O'HANLON, DEMERATH & CASTILLO
ATTORNEYS AND COUNSELORS AT LAW

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

March 6, 2020

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

RE: Application to the Wall Independent School District from Concho Valley Solar, LLC

To the Local Government Assistance & Economic Analysis Division:

Enclosed. Please find Amendment001 to Wall ISD from Concho Valley Solar. The following changes have been made:

1. Page 5, Section 9 Projected Timeline, Questions 4, 5, 6, 8
2. Tab 4 – Changed the second line in paragraph: Concho Valley Energy Project (the "Project")
3. Tab 11 – Updated Vicinity Map
4. Tab 11 Updated Qualified Property Map
5. Schedules A1 – D updated value limitation period
6. Schedules A1-B – Updated Values

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

Sincerely,

Kevin O'Hanlon
School District Consultant

Cc: Tom Green County Appraisal District
Concho Valley Solar, LLC

SECTION 9: Projected Timeline

1. Application approval by school board . . . . . June 2020
2. Commencement of construction . . . . . Q1 - 2021
3. Beginning of qualifying time period . . . . . April 1, 2021
4. First year of limitation . . . . . January 1, 2023
5. Begin hiring new employees . . . . . December 31, 2022
6. Commencement of commercial operations . . . . . December 31, 2022
7. Do you propose to construct a new building or to erect or affix a new improvement after your application review start date *(date your application is finally determined to be complete)*? . . . . . ☑ Yes ☐ No

   Note: Improvements made before that time may not be considered qualified property.
8. When do you anticipate the new buildings or improvements will be placed in service? . . . . . December 31, 2022

SECTION 10: The Property

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

   County: Tom Green County, $0.545, 100% *(Name, tax rate and percent of project)*

   City: N/A *(Name, tax rate and percent of project)*

   Hospital District: N/A *(Name, tax rate and percent of project)*

   Water District: N/A *(Name, tax rate and percent of project)*

   Other *(describe)*: N/A *(Name, tax rate and percent of project)*

   Other *(describe)*: N/A *(Name, tax rate and percent of project)*
5. Is the project located entirely within the ISD listed in Section 1? . . . . . ☑ Yes ☐ No

   5a. If no, attach in **Tab 6** additional information on the project scope and size to assist in the economic analysis.
6. Did you receive a determination from the Texas Economic Development and Tourism Office that this proposed project and at least one other project seeking a limitation agreement constitute a single unified project (SUP), as allowed in §313.024(d-2)? . . . . . ☐ Yes ☑ No

   6a. If yes, attach in **Tab 6** supporting documentation from the Office of the Governor.

SECTION 11: Investment

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

1. At the time of application, what is the estimated minimum qualified investment required for this school district? 40,000,000.00
2. What is the amount of appraised value limitation for which you are applying?. 40,000,000.00

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

TAB 4
Detailed Description of the Project

Provide 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.

Concho Valley Energy, LLC (Concho Valley Energy) is requesting an appraised value limitation from Wall Independent School District (ISD) for the Concho Valley Energy Project (the "Project"), a proposed solar powered electric generating facility in Tom Green County. The proposed Wall ISD Project (this application) will be constructed within a Reinvestment Zone to be created by Tom Green County. A map showing the location of the project is included in TAB 11.

The proposed Project is anticipated to have a capacity of approximately 150 MW located in Wall ISD. The exact number and location of panels and inverters will vary depending upon ongoing siting analysis, manufacturer's availability, prices, and the megawatt generating capacity of the Project when completed. Current estimated plans are to install approximately 426,126 PV modules and 48 inverters with all improvements located in Wall ISD. The Applicant requests a value limitation for all facilities and equipment installed for the Project, including; solar modules/panels, racking and mounting structures, O&M building, substation, inverters boxes, combiner boxes, meteorological equipment, foundations, roadways, paving, fencing, collection system, interconnection facilities and all eligible ancillary and necessary equipment.

Full construction of the Project is anticipated to begin in the 1st Quarter of 2021 with completion by December 31, 2022.

**NOTE:* The map in TAB 11 shows the potential locations of improvements within Wall ISD boundaries; however, the final number of panels and inverters and the location of each of these facilities is dependent upon ongoing negotiations with power purchasers and other factors.

1451-wallisd-conchovalleysolar-amendment001

Concho Valley Solar, LLC Vicinity Map

- County Boundary
- School District Boundary
- Reinvestment Zone
- Concho Valley Solar, LLC
- City

31.36306, -100.43667

No.	Revision/Issue	Date
1	Draft	10/4/19
2	Update	10/10/19
3	Update	2/21/20
4	Final	3/4/20

PROJECT NAME

Concho Valley Solar, LLC

FIRM NAME AND ADDRESS

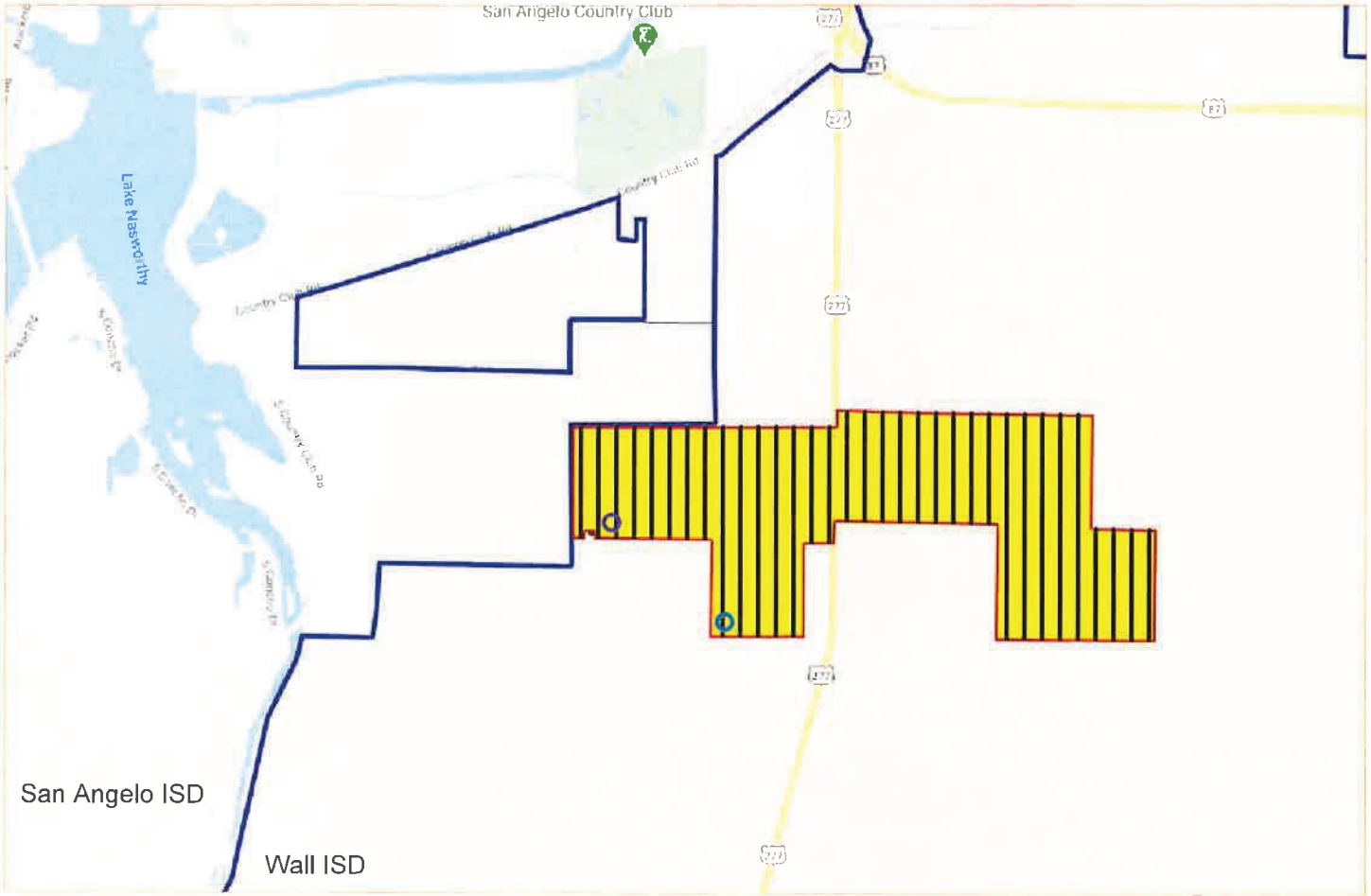
MERIT SI
50 Beaver Ave
Annandale, NJ
08501

0 1 2 mi.

N

Sheet 1 of 1

1451-wallisd-conchovalleysolar-amendment001



Concho Valley Solar, LLC Improvements Map

- School District Boundary
- Reinvestment Zone
- Concho Valley Solar, LLC
- O&M Building
- Project Substation

31.36306, -100.43667

No.	Revision/Issue	Date
1	Draft	10/4/19
2	Update	10/10/19
3	Update	2/21/20
4	Final	3/4/20

Concho Valley Solar, LLC

MERIT SI

0 1,500 3,000 ft.

N

Sheet 1 of 1

1451-wallisd-conchovalleysolar-amendment001

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

Date 3/5/2020
Applicant Name Concho Valley Energy LLC
ISD Name Wall ISD

Form 50-296A
Revised May 2014

PROPERTY INVESTMENT AMOUNTS

(Estimated Investment in each year. Do not put cumulative totals.)

	Year	School Year (YYYY-YYYY)	Tax Year (Fill in actual tax year below) YYYY	Column A New investment (original cost) in **tangible personal property** placed in service during this year that will become Qualified Property	Column B New investment made during this year in **buildings or permanent nonremovable components of buildings** that will become Qualified Property	Column C Other new investment made during this year that will not become Qualified Property [SEE NOTE]	Column D Other new investment made during this year that may become Qualified Property [SEE NOTE]	Column E **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)	2020	Not eligible to become Qualified Property				0
Investment made after filing complete application with district, but before final board approval of application				0	0	0	0	0
Investment made after final board approval of application and before Jan. 1 of first complete tax year of qualifying time period				0	0	0	0	0
Complete tax years of qualifying time period	QTP1	2021-2022	2021	109,285,714	0	0	0	109,285,714
	QTP2	2022-2023	2022	18,214,286	0	0	0	18,214,286
Total Investment through Qualifying Time Period [ENTER this row in Schedule A2]				127,500,000	0	0	0	127,500,000
				Enter amounts from TOTAL row above in Schedule A2				
Total Qualified Investment (sum of green cells)				127,500,000				

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.

1451-wallisd-conchovalleysolar-amendment001

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

Date 3/5/2020
Applicant Name Concho Valley Energy LLC
ISD Name Wall ISD

Form 50-296A
Revised May 2014

PROPERTY INVESTMENT AMOUNTS

(Estimated investment in each year. Do not put cumulative totals.)

	Year	School Year (YYYY-YYYY)	Tax Year (Fill in actual tax year below) YYYY	Column A New investment (original cost) in **tangible personal property** placed in service during this year that will become Qualified Property	Column B New investment made during this year in **buildings or permanent nonremovable components of buildings** that will become Qualified Property	Column C Other investment made during this year that will not become Qualified Property [SEE NOTE]	Column D Other investment made during this year that will become Qualified Property [SEE NOTE]	Column E Total Investment (A+B+C+D)
				Enter amounts from TOTAL row in Schedule A1 in the row below				
Total Investment from Schedule A1*	--	TOTALS FROM SCHEDULE A1		127,500,000	0	0	0	127,500,000
Each year prior to start of value limitation period** (insert as many rows as necessary)	0	2022-2023	2022	0	0	0	0	0
Value limitation period***	1	2023-2024	2023	0	0	0	0	0
	2	2024-2025	2024	0	0	0	0	0
	3	2025-2026	2025	0	0	0	0	0
	4	2026-2027	2026	0	0	0	0	0
	5	2027-2028	2027	0	0	0	0	0
	6	2028-2029	2028	0	0	0	0	0
	7	2029-2030	2029	0	0	0	0	0
	8	2030-2031	2030	0	0	0	0	0
	9	2031-2032	2031	0	0	0	0	0
	10	2032-2033	2032	0	0	0	0	0
Total Investment made through limitation				127,500,000	0	0	0	127,500,000
Continue to maintain viable presence	11	2033-2034	2033			0		0
	12	2034-2035	2034			0		0
	13	2035-2036	2035			0		0
	14	2036-2037	2036			0		0
	15	2037-2038	2037			0		0
Additional years for 25 year economic impact as required by 313.026(c)(1)	16	2038-2039	2038			0		0
	17	2039-2040	2039			0		0
	18	2040-2041	2040			0		0
	19	2041-2042	2041			0		0
	20	2042-2043	2042			0		0
	21	2043-2044	2043			0		0
	22	2044-2045	2044			0		0
	23	2045-2046	2045			0		0
	24	2046-2047	2046			0		0
	25	2047-2048	2047			0		0

* All investments made through the qualifying time period are captured and totaled on Schedule A1 [blue box] and incorporated into this schedule in the **first row.**

** Only investment made during deferrals of the start of the limitation (after the end of qualifying time period but before the start of the Value Limitation Period) should be included in the "year prior to start of value limitation period" row(s). If the limitation starts at the end of the qualifying time period or the qualifying time period overlaps the limitation, no investment should be included on this line.

*** If your qualifying time period will overlap your value limitation period, do not also include investment made during the qualifying time period in years 1 and/or 2 of the value limitation period, depending on the overlap. Only include investments/years that were **not** captured on Schedule A1.

For All Columns: List amount invested each year, not cumulative totals. Only include investments in the remaining rows of Schedule A2 that were not captured on Schedule A1.

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

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

1451-wallisd-conchovalleysolar-amendment001

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

Date 3/5/2020

Applicant Name Concho Valley Energy LLC

ISD Name Wall ISD

Form 50-296A

Revised May 2014

	Year	School Year (YYYY-YYYY)	Tax Year (Fill in actual tax year) YYYY	Qualified Property: Estimated Market Value of Land	Qualified Property: Estimated Total Market Value of new buildings or other new improvements	Qualified Property: Estimated Total Market Value of tangible personal property in the new buildings or "in or on the new improvements"	Estimated Taxable Value: Market Value less any exemptions (such as pollution control) and before limitation	Estimated Taxable Value: Final taxable value for I&S after all reductions	Estimated Taxable Value: Final taxable value for M&O after all reductions
Each year prior to start of Value Limitation Period *Insert as many rows as necessary*	0	2022-2023	2022	0	0	69,942,857	69,942,857	69,942,857	69,942,857
Value Limitation Period	1	2023-2024	2023	0	0	86,802,000	86,802,000	86,802,000	40,000,000
	2	2024-2025	2024	0	0	79,254,000	79,254,000	79,254,000	40,000,000
	3	2025-2026	2025	0	0	71,706,000	71,706,000	71,706,000	40,000,000
	4	2026-2027	2026	0	0	63,214,500	63,214,500	63,214,500	40,000,000
	5	2027-2028	2027	0	0	54,723,000	54,723,000	54,723,000	40,000,000
	6	2028-2029	2028	0	0	46,231,500	46,231,500	46,231,500	40,000,000
	7	2029-2030	2029	0	0	36,796,500	36,796,500	36,796,500	36,796,500
	8	2030-2031	2030	0	0	28,305,000	28,305,000	28,305,000	28,305,000
	9	2031-2032	2031	0	0	22,644,000	22,644,000	22,644,000	22,644,000
	10	2032-2033	2032	0	0	19,813,500	19,813,500	19,813,500	19,813,500
Continue to maintain viable presence	11	2033-2034	2033	0	0	19,813,500	19,813,500	19,813,500	19,813,500
	12	2034-2035	2034	0	0	19,813,500	19,813,500	19,813,500	19,813,500
	13	2035-2036	2035	0	0	19,813,500	19,813,500	19,813,500	19,813,500
	14	2036-2037	2036	0	0	19,813,500	19,813,500	19,813,500	19,813,500
	15	2037-2038	2037	0	0	19,813,500	19,813,500	19,813,500	19,813,500
Additional years for 25 year economic impact as required by 313.026(c)(1)	16	2038-2039	2038	0	0	19,813,500	19,813,500	19,813,500	19,813,500
	17	2039-2040	2039	0	0	19,813,500	19,813,500	19,813,500	19,813,500
	18	2040-2041	2040	0	0	19,813,500	19,813,500	19,813,500	19,813,500
	19	2041-2042	2041	0	0	19,813,500	19,813,500	19,813,500	19,813,500
	20	2042-2043	2042	0	0	19,813,500	19,813,500	19,813,500	19,813,500
	21	2043-2044	2043	0	0	19,813,500	19,813,500	19,813,500	19,813,500
	22	2044-2045	2044	0	0	19,813,500	19,813,500	19,813,500	19,813,500
	23	2045-2046	2045	0	0	19,813,500	19,813,500	19,813,500	19,813,500
	24	2046-2047	2046	0	0	19,813,500	19,813,500	19,813,500	19,813,500
	25	2047-2048	2047	0	0	19,813,500	19,813,500	19,813,500	19,813,500

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.

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Schedule C: Employment Information

Date 3/5/2020
Applicant Name Concho Valley Energy LLC
ISD Name Wall 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 *Insert as many rows as necessary*	0	2021-2022	2021	150 FTE	50,000	0	0	0
	0	2022-2023	2022	50 FTE	50,000	0	0	0
Value Limitation Period *The qualifying time period could overlap the value limitation period*	1	2023-2024	2023	N/A	N/A	0	1	48,261
	2	2024-2025	2024	N/A	N/A	0	1	48,261
	3	2025-2026	2025	N/A	N/A	0	1	48,261
	4	2026-2027	2026	N/A	N/A	0	1	48,261
	5	2027-2028	2027	N/A	N/A	0	1	48,261
	6	2028-2029	2028	N/A	N/A	0	1	48,261
	7	2029-2030	2029	N/A	N/A	0	1	48,261
	8	2030-2031	2030	N/A	N/A	0	1	48,261
	9	2031-2032	2031	N/A	N/A	0	1	48,261
	10	2032-2033	2032	N/A	N/A	0	1	48,261
Years Following Value Limitation Period	11 through 25	2032-2047	2032-2046	N/A	N/A	0	1	48,261

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

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

If yes, answer the following two questions:

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

C1b. Will the applicant avail itself of the provision in 313.021(3)(F)? [ ] Yes [X] No

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Schedule D: Other Incentives (Estimated)

Date 3/5/2020
Applicant Name Concho Valley Energy LLC
ISD Name Wall 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:	N/A	N/A	N/A	N/A	N/A
	City:	N/A	N/A	N/A	N/A	N/A
	Other:	N/A	N/A	N/A	N/A	N/A
Tax Code Chapter 312	County: Tom Green County	2023	10 Years	Annual Avg. of $279,500	90%	Annual Avg. of $27,950
	City:	N/A	N/A	N/A	N/A	N/A
	Other:	N/A	N/A	N/A	N/A	N/A
Local Government Code Chapters 380/381	County:	N/A	N/A	N/A	N/A	N/A
	City:	N/A	N/A	N/A	N/A	N/A
	Other:	N/A	N/A	N/A	N/A	N/A
Freeport Exemptions	N/A	N/A	N/A	N/A	N/A	N/A
Non-Annexation Agreements	N/A	N/A	N/A	N/A	N/A	N/A
Enterprise Zone/Project	N/A	N/A	N/A	N/A	N/A	N/A
Economic Development Corporation	N/A	N/A	N/A		N/A	
Texas Enterprise Fund	N/A	N/A	N/A		N/A	
Employee Recruitment	N/A	N/A	N/A		N/A	
Skills Development Fund	N/A	N/A	N/A		N/A	
Training Facility Space and Equipment	N/A	N/A	N/A		N/A	
Infrastructure Incentives	N/A	N/A	N/A		N/A	
Permitting Assistance	N/A	N/A	N/A		N/A	
Other:	N/A	N/A	N/A		N/A	
Other:	N/A	N/A	N/A		N/A	
Other:	N/A	N/A	N/A		N/A	
Other:	N/A	N/A	N/A		N/A	
			TOTAL	279,500		27,950

Additional information on incentives for this project:

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 Russell Dacy
Print Name *(Authorized School District Representative)*

Superintendent
Title

sign here Russell Dacy
Signature *(Authorized School District Representative)*

3-6-2020
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 Richard Gruber
Print Name *(Authorized Company Representative (Applicant))*

Chief Commercial Officer
Title

sign here
Signature *(Authorized Company Representative (Applicant))*

March 5, 2020
Date

NATALIE D JAMES
Notary Public
STATE OF TEXAS
My Comm. Exp. 01-28-24
Notary ID # 12850525-0

(Notary Seal)

GIVEN under my hand and seal of office this, the

05 day of March, 2020

Notary Public in and for the State of Texas

My Commission expires: 01-28-24

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.