

MINUTES OF THE MEETING
OF THE
BOARD OF DIRECTORS

STATE OF TEXAS §

COUNTY OF DENTON §

SMILEY ROAD WATER CONTROL AND IMPROVEMENT DISTRICT NO. 1 §

The Board of Directors (the “Board”) of Smiley Road Water Control and Improvement District No. 1 (“SRWCID No. 1” or the “District”) met in regular session, open to the public, at 4265 Kellway Circle, Addison, Texas 75001, an office outside the boundaries of the District, on Wednesday, January 22, 2020, at 12:00 noon, and the roll was called of the members of the Board, to-wit:

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| Shane Jordan | President |
| Michael Cummings | Vice President |
| James Robert Douglas, III | Secretary |
| Renee Funderburgh | Assistant Secretary |
| Michelle Crossland Meeks | Treasurer/Assistant Secretary |

All members of the Board were present at the commencement of the meeting, with the exception of Director Jordan who arrived later, as noted. All members present voted on all matters that came before the Board. Also present were Mr. Scott Norris representing Land Advisors, Ltd., the developer of lands within the District; Ms. Debbie Trautmann of Dye & Toverly LLC, the District’s bookkeeper; Ms. Karena Hauter, P.E. of BGE, Inc., the District’s engineer; and Mr. Ross Martin, attorney, and Ms. Genny Lutzell, paralegal, each of Winstead PC.

1. Call to Order. The meeting was called to order at 12:00 p.m. Evidence was presented that public notice of such meeting had been given as required by law.

2. Public Comments and Communications. The Board Vice President opened the meeting to public comments and communications. Hearing no public comment, Director Cummings moved that the Board close the public comment session of the meeting. Director Douglas seconded said motion, which carried unanimously.

3. Minutes of December 18, 2019, Board of Directors Meeting. Following a discussion, Director Funderburgh moved that the Board approve the Minutes of the December 18, 2019, Board of Directors Meeting, as presented. Director Douglas seconded said motion, which carried unanimously.

4. Engineer's Report. Ms. Hauter presented to and reviewed with the Board copies of an Engineer's Report prepared by BGE, Inc., a copy of which is attached hereto as Exhibit "A". Ms. Hauter next summarized the status of construction projects currently underway within the District, noting delays caused by inclement weather.

Ms. Hauter next presented to and reviewed with the Board copies of Pay Estimate No. 13 in the amount of \$131,247.00, and Change Order No. 7 in the amount of \$206,545.00 (additional cost for lime stabilization) from L.H. Lacy Company, Ltd. for construction of Green Meadows, Phase 1 Earthwork, Sanitary Sewer, Water, Drainage and Paving Improvements. Following a discussion, Director Funderburgh moved that the Board approve (i) Pay Estimate No. 13 in the amount of \$131,247.00.00; (ii) Change Order No. 7 in the amount of \$206,545.00; and (iii) accept the Engineer's Report. Director Douglas seconded said motion, which carried unanimously.

5. Developer's Report. Mr. Norris reported that sign and monument specifications have been approved by the City. Next, Mr. Norris discussed construction delays due to inclement weather. No formal action was taken by the Board.

6. Agreement for the Construction, Acquisition and Purchase of Facilities, Improvements and Reimbursement of Advances. The Board deferred action on the matter.

7. Bookkeeper's Report. Ms. Trautmann presented to and reviewed with the Board copies of a Bookkeeper's Report dated January 22, 2020, a copy of which is attached hereto as Exhibit "B". Following a discussion, Director Douglas moved that the Board (i) approve the bookkeeper's report; and (ii) pay the bills listed thereon. Director Meeks seconded said motion, which carried unanimously.

Director Jordan entered the meeting at this time.

8. Supplemental Agenda – Order Calling Directors Election for May 2, 2020. Following a discussion, Director Cummings moved that the Board call a Directors Election, and authorize notice related thereto. Director Douglas seconded said motion, which carried unanimously.

9. Tentative date for next meeting. Upon motion duly made, seconded and unanimously carried, the Board elected to schedule the next Board meeting for Wednesday, February 19, 2020, at 12:00 noon, or until further call.

There being no further business to conduct, the meeting was adjourned at 12:10 p.m., and until further call.

APPROVED AND ADOPTED this 19th day of February, 2020.



Secretary