

LEDGE ROCK CENTER COMMERCIAL  
METROPOLITAN DISTRICT (“**DISTRICT**”)

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

**NOTICE OF SPECIAL MEETING AND AMENDED AGENDA**

NOTICE IS HEREBY GIVEN that the Board of Directors of the LEDGE ROCK CENTER COMMERCIAL METROPOLITAN DISTRICT in the Town of Johnstown, Weld County, Colorado, will hold a special meeting at 9:00 a.m. or as soon thereafter as possible, on Friday, September 30, 2022, at Town of Johnstown Senior Center Meeting Room, 101 Charlotte Street, Johnstown, CO 80534 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 consisting of general obligation indebtedness in the form of Limited Tax General Obligation Bonds Series 2022, in the aggregate principal amount of up \$110,000,000 (the “Bonds”), pursuant to an authorizing resolution, an indenture of trust, and such other related agreements and certificates as may be necessary or required to effect the transactions contemplated under the authorizing resolution relating to 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.

**This meeting is open to the public and, 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.**

<b>DATE:</b>	September 30, 2022
<b>TIME:</b>	9:00 a.m., or as soon thereafter as possible
<b>LOCATION:</b>	Town of Johnstown Senior Center, Meeting Room 101 Charlotte Street (northwest corner of Parish Ave. and Charlotte St.) Johnstown, CO 80534  AT LEAST ONE INDIVIDUAL, INCLUDING CERTAIN BOARD MEMBERS AND CONSULTANTS OF THE DISTRICT WILL BE PHYSICALLY PRESENT AND WILL ATTEND THIS MEETING IN PERSON AT THE ABOVE-REFERENCED LOCATION. HOWEVER, CERTAIN OTHER BOARD MEMBERS AND CONSULTANTS OF THE DISTRICT MAY ATTEND THIS MEETING VIA TELECONFERENCE, OR WEB-ENABLED VIDEO CONFERENCE. MEMBERS OF THE PUBLIC WHO WISH TO ATTEND THIS MEETING MAY CHOOSE TO ATTEND VIA TELECONFERENCE OR WEB-ENABLED VIDEO CONFERENCE USING THE INFORMATION BELOW.

<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_NjlkYmZlYzEtODdiYS00MDewLTk5YjQtNzJINzA3MjA0YzFh%40thread.v2/0?context=%7b%22Tid%22%3a%224aa468e-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_NjlkYmZlYzEtODdiYS00MDewLTk5YjQtNzJINzA3MjA0YzFh%40thread.v2/0?context=%7b%22Tid%22%3a%224aa468e-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: 277 815 610#</li> </ol> </li> </ol>
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<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 September 12, 2022 Special Meeting (enclosure).

**II. FINANCIAL MATTERS**

- A. Conduct Public Hearing to consider amendment of the 2022 Budget; Consider Adoption of Resolution to Amend 2022 Budget (enclosures).

### **III. LEGAL MATTERS**

- A. Consider Approval and Ratification of Engagement of Bond Consultants and Financial Advisors as Necessary to Facilitate the Issuance of Special Revenue Bonds secured by General Obligation Pledge of District.
- B. Consider Approval of the Agreement for Collection of Public Improvement Fees and Payment in Lieu of Taxes between CliftonLarsonAllen LLP and the District.
- C. Consider Approval of Resolution Authorizing Limited Tax General Obligation Bonds Series 2022 in the aggregate principal amount of up \$110,000,000 (the “Bonds”), Indenture of Trust and Related Agreements and Certificates, Including Approval of Bond/Financing Issuance Parameters (enclosure).
- D. Consider Approval of Execution, Issuance, and Delivery of Documents necessary to support the transactions necessary for the issuance of the Bonds by District.
- E. Consider Approval of any updates or amendments to the Escrow Agreement among the Town of Johnstown, the District, UMB Bank, n.a., as escrow agent, and the Developer as necessary to support the issuance of Bonds by the District.
- F. Consider Approval of Amendments to PIF Covenants, PILOT Covenants and related agreements (enclosures).
- G. Consider Approval of Purchase and Sale Agreement with Ledge Rock Center, LLC for the Land Sale of Public Lands needed for Commercial Development (enclosures).
- H. Consider Approval of Land Sale as Verified Eligible Costs to Contribute into Developer Funds Account.
- I. Consider Authorization and Approval of Special Warranty Deed(s) for transfer of property from Ledge Rock Center, LLC or the Town of Johnstown to the District (enclosure).
- J. Consider Approval of Reversion of Special Warranty Deeds and Approval of Termination of PIF Covenant and PILOT Covenants to be held in escrow if Bond Issuance does not Close (enclosures).
- K. Consider Approval of Letter Agreement Regarding Public Art between the District, the Town of Johnstown and Ledge Rock Center, LLC (enclosure).

### **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. CONTINUATION/ADJOURNMENT**

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