

MINUTES OF A REGULAR MEETING OF  
THE BOARD OF DIRECTORS OF THE  
LEDGE ROCK CENTER COMMERCIAL METROPOLITAN DISTRICT (THE  
“DISTRICT”)  
HELD  
AUGUST 19, 2024

A regular meeting of the Board of Directors of the Ledge Rock Center Commercial Metropolitan District (referred to hereafter as the “Board”) was convened on Monday, August 19, 2024, at 11:00 a.m. This District Board meeting was held via Microsoft Teams. The meeting was open to the public.

ATTENDANCE

Directors in attendance were:

Amy Carroll, President

John Schlup, Treasurer/Secretary

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

James Shipton, Vice President, Asst. Secretary

Directors M. Schlup was absent and excused.

Also, In Attendance Were:

Lisa Johnson, Ashley Heidt and Lindsay Ross; CliftonLarsonAllen LLP (“CLA”)

Eric Trout, Esq.; McGeady Becher P.C.

David S. O’Leary, Esq.; Spencer Fane LLP

Collin Koranda; Ranger Engineering, LLC

ADMINISTRATIVE MATTERS

**Call to Order and Agenda:**

The meeting was called to order at 11:01 a.m. The Board reviewed the agenda for the meeting. Following discussion, upon a motion by Director Carroll, seconded by Director J. Schlup and, upon vote, unanimously carried, the Board excused the absence of Director M. Schlup and approved the agenda, as presented.

**Disclosures 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 Trout 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, Location of Meeting Posting of Meeting Notice:**

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

**Public Comment:**

There were no public comments at this time.

**Minutes of the July 22, 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 July 22, 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 \$25,577.70, as presented.

**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 updated as of August 13, 2024, as presented.

**Cost Certification Report No. 21 by Ranger Engineering, LLC:**

Mr. Koranda reviewed the Cost Certification Report No. 21 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. 21 prepared by Ranger Engineering, LLC, as presented.

**Reimbursement Resolutions Related to Cost Verification Report No. 21:**

Attorney O'Leary noted that his office will draft and circulate the Reimbursement Resolutions Related to Cost Verification Report No. 21. 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. 21, subject to final review from Director Carroll.

**Verification Letter from CLA and Project Funding Requisition No. 14 Under 2022 Project Funds:**

It was noted Ms. Ross will circulate the verification letter. Following review, 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. 14 under 2022 project funds., subject to final review from Director Carroll.

**LEGAL MATTERS**

None.

**ENGINEER MATTERS**

None.

**MANAGER MATTERS**

**Quote for Remediation Services by CommonLook an Allvant company (“CommonLook”) in the amount of \$4,017.04:**

Ms. Johnson reviewed the Quote for Remediation Services by CommonLook an Allvant company (“CommonLook”) in the amount of \$4,017.04 with the Board. Discussion ensued regarding the Annual Report. Attorney O’Leary noted his office could potentially prepare an amendment to the Annual Report that would provide links to the enclosures which would reduce the number of pages of the report, but he will consult with the Town of Johnstown to confirm feasibility and inform CLA if it is a possibility. Following Attorney O’Leary’s research, CLA will present an updated proposal at the next meeting.

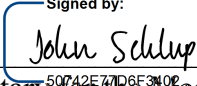
**OTHER BUSINESS**

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 11:17 a.m.

Respectfully submitted,

By  Signed by:  
Secretary for the Meeting