



RE: FILING NO. 09-629- 2009-629-7

September 29, 2017

Manager of Public Works
City and County of Denver
c/o Brendan Kelly
201 W. Colfax Avenue, Dept. 509
Denver, CO 80202

Dear Mr. Kelly:

The Denver 14th Street General Improvement District Advisory Board (GID) submits the attached preliminary maintenance and operating budget, capital budget and operating plan for 2018. In addition to the proposed budgets, the GID is submitting a copy of the charge calculations for each property for both the maintenance and capital charges. These proposed charges will be billed by the GID in early 2018.

Also included are:

- The 2017 year-to-date "budget to actual" financial reports, including projected 2017 year-end budget;
- The status of any planned or outstanding indebtedness;
- A copy of the 2016 GID audit conducted in 2017; and
- A copy of the current District Advisory Board which includes term expiration dates.

There have been no material departures from the 2017 Operating Plan other than an advance refund of the Denver 14th Street GID Revenue Bonds, Series 2010, by issuance of its \$4,000,000 Revenue Refunding Notes, Series 2017, to reduce the net effective interest rate and reduce the total interest payable over the life of the Series 2010 Bonds.

Please contact me at 303-571-8226 if you have any questions or require additional information.

Sincerely,

Beth A. Moyski
Executive Director, 14th Street General Improvement District

cc: Debra Johnson, Denver County Clerk and Recorder
Mr. Michael Kerrigan, Sr. Financial Analyst

John Desmond, Executive Vice President, Downtown Environment
Mr. Norman F. "Rick" Kron, Spencer Fane, LLP

Attachments



**Denver 14th Street General Improvement District
Work Plan
For the year ending December 31, 2018**

Work Plan for 2018

- Maintain all streetscape elements along the 14th Street Corridor.
- Contract with appropriate service providers for maintenance and landscape services.
- Bill and collect capital and maintenance charges for 2018.
- Establish charge schedule for property owners for 2019 and establish a budget and operating plan for 2019.
- Maintain insurance.
- Maintain reserve fund.
- Work with the City on maintenance items related to amenities adjacent to City property.
- Communicate to 14th Street Property Owners when appropriate.
- Hire appropriate contractors for necessary services.

2018 Work Plan:

Operating Plan

Operations and maintenance costs include the cost to operate and maintain the improvements in both Standard Zone and Premium Zone and include administrative costs. The 2018 Maintenance and Operating Budget reflects costs for administrative items, including insurance, legal fees, auditor fees, and District administrative management and budgeted maintenance related items including planting and maintaining the flower pots, utility costs, costs associated with the banner program and general maintenance. The total amount of the 2018 14th Street General Improvement District operating budget is \$255,296. The revenue from the maintenance charges includes the following: \$33,260 from standard zone properties, \$143,279 from premium zone properties, \$19,891 from properties that opted to upgrade from standard to premium zone; \$34,780 in revenue from the banner program; and, \$24,086 in revenues from additional maintenance for exempt properties requesting the GID to provide services. The amount allocated to the unrestricted operating reserve is \$53,085.

Capital Improvement Plan

In 2010 the District provided \$4.0 million in capital funds through the issuance of bonds to be transferred to the City for use on the 14th Street Initial Improvements in conjunction with \$10.0 million of City general obligation bond dollars. In 2011, the District began billing for the bond payments and the first payment was made in June 2011. In August 2017, the Denver City Council approved a bond re-finance proposal that lowered the

interest rate from 7% to 2.839% through 2031. There is a reset period in 2032-2034 that could potentially raise the rates, but in no event, greater than 10%. In 2018, the District will bill \$310,463 to the property owners for the 2018 bond payment.

Intergovernmental Agreements (IGA)

In 2011, the District and the City entered into an IGA relating to project funds, operations and maintenance, and administrative matters including coordination of the construction and maintenance of the improvements. In 2017, the District and the City entered into an IGA relating to landscape installation, care and maintenance of perennial beds and large pots located at the Denver Performing Arts Center (DPAC); the District will continue with the care and maintenance of the landscape in 2018.

14th Street General Improvement District		Original Budget	Amended Budget	YTD Actuals	Projected Actuals	Proposed Budget
		2017	2017	2017	2017	2018
General Fund						
Revenues						
31100	Standard Zone Revenue	\$ 32,291	\$ 32,291	\$ 32,291	\$ 32,291	\$ 33,260
31110	Premium Zone Revenue	139,106	139,106	139,106	139,106	143,279
31115	Additional Premium Revenue	19,311	19,311	19,312	19,311	19,891
31125	Additional Maintenance Revenue	14,222	14,222	-	35,456	24,086
31120	Banner Rental Revenue	26,360	26,360	25,855	32,417	34,780
32000	Bank Interest	-	-	106	150	-
Total Revenues (Sources of Funds)		231,291	231,291	216,670	258,732	255,296
Expenses						
<i>Operation Expenses</i>						
61100	City Distr Fee-14th Street	5,000	5,000	-	5,000	5,000
61105	Contractor Fee to calculate charges	2,500	2,500	300	2,500	2,500
61110	Insurance Direct	6,000	6,000	5,677	5,677	6,000
61115	Legal Fees	3,250	3,250	1,261	2,810	3,250
61120	Board & Comm	600	600	147	300	450
61125	Admin O/H	40,000	40,000	20,000	40,000	40,000
61130	Bank Fees	1,000	1,000	376	667	1,000
61135	Audit	3,250	3,250	3,575	3,575	3,800
61140	State-mandated Emergency Reserve	550	550	-	1,808	1,872
61145	Contingency	2,000	2,000	-	2,000	2,000
Total Operation Expenses		64,150	64,150	31,336	64,337	65,872
<i>Maintenance Expenses</i>						
61150	Routine Premium Maintenance Cost					
61171	Banner Installations	5,000	5,000	4,421	8,470	7,986
61174	Addition Landscape for Exempt	11,852	11,852	24,553	25,160	20,072
61175	Water - Utilities	4,120	4,120	1,412	4,120	4,120
61176	Recycling Receptacles	3,308	3,308	1,664	3,096	3,407
61177	Seasonal Planting & Maintenance for pots	15,871	15,871	13,318	14,971	15,685
61178	Annual Landscape Maintenance	31,144	31,144	21,752	31,404	38,574
61179	Utilities Electric	7,995	7,995	4,055	7,250	7,995
61184	Monument and signage repairs	5,000	5,000	-	5,000	5,000
61185	Misc. Maintenance & repairs	5,000	5,000	770	5,000	5,000
61186	Electrical Repairs	8,000	8,000	2,965	7,415	8,000
61173	Holiday Light installation	19,500	19,500	3,750	19,500	20,500
61181	District Banners	-	-	-	-	-
Total Maintenance Expenses		116,790	116,790	78,660	131,386	136,339
<i>Contribution - Operating Reserve</i>						
61200	Contribution to Operating Reserve	50,351	50,351	106,674	63,008	53,085
Total Contribution Operating Reserve		50,351	50,351	106,674	63,008	53,085
Total Operating Expenses (Uses of Funds)		231,291	231,291	216,670	258,731	255,296
Operating Revenues Over (Under) Expenses		\$ -	\$ -	\$ -	\$ 0	\$ -
Debt Service Fund						
<i>Sources of Funds</i>						
31150	Capital Revenue	\$ 352,950	\$ 352,950	\$ 352,950	\$ 352,950	\$ 310,463
Bond Refunding Sources of Funds		-	4,306,000	4,075,099	4,075,099	-
Total Sources of Funds		352,950	4,658,950	4,428,049	4,428,049	310,463
<i>Uses of Funds</i>						
62000	Bond Payment Exp-UMB	352,950	352,950	124,225	124,225	310,463
Bond Refunding Uses of Funds		-	4,306,000	4,303,824	4,303,824	-
Total Uses of Funds		352,950	4,658,950	4,428,049	4,428,049	310,463
Debt Service Fund Revenues over (under) Expenses		\$ -	\$ -	\$ -	\$ -	\$ (0)

**Denver 14th Street General Improvement District
2018 Capital Payment Charges**

Years Remaining in 25 year Bond Period (Expires 12/1/2034)
Interest Rate (May Adjust in Future)
Debt Capital Charge
Premium Zone Debt Capital Charge
Standard Zone Debt Capital Charge

17
2.839%
\$ 310,463.00
\$ 230,087.00
\$ 80,376.00

14th Street Premium Zone Properties

Parcel #/HOA	Address	Owner	Assessed Value	% in District	Charges Value	Capital Charge
02336-08-077-077	DENVER HOTEL TEATRO LLC	1110 14TH ST	\$ 5,350,152	60%	\$ 3,210,091	\$ 4,003.29
02336-08-081-081	HOVER HSH LLC	1390 LAWRENCE ST CU1	\$ 422,559	60%	\$ 253,535	\$ 316.18
02336-08-082-082	HOVER HSH LLC	1390 LAWRENCE ST CU-2	\$ 410,901	60%	\$ 246,541	\$ 307.46
02336-08-083-083	HOVER HSH LLC	1390 LAWRENCE ST CU-3	\$ 411,597	60%	\$ 246,958	\$ 307.98
02336-08-085-085	HOVER HSH LLC	1390 LAWRENCE ST CU-S	\$ 150,655	60%	\$ 90,393	\$ 112.73
02345-36-008-000	HERMANSON FAMILY TRUST &	1428 LARIMER ST	\$ 3,476,114	83%	\$ 2,896,762	\$ 3,612.54
02345-36-024-000	LARIMER SQUARE ASSOCIATES LTD	1400 LARIMER ST	\$ 1,766,158	100%	\$ 1,766,158	\$ 2,202.57
02345-36-025-000	RENSHAN LP	1435 LAWRENCE ST	\$ 36,902,790	100%	\$ 36,902,790	\$ 46,021.27
02345-37-123-000	1452 LAWRENCE LLC	1452 LAWRENCE ST	\$ 1,041,912	83%	\$ 864,787	\$ 1,078.47
02345-37-124-000	1452 LAWRENCE LLC	1452 LAWRENCE ST	\$ 85,086	40%	\$ 34,034	\$ 42.44
02345-39-010-000	AT & T QWEST CORPORATION	1425 CHAMPA ST	\$ 2,718,750	80%	\$ 2,175,000	\$ 2,712.43
02345-39-011-000	QWEST CORPORATION	931 14TH ST	\$ 324,191	80%	\$ 259,353	\$ 323.44
02345-39-012-000	U S WEST COMMUNICATIONS INC	931 14TH ST	\$ 10,834,197	80%	\$ 8,667,358	\$ 10,809.01
02345-39-013-000	U S WEST COMMUNICATIONS INC	931 14TH ST	\$ 2,718,750	80%	\$ 2,175,000	\$ 2,712.43
02345-40-023-000	WEWATTA STREET INVESTMENTS LLC	727 14TH ST	\$ 2,175,290	100%	\$ 2,175,290	\$ 2,712.79
02345-41-018-000	WEWATTA STREET INVESTMENTS LLC	1417 CALIFORNIA ST UNIT -1431	\$ 1,943,087	100%	\$ 1,943,087	\$ 2,423.21
02345-41-021-000	WALNUT-TWELVE ASSOCIATES &	1401 CALIFORNIA ST	\$ 29	100%	\$ 29	\$ 0.04
02345-41-023-000	WALNUT-TWELVE ASSOCIATES &	701 14TH ST	\$ 29	100%	\$ 29	\$ 0.04
02345-41-027-000	CWI 2 DENVER DOWNTOWN HOTEL	1420 STOUT ST	\$ 26,086,138	78%	\$ 20,289,218	\$ 25,302.57
02345-42-027-000	DENVER CONVENTION CENTER HOTEL	650 15TH ST	\$ 70,195,921	50%	\$ 35,097,961	\$ 43,770.47
02345-43-001-001	NB AURARIA DST	1051 14TH ST UNIT ARAIA	\$ 2,255,127	100%	\$ 2,255,127	\$ 2,812.36
02345-43-002-002	TCH PROPERTY LLC	1405 CURTIS ST UNIT HOTEL	\$ 18,523,721	100%	\$ 18,523,721	\$ 23,100.83
02345-43-003-003	TCH PROPERTY LLC	1405 CURTIS ST PODM1	\$ 814,349	100%	\$ 814,349	\$ 1,015.57
02345-43-004-004	TCH PROPERTY LLC	1405 CURTIS ST UNIT PRK	\$ 2,331,745	100%	\$ 2,331,745	\$ 2,907.91
02345-43-005-005	NB AURARIA DST	1405 CURTIS ST PODM2	\$ 23,054	100%	\$ 23,054	\$ 28.75
02345-37-016-016 thru 02345-37-122-122	Four Seasons	Common Community	\$ 34,628,384	76%	\$ 26,317,572	\$ 32,820.50
02345-45-604-604 thru 02345-44-001-001	Spire	Common Community	\$ 22,296,270	67%	\$ 14,938,500.90	\$ 18,629.72
Total of Premium Zone			\$ 247,886,956		\$ 184,498,443	\$ 230,087.00

14th Street Standard Zone Properties

Parcel #/HOA	Address	Owner	Assessed Value	% in District	Charges Value	Capital Charge
02331-17-009-000	LOTUS CONCEPTS PROPERTIES LLC	1414 MARKET ST	\$ 270,744	100%	\$ 270,744	\$ 537.93
02331-17-010-000	KARAGAS,JAMES G	1410 MARKET ST	\$ 271,005	100%	\$ 271,005	\$ 538.45
02331-17-011-000	FOCUS INVESTMENTS LTD	1400 MARKET ST	\$ 759,974	100%	\$ 1,015,290	\$ 2,017.25
02331-17-012-000	LARIMER SQUARE NORTH LLC	1317 14TH ST	\$ 300,643	100%	\$ 300,643	\$ 597.34
02331-17-024-000	LARIMER SQUARE PARKING LLC	1422 MARKET ST UNIT -1432	\$ 2,374,897	67%	\$ 1,591,181	\$ 3,161.47
02331-17-026-000	HERMANSON FAMILY LIMITED	1423 LARIMER ST	\$ 3,085,426	78%	\$ 2,406,632	\$ 4,781.67
02331-21-003-000	PARADISE INVESTMENTS	1301 LARIMER ST UNIT MISC	\$ 315,317	100%	\$ 315,317	\$ 626.49
02331-21-004-000	PARADISE INVESTMENTS	1301 LARIMER ST UNIT MISC	\$ 67,860	100%	\$ 67,860	\$ 134.83
02331-21-005-000	PARADISE INVESTMENTS	1301 LARIMER ST UNIT MISC	\$ 8,671	100%	\$ 8,671	\$ 17.23

02331-21-006-000	PARADISE INVESTMENTS	1385 LARIMER ST	\$ -	100%	\$ -	\$ -
02336-01-003-000	RINGSBY TERMINALS INC	1336 GLENARM PL	\$ 544,040	100%	\$ 544,040	\$ 1,080.94
02336-01-009-000	DUNKELD-14 CO LLC	414 14TH ST	\$ 2,330,933	0%	\$ -	\$ -
02336-01-010-000	DENVER DOWNTOWN HOTEL PARTNERS	1350 GLENARM PL	\$ 14,431,444	100%	\$ 14,431,444	\$ 28,673.42
02336-02-020-000	DENVER ATHLETIC CLUB	1326 WELTON ST UNIT -1380	\$ 2,719,040	80%	\$ 2,175,232	\$ 4,321.91
02336-02-022-000	DENVER ATHLETIC CLUB INC	1325 GLENARM PL	\$ 5,362,622	50%	\$ 2,681,311	\$ 5,327.42
02346-17-010-000	14TH & TREMONT LLC	323 14TH ST	\$ 387,701	100%	\$ 387,701	\$ 770.31
02346-17-011-000	1409 COURT LLC	1409 COURT PL	\$ 318,391	100%	\$ 318,391	\$ 632.60
02346-17-012-000	1409 COURT LLC	1411 COURT PL	\$ 228,665	100%	\$ 228,665	\$ 454.33
02346-17-013-000	1409 COURT LLC	1421 COURT PL UNIT VCNT	\$ 95,439	100%	\$ 95,439	\$ 189.62
02346-17-026-000	1409 COURT LLC	1425 COURT PL	\$ 190,617	100%	\$ 190,617	\$ 378.73
02346-17-029-000	BLECKER LLC &	1424 TREMONT PL	\$ 510,052	100%	\$ 510,052	\$ 1,013.41
02346-18-004-000	ADAR SHENI LLC	1400 GLENARM PL	\$ 703,250	100%	\$ 703,250	\$ 1,397.27
02346-18-013-000	HPT IHG2 PROPERTIES TRUST	1450 GLENARM PL	\$ 6,974,645	33%	\$ 2,301,633	\$ 4,573.05
02346-18-021-000	BROOKFIELD MOUNTAIN INC	1415 TREMONT PL	\$ 1,015,290	100%	\$ 1,015,290	\$ 2,017.25
02346-18-022-000	BOP REPUBLIC PLAZA I LLC	400 15TH ST	\$ 5,089,964	20%	\$ 1,017,993	\$ 2,022.62
02346-19-031-000	GLENARM PARKING LLC	1405 GLENARM PL	\$ 441,358	73%	\$ 322,191	\$ 640.15
02346-19-032-000	APPLE TEN SPE DENVER INC	1400 WELTON ST	\$ 5,543,060	100%	\$ 5,543,060	\$ 11,013.35
02346-19-033-000	CWI DENVER CBD HOTEL LLC	550 15TH ST	\$ 4,122,060	11%	\$ 453,427	\$ 900.90
02346-21-004-000	DIKEOU REALTY	1332 TREMONT PL	\$ 67,899	100%	\$ 67,899	\$ 134.91
02346-21-015-000	DIKEOU REALTY	320 14TH ST	\$ 754,290	100%	\$ 754,290	\$ 1,498.68
02346-21-016-000	DIKEOU REALTY	1399 COURT PL	\$ 464,290	100%	\$ 464,290	\$ 922.48
Total Standard Zone Properties			\$ 59,749,587		\$ 40,453,558	\$ 80,376

14th Street Exempt Properties						
Parcel #/HOA	Owner	Address	Assessed Value	% in District	Charges Value	Capital Charge
02331-21-007-000	CITY & COUNTY OF DENVER	1301 LARIMER ST UNIT MISC	\$ 84,332.00	0%	\$ -	\$ -
02331-21-008-000	CITY & COUNTY OF DENVER	1301 LARIMER ST UNIT MISC	\$ 73,428.00	0%	\$ -	\$ -
02336-07-013-000	CITY & COUNTY OF DENVER	1040 14TH ST	\$ 35,970,324.00	0%	\$ -	\$ -
02336-08-027-000	REGENTS OF THE UNIVERSITY OF	1380 LAWRENCE ST	\$ 10,158,120.00	0%	\$ -	\$ -
02336-08-084-084	HOVER HSH LLC	1390 LAWRENCE ST CU-4	\$ 398,286.00	0%	\$ -	\$ -
02336-08-090-090	HELEN G BONFILS FOUNDATION	1348 LAWRENCE ST UNIT U-A1	\$ 5,945,667.00	0%	\$ -	\$ -
02336-09-030-000	CITY & COUNTY OF DENVER	1300 N SPEER BLVD	\$ 29.00	0%	\$ -	\$ -
02336-09-033-000	REGENTS OF THE UNIVERSITY OF	1250 14TH ST	\$ 7,602,988.00	0%	\$ -	\$ -
02336-24-001-000	CITY & COUNTY OF DENVER	700 14TH ST	\$ 174,766,760.00	0%	\$ -	\$ -
02336-26-001-000	CITY & COUNTY OF DENVER	1324 CHAMPA ST	\$ 3,931,095.00	0%	\$ -	\$ -
02345-41-020-000	REGIONAL TRANSPORTATION	1401 CALIFORNIA ST	\$ 29.00	0%	\$ -	\$ -
02345-41-022-000	REGIONAL TRANSPORTATION	701 14TH ST	\$ 29.00	0%	\$ -	\$ -
02346-21-013-000	CITY & COUNTY OF DENVER	303 W COLFAX AVE	\$ 9,347,976.00	0%	\$ -	\$ -
02346-24-005-000	CIVIC CENTER OFFICE BUILDING	201 W COLFAX AVE	\$ 64,571,487.00	0%	\$ -	\$ -
02346-25-001-000	CITY & COUNTY OF DENVER	270 14TH ST	\$ 873,509.00	0%	\$ -	\$ -
Total Exempt			\$ 313,724,059			-

Total of Premium Zone Properties	\$ 247,886,956		\$ 184,498,443	\$ 230,087
Total of Standard Zone Properties	\$ 59,749,587		\$ 40,453,558	\$ 80,376
Grand Total	\$ 307,636,543		\$ 224,952,000	\$ 310,463

**Denver 14th Street General Improvement District
2018 Maintenance Charges**

Initial Maintenance Charge Total	\$	176,539
Initial Maintenance Charge Premium Zone	\$	143,279
Initial Maintenance Charge Standard Zone	\$	33,260
Upgrade Charges (Standard to Premium Zone)	\$	19,891
Total Maintenance Budget	\$	196,430

14th Street Premium Zone Properties

Parcel #	Address	Owner	14th St. Front Foot	Maintenance Charge Rate	Maintenance Charge	Premium Upgrade Charge
02336-08-077-077	DENVER HOTEL TEATRO LLC	1110 14TH ST	133	\$ 69.4182	\$ 9,232.62	NA
02336-08-081-081	HOVER HSH LLC	1390 LAWRENCE ST CU1	133	\$ 69.4182	\$ 9,232.62	NA
02336-08-082-082	HOVER HSH LLC	1390 LAWRENCE ST CU-2	0	\$ 69.4182	\$ -	NA
02336-08-083-083	HOVER HSH LLC	1390 LAWRENCE ST CU-3	0	\$ 69.4182	\$ -	NA
02336-08-085-085	HOVER HSH LLC	1390 LAWRENCE ST CU-S	0	\$ 69.4182	\$ -	NA
02345-36-008-000	HERMANSON FAMILY TRUST &	1428 LARIMER ST	0	\$ 69.4182	\$ -	NA
02345-36-024-000	LARIMER SQUARE ASSOCIATES LTD	1400 LARIMER ST	125	\$ 69.4182	\$ 8,677.28	NA
02345-36-025-000	RENSHAN LP	1435 LAWRENCE ST	125	\$ 69.4182	\$ 8,677.28	NA
02345-37-123-000	1452 LAWRENCE LLC	1452 LAWRENCE ST	75	\$ 69.4182	\$ 5,206.37	NA
02345-37-124-000	1452 LAWRENCE LLC	1452 LAWRENCE ST	0	\$ 69.4182	\$ -	NA
02345-39-010-000	AT & T QWEST CORPORATION	1425 CHAMPA ST	125	\$ 69.4182	\$ 8,677.28	NA
02345-39-011-000	QWEST CORPORATION	931 14TH ST	0	\$ 69.4182	\$ -	NA
02345-39-012-000	U S WEST COMMUNICATIONS INC	931 14TH ST	0	\$ 69.4182	\$ -	NA
02345-39-013-000	U S WEST COMMUNICATIONS INC	931 14TH ST	125	\$ 69.4182	\$ 8,677.28	NA
02345-40-023-000	WEWATTA STREET INVESTMENTS LLC	727 14TH ST	125	\$ 69.4182	\$ 8,677.28	NA
02345-41-018-000	WEWATTA STREET INVESTMENTS LLC	1417 CALIFORNIA ST UNIT -1431	125	\$ 69.4182	\$ 8,677.28	NA
02345-41-021-000	WALNUT-TWELVE ASSOCIATES &	1401 CALIFORNIA ST	0	\$ 69.4182	\$ -	NA
02345-41-023-000	WALNUT-TWELVE ASSOCIATES &	701 14TH ST	0	\$ 69.4182	\$ -	NA
02345-41-027-000	CWI 2 DENVER DOWNTOWN HOTEL	1420 STOUT ST	125	\$ 69.4182	\$ 8,677.28	NA
02345-42-027-000	DENVER CONVENTION CENTER HOTEL	650 15TH ST	266	\$ 69.4182	\$ 18,465.24	NA
02345-43-001-001	NB AURARIA DST	1051 14TH ST UNIT ARAIA	133	\$ 69.4182	\$ 9,232.62	NA
02345-43-002-002	TCH PROPERTY LLC	1405 CURTIS ST UNIT HOTEL	133	\$ 69.4182	\$ 9,232.62	NA
02345-43-003-003	TCH PROPERTY LLC	1405 CURTIS ST PODM1	0	\$ 69.4182	\$ -	NA
02345-43-004-004	TCH PROPERTY LLC	1405 CURTIS ST UNIT PRK	0	\$ 69.4182	\$ -	NA
02345-43-005-005	NB AURARIA DST	1405 CURTIS ST PODM2	0	\$ 69.4182	\$ -	NA
02345-37-016-016 thru 02345-37-122-122	Four Seasons	Common Community	191	\$ 69.4182	\$ 13,258.88	NA
02345-45-604-604 thru 02345-44-001-001	Spire	Common Community	125	\$ 69.4182	\$ 8,677.28	NA
Total of Premium Zone			2,064	\$ 69.4182	\$ 143,279.16	NA

14th Street Standard Zone Properties

Parcel #	Address	Owner	14th St. Front Foot	Maintenance Charge Rate	Maintenance Charge	Premium Upgrade Charge
02331-17-009-000	LOTUS CONCEPTS PROPERTIES LLC	1414 MARKET ST	0	\$ 16.38	\$ -	\$ -
02331-17-010-000	KARAGAS,JAMES G	1410 MARKET ST	0	\$ 16.38	\$ -	\$ -
02331-17-011-000	FOCUS INVESTMENTS LTD	1400 MARKET ST	125	\$ 16.38	\$ 2,047.01	\$ -
02331-17-012-000	LARIMER SQUARE NORTH LLC	1317 14TH ST	50	\$ 16.38	\$ 818.81	\$ -
02331-17-024-000	LARIMER SQUARE PARKING LLC	1422 MARKET ST UNIT -1432	0	\$ 16.38	\$ -	\$ -
02331-17-026-000	HERMANSON FAMILY LIMITED	1423 LARIMER ST	75	\$ 16.38	\$ 1,228.21	\$ -
02331-21-003-000	PARADISE INVESTMENTS	1301 LARIMER ST UNIT MISC	218	\$ 16.38	\$ 3,569.99	\$ -
02331-21-004-000	PARADISE INVESTMENTS	1301 LARIMER ST UNIT MISC	0	\$ 16.38	\$ -	\$ -
02331-21-005-000	PARADISE INVESTMENTS	1301 LARIMER ST UNIT MISC	0	\$ 16.38	\$ -	\$ -
02331-21-006-000	PARADISE INVESTMENTS	1385 LARIMER ST	63	\$ 16.38	\$ 1,031.69	\$ -
02336-01-003-000	RINGSBY TERMINALS INC	1336 GLENARM PL	0	\$ 16.38	\$ -	\$ -
02336-01-009-000	DUNKELD-14 CO LLC	414 14TH ST	125	\$ 16.38	\$ 2,047.01	\$ 6,630.25
02336-01-010-000	DENVER DOWNTOWN HOTEL PARTNERS	1350 GLENARM PL	125	\$ 16.38	\$ 2,047.01	\$ 6,630.25
02336-02-020-000	DENVER ATHLETIC CLUB	1326 WELTON ST UNIT -1380	125	\$ 16.38	\$ 2,047.01	\$ -

02336-02-022-000	DENVER ATHLETIC CLUB INC	1325 GLENARM PL	125	\$	16.38	\$	2,047.01	\$	-
02346-17-010-000	14TH & TREMONT LLC	323 14TH ST	125	\$	16.38	\$	2,047.01	\$	-
02346-17-011-000	1409 COURT LLC	1409 COURT PL	125	\$	16.38	\$	2,047.01	\$	-
02346-17-012-000	1409 COURT LLC	1411 COURT PL	0	\$	16.38	\$	-	\$	-
02346-17-013-000	1409 COURT LLC	1421 COURT PL UNIT VCNT	0	\$	16.38	\$	-	\$	-
02346-17-026-000	1409 COURT LLC	1425 COURT PL	0	\$	16.38	\$	-	\$	-
02346-17-029-000	BLECKER LLC &	1424 TREMONT PL	0	\$	16.38	\$	-	\$	-
02346-18-004-000	ADAR SHENI LLC	1400 GLENARM PL	125	\$	16.38	\$	2,047.01	\$	-
02346-18-013-000	HPT IHG2 PROPERTIES TRUST	1450 GLENARM PL	0	\$	16.38	\$	-	\$	-
02346-18-021-000	BROOKFIELD MOUNTAIN INC	1415 TREMONT PL	125	\$	16.38	\$	2,047.01	\$	-
02346-18-022-000	BOP REPUBLIC PLAZA I LLC	400 15TH ST	0	\$	16.38	\$	-	\$	-
02346-19-031-000	GLENARM PARKING LLC	1405 GLENARM PL	125	\$	16.38	\$	2,047.01	\$	-
02346-19-032-000	APPLE TEN SPE DENVER INC	1400 WELTON ST	125	\$	16.38	\$	2,047.01	\$	6,630.25
02346-19-033-000	CWI DENVER CBD HOTEL LLC	550 15TH ST	0	\$	16.38	\$	-	\$	-
02346-21-004-000	DIKEOU REALTY	1332 TREMONT PL	0	\$	16.38	\$	-	\$	-
02346-21-015-000	DIKEOU REALTY	320 14TH ST	125	\$	16.38	\$	2,047.01	\$	-
02346-21-016-000	DIKEOU REALTY	1399 COURT PL	125	\$	16.38	\$	2,047.01	\$	-
Total Standard Zone Properties			2,031			\$	33,259.86	\$	19,890.75

14th Street Exempt Properties						
Parcel #	Address	Owner	14th St. Front Foot	Maintenance Charge Rate	Maintenance Charge	Premium Upgrade Charge
02331-21-007-000	CITY & COUNTY OF DENVER	1301 LARIMER ST UNIT MISC	0	NA	\$ -	\$ -
02331-21-008-000	CITY & COUNTY OF DENVER	1301 LARIMER ST UNIT MISC	0	NA	\$ -	\$ -
02336-07-013-000	CITY & COUNTY OF DENVER	1040 14TH ST	0	NA	\$ -	\$ -
02336-08-027-000	REGENTS OF THE UNIVERSITY OF	1380 LAWRENCE ST	0	NA	\$ -	\$ -
02336-08-084-084	HOVER HSH LLC	1390 LAWRENCE ST CU-4	0	NA	\$ -	\$ -
02336-08-090-090	HELEN G BONFILS FOUNDATION	1348 LAWRENCE ST UNIT U-A1	0	NA	\$ -	\$ -
02336-09-030-000	CITY & COUNTY OF DENVER	1300 N SPEER BLVD	0	NA	\$ -	\$ -
02336-09-033-000	REGENTS OF THE UNIVERSITY OF	1250 14TH ST	0	NA	\$ -	\$ -
02336-24-001-000	CITY & COUNTY OF DENVER	700 14TH ST	0	NA	\$ -	\$ -
02336-26-001-000	CITY & COUNTY OF DENVER	1324 CHAMPA ST	0	NA	\$ -	\$ -
02345-41-020-000	REGIONAL TRANSPORTATION	1401 CALIFORNIA ST	0	NA	\$ -	\$ -
02345-41-022-000	REGIONAL TRANSPORTATION	701 14TH ST	0	NA	\$ -	\$ -
02346-21-013-000	CITY & COUNTY OF DENVER	303 W COLFAX AVE	0	NA	\$ -	\$ -
02346-24-005-000	CIVIC CENTER OFFICE BUILDING	201 W COLFAX AVE	0	NA	\$ -	\$ -
02346-25-001-000	CITY & COUNTY OF DENVER	270 14TH ST	0	NA	\$ -	\$ -
Total Exempt			-		-	-

	14th St. Front Foot
Total of Premium Zone Properties	143,279
Total of Standard Zone Properties	33,260
Initial Maintenance Budget	176,539
Plus Premium Upgrade Charges	19,891
Total Maintenance Budget	196,430

**DENVER 14TH STREET GENERAL IMPROVEMENT DISTRICT
CITY AND COUNTY OF DENVER, COLORADO**

**FINANCIAL STATEMENTS
December 31, 2016**

L. PAUL GOEDECKE P.C.
CERTIFIED PUBLIC ACCOUNTANTS

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L. PAUL GOEDECKE P.C.

CERTIFIED PUBLIC ACCOUNTANTS

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Independent Auditor's Report

Board of Directors
Denver 14th Street General Improvement District

Report on the Financial Statements

We have audited the accompanying financial statements of the governmental activities and each major fund of Denver 14th Street General Improvement District as of and for the year ended December 31, 2016, and the related notes to the financial statements, which collectively comprise the District's basic financial statements, as listed in the table of contents.

Management's Responsibility for the Financial Statements

Management is responsible for the preparation and fair presentation of these financial statements in accordance with accounting principles generally accepted in the United States of America; this includes the design, implementation, and maintenance of internal control relevant to the preparation and fair presentation of financial statements that are free from material misstatement, whether due to fraud or error.

Auditor's Responsibility

Our responsibility is to express an opinion on these financial statements based on our audits. We conducted our audits in accordance with auditing standards generally accepted in the United States of America. Those standards require that we plan and perform the audit to obtain reasonable assurance about whether the financial statements are free from material misstatement. An audit involves performing procedures to obtain audit evidence about the amounts and disclosures in the financial statements. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error. In making those risk assessments, the auditor considers internal control relevant to the entity's preparation and fair presentation of the financial statements in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the entity's internal control. Accordingly, we express no such opinion. An audit also includes evaluating the appropriateness of accounting policies used and the reasonableness of significant accounting estimates made by management, as well as evaluating the overall presentation of the financial statements. We believe the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion.

Opinion

In our opinion, the financial statements referred to above present fairly, in all material respects, the respective financial position of the governmental activities and each major fund of the Denver 14th Street General Improvement District as of December 31, 2016, and the respective changes in financial position and the respective budgetary comparison for the general fund for the year then ended in conformity with accounting principles generally accepted in the United States of America.

Other Matters

The management's discussion and analysis information on pages III - IV are not a required part of the basic financial statements but are supplementary information required by accounting principles generally accepted in the United States of America. We have applied certain limited procedures, which consisted principally of inquiries of management regarding the methods of measurement and presentation of the required supplementary information. However, we did not audit the information and express no opinion on it.

Our audit was conducted for the purpose of forming opinions on the financial statements that collectively comprise the District's financial statements as a whole. The supplementary information as listed in the table of contents is presented for purposes of legal compliance and additional analysis and is not a required part of the financial statements. The supplementary information is the responsibility of management and was derived from and relates directly to the underlying accounting and other records used to prepare the financial statements. The information has been subjected to the auditing procedures applied in the audit of the financial statements and certain additional procedures, including comparing and reconciling such information directly to the underlying accounting and other records used to prepare the financial statements or to the financial statements themselves, and other additional procedures in accordance with auditing standards generally accepted in the United States of America. In our opinion, the information is fairly stated in all material respects in relation to the financial statements as a whole.

L. Paul Goedecke P.C.

L. Paul Goedecke, P.C.
June 20, 2017

DENVER 14TH STREET GENERAL IMPROVEMENT DISTRICT Management's Discussion and Analysis

Management's discussion and analysis of the Denver 14th Street General Improvement District's (GID's) financial performance provides an overview of the GID's financial activities for the year ending on December 31, 2016. This annual report consists of a series of financial statements. The Statement of Net Position (on pages 1-2) and the Statement of Activities (on pages 3-4) provide information about the activities of the GID as a whole and present a longer-term view of the GID's finances. For governmental activities, these statements explain how these services were financed in the short term, as well as what remains for future spending.

The 2016 GID operating revenues were \$213,348, down by 1.9% from 2015 operating revenues of \$217,542. Revenues from property owner maintenance charges were up \$5,205 and banner revenues were up \$9,428 from 2015.

Operating expenses were \$180,941 in 2016 as compared to operating expenditures in 2015 of \$217,413, a decrease of \$36,472.

The GID Net Position increased by \$135,947 in 2016 as the District retired \$95,000 of its outstanding debt.

Property owner maintenance charges represent 91% of the total revenues for 2016.

The full year of operation for the 14th Street General Improvement District included routine maintenance of trees and planter landscaping, surface debris removal, trash and recycling removal. The majority of expenditures were primarily due to landscaping work including the seasonal fortifying of the perennial beds. In addition, the City and County of Denver contracted with the GID to provide planter installation and maintenance for the Webb Building.

Budgetary Highlights:

The full-year of operation also expanded expenditure line item "routine maintenance costs" to detail specific expenses by expanding to include the following:

- Seasonal planting and landscape work
- Electrical repairs/miscellaneous maintenance
- Monument and signage

- Utilities expenditures were itemized: water and electric
- Additional landscape from exempt properties
- Periodic repairs and maintenance

Financial Contact:

The Denver 14th Street General Improvement District financial statements are designed to present users with a general overview of the GID's finances and to demonstrate the GID's accountability. If there are any questions about the report or additional information is needed, please contact Denver 14th Street GID, 1515 Arapahoe St., Tower 2, Ste 400, Denver, CO 80202.

DENVER 14TH STREET GENERAL IMPROVEMENT DISTRICT

**Governmental Funds Balance Sheet/Statement of Net Position
December 31, 2016**

	<u>General Fund</u>	<u>Debt Service Fund</u>	<u>Total</u>	<u>Adjustments</u>	<u>Statement of Net Position</u>
ASSETS:					
Cash and investments	\$ 185,040	\$ -	\$ 185,040	\$ -	\$ 185,040
Cash and investments - restricted	6,500	63,211	69,711	-	69,711
Accounts receivable	49,458	-	49,458	-	49,458
Total assets	<u>\$ 240,998</u>	<u>\$ 63,211</u>	<u>\$ 304,209</u>	<u>\$ -</u>	<u>\$ 304,209</u>
LIABILITIES:					
Accounts payable	\$ 22,828	\$ -	\$ 22,828	\$ -	\$ 22,828
Interest payable-bonds	-	-	-	20,621	20,621
Long-term liabilities:					
Due in one year	-	-	-	105,000	105,000
Due after one year	-	-	-	3,581,737	3,581,737
Total liabilities	<u>22,828</u>	<u>-</u>	<u>22,828</u>	<u>3,707,358</u>	<u>\$ 3,730,186</u>
FUND BALANCE/NET POSITION					
Fund Balances:					
Restricted					
Emergencies	6,500	-	6,500	(6,500)	-
Debt Service	-	63,211	63,211	(63,211)	-
Unassigned	211,670	-	211,670	(211,670)	-
Total fund balances	<u>218,170</u>	<u>63,211</u>	<u>281,381</u>	<u>(281,381)</u>	<u>-</u>
Total liabilities and fund balance	<u>\$ 240,998</u>	<u>\$ 63,211</u>	<u>\$ 304,209</u>	<u>\$ 3,425,977</u>	
NET POSITION					
Restricted for:					
Emergencies				6,500	6,500
Debt service				63,211	63,211
Unrestricted				(3,495,688)	(3,495,688)
Total net position				<u>\$ (3,425,977)</u>	<u>\$ (3,425,977)</u>

NOTE: The accompanying notes are an integral part of the financial statements.

DENVER 14TH STREET GENERAL IMPROVEMENT DISTRICT

**STATEMENT OF GOVERNMENTAL FUND REVENUES, EXPENDITURES, AND
CHANGES IN FUND BALANCES/STATEMENT OF ACTIVITIES**

For the Year Ended December 31, 2016

	<u>General Fund</u>	<u>Debt Service</u>	<u>Total</u>	<u>Adjustments</u>	<u>Statement of Net Position</u>
EXPENDITURES/EXPENSES					
Administrative charge	\$ 40,000	\$ -	\$ 40,000	-	\$ 40,000
Audit	3,250	-	3,250	-	3,250
Bank and board charges	2,135	500	2,635	-	2,635
Legal fees	1,281	-	1,281	-	1,281
Insurance	5,614	-	5,614	-	5,614
Seasonal planting and landscape work	54,492	-	54,492	-	54,492
Electrical repairs/miscellaneous maintenance	10,553	-	10,553	-	10,553
Holiday lights	15,000	-	15,000	-	15,000
Assessment calculation	2,499	-	2,499	-	2,499
City district fee	5,000	-	5,000	-	5,000
Banner installations	8,658	-	8,658	-	8,658
Additional landscape exempt properties	10,866	-	10,866	-	10,866
Watering	5,789	-	5,789	-	5,789
Recycling receptacles	2,166	-	2,166	-	2,166
Electric	9,018	-	9,018	-	9,018
Periodic maintenance repairs	4,620	-	4,620	-	4,620
Bond interest	-	254,100	254,100	(8,540)	245,560
Bond principal	-	95,000	95,000	(95,000)	-
Total expenditures/expenses	<u>\$ 180,941</u>	<u>\$ 349,600</u>	<u>\$ 530,541</u>	<u>\$ (103,540)</u>	<u>\$ 427,001</u>
REVENUES					
General Revenues		-			
Property owner maintenance charges	\$ 193,390	\$ -	\$ 193,390	\$ -	\$ 193,390
Property owner capital debt charges	-	349,600	349,600	-	349,600
Investment income	175	-	175	-	175
Banner rental income/additional maintenance	19,783	-	19,783	-	19,783
Total revenues	<u>213,348</u>	<u>349,600</u>	<u>562,948</u>	<u>-</u>	<u>562,948</u>
NET CHANGES IN FUND BALANCES	32,407	-	32,407	(32,407)	-
CHANGE IN NET POSITION				135,947	135,947
FUND BALANCE/NET POSITION:					
BEGINNING OF YEAR	<u>185,763</u>	<u>63,211</u>	<u>248,974</u>	<u>(3,810,898)</u>	<u>(3,561,924)</u>
END OF YEAR	<u>\$ 218,170</u>	<u>\$ 63,211</u>	<u>\$ 281,381</u>	<u>\$ (3,707,358)</u>	<u>\$ (3,425,977)</u>

NOTE: The accompanying notes are an integral part of the financial statements.

DENVER 14TH STREET GENERAL IMPROVEMENT DISTRICT

GENERAL FUND

**STATEMENT OF REVENUES, EXPENDITURES, AND CHANGES IN FUND
BALANCES – BUDGET AND ACTUAL**

Year Ended December 31, 2016

	<u>Original/Final Budget</u>	<u>Actual Amounts</u>	<u>Variance with Final Budget Positive (Negative)</u>
REVENUES			
Property owner maintenance charges	\$ 186,239	\$ 193,390	\$ 7,151
Banner rental revenue/additional maintenance	35,020	19,783	(15,237)
Interest revenue	-	175	175
Total revenues	<u>221,259</u>	<u>213,348</u>	<u>(7,911)</u>
EXPENDITURES			
General government			
Administrative charges	\$ 40,000	\$ 40,000	\$ -
Audit	3,250	3,250	-
Bank and board charges	800	2,135	(1,335)
Legal fees	3,000	1,281	1,719
Insurance	6,000	5,614	386
Seasonal planting and landscape work	46,336	54,492	(8,156)
Electrical repairs/miscellaneous maintenance	13,000	10,553	2,447
Holiday lights	22,660	15,000	7,660
Assessment calculation	2,500	2,499	1
City District fee	5,000	5,000	-
Banner installations	12,550	8,658	3,892
Additional landscape exempt properties	11,858	10,866	992
Monument and signage	2,500	-	2,500
Watering	4,120	5,789	(1,669)
Recycling receptacles	3,150	2,166	984
Electric	7,725	9,018	(1,293)
Periodic repairs and maintenance	15,000	4,620	10,380
Emergency reserve	148	-	148
Contingency	2,000	-	2,000
Total expenditures	<u>201,597</u>	<u>180,941</u>	<u>20,656</u>
EXCESS (DEFICIENCY) OF REVENUES OVER EXPENDITURES	19,662	32,407	12,745
FUND BALANCE/NET POSITION:			
BEGINNING OF YEAR	131,994	185,763	53,769
END OF YEAR	<u>\$ 151,656</u>	<u>\$ 218,170</u>	<u>\$ 66,514</u>

NOTE: The accompanying notes are an integral part of the financial statements.

DENVER 14TH STREET GENERAL IMPROVEMENT DISTRICT

NOTES TO FINANCIAL STATEMENTS

December 31, 2016

NOTE 1 - DEFINITION OF REPORTING ENTITY

The District, a public or quasi-municipal subdivision of the State of Colorado and body corporate, was organized by Ordinance 464, Series of 2009 of the City Council of the City and County of Denver (the City Council) and is governed pursuant to provisions of the Improvement District Act, Part 6 of Article 25 of Title 31, C.R.S. The District's service area is located entirely in the City and County of Denver (the City). The City Council constitutes the ex-officio Board of Directors of the District (the Board). The Board established an advisory board (the Advisory Board) to assist with the management of the financial and legal affairs of the District.

The District was established to provide, acquire or finance and operate and maintain street improvements, including but not limited to curbs, gutters, culverts and other drainage facilities, underground conduit, sidewalks, trails, parking, paving, lighting, grading, landscaping, bicycle paths and pedestrian ways, bicycle parking and facilities, retaining walls, fencing, entry monumentation, streetscaping, furniture, benches, trash receptacles, newspaper corrals, bridges, median islands, irrigation, signalization, signing and striping, area identification, and incidental and appurtenant facilities, equipment, land and easements and extensions of and improvements to such facilities.

The District follows the Governmental Accounting Standards Board (GASB) accounting pronouncements, which provide guidance for determining which governmental activities, organizations and functions should be included within the financial reporting entity. GASB pronouncements set forth the financial accountability of a governmental organization's elected governing body as the basic criterion for including a possible component governmental organization in a primary government's legal entity. Financial accountability includes, but is not limited to, appointment of a voting majority of the organization's governing body, ability to impose its will on the organization, a potential for the organization to provide specific financial benefits or burdens, and fiscal dependency.

The District is a component unit of the City for financial statement reporting purposes.

The District has no employees and all operations and administrative functions are contracted.

NOTE 2 – SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

The more significant accounting policies of the District are described as follows:

Basis of Presentation

The accompanying financial statements are presented per GASB Statement No. 34 – Special Purpose Governments.

DENVER 14TH STREET GENERAL IMPROVEMENT DISTRICT

NOTES TO FINANCIAL STATEMENTS

December 31, 2016

NOTE 2 – SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

Government-wide and Fund Financial Statements

The government-wide financial statements include the statement of net assets and the statement of activities. These financial statements include all of the activities of the District. For the most part, the effect of interfund activity has been removed from these statements.

The statement of net assets reports all financial and capital resources of the District. The difference between the assets and liabilities of the District is reported as net assets.

The statement of activities demonstrates the degree to which the direct and indirect expenses of a given function or segment are offset by program revenues. Direct expenses are those that are clearly identifiable with a specific function or segment. Program revenues include 1) charges to customers or applicants who purchase, use, or directly benefit from goods, services, or privileges provided by a given function or segment, and 2) grants and contributions that are restricted to meeting the operational or capital requirements of a particular function or segment.

Separate financial statements are provided for the government funds. Major individual governmental funds are reported as separate columns in the fund financial statements.

Measurement Focus, Basis of Accounting and Financial Statement Presentation

The government-wide financial statements are reported using the *economic resources measurement focus* and the *accrual basis of accounting*. Revenues are recorded when earned and expenses are recorded when a liability is incurred, regardless of the timing of related cash flows.

Governmental fund financial statements are reported using the *current financial resources measurement focus* and the *modified accrual basis of accounting*. Revenues are recognized as soon as they are both measurable and available. Revenues are considered to be *available* when they are collectible within the current period or soon enough thereafter to pay liabilities of the current period. For this purpose, the District considers revenues to be available if they are collected within 60 days of the end of the current period. The major sources of revenue susceptible to accrual are charges and interest. All other revenue items are considered to be measurable and available only when cash is received by the District. Expenditures, other than interest on long-term obligations, are recorded when the liability is incurred or the long-term obligation is due.

The District reports the following major governmental funds:

General Fund – The General Fund is the general operating fund of the District. It is used to account for all financial resources not accounted for and reported in another fund.

DENVER 14TH STREET GENERAL IMPROVEMENT DISTRICT

NOTES TO FINANCIAL STATEMENTS
December 31, 2016

NOTE 2 – SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

Debt Service Fund – The Debt Service Fund is used to account for the accumulation of resources that are restricted, committed or assigned to expenditures for principal, interest and other debt related costs.

As a general rule, the effect of interfund activity has been eliminated from the government-wide financial statements.

When both restricted and unrestricted resources are available for use, it is the District’s policy to use restricted resources first, then unrestricted resources as they are needed.

Fund Balances

Beginning with fiscal year 2011 the District implemented GASB Statement No. 54, “Fund Balance Reporting and Governmental Fund Type Definitions.” This statement provides more clearly defined fund balance categories to make the nature and extent of the constraints placed on a government’s fund balances more transparent. In the fund financial statements the following classifications describe the relative strength of the spending constraints.

Non-spendable fund balance – The portion of fund balance that cannot be spent because it is either not in spendable form (such as inventory) or is legally or contractually required to be maintained intact.

Restricted fund balance – The portion of fund balance constrained to being used for a specific purpose by external parties (such as grantors or bondholders), constitutional provisions or enabling legislation.

Committed fund balance – The portion of fund balance constrained for specific purposes according to limitations imposed by the District’s highest level of decision making authority, the Board of Directors prior to the end of the current fiscal year. The constraint may be removed or changed only through formal action of the Board of Directors.

Assigned fund balance – The portion of fund balance that is constrained by the government’s intent to be used for specific purposes, but is neither restricted nor committed. Intent is expressed by the Board of Directors to be used for a specific purpose. Constraints imposed on the use of assigned amounts are more easily removed or modified than those imposed on amounts that are classified as committed.

Unassigned fund balance – The residual portion of fund balance that does not meet any of the above criteria.

If more than one classification of fund balance is available for use when an expenditure is incurred, it is the District’s policy to use the most restrictive classification first.

DENVER 14TH STREET GENERAL IMPROVEMENT DISTRICT

NOTES TO FINANCIAL STATEMENTS

December 31, 2016

NOTE 2 – SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

Net Position

Net Position represents the difference between assets and deferred outflows of resources less liabilities and deferred inflows of resources. The District reports two categories of net position, as follows:

Restricted net position – net position is considered restricted if their use is constrained to a particular purpose. Restrictions are imposed by external organizations such as federal or state laws. Restricted net position is reduced by liabilities and deferred inflows of resources related to the restricted net assets.

Unrestricted net position – consists of all other net position that does not meet the definition of the above component and is available for general use by the District.

The District's unrestricted component of net position as of December 31, 2016, is (\$3,729,775). This deficit amount was a result of the District being responsible for the repayment of bonds issued for public improvements which were conveyed to other governmental entities and which costs were removed from the District's financial records.

Budgets

In accordance with the Charter of the City, the Board holds public hearings in the fall each year to approve the budget and appropriate the funds for the ensuing year. The appropriation is at the total fund expenditures level and lapses at year end. The Board can modify the budget by line item within the total appropriation without notification. The appropriation can only be modified upon completion of notification and publication requirements. The budget includes each fund on its basis of accounting unless otherwise indicated.

Pooled Cash and Investments

The District follows the practice of pooling cash and investments of all funds to maximize investment earnings. Except when required by trust or other agreements, all cash is deposited to and disbursed from a single bank account. Cash in excess of immediate operating requirements is pooled for deposit and investment flexibility.

Investments are carried at fair value.

DENVER 14TH STREET GENERAL IMPROVEMENT DISTRICT

NOTES TO FINANCIAL STATEMENTS
December 31, 2016

NOTE 2 – SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

Capital Assets

The initial improvements included within the District are subject to an Intergovernmental Agreement dated March 30, 2010. Provisions of the Agreement provide that the City agrees to cause the installation of sidewalk and streetscape improvements. Consequently, the District's costs related to capital assets have been removed from the District's capital asset records. However, the District has budgeted to maintain certain streetscape improvements within the District at the conclusion of the construction warranty period.

Restricted Fund Balance

Emergency Reserves of \$ 6,500 have been provided for as required by Article X, Section 20 of the Constitution of the State of Colorado.

The restricted fund balance in the Debt Service Fund is to be used for future payment of bond principal, interest and related costs.

NOTE 3 – CASH AND INVESTMENTS

Cash and investments as of December 31, 2016 are classified in the accompanying financial statement as follows:

Statement of net assets:	
Cash and investments - unrestricted	\$ 185,040
- restricted	69,711
Total cash and investments	<u>\$ 254,751</u>

Cash and investments as of December 31, 2016 consist of the following:

Deposits with financial institutions	\$ 204,750
Investments – Held in Trust - UMB Bank	50,001
Total cash and investments	<u>\$ 254,751</u>

Deposits with Financial Institutions

The Colorado Public Deposit Protection Act (PDPA) requires that all units of local government deposit cash in eligible public depositories. State regulators determine eligibility. Amounts on deposit in excess of federal insurance levels must be collateralized. The eligible collateral is determined by the PDPA. PDPA allows the institution to create a single collateral pool for all public funds. The pool is to be maintained by another institution, or held in trust for all the uninsured public deposits as a group. The market value of the collateral must be at least equal to the aggregate uninsured deposits. The State Commissioners for banks and financial services are required by statute to monitor the naming of eligible depositories and reporting of the uninsured deposits and assets maintained in the collateral pools.

DENVER 14TH STREET GENERAL IMPROVEMENT DISTRICT

NOTES TO FINANCIAL STATEMENTS

December 31, 2016

NOTE 3 – CASH AND INVESTMENTS (CONTINUED)

Investments

The District has not adopted a formal investment policy; however, the District follows state statutes regarding investments.

The District categorizes its fair value measurements within the fair value hierarchy established by generally accepted accounting principles. The hierarchy is based on the valuation inputs used to measure the fair value of the asset. Level 1 inputs are quoted prices in active markets for identical assets. Level 2 inputs are significant other observable inputs. Level 3 inputs are significant unobservable inputs. Investments not measured at fair value and not categorized include governmental money market funds (PFM funds Governmental Select series) and money market funds (generally held by Bank Trust Departments in their role as Paying Agent or Trustee), and Colotrust, which record their investments at amortized cost.

Colorado revised statutes limit investment maturities to five years or less unless formally approved by the Board. Such actions are generally associated with a debt service reserve or sinking fund requirements.

Revenue bonds of local government securities, corporate and bank securities, and guaranteed investments contracts not purchased with bond proceeds, are limited to maturities of three years or less.

Colorado State statutes specify investment instruments meeting defined rating and risk criteria in which local governments may invest which include:

- Obligations of the United States, certain U.S. government agency securities and securities of the World bank
- General obligation and revenue bonds of U.S. local government entities
- Certain certificates of participation
- Certain securities lending agreements
- Bankers' acceptances of certain banks
- Commercial paper
- Written repurchase agreements and certain reverse repurchase agreements collateralized by certain authorized securities
- * Certain money market mutual funds
- Guaranteed investment contracts
- * Local government investment pools

As of December 31, 2016, the District has the following investments:

<u>Investment</u>	<u>Maturity</u>	<u>Fair Value</u>
UMB- Federated Prime Obligation Fund	13 months or less	\$ 50,001

DENVER 14TH STREET GENERAL IMPROVEMENT DISTRICT

**NOTES TO FINANCIAL STATEMENTS
December 31, 2016**

NOTE 4 – LONG-TERM OBLIGATIONS

The following is an analysis of changes in long-term obligations for the year ended December 31, 2016:

	Balance at January 1, 2016	Net Issues	Retirements	Balance at December 31, 2016	Current Portion
Series 2010, \$4,000,000 Revenue Bonds	\$ 3,630,080	\$ -	\$ 95,000	\$ 3,535,000	\$ 105,000
Premium on bond issue	159,723	-	7,986	151,737	-
Total	\$ 3,789,803	\$ -	\$ 102,986	\$ 3,686,737	\$ 105,000

The detail of the District's long-term obligations are as follows:

Revenue Bonds

\$4,000,000 Revenue Bonds, Series 2010, dated October 26, 2010 with an interest rate of 7.0%, consisting of serial bonds due annually through 2034. The Bonds are subject to redemption prior to maturity at the option of the District on December 1, 2020.

The Bonds are secured by the Pledged Revenues and all moneys and earnings thereon held in the Funds or accounts created under the Bond documents. Pledged Revenues consist of revenues derived from the imposition of the capital charges imposed on property owners within the District. The capital charges constitute a perpetual lien on and against such property, and if capital charges are not paid when due, may be foreclosed the same as a mechanics lien.

The District's long-term obligations will mature as follows:

Year	Principal	Interest	Total
2017	\$ 105,000	\$ 247,450	\$ 352,450
2018	110,000	240,100	350,100
2019	120,000	232,400	352,400
2020	130,000	224,000	354,000
2021	135,000	214,900	349,900
2022-2026	835,000	918,400	1,753,400
2027-2031	1,180,000	581,000	1,761,000
2032-2034	920,000	131,950	1,051,950
	\$ 3,535,000	\$ 2,790,200	\$ 6,325,200

Authorized Debt

On November 3, 2009, a majority of the qualified electors of the District authorized the issuance of indebtedness in an amount not to exceed \$4,000,000 at an interest rate not to exceed 15% per annum. At December 31, 2016, the District has no remaining authorized but unissued indebtedness.

DENVER 14TH STREET GENERAL IMPROVEMENT DISTRICT

NOTES TO FINANCIAL STATEMENTS

December 31, 2016

NOTE 5 – RISK MANAGEMENT COLORADO SPECIAL DISTRICTS PROPERTY AND LIABILITY POOL

The District is exposed to various risks of loss related to thefts of, damage to, or destruction of assets; errors or omissions; injuries to employees, or acts of God.

The District is a member of the Colorado Special Districts Property and Liability Pool (Pool) as of December 31, 2016. The Pool is an organization created by intergovernmental agreement to provide property, liability, public officials liability, boiler and machinery and workers compensation coverage to its members. Settled claims have not exceeded this coverage in any of the past three fiscal years.

The District pays annual premiums to the Pool for liability, property and public officials liability coverage. In the event aggregated losses incurred by the Pool exceed amounts recoverable from reinsurance contracts and funds accumulated by the Pool, the Pool may require additional contributions from the Pool members. Any excess funds which the Pool determines are not needed for purposes of the Pool may be returned to the members pursuant to a distribution formula.

NOTE 6 – TAX, SPENDING AND DEBT LIMITATIONS

Article X, Section 20 of the Colorado Constitution, commonly known as the Taxpayer's Bill of Rights (TABOR) contains tax, spending, revenue and debt limitations that apply to the State of Colorado and all local governments.

Spending and revenue limits are determined based on the prior year's Fiscal Year Spending adjusted for allowable increases based upon inflation and local growth. Fiscal Year Spending is generally defined as expenditures plus reserve increases with certain exceptions. Revenue in excess of the Fiscal Year Spending limit must be refunded unless the voters approve retention of such revenue.

TABOR requires local governments to establish Emergency Reserves. These reserves must be at least 3% of Fiscal Year Spending (excluding bonded debt service). Local governments are not allowed to use the emergency reserves to compensate for economic conditions, revenue shortfalls, or salary or benefit increases.

The District's management believes it is in compliance with the provisions of TABOR. However, TABOR is complex and subject to interpretation. Many of the provisions, including the interpretation of how to calculate Fiscal Year Spending limits will require judicial interpretation.

DENVER 14TH STREET GENERAL IMPROVEMENT DISTRICT

NOTES TO FINANCIAL STATEMENTS

December 31, 2016

NOTE 7 – AGREEMENTS

Intergovernmental Agreement

The District has entered into an agreement with the City and County of Denver dated March 30, 2010, whereby the City agrees to fund project obligations as necessary up to a maximum of \$10,000,000 from the Better Denver bonds (city funds) along with the District's contribution of \$4,000,000. These funds will be utilized to construct certain sidewalk and streetscape improvements along 14th Street in Denver, Colorado. The project was successfully completed with no deposit funds remaining.

Management Services Agreement

The District has entered into a management services agreement with the Downtown Denver Partnership to retain the Downtown Denver Partnership as a manager of its operations and programs including general administration and maintenance.

NOTE 8 – RECONCILIATION OF *GOVERNMENT-WIDE* FINANCIAL STATEMENTS AND FUND FINANCIAL STATEMENTS

The Governmental Funds Balance Sheet/Statement of Net Position includes an adjustments column. The adjustments have the following elements: 1) long term liabilities are not due and payable in the current period and therefore are not reported in the funds; 2) amounts reported as fund balance have been reclassified for inclusion in Net Position; and 3) interest payable of \$20,621 has been accrued and reported in the Statement of Net Position, as well as an accrual of the outstanding debt of \$3,686,737.

The Statement of Governmental Fund Revenues, Expenditures, and Changes in Fund Balances/Statement of Activities includes an adjustments column comprised of the following adjustments: 1) interest expense of (\$8,540) which represents the change in unpaid interest accrued in 2016 and amortization of bond premium and 2) adjustment of \$ 95,000 principal paid in 2016.

SUPPLEMENTAL INFORMATION

DENVER 14TH STREET GENERAL IMPROVEMENT DISTRICT

**DEBT SERVICE FUND
SCHEDULE OF REVENUES, EXPENDITURES, AND CHANGES IN FUND
BALANCES – BUDGET AND ACTUAL
Year Ended December 31, 2016**

	<u>Original/Final Budget</u>	<u>Actual Amounts</u>	<u>Variance with Final Budget Positive (Negative)</u>
REVENUES			
Property owner capital debt charges	\$ 349,600	\$ 349,600	\$ -
Total revenue	<u>349,600</u>	<u>349,600</u>	<u>-</u>
EXPENDITURES			
Bond interest	\$ 254,100	\$ 254,100	\$ -
Bond principal	95,000	95,000	-
Paying agent fees	500	500	-
Total expenditures	<u>\$ 349,600</u>	<u>\$ 349,600</u>	<u>\$ -</u>
EXCESS (DEFICIENCY) OF REVENUES OVER EXPENDITURES	-	-	-
FUND BALANCE/NET POSITION:			
BEGINNING OF YEAR	<u>63,211</u>	<u>63,211</u>	<u>-</u>
END OF YEAR	<u>\$ 63,211</u>	<u>\$ 63,211</u>	<u>\$ -</u>

NOTE: The accompanying notes are an integral part of the financial statements.



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District Advisory Board
2017

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SUPPLEMENT TO THE
DENVER 14TH STREET GENERAL IMPROVEMENT DISTRICT (“GID”)
WORK PLAN
FOR THE YEAR ENDING DECEMBER 31, 2017

The following items are added to the GID Work Plan for 2017:

- Advance refund the Denver 14th Street General Improvement District Revenue Bonds, Series 2010 (“Series 2010 Bonds”), by issuance of its \$4,000,000 Revenue Refunding Notes, Series 2017, to reduce the net effective interest rate and reduce the total interest payable over the life of the Series 2010 Bonds (“Refunding”).
- Approve and authorize such other actions, certificates, documents, and amended budgets as may be necessary or convenient for the Refunding.

