

**MINUTES OF THE ORGANIZATIONAL MEETING  
OF THE  
BOARD OF DIRECTORS**

THE STATE OF TEXAS §

COUNTY OF ELLIS §

BLUEBONNET HILLS MUNICIPAL MANAGEMENT DISTRICT NO. 1 §

The temporary Board of Directors (the “Board”) of Bluebonnet Hills Municipal Management District No. 1 (the “District”) met in organizational session, open to the public, at 32°29'26.55"N 97°01'38.34"W in Ellis County, Texas, within the boundaries of the District, on January 29, 2026, and the roll was called of the members of the Board to-wit:

Jake Weaver  
Cassie Wagner  
Dylan Suhy  
Melanie Wright  
Haley Sheffield

All members of the Board were present at the commencement of the meeting with the exception of Director Suhy and Director Wagner, thus constituting a quorum. Also present were: Mr. Ross Martin, attorney, and Ms. Amy Bieber, paralegal, each of Winstead PC; Ms. Patti Clay of Dye & Toverly, LLC (“D&T” or “Bookkeeper”); Mr. Robert Alvis of Westwood Professional Services (“Westwood”); Mr. Ryan Nesmith of Robert W. Baird & Co., Inc. (“Baird”); Mr. Ty Young of Skorburg Company, a developer of lands within the District; and Mr. Michael Uhrick and Mr. Scotch Gorman, members of the public.

The meeting was called to order at 4:45 p.m.

1. Consideration was first given to the review of Senate Bill 3048 of the 89<sup>th</sup> Texas Legislature creating Bluebonnet Hills Municipal Management District No. 1, a copy of which is attached hereto as Exhibit “A”. The Board recognized Mr. Ross Martin of Winstead PC. Mr. Martin stated that the Board of Directors was conducting its first meeting since the creation of the District. Next, Mr. Martin noted the above slate of temporary Directors were appointed by the Legislature. Finally, Mr. Martin summarized the purpose and provisions of the District, including a brief overview of laws governing the District. No formal action was taken by the Board.

2. Next, Mr. Martin reported that Director Suhy and Director Wagner have submitted their written notice of resignation to the Board and noted that Mr. Michael Uhrick and Mr. Scotch Gorman expressed their desire to serve on the Board of Directors. Following a discussion, Director Weaver moved that the Board (i) accept the resignation of Director Suhy and Director Wagner; (ii) appoint Mr. Michael Uhrick and Mr. Scotch Gorman to the Board of Directors to serve for the remainder of the unexpired terms; and (iii) adopt orders regarding the same. Director Wright seconded said motion, which carried unanimously.

3. Consideration was next given to the administration of Statement of Officer Forms and Oaths of Office to Directors. Mr. Martin confirmed that the temporary Directors in attendance have executed their respective Statement of Officer and Oath of Office forms. Consideration was next given to the review of Conflict of Interest Questionnaire form for Local Government Officials. Mr. Martin discussed the purpose of said questionnaire, noting instructions for completion of same, if applicable, to comply with Chapter 176 of the Texas Government Code. Next, consideration was given to government training requirements pursuant to Chapter 551 of the Texas Government Code. Mr. Martin stated that members of the Board are subject to the Open Meetings Act, and the Public Information Act, and will be required to participate in an educational training session provided through the Texas Attorney General's office. Finally, consideration was given to the election of officers. Following a discussion and motion by Director Wright, seconded by Director Weaver and unanimously carried, the following slate of officers was elected:

Jake Weaver	President
Melanie Wright	Vice President
Haley Sheffield	Secretary
Scotch Gorman	Assistant Secretary
Michael Uhrick	Assistant Secretary

4. Consideration was next given to an insurance proposal, approval of placement of Directors and Officers liability insurance, bonds, and other insurance. Mr. Martin informed the Board that they had secured a proposal for the bonds for the Directors and public employees (consultants of the District) and Directors and Officers liability insurance from McDonald & Wessendorff Insurance. A copy of the insurance proposal summary is attached hereto as Exhibit "B". Following a discussion, Director Weaver moved that the Board approve and accept the insurance proposals as discussed. Director Wright seconded said motion, which carried unanimously.

5. Consideration was next given to the approval of an engagement letter with Winstead PC to serve as the District's general counsel and bond counsel. At this time, Mr. Martin presented to and reviewed with the Board copies of a proposed engagement letter with Winstead PC. Mr. Martin reviewed the scope of services and fees related to same. The Board next reviewed a Resolution Approving Contingent Fee Contract related the engagement of Winstead PC, a copy of which is attached hereto as Exhibit "C". Following a discussion, Director Weaver moved that the Board (i) approve the engagement letter with Winstead PC to serve as the District's general and bond counsel; and (ii) adopt the Resolution as presented. Director Wright seconded said motion, which carried unanimously.

6. Consideration was next given to the adoption of a District Seal. Mr. Martin discussed the matter with the Board, noting that it was necessary to adopt a District Seal, circular in shape with the name of the District around a five-point star. Following a discussion, Director Uhrick moved that the Board (i) adopt the seal of the District, an impression of which is reflected on Exhibit "D" attached hereto; and (ii) authorize the Board Secretary, Assistant Secretary or records manager to affix said Seal to a District instrument as required. Director Wright seconded said motion, which carried unanimously.

7. Consideration was next given to the engagement of Westwood to serve as the District's engineer. The Board recognized Mr. Alvis, who presented to and reviewed with the Board copies of a Proposal and Agreement for Professional Civil Engineering Services, a copy of which is attached hereto as Exhibit "E". Following a discussion, Director Uhrick moved that the Board (i) approve the engagement of Westwood for engineering services; and (ii) authorize the Board President to execute same. Director Weaver seconded said motion, which carried unanimously.

8. Consideration was next given to the engagement of Baird to serve as the District's financial advisor. The Board recognized Mr. Nesmith, who presented to and reviewed with the Board copies of a proposed contract for municipal advisory services, a copy of which is attached hereto as Exhibit "F". Following a discussion, Director Weaver moved that the Board (i) approve the engagement of Baird for municipal advisory services; and (ii) authorize the Board President to execute same. Director Uhrick seconded said motion, which carried unanimously.

9. Consideration was next given to the engagement of D&T to serve as the District's bookkeeper. The Board recognized Ms. Clay, who reviewed a proposed engagement letter for bookkeeping services, a copy of which is attached hereto as Exhibit "G", and a proposed engagement letter for preparation and filing of the District's annual financial report, a copy of which is attached hereto as Exhibit "H". Following a discussion, Director Wright moved that the Board (i) approve the engagement of D&T for bookkeeping services; and (ii) approve the engagement of D&T for preparation and filing of the District's annual financial report. Director Uhrick seconded said motion, which carried unanimously.

10. Consideration was next given to designating a depository bank and authorize opening of District operating accounts, and execution of required account documents, including signature cards and related bank resolutions, and the Board reviewed a Resolution Designating Depositories and Establishing District Investment Accounts for Deposit of District Funds, a copy of which is attached hereto as Exhibit "I". Following a discussion, Director Uhrick moved that the Board (i) authorize the Bookkeeper to designate PlainsCapital Bank as a depository bank for the District's operating account; (ii) secure all required signature cards and related banking institution resolutions as may be required; and (iii) approve the Resolution Designating Depositories and Establishing District Investment Accounts for Deposit of District Funds as presented. Director Sheffield seconded said motion, which carried unanimously.

11. The Board next recognized Ms. Clay, who presented to and reviewed with the Board a bookkeeping report dated January 29, 2026, a copy of which is attached hereto as Exhibit "J". Following a discussion, Director Weaver moved that the Board (i) approve the bookkeeping report; and (ii) authorize the payment of bills listed thereon. Director Wright seconded said motion, which carried unanimously.

12. Consideration was next given to the review and approval of an Agreement for the Construction of Improvements and Reimbursement of Advances by and between the District and Bluebonnet SF Holdings, Ltd., a copy of which is attached hereto as Exhibit "K", and an Agreement for the Construction of Improvements and Reimbursement of Advances by and among the District, Bluebonnet Phase I SF, Ltd., and Bluebonnet SF Holdings, Ltd., a copy of which is attached hereto

as Exhibit "L". Following a discussion, Director Weaver moved that the Board approve said Agreement as presented. Director Wright seconded said motion, which carried unanimously.

13. Consideration was next given to the review and approval of a District Information Form, a copy of which is attached hereto as Exhibit "M". Mr. Martin discussed the matter with the Board, noting that pursuant to Texas Water Code Section 49.455, the District is required to prepare and submit same for filing with Ellis County, Texas, and the Texas Commission on Environmental Quality ("TCEQ"). Following a discussion, Director Weaver moved that the Board (i) adopt the District Information Form as presented; and (ii) authorize District counsel to file same with the property records of Ellis County, Texas, and the TCEQ. Director Wright seconded said motion, which carried unanimously.

14. The Board next considered an Order Adopting Section 49.2731 Electronic Bidding Rules, a copy of which is attached hereto as Exhibit "N". Mr. Martin explained that the adoption of electronic bidding rules as allowed by the Texas Water Code would allow the District's engineers to accept electronic bids for construction projects. Following a discussion, Director Weaver moved that the board adopt the Order as presented. Director Wright seconded said motion, which carried unanimously.

15. Consideration was next given to an Order Adopting an Investment Policy and Designating an Investment Officer, a copy of which is attached hereto as Exhibit "O". Mr. Martin discussed the matter with the Board and proposed that the Board appoint the Bookkeeper for the District to serve as the investment officer. Following a discussion, Director Weaver moved that the Board (i) adopt the Order Adopting an Investment Policy and Designating an Investment Officer; (ii) appoint the Bookkeeper as investment officer for the District; and (iii) authorize the Board President to execute said Order and the Board Secretary to attest to same. Director Wright seconded said motion, which carried unanimously.

16. The Board next considered a Resolution Adopting Prevailing Wage Rate Scale for Construction Projects, a copy of which is attached hereto as Exhibit "P". Mr. Martin explained that the District is required to adopt minimum wage rates in compliance with the Department of Labor, and the proposed wage rates match those of Ellis County. Following a discussion, Director Weaver moved that the Board approve the Resolution as presented. Director Wright seconded said motion, which carried unanimously.

17. The Board next considered an Order Designating Offices Outside the District, a copy of which is attached hereto as Exhibit "Q". Mr. Martin noted that the District is required to designate office and meeting locations pursuant to Texas Water Code Section 49.062. Following a discussion, Director Weaver moved that the Board (a) authorize office locations on behalf of the District as described in the Order; (ii) adopt the Order as presented; and (iii) authorize publication of notice of said office locations as required by law. Director Wright seconded said motion, which carried unanimously.

18. Consideration was next given to a Resolution Designating Posting Location of Meeting Notices, noting that the District is required to specify such location within the boundaries of the District pursuant to Texas Water Code Section 49.063. A copy of said Resolution is attached

hereto as Exhibit "R". Following a discussion, Director Weaver moved that the Board adopt the Resolution as presented. Director Wright seconded said motion, which carried unanimously.

19. Consideration was next given to an Order Adopting Code of Ethics, Travel Expense Policy, and Procedures for Selection and Review of Consultants, Policies Concerning the Use of Management Information Including the Formation of an Audit Committee, Selection of a Fiscal Year-End and Certain Other Matters, a copy of which is attached hereto as Exhibit "S". Mr. Martin reviewed said Order and related policies with the Board, and recommended that the Board adopt a fiscal year end at this time. Following a discussion, Director Weaver moved that the Board (i) adopt the Order as presented; (ii) authorize the Board President to execute said Order and the Board Secretary to attest to same; and (iii) adopt September 30 as the District's fiscal year end. Director Wright seconded said motion, which carried unanimously.

20. Consideration was next given to an Order Establishing a Records Management Program and Appointing Records Management Officer, a copy of which is attached hereto as Exhibit "T". Mr. Martin discussed the matter with the Board, noting that Winstead PC will be responsible for the storage and maintenance of all District records, and further proposed that the Board appoint Ms. Amy Bieber, Paralegal, to serve as the records management officer. Following a discussion, Director Weaver moved that the Board (i) adopt the Order Establishing a Records Management Program and Appointing Ms. Amy Bieber as Records Management Officer; (ii) authorize the Board President to execute said Order and the Board Secretary to attest to same; and (iii) authorize the filing of said Order with the Texas State Library and Archives Commission. Director Wright seconded said motion, which carried unanimously.

21. The Board next considered the supplemental agenda. Mr. Martin presented to and reviewed with the Board an Order Approving Engineer's Report and Calling Confirmation and Directors Election, Utility Bond Election, Utility Refunding Bond Election, Road Bond Election, Road Refunding Bond Election, and Maintenance Tax Election, a copy of which is attached hereto as Exhibit "U". Following a discussion, Director Weaver moved that the Board (i) approve the order as presented; (ii) authorize distribution of the Notice of Election; and (iii) authorize the District to contract with Ellis County for election services. Director Wright seconded said motion, which carried unanimously.

There being no further business to conduct, Director Weaver moved that the meeting be adjourned at 4:49 p.m. Director Wright seconded said motion, which carried unanimously. The Board adjourned until further call.

*[Signature page follows]*

APPROVED AND ADOPTED this 7<sup>th</sup> day of April, 2026.



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Haley Sheffield, Secretary  
Board of Directors  
Bluebonnet Hills Municipal Management District No.  
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THE STATE OF TEXAS §

COUNTY OF ELLIS §

BLUEBONNET HILLS MUNICIPAL MANAGEMENT DISTRICT NO. 1 §

I, the undersigned Assistant Secretary of the temporary Board of Directors of Bluebonnet Hills Municipal Management District No. 1, certify that the attached and foregoing is a true and correct copy of the MINUTES OF THE ORGANIZATIONAL MEETING OF THE BOARD OF DIRECTORS of the District; the original of which is on file in the District's office.

WITNESS MY HAND AND THE OFFICIAL SEAL OF THE DISTRICT this 7<sup>th</sup> day of April, 2026.



*Haley Sheffield*

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Haley Sheffield, Secretary  
Board of Directors  
Bluebonnet Hills Municipal Management District No.  
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