

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, 16340 Park Ten Place, Suite 350, Houston, TX 77084 on February 6, 2024 at 11:30 a.m., 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; Chrishone Peterson of RG Miller Engineering, engineers for the District; and Sophia Filfil, representing the owner and developer of lands within the District.

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, 2023 Board Meeting. Following a motion by Director Vader, seconded by Director McGrath and unanimously carried, said Minutes were approved as written.

3. Order Calling Director Election: The Board reviewed and discussed the Order Calling Director Election for May 4, 2024 and related election agreements with the Waller County Elections Administrator to provide election services. Upon motion by Director McGrath, seconded by Director Vader and unanimously carried, the Board approved such Order Calling Director Election, the Joint Election Agreement and the Contract for Election Services with the Waller County Elections Administrator.

4. Development Agreement: The Board reviewed and discussed the Development Agreement between SoFi Lakes LLC and Waller County, Texas. Upon motion by Director Vader, seconded by Director Cooper and unanimously carried, the Board approved such Development

Agreement.

5. Reimbursement Agreement: The Board reviewed and discussed the Agreement for Construction and Purchase of Facilities and Reimbursement of Costs with SoFi Lakes LLC. Mr. McPhail explained the purpose of such document to the Board. Upon motion by Director Vader seconded by Director Cooper and unanimously carried, the Board approved such Reimbursement Agreement.

6. Developer Report: Ms. Filfil noted that she has three builder contracts and is working on a fourth. She discussed that the date of closing on the property will, at the request of the investors, close after the Development Agreement is finalized.


7. Engineer's Report: Mr. Peterson reviewed the Engineering Report and noted that he is working on pre-development engineering tasks. He is setting a meeting with Waller County to discuss the addition of the Acorn Ranch property to the District. He is hoping that all required documentation will be completed prior to the next Board meeting so that Acorn Ranch can be added to the District. With respect to the WWTP, he met with AUC to finalize the site plan/layout for the Wastewater Treatment Plant and is hoping to submit the site plan by the end of March for review.

8. Bookkeeping Report: No action was taken by the Board.

9. Calendaring: The next Board meeting will tentatively be February 28<sup>th</sup> at 11:30 a.m.

10. Adjournment: There being no further business to conduct, upon motion by Director Vader, seconded by Director McGrath and unanimously carried, the Board adjourned until further call.

APPROVED AND ADOPTED this 28<sup>th</sup> day of February, 2024.

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

