

RECORD OF PROCEEDINGS

MINUTES OF A REGULAR MEETING OF THE BOARD OF DIRECTORS OF THE PIONEER COMMUNITY AUTHORITY BOARD HELD JUNE 17, 2024

A Regular Meeting of the Board of Directors (the “Board”) of The Pioneer Community Authority Board (the “CAB”) was held in accordance with applicable statutes of the State of Colorado on Monday, June 17, 2024, at 2:00 p.m. This meeting was held via Zoom and was open to the public.

ATTENDANCE

Directors in Attendance Were:

Joel Farkas (Representative for Pioneer Metropolitan District Nos. 1, 3, 6 and Pioneer Regional Metropolitan District
Barry Fehr (Representative of Pioneer Metropolitan District No. 5)

Also Present Were:

Paula Williams, Esq., Eric Trout, Esq., and Lisa Jacoby; McGeady Becher P.C.
Paul Wilson; CliftonLarsonAllen LLP
Andrew Gaittens; Independent District Engineering Services, LLC (“IDES”)
Ned Skoglund; member of the public

ADMINISTRATIVE MATTERS

Confirmation of Quorum: Ms. Jacoby confirmed a quorum with Directors Farkas and Fehr in attendance.

Disclosure of Potential Conflicts of Interest: Ms. Jacoby 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 (the “Directors”) were requested to disclose any potential conflicts of interest regarding any matters scheduled for discussion at this meeting. Those applicable disclosures made by the Directors prior to this meeting in accordance with statute, were noted for the record. It was 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 CAB’s regular meeting. Following discussion, upon motion duly made by Director Farkas, seconded by Director Fehr, and upon vote unanimously carried, the Board approved the Agenda, and excused the absence of Director Serra.

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 Board meeting.

Following discussion, upon motion duly made by Director Farkas, seconded by Director Fehr, and upon vote unanimously carried, the Board determined to meet by video teleconference. Notice of this meeting providing the date, time and location, including participation information, was duly posted and no taxpaying electors within the CAB's service area objected or requested that the means of hosting the meeting be changed.

Public Comment: There were no public comments.

CONSENT AGENDA

The Board considered the following items on the Consent Agenda:

- Minutes of the May 20, 2024, Regular Meeting
- Change Order Nos. 18 & 19 to Master Service Agreement with Strategic Site Designs, LLC for Additional Service Agreement Nos. 11 & 12
- Work Authorization No. 16 to Service Agreement for Project Management between the CAB and Gateway American Resources LLC, in the amount of \$430,350.00.

Upon motion duly made by Director Farkas, seconded by Director Fehr, and upon vote unanimously carried, the Board approved or ratified (as appropriate, the Consent Agenda items.

FINANCIAL MATTERS

Claims: The Board reviewed the claims for the period ending June 17, 2024. Following discussion, upon motion duly made by Director Farkas, seconded by Director Fehr, and upon vote unanimously carried, the Board approved the payment of claims for the period ending June 17, 2024, in the amount of \$38,300.47.

Schedule of Cash Position / Project Fund Reconciliation: Mr. Wilson reviewed with the Board the Schedule of Cash Position inclusive of Project Fund Reconciliation, as of December 31, 2023, updated as of June 10, 2024.

Following discussion, upon motion duly made by Director Farkas, seconded by Director Fehr, and upon vote unanimously carried, the Board accepted the Schedule of Cash Position inclusive of Project Fund Reconciliation.

Cost Certification Report #58: The Board reviewed Cost Certification Report #58 prepared by IDES, dated June 17, 2024, certifying Eligible Verified Costs for public improvements.

Following discussion, upon motion duly made by Director Farkas, seconded by Director Fehr, and upon vote unanimously carried, the Board accepted the Eligible Verified Costs in Engineer's Cost Certification Report #58, in the amount of \$544,720.93.

Reimbursement under Project Fund Requisition No. 31:

Following discussion, upon motion duly made by Director Farkas, seconded by Director Serra, and upon vote unanimously carried, the Board authorized reimbursement under Project Fund Requisition No. 31, as amended, pursuant to Special Revenue Bonds, Series 2022, Indenture of Trust, dated August 8, 2022 (as revised), in the amount of \$347,548.00.

Reimbursement under Project Fund Requisition Certificate No. 24:

Following discussion, upon motion duly made by Director Fehr, seconded by Director Farkas, and upon vote unanimously carried, the Board authorized reimbursement under Project Fund Requisition Certificate No. 24, pursuant to Special Revenue Bonds, Series 2020A, Indenture of Trust, dated November 25, 2020, in the amount of \$197,172.93.

Status of 2023 Audit: Mr. Wilson discussed the status of the 2023 Audit. Following discussion, upon motion duly made by Director Farkas, seconded by Director Fehr, and upon vote unanimously carried, the Board authorized execution and filing of an Audit Extension, if determined necessary.

LEGAL / PROJECT MATTERS

Stacklot L.L.C. Work Order Nos. 36, 37 and 38: Following discussion, upon motion duly made by Director Farkas, seconded by Director Fehr, and upon vote unanimously carried, the Board approved the following Stacklot L.L.C. Work Orders.

- Work Order No. 36 for Landscape Architecture for the Amended Filings 2, 4 and SIA Cost Estimates, for an amount of \$17,200.00.
- Work Order No. 37 for Revised Lot Plans & Landscape Architecture for Filings 10, 12 and 13, for an amount of \$38,700.00.
- Work Order No. 38 for General Project Management, for an amount of \$65,000.00.

Public Service Company of Colorado v. Pioneer Holdco, LLC, et. al., Case No. 2024CV30307, District Court, Weld County Colorado (the "Condemnation Lawsuit"): Director Farkas noted that the parties have entered into discussions.

Executive Session: The Board determined no executive session was necessary.

Development of Regional Improvements: Director Farkas reported that final comments have been received from the Town of Keenesburg on Plats 1, 2, 3 & 4.

Notice of Award and Contract for Design, Build, Finance, Operate and Maintain (“DBFOM”) Integrated Project Delivery Method for Completion of Water and Sewer Infrastructure (Pioneer Village):
This matter was deferred.

Assignment of Strategic Site Designs, LLC Agreement/Task Orders(s): This matter was deferred.

Design Construction Standards and Specifications for Resource Colorado Water and Sanitation Metropolitan District and the CAB:
This matter was deferred.

Request from Spriggs Excavation for Spoils Storage License: Attorney Trout discussed the request from Spriggs Excavation for use of CAB property located on the southwest corner of WCR 22&55, for the temporary storage of dirt.

This matter was deferred pending further information.

OTHER BUSINESS

Confirmation of a Quorum for the July 15, 2024, Regular Meeting:
The Board confirmed a quorum for the July 15, 2024, regular meeting.

ADJOURNMENT

There being no other business to come before the Board, the meeting was adjourned.

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

Lisa Jacoby

Secretary for the meeting