ORGANIZATIONAL MINUTES OF MEETING
OF THE
BOARD OF DIRECTORS

THE STATE OF TEXAS §

COUNTY OF LIBERTY §

BAYOU BELLE MUNICIPAL MANAGEMENT DISTRICT NO. 1 §

The Board of Directors (the "Board" or the "Board of Directors") of Bayou Belle Municipal Management District No. 1 (herein "District") met in special session, open to the public, at Whitewing Road approximately 2,900 feet west of the intersection of Whitewing Road and Hatcherville Road within the boundaries of the District on September 22, 2025, and the roll was called of the members of the Board to-wit:

Remard Mason
Anthony Hernandez
Dez Carson
Kye Sampson
Kyle Clarke

All members of the Board were present except Director Clarke and Director Sampson. All directors present at the time a vote was taken, voted on all items that came before the Board. Also present were Mr. Justin Cox, attorney for the District, of Winstead PC (here in "Winstead"); Mr. Jake Terry and Ms. Leslie Cook, financial advisor for the District, of RBC Capital Markets, Inc., Mr. Jorge Diaz, bookkeeper for the District, of McLennan & Associates, Mr. Alfonso Castrejon, engineer for the District, of EHRA Engineering (herein "EHRA"), Logan Marchman, developer for the District, of Marchman Investment Real Estate, LLC (herein "Developer").

1. The Board called for public communications comments. None being heard, the Public Comment session was closed and the Board proceeded to the next item of business.

2. Mr. Cox presented the Board with a certified copy of Legislation, (H.B. 5680), 89th Session of the Texas Legislature, (Regular Session), that created the District and stated the boundaries. After a brief discussion, the Board unanimously acknowledged said Legislation. .

3. Mr. Cox presented the Board with Statements of Officer forms and Oaths of Office for execution. After a brief discussion, Mr. Mason, Mr. Hernandez, and Mr. Carson executed Statements of Officer forms and were administered Oaths of Office for execution.

4. Mr. Cox addressed the election of a President, Vice President, Secretary and two Assistant Secretaries for the Board of Directors as provided by law. Following full discussion and,

upon motion by Director Carson, seconded by Director Mason and unanimously carried, the following slate of officers were elected:

Remard Mason	President
Anthony Hernandez	Vice President
Dez Carson	Secretary
Kye Sampson	Assistant Secretary
Vacant	Assistant Secretary

5. Mr. Cox received a copy of Director Clarke's resignation letter and presented it to the Board. The Board unanimously acknowledged receipt of Director Clarke's resignation letter. Following a discussion, the Board and Mr. Cox were unable to move forward on agenda items 5, 6, and 7 as there was not a new Director to appoint at this time. Mr. Cox noted to the Board that these items would remain on the agenda to be approved for the next regular Board meeting.

6. The Board deferred action to fill the vacancy on the Board until such time as a qualified person desires to fill the vacancy created by Director Clarke's resignation.

7. The Board deferred action on assigning a new Assistant Secretary until such time as a new director is appointed to fill the vacancy created by Director Clarke's resignation.

8. Mr. Cox then presented the Board with the training requirements for Directors pursuant to the Texas Open Meetings Act and Texas Public Information Act, and the procedures for compliance with same. Mr. Cox noted that the Directors would be required to complete certain on-line government training courses pursuant to Chapter 551 of the Texas Government Code and that more details would follow. It was also noted that the Directors will have ninety (90) days to comply.

9. Mr. Cox presented the Board with the proposal for the necessary bonds for the directors and public employees (consultants of the District) as well as directors' and officers' liability insurance received from McDonald & Wessendorff Insurance. Following a review of said proposal pertaining to the required bonds and the directors' and officers' liability policy, a motion was made by Director Carson, seconded by Director Mason, and unanimously carried, that the insurance proposals for such coverage and bonds be approved and accepted.

10. Mr. Marchman then presented to the Board, a brief overview of the plans for the District.

11. The Board deferred action on a reimbursement agreement between District and Daybrook Estates LLC.

12. Mr. Cox presented to and reviewed with the Board, copies of a proposed Engagement Letter with Winstead. Mr. Cox reviewed the scope of services and fees related to same, and presented to and reviewed with the Board a Resolution Approving Contingent Fee Contract. Upon motion by Director Carson, seconded by Director Mason and unanimously carried, the Board approved the Resolution Approving the Contingent Fee Contract. In addition, upon motion by

Director Carson, seconded by Director Mason and unanimously carried, the Board approved the Engagement Letter retaining Winstead as legal counsel for the District.

13. Mr. Cox then reviewed an Agreement for Professional Engineering Services from EHRA to serve as the District's engineer, and following a review of said agreement and discussion thereof, and upon motion by Director Carson, seconded by Director Mason and unanimously carried, the Board approved said agreement.

14. The Board was then presented with a Municipal Advisor Agreement for the purposes of retaining RBC Capital Markets, LLC as the District's Financial Advisor. After a full discussion, and upon motion by Director Carson, seconded by Director Mason and unanimously carried, the Board approved said agreement.

15. The Board reviewed an Engagement Letter and separate Bookkeeping Services Agreement with McLennan & Associates to serve as bookkeeper for the District. Qualifications for such firm were outlined and discussed with the Board. Following such review and discussion, upon motion by Director Carson, seconded by Director Mason and unanimously carried, the Board approved such Engagement Letter and Agreement for Bookkeeping Services with McLennan & Associates and the opening of any necessary District banking accounts.

16. Mr. Cox presented the Board an Order Adopting Electronic Bidding Rules for review and consideration. After a full discussion, and upon motion by Director Carson, seconded by Director Mason, and unanimously carried, said Order was approved.

17. Upon motion by Director Carson, seconded by Director Mason and unanimously carried, the Board authorized the opening of a District operating account at Regions Bank and directed that the necessary resolutions and signature cards be executed to formally open such account and to further work with the developer in connection with securing an operating advance for such account.

18. The Board then discussed and took action ratifying any and all prior actions taken and expenses incurred on behalf of the District. Director Carson made said motion, which was seconded by Director Mason, and unanimously carried.

19. The Board was then presented with a Resolution Adopting Prevailing Wage Rage Scale for Construction Projects. After a brief discussion, and upon motion by Director Carson, seconded by Director Mason, the Board unanimously approved the Resolution Adopting Prevailing Wage Rate Scale for Construction Projects and authorized any filing, as may be necessary, with regard thereto.

20. The Board reviewed an Order Designating Office Locations Outside of District and, upon motion by Director Carson, seconded by Director Mason and unanimously carried, the Board adopted said Order, authorized that the Order be provided to the Texas Commission on Environmental Quality and authorized publication of the Order in a newspaper of general circulation within the District.

21. Then, Mr. Cox presented the Board with a Resolution Designating Location in District to Post Notices of Meetings for their consideration and approval. After a full discussion, and upon a motion by Director Carson, seconded by Director Mason, and unanimously carried, said Resolution was approved.

22. The Board was presented with an impression of the proposed seal of the District, circular in shape with the name of the District around a five-point star. Upon motion by Director Carson, seconded by Director Mason and unanimously carried, the Board adopted such seal for the District.

23. The Board next reviewed an Order Adopting Code of Ethics, Travel Expense Policy and Establishment of Maximum Annual Fees of Office, and Procedures for Selection and Review of Consultants, Policies Concerning the Use of Management Information Including the Formation of an Audit Committee, Investment Policy, Selection of a Fiscal Year and Certain Other Matters. In connection with review of such policies, Mr. Cox explained various provisions of the Open Meetings Law to the Board as relates to the Board members discussion of District business. In addition, it was confirmed that the Board would select September 30th at its fiscal year end. Following a full review and motion by Director Carson, seconded by Director Mason and unanimously carried, the Board approved said Order.

24. The Board reviewed the Order Establishing Records Management Program and Appointing Records Management Officer. Following a full review, upon motion by Director Carson, seconded by Director Mason and unanimously carried, the Board approved said Order.

25. Mr. Cox discussed with the Board the need to create a District website to house various election documents as well as meeting notices and minutes, tax-related documents and budget information, at such time that information is relevant and available, and after a brief discussion and upon motion by Director Carson, seconded by Director Mason, the Board unanimously approved creation of a District website by Winstead.

26. Mr. Cox then presented to the Board a request to purchase and install District name signs. After a brief discussion, and upon motion by Director Carson, seconded by Director Mason, and unanimously carried, the authorization of purchase and install of District name signs was approved.

27. It was agreed upon that the next Board meeting is to be determined, but it will be held in the same location, ERHA.

28. There being no further business to conduct, Director Carson moved that the meeting be adjourned, which motion was seconded by Director Mason, and unanimously approved, and the Board adjourned.

APPROVED AND ADOPTED this 30th day of July 2026.

BAYOU BELLE MUNICIPAL MANAGEMENT
DISTRICT NO. 1

____
~~Dez Carson, Secretary~~ Kye Sampson, Asst. Secretary
Bayou Belle Municipal Management District No. 1

(DISTRICT SEAL)

THE STATE OF TEXAS §

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BAYOU BELLE MUNICIPAL MANAGEMENT DISTRICT NO. 1 §

I, the undersigned Secretary of the Board of Directors of BAYOU BELLE MUNICIPAL MANAGEMENT DISTRICT NO. 1, certify that the attached and foregoing is a true and correct copy of the Organizational Minutes of the Meeting of the Board of Directors of the District; the original of said Minutes of which is on file in the District's office.

WITNESS MY HAND AND THE OFFICIAL SEAL OF THE DISTRICT this 30th day of July 2026.

~~Dez Carson, Secretary~~
Kyle Sampson, Asst. Secretary

(DISTRICT SEAL)