

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, 1080 Eldridge Pkway, Suite 600, Houston, Texas 77077 on September 24, 2024 at 2:05 p.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 except Director Stephens. All directors present at the time a vote was taken voted on all items that came before the Board. Also present were Chrishone Peterson of RG Miller Engineering, engineers for the District; and Sophia Filfil, representing the owner and developer of lands within the District, and Ameen Rafeeq. In addition, Matt McPhail, attorney and Vicki Hahn, paralegal, of Winstead PC ("Winstead") general counsel and bond counsel for the District and Prabha Cinclair, Cinclair Law, PLLC, attorney representing the Developer attended via conference call. In addition, members of the public included Will Jackson.

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 September 6, 2024 Board Meeting. Following a motion by Director Vader, seconded by Director Barrow and unanimously carried, said Minutes were approved as written.

3. Wholesale Water Agreement: Mr. McPhail reviewed the Rayyan Water Agreement that was approved, by the Board, at the last meeting subject to the District Attorney's acceptance of the final terms. Mr. McPhail noted that the agreement has been finalized and he reviewed the final terms with the Board. He is asking the Board to ratify the approval of the Rayyan Water Wholesale Agreement now that the terms have been finalized and the agreement executed.

Upon motion by Director Vader, seconded by Director Barrow and unanimously carried, the Board ratified approval of the Wholesale Water Agreement between Rayyan Water and Sofi Lakes.

4. Request to Consider Advisability and Nature of Improvements and Proposed Method of Assessments: Mr. McPhail reviewed a request from the majority landowners of the District to consider the advisability of proposed improvements, nature of improvements and proposed method of assessments. In addition, Mr. McPhail reviewed the process of levying assessments with the Board and the need for a hearing on such matter, noting that the estimated cost of improvements to be funded is roughly \$999,735,000. Mr. McPhail then noted that this amount was the bond amount approved in the bond election but the bonds to be issued will not be that high and bonds totally that amount may never be issued. The amount of any bonds to be issued will be based upon feasibility and assessed values. The Board discussed the Request.

Upon motion by Director Vader, seconded by Director Barrow and unanimously carried, the Board accepted such request for the District to consider the advisability of proposed improvements and proposed method of assessments.

5. Resolution Setting Public Hearing on Advisability and Nature of Improvements: The Board next reviewed a Resolution setting a public hearing on the advisability of proposed improvements and proposed method of assessment. Mr. McPhail explained that notice of such hearing would be published in a newspaper of general circulation in the District and mailed to landowners within the District. With respect to timing, Mr. McPhail noted that they are hoping to issue bonds by the end of the year.

Upon motion by Director Vader, seconded by Director Barrow and unanimously carried, the Board (i) approved the Resolution as presented; (ii) called such hearing on the advisability of proposed improvements and proposed method of assessment for November 4, 2024, at 12:00 p.m. at The Cannon, 1334 Brittmoores Rd., Houston, Texas 77043; and (iii) authorized publication and mailing of notice of such hearing as required by law.

6. Developer Report: Ms. Filfil mentioned that Board members had questions on the bidding process. The Board discussed issues with the last bid publication. Mr. McPhail reviewed the bidding process. He noted that if the cost is expected to be between \$25,000 and \$150,000, then the engineer has the right to solicit at least three bids without advertising. If the cost is expected to be over \$150,000, the engineer must publicly advertise for a RFQ for two consecutive weeks in a newspaper that is published in Waller County. The RFQ can also be published in other publications as well. The bids will be opened at least 15 days after the RFQ was published. Once the bids are opened, the engineer makes a recommendation to the Board based on the cost and contractor's experience. The Board must approve the award of the contract. The Board then asked why they did not get any bidders for the last RFQ for the Phase 1 detention ponds. Mr. McPhail noted that the previous RFQ was only published in the Waller Times per the Developer's request and it's likely that more bids may be received if advertised in additional publications the engineer normally uses. Mr. McPhail suggested that all authorizations for publication of bids be approved separately from the approval of the engineering report. After a discussion regarding re-publishing the RFQ for the Phase 1 detention ponds, upon motion by Director Vader, seconded by Director Barrow and unanimously

carried, the Board authorized the engineer to publish an RFQ for the Phase 1 detention ponds.

7. The Board reviewed an Amended Order Designating Offices Outside the District. Mr. McPhail mentioned that we added another meeting location at the The Cannon, 1334 Brittmoore Rd., Houston, Texas 77043 pursuant to the request of a Board member. After a brief discussion, and upon motion of Director Vader, seconded by Director Cooper and unanimously carried, the Board approved said Amended Order Designating Offices Outside the District with the deletion of the "Rodeo Room" from the new address since there are multiple conference rooms at The Cannon. The officers were directed to execute said Order, and the attorneys were authorized to publish notice of the designation for such offices outside the District.

8. Calendaring: The next Board meeting will be scheduled for November 4, 2024 unless a meeting is needed earlier.

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

APPROVED AND ADOPTED this 4th day of November, 2024.



Kevin Vader, Secretary
Board of Directors
East Waller County Management District

(DISTRICT SEAL)

