

Chapter 313 Annual Eligibility Report Form

SECTION 1: Applicant and District Information

1. Tax year covered by this report: 2016
NOTE: This report must be completed and submitted to the school district by May 15 of every year using information from the previous tax (calendar) year.
2. Application number: 1124
NOTE: You can find your application number and all agreement documents and reports on the website comptroller.texas.gov/economy/local/ch313/agreement-docs.php
3. Name of school district: Floydada ISD
4. Name of project on original application (or short description of facility): Old Settler Wind, LLC
5. Name of applicant on original application: Old Settler Wind, LLC
6. Name the company entering into original agreement with district: Old Settler Wind, LLC
7. Amount of limitation at time of application approval: 20 Million
8. If you are one of two or more companies originally applying for a limitation, list all other applicants here and describe their relationships. (Use attachments if necessary.)

SECTION 2: Current Agreement Information

1. Name of current agreement holder(s) Old Settler Wind, LLC
2. Complete mailing address of current agreement holder 310 4th St., NE, Suite 200 Charlottesville, VA 22902
3. Company contact person for agreement holder:
- | | |
|----------------------|---|
| <u>Daniel Wetzel</u> | <u>Asset Manager, Apex Clean Energy, Inc.</u> |
| Name | Title |
| <u>434.328.2302</u> | <u>daniel.wetzel@apexcleanenergy.com</u> |
| Phone | Email |
4. Texas franchise tax ID number of current agreement holder: 32058265235
5. If the current agreement holder does not report under the franchise tax law, please include name and tax ID of reporting entity:
- | | |
|---------|---------|
| <u></u> | <u></u> |
| Name | Tax ID |
6. If the authorized company representative (same as signatory for this form) is different from the contact person listed above, complete the following:
- | | |
|---|--|
| <u>Mark Goodwin</u> | <u>President, Apex Clean Energy Holdings, LLC, sole member of Apex GCL, LLC, manager of Cotton Plains Holdings III, LLC, sole member of Cotton Plains Holdings II, LLC, sole member of Cotton Plains Holdings, LLC, sole member of Old Settler Wind, LLC</u> |
| Name | Title |
| <u>310 4th St., NE, Suite 200, Charlottesville, VA, 22903</u> | |
| Complete Mailing Address | |
| <u>434.220.7595</u> | <u>mark@apexcleanenergy.com</u> |
| Phone | Email |
7. If you are a current agreement holder who was not an original applicant, please list all other current agreement holders. Please describe the chain of ownership from the original applicant to the new entities. (Use attachments if necessary.)

- 7c. If yes, how many qualifying jobs were created at the specified wage in the year covered by the report? _____
8. How many qualifying jobs (employees of this entity and employees of a contractor with this entity) were based on the qualified property in the year covered by the report? _____
- 8a. Of the qualifying job-holders last year, how many were employees of the approved applicant? _____
- 8b. Of the qualifying job-holders last year, how many were employees of an entity contracting with the approved applicant? _____
- 8c. If any qualifying job-holders were employees of an entity contracting with the applicant, does the approved applicant or assignee have documentation from the contractor supporting the conclusion that those jobs are qualifying jobs? Yes No N/A

SECTION 5B: Wage and Employment Information for Applications After Jan. 1, 2014 (#1000 and Above)

ONLY COMPLETE THE WAGE SECTION (5A or 5B) THAT APPLIES TO YOUR APPLICATION. You can find your application number on the website at comptroller.texas.gov/economy/local/ch313/agreement-docs.php.

NOTE: For job definitions see TAC §9.1051(14) and Tax Code, §313.021(3).

QUALIFYING JOBS

1. What is the number of new qualifying jobs the applicant committed to create in the year covered by this report? 5
2. Did the applicant request that the governing body waive the minimum qualifying job requirement, as provided under Tax Code §313.025(f-1)? Yes No
- 2a. If yes, how many new qualifying jobs must the approved applicant create under the waiver? 5
3. Which Tax Code section are you using to determine the wage standard required for this project? §313.021(5)(A) or §313.021(5)(B)
- 3a. Attach calculations and cite exact Texas Workforce Commission data sources as defined in TAC §9.1051.
4. What is the minimum required annual wage for each qualifying job in the year covered by this report? \$ 38,318.00
5. What is the annual wage the applicant committed to pay for each of the qualifying jobs in the year covered by this report? \$ 38,318.00
6. How many qualifying jobs (employees of this entity and employees of a contractor with this entity) were based on the qualified property in the year covered by the report? 1
- 6a. Of the qualifying job-holders last year, how many were employees of the approved applicant? 1
- 6b. Of the qualifying job-holders last year, how many were employees of an entity contracting with the approved applicant? _____
- 6c. If any qualifying job-holders were employees of an entity contracting with the applicant, does the approved applicant or assignee have documentation from the contractor supporting the conclusion that those jobs are qualifying jobs? Yes No N/A
7. Do the qualifying jobs meet all minimum requirements set out in Tax Code §313.021(3) and TAC 9.1051(30)? Yes No

NON-QUALIFYING JOBS

8. What is the number of non-qualifying jobs the applicant had on Dec. 31 of the year covered by this report? 0
9. What was the average wage you were paying for non-qualifying jobs on Dec. 31 of the year covered by this report? .. \$ 0.00
10. What is the county average weekly wage for non-qualifying jobs, as defined in TAC §9.1051? \$ 0.00

MISCELLANEOUS

11. Did the applicant rely on a determination by the Texas Workforce Commission under the provisions §313.024(3)(F) in meeting the minimum qualifying job requirements? Yes No
- 11a. If yes, attach supporting documentation to evidence that the requirements of §313.021(3)(F) were met.
12. Are you part of a Single Unified Project (SUP) and relying on the provisions in Tax Code §313.024(d-2) to meet the qualifying job requirements? Yes No
- 12a. If yes, attach supporting documentation from the Texas Economic Development and Tourism Office including a list of the other school district(s) and the qualifying jobs located in each.

SECTION 6: Qualified Investment During Qualified Time Period

ENTITIES ARE NOT REQUIRED TO COMPLETE THIS SECTION IF THE YEAR COVERED BY THE REPORT IS AFTER THE QUALIFYING TIME PERIOD OF THEIR AGREEMENT.

- 1. What is the qualified investment expended by this entity from the beginning of the qualifying time period through the end of the year covered by this report? \$ 161,000,000.00
2. Was any of the land classified as qualified investment? Yes No
3. Was any of the qualified Investment leased under a capitalized lease? Yes No
4. Was any of the qualified Investment leased under an operating lease? Yes No
5. Was any property not owned by the applicant part of the qualified investment? Yes No

SECTION 7: Partial Interest

THE FOLLOWING QUESTIONS MUST BE ANSWERED BY ENTITIES HAVING A PARTIAL INTEREST IN AN AGREEMENT.

For limitation agreements where there are multiple company entities that receive a part of the limitation provided by the agreement:

1) each business entity not having a full interest in the agreement should complete a separate form for their proportionate share of required employment and investment information; and, 2) separately, the school district is required to complete an Annual Eligibility Report that provides for each question in this form a sum of the individual answers from reports submitted by each entity so that there is a cumulative Annual Eligibility Report reflecting the entire agreement.

- 1. What was your limitation amount (or portion of original limitation amount) during the year covered by this report?
2. Please describe your interest in the agreement and identify all the documents creating that interest.

Empty text box for describing interest in the agreement and identifying documents.

SECTION 8: Approval

"I am the authorized representative for the Company submitting this Annual Eligibility Report. I understand that this Report is a government record as defined in Chapter 37 of the Texas Penal Code. The information I am providing on this Report is true and correct to the best of my knowledge and belief."

print here Jim Trousdale
Print Name (Authorized Company Representative)

sign here [Signature]
Signature (Authorized Company Representative)

print here Mike Fry
Print Name of Preparer (Person Who Completed the Form)

CFO
Title Apex Clean Energy Holdings, LLC, sole member of Apex GCL, LLC, manager of Cotton Plains Holdings III, LLC, sole member of Cotton Plains Holdings II, LLC, sole member of Cotton Plains Holdings, LLC, sole member of Old Settler Wind, LLC

Date 10/30/17

Phone 469-298-1618



Franchise Tax Account Status

As of : 10/30/2017 14:07:34

This Page is Not Sufficient for Filings with the Secretary of State

OLD SETTLER WIND, LLC	
Texas Taxpayer Number	32058265235
Mailing Address	1601 ELM ST STE 4360 DALLAS, TX 75201-4701
Right to Transact Business in Texas	ACTIVE
State of Formation	DE
Effective SOS Registration Date	09/10/2015
Texas SOS File Number	0802290379
Registered Agent Name	COGENCY GLOBAL INC.
Registered Office Street Address	1601 ELM ST., SUITE 4360 DALLAS, TX 75201

Calculation of three possible wage requirements with TWC documentation

Chapter 313 Wage Calculation – Floyd County – All Industries

Quarter	Year	Avg. Weekly Wages*	Annualized
Fourth	2014	\$739	\$38,428
First	2015	\$587	\$30,524
Second	2015	\$593	\$30,836
Third	2015	\$624	\$32,448
	Average	\$635.75	\$33,059
	110%	\$699.33	

Chapter 313 Wage Calculation – Floyd County – Manufacturing Jobs

Quarter	Year	Avg. Weekly Wages*	Annualized
Fourth	2014	\$790	\$41,080
First	2015	\$518	\$26,936
Second	2015	\$619	\$32,188
Third	2015	\$812	\$42,224
	Average	\$684.75	\$35,607
	110%	\$753.23	

Chapter 313 Wage Calculation – Regional Wage Rate – Manufacturing Jobs

Region	Year	Avg. Weekly Wages*	Annualized
South Plains	2014	\$669.88	\$34,834
	110%	\$736.87	

*See attached TWC documentation