

O'HANLON, DEMERATH & CASTILLO

ATTORNEYS & COUNSELORS AT LAW

808 WEST AVE

AUSTIN, TEXAS 78701

TELEPHONE: (512) 494-9949

FACSIMILIE: (512) 494-9919

August 24, 2018

Local Government Assistance & Economic Analysis

Texas Comptroller of Public Accounts

P.O. Box 13528

Austin, Texas 78711-3528

RE: 1276-Amended Application to Ector County Independent School District from
Oberon Solar LLC

To the Local Government Assistance & Economic Analysis Division:

Enclosed for you is the Amended Application to Ector County Independent School District from
Oberon Solar LLC.

Below are the changes for Amendment 001:

1. Email Address Added
2. Fixed the Last name
3. Section 5: Question 2 updated to No – Not part of a combined group
4. Section 5 – Question 4: Updated NA – Not part of a combined group
5. Wages have been updated to the four most recent quarters
6. Job Waiver Request has been updated
7. Tab 11 Map has been updated.
8. Tab 14 Schedule B&D have been updated
9. New Signature Page

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

Please do not hesitate to call with any questions.

Sincerely,

William Eggleston
Assistant to Kevin O'Hanlon
School District Consultant

Cc: Ector County Appraisal District

SECTION 1: School District Information (continued)

3. Authorized School District Consultant (If Applicable)

<p>Mali</p> <hr/> <p>First Name</p> <p>Consultant</p> <hr/> <p>Title</p> <p>O'Hanlon Demerath & Castillo</p> <hr/> <p>Firm Name</p> <p>512-494-9949</p> <hr/> <p>Phone Number</p> <hr/> <p>Mobile Number (optional)</p>	<p>Hanley</p> <hr/> <p>Last Name</p> <hr/> <p>512-494-9919</p> <hr/> <p>Fax Number</p> <p>mhanley@808west.com</p> <hr/> <p>Email Address</p>
---	--

4. On what date did the district determine this application complete? July 30, 2018
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)

<p>Jason</p> <hr/> <p>First Name</p> <p>President</p> <hr/> <p>Title</p> <p>3000 Spectrum Center Drive. #1220</p> <hr/> <p>Street Address</p> <hr/> <p>Mailing Address</p> <p>Irvine</p> <hr/> <p>City</p> <p>949-748-5996</p> <hr/> <p>Phone Number</p> <hr/> <p>Mobile Number (optional)</p>	<p>Kim</p> <hr/> <p>Last Name</p> <p>174 Power Global Corp.</p> <hr/> <p>Organization</p> <hr/> <p>CA</p> <hr/> <p>State</p> <p>92618</p> <hr/> <p>ZIP</p> <hr/> <p>Fax Number</p> <p>jason.kim@174powerglobal.com</p> <hr/> <p>Business Email Address</p>
--	--

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.

<p>Jason</p> <hr/> <p>First Name</p> <p>Director of Project Development</p> <hr/> <p>Title</p> <p>3000 Spectrum Center Drive. #1220</p> <hr/> <p>Street Address</p> <hr/> <p>Mailing Address</p> <p>Irvine</p> <hr/> <p>City</p> <p>949-748-5996</p> <hr/> <p>Phone Number</p> <hr/> <p>Mobile Number (optional)</p>	<p>Garewal</p> <hr/> <p>Last Name</p> <p>174 Power Global Corp.</p> <hr/> <p>Organization</p> <hr/> <p>CA</p> <hr/> <p>State</p> <p>92618</p> <hr/> <p>ZIP</p> <hr/> <p>Fax Number</p> <p>jason.garewal@174powerglobal.com</p> <hr/> <p>Business Email Address</p>
--	--

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

Texas Comptroller of Public Accounts

Data Analysis and Transparency Form 50-296-A

SECTION 2: Applicant Information (continued)

4. Authorized Company Consultant (If Applicable)

Kirk Glasby
First Name Last Name
Director, Property Tax
Title
DuCharme McMillen and Associates, Inc.
Firm Name
512-335-5900, ext #1312
Phone Number Fax Number
kglasby@dmmainc.com
Business Email Address

SECTION 3: Fees and Payments

- 1. Has an application fee been paid to the school district? [checked] 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 [checked] 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 [checked] No [] N/A

SECTION 4: Business Applicant Information

- 1. What is the legal name of the applicant under which this application is made? Oberon Solar LLC
2. List the Texas Taxpayer I.D. number of entity subject to Tax Code, Chapter 171 (11 digits) 32063848157
3. List the NAICS code 221114
4. Is the applicant a party to any other pending or active Chapter 313 agreements? [] Yes [checked] 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 [checked] 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? [checked] Yes [] No
4. Are all applicant members of the combined group current on all tax payments due to the State of Texas? [] Yes [] No [checked] 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)

[Empty box for explanation of default, delinquencies, or litigation]

Texas Comptroller of Public Accounts

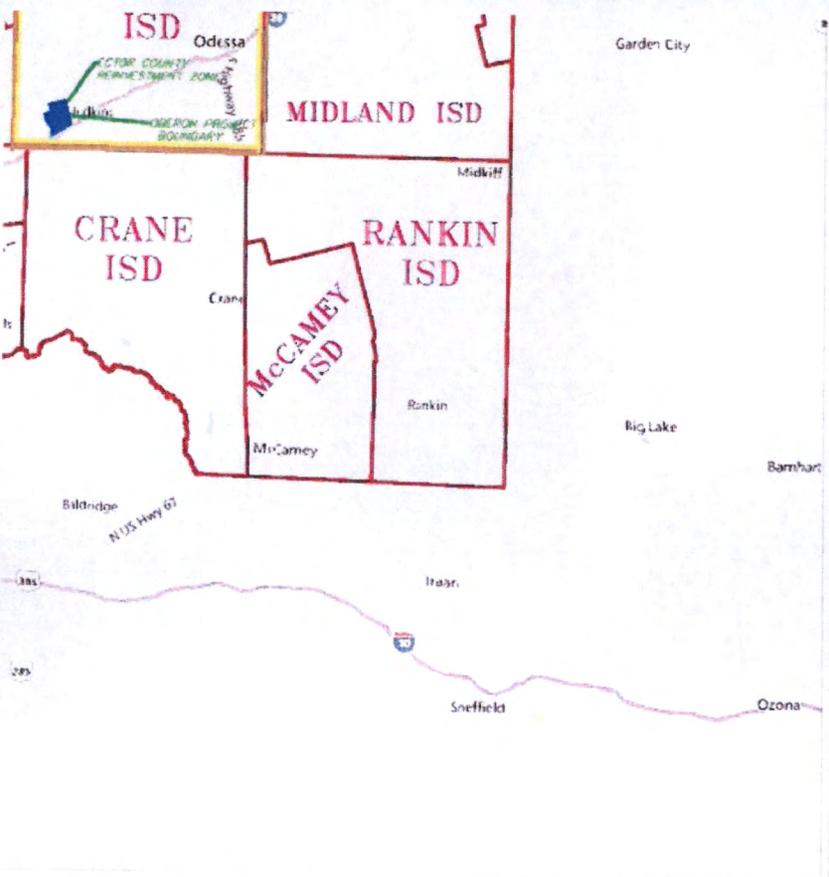
Data Analysis and
Transparency
Form 50-296-A

SECTION 14: Wage and Employment Information

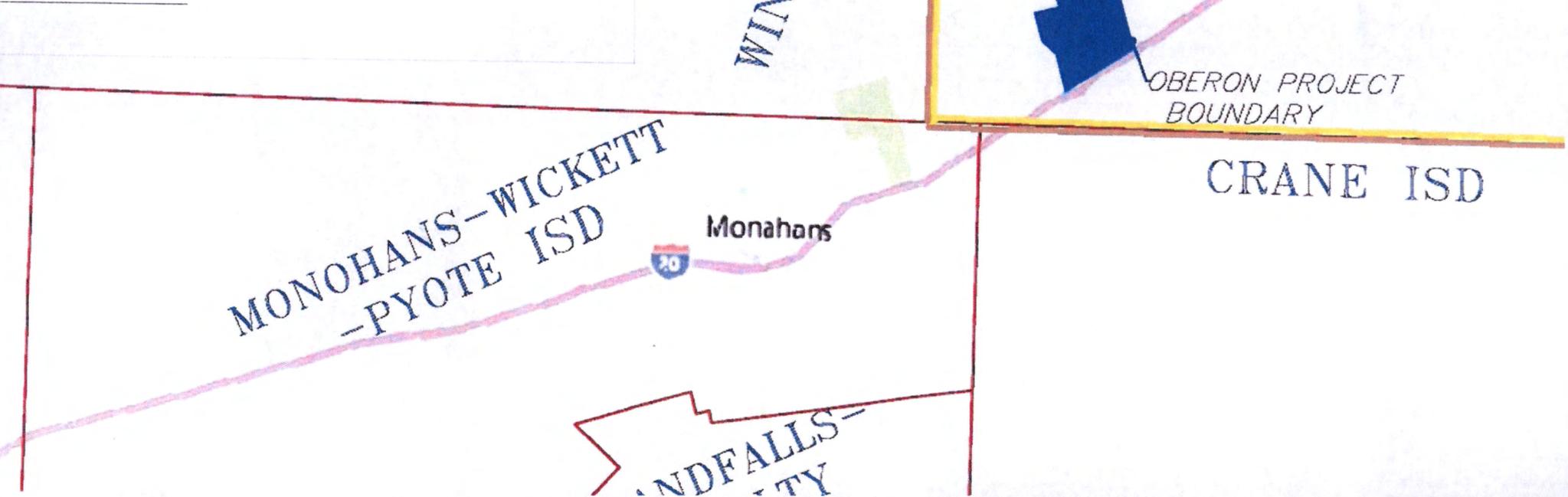
1. What is the estimated number of permanent jobs (more than 1,600 hours a year), with the applicant or a contractor of the applicant, on the proposed qualified property during the last complete quarter before the application review start date (date your application is finally determined to be complete)? 0
2. What is the last complete calendar quarter before application review start date:
 First Quarter Second Quarter Third Quarter Fourth Quarter of 2018
(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 1,110.00
 - b. 110% of the average weekly wage for manufacturing jobs in the county is 1,514.00
 - c. 110% of the average weekly wage for manufacturing jobs in the region is 1,154.49
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? 60,034.00
10. What is the annual wage you are committing to pay for each of the new qualifying jobs you create on the qualified property? 60,034.00
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 §313.021(3)(F)? 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**.



OBJECT/ISDs



Oberon Solar, LLC
Ector County ISD
CH 313 Application
July 3, 2018

Oberon Solar LLC
330 Spectrum Center Drive, Suite 1250
Irvine, CA 92618

July 3, 2018

Mr. Tom Crowe, Superintendent
Ector County Independent School District
802 N. Sam Houston
Odessa, TX 79761

Re: Chapter 313 Job Waiver Request

Dear Mr. Allen:

Oberon Solar LLC ("Oberon") hereby requests the minimum new job creation requirement, as provided under Texas Tax Code 313.025(f-1), be waived. The jobs creation requirement exceeds the industry standard for the number of employees reasonably necessary for the operation of the facility.

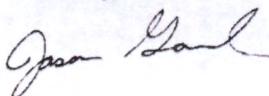
Oberon has committed to create not less than 2 FTE year-round and 2-3 FTE equivalent seasonal local jobs for preventative and corrective maintenance of the improvements once commercial operation begins for the 30 or more-year operating life.

Large scale solar projects in the range of 150 Megawatts in size generally require 200 or more direct jobs during the one-year construction timeline. However, once the construction phase ends and commercial operations begin, only a few highly skilled technicians are required. Due to the automated nature of the planned facility, the number of employees needed to operate the facility does not vary significantly with the size of the project. Therefore, a 150 megawatt project requires approximately 2 FTE employees. The waiver would be for 2 jobs.

These permanent employees and seasonal employees will maintain and service installed equipment including solar panels, inverters, mounting systems, electrical connections, project substation, etc. to support safe and reliable operation of the project.

The waiver request herein is in line with general industry practice for the number of jobs being created for solar energy generation facility of a similar size. This is also evidenced by previously filed limitation agreement applications by other developers who similarly requested a waiver of the job requirements.

Sincerely,



Jason Garewal
Director of Project Development
Midway Solar LLC

Oberon Solar LLC
Attachment to Ch 313 Application
Ch 313 Wage Calculation
Ector County ISD/Ector County

All Jobs / All Industries Ector County

Quarter	Year	Average Weekly Wages		Annualized
1st	2018	\$	1,165	\$ 60,580
2nd	2017	\$	1,047	\$ 54,444
3rd	2017	\$	1,082	\$ 56,264
4th	2017	\$	1,145	\$ 59,540
Average =		\$	1,110	\$ 57,707
Avg. @		\$	1,221	\$ 63,478
110%		\$	1,221	\$ 63,478

Manufacturing Jobs (31-33) - Ector County
--

Quarter	Year	Average Weekly Wages		Annualized
1st	2018	\$	1,416	\$ 73,632
2nd	2017	\$	1,320	\$ 68,640
3rd	2017	\$	1,292	\$ 67,184
4th	2017	\$	1,478	\$ 76,856
Average =		\$	1,377	\$ 71,578
Avg. @		\$	1,514	\$ 78,736
110%		\$	1,514	\$ 78,736

Regional Wage Rate

Council of Government Region 9	Year	Average Weekly Wages (all occupations)		Annualized
Permian Basin	2017	\$	1,050	\$ 54,576
Wage @		\$	1,154.49	\$ 60,034
110%		\$	1,154.49	\$ 60,034

Quarterly Employment and Wages (QCEW)

[Back](#)

Page 1 of 1 (40 results/page)

Year	Period	Area	Ownership	Division	Level	Ind Code	Industry	Avg Weekly Wages
2017	1st Qtr	Ector County	Total All	00	0	10	Total, all industries	\$1,049
2018	1st Qtr	Ector County	Total All	00	0	10	Total, all industries	\$1,165
2017	2nd Qtr	Ector County	Total All	00	0	10	Total, all industries	\$1,047
2017	3rd Qtr	Ector County	Total All	00	0	10	Total, all industries	\$1,082
2017	4th Qtr	Ector County	Total All	00	0	10	Total, all industries	\$1,145

Quarterly Employment and Wages (QCEW)

[Back](#)

Page 1 of 1 (40 results/page)

 Year	 Period	 Area	 Ownership	 Division	 Level	 Ind Code	 Industry	 Avg Weekly Wages
2017	1st Qtr	Ector County	Private	31	2	31-33	Manufacturing	\$1,275
2018	1st Qtr	Ector County	Private	31	2	31-33	Manufacturing	\$1,416
2017	2nd Qtr	Ector County	Private	31	2	31-33	Manufacturing	\$1,320
2017	3rd Qtr	Ector County	Private	31	2	31-33	Manufacturing	\$1,292
2017	4th Qtr	Ector County	Private	31	2	31-33	Manufacturing	\$1,478

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

Date: August 24, 2018

Applicant Name: Oberon Solar LLC

ISD Name: Ector County ISD

Form 50-296A

Revised May 2014

	Year	School Year (YYYY-YYYY)	Tax Year (Fill in actual tax year) YYYY	Qualified Property			Estimated Taxable Value		
				Estimated Market Value of Land	Estimated Total Market Value of new buildings or other new improvements	Estimated Total Market Value of tangible personal property in the new buildings or "in or on the new improvements"	Market Value less any exemptions (such as pollution control) and before limitation	Final taxable value for I&S after all reductions	Final taxable value for M&O after all reductions
Each year prior to start of Value Limitation Period <i>Insert as many rows as necessary</i>	0	2018-2019	2018	0	0	0	0	0	0
Each year prior to start of Value Limitation Period <i>Insert as many rows as necessary</i>	0	2019-2020	2019	0	\$ -	0	\$ -	\$ -	\$ -
Value Limitation Period	1	2020-2021	2020	0	\$ 138,000,000	0	\$ 138,000,000	\$ 138,000,000	\$ 30,000,000
	2	2021-2022	2021	0	\$ 126,000,000	0	\$ 126,000,000	\$ 126,000,000	\$ 30,000,000
	3	2022-2023	2022	0	\$ 114,000,000	0	\$ 114,000,000	\$ 114,000,000	\$ 30,000,000
	4	2023-2024	2023	0	\$ 100,500,000	0	\$ 100,500,000	\$ 100,500,000	\$ 30,000,000
	5	2024-2025	2024	0	\$ 87,000,000	0	\$ 87,000,000	\$ 87,000,000	\$ 30,000,000
	6	2025-2026	2025	0	\$ 73,500,000	0	\$ 73,500,000	\$ 73,500,000	\$ 30,000,000
	7	2026-2027	2026	0	\$ 58,500,000	0	\$ 58,500,000	\$ 58,500,000	\$ 30,000,000
	8	2027-2028	2027	0	\$ 45,000,000	0	\$ 45,000,000	\$ 45,000,000	\$ 30,000,000
	9	2028-2029	2028	0	\$ 36,000,000	0	\$ 36,000,000	\$ 36,000,000	\$ 30,000,000
	10	2029-2030	2029	0	\$ 31,500,000	0	\$ 31,500,000	\$ 31,500,000	\$ 30,000,000
Continue to maintain viable presence	11	2030-2031	2030	0	\$ 31,500,000	0	\$ 31,500,000	\$ 31,500,000	\$ 31,500,000
	12	2031-2032	2031	0	\$ 31,500,000	0	\$ 31,500,000	\$ 31,500,000	\$ 31,500,000
	13	2032-2033	2032	0	\$ 31,500,000	0	\$ 31,500,000	\$ 31,500,000	\$ 31,500,000
	14	2033-2034	2033	0	\$ 31,500,000	0	\$ 31,500,000	\$ 31,500,000	\$ 31,500,000
	15	2034-2035	2034	0	\$ 31,500,000	0	\$ 31,500,000	\$ 31,500,000	\$ 31,500,000
Additional years for 25 year economic impact as required by 313.026(c)(1)	16	2035-2036	2035	0	\$ 31,500,000	0	\$ 31,500,000	\$ 31,500,000	\$ 31,500,000
	17	2036-2037	2036	0	\$ 31,500,000	0	\$ 31,500,000	\$ 31,500,000	\$ 31,500,000
	18	2037-2038	2037	0	\$ 31,500,000	0	\$ 31,500,000	\$ 31,500,000	\$ 31,500,000
	19	2038-2039	2038	0	\$ 31,500,000	0	\$ 31,500,000	\$ 31,500,000	\$ 31,500,000
	20	2039-2040	2039	0	\$ 31,500,000	0	\$ 31,500,000	\$ 31,500,000	\$ 31,500,000
	21	2040-2041	2040	0	\$ 31,500,000	0	\$ 31,500,000	\$ 31,500,000	\$ 31,500,000
	22	2041-2042	2041	0	\$ 31,500,000	0	\$ 31,500,000	\$ 31,500,000	\$ 31,500,000
	23	2042-2043	2042	0	\$ 31,500,000	0	\$ 31,500,000	\$ 31,500,000	\$ 31,500,000
	24	2043-2044	2043	0	\$ 31,500,000	0	\$ 31,500,000	\$ 31,500,000	\$ 31,500,000
	25	2044-2045	2044	0	\$ 31,500,000	0	\$ 31,500,000	\$ 31,500,000	\$ 31,500,000

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 D: Other Incentives (Estimated)

Date: 8/16/2018
 Applicant Name: Oberon Solar, LLC
 ISD Name: Ector County ISD

Form 50-296A
 Revised May 2014

State and Local Incentives for which the Applicant intends to apply (Estimated)							
Incentive Description	Taxing Entity (as applicable)	Beginning Year of Benefit	Duration of Benefit	Annual Tax Levy without Incentive	Annual Incentive	Annual Net Tax Levy	
Tax Code Chapter 311	County:						
	City:						
	Other:						
Tax Code Chapter 312	Ector County	2020	10-years	\$ 154,200	5-year/100%	\$ 23,300	
	Ector County Hospital	2020	10-years	\$ 82,200	5-year/100%	\$ 12,800	
	Odessa College	2020	10-years	\$ 46,900	5-year/100%	\$ 7,300	
Local Government Code Chapters 380/381	County:						
	City:						
	Other:						
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:							
				TOTAL	\$ 283,300	\$ 5-year/100%	\$ 43,400

Additional information on incentives for this project:

Formal agreements not in-place at time of filing. Estimates based on proposed terms

Texas Comptroller of Public Accounts

Data Analysis and
Transparency
Form 50-296-A

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

Tom Crowe

Print Name (Authorized School District Representative)

Superintendent

Title

sign
here



Signature (Authorized School District Representative)

8-24-18

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

Jason Kim

Print Name (Authorized Company Representative (Applicant))

Secretary

Title

sign
here



Signature (Authorized Company Representative (Applicant))

8-22-2018

Date

See attached

(Notary Seal)

GIVEN under my hand and seal of office this, the

day of

Notary Public in and for the State of Texas

My Commission expires:

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.

CALIFORNIA ALL-PURPOSE ACKNOWLEDGMENT

CIVIL CODE § 1189

A notary public or other officer completing this certificate verifies only the identity of the individual who signed the document to which this certificate is attached, and not the truthfulness, accuracy, or validity of that document.

State of California }
County of Orange }
On August 22, 2018 before me, Julija Baldwin, Notary Public
Date Here Insert Name and Title of the Officer
personally appeared Jason Kim
Name(s) of Signer(s)

who proved to me on the basis of satisfactory evidence to be the person(s) whose name(s) is/are subscribed to the within instrument and acknowledged to me that he/she/they executed the same in his/her/their authorized capacity(ies), and that by his/her/their signature(s) on the instrument the person(s), or the entity upon behalf of which the person(s) acted, executed the instrument.



I certify under PENALTY OF PERJURY under the laws of the State of California that the foregoing paragraph is true and correct.

WITNESS my hand and official seal.

Signature Baldwin
Signature of Notary Public

Place Notary Seal and/or Stamp Above

OPTIONAL

Completing this information can deter alteration of the document or fraudulent reattachment of this form to an unintended document.

Description of Attached Document

Title or Type of Document: _____

Document Date: _____ Number of Pages: _____

Signer(s) Other Than Named Above: _____

Capacity(ies) Claimed by Signer(s)

Signer's Name: _____

Corporate Officer – Title(s): _____

Partner – Limited General

Individual Attorney in Fact

Trustee Guardian of Conservator

Other: _____

Signer is Representing: _____

Signer's Name: _____

Corporate Officer – Title(s): _____

Partner – Limited General

Individual Attorney in Fact

Trustee Guardian of Conservator

Other: _____

Signer is Representing: _____