

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

SECTION I

Date: August 27, 2024

CID Contact Information: c/o Curtis Petersen, Polsinelli PC (Legal Counsel), 900 West 48th Place, Suite 900, Kansas City, Missouri 64112, cpetersen@polsinelli.com, (913) 234-7458

Political Subdivision or Not for Profit: Political Subdivision

Date of and Ordinance No: Ordinance No. 200093, passed on February 20, 2020

SECTION II

PURPOSE OF THE DISTRICT AND SERVICES PERFORMED DURING FISCAL YEAR:

The purpose of the District is to provide funding for the construction of certain public improvements and the provision of certain services within the District’s boundaries. The public improvements initially contemplated N. Stark Avenue extension, signalization improvements, and utility relocations serving the District, as well any other improvements permitted by the CID Act. Services are expected to include cleaning, maintenance, and other services within the District. No such services were provided during FYE 4/20/2024.

SECTION III

BOARD MEMBERS AS OF DATE OF MOST RECENT ANNUAL MEETING:

Tim Harris	tharris@stardevcorp.com
Kelly Harris-Klein	Kklein0619@gmail.com
Robert de la Fuente	Robert@stardevcorp.com
Sheryl Giambalvo	Sheryl@stardevcorp.com
Blake Fulton	Blake@stardevcorp.com

SECTION IV

Date FYE 4/30/2023 Annual Report was submitted to City: August 10, 2023

Date FYE 4/30/2025 budget was submitted to City: January 25, 2024

Date FYE 4/30/2025 budget was adopted: March 6, 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 to City Clerk and DED
2024-6	Authorize Preparation and Submittal of FYE 4/30/2024 Annual Report to State Auditor
2024-7	Nominate Successor Directors
2024-8	Certify CID Costs

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 CENTER COMMUNITY IMPROVEMENT DISTRICT

FYE 4/30/2024 ACTUAL BUDGET

BUDGET MESSAGE:

The Pioneer Center Community Improvement District was established by the City Council of Kansas City, Missouri on February 20, 2020.

The District's Board of Directors and the owner of the real property that constitutes the District anticipate approving a 1.0% CID sales and use tax on April 9, 2020 . The CID Sales Tax Election was held on June 23 2020, with the tax becoming effective on October 1, 2020.

	<u>FYE 4/30/2024</u>	<u>FYE 4/30/2024*</u>	<u>FYE 4/30/2024*</u>
	ACTUAL	(as amended)	(proposed)
FUNDS AVAILABLE:			
- Cash on Hand (Beginning of Fiscal Year)	\$ 2,165.89	\$ 2,165.89	\$ 5,000.00
ESTIMATED REVENUE:			
- 1% CID Sales Tax (effective date 10/1/2020)	\$ 45,293.00	\$ 40,000.00	\$ 30,000.00
- Net Proceeds of Developer Advances	\$ -	\$ 4,700.00	\$ 4,700.00
TOTAL ESTIMATED FUNDS AVAILABLE & REVENUE:	\$ 45,293.00	\$ 44,700.00	\$ 34,700.00
ESTIMATED EXPENDITURES:			
- Bank Fees	\$ 112.00	\$ 50.00	\$ -
- D&O Board of Directors Insurance	\$ -	\$ 1,200.00	\$ 1,200.00
- Legal Fees	\$ -	\$ 3,500.00	\$ 3,500.00
- Repayment of Certified CID Costs^			
Formation Costs - Legal Fees	\$ -	\$ 9,961.00	\$ -
Operating Costs - Legal Fees	\$ -	\$ 3,723.00	\$ -
Operating Costs - D&O Insurance	\$ -	\$ 13,069.41	\$ -
N. Star Avenue Extension	\$ -	\$ 12,000.00	\$ 25,000.00
Signalization (N. Stark Avenue/Route 291)	\$ -	\$ -	\$ -
Signalization (NE 108th Street/Route 291)	\$ -	\$ -	\$ -
Utility Relocation	\$ -	\$ -	\$ -
TOTAL ESTIMATED EXPENDITURES:	\$ -	\$ 43,503.41	\$ 29,700.00
FUNDS AVAILABLE:			
- Cash on Hand End of Fiscal Year	\$ 47,349.79	\$ 1,196.59	\$ 5,000.00

* Estimated values.

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



PIONEER CENTER COMMUNITY IMPROVEMENT DISTRICT

RESOLUTION OF THE BOARD OF DIRECTORS

RESOLUTION NO. 2024-1

**APPROVING MINUTES OF THE MARCH 22, 2023
SPECIAL MEETING OF THE BOARD OF DIRECTORS**


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

WHEREAS, the Board conducted a Special Board of Directors Meeting on March 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 March 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 Center Community Improvement District on March 6, 2024.



Robert de la Fuente, Executive Director

Exhibit A

March 22, 2023 Meeting Minutes
[See Attached]

**THE PIONEER CENTER COMMUNITY IMPROVEMENT DISTRICT
MINUTES OF THE ANNUAL CID BOARD MEETING OF
THE BOARD OF DIRECTORS OF THE DISTRICT**

The annual meeting of the Board of Directors (the "Board") of the Pioneer Center Community Improvement District (the "District") was held on March 22, 2023 commencing at 3:35 p.m., at Polsinelli PC law firm, 900 W. 48th Place, Suite 900, Kansas City, Missouri 64112, pursuant to notice duly given.

The following members of the Board were present: Robert de la Fuente, Sheryl Giambalvo, and Kelly Klein (Board Members Tim Harris and Blake Fulton were absent). Also present was Amy Grant, Paralegal with Polsinelli PC, legal counsel for the District.

After determining that a simple majority of Board members was present and a quorum was recognized, the meeting was commenced.

Robert de la Fuente made a motion to adopt Resolution 2023-1, approving minutes of the March 10, 2022 board meeting. Sheryl Giambalvo seconded the motion, a vote was held, and the Board unanimously adopted Resolution 2023-1.

Robert de la Fuente made a motion to adopt Resolution 2023-2, appointing officers of the District. Robert de la Fuente will serve as Executive Director/Chairman and Sheryl Giambalvo will serve as Secretary/Treasurer. Sheryl Giambalvo seconded the motion, a vote was held, and the Board unanimously adopted Resolution 2023-2.

Robert de la Fuente made a motion to adopt Resolution 2023-3, adopting a budget for FYE 4/30/2024 and appropriating funds. Sheryl Giambalvo seconded the motion, a vote was held, and the Board unanimously adopted Resolution 2023-3.

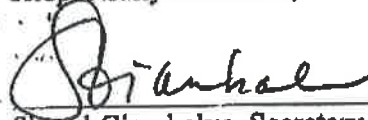
Robert de la Fuente made a motion to adopt Resolution 2023-4, authorizing preparation and submittal of FYE 4/30/2023 annual report to City Clerk, Department of Economic Development, Department of Revenue and State Auditor. Sheryl Giambalvo seconded the motion, a vote was held, and the Board unanimously adopted Resolution 2023-4.

Robert de la Fuente made a motion to adopt Resolution 2023-5, authorizing preparation and submittal of FYE 4/30/2023 annual report to State Auditor. Sheryl Giambalvo seconded the motion, a vote was held, and the Board unanimously adopted Resolution 2023-5.

Robert de la Fuente made a motion to adopt Resolution 2023-6, certify formation costs. Sheryl Giambalvo seconded the motion, a vote was held, and the Board unanimously adopted Resolution 2023-6.

There being no other business to come before the board, Robert de la Fuente made a motion to adjourn the meeting, which was seconded by Sheryl Giambalvo. A vote was held, the motion unanimously carried, and the meeting was adjourned.

Respectfully submitted,



Sheryl Giambalvo, Secretary

PIONEER CENTER COMMUNITY IMPROVEMENT DISTRICT

RESOLUTION OF THE BOARD OF DIRECTORS

RESOLUTION NO. 2024-2

APPOINT OFFICERS OF THE DISTRICT

WHEREAS, the Bylaws of the Pioneer Center Community Improvement District (the "District") require the District's Board of Directors to annually appoint a chairman, executive director, 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, treasurer and executive director as the officers of the District in accordance with the Bylaws; and

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

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

1. Robert de la Fuente is appointed Executive Director/Chairman of the District.
2. Sheryl Giambalvo is appointed Secretary/Treasurer of the District.
3. Each officer of the District shall exercise those powers and perform those duties as set forth in the Bylaws of the District.
4. This Resolution shall take effect immediately.

PASSED by the Board of Directors of the Pioneer Center Community Improvement District on March 6, 2024.


Robert de la Fuente, Executive Director

PIONEER CENTER COMMUNITY IMPROVEMENT DISTRICT

RESOLUTION OF THE BOARD OF DIRECTORS

RESOLUTION NO. 2024-3

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

WHEREAS, the District and prepared an amended budget for FYE 4/30/2024 to more closely reflect the anticipated revenues and expenditures for said fiscal year; and

WHEREAS, the Board of Directors desires to approve an 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 CENTER COMMUNITY IMPROVEMENT DISTRICT, AS FOLLOWS:

1. 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.
2. This Resolution shall take effect immediately.

PASSED by the Board of Directors of the Pioneer Center Community Improvement District on March 6, 2024.


Robert de la Fuente, Executive Director

EXHIBIT A

AMENDED FYE 4/30/2024 BUDGET

PIONEER CENTER COMMUNITY IMPROVEMENT DISTRICT

FYE 4/30/2024 AMENDED BUDGET

BUDGET MESSAGE:

The Pioneer Center Community Improvement District was established by the City Council of Kansas City, Missouri on February 20, 2020.

The District's Board of Directors and the owner of the real property that constitutes the District anticipate approving a 1.0% CID sales and use tax on April 9, 2020. The CID Sales Tax Election was held on June 23, 2019, with the tax becoming effective on October 1, 2020.

	<u>FYE 4/30/2024*</u> (as amended)	<u>FYE 4/30/2024*</u> (proposed)
FUNDS AVAILABLE:		
- Cash on Hand (Beginning of Fiscal Year)	\$ 2,185.89	\$ 6,000.00
ESTIMATED REVENUE:		
- 1% CID Sales Tax (effective date 10/1/2020)	\$ 40,000.00	\$ 30,000.00
- Net Proceeds of Developer Advances	\$ 4,700.00	\$ 4,700.00
TOTAL ESTIMATED FUNDS AVAILABLE & REVENUE:	\$ 46,885.89	\$ 34,700.00
ESTIMATED EXPENDITURES:		
- Bank Fees	\$ 50.00	\$ -
- D&O Board of Directors Insurance	\$ 1,200.00	\$ 1,200.00
- Legal Fees	\$ 3,500.00	\$ 3,500.00
- Repayment of Certified CID Costs ^A		
Formation Costs - Legal Fees	\$ 9,961.00	\$ -
Operating Costs - Legal Fees	\$ 3,723.00	\$ -
Operating Costs - D&O Insurance	\$ 13,009.41	\$ -
N. Star Avenue Extension	\$ 12,000.00	\$ 25,000.00
Signalization (N. Stark Avenue/Route 291)	\$ -	\$ -
Signalization (NE 108th Street/Route 291)	\$ -	\$ -
Utility Relocation	\$ -	\$ -
TOTAL ESTIMATED EXPENDITURES:	\$ 43,593.41	\$ 29,700.00
FUNDS AVAILABLE:		
- Cash on Hand End of Fiscal Year	\$ 3,362.48	\$ 6,000.00

* Estimated values.

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

PIONEER CENTER COMMUNITY IMPROVEMENT DISTRICT

RESOLUTION OF THE BOARD OF DIRECTORS

RESOLUTION NO. 2024-4

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

WHEREAS, the Pioneer Center 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 CENTER COMMUNITY IMPROVEMENT DISTRICT, AS FOLLOWS:

3. 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.
4. This Resolution shall take effect immediately.

PASSED by the Board of Directors of the Pioneer Center Community Improvement District on March 6, 2024.


Robert de la Fuente, Executive Director

EXHIBIT A
FYE 4/30/2025 BUDGET

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

Date of Budget Submittal: January 25, 2023
District Point of Contact Information: Polsinelli PC c/o Amy Grant
(816) 753-1000
agrant@polsinelli.com

BUDGET MESSAGES:

The District is proposed to provide funding for the Improvements, Services, Formation Costs, and Operating/Administrative Costs (as those terms are defined below). The District will enter into an agreement with STAR Development Corporation or its assigns ("Developer") whereby Developer will agree to advance such costs, as necessary, and the District will use District Sales Tax (defined below) revenues collected over time to repay Developer with interest. Any obligation of the District will not be a financial obligation of the City of Kansas City, Missouri.

The Pioneer Center Community Improvement District was established by the City Council of Kansas City, Missouri on February 20, 2020. The District's Board of Directors and the owner of the real property that constitutes the District anticipate approving a 1.0% CID sales and use tax on April 9, 2020. The CID Sales Tax Election was held on June 23 2020, with the tax becoming effective on October 1, 2020.

Services are expected to include cleaning, maintenance, and other services within the District and other services the District may provide or cause to be provided under Section 67.1461, RSMO. No such Services are expected during the first five years of the District.

PIONEER CENTER 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)	\$	17,115.89
ESTIMATED REVENUE:		
- 1% CID Sales Tax (effective date 10/1/2020)**	\$	50,000.00
- Net Proceeds of Developer Advances	\$	4,700.00
TOTAL ESTIMATED FUNDS AVAILABLE & REVENUE:	\$	71,815.89
ESTIMATED EXPENDITURES:		
- Bank Fees	\$	50.00
- D&O Board of Directors Insurance	\$	1,200.00
- Legal Fees	\$	3,500.00
- Repayment of Developer Advances ^A		
N. Star Avenue Extension	\$	62,000.00
Signalization (N. Stark Avenue/Route 291)	\$.
Signalization (NE 108th Street/Route 291)	\$.
Utility Relocation	\$.
TOTAL ESTIMATED EXPENDITURES:	\$	66,750.00
FUNDS AVAILABLE:		
- Cash on Hand End of Fiscal Year	\$	5,065.89

* Estimated values

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

PIONEER CENTER COMMUNITY IMPROVEMENT DISTRICT

RESOLUTION OF THE BOARD OF DIRECTORS

RESOLUTION NO. 2024-5

**AUTHORIZE PREPARATION AND SUBMITTAL OF FYE 4/30/2025 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 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 Center Community Improvement District on March 6, 2024.


Robert de la Fuente, Executive Director

PIONEER CENTER COMMUNITY IMPROVEMENT DISTRICT

RESOLUTION OF THE BOARD OF DIRECTORS

RESOLUTION NO. 2024-6

NOMINATE SUCCESSOR DIRECTORS


WHEREAS, the Pioneer Center Community Improvement District (the "District") established on February 20, 2020, by Ordinance No. 200093 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 3 of the Bylaws provides that successor directors shall be appointed by the Mayor with the consent of the City Council by resolution according to a slate submitted by the Board to the City Clerk.

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

1. The District hereby nominates Tim Harris to serve a new four-year term as a Property Owner Representative (term will expire on 4/1/2028).
2. The District hereby nominates Kelly Harris-Klein to serve a new four-year term as a Property Owner Representative (term will expire on 4/1/2028).
3. This Resolution shall take effect immediately.

PASSED by the Board of Directors of the Pioneer Center Community Improvement District on March 6, 2024.


Robert de la Fuente, Executive Director

PIONEER CENTER COMMUNITY IMPROVEMENT DISTRICT

RESOLUTION OF THE BOARD OF DIRECTORS

RESOLUTION NO. 2024-7

CERTIFICATION OF CID COSTS

WHEREAS, the Pioneer Center Community Improvement District (the "District") and Star Development Corporation (the "Developer") entered into a Construction and Financing Agreement on April 9, 2020 (the "Agreement");

WHEREAS, under the Agreement, Developer agreed to advance funds necessary to pay costs of the Improvements, Formation Costs and Operating Costs (collectively the "CID Costs") in exchange for the District's commitment to repay such amount to Developer, with interest, using the District's available revenues;

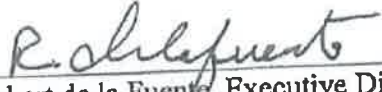
WHEREAS, the Developer has advanced \$1,171,867.35 for certain Improvement Costs and has provided to the District documentation of such advances; and

WHEREAS, the Developer has advanced \$16,792.41 for certain Operating Costs and has provided to the District documentation of such advances; and

WHEREAS, the Board wishes to recognize and certify the \$1,188,659.76 advanced by Developer as valid advances by Developer under the Agreement which the District intends to repay, with interest, pursuant to the terms of the Agreement.

NOW, THEREFORE, BE IT RESOLVED, by the Board of Directors of the Pioneer Center Community Improvement District, the Board hereby certifies the \$1,188,659.76 advanced by the Developer as Improvement Costs under the Agreement, which the District intends to repay, with interest, pursuant to the terms of the Agreement.

PASSED by the Board of Directors of the Pioneer Center Community Improvement District on March 6, 2024.


Robert de la Fuente, Executive Director