

VISTAS AT WEST MESA METROPOLITAN DISTRICT

Special Board Meeting

Friday, June 10, 2022, at 11:00 a.m.

Via Teleconference and at 614 N. Tejon St., Colorado Springs, CO 80903

Please join my meeting from your computer, tablet or smartphone.

<https://meet.goto.com/640491133>

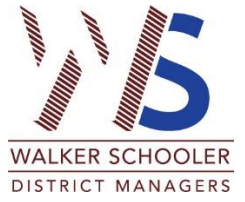
United States: +1 (872) 240-3311

Access Code: 640-491-133

Board of Director	Title	Term
Jeff Powles	President	May 2023
Slade Nelson	Assistant Secretary	May 2025
Thomas Pucciano	Assistant Secretary	May 2025
Russ Watterson	TBD	May 2023
VACANT		May 2025

AGENDA

1. Call to Order/Declaration of Quorum
2. Conflict of Interest Disclosures
3. Approval of Agenda
4. Designation of Officers/ Appointment of Director
5. Public Comment - Members of the public may express their views to the Board on matters that affect the Districts. Comments will be limited to three (3) minutes.
6. Consent Agenda - The items listed below are a group of items to be acted on with a single motion and vote by the Boards. Any item may be removed from the Consent Agenda upon request of any Board member.
 - a. Approve Meeting Minutes from April 8, 2022 (**enclosure**)
7. Legal Matters
 - a. Ratify the Amended Street Light Agreement with CSU
 - b. Ratify Cost Certification Agreement with IDES and Discuss Progress
 - c. Consider Approval of First Amendment to Annual Administrative Resolution (2022) (**enclosure**)
8. Financial Matters
 - a. Other Bond matters
 - b. Claims/Financials
 - c. Other Financial Matters
9. Other Business
 - a. Next Regular Meeting – July 8, 2022, at 9:00am via teleconference
10. Adjourn





**MINUTES OF A SPECIAL MEETING
OF THE BOARD OF DIRECTORS OF THE
VISTAS AT WEST MESA METROPOLITAN DISTRICT
HELD APRIL 8, 2022
AT 11:00 A.M.**

Pursuant to posted notice, the special meeting of the Board of Directors of the Vistas at West Mesa Metropolitan District was held on Friday, April 8th at 11:00 AM, via telephone and video conference call.

In attendance were Directors:

Jeff Powles, President

Slade Nelson, Vice President

Thomas Pucciano, Secretary/Treasurer

Director Russ Watterson was absent. All absences are deemed excused unless otherwise noted in these minutes.

Also in attendance were:

Kevin Walker, Walker Schooler District Managers

Rebecca Hardekopf, Walker Schooler District Managers

George Rowley, White Bear Ankele Tanaka & Waldron

Audrey Johnson, White Bear Ankele Tanaka & Waldron

Tiffany Leichman, Sherman & Howard

Matt Chorske,

1. Call to Order/Declaration of Quorum: Mr. Walker called the meeting to order at 11:03 AM. A quorum was present, and Director Watterson was excused.

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. Approval of the Agenda: Mr. Walker presented the Agenda to the Board for consideration. The Board approved the Agenda as presented.

4. Public Comment: There was no public comment.

5. Consent Agenda: Director Nelson moved to accept the Consent Agenda as presented; seconded by Director Pucciano. Motion passed unanimously.

- a. Approve Meeting Minutes from March 11, 2022
- b. Engagement of Consultants

6. Legal Matters: Mr. Rowley noted that he spoke with Director Watterson right before the meeting and he was fine with moving forward on the Parameters Resolution.

7. Financial Matters:

- a. Consider and make a final determination concerning the issuance of general obligation indebtedness consisting of its Series 2022 Limited Tax Obligation Cash Flow Bonds, in an approximate principal amount of \$3,000,000 which amount is subject to increase or decrease as determined by the Board, or as otherwise permitted by the resolution adopted by the Board, and, in connection therewith, consider a resolution: authorizing the issuance of such indebtedness and other related documents; approving, ratifying and confirming the execution of certain documents; making determinations and findings as to other matters related to such financing transaction; authorizing incidental action; and repealing prior inconsistent actions: Ms. Leichman presented the Parameters Resolution that sets the parameters for the bonds to be sold and establishes that the authorized officers can sign all the bond documents as they proceed to closing. She noted this is an authorizing action and not a commitment to selling bonds today but authorizing the District to proceed ahead with pricing. The Board agreed to designate Director Watterson as both the sale representative and district representative. The Board agreed to also add Chris Musselman as a representative. The Board agreed to keep the amount at \$2.5 Million maximum. President Powles moved to approve the Parameters Resolution authorizing the issuance of such indebtedness and other related documents; approving, ratifying and confirming the execution of certain documents; making determinations and findings as to other matters related to such financing transaction; authorizing incidental action; and repealing prior inconsistent actions; seconded by Director Nelson. Motion passed unanimously with Director Watterson excused.
- b. Other Bond Matters: There was no discussion.
- c. Claims/Financials: There was no discussion.
- d. Other Financial Matters: There was no discussion.

8. Other Business:

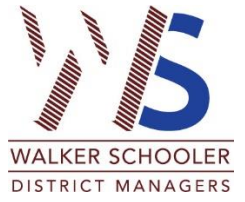
- a. Next Regular Meeting – May 13, 2022 at 11:00 A.M. via teleconference.
- b. President Powles asked about the vacancy, and if after the Election the Board could appoint to fill the vacancy. Mr. Walker and Mr. Rowley confirmed the Board could appoint someone to the vacancy. President Powles noted that Chris Musselman expressed interest in joining the Board and requested it be added to the Agenda for the May meeting.

9. Adjournment: Director Nelson moved to adjourn the meeting; seconded by Director Pucciano. Motion passed unanimously at 11:21 AM.

Respectfully Submitted,

By: Rebecca Hardekopf, District Manager

THESE MINUTES ARE APPROVED AS THE OFFICIAL APRIL 8, 2022 MINUTES OF THE VISTAS AT WEST MESA METROPOLITAN DISTRICT.



**FIRST AMENDMENT TO
VISTAS AT WEST MESA METROPOLITAN DISTRICT
ANNUAL ADMINISTRATIVE RESOLUTION
(2022)**

WHEREAS, at the regular meeting of the Board of Directors (the “**Board**”) of Vistas at West Mesa Metropolitan District (the “**District**”), held on December 10, 2021, the Board adopted a resolution entitled Vistas at West Mesa Metropolitan District Annual Administrative Resolution (2022) (the “**Resolution**”); and

WHEREAS, since the adoption of the Resolution, the Board has determined to change the time of regular meetings of the Board of the District.

NOW, THEREFORE, BE IT RESOLVED BY THE BOARD AS FOLLOWS:

1. REPEAL AND REPLACEMENT. Section 18 of the Resolution is hereby repealed and replaced in its entirety with the following:

18. The Board determines to hold regular meetings on the second Friday of the month starting in February, 2022 at 11: 00 a.m. by telephone, electronic, or other means not including physical presence.

All notices of meetings shall designate whether such meeting will be held by electronic means, at a physical location, or both, and shall designate how members of the public may attend such meeting, including the conference number or link by which members of the public can attend the meeting electronically, if applicable.

2. PRIOR PROVISIONS EFFECTIVE. Except as specifically amended hereby, all the terms and provisions of the Resolution shall remain in full force and effect.

[Remainder of page intentionally left blank.]

ADOPTED this 10th day of June, 2022.

VISTAS AT WEST MESA METROPOLITAN
DISTRICT

Officer of the District

ATTEST:

APPROVED AS TO FORM:

WHITE BEAR ANKELE TANAKA & WALDRON
Attorneys at Law

General Counsel to the District