

# **Ward TOD Metropolitan District No. 1**

## **2023 Annual Report**

**WARD TOD METROPOLITAN DISTRICT NO. 1**

**2023 ANNUAL REPORT**

**TO**

**THE CITY OF WHEAT RIDGE, COLORADO**

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Pursuant to §32-1-207(3)(c) and the Amended and Restated Service Plan for Ward TOD Metropolitan District Nos. 1-3 (the “**Service Plan**”), Ward TOD Metropolitan District No. 1 (the “**District**”) is required to provide an annual report to the City of Wheat Ridge, Colorado (the “**City**”). The report is to include information concerning matters which occurred during the prior fiscal year.

For the year ending December 31, 2023 (the “**Report Year**”), the District makes the following report:

**§32-1-207(3) Statutory Requirements**

**1. Boundary changes made.**

There were no boundary changes made or proposed to the District’s boundaries in 2023.

**2. Intergovernmental Agreements entered into or terminated with other governmental entities.**

The District did not enter into or propose any Intergovernmental Agreements in 2023.

**3. Access information to obtain a copy of rules and regulations adopted by the board.**

On January 19, 2023, the District adopted Parking Rules and Regulations. The Parking Rules and Regulations were Amended and Restated on October 19, 2023, and are attached hereto as **Exhibit A**.

**4. A summary of litigation involving public improvements owned by the District.**

To our actual knowledge, based on review of the court records in Jefferson County, Colorado and the Public Access to Court Electronic Records (PACER), there is no litigation involving the District’s public improvements as of December 31, 2023.

**5. The status of the construction of public improvements by the District.**

As of December 31, 2023, the District had not constructed any Public Improvements.

**6. A list of facilities or improvements constructed by the District that were conveyed or dedicated to the county or municipality.**

The District did not construct any facilities or improvements dedicated to or accepted by the City in 2023.

7. **The final assessed valuation of the District as of December 31<sup>st</sup> of the reporting year.**

The District's assessed valuation for 2023 is attached here as **Exhibit B**.

8. **A copy of the current year's budget.**

A copy of the 2024 Budget is attached hereto as **Exhibit C**.

9. **A copy of the audited financial statements, if required by the "Colorado Local Government Audit Law", part 6 of article 1 of title 29, or the application for exemption from audit, as applicable.**

The 2023 Audit is not yet completed and will be provided as a supplement to this report once completed.

10. **Notice of any uncured defaults existing for more than ninety (90) days under any debt instrument of the District.**

To our actual knowledge, the District did not receive notice of any uncured events of default by the District, which continued beyond a ninety (90) day period, under any Debt instrument.

11. **Any inability of the District to pay its obligations as they come due under any obligation which continues beyond a ninety (90) day period.**

To our actual knowledge, there was not any inability of the District to pay its obligations as they came due, in accordance with the terms of such obligation, which continued beyond a ninety (90) day period.

### **Service Plan Requirements**

1. **A narrative summary of the progress of the District in implementing their service plan for the Report Year:**

The District continues to implement the development schedule as contemplated in the Service Plan.

2. **Except when an exemption from audit has been granted for the Report Year under the Local Government Audit Law, the audited financial statements of the District for the Report Year including a statement of financial condition (i.e. balance sheet) as of December 31 of the Report Year and the statement of operations (i.e. revenues and expenditures) for the Report Year:**

The 2023 Audit has not been completed and will be provided as a supplement to this report upon completion.

3. **Unless disclosed within a separate schedule to the financial statements, a summary of the capital expenditures incurred by the District in development of public facilities in**

**the Report Year, as well as any capital improvements or projects proposed to be undertaken in the five (5) years following the Report Year:**

During 2023, no capital expenditures were incurred by the District in development of public facilities. All capital improvements for the development are being constructed by Toll Southwest LLC (“Toll”).

During 2023, the District reimbursed Toll for \$0 in capital expenditures for water, sanitation/storm, streets, park and recreation, and safety improvements.

According to Toll, construction of the public improvements to serve Phase 1 of the development commenced in August 2019 and were completed and initially accepted by the City of Wheat Ridge in August 2020. Construction of the public improvements for Phase II of the development was completed in spring of 2021. Phase III and IV were completed and initially accepted by the City in March of 2022.

In the 5 years following the Report Year, it is expected that the District will finance the construction and acquisition of all or a part of the public improvements within their respective boundaries.

A copy of the 2023 Budget is attached hereto as **Exhibit D**.

- 4. Unless disclosed within a separate schedule to the financial statements, a summary of the financial obligations of the District at the end of the Report Year, including the amount of outstanding indebtedness, the amount and terms of any new District indebtedness or long-term obligations issued in the Report Year, the amount of payment or retirement of existing indebtedness or long-term obligations issued in the Report Year, the total assessed valuation of all taxable properties within the District as of January 1 of the Report Year, and the current mill levy of the District pledged to debt retirement in the Report Year:**

A summary of the financial obligations of the District at the end of 2023 are as follows:

- **Operation Funding Agreements.** On July 3, 2012 the District entered into an Operation Funding Agreement with IBC Denver II, LLC (“**IBC**”) and Ward TOD Metropolitan District Nos. 2 & 3 (“**District Nos. 2 & 3**”). On August 27, 2019, the District, District Nos. 2 & 3, Toll, and IBC entered into an Agreement Regarding Termination of Operating Funding Agreements whereby any amounts due and owing to IBC under Operation Funding Agreements are now due and owing to Toll under the Funding and Reimbursement Agreement (Operations and Maintenance).
- **Funding and Reimbursement Agreement (Operations and Maintenance).** The District and Toll entered into a Funding and Reimbursement dated August 27, 2019. The Funding and Reimbursement Agreement states that the Developer will make certain advances to the District for costs relating to the District’s general operation, administration, and maintenance expenses. As of December 31, 2023, \$395,274 in principal is outstanding under the Funding and Reimbursement Agreement.

- **Infrastructure Acquisition and Reimbursement Agreement.** The District and Toll entered into an Infrastructure Acquisition and Reimbursement Agreement on August 27, 2019. As set forth in the Infrastructure Acquisition and Reimbursement Agreement, the District and Toll have determined the terms and conditions under which the District may coordinate the: (i) reimbursement of Toll for “Certified District Eligible Costs” (meaning any and all costs of any kind related to the provision of public improvements that may be lawfully funded by the District under the Special District Act and the Service Plan with respect to which the District has issued an Acceptance Resolution) incurred by Toll for public improvements that is being dedicated to other governmental entities, and (ii) acquisition of certain public improvements that is to be owned by the District, and to pay the Certified District Eligible Costs thereof. As of December 31, 2023, \$1,763,344 in principal is outstanding under the Infrastructure Acquisition and Reimbursement Agreement.

The amount of outstanding indebtedness is disclosed in the 2023 Audit which will be provided as a supplement to this report upon completion.

A copy of the assessed valuation is attached here to as **Exhibit B** and the debt service mill levy can be found in the District’s 2024 Budget attached hereto as **Exhibit C**.

**5. The District’s budget for the calendar year in which the annual report is submitted:**

A copy of the 2024 budget is attached hereto as **Exhibit C**.

**6. A summary of residential and commercial development that has occurred within the District for the Report Year:**

No commercial development occurred within the District during 2023.

For a summary of residential development occurring during 2023, please see the response to Question 3, above.

**7. A summary of all fees, charges and assessments imposed by the District as of January 1 of the Report Year:**

There are no fees, charges or assessments imposed by the District as of January 1, 2023.

**8. The names, business addresses and phone numbers of all members of the Board and its chief administrative officer and general counsel, together with the date, place and time of the regular meetings of the board:**

Timothy Westbrook, Treasurer  
Toll Brothers Real Estate, Inc.  
10 Inverness Drive East, Suite 125  
Englewood, CO 80112  
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Ben Both, President  
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General Counsel:

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Telephone: (303) 858-1800

2024 Regular Meetings:

Date: Third Thursday of January, April, July, and October  
Place: via teleconference.  
Time: 2:00pm