



**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, 2010 including the forecasted estimate of comparative information for the year ending December 31, 2009 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 2008 is presented for comparative purposes only. Such information is taken from the audit report of the District for the year ended December 31, 2008 as prepared by L. Paul Goedecke P.C., dated March 17, 2009, 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
November 20, 2009

ROXBOROUGH VILLAGE METROPOLITAN DISTRICT
SUMMARY
FORECASTED 2010 BUDGET AS ADOPTED
WITH 2008 ACTUAL AND 2009 ESTIMATED
For the Years Ended and Ending December 31,

11/20/2009

Page 2

	ACTUAL 2008	ESTIMATED 2009	ADOPTED 2010
BEGINNING FUND BALANCES	\$ 2,481,026	\$ 3,421,642	\$ 3,319,470
REVENUE			
Property taxes	3,273,147	3,367,378	3,337,500
Property taxes - HB1006	20,077	-	-
Specific ownership tax	279,960	256,725	233,625
Investment income	96,717	30,300	19,500
Lottery proceeds	32,975	31,000	33,000
GOCO Grant	-	-	200,000
Reimbursed expenditure	225,000	-	-
Miscellaneous income	3,407	4,425	2,300
Total revenue	<u>3,931,283</u>	<u>3,689,828</u>	<u>3,825,925</u>
TRANSFERS IN	500,000	300,000	225,000
Total funds available	<u>6,912,309</u>	<u>7,411,470</u>	<u>7,370,395</u>
EXPENDITURES			
General			
Accounting	27,112	32,000	35,000
Audit	4,500	4,500	4,500
Algae control	3,375	5,000	5,000
Director fees	7,000	6,200	7,200
District management	91,393	87,000	84,000
Election costs	471	-	12,000
Engineering	20,217	25,000	40,000
Insurance	5,214	5,670	6,500
Landscape contract	148,428	200,000	212,000
Landscape irrigation maintenance	38,342	50,000	45,000
Landscape maintenance and supplies	21,015	21,000	20,000
Landscape weed contract	14,870	18,000	21,000
Tree maintenance	3,545	9,715	10,000
Legal	81,242	68,000	58,000
Miscellaneous	3,196	1,500	4,000
Mosquito control	16,000	20,000	22,000
Communications	1,306	1,000	4,000
Portable restroom at Skate Park	-	400	1,700
Repairs and maintenance	20,677	33,000	32,000
SDA - dues	718	754	900
Seasonal lights	6,020	7,000	8,000
Snow removal	20,992	30,000	30,000
Treasurer's fees	49,209	50,511	50,065
Treasurer's fees - HB1006	1,516	-	-
Trustee fees	1,350	750	1,500
Utilities	14,869	16,000	18,000
Non-potable water use	70,964	48,000	55,000
Contingency	-	76,907	285,338
Debt Service			
Bond principal	785,000	805,000	870,000
Bond interest	1,403,033	1,352,503	1,296,297
Capital outlay	129,093	816,590	371,000
Total expenditures	<u>2,990,667</u>	<u>3,792,000</u>	<u>3,610,000</u>
TRANSFERS OUT	500,000	300,000	225,000
Total expenditures and transfers out requiring appropriation	<u>3,490,667</u>	<u>4,092,000</u>	<u>3,835,000</u>
ENDING FUND BALANCES	<u>\$ 3,421,642</u>	<u>\$ 3,319,470</u>	<u>\$ 3,535,395</u>
EMERGENCY RESERVE	<u>\$ 32,000</u>	<u>\$ 29,600</u>	<u>\$ 28,500</u>
CAPITAL RESERVE	<u>\$ 374,593</u>	<u>\$ 435,867</u>	<u>\$ 468,425</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,

11/20/2009

Page 3

	ACTUAL 2008	ESTIMATED 2009	ADOPTED 2010
Douglas County			
ASSESSED VALUATION			
Residential	\$ 49,674,290	\$ 50,945,400	\$ 50,006,970
Commercial	3,858,940	4,026,020	4,205,870
Vacant land	3,118,710	2,714,080	2,538,010
Personal property	1,121,250	1,410,920	1,714,290
Total	<u>57,773,190</u>	<u>59,096,420</u>	<u>58,465,140</u>
Adjustments - New Growth	(351,680)	-	-
Certified Assessed Value	<u>\$ 57,421,510</u>	<u>\$ 59,096,420</u>	<u>\$ 58,465,140</u>
MILL LEVY			
General	12.087	12.087	12.087
Debt Service	45.000	45.000	45.000
Temporary Mill Levy Reduction (pursuant to C.R.S.39-5-121)	-	-	-
Refund and abatements	-	-	-
Total mill levy	<u>57.087</u>	<u>57.087</u>	<u>57.087</u>
PROPERTY TAXES			
General	\$ 694,054	\$ 714,298	\$ 706,668
Debt Service	2,583,968	2,659,339	2,630,931
Temporary Mill Levy Reduction	-	-	-
Refund and abatements	-	-	-
Levied property taxes	<u>3,278,022</u>	<u>3,373,637</u>	<u>3,337,599</u>
Adjustments to actual/rounding	(2,973)	-	(99)
Adjustments for refunds and abatements	(1,902)	(6,259)	-
Budgeted property taxes	<u>\$ 3,273,147</u>	<u>\$ 3,367,378</u>	<u>\$ 3,337,500</u>
PROPERTY TAXES - HB1006			
General	\$ -	\$ -	\$ -
Capital Projects	20,076	-	-
Adjustments to actual/rounding	1	-	-
Budgeted property taxes - HB1006	<u>\$ 20,077</u>	<u>\$ -</u>	<u>\$ -</u>
BUDGETED PROPERTY TAXES			
General	\$ 693,022	\$ 712,973	\$ 706,600
Debt Service	2,580,125	2,654,405	2,630,900
Capital Projects	20,077	-	-
Budgeted Property Taxes	<u>\$ 3,293,224</u>	<u>\$ 3,367,378</u>	<u>\$ 3,337,500</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
GENERAL FUND
FORECASTED 2010 BUDGET AS ADOPTED
WITH 2008 ACTUAL AND 2009 ESTIMATED
For the Years Ended and Ending December 31,**

11/20/2009

Page 4

	ACTUAL 2008	ESTIMATED 2009	ADOPTED 2010
BEGINNING FUND BALANCE	\$ 174,020	\$ 126,483	\$ 123,306
REVENUE			
Property taxes	693,022	712,973	706,600
Specific ownership tax	279,960	256,725	233,625
Investment income	70,705	13,000	7,500
Miscellaneous income	1,025	4,125	2,000
Total revenue	1,044,712	986,823	949,725
TRANSFERS IN			
Capital Projects Fund	-	-	-
Debt Service Fund	-	-	-
Total transfers in	-	-	-
Total funds available	1,218,732	1,113,306	1,073,031
EXPENDITURES			
Accounting	27,112	30,000	32,000
Audit	4,500	4,500	4,500
Algae control	3,375	5,000	5,000
Director fees	7,000	6,200	7,200
District management - general	79,220	72,000	70,000
Election costs	471	-	12,000
Engineering	20,217	21,000	25,000
Insurance	5,214	5,670	6,500
Landscape contract	148,428	200,000	212,000
Landscape irrigation maintenance	38,342	50,000	45,000
Landscape maintenance and supplies	21,015	21,000	20,000
Landscape weed control	14,870	18,000	21,000
Tree maintenance	3,545	9,715	10,000
Legal	53,779	55,000	50,000
Miscellaneous	3,196	1,500	4,000
Mosquito control	16,000	20,000	22,000
Communications	1,306	1,000	4,000
Portable restroom at Skate Park	-	400	1,700
Repairs and maintenance	20,677	33,000	32,000
SDA - dues	718	754	900
Seasonal lights	6,020	7,000	8,000
Snow removal	20,992	30,000	30,000
Treasurer's fees	10,419	10,695	10,600
Utilities	14,869	16,000	18,000
Non-potable water use	70,964	48,000	55,000
Contingency/reserve	-	23,566	28,600
Total expenditures	592,249	690,000	735,000
TRANSFERS OUT			
Capital Projects Fund	500,000	300,000	225,000
Debt Service Fund	-	-	-
Total transfers out	500,000	300,000	225,000
Total expenditures and transfers out requiring appropriation	1,092,249	990,000	960,000
ENDING FUND BALANCE	\$ 126,483	\$ 123,306	\$ 113,031
EMERGENCY RESERVE	\$ 32,000	\$ 29,600	\$ 28,500

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

ROXBOROUGH VILLAGE METROPOLITAN DISTRICT
DEBT SERVICE FUND
FORECASTED 2010 BUDGET AS ADOPTED
WITH 2008 ACTUAL AND 2009 ESTIMATED
For the Years Ended and Ending December 31,

11/20/2009

Page 5

	ACTUAL 2008	ESTIMATED 2009	ADOPTED 2010
BEGINNING FUND BALANCE	\$ 914,987	\$ 1,295,333	\$ 1,754,238
REVENUE			
Property taxes	2,580,125	2,654,405	2,630,900
Investment income	26,012	6,500	5,000
Miscellaneous income	2,382	-	-
Total revenue	2,608,519	2,660,905	2,635,900
TRANSFERS IN			
Capital Projects Fund	-	-	-
General Fund	-	-	-
Total transfers in	-	-	-
Total funds available	3,523,506	3,956,238	4,390,138
EXPENDITURES			
Treasurer's fees	38,790	39,816	39,465
Trustee fees	1,350	750	1,500
Bond principal	385,000	435,000	520,000
Bond principal - Series 2004	400,000	370,000	350,000
Bond interest	1,028,757	991,227	949,821
Bond interest - Series 2004	374,276	361,276	346,476
Contingency	-	3,931	2,738
Total expenditures	2,228,173	2,202,000	2,210,000
TRANSFERS OUT			
Capital Projects Fund	-	-	-
General Fund	-	-	-
Total transfers out	-	-	-
Total expenditures and transfers out requiring appropriation	2,228,173	2,202,000	2,210,000
ENDING FUND BALANCE	\$ 1,295,333	\$ 1,754,238	\$ 2,180,138

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 2010 BUDGET AS ADOPTED
WITH 2008 ACTUAL AND 2009 ESTIMATED
For the Years Ended and Ending December 31,

11/20/2009

Page 6

	ACTUAL 2008	ESTIMATED 2009	ADOPTED 2010
BEGINNING FUND BALANCE	\$ 1,392,019	\$ 1,999,826	\$ 1,441,926
REVENUE			
Property taxes - HB1006	20,077	-	-
Lottery proceeds	32,975	31,000	33,000
Investment income	-	10,800	7,000
GOCO Grant	-	-	200,000
Reimbursed expenditure	225,000	-	-
Miscellaneous	-	300	300
Total revenue	<u>278,052</u>	<u>42,100</u>	<u>240,300</u>
TRANSFERS IN			
Debt Service Fund	-	-	-
General Fund	500,000	300,000	225,000
Total transfers in	<u>500,000</u>	<u>300,000</u>	<u>225,000</u>
Total funds available	<u>2,170,071</u>	<u>2,341,926</u>	<u>1,907,226</u>
EXPENDITURES			
Accounting	-	2,000	3,000
District management	12,173	15,000	14,000
Legal	27,463	13,000	8,000
Treasurer's fees - HB1006	1,516	-	-
Engineering - general	-	4,000	15,000
Capital outlay - replace mulch w/rock in 16A	22,905	21,913	-
Reseeding open space in Chatfield	6,840	9,800	-
Chatfield park improvements	4,262	7,576	-
Chatfield playground improvements	1,429	-	-
Chatfield Farms - tree replacement	-	9,681	10,000
Skateboard Park	18,080	700,000	-
Community Park - conversion to native	-	10,000	25,000
Community Park - design bid documents	-	-	25,000
Community Park restroom	-	-	-
Imperial Park playground improvements	-	-	50,000
Irrigation upgrades/replacement	4,742	-	55,000
Irrigation pump - large pond reserve	-	-	35,000
Median renovation	59,700	51,764	-
Observation deck	11,135	-	-
Parking lot improvements	-	-	65,000
Replace trail section #1	-	-	50,000
Signage	-	5,856	6,000
Trail/shoulder project	-	-	50,000
Contingency	-	49,410	254,000
Total expenditures	<u>170,245</u>	<u>900,000</u>	<u>665,000</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>170,245</u>	<u>900,000</u>	<u>665,000</u>
ENDING FUND BALANCE	<u>\$ 1,999,826</u>	<u>\$ 1,441,926</u>	<u>\$ 1,242,226</u>
CAPITAL RESERVES	<u>374,593</u>	<u>435,867</u>	<u>468,425</u>
FUND BALANCE AVAILABLE	<u>\$ 1,625,233</u>	<u>\$ 1,006,059</u>	<u>\$ 773,801</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 2010 BUDGET AS ADOPTED
WITH 2008 ACTUAL AND 2009 ESTIMATED
For the Years Ended and Ending December 31,

11/20/2009
Page 7

ACTUAL 2008	ESTIMATED 2009	ADOPTED 2010
----------------	-------------------	-----------------

ENDING FUND BALANCE	\$ 1,999,826	\$ 1,441,926	\$ 1,242,226
---------------------	--------------	--------------	--------------

RESERVES

Picnic shelter	10,648	-	-
Tennis court	7,593	8,355	10,000
Basketball court	3,380	3,743	4,500
Baseball diamond improvements	20,000	20,000	20,000
Restroom	13,310	14,641	16,105
Tennis court parking lot	2,662	2,928	5,000
Irrigation pump-large pond reserve	25,000	-	-
Spillway	242,000	266,200	292,820
Trails/bike path	50,000	50,000	50,000
West Village Circle conversion	-	70,000	70,000
	374,593	435,867	468,425

FUND BALANCE AVAILABLE	\$ 1,625,233	\$ 1,006,059	\$ 773,801
------------------------	--------------	--------------	------------

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

ROXBOROUGH VILLAGE METROPOLITAN DISTRICT

2010 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, 2008 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 7% of the property taxes collected by both the General Fund and the Debt Service Fund.

ROXBOROUGH VILLAGE METROPOLITAN DISTRICT

2010 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 0.5%.

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 2010 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

2010 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 2010 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% Principal Paid December 31 Interest Paid June 30 and December 31		1993 Series B (Note A) Principal Only Bonds Interest Rate 10.41% Principal Paid December 31 Interest Paid June 30 and December 31		1993 Series C (Note C) Interest Rate 9.84% Interest (and Principal, if applicable) Paid June 30 and December 31	
	Principal	Interest	Principal	Interest	Principal	Interest
	2010	\$ 300,000	\$ 246,650	\$ 220,000	\$ 561,054	-
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>\$ 2,740,554</u>	<u>\$ 1,006,550</u>	<u>\$ 5,389,560</u>	<u>\$ 4,512,192</u>	<u>\$ 1,444,277</u>	<u>\$ 509,031</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
SCHEDULE OF DEBT SERVICE REQUIREMENTS TO MATURITY**

2004A Series General Obligation Refunding Interest Rate 3.25%-4.25%					
Interest Paid					
Year	June 1 and December 1		Total		
	Principal	Interest	Principal	Interest	Total
2010	\$ 350,000	\$ 346,476	\$ 870,000	\$ 1,296,297	\$ 2,166,297
2011	360,000	334,052	940,000	1,233,971	2,173,971
2012	375,000	319,652	1,015,000	1,164,128	2,179,128
2013	-	304,651	2,174,277	1,028,706	3,202,983
2014	500,000	304,651	1,300,000	876,378	2,176,378
2015	825,000	283,402	1,385,000	778,899	2,163,899
2016	845,000	252,464	1,465,554	696,715	2,162,269
2017	835,000	219,720	1,560,000	602,763	2,162,763
2018	860,000	186,320	1,660,000	493,890	2,153,890
2019	965,000	149,770	1,790,000	374,060	2,164,060
2020	1,015,000	110,205	1,915,000	248,612	2,163,612
2021	1,590,000	67,575	2,019,560	112,292	2,131,852
	<u>\$ 8,520,000</u>	<u>\$ 2,878,938</u>	<u>\$ 18,094,391</u>	<u>\$ 8,906,711</u>	<u>\$ 27,001,102</u>

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