



CITY COUNCIL AGENDA

NOTICE TO READERS: City Council meeting packets are prepared several days prior to the meetings. Timely action and short discussion on agenda items is reflective of Council's prior review of each issue with time, thought and analysis given.

Members of the audience are invited to speak at the Council meeting. Citizen Communication (Section 7) is reserved for comments on any issues or items pertaining to City business except those for which a formal public hearing is scheduled under Section 10 when the Mayor will call for public testimony. Please limit comments to no more than 5 minutes duration.

1. Pledge of Allegiance
2. Roll Call
3. Consideration of Minutes of Preceding Meetings
4. Report of City Officials
 - A. City Manager's Report
5. City Council Comments
6. Presentations
 - A. Certificate of Achievement for Excellence in Financial Reporting
7. Citizen Communication (5 minutes or less)

The "Consent Agenda" is a group of routine matters to be acted on with a single motion and vote. The Mayor will ask if any Council member wishes to remove an item for separate discussion. Items removed from the consent agenda will be considered immediately following adoption of the amended Consent Agenda.

8. Consent Agenda
 - A. 2010 Comprehensive Annual Financial Report
 - B. Big Dry Creek Wastewater Treatment Facility – Capacity Analysis
 - C. Second Reading of Councillor's Bill No. 17 re 2011 First Quarter Budget Supplemental Appropriation
9. Appointments and Resignations
10. Public Hearings and Other New Business
 - A. Councillor's Bill No. 18 re Site Agreement with New Cingular Wireless PCS, LLC, for Fire Station #6 Cell Tower
 - B. Resolution No. 20 re Orchard Lakes Residential and LongView Multi-Family Projects Service Commitments
 - C. Resolution No. 21 re West Bradburn Traditional Mixed Use Neighborhood Development Service Commitments
11. Old Business and Passage of Ordinances on Second Reading
12. Miscellaneous Business and Executive Session
 - A. City Council
13. Adjournment



GENERAL PUBLIC HEARING PROCEDURES ON LAND USE MATTERS

- A.** The meeting shall be chaired by the Mayor or designated alternate. The hearing shall be conducted to provide for a reasonable opportunity for all interested parties to express themselves, as long as the testimony or evidence being given is reasonably related to the purpose of the public hearing. The Chair has the authority to limit debate to a reasonable length of time to be equal for both positions.
- B.** Any person wishing to speak other than the applicant will be required to fill out a “Request to Speak or Request to have Name Entered into the Record” form indicating whether they wish to comment during the public hearing or would like to have their name recorded as having an opinion on the public hearing issue. Any person speaking may be questioned by a member of Council or by appropriate members of City Staff.
- C.** The Chair shall rule upon all disputed matters of procedure, unless, on motion duly made, the Chair is overruled by a majority vote of Councillors present.
- D.** The ordinary rules of evidence shall not apply, and Council may receive petitions, exhibits and other relevant documents without formal identification or introduction.
- E.** When the number of persons wishing to speak threatens to unduly prolong the hearing, the Council may establish a time limit upon each speaker.
- F.** City Staff enters a copy of public notice as published in newspaper; all application documents for the proposed project and a copy of any other written documents that are an appropriate part of the public hearing record;
- G.** The property owner or representative(s) present slides and describe the nature of the request (maximum of 10 minutes);
- H.** Staff presents any additional clarification necessary and states the Planning Commission recommendation;
- I.** All testimony is received from the audience, in support, in opposition or asking questions. All questions will be directed through the Chair who will then direct the appropriate person to respond.
- J.** Final comments/rebuttal received from property owner;
- K.** Final comments from City Staff and Staff recommendation.
- L.** Public hearing is closed.
- M.** If final action is not to be taken on the same evening as the public hearing, the Chair will advise the audience when the matter will be considered. Councillors not present at the public hearing will be allowed to vote on the matter only if they listen to the tape recording of the public hearing prior to voting.

CITY OF WESTMINSTER, COLORADO
MINUTES OF THE CITY COUNCIL MEETING
HELD ON MONDAY, MAY 23, 2011, AT 7:00 P.M.

PLEDGE OF ALLEGIANCE

Mayor McNally led the Council, staff and audience in the Pledge of Allegiance.

ROLL CALL

Mayor Nancy McNally, Mayor Pro Tem Chris Dittman, and Councillors Bob Briggs, Mark Kaiser, Mary Lindsey, Scott Major, and Faith Winter were present at roll call. Stephen P. Smithers, Acting City Manager, Jane Greenfield, Assistant City Attorney, and Linda Yeager, City Clerk, also were present.

CONSIDERATION OF MINUTES

Councillor Kaiser moved, seconded by Mayor Pro Tem Dittman, to approve the minutes of the regular meeting of May 9, 2011, as presented. The motion passed unanimously.

CITY MANAGER'S REPORT

Mr. Smithers reported that the City Manager was attending the International Council of Shopping Centers Annual Conference to actively pursue interest of future businesses in the redevelopment of the Westminster Center Urban Reinvestment Project. Additionally, Mr. Smithers reported that the Potential Candidate Forum would be held on June 8 in the Council Chambers beginning at 6 p.m. The forum would present an opportunity for individuals interested in seeking nomination to the office of City Councillor to learn about the responsibilities of the office. Candidate Packets would be disseminated at the meeting.

COUNCIL REPORTS

Mayor McNally congratulated Parks, Recreation & Libraries Staff on organizing the recent memorial event at the Armed Forces Tribute Garden. The ceremony was fantastic and appreciated by those in attendance.

EMPLOYEE SERVICE AWARD PRESENTATIONS

Councillor Lindsey presented a certificate and pin to Derik Minard in celebration of twenty years of service to the City. Councillor Kaiser presented certificates and pins to Ron McCuiston and Randy Peterson in recognition and appreciation of thirty years of service to the City. Mayor McNally thanked the families of these employees for supporting them throughout the years.

CONSENT AGENDA

The following items were submitted for Council's consideration on the consent agenda: acceptance of the April 2011 Financial Report; authorization for the City Manager to execute a \$58,000 contract with the low bidder, H. W. Houston Construction, Inc., for the stabilization and preservation of the Shoenberg Farm concrete silo, and also authorize a construction contingency in the amount of \$8,210, subject to final budget approval by the grant agency, the State Historical Fund; based on the City Manager's recommendation, find that the public interest would be best served by authorizing the City Manager to renew a contract with Playthewhistle.com, LLC for officiating and related services in an amount not to exceed \$85,000 for 2011; ratification of the transfer of funds from Public Works and Utilities Zone 14 Pump Station Capital Improvements Project account to the Parks and Recreation Capital Reserve account in the amount of \$50,573; and final passage on second reading of Councillor's Bill No. 15 providing for supplemental appropriation of funds to the 2010 budget of the General, Sales Tax, Parks Open Space Trails, and General Capital Improvement Funds.

No member of Council requested removal of any item from the consent agenda for individual consideration. It was moved by Councillor Major and seconded by Councillor Kaiser to approve the consent agenda as presented. The motion carried unanimously.

COUNCILLOR'S BILL NO. 16 AUTHORIZING SUPPLEMENTAL APPROPRIATION TO WURP

Councillor Lindsey moved, seconded by Mayor Pro Tem Dittman, to pass, as an emergency ordinance, Councillor's Bill No. 16 appropriating \$4.0 million from 2010 General Fund Carryover to transfer to the Westminster Economic Development Authority to pay off outstanding loan obligations and to cover operating costs for the Westminster Mall redevelopment project. The motion passed unanimously at roll call.

COUNCILLOR'S BILL NO. 17 RE 2011 FIRST QUARTER BUDGET SUPPLEMENTAL APPROPRIATION

Mayor Pro Tem Dittman moved to pass on first reading Councillor's Bill No. 17 providing for supplemental appropriation of funds to the 2011 budget of the General and General Capital Improvement Funds. Councillor Major seconded the motion, which passed unanimously at roll call.

RESOLUTION NO. 17 ADOPTING CITY DOCUMENT MANAGEMENT & RETENTION POLICY

Upon a motion by Councillor Major, seconded by Mayor Pro Tem Dittman, the Council voted unanimously on roll call vote to adopt Resolution No. 17 adopting the City of Westminster Document Management and Retention Policy, including retention schedules.

RESOLUTION NO. 18 ESTABLISHING PERMANENT FOCUSED WORKWEEK SCHEDULE

It was moved by Councillor Winter and seconded by Mayor Pro Tem Dittman to adopt Resolution No. 18 establishing the Focused Workweek schedule for several City facilities, including City Hall and the Municipal Court, on a permanent basis. At roll call, the motion passed with all members of Council voting affirmatively.

RESOLUTION NO. 19 EXTENDING HYLAND VILLAGE SERVICE COMMITMENT

Councillor Briggs moved, seconded by Mayor Pro Tem Dittman, to adopt Resolution No. 19 extending the Category A-4 Service Commitment Award to the Hyland Village Traditional Mixed Use Neighborhood Development project based on a finding that the Hyland Village project meets the Westminster Municipal Code Section 11-3-2(A)(2) criteria of the City's Growth Management Program. The motion passed unanimously on roll call vote.

ADJOURNMENT

There being no further business to come before the City Council, it was moved by Councillor Kaiser and seconded by Councillor Major to adjourn. The motion carried and the meeting adjourned at 7:14 P.M.

Mayor

ATTEST:

City Clerk



Agenda Item 6 A

Agenda Memorandum

City Council Meeting
June 13, 2011



SUBJECT: Certificate of Achievement for Excellence in Financial Reporting

Prepared By: Tammy Hitchens, Finance Director

Recommended City Council Action

The Mayor, on behalf of the City Council, will present the Government Finance Officer's Certificate of Achievement for Excellence in Financial Reporting to Accounting Manager, Cherie Sanchez and the Comprehensive Annual Financial Report (CAFR) project team.

Summary Statement

- The Government Finance Officer's Association of the United States and Canada (GFOA) awarded a Certificate of Achievement for Excellence in Financial Reporting to the City of Westminster for its comprehensive annual financial report for the fiscal year ended December 31, 2009.
- The CAFR is judged by an impartial review panel to meet the high standards of the program including demonstrating a constructive "spirit of full disclosure" to clearly communicate its financial story and motivate potential users and user groups to read the CAFR.
- The Certificate of Achievement is the highest form of recognition in governmental accounting and financial reporting, and its attainment represents a significant accomplishment by a government and its management.
- This is the twenty-seventh consecutive year the City has received this prestigious award from GFOA. As one of Council's primary goals is a Financially Sustainable City Government Providing Exceptional Services, Staff is honored to receive this award.

Expenditure Required: \$0

Source of Funds: N/A



Policy Issue

None identified

Alternative

None identified

Background Information

The Certificate of Achievement is conferred by the GFOA of the United States and Canada, and is the highest form of recognition in the area of governmental accounting and financial reporting. Its attainment represents a significant accomplishment by a government and its management.

To satisfy the requirements of the Certificate program, a CAFR must be easily readable and understandable based on a defined reporting framework that incorporates relevant Generally Accepted Accounting Principles and applicable GFOA program policies. Additionally, the information must be reliable as indicated by an unqualified opinion of the City's independent auditor.

Audit reports qualifying for the Certificate of Achievement provide a clear and complete financial story to be utilized by citizens, City Council, and various oversight groups as an accountability mechanism, by investors and creditors as a credit analysis tool, and by others as a reference to the financial operation and position of the City.

Westminster's report was evaluated by GFOA's special review committee comprised of government finance officers, independent CPAs, educators and others with particular expertise in governmental accounting and financial reporting from across the nation. The award acknowledges that Westminster fulfills the spirit of full disclosure in communicating its financial story.

Special thanks go to accounting manager Cherie Sanchez; accountants Vicki Adams, Karen Creager, Gary Newcomb, and Sherri Rickard; financial analyst Rachel Price; retirement administrator Kim McDaniel; and accounting specialist Leslie Krough who were primarily instrumental in achieving the certificate. Other Finance Staff who provided vital assistance include senior financial analyst Bob Byerhof; treasury manager Bob Smith; sales tax manager Barb Dolan; accounting technician Karen Elrod; and administrative secretary Maggie Hunter. The Certificate of Achievement Award reflects the hard work and commitment to excellence of the CAFR project team, and the overall commitment of the City to being financially accountable.

This recognition confirms staffs' commitment to achieving the City's strategic goal of Financially Sustainable City Government Providing Exceptional Services.

Respectfully submitted,

J. Brent McFall
City Manager



Agenda Item 8 A

Agenda Memorandum

City Council Meeting
June 13, 2011



SUBJECT: 2010 Comprehensive Annual Financial Report

Prepared By: Tammy Hitchens, Finance Director

Recommended City Council Action

Accept the 2010 Comprehensive Annual Financial Report.

Summary Statement

- The 2010 Comprehensive Annual Financial Report (CAFR) represents the summary of the City's financial transactions that occurred during 2010 and its financial position as of December 31, 2010. The financial statements can be used by Citizens, City Council, investors, creditors, and others in assessing the City's financial and economic condition.
- Section 9.10 of the City Charter mandates an annual audit of the City's financial statements by certified public accountants, experienced in municipal accounting. This audit was performed by the City's independent audit firm, BKD, LLP. BKD rendered an unqualified opinion on the City's financial statements. An unqualified opinion means that the City's financial statements are fairly presented in all material respects in conformity with Generally Accepted Accounting Principles (GAAP).
- Staff primarily responsible for completing the 2010 CAFR include accounting manager Cherie Sanchez; accountants Vicki Adams, Karen Creager, Gary Newcomb, and Sherri Rickard; financial analyst Rachel Price; retirement administrator Kim McDaniel; and accounting specialist Leslie Krough. Other Finance Staff who provided vital assistance include senior financial analyst Bob Byerhof; treasury manager Bob Smith; sales tax manager Barb Dolan; accounting technician Karen Elrod; and administrative secretary Maggie Hunter. The hard work and dedication of this highly qualified team on the 2010 CAFR exemplifies the City's SPIRIT values.
- Staff reviewed the CAFR with Council at the June 6, 2011 Study Session.

Expenditure Required: \$ 0

Source of Funds: N/A



Policy Issue

Should Council accept the 2010 Comprehensive Annual Financial Report as presented?

Alternative

Postpone acceptance of the 2010 CAFR to a later City Council meeting. Postponing the acceptance is not recommended due to the upcoming June 30 deadline to comply with Colorado State Statutes (section 29-1-606) on audits of local governments. Consequences for not complying with the State mandate range from receiving delinquent notices to deferment of tax distributions from the counties.

Background Information

The 2010 CAFR contains an abundance of information that can be utilized to evaluate the City's financial condition and its operational and fiscal accountability for the year. The CAFR provides a comprehensive summary of the City's finances and other relevant information for the 2010 audit year, including economic overviews, financial analyses, financial statements, note disclosure, budgetary compliance schedules, trend information and single audit information.

In compliance with the Section 9.10 of the City Charter, BKD, LLP, conducted an independent audit of the City's financial statements for all funds reported in the CAFR and gave an unqualified opinion.

A financial analysis of the 2010 CAFR was presented to Council at the June 6, 2011 Study Session, at which time representatives from BKD, LLP were on hand to answer Council's questions and to discuss their recommendations to management. Council is now requested to officially accept the City's 2010 Comprehensive Annual Financial Report as presented.

The 2010 CAFR is a key document that reflects achievement of Council's goal of Financially Sustainable City Government Providing Exceptional Services.

Respectfully submitted,

J. Brent McFall
City Manager

Attachments



WESTMINSTER

COLORADO

**COMPREHENSIVE ANNUAL
FINANCIAL REPORT**

FOR THE YEAR ENDED DECEMBER 31, 2010

Prepared by:

**Finance Department
Tammy A. Hitchens, CPA
Finance Director**

www.ci.westminster.co.us

On the cover:

“Internally Yours” portrays internal City services that support the delivery of exceptional value and quality of life to our Citizens through service, pride, integrity, responsibility, innovation and teamwork—SPIRIT!

The **City Manager’s Office** is responsible for the overall administration of the City in accordance with City Council’s strategic goals and objectives. The Economic Development Division attracts and retains primary jobs and retail, and promotes business development opportunities.

Information Technology supports all areas of technology, including hardware, software, data network services and telecommunications. In 2010, information technology staff handled 22,580 service requests from City employees.

The City’s **Print Shop** prints all of the City’s letterhead, envelopes, business cards, forms and fliers. A recent survey showed that internal print shop services resulted in a 45% savings when compared to outsourcing the same service.

The City’s award-winning **Volunteer Program** places volunteers and interns within city departments and serves as a clearinghouse for 36 community organizations. Annually, volunteers dedicate over 66,086 hours of time valued at roughly \$1.17 million.

Accounting delivers high quality financial and accounting services, exceptional customer support and financial policy compliance to the organization. The City has received the Certificate of Achievement for Excellence in Financial Reporting award for 27 consecutive years from the Government Finance Officers Association of the United States and Canada.

Treasury provides financial analysis support, management of the City’s investment and debt portfolios, administration of citywide banking, central cashiering, and the utility billing function. Treasury refinanced five bond issues in 2010, saving the City \$2.6 million.

Retirement Administration provides employees with the tools to actively participate in achieving their retirement goals. Benefits include pension, deferred compensation, and retirement medical savings plans. Employee committees are responsible for determining each plan’s menu of investment choices and the array of quality education provided to plan members.

The **Purchasing** function ensures integrity and timeliness in the procurement of City goods and services and the efficient use of taxpayer dollars. In recent years, the City has realized an average savings of 21% on goods and services purchased due to Purchasing’s coordinated effort in working with others throughout the organization.

The **City Attorney’s Office** administers the legal affairs of the City, providing legal representation and advice regarding the implications of contemplated policy and administrative decisions. The average cost savings for in-house legal services is 35-40 percent when compared to private municipal legal service contracts.

Fleet Maintenance maintains the City’s diverse fleet of over 500 vehicles and equipment, and administers a proactive preventive maintenance program.

The **City Clerk’s Office** maintains official City records, administers City Council communications, facilitates the issuance of business and liquor licenses, manages City elections, and processes passport applications.

Building Operations & Maintenance protects the integrity of the City’s buildings with quality maintenance to provide a safe and comfortable environment for employees and the public. The division is responsible for maintaining 36 facilities throughout the City.

Risk Management prevents deterioration of City assets by protecting personnel, buildings, automobiles, and equipment through effective safety programs, loss control initiatives, and claims management. While employees drove approximately 4.2 million miles in 2010, only nine accidents were incurred involving third parties due in part to Risk Management’s defensive driving and safety programs.

Human Resources administers the personnel policies and procedures, job classifications and compensation, benefits, employee relations, and recruitment efforts. The belief that good government starts with good employees fuels continual employee development through vital programs like Employee Development and Training and Employee Wellness, both considered best practices in the business world.

CITY OF WESTMINSTER, COLORADO

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**WESTMINSTER
COLORADO**

June 13, 2011

To the Citizens of Westminster:
To the Mayor and City Council:

It is with great pride that we present to you the 2010 Comprehensive Annual Financial Report for the City of Westminster. The report demonstrates the City's operations and financial position.

Responsibility for both the accuracy of the presented data and the completeness and fairness of the presentation, including all disclosures, rests with the City. The enclosed data is accurate in all material respects and is presented in a manner designed to fairly set forth the financial position and the results of operations of the City, on a Government-wide and Fund basis. All disclosures necessary to enable the reader to gain an understanding of the City's financial activities have been included. Please refer to Management's Discussion and Analysis for a more in-depth discussion and analytical overview of the City's basic financial statements and activities.

The Past Year

Westminster had many successes to celebrate during 2010, as well as some significant challenges. The "Great Recession" required the City to make some difficult choices. The City undertook a core services analysis and identified areas that could be cut in order to make the City sustainable in the long term. As a result, \$4.9 million was cut from the budget, including 72.833 full time equivalent positions. The majority of the positions were vacant due to a selective hiring freeze the City had in place since January 2009.

The City and the Westminster Economic Development Authority (WEDA) continued to make progress in the Westminster Center Urban Reinvestment Project (WURP) area. WEDA acquired a former anchor store in January and another former anchor store in November. In addition, a former restaurant, which was purchased in late 2009, was demolished and recycled in June after being utilized for training exercises by Police and Fire Department personnel. WEDA owned approximately 20% of the WURP area at the end of 2010.

The City Manager's office led the efforts to adopt the 2011 and 2012 budget reflecting the new revenue reality. In addition, a pilot focused work week was implemented for City administrative offices. This new schedule provides expanded customer service hours Monday through Thursday, with administrative offices closed on Friday. Other benefits include reduced City operations' environmental impacts, modest cost savings, productivity gains in certain areas and enhanced employee recruitment and retention ability. A full assessment will commence in 2011 and be presented to City Council for consideration in the summer of 2011.

The City Attorney's office had another year of quality prosecution services with an 80+% conviction rate in domestic violence cases. City Council enacted several significant ordinances which the City Attorney's office was instrumental in writing or revising. These ordinances include the ban on medical marijuana dispensaries, regulation of telecommunication use of City property, residency restrictions on sexually violent predators and an update to Title V; City licenses and procedures.

The Finance Department led the effort for the City to refinance five different bond issues. The four new bond issues were attractive because of the excellent market conditions for borrowing. The refinancings will save the City over \$2.6 million. Audit and enforcement revenue exceeded the budgeted amount by over \$2.7 million dollars. The Department also promoted the emailing of utility

bills to customers providing an alternative, more efficient method for customers to receive their bills, and reduce costs.

In the Community Development Department, staff led the efforts for the City to purchase 80 acres of open space. The total percentage of the City's land area that is now preserved as open space is 13.6%. 309 more acres of land needs to be acquired to reach the 15% preservation goal of City Council. Progress was also made on the South Westminster Transit Oriented Development (TOD); two key parcels were acquired and an intergovernmental agreement with the Regional Transportation District is being negotiated.

The Fire Department completed a community natural hazard mitigation plan which makes the City eligible for Federal grants. The City also adopted the 2009 International Fire Code with important solar installation amendments. These amendments reduce the potential for firefighter injuries when responding to emergency calls.

The community celebrated a re-grand opening of the City Park Recreation Center aquatic center in March after approximately \$6,500,000 of upgrades, remodeling and renovations. The new pool features slides, a water playground, current channel, climbing wall, jumping platform, rope swing and family changing rooms. In addition, award winning Westminster Center Park was opened in May. The Park has surpassed all expectations of usage. Its amenities include an outdoor amphitheater, outdoor performance stage, water feature, playground, picnic shelters and tables, and restrooms. It has been featured on the cover of Landscape Architects magazine. The libraries added downloadable electronic books to the collection in November. The 162 titles were downloaded 388 times by Westminster patrons in the two months they were available.

The Police Department developed and identified a cost effective solution to radio frequency dead spots in the southeast portion of the City. The communications system is also ready for and capable of receiving text, video and pictures once the service provider is capable of delivering it. For the first six months of 2010, as reported in the *2010 Crime in the United States*, there was a decrease of 9% in violent crime and 8% in property crime when compared to the same time period in 2009.

The Public Works and Utilities Department implemented the Thornton/Brighton water exchange, completed over 104 lane miles of pavement rehabilitation on 248 streets and completed the Reclaimed Water Treatment Facility influent storage tank and eliminated the open ponds.

The Information Technology Department completed phase II of the VOIP (voice over IP) phone system project and implemented e-mail archiving. They also collaborated with the Fire Department in the evaluation, selection and negotiation for a new Fire Records Management System.

In the General Services Department, Fleet Maintenance Division staff began providing in-house transmission work on police cars. This provides for quicker turn around, is a less expensive solution for the City and provides a better warranty. In evaluating core services it was determined that emergency lighting is not a core service and emergency lighting installs were sublet to a third party.

The Human Resources Division was instrumental in the Focused Work Week development and implementation including policy modification, employee feedback and communication, and transition support through training and resource provision.

By utilizing EECBG funds, the Building Operations and Maintenance (BO&M) Division was able to hire an employee who is dedicated to energy reduction within City operations. BO&M also led the efforts for phase II of the energy reduction project. The project involved 29 facilities, nine City

parks, and 50+ ancillary areas. The project is estimated to save the City \$300,000 annually in energy costs.

Looking Forward

The City is looking forward to new opportunities and meeting the challenges of 2011.

The number one goal of City Council and staff is to make further progress on the Westminster Center Urban Reinvestment Project. To that end, WEDA purchased the property owned by the Westminster Mall Company and related entities within the 108-Acre Westminster Center Urban Reinvestment Project Area in May, 2011. This acquisition results in WEDA owning approximately 90% (or nearly 94 acres) of the WURP site.

On the transportation front, the City is continuing to plan and implement the South Westminster Rail Station TOD. This includes finishing the South Westminster TOD area design guidelines and new zoning for the area, completing an intergovernmental agreement with the regional transportation district for the commuter rail station and parking structure, funding the City's local match and completing the utility relocation agreements.

The City will be doing further work on expanding the Reclaimed Water Treatment Plant as well as the Northwest Water Treatment Facility. The Swim and Fitness Recreation Center is being renovated. The City is facilitating the sale of the Westminster Commons. The facility will remain a low income, senior housing facility. A new off leash dog park is being constructed in south Westminster. It will be the third dog park in the City.

City staff will be working on these high priority items and other projects and initiatives as identified in City Council's strategic plan.

Independent Audit

Pursuant to Section 9.10 of the City Charter, an audit of the accounts and financial statements has been completed by the City's independent Certified Public Accountants, BKD, LLP. Their report is included.

Government Structure and Types of Services

The City of Westminster is a charter city, organized under the Constitution of the State of Colorado, governed by a Council-Manager form of government. City Council is comprised of seven members: a Mayor elected at large and six Councillors, also elected at large. The Council appoints the City Manager, the City Attorney and the Municipal Court Judge; all other staff are appointed or hired by the City Manager.

With a population of approximately 106,114, the City is approximately 94% built out, with just over 6% of its remaining area to be developed. The City is a full service City, providing police, fire and emergency medical service, court system, parks, recreation facilities and programs, libraries, planning and development, water and wastewater treatment, street construction and maintenance and a variety of related services such as human resources, finance, information technology, building maintenance, etc.

The City of Westminster includes several blended component units, wherein the City includes the financial statements of these units in its financial reporting. These units include:

- Westminster Housing Authority (WHA), the owner and manager of the City's senior housing project named Westminster Commons and other housing initiatives,
- The Westminster Economic Development Authority (WEDA), the City's Urban Renewal Authority, enables the City to employ eminent domain and tax increment financing for needed re-development in the City's blighted sections,
- Seven General Improvement Districts that were created for infrastructure improvements and maintenance.
 - Amherst General Improvement District
 - Sheridan Crossing General Improvement District
 - 136th Avenue General Improvement District
 - Mandalay Town Center General Improvement District
 - Parking Garage General Improvement District
 - 144th Avenue General Improvement District
 - Orchard Park Place General Improvement District

The governing board is the same as the governing body of the City in all cases and the City has the ability to modify or approve the budgets of these entities and to appoint or designate new management in the case of the WHA.

Internal Controls and Limitations

The City's framework of internal controls provides management with the reasonable assurance it needs to take meaningful responsibility for the contents of the financial statements. The City's basic system of internal controls includes the control environment, the accounting system and control procedures:

- The control environment includes a philosophy and organizational structure that allows for the fiduciary practice of oversight, control systems development and management control of the financial functions of the City.
- The accounting system includes built-in checks and balances for purchasing, contracting and contract approval, timely recording of all transactions, audit trails for all transactions, and routine reporting and reconciliation procedures across funds and accounts.
- The control procedures established by the City include the following:
 - Budgetary oversight by the City Manager's Office separate from the accounting and recording of transactions by the Finance Department,
 - The legal level of budgetary control is at the department level,
 - Segregation of authorization, collection and recording/reconciliation functions across all departments and financially-related functions of the City of Westminster,
 - Access controls to all systems, whether purchasing, general ledger, payroll, information technology, or others,
 - Independent checks on the system and transactions by internal audit staff, supervised by the Accounting Manager, reporting directly to the City Manager and Finance Director, with an approved internal audit program for the year.

As with any system, the inherent limitations of the system make it imperative that the City rely on review and revision of programs when weaknesses are discovered; SAS 99, *Consideration of Fraud in a Financial Statement Audit*, reporting by the City's audit firm; and constant diligence on the part of management and employees for preventing and correcting errors or other weaknesses when reviewed.

Reporting Achievement

The Government Finance Officers Association of the United States and Canada (GFOA) awarded a Certificate of Achievement for Excellence in Financial Reporting to the City of Westminster,

Colorado, for its Comprehensive Annual Financial Report for the fiscal year ended December 31, 2009. In order to be awarded a Certificate of Achievement, a governmental unit must publish an easily readable and efficiently organized Comprehensive Annual Financial Report, the content of which conform to program standards. Such reports must satisfy both generally accepted accounting principles and applicable legal requirements.

A Certificate of Achievement is valid for a period of one year only. The City has received a Certificate of Achievement for the last twenty-seven consecutive years. We believe our current report continues to conform to the Certificate of Achievement program requirements, and we are submitting it to GFOA to determine its eligibility for another certificate.

Acknowledgments

Oversight for the preparation of the Comprehensive Annual Financial Report on a timely basis was made possible by the dedicated service of Finance Department Staff.

In particular, our sincere appreciation is due to Cherie Sanchez, Accounting Manager; Vicki Adams, Accountant; Karen Creager, Accountant; Gary Newcomb, Accountant; Sherri Rickard, Accountant; Leslie Krough, Accounting Specialist; Karen Elrod, Accounting Technician; Kim McDaniel, Retirement Administrator; Rachel Price, Financial Analyst; Bob Byerhof, Senior Financial Analyst; Barb Dolan, Sales Tax Manager; Bob Smith, Treasury Manager; and Maggie Hunter, Administrative Secretary. Thank you for your dedication, hard work and another excellent annual report.

In addition, the City's auditors, BKD, LLP were very helpful. Their assistance and professional approach contributed to a thorough and smooth audit.

Finally, thank you to City Council and all Staff for your commitment to this community and the SPIRIT you exhibit.

Respectfully submitted,

J. Brent McFall
City Manager

Tammy Hitchens
Director of Finance

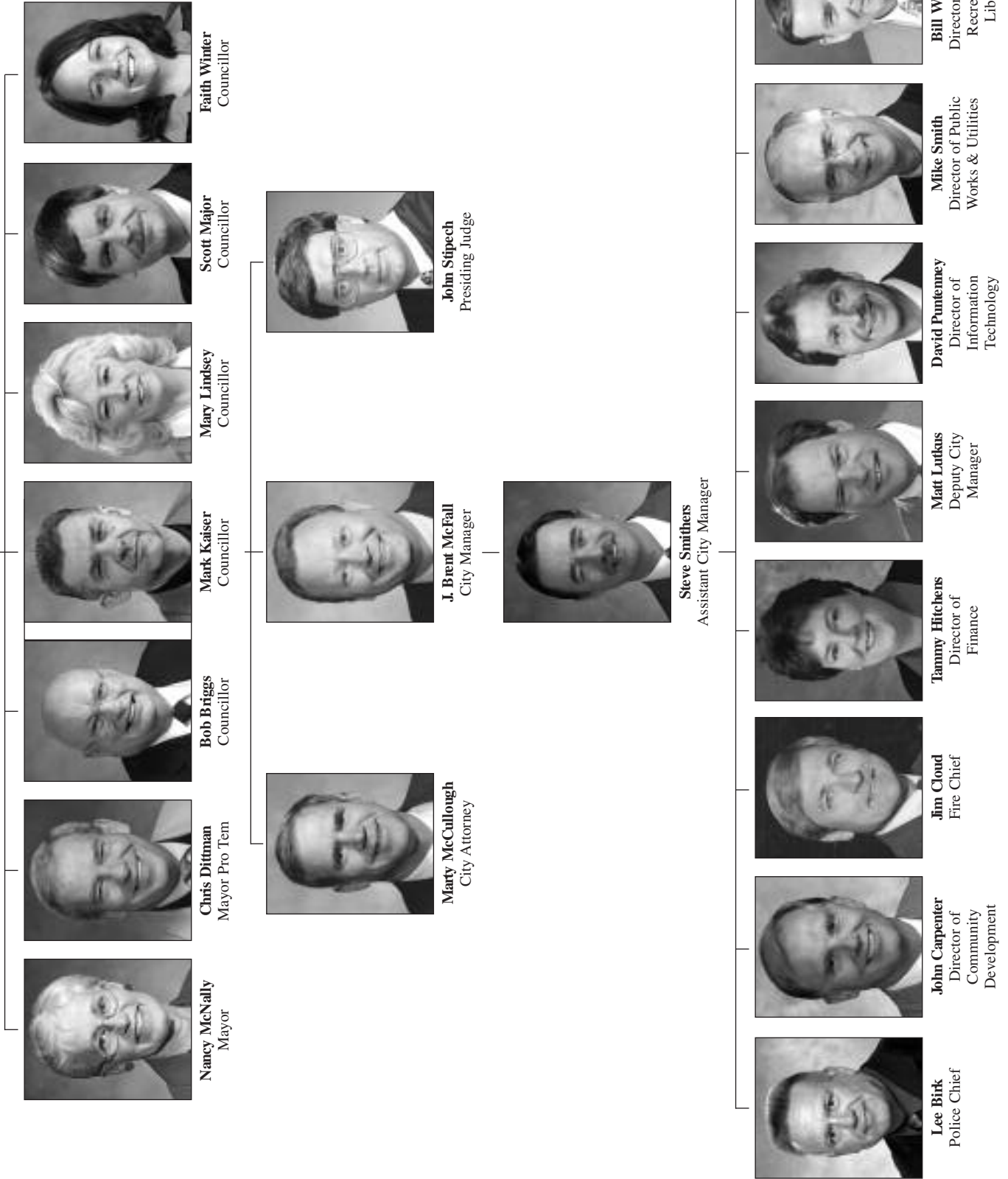
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WESTMINSTER
COLORADO

ORGANIZATIONAL CHART

Citizens



Certificate of Achievement for Excellence in Financial Reporting

Presented to

City of Westminster
Colorado

For its Comprehensive Annual
Financial Report
for the Fiscal Year Ended
December 31, 2009

A Certificate of Achievement for Excellence in Financial Reporting is presented by the Government Finance Officers Association of the United States and Canada to government units and public employee retirement systems whose comprehensive annual financial reports (CAFRs) achieve the highest standards in government accounting and financial reporting.



President

Executive Director

Independent Accountants' Report on Financial Statements and Supplementary Information

Honorable Mayor and Members of City Council
City of Westminster, Colorado
Westminster, Colorado

We have audited the accompanying financial statements of the governmental activities, the business-type activities, each major fund and the aggregate remaining fund information of the City of Westminster, Colorado (the City), as of and for the year ended December 31, 2010, which collectively comprise the City's basic financial statements as listed in the table of contents. These financial statements are the responsibility of the City's management. Our responsibility is to express opinions on these financial statements based on our audit.

We conducted our audit in accordance with auditing standards generally accepted in the United States of America and the standards applicable to financial audits contained in *Government Auditing Standards*, issued by the Comptroller General of the United States. Those standards require that we plan and perform the audit to obtain reasonable assurance about whether the financial statements are free of material misstatement. An audit includes examining, on a test basis, evidence supporting the amounts and disclosures in the financial statements. An audit also includes assessing the accounting principles used and significant estimates made by management, as well as evaluating the overall financial statement presentation. We believe that our audit provides a reasonable basis for our opinions.

In our opinion, the financial statements referred to above present fairly, in all material respects, the respective financial position of the governmental activities, the business-type activities, each major fund and the aggregate remaining fund information of the City of Westminster, Colorado as of December 31, 2010, and the respective changes in financial position and cash flows, where applicable, thereof for the year then ended in conformity with accounting principles generally accepted in the United States of America.

In accordance with *Government Auditing Standards*, we have also issued our report dated May 25, 2011 on our consideration of the City's internal control over financial reporting and our tests of its compliance with certain provisions of laws, regulations, contracts and grant agreements and other matters. The purpose of that report is to describe the scope of our testing of internal control over financial reporting and compliance and the results of that testing, and not to provide an opinion on the internal control over financial reporting or on compliance. That report is an integral part of an audit performed in accordance with *Government Auditing Standards* and should be considered in assessing the results of our audit.

Honorable Mayor and Members of City Council
City of Westminster, Colorado

The accompanying management's discussion and analysis, budgetary, postemployment benefits and pension information as listed in the table of contents are not a required part of the basic financial statements but are supplementary information required by the Governmental Accounting Standards Board. 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 City's basic financial statements. The accompanying introductory section, combining and individual fund statements and schedules supplementary information, statistical section, and other supplementary information including the schedule of expenditures of federal awards required by U.S. Office of Management and Budget Circular A-133, *Audits of States, Local Governments and Non-Profit Organizations*, as listed in the table of contents, are presented for purposes of additional analysis and are not a required part of the basic financial statements. The combining and individual fund statements and schedules and other supplementary information have been subjected to the auditing procedures applied by us in the audit of the basic financial statements and, in our opinion, are fairly stated, in all material respects, in relation to the basic financial statements taken as a whole. The introductory and statistical sections have not been subjected to the auditing procedures applied by us in the audit of the basic financial statements and accordingly, we express no opinion on them.

BKD, LLP

May 25, 2011



WESTMINSTER
COLORADO

City of Westminster, Colorado

Management's Discussion and Analysis

This discussion and analysis of Westminster's financial statements for the year ended December 31, 2010 provides a narrative overview of the City's financial activities. Please consider the information here in conjunction with the transmittal letter at the beginning of this Comprehensive Annual Financial Report and the financial statements and notes to the financial statements, which begin on page 17.

THE CITY

The City of Westminster is a charter city, organized under the laws of the State of Colorado, governed by a Council-Manager form of government. City Council is comprised of seven members: a Mayor elected at large and six Councillors, also elected at large. The Council appoints the City Manager, the City Attorney, and the Municipal Court Judge; all other staff are appointed or hired by the City Manager. The City Manager has served Westminster since 2001 and continues to promote a spirit of pride, quality, and innovation throughout the organization. The City Manager directs eight departments, including Community Development, Finance, Fire, General Services, Information Technology, Parks, Recreation and Libraries, Police, and Public Works and Utilities.

Centrally located between Denver and Boulder Colorado, the City of Westminster is known for its exceptional quality of life, and for its innovative and progressive local government services. With a population of approximately 106,114, the City is approximately 94% built out, with just about 6% of its remaining area to be developed. The City is a full service City, providing police, fire and emergency medical services, 52 developed parks and 7 undeveloped parks, 2,848 acres of natural open space, two libraries, two golf courses, several recreation centers, water and wastewater treatment, street construction and maintenance, and a variety of other services.

The primary sources of revenues for cities in Colorado are sales and use taxes, comprising approximately 54.4% of the City's governmental activities revenues. Sales tax increment contributes an additional 2.1%. Property taxes comprise approximately 3.3% of the City's governmental activities revenues. Property tax increment contributes an additional 6.4%. The primary sources of revenues for the City's enterprise funds including the Utility Enterprise and Golf Course Enterprise are fees and charges.

FINANCIAL HIGHLIGHTS

During 2010, the City was able to take advantage of very favorable interest rates and issued three debt instruments which refunded or partially refunded five different debt issues. Please see the debt refinancing note on pages 50-51 for more details. On the flip side, the low interest rates resulted in interest earnings coming in at \$0.7 million less than 2009.

During 2010, the City's sales and use tax increased approximately \$7.5 million. This was partially a result of audit and enforcement efforts that generated \$2.7 million more than was originally budgeted. The City was also able to retain more of the sales tax that was generated in the urban renewal areas as a result of a sliding sales tax pledge for the WEDA bonds that was put into place

in 2009. WEDA received \$2.7 million more property tax increment and roughly \$4.0 million less sales tax increment in 2010 versus what it received in 2009.

The Water and Wastewater Utility Enterprise issued \$29.505 million taxable revenue bonds on May 25, 2010. The bonds were Direct Pay Build America Bonds and were issued to fund the reclaimed water plant expansion and storage, water-line replacements, water pressure zone enhancements, expansion of the Northwest Water Treatment Facility membrane, and water rights. By issuing Build American Bonds, the City expects to receive a cash subsidy payment from the United States Treasury equal to 35% of the interest payable on the Bonds. The true interest rate, after taking the subsidy into consideration is 3.46%.

In order to balance the budget and reach a point of sustainability, the City engaged in a core services discussion to determine where cuts should be made. \$4.9 million in cuts were made including 72.833 FTE. The City provided termination benefits to 22 employees due to the reduction in force. For more information please see Note U on page 68.

Progress was made in the South Westminster Transit Oriented Development area. Two key parcels were acquired for \$4.5 million. Contributions were received from Adams County to assist with the purchases.

- The assets of the City exceed its liabilities at the close of 2010 by \$675.5 million (\$277.8 million in governmental activities net assets and \$397.7 million in business-type activities net assets). Of the governmental activities net asset total, \$78.8 million, or 28.4%, is unrestricted and may be used to meet the City's ongoing obligations to the public and creditors. Similarly, \$55.9 million, or 14.1%, of business-type activities net assets are unrestricted.
- Total net assets of the City increased \$18.5 million, or 2.8%, compared to 2009. Net assets of the City's governmental activities increased \$14.6 million, which represents an increase of 5.6% from 2009. Net assets of the City's business-type activities increased \$3.9 million, or 1.0%, over 2009.
- The total cost of all the City's programs decreased \$6.7 million, or 3.8%, compared to 2009. The cost of governmental activities program expenses decreased \$2.5 million, or 2.0%, to \$121.7 million, while the cost of business-type activities decreased \$4.2 million, or 7.8%, to \$49.4 million from 2009.
- Total revenues, excluding special items and transfers, increased \$19.3 million, or 11.3%, compared to 2009. Governmental activities revenues increased \$13.0 million, or 10.5%, to \$137.2 million, while revenues of business-type activities increased \$6.3 million, or 13.7%, to \$52.4 million compared to 2009.
- As of December 31, 2010, the City's governmental funds reported a combined ending fund balance of \$101.5 million. Approximately 40.4%, or \$41.0 million, is unreserved fund balance and, therefore, available for spending at the City's discretion within the purposes specified for the City's funds.
- The General Fund reported a fund balance of \$18.8 million as of December 31, 2010, of which \$11.6 million was unreserved.

OVERVIEW OF THE FINANCIAL STATEMENTS

The Statement of Net Assets and the Statement of Activities

The Statement of Net Assets and the Statement of Activities report information about the City as a whole and about its activities.

The **Statement of Net Assets** presents information on all of the City's assets and liabilities, with the difference between the two reported as *net assets*. Over time, increases or decreases in net assets are one indicator of whether its financial health is improving or deteriorating. Other non-financial factors, such as changes in the composition or quality of the City's sales tax base, the condition of the City's roads, etc., are also important to evaluate when assessing the overall health of the City.

The **Statement of Activities** presents information showing how the City's net assets changed during the most recent fiscal year. All changes in net assets are reported as soon as the underlying event giving rise to the change occurs regardless of the timing of the related cash flows.

In the Statement of Net Assets and Statement of Activities, the City is divided into two kinds of activities:

- Governmental activities – Most of the City's basic services are reported here – police, fire, public works, parks, recreation and libraries and general administration. Sales taxes, property taxes, fees and charges from the municipal court and the Parks, Recreation and Libraries Department, franchise fees, and state and federal grants finance most of these activities.
- Business-type activities – The City charges a fee to customers to cover all or most of the cost of certain services it provides. The City's water and sewer system, golf courses, and Westminster Housing Authority activities are reported here.

FUND FINANCIAL STATEMENTS

Governmental and Business-type Funds Financial Statements

A fund is a grouping of related accounts used to maintain control over resources that have been segregated for specific activities or objectives. The City uses fund accounting to ensure and demonstrate compliance with finance-related legal requirements. All of the funds of the City can be divided into three categories: governmental funds, proprietary funds and fiduciary (Pension Trust) funds.

Governmental funds are used to account for essentially the same functions reported as *governmental activities* in the City-wide financial statements. However, unlike the City-wide financial statements, governmental fund financial statements focus on *near-term inflows and outflows of spendable resources*, as well as on *balances of spendable resources* available at the end of the fiscal year. Financial information based on spendable resources is useful in evaluating the City's short-term financing requirements.

Because the focus of governmental funds is narrower than that of the City-wide financial statements, it may be useful to compare the information presented for governmental funds with similar information presented for governmental activities in the City-wide statements. Readers may

then better understand the long-term impact of the City's short-term financing decisions. Both the governmental funds balance sheet and the governmental funds statement of revenues, expenditures, and changes in fund balances provide a reconciliation to facilitate a comparison between governmental funds and governmental activities.

The City maintains 16 individual governmental funds. Information is presented separately in the governmental balance sheet and in the governmental statement of revenues, expenditures, and changes in fund balances for the General Fund, the Sales & Use Tax Fund, the General Capital Improvement Fund and the Westminster Economic Development Authority (WEDA), the City's urban renewal authority. These funds are considered major funds for the City. Financial information for the other 12 funds are combined into a single, aggregated presentation. Individual fund data for each of these non-major governmental funds is provided in the form of combining statements and individual fund statements elsewhere in this report.

Proprietary funds are generally used to account for services for which the City charges customers – either outside customers or internal customers. Proprietary funds provide the same type of information as shown in the government-wide financial statements, only in more detail. The City maintains the following two types of proprietary funds:

- **Enterprise funds** are used to report the same functions presented as business-type activities in the government-wide financial statements. The City uses enterprise funds to account for the Utility Enterprise, Golf Course Enterprise, and Westminster Housing Authority. The Utility Fund is considered a major fund of the City; however, because the City believes the Golf Course Enterprise and Westminster Housing Authority are particularly important to the financial statement users, it has reported these funds as major funds.
- **Internal Service funds** are used by the City to account for the costs of acquiring capital replacement equipment and costs for City-wide insurance programs. Because these services predominantly benefit governmental rather than business-type functions, the assets and liabilities of the internal service funds have been included within governmental activities in the government-wide financial statements. Internal service funds are combined into a single, aggregated presentation in the proprietary fund financial statements. Individual fund data for the internal service funds is provided in the form of combining statements elsewhere in this report.

Fiduciary funds are used to account for resources held for the benefit of parties external to the City. The City is the trustee, or fiduciary, for three pension plans: General, Police, and Volunteer Fire. The Volunteer Fire Pension Fund is shown as a Fiduciary Fund as a defined benefit plan. The City's fiduciary activities related to the General, Police and Volunteer Fire pension plans are reported in the notes to the financial statements on pages 59-63. These activities are excluded from the City's other financial statements because the City cannot use these assets to finance its operations. The City is responsible for ensuring that the assets reported in these funds are used for their intended purposes.

Notes to the financial statements provide additional information that is essential to a full understanding of the data provided in the City-wide and fund financial statements. The notes to the financial statements can be found beginning on page 33 of this report.

Other information is presented as required supplementary information. This information includes budgetary comparison schedules for the major governmental funds and the City's progress in funding the volunteer firefighter pension plan and post employment benefits other than pension (OPEB).

GOVERNMENT-WIDE FINANCIAL ANALYSIS

Analysis of Net Assets

As noted earlier, net assets may serve over time as a useful indicator of the City's financial position. The analysis below focuses on the net assets and changes in net assets of the City's governmental and business-type activities.

Table 1 presents an analysis of the City's net assets as of December 31. The City's assets exceeded its liabilities by \$675.5 million at December 31, 2010. Governmental activities make up \$277.8 million (41.1%) of these assets, with business-type activities making up the remaining \$397.7 million (58.9%). Total net assets increased by \$18.5 million in 2010. The increase is comprised of the following:

- Total assets increased \$35.8 million, or 3.6%, to \$1,033.2 million. This included an increase in capital assets of \$19.5 million and an increase in current and other assets of \$16.3 million. The increase in current and other assets was primarily due to an increase of \$3.0 million of inventory, which is land purchased for resale in an urban renewal area for WEDA. There was also an increase of \$2.0 million of grants receivable related to Parks, Open Space and Trails grants. The Utility Fund has \$12.4 million of unspent bond proceeds in restricted cash and investments with fiscal agent.
- Total liabilities increased \$17.3 million, or 5.1%, to \$357.7 million. This primarily related to debt service in the Governmental Activities of \$8.8 million. The Business-type Activities issued \$34.8 million in new debt, offset by \$9.4 million of debt service.

Table 1: Net Assets as of December 31 (in Millions)

	Governmental Activities		Business-type Activities		Total Primary Government	
	2010	2009	2010	2009	2010	2009
Current and other assets	\$ 155.5	\$ 150.5	\$ 81.1	\$ 69.8	\$ 236.6	\$ 220.3
Capital assets	398.8	398.4	397.8	378.7	796.6	777.1
Total assets	554.3	548.9	478.9	448.5	1,033.2	997.4
Current and other liabilities	27.7	30.2	5.2	3.9	32.9	34.1
Long-term liabilities	248.8	255.5	76.0	50.8	324.8	306.3
Total liabilities	276.5	285.7	81.2	54.7	357.7	340.4
Net assets:						
Invested in capital assets, net of related debt	166.1	158.9	336.3	329.7	502.4	488.6
Restricted	32.9	36.5	5.5	5.5	38.4	42.0
Unrestricted	78.8	67.8	55.9	58.6	134.7	126.4
Total net assets	\$ 277.8	\$ 263.2	\$ 397.7	\$ 393.8	\$ 675.5	\$ 657.0

By far the largest portion of the City's assets (77.1%) reflects its investment of \$796.6 million in capital assets (for example, land, buildings, machinery and equipment, utility plants and parks). Net capital assets are reported less any related debt used to acquire those assets that is still outstanding. The City uses these capital assets to provide services to the public; consequently, these assets are not available for future spending. Although the City's investment in its capital assets is reported net of related debt, it should be noted that the resources needed to repay this debt must be provided from other sources, since the capital assets themselves cannot be used to liquidate these liabilities.

An additional portion of the City's net assets, \$38.4 million (5.7%), represents resources that are subject to restrictions as to how they may be used. The remaining balance of unrestricted net assets, \$134.7 million (19.9%) may be used to meet the City's on-going obligations to the public and creditors. It is important to note that the \$55.9 million in unrestricted net assets of the City's business-type activities may not be used to fund governmental activities.

Analysis of Changes in Net Assets

As can be seen from Table 2, the City's net assets increased \$18.5 million during 2010. This increase is explained in the governmental and business-type activities discussion below.

Governmental Activities

Net assets of governmental activities increased by \$14.6 million during 2010. This was \$15.3 million more than the decrease of \$0.7 million in 2009. This difference can be attributed to increases in the amount of revenues from grants and contributions (\$4.6 million); sales tax and use tax, (\$7.4 million); property tax increment (\$2.7 million); and charges for services (\$2.0 million), offset by a decrease in sales tax increment (\$3.9 million) and interest earnings (\$0.7 million).

Governmental expenses decreased \$2.5 million (2.0%) from 2009. Most of the decrease is attributable to reduced expenses in Culture and Recreation and Community Development, offset by an increase in expenses in General Government and Public Works.

Table 2: Changes in Net Assets (in Millions)

	Governmental		Business-type		Total	
	Activities		Activities		Primary Government	
	2010	2009	2010	2009	2010	2009
Revenues						
Program Revenues						
Charges for Service	\$ 19.1	\$ 17.1	\$ 47.3	\$ 41.4	\$ 66.4	\$ 58.5
Operating Grants and Contributions	4.5	4.3	-	-	4.5	4.3
Capital Grants and Contributions	11.7	7.1	4.2	3.5	15.9	10.6
General Revenues						
Property Taxes	4.6	4.7	-	-	4.6	4.7
Sales Taxes	63.1	56.7	-	-	63.1	56.7
Use Taxes	11.4	10.4	-	-	11.4	10.4
Property Tax Increment	8.8	6.1	-	-	8.8	6.1
Sales Tax Increment	3.0	6.9	-	-	3.0	6.9
Business Fees and Other Taxes	5.1	4.8	-	-	5.1	4.8
Accommodations Taxes	2.2	2.1	-	-	2.2	2.1
Intergovernmental	1.6	1.4	-	-	1.6	1.4
Interest	1.3	2.0	0.7	1.2	2.0	3.2
Other	-	0.6	0.2	-	0.2	0.6
Gain on sale of land	0.8	-	-	-	0.8	-
Total Revenues	137.2	124.2	52.4	46.1	189.6	170.3
Program Expenses						
General Government	37.7	36.9	-	-	37.7	36.9
Public Safety	31.7	31.6	-	-	31.7	31.6
Public Works	14.5	13.9	-	-	14.5	13.9
Community Development	12.0	12.5	-	-	12.0	12.5
Culture and Recreation	17.6	20.4	-	-	17.6	20.4
Utility	-	-	44.7	48.7	44.7	48.7
Golf	-	-	3.5	4.0	3.5	4.0
Housing Authority	-	-	1.2	0.9	1.2	0.9
Interest and Fiscal Charges	7.8	8.4	-	-	7.8	8.4
Unallocated Depreciation	0.4	0.5	-	-	0.4	0.5
Total Expenses	121.7	124.2	49.4	53.6	171.1	177.8
Excess (Deficiency) before Transfers	15.5	-	3.0	(7.5)	18.5	(7.5)
Transfers	(0.9)	(0.7)	0.9	0.7	-	-
Increase (decrease) in Net Assets	\$ 14.6	\$ (0.7)	\$ 3.9	\$ (6.8)	\$ 18.5	\$ (7.5)

Charts 2 and 3 illustrate the City's governmental expenses and revenues by function and its revenues by source. As can be seen in Chart 2, Public Safety expenditures accounted for 26.0% of expenditures. General Government, which includes all benefits, insurances and lease payments as well as the City Council and four departments' (City Manager's Office, City Attorney's Office, General Services and Finance) accounted for 31.0% of the expenditures, and Culture and Recreation accounted for 14.5% of total expenditures.

General Revenues such as sales and use taxes, property and other taxes are not shown in Chart 3 by program. These revenues are used to support City program activities city-wide. For governmental activities overall, without regard to program, sales and use taxes are the largest single source (54.3%), followed by charges for services (13.9%).

Chart 2: Expenses and Program Revenues - Governmental Activities

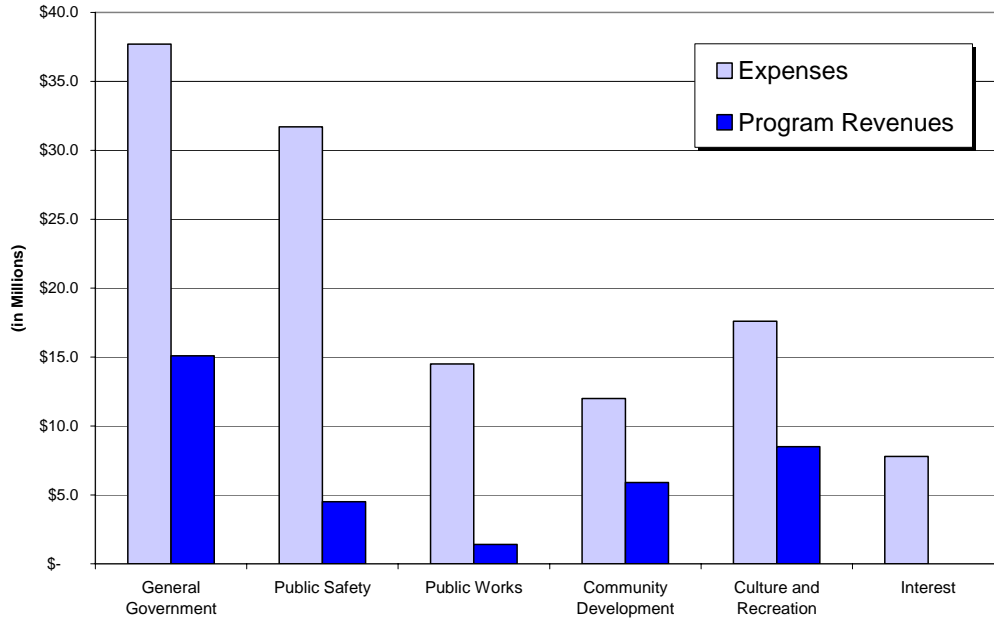
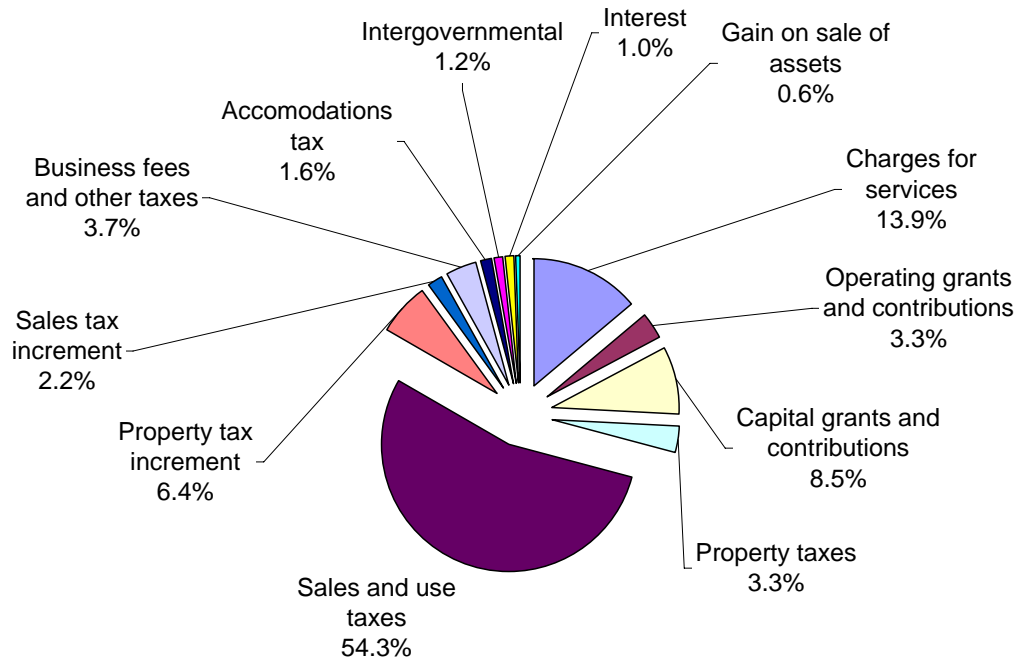


Chart 3: Revenues by Source - Governmental Activities



Business-type Activities

Net assets in business-type activities increased \$3.9 million in 2010. This is \$10.7 million, or 157.3%, more than the decrease of \$6.8 million in 2009. In 2010, the City received \$0.7 million more in tap fees and contributed lines, as well as \$5.9 million more for charges for services.

Chart 4: Expenses and Program Revenues - Business Type Activities

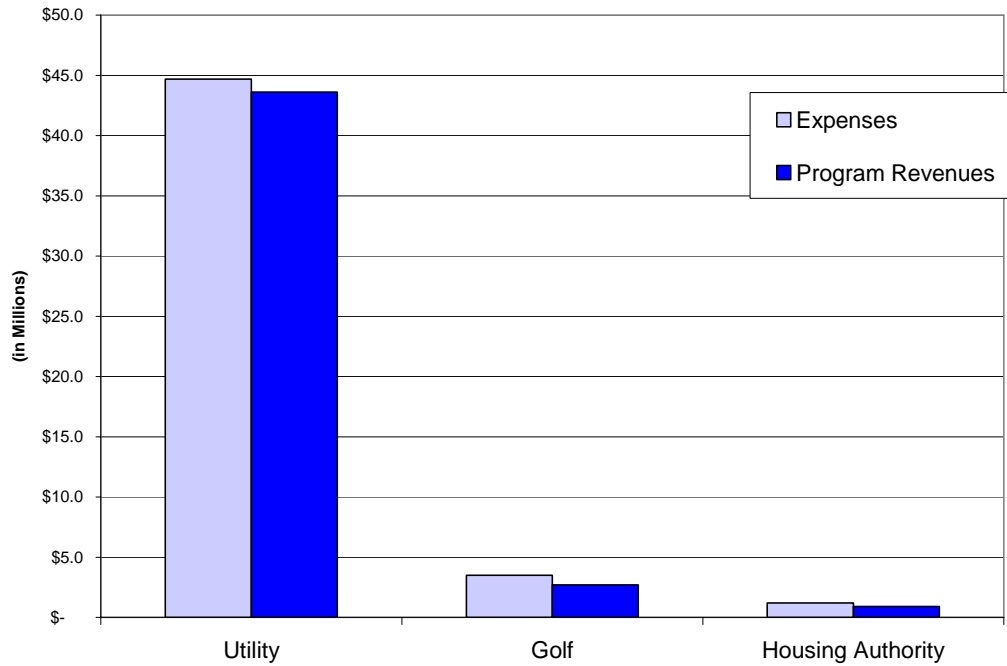
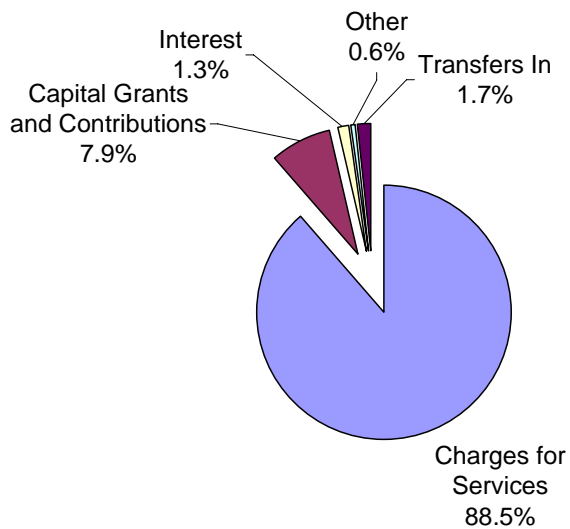


Chart 5: Revenues by Source - Business-type Activities



Total business-type revenues increased \$6.3 million, or 13.7%, compared to 2009. This increase was due primarily to an increase of \$0.7 million, or 20.0%, in Capital Grants and Contributions, a \$5.9 million, or 14.3%, increase in charges for services, and a \$.5 million, or 41.7% loss in interest earnings.

Expenses of business-type activities decreased \$4.2 million, or 7.8%, compared to 2009. The decrease was due primarily to a decrease in costs associated with providing utility services.

As can be seen from Charts 4 and 5, the City's Utility Enterprise accounts for the majority of its business-type activities, representing 90.4% of total business-type expenses. Charges for services provide the largest share of revenues (88.5%), followed by Capital Grants and Contributions (7.9%).

THE CITY'S FUNDS (ANALYSIS OF SPECIFIC FUNDS)

As explained earlier, the City of Westminster uses fund accounting to ensure and demonstrate compliance with finance-related legal requirements.

Governmental Funds- The focus of the City's *governmental funds* is to provide information in short-term inflows, outflows, and balances of spendable resources. This information is necessary to assess the City's financing requirements. Types of governmental funds reported by the City include the General Fund, Special Revenue Funds, Debt Service Funds and Capital Projects Funds.

At December 31, 2010, the City's governmental funds reported a combined ending fund balance of \$101.5 million, an increase of \$4.0 million, or 4.1%, compared to 2009. The reserved fund balance for capital projects increased \$16.3 million which reflects money being accumulated for urban renewal projects in the WURP area.

The unreserved fund balance decreased \$19.0 million, or 31.7%, to \$41.0 million compared to 2009. \$17.5 million of the decrease is in the General Capital Improvement Fund and reflects \$15.5 million that was transferred to WEDA as well as being used for capital projects. Unreserved fund balance is available for spending at the City's discretion within the purposes specified for the City's funds. The remainder of fund balance is reserved to indicate that it is not available for new spending because it has already been committed.

The General Fund is the primary operating fund of the City. At the end of 2010, the unreserved fund balance of the General Fund was \$11.6 million, while total fund balance was \$18.8 million. Total fund balance decreased in the General Fund by \$1.0 million, or 5.0%, compared to 2009. The unreserved fund balance represents 12.0% of General Fund expenditures and transfers out. The City's goal is to maintain a 10% fund balance.

The original budget in the General Fund was \$94.2 million and was adopted in late 2008 and adjusted in late 2009. \$7.7 million of carryover from 2009 was utilized in the General Fund. Actual General Fund expenditures and transfers out totaled \$96.6 million.

Charts 6 and 7 illustrate the Budget and Actual Revenue and Expenditures less transfers for the General Fund.

Chart 6: Budget and Actual Revenue by Source, less Transfers - General Fund

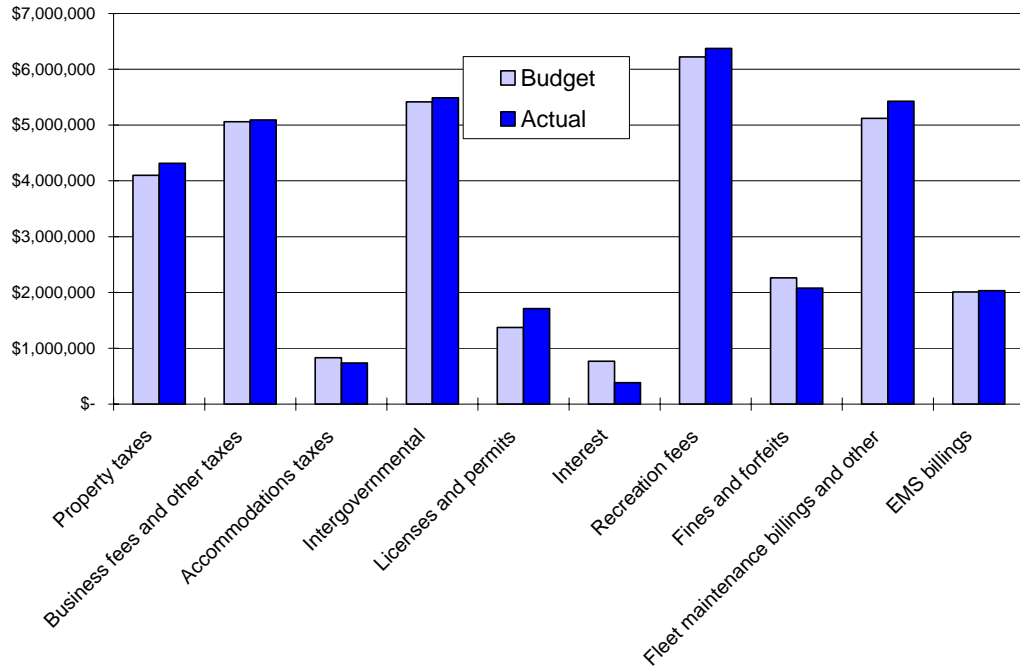
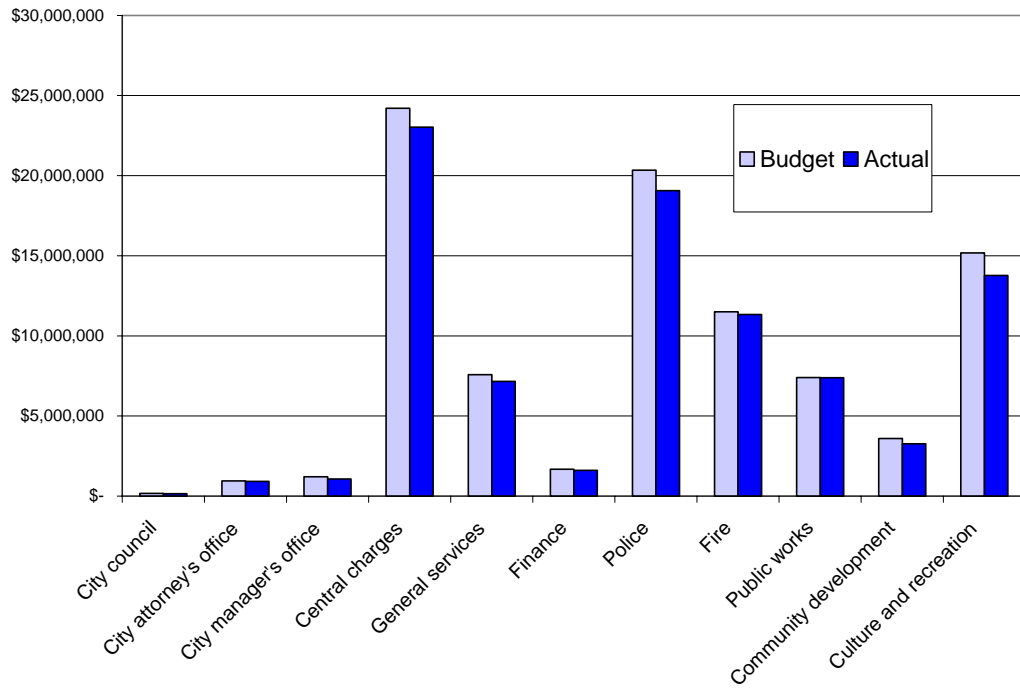


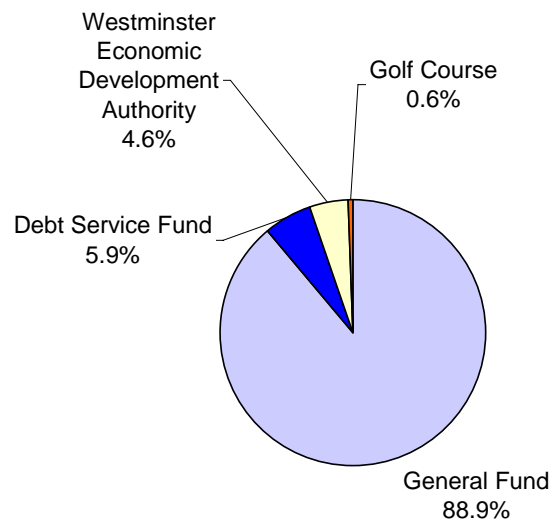
Chart 7: Budget and Actual Expenditures by Department, less Transfers - General Fund



The Sales and Use Tax Fund was established to collect the City's sales and use tax. Sales and use taxes are the primary funding source for the City's governmental funds. Once the sales and use tax is collected it is transferred to other funds. As Chart 8 illustrates, the majority (88.9%) of the sales and use tax is transferred to the General Fund.

Sales and use tax increased \$7.3 million, or 11.6%, compared to 2009, much of this was as a result of being able to keep revenues generated in Urban Renewal Areas rather than transferring them to WEDA as increment.

Chart 8: Transfers from Sales and Use Tax Fund



The General Capital Improvement Fund is used to account for financial resources used for the acquisition and construction of major capital facilities and improvements of the City, except those financed by the Enterprise Funds. At December 31, 2010, the fund had a fund balance of \$21.7 million.

The General Capital Improvement Fund revenues include accommodations taxes, interest, revenues from other governments, and transfers from other funds. The fund's revenues increased by \$1.8 million. Contributions increased \$2.1 million, offset by a \$0.8 million decrease in interest earnings. Expenditures totaling \$13.7 million were \$11.4 million less than 2009.

The Westminster Economic Development Authority is the City's urban renewal authority. The fund balance increased \$24.1 million from 2009. As of December 31, 2010, Fund Balance was \$47.3 million.

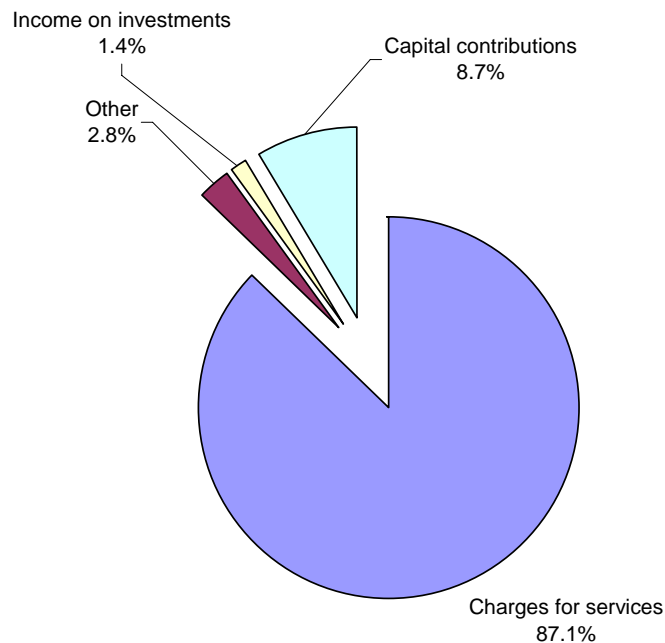
Revenue for the Westminster Economic Development Authority decreased by \$1.0 million, or 7.4%, compared to 2009. This was primarily because of a decrease in sales tax increment of \$4.0 million, offset by an increase in property tax increment of \$2.7 million. Interest earnings increased by \$0.3 million or 142.8%. Most significantly, transfers in increased \$21.2 million as WEDA is accumulating cash for a significant urban renewal project.

Proprietary Funds- As already discussed, the City's proprietary fund statements provide the same type of information found in the government-wide financial statements, but in more detail.

The Utility Fund, which accounts for the City's water, wastewater and storm drainage activity, ended 2010 with net assets equal to \$386.6 million. Of that amount, \$55.4 million is unrestricted. Net assets increased \$4.1 million, or 1.1%, compared to 2009.

Operating revenues increased \$5.9 million, or 15.5%, compared to 2009. Chart 9 illustrates both operating and non-operating revenues by source. The primary reason for the increase in operating revenues is due to a normal year of precipitation versus a wet and rainy year in 2009.

Chart 9: Utility Fund Revenues by Source



Utility Fund operating expenses decreased \$4.2 million, or 9.1%, compared to 2009. The primary reason is a decrease in the expensing of costs associated with capital projects that did not meet the criteria to capitalize and a decrease in the cost of contractual services, as 2009 reflected a large payment to buy out a service agreement.

The Golf Course Fund accounts for the City's two championship golf courses. Operating expenses exceeded operating revenues by \$0.6 million. The Golf Course Fund's net assets remained unchanged at \$10.8 million.

CAPITAL ASSET AND DEBT ADMINISTRATION

Capital Assets

As can be seen from Table 3, the City's investment in capital assets for its governmental and business-type activities as of December 31, 2010, amounts to \$796.6 million (net of accumulated depreciation). This investment in capital assets includes land, buildings and utility plants, improvements, parks, infrastructure, water rights, machinery and equipment, joint venture assets

and construction work in progress. The total increase in the City's investment in capital assets was \$19.5 million, or 2.5%. Net capital assets of governmental activities increased \$0.4 million, or 0.1%, and business-type activities increased \$19.1 million, or 5.0%.

Table 3: Capital Assets at Year-end
(Net of Depreciation, in Millions)

	Governmental Activities		Business-type Activities		Totals	
	2010	2009	2010	2009	2010	2009
Land and property rights	\$ 115.4	\$ 107.3	\$ 109.6	\$ 93.0	\$ 225.0	\$ 200.3
Buildings	46.6	39.7	159.6	154.5	206.2	194.2
Improvements other than buildings	24.7	26.1	117.4	114.5	142.1	140.6
Machinery and equipment	10.5	10.7	6.9	8.1	17.4	18.8
Parks	28.3	27.4	0.7	0.8	29.0	28.2
Ice Center	5.2	5.4	-	-	5.2	5.4
Construction in progress	2.7	9.3	3.6	7.8	6.3	17.1
Infrastructure	165.4	172.5	-	-	165.4	172.5
Totals	<u>\$ 398.8</u>	<u>\$ 398.4</u>	<u>\$ 397.8</u>	<u>\$ 378.7</u>	<u>\$ 796.6</u>	<u>\$ 777.1</u>

Major capital asset activity during 2010 included the following:

Governmental Activities

- \$6.7 million for the renovation and enhancement of City Park aquatic features
- \$7.4 million for open space property
- \$3.0 million for Westminster Center Park
- \$1.1 million for the Shoenberg Farm Historic Preservation
- \$2.5 million towards South Westminster TOD

Business-type activities

- \$16.0 million for water rights
- \$8.4 million for expansion of the Reclaimed Treatment Facility
- \$3.2 million for Zone 1 Transmission Pipeline
- \$1.2 million for Big Dry Creek WW Treatment Plant expansion
- \$1.3 million for Airport Creek Channel Improvements

Additional information on the City's capital assets can be found in Note 2E on page 44-45.

Debt Administration

At December 31, 2010, the City's bond ratings carry investment grade ratings as follows:

<u>Bond Issue</u>	<u>Standard & Poors</u>	<u>Fitch Ratings</u>	<u>Moody's</u>
Sales Tax Revenue	AA+	AA+	Not Requested
Sales Tax Revenue - POST	AA-	AA-	Not Requested
General Obligation	Not Requested	Not Requested	Not Requested
Utility Enterprise	AA	AAA	Aa2
COPs-Ice Centre	AA-	Not Requested	Not Requested
COPs-All Others	AA-	Not Requested	Not Requested

The State of Colorado limits the amount of general obligation debt that cities can issue to 3% of the actual value of all taxable property within the City's corporate limits (CRS 31-15-302). The City's outstanding general obligation debt is significantly below this \$463.0 million state-imposed limit. See page 115 for the City's legal debt margin information.

Table 4 illustrates the City's total indebtedness:

Table 4: Outstanding Debt, at Year-end (in Millions)

	Governmental Activities		Business-type Activities		Totals	
	2010	2009	2010	2009	2010	2009
Revenue Bonds and Interest Coupons (backed by specific tax and fee revenues)	\$ 60.4	\$ 65.0	\$ 37.1	\$ 14.1	\$ 97.5	\$ 79.1
WEDA Tax Increment Revenue Bonds	39.2	40.9	-	-	39.2	40.9
Notes and Mortgages	66.8	69.2	\$ 31.3	33.4	98.1	102.6
Leases	76.7	76.8	\$ 5.4	1.1	82.1	77.9
Total	\$243.1	\$ 251.9	\$ 73.8	\$ 48.6	\$ 316.9	\$ 300.5

Additional information on significant debt activity is disclosed in Management's Discussion and Analysis, Financial Highlights on page 2. Further information on the City's debt can be found in Note 2H on pages 47-51.

NEXT YEAR'S BUDGETS AND RATES

Budgets and Plans for 2011. In April, 2010, the City Council met in its annual 2-day strategic planning retreat, and accomplished the following:

- Affirmation of the City's Strategic Goals for the next five years, 2010-2015.
 1. Financially Sustainable City Government Providing Exceptional Services
 2. Safe and Secure Community
 3. Strong, Balanced Local Economy
 4. Vibrant Neighborhoods in One Livable Community
 5. Beautiful and Environmentally Sensitive City

In addition, City Council met in September, 2010 to review the 2011-2012 biennial budget

presented by staff. The product of the City Council's budget review was the adoption of the 2011-2012 budget on October 25, 2010. Highlights of the 2011 budget include the following:

- The 2011 General Fund operating expenditures are budgeted at \$93.6 million (including contingencies).
- The 2011 General Fund budget is predicated on receiving a transfer payment from the Sales and Use Tax Fund totaling \$58.8 million, which is a 2.4% increase over the 2010 transfer payment of \$57.4 million.
- In 2011, the Contingency account is \$1 million in the General Fund. The 2011 General Reserve Fund is projected to be \$9.7 million, the General Fund Stabilization Reserve is projected to be \$3.0 million, the Utility Capital Project Reserve Fund is projected to be \$17.6 million and the Utility Rate Stabilization Reserve is projected to be \$11.7 million.
- The total number of full-time equivalent (FTE) staffing in 2011 is 909.841 FTE, a net decrease of 72.833 FTE.
- In order to ensure reliable infrastructure throughout the City that accommodates continued growth, a proactive Capital Improvement Program (CIP) is recommended as a key component of the 2011 Budget. The total capital improvements for 2011 are \$9.2 million. 100% of the 2011 CIP will be funded on a "pay-as-you-go" basis.

CONTACTING THE CITY'S FINANCIAL MANAGEMENT

This financial report is designed to provide our citizens, taxpayers, customers, investors, and creditors with a general overview of the City's finances and to show the City's accountability for the money it receives. If you have questions about this report or need additional financial information, please contact Tammy Hitchens CPA, CPFO, Finance Director, as follows:

City of Westminster
4800 W. 92nd Ave
Westminster, CO 80031
303-658-2036
thitchen@cityofwestminster.us

CITY OF WESTMINSTER, COLORADO
STATEMENT OF NET ASSETS
DECEMBER 31, 2010

	Governmental Activities	Business-type Activities	Total
ASSETS			
Cash and cash equivalents	\$ 24,012,159	\$ 15,171,678	\$ 39,183,837
Cash and cash equivalents with fiscal agent	139,371	-	139,371
Investments	57,919,344	36,114,247	94,033,591
Receivables:			
Taxes	20,925,683	-	20,925,683
Accounts	2,977,341	4,749,961	7,727,302
Note and leases	5,503,847	-	5,503,847
Grants	3,588,086	-	3,588,086
Interest	394,657	263,234	657,891
Internal balances	(2,425,177)	2,425,177	-
Inventories	5,433,538	1,106,078	6,539,616
Bond costs and other prepaid items	2,858,700	1,461,294	4,319,994
Deferred outflow of resources	2,203,000	-	2,203,000
Restricted assets:			
Cash and cash equivalents	419,396	2,123,144	2,542,540
Cash and cash equivalents with fiscal agent	27,924,146	1,908,190	29,832,336
Investments	1,011,990	3,348,438	4,360,428
Investments with fiscal agent	2,000,773	11,468,828	13,469,601
Capital assets:			
Non-depreciable assets	118,090,781	113,179,472	231,270,253
Depreciable assets, net	280,699,091	284,652,250	565,351,341
Other assets	-	979,106	979,106
Investment in joint venture	600,770	-	600,770
Total assets	<u>554,277,496</u>	<u>478,951,097</u>	<u>1,033,228,593</u>
LIABILITIES			
Accounts payable and other	9,899,753	4,631,719	14,531,472
Accrued liabilities	1,851,073	342,101	2,193,174
Unearned revenue	13,591,159	57,916	13,649,075
Accrued interest	875,335	188,650	1,063,985
Estimated claims	1,504,962	-	1,504,962
Noncurrent liabilities:			
Due within one year	14,522,281	5,072,813	19,595,094
Due in more than one year	234,236,751	70,936,709	305,173,460
Total liabilities	<u>276,481,314</u>	<u>81,229,908</u>	<u>357,711,222</u>
NET ASSETS			
Invested in capital assets, net of related debt	166,119,255	336,344,413	502,463,668
Restricted for:			
Emergencies	4,914,037	-	4,914,037
Capital projects	1,735,638	-	1,735,638
Improvements and open space conservation	2,558,886	-	2,558,886
Debt service	23,557,094	5,216,907	28,774,001
Other purposes	62,741	266,191	328,932
Unrestricted	78,848,531	55,893,678	134,742,209
Total net assets	<u>\$ 277,796,182</u>	<u>\$ 397,721,189</u>	<u>\$ 675,517,371</u>

CITY OF WESTMINSTER, COLORADO
STATEMENT OF ACTIVITIES
FOR THE YEAR ENDED DECEMBER 31, 2010

	Program Revenues			
	Expenses	Charges for Services	Operating Grants and Contributions	
Function/Program Activities				
Governmental activities:				
General government	\$ 37,650,090	\$ 6,116,547	\$ 4,165,050	\$ 4,771,580
Public safety	31,705,261	4,160,047	324,740	-
Public works	14,468,243	1,419,414	-	-
Community development	12,014,286	297,219	2,300	5,606,448
Culture and recreation	17,608,348	7,139,822	4,700	1,323,380
Interest and fiscal charges	7,803,465	-	-	-
Unallocated depreciation (excludes direct depreciation of various programs)	443,359	-	-	-
Total governmental activities	121,693,052	19,133,049	4,496,790	11,701,408
Business-type activities:				
Utility	44,664,016	43,638,168	1,972	4,221,676
Golf	3,526,264	2,682,977	-	-
Westminster Housing Authority	1,243,300	942,564	-	-
Total business-type activities	49,433,580	47,263,709	1,972	4,221,676
Total	\$ 171,126,632	\$ 66,396,758	\$ 4,498,762	\$ 15,923,084

GENERAL REVENUES

Property taxes
Sales taxes
Use taxes
Property tax increment
Sales tax increment
Business fees and other taxes
Accommodations taxes
Intergovernmental not restricted to a specific purpose
Interest
Other
Gain on sale of assets

TRANSFERS

Total general revenues and transfers

Change in net assets

Net assets - beginning

Net assets - ending

Net (Expense) Revenue and Changes in Net Assets		
Governmental Activities	Business-type Activities	Total
\$ (22,596,913)	\$ -	\$ (22,596,913)
(27,220,474)	-	(27,220,474)
(13,048,829)	-	(13,048,829)
(6,108,319)	-	(6,108,319)
(9,140,446)	-	(9,140,446)
(7,803,465)	-	(7,803,465)
(443,359)	-	(443,359)
<u>(86,361,805)</u>	<u>-</u>	<u>(86,361,805)</u>
-	3,197,800	3,197,800
-	(843,287)	(843,287)
-	(300,736)	(300,736)
<u>-</u>	<u>2,053,777</u>	<u>2,053,777</u>
<u>(86,361,805)</u>	<u>2,053,777</u>	<u>(84,308,028)</u>
4,547,764	-	4,547,764
63,137,153	-	63,137,153
11,432,450	-	11,432,450
8,778,359	-	8,778,359
2,941,725	-	2,941,725
5,092,047	-	5,092,047
2,231,693	-	2,231,693
1,612,345	-	1,612,345
1,261,427	670,337	1,931,764
-	267,252	267,252
809,511	-	809,511
(856,339)	856,339	-
<u>100,988,135</u>	<u>1,793,928</u>	<u>102,782,063</u>
14,626,330	3,847,705	18,474,035
263,169,852	393,873,484	657,043,336
<u>\$ 277,796,182</u>	<u>\$ 397,721,189</u>	<u>\$ 675,517,371</u>

CITY OF WESTMINSTER, COLORADO
BALANCE SHEET
GOVERNMENTAL FUNDS
DECEMBER 31, 2010

	General	Sales and Use Tax	General Capital Improvement	Westminster Economic Development Authority
ASSETS				
Cash and cash equivalents	\$ 6,036,851	\$ 1,357,177	\$ 5,065,367	\$ 6,839,898
Cash and cash equivalents with fiscal agent	5,543	-	-	-
Investments	14,545,477	3,274,826	12,222,574	16,504,465
Receivables:				
Taxes	4,379,815	7,001,399	-	8,777,465
Accounts	2,315,887	-	584,655	16,880
Notes and leases	4,975,000	-	194,847	334,000
Grants	60,903	-	338,952	-
Interest	99,073	21,631	83,781	109,203
Due from other funds	838,170	-	-	-
Inventories	967,015	-	366,000	4,100,523
Prepaid items	26,953	-	20	-
Restricted assets:				
Cash and cash equivalents	-	-	-	71,774
Cash and cash equivalents with fiscal agent	1,209,920	-	2,588,322	23,811,955
Investments	-	-	-	173,188
Investments with fiscal agent	-	-	434,790	-
Loans to other funds	120,000	-	1,125,000	-
Total assets	<u>\$ 35,580,607</u>	<u>\$ 11,655,033</u>	<u>\$ 23,004,308</u>	<u>\$ 60,739,351</u>
LIABILITIES AND FUND BALANCES				
Liabilities:				
Accounts payable and other	\$ 4,908,950	\$ 2,751,203	\$ 719,790	\$ 1,058,803
Accrued liabilities	1,801,712	-	31,670	-
Due to other funds	-	-	-	-
Accrued interest	-	-	-	10,501
Loans from other funds	-	-	-	3,245,000
Deferred revenue	10,020,840	-	533,799	9,111,465
Total liabilities	<u>16,731,502</u>	<u>2,751,203</u>	<u>1,285,259</u>	<u>13,425,769</u>
Fund balances:				
Reserved for:				
Emergencies	4,896,660	-	-	-
Debt service	1,209,920	-	-	22,404,068
Capital projects	-	-	3,023,112	20,632,014
Loans to other funds	120,000	-	1,125,000	-
Inventories and prepaids	993,968	-	366,020	4,100,523
Unreserved, reported in:				
General fund	11,628,557	-	-	-
Special revenue funds	-	8,903,830	-	176,977
Capital projects funds	-	-	17,204,917	-
Total fund balances	<u>18,849,105</u>	<u>8,903,830</u>	<u>21,719,049</u>	<u>47,313,582</u>
Total liabilities and fund balances	<u>\$ 35,580,607</u>	<u>\$ 11,655,033</u>	<u>\$ 23,004,308</u>	<u>\$ 60,739,351</u>

Other Governmental Funds	Total Governmental Funds
\$ 398,935	\$ 19,698,228
1,722	7,265
962,620	47,509,962
767,004	20,925,683
8,263	2,925,685
-	5,503,847
3,188,231	3,588,086
11,958	325,646
-	838,170
-	5,433,538
-	26,973
347,622	419,396
313,949	27,924,146
838,802	1,011,990
1,565,983	2,000,773
-	1,245,000
<u>\$ 8,405,089</u>	<u>\$ 139,384,388</u>

\$ 272,605	\$ 9,711,351
9,739	1,843,121
838,170	838,170
-	10,501
425,177	3,670,177
2,153,179	21,819,283
<u>3,698,870</u>	<u>37,892,603</u>

17,377	4,914,037
223,105	23,837,093
1,762,758	25,417,884
-	1,245,000
-	5,460,511
-	11,628,557
2,621,627	11,702,434
81,352	17,286,269
4,706,219	101,491,785
<u>\$ 8,405,089</u>	<u>\$ 139,384,388</u>

CITY OF WESTMINSTER, COLORADO
RECONCILIATION OF THE BALANCE SHEET OF GOVERNMENTAL FUNDS TO THE STATEMENT OF NET ASSETS
DECEMBER 31, 2010

Fund balances - total government funds \$ 101,491,785

Amounts reported for governmental activities in the statement of net assets are different because:

Capital assets used in governmental activities excluding internal service fund capital assets of \$6,132,790, are not financial resources and therefore are not reported in the governmental funds.

Governmental capital assets	655,256,369	
Less accumulated depreciation	<u>(262,599,287)</u>	392,657,082

Other assets used in governmental activities are not financial resources and therefore are not reported in the governmental funds.

Bond costs	2,808,142	
Investment in joint venture	<u>600,770</u>	3,408,912

Long-term liabilities are not due and payable in the current period and therefore are not reported in the governmental funds.

Accrued interest	(853,459)	
Premiums/Discounts on long-term debt payable	1,335,197	
Governmental long term debt payable	(241,507,874)	
Compensated absences	(4,551,464)	
Postemployment benefits	<u>(235,423)</u>	(245,813,023)

Certain revenue earned but not available classified as deferred revenue in governmental funds is susceptible to full accrual on the entity-wide statements.

Deferred revenue		8,228,124
------------------	--	-----------

Internal service funds are used by management to charge the costs of certain activities to individual funds. The assets and liabilities of internal service funds are included in governmental activities in the statement of net assets.

17,823,302

Net assets of governmental activities \$ 277,796,182

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CITY OF WESTMINSTER, COLORADO
STATEMENT OF REVENUES, EXPENDITURES, AND CHANGES IN FUND BALANCES
GOVERNMENTAL FUNDS
FOR THE YEAR ENDED DECEMBER 31, 2010

	General	Sales and Use Tax	General Capital Improvement	Westminster Economic Development Authority
REVENUES				
Property taxes	\$ 4,317,203	\$ -	\$ -	\$ -
Sales taxes	-	58,877,679	-	-
Use taxes	-	10,690,422	-	-
Property tax increment	-	-	-	8,778,359
Sales tax increment	-	-	-	2,941,725
Business fees and other taxes	5,092,047	-	-	-
Accommodations taxes	736,444	-	1,495,249	-
Intergovernmental	5,488,407	-	5,991,394	59,000
Assessments	-	-	41,905	-
Licenses and permits	1,708,941	-	-	-
Interest	384,111	95,484	182,753	513,107
Contributions	-	-	2,444,022	-
Recreation fees	6,372,404	-	-	-
Fines and forfeitures	2,076,751	-	-	-
Fleet maintenance billings and other	5,427,769	-	-	-
EMS billings	2,031,040	-	-	-
Other	-	-	103,968	13,634
Total revenues	33,635,117	69,663,585	10,259,291	12,305,825
EXPENDITURES				
Current:				
General government	33,930,994	3,155,891	264,723	1,732,257
Public safety	30,393,893	-	-	-
Public works	7,391,466	-	-	-
Community development	3,271,315	-	-	-
Culture and recreation	13,771,317	-	-	-
Capital projects	-	-	13,445,904	969,203
Debt service:				
Principal	-	-	-	4,065,000
Interest and fiscal charges	-	-	-	3,967,178
Refunding bond issuance costs	370,401	-	-	-
Total expenditures	89,129,386	3,155,891	13,710,627	10,733,638
Excess of revenues over (under) expenditures	(55,494,269)	66,507,694	(3,451,336)	1,572,187
OTHER FINANCING SOURCES (USES)				
Issuance of leases	2,575,190	-	-	-
Issuance of refunding debt	22,775,000	-	-	-
Issuance of registered interest coupons	-	-	-	-
Premium on refunding debt	808,606	-	-	-
Discount on refunding debt	(129,756)	-	-	-
Payment to refunded bond escrow agent	(22,514,897)	-	-	-
Sale of capital asset	70,999	-	1,050,573	-
Transfers in	58,364,101	-	3,508,044	22,569,099
Transfers (out)	(7,450,989)	(64,575,473)	(16,999,524)	-
Total other financing sources (uses):	54,498,254	(64,575,473)	(12,440,907)	22,569,099
Net change in fund balances	(996,015)	1,932,221	(15,892,243)	24,141,286
Fund balances, beginning	19,845,120	6,971,609	37,611,292	23,172,296
Fund balances, ending	\$ 18,849,105	\$ 8,903,830	\$ 21,719,049	\$ 47,313,582

Other Governmental Funds	Total Governmental Funds
\$ 230,561	\$ 4,547,764
4,259,474	63,137,153
742,028	11,432,450
-	8,778,359
-	2,941,725
-	5,092,047
-	2,231,693
2,947,037	14,485,838
-	41,905
-	1,708,941
89,974	1,265,429
-	2,444,022
-	6,372,404
847	2,077,598
-	5,427,769
-	2,031,040
10,854	128,456
<u>8,280,775</u>	<u>134,144,593</u>
460,524	39,544,389
15,110	30,409,003
-	7,391,466
3,819,644	7,090,959
-	13,771,317
5,316,871	19,731,978
4,655,000	8,720,000
3,006,754	6,973,932
112,917	483,318
<u>17,386,820</u>	<u>134,116,362</u>
<u>(9,106,045)</u>	<u>28,231</u>
-	2,575,190
10,545,000	33,320,000
125,000	125,000
1,133,134	1,941,740
(6,881)	(136,637)
(11,600,796)	(34,115,693)
-	1,121,572
7,718,873	92,160,117
(3,990,470)	(93,016,456)
<u>3,923,860</u>	<u>3,974,833</u>
(5,182,185)	4,003,064
9,888,404	97,488,721
<u>\$ 4,706,219</u>	<u>\$ 101,491,785</u>

CITY OF WESTMINSTER, COLORADO
RECONCILIATION OF THE STATEMENT OF REVENUES, EXPENDITURES, AND CHANGES
IN FUND BALANCES OF GOVERNMENTAL FUNDS TO THE STATEMENT OF ACTIVITIES
FOR THE YEAR ENDED DECEMBER 31, 2010

Net Changes in fund balances - total government funds \$ 4,003,064

Amounts reported for governmental activities in the statement of activities are different because:

Governmental funds report capital outlays as expenditures, while in the statement of activities, the cost of those assets is allocated over their estimated useful lives and reported as depreciation expense. These amounts, exclusive of internal service fund activity, are the differences in the treatment of capital assets.

Expenditures for capital assets	17,158,198	
Less current year depreciation	(17,167,577)	
		(9,379)

In the governmental funds, the proceeds from the sale of assets increase financial resources, while in the statement of activities, only the gain/loss on the sale of assets is reported. These amounts are the differences in the treatment of the transactions involving capital assets.

Proceeds from sale of capital assets	(1,121,572)	
Loss on sale of capital assets	809,511	
		(312,061)

In governmental funds, issuance of long-term debt provides, and principal repayments and bond issuance costs consume, current financial resources and are reported as revenues and expenditures, while in government-wide reporting, these transactions are reported as adjustments to noncurrent liabilities, having no effect on net assets. These amounts are the differences in the treatment of long-term debt.

Issuance of leases	(2,575,190)	
Issuance of refunding debt	(33,320,000)	
Issuance of registered interest coupons	(125,000)	
Premium on refunding debt	(1,941,740)	
Discount on refunding debt	136,637	
Payment to refunded bond escrow agent	34,115,693	
Bond issue costs	483,318	
Principal payments	12,889,606	
		9,663,324

Some expenses reported in the statement of activities do not require the use of current financial resources and therefore are not reported as expenditures in governmental funds.

Amortization of bond discount/premium and issuance costs	(915,585)	
Accrual of interest expense	86,052	
Adjustment to long-term compensated absences liability	(200,792)	
Adjustment to postemployment benefit obligation	90,090	
		(940,235)

Revenues in the Statement of Activities that do not provide current financial resources are not reported as revenues in the governmental fund statements until they become available. As a result, some revenues recognized in governmental funds may have been recognized in the statement of activities in prior years. These amounts are the difference in the treatment of revenue recognition.

Intergovernmental revenue	884,872	
Fines and forfeitures	(106,173)	
Recreation fees	(2,145)	
		776,554

Internal service funds are used by management to charge the costs of certain activities to individual funds. The net revenue (expense) of the internal service funds is reported with governmental activities.

1,445,063

Change in net assets of governmental activities \$ 14,626,330

CITY OF WESTMINSTER, COLORADO
STATEMENT OF NET ASSETS
PROPRIETARY FUNDS
DECEMBER 31, 2010

	Business-type Activities Enterprise Funds				Governmental Activities Internal Service Funds
	Utility Enterprise	Golf	Westminster Housing Authority	Total	
ASSETS					
Current assets:					
Cash and cash equivalents	\$ 14,778,842	\$ 142,739	\$ 250,097	\$ 15,171,678	\$ 4,313,931
Cash and cash equivalents with fiscal agent	-	-	-	-	132,106
Investments	35,660,891	337,186	116,170	36,114,247	10,409,382
Receivables	5,003,257	4,153	5,785	5,013,195	120,667
Inventories	861,627	244,451	-	1,106,078	-
Bond costs and other prepaid items	1,344,523	105,480	11,291	1,461,294	23,585
Total current assets	<u>57,649,140</u>	<u>834,009</u>	<u>383,343</u>	<u>58,866,492</u>	<u>14,999,671</u>
Noncurrent assets:					
Restricted assets:					
Cash and cash equivalents	1,856,953	-	266,191	2,123,144	-
Cash and cash equivalents with fiscal agent	1,908,190	-	-	1,908,190	-
Investments	3,348,438	-	-	3,348,438	-
Investments with fiscal agent	11,468,828	-	-	11,468,828	-
Loans to other funds	2,425,177	-	-	2,425,177	-
Capital assets:					
Non-depreciable assets	101,712,766	11,101,327	365,379	113,179,472	-
Depreciable assets, net	277,846,811	4,724,971	2,080,468	284,652,250	6,132,790
Other assets	969,367	-	9,739	979,106	-
Total noncurrent assets	<u>401,536,530</u>	<u>15,826,298</u>	<u>2,721,777</u>	<u>420,084,605</u>	<u>6,132,790</u>
Total assets	<u>459,185,670</u>	<u>16,660,307</u>	<u>3,105,120</u>	<u>478,951,097</u>	<u>21,132,461</u>
LIABILITIES					
Current liabilities:					
Accounts payable and other	4,509,349	45,827	76,543	4,631,719	188,402
Accrued liabilities	306,157	35,944	-	342,101	7,952
Unearned revenue	-	57,916	-	57,916	-
Bonds payable, current portion	1,831,553	-	-	1,831,553	-
Notes payable, current portion	2,457,468	-	191,668	2,649,136	-
Lease payable, current portion	1,475	459,898	-	461,373	324,615
Other liabilities, current portion	111,483	19,268	-	130,751	1,623
Accrued interest	158,042	21,124	9,484	188,650	11,375
Estimated claims	-	-	-	-	1,504,962
Total current liabilities	<u>9,375,527</u>	<u>639,977</u>	<u>277,695</u>	<u>10,293,199</u>	<u>2,038,929</u>
Noncurrent liabilities:					
Bonds payable	35,460,361	-	-	35,460,361	-
Notes payable	26,662,407	-	2,481,122	29,143,529	-
Leases payable	-	4,987,228	-	4,987,228	1,249,996
Other liabilities payable	1,122,086	223,505	-	1,345,591	20,234
Total noncurrent liabilities	<u>63,244,854</u>	<u>5,210,733</u>	<u>2,481,122</u>	<u>70,936,709</u>	<u>1,270,230</u>
Total liabilities	<u>72,620,381</u>	<u>5,850,710</u>	<u>2,758,817</u>	<u>81,229,908</u>	<u>3,309,159</u>
NET ASSETS					
Invested in capital assets, net of related debt	325,918,430	10,379,171	46,812	336,344,413	4,558,179
Restricted for:					
Debt service	5,216,907	-	-	5,216,907	-
Other purposes	-	-	266,191	266,191	-
Unrestricted	55,429,952	430,426	33,300	55,893,678	13,265,123
Total net assets	<u>\$ 386,565,289</u>	<u>\$ 10,809,597</u>	<u>\$ 346,303</u>	<u>\$ 397,721,189</u>	<u>\$ 17,823,302</u>

CITY OF WESTMINSTER, COLORADO
STATEMENT OF REVENUES, EXPENSES, AND CHANGES IN FUND NET ASSETS
PROPRIETARY FUNDS
FOR THE YEAR ENDED DECEMBER 31, 2010

	Business-type Activities Enterprise Funds				Governmental
	Utility Enterprise	Golf	Westminster	Total	Activities
			Housing Authority		Internal Service Funds
Operating revenues					
Charges for services	\$ 42,521,661	\$ 2,682,141	\$ 942,562	\$ 46,146,364	\$ 14,580,868
Rentals	-	-	2	2	-
Other	1,118,479	836	-	1,119,315	140,899
Total operating revenues	43,640,140	2,682,977	942,564	47,265,681	14,721,767
Operating expenses					
Personnel services	15,116,564	1,610,034	160,428	16,887,026	237,445
Contractual services	11,209,454	674,265	269,061	12,152,780	1,625,926
Commodities	1,996,978	457,321	181,060	2,635,359	8,461
Capital expense	2,369,268	11,709	-	2,380,977	173,886
Insurance and other expenses	15,013	-	24,574	39,587	10,397,472
Depreciation expense	11,544,611	540,699	147,280	12,232,590	1,136,498
Total operating expenses	42,251,888	3,294,028	782,403	46,328,319	13,579,688
Operating income (loss)	1,388,252	(611,051)	160,161	937,362	1,142,079
Nonoperating revenues (expenses)					
Income on investments	668,705	(754)	2,386	670,337	210,850
Interest expense	(2,220,248)	(228,236)	(90,991)	(2,539,475)	(45,091)
Loss on disposition of capital assets	(191,880)	(4,000)	-	(195,880)	(52,212)
Other	267,252	-	(369,906)	(102,654)	-
Total nonoperating revenues (expenses)	(1,476,171)	(232,990)	(458,511)	(2,167,672)	113,547
Income (loss) before contributions and transfers	(87,919)	(844,041)	(298,350)	(1,230,310)	1,255,626
Capital contributions	4,221,676	-	-	4,221,676	189,437
Transfers in	-	856,339	-	856,339	-
Change in net assets	4,133,757	12,298	(298,350)	3,847,705	1,445,063
Net assets - beginning	382,431,532	10,797,299	644,653	393,873,484	16,378,239
Net assets - ending	\$ 386,565,289	\$ 10,809,597	\$ 346,303	\$ 397,721,189	\$ 17,823,302

CITY OF WESTMINSTER, COLORADO
STATEMENT OF CASH FLOWS
PROPRIETARY FUNDS
FOR THE YEAR ENDED DECEMBER 31, 2010

	Business-type Activities Enterprise Funds			Total	Governmental Activities
	Utility Enterprise	Golf	Westminster Housing Authority		Internal Service Funds
Cash flows from operating activities:					
Cash received from customers	\$ 41,262,673	\$ 2,683,335	\$ 944,455	\$ 44,890,463	\$ 12,427,395
Cash payments to employees for services	(12,657,490)	(1,583,876)	-	(14,241,366)	(233,746)
Cash payments to suppliers for goods and services	(13,795,544)	(1,140,998)	(618,239)	(15,554,781)	(12,390,917)
Payments to other funds	(2,703,780)	-	-	(2,703,780)	2,262,060
Other operating revenues (expenses)	1,118,480	-	-	1,118,480	10,821
Net cash provided by (used in) operating activities	<u>13,224,339</u>	<u>(41,539)</u>	<u>326,216</u>	<u>13,509,016</u>	<u>2,075,613</u>
Cash flows from noncapital financing activities:					
Proceeds from note	425,000	-	-	425,000	-
Interfund lending	(225,177)	-	-	(225,177)	-
Interfund borrowing (repayment)	-	(142,372)	-	(142,372)	-
Principal paid on long-term debt	-	-	(20,001)	(20,001)	-
Interest paid on long-term debt	-	-	(7,547)	(7,547)	-
Transfer in	-	856,339	-	856,339	-
Net cash provided by (used in) noncapital financing activities	<u>199,823</u>	<u>713,967</u>	<u>(27,548)</u>	<u>886,242</u>	<u>-</u>
Cash flows from capital and related financing activities:					
Principal paid on long term debt	(4,055,665)	(508,573)	(167,737)	(4,731,975)	(304,960)
Interest paid on long term debt	(2,446,814)	(184,651)	(82,209)	(2,713,674)	(43,158)
Acquisition and construction of capital assets	(30,422,696)	(4,000)	-	(30,426,696)	(1,047,462)
Proceeds from sale of capital assets	34,007	-	-	34,007	29,165
Contributions	3,410,270	-	-	3,410,270	-
Proceeds from bonds	29,505,000	-	-	29,505,000	-
Proceeds from capital lease	4,585	-	-	4,585	-
Payments of bond issuance costs	(229,060)	-	-	(229,060)	-
Interest subsidy on capital debt	267,251	-	-	267,251	-
Net cash used in capital and related financing activities	<u>(3,933,122)</u>	<u>(697,224)</u>	<u>(249,946)</u>	<u>(4,880,292)</u>	<u>(1,366,415)</u>
Cash flow from investing activities:					
Sale of investments	2,297,053	119,908	75,721	2,492,682	2,082,353
Interest received on investments	1,469,073	(29)	904	1,469,948	314,058
Net cash provided by investing activities	<u>3,766,126</u>	<u>119,879</u>	<u>76,625</u>	<u>3,962,630</u>	<u>2,396,411</u>
Net increase in cash and cash equivalents	13,257,166	95,083	125,347	13,477,596	3,105,609
Cash and cash equivalents - beginning of year	<u>5,286,819</u>	<u>47,656</u>	<u>390,941</u>	<u>5,725,416</u>	<u>1,340,428</u>
Cash and cash equivalents - end of year	<u>\$ 18,543,985</u>	<u>\$ 142,739</u>	<u>\$ 516,288</u>	<u>\$ 19,203,012</u>	<u>\$ 4,446,037</u>

(Continued)

CITY OF WESTMINSTER, COLORADO
STATEMENT OF CASH FLOWS
PROPRIETARY FUNDS
FOR THE YEAR ENDED DECEMBER 31, 2010
(Continued)

	Business-type Activities Enterprise Funds			Total	Governmental Activities
	Utility Enterprise	Golf	Westminster Housing Authority		Internal Service Funds
Reconciliation of operating income (loss) to net cash provided by (used in) operating activities					
Operating income (loss)	\$ 1,388,252	\$ (611,051)	\$ 160,161	\$ 937,362	\$ 1,142,079
Adjustments to reconcile operating income (loss) to net cash provided by (used in) operating activities:					
Depreciation	11,544,611	540,699	147,280	12,232,590	1,136,498
(Increase) decrease in accounts receivable	(1,258,988)	357	1,891	(1,256,740)	(21,491)
(Increase) decrease in inventories	256,709	(13,869)	-	242,840	-
Increase in prepaid items	359	-	588	947	76,415
Increase in deferred revenue	-	187	-	187	-
Increase in accounts payable and other	890,807	15,980	16,296	923,083	(213,558)
Increase in accrued liabilities	402,589	26,158	-	428,747	381
Decrease in estimated claims	-	-	-	-	(44,711)
Total adjustments	11,836,087	569,512	166,055	12,571,654	933,534
Net cash provided by (used in) operating activities	<u>\$ 13,224,339</u>	<u>\$ (41,539)</u>	<u>\$ 326,216</u>	<u>\$ 13,509,016</u>	<u>\$ 2,075,613</u>

2010 Noncash investing, capital, and financing activities:

- Developers contributed capital assets consisting of water and sewer lines of \$360,342.
- A contribution increase of \$63,277 was reported in the Utility Fund to reflect the City's equity interest in the Church Ditch Water Authority.
- The unrecognized gain (loss) recorded to value the noncash investments of the City's enterprise funds to fair value was \$484,394.
- Two lease payables in amounts totaling \$726,415 were entered into for the purchase of assets. Payments to commence in 2011.
- Amortization of bond premiums, discounts, deferred loss on refunding, and bond issuance costs of the City's enterprise funds totaled \$202,825.
- The City issued Certificates of Participation in the amount of \$4,820,000 in order to refund debt. Net certificate proceeds of \$4,830,936, were deposited immediately into an irrevocable trust for the defeasance and retirement of outstanding bond principal, payment of premium, accrued interest and issuance costs.
- An doubtful account allowance was recorded for a note receivable in the amount of \$369,000 in the Westminster Housing Authority.

CITY OF WESTMINSTER, COLORADO
STATEMENT OF FIDUCIARY NET ASSETS
FIDUCIARY FUND
DECEMBER 31, 2010

	Volunteer Fire Pension <hr style="border: 1px solid black;"/>
ASSETS	
Investments with fiscal agent	\$ <u>2,554,366</u>
NET ASSETS	
Held in trust for pension benefits	\$ <u><u>2,554,366</u></u>

CITY OF WESTMINSTER, COLORADO
STATEMENT OF CHANGES IN FIDUCIARY NET ASSETS
FIDUCIARY FUND
FOR THE YEAR ENDED DECEMBER 31, 2010

	Volunteer Fire Pension
ADDITIONS	
Net investment income	\$ 324,402
Total additions	324,402
DEDUCTIONS	
Benefits	209,790
Administrative expense	18,408
Total deductions	228,198
Change in net assets	96,204
Net assets - beginning	2,458,162
Net assets - ending	\$ 2,554,366

**CITY OF WESTMINSTER, COLORADO
NOTES TO FINANCIAL STATEMENTS
DECEMBER 31, 2010**

NOTE 1 - SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

A. Reporting Entity

The City is a municipality governed by an elected mayor and six additional members of Council. Component units, as established by the Governmental Accounting Standards Board (GASB) Statement 14 are separate organizations that are included in the City's reporting entity because of the significance of their operational or financial relationships with the City. Blended component units are, in substance, part of the City's operations, therefore data from these units are combined with the data of the City. The City's component units are all blended. All component units have a December 31 year-end.

Blended Component Units

The Westminster Housing Authority (WHA) (Enterprise Fund), Amherst General Improvement District (Special Revenue Fund), Sheridan Crossing General Improvement District (Special Revenue Fund), Westminster Economic Development Authority (WEDA) Fund (Special Revenue Fund), 136th Avenue General Improvement District (Special Revenue Fund), Orchard Park Place General Improvement District (Special Revenue Fund), Mandalay Town Center General Improvement District (Special Revenue Fund), 144th Avenue General Improvement District (Special Revenue Fund), and the Promenade Parking Garage General Improvement District (Special Revenue Fund) are all governed by boards comprised of the City's elected officials. Each component unit governing body is substantially the same as the governing body of the City. In addition, the City has the ability to modify or approve the budgets of these entities and to appoint or designate new management in the case of the WHA.

Westminster Building Authority (WBA)

The City created the Westminster Building Authority as a non-profit corporation under State law (Articles 20 through 29, inclusive of Title 7 of the Colorado Revised Statutes). The Building Authority is intended to be the City's financing arm and, as such, allows the City to avoid paying fees to an outside third party financing corporation. WBA assigned its right to receive and enforce payments relating to debt service of these financial benefits to a trustee. WBA is not presented in the financial statements.

B. Basic Financial Statements

The basic financial statements include government-wide and fund financial statements. The government-wide statements focus on the City as a whole and the fund financial statements focus on the major individual funds of the governmental and business-type categories, as well as the fiduciary funds. Both the government-wide and fund financial statements categorize primary activities as either governmental or business-type. Fiduciary activities are excluded from the government-wide financial statements. Each presentation provides valuable information that can be analyzed and compared (between years and between governments) to enhance the usefulness of the information.

Government-Wide Statements

The government-wide statement emphasis is on the sustainability of the City as an entity and the change in aggregate financial position resulting from the activities of the year.

For the most part, the effect of interfund activity has been removed from these statements. Exceptions to this general rule are charges for interfund services that are reasonably equivalent to the services provided.

CITY OF WESTMINSTER, COLORADO
NOTES TO FINANCIAL STATEMENTS
DECEMBER 31, 2010

In the government-wide Statement of Net Assets, both the governmental and business-type activities columns (a) are presented on a consolidated basis by column, (b) and are reflected on a full accrual, economic resource basis, which incorporates long-term assets and receivables as well as long-term debt and obligations.

The government-wide Statement of Activities reflects both the gross and net costs per functional category (Public Safety, Public Works, etc.), which are otherwise being supported by general government revenues (property, sales and use taxes, certain intergovernmental revenues, etc). The Statement of Activities reduces gross expenses (including depreciation) by related program revenues, operating and capital grants. The program revenues must be directly associated with the function or a business-type activity. Program revenues include 1) charges to customers or applications for goods, services, or privileges provided, 2) operating grants and contributions and 3) capital grants and contributions.

Transfers between governmental funds and between enterprise funds are reported in total at the fund level, and are not carried forward to the government-wide statements; however, transfers between governmental funds and enterprise funds are reported in the respective activities columns of the Statement of Activities, resulting in elimination of transfer activity at the government-wide level.

The net expense (by function or business-type activity) is normally covered by general revenue (property, sales and use taxes, intergovernmental revenues, interest income, etc.).

Fund Financial Statements

The fund financial statement emphasis is on the major funds in either the governmental or business-type categories. Nonmajor funds (by category) are summarized into a single column, unless the City believes a nonmajor fund (under major fund criteria) is particularly important to financial statement users, in which case it is reported as a major fund.

The governmental funds major fund statements in the fund financial statements are presented on a current financial resource and modified accrual basis of accounting. This is the manner in which these funds are normally budgeted. This presentation is deemed most appropriate to demonstrate (a) legal and covenant compliance, (b) the source and use of liquid resources, and (c) how the City's actual experience conforms to the budget plan.

Since the governmental fund statements are presented on a different measurement focus and basis of accounting than the government-wide statements' governmental column, a reconciliation is presented on the page following each fund statement, which briefly explains the adjustment necessary to transform the fund based financial statements into the governmental activities column of the government-wide presentation.

Reporting of Internal Service and Fiduciary Funds

Internal service funds of a government (which traditionally provide services primarily to other funds of the government) are presented, in summary form, as part of the proprietary fund financial statements. Since the principal users of the internal services are the City's governmental activities, net assets of internal service funds are consolidated with governmental activities when presented at the government-wide level. As appropriate, surplus or deficits are allocated back to customers in the entity-wide Statement of Activities as either an expense or charge for services of the general government and are therefore not eliminated in the consolidation of interfund services provided and used.

**CITY OF WESTMINSTER, COLORADO
NOTES TO FINANCIAL STATEMENTS
DECEMBER 31, 2010**

The Volunteer Firefighter Pension Fund is presented in the Statement of Fiduciary Net Assets and Statement of Changes in Fiduciary Net Assets. Since these assets are being held for the benefit of a third party (pension participants) and cannot be used to address activities or obligations of the government, it is not incorporated into the government-wide statements.

C. Measurement Focus, Basis of Accounting and Basis of Presentation

The financial transactions of the City are recorded in individual funds. Each fund is accounted for by providing a separate set of self-balancing accounts that comprises its assets, liabilities, reserves, fund equity, net assets, revenues and expenditures or expenses. The various funds are reported by generic classification within the financial statements.

GASB Statement 34, *Basic Financial Statements—and Management’s Discussion and Analysis— for State and Local Governments*, sets forth minimum criteria (percentage of the assets, liabilities, revenues or expenditures/expenses of either fund category or the governmental and enterprise combined) for the determination of major funds. The City has chosen to present additional funds as major funds, as allowed by GASB Statement 34. The non-major funds are combined in a column in the fund financial statements and detailed in the combining statements section.

Governmental funds are used to account for the City’s general government activities. Governmental fund types use the flow of current financial resources measurement focus and the modified accrual basis of accounting. Under the modified accrual basis of accounting, revenues are recognized when susceptible to accrual (i.e., when they are “measurable and available”). “Measurable” means the amount of the transaction can be determined and “available” means collectible within the current period or soon enough thereafter to pay liabilities of the current period. The City considers all revenues available if they are collected within 45 days after year-end.

Sales taxes, property and other imposed taxes, as well as business fees and interest earnings associated with the current fiscal period are all susceptible to accrual and have been recognized as revenues of the current fiscal period. Only the portion of tax assessments receivable due within the current fiscal period is considered to be susceptible to accrual as revenue of the current period. All other revenue items are considered to be measurable and available only when cash is received by the City.

Expenditures are recorded when the related fund liability is incurred, except for unmatured interest on long-term debt and certain compensated absences and claims and judgments, which are recognized when the obligations are due.

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

The City reports the following major governmental funds:

General Fund is the City’s primary operating fund. It accounts for all financial resources of the general government, except those required to be accounted for in another fund.

Sales and Use Tax Special Revenue Fund accounts for revenue from the City’s 3% sales and use tax which was approved by Westminster voters. These funds are the primary funding

CITY OF WESTMINSTER, COLORADO
NOTES TO FINANCIAL STATEMENTS
DECEMBER 31, 2010

source for the City's governmental operations and are pledged for various sales and use tax revenue bond issues subject to certain bond covenants. The fund also accounts for the .6% public safety tax, which was approved by Westminster voters in November 2003. Revenues from this tax must be used to improve and enhance the safety and security of Westminster residents.

General Capital Improvement Fund accounts for the financing and construction of projects ranging from parks, street improvements, and traffic signals to fire station construction and remodeling. Financing is provided by investment earnings, General Fund and Conservation Trust Fund revenues, intergovernmental revenues, contributions, bond proceeds and transfers.

Westminster Economic Development Authority Fund is a special revenue fund that accounts for the monies for urban renewal activity. Financing is provided by the incremental increases of both property tax and sales tax within the boundaries of the Authority. Proceeds from bond issues are used to finance capital improvements.

Proprietary funds are used to account for a government's ongoing organizations and activities that are similar to those often found in the private sector. Proprietary funds are reported using the economic resources measurement focus and the accrual basis of accounting. All assets, liabilities, revenues, expenses, and transfers relating to the government's business and quasi-business activities—where *net income and capital maintenance are measured*—are accounted for through proprietary funds. The generally accepted accounting principles followed are generally those applicable to similar businesses in the private sector; the measurement focus is based upon determination of *net income, financial position, and cash flows*. Revenues earned and expenses incurred are recognized and classified in a government's proprietary funds in essentially the same manner as in business-type accounting and financial reporting. Proprietary funds distinguish operating revenues and expenses from nonoperating items. Operating revenues and expenses generally result from providing services and producing and delivering goods in connection with the principal ongoing operations. All revenues and expenses not meeting this definition are reported as nonoperating revenues and expenses.

The City's proprietary funds apply all applicable GASB pronouncements as well as Financial Accounting Standards Board (FASB) Statements and Interpretations, Accounting Principles Board (APB) opinions, and Accounting Research Bulletins (ARB) of the Committee on Accounting Procedures issued on or before November 30, 1989 that do not conflict with or contradict GASB pronouncements.

The following is a description of the major proprietary fund of the City:

Utility Fund accounts for all activities necessary to provide water, sewer and storm drainage services to City residents and some outside users, financing of such activities and related debt service.

The City reports the following nonmajor proprietary funds as major funds because of their importance to the financial statement users:

Golf Course accounts for all activities necessary to operate and maintain two championship golf courses and finance the related debt service.

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Westminster Housing Authority accounts for the operation of an apartment complex of 130 units, under Section 8 of the National Housing Act, including rental income, operational costs and debt service as well as other various low income housing redevelopment projects.

The City additionally reports the following Fund types:

Internal Service Funds account for operations that provide services to other departments or agencies of the City on a cost-reimbursement basis. The City has three internal service funds that are used for self-insurance purposes; property and liability, workers' compensation, and medical and dental insurance. In addition, the City has one internal service fund used for replacement of capital equipment.

Trust Funds account for assets held by the City in a trustee capacity on behalf of others under the terms of a formal trust agreement. Trust funds use the same measurement focus and basis of accounting as proprietary funds. The City has one pension trust fund that accounts for the assets of the City's volunteer firefighter pension plan.

D. Assets and Liabilities

Deposits and Investments

The City's cash and cash equivalents include amounts that are readily convertible to known amounts of cash and are not subject to significant risk from changes in interest rates.

Investments are reported at fair value. For cash and cash equivalents, the fair value approximates the carrying value. For long-term investments, fair value is determined via dealer quotes. The City considers all investments with original maturities at three months or less to be cash equivalents.

Receivables and Payables

The receivables for property taxes are recognized as of the lien date. Taxes are liened on January 1, certified to the counties in December, levied on January 1 of the following year, and subsequently paid in either one installment on April 30, or two installments on February 28 and June 15. Property taxes are recognized as receivables and deferred revenue when liened, and as revenue when available for collection in the following year. The respective counties bill and collect the City's property taxes.

Assessments are also enforceable liens on property. They are certified to the counties when liabilities for special improvement districts are established. Payments, billings, and collections are handled by the counties in the same manner as property taxes, or the City collects the assessments directly.

Inventories and Prepaid Items

Inventories are valued at cost using the first-in/first-out (FIFO) method. The costs of inventories are recorded as expenditures/expenses when consumed, rather than when purchased.

Certain payments to vendors reflect costs applicable to future accounting periods and are recorded as prepaid items.

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Restricted Assets

Certain resources set aside for repayment of debt are classified as restricted assets on the Statement of Net Assets and Fund Statement Balance Sheets because their use is limited by applicable debt covenants. The General Fund; General Capital Improvement Projects Fund; Westminster Economic Development Authority Special Revenue Fund; Parks, Open Space & Trails Special Revenue Fund; and the Utility Enterprise Fund have restricted assets which consist of bond proceeds and other cash and investments mandated by indenture to be segregated for the construction of various projects and payment of debt. The Westminster Housing Authority Fund has cash and deposits that are restricted due to the Department of Housing and Urban Development and/or debt requirements. The Conservation Trust Fund has restricted cash that is restricted due to the legal requirements of the program.

Capital Assets

Capital assets with a value of \$5,000 or more are recorded at historical cost. Major outlays for constructed capital assets and improvements are capitalized when the assets are placed in service and the improvements are complete. Donated capital assets are recorded at estimated fair value at the date of donation. Costs that do not add to the value of an asset or materially extend its useful life are not included in its capitalized value. Infrastructure includes all streets and other pavement, bridges, storm drainage, signs, and traffic signals. Capital assets are depreciated using the straight-line method generally over the following estimated useful lives:

<u>Capital Asset</u>	<u>Life Months</u>
Buildings and plants	360-600
Machinery and equipment	36-240
Improvements other than buildings	240-600
Parks	240
Infrastructure	120-600

Included in business-type activities is the interest incurred during the construction phase of capital assets, net of interest earned on the invested proceeds over the same period (other than for taxable debt).

Bond Premiums, Discounts, Deferred Losses on Refundings, and Issuance Costs

In the governmental funds, bond premiums, discounts, deferred loss on refundings and issuance costs are treated as period costs in the year of issue. In the proprietary funds (and for the governmental activities, in the government-wide statements) bond premiums, discounts, deferred loss on refundings and issue costs are deferred and amortized over the term of the bonds.

Other Long-Term Liabilities

Compensated absences, postemployment benefits other than pension (OPEB), and pollution remediation obligations are reported as Other Liabilities in the proprietary fund financial statements. In proprietary funds and in the government-wide statements, these liabilities are accrued when incurred.

In governmental funds, compensated absences and OPEB are considered long-term and therefore are not accrued as fund liabilities. Pollution remediation obligations are accrued when extinguishable with current financial resources; otherwise, they are not accrued.

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Compensated absences and OPEB are liquidated by the fund in which an employee works. The General Fund is typically used to liquidate these liabilities for the general government. Pollution remediation obligations are liquidated by the fund responsible for the remediation activity.

Differences in the treatment of these liabilities between governmental fund statements and the Statement of Net Assets, Governmental Activities are accounted for in the Reconciliation of the Balance Sheet of Governmental Funds to the Statement of Net Assets.

E. Interfund Transactions

In the fund financial statements, interfund transactions are reflected as loans, services provided and used, reimbursements or transfers. Transactions between funds that are representative of lending/borrowing arrangements outstanding at the end of the fiscal year are referred to as "loans to" and "loans from" other funds. In Governmental Funds, loans to other funds are offset by an equal reservation of fund balance to indicate that resources are not available for appropriation. Short-term advances between funds are reported as "due to" and "due from" other funds.

Services provided and used are treated as revenues and expenditures/expenses. Reimbursements occur when one fund incurs a cost, charges a benefiting fund for the costs and directly reduces its own costs related to the reimbursement.

All other interfund transactions are treated as transfers. Transfers between governmental or proprietary funds are netted as part of the reconciliation to the government-wide columnar presentation.

In the government-wide Statement of Net Assets, loans between governmental and business type activities are reflected as internal balances.

NOTE 2 - DETAILED NOTES ON ALL FUNDS

A. Deposits and Investments

Deposits

The bank balance of the City's cash deposits at December 31, 2010 was \$3,675,362, of which \$750,000 was covered by Federal Deposit Insurance and \$2,925,362 was uninsured but collateralized in accordance with provision of the Colorado Public Deposit Protection Act (PDPA). An additional \$750,000 in Federal Deposit Insurance covers deposits held separately for the Westminster Economic Development Authority. The collateral is pooled and held in trust for all uninsured deposits as a group.

Investments

The City as a home rule municipality operating under its City Charter is allowed under Colorado State Statutes to promulgate and implement local standards for cash and investment management operations. It is the policy of the City to invest public funds in a manner that will provide preservation of capital, meet the daily liquidity needs of the City, diversify the City's investments, conform to all local rules and state statutes governing the investment of public funds, and generate market rates of return.

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The adopted Investment Policy for the City authorizes all investments to be made in accordance with Colorado Revised Statutes. The provision of the City's Investment Policy apply to all investable funds of the City to include trust funds, bond ordinance accounts and reserve accounts. The reserve and trust accounts are further defined with additional investment guidelines. The Investment Policy addresses the methods, procedures and practices which must be exercised to ensure effective and judicious fiscal and investment management of the City's funds.

The City's principal investment objectives are:

- Preservation of capital and protection of investment principal
- Maintenance of sufficient liquidity to meet anticipated cash flows
- Diversification to avoid incurring unreasonable financial risks
- Attainment of a market rate of return as defined in Section XIII of the Investment Policy
- Conformance with all applicable City policies, State statutes and Federal regulations

The City's investments are subject to interest rate, credit and concentration of credit risk, which are mitigated by Colorado State Statutes as follows:

As a means of limiting its exposure to fair value losses arising from rising interest rates, the City's investment policy limits investment maturities to less than seven years, unless matched to a specific cash flow.

Interest Rate Risk. In accordance with its investment policy, the City manages its exposure to declines in fair values by maintaining the weighted average maturity not to exceed three years.

Credit Risk. In accordance with its investment policy, the City manages its credit risk by requiring at the time of purchase that the security be rated by at least two nationally recognized credit rating agencies as further defined below and in the Investment policy.

The City's securities at December 31, 2010, are rated AAA by Standard and Poor's and AAA by Moody's Investors Services for its Agency securities. Corporate debt is rated at least AA- by Standard and Poor's and Aa3 by Moody's Investors Services. Commercial Paper is rated at least A-1 + by Standard and Poor's and P1 by Moody's Investors Services.

The City's investment policy follows Colorado Revised Statutes 24-75-602.1(j) and any changes enacted in the statutes relative to repurchase agreements. Collateral must have an original minimum fair value (including accrued interest) of 102% of the dollar value of the transaction; if the collateralized value drops below 101%, it is immediately restored to 102%. Collateral is held by the City's custodian bank as the safekeeping agent and marked to market daily.

Concentration of Credit Risk. In accordance with the City's investment policy, investments are diversified to eliminate the risk of loss resulting from over concentration of assets in a specific maturity, a specific issuer or a specific class of securities. Percentage limitations used for measurements are based on the percentage of cost value of the portfolio as defined within the Investment Policy.

Local Government Investment Pools. At December 31, 2010, the City had invested \$24,398,011 in the Colorado Government Liquid Asset Trust (COLOTRUST) and \$2,166,516 in Colorado Surplus Asset Fund Trust (CSAFE), investment vehicles established for local government entities in Colorado pursuant to Title 24, Article 75, Part 7 of the Colorado

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Revised Statutes, to pool surplus funds for investment purposes. The State Securities Commissioner administers and enforces the requirements of creating and operating the Pools.

COLOTRUST and CSAFE are 2a7-like investment pools and are not subject to interest rate risk disclosure. They operate similar to a money market fund where each share is equal in value to \$1.00. The fair value of the position in the pool is the same as the value of the pooled shares. The pools are rated AAA by Standard and Poor's.

The designated custodial bank provides safekeeping and depository services in connection with the direct investment and withdrawal functions. Substantially all securities owned by the pool are held by the Federal Reserve Bank in the account maintained for the custodial bank.

The custodian's internal records identify the investments owned by the pool. Investments of the pool comply with state statutes, consisting of U.S. Treasury bills, notes and note strips, repurchase agreements, U.S. Instrumentalities, Commercial Paper, Bank Deposits, and Money Market Funds.

Cash and Investments as reported on the financial statements at December 31, 2010.

Cash and cash equivalents	\$ 39,183,837
Cash and cash equivalents with agent	139,371
Investments	94,033,591
Restricted cash and cash equivalents	2,542,540
Restricted cash with agent	29,832,336
Restricted investments	4,360,428
Restricted investments with agent	13,469,601
Total per Statement of Net Assets:	<u>\$ 183,561,704</u>

Credit Quality Distribution for Securities as a Percentage of Total Investments

<u>Investment Type</u>	<u>S & P Rating</u>	<u>% of Total</u>
Local Investment - CSAFE	AAA	1.20%
Local Investment - COLOTRUST	AAA	13.49%
Commercial Paper Barton Capital	A-1	1.11%
Commercial Paper Amsterdam Funding	A-1	1.11%
Commercial Paper ING Funding	A-1	1.11%
Corporate GE Capital	AA+	2.13%
Corporate Metropolitan Life Global Funding	AA-	0.90%
Corporate Walmart	AA	1.67%
Corporate Bank of New York	AA-	1.21%
Corporate TIAA Global Markets	AAA	0.89%
Municipal - Westminster EDA	NR	2.49%
US Treasury Securities	N/A	13.65%
Federal Farm Credit Banks	AAA	21.96%
Federal Home Loan Bank System	AAA	9.39%
Freddie Mac (Federal Home Loan Mortgage Corporation)	AAA	3.04%
Fannie Mae (Federal National Mortgage Association)	AAA	8.11%
First American Money Market Fund	AAAm	16.32%
First American Treasury Obligation	AAAm	0.22%

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<u>Investment Type</u>	<u>Fair Value</u>	<u>Weighted Average to Maturity (years)</u>
Colorado Liquid Asset Trust (COLOTRUST)	\$ 24,398,011	-
Colorado Surplus Asset Fund (CSAFE)	2,166,516	-
Repurchase Agreements (FHLMC)	16,982,479	-
Commercial Paper	5,995,916	0.19
US Treasuries	24,680,494	1.21
US Instrumentalities	56,908,651	1.77
Domestic Corporate Securities	12,296,590	2.11
Municipal	4,510,000	6.02
First American Money Market Fund	29,916,029	-
US Instrumentalities with Fiscal Agent	2,968,981	0.26
 Total Investments controlled by City	 \$ 180,823,667	
Portfolio weighted average maturity		1.55

B. Disaggregation of Receivables

Receivables at December 31, 2010, were as follows:

	Taxes	Accounts	Leases and Notes	Grants	Interest	Total Receivables
Governmental Activities:						
General	\$ 4,379,815	\$ 3,210,257	\$ 4,975,000	\$ 60,903	\$ 99,073	\$ 12,725,048
Sales and Use Tax	7,001,399	-	-	-	21,631	7,023,030
GCIF	-	584,655	194,847	338,952	83,781	1,202,235
WEDA	8,777,465	16,880	334,000	-	109,203	9,237,548
Other Governmental	767,004	8,263	-	3,188,231	11,958	3,975,456
Less: Allowance for Doubtful Accounts	-	(894,370)	-	-	-	(894,370)
Subtotal	20,925,683	2,925,685	5,503,847	3,588,086	325,646	33,268,947
Reconciliation of balances in fund financial statements to government-wide financial statements						
	-	51,656	-	-	69,011	120,667
Total - Governmental Activities	\$ 20,925,683	\$ 2,977,341	\$ 5,503,847	\$ 3,588,086	\$ 394,657	\$ 33,389,614
Business-type Activities:						
Utilities	\$ -	\$ 4,743,093	\$ -	\$ -	\$ 260,164	\$ 5,003,257
Golf Course	-	1,866	-	-	2,287	4,153
Housing Authority	-	5,002	-	-	783	5,785
Total - Business-type Activities:	\$ -	\$ 4,749,961	\$ -	\$ -	\$ 263,234	\$ 5,013,195

C. Leases and Notes Receivable

Notes become receivable as the income is earned. Operating lease revenue is reported as income as it is earned. The net investment in a capital lease becomes receivable when benefits and risks associated with ownership of the property transfer to the lessee, typically at inception of the lease agreement.

The capital lease with Hyland Hills Parks and Recreation District represents a sub-lease for an undivided fifty percent interest in the Ice Arena to be paid over 25 years. In the event of default, Hyland Hills' interest would be reduced by two percent for each year the lease obligation was not met. The net interest rate on the lease is 3.585%.

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The note with Catellus Development Corporation represents the final special assessment payment due on land purchased by Catellus.

The note with Colorado Rural Housing Development Corp. is for the construction and purchase of a 12,000 square foot building located in the South Westminster Urban Renewal Area. The note requires minimum annual payments of interest and 20% of any surplus cash flow. It is anticipated that the loan will be repaid in 2011.

The City considers all amounts to be fully collectable and therefore, no reserve has been established. The City will periodically reassess the collectability of the notes receivable and record a reserve if deemed necessary.

	Purpose of Issue	Amount Issued	Amount Outstanding	Scheduled Payments	Final Payment
PRIMARY GOVERNMENT					
Governmental Activities					
Catellus Development Corporation	Land SID assessment	\$ 194,847	\$ 194,847	one-time pymt	*
Hyland Hills Park and Recreation District	Ice Centre	4,975,000	4,975,000	semi-annually	Dec-2022
Colorado Rural Housing Development Corporation	Development Corp Building Construction	334,000	334,000	annually	2011
Total Governmental Activities		<u>\$ 5,503,847</u>	<u>\$ 5,503,847</u>		

* The payment is due at such time as a building permit is issued for a third office building in Circle Point Corporate Center.

Capital Leases and Notes Receivable Debt Service Requirements

Governmental activities

Year Ending	Colorado			Total
	Catellus	Hyland Hills	Rural Housing	
2011	\$ 194,847	\$ 307,500	\$ 334,000	\$ 836,347
2012	-	327,500	-	327,500
2013	-	335,000	-	335,000
2014	-	342,500	-	342,500
2015	-	352,500	-	352,500
2016-2020	-	1,942,500	-	1,942,500
2021-2022	-	1,367,500	-	1,367,500
	<u>\$ 194,847</u>	<u>\$ 4,975,000</u>	<u>\$ 334,000</u>	<u>\$ 5,503,847</u>

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D. Interfund Receivables and Payables

The composition of interfund balances as of December 31, 2010, is as follows:

<u>Receivable Fund</u>	<u>Payable Fund</u>	<u>Amount</u>
Due to/from other funds:		
General Fund	Parks, Open Space and Trails	\$ 752,276
General Fund	Community Development Block Grant	85,894
Loans from/to other funds:		
General Fund	Westminster Economic Development Authority	120,000
General Capital Improvement	Westminster Economic Development Authority	1,125,000
Utility Fund	Westminster Economic Development Authority	2,000,000
Utility Fund	Parks, Open Space and Trails	<u>425,177</u>
Total		<u>\$ 4,508,347</u>

At December 31, 2010, the General Fund covered the overdrawn cash balances of the Parks, Open Space and Trails and Community Development Block Grant Funds.

The loans of \$3,245,000 to the WEDA Fund were used to 1) pay for the redevelopment and revitalization of the Westminster Plaza Shopping Center and 2) pay for expenses associated with the redevelopment of an abandoned residential project within the Holly Park Urban Renewal Area. These interfund loans are expected to be repaid in the subsequent years.

The loan of \$425,117 to the Parks, Open Space and Trails Fund from the Utility fund assisted in the purchase of the Mandalay-Parkwood open space property. The interfund loan is expected to be repaid in 2017.

For budget purposes, interfund loans are appropriated as "Other Financing Use" in the payor fund. On an actual basis, the interfund loan is only a balance sheet transaction; therefore, interfund loan transactions show a budget to actual variance in the budget comparison financial statements.

E. Capital Assets

The following is a summary of machinery and equipment purchased by capital lease with a liability outstanding as of December 31, 2010.

	<u>Historical Cost</u>	<u>Accumulated Depreciation</u>	<u>Net Book Value</u>
General Capital Outlay Replacement	\$ 3,274,968	\$ (554,533)	\$ 2,720,435
General Government	3,104,544	(725,239)	2,379,305
Golf Course Enterprises	1,245,659	(825,327)	420,332
Total	<u>\$ 7,625,171</u>	<u>\$ (2,105,099)</u>	<u>\$ 5,520,072</u>

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	Beginning Balance	Additions	Deletions	Ending Balance
Governmental Activities				
Land & Land Rights	\$ 102,032,989	\$ 7,430,925	\$ (408,363)	\$ 109,055,551
Water Rights	-	1,000,000	-	1,000,000
Joint Venture	5,361,000	-	-	5,361,000
Construction in progress	9,261,825	13,973,950	(20,561,545)	2,674,230
Total nondepreciable assets	<u>116,655,814</u>	<u>22,404,875</u>	<u>(20,969,908)</u>	<u>118,090,781</u>
Buildings	75,633,333	9,787,086	-	85,420,419
Machinery and equipment	37,409,167	2,553,374	(1,433,706)	38,528,835
Improvements other than buildings	40,107,226	613,843	-	40,721,069
Parks	51,384,571	3,214,845	-	54,599,416
Ice Center	6,972,384	-	-	6,972,384
Infrastructure	324,099,799	1,277,441	-	325,377,240
Total depreciable assets	<u>535,606,480</u>	<u>17,446,589</u>	<u>(1,433,706)</u>	<u>551,619,363</u>
Less accumulated depreciation for:				
Buildings	(35,911,079)	(2,945,823)	-	(38,856,902)
Machinery and equipment	(26,729,837)	(2,606,295)	1,280,225	(28,055,907)
Improvements other than buildings	(14,040,723)	(1,949,497)	-	(15,990,220)
Parks	(23,989,344)	(2,282,266)	-	(26,271,610)
Ice Center	(1,597,838)	(145,258)	-	(1,743,096)
Infrastructure	(151,627,601)	(8,374,936)	-	(160,002,537)
Total accumulated depreciation	<u>(253,896,422)</u>	<u>(18,304,075)</u>	<u>1,280,225</u>	<u>(270,920,272)</u>
Net total depreciable assets	<u>281,710,058</u>	<u>(857,486)</u>	<u>(153,481)</u>	<u>280,699,091</u>
Governmental activities capital assets, net	<u>\$ 398,365,872</u>	<u>\$ 21,547,389</u>	<u>\$ (21,123,389)</u>	<u>\$ 398,789,872</u>

Depreciation expense was charged to governmental functions as follows:

General government	\$ 1,220,172
Public safety	2,001,926
Public works	6,576,743
Community development	2,549,376
Culture and Recreation	5,512,499
Unallocated depreciation-Internal Service Funds	443,359
Total depreciation expense	<u>\$ 18,304,075</u>

	Beginning Balance	Additions	Deletions	Ending Balance
Business-type activities:				
Land & Land Rights	\$ 20,041,766	\$ 502,433	\$ -	\$ 20,544,199
Water rights	73,043,731	15,978,314	(18,750)	89,003,295
Construction in progress	7,809,425	30,144,528	(34,321,975)	3,631,978
Total nondepreciable assets	<u>100,894,922</u>	<u>46,625,275</u>	<u>(34,340,725)</u>	<u>113,179,472</u>
Buildings and plants	227,689,648	9,794,350	-	237,483,998
Improvements other than buildings	169,477,195	8,568,942	(150,000)	177,896,137
Parks	1,551,253	-	-	1,551,253
Machinery and equipment	17,806,445	811,103	(310,523)	18,307,025
Total depreciable assets	<u>416,524,541</u>	<u>19,174,395</u>	<u>(460,523)</u>	<u>435,238,413</u>
Less accumulated depreciation for:				
Buildings and plants	(73,187,994)	(4,653,922)	-	(77,841,916)
Improvements other than buildings	(54,994,305)	(5,519,157)	43,449	(60,470,013)
Parks	(751,295)	(77,562)	-	(828,857)
Machinery and equipment	(9,732,447)	(1,981,949)	269,019	(11,445,377)
Total accumulated depreciation	<u>(138,666,041)</u>	<u>(12,232,590)</u>	<u>312,468</u>	<u>(150,586,163)</u>
Net total depreciable assets	<u>277,858,500</u>	<u>6,941,805</u>	<u>(148,055)</u>	<u>284,652,250</u>
Business-type activities capital assets, net	<u>\$ 378,753,422</u>	<u>\$ 53,567,080</u>	<u>\$ (34,488,780)</u>	<u>\$ 397,831,722</u>

Depreciation expense was charged to business-type functions as follows:

Utility	\$ 11,544,611
Golf	540,699
Westminster Housing Authority	147,280
Total depreciation expense	<u>\$ 12,232,590</u>

During the year ended December 31, 2010, the City recorded \$365,953 of capitalized interest. Of this amount \$358,870 is included in fixed assets and \$7,083 is included in construction-in-process at year end.

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F. Disaggregation of Payables

Payables at December 31, 2010, were as follows:

	Accounts Payable	Other	Accrued Liabilities	Accrued Interest	Total Payables
Governmental Funds:					
General	\$ 2,306,393	\$ 2,602,557	\$ 1,801,712	\$ -	\$ 6,710,662
Sales and Use Tax	18	2,751,185	-	-	2,751,203
GCIF	651,208	68,582	31,670	-	751,460
WEDA	484,138	574,665	-	10,501	1,069,304
Other Governmental	262,284	10,321	9,739	-	282,344
Subtotal - Governmental Funds	<u>3,704,041</u>	<u>6,007,310</u>	<u>1,843,121</u>	<u>10,501</u>	<u>11,564,973</u>
Reconciliation of balances in fund financial statements to government wide financial statements					
Internal service funds	188,402	-	7,952	853,459	853,459
Total - Governmental Activities	<u>\$ 3,892,443</u>	<u>\$ 6,007,310</u>	<u>\$ 1,851,073</u>	<u>\$ 875,335</u>	<u>\$ 12,626,161</u>
Business-type Activities:					
Utilities	\$ 4,353,108	\$ 156,241	\$ 306,157	\$ 158,042	\$ 4,973,548
Golf Course	44,154	1,673	35,944	21,124	102,895
Housing Authority	76,543	-	-	9,484	86,027
Total - Business-type Activities	<u>\$ 4,473,805</u>	<u>\$ 157,914</u>	<u>\$ 342,101</u>	<u>\$ 188,650</u>	<u>\$ 5,162,470</u>

G. Interfund Transfers

TRANSFERS FROM OTHER FUNDS	TRANSFERS TO OTHER FUNDS					Totals
	General Fund	General Capital Improvement Fund	Westminster Economic Development Authority	Nonmajor Governmental Funds	Golf Course Fund	
General Fund	\$ -	\$ 3,336,044	\$ 4,114,945	\$ -	\$ -	\$ 7,450,989
Sales Tax Fund	57,364,101	-	3,000,000	3,806,372	405,000	64,575,473
General Capital Improvement Fund	1,000,000	-	15,454,154	371,622	173,748	16,999,524
Nonmajor Governmental Funds	-	172,000	-	3,540,879	277,591	3,990,470
Totals	<u>\$ 58,364,101</u>	<u>\$ 3,508,044</u>	<u>\$ 22,569,099</u>	<u>\$ 7,718,873</u>	<u>\$ 856,339</u>	<u>\$ 93,016,456</u>

The matrix summarizes the City's interfund transfer activity. Most transfers between the General; Sales and Use Tax; General Capital Improvement; Parks, Open Space and Trails; and Nonmajor Governmental Funds are routinely used to reallocate resources to fund City operations, capital construction, land purchases, debt service and governmental subsidies. In 2010, onetime transfers from governmental funds to the Westminster Economic Development Authority totaling \$22,569,099 transpired to provide funding for the redevelopment of urban renewal areas. Transfer activity between governmental and business-type funds is detailed below:

Reconciliation of Transfers between Governmental and Business-Type Activities:

From the General Capital Improvement Fund to the Golf Course Fund for operating subsidies and interfund loan relief	\$ (173,748)
From the Sales Tax Fund to the Golf Course Fund to assist with debt service obligations	(405,000)
From the Open Space Fund to the Golf Course Fund to assist with debt service obligations	(277,591)
Total transfers between Governmental and Business Type Activities Funds	<u>\$ (856,339)</u>

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H. Long-Term Debt

Long-term liability activity for the year ended December 31, 2010 was as follows:

	Beginning Balance	Additions	Reductions	Ending Balance	Amounts Due Within One Year
Governmental Activities:					
Bonds, loans, leases and other payable:					
Revenue bonds	\$ 64,955,000	\$ 10,545,000	\$ (15,200,000)	\$ 60,300,000	\$ 4,835,000
Tax increment bonds	40,895,000	-	(1,680,000)	39,215,000	1,760,000
Registered interest coupons	-	125,000	-	125,000	-
Loans	69,160,000	-	(2,385,000)	66,775,000	2,490,000
Capital leases	76,825,446	26,076,605	(26,234,566)	76,667,485	5,342,850
	<u>251,835,446</u>	<u>36,746,605</u>	<u>(45,499,566)</u>	<u>243,082,485</u>	<u>14,427,850</u>
Add:					
Bond premium	3,139,543	1,941,741	(768,260)	4,313,024	454,985
Bond discount and deferred amount on refundings	(4,587,830)	(2,207,511)	1,147,120	(5,648,221)	(643,934)
	<u>250,387,159</u>	<u>36,480,835</u>	<u>(45,120,706)</u>	<u>241,747,288</u>	<u>14,238,901</u>
Total bonds and leases payable					
Other liabilities:					
Compensated absences	4,369,625	6,576,841	(6,373,145)	4,573,321	283,380
OPEB	328,851	356,590	(450,018)	235,423	-
Derivative	441,000	1,762,000	-	2,203,000	-
Total other liabilities	<u>5,139,476</u>	<u>8,695,431</u>	<u>(6,823,163)</u>	<u>7,011,744</u>	<u>283,380</u>
Governmental activities long-term liabilities					
	<u>\$ 255,526,635</u>	<u>\$ 45,176,266</u>	<u>\$ (51,943,869)</u>	<u>\$ 248,759,032</u>	<u>\$ 14,522,281</u>
	Ending Balance	Additions	Reductions	Ending Balance	Amounts Due Within One Year
Business-Type Activities:					
Bonds, notes and leases payable:					
Revenue bonds	\$ 14,075,000	\$ 29,505,000	\$ (6,490,000)	\$ 37,090,000	\$ 1,780,000
Notes	33,366,040	425,000	(2,532,647)	31,258,393	2,614,138
Capital leases	1,075,366	4,824,585	(509,329)	5,390,622	456,546
	<u>48,516,406</u>	<u>34,754,585</u>	<u>(9,531,976)</u>	<u>73,739,015</u>	<u>4,850,684</u>
Add:					
Bond/Notes premium	895,961	149,389	(97,839)	947,511	104,811
Bond discount and deferred amount on refundings	(75,579)	(87,216)	9,449	(153,346)	(13,433)
	<u>49,336,788</u>	<u>34,816,758</u>	<u>(9,620,366)</u>	<u>74,533,180</u>	<u>4,942,062</u>
Total bonds, notes and leases payable					
Other liabilities:					
Compensated absences	951,840	1,382,372	(1,353,508)	980,704	61,251
OPEB	144,245	70,347	(23,671)	190,921	-
Pollution Remediation	408,791	-	(104,074)	304,717	69,500
Total other liabilities	<u>1,504,876</u>	<u>1,452,719</u>	<u>(1,481,253)</u>	<u>1,476,342</u>	<u>130,751</u>
Business-type activities long-term liabilities					
	<u>\$ 50,841,664</u>	<u>\$ 36,269,477</u>	<u>\$ (11,101,619)</u>	<u>\$ 76,009,522</u>	<u>\$ 5,072,813</u>

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Description of Individual Debt Issues Outstanding - Summarized below are the City's debt issues outstanding at December 31, 2010.

Revenue Bonds	Purpose of Issue	Amount Issued	Amount Outstanding	Coupon Interest Rate	Final Maturity
Sales and Use Tax Refunding Series 2001	Refunding/112th Ave Improvements	\$ 13,275,000	\$ 1,960,000	4.0% - 5.0%	12/01/21
Sales and Use Tax Revenue Series 2002	136th Avenue & I-25 Interchange	15,090,000	1,460,000	3.75% - 4.0%	12/01/12
Sales and Use Tax Revenue Series 2007A	Refunding/Street Improvements	10,715,000	8,055,000	4.0% - 5.5%	12/01/16
Sales and Use Tax POST Series 2007B	Refunding/Open Space Purchases	13,680,000	9,925,000	4.0% - 5.5%	12/01/16
Sales and Use Tax Refunding Series 2007C	Refunding/Street Improvements	10,910,000	8,355,000	4.0% - 5.25%	12/01/16
Sales and Use Tax POST Series 2007D	Open Space Purchases/Facility Improv	20,000,000	20,000,000	4.0% - 5.0%	12/01/31
Sales and Use Tax Refunding Series 2010	Refunding/Street Improvements	10,545,000	<u>10,545,000</u>	2.0% - 5.0%	12/01/22
Total Governmental Activities			<u>60,300,000</u>		
Water/Wastewater Revenue Series 2001	Refunding	20,990,000	7,585,000	4.0% - 5.5%	12/01/14
Water/Wastewater Revenue Series 2010	Build America Bonds	29,505,000	<u>29,505,000</u>	3.23% - 5.82%	12/01/30
Total Business-type Activities			<u>37,090,000</u>		
Total Revenue bonds			<u>\$ 97,390,000</u>		
Registered interest coupons					
Sales and Use Tax Refunding Series 2010	Registered 'B' interest coupons	125,000	<u>\$ 125,000</u>	(1)	12/01/13
			<u>\$ 125,000</u>		

Annual debt service requirements to maturity for revenue bonds and registered interest coupons are as follows:

Year	Governmental Activities			Year	Business-type Activities		
	Principal	Interest	Total		Principal	Interest	Total
2011	\$ 4,835,000	\$ 2,737,584	\$ 7,572,584	2011	\$ 1,780,000	\$ 1,835,584	\$ 3,615,584
2012	4,980,000	2,540,876	7,520,876	2012	1,850,000	1,764,384	3,614,384
2013	5,155,000	2,565,864	7,720,864	2013	1,930,000	1,685,759	3,615,759
2014	5,480,000	2,107,664	7,587,664	2014	2,025,000	1,589,259	3,614,259
2015	5,835,000	1,864,233	7,699,233	2015	1,475,000	1,477,884	2,952,884
2016-2020	15,425,000	6,244,395	21,669,395	2016-2020	7,925,000	6,533,565	14,458,565
2021-2025	8,905,000	3,438,363	12,343,363	2021-2025	9,195,000	4,593,110	13,788,110
2026-2030	7,880,000	1,581,850	9,461,850	2026-2030	10,910,000	1,950,775	12,860,775
2031-2035	1,805,000	85,738	1,890,738	Total	<u>\$ 37,090,000</u>	<u>\$ 21,430,320</u>	<u>\$ 58,520,320</u>
Total	<u>\$ 60,300,000</u>	<u>\$ 23,166,567</u>	<u>\$ 83,466,567</u>				

(1) The Series 2010 Sales and Use Tax Revenue Refunding Bonds include \$125,000 of B Interest Registered Coupons. These do not have a specified interest rate associated with payment due but are included in the total amount of interest due for 2013 above.

Tax Increment Bonds and Loans

	Purpose of Issue	Amount Issued	Amount Outstanding	Coupon Interest Rate	Final Maturity
WEDA Revenue Refunding Bonds Series 2009	Westminster Plaza Redevelopment	\$ 5,330,000	\$ 4,510,000	3.800%	12/01/17
WEDA Revenue Refunding Bonds Series 2009	Mandalay Gardens Urban Renewal	35,830,000	<u>34,705,000</u>	(2)	12/01/28
Total Tax Increment Bonds			<u>39,215,000</u>		
WEDA Revenue Loan Series 2009	North Huron Urban Renewal	62,375,000	59,080,000	4.510%	12/01/16
WEDA Revenue Loan Series 2009	South Sheridan Urban Renewal	8,075,000	<u>7,695,000</u>	4.950%	12/01/28
Total Tax Increment Loans			<u>66,775,000</u>		
Total Governmental Activities			<u>\$ 105,990,000</u>		

Annual debt service requirements to maturity for tax increment bonds and loans are as follows:

Year	Governmental Activities		
	Principal	Interest	Total
2011	\$ 4,250,000	\$ 3,355,611	\$ 7,605,611
2012	4,450,000	3,215,512	7,665,512
2013	4,655,000	3,069,140	7,724,140
2014	4,880,000	2,916,306	7,796,306
2015	5,100,000	2,756,519	7,856,519
2016-2020	58,915,000	2,982,456	61,897,456
2021-2025	13,660,000	1,123,335	14,783,335
2026-2030	10,080,000	247,225	10,327,225
Total	<u>\$ 105,990,000</u>	<u>\$ 19,666,104</u>	<u>\$ 125,656,104</u>

(2) The Series 2009 WEDA Mandalay Gardens Renewal Refunding Bonds have a variable interest rate is based on LIBOR. The interest rate as of 12/31/10 is 0.40%

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Capital Leases	Purpose of Issue	Amount Issued	Amount Outstanding	Interest Rate	Final Maturity
Capital lease	05 Fire truck	\$ 472,039	\$ 125,733	4.27%	10/15/12
Capital lease	05 Energy Saving Equipment	2,262,993	1,323,062	4.029%	10/15/16
Capital lease	07 Fire truck	396,932	189,346	4.10%	01/15/14
Capital lease	08 Fire truck	603,450	382,805	3.52%	01/15/15
Capital lease	08 Pumper Truck	216,475	158,904	3.48%	10/15/15
Capital lease	09 Parks Equipment	527,540	354,205	4.85%	10/15/14
Capital lease	10 Copier Portion of Joint Lease	58,096	48,513	5.00%	04/15/13
Capital lease	10 Energy Saving Equipment	2,517,094	2,517,094	4.100%	04/01/21
Capital lease	10 Heavy Rescue Truck	274,999	266,407	3.89%	01/31/17
Capital lease	10 Pumper Truck	451,416	451,416	3.44%	10/15/17
Capital lease - Certificates of Participation 01	Public Safety Building	18,740,000	830,000	4.38% - 4.5%	12/01/11
Capital lease - Certificates of Participation 05	144th & I-25 interchange	17,130,000	14,530,000	3.38% - 5.0%	12/01/25
Capital lease - Broomfield/Westminster Foundation	Metzger Farm Open Space	4,920,000	2,915,000	4.0% - 5.0%	12/01/16
Capital lease - Certificates of Participation 07	Refunding/Cap Fac & Streets	32,210,000	29,800,000	4.0% - 5.0%	12/01/25
Capital lease - Certificates of Participation 10	Refunding/Public Safety & Golf Course Revenue	12,825,000	12,825,000	3.0% - 4.25%	12/01/22
Capital lease - Certificates of Participation 10	Ice Centre Refunding	9,950,000	9,950,000	2.0% - 4.5%	12/01/22
Total Governmental Activities			<u>76,667,485</u>		
Golf Course capital lease	06 Maintenance Equipment	582,144	228,261	4.32%	04/15/13
Golf Course capital lease	07 Maintenance Equipment	547,000	294,228	4.85%	04/15/14
Golf Course capital lease	09 Golf Portion of Joint Lease	439,745	304,304	4.85%	04/15/14
PWU capital lease	10 PWU Portion of Joint Copier Lease	4,585	3,829	5.00%	04/15/13
Capital lease - Certificates of Participation 10	Refunding/Public Safety & Golf Course Revenue	4,820,000	4,560,000	3.0% - 4.25%	12/01/22
Total Business-type Activities			<u>5,390,622</u>		
Total Capital Leases			<u>\$ 82,058,107</u>		

Annual debt service requirements to maturity for capital leases are as follows:

Year	Governmental Activities			Year	Business-type Activities		
	Principal	Interest	Total		Principal	Interest	Total
2011	\$ 5,342,850	\$ 3,161,761	\$ 8,504,611	2011	\$ 456,546	\$ 190,573	\$ 647,119
2012	5,703,030	2,901,756	8,604,786	2012	549,802	172,218	722,020
2013	5,836,299	2,688,245	8,524,544	2013	379,128	151,477	530,605
2014	5,991,394	2,469,600	8,460,994	2014	235,146	140,176	375,322
2015	6,189,472	2,236,128	8,425,600	2015	365,000	131,750	496,750
2016-2020	28,932,728	7,559,760	36,492,488	2016-2020	2,020,000	460,300	2,480,300
2021-2025	18,671,712	2,208,924	20,880,636	2021-2025	1,385,000	107,563	1,492,563
Total	<u>\$ 76,667,485</u>	<u>\$ 23,226,174</u>	<u>\$ 99,893,659</u>	Total	<u>\$ 5,390,622</u>	<u>\$ 1,354,057</u>	<u>\$ 6,744,679</u>

Notes	Purpose of Issue	Amount Issued	Amount Outstanding	Coupon Interest Rate	Final Maturity
Colorado Water Power Authority Note 97	Reclamation Facility	\$ 13,246,525	\$ 5,995,240	4.54%	06/01/17
Colorado Water Power Authority Note 98	Reclamation Facility	4,085,697	1,641,815	3.96%	06/01/17
Colorado Water Power Authority Note 00	Northwest Water Treatment Plant	14,998,357	8,284,988	4.40%	06/01/20
Colorado Water Power Authority Note 05	Big Dry Creek Wastewater Treatment Plant	15,440,000	12,037,500	3.32%	06/01/25
POST Church Ditch Note	Purchase of water shares	425,000	425,000	5.00%	12/28/17
Housing Authority Mortgage	Refinance/Capital Projects	3,600,000	2,438,432	(3)	01/09/22
Brownfields Note	Remediation of South Westminster Property	413,000	273,756	2.00%	02/01/16
Rehfeld Note	Purchase of water shares	180,000	161,662	4.00%	03/31/23
Total Business-type Activities			<u>\$ 31,258,393</u>		

Annual debt service requirements to maturity for notes are as follows:

Year	Business-Type Activities		
	Principal	Interest	Total
2011	\$ 2,614,138	\$ 1,278,388	\$ 3,892,526
2012	2,699,484	1,191,653	3,891,137
2013	2,790,236	1,101,242	3,891,478
2014	2,878,649	1,008,966	3,887,615
2015	2,975,476	909,958	3,885,434
2016-2020	12,515,846	2,603,913	15,119,759
2021-2025	4,784,864	750,911	5,535,775
Total	<u>\$ 31,258,693</u>	<u>\$ 8,845,031</u>	<u>\$ 40,103,724</u>

(3) The Housing Authority Mortgage bears interest at a variable yearly rate based on the Prime Rate. The interest rate as of 12/31/10 is 3.25%.

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Debt Issues

On May 25, 2010 the City Water and Wastewater Utility Enterprise issued \$29,505,000 of Taxable Water and Wastewater Revenue Bonds with an arbitrage yield of 3.39%. These bonds were issued as Direct Pay Build America Bonds for purposes of the American Recovery and Reinvestment Act of 2009. The allocation of the gross proceeds to cost of issuance fees and underwriter's discount was \$229,557.97.

On July 27, 2010 the City issued \$10,545,000 of Sales and Use Tax Refunding Bonds, Series 2010 with an arbitrage yield of 2.79% to partially advance refund \$760,000 of \$2,910,000 outstanding Sales and Use Tax Bonds, Series 2001 and to partially advance refund \$9,875,000 of \$11,935,000 outstanding Sales and Use Tax Bonds, Series 2002. The net proceeds of \$11,796,253 were used to cover the cost of issuance fees and underwriter's discount of \$112,917 and to immediately redeem the portion of the Series 2001 and 2002 bonds refunded including accrued interest. The proceeds of the Bonds were deposited in an irrevocable trust with an escrow agent used to purchase U.S. Government Obligations sufficient to provide for all future debt service payments on the portion of the Series 2001 and 2002 bonds refunded. As a result, the portion of the Series 2001 and 2002 bonds refunded are considered to be defeased and the liability for those bonds has been removed from the City's general long-term debt outstanding.

The City advance refunded a portion of the Series 2001 and 2002 bonds to reduce its total debt service payments over the next 11 years by \$662,438 and to obtain the economic gain (difference between the present values of the debt service payments on the old and new debt) of \$627,485. A deferred amount on refunding of \$826,641 was recorded.

On August 10, 2010 the City issued \$17,645,000 of Refunding Certificates of Participation, Series 2010 with an arbitrage yield of 3.18% to current refund \$4,780,000 of the outstanding Golf Course Revenue Bonds, Series 1998 and to partially advance refund \$12,250,000 of \$13,875,000 outstanding Certificates of Participation, Series 2001. The net proceeds of \$18,356,642 were allocated to cover the cost of issuance fees and underwriter's discount of \$206,055 and to immediately redeem the entire refunded amount of the Series 1998 Bonds and a portion of the Series 2001 Certificates of Participation (COPs), plus accrued interest. As a result, the Series 1998 Series bonds are considered to be fully redeemed and the liability for those bonds has been removed from the City's ledgers. The proceeds of the 2010 refunding COPs were deposited in an irrevocable trust with an escrow agent who purchased U.S. Government Obligations sufficient to provide for all future debt service payments on the portion of the Series 2001 bonds refunded. As a result, the portion of the Series 2001 bonds refunded is considered to be defeased and the liability for those bonds has been removed from the City's general long-term debt outstanding.

The City current refunded all of the 1998 Series Bonds and advance refunded a portion of the Series 2001 COPs to reduce its total debt service payments over the next 13 years by \$1,447,705 and to obtain the economic gain (difference between the present values of the debt service payments on the old and new debt) of \$1,352,291. A deferred amount on refunding of \$1,023,109 was recorded.

On November 1, 2010 the City issued \$9,950,000 of Refunding Certificates of Participation, Series 2010 with an arbitrage yield of 3.37% to current refund \$9,510,000 of the outstanding Certificates of Participation, Series 1998 (Ice Centre Project). The net proceeds of \$10,036,444 plus an additional \$782,574 of City funds were allocated to cost of issuance fees

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and underwriter's discount of \$127,313 and to immediately redeem the entire amount of the Series 1998 refunded securities plus accrued interest. As a result, the Series 1998 securities are considered to be fully redeemed and the liability for those bonds has been removed from the City's ledgers.

The City current refunded all of the 1998 Series securities to reduce its total debt service payments over the next 14 years by \$1,070,234 and to obtain the economic gain (difference between the present values of the debt service payments on the old and new debt) of \$829,106. A deferred amount on refunding of \$221,123 was recorded.

I. Derivative Instruments

The fair value balances and notional amounts of derivative instruments outstanding at December 31, 2010 and the changes in fair value of such derivative instrument for the year then ended as reported in the 2010 financial statements are as follows [debit (credit)]:

	Changes in Fair Value		Fair Value at December 31, 2010		Notional
	Classification	Amount	Classification	Amount	
Governmental activities					
Cash flow hedges					
Pay-fixed interest rate swap	Deferred outflow of resources	\$ 1,762,000	Debt	\$ (2,203,000)	\$ 59,080,000

The fair value of the interest rate swap is estimated using the zero-coupon method. This method calculates future net settlement payments required by the swap, assuming that the current forward rates implied by the 3 month Libor yield curve as of December 31, 2010 correctly anticipate future spot interest rates. These payments are then discounted using the spot rates implied by the then current yield curve for hypothetical zero-coupon bonds due on the date of each future net settlement on the swaps. The fair value calculation was completed by a consultant retained by the Westminster Economic Development Authority ("Authority") using a proprietary model.

Objective and Terms of Hedging Derivative Instruments

The following table displays the objective and terms of the Authority's hedging derivative instrument outstanding at December 31, 2010, along with the credit rating of the associated counterparty (amounts in thousands).

Type	Objective	Notional Amount	Effective Date	Maturity Date	Terms	Counterparty Credit Rating
Pay-fixed interest rate swap	Hedge of changes in cash flows on the 2009 Bank Loan (North Huron Urban Renewal)	\$ 59,080,000	5/8/2009	6/1/2016	Pay 4.51%; receive 65% of 1-month Libor + 2.30%	AA/Aa

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Throughout the term of the interest rate swap the notional amount of the swap is identical to the outstanding principal balance of the loan and the settlement dates of the swap are the same as the interest payment dates (June 1, December 1) of the loan.

Risks

Credit risk. The Authority is exposed to credit risk on the hedging derivative instrument that is in asset positions. The counterparty for the interest rate swap is currently rated AA/Aa2. The Authority does not require counterparty collateral to be posted in the event the counterparty's credit rating declines. At this time the derivative instrument is not in an asset position.

Interest rate risk. The Authority is exposed to interest rate risk on the pay fixed receive variable rate interest rate swap if the 1-month London Interbank Offered Rate (LIBOR) reference rate were to decline. If that were to happen the Authority's net payment on the swap would increase. However as this is an effective hedge the interest rate paid on the loan would decline by a like amount

Basis risk. The Authority is not exposed to basis risk on its pay fixed interest rate swap. This is because the reference rate that the authority pays on its variable rate loan is exactly the same as the variable reference rate the authority receives under the interest rate swap.

Termination risk. The Authority or its counterparty may terminate the derivative instrument if the other party fails to perform under the terms of the contract. If at the time of termination, a derivative instrument is in a liability position, the Authority then would be liable to the counterparty for a payment equal to the liability, subject to netting arrangements. The derivative is in a liability position at December 31, 2010.

Rollover risk. The Authority is exposed to rollover risk on hedging derivative instruments used as hedges of debt that mature or may be terminated prior to the maturity of the debt. Currently both the pay variable loan and the derivative instrument have the same maturity date and therefore no rollover risk occurs. However, should the derivative instrument be subject to early termination for any reason, there would be rollover risk to the hedgeable item. It is the Authority's intention to hold the derivative to maturity.

Derivative Instrument Payments and Hedged Debt

As of December 31, 2010, aggregate debt service requirements of the Authority's hedged debt (fixed-rate and variable-rate) and net receipts/payments on associated hedging derivative instruments are as follows. These amounts assume that current interest rates on variable-rate bonds and the current reference rates of hedging derivative instruments will remain the same for their term. As these rates vary, interest payments on variable rate bonds and net receipts/payments on the hedging derivative instruments will vary.

Fiscal Year Ending December 31	Principal	Interest	Hedging Derivative Instrument, Net	Total
2011	\$ 2,215,000	\$ 1,479,190	\$ 1,185,318	\$ 4,879,508
2012	2,315,000	1,427,634	1,136,978	4,879,612
2013	2,415,000	1,365,772	1,094,433	4,875,205
2014	2,525,000	1,305,308	1,045,981	4,876,289
2015	2,635,000	1,242,089	995,322	4,872,411
2016	46,975,000	589,669	469,617	48,034,286
Total:	<u>\$ 59,080,000</u>	<u>\$ 7,409,662</u>	<u>\$ 5,927,649</u>	<u>\$ 72,417,311</u>

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J. Net Assets

The government-wide and business-type fund financial statements utilize a net asset presentation. Net assets are categorized as investment in capital assets (net of related debt), restricted and unrestricted.

Investment in Capital Assets, Net of Related Debt is intended to reflect the portion of net assets which are associated with non-liquid, capital assets less outstanding capital asset related debt. The net related debt is the debt less the outstanding liquid assets and any associated unamortized cost.

Restricted Net Assets are liquid assets which have third-party limitations on their use. Restricted net assets are reported by major category, which include Emergencies; Capital projects; Open space conservation and improvements; and Debt service. Nonmajor categories have been aggregated as Restricted for Other.

Unrestricted Net Assets represent assets that do not have any third party limitations on their use. While City management may have categorized and segmented portions for various purposes, the City Council has the unrestricted authority to revisit or alter these managerial decisions.

Governmental activities:

Capital Assets						\$ 398,789,872
	Amount	Premiums/ (Discounts)/ (Deferred Loss on Refunding)	Total Capital	Less	Net Capital	
Issue	Outstanding		Related Debt	Unspent Proceeds	Related Debt	
Related Debt						
2001 sales tax revenue bond	\$ 1,960,000	\$ (4,148)	\$ 1,955,852	\$ -	\$ 1,955,852	
2002 sales tax revenue bond	1,460,000	2,632	1,462,632	-	1,462,632	
2007A sales tax revenue refunding bond	8,055,000	66,182	8,121,182	-	8,121,182	
2007B open space sales tax refunding	9,925,000	122,122	10,047,122	-	10,047,122	
2007C sales tax revenue refunding bond	8,355,000	(27,179)	8,327,821	-	8,327,821	
2007D open space revenue bond	20,000,000	360,909	20,360,909	2,174,500	18,186,409	
2010 sales tax revenue refunding bond	10,545,000	295,307	10,840,307	-	10,840,307	
2010 sales tax revenue refunding "B interest coupons"	125,000	(6,630)	118,370	-	118,370	
2009 WEDA Mandalay Gardens	34,705,000	(628,954)	34,076,046	-	34,076,046	
2009 WEDA North Huron	59,080,000	(359,295)	58,720,705	-	58,720,705	
2009 WEDA South Sheridan	7,695,000	(134,596)	7,560,404	-	7,560,404	
Capital Lease	76,667,485	(912,563)	75,754,922	2,501,155	73,253,767	
Total Governmental Activities	<u>\$ 238,572,485</u>	<u>\$ (1,226,213)</u>	<u>\$ 237,346,272</u>	<u>\$ 4,675,655</u>		232,670,617

Invested in capital assets, net of related debt \$ 166,119,255

Business-type activities:

Capital Assets						\$ 397,831,722
	Amount	Premiums/ (Discounts)/ (Deferred Loss on Refunding)	Total Capital	Less	Net Capital	
Issue	Outstanding		Related Debt	Unspent Proceeds	Related Debt	
Related Debt						
2001 Utility Refunding Revenue Bonds	\$ 7,585,000	\$ 201,914	\$ 7,786,914	\$ -	\$ 7,786,914	
2010 Utility Revenue Bonds	29,505,000	(114,662)	29,390,338	12,232,455	17,157,883	
2010 COPS - Golf Course Portion	4,560,000	60,335	4,620,335	-	4,620,335	
Water Notes	28,121,205	571,316	28,692,521	-	28,692,521	
Capital Leases	830,622	-	830,622	-	830,622	
2002 Mortgage Note	2,438,432	(39,398)	2,399,034	-	2,399,034	
Total Business Type Activities	<u>\$ 73,040,259</u>	<u>\$ 679,505</u>	<u>\$ 73,719,764</u>	<u>\$ 12,232,455</u>		61,487,309

Invested in capital assets, net of related debt \$ 336,344,413

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K. Pledged Revenues

The City has pledged a portion of future sales and use tax and property tax revenues to repay sales and use tax revenue bonds as follows:

- \$13,275,000 issued in 2001 to refund the Series 1991 refunding and improvement bonds originally issued to finance capital improvements.
- \$15,090,000 issued in December 2002 to finance its portion of a joint construction project with the City of Thornton for an interchange at 136th Avenue and Interstate 25.
- \$10,715,000 issued in March 2007 to provide new funding for street improvements and to refund certain of the City's outstanding Series 1997A sales and use tax revenue refunding and improvement bonds, originally issued to refund certain outstanding 1992A sales and use tax revenue bonds, originally issued for capital improvements.
- \$10,910,000 issued in October 2007 to provide new funding for street improvements and to refund certain of the City's outstanding Series 1997A sales and use tax revenue refunding and improvement bonds.
- \$13,680,000 issued in March 2007 to refund certain of the City's outstanding series 1997B sales and use tax revenue bonds originally issued for public improvements.
- \$20,000,000 issued in December 2007 to finance the acquisition, development, enhancement, and maintenance of open space and parkland throughout the City.
- \$10,545,000 issued in July 2010 to refund certain of the City's outstanding series 2001 and 2002 sales and use tax revenue refunding and improvement bonds, originally issued to finance capital improvements.

These bonds are payable solely from sales and use tax revenue collections. Current year, principal and interest of \$7,660,854 were paid from sales and use tax revenue totaling \$58,486,727. Total principal and interest payments remaining on the bonds is \$83,341,567 payable through December 2031.

The Westminster Economic Development Authority has pledged a portion of future sales and property tax revenues to repay tax increment variable rate revenue refunding bonds and loans, as follows:

- \$6,460,000 originally issued in 1997 to finance the redevelopment in the South Westminster Urban Renewal Area. The bonds were refunded in 2009 to tax increment revenue refunding bonds.
- \$38,455,000 originally issued in 2003 to finance redevelopment in the Mandalay Gardens Urban Renewal Area. The bonds were refunded in 2006 to tax-exempt tax increment revenue bonds and again in 2009 as tax increment adjustable rate Revenue Refund bonds.
- \$68,300,000 originally issued in 2005 to finance new development in the North Huron Urban Renewal Area. The bonds were refunded in 2009 with a loan.
- \$8,320,000 originally issued in 2007 to finance the redevelopment in the South Sheridan Urban Renewal Area. The bonds were refunded in 2009 with a loan.

Tax increment variable rate revenue bonds and loans are payable from incremental sales taxes and property taxes generated by increases above the base value of retail sales and assessed valuation in the urban renewal area plus interest earnings. Current year, principal, interest and fees of \$8,032,178 were paid with incremental net pledged revenues plus prior

CITY OF WESTMINSTER, COLORADO
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year revenues totaling \$10,579,638. Total principal and interest remaining on the bonds is \$125,656,104, payable through December 1, 2018.

The Utility Enterprise has pledged future water and waste water revenues, excluding any special assessments and net of specified operating expenses, to repay:

Colorado Water Resource and Power Development Authority Notes:

- \$13,246,525 issued in May 1997 to construct a reclamation facility
- \$4,085,697 issued in April 1998 to construct a reclamation facility
- \$14,998,357 issued in April 2000 to construct the NW Water Treatment Facility
- \$15,400,000 issued in May 2005 to expand the Big Dry Creek Treatment Facility

Revenue Bonds

- \$20,990,000 issued in December 2001 to refund 1992 general obligation bonds and 1994 revenue bonds
- \$29,505,000 issued in May 2010 to acquire and develop improvements to the system throughout the City

The notes and bonds are payable solely from water and waste water net revenues. For the current year, principal and interest payments were \$6,502,479, and total water and waste water pledged net revenues were \$16,131,832. Total principal and interest payments remaining on the bonds and notes is \$95,391,182 payable through December 2030.

NOTE 3 - OTHER INFORMATION

A. Risk Management

The City is exposed to various risks of loss related to torts; employee injury on the job; theft of, damage to and destruction of assets; errors and omissions; and natural disaster for which the City carries excess insurance. The City self-funds the deductible portion of all claims. There were no reductions in insurance coverage from 2009 to 2010. The City has not had any settlements during the last three fiscal years that exceeded insurance coverage.

Medical and Dental Self-Insurance Internal Service Fund

The City established a dental plan effective January 1, 1984. The purpose of this plan is to pay the dental claims of eligible City employees and their covered dependents.

As of January 1, 2003, the City entered into an Administrative Service Only plan with Great-West Healthcare (GW), whereby the City pays GW a separate amount for administrative costs, insurance taxes, and claim servicing fees. The City agrees to provide funding for the payment of claims. At the end of the year, the City retains any money not spent on claims. The City provides a specific stop loss of \$150,000 per individual per year. This Open Access Plus plan has an in-network unlimited lifetime benefit and an out-of-network \$2,000,000 lifetime maximum. The City has recorded a liability in this fund totaling \$685,496 for open and estimated claims not yet reported at December 31, 2010.

The City also offers a fully insured HMO plan through Kaiser Permanente which has unlimited lifetime benefits.

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Workers' Compensation Self-Insurance Internal Service Fund

The City established a self-insured program for workers' compensation claims effective January 1, 1986. The purpose of this program is to pay workers' compensation claims of City employees and to reduce total annual workers' compensation costs to the City. The program covers individual losses up to \$350,000 per claim plus \$100,000 corridor deductible. Greater individual losses are covered by an excess insurance policy with statutory limits per occurrence purchased from an outside company. The City has recorded a liability totaling \$701,952 for open claims and estimated claims not yet reported at December 31, 2010.

Property and Liability Self-Insurance Internal Service Fund

The City established a program for property and liability claims effective January 1, 1988. The purpose of this program is to pay property and liability claims against the City and to reduce total annual insurance coverage cost to the City. The program covers property losses for the total insured value of all property owned by the City up to a maximum of \$500,500,000 and in-state liability losses of up to \$150,000 per person with a \$600,000 per occurrence limit as set forth by statutory liability limits for public jurisdictions. For losses in excess of program limits, the City carries excess liability coverage that also covers the City for federal acts and out-of-state claims. In addition to property insurance including boiler and machinery, the program covers automobile liability, general liability, police professional, error and omissions, crime, fiduciary liability.

Liabilities are reported when a claim is made against the City. The City has recorded a liability totaling \$117,514 for open claims at December 31, 2010.

Changes in the balances of claim liabilities for all plans follow:

Year	Beginning Balance Unpaid Claims	Incurred Claims	Cumulative Claim Payments	Ending Balance Unpaid Claims
2009	\$ 1,414,062	\$ 7,813,997	\$ 7,678,386	\$ 1,549,673
2010	1,549,673	7,833,437	7,878,148	1,504,962

B. Public Entity Risk Pools

The Colorado Intergovernmental Risk Sharing Agency ("CIRSA") was formed by an intergovernmental agreement by member municipalities pursuant to the provisions of regulation 24-10-115.5, C.R.S. (1982 Repl. Vol.), as amended, 29-1-201 et seq., C.R.S. (1977 Repl. Vol.), as amended, 29-13-102, C.R.S. (1977 Repl. Vol.), as amended, and Colorado Constitution, Article XIV, Section 18(2). Membership is restricted to Colorado municipalities, which are members of the Colorado Municipal League. The City only participates in the property and casualty coverage of the pool and does not participate in the worker's compensation coverage. As of December 31, 2010, there were 201 member municipalities and 28 special districts, including the City of Westminster, in the property and casualty pool.

The purpose of CIRSA is to provide members defined liability and property coverage and to assist members in preventing and reducing losses and injuries to municipal property and to persons or property which might result in claims being made against members of CIRSA, their employees or officers. CIRSA provides insurance coverage for property, liability, fiduciary, crime, police professional, and errors and omissions. The deductible amount paid by the City per each incident in 2010 was \$250,000 for property and \$250,000 for liability. Coverages are as follows:

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- 1) Property/excess property: total insured value for City property up to the \$500,500,000 pool limit.
- 2) General liability (claims subject to the Governmental Immunity Act): to \$150,000 per person and \$600,000 per occurrence. (Claims not subject to Government Immunity Act up to \$5,000,000 limit)
- 3) Auto liability (claims not subject to the Governmental Immunity Act): to \$1,500,000 per occurrence.
- 4) Excess law enforcement liability and public officials' errors and omissions liability coverage: to \$5,000,000.
- 5) Crime: to \$150,000 any one claim and annual aggregate.
- 6) Supplemental defense costs (claims subject to the Governmental Immunity Act): to \$50,000 per claim/occurrence.
- 7) Excess crime to \$2,000,000 any one claim and annual aggregate.

Coverage is provided through pooling of self-insured losses and the purchase of excess insurance coverage. CIRSA has a legal obligation for claims against its members to the extent that funds are available from insurance providers and under excess specific and aggregate insurance contracts. Losses incurred in excess of loss funds and amounts recoverable from excess insurance are direct liabilities of the participating members. CIRSA has indicated that the amount of any excess losses would be billed to members in proportion to their contributions in the year such excess occurs although it is not legally required to do so.

It is the intent of the members of CIRSA to create an entity in perpetuity, which will administer and use funds contributed by the members to indemnify, in accordance with the Bylaws, any member of CIRSA against stated liability or loss, to the limit of the financial resources of CIRSA. It is also the intent of the members to have CIRSA provide continuing stability and availability of needed coverage at reasonable costs. All income and assets of CIRSA are dedicated to the exclusive benefit of its members. The Bylaws constitute the substance of the intergovernmental contract among the members. Continued membership in CIRSA must be periodically approved by the City Council. The Board of Directors, which is elected by the membership for two-year terms, governs CIRSA. All actions of the membership require a majority vote for all the members present at a meeting.

C. Contingent Liabilities

Amounts received or receivable from grant agencies are subject to audit and adjustment by grantor agencies, principally the federal government. Any disallowed claims, including amounts already collected, may constitute a liability of the applicable funds. The amount, if any, of expenditures which may be disallowed by the grantor cannot be determined at this time although the City expects such amounts, if any, to be immaterial.

City Council and the WEDA Board have approved Economic Development Assistance packages as part of an active Economic Development program. As a result of these packages, the City will rebate certain future incremental revenues as outlined in the agreements.

Various suits and claims are pending against the City as of December 31, 2010. Although the outcome of such suits and claims cannot be predicted with certainty, the City believes that adequate insurance coverage exists and that the final settlements of these matters will not materially affect the financial statements of the City.

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D. Construction and Other Significant Commitments

At December 31, 2010, the City had commitments for the acquisition and construction of various major capital projects and facilities in the capital projects and enterprise funds as shown below.

Funding of these future expenditures for the capital projects funds has been provided for through investment earnings; operating transfers from the General, Sales & Use Tax, Parks, Open Space & Trails Sales & Use Tax, Conservation Trust funds; sales and use tax revenue bond proceeds; tax increment variable rate bond proceeds; Community Development Block Grants and various other grants.

Funding of these future expenditures in the Utility Fund has been provided for through water and wastewater rates and tap fees, as well as bond proceeds. Funding for future expenditures in the General Capital Outlay Replacement Fund are provided for through charges for services and periodic transfers from the General and Sales and Use Tax funds.

	Appropriation 12/31/2010	Cumulative Expenditures 12/31/2010	Authorized Available 12/31/2010
Governmental activities:			
General Capital Improvement Fund	\$ 24,036,225	\$ 2,669,278	\$ 21,366,947
Westminster Economic Development Authority	20,633,300	4,952	20,628,348
Nonmajor governmental funds	3,303,436	-	3,303,436
General Capital Outlay Replacement Fund	3,095,621	-	3,095,621
Total Governmental activities	<u>\$ 51,068,582</u>	<u>\$ 2,674,230</u>	<u>\$ 48,394,352</u>
Business-type activities			
Utility Fund	<u>\$ 38,376,333</u>	<u>\$ 3,606,537</u>	<u>\$ 34,769,796</u>

E. Denver Water Board Raw Water Leases

The City has the right, but not the obligation, to perpetually purchase up to 4,500 acre-feet of Moffat Collection System raw water annually from the Denver Water Board. The fiscal period for each year's water usage runs from July 1 to June 30. Permitted usage varies from month-to-month and peaks during the summer months. The 2010 rate charged per acre-foot by the Denver Water Board is \$250.91. The 2010 annual lease cost based on this rate was \$425,000.

F. Perpetual Agreement

In December 2003, the City amended its perpetual water rights lease exchange contract dated January 7, 1982 with the City of Thornton. The amended contract provides that Westminster can perpetually lease from Thornton 2.0 million gallons per day of treated water with the option to increase or decrease this amount by 10%. The rate on December 31, 2010, was \$3.28 per thousand gallons for an annual cost of \$2,154,960.

In 2009, the City of Westminster signed an agreement with the City of Brighton that states Brighton will take the full amount of water, up to 2.2 million gallons, and pay the City of Westminster, which will pass the payment on to Thornton. All future rate increases will be passed through in a similar fashion, and Brighton will have all responsibility for the lease.

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G. Employee Retirement Plans

Plan Description The City provides pension benefits, through two defined contribution pension plans, for all of its regular full-time employees and part-time employees who work at least 20 hours per week and are over age 18. The Police Plan includes Police Officers. The General Employee Plan includes all other employees.

Both employee plans are established by separate ordinances as single-employer, defined contribution plans, qualified under IRS guidelines. When employees change job status, their pension balance is moved from their old plan to the appropriate new plan through a transfer. The City does not participate in Social Security.

Long-term disability and death benefits are provided as employee benefits apart from the Pension Plans.

The Plan provisions and requirements are established by Municipal Ordinance and determined to be a qualified Pension Plan by the Internal Revenue Service. The Plan Ordinance grants the Pension Board members and Trustee the authority to administer, interpret, and apply the requirements of the Plan document. Any changes to the Plan Document are subject to City Council approval and require Internal Revenue Service determination of qualification.

In a defined contribution plan, benefits depend solely on amounts contributed to the plan plus investment earnings. Earnings differ between participants in Westminster's plans because investments are self-directed; from eligible options, participants choose where to invest contributions to their account. Investment options are selected by the pension boards.

Eligible employees hired on or after January 6, 1986 must participate from the date of employment. Employees hired before that date were given the option to begin participation on January 6, 1986 or wait until they had completed 22 months of service with the City. Before January 6, 1986, employees could not participate until completing 22 months of service, at which time participation was mandatory.

Contributions and plan provisions of the two plans are the same. The mandatory employee contribution is 10% of base pay. Employees may elect to contribute in excess of the mandatory contribution. Voluntary contributions may be made on an after tax basis. The City contributes 10.25% of each employee's base pay beginning when the employee has completed 22 months of service with the City. The City has no other obligations to fund any employee pension plan.

All contributions and earnings are fully vested at all times. All administrative costs of the plans are borne by the participants of each plan. Administrative costs and fees charged by fund managers, are netted against earnings and allocated to the two plans based on either the dollars in the plan or the number of participants in the plan, depending on the type of expense.

No plan administration is performed by the City of Westminster other than transmitting contributions to the identified employee accounts. The Charles Schwab Corporation provides administration for the plans and assists employees with their self-directed investments.

Summary of Contributions For the year ended December 31, 2010, contributions actually made to the two plans equaled required contributions and were as follows:

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Required contributions to the two plans, and contributions actually made were as follows:

	Police Pension Plan	General Employee Pension Plan	Total
City contributions at 10.25%	\$ 1,191,547	\$ 3,414,452	\$ 4,605,999
Mandatory employee contributions at 10%	1,223,340	3,510,470	4,733,810
Voluntary employee contributions up to 10%	11,639	71,192	82,831
Rollover contributions	-	137,228	137,228

H. State Fire and Police Pension Plan (FPPA Defined Benefit Plan)

Effective September 1, 2004, the City of Westminster began contributing to the Statewide Defined Benefit Plan, a cost-sharing multiple-employer defined benefit pension plan administered by the Colorado Fire and Police Pension Association (FPPA). The Statewide Defined Benefit Plan provides retirement benefits for members and beneficiaries. Death and disability coverage is provided for members through the Statewide Death and Disability Plan, which is also administered by FPPA. All full-time, paid firefighters of the City of Westminster are members of the Statewide Defined Benefit Plan and the Statewide Death and Disability Plan. Colorado statutes assign the authority to establish benefit provisions to the state legislature. FPPA issues a publicly available annual financial report that includes financial statements and required supplementary information for both the Statewide Defined Benefit Plan and the Statewide Death and Disability Plan. That report may be obtained by calling FPPA at 303-770-3772 in the Denver Metro area and 1-800-332-FPPA (3772) from outside the metro area.

The contribution requirements of plan members and the City of Westminster are established by statute. The contribution rate for the last three years to the Statewide Defined Benefit Plan for active plan members was either 8% or 10% of covered salary depending on date of hire, and for the employer was either 8% or 10% of covered salary, again depending on date of hire.

The City of Westminster's contributions to the Statewide Defined Benefit Plan for the years ending December 31, 2010, 2009, 2008 were \$1,696,958, \$1,708,355, and \$1,637,615, respectively, equal to the required contributions for each year. The following exhibit shows a detailed history of Annual Required Contributions (ARC) and actual contributions made to the plan:

Description	2008	2009	2010	Total
Employee Contribution 10%	\$ 606,866	\$ 609,913	\$ 584,127	\$ 1,800,906
Employee Contribution 8%	206,765	234,969	247,530	689,264
Employee Drop Program 10% *	10,353	18,592	33,644	62,589
Employer Contribution 10%	606,866	609,913	584,127	1,800,906
Employer Contribution 8%	206,765	234,968	247,530	689,263
Total	<u>\$ 1,637,615</u>	<u>\$ 1,708,355</u>	<u>\$ 1,696,958</u>	<u>\$ 5,042,928</u>

*The FPPA Deferred Retirement Option Plan (DROP) is part of the Statewide Defined Benefit Plan designed for members who are eligible to retire, but instead choose to continue employment for a specified period of time not to exceed five years. The City has no liability to match DROP program employee contributions.

Prior to 1997, the State of Colorado made a one-time contribution to fund future service costs for all firefighters hired prior to January 1, 1997. These members do not make contributions to the

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Statewide Death and Disability Plan. Aggregate contributions totaling 2.6% of payroll were made to the Statewide Death and Disability Plan in 2010 for firefighters hired on or after January 1, 1997, of which 1.8% and 0.8% were funded by the City and plan members, respectively. The contribution rate may vary from year to year, depending on actuarial experience.

I. Volunteer Firefighter Pension Fund

The City has fiduciary responsibility for a single-employer defined benefit retirement system (“the plan”) established by the Volunteers, which is included in the City’s financial reports as a pension trust fund.

Summary of Significant Accounting Policies

Basis of Accounting. Financial statements of the plan are prepared using the accrual basis of accounting. Plan member contributions are recognized in the period in which the contributions are due. Benefits and refunds are recognized when due and payable in accordance with the terms of the plan.

Method Used to Value Investments. Investments are reported at fair value. Short-term investments are reported at cost, which approximates fair value. Securities traded on a national or international exchange are valued at the last reported sales price at current exchange rates. Mortgages are valued on the basis of future principal and interest payments, and are discounted at prevailing interest rates for similar instruments. Investments that do not have an established market are reported at estimated fair value.

Plan Description and Contribution Information

At December 31, 2010, membership in the plan consisted of:

Retirees and beneficiaries receiving benefits	31
Terminated volunteers entitled to benefits but not receiving them	0
Active plan members	<u>0</u>
Total	<u>31</u>

Plan Description. The plan provides retirement benefits as well as death and disability benefits. Participants become fully vested after 20 years of active service. Retirement benefits are payable upon vesting for any volunteer who terminates after 10 years but prior to 20 years of active service allowed by State Statutes. The benefit is equal to the full retirement benefit at the date of termination prorated by the number of years of service accrued. Surviving spouses of deceased retirees may receive up to 50% of the retirement benefit until remarriage.

Volunteers may retire upon completion of 20 years of service even though not all of the service was earned in the same fire department. If they first became volunteers prior to June 2, 1977, the retirement benefit is paid from the pension fund of each department for which they served at least five years. The amount paid is equal to 1/20 of the monthly retirement benefit being paid by that department at the date of termination from the department for each year of service with that department.

Contributions. An actuarial study performed on January 1, 2009, states that the current level of assets in the fund are in excess of the amount needed to pay the capped maximum of \$700 per month and all prorated amounts by \$734,385. Therefore, no additional contributions are required at this time by either the Volunteers or the City. State statutes govern contribution requirements. For 2009, the City’s annual pension cost of \$0 for the Volunteer Firefighter

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Pension Plan was equal to the City's required and actual contributions. The required contribution was determined as part of the 2009 actuarial valuation using the entry age actuarial cost method. The following exhibit shows a history of Annual Required Contributions (ARC) and Actual Contributions made to the plan:

Year Ended 31-Dec	Required Contribution	Actual Contribution	Percentage Contributed
2005	-	-	100%
2006	-	-	100%
2007	-	-	100%
2008	-	-	100%
2009	-	-	100%
2010	-	-	100%

(Note: From 2005 – 2010, there was no active plan members and therefore, no actual or required contributions.)

Funding for the plan was provided through a property tax levy prior to 1987. The levy was eliminated in 1987 because the plan was over-funded. No annual employer contributions have been required. Therefore, the pension liability for the plan, determined in accordance with Statement No. 27 of the Governmental Accounting Standards Board (GASB), “*Accounting for Pensions by State and Local Government Employers*,” is zero, as it was previously reported prior to implementation of GASB Statement 27. Since Volunteers do not contribute to the plan, no plan assets are distributed if a volunteer is terminated prior to vesting.

Current Status of the Plan. All volunteer firefighters have retired. After the last volunteer firefighter retired, the volunteer firefighter program was dissolved by the City Council as required by state law. As required by Colorado State Law, prior to dissolving the plan, Council established the final benefit. The maximum benefit for a volunteer beneficiary has been permanently capped. With the approval of the Volunteer Fire Pension Board and the City Council of Westminster, the assets of the plan were transferred to the Fire and Police Pension Association of Colorado (FPPA) as allowed by C.R.S., 31-31-705. This statute allows FPPA to manage the funds of the plan and pay beneficiaries. Administrative costs and fees of the plan are netted against investment earnings on a prorated basis. The City of Westminster retains responsibility for administration and the liability of the plan. Investments of the funds are invested under the concept of an agent multiple-employer plan. When the last participant of the plan passes away, the residual assets will transfer to the City and can only be used for fire related purposes.

The plan is included in FPPA’s audited annual financial report, which may be obtained by calling 303-770-3772 in the Denver Metro area and 1-800-332-FPPA (3772) from outside the metro area.

Funded Status and Funding Progress-Volunteer Firefighter Pension Plan

Based on an amortization period of twenty years using the entry age actuarial cost method on an open level dollar amount basis, expected contributions exceed the amount recommended to fund the plan. The entry age actuarial cost method does not yield an unfunded actuarial liability.

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Because Volunteers are not paid, no projected salary increases or cost-of-living adjustments are included in the actuarial assumptions.

The schedule of funding progress presented as required supplementary information (RSI) following the notes to the financial statements, presents multi-year trend information about whether the actuarial value of plan assets is increasing or decreasing over time relative to the actuarial accrued liability for benefits.

	<u>2009 Actuarial Valuation*</u>
Actuarial Value of Assets	\$ 2,710,097
Actuarial Accrued Liability (AAL)	1,975,712
Excess/(Shortfall) of Assets over AAL	734,385
Funded Ratio	137%

*Actuarial Valuation performed every two years. Next valuation is scheduled for 2011.

Actuarial Methods and Assumptions

The actuarial valuation and annual required contributions (ARC) were determined using the entry age actuarial cost method since the plan has been dissolved and benefits capped. The actuarial assumptions used in the 2009 actuarial valuation included:

- a) Actuarial cost method: Entry Age
- b) Amortization method: Level Dollar – Open
- c) Remaining amortization period: 20 years
- d) Asset valuation method: Actuarial Value, based on a three-year moving average of expected and actual market values
- e) Investment rate of return: 8.0%
- f) No projected salary increases
- g) No cost of living increases
- h) Inflation rate: 3.5%

J. Retiree Health Program

Program Description. The Retiree Health Program (Program) is a single-employer defined benefit healthcare plan administered by the City of Westminster. The Program provides medical, dental, and vision insurance benefits to eligible retirees and their dependents until reaching the Medicare qualification age. Retirees may not stay on the Program after age 65. Benefits are provided for active employees and retirees under the same health care plan.

The Program offers a self-funded OAP program as well as a fully insured HMO. The dental benefit component is self-funded and the vision benefit is paid solely by the participants in the Program.

Funding Policy. The Program provisions and requirements are established and may be amended by Council policy. The City funds OPEB expense on a pay-as-you-go basis. Program claims and fees for the self-funded plan, and expected premiums for the fully funded plan totaled \$687,689 during 2010. Program members receiving benefits contributed \$214,000 in actual premiums equal to 100% of the equivalent premium recognized for active employees. The City’s pay-as-you-go program funding totaled \$473,689 during the year.

Annual OPEB Cost and Net OPEB Obligation. The City’s annual OPEB cost is calculated based on the annual required contribution of the employer (ARC), an amount actuarially determined in accordance with the parameters of GASB Statement 45, *Accounting and*

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Financial Reporting by Employers for Postemployment Benefits Other Than Pensions (GASB 45).

The ARC represents a level of funding that, if paid on an ongoing basis, is projected to cover current year costs plus amortization for a portion of the unfunded accrued actuarial liability for Program benefits. The City implemented GASB 45 prospectively on January 1, 2007, and reports the net OPEB obligation at transition as zero in accordance with the provisions of the statement. The following table shows the components of the City's annual OPEB cost for the year, the amount actually contributed to the Program, and changes in the City's net OPEB obligation.

	2010
Annual required contribution	\$ 422,000
Interest on net OPEB obligation	24,838
Annual required contribution adjustment	(19,900)
Annual OPEB cost	426,938
Contributions made	(473,689)
Increase (decrease) in annual OPEB obligation	(46,751)
OPEB obligation - beginning of year	473,095
OPEB obligation - end of year	\$ 426,344

The City's annual OPEB cost, the percentage of annual OPEB cost contributed to the Program, and the net OPEB obligation for years 2008-2010 is as follows:

Fiscal Year Ended	Annual OPEB Cost	Percentage of Annual OPEB Cost Contributed	Net OPEB Obligation
12/31/2008	\$ 391,882	4.80%	\$ 532,215
12/31/2009	427,554	113.83%	473,095
12/31/2010	426,938	110.95%	426,344

Funded Status and Funding Progress. As of January 1, 2009, the most recent actuarial valuation date, the Program was not funded. The unfunded actuarial accrued liability (UAAL) was \$4,000,000. The covered payroll (annual payroll of active employees covered by the Program) was \$52,697,614. The ratio of the UAAL to covered payroll was 7.6 percent.

Actuarial Methods and Assumptions. Actuarial valuations involve estimates of the value of reported amounts and assumptions about the probability of occurrence of events far into the future, such as future employment, mortality, and the healthcare cost trend. Amounts determined regarding the funded status of the Program and the annual required contributions of the City are subject to continual revision as actual results are compared with past expectations and new estimates are made about the future. The schedule of funding progress, presented as required supplementary information following the notes to the financial statements, presents multiyear information about the actuarial accrued liability for benefits relative to the covered payroll of employees covered by the Program.

Projections of benefits for financial reporting purposes are based on the substantive program (the program as understood by the City and the Program members) and include the types of benefits provided at the time of each valuation and the historical pattern of sharing of benefits

CITY OF WESTMINSTER, COLORADO
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costs between the City and Program members to that point. The actuarial methods and assumptions used include techniques that are designed to reduce the effects of short-term volatility in actuarial accrued liabilities, consistent with the long term perspective of the calculations.

In the January 1, 2009 valuation, the projected Unit Credit with benefits attribution method was used. The actuarial assumptions included a 5.25 percent investment rate of return to calculate the ARC on a pay-as-you-go basis, which is the rate expected on short-term liquid investments. The Unfunded Actuarial Accrued Liability is amortized over the maximum acceptable period of 30 years. It is calculated assuming a level percentage of projected payroll on an open basis. Payroll is assumed to increase at 3.5% per year. The annual trend rates for health care costs applied on a select and ultimate basis are 11% and 5%, respectively. Select trends are reduced 0.5% each year until reaching the ultimate trend.

A separate financial report is not issued for the Retiree Medical Program.

K. Tax Spending and Debt Limitations

Colorado voters passed an amendment to the State Constitution, Article X, Section 20, which has several limitations, including revenue raising, spending abilities, and other specific requirements of state and local governments. The Amendment is complex and subject to judicial interpretation. The City believes it is in compliance with the requirements of the amendment. However, the City has made certain interpretations of the amendment's language in order to determine its compliance.

In November 2002, Westminster voters approved a ballot measure that exempts the City from the spending and revenue limits of the amendment.

The Amendment 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.

At December 31, 2010, amounts required as Emergency Reserves in compliance with the Amendment total \$4,896,661 for the general government and an aggregate of \$17,376 for applicable component units. These amounts are shown as reservations of fund balance in the General and respective non-major funds as well as a restriction of Net Assets on the Statement of Net Assets.

L. Jointly Governed Organization

The Woman Creek Reservoir Authority was formed in 1996 to oversee facilities constructed to protect the City's main drinking water supply from hazards flowing from the former nuclear weapons manufacturing facility at Rocky Flats. Rocky Flats is located west of the City of Westminster between the Cities of Golden and Boulder. The U.S. Department of Energy funded this water protection project through a grant. The purpose of the grant is to provide a sufficient investment pool to generate investment earnings to cover the annual operating expenses of the Authority and cover any large rehabilitation costs which may arise. The Cities of Northglenn, Westminster, and Thornton participate equally in the administration and operation of the Authority. Each City appoints one member of the three-member board of directors for the Authority. The Authority has no employees.

**CITY OF WESTMINSTER, COLORADO
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The Authority is not financially accountable for any other organization nor is the Authority a component unit of any other primary governmental entity.

M. Joint Ventures

Hyland Hills Park and Recreation District-City of Westminster Ice Centre Intergovernmental Agreement. The City entered into an intergovernmental agreement (IGA) with Hyland Hills Park and Recreation District on January 29, 1998. The City agreed to finance (through the Westminster Building Authority) and construct a three sheet Ice Centre and Hyland Hills agreed to operate the Ice Centre pursuant to a sublease. The sublease calls for Hyland Hills to make lease payments to the City equivalent to one-half of the rental obligation due from the City to the Westminster Building Authority. The agreement entitles Hyland Hills to an undivided fifty percent interest in the Ice Centre, which in the event of default, would be reduced by two percent for each year the lease obligation was not met.

In addition, Hyland Hills agreed to convey to the City an undivided fifty percent interest in Carroll Butts Park, and to lease to the City an undivided fifty percent interest in the Hyland Hills Ice Arena and adjacent parking lot for the twenty-five year term. At the end of the term, Hyland Hills will convey the City's fifty percent interest in the Ice Arena.

The City receives one-half of the net revenues from operations of the Ice Centre and the Hyland Hills Ice Arena and Carroll Butts Park. The City's share of net operating revenues in 2010 was \$602,886. At December 31, 2010, the net book value of the Ice Centre joint venture was \$5,229,287 and Carroll Butts Park was \$441,000. There are not separate financial statements for the joint venture.

Broomfield-Westminster Open Space Foundation. The City entered into an intergovernmental agreement with The City and County of Broomfield on December 12, 2005, to create the Broomfield-Westminster Open Space Foundation (Foundation), a nonprofit corporation qualifying under section 501 (c) (3) of the Internal Revenue Code, to function as a public foundation. The sole purpose of the nonprofit corporation is to acquire, finance, own, and operate approximately 150 acres of undeveloped land known as the Metzger Property. The board of directors for the Foundation is comprised of an equal number of directors appointed by each City, and one additional impartial director selected by Broomfield and Westminster. Acquisition of the property was financed in 2006 from grants, donations, gifts, contributions from public and private entities, and issuance of financial obligations by the Foundation. The cities agree to their share of payments as set forth in the By-Laws of the Foundation. The City accrues one-half ownership interest in the property based on annual lease rental payments set forth in the financing document. The City records its interest in the Metzger Farm as a capital lease payable and as Joint Venture Land valued at \$4,920,000. At December 31, 2010, the City's fifty percent equity interest in the Foundation is \$600,770.

Financial statements for the Broomfield-Westminster Open Space Foundation may be obtained by contacting the City of Broomfield, Colorado, Finance Department, 303-438-6357.

N. Component Unit of another Government with Joint Venture Characteristics

The City of Westminster entered into an intergovernmental agreement with the City of Northglenn to establish the Church Ditch Water Authority (the Authority) on October 29, 2004. The Authority is responsible for the operation, maintenance, and continued development of

CITY OF WESTMINSTER, COLORADO
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Church Ditch. The effects of water resource development by the Authority benefit both cities and other contractual users of the Church Ditch. The Authority (a governmental entity), which replaced the Church Ditch Company (a private carrier ditch company), was created to maximize operating efficiencies, streamline the rate setting process, and provide for management of easement and property ownership issues. The Authority is governed by a Board of Directors consisting of two directors appointed by the City of Northglenn, and one director appointed by the City of Westminster. The City owns one-third of the Church Ditch while Northglenn owns the other two-thirds. The City of Northglenn reports the Church Ditch Authority as a discretely presented component unit; the City of Westminster, as the minority participant in the Authority, reports an equity interest of one-third of the Authority's net assets as "Other Assets" in the Utility Fund. At December 31, 2010, the City's equity interest in the Church Ditch Authority was \$969,367.

O. Intergovernmental Agreement

In September 1995, the City entered into an intergovernmental agreement with the State of Colorado, Department of Higher Education for the construction and operation of the College Hill Library at Front Range Community College. This agreement called for the City and Front Range College to jointly build, furnish, equip, staff, operate and maintain the College Hill Library. The library has been fully operational since April 7, 1998. The intergovernmental agreement calls for the City to pay Front Range Community College its proportionate share of operating expenses, which totaled \$237,860 in 2010. This agreement allows the City to occupy space in the facility for up to 50 years. After 33 years, either party may terminate this agreement by giving two years' written notice to the other party. Thus, the City would enjoy a minimum of 35 years.

P. Conduit Debt Obligations

From time to time, the City has issued Industrial Revenue Bonds to provide financial assistance to private-sector entities for the acquisition and construction of industrial and commercial facilities deemed to be in the public interest. The bonds are secured by the property financed and are payable solely from payments received on the underlying mortgage loans. Upon repayment of the bonds, ownership of the acquired facilities transfers to the private-sector entity served by the bond issuance. Neither the City, the State, nor any political subdivision thereof is obligated in any manner for repayment of the bonds. Accordingly, the bonds are not reported as liabilities in the accompanying financial statements. At December 31, 2010, Industrial Revenue Bonds outstanding aggregated \$14,675,000.

Q. Arbitrage Compliance

All bond issues for the City of Westminster have been evaluated to determine arbitrage compliance and liability position. For issues where all proceeds have been spent, the City has no liability. For recent issues where proceeds have not been fully spent, no potential liability exists.

R. Property Held for Resale

WEDA acquired the abandoned portions of a townhome project within the Holly Park urban renewal area with the intention to clean-up the abandoned areas and ready the land for sale. WEDA continues to maintain the property as a potential redevelopment site of approximately 5.7 acres. At December 31, 2010, the property was reported as inventories in the financial

CITY OF WESTMINSTER, COLORADO
NOTES TO FINANCIAL STATEMENTS
DECEMBER 31, 2010

statements at the fair market value of \$850,000. WEDA has also acquired an abandoned restaurant site and two vacant department stores in the Westminster Center Urban Reinvestment Plan Area as part of the overall reinvestment project. No activities on the site will occur until disposal and use of the properties are determined as part of the final development agreement for the project area. At December 31, 2010, the properties were reported as inventories in the financial statements at the fair market value of \$3,199,805, which is less than cost.

The City acquired an approximate 295,000 square foot parcel of land in the South Westminster Transportation Oriented District. Roughly 168,000 square feet of the parcel will be used for the future development of a parking garage and street rights-of-way, while the balance will be sold at a later date. At December 31, 2010 the portion of the property held for resale was reported as inventories in the General Capital Improvement Fund at the prorated cost of \$366,000.

The City purchased a 40,000 square foot/.9183 acre parcel located at the southwest corner of 92nd Avenue and Lowell Boulevard which is intended to be sold at a later date for development purposes. At December 31, 2010, the land held for resale was reported as inventories in the financial statements of the General Fund at a cost of \$30,000.

S. Pollution Remediation

The State of Colorado, Department of Labor and Employment, Division of Oil and Public Safety recognizes the City of Westminster as the sole responsible party for the pollution remediation of a leak from underground gas storage tanks at the Municipal Service Center discovered in 1986. A feasibility study performed by a consultant estimated the value of recovery costs on January 1, 2008 at \$550,000 for the mobile enhanced fluid recovery remediation method selected by the City.

The consultant provided cost estimates based on well readings and current costs for monitoring, operations and maintenance, and site closure over a 13-15 year period. At December 31, 2010, the pollution remediation liability recorded as an "Other" liability in the Utility Fund was \$304,715. Changes in the cost elements are likely to occur as a result of new information and data collected. The cost estimation is between -30% and +50%.

T. Governmental Accounting Standards Board Statement No. 51

For the year ended December 31, 2010, the City implemented the provisions of GASB Statement No. 51, *Accounting and Financial Reporting for Intangible Assets*, which establishes standards for accounting and financial reporting for intangible assets. The City's intangible assets consist primarily of internally-generated software and water and land rights. The City adopted the provisions of GASB No. 51 prospectively, so there was no effect on beginning net assets.

U. Termination Benefits

In 2010, the City of Westminster provided termination benefits to 22 employees due to a reduction in force. The total cost to the City was \$599,640, of which \$62,361 remains and is recorded as an estimated liability at December 31, 2010. This amount represents payroll continuation and medical/dental benefits and will be extinguished by June 30, 2011.

**CITY OF WESTMINSTER, COLORADO
NOTES TO FINANCIAL STATEMENTS
DECEMBER 31, 2010**

V. Subsequent Event

On May 10, 2011, the Westminster Economic Development Authority (WEDA) purchased the majority of the Westminster Mall with a combination of existing funds and a promissory note backed by a deed of trust and assignment of rents for a total purchase price of \$22,000,000. The City of Westminster is guaranteeing WEDA's note obligation under the purchase agreement through an irrevocable pledge of cash reserves to be held for the repayment of the note, as required by TABOR and other legal restrictions applicable to the City. The promissory note in the amount of \$3.5 million requires monthly interest-only payments at a rate of 6% per annum and becomes due and payable on May 10, 2012. WEDA now owns approximately 90% of the approximately 105-acre Westminster Center Urban Reinvestment Project site. The acquisition of this property is an integral part of the urban renewal redevelopment efforts.

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**CITY OF WESTMINSTER, COLORADO
BUDGETARY COMPARISON SCHEDULE
GENERAL FUND
FOR THE YEAR ENDED DECEMBER 31, 2010**

	Budgeted Amounts		Actual	Variance with
	Original	Final		Final Budget Positive (Negative)
REVENUES				
Property taxes	\$ 4,100,000	\$ 4,100,000	\$ 4,317,203	\$ 217,203
Business fees and other taxes	5,058,900	5,058,900	5,092,047	33,147
Accommodations taxes	830,000	830,000	736,444	(93,556)
Intergovernmental	5,239,602	5,416,272	5,488,407	72,135
Licenses and permits	1,371,178	1,371,178	1,708,941	337,763
Interest	769,275	769,275	384,111	(385,164)
Recreation fees	6,219,206	6,219,206	6,372,404	153,198
Fines and forfeits	2,262,105	2,262,105	2,076,751	(185,354)
Fleet maintenance billings and other	4,838,893	5,119,494	5,427,769	308,275
EMS billings	2,010,000	2,010,000	2,031,040	21,040
Total revenues	<u>32,699,159</u>	<u>33,156,430</u>	<u>33,635,117</u>	<u>478,687</u>
EXPENDITURES				
Current:				
General government				
City council	169,712	169,712	145,022	24,690
City attorney's office	960,300	960,300	911,557	48,743
City manager's office	1,191,147	1,201,207	1,068,690	132,517
Central charges	25,074,667	24,210,587	23,027,982	1,182,605
General services	7,579,497	7,579,497	7,166,509	412,988
Finance	1,669,363	1,679,592	1,611,234	68,358
Public safety				
Police	20,048,742	20,339,492	19,058,959	1,280,533
Fire	11,437,656	11,506,810	11,334,934	171,876
Public works	7,306,218	7,403,218	7,391,466	11,752
Community development	3,562,979	3,591,579	3,271,315	320,264
Culture and recreation	15,139,704	15,178,710	13,771,317	1,407,393
Debt service:				
Bond issuance costs	-	370,401	370,401	-
Total expenditures	<u>94,139,985</u>	<u>94,191,105</u>	<u>89,129,386</u>	<u>5,061,719</u>
Excess of revenues over (under) expenditures	(61,440,826)	(61,034,675)	(55,494,269)	5,540,406
OTHER FINANCING SOURCES (USES)				
Issuance of leases	-	2,575,190	2,575,190	-
Issuance of refunding debt	-	21,769,480	22,775,000	1,005,520
Premium on refunding debt	-	808,606	808,606	-
Discount on refunding debt	-	(129,756)	(129,756)	-
Payment to refunded bond escrow agent	-	(22,556,664)	(22,514,897)	41,767
Sale of capital asset	-	-	70,999	70,999
Transfers in	58,364,101	58,364,101	58,364,101	-
Transfers (out)	(79,000)	(7,450,989)	(7,450,989)	-
Total other financing sources (uses):	<u>58,285,101</u>	<u>53,379,968</u>	<u>54,498,254</u>	<u>1,118,286</u>
Net change in fund balance	(3,155,725)	(7,654,707)	(996,015)	6,658,692
Fund balances, beginning	3,155,725	7,654,707	19,845,120	12,190,413
Fund balances, ending	<u>\$ -</u>	<u>\$ -</u>	<u>\$ 18,849,105</u>	<u>\$ 18,849,105</u>

**CITY OF WESTMINSTER, COLORADO
BUDGETARY COMPARISON SCHEDULE
SALES AND USE TAX FUND
FOR THE YEAR ENDED DECEMBER 31, 2010**

	Budgeted Amounts		Actual	Variance with Final Budget
	Original	Final		Positive (Negative)
REVENUES				
Sales taxes	51,441,778	56,572,534	58,877,679	2,305,145
Use taxes	9,318,695	10,343,830	10,690,422	346,592
Interest	235,000	235,000	95,484	(139,516)
Total revenues	<u>60,995,473</u>	<u>67,151,364</u>	<u>69,663,585</u>	<u>2,512,221</u>
EXPENDITURES				
Current:				
General government	-	3,155,891	3,155,891	-
Total expenditures	<u>-</u>	<u>3,155,891</u>	<u>3,155,891</u>	<u>-</u>
Excess of revenues over (under) expenditures	<u>60,995,473</u>	<u>63,995,473</u>	<u>66,507,694</u>	<u>2,512,221</u>
OTHER FINANCING SOURCES (USES)				
Transfers (out)	(61,675,473)	(64,675,473)	(64,575,473)	100,000
Total other financing sources (uses):	<u>(61,675,473)</u>	<u>(64,675,473)</u>	<u>(64,575,473)</u>	<u>100,000</u>
Net change in fund balance	(680,000)	(680,000)	1,932,221	2,612,221
Fund balances, beginning	680,000	680,000	6,971,609	6,291,609
Fund balances, ending	<u>\$ -</u>	<u>\$ -</u>	<u>\$ 8,903,830</u>	<u>\$ 8,903,830</u>

CITY OF WESTMINSTER, COLORADO
BUDGETARY COMPARISON SCHEDULE
WESTMINSTER ECONOMIC DEVELOPMENT AUTHORITY FUND
FOR THE YEAR ENDED DECEMBER 31, 2010

	Budgeted Amounts		Actual	Variance with
	Original	Final		Final Budget
				Positive (Negative)
REVENUES				
Property tax increment	9,061,632	9,112,463	8,778,359	(334,104)
Sales tax increment	3,019,375	3,174,375	2,941,725	(232,650)
Intergovernmental	60,000	60,000	59,000	(1,000)
Interest	-	-	513,107	513,107
Other	-	-	13,634	13,634
Total revenues	<u>12,141,007</u>	<u>12,346,838</u>	<u>12,305,825</u>	<u>(41,013)</u>
EXPENDITURES				
Current:				
General government	1,970,248	4,696,313	1,732,257	2,964,056
Capital projects	1,750,552	21,597,553	969,203	20,628,350
Debt service:				
Principal	4,065,000	4,065,000	4,065,000	-
Interest and fiscal charges	5,301,580	5,303,444	3,967,178	1,336,266
Total expenditures	<u>13,087,380</u>	<u>35,662,310</u>	<u>10,733,638</u>	<u>24,928,672</u>
Excess of revenues over (under) expenditures	<u>(946,373)</u>	<u>(23,315,472)</u>	<u>1,572,187</u>	<u>24,887,659</u>
OTHER FINANCING SOURCES (USES)				
Transfers in	-	22,369,099	22,569,099	200,000
Total other financing sources (uses):	<u>-</u>	<u>22,369,099</u>	<u>22,569,099</u>	<u>200,000</u>
Net change in fund balance	<u>(946,373)</u>	<u>(946,373)</u>	<u>24,141,286</u>	<u>25,087,659</u>
Fund balances, beginning	16,725,531	16,725,531	23,172,296	6,446,765
Fund balances, ending	<u>\$ 15,779,158</u>	<u>\$ 15,779,158</u>	<u>\$ 47,313,582</u>	<u>\$ 31,534,424</u>

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CITY OF WESTMINSTER, COLORADO
Schedules of Funding Progress
December 31, 2010

Retiree Health Program

Actuarial Valuation Date	Actuarial Value of Assets	Actuarial Accrued Liability (AAL) - Projected Unit Credit Cost		Unfunded AAL (UAAL)	Funded Ratio	Covered Payroll	UAAL as a Percentage of Covered Payroll
		Method	Method				
1/1/2007 (a)	\$ -	\$	\$ 3,198,000	\$ 3,198,000	0%	\$ 48,655,116	6.6%
1/1/2009	-	-	4,000,000	4,000,000	0%	52,697,614	7.6%

(a) GASB 45 was implemented as of January 1, 2007; therefore, actuarial information on the Retiree Health Program is not available prior to that date

Volunteer Firefighter Pension Plan

Actuarial Valuation Date	Actuarial Value of Assets	Actuarial Accrued Liability (AAL) - Entry Age Actuarial Cost		Overfunded AAL	Funded Ratio	Covered Payroll	UAAL as a Percentage of Covered Payroll
		Method	Method				
12/31/2003	\$ 3,012,526	\$	\$ 2,343,745	\$ 668,781	128.50%	(a)	NA
12/31/2005	2,910,768		2,259,116	651,652	128.80%	(a)	NA
12/31/2007	3,213,932		2,100,669	1,113,263	153.00%	(a)	NA
12/31/2009	2,710,097		1,975,712	734,385	137.00%	(a)	NA

(a) Volunteer firefighters are not paid; therefore comparison of the over-funded actuarial accrued liability to covered payroll is not applicable.

**CITY OF WESTMINSTER, COLORADO
NOTES TO REQUIRED SUPPLEMENTARY INFORMATION
DECEMBER 31, 2010**

Budgetary Information

A biennial city budget is legally adopted according to applicable generally accepted accounting principles for each fund type, except for the Investigation Recovery Special Revenue Fund, Volunteer Firefighter Pension Fund, internal service self-insurance funds, and capital projects funds. Appropriations lapse at year end for legally adopted operating budgets.

Project-length budgets are adopted for all capital projects. At year end, appropriations for incomplete capital projects are carried forward to the following year. The General Capital Improvements Capital Projects Fund, Westminster Economic Development Authority Fund, Community Development Block Grant Fund, Parks, Open Space and Trails Fund, Conservation Trust Fund, and the Utility Enterprise Fund, budget for capital projects.

The General Capital Outlay Replacement Fund uses project length budgeting for capital outlay replacements of fleet vehicles and other equipment. Like capital project budgets, unspent appropriations are carried forward to the following year.

Budgetary comparison schedules for funds with project length budgets include current year and continuing appropriations from the prior year.

The legal level of budgetary control is the department level. Transfers of appropriations between departments and/or funds require the approval of the City Council.

See the disclosure on Construction and Other Significant Commitments, page 58 for detail on the continuing appropriations for capital project and project length budgets.

NONMAJOR FUNDS

Governmental Activities Funds

Special Revenue Funds

Parks, Open Space & Trails Sales and Use Tax Fund - accounts for revenues from the City's 0.25 percent sales and use tax which was approved by Westminster voters. Spending is restricted to land acquisition to preserve open space and scenic vistas, and up to one-half of the revenues may be used for the development of additional park land, trails, and enhancement of existing parks.

Sheridan Crossing General Improvement District Fund – accounts for revenues provided for and expenditures associated with the operation and maintenance of greenbelt areas within the District. Revenues are provided by ad valorem property taxes levied and received by the District.

Amherst General Improvement District Fund – accounts for revenues provided for and expenditures associated with the operation and maintenance of greenbelts within the District. Revenues are provided by ad valorem property taxes levied and received by the District.

136th Avenue General Improvement District Fund – accounts for revenues provided for and expenditures associated with the building of an interchange within the District. Revenues are provided by ad valorem property taxes levied and received by the District.

Orchard Park Place General Improvement District Fund – accounts for revenues provided for and expenditures associated with District improvements, maintenance of the improvements, and District administration. Revenues are provided by ad valorem property taxes levied and received by the District.

Promenade Parking Garage General Improvement District Fund – accounts for revenues provided for and expenditures associated with the operation and maintenance of a parking garage within the District. Revenues are provided by ad valorem property taxes levied and received by the District.

Mandalay Town Center General Improvement District Fund – accounts for revenues provided for and expenditures associated with debt service for infrastructure improvements within the District. Revenues are provided by ad valorem property taxes levied and received by the District.

144th Avenue General Improvement District Fund – accounts for revenues provided for and expenditures associated with debt service for infrastructure improvements within the District. Revenues are provided by ad valorem property taxes levied and received by the District.

Conservation Trust Fund - accounts for lottery proceeds received from the State of Colorado. Spending is restricted to the development or improvement of City parks. The City's share is determined by population data and the existence of special recreational districts.

Investigation Recovery Fund - accounts for proceeds from police seizures, forfeitures and restitutions. Spending is restricted by both Federal and State law to Police Department equipment, commodities, and/or training needs above budgeted amounts.

Debt Service Funds

General Debt Service Fund - accumulates monies for payment of the following bond issues:

- a) 2001 Sales and Use Tax Revenue Refunding Bonds of \$13,275,000 originally issued; \$2,150,000 remaining after 2010 refunding, due in annual installments through December 1, 2021; interest at 4.0 to 5.0 percent. Financing is provided by the City's 3 percent sales and use tax.
- b) 2002 Sales and Use Tax Revenue Bonds of \$15,090,000 originally issued; \$2,150,000 remaining after 2010 refunding, due in annual installments through December 1, 2012, interest at 3.75 to 4.0 percent. Financing is provided by the City's 3 percent sales and use tax.
- c) 2007A Sales and Use Tax Revenue Refunding Bonds of \$10,715,000 due in annual installments through December 1, 2016; interest at 4.0 to 5.50 percent. Financing is provided by the City's 3 percent sales and use tax.
- d) 2007B Special Purpose Sales and Use Tax Revenue Refunding Bonds of \$13,680,000 due in annual installments through December 1, 2016, interest at 4.0 to 5.5 percent. Financing is provided by the City's .25 percent open space sales and use tax.
- e) 2007C Sales and Use Tax Revenue Refunding Bonds of \$10,910,000 due in annual installments through December 1, 2016; interest at 4.0 to 5.25 percent. Financing is provided by the City's 3 percent sales and use tax.
- f) 2007D Special Purpose Sales and Use Tax Revenue Bonds of \$20,000,000 due in annual installments through December 1, 2031, interest at 4.0 to 5.0 percent. Financing is provided by the City's .25% percent open space sales and use tax.
- g) 2010 Sales and Use Tax Revenue Refunding Bonds of \$10,910,000 in annual installments through December 1, 2022; interest at 2.13 to 5.0 percent. Financing is provided by the City's 3 percent sales and use tax.

Capital Projects Funds

Community Development Block Grant Fund - accounts for monies received from the Federal government through Community Development Block Grant entitlements. Funds are used to finance low income and senior housing. Additional financing is provided by General Fund revenues and investment earnings.

Internal Service Funds

Medical and Dental Self-Insurance Fund - accounts for the resources and payment of dental and medical claims of employees and their covered dependents.

Workers' Compensation Self-Insurance Fund - accounts for the resources and payment of workers' compensation claims of employees.

Property and Liability Self-Insurance Fund - accounts for the payment of property and liability claims against the City from resources accumulated for this purpose.

General Capital Outlay Replacement Fund – accounts for the replacement of the City's fleet and other capital assets.

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**CITY OF WESTMINSTER, COLORADO
COMBINING BALANCE SHEET
NONMAJOR GOVERNMENTAL FUNDS
DECEMBER 31, 2010**

	Special Revenue Funds			
	Parks, Open Space & Trails	Sheridan Crossing GID	Amherst GID	136th Ave GID
ASSETS				
Cash and cash equivalents	\$ -	\$ 251,143	\$ 62,962	\$ 2,930
Cash and cash equivalents with fiscal agent	-	-	-	-
Investments	-	606,002	151,927	7,070
Receivables:				
Taxes	527,972	101,141	61,796	12,315
Accounts	-	500	296	1,150
Grants	2,964,348	-	-	-
Interest	-	3,986	980	65
Restricted assets:				
Cash and cash equivalents	-	-	-	-
Cash and cash equivalents with fiscal agent	313,949	-	-	-
Investments	-	-	-	-
Investments with fiscal agent	1,565,983	-	-	-
Total assets	<u>\$ 5,372,252</u>	<u>\$ 962,772</u>	<u>\$ 277,961</u>	<u>\$ 23,530</u>
LIABILITIES AND FUND BALANCES				
Liabilities:				
Accounts payable and other	\$ 255,718	\$ 566	\$ 449	\$ -
Accrued liabilities	5,499	-	-	-
Due to other funds	752,276	-	-	-
Loans from other funds	425,177	-	-	-
Deferred revenue	1,875,000	101,141	61,796	12,315
Total liabilities	<u>3,313,670</u>	<u>101,707</u>	<u>62,245</u>	<u>12,315</u>
Fund balances:				
Reserved for:				
Emergencies	-	3,701	2,062	7,501
Debt service	-	-	-	-
Capital projects	1,762,758	-	-	-
Unreserved, reported in:				
Special revenue funds	295,824	857,364	213,654	3,714
Capital projects funds	-	-	-	-
Total fund balances	<u>2,058,582</u>	<u>861,065</u>	<u>215,716</u>	<u>11,215</u>
Total liabilities and fund balances	<u>\$ 5,372,252</u>	<u>\$ 962,772</u>	<u>\$ 277,961</u>	<u>\$ 23,530</u>

Special Revenue Funds

Orchard Park Place GID	Promenade Parking GID	Mandalay Town Center GID	144th Avenue GID	Conservation Trust	Investigation Recovery	Total
\$ -	\$ 128	\$ 1,414	\$ 1,301	\$ -	\$ 13,856	\$ 333,734
-	-	-	-	-	-	-
-	308	3,411	3,140	-	33,434	805,292
-	-	-	-	-	-	-
4,559	157	28,265	30,799	-	-	767,004
-	-	3,578	2,739	-	-	8,263
-	-	-	-	-	-	2,964,348
-	-	-	-	5,620	262	10,913
-	-	-	-	347,622	-	347,622
-	-	-	-	-	-	313,949
-	-	-	-	838,802	-	838,802
-	-	-	-	-	-	1,565,983
<u>\$ 4,559</u>	<u>\$ 593</u>	<u>\$ 36,668</u>	<u>\$ 37,979</u>	<u>\$ 1,192,044</u>	<u>\$ 47,552</u>	<u>\$ 7,955,910</u>
\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ 256,733
-	-	-	-	-	-	5,499
-	-	-	-	-	-	752,276
-	-	-	-	-	-	425,177
4,559	157	28,265	30,799	-	-	2,114,032
<u>4,559</u>	<u>157</u>	<u>28,265</u>	<u>30,799</u>	<u>-</u>	<u>-</u>	<u>3,553,717</u>
-	5	2,139	1,969	-	-	17,377
-	431	-	-	-	-	431
-	-	-	-	-	-	1,762,758
-	-	6,264	5,211	1,192,044	47,552	2,621,627
-	-	-	-	-	-	-
-	436	8,403	7,180	1,192,044	47,552	4,402,193
<u>\$ 4,559</u>	<u>\$ 593</u>	<u>\$ 36,668</u>	<u>\$ 37,979</u>	<u>\$ 1,192,044</u>	<u>\$ 47,552</u>	<u>\$ 7,955,910</u>

(Continued)

CITY OF WESTMINSTER, COLORADO
COMBINING BALANCE SHEET
NONMAJOR GOVERNMENTAL FUNDS
DECEMBER 31, 2010

(Continued)

	Debt Service	Capital Project	
	Debt	Community Development Block Grant	Total Other Governmental Funds
	Service	Grant	Funds
ASSETS			
Cash and cash equivalents	\$ 65,201	\$ -	\$ 398,935
Cash and cash equivalents with fiscal agent	1,722	-	1,722
Investments	157,328	-	962,620
Receivables:			
Taxes	-	-	767,004
Accounts	-	-	8,263
Grants	-	223,883	3,188,231
Interest	1,045	-	11,958
Restricted assets:			
Cash and cash equivalents	-	-	347,622
Cash and cash equivalents with fiscal agent	-	-	313,949
Investments	-	-	838,802
Investments with fiscal agent	-	-	1,565,983
Total assets	\$ 225,296	\$ 223,883	\$ 8,405,089
LIABILITIES AND FUND BALANCES			
Liabilities:			
Accounts payable and other	\$ 2,622	\$ 13,250	\$ 272,605
Accrued liabilities	-	4,240	9,739
Due to other funds	-	85,894	838,170
Loans from other funds	-	-	425,177
Deferred revenue	-	39,147	2,153,179
Total liabilities	2,622	142,531	3,698,870
Fund balances:			
Reserved for:			
Emergencies	-	-	17,377
Debt service	222,674	-	223,105
Capital projects	-	-	1,762,758
Unreserved, reported in:			
Special revenue funds	-	-	2,621,627
Capital project funds	-	81,352	81,352
Total fund balances	222,674	81,352	4,706,219
Total liabilities and fund balances	\$ 225,296	\$ 223,883	\$ 8,405,089

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CITY OF WESTMINSTER, COLORADO
COMBINING STATEMENT OF REVENUES, EXPENDITURES, AND CHANGES IN FUND BALANCES
NONMAJOR GOVERNMENTAL FUNDS
FOR THE YEAR ENDED DECEMBER 31, 2010

	Special Revenue Funds			
	Parks, Open Space & Trails	Sheridan Crossing GID	Amherst GID	136th Ave GID
REVENUES				
Property taxes	\$ -	\$ 103,657	\$ 61,318	\$ 10,206
Sales taxes	4,259,474	-	-	-
Use taxes	742,028	-	-	-
Intergovernmental	1,089,348	6,814	4,032	239,720
Interest	10,466	12,899	3,370	93
Fines and forfeits	-	-	-	-
Other	10,854	-	-	-
Total revenues	<u>6,112,170</u>	<u>123,370</u>	<u>68,720</u>	<u>250,019</u>
EXPENDITURES				
Current:				
General government	-	34,113	46,880	247,545
Public safety	-	-	-	-
Community development	3,819,644	-	-	-
Capital projects	4,492,544	-	-	-
Debt service:				
Principal	-	-	-	-
Interest and fiscal charges	-	-	-	-
Refunding bond issuance costs	-	-	-	-
Total expenditures	<u>8,312,188</u>	<u>34,113</u>	<u>46,880</u>	<u>247,545</u>
Excess of revenues over (under) expenditures	<u>(2,200,018)</u>	<u>89,257</u>	<u>21,840</u>	<u>2,474</u>
OTHER FINANCING SOURCES (USES)				
Issuance of refunding debt	-	-	-	-
Issuance of registered interest coupons	-	-	-	-
Premium on refunding debt	-	-	-	-
Discount on refunding debt	-	-	-	-
Payment to refunded bond escrow agent	-	-	-	-
Transfers in	371,622	-	-	-
Transfers (out)	(3,990,470)	-	-	-
Total other financing sources (uses):	<u>(3,618,848)</u>	<u>-</u>	<u>-</u>	<u>-</u>
Net change in fund balance	(5,818,866)	89,257	21,840	2,474
Fund balances - beginning	7,877,448	771,808	193,876	8,741
Fund balances - ending	<u>\$ 2,058,582</u>	<u>\$ 861,065</u>	<u>\$ 215,716</u>	<u>\$ 11,215</u>

Orchard Park Place GID	Promenade Parking GID	Mandalay Town Center GID	144th Ave GID	Conservation Trust	Investigation Recovery	Total
\$ -	\$ 157	\$ 26,995	\$ 28,228	\$ -	\$ -	\$ 230,561
-	-	-	-	-	-	4,259,474
-	-	-	-	-	-	742,028
-	-	44,176	37,284	711,474	-	2,132,848
-	-	115	110	4,002	(1,496)	29,559
-	-	-	-	-	847	847
-	-	-	-	-	-	10,854
-	157	71,286	65,622	715,476	(649)	7,406,171
-	-	-	-	-	-	-
-	157	69,405	62,424	-	-	460,524
-	-	-	-	-	15,110	15,110
-	-	-	-	-	-	3,819,644
-	-	-	-	491,556	-	4,984,100
-	-	-	-	-	-	-
-	-	-	-	-	-	-
-	-	-	-	-	-	-
-	157	69,405	62,424	491,556	15,110	9,279,378
-	-	-	-	-	-	-
-	-	1,881	3,198	223,920	(15,759)	(1,873,207)
-	-	-	-	-	-	-
-	-	-	-	-	-	-
-	-	-	-	-	-	-
-	-	-	-	-	-	-
-	-	-	-	-	-	-
-	-	-	-	-	-	371,622
-	-	-	-	-	-	(3,990,470)
-	-	-	-	-	-	(3,618,848)
-	-	1,881	3,198	223,920	(15,759)	(5,492,055)
-	436	6,522	3,982	968,124	63,311	9,894,248
\$ -	\$ 436	\$ 8,403	\$ 7,180	\$ 1,192,044	\$ 47,552	\$ 4,402,193

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CITY OF WESTMINSTER, COLORADO
COMBINING STATEMENT OF REVENUES, EXPENDITURES, AND CHANGES IN FUND BALANCES
NONMAJOR GOVERNMENTAL FUNDS
FOR THE YEAR ENDED DECEMBER 31, 2010

	<u>Debt Service</u>	<u>Capital Project</u>	
		Community Development	Total Other Governmental
	Debt Service	Block Grant	Funds
REVENUES			
Property taxes	\$ -	\$ -	\$ 230,561
Sales taxes	-	-	4,259,474
Use taxes	-	-	742,028
Intergovernmental	237,392	576,797	2,947,037
Interest	60,415	-	89,974
Fines and forfeits	-	-	847
Other	-	-	10,854
Total revenues	<u>297,807</u>	<u>576,797</u>	<u>8,280,775</u>
EXPENDITURES			
Current:			
General government	-	-	460,524
Public safety	-	-	15,110
Community development	-	-	3,819,644
Capital projects	-	332,771	5,316,871
Debt service:			
Principal	4,655,000	-	4,655,000
Interest and fiscal charges	3,006,754	-	3,006,754
Refunding bond issuance costs	112,917	-	112,917
Total expenditures	<u>7,774,671</u>	<u>332,771</u>	<u>17,386,820</u>
Excess of revenues over (under) expenditures	<u>(7,476,864)</u>	<u>244,026</u>	<u>(9,106,045)</u>
OTHER FINANCING SOURCES AND (USES)			
Proceeds of refunding bonds	10,545,000	-	10,545,000
Issuance of registered interest coupons	125,000	-	125,000
Premium on refunding debt	1,133,134	-	1,133,134
Discount on refunding debt	(6,881)	-	(6,881)
Payment to refunded bond escrow agent	(11,600,796)	-	(11,600,796)
Transfers in	7,347,251	-	7,718,873
Transfers (out)	-	-	(3,990,470)
Total other financing sources (uses):	<u>7,542,708</u>	<u>-</u>	<u>3,923,860</u>
Net change in fund balance	65,844	244,026	(5,182,185)
Fund balances - beginning	156,830	(162,674)	9,888,404
Fund balances - ending	<u>\$ 222,674</u>	<u>\$ 81,352</u>	<u>\$ 4,706,219</u>

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CITY OF WESTMINSTER, COLORADO
BUDGETARY COMPARISON SCHEDULE
PARKS, OPEN SPACE AND TRAILS SALES AND USE TAX FUND
FOR THE YEAR ENDED DECEMBER 31, 2010

	Budgeted Amounts		Actual	Variance with
	Original	Final		Final Budget
				Positive (Negative)
REVENUES				
Sales taxes	4,320,507	4,320,507	4,259,474	(61,033)
Use taxes	545,350	547,084	742,028	194,944
Intergovernmental	-	2,425,000	1,089,348	(1,335,652)
Interest	55,000	55,000	10,466	(44,534)
Other	83,977	83,977	10,854	(73,123)
Total revenues	<u>5,004,834</u>	<u>7,431,568</u>	<u>6,112,170</u>	<u>(1,319,398)</u>
EXPENDITURES				
Current:				
Community development	1,223,364	4,331,198	3,819,644	511,554
Capital projects	6,255,302	6,255,302	4,492,544	1,762,758
Total expenditures	<u>7,478,666</u>	<u>10,586,500</u>	<u>8,312,188</u>	<u>2,274,312</u>
Excess of revenues over (under) expenditures	<u>(2,473,832)</u>	<u>(3,154,932)</u>	<u>(2,200,018)</u>	<u>954,914</u>
OTHER FINANCING SOURCES (USES)				
Interfund loan proceeds	-	425,000	-	(425,000)
Transfers in	209,000	371,622	371,622	-
Transfers (out)	(3,990,470)	(3,990,470)	(3,990,470)	-
Total other financing sources (uses):	<u>(3,781,470)</u>	<u>(3,193,848)</u>	<u>(3,618,848)</u>	<u>(425,000)</u>
Net change in fund balance	(6,255,302)	(6,348,780)	(5,818,866)	529,914
Fund balances, beginning	6,255,302	6,348,780	7,877,448	1,528,668
Fund balances, ending	<u>\$ -</u>	<u>\$ -</u>	<u>\$ 2,058,582</u>	<u>\$ 2,058,582</u>

CITY OF WESTMINSTER, COLORADO
BUDGETARY COMPARISON SCHEDULE
SHERIDAN CROSSING GENERAL IMPROVEMENT DISTRICT FUND
FOR THE YEAR ENDED DECEMBER 31, 2010

	Budgeted Amounts		Actual	Variance with Final Budget Positive (Negative)
	Original	Final		
REVENUES				
Property taxes	\$ 103,589	\$ 103,589	\$ 103,657	\$ 68
Intergovernmental	7,300	7,300	6,814	(486)
Interest	23,362	23,362	12,899	(10,463)
Total revenues	<u>134,251</u>	<u>134,251</u>	<u>123,370</u>	<u>(10,881)</u>
EXPENDITURES				
Current:				
General government	<u>63,810</u>	<u>63,810</u>	<u>34,113</u>	<u>29,697</u>
Total expenditures	<u>63,810</u>	<u>63,810</u>	<u>34,113</u>	<u>29,697</u>
Net change in fund balance	70,441	70,441	89,257	18,816
Fund balances, beginning	754,352	754,352	771,808	17,456
Fund balances, ending	<u>\$ 824,793</u>	<u>\$ 824,793</u>	<u>\$ 861,065</u>	<u>\$ 36,272</u>

**CITY OF WESTMINSTER, COLORADO
 BUDGETARY COMPARISON SCHEDULE
 AMHERST GENERAL IMPROVEMENT DISTRICT FUND
 FOR THE YEAR ENDED DECEMBER 31, 2010**

	Budgeted Amounts		Actual	Variance with Final Budget Positive (Negative)
	Original	Final		
REVENUES				
Property taxes	\$ 61,294	\$ 61,294	\$ 61,318	\$ 24
Intergovernmental	4,600	4,600	4,032	(568)
Interest	5,150	5,150	3,370	(1,780)
Total revenues	<u>71,044</u>	<u>71,044</u>	<u>68,720</u>	<u>(2,324)</u>
EXPENDITURES				
Current:				
General government	63,919	63,919	46,880	17,039
Total expenditures	<u>63,919</u>	<u>63,919</u>	<u>46,880</u>	<u>17,039</u>
Net change in fund balance	7,125	7,125	21,840	14,715
Fund balances, beginning	190,738	190,738	193,876	3,138
Fund balances, ending	<u>\$ 197,863</u>	<u>\$ 197,863</u>	<u>\$ 215,716</u>	<u>\$ 17,853</u>

**CITY OF WESTMINSTER, COLORADO
 BUDGETARY COMPARISON SCHEDULE
 136TH AVENUE GENERAL IMPROVEMENT DISTRICT FUND
 FOR THE YEAR ENDED DECEMBER 31, 2010**

	Budgeted Amounts		Actual	Variance with Final Budget Positive (Negative)
	Original	Final		
REVENUES				
Property taxes	\$ 22,125	\$ 22,125	\$ 10,206	\$ (11,919)
Intergovernmental	228,057	228,057	239,720	11,663
Interest	1,985	1,985	93	(1,892)
Total revenues	<u>252,167</u>	<u>252,167</u>	<u>250,019</u>	<u>(2,148)</u>
EXPENDITURES				
Current:				
General government	<u>265,332</u>	<u>265,332</u>	<u>247,545</u>	<u>17,787</u>
Total expenditures	<u>265,332</u>	<u>265,332</u>	<u>247,545</u>	<u>17,787</u>
Net change in fund balance	(13,165)	(13,165)	2,474	15,639
Fund balances, beginning	23,577	23,577	8,741	(14,836)
Fund balances, ending	<u>\$ 10,412</u>	<u>\$ 10,412</u>	<u>\$ 11,215</u>	<u>\$ 803</u>

CITY OF WESTMINSTER, COLORADO
BUDGETARY COMPARISON SCHEDULE
PROMENADE PARKING GENERAL IMPROVEMENT DISTRICT FUND
FOR THE YEAR ENDED DECEMBER 31, 2010

	Budgeted Amounts		Actual	Variance with Final Budget Positive (Negative)
	Original	Final		
REVENUES				
Property taxes	\$ 157	\$ 157	\$ 157	\$ -
Total revenues	<u>157</u>	<u>157</u>	<u>157</u>	<u>-</u>
EXPENDITURES				
Current:				
General government	157	157	157	-
Total expenditures	<u>157</u>	<u>157</u>	<u>157</u>	<u>-</u>
Net change in fund balance	-	-	-	-
Fund balances, beginning	430	430	436	6
Fund balances, ending	<u>\$ 430</u>	<u>\$ 430</u>	<u>\$ 436</u>	<u>\$ 6</u>

**CITY OF WESTMINSTER, COLORADO
 BUDGETARY COMPARISON SCHEDULE
 MANDALAY TOWN CENTER GENERAL IMPROVEMENT DISTRICT
 FOR THE YEAR ENDED DECEMBER 31, 2010**

	Budgeted Amounts		Actual	Variance with Final Budget
	Original	Final		Positive (Negative)
REVENUES				
Property taxes	\$ 29,682	\$ 29,682	\$ 26,995	\$ (2,687)
Intergovernmental	40,400	40,400	44,176	3,776
Interest	559	559	115	(444)
Total revenues	<u>70,641</u>	<u>70,641</u>	<u>71,286</u>	<u>645</u>
EXPENDITURES				
Current:				
General government	70,445	70,445	69,405	1,040
Total expenditures	<u>70,445</u>	<u>70,445</u>	<u>69,405</u>	<u>1,040</u>
Net change in fund balance	196	196	1,881	1,685
Fund balances, beginning	3,426	3,426	6,522	3,096
Fund balances, ending	<u>\$ 3,622</u>	<u>\$ 3,622</u>	<u>\$ 8,403</u>	<u>\$ 4,781</u>

CITY OF WESTMINSTER, COLORADO
BUDGETARY COMPARISON SCHEDULE
144th AVENUE GENERAL IMPROVEMENT DISTRICT
FOR THE YEAR ENDED DECEMBER 31, 2010

	Budgeted Amounts		Actual	Variance with
	Original	Final		Final Budget
				Positive (Negative)
REVENUES				
Property taxes	\$ 52,764	\$ 52,764	\$ 28,228	\$ (24,536)
Intergovernmental	24,650	24,650	37,284	12,634
Interest	142	142	110	(32)
Total revenues	<u>77,556</u>	<u>77,556</u>	<u>65,622</u>	<u>(11,934)</u>
EXPENDITURES				
Current:				
General government	<u>72,591</u>	<u>72,591</u>	<u>62,424</u>	<u>10,167</u>
Total expenditures	<u>72,591</u>	<u>72,591</u>	<u>62,424</u>	<u>10,167</u>
Net change in fund balance	4,965	4,965	3,198	(1,767)
Fund balances, beginning	1,789	1,789	3,982	2,193
Fund balances, ending	<u>\$ 6,754</u>	<u>\$ 6,754</u>	<u>\$ 7,180</u>	<u>\$ 426</u>

**CITY OF WESTMINSTER, COLORADO
 BUDGETARY COMPARISON SCHEDULE
 CONSERVATION TRUST FUND
 FOR THE YEAR ENDED DECEMBER 31, 2010**

	Budgeted Amounts		Actual	Variance with Final Budget Positive (Negative)
	Original	Final		
REVENUES				
Intergovernmental	625,000	625,000	711,474	86,474
Interest	-	-	4,002	4,002
Total revenues	<u>625,000</u>	<u>625,000</u>	<u>715,476</u>	<u>90,476</u>
EXPENDITURES				
Current:				
Capital projects	1,135,132	1,550,472	491,556	1,058,916
Total expenditures	<u>1,135,132</u>	<u>1,550,472</u>	<u>491,556</u>	<u>1,058,916</u>
Net change in fund balance	(510,132)	(925,472)	223,920	1,149,392
Fund balances, beginning	510,132	925,472	968,124	42,652
Fund balances, ending	<u>\$ -</u>	<u>\$ -</u>	<u>\$ 1,192,044</u>	<u>\$ 1,192,044</u>

CITY OF WESTMINSTER, COLORADO
BUDGETARY COMPARISON SCHEDULE
DEBT SERVICE FUND
FOR THE YEAR ENDED DECEMBER 31, 2010

	Budgeted Amounts		Actual	Variance with
	Original	Final		Final Budget
				Positive (Negative)
REVENUES				
Intergovernmental	255,000	255,000	237,392	(17,608)
Interest	75,000	75,000	60,415	(14,585)
Total revenues	<u>330,000</u>	<u>330,000</u>	<u>297,807</u>	<u>(32,193)</u>
EXPENDITURES				
Debt service:				
Principal	4,655,000	4,655,000	4,655,000	-
Interest and fiscal charges	3,056,905	3,139,445	3,006,754	132,691
Refunding bond issuance costs	-	112,917	112,917	-
Total expenditures	<u>7,711,905</u>	<u>7,907,362</u>	<u>7,774,671</u>	<u>132,691</u>
Excess of revenues over (under) expenditures	<u>(7,381,905)</u>	<u>(7,577,362)</u>	<u>(7,476,864)</u>	<u>100,498</u>
OTHER FINANCING SOURCES (USES)				
Issuance of refunding debt	-	10,545,000	10,545,000	-
Issuance of registered interest coupons	-	125,000	125,000	-
Premium on refunding debt	-	1,133,134	1,133,134	-
Discount on refunding debt	-	(6,881)	(6,881)	-
Payment to refunded bond escrow agent	-	(11,600,796)	(11,600,796)	-
Transfers in	7,447,251	7,447,251	7,347,251	(100,000)
Total other financing sources (uses):	<u>7,447,251</u>	<u>7,642,708</u>	<u>7,542,708</u>	<u>(100,000)</u>
Net change in fund balance	65,346	65,346	65,844	498
Fund balances, beginning	-	-	156,830	156,830
Fund balances, ending	<u>\$ 65,346</u>	<u>\$ 65,346</u>	<u>\$ 222,674</u>	<u>\$ 157,328</u>

**CITY OF WESTMINSTER, COLORADO
BUDGETARY COMPARISON SCHEDULE
UTILITY FUND
FOR THE YEAR ENDED DECEMBER 31, 2010**

	Budgeted Amounts		Actual	Variance with Final Budget
	Original	Final		Positive (Negative)
Operating revenues				
Charges for services	\$ 43,600,438	\$ 43,600,438	\$ 42,521,661	\$ (1,078,777)
Other	510,000	557,683	1,118,479	560,796
Total operating revenues	<u>44,110,438</u>	<u>44,158,121</u>	<u>43,640,140</u>	<u>(517,981)</u>
Operating expenses				
Personnel services	15,471,536	15,487,765	15,087,817	399,948
Contractual services	12,249,681	12,334,388	11,209,454	1,124,934
Commodities	2,067,721	1,961,621	2,253,686	(292,065)
Capital expense	77,644,015	69,186,156	32,524,713	36,661,443
Insurance and other expenses	-	-	15,013	(15,013)
Total operating expenses	<u>107,432,953</u>	<u>98,969,930</u>	<u>61,090,683</u>	<u>37,879,247</u>
Operating income (loss)	<u>(63,322,515)</u>	<u>(54,811,809)</u>	<u>(17,450,543)</u>	<u>37,361,266</u>
Nonoperating revenues (expenses)				
Income on investments	1,934,914	1,945,669	668,705	(1,276,964)
Debt service	(6,757,592)	(6,768,347)	(6,139,300)	629,047
Disposition of assets	-	-	73,307	73,307
Other	-	-	267,252	267,252
Issuance of debt	28,300,000	27,915,123	29,934,585	2,019,462
Total nonoperating revenues (expenses)	<u>23,477,322</u>	<u>23,092,445</u>	<u>24,804,549</u>	<u>1,712,104</u>
Income (loss) before contributions and transfers	<u>(39,845,193)</u>	<u>(31,719,364)</u>	<u>7,354,006</u>	<u>39,073,370</u>
Capital contributions	3,193,061	3,193,061	3,412,449	219,388
Transfers in	-	-	11,316,514	11,316,514
Transfers (out)	-	(11,316,514)	(11,316,514)	-
Change in net assets	<u>\$ (36,652,132)</u>	<u>\$ (39,842,817)</u>	<u>10,766,455</u>	<u>\$ 50,609,272</u>
Adjustments to GAAP basis				
Debt				
Principal payments			4,055,665	
Issuance of notes			(425,000)	
Issuance of leases			(4,585)	
Issuance of bonds			(29,505,000)	
Amortization of prepaid bond sale expense			(228,216)	
Amortization of premiums and discounts			90,216	
Accrued interest adjustment			1,387	
Capital assets				
Acquisitions			30,155,445	
Net book value of disposals			(265,187)	
Capital contributions			809,227	
Depreciation			(11,544,611)	
Inventories			256,708	
General leave accrual			(28,747)	
Change in net assets, GAAP basis			<u>\$ 4,133,757</u>	

**CITY OF WESTMINSTER, COLORADO
BUDGETARY COMPARISON SCHEDULE
GOLF COURSE FUND
FOR THE YEAR ENDED DECEMBER 31, 2010**

	Budgeted Amounts		Actual	Variance with Final Budget Positive (Negative)
	Original	Final		
Operating revenues				
Charges for services	\$ 2,970,719	\$ 2,970,719	\$ 2,682,141	\$ (288,578)
Other	-	-	836	836
Total operating revenues	<u>2,970,719</u>	<u>2,970,719</u>	<u>2,682,977</u>	<u>(287,742)</u>
Operating Expenses				
Personnel services	1,645,196	1,645,196	1,601,013	44,183
Contractual services	1,078,355	1,071,655	924,948	146,707
Commodities	538,028	544,528	471,190	73,338
Capital expense	15,641	15,841	11,709	4,132
Total operating expenses	<u>3,277,220</u>	<u>3,277,220</u>	<u>3,008,860</u>	<u>268,360</u>
Operating income (loss)	<u>(306,501)</u>	<u>(306,501)</u>	<u>(325,883)</u>	<u>(19,382)</u>
Nonoperating revenues (expenses)				
Income on investments	-	-	(754)	(754)
Debt service	(498,090)	(5,328,487)	(5,272,938)	55,549
Issuance of debt	-	4,820,000	4,820,000	-
Total nonoperating revenues (expenses)	<u>(498,090)</u>	<u>(508,487)</u>	<u>(453,692)</u>	<u>54,795</u>
Income (loss) before transfers	<u>(804,591)</u>	<u>(814,988)</u>	<u>(779,575)</u>	<u>35,413</u>
Transfers in	804,591	814,988	856,339	41,351
Change in net assets	<u>\$ -</u>	<u>\$ -</u>	<u>76,764</u>	<u>\$ 76,764</u>
Adjustments to GAAP basis				
Debt				
Principal payments			5,288,573	
Issuance of leases			(4,820,000)	
Amortization of prepaid bond sale expense			(5,936)	
Amortization of premiums and discounts			1,839	
Accrued interest adjustment			10,909	
Capital assets				
Net book value of disposals			(4,000)	
Depreciation			(540,699)	
Inventories			13,869	
General leave accrual			(9,021)	
Change in net assets, GAAP basis			<u>\$ 12,298</u>	

**CITY OF WESTMINSTER, COLORADO
BUDGETARY COMPARISON SCHEDULE
WESTMINSTER HOUSING AUTHORITY
FOR THE YEAR ENDED DECEMBER 31, 2010**

	Budgeted Amounts		Actual	Variance with Final Budget Positive (Negative)
	Original	Final		
Operating revenues				
Charges for services	\$ 908,256	\$ 908,256	\$ 942,562	\$ 34,306
Rentals	-	-	2	2
Total operating revenues	<u>908,256</u>	<u>908,256</u>	<u>942,564</u>	<u>34,308</u>
Operating expenses				
Personnel services	156,960	156,960	160,428	(3,468)
Contractual services	306,136	306,136	269,061	37,075
Commodities	159,164	159,164	181,060	(21,896)
Insurance and other expenses	24,012	24,012	24,574	(562)
Total operating expenses	<u>646,272</u>	<u>646,272</u>	<u>635,123</u>	<u>11,149</u>
Operating income (loss)	<u>261,984</u>	<u>261,984</u>	<u>307,441</u>	<u>45,457</u>
Nonoperating revenues (expenses)				
Income on investments	3,096	3,096	2,386	(710)
Debt service	(286,509)	(286,509)	(269,247)	17,262
Other	(906)	(906)	(906)	-
Total nonoperating revenues (expenses)	<u>(284,319)</u>	<u>(284,319)</u>	<u>(267,767)</u>	<u>16,552</u>
Change in net assets	<u>\$ (22,335)</u>	<u>\$ (22,335)</u>	<u>39,674</u>	<u>\$ 62,009</u>
Adjustments to GAAP basis				
Debt				
Principal payments			187,739	
Accrued interest adjustment			(9,483)	
Allowance on note receivable			(369,000)	
Capital assets				
Depreciation			(147,280)	
Change in net assets, GAAP basis			<u>\$ (298,350)</u>	

CITY OF WESTMINSTER, COLORADO
COMBINING STATEMENT OF NET ASSETS
INTERNAL SERVICE FUNDS
DECEMBER 31, 2010

	Governmental Activities Internal Service Funds				Total
	Medical and Dental Self- Insurance	Workers' Compensation Self-Insurance	Property and Liability Self- Insurance	General Capital Outlay Replacement	
ASSETS					
Current assets:					
Cash and cash equivalents	\$ 1,214,748	\$ 1,162,283	\$ 998,207	\$ 938,693	\$ 4,313,931
Cash and cash equivalents with fiscal agent	132,106	-	-	-	132,106
Investments	2,931,150	2,804,552	2,408,643	2,265,037	10,409,382
Receivables:					
Accounts	-	-	30,814	20,842	51,656
Interest	19,409	18,560	15,946	15,096	69,011
Prepaid items	-	-	23,585	-	23,585
Total current assets	<u>4,297,413</u>	<u>3,985,395</u>	<u>3,477,195</u>	<u>3,239,668</u>	<u>14,999,671</u>
Noncurrent assets:					
Capital assets:					
Depreciable assets, net	-	-	-	6,132,790	6,132,790
Total assets	<u>4,297,413</u>	<u>3,985,395</u>	<u>3,477,195</u>	<u>9,372,458</u>	<u>21,132,461</u>
LIABILITIES					
Current liabilities:					
Accounts payable and other	88,390	65,477	34,535	-	188,402
Accrued liabilities	2,950	-	5,002	-	7,952
Lease payable, current portion	-	-	-	324,615	324,615
Other liabilities, current portion	-	-	1,623	-	1,623
Accrued interest	-	-	-	11,375	11,375
Estimated claims	685,496	701,952	117,514	-	1,504,962
Total current liabilities	<u>776,836</u>	<u>767,429</u>	<u>158,674</u>	<u>335,990</u>	<u>2,038,929</u>
Noncurrent liabilities:					
Leases payable	-	-	-	1,249,996	1,249,996
Other liabilities payable	17,786	-	2,448	-	20,234
Total noncurrent liabilities	<u>17,786</u>	<u>-</u>	<u>2,448</u>	<u>1,249,996</u>	<u>1,270,230</u>
Total liabilities	<u>794,622</u>	<u>767,429</u>	<u>161,122</u>	<u>1,585,986</u>	<u>3,309,159</u>
NET ASSETS					
Invested in capital assets, net of related debt	-	-	-	4,558,179	4,558,179
Unrestricted	3,502,791	3,217,966	3,316,073	3,228,293	13,265,123
Total net assets	<u>\$ 3,502,791</u>	<u>\$ 3,217,966</u>	<u>\$ 3,316,073</u>	<u>\$ 7,786,472</u>	<u>\$ 17,823,302</u>

CITY OF WESTMINSTER, COLORADO
COMBINING STATEMENT OF REVENUES, EXPENSES, AND CHANGES IN FUND NET ASSETS
INTERNAL SERVICE FUNDS
FOR THE YEAR ENDED DECEMBER 31, 2010

	Governmental Activities Internal Service Funds				Total
	Medical and Dental Self- Insurance	Workers' Compensation Self-Insurance	Property and Liability Self- Insurance	General Capital Outlay Replacement	
Operating revenues					
Charges for services	\$ 10,682,842	\$ 1,059,640	\$ 1,364,893	\$ 1,473,493	\$ 14,580,868
Other	128,090	1,988	-	10,821	140,899
Total operating revenues	<u>10,810,932</u>	<u>1,061,628</u>	<u>1,364,893</u>	<u>1,484,314</u>	<u>14,721,767</u>
Operating expenses					
Personnel services	92,269	2,664	142,512	-	237,445
Contractual services	1,041,762	122,312	461,852	-	1,625,926
Commodities	-	5,414	3,047	-	8,461
Capital expense	-	-	-	173,886	173,886
Insurance and other expenses	9,383,297	731,030	283,145	-	10,397,472
Depreciation	-	-	-	1,136,498	1,136,498
Total operating expenses	<u>10,517,328</u>	<u>861,420</u>	<u>890,556</u>	<u>1,310,384</u>	<u>13,579,688</u>
Operating income	<u>293,604</u>	<u>200,208</u>	<u>474,337</u>	<u>173,930</u>	<u>1,142,079</u>
Nonoperating revenues (expenses)					
Income on investments	52,935	57,424	48,462	52,029	210,850
Interest expense	-	-	-	(45,091)	(45,091)
Gain (loss) on disposition of capital assets	-	-	-	(52,212)	(52,212)
Total nonoperating revenues (expenses)	<u>52,935</u>	<u>57,424</u>	<u>48,462</u>	<u>(45,274)</u>	<u>113,547</u>
Income before contributions and transfers	<u>346,539</u>	<u>257,632</u>	<u>522,799</u>	<u>128,656</u>	<u>1,255,626</u>
Capital contributions	-	-	-	189,437	189,437
Change in net assets	<u>346,539</u>	<u>257,632</u>	<u>522,799</u>	<u>318,093</u>	<u>1,445,063</u>
Net assets - beginning	<u>3,156,252</u>	<u>2,960,334</u>	<u>2,793,274</u>	<u>7,468,379</u>	<u>16,378,239</u>
Net assets - ending	<u>\$ 3,502,791</u>	<u>\$ 3,217,966</u>	<u>\$ 3,316,073</u>	<u>\$ 7,786,472</u>	<u>\$ 17,823,302</u>

CITY OF WESTMINSTER, COLORADO
COMBINING STATEMENT OF CASH FLOWS
INTERNAL SERVICE FUNDS
FOR THE YEAR ENDED DECEMBER 31, 2010

	Governmental Activities				Total
	Medical and Dental Self- Insurance	Workers' Compensation Self-Insurance	Property and Liability Self- Insurance	General Capital Outlay Replacement	
Internal Service Funds					
Cash flows from operating activities:					
Cash received from customers	\$ 10,810,932	\$ 65,771	\$ 98,041	\$ 1,452,651	\$ 12,427,395
Cash payments to employees for services	(91,799)	(1,284)	(140,663)	-	(233,746)
Cash payments to suppliers for goods and services	(10,730,511)	(658,121)	(914,131)	(88,154)	(12,390,917)
Payments from other funds	-	1,021,555	1,240,505	-	2,262,060
Other operating revenues	-	-	-	10,821	10,821
Net cash provided by (used in) operating activities	<u>(11,378)</u>	<u>427,921</u>	<u>283,752</u>	<u>1,375,318</u>	<u>2,075,613</u>
Cash flows from capital and related financing activities:					
Principal paid on long term debt	-	-	-	(304,960)	(304,960)
Interest paid on long term debt	-	-	-	(43,158)	(43,158)
Acquisition and construction of capital assets	-	-	-	(1,047,462)	(1,047,462)
Proceeds from sale of capital assets	-	-	-	29,165	29,165
Net cash used in capital and related financing activities	<u>-</u>	<u>-</u>	<u>-</u>	<u>(1,366,415)</u>	<u>(1,366,415)</u>
Cash flow from investing activities:					
Sale of investments	777,044	329,740	359,337	616,232	2,082,353
Interest received on investments	101,286	95,682	82,286	34,804	314,058
Net cash provided by investing activities	<u>878,330</u>	<u>425,422</u>	<u>441,623</u>	<u>651,036</u>	<u>2,396,411</u>
Net increase in cash and cash equivalents	866,952	853,343	725,375	659,939	3,105,609
Cash and cash equivalents - beginning of year	<u>479,902</u>	<u>308,940</u>	<u>272,832</u>	<u>278,754</u>	<u>1,340,428</u>
Cash and cash equivalents - end of year	<u>\$ 1,346,854</u>	<u>\$ 1,162,283</u>	<u>\$ 998,207</u>	<u>\$ 938,693</u>	<u>\$ 4,446,037</u>
 Reconciliation of operating income (loss) to net cash provided by (used in) operating activities					
Operating income	<u>\$ 293,604</u>	<u>\$ 200,208</u>	<u>\$ 474,337</u>	<u>\$ 173,930</u>	<u>\$ 1,142,079</u>
Adjustments to reconcile operating income to net cash provided by (used in) operating activities:					
Depreciation	-	-	-	1,136,498	1,136,498
(Increase) decrease in accounts receivable	-	25,698	(26,347)	(20,842)	(21,491)
(Increase) decrease in inventories	-	-	(23,585)	100,000	76,415
Increase (decrease) in accounts payable and other	(233,125)	52,660	(18,825)	(14,268)	(213,558)
Increase in accrued liabilities	238	-	143	-	381
Increase (decrease) in estimated claims	(72,095)	149,355	(121,971)	-	(44,711)
Total adjustments	<u>(304,982)</u>	<u>227,713</u>	<u>(190,585)</u>	<u>1,201,388</u>	<u>933,534</u>
Net cash provided by (used in) operating activities	<u>\$ (11,378)</u>	<u>\$ 427,921</u>	<u>\$ 283,752</u>	<u>\$ 1,375,318</u>	<u>\$ 2,075,613</u>

2010 Noncash investing, capital, and financing activities:

- The unrecognized gain (loss) recorded to value the noncash investments of the City's internal service funds to fair market value was \$124,374.
- Capital assets contributed from governmental activities to the General Capital Outlay Replacement Internal Service Fund totaled \$189,437.
- Two lease payables in amounts totaling \$726,415 were entered into for the purchase of assets; payments will commence in 2011.

**CITY OF WESTMINSTER, COLORADO
BUDGETARY COMPARISON SCHEDULE
GENERAL CAPITAL OUTLAY REPLACEMENT FUND
FOR THE YEAR ENDED DECEMBER 31, 2010**

	Budgeted Amounts		Actual	Variance with
	Original	Final		Final Budget Positive (Negative)
Operating revenues				
Charges for services	\$ 1,125,375	\$ 1,125,375	\$ 1,473,493	\$ 348,118
Other	-	-	10,821	10,821
Total operating revenues	<u>1,125,375</u>	<u>1,125,375</u>	<u>1,484,314</u>	<u>358,939</u>
Operating expenses				
Capital expense	4,135,298	4,979,394	1,221,348	3,758,046
Total operating expenses	<u>4,135,298</u>	<u>4,979,394</u>	<u>1,221,348</u>	<u>3,758,046</u>
Operating income (loss)	<u>(3,009,923)</u>	<u>(3,854,019)</u>	<u>262,966</u>	<u>4,116,985</u>
Nonoperating revenues (expenses)				
Income on investments	-	9,803	52,029	42,226
Debt service	-	-	(351,984)	(351,984)
Disposition of assets	-	-	29,164	29,164
Issuance of debt	-	726,415	726,415	-
Total nonoperating revenues (expenses)	<u>-</u>	<u>736,218</u>	<u>455,624</u>	<u>(280,594)</u>
Change in net assets	<u>\$ (3,009,923)</u>	<u>\$ (3,117,801)</u>	<u>718,590</u>	<u>\$ 3,836,391</u>
Adjustments to GAAP basis				
Debt				
Principal payments			304,960	
Issuance of leases			(726,415)	
Accrued interest adjustment			1,933	
Capital assets				
Acquisitions			1,047,462	
Net book value of disposals			(81,376)	
Capital contributions			189,437	
Depreciation			(1,136,498)	
Change in net assets, GAAP basis			<u>\$ 318,093</u>	

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STATISTICAL SECTION

Table

Financial Trends Information

These schedules contain trend information to help the reader understand how the city's financial performance and well being are changed over time.

Net Assets by Component	1
Changes in Net Assets	2
Fund Balance of Governmental Funds	3
Changes in Fund Balances of Governmental Funds	4

Revenue Capacity Information

These schedules contain information to help the reader assess the city's most significant local revenue source, the sales and use tax.

Sales and Use Tax Revenue	5
Direct and Overlapping Sales and Use Tax Rates	6
Principal Sales and Use Taxpayers by Industry	7

Debt Capacity Information

These schedules present information to help the reader assess the affordability of the city's current levels of outstanding debt and the city's ability to issue additional debt in the future.

Ratios of Outstanding Debt by Type	8
Direct and Overlapping Governmental Activities Debt	9
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Demographic and Economic Information

These schedules offer demographic and economic indicators to help the reader understand the environment within the city's financial activity take place.

Demographic and Economic Statistics	12
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Operating Information

These schedules contain service and infrastructure data to help the reader understand how the information in the city's financial report relates to the services the city provides and the activities it performs.

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Table 1
City of Westminster

Net Assets by Component
Last nine fiscal years

	Fiscal Year								
	2010	2009	2008	2007	2006	2005	2004	2003	2002
Governmental activities									
Invested in capital assets, net of related debt	\$166,119,255	\$158,875,846	\$160,998,545	\$177,034,028	\$174,180,185	\$198,949,426	\$182,883,693	\$188,252,570	\$194,284,140
Restricted	32,828,397	36,445,526	30,686,285	30,387,925	45,756,100	3,978,822	3,275,792	4,427,178	4,588,769
Unrestricted	78,848,530	67,848,480	72,256,476	62,116,184	32,614,076	53,798,749	60,247,261	65,813,768	63,022,215
Total governmental activities net assets	\$277,796,182	\$263,169,852	\$263,941,306	\$269,538,137	\$252,550,361	\$256,726,997	\$246,406,746	\$258,493,516	\$261,895,124
Business-type activities									
Invested in capital assets, net of related debt	\$336,344,413	\$329,710,391	\$343,627,745	\$321,320,685	\$296,968,005	\$288,116,734	\$280,402,901	\$276,220,697	\$265,141,364
Restricted	5,483,098	5,486,422	3,424,753	3,406,636	3,384,483	3,371,769	3,939,139	690,739	854,757
Unrestricted	55,893,678	58,676,671	73,164,925	83,341,972	96,573,378	81,944,889	74,959,025	74,913,867	79,999,022
Total business-type activities net assets	\$397,721,189	\$393,873,484	\$420,217,423	\$408,069,293	\$396,925,866	\$373,433,392	\$359,301,065	\$351,825,303	\$345,995,143
Total									
Invested in capital assets, net of related debt	\$502,463,668	\$488,586,237	\$504,626,290	\$498,354,713	\$471,148,190	\$487,066,160	\$463,286,594	\$464,473,267	\$459,425,504
Restricted	38,311,495	41,931,948	34,111,038	33,794,561	49,140,583	7,350,591	7,214,931	5,117,917	5,443,526
Unrestricted	134,742,208	126,525,151	145,421,401	145,458,156	129,187,454	135,743,638	135,206,286	140,727,635	143,021,237
Total net assets	\$675,517,371	\$657,043,336	\$684,158,729	\$677,607,430	\$649,476,227	\$630,160,389	\$605,707,811	\$610,318,819	\$607,890,267

Note: The City began to report accrual information when it implemented GASB statement 34 in fiscal year 2002.

Note: Prior year transactions affecting the beginning Net Assets were restated in the reporting year as follows:

2006: \$401,667 decrease GCORF depreciation expense, \$1,098,603 Utility Fund increase construction expense. \$1,132,332 Governmental Activities decrease depreciation expense, \$8,889,537 increase construction expense, \$692,455 decrease loss on disposal of assets

2005: \$535,927 Government Activities accreted interest subtracted from capital lease payable

2004: \$839,626 WEDA decrease interest expense, \$839,626 General Fund increase interest expense, \$1,894,844 Governmental Activities accreted interest added to capital lease payable

108 **Table 2**
City of Westminster

Changes in Net Assets
Last nine fiscal years

	Fiscal Year								
	2010	2009	2008	2007	2006	2005	2004	2003	2002
Expenses									
Governmental activities:									
General government	\$37,650,090	\$36,876,436	\$37,827,492	\$30,083,440	\$26,755,382	\$28,375,433	\$27,373,824	\$23,149,819	\$16,535,561
Public safety	31,705,261	31,552,454	31,797,184	30,077,636	29,526,569	28,211,005	25,188,099	21,748,704	20,257,253
Public works	14,468,243	13,941,301	13,748,911	14,501,794	14,385,925	7,793,659	6,669,236	6,259,809	6,434,332
Community development	12,014,109	12,454,872	17,656,461	14,059,071	24,290,269	14,849,423	20,668,261	3,492,112	3,853,280
Culture and recreation	17,608,348	20,368,098	17,307,667	17,829,533	11,481,246	13,498,043	13,487,779	12,773,283	13,462,288
Capital projects	0	0	0	0	0	0	7,761,325	2,556,076	9,017,184
Interest and fiscal charges	7,803,642	8,449,810	7,845,618	7,394,096	9,052,813	2,964,876	4,721,589	3,621,023	4,149,821
Unallocated depreciation	443,359	479,427	488,012	1,095,078	1,099,897	11,354,543	11,885,480	10,327,198	9,502,822
Total governmental activities expenses	121,693,052	124,122,398	126,671,345	115,040,648	116,592,101	107,046,982	117,755,593	83,928,024	83,212,541
Business-type activities:									
Utility	44,664,016	48,678,931	45,569,405	40,329,042	37,840,442	30,937,189	31,668,693	30,161,907	29,375,900
Golf	3,526,264	4,017,357	4,128,726	3,410,562	3,301,699	3,171,327	3,534,028	3,170,192	3,181,173
Westminster Building Authority	0	0	0	0	0	68,559	120,821	149,035	82,313
Westminster Housing Authority	1,243,300	922,689	969,722	995,606	947,135	1,325,012	996,062	818,719	791,391
Total business-type activities expenses	49,433,580	53,618,977	50,667,853	44,735,210	42,089,276	35,502,087	36,319,604	34,299,853	33,430,777
Total primary government expenses	171,126,632	177,741,375	177,339,198	159,775,858	158,681,377	142,549,069	154,075,197	118,227,877	116,643,318
Program Revenues									
Governmental activities:									
Charges for services:									
General government	6,116,547	4,497,892	5,666,074	7,432,044	5,319,186	5,591,578	6,297,375	2,821,007	1,881,594
Public safety	4,160,047	4,225,333	4,096,692	4,053,890	4,498,935	4,195,334	3,692,640	3,223,216	3,381,639
Public works	1,419,414	1,777,317	1,527,937	0	0	0	0	159,478	148,593
Community development	297,219	400,784	246,084	77,884	117,934	178,163	228,753	295,462	203,494
Culture and recreation	7,139,822	6,249,434	6,908,729	5,753,903	6,297,123	5,913,673	5,649,992	5,873,713	5,951,419
Operating grants and contributions	4,496,790	4,300,000	5,486,482	5,748,908	5,329,834	4,165,796	4,716,909	5,210,404	4,847,307
Capital grants and contributions	11,701,408	7,113,267	8,736,385	14,261,659	10,067,149	10,400,100	9,012,841	7,334,926	9,160,429
Total program revenues	35,331,247	28,564,027	32,668,383	37,328,288	31,630,161	30,444,644	29,598,510	24,918,206	25,574,475

Business-type activities:

Charges for services:

Utility	43,638,168	37,785,693	41,355,962	37,009,477	37,639,880	34,574,051	29,890,164	31,528,197	33,425,886
Golf	2,682,977	2,730,028	3,137,704	3,197,655	2,993,881	2,932,389	2,825,291	2,925,457	3,172,925
Westminster Building Authority	0	0	0	0	0	15,655	17,020	17,847	464,451
Westminster Housing Authority	942,564	920,327	901,313	902,899	887,721	878,870	835,157	794,098	780,092
Operating grants and contributions	1,972	0	0	0	0	0	0	0	0
Capital grants and contributions	4,221,676	3,534,458	12,590,561	7,809,021	15,704,276	14,934,514	11,002,884	9,305,522	15,459,049
Total business-type activities program revenues	51,487,357	44,970,506	57,985,540	48,919,052	57,225,758	53,335,479	44,570,516	44,571,121	53,302,403
Total revenues	86,818,604	73,534,533	90,653,923	86,247,340	88,855,919	83,780,123	74,169,026	69,489,327	78,876,878

Net (expense)/revenue

Governmental activities	(86,361,805)	(95,558,371)	(94,002,962)	(77,712,360)	(84,961,940)	(76,602,338)	(88,157,083)	(59,009,818)	(57,638,066)
Business-type activities	2,053,777	(8,648,471)	7,317,687	4,183,842	15,136,482	17,833,392	8,250,912	10,271,268	19,871,626
Total primary government net expense	(84,308,028)	(104,206,842)	(86,685,275)	(73,528,518)	(69,825,458)	(58,768,946)	(79,906,171)	(48,738,550)	(37,766,440)

General revenues and other changes in net assets

Governmental activities:

Taxes									
Property taxes	13,326,123	10,737,251	9,020,419	6,348,656	5,272,024	4,600,304	4,331,501	4,185,561	3,957,730
Sales taxes	66,078,878	63,634,222	65,369,753	60,290,173	56,725,466	54,419,354	52,568,207	42,803,354	42,351,380
Use taxes	11,432,450	10,382,385	12,436,326	13,610,159	12,634,095	11,683,748	11,422,307	10,454,839	10,409,135
Business fees and other taxes	5,092,047	4,797,606	5,137,132	4,556,637	4,300,682	4,185,604	3,950,630	3,828,966	3,362,214
Accommodations taxes	2,231,693	2,045,874	2,627,010	1,425,434	1,239,740	1,078,023	945,908	914,662	984,772
Intergovernmental not restricted to a specific purpose	1,612,345	1,360,925	1,079,951	1,052,427	1,060,315	818,642	1,086,271	1,071,316	2,932,758
Interest	1,261,427	1,979,580	6,043,261	6,496,200	5,760,231	3,087,962	1,043,447	1,242,606	1,984,889
Other	0	597,423	1,420,276	1,980,122	2,152,680	991,884	434,985	(11,042,785)	883,813
Gain on Sale of Assets	809,511	0	604,571	0	0	0	0	0	0
Special Item	0	0	(14,825,447)	0	0	0	0	0	0
Transfers	(856,339)	(748,349)	(507,121)	(1,059,672)	(1,035,000)	5,521,091	2,181,901	6,039,079	421,459
Total governmental activities	100,988,135	94,786,917	88,406,131	94,700,136	88,110,233	86,386,612	77,965,157	59,497,598	67,288,150

Business-type activities:

Interest	670,337	1,177,710	3,978,172	5,899,913	4,325,952	1,802,480	822,480	1,597,971	2,278,365
Other	267,252	0	0	0	0	17,546	584,271	0	0
Gain on Sale of Assets	0	1,019	895,150	0	4,093,643	0	0	0	0
Transfers	856,339	748,349	507,121	1,059,672	1,035,000	(5,521,091)	(2,181,901)	(6,039,079)	(421,459)
Total business-type activities	1,793,928	1,927,078	5,380,443	6,959,585	9,454,595	(3,701,065)	(775,150)	(4,441,108)	1,856,906
Total	102,782,063	96,713,995	93,786,574	101,659,721	97,564,828	82,685,547	77,190,007	55,056,490	69,145,056

Change in net assets

Governmental activities	14,626,330	(771,454)	(5,596,831)	16,987,776	3,148,293	9,784,274	(10,191,926)	487,780	9,650,084
Business-type activities	3,847,705	(6,721,393)	12,698,130	11,143,427	24,591,077	14,132,327	7,475,762	5,830,160	21,728,532
Total	\$18,474,035	(\$7,492,847)	\$7,101,299	\$28,131,203	\$27,739,370	\$23,916,601	(\$2,716,164)	\$6,317,940	\$31,378,616

601 Note: The City began to report accrual information when it implemented GASB statement 34 in fiscal year 2002.
Prior period adjustments affecting expenses are noted in Table 1

Table 3
City of Westminster

Fund Balances, Governmental Funds
Last nine fiscal years

	Fiscal Year								
	2010	2009	2008	2007	2006	2005	2004	2003	2002
General fund									
Reserved	\$7,220,548	\$4,971,225	\$5,299,062	\$5,203,223	\$6,539,253	\$7,623,125	\$7,387,538	\$5,277,981	\$4,544,041
Unreserved	11,628,557	14,873,895	12,045,241	9,859,229	11,015,978	10,172,500	11,058,947	10,154,348	8,928,901
Total general fund	\$18,849,105	\$19,845,120	\$17,344,303	\$15,062,452	\$17,555,231	\$17,795,625	\$18,446,485	\$15,432,329	\$13,472,942
All other governmental funds									
Reserved	\$53,287,957	\$32,504,877	\$49,434,107	\$55,624,752	\$41,493,854	\$51,749,047	\$13,894,852	\$32,396,047	\$16,042,228
Unreserved, reported in:									
Special revenue funds	11,702,434	9,959,421	10,975,428	12,304,218	7,472,186	14,949,783	3,161,386	4,821,194	5,388,104
Capital project funds	17,652,289	35,179,303	46,104,714	41,475,007	33,713,081	47,985,815	40,797,055	42,654,999	47,822,846
Total all other governmental funds	\$82,642,680	\$77,643,601	\$106,514,249	\$109,403,977	\$82,679,121	\$114,684,645	\$57,853,293	\$79,872,240	\$69,253,178

Note: Prior to the implementation of GASB statement 34 in fiscal year 2002, data for this table was categorized in a different format and was reported in thousands. The data to produce compatible statements is not readily available and has been omitted.

Table 4
City of Westminster

Changes in Fund Balance, Governmental Funds
Last nine fiscal years

	Fiscal Year								
	2010	2009	2008	2007	2006	2005	2004	2003	2002
Revenues									
Taxes and business fees	\$98,161,191	\$91,597,338	\$94,590,640	\$86,231,059	\$80,172,007	\$76,079,765	\$73,218,549	\$61,979,807	\$60,886,283
Intergovernmental	14,485,838	13,354,111	14,316,029	12,626,793	14,815,789	9,821,702	9,891,407	10,262,233	12,453,039
Assessments	41,905	46,471	42,886	149,199	160,425	932,647	629,422	807,875	930,306
Licenses and permits	1,708,941	1,127,900	2,133,832	2,654,027	2,616,662	2,101,468	2,321,833	2,293,599	1,971,068
Interest	1,265,429	2,029,458	6,102,824	6,554,612	5,781,155	3,119,849	1,043,728	1,248,030	1,976,892
Contributions	2,444,022	341,739	771,595	4,349,528	1,460,160	4,850,163	3,128,934	1,320,656	2,596,908
Recreation fees	6,372,404	5,766,441	6,379,855	5,735,111	5,867,809	5,311,991	5,072,051	5,352,397	5,360,607
Fines and forfeits	2,077,598	2,066,013	1,977,465	2,164,544	2,512,044	2,222,848	1,991,265	1,634,836	1,727,538
Fleet maintenance billings and other	5,427,769	6,544,888	6,886,037	5,058,804	3,699,601	3,425,398	2,988,540	2,330,473	2,185,566
EMS billings	2,031,040	1,858,670	2,026,555	2,020,583	1,937,237	1,814,699	1,492,350	1,435,730	1,357,273
Miscellaneous and other	128,456	336,893	973,939	80,040	10,737	376,850	254,296	382,841	909,050
Total revenues	134,144,593	125,069,922	136,201,657	127,624,300	119,033,626	110,057,380	102,032,375	89,048,477	92,354,530
Expenditures									
Current:									
General government	39,544,389	38,893,287	38,981,777	32,017,213	29,101,545	29,270,288	29,781,843	23,558,895	20,005,285
Public safety	30,409,003	30,241,887	30,411,901	28,794,062	28,183,148	27,315,730	24,067,713	20,913,186	21,176,733
Public works	7,391,466	6,754,884	6,753,727	7,238,076	7,071,716	6,506,687	6,635,754	6,208,225	6,418,668
Community development	7,090,959	4,647,250	9,807,146	6,634,975	15,393,627	6,608,216	8,168,892	6,157,124	7,479,348
Culture and recreation	13,771,317	14,036,487	14,009,673	13,456,076	12,868,421	12,407,022	11,683,528	11,417,127	11,843,837
Capital projects	19,731,978	32,958,628	26,018,509	29,413,964	49,866,552	45,506,648	51,364,097	42,732,128	33,809,251
Debt service:									
Principal	8,720,000	15,538,875	4,920,000	5,480,000	5,240,000	14,411,670	4,910,000	4,960,000	5,840,000
Interest and fiscal charges	7,457,250	8,887,437	7,519,672	8,836,684	8,706,148	7,570,896	4,309,524	3,893,883	4,010,977
Total expenditures	134,116,362	151,958,735	138,422,405	131,871,050	156,431,157	149,597,157	140,921,351	119,840,568	110,584,099
Excess of revenues over (under) expenditures	28,231	(26,888,813)	(2,220,748)	(4,246,750)	(37,397,531)	(39,539,777)	(38,888,976)	(30,792,091)	(18,229,569)
Other financing Sources (Uses)									
Issuance of bonds	1,134,410	535,337	0	29,485,488	0	68,300,000	9,000,000	38,525,000	15,513,231
Issuance of notes	0	0	0	0	0	0	0	260,000	0
Issuance of leases	2,575,190	562,530	32,792	40,626	5,045,733	20,651,235	488,414	250,523	354,785
Sale of capital asset	1,121,572	169,464	1,071,525	702,109	1,140,880	5,484,526	8,213,870	1,739,299	0
Transfers in	92,160,117	67,485,765	75,333,568	72,740,073	71,995,567	85,070,154	67,737,574	59,112,666	60,553,119
Transfers (out)	(93,016,456)	(68,234,114)	(75,840,689)	(74,489,469)	(73,030,567)	(83,785,646)	(65,555,673)	(53,073,587)	(61,118,141)
Total other financing sources (uses)	3,974,833	518,982	597,196	28,478,827	5,151,613	95,720,269	19,884,185	46,813,901	15,302,994
Special item: Write-off of note receivable								(3,443,361)	
Net change in fund balances	\$ 4,003,064	\$(26,369,831)	\$(1,623,552)	\$ 24,232,077	\$(32,245,918)	\$ 56,180,492	\$(19,004,791)	\$ 12,578,449	\$(2,926,575)
Debt Service as a percentage of noncapital expenditures	13.4%	19.1%	10.5%	13.0%	12.6%	23.5%	9.4%	11.4%	12.1%

Note: Prior to the implementation of GASB statement 34 in fiscal year 2002, data for this table was categorized in a different format and was reported in thousands. The data to produce compatible statements is not readily available and has been omitted.

Table 5
City of Westminster

Sales and Use Tax Revenue
Last ten fiscal years

Fiscal Year	City Sales and Use Tax	Public Safety Sales and Use Tax ¹	Open Space Sales and Use Tax ²	Total Direct Tax Rate
2001	\$ 53,742,758	\$ -	\$ 4,785,062	3.25%
2002	48,502,461	-	4,258,055	3.25%
2003	49,042,179	-	4,216,011	3.25%
2004	49,700,220	10,025,888	4,264,405	3.85%
2005	51,359,026	10,353,701	4,390,375	3.85%
2006	53,640,060	11,040,410	4,679,093	3.85%
2007	56,966,362	11,927,367	5,006,603	3.85%
2008	60,528,509	12,196,830	5,080,740	3.85%
2009	57,689,144	11,526,169	4,801,294	3.85%
2010	60,677,400	11,832,426	5,001,503	3.85%

Source: City Sales Tax Division

¹ The Public Safety Sales and Use Tax was implemented January 1, 2004

² The Open Space Sales and Use Tax was implemented January 1, 1985

Table 6
City of Westminster

Sales and Use Tax Rates
Last ten fiscal years

Fiscal Year	City Direct Rates				Overlapping Rates ³		
	City Sales and Use Tax	Public Safety Sales and Use Tax ¹	Open Space Sales and Use Tax ²	Total Direct Tax Rate	Adams County Sales Tax	Jefferson County Sales Tax	RTD/CD/FD Sales Tax
2001	3.00%	-	0.25%	3.25%	0.70%	0.50%	0.80%
2002	3.00%	-	0.25%	3.25%	0.70%	0.50%	0.80%
2003	3.00%	-	0.25%	3.25%	0.70%	0.50%	0.80%
2004	3.00%	0.60%	0.25%	3.85%	0.70%	0.50%	0.80%
2005	3.00%	0.60%	0.25%	3.85%	0.70%	0.50%	1.20%
2006	3.00%	0.60%	0.25%	3.85%	0.70%	0.50%	1.20%
2007	3.00%	0.60%	0.25%	3.85%	0.75%	0.50%	1.20%
2008	3.00%	0.60%	0.25%	3.85%	0.75%	0.50%	1.20%
2009	3.00%	0.60%	0.25%	3.85%	0.75%	0.50%	1.20%
2010	3.00%	0.60%	0.25%	3.85%	0.75%	0.50%	1.20%

Source: City Sales Tax Division

¹ The Public Safety Sales and Use Tax was implemented January 1, 2004

² The Open Space Sales and Use Tax was implemented January 1, 1985

³ Overlapping rates are those of county governments and tax districts within the City of Westminster. Not all overlapping rates apply to all sales transactions.

Table 7
City of Westminster

Principal Sales and Use Tax Payers by Category
Current Year and Ten Years Ago

Category	Fiscal Year 2010			Fiscal Year 2001		
	Sales and Use Tax Amount	Rank	Percentage of Total City Sales and Use Tax	Sales and Use Tax Amount	Rank	Percentage of Total City Sales and Use Tax
Department and Discount Stores	\$19,067,593	1	24.6%	\$10,328,742	1	17.6%
Utility	8,785,408	2	11.3%	6,944,706	2	11.9%
Restaurants	7,899,874	3	10.2%	4,957,171	5	8.5%
Automobile Use	4,740,628	4	6.1%	6,004,732	3	10.3%
Grocery Stores	4,668,758	5	6.0%	5,732,033	4	9.8%
Home Improvement/Hardware Stores	2,870,265	6	3.7%	1,392,824	7	2.4%
Clothing, Jewelry	2,308,302	7	3.0%	2,527,698	6	4.3%

Source: City Sales Tax Division

Note: Due to requirements under the City Code, the names of the largest revenue payers are confidential. The categories presented are intended to provide alternative information regarding the sources of the City's revenue.

Table 8
City of Westminster

Ratios of Outstanding Debt by Type
Last ten fiscal years

Fiscal Year	Governmental Activities						Business-Type Activities				Total Primary Government	Percentage of Personal Income ¹	Per Capita ¹
	General Obligation Bonds	Revenue Bonds	Tax Increment Bonds	Special Assessment Bonds	Capital Leases	Notes	General Obligation Bonds	Revenue Bonds	Capital Leases	Notes			
2001	390,000	68,905,000	6,460,000	995,000	70,932,000	1,096,000	27,907,000	2,771,000	32,350,000	211,806,000	6.1%	2,098	
2002		78,680,000	6,460,000	860,000	69,838,548	1,042,500	33,330,000	2,797,763	32,123,610	225,132,421	6.3%	2,145	
2003		73,895,000	44,955,000	715,000	68,555,883	260,000	31,575,000	2,532,048	30,494,150	252,982,081	7.4%	2,498	
2004		69,525,000	44,835,000	555,000	68,503,976	9,000,000	29,720,000	2,656,970	28,845,784	253,641,730	6.7%	2,386	
2005		64,730,000	112,970,000		85,369,906		27,850,000	1,939,127	42,281,591	335,140,624	8.4%	3,093	
2006		59,775,000	112,685,000		86,810,539		25,900,000	2,250,782	40,327,316	327,748,637	7.8%	2,988	
2007		74,330,000	120,485,000		83,852,128		23,880,000	2,507,662	38,068,147	343,122,937	7.9%	3,127	
2008		69,740,000	120,155,000		80,627,717		15,945,000	835,300	35,915,842	323,218,859	7.2%	2,905	
2009		64,955,000	110,055,000		76,826,446		14,075,000	1,075,366	33,366,040	300,352,852	7.0%	2,747	
2010		60,300,000	105,990,000		76,667,485		37,090,000	5,390,622	31,258,393	316,696,500	7.4%	2,896	

Note: Details regarding the City's outstanding debt can be found in the notes to the financial statements.

¹Personal income and population data can be found on Table 12

Table 9
City of Westminster

Direct and Overlapping Governmental Activities Debt
As of December 31, 2010

Governmental Unit	Debt Outstanding	Estimated Percentage Applicable	Estimated Share of Overlapping Debt
Adams County School District # 12	\$346,403,191	27.13%	\$93,979,186
Adams County School District # 50	95,910,000	48.31%	46,334,121
Apex Park & Recreation District	11,970,000	7.10%	849,870
Arvada Fire Protection District	4,955,000	0.02%	991
Bradburn Metro # 2	3,035,000	100.00%	3,035,000
Bradburn Metro # 3	6,630,000	100.00%	6,630,000
Church Ranch Metro District	3,095,000	100.00%	3,095,000
Countrydale Highlands Metro District	1,952,250	100.00%	1,952,250
Country Club Village Metro District	3,000,000	100.00%	3,000,000
Countrydale Metropolitan District	21,500,000	99.71%	21,437,650
Hunnington Trail Metropolitan District	6,395,000	100.00%	6,395,000
Hyland Hills Park & Recreation	13,175,000	56.55%	7,450,463
Jefferson County School District # R-1	502,790,000	7.84%	39,418,736
NBC Metropolitan District	9,140,000	100.00%	9,140,000
North Metro Fire and Rescue	24,050,000	0.22%	52,910
North Metro Fire and Rescue EX 09	143,730	80.64%	115,904
Southwest Adams Fire Protection District	774,970	0.03%	232
Westglenn Metro District	5,650,000	100.00%	5,650,000
Subtotal, overlapping debt			<u>\$248,537,313</u>
City Direct debt			<u>316,696,500</u>
Total direct and overlapping debt			<u><u>\$565,233,813</u></u>

Source: Assessed value data used to estimate applicable percentages provided by Adams County and Jefferson County Governments. Debt outstanding data provided by each governmental unit. City direct debt details can be found on Table 8.

Note: Overlapping governments are those that coincide, at least in part, with the geographic boundaries of the City. This schedule estimates the portion of the outstanding debt of those overlapping governments that is borne by the residents and businesses of the City. This process recognizes that, when considering the government's ability to issue and repay long-term debt, the entire debt burden borne by the residents and businesses should be taken into account. However, this does not imply that every taxpayer is a resident. And therefore responsible for repaying the debt, of each overlapping government.

Table 10
City of Westminster

Legal Debt Margin Information
Last ten fiscal years

	2001	2002	2003	2004	2005	2006	2007	2008	2009	2010
Debt limit	\$227,241,000	\$234,971,185	\$246,800,481	\$281,817,584	\$295,891,298	\$442,722,260	\$465,221,634	\$389,694,751	\$465,566,291	\$462,944,729
Total net debt applicable to limit	70,932,000	69,838,548	68,555,883	68,503,976	85,369,906	86,810,539	83,852,128	85,685,000	77,901,812	82,058,107
Legal debt margin	\$156,309,000	\$165,132,637	\$178,244,598	\$213,313,608	\$210,521,392	\$355,911,721	\$381,369,506	\$304,009,751	\$387,664,479	\$380,886,622
Total net debt applicable to the limit as a percentage of debt limit	31.21%	29.72%	27.78%	24.31%	28.85%	19.61%	18.02%	21.99%	16.73%	17.73%

Legal Debt Margin Calculation for Fiscal Year 2010

Assessed value - 2009 for 2010 taxes ¹	
Adams County portion of the City	\$651,660,810
Jefferson County portion of the City	576,685,870
Total assessed value	<u>\$1,228,346,680</u>
Debt limit (3% of actual value ²)	\$462,944,729
Debt applicable to limit:	
Bonded debt - general obligation only	\$0
Installment of lease/purchase contracts for purchase of property or equipment ³	<u>82,058,107</u>
	82,058,107
Less deductions allowed by law:	<u>0</u>
Total net debt applicable to limit	<u>82,058,107</u>
Legal debt margin	<u>\$380,886,622</u>

¹ Source Adams County and Jefferson County Abstract of Assessments

²CRS 31-15-302 (3% limit)

³Included in general obligation indebtedness per Section 11.1 of City Charter

Table 11
City of Westminster

Pledged Revenue Coverage
Last ten fiscal years

Utilities Revenue Bonds						
Fiscal Year	Applicable Revenues	Less:	Net Pledged Revenue	Debt Service		Coverage
		Operating Expenses		Principal	Interest	
2001	\$ 51,304,532	\$ (21,624,093)	\$ 29,680,439	\$ 2,276,642	\$ 2,374,294	6.38
2002	46,755,525	(21,221,685)	25,533,840	2,624,450	2,174,864	5.32
2003	39,875,011	(20,835,380)	19,039,631	2,947,007	2,078,044	3.79
2004	38,998,008	(24,955,155)	14,042,853	3,060,531	1,621,526	3.00
2005	46,724,597	(23,011,461)	23,713,136	3,400,839	1,931,352	4.45
2006	51,879,413	(29,305,618)	22,573,795	3,832,679	2,393,501	3.63
2007	47,716,690	(30,278,159)	17,438,531	3,947,987	2,148,085	2.86
2008	52,890,292	(34,178,877)	18,711,415	9,913,352	2,159,562	1.55
2009	38,962,225	(34,914,945)	4,047,280	3,913,088	1,821,361	0.71
2010	45,945,519	(29,813,687)	16,131,832	4,055,665	2,446,814	2.48

Golf Course Enterprise Revenue Bonds						
Fiscal Year	Applicable Revenues	Less:	Net Pledged Revenue	Debt Service		Coverage
		Operating Expenses		Principal	Interest	
2001	\$ 3,160,330	\$ (2,569,223)	\$ 591,107	\$ 50,000	\$ 336,908	1.53
2002	3,172,925	(2,324,672)	848,253	100,000	334,658	1.95
2003	2,925,457	(2,328,521)	596,936	170,000	330,058	1.19
2004	2,825,291	(2,711,319)	113,972	175,000	322,153	0.23
2005	2,932,389	(2,461,158)	471,231	185,000	313,840	0.94
2006	2,993,881	(2,587,855)	406,026	195,000	304,868	0.81
2007	3,197,655	(2,625,270)	572,385	205,000	295,313	1.14
2008	3,137,704	(2,848,731)	288,973	215,000	285,165	0.58
*2009	2,730,028	(3,174,737)	(444,709)	225,000	274,415	(0.89)
2010	0	0	0	0	0	0.00

Notes: * Refunded in 2010 as part of the 2010 COPs issue.
 Details regarding the City's outstanding debt can be found in the notes to the financial statements.
 Sales and Use Tax and Parks Open Space Sales and Use Tax stated on a cash basis; all other revenues stated on accrual basis.

Source: City's Treasury Division

Table 11
City of Westminster

Pledged Revenue Coverage
Last ten fiscal years

Fiscal Year	Sales and Use Tax Revenue Bonds			Debt Service		Coverage
	Sales and Use Tax Collections	Less: Operating Expenses	Net Pledged Revenue	Principal	Interest	
2001	\$ 53,731,435	\$ (308,218)	\$ 53,423,217	\$ 2,525,000	\$ 2,396,009	10.86
2002	47,863,679	(335,176)	47,528,503	4,110,000	2,325,018	7.39
2003	48,562,246	(342,094)	48,220,152	3,525,000	2,810,913	7.61
2004	49,306,412	(289,190)	49,017,222	3,055,000	2,648,318	8.59
2005	49,659,495	(279,048)	49,380,447	3,395,000	2,524,233	8.34
2006	51,643,775	(315,515)	51,328,260	3,470,000	2,386,885	8.76
2007	51,799,803	(393,333)	51,406,470	1,985,000	1,394,198	15.21
2008	51,438,718	(410,638)	51,028,080	3,450,000	1,896,409	9.54
2009	47,712,522	(434,255)	47,278,267	3,605,000	1,747,921	8.83
2010	53,964,035	(439,522)	53,524,513	3,220,000	2,347,240	9.61

Fiscal Year	Parks Open Space Trails Sales and Use Tax Revenue Bonds			Debt Service		Coverage
	Sales and Use Tax Collections	Less: Operating Expenses	Net Pledged Revenue	Principal	Interest	
2001	\$ 4,812,077	\$ (25,685)	\$ 4,786,392	\$ 1,150,000	\$ 1,218,796	2.02
2002	4,272,085	(27,931)	4,244,154	1,205,000	1,166,411	1.79
2003	4,224,170	(28,508)	4,195,662	1,260,000	1,109,861	1.77
2004	4,259,760	(24,084)	4,235,676	1,315,000	1,049,626	1.79
2005	4,372,363	(23,239)	4,349,124	1,400,000	970,116	1.83
2006	4,699,435	(26,276)	4,673,159	1,485,000	885,496	1.97
2007	4,963,410	(32,757)	4,930,653	0	448,126	11.00
2008	5,068,261	(34,198)	5,034,063	1,140,000	1,513,780	1.90
2009	4,823,367	(36,165)	4,787,202	1,180,000	1,494,038	1.79
2010	4,998,817	(36,603)	4,962,214	1,435,000	658,614	2.37

Notes: Details regarding the City's outstanding debt can be found in the notes to the financial statements.
Sales and Use Tax and Parks Open Space Sales and Use Tax stated on a cash basis; all other revenues stated on accrual basis.

Source: City's Treasury Division

Table 11
City of Westminster

Pledged Revenue Coverage
Last ten fiscal years

1997 Westminster Economic Development Authority (WEDA) Revenue Bonds (Westminster Plaza Urban Reinvestment Project)							
Fiscal Year	Less:		Debt Service			Coverage	
	Gross Pledged Revenues	Operating Expenses	Net Pledged Revenue	Principal	Interest and Fees		Total Debt Service
2001	\$788,684	(\$218,474)	\$570,210	\$0	\$272,835	\$272,835	2.09
2002	885,073	(237,444)	647,629	0	180,178	\$180,178	3.59
2003	753,373	(240,964)	512,409	30,000	157,700	\$187,700	2.73
*2004	636,455	(1,186,496)	(550,041)	120,000	156,451	\$276,451	(1.99)
**2005	4,259,439	(240)	4,259,199	165,000	224,849	\$389,849	10.93
2006	501,933	(3,115)	498,818	215,000	282,392	\$497,392	1.00
2007	516,158	(80,113)	436,045	270,000	313,378	\$583,378	0.75
2008	505,684	(364,424)	141,260	330,000	206,828	\$536,828	0.26
***2009	262,399	(3,254)	259,145	0	33,436	\$33,436	7.75
2010	0	0	0	0	0	\$0	N/A

*Record interfund loan

**Record write-off of portion of interfund loan and interest

***Refunded in June 2009 as WEDA Tax Increment Revenue Refunding Bond (Westminster Plaza Urban Reinvestment Project) Series 2009

WEDA Tax Increment Adjustable Rate Revenue Bonds Series 2003 (Mandalay Gardens Project)									
	Less:		Debt Service						
	Gross Pledged Revenues	Operating Expenses	Net Pledged Revenue	Capitalized Interest	Total Revenues Available for Debt Service	Principal	Interest and Fees	Total Debt Service	Coverage
2001	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0	N/A
2002	0	0	0	0	0	0	0	0	N/A
2003	10,963	0	10,963	195,438	206,401	0	195,438	195,438	1.06
2004	250,881	0	250,881	882,932	1,133,813	0	882,932	882,932	1.28
2005	1,513,135	(2,637)	1,510,498	1,569,189	3,079,687	0	1,569,188	1,569,188	1.96
*2006	356,308	0	356,308	582,016	938,324	70,000	335,245	405,245	2.32
2007	0	0	0	0	0	0	0	0	N/A
2008	0	0	0	0	0	0	0	0	N/A
2009	0	0	0	0	0	0	0	0	N/A
2010	0	0	0	0	0	0	0	0	N/A

*Refunded in March 2006 with WEDA Tax Increment Adjustable Rate Revenue Refunding Bonds Series 2006

Source: City's Sales Tax Division

Table 11
City of Westminster

Pledged Revenue Coverage
Last ten fiscal years

	WEDA Tax Increment Adjustable Rate Revenue Bonds Series 2005 (North Huron Project)					Debt Service		Total Debt Service	Coverage
	Gross Pledged Revenues	Less: Operating Expenses	Net Pledged Revenue	Capitalized Interest	Total Revenues Available for Debt Service	Principal	Interest and Fees		
2001	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0	N/A
2002	0	0	0	0	0	0	0	0	N/A
2003	0	0	0	0	0	0	0	0	N/A
2004	0	0	0	0	0	0	0	0	N/A
2005	150,255	0	150,255	1,399,574	1,549,829	0	1,399,574	1,399,574	1.11
2006	898,979	0	898,979	2,721,347	3,620,326	0	2,721,347	2,721,347	1.33
2007	3,469,600	(6,103)	3,463,497	1,439,736	4,903,233	0	2,868,641	2,868,641	1.71
2008	6,369,646	(116,079)	6,253,567	0	6,253,567	0	2,316,866	2,316,866	2.70
*2009	2,245,860	(42,450)	2,203,410	0	2,203,410	5,925,000	792,075	6,717,075	0.33
2010	0	0	0	0	0	0	0	0	N/A

*Refunded in May 2009 with WEDA Tax Increment Loan Series 2009 (North Huron Project)

	WEDA Tax Increment Adjustable Rate Revenue Refunding Bonds Series 2006 (Mandalay Gardens Project)					Debt Service		Total Debt Service	Coverage
	Gross Pledged Revenues	Less: Operating Expenses	Net Pledged Revenue	Capitalized Interest	Total Revenues Available for Debt Service	Principal	Interest and Fees		
2001	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0	N/A
2002	0	0	0	0	0	0	0	0	N/A
2003	0	0	0	0	0	0	0	0	N/A
2004	0	0	0	0	0	0	0	0	N/A
2005	0	0	0	0	0	0	0	0	N/A
2006	2,124,836	(8,130)	2,116,706	640,675	2,757,381	0	1,336,471	1,336,471	2.06
2007	3,154,147	(14,067)	3,140,080	0	3,140,080	250,000	1,609,735	1,859,735	1.69
2008	3,126,504	(23,084)	3,103,420	0	3,103,420	0	1,298,745	1,298,745	2.39
*2009	2,798,958	(27,004)	2,771,954	0	2,771,954	2,857,875	1,056,631	3,914,506	0.71
2010	0	0	0	0	0	0	0	0	N/A

*Refunded in September 2009 with WEDA Tax Increment Adjustable Rate Revenue Refunding Bonds Series 2009

Source: City's Sales Tax Division

Table 11
City of Westminster

Pledged Revenue Coverage
Last ten fiscal years

WEDA Tax Increment Adjustable Rate Revenue Bonds Series 2007 (South Sheridan Project)									
	<u>Less:</u>			<u>Debt Service</u>					
	Gross Pledged Revenues	Operating Expenses	Net Pledged Revenue	Capitalized Interest	Total Revenues Available for Debt Service	Principal	Interest and Fees	Total Debt Service	Coverage
2001	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0	N/A
2002	0	0	0	0	0	0	0	0	N/A
2003	0	0	0	0	0	0	0	0	N/A
2004	0	0	0	0	0	0	0	0	N/A
2005	0	0	0	0	0	0	0	0	N/A
2006	0	0	0	0	0	0	0	0	N/A
2007	24,974	0	24,974	183,171	208,145	0	183,171	183,171	1.14
2008	722,502	(550,629)	171,873	282,866	454,739	0	282,866	282,866	1.61
*2009	563,172	(401,776)	161,396	156,055	317,451	416,000	128,584	544,584	0.58
2010	0	0	0	0	0	0	0	0	N/A

*Refunded in June 2009 with WEDA Tax Increment Loan Series 2009 (South Sheridan Project).

WEDA Tax Increment Revenue Refunding Bond (Westminster Plaza Urban Reinvestment Project) Series 2009							
	<u>Less:</u>		<u>Debt Service</u>				
	Gross Pledged Revenues	Operating Expenses	Net Pledged Revenue	Principal	Interest and Fees	Total Debt Service	Coverage
2001	\$0	\$0	\$0	\$0	\$0	\$0	N/A
2002	0	0	0	0	0	0	N/A
2003	0	0	0	0	0	0	N/A
2004	0	0	0	0	0	0	N/A
2005	0	0	0	0	0	0	N/A
2006	0	0	0	0	0	0	N/A
2007	0	0	0	0	0	0	N/A
2008	0	0	0	0	0	0	N/A
*2009	269,431	(3,341)	266,090	265,000	121,697	386,697	0.69
**2010	379,965	(5,601)	374,364	555,000	192,470	747,470	0.50

*Bonds issued in June 2009 to refund the WEDA Series 1997 Revenue Bonds

** Prior year revenues of \$373,106 were added to current year pledged revenues to meet debt service

Source: City's Sales Tax Division

Table 11
City of Westminster

Pledged Revenue Coverage
Last ten fiscal years

WEDA Tax Increment Adjustable Rate Revenue Refunding Bonds Series 2009 (Mandalay Gardens Project)							
	Gross Pledged Revenues	Less:	Net Pledged Revenue	Debt Service			Coverage
		Operating Expenses		Principal	Interest and Fees	Total Debt Service	
2001	\$0	\$0	\$0	\$0	\$0	\$0	N/A
2002	0	0	0	0	0	0	N/A
2003	0	0	0	0	0	0	N/A
2004	0	0	0	0	0	0	N/A
2005	0	0	0	0	0	0	N/A
2006	0	0	0	0	0	0	N/A
2007	0	0	0	0	0	0	N/A
2008	0	0	0	0	0	0	N/A
*2009	803,667	(6)	803,661	0	376,662	376,662	2.13
2010	2,681,239	(31,954)	2,649,285	1,125,000	614,960	1,739,960	1.52

*Bonds issued in September 2009 to refund the WEDA Series 2006 Revenue Refunding Bonds

WEDA Tax Increment Loan Series 2009 (North Huron Project)							
	Gross Pledged Revenues	Less:	Net Pledged Revenue	Debt Service			Coverage
		Operating Expenses		Principal	Interest and Fees	Total Debt Service	
2001	\$0	\$0	\$0	\$0	\$0	\$0	N/A
2002	0	0	0	0	0	0	N/A
2003	0	0	0	0	0	0	N/A
2004	0	0	0	0	0	0	N/A
2005	0	0	0	0	0	0	N/A
2006	0	0	0	0	0	0	N/A
2007	0	0	0	0	0	0	N/A
2008	0	0	0	0	0	0	N/A
*2009	4,529,320	(40,366)	4,488,954	1,170,000	1,911,157	3,081,157	1.46
2010	5,986,722	(81,617)	5,905,105	2,125,000	2,760,466	4,885,466	1.21

*Loan entered into May 2009 to refund the WEDA Series 2005 Revenue Refunding Bonds

Source: City's Sales Tax Division

Table 11
City of Westminster

Pledged Revenue Coverage
Last ten fiscal years

	WEDA Tax Increment Loan Series 2009 (South Sheridan Project)						Coverage
	Gross Pledged Revenues	Less: Operating Expenses	Net Pledged Revenue	Debt Service		Total Debt Service	
			Principal	Interest and Fees			
2001	\$0	\$0	\$0	\$0	\$0	\$0	N/A
2002	0	0	0	0	0	0	N/A
2003	0	0	0	0	0	0	N/A
2004	0	0	0	0	0	0	N/A
2005	0	0	0	0	0	0	N/A
2006	0	0	0	0	0	0	N/A
2007	0	0	0	0	0	0	N/A
2008	0	0	0	0	0	0	N/A
*2009	1,429,709	(637,131)	792,578	120,000	220,579	340,579	2.33
2010	2,368,657	(1,090,879)	1,277,778	260,000	399,282	659,282	1.94

*Loan entered into June 2009 to refund the WEDA Series 2007 Revenue Refunding Bonds

Source: City's Sales Tax Division

Table 12
City of Westminster

Demographic and Economic Statistics
Last ten fiscal years

Fiscal Year	Population ¹	Total Personal Income ²	Per Capita Personal Income (Weighted Avg.) ³	Unemployment Rate ⁴
2001	100,940	3,487,975,928	34,555	3.6%
2002	104,948	3,548,890,279	33,816	5.8%
2003	101,278	3,421,865,455	33,787	4.7%
2004	106,312	3,772,383,228	35,484	4.4%
2005	108,351	3,988,361,227	36,810	4.7%
2006	109,671	4,205,211,476	38,344	4.0%
2007	109,724	4,328,502,076	39,449	3.9%
2008	111,257	4,327,786,043	38,899	5.6%
2009	109,353	4,238,522,280	38,760	7.7%
2010	106,114	4,180,467,114	39,396	9.0%

Source:

¹ Population - City of Westminster Planning Dept. (prior years data revised when updated data available)

² Total Personal Income - Product of Per Capita Personal Income by Population

³ Per Capita Personal Income - US Bureau of Economic Analysis 2000 -2007 weighted average for Adams and Jefferson Counties. 2008 and 2009 estimated using CPI-U for all urban consumers.

⁴ Unemployment Rate obtained from the Colorado Department of Labor and calculated as a weighted average based on rates for Adams and Jefferson Counties

Table 13
City of Westminster

Principal Employers
Current Year and Ten Years Ago

Employer	Fiscal Year 2010			Fiscal Year 2001		
	Employees	Rank	Percentage of Total City Employment	Employees	Rank	Percentage of Total Employment
Avaya (Lucent/Bell Labs)	1,200	1	3.17%	4,200	1	12.27%
Ball Corporation	896	2	2.37%	886	2	2.59%
Centura Health / St. Anthony's North	725	3	1.91%	750	3	2.19%
LPS Asset Management Solutions (F	500	4	1.32%			
McKesson Information Systems	475	5	1.25%			
Alliance Data Systems	422	6	1.11%			
Tri State Generation	400	7	1.06%	300	7	0.88%
Trimble Navigation	350	8	0.92%			
Kaiser Permanente (Huron & Sheridan)	340	9	0.90%	235	10	0.69%
LGS Innovations	250	10	0.66%			
Global Crossing Conferencing				544	4	1.59%
Mobile Tool International				450	5	1.31%
Sun Microsystems				400	6	1.17%
Level 3 Communications				275	8	0.80%
Western Gas Resources				250	9	0.73%

Source: City Economic Development Division

Table 14
City of Westminster

Full-time Equivalent City Employees by Function/Program
Last nine fiscal years

	Fiscal Year								
	2010	2009	2008	2007	2006	2005	2004	2003	2002
General Government									
City Attorney's Office	13.95	13.95	13.95	13.95	12.65	12.65	12.80	12.30	12.30
City Manager's Office	16.90	16.90	11.90	11.90	12.90	12.50	12.90	12.90	12.90
Finance	29.00	29.00	28.00	28.00	27.00	27.00	28.00	26.00	26.00
General Services	78.33	76.33	75.83	75.83	75.83	75.33	77.33	73.83	73.83
Public Safety									
Fire Department	143.50	142.50	142.50	141.50	140.00	140.00	139.50	104.50	101.50
Police Department	274.80	275.30	277.30	276.30	273.30	269.30	269.20	229.20	219.80
Public Works									
Street Maintenance	26.00	26.00	26.00	26.00	25.75	24.75	25.75	25.75	25.75
Infrastructure	0.00	0.00	0.00	0.00	4.00	4.00	4.00	4.00	4.00
Community Development									
Administration	7.60	7.60	7.60	7.60	7.10	7.10	7.10	7.10	7.60
Economic Development	0.00	0.00	4.00	4.00	3.50	2.50	2.50	2.50	2.00
Planning Division	14.20	14.70	14.70	14.70	15.20	15.20	14.20	14.20	14.20
Building Division	16.50	18.50	18.50	18.50	18.50	18.50	18.50	17.50	17.50
Engineering Division	14.50	14.50	14.50	16.00	16.50	16.50	17.00	17.00	16.00
Open Space	2.50	2.50	2.50	2.50	2.50	2.50	2.50	2.50	2.50
Westminster Housing Authority	0.00	0.00	1.00	1.00	1.00	1.00	1.00	1.00	1.00
Culture and Recreation									
Administration	16.20	10.20	10.20	10.20	10.20	11.00	11.00	10.00	16.00
Parks Services	42.40	49.40	49.40	49.40	49.40	49.40	52.00	50.00	48.00
Library Services	42.20	42.20	42.20	42.20	42.20	40.73	42.20	42.20	42.20
Recreation Programs	16.50	16.50	15.30	13.80	12.60	11.80	11.80	12.30	16.30
Recreation Facilities	64.05	65.30	65.30	65.80	66.00	63.00	69.50	72.00	68.00
Utilities									
Administration	44.30	46.80	45.70	45.20	40.45	36.85	36.25	33.75	33.75
Water Resources & Treatment	53.75	52.75	51.75	51.75	49.25	50.25	45.60	45.60	41.60
Field Operations	44.50	42.00	42.00	42.00	47.00	47.00	48.00	48.00	51.00
Golf Courses									
Legacy Ridge	10.50	10.50	10.50	10.50	10.50	10.50	11.00	11.00	11.00
The Heritage	10.50	10.50	10.50	10.50	10.50	10.50	11.00	11.00	11.00
Total	982.67	983.92	981.12	979.13	973.82	959.85	970.62	886.12	875.72

Source: City Annual Pay Plan

Note: Data prior to 2002 is not readily available and has been omitted.

Table 15
City of Westminster

Operating Indicators by Function/Program
Last nine fiscal years

	Fiscal Year								
	2010	2009	2008	2007	2006	2005	2004	2003	2002
Public Safety									
Total Fire/EMS Incidents	8,288	7,980	8,058	8,147	8,277	7,883	7,312	7,514	7,448
EMS Transports by fire department	4,710	4,493	4,622	4,687	4,661	4,486	3,921	3,926	3,873
Police emergency responses	1,142	1,361	1,858	2,827	3,082	2,878	2,791	3,084	3,194
Traffic Citations (municipal)	11,739	10,536	9,771	11,897	15,666	16,684	14,843	12,538	15,681
Public Works									
Curb miles swept	4,001	8,004	7,361	6,166	7,306	7,634	7,379	7,379	7,282
Lane miles rehabilitated	104	98	133	77	160	112	103	98	85
Community Development									
Official Development Plans processed	137	123	176	242	191	186	150	153	117
Building Permits issued	6,007	5,978	4,244	3,986	3,992	3,908	4,239	4,535	4,491
Culture and Recreation									
Library circulation	1,403,597	1,533,879	1,475,611	1,435,330	1,464,817	1,472,460	1,399,389	1,249,686	1,207,707
Facility participants	918,842	675,855	924,843	811,064	805,880	698,826	671,037	733,565	619,579
Program registrants	97,447	91,640	88,483	90,652	80,972	78,160	66,237	76,779	87,918
Utilities									
Water gallons treated (in millions)	6,298	5,825	6,241	5,795	6,628	6,533	5,917	6,180	6,724
Water customers	31,815	31,659	31,730	31,519	31,245	31,127	31,484	31,272	29,927
Wastewater gallons treated (in millions)	2,746	2,470	2,345	2,552	2,359	2,417	2,251	2,252	2,256
Wastewater customers	30,042	30,299	30,296	30,145	29,992	29,806	30,113	29,929	28,651
Golf Courses									
Paid golf rounds played	54,792	51,825	58,300	58,678	55,220	50,210	49,498	49,997	51,285
Golf course acres maintained	414	414	414	414	414	414	414	414	414

Source: City's Performance Measures Team

Note: Data prior to 2002 is not readily available and has been omitted.

Police Emergency Response number decreases beginning in 2008 due to new data extracting and cleaning process.

Table 16
City of Westminster

Capital Asset Statistics by Function/Program
Last nine fiscal years

	Fiscal Year								
	2010	2009	2008	2007	2006	2005	2004	2003	2002
Public Safety									
Fire stations	6	6	6	6	6	6	6	6	6
Patrol Units	70	62	59	56	53	52	52	45	45
Public Works									
Total Lane Miles	1,106	1,061	1,057	1,054	1,053	1,025	1,021	1,013	988
Community Development									
Traffic Signals	110	109	105	103	102	92	90	87	84
Culture and Recreation									
Libraries	2	2	2	2	2	2	2	2	2
Open Space sites	194	188	157	153	132	126	125	119	106
Neighborhood, community & citywide parks	53	52	52	51	50	50	48	45	45
Utilities									
Water mains	509	508	504	509	492	481	478	492	449
Treatment plants (water & wastewater)	4	4	4	4	4	4	4	4	4
Golf Courses									
Golf Courses	2	2	2	2	2	2	2	2	2

Source: City's Performance Measures Team

Note: Data prior to 2002 is not readily available and has been omitted.

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**Independent Accountants' Report on Internal Control Over
Financial Reporting and on Compliance and Other Matters Based
on an Audit of the Financial Statements Performed in Accordance
with *Government Auditing Standards***

Honorable Mayor and Members of City Council
City of Westminster, Colorado
Westminster, Colorado

We have audited the financial statements of the governmental activities, the business-type activities, each major fund, and the aggregate remaining fund information of the City of Westminster, Colorado (the City) as of and for the year ended December 31, 2010, which collectively comprise its basic financial statements and have issued our report thereon dated May 25, 2011. We conducted our audit in accordance with auditing standards generally accepted in the United States of America and the standards applicable to financial audits contained in *Government Auditing Standards*, issued by the Comptroller General of the United States.

Internal Control Over Financial Reporting

In planning and performing our audit, we considered the City's internal control over financial reporting as a basis for designing our auditing procedures for the purpose of expressing our opinions on the financial statements, but not for the purpose of expressing an opinion on the effectiveness of the City's internal control over financial reporting. Accordingly, we do not express an opinion on the effectiveness of the City's internal control over financial reporting.

A deficiency in internal control exists when the design or operation of a control does not allow management or employees, in the normal course of performing their assigned functions, to prevent or detect and correct misstatements on a timely basis. A material weakness is a deficiency, or a combination of deficiencies, in internal control such that there is a reasonable possibility that a material misstatement of the City's financial statements will not be prevented or detected and corrected on a timely basis.

Our consideration of internal control over financial reporting was for the limited purpose described in the first paragraph of this section and would not necessarily identify all deficiencies in internal control that might be deficiencies, significant deficiencies or material weaknesses. We did not identify any deficiencies in internal control over financial reporting that we consider to be material weaknesses as defined above.

Honorable Mayor and Members of City Council
City of Westminster, Colorado

Compliance and Other Matters

As part of obtaining reasonable assurance about whether the City's financial statements are free of material misstatement, we performed tests of its compliance with certain provisions of laws, regulations, contracts and grant agreements, noncompliance with which could have a direct and material effect on the determination of financial statement amounts. However, providing an opinion on compliance with those provisions was not an objective of our audit and, accordingly, we do not express such an opinion. The results of our tests disclosed no instances of noncompliance or other matters that are required to be reported under *Government Auditing Standards*.

This report is intended solely for the information and use of the Honorable Mayor and Members of City Council, management and others within the City and federal awarding agencies and pass-through entities and is not intended to be and should not be used by anyone other than these specified parties.

BKD, LLP

May 25, 2011

**Independent Accountants' Report on Compliance With
Requirements That Could Have a Direct and Material
Effect on Each Major Program and on Internal Control Over
Compliance in Accordance With OMB Circular A-133**

Honorable Mayor and Members of City Council
City of Westminster, Colorado
Westminster, Colorado

Compliance

We have audited the City of Westminster, Colorado's (the City) compliance with the types of compliance requirements described in the OMB Circular A-133, *Compliance Supplement*, that could have a direct and material effect on each of the City's major federal programs for the year ended December 31, 2010. The City's major federal programs are identified in the summary of auditor's results section of the accompanying schedule of findings and questioned costs. Compliance with the requirements of laws, regulations, contracts, and grants applicable to each of its major federal programs is the responsibility of the City's management. Our responsibility is to express an opinion on the City's compliance based on our audit.

We conducted our audit of compliance in accordance with auditing standards generally accepted in the United States of America; the standards applicable to financial audits contained in *Government Auditing Standards*, issued by the Comptroller General of the United States; and OMB Circular A-133, *Audits of States, Local Governments, and Non-Profit Organizations*. Those standards and OMB Circular A-133 require that we plan and perform the audit to obtain reasonable assurance about whether noncompliance with the types of compliance requirements referred to above that could have a direct and material effect on a major federal program occurred. An audit includes examining, on a test basis, evidence about the City's compliance with those requirements and performing such other procedures as we considered necessary in the circumstances. We believe that our audit provides a reasonable basis for our opinion. Our audit does not provide a legal determination of the City's compliance with those requirements.

As described in item 2010-01 in the accompanying schedule of findings and questioned costs, the City did not comply with requirements regarding procurement, suspension and debarment that are applicable to its ARRA – Energy Efficiency and Conservation Block Grant (EECBG) Program. Compliance with such requirements is necessary, in our opinion, for the City to comply with the requirements applicable to that program.

Honorable Mayor and Members of City Council
City of Westminster, Colorado

In our opinion, except for the noncompliance described in the preceding paragraph, the City complied, in all material respects, with the compliance requirements referred to above that could have a direct and material effect on each of its major federal programs for the year ended December 31, 2010. The results of our auditing procedures also disclosed other instances of noncompliance with those requirements, which are required to be reported in accordance with OMB Circular A-133 and which are described in the accompanying schedule of findings and questioned costs as item 2010-02.

Internal Control Over Compliance

Management of the City is responsible for establishing and maintaining effective internal control over compliance with the requirements of laws, regulations, contracts, and grants applicable to federal programs. In planning and performing our audit, we considered the City's internal control over compliance with the requirements that could have a direct and material effect on a major federal program to determine the auditing procedures for the purpose of expressing our opinion on compliance and to test and report on internal control over compliance in accordance with OMB Circular A-133, but not for the purpose of expressing an opinion on the effectiveness of internal control over compliance. Accordingly, we do not express an opinion on the effectiveness of the City's internal control over compliance.

Our consideration of internal control over compliance was for the limited purpose described in the preceding paragraph and was not designed to identify all deficiencies in internal control over compliance that might be significant deficiencies or material weaknesses and therefore, there can be no assurance that all deficiencies, significant deficiencies, or material weaknesses have been identified. However, as discussed below, we identified a deficiency in internal control over compliance that we consider to be a material weakness and an other deficiency that we consider to be a significant deficiency.

A deficiency in internal control over compliance exists when the design or operation of a control over compliance does not allow management or employees, in the normal course of performing their assigned functions, to prevent, or detect and correct, noncompliance with a type of compliance requirement of a federal program on a timely basis. *A material weakness in internal control over compliance* is a deficiency, or combination of deficiencies, in internal control over compliance, such that there is reasonable possibility that material noncompliance with a type of compliance requirement of a federal program will not be prevented, or detected and corrected, on a timely basis. We consider the deficiency in internal control over compliance described in the accompanying schedule of findings and questioned costs as item 2010-01 to be a material weakness.

A significant deficiency in internal control over compliance is a deficiency, or a combination of deficiencies, in internal control over compliance with a type of compliance requirement of a federal program that is less severe than a material weakness in internal control over compliance, yet important enough to merit attention by those charged with governance. We consider the deficiencies in internal control over compliance described in the accompanying schedule of findings and questioned costs as item 2010-02 to be a significant deficiency.

Honorable Mayor and Members of City Council
City of Westminster, Colorado

The City's responses to the findings identified in our audit are described in the accompanying schedule of findings and questioned costs. We did not audit the City's responses and, accordingly, we express no opinion on the responses.

This report is intended solely for the information and use of management, the Honorable Mayor and Members of City Council, others within the City, federal awarding agencies, and pass-through entities and is not intended to be and should not be used by anyone other than these specified parties.

BKD, LLP

May 25, 2011

City of Westminster, Colorado
Schedule of Findings and Questioned Costs
Year Ended December 31, 2010

Section I - Summary of Auditor's Results

Financial Statements

1. Type of auditor's report issued:

- Unqualified Qualified Adverse Disclaimer

2. Internal control over financial reporting:

- Material weakness(es) identified? Yes No
 Significant deficiency(ies) identified? Yes None Reported

3. Noncompliance material to financial statements noted?

- Yes No

Federal Awards

4. Internal control over major programs:

- Material weakness(es) identified? Yes No
 Significant deficiency(ies) identified? Yes None Reported

5. Types of auditor's report issued on compliance for major programs:

- Unqualified Qualified Adverse Disclaimer

Unqualified for all major programs except for ARRA – Energy Efficiency and Conservation Block Grant (EECBG) Program, which was qualified.

6. Any audit findings disclosed that are required to be reported in accordance with Section 510(a) of OMB Circular A-133?

- Yes No

7. Identification of major programs:

CFDA Number(s)	Name of Federal Program or Cluster
14.215 and 14.253	CDBG – Entitlement Grants Cluster
14.856	Section 8 Project-Based Cluster
81.128	ARRA – Energy Efficiency and Conservation Block Grant (EECBG) Program

City of Westminster, Colorado
Schedule of Findings and Questioned Costs (Continued)
Year Ended December 31, 2010

8. Dollar threshold used to distinguish between Type A and Type B programs: \$300,000.
9. Auditee qualified as low-risk auditee? Yes No

Section II – Financial Statement Findings

Reference Number	Finding	Questioned Costs
	No matters were reported.	

Section III – Federal Award Findings and Questioned Costs

Reference Number	Finding	Questioned Costs
2010-01	<p>Finding: Procurement, Suspension and Debarment</p> <p>CFDA # 81.128 – ARRA – Energy Efficiency and Conservation Block Grant (EECBG) Program; U.S. Department of Energy, Award DE-SC0002725</p> <p>Criteria: Per 2 CFR 180, all non-Federal entities are prohibited from contracting with or making sub-awards under covered transactions with parties that are suspended or debarred or whose principals are suspended or debarred.</p> <p>Condition: Documentation to support compliance with the above requirements was not available in all three vendors tested.</p> <p>Context: We tested the procurement files noted above to evaluate the City’s compliance with the applicable procurement requirements, including the review of the excluded party list (EPLS).</p> <p>Effect: By not verifying vendors against the excluded party list and including the appropriate language in contracts, the City risks contracting with and making payments to a contractor/vendor that has been suspended or debarred in violation of Federal regulations. The documentation of such review is the control necessary to make sure such risks are properly mitigated.</p>	None

City of Westminster, Colorado
Schedule of Findings and Questioned Costs (Continued)
Year Ended December 31, 2010

Reference Number	Finding	Questioned Costs
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Cause: The City was not fully aware of the procurement requirements, particularly as they relate to Federal awards; however, it was determined through the use of the EPLS system that no vendors contracted with were suspended or debarred.

Recommendation: We recommend that the City establish policies and procedures to ensure that the “Excluded Parties List” is reviewed on an annual basis or at a minimum prior to awarding a contract or purchase order and that such review should be documented by including supporting documentation in the contract file.

Views of responsible officials and planned corrective actions:

Three vendors with project budgets at or above \$25,000 were not checked against the Excluded Parties List System (EPLS) to ensure none of the firms have been excluded by federal government agencies from receiving federal contracts or federal funds. These vendors include the Governor’s Energy Office for the residential and small business energy efficiency rebate programs, Siemens Building Technologies for the City facility energy performance contract, and The Street Plans Collaborative for the bicycle master plan.

Staff subsequently checked these vendors in the EPLS and confirmed they have not been suspended or debarred. Documentation has been saved electronically as such.

While future contracts for the EECBG program are highly unlikely due to the funds expiring in September 2012 and the current funding being allocated, staff will ensure proper language is included in any future contracts to ensure that no vendors have been suspended or debarred in violation of federal regulations. Additionally, staff will update the City’s Grant Administration Policy to specifically include reference to Circular A-133 compliance requirements, including proper documentation. Staff will also offer additional training to grant managers specifically related to A-133 compliance. Staff believes updating and implementing changes to the Administrative Memorandum and additional administrative training will strengthen consistency in managing federal grants and alleviate this problem.

Person responsible for implementation: Collaborative effort between the City Manager’s Office and Finance.

Implementation date: December 31, 2011

City of Westminster, Colorado
Schedule of Findings and Questioned Costs (Continued)
Year Ended December 31, 2010

Reference Number	Finding	Questioned Costs
2010-02	<p>Finding: Reporting</p> <p>CFDA # 81.128 – ARRA – Energy Efficiency and Conservation Block Grant (EECBG) Program; U.S. Department of Energy, Award DE-SC0002725</p> <p>Criteria: The program is required to submit certain reports to the federal awarding agency based on requirements specified in the notice of grant award. Reporting requirements are considered conditions of the grant award and shall be submitted timely and accurately according to federal guidelines. Additionally, the notice of grant award contains a special requirement to submit an itemized cost report, by project activity, with submittal of the SF-425 report, Federal Financial Report, and is to address each item of the Budget Category of the SF-424A.</p> <p>Condition: We noted the following issues:</p> <ol style="list-style-type: none"> 1. Certain information in the Performance and Accountability for Grants in Energy (PAGE) reports did not agree to supporting documentation or there was not adequate supporting documentation. Specifically, differences were noted in hours worked on the second quarter Bike Master Plan report and in the attendance information reported in the fourth quarter report for the 2009 Energy Code. Support could not be proved for the fourth quarter reports for the Technical Assistance section of the Hiring Energy Coordinator activity and the work completed section of the 2009 Energy Code reports. 2. The itemized cost report was not submitted with the SF-425, Federal Financial Report for quarters one through three. <p>Context: We tested 100% of the PAGE reports submitted during 2010 and two of the four quarterly SF-425, Federal Financial Reports. Additionally, OMB Circular A-133, <i>Compliance Supplement</i>, requires that the ARRA 1512 report be tested for the calendar quarter preceding the City’s year-end. As such we tested the third quarter ARRA 1512 report submitted by the City.</p> <p>Effect: Inaccurate information was reported to the Federal awarding agency.</p>	None

City of Westminster, Colorado
Schedule of Findings and Questioned Costs (Continued)
Year Ended December 31, 2010

Reference Number	Finding	Questioned Costs
	<p>Cause: Information submitted on the report was not properly reviewed and agreed to supporting documentation prior to submission to ensure it was accurate and complete. Additionally, the City was not made aware of the special requirement until the Federal awarding agency requested it be submitted with the fourth quarter report.</p> <p>Recommendation: The City should implement procedures to ensure the reports submitted are accurate and complete. A detailed review of the report, including supporting documentation, should be performed by someone other than the preparer of the report prior to report submission. Supporting detail should be maintained with the reviewed report.</p> <p>Views of responsible officials and planned corrective actions: This finding notes that information provided in the PAGE reports did not agree with supporting documentation or there was inadequate supporting documentation. Additionally, the SF 425A itemized cost report was not submitted for the first through third quarters of 2010.</p> <p>Based on the information provided in this finding, staff immediately commenced a formal review process of PAGE reporting materials, including documentation, as well as to ensure SF 425A financial reports are submitted on time and accurately. The first quarter 2011 PAGE report prepared by Building Operations & Maintenance Staff was reviewed with the City Manager's Office Staff. Additionally, the outstanding 2010 SF 425A reports were subsequently submitted to the Department of Energy in 2011.</p> <p>Staff has instituted steps to improve documentation of supporting materials for the PAGE, SF 425 and SF 425A reports, as well as the review process prior to submitting these quarterly reports. Staff believes these new protocols will address the concerns noted in this finding.</p> <p>Person responsible for implementation: Collaborative effort between the City Manager's Office and Buildings, Operations and Maintenance.</p> <p>Implementation date: May 25, 2011</p>	

City of Westminster, Colorado
Summary Schedule of Prior Audit Findings
Year Ended December 31, 2010

Reference Number	Summary of Finding	Status
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No matters are reportable.

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CITY OF WESTMINSTER, COLORADO
SCHEDULE OF EXPENDITURES OF FEDERAL AWARDS
For the Year Ended December 31, 2010

<u>Cluster/Grant Program</u>	<u>Federal CFDA Number</u>	<u>Federal Expenditures</u>
<u>Department of Housing and Urban Development</u>		
CDBG Entitlement Grants Cluster		
Community Development Block Grants/Entitlement Grants	14.218	\$ 227,726
ARRA Community Development Block Grant ARRA Entitlement Grants (CDBG-R)	14.253	105,045
Total CDBG Entitlement Grants Cluster		<u>332,771</u>
Passed through the Colorado Housing and Finance Authority		
Lower Income Housing Assistance Program - Section 8 Moderate Housing Rehabilitation (Section 8 Project-Based Cluster)	14.856	482,114
Subtotal Department of Housing and Urban Development		<u>814,885</u>
<u>Department of Energy</u>		
ARRA - Energy Efficiency and Conservation Block Grant (EECBG) Program	81.128	515,788
Subtotal Department of Energy		<u>515,788</u>
<u>Department of Justice</u>		
Edward Byrne Memorial Justice Assistance Grant Program	16.738	41,420
ARRA - Recovery Act - Edward Byrne Memorial Justice Assistance Grant Program/ Grants to Units of Local Government	16.804	103,253
Subtotal Department of Justice		<u>144,673</u>
<u>Executive Office of the President</u>		
Passed through the City of Thornton,		
High Intensity Drug Trafficking Areas Program (HIDTA)	95.001	35,649
Subtotal Executive Office of the President		<u>35,649</u>
<u>Department of Homeland Security</u>		
Passed through Colorado Department of Local Affairs,		
National Urban Search and Rescue (US&R) Response System	97.025	5,810
Emergency Management Performance Grants	97.042	54,800
Staffing for Adequate Fire and Emergency Response (SAFER)	97.083	3,620
Subtotal Department of Homeland Security		<u>64,230</u>
<u>Department of Transportation</u>		
Passed through the Colorado Department of Transportation,		
Highway Planning and Construction (Highway Planning and Construction Cluster)	20.205	15,521
Alcohol Impaired Driving Countermeasures Incentive Grants/ (Highway Safety Cluster)	20.601	13,381
Subtotal Department of Transportation		<u>28,902</u>
<u>Environmental Protection Agency</u>		
Passed through Colorado Department of Public Health and Environment		
Capitalization Grants for Clean Water State Revolving Funds	66.458	47,246
Subtotal Environmental Protection Agency		<u>47,246</u>
<u>Institute of Museum and Library Services</u>		
Passed through Colorado Department of Education,		
Grants to States	45.310	13,363
Subtotal Institute of Museum and Library Services		<u>13,363</u>
TOTAL EXPENDITURES OF FEDERAL AWARDS		<u>\$ 1,664,736</u>

** All grants are direct except for those which are passed through by the State of Colorado.

CITY OF WESTMINSTER, COLORADO
NOTES TO SCHEDULE OF EXPENDITURES OF FEDERAL AWARDS
For the Year Ended December 31, 2010

NOTE 1: BASIS OF PRESENTATION

The accompanying schedule of expenditures of federal awards is presented in accordance with the requirements of OMB Circular A-133, *Audits of States, Local Governments, and Non-Profit Organizations*. Therefore, some amounts presented in this schedule may differ from amounts presented in the financial statements.

The public report burden for this information collection is estimated to average 380 hours annually.

LOCAL HIGHWAY FINANCE REPORT	City or County: City of Westminster
	YEAR ENDING : December 2010

This Information From The Records Of (example - City of _ or County of _ City of Westminster	Prepared By: Phone:	Sherri Rickard, Accountant 303-658-2365
---	------------------------	--

I. DISPOSITION OF HIGHWAY-USER REVENUES AVAILABLE FOR LOCAL GOVERNMENT EXPENDITURE

ITEM	A. Local Motor-Fuel Taxes	B. Local Motor-Vehicle Taxes	C. Receipts from State Highway-User Taxes	D. Receipts from Federal Highway Administration
1. Total receipts available				
2. Minus amount used for collection expenses				
3. Minus amount used for nonhighway purposes				
4. Minus amount used for mass transit				
5. Remainder used for highway purposes				

II. RECEIPTS FOR ROAD AND STREET PURPOSES

III. DISBURSEMENTS FOR ROAD AND STREET PURPOSES

ITEM	AMOUNT	ITEM	AMOUNT
A. Receipts from local sources:		A. Local highway disbursements:	
1. Local highway-user taxes		1. Capital outlay (from page 2)	2,360,596
a. Motor Fuel (from Item I.A.5.)		2. Maintenance:	4,799,895
b. Motor Vehicle (from Item I.B.5.)		3. Road and street services:	
c. Total (a.+b.)		a. Traffic control operations	2,477,571
2. General fund appropriations	14,085,162	b. Snow and ice removal	782,381
3. Other local imposts (from page 2)	1,432,942	c. Other	
4. Miscellaneous local receipts (from page 2)	2,912,522	d. Total (a. through c.)	3,259,952
5. Transfers from toll facilities		4. General administration & miscellaneous	0
6. Proceeds of sale of bonds and notes:		5. Highway law enforcement and safety	2,227,138
a. Bonds - Original Issues	10,545,000	6. Total (1 through 5)	12,647,581
b. Bonds - Refunding Issues		B. Debt service on local obligations:	
c. Notes		1. Bonds:	
d. Total (a. + b. + c.)	10,545,000	a. Interest	3,184,650
7. Total (1 through 6)	28,975,626	b. Redemption	3,796,620
B. Private Contributions		c. Total (a. + b.)	6,981,270
C. Receipts from State government (from page 2)	3,611,929	2. Notes:	
D. Receipts from Federal Government (from page 2)	211,773	a. Interest	1,298,102
E. Total receipts (A.7 + B + C + D)	32,799,328	b. Redemption	1,562,000
		c. Total (a. + b.)	2,860,102
		3. Total (1.c + 2.c)	9,841,372
		C. Payments to State for highways	
		D. Payments to toll facilities	
		E. Total disbursements (A.6 + B.3 + C + D)	22,488,953

IV. LOCAL HIGHWAY DEBT STATUS
(Show all entries at par)

	Opening Debt	Amount Issued	Redemptions	Closing Debt
A. Bonds (Total)	31,675,750	10,545,000	13,023,490	29,197,260
1. Bonds (Refunding Portion)		10,545,000	10,545,000	
B. Notes (Total)	67,811,440	0	2,880,130	64,931,310

V. LOCAL ROAD AND STREET FUND BALANCE

	A. Beginning Balance	B. Total Receipts	C. Total Disbursements	D. Ending Balance	E. Reconciliation
	75,670,274	32,799,328	22,488,953	85,980,649	0

Notes and Comments:

LOCAL HIGHWAY FINANCE REPORT	STATE: Colorado
	YEAR ENDING (mm/yy): December 2010

II. RECEIPTS FOR ROAD AND STREET PURPOSES - DETAIL

ITEM	AMOUNT	ITEM	AMOUNT
A.3. Other local imposts:		A.4. Miscellaneous local receipts:	
a. Property Taxes and Assessments		a. Interest on investments	101,050
b. Other local imposts:		b. Traffic Fines & Penalties	1,875,617
1. Sales Taxes	1,122,505	c. Parking Garage Fees	
2. Infrastructure & Impact Fees		d. Parking Meter Fees	
3. Liens		e. Sale of Surplus Property	
4. Licenses		f. Charges for Services	
5. Specific Ownership &/or Other	310,437	g. Other Misc. Receipts	
6. Total (1. through 5.)	1,432,942	h. Other	935,855
c. Total (a. + b.)	1,432,942	i. Total (a. through h.)	2,912,522
	(Carry forward to page 1)		(Carry forward to page 1)

ITEM	AMOUNT	ITEM	AMOUNT
C. Receipts from State Government		D. Receipts from Federal Government	
1. Highway-user taxes	3,229,195	1. FHWA (from Item I.D.5.)	
2. State general funds		2. Other Federal agencies:	
3. Other State funds:		a. Forest Service	
a. State bond proceeds		b. FEMA	
b. Project Match		c. HUD	211,773
c. Motor Vehicle Registrations	342,804	d. Federal Transit Admin	
d. Other (Specify) - DOLA Grant	39,930	e. U.S. Corps of Engineers	
e. Other (Specify)		f. Other Federal	
f. Total (a. through e.)	382,734	g. Total (a. through f.)	211,773
4. Total (1. + 2. + 3.f)	3,611,929	3. Total (1. + 2.g)	
			(Carry forward to page 1)

III. DISBURSEMENTS FOR ROAD AND STREET PURPOSES - DETAIL

	ON NATIONAL HIGHWAY SYSTEM (a)	OFF NATIONAL HIGHWAY SYSTEM (b)	TOTAL (c)
A.1. Capital outlay:			
a. Right-Of-Way Costs	130,409	171,117	301,526
b. Engineering Costs			0
c. Construction:			
(1). New Facilities	98,525	0	98,525
(2). Capacity Improvements	0	1,623,392	1,623,392
(3). System Preservation	0	40,633	40,633
(4). System Enhancement & Operation	0	296,520	296,520
(5). Total Construction (1) + (2) + (3) + (4)	98,525	1,960,545	2,059,070
d. Total Capital Outlay (Lines 1.a. + 1.b. + 1.c.5)	228,934	2,131,662	2,360,596
			(Carry forward to page 1)

Notes and Comments:

Honorable Mayor and Members of the City Council
City of Westminster, Colorado
Westminster, Colorado

As part of our audits of the financial statements and compliance of the City of Westminster, Colorado (the City) as of and for the year ended December 31, 2010, we wish to communicate the following to you.

AUDIT SCOPE AND RESULTS

Auditor's Responsibility Under Auditing Standards Generally Accepted in the United States of America and the Standards Applicable to Financial Audits Contained in Government Auditing Standards Issued by the Comptroller General of the United States and U.S. Office of Management and Budget (OMB) Circular A-133, Audits of States, Local Governments, and Non-Profit Organizations

An audit performed in accordance with auditing standards generally accepted in the United States of America and the standards applicable to financial audits contained in *Government Auditing Standards* issued by the Comptroller General of the United States and U.S. Office of Management and Budget (OMB) Circular A-133, *Audits of States, Local Governments, and Non-Profit Organizations* is designed to obtain reasonable, rather than absolute, assurance about the financial statements and about whether noncompliance with the types of compliance requirements described in OMB Circular A-133 that could have a direct and material effect on a major federal program occurred. In performing auditing procedures, we establish scopes of audit tests in relation to the financial statements taken as a whole. Our engagement does not include a detailed audit of every transaction. Our engagement letter more specifically describes our responsibilities.

These standards require communication of significant matters related to the financial statement and compliance audits that are relevant to the responsibilities of those charged with governance in overseeing the financial reporting process. Such matters are communicated in the remainder of this letter or have previously been communicated during other phases of the audit. The standards do not require the auditor to design procedures for the purpose of identifying other matters to be communicated with those charged with governance.

Audits of the financial statements and compliance do not relieve management or those charged with governance of their responsibilities. Our engagement letter more specifically describes your responsibilities.

Qualitative Aspects of Significant Accounting Policies and Practices

Significant Accounting Policies

The City's significant accounting policies are described in Note 1 of the audited financial statements.

Alternative Accounting Treatments

We had discussions with management regarding alternative accounting treatments within accounting principles generally accepted in the United States of America for policies and practices for material items, including recognition, measurement and disclosure considerations related to the accounting for specific transactions as well as general accounting policies, as follows:

- No matters are reportable

Management Judgments and Accounting Estimates

Accounting estimates are an integral part of financial statement preparation by management, based on its judgments. The following areas involve significant areas of such estimates for which we are prepared to discuss management's estimation process and our procedures for testing the reasonableness of those estimates:

- Liability for other postemployment benefits
- Liability for termination benefits
- Arbitrage liability
- Pollution remediation obligation
- Liability for claims incurred but not reported
- Allowance for doubtful accounts
- Useful lives of capital assets
- Unbilled utility revenues
- Compensated absences (general leave)

Financial Statement Disclosures

The following areas involve particularly sensitive financial statement disclosures for which we are prepared to discuss the issues involved and related judgments made in formulating those disclosures:

- Revenue recognition
- Capital assets
- Derivative instruments
- Termination benefits under Governmental Accounting Standards Board (GASB) Statement No. 47, *Accounting for Termination Benefits*

Audit Adjustments

During the course of any audit, an auditor may propose adjustments to financial statement amounts. Management evaluates our proposals and records those adjustments which, in its judgment, are required to prevent the financial statements from being materially misstated. Some adjustments proposed were not recorded because their aggregate effect is not currently material; however, they involve areas in which adjustments in the future could be material, individually or in the aggregate.

Areas in which adjustments were proposed include:

Proposed Audit Adjustments Recorded

- Period of revenue recognition (cutoff)

Proposed Audit Adjustments Not Recorded

- Attached is a summary of uncorrected misstatements we aggregated during the current engagement and pertaining to the latest period presented that were determined by management to be immaterial, both individually and in the aggregate, to the financial statements as a whole

Auditor's Judgments About the Quality of the Entity's Accounting Principles

During the course of the audit, we made the following observations regarding the City's application of accounting principles:

- No matters are reportable

Other Information in Documents Containing Audited Financial Statements

The audited financial statements are included in the City's Comprehensive Annual Financial Report (CAFR). As part of our procedures, we read the entire report to determine if financial information discussed in sections outside the financial statements materially contradicts the audited financial statements. If we identify any such matters, we bring them to management's attention and review subsequent revisions.

Disagreements with Management

The following matters involved disagreements which if not satisfactorily resolved would have caused a modified auditor's opinion on the financial statements:

- No matters are reportable

Consultation with Other Accountants

During our audit we became aware that management had consulted with other accountants about the following auditing or accounting matters:

- No matters are reportable

Significant Issues Discussed with Management

Prior to Retention

During our discussion with management prior to our engagement, the following issues regarding application of accounting principles or auditing standards were discussed:

- No matters are reportable

During the Audit Process

During the audit process, the following issues were discussed or were the subject of correspondence with management:

- Proper recognition of capitalized interest in both current and prior periods
- Calculation of deferred amount on current year refundings and adjustments to deferred amounts on prior year refundings
- Recognition and presentation of property held for sale
- Proper presentation of debt with demand features

Difficulties Encountered in Performing the Audit

Our audit requires cooperative effort between management and the audit team. During our audit, we found significant difficulties in working effectively on the following matters:

- No matters are reportable

Other Material Written Communications

Listed below are other material written communications between management and us related to the audit:

- Management representation letter (attached)

INTERNAL CONTROL OVER FINANCIAL REPORTING

In planning and performing our audit of the financial statements of the City of Westminster, Colorado (the City) as of and for the year ended December 31, 2010, in accordance with auditing standards generally accepted in the United States of America and the standards applicable to financial audits contained in *Government Auditing Standards* issued by the Comptroller General of the United States and U.S. Office of Management and Budget (OMB) Circular A-133, *Audits of States, Local Governments, and Non-Profit Organizations*, we considered the City's internal control over financial reporting (internal control) as a basis for designing our auditing procedures for the purpose of expressing our opinions on the financial statements, but not for the purpose of expressing an opinion on the effectiveness of the City's internal control. Accordingly, we do not express an opinion on the effectiveness of the City's internal control.

Our consideration of internal control was for the limited purpose described in the preceding paragraph and was not designed to identify all deficiencies in internal control that might be significant deficiencies or material weaknesses and, therefore, there can be no assurance that all deficiencies, significant deficiencies or material weaknesses have been identified.

A deficiency exists when the design or operation of a control does not allow management or employees, in the normal course of performing their assigned functions, to prevent or detect and correct misstatements of the City's financial statements on a timely basis. A deficiency in design exists when a control necessary to meet a control objective is missing or an existing control is not properly designed so that, even if the control operates as designed, a control objective would not be met. A deficiency in operation exists when a properly designed control does not operate as designed or when the person performing the control does not possess the necessary authority or competence to perform the control effectively.

A material weakness is a deficiency, or a combination of deficiencies, in internal control, such that there is a reasonable possibility that a material misstatement of the City's financial statements will not be prevented or detected and corrected on a timely basis.

A significant deficiency is a deficiency, or combination of deficiencies, in internal control that is less severe than a material weakness, yet important enough to merit attention by those charged with governance.

We observed the following matters that we consider to be deficiencies.

DEFICIENCIES

Accounts Payables Cutoff

Finding: Recording expenditures in the proper period is a critical element of reporting complete and accurate information. During testing of accounts payable and capital assets, it was determined that two invoices were not properly accrued. One invoice related to the purchase of a capital asset which should have been accrued in 2009 and another invoice related to capital construction performed before year-end and thus should have been accrued at December 31, 2010.

Recommendation: We recommend management extend the period after year-end for evaluating potentially required accruals and to increase communication between departments to help assure that accounting receives all invoices for review and proper recording.

Utility Rates

Finding: During our audit planning we perform walkthrough procedures over significant transaction cycles. One of the walkthroughs performed was over the utility billing cycle and we noted that there is no independent review performed when changes in billing rates are input into the billing system.

Recommendation: We recommend implementing an independent review of billing rate changes to ensure all rate changes are properly input and are being applied as intended.

Proposed Audit Adjustments

Significant and Complex Transactions

Finding: In accordance with Financial Accounting Standards Board Codification No.835-20-30-10, *Capitalization of Interest*, interest paid on capital construction-related debt in the business-type activities should be capitalized as a cost of the project. In addition, when debt is outstanding during the period of capital construction, even when this debt is unrelated to the construction, interest should be capitalized to account for the “opportunity cost” of the cash outlays. Through discussions with management it was discovered that interest on prior year’s construction projects was not capitalized. Once brought to management’s attention, management worked to determine the amount of prior period net interest that should have been recorded and properly capitalized the current year’s interest. As a result of this issue we proposed an audit adjustment of approximately \$1,750,000 to properly record the calculated net capitalized interest to the prior period. Based on materiality, management chose to not restate prior periods based on this adjustment. We do not take exception with management’s decision to not record this entry in the financial statements.

Finding: Upon the refunding of debt, funds placed in escrow to pay interest incurred on the original debt from the date of the last interest payment until the refunding date, should be recorded as a current period expense/expenditure and not included in the calculation of amount deferred on the refunding. While reviewing the calculation of the current year refundings it was noted that funds placed in escrow under the two advanced refundings to pay current period interest was included in the deferral and not properly included as an expenditure/expense. Upon bringing the issue to management’s attention, the issue was corrected, but an audit adjustment of approximately \$594,000 was proposed for debt refunded in prior years. Management was proactive in determining the amount of the above adjustment and after calculating the adjustment, presented it to us for audit.

Recommendation: We recommend policies and procedures be implemented to ensure that unusual, significant, and complex transactions are properly reported in the financial statements. Such procedures should include an extensive detailed review performed by management.

Accrual of Utility Receivables/Revenue

Finding: During testing of utility receivables, we noted that receivables, and the corresponding revenue, were underaccrued by approximately \$440,000 due to incorrect billing dates within the schedule, therefore improperly calculating the accrual amount. We proposed an adjustment to properly accrue the receivables and corresponding revenue. Management recorded this adjustment.

Recommendation: We recommend the City ensure cutoff of receivables is properly evaluated to include all unbilled accounts receivable at year-end including a secondary review of such information.

INTERNAL CONTROL OVER COMPLIANCE

In planning and performing our audit, we considered the City's internal control over compliance with the requirements that could have a direct and material effect on a major federal program in order to determine our auditing procedures for the purpose of expressing our opinion on compliance and to test and report on internal control over compliance in accordance with OMB Circular A-133, but not for the purpose of expressing an opinion on the effectiveness of the City's internal control over compliance. Accordingly, we do not express an opinion on the effectiveness of the City's internal control over compliance.

Our consideration of internal control over compliance was for the limited purpose described in the preceding paragraph and was not designed to identify all deficiencies in internal control over compliance that might be significant deficiencies or material weaknesses and, therefore, there can be no assurance that all deficiencies, significant deficiencies or material weaknesses have been identified. However, as discussed below, we identified a deficiency in internal control over compliance that we consider to be a material weakness and another deficiency that we consider to be significant deficiency.

A deficiency in internal control over compliance exists when the design or operation of a control over compliance does not allow management or employees, in the normal course of performing their assigned functions, to prevent or detect and correct noncompliance with a type of compliance requirement of a federal program on a timely basis.

A material weakness in internal control over compliance is a deficiency, or a combination of deficiencies, in internal control over compliance such that there is a reasonable possibility that material noncompliance with a type of compliance requirement of a federal program will not be prevented or detected and corrected on a timely basis.

A significant deficiency in internal control over compliance is a deficiency, or combination of deficiencies, in internal control over compliance that is less severe than a material weakness, yet important enough to merit attention by those charged with governance.

We observed the following matters that we consider to be either a significant deficiency or material weakness.

Material Weakness

Refer to *Independent Accountants' Report on Compliance With Requirements That Could Have a Direct and Material Effect on Each Major Program and on Internal Control Over Compliance in Accordance With OMB Circular A-133.*

Significant Deficiency

Refer to *Independent Accountants' Report on Compliance With Requirements That Could Have a Direct and Material Effect on Each Major Program and on Internal Control Over Compliance in Accordance With OMB Circular A-133.*

OTHER MATTERS

Although not considered material weaknesses, significant deficiencies or deficiencies in internal control over financial reporting, we observed the following matters and offer these comments and suggestions with respect to matters which came to our attention during the course of the audit of the financial statements. Our audit procedures are designed primarily to enable us to form opinions on the financial statements and, therefore, may not bring to light all weaknesses in policies and procedures that may exist. However, these matters are offered as constructive suggestions for the consideration of management as part of the ongoing process of modifying and improving financial and administrative practices and procedures. We can discuss these matters further at your convenience and may provide implementation assistance for changes or improvements if you require.

Property Tax Receivable

Other Matter: We noted during testing of property tax receivables that an allowance is not recorded. The Finance Department believes that all receivables are collectable.

Recommendation: We recommend performing a look-back analysis to determine the past trends in collectibility of property taxes to determine whether an allowance is necessary.

Capital Assets

Other Matter: During testing of capital assets, it was noted that there is no physical inventory performed for assets that are purchased with federal funds under the Single Audit Act. Additionally, we noted there is no subsidiary ledger for the Westminster Commons' fixed assets.

Recommendation: We recommend implementing policies and procedures to ensure capital assets purchased with federal funds are properly identified and inventoried on an annual basis as well as creating a subsidiary ledger to support the capital assets recorded in Westminster Commons. While we realize that the cost-benefit of implementing such a schedule for Westminster Commons may currently not be practical, we recommend implementing a subsidiary ledger for future instances.

Single Audit - Energy Efficiency and Conservation Block Grant Program (EECBG)

To ensure proper use of Federal funds received, it is critical that management has a strong understanding of the provisions of the individual grant agreement as well as the general compliance requirements of OMB Circular A-133. It is also imperative that strong internal controls surrounding these requirements be developed to help ensure compliance is met. In our review of the EECBG program we determined areas in which management could improve the current processes in place and strengthen internal controls as follows:

- The EECBG program utilizes the State of Colorado's Governor's Energy Office to process rebates under the program. Per the agreement, the State is required to submit monthly reports. The reports reviewed during our testing did not have all the required information submitted to the City as required by the agreements. Management should increase monitoring of the reports and request the required information be provided. Additionally, the review of these monthly reports by management should be formally documented in a consistent manner.

- Awarding of contracts with Federal funds should occur under a competitive bid process or the sole-source justification should be documented and maintained in the contractor's procurement file.
- The City contracted out the responsibility of monitoring Davis Bacon requirements to the general contractor relating to the Energy Performance Contract; however, the City was not provided all the supporting documentation including the signature page of the certified payrolls. Additionally, no monitoring was performed of the general contractor to ensure no violations were occurring. The City should develop formalized procedures for monitoring construction contracts and consultants if responsibilities for compliance are contracted out. This would include a policy for establishing standards of follow-up for consultants responsible for monitoring Davis-Bacon requirements such as spot checks performed on certified payrolls received.

The City's written responses to the deficiencies and other matters identified in our audit have not been subjected to the auditing procedures applied in the audit of the financial statements, and accordingly, we express no opinion on them.

* * * * *

This communication is intended solely for the information and use of management, members of City Council, and federal awarding agencies and is not intended to be and should not be used by anyone other than these specified parties.

BKD, LLP

May 25, 2011

Client: City of Westminster
 Period Ending: December 31, 2010

SCHEDULE OF UNCORRECTED MISSTATEMENTS (ADJUSTMENTS PASSED)
 Governmental Activities (Government-Wide Statements)

Description	Type of Adjustment (Known or Likely)	Assets		Liabilities		General Revenues & Transfers		Net Program Revenues/ Expenses		Net Assets (Beg. of year)		Invested in Capital Assets, Net		Restricted Net Assets		Unrestricted Net Assets		Net Effect on Following Year		
		DR	(CR)	DR	(CR)	DR	(CR)	DR	(CR)	DR	(CR)	DR	(CR)	DR	(CR)	DR	(CR)	DR	(CR)	DR
To record the prior year effect of interest not properly accrued in advanced refundings	Known								(594,054)	594,054										
To record payable from 2010 to State of Colorado that was improperly excluded	Known				(119,865)				119,865								119,865			
To record estimate for capitalization of library books	Likely	1,000,000								(1,000,000)		(1,000,000)								
Total passed adjustments		1,000,000		(119,865)					(474,189)	(405,946)		(1,000,000)				119,865				
Times expansion factor		1.3		1.3		1.3		1.3	1.3	1.3		1.3		1.3		1.3				
Expanded impact of passed adjustments		1,300,000		(155,825)					(616,446)	(527,730)		(1,300,000)				155,825				
										Impact on Net Assets										

**City of Westminster
ATTACHMENT**

This analysis and the attached "Schedule of Uncorrected Misstatements (Adjustments Passed)" reflects the effects on the financial statements if the uncorrected misstatements identified were corrected.

Governmental Activities (Government-Wide Statements)

QUANTITATIVE ANALYSIS

	Before Misstatements	Misstatements	Subsequent to Misstatements	% Change
Total Assets	554,277,496	1,000,000	555,277,496	0.18%
Total Liabilities	(276,481,314)	(119,865)	(276,601,179)	0.04%
Invest in CA, net of Debt	(166,119,255)	(1,000,000)	(167,119,255)	0.60%
Restricted Net Assets	(32,828,396)		(32,828,396)	
Unrestricted Net Assets	(78,848,531)	119,865	(78,728,666)	-0.15%
Total Net Assets	(277,796,182)	(880,135)	(278,676,317)	0.32%
General Revenues & Transfers	(100,988,135)		(100,988,135)	
Net Program Revenues/ Expenses	86,361,805	(474,189)	85,887,616	-0.55%
Change in Net Assets	(14,626,330)	(474,189)	(15,100,519)	3.24%

Client: City of Westminster

Period Ending: December 31, 2010

SCHEDULE OF UNCORRECTED MISSTATEMENTS (ADJUSTMENTS PASSED)

Business-Type Activities (Government-Wide Statements)

Table with columns: Description, Type of Adjustment (Known or Likely), Assets (DR, CR), Liabilities (DR, CR), General Revenues & Transfers (DR, CR), Net Program Revenues/Expenses (DR, CR), Net Assets (Beg. of year) (DR, CR), Invested in Capital Assets, Restricted Net Assets, Unrestricted Net Assets, and Net Effect on Following Year (Change in Net Assets, Net Assets).

**City of Westminster
ATTACHMENT**

This analysis and the attached "Schedule of Uncorrected Misstatements (Adjustments Passed)" reflects the effects on the financial statements if the uncorrected misstatements identified were corrected.

Business-Type Activities (Government-Wide Statements)

QUANTITATIVE ANALYSIS

	Before Misstatements	Misstatements	Subsequent to Misstatements	% Change
Total Assets	478,951,097	1,753,939	480,705,036	0.37%
Total Liabilities	(81,229,908)		(81,229,908)	
Invest in CA, net of Debt	(336,344,413)	(1,753,939)	(338,098,352)	0.52%
Restricted Net Assets	(5,483,098)		(5,483,098)	
Unrestricted Net Assets	(55,893,678)		(55,893,678)	
Total Net Assets	(397,721,189)	(1,753,939)	(399,475,128)	0.44%
General Revenues & Transfers	(1,793,928)		(1,793,928)	
Net Program Revenues/ Expenses	(2,053,777)		(2,053,777)	
Change in Net Assets	(3,847,705)		(3,847,705)	

Client: City of Westminster
Period Ending: December 31, 2010

SCHEDULE OF ADJUSTMENTS PASSED
General Fund

Description	Type of Adjustment (Known or Likely)	Total Assets		Total Liabilities		Revenues		Expenditures		Fund Balance (Beg. of year)	Reserved Fund Balance	Unreserved Fund Balance	Net Effect on Following Year		
		DR	(CR)	DR	(CR)	DR	(CR)	DR	(CR)	DR	(CR)	DR	(CR)	Change in Fund Balance	Fund Balance
To record an allowance for property taxes at .25%	Likely		(10,950)			10,950						10,950			
PRIOR YEAR															
To record turnaround effect of prior year passed adjustments:															
To reduce Library accounts receivable	Known					(62,565)			62,565						
Total passed adjustments			(10,950)			(51,615)			62,565			10,950			
Impact on Change in Fund Balance										(51,615)					
Impact on Fund Balance										10,950					

**City of Westminster
ATTACHMENT**

This analysis and the attached "Schedule of Uncorrected Misstatements (Adjustments Passed)" reflects the effects on the financial statements if the uncorrected misstatements identified were corrected.

General Fund

QUANTITATIVE ANALYSIS

	Before Misstatements	Misstatements	Subsequent to Misstatements	% Change
Total Assets	35,580,607	(10,950)	35,569,657	-0.03%
Total Liabilities	(16,731,502)		(16,731,502)	
Reserved Fund Balance	(7,220,548)		(7,220,548)	
Unreserved Fund Balance	(11,628,557)	10,950	(11,617,607)	-0.09%
Total Fund Balance	(18,849,105)	10,950	(18,838,155)	-0.06%
Revenues	(33,635,117)	(51,615)	(33,686,732)	0.15%
Expenditures	34,631,132		34,631,132	
Change in Fund Balance	996,015	(51,615)	944,400	-5.18%

Client: City of Westminster
 Period Ending: December 31, 2010

SCHEDULE OF ADJUSTMENTS PASSED
 Sales and Use Tax

Description	Type of Adjustment (Known or Likely)	Total Assets		Total Liabilities		Revenues		Expenditures		Fund Balance (Beg. of year)	Reserved Fund Balance	Unreserved Fund Balance	Net Effect on Following Year		
		DR	(CR)	DR	(CR)	DR	(CR)	DR	(CR)	DR	(CR)	DR	(CR)	Change in Fund Balance	Fund Balance
Prior Year															
None															
Current Year															
None															
Total passed adjustments															
Times expansion factor		1.3		1.3		1.3		1.3		1.3	1.3				
						Impact on Change in Fund Balance									
										2.6					
						Impact on Fund Balance									
										2.6					

**City of Westminster
ATTACHMENT**

This analysis and the attached "Schedule of Uncorrected Misstatements (Adjustments Passed)" reflects the effects on the financial statements if the uncorrected misstatements identified were corrected.

Sales and Use Tax

QUANTITATIVE ANALYSIS

	Before Misstatements	Misstatements	Subsequent to Misstatements	% Change
Total Assets	11,655,033		11,655,033	
Total Liabilities	(2,751,203)		(2,751,203)	
Reserved Fund Balance				
Unreserved Fund Balance	(8,903,830)		(8,903,830)	
Total Fund Balance	(8,903,830)		(8,903,830)	
Revenues	(69,663,585)		(69,663,585)	
Expenditures	67,731,364		67,731,364	
Change in Fund Balance	(1,932,221)		(1,932,221)	

Client: City of Westminster
Period Ending: December 31, 2010

SCHEDULE OF ADJUSTMENTS PASSED
General Capital Improvement

Description	Type of Adjustment (Known or Likely)	Total Assets		Total Liabilities		Revenues		Expenditures		Fund Balance (Beg. of year)		Reserved Fund Balance		Unreserved Fund Balance		Net Effect on Following Year			
		DR	(CR)	DR	(CR)	DR	(CR)	DR	(CR)	DR	(CR)	DR	(CR)	DR	(CR)	DR	(CR)	DR	(CR)
To record payable from 2010 to State of Colorado that was improperly excluded	Known				(119,865)				119,865						119,865			(119,865)	119,865
PRIOR YEAR																			
To record the turnaround effect of the prior year passed adjustments																			
To accrue an unrecorded liability	Known								(26,117)		26,117								
To accrue accomodation tax receivable	Known					23,917					(23,917)								
Total passed adjustments																			
				(119,865)		23,917		93,748		2,200				119,865		(119,865)		119,865	
										Impact on Change in Fund Balance		117,665							
										Impact on Fund Balance		119,865							

**City of Westminster
ATTACHMENT**

This analysis and the attached "Schedule of Uncorrected Misstatements (Adjustments Passed)" reflects the effects on the financial statements if the uncorrected misstatements identified were corrected.

General Capital Improvement

QUANTITATIVE ANALYSIS

	Before Misstatements	Misstatements	Subsequent to Misstatements	% Change
Total Assets	23,004,308		23,004,308	
Total Liabilities	(1,285,259)	(119,865)	(1,405,124)	9.33%
Reserved Fund Balance	(4,514,132)		(4,514,132)	
Unreserved Fund Balance	(17,204,917)	119,865	(17,085,052)	-0.70%
Total Fund Balance	(21,719,049)	119,865	(21,599,184)	-0.55%
Revenues	(10,259,291)	23,917	(10,235,374)	-0.23%
Expenditures	26,151,534	93,748	26,245,282	0.36%
Change in Fund Balance	15,892,243	117,665	16,009,908	0.74%

**City of Westminster
ATTACHMENT**

This analysis and the attached "Schedule of Uncorrected Misstatements (Adjustments Passed)" reflects the effects on the financial statements if the uncorrected misstatements identified were corrected.

Westminster Economic Development Authority

QUANTITATIVE ANALYSIS

	Before Misstatements	Misstatements	Subsequent to Misstatements	% Change
Total Assets	60,739,351		60,739,351	
Total Liabilities	(13,425,769)		(13,425,769)	
Reserved Fund Balance	(176,977)		(176,977)	
Unreserved Fund Balance	(47,136,605)		(47,136,605)	
Total Fund Balance	(47,313,582)		(47,313,582)	
Revenues	(12,305,825)		(12,305,825)	
Expenditures	(11,835,461)		(11,835,461)	
Change in Fund Balance	(24,141,286)		(24,141,286)	

Client: City of Westminster
 Period Ending: December 31, 2010

SCHEDULE OF UNCORRECTED MISSTATEMENTS (ADJUSTMENTS PASSED)

Utility

Description	Type of Misstatement (Known or Likely)	Assets				Liabilities				Operating Revenues	Operating Expenses	Nonoperating Revenues (Expenses)	Net Assets (Beg. of year)	Invested in			Net Effect on Following Year				
		Current		Non-Current		Current		Non-Current						Capital Assets, Net	Restricted Net Assets	Unrestricted Net Assets	Change in Net Assets	Net Assets			
		DR	(CR)	DR	(CR)	DR	(CR)	DR	(CR)					DR	(CR)	DR	(CR)	DR	(CR)	DR	(CR)
To record the prior year net effect of not capitalizing interest on construction projects	Known			1,279,569								(1,279,569)	(1,279,569)								
PRIOR YEAR																					
To record the turnaround effect of the prior year passed adjustments:																					
To accrue accounts payable at year end	Known									(119,520)		119,520									
Total passed adjustments																					
				1,279,569							(119,520)		(1,160,049)	(1,279,569)							
												Impact on Change in Net Assets									
																				(119,520)	
																				(1,279,569)	

**City of Westminster
ATTACHMENT**

This analysis and the attached "Schedule of Uncorrected Misstatements (Adjustments Passed)" reflects the effects on the financial statements if the uncorrected misstatements identified were corrected.

Utility

QUANTITATIVE ANALYSIS

	Before Misstatements	Misstatements	Subsequent to Misstatements	% Change
Current Assets	57,649,140		57,649,140	
Non-Current Assets	401,536,530	1,279,569	402,816,099	0.32%
Current Liabilities	(9,375,527)		(9,375,527)	
Non-Current Liabilities	(63,244,854)		(63,244,854)	
Current Ratio	6.149		6.149	
Total Assets	459,185,670	1,279,569	460,465,239	0.28%
Invest in Capital Assets, net of Debt	(325,918,430)	(1,279,569)	(327,197,999)	0.39%
Restricted Net Assets	(5,216,907)		(5,216,907)	
Unrestricted Net Assets	(55,429,952)		(55,429,952)	
Total Net Assets	(386,565,289)	(1,279,569)	(387,844,858)	0.33%
Operating Revenues	(43,640,140)		(43,640,140)	
Operating Expenses	42,251,888	(119,520)	42,132,368	-0.28%
Nonoperating Revenues (Expenses)	1,476,171		1,476,171	
Change in Net Assets	(4,133,757)	(119,520)	(4,253,277)	2.89%

**City of Westminster
ATTACHMENT**

This analysis and the attached "Schedule of Uncorrected Misstatements (Adjustments Passed)" reflects the effects on the financial statements if the uncorrected misstatements identified were corrected.

Golf

QUANTITATIVE ANALYSIS

	Before Misstatements	Misstatements	Subsequent to Misstatements	% Change
Current Assets	834,009		834,009	
Non-Current Assets	15,826,298	474,370	16,300,668	3.00%
Current Liabilities	(639,977)		(639,977)	
Non-Current Liabilities	(5,210,733)		(5,210,733)	
Current Ratio	1.303		1.303	
Total Assets	16,660,307	474,370	17,134,677	2.85%
Invest in Capital Assets, net of Debt	(10,379,171)	(474,370)	(10,853,541)	4.57%
Restricted Net Assets				
Unrestricted Net Assets	(430,426)		(430,426)	
Total Net Assets	(10,809,597)	(474,370)	(11,283,967)	4.39%
Operating Revenues	(2,682,977)		(2,682,977)	
Operating Expenses	3,294,028		3,294,028	
Nonoperating Revenues (Expenses)	232,990		232,990	
Change in Net Assets	(12,298)		(12,298)	

**City of Westminster
ATTACHMENT**

This analysis and the attached "Schedule of Uncorrected Misstatements (Adjustments Passed)" reflects the effects on the financial statements if the uncorrected misstatements identified were corrected.

Westminster Housing Authority

QUANTITATIVE ANALYSIS

	Before Misstatements	Misstatements	Subsequent to Misstatements	% Change
Current Assets	383,343		383,343	
Non-Current Assets	2,721,777		2,721,777	
Current Liabilities	277,695		277,695	
Non-Current Liabilities	(3,036,512)		(3,036,512)	
Current Ratio	-1.380		-1.380	
Total Assets	3,105,120		3,105,120	
Invest in Capital Assets, net of Debt	(46,812)		(46,812)	
Restricted Net Assets	(266,191)		(266,191)	
Unrestricted Net Assets	(33,300)		(33,300)	
Total Net Assets	(346,303)		(346,303)	
Operating Revenues	(942,564)		(942,564)	
Operating Expenses	782,403		782,403	
Nonoperating Revenues (Expenses)	458,511		458,511	
Change in Net Assets	298,350		298,350	

**City of Westminster
ATTACHMENT**

This analysis and the attached "Schedule of Uncorrected Misstatements (Adjustments Passed)" reflects the effects on the financial statements if the uncorrected misstatements identified were corrected.

Aggregate Remaining Fund Information

QUANTITATIVE ANALYSIS

	Before Misstatements	Misstatements	Subsequent to Misstatements	% Change
Total Assets	32,091,916		32,091,916	
Total Liabilities	(7,008,029)	77,280	(6,930,749)	-1.10%
Reserved Fund Balance	(9,115,785)		(9,115,785)	
Unreserved Fund Balance	(15,968,102)	(77,280)	(16,045,382)	0.48%
Total Fund Balance	(25,083,887)	(77,280)	(25,161,167)	0.31%
Revenues	(23,537,794)		(23,537,794)	
Expenditures	27,168,712	(77,280)	27,091,432	-0.28%
Change in Fund Balance	3,630,918	(77,280)	3,553,638	-2.13%



WESTMINSTER

May 25, 2011

BKD, LLP
Certified Public Accountants
1700 Lincoln Street, Suite 1400
Denver, Colorado 80203

City of Westminster
Department of
Finance

4800 West 92nd Avenue
Westminster, Colorado
80031

303-658-2400
FAX 303-706-3923

We are providing this letter in connection with your audit of our financial statements as of and for the year ended December 31, 2010 and your audit of our compliance with requirements applicable to each of our major federal awards programs for the year ended December 31, 2010. We confirm that we are responsible for the fair presentation of the financial statements in conformity with accounting principles generally accepted in the United States of America. We are also responsible for adopting sound accounting policies, establishing and maintaining effective internal control over financial reporting, operations and compliance, and preventing and detecting fraud.

Certain representations in this letter are described as being limited to matters that are material. Items are considered material, regardless of size, if they involve an omission or misstatement of accounting information that, in light of surrounding circumstances, makes it probable that the judgment of a reasonable person relying on the information would be changed or influenced by the omission or misstatement.

We confirm, to the best of our knowledge and belief, the following:

1. The financial statements referred to above are fairly presented in conformity with accounting principles generally accepted in the United States of America for each opinion unit included therein.
2. We have made available to you:
 - (a) All financial records and related data.
 - (b) All minutes of meetings of the governing body held through the date of this letter.





- (c) All significant contracts and grants.
3. We have informed you of all current risks that are not adequately prevented or detected by the City's procedures that could cause a material misstatement with respect to:
 - (a) Misappropriation of assets.
 - (b) Misrepresented or misstated assets, liabilities or net assets.
 4. We believe the effects of the uncorrected financial statement misstatements summarized in the attached schedule are immaterial, both individually and in the aggregate, to the financial statements taken as a whole and to each applicable opinion unit.
 5. We acknowledge our responsibility for the design and implementation of programs and controls to prevent and detect fraud.
 6. We have no knowledge of any known or suspected:
 - (a) Fraudulent financial reporting or misappropriation of assets involving management or employees who have significant roles in internal control.
 - (b) Fraudulent financial reporting or misappropriation of assets involving others that could have a material effect on the financial statements.
 7. We have no knowledge of any allegations of fraud or suspected fraud affecting the City received in communications from employees, customers, regulators, suppliers or others.
 8. Except as reflected in the financial statements, there are no:
 - (a) Plans or intentions that may materially affect carrying values or classifications of assets and liabilities.
 - (b) Material transactions omitted or improperly recorded in the financial statements.
 - (c) Material gain/loss contingencies requiring accrual or disclosure, including those arising from environmental remediation obligations.
 - (d) Events occurring subsequent to the balance sheet/statement of net assets date requiring adjustment or disclosure in the financial statements.



- (e) Agreements to purchase assets previously sold.
 - (f) Violations of laws, regulations, contracts, grants or requirements of regulatory agencies for which losses should be accrued or matters disclosed in the financial statements.
 - (g) Unasserted claims or assessments that our attorneys have advised us are probable of assertion.
 - (h) Restrictions on cash balances or compensating balance agreements.
 - (i) Guarantees, whether written or oral, under which the City is contingently liable.
9. Adequate provisions and allowances have been accrued for any material losses from:
- (a) Uncollectible receivables.
 - (b) Reducing obsolete or excess inventories to estimated net realizable value.
 - (c) Sales commitments, including those unable to be fulfilled.
 - (d) Purchase commitments in excess of normal requirements or above prevailing market prices.
10. Except as disclosed in the financial statements, we have:
- (a) Satisfactory title to all recorded assets, and they are not subject to any liens, pledges or other encumbrances.
 - (b) Complied with all aspects of contractual and grant agreements, for which noncompliance would materially affect the financial statements.
11. We have not been designated as a potentially responsible party (PRP or equivalent status) by the Environmental Protection Agency (EPA) or other cognizant regulatory agency with authority to enforce environmental laws and regulations.
12. We have evaluated the effectiveness of our interest rate swap under GASB 53 and believe it to be effective under the professional standard.



13. We have examined all bond and debt agreements and do not believe any possess demand features that would require the debt to be classified as current.
14. With regard to deposit and investment activities:
 - (a) All deposit, repurchase and reverse repurchase agreements and investment transactions have been made in accordance with legal and contractual requirements.
 - (b) Disclosures of deposit and investment balances and risks in the financial statements are consistent with our understanding of the applicable laws regarding enforceability of any pledges of collateral.
 - (c) We understand that your audit does not represent an opinion regarding the enforceability of any collateral pledges.
15. We acknowledge that we are responsible for compliance with applicable laws, regulations and provisions of contracts and grant agreements.
16. We have identified and disclosed to you all laws, regulations and provisions of contracts and grant agreements that have a direct and material effect on the determination of amounts in our financial statements or other financial data significant to the audit objectives.
17. We have identified and disclosed to you any violations or possible violations of laws, regulations and provisions of contracts and grant agreements whose effects should be considered for recognition and/or disclosure in the financial statements or for your reporting on noncompliance.
18. We have a process to track the status of audit findings and recommendations.
19. We have identified to you any previous financial audits, attestation engagements, performance audits or other studies related to the objectives of your audit and the corrective actions taken to address any significant findings and recommendations made in such audits, attestation engagements or other studies.
20. We have provided our views on any findings, conclusions and recommendations, as well as our planned corrective actions with respect thereto, to you for inclusion in the findings and recommendations referred to in your report on internal control over financial reporting and on compliance and other matters based on your audit of the financial statements performed in accordance with *Government Auditing Standards*.



21. With regard to federal awards programs:
- (a) We have identified in the schedule of expenditures of federal awards all assistance provided (either directly or passed through other entities) by federal agencies in the form of grants, contracts, loans, loan guarantees, property, cooperative agreements, interest subsidies, commodities, insurance, direct appropriations or in any other form.
 - (b) We have identified the types of compliance requirements described in the U. S. Office of Management and Budget (OMB) Circular A-133 *Compliance Supplement* regarding activities allowed or unallowed; allowable costs/cost principles; cash management; Davis-Bacon Act; eligibility; equipment and real property management; cannarking; period of availability of federal funds; procurement and suspension and debarment; reporting; and special tests and provisions that are applicable to each of our federal awards programs. We have identified to you our interpretation of any applicable compliance requirements subject to varying interpretations.
 - (c) We are responsible to understand and comply with the requirements of laws, regulations, contracts and grants applicable to each of our federal awards programs and have disclosed to you any and all instances of noncompliance with those requirements occurring during the period of your audit or subsequent thereto to the date of this letter of which we are aware. Except for any instances of noncompliance we have disclosed to you, we believe the City has complied with all applicable compliance requirements.
 - (d) We are responsible for establishing and maintaining effective internal control over compliance to provide reasonable assurance we have administered each of our federal awards programs in compliance with requirements of laws, regulations, contracts and grants applicable to those programs.
 - (e) We have made available to you all contracts and grant agreements, including any amendments, and any other correspondence or documentation relevant to each of our federal awards programs and to our compliance with applicable requirements of those programs.
 - (f) The information presented in federal awards program financial reports and claims for advances and reimbursements is supported by the books and records from which our financial statements have been prepared.



- (g) Amounts claimed or used for matching were determined in accordance with the applicable OMB Circular regarding cost principles.
 - (h) We have monitored any subrecipients to determine that they have expended federal awards in accordance with applicable laws and regulations and have met the audit and other requirements of OMB Circular A-133.
 - (i) We have taken appropriate corrective action on a timely basis after receipt of any subrecipient's auditor's report that identified findings and questioned costs pertaining to federal awards programs passed through to the subrecipient by us.
 - (j) We have considered the results of any subrecipient's audits received and made any necessary adjustments to our books and records.
 - (k) We have disclosed to you any communications from grantors and pass-through entities concerning possible noncompliance with the applicable compliance requirements for each of our federal awards programs, including any communications received from the end of the period of your audit through the date of this letter.
 - (l) We have identified to you any previous compliance audits, attestation engagements and internal or external monitoring related to the objectives of your compliance audit, including findings received and corrective actions taken to address any significant findings and recommendations made in such audits, attestation engagements or other monitoring.
 - (m) Except as described in the schedule of findings and questioned costs, we are in agreement with the findings contained therein and our views regarding any disagreements with such findings are consistent, as of the date of this letter, with the description thereof in that schedule.
 - (n) We are responsible for taking corrective action on any audit findings.
 - (o) The summary schedule of prior audit findings correctly states the status of all audit findings included in the OMB Circular A-133 section of the prior audit's schedule of findings and questioned costs and any uncorrected open findings included in the prior audit's summary schedule of prior audit findings as of the date of this letter.
22. We have evaluated the City's operations under GASB Statement No. 49, *Accounting and Financial Reporting for Pollution Remediation Obligations* and

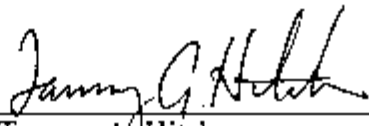


do not believe there are matters for which accruals are required under this standard, except as recorded and disclosed in the financial statements.

23. The supplementary information required by the Governmental Accounting Standards Board, consisting of management's discussion and analysis and budgetary comparisons, has been prepared and is presented in conformity with the applicable GASB pronouncements. The information contained therein is based on all facts, decisions and conditions currently known to us and is measured using the same methods and assumptions as were used in the preparation of the financial statements. There has been no change from the preceding period in the methods of measurement and presentation.
24. Due care has been exercised in the preparation of the Introduction and Statistical Sections of the comprehensive annual financial report and we are unaware of any information in those sections that is materially inconsistent with the information reported in the basic financial statements.



J. Brent McFall,
City Manager



Tammy A. Hitchens,
Finance Director



Agenda Item 8 B

Agenda Memorandum

City Council Meeting
June 13, 2011



SUBJECT: Big Dry Creek Wastewater Treatment Facility – Capacity Analysis

Prepared By: Kent W. Brugler, Senior Engineer
Steve Grooters, Senior Projects Engineer

Recommended City Council Action

Based on the recommendation of the City Manager, find that the public interest is best served by authorizing the City Manager to execute a contract with Black & Veatch Corporation in the amount of \$174,850 with a ten percent contingency of \$17,485 for a total project budget of \$192,335 for an evaluation of the treatment capacity of the Big Dry Creek Wastewater Treatment Facility; and authorize the transfer of \$192,335 from the Critical Sewers Repairs Capital Improvement Account to a new Big Dry Creek Wastewater Treatment Facility Capacity Analysis Capital Improvement Account.

Summary Statement

- The 2008 expansion of the Big Dry Creek Wastewater Treatment Facility (BDCWWTF) was designed and permitted for specific wastewater flows and strengths. These design conditions were developed in the 2003 Wastewater Utility Plan and were based on historical trends and predicted buildout conditions through 2025.
- Since the development of these projections, the wastewater flows have increased according to the anticipated rate, but the wastewater strength has increased at a substantially higher rate.
- The influent wastewater strength (also known as organic loading) has recently exceeded 80 percent of the State permitted capacity of the plant. Organic loadings at this level are a key regulatory trigger point that requires planning for re-rating the capacity of the plant and/or possible expansion of specific facility processes.
- Staff prepared a Request for Proposals for the completion of a capacity analysis of the BDCWWTF and distributed it to six engineering firms qualified to perform this specialized work. Of the four proposals received, Staff believes Black & Veatch Corporation presented the best proposal and provides the best value to the City.
- Staff recommends awarding the contract to Black & Veatch Corporation (Black & Veatch) based on their competitive pricing, proposed scope of work, familiarity with the City's infrastructure and the successful experience of their proposed project team.
- Staff requests the creation of a new capital account and the transfer \$192,335 into this new capital account, which is the amount resulting from savings associated with the recent Critical Sewers Repairs project.

Expenditure Required: \$192,335

Source of Funds: Utility Fund Capital Improvement - BDCWWTF Capacity Analysis Account, Critical Sewers Repairs Account



Policy Issues

1. Should the City execute a contract to Black & Veatch for an evaluation of the treatment capacity of the Big Dry Creek Wastewater Treatment Facility?
2. Should City Council authorize the transfer of savings from the Critical Sewers Repairs Project Account to fund this project?

Alternatives

1. The City could choose to award the contract to one of the other engineering consulting firms that submitted a proposal to complete this project. However, Staff reviewed all four proposals submitted and determined that Black & Veatch provided the most comprehensive and competitive proposal. Additionally, Black & Veatch has a history of success on current and past projects for the City, including several projects at the BDCWWTF.
2. The City could choose to implement this project at a later date. This option is not recommended as the BDCWWTF has recently experienced organic loadings that have exceeded 80 percent of its permitted capacity. As outlined in the facility's discharge permit, this triggers the need to evaluate options for addressing the plant's treatment capacity.
3. City Council could choose not to authorize the transfer of funds to finance this project. Without transferring capital budget savings from another project into a new project account, this project will not be funded as it is an unplanned need due to the regulatory mandate. Transfer funds in the amount of \$192,335 are available from savings associated with the Critical Sewers Repairs project, and the BDCWWTF Capacity Analysis project is the highest priority use of these funds.

Background Information

The City's Big Dry Creek Wastewater Treatment Facility (BDCWWTF) receives wastewater from the northern two-thirds of the City – the part of the City that contains most of the remaining residential and commercial growth anticipated through buildout. The 2008 expansion of the BDCWWTF was designed and permitted for specific wastewater flows and strengths. These design criteria were developed in the 2003 Wastewater Utility Plan utilizing historic influent data and projections of influent loads expected through build-out. Over the past several years, wastewater flows have increased steadily at anticipated rates. However, the strength of the wastewater, or organic loading, to the plant has increased at rates higher than those originally anticipated. Recent organic loadings to the plant have exceeded 80 percent of the permitted capacity for the plant. Organic loadings at this level are a key regulatory trigger point associated with the need to initiate planning for re-rating the capacity of the plant and/or possible expansion of specific facility processes.

In response to this regulatory mandate, Staff has initiated the BDCWWTF Capacity Analysis project, which was not originally planned for or included in the 2011 budget. The overall purpose of this project is to perform a comprehensive capacity analysis for each treatment process at the plant to establish the maximum capacity of the existing facility. The project includes identifying ways to potentially increase treatment capacity should that become necessary in the future.

Due to the specialized nature of this project and the corresponding engineering expertise required, Staff sent a Request for Proposals (RFP) to six engineering firms who specialize in this type of treatment facility evaluation. Four proposals were received on April 28, 2011.

Black & Veatch is recommended by the staff review panel for this work based on Black & Veatch’s response to the following criteria as outlined in the Request for Proposals:

- Response to the requirements in the RFP and an approach that clearly indicates understanding of the project scope and City’s goals and expectations.
- Firm’s specialized experience in wastewater treatment plant design, construction, hydraulics, capacity evaluations and rating studies.
- Recent and relevant project experience in the Colorado region for work of similar size, scope and complexity. Positive reference feedback regarding past project performance and the performance of individuals proposed for the project.
- Experience, availability and office location of each of the members of the team and their qualifications.
- Total level of effort and fee relative to the proposed approach. Competitive firm fee schedule and competitive hourly rates for their staff assigned to this project relative to their experience level.
- Project schedule and task breakdown that demonstrates clear understanding of the project and that allows for City input on project deliverables.

The four consultants that submitted proposals and hourly rate ranges for their key staff were as follows:

Black & Veatch Corporation	\$140 to \$198/hr
Carollo Engineers, Inc.	\$140 to \$230/hr
CH2M Hill Engineers, Inc.	\$139 to \$193/hr
Tetra Tech, Inc.	\$143 to \$209/hr

Engineering fees were based on each firm’s proposed approach and ranged from \$118,266 to \$152,830 with Black & Veatch submitting the highest and most complete proposal. Of the firms that proposed, the Black & Veatch approach and team experience were the best and most qualified for the project, and their level of effort and fee were competitive for the desired project scope of work. Staff negotiated a final scope of work with Black & Veatch to include City-requested additional work, including third party laboratory testing services for analyses that the City’s lab cannot readily perform, computer modeling training and software lease. The fee was also negotiated to include these additional items, resulting in a final contract amount of \$174,850. In Staff’s opinion, retaining Black & Veatch to complete this capacity analysis will result in a better end product and provide the best value to the City.

Savings in the Critical Sewers Repairs Capital account are sufficient to fully fund this contract and no new funds are requested. Staff requests the transfer of these savings to a new BDCWWTF Capacity Analysis account.

This project helps achieve two of the City Council’s Strategic Plan goals: achieving a “Financially Sustainable City Government” by contributing to the objective of well-maintained and operated City facilities; and contributing to a “Beautiful and Environmentally Sensitive City” by enhancing the reliability of the City’s wastewater treatment system.

Respectfully submitted,

J. Brent McFall
City Manager



Agenda Item 8 C

Agenda Memorandum

City Council Meeting
June 13, 2011



SUBJECT: Second Reading of Councillor's Bill No. 17 re 2011 1st Quarter Budget Supplemental Appropriation

Prepared By: Gary Newcomb, Accountant

Recommended City Council Action

Pass Councillor's Bill No. 17 on second reading providing for supplemental appropriation of funds to the 2011 budget of the General and General Capital Improvement Funds.

Summary Statement

- City Council action is requested to adopt the attached Councillor's Bill on second reading authorizing a supplemental appropriation to the 2011 budget of the General and General Capital Improvement Funds.
 - General Fund amendments total: \$7,220
 - General Capital Improvement Fund amendments total: \$23,200
- This Councillor's Bill was passed on first reading May 23, 2011.

Expenditure Required: \$30,420

Source of Funds: The funding sources for these budgetary adjustments include reimbursements, grants, rebates and cash-in-lieu.

Respectfully submitted,

J. Brent McFall
City Manager

Attachment – Ordinance



BY AUTHORITY

ORDINANCE NO.

COUNCILLOR'S BILL NO. **17**

SERIES OF 2011

INTRODUCED BY COUNCILLORS
Dittman - Major

A BILL

**FOR AN ORDINANCE AMENDING THE 2011 BUDGETS OF THE GENERAL AND
GENERAL CAPITAL IMPROVEMENT FUNDS AND AUTHORIZING A SUPPLEMENTAL
APPROPRIATION FROM THE 2011 ESTIMATED REVENUES IN THE FUNDS**

THE CITY OF WESTMINSTER ORDAINS:

Section 1. The 2011 appropriation for the General and General Capital Improvement Funds, initially appropriated by Ordinance No. 3550 are hereby increased in aggregate by \$30,420. This appropriation is due to the receipt of funds from reimbursements, grants, rebates and cash-in-lieu.

Section 2. The \$30,420 increase shall be allocated to City Revenue and Expense accounts as described in the City Council Agenda Item 10B dated May 23, 2011 (a copy of which may be obtained from the City Clerk) amending City fund budgets as follows:

General Fund	\$7,220
General Capital Improvement Fund	<u>\$23,200</u>
Total	<u>\$30,420</u>

Section 3 – Severability. The provisions of this Ordinance shall be considered as severable. If any section, paragraph, clause, word, or any other part of this Ordinance shall for any reason be held to be invalid or unenforceable by a court of competent jurisdiction, such part shall be deemed as severed from this ordinance. The invalidity or unenforceability of such section, paragraph, clause, or provision shall not affect the construction or enforceability of any of the remaining provisions, unless it is determined by a court of competent jurisdiction that a contrary result is necessary in order for this Ordinance to have any meaning whatsoever.

Section 4. This ordinance shall take effect upon its passage after the second reading.

Section 5. This ordinance shall be published in full within ten days after its enactment.

INTRODUCED, PASSED ON FIRST READING, AND TITLE AND PURPOSE ORDERED PUBLISHED this 23RD day of May, 2011.

PASSED, ENACTED ON SECOND READING, AND FULL TEXT ORDERED PUBLISHED this 13TH day of June, 2011.

ATTEST:

Mayor

City Clerk



Agenda Item 10 A

Agenda Memorandum

City Council Meeting
June 13, 2011



SUBJECT: Councillor's Bill 18 re Extension to a Site Agreement between the City and New Cingular Wireless PCS, LLC, for Use of the Fire Station #6 Cell Tower at 999 West 124th Avenue

Prepared By: Doug Hall, Deputy Fire Chief
Hilary Graham, Assistant City Attorney

Recommended City Council Action

Pass Councillor's Bill 18 as an emergency ordinance to approve the Site Agreement between the City and New Cingular Wireless PCS, LLC, for use of the Fire Station #6 cell tower at 999 West 124th Avenue.

Summary Statement

- Approval of the Site Agreement by emergency ordinance will allow New Cingular Wireless PCS (formerly AT&T Wireless) to continue use of the 100-foot monopole located at Fire Station #6 at a new monthly rate until October 31, 2012, at which time the Agreement will terminate and the equipment and tower will be removed.
- A prior agreement from 1991, which allowed construction of the monopole and use of the site, had a term of twenty (20) years (written as a five-year term renewable three times) and expired on April 30, 2011.
- City Council review and approval of the Site Agreement is being sought to comply with Charter Section 13.4 and W.M.C. § 11-4-11(J).

Expenditure Required: \$ 0

Source of Funds: N/A



Policy Issue

Should City Council approve the Site Agreement to allow continued private operation of the monopole at Fire Station #6 until October 31, 2012?

Alternative

Do not approve the short-term Site Agreement. Without approval, the telecom provider will be compelled to cease operation and remove equipment from the site. Approval of the Site Agreement is recommended because it will accomplish removal of the undesirable monopole in the near future while allowing the telecom provider to transition to replacement facilities with minimal interruption to current levels of customer service.

Background Information

The initial agreement allowing construction of the existing 100-foot monopole and use of Fire Station #6 for private telecom purposes dates back to April 1, 1991, contained decidedly unfavorable terms for the City, and expired on April 30, 2011. Photos of the site as it currently appears are attached for your reference.

In early 2011, following a core services analysis and pursuant to the new process Council approved for review of private telecommunications use of City-owned property, the City provided notice that the site would not remain available for private use following expiration of the agreement and, therefore, the City would not be negotiating a long-term renewal at this location.

In order to accommodate existing service and equipment, however, the City did offer a short-term extension, by new agreement, during which the private telecom provider could make arrangements for alternative tower locations and equipment removal and relocation.

Through negotiations by the City's Special Counsel for telecom issues, Ken Fellman, the attached short-term Site Agreement was drafted with improved terms for the City, including a \$2,000 monthly payment (up from \$400/month¹), additional property protection, and improved control over emissions and subleases. Operation of the site has not adversely affected City communications, and there is no current concern with interference. Community Development has reviewed the site plan attached as Exhibit A to the Site Agreement (which is Attachment 1 to the Councillor's Bill) to confirm that it constitutes no change in the location or configuration to the existing structure and equipment.

New Cingular Wireless PCS has accepted and signed the attached Agreement. Because the site is currently operating without a lease, we are asking for approval of the Site Agreement via the attached emergency ordinance, which is retroactively effective to May 1, 2011.

Approval of this Councillor's Bill and the short-term Site Agreement will further the following Strategic Plan goals: (1) a safe and secure community by allowing the private telecom provider ample time to find and negotiate use of new sites for replacement service, meaning there should be no interruption in current cell service; (2) a financially sustainable City government by providing reasonable market compensation to the City for the use of its property; and (3) a beautiful and environmentally sensitive City by eventually eliminating the 100-foot monopole and redirecting telecom activities to less visually intrusive sites.

Respectfully submitted,

J. Brent McFall, City Manager

Attachments

- Site photos
- Ordinance

¹ The initial agreement included a rent escalator mechanism that was not successfully applied and so rent had not adjusted since 1991.





BY AUTHORITY

ORDINANCE NO.

COUNCILLOR'S BILL NO. **18**

SERIES OF 2011

INTRODUCED BY COUNCILLORS

**A BILL
FOR AN EMERGENCY ORDINANCE APPROVING AN EXTENSION
TO A SITE AGREEMENT BETWEEN THE CITY OF WESTMINSTER AND
NEW CINGULAR WIRELESS PCS, LLC, FOR USE OF THE FIRE STATION #6
CELL TOWER AT 999 WEST 124TH AVENUE**

THE CITY OF WESTMINSTER ORDAINS:

WHEREAS, City Council previously authorized a site agreement between the City and New Cingular Wireless PCS, LLC, for the purpose of construction and operation of a monopole tower, wireless communications antennas and an equipment structure at 999 West 124th Avenue (a/k/a COU 1253 Cozy Corner ATT); and

WHEREAS, the City and New Cingular Wireless PCS, LLC, have agreed to extend the site lease agreement for a period of eighteen (18) months; and

WHEREAS, a short-term extension of the existing site agreement is in the best interest of the City; and

WHEREAS, the final form of the site lease agreement extension has been agreed to by the parties.

THE CITY OF WESTMINSTER ORDAINS:

Section 1: Pursuant to City Charter Section 13.4 and W.M.C. § 11-4-11(J), an 18-month extension to the Site Agreement between the City and New Cingular Wireless PCS, LLC, for the lease of a portion of the Fire Station #6 cell tower at 999 West 124th Avenue for operation of a monopole tower and wireless communications antennas attached hereto as Attachment 1 is hereby approved.

Section 2. Emergency. Because the prior lease expired on April 30, 2011, an emergency is declared to exist, and this ordinance is declared to be necessary for the immediate preservation of the public peace, health and safety. Wherefore, this ordinance shall be in full force and effect upon adoption of this ordinance on June 13, 2011, by an affirmative vote of six of the members of the Council if six or seven members of the Council are present at the meeting at which this ordinance is presented, or by an affirmative vote of four of the members of the Council if four or five members of the Council are present at the meeting at which this ordinance is enacted.

Section 3. This ordinance shall be published in full within ten days after its enactment.

Section 4. This ordinance shall be effective retroactively to May 1, 2011.

INTRODUCED, READ IN FULL, AND PASSED AND ADOPTED AS AN EMERGENCY ORDINANCE this 13th day of June, 2011.

Mayor

ATTEST:

APPROVED AS TO LEGAL FORM:

City Clerk

City Attorney's Office

SITE AGREEMENT

THIS SITE AGREEMENT ("Agreement") entered into as of this 1st day of May, 2011, by and between the City of Westminster ("City") and New Cingular Wireless PCS, LLC, a Delaware limited liability company, with its principal office located at 12555 Cingular Way, Suite 1300, Alpharetta, GA 30004 ("Company").

Background

A. City is the owner of land and facilities located at 999 West 124th Avenue in the City of Westminster, Adams County, State of Colorado (the "Property"). A 50 by 40 foot parcel (the "Site") within the Property has been previously leased to the Company for construction and operation of a monopole tower, wireless communications antennas and an equipment structure (the "Facilities"). The Company has one subtenant at the Site, which has located an antenna on the Company's monopole and maintains equipment within the Company's equipment structure.

B. Company is a wireless communications provider, and permitted or licensed by the applicable federal or state governmental authority to operate in all or some areas of the City of Westminster.

C. Prior to the expiration of Company's prior agreement to use the Site for its Facilities, the City advised the Company that it was not willing to enter into a long term agreement to maintain the Facilities on the Property. The Company desires to enter into this short term Agreement while it seeks longer term alternatives for its operations in this area, and the City is willing to permit the continued use by the Company of the Site pursuant to the terms of this Agreement.

D. City and the Company believe that the interests of the public will be served by permitting the use of the Site and Facilities in accordance with the terms and conditions of this Agreement.

Agreement

In consideration of the mutual covenants, obligations, terms and conditions recited below, the parties agree as follows:

1. Grant of Permit. City grants to Company a revocable (as expressly provided for herein) Permit for the use the Site for the continued operation and maintenance of Facilities as described in Exhibit A, attached hereto.

a. No use of the Site or payment of any charges required under this Agreement shall create or vest in the Company any easements or ownership of property rights of any nature in the Site.

b. Company shall not construct or install any equipment other than the Facilities as specifically shown on Exhibit A, without the prior written approval of the City as set forth in Section 7.

c. City reserves the right to require Company to relocate its Facilities to another location on the Property in the event that a City project reasonably requires such relocation. Company shall complete the relocation of its Facilities within one hundred eighty (180) days after written notice from City. The relocation shall be at Company's expense.

d. This grant does not authorize Company to grant or authorize any other entity the right to use any portion of the Property or the Site for any purpose that does not exist at the time of execution of this Agreement. All other uses of the Property shall remain within the City's sole discretion.

2. Term and Renewal. The term of this Agreement shall commence on May 1, 2011 (the "Commencement Date") and end on October 31, 2012.

3. Compensation.

a. Company shall pay to the City a monthly fee for the Site and Facilities in the sum of Two Thousand Dollars (\$2,000.00) ("Base Fee"). Company shall pay City a monthly Base Fee on the 1st day of each month during the term of this Agreement. The Base Fee for the first month of this Agreement will be due within thirty (30) days from the date this Agreement has been signed by all parties.

b. Company shall pay City a late payment charge equal to ten percent (10%) of the late payment for any payment not paid when due. Any amounts not paid when due shall bear interest until paid at the rate of two percent (2%) per month.

c. Company agrees to pay any government imposed fees or costs required as a result of this Agreement. Company acknowledges that the fees imposed by City to cover its reasonable costs and expenses include legal fees incurred by City in connection with the negotiation of this Agreement.

d. If this Agreement is terminated, the Base Fee shall be prorated as of the date of termination and, in the event of termination for any reason other than nonpayment of the Base Fee, all prepaid fees shall be refunded to the Company. Company may not add additional equipment and/or antennas from that shown on Exhibit A without the approval of the City, not to be unreasonably withheld, conditioned or delayed provided, however, that Company may add or change equipment within its equipment structure without prior approval.

4. Use of Site.

a. Company may use the Site for the operation and maintenance of its Facilities for the transmission, reception and operation of a communications system and uses incidental thereto, and for storage of related equipment in accordance with the terms of this Agreement. This use shall be non-exclusive. Company may operate the antennas and the associated equipment as described on Exhibit A. Company may erect and operate additional antennas and related equipment on the Site, only after City has obtained, at Company's expense, a certified evaluation indicating that each additional antenna will not interfere with existing antennas or proposed antennas, will not create additional radio frequency ("RF") emissions that cause the total emissions at the Site and Facilities to exceed federal standards, and the Site and Facilities can

structurally support the additional antennas. No replacement or substitute antenna or other equipment may be larger than the height and mass shown on Exhibit A, except with the prior written approval of the City as set forth in Section 7.

b. Company shall, at its expense, comply with all present and future federal, state and local laws, ordinances, rules and regulations (including laws and ordinances relating to health, radio frequency emissions, other radiation and safety) in connection with the use, operation, maintenance, construction and/or installation of the Facilities.

c. Company shall have the access rights only as described in this Agreement.

d. Subject to the City's franchises and City's right to approve proposed utility routes and manner of installation, Company shall have the right at its sole cost and expense to obtain and connect to telephone and electrical service from the local utility that provides or is willing to provide such service to the Facilities on the Site.

e. As a condition of this Agreement, the City shall be allowed to use the monopole mast for the connection of antennas for governmental communications purposes. The location and method of attachment of said antennas shall be subject to Company's approval, said approval not to be unreasonably withheld. No payment shall be due Company from City for such use.

5. Construction Standards. Company Facilities shall, at all times, be painted, at Company's expense, the same color as exists as of the Commencement Date or other color as the City may specify.

6. Installation of Company Facilities.

a. Company shall have the right, at its sole cost and expense, to install, operate and maintain on the Site, in accordance with good engineering practices and with all applicable FCC rules and regulations, its Facilities as described on Exhibit A.

b. Company shall obtain all permits required by the City Code. Company's installation and/or maintenance of all such Facilities shall be done according to the building permits approved by City, which approval shall not be unreasonably withheld, conditioned, or delayed. Any damage done to the Site during installation and/or during operations shall be repaired or replaced within ten (10) days at Company's expense and to City's sole satisfaction.

7. Equipment Upgrade. Company may update or replace its Facilities from time to time with prior written notice to City, provided that the replacement Facilities are not greater in number or size than the existing Facilities. All other changes shall be subject to City's prior written approval, which approval will not be unreasonably withheld, conditioned or delayed as long as such Facilities remain wholly with the Site. Company shall submit to City a detailed proposal for any such replacement or updated Facilities and any supplemental materials as may be requested, for City's evaluation and/or approval. At a minimum, prior to construction Company shall submit fully dimensioned site plans that are drawn to scale and show (i) the proposed location of the antennas, equipment shelter, and any accessory equipment or facilities, (ii) the proposed changes in the landscape, (iii) the proposed type and height of any fencing, (iv)

the proposed color of all structures, including fencing, and (v) the proposed type of construction material for all structures, including fencing.

8. Maintenance.

a. Company shall, at its own expense, maintain any equipment on or attached to the Site in a safe condition, in good repair and in a manner suitable to City so as not to conflict with the use of or other permitting or use of the Site and/or the Property by City. Company shall not interfere with the use of the Site and/or the Property, related facilities or other equipment of other existing users.

b. Company shall have sole responsibility for the maintenance, repair, and security of its Facilities, and shall keep the same in good repair and condition during the Agreement term.

c. Company shall keep the Site free of debris and anything of a dangerous, noxious or offensive nature or which would create a hazard or undue vibration, heat, noise, interference or alterations at the Site.

d. Except for emergency situations (which shall include the necessity for repairs to restore service), work at the Site shall be Monday through Friday, between the hours of 7:00 a.m. and 6:00 p.m. unless otherwise set forth in writing between the parties. Company is responsible to promptly repair any damage to the Site and to any adjacent property resulting from activities on the equipment or personal property of Company and/or its contractors.

e. Company shall provide to the City Engineer a twenty four (24) hour per day, seven (7) day per week, emergency contact name and telephone number. Company shall additionally post such emergency contact information in a visible location on the Site.

9. Interference.

a. The communications equipment that Company installs on the Site shall be of the type and frequency which will not cause harmful interference, as defined by the Federal Communications Commission ("FCC"), to any currently leased and operating communications equipment of City, other existing companies on the Property, or adjacent landowners. In the event Company's communications equipment causes such interference, Company shall take all reasonable steps necessary to correct and eliminate the interference.

b. Upon the Commencement Date, Company shall provide written assurance, in a format reasonable and customarily accepted by the federal government, ensuring that Company's Facilities comply with all federal requirements for RF emissions, and that Company Facilities will not cause measurable interference with any equipment located on the Site and adjacent property.

c. Company understands that no use of the Site will be permitted which exceeds federal RF emissions standards within and at the boundaries of the Site. If the cumulative RF emissions levels ever exceed federal standards, all users of the Site, including Company, will be required to modify operations on a reasonably comparable level, in order to bring the overall RF emissions into compliance.

d. Company's installation, operation, and maintenance of its transmission facilities shall not damage or interfere in any way with any City operations at the Property or related repair and maintenance activities or with such activities of other entities. Company agrees to cease all such actions which materially interfere with City's use of the Property immediately upon actual notice of such interference, provided however, in such case, Company shall have the right to terminate the Agreement.

e. Notwithstanding anything to the contrary in this Agreement, the parties agree that the non-interference rules and regulations of the Federal Communications Commission shall apply. City does not guarantee to Company subsequent noninterference with Company's communications operations, provided, however, that in the event any other party except a governmental unit, office or agency requests a permit and/or permission to place any type of additional antenna or transmission facility on the Property, the procedures of this paragraph 9 shall govern to determine whether such antenna or transmission facility will interfere with Company's transmission operations.

If City receives any such request for co-location by a third party, City shall submit a proposal complete with all technical specifications reasonably requested by Company to Company for review for noninterference and structural capacity; however, City shall not be required to provide Company with any specifications or information claimed to be of a proprietary nature by the third party. The third party shall be responsible for the reasonable cost of preparing the technical specifications for its proposed transmission facility and for the reasonable cost of the Company's noninterference and structural analysis. Company shall have thirty (30) days following receipt of said proposal to make any objections thereto, and failure to make any objections within said thirty (30) day period shall be deemed consent by Company to the installation of antennas or transmission facilities pursuant to said proposal. If the proposal is from a third party, the proposal shall include reasonable compensation to Company for the use of space on Company's tower. If Company gives notice of objection due to interference during such 30 day period and Company's objections are verified by City to be valid, then City shall not proceed with such proposal unless City modifies the proposal in a manner determined, in City's reasonable judgment, to adequately reduce the interference to be in compliance with the rules and regulations of the Federal Communications Commission. In that case, City may proceed with and be allowed to place antennas or other communications facilities on the Property.

10. Site Access.

a. Company, at all times during this Agreement, shall have vehicle ingress and egress routes to the Site only as depicted on Exhibit A.

b. City shall be allowed and granted access to the Site at reasonable times to examine and inspect the Site for safety reasons or to ensure that the Company's covenants are being met. Company shall provide City with a key or lock combination, which may be used for emergency access or as may be otherwise authorized by Company. City may not physically touch or make any electrical connections to Company's Facilities.

c. Company shall have the right to park its vehicles on the Site in locations the City designates when Company is installing and servicing its equipment or facilities, subject to any reasonable conditions the City may impose.

11. Utilities. Company shall, at its expense, separately meter charges for the consumption of electricity and other utilities associated with its use of the Site and shall timely pay all costs associated therewith.

12. Fees, Permit Fees, Taxes. Company shall pay, as they become due and payable, all fees, charges, taxes and expenses required for or occasioned by Company's use of the Site.

13. Compliance with Statutes, Regulations, and Approvals. Company's use of the Site is contingent upon its maintaining all approvals that may be required by any federal, state or local authority. Company shall erect, maintain and operate its Facilities in accordance with the site standards, state statutes, ordinances, rules and regulations now in effect or that thereafter may be issued by the FCC or any other governing bodies.

14. Default/City's Remedies.

a. It shall be a default if Company defaults in the payment or provision of the Base Fee or any other sums to City when due, and does not cure such default within thirty (30) days; or if Company defaults in the performance of any other covenant or condition of this Agreement and does not cure such other default within forty five (45) days after written notice from City specifying the default complained of; or if Company abandons the Site; or if Company is adjudicated as bankrupt or makes any assignment for the benefit of creditors; or if Company becomes insolvent or City reasonably believes itself to be insecure.

b. In the event of a default, City shall have the right, at its option, in addition to and not exclusive of any other remedy City may have by operation of law, without any further demand or notice, to re-enter the Site and eject all persons therefrom as allowed by law, and either (a) declare this Agreement at an end, in which event Company shall immediately remove the Facilities, proceed with the other requirements set forth in subparagraph 16(b), and pay City a sum of money equal to the total of (i) the amount of the unpaid fee accrued through the date of termination; (ii) any other amount necessary to compensate City for all detriment proximately caused by Company's failure to perform its obligations under the Agreement.

c. The City and the Company hereby expressly agree and acknowledge that it is the intention of both parties that in the event that during the term of this Agreement, either party shall become a debtor in any voluntary or involuntary bankruptcy proceeding (a "Proceeding") under the United States Bankruptcy Code, 11 U.S.C. 101, *et seq.* (the "Code"), for the purposes of proceeding under the Code, this Agreement shall be treated as an unexpired lease of nonresidential real property under Section 365 of the Code, 11 U.S.C. 365 (as may be amended), and, accordingly, shall be subject to the provisions of subsections (d)(3) and (d)(4) of said Section 365.

d. Any person or entity to which this Agreement is assigned pursuant to the provisions of the Bankruptcy Code, 11 USC Sections 101, *et seq.*, shall be deemed without further act to have assumed all of the obligations of the Company arising under this Agreement both before

and after the date of such assignment. Any such assignee shall upon demand execute and deliver to the City an instrument confirming such assumption. Any monies or other considerations payable or otherwise to be delivered in connection with such assignment shall be paid to the City, shall be the exclusive property of the City, and shall not constitute property of the Company or of the estate of Company within the meaning of the Bankruptcy Code. Any monies or other considerations constituting the City's property under the preceding sentence not paid or delivered to the City shall be held in trust for the benefit of the City and be promptly paid to the City.

e. No re-entry and taking of possession of the Site by City shall be construed as an election on City's part to terminate this Agreement, regardless of the extent of renovations and alternation by City, unless a written notice of such intention is given to the Company by the City.

f. City shall be in default of this Agreement and Company shall have all rights at law or in equity, if City fails to perform any of its obligations and such failure is not cured within forth five (45) days of notice from Company of such failure, or within such additional time as is reasonably required to correct any such default if, within such forth five (45) day period, City begins to cure such failure and diligently proceeds to cure such failure until completion.

15. Cure by City. In the event of any default of this Agreement by Company, the City may at any time, after notice, cure the default for the account of and at the expense of the Company. If City is compelled to pay or elects to pay any sum of money or to do any act which will require the payment of any sum of money or is compelled to incur any expense, including reasonable attorneys fees in instituting, prosecuting or defending any action to enforce the City's rights under this Agreement, the sums so paid by City, with all interest, costs and damages shall be deemed to be Additional Fee and shall be due from the Company to City on the first day of the month following the incurring of the respective expenses.

16. Optional Termination. This Agreement may be terminated by Company at its option, at any time prior to the end of the term, upon the Company's removal of improvements and repair of any damages as described in this Section 16 and in Section 19. Upon termination of this Agreement for any reason other than expiration of the term, Company shall remove its improvements from the Site within thirty (30) days of the date of termination, and shall repair any damage to the Site caused by such equipment, normal wear and tear excepted; all at Company's sole cost and expense. Any such property or facilities that are not removed by the end of the Lease term shall, at the City's sole option, become the property of the City. Upon expiration at the end of the term, all improvements to the Site shall be removed, and all damage to the Property repaired, normal wear and tear excepted, as of the termination date.

17. Effect of Termination. Notice of Company's termination pursuant to subparagraph 16(a) shall be given to City in writing by certified mail, return receipt requested, and shall be effective upon receipt of such notice. Upon termination pursuant to paragraph 16, this Agreement shall become null and void and the parties shall have no further obligations to each other except in connection with the warranties and indemnities that by their nature shall survive such termination.

18. Alteration, Damage or Destruction. If the Site or any portion thereof is altered, destroyed or damaged so as to materially hinder effective use of the Facilities through no fault or

negligence of Company, Company may elect to terminate this Agreement upon thirty (30) days written notice to City. In such event, Company shall, pursuant to paragraph 20, remove the Facilities from the Site and shall restore the Site to the same condition as existed prior to this Agreement, normal wear and tear excepted. This Agreement (and Company's obligation to pay) shall terminate upon Company's fulfillment of the obligations set forth in the preceding sentence.

19. Removal and Restoration.

a. The Company shall remove the Company Facilities from the Site within thirty (30) days after termination of the Agreement. Such removal shall be done in a workmanlike and careful manner and without interference or damage to any other equipment, structures or operations on the Site, including use of the Site by City or any of City's assignees. If, however, Company requests permission not to remove all or a portion of the improvements, and City consents to such non-removal, title to the affected improvements shall thereupon transfer to City and the same thereafter shall be the sole and entire property of City, and Company shall be relieved of its duty to otherwise remove same.

b. Upon removal of the improvements (or portions thereof) as provided above in subparagraph (a), Company shall restore the affected area of the Site to the reasonable satisfaction of the City.

c. All costs and expenses for the removal and restoration to be performed by Company pursuant to subparagraphs (a) and (b) above shall be borne by Company, and Company shall hold City harmless from any portion thereof.

20. Indemnity and Insurance.

a. Disclaimer of Liability. City shall not at any time be liable for injury or damage occurring to any person or property from any cause whatsoever arising out of Company's construction, maintenance, repair, use, operation, condition or dismantling of the Site or Company's Facilities, except to the extent that any such injury or damage is due to the negligence or intentional acts of City, its employees or agents.

b. Indemnification. Except to the extent due to the negligence or intentional acts of an Indemnitee (defined below), Company shall, at its sole cost and expense, indemnify and hold harmless City and its officers, boards, commissions, employees, agents, attorneys, and contractors, their heirs, successors, assigns and authorized agents, (hereinafter referred to as "Indemnitees"), from and against:

i. Any and all liability, obligation, damages, penalties, claims, liens, costs, charges, losses and expenses (including, without limitation, reasonable fees and expenses of attorneys, expert witnesses and consultants), which may be imposed upon, incurred by or be asserted against the Indemnitees, arising directly or indirectly by reason of any act or omission of Company, its personnel, employees, agents, contractors or subcontractors, or any invitees, guests, or other persons permitted on the Site by Company, resulting in personal injury, bodily injury, sickness, disease or death to any person or damage to, loss of or destruction of tangible property, libel, slander, invasion of privacy and unauthorized use of any trademark, trade name, copyright, patent, service mark or any other right of

any person, firm or corporation, which may arise out of or be in any way connected with the construction, installation, operation, maintenance, use or condition of the Site or Company's Facilities or the Company's failure to comply with any federal, state or local statute, ordinance or regulation.

ii. Any and all liabilities, obligations, damages, penalties, claims, liens, costs, charges, losses and expenses (including, without limitation, reasonable fees and expenses of attorneys, expert witnesses and other consultants), which are imposed upon, incurred by or asserted against the Indemnitees by reason of any claim or lien arising out of work, labor, materials or supplies provided or supplied to Company, its contractors or subcontractors, for the installation, construction, operation, maintenance or use of the Site or Company's Facilities, and, upon the written request of City, Company shall cause such claim or lien covering City's property to be discharged or bonded within thirty (30) days following such request.

c. Defense of Indemnitees. In the event any action or proceeding shall be brought against the Indemnitees by reason of any matter for which the Indemnitees are indemnified hereunder, Company shall, upon notice from any of the Indemnitees, at Company's sole cost and expense, defend the same with legal counsel selected by Company; provided however, that Company shall not admit liability in any such matter on behalf of the Indemnitees without the written consent of City and provided further that Indemnitees shall not admit liability for, nor enter into any compromise or settlement of, any claim for which they are indemnified hereunder, without the prior written consent of Company.

d. Notice, Cooperation and Expenses. City shall give Company prompt notice of the making of any claim or the commencement of any action, suit or other proceeding covered by the provisions of this paragraph. Nothing herein shall be deemed to prevent City from cooperating with Company and participating in the defense of any litigation by City's own counsel. Company shall pay all reasonable expenses incurred by City in response to any such actions, suits, or proceedings. These expenses shall include all out-of-pocket expenses such as attorney fees and shall also include the reasonable value of any services rendered by the City's attorney, and the actual expenses of City's agents, employees or expert witnesses, and disbursements and liabilities assumed by City in connection with such suits, actions or proceedings but shall not include attorney fees for services that are unnecessarily duplicative of services provided City by Company.

e. Insurance. During the term of the Agreement, Company shall maintain, or cause to be maintained, in full force and effect and at its sole cost and expense, the following types and limits of insurance:

i. Worker's compensation insurance meeting applicable statutory requirements and employer's liability insurance with minimum limits of One Hundred Thousand Dollars (\$100,000.00) for each accident, \$100,000 per disease, per person and \$100,000 per disease in the aggregate.

ii. Commercial general liability insurance with limits of Five Million Dollars (\$5,000,000.00) as the combined single limit for each occurrence of bodily injury, personal injury and property damage in the aggregate. The policy shall provide blanket

contractual liability insurance for all written contracts, and shall include coverage for products and completed operations liability, independent contractor's liability; coverage for property damage from perils of explosion, collapse or damage to underground utilities, commonly known as XCU coverage.

iii. Automobile liability insurance covering all owned, hired, and non-owned vehicles in use by Company, its employees and agents, with personal protection insurance and property protection insurance to comply with the provisions of state law with limits of One and a half Million Dollars (\$1,500,000.00) as the combined single limit for each accident for bodily injury and property damage.

iv. At the start of and during the period of any construction, builders all-risk insurance, together with an installation floater or equivalent property coverage covering cables, materials, machinery and supplies of any nature whatsoever which are to be used in or incidental to the installation of the Facilities. Upon completion of the installation of the Facilities, Company shall substitute for the foregoing insurance policies of fire, extended coverage and vandalism and malicious mischief insurance on the Facilities. The amount of insurance at all times shall be representative of the insurable values installed or constructed. Permission is granted to Company to self-insure these coverages.

v. All required policies other than those for Worker's Compensation shall be written on an occurrence and not on a claims made basis.

vi. The coverage amounts set forth above may be met by a combination of underlying and umbrella policies so long as in combination the limits equal or exceed those stated.

f. Additional Insureds. All required policies, except for worker's compensation policies, shall include City and its officers, boards, commissions, employees and agents as additional insureds (herein referred to as the "Additional Insureds") with respect to claims arising out of Company's use and occupancy of the Property. Each policy shall be endorsed to add Additional Insureds hereunder, with respect to the operations of the named insured.

g. Evidence of Insurance. Certificates of insurance for each insurance policy required to be obtained by Company in compliance with this paragraph shall be filed and maintained with City annually during the term of the Agreement. Company shall immediately advise City of any claim or litigation that may result in liability to City.

h. Cancellation of Policies of Insurance. All insurance policies maintained pursuant to this Agreement shall include that:

at least thirty (30) days prior written notice shall be given to the Risk Manager of the City of Westminster by the insurer of any intention not to renew such policy or to cancel the same. Such notice to be given by mail to the parties named in this paragraph of the Agreement.

i. Insurance Companies. All insurance shall be effected under valid and enforceable policies, insured by insurers licensed to do business by the State of Colorado or surplus line carriers on the State of Colorado Insurance Commissioner's approved list of companies qualified to do business in the State of Colorado. All insurance carriers and surplus line carriers shall be rated A- or better by A.M. Best Company.

j. Deductibles. Company agrees to indemnify and hold harmless City, the Indemnitees, and Additional Insureds from and against the payment of any deductible and from the payment of any premium on any insurance policy required to be furnished by this Agreement.

k. Contractors. Company shall require that every one of its contractors and their subcontractors who perform work on the Site carry, in full force and effect, workers' compensation, commercial general liability and automobile liability insurance coverages of the type which Company is required to obtain under the terms of this paragraph with appropriate limits of insurance.

21. Hazardous Substances. Company represents and warrants that its use of the Site will not generate any Hazardous Substance, and it will not store or dispose on the Site nor transport to or over the Site and/or the Property any Hazardous Substance other than such substances customarily used in the telecommunications industry so long as they are handled and stored in accordance with all applicable laws, rules and regulations. Company further agrees to hold City harmless from and indemnify City against any release of any such hazardous substance and any damage, loss, or expense or liability resulting from such release including all attorneys' fees, costs and penalties incurred as a result thereof except any release caused by the negligence of City, its employees or agents. City shall be responsible for any release of a Hazardous Substance caused by City, including any damage, loss, or expense or liability resulting from such release. "Hazardous Substance" shall be interpreted broadly to mean any substance or material defined or designated, or other similar term by any federal, state or local environmental law, regulation or rule presently in effect or promulgated in the future, as such laws, regulations or rules may be amended from time to time; and it shall be interpreted to include, but not be limited to, any substance which after release into the environment will or may reasonably be anticipated to cause sickness, death or disease. City represents to the best of its knowledge, that the Property has not been used for the generation, storage, treatment or disposal of hazardous materials, hazardous substances or hazardous waste.

22. Security Deposit. Contemporaneously with the execution of this Agreement, Company has deposited with the City the sum of \$4,000.00 as a security deposit. The deposit shall be held by City, without liability for interest, as security for the faithful performance by the Company of all the terms, covenants, and conditions of this Agreement to be kept and performed by the Company during the term hereof, and for those obligations of this Agreement that are to be undertaken after termination.

23. Acceptance of Site and/or City Facility. By taking possession of the Site, Company accepts the Site in the condition existing as of the Commencement Date. City makes no representation or warranty with respect to the condition of the Site.

24. Notices. All notices, requests, demands, and other communications hereunder shall be in writing and shall be deemed given if personally delivered or mailed, certified mail, return

receipt requested; or sent by a nationally recognized overnight courier which provides written evidence of delivery, to the following addresses. At a minimum, each such notice shall contain the title and date of this Agreement, the names of the original parties to this Agreement, and the street address of the Property:

If to City, to: City of Westminster
Attn: City Manager
4800 West 92nd Avenue
Westminster, Colorado 80031

With a copy to: City of Westminster
Attn: City Attorney
4800 West 92nd Avenue
Westminster, Colorado 80031

If to Company, to: New Cingular Wireless PCS, LLC
Attn: Network Real Estate Administration
Re: Cell Site #: COU1253; Cell Site Name: Cozy Corner
Fixed Asset No: 10093717
12555 Cingular Way
Alpharetta, GA 30004

With a copy to: By U.S. Postal Service (First Class or Certified Mail):
New Cingular Wireless PCS, LLC
Attn: AT&T Legal Department
Re: Cell Site #: COU1253; Cell Site Name: Cozy Corner
Fixed Asset No: 10093717
PO Box 97061
Redmond, WA 98073-9761

Or, if by Overnight Courier (FedEx, UPS, DHL, etc.):
New Cingular Wireless PCS, LLC
Attn: AT&T Legal Department
Re: Cell Site #: COU1253; Cell Site Name: Cozy Corner
Fixed Asset No: 10093717
16331 NE 72nd Way
Redmond, WA 98052-7827

25. Assignment and Transfer.

a. Company may not assign this Agreement without the prior written consent of City, except that Company may assign this Agreement to an affiliate upon written notice to City. In addition to the conditions relating to assignment, any transfer of this Agreement, including but not limited transfers arising out of a change in operational control of Company (including acquisition of a majority of the voting interest of Company or any parent Company) shall be subject to such prior written approval of City, which approval will not be unreasonably withheld, conditioned or delayed.

b. Nothing in this Agreement shall preclude City from granting a permit to use other portions of the Property for communications equipment to any person or entity that may be in competition with Company, or any other party, subject to the non-interference terms of this Agreement.

26. Successors and Assigns. This Agreement shall be binding upon and inure to the benefit of the parties, their respective successors, personal representatives and assigns.

27. Non-Waiver. Failure of the City to insist on strict performance of any of the conditions, covenants, terms or provisions of this Agreement or to exercise any of its rights hereunder shall not waive such rights, but City shall have the rights to enforce such rights at any time and take such action as might be lawful or authorized hereunder, either in law or equity. The receipt of any sum paid by Company to City after a breach of this Agreement shall not be deemed a waiver of such breach unless expressly set forth in writing.

28. Miscellaneous.

a. City and Company represent that each, respectively, has full right, power and authority to execute this Agreement.

b. This Agreement constitutes the entire agreement and understanding of the parties and supersedes all offers, negotiations, and other agreements of any kind. There are no representations or understandings of any kind not set forth herein. Any modification or amendment to this Agreement must be in writing and executed by both parties.

c. This Agreement shall be construed in accordance with the laws of the State of Colorado. Venue for any proceeding under this Agreement shall be in Adams County.

d. Each term and condition of this Agreement is an integral part of the consideration given by each party and as such, the terms of this Agreement are not severable.

This Agreement was executed as of the date first set forth above.

CITY:

CITY OF WESTMINSTER, COLORADO

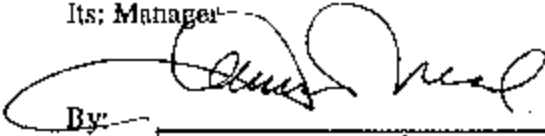
By: _____
Mayor

COMPANY:

NEW CINGULAR WIRELESS PCS, LLC,
a Delaware limited liability company

By: AT&T Mobility Corporation

Its: Manager



By:

Its: Area Manager, Real Estate's, Construction

1753
DN1753



COZY CORNER

999 WEST 124TH AVENUE
WESTMINSTER, CO 80030

GMCODN.CX051753 DN1753

GENERAL DYNAMICS
400 16TH STREET, SUITE 400
DENVER, CO 80202
1450 Academy Park Blvd
Colorado Springs, CO 80901

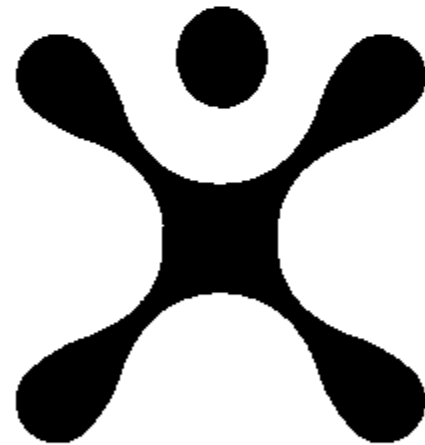
SUMMIT
CORPORATION, INC.
2600 SOUTH PARKER ROAD
BLDG 1 SUITE 316
AURORA, CO 80014

STAMP

THE INFORMATION CONTAINED IN THIS SET OF DOCUMENTS IS INTENDED TO BE USED AS A GUIDE ONLY. THE USER SHALL BE RESPONSIBLE FOR VERIFYING THE ACCURACY OF ALL INFORMATION AND FOR OBTAINING ALL NECESSARY PERMITS AND APPROVALS FROM THE APPROPRIATE AGENCIES.



DRIVING DIRECTIONS
FROM NORTH WEST CORNER OF 125TH ST AND 124TH AVE, TRAVEL SOUTH ON 124TH AVE TO WESTMINSTER BLVD. TURN RIGHT ON WESTMINSTER BLVD. TRAVEL WEST ON WESTMINSTER BLVD. TO WEST 124TH AVENUE. TURN RIGHT ON WEST 124TH AVENUE TO THE PROJECT SITE.



cingular

New Cingular Wireless of Colorado, LLC, a Delaware limited liability company
(formerly known as AT&T Wireless Services of Colorado, LLC)
1001 16th Street, Suite C1
Denver, CO 80202
Contact: Mike Murdock, 303.573.3206

CODE COMPLIANCE
ALL WORK AND MATERIALS SHALL BE PERFORMED AND INSTALLED IN ACCORDANCE WITH THE CURRENT EDITIONS OF ALL GOVERNING CODES AS ADOPTED BY THE LOCAL GOVERNING AUTHORITIES. NOTHING IN THESE PLANS IS TO BE CONSTRUCTED TO PERFORM WORK NOT CONFORMING TO THESE CODES.

PROJECT SUMMARY

APPLICANT / LESEE:
NEW CINGULAR WIRELESS OF COLORADO, LLC,
A DELAWARE LIMITED LIABILITY COMPANY
(FORMERLY KNOWN AS AT&T WIRELESS SERVICES OF COLORADO, LLC)
SUITE C1
1001 16TH STREET
DENVER, CO 80202
CONTACT: MIKE MURDOCK
PHONE: 303.573.3206

PROPERTY OWNER:
CITY OF WESTMINSTER
4800 W 92ND AVENUE
WESTMINSTER, CO 80030

CONTACT: BRENT WORTHINGTON
PHONE: (303) 436-2400

CONSULTANTS:
SITE ACQUISITION & ZONING:
COLLEEN COUSING
(303) 883-5359

CONSTRUCTION:
GENERAL DYNAMICS
1400 16TH STREET, SUITE 400
DENVER, CO 80202

SHEET INDEX

ARCHITECTURAL:
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A-0 GENERAL CONSTRUCTION NOTES
A-1 GENERAL CONSTRUCTION NOTES (CONT'D)
A-2 SITE LAYOUT
A-3 SITE PLAN
A-4 SITE ELEVATION

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RF-1 ANTENNA SPECIFICATIONS
RF-2 ANTENNA SINGLE LINE SCHEMATICS

STRUCTURAL:
S-1 STRUCTURAL DETAILS
S-2 COAX MOUNTING DETAILS

ELECTRICAL:
E-1 EQUIPMENT DIAGRAMS
E-2 ELECTRICAL NOTES AND BREAKER POSITIONS
E-3 UTILITY SITE PLAN
E-4 GROUNDING DETAILS

JURISDICTION

COUNTY:
ADAMS

CITY:
WESTMINSTER

NO.	DESCRIPTION	BY	CHK	APP
1	AS BUILT DRAWINGS	JCM	GB	
2	CONSTRUCTION DRAWINGS	JCM	GB	
3	AS BUILT DRAWINGS	JCM	GB	
4	CONSTRUCTION DRAWINGS	JCM	GB	

COZY CORNER
999 W 124TH AVE
WESTMINSTER, CO 80030
GMCODN CX051753
DN1753

AS BUILT DRAWINGS

TITLE SHEET

GENERAL NOTES:

THE PROPOSED FACILITY WILL BE UNMANNED AND DOES NOT REQUIRE POTABLE WATER OR SEWER SERVICE.

THE PROPOSED FACILITY IS UNMANNED AND IS NOT FOR HUMAN HABITAT. (NO HANDICAP ACCESS IS REQUIRED).

OCCUPANCY IS LIMITED TO PERIODIC MAINTENANCE AND INSPECTION APPROXIMATELY 2 TIMES PER MONTH.

NOISE, SMOKE, DUST OR ODOR WILL RESULT FROM THIS PROPOSAL.

CONTRACTOR WILL PROVIDE ALL LABOR, MATERIALS, TOOLS, EQUIPMENT, SAFETY EQUIPMENT, TRANSPORTATION, AND SERVICES NECESSARY TO COMPLETE ALL THE WORK OUTLINED IN ALL DRAWINGS SPECIFICATIONS, SCOPES OF WORK, BILL OF MATERIALS AND ANY OTHER DOCUMENT ISSUED BY GENERAL DYNAMICS AND AWS.

THE CONTRACTOR SHALL COMPLY WITH ALL LOCAL, AND NATIONAL CODES, LAWS, ORDINANCES, REGULATIONS, SAFETY REGULATIONS, ALL OSHA REGULATIONS, ALL PUBLIC AND MUNICIPAL AUTHORITIES, AND ANY UTILITY COMPANIES REGULATIONS AND DIRECTIVES.

ALL MATERIALS SUPPLIED BY THE OWNER, OWNER'S REPRESENTATIVE, AND THE CONTRACTOR, SHALL BE INSTALLED IN ACCORDANCE WITH ALL LOCAL AND NATIONAL CODES, LAWS, ORDINANCES, REGULATIONS AND PER MANUFACTURER'S RECOMMENDATIONS.

ANY CONTRACTOR SUBMITTING BIDS ON ANY OF THE WORK IS REQUIRED TO VISIT EACH SITE PRIOR TO THE BID SUBMITTAL, AND FAMILIARIZE HIMSELF/HERSELF WITH THE EXISTING CONDITIONS AND UNDERSTAND THE SCOPE OF WORK INTENDED FOR THE PROJECT. THIS WILL BE PERFORMED AT THE CONTRACTOR'S EXPENSE.

THE DRAWINGS AND SPECIFICATIONS ARE A GENERAL DIRECTIVE FOR THE SCOPE OF WORK. EXACT DIMENSIONS AND LOCATIONS MAY CHANGE IN THE FIELD. THE CONTRACTOR IS TO VERIFY THE DIMENSIONS AND LOCATIONS AND REPORT ANY AND ALL DISCREPANCIES TO GENERAL DYNAMICS PRIOR TO COMMENCING THE RELATED WORK. ANY MINOR ERRORS OR OMISSIONS IN THE DRAWINGS AND SPECIFICATIONS, DOES NOT EXCUSE THE CONTRACTOR FROM COMPLETING THE PROJECT AND IMPROVEMENTS IN ACCORDANCE WITH THE INTENT OF THESE DOCUMENTS.

ALL SITES SHALL BE KEPT CLEAN AND FREE OF DEBRIS ON A DAILY BASIS. ALL TRASH AND MATERIALS NO LONGER BEING USED AT THE SITE MUST BE REMOVED AND PROPERLY DISPOSED OF ON A DAILY BASIS.

THE CONTRACTOR SHALL NOT PROCEED WITH ANY WORK AT THE SITE PRIOR TO A NOTICE TO PROCEED (NTP) BEING ISSUED AND A PRE-CONSTRUCTION MEETING AT THE SITE HAVING TAKEN PLACE.

ALL WORK AND MATERIALS FURNISHED BY THE CONTRACTOR SHALL HAVE A WRITTEN ONE-YEAR WARRANTY STARTING AT THE ACCEPTANCE OF THE SITE FROM THE SITE OWNER.

THE CONTRACTOR SHALL HAVE A DESIGNATED MANAGER ON SITE AT ALL TIMES THAT ANY WORK IS BEING PERFORMED. A SUBCONTRACTOR IS NOT DEFINED AS A DESIGNATED MANAGER.

THE SUCCESSFUL CONTRACTOR SHALL PROVIDE A SCHEDULE, LIST OF ALL SUBCONTRACTORS WITH ADDRESSES, CELL PHONE NUMBERS AND HOME PHONE NUMBERS, VERIFICATION OF INSURANCE, ANY AND ALL PERTINENT LICENSES, AND AN ACCURATE SCHEDULE FOR THE PROJECT PRIOR TO THE ISSUANCE OF A NTP.

THE CONTRACTOR IS TO KEEP A COMPLETE AND UP TO DATE SET OF DRAWINGS, SPECIFICATIONS, SCOPE OF WORK, AND BILL OF MATERIAL ON SITE AT ALL TIMES. THIS WILL BE REFERENCED AS THE AS-BUILT DRAWINGS AND MUST BE KEPT CURRENT ON A DAILY BASIS. THIS IS IN ADDITION TO THE PERMIT SET.

A NEW AND CLEAN SET OF CONTRACT DOCUMENTS WILL BE USED TO TRANSFER THE INFORMATION FROM THE ELDER COPY OF THE AS-BUILT DRAWINGS TO A NEW COPY. THIS NEEDS TO BE SUBMITTED TO GENERAL DYNAMICS WITH THE CLOSE OUT DOCUMENTS.

IN ANY CO-LOCATION SITE, THE CONTRACTOR AND ALL ASSIGNS ARE NOT TO USE EXISTING POWER OR AMPER WITH ANY EQUIPMENT BELONGING TO ANY OTHER CARRIER. FAILURE TO ADHERE TO THIS WILL CAUSE IMMEDIATE DISMISSAL OF THE CONTRACTOR FROM THE PROJECT.

THE CONTRACTOR IS RESPONSIBLE FOR SCHEDULING ALL INSPECTIONS AND TESTING REQUIRED FOR EACH PROJECT. A 24-HOUR NOTIFICATION TO GENERAL DYNAMICS IS REQUIRED FOR ALL INSPECTIONS AND TESTING. A FIELD COPY OF ALL INSPECTIONS AND TESTING REPORTS AS WELL AS TRUCK TICKETS MUST BE SUBMITTED TO THE OWNERS REPRESENTATIVE WITHIN 24-HOURS OF THE INSPECTION OR TEST.

THE CONTRACTOR IS RESPONSIBLE TO VERIFY ALL MATERIALS ISSUED TO THEM AND REPORT ANY SHORTAGES AND DISCREPANCIES TO GENERAL DYNAMICS AT THE TIME OF ISSUANCE. THE CONTRACTOR SHALL STORE THESE MATERIALS PROPERLY, ACCORDING TO THE MANUFACTURER'S RECOMMENDATIONS AND IN A MANNER THAT WILL NOT VOID THE WARRANTY ON ANY ITEM. IF ANY ITEM IS DAMAGED OR UNUSABLE DUE TO IMPROPER HANDLING AND STORAGE, THE CONTRACTOR WILL REPLACE IT AT THEIR EXPENSE.

THE CONTRACTOR IS RESPONSIBLE TO FURNISH PROPER FACILITIES FOR THE WORKERS ON EACH PROJECT FOR THE DURATION OF THAT PROJECT.

THE CONTRACTOR IS RESPONSIBLE TO MAINTAIN THE PRESENT CONDITION OF ANY EXISTING BUILDINGS, LANDSCAPING, FENCING, EQUIPMENT, WALKS, DRIVES, AND ATTACHMENTS. IF ANY DAMAGE SHOULD OCCUR, THE CONTRACTOR IS RESPONSIBLE TO RESTORE THE DAMAGE TO A BETTER OR NEW CONDITION.

THE GENERAL DYNAMICS REPRESENTATIVE RESERVES THE RIGHT TO RELOCATE ANY EQUIPMENT WITHIN 10 FT. OF THE LOCATION SPECIFIED ON THESE DRAWINGS PRIOR TO INSTALLATION BY THE CONTRACTOR.

IF THE SPECIFIED EQUIPMENT CAN NOT BE INSTALLED AS SHOWN ON THESE DRAWINGS, THE CONTRACTOR SHALL PROPOSE AN ALTERNATIVE INSTALLATION FOR APPROVAL BY THE GENERAL DYNAMICS REPRESENTATIVE.

CONTRACTOR IS RESPONSIBLE FOR FIELD MEASUREMENTS TO CONFIRM LENGTHS OF CABLE TRAYS, AND ELECTRICAL LINES.

THE CONTRACTOR IS RESPONSIBLE TO OBTAIN AND PAY FOR ALL ELECTRICAL PERMITS AND INSPECTIONS REQUIRED FOR COMPLETION OF WORK AND ACCEPTANCE. PROVIDE CERTIFICATES TO THE CONSTRUCTION MANAGER VERIFYING THAT THE WORK CONFORMS TO THE REQUIREMENTS OF ALL CODES AND AUTHORITIES HAVING JURISDICTION.

NO DEVIATIONS FROM DESIGN SHOWN ON THESE DRAWINGS IS ALLOWED. WITHOUT PRIOR WRITTEN APPROVAL FROM THE GENERAL DYNAMICS REPRESENTATIVE. FAILURE TO OBSERVE THIS RULE MAY RESULT IN THE CONTRACTOR CORRECTING THE INSTALLATION AT THEIR EXPENSE.

VERIFICATION THAT THE EXISTING MONOPOLE CAN SUPPORT THE PROPOSED ANTENNA LOADING IS TO BE DONE BY OTHERS.

PROVIDE SUPPORTS FOR THE ANTENNA CABLES TO THE ELEVATION OF ALL INITIAL AND FUTURE ANTENNAS. ANTENNA CABLES ARE TO BE SUPPORTED AND RESTRAINED AT THE CENTERS SUITABLE TO THE MANUFACTURER'S REQUIREMENTS.

SITE WORK:

- (1) THE CONTRACTOR SHALL GRUB THE SITE AREA AND ANY ACCESS ROAD CLEARING AND REMOVE A MINIMUM OF 6" TO ACHIEVE A STABLE SUB-BASE TO ACCEPT FILL OR OTHER MATERIAL SPECIFIED FOR THE SITE AND ACCESS ROAD. THE GRUBBING SHALL BE REMOVED FROM THE SITE AND NOT REUSED IN ANY PART OF THIS PROJECT.
- (2) IT IS THE CONTRACTOR'S SOLE RESPONSIBILITY TO CALL THE LOCAL LOCATING AUTHORITIES TO VERIFY THE LOCATION OF ANY UNDERGROUND UTILITIES OR LINES THAT EXIST WITHIN THE ENTIRE PROJECT AREA. THE CONTRACTOR IS RESPONSIBLE FOR THE PROTECTION AND RELOCATION (AS NECESSARY) OF THE UNDERGROUND UTILITIES OR LINES. THE CONTRACTOR SHALL PLACE THESE ITEMS ON THE AS-BUILT DRAWINGS.
- (3) ALL ROADWORK AND MATERIALS SHALL CONFORM TO ALL STATE AND LOCAL CODES AND IN ACCORDANCE WITH THE DEPARTMENT OF HIGHWAY AND PUBLIC TRANSPORTATION STANDARD SPECIFICATIONS.
- (4) THE ACCESS ROAD, IF REQUIRED, WILL BE CONSTRUCTED FIRST BEFORE ANY OTHER WORK ON THE SITE IS PERMITTED. BRING THE ROAD TO SUB-BASE COURSE TO ALLOW CONSTRUCTION TRAFFIC TO USE THE ROAD FOR THE PROJECT AND COMPLETE THE ROAD AFTER THE CONSTRUCTION OF THE SITE IS SUBSTANTIALLY COMPLETE.
- (5) ALL SITES AND ACCESS ROADS ARE TO BE CONSTRUCTED TO HAVE A POSITIVE DRAINAGE FLOW AWAY FROM THE SITE AND EQUIPMENT. ANY DISCREPANCIES IN THE DRAWINGS OR SPECIFICATIONS MUST BE BROUGHT TO THE ATTENTION OF GENERAL DYNAMICS IMMEDIATELY.
- (6) ALL ACCESS ROAD AND SITE AREAS WILL HAVE AN UNDERLAYMENT OF MIRAFI-500X, OR EQUAL.
- (7) A SOIL STERILIZER SHALL BE APPLIED TO ALL GRAVEL SURFACES AND BE EPA REGISTERED LIQUID COMPOSITION AND OF PRE-EMERGENCE DESIGN. THE PRODUCT LABEL AND INFORMATION WILL BE GIVEN TO GENERAL DYNAMICS.
- (8) SUB-BASE COURSE OF GRANULAR "B" MATERIAL SHALL CONSIST OF WELL GRADED SAND AND GRAVEL, WITH NOT MORE THAN 8% PASSING THROUGH #200 SIEVE WITH NOT LESS THAN 35% RETAINED ON A #4 SIEVE. CONTRACTOR TO SUPPLY GRADATION FOR REVIEW PRIOR TO PLACEMENT.
- (9) BASE COURSE OF GRANULAR "A" MATERIAL SHALL CONSIST OF 3/4" CRUSHED SAND AND GRAVEL (ROAD MULCH) WITH NOT MORE THAN 8% PASSING THROUGH #200 SIEVE. CONTRACTOR TO SUPPLY GRADATION FOR REVIEW PRIOR TO PLACEMENT.
- (10) ALL FILL DIRT SHALL BE CLEAN AND NATURAL, FREE FROM ANY DELETERIOUS MATERIALS, ROOTS, ICE, SNOW AND RUBBISH. A COPY OF ALL DELIVERY TICKETS SHALL BE SUBMITTED TO THE OWNER'S REPRESENTATIVE WITHIN 24-HOURS FROM THE DELIVERY.
- (11) ALL TRENCHES SHALL HAVE A SIX-INCH BASE OF CLEAN SAND FILL TO ACCEPT THE CONDUITS AND THEN ANOTHER 12" OF CLEAN SAND FILL ON TOP OF THE CONDUITS. THE REMAINDER OF THE TRENCH SHALL HAVE A CLEAN COMPACTABLE FILL PLACED IN MAXIMUM LIFTS OF 8" AND MECHANICALLY COMPACTED TO A DENSITY OF 98% OF STANDARD PROCTOR MAXIMUM DENSITY. METALLIC WARNING TAPE SHALL BE PLACED AT 12" BELOW FINISHED GRADE ALONG THE ENTIRE TRENCH.
- (12) ALL COMPACTION OF SITE AREAS SHALL BE ACCOMPLISHED BY MECHANICAL MEANS. LARGER AREAS SHALL BE COMPACTED BY A SHEEP'S FOOT VIBRATORY ROLLER WEIGHING AT LEAST 5 TONS. SMALLER AREAS SHALL BE COMPACTED BY A POWER DRIVEN HAND HELD TAMPER. ALL COMPACTED AREAS SHALL BE COMPACTED TO WITHIN 95% OF STANDARD PROCTOR MAXIMUM DENSITY AND TESTED BY AN INDEPENDENT LABORATORY, BUT IT WILL BE THE RESPONSIBILITY OF THE CONTRACTOR TO SCHEDULE TESTING. ANY SCHEDULING FOR A PROCTOR WILL BE THE CONTRACTOR'S RESPONSIBILITY AND MUST BE DONE IN A TIMELY FASHION TO ASSURE THE PROJECT WILL NOT BE DELAYED.
- (13) ALL FILL OR STONE WILL BE PLACED IN MAXIMUM 8" LIFTS PRIOR TO COMPACTING.
- (14) FINISH GRADE, INCLUDING TOP SURFACE COURSE, SHALL EXTEND 12" BEYOND THE SITE FENCE AND SHALL COVER THE AREA AS INDICATED.
- (15) USE R/P RAP IN ANY AREAS WITH A SLOPE GREATER THAN 2:1. ENTIRE DITCH FOR 6 FEET IN ALL DIRECTIONS AT CULVERT OPENINGS, AND AS INDICATED ON PLANS.
- (16) SEED, FERTILIZER, AND STRAW COVER SHALL BE APPLIED TO ALL OTHER DISTURBED AREAS, DITCHES, DRAINAGE, AND SWALES NOT OTHERWISE RIP RAPPED. SEED AND FERTILIZER SHALL BE APPLIED TO SURFACE CONDITIONS, WHICH WILL ENCOURAGE ROOTING. PREPARE SURFACE PROPERLY TO ACCEPT THE SEED. SOW SEED IN TWO OPPOSITE DIRECTIONS IN TWICE THE QUANTITY RECOMMENDED BY THE SEED PRODUCER.
- (17) THE CONTRACTOR IS RESPONSIBLE TO ENSURE GROWTH OF THE SEED AND LANDSCAPING AREAS BY WATERING, STRAW, MULCH NET AND ANY OTHER PROPER LANDSCAPING METHOD NECESSARY. ALL AREAS MUST HAVE SUSTAINED GROWTH BY THE TIME OF COMPLETION OF THE PROJECT.
- (18) THE CONTRACTOR IS SOLELY RESPONSIBLE FOR CONTAINMENT OF SEDIMENT AND CONTROL OF EROSION ON SITE. ANY DAMAGE TO ADJACENT OR DOWNSTREAM PROPERTIES WILL BE CORRECTED AT THE CONTRACTOR'S EXPENSE.
- (19) THE CONTRACTOR IS TO MAINTAIN ADEQUATE DRAINAGE AT ALL TIMES. DO NOT ALLOW WATER TO STAND OR POND. ANY DAMAGE TO STRUCTURES OR WORK ON THE SITE CAUSED BY INADEQUATE MAINTENANCE OF DRAINAGE PROVISIONS WILL BE THE RESPONSIBILITY OF THE CONTRACTOR AND ANY COST ASSOCIATED WITH REPAIRS FOR SUCH DAMAGE WILL BE AT THE CONTRACTOR'S EXPENSE.
- (20) THE CONTRACTOR SHALL BE RESPONSIBLE TO CORRECT ALL DAMAGE TO THE SITE SUBSEQUENT TO THE INSTALLATION OF THE POWER AND TELCO LINES.



GENERAL DYNAMICS

1450 16th Street, Suite 450
 Denver, CO 80202

1450 Academy Park Loop
 Colorado Springs, CO 80906

SUMMIT COMMUNICATIONS, INC.

2600 SOUTH PARKER ROAD
 BLDG 1 SUITE 318
 AURORA, CO 80014

STAMP

THE INFORMATION CONTAINED IN THIS SET OF DOCUMENTS IS PROPRIETARY IN NATURE. ANY USE OR DISSEMINATION OTHER THAN THAT AUTHORIZED BY THE CLIENT MAY BE SUBJECT TO PROSECUTION.

AS BUILT DRAWINGS	JCM	GB	CONSTRUCTION DRAWINGS	JCM	GB	AS BUILT DRAWINGS	JCM	GB	CONSTRUCTION DRAWINGS	JCM	GB	DESCRIPTION	BY	CHK	APPD

007Y CORNER
 999 W 124TH AVE
 WESTMINSTER, CO 80030
 GMCODN CK051753
 DN1753

AS BUILT
 DRAWINGS

GENERAL
 CONSTRUCTION
 NOTES



GENERAL DYNAMICS
 1400 14th STREET SUITE 400
 DENVER CO 80202
 1450 Academy Park Lane
 Colorado Springs, CO 80910

SUMMIT COMMUNICATIONS, INC.
 2600 SOUTH PARKER ROAD
 BLDG 1 SUITE 318
 AURORA, CO 80014

STAMP

THE INFORMATION CONTAINED IN THIS SET OF DOCUMENTS IS PROPRIETARY TO SUMMIT. ANY USE OR DISCLOSURE OTHER THAN THAT AUTHORIZED BY THE CLIENT IS STRICTLY PROHIBITED.

DESCRIPTION	BY	CHK	APP
AS BUILT DRAWINGS	JCM	GB	
CONSTRUCTION DRAWINGS	JCM	GB	
AS BUILT DRAWINGS	JCM	GB	
CONSTRUCTION DRAWINGS	JCM	GB	

COZY CORNER
 909 W 124TH AVE
 WESTMINSTER CO, 80030
 GROUND EXOS 753
 DN1753

AS BUILT DRAWINGS

GENERAL CONSTRUCTION NOTES (CONT.)

STRUCTURAL STEEL NOTES:

- SHOP DRAWINGS FOR STRUCTURAL STEEL SHALL BE SUBMITTED TO THE GENERAL DYNAMICS REPRESENTATIVE FOR REVIEW PRIOR TO FABRICATION.
- STRUCTURAL STEEL DESIGN, FABRICATION AND ERECTION (INCLUDING FIELD WELDING, HIGH STRENGTH FIELD BOLTING, EXPANSION BOLTS, AND THREADED EXPANSION ANCHORS) SHALL BE BASED ON THE A.I.S.C. "SPECIFICATION FOR THE DESIGN, FABRICATION, AND ERECTION OF STRUCTURAL STEEL FOR BUILDINGS" LATEST EDITION. SUPERVISION SHALL BE IN ACCORDANCE WITH SECTION 1701 OF THE UBC 1997, BY A QUALIFIED TESTING AGENCY DESIGNATED BY THE GENERAL DYNAMICS REPRESENTATIVE. THE GENERAL DYNAMICS REPRESENTATIVE SHALL BE FURNISHED WITH A COPY OF ALL INSPECTION REPORTS AND TEST RESULTS.
- STRUCTURAL STEEL SHALL CONFORM TO THE FOLLOWING REQUIREMENTS:
 TYPE OF MEMBER:
 (A) PLATES, SHAPES, ANGLES, AND RODS = ASTM A36, Fy 36 KSI
 (B) SPECIAL SHAPES AND PLATES = ASTM A572, Fy 50 KSI
 (C) PIPE COLUMNS = ASTM A53, Fy 35 KSI
 (D) STRUCTURAL TUBING = ASTM A500, Fy 46 KSI
 (E) ANCHOR BOLTS = ASTM A307
 (F) CONNECTION BOLTS = ASTM A325-X
- ALL MATERIAL TO BE HOT DIPPED GALVANIZED AFTER FABRICATION PER A123/A123M-00.
- ALL WELDING SHALL BE IN CONFORMANCE WITH A.I.S.C. AND AWS STANDARDS AND SHALL BE PERFORMED BY W.A.B.O. CERTIFIED WELDERS USING E70 XX ELECTRODES. ONLY PRE-QUALIFIED WELDS (AS DEFINED BY AWS) SHALL BE USED. WELDING OF GRADE 60 REINFORCING BARS (IF REQUIRED) SHALL BE PERFORMED USING LOW HYDROGEN ELECTRODES. WELDING OF GRADE 40 REINFORCING BARS (IF REQUIRED) SHALL BE PERFORMED USING E70 XX ELECTRODES. WELDING WITHIN 4" OF COLD BENDS IN REINFORCING STEEL IS NOT PERMITTED. SEE REINFORCING NOTE FOR MATERIAL REQUIREMENTS OF WELDED BARS
- COLD-FORMED STEEL FRAMING MEMBERS SHALL BE OF THE SHAPE, SIZE, AND GAGE SHOWN ON THE PLANS. PROVIDE MINIMUM SECTION PROPERTIES INDICATED. ALL COLD-FORMED STEEL FRAMING SHALL CONFORM TO THE A.I.S.C. "SPECIFICATION FOR THE DESIGN OF COLD-FORMED STEEL STRUCTURAL MEMBERS."
- BOLTED CONNECTIONS SHALL USE BEARING TYPE ASTM A325 BOLTS (3/4" DIA.) AND SHALL HAVE A MINIMUM OF TWO BOLTS UNLESS NOTED OTHERWISE.
- NON-STRUCTURAL CONNECTIONS FOR STEEL GRATING MAY USE 5/8" DIA. ASTM A307 BOLTS UNLESS NOTED OTHERWISE.
- STEEL WORK SPECIFIED TO BE PAINTED SHALL BE PAINTED IN ACCORDANCE WITH ASTM A36.
- ALL WELDS TO BE 1/4" FILLET UNLESS NOTED OTHERWISE.
- TOUCH UP ALL FIELD DRILLING AND WELDING WITH 2 COATS OF GALVACON (ZINC RICH PAINT) OR APPROVED EQUAL.

CLOSE-OUT DOCUMENTS:

- CONTRACTOR CLOSE-OUT DOCUMENTS INCLUDE, BUT ARE NOT LIMITED TO:
 - RED LINE "AS BUILT" DRAWINGS INDICATING ANY FIELD CHANGES.
 - PHOTOGRAPHS OF EACH INSPECTION ITEM (ANTENNA AND GENERAL INSPECTIONS. DIGITAL CAMERA TO BE UTILIZED BY CONTRACTOR.)
 - ANTENNA PACKETS WITH ORIENTATIONS ON TOWER (Rx 1-2-3, Tx 1-2-3)
 - CERTIFIED COPIES OF ALL GROUND TESTS: CONCRETE TESTS.
 - MANUFACTURER SUPPLIED OWNER'S MANUALS FOR ALL APPLICABLE EQUIPMENT.
 - COPIES OF BUILDING PERMITS, ELECTRICAL PERMITS, BUILDING INSPECTIONS, ALONG WITH THE ORIGINALS.
 - CERTIFICATES OF OCCUPANCY (C-of-O).
 - GROUND SYSTEM Ohms TEST RESULTS
 - COPIES OF RF SWEEP TEST (3 HARD COPIES AND 1 SOFT COPY)
 - COMPLETED WARRANTY FORM.
 - COPIES OF MUNICIPALITY REQUIRED SPECIAL INSPECTIONS.
 - FINAL RELEASE OF LIENS.
 - COMPLETED FINAL PUNCH LIST CHECKLIST.
 - COPIES OF ALL TAILGATE SAFETY MEETINGS.

CREATE NOTES:

ALL MATERIALS, LABOR, AND METHODS SHALL CONFORM TO ALL APPLICABLE ASTM AND ACI STANDARDS AND REQUIREMENTS. IT IS THE CONTRACTOR'S RESPONSIBILITY TO ENSURE THAT ALL STANDARDS ARE MET AND BE ABLE TO PRODUCE THE VERIFICATION OF THESE ITEMS UPON REQUEST.

THE CONTRACTOR SHALL SCHEDULE ALL INSPECTIONS AND THE TESTING LABORATORY AND INFORM THE OWNER'S REPRESENTATIVE WITHIN 24 HOURS OF THE INSPECTION OR TEST. THE TEST WILL INCLUDE SLUMP, AIR ENTRAINMENT, TEMPERATURE, AND TEST CYLINDERS. A TOTAL OF FIVE CYLINDERS SHALL BE TAKEN DURING EACH POUR OR FOR EACH 50 YARDS IF THE POUR IS OVER 50 YARDS. THE FIRST CYLINDER WILL BE BROKEN AT 3 1/2 DAYS. A SECOND AT 7 DAYS, THE THIRD AND FOURTH AT 28 DAYS. THE LAST CYLINDER WILL BE KEPT SEPARATELY FOR FUTURE USE IF NECESSARY.

ALL CONCRETE FOR THE PROJECT SHALL HAVE A 28-DAY STRENGTH OF 4,000 PSI (TOWER FOUNDATION = 5,000 PSI) AND A SLUMP OF 5" MAXIMUM WITH THE MIXTURE PROPORTIONS MEETING THE ASTM AND ACI REQUIREMENTS. ALL MIXTURES AND MATERIALS USED FOR THE CONCRETE MIXTURE SHALL ALSO CONFORM TO THE PROPER ASTM REQUIREMENTS.

ALL TOWER FOUNDATIONS SHALL BE TREMIE PLACED AND VIBRATED.

THE CONTRACTOR IS RESPONSIBLE FOR ALL EMBEDMENT LOCATIONS, SIZES, AND PROPER ANCHORING TO HOLD THE ITEMS IN PLACE ACCURATELY.

THE CONTRACTOR WILL SUPPLY AND USE RELEASING AGENT ON ALL FORMS. ANY ATTACHMENT TO EXISTING CONCRETE AREAS WILL BE DONE WITH SMOOTH DOWELS AT 18" O.C. WITH A MINIMUM 6" EMBEDMENT IN EACH DIRECTION AND AN APPROVED BONDING AGENT TO BE APPLIED TO THE EXISTING SURFACE.

ALL EXPOSED CONCRETE WILL HAVE A UNIFORM FINISH AND BE SLOPED FOR DRAINAGE OFF THE SURFACE UNLESS OTHERWISE NOTED IN THE PLANS OR SPECIFICATIONS.

THE CONTRACTOR SHALL PROTECT THE CONCRETE FROM ANY ADVERSE WEATHER CONDITIONS, PREMATURE CURING AND MECHANICAL INJURY TO INSURE PROPER CURING.

ALL CONCRETE WITH SURFACES EXPOSED TO STANDING WATER OR FREEZING SHALL BE AIR-ENTRAINED WITH AN AIR-ENTRAINING AGENT CONFORMING TO ASTM C260, C494, C618, C989, AND C1017. TOTAL AIR CONTENT SHALL BE IN ACCORDANCE WITH TABLES 19-A-1 OF THE UBC 1997.

THE CONTRACTOR SHALL BE RESPONSIBLE FOR THE USE AND CONTROL OF ANY MECHANICAL EQUIPMENT TO INSURE THE PROPER PLACEMENT OF THE CONCRETE TO PREVENT ANY VOIDS OR GAPS.

CONCRETE SHALL BE MIXED, PROPORTIONED, CONVEYED AND PLACED IN ACCORDANCE WITH UBC 1997 SECTION 1905 AND ACI 301. STRENGTHS AT 28 DAYS AND MIX CRITERIA SHALL BE AS FOLLOWS.

TYPE OF CONSTRUCTION:

- SLABS ON GRADE, TOPPING SLABS, SLABS ON METAL DECK STAIR LANDINGS AND TRFADS
 -28 DAY STRENGTH (f'c) 4000 PSI
 -W/C RATIO GREATER THAN OR EQUAL TO .45
 -MINIMUM CONTENT PER CUBIC YARD 5 1/2 SACKS
- ALL STRUCTURAL CONCRETE (EXCEPT WALLS)
 -28 DAY STRENGTH (f'c) 4000 PSI
 -W/C RATIO GREATER THAN OR EQUAL TO .45
 -MINIMUM CONTENT PER CUBIC YARD 6 1/2 SACKS
- CONCRETE WALLS
 -28 DAY STRENGTH (f'c) 4000 PSI
 -W/C RATIO GREATER THAN OR EQUAL TO .45
 -MINIMUM CONTENT PER CUBIC YARD 6 1/2 SACKS
- CONCRETE FOUNDATIONS
 -28 DAY STRENGTH (f'c) 5000 PSI
 -W/C RATIO GREATER THAN OR EQUAL TO .45
 -MINIMUM CONTENT PER CUBIC YARD 6 1/2 SACKS

EMBEDMENT SHALL BE ASTM C150, PORTLAND CEMENT TYPE II U.N.O

THE GENERAL CONTRACTOR SHALL SUPERVISE AND BE RESPONSIBLE FOR THE METHODS AND PROCEDURES OF CONCRETE PLACEMENT.

REINFORCING STEEL SHALL CONFORM TO ASTM A615 (INCLUDING SUPPLEMENT S1), GRADE 60, fy=60,000 PSI.

EXCEPTIONS: ANY BARS SPECIFICALLY SO NOTED ON THE DRAWINGS SHALL BE GRADE 40, fy=40,000 PSI. GRADE 40 REINFORCING BARS INDICATED ON DRAWINGS TO BE WELDED SHALL CONFORM TO ASTM A706. REINFORCING COMPLIING WITH ASTM A615(S1) MAY BE WELDED ONLY IF MATERIAL PROPERTY REPORTS INDICATING CONFORMANCE WITH WELDING PROCEDURES SPECIFIED IN A.W.S. D14 ARE SUBMITTED.

REINFORCING STEEL SHALL BE DETAILED (INCLUDING HOOKS AND BENDS) IN ACCORDANCE WITH ACI 318.

FOR ALL CONTINUOUS REINFORCEMENT AT LEAST 30 BAR DIAMETERS OR A MINIMUM OF 2'-0" PROVIDE CORNER BARS AT ALL WALL AND FOOTING INTERSECTIONS. LAP CORNER BARS AT LEAST 30 BAR DIAMETERS OR A MINIMUM OF 2'-0".

FOR ADJACENT MATS OF WELDED WIRE FABRIC A MINIMUM OF 8" AT SIDES AND ENDS. TOWER FOUNDATION AS PER ENGINEER'S STAMPED DRAWINGS.

WELDED WIRE FABRIC SHALL CONFORM TO ASTM A-105.

SPIRAL REINFORCEMENT SHALL BE PLAIN WIRE CONFORMING TO ASTM A615, GRADE 60, fy=60,000 PSI.

NO BARS PARTIALLY EMBEDDED IN HARDENED CONCRETE SHALL BE FIELD BENT UNLESS SPECIFICALLY SO DETAILED & APPROVED BY THE GENERAL DYNAMICS REPRESENTATIVE.

CONCRETE PROTECTION (COVER) FOR REINFORCING STEEL SHALL BE AS FOLLOWS:

- FOOTINGS AND OTHER UNFORMED SURFACES, EARTH FACE = 3"
- FORMED SURFACES EXPOSED TO EARTH OR WEATHER (#6 BARS OR LARGER) = 2"
- FORMED SURFACES EXPOSED TO EARTH OR WEATHER (#5 BARS OR SMALLER) = 1-1/2"
- SLABS AND WALLS (INTERIOR FACE) = 3/4"

BARS SHALL BE SUPPORTED ON CHAIRS OR EQUAL.

ANCHOR BOLTS TO CONFORM TO ASTM A307.

NON-SHRINK GROUT SHALL BE FURNISHED BY AN APPROVED MANUFACTURER AND SHALL BE MIXED AND PLACED IN STRICT ACCORDANCE WITH THE MANUFACTURER'S PUBLISHED RECOMMENDATIONS. GROUT STRENGTH SHALL BE AT LEAST EQUAL TO THE MATERIAL ON WHICH IT IS PLACED (3,000 PSI MINIMUM).

ALL EXPANSION ANCHORS TO BE HILTI BRAND. ADHESIVE ANCHORS REQUIRE TESTING TO CONFIRM CAPACITY UNLESS WAIVED BY ENGINEER.

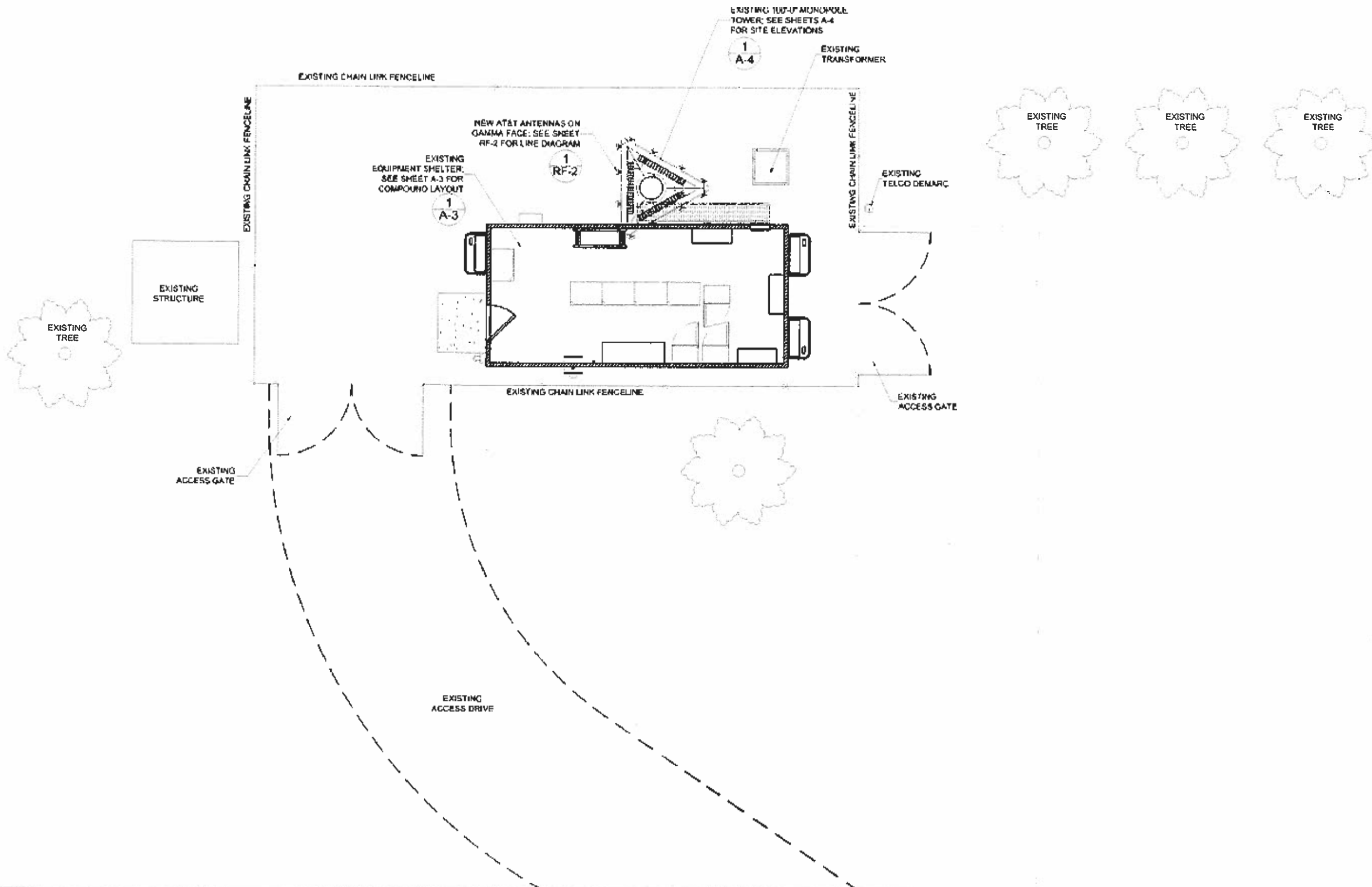


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NO.	DATE	DESCRIPTION	BY	CHK	APD
3	10 MAR 2005	AS BUILT DRAWINGS	JCM	GB	
2	28 FEB 2004	CONSTRUCTION DRAWINGS	JCM	GB	
1	03 JUN 2004	AS BUILT DRAWINGS	JCM	GB	
1	01 DEC 2003	CONSTRUCTION DRAWINGS	JCM	GB	

SITE INFORMATION COZY CORNER 999 W 124TH AVE WESTMINSTER, CO. 80030 GMSODN.CX051753 DN1753	
DESIGN TYPE AS BUILT DRAWINGS	
SHEET TITLE SITE LAYOUT	
SHEET NUMBER A-2	REV 3



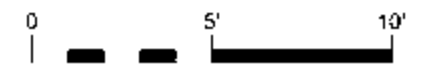
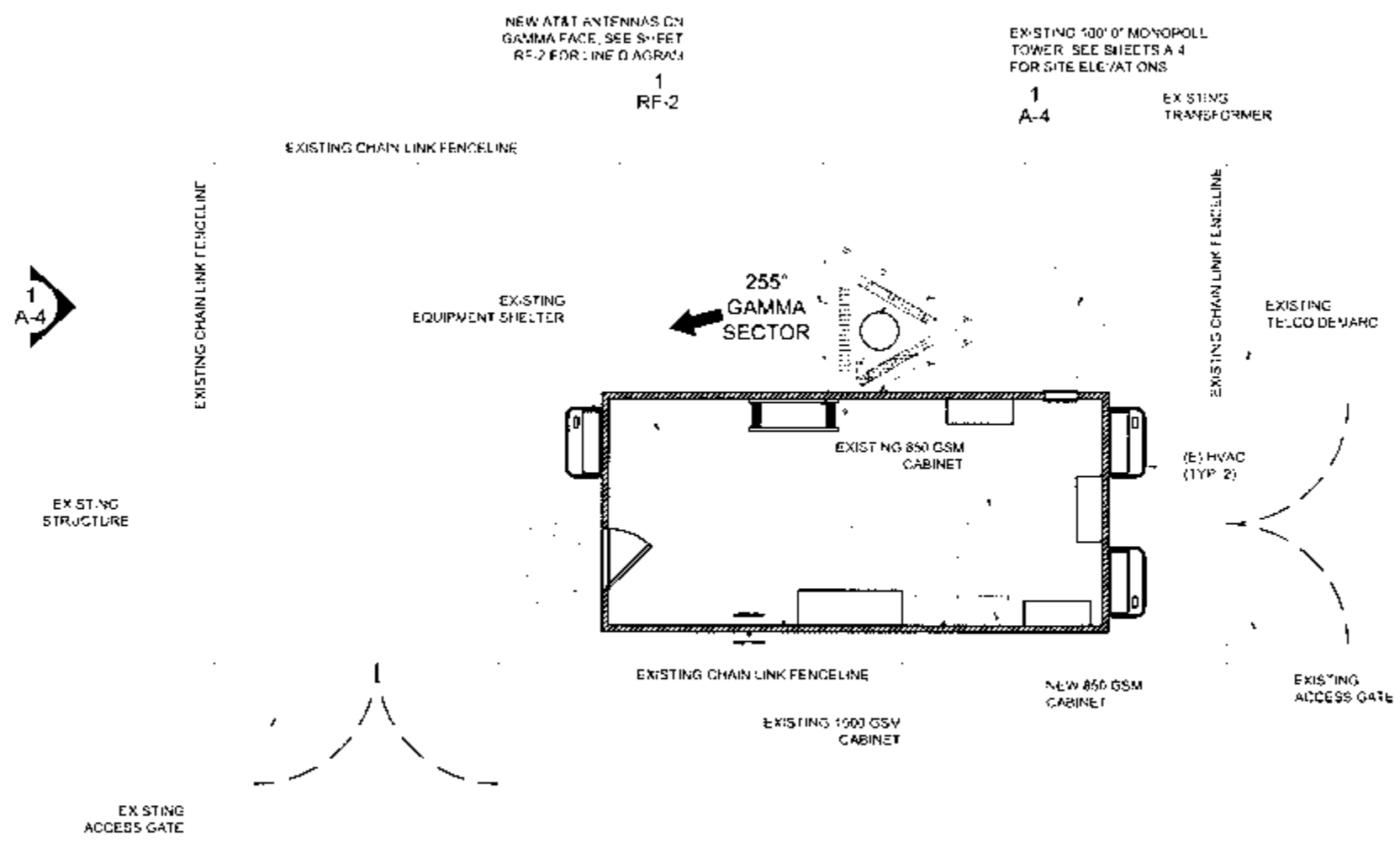
WORK GENERAL NOTES

CONTRACTOR TO CONTACT ALL UTILITIES TO DETERMINE LOCATION OF UNDERGROUND SERVICES. ALL LOCATIONS TO BE CONFIRMED PRIOR TO CONSTRUCTION.
 CONTRACTOR SHALL VERIFY ALL EXISTING FOUNDATIONS, AND CONDITIONS PRIOR TO BEGINNING ANY WORK. ALL DIMENSIONS OF ALL CONSTRUCTION SHOWN ON THE DRAWINGS ARE INTENDED AS GUIDELINES ONLY AND MUST BE VERIFIED.
 EXISTING ACTIVE SEWER, WATER, GAS, ELECTRIC AND OTHER UTILITIES WHICH INTERFERE WITH THE WORK SHALL BE PROTECTED AT ALL TIMES, AND WHERE NECESSARY RELOCATED FOR THE PROPER EXECUTION OF WORK, SHALL BE RELOCATED AS DIRECTED BY ENGINEERS (AT CONTRACTOR'S EXPENSE). EXTREME CAUTION SHOULD BE EXERCISED BY THE CONTRACTOR WHEN EXCAVATING OR DRILLING AROUND OR NEAR ANY UTILITIES. THE WORK CREW SHALL HAVE PRIOR TRAINING THAT INCLUDES BUT IS NOT LIMITED TO:
 1. PROTECTION OF UNFINISHED SPACE.
 2. CRITICAL SAFETY.
 3. SHIELDING AND EXCAVATION.
 4. NECESSARY RUBBER STAMPS, DEBRIS, STONES AND OTHER REFUSE SHALL BE KEPT FROM THE SITE AND DISPOSED OF PROPERLY.
 5. EXISTING INACTIVE SEWER, WATER, GAS, ELECTRIC AND OTHER UTILITIES WHICH INTERFERE WITH THE EXECUTION OF THE WORK, SHALL BE PROTECTED AND/OR CAPPED, PLUGGED OR OTHERWISE DISCONTINUED AT POINTS WHICH DO NOT INTERFERE WITH THE EXECUTION OF THE WORK, SUBJECT TO THE APPROVAL OF THE ENGINEERING, OWNER AND/OR LOCAL AGENCIES (AT CONTRACTOR'S EXPENSE).
 6. ALL CONSTRUCTION IS COMPLETE. ALL REPAIR AREAS ARE TO BE REINSTATED TO ORIGINAL CONSTRUCTION CONDITIONS.

WORK GENERAL NOTES

1. PANEL ANTENNA
 12"
 PIPE FRAME STAND OFF BRACKET
 18"
 EXISTING STRUCTURE
 ANTENNA PIPE MOUNT (TYPICAL OF 2)
 DOUBLE ANTENNA CLAMP
 U-BOLT (TYPICAL)
 PIPE FRAME STAND OFF BRACKET
 JNA MOUNT (TYPICAL)

SCALE: NOT TO SCALE 2 EQUIPMENT ROOM LAYOUT



GENERAL DYNAMICS
 1401 SOUTH ST. RAIL, SUITE 400
 DENVER, CO 80202
 1450 Academy Park Blvd
 Colorado Springs, CO 80910

SUMMIT COMMUNICATIONS, INC.
 2600 SOUTH PARKER ROAD
 BLDG 1 SUITE 318
 AURORA, CO 80014

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CONSTRUCTION DRAWINGS	JCM	GB	
AS BUILT DRAWINGS	JCM	GB	
CONSTRUCTION DRAWINGS	JCM	GB	

COZY CORNER
 999 W 124TH AVE
 WESTMINSTER, CO 80030
 BMCODN CXC051753
 DN1753

AS BUILT DRAWINGS

COMPOUND PLAN

A-3 3



GENERAL DYNAMICS

1400 LAMAR BLVD. SUITE 400
DENVER, CO 80202
1430 Academy Park Loop
Colorado Springs, CO 80910



2600 SOUTH PARKER ROAD
BLOC 1 SUITE 318
AURORA, CO 80014

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1		JCM	GB		AS BUILT DRAWINGS	
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3		JCM	GB		AS BUILT DRAWINGS	
4		JCM	GB		CONSTRUCTION DRAWINGS	

COPY CORNER
299 W 124TH AVE
WESTMINSTER, CO 80030
GMCODN CXC051753
DN1753

AS BUILT
DRAWINGS

SITE
ELEVATION

A-4 3



TOP OF EXISTING TOWER/ RAD CENTER OF ANTENNAS
100'-0"

NEW AT&T ANTENNAS ON
GAMMA FACE: SEE SHEET
RF-2 FOR LINE DIAGRAM

1
RF-2

EXISTING 100'-0"
MONOPOLE TOWER

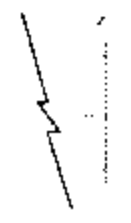
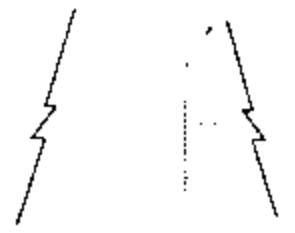
EXISTING
EQUIPMENT SHELTER,
SEE SHEET A-3 FOR
COMPOUND LAYOUT

1
A-3

EXISTING
COAX CABLE
ICE BRIDGE

EXISTING CHAIN
LINK FENCELINE

EXISTING CHAIN
LINK FENCELINE



GROUND ELEVATION
0'-0"

SCALE: NOT TO SCALE 1



GENERAL DYNAMICS
 1400 FARM STREET, SUITE 400
 DENVER, CO 80202
 1450 Academy Parkway
 Golden, Colorado, CO 80401

SUNSHINE COMMUNICATIONS, INC.
 2800 SOUTH PARKER ROAD
 BLDG 1 SUITE 310
 AURORA, CO 80014

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1		AS BUILT DRAWINGS	JCM	GB	
2		CONSTRUCTION DRAWINGS	JCM	GB	
3		AS BUILT DRAWINGS	JCM	GB	
4		CONSTRUCTION DRAWINGS	JCM	GB	

COZY CORNER
 939 W 124TH AVE
 WESTMINSTER, CO, 80030
 GROUND CXC051753
 DN1753

AS BUILT DRAWINGS

ANTENNA SPECIFICATIONS

RF-1 3

SWEEP TESTING

- CONTRACTOR TO PERFORM TESTING ON EACH COAXIAL CABLE TO MEASURE INSERTION LOSS, AND TO ENSURE THAT EACH CABLE IS INSTALLED AND CONNECTED TO THE APPROPRIATE ANTENNA. THESE MEASUREMENTS MUST BE PERFORMED ON THE COAXIAL CABLE WITH THE JUMPER ATTACHED.
- PRELIMINARY INSPECTION PRIOR TO TESTING. CONTRACTOR WILL PERFORM INSPECTION OF ANTENNA AND COAXIAL SYSTEM AND DOCUMENT FINDINGS.
- EQUIPMENT, TEST EQUIPMENT SHALL BE WILTRON 3315 OR GENERAL DYNAMICS - WTS APPROVED ALTERNATIVE.
- FREQUENCIES: ALL TEST SHALL BE PERFORMED FOR THE FOLLOWING FREQUENCIES:
 A BLOCK: RECEIVE 1850 TO 1965, TRANSMIT 1930 TO 1945
 B BLOCK: RECEIVE 1870 TO 1985, TRANSMIT 1950 TO 1965
 C BLOCK: RECEIVE 1895 TO 1910, TRANSMIT 1975 TO 1990
 D BLOCK: RECEIVE 1865 TO 1870, TRANSMIT 1945 TO 1950
 E BLOCK: RECEIVE 1885 TO 1890, TRANSMIT 1905 TO 1920
 F BLOCK: RECEIVE 1890 TO 1935, TRANSMIT 1970 TO 1975
- NOTIFICATION: CONTRACTOR SHALL NOTIFY THE GENERAL DYNAMICS - WTS DESIGNATED REPRESENTATIVE A MINIMUM OF 24 HOURS PRIOR TO ANTENNA SYSTEMS TESTING.
- AZIMUTH VERIFICATION: PRIOR TO TESTING, CONTRACTOR SHALL VERIFY THAT ALL AZIMUTHS AND DOWNTILTS ARE TRUE. CONTRACTOR SHALL ENSURE THAT ALL CONNECTORS HAVE BEEN INSTALLED TO THE SPECIFIED TORQUE VALUES.
- DOCUMENTATION: ONE HARD COPY WILL BE LEFT AT THE SITE AND 1 HARD COPY AND TWO SOFT COPIES WILL BE SUPPLIED TO GENERAL DYNAMICS - WTS AS PART OF THE CLOSEOUT DOCUMENTATION.
- REQUIRED TEST: CONTRACTOR SHALL PERFORM THE FOLLOWING ON EACH COAXIAL LINE AND RECORD EACH READING ON BASE STATION ANTENNA SYSTEM SUMMARY SHEET, OPEN VSWR, SYSTEM VSWR, LOAD VSWR, SYSTEM RETURN LOSS, OPEN RETURN LOSS, DISTANCE TO FAULT. ALL TO BE DOCUMENTED IN - DB FORM.
- CONTRACTOR SHALL CONDUCT AUDIT OF MATERIALS TO INCLUDE, ANTENNA SERIAL NUMBERS AND MODEL NUMBERS PER IDENTIFIED SECTOR. CONTRACTOR SHALL RECORD FINDINGS SUPPLYING GENERAL DYNAMICS - WTS.
- PHOTOS: CONTRACTOR SHALL TAKE DIGITAL PHOTOS OF EACH ANTENNA SYSTEM. PHOTOS SHALL BE SUBMITTED AS PART OF THE CLOSEOUT DOCUMENTATION. CONTRACTOR IS REQUIRED TO SUBMIT QUALITY PHOTOS, PHOTOS TAKEN WITH INSUFFICIENT LIGHT OR LACKING IN DETAIL WILL BE REJECTED AND WILL BE RE-PHOTOGRAPHED AT CONTRACTOR'S EXPENSE. CONTRACTOR SHALL PAY DEVELOPING COSTS OF ALL NON-DIGITAL PHOTOGRAPHS. PHOTOS REQUIRED OF THE FOLLOWING:
 A) ANTENNA AZIMUTHS (3 REQUIRED, 1 PER SECTOR) PICTURE SHOULD INCLUDE THE TOP OF EACH ANTENNA AS A SIDE VIEW AND WILL BE USED TO VERIFY THAT CORRECT DOWNTILT HAS BEEN APPLIED TO EACH SECTOR.
 B) VIEW FROM FACE (3 REQUIRED, 1 PER SECTOR) PICTURE TO BE VIEWED FROM BACK OF TRANSMIT ANTENNA TO INCLUDE THE TOP OF THE TRANSMIT ANTENNA AND SURROUNDING LANDSCAPE.
 C) TOP BUS BAR (1 PER BUS BAR) PICTURE SHALL BE USED TO INDICATE GROUNDING KITS HAVE BEEN GROUNDED APPROPRIATELY.

* ALL LINES, ANTENNAS AND EQUIPMENT SHALL BE LABELED IN ACCORDANCE WITH AWS SPECIFICATIONS

ANTENNA CABLE LABELING

ALPHA	ATX - 1 RED	ARX - 2 RED
BETA	BTX - 1 BLUE	BRX - 2 BLUE
GAMMA	CTX - 1 GREEN	CRX - 2 GREEN

NOTES

- ALL ANTENNAS WILL FOLLOW A STANDARD COLOR COATING.
- COLOR CODING WILL BE APPLIED WITH 1" WIDE RINGS OF THE APPROPRIATE COLOR CODE.
- CONTRACTOR WILL LABEL THE COAX AT THE BOTTOM MASTER GROUND BAR 6" FROM THE BOTTOM CONNECTOR OF THE PRIMARY COAX AND 8" FROM THE TOP CONNECTOR OF THE PRIMARY COAX. THE JUMPERS WILL ALSO BE LABELED IN THE SAME FASHION.

ANTENNA LABELING

COMMUNICATION SPECIFICATIONS

CONTRACTOR TO PERFORM PRE AND POST INSTALLATION TESTS AND PROVIDE TEST RESULTS TO OWNER AND 1 FAVORABLE COPY ON SITE FOR TECHNICIAN.

ALL JUMPER CABLES TO THESE ANTENNAS MUST BE OF PROPER LENGTH WITH LESS THAN 1/4" SLACK.

CONTRACTOR TO LABEL AND COLOR CODE ANTENNAS AND JUMPER CABLES AS PER OWNERS SPECIFICATIONS.

ONLY QUALIFIED PERSONNEL HAVING COMPLETED AN ANDREWS CONNECTOR COURSE SHALL COMPLETE THE INSTALLATION OF CONNECTORS, GROUND KITS AND WEATHER-PROOFING KITS. PROOF OF CERTIFICATION OF PERSONNEL MAY BE REQUESTED ON SITE BY CONTRACTOR OR ENGINEER. FAILURE TO PRODUCE MAY REQUIRE A CHANGE OF PERSONNEL TO A QUALIFIED PERSON.

REMOVE ANTENNA CABLE TERMINATIONS AND TERMINATE NEW ANTENNA CABLES WITHIN SHELTER AT LOCATION SPECIFIED BY OWNER.

REMOVE GROUND KITS ON NEW ANTENNA CABLES AT LOCATIONS TO MATCH EXISTING.

USE THE FOLLOWING TABLE TO DETERMINE THE MINIMUM BENDING RADIUS FOR INSTALLATION OF ANTENNA CABLES.

ANTENNA CABLE BENDING RADIUS

MODEL NUMBER	739106
MANUFACTURER	ALLEGON
MOUNTING BRACKET	INCLUDED
LENGTH	53"
WIDTH	11"
DEPTH	4.5"
WEIGHT	18.7 lbs.

SCALE: NOT TO SCALE 4 SWEEP TESTING

GAMMA	ALLEGON 739106	2	0	255'	100' J-C.L.	(1)TX/RX + (1)TX/RX	10:01
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SCALE: NOT TO SCALE 3

ANTENNA AND CABLE NOTES

SCALE: NOT TO SCALE 2 ANTENNA PANEL SPECS

SCALE: NOT TO SCALE 1

AS BUILT DRAWINGS	JCM	GB	CONSTRUCTION DRAWINGS	JCM	GB	AS BUILT DRAWINGS	JCM	GB	CONSTRUCTION DRAWINGS	JCM	GB	DESCRIPTION	BY	CHK	APD

DATE	REV	BY	DESCRIPTION
11/11/03	1	JCM	ISSUED FOR CONSTRUCTION

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999 W 124TH AVE
WESTMINSTER, CO 80030
GMCCON CXC051/53
DN1753

AS BUILT DRAWINGS

SINGLE LINE SCHEMATICS

EXISTING 850 TDMA TO BE REMOVED & REPLACED

EXISTING 1900 GSM ANTENNA

255° GAMMA SECTOR

EXISTING 850 GSM ANTENNA

EXISTING 850 TDMA TO BE REMOVED & REPLACED

(OLD) TYPICAL ANTENNA CONFIGURATION DIAGRAM AT GAMMA SECTOR, 255° @ 100'-0"

INNA AZIMUTHS OR C 255° @ 100'-0"

NEW 7381.06 850 GSM ANTENNA

EXISTING 1900 GSM ANTENNA

255° GAMMA SECTOR

EXISTING 850 GSM ANTENNA

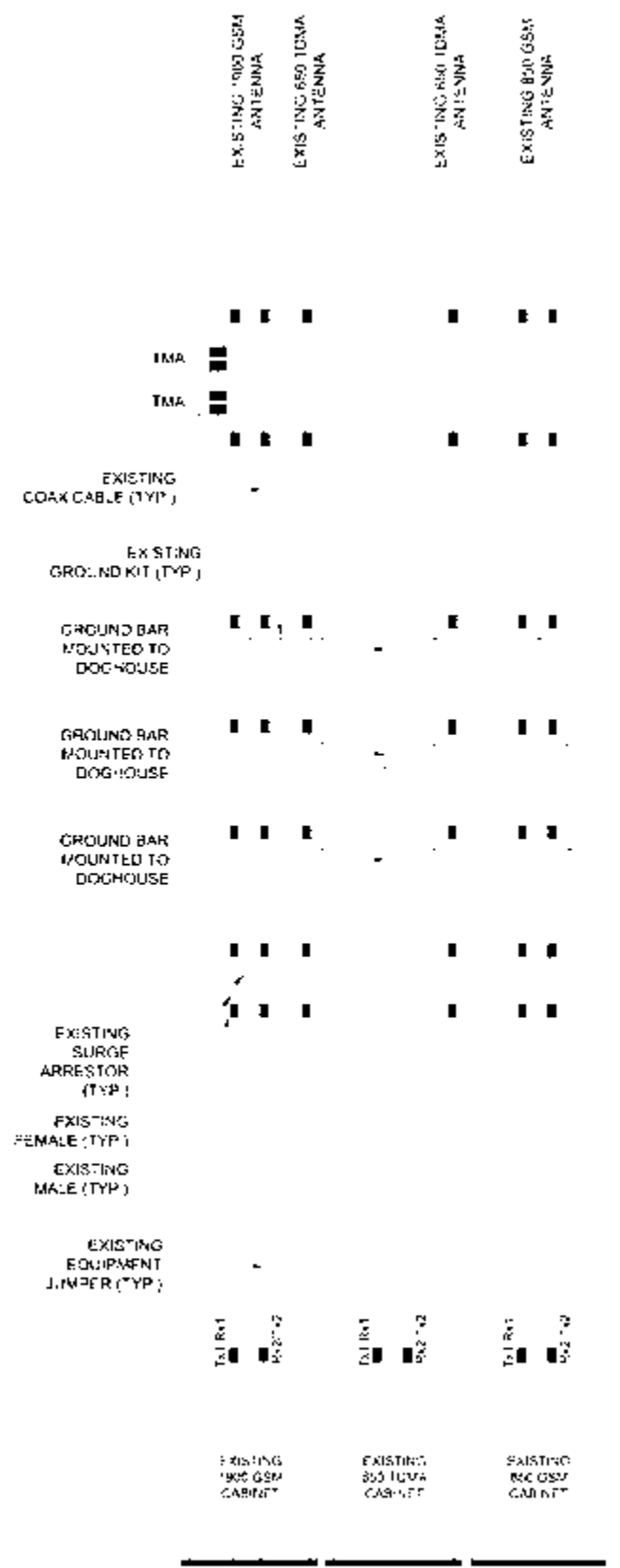
NEW 7381.06 850 GSM ANTENNA

(NEW) TYPICAL ANTENNA CONFIGURATION DIAGRAM AT GAMMA SECTOR, 255° @ 100'-0"

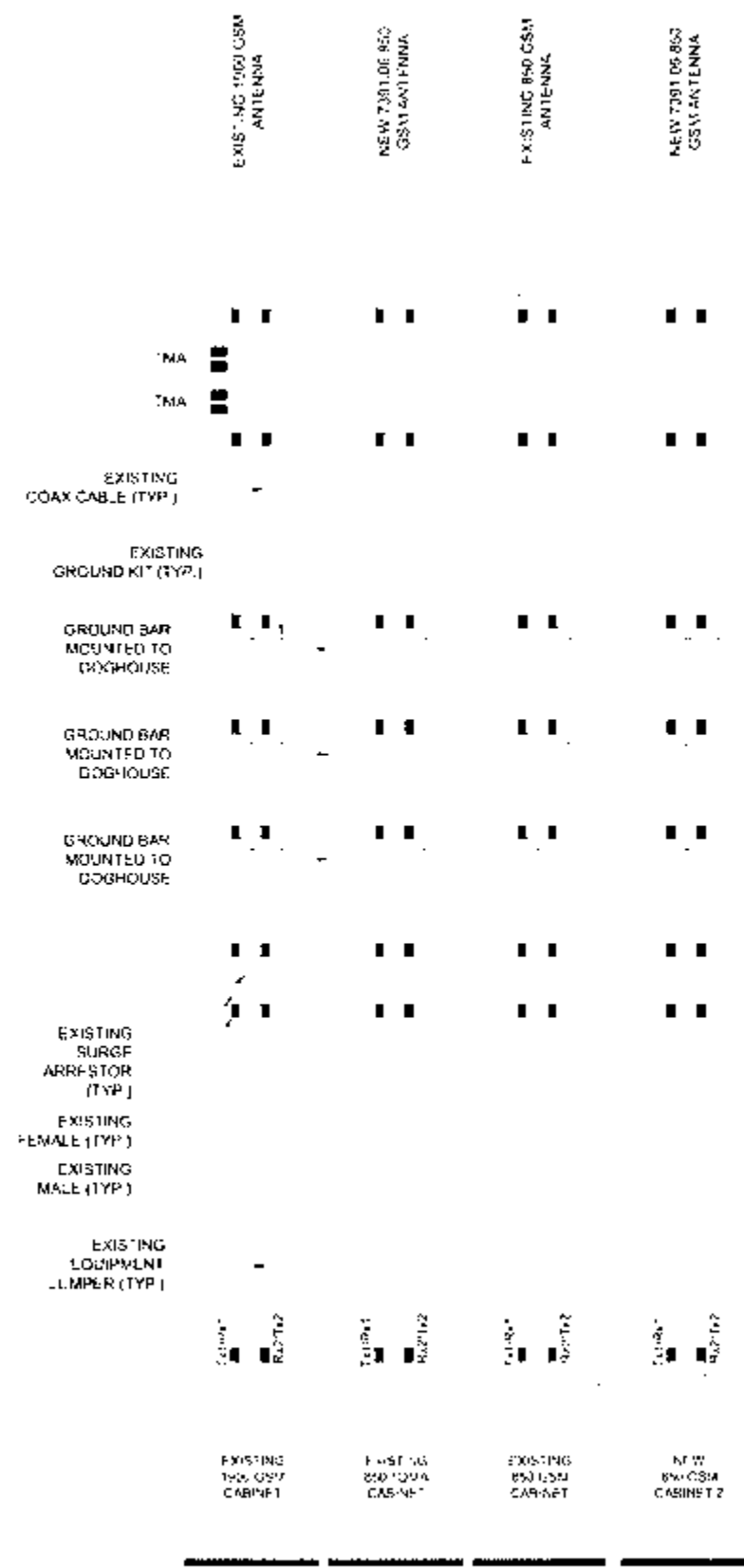
INNA PLAN DIAGRAM

SCALE: NOT TO SCALE

2 ERICSSON WITH 2 TRX's 850 GSM TO LUCENT SERIES II AIF 850MHz TDMA TWO ANTENNA SHARING WITH OR WITH MHA'S



(OLD) TYPICAL ANTENNA CONFIGURATION DIAGRAM AT GAMMA SECTOR, 255° @ 100'-0"



(NEW) TYPICAL ANTENNA CONFIGURATION DIAGRAM AT GAMMA SECTOR, 255° @ 100'-0"

SCALE: NOT TO SCALE 1

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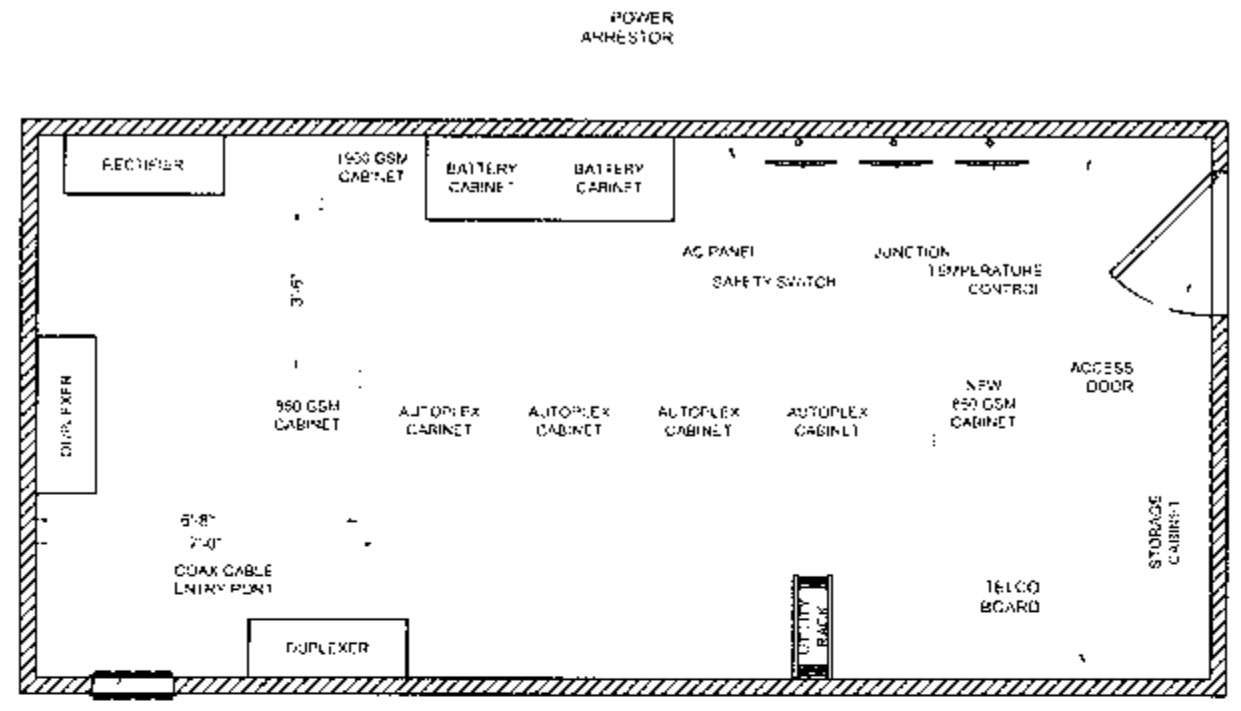
SCALE: NOT TO SCALE 1

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CONSTRUCTION DRAWINGS	JCM	GB	
AS BUILT DRAWINGS	JCM	GB	
CONSTRUCTION DRAWINGS	JCM	GB	

COZY CORNER
999 W 124TH AVE
WESTMINSTER, CO 80030
GMOODY CXC051753
DN1753

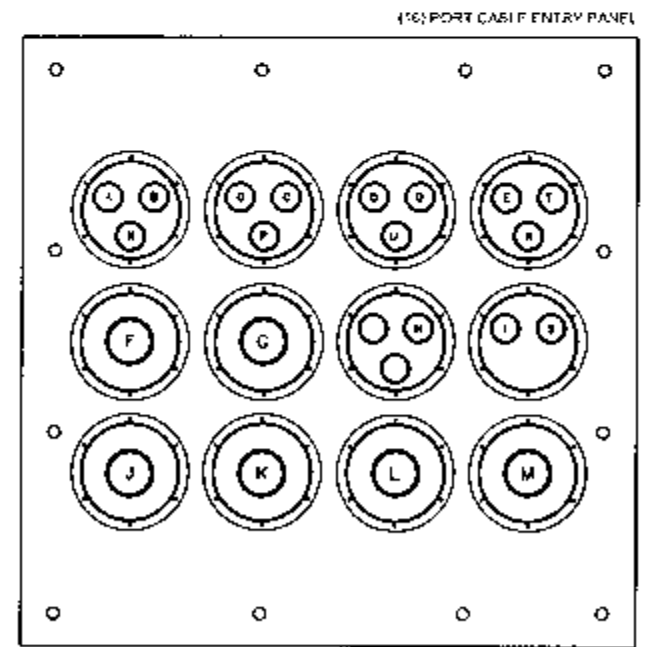
AS BUILT
DRAWINGS

STRUCTURAL
DETAILS



MENT SHELTER LAYOUT
TENNA LABEL SCHEDULE

- * R41 GAMMA TDMA
- * R42 BE TA TDMA
- * R41 ALPHA TDMA
- * R41 ALPHA TDMA
- * R41 ALPHA TDMA
- * SECTOR B AT TWS GSM
- * SECTOR G AT TWS GSM
- ES11 TDMA
- R413 GAMMA TDMA
- * SECTOR G AT TWS GSM
- * SECTOR A AT TWS GSM
- * SECTOR B AT TWS GSM
- * SECTOR A AT TWS GSM
- T4.850 GSM GAMMA
- T4.850 GSM BETA
- T4.850 GSM BETA
- T4.850 GSM ALPHA
- T4.850 GSM ALPHA
- T4.850 GSM ALPHA
- GSM 2 GAMMA R41
- GSM 2 GAMMA 1 R42





GENERAL DYNAMICS

400 Tenth Street, Suite 400
 Denver, CO 80202
 1450 Arapahoe Parkway
 Colorado Springs, CO 80916



2900 SIXTH PARKER ROAD
 BLDG 1 SUITE 316
 AURORA, CO 80014

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NO.	DATE	DESCRIPTION	BY	CHK	APP
1		AS BUILT DRAWINGS	JCM	GB	
2		CONSTRUCTION DRAWINGS	JCM	GB	
3		AS BUILT DRAWINGS	JCM	GB	
4		CONSTRUCTION DRAWINGS	JCM	GB	

007Y CORNER
 999 W 124TH AVE
 WESTMINSTER, CO 80030
 GMD004 CXG51753
 DN1753

AS BUILT DRAWINGS
 EQUIPMENT DIAGRAMS

#4:0 RHH BLUE/BLACK FLEX CABLE TO DC BREAKER

2 PAIR CAT 5 UTP CABLE (TYPICAL)

ANTENNA CABLE JUMPER FASTENED TO EXISTING CABLE LADDER, TYP

TO EXISTING DC BREAKER

ALARM CABLE T.B.D.

EXISTING CEILING MOUNTED CABLE LADDER

TERMINATION LOCATION T.B.D.

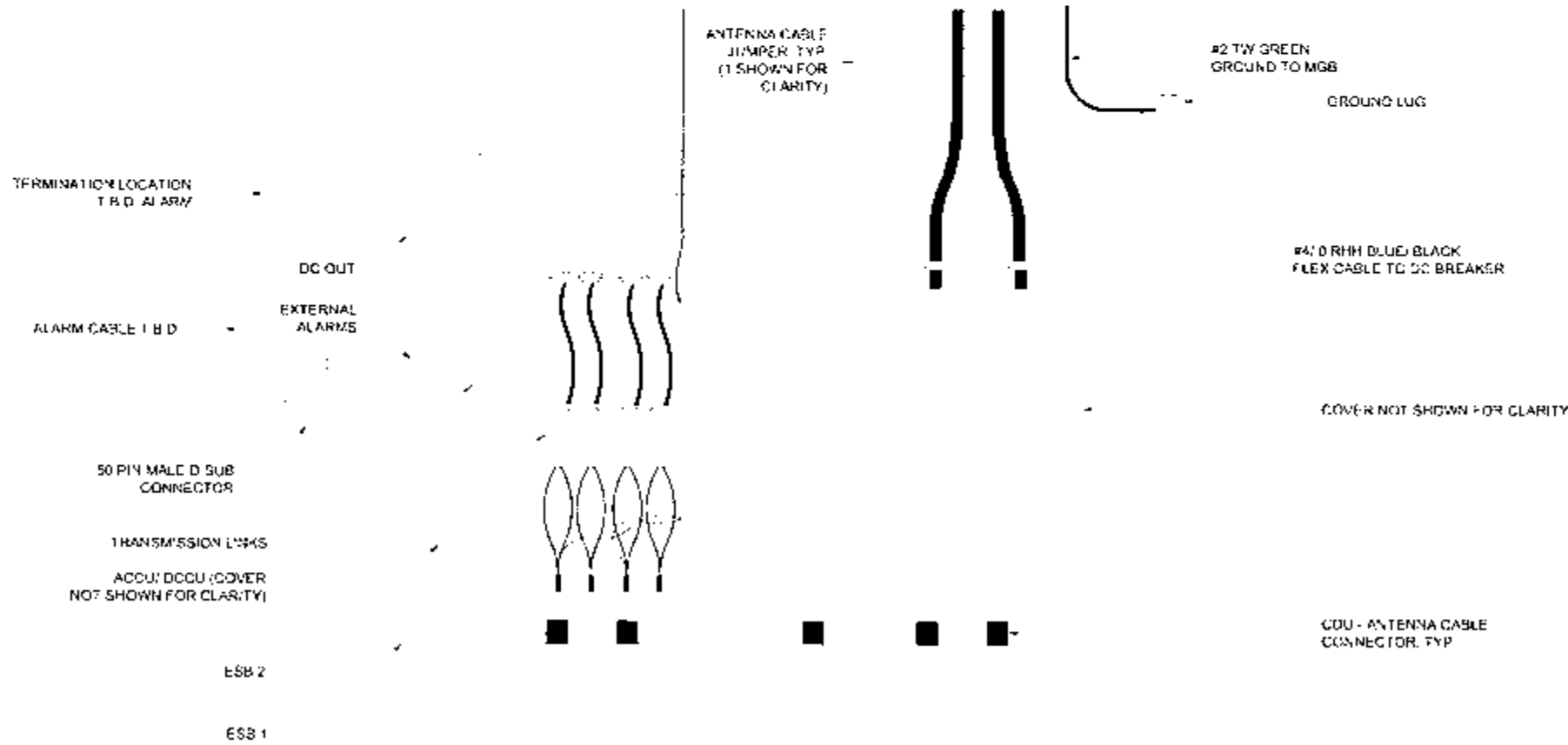
TO MAIN GROUND BAR (MGB)

#2 TW GREEN ON UNDERSIDE OF CABLE LADDER WITH HANGERS

ERICSSON RBS 2206 CABINET

ADJUSTABLE LEVELING FEET BY VENDOR, TYP

EQUIPMENT ELEVATION



BREAKER POSITION	AMP	DESCRIPTION	BREAKER POSITION	AMP	DESCRIPTION
01	175	EXISTING 1900 GSM	02	175	NEW AT&T 850 GSM ERICSSON RDS 2206
03			04		
05			06		
07			08		
09			10		
11			12		
13			14		
15			16		
17			18		
19			20		
21			22		
23			24		
25			26		
27			28		
29			30		
31			32		
33			34		

75A DC POWER



GENERAL DYNAMICS
 400 AIR DRIVE, SUITE 400
 DENVER, CO 80202
 1450 Arapahoe Park Loop
 Colorado Springs, CO 80910

SUMMIT
 COMMUNICATIONS, INC.
 7600 SOUTH PARKER ROAD
 BLDG 1 SUITE 316
 AURORA, CO 80014

STAMP

NOTE:
 DC POWER 600A CAPACITY
 W/ EXISTING 261A LOAD

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SCALE: NOT TO SCALE 2 SERVICE BREAKER POSITIONS

SCALE: NOT TO SCALE 1

DATE	BY	DESCRIPTION
08/11/00	JCM	AS BUILT DRAWINGS
08/11/00	JCM	CONSTRUCTION DRAWINGS
08/11/00	JCM	AS BUILT DRAWINGS
08/11/00	JCM	CONSTRUCTION DRAWINGS

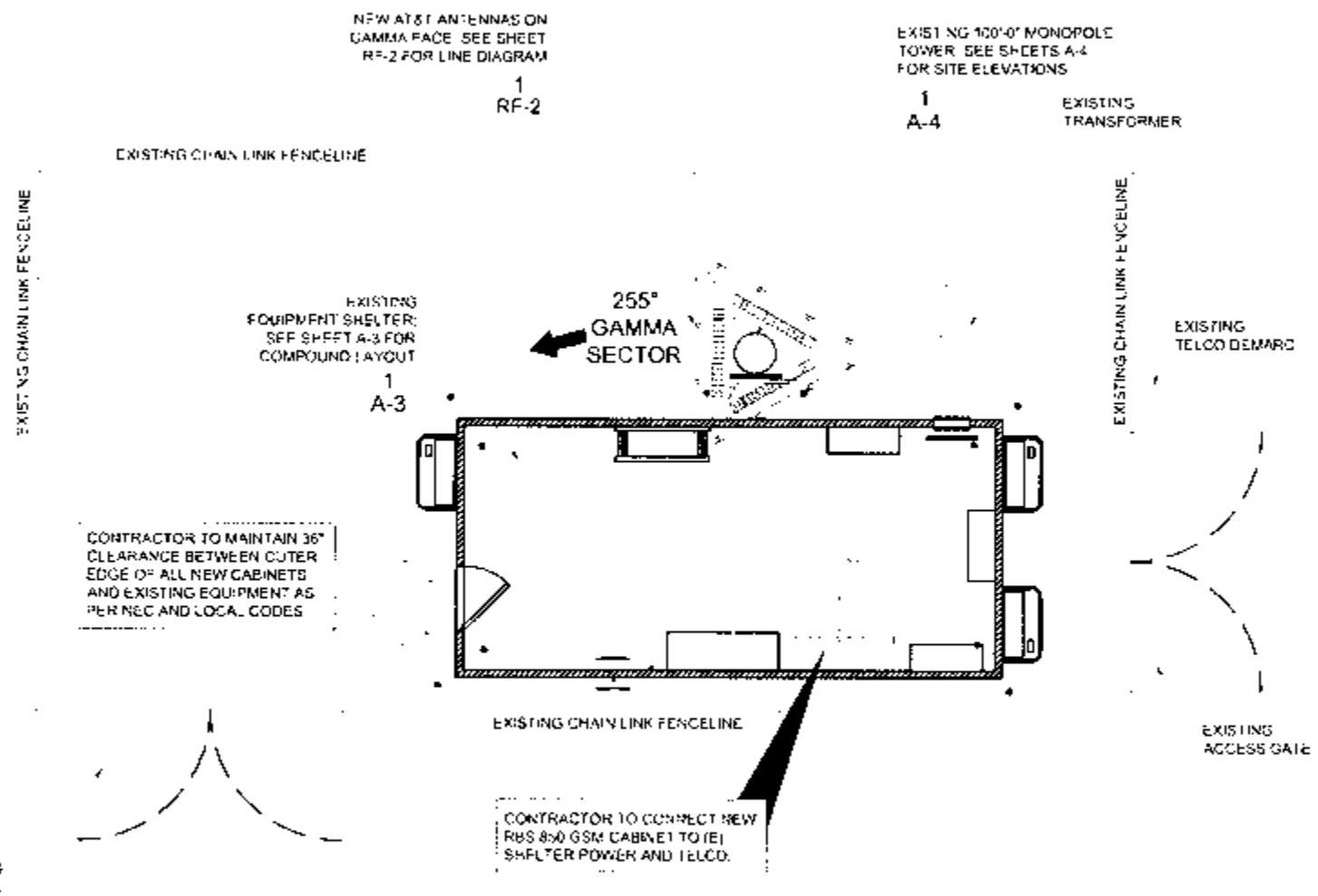
COZY CORNER
 990 W 124TH AVE
 WESTMINSTER, CO 80030
 GRCOON CXC051753
 DN1753

AS BUILT DRAWINGS

ELECTRICAL NOTES AND BREAKER POSITIONS

END

- EXISTING UNDERGROUND TELCO
- EXISTING UNDERGROUND POWER
- EXISTING SITE GROUNDING
- EXISTING COAX CABLE RUN
- EXISTING GROUND BAR



GENERAL DYNAMICS
 1401 MAIN STREET, STE 400
 DENVER, CO 80202
 1450 Arapahoe Parkway
 Colorado Springs, CO 80910

SUMMIT COMMUNICATIONS INC
 2800 SOUTH PARKER ROAD
 BLDG 1 SUITE 310
 AURORA, CO 80014

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 Page 8 of 10

DESCRIPTION	BY	CHK	APD
AS BUILT DRAWINGS	JCM	GB	
CONSTRUCTION DRAWINGS	JCM	GB	
AS BUILT DRAWINGS	JCM	GB	
CONSTRUCTION DRAWINGS	JCM	GB	

COZY CORNER
 999 W 124TH AVE
 WESTMINSTER, CO 80030
 GIGACONN COX051753
 DN1753

AS BUILT DRAWINGS
 UTILITY SITE PLAN

E-3 3



GENERAL DYNAMICS

1400 6TH STREET, SUITE 400
DENVER, CO 80202
1450 Academy Park Loop
Colorado Springs, CO 80910



2800 SOUTH PARKER ROAD
BLDG 1 SUITE 316
AURORA, CO 80014

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NO.	DATE	DESCRIPTION	BY	CHK.	APP.
1	05/03/00	AS BUILT DRAWINGS	JCM	GB	
2	05/03/00	CONSTRUCTION DRAWINGS	JCM	GB	
3	05/03/00	AS BUILT DRAWINGS	JCM	GB	
4	05/03/00	CONSTRUCTION DRAWINGS	JCM	GB	

COZY CORNER
992 W. 124TH AVE
WESTMINSTER, CO 80030
GMCOUN, CXC51753
DN1753

AS BUILT
DRAWINGS

GROUNDING DETAILS

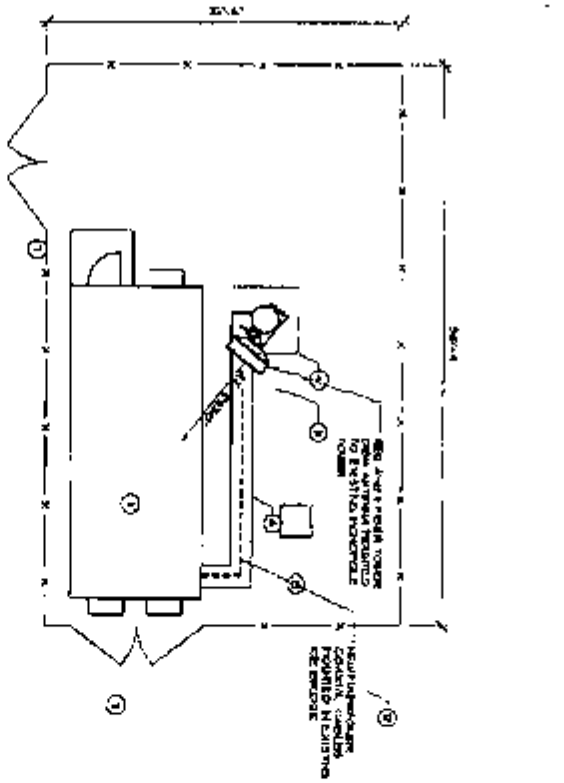
NOTES:

SCALE: NOT TO SCALE 2 ANTENNA CABLE GROUND KIT

SCALE: NOT TO SCALE 1

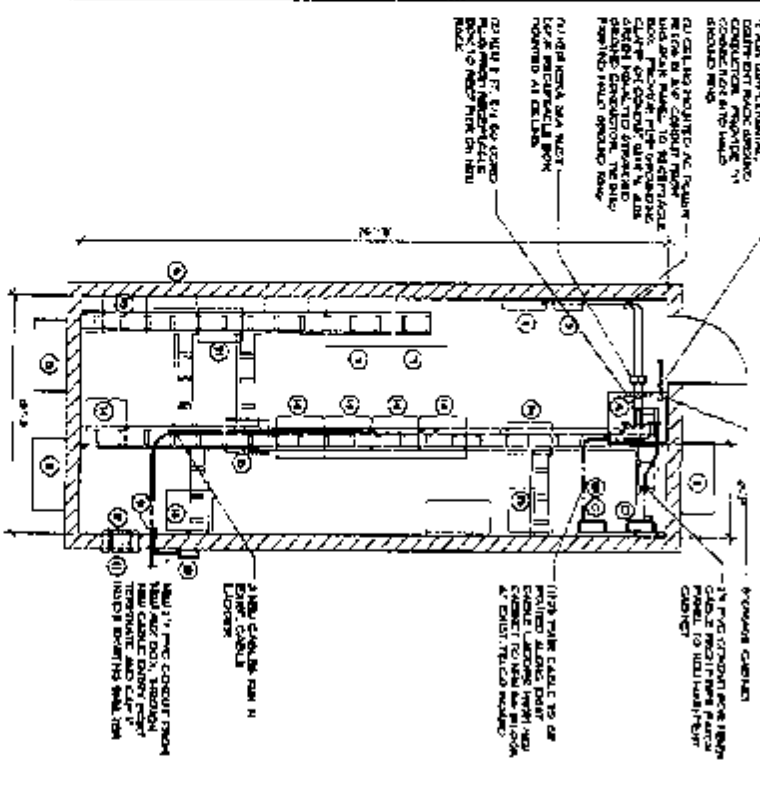
INA CABLE GROUNDING RISER

NO	NAME	QTY	USE	APPROX. PRICE AN	NO OF	CHANGELIST
1	WIRE	1000	WIRE	1000	1000	1000



- KEY NOTES**
1. MAIN POWER DISTRIBUTION CABINET (M)
 2. WALL-MOUNTED EQUIPMENT
 3. WALL MOUNT
 4. WALL MOUNT
 5. WALL MOUNT
 6. WALL MOUNT
 7. WALL MOUNT
 8. WALL MOUNT
 9. WALL MOUNT
 10. WALL MOUNT
- LEGEND**
- | | | |
|------|---------------|-------------------|
| (1) | ROUTING | 1. LINE LINE |
| (2) | PROPERTY LINE | 2. PROPERTY LINE |
| (3) | BOUNDARY LINE | 3. BOUNDARY LINE |
| (4) | BOUNDARY LINE | 4. BOUNDARY LINE |
| (5) | BOUNDARY LINE | 5. BOUNDARY LINE |
| (6) | BOUNDARY LINE | 6. BOUNDARY LINE |
| (7) | BOUNDARY LINE | 7. BOUNDARY LINE |
| (8) | BOUNDARY LINE | 8. BOUNDARY LINE |
| (9) | BOUNDARY LINE | 9. BOUNDARY LINE |
| (10) | BOUNDARY LINE | 10. BOUNDARY LINE |

2 SITE PLAN



- KEY NOTES**
1. NEW EQUIPMENT RACKS TO BE INSTALLED
 2. NEW EQUIPMENT RACKS TO BE INSTALLED
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 19. NEW EQUIPMENT RACKS TO BE INSTALLED
 20. NEW EQUIPMENT RACKS TO BE INSTALLED
- LEGEND**
- | | |
|------|-------------------------------------|
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| (3) | NEW EQUIPMENT RACKS TO BE INSTALLED |
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| (19) | NEW EQUIPMENT RACKS TO BE INSTALLED |
| (20) | NEW EQUIPMENT RACKS TO BE INSTALLED |

1 EXTERIOR EQUIPMENT SHELTER PLAN

FiberTower
DESIGNED BY AUSTIN

CHENILLE
DESIGNED BY AUSTIN

QA/QC REVIEW
DATE: 12-06-05
BY: [Signature]

NO	DESCRIPTION	DATE	BY
1	DESIGN REVIEW	12-06-05	[Signature]
2	CONSTRUCTION		
3	INSPECTION		
4	COMPLETION		

DEMP04
STEP 4
PIRE STATION 6
NO. 1, 107th STREET
PATERSON, NJ

SITE PLAN
EQUIPMENT PLAN
A1

WESTERN TELCOM INC



Agenda Item 10 B&C

Agenda Memorandum

City Council Meeting
June 13, 2011



SUBJECT: Resolution Nos. 20 and 21 re Residential Competition Service Commitment Awards
Prepared By: Jana Easley, Principal Planner

Recommended City Council Action

1. Adopt Resolution No. 20 awarding Category B-3 Service Commitments to the Orchard Lakes Residential and LongView Multi-Family projects.
2. Adopt Resolution No. 21 awarding Category B-4 Service Commitments to the West Bradburn Traditional Mixed Use Neighborhood Development project.

Summary Statement

- The City received two applications for the residential competition process for Multi-Family (MF) projects and one for a Traditional Mixed Use Neighborhood Development (TMUND) project.
- Staff has reviewed the project applications and recommends awarding Service Commitments (SC) to all three projects for the following reasons:
 - No MF or TMUND projects were submitted in the last competition held in 2010, and no new MF has been awarded since 1999 (The Park at Wexford) and no new TMUND project has been awarded since 2008 (East Bradburn). There are some new apartments which have been built, i.e. Arbor Square at the Orchard, but any of these projects either competed previously or were awarded service commitments without competition. In the case of Arbor Square, the award of service commitments occurred as part of the development agreement and overall master planning of the project.
 - Each project is unique and in a different area of the City.
 - The two MF submittals were very close in points (75 point apart).
 - The extension of the Bradburn TMUND area to the west seems appropriate.

Please see the attached map for the locations and the background section for a summary of the submittals.

- The attached resolutions would award 358 SCs that would require an increase of 208 SCs over the 150 allotted for Category B. The SCs would be phased over 2-3 years for all projects. Two projects anticipate starting building in 2011; one plans on starting in 2012. These resolutions relate to the City's Growth Management Program and are based on the findings established in §11-3-1 of the Westminster Municipal Code.
- The attached resolutions are contingent upon ultimate City approval of any necessary documents and do not commit the City to approve any document (Comprehensive Land Use Plan change, Preliminary Development Plan, Official Development Plan etc.) or project as a result of these awards.

Expenditure Required: \$0
Source of Funds: N/A



Policy Issue

As a result of the residential competition process, should the City award Service Commitments as proposed to all three projects? If all three projects were awarded, additional SCs would need to be allocated to cover the shortage between the 150 allocated and the 358 requested. There are 50 SCs for Senior Housing (Category E) that could be moved to Category B, which would bring the total available to 200 and the difference to 158. There is adequate water capacity to accommodate the additional service commitments being requested. In 2010, 200 service commitments were allocated, but none were utilized.

Alternatives

Council has the option of not awarding Service Commitments to one or more of the projects. In this event, the property owner/developer could make a request during next year’s residential competition. The most significant outcome of this alternative would be that the project would be delayed for at least one additional year, which could result in discontinued interest in the site by the developer. It could, potentially, also lead to a higher quality point total in subsequent years, if Council had expectations for these categories that have not been met in these submittals.

Another option would be to award fewer SCs to one or more of the projects. This option is not favorable because a project may not have enough SCs to complete build-out.

Background Information

As part of the City’s Growth Management Program, the intent of these SC competitions is for a limited number of new residential projects to proceed to the City’s development review process. Any project awarded SCs must process any required documents, including Comprehensive Land Use Plan (CLUP) amendments, if necessary. The City does not require that applications for the competitions comply with the CLUP designation for the site, but a CLUP amendment must be submitted with the application if a change is proposed. It is not necessary for projects to process their CLUP amendments prior to the awards. The SC awards do not obligate the City to approve any required plan or document as a result of the award. If a project does not receive approval of any required documents, the SCs are returned to the water supply figures.

In December 2010, City Council allocated 200 SCs to be awarded in 2011 on a competitive basis for all five residential competition categories (150 for Category B and 50 for Category E – Senior Housing). The allocated amount of SCs for 2011 was low because in the two years prior there was little or no activity for SCs. The proposed projects have not competed in any prior year. As indicated in the table below, two applicants are requesting SCs beginning in the year 2011.

RESIDENTIAL COMPETITION SUBMITTALS - 2011							# SCs Requested			
Project Name/Location	Developer	Acres	Units	du/a*	App Score	Revised Score**	2011	2012	2013	Total
Multi-Family										
1. Orchard Lakes Residential SEC 141st Ave. & Huron St.	Orchard Lakes LLC	7.48	320	71.3	3475	2375	100	60	0	160
2 LongView SEC Federal Blvd. & Zuni St.	Corum Real Est Grp	21.24	312	24.5	2500	2300	0	156	0	156
TMUND										
3 Bradburn West SEC 120th Ave. & Vrain St.	Continuum	5.6	60	17.65	n/a	n/a	42	0	0	42
TOTALS			692				142	216	0	358

SCs available: 150 + 50 for Sr Housing

*Net Density (dwelling units per acre)
**Revised score based on staff's evaluation as explained below

Additional information about the submittal is detailed below.

Multi-Family Competition

Orchard Lakes Residential – This project proposes 320 rental apartment units to be built on a 7.48-acre site at the southeast corner of 141st Avenue and Huron Street. The units would consist of 232 units in 4-story buildings (“courtyard” units) and 88 3-story townhouse style units.

The property was annexed into the City in 2008 as part of the Fonay Property Annexation. The site is zoned Planned Unit Development (PUD). The Preliminary Development Plan (PDP) would have to be amended to increase the residential density (now up to 30 dwelling units per acre), and the project must receive Official Development Plan (ODP) approval in order to begin building units. 160 SCs are being requested (0.5 per unit). Because of the density, the applicant used 0.5 SCs per unit for all units. Townhouse units are typically based on 0.7 per unit; however, the 0.5 is consistent with how Arbour Square at The Orchard apartment project was calculated.

The applicant reported 3,475 points; Staff revised this figure to 2,375 based on the following:

- The points were not calculated correctly
- Staff increased the garage incentive from 250 to 350 after speaking with the applicant and confirming all but guest parking for residential uses would be within a garage/structure
- Staff reduced the masonry incentive from 250 to 0 points because the application states that only the first floor would have masonry, not the entire building

The CLUP designation is District Center, which allows for net density of at least 5 or more dwelling units per acre. Residential is meant to be a secondary component of a district center, however a district center does not have to contain residential. When incorporated, the residential density should be sufficiently high to support transit. 24 dwelling units per acre and higher is common at transit nodes. There is not a future commuter or light rail line expected in this area; however, there is commuter bus service at I-25, but not nearby.

If this project receives an award for SCs, the PDP amendment and ODP would be formally brought to Planning Commission and City Council for consideration. The applicant is aware that the SC award would be contingent on City Council approval of the amended PDP and ODP, and there is no guarantee that the City will approve their request.

The applicant chose to apply under the Multi-Family rather than the Traditional Mixed Use Neighborhood Development category because, while there would be a small retail component (2,000 to 5,000 sf), the primary focus is residential. The applicant is asking to waive certain Multi-Family minimum design criteria because the proposed project would have a more urban scale than a traditional multi-family development.

Examples of Multi-Family minimum criteria the applicant could not meet are:

- Maximum density of 18 dwelling units per acre – Staff calculated the net density at 71.3 dwelling units per acre (40% taken out for open space and paving)
- Wide landscape setbacks adjacent to streets
- Minimum private landscaped area of 40%
- Buildings over 2 stories should be stepped down toward the street to reduce the mass of the building

Also, the applicant pointed out that some Multi-Family incentives could not be met, such as:

- Increased setbacks along streets
- Keeping building height at 35 ft or less; or 2 stories or less – the proposal could include buildings up to 6 stories
- Increased private landscaped area over 40%

Staff is supportive of waiving certain minimum criteria because of the urban nature of the layout, similar to what occurred at the The Orchard Town Center apartment project. Site design, architecture, landscaping, etc. can be reviewed during the ODP process.

The incentives offered by the applicant for this project include:

- 6-ft wide minimum internal sidewalks
- Lighting along both sides of internal sidewalks
- Benches along internal sidewalks
- All required parking within a garage or parking structure
- Evergreen trees will be planted behind the entry signage
- Decorative lighting will be installed every 50 feet along streets
- No garages will face onto a public street
- The mailbox kiosks will be covered and lighted
- Tile roofs throughout
- One tree and 3 shrubs will be provided for every 400 square feet of private landscaped area
- All trees will be at least 3 inches in caliper (deciduous) or 8 feet tall (evergreen)
- The detention area will be designed as a permanent water feature – the regional detention area that will serve this project will be designed as a landscaped open space with pond
- At least 1 tree and 3 shrubs per 500 square feet will be provided at the entry area
- At least 1 tree and 3 shrubs per 400 square feet will be provided in the right-of-way areas
- Street trees will be planted between the sidewalk and curb along both sides of at least 75% of all streets at no more than 40 foot spacing

Staff is supportive of a high density residential project in this location. The net density is 71.3 dwelling units per acre after taking out 40% for open space and paving. The applicant's figure for density is for gross, not net, density. This density is comparable to the recently approved Arbour Square at The Orchard, which has a net density of 75.2. Arbour Square has similar building types – 4-story courtyard apartments and 3-story walk-up townhouses.

For clarification, Public Land Dedication is required for this site, and a proposed future off-site park will not meet the Public Land Dedication requirement for this site. This will be addressed through the ODP review process.

Staff is also proposing a condition of approval for this project, which is somewhat unusual. This proposed project is part of a larger Preliminary Development Plan, generally referred to as "Orchard Park Place." The PDP for this area also includes the new Centura hospital campus which just broke ground on the first new building at 144th Avenue/I-25. In that PDP, certain drainage improvements are called for which will benefit all of the development within the PDP, including the hospital, the retail component at Huron Street and I-25, and this property. To date, the property required for these drainage improvements has not been dedicated to the City. The applicants in this service commitment award application have said to City Staff that they "intend" to dedicate this land, and the PDP shows these improvements, but thus far, no dedications have been made. The impact of this "non" action is that each development in the PDP will have to create a "temporary" detention pond in order to build their project, rather than using the drainage improvements called for on the PDP. This does not make sense, and could cost the other property owners land and money to develop temporary detention ponds unnecessarily, when the regional improvements should be being built up front. The City has budgeted capital improvement monies to construct this project now, with recoveries against future development, which is to the benefit of all. The condition of approval on this service commitment award will be for dedication of this land needed for these improvements.

LongView – This project proposes 312 apartment units to be built on a 21.24-acre site at the southeast corner of Federal Boulevard and Zuni Street. The property was annexed into the City in 1970 as part of the North Areas to Broomfield Annexation. The Comprehensive Land Use Plan (CLUP)

currently designates this area as “Business Park.” The site is zoned Planned Unit Development (PUD). A Comprehensive Land Use Plan (CLUP) change, Preliminary Development Plan (PDP), and Official Development Plan (ODP) would have to be approved in order to begin building units. 156 SCs are being requested (0.5 per unit).

The applicant reported 2,500 points; Staff revised this figure to 2,300 based on the following:

- Six feet of additional berming was reported in the application; however, when asked where the berming would be located, the applicant stated they were not intending additional berming at this time.

The CLUP designation is Business Park. The CLUP would have to be amended to R-18 to accommodate this residential density, and the applicant has submitted a request for a CLUP amendment with its application. If this project receives an award for SCs, the CLUP amendment, PDP and ODP would be formally brought to Planning Commission and City Council for consideration. The applicant is aware that the SC award would be contingent on City Council approval of the amended PDP and ODP, and there is no guarantee that the City will approve their request.

The incentives offered by the applicant for this project include:

- 6 foot wide minimum internal sidewalks
- Lighting along both sides of internal sidewalks
- Benches along internal sidewalks
- 50% of the required parking within a garage or parking structure
- Evergreen trees will be planted behind the entry signage
- One sand volleyball court
- The mailbox kiosks will be covered and lighted
- No garages will face onto a public street
- An increase of private open space from 4% to 6% or more
- Bay or box windows will be provided on at least 50% of the units
- Private landscaped area increased from 40% to 45-50%
- All trees will be at least 3 inches (deciduous) or 8 ft (evergreen)
- At least 1 tree and 3 shrubs per 500 square feet will be provided at the entry area
- At least 1 tree and 3 shrubs per 450 square feet will be provided in the right-of-way areas
- Street trees will be planted between the sidewalk and curb along both sides of at least 75% of all streets at no more than 40 foot spacing

The applicant’s figure for density is for gross, not net, density. The proposed density appears to maximize the density as close to 18 dwelling units per acre. This figure is being measured as a “gross density” and not a net density figure for a couple of reasons. 1) In Non-district Center CLUP categories, the density is a maximum per gross acre, and in district centers, there is no maximum density; and 2) This application is the only one of the three that does not yet have a good idea of where the roads will be, meaning that the other two applications already have PDP’s or ODP’s which show parcels of land for which they are requesting SC’s. In this case, this parcel is still a large, unsubdivided parcel, and will max out at 18 dwelling units per acre over the entire parcel, BEFORE dedication of roads, etc.

Staff has two main concerns: 1) The orientation of buildings does not take advantage of the views or provide a layout that works with the grade rather than simply grading the site flat. The proposed product is designed for flat sites, which this site is not; and 2) Park Centre Drive must be a more direct connection from east to west, a concept that is contemplated on the PDP. These are items that can be reviewed during the PDP/ODP stages if the project is awarded SCs.

Traditional Mixed Use Neighborhood Development Competition

Bradburn West – This project proposes 60 townhouse units to be built on a 3.4-acre site at the northwest corner of 118th Place and Vrain Street. The property was annexed into the City in 1970 as part of the North Areas to Broomfield Annexation. The site is zoned Planned Unit Development (PUD). A CLUP

change, PDP, and ODP would have to be approved in order to begin building units. The CLUP is currently designated “Retail Commercial” and would need to be changed to Traditional Mixed Use

Neighborhood Developments (TMUNDS) if this project were to be approved. 42 SCs are being requested (0.7 per unit). An additional 2.2 acres to the north would contain office uses.

The proposed townhomes would have a net density of 29.4 dwelling units per acre (taking out 40% for open space and paving).

The Design Jury reviewed the proposal and had the following comments:

- The concept of extending TMUND to the west would provide a more logical geographic TMUND area
- The density appears too high for townhomes
- Park space needs to be included and the Public Land Dedication requirement does apply

The CLUP designation is Retail Commercial. The CLUP would have to be amended to TMUND. The applicant has submitted a request for a CLUP amendment with its application. If this project receives an award for SCs, the CLUP amendment, PDP and ODP would be formally brought to Planning Commission and City Council for consideration. The applicant is aware that the SC award would be contingent on City Council approval of the amended PDP and ODP, and there is no guarantee that the City will approve their request.

A summary of the judges’ comment on the project, based on the six criteria for TMUND projects, is listed below along with the average score given to the project.

Summary

Average score: 8

- Compact, Walkable Development: Bradburn is a compact, walkable community. However, the proposed project that would be an extension of Bradburn shows a poor connection between the office and residential uses. Along 118th Place, sidewalk connections can be made to the east and west.
- Mixed Use “Village” Center: Bradburn Village is the neighborhood’s commercial center. Main Street should be continued west in front of the proposed office uses with sidewalk, tree lawn, etc. and align with the access drive into Sheridan Crossing to the west.
- Pedestrian Oriented District: Bradburn is very pedestrian-oriented. The proposal shows few opportunities for residents to move from south to north within the proposed new TMUND area. A strong central block connection should be made rather than diverting residents to Tennyson or Vrain. A park should be incorporated at mid-block that could facilitate a connection.
- Interconnected Street/Blocks: The continuation of Main Street, with sidewalks and tree lawns, would improve the proposed project. The extension of Bradburn to the west will make a more cohesive community. Existing roadways in Bradburn are well-connected.
- Street Design: Points are given for roadway design consistent with the TUMUND concept. However, with the exception of the Main Street connection proposed as part of this application, all roadways in Bradburn are built.
- Variety of Parks: The proposal does not include any park area. This can be evaluated through the development review process if the applicant is awarded SCs.

Notification letters were emailed on May 19, 2011, to the applicants indicating Staff’s recommendation for the City Council meeting. Because detailed site development plans are not reviewed as part of this competition process, and significant changes typically occur during the development review process, the sketch plans submitted for these competitions are not reviewed with City Council as part of these competitions. The developers have been informed that presentations will not be scheduled for the City Council meeting on June 13 since the developers would tend to focus on site plans not yet reviewed with the City. The developers were also notified that, while it is not required for them to attend the City Council meeting, they are welcome.

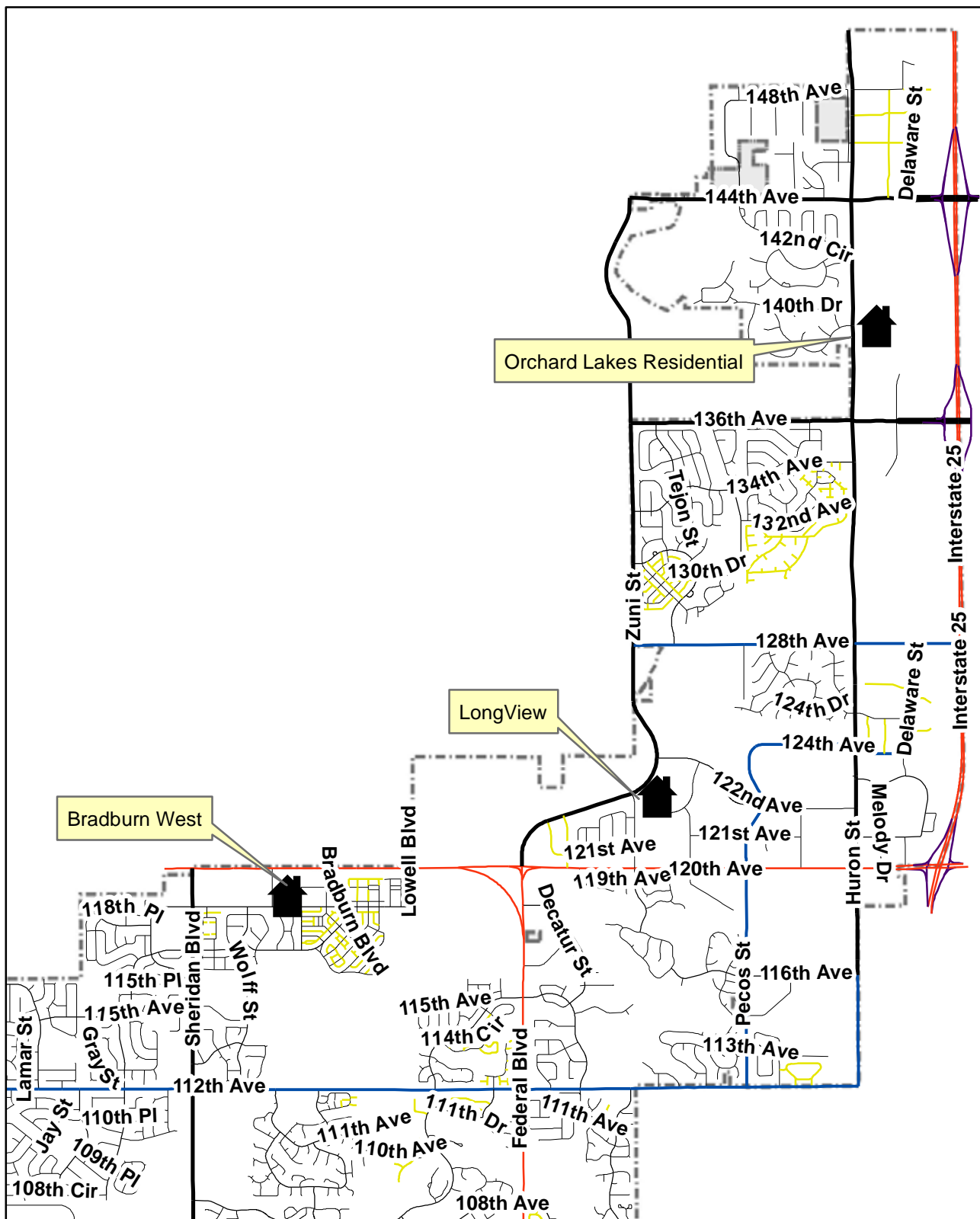
The Service Commitment competition meets Council's Strategic Plan Goals of "Vibrant Neighborhoods and Livable Communities" and "Beautiful and Environmentally Sensitive City."

Respectfully submitted,

J. Brent McFall
City Manager

Attachments:

- A - Vicinity Map
- B - Orchard Lakes Residential Application
- C - LongView Application
- D - Bradburn West Application
- E - Resolution re Category B-3 (Multi-Family) Competition and Service Commitment Awards for Orchard Lakes Residential and LongView
- F - Resolution re Category B-4 (Traditional Mixed Use Neighborhood Development) Competition and Service Commitment Awards for Bradburn West

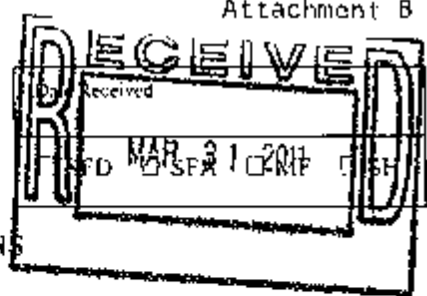


2011 Service Commitment Applications



WESTMINSTER

APPLICATION FORM
NEW RESIDENTIAL COMPETITIONS



PROJECT INFORMATION:

PROJECT TYPE: Single-Family Detached (SFD) Multi-Family (MF) Senior Housing
 Single-Family Attached (SFA)

PROJECT NAME: Orchard Lakes Residential
(Attach sketch plan with proposed lot configuration)

LOCATION: Southeast Corner of Huron Street and 141st Avenue
(Attach 8 1/2" x 11" map showing site location and 8 1/2" x 11" legal description)

NUMBER OF ACRES: 7.48 NUMBER OF UNITS: 320 NET DENSITY: 42.8 du/a
(See Page 2 of design guidelines for calculation instructions)

EXISTING ZONING: North Huron Planned Unit Develop-
(Specify Planned Unit Development name, if applicable) ment (PUD)

COMPREHENSIVE LAND USE PLAN: Retail-Commercial-Office-Hospitality-Residential
Land Use Designation: District Center

Maximum Density: 45 du/a Minimum Single-Family Detached Lot Size: N/A
(if applicable)

PROPOSED DEVELOPMENT TIMING AND PHASING: Development would potentially
commence in Fall of 2011 and be completed in 2012 subject to
timing of ODP. Service Commitment is requested for 3 years.

DESIRED NUMBER OF SERVICE COMMITMENTS (SCs) PER YEAR: 160 service commitments
100 minimum SCs for 2011 and 60 minimum SCs for 2012.
(Calculate 1.0 SC per SFD unit; 0.7 per SFA unit; 0.5 per MF unit; and 0.35 per senior housing unit)

CONTACT INFORMATION (Please Print or Type):

PROPERTY OWNER:
Name: Orchard Lakes, LLC, Fred Cooke, Manager
Address: 11854 Bradburn Blvd, Westminster, CO 80031
Phone: 303-404-2468 Fax: 303-469-2467 E-mail: fcooke@raf.net

DEVELOPER:
Company: same as above
Address: _____
Phone: _____ Fax: _____
E-mail: _____
Contact Name: _____

CONSULTANT:
Company: Studio DH Architecture
Address: 700 13th Street, Suite 200
Golden, CO 80215
Phone: 303-468-9665 Fax: _____
E-mail: brad@studio-dh.us
Contact Name: Brad Haswell

BUILDER(S):
Company: To Be Determined
Address: _____
Phone: _____ Fax: _____
E-mail: _____
Contact Name: _____

Company: Blue Sky Engineering
Address: 529 Crestmore Place
FT. Collins, CO 80521
Phone: 970-217-7920 Fax: _____
E-mail: seliason@bluesky-engineering.com
Contact Name: Sam Eliason

SIGNATURE BLOCKS:

THE UNDERSIGNED hereby certifies that all information listed above and all information and statements contained in any papers or plans submitted herewith are true, correct, and complete.

Developer Signature [Signature] Date 3/31/11
Property Owner Signature [Signature], Manager Date 3/31/11

ORCHARD LAKES, LLC
11854 BRADBURN BLVD.
WESTMINSTER, COLORADO 80031
PHONE (303) 404-2468 FAX (303) 469-2467

March 31, 2011

Jana Easley, Principal Planner
Department of Community Development
City of Westminster
1800 West 92nd Avenue
Westminster, CO 80031

IN RE: Application for Service Commitments for a Multiple-Family Residential Project known as Orchard Lakes Residential.

Dear Ms. Easley,

Orchard Lakes, LLC is the developer of a 63 acre tract of land located between Interstate 25 and Huron Street and 140th Avenue and 142nd Avenue, just south of the planned Centura Health Medical Campus. The property is being planned as a commercial/retail/office development with a small residential component on the southwest corner of the property. The Official Development Plan is currently under negotiation and processing with the City with indication from staff that this proposed use will be considered as a land use in the overall ODP. As part of the Service Commitment Application it is stated that densities in excess of 18 du/acre will not be considered. However, the North Huron PUD, which encompasses this project allows for densities up to 30 du/acre, and possible densities as high as 50 du/acre are under consideration. In addition, the planning staff has requested that a commercial/retail component be included with any proposed plan, hence first floor commercial/retail space in a minimum of 2,000 square feet to a maximum of 5,000 square feet will be included in the project. With this considered and based on the fact that the majority of the project will be residential housing, the application for the service commitments is being made as a multiple-family residential project rather than a traditional mixed use neighborhood development.

Also, based on the Design Guidelines for the overall project and specific design components requested by the City's planning staff, changes have been made to the residential design criteria that conflict with incentive list for the service commitment competition. Therefore, these specific conflicts are set forth below and it is hoped that in consideration of our application staff may award some points or not penalize the project because it does not comply with the standards set forth in the list of incentives.

Page 2

while meeting the design criteria requested by the planning staff for a more urban development in a District Center, as defined under the Comprehensive Land Use Plan.

SITE DESIGN

1. Additional arterial or collector right-of-way. The staff has requested that the buildings within the District Center zoning be pushed up to the limits of the required easements and pedestrian walkways to create a more urban environment and feel of the project. Hence, no points can be obtained by the project because setbacks are reduced rather than enhanced.
2. Public Land Dedication. The overall project plans a neighborhood park across the street from the residential component of the project that is specifically aimed at the residential inhabitants of the development. It is the intent of the developer to include this park in the Public Land Dedication for this parcel.
3. Along public streets, primary building setbacks will be increased above the minimum requirement. Again this cannot be achieved in an urban setting that is the character of the project and the overall development.

ARCHITECTURAL DESIGN

1. Buildings will have a variety of horizontal offsets of at least 8 feet on the front and rear of the buildings. As stated above when the buildings are brought up to front of the site, more directly oriented towards the street, modulations of 8 feet or more are challenging in the design. The buildings will definitely include significant modulation that will be more specifically governed by the specific Design Guidelines for the Orchard Lakes development.
2. Building heights will not exceed 35 feet. The North Huron PUD contemplates building heights up to 75 feet for residential buildings and this project contemplates three and four story buildings possible over parking garages that will exceed the 35 foot height limitation.
3. The "masonry" component is still under negotiation with the planning staff with a commitment by the developer to have the majority of the first floor of all buildings to be masonry.

LANDSCAPING DESIGN

1. Private landscape areas increase above the minimum of 40% requirement. Due to the urban design and increased density of the project, this contradicts a design that would incorporate more open space within the development, however ample open space is being planned for the overall development which includes the adjacent neighborhood park/open space.
2. Detention areas will be designed as a permanent water feature. The storm flows and detention requirements for the residential component of the project are part

Page 3

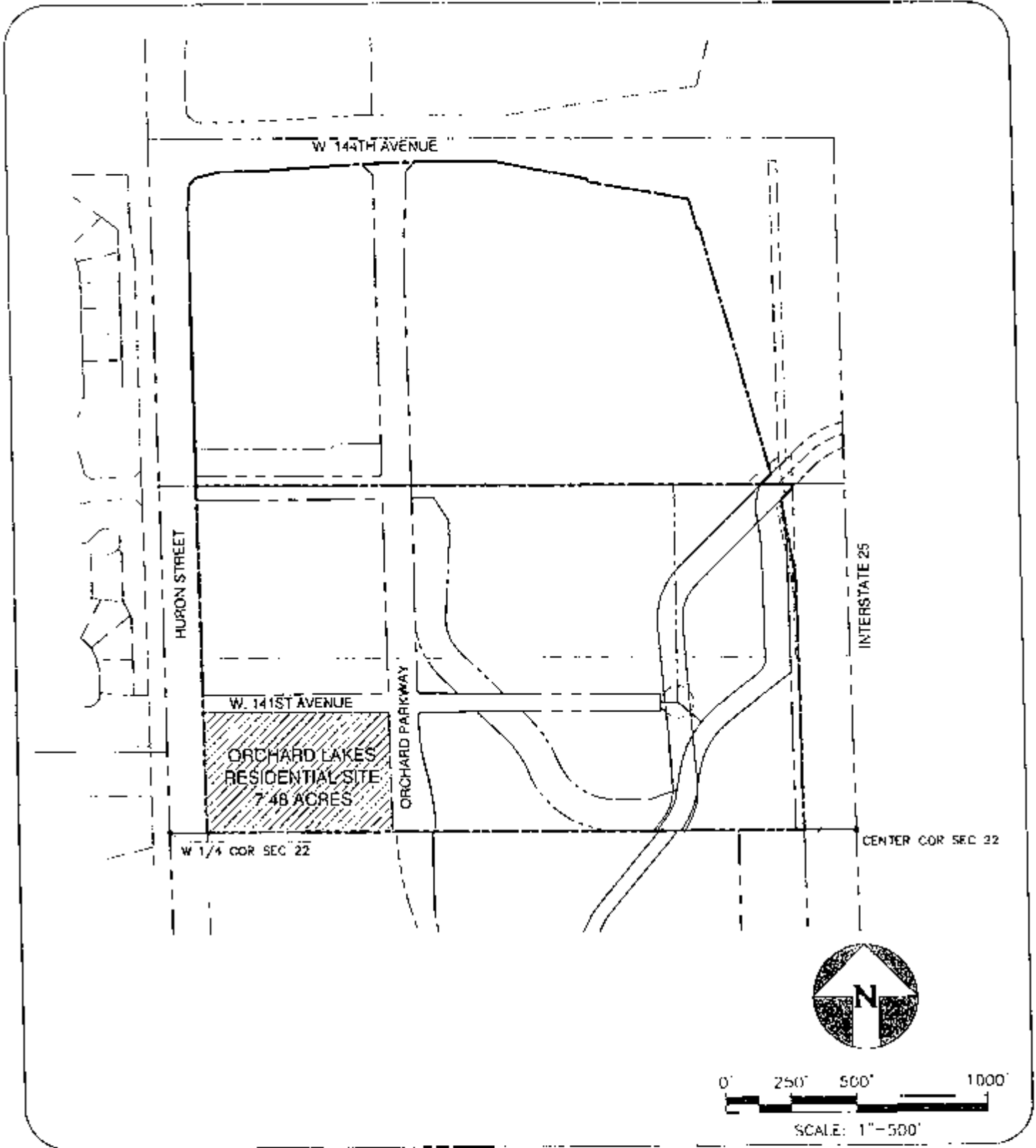
of an overall plan that is incorporated in the McKay Lake Drainageway and associated Regional Detention Pond located within the overall project. This will enhance the development with landscaped open space and a large water feature. This has been included in the master ODP for the Orchard Lakes development and should be considered as part of the residential parcel and is included in the incentive points.

Overall, the Orchard Lakes Residential Project takes a different path than the standard multiple-family projects contemplated by the service commitment competition, but is in line with the City's vision to establish a more urban environment in this Interstate 25 corridor in a District Center setting. Please consider all these factors in reviewing our project and if there needs to be any further discussion or clarification I will be available to address these matters.

Sincerely,

A handwritten signature in black ink, appearing to read "Fred Cooke". The signature is stylized and cursive.

Fred Cooke, Manager
Orchard Lakes, LLC



ORCHARD LAKES LLC
ORCHARD LAKES RESIDENTIAL

MAP OF SITE LOCATION

DATE: MARCH 30, 2011

ORCHARD LAKES RESIDENTIAL SITE

LEGAL DESCRIPTION:

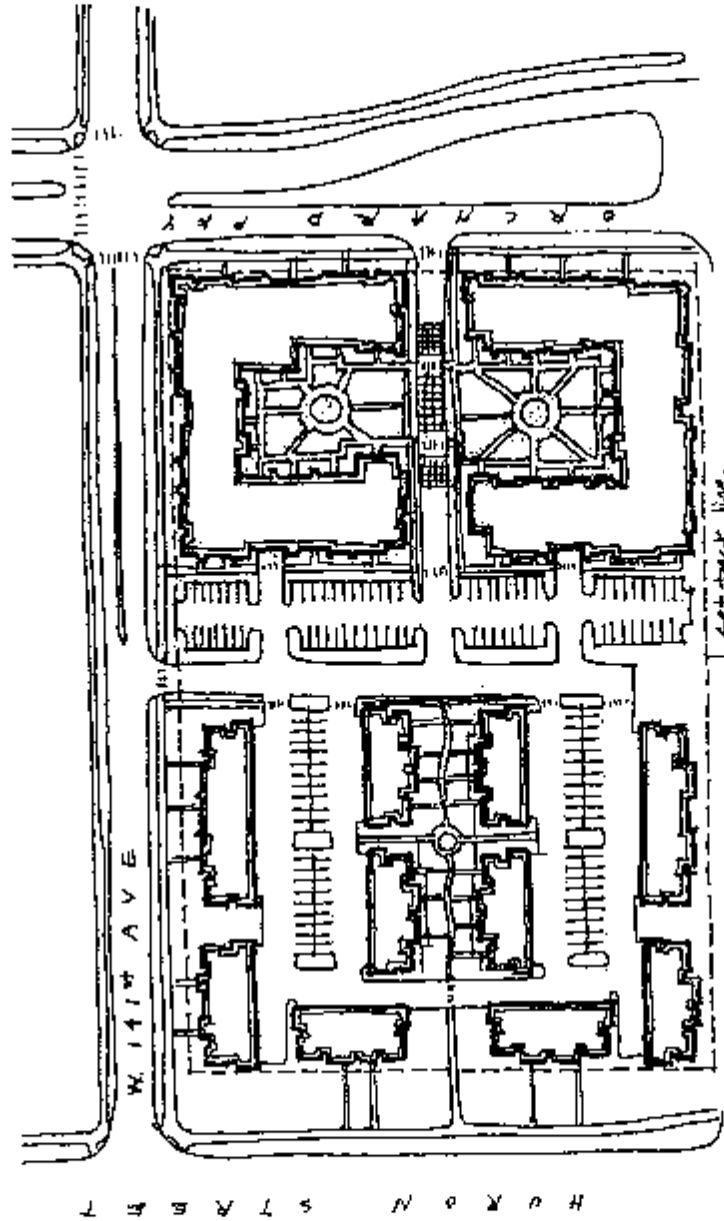
A PARCEL OF LAND LOCATED IN THE SOUTH ONE-HALF OF THE NORTHWEST QUARTER OF SECTION 22, TOWNSHIP 1 SOUTH, RANGE 68 WEST OF THE 6TH P.M., COUNTY OF ADAMS, STATE OF COLORADO, BEING MORE PARTICULARLY DESCRIBED AS FOLLOWS:

COMMENCING AT THE WEST QUARTER CORNER OF SAID SECTION 22; THENCE SOUTH 89°57'18" EAST, ALONG THE SOUTH LINE OF THE SOUTH ONE-HALF OF THE NORTHWEST QUARTER OF SAID SECTION 22, A DISTANCE OF 140.01 FEET TO THE POINT OF BEGINNING;

1. THENCE NORTH 00°42'47" WEST, A DISTANCE OF 458.917 FEET;
2. THENCE SOUTH 89°56'14" EAST, A DISTANCE OF 332.844 FEET;
3. THENCE 15.998 FEET ALONG THE ARC OF SAID CURVE HAVING A RADIUS OF 483.500 FEET;
4. THENCE SOUTH 88°02'29" EAST, A DISTANCE OF 74.137 FEET;
5. THENCE 17.090 FEET ALONG THE ARC OF SAID CURVE HAVING A RADIUS OF 516.500 FEET;
6. THENCE SOUTH 89°56'14" EAST, A DISTANCE OF 262.444 FEET;
7. THENCE 15.573 FEET ALONG THE ARC OF SAID CURVE HAVING A RADIUS OF 10.000 FEET;
8. THENCE SOUTH 0°42'47" EAST, A DISTANCE OF 445.833 FEET;
9. THENCE NORTH 89°57'18" WEST, ALONG THE SOUTH LINE OF THE SOUTH ONE-HALF OF THE NORTHWEST QUARTER OF SAID SECTION 22, A DISTANCE OF 712.290 FEET TO THE POINT OF BEGINNING;

SAID PARCEL CONTAINS A GROSS AREA OF 325,776 SQUARE FEET (7.479 ACRES), MORE OR LESS.

BASIS OF BEARINGS: ASSUMED SOUTH 89°57'18" EAST, ALONG THE SOUTH LINE OF THE SOUTH ONE-HALF OF THE NORTHWEST QUARTER OF SAID SECTION 22, SAID LINE BEING MONUMENTED AT THE WEST QUARTER CORNER BY A 3 1/4" ALUMINUM CAP, STAMPED L.S. 25645, 2007 AND AT THE CENTER QUARTER CORNER BY A 2 3/8" PIPE WITH 3 1/4" ALUMINUM CAP, STAMPED L.S. 25937, 1989.



SITE DATA

Site Area	7.48 Acres
3 Story Walk-Up	86 Units
4 Story Buildings	232 Units
Total	330 Units
Density	42.8 Units per Acre

SITE PLAN Scale 1" = 100'-0"
 ORCHARD LAKES MULTI-FAMILY RESIDENTIAL, WESTMINSTER, COLORADO
STUDIO DH
 GREEN, COLORADO STUDIO

ORCHARD LAKES, LLC
 1100 Broadway Blvd.
 Westminster, CO 80031
 Phone: 303.440.1000 Fax: 303.440.1001

MARCH 31, 2011
 THIS PLAN IS SUBJECT TO THE CITY OF WESTMINSTER, COLORADO
 ZONING ORDINANCES AND ANY AMENDMENTS THEREOF.
 THE CITY ENGINEER'S OFFICE HAS REVIEWED THIS PLAN
 FOR CONFORMANCE WITH THE CITY OF WESTMINSTER, COLORADO
 ZONING ORDINANCES AND ANY AMENDMENTS THEREOF.
 THE CITY ENGINEER'S OFFICE DOES NOT GUARANTEE THE
 ACCURACY OF THE INFORMATION PROVIDED.

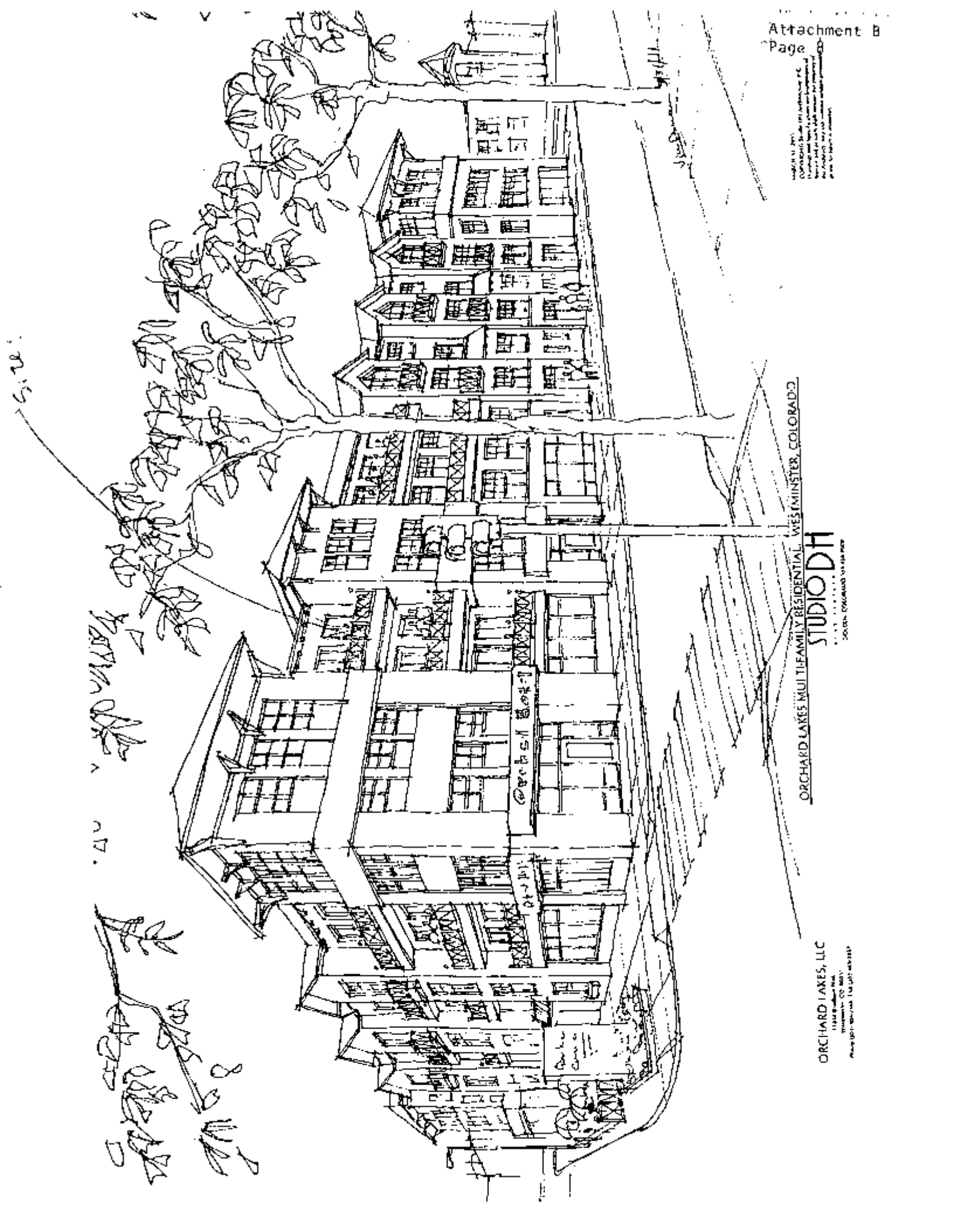
ORCHARD LAKES, LLC
11942 Broadway Blvd.
Denver, CO 80231
Phone: (303) 440-1888
Fax: (303) 440-2888

ORCHARD LAKES MULTI-FAMILY RESIDENTIAL, WESTMINSTER, COLORADO

STUDIO DH
DENVER, COLORADO 80202

ORCHARD LAKES, LLC

11942 Broadway Blvd.
Denver, CO 80231
Phone: (303) 440-1888
Fax: (303) 440-2888



INCENTIVE LIST - MF - 2007 COMPETITION

Pts	SITE DESIGN	See cover letter
500	Additional arterial or collector right-of-way (beyond amount required) will be provided for parking and additional lands, etc. area: 100 points per additional three feet added to right-of-way section along the entire street frontage (500 max. points) area: 100 points per additional three feet added to right-of-way section along the entire street frontage (500 max. points)	See cover letter
150	All internal site paths will be a minimum width of six feet: 150 points	
25	Lighting along both sides of off-street paths will be provided: 25 points	
25	Benches will be provided along pedestrian pathways throughout the project: 25 points	
500	Choose only one from below (if applicable): At least 50%, but less than 75% of the required parking (before shared guest parking) will be within: carports: 75 points; garages: 150 points At least 75%, but less than 100% of the required parking (before shared guest parking) will be within: carports: 125 points; garages: 250 points 100% of the required parking (before shared guest parking) will be within: carports: 175 points; garages: 350 points All parking garages will be designed within the primary buildings: 500 points	
75	Evergreen trees (a min. of 3: mature Pine, Blue Spruce, or similar) will be placed behind the entry monument signage: 75 points	
75	Decorative lighting with ornamental bases, urns, etc. relating to the architectural theme of the development will be installed along collector, local, and/or private streets with a max. 50-foot distance between fixtures: 75 points	
300	Hard-surface courts such as tennis courts, (in-lane fencing, striping, net, lighting, etc.) and/or basketball full-courts (with 50' x 84' including equipment, striping, lighting, etc.) will be provided: 150 points per court (100 points max.)	
100	Swing volley ball courts (30' x 60' min.) will be provided: 50 points per court (100 points max.)	
300	Play equipment area with swings, slide, climbing equip., etc. (5,000 S.F. min.) will be provided. (This cannot be located in any public land dedication with except the minimum requirement for: 150 points for each area provided)	See cover letter
500	Non-fundamental fund: 50 points per each percentage point over minimum required (500 max. points)	
100	Playground fund: 10 points per each percentage point over minimum required (100 max. points)	
500	If this incentive is chosen, keep in mind the City has discretion whether land designated for dedication is acceptable and, during the development review process, may require an alternate location on the site or cash-in-lieu for the amount agreed to with this incentive. Private park area will be increased above the min. 4% requirement (bonus only one from below if applicable): Greater than 4% to 5%: 250 points Greater than 5% to 6%: 350 points Greater than 6%: 500 points	See cover letter
400	Along public streets, primary building setbacks will be increased above the min. requirement (choose only one from below if applicable): Five (5) feet or greater, but less than ten (10) feet: 250 points Ten (10) feet or greater, but less than 15 feet: 300 points Fifteen (15) feet or greater, but less than 20 feet: 350 points Twenty (20) feet or greater: 400 points	
150	Garages will not be placed along public street frontages: 150 points	
750	SUBTOTAL (SITE DESIGN)	
		750

INCENTIVE LIST - MF - 2007 COMPETITION

SITE DESIGN

Pts	Description	Pts	Description
500	Additional arterial or collector right-of-way (beyond amount required) will be provided for berms and additional landscaped areas: 100 points per additional three feet added to right-of-way section along the entire street frontage (500 max. points)	150	See cover letter
150	All internal site paths will be a minimum width of six feet: 150 points	25	
25	Lighting along both sides of off-street paths will be provided: 25 points	25	
25	Benches will be provided along pedestrian pathways throughout the project: 25 points	500	
500	Choose only one from below (if applicable):	75	
	At least 50%, but less than 75% of the required parking (other than guest parking) will be within carpools: 75 points; garages: 150 points	75	
	At least 75%, but less than 90% of the required parking (other than guest parking) will be within carpools: 125 points; garages: 250 points	300	
	100% of the required parking (other than guest parking) will be within carpools: 175 points; garages: 350 points	100	
	All parking garages will be designed within the primary building: 500 points	300	
	Evergreen trees 1 in area of 3 Acacia Pine, Blue Spruce, or Shady will be planted behind the entry monument signage: 75 points	500	
	Decorative lighting with ornamental bases, ornaments, fixtures, etc. relating to the architectural theme of the development will be installed along entrance, local, and/or private streets with a max. 50-foot distance between fixtures: 75 points	100	
	Hard-surface courts such as tennis courts (including fencing, striping, net, lighting, etc.) and/or basketball full-courts (area: 50' x 34' including equipment, striping, lighting, etc.) will be provided: 150 points per court (300 points maximum)	100	
	Small volleyball courts (30' x 60' min.) will be provided: 50 points per court (400 points max.)	100	
	Play equipment area with swings, slide, climbing equip., etc. (8,000 S.F. min.) will be provided: (This cannot be located in any public land dedication will exceed the minimum requirement for:	500	
	Non-Bowling ball: 50 points per cubic percentage point over minimum required (500 max. points)	400	
	Bowling ball: 10 points per cubic percentage point over minimum required (100 max. points)		
	If this incentive is chosen, keep in mind the City has discretion whether land designated for dedicated use, during the development review process, may require an alternate location on the site or cash-in-lieu for the amount agreed to with this incentive.		
	Private park area will be increased above the min. 4% requirement (choose only one from below if applicable):		
	Greater than 4% to 5%: 250 points		
	Greater than 5% to 6%: 350 points		
	Greater than 6%: 500 points		
	Along public streets, primary building setbacks will be increased above the min. requirement (choose only one from below if applicable):		
	Five (5) feet or greater, but less than ten (10) feet: 250 points		
	Ten (10) feet or greater, but less than 15 feet: 300 points		
	Fifteen (15) feet or greater, but less than 20 feet: 350 points		
	Twenty (20) feet or greater: 400 points		
	Garages will not be placed along public street frontages: 150 points		
150			
3700			
	SUBTOTAL (SITE DESIGN)	150	

See cover letter

See cover letter

ARCHITECTURAL DESIGN

174 50



- Buildings will have a variety in horizontal off-sets (stepping or change in plane surface) of at least eight feet on both the front and rear of the buildings: 80 points
- A covered and figured structure will be provided over external mailbox units for the project or internal mailbox units will be provided. If an external structure is provided, the materials, colors, and style will match the primary buildings: 150 points

170



50



- Choose one from below (if applicable):
 - 25% or more ranch homes or two-story homes with a first-floor master bedroom and bath with a shower or tub will be built: 25 points
 - 50% or more ranch homes or two-story homes with a first-floor master bedroom and bath with a shower or tub will be built: 50 points

200



- Building heights will not exceed (choose only one from below if applicable):
 - Two stories in height: 200 points
 - Two stories in height for all buildings adjacent to public streets: 150 points
 - 35 feet in height: 75 points

75



400



- Bay or box windows will be provided on the front facade of at least 50% of the units: 75 points
- Tile floors over concrete, or stone pavers will be used on all buildings: 200 points
- Private patios (unobstructed 120 S.F. min., and balconies (unobstructed 80 S.F. min.) with 6-foot min. depth will be provided on: (Choose one) See cover letter only one from below if applicable):
 - At least 75%, but less than 100% of all units: 100 points
 - 100% of all units: 200 points

> 50



First Story or Building

- Choose only one from below (if applicable):
 - At least 50% but less than 75% of all non-window/wall surfaces on all sides of all primary buildings will be finished with masonry (brick or stone): 250 points
 - At least 75%, but less than 100% of all non-window/wall surfaces on all sides of all primary buildings will be finished with masonry (brick or stone): 500 points
 - 100% of all non-window/wall surfaces on all sides of all primary buildings will be finished with masonry (brick or stone): 750 points

1775



SUBTOTAL (ARCHITECTURAL DESIGN)

825

See cover letter

LANDSCAPING DESIGN

700



- Private landscaped area will be increased above the minimum 40% requirement (choose only one from below if applicable):
- Greater than 40% to 45%: 200 points
- 45% to 50%: 350 points
- 50% or more: 500 points
- Choose only one from below (if applicable):
- A min. of one tree and three shrubs per 500 s.f. of landscaped area will be provided in the private landscaped areas: 50 points
- A min. of one tree and three shrubs per 450 s.f. of landscaped area will be provided in the private landscaped areas: 100 points
- A min. of one tree and three shrubs per 400 s.f. of landscaped area will be provided in the private landscaped areas: 150 points
- Choose only one from below (if applicable) for private landscaped areas:
- At least 50% of all trees will be 3" min. caliper for deciduous and 8" min. height for all evergreen trees: 50 points
- At least 75% of all trees will be 3" min. caliper for deciduous and 8" min. height for all evergreen trees: 75 points
- 100% of all trees will be 3" with caliper deciduous trees and 8" with height for all evergreen trees: 100 points
- Deciduous area will be designed as a permanent water feature (e.g. water retention area with fountain): 100 points
- A minimum of one tree and three shrubs per 500 square feet of landscaped area will be provided in the project entry area: 50 points
- Choose only one from below (if applicable):
- A min. of one tree and three shrubs per 500 s.f. of lands open area will be provided in the right-of-way areas: 100 points
- A min. of one tree and three shrubs per 450 s.f. of landscaped area will be provided in the right-of-way areas: 150 points
- A min. of one tree and three shrubs per 400 s.f. of landscaped area will be provided in the right-of-way areas: 200 points
- Street trees (deciduous, shade trees with 40-foot max. spacing) will be planted in the landscape area between the curb and sidewalk along a min. of 75% of the local and private street lengths on both sides of the streets: 350 points

150



100



100



50



200



350



1750



6225



950

3475

SUBTOTAL (LANDSCAPING DESIGN)

TOTAL

Service Commitment Application Category B-3 Multiple-Family



LongView

Westminster, Colorado

March 31, 2011

SKETCH PLAN



SHEET INDEX

1	-	COVER LETTER
2-8	-	APPLICATION FORM
9	-	VICINITY MAP
10	-	SURVEY
11	-	PRELIMINARY SKETCH PLAN
12	-	VIEW CORRIDORS
13	-	TYPICAL ELEVATION
14	-	PERSPECTIVE
15-16-		CHARACTER STUDY
17-21-		CLUP AMENDMENT

LongView

Westminster, Colorado

March 31, 2011

SKETCH PLAN





Mr. John Carpenter
City of Westminster
Department of Community Development
4800 West 92nd Avenue
Westminster, Colorado 80031

RE: New Residential Competition Application

Dear John:

We are pleased to submit the following application for residential service commitments for our proposed 312 unit apartment project located on approximately 21 acres at the southeast corner of Federal Parkway and Zuni Street in the City of Westminster. Concurrent with this application we are also submitting a Comprehensive Land Use Plan Amendment for the site.

The proposed site design concept is a moderate density high quality multi family rental housing product similar to the Links and Village at Legacy Ridge, two Class A apartment communities developed by Corum within the Legacy Ridge PUD in 1998 and 2001. Corum continues to own and operate both of these properties today.

The submittal materials included in this package are representative of the overall building design and materials, building spacing, view corridors, landscaping and common area amenities that will define this high quality housing development.

Although Corum is still in the preliminary and conceptual design stage, we have studied the site and the surrounding uses carefully and have concluded that a quality apartment project on this 21 acre site would be a suitable transitional use between the lower density patio homes built and proposed for the remainder of the Country Club Highlands property to the west and the industrial and school uses to the east and south of the site. We also believe that the demographic profile for the prospective residents of a higher end apartment community will compliment the retail mix featured in the Country Club Village shopping area. A well designed quality apartment property will create a complimentary housing use between all of the existing surrounding property uses.

The proposed overall density on the 21 acres will be between 14 and 15 units per acre, considerably less dense than either Links or Village at Legacy Ridge, which are both at 18 units per acre. This lower density will allow for more spacing between buildings and considerably more designated open space for use by the property's residents. The design current designates approximately 3.28 acres for open space along the south property line creating an attractive area for a landscaped buffer between the apartments and the Cornerstone Christian Academy property.

Should Corum be successful in our application for Service Commitments, we look forward to working with the City and staff to complete a rezoning and design of the property that will result in an attractive site plan and a quality housing development for the residents of the City of Westminster.

Sincerely,


James G. Fitzpatrick
Corum Real Estate Group, Inc.



WESTMINSTER

Date Received
<input type="checkbox"/> SFD <input type="checkbox"/> SFA <input type="checkbox"/> MF <input type="checkbox"/> SH

APPLICATION FORM
NEW RESIDENTIAL COMPETITIONS

PROJECT INFORMATION:

PROJECT TYPE: Single-Family Detached (SFD) Multi-Family (MF)
 Single-Family Attached (SFA) Senior Housing

PROJECT NAME: Long View Apartments
(Attach sketch plan with proposed lot configuration)

LOCATION: Federal & Zuni
(Attach 8 1/2" x 11" map showing site location and 8 1/2" x 11" legal description)

NUMBER OF ACRES: 21.24 NUMBER OF UNITS: 312 NET DENSITY: 18 du/a
(See Page 2 of design guidelines for calculation instructions)

EXISTING ZONING: PUD - The Registry
(Specify Planned Unit Development name, if applicable)

COMPREHENSIVE LAND USE PLAN: Land Use Designation: Business Park
Maximum Density: _____ Minimum Single-Family Detached Lot Size: _____
(if applicable)

PROPOSED DEVELOPMENT TIMING AND PHASING: Construction period will be 12-18 months. Start date will depend on entitlement process. The project will be built in one phase.

DESIRED NUMBER OF SERVICE COMMITMENTS (SCs) PER YEAR: 156
(Calculate 1.0 SC per SFD unit; 0.7 per SFA unit; 0.5 per MF unit; and 0.35 per senior housing unit)

CONTACT INFORMATION (Please Print or Type):

PROPERTY OWNER:
Name: Purebred Arabian Trust c/o Bart Brown
Address: 3838 Oak Lawn Ave Suite 207 Dallas, TX 75219
Phone: 214-520-0220 Fax: _____ E-mail: _____

DEVELOPER:	CONSULTANT:
Company: <u>Corum Real Estate Group</u>	Company: <u>Paul T. Bergner Architect</u>
Address: <u>600 S. Cherry # 625</u>	Address: <u>1633 York Street</u>
<u>Denver, CO 80246</u>	<u>Denver, CO 80206</u>
Phone: <u>303-796-2000</u> Fax: <u>303-796-2065</u>	Phone: <u>303-592-2904</u> Fax: <u>303-592-2387</u>
E-mail: <u>janie.fitzpatrick@corumrealestate.com</u>	E-mail: <u>pbergner@ptbarc.com</u>
Contact Name: <u>James G. Fitzpatrick</u>	Contact Name: <u>Paul Bergner</u>

BUILDER(S):	Company: <u>Design Studios West</u>
Company: _____	Address: <u>616 E. Speer Blvd.</u>
Address: _____	<u>Denver, CO 80203</u>
Phone: _____ Fax: _____	Phone: <u>303-623-3465</u> Fax: <u>303-623-3758</u>
E-mail: _____	E-mail: <u>beck@designstudioswest.com</u>
Contact Name: _____	Contact Name: <u>Robert Beck</u>

SIGNATURE BLOCKS:
THE UNDERSIGNED hereby certifies that all information listed above and all information and statements contained in any papers or plans submitted herewith are true, correct, and complete.

Developer Signature: [Signature] Date: 3/28/11
Property Owner Signature: [Signature] Date: 3-28/11
Chairman

INCENTIVE LIST - MF - 2007 COMPETITION

	Pts
2000	500
1500	150
250	25
250	25
1500	500
750	75
0	75
0	300
500	100
0	300
0	500
0	100
5000	500
0	400
1500	150
1325	3700

SITE DESIGN

- Additional arterial or collector right-of-way (beyond amount required) will be provided for berms and additional landscape area. 100 points per additional three feet added to right-of-way section along the entire street frontage (500 max. points)
 - All internal site paths will be a minimum width of six feet. 150 points
 - Lighting along both sides of off-street paths will be provided. 25 points
 - Benches will be provided along pedestrian pathways throughout the project. 25 points
- Choose only one from below (if applicable)
- At least 50%, but less than 75% of the required parking (other than guest parking) will be within carports. 75 points; garages: 150 points
 - At least 75%, but less than 100% of the required parking (other than guest parking) will be within carports. 125 points; garages: 250 points
 - 100% of the required parking (other than guest parking) will be within carports. 175 points; garages: 350 points
 - All parking garages will be designed within the primary buildings. 500 points
 - Evergreen trees (a min. of 3 Austrian Pine, Blue Spruce, or similar) will be planted behind the entry monument signage. 75 points.
 - Decorative lighting with ornamental bases, armatures, fixtures, etc. relating to the architectural theme of the development will be installed along collector, local, and/or private streets with a max. 50-foot distance between fixtures. 75 points
 - Hard surface courts such as tennis courts (including fencing, striping, net, lighting, etc.) and/or basketball full courts (min. 50' x 114' including equipment, striping, lighting, etc.) will be provided. 150 points per court (300 points maximum)
 - Sand volleyball courts (30' x 60' min.) will be provided. 50 points per court (100 points max.)
 - Play equipment area with swings, slide, climbing equip., etc. (8,000 S.F. min.) will be provided. (This cannot be located in any detention area). 150 points for each area provided
- Public land dedication will exceed the minimum requirement for:
- Non-floodplain land. 50 points per each percentage point over minimum required (500 max. points)
 - Floodplain land. 10 points per each percentage point over minimum required (100 max. points)
- (If this incentive is chosen, keep in mind the City has discretion whether land designated for dedication is acceptable and, during the development review process, may require an alternate location on the site or cash-in-lieu for the amount agreed to with this incentive)
- Private park area will be increased above the min. 4% requirement (choose only one from below if applicable)
- Greater than 4% to 5%. 250 points
 - Greater than 5% to 6%. 350 points
 - Greater than 6%. 500 points
- Along public streets, primary building setbacks will be increased above the min. requirement (choose only one from below if applicable)
 - Five (5) feet or greater, but less than ten (10) feet. 250 points
 - Ten (10) feet or greater, but less than 15 feet. 300 points
 - Fifteen (15) feet or greater, but less than 20 feet. 350 points
 - Twenty (20) feet or greater. 400 points
 - Garages will not be placed along public street frontages. 150 points
- SUBTOTAL (SITE DESIGN)**

Pts.		
50	<input type="text" value="0"/>	*Buildings will have a variety in horizontal off-sets (staggering or change in plane surface) of at least eight feet on both the front and rear of the buildings. 50 points
150	<input type="text" value="150"/>	*A covered and lighted structure will be provided over external mailbox units for the project or internal mailbox units will be provided. If an external structure is provided, the materials, colors, and style will match the primary buildings. 150 points
50	<input type="text" value="0"/>	*Choose one from below (if applicable) *25% or more ranch homes or two-story homes with a first-floor master bedroom and bath with a shower or tub will be built. 25 points *50% or more ranch homes or two-story homes with a first-floor master bedroom and bath with a shower or tub will be built. 50 points
200	<input type="text" value="0"/>	*Building heights will not exceed (choose only one from below if applicable) *Two stories in height. 200 points *Two stories in height for all buildings adjacent to public streets. 150 points *35 feet in height. 75 points
75	<input type="text" value="75"/>	*Bay or box windows will be provided on the front façade of at least 50% of the units. 75 points
400	<input type="text" value="0"/>	*Tile (terra cotta, concrete, or slate) roofs will be used on all buildings. 400 points
200	<input type="text" value="0"/>	*Private patios (unobstructed 120 S.F. min.) and balconies (unobstructed 80 S.F. with 6-foot min. depth) will be provided on (Choose only one from below if applicable) *At least 75%, but less than 100% of all units. 100 points *100% of all units. 200 points
750	<input type="text" value="0"/>	*Choose only one from below (if applicable): *At least 50%, but less than 75% of all non-window/door surfaces on all sides of all primary buildings will be finished with masonry (brick or stone). 250 points *At least 75%, but less than 100% of all non-window/door surfaces on all sides of all primary buildings will be finished with masonry (brick or stone). 500 points *100% of all non-window/door surfaces on all sides of all primary buildings will be finished with masonry (brick or stone). 750 points
1875	<input type="text" value="225"/>	SUBTOTAL (ARCHITECTURAL DESIGN)

LANDSCAPING DESIGN

Pts.		
300	250	*Private landscaped area will be increased above the minimum 40% requirement (choose only one from below if applicable) *Greater than 40% to 45%: 200 points* *45% to 50%: 250 points *50% or more: 300 points
150	50	*Choose only one from below (if applicable): *A min. of one tree and three shrubs per 500 s.f. of landscaped area will be provided in the private landscaped areas: 50 points *A min. of one tree and three shrubs per 450 s.f. of landscaped area will be provided in the private landscaped areas: 100 points *A min. of one tree and three shrubs per 400 s.f. of landscaped area will be provided in the private landscaped areas: 150 points
100	100	*Choose only one from below (if applicable) for private landscaped areas: *At least 50%, but less than 75% of all trees will be 3" min. caliper for deciduous and 8" min. height for all evergreen trees: 50 points *At least 75%, but less than 100% of all trees will be 3" min. caliper for deciduous and 8" min. height for all evergreen trees: 75 points *100% of all trees will be 3" min. caliper deciduous trees and 8" min. height for all evergreen trees: 100 points
100	0	*Detention area will be designed as a permanent water feature (e.g. water retention area with fountain): 100 points
50	50	*A minimum of one tree and three shrubs per 500 square feet of landscaped area will be provided in the project entry area: 50 points
200	150	*Choose only one from below (if applicable): *A min. of one tree and three shrubs per 500 s.f. of landscaped area will be provided in the right-of-way areas: 100 points *A min. of one tree and three shrubs per 450 s.f. of landscaped area will be provided in the right-of-way areas: 150 points *A min. of one tree and three shrubs per 400 s.f. of landscaped area will be provided in the right-of-way areas: 200 points
350	350	*Street trees (deciduous, shade trees with 40-foot max. spacing) will be planted in the landscape area between the curb and sidewalk along a min. of 75% of the local and private street lengths on both sides of the streets: 350 points
1250	950	SUBTOTAL (LANDSCAPING DESIGN)
6825	2500	TOTAL

INCENTIVE LIST - MF - 2007 COMPETITION
COMMENTS TO SELECT CATEGORIES

	Pts.	SITE DESIGN
200	500	Will provide, assume 6: 200 points taken
150	150	All paths through site 6: 150 points taken
25	25	Paths have lighting, 25 points taken. It is presumed that some site lighting may be provided by building-mounted lighting
25	25	Benches will be provided, 25 points taken. Bench seating along walks improves pedestrian walkability of the neighborhood
150	500	519 required spaces per current unit count/mix 50% of spaces in garages = 519 x 0.5 = 260 garages required for 150 points 168 garages are within building footprints, therefore 280-168 = 92 garage spaces in garage buildings to be provided
75	75	Evergreen Trees (3 min) behind entry signage provide consistent visual backdrop and contribute to project character and identity
0	75	Decorative lighting will be provided at main entry road no points taken
0	300	
50	100	1 volleyball court will be provided, 50 points taken
0	300	
0	500	
0	100	
500	500	Private park provided in excess of minimum, 500 points taken The upgrade is an enhancement that improves sense of community and pedestrian activity within the neighborhood
0	400	
150	150	No garages along public street frontages 150 points taken
1325	3700	SUBTOTAL (SITE DESIGN)

Pts.		ARCHITECTURE
50	0	All buildings will have multiple offsets but they may not be as much as B, no points taken
150	150	All main facades will be in covered and lighted structures, 150 points taken
50	0	
200	0	
75	75	Bay or box window features will be provided on a minimum of 50% of units, 75 points taken
400	0	Tile roof will be provided if budget permits, no points taken
200	0	
750	0	All buildings will have extensive stone masonry exterior surfaces ranging from 30-35% of opaque wall surfaces, no points taken
1875	225	SUBTOTAL (ARCHITECTURAL DESIGN)

LANDSCAPING DESIGN

Upgrading with increased percentage of the private landscape area provides enhanced livability of the neighborhood

Pls.
300

250

Upgrading with increased intensity of landscape provides enhanced livability of the neighborhood.

150

50

Up-sizing trees to 3" cal. and 10' ht. respectively, provides value in immediate impact of landscape upon completion of construction for community continuity and neighborhood enhancement.

100

100

Enhanced visual impact of increased density of entry plantings at arrival points provides project entry appeal and neighborhood continuity. Expanded waterwise shrub planting beds reduce turfgrass area and irrigation water consumption.

100
50

0
50

Enhanced landscape in ROW invests in project curb appeal and neighborhood continuity.

200

150

Expanded waterwise shrub planting beds reduce turfgrass area and irrigation water consumption

Intensified street tree program provides spatial definition, scaling mitigation of building heights and mass, shading in summer, solar gain in winter and micro-climatic enhancement in general. Summer shading reduces ET rate and irrigation water consumption of plantings below. Presumption is that 40' min. spacing allows some flexibility for 'averaging' (per linear feet) to account for parking spaces and driveway dimensional requirements, and that street trees are also counted in the total calculation of planting density (per 500 sq ft of "private landscape area")

350

350

SUBTOTAL (LANDSCAPING DESIGN)

1250

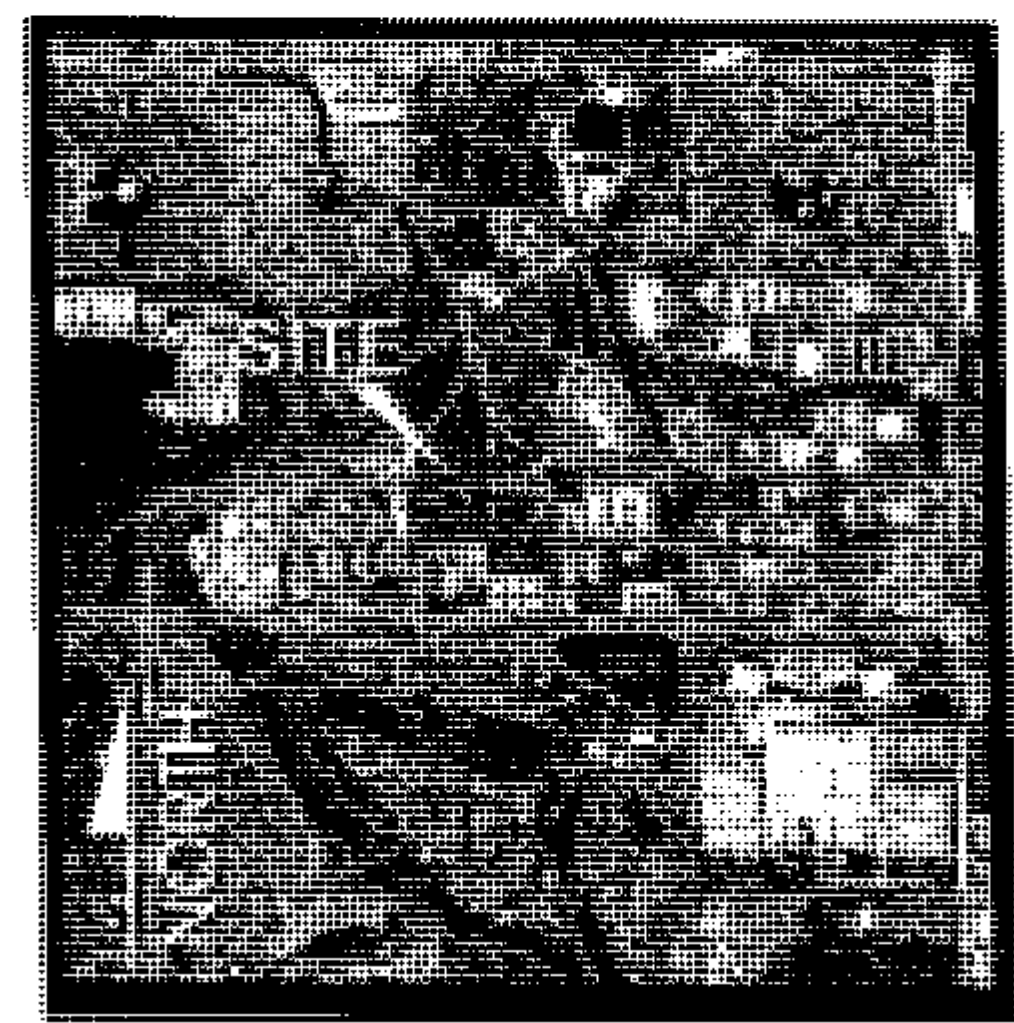
950

TOTAL

6825

2500

VICINITY MAP



LongView

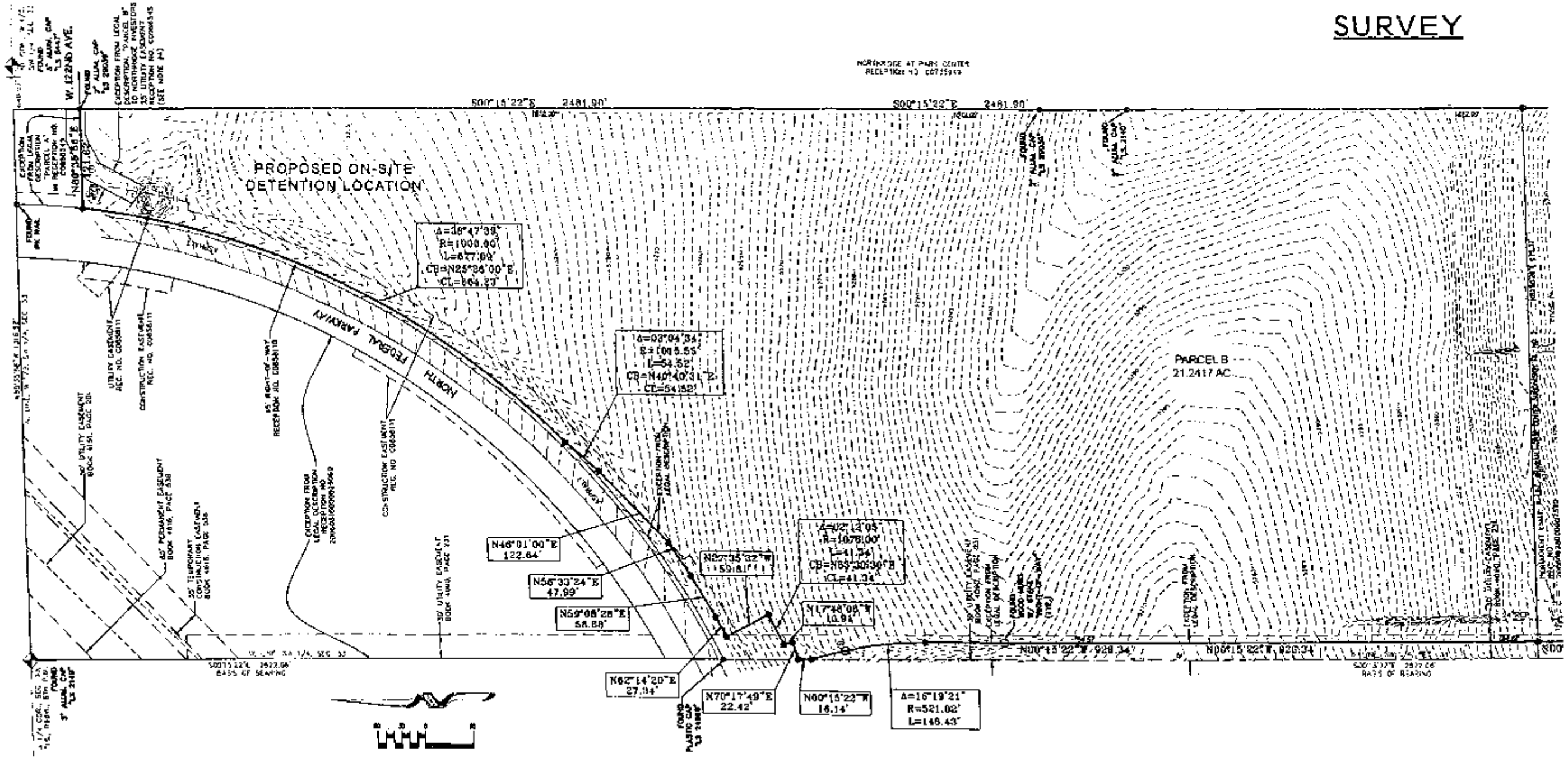
Westminster, Colorado

March 31, 2011 SKETCH PLAN



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SURVEY



LEGAL DESCRIPTION

PARCEL B
 THAT PART OF THE SOUTHWEST ONE-QUARTER OF SECTION 33, TOWNSHIP 1 SOUTH, RANGE 88 WEST OF THE 6TH MERIDIAN, WYOMING, COUNTY OF WYOMING, STATE OF COLORADO, BEING MORE PARTICULARLY DESCRIBED AS FOLLOWS: BEGINNING AT A POINT ON THE WEST LINE OF THE SOUTHWEST ONE-QUARTER OF SAID SECTION 33, WHICH POINT IS 50.00 FEET NORTH OF THE SOUTHWEST CORNER OF SAID SOUTHWEST ONE-QUARTER AND ON THE NORTH RIGHT-OF-WAY LINE OF COLORADO STATE HIGHWAY NO. 128 AND WEST 120.00 FEET, THENCE SOUTHWEST 89°15'00" BEARING ALONG THE WEST LINE OF SAID SOUTHWEST ONE-QUARTER, A DISTANCE OF 207.31 FEET TO A POINT ON THE WEST LINE OF SAID SOUTHWEST ONE-QUARTER, SAID POINT BEING ALSO ON THE NORTH RIGHT-OF-WAY LINE OF COLORADO STATE HIGHWAY NO. 128 AND WEST 120.00 FEET, THENCE N 51°27'00" W ALONG SAID RIGHT-OF-WAY LINE, A DISTANCE OF 838.37 FEET, MORE OR LESS, TO THE POINT OF BEGINNING, THAT PART OF THE PLAT AS LOT 1, BLOCK 1, WYOMING HOME CENTER SUBDIVISION, PLAT NO. 1 AND EXCEPTING THAT PORTION CONVEYED TO THE CITY OF WESTMINSTER BY DEEDS RECORDED SEPTEMBER 17, 2003; AT RECEPTION NO. CORM345, AUGUST 15, 2008 AT RECEPTION NO. CORM345/SORM345, AND TO NORRIDGE INVESTORS IN DEED RECORDED JUNE 20, 2002 AT RECEPTION NO. CORM345 AND EXCEPT ANY PORTION WHICH LIES NORTH OF FEDERAL PARKWAY AND EXCEPT ANY PORTION OF SUBJECT PROPERTY DESCRIBED BELOW.

A PARCEL OF LAND LOCATED IN THE SOUTHWEST QUARTER OF SECTION 33, TOWNSHIP 1 SOUTH, RANGE 88 WEST OF THE 6TH MERIDIAN, WYOMING, COUNTY OF WYOMING, BEING MORE PARTICULARLY DESCRIBED AS FOLLOWS:
 BEGINNING AT THE SOUTHWEST CORNER OF SAID SOUTHWEST QUARTER, THENCE SOUTH 72°14'00" W ALONG THE WEST LINE OF SAID SOUTHWEST QUARTER, A DISTANCE OF 729.89 FEET TO A POINT ON THE NORTH LINE OF LOT 1, BLOCK 1 OF THE WYOMING HOME CENTER SUBDIVISION PLAT NO. 1, SAID POINT BEING THE POINT OF BEGINNING,
 THENCE CONTINUING NORTH 52°22'00" W ALONG SAID WEST LINE OF SAID SOUTHWEST QUARTER, A DISTANCE OF 314.42 FEET TO A POINT OF CURVATURE, THENCE ALONG THE ARC OF SAID CURVE TO THE RIGHT, HAVING AN INTERIOR ANGLE OF 105°15'00" AND A RADIUS OF 329.00 FEET WITH A CHORD BEARING S08°30'00" W, A DISTANCE OF 119.23 FEET TO A POINT, THENCE SOUTH 77°12'00" W, A DISTANCE OF 284.97 FEET TO A POINT ON THE NORTH LINE OF LOT 1, BLOCK 1 OF THE WYOMING HOME CENTER SUBDIVISION PLAT NO. 1, THENCE S08°30'00" W ALONG SAID NORTH LINE, A DISTANCE OF 31.00 FEET TO THE POINT OF BEGINNING.
 BEING FOR THE DESCRIPTION ARE BASED ON THE WEST LINE OF THE SOUTHWEST QUARTER OF SECTION 33, TOWNSHIP 1 SOUTH, RANGE 88 WEST OF THE 6TH MERIDIAN, WYOMING, BEING MORE PARTICULARLY DESCRIBED AS FOLLOWS:
 AND EXCEPT:

A PARCEL OF LAND LOCATED IN THE SOUTHWEST QUARTER OF SECTION 33, TOWNSHIP 1 SOUTH, RANGE 88 WEST OF THE 6TH MERIDIAN, WYOMING, COUNTY OF WYOMING, BEING MORE PARTICULARLY DESCRIBED AS FOLLOWS:
 BEGINNING AT THE SOUTHWEST CORNER OF SAID SOUTHWEST QUARTER, THENCE SOUTH 72°14'00" W ALONG THE WEST LINE OF SAID SOUTHWEST QUARTER, A DISTANCE OF 1637.07 FEET TO THE POINT OF BEGINNING,
 THENCE CONTINUING NORTH 52°22'00" W ALONG SAID WEST LINE, A DISTANCE OF 82.58 FEET TO A POINT OF CURVATURE, THENCE ALONG THE ARC OF SAID CURVE TO THE RIGHT, HAVING AN INTERIOR ANGLE OF 105°15'00" AND A RADIUS OF 1000.00 FEET WITH A CHORD BEARING N54°10'00" W, A DISTANCE OF 127.36 FEET TO A POINT OF CURVATURE IN A PARCEL OF LAND AS DESCRIBED IN THE RETURN UP ABOVE OR BY COLORADO STATE DEED NO. 0037427, THENCE SOUTHWEST ALONG SAID PARCEL OF LAND THE FOLLOWING TWO COURSES:
 1. 54.18 FEET ALONG THE ARC OF SAID CURVE TO THE RIGHT, HAVING AN INTERIOR ANGLE OF 105°15'00" AND A RADIUS OF 1000.00 FEET WITH A CHORD BEARING S04°10'00" W, A DISTANCE OF 54.18 FEET TO A POINT;
 2. S04°10'00" W, A DISTANCE OF 142.54 FEET TO A POINT;
 3. S65°33'18" W, A DISTANCE OF 149.11 FEET TO A POINT;
 4. S59°08'00" W, A DISTANCE OF 58.89 FEET TO A POINT;
 5. S07°14'12" W, A DISTANCE OF 22.42 FEET TO A POINT;
 6. S07°14'12" W, A DISTANCE OF 22.42 FEET TO A POINT OF CURVATURE;

7. 41.34 FEET ALONG THE ARC OF SAID CURVE TO THE RIGHT, HAVING AN INTERIOR ANGLE OF 105°15'00" AND A RADIUS OF 1078.00 FEET WITH A CHORD BEARING S63°30'30" E, A DISTANCE OF 41.34 FEET TO A POINT;
 8. S17°48'10" W, A DISTANCE OF 10.94 FEET TO A POINT;
 9. S01°17'42" W, A DISTANCE OF 22.42 FEET TO THE POINT OF BEGINNING.
 BEING FOR THE DESCRIPTION ARE BASED ON THE WEST LINE OF THE SOUTHWEST QUARTER OF SECTION 33, TOWNSHIP 1 SOUTH, RANGE 88 WEST OF THE 6TH MERIDIAN, WYOMING, BEING MORE PARTICULARLY DESCRIBED AS FOLLOWS:
 BEING FOR THE DESCRIPTION ARE BASED ON THE WEST LINE OF THE SOUTHWEST QUARTER OF SECTION 33, TOWNSHIP 1 SOUTH, RANGE 88 WEST OF THE 6TH MERIDIAN, WYOMING, BEING MORE PARTICULARLY DESCRIBED AS FOLLOWS:
 AND EXCEPT:

March 31, 2011

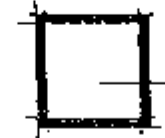


CORUM
 REAL ESTATE GROUP

LongView

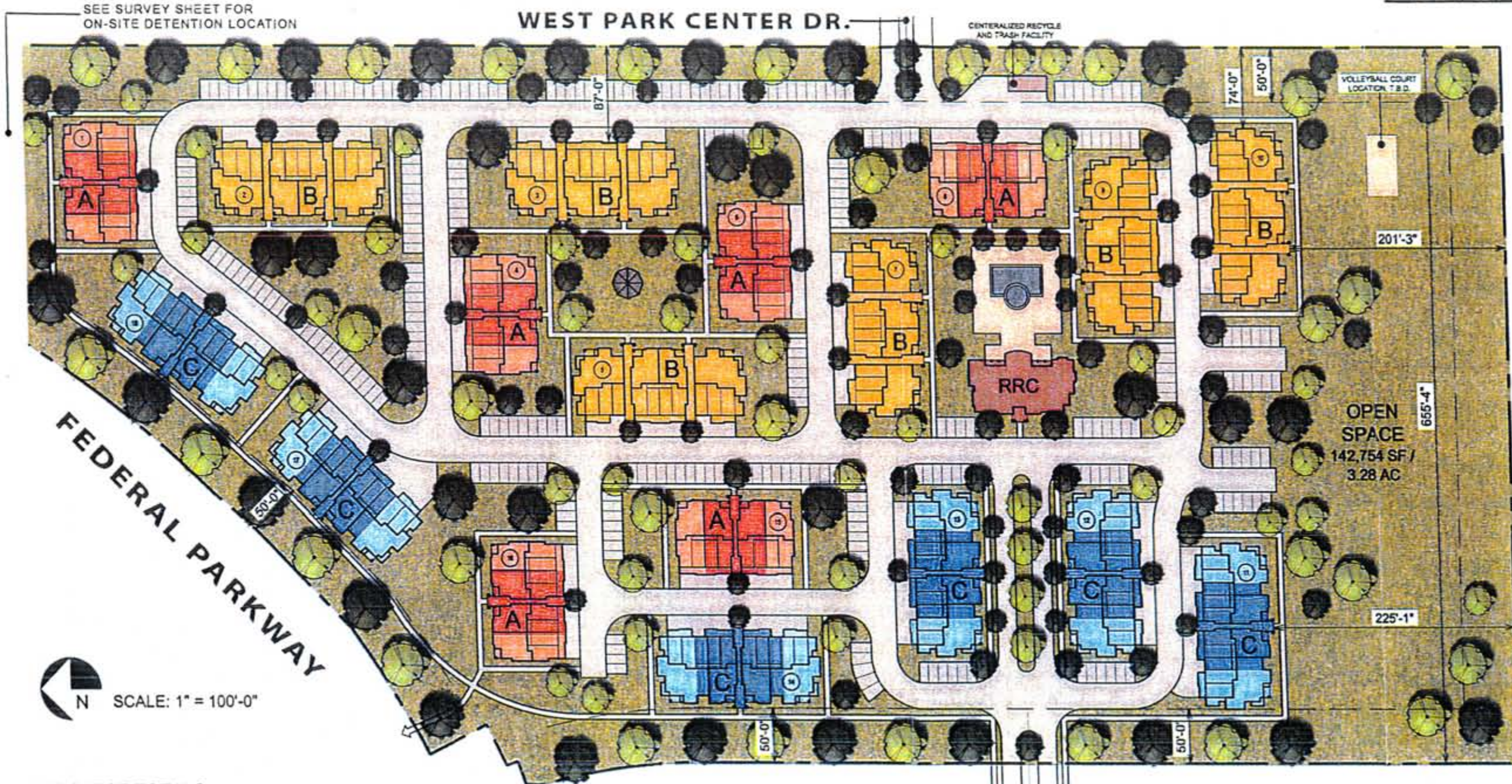
Westminster, Colorado

SKETCH PLAN



PBA
 PAUL T. BERENSON, D.D., ARCHITECT, P.C.

**PRELIMINARY
SKETCH PLAN**



N SCALE: 1" = 100'-0"

PROJECT TOTALS

BUILDING TYPE A - (5) 16 UNIT BUILDINGS	96 - 1 BED / 1 BATH UNITS
BUILDING TYPE B - (6) 20 UNIT BUILDINGS	60 - 1 BED / 1 BATH UNITS
	60 - 2 BED / 2 BATH UNITS
BUILDING TYPE C - (6) 16 UNIT BUILDINGS	36 - 1 BED / 1 BATH UNITS
	60 - 2 BED / 2 BATH UNITS
TOTAL	192 - 1 BED / 1 BATH UNITS (61.5%)
	120 - 2 BED / 2 BATH UNITS (38.5%)
	312 - TOTAL UNITS

PARKING:
168 - ATTACHED GARAGE PARKING SPACES
168 - TANDEM PARKING SPACES
<u>288 - SURFACE SPACES</u>
624 - TOTAL PARKING SPACES

REQUIRED PARKING:
1.5 SPACES PER 1 BED = 279 SPACES
2 SPACES PER 2 BED = 240 SPACES
1 SPACE PER 3 UNITS (GUEST) = 105 SPACES
TOTAL REQUIRED PARKING = 624 SPACES

March 31, 2011



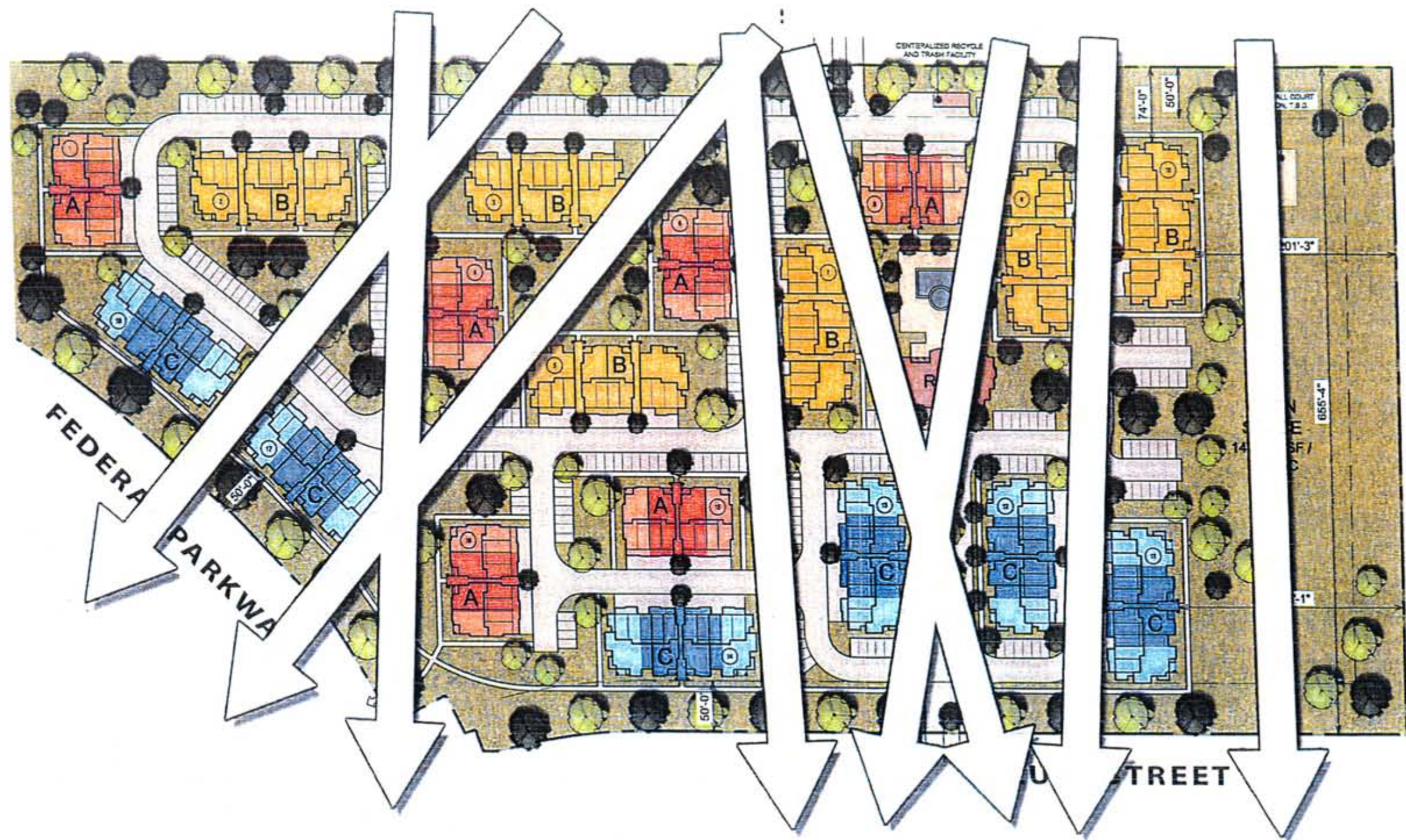
LongView

Westminster, Colorado

SKETCH PLAN



VIEW CORRIDORS



LongView

Westminster, Colorado

SKETCH PLAN

March 31, 2011



TYPICAL ELEVATION



LongView

Westminster, Colorado

SKETCH PLAN

March 31, 2011



PERSPECTIVE



LongView

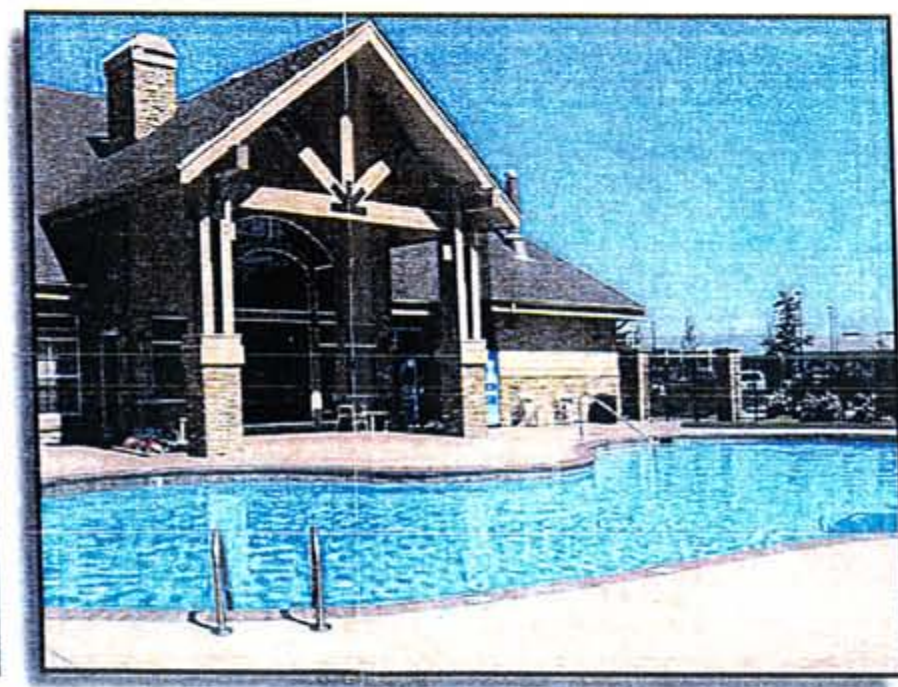
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SKETCH PLAN

March 31, 2011



CHARACTER STUDY



LongView

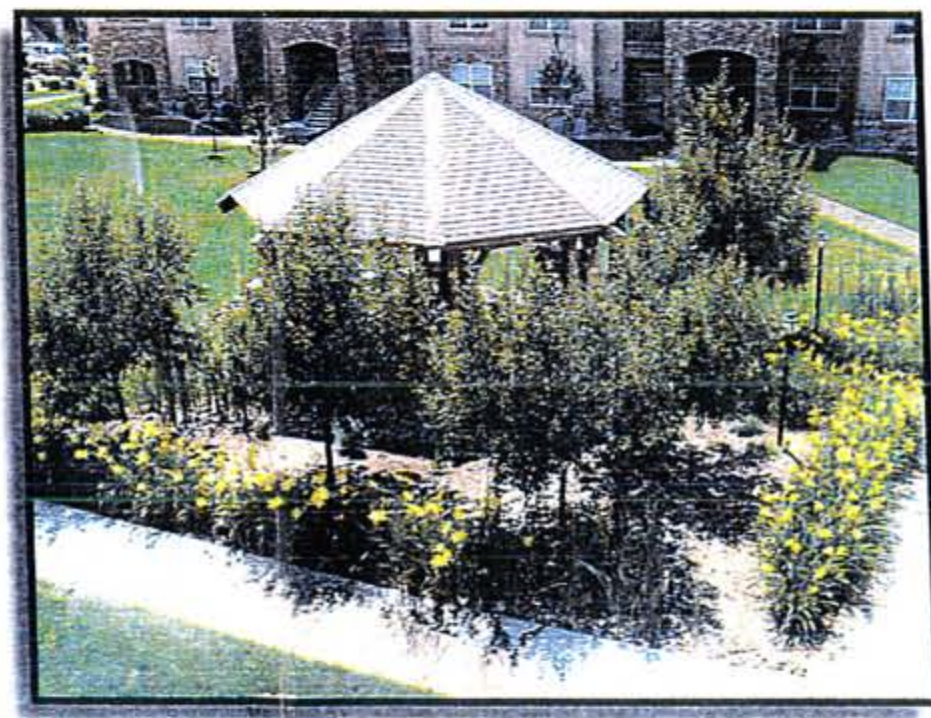
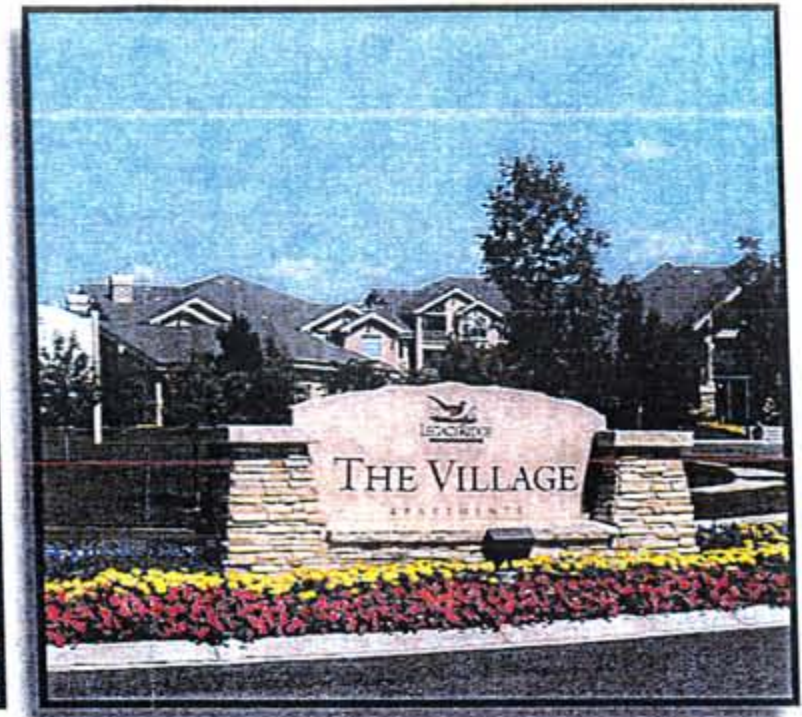
Westminster, Colorado

SKETCH PLAN

March 31, 2011



CHARACTER STUDY



LongView

Westminster, Colorado

SKETCH PLAN

March 31, 2011



APPLICATION FORM

Traditional Mixed Use Neighborhood Development Competition

SUBMITTAL DATE: MARCH 23, 2011

PROJECT INFORMATION:

PROJECT NAME: BRADRUEN
 LOCATION: 118th PLACE & VRAIN ST.
 TOTAL ACRES: 5.6
 OVERALL NET RESIDENTIAL DENSITY: 10.71 dwelling units per acre (du/a)
 EXISTING ZONING (Specify the Planned Unit Development by name, if applicable): 3M PUD 1686
 COMPREHENSIVE LAND USE PLAN: Land Use Designation(s): RETAIL COMMERCIAL Max. du/a NA

LAND USE MIX:

Non-Residential Uses:

- Office
- Retail
- Restaurants
- Public (school, library, rec. ctr., etc.)
- Parks (public)
- Parks (private)
- Open Space (public)
- Open Space (private)

# Acres	% of Site Area	Est. S.F. of Bldg(s)	Estimated # of Units	Net Density (du/a)
2.2	40%	20,000		
3.4	60%		60	17.65

List Type(s): _____
(Public Land Dedication Required)

Residential Uses:

- Single-Family Detached (SFD)
- Single-Family Attached (SFA)
- Multiple-Family (MF)
- Senior Housing
- Live/Work Lofts (above commercial)

PROPOSED DEVELOPMENT TIMING AND PHASING: DEVELOPMENT OF THE TOWN HOMES IS ANTICIPATED TO START IN THE FOURTH QUARTER (Q4) 2011 WITH ONE OF THE RETAIL BUILDINGS EXPECTED TO START CONSTRUCTION IN Q2 2012.

DESIRED NUMBER OF RESIDENTIAL SERVICE COMMITMENTS (SC's) PER YEAR:

(Calculate 1 SC per SFD unit, .7 per SFA unit, .5 per MF unit; and .35 per senior housing unit)

	2006	2007	2008	2009	2010	2011
SFD						
SFA						42
MF						
Senior Housing						

CONTACT INFORMATION:

PROPERTY OWNER:

Company: BRADRUEN NEIGHBORHOOD PARTNERS, LLC
 Name: DANIEL S. MURPHY
 Address: 355 S. TELLER ST
LAKWOOD, CO 80226
 Phone: (303) 573-0050
 Fax: (303) 573-0011

DEVELOPER:

Company: CONTINUUM PARTNERS, LLC
 Name: KEVIN FOLTZ
 Address: 355 S. TELLER ST
LAKWOOD, CO 80226
 Phone: (303) 573-0050
 Fax: (303) 573-0011

CONSULTANT:

Company: ROSEBUD ENGINEERING, INC.
 Name: ROSEBUD ESCOFF
 Address: 11203 WEST 102nd DR
WESTMINSTER, CO 80021
 Phone: (720) 434-7735
 Fax: _____

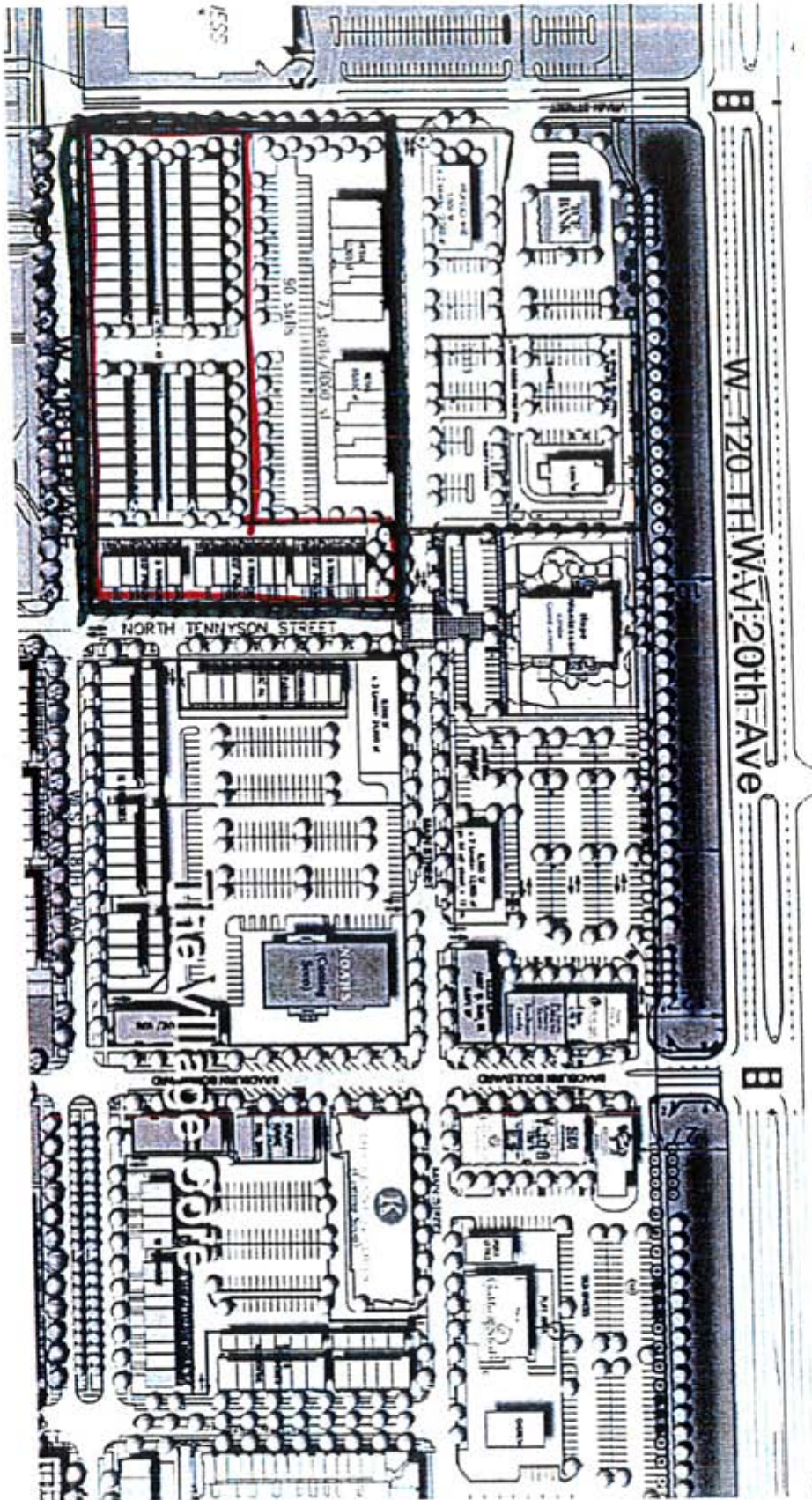
SIGNATURE BLOCKS:

THE UNDERSIGNED hereby certifies that all information listed above and all information and statements contained in any papers or plans submitted herewith are true, correct, and complete

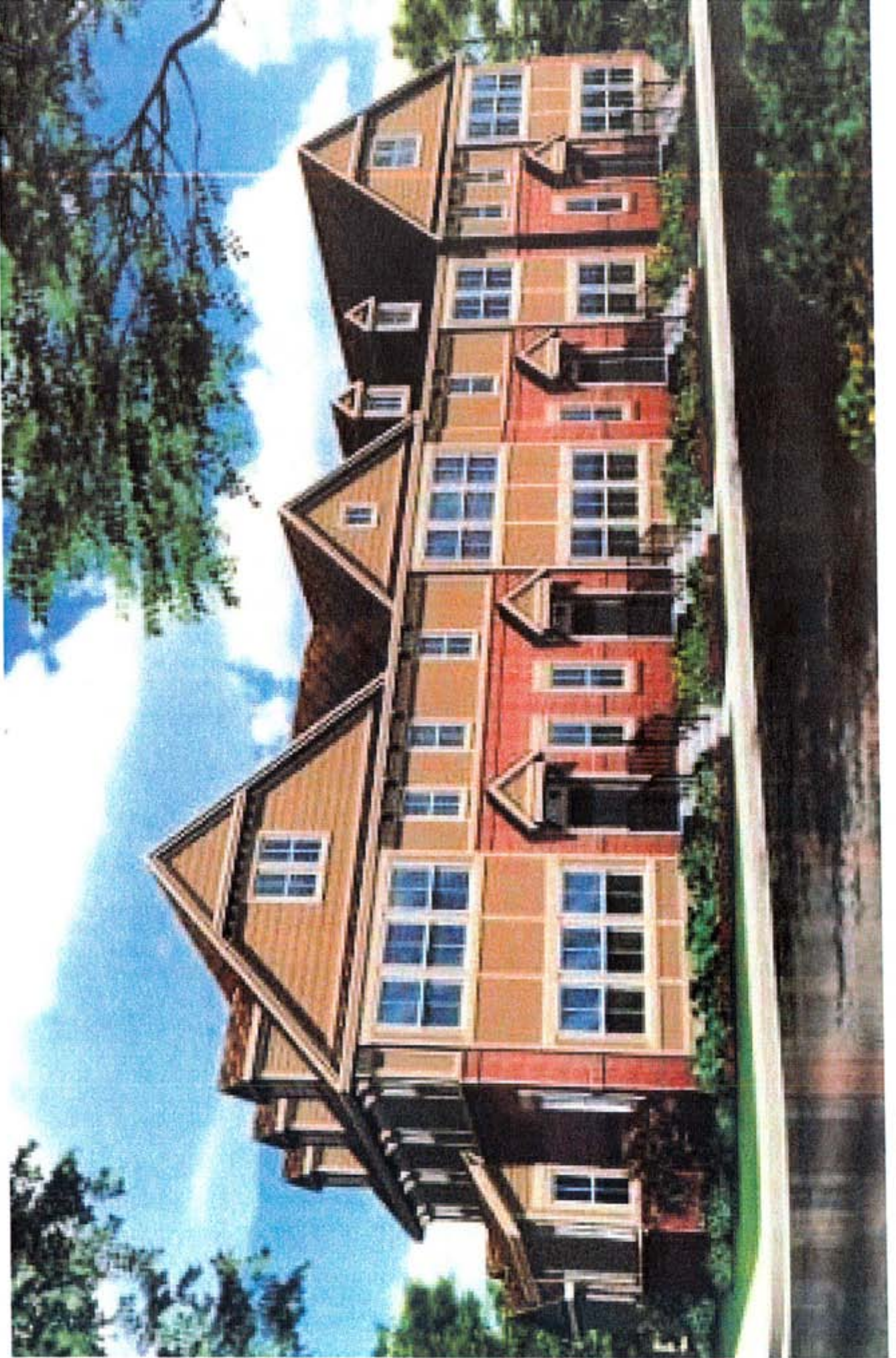
Signature of Developer: [Signature] Date: 3/23/2011
 Signature of Property Owner: [Signature] Date: 3/25/2011

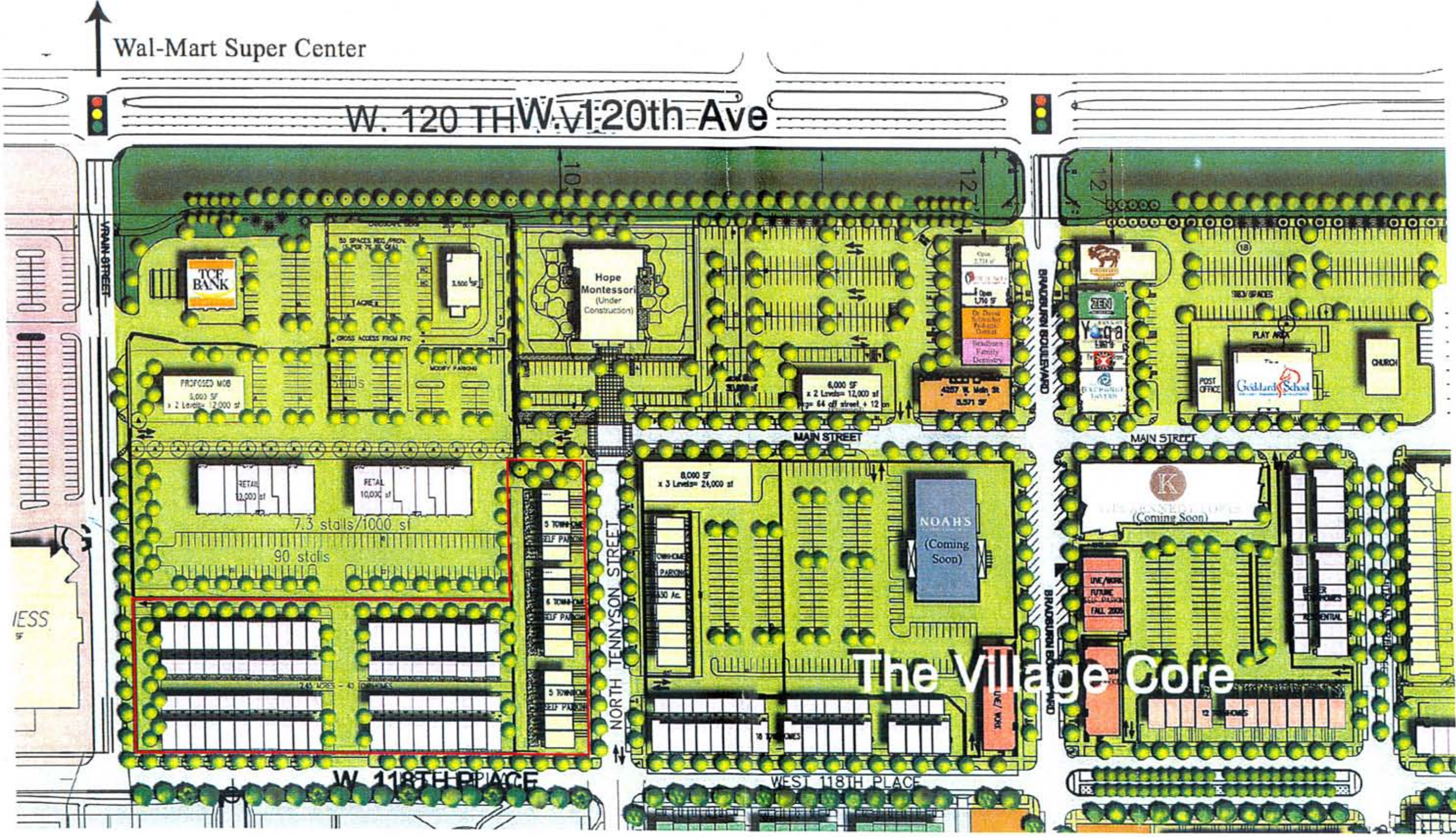
KEVIN FOLTZ, DEVELOPMENT DIRECTOR
 Print Name and Title
DANIEL S. MURPHY, MANAGER
 Print Name and Title

 TMUND Development Area
Service Commitment Area (SFA)









RESOLUTION

RESOLUTION NO. **20**

INTRODUCED BY COUNCILLORS

SERIES OF 2011

**A RESOLUTION CONCERNING
CATEGORY B-3 (NEW MULTI-FAMILY)
COMPETITION AND SERVICE COMMITMENT AWARDS**

WHEREAS, the City of Westminster has adopted by Ordinance No. 3561 a Growth Management Program for the period 2011 through 2020; and

WHEREAS, the goals of the Growth Management Program include balancing growth with the City's ability to provide water and sewer services, preserving the quality of life for the existing Westminster residents, and providing a balance of housing types; and

WHEREAS, within the Growth Management Program there is a provision that Service Commitments for residential projects shall be awarded in Category B-3 (new multi-family detached) on a competitive basis through criteria adopted periodically by resolution of the City Council and that each development shall be ranked within each standard by the degree to which it meets and exceeds the said criteria; and

WHEREAS, the City's ability to absorb and serve new multi-family development is limited, and the City of Westminster has previously adopted Resolution No. 56, Series of 2003, specifying the various standards for new multi-family projects based upon their relative impact on the health, safety and welfare interests of the community, and has announced to the development community procedures for weighing and ranking projects prior to receiving the competition applications; and

WHEREAS, the City of Westminster has previously allocated 150 Service Commitments for the year 2011 for use in servicing new residential developments based on the criteria set forth in Section 11-3-1 of the Westminster Municipal Code; and

WHEREAS, two applications were received for the multi-family competition and 100 Service Commitments are requested in 2011; and

WHEREAS, the applications request a total of 316 Service Commitments requested over a two-year period for the total build-out of the 632 total multi-family units proposed.

NOW, THEREFORE, BE IT RESOLVED BY THE CITY COUNCIL OF THE CITY OF WESTMINSTER, that:

1. Category B-3 Service Commitment awards are hereby made to the specific projects listed below as follows:

<u>Project</u>	<u>Location</u>	<u>2011</u>	<u>2012</u>	<u>2013</u>	<u>Total</u>
Orchard Lakes Residential	SEC 14 1st Ave. & Huron St.	100	60	0	160
LongView	SEC Federal Blvd. & Zuni St.	0	156	0	156
					316

2. These Service Commitment awards to the projects listed above are conditional and subject to the following:
 - a. For LongView, the applicant must successfully amend the Comprehensive Land Use Plan to R-18.
 - b. For LongView, the applicant must complete and submit a Preliminary Development Plan for the required development review processes.
 - c. For Orchard Lakes Residential, this approval is conditional upon the applicant dedicating to the City right of way of 100' to 140' for the McKay Lake Drainage Improvements and will be responsible for the installation and maintenance of landscaping in the drainageway. Said dedication will be in a form acceptable to the City and will be due within fifteen (15) days of written demand by the City.
 - d. For each project, the applicant must complete and submit proposed development plans in the form of an Official Development Plan to the City for the required development review processes. All minimum requirements and all incentive items indicated by the applicant as specified within the competition shall be included as part of the proposed development and listed on the Official Development Plan for the project.
 - e. Service Commitment awards for the projects listed above, if approved by the City, may only be used within the projects specified above.
 - f. These Service Commitment awards shall be subject to all of the provisions specified in the Growth Management Program within Chapter 3 of Title XI of the Westminster Municipal Code.
 - g. These Service Commitment awards shall be subject to all of the provisions specified in the Growth Management Program within Chapter 3 of Title XI of the Westminster Municipal Code.
 - h. Each Service Commitment award is conditional upon City approval of the project listed above and does not guarantee City approval of any project, proposed density or proposed number of units.
 - i. The City of Westminster shall not be required to approve any Annexation, Establishment of Zoning, Preliminary Development Plan or amendment, Official Development Plan or amendment necessary for development of property involved in this Category B-3 award nor shall any other binding effect be interpreted or construed to occur in the City as a part of the Category B-3 award.
 - j. Any and all projects that do not receive City approval are not entitled to the Service Commitment awards, and the Service Commitments shall be returned to the water supply figures.
 - k. The Growth Management Program does not permit City Staff to review any new residential development plans until Service Commitments have been awarded to the project. During the competition process the City Staff does not conduct any formal or technical reviews of any sketch plans submitted by applicants. It should be expected that significant changes to any such plans will be required once the City's development review process begins for any project.
 - l. Awards shown for the year 2011 are effective as of the date of this Resolution (June 13, 2011). Future year awards are effective as of January 1 of the specified year and cannot be drawn prior to that date. If fewer Service Commitments are needed for a project in any given year, the unused amount in that year will be carried over to the following year(s) provided the Service Commitments have not expired.
 - m. In order to demonstrate continued progress on a project, the following deadlines and expiration provisions apply:
 - 1) Orchard Lakes Residential: The project must proceed with the development review process and receive Official Development Plan approval by December 31, 2011, or the entire Service Commitment award for the project shall expire.
 - 2) LongView: The project must proceed with the development review process and receive approval for a Comprehensive Land Use Plan amendment by December 31, 2011; Preliminary Development Plan and Official Development Plan approval by December 31, 2012.

- 3) Each project must be issued at least one building permit for vertical improvements within two years of Official Development Plan approval (by December 31, 2013 – Orchard Lakes Residential; and December 31, 2014 - LongView), or the entire Service Commitment award for the project shall expire.
 - 4) Following the issuance of the first building permit for the project, all remaining Service Commitments for a project shall expire if no new building permit is issued for vertical improvements for the project during any consecutive 12-month period.
- n. If Service Commitments are allowed to expire, or if the applicant chooses not to pursue the development, the Service Commitment award shall be returned to the Service Commitment supply figures. The award recipient shall lose all entitlement to the Service Commitment award under those conditions.
 - o. This award resolution shall supersede all previous Service Commitment award resolutions for the specified project locations.
3. The Category B-3 Service Commitment awards shall be reviewed and updated each year. If it is shown that additional or fewer Service Commitments are needed in the year specified, the City reserves the right to make the necessary modifications.

PASSED AND ADOPTED this 13th day of June, 2011.

Mayor

ATTEST:

APPROVED AS TO LEGAL FORM:

City Clerk

City Attorney's Office

RESOLUTION

RESOLUTION NO. **21**

INTRODUCED BY COUNCILLORS

SERIES OF 2011

**A RESOLUTION CONCERNING
CATEGORY B-4 (NEW TRADITIONAL MIXED USE NEIGHBORHOOD DEVELOPMENT)
COMPETITION AND SERVICE COMMITMENT AWARDS**

WHEREAS, the City of Westminster has adopted by Ordinance No. 3561 a Growth Management Program for the period 2011 through 2020; and

WHEREAS, the goals of the Growth Management Program include balancing growth with the City's ability to provide water and sewer services, preserving the quality of life for the existing Westminster residents, and providing a balance of housing types; and

WHEREAS, within the Growth Management Program there is a provision that Service Commitments for residential projects shall be awarded in Category B-4 (new traditional mixed-use neighborhood development) on a competitive basis through criteria adopted periodically by resolution of the City Council and that each development shall be ranked within each standard by the degree to which it meets and exceeds the said criteria; and

WHEREAS, the City's ability to absorb and serve new multi-family development is limited, and the City of Westminster has previously adopted Resolution No. 30, Series of 2006, specifying the various standards for new traditional mixed-use neighborhood development projects based upon their relative impact on the health, safety and welfare interests of the community, and has announced to the development community procedures for weighing and ranking projects prior to receiving the competition applications; and

WHEREAS, the City of Westminster has previously allocated 150 Service Commitments for the year 2011 for use in servicing new residential developments based on the criteria set forth in Section 11-3-1 of the Westminster Municipal Code; and

WHEREAS, one application was received for the traditional mixed-use neighborhood development competition and 42 Service Commitments are requested in 2011; and

WHEREAS, the application requests a total of 42 Service Commitments requested over a one-year period for the total build-out of the 60 total traditional mixed-use neighborhood development units proposed.

NOW, THEREFORE, BE IT RESOLVED BY THE CITY COUNCIL OF THE CITY OF WESTMINSTER, that:

1. Category B-4 Service Commitment awards are hereby made to the specific projects listed below as follows:

<u>Project</u>	<u>Location</u>	<u>2011</u>	<u>2012</u>	<u>2013</u>	<u>Total</u>
Bradburn West	SEC 120th Ave. & Vrain St.	42	0	0	<u>42</u>
					42

2. These Service Commitment awards to the projects listed above are conditional and subject to the following:
 - a. The applicant must successfully amend the Comprehensive Land Use Plan to TMUND.
 - b. The applicant must complete and submit a Preliminary Development Plan for the required development review processes.
 - c. The applicant must complete and submit proposed development plans in the form of an Official Development Plan to the City for the required development review processes. All minimum requirements and all incentive items indicated by the applicant as specified within the competition shall be included as part of the proposed development and listed on the Official Development Plan for the project.
 - d. Service Commitment awards for the project listed above, if approved by the City, may only be used within the project specified above.
 - e. These Service Commitment awards shall be subject to all of the provisions specified in the Growth Management Program within Chapter 3 of Title XI of the Westminster Municipal Code.
 - f. These Service Commitment awards shall be subject to all of the provisions specified in the Growth Management Program within Chapter 3 of Title XI of the Westminster Municipal Code.
 - g. Each Service Commitment award is conditional upon City approval of the project listed above and does not guarantee City approval of any project, proposed density or proposed number of units.
 - h. The City of Westminster shall not be required to approve any Annexation, Establishment of Zoning, Preliminary Development Plan or amendment, Official Development Plan or amendment necessary for development of property involved in this Category B-3 award nor shall any other binding effect be interpreted or construed to occur in the City as a part of the Category B-4 award.
 - i. Any and all projects that do not receive City approval are not entitled to the Service Commitment awards, and the Service Commitments shall be returned to the water supply figures.
 - j. The Growth Management Program does not permit City Staff to review any new residential development plans until Service Commitments have been awarded to the project. During the competition process the City Staff does not conduct any formal or technical reviews of any sketch plans submitted by applicants. It should be expected that significant changes to any such plans will be required once the City's development review process begins for any project.
 - k. Awards shown for the year 2011 are effective as of the date of this Resolution (June 13, 2011). Future year awards are effective as of January 1 of the specified year and cannot be drawn prior to that date. If fewer Service Commitments are needed for a project in any given year, the unused amount in that year will be carried over to the following year(s) provided the Service Commitments have not expired.
 - l. In order to demonstrate continued progress on a project, the following deadlines and expiration provisions apply:
 - 1) The project must proceed with the development review process and receive approval for a Comprehensive Land Use Plan amendment by December 31, 2011; Preliminary Development Plan and Official Development Plan approval by December 31, 2012.
 - 2) The project must be issued at least one building permit for vertical improvements within two years of Official Development Plan approval (by December 31, 2014), or the entire Service Commitment award for the project shall expire.
 - 3) Following the issuance of the first building permit for the project, all remaining Service Commitments for a project shall expire if no new building permit is issued for vertical improvements for the project during any consecutive 12-month period.
 - m. If Service Commitments are allowed to expire, or if the applicant chooses not to pursue the development, the Service Commitment award shall be returned to the Service Commitment supply figures. The award recipient shall lose all entitlement to the Service Commitment award under those conditions.

n. This award resolution shall supersede all previous Service Commitment award resolutions for the specified project locations.

3. The Category B-4 Service Commitment awards shall be reviewed and updated each year. If it is shown that additional or fewer Service Commitments are needed in the year specified, the City reserves the right to make the necessary modifications.

PASSED AND ADOPTED this 13th day of June, 2011.

Mayor

ATTEST:

APPROVED AS TO LEGAL FORM:

City Clerk

City Attorney's Office