

MINUTES OF MEETING
OF THE
BOARD OF DIRECTORS

THE STATE OF TEXAS §

COUNTY OF ROCKWALL §

ROCKWALL COUNTY MUNICIPAL UTILITY DISTRICT NO. 8 §

The Board of Directors (the "Board") of Rockwall County Municipal Utility District No. 8 (the "District") met in special session, open to the public, on Tuesday, December 16, 2025, at 1549 Laguna Drive, Rockwall, Texas 75087, an official meeting place outside the boundaries of the District, for which notice was given as required by Chapter 551, Texas Government Code, and Chapter 49, Texas Water Code.

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

Linda Nelson	President
Connie Christensen	Vice President
Ginger Bramlett	Secretary
Renee Espinoza	Treasurer/Assistant Secretary
Karen Parker	Assistant Secretary

All members of the Board were present at the commencement of the meeting, with the exception of Director Christensen and Director Espinoza, thus constituting a quorum. Also present were Mr. Michael Others of McCall Gibson Swedlund Barfoot Ellis PLLC, the District's auditor; Ms. Sarah Tinsley of Kimley-Horn, the District's Engineer; Mr. Josh Dennison of Scarborough Lane Development, Inc., a developer of lands in the District; Ms. Wendy Randall of Dye & Toverly, LLC, the District's Bookkeeper; and Ms. Taylor Elliott, attorney, and Ms. Linda J. Proctor, paralegal, each of Winstead PC, the District's attorney. Mr. James Mabrey, a developer of lands in the District, joined the meeting by phone.

1. The meeting was called to order at 4:15 p.m.
2. Public communication and comment. Hearing none, Director Nelson moved that the Board close the public communication and comment session of the meeting. Director Bramlett seconded said motion, which carried unanimously.
3. Minutes of August 26, 2025, Board of Directors Meeting. Following a discussion, Director Bramlett moved that the Board approve the minutes of the August 26, 2025, meeting, as transcribed. Director Parker seconded said motion, which carried unanimously.
4. Annual Financial Report. Mr. Others presented to and reviewed with the Board the Annual Financial Report of the District for the year ended August 31, 2025 (the "Audit"), a copy of which is attached hereto as Exhibit "A". Following a discussion, Director Parker moved that

the Board accept the Audit, subject to final comments from the District's consultants. Director Nelson seconded said motion, which carried unanimously

5. Financial Advisor's Report. No formal report was heard.

6. Consider Discussion Related to the District's Proposed Unlimited Tax Road Bonds, Series 2026. Ms. Elliott advised that the developers are working with the District's financial advisor on the final development costs in preparation of the District's potential sale of Unlimited Tax Road Bonds, Series 2026 next year. No formal action was taken by the Board.

7. Engineer Report. Ms. Tinsley presented and reviewed with the Board an engineering report dated December 16, 2025, a copy of which is attached hereto as Exhibit "B". Ms. Tinsley updated the Board with regard to engineering and construction within the District, reporting that construction of 7-Eleven No. 66 is near completion. Ms. Tinsley then recommended that the Board approve the following pay applications:

- Pay Application No. 3, in the amount of \$136,705.50, from A T Construction, LLC, under the contract for 7-Eleven No. 66 & Ben Payne Road in Modus Woodcreek.

- Pay Application No. 1, in the amount of \$237,249.00, from A T Construction, LLC, under the contract for 7-Eleven No. 66 & Ben Payne Road in Modus Woodcreek.

- Pay Application No. 2, in the amount of \$115,113.60, from A T Construction, LLC, under the contract for 7-Eleven No. 66 & Ben Payne Road in Modus Woodcreek.

- Pay Application No. 3, in the amount of \$55,408.50, from A T Construction, LLC, under the contract for 7-Eleven No. 66 & Ben Payne Road in Modus Woodcreek.

- Pay Application No. 4, in the amount of \$56,729.70, from A T Construction, LLC, under the contract for 7-Eleven No. 66 & Ben Payne Road in Modus Woodcreek.

- Pay Application No. 5, in the amount of \$274,144.50, from A T Construction, LLC, under the contract for 7-Eleven No. 66 & Ben Payne Road in Modus Woodcreek.

Following a discussion, Director Nelson moved that the Board approve all pay applications as presented and (ii) approve the Engineer's report as presented. Director Bramlett second said motion, which carried unanimously.

8. Developers' Reports. No formal report was heard from Mr. Mabrey. Mr. Dennison informed the Board that sales are going well in Phases 8 and 5. No formal action was taken by the Board.

9. Consider Ratification of District's Consent to Assignment and Assumption Agreement for the Construction and Purchase of Facilities and Assignment of Reimbursements (the "Assignment"). Ms. Elliott discussed with the Board the assignment by Shops at Ben Payne, LLC, a Texas limited liability company, to Shops at Ben Payne, LLC, a Delaware limited liability company, and recommended the Board ratify the District's execution of the Consent to the Assignment, a copy of which is attached hereto as "Exhibit "C". Following a discussion, Director Bramlett moved that the Board approve and ratify the District's execution of the Consent to the Assignment. Director Parker seconded said motion, which carried unanimously.

10. Bookkeeping Report. Ms. Randall reviewed with the Board copies of a Bookkeeper's Report dated December 16, 2025, a copy of which is attached hereto as Exhibit "D". Following a discussion, Director Parker moved that the Board (i) approve the bookkeeping report, (ii) authorize payment of bills presented by checks drawn on the District's accounts, and (iii) approve the investment of funds as recommended by the District's Bookkeeper. Director Nelson seconded said motion, which carried unanimously.

11. Arbitrage Compliance Specialists, Inc. ("ACS") Report. No formal report was heard. Ms. Elliott advised that the District had positive yields resulting in a payment due to the Internal Revenue Service, in the amount of \$509.66, and recommended that the Board approve ACS to remit such payment to and file Form 8038-T with the Internal Revenue Service on behalf of the District. Following a discussion, Director Nelson moved that the Board approve ACS to remit the required payment to and file the required form(s) with the Internal Revenue Service on behalf of the District. Director Parker seconded said motion, which carried unanimously.

12. Supplemental Agenda to Call Directors Election for May 2, 2026. Ms. Elliott discussed the matter with the Board, noting that terms of office for three (3) Directors will expire on May 2, 2026, and that it would be appropriate at this time to call a Directors Election. Following a discussion, Director Bramlett moved that the Board adopt an Order Calling Directors Election, a copy of which is attached hereto as Exhibit "E". Director Parker seconded said motion, which carried unanimously.

There being no further business to conduct, Director Bramlett moved that the meeting be adjourned at 4:38 p.m. Director Parker seconded said motion, which carried unanimously.

[SIGNATURE PAGE FOLLOWS]

APPROVED AND ADOPTED this 17th day of March, 2026.



Dinger Bramlett
Secretary, Board of Directors