

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 Monday, August 25, 2025, at 8:15 a.m., and the roll was called of the members of the Board to-wit:

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Julie Fernandez	President
Linda Baker	Vice President
Britt Dean	Secretary
Lawrence A. Cates	Assistant Secretary
Jack Sitzer	Assistant Secretary

All members of the Board were present at the commencement of the meeting with the exception of Director Cates. Director Baker arrived later, as noted. Also present were Mr. Scott Norris of Land Advisors, Ltd.; Mr. Bruce French of Tri Pointe Homes Inc., Mr. Jason Frey, P.E. and Mr. Adam Claycombe, P.E. of BGE, Inc.; Ms. Brandi Galindo of Dye & Toverly, LLC, the District's Bookkeeper; and Ms. Darsey Norton, attorney, of Winstead PC.

1. Call to Order. The meeting was called to order at 8:17 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 Fernandez moved that the Board close the public comment session of the agenda. Director Sitzer seconded said motion, which carried unanimously.

3. Minutes of July 15, 2025 Board Meeting. Following a discussion, Director Fernandez moved that the Board approve the Minutes of the July 15, 2025 Board of Directors meeting, as presented. Director Dean seconded said motion, which carried unanimously.

Director Baker entered the meeting here.

4. Engineer's Report. Mr. Frey next reviewed the Engineer's Report prepared by BGE, a copy of which is attached hereto as Exhibit "A". He then provided an update for Green Meadows Five Infrastructure Projects and Green Meadows Projects.

Next, Mr. Frey reviewed the bid results for paving improvements for Green Meadows Tract 3A, Carey Road Phase 2 and McNabb Road. Following review of the bid tabulation and criteria scoring table, BGE recommends the award to the most qualified bidder, RPMxConstruction, LLC, for a total contract amount of \$2,658,525.44.

Next, the Board reviewed the bid results for paving improvements for Green Meadows Tract 5. Following review of the bid tabulation and criteria scoring table, BGE recommends the award to the most qualified bidder, RPMxConstruction, LLC, for a total contract amount of \$2,878,329.99.

The Board next reviewed the bid results for lift station and main improvements for Green Meadows Tract 5. Following review of the bid tabulation and criteria scoring table, BGE recommends the award to the most qualified bidder, C4Partners, for a total contract amount of \$2,061,452.04.

Finally, the Board reviewed the following Pay Applications and Change Orders for various phases within the District:

(i) Pay Application No. 3 from De Leon Excavating, LLC in the amount of \$314,408.43 for the Green Meadows Tract 5 improvements contract;

(ii) Pay Application No. 3 from De Leon Excavating, LLC in the amount of \$379,679.31 for the Green Meadows Tract 3A and Carey Road improvement contract;

(iii) Pay Application No. 10 from L.H. Lacy Company, Ltd. in the amount of \$1,576,593.23 for the Green Meadows Five Infrastructure Project improvements;

(iv) Pay Application No. 1 from L.H. Lacy Company, Ltd. in the amount of \$274,843.66 for the Green Oaks at Green Meadows Phase 1A (Phase 10) improvement contract;

(v) Pay Application No. 1 from De Leon Fence & Construction Services in the amount of \$322,658.64 for the Green Meadows Tracts 7 and 8 (Phases 1a, 1b, and 1c) improvement contract;

(vi) Pay Application No. 2 from De Leon Fence & Construction Services in the amount of \$269,194.27 for the Green Meadows Tracts 7 and 8 (Phases 1a, 1b, and 1c) improvement contract;

(vii) Pay Application No. 3 from De Leon Fence & Construction Services in the amount of \$235,072.76 for the Green Meadows Tracts 7 and 8 (Phases 1a, 1b, and 1c) improvement contract;

(viii) Change Order No. 2 from Mario Sinacola & Sons Excavating, Inc. in the amount of \$107,539.35 for the Green Meadows Five Infrastructure Project improvements;

(ix) Change Order No. 3 from Mario Sinacola & Sons Excavating, Inc. in the amount of \$60,192.00 for the Green Meadows Five Infrastructure Project improvements;

(x) Change Order No. 4 from Mario Sinacola & Sons Excavating, Inc. in the amount of \$10,113.24 for the Green Meadows Five Infrastructure Project improvements;

(xi) Change Order No. 5 from Mario Sinacola & Sons Excavating, Inc. in the amount of \$477,002.90 for the Green Meadows Five Infrastructure Projects improvements;

Following a discussion, Director Dean moved that the Board (i) approve the Engineer's Report; (ii) concur with award of bids as recommended by BGE, Inc; and (iii) approve all Pay Applications and Change Orders as presented. Director Sitzer seconded said motion, which carried unanimously.

5. Developer's Report. No formal report was heard.

6. Cost Sharing Agreement for Operation and Maintenance expenses. Ms. Norton discussed the proposed agreement with the Board noting, that District counsel is finalizing same with all parties. Following a discussion, Director Fernandez moved that the Board approve the Cost Sharing Agreement for Operation and Maintenance expenses subject to final review by District counsel. Director Dean seconded said motion, which carried unanimously.

7. Temporary Construction Easement. Ms. Norton discussed the timing and acknowledgement of said easement with the Board, noting that the Board President executed same prior to the Board meeting. A copy of the Temporary Construction Easement is attached hereto as Exhibit "B". Following a discussion, Director Sitzer moved that the Board ratify and approve acknowledgement of said easement. Director Dean seconded said motion, which carried unanimously.

8. Property Maintenance Agreement by and between homeowners' association and the District. The Board deferred action on the matter.

9. 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 "C". Following a discussion, Director Baker 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.

10. Renewal of Insurance and Bonds. Ms. Norton reviewed the annual renewal summary with the Board, a copy of which is attached hereto as Exhibit "D". Following a discussion, Director Dean moved that the Board approve said renewal of insurance policies. Director Sitzer seconded said motion, which carried unanimously.

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

APPROVED AND ADOPTED this 16th day of September, 2025.


Secretary

