



**MINUTES OF A SPECIAL MEETING
OF THE BOARD OF DIRECTORS
VISTAS AT WEST MESA METROPOLITAN DISTRICT
NOVEMBER 8, 2023, AT 11:30:00 AM**

Pursuant to posted notice, the special meeting of the Board of Directors of the Vistas at West Mesa Metropolitan District was held on Wednesday, November 8, 2023 at 11:07 a.m., at 614 N. Tejon Street, Colorado Springs, CO 80903, and via video teleconference.

In attendance were Directors:

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

Also, in attendance were:

Heather Smith, WSDM District Managers
Kevin Walker, WSDM District Managers
Stan Fowler, IDES
Audrey Johnson, White Bear Ankele Tanaka & Waldron

1. Call to Order/Declaration of Quorum: President Powles called the meeting to order at 11:09 a.m. and confirmed a quorum was present.
2. Conflict of Interest Disclosures: Ms. Johnson advised the Board that, pursuant to Colorado law, certain disclosures might be required prior to taking official action at the meeting. Ms. Johnson 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. Ms. Johnson noted that a quorum was present and inquired as to whether members of the Board had any additional disclosures of potential or existing conflicts of interest pertaining 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. Approval of the Agenda: President Powles moved to approve the Agenda as presented; seconded by Director Pucciano. Motion passed unanimously.
4. Public Comment: There was no public comment.
5. Consent Agenda: Ms. Smith introduced the items on the Consent Agenda. After review, President Powles moved to approve the Consent Agenda as presented; seconded by Director Pucciano. Motion passed unanimously.
 - a. Approval of Special Meeting Minutes from October 13, 2023

- b. Approval of Warranty Agreement with Grays Development Company, Inc
 - c. Approval of Second Task Order from Independent District Engineering Services, LLC for Cost Certification Services
6. Legal Matters:
- a. Annual Administrative Resolution (2024 – Ms. Smith reviewed the Annual Administrative Resolution in brief. President Powles moved to approve the Resolution as presented; seconded by Director Pucciano. Motion passed unanimously.
 - b. First Amendment to Funding and Reimbursement Agreement – Ms. Smith discussed updating the agreement to reflect the year-to-date and budgeted Developer Advance figures. Ms. Johnson confirmed the figures should be updated. After discussion, President Powles moved to approve the Agreement as amended; seconded by Director Pucciano. Motion passed unanimously.
7. Insurance Matters:
- a. Proposal for Renewal of General Liability Schedule and Limits, and Property Schedule - The Board discussed the need for updated to the Property Schedule, which are contingent on certain items on the agenda today. Directors Powles moved to authorize Management to update the Property Schedule and General Liability Schedule following the meeting, and to bind coverage for the renewal period; seconded by Director Pucciano. Motion passed unanimously.
8. Financial Matters:
- a. Public Hearing - President Powles moved to open the Public Hearing on the second Amendment to the 2023 Budget; seconded by Director Pucciano. Motion passed unanimously. Ms. Smith presented the 2023 Budget Amendment. President Powles moved to close the Public Hearing; seconded by Director Pucciano. Motion passed unanimously.
 - i. Consider Adoption of Resolution Amending the 2023 Budget – Director Musselman moved to approve the Second Resolution to Amend the 2023 Budget; seconded by Director Pucciano. Motion passed unanimously.
 - b. Public Hearing - President Powles moved to open the Public Hearing on the 2024 Budget; seconded by Director Pucciano. Motion passed unanimously. Ms. Smith presented the 2024 Budget. President Powles moved to close the Public Hearing; seconded by Director Pucciano. Motion passed unanimously.
 - i. Consider Adoption of Resolution Adopting the 2024 Budget, Appropriating Funds, and Certifying Mill Levies – President Powles moved to approve the Resolution Adopting Budget, Appropriating Funds, and Certifying Mill Levies for the Calendar Year 2024; seconded by Director Pucciano. Motion passed unanimously.
9. New Business:
- a. 2024 WSDM Engagement Letter – Director Pucciano moved to approve the Engagement of WSDM for District Management Services in 2024; seconded by President Powles. Motion passed unanimously.
10. Adjournment: The Board unanimously adjourned the meeting at 11:17 a.m.
- a. Next Regular Board Meeting – February 9, 2024, at 11:00 a.m. via teleconference.

Respectfully Submitted,

Jeff Powles

By: President

THESE MINUTES ARE APPROVED AS THE OFFICIAL NOVEMBER 8, 2023, MINUTES OF THE VISTAS AT WEST MESA METROPOLITAN DISTRICT.

V@WM 2023.11.08 Minutes - approved

Final Audit Report

2024-03-11

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