

MINUTES OF THE JOINT REGULAR MEETING OF
THE BOARDS OF DIRECTORS OF

HAWTHORN METROPOLITAN DISTRICT NOS. 1 & 2

Held: Monday, the 4th day of April, 2016, at 2:00 p.m. at:
5740 Olde Wadsworth Boulevard, Arvada,
Colorado 80002

Attendance

The joint regular meeting of the Boards of Directors of the Hawthorn Metropolitan District Nos. 1 & 2, was called and held as shown above and in accordance with the applicable statutes of the State of Colorado. The following directors, having confirmed their qualification to serve on the Boards, were in attendance:

Chris Elliott
C. Regan Hauptman
P. Ron Hauptman
Matthew Cavanaugh
Corey Elliott

All director absences are deemed excused unless otherwise specified.

Also present: Trisha K. Harris, Esq., White Bear Ankele Tanaka & Waldron, Attorneys at Law, District General Counsel; Melissa Sykes, Stillwater Community Management; and Christian Matthew Janke, E5X Management.

Call to Order

It was noted that a quorum of the Boards were present and the meeting was called to order.

Combined Meeting

The Boards of Directors of the Districts have determined to hold joint meetings of the Districts and to prepare joint minutes of actions taken by the Districts in such meetings. Unless otherwise noted herein, all official action reflected in these minutes shall be deemed to be the action of each District. Where necessary, action taken by an individual District will be so reflected in these minutes.

Conflict of Interest
Disclosures

Ms. Harris advised the Boards that pursuant to Colorado law, certain disclosures by the directors may be required prior to taking official action at the meeting. The Directors reviewed the

agenda for the meeting, following which each Board member confirmed the contents of any written disclosure previously made stating the fact and summary nature of any matters as required under Colorado law to permit official action to be taken at the meeting. Additionally, the Boards determined that the participation of the members present was necessary to obtain a quorum or otherwise enable the Boards to act.

Written disclosures of conflicts of interest were filed with the Secretary of State at least 72 hours prior to the meeting.

Agenda

Ms. Harris presented the Boards with the agenda for the meeting for consideration. Following discussion, upon a motion duly made and seconded, the Boards unanimously approved the agenda as presented.

Public Comment

None.

Approval of Minutes from the February 1, 2016 Meeting

The Boards reviewed the minutes from the February 1, 2016 meeting. Following discussion, upon a motion duly made and seconded, the Boards unanimously approved the minutes.

Legal Matters

Consider Approval of Access Easement (Landscape Maintenance) between Golden Peaks, LLC and District No. 2 (Tract D)

Ms. Harris presented the Board of District No. 2 with the Access Easement (Landscape Maintenance) between Golden Peaks, LLC and District No. 2 (Tract D). Following discussion, upon a motion duly made and seconded, the Board of District No. 2 unanimously approved the Access Easement.

Consider Approval of Independent Contractor Agreement with Long Corporation, d/b/a POOP 911 for Pet Waste Removal Services (District No. 2)

Ms. Harris presented the Board of District No. 2 with the Independent Contractor Agreement with Long Corporation, d/b/a POOP 911 for Pet Waste Removal Services. Following discussion, upon a motion duly made and seconded, the Board of District No. 2 unanimously approved the agreement, subject to final review by legal counsel and management.

Consider Approval of Independent Contractor Agreement with Keesen Landscape Management, Inc. for Landscaping Services (District No. 2)

Ms. Harris presented the Board of District No. 2 with the Independent Contractor Agreement with Keesen Landscape Management, Inc. for Landscaping Services. Following discussion, upon a motion duly made and seconded, the Board of District No. 2 unanimously approved the agreement, subject to confirmation from Ms. Hunsche that the amount is within the budget.

Consider Adoption of Resolution Concerning

Ms. Harris presented the Board of District No. 2 with the Resolution Concerning Authorization for Approval of Contracts and

Authorization for Approval of Contracts and Payment of Claims (District No. 2)

Payment of Claims. Following discussion, upon a motion duly made and seconded, the Board of District No. 2 unanimously adopted the resolution.

Acknowledge that Warranty Deed for Tract D, approved at the last meeting, will not be recorded as that tract is the director's parcel and cannot be conveyed to District No. 2

The Board of District No. 2 acknowledged that the Warranty Deed for Tract D, approved in form at the last meeting, will not be executed or recorded as that tract is the director's parcel and cannot be conveyed to District No. 2.

Financial Matters

Schedule of Cash Position

Ms. Hunsche presented the Board of District No. 1 with the December 31, 2015 Schedule of Cash Position, updated as of March 29, 2016. Following discussion, upon a motion duly made and seconded, the Board of District No. 1 unanimously accepted the Schedule of Cash Position.

Ms. Hunsche presented the Board of District No. 1 with the Claims Payable. Following discussion, upon a motion duly made and seconded, the Board of District No. 1 unanimously approved the Claims Payable in the amount of \$48,822.92.

Other Financial Matters

None.

Construction Matters

None.

Management Update

None.

Other Business

None.

Next Meeting

The next regular meeting is scheduled for May 2, 2016 at 2:00 p.m.

Adjournment

There being no further business to come before the Boards, and following discussion and upon motion duly made, seconded and unanimously carried, the Boards determined to adjourn the meeting.

The foregoing constitutes a true and correct copy of the minutes of the above-referenced meeting.

Secretary for the Meeting