

# O'HANLON, DEMERATH & CASTILLO

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August 6, 2020

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

RE: 1223-Amendment No. 1 to Agreement for Limitation on Appraised Value of Property For  
School District Maintenance and Operations Taxes Between Roscoe CISD and Mesquite  
Star Special

To the Local Government Assistance & Economic Analysis Division:

Enclosed. Please find 1223-Amendment No. 1 to Agreement for Limitation on Appraised Value  
of Property for School District Maintenance and Operations Taxes Between Roscoe CISD and  
Mesquite Star Special

A copy of the amended agreement will be submitted to the Fisher County Appraisal District.

Sincerely,



Kevin O'Hanlon  
School District Consultant

Cc: Fisher County Appraisal District  
Mesquite Star Special, LLC

**AMENDMENT NO. 1  
TO AGREEMENT FOR LIMITATION ON APPRAISED VALUE OF PROPERTY FOR  
SCHOOL DISTRICT MAINTENANCE AND OPERATIONS TAXES  
BETWEEN ROSCOE COLLEGIATE INDEPENDENT SCHOOL DISTRICT AND  
MESQUITE STAR SPECIAL, LLC  
(Comptroller Application No. 1223)**

This **AMENDMENT NO. 1 TO THE AGREEMENT FOR LIMITATION ON APPRAISED VALUE OF PROPERTY FOR SCHOOL DISTRICT MAINTENANCE AND OPERATIONS TAXES** (this "Amendment No. 1") is entered into by and between **ROSCOE COLLEGIATE INDEPENDENT SCHOOL DISTRICT** (the "District"), a lawfully created independent school district of the State of Texas operating under and subject to the Texas Education Code, and **MESQUITE STAR SPECIAL, LLC**, a Texas limited liability company, Texas Taxpayer Identification Number 32064548236 ("Applicant"). The Applicant and the District may hereafter be referred together as the "Parties" and individually as a "Party." Undefined capitalized terms herein shall have the meaning given to them in the Agreement (as defined below).

**WHEREAS**, on or about April 16, 2018, pursuant to Chapter 313 of the Texas Tax Code, after conducting a public hearing on the matter, the District made factual findings (the "Findings of Fact"), and passed, approved, and executed that certain Agreement for Limitation on Appraised Value of Property for School District Maintenance and Operations Taxes dated April 9, 2018, by and between the District and Applicant (the "Agreement");

**WHEREAS**, on January 28, 2020, pursuant to Section 10.2 of the Agreement, the Applicant requested to add additional qualified investment; update the job waiver request; and, update contact information for the Applicant;

**WHEREAS**, the Parties notified the Texas Comptroller of Public Accounts (the "Comptroller") of the Amended Application and the request for this Amendment No. 1; and the Comptroller issued its notice of completeness and issued its amended certification of the Amended Application on April 23<sup>rd</sup>, 2020, and approved the form of this Amendment No. 1 on May 4<sup>th</sup>, 2020; and

**WHEREAS**, on May 18, 2020, the Board of Trustees determined that this Amendment No. 1 is in the best interest of the District and the State of Texas and is consistent with and authorized by Chapter 313 of the Texas Tax Code, and hereby approves this Amendment No. 1 and authorizes the Board President and Secretary or in the event the Board President and Secretary are unavailable or have disclosed a conflict of interest, the Board of Trustees has authorized the Board Vice President, to execute and deliver such Agreement to the Applicant.

**NOW, THEREFORE**, in consideration of the foregoing recitals, the mutual benefits to be derived by the Parties and other good and valuable considerations, the receipt and adequacy of which are hereby acknowledged, and in compliance with Section 10.2 of the Agreement, the undersigned Parties agree to amend the Agreement as follows:

Amendment to Agreement for Limitation on Appraised Value  
Between Roscoe Consolidated ISD and Mesquite Star Special, LLC  
April 9, 2018  
Amended May 18, 2020

*Texas Economic Development Act Agreement  
Comptroller Form 50-826 (Jan 2020)*

1. **Amendments.** The Agreement is hereby amended as follows:

A. The Agreement is modified to increase the number of jobs required for the project. In order to "Maintain a Viable Presence" and satisfy the requirements of Section 9.1.C of the Agreement, the Applicant must create 4 Qualifying Jobs.

B. Section 10.1.C of the Agreement is modified with the following contact information for Applicant's Authorized Business Representative:

Randall Hickok  
Vice President  
Mesquite Star Special, LLC  
4900 North Scottsdale Road, Suite 5000  
Scottsdale, AZ 85251  
Email: [propertytax@clearwaveenergy.com](mailto:propertytax@clearwaveenergy.com)

C. **Exhibit 3:** Exhibit 3 is modified as attached to change the description of qualified investment. Turbine placement is subject to change, but for purposes of the Agreement, Applicant shall meet its qualified investment using 55 turbines located within the boundaries of the Roscoe Collegiate ISD and the project area and reinvestment zone depicted in the attached map.

2. **Effect.** Except as modified and amended by the terms of this Amendment No. 1, all of the terms, conditions, provisions and covenants of the Findings of Fact and Agreement are ratified and shall remain in full force and effect, and the Agreement and this Amendment No. 1 shall be deemed to constitute a single instrument or document and the Findings of Fact and this Amendment No. 1 shall be deemed to constitute a single instrument or document. Should there be any inconsistency between the terms of this Amendment No. 1 and the Agreement or this Amendment No. 1 and the Findings of Fact; the terms of this Amendment No. 1 shall prevail. A copy of this Amendment No. 1 shall be delivered to the Texas Comptroller to be posted to the Texas Comptroller's internet website. A copy of this Amendment No. 1 shall be recorded with the official Minutes of the meeting at which it has been approved on May 18, 2020.

3. **Binding on Successors and Assigns.** The Agreement, as amended by this Amendment No. 1, shall be binding upon and inure to the benefit of the Parties and each other person and entity having any interest therein during their ownership thereof, and their respective successors and assigns.

4. **Counterparts.** This Amendment No. 1 may be executed in counterparts, each of which shall be deemed an original and all of which when taken together shall constitute one and the same document.

IN WITNESS WHEREOF, the District and Applicant have caused this Amendment No. 1

to be executed and delivered by their duly authorized representatives on this 18<sup>th</sup> day of May, 2020.


**MESQUITE STAR SPECIAL, LLC**

By:   
**DIRECTOR** President

**ROSCOE COLLEGIATE INDEPENDENT  
SCHOOL DISTRICT**

By:   
**PRESIDENT, BOARD OF TRUSTEES**

**ATTEST:**

By:   
**SECRETARY, BOARD OF TRUSTEES**

**OR IN THE EVENT OF A CONFLICT OF INTEREST**

By: \_\_\_\_\_  
**VICE PRESIDENT, BOARD OF TRUSTEES**

## **EXHIBIT 3**

### **APPLICANT'S QUALIFIED INVESTMENT**

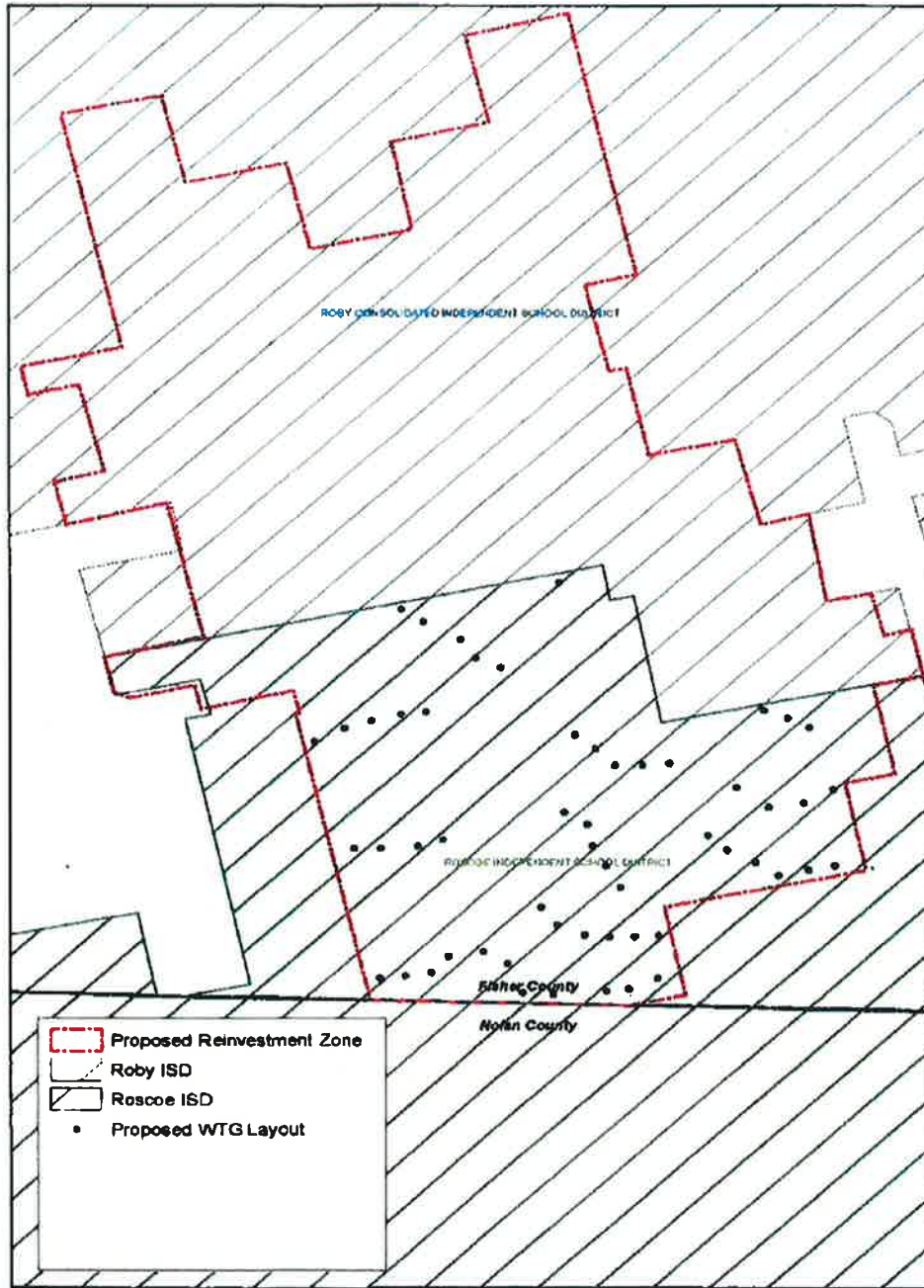
The Mesquite Star Special, LLC Wind Project is a proposed wind energy generation project which would be located in Fisher County, Texas. The Project is anticipated to consist of 118 wind turbines which when operational will be capable of generating 418.9MW. Additional Project facilities will include a Project Operations and Maintenance Facility, a main project substation, and an approximate 2.2-mile transmission line to connect the project to the existing electrical grid.

The Project is situated in southern Fisher County. The Project area is comprised primarily of rangeland, utilized for grazing and hunting and is well suited for a wind farm. The project will be located on approximately 27,000 acres of private land which will be leased under a 30-year wind lease. The project is planned to be interconnected to Lone Star Transmission's 345kV system which intersects the central portion of the project area.

A full suite of studies is underway to verify project viability including but not limited to environmental studies, cultural resource studies, biological studies, aviation studies, telecommunications studies and wind resource assessment studies. Following an approximate 17-month construction process, and once operational the Project is anticipated to be capable of sell electricity into the Texas wholesale power market beginning in December 2019, and have an expected life exceeding 25 years. The proposed project will include, but is not limited to, the following:

- Planned 140MW-AC in size;
- Project Roads;
- 118 Wind Turbines, 55 of which will be located in Roscoe Collegiate CISD;
- Underground Medium and high-voltage electric cabling;
- 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 weather conditions and wind speeds; and
- Associated equipment to safely operate, maintain and deliver electricity to the grid.

1223 - Roscoe CISD - Mesquite Star Special, LLC - Amendment 1  
January 28, 2020



Amendment to Agreement for Limitation on Appraised Value  
Between Roscoe Collegiate ISD and Mesquite Star Special,  
LLC April 9, 2018  
Amended May 18, 2020

Texas Economic Development Act Agreement  
Comptroller Form 50-826 (Jan 2020)