

MINUTES OF MEETING
OF THE
BOARD OF DIRECTORS

THE STATE OF TEXAS §

COUNTY OF WALLER §

EAST WALLER COUNTY MANAGEMENT DISTRICT §

The Board of Directors (the "Board" or the "Board of Directors") of EAST WALLER COUNTY MANAGEMENT DISTRICT (also sometimes referred to herein as the "District") met in special session, accessible to the public, at R.G. Miller Engineers, Inc., 16340 Park Ten Place, Suite 350, Houston, Texas 77084, outside the boundaries of the District on August 8, 2023, and the roll was called of the members of the Board to-wit:

Lisa Cooper	Chairman
Rochelle Barrow	Vice-Chairman
Kevin Vader	Secretary
Monette Stephens	Assistant Secretary
Stephen McGrath	Assistant Secretary

All members of the Board were present at the commencement of the meeting. All directors present at the time a vote was taken voted on all items that came before the Board. Also present were Matt McPhail, attorney and Vicki Hahn, paralegal, of Winstead PC ("Winstead") general counsel and bond counsel for the District; Mario E. Lanza, Cinthia Pavon, Vatsal Monpara, Roger Gonzalez and Thusitha Silva of M. Lanza Engineering, PLLC, proposed engineers for the District; and Sophia Filfil, representing the owner and developer of lands within the District. In addition, members of the public in attendance were Nick Herman, Cynthia Pavon and Grant Speer.

1. Public Comment: Mr. McPhail called for public comment. Hearing none, the Public Comment session was closed and the Board proceeded to the next item of business.

2. Meeting Minutes: The Board reviewed the Minutes from the November 14, 2022 Board Meeting. Following a motion by Director Barrow, seconded by Director Vader and unanimously carried, said Minutes were approved as written.

3. Termination of Existing Engineering Service Agreement: The Board discussed the existing Engineering Agreement with R.G. Miller and discussed some concerns with respect to delays and billing. Upon motion by Director Cooper, seconded by Director Vader and unanimously carried, the Board authorized the preparation of a formal Notice of Termination and approved the removal of R.G. Miller Engineers as the District's Engineers.

4. Engagement of new District Engineer: Mr. Lanza introduced himself and his colleagues attending the meeting. The Board discussed engaging M Lanza Engineering, PLLC as

the District engineer. Upon motion by Director Vader, seconded by Director Cooper and unanimously carried, the Board engaged M Lanza Engineering, PLLC to provide District engineering services.

5. Developer Report: Ms. Filfil stated that she plans to close on the land in the District on September 15, 2023 but that it could be delayed.

6. ETJ Petition: Mr. McPhail explained how the extraterritorial jurisdiction law that was passed by the legislature and takes effect on September 1, 2023 could potentially affect the District and why the District might want to remove the District from the extraterritorial jurisdiction of the City of Houston. The Board reviewed the landowner's Petition to release property located within the District from the extraterritorial jurisdiction of the City of Houston.

7. C4 Lease Agreements: Mr. McPhail reviewed the draft C4 Partners, LLC Equipment Leases for water and wastewater plants. Upon motion by Director Barrow, seconded by Director Vader and unanimously carried, the Board approved the leases subject to any revisions deemed necessary by the District's attorney.

8. Annual Renewal of Insurance and Bonds: The Board reviewed the renewal of the District's insurance and bond coverage. Upon motion by Director Barrow, seconded by Director Vader and unanimously carried, the Board approved the renewal of insurance and bond coverage.

9. Landowner Petition for Elections: The Board reviewed the landowner's Petition requesting Elections. Upon motion by Director Barrow, seconded by Director Vader and unanimously carried, the Board acknowledged receipt of the Petition requesting Elections.

10. Supplemental Agenda: The Board considered and reviewed the proposed Order Calling Confirmation, Director Election and Approving Engineering Reports, and Calling Utility Bond Election, Utility Refunding Bond Election, Road Bond Election, Road Refunding Bond Election, Park and Recreational Facilities Bond Election, Park and Recreational Facilities Refunding Bond Election, Maintenance Tax Election and Sales and Use Tax Election, a copy of which is attached hereto as Exhibit "A", and following a full discussion and motion by Director Barrow, seconded by Director Vader and unanimously carried, the Board approved said Order and authorized Notice of such election be given, as provided by law. Mr. McPhail then discussed the need to enter into an Election Agreement between Waller County and the District and a separate Joint Election Agreement for the November 7, 2023 Election (the "Election Agreements"). Upon motion by Director Barrow, seconded by Director Vader and unanimously carried, the Board authorized entering into the Election Agreements with the Waller County Elections Administrator.

11. Calendaring: The next Board meeting will be November 14, 2023 at 12:00 p.m.

12. Adjournment: There being no further business to conduct, Director Vader moved that the meeting be adjourned, which motion was seconded by Director Cooper, and unanimously approved, and the Board adjourned until further call.

APPROVED AND ADOPTED this 14th day of November, 2023.



Kevin Vader, Secretary
Board of Directors
EAST WALLER COUNTY MANAGEMENT
DISTRICT

