

MINUTES OF THE SPECIAL MEETING OF THE
BOARD OF DIRECTORS OF

HAWTHORN METROPOLITAN DISTRICT NO. 2

Held: Tuesday, July 17, 2018, at 4:00 p.m. at 5740 Olde
Wadsworth Blvd., Arvada, Colorado.

Attendance

The special 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
Corey 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; Kim Herman and Geol Scheirman, CliftonLarsonAllen, LLP, District Manager; Regan Hauptman, E5X Management; Susie Ellis, Community Preservation Specialists.

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 with the addition of a discussion on Covenant Enforcement.

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. Approval of Minutes from the June 4, 2018 Regular Meeting.
2. Ratification of First Amendment to Independent Contractor Agreement with Metco Landscape, Inc.
3. Ratification of Amendment to Residential Improvement Guidelines Regarding Driveways.

Legal Matters

Consider Approval of Second Amendment to Independent Contractor Agreement with Metco Landscape, Inc. for Landscaping Services

Ms. Tompkins presented the Board with the Second Amendment to Independent Contractor Agreement with Metco Landscape, Inc. for Landscaping Services for consideration. Following discussion, the Board determined to defer this matter until additional quotes can be obtained from alternative vendors.

Facilities Management

Manager Update

Ms. Herman provided the Board with an update on the status of Poop 911 and the installation of additional waste stations. No action was taken.

Consider Adoption of Resolution Regarding Acceptance and Acquisition of Public Improvements (Underdrain) from Hawthorn Development, Inc. pursuant to the Resolution Establishing Policies and Procedures for the Acceptance of Underdrain Improvements - Engineer's Report and Certification from J3 Engineering Consultants, Inc.

Ms. Tompkins presented the Board with the Resolution Regarding Acceptance and Acquisition of Public Improvements for consideration. The Board reviewed the report from J3 Engineering Consultants, Inc. dated November 2017 and updated July 3, 2018 regarding the condition of the underdrain and it was noted that the independent engineer who is an expert consultant reported the underdrain as fully functional and absent of defects. It was further noted that the engineer opined that the underdrain system will function as designed with minimal future maintenance. Following discussion, upon a motion duly made and seconded, the Board unanimously adopted the resolution accepting the underdrain system from Hawthorn Development, Inc.

Consider Adoption of Resolution Appointing Architectural Review Committee

The Board engaged in a discussion regarding the Resolution Appointing Architectural Review Committee. Following discussion, the Board determined to defer this matter to the next meeting.

Covenant Enforcement

The Board engaged in a discussion regarding covenant enforcement. Following discussion, the Board authorized Ms. Ellis to grant extensions if she feels property owners are making reasonable efforts to address the issue and comply with the covenants..

Financial Matters

The Board deferred acceptance of the unaudited financial statements dated June 30, 2018.

The Board was presented with check numbers 1076-1085. Following discussion, upon a motion duly made and seconded, the Board unanimously ratified the checks.

Other Business

None.

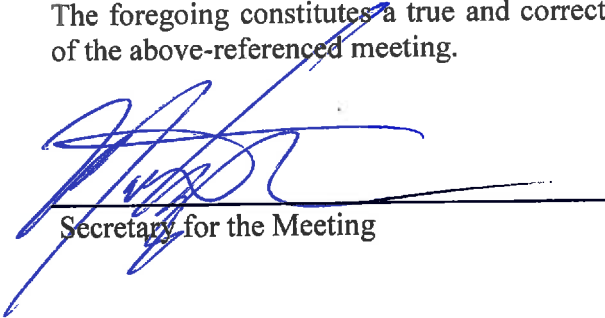
Next Meeting

The next meeting is scheduled for Monday, September 10, 2018.

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