

**RESOLUTION
TO ADOPT 2024 BUDGET, APPROPRIATE SUMS OF MONEY,
AND AUTHORIZE THE CERTIFICATION OF THE TAX LEVY
PIVOT DENVER METROPOLITAN DISTRICT**

A RESOLUTION SUMMARIZING REVENUES AND EXPENDITURES FOR EACH FUND, ADOPTING A BUDGET, LEVYING GENERAL PROPERTY TAXES FOR THE YEAR 2024 TO HELP DEFRAY THE COSTS OF GOVERNMENT, AND APPROPRIATING SUMS OF MONEY TO THE VARIOUS FUNDS IN THE AMOUNTS AND FOR THE PURPOSES SET FORTH HEREIN FOR THE PIVOT DENVER METROPOLITAN DISTRICT, ADAMS COUNTY, COLORADO, FOR THE CALENDAR YEAR BEGINNING ON THE FIRST DAY OF JANUARY, 2024, AND ENDING ON THE LAST DAY OF DECEMBER, 2024,

WHEREAS, the Board of Directors of the Pivot Denver Metropolitan District has authorized its consultants 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 of Directors of the District for its consideration; and

WHEREAS, upon due and proper notice, published or posted in accordance with the law, said proposed budget was available for inspection by the public at a designated public office, a public hearing was held on November 29, 2023 and interested electors were given the opportunity to file or register any objections to said proposed budget; and

WHEREAS, whatever increases may have been made in the expenditures, like increases were added to the revenues or planned to be expended from reserves or fund balances so that the budget remains in balance, as required by law; and

WHEREAS, the amount of money necessary to balance the budget for general operating purposes from property tax revenue is \$0; and

WHEREAS, the Board of Directors finds that it is required to temporarily lower the operating mill levy to render a refund for \$0; and

WHEREAS, the amount of money necessary to balance the budget for voter-approved bonds and interest is \$82,582.00; and

WHEREAS, the amount of money necessary to balance the budget for contractual obligation purposes from property tax revenue as approved by voters from property tax revenue is \$0; and

WHEREAS, the amount of money necessary to balance the budget for capital expenditure purposes from property tax revenue as approved by voters or at public hearing is \$0; and

WHEREAS, the amount of money necessary to balance the budget for refunds/abatements is \$0; and

WHEREAS, the 2023 valuation for assessment for the District as certified by the County Assessor of Adams County is \$3,303,260.00; and

WHEREAS, at an election held on November 6, 2019 the District has eliminated the revenue and expenditure limitations imposed on governmental entities by Article X, Section 20 of the Colorado Constitution and Section 29-1-301, C.R.S., as amended.

NOW, THEREFORE, BE IT RESOLVED BY THE BOARD OF DIRECTORS OF THE PIVOT DENVER METROPOLITAN DISTRICT OF ADAMS COUNTY, COLORADO:

Section 1. Adoption of Budget. That the budget as submitted, and attached hereto and incorporated herein by this reference, and if amended, then as amended, is hereby approved and adopted as the budget of the Pivot Denver Metropolitan District for calendar year 2024.

Section 2. Budget Revenues. That the estimated revenues for each fund as more specifically set out in the budget attached hereto are accepted and approved.

Section 3. Budget Expenditures. That the estimated expenditures for each fund as more specifically set out in the budget attached hereto are accepted and approved.

Section 4. Levy of General Property Taxes. That the Board of Directors does hereby certify the levy of general property taxes for collection in 2024 as follows:

A. Levy for General Operating and Other Expenses. That for the purposes of meeting all general operating expense of the District during the 2024 budget year, there is hereby levied a tax of 0 mills upon each dollar of the total valuation of assessment of all taxable property within the District for the year 2023.

B. Temporary Tax Credit or Rate Reduction. That pursuant to Section 39-1-111.5, C.R.S. for the purposes of effect of a refund for the purposes set forth in Section 20 of Article X of the Colorado Constitution, there is hereby certified a temporary property tax credit or temporary mill levy rate reduction of 0 mills upon each dollar of the total valuation of assessment of all taxable property within the boundaries of the District for the year 2023.

C. Levy for General Obligation Bonds and Interest. That for the purposes of meeting all debt retirement expense of the District during the 2024 budget year, as the funding requirements of the current outstanding general obligation indebtedness is detailed in the following "Certification of Tax Levies," there is hereby levied a tax of 25.000 mills upon each dollar of the total valuation for assessment of all taxable property within the District for the year 2023.

D. Levy for Contractual Obligations. That for the purposes of meeting the contractual obligation expense of the District during the 2024 budget year, as detailed in the following "Certification of Tax Levies," there is hereby levied a tax of 0 mills upon each dollar of the total valuation for assessment of all taxable property within the District for the year 2023.

E. Levy for Capital Expenditures. That for the purposes of meeting all capital expenditures of the District during the 2024 budget year pursuant to Section 29-1-301(1.2) or 29-1-302(1.5), C.R.S., there is hereby levied a tax of 0 mills upon each dollar of the total valuation of assessment of all taxable property within the boundaries of the District for the year 2023.

F. Levy for Refunds/Abatements. That for the purposes of recoupment of refunds/abatements of taxes pursuant to Section 39-10-114(1)(a)(I)(B), C.R.S., there is hereby levied a tax of 0 mills upon each dollar of the total valuation of assessment of all taxable property within the boundaries of the District for the year 2023.

Section 5. Property Tax and Fiscal Year Spending Limits. That, being fully informed, the Board finds that the foregoing budget and mill levies do not result in a violation of any applicable property tax or fiscal year spending limitation.

Section 6. Certification. That the appropriate officers of the District are hereby authorized and directed to certify to the Board of County Commissioners of Adams County, Colorado, the mill levies for the District herein above determined and set, or be authorized and directed to certify to the Board of County Commissioners of Adams County, Colorado, as herein above determined and set, but as recalculated as needed upon receipt of the final certification of valuation from the County Assessor in order to comply with any applicable revenue and other budgetary limits or to implement the intent of the District. That said certification shall be in substantially the form set out and attached hereto and incorporated herein by this reference.

Section 7. 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.

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ADOPTED this 29th day of November, 2023.

PIVOT DENVER METROPOLITAN
DISTRICT



President

ATTEST:



Secretary

ATTACH COPY OF THE ADOPTED BUDGET AND
THE CERTIFICATION OF TAX LEVIES

PIVOT DENVER METROPOLITAN DISTRICT
(formerly PECOS LOGISTICS PARK METROPOLITAN DISTRICT)
2024 BUDGET MESSAGE

DISTRICT SERVICES: The District is a metropolitan district organized pursuant to the Special District Act. The District will provide certain essential public-purpose facilities for the use and benefit of the property owners and users within and without the boundaries of the District. It is intended that the District oversee operations and maintenance of the improvements and supplement the services of the property owner.

BASIS OF ACCOUNTING: The basis of accounting utilized in the preparation of the 2024 budget for the District is the modified accrual method. The District's 2024 budget includes projected revenues and expenditures for its general operating fund, capital projects fund, emergency fund, and debt service fund.

IMPORTANT FEATURES OF THE BUDGET:

1. General Operating Fund/Expenditures: Paid for out of the District's General Operating Fund, these expenses include general administrative costs, insurance, legal, professional fees and other miscellaneous costs. Costs are being funded by developer advances (current general fund mill levy is -0- mills). The advances will be repaid from the tax levy for operations and maintenance as funds become available. The maximum mill levy is 50 mills inclusive of the debt service mill levy subject to adjustment in the event that the method of calculating assessed valuation is or was changed after January 1, 2019.
2. Capital Projects Fund/Expenditures: The District was formed to coordinate and manage the financing, acquisition, construction, and completion, of public infrastructure within and without the Project, including, without limitation, all streets, traffic and safety, water, sanitation, storm drainage, and transportation facilities. The District issued \$6,359,655 Limited Tax General Obligation Convertible Capital Appreciation Bonds, Series 2022 in 2022 to cover infrastructure cost and the cost of issuance. The project is projected to be completed in 2023 and infrastructure costs paid in full by early 2024.
3. Emergency Fund/Expenditures: The emergency fund for fiscal year 2023 will be equal to 3% of the District's fiscal year spending excluding those expenditures for bonded debt service, spending from gifts, federal funds, collections for another government, pension contributions by employees and pension fund earnings, reserve transfers or expenditures, damage awards, or property sales.
4. Debt Service Fund/Expenditures: The District issued \$6,359,655 Limited Tax General Obligation Convertible Capital Appreciation Bonds, Series 2022 in 2022 payable from pledged revenue from an ad valorem mill levy imposed by the Issuer upon all taxable property within its boundaries each year sufficient to pay the principal of, premium if any, and interest on the Bonds, as the same become due and

payable. The District is required to certify not less than 25 mills until the Surplus Fund Requirement is met. During 2023 funds were transferred from the Project Fund to the Debt Service Fund to fund the Surplus Fund in full. The current debt service mill levy will remain at 25 mills. The maximum mill levy for both debt service and operations and maintenance is 50 mills per the Service Plan. The Bonds will accrete at 7% interest through December 1, 2024 to a final accreted principal of \$7,330,000 with the first interest payment due June 1, 2025.

PIVOT DENVER METROPOLITAN DISTRICT
(formerly PECOS LOGISTICS PARK METROPOLITAN DISTRICT
GENERAL OPERATING FUND BUDGET
JANUARY 1, 2024 THROUGH DECEMBER 31, 2024

	Actual Prior Year 2022	Adopted Budget Year 2023	Estimated Current Year 2023	Proposed Budget Year 2024
BEGINNING FUND BALANCE JANUARY 1	(2,055)	1,656	1,656	1,941
REVENUES:				
Property taxes	0	0	0	0
Specific ownership taxes				0
TOTAL REVENUES	0	0	0	0
TOTAL AVAILABLE RESOURCES	(2,055)	1,656	1,656	1,941
EXPENDITURES:				
General and administration				
Treasurer fees		0	0	0
Accounting/Audit	6,273	6,000	19,000	20,000
Administrative		500	117	500
Insurance	110	2,500	1,699	10,000
Legal	33,870	2,000	12,619	2,500
Misc	5,000	0	0	1,000
Contingency	0	5,000	0	5,000
TOTAL EXPENDITURES	45,253	16,000	33,435	39,000
OTHER FINANCING SOURCES(USES)				
Developer advances	48,964	16,000	33,720	40,000
Operating transfer in (out)	0	0	0	0
TOTAL OTHER FINANCING SOURCES(USES)	48,964	16,000	33,720	40,000
ENDING FUND BALANCE	1,656	1,656	1,941	2,941
RECONCILIATION OF FUND BALANCE:				
Reserve for emergencies (3%)	480	480	1,358	1,003
Undesignated	1,176	1,176	583	1,938
TOTAL FUND BALANCE	1,656	1,656	1,941	2,941

GENERAL:

ASSESSED VALUATION (2022/2023 - \$39,042; \$3,303,260)

CALCULATION (Assessed value x .001 x mills)

Adams County

General Fund (-0- mills)

Debt Service Fund (25 mills)

BUDGETED TAX REVENUES

0	976	976	82,582
0	0	0	0
0	976	976	82,582
0	976	976	82,582

PIVOT DENVER METROPOLITAN DISTRICT
 (formerly PECOS LOGISTICS PARK METROPOLITAN DISTRICT)
CAPITAL PROJECTS FUND BUDGET
JANUARY 1, 2024 THROUGH DECEMBER 31, 2024

	Actual Prior Year 2022	Adopted Budget Year 2023	Estimated Current Year 2023	Proposed Budget Year 2024
BEGINNING FUND BALANCE JANUARY 1	0	4,522,261	6,186,384	169,370
REVENUES				
Interest Income	32,880	0	193,566	5,000
Total Revenues	32,880	0	193,566	5,000
TOTAL AVAILABLE RESOURCES	32,880	4,522,261	6,379,950	174,370
EXPENDITURES				
Administration	752		11,768	3,000
Capital expenditures	0	4,517,261	5,991,671	145,385
Legal & other professional services	1,063	5,000	11,142	2,000
Bond issuance costs	205,399	0	0	0
Total Expenditures	207,214	4,522,261	6,014,581	150,385
OTHER FINANCING SOURCES (USES)				
Bond proceeds	6,359,655	0	0	0
Developer advances	1,063		9,142	(10,205)
Transfer in (out)	0	0	(205,141)	0
Total Other Financing Sources (Uses)	6,360,718	0	(195,999)	(10,205)
ENDING FUND BALANCE	6,186,384	0	169,370	13,780

PIVOT DENVER METROPOLITAN DISTRICT
(formerly PECOS LOGISTICS PARK METROPOLITAN DISTRICT
EMERGENCY FUND BUDGET
JANUARY 1, 2024 THROUGH DECEMBER 31, 2024

	Actual Prior Year 2022	Adopted Budget Year 2023	Estimated Current Year 2023	Proposed Budget Year 2024
BEGINNING FUND BALANCE JANUARY 1	0	1,425	480	1,358
REVENUES:				
Transfer from General Fund	480	(945)	878	(355)
TOTAL AVAILABLE RESOURCES	480	480	1,358	1,003
EXPENDITURES:				
TOTAL EXPENDITURES	0	0	0	0
ENDING FUND BALANCE	480	480	1,358	1,003

PIVOT DENVER METROPOLITAN DISTRICT
(formerly PECOS LOGISTICS PARK METROPOLITAN DISTRICT
DEBT SERVICE FUND BUDGET
JANUARY 1, 2024 THROUGH DECEMBER 31, 2024

	Actual Prior Year 2022	Adopted Budget Year 2023	Estimated Current Year 2023	Proposed Budget Year 2024
BEGINNING FUND BALANCE JANUARY 1	-	-	-	206,351
REVENUES:				
Property tax	-	976	976	82,582
Specific ownership taxes	-	60	56	4,950
Interest income	-	-	193	-
TOTAL REVENUES	-	1,036	1,225	87,532
TOTAL AVAILABLE RESOURCES	-	1,036	1,225	293,883
EXPENDITURES:				
Interest expense	-	-	-	-
Paying agent fees	-	-	8	-
Treasurer fees	-	10	7	1,240
TOTAL EXPENDITURES	-	10	15	1,240
OTHER FINANCING SOURCES (USES)				
Transfer in(out)	-	-	205,141	-
Principal payments on bonds	-	-	-	-
TOTAL OTHER FINANCING SOURCES(USES)	-	-	205,141	-
ENDING FUND BALANCE	-	1,026	206,351	292,643

District shall maintain a \$200,000 surplus fund balance as defined in the Trust Indenture.

CERTIFICATION OF TAX LEVIES for NON-SCHOOL Governments

TO: County Commissioners¹ of _____, Colorado.

On behalf of the _____,
(taxing entity)^A

the _____,
(governing body)^B

of the _____,
(local government)^C

Hereby officially certifies the following mills to be levied against the taxing entity's GROSS \$ _____ assessed valuation of: _____
(GROSS^D assessed valuation, Line 2 of the Certification of Valuation Form DLG 57^E)

Note: If the assessor certified a NET assessed valuation (AV) different than the GROSS AV due to a Tax Increment Financing (TIF) Area^F 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: \$ _____
(NET^G 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: _____ for budget/fiscal year _____.
(no later than Dec. 15) (mm/dd/yyyy) (yyyy)

PURPOSE (see end notes for definitions and examples)	LEVY²	REVENUE²
1. General Operating Expenses ^H	_____ mills	\$ _____
2. <Minus> Temporary General Property Tax Credit/ Temporary Mill Levy Rate Reduction ^I	< _____ > mills	\$ < _____ >
SUBTOTAL FOR GENERAL OPERATING:	<input type="text"/> mills	\$ <input type="text"/>
3. General Obligation Bonds and Interest ^J	_____ mills	\$ _____
4. Contractual Obligations ^K	_____ mills	\$ _____
5. Capital Expenditures ^L	_____ mills	\$ _____
6. Refunds/Abatements ^M	_____ mills	\$ _____
7. Other ^N (specify): _____	_____ mills	\$ _____
	_____ mills	\$ _____
TOTAL: [Sum of General Operating Subtotal and Lines 3 to 7]	<input type="text"/> mills	\$ <input type="text"/>

Contact person: _____ Daytime phone: () _____
(print)

Signed: Stephanie Net Title: _____

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) 864-7720.

¹ 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.

² 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^J:

- 1. Purpose of Issue: _____
Series: _____
Date of Issue: _____
Coupon Rate: _____
Maturity Date: _____
Levy: _____
Revenue: _____

- 2. Purpose of Issue: _____
Series: _____
Date of Issue: _____
Coupon Rate: _____
Maturity Date: _____
Levy: _____
Revenue: _____

CONTRACTS^K:

- 3. Purpose of Contract: _____
Title: _____
Date: _____
Principal Amount: _____
Maturity Date: _____
Levy: _____
Revenue: _____

- 4. Purpose of Contract: _____
Title: _____
Date: _____
Principal Amount: _____
Maturity Date: _____
Levy: _____
Revenue: _____

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