

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, June 16, 2026, 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. Also present were Mr. Scott Norris of Land Advisors, Ltd.; Mr. Jason Frey, P.E. of BGE, Inc., and Mr. Peter Christensen, P.E. of Wier & Associates, Inc.; Ms. Brandi Galindo of Dye & Toverly, LLC, the District's Bookkeeper; Ms. Sarah Landiak, attorney, and Ms. Genny Lutz, paralegal, of Winstead PC.

1. 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. Consideration was next given to public comments and communications. Hearing none, Director Fernandez moved that the Board close the public comment session of the meeting. Director Dean seconded said motion, which carried unanimously.

3. Consideration was next given to the review and approval of the Minutes of the May 19, 2026, Board of Directors meeting. Following a discussion, Director Cates moved that the Board approve the minutes as transcribed. Director Fernandez seconded said motion, which carried unanimously.

4. Consideration was next given to a hearing for exclusion of land. Ms. Landiak reviewed with the Board a Petition for Exclusion of Lands from the District ("Petition for Exclusion") submitted by OPP-Green Meadows, LP, a copy of which is attached hereto as Exhibit "A". Ms. Landiak stated that the exclusion of land is currently under review by District financial consultants relating to reimbursement obligations and recommended that the Board open the public hearing without further action. The hearing will remain open for the next Board of Directors

meeting. Following a discussion, Director Baker moved that the Board open the public hearing, noting the extension to the following Board of Directors meeting. Director Fernandez seconded said motion which carried unanimously.

5. Consideration was next given to an Order Excluding Land and Redefining Boundaries. Upon motion duly made, seconded and unanimously carried, the Board deferred action on the matter.

6. Consideration was next given to the review and approval of an Amended District Information Form. Upon motion duly made, seconded and unanimously carried, the Board deferred action on the matter.

7. Consideration was next given to the Engineer's Report, a copy of which is attached hereto as Exhibit "B". Mr. Frey summarized construction projects within the District. The Board next reviewed the following pay applications:

- Green Meadows Tract 3A and Carey Road Phase Two, Paving Improvements

Pay Application No. 9 from RPM xConstruction, LLC in the amount of \$245,170.13; and

- Green Meadows Master Infrastructure Hardscape Improvements

- Pay Application No. 3 from Waterton Construction Group, LLC in the amount of \$324,018.48 for hardscape improvements for the Green Meadows Infrastructure Hardscape Improvements.

Pay Application No. 3 from Superscapes, Inc. OpCo LLC in the amount of \$212,586.76 for the Green Meadows Infrastructure Landscape Improvements.

- Green Meadows Tract 4A Utility Improvements

Pay Application No. 2 from Blue Star Materials II, LLC DBA AHR Texas in the amount of \$288,797.40 for the Green Meadows Tract 4A utility improvements.

- Green Meadows Tract 5 Paving Improvements

Pay Application No. 7 from RPM xConstruction, LLC in the amount of \$439,009.34 for the Green Meadows Tract 5 paving improvements.

Pay Application No. 8 from RPM xConstruction, LLC in the amount of \$58,693.27 for the Green Meadows Tract 5 paving improvements.

- Green Meadows Tract 5 Utility Improvements

Pay Application No. 8 from Interstate Pipeline Utility Construction, LLC in the amount of \$26,275.50, subject to special conditions to be applied to the payment and disbursement of checks with builder to ensure release to subcontractors.

- Green Meadows Tract 3B Utility Improvements

Pay Application No. 1 in the amount of \$117,001.58.

- Green Meadows Tract 9A Utility Improvements

Pay Application No. 4 from Blue Star Materials, II, LLC DBA AHR in the amount of \$138,595.50.

- Green Meadows Tract 7 & 8, Phase 1 Utility Improvements

Pay Application No. 7 from Spiars Engineering and Acadia Services, LLC in the amount of \$905,992.06; and

Pay Application No. 8 from Spiars Engineering and Acadia Services, LLC in the amount of \$1,119,573.28.

The Board next reviewed the following change orders:

- Green Meadows Five Infrastructure Projects – Mario Sinacola & Sons Excavating, Inc.

Change Order No. 8 in the amount of \$24,000.00 (reimbursable) for installation of a concrete footer for Flexamat at Headwall;

Change Order No. 13 in the amount of \$39,459.36 (reimbursable) for asphalt repairs in the north and south major infrastructure;

Change Order No. 14 in the amount of \$46,966.00 (reimbursable) for solar signs and pavement striping;

Change Order No. 1 in the amount of \$84,059.60 (reimbursable) for revisions during design process and increase from 7” to 10” paving for Crutchfield Road and Smiley Road; and

Change Order No. 2 in the amount of \$24,432.00 (reimbursable) for Grant Oaks at Green Meadows Phase 1A (Tract 10) paving improvements. Frac Tanks required pursuant to Mustang Special Utility District water restrictions.

- Change Order No. 3 in the amount of \$25,123.50 (reimbursable) for the Grand Oaks at Green Meadows Phase 1A (Tract 10) paving improvements. A 4’ back of curb 10 mil poly is to be used as a moisture barrier.
- Change Order No. 4 in the amount of \$19,806.10 (reimbursable) for the Grand Oaks at Green Meadows Phase 1A (Tract 10) paving improvements to revise concrete welcome mats with added bands.

- Change Order No. 2 from Acadia Services, LLC and Spiars Engineering in the amount of \$3,837.76 (reimbursable) for the Green Meadows Tract 7 and 8 Phase 1 utilities to rework existing sanitary sewer water return manhole invert.
- Change Order No. 3 from Acadia Services, LLC in the amount of \$21,502.77 (reimbursable) for the Green Meadows Tract 7 and 8 Phase 1 utilities for additional water line, valves, tees and fire hydrants not included in original contract.
- Change Order No. 4 from Acadia Services, LLC and Spiars Engineering in the amount of \$7,294.34 (reimbursable) for the Green Meadows Tract 7 and 8 Phase 1 utilities to include an additional 48” reinforced concrete pipe, existing 48” reinforced concrete pipe connection, and 6” gate valve not included in the original contract.
- Change Order No. 5 from Acadia Services, LLC and Spiars Engineering in the amount of \$229,391.23 (reimbursable) for the Green Meadows Tract 7 and 8 Phase 1 utilities to for additional water improvement design changes.

Next, the Board considered a request to approve the final plat of Green Meadows Tract 5, noting that the district owns a portion of said tract of land.

Finally, the Board reviewed the following instruments for approval: (i) Dedication of 60 foot wide right-of-way from Celina 6, LP to the District; (ii) Dedication of variable width right-of way from North Celina, LP to the District; (iii) Dedication of variable width right-of-way from GM-Celina, LP to the District; and (iv) Dedication of variable width right-of-way from Opp-Green Meadows, LP.

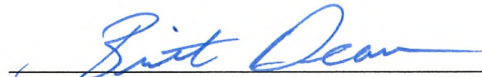
Following a discussion, Director Fernandez moved that the Board (i) approve the Engineer’s Report; (ii) approve all pay applications and change orders, noting special conditions to be applied to Pay Application No. 8 from Interstate Pipeline Utility Construction, LLC in the amount of \$26,275.50 for utility improvements in Green Meadows Tract 5; (iii) approve the final plat for Green Meadows Tract 5; and (iv) approve dedicated right of way instruments from Celina 6, LP, North Celina, LP, GM-Celina LP and Opp-Green Meadows, LP. Director Dean seconded said motion, which carried unanimously.

8. Consideration was next given to the developer’s report. The Board reviewed drone footage of construction and development within the District. No formal action was taken by the Board.

9. Bookkeeper's Report. Ms. Galindo 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 9:26 a.m. Director Dean seconded said motion, which carried unanimously. The Board adjourned until further call.

APPROVED AND ADOPTED this 21st day of July, 2026.



Secretary

