Mosquito control	16,000	16,000	20,000
Communications	4,040	360	5,000
Repairs and maintenance	26,742	17,000	30,000
SDA - dues	697	718	800
Seasonal lights	-	870	7,000
Snow removal	34,507	25,000	30,000
Treasurer's fees	9,453	10,407	10,713
Utilities	13,531	15,000	18,000
Non-potable water use	31,357	65,000	50,000
Contingency/reserve	-	16,960	15,337
Total expenditures	<u>516,799</u>	<u>611,000</u>	<u>692,000</u>
TRANSFERS OUT			
Capital Projects Fund	500,000	500,000	400,000
Debt Service Fund	-	-	-
Total transfers out	<u>500,000</u>	<u>500,000</u>	<u>400,000</u>
Total expenditures and transfers out requiring appropriation	<u>1,016,799</u>	<u>1,111,000</u>	<u>1,092,000</u>
ENDING FUND BALANCE	<u>\$ 174,020</u>	<u>\$ 113,309</u>	<u>\$ 73,757</u>
EMERGENCY RESERVE	<u>\$ 32,900</u>	<u>\$ 31,500</u>	<u>\$ 31,600</u>

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

ROXBOROUGH VILLAGE METROPOLITAN DISTRICT
DEBT SERVICE FUND
FORECASTED 2009 BUDGET AS ADOPTED
WITH 2007 ACTUAL AND 2008 ESTIMATED
For the Years Ended and Ending December 31,

12/4/2008

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	ACTUAL 2007	ESTIMATED 2008	ADOPTED 2009
BEGINNING FUND BALANCE	\$ 570,023	\$ 914,987	\$ 1,287,370
REVENUE			
Property taxes	2,495,193	2,582,983	2,659,300
Investment income	62,246	20,000	37,500
Total revenue	2,557,439	2,602,983	2,696,800
TRANSFERS IN			
Capital Projects Fund	-	-	-
General Fund	-	-	-
Total transfers in	-	-	-
Total funds available	3,127,462	3,517,970	3,984,170
EXPENDITURES			
Treasurer's fees	37,540	38,745	39,890
Trustee fees	2,532	3,000	3,000
Bond principal	330,000	385,000	435,000
Bond principal - Series 2004	395,000	400,000	370,000
Bond interest	1,060,289	1,027,781	991,227
Bond interest - Series 2004	387,114	374,276	361,276
Contingency	-	1,798	1,607
Total expenditures	2,212,475	2,230,600	2,202,000
TRANSFERS OUT			
Capital Projects Fund	-	-	-
General Fund	-	-	-
Total transfers out	-	-	-
Total expenditures and transfers out requiring appropriation	2,212,475	2,230,600	2,202,000
ENDING FUND BALANCE	\$ 914,987	\$ 1,287,370	\$ 1,782,170

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

ROXBOROUGH VILLAGE METROPOLITAN DISTRICT
CAPITAL PROJECTS FUND
FORECASTED 2009 BUDGET AS ADOPTED
WITH 2007 ACTUAL AND 2008 ESTIMATED
For the Years Ended and Ending December 31,

12/4/2008

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	ACTUAL 2007	ESTIMATED 2008	ADOPTED 2009
BEGINNING FUND BALANCE	\$ 1,044,289	\$ 1,392,019	\$ 1,928,796
REVENUE			
Property taxes - HB1006	38,458	20,077	-
Lottery proceeds	31,877	31,500	33,000
Reimbursed expenditure	80,930	225,000	-
Miscellaneous	100	200	200
Total revenue	<u>151,365</u>	<u>276,777</u>	<u>33,200</u>
TRANSFERS IN			
Debt Service Fund	-	-	-
General Fund	500,000	500,000	400,000
Total transfers in	<u>500,000</u>	<u>500,000</u>	<u>400,000</u>
Total funds available	<u>1,695,654</u>	<u>2,168,796</u>	<u>2,361,996</u>
EXPENDITURES			
Accounting	-	3,000	3,000
District management	9,996	12,000	15,000
Legal	700	30,000	5,000
Treasurer's fees - HB1006	4,526	1,517	-
Engineering - general	-	10,000	15,000
Reseeding open space in Chatfield	5,000	6,840	9,000
Chatfield park improvements	138,234	4,500	-
Chatfield playground improvements	85,043	1,429	-
Chatfield Farms - tree replacement	6,004	-	10,000
Capital outlay - replace mulch w/rock in 16A	-	22,905	20,000
Skateboard park	-	50,000	175,000
Baseball field improvements	5,197	-	-
Community park - conversion to native	-	-	35,000
Community park restroom	-	-	18,000
Irrigation upgrades/replacement	-	6,000	55,500
Median renovation	22,992	59,700	48,000
Grant administration	276	-	-
Observation deck	-	11,135	-
Park master plan	25,551	-	-
Parking lot improvements	-	-	55,000
Replace trail section #1	-	-	50,000
Signage	116	-	5,000
Contingency	-	20,974	250,000
Total expenditures	<u>303,635</u>	<u>240,000</u>	<u>768,500</u>
TRANSFERS OUT			
Debt Service Fund	-	-	-
General Fund	-	-	-
Total transfers out	<u>-</u>	<u>-</u>	<u>-</u>
Total expenditures and transfers out requiring appropriation	<u>303,635</u>	<u>240,000</u>	<u>768,500</u>
ENDING FUND BALANCE	\$ 1,392,019	\$ 1,928,796	\$ 1,593,496
CAPITAL RESERVES	<u>329,150</u>	<u>374,593</u>	<u>472,580</u>
FUND BALANCE AVAILABLE	<u>\$ 1,062,869</u>	<u>\$ 1,554,203</u>	<u>\$ 1,120,916</u>

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

**ROXBOROUGH VILLAGE METROPOLITAN DISTRICT
 CAPITAL PROJECTS FUND - RESERVES
 FORECASTED 2009 BUDGET AS ADOPTED
 WITH 2007 ACTUAL AND 2008 ESTIMATED
 For the Years Ended and Ending December 31,**

12/4/2008

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ACTUAL 2007	ESTIMATED 2008	ADOPTED 2009
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ENDING FUND BALANCE	\$ 1,392,019	\$ 1,928,796	\$ 1,593,496
RESERVES			
Picnic shelter	9,680	10,648	11,713
Tennis court	6,900	7,593	8,355
Basketball court	3,050	3,380	3,743
Baseball diamond improvements	-	20,000	20,000
Restroom	12,100	13,310	14,641
Tennis court parking lot	2,420	2,662	2,928
Irrigation pump-large pond reserve	25,000	25,000	25,000
Spillway	220,000	242,000	266,200
Trails/bike path	50,000	50,000	50,000
West Village Circle conversion	-	-	70,000
	329,150	374,593	472,580
FUND BALANCE AVAILABLE	\$ 1,062,869	\$ 1,554,203	\$ 1,120,916

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

ROXBOROUGH VILLAGE METROPOLITAN DISTRICT

2009 BUDGET

SUMMARY OF SIGNIFICANT ASSUMPTIONS

Services Provided

The District, a quasi-municipal corporation, was organized July 10, 1985 and is governed pursuant to provisions of the Colorado Special District Act. The District's service area is located entirely within Douglas County, Colorado. The District was established to provide irrigation, street improvements, park and recreational facilities.

On September 3, 1985, the District's voters authorized total indebtedness of \$12,000,000 for the above listed facilities and powers. The authorization provided that the bonds would be subject to a maximum net interest rate of 15% per annum. At a special election on December 30, 1992, the District's voters authorized an additional \$14,000,000. The authorization provided that the bonds would be subject to a minimum mill levy for property taxes which increases from 16.0 mills in 1993 to 39.5 mills in 2005 through 2042 adjusted for changes in the State mandated assessment procedures and the levy must be sufficient to generate a minimum revenue as stated in the ballot question. On November 2, 2004, the District's voters authorized additional indebtedness in an amount not to exceed \$10,500,000 at an interest rate not to exceed 7% per annum. At December 31, 2007 the District had authorized but unissued indebtedness of \$475,000 for the purpose of debt refunding.

The budget is in accordance with the TABOR Amendment limitations, which were modified by the voters in an election held on November 6, 2001. District voters approved authorization for the District to retain and spend District revenues, from any lawful source, in excess of the spending, revenue raising, or other limitations in Article X, Section 20 of the Colorado constitution. Emergency reserves, required under TABOR have been provided.

The District prepares its budget on the modified accrual basis of accounting.

Revenue

Property Taxes

The primary source of revenue is property taxes. The calculation of the taxes levied is displayed on page 3 of the budget at the adopted total mill levy of 57.087.

Specific Ownership Taxes

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 forecast assumes that the District's share will be equal to approximately 8.5% of the property taxes collected by both the General Fund and the Debt Service Fund.

ROXBOROUGH VILLAGE METROPOLITAN DISTRICT

2009 BUDGET

SUMMARY OF SIGNIFICANT ASSUMPTIONS

(continued)

Interest

Interest earned on the District's available funds has been estimated based on an average interest rate of approximately 2.5%.

Expenditures

Administrative and Operating Expenditures

Administrative and operating expenditures include the estimated services necessary to maintain the District's administrative viability such as management, legal, accounting, insurance, banking, meeting expense, repairs and maintenance and other operating expenses. Such expenses have been assumed to be at approximately the same levels as the prior year since no significant changes are anticipated in the level or scope of service.

Debt Service

The debt service expenditures are for principal and interest payments related to the Series 1993A, Series 1993B principal only and Series 1993C bonds and the Series 2004A and 2004B bonds. Through 2004, interest accrued on the Series 1993B interest only bonds was recorded as bond proceeds since the accrued interest was to be transferred to interest certificates in future years. In December 2004, Series 2004A and 2004B refunding bonds were issued and the proceeds were used to refund the Series 1993B interest only bonds and the 1993B interest certificates in their entirety. See attached debt service schedule.

Capital Projects

Anticipated expenditures for capital outlay in 2009 are detailed on page 6 of the Budget.

Debt and Leases

The District's current debt service schedule is attached. The District has no operating or capital leases.

ROXBOROUGH VILLAGE METROPOLITAN DISTRICT

2009 BUDGET

SUMMARY OF SIGNIFICANT ASSUMPTIONS

(continued)

Reserves

Emergency Reserves

The District has provided for an emergency reserve fund equal to at least 3% of fiscal year spending for 2009 as defined under TABOR.

Capital Reserves

The Board has established a capital reserve to allow for future defined capital expenditures. These reserves are detailed on page 7 of the Budget.

This information is an integral part of the accompanying forecasted budget.

**ROXBOROUGH VILLAGE METROPOLITAN DISTRICT
SCHEDULE OF DEBT SERVICE REQUIREMENTS TO MATURITY**

Year	1993 Series A Interest Rate 9.00%		1993 Series B (Note A) Principal Only Bonds Interest Rate 10.41%		1993 Series C (Note C) Interest Rate 9.84%	
	Principal Paid		Principal Paid		Interest (and Principal, if applicable) Paid	
	December 31 June 30 and December 31	Interest Paid	December 31 June 30 and December 31	Interest Paid	June 30 and December 31	Interest
	Principal	Interest	Principal	Interest	Principal	Interest
2009	\$ 275,000	\$ 271,400	\$ 160,000	\$ 577,710	\$ -	\$ 142,117
2010	300,000	246,650	220,000	561,054	-	142,117
2011	350,000	219,650	230,000	538,152	-	142,117
2012	400,000	188,150	240,000	514,209	-	142,117
2013	450,000	152,150	280,000	489,225	1,444,277	82,680
2014	500,000	111,650	300,000	460,077	-	-
2015	500,000	66,650	60,000	428,847	-	-
2016	240,554	21,650	380,000	422,601	-	-
2017	-	-	725,000	383,043	-	-
2018	-	-	800,000	307,570	-	-
2019	-	-	825,000	224,290	-	-
2020	-	-	900,000	138,407	-	-
2021	-	-	429,560	44,717	-	-
	<u>\$ 3,015,554</u>	<u>\$ 1,277,950</u>	<u>\$ 5,549,560</u>	<u>\$ 5,089,902</u>	<u>\$ 1,444,277</u>	<u>\$ 651,148</u>

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**ROXBOROUGH VILLAGE METROPOLITAN DISTRICT
SCHEDULE OF DEBT SERVICE REQUIREMENTS TO MATURITY**

**2004A Series
General Obligation Refunding
Interest Rate 3.25%-4.25%
Interest Paid**

June 1 and December 1		Total		
Principal	Interest	Principal	Interest	Total
\$ 370,000	\$ 361,276	\$ 805,000	\$ 1,352,503	\$ 2,157,503
350,000	346,476	870,000	1,296,297	2,166,297
360,000	334,052	940,000	1,233,971	2,173,971
375,000	319,652	1,015,000	1,164,128	2,179,128
-	304,651	2,174,277	1,028,706	3,202,983
500,000	304,651	1,300,000	876,378	2,176,378
825,000	283,402	1,385,000	778,899	2,163,899
845,000	252,464	1,465,554	696,715	2,162,269
835,000	219,720	1,560,000	602,763	2,162,763
860,000	186,320	1,660,000	493,890	2,153,890
965,000	149,770	1,790,000	374,060	2,164,060
1,015,000	110,205	1,915,000	248,612	2,163,612
1,590,000	67,575	2,019,560	112,292	2,131,852
<u>\$ 8,890,000</u>	<u>\$ 3,240,214</u>	<u>\$ 18,899,391</u>	<u>\$ 10,259,214</u>	<u>\$ 29,158,605</u>

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