

**MINUTES OF A SPECIAL MEETING OF THE BOARD OF DIRECTORS OF
PIONEER METROPOLITAN DISTRICT NO. 5
HELD
DECEMBER 8, 2023**

A Special Meeting of the Board of Directors (the “Board”) of the Pioneer Metropolitan District No. 5 (the “District”) was held in accordance with applicable statutes of the State of Colorado on Friday, December 8, 2023, at 3:00 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
Barry Fehr, Assistant Secretary
Loren Fehr, Assistant Secretary

Also present were:

Paula Williams, Esq., Jay Morse, Esq. and Lisa Jacoby; McGeedy Becher P.C.
Paul Wilson; CliftonLarsonAllen LLP (“CLA”)

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 (the “Directors”) 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 Directors 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 Special Meeting.

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

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 B. Fehr, 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.

Designation of 24-Hour Posting Location:

Following discussion, upon motion duly made by Director B. Fehr, seconded by Director Serra, and upon vote unanimously carried, the Board determined that notices of meetings of the District Board required pursuant to Section 24-6-402(2)(c)(III), C.R.S. and Section 32-1-903(2), C.R.S., shall be posted on the District website. If the District is unable to post the Notice of Meeting on the District Website at least 24 hours prior to each meeting, the Notice of Meeting shall be posted on a post within the boundaries of the District at least 24 hours prior to each meeting.

Public Comment:

There were no public comments.

May 2, 2023, Directors Election:

Ms. Jacoby reported that the May 2, 2023, Director’s Election was cancelled by the designated election official as permitted by Colorado law, because there were not more candidates than positions available. Director Loren Fehr was deemed elected for a term expiring May, 2025, and Director Serra was deemed elected for a term expiring May, 2027.

Appointment of Officers: The Board entered into discussion regarding the appointment of officers.

Following discussion, upon motion duly made by Director Serra, seconded by Director B. Fehr, and upon vote unanimously carried, the following slate of officers was appointed:

President	Joel Farkas
Treasurer	Toni Serra
Assistant Secretary	Barry Fehr
Assistant Secretary	Loren Fehr
Secretary	Lisa A. Jacoby (non-elected)

Resolution No. 2023-12-01 Establishing 2024 Meeting Dates, Time, Location, Establishing District Website and Designating 24-Hour Posting Location:

The Board discussed the business to be conducted in 2024 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 B. Fehr, seconded by Director Serra, and upon vote unanimously carried, the Board adopted Resolution No. 2023-12-01.

2024 Insurance:

Following discussion, upon motion duly made by Director B. Fehr, seconded by Director Serra, and upon vote unanimously carried, the Board authorized renewal of the District’s insurance and Special District Association membership for 2024. No Insurance Committee was established and no additional increase in crime coverage was determined necessary.

Section 32-1-809, C.R.S. Reporting Requirements (Transparency Notice):

The Board discussed Section 32-1-809, C.R.S., reporting requirements and mode of eligible elector notification for 2024.

Following discussion, upon motion duly made by Director Serra, seconded by Director B. Fehr, and upon vote unanimously carried, the Board determined to post the required Transparency Notice on the Special District Association and the District website.

CONSENT AGENDA

The Board considered the following items on the Consent Agenda:

- November 21, 2022 Regular Meeting Minutes
- December 6, 2022 Special Meeting Minutes
- January 30, 2023 Special Meeting Minutes
- October 16, 2023 Annual “Town Hall” Meeting Minutes

Upon motion duly made by Director Serra, seconded by Director B. Fehr, and upon vote unanimously carried, the Board approved the Consent Agenda items.

FINANCIAL MATTERS

CliftonLarsonAllen (“CLA”) Master Service Agreement (“MSA”) and Statement of Work (“SOW”) for 2024:

Following discussion, upon motion duly made by Director B. Fehr, seconded by Director Serra, and upon vote unanimously carried, the Board approved execution of the 2024 MSA and SOW.

2023 Budget Amendment Hearing:

The Board opened the public hearing to consider a 2023 Budget Amendment and discuss related issues.

It was noted that publication of Notice stating that the Board would consider a 2023 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.

The Board determined that a 2023 Budget Amendment was not necessary.

2024 Budget Hearing:

The Board opened the public hearing to consider the proposed 2024 Budget and discuss related issues. It was noted that Notice stating that the Board would consider adoption of the 2024 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 2023 expenditures and the proposed 2024 expenditures.

Upon motion duly made by Director Farkas, seconded by Director B. Fehr, and upon vote unanimously carried, the Board approved the 2024 Budget, and considered adoption of Resolution No. 2023-12-02 to Adopt the 2024 Budget and Appropriate Sums of Money and Resolution No. 2023-12-03 to Set Mill Levies (10.129 mills in the General Fund, 50.646 mills in the Debt Service Fund and 5.064 mills for the Regional Mill Levy, for a total mill levy of 65.839 mills.) Following discussion, upon motion duly made by Director Farkas, seconded by Director B. Fehr, and upon vote unanimously carried, the Resolutions were adopted, subject to receipt of final Certification of Assessed Valuation from the County. The District Accountant was authorized to transmit the Certification of Mill Levies to the Board of County Commissioners of Weld County. District Counsel was authorized to transmit the Certification of Budget to the Division of Local Government.

Resolution Authorizing Adjustment of District Mill Levy:

Following discussion, the Board adopted Resolution No. 2023-12-04; 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, sign and file 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 B. Fehr, and upon vote unanimously carried, the Board authorized the District Accountant to prepare, sign and file the DLG-70 Mill Levy Certification Form for certification to the Board of County Commissioners and other interested parties.

Preparation of 2025 Budget:

Following discussion, upon a motion duly made by Director B. Fehr, seconded by Director Farkas, and upon vote unanimously carried, the Board appointed the District Accountant to prepare the 2025 Budget.

2023 Audit Preparation:

Following discussion, upon motion duly made by Director B. Fehr, seconded by Director Farkas, and upon vote unanimously carried, the Board authorized engagement of Wipfli LLP to perform the 2023 Audit.

LEGAL MATTERS

Resolution Amending Policy on Colorado Open Records Act Requests: Following discussion, upon motion duly made by Director B. Fehr, seconded by Director Serra, and upon vote unanimously carried, the Board adopted Resolution No. 2023-12-05; Resolution Amending Policy on Colorado Open Records Act Requests.

OTHER BUSINESS

Cancellation of December 18, 2023 Regular Board Meeting: The Board determined to cancel the December 18, 2023 Board Meeting.

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

Secretary for the meeting