

PARITY LIEN BONDS CERTIFICATE

The undersigned hereby certifies pursuant to (i) Section 27 of the Resolution of the Board adopted on October 10, 2012, as amended (the “2012 Bond Resolution”) authorizing the issuance of the Authority’s Water and Wastewater Revenue Refunding Bonds, Series 2012 (the “2012 Bonds”), (ii) Section 28 of the Resolution of the Board adopted on October 4, 2016 (the “2016 Bond Resolution”) authorizing the issuance of the Authority’s Water and Wastewater Revenue Refunding Bonds, Series 2016 (the “2016 Bonds”), (iii) Section 28 of the Resolution of the Board adopted on July 19, 2017 (the “2017 Bond Resolution”) authorizing the issuance of the Authority’s Water and Wastewater Revenue Refunding Bonds, Series 2017 (the “2017 Bonds”), and (iv) Section 28 of the Resolution of the Board adopted on September 11, 2019 (the “2019 Bond Resolution”, and with the 2012 Bond Resolution, the 2016 Bond Resolution, the 2017 Bond Resolution and the 2019 Bond Resolution, the “Prior Parity Bond Resolutions”) authorizing the issuance of the Authority’s Water and Wastewater Revenue Refunding Bonds, Series 2019 (the “2019 Bonds”, and with the 2012 Bonds, the 2016 Bonds, the 2017 Bonds and the 2019 Bonds, the “Prior Parity Bonds”), and in connection with the execution and delivery by the Authority of its Loan Contract, as amended, with the Colorado Water Conservation Board (the “Proposed Parity Obligations”), that:

- 1) All capitalized terms herein not otherwise defined have the meaning provided in the Prior Parity Bond Resolutions.
- 2) The undersigned is the General Manager of the Authority.
- 3) As of the date hereof, the Authority is in substantial compliance with all of the covenants of the Prior Parity Bond Resolutions.
- 4) Pursuant to the terms of the Prior Parity Bond Resolutions, the Net Revenue for any 12 consecutive months out of the 18 months preceding the month in which the Proposed Parity Bonds are issued is sufficient, after deduction of 100% of the amount thereof required to be paid or accumulated by the terms of the Senior Bonds Resolutions, to pay an amount representing not less than 125% of the Combined Maximum Annual Principal and Interest Requirements for the Prior Parity Bonds, and the Proposed Parity Bonds.
- 5) The Net Revenue of the System for any 12 consecutive months out of the 18 months preceding the date hereof (July 1, 2020 through June 30, 2021) as shown in **Exhibit A** were \$26,651,490.
- 6) The Combined Maximum Annual Principal and Interest Requirements for the Prior Parity Bonds and the Proposed Parity Bonds is \$8,066,440 occurring in 2022, as shown in **Exhibit B** hereto.
- 7) The Net Revenue as shown in 5) above is an amount at least equal to the sum of 125% of the Combined Maximum Annual Debt Service Requirements of the Prior Parity Bonds and the Proposed Parity Bonds.
- 8) All provisions of the Prior Parity Bond Resolutions required for the issuance of the Proposed Parity Bonds have been satisfied.

Dated: September 16, 2021

ARAPAHOE COUNTY WATER AND
WASTEWATER AUTHORITY

By: 
Title: General Manager (as to Items 3 and 8)

SIMMONS & WHEELER, CERTIFIED PUBLIC
ACCOUNTANT

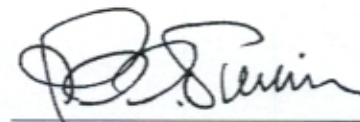
By: 
Title: Authorized Officer (as to Items 4 through 7)

EXHIBIT A

History of Net Pledged Revenues and Pro-Forma Debt Service Coverage

	Jul-21	Jun-21	May-21	Apr-21	Mar-21	Feb-21	Jan-21	Dec-20	Nov-20	Oct-20	Sep-20	Aug-20	Jul-20	Jun-20	May-20	Apr-20	Mar-20	Feb-20
Total Operating Revenues	2,378,333	2,241,642	1,606,752	1,259,427	1,537,891	1,622,567	1,478,441	1,969,821	1,519,745	1,969,977	2,280,828	2,618,951	2,267,766	2,284,275	1,891,469	1,339,819	1,390,987	1,406,181
Total Nonoperating Revenues	189,156	870,567	302,910	453,063	4,813,174	98,702	2,844,212	2,246,429	497,151	1,842,856	38,040	39,963	490,346	175,270	471,131	948,052	400,595	156,233
Total Revenue	2,567,489	3,112,209	1,909,662	1,712,490	6,351,065	1,721,269	4,322,653	4,216,250	2,016,896	3,812,833	2,318,868	2,658,914	2,758,112	2,459,545	2,362,600	2,287,871	1,791,582	1,562,414
Total Operating Expenses	1,082,534	1,018,188	937,393	915,869	869,613	818,765	923,376	1,144,571	828,659	811,527	1,006,750	934,133	1,050,887	1,006,727	1,145,541	1,072,147	865,586	728,334
Nonoperating Expenses																		
Interest and fiscal charges	368,629	336,837	336,837	336,837	336,837	336,837	336,837	349,783	349,783	349,783	349,783	349,783	349,783	349,783	349,783	349,783	349,783	349,783
Bond principal payments	—	—	—	—	—	—	—	—	3,305,000	—	—	—	—	—	—	—	—	—
Total Nonoperating Expenses	368,629	336,837	336,837	336,837	336,837	336,837	336,837	349,783	3,654,783	349,783	349,783	349,783	349,783	349,783	349,783	349,783	349,783	349,783
Total Capital Expenditures	359,417	613,316	440,754	702,901	806,458	489,303	396,274	675,451	775,986	1,320,033	1,080,262	3,100,666	2,354,053	916,982	828,262	1,334,302	2,645,487	439,042
Total Expenditures	1,810,580	1,968,341	1,714,984	1,955,607	2,012,908	1,644,905	1,656,487	2,169,805	5,259,428	2,481,343	2,436,795	4,384,582	3,754,723	2,273,492	2,323,586	2,756,232	3,860,856	1,517,159
Change In Net Position	756,909	1,143,868	194,678	(243,117)	4,338,157	76,364	2,666,166	2,046,445	(3,242,532)	1,331,490	(117,927)	(1,725,668)	(996,611)	186,053	39,014	(468,361)	(2,069,274)	45,255
RECAP for DS Coverage																		
Operating revenues	2,378,333	2,241,642	1,606,752	1,259,427	1,537,891	1,622,567	1,478,441	1,969,821	1,519,745	1,969,977	2,280,828	2,618,951	2,267,766	2,284,275	1,891,469	1,339,819	1,390,987	1,406,181
Non-operating revenues	189,156	870,567	302,910	453,063	4,813,174	98,702	2,844,212	2,246,429	497,151	1,842,856	38,040	39,963	490,346	175,270	471,131	948,052	400,595	156,233
Gross revenues	2,567,489	3,112,209	1,909,662	1,712,490	6,351,065	1,721,269	4,322,653	4,216,250	2,016,896	3,812,833	2,318,868	2,658,914	2,758,112	2,459,545	2,362,600	2,287,871	1,791,582	1,562,414
Less Operations & Maintenance	(1,082,534)	(1,018,188)	(937,393)	(915,869)	(869,613)	(818,765)	(923,376)	(1,144,571)	(828,659)	(811,527)	(1,006,750)	(934,133)	(1,050,887)	(1,006,727)	(1,145,541)	(1,072,147)	(865,586)	(728,334)
Net Revenue	1,484,955	2,094,021	972,269	796,621	5,481,452	902,504	3,399,277	3,071,679	1,188,237	3,001,306	1,312,118	1,724,781	1,707,225	1,452,818	1,217,059	1,215,724	925,996	834,080
Annual Net Revenue																		
Last 12 of 18 Months	25,429,220	25,651,490	25,010,287	25,255,077	25,674,180	21,118,724	21,050,300											
Maximum Debt Service - Exhibit B	8,066,440	8,066,440	8,066,440	8,066,440	8,066,440	8,066,440	8,066,440											
COVERAGE FACTOR	3.15	3.18	3.10	3.13	3.18	2.62	2.61											

EXHIBIT B

(Attach Calculation of Maximum Annual Debt Service)

DEBT SERVICE COVERAGE FACTOR

Exhibit B

Arapahoe County Water and Wastewater Authority, Colorado
Combined Maximum Annual Principal and Interest Requirements
Series 2020, 2019, 2017, 2012 and 2016
For the Years ended December 31, 2020 through December 31, 2039

	Series 2020			Annual	Series 2019		Interest	Annual	Series 2017		Interest	Annual	Series 2012		Interest	Annual	Series 2016		Interest	Annual	Grand
	Principal	Coupon	Interest	Total	Principal	Coupon		Total	Principal	Coupon		Total	Principal	Coupon		Total	Principal	Coupon		Total	Total
6/1/2020							1,567,808				227,925				36,558				283,450		
12/1/2020					1,635,000	5.000%	1,533,725	4,736,533	130,000	2.000%	227,925	585,850	1,105,000	2.160%	36,558	1,178,116	435,000	3.000%	283,450	1,001,900	7,502,399
6/1/2021							1,492,850				226,625				24,624				276,925		
12/1/2021					1,750,000	5.000%	1,492,850	4,735,700	130,000	4.000%	226,625	583,250	1,130,000	2.160%	24,624	1,179,248	450,000	3.000%	276,925	1,003,850	7,502,048
6/1/2022							1,449,100				224,025				12,420				270,175		
12/1/2022					1,835,000	5.000%	1,449,100	4,733,200	705,000	4.000%	224,025	1,153,050	1,150,000	2.160%	12,420	1,174,840	465,000	3.000%	270,175	1,005,350	8,066,440
6/1/2023							1,403,225				209,925								263,200		
12/1/2023	-				1,920,000	5.000%	1,403,225	4,726,450	860,000	4.000%	209,925	1,279,850					975,000	4.000%	263,200	1,501,400	7,507,700
6/1/2024							1,355,225				192,725								243,700		
9/1/2024	167,935	1.90%	76,760	244,695																	
12/1/2024	-				2,015,000	5.000%	1,355,225	4,725,450	900,000	2.000%	192,725	1,285,450					1,015,000	4.000%	243,700	1,502,400	7,757,995
6/1/2025							1,304,850				183,725								223,400		
9/1/2025	171,126	1.90%	73,569	244,695																	
12/1/2025	-				2,115,000	5.000%	1,304,850	4,724,700	915,000	4.000%	183,725	1,282,450					1,055,000	4.000%	223,400	1,501,800	7,753,645
6/1/2026							1,251,975				165,425								202,300		
9/1/2026	174,377	1.90%	70,318	244,695																	
12/1/2026	-				2,215,000	5.000%	1,251,975	4,718,950	950,000	4.000%	165,425	1,280,850					1,100,000	4.000%	202,300	1,504,600	7,749,095
6/1/2027							1,196,600				146,425								180,300		
9/1/2027	177,691	1.90%	67,005	244,695																	
12/1/2027	-				2,325,000	5.000%	1,196,600	4,718,200	1,000,000	4.000%	146,425	1,292,850					1,140,000	4.000%	180,300	1,500,600	7,756,345
6/1/2028							1,138,475				126,425								157,500		
9/1/2028	181,067	1.90%	63,629	244,695																	
12/1/2028	-				2,440,000	5.000%	1,138,475	4,716,950	1,035,000	4.000%	126,425	1,287,850					1,190,000	4.000%	157,500	1,505,000	7,754,495
6/1/2029							1,077,475				105,725								133,700		
9/1/2029	184,507	1.90%	60,188	244,695																	
12/1/2029	-				2,555,000	5.000%	1,077,475	4,709,950	1,085,000	4.000%	105,725	1,296,450					1,235,000	4.000%	133,700	1,502,400	7,753,495
6/1/2030							1,013,600				84,025								109,000		
9/1/2030	188,013	1.90%	56,683	244,695																	
12/1/2030	-				2,680,000	4.000%	1,013,600	4,707,200	1,135,000	4.000%	84,025	1,303,050					1,285,000	4.000%	109,000	1,503,000	7,757,945
6/1/2031							960,000				61,325								83,300		
9/1/2031	191,585	1.90%	53,110	244,695																	
12/1/2031	-				2,785,000	4.000%	960,000	4,705,000	1,180,000	4.000%	61,325	1,302,650					1,335,000	4.000%	83,300	1,501,600	7,753,945
6/1/2032							904,300				37,725								56,600		
9/1/2032	195,225	1.90%	49,470	244,695																	
12/1/2032	-				2,895,000	4.000%	904,300	4,703,600	1,235,000	3.000%	37,725	1,310,450					1,385,000	4.000%	56,600	1,498,200	7,756,945
6/1/2033							846,400				19,200								28,900		
9/1/2033	198,934	1.90%	45,761	244,695																	
12/1/2033	-				3,000,000	4.000%	846,400	4,692,800	1,280,000	3.000%	19,200	1,318,400					1,445,000	4.000%	28,900	1,502,800	7,758,695
6/1/2034							786,400														
9/1/2034	202,714	1.90%	41,981	244,695																	
12/1/2034	-				5,930,000	4.000%	786,400	7,502,800													7,747,495
6/1/2035							667,800														
9/1/2035	206,566	1.90%	38,130	244,695																	
12/1/2035	-				6,160,000	4.000%	667,800	7,495,600													7,740,295
6/1/2036							544,600														
9/1/2036	210,490	1.90%	34,205	244,695																	
12/1/2036	-				6,395,000	4.000%	544,600	7,484,200													7,728,895
6/1/2037							416,700														
9/1/2037	214,490	1.90%	30,206	244,695																	
12/1/2037	-				6,640,000	4.000%	416,700	7,473,400													7,718,095
6/1/2038							283,900														
9/1/2038	218,565	1.90%	26,130	244,695																	
12/1/2038	-				6,895,000	4.000%	283,900	7,462,800													7,707,495
6/1/2039							146,000												**		
9/1/2039	222,718	1.90%	21,978	244,695																	
12/1/2039	-				7,300,000	4.000%	146,000	7,592,000													7,836,695
9/1/2040	226,949	1.90%	17,746	244,695																	244,695
9/1/2041	231,262	1.90%	13,433	244,695																	244,695
9/1/2042	235,655	1.90%	9,040	244,695																	244,695
9/1/2043	240,133	1.90%	4,562	244,695																	244,695
	4,040,001		853,904	4,893,905	71,485,000		38,012,675	111,065,483	12,540,000		3,794,525	16,562,450	3,385,000		110,646	3,532,204	14,510,000		5,024,900	19,534,900	155,588,942
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** Less Reserve Fund of \$7,115,000