

**BROADWAY STATION METROPOLITAN DISTRICT NO. 3**  
**ANNUAL BUDGET**  
**FOR YEAR ENDING DECEMBER 31, 2023**

**BROADWAY STATION METROPOLITAN DISTRICT NO. 3  
SUMMARY  
2023 BUDGET  
WITH 2021 ACTUAL AND 2022 ESTIMATED  
For the Years Ended and Ending December 31,**

1/27/23

	ACTUAL 2021	ESTIMATED 2022	BUDGET 2023
BEGINNING FUND BALANCES	\$ 52,602,618	\$ 34,349,592	\$ 26,358,693
<b>REVENUES</b>			
Property taxes	121,100	115,375	145,718
Specific ownership tax	12,485	9,600	7,286
Property taxes TIF	97,460	-	-
Property taxes Regional	2,691	2,563	2,429
Specific ownership taxes Regional	277	250	121
District Cooperation Agreement revenue	27,072	115,823	152,166
District Cooperation Agreement revenue Regional	-	2,750	2,536
Other revenue	-	-	1,500
Interest income	110,185	-	7,000
Total revenues	<u>371,270</u>	<u>246,361</u>	<u>318,756</u>
Total funds available	<u>52,973,888</u>	<u>34,595,953</u>	<u>26,677,449</u>
<b>EXPENDITURES</b>			
General Fund	56,758	53,274	52,361
Debt Service Fund	2,398,306	2,535,912	2,460,679
Capital Projects Fund	16,169,232	5,648,074	21,312,038
Total expenditures	<u>18,624,296</u>	<u>8,237,260</u>	<u>23,825,079</u>
Total expenditures and transfers out requiring appropriation	<u>18,624,296</u>	<u>8,237,260</u>	<u>23,825,079</u>
ENDING FUND BALANCES	<u>\$ 34,349,592</u>	<u>\$ 26,358,693</u>	<u>\$ 2,852,370</u>

No assurance is provided. See summary of significant assumptions

**BROADWAY STATION METROPOLITAN DISTRICT NO. 3**  
**PROPERTY TAX SUMMARY INFORMATION**  
**2023 BUDGET**  
**WITH 2021 ACTUAL AND 2022 ESTIMATED**  
**For the Years Ended and Ending December 31,**

1/27/23

	ACTUAL 2021	ESTIMATED 2022	BUDGET 2023
<b>ASSESSED VALUATION</b>			
Commercial	\$ -	\$ -	\$ -
State assessed	35,940	37,200	60,900
Personal property	-	20	20
Vacant land	5,362,380	5,105,930	4,903,810
	<u>5,398,320</u>	<u>5,143,150</u>	<u>4,964,730</u>
Less TIF District Increment	(2,707,220)	(2,579,668)	(2,536,092)
Certified Assessed Value	<u>\$ 2,691,100</u>	<u>\$ 2,563,482</u>	<u>\$ 2,428,638</u>
<b>MILL LEVY</b>			
General	10.000	10.000	10.000
Debt Service	35.000	35.000	50.000
Regional	1.000	1.000	1.000
Total mill levy	<u>46.000</u>	<u>46.000</u>	<u>61.000</u>
<b>PROPERTY TAXES</b>			
General	\$ 26,911	\$ 25,635	\$ 24,286
Debt Service	94,189	89,722	121,432
Regional	2,691	2,563	2,429
Levied property taxes	<u>123,791</u>	<u>117,920</u>	<u>148,147</u>
Adjustments to actual/rounding	94	-	-
Budgeted property taxes	<u>\$ 123,885</u>	<u>\$ 117,920</u>	<u>\$ 148,147</u>
<b>BUDGETED PROPERTY TAXES</b>			
General	<b>\$ 26,911</b>	<b>\$ 25,635</b>	<b>\$ 24,286</b>
Debt Service	<b>94,189</b>	<b>89,722</b>	<b>121,432</b>
Regional	<b>2,691</b>	<b>2,563</b>	<b>2,429</b>
	<u><b>\$ 123,791</b></u>	<u><b>\$ 117,920</b></u>	<u><b>\$ 148,147</b></u>

No assurance is provided. See summary of significant assumptions

**BROADWAY STATION METROPOLITAN DISTRICT NO. 3  
GENERAL FUND  
2023 BUDGET  
WITH 2021 ACTUAL AND 2022 ESTIMATED  
For the Years Ended and Ending December 31,**

1/27/23

	ACTUAL 2021	ESTIMATED 2022	BUDGET 2023
BEGINNING FUND BALANCE	\$ -	\$ -	\$ -
<b>REVENUES</b>			
Property taxes	26,911	25,639	24,286
Specific ownership taxes	2,775	2,100	1,214
District Cooperation Agreement revenue	27,072	25,535	25,361
Other revenue	-	-	1,500
Total revenues	<u>56,758</u>	<u>53,274</u>	<u>52,361</u>
Total funds available	<u>56,758</u>	<u>53,274</u>	<u>52,362</u>
<b>EXPENDITURES</b>			
General and administrative			
County treasurer's fee	540	256	242
Transfers to District No. 1	56,218	53,018	52,119
Total expenditures	<u>56,758</u>	<u>53,274</u>	<u>52,361</u>
ENDING FUND BALANCE	<u>-</u>	<u>-</u>	<u>-</u>
EMERGENCY RESERVE	<u>-</u>	<u>-</u>	<u>-</u>

No assurance is provided. See summary of significant assumptions

**BROADWAY STATION METROPOLITAN DISTRICT NO. 3  
DEBT SERVICE FUND  
2023 BUDGET  
WITH 2021 ACTUAL AND 2022 ESTIMATED  
For the Years Ended and Ending December 31,**

1/27/23

	ACTUAL 2021	ESTIMATED 2022	BUDGET 2023
BEGINNING FUND BALANCE	\$ 9,588,459	\$ 7,394,480	\$ 5,051,655
REVENUES			
Property taxes	94,189	89,736	121,432
Specific ownership taxes	9,710	7,500	6,072
Property taxes TIF	97,460	-	-
Property taxes Regional	2,691	2,563	2,429
Specific ownership taxes Regional	277	250	121
District Cooperation Agreement revenue	-	90,288	126,805
District Cooperation Agreement revenue Regional	-	2,750	2,536
Interest income	-	-	2,000
Total revenues	<u>204,327</u>	<u>193,087</u>	<u>261,395</u>
Total funds available	<u>9,792,786</u>	<u>7,587,567</u>	<u>5,313,050</u>
EXPENDITURES			
Debt Service			
Bond interest	2,340,000	2,339,750	2,339,500
Bond principal	5,000	5,000	5,000
Net Investment Income	41,449	175,000	-
Contingency	-	-	100,000
County Treasurer's fees	1,943	923	1,215
Paying agent fees	7,000	10,000	10,000
Regional Mill levy - Transfer to District 1	2,914	5,239	4,965
Total expenditures	<u>2,398,306</u>	<u>2,535,912</u>	<u>2,460,680</u>
Total expenditures and transfers out requiring appropriation	<u>2,398,306</u>	<u>2,535,912</u>	<u>2,460,680</u>
ENDING FUND BALANCE	<u>7,394,480</u>	<u>5,051,655</u>	<u>2,852,370</u>
UMB - 2019A Surplus Fund (Required Minimum)	4,298,000	4,298,000	4,298,000
Ending Fund Balance in Excess of Required Minimum Surplus Fund	<u>\$ 3,096,480</u>	<u>\$ 753,655</u>	<u>\$ (1,445,630)</u>

No assurance is provided. See summary of significant assumptions

**BROADWAY STATION METROPOLITAN DISTRICT NO. 3  
CAPITAL PROJECTS FUND  
2023 BUDGET  
WITH 2021 ACTUAL AND 2022 ESTIMATED  
For the Years Ended and Ending December 31,**

1/27/23

	ACTUAL 2021	ESTIMATED 2022	BUDGET 2023
BEGINNING FUND BALANCE	\$ 43,014,159	\$ 26,955,112	\$ 21,307,038
REVENUES			
Interest income	110,185	-	5,000
Total revenues	<u>110,185</u>	<u>-</u>	<u>5,000</u>
Total funds available	<u>43,124,344</u>	<u>26,955,112</u>	<u>21,312,038</u>
EXPENDITURES			
Transfers to District No. 1	15,846,950	5,548,074	21,212,038
Transfers to District No. 2	322,282	-	-
Contingency	-	-	100,000
Net Investment Income (expense)	-	100,000	-
Total expenditures	<u>16,169,232</u>	<u>5,648,074</u>	<u>21,312,038</u>
Total expenditures and transfers out requiring appropriation	<u>16,169,232</u>	<u>5,648,074</u>	<u>21,312,038</u>
ENDING FUND BALANCE	<u>\$ 26,955,112</u>	<u>\$ 21,307,038</u>	<u>\$ -</u>

No assurance is provided. See summary of significant assumptions

**BROADWAY STATION METRO DISTRICT NO. 3  
2023 ADOPTED BUDGET  
SUMMARY OF SIGNIFICANT ASSUMPTIONS**

**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 for the City and County of Denver on May 12, 2006, and is governed pursuant to provisions of the Colorado Special District Act (Title 32, Article 1, Colorado Revised Statutes). The District was formed in conjunction with Broadway Station Metropolitan District No. 1 (“District No. 1”) and Broadway Station Metropolitan District No. 2 (“District No. 2” and together with the District and District No. 1, the “Districts”), for the purpose of providing certain public improvements and services to and for the benefit of the properties within the Districts. The District’s service area is located in the City and County of Denver (City).

The District was established to provide financing for the design, acquisition, installation, construction and completion of public improvements and services, including water, sanitation, street, safety protection, park and recreation, transportation, television relay and translation and mosquito control improvements and services.

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.

**Specific Ownership Taxes**

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

**BROADWAY STATION METRO DISTRICT NO. 3  
2023 ADOPTED BUDGET  
SUMMARY OF SIGNIFICANT ASSUMPTIONS**

**Revenues (Continued)**

**Net Investment Income**

Interest earned on the District's available funds has been estimated based on an average interest rate of approximately .1%.

**District Cooperation Agreement Revenue**

On September 20, 2017, the Districts entered into an IGA with Denver Urban Renewal Authority ("DURA"), whereby DURA has agreed to remit during the TIF Period to District No. 1 all revenues generated from the imposition of ad valorem property taxes by the Districts on the incremental assessed valuation of property of the Districts. The District and District No. 1 entered into a Capital Pledge Agreement pursuant to which District No. 1 will transfer all of the Pass-Through Tax Revenues and the 2019B Pass Through Tax Revenues to the District. Accordingly, during the TIF Period, the District receives its Pass-Through Tax Revenue and 2019B Pass Through Tax Revenue from District No. 1 and not from DURA or the County Treasurer.

**Expenditures**

**Administrative and Operating Expenditures**

Operating and administrative expenditures include the estimated services necessary to maintain the District's administrative viability such as legal, management, accounting, insurance and meeting expense. Estimated expenditures related to street repairs and maintenance, street lights, street sweeping, landscaping, mowing, parks and open space maintenance, utilities and snow removal were also included the General Fund budget.

**County Treasurer's Fees**

County Treasurer's fees have been computed at 1% of property tax collections by Denver County.

**Debt Service**

Principal and interest payments are provided based on the debt amortization schedule from the Series 2019A Bonds (discussed under Debt and Leases).

**Transfers to District No. 1**

The District is obligated to impose mill levies which will be sufficient to promptly and fully pay amounts to District No. 1. The District is required to remit property taxes derived from such mill levies, together with specific ownership taxes applicable to property within the District less County Treasurer Fees, to District No. 1. The District anticipates transferring funds to District No. 1, as shown in the General Fund budget for operations and Capital Projects fund for the proposed infrastructure to be built by District No. 1.



**BROADWAY STATION METRO DISTRICT NO. 3  
2023 ADOPTED BUDGET  
SUMMARY OF SIGNIFICANT ASSUMPTIONS**

**Expenditures (continued)**

**Regional Mill Levy Transfers**

The South Platte River Drive Widening for Bridge, walls on the west side of river for bike trail connection, South Platte River Improvements - Trail, River & Bridge Landscaping, and Florida Avenue Signal Improvements may be paid for by use of the Regional Mill as agreed upon by the Metro District and the City.

**Debt and Leases**

In November 2019, the District issued \$46,800,000 in Series 2019A General Obligation (Limited Tax Convertible to Unlimited Tax) Bonds and \$41,401,947 in Series 2020B Subordinate (Convertible to Senior) Capital Appreciation (Convertible to Current Interest) Limited Tax (Convertible to Unlimited Tax) General Obligation Bonds. The Bonds shall constitute limited tax general obligations of the District secured by and payable from the pledged revenues.

“Senior Required Debt Mill Levy” means an ad valorem mill levy (a mill being equal to 1/10 of 1 cent) imposed upon all taxable property of the District each year in that number of mills necessary, after taking into account any Available Surplus Amount transferred to the Bond Fund pursuant to the applicable provisions of the Senior Indenture (as described in this Limited Offering Memorandum under the caption “THE SERIES 2019A SENIOR BONDS – Certain Senior Indenture Provisions – Surplus Fund – Transfers to Bond Fund to Maintain Senior Required Debt Mill Levy”), to fund the Bond Fund for the applicable bond year in an amount sufficient to pay the Series 2019A Senior Bonds as they come due in such bond year, and fund (or replenish) the Surplus Fund to the Minimum Surplus Amount, but not in excess of 50.000 mills, provided that if the amount on deposit in the Surplus Fund is less than the Maximum Surplus Amount, such levy shall not be less than 35.000 mills or such lesser mill levy which will (i) fund the Bond Fund for the applicable Bond Year in an amount sufficient to pay Series 2019A Senior Bonds as they come due in such Bond Year and (ii) fund the Surplus Fund to the Maximum Surplus Amount; provided however, that: with respect to the maximum mill levy of 50.000 mills stated above, if after February 2006 and, with respect to the minimum mill levy of 35.000 mills stated above, if after the date of issuance of the Series 2019A Senior Bonds, there are legislative or constitutionally imposed adjustments in assessed values or the method of their calculations with respect to any class of taxable property on which the District may certify its mill levy, the minimum and/or maximum mill levies provided above in this paragraph (a) shall, with respect to the applicable class or classes of taxable property of the District (and with respect to any changes occurring after February 2006, as to the maximum mill levy, and with respect to any changes occurring after the date of issuance of the Series 2019A Senior Bonds with respect to the minimum mill levy) be increased or decreased to reflect such changes, such increases or decreases to be determined by the Board in good faith (such determination to be binding and final) so that to the extent possible, the actual tax revenue generated by the mill levy, as adjusted, is neither diminished nor enhanced as a result of such changes. For purposes of the foregoing, among other adjustments, a change in the ratio of actual valuation of assessable property shall be deemed a change in the method of calculating assessed valuation.

**BROADWAY STATION METRO DISTRICT NO. 3  
2023 ADOPTED BUDGET  
SUMMARY OF SIGNIFICANT ASSUMPTIONS**

**Debt and Leases (continued)**

The Series 2019A Senior Bonds are also secured by a Surplus Fund, which is to be partially funded from the Bond proceeds in the amount \$4,298,000 (being the “Initial Surplus Amount” an, prior to the 2019A UTGO Conversion Dates, which is not guaranteed to occur, is to be funded from Pledged Revenue, if any, available after payment of the Series 2019A Senior Bonds and the Series 2019B Subordinate Bonds, up to the Maximum Surplus Amount of \$9,360,000.00. In addition, if drawn upon such that the amount therein is less than the Minimum Surplus Amount of \$4,298,000, the Surplus Fund is to be replenished to the Minimum Surplus amount from pledged revenue, if any, available after payment of the Series 2019A Senior Bonds. After the 2019A UTGO Conversion Date, the amount available in the Surplus Fund in excess of the initial Surplus Amount is to be released to the District as described in “THE SERIES 2019A SENIOR BONDS”. A portion of the interest to accrue on the Series 2019A Senior Bonds will be paid from proceeds of the Series 2019A Senior Bonds in the amount of \$7,019,745.83.

**Reserves**

**Emergency Reserves**

TABOR requires local governments to establish Emergency Reserves. These reserves must be at least 3% of fiscal year spending. Since majority of all funds received by the District are transferred to District No. 1, which pays for all Districts’ operations and maintenance costs, an emergency reserve is not reflected in the District’s 2022 Budget.

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

**Broadway Station Metropolitan District No. 3**  
**\$46,800,000**  
**General Obligation Bonds**  
**Series 2019A**  
**Issue date December 4, 2019**  
**Interest Rate of 5.00%**  
**Due June 1 and December 1**

<u>Year Ending December 31,</u>	<u>Principal</u>	<u>Interest</u>	<u>Total</u>
2023	5,000	2,339,500	2,344,500
2024	5,000	2,339,250	2,344,250
2025	5,000	2,339,000	2,344,000
2026	5,000	2,338,750	2,343,750
2027	5,000	2,338,500	2,343,500
2028	335,000	2,338,250	2,673,250
2029	355,000	2,321,500	2,676,500
2030	530,000	2,303,750	2,833,750
2031	555,000	2,277,250	2,832,250
2032	755,000	2,249,500	3,004,500
2033	795,000	2,211,750	3,006,750
2034	1,015,000	2,172,000	3,187,000
2035	1,065,000	2,121,250	3,186,250
2036	1,310,000	2,068,000	3,378,000
2037	1,375,000	2,002,500	3,377,500
2038	1,645,000	1,933,750	3,578,750
2039	1,730,000	1,851,500	3,581,500
2040	2,030,000	1,765,000	3,795,000
2041	2,130,000	1,663,500	3,793,500
2042	2,465,000	1,557,000	4,022,000
2043	2,590,000	1,433,750	4,023,750
2044	2,960,000	1,304,250	4,264,250
2045	3,105,000	1,156,250	4,261,250
2046	3,520,000	1,001,000	4,521,000
2047	3,695,000	825,000	4,520,000
2048	4,150,000	640,250	4,790,250
2049	8,655,000	432,750	9,087,750
	<u>\$ 46,795,000</u>	<u>\$ 51,664,500</u>	<u>\$ 98,459,500</u>

No assurance is provided. See summary of significant assumptions