

LEDGE ROCK CENTER RESIDENTAL  
 METROPOLITAN DISTRICT NO. 2 (“**DISTRICT**”)  
 8390 E. Crescent Parkway, Suite 300  
 Greenwood Village, CO 80111  
 Phone: 303-779-5710

**NOTICE OF SPECIAL MEETING AND AGENDA**

<b>DATE:</b>	September 12, 2022
<b>TIME:</b>	8:00 a.m., or as soon thereafter as possible
<b>LOCATION:</b>	Microsoft Teams Videoconference
<b>ACCESS:</b>	<p>You can attend the meeting in any of the following ways:</p> <ol style="list-style-type: none"> <li>1. To attend via Microsoft Teams Videoconference:  <a href="https://teams.microsoft.com/l/meetup-join/19%3ameeting_MjAyYzI5OWMtMDBjMi00YzgZLWExYjltNTM1NmNjMzRhMzJm%40thread.v2/0?context=%7b%22Tid%22%3a%224aaa468e-93ba-4ee3-ab9f-6a247aa3ade0%22%2c%22Oid%22%3a%227e78628f-89cd-4e97-af6c-60df84b55ffe%22%7d">https://teams.microsoft.com/l/meetup-join/19%3ameeting_MjAyYzI5OWMtMDBjMi00YzgZLWExYjltNTM1NmNjMzRhMzJm%40thread.v2/0?context=%7b%22Tid%22%3a%224aaa468e-93ba-4ee3-ab9f-6a247aa3ade0%22%2c%22Oid%22%3a%227e78628f-89cd-4e97-af6c-60df84b55ffe%22%7d</a></li> <li>2. To attend via telephone, dial 720-547-5281 and enter the following additional information:             <ol style="list-style-type: none"> <li>a. Meeting ID: 107 072 178#</li> </ol> </li> </ol>

<u>Board of Directors</u>	<u>Office</u>	<u>Term Expires</u>
Amy Carroll	President	May, 2023
John Schlup	Secretary/Treasurer	May, 2023
Lucas Schlup	Vice President, Asst. Secretary/Asst. Treasurer	May, 2023
Michel Schlup	Vice President, Asst. Secretary/Asst. Treasurer	May, 2025
James Shipton	Vice President, Asst. Secretary/Asst. Treasurer	May, 2025

**I. ADMINISTRATIVE MATTERS**

- A. Present disclosures of potential conflicts of interest.

- B. Confirm quorum, location of meeting, and posting of meeting notice. Approve agenda.
- C. Public Comment. Members of the public may express their views to the Board on matters that affect the District that are otherwise not on the agenda. Comments will be limited to three (3) minutes per person.
- D. Review and consider approval of minutes from the August 8, 2022 Special Meeting (enclosure).

## **II. FINANCIAL MATTERS**

- A. Other matters.

## **III. LEGAL MATTERS**

- A. Conduct public hearing on Petition for Exclusion of real property by Ledge Rock Center, LLC from the boundaries of the District; Consider adoption of Resolution for Exclusion of Real Property (enclosures).

## **IV. MANAGER MATTERS**

- A. Management Report and District Matters.

## **V. DIRECTOR MATTERS**

## **VI. OTHER BUSINESS**

- VII. EXECUTIVE SESSION**, pursuant to Colorado Open Meeting Law §24-6-402(4) to consult with or receive advice from attorney regarding specific legal items, if necessary.

## **VIII. ADJOURNMENT**

**The next regular meeting is scheduled for \_\_\_\_\_, 2022 at \_\_\_\_\_.m.**

## RECORD OF PROCEEDINGS

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MINUTES OF A SPECIAL MEETING OF  
THE BOARD OF DIRECTORS OF THE  
LEDGE ROCK CENTER RESIDENTIAL METROPOLITAN DISTRICT  
NO. 2 (THE “DISTRICT”)  
HELD  
AUGUST 8, 2022

A special meeting of the Board of Directors of the Ledge Rock Center Residential Metropolitan District No. 2 (referred to hereafter as the “Board”) was convened on Monday, August 8, 2022, at 9:00 a.m. The meeting was held via video conference. The meeting was open to the public.

### ATTENDANCE

#### Directors In Attendance Were:

Amy Carroll, President  
John Schlup, Secretary/Treasurer  
James Shipton, Vice President/Asst. Secretary/Asst. Treasurer  
Lucas Schlup, Vice President/Asst. Secretary/Asst. Treasurer

#### Directors Absent and Excused:

Michel Schlup, Vice President/Asst. Secretary/Asst. Treasurer

#### Also, In Attendance Were:

David S. O’Leary, Esq.; Spencer Fane LLP  
Lisa Johnson, Lindsay Ross and Carrie Bartow; CliftonLarsonAllen LLP  
Allen Schlup; A.D. Schlup Law, LLC  
Todd Johnson, PE, President; Terra Forma Solutions, Inc.  
Collin Koranda, PE; Ranger Engineering, LLC

### ADMINISTRATIVE MATTERS

Ms. Johnson called the meeting to order at 9:00 a.m.

**Disclosure of Potential Conflicts of Interest:** The Board discussed the requirements of Colorado law to disclose any potential conflicts of interest or potential breaches of fiduciary duty of the Board of Directors to the Secretary of State. The members of the Board were requested to disclose any potential conflicts of interest with regards to any matters scheduled for discussion at this meeting and incorporated for the record those applicable disclosures made by the Board members prior to this meeting in accordance with statute. It was noted by Attorney O’Leary that disclosures of potential conflicts of interest were filed with the Secretary of State for all directors, and no additional conflicts were disclosed at the meeting.

**Quorum, Meeting Location and Posting of Meeting Notice; Approval of Agenda:** Ms. Johnson confirmed a quorum. The meeting location and posting of meeting notice were confirmed. Following discussion, upon a motion duly made by Director Carroll, seconded by Director J. Schlup and, upon vote,

## RECORD OF PROCEEDINGS

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unanimously carried, the Board approved the Agenda as presented, and excused the absence of Director Michel Schlup.

**Public Comment:** None.

**Minutes of the May 26, 2022 Special Meeting:** Following review and discussion, upon a motion duly made by Director Carroll, seconded by Director J. Schlup and, upon vote, unanimously carried, the Board approved the minutes of the May 26, 2022 special meeting, as presented.

### FINANCIAL MATTERS

**Bank Account and Bill.com:** Ms. Ross provided an update. Documents for FirstBank have been executed and is in process. Bill.com will be completed once the bank accounts are established.

### LEGAL MATTERS

**Petition for Exclusion of Real Property by Ledge Rock Center, LLC from the Boundaries of the District; Consider Adoption of Resolution for Exclusion of Real Property:** Ms. Johnson opened the public hearing at 9:07 a.m. No public comment was received, and the public hearing was closed at 9:08 a.m.

Attorney O’Leary noted that the notice of the public hearing was published in accordance with statute and presented the Petition for Exclusion of Real Property from the District. Attorney O’Leary also presented the Resolution for Exclusion of Real Property.

Following discussion, upon a motion duly made by Director Carroll, seconded by Director J. Schlup and, upon vote, unanimously carried, the Board approved the exclusion of real property from the District, and adopted the Resolution for Exclusion of Real Property.

**Petition for Inclusion of Real Property by Ledge Rock Center, LLC into the Boundaries of the District; Consider Adoption of Resolution for Inclusion of Real Property:** Ms. Johnson opened the public hearing at 9:07 a.m. No public comment was received, and the public hearing was closed at 9:08 a.m.

Attorney O’Leary noted that the notice of the public hearing was published in accordance with statute and presented the Petition for Inclusion of Real Property into the District. Attorney O’Leary also presented the Resolution for Inclusion of Real Property.

Following discussion, upon a motion duly made by Director Carroll, seconded by Director J. Schlup and, upon vote, unanimously carried, the Board approved the inclusion of real property into the District, and adopted the Resolution for Inclusion of Real Property.

## RECORD OF PROCEEDINGS

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MANAGER  
MATTERS

**District Website:** Ms. Lisa Johnson provided an update and noted that Attorney O’Leary and Mr. Allen Schlup have provided their approval so the websites will go live soon.

OTHER BUSINESS

None.

EXECUTIVE  
SESSION

No executive session was necessary.

ADJOURNMENT

There being no further business to come before the Board, upon a motion duly made by Director Carroll, seconded by Director J. Schlup and, upon vote, unanimously carried, the Board adjourned the meeting at 9:27 a.m.

Respectfully submitted,

By \_\_\_\_\_  
Secretary for the Meeting

<b>IN THE MATTER OF THE</b>	)	
	)	
<b>LEDGE ROCK CENTER RESIDENTIAL</b>	)	
<b>METROPOLITAN DISTRICT NO. 2</b>	)	<b>PETITION FOR EXCLUSION</b>
	)	
<b>WELD COUNTY, COLORADO</b>	)	

The undersigned fee owner of real property situated in the Weld County, Colorado, hereby petitions the Board of Directors of Ledge Rock Center Residential Metropolitan District No. 2 that the land hereinafter described be excluded and taken from the District.

The Petitioner represents as follows:

1. The undersigned, at the time of the proposed exclusion, will be the owner of certain property and the fee owner of the real property set forth below and such parcels, if more than one, are contiguous to each other.
2. The following described land constitutes a portion of the District.
3. Acceptance of the Petition shall be deemed to have occurred at that time when the District sets the date for the public hearing for consideration of the Petition.
4. The legal description of the property sought to be excluded, all of which lies in Larimer County, State of Colorado is as follows: Outlot A of the East Ledge Rock Subdivision Filing No. 2, containing approximately 8.552 acres, more or less. See **Exhibit A**
5. The undersigned will constitute 100% of the owners of the land herein described at the time of exclusion, and hereby assents to the exclusion of same from said District.
6. The undersigned acknowledges that the land described in this Petition, and any taxable property located thereon (whether located there as of the date hereof or at a subsequent time) shall continue to be subject to the levy of taxes and/or fees and rates of the District imposed for the payment of its proportionate share of any indebtedness of the District existing immediately prior to the effective date of any exclusion order issued with respect to such land and property, any and all exclusion costs and fees imposed by the District and interest thereon whether accrued or to accrue. The District currently has no general obligation indebtedness.

The name and address of the petitioner are as follows:

Petitioners: Ledge Rock Center LLC  
 Address: 6909 W 13<sup>th</sup> St., Ste. B13, Overland Park, KS 66223

**PETITIONER:**

Ledge Rock Center, LLC, a Kansas limited liability company

By: Michel Schlup

Name: Michel Schlup

Title: managing member

STATE OF KANSAS )  
 ) ss.  
COUNTY OF JOHNSON )

The foregoing instrument was acknowledged before me this 7 day of September, 2022, by Michel Schlup, as managing member for Ledge Rock Center, LLC, Petitioner.

Witness my hand and official seal.

My Commission Expires: 5-16-25



Amy Carroll  
Notary Public

## EXHIBIT A

### **Legal Description:**

A parcel of land, referred to as Outlot A of the East Ledge Rock Subdivision Filing No. 2, being a part of Lot B and Lot A, of Exemption No. 1060-11-1-RE2092, Reception Number 2585002, and Subdivision Exemption 665, Reception Number 2585001, situated in the Northeast One-Quarter of Section 11, Township 4 North, Range 68 West of the Sixth Principal Meridian, County of Weld, State of Colorado, containing approximately 8.552 acres, more or less.



**CERTIFIED COPY OF RESOLUTION TO APPROVE PETITION FOR EXCLUSION  
FOR LEDGE ROCK CENTER RESIDENTIAL METROPOLITAN DISTRICT NO. 2**

COMES NOW, the President of Ledge Rock Center Residential Metropolitan District No. 2, and certifies that at a special meeting of the Board of Directors of the District, held September 12, 2022, via video and teleconference, the following resolution was adopted, to-wit:

WHEREAS, the property owner set forth below has petitioned Ledge Rock Center Residential Metropolitan District No. 2 for the exclusion from said District of the land described in the Petition for Exclusion attached hereto as **Exhibit A**; and

WHEREAS, public notice has been published in accordance with law, calling for a public hearing on the prayer of said Petition, proof of which is attached hereto as **Exhibit B**; and

WHEREAS, based upon the Petition, the Service Plan for the District, and such other evidence as was presented to the Board and made part of the record in this proceeding, the Board has found and does hereby find, relative to the grant or denial of the Petition for Exclusion, and in accordance with the criteria set forth in Section 32-1-501(3), C.R.S. that:

- (a) (I) Exclusion is in the best interests of the property seeking exclusion.
- (a) (II) Exclusion is in the best interests of the District.
- (a) (III) Exclusion is in the best interests of Larimer County, in which the District is located.
- (b) The relative cost and benefit to the property to be excluded from the provision of services by the District is negligible.
- (c) The ability of the District to provide economical and sufficient service to all of the properties remaining within the District's boundaries will be unchanged by the exclusion.
- (d) The ability of the District to provide services at a reasonable cost will be unchanged by the proposed exclusion.
- (e) The effect of denying the Petition will have a negligible effect on employment and other economic conditions in the District and surrounding area.
- (f) The effect of approving this resolution will have a negligible effect on the economy of the region, the District, the surrounding area and the state as a whole.
- (g) Economically feasible alternative service will be available.
- (h) The additional cost to be levied on other property within the District if the exclusion is granted will be insignificant.

WHEREAS, the Board, after considering the evidence and all of the factors and findings set forth above, has determined and does hereby determine that the property in whole, as described below, should be ordered excluded from the boundaries of Ledge Rock Center Residential Metropolitan District No. 2.

NOW, THEREFORE, BE IT RESOLVED that the Board of Directors of the District shall, and hereby does order the exclusion of the land described below from the boundaries of Ledge Rock Center Residential Metropolitan District No. 2.

FURTHER, that the name and address of the owner and legal description of said property are as follows:

Petitioner/Owner: Ledge Rock Center LLC  
Address: 6909 W 13<sup>th</sup> St., Ste B13, Overland Park, KS 66223  
Legal Description: Outlot A of the East Ledge Rock Subdivision Filing No. 2, containing approximately 8.552 acres. See **Exhibit A** to Petition

The foregoing is a true and accurate copy of the action taken by the governing body of Ledge Rock Center Residential Metropolitan District No. 2.

LEDGE ROCK CENTER RESIDENTIAL  
METROPOLITAN DISTRICT NO. 2

By: \_\_\_\_\_  
President

**Exhibit A**  
to Resolution

(Petition for Exclusion)

**Exhibit B**  
to Resolution

(Affidavit of Publication)