

STATE OF COLORADO  
COUNTY OF ADAMS  
VELOCITY METROPOLITAN DISTRICT NO. 3  
2023 BUDGET RESOLUTION

The Board of Directors (the “Board”) of Velocity Metropolitan District No. 3, Adams County, Colorado, held a special meeting on Thursday, the 8th day of December, 2022 at 5:00 p.m. via Zoom.

The following members of the Board of Directors were present:

Seth C. Rollert, President  
Melissa M. Shea, Secretary  
Yuriy Gorlov, Assistant Secretary

The following member of the Board of Directors were absent/excused:

Mark A. Adams, Treasurer  
Kristen Adams, Assistant Secretary

Also present: Alan D. Pogue, Esq., Icenogle Seaver Pogue, P.C.; Bill Wichterman, Diane Wheeler, Simmons & Wheeler, P.C.

The President reported that, prior to the meeting, notification was provided to each of the Directors of the date, time, and place of the meeting and the purpose for which it was called. It was further reported that the meeting is a special meeting of the Board and that a Notice of Special Meeting was posted to the website at [www.velocitymetrodistrict.com](http://www.velocitymetrodistrict.com) and in one place within the boundaries of the District, and to the best of his knowledge remained posted to the date of this meeting.

At the Board’s special meeting held on December 8, 2022, the President stated that proper publication was made to allow the Board to conduct a public hearing on the District’s 2023 budget. The President opened the public hearing on the District’s proposed 2023 budget for public comment, if any, and then the public hearing was closed. Upon discussion of the District’s proposed 2023 budget by members of the Board, Director Shea moved that the Board adopt the following Resolution:

**RESOLUTION**

A RESOLUTION SUMMARIZING EXPENDITURES AND REVENUES FOR EACH FUND AND ADOPTING A BUDGET, APPROPRIATING SUMS OF MONEY TO EACH FUND IN THE AMOUNTS AND FOR THE PURPOSES SET FORTH HEREIN, AND LEVYING GENERAL PROPERTY TAXES FOR THE YEAR 2023 TO HELP DEFRAY THE COSTS OF GOVERNMENT, FOR VELOCITY METROPLITAN DISTRICT NO. 3, ADAMS COUNTY, COLORADO, FOR THE CALENDAR YEAR BEGINNING ON THE 1ST DAY OF JANUARY, 2023, AND ENDING ON THE LAST DAY OF DECEMBER, 2023.

WHEREAS, the Board of Directors (the “Board”) of Velocity Metropolitan District No. 3 (the “District”) has authorized its staff to prepare and submit a proposed budget to said governing body at the proper time; and

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

WHEREAS, due and proper notice was published on Thursday, November 24, 2022 in *The Commerce City Sentinel Express*, indicating (i) the date and time of the hearing at which the adoption of the proposed budget will be considered; (ii) that the proposed budget is available for inspection by the public at a designated place; and (iii) that any interested elector of the District may file any objections to the proposed budget at any time prior to the final adoption of the budget by the District; and

WHEREAS, a public hearing on the proposed budget was opened on Thursday, December 8, 2022, at which time any objections of the electors of the District were considered; and

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

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

NOW, THEREFORE, BE IT RESOLVED BY THE BOARD OF DIRECTORS OF VELOCITY METROPOLITAN DISTRICT NO. 3 OF ADAMS COUNTY, COLORADO:

Section 1. Summary of 2023 Revenues and 2023 Expenditures. That the estimated revenues and expenditures for each fund for fiscal year 2023, as more specifically set forth in the budget attached hereto, are accepted and approved.

Section 2. Adoption of Budget. That the budget attached hereto as Exhibit A and incorporated herein by this reference is approved and adopted as the budget of Velocity Metropolitan District No. 3 for fiscal year 2023. In the event of recertification of values by the County Assessor's Office after the date of adoption hereof, staff is hereby directed to modify and/or adjust the budget and certification to reflect the recertification without the need for additional Board authorization.

Section 3. Appropriations. That the amounts set forth as expenditures and balances remaining, as specifically allocated in the budget attached hereto, are hereby appropriated from the revenue of each fund, to each fund, for the purposes stated and no other.

Section 4. Budget Certification. That the budget shall be certified by District Counsel, Alan D. Pogue, and made a part of the public records of the District, and a certified copy of the approved and adopted budget shall be filed with the Colorado Department of Local Affairs Division of Local Government.

Section 5. 2023 Levy of Debt Retirement Expenses. That the attached budget indicates that the amount of money from general property taxes necessary to balance the budget for the purposes of meeting all debt service expenses of the District is \$740,762, and that the 2022 valuation for assessment for property located within the District's boundaries in Adams County, as certified by the Adams County Assessor, is \$21,164,630. That for the purposes of meeting all debt retirement expenses of the District during the 2023 budget year, there is hereby levied a tax of 35.000 mills upon each dollar of the total valuation of assessment of all taxable property within the District located in Adams County for the year 2023.

Section 6. 2023 Levy for Contractual Obligations. That the attached budget indicates that the amount of money from the general property taxes necessary to balance the budget for payment of contractual obligations is \$21,165, and that the 2022 valuation for assessment, as certified by the Adams County Assessor, is \$21,164,630. That for the purposes of meeting all contractual obligation expenses of the District during the 2023 budget year, there is hereby levied a tax of 1.000 mill upon each dollar of the total valuation of assessment of all taxable property within the District for the year 2023.

Section 7. Certification to County Commissioners. That General Counsel is hereby authorized and directed to certify to the County Commissioners of Adams County, the mill levies for the District hereinabove determined and set. That said certification shall be in substantially the following form:

**CERTIFICATION OF TAX LEVIES for NON-SCHOOL Governments**

**TO:** County Commissioners<sup>1</sup> of Adams County, Colorado.

On behalf of the Velocity Metropolitan District No. 3,  
 (taxing entity)<sup>A</sup>

the Board of Directors  
 (governing body)<sup>B</sup>

of the Velocity Metropolitan District No. 3  
 (local government)<sup>C</sup>

**Hereby** officially certifies the following mills to be levied against the taxing entity's GROSS \$ 21,164,630 assessed valuation of: (GROSS<sup>D</sup> assessed valuation, Line 2 of the Certification of Valuation Form DLG 57<sup>E</sup>)

**Note:** If the assessor certified a NET assessed valuation (AV) different than the GROSS AV due to a Tax Increment Financing (TIF) Area<sup>F</sup> the tax levies must be calculated using the NET AV. The taxing entity's total property tax revenue will be derived from the mill levy multiplied against the NET assessed valuation of: \$ 21,164,630 (NET<sup>G</sup> assessed valuation, Line 4 of the Certification of Valuation Form DLG 57)  
**USE VALUE FROM FINAL CERTIFICATION OF VALUATION PROVIDED BY ASSESSOR NO LATER THAN DECEMBER 10**

**Submitted:** 12/15/2022 for budget/fiscal year 2023  
 (not later than Dec. 15) (mm/dd/yyyy) (yyyy)

PURPOSE (see end notes for definitions and examples)	LEVY <sup>2</sup>	REVENUE <sup>2</sup>
1. General Operating Expenses <sup>H</sup>	<u>0.000</u> mills	\$ <u>0</u>
2. <Minus> Temporary General Property Tax Credit/ Temporary Mill Levy Rate Reduction <sup>I</sup>	< > mills	\$ < >
<b>SUBTOTAL FOR GENERAL OPERATING:</b>	<b>0.000</b> mills	<b>\$ 0</b>
3. General Obligation Bonds and Interest <sup>J</sup>	<u>35.000</u> mills	\$ <u>740,762</u>
4. Contractual Obligations <sup>K</sup>	<u>1.000</u> mills	\$ <u>21,165</u>
5. Capital Expenditures <sup>L</sup>	_____ mills	\$ _____
6. Refunds/Abatements <sup>M</sup>	_____ mills	\$ _____
7. Other <sup>N</sup> (specify): _____	_____ mills	\$ _____
	_____ mills	\$ _____
<b>TOTAL:</b> [ Sum of General Operating Subtotal and Lines 3 to 7 ]	<b>36.000</b> mills	<b>\$ 761,927</b>

Contact person: Diane K Wheeler Daytime phone: (303) 689-0833  
 (print)  
 Signed: Diane K Wheeler Title: District Accountant

Include one copy of this tax entity's completed form when filing the local government's budget by January 31st, per 29-1-113 C.R.S., with the Division of Local Government (DLG), Room 521, 1313 Sherman Street, Denver, CO 80203. Questions? Call DLG at (303) 866-2156.

<sup>1</sup> 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.  
<sup>2</sup> Levies must be rounded to three decimal places and revenue must be calculated from the total NET assessed valuation (Line 4 of Form DLG57 on the County Assessor's final certification of valuation).

**CERTIFICATION OF TAX LEVIES, continued**

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

**CERTIFY A SEPARATE MILL LEVY FOR EACH BOND OR CONTRACT:****BONDS<sup>J</sup>:**

- |    |                   |  |
|----|-------------------|--|
| 1. | Purpose of Issue: | <u>\$76,110,000 Limited Tax General Obligation Bonds</u> |
|    | Series:           | <u>2019</u>  |
|    | Date of Issue:    | <u>February 14, 2019</u>                                 |
|    | Coupon Rate:      | <u>5.125% - 5.500%</u>                                   |
|    | Maturity Date:    | <u>December 1, 2048</u>                                  |
|    | Levy:             | <u>35.000</u>  |
|    | Revenue:          | <u>\$740,762</u>   |
|    |                   |  |
| 2. | Purpose of Issue: | <u>_____</u>   |
|    | Series:           | <u>_____</u>   |
|    | Date of Issue:    | <u>_____</u>   |
|    | Coupon Rate:      | <u>_____</u>   |
|    | Maturity Date:    | <u>_____</u>   |
|    | Levy:             | <u>_____</u>   |
|    | Revenue:          | <u>_____</u>   |

**CONTRACTS<sup>K</sup>:**

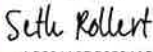
- |    |                      |   |
|----|----------------------|---|
| 3. | Purpose of Contract: | <u>Agreement to provide for the reimbursement of developer advances</u> |
|    | Title:               | <u>Reimbursement Agreement (and First Amendment)</u>                    |
|    | Date:                | <u>December 9, 2008 and as amended June 7, 2016</u>                     |
|    | Principal Amount:    | <u>N/A</u>  |
|    | Maturity Date:       | <u>N/A</u>  |
|    | Levy:                | <u>0.000</u>  |
|    | Revenue:             | <u>\$0</u>  |
|    |                      |   |
| 4. | Purpose of Contract: | <u>Aurora Regional Mill Levy</u>  |
|    | Title:               | <u>Aurora Regional Mill Levy</u>  |
|    | Date:                | <u>N/A</u>  |
|    | Principal Amount:    | <u>N/A</u>  |
|    | Maturity Date:       | <u>N/A</u>  |
|    | Levy:                | <u>1.000</u>  |
|    | Revenue:             | <u>\$21,165</u>   |

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

The foregoing Resolution was seconded by Director Gorlov.

ADOPTED AND APPROVED THIS 8TH DAY OF DECEMBER, 2022.

VELOCITY METROPOLITAN DISTRICT NO. 3

DocuSigned by:  
  
AC224A08C0834A3  
By: Seth C. Rollert  
Its: President

*Signature page to Velocity Metropolitan District No. 3 2022 Budget Resolution*

CERTIFICATION OF RESOLUTION

I, Alan D. Pogue, General Counsel for Velocity Metropolitan District No. 3 (the "District"), do hereby certify that the annexed and foregoing Resolution is a true copy from the Records of the proceedings of the Board of said District, on file with Icenogle Seaver Pogue, P.C., general counsel to the District.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed the seal of the District, this 8th day of December, 2022.



DocuSigned by:

*Alan Pogue*

AC1FB5F5DC1D473

Alan D. Pogue, General Counsel



**EXHIBIT A**

Budget Message  
Budget Document

**VELOCITY METROPOLITAN DISTRICT NO. 3**  
**2023**  
**BUDGET MESSAGE**

Attached please find a copy of the adopted 2023 budget for the Velocity Metropolitan District No. 3.

The Velocity Metropolitan District No. 3 has adopted two funds, a General Fund to provide for general operating expenditures; and a Debt Service Fund to provide for the repayment of principal and interest on the outstanding general obligation bonds.

The district's accountants have utilized the modified accrual basis of accounting and the budget has been adopted after proper postings, publications and public hearing.

The primary source of revenue for the district in 2023 will be property taxes and transfers from Velocity Metropolitan District No. 2 and 9. The District intends to impose a 36.000 mill levy on all property within the district for 2023, of which 1.000 mills will be allocated to the General Fund and 35.000 mills will be allocated to the Debt Service Fund. All mills in the General Fund are restricted for regional improvements per an intergovernmental agreement with the City of Aurora.

**Velocity Metropolitan District No. 3**  
**Adopted Budget**  
**General Fund**  
**For the Year ended December 31, 2023**

	Actual <u>2021</u>	Adopted Budget <u>2022</u>	Actual <u>6/30/2022</u>	Estimate <u>2022</u>	Adopted Budget <u>2023</u>
Beginning fund balance	\$ -	\$ -	\$ 61	\$ 61	\$ 61
Revenues:					
Property taxes ARI	6,248	19,970	19,970	9,951	21,165
Specific ownership taxes ARI	1	1,598	-	2	1,693
Interest income	-	-	297	28	-
	<u>6,249</u>	<u>21,568</u>	<u>20,267</u>	<u>9,981</u>	<u>22,858</u>
Total revenues					
	<u>6,249</u>	<u>21,568</u>	<u>20,328</u>	<u>10,042</u>	<u>22,919</u>
Total funds available					
	<u>6,249</u>	<u>21,568</u>	<u>20,328</u>	<u>10,042</u>	<u>22,919</u>
Expenditures:					
Miscellaneous	197	-	-	-	-
Treasurer fees ARI	94	300	300	149	317
ARI Mill levy	5,897	21,268	19,671	9,832	22,541
	<u>6,188</u>	<u>21,568</u>	<u>19,971</u>	<u>9,981</u>	<u>22,858</u>
Total expenditures					
	<u>6,188</u>	<u>21,568</u>	<u>19,971</u>	<u>9,981</u>	<u>22,858</u>
Ending fund balance	<u>\$ 61</u>	<u>\$ -</u>	<u>\$ 357</u>	<u>\$ 61</u>	<u>\$ 61</u>
Assessed valuation		<u>\$19,970,380</u>			<u>\$21,164,630</u>
Mill Levy		<u>0.000</u>			<u>0.000</u>
ARI Mill levy		<u>1.000</u>			<u>1.000</u>

**Velocity Metropolitan District No. 3**  
**Adopted Budget**  
**Capital Projects Fund**  
**For the Year ended December 31, 2023**

	Actual 2021	Adopted Budget 2022	Actual 6/30/2022	Estimate 2022	Adopted Budget 2023
Beginning fund balance	#####	\$ -	\$ -	\$ -	\$ -
Revenues:					
Interest income	4,031	-	-	-	-
Total revenues	4,031	-	-	-	-
Total funds available	13,256,386	-	-	-	-
Expenditures:					
Transfer to District No. 1	13,256,386	-	-	-	-
Total expenditures	13,256,386	-	-	-	-
Ending fund balance	\$ -	\$ -	\$ -	\$ -	\$ -

**Velocity Metropolitan District No. 3**  
**Adopted Budget**  
**Debt Service Fund**  
**For the Year ended December 31, 2023**

	Actual <u>2021</u>	Adopted Budget <u>2022</u>	Actual 6/30/2022	Estimate <u>2022</u>	Adopted Budget <u>2023</u>
Beginning fund balance	#####	\$ <u>9,742,939</u>	\$ <u>9,362,734</u>	\$ <u>9,362,734</u>	\$ <u>6,524,201</u>
Revenues:					
Property taxes	218,700	698,964	698,963	698,963	740,762
Specific ownership taxes	36	55,928	3	36	59,273
Transfer from District No. 2	178,981	156,493	150,813	406,325	156,732
Transfer from District No. 9	165,999	166,425	860	166,397	168,781
Interest income	-	5,000	19,341	25,000	5,000
Total revenues	<u>563,716</u>	<u>1,082,810</u>	<u>869,980</u>	<u>1,296,721</u>	<u>1,130,548</u>
Total funds available	<u>13,489,323</u>	<u>10,825,749</u>	<u>10,232,714</u>	<u>10,659,455</u>	<u>7,654,749</u>
Expenditures:					
Bond interest expense	4,114,753	4,114,769	2,057,384	4,114,769	4,114,769
Treasurer's fees	3,280	10,485	10,485	10,485	11,112
Miscellaneous	4,556	-	-	-	-
Trustee / paying agent fees	4,000	10,000	4,000	10,000	10,000
Total expenditures	<u>4,126,589</u>	<u>4,135,254</u>	<u>2,071,869</u>	<u>4,135,254</u>	<u>4,135,881</u>
Ending fund balance	<u>\$ 9,362,734</u>	<u>\$ 6,690,495</u>	<u>\$ 8,160,845</u>	<u>\$ 6,524,201</u>	<u>\$ 3,518,868</u>
Assessed valuation		<u>\$19,970,380</u>			<u>\$21,164,630</u>
Mill Levy		<u>35.000</u>			<u>35.000</u>
Total Mill Levy		<u>36.000</u>			<u>36.000</u>