

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 regular 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 2, 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
Vacant	Assistant Secretary

All members of the Board were present at the commencement of the meeting with the exception of Director Baker who arrived later. Also present were Mr. Scott Norris of Land Advisors, Ltd.; Mr. Jason Frey, P.E. and Mr. Adam Claycombe, P.E. of BGE, Inc.; Ms. Kerry Tovery of Dye & Tovery, LLC, the District's Bookkeeper; Ms. Darsey Norton, attorney, and Ms. Genny Lutzel, paralegal, of Winstead PC.

1. Call to Order. The meeting was called to order at 8:20 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 Dean seconded said motion, which carried unanimously.

3. Minutes of September 16, 2025 Board Meeting. Following a discussion, Director Cates moved that the Board approve the Minutes of the September 16, 2025 Board of Directors meeting, as presented. Director Fernandez seconded said motion, which carried unanimously.

Director Baker arrived at this time.

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 the Board by drone video. Following a review of all pay applications, change orders set forth on said report, BGE recommended that the Board concur with the approval of all as submitted with one correction

to the Interstate Pipeline change order, noting that Change Order No. 1 for utility improvements in Green Meadows Tract 5 should be reflected as a reduction in the amount of \$108,041.32. Next, the Board reviewed the following recommendations for award of bids:

(i) Award construction bid for earthwork improvements for Green Meadows Tract 9A to DeLeon Excavating, LLC for a total amount of \$607,746.00; and

(ii) Award construction bid for utility improvements for Green Meadows Phase 1 (Tracts 7 and 8) to RPMxConstruction, LLC for a total amount of \$4,468,750.40.

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

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

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

7. Right-of-Way Acquisition Agreement. Ms. Norton reviewed said Agreement with the Board, a copy of which is attached hereto as Exhibit "B". Following a discussion, Director Dean moved that the Board ratify and approve same. Director Cates seconded said motion, which carried unanimously.

8. Conveyance of open space reserve. The Board deferred action on the matter.

9. Bookkeeper's Report. Ms. Toverly 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 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 Cates seconded said motion, which carried unanimously.

There being no further business to conduct, Director Dean moved that the meeting be adjourned at 8:57 a.m. Director Fernandez seconded said motion, which carried unanimously. The Board adjourned until further call.

APPROVED AND ADOPTED this 20th day of January, 2026.

Secretary

