

## RECORD OF PROCEEDINGS

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### MINUTES OF A REGULAR MEETING OF THE BOARD OF DIRECTORS OF PIONEER METROPOLITAN DISTRICT NO. 3 HELD NOVEMBER 21, 2022

A Regular Meeting of the Board of Directors of the Pioneer Metropolitan District No. 3 (the “District”) was held in accordance with applicable statutes of the State of Colorado on Monday, November 21, 2022, at 2:00 p.m. This meeting was held via teleconference. The meeting was open to the public

#### ATTENDANCE

#### **Directors in attendance were:**

Joel Farkas (President)

Toni Serra (Treasurer)

#### **Also present were:**

Paula Williams, Esq., Jay Morse, Esq. and Lisa Jacoby; McGeady Becher P.C.

Paul Wilson and Jason Carroll, CliftonLarsonAllen LLP (“CLA”)

Justin Hay, StackLot L.L.C.

Barry Fehr; Greenleaf Acres, LLC and Board Member of Pioneer Metropolitan District No. 5 and the Pioneer Community Authority Board

#### ADMINISTRATIVE MATTERS

**Disclosure of Potential Conflicts of Interest:** Ms. Jacoby confirmed a quorum and discussed the requirements of Colorado law to disclose any potential conflicts of interest or potential breaches of fiduciary duty of the Board to the Secretary of State. The members of the Board were requested to disclose any potential conflicts of interest with regard to any matters scheduled for discussion at this meeting, and incorporated for the record those applicable disclosures made by the Board members prior to this meeting in accordance with statute. Ms. Jacoby noted that disclosures of potential conflicts of interest were filed with the Secretary of State for all Directors.

**Agenda:** The Board reviewed the Agenda for the District’s Regular Meeting.

Following discussion, upon motion duly made by Director Farkas, seconded by Director Serra and, upon vote unanimously carried, the Board approved the Agenda as presented.

**Approval of Meeting Location and Posting of Notices:** The Board entered into a discussion regarding the requirements of Section 32-1-903(1), C.R.S., concerning the location of the District’s Board meeting.

Following discussion, and upon motion duly made by Director Farkas, seconded by Director Serra, and upon vote unanimously carried, the Board determined to meet by electronic means. Ms. Jacoby noted that notice of this meeting, including participation information, was duly posted and that she had not received any objections to the meeting format or any requests that the meeting be changed by taxpaying electors within the District’s boundaries.

**Public Comment:** There were no public comments.

**Minutes of August 15, 2022, Regular Meeting:** The Board reviewed the Minutes of the August 5, 2022, Regular Meeting. Following review and discussion, upon motion duly made by Director Farkas, seconded by Director Serra, and upon vote unanimously carried, the Board approved the Minutes, as presented.

**Resolution No. 2022-11-01 Establishing 2023 Meeting Dates, Time, Location, Establishing District Website and Designating 24-Hour Posting Location:** The Board discussed the business to be conducted in 2023 and determined to schedule regular Board meetings for the third Monday of each month at 2:00 p.m. to be held by electronic means. Following discussion, upon motion duly made by Director Farkas, seconded by Director Serra, and upon vote unanimously carried, the Board adopted Resolution No. 2022-11-01.

**2023 District Insurance Renewal and Special District Association Membership:** Following discussion, upon motion duly made by Director Farkas, seconded by Director Serra, and upon vote unanimously carried, the Board approved renewal of the District’s insurance and Special District Association membership.

**Section 32-1-809, C.R.S. Requirements (Transparency Notice):** Following discussion, upon motion duly made by Director Farkas, seconded by Director Serra, and upon vote unanimously carried, the Board directed staff to post the transparency notice on the District and Special District Association websites.

**FINANCIAL  
MATTERS**

**Unaudited Financial Statements and Cash Position:** No unaudited Financial Statements or Cash Position were presented.

**2022 Budget Amendment Hearing:** The President opened the public hearing to consider a 2022 Budget Amendment and discuss related issues.

It was noted that publication of Notice stating that the Board would consider a 2022 Budget Amendment and the date, time and place of the public hearing was made in a newspaper having general circulation within the District. No written objections were received prior to this public hearing. No public comments were received, and the public hearing was closed.

Following discussion, the Board determined to schedule a special meeting for December 6, 2022 to consider a 2022 Budget Amendment.

**2023 Budget Hearing:** The President opened the public hearing to consider the proposed 2023 Budget and discuss related issues. It was noted that Notice stating that the Board would consider adoption of the 2023 Budget and the date, time and place of the public hearing was published in a newspaper having general circulation within the District.

No written objections were received prior to the public hearing. No public comments were received, and the public hearing was closed.

The Board reviewed the estimated 2022 expenditures and the proposed 2023 expenditures.

Upon motion duly made by Director Farkas, seconded by Director Serra, and upon vote unanimously carried, the Board approved the 2023 Budget, and considered adoption of Resolution No. 2022-11-02 to Adopt the 2023 Budget and Appropriate Sums of Money and Resolution No. 2022-11-03 to Set Mill Levies (10.000 mills in the General Fund, 50.000 mills in the Debt Service Fund and 5.000 mills for the Regional Mill Levy, for a total mill levy of 65.000 mills.) Following discussion, upon motion duly made by Director Farkas, seconded by Director Serra, and upon vote unanimously carried, the Resolutions were adopted, subject to receipt of final Certification of Assessed Valuation from the County on or before December 10, 2022, and authorized the District Accountant to incorporate final budget revisions and mill levy adjustments, in accordance with Capital Pledge Agreements and SB-21-293, as discussed. The District Accountant was authorized to transmit the Certification of Mill Levies to the Board of County Commissioners of Weld County not later than December 15, 2022. District Counsel was authorized to transmit the Certification of Budget to the Division of Local Government no later than January 30, 2023.

**Resolution Authorizing Adjustment of District Mill Levy:** The Board deferred adoption of a Resolution Authorizing Adjustment of the District Mill Levy in Accordance with the Service Plan.

**DLG-70 Mill Levy Certification Form:** The Board considered authorizing the District Accountant to prepare and a Director to sign the DLG-70 Mill Levy Certification Form for certification to the Board of County Commissioners and other interested parties. Following discussion, upon motion duly made by Director Serra, seconded by Director Farkas, and upon vote unanimously carried, the Board authorized the District Accountant to prepare and any Director to sign the DLG-70 Mill Levy Certification Form for certification to the Board of County Commissioners and other interested parties.

**Statement of Work to Master Service Agreement for Accounting Services with CliftonLarsonAllen LLP (“CLA”) for 2023:** Following discussion, upon a motion duly made by Director Farkas, seconded by Director Serra, and upon vote unanimously carried, the Board approved the 2023 Statement of Work for Accounting Services under the Master Service Agreement between the District and with CLA.

**2024 Budget Preparation:** Following discussion, upon motion duly made by Director Serra, seconded by Director Farkas, and upon vote unanimously carried, the Board appointed the District Accountant to prepare the 2024 Budget.

**2022 Audit Preparation:** Following discussion, upon motion duly made by Director Serra, seconded by Director Farkas, and upon vote unanimously carried, the Board approved engagement of Wipfli LLC to perform the 2022 Audit.

## LEGAL MATTERS

**May 2, 2023 Regular Director Election:** Following discussion, upon motion duly made by Director Farkas, seconded by Director Serra, and upon vote unanimously carried, the Board adopted Resolution No. 2021-11-04 as presented and appointed Jennifer S. Henry as the Designated Election Official and authorized her to perform all tasks required for the May 2, 2023 Regular Election of the Board of Directors for the conduct of a mail ballot election.

**Pioneer Annexation Nos. 1-11 by and between the Town of Keenesburg, Colorado; Pioneer Holdco, LLC; Resource Colorado Water and Sanitation Metropolitan District; Pioneer Metropolitan District No. 3 and the CAB:** Discussion was deferred.

OTHER BUSINESS

**Cancellation of the December 19, 2022 Regular Board Meeting:**

Discussion was deferred.

ADJOURNMENT

There being no further business to come before the Board at this time, the meeting was adjourned.

The foregoing record constitutes a true and correct copy of the Minutes of the above-referenced meetings.

*Lisa Jacoby*

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Secretary for the meeting