

Upon recording return to:

Water Valley Metropolitan District No. 3
c/o Spencer Fane LLP
1700 Lincoln Street, Suite 2000
Denver, Colorado 80203

**AMENDED AND RESTATED GENERAL DISCLOSURE AND COMMON QUESTIONS
REGARDING WATER VALLEY METROPOLITAN DISTRICT NO. 3
WELD COUNTY, COLORADO**

1. What is a special district and what does it do?

Colorado special districts are local governments just as municipalities and counties are considered local governments. Often, municipalities and counties are limited by law and other factors as to the services they may provide. Therefore, special districts are formed to provide necessary public services that the municipality or county cannot otherwise provide.

The Water Valley Metropolitan District No. 3 (the "District") is a distinct entity organized pursuant to Orders of the Weld County District Court following an election in November 2022 for District No.3, at which time a majority of the eligible electors voted in favor of the formation of the District, elect members to the initial board of directors and voted in favor of certain tax and debt authorization.

The District is a quasi-municipal governmental entity with the power to impose property taxes and other fees and charges for services within its boundaries. Legal descriptions and a map of the District are attached hereto as Exhibit "A." The District is governed by an elected board of directors made up of property owners from each district. The District is an independent unit of local government, separate and distinct from the Town of Windsor (the "Town"), within which the District is located. Pursuant to the Service Plan for the Metropolitan District No. 3 (the "Service Plan") approved on September 26, 2022 by the Town of Windsor and as may be amended from time to time, the District has the ability to construct and finance major public improvements as well as additional amenities, including, but not limited to park and recreation, landscaping, water, drainage, wastewater and road improvements within its boundaries. The District has the authority to own, operate and maintain public improvements as permitted by the District Service Plan or by Intergovernmental Agreement with the Town, as well as prior to dedication and acceptance to the Town, any applicable Water and Sanitation District or a property owners association with the written consent and approval of the Town. If the District is permitted by the Town to operate and maintain such facilities, the expense associated with such activity may be paid from the District's tax revenues and/or fees lawfully imposed by the District.

2. May the Districts Impose Any Fees Upon Me as a Property Owner?

Special Districts are governmental entities, and have the power to impose property taxes and to adopt and charge fees, rates, tolls, penalties, or charges for services including but not limited to general administrative, operations and maintenance services. All District fees and rates may be adopted and/or amended from time to time by the District's board of directors at their discretion, as permitted by law and pursuant to the provisions of the Service Plan. Any proposed service fees shall pay for the District costs of providing District services and any District-owned public facilities, services and improvements and their administration.

In addition to limitations imposed by law, market constraints require that fees within the District be comparable to fees in competing development areas in order to further the community as an attractive place for individuals to buy homes. Therefore, it is in the best interest to maintain fees in the District comparable to the total fees paid in other similar communities so that the fees paid for the amenities and services in the District is a good value.

A property owners association is separate and distinct from the special district, and is generally responsible for reviewing architectural plans for the construction of new homes and enforcing restrictive covenants in the community to help maintain property values. The property owners association is normally responsible for the maintenance and operation of the common areas and other landscaping within a community and may assess dues to its members but has no ability to impose taxes. It is currently anticipated that the District will take care of any property owners association duties and responsibilities.

3. How much property tax will the Districts collect to construct improvements and pay for operations and maintenance?

The District has the authority to impose property taxes for all of the activities identified in its Service Plan, a copy of which is on file with the Town and which is available to prospective purchasers. The District may issue bonds to provide for the costs of capital improvements within its boundaries. Pursuant to the Service Plan, which may be amended from time to time, the District has authority to issue up to \$17,130,000 dollars of debt under the current Service Plan. Once the bonds are sold, they must be repaid over time with interest. The maximum repayment period for the bonds is generally thirty (30) years. The annual payment on the bonds is known as "debt service." In order to meet the debt service requirements for the bonds, and to pay operations and maintenance costs associated with the provision of services and district administration and operating costs, the District will impose mill levies as limited under the Service Plan, as amended.

All District bonds or other obligations of which the District has promised to impose an *ad valorem* property tax mill levy (the "Debt") is expected to be repaid by taxes imposed and collected and no higher than the Maximum Debt Mill Levy (34 mills) for property within the District under the current approved Service Plan. Such mill levies may be adjusted from an aggregate mill levy of 39 mills (the Service Plan allows for up to 34 mills for Debt and up to 20 mills for operations and maintenance ("O&M") unless a majority of a District's Board of Directors are residents, after which it can be higher, but currently not more than 39 mills in the aggregate for both debt and O&M) that existed on January 1, 2022 if, on or after January 1, 2022, there have been or will be changes in the method of calculating assessed valuation or any constitutionally mandated tax credit, cut or abatement the mill

levy limitation applicable to such mill levies may be increased or decreased to reflect such changes, such increases or decreases to be determined by the Board in good faith so that to the extent possible the actual tax revenues generated by the District mill levies, as adjusted for changes occurring after January 1, 2022, are neither diminished nor enhanced as a result of such changes. As of January 1, 2023 the Residential Assessment Ratio was 6.765%. Further changes could occur based upon changes to the residential assessment ratio in the future.

The District may also rely upon various other revenue sources authorized by law to offset its expenses of capital construction and general operating expenses. Pursuant to Colorado law, the District may impose fees, rates, tolls, penalties, or other charges as provided in Title 32.

Market constraints also require that the mill levy within the District be comparable to mill levies in competing development areas in order to further the community as an attractive place for individuals to buy homes. Therefore, it is in both the District's and the project developer's best interest to maintain mill levies in the District comparable to the total property taxes paid in other similar communities so that the property taxes paid for the amenities and services in the District is a good value.

It is the intent of the District to dissolve upon payment or defeasance of all Debt incurred or upon a court determination that adequate provision has been made for the payment of all Debt, and if any District has authorized operating functions under an intergovernmental agreement with the Town, to retain only the power necessary to impose and collect taxes or fees to pay for these costs.

4. Why are special districts used for financing public infrastructure?

Many areas in Colorado utilize special districts to finance public improvements. Homeowners often are surprised to find that they have lived for years in water and sanitation districts, or other types of special districts. Since cities and counties typically do not provide for construction or installation of water and wastewater systems, roads, or recreation facilities in new communities, special districts are organized to build these facilities. Special districts and the financial powers they utilize permit early construction of recreation facilities and other amenities for the benefit of the community. Where special districts are established, the costs of public improvements within the community are generally spread over 20 to 30 years and are paid from mill levies that, under current tax laws, may result in federal income tax benefits.

5. What limitations exist to make sure the Districts do not create unreasonably high mill levies?

All general obligation bonds anticipated to be issued by the District will be governed by the controls adopted by the Colorado legislature and governing the process by which bonds are issued by special districts. In addition, the Service Plan includes a debt limit, a Maximum Debt Mill Levy, and Maximum Debt Imposition Term. The Maximum Debt Mill Levy that may be assessed by the District is 34 mills subject to adjustment to account for changes in state law with respect to the assessment of property for taxation purposes, the ratio for determining assessed valuation, or other similar matters. The Service Plan also includes an Operations and Maintenance Mill Levy of 20 mills. The Service Plan's Maximum Aggregate Mill Levy is 39 mills. The mill levies are subject to an adjustment allows for tax revenues to be realized by the District in an equivalent amount as would have been realized

by the District based on a levy of mills assessed and adjusted since January 1, 2022 as appropriate absent any change in the manner of the assessment of property for taxation purposes, the ratio for determining assessed valuation, or other similar matters.

In addition, various voter limitations exist which affect the taxing powers of the District, including maximum annual taxing limitations and expenditure limitations. The TABOR Amendment, Article X, Section 20 of the Colorado Constitution, also provides for various legal limitations which may restrict the taxing and spending authority of the District.

The mill levies expected in the District are reasonable and comparable to other developments served by special districts that provide similar services and amenities. The debt limit and the mill levy cap will remain in place for general obligation limited tax bonds issued by the District. These limits, as well as others existing under Colorado law and various voter approvals, are believed to be adequate to control the tax levels within the District.

Market constraints on property sales by the developer also require that the mill levy within the District be comparable to mill levies in competing development areas in order to further the community as an attractive place for individuals to buy homes. Therefore, in the initial stages of the development, it is in both the District's and the project developer's best interest to maintain a mill levy in the District comparable to the total property taxes in other similar communities so that the property taxes paid for the amenities and services in the District are a good value.

6. Who bears the risk that the community may not fully develop?

During the early stages of development, the developer of the project will be providing necessary funding and advancing funds to the District to pay for the public infrastructure construction costs and operational needs. The developer advances will be reimbursed at the time the District is able to issue general obligation, limited tax bonds. Property taxes paid and collected within the District will help pay the costs of all bonds. Therefore, if the actual build-out that occurs is less than what is projected, the individual property owners will not experience an increase in their tax obligations to the District beyond the limits described herein. The limited mill levy will be assessed the same on each home and other taxable property in the District regardless of the number of taxable structures. This results in the risk of development being shared by bondholders and the developer. The property owners also share risk relative to the bonds, but this risk is limited as discussed above.

7. What will the tax bill look like, and what are the various taxes used for?

It is anticipated that the tax bill for individual properties will show mill levies for Weld County, the Town of Windsor, school districts and various other public service providers, including the District. Colorado municipalities certify their mill levies on an annual basis, so the most accurate manner of ascertaining the specific taxing entities and current total and overlapping mill levy on any property is to directly contact the County Treasurer and Assessor. Attached hereto as Exhibit "B" is a general formula for the manner in which residential property in Colorado is assessed.

In summary, it is anticipated that the total mill levy charged to properties within the boundaries of the District will be comparable to those of surrounding, similar communities.

8. Where can one get additional information regarding the Districts?

This document is not intended to address all issues associated with special districts generally or with the District specifically. More information may be obtained by contacting the District's Manager, Fromm & Company LLC, 9227 E. Lincoln Ave #200, Lone Tree, CO 80124, 303-912-8401; District's General Counsel, Spencer Fane LLP, 1700 Lincoln Street, Ste. 2000, Denver, Colorado 80203, (303) 839-3800; the Colorado Department of Local Affairs, (303) 864-7720; or by attending District meetings, which occur normally when posted. Meetings are held at a location either within the District or the boundaries of the Town of Windsor, or if there is no convenient site or meeting location, within 20 miles of the boundaries of the District or the offices of District Counsel. Recent statutory changes also allow meetings to be held electronically by teleconferencing or other means without requiring a physical location for the meeting. The District is required to keep minutes and other records that are open for inspection by any citizen, hold elections for the boards of directors, adopt annual budgets, and submit to financial audits.

EXHIBIT A

LEGAL DESCRIPTION AND MAP OF THE PROPERTY WITHIN THE
THE WATER VALLEY METROPOLITAN DISTRICT NO. 3

EXHIBIT B
GENERAL FORMULA FOR ASSESSMENT OF RESIDENTIAL PROPERTY

The assessment for a home is determined as follows:

The County Assessor's Office determines the Actual Value of the property based upon sales prices of comparable property in the area.

To determine the Assessed Valuation, the Actual Value of the home is multiplied by the Assessment Ratio. As of January 1, 2023, the Residential Assessment Ratio was 6.765%. The current Assessment Ratio can be obtained from the County Assessor's Office.

The applicable Mill Levy is multiplied by the Assessed Valuation of the home, resulting in the assessment for the home. The mill levy is determined by calculating the District's funding needs for operations and debt service.

Sample Calculation of District Property Taxes (assuming 39 mills):

\$400,000 Actual Value x 6.765% assessment rate = \$27,060 assessed value

Property tax: \$27,060 assessed / divide by 1,000 (mill levy applies to every \$1,000 in value) x 39.000 mills = \$1,055.34 in annual property tax, or \$87.95 per month on a 12-month basis.

This estimate only provides an illustration of the amount of the new property taxes that may be due and owing after the property has been reassessed and, in some instances, reclassified as residential property. This estimate is not a statement of the actual and future taxes that may be due. First year property taxes may be based on a previous year's tax classification, which may not include the full value of the property and, consequently, taxes may be higher in subsequent years. A seller has complied with this disclosure statement as long as the disclosure is based upon a good-faith effort to provide accurate estimates and information.