

MINUTES OF THE REGULAR MEETING OF THE BOARD OF DIRECTORS OF

HAWTHORN METROPOLITAN DISTRICT NO. 2

Held: Monday, June 3, 2019, at 2:00 p.m. at 17685 W. 83rd Drive, Arvada, Colorado.

Attendance

The regular meeting of the Board of Directors of the Hawthorn Metropolitan District No. 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 Board, were in attendance:

Krystal Bigley
Carly Fenton
Matthew Cavanaugh
Christopher Elliott

All Director absences are deemed excused unless otherwise specified.

Also present were:

Kristin B. Tompkins, Esq., White Bear Ankele Tanaka & Waldron, Attorneys at Law, District General Counsel; Patrick Shannon, CliftonLarsonAllen, LLP, District Manager; Susie Ellis, Community Preservation Specialists; Ben Houghton (*via* telephone), CliftonLarsonAllen, LLP, District Accountant; Matt Janke, Sarah Hunsche, and Corey Elliott, E5X Management; various members of the public.

Call to Order

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

Conflict of Interest Disclosures

Ms. Tompkins advised the Board that, pursuant to Colorado law, certain disclosures might be required prior to taking official action at the meeting. Ms. Tompkins reported that disclosures for those directors with potential or existing conflicts of interest were filed with the Secretary of State's Office and the Board at least 72 hours prior to the meeting, in accordance with Colorado law, and those disclosures were acknowledged by the Board. Ms. Tompkins noted that a quorum was present and inquired into whether members of the Board had any additional disclosures of potential or existing conflicts of interest with regard to any matters scheduled for discussion at the meeting. No additional disclosures were noted. The Board determined that the participation of the members present was necessary to obtain a quorum or to otherwise enable the Board to act.

Approval of Agenda

Ms. Tompkins presented the Agenda to the Board for consideration. Following discussion, upon a motion duly made and seconded, the Board unanimously approved the Agenda as amended to move the discussion of the board vacancy to the end of the meeting, as well as

adding a discussion on Bill.com.

Public Comment

None.

Consent Agenda

The following items on the consent agenda were considered routine or administrative. Following a summary by Ms. Tompkins the items on the consent agenda were approved by one motion duly made, seconded, and vote unanimously carried.

1. Minutes from March 4, 2019 regular meeting
2. Ratification of Independent Contractor Agreement with The Davey Tree Expert Company for Tree Removal Services
3. Ratification of Notice of Automatic Renewal of Independent Contractor Agreement with Long Corporation d/b/a Poop 911 for 2019 Pet Waste Removal Services

Facilities Management

District Manager Update

Mr. Shannon presented the Board with the district manager report. It was noted that the newsletter is expected to be distributed on June 4th. It was also noted that the Summer Bash will be held on June 7th. The Board requested that Mr. Shannon obtain proposals for reseeding of District property for 2020. The Board also discussed the fallen cottonwood tree located on District property and instructed legal counsel to prepare a waiver to allow a homeowner volunteer to remove.

Covenant Enforcement Update

Ms. Ellis reviewed her report with the Board.

Architectural Review
Committee Update

Ms. Ellis presented the Board with an update on the Architectural Review Committee. Following discussion, the Board requested that Mr. Shannon include in the next newsletter that no ARC approval is required for the replacement of the same material (e.g. rocks, bushes, trees, mulch). The Board also requested that Mr. Shannon include in the next newsletter that homeowners are not permitted to make modifications to the District's property, including open space.

Discuss Amendments to
Residential Improvement
Guidelines and Site Restrictions

The Board engaged in a discussion regarding the Amendments to Residential Improvement Guidelines and Site Restrictions. The Board instructed legal counsel to prepare necessary amendments for approval at the next meeting.

Discuss Requirements for
Membership to Colorado 811

The Board engaged in a discussion regarding the requirements for a membership to Colorado 811. Following discussion, the Board determined that membership was needed and instructed Mr. Shannon to complete an application for the District.

Legal Matters

None.

Financial Matters

Financials/Claims Payable

Mr. Houghton presented the Board with the April 30, 2019 unaudited financials for consideration. Following discussion, upon a motion duly made and seconded, the Board unanimously accepted the unaudited financials.

Consider Acceptance of 2018 Audit

Mr. Houghton presented the Board with the 2018 Audit for consideration. Following discussion, upon a motion duly made and seconded, the Board unanimously accepted the 2018 Audit, subject to final review.

Discuss Bill.com

The Board engaged in a discussion regarding Bill.com. Following discussion, upon a motion duly made and seconded, the Board unanimously approved the use of Bill.com.

Discuss Board Vacancy

Acknowledge Resignation of Christopher Elliott

The Board acknowledged the resignation of Christopher Elliott.

Review Applications and Consider Appointment of Director

The Board engaged in a discussion regarding the applications received to fill the Board vacancies. Following discussion, upon a motion duly made and seconded, the Board unanimously appointed Ms. Lutz and Ms. Stewart to the Board.

Election of Officers

This matter was deferred to the next meeting.

Other Business

None.

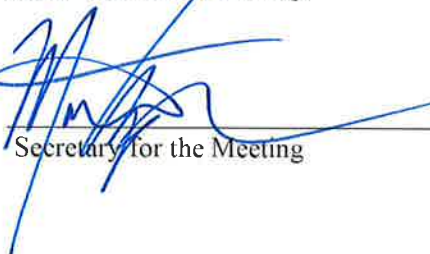
Next Meeting

The next meeting is scheduled for Monday, September 9, 2019.

Adjournment

There being no further business to come before the Board, and following discussion and upon motion duly made, seconded and unanimously carried, the Board 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