

# UNDERWOOD

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December 10, 2019

John Villarreal  
Stephanie Jones  
Economic Development and Analysis Division  
Texas Comptroller of Public Accounts  
111 E. 17th St.  
Austin, TX 78774

*Via Email and Federal Express*

Re: 313 Application – Barranca Wind Energy, LLC

Dear John and Stephanie:

Enclosed please find an application for appraised value limitation on qualified property submitted to Jim Hogg County ISD by Barranca Wind Energy, LLC on November 20, 2019, along with the schedules in Excel format. A CD containing these documents is also enclosed.

The Jim Hogg County ISD Board elected to accept the application on November 20, 2019. The application was determined to be complete by the District on December 10, 2019. We ask that the Comptroller's Office prepare the economic impact report for this application.

A copy of the application will also be submitted to the Jim Hogg County Appraisal District in accordance with 34 Tex. Admin. Code §9.1054. Please feel free to contact me if you have any questions or concerns.

Sincerely,



Fred A. Stormer

Encl.  
0D18L6

cc: Chief Appraiser, Jim Hogg County Appraisal District *via US Mail*  
Phillip Moore, Senior VP-Development *via email: pmoore@lincolnclean.com*  
Jenn Goodwillie, Director of Development *via email: jgoodwillie@lincolnclean.com*

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UNDERWOOD LAW FIRM, P.C.

AMARILLO

AUSTIN

FORT WORTH

LUBBOCK

PAMPA

# Application for Appraised Value Limitation on Qualified Property

(Tax Code, Chapter 313, Subchapter B or C)

**INSTRUCTIONS:** This application must be completed and filed with the school district. In order for an application to be processed, the governing body (school board) must elect to consider an application, but — by Comptroller rule — the school board may elect to consider the application only after the school district has received a completed application. Texas Tax Code, Section 313.025 requires that any completed application and any supplemental materials received by the school district must be forwarded within seven days to the Comptroller of Public Accounts.

If the school board elects to consider the application, the school district must:

- notify the Comptroller that the school board has elected to consider the application. This notice must include:
  - the date on which the school district received the application;
  - the date the school district determined that the application was complete;
  - the date the school board decided to consider the application; and
  - a request that the Comptroller prepare an economic impact analysis of the application;
- provide a copy of the notice to the appraisal district;
- must complete the sections of the application reserved for the school district and provide information required in the Comptroller rules located at 34 Texas Administrative Code (TAC) Section 9.1054; and
- forward the original hard copy of the completed application to the Comptroller in a three-ring binder with tabs, as indicated on page 9 of this application, separating each section of the documents, in addition to an electronic copy on CD. See 34 TAC Chapter 9, Subchapter F.

The governing body may, at its discretion, allow the applicant to supplement or amend the application after the filing date, subject to the restrictions in 34 TAC Chapter 9, Subchapter F.

When the Comptroller receives the notice and required information from the school district, the Comptroller will publish all submitted application materials on its website. The Comptroller is authorized to treat some application information as confidential and withhold it from publication on the Internet. To do so, however, the information must be segregated and comply with the other requirements set out in the Comptroller rules. For more information, see guidelines on Comptroller's website.

The Comptroller will independently determine whether the application has been completed according to the Comptroller's rules (34 TAC Chapter 9, Subchapter F). If the Comptroller finds the application is not complete, the Comptroller will request additional materials from the school district. Pursuant to 9.1053(a)(1)(C), requested information shall be provided within 20 days of the date of the request. When the Comptroller determines that the application is complete, it will send the school district a notice indicating so. The Comptroller will determine the eligibility of the project, issue a certificate for a limitation on appraised value to the school board regarding the application and prepare an economic impact evaluation by the 90th day after the Comptroller receives a complete application—as determined by the Comptroller.

The school board must approve or disapprove the application not later than the 150th day after the application review start date (the date the application is finally determined to be complete), unless an extension is granted. The Comptroller and school district are authorized to request additional information from the applicant that is reasonably necessary to issue a certificate, complete the economic impact evaluation or consider the application at any time during the application review period.

Please visit the Comptroller's website to find out more about the program at [comptroller.texas.gov/economy/local/ch313/](http://comptroller.texas.gov/economy/local/ch313/). There are links to the Chapter 313 statute, rules, guidelines and forms. Information about minimum limitation values for particular districts and wage standards may also be found at that site.

## SECTION 1: School District Information

### 1. Authorized School District Representative

November 20, 2019

Date Application Received by District

Susana

First Name

Superintendent

Title

Jim Hogg County ISD

School District Name

210 W. Lucille

Street Address

210 W. Lucille

Mailing Address

Hebbronville

City

(361) 527-3203

Phone Number

Mobile Number (optional)

Garza

Last Name

TX

State

(361) 527-4928

Fax Number

spgarza@jhcsdpk12.org

Email Address

78361

ZIP

2. Does the district authorize the consultant to provide and obtain information related to this application? .....

Yes

No

**SECTION 1: School District Information (continued)**

**3. Authorized School District Consultant (If Applicable)**

Fred <hr/> First Name Attorney <hr/> Title Underwood Law Firm, P.C. <hr/> Firm Name (806) 379-0306 <hr/> Phone Number <hr/> Mobile Number (optional)	Stormer <hr/> Last Name <hr/> Fax Number (806) 376-5613 <hr/> fred.stormer@uwlaw.com <hr/> Email Address
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4. On what date did the district determine this application complete? ..... December 10, 2019
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)**

Philip <hr/> First Name Senior Vice President - Development <hr/> Title 812 San Antonio St. Suite 500 <hr/> Street Address 812 San Antonio St. Suite 500 <hr/> Mailing Address Austin <hr/> City 312-422-1604 <hr/> Phone Number <hr/> Mobile Number (optional)	Moore <hr/> Last Name Lincoln Clean Energy, LLC <hr/> Organization <hr/> TX <hr/> State 312-527-0538 <hr/> Fax Number pmoore@lincolnclean.com <hr/> Business Email Address TX <hr/> State 78701 <hr/> ZIP
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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.

Jenn <hr/> First Name Director of Development <hr/> Title 812 San Antonio St. Suite 500 <hr/> Street Address 812 San Antonio St. Suite 500 <hr/> Mailing Address Austin <hr/> City (512) 626-3417 <hr/> Phone Number <hr/> Mobile Number (optional)	Goodwillie <hr/> Last Name Lincoln Clean Energy, LLC <hr/> Organization <hr/> TX <hr/> State (312) 527-0538 <hr/> Fax Number jgoodwillie@lincolnclean.com <hr/> Business Email Address TX <hr/> State 78701 <hr/> ZIP
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3. Does the applicant authorize the consultant to provide and obtain information related to this application? .....  Yes  No

SECTION 2: Applicant Information (continued)

4. Authorized Company Consultant (If Applicable)

David Sewell  
 First Name Last Name  
 Attorney  
 Title  
 Stahl, Davies, Sewell, Chavarria & Friend, LLP  
 Firm Name  
 (512) 346-5558 (512) 346-2712  
 Phone Number Fax Number  
 dsewell@sbaustinlaw.com  
 Business Email Address

SECTION 3: Fees and Payments

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

SECTION 4: Business Applicant Information

- What is the legal name of the applicant under which this application is made? Barranca Wind Energy, LLC
- List the Texas Taxpayer I.D. number of entity subject to Tax Code, Chapter 171 (11 digits) 32067716558
- List the NAICS code 221115
- Is the applicant a party to any other pending or active Chapter 313 agreements?  Yes  No  
 4a. If yes, please list application number, name of school district and year of agreement  
Zapata County Independent School District No. 1401, pending

SECTION 5: Applicant Business Structure

- Identify Business Organization of Applicant (corporation, limited liability corporation, etc) Limited Liability corporation
- Is applicant a combined group, or comprised of members of a combined group, as defined by Tax Code §171.0001(7)?  Yes  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.
- Is the applicant current on all tax payments due to the State of Texas?  Yes  No
- Are all applicant members of the combined group current on all tax payments due to the State of Texas?  Yes  No  N/A
- 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**)

**SECTION 6: Eligibility Under Tax Code Chapter 313.024**

1. Are you an entity subject to the tax under Tax Code, Chapter 171?  Yes  No
2. The property will be used for one of the following activities:
  - (1) manufacturing  Yes  No
  - (2) research and development  Yes  No
  - (3) a clean coal project, as defined by Section 5.001, Water Code  Yes  No
  - (4) an advanced clean energy project, as defined by Section 382.003, Health and Safety Code  Yes  No
  - (5) renewable energy electric generation  Yes  No
  - (6) electric power generation using integrated gasification combined cycle technology  Yes  No
  - (7) nuclear electric power generation  Yes  No
  - (8) a computer center that is used as an integral part or as a necessary auxiliary part for the activity conducted by applicant in one or more activities described by Subdivisions (1) through (7)  Yes  No
  - (9) a Texas Priority Project, as defined by 313.024(e)(7) and TAC 9.1051  Yes  No
3. Are you requesting that any of the land be classified as qualified investment?  Yes  No
4. Will any of the proposed qualified investment be leased under a capitalized lease?  Yes  No
5. Will any of the proposed qualified investment be leased under an operating lease?  Yes  No
6. Are you including property that is owned by a person other than the applicant?  Yes  No
7. Will any property be pooled or proposed to be pooled with property owned by the applicant in determining the amount of your qualified investment?  Yes  No

**SECTION 7: Project Description**

1. In **Tab 4**, 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.
2. Check the project characteristics that apply to the proposed project:
 

<input checked="" type="checkbox"/> Land has no existing improvements	<input type="checkbox"/> Land has existing improvements <i>(complete Section 13)</i>
<input type="checkbox"/> Expansion of existing operation on the land <i>(complete Section 13)</i>	<input type="checkbox"/> Relocation within Texas

**SECTION 8: Limitation as Determining Factor**

1. Does the applicant currently own the land on which the proposed project will occur?  Yes  No
2. Has the applicant entered into any agreements, contracts or letters of intent related to the proposed project?  Yes  No
3. Does the applicant have current business activities at the location where the proposed project will occur?  Yes  No
4. Has the applicant made public statements in SEC filings or other documents regarding its intentions regarding the proposed project location?  Yes  No
5. Has the applicant received any local or state permits for activities on the proposed project site?  Yes  No
6. Has the applicant received commitments for state or local incentives for activities at the proposed project site?  Yes  No
7. Is the applicant evaluating other locations not in Texas for the proposed project?  Yes  No
8. Has the applicant provided capital investment or return on investment information for the proposed project in comparison with other alternative investment opportunities?  Yes  No
9. Has the applicant provided information related to the applicant's inputs, transportation and markets for the proposed project?  Yes  No
10. Are you submitting information to assist in the determination as to whether the limitation on appraised value is a determining factor in the applicant's decision to invest capital and construct the project in Texas?  Yes  No

**Chapter 313.026(e) states "the applicant may submit information to the Comptroller that would provide a basis for an affirmative determination under Subsection (c)(2)." If you answered "yes" to any of the questions in Section 8, attach supporting information in Tab 5.**

**SECTION 9: Projected Timeline**

- 1. Application approval by school board ..... Q1 2020
- 2. Commencement of construction ..... Q4 2020
- 3. Beginning of qualifying time period ..... May 2020
- 4. First year of limitation ..... 2022
- 5. Begin hiring new employees ..... Q4 2021
- 6. Commencement of commercial operations ..... Q4 2021
- 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? ..... Q4 2021

**SECTION 10: The Property**

- 1. Identify county or counties in which the proposed project will be located Jim Hogg County
- 2. Identify Central Appraisal District (CAD) that will be responsible for appraising the property Jim Hogg County Appraisal District
- 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: Jim Hogg, 0.764185%, 59% City: N/A  
(Name, tax rate and percent of project) (Name, tax rate and percent of project)  
 Hospital District: n/a Water District: WCID#2, 0.25469%, 59%  
(Name, tax rate and percent of project) (Name, tax rate and percent of project)  
 Other (describe): Brush Country GCD, 0.024%, 59% Other (describe): ESD#1, 0.04%; special road 0.138803%  
(Name, tax rate and percent of project) (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 [comptroller.texas.gov/economy/local/ch313/](http://comptroller.texas.gov/economy/local/ch313/).

- 1. At the time of application, what is the estimated minimum qualified investment required for this school district? ..... 20,000,000.00
- 2. What is the amount of appraised value limitation for which you are applying? ..... 25,000,000.00  
**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

**SECTION 12: Qualified Property**

1. Attach a detailed description of the qualified property. [See §313.021(2)] (If qualified investment describes qualified property exactly, you may skip items a, b and c below.) The description must include:
  - 1a. a specific and detailed description of the qualified property for which you are requesting an appraised value limitation as defined by Tax Code §313.021 (Tab 8);
  - 1b. a description of any new buildings, proposed new improvements or personal property which you intend to include as part of your qualified property (Tab 8); and
  - 1c. a map of the qualified property showing location of new buildings or new improvements with vicinity map (Tab 11).
2. Is the land upon which the new buildings or new improvements will be built part of the qualified property described by §313.021(2)(A)?  Yes  No
  - 2a. If yes, attach complete documentation including:
    - a. legal description of the land (Tab 9);
    - b. each existing appraisal parcel number of the land on which the new improvements will be constructed, regardless of whether or not all of the land described in the current parcel will become qualified property (Tab 9);
    - c. owner (Tab 9);
    - d. the current taxable value of the land. Attach estimate if land is part of larger parcel (Tab 9); and
    - e. a detailed map showing the location of the land with vicinity map (Tab 11).
3. Is the land on which you propose new construction or new improvements currently located in an area designated as a reinvestment zone under Tax Code Chapter 311 or 312 or as an enterprise zone under Government Code Chapter 2303?  Yes  No
  - 3a. If yes, attach the applicable supporting documentation:
    - a. evidence that the area qualifies as a enterprise zone as defined by the Governor's Office (Tab 16);
    - b. legal description of reinvestment zone (Tab 16);
    - c. order, resolution or ordinance establishing the reinvestment zone (Tab 16);
    - d. guidelines and criteria for creating the zone (Tab 16); and
    - e. a map of the reinvestment zone or enterprise zone boundaries with vicinity map (Tab 11)
  - 3b. If no, submit detailed description of proposed reinvestment zone or enterprise zone with a map indicating the boundaries of the zone on which you propose new construction or new improvements to the Comptroller's office within 30 days of the application date. What is the anticipated date on which you will submit final proof of a reinvestment zone or enterprise zone? \_\_\_\_\_

**SECTION 13: Information on Property Not Eligible to Become Qualified Property**

1. In Tab 10, attach a specific and detailed description of all **existing property**. This includes buildings and improvements existing as of the application review start date (the date the application is determined to be complete by the Comptroller). The description must provide sufficient detail to locate all existing property on the land that will be subject to the agreement and distinguish existing property from future proposed property.
2. In Tab 10, attach a specific and detailed description of all **proposed new property that will not become new improvements** as defined by TAC 9.1051. This includes proposed property that: functionally replaces existing or demolished/removed property; is used to maintain, refurbish, renovate, modify or upgrade existing property; or is affixed to existing property; or is otherwise ineligible to become qualified property. The description must provide sufficient detail to distinguish existing property (question 1) and all proposed new property that cannot become qualified property from proposed qualified property that will be subject to the agreement (as described in Section 12 of this application).
3. For the property not eligible to become qualified property listed in response to questions 1 and 2 of this section, provide the following supporting information in Tab 10:
  - a. maps and/or detailed site plan;
  - b. surveys;
  - c. appraisal district values and parcel numbers;
  - d. inventory lists;
  - e. existing and proposed property lists;
  - f. model and serial numbers of existing property; or
  - g. other information of sufficient detail and description.
4. Total estimated market value of existing property (that property described in response to question 1): \_\_\_\_\_ \$ 0.00
5. In Tab 10, include an appraisal value by the CAD of all the buildings and improvements existing as of a date within 15 days of the date the application is received by the school district.
6. Total estimated market value of proposed property not eligible to become qualified property (that property described in response to question 2): \_\_\_\_\_ \$ 0.00

**Note:** Investment for the property listed in question 2 may count towards qualified investment in Column C of Schedules A-1 and A-2, if it meets the requirements of 313.021(1). Such property cannot become qualified property on Schedule B.

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 2019  
(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? ..... 3
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 ..... 773.00
  - b. 110% of the average weekly wage for manufacturing jobs in the county is ..... 854.98
  - c. 110% of the average weekly wage for manufacturing jobs in the region is ..... 784.55
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? ..... 40,796.80
10. What is the annual wage you are committing to pay for each of the new qualifying jobs you create on the qualified property? ..... 40,796.80
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**.

## APPLICATION TAB ORDER FOR REQUESTED ATTACHMENTS

TAB	ATTACHMENT
1	Pages 1 through 11 of Application
2	Proof of Payment of Application Fee
3	Documentation of Combined Group membership under Texas Tax Code 171.0001(7), history of tax default, delinquencies and/or material litigation <i>(if applicable)</i>
4	Detailed description of the project
5	Documentation to assist in determining if limitation is a determining factor
6	Description of how project is located in more than one district, including list of percentage in each district and, if determined to be a single unified project, documentation from the Office of the Governor <i>(if applicable)</i>
7	Description of Qualified Investment
8	Description of Qualified Property
9	Description of Land
10	Description of all property not eligible to become qualified property <i>(if applicable)</i>
11	<p>Maps that clearly show:</p> <ul style="list-style-type: none"> <li>a) Project vicinity</li> <li>b) Qualified investment including 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</li> <li>c) Qualified property including location of new buildings or new improvements</li> <li>d) Existing property</li> <li>e) Land location within vicinity map</li> <li>f) Reinvestment or Enterprise Zone within vicinity map, showing the actual or proposed boundaries and size</li> </ul> <p><b>Note:</b> Electronic maps should be high resolution files. Include map legends/markers.</p>
12	Request for Waiver of Job Creation Requirement and supporting information <i>(if applicable)</i>
13	Calculation of three possible wage requirements with TWC documentation
14	Schedules A1, A2, B, C and D completed and signed Economic Impact <i>(if applicable)</i>
15	Economic Impact Analysis, other payments made in the state or other economic information <i>(if applicable)</i>
16	<p>Description of Reinvestment or Enterprise Zone, including:</p> <ul style="list-style-type: none"> <li>a) evidence that the area qualifies as a enterprise zone as defined by the Governor's Office</li> <li>b) legal description of reinvestment zone*</li> <li>c) order, resolution or ordinance establishing the reinvestment zone*</li> <li>d) guidelines and criteria for creating the zone*</li> </ul> <p><b>* To be submitted with application or before date of final application approval by school board</b></p>
17	Signature and Certification page, signed and dated by Authorized School District Representative and Authorized Company Representative <i>(applicant)</i>

Proof of payment of filing fee received by the  
Comptroller of Public Accounts per TAC Rule  
§9.1054 (b)(5)

*(Page Inserted by Office of Texas Comptroller of Public  
Accounts)*

### Tab Item 3

#### Documentation of Combined Group Membership under Texas Tax Code 171.0001(7)

Documentation from Texas Comptroller's Franchise Tax Division to demonstrate combined group membership:

1. Barranca Wind Energy, LLC is a Delaware Limited Liability Company formed on June 27<sup>th</sup>, 2018.
2. Barranca Wind Energy, LLC is registered in the State of Texas as a foreign limited liability company, File Number 803061569, in the Office of the Secretary of State. Texas Taxpayer number 32067716558.
3. Barranca Wind Energy, LLC has one member with 100% ownership, Lincoln Clean Energy, LLC, which is registered in the State of Texas as a foreign limited liability company, File Number 0802369618, in the Office of the Secretary of State. Taxpayer number 32059303761.
4. Contact information for Barranca Wind Energy, LLC is as follows:
  - a. Contact: Philip Moore
  - b. Phone: (512) 767 – 7461
  - c. Email: [pmoore@lincolnclean.com](mailto:pmoore@lincolnclean.com)
5. In addition, we have attached Form 05-166 (Texas Franchise Tax Affiliate Schedule) for Lincoln Clean Energy, LLC. Lincoln Clean Energy, LLC's affiliates are: Tahoka Wind, LLC; Lockett Windfarm, LLC; Willow Springs Wind Farm, LLC; Dermott Wind, LLC; Rockwood Energy Center, LLC; Staked Plains Energy, LLC; SP Energy 1, LLC; Shawnee Energy Center, LLC; Wayside Wind, LLC; Sage Draw Wind, LLC; Antelope Flats Wind, LLC; St. Lawrence Solar; SP Energy DM, LLC; SP Energy ET, LLC; SP Energy GL, LLC; SP Energy PV, LLC; SP Energy TL, LLC; LCE Asset Management Services, LLC; Lincoln Clean Energy Development, LLC; Helena Wind, LLC; Western Trail Wind, LLC; 2W Permian Solar, LLC; and Barranca Wind Energy, LLC.



Texas Franchise Tax Extension Affiliate List

Tcode 13298 Franchi

FILING REQUIREMENTS

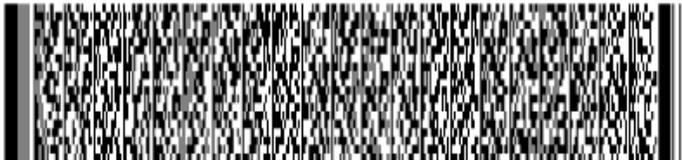
Reporting entity taxpayer number: 3 2 0 5 9 3 0 3 7 6 1  
 Report year: 2 0 1 8  
 Reporting entity taxpayer name: Lincoln Clean Energy, LLC

LEGAL NAME OF AFFILIATE	AFFILIATE'S TEXAS TAXPAYER NUMBER <small>(If none, enter FEI number)</small>	BLACKEN CIRCLE IF AFFILIATE DOES NOT HAVE NEXUS IN TEXAS
1. TAHOKA WIND, LLC	3 2 0 6 1 8 6 2 3 8 2	<input type="radio"/>
2. LOCKETT WINDFARM, LLC	3 2 0 5 7 0 2 5 9 8 6	<input type="radio"/>
3. WILLOW SPRINGS WINDFARM, LLC	3 2 0 5 6 6 9 8 2 6 2	<input type="radio"/>
4. DERMOTT WIND, LLC	3 2 0 5 6 7 6 8 1 1 5	<input type="radio"/>
5. ROCKWOOD ENERGY CENTER, LLC	3 2 0 5 4 4 9 4 9 2 0	<input type="radio"/>
6. STAKED PLAINS ENERGY, LLC	3 2 0 5 9 7 5 9 4 5 9	<input type="radio"/>
7. SP ENERGY 1, LLC	3 2 0 6 0 2 9 4 4 6 2	<input type="radio"/>
8. SHAWNEE ENERGY CENTER, LLC	3 2 0 5 6 7 5 1 3 9 2	<input type="radio"/>
9. WAYSIDE WIND, LLC	3 2 0 5 9 3 4 2 6 8 6	<input type="radio"/>
10. SAGE DRAW WIND, LLC	3 2 0 6 1 8 8 3 3 3 9	<input type="radio"/>
11. ANTELOPE FLATS WIND, LLC	3 2 0 6 1 8 4 2 0 9 5	<input type="radio"/>
12. ST. LAWRENCE SOLAR	3 2 0 5 9 7 7 5 9 0 1	<input type="radio"/>
13. SP ENERGY DM, LLC	3 2 0 6 0 9 5 5 0 0 5	<input type="radio"/>
14. SP ENERGY ET, LLC	3 2 0 6 0 9 5 5 0 5 4	<input type="radio"/>
15. SP ENERGY GL, LLC	3 2 0 6 0 9 5 5 1 1 2	<input type="radio"/>
16. SP ENERGY PV, LLC	3 2 0 6 1 1 1 6 8 3 9	<input type="radio"/>
17. SP ENERGY TL, LLC	3 2 0 6 1 1 1 6 8 5 4	<input type="radio"/>
18. LCE ASSET MANAGEMENT SERVICES, LLC	3 2 0 6 1 5 2 9 2 6 2	<input type="radio"/>
19. LINCOLN CLEAN ENERGY DEVELOPMENT, LLC	3 2 0 5 3 5 1 9 6 7 7	<input type="radio"/>
20. HELENA WIND, LLC	3 2 0 6 6 9 2 1 2 2 5	<input type="radio"/>
21. WESTERN TRAIL WIND, LLC	3 2 0 6 6 8 9 0 6 0 2	<input type="radio"/>

Note: To file an extension request for a reporting entity and its affiliates, Form 05-164 (Texas Franchise Tax Extension Request) must be submitted with this affiliate list. The filing of this list by itself does not constitute a properly filed Extension Request.

Do not file this form when requesting a second extension.

Texas Comptroller Official Use Only



VE/DE  FM





Texas Franchise Tax Extension Affiliate List

Tcode 13298 Franchi

FILING REQUIREMENTS

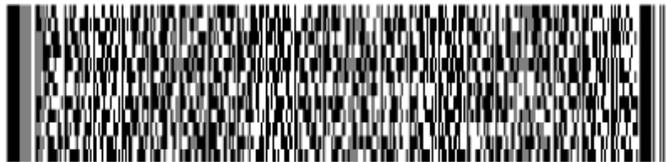
Reporting entity taxpayer number: 3 2 0 5 9 3 0 3 7 6 1  
 Report year: 2 0 1 8  
 Reporting entity taxpayer name: Lincoln Clean Energy, LLC

LEGAL NAME OF AFFILIATE	AFFILIATE'S TEXAS TAXPAYER NUMBER <small>(If none, enter FEI number)</small>	BLACKEN CIRCLE IF AFFILIATE DOES NOT HAVE NEXUS IN TEXAS
1. 2W PERMIAN SOLAR, LLC	3 2 0 6 8 4 2 0 1 7 6	<input type="radio"/>
2. BARRANCA WIND ENERGY, LLC	3 2 0 6 7 7 1 6 5 5 8	<input type="radio"/>
3.		<input type="radio"/>
4.		<input type="radio"/>
5.		<input type="radio"/>
6.		<input type="radio"/>
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18.		<input type="radio"/>
19.		<input type="radio"/>
20.		<input type="radio"/>
21.		<input type="radio"/>

Note: To file an extension request for a reporting entity and its affiliates, Form 05-164 (Texas Franchise Tax Extension Request) must be submitted with this affiliate list. The filing of this list by itself does not constitute a properly filed Extension Request.

Do not file this form when requesting a second extension.

Texas Comptroller Official Use Only



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## **Tab Item 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.*

Barranca Wind Energy, LLC ("Barranca Windfarm") is requesting a Chapter 313 Appraised Value Limitation Agreement from Jim Hogg County ISD for a proposed renewable energy project using wind turbines (the "Project") to be constructed in Jim Hogg County ISD in southwest Jim Hogg County. The Barranca Windfarm has also been known as the Vaquero Wind Project or the Vaquero Wind Farm. The installed capacity of the proposed project in Jim Hogg County is expected to be approximately 177 megawatts (MW). The Project has requested interconnection with ERCOT and was assigned GINR 19INR0165 on February 28, 2018. While turbine type and size have yet to be finalized, the current plan is to utilize fifty-nine (59) GE 3.0 MW turbines in Jim Hogg County. All land that is leased for the Project is privately-owned land, all currently used as ranch land, and such uses can continue as the Project is designed to be compatible with such activities. Construction of the Project is expected to commence in the fourth quarter of 2020 and is anticipated to be complete in the fourth quarter of 2021.

In addition to the wind turbines, the Project will also include 110m towers, nacelles, rotors with 140m rotor diameter, reinforced concrete foundations, pads, underground and overhead electric collection cables, access roads, meteorological towers, and control systems as necessary for the commercial generation of electricity. None of this property is covered under an existing appraisal district account number.

## Tab Item 5

### **Documentation to assist in determining if limitation is a determining factor:**

Barranca Wind Energy, LLC is a Delaware limited liability company. Barranca Wind Energy, LLC has one member with 100% ownership, Lincoln Clean Energy, LLC (“LCE”). LCE has successfully developed projects involving over \$1 billion in capital investment in some of the largest electricity markets in the United States, including California, New Jersey, and Texas.

The Applicant for this Project has entered into several contracts related to the project, including long-term lease option agreements with area landowners and service agreements and scopes with various consultants (environmental, airspace, etc.) to assess the suitability of the site, and a request for studies leading to an interconnection agreement with the transmission provider. None of these contracts obligate Applicant to construct the Project, and each of these contracts may be terminated by Applicant without incurring any significant liability.

The Project has obtained the following state and local permits:

- Tax Abatement Agreement with Jim Hogg County
- Tax Abatement Agreement with Zapata County

The Project was previously referred to as the Vaquero Wind Project when it was a wholly owned subsidiary of Bordas Renewable Energy. The project is now a wholly owned subsidiary of Lincoln Clean Energy, LLC. The Project has applied to ERCOT and it has been assigned GIR #19INR0165, which was assigned to Barranca Wind Energy, LLC on February 28, 2018.

The Applicant is a national wind developer with the ability to locate projects of this type in other states within the United States and other regions within Texas with favorable wind characteristics. The Applicant is actively assessing and developing other projects outside of Texas that are competing for limited investment funds. LCE has several gigawatts of renewable energy development assets in over fifteen states that it is marketing to different off-takers throughout the United States. LCE is considering investment in many of these potential projects, instead of this Project. The applicant’s current projects in development that are competing for funding with the Project are located in Nebraska, South Dakota, New Mexico, Colorado, and Virginia. This appraised value limitation is critical to the ability of the Project to move forward as currently sited.

Without the available tax incentives, the economics of the Project become far less attractive and the likelihood of selling the electricity at a competitive price will significantly decrease. The Applicant for this project is competing against other developers who have been offered or are in the process of applying for Value Limitation Agreements with other school districts. Obtaining the limitation is critical to the economic and competitive viability of this Project. Without the limitation approval, the Applicant would likely terminate the Project, including the

aforementioned contracts, leases, and limited improvements, in order to reallocate resources in areas with more favorable economics.

**Tab Item 6**

Other School District Information

The project will be located in the Zapata Independent School District and the Jim Hogg Independent School District. 59% of the project will be sited in the Jim Hogg Independent School District, and 41% of the project will be sited in the Zapata Independent School District.

## **Tab Item 7**

### **Description of Qualified Investment**

The Applicant is requesting an appraised value limitation on all the property constructed or placed upon the real property within Jim Hogg County ISD. The qualified investment in Jim Hogg County ISD is expected to include fifty-nine (59) GE 3.0 MW wind turbine generators, including 110m towers, nacelles, rotors with 140m rotor diameter, and reinforced concrete foundations, pads, underground and overhead electric collection cables, access roads, meteorological towers, and control systems as necessary for the commercial generation of electricity. While the turbine locations have not yet been finalized, they are expected to be sited in a series of rows running approximately southwest to northeast in the southwestern part of Jim Hogg County.

In addition to the wind turbines, the Project's qualified investment in Jim Hogg County ISD will also include underground electrical collection cables, and permanent meteorological towers.

## **Tab Item 8**

### **Description of Qualified Property**

The Applicant is requesting an appraised value limitation on all the property constructed or placed upon the real property within Jim Hogg County ISD. The qualified investment in Jim Hogg County ISD is expected to include fifty-nine (59) GE 3.0 MW wind turbine generators, including 110m towers, nacelles, rotors with 140m rotor diameter, and reinforced concrete foundations, pads, underground and overhead electric collection cables, access roads, meteorological towers, and control systems as necessary for the commercial generation of electricity. While the turbine locations have not yet been finalized, they are expected to be sited in a series of rows running approximately southwest to northeast in the southwestern part of Jim Hogg County.

In addition to the wind turbines, the Project's qualified investment in Jim Hogg County ISD will also include underground electrical collection cables, and permanent meteorological towers.

**Tab Item 9**

**Description of Land**

The land will not be part of the qualified property for the Project.

**Tab Item 10**

**Description of all property not eligible to become qualified property**

N/A

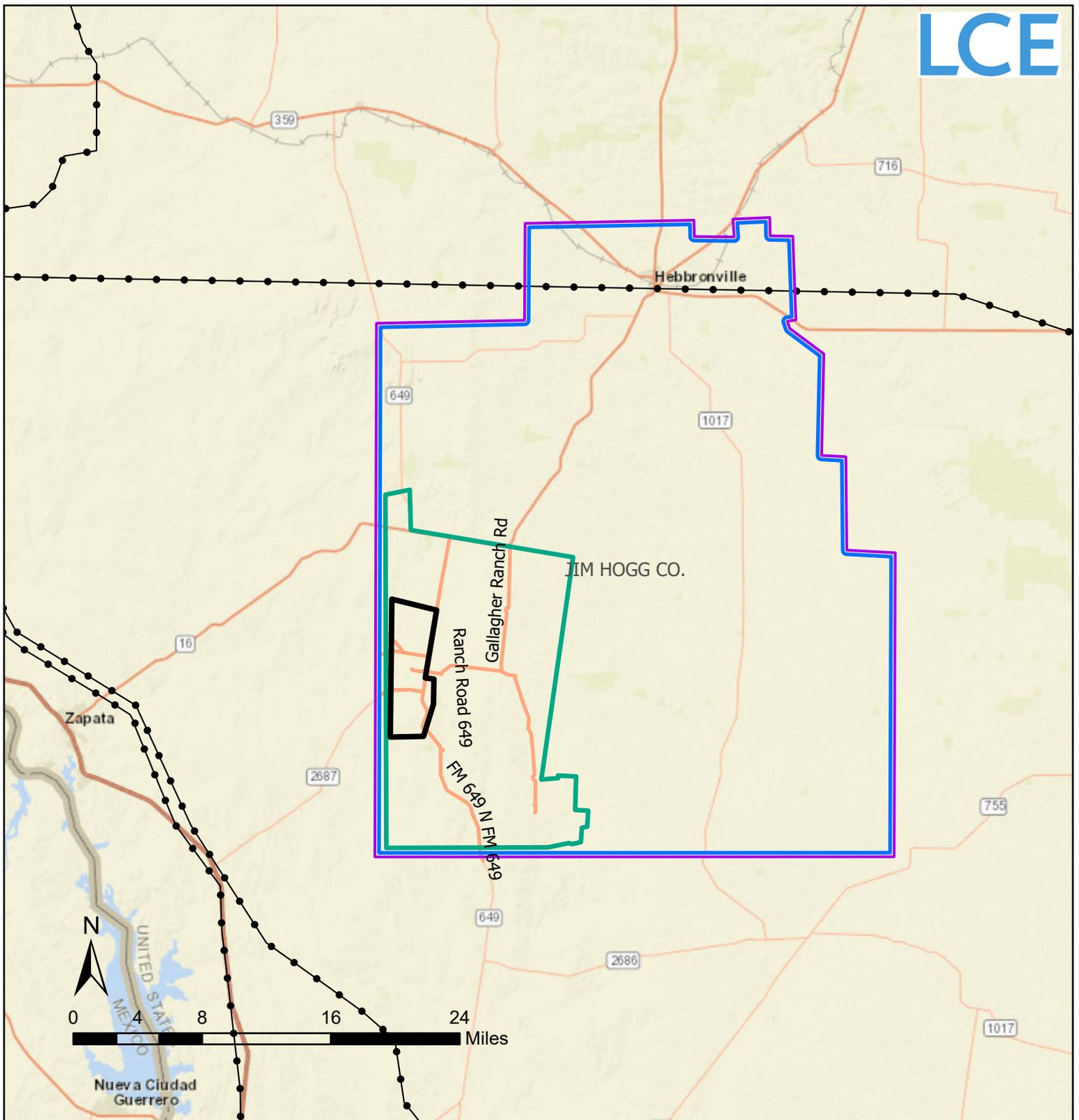
**Tab Item 11**

**Maps**

**Vicinity Map:**

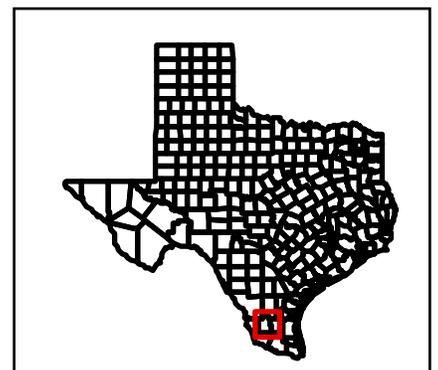
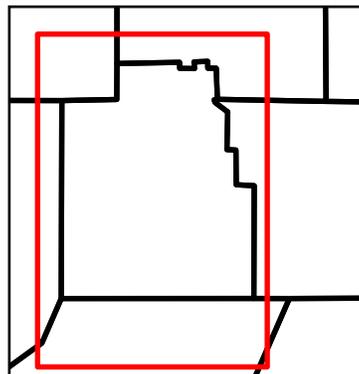
**Location of Jim Hogg County ISD Boundary, Jim Hogg County Boundary, Project Boundary,  
Qualified Investment, and Qualified Property:**

*See attached*



**Map of Potential Project Barranca Wind Project Property**

- Jim Hogg County ISD
- Project Boundary
- Jim Hogg County
- Reinvestment Zone
- 345+ kV Transmission Lines



**Tab Item 12**  
**Request For Waiver of Job Creation Requirement**

See attached letter. Based on the attached letter, Applicant is committing to create five (5) jobs to support the entire Project. Although no individual employees will be assigned specifically to manage the portions of the Project located in Jim Hogg County ISD or Zapata County ISD, based on the number of turbines located in in each school district, the created jobs will be allocated among the school districts as follows:

Jim Hogg County ISD  
3 jobs

Zapata County ISD  
2 jobs

October 14, 2019  
Superintendent Garza  
Jim Hogg County ISD  
201 W. Lucille  
Hebbronville, TX 78361

Re: Chapter 313 Job Waiver Request

Dear Superintendent Garza,

Please consider this letter to be Barranca Wind Energy, LLC's formal request to waive the minimum new job creation requirement, as provided under Texas Tax Code 313.025(f-1).

The governing body of a school district may waive the new jobs creation requirement in Section 313.021(2)(A)(iv)(b) or 313.051(b) and approve an application if the governing body makes a finding that the jobs creation requirement exceeds the industry standard for the number of employees reasonably necessary for the operation of the facility of the property that is described in this application. Wind energy projects create a large number of full-time jobs during the construction phase, but these jobs are temporary by nature. Once the project is in operation, a small crew of full-time employees will maintain and operate the facility. Based upon our experience in the wind industry, we expect that three (3) employees would be needed to operate a 177 MW facility, and we can commit to creating three (3) full-time positions to fill those needs. The number of employees is calculated based on an industry standard of one employee for every twenty (20) wind turbines. All would be qualifying jobs as described in Section 313.021(3) of the Texas Tax Code.

The applicant requests that the Jim Hogg County ISD's Board of Trustees make such a finding and waive the job creation requirement. This waiver request is in line with industry standards for the job requirements for a wind energy facility of this size, as evidenced by limitation agreement applications that have been filed by other wind energy developers, and by documentation related to the development and operation of wind generation facilities.

The project stands to provide significant benefits to the community with respect to increased tax base and the ongoing royalty payments it will make to local landowners.

Kind Regards,



Jennifer Goodwillie  
Development Director  
Barranca Wind Energy, LLC

**Tab Item 13**

**Calculation of three possible wage requirements with TWC documentation**

**COG Region Wage**

South Texas Development Council		
2018 Average Manufacturing Wages	Hourly	Annual
	\$17.83	\$37,088
Avg Weekly Wage		\$713.23
110% of Region Weekly Wage		\$784.55
110% of Annual Wages		\$40,796.80

**Jim Hogg County All Industries Average Wages**

	<u>Avg Weekly Wages</u>	<u>Annualized</u>
<b>Q2 2019</b>	\$751	\$39,052
<b>Q1 2019</b>	\$774	\$40,248
<b>Q4 2018</b>	\$811	\$42,172
<b>Q3 2018</b>	\$756	\$39,312
Average	\$773	\$40,196

**Jim Hogg County Average Manufacturing Weekly Wages**

	<u>Avg Weekly Wages</u>	<u>Annualized</u>
<b>Q2 2019</b>	\$735	\$38,220
<b>Q1 2019</b>	\$845	\$43,940
<b>Q4 2018</b>	\$734	\$38,168
<b>Q3 2018</b>	\$795	\$41,340
Average	\$777.25	\$40,417.00
	*110%	*110%
	\$854.98	\$44,458.70

### Quarterly Employment and Wages (QCEW)

Year	Period	Area	Industry Code	Industry	Average Weekly Wage
2018	03	Jim Hogg	10	Total, All Industries	756
2018	04	Jim Hogg	10	Total, All Industries	811
2019	01	Jim Hogg	10	Total, All Industries	774
2019	02	Jim Hogg	10	Total, All Industries	751
2018	03	Jim Hogg	31-33	Manufacturing	795
2018	04	Jim Hogg	31-33	Manufacturing	734
2019	01	Jim Hogg	31-33	Manufacturing	845
2019	02	Jim Hogg	31-33	Manufacturing	735

**2018 Manufacturing Average Wages by Council of Government Region  
Wages for All Occupations**

COG	COG Number	Wages	
		Hourly	Annual
<b>Texas</b>		<b>\$27.04</b>	<b>\$56,240</b>
<a href="#">Alamo Area Council of Governments</a>	18	\$22.80	\$47,428
<a href="#">Ark-Tex Council of Governments</a>	5	\$18.73	\$38,962
<a href="#">Brazos Valley Council of Governments</a>	13	\$18.16	\$37,783
<a href="#">Capital Area Council of Governments</a>	12	\$32.36	\$67,318
<a href="#">Central Texas Council of Governments</a>	23	\$19.60	\$40,771
<a href="#">Coastal Bend Council of Governments</a>	20	\$28.52	\$59,318
<a href="#">Concho Valley Council of Governments</a>	10	\$21.09	\$43,874
<a href="#">Deep East Texas Council of Governments</a>	14	\$18.28	\$38,021
<a href="#">East Texas Council of Governments</a>	6	\$21.45	\$44,616
<a href="#">Golden Crescent Regional Planning Commission</a>	17	\$28.56	\$59,412
<a href="#">Heart of Texas Council of Governments</a>	11	\$22.71	\$47,245
<a href="#">Houston-Galveston Area Council</a>	16	\$29.76	\$61,909
<a href="#">Lower Rio Grande Valley Development Council</a>	21	\$17.21	\$35,804
<a href="#">Middle Rio Grande Development Council</a>	24	\$20.48	\$42,604
<a href="#">NORTEX Regional Planning Commission</a>	3	\$25.14	\$52,284
<a href="#">North Central Texas Council of Governments</a>	4	\$27.93	\$58,094
<a href="#">Panhandle Regional Planning Commission</a>	1	\$24.19	\$50,314
<a href="#">Permian Basin Regional Planning Commission</a>	9	\$25.90	\$53,882
<a href="#">Rio Grande Council of Governments</a>	8	\$18.51	\$38,493
<a href="#">South East Texas Regional Planning Commission</a>	15	\$36.26	\$75,430
<a href="#">South Plains Association of Governments</a>	2	\$20.04	\$41,691
<a href="#">South Texas Development Council</a>	19	\$17.83	\$37,088
<a href="#">Texoma Council of Governments</a>	22	\$21.73	\$45,198
<a href="#">West Central Texas Council of Governments</a>	7	\$21.84	\$45,431

Calculated by the Texas Workforce Commission Labor Market and Career Information Department.

Data published: July 2019

Data published annually, next update will be July 31, 2020

Annual wage figure assumes a 40-hour work week.

Note: Data is not supported by the Bureau of Labor Statistics (BLS).

Wage data is produced from Texas Occupational Employment Statistics (OES) data, and is not to be compared to BLS estimates.

Data intended only for use in implementing Chapter 313, Tax Code.

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

Date **19-Nov-19**

Applicant Name **Barranca Wind Energy, LLC**  
 ISD Name **Jim Hogg County ISD**

**Form 50-296A**

Revised May 2014

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]	<b>Total Investment</b> (Sum of Columns A+B+C+D)
Investment made before filing complete application with district				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	2020	2020-2021	2020					
Investment made after final board approval of application and before Jan. 1 of first complete tax year of qualifying time period								\$0
Complete tax years of qualifying time period	QTP1	2021-2022	2021	\$212,400,000				\$212,400,000
	QTP2	2022-2023	2022					
<b>Total Investment through Qualifying Time Period [ENTER this row in Schedule A2]</b>				\$212,400,000			\$0	\$212,400,000
<b>Total Qualified Investment (sum of green cells)</b>				\$212,400,000	Enter amounts from TOTAL row above in Schedule A2			

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.

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

Date **19-Nov-19**  
 Applicant Name **Barranca Wind Energy, LLC**  
 ISD Name **Jim Hogg County ISD**

Form 50-296A  
 Revised May 2014

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 investment made during this year that will <u>not</u> 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*	--	<b>TOTALS FROM SCHEDULE A1</b>		<b>Enter amounts from TOTAL row in Schedule A1 in the row below</b>				
				\$212,400,000	\$0	\$0	\$0	\$212,400,000
Each year prior to start of value limitation period** <i>Insert as many rows as necessary</i>	Stub	2020-2021	2020					
	QTP1	2021-2022	2021					
Limitation Period	LP1/QTP2	2022-2023	2022					
	2	2023-2024	2023					
	3	2024-2025	2024					
	4	2025-2026	2025					
	5	2026-2027	2026					
	6	2027-2028	2027					
	7	2028-2029	2028					
	8	2029-2030	2029					
	9	2030-2031	2030					
	10	2031-2032	2031					
<b>Total Investment made through limitation</b>				\$212,400,000	\$0			\$212,400,000
Continue to maintain viable presence	11	2032-2033	2032					
	12	2033-2034	2033					
	13	2034-2035	2034					
	14	2035-2036	2035					
	15	2036-2037	2036					
Additional years for 25 year economic impact as required by 313.026(c)(1)	16	2037-2038	2037					
	17	2038-2039	2038					
	18	2039-2040	2039					
	19	2040-2041	2040					
	20	2041-2042	2041					
	21	2042-2043	2042					
	22	2043-2044	2043					
	23	2044-2045	2044					
	24	2045-2046	2045					
	25	2046-2047	2046					

\* 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

\*\*\* 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

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)**

**19-Nov-19**

Date  
Applicant Name  
ISD Name

**Barranca Wind Energy, LLC**

**Form 50-296A**

Jim Hogg County ISD

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>	Stub	2020-2021	2020	\$0	\$0	\$0	\$0	\$0	\$0
	QTP1	2021-2022	2021	\$0	\$0	\$0	\$0	\$0	\$0
Limitation Period	LP1/QTP2	2022-2023	2022	\$0	\$0	\$208,152,000	\$208,152,000	\$208,152,000	\$20,000,000
	2	2023-2024	2023	\$0	\$0	\$195,662,880	\$195,662,880	\$195,662,880	\$20,000,000
	3	2024-2025	2024	\$0	\$0	\$183,923,107	\$183,923,107	\$183,923,107	\$20,000,000
	4	2025-2026	2025	\$0	\$0	\$172,887,721	\$172,887,721	\$172,887,721	\$20,000,000
	5	2026-2027	2026	\$0	\$0	\$162,514,458	\$162,514,458	\$162,514,458	\$20,000,000
	6	2027-2028	2027	\$0	\$0	\$152,763,590	\$152,763,590	\$152,763,590	\$20,000,000
	7	2028-2029	2028	\$0	\$0	\$143,597,775	\$143,597,775	\$143,597,775	\$20,000,000
	8	2029-2030	2029	\$0	\$0	\$134,981,908	\$134,981,908	\$134,981,908	\$20,000,000
	9	2030-2031	2030	\$0	\$0	\$126,882,994	\$126,882,994	\$126,882,994	\$20,000,000
	10	2031-2032	2031	\$0	\$0	\$119,270,014	\$119,270,014	\$119,270,014	\$20,000,000
Continue to maintain viable presence	11	2032-2033	2032	\$0	\$0	\$112,113,813	\$112,113,813	\$112,113,813	\$112,113,813
	12	2033-2034	2033	\$0	\$0	\$105,386,984	\$105,386,984	\$105,386,984	\$105,386,984
	13	2034-2035	2034	\$0	\$0	\$99,063,765	\$99,063,765	\$99,063,765	\$99,063,765
	14	2035-2036	2035	\$0	\$0	\$93,119,939	\$93,119,939	\$93,119,939	\$93,119,939
	15	2036-2037	2036	\$0	\$0	\$87,532,743	\$87,532,743	\$87,532,743	\$87,532,743
Additional years for 25 year economic impact as required by 313.026(c)(1)	16	2037-2038	2037	\$0	\$0	\$82,280,778	\$82,280,778	\$82,280,778	\$82,280,778
	17	2038-2039	2038	\$0	\$0	\$77,343,932	\$77,343,932	\$77,343,932	\$77,343,932
	18	2039-2040	2039	\$0	\$0	\$72,703,296	\$72,703,296	\$72,703,296	\$72,703,296
	19	2040-2041	2040	\$0	\$0	\$68,341,098	\$68,341,098	\$68,341,098	\$68,341,098
	20	2041-2042	2041	\$0	\$0	\$64,240,632	\$64,240,632	\$64,240,632	\$64,240,632
	21	2042-2043	2042	\$0	\$0	\$60,386,194	\$60,386,194	\$60,386,194	\$60,386,194
	22	2043-2044	2043	\$0	\$0	\$56,763,023	\$56,763,023	\$56,763,023	\$56,763,023
	23	2044-2045	2044	\$0	\$0	\$53,357,241	\$53,357,241	\$53,357,241	\$53,357,241
	24	2045-2046	2045	\$0	\$0	\$50,155,807	\$50,155,807	\$50,155,807	\$50,155,807
	25	2046-2047	2046	\$0	\$0	\$47,146,458	\$47,146,458	\$47,146,458	\$47,146,458

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 C: Employment Information**

**Date** 19-Nov-19  
**Applicant Name** Barranca Wind Energy, LLC  
**ISD Name** Jim Hogg County ISD

**Form 50-296A**

*Revised May 2014*

	Year	School Year (YYYY-YYYY)	Tax Year (Actual tax year) YYYY	Construction		Non-Qualifying Jobs	Qualifying Jobs	
				Column A	Column B	Column C	Column D	Column E
				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>	Stub	2020-2021	2020	13 FTEs	\$40,000	0	0	0
	QTP1	2021-2022	2021	89 FTEs	\$40,000	0	0	0
Limitation Period	LP1/QTP2	2023-2024	2022	N/A	N/A	0	3	\$40,797
	2	2024-2025	2023	N/A	N/A	0	3	\$40,797
	3	2025-2026	2024	N/A	N/A	0	3	\$40,797
	4	2026-2027	2025	N/A	N/A	0	3	\$40,797
	5	2027-2028	2026	N/A	N/A	0	3	\$40,797
	6	2028-2029	2027	N/A	N/A	0	3	\$40,797
	7	2029-2030	2028	N/A	N/A	0	3	\$40,797
	8	2030-2031	2029	N/A	N/A	0	3	\$40,797
	9	2031-2032	2030	N/A	N/A	0	3	\$40,797
	10	2031-2032	2031	N/A	N/A	0	3	\$40,797
Years Following Value Limitation Period	11 through 25	2032-2047	2032-2046	N/A	N/A	0	5	\$40,797

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)

Yes  No

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

**Schedule D: Other Incentives (Estimated)**

19-Nov-19

Date

Applicant Name

Barranca Wind Energy, LLC

Form 50-296A

ISD Name

Jim Hogg County ISD

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: Jim Hogg County	2021	10 years	AVG \$670,000	100%	\$0
	City:	N/A	N/A	N/A	N/A	N/A
	Other:	N/A	10 years	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	
<b>TOTAL</b>				<b>AVG \$670,000</b>	<b>n/a</b>	<b>\$0</b>

Additional information on incentives for this project: The Project has obtained a Chapter 312 Agreement from Jim Hogg County and received a 100% abatement of all County Ad Valorem taxes and will pay an annual PILOT of \$1150/MW installed capacity for Years 1-5 of the abatement, and \$1800/MW installed capacity for Years 6-10 of the abatement.

**Tab Item 15**

**Economic Impact Analysis**

*None.*

**Tab Item 16**

**Description of Reinvestment Zone**

Jim Hogg County was designated as a Reinvestment Zone. See attachment.

**COUNTY OF JIM HOGG**  
STATE OF TEXAS

A RESOLUTION AND ORDER DESIGNATING THE  
JIM HOGG COUNTY REINVESTMENT VAQUERO 1  
FOR TAX ABATEMENT PURPOSES; MAKING VARIOUS FINDINGS  
AND PROVISIONS RELATED TO THE SUBJECT;  
AND PROVIDING FOR SEVERABILITY

**WHEREAS**, the creation of investment opportunities in Jim Hogg County is paramount to the County's continued economic development; and

**WHEREAS**, Vaquero Wind Energy, LLC ("Vaquero Wind") desires to invest in the construction of a facility within the proposed zone (as defined below) to be used as an wind generation electric power plant; and

**WHEREAS**, Vaquero Wind has filed a written request for tax abatement; and

**WHEREAS**, Vaquero Wind represents that upon the completion of the improvements to the property, the value of said property will increase; and

**WHEREAS**, Vaquero Wind represents that it will engage local contractors, materials, and services in the proposed zone (as defined below); and

**WHEREAS**, the Commissioners Court of Jim Hogg County held a public hearing on January 26, 2015, on the creation of the proposed reinvestment zone to be known as "Jim Hogg County Reinvestment Zone Vaquero 1" (the "proposed zone"); and

**WHEREAS**, it is reasonably likely that the creation of the proposed zone will major investment in the proposed zone that will be a benefit to the property and that will contribute to the economic development of the County; and

**WHEREAS**, the improvement sought to be constructed and installed within the proposed zone are feasible and practicable and will be of benefit to the land to be included within the proposed zone and to the County; **NOW, THEREFORE**,

**BE IT RESOLVED AND ORDERED BY THE COMMISSIONERS COURT OF JIM HOGG COUNTY, TEXAS:**

Section 1. The findings and recitals contained in the preamble of this Order are found to be true and correct and are adopted as part of this Order for all purposes.

Section 2. Jim Hogg County hereby establishes and designates a reinvestment zone to be known as "Jim Hogg County Reinvestment Zone Vaquero 1" (referred to hereinafter as the "Zone") for the purpose of encouraging economic development through commercial-industrial tax abatement.

Section 3. The Zone encompasses the area described in Exhibit "A" attached and said Exhibit accurately shows the *Jim Hogg County Reinvestment Zone Vaquero 1* boundaries and the property described therein is inside those boundaries of the said Zone.

Section 4. This Order shall serve as notice of the establishment and designation of the Zone by the County to every taxing unit that includes inside its boundaries property that is located within the boundaries of the Zone, and the County Judge is hereby directed to send certified copies of this Order to all such affected taxing units.

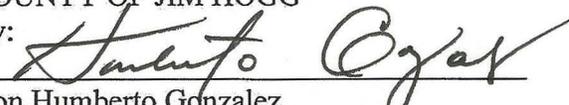
Section 5. Should any portion or part of this Order be held for any reason to be invalid and unenforceable, the same shall not be construed to affect any other valid portion hereof, but all valid portions hereof shall remain in full force and effect and to this end all provisions of this Order are hereby declared to be severable.

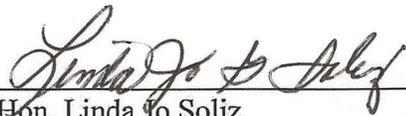
Section 6. The Commissioners Court officially finds, determines, recites and declares that a sufficient written notice of the date, hour, place, and subject of this meeting of the Commissioners Court was posted at a place convenient to the public for the time required by law preceding this meeting, as required by law; and that this meeting has been open to the public as required by law at all times during which this Order and the subject matter thereof has been discussed, considered, and formally acted upon. The Commissioners Court further ratifies, approves, and confirms such written notice and the contents and posting thereof.

**PASSED, APPROVED, AND ADOPTED THIS 9th day of March, 2015.**

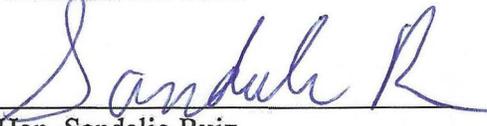
COUNTY OF JIM HOGG

By:

  
\_\_\_\_\_  
Hon. Humberto Gonzalez  
County Judge of Jim Hogg County, Texas

  
\_\_\_\_\_  
Hon. Linda Jo Soliz  
Commissioner Pct. 1

  
\_\_\_\_\_  
Hon. Abelardo Alaniz  
Commissioner Pct. 2

  
\_\_\_\_\_  
Hon. Sandalio Ruiz  
Commissioner Pct. 3

  
\_\_\_\_\_  
Cynthia G. Betancourt  
Hon. Commissioner Pct. 4



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** → Dr. Susana P Garza Superintendent  
Print Name (Authorized School District Representative) Title

**sign here** → *Dr. Susana P. Garza* 11/20/19  
Signature (Authorized School District Representative) Date

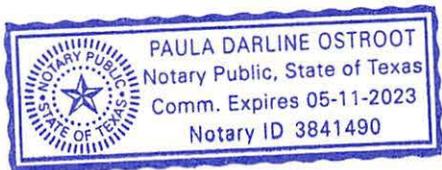
**2. Authorized Company Representative (Applicant) Signature and Notarization**

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** → PHILIP MOORE SVP  
Print Name (Authorized Company Representative (Applicant)) Title

**sign here** → *Philip Moore* NOVEMBER 5, 2019  
Signature (Authorized Company Representative (Applicant)) Date



(Notary Seal)

GIVEN under my hand and seal of office this, the

5<sup>th</sup> day of November, 2019  
Paula Darline Ostroot  
Notary Public in and for the State of Texas  
 My Commission expires: 5/11/2023

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.