

# RECORD OF PROCEEDINGS

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## MINUTES OF THE SPECIAL MEETING OF PIONEER HILLS METROPOLITAN DISTRICT

**HELD  
December 2, 2020**

The Board of Directors of Pioneer Hills Metropolitan District held a special meeting, open to the public, via Zoom at 5:00 p.m., Wednesday, December 2, 2020.

**Due to the State of Emergency declared by Governor Polis and the threat to health and safety posed by the COVID-19 pandemic, this meeting was held via Zoom.**

ATTENDANCE

Directors in Attendance: (Via Teleconference)  
Gail Powell, President  
Doug Houston, Vice President  
Amanda Eno, Treasurer & Assistant Secretary  
Erin Kerr, Secretary  
Vacant, Assistant Secretary

Also in Attendance: (Via Teleconference)  
Shannon Johnson and Tamar Seaver; Icenogle Seaver Pogue, P.C.  
Chelsey Green, Peggy Dowswell, Amanda Castle, and Elaina Cobb;  
Pinnacle Consulting Group, Inc.  
Members of the Public

CALL MEETING TO  
ORDER

The meeting was called to order at 5:09 p.m. by Chairperson Powell, noting that a quorum was present.

CONFLICT OF  
INTEREST  
DISCLOSURE

Ms. Green inquired whether there were any conflicts to disclose by Board members present. There were no conflicts to disclose.

APPROVAL OF  
AGENDA

The Board considered the agenda. Upon a motion duly made by Director Eno, seconded by Director Kerr, and upon vote, it was unanimously

**RESOLVED** to approve the agenda, as amended to add an agenda item regarding discussion of Notice of Appointment to fill the vacancy on the Board.

APPROVAL OF  
MINUTES

The Board considered the minutes of the special meeting held September 2, 2020. Upon a motion duly made by Director Eno, seconded by Director Kerr, and upon vote, it was unanimously

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**RESOLVED** to approve minutes of the special meeting held September 2, 2020, as amended to note Robert Phelps was a member of the public in attendance.

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### FINANCIAL MATTERS

Payables Approval Process: Ms. Castle discussed with the Board the recommended monthly payables approval process utilizing Bill.com. Director Powell asked for the annual cost of use and if it was incorporated into the 2021 budget. Ms. Castle stated the annual cost of Bill.com set up and processing fees of \$1,000 is a component of the 2021 budget and noted that typically implementing Bill.com results in costs reductions related to administrative overhead, banking fees, and physical check stock. Ms. Castle also noted Bill.com is secure and user friendly, and if approved Pinnacle Consulting Group, Inc. would work with the designated authorized user to provide a tutorial. The consensus of the Board was to approve the use of Bill.com to pay invoices, appointing Director Gail Powell as the authorized approver with Director Eno as a secondary authorizer.

2021 Budget Memo: Ms. Castle discussed with the Board the 2021 budget Memo, reviewing revenues, mill levies and fund balances related to the general and debt service funds, and answered questions. Ms. Castle noted an audit will be necessary due to the debt issuance obligations. Director Powell requested Ms. Castle recommend 2020 audit firms for further review and discussion.

Director Powell requested further in-depth clarification on the District mill levies, and Director Houston inquired on the possibility of the District Bonds retiring early. Ms. Castle noted that she would review the District's bond documents and provide an update to the Board at a future meeting.

Ms. Castle discussed with the Board the recommended mill levy adjustments for the debt service fund, noting that there is an ending fund balance of \$128,427 and recommended the mill levy is reduced from 33.250 to 29.051, noting that would be sufficient to cover principal and interest debt service payment obligations. Ms. Castle discussed with the Board the recommended mill levy adjustments for the General Fund, noting that the recommended increase to 19.600 that would allow for operating revenues to meet administrative, management, legal, and wetland transfer project estimated expenditures.

2020 Auditor: The Board discussed the need to approve an engagement for the 2020. After further review and discussion, the Board requested the District Accountant provide request for proposals prior to approving an auditor. Ms. Castle discussed with Board she has several audit companies she has worked with previously and currently she feels comfortable would provide good service to the District and would provide proposals to the Board.

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AMENDED 2020  
BUDGET HEARING

Director Powell opened the 2020 Amended Budget Hearing for Pioneer Hills Metropolitan District. Ms. Green reported that notice of the budget hearing had been published on November 26, 2020 in accordance with state budget law. Ms. Castle and Ms. Green reviewed the proposed amended budget and answered questions. The 2020 budget is to be amended as follows:

General Fund Total Expenditures: \$35,568.00

There being no public input, the public portion of the budget hearing was closed. After further review and discussion, and upon motion duly made by Director Houston, seconded by Director Kerr, and upon vote, it was unanimously

**RESOLVED** to approve the Resolution to Adopt the Amended 2020 General Fund Budget for Pioneer Hills Metropolitan District, and appropriate budgeted funds.

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2021 BUDGET  
HEARING

Director Powell opened the 2021 Budget Hearing for Pioneer Hills Metropolitan District. Ms. Green reported that notice of the budget hearing had been published on November 26, 2020 in accordance with state budget law. Ms. Castle and Ms. Green reviewed the budgets in detail, and answered questions pertaining to the mill levies, estimated revenues, and expenditures. There being no public input, the public hearing portion of the budget was closed. The Board discussed regular meeting frequency and legal counsel costs.

General Fund:

Total Revenues: \$186,454

Mills Levy: 19.6 mills – 7.8 mill for wetlands transition project

Total Expenditures: \$165,903

Debt Service Fund:

Total Revenues: \$316,306

Mills levy: 29.051

Total Expenditures: \$260,718

Total Mills Certified: 48.651

Upon a motion duly made by Director Eno, seconded by Director Houston, and upon vote, it was unanimously

**RESOLVED** to approve the Resolution to Adopt the 2021 budget for Pioneer Hills Metropolitan District, set the mill levy, appropriate budgeted funds upon final certification of value being received by the County of Arapahoe on or before December 10, 2021, approve all other documents related to the 2021 budget, and authorize the District’s accountant to make minor modifications that may be necessary following receipt of final assessed values.

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DISTRICT MANAGER  
ITEMS

Ratification of Pinnacle Consulting Group Inc. Service Agreement: Ms. Green discussed with the Board the scope of service previously reviewed for Pinnacle Consulting Group, Inc. to provide management services. Upon motion duly made by Director Kerr, seconded by Director Eno and, upon vote, it was unanimously

**RESOLVED** to ratify the engagement of Pinnacle Consulting Group, Inc. for District Management & Administration and District Accounting services.

Consideration of Legal Representation: The Board discussed the current legal representation of Icenogle Seaver Pogue, P.C. for the District legal needs. Director Powell noted she had sent Ms. Seaver an email stating the District would be looking at hiring a legal counsel with lower fees and requested a phone conversation. Director Powell noted she had not heard back from legal counsel as of the date of the meeting. Director Houston noted he was concerned Ms. Seaver had not responded to Director Powell's request for a phone call. Director Houston noted he has worked with Barbara Vander Wall with Seter & Vander Wall, P.C. on previous projects and feels as Ms. Vander Wall would work with the Districts budgetary needs. Director Powell stated he appreciated Director Houston's input and would like to move to a legal firm with lower fees. Director Eno requested the District do their due diligence and not decide on legal representation for the district without written proposals. Ms. Green recommended a request for information be distributed and discussed a legal counsel review process at a special meeting in January. Director Houston proposed both Ms. Seaver and Seter Vander Wall, P.C. provide information packets so the Board can discuss suitability. It was the consensus of the Board to direct Ms. Green to obtain proposals from Ms. Seaver and Seter Vander Wall, P.C. and request that their proposal include, at a minimum, a summary of perspective to address the wetlands transition project within 2021, references from similar special districts that the applicant has directly worked with, and an hourly rate sheet. Ms. Green stated she would work to distribute a request for qualifications and work to schedule a special meeting in January for further review.

Regular Meeting Dates and Frequency: Ms. Green stated that the 2021 Adopt Budget includes costs for 3-4 meetings within 2021 to complete the wetlands transition project, anticipating once the transition and operations are established only 2-3 meetings a year may be necessary, depending on level of service desired. Upon motion duly made by Director Eno, and seconded by Director Houston, it was unanimously

**RESOLVED** to approve quarterly meetings being held, if necessary, the second Wednesday of February, May, August, and November at 5:00 p.m.

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2021 Annual Administrative Matters Resolution: Ms. Green presented the 2021 Annual Administrative Matters Resolution; noting that it outlines the statutory compliance matter and provides direction to the District's legal counsel and management to execute all required compliance actions. It was the consensus of the Board to table this matter for further discussion at a special meeting in January.

Discussion regarding website for electronic posting: Ms. Green reviewed with the Board meeting posting requirements, and recommended direction from the Board to engage HOA Expert to complete a website design and hosting for the District. Ms. Green noted the cost of this service was \$600 for initial set up, and an annual maintenance fee of \$300 after the initial year. Ms. Green also noted District Management would reach out to HOA Expert and request they provide several URL options the Board could review at the special meeting in January and discuss content for the website as well. It was the consensus of the Board to provide Ms. Green direction to work with HOA Expert and review the agreement, URL, and content at the special meeting in January.

PUBLIC COMMENT

Mr. Decker thanked the Board for all of their efforts and requested Public Comment be moved to the beginning of the meetings.

Director Houston agreed the Public Comment portion of the meeting should be moved to the beginning of the meeting and a time limit be set.

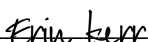
Ms. Green noted moving forward the Public Comment portion of the meeting would move to the end of the Administrative Items and would be limited to 3 minutes per person.

ADJOURNMENT

There being no further business to come before the Board and upon motion and second, the meeting was adjourned at 7:52 p.m.

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

Respectfully Submitted,

DocuSigned by:  
  
Erin Kerr, Secretary for the Meeting