



KE Andrews  
1900 Dalrock Road  
Rowlett, Texas 75088

February 19, 2019

Mr. Jeff Ballard, Superintendent  
cc. Texas Comptroller of Public Accounts  
466 FM 196 South  
Pattonville, Texas 75468

Re: Application for Texas Property Tax Code Section 313 Value Limitation Agreement

Mr. Ballard:

Please find attached an application for a Section 313 Value Limitation Agreement. On behalf of our client, Alpin Sun, and in accordance with the guidelines and principles outlined in Section 313 of the Texas Property Tax Code, it is our request that Prairiland Independent School District consider the approval of a Section 313 Value Limitation Agreement. The approval of this agreement would undoubtedly prove beneficial to the economic development of Prairiland ISD, Lamar County, as well as the viability of G.S.E. Twelve, LLC to be located within the state of Texas.

G.S.E. Twelve, LLC is a 250 MW solar electric generating facility, that when established will provide 2, full-time salary competitive jobs. The project is anticipated to commence in June 2019 and will be fully operational by January of 2021.

Alpin Sun is a leader in the solar energy industry and dedicated to positive and engaging stakeholder relationships in the communities they choose to invest. They are managed by a team of individuals with years of experience in developing and managing renewable energy facilities.

If you have any questions, please feel free to contact me at 469-298-1594 or [mike@keatax.com](mailto:mike@keatax.com). We look forward to working with you.

Sincerely,

A handwritten signature in black ink that reads "Mike Fry". The signature is written in a cursive, flowing style.

Mike Fry  
Director—Energy Services

AUSTIN • DALLAS • DENVER

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)?

2. What is the last complete calendar quarter before application review start date: [ ] First Quarter [ ] Second Quarter [ ] Third Quarter [ ] Fourth Quarter of (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)?

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?

5. What is the number of new non-qualifying jobs you are estimating you will create?

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
b. 110% of the average weekly wage for manufacturing jobs in the county is
c. 110% of the average weekly wage for manufacturing jobs in the region is

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?

10. What is the annual wage you are committing to pay for each of the new qualifying jobs you create on the qualified property?

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.



## Tab 4

### *Detailed Description of the Project*

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.

In compliance with the criteria and guidelines set forth in Title 3, Chapter 313 of the Texas Property Tax Code, G.S.E. Twelve, LLC requests an appraised value limitation from Prairiland Independent School District. G.S.E. Twelve, LLC is a solar electric generating facility proposed to be established in Lamar County, Texas. The facility, which will encompass approximately 1,847 acres across 23 parcels of land, will be in the southeastern portion of the county. Additionally, the entirety of the project will be within Prairiland Independent School District. Please find attached in Tab 11 maps that further define the location of the facility.

The facility itself is expected to have a total capacity of 250 Megawatts, and will feature 694,500 photovoltaic panels, and 75 central inverters. Construction is anticipated to commence in June 2019. During this timeframe (June 2019) the hiring of new employees as well as the purchase of equipment and machinery will also begin. Construction is projected to be complete by December 2020, and the facility is expected to be fully operational by January 2021.

G.S.E. Twelve, LLC requests that this application includes but is not limited to the following components of this project:

- Solar Modules & Panels
- Inverter Boxes
- Meteorological Equipment
- Operation & Maintenance Building
- Electrical Substations
- Associated Towers
- Racking & Mounting Structures
- Combiner Boxes
- Foundations
- Roadways, Paving, & Fencing
- Generation Transmission Tie Line
- Interconnection Facilities

G.S.E. Twelve, LLC is a solar energy project managed by global renewable energy company, Alpin Sun. Headquartered in Germany, but with offices and projects around the globe, Alpin Sun specializes in the development and management of solar power plants, and has been a successful investor in the renewable energy industry since 2003. Alpin Sun is managed by a team of experienced individuals dedicated to the future of renewable energy. They are eager to continue their development of projects within the United States, and are committed to building quality stakeholder relationships in the communities they choose to invest.



## Tab 7

### *Description of Qualified Investment*

G.S.E. Twelve, LLC is a solar electric generating facility proposed to be established in Lamar County, Texas. The facility, which will encompass approximately 1,847 acres across 23 parcels of land, will be in the southeastern portion of the county. Additionally, the entirety of the project will be within Prairiland Independent School District. Please find attached in Tab 11 maps that further define the location of the facility.

The facility itself is expected to have a total capacity of 250 Megawatts, and will feature 694,500 photovoltaic panels, and 75 central inverters. Construction is anticipated to commence in June 2019. During this timeframe (June 2019) the hiring of new employees as well as the purchase of equipment and machinery will also begin. Construction is projected to be complete by December 2020, and the facility is expected to be fully operational by January 2021.

G.S.E. Twelve, LLC requests that this application includes but is not limited to the following components of this project:

- Solar Modules & Panels
- Inverter Boxes
- Meteorological Equipment
- Operation & Maintenance Building
- Electrical Substations
- Associated Towers
- Racking & Mounting Structures
- Combiner Boxes
- Foundations
- Roadways, Paving, & Fencing
- Generation Transmission Tie Line
- Interconnection Facilities



## Tab 8

### *Description of Qualified Property*

G.S.E. Twelve, LLC is a solar electric generating facility proposed to be established in Lamar County, Texas. The facility, which will encompass approximately 1,847 acres across 23 parcels of land, will be in the southeastern portion of the county. Additionally, the entirety of the project will be within Prairiland Independent School District. Please find attached in Tab 11 maps that further define the location of the facility.

The facility itself is expected to have a total capacity of 250 Megawatts, and will feature 694,500 photovoltaic panels, and 75 central inverters. Construction is anticipated to commence in June 2019. During this timeframe (June 2019) the hiring of new employees as well as the purchase of equipment and machinery will also begin. Construction is projected to be complete by December 2020, and the facility is expected to be fully operational by January 2021.

G.S.E. Twelve, LLC requests that this application includes but is not limited to the following components of this project:

- Solar Modules & Panels
- Inverter Boxes
- Meteorological Equipment
- Operation & Maintenance Building
- Electrical Substations
- Associated Towers
- Racking & Mounting Structures
- Combiner Boxes
- Foundations
- Roadways, Paving, & Fencing
- Generation Transmission Tie Line
- Interconnection Facilities



## Tab 9

*Description of Land:* the proceeding chart is a description of the leased parcels for G.S.E. Twelve, LLC.

Parcel ID	Size (approximate acreage)	Owner	Property Address	Property Coordinates
41033	104.55	Musgrove, Stacy	Co RD 16140 Deport, TX 75435	33°27'31.96"N 95°22'25.66"W
41035	44.9	Musgrove, Stacy	Co RD 16120 Deport, TX 75435	33°27'20.03"N 95°22'10.53"W
41030	40.0	Musgrove, Stacy	Co RD 16140 Deport, TX 75435	33°27'29.99"N 95°22'12.78"W
41034	27.5	Musgrove, Stacy	Co RD 16120 Deport, TX 75435	33°27'44.20"N 95°22'09.06"W
41032	45.0	Musgrove, Stacy	Co RD 16140 Deport, TX 75435	33°27'29.14"N 95°22'03.31"W
41031	44.0	Musgrove, Stacy	Co RD 16140 Deport, TX 75435	33°27'30.68"N 95°21'52.54"W
42680	27.5	Norrell, Don	Co RD 16140 Deport, TX 75435	33°27'32.54"N 95°21'42.42"W
42705	160.0	Norrell, Waylon	Co RD 16300 Deport, TX 75435	33°27'02.53"N 95°21'37.22"W
42682	131.5	Norrell, Don	Co RD 16300 Deport, TX 75435	33°26'56.59"N 95°21'15.19"W
42692	22.8	Norrell, Don	Co RD 16300 Deport, TX 75435	33°27'10.38"N 95°21'20.08"W
42686	370.07	Norrell, Don	FM 1503 Deport, TX 75435	33°27'40.67"N 95°22'57.17"W
42698	21.5	Norrell, Don	7543 FR 1503 Deport, TX 75435	33°28'03.69"N 95°23'13.52"W



108145	26.0	Pleasant Hill Land Investments LP	FM 1503 Deport, TX 75435	33°28'00.00"N 95°22'11.11"W
41039	22.0	Pleasant Hill Land Investments LP	Co RD 16120 Deport, TX 75435	33°27'56.91"N 95°22'00.48"W
41966	5.7	Pleasant Hill Land Investments LP	FM 1503 Deport, TX 75435	33°27'45.39"N 95°21'58.20"W
41967	72.0	Pleasant Hill Land Investments LP	Co RD 16100 & FM 1503 Deport TX, 75435	33°27'52.37"N 95°21'48.93"W
43737	45.0	Taylor, Leslie F. & Paula S.	Co RD 16200 & FM 1503 Deport TX, 75435	33°28'12.11"N 95°22'10.04"W
43736	212.0	Taylor, Leslie F. & Paula S.	Co RD 16200 Deport TX, 75435	33°28'34.02"N 95°22'11.07"W
41011	170.83	Taylor, Leslie F.	Co RD 16200 Deport TX, 75435	33°28'56.20"N 95°22'13.05"W
42821	62.491	Taylor, Leslie F.	Co RD 16200 Deport, TX 75435	33°28'47.95"N 95°21'39.04"W
42669	50.0	Taylor, Leslie F.	Co RD 16100 Deport, TX 75435	33°28'32.45"N 95°21'43.64"W
41036	108.25	Pleasant Hill Land Investments LP	FM 1503 Deport, TX 75435	33°27'54.88" N 95°22'25.61" W
42697	33.5	Norrell, Don	Co RD 16100 Deport, TX 75435	33°27'30.40" N 95°21'21.57" W



# Tab 11

*Maps*

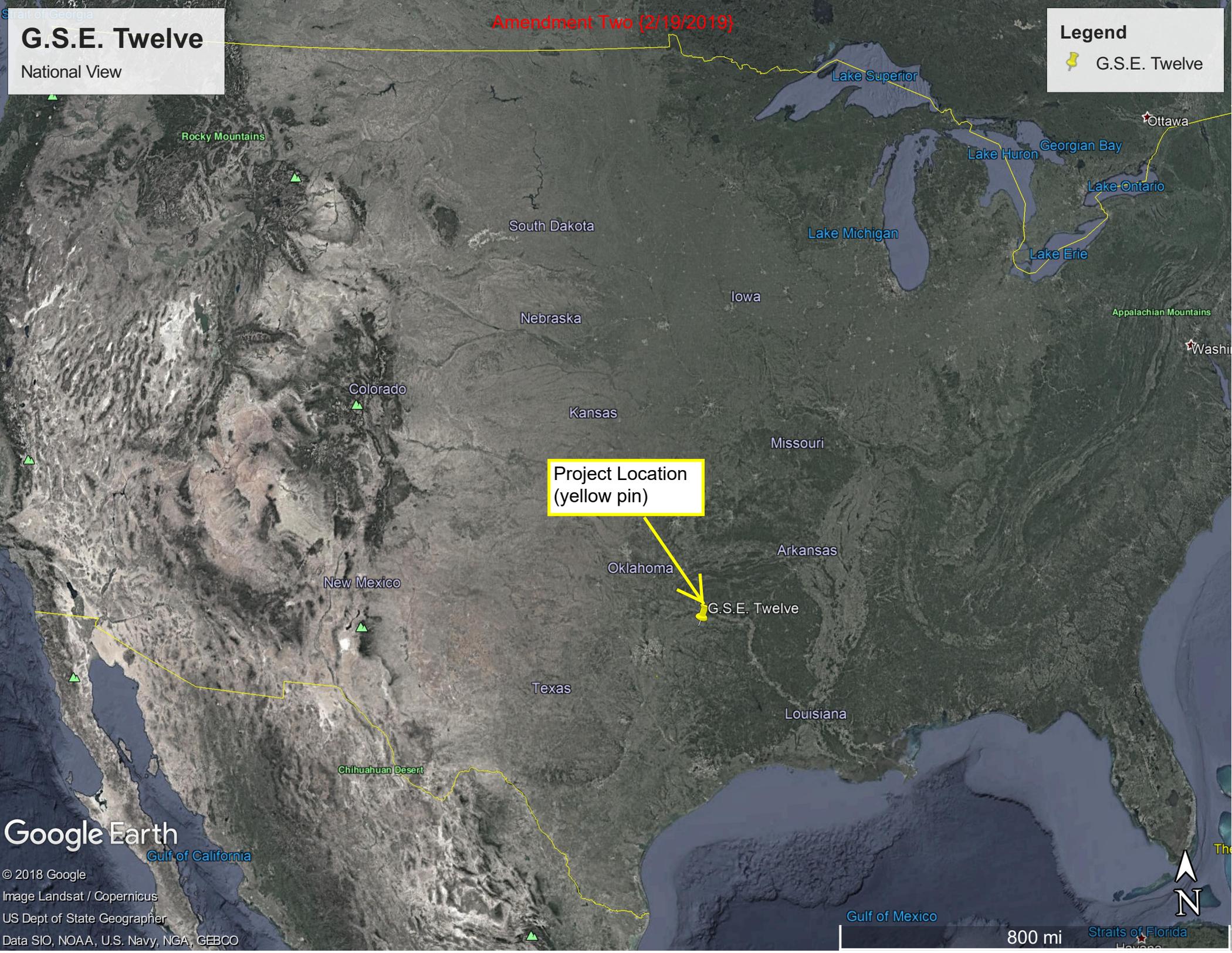
# G.S.E. Twelve

National View

Amendment Two {2/19/2019}

## Legend

 G.S.E. Twelve



Project Location  
(yellow pin)

G.S.E. Twelve

Google Earth

© 2018 Google  
Image Landsat / Copernicus  
US Dept of State Geographer  
Data SIO, NOAA, U.S. Navy, NGA, GEBCO

Gulf of Mexico

800 mi

Straits of Florida



# Project Boundary within Proposed Reinvestment Zone

**Legend**

-  G.S.E. Twelve Project Boundary
-  Proposed Reinvestment Zone



196

Proposed Reinvestment Zone  
(red outline)



# Project Boundary

Amendment Two (2/19/2019)

## Legend

 G.S.E Twelve Project Boundary

Project Boundary  
(yellow shaded area)

196



G.S.E. Twelve, LLC

Amendment Two (2/19/2019)

**Legend**  
Proposed Reinvestment Zone

Proposed Reinvestment Zone  
(shaded red area)



# Prairiland ISD

Proposed Reinvestment Zone within Prairiland ISD

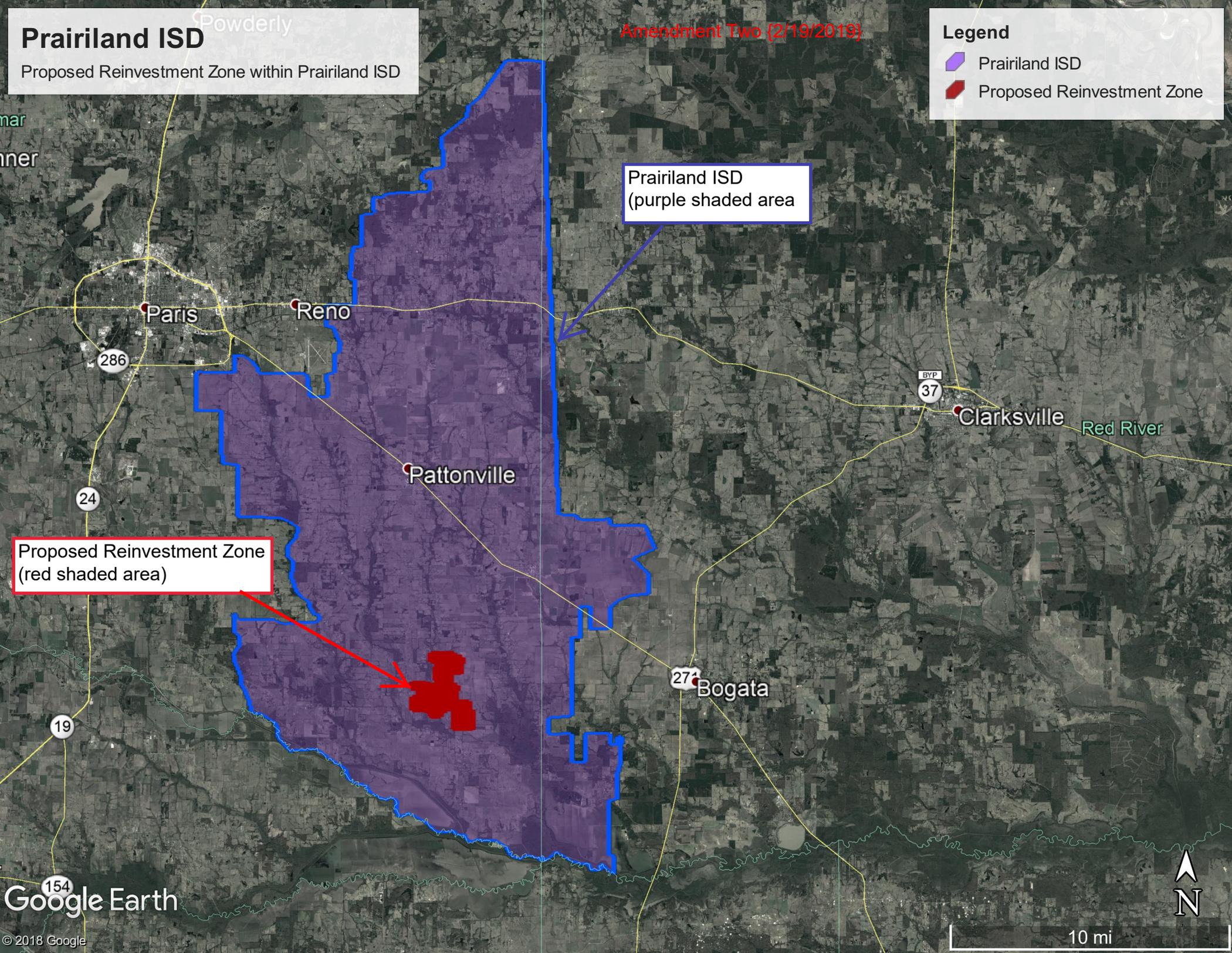
Amendment Two (2/19/2019)

**Legend**

-  Prairiland ISD
-  Proposed Reinvestment Zone

Prairiland ISD  
(purple shaded area)

Proposed Reinvestment Zone  
(red shaded area)

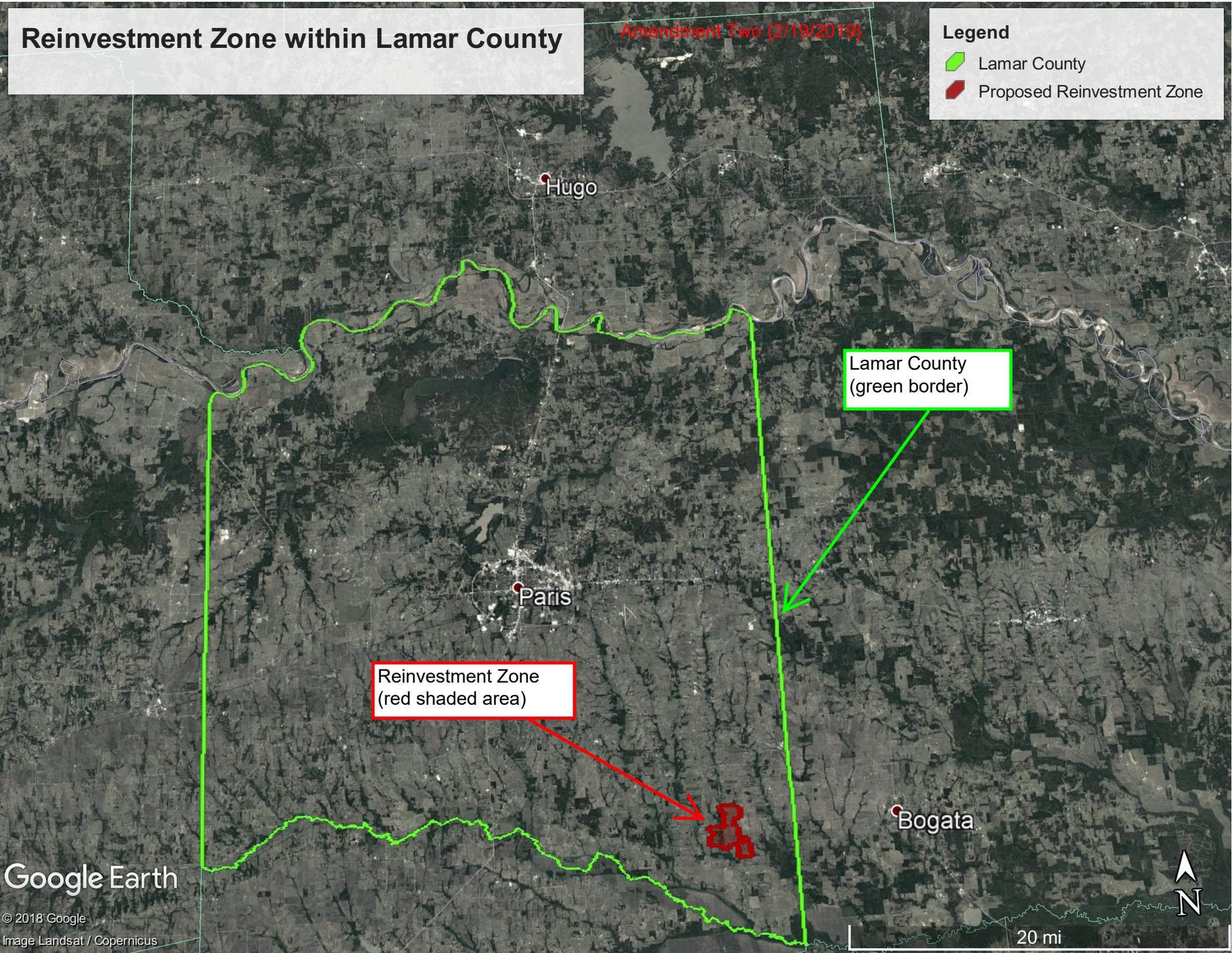


# Reinvestment Zone within Lamar County

Amendment Two (2/19/2019)

## Legend

-  Lamar County
-  Proposed Reinvestment Zone



Lamar County  
(green border)

Reinvestment Zone  
(red shaded area)

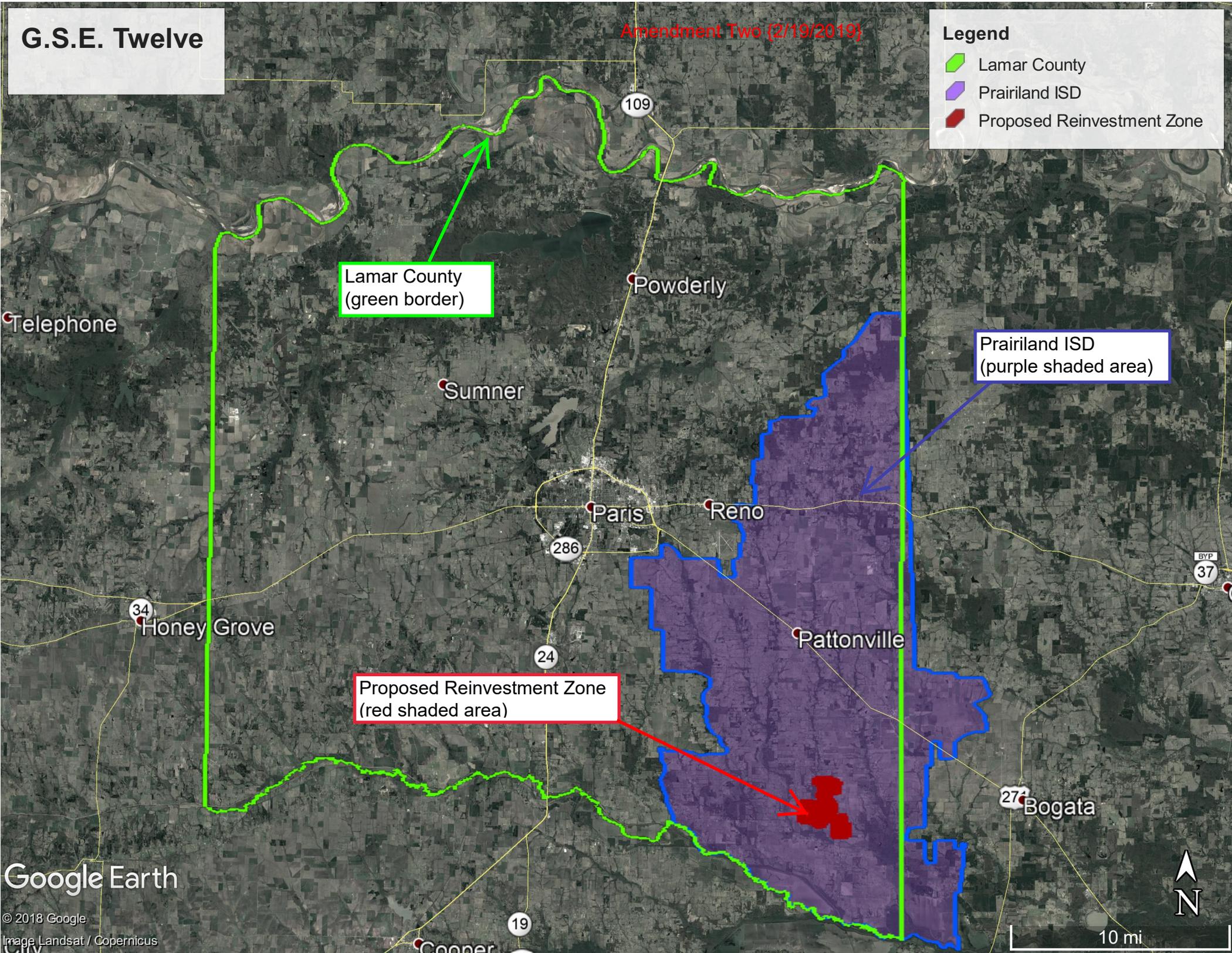


# G.S.E. Twelve

Amendment Two (2/19/2019)

**Legend**

-  Lamar County
-  Prairiland ISD
-  Proposed Reinvestment Zone



Lamar County  
(green border)

Prairiland ISD  
(purple shaded area)

Proposed Reinvestment Zone  
(red shaded area)

Telephone

Powderly

Sumner

Paris

Reno

Honey Grove

Pattonville

Bogata

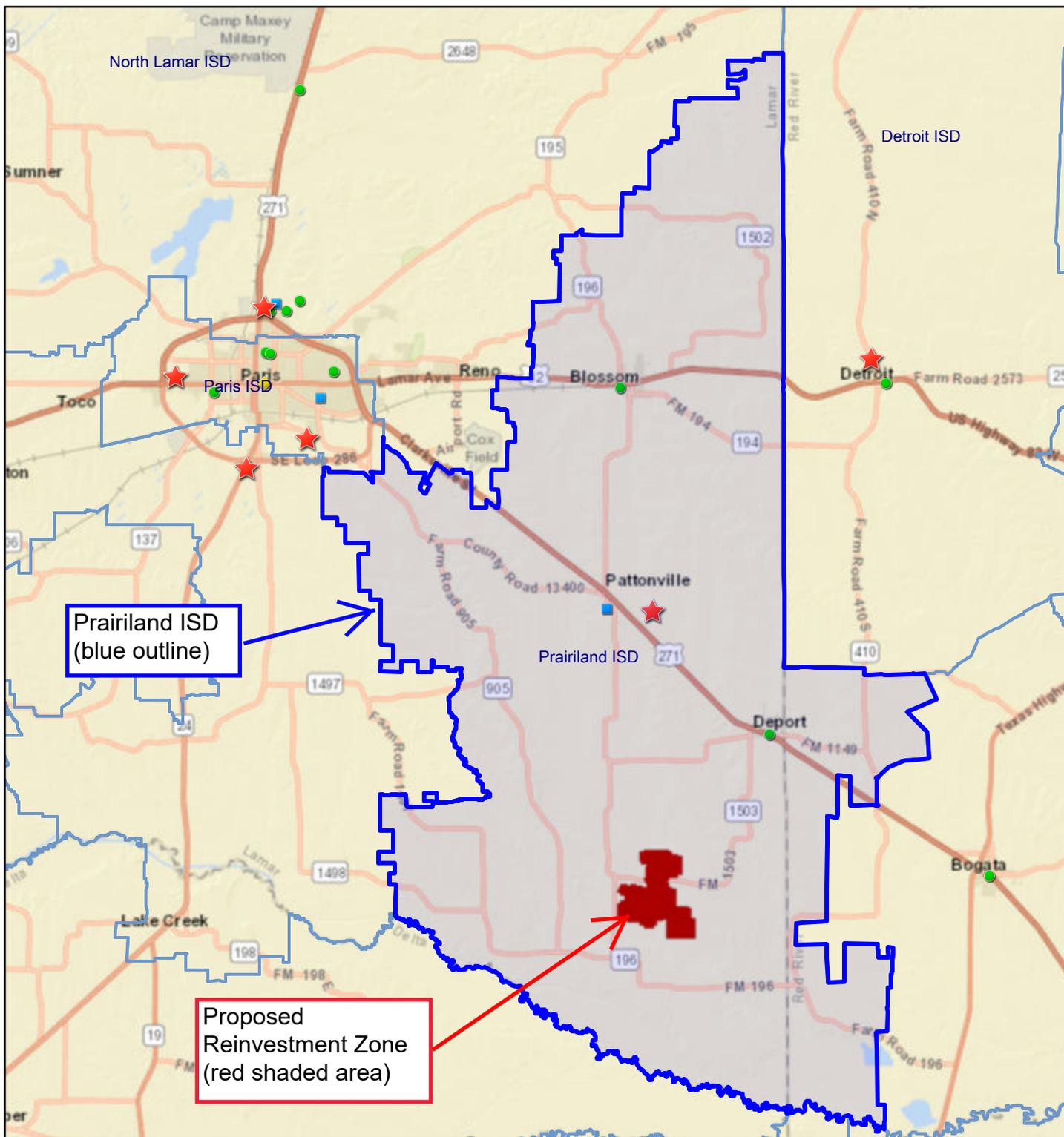
Google Earth

© 2018 Google  
Image Landsat / Copernicus

10 mi



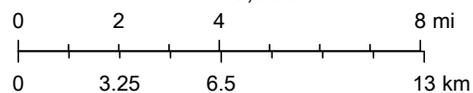
# Prairiland ISD



March 4, 2019

1:288,895

- |                      |                          |
|----------------------|--------------------------|
| Current_Schools      | ◆ Academy/Charter School |
| ● Elementary School  | ■ Other Schools          |
| ■ Middle School      | ▭ Texas_Outline          |
| ■ Junior High School | ▭ Current_Districts      |
| ★ High School        |                          |





## Tab 12

*Request for Waiver of Job Requirements*

Please refer to the proceeding letter attached.



February 19, 2019

Mr. Jeff Ballard, Superintendent  
Prairiland Independent School District  
466 FM 196 South  
Pattonville, Texas 75468

**RE: G.S.E. Twelve, LLC Chapter 313 Job Waiver Request**

Dear Superintendent Ballard,

G.S.E. Twelve, LLC is requesting that Prairiland Independent School District's Board of Trustees waive the job requirement provision as allowed by Section 313.025 (f-1) of the Texas Tax Code. This waiver would be based on the school district's board findings that the jobs creation requirement exceeds the industry standard for the number of employees reasonably necessary for the operation of the facility.

G.S.E. Twelve, LLC requests that Prairiland ISD makes such finding and waive the job creation requirement for 10 permanent jobs. In line with the current industry standards for job requirements, G.S.E. Twelve, LLC has committed to create 2 qualifying jobs in Prairiland ISD.

Solar projects create many jobs, both full and part time. Additionally, during the construction phase, solar projects create many temporary jobs; however, after construction is completed solar facilities only require a relatively small number of workers to operate and maintain the plant. The number of jobs (2) G.S.E. Twelve, LLC has committed to create is congruent with current industry standards for maintenance and operation of a facility of this capacity. This is evidenced by previously certified limitation agreement applications by solar developers who also requested and were granted a waiver of the job requirements based on the standard of 1 worker per 75-100 MW.

The permanent employees of a solar facility maintain and service the photovoltaic panels and inverters, underground electrical connections, substations, as well as other infrastructure associated with the safe and reliable operation of the facilities. In addition to onsite employees, there may also be managers and/or technicians who provide support to the facility remotely.

The establishment of G.S.E. Twelve, LLC will undoubtedly be beneficial to the economic development of Lamar County, Prairiland ISD, and the advancement of renewable energy. Thank you for your consideration of this request. If you have any questions feel free to contact us.

Sincerely,

Mike Fry, Director—Energy Services

mike@keatax.com



## Tab 13

### *Calculation of Wage Requirements*

U.S. Department of Labor—Bureau of Labor Statistics

The proceeding calculations are for the following wage requirements:

Calculation A: Lamar County Average Weekly Wage

Calculation B: 110% of Lamar County Average for Manufacturing Jobs

Calculation C: 110% of Regional Average for Manufacturing Jobs

#### **Calculation A: Lamar County Average Weekly Wage for all Jobs**

<b>Year</b>	<b>Quarter</b>	<b>Average Weekly Wage</b>
2017	Q4	\$876
2018	Q1	\$789
2018	Q2	\$802
2018	Q3	\$776
<b>2017- 2018</b>	<b>Q Average</b>	<b>\$810.75</b>

In order to calculate the Lamar County Average Weekly Wage for all Jobs, the following calculations were completed:

Quarterly Average Calculation:

Step 1:  $\$876 + \$789 + \$802 + \$776 = \$3243$

Step 2:  $\$3243 / 4 = \$810.75$



**Calculation B: 110% of Lamar County Average Weekly Wage for Manufacturing Jobs**

Year	Quarter	Average Weekly Wage
2017	Q4	\$1145
2017	Q1	\$1039
2017	Q2	\$1123
2018	Q3	\$1066
<b>2017-2018</b>	<b>Q Average</b>	<b>\$1093.25</b>
<b>2017-2018</b>	<b>110 % Q Average</b>	<b>\$1202.58</b>

In order to calculate 110% of the Lamar County Average Weekly Wage for Manufacturing Jobs, the following calculations were completed:

110% Quarterly Average Calculation

Step 1:  $\$1145 + \$1039 + \$1123 + \$1066 = \$4373$

Step 2:  $\$4373/4 = \$1093.25$

Step 3  $\$1093.25 * 1.10 = \$1202.58$

## Amendment Two {2/19/2019}

Year	Period	Area	Ownership	Industry	Average Weekly Wage
2017	01	Lamar	Total All	Total, All Industries	799
2017	02	Lamar	Total All	Total, All Industries	777
2017	03	Lamar	Total All	Total, All Industries	820
2017	04	Lamar	Total All	Total, All Industries	876
2018	01	Lamar	Total All	Total, All Industries	789
2018	02	Lamar	Total All	Total, All Industries	802
2018	03	Lamar	Total All	Total, All Industries	776

Year	Period	Area	Ownership	Industry	Average Weekly Wage
2017	01	Lamar	Private	Manufacturing	1,119
2017	02	Lamar	Private	Manufacturing	1,128
2017	03	Lamar	Private	Manufacturing	1,095
2017	04	Lamar	Private	Manufacturing	1,145
2018	01	Lamar	Private	Manufacturing	1,039
2018	02	Lamar	Private	Manufacturing	1,123
2018	03	Lamar	Private	Manufacturing	1,066

Date 7/2/2018  
 Applicant Name G.S.E. Twelve, LLC  
 ISD Name Prairiland ISD

PROPERTY INVESTMENT AMOUNTS									
(Estimated Investment in each year. Do not put cumulative totals.)									
				Column A	Column B	Column C	Column D	Column E	
	Year	School Year (YYYY-YYYY)	Tax Year (Fill in actual tax year below) YYYY	New investment (original cost) in <b>tangible personal property</b> placed in service during this year that will become Qualified Property	New investment made during this year in <b>buildings or permanent nonremovable components of buildings</b> that will become Qualified Property	Other new investment made during this year that will <u>not</u> 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	Year preceding the first complete tax year of the qualifying time period (assuming no deferrals of qualifying time period)	2018-2019	2018	Not eligible to become Qualified Property				[The only other investment made before filing complete application with district that may become Qualified Property is land.]	
Investment made after filing complete application with district, but before final board approval of application									
Investment made after final board approval of application and before Jan. 1 of first complete tax year of qualifying time period				\$ -	\$ -	\$ -	\$ -	\$ -	
Complete tax years of qualifying time period	QTP1	2019-2020	2019	\$ 120,000,000.00	\$ -	\$ -	\$ -		
	QTP2	2020-2021	2020	\$ 120,000,000.00	\$ -	\$ -	\$ -		
<b>Total Investment through Qualifying Time Period [ENTER this row in Schedule A2]</b>				\$ 240,000,000.00				\$ 240,000,000.00	
				Enter amounts from TOTAL row above in Schedule A2					
<b>Total Qualified Investment (sum of green cells)</b>				\$ 240,000,000.00					

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.

Date 7/2/2018  
 Applicant Name G.S.E. Twelve, LLC  
 ISD Name Prairiland ISD

PROPERTY INVESTMENT AMOUNTS								
(Estimated Investment in each year. Do not put cumulative totals.)								
				Column A	Column B	Column C	Column D	Column E
	Year	School Year (YYYY-YYYY)	Tax Year (Fill in actual tax year below) YYYY	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 investment made during this year that will not become Qualified Property [SEE NOTE]	Other investment made during this year that will become Qualified Property (SEE NOTE)	Total Investment (A+B+C+D)
Total Investment from Schedule A1*	--	TOTALS FROM SCHEDULE A1		\$ 240,000,000.00				\$ 240,000,000.00
Enter amounts from TOTAL row in Schedule A1 in the row below								
Each year prior to start of value limitation period** <i>Insert as many rows as necessary</i>	0	2018-2019	2018	\$ -				
Each year prior to start of value limitation period**	0	2019-2020	2019	\$ 120,000,000.00				
Value limitation period***	1	2020-2021	2020	\$ 120,000,000.00				\$ 120,000,000.00
	2	2021-2022	2021					\$ 120,000,000.00
	3	2022-2023	2022					
	4	2023-2024	2023					
	5	2024-2025	2024					
	6	2025-2026	2025					
	7	2026-2027	2026					
	8	2027-2028	2027					
	9	2028-2029	2028					
	10	2029-2030	2029					
Total Investment made through limitation				\$ 240,000,000.00				\$ 240,000,000.00
Continue to maintain viable presence	11	2030-2031	2030			\$ 170,000.00		\$ 170,000.00
	12	2031-2032	2031			\$ 170,000.00		\$ 170,000.00
	13	2032-2033	2032			\$ 170,000.00		\$ 170,000.00
	14	2033-2034	2033			\$ 170,000.00		\$ 170,000.00
	15	2034-2035	2034			\$ 170,000.00		\$ 170,000.00
Additional years for 25 year economic impact as required by 313.026(c)(1)	16	2035-2036	2035			\$ 170,000.00		\$ 170,000.00
	17	2036-2037	2036			\$ 170,000.00		\$ 170,000.00
	18	2037-2038	2037			\$ 170,000.00		\$ 170,000.00
	19	2038-2039	2038			\$ 170,000.00		\$ 170,000.00
	20	2039-2040	2039			\$ 170,000.00		\$ 170,000.00
	21	2040-2041	2040			\$ 170,000.00		\$ 170,000.00
	22	2041-2042	2041			\$ 170,000.00		\$ 170,000.00
	23	2042-2043	2042			\$ 170,000.00		\$ 170,000.00
	24	2043-2044	2043			\$ 170,000.00		\$ 170,000.00
	25	2044-2045	2044			\$ 170,000.00		\$ 170,000.00

\* 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 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.

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

**Amendment Two {2/19/2019}**

Date **7/2/2018**  
 Applicant Name **G.S.E. Twelve , LLC**  
 ISD Name **Prairiland 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	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -
Each year prior to start of Value Limitation Period <i>Insert as many rows as necessary</i>	0	2019-2020	2019	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -
Value Limitation Period	1	2020-2021	2020	\$ -	\$ -	\$ 60,000,000	\$ 60,000,000	\$ 60,000,000	\$ 20,000,000
	2	2021-2022	2021	\$ -	\$ -	\$ 240,000,000	\$ 240,000,000	\$ 240,000,000	\$ 20,000,000
	3	2022-2023	2022	\$ -	\$ -	\$ 216,000,000	\$ 216,000,000	\$ 216,000,000	\$ 20,000,000
	4	2023-2024	2023	\$ -	\$ -	\$ 192,000,000	\$ 192,000,000	\$ 192,000,000	\$ 20,000,000
	5	2024-2025	2024	\$ -	\$ -	\$ 168,000,000	\$ 168,000,000	\$ 168,000,000	\$ 20,000,000
	6	2025-2026	2025	\$ -	\$ -	\$ 144,000,000	\$ 144,000,000	\$ 144,000,000	\$ 20,000,000
	7	2026-2027	2026	\$ -	\$ -	\$ 120,000,000	\$ 120,000,000	\$ 120,000,000	\$ 20,000,000
	8	2027-2028	2027	\$ -	\$ -	\$ 96,000,000	\$ 96,000,000	\$ 96,000,000	\$ 20,000,000
	9	2028-2029	2028	\$ -	\$ -	\$ 72,000,000	\$ 72,000,000	\$ 72,000,000	\$ 20,000,000
	10	2029-2030	2029	\$ -	\$ -	\$ 48,000,000	\$ 48,000,000	\$ 48,000,000	\$ 20,000,000
Continue to maintain viable presence	11	2030-2031	2030	\$ -	\$ -	\$ 48,000,000	\$ 48,000,000	\$ 48,000,000	\$ 48,000,000
	12	2031-2032	2031	\$ -	\$ -	\$ 48,000,000	\$ 48,000,000	\$ 48,000,000	\$ 48,000,000
	13	2032-2033	2032	\$ -	\$ -	\$ 48,000,000	\$ 48,000,000	\$ 48,000,000	\$ 48,000,000
	14	2033-2034	2033	\$ -	\$ -	\$ 48,000,000	\$ 48,000,000	\$ 48,000,000	\$ 48,000,000
	15	2034-2035	2034	\$ -	\$ -	\$ 48,000,000	\$ 48,000,000	\$ 48,000,000	\$ 48,000,000
Additional years for 25 year economic impact as required by 313.026(c)(1)	16	2035-2036	2035	\$ -	\$ -	\$ 48,000,000	\$ 48,000,000	\$ 48,000,000	\$ 48,000,000
	17	2036-2037	2036	\$ -	\$ -	\$ 48,000,000	\$ 48,000,000	\$ 48,000,000	\$ 48,000,000
	18	2037-2038	2037	\$ -	\$ -	\$ 48,000,000	\$ 48,000,000	\$ 48,000,000	\$ 48,000,000
	19	2038-2039	2038	\$ -	\$ -	\$ 48,000,000	\$ 48,000,000	\$ 48,000,000	\$ 48,000,000
	20	2039-2040	2039	\$ -	\$ -	\$ 48,000,000	\$ 48,000,000	\$ 48,000,000	\$ 48,000,000
	21	2040-2041	2040	\$ -	\$ -	\$ 48,000,000	\$ 48,000,000	\$ 48,000,000	\$ 48,000,000
	22	2041-2042	2041	\$ -	\$ -	\$ 48,000,000	\$ 48,000,000	\$ 48,000,000	\$ 48,000,000
	23	2042-2043	2042	\$ -	\$ -	\$ 48,000,000	\$ 48,000,000	\$ 48,000,000	\$ 48,000,000
	24	2043-2044	2043	\$ -	\$ -	\$ 48,000,000	\$ 48,000,000	\$ 48,000,000	\$ 48,000,000
	25	2044-2045	2044	\$ -	\$ -	\$ 48,000,000	\$ 48,000,000	\$ 48,000,000	\$ 48,000,000

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.

# Amendment Two {2/19/2019}

## Schedule C: Employment Information

**Date** 7/2/2018  
**Applicant Name** G.S.E. Twelve, LLC  
**ISD Name** Prairiland ISD

**Form 50-296A**

Revised May 2014

				Construction		Non-Qualifying Jobs	Qualifying Jobs	
				Column A	Column B	Column C	Column D	Column E
	Year	School Year (YYYY-YYYY)	Tax Year (Actual tax year) YYYY	Number of Construction FTE's or man-hours (specify)	Average annual wage rates for construction workers	Number of non-qualifying jobs applicant estimates it will create (cumulative)	Number of new qualifying jobs applicant commits to create meeting all criteria of Sec. 313.021(3) (cumulative)	Average annual wage of new qualifying jobs
Each year prior to start of Value Limitation Period <i>Insert as many rows as necessary</i>	0	2018-2019	2018					
Each year prior to start of Value Limitation Period <i>Insert as many rows as necessary</i>	0	2019-2020	2019	300	\$ 42,529.30	N/A	0	\$ 42,529.30
Value Limitation Period <small>The qualifying time period could overlap the value limitation period.</small>	1	2020-2021	2020	300	\$ 42,529.30	0	2	\$ 42,529.30
	2	2021-2022	2021			0	2	\$ 42,529.30
	3	2022-2023	2022			0	2	\$ 42,529.30
	4	2023-2024	2023			0	2	\$ 42,529.30
	5	2024-2025	2024			0	2	\$ 42,529.30
	6	2025-2026	2025			0	2	\$ 42,529.30
	7	2026-2027	2026			0	2	\$ 42,529.30
	8	2027-2028	2027			0	2	\$ 42,529.30
	9	2028-2029	2028			0	2	\$ 42,529.30
	10	2029-2030	2029			0	2	\$ 42,529.30
Years Following Value Limitation Period	11 through 25	2030-2044	2030-2044			0	2	\$ 42,529.30

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)  Yes  No  
 qualifying jobs in Subchapter B districts, 10 qualifying jobs in Subchapter C districts)  
 If yes, answer the following two questions:
- C1a.** Will the applicant request a job waiver, as provided under 313.025(f-1)?  Yes  No
- C1b.** Will the applicant avail itself of the provision in 313.021(3)(F)?  Yes  No

## Amendment Two {2/19/2019}

### Schedule D: Other Incentives (Estimated)

**Date** 7/2/2018  
**Applicant Name** G.S.E.Twelve, LLC  
**ISD Name** Prairiland 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	County: Lamar County	2020	2029	\$ 534,671.00	65% / Year	\$ 187,134.85
	City:					
	Other:					
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:						
<b>TOTAL</b>				<b>\$ 534,671.00</b>		<b>\$ 187,134.85</b>

Additional information on incentives for this project:

**RESOLUTION OF THE BOARD OF TRUSTEES OF THE  
PRAIRILAND INDEPENDENT SCHOOL DISTRICT**

**A RESOLUTION DESIGNATING A REINVESTMENT ZONE IN CONNECTION WITH AN ECONOMIC DEVELOPMENT AGREEMENT UNDER CHAPTER 313 OF THE TEXAS TAX CODE, SUCH REINVESTMENT ZONE BEING LOCATED WITHIN THE GEOGRAPHIC BOUNDARIES OF THE PRAIRILAND INDEPENDENT SCHOOL DISTRICT, LAMAR COUNTY, TEXAS, TO BE KNOWN AS THE “G.S.E. TWELVE REINVESTMENT ZONE”; ESTABLISHING THE BOUNDARIES THEREOF IN CONNECTION WITH AN APPLICATION FOR VALUE LIMITATION AGREEMENT FOR SCHOOL DISTRICT MAINTENANCE AND OPERATIONS TAXES UNDER CHAPTER 313 OF THE TEXAS TAX CODE SUBMITTED BY G.S.E. TWELVE, LLC (TAXPAYER I.D. 32065243407), COMPTROLLER’S APPLICATION NO. 1288:**

**WHEREAS**, the Property Redevelopment and Tax Abatement Act, as amended (TEXAS TAX CODE § 312.0025) permits a school district to designate a reinvestment zone if that designation is reasonably likely to contribute to the expansion of primary employment in the reinvestment zone, or attract major investment in the reinvestment zone that would be a benefit to property in the reinvestment zone and to the school district and contribute to the economic development of the region of the state in which the school district is located; and

**WHEREAS**, the Prairiland Independent School District (the “District”) desires to promote the development of primary employment and to attract major investment in the District and contribute to the economic development of the region in which the school district is located; and

**WHEREAS**, a public hearing is required by Chapter 312 of the Texas Tax Code prior to approval of a reinvestment zone; and

**WHEREAS**, the District caused to be published in a newspaper of general circulation in Lamar County, Texas timely notice of a public hearing regarding the possible designation of the area described in the attached **Exhibit A** as a reinvestment zone, for the purpose of authorizing an *Agreement for Value Limitation on Appraised Value of Qualified Property for School District Maintenance and Operations Taxes*, as authorized by Chapter 313 of the Texas Tax Code; and

**WHEREAS**, on March 11, 2019 the District’s Board of Trustees held a hearing, such date being at least seven (7) days after the date of publication of the notice of such public hearing and the delivery of written notice to all political subdivisions and taxing authorities having jurisdiction over the property proposed to be designated as the reinvestment zone, described in the attached **Exhibits A and B**; and

**WHEREAS**, at such public hearing all interested members of the public were given an opportunity to appear and speak for or against the designation of the reinvestment zone and whether all or part of the territory described should be included in the proposed reinvestment zone, and approval of an *Agreement for Value Limitation on Appraised Value of Qualified Property for School District Maintenance and Operations Taxes*, as authorized by Chapter 313 of the Texas Tax Code with G.S.E. Twelve, LLC (Texas Taxpayer I.D. No. 32065243407); and

**WHEREAS**, the District wishes to designate a reinvestment zone within the boundaries of the school district in Lamar County, Texas to be known as the “G.S.E. Twelve Reinvestment Zone,” as shown on the attached **Exhibit B**.

**NOW THEREFORE, BE IT RESOLVED BY THE PRAIRILAND INDEPENDENT SCHOOL DISTRICT:**

**SECTION 1.** That the facts and recitations contained in the preamble of this Resolution are hereby found and declared to be true and correct and are incorporated into this Resolution as findings of fact.

**SECTION 2.** That the Board of Trustees of the District, after conducting such hearing and having heard such evidence and testimony, has made the following findings and determinations based on the evidence and testimony presented to it:

- (a) That the public hearing on the adoption of the “G.S.E. Twelve Reinvestment Zone” has been properly called, held, and conducted, and that notices of such hearing have been published as required by law and mailed to the respective presiding officers of the governing bodies of all taxing units overlapping the territory inside the proposed reinvestment zone;
- (b) That the boundaries of the “G.S.E. Twelve Reinvestment Zone” be and, by the adoption of this Resolution, are declared and certified to be, the area as described in the description attached hereto as **Exhibit A**;
- (c) That creation of the boundaries as described in **Exhibit A** will result in economic benefits to the District and to land included in the zone, and that the improvements sought are feasible and practical; and,
- (d) That the “G.S.E. Twelve Reinvestment Zone” described in Exhibit A meets the criteria set forth in TEXAS TAX CODE §312.0025 for the creation of a reinvestment zone as set forth in the Property Redevelopment and Tax Abatement Act, as amended, in that it is reasonably likely that the designation will contribute to the retention or expansion of primary employment, and/or will attract major investment in the zone that will be a benefit to the property to be included in the reinvestment zone and would contribute to the economic development of the District.

**SECTION 3.** That pursuant to the Property Redevelopment and Tax Abatement Act, as amended, the District hereby designates a reinvestment zone under the provisions of TEXAS TAX CODE § 312.0025, encompassing the area described by the descriptions in **Exhibit A**, and such reinvestment zone is hereby designated and shall hereafter be referred to as the “G.S.E. Twelve Reinvestment Zone.”

**SECTION 4.** That the “G.S.E. Twelve Reinvestment Zone” shall take effect upon adoption of this Resolution by the District Board of Trustees and shall remain designated as a commercial-

industrial reinvestment zone for a period of five (5) years from such date of such designation.

**SECTION 5.** That it is hereby found, determined, and declared that a sufficient notice of the date, hour, place, and subject of the meeting of the District's Board of Trustees, at which this Resolution was adopted, was posted at a place convenient and readily accessible at all times, as required by the Texas Open Government Act, Texas Government Code, Chapter 551, as amended; and that a public hearing was held prior to the designation of such reinvestment zone, and that proper notice of the hearing was published in newspapers of general circulation in the Prairiland Independent School District, Lamar County, Texas; and that, furthermore, such notice was in fact delivered to the presiding officer of any affected taxing entity as prescribed by the Property Redevelopment and Tax Abatement Act.

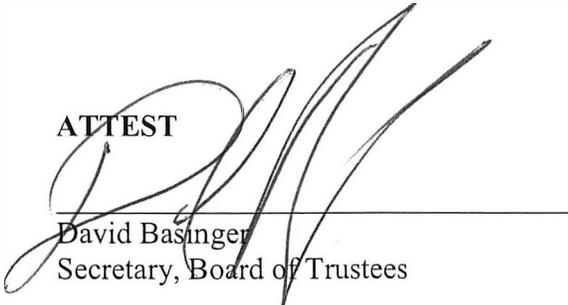
**PASSED, APPROVED, AND ADOPTED** on this 11<sup>th</sup> day of March, 2019.

**PRAIRILAND INDEPENDENT SCHOOL  
DISTRICT**

By: 

Michael Sessums  
President, Board of Trustees

**ATTEST**

  
\_\_\_\_\_  
David Basinger  
Secretary, Board of Trustees

## EXHIBIT A

### LEGAL DESCRIPTION OF THE “G.S.E. TWELVE REINVESTMENT ZONE”

Specifically, the reinvestment zone consists of approximately 1,867 acres of land situated on approximately 23 parcels located in the southeast portion of Lamar County, south of The City of Deport. The actual parcels are as follows:

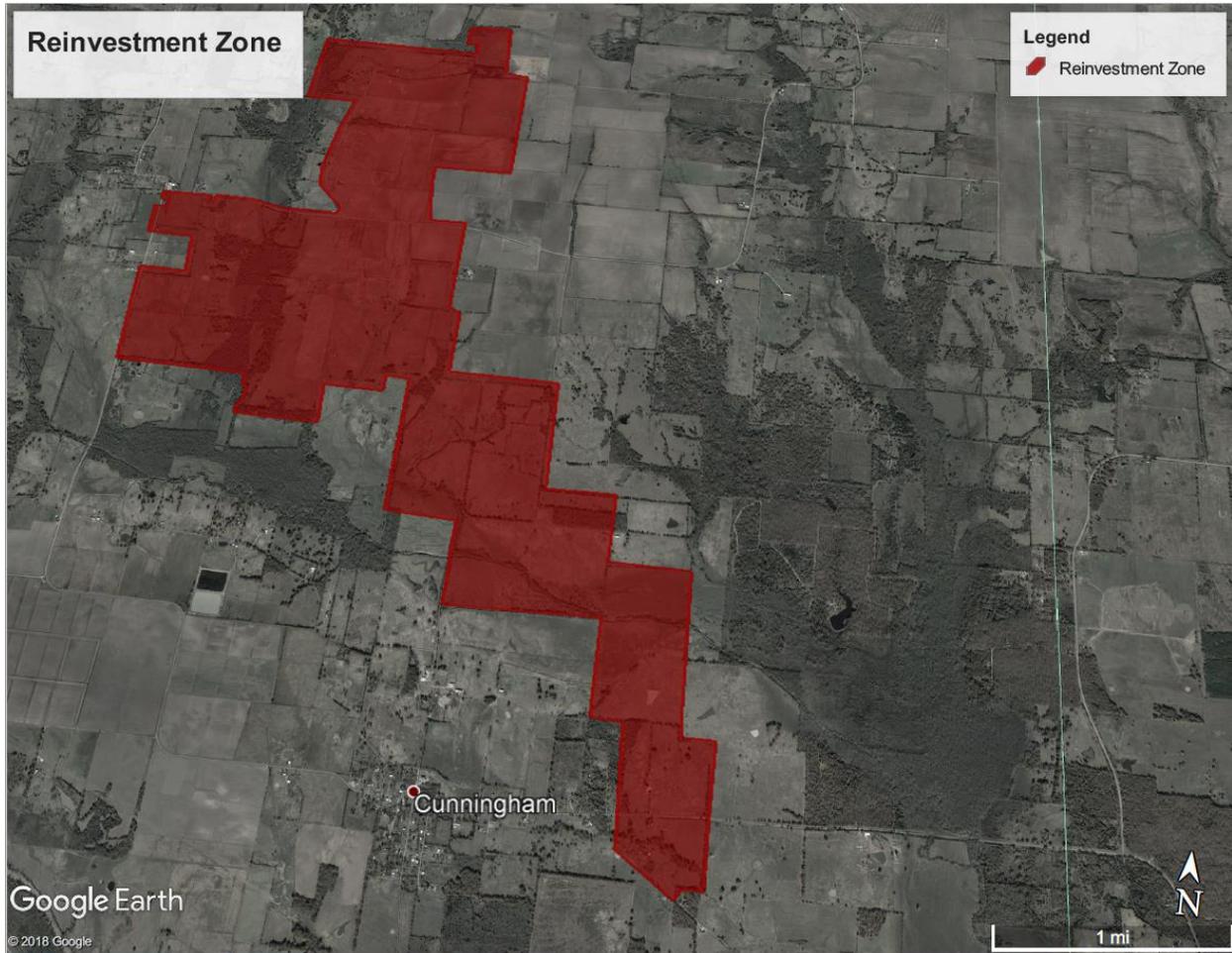
Parcel ID	Size (approximate acreage)	Owner	Property Address	Property Coordinates
41033	104.55	Daisy, Devlin	Co RD 16140 Deport, TX 75435	33°27'31.96"N 95°22'25.66"W
41035	44.9	Daisy, Devlin	Co RD 16120 Deport, TX 75435	33°27'20.03"N 95°22'10.53"W
41030	40.0	Daisy, Devlin	Co RD 16140 Deport, TX 75435	33°27'29.99"N 95°22'12.78"W
41034	27.5	Daisy, Devlin	Co RD 16120 Deport, TX 75435	33°27'44.20"N 95°22'09.06"W
41032	45.0	Daisy, Devlin	Co RD 16140 Deport, TX 75435	33°27'29.14"N 95°22'03.31"W
41031	44.0	Devlin, Daisy	Co RD 16140 Deport, TX 75435	33°27'30.68"N 95°21'52.54"W
42680	27.5	Norrell, Don	Co RD 16140 Deport, TX 75435	33°27'32.54"N 95°21'42.42"W
42705	160.0	Norrell, Waylon	Co RD 16300 Deport, TX 75435	33°27'02.53"N 95°21'37.22"W
42682	131.5	Norrell, Don	Co RD 16300 Deport, TX 75435	33°26'56.59"N 95°21'15.19"W
42692	22.8	Norrell, Don	Co RD 16300 Deport, TX 75435	33°27'10.38"N 95°21'20.08"W
42686	370.07	Norrell, Don	FM 1503 Deport, TX 75435	33°27'40.67"N 95°22'57.17"W

42698	21.5	Norrell, Don	7543 FR 1503 Deport, TX 75435	33°28'03.69"N 95°23'13.52"W
108145	26.0	Pleasant Hill Land Investments LP	FM 1503 Deport, TX 75435	33°28'00.00"N 95°22'11.11"W
41039	22.0	Pleasant Hill Land Investments LP	Co RD 16120 Deport, TX 75435	33°27'56.91"N 95°22'00.48"W
41966	5.7	Pleasant Hill Land Investments LP	FM 1503 Deport, TX 75435	33°27'45.39"N 95°21'58.20"W
41967	72.0	Pleasant Hill Land Investments LP	Co RD 16100 & FM 1503 Deport TX, 75435	33°27'52.37"N 95°21'48.93"W
43737	45.0	Taylor, Leslie F. & Paula S.	Co RD 16200 & FM 1503 Deport TX, 75435	33°28'12.11"N 95°22'10.04"W
43736	212.0	Taylor, Leslie F. & Paula S.	Co RD 16200 Deport TX, 75435	33°28'34.02"N 95°22'11.07"W
41011	170.83	Taylor, Leslie F.	Co RD 16200 Deport TX, 75435	33°28'56.20"N 95°22'13.05"W
42821	62.491	Taylor, Leslie F.	Co RD 16200 Deport, TX 75435	33°28'47.95"N 95°21'39.04"W
42669	50.0	Taylor, Leslie F.	Co RD 16100 Deport, TX 75435	33°28'32.45"N 95°21'43.64"W
41036	108.25	Pleasant Hill Land Investments LP	FM 1503 Deport, TX 75435	33°27'54.88" N 95°22'25.61" W

42698	21.5	Norrell, Don	7543 FR 1503 Deport, TX 75435	33°28'03.69"N 95°23'13.52"W
108145	26.0	Pleasant Hill Land Investments LP	FM 1503 Deport, TX 75435	33°28'00.00"N 95°22'11.11"W
41039	22.0	Pleasant Hill Land Investments LP	Co RD 16120 Deport, TX 75435	33°27'56.91"N 95°22'00.48"W
41966	5.7	Pleasant Hill Land Investments LP	FM 1503 Deport, TX 75435	33°27'45.39"N 95°21'58.20"W
41967	72.0	Pleasant Hill Land Investments LP	Co RD 16100 & FM 1503 Deport TX, 75435	33°27'52.37"N 95°21'48.93"W
43737	45.0	Taylor, Leslie F. & Paula S.	Co RD 16200 & FM 1503 Deport TX, 75435	33°28'12.11"N 95°22'10.04"W
43736	212.0	Taylor, Leslie F. & Paula S.	Co RD 16200 Deport TX, 75435	33°28'34.02"N 95°22'11.07"W
41011	170.83	Taylor, Leslie F.	Co RD 16200 Deport TX, 75435	33°28'56.20"N 95°22'13.05"W
42821	62.491	Taylor, Leslie F.	Co RD 16200 Deport, TX 75435	33°28'47.95"N 95°21'39.04"W
42669	50.0	Taylor, Leslie F.	Co RD 16100 Deport, TX 75435	33°28'32.45"N 95°21'43.64"W
41036	108.25	Pleasant Hill Land Investments LP	FM 1503 Deport, TX 75435	33°27'54.88" N 95°22'25.61" W

**EXHIBIT B**

**SURVEY MAP OF THE  
“G.S.E. TWELVE REINVESTMENT ZONE”**



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

Print Name (Authorized School District Representative)

Title

sign here

Signature (Authorized School District Representative)

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

KEVIN B. SMITH
Print Name (Authorized Company Representative (Applicant))

CEO
Title

sign here

[Handwritten Signature]
Signature (Authorized Company Representative (Applicant))

MARCH 7, 2019
Date

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 San Francisco
On 7 MAR 19 before John Cavalli, Notary Public, personally appeared Kevin B Smith
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.

(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.

[Handwritten Signature]

