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 Tuesday, December 17, 2024, at 8:00 a.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
Linda Baker	Vice President
Britt Dean	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 Teltschik. Director Dean arrived later, as noted. All Directors present voted on all agenda items that came before the Board. Also present were Mr. Scott Norris; Mr. Bryant Caswell, P.E. of BGE, Inc.; Ms. Brandi Galindo of Dye & Tovery, LLC, the District's Bookkeeper; and Ms. Sarah Landiak and Ms. Genny Lutzel, Paralegal, of Winstead PC, the District's Attorneys.

1. Call to Order. The meeting was called to order at 8:15 a.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 Cates moved that the Board close the public comment session of the agenda. Director Fernandez seconded said motion, which carried unanimously.

3. Minutes of November 19, 2024 Board Meeting. Following a discussion, Director Cates moved that the Board approve the Minutes of the November 19, 2024 Board of Directors meeting, as presented. Director Fernandez seconded said motion, which carried unanimously.

4. Engineer's Report. Mr. Caswell 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". Mr. Caswell provided an update on work performed by Mario Sinacola & Sons Excavating, Inc. for drainage flume improvements. Next, the Board reviewed Pay Application No. 1 from Mario Sinacola & Sons Excavating, Inc. for the Green Meadows Five Infrastructure Project in the amount of $972,632.25. Following a discussion, Director Fernandez moved that the Board approve the

Engineer's Report, and Pay Application No. 1, as presented. Director Baker seconded said motion, which carried unanimously.

Director Dean entered the meeting at this time.

5. Developer's Report. The Board heard an update from Mr. Norris regarding the public improvement district and related matters. Next, the Board heard an updated regarding builder designated pod construction throughout the community. The Board next reviewed drone footage of construction and development currently underway within the District. No formal action was taken by the Board.

6. The Board deferred action on the review and approval of an Amended and Restated Reimbursement Agreement.

7. 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 Fernandez 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 Dean seconded said motion, which carried unanimously.

There being no further business to conduct, Director Fernandez moved that the meeting be adjourned at 8:47 a.m. Director Dean seconded said motion, which carried unanimously. The Board adjourned until further call.

APPROVED AND ADOPTED this 21st day of January, 2025.

Secretary

(DISTRICT SEAL)