

# O'HANLON, MCCOLLOM & DEMERATH

ATTORNEYS AND COUNSELORS AT LAW

808 WEST AVENUE  
AUSTIN, TEXAS 78701  
TELEPHONE: (512) 494-9949  
FACSIMILE: (512) 494-9919

**KEVIN O'HANLON**  
CERTIFIED, CIVIL APPELLATE  
CERTIFIED, CIVIL TRIAL

**LESLIE MCCOLLOM**  
CERTIFIED, CIVIL APPELLATE  
CERTIFIED, LABOR AND EMPLOYMENT  
TEXAS BOARD OF LEGAL SPECIALIZATION

**JUSTIN DEMERATH**

April 1, 2015

Local Government Assistance & Economic Analysis  
Texas Comptroller of Public Accounts  
P.O. Box 13528  
Austin, Texas 78711-3528

RE: Application to the Fort Stockton Independent School District from Buckthorn Solar  
LLC

**(First Qualifying Year 2016; First Year of Value Limitation 2017)**

To the Local Government Assistance & Economic Analysis Division:

By copy of this letter transmitting the application for review to the Comptroller's Office, the Fort Stockton Independent School District is notifying Buckthorn Solar of its intent to consider the application for appraised value limitation on qualified property should a positive certificate be issued by the Comptroller. The company has provided the schedules in both electronic format and paper copies. The electronic copy is identical to the hard copy that will be hand delivered. The Applicant has requested that the value limitation begin in the first full tax year after commercial operations, i.e., 2017.

The Applicant submitted the Application to the school district on February 23, 2015. The Board voted to accept the application on February 23, 2015. The application has been determined complete as of March 31, 2015. Please prepare the economic impact report.

## REQUEST FOR CONFIDENTIALITY

The Applicant has requested that the following portion of the Application be kept confidential:

- Section 9, Page 5 (detailing the project timeline);
- A portion of Tab 4, Project Description

- Tab 9 (the location of the land upon which the project will be built);and
- Tab 11 (the maps of the proposed project layout and location).

In accordance with 34 TAC 9.1053, the information that is the subject of this request is segregated from the materials submitted contemporaneously with this application, that is, the proprietary commercial information regarding the competitive siting decisions for the possible project and proprietary information regarding the proposed layout of the project. The confidential materials are being submitted separately to protect against unintended disclosure. The description of the investment timeline and the maps depicting the planned location of the project display proprietary commercial information regarding the specific location of the possible project and the nature of the business that will be conducted at the site. The materials are protected by the trade secret exception set forth in Texas Government Code §552.110. The determination of whether specific material is protected as a trade secret is a question of fact. While not defined in the statute, Texas has long recognized the definition of trade secrets set forth in the Restatement of Torts. See, *Hyde v. Huffings*, 314 S.W. 2d 763, 776 (Tex. 1957), cert denied, 358 U.S. 898 (1958). The Texas Attorney General's office has consistently applied the Restatement of Torts in determining whether information submitted to Texas governmental agencies is exempt from disclosure in response to Open Records requests under the "trade secret" doctrine. See e.g., Open Records Decision No. 652, pp. 3-5 (1997); See also, OR2002-2871 (May 28, 2002). The Restatement of Torts lists six factors to be utilized in determining whether material is, in fact a trade secret. These factors will be discussed below.

1. Extent to which information is known outside of BUCKTHORN;
2. Extent to which information is known by employees.
3. Security Measures.
4. Value of Information.
5. Effort Expended.
6. Ease of Duplication.

BUCKTHORN maintains security on the internal item specifications from which plans for site development are written, performance statistics, and other data from which the layout and location has been developed. This type of information is held to be a trade secret by BUCKTHORN. In fact, the maintenance of confidentiality of this type of information is the industry standard among all of the companies engaged in this industry.

Project confidentiality is maintained inside the company and with the consultants engaged to prepare the application. BUCKTHORN requires confidentiality of all employees and contractual confidentiality provisions with its consultants. BUCKTHORN uses proprietary methods for the development of layout and locating decisions. BUCKTHORN feels that secure information cannot be duplicated without access to its proprietary processes. The release of any information regarding these proprietary processes would give competitors of BUCKTHORN an unfair competitive position.

Letter to Local Government Assistance & Economic Analysis Division  
April 1, 2015  
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This Section of the Texas Government Code provides that information is excepted from disclosure if it would give advantage to a competitor. As for the same reasons stated above, maintaining the confidential status of the underlying data is critical to maintaining BUCKTHORN's competitive position in the market.

The public release of this information would reveal information which the company believes would cause the company to suffer substantial competitive harm and weaken its position in competitive siting decisions. In addition, the company views the proposed layout and location of the panels as a trade secret in which they have expended considerable resources. The public release of this information would reveal information which the company considers to be a trade secret.

A copy of the application will be submitted to the Pecos County Appraisal District.

Sincerely,

A handwritten signature in black ink, appearing to read "Kevin O'Hanlon", written in a cursive style.

Kevin O'Hanlon  
School District Consultant

Cc: Pecos County Appraisal District  
  
Buckthorn Solar LLC  
  
Fort Stockton Independent School District



# Application for Appraised Value Limitation on Qualified Property

(Tax Code, Chapter 313, Subchapter B or C)

Economic Development  
and Analysis  
**Form 50-296-A**

**INSTRUCTIONS:** This application must be completed and filed with the school district. In order for an application to be processed, the governing body (school board) must elect to consider an application, but — by Comptroller rule — the school board may elect to consider the application only after the school district has received a completed application. Texas Tax Code, Section 313.025 requires that any completed application and any supplemental materials received by the school district must be forwarded within seven days to the Comptroller of Public Accounts.

If the school board elects to consider the application, the school district must:

- notify the Comptroller that the school board has elected to consider the application. This notice must include:
  - the date on which the school district received the application;
  - the date the school district determined that the application was complete;
  - the date the school board decided to consider the application; and
  - a request that the Comptroller prepare an economic impact analysis of the application;
- provide a copy of the notice to the appraisal district;
- must complete the sections of the application reserved for the school district and provide information required in the Comptroller rules located at 34 Texas Administrative Code (TAC) Section 9.1054; and
- forward the original hard copy of the completed application to the Comptroller in a three-ring binder with tabs, as indicated on page 9 of this application, separating each section of the documents, in addition to an electronic copy on CD. See 34 TAC Chapter 9, Subchapter F.

The governing body may, at its discretion, allow the applicant to supplement or amend the application after the filing date, subject to the restrictions in 34 TAC Chapter 9, Subchapter F.

When the Comptroller receives the notice and required information from the school district, the Comptroller will publish all submitted application materials on its website. The Comptroller is authorized to treat some application information as confidential and withhold it from publication on the Internet. To do so, however, the information must be segregated and comply with the other requirements set out in the Comptroller rules. For more information, see guidelines on Comptroller's website.

The Comptroller will independently determine whether the application has been completed according to the Comptroller's rules (34 TAC Chapter 9, Subchapter F). If the Comptroller finds the application is not complete, the Comptroller will request additional materials from the school district. Pursuant to 9.1053(a)(1)(C), requested information shall be provided within 20 days of the date of the request. When the Comptroller determines that the application is complete, it will send the school district a notice indicating so. The Comptroller will determine the eligibility of the project, issue a certificate for a limitation on appraised value to the school board regarding the application and prepare an economic impact evaluation by the 90th day after the Comptroller receives a complete application—as determined by the Comptroller.

The school board must approve or disapprove the application before the 151st day after the application review start date (the date the application is finally determined to be complete), unless an extension is granted. The Comptroller and school district are authorized to request additional information from the applicant that is reasonably necessary to issue a certificate, complete the economic impact evaluation or consider the application at any time during the application review period.

Please visit the Comptroller's website to find out more about the program at [www.texasahead.org/tax\\_programs/chapter313/](http://www.texasahead.org/tax_programs/chapter313/). There are links on this Web page to the Chapter 313 statute, rules, guidelines and forms. Information about minimum limitation values for particular districts and wage standards may also be found at that site.

## SECTION 1: School District Information

### 1. Authorized School District Representative

2/23/2015

Date Application Received by District

Ralph

Traynham

First Name

Last Name

Superintendent

Title

Fort Stockton Independent School District

School District Name

101 West Division Street, Fort Stockton, Texas 79735

Street Address

101 West Division Street

Mailing Address

Fort Stockton

TX

79735

City

State

ZIP

432-336-4000

(432) 336-4008

Phone Number

Fax Number

ralph.traynham@fsisd.net

Mobile Number (optional)

Email Address

2. Does the district authorize the consultant to provide and obtain information related to this application?  Yes  No

The Economic Development and Analysis Division at the Texas Comptroller of Public Accounts provides information and resources for taxpayers and local taxing entities.

For more information, visit our website:  
[www.TexasAhead.org/tax\\_programs/chapter313/](http://www.TexasAhead.org/tax_programs/chapter313/)

**SECTION 1: School District Information (continued)**

**3. Authorized School District Consultant (If Applicable)**

Dan Casey  
 First Name Last Name  
 Partner  
 Title  
 Moak, Casey & Associates  
 Firm Name  
 512-485-7878 512-485-7888  
 Phone Number Fax Number  
 dcasey@moakcasey.com  
 Email Address

4. On what date did the district determine this application complete? ..... 3/31/2015  
 5. Has the district determined that the electronic copy and hard copy are identical? .....  Yes  No

**SECTION 2: Applicant Information**

**1. Authorized Company Representative (Applicant)**

Scott Pryor  
 First Name Last Name  
 Director, Project Development Sun Edison, LLC  
 Title Organization  
 700 Lavaca Street, Suite 1430, Austin, Texas 78701  
 Street Address  
 700 Lavaca Street, Suite 1430  
 Mailing Address  
 Austin TX 78701  
 City State ZIP  
 512-919-4434  
 Phone Number Fax Number  
 414-244-9728 spryor@sunedison.com  
 Business Email Address  
 Mobile Number (optional) Business Email Address

2. Will a company official other than the authorized company representative be responsible for responding to future information requests? .....  Yes  No

2a. If yes, please fill out contact information for that person.

\_\_\_\_\_  
 First Name Last Name  
 \_\_\_\_\_  
 Title Organization  
 \_\_\_\_\_  
 Street Address  
 \_\_\_\_\_  
 Mailing Address  
 \_\_\_\_\_  
 City State ZIP  
 \_\_\_\_\_  
 Phone Number Fax Number  
 \_\_\_\_\_  
 Mobile Number (optional) Business Email Address

3. Does the applicant authorize the consultant to provide and obtain information related to this application? .....  Yes  No

**SECTION 2: Applicant Information (continued)**

**4. Authorized Company Consultant (If Applicable)**

Clay \_\_\_\_\_ Butler \_\_\_\_\_  
 First Name Last Name  
 Partner \_\_\_\_\_  
 Title \_\_\_\_\_  
 The Butler Firm, PLLC \_\_\_\_\_  
 Firm Name \_\_\_\_\_  
 512-992-0439 \_\_\_\_\_ 888-356-3151 \_\_\_\_\_  
 Phone Number Fax Number  
 butler@thebutlerfirm.com \_\_\_\_\_  
 Business Email Address

**SECTION 3: Fees and Payments**

1. Has an application fee been paid to the school district?  Yes  No

The total fee shall be paid at time of the application is submitted to the school district. Any fees not accompanying the original application shall be considered supplemental payments.

1a. If yes, attach in Tab 2 proof of application fee paid to the school district.

For the purpose of questions 2 and 3, "payments to the school district" include any and all payments or transfers of things of value made to the school district or to any person or persons in any form if such payment or transfer of thing of value being provided is in recognition of, anticipation of, or consideration for the agreement for limitation on appraised value.

2. Will any "payments to the school district" that you may make in order to receive a property tax value limitation agreement result in payments that are not in compliance with Tax Code §313.027(i)?  Yes  No  N/A

3. If "payments to the school district" will only be determined by a formula or methodology without a specific amount being specified, could such method result in "payments to the school district" that are not in compliance with Tax Code §313.027(i)?  Yes  No  N/A

**SECTION 4: Business Applicant Information**

1. What is the legal name of the applicant under which this application is made? Buckthorn Westex, LLC

2. List the Texas Taxpayer I.D. number of entity subject to Tax Code, Chapter 171 (11 digits) 32056395463

3. List the NAICS code 221114

4. Is the applicant a party to any other pending or active Chapter 313 agreements?  Yes  No

4a. If yes, please list application number, name of school district and year of agreement

**SECTION 5: Applicant Business Structure**

1. Identify Business Organization of Applicant (corporation, limited liability corporation, etc) Limited Liability Corporation

2. Is applicant a combined group, or comprised of members of a combined group, as defined by Tax Code §171.0001(7)?  Yes  No

2a. If yes, attach in Tab 3 a copy of Texas Comptroller Franchise Tax Form No. 05-165, No. 05-166, or any other documentation from the Franchise Tax Division to demonstrate the applicant's combined group membership and contact information.

3. Is the applicant current on all tax payments due to the State of Texas?  Yes  No

4. Are all applicant members of the combined group current on all tax payments due to the State of Texas?  Yes  No  N/A

5. If the answer to question 3 or 4 is no, please explain and/or disclose any history of default, delinquencies and/or any material litigation, including litigation involving the State of Texas. (If necessary, attach explanation in Tab 3)

**SECTION 6: Eligibility Under Tax Code Chapter 313.024**

1. Are you an entity subject to the tax under Tax Code, Chapter 171?  Yes  No
2. The property will be used for one of the following activities:
  - (1) manufacturing  Yes  No
  - (2) research and development  Yes  No
  - (3) a clean coal project, as defined by Section 5.001, Water Code  Yes  No
  - (4) an advanced clean energy project, as defined by Section 382.003, Health and Safety Code  Yes  No
  - (5) renewable energy electric generation  Yes  No
  - (6) electric power generation using integrated gasification combined cycle technology  Yes  No
  - (7) nuclear electric power generation  Yes  No
  - (8) a computer center that is used as an integral part or as a necessary auxiliary part for the activity conducted by applicant in one or more activities described by Subdivisions (1) through (7)  Yes  No
  - (9) a Texas Priority Project, as defined by 313.024(e)(7) and TAC 9.1051  Yes  No
3. Are you requesting that any of the land be classified as qualified investment?  Yes  No
4. Will any of the proposed qualified investment be leased under a capitalized lease?  Yes  No
5. Will any of the proposed qualified investment be leased under an operating lease?  Yes  No
6. Are you including property that is owned by a person other than the applicant?  Yes  No
7. Will any property be pooled or proposed to be pooled with property owned by the applicant in determining the amount of your qualified investment?  Yes  No

**SECTION 7: Project Description**

1. In Tab 4, attach a detailed description of the scope of the proposed project, including, at a minimum, the type and planned use of real and tangible personal property, the nature of the business, a timeline for property construction or installation, and any other relevant information.
2. Check the project characteristics that apply to the proposed project:
 

|   |  |
|---|--|
| <input checked="" type="checkbox"/> Land has no existing improvements                               | <input type="checkbox"/> Land has existing improvements ( <i>complete Section 13</i> ) |
| <input type="checkbox"/> Expansion of existing operation on the land ( <i>complete Section 13</i> ) | <input type="checkbox"/> Relocation within Texas                                       |

**SECTION 8: Limitation as Determining Factor**

1. Does the applicant currently own the land on which the proposed project will occur?  Yes  No
2. Has the applicant entered into any agreements or contracts for work to be performed related to the proposed project?  Yes  No
3. Does the applicant have current business activities at the location where the proposed project will occur?  Yes  No
4. Has the applicant made public statements in SEC filings or other official documents regarding its intentions regarding the proposed project location?  Yes  No
5. Has the applicant received any local or state permits for activities on the proposed project site?  Yes  No
6. Has the applicant received commitments for state or local incentives for activities at the proposed project site?  Yes  No
7. Are you submitting information to assist in the determination as to whether the limitation on appraised value is a determining factor in the applicant's decision to invest capital and construct the project in Texas?  Yes  No
8. Has the applicant considered or is the applicant considering other locations not in Texas for the proposed project?  Yes  No
9. Has the applicant provided capital investment or return on investment information for the proposed project in comparison with other alternative investment opportunities?  Yes  No
10. Has the applicant provided information related to the applicant's inputs, transportation and markets for the proposed project?  Yes  No

If you answered "yes" to any of the questions in Section 8, attach supporting information in Tab 5.

**SECTION 9: Projected Timeline**

Confidential

1. Application approval by school board .....
2. Beginning of qualifying time period .....
3. First year of limitation .....
4. Begin hiring new employees .....
5. Commencement of commercial operations .....
6. Do you propose to construct a new building or to erect or affix a new improvement after your application review start date (date your application is finally determined to be complete)? .....
7. When do you anticipate the new buildings or improvements will be placed in service? .....

Note: Improvements made before that time may not be considered qualified property.

**SECTION 10: The Property**

1. Identify county or counties in which the proposed project will be located Pecos County, Texas
2. Identify Central Appraisal District (CAD) that will be responsible for appraising the property Pecos County Appraisal District
3. Will this CAD be acting on behalf of another CAD to appraise this property?  Yes  No
4. List all taxing entities that have jurisdiction for the property, the portion of project within each entity and tax rates for each entity:

|  |   |
|--|---|
| County: <u>Pecos County   100%   0.6999</u><br><small>(Name, tax rate and percent of project)</small>              | City: <u>N/A</u><br><small>(Name, tax rate and percent of project)</small>  |
| Hospital District: <u>N/A</u><br><small>(Name, tax rate and percent of project)</small>                            | Water District: <u>Middle Pecos Groundwater   100%   0.0250</u><br><small>(Name, tax rate and percent of project)</small> |
| Other (describe): <u>Midland College   100%   0.0255</u><br><small>(Name, tax rate and percent of project)</small> | Other (describe): <u>N/A</u><br><small>(Name, tax rate and percent of project)</small>                                    |

5. Is the project located entirely within the ISD listed in Section 1?  Yes  No
  - 5a. If no, attach in Tab 6 additional information on the project scope and size to assist in the economic analysis.
6. Did you receive a determination from the Texas Economic Development and Tourism Office that this proposed project and at least one other project seeking a limitation agreement constitute a single unified project (SUP), as allowed in §313.024(d-2)?  Yes  No
  - 6a. If yes, attach in Tab 6 supporting documentation from the Office of the Governor.

**SECTION 11: Investment**

NOTE: The minimum amount of qualified investment required to qualify for an appraised value limitation and the minimum amount of appraised value limitation vary depending on whether the school district is classified as Subchapter B or Subchapter C, and the taxable value of the property within the school district. For assistance in determining estimates of these minimums, access the Comptroller's website at [www.texasahead.org/tax\\_programs/chapter313/](http://www.texasahead.org/tax_programs/chapter313/).

1. At the time of application, what is the estimated minimum qualified investment required for this school district? ..... 30,000,000.00
2. What is the amount of appraised value limitation for which you are applying? ..... 30,000,000.00

Note: The property value limitation amount is based on property values available at the time of application and may change prior to the execution of any final agreement.
3. Does the qualified investment meet the requirements of Tax Code §313.021(1)?  Yes  No
4. Attach a description of the qualified investment [See §313.021(1).] The description must include:
  - a. a specific and detailed description of the qualified investment you propose to make on the property for which you are requesting an appraised value limitation as defined by Tax Code §313.021 (Tab 7);
  - b. a description of any new buildings, proposed new improvements or personal property which you intend to include as part of your minimum qualified investment (Tab 7); and
  - c. a detailed map of the qualified investment showing location of new buildings or new improvements with vicinity map (Tab 11).
5. Do you intend to make at least the minimum qualified investment required by Tax Code §313.023 (or §313.053 for Subchapter C school districts) for the relevant school district category during the qualifying time period?  Yes  No

**SECTION 12: Qualified Property**

1. Attach a detailed description of the qualified property. [See §313.021(2)] (If qualified investment describes qualified property exactly, you may skip items a, b and c below.) The description must include:
  - 1a. a specific and detailed description of the qualified property for which you are requesting an appraised value limitation as defined by Tax Code §313.021 (Tab 8);
  - 1b. a description of any new buildings, proposed new improvements or personal property which you intend to include as part of your qualified property (Tab 8); and
  - 1c. a map of the qualified property showing location of new buildings or new improvements with vicinity map (Tab 11).
2. Is the land upon which the new buildings or new improvements will be built part of the qualified property described by §313.021(2)(A)? .....  Yes  No
  - 2a. If yes, attach complete documentation including:
    - a. legal description of the land (Tab 9);
    - b. each existing appraisal parcel number of the land on which the new improvements will be constructed, regardless of whether or not all of the land described in the current parcel will become qualified property (Tab 9);
    - c. owner (Tab 9);
    - d. the current taxable value of the land. Attach estimate if land is part of larger parcel (Tab 9); and
    - e. a detailed map showing the location of the land with vicinity map (Tab 11).
3. Is the land on which you propose new construction or new improvements currently located in an area designated as a reinvestment zone under Tax Code Chapter 311 or 312 or as an enterprise zone under Government Code Chapter 2303? ....  Yes  No
  - 3a. If yes, attach the applicable supporting documentation:
    - a. evidence that the area qualifies as a enterprise zone as defined by the Governor's Office (Tab 16);
    - b. legal description of reinvestment zone (Tab 16);
    - c. order, resolution or ordinance establishing the reinvestment zone (Tab 16);
    - d. guidelines and criteria for creating the zone (Tab 16); and
    - e. a map of the reinvestment zone or enterprise zone boundaries with vicinity map (Tab 11)
  - 3b. If no, submit detailed description of proposed reinvestment zone or enterprise zone with a map indicating the boundaries of the zone on which you propose new construction or new improvements to the Comptroller's office within 30 days of the application date. What is the anticipated date on which you will submit final proof of a reinvestment zone or enterprise zone? ..... July 2015

**SECTION 13: Information on Property Not Eligible to Become Qualified Property**

1. In Tab 10, attach a specific and detailed description of all existing property. This includes buildings and improvements existing as of the application review start date (the date the application is determined to be complete by the Comptroller). The description must provide sufficient detail to locate all existing property on the land that will be subject to the agreement and distinguish existing property from future proposed property.
2. In Tab 10, attach a specific and detailed description of all proposed new property that will not become new improvements as defined by TAC 9.1051. This includes proposed property that: functionally replaces existing or demolished/removed property; is used to maintain, refurbish, renovate, modify or upgrade existing property; or is affixed to existing property; or is otherwise ineligible to become qualified property. The description must provide sufficient detail to distinguish existing property (question 1) and all proposed new property that cannot become qualified property from proposed qualified property that will be subject to the agreement (as described in Section 12 of this application).
3. For the property not eligible to become qualified property listed in response to questions 1 and 2 of this section, provide the following supporting information in Tab 10:
  - a. maps and/or detailed site plan;
  - b. surveys;
  - c. appraisal district values and parcel numbers;
  - d. inventory lists;
  - e. existing and proposed property lists;
  - f. model and serial numbers of existing property; or
  - g. other information of sufficient detail and description.
4. Total estimated market value of existing property (that property described in response to question 1): ..... \$ 0.00
5. In Tab 10, include an appraisal value by the CAD of all the buildings and improvements existing as of a date within 15 days of the date the application is received by the school district.
6. Total estimated market value of proposed property not eligible to become qualified property (that property described in response to question 2): ..... \$ 0.00

**Note:** Investment for the property listed in question 2 may count towards qualified investment in Column C of Schedules A-1 and A-2, if it meets the requirements of 313.021(1). Such property cannot become qualified property on Schedule B.

**SECTION 14: Wage and Employment Information**

1. What is the estimated number of permanent jobs (more than 1,600 hours a year), with the applicant or a contractor of the applicant, on the proposed qualified property during the last complete quarter before the application review start date (date your application is finally determined to be complete)? ..... 0
  
2. What is the last complete calendar quarter before application review start date:  
 First Quarter     Second Quarter     Third Quarter     Fourth Quarter of 2014  
(year)
  
3. What were the number of permanent jobs (more than 1,600 hours a year) this applicant had in Texas during the most recent quarter reported to the Texas Workforce Commission (TWC)? ..... 0  
 Note: For job definitions see TAC §9.1051 and Tax Code §313.021(3).
  
4. What is the number of new qualifying jobs you are committing to create? ..... 2
  
5. What is the number of new non-qualifying jobs you are estimating you will create? ..... 0
  
6. Do you intend to request that the governing body waive the minimum new qualifying job creation requirement, as provided under Tax Code §313.025(f-1)? .....  Yes     No  
 6a. If yes, attach evidence in **Tab 12** documenting that the new qualifying job creation requirement above exceeds the number of employees necessary for the operation, according to industry standards.
  
7. Attach in **Tab 13** the four most recent quarters of data for each wage calculation below, including documentation from the TWC website. The final actual statutory minimum annual wage requirement for the applicant for each qualifying job — which may differ slightly from this estimate — will be based on information from the four quarterly periods for which data were available at the time of the application review start date (date of a completed application). See TAC §9.1051(21) and (22).  
 a. Average weekly wage for all jobs (all industries) in the county is ..... 866.00  
 b. 110% of the average weekly wage for manufacturing jobs in the county is ..... 705.38  
 c. 110% of the average weekly wage for manufacturing jobs in the region is ..... 1,007.01
  
8. Which Tax Code section are you using to estimate the qualifying job wage standard required for this project? .....  §313.021(5)(A) or  §313.021(5)(B)
  
9. What is the minimum required annual wage for each qualifying job based on the qualified property? ..... 37,079.90
  
10. What is the annual wage you are committing to pay for each of the new qualifying jobs you create on the qualified property? ..... 38,000.00
  
11. Will the qualifying jobs meet all minimum requirements set out in Tax Code §313.021(3)? .....  Yes     No
  
12. Do you intend to satisfy the minimum qualifying job requirement through a determination of cumulative economic benefits to the state as provided by §313.024(d-2)? .....  Yes     No  
 12a. If yes, attach in **Tab 12** supporting documentation from the TWC, pursuant to §313.021(3)(F).
  
13. Do you intend to rely on the project being part of a single unified project, as allowed in §313.024(d-2), in meeting the qualifying job requirements? .....  Yes     No  
 13a. If yes, attach in **Tab 6** supporting documentation including a list of qualifying jobs in the other school district(s).

**SECTION 15: Economic Impact**

1. Complete and attach Schedules A1, A2, B, C, and D in **Tab 14**. Note: Excel spreadsheet versions of schedules are available for download and printing at URL listed below.
2. Attach an Economic Impact Analysis, if supplied by other than the Comptroller's Office, in **Tab 15**. (*not required*)
3. If there are any other payments made in the state or economic information that you believe should be included in the economic analysis, attach a separate schedule showing the amount for each year affected, including an explanation, in **Tab 15**.

APPLICATION TAB ORDER FOR REQUESTED ATTACHMENTS

| TAB | ATTACHMENT   |
|-----|--|
| 1   | Pages 1 through 11 of Application  |
| 2   | Proof of Payment of Application Fee  |
| 3   | Documentation of Combined Group membership under Texas Tax Code 171.0001(7), history of tax default, delinquencies and/or material litigation <i>(if applicable)</i>   |
| 4   | Detailed description of the project  |
| 5   | Documentation to assist in determining if limitation is a determining factor   |
| 6   | Description of how project is located in more than one district, including list of percentage in each district and, if determined to be a single unified project, documentation from the Office of the Governor <i>(if applicable)</i>   |
| 7   | Description of Qualified Investment  |
| 8   | Description of Qualified Property  |
| 9   | Description of Land  |
| 10  | Description of all property not eligible to become qualified property <i>(if applicable)</i>   |
| 11  | <p>Maps that clearly show:</p> <ul style="list-style-type: none"> <li>a) Project vicinity</li> <li>b) Qualified investment including location of new buildings or new improvements</li> <li>c) Qualified property including location of new buildings or new improvements</li> <li>d) Existing property</li> <li>e) Land location within vicinity map</li> <li>f) Reinvestment or Enterprise Zone within vicinity map, showing the actual or proposed boundaries and size</li> </ul> <p><b>Note:</b> Electronic maps should be high resolution files. Include map legends/markers.</p> |
| 12  | Request for Waiver of Job Creation Requirement and supporting information <i>(if applicable)</i>   |
| 13  | Calculation of three possible wage requirements with TWC documentation   |
| 14  | Schedules A1, A2, B, C and D completed and signed Economic Impact <i>(if applicable)</i>   |
| 15  | Economic Impact Analysis, other payments made in the state or other economic information <i>(if applicable)</i>  |
| 16  | <p>Description of Reinvestment or Enterprise Zone, including:</p> <ul style="list-style-type: none"> <li>a) evidence that the area qualifies as a enterprise zone as defined by the Governor's Office</li> <li>b) legal description of reinvestment zone*</li> <li>c) order, resolution or ordinance establishing the reinvestment zone*</li> <li>d) guidelines and criteria for creating the zone*</li> </ul> <p><b>*To be submitted with application or before date of final application approval by school board</b></p>  |
| 17  | Signature and Certification page, signed and dated by Authorized School District Representative and Authorized Company Representative <i>(applicant)</i>   |

Proof of payment of filing fee received by the  
Comptroller of Public Accounts per TAC Rule  
§9.1054 (b)(5)

*(Page Inserted by Office of Texas Comptroller of Public  
Accounts)*

**TAB 3**

***Documentation of Combined Group membership under Texas Tax Code 171.0001(7), history of tax default, delinquencies and/or material litigation***

| Legal Name of Affiliate             | Affiliates' Texas Registration Number | Effective date of Registration |
|-------------------------------------|---------------------------------------|--------------------------------|
| Sun Edison LLC                      | 800724233                             | 10/23/2006                     |
| SunEdison Residential Services, LLC | 801863508                             | 10/4/2013                      |
| SunE somerset Land, LLC             | 801618432                             | 6/27/2012                      |
| SunEd AE Solar, LLC                 | 801950861                             | 3/6/2014                       |
| NVT Licenses, LLC                   | 801491445                             | 10/7/2011                      |
| Sune AE Webberville, LLC            | 801051713                             | 3/6/2014                       |
| SunE CPS3, LLC                      | 801395669                             | 3/10/2011                      |
| Fotowatio Renewable Ventures, Inc.  | 801445145                             | 6/27/2011                      |
| Carya Westex, LLC                   | 801365187                             | 1/4/2011                       |
| Acacia Westex, LLC                  | 801365201                             | 1/4/2011                       |
| Elm Westex, LLC                     | 801365194                             | 1/4/2011                       |
| Oak Westex, LLC                     | 801365192                             | 1/4/2011                       |

**Texas Franchise Tax Extension Affiliate List**

■ Tcode 13298

■ Reporting entity taxpayer number

■ Report year

Reporting entity taxpayer name

15615057674

2014

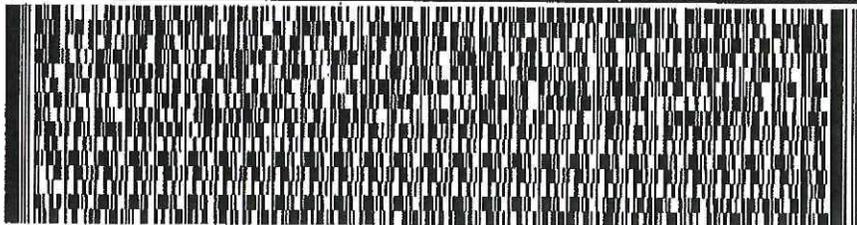
SunEdison, Inc. & Subsidiaries

| LEGAL NAME OF AFFILIATE                         | AFFILIATE'S TEXAS TAXPAYER NUMBER<br>(If none, enter FEI number) | CHECK BOX IF<br>AFFILIATE DOES NOT<br>HAVE NEXUS IN TEXAS |
|---|--|---|
| 1. SunEdison Holdings Corporation               | 731628669  | <input type="checkbox"/>                                  |
| 2. MEMC Pasadena, Inc.                          | 431715238  | <input type="checkbox"/>                                  |
| 3. SunEdison International Inc                  | 431804551  | <input checked="" type="checkbox"/>                       |
| 4. Solaicx                                      | 010691969  | <input checked="" type="checkbox"/>                       |
| 5. Enflex Corporation                           | 680305515  | <input checked="" type="checkbox"/>                       |
| 6. Island Energy Solutions, Inc                 | 200397363  | <input checked="" type="checkbox"/>                       |
| 7. Local Electric Company, Inc                  | 270012095  | <input checked="" type="checkbox"/>                       |
| 8. SunE Solar VIII, Inc                         | 270641813  | <input checked="" type="checkbox"/>                       |
| 9. SunEdison Services, Inc                      | 320360719  | <input checked="" type="checkbox"/>                       |
| 10. Team Solar, Inc.                            | 943357782  | <input type="checkbox"/>                                  |
| 11. GreenRay, Inc.                              | 205489841  | <input checked="" type="checkbox"/>                       |
| 12. Fotowatio Renewable Ventures, Inc.          | 460521788  | <input type="checkbox"/>                                  |
| 13. MMA RV California Development Company, Inc. | 262926830  | <input checked="" type="checkbox"/>                       |
| 14. MMA Solar Fund IV GP, Inc.                  | 208475369  | <input checked="" type="checkbox"/>                       |
| 15. EchoFirst, Inc.                             | 274542138  | <input checked="" type="checkbox"/>                       |
| 16. PVT Solar, Inc.                             | 262683308  | <input checked="" type="checkbox"/>                       |
| 17. SunEdison Semiconductor, LLC                | 463556980  | <input type="checkbox"/>                                  |
| 18. SunEdison LLC                               | 12002914500  | <input type="checkbox"/>                                  |
| 19. NVT LLC                                     | 12038353707  | <input type="checkbox"/>                                  |
| 20. NVT Licenses LLC                            | 32045262402  | <input type="checkbox"/>                                  |
| 21. SunE AE Webberville LLC                     | 32038344563  | <input type="checkbox"/>                                  |

Note: To file an extension request for a reporting entity and its affiliates, Form 05-164 (Texas Franchise Tax Extension Request) must be submitted with this affiliate list. The filing of this list by itself does not constitute a properly filed Extension Request.

Do not file this form when requesting a second extension.

Texas Comptroller Official Use Only



VE/DE  FM



Texas Franchise Tax Extension Affiliate List

Tcode 13298

Reporting entity taxpayer number

Report year

Reporting entity taxpayer name

15615057674

2014

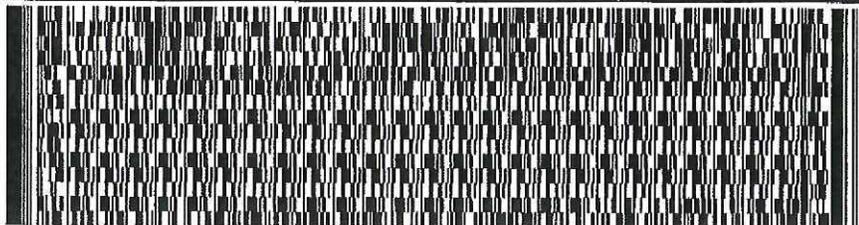
SunEdison, Inc. & Subsidiaries

| LEGAL NAME OF AFFILIATE               | AFFILIATE'S TEXAS TAXPAYER NUMBER<br>(If none, enter FEI number) | CHECK BOX IF<br>AFFILIATE DOES NOT<br>HAVE NEXUS IN TEXAS |
|---------------------------------------|--|---|
| 1. Acacia Westex LLC                  | 32043322935  | <input type="checkbox"/>                                  |
| 2. Carya Westex LLC                   | 32043323008  | <input type="checkbox"/>                                  |
| 3. Elm Westex LLC                     | 32043322968  | <input type="checkbox"/>                                  |
| 4. Oak Westex LLC                     | 32043322976  | <input type="checkbox"/>                                  |
| 5. RV Solar Development Company LLC   | 32048606290  | <input type="checkbox"/>                                  |
| 6. SunE Somerset Land LLC             | 32048386265  | <input type="checkbox"/>                                  |
| 7. SunEdison Residential Services LLC | 32052171686  | <input type="checkbox"/>                                  |
| 8.                                    |  | <input type="checkbox"/>                                  |
| 9.                                    |  | <input type="checkbox"/>                                  |
| 10.                                   |  | <input type="checkbox"/>                                  |
| 11.                                   |  | <input type="checkbox"/>                                  |
| 12.                                   |  | <input type="checkbox"/>                                  |
| 13.                                   |  | <input type="checkbox"/>                                  |
| 14.                                   |  | <input type="checkbox"/>                                  |
| 15.                                   |  | <input type="checkbox"/>                                  |
| 16.                                   |  | <input type="checkbox"/>                                  |
| 17.                                   |  | <input type="checkbox"/>                                  |
| 18.                                   |  | <input type="checkbox"/>                                  |
| 19.                                   |  | <input type="checkbox"/>                                  |
| 20.                                   |  | <input type="checkbox"/>                                  |
| 21.                                   |  | <input type="checkbox"/>                                  |

Note: To file an extension request for a reporting entity and its affiliates, Form 05-164 (Texas Franchise Tax Extension Request) must be submitted with this affiliate list. The filing of this list by itself does not constitute a properly filed Extension Request.

Do not file this form when requesting a second extension.

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## TAB 4

### *Detailed description of the project*

The applicant's parent company for this project is a international solar developer with the ability to locate projects of this type in other countries and states in the US with strong solar characteristics. The applicant is actively developing and constructing other projects throughout the US and internationally. The applicant requires this appraised value limitation in order to move forward with constructing this project in Texas. Specifically, without the available tax incentives, the economics of the project become unappealing to investors and the likelihood of constructing the project in Texas becomes unlikely.

Property taxes can be the highest operating expense for a solar generation facility as solar plants do not have any associated fuel costs for the production of electricity, and with Texas wholesale electricity prices already below the national average in Texas, it is necessary to limit the property tax liabilities for a solar project in order to be able to offer electricity at prices that are marketable to Texas customers at competitive rates, including power sales under a bi-lateral contract. Markets such as California that have state wide available subsidies for renewable energy projects, and which have higher average contracted power rates, offer an attractive incentive for developers to build projects in those markets over Texas.

The property tax liabilities of a project without tax incentives in Texas lowers the return to investors and financiers to an unacceptable level at today's contracted power rates under a power purchase agreement. As such, the applicant is not able to finance and build its project in Texas even with a signed power purchase agreement because of the low price in the power purchase agreement. Without the tax incentive, the applicant would be forced to abandon the project and spend its development capital and prospective investment funds in other states where the rate of return is higher on a project basis.

This is true even if the entity is able to contract with an off-taker under a power purchase agreement because the low rate contracted for is not financeable without the tax incentives. More specifically, a signed power purchase agreement in the Texas market is at a much lower rate than other states because of competitively low electricity prices. Other states have high electricity prices where a developer can obtain a PPA with a much higher contracted rate, combined with state subsidies, the other states offer a much higher rate of return for the project financiers. Without the tax incentives in Texas, a project with a power purchase agreement becomes unfinanciable.

Buckthorn Westex, LLC, proposes to develop a utility-scale, grid-connected solar photovoltaic energy (PV) plant within the Fort Stockton Independent School District.

**Confidential**

The project will be located entirely in Pecos County and within the Fort Stockton Independent School District. The proposed project will include, but is not limited to, the following:

- Planned 150 MW-AC in size;
- PV modules;
- DC-to-AC inverters;
- Medium and high-voltage electric cabling;
- Fixed-tilt racking system (mounting structures);
- Project substation which will include a high-voltage transformer, switchgear, transmission equipment, telecommunications and SCADA equipment, among other things;
- High-voltage transmission line connecting the project to the grid (gen tie);
- Operations and maintenance (O&M) building including telecommunications and computing equipment, among other things;
- Meteorological equipment to measure solar irradiance and other weather conditions; and
- Associated equipment to safely operate, maintain and deliver electricity to the grid.

The parent company of Buckthorn Westex, LLC, is a global solar developer with project opportunities all across the United States. The ability to enter into a limited appraisal valuation agreement with the Fort Stockton Independent School District is a motivator factor for constructing the project in Pecos County, Texas, as opposed to building and investing in another state or region.

## TAB 5

*Documentation to assist in determining if limitation is a determining factor*

The applicant's parent company for this project is an national solar developer with the ability to locate projects of this type in other countries and states in the US with strong solar characteristics. The applicant is actively developing and constructing other projects throughout the US and internationally. The applicant requires this appraised value limitation in order to move forward with constructing this project in Texas. Specifically, without the available tax incentives, the economics of the project become unappealing to investors and the likelihood of constructing the project in Texas becomes unlikely.

Property taxes can be the highest operating expense for a solar generation facility as solar plants do not have any associated fuel costs for the production of electricity, and with Texas wholesale electricity prices already below the national average in Texas, it is necessary to limit the property tax liabilities for a solar project in order to be able to offer electricity at prices that are marketable to Texas customers at competitive rates, including power sales under a bi-lateral contract. Markets such as California that have state wide available subsidies for renewable energy projects, and which have higher average contracted power rates, offer an attractive incentive for developers to build projects in those markets over Texas.

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This is true even if the entity is able to contract with an off-taker under a power purchase agreement because the low rate contracted for is not financeable without the tax incentives. More specifically, a signed power purchase agreement in the Texas market is at a much lower rate than other states because of competitively low electricity prices. Other states have high electricity prices where a developer can obtain a PPA with a much higher contracted rate, combined with state subsidies, the other states offer a much higher rate of return for the project financiers. Without the tax incentives in Texas, a project with a power purchase agreement becomes unfinanciable.

**TAB 6**

*Names and percentages of additional districts that compromise the entire project:*

The project is located 100% in the Fort Stockton Independent School District in Pecos County, Texas.

## TAB 7

### *Description of Qualified Investment*

Buckthorn Westex, LLC, anticipates constructing a solar photovoltaic (PV) electric generating facility with an operating capacity of approximately 150 MW. The exact capacity and the specific technology components will be determined during the development and design process.

A 150 MW solar PV generating facility may include a qualified investment consisting of the following improvements:

- PV modules;
- DC-to-AC inverters;
- Medium and high-voltage electric cabling;
- Fixed-tilt racking system (mounting structures);
- Project substation which will include a high-voltage transformer, switchgear, transmission equipment, telecommunications and SCADA equipment, among other things;
- High-voltage transmission line connecting the project to the grid (gen tie);
- Operations and maintenance (O&M) building including telecommunications and computing equipment, among other things;
- Meteorological equipment to measure solar irradiance and other weather conditions; and
- Associated equipment to safely operate, maintain and deliver electricity to the grid.

**TAB 8**

*Description of Qualified Property*

Please refer to TAB 7.

**TAB 9**

***Description of Land***

Confide  
ntial

**TAB 10**

*Description of all property not eligible to become qualified property (if applicable)*

1. N/A. See attached CAD records.

Confidential

**TAB 11**

*Maps that clearly show:*

- *Project vicinity, Qualified investment & property, Existing Property, Land Location, and Reinvestment Zone*

*SEE ATTACHED MAPS*

Confidential

**TAB 12**

***Request of waiver of job creation requirement***

***Buckthorn Westex, LLC***

February 13, 2015

Fort Stockton Independent School District  
Attn: Ralph Traynham, Superintendent  
101 West Division Street  
Fort Stockton, Texas 79735

**Re: Chapter 313 Job Waiver Request**

Dear Mr. Traynam,

Please consider this letter to be Buckthorn Westex, LLC's formal request to waive the minimum new job creation requirement, as provided under Texas Tax Code 313.025(f-1).

Based upon our knowledge of staffing requirements, Buckthorn Westex, LLC requests the job creation requirement under Chapter 313 of the Texas Tax Code be waived. In line with solar industry standards for job requirements, Buckthorn Westex, LLC has committed to create two (2) new permanent jobs.

Solar projects create a large number of full-time, temporary jobs during the construction phase (1st year), but require a small number of highly skilled technicians to operate the solar project once construction operations end and commercial operations begin.

These permanent employees of a solar energy project maintain and service solar panels, mounting infrastructure, underground electrical connections, substations and other infrastructure associated with the safe and reliable operation of the project. In addition to the onsite employees described above, there also may be asset managers or technicians who supervise, monitor, and support solar project operations from offsite locations.

The waiver request herein is in line with industry standards for the number of jobs specifically relegated to a solar generation facility of this size. This is evidenced by previously filed limitation agreement applications by solar developers who similarly requested a waiver of the job requirements and in addition, by readily available documentation and education materials related to the development of solar generation facilities.

Sincerely,



Frank De Rosa

**TAB 13**

*Calculation of three possible wage requirements with supporting documentation*

**AVERAGE WEEKLY WAGES FOR ALL JOBS, ALL INDUSTRIES IN PECOS COUNTY**  
*FOUR MOST RECENT QUARTERS*

| COUNTY       | YEAR | QUARTER | Avg. Weekly Wage       |
|--------------|------|---------|------------------------|
| Pecos        | 2014 | Q3      | \$909                  |
| Pecos        | 2014 | Q2      | \$851                  |
| Pecos        | 2014 | Q1      | \$957                  |
| Pecos        | 2013 | Q4      | \$855                  |
| SUM:         |      |         | \$3,572                |
| CALCULATION: |      |         | $\$3,572/4 = \$893.00$ |

**AVERAGE WEEKLY WAGES FOR MANUFACTURING JOBS IN PECOS COUNTY**  
*FOUR MOST RECENT QUARTERS*

| COUNTY       | YEAR | QUARTER | Avg. Weekly Wage                        |
|--------------|------|---------|---|
| Pecos        | 2014 | Q3      | \$716                                   |
| Pecos        | 2014 | Q2      | \$655                                   |
| Pecos        | 2014 | Q1      | \$661                                   |
| Pecos        | 2013 | Q4      | \$561                                   |
| SUM:         |      |         | \$2,593                                 |
| CALCULATION: |      |         | $\$2,565/4 = \$648.25 * 1.1 = \$713.08$ |

**AVERAGE WEEKLY WAGES FOR MANUFACTURING JOBS IN THE PERMIAN BASIN REGION (WDA)**  
*FOUR MOST RECENT QUARTERS*

| REGION / WDA  | YEAR | Hourly/Annual    | Avg. Weekly Wage              |
|---------------|------|------------------|-------------------------------|
| Permian Basin | 2013 | \$22.89/\$47,604 | \$915.46                      |
| CALCULATION:  |      |                  | $\$915.46 * 1.1 = \$1,007.01$ |

Please refer to the attached TWC & Council of Governments documentation below.

### Quarterly Employment and Wages (QCEW)

[Back](#)

#### D.PERIODYEAR

Page 1 of 1 (40 results/page)

| Year | Period  | Area         | Ownership | Division | Level | Ind Code | Industry              | Avg Weekly Wages |
|------|---------|--------------|-----------|----------|-------|----------|-----------------------|------------------|
| 2014 | 1st Qtr | Pecos County | Private   | 00       | 0     | 10       | Total, All Industries | \$957            |
| 2014 | 2nd Qtr | Pecos County | Private   | 00       | 0     | 10       | Total, All Industries | \$851            |
| 2014 | 3rd Qtr | Pecos County | Private   | 00       | 0     | 10       | Total, All Industries | \$909            |
| 2013 | 1st Qtr | Pecos County | Private   | 00       | 0     | 10       | Total, All Industries | \$873            |
| 2013 | 2nd Qtr | Pecos County | Private   | 00       | 0     | 10       | Total, All Industries | \$844            |
| 2013 | 3rd Qtr | Pecos County | Private   | 00       | 0     | 10       | Total, All Industries | \$799            |
| 2013 | 4th Qtr | Pecos County | Private   | 00       | 0     | 10       | Total, All Industries | \$855            |

### Quarterly Employment and Wages (QCEW)

[Back](#)

#### D.PERIODYEAR

Page 1 of 1 (40 results/page)

| Year | Period  | Area         | Ownership | Division | Level | Ind Code | Industry      | Avg Weekly Wages |
|------|---------|--------------|-----------|----------|-------|----------|---------------|------------------|
| 2014 | 1st Qtr | Pecos County | Private   | 31       | 2     | 31-33    | Manufacturing | \$661            |
| 2014 | 2nd Qtr | Pecos County | Private   | 31       | 2     | 31-33    | Manufacturing | \$655            |
| 2014 | 3rd Qtr | Pecos County | Private   | 31       | 2     | 31-33    | Manufacturing | \$716            |
| 2013 | 1st Qtr | Pecos County | Private   | 31       | 2     | 31-33    | Manufacturing | \$692            |
| 2013 | 2nd Qtr | Pecos County | Private   | 31       | 2     | 31-33    | Manufacturing | \$571            |
| 2013 | 3rd Qtr | Pecos County | Private   | 31       | 2     | 31-33    | Manufacturing | \$708            |
| 2013 | 4th Qtr | Pecos County | Private   | 31       | 2     | 31-33    | Manufacturing | \$561            |

**2013 Manufacturing Wages by Council of Government Region  
Wages for All Occupations**

| COG   | Wages          |                 |
|---|----------------|-----------------|
|   | Hourly         | Annual          |
| <b>Texas</b>  | <b>\$23.73</b> | <b>\$49,363</b> |
| <a href="#">1. Panhandle Regional Planning Commission</a>         | \$20.43        | \$42,499        |
| <a href="#">2. South Plains Association of Governments</a>        | \$16.53        | \$34,380        |
| <a href="#">3. NORTEX Regional Planning Commission</a>            | \$19.15        | \$39,838        |
| <a href="#">4. North Central Texas Council of Governments</a>     | \$25.00        | \$51,997        |
| <a href="#">5. Ark-Tex Council of Governments</a>                 | \$17.45        | \$36,298        |
| <a href="#">6. East Texas Council of Governments</a>              | \$19.50        | \$40,565        |
| <a href="#">7. West Central Texas Council of Governments</a>      | \$18.64        | \$38,779        |
| <a href="#">8. Rio Grande Council of Governments</a>              | \$16.27        | \$33,848        |
| <a href="#">9. Permian Basin Regional Planning Commission</a>     | \$22.89        | \$47,604        |
| <a href="#">10. Concho Valley Council of Governments</a>          | \$17.20        | \$35,777        |
| <a href="#">11. Heart of Texas Council of Governments</a>         | \$19.44        | \$40,444        |
| <a href="#">12. Capital Area Council of Governments</a>           | \$27.31        | \$56,805        |
| <a href="#">13. Brazos Valley Council of Governments</a>          | \$17.20        | \$35,770        |
| <a href="#">14. Deep East Texas Council of Governments</a>        | \$16.48        | \$34,287        |
| <a href="#">15. South East Texas Regional Planning Commission</a> | \$29.09        | \$60,501        |
| <a href="#">16. Houston-Galveston Area Council</a>                | \$26.13        | \$54,350        |
| <a href="#">17. Golden Crescent Regional Planning Commission</a>  | \$22.23        | \$46,242        |
| <a href="#">18. Alamo Area Council of Governments</a>             | \$18.91        | \$39,329        |
| <a href="#">19. South Texas Development Council</a>               | \$13.94        | \$28,990        |
| <a href="#">20. Coastal Bend Council of Governments</a>           | \$23.78        | \$49,454        |
| <a href="#">21. Lower Rio Grande Valley Development Council</a>   | \$15.82        | \$32,907        |
| <a href="#">22. Texoma Council of Governments</a>                 | \$20.93        | \$43,529        |
| <a href="#">23. Central Texas Council of Governments</a>          | \$17.33        | \$36,042        |
| <a href="#">24. Middle Rio Grande Development Council</a>         | \$19.07        | \$39,666        |

Source: Texas Occupational Employment and Wages

Data published: July 2014

Data published annually, next update will be July 31, 2015

Note: Data is not supported by the Bureau of Labor Statistics (BLS).

Wage data is produced from Texas OES data, and is not to be compared to BLS estimates.

Data intended for TAC 313 purposes only.

**TAB 14**

*Schedules A1, A2, B, C, and D completed and signed Economic Impact*

See attached Excel Spreadsheet

Schedule A1 Total Investment for Economic Impact (through the Qualifying Time Period)

Applicant Name: Buckhorn Westex, LLC  
 ISD Name: Fort Stockton ISD

Form 80-296A  
 Revised Feb 2014

| PROPERTY INVESTMENT AMOUNTS  |                         |   |   |   |   |  |   |     |                  |
|--|-------------------------|---|---|---|---|--|---|-----|------------------|
| (Estimated Investment in each year. Do not put cumulative totals.)   |                         |   |   |   |   |  |   |     |                  |
| Year   | School Year (YYYY-YYYY) | Tax Year (Fill in actual tax year below) YYYY | Column A  | Column B  | Column C  | Column D   | Column E                                  |     |                  |
|  |                         |   | New investment (original cost) in tangible personal property placed in service during this year that will become Qualified Property | New investment made during this year in buildings or permanent nonremovable components of buildings that will become Qualified Property | Other new investment made during this year that will not become Qualified Property [SEE NOTE] | Other new investment made during this year that may become Qualified Property [SEE NOTE] | Total Investment (Sum of Columns A+B+C+D) |     |                  |
| Investment made before filing complete application with district   |                         |   | Not eligible to become Qualified Property   |   |   |  |   |     | \$0              |
| Investment made after filing complete application with district, but before final board approval of application                  | 2015                    | 2015-2016                                     | \$0   | \$0   | \$0   | \$0  | \$0                                       | \$0 | 0                |
| Investment made after final board approval of application and before Jan. 1 of first complete tax year of qualifying time period |                         |   | \$0.00  | \$0   | \$0   | \$0  | \$0                                       | \$0 | \$0.00           |
| Complete tax years of qualifying time period   | Q1P1                    | 2016-2017                                     | \$172,500,000.00  | \$0   | \$0   | \$0  | \$0                                       | \$0 | \$172,500,000.00 |
|  | Q1P2                    | 2017-2018                                     | \$0.00  | \$0   | \$0   | \$0  | \$0                                       | \$0 | \$0.00           |
| <b>Total Investment through Qualifying Time Period [ENTER THIS ROW IN SCHEDULE A2]</b>   |                         |   | \$172,500,000.00  | \$0   | \$0   | \$0  | \$0                                       | \$0 | \$172,500,000.00 |
| <b>Total Qualified Investment (sum of green cells)</b>   |                         |   | \$172,500,000.00  | Enter amounts from TOTAL row above in Schedule A2   |   |  |   |     |                  |

For All Columns: List amount invested each year, not cumulative totals.

Column A: This represents the total dollar amount of planned investment in tangible personal property. Only include estimates of investment for "replacement" property if the property is specifically described in the application. Only tangible personal property that is specifically described in the application can become qualified property.

Column B: The total dollar amount of planned investment each year in buildings or nonremovable component of buildings.

Column C: Dollar value of other investment that may affect economic impact and total value. Examples of other investment that will not become qualified property include investment meeting the definition of 313.021(1) but not creating a new improvement as defined by TAC 9.1051. This is proposed property that functionally replaces existing property; is used to maintain, refurbish, renovate, modify or upgrade existing property; or is affixed to existing property—described in SECTION 13, question #5 of the application.

Column D: Dollar value of other investment that may affect economic impact and total value. Examples of other investment that may result in qualified property are land or professional services.

Total Investment: Add together each cell in a column and enter the sum in the blue total investment row. Enter the data from this row into the first row in Schedule A2.

Qualified Investment: For the green qualified investment cell, enter the sum of all the green-shaded cells.

Schedule A2: Total Investment for Economic Impact (including Qualified Property and other investments)

Applicant Name: Buckthorn Westex, LLC  
ISD Name: Fort Stockton ISD

| PROPERTY INVESTMENT AMOUNTS<br>(Estimated investment in each year. Do not put cumulative totals.) |                            |  |   |  |   |   |   |  |  |
|---|----------------------------|--|---|--|---|---|---|--|--|
| Year  | School Year<br>(YYYY-YYYY) | Tax Year<br>(Fill in actual tax<br>year below)<br>YYYY | Column A<br>New investment (original cost) in tangible<br>personal property placed in service or<br>during this year that will become Qualified<br>Property | Column B<br>New investment made during this year in<br>buildings or nonremovable components<br>of buildings that will become<br>Qualified Property | Column C<br>Other investment made during this year<br>that will not become Qualified Property<br>(SEE NOTE) | Column D<br>Other investment made during this year<br>that will become Qualified Property (SEE<br>NOTE) | Column E<br>Total Investment<br>(A+B+C+D) |  |  |
| TOTALS FROM SCHEDULE A1   |                            |  | \$172,500,000.00  | \$0  | \$0   | \$0   | \$172,500,000.00                          |  |  |
| 0   | 2015-2016                  | 2015   | \$0   | \$0  | \$0   | \$0   | \$0                                       |  |  |
| 0   | 2016-2017                  | 2016   | \$172,500,000.00  | \$0  | \$0   | \$0   | \$172,500,000.00                          |  |  |
| 1   | 2017-2018                  | 2017   | \$0.00  | \$0  | \$0   | \$0   | \$0.00                                    |  |  |
| 2   | 2018-2019                  | 2018   | \$0.00  | \$0  | \$0   | \$0   | \$0.00                                    |  |  |
| 3   | 2019-2020                  | 2019   | \$0.00  | \$0  | \$0   | \$0   | \$0.00                                    |  |  |
| 4   | 2020-2021                  | 2020   | \$0.00  | \$0  | \$0   | \$0   | \$0.00                                    |  |  |
| 5   | 2021-2022                  | 2021   | \$0.00  | \$0  | \$0   | \$0   | \$0.00                                    |  |  |
| 6   | 2022-2023                  | 2022   | \$0.00  | \$0  | \$0   | \$0   | \$0.00                                    |  |  |
| 7   | 2023-2024                  | 2023   | \$0.00  | \$0  | \$0   | \$0   | \$0.00                                    |  |  |
| 8   | 2024-2025                  | 2024   | \$0.00  | \$0  | \$0   | \$0   | \$0.00                                    |  |  |
| 9   | 2025-2026                  | 2025   | \$0.00  | \$0  | \$0   | \$0   | \$0.00                                    |  |  |
| 10  | 2026-2027                  | 2026   | \$0.00  | \$0  | \$0   | \$0   | \$0.00                                    |  |  |
| Total investment made through limitation  |                            |  | \$172,500,000.00  | \$0  | \$0   | \$0   | \$172,500,000.00                          |  |  |
| 11  | 2027-2028                  | 2027   |   |  | \$8,500,000   |   | \$8,500,000                               |  |  |
| 12  | 2028-2029                  | 2028   |   |  | \$0   |   | \$0                                       |  |  |
| 13  | 2029-2030                  | 2029   |   |  | \$0   |   | \$0                                       |  |  |
| 14  | 2030-2031                  | 2030   |   |  | \$0   |   | \$0                                       |  |  |
| 15  | 2031-2032                  | 2031   |   |  | \$0   |   | \$0                                       |  |  |
| 16  | 2032-2033                  | 2032   |   |  | \$0   |   | \$0                                       |  |  |
| 17  | 2033-2034                  | 2033   |   |  | \$0   |   | \$0                                       |  |  |
| 18  | 2034-2035                  | 2034   |   |  | \$0   |   | \$0                                       |  |  |
| 19  | 2035-2036                  | 2035   |   |  | \$0   |   | \$0                                       |  |  |
| 20  | 2036-2037                  | 2036   |   |  | \$0   |   | \$0                                       |  |  |
| 21  | 2037-2038                  | 2037   |   |  | \$0   |   | \$0                                       |  |  |
| 22  | 2038-2039                  | 2038   |   |  | \$0   |   | \$0                                       |  |  |
| 23  | 2039-2040                  | 2039   |   |  | \$0   |   | \$0                                       |  |  |
| 24  | 2040-2041                  | 2040   |   |  | \$0   |   | \$0                                       |  |  |
| 25  | 2041-2042                  | 2041   |   |  | \$0   |   | \$0                                       |  |  |

\* All investments made through the qualifying time period are captured and totaled on Schedule A1 [blue box] and incorporated into this schedule in the first row.  
 \*\* Only investment made during deferrals of the start of the limitation (after the end of qualifying time period but before the start of the Value Limitation Period) should be included in the "year prior to start of value limitation period" row(s). If the limitation starts at the end of the qualifying time period or the qualifying time period overlaps the limitation, no investment should be included on this line.  
 \*\*\* If your qualifying time period will overlap your value limitation period, do not also include investment made during the qualifying time period in years 1 and/or 2 of the value limitation period, depending on the overlap. Only include investments/years that were not captured on Schedule A1.  
 For All Columns: List amount invested each year, not cumulative totals. Only include investments in the remaining rows of Schedule A2 that were not captured on Schedule A1.  
 Column A: This represents the total dollar amount of planned investment in tangible personal property. Only include estimates of investment for "replacement" property if the property is specifically described in the application.  
 Only tangible personal property that is specifically described in the application can become qualified property.  
 Column B: The total dollar amount of planned investment each year in buildings or nonremovable components of buildings.  
 Column C: Dollar value of other investment that may affect economic impact and total value. Examples of other investment that will not become qualified property include investment meeting the definition of 313.021(1) but not creating a new/improvement as defined by TAC 9.1051. This is proposed property that functionally replaces existing property; is used to maintain, refurbish, renovate, modify or upgrade existing property; or is affixed to existing property—described in SECTION 13, question #5 of the application.  
 Column D: Dollar value of other investment that may affect economic impact and total value. Examples of other investment that may result in qualified property are land or professional services.

**Schedule B: Estimated Market And Taxable Value (of Qualified Property Only)**

Applicant Name

Buckthorn Westex, LLC

Form 50-296A

ISD Name

Fort Stockton ISD

Revised Feb 2014

| Year   | School Year<br>(YYYY-YYYY) | Tax Year<br>(Fill in actual tax<br>year)<br>YYYY | Qualified Property                |   |  | Estimated Taxable Value   |   |   |
|--|----------------------------|--|-----------------------------------|---|--|---|---|---|
|  |                            |  | Estimated Market Value of<br>Land | Estimated Total Market<br>Value of new buildings or<br>other new improvements | Estimated Total Market<br>Value of tangible personal<br>property in the new<br>buildings or "in or on the<br>new improvements" | Market Value less any<br>exemptions (such as<br>pollution control) and<br>before limitation | Final taxable value for I&S<br>after all reductions | Final taxable value for<br>M&O after all reductions |
| Prior Years  | 0                          | 2015-2016  | \$0                               | \$0   | \$0  | \$0   | \$0   | \$0   |
| Prior Years  | 0                          | 2016-2017  | \$0                               | \$0   | \$0  | \$0   | \$0   | \$0   |
| Value Limitation Period  | 1                          | 2017-2018  | \$0                               | \$172,500,000.00  | \$0  | \$0   | \$172,500,000.00                                    | \$30,000,000.00                                     |
|  | 2                          | 2018-2019  | \$0                               | \$146,625,000.00  | \$0  | \$0   | \$146,625,000.00                                    | \$30,000,000.00                                     |
|  | 3                          | 2019-2020  | \$0                               | \$124,631,250.00  | \$0  | \$0   | \$124,631,250.00                                    | \$30,000,000.00                                     |
|  | 4                          | 2020-2021  | \$0                               | \$105,936,562.50  | \$0  | \$0   | \$105,936,562.50                                    | \$30,000,000.00                                     |
|  | 5                          | 2021-2022  | \$0                               | \$90,046,078.13   | \$0  | \$0   | \$90,046,078.13                                     | \$30,000,000.00                                     |
|  | 6                          | 2022-2023  | \$0                               | \$76,539,166.41   | \$0  | \$0   | \$76,539,166.41                                     | \$30,000,000.00                                     |
|  | 7                          | 2023-2024  | \$0                               | \$65,058,291.45   | \$0  | \$0   | \$65,058,291.45                                     | \$30,000,000.00                                     |
|  | 8                          | 2024-2025  | \$0                               | \$55,299,547.73   | \$0  | \$0   | \$55,299,547.73                                     | \$30,000,000.00                                     |
|  | 9                          | 2025-2026  | \$0                               | \$47,004,615.57   | \$0  | \$0   | \$47,004,615.57                                     | \$30,000,000.00                                     |
|  | 10                         | 2026-2027  | \$0                               | \$39,953,923.23   | \$0  | \$0   | \$39,953,923.23                                     | \$30,000,000.00                                     |
| Continue to maintain<br>viable presence  | 11                         | 2027-2028  | \$0                               | \$34,500,000.00   | \$0  | \$0   | \$34,500,000.00                                     | \$34,500,000.00                                     |
|  | 12                         | 2028-2029  | \$0                               | \$34,500,000.00   | \$0  | \$0   | \$34,500,000.00                                     | \$34,500,000.00                                     |
|  | 13                         | 2029-2030  | \$0                               | \$34,500,000.00   | \$0  | \$0   | \$34,500,000.00                                     | \$34,500,000.00                                     |
|  | 14                         | 2030-2031  | \$0                               | \$34,500,000.00   | \$0  | \$0   | \$34,500,000.00                                     | \$34,500,000.00                                     |
|  | 15                         | 2031-2032  | \$0                               | \$34,500,000.00   | \$0  | \$0   | \$34,500,000.00                                     | \$34,500,000.00                                     |
| Additional years for<br>25 year economic impact<br>as required by<br>313.026(c)(1) | 16                         | 2032-2033  | \$0                               | \$34,500,000.00   | \$0  | \$0   | \$34,500,000.00                                     | \$34,500,000.00                                     |
|  | 17                         | 2033-2034  | \$0                               | \$34,500,000.00   | \$0  | \$0   | \$34,500,000.00                                     | \$34,500,000.00                                     |
|  | 18                         | 2034-2035  | \$0                               | \$34,500,000.00   | \$0  | \$0   | \$34,500,000.00                                     | \$34,500,000.00                                     |
|  | 19                         | 2035-2036  | \$0                               | \$34,500,000.00   | \$0  | \$0   | \$34,500,000.00                                     | \$34,500,000.00                                     |
|  | 20                         | 2036-2037  | \$0                               | \$34,500,000.00   | \$0  | \$0   | \$34,500,000.00                                     | \$34,500,000.00                                     |
|  | 21                         | 2037-2038  | \$0                               | \$34,500,000.00   | \$0  | \$0   | \$34,500,000.00                                     | \$34,500,000.00                                     |
|  | 22                         | 2038-2039  | \$0                               | \$34,500,000.00   | \$0  | \$0   | \$34,500,000.00                                     | \$34,500,000.00                                     |
|  | 23                         | 2039-2040  | \$0                               | \$34,500,000.00   | \$0  | \$0   | \$34,500,000.00                                     | \$34,500,000.00                                     |
|  | 24                         | 2040-2041  | \$0                               | \$34,500,000.00   | \$0  | \$0   | \$34,500,000.00                                     | \$34,500,000.00                                     |
|  | 25                         | 2041-2042  | \$0                               | \$34,500,000.00   | \$0  | \$0   | \$34,500,000.00                                     | \$34,500,000.00                                     |

Notes: Market value in future years is good faith estimate of future taxable value for the purposes of property taxation.  
Only include market value for eligible property on this schedule.

Schedule C Employment Information

Applicant Name  
ISD Name

Buckhorn Westex, LLC  
Fort Stockton ISD

|  | Year                                       | School Year (YYYY-YYYY) | Tax Year (Actual tax year) | Construction              |             | Non-Qualifying Jobs |          | Qualifying Jobs |             |
|--|--|-------------------------|----------------------------|---------------------------|-------------|---------------------|----------|-----------------|-------------|
|  |  |                         |                            | Column A                  | Column B    | Column C            | Column D | Column E        |             |
| Prior Years  | 0  | 2015-2016               | 2014                       | 0                         | N/A         | 0                   | 0        | N/A             |             |
| Prior Years  | 0  | 2016-2017               | 2015                       | 200 FTE avg, 450 FTE peak | \$37,534.00 | 0                   | 0        | N/A             |             |
| Value Limitation Period<br>The qualifying period ends on the<br>10th of the month. | 1  | 2017-2018               | 2016                       | 0                         | N/A         | 0                   | 2        | \$38,000.00     |             |
|  | 2  | 2018-2019               | 2017                       | 0                         | N/A         | 0                   | 2        | \$38,000.00     |             |
|  | 3  | 2019-2020               | 2018                       | 0                         | N/A         | 0                   | 2        | \$38,000.00     |             |
|  | 4  | 2020-2021               | 2019                       | 0                         | N/A         | 0                   | 2        | \$38,000.00     |             |
|  | 5  | 2021-2022               | 2020                       | 0                         | N/A         | 0                   | 2        | \$38,000.00     |             |
|  | 6  | 2022-2023               | 2021                       | 0                         | N/A         | 0                   | 2        | \$38,000.00     |             |
|  | 7  | 2023-2024               | 2022                       | 0                         | N/A         | 0                   | 2        | \$38,000.00     |             |
|  | 8  | 2024-2025               | 2023                       | 0                         | N/A         | 0                   | 2        | \$38,000.00     |             |
|  | 9  | 2025-2026               | 2024                       | 0                         | N/A         | 0                   | 2        | \$38,000.00     |             |
|  | 10   | 2026-2027               | 2025                       | 0                         | N/A         | 0                   | 2        | \$38,000.00     |             |
|  | Years Following<br>Value Limitation Period | 11<br>through<br>25     | 2026-2041                  | 2026-2040                 | 0           | N/A                 | 0        | 2               | \$38,000.00 |

Notes: See TAC 9.1051 for definition of non-qualifying jobs.  
Only include jobs on the project site in this school district.

C1. Are the cumulative number of qualifying jobs listed in Column D less than the number of qualifying jobs required by statute? (25 qualifying jobs in Subchapter B districts, 10 qualifying jobs in Subchapter C districts)  Yes  No

If yes, answer the following two questions:

C1a. Will the applicant request a job waiver, as provided under 313.025(k-1)?  Yes  No

C1b. Will the applicant avail itself of the provision in 313.021(3)(f)?  Yes  No

**Schedule D: Other Incentives (Estimated)**

**Applicant Name** Buckthorn Westex, LLC  
**ISD Name** Fort Stockton ISD

**Form 50-296A**  
 Revised Feb 2014

| Incentive Description                  | State and Local Incentives for which the Applicant intends to apply (Estimated) |                           |                        |                                   |                            | Annual Net Tax Levy        |
|--|---|---------------------------|------------------------|-----------------------------------|----------------------------|----------------------------|
|  | Taxing Entity (as applicable)   | Beginning Year of Benefit | Duration of Benefit    | Annual Tax Levy without Incentive | Annual Incentive           |                            |
| Tax Code Chapter 311                   | County:<br>City:<br>Other:  |                           |                        |                                   |                            |                            |
| Tax Code Chapter 312                   | County: Pecos County<br>Other: Middle Pecos Groundwater Conservation District   | 2016<br>2016              | 2016-2025<br>2016-2025 | \$408,452.00<br>\$14,145.00       | \$209,421.00<br>\$7,253.00 | \$199,031.00<br>\$6,892.00 |
| Local Government Code Chapters 380/381 | City:<br>Other:<br>County:  |                           |                        |                                   |                            |                            |
| Freeport Exemptions                    |   |                           |                        |                                   |                            |                            |
| Non-Annexation Agreements              |   |                           |                        |                                   |                            |                            |
| Enterprise Zone/Project                |   |                           |                        |                                   |                            |                            |
| Economic Development Corporation       |   |                           |                        |                                   |                            |                            |
| Texas Enterprise Fund                  |   |                           |                        |                                   |                            |                            |
| Employee Recruitment                   |   |                           |                        |                                   |                            |                            |
| Skills Development Fund                |   |                           |                        |                                   |                            |                            |
| Training Facility Space and Equipment  |   |                           |                        |                                   |                            |                            |
| Infrastructure Incentives              |   |                           |                        |                                   |                            |                            |
| Permitting Assistance                  |   |                           |                        |                                   |                            |                            |
| Other:                                 |   |                           |                        |                                   |                            |                            |
| Other:                                 |   |                           |                        |                                   |                            |                            |
| Other:                                 |   |                           |                        |                                   |                            |                            |
| Other:                                 |   |                           |                        |                                   |                            |                            |
| <b>TOTAL</b>                           |   |                           |                        | \$422,597.00                      | \$216,674.00               | \$205,923.00               |

Additional information on incentives for this project: 25 Year Average was used to adjust for depreciation of facility

**TAB 15**

***Economic Impact***

Buckthorn Westex LLC will not be including an Economic Impact Report.

**TAB 16**

*Description of Reinvestment Zone, including:*

- A. Evidence that the area qualifies as an reinvestment zone*
- B. Legal description of the reinvestment zone*
- C. Order, resolution or ordinance establishing the reinvestment zone*
- D. Guidelines and criteria for creating the zone*

**To be Inserted Upon Designation.**

**SECTION 16: Authorized Signatures and Applicant Certification**

After the application and schedules are complete, an authorized representative from the school district and the business should review the application documents and complete this authorization page. Attach the completed authorization page in **Tab 17**. **NOTE:** If you amend your application, you will need to obtain new signatures and resubmit this page, Section 16, with the amendment request.

**1. Authorized School District Representative Signature**

I am the authorized representative for the school district to which this application is being submitted. I understand that this application is a government record as defined in Chapter 37 of the Texas Penal Code.

print here → RALPH TRAYNHAM  
Print Name (Authorized School District Representative)

SUPERINTENDENT  
Title

sign here → Ralph Traynham  
Signature (Authorized School District Representative)

2/26/15  
Date

**2. Authorized Company Representative (Applicant) Signature and Notarization**

I am the authorized representative for the business entity for the purpose of filing this application. I understand that this application is a government record as defined in Chapter 37 of the Texas Penal Code. The information contained in this application and schedules is true and correct to the best of my knowledge and belief.

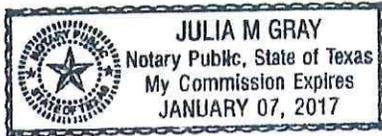
I hereby certify and affirm that the business entity I represent is in good standing under the laws of the state in which the business entity was organized and that no delinquent taxes are owed to the State of Texas.

print here → C. Scott Pryor  
Print Name (Authorized Company Representative (Applicant))

Director  
Title

sign here → [Signature]  
Signature (Authorized Company Representative (Applicant))

02/23/15  
Date



(Notary Seal)

GIVEN under my hand and seal of office this, the

23 day of February, 2015

Julia M. Gray  
Notary Public in and for the State of Texas

My Commission expires: 01/07/2017

If you make a false statement on this application, you could be found guilty of a Class A misdemeanor or a state jail felony under Texas Penal Code Section 37.10.