

ANNUAL REPORT FOR
PIONEER PLAZA COMMUNITY IMPROVEMENT DISTRICT (the “District”)
FOR FISCAL YEAR ENDING APRIL 30, 2024

SECTION I

Date: August 23, 2024

CID Contact Information: c/o Matt Moriarity, Polsinelli PC (Legal Counsel), 900 West 48th Place, Suite 900, Kansas City, Missouri 64112, mmoriarity@polsinelli.com, (816) 572-5184

Political Subdivision or Not for Profit: Political Subdivision

Date of and Ordinance No: Ordinance No. 200419, passed on June 11, 2020

SECTION II

PURPOSE OF THE DISTRICT AND SERVICES PERFORMED DURING FISCAL YEAR:

The purpose of the District is to provide funding for demolition and the construction of certain improvements and the provision of certain services within the District. The improvements initially contemplated include demolition of existing structures, site work, grading, infrastructure improvements, parking improvements/structures, additional improvements/structures, utility improvements, right-of-way improvements, landscaping, lawns, and trees, as well as any other improvements permitted by the CID Act. No services were performed during FYE 4/20/2024.

SECTION III

BOARD MEMBERS AS OF DATE OF MOST RECENT ANNUAL MEETING:

Jason Swords	jswords@snflowerkc.com
Mark McHugh	mark@sunflowerkc.com
Mark Moberly	mmoberly@sunflowerkc.com
Bob Coats	creekercoats@yahoo.com
Mike Beal	mikeb@ballsfoods.com

SECTION IV

Date FYE 4/30/2023 Annual Report was submitted to City: August 15, 2023

Date FYE 4/30/2025 budget was submitted to City: January 30, 2024

Date FYE 4/30/2025 budget was adopted: March 22, 2024

See attached *actual* budget for FYE 4/30/2024

SECTION V

LIST OF RESOLUTIONS APPROVED DURING FISCAL YEAR
(ATTACH COPIES):

Resolution #	Resolution
2024-1	Approve Minutes of 3/22/2023 Board Meeting
2024-2	Appoint Officers of the District
2024-3	Adopt Budget for FYE 4/30/2025 and appropriate funds
2024-4	Adopt Amended Budget for FYE 4/30/2024 and appropriate funds
2024-5	Authorize Preparation and Submittal of FYE 4/30/2024 Annual Report
2024-6	Authorize Preparation and Submittal of FYE 4/30/2024 Financial Report
2024-7	Accept Resignation of Director and Elect Interim Director
2024-8	Nominate Successor Directors

SUBMIT FORM AND ATTACHMENTS TO:

Missouri Dept of Economic Development Attn: CID Annual Report 301 W. High Street, P. O. Box 118 Jefferson City, MO 65102 Phone: 1-573-526-8004 Fax: 1-573-522-9462 Email: redevelopment@ded.mo.gov	City Clerk 25th Floor, City Hall 414 E. 12 th Street Kansas City, MO 64106 Phone: (816) 513-6401 Fax: (816) 513-3353 Email: Marilyn.Sanders@kcmo.org
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PIONEER PLAZA COMMUNITY IMPROVEMENT DISTRICT

FYE 4/30/2024 ACTUAL BUDGET

BUDGET MESSAGE:

The Pioneer Plaza Community Improvement District was established by the City Council of Kansas City, Missouri on June 11, 2020. The District was formed for the purposes of providing revenue sources to assist with and support the financing of the costs of certain improvements that serve the area encompassing the District. The District's sole source of revenue is a 1.0% sales tax, the collection of which commenced on January 1, 2021 and will terminate after 20 years.

	<u>FYE 4/30/2024</u> ACTUAL		<u>FYE 4/30/2024*</u> (amended)		<u>FYE 4/30/2024*</u> (original, proposed)
FUNDS AVAILABLE:					
- Cash on Hand (Beginning of Fiscal Year)	\$ 25,621.50	\$	25,617.67	\$	7,673.73
ESTIMATED REVENUE:					
- 1% CID Sales and Use Tax (effective 1/1/2021)^	\$ 169,294.30	\$	144,887.00	\$	200,000.00
TOTAL ESTIMATED FUNDS AVAILABLE & REVENUE:					<u>200,000.00</u>
ESTIMATED EXPENDITURES:					
- Payment of TIF EATs to City (50% of CID Revenues)	\$ 77,936.26	\$	55,908.00	\$	100,000.00
- Bank Fees	\$ 20.00	\$	-	\$	-
- City Annual Submission Review Fee	\$ 1,000.00	\$	1,000.00	\$	-
- D&O Board of Directors Insurance	\$ 1,200.00	\$	1,200.00	\$	1,200.00
- Legal Fees	\$ 4,318.00	\$	3,640.00	\$	10,000.00
- Misc other admin	\$ 52.80	\$	76.00	\$	-
- Reimbursement to Developer Project Costs^^	\$ 1,307,513.17	\$	38,219.33	\$	180,000.00
- Accrued interest on Developer Loan	\$ 5,635.68	\$	5,635.00	\$	-
See attached Pay App for detailed breakdown of Project Costs					
TOTAL ESTIMATED EXPENDITURES:			<u>44,135.33</u>		<u>191,200.00</u>
FUNDS AVAILABLE:					
- Cash on Hand End of Fiscal Year	\$ 72,171.63	\$	70,650.14	\$	8,800.00

* Estimated values.

^ The first CID sales tax distribution deposit was received from the Missouri Department of Revenue on 5/6/2021.

^^ The Repayment of Developer Advances, including interest, will be done in compliance with the Reimbursement Agreement entered into by the CID and the Developer.

PIONEER PLAZA COMMUNITY IMPROVEMENT DISTRICT

RESOLUTION OF THE BOARD OF DIRECTORS

RESOLUTION NO. 2024-1

**APPROVING MINUTES OF THE FEBRUARY 22, 2023
MEETING OF THE BOARD OF DIRECTORS**

WHEREAS, the Bylaws of the Pioneer Plaza Community Improvement District (the "District") requires the District to keep minutes of the Board of Directors meetings;

WHEREAS, the Board conducted an annual Board of Directors Meeting on February 22, 2023; and

WHEREAS, minutes of such meeting have been prepared and circulated to members of the Board.

NOW, THEREFORE, BE IT RESOLVED, that the minutes of the Board of Directors meeting held on February 22, 2023 are attached hereto as Exhibit A and shall be and are hereby approved in all respects.

PASSED by the Board of Directors of the Pioneer Plaza Community Improvement District on March 22, 2024.



Jason Swords, Executive Director

Exhibit A

February 22, 2023 Meeting Minutes

[See Attached]

PIONEER PLAZA COMMUNITY IMPROVEMENT DISTRICT

MINUTES OF THE MEETING OF THE BOARD OF DIRECTORS OF THE DISTRICT

MARCH 22, 2023

Time and Place

The Annual meeting of the Board of Directors (the "Directors" or "Board") of the Pioneer Plaza Community Improvement District (the "District") was held on March 22, 2023 commencing at 1:30 p.m. at Polsinelli PC, 900 West 48th Place, Kansas City, Missouri 64112 and/or by telephone conference, after giving due notice.

Attendees; Call to Order

The following Directors were present: Jason Swords, Mark Moberly, Mark McHugh, and Mike Beal (Scott Lipovac has resigned). Also present was Amy Grant, Paralegal with Polsinelli, PC. After recognizing that a quorum of the Board was present, Amy Grant called the meeting to order.

Resolution 2023-1

The Board considered Resolution 2023-1, approving minutes of the February 24, 2022 board meeting. Following discussion, Jason Swords moved to adopt Resolution 2023-1. Mark McHugh seconded the motion, and the resolution was adopted by a unanimous vote.

Resolution 2023-2

The Board next considered Resolution 2023-2, appoint officers of the District. Jason Swords will serve as Chairman. Mark Moberly will serve as Secretary. Mark McHugh will serve as Treasurer. Following discussion, Jason Swords moved to adopt Resolution 2023-1. Mark McHugh seconded the motion, and the resolution was adopted by a unanimous vote.

Resolution 2023-3

The Board next considered Resolution 2023-3, adopting a budget for FYE 4/30/2024 and appropriating funds. Following discussion, Jason Swords moved to adopt Resolution 2023-3. Mark McHugh seconded the motion, and the resolution was adopted by a unanimous vote.

Resolution 2023-4

The Board next considered Resolution 2022-5, authorize preparation and submittal of FYE 4/30/2023 annual report to City Clerk, Department of Economic Development, Department of Revenue and State Auditor. Following discussion, Jason Swords moved to adopt

Resolution 2023-4. Mark McHugh seconded the motion, and the resolution was adopted by a unanimous vote.

Resolution 2023-5

The Board next considered Resolution 2023-5, authorize preparation and submittal of FYE 4/30/2023 annual report to State Auditor. Following discussion, Jason Swords moved to adopt Resolution 2023-5. Mark McHugh seconded the motion, and the resolution was adopted by a unanimous vote.

Under other business, Amy Grant mentioned that the Board needed to select an interim director to fill Scott Lipovac's vacated seat. Jason Swords indicated that he would find an appropriate replacement prior to next year's board meeting. Next, Mark McHugh advised that the developer is still working to certify CID project costs with the City so that the developer can start receiving reimbursement of advanced costs.

There being no other business before the board, the meeting was adjourned.



Mark Moberly, Secretary

PIONEER PLAZA COMMUNITY IMPROVEMENT DISTRICT
RESOLUTION OF THE BOARD OF DIRECTORS
RESOLUTION NO. 2024-2
APPOINT OFFICERS OF THE DISTRICT

WHEREAS, the Bylaws of the Pioneer Plaza Community Improvement District (the "District") require the District's Board of Directors to annually appoint a chairman, secretary, treasurer and such other officers or employees as it deems necessary;

WHEREAS, the Board of Directors of the District desires to appoint a chairman, secretary, and treasurer as the officers of the District in accordance with the Bylaws; and

WHEREAS, the chairman, secretary, and treasurer shall have the powers and duties described in the Bylaws.

NOW, THEREFORE, BE IT RESOLVED BY THE BOARD OF DIRECTORS OF THE PIONEER PLAZA COMMUNITY IMPROVEMENT DISTRICT, AS FOLLOWS:

1. Jason Swords is appointed Chairman of the District.
2. Mark Moberly is appointed Secretary of the District.
3. Mark McHugh is appointed Treasurer of the District.
4. Each officer of the District shall exercise those powers and perform those duties as set forth in the Bylaws of the District.
5. This Resolution shall take effect immediately.

PASSED by the Board of Directors of the Pioneer Plaza Community Improvement District on March 22, 2024.



Jason Swords, Executive Director

PIONEER PLAZA COMMUNITY IMPROVEMENT DISTRICT

RESOLUTION OF THE BOARD OF DIRECTORS

RESOLUTION NO. 2024-3

APPROVE A BUDGET FOR FYE 4/30/2025 AND APPROPRIATE FUNDS

WHEREAS, the Pioneer Plaza Community Improvement District (the "District") is required to adopt an annual budget for the operation of the District;

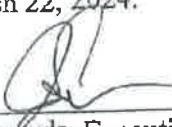
WHEREAS, the District submitted to the City the proposed annual budget for FYE 4/30/2025, which is attached hereto as Exhibit A; and

WHEREAS, the Board of Directors desires to approve a budget for FYE 4/30/2025 and appropriate funds for payment of the District's expenses.

NOW, THEREFORE, BE IT RESOLVED BY THE BOARD OF DIRECTORS OF THE PIONEER PLAZA COMMUNITY IMPROVEMENT DISTRICT, AS FOLLOWS:

1. The District hereby adopts a Budget for the District's FYE 4/30/2025, which attached hereto as Exhibit A and authorizes appropriation of funds in accordance therewith.
2. This Resolution shall take effect immediately.

PASSED by the Board of Directors of the Pioneer Plaza Community Improvement District on March 22, 2024.



Jason Swords, Executive Director

EXHIBIT A
FYE 4/30/2025 BUDGET

**Proposed Budget for
Pioneer Plaza
Community Improvement District
Fiscal Year Ending April 30, 2025**

Date of Budget Submittal: January 30, 2023
District Point of Contact Information: Polsinelli PC c/o Amy Grant
(816) 753-1000
agrant@polsinelli.com

BUDGET MESSAGES:

The purpose of the District is to provide funding for demolition and the construction of certain improvements and the provision of certain services within the District's boundaries. The improvements initially contemplated include demolition of existing structures, site work, grading, infrastructure improvements, parking improvements/structures, additional improvements/structures, utility improvements, right-of-way improvements, landscaping, lawns, and trees, as well as any other improvements (the "Improvements") or services (the "Services") permitted by the CID Act. It is intended that the Improvements will remediate existing blighting conditions within the District to bring it to its highest and best use. The particular items included within the Improvements may be modified from those listed herein from time to time, and the costs of the Improvements to be financed by the District shall include all associated design, architecture, engineering, financing costs incurred to finance such Improvements, legal and administrative costs of same. The District may also provide funding for the District's formation and its ongoing operation and administration costs on an annual basis.

The Pioneer Plaza Community Improvement District was established by the City Council of Kansas City, Missouri on June 11, 2020. The District was formed for the purposes of providing revenue sources to assist with and support the financing of the costs of certain Improvements that serve the area encompassing the District. The District's sole source of revenue is a 1.0% sales tax, the collection of which commenced on January 1, 2021 and will terminate after 20 years.

Services as expected to include cleaning, maintenance, and other services the District may provide or cause to be provided under Section 67.1461 of the CID Act.

PIONEER PLAZA COMMUNITY IMPROVEMENT DISTRICT

FYE 4/30/2025 PROPOSED BUDGET

	<u>FYE 4/30/2025*</u>
	(proposed)
FUNDS AVAILABLE:	
- Cash on Hand (Beginning of Fiscal Year)	\$ 13,207.67
ESTIMATED REVENUE:	
- 1% CID Sales and Use Tax (effective 1/1/2021)^	\$ 165,000.00
- Interest	\$ 10.00
TOTAL ESTIMATED FUNDS AVAILABLE & REVENUE:	\$ <u>178,217.67</u>
ESTIMATED EXPENDITURES:	
- Payment of TIF EATs to City (50% of CID Revenues)	\$ 82,500.00
- Bank Fees	\$ 20.00
- City Annual Submission Review Fee	\$ 1,000.00
- D&O Board of Directors Insurance	\$ 1,200.00
- Legal Fees	\$ 5,000.00
- Admin Costs	\$ 200.00
- Reimbursement to Developer Project Costs^^	\$ 75,000.00
See attached Pay App for detailed breakdown of Project Costs	
TOTAL ESTIMATED EXPENDITURES:	\$ <u>164,920.00</u>
FUNDS AVAILABLE:	
- Cash on Hand End of Fiscal Year	\$ 13,297.67

* Estimated values.

^^ The Repayment of Developer Advances, including interest, will be done in compliance with the Reimbursement Agreement entered into by the CID and the Developer.

APPLICATION AND CERTIFICATION FOR PAYMENT

AIA DOCUMENT G702

PAGE ONE OF 3 PAGES

TO OWNER: LR-Kansas City 1, LLC
327 W. Maple Avenue
Monrovia, CA 91016

PROJECT: Price Chopper #17
6615 E Bannister Rd
KC MO 64137

APPLICATION NO: Thirteen (13)
APPLICATION DATE 9/2/2021

Distribution to:

<input checked="" type="checkbox"/>	OWNER
<input type="checkbox"/>	ARCHITECT
<input type="checkbox"/>	CONTRACTOR
<input type="checkbox"/>	
<input type="checkbox"/>	

PERIOD TO: 9/2/2021

FROM CONTRACTOR:
Fogel-Anderson Construction Co.
1212 E. 8th Street
Kansas City, Missouri 64106

VIA ARCHITECT:
Gastinger Walker

PROJECT NO: 20-514

CONTRACT FOR: Price Copper #17

CONTRACT DATE: 9/18/2020

CONTRACTOR'S APPLICATION FOR PAYMENT

Application is made for payment, as shown below, in connection with the Contract Continuation Sheet, AIA Document G703, is attached

The undersigned Contractor certifies that to the best of the Contractor's knowledge, information and belief the Work covered by this Application for Payment has been completed in accordance with the Contract Documents, that all amounts have been paid by the Contractor for Work for which previous Certificates for Payment were issued and payments received from the Owner, and that current payment shown herein is now due.

1. ORIGINAL CONTRACT SUM	\$ 7,337,218.00
2. Net change by Change Orders	\$ 344,418.55
3. CONTRACT SUM TO DATE (Line 1 + 2)	\$ 7,681,636.55
4. TOTAL COMPLETED & STORED TO DATE (Column G on G703)	\$ 7,681,636.55
5. RETAINAGE:	
a. % of Completed Work (Column D + E on G703)	\$ -
b. % of Stored Material (Column F on G703)	\$ -
Total Retainage (Lines 5a - 5b or Total in Column I of G703)	\$ -
6. TOTAL EARNED LESS RETAINAGE (Line 4 Less Line 5 Total)	\$ 7,681,636.55
7. LESS PREVIOUS CERTIFICATES FOR PAYMENT (Line 6 from prior Certificate)	\$ 7,557,785.00
8. CURRENT PAYMENT DUE	\$ 123,851.55
9. BALANCE TO FINISH, INCLUDING RETAINAGE (Line 3 less Line 6)	\$ -

CONTRACTOR: FOGEL-ANDERSON CONSTRUCTION CO.

By: Stephen Springer Date: 9/2/2021
Stephen Springer, Controller

State of MISSOURI County of JACKSON
Subscribed and sworn to before me this 2nd Day of September, 2021
Notary Public: Merrell

My Commission expires 11/25/2023

ARCHITECT'S CERTIFICATE FOR PAYMENT

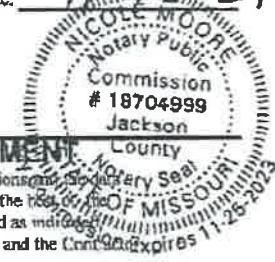
In accordance with the Contract Documents, based on on-site observations and by reviewing the application, the Architect certifies to the Owner that to the best of the Architect's knowledge, information and belief the Work has progressed as indicated, the quality of the Work is in accordance with the Contract Documents, and the Contractor is entitled to payment of the AMOUNT CERTIFIED.

AMOUNT CERTIFIED \$ _____

(Attach explanation if amount certified differs from the amount applied. Initial all figures on this Application and on the Continuation Sheet that are changed to conform with the amount certified.)
ARCHITECT: _____

By: _____ Date: _____

This Certificate is not negotiable. The AMOUNT CERTIFIED is payable only to the Contractor named herein. Issuance, payment and acceptance of payment are without prejudice to any rights of the Owner or Contractor under this Contract.



CHANGE ORDER SUMMARY	ADDITIONS	DEDUCTIONS
Total changes approved in previous months by Owner	\$268,648.45	\$48,081.45
Total approved this Month	\$ 123,851.55	\$0.00
TOTALS	\$392,500.00	\$48,081.45
NET CHANGES by Change Order	\$344,418.55	

CONTINUATION SHEET

"CONTRACT EXHIBIT C"

ALA DOCUMENT G703

PAGE 2 OF 3 PAGES

ALA Document G702, APPLICATION AND CERTIFICATION FOR PAYMENT, containing Contractor's signed certification is attached.

APPLICATION NO: Thirteen (13)

APPLICATION DATE: 9/2/2021

In tabulations below, amounts are stated to the nearest dollar.

PERIOD TO: 9/2/2021

Use Column I on Contracts where variable retainage for line items may apply.

PROJECT NO: 20-514

A ITEM NO.	B DESCRIPTION OF WORK	C SCHEDULED VALUE	D PREVIOUS APPLICATIONS	E WORK COMPLETED THIS APPLICATION		G TOTAL COMPLETED AND STORED TO DATE (D+E+F)		H BALANCE TO FINISH (C-G)	I RETAINAGE
				F WORK IN PLACE	F STORED MATERIALS NOT IN D OR E	G (G + C)			
0001	Mobilization	\$ 10,000	\$ 10,000.00			\$ 10,000.00	100%	\$ -	\$ -
0002	General Conditions	\$ 357,948	\$ 357,948.00			\$ 357,948.00	100%	\$ -	\$ -
0003	Overhead & Fee	\$ 372,061	\$ 372,061.00			\$ 372,061.00	100%	\$ -	\$ -
0004	General Liability Insurance	\$ 34,451	\$ 34,451.00			\$ 34,451.00	100%	\$ -	\$ -
0005	Performance & Payment Bond	\$ 40,665	\$ 40,665.00			\$ 40,665.00	100%	\$ -	\$ -
0006	Winter Conditions	\$ 35,000	\$ 35,000.00			\$ 35,000.00	100%	\$ -	\$ -
0007	Demolition	\$ 57,490	\$ 57,490.00			\$ 57,490.00	100%	\$ -	\$ -
0008	Concrete	\$ 938,357	\$ 938,357.00			\$ 938,357.00	100%	\$ -	\$ -
0009	Masonry	\$ 331,460	\$ 331,460.00			\$ 331,460.00	100%	\$ -	\$ -
0010	Metals	\$ 633,528	\$ 633,528.00			\$ 633,528.00	100%	\$ -	\$ -
0011	Wood, Plastics and Composites	\$ 41,020	\$ 41,020.00			\$ 41,020.00	100%	\$ -	\$ -
0012	Thermal and Moisture Protection	\$ 401,871	\$ 401,871.00			\$ 401,871.00	100%	\$ -	\$ -
0013	Membrane Roofing	\$ 444,500	\$ 444,500.00			\$ 444,500.00	100%	\$ -	\$ -
0014	Doors, Windows and Glazing	\$ 181,607	\$ 181,607.00			\$ 181,607.00	100%	\$ -	\$ -
0015	Finishes	\$ 624,056	\$ 624,056.00			\$ 624,056.00	100%	\$ -	\$ -
0016	Specialties	\$ 18,105	\$ 18,105.00			\$ 18,105.00	100%	\$ -	\$ -
0017	Equipment	\$ 15,883	\$ 15,883.00			\$ 15,883.00	100%	\$ -	\$ -
0018	Fire Suppression	\$ 125,925	\$ 125,925.00			\$ 125,925.00	100%	\$ -	\$ -
0019	Plumbing	\$ 488,950	\$ 488,950.00			\$ 488,950.00	100%	\$ -	\$ -
0020	Mechanical HVAC	\$ 466,000	\$ 466,000.00			\$ 466,000.00	100%	\$ -	\$ -
0021	Electrical	\$ 802,189	\$ 802,189.00			\$ 802,189.00	100%	\$ -	\$ -
0022	Earthwork	\$ 328,379	\$ 328,379.00			\$ 328,379.00	100%	\$ -	\$ -
0023	Exterior Improvements	\$ 132,336	\$ 132,336.00			\$ 132,336.00	100%	\$ -	\$ -
0024	Site Utilities	\$ 204,210	\$ 204,210.00			\$ 204,210.00	100%	\$ -	\$ -
0025	Asphalt Paving	\$ 85,420	\$ 85,420.00			\$ 85,420.00	100%	\$ -	\$ -
0026	Landscaping & Irrigation	\$ 165,807	\$ 165,807.00			\$ 165,807.00	100%	\$ -	\$ -
0027	PCCO #001	\$ 77,155.21	\$ 77,155.21			\$ 77,155.21	100%	\$ -	\$ -
0028	PCCO #002	\$ (48,081.45)	\$ (48,081.45)			\$ (48,081.45)	100%	\$ -	\$ -
0029	PCCO #003	\$ 36,666.13	\$ 36,666.13			\$ 36,666.13	100%	\$ -	\$ -
0030	PCCO #004	\$ 63,414.34	\$ 63,414.34			\$ 63,414.34	100%	\$ -	\$ -
0031	PCCO #005	\$ 91,412.77	\$ 91,412.77			\$ 91,412.77	100%	\$ -	\$ -
0032	PCCO #005	\$ 123,851.55	\$ -	\$ 123,851.55		\$ 123,851.55	100%	\$ -	\$ -
	PAGE TOTALS	\$ 7,681,636.55	\$ 7,657,785.00	\$ 123,851.55	\$ -	\$ 7,681,636.55	100%	\$ -	\$ -

PIONEER PLAZA COMMUNITY IMPROVEMENT DISTRICT

RESOLUTION OF THE BOARD OF DIRECTORS

RESOLUTION NO. 2024-4

APPROVE AN AMENDED BUDGET FOR FYE 4/30/2024 AND APPROPRIATE FUNDS

WHEREAS, the Developer has prepared an amended budget for FYE 4/30/2024 to reflect revised estimated revenues and expenditures for said fiscal year; and

WHEREAS, the Board of Directors desires to approve the amended budget for FYE 4/30/2024 and appropriate funds for payment of the District's expenses.

NOW, THEREFORE, BE IT RESOLVED BY THE BOARD OF DIRECTORS OF THE PIONEER PLAZA COMMUNITY IMPROVEMENT DISTRICT, AS FOLLOWS:

3. The District hereby adopts An Amended Budget for the District's FYE 4/30/2024, which attached hereto as Exhibit A and authorizes appropriation of funds in accordance therewith.
4. This Resolution shall take effect immediately.

PASSED by the Board of Directors of the Pioneer Plaza Community Improvement District on March 22, 2024.



Jason Swords, Executive Director

EXHIBIT A

FYE 4/30/2025 AMENDED BUDGET

PIONEER PLAZA COMMUNITY IMPROVEMENT DISTRICT

FYE 4/30/2024 AMENDED BUDGET

BUDGET MESSAGE:

The Pioneer Plaza Community Improvement District was established by the City Council of Kansas City, Missouri on June 11, 2020. The District was formed for the purposes of providing revenue sources to assist with and support the financing of the costs of certain improvements that serve the area encompassing the District. The District's sole source of revenue is a 1.0% sales tax, the collection of which commenced on January 1, 2021 and will terminate after 20 years.

	<u>FYE 4/30/2024*</u> (amended)	<u>FYE 4/30/2024*</u> (original, proposed)
FUNDS AVAILABLE:		
- Cash on Hand (Beginning of Fiscal Year)	\$ 25,617.67	\$ 7,673.73
ESTIMATED REVENUE:		
- 1% CID Sales and Use Tax (effective 1/1/2021)^	\$ 144,887.00	\$ 200,000.00
TOTAL ESTIMATED FUNDS AVAILABLE & REVENUE:	<u>\$</u>	<u>\$ 200,000.00</u>
ESTIMATED EXPENDITURES:		
- Payment of TIF EATs to City (50% of CID Revenues)	\$ 55,908.00	\$ 100,000.00
- Bank Fees	\$ -	\$ -
- City Annual Submission Review Fee	\$ 1,000.00	\$ -
- D&O Board of Directors Insurance	\$ 1,200.00	\$ 1,200.00
- Legal Fees	\$ 3,640.00	\$ 10,000.00
- Misc other admin	\$ 76.00	
- Reimbursement to Developer Project Costs^^	\$ 38,219.33	\$ 180,000.00
- Accrued interest on Developer Loan	\$ 5,635.00	
See attached Pay App for detailed breakdown of Project Costs		
TOTAL ESTIMATED EXPENDITURES:	<u>\$ 44,135.33</u>	<u>\$ 191,200.00</u>
FUNDS AVAILABLE:		
- Cash on Hand End of Fiscal Year	\$ 70,650.14	\$ 8,800.00

* Estimated values.

^ The first CID sales tax distribution deposit was received from the Missouri Department of Revenue on 5/6/2021.

^^ The Repayment of Developer Advances, including interest, will be done in compliance with the Reimbursement Agreement entered into by the CID and the Developer.

PIONEER PLAZA COMMUNITY IMPROVEMENT DISTRICT

RESOLUTION OF THE BOARD OF DIRECTORS

RESOLUTION NO. 2024-5

**AUTHORIZE PREPARATION AND SUBMITTAL OF FYE 4/30/2024 ANNUAL REPORT TO
CITY CLERK AND DEPARTMENT OF ECONOMIC DEVELOPMENT**

WHEREAS, State law requires that the District state the services provided, revenues collected, and expenditures made by the District during the most recently completed fiscal year, and that the District attach the written resolutions approved by the District's Board of Directors during that period under Section 67.1471.4, RSMo.

NOW, THEREFORE, BE IT RESOLVED BY THE BOARD OF DIRECTORS OF THE PIONEER PLAZA SHOPPING CENTER COMMUNITY IMPROVEMENT DISTRICT, AS FOLLOWS:

1. The District hereby directs its legal counsel, Polsinelli PC, to prepare and provide a copy of the FYE 4/30/2024 Annual Report to the Executive Director and Treasurer of the District at its earliest opportunity.
2. To the extent that changes to the Annual Report may be required, the District authorizes the Executive Director and Treasurer to review and approve such changes on behalf of the District
3. If Polsinelli PC does not receive any comments from any of the above-referenced parties within the earlier of 15 days after the report is delivered or the statutory due date for such report, the report shall be deemed approved and the District authorizes Polsinelli PC to submit such report to the City Clerk and Missouri Department of Economic Development on its behalf.
4. This Resolution shall take effect immediately.

PASSED by the Board of Directors of the Pioneer Plaza Community Improvement District on March 22, 2024.



Jason Swords, Executive Director

PIONEER PLAZA COMMUNITY IMPROVEMENT DISTRICT

RESOLUTION OF THE BOARD OF DIRECTORS

RESOLUTION NO. 2024-6


**AUTHORIZE PREPARATION AND SUBMITTAL OF
FYE 4/30/2024 ANNUAL REPORT TO STATE AUDITOR**

WHEREAS, State law requires the District to file a financial report with the State Auditor's Office each year under Section 105.145, RSMo, and 15 CSR 40-3.030.

NOW, THEREFORE, BE IT RESOLVED BY THE BOARD OF DIRECTORS OF THE PIONEER PLAZA SHOPPING CENTER COMMUNITY IMPROVEMENT DISTRICT, AS FOLLOWS:

1. The District hereby directs its legal counsel, Polsinelli PC, to prepare and provide a copy of the FYE 4/30/2024 Annual Report to the Executive Director and Treasurer of the District at its earliest opportunity.
2. To the extent that changes to the Annual Report may be required, the District authorizes the Executive Director and Treasurer to review and approve such changes on behalf of the District
3. If Polsinelli PC does not receive any comments from any of the above-referenced parties within the earlier of 15 days after the report is delivered or the statutory due date for such report, the report shall be deemed approved and the District authorizes Polsinelli PC to submit such report to the State Auditor on its behalf.
4. This Resolution shall take effect immediately.

PASSED by the Board of Directors of the Pioneer Plaza Community Improvement District on March 22, 2024.



Jason Swords, Executive Director

PIONEER PLAZA COMMUNITY IMPROVEMENT DISTRICT

RESOLUTION OF THE BOARD OF DIRECTORS

RESOLUTION NO. 2024-7

ACKNOWLEDGE RESIGNATION AND ELECT INTERIM DIRECTOR


WHEREAS, Pioneer Plaza Community Improvement District (the "District") established on June 11, 2020, by Ordinance No. 200419 of the City Council of the City of Kansas City, Missouri, is a political subdivision of the State of Missouri and is transacting business and exercising powers granted to it pursuant to the Community Improvement District Act, Section 67.1404 through 67.1571 of the RSMo, as amended (the "CID Act"); and

WHEREAS, the CID Act and Article III, Section 8 of the Bylaws provides that in the event of a vacancy on the Board prior to the expiration of the director's term, the remaining directors shall elect an Interim Director to fill the vacancy for the unexpired term.

NOW, THEREFORE, BE IT RESOLVED BY THE BOARD OF DIRECTORS OF THE PIONEER PLAZA SHOPPING CENTER COMMUNITY IMPROVEMENT DISTRICT, AS FOLLOWS:

1. The District hereby acknowledges and accepts Scott Lipovac's resignation from the Board of Directors.
2. The District hereby elects Robert Coats as Interim Director to serve the remaining term that is set to expire on June 22, 2026.
3. This Resolution shall take effect immediately.

PASSED by the Board of Directors of the Pioneer Plaza Community Improvement District on March 22, 2024.



Jason Swords, Executive Director

PIONEER PLAZA COMMUNITY IMPROVEMENT DISTRICT

RESOLUTION OF THE BOARD OF DIRECTORS

RESOLUTION NO. 2024-8

NOMINATE SUCCESSOR DIRECTORS

WHEREAS, Pioneer Plaza Community Improvement District (the "District") established on June 11, 2020, by Ordinance No. 200419 of the City Council of the City of Kansas City, Missouri, is a political subdivision of the State of Missouri and is transacting business and exercising powers granted to it pursuant to the Community Improvement District Act, Section 67.1404 through 67.1571 of the RSMo, as amended (the "CID Act");

WHEREAS, the CID Act and Article III, Section 3 of the Bylaws provide for the Mayor and City Council to appoint Successor Directors of the District, with the consent of the City Council, and the District Bylaws as set forth in that Successor Directors shall serve four years; and

WHEREAS, Director Scott Lipovac has resigned from the Board of Directors with his current set to expire on June 26, 2026. The Board desires to elect Robert Coats as interim director to fill the remainder of this term.

NOW, THEREFORE, BE IT RESOLVED BY THE BOARD OF DIRECTORS OF THE PIONEER PLAZA SHOPPING CENTER COMMUNITY IMPROVEMENT DISTRICT, AS FOLLOWS:

1. The District hereby nominates Jason Swords to serve a new four-year term as a Property Owner Representative (term will expire on 6/22/2028).
2. The District hereby nominates Mark McHugh to serve a new four-year term as a Property Owner Representative (term will expire on 6/22/2028).
3. This Resolution shall take effect immediately.

PASSED by the Board of Directors of the Pioneer Plaza Community Improvement District on March 22, 2024.



Jason Swords, Executive Director