

## RECORD OF PROCEEDINGS

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MINUTES OF A SPECIAL MEETING OF  
THE BOARD OF DIRECTORS OF THE  
EAST SMOKY HILL METROPOLITAN DISTRICT NO. 2 (THE  
“DISTRICT”)  
HELD  
AUGUST 10, 2021

A special meeting of the Board of Directors of the East Smoky Hill Metropolitan District No. 2 (referred to hereafter as the “Board”) was convened on Tuesday, August 10, 2021, at 6:00 p.m. at the Smoky Hill Library, 5430 S. Biscay Circle, Centennial, CO 80015. This District Board meeting was also available via Microsoft Teams. The meeting was open to the public.

### ATTENDANCE

#### Directors In Attendance Were:

Connie Buhlke, President  
Bonnie Bowman, Treasurer  
Laura Embleton, Secretary

The absence of Assistant Secretaries Faris and Jeffery were noted and excused.

#### Also, In Attendance Were:

Denise Denslow, Krista Baptist & Janece Soendker; CliftonLarsonAllen LLP (“CLA”)  
Randy Cox; ColoradoScapes, Inc.  
Stefanie Miller; Flowerscapes Co.  
Trisha K. Harris, Esq.; White Bear Ankele Tanaka & Waldron P.C. (“WBA”)

### ADMINISTRATIVE MATTERS

**Call to order and approval of agenda:** The meeting was called to order at 6:06 p.m. Following review and discussion, upon a motion duly made by Director Embleton, seconded by Director Bowman and, upon vote, unanimously carried, the Board approved the agenda as amended to move landscaping items to the beginning of the agenda.

**Disclosures of potential conflicts of interest:** The Board discussed the requirements pursuant to the Colorado Revised Statutes to disclose any potential conflicts of interest or potential breaches of fiduciary duty to the Board of Directors and to the Secretary of State. A quorum was present and it was requested that members of the Board disclose any potential conflicts of interest with regard 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 the statute. It was noted that Director Bowman resides on the HOA Board and no additional conflicts of interest were presented.

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**Quorum, location of meeting and posting of meeting notices:** The Board confirmed a quorum, the location of the meeting and the posting of the meeting notice.

**Public comment:** None.

**Minutes from the May 18, 2021 special meeting:** Following review, upon a motion duly made by Director Embleton, seconded by Director Bowman and, upon vote, unanimously carried, the Board approved the minutes from the May 18, 2021 special meeting as presented.

### LANDSCAPE UPDATE

#### **Landscaping Activity**

**Flowerscapes:** Ms. Miller provided an update on Flowerscapes projects to the Board.

**ColoradoScapes:** Mr. Cox provided updates on status and upcoming maintenance to the Board.

**Davey Tree:** No update was provided.

**Other:** Two ColoradoScapes proposals were presented to the Board regarding Revive treatment and tree replacement. Following review, upon a motion duly made by Director Embleton, seconded by Director Bowman and, upon vote, unanimously carried, the Board approved the Revive treatment application proposal from ColoradoScapes in the amount of \$2,554.57 as presented.

Following review, upon a motion duly made by Director Embleton, seconded by Director Bowman and, upon vote, unanimously carried, the Board approved the tree replacement proposal from ColoradoScapes for Tibet Park and Berry Park in an amount not to exceed \$1,580.

### LEGAL MATTERS

**Executive Session of the Board of Directors for the purpose of receiving legal advice pursuant to Section 24-6-402(4)(b), Colorado Revised Statutes as it relates to assuming fence replacement obligations from the Association:** Upon a motion duly made by Director Buhlke, seconded by Director Embleton and, upon vote, unanimously carried, the Board entered into Executive Session at 6:38 p.m. The Board adjourned Executive Session and entered into regular session at 6:49 p.m.

Upon a motion duly made by Director Embleton, seconded by Director Buhlke and, upon vote, unanimously carried, the Board modified the prior approval for fencing replacement obligations to reflect a change in timing from May 2021 to May of 2022.

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### FINANCIAL MATTERS

#### **Unaudited Financial Statements as of June 30, 2021 and Cash Position**

**Report:** The Board reviewed the Unaudited Financial Statements and Cash Position Report. Following review, upon a motion duly made by Director Bowman, seconded by Director Embleton and, upon vote, unanimously carried, the Board accepted the Unaudited Financial Statements as of June 30, 2021 and Cash Position Report as presented.

**Bill.com Payments Totaling \$28,875.57 and Directors' Fees:** The Board reviewed the Bill.com payments and Directors' Fees. Upon a motion duly made by Director Bowman, seconded by Director Embleton and, upon vote, unanimously carried, the Board ratified the Bill.com payments totaling \$28,875.57 and Directors' Fees as presented.

**Investment Review:** Ms. Soendker provided a brief status update on the investment review to the Board. Discussion followed. No action was taken.

#### **Public hearing to consider Amendment to the 2020 Budget of the District. If necessary, consider adoption of Resolution to Amend the 2020 Budget:**

Upon a motion duly made by Director Embleton, seconded by Director Bowman and, upon vote, unanimously carried, the Board opened the public hearing at 6:53 p.m. It was noted that there was no public in attendance in person or via Microsoft Teams. Upon a motion duly made by Director Embleton, seconded by Director Bowman and, upon vote, unanimously carried, the Board closed the public hearing at 6:54 p.m. Upon a motion duly made by Director Embleton, seconded by Director Buhlke and, upon vote, unanimously carried, the Board adopted the Resolution to Amend the 2020 Budget as presented with an increase in the General Fund from \$450,345 to \$570,600.

**Other:** None.

### MANAGER ITEMS

**Other:** None.

### BOARD MEMBER ITEMS

**Status of playground shades:** Ms. Denslow provided brief updates to the Board regarding the status of the playground shades. No action was taken.

**Homeowner Association:** None.

### OTHER BUSINESS

**Quorum for next meeting and dinner: September 18, 2021:** It was noted that CLA will reach out to the Board and confirm a quorum for September 18<sup>th</sup>.

### ADJOURNMENT

There being no further business to come before the Board at this time, the Board adjourned the meeting at 6:57 p.m.

Respectfully submitted,

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DocuSigned by:

*Laura Emberton*

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Secretary for the Meeting