

**NOTICE OF SPECIAL MEETING OF THE BOARD OF DIRECTORS OF
PIONEER METROPOLITAN DISTRICT NO. 5**

NOTICE IS HEREBY GIVEN that the Board of Directors (the “**Board**”) of the Pioneer Metropolitan District No. 5 (the “**District**”), in Weld County, Colorado, will hold a special meeting on Monday, January 30, 2023 at 1:00 p.m. at 23670 County Road 22, Hudson, Colorado 80642 and via video/telephonic means. Members of the public are encouraged to participate by video/teleconference as outlined below. There will be at least one person physically present at the meeting location.

You can attend the meeting in any of the following ways:

1. To attend via Zoom Videoconference, us the following link:

<https://us02web.zoom.us/j/83024151613?pwd=cWxWUDVEV1ArM1BwZ3FhK0FuY2V5Zz09>

2. To attend via telephone, dial 1-719-359-4580 and enter the following additional information:

- a. Meeting ID: 830 2415 1613**
- b. Passcode: 635392**

At such meeting it is anticipated that the Board will consider adoption of a Resolution affirming the obligations of the District set forth in that certain Capital Pledge Agreement, dated as of November 25, 2020 (the “**Capital Pledge Agreement**”), by and among the District, the Pioneer Community Authority Board (the “**Authority**”) and UMB, n.a., as Trustee, to provide security for the payment of Additional Obligations under such Capital Pledge Agreement, including the Authority’s Junior Subordinate Special Revenue Draw-Down Bonds, Series 2023B anticipated to be issued by the Authority in a maximum aggregate principal amount of up to \$32,500,000; and the execution and delivery by the District of certain other related financing documents in connection therewith; authorizing incidental action; and repealing prior inconsistent actions.

Also at such meeting, the Board will take up such other business as may be before the Board, including the items listed on the attached Agenda. The meeting is open to the public, and members of the public are encouraged to participate by video/teleconference as outlined above.

Pursuant to the provisions of the Supplemental Public Securities Act: (i) no legal or equitable action brought with respect to any legislative acts or proceedings in connection with the authorization or issuance of such general obligation indebtedness may be commenced more than thirty days after the authorization of such indebtedness pursuant to the aforementioned resolution; and (ii) one or more members of the Board may participate in this meeting and may vote on the foregoing matters through the use of a conference telephone or other telecommunications device.

This notice is given by the order of the Board of the District.

PIONEER METROPOLITAN DISTRICT NO. 5

By: /s/ Joel Farkas

President of the Board of the District

Posted on the District’s website (<https://pioneermetropolitandistricts.specialdistrict.net/>) not less than 24-hours prior to the meeting pursuant to statute.

PIONEER METROPOLITAN DISTRICT NOS. 2 & 5

450 E. 17th Avenue, Suite 400

Denver, CO 80203-1214

Phone: 303-592-4380

<https://pioneermetropolitandistricts.specialdistrict.net/>

NOTICE OF SPECIAL MEETING AND AGENDA

DATE:	Monday, January 30, 2023
TIME:	1:00 p.m.
LOCATION:	23670 County Road 22, Hudson, CO 80642
ELECTRONIC ACCESS:	Join Zoom Meeting https://us02web.zoom.us/j/83024151613?pwd=cWxWUDVEV1ArM1BwZ3FhK0FuY2V5Zz09 Meeting ID: 830 2415 1613 Passcode: 635392 1-346-248-7799 Meeting ID: 830 2415 1613 Passcode: 635392

<u>Board of Directors</u>	<u>Office</u>	<u>Term Expires</u>
Joel Farkas (Pioneer MD No. 2 & 5)	President	May 2025
Toni Serra (Pioneer MD No. 2 & 5)	Treasurer	May 2023
Barry Fehr (Pioneer MD No. 5)	Assistant Secretary	May 2025
Vacant		May 2025
Vacant		May 2025
Lisa Jacoby, McGeady Becher P.C.	Secretary	-

1. ADMINISTRATIVE MATTERS

- A. Present disclosures of potential conflicts of interest and confirm quorum.

- B. Approve agenda; confirm location of meeting and posting of meeting notices.

C. Public comment

2. 2023B SERIES BOND MATTERS

A. **[District No. 2]** Review and consider adoption of a Resolution affirming the obligations of the District set forth in that certain Capital Pledge Agreement, dated as of November 25, 2020 (the “**Capital Pledge Agreement**”), by and among the District, the Pioneer Community Authority Board (the “**Authority**”) and UMB, n.a., as Trustee, to provide security for the payment of Additional Obligations under such Capital Pledge Agreement, including the Authority’s Junior Subordinate Special Revenue Draw-Down Bonds, Series 2023B anticipated to be issued by the Authority in a maximum aggregate principal amount of up to \$32,500,000; authorizing the execution and delivery by the District of certain other related financing documents in connection therewith; authorizing incidental actions; and repealing prior inconsistent actions (enclosure).

B. **[District No. 5]** Review and consider adoption of a Resolution affirming the obligations of the District set forth in that certain Capital Pledge Agreement, dated as of November 25, 2020 (the “**Capital Pledge Agreement**”), by and among the District, the Pioneer Community Authority Board (the “**Authority**”) and UMB, n.a., as Trustee, to provide security for the payment of Additional Obligations under such Capital Pledge Agreement, including the Authority’s Junior Subordinate Special Revenue Draw-Down Bonds, Series 2023B anticipated to be issued by the Authority in a maximum aggregate principal amount of up to \$32,500,000; authorizing the execution and delivery by the District of certain other related financing documents in connection therewith; authorizing incidental actions; and repealing prior inconsistent actions (enclosure).

3. OTHER BUSINESS

A. Consider cancellation or confirm a quorum for the February 20, 2023 Regular Board Meeting.

4. ADJOURNMENT

The next regular meeting is scheduled for Monday, February 20, 2023 at 2:00 p.m. via Conference Call.