

## RECORD OF PROCEEDINGS

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MINUTES OF A REGULAR MEETING OF  
THE BOARD OF DIRECTORS OF THE  
LEDGE ROCK CENTER COMMERCIAL METROPOLITAN DISTRICT  
(THE "DISTRICT")  
HELD  
MAY 20, 2024

A regular meeting of the Board of Directors of the Ledge Rock Center Commercial Metropolitan District (referred to hereafter as the "Board") was held on Monday, May 20, 2024, at 11:00 a.m. The meeting was held via video and teleconference. The meeting was open to the public.

### ATTENDANCE

#### Directors In Attendance Were:

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

Directors M. Schlup and Shipton were absent and excused.

#### Also, In Attendance Were:

Lisa Johnson, Ashley Heidt and Lindsay Ross; CliftonLarsonAllen LLP ("CLA")  
David S. O'Leary, Esq.; Spencer Fane LLP  
Emily Murphy, Esq.; McGeady Becher P.C.  
Collin Koranda; Ranger Engineering, LLC

### ADMINISTRATIVE MATTERS

**Call to Order and Agenda:** The meeting was called to order at 11:06 a.m.

Following discussion, upon a motion by Director Carroll, seconded by Director J. Schlup and, upon vote, unanimously carried, the Board excused the absence of Directors M. Schlup and Shipton and approved the agenda, as presented.

**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 Murphy 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:** The quorum, meeting location and posting of meeting notice were confirmed.

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**Public Comment:** There were no public comments at this time.

**Minutes of the April 15, 2024 Regular Board 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 from the April 15, 2024 regular Board meeting, as presented.

### FINANCIAL MATTERS

**Payment of Claims:** Ms. Ross reviewed the payment of claims with the Board. 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 payment of claims in the amount of \$19,707.29.

**Cash Position Schedule:** Ms. Ross reviewed the Cash Position Schedule with the Board. Following review and discussion, upon a motion duly made by Director Carroll, seconded by Director J. Schlup and, upon vote, unanimously carried, the Board accepted the Cash Position Schedule, as presented.

**Cost Certification Report No. 18 through April 15, 2024 by Ranger Engineering, LLC:** Mr. Koranda reviewed the Cost Certification Report No. 18 with the Board. 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 Cost Certification Report No. 18 prepared by Ranger Engineering, LLC, as presented.

**Reimbursement Resolutions Related to Cost Verification Report No. 18:** It was noted Attorney O’Leary will provide the Reimbursement Resolutions Related to Cost Verification Report No. 18 to Director Carroll following the Board 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 Reimbursement Resolutions related to Cost Verification Report No. 18 subject to final review by Director Carroll.

**Verification Letter from CLA and Project Funding Requisition No. 11 Under 2022 Project Funds:** Ms. Ross reviewed the verification letter from CLA and Project Funding Requisition No. 11 under 2022 Project Funds with the Board. Following discussion, upon a motion duly made by Director Carroll, seconded by Director J. Schlup and, upon vote, unanimously carried, the Board approved the verification letter from CLA and Project Funding Requisition No. 11 under 2022 project funds., subject to final review from Director Carroll.

### LEGAL MATTERS

None.

### MANAGER MATTERS

None.

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OTHER BUSINESS      None.

ADJOURNMENT      There being no further business to come before the Board at this time, upon a motion duly made by Director Carroll, seconded by Director J. Schlup and, upon vote, unanimously carried, the Board adjourned the meeting at 11:12 a.m.

Respectfully submitted,

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

DocuSigned by:  
*John Schlup*  
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