



**MINUTES OF A SPECIAL MEETING
OF THE BOARD OF DIRECTORS
VISTAS AT WEST MESA METROPOLITAN DISTRICT
JUNE 23, 2023 AT 11:00 AM**

Pursuant to posted notice, the special meeting of the Board of Directors of the Vistas at West Mesa Metropolitan District was held on Friday, June 23rd at 11:00 a.m., at 614 N Tejon Street, Colorado Springs, CO 80903, and via video teleconference.

In attendance were Directors:

Jeff Powles, President
Chris Musselman, Treasurer
Slade Nelson, Secretary (Excused)
Thomas Pucciano, Vice President
Steve Shenk, Assistant Secretary

Also in attendance were:

Kevin Walker, WSDM District Managers
Heather Smith, WSDM District Managers
George Rowley, White Bear Ankele Tanaka & Waldron
Audrey Johnson, White Bear Ankele Tanaka & Waldron
Michael Lund, Piper Sandler & Co
Blaine Hawkins, Pipe Sandler & Co
Stan Fowler, IDES
Tiffany Leichman, Sherman & Howard

1. Call to Order/Declaration of Quorum: President Powles called the meeting to order at 11:01 a.m. and confirmed a quorum was present.
2. Conflict of Interest Disclosures: Mr. Rowley advised the Board that, pursuant to Colorado law, certain disclosures might be required prior to taking official action at the meeting. Mr. Rowley reported that disclosures for those directors that provided White Bear Ankele Tanaka & Waldron with notice of potential or existing conflicts of interest were filed with the Secretary of State's Office and the Board at least 72 hours prior to the meeting, in accordance with Colorado law, and those disclosures were acknowledged by the Board. Mr. Rowley noted that a quorum was present and inquired into whether members of the Board had any additional disclosures of potential or existing conflicts of interest with regard to any matters scheduled for discussion at the meeting. No additional disclosures were noted. The Board determined that the participation of the members present was necessary to obtain a quorum or to otherwise enable the Board to act.
3. Appointment of Board of Directors
 - a. Appointment of Steve Shenk: Director Musselman moved to appoint Steve Shenk to the Board of Directors; seconded by President Powles. Motion passed unanimously.

- b. Election of Officers: President Powles moved to keep the Board positions the same with Steve Shenk serving as Assistant Secretary; seconded by Director Musselman. Motion passed unanimously.
4. Approval of the Agenda: Ms. Smith noted the posting had the wrong date, so item 8.a. will be removed from the Agenda and will be rescheduled. President Powles moved to approve the agenda as amended; seconded by Director Musselman. Motion passed unanimously.
5. Public Comment: There was no public comment.
6. Consent Agenda: After review, President Powles moved to approve the Consent Agenda as presented; seconded by Director Pucciano. Motion passed unanimously.
 - a. Approval of Regular Meeting Minutes from June 9, 2023
 - b. Approval of Agreement for Consulting Services with MuniCap, Inc.
 - c. Approval of Engagement Letter with Piper Sandler & Co. as Placement Agent for 2023 Bond Issuance
7. Legal Matters
 - a. Approval of Resolution Accepting District Eligible Costs: Ms. Johnson presented the Resolution Accepting District Eligible Costs. The eligible amount certified will be \$733,813.56. The Board requests an update regarding the available sum that will remain in the Capital Improvement Fund, following this reimbursement. Mr. Fowler noted a change to the language regarding the constructed improvements. After review, President Powles moved to approve the Resolution Accepting District Eligible Costs as amended by Mr. Fowler; seconded by Director Pucciano. Motion passed unanimously.
8. Financial Matters: The Board scheduled the Public Hearing for the 2023 Budget Amendment for Friday, June 30th at 3:00 PM.
 - a. 2023 Bond Issuance: Ms. Leichman presented the Parameters Resolution which establishes parameters for the bonds to be sold and establishes the authorized officers to sign the bond documents as they move forward to closing. The Board designated President Powles and Director Musselman as the authorized officers. After review, Director Musselman moved to approve the Parameters Resolution as presented; seconded by President Powles. Motion passed unanimously. President Powles noted he will be out of town and may not be able to sign the documents. President Powles moved to appoint Director Pucciano as Vice President with authority to sign applicable bond documents in his absence; seconded by Director Musselman. Motion passed unanimously.
 - i. Consider making a final determination to issue and refund general obligation limited tax refunding and improvement indebtedness, specifically, consider the adoption of the Resolution Authorizing the Issuance of General Obligation Limited Tax Refunding and Improvement Bonds, Series 2023 (the “Series 2023 Bonds”) in a maximum principal amount of \$2,800,000 for the purpose of refunding existing general obligation indebtedness and paying or reimbursing the costs of public improvements serving the residents and taxpayers of the District; approving, ratifying, and confirming the execution of certain related agreements and documents; making determinations and findings as to other matters related to such financing transactions; authorizing incidental action; and repealing prior inconsistent actions.
9. Adjournment: President Powles moved to adjourn at 11:36 AM; seconded by Director

Pucciano. Motion passed unanimously.

- a. Special Meeting for Public Hearing regarding 2023 Budget Amendment – June 30, 2023, at 3:00 pm via teleconference.
- b. Next Regular Meeting – July 14, 2023, at 11:00 am via teleconference.

Respectfully Submitted,

Jeff Powles

By: President

THESE MINUTES ARE APPROVED AS THE OFFICIAL JUNE 23, 2023 MINUTES OF THE VISTAS AT WEST MESA METROPOLITAN DISTRICT.

V@WM 2023.06.23 Minutes approved

Final Audit Report

2023-09-01

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