

LEDGE ROCK CENTER RESIDENTIAL  
METROPOLITAN DISTRICT NO. 2

8390 E. Crescent Parkway, Suite 300  
Greenwood Village, CO 80111  
Phone: 303-779-5710

[www.ledgerockcenterresidentialmd2.com](http://www.ledgerockcenterresidentialmd2.com)

**NOTICE OF SPECIAL MEETING AND AGENDA**

NOTICE IS HEREBY GIVEN that the Board of Directors of the LEDGE ROCK CENTER RESIDENTIAL METROPOLITAN DISTRICT NO. 2 (the “District”) in the Town of Johnstown, Larimer County, Colorado, will hold a special meeting at 10:30 a.m., or as soon thereafter as possible, on Monday, March 25, 2024, at CLA Broomfield, 370 Interlocken Boulevard, Suite 500, Broomfield, Colorado, and via Microsoft Teams Videoconference as noted below, at which meeting it is anticipated that the Board will make a final determination concerning the issuance of general obligation indebtedness pursuant to authorizing resolutions and other documents necessary in connection with the issuance of the Ledge Rock Center Residential Metropolitan District No. 1 Limited Tax General Obligation Bonds Series 2024A and Subordinate Limited Tax General Obligation Bonds Series 2024B, in the aggregate principal amount of up \$15,250,000 (collectively, the “Bonds”) and for the purpose of addressing those matters set out in the agenda below as the same may be amended at the meeting, and for the purpose of conducting such other business as may properly come before the Board. Notice of the meeting has been duly posted per §§32-1-903 (1)-(2) and 24-6-402(2)(c), C.R.S and SB21-212. The meeting is open to the public.

Pursuant to the Supplemental Public Securities Act, at least one individual will be physically present at the meeting location; members of the public may also join the meeting through the teleconference information highlighted below.

**DATE:** March 25, 2024

**TIME:** 10:30 a.m., or as soon thereafter as possible

**LOCATION:** CLA Broomfield, 370 Interlocken Boulevard, Suite 500, Broomfield CO and Microsoft Teams Videoconference and Microsoft Teams Videoconference

You can attend the meeting in any of the following ways:

a. To attend via Microsoft Teams Videoconference:

[https://teams.microsoft.com/l/meetup-join/19%3ameeting\\_OWnkYzhjZGMtY2ZmMC00MWE5LWE0NjYtZW E3YmJmODM3NTUy%40thread.v2/0?context=%7b%22Tid%22%3a%224aaa468e-93ba-4ee3-ab9f-6a247aa3ade0%22%2c%22Oid%22%3a%225b9f6fa2-e9dd-42cc-bfd8-f7dd2ed196a6%22%7d](https://teams.microsoft.com/l/meetup-join/19%3ameeting_OWnkYzhjZGMtY2ZmMC00MWE5LWE0NjYtZW E3YmJmODM3NTUy%40thread.v2/0?context=%7b%22Tid%22%3a%224aaa468e-93ba-4ee3-ab9f-6a247aa3ade0%22%2c%22Oid%22%3a%225b9f6fa2-e9dd-42cc-bfd8-f7dd2ed196a6%22%7d)

**ACCESS:**

b. To attend via telephone, dial 720-547-5281 and enter the following additional information:

Conference ID: 360 998 274#

| <b><u>Board of Directors</u></b> | <b><u>Office</u></b>                               | <b><u>Term Expires</u></b> |
|----------------------------------|--|----------------------------|
| Amy Carroll                      | President  | May, 2027                  |
| John Schlup                      | Secretary/ Treasurer                               | May, 2027                  |
| Lucas Schlup                     | Vice President, Asst.<br>Secretary/Asst. Treasurer | May, 2027                  |
| Michel Schlup                    | Vice President, Asst.<br>Secretary/Asst. Treasurer | May, 2025                  |
| James Shipton                    | Vice President, Asst.<br>Secretary/Asst. Treasurer | May, 2025                  |

**I. ADMINISTRATIVE MATTERS**

- A. Call to order and approval of agenda.
- B. Present disclosures of potential conflicts of interest.
- C. Confirm quorum, location of meeting and posting of meeting notices.
- D. 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.

- E. Review and consider approval of minutes from the November 20, 2023, special Board meeting and November 20, 2023 joint annual meeting (enclosure).
- F. Ratify approval of First Amendment to Amended and Restated Service Plan for Ledge Rock Center Residential Metropolitan District No. 1 (enclosure).

**II. FINANCIAL MATTERS**

- A. Approve and/or ratify approval of payment of claims in the amount of \$21,013.77 (enclosure).
- B. Review and consider acceptance of December 31, 2023 Unaudited Financial Statements (enclosure).
- C. Consider approval of Application for Exemption from Audit for 2023 (enclosure).

**III. LEGAL MATTERS**

- A. Review and consider approval of Engineer’s Report and Certification No. 2 from Ranger Engineering (enclosure).

- B. Consider approval and ratification of reimbursement resolutions related to Cost Verification Reports of Ranger Engineering (enclosure).
- C. Consider approval of Intergovernmental Agreement (Financing Public Improvements) between Ledge Rock Residential Metropolitan District Nos. 1 and No. 2 regarding the financing of Public Improvements (enclosure).
- D. Consider approval of District No. 2 Resolution approving the issuance of General Obligation Debt consisting of Senior and Subordinate Capital Pledge Agreements (the “Pledge Agreements”) to be entered into by and among Ledge Rock Center Residential Metropolitan District No. 1 and District No. 2 in connection with the Issuance by Ledge Rock Center Residential Metropolitan District No. 1 of Senior Limited Tax General Obligation Bonds Series 2024A and Subordinate Limited Tax General Obligation Bonds Series 2024B in the aggregate principal amount of up to \$15,250,000 (the “Bonds”), and requiring the imposition of ad valorem property taxes pursuant to the terms of such Pledge Agreements; making determinations and findings as to matters related to such transactions; authorizing incidental actions; and repealing prior inconsistent actions (enclosure).
- E. Consider approval of Execution, Issuance, and Delivery of Documents necessary to support the transactions necessary for the issuance of the Bonds by District.
- F. Consider approval and ratification of Engagement of Bond Consultants and Financial Advisors as Necessary to Facilitate the Issuance of Bonds secured by General Obligation Pledge of District (enclosure).

**IV. MANAGER 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. CONTINUATION/ADJOURNMENT**

**Meetings will be scheduled as needed for 2024.**