

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, July 15, 2025, at 8:15 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
Jack Sitzer	Assistant Secretary

All members of the Board were present at the commencement of the meeting with the exception of Director Baker who arrived later, as noted. Also present were Mr. Scott Norris and Mr. Will McLaughlin 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; and Mr. Ross Martin, attorney, and Ms. Genny Lutzel, Paralegal, of Winstead PC.

1. Call to Order. The meeting was called to order at 8:19 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 June 17, 2025 Board Meeting. Following a discussion, Director Cates moved that the Board approve the Minutes of the June 17, 2025 Board of Directors meeting, as presented. Director Fernandez 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". Next, Mr. Frey reported completion of inlet construction along South Smiley Road and the status of storm drainage projects along Punk

Carter and Smiley Road. He then summarized the status of grading and utility improvements within Tracts 3A, 5, 7, 8, 10 and 11.

Next, the Board reviewed the following Change Orders from Mario Sinacola & Sons Excavating for Green Meadows Five Infrastructure Project Improvements: (i) Change Order No. 1 in the amount of \$32,500.00; (ii) Change Order No. 2 in the amount of \$107,539.35; and (iii) Change Order No. 3 in the amount of \$60,192.00. Members of the Board requested additional information relative to Change Order No. 1 and Change Order No. 2.

The Board next reviewed the following Pay Applications from De Leon Excavating, LLC: (i) Pay Application No. 4 for Green Oaks at Green Meadows Phase 1 (Phase 10) in the amount of \$174,271.91; (ii) Pay Application No. 2 in the amount of \$708,050.95 for the Green Meadows Tract 3A and Carey Road Improvements project; and (iii) Pay Application No. 2 in the amount of \$313,995.15 for Green Meadows Tract 5 Improvements project.

Following a discussion, Director Cates moved that the Board (i) approve the Engineer's Report; (ii) approve all Pay Applications as presented; (iii) approve Change Order No. 1 as presented; and (iv) defer approval of Change Order Number 2 and 3 pending further review by BGE. Director Fernandez seconded said motion, which carried unanimously.

5. Developer's Report. Next, the Board heard a general update from the District's engineer relative to the overall development and plans for hardscape, landscape and lift station projects.

6. Cost Sharing Agreement for Operation and Maintenance expenses. Mr. Martin described the methodology for implementation of said agreement to include regular yearly review and revision of relevant data, allocations, or procedural guidelines. The Board deferred action on the matter.

7. Ratify and approve Right of Entry, Possession, and Use Agreement by and between the District and Don F. Kendall, Trustee of the Kendall Living Trust. Mr. Martin reviewed said agreement with the Board, a copy of which is attached hereto as Exhibit "B". Following a discussion, Director Fernandez moved that the Board ratify and approve said agreement. 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. 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 Baker seconded said motion, which carried unanimously.

There being no further business to conduct, Director Fernandez moved that the meeting be adjourned at 8:58 a.m. Director Cates seconded said motion, which carried unanimously. The Board adjourned until further call.

APPROVED AND ADOPTED this 25th day of August, 2025.



Secretary

(DISTRICT SEAL)

