MINUTES OF THE MEETING
OF THE
BOARD OF DIRECTORS

THE STATE OF TEXAS §

COUNTY OF DENTON §

SMILEY ROAD WATER CONTROL AND IMPROVEMENT DISTRICT NO. 2 §

The Board of Directors (the "Board") of Smiley Road Water Control and Improvement District No. 2 (also sometimes referred to herein as the "District") met in special session, open to the public, at 2595 Dallas Parkway, Suite 101, Frisco, Texas 75034, an office outside the boundaries of the District, on Wednesday, October 18, 2023, at 12:30 p.m., and the roll was called of the members of the Board to-wit:

The roll was called of the members of the Board to-wit:

Julie Fernandez	President
Vacant	Vice President
Leslie P. Toomay	Secretary
Lawrence A. Cates	Assistant Secretary
John R. Teltschik	Assistant Secretary

All members of the Board were present at the commencement of the meeting with the exception of Director Toomay, thus constituting a quorum. All Directors present voted on all agenda items that came before the Board. Also present were Mr. Scott Norris of Tomlin Investments, a landowner and developer in the District; Mr. Bryant Caswell, P.E., and Ms. McKenna Gaddis, P.E., of BGE, Inc., the District's Engineers; Ms. Brandi Galindo of Dye & Tovery, LLC, the District's Bookkeepers; and Mr. Scott Eidman, Attorney, and Ms. Genny Lutzel, Paralegal, of Winstead PC, the District's Attorneys.

1. Call to Order. The meeting was called to order at 12:44 p.m., and evidence was presented that public notice of such meeting had been given as required by law.

2. Public Comments and Communications. After noting that there were no members of the public present at the meeting, Director Teltschik moved that the Board close the public comment session of the agenda. Director Cates seconded said motion, which carried unanimously.

3. Minutes of September 6, 2023 Board Meeting. Following a discussion, Director Cates moved that the Board approve the Minutes of the September 6, 2023 Board of Directors meeting, as presented. Director Teltschik seconded said motion, which carried unanimously.

4. Engineer's Report. Mr. Caswell next presented a Proposal for Professional Design Services for the District's Drainage Utility Fee Recommendation. He stated that the proposal was an amount not to exceed $3,000.00. He explained that the scope of services would be review of the City of Celina Drainage Ordinance; investigations into a Stormwater Management Plan, Impact

Fee Study, and Drainage Utility Study; evaluation of the City of Celina standards; and to provide a written recommendation to District. Director Teltschik moved that the Board approve the proposal as presented. Director Cates seconded said motion, which carried unanimously. A copy of the executed proposal is attached hereto as Exhibit "A."

5. Developer's Report. Mr. Norris was recognized by the Board and generally discussed future plans for development, including the design and bidding for projects within the District. No formal action was taken by the Board.

6. Bookkeeper's Report. Ms. Galindo presented to and reviewed with the Board copies of a Bookkeeper's Report, a copy of which is attached hereto as Exhibit "B". Following a discussion, Director Teltschik moved that the Board: (i) approve the Bookkeeper's Report as presented; and (ii) authorize payment of bills presented by checks drawn on the District's accounts as listed thereon. Director Fernandez seconded said motion, which carried unanimously.

7. Amended District Information Form. Mr. Eidman reviewed the amendment with the Board of Directors, noting the changes made to the form. Following a discussion, Director Fernandez moved to approve the Amended District Information Form. Director Teltschik seconded said motion, which carried unanimously.

8. Date for Next Meeting. Following a discussion, Director Fernandez moved to approve the District's next meeting to be held on Tuesday, January 16, 2024 at 8:00 a.m. Director Teltschik seconded said motion, which carried unanimously.

There being no further business to conduct, Director Fernandez moved that the meeting be adjourned at 1:00 p.m. Director Teltschik seconded said motion, which carried unanimously. The Board adjourned until further call.

APPROVED AND ADOPTED this 23rd day of January, 2024.

Secretary

(DISTRICT SEAL)