

MINUTES OF SPECIAL MEETING
EAST MONTGOMERY COUNTY IMPROVEMENT DISTRICT
December 20, 2024

THE STATE OF TEXAS §
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COUNTY OF MONTGOMERY §

The Board of Directors of East Montgomery County Improvement District (the “District”) met in Special Session, open to the public, on the 20th day of December, 2024, at 12:00 p.m., at The Atrium Center, Room 105, 21575 US Hwy. 59 North, New Caney, Texas, in accordance with the duly posted notice of meeting, and the roll was called of the duly constituted member of said Board of Directors, as follows:

Brenda Webb	Chairperson
Stephen Carlisle	Vice Chair
Katherine Persson	Secretary
Leonard Rogers	Assistant Secretary
Elizabeth Mullane	Treasurer/Investment Officer
Ronald Willingham	Assistant Treasurer
Crystal Moore	Director
Fred Wetz	Director

and all of said persons were present, except Director Mullane, thus constituting a quorum.

Also present were Mr. Frank McCrady, Ms. Kelley Mattlage, Mr. Greg Phipps and Ms. Kara Richardson

The Chair called the meeting to order and announced that a quorum was present.

As the first order of business, the Board deferred questions and comments from members of the audience after Chair Webb stated that no one had signed up to speak.

The Board next considered a report on the activities and real property transactions within the Industrial Park.

The Board next considered the approval of a Purchase and Sale Agreement (“PSA”) with incentives relative to the sale of land in the Industrial Park (“IP”) to Milestone Metals (“MM”) or assignees. He then presented the executed Form 1295 from MM. After discussion, Director Carlisle moved to approve the PSA with MM and to authorize the Chair and/or President/CEO to take all actions necessary to close on the transaction. Director Wetz seconded the motion, which passed unanimously.

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The Board next considered the approval of a PSA with incentives relative to the sale of land in the Industrial Park to Master Fans de Mexico (“Master Fans”) or assignees. He then presented the executed Form 1295. After discussion, Director Wetz moved to approve the PSA with Master Fans and to authorize the Chair and/or President/CEO to take all actions necessary to close on the transaction. Director Carlisle seconded the motion, which passed unanimously.

The Board next considered the approval of a PSA with incentives relative to the sale of land in the Industrial Park to KT Capital Assets (“KT”) or assignees. Mr. McCrady stated that KT currently operates an eggroll production facility in Temple, Texas, and KT now wants to start making its own eggroll wrappers, but its current location is too small to accommodate a production facility for same. He stated that KT is interested in moving the operations to the Industrial Park. After discussion, Director Persson moved to approve the PSA with KT and authorize the Chair and/or President/CEO to take all actions necessary to close on the transaction. Director Willingham seconded the motion, which passed unanimously.

The Board next considered the status of and take appropriate action related to the purchase of land for the conference center, parking garage, hotel and the extension of infrastructure including approval of the Declarations, the Development Agreement and the Second Amendment to the Contract for Sale between the District and Valley Ranch Town Center Holdings, Ltd. (“VRTC”) relative to the extension of closing deadline. Mr. McCrady reminded the Board that VRTC requested to extend the deadline to close on the land until January 9, 2025. Ms. Richardson also presented a Resolution of Authority (“Resolution”) authorizing the President/CEO of the District to: (1) act on behalf of the Board and District to execute all closing documents required in connection with the purchase of the subject and (2) act on behalf of the Board and District to execute and approve all documents related to the Convention Center Project including construction contracts and change orders related thereto and all other documents related to same. After discussion, Director Wetz moved to approve the Declarations, the Development Agreement, Second Amendment to the Contract for Sale between the District and VRTC, and all other closing documents, and to approve Resolution, with the caveat that such Resolution prohibit the President/CEO to approve any changes in the construction contract related to the convention center that exceed \$100,000 without the Board’s prior consent. Director Moore seconded the motion, which passed unanimously.

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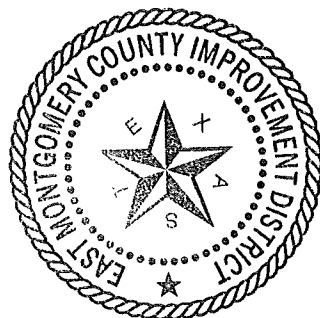
The Board next considered the status the approval and execution of a construction contract with SpawGlass Construction Corp. (“SG”), the selected Construction Manager at Risk, for the construction of the Convention Center and related appurtenances. Mr. Phipps reported that the Total Guaranteed Maximum Price under the proposed contract is in the amount of \$133,995,912, which includes \$116,703,966 for construction costs, \$4,500,000 for District contingency, \$2,500,000 in cash allowance for the District, \$3,309,699 for SG’s fee, \$3,731,628 for SG’s general conditions, and \$3,250,619 for SG’s project insurance. He stated that the construction contract is being finalized by Andrews Meyers and will be ready for execution by the parties the week of December 30th. Mr. Phipps stated that the land closing is scheduled to occur on January 9, 2024, and once the District closes on the land, JAC will issue the notice to proceed on January 10, 2024, with the official start date being January 20, 2025. He further stated that the project completion dated is scheduled for October 9, 2026. After discussion, Director Persson moved to approve the construction contract, as set out above, contingent upon finalization of the contract terms. Director Willingham seconded the motion, which passed unanimously.

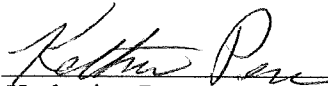
The Board next considered matters for possible placement on future agendas. Director Moore requested an item to discuss upcoming events.

The Board next discussed the potential groundbreaking of the East Montgomery County recreational park. Mr. Phipps stated that construction is scheduled to begin on January 20, 2025. Mr. McCrady suggested holding a formal groundbreaking event during the week of February 17, 2025.

There being no further business to come before the Board of Directors, the meeting was adjourned.

(SEAL)




Katherine Persson
Secretary, Board of Directors