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January 6, 2020

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

RE: Application to the Edna Independent School District from Old Hickory Solar LLC

To the Local Government Assistance & Economic Analysis Division:

By copy of this letter transmitting the application for review to the Comptroller's Office, the Edna Independent School District is notifying Old Hickory Solar LLC of its intent to consider the application for appraised value limitation on qualified property should a positive certificate be issued by the Comptroller. Please prepare the Economic Impact Report.

The Applicant submitted the Application to the school district on December 16, 2019. The Board voted to accept the application on December 16, 2019. The application has been determined complete as of January 6, 2020. The Applicant has provided the schedules in both electronic format and paper copies. The electronic copy is identical to the hard copy that will be hand delivered.

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

Sincerely,



Kevin O'Hanlon
School District Consultant

Cc: Jackson County Appraisal District
Old Hickory Solar LLC

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"> a) Project vicinity 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 c) Qualified property including location of new buildings or new improvements d) Existing property e) Land location within vicinity map f) Reinvestment or Enterprise Zone within vicinity map, showing the actual or proposed boundaries and size <p>Note: 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"> a) evidence that the area qualifies as a enterprise zone as defined by the Governor's Office b) legal description of reinvestment zone* c) order, resolution or ordinance establishing the reinvestment zone* d) guidelines and criteria for creating the zone* <p>* To be submitted with application or before date of final application approval by school board</p>
17	Signature and Certification page, signed and dated by Authorized School District Representative and Authorized Company Representative <i>(applicant)</i>

Old Hickory Solar LLC

Chapter 313 Application to Edna ISD

Cummings Westlake, LLC

TAB 1

Pages 1 through 7 of application.

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/. 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

December 16, 2019

Date Application Received by District

Robert

First Name

O'Connor

Last Name

Superintendent

Title

Edna ISD

School District Name

601 N. Wells

Street Address

Mailing Address

Edna

City

361-782-3573

Phone Number

TX

State

77957

ZIP

Fax Number

roconnor@ednaisd.org

Email Address

Mobile Number (optional)

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)

Dan <hr/> First Name Partner <hr/> Title Moak Casey and Associates LLP <hr/> Firm Name 512-485-7878 <hr/> Phone Number <hr/> Mobile Number (optional)	Casey <hr/> Last Name <hr/> 512-485-7888 <hr/> Fax Number dcasey@moakcasey.com <hr/> Email Address
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4. On what date did the district determine this application complete? January 6, 2020
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)

Dyann <hr/> First Name Authorized Signatory <hr/> Title 1088 Sansome Street <hr/> Street Address 1088 Sansome Street <hr/> Mailing Address San Francisco <hr/> City 415-283-4000 <hr/> Phone Number <hr/> Mobile Number (optional)	Blaine <hr/> Last Name Old Hickory Solar LLC <hr/> Organization <hr/> CA <hr/> State 94111 <hr/> ZIP 415-362-7900 <hr/> Fax Number dyann.blaine@patternenergy.com <hr/> Business Email Address
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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.

Kevin <hr/> First Name Senior Manager, Project Development <hr/> Title 1088 Sansome St <hr/> Street Address 1088 Sansome St <hr/> Mailing Address San Francisco <hr/> City 415-670-5227 <hr/> Phone Number <hr/> Mobile Number (optional)	Wetzel <hr/> Last Name Pattern Energy Group 2 LP <hr/> Organization <hr/> CA <hr/> State 94111 <hr/> ZIP Fax Number kevin.wetzel@patternenergy.com <hr/> Business Email Address
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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)

Steven _____ Van Dyck _____
 First Name Last Name
 Consultant _____
 Title _____
 Cummings Westlake LLC _____
 Firm Name _____
 713-266-4456 _____ 713-266-2333 _____
 Phone Number Fax Number
 svandyck@cwlp.net _____
 Business Email Address

SECTION 3: Fees and Payments

1. 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.
2. Will any "payments to the school district" that you may make in order to receive a property tax value limitation agreement result in payments that are not in compliance with Tax Code §313.027(i)? Yes No N/A
3. If "payments to the school district" will only be determined by a formula or methodology without a specific amount being specified, could such method result in "payments to the school district" that are not in compliance with Tax Code §313.027(i)? Yes No N/A

SECTION 4: Business Applicant Information

1. What is the legal name of the applicant under which this application is made? _____ Old Hickory Solar LLC
2. List the Texas Taxpayer I.D. number of entity subject to Tax Code, Chapter 171 (11 digits) _____ 32072700241
3. List the NAICS code _____ 221114
4. 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 _____

SECTION 5: Applicant Business Structure

1. Identify Business Organization of Applicant (corporation, limited liability corporation, etc) _____ Limited Liability Corporation
2. Is applicant a combined group, or comprised of members of a combined group, as defined by Tax Code §171.0001(7)? Yes No
 2a. If yes, attach in **Tab 3** a copy of Texas Comptroller Franchise Tax Form No. 05-165, No. 05-166, or any other documentation from the Franchise Tax Division to demonstrate the applicant's combined group membership and contact information.
3. Is the applicant current on all tax payments due to the State of Texas? Yes No
4. Are all applicant members of the combined group current on all tax payments due to the State of Texas? Yes No N/A
5. If the answer to question 3 or 4 is no, please explain and/or disclose any history of default, delinquencies and/or any material litigation, including litigation involving the State of Texas. (If necessary, attach explanation in **Tab 3**)

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 June 2020
- 2. Commencement of construction Q1 2021
- 3. Beginning of qualifying time period January 1, 2021
- 4. First year of limitation January 1, 2023
- 5. Begin hiring new employees June 2022
- 6. Commencement of commercial operations June 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? June 2022

SECTION 10: The Property

- 1. Identify county or counties in which the proposed project will be located Jackson County
- 2. Identify Central Appraisal District (CAD) that will be responsible for appraising the property Jackson 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: Jackson County; 100%; .3789 (Name, tax rate and percent of project) City: N/A (Name, tax rate and percent of project)
 Hospital District: Jackson County Hosp; 100%; .2495 (Name, tax rate and percent of project) Water District: Texana Groudwater; 100% ; .0100 (Name, tax rate and percent of project)
 Other (describe): ESD #3; 100%; .1000 (Name, tax rate and percent of project) Other (describe): Flood District; 100%; .0575 (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/.

- 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? June 2020

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? 2
5. What is the number of new non-qualifying jobs you are estimating you will create? 0
6. Do you intend to request that the governing body waive the minimum new qualifying job creation requirement, as provided under Tax Code §313.025(f-1)? Yes No
 - 6a. If yes, attach evidence in **Tab 12** documenting that the new qualifying job creation requirement above exceeds the number of employees necessary for the operation, according to industry standards.
7. Attach in **Tab 13** the four most recent quarters of data for each wage calculation below, including documentation from the TWC website. The final actual statutory minimum annual wage requirement for the applicant for each qualifying job — which may differ slightly from this estimate — will be based on information from the four quarterly periods for which data were available at the time of the application review start date (date of a completed application). See TAC §9.1051(21) and (22).
 - a. Average weekly wage for all jobs (all industries) in the county is 880.75
 - b. 110% of the average weekly wage for manufacturing jobs in the county is No Data Available
 - c. 110% of the average weekly wage for manufacturing jobs in the region is 1,256.79
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? 65,353.00
10. What is the annual wage you are committing to pay for each of the new qualifying jobs you create on the qualified property? 65,353.00
11. Will the qualifying jobs meet all minimum requirements set out in Tax Code §313.021(3)? Yes No
12. Do you intend to satisfy the minimum qualifying job requirement through a determination of cumulative economic benefits to the state as provided by §313.021(3)(F)? Yes No
 - 12a. If yes, attach in **Tab 12** supporting documentation from the TWC, pursuant to §313.021(3)(F).
13. Do you intend to rely on the project being part of a single unified project, as allowed in §313.024(d-2), in meeting the qualifying job requirements? Yes No
 - 13a. If yes, attach in **Tab 6** supporting documentation including a list of qualifying jobs in the other school district(s).

SECTION 15: Economic Impact

1. Complete and attach Schedules A1, A2, B, C, and D in **Tab 14**. Note: Excel spreadsheet versions of schedules are available for download and printing at URL listed below.
2. Attach an Economic Impact Analysis, if supplied by other than the Comptroller's Office, in **Tab 15**. (*not required*)
3. If there are any other payments made in the state or economic information that you believe should be included in the economic analysis, attach a separate schedule showing the amount for each year affected, including an explanation, in **Tab 15**.

TAB 2

Proof of Payment of Application Fee

Please find on the attached page, a copy of the check for the \$75,000 application fee paid to Edna ISD.

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 3

*Documentation of Combined Group membership under Texas Tax Code 171.0001(7),
history of tax default, delinquencies and/or material litigation (if applicable)*

Old Hickory Solar LLC is not part of a combined group.

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.

Pattern Energy Group 2 LP is requesting an appraised value limitation from Edna Independent School District (ISD) for Old Hickory Solar LLC's solar project (the "Project") a proposed solar powered electric generating facility in Jackson County. The proposed Edna ISD Project (this application) will be constructed within an Edna ISD Reinvestment Zone that will be established by Edna ISD at a later date. A map showing the location of the project is included in TAB 11.

The proposed Project is anticipated to have a total capacity of 206 MWac located in Jackson County. Solar equipment selection is ongoing at this time and has not been finalized. The exact number of solar panels will vary depending upon the panels and inverters selected, manufacturer's availability and prices, ongoing engineering design optimization, and the final megawatt generating capacity of the Project when completed. While exact equipment suppliers have not yet been chosen, the project will utilize top tier suppliers with proven track records and quality standards. The proposed project intends to include the following types of equipment, as is standard with utility scale solar projects:

- Solar modules/panels;
- Racking, mounting, and tracking structures;
- Inverters;
- Combiner boxes;
- Meteorological equipment;
- Supervisory Control and Data Acquisition (SCADA) System
- Transformers;
- Piles and/or foundations;
- Storage shed and/or possibly an O&M building;
- Roadways, paving and fencing;
- Collection system;
- Electrical substations and switchyards;
- Generation transmission tie line and associated towers, and interconnection facilities.
- and all eligible ancillary and necessary equipment

TAB 5

Documentation to assist in determining if limitation is a determining factor.

Pattern Development is a leading U.S.-based renewable energy developer, with a pipeline of 10,000 MW of projects around the world. We develop wind, solar, transmission, and energy storage projects. Pattern Development's affiliate company, Pattern Energy Group Inc. (PEG), (NASDAQ: PEGI and TSX: PEG) is an independent power company with 20 renewable energy facilities with an operating fleet capacity of +3,500 MW. Pattern Development's affiliate company, Pattern Energy Group Inc. (PEG), (NASDAQ: PEGI and TSX: PEG) is an independent power company with 20 renewable energy facilities with an operating fleet capacity of +3,500 MW.

While Pattern Energy and Pattern Development are structurally separate, both companies share the same leadership – longtime industry experts – and are aligned in mission, vision, and values.

From a global headquarters in San Francisco to an operations control center in Houston, we work on projects that range from the earliest stages of development to the repowering of older facilities. Our team has a wealth of experience in identifying potential sites, engaging with communities, and expertly navigating the processes of permitting, environmental mitigation, meteorological assessment, risk management, and finance to build great projects. Using the industry's most advanced technologies, we provide our customers with renewable energy that is affordable and reliable.

PEG produces all of its electricity from clean and renewable sources, including wind and solar. PEG has a strong commitment to delivering the highest value for its partners and the communities where we work while promoting environmental stewardship and corporate responsibility. PEG has a long-term commitment to both wind and solar with an outlook to significantly expand its fleet of clean energy generating capacity.

Pattern Development is keen to develop and build the proposed for Old Hickory Solar LLC's solar farm project (the "Project") as per this application, but since this Project is still in the early stages of development, further investment could be, if necessary, redeployed to other counties and states competing for similar solar projects. Currently the investment in Texas is being evaluated against projects in Ohio and Pennsylvania. Pattern Development is active in states throughout the central and southwest, where each project individually competes for a finite pool of capital investment. State and local tax incentives contribute to the lowering of the

cost of power sold to its customers and making its investment more viable and marketable. Pattern Development has over 50 wind and solar sites in development throughout the country and is continually comparing investment opportunities, rate of return, and market viability of each project based upon project financial metrics. For example, Pattern Development currently has ongoing project developments in many states, including but not limited to, New Mexico, Illinois, Ohio, Montana, Texas, Colorado, Georgia, California, Arizona, Pennsylvania and South Dakota.

Due to the extremely competitive power market in ERCOT most if not all PPA's economic model assumptions are based on the Project securing this Chapter 313 appraised value limitation and other local tax incentives. The property tax liabilities of a project without tax incentives in Texas lowers the return to investors and financiers to an unacceptable level at today's contracted power rates under a PPA. A signed PPA in the Texas market is at a much lower rate than other states because of competitively low electricity prices. Both parties of the PPA have an escape clause if the terms of the PPA cannot be met. Without the tax incentives in Texas, a project with a PPA becomes non-financeable. Therefore, this appraised value limitation is critical to the ability of the proposed Project to move forward as currently sited.

Applicant has not entered into any agreements, contracts, or letters of intent related to the proposed project except that Applicant has entered into an option to lease the proposed project site from the current landowner.

Applicant submitted an application to ERCOT for the project and received a GINR number of 20INR0236 and was received in January of 2019.

TAB 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 (if applicable).

<u>JURISDICTION</u>	<u>2019 TAX RATE</u>	<u>DISTRICT %</u>
1) Jackson County	\$.37890	100%
2) Edna ISD	\$1.2050	100%
3) Jackson County Hospital	\$.24950	100%
4) ESD #3	\$.10000	100%
5) Flood District	\$.05750	100%
6) Texana Groundwater	\$.01000	100%

TAB 7

Description of Qualified Investment

Old Hickory Solar LLC plans to construct a 206 MW solar farm in Jackson County.

This application covers all qualified property within Edna ISD necessary for the commercial operations of the proposed solar farm described in Tab 4. All panels will be located in Edna ISD. Panel placement is subject to change but for purposes of this application, the Project anticipates using 670,000 modules and 235 inverters.

This application covers all qualified investment and qualified property necessary for the commercial operations of the solar farm.

Qualified Investment and qualified property include collection systems, transmission lines, electrical interconnections, roads, control systems necessary for commercial generation of electricity, solar modules/panels, foundations, racking and mounting structures, inverters boxes, combiner boxes, meteorological equipment, roadways, storage shed, paving, fencing, electrical substations, generation transmission tie line and associated towers, and interconnection facilities and control systems necessary for commercial generation of electricity, and all eligible ancillary and necessary equipment.

TAB 8

Description of Qualified Property

Old Hickory Solar LLC plans to construct a 206 MW solar farm in Jackson County.

This application covers all qualified property within Edna ISD necessary for the commercial operations of the proposed solar farm described in Tab 4. All panels will be located in Edna ISD. Panel placement is subject to change but for purposes of this application, the Project anticipates using 670,000 modules and 235 inverters.

This application covers all qualified investment and qualified property necessary for the commercial operations of the solar farm.

Qualified Investment and qualified property include collection systems, transmission lines, electrical interconnections, roads, control systems necessary for commercial generation of electricity, solar modules/panels, foundations, racking and mounting structures, inverters boxes, combiner boxes, meteorological equipment, roadways, storage shed, paving, fencing, electrical substations, generation transmission tie line and associated towers, and interconnection facilities and control systems necessary for commercial generation of electricity, and all eligible ancillary and necessary equipment.

TAB 9

Description of Land

Not Applicable

TAB 10

Description of all property not eligible to become qualified property (if applicable)

Not Applicable

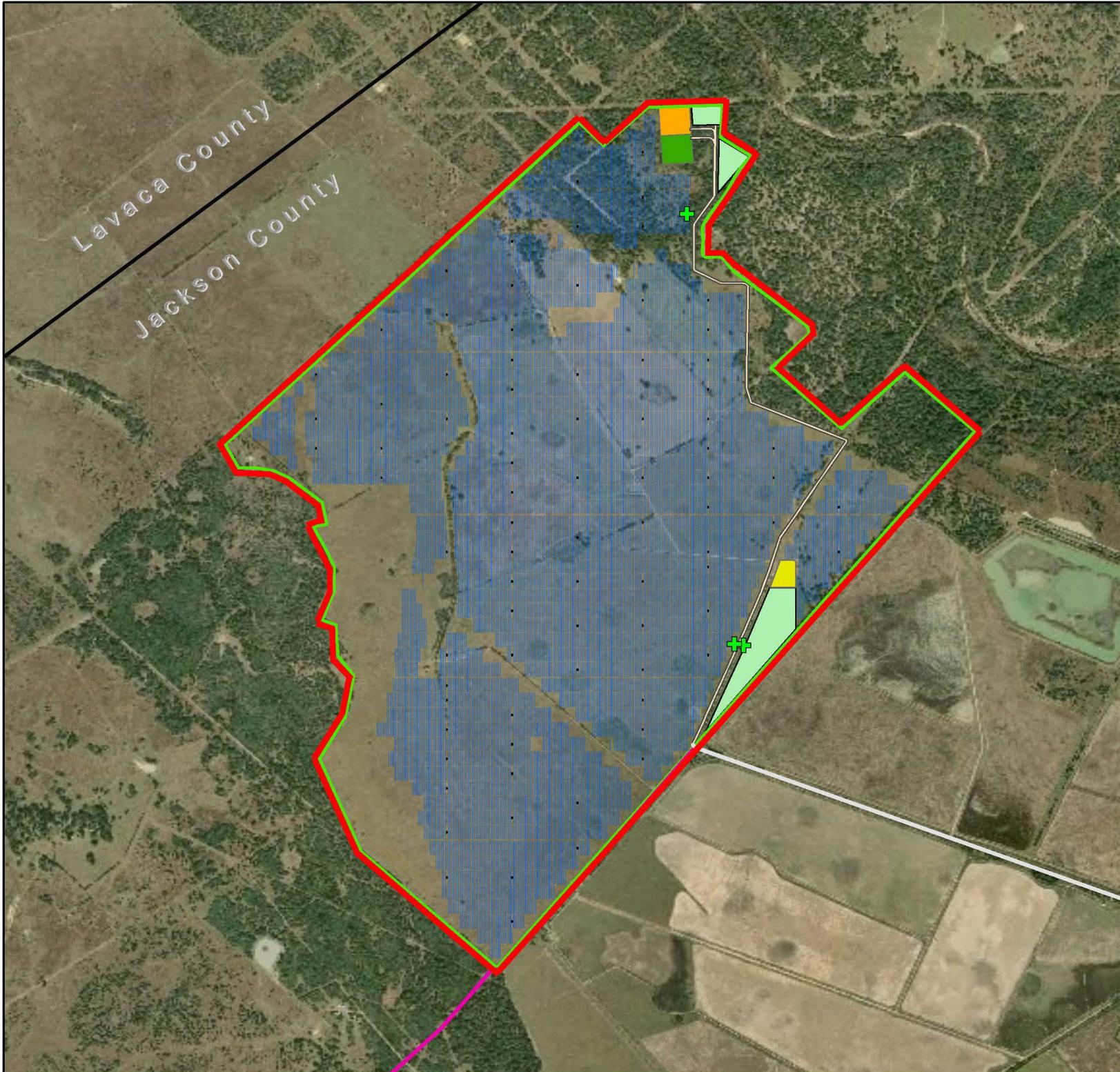
TAB 11

Maps that clearly show:

- a) Project vicinity
- b) Qualified investment including location of new building or new improvements
- c) Qualified property including location of new building or new improvements
- d) Existing property
- e) Land location within vicinity map
- f) Reinvestment or Enterprise Zone within vicinity map, showing the actual or proposed boundaries and size

Old Hickory Solar LLC

Jackson County, TX



- Entrances
- Primary Site Access
- Alternate Site Access
- Project Boundary
- O&M
- Laydown
- Utility Access
- XFMRs
- Racks and Panels
- Substation
- Switchyard
- Proposed Reinvestment Zone Boundary



11/25/2019

TAB 12

Request for Waiver of Job Creation Requirement and supporting information (if applicable)

See Attached



CUMMINGS WESTLAKE
PROPERTY TAX ADVISORS

December 16, 2019

Ms. Robert O'Connor
Edna Independent School District
601 N. Wells
Edna, Tx 77957

Re: Chapter 313 Job Waiver Request

Dear Mr. O'Connor,

Old Hickory LLC requests that the Edna Independent School District of Trustees waive the job requirement provision as allowed by Section 313.025(f-1) of the tax code. This waiver would be based on the school district's board findings that the jobs creation requirement exceeds the industry standard for the number of employees reasonably necessary for the operation of the facility of the property owner that is described in the application.

Old Hickory LLC requests that the Edna Independent School District makes such a finding and waive the job creation requirement for 10 permanent jobs. In line with industry standards for job requirements, Old Hickory LLC has committed to create 2 total jobs for the project which will be in Edna Independent School District.

Solar projects create a large number of full and part-time, but temporary jobs during the construction phase of the project, but require a relatively small number of highly skilled technicians to operate and maintain the project after commercial operation commences.

The number of jobs committed to in this application is in line with the industry standards for a project this size. This is evidenced by previously filed limitation agreement applications by solar developers who also requested a waiver of job requirements. In addition, there are educational materials and other documentation that also suggest that Old Hickory LLC has the appropriate number of jobs for this project at one permanent job per 75MW – 100MW of installed capacity. The permanent employees of a solar project maintain, and service solar panels, underground electrical connections, substations and other infrastructure associated with the safe and reliable operation of the project. In addition to the onsite employees, there may be managers or technicians who support the project from offsite locations.

Sincerely,

Steven Van Dyck
Consultant

12837 Louetta Road, Suite 201 | Cypress, Texas 77429-5611

P: 713.266.4456 W: cwlp.net

TAB 13

Calculation of three possible wage requirements with TWC documentation

- Jackson County average weekly wage for all jobs (all industries)
- Jackson County average weekly wage for all jobs (manufacturing)
- See attached Council of Governments Regional Wage Calculation and Documentation

**OLD HICKORY LLC
TAB 13 TO CHAPTER 313 APPLICATION**

**JACKSON COUNTY
CHAPTER 313 WAGE CALCULATION - ALL JOBS - ALL INDUSTRIES**

QUARTER	YEAR	AVG WEEKLY WAGES*	ANNUALIZED
FIRST	2019	\$ 874	\$ 45,448
SECOND	2019	\$ 897	\$ 46,644
THIRD	2018	\$ 838	\$ 43,576
FOURTH	2018	\$ 914	\$ 47,528
AVERAGE		\$ 880.75	\$ 45,799

**JACKSON COUNTY
CHAPTER 313 WAGE CALCULATION - MANUFACTURING JOBS**

QUARTER	YEAR	AVG WEEKLY WAGES*	ANNUALIZED
FIRST	2019	Data Not Available	Data Not Available
SECOND	2019	Data Not Available	Data Not Available
THIRD	2018	Data Not Available	Data Not Available
FOURTH	2018	Data Not Available	Data Not Available
AVERAGE		\$ -	\$ -
		X 110%	110%
		\$ -	\$ -

CHAPTER 313 WAGE CALCULATION - REGIONAL WAGE RATE

	YEAR	AVG WEEKLY WAGES*	ANNUALIZED
GOLDEN CRESCENT	2018	\$ 1,143	\$ 59,412
		X 110%	110%
		\$ 1,256.79	\$ 65,353

* SEE ATTACHED TWC DOCUMENTATION

Quarterly Employment and Wages (QCEW)

Year	Period	Area	Ownership	Industry Code	Industry	Average Weekly Wage
2018	03	Jackson	Total All	10	Total, All Industries	838
2018	04	Jackson	Total All	10	Total, All Industries	914
2019	01	Jackson	Total All	10	Total, All Industries	874
2019	02	Jackson	Total All	10	Total, All Industries	897

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

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

TAB 14

Schedules A1, A2, B, C and D completed and signed Economic Impact (if applicable)

See attached Schedules A1, A2, B, C and D

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

Date **12/16/2019**
 Applicant Name **OLD HICKORY LLC**
 ISD Name **EDNA ISD**

Form 50-296A
 Revised May 2014

PROPERTY INVESTMENT AMOUNTS								
(Estimated Investment in each year. Do not put cumulative totals.)								
	Year	School Year (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 <u>not</u> 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	--			Not eligible to become Qualified Property			[The only other investment made before filing complete application with district that may become Qualified Property is land.]	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
		2020-2021	2020	0	0	0	0	0
Complete tax years of qualifying time period	QTP1	2021-2022	2021	100,000,000	0	0	0	100,000,000
	QTP2	2022-2023	2022	75,000,000	100,000	0	0	75,100,000
Total Investment through Qualifying Time Period [ENTER this row in Schedule A2]				175,000,000	100,000	0	0	175,100,000
				Enter amounts from TOTAL row above in Schedule A2				
Total Qualified Investment (sum of green cells)				175,100,000				

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.

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

Date **12/16/2019**
 Applicant Name **OLD HICKORY LLC**
 ISD Name **EDNA 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 tangible personal property placed in service during this year that will become Qualified Property	New investment made during this year in buildings or permanent nonremovable components of buildings that will become Qualified Property	Other investment made during this year that will <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*	--	TOTALS FROM SCHEDULE A1		175,000,000	100,000	0	0	175,100,000
Enter amounts from TOTAL row in Schedule A1 in the row below								
Each year prior to start of value limitation period** <small>Insert as many rows as necessary</small>	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				175,000,000	100,000	0	0	175,100,000
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.

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

Date **12/16/2019**
 Applicant Name **OLD HICKORY LLC**
 ISD Name **EDNA ISD**

Form 50-296A

Revised May 2014

				Qualified Property			Estimated Taxable Value		
	Year	School Year (YYYY-YYYY)	Tax Year (Fill in actual tax year) YYYY	Estimated Market Value of Land	Estimated Total Market Value of new buildings or other new improvements	Estimated Total Market Value of tangible personal property in the new buildings or "in or on the new improvements"	Market Value less any exemptions (such as pollution control) and before limitation	Final taxable value for I&S after all reductions	Final taxable value for M&O after all reductions
Each year prior to start of Value Limitation Period <i>Insert as many rows as necessary</i>	0	2022-2023	2022		0	50,000,000	50,000,000	50,000,000	50,000,000
Value Limitation Period	1	2023-2024	2023	0	0	114,112,670	114,112,670	114,112,670	25,000,000
	2	2024-2025	2024	0	0	104,968,948	104,968,948	104,968,948	25,000,000
	3	2025-2026	2025	0	0	95,102,063	95,102,063	95,102,063	25,000,000
	4	2026-2027	2026	0	0	84,438,473	84,438,473	84,438,473	25,000,000
	5	2027-2028	2027	0	0	72,929,150	72,929,150	72,929,150	25,000,000
	6	2028-2029	2028	0	0	60,500,552	60,500,552	60,500,552	25,000,000
	7	2029-2030	2029	0	0	47,079,137	47,079,137	47,079,137	25,000,000
	8	2030-2031	2030	0	0	32,579,106	32,579,106	32,579,106	25,000,000
	9	2031-2032	2031	0	0	24,514,000	24,514,000	24,514,000	24,514,000
	10	2032-2033	2032	0	0	24,514,000	24,514,000	24,514,000	24,514,000
Continue to maintain viable presence	11	2033-2034	2033	0	0	24,514,000	24,514,000	24,514,000	24,514,000
	12	2034-2035	2034	0	0	24,514,000	24,514,000	24,514,000	24,514,000
	13	2035-2036	2035	0	0	24,514,000	24,514,000	24,514,000	24,514,000
	14	2036-2037	2036	0	0	24,514,000	24,514,000	24,514,000	24,514,000
	15	2037-2038	2037	0	0	24,514,000	24,514,000	24,514,000	24,514,000
Additional years for 25 year economic impact as required by 313.026(c)(1)	16	2038-2039	2038	0	0	24,514,000	24,514,000	24,514,000	24,514,000
	17	2039-2040	2039	0	0	24,514,000	24,514,000	24,514,000	24,514,000
	18	2040-2041	2040	0	0	24,514,000	24,514,000	24,514,000	24,514,000
	19	2041-2042	2041	0	0	24,514,000	24,514,000	24,514,000	24,514,000
	20	2042-2043	2042	0	0	24,514,000	24,514,000	24,514,000	24,514,000
	21	2043-2044	2043	0	0	23,288,300	23,288,300	23,288,300	23,288,300
	22	2044-2045	2044	0	0	23,288,300	23,288,300	23,288,300	23,288,300
	23	2045-2046	2045	0	0	23,288,300	23,288,300	23,288,300	23,288,300
	24	2046-2047	2046	0	0	23,288,300	23,288,300	23,288,300	23,288,300
	25	2047-2048	2047	0	0	23,288,300	23,288,300	23,288,300	23,288,300

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 **12/16/2019**
 Applicant Name **OLD HICKORY LLC**
 ISD Name **EDNA 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>	0	2022-2023	2022	180 FTE	65,000	0	0	0
Value Limitation Period <i>The qualifying time period could overlap the value limitation period.</i>	1	2023-2024	2023	120 FTE	65,000	0	2	65,353
	2	2024-2025	2024	N/A	N/A	0	2	65,353
	3	2025-2026	2025	N/A	N/A	0	2	65,353
	4	2026-2027	2026	N/A	N/A	0	2	65,353
	5	2027-2028	2027	N/A	N/A	0	2	65,353
	6	2028-2029	2028	N/A	N/A	0	2	65,353
	7	2029-2030	2029	N/A	N/A	0	2	65,353
	8	2030-2031	2030	N/A	N/A	0	2	65,353
	9	2031-2032	2031	N/A	N/A	0	2	65,353
	10	2032-2033	2032	N/A	N/A	0	2	65,353
Years Following Value Limitation Period	11 through 25	2033-2048	2033-2047	N/A	N/A	0	2	65,353

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)

Date **12/16/2019**
 Applicant Name **OLD HICKORY LLC**
 ISD Name **EDNA 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:	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
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				\$ -		\$ -

Additional information on incentives for this project:

Brazoria County Terms:

TAB 15

Economic Impact Analysis, other payments made in the state or other economic information (if applicable)

None

TAB 16

Description of Reinvestment Zone or Enterprise Zone, including:

- a) Evidence that the area qualifies as a enterprise zone as defined by the Governor's office*
- b) Legal description of reinvestment zone**
- c) Order, resolution, or ordinance established the reinvestment zone**
- d) Guidelines and criteria for creating the zone**

16a) Not Applicable

16b) See Attached

16c) To be established by Edna ISD later date

16d) To be established by Edna ISD later date

EDNA INDEPENDENT SCHOOL DISTRICT

RESOLUTION CREATING OLD HICKORY REINVESTMENT ZONE

WHEREAS, Section 312.0025 of the Texas Tax Code permits a school district to designate a reinvestment zone if that designation is reasonably likely to contribute to the expansion of primary employment in the reinvestment zone, or attract major investment in the reinvestment zone that would be a benefit to property in the reinvestment zone and to the school district and contribute to the economic development of the region of this state in which the school district is located; and,

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

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

WHEREAS, the District published notice of a public hearing regarding the possible designation of the area described in the attached **Exhibit A** as a reinvestment zone for the purposes of Chapter 313 of the Texas Tax Code; and,

WHEREAS, the District wishes to create a reinvestment zone within the boundaries of the school district in Pecos County, Texas as shown on the map attached as **Exhibit B**; and,

WHEREAS, the District has given written notice of the proposed action and the Public Hearing to all political subdivisions and taxing authorities having jurisdiction over the property proposed to be designated as the reinvestment zone, described in the attached **Exhibits A & B**; and,

WHEREAS, all interested members of the public were given an opportunity to make comments at the public hearing.

NOW, THEREFORE, BE IT RESOLVED BY THE BOARD OF TRUSTEES OF THE EDNA INDEPENDENT SCHOOL DISTRICT:

SECTION 1. That the facts and recitations contained in the preamble of this Resolution are hereby found and declared to be true and correct.

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

(a) That the public hearing on the adoption of *OLD HICKORY REINVESTMENT*

ZONE has been called, held and conducted, and that notices of such hearing have been published and mailed to the respective presiding officers of the governing bodies of all taxing units overlapping the territory inside the proposed reinvestment zone; and,

- (b) That the boundaries of *OLD HICKORY REINVESTMENT ZONE* be and, by the adoption of this Resolution, are declared and certified to be the area as described in the description attached hereto as “**Exhibit A**”; and,
- (c) That the map attached hereto as “**Exhibit B**” is declared to be and, by the adoption of this Resolution, is certified to accurately depict and show the boundaries of *OLD HICKORY REINVESTMENT ZONE* which is described in **Exhibit A**; and further certifies that the property described in **Exhibit A** is inside the boundaries shown on **Exhibit B**; and,
- (d) That creation of *OLD HICKORY REINVESTMENT ZONE* with boundaries as described in **Exhibit A** and **Exhibit B** will result in benefits to the Edna Independent School District and to land included in the zone, and that the improvements sought are feasible and practical; and,
- (e) That the *OLD HICKORY REINVESTMENT ZONE* described in **Exhibit A** and **Exhibit B** meets the criteria set forth in Texas Tax Code §312.0025 for the creation of a reinvestment zone as set forth in the Property Redevelopment and Tax Abatement Act, as amended, in that it is reasonably likely that the designation will contribute to the retention or expansion of primary employment, and/or will attract investment in the zone that will be a benefit to the property, and would contribute to economic development within the Edna Independent School District.

SECTION 3. That pursuant to the Property Redevelopment and Tax Abatement Act, as amended, the Edna Independent School District hereby creates a reinvestment zone under the provisions of Texas Tax Code §312.0025, encompassing the area described by the descriptions in **Exhibit A** and **Exhibit B**, and such reinvestment zone is hereby designated and shall hereafter be referred to as *OLD HICKORY REINVESTMENT ZONE*.

SECTION 4. That the existence of the *OLD HICKORY REINVESTMENT ZONE* shall first take effect upon, XXX XXth, 2019, the date of the adoption of this Resolution by the Board of Trustees and shall remain designated as a commercial-industrial reinvestment zone for a period of five (5) years from such date of such adoption.

SECTION 5. That if any section, paragraph, clause or provision of this Resolution shall for any reason beheld to be invalid or unenforceable, the invalidity or unenforceability of such section, paragraph, clause, or provision shall not affect any of the remaining provisions of this Resolution.

SECTION 6. That it is hereby found, determined and declared that a sufficient notice of the date, hour, place and subject of the meeting of the Edna Independent School District Board of Trustees, at which this Resolution was adopted, was posted at a place convenient and readily accessible at all times, as required by the Texas Open Government Act, Texas Government Code, Chapter 551, as amended; and that a public hearing was held prior to the designation of such reinvestment zone, and that proper notice of the hearing was published in newspapers of general circulation in Pecos County of the State of Texas, and furthermore, such notice was, in fact, delivered to the presiding officer of any effected taxing entity as prescribed by the Property Redevelopment and Tax Abatement Act.

PASSED, APPROVED AND ADOPTED on this XX day of XXXX, 2020.

EDNA INDEPENDENT SCHOOL DISTRICT

By: _____

President
Board of Trustees

ATTEST: _____

Secretary
Board of Trustees

EXHIBIT A

LEGAL DESCRIPTION OF OLD HICKORY REINVESTMENT ZONE

Old Hickory Reinvestment Zone

Exhibit A

Description of the Land

Approximately 124 acres of land as evidenced by the map on the following page, excluding any Mineral Rights, out of a certain tract of land containing 219.21 acres, more or less, situated in the E. Roden Survey, A-256, Jackson County, Texas, on the W. side of the Chicolete Creek and comprising the greater portion of the E. Roden Survey and being a total of 219-21/100 acres, more particularly described as follows:

BEGINNING at a point in the center of Chicolete Creek made for the E. corner of this block and the N. corner of Block No. 25, whence a cottonwood 9" in dia. brs. S. 39° 25' W. 41-3/4 feet and an elm 14" in dia. brs. S. 45° 55' W. 173 feet;

THENCE with the N. W. line of Block No. 25, S. 45° 10' W. 3909-8/10 feet to a stake for the W. corner of Block No. 25 and the S. corner of this Block, whence a P. O. 18" in dia. brs. S. 45° 20' E. 370 feet and another P. O. 8" in dia. brs. N. 12-05' W. 23-5/10 feet;

THENCE N. 44° 50' W. 2858 feet to a stake for the W. corner of this tract, whence a Black Jack brs. S. 67° 5' E. 8-3/10 feet;

THENCE N. 45° 10' E. 3536-79/100 feet to the center of Chicolete Creek a point for the N. corner of this tract, whence a willow 10" in dia. brs. N. 05-10' E. 11-5/10 feet and a sycamore 9" in dia. brs. S. 09-40' W. 13 feet;

THENCE down with the meanders of said creek to the place of BEGINNING, as follows: S. 39-05 E. 267.11 feet, S. 15-42 E. 572.5 feet, S. 26-38 E. 569 feet, S. 57-55 E. 204.2 feet, S. 51-45 E. 387 feet, S. 81-40 E. 494 feet, N. 87-16 E. 357.5 feet, S. 61-10 E. 277.5 feet, N. 73-55 E. 141.2 feet, said above described land being known and designated as Block No. 26 on the plat or map of the Kokernot Ranch prepared by Alfred R. Rothe and of record in the Deed Records of Jackson County, Texas.

The map attached to this Exhibit A shows the approximate location of said 124 acres of land within said 219.21-acre tract. To clarify the lines on the map: 1) the said 124 acres of land abuts the existing transmission line easement and abuts the existing property boundaries to form its north, west and southwest boundaries, such that there are no gaps at these boundaries; and 2) the said 124 acres of land does not include the existing private ranch road, such that the said 124 acres of land has its east and northeast boundaries running a distance of 46 feet westward and southward, perpendicular to and from the centerline of the existing private ranch road, such that it does not cross or contain any part of the existing private ranch road.

EXHIBIT A

Legal Description of the Property

Approximately 1,614.04 net acres of land more or less being more particularly described as 2,202 gross acres situated in the Elisha Burton Survey A-286, I&GN RR Company Survey A-206, John Schultz Survey, A-289, and the C. A. Thomas Survey, A-294, Jackson County, Texas, as Tract No. 1 of that Deed dated November 30, 1955 from Texas National Bank of Houston, Texas and Mrs. Grace Estelle McDaniel, acting in the capacity of Independent Co-Executors and Co-Trustees of the Estate of Daniel Boleman McDaniel, Deceased (also known as D. B. McDaniel), pursuant to the authority granted by the Last Will and Testament of Daniel Boleman McDaniel, Deceased and Mrs. Grace Estelle McDaniel, a femme sole, individually to George A. Musselman, recorded in Volume 418, Page 231, Official Public Records, Victoria County, Texas,

LESS AND EXCEPT 60.07 acres, more or less, situated in the John Schultz Survey, A-289, Jackson County, Texas and more particularly described in that Deed dated April 30, 1945 from D. B. McDaniel to Aron Kolle, recorded in Volume 157, Page 336, Official Public Records, Jackson County, Texas, **AND**

LESS AND EXCEPT 527.89 acres, more or less, situated in the Elisha Burton Survey A-286, and John Schultz Survey, A-289, Jackson County, Texas and more particularly described in Tract One of that Warranty Deed with Vendor's Lien, dated April 7, 2006 from Jan Ellen Marchbanks to Barry Shaneyfelt Construction, LLC, recorded in Volume 280, Page 477, Official Public Records, Jackson County, Texas.

Subject tract conveyed in that Warranty Deed dated September 1, 1995 from SixJay Enterprises to Jan Ellen Musselman Marchbanks, recorded in Volume 65, Page 269, Official Public Records, Jackson County, Texas.

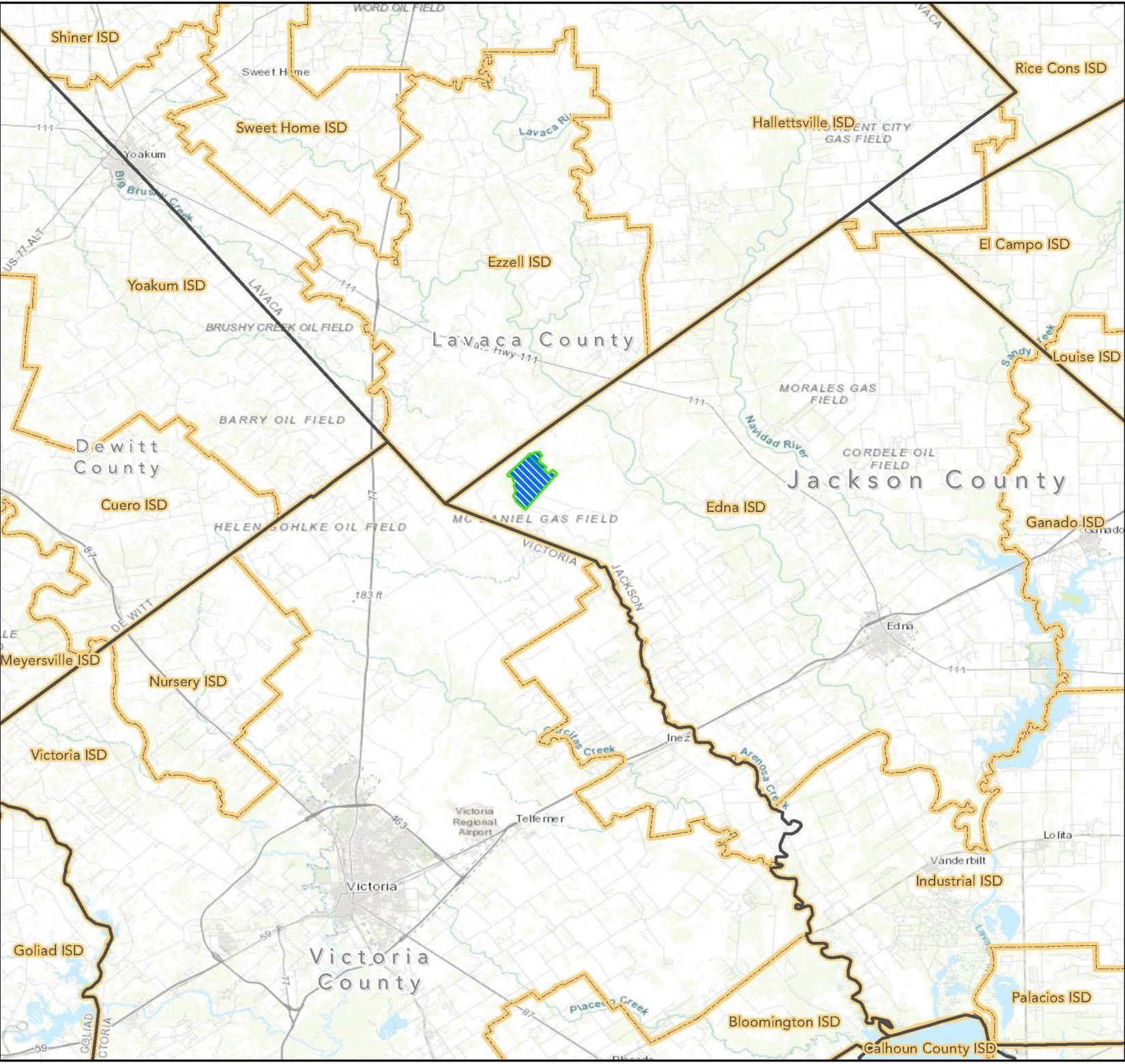
EXHIBIT B

SURVEY MAPS OF OLD HICKORY REINVESTMENT ZONE

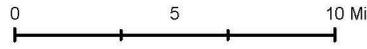
Old Hickory Solar LLC

JACKSON COUNTY,
TEXAS

VICINITY MAP



-  PROJECT AREA
-  COUNTY BOUNDARY
-  SCHOOL DISTRICT BOUNDARY



Date: 11/26/2019

TAB 17

Signature and Certification page, signed and dated by Authorized School District Representative and Authorized Company Representative (applicant)

See Attached

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 Robert O'Connor Superintendent
Print Name (Authorized School District Representative) Title
sign here [Signature] 12/16/19
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 Amy Smolen Authorized Signatory
Print Name (Authorized Company Representative (Applicant)) Title
sign here [Signature] 12/13/2019
Signature (Authorized Company Representative (Applicant)) Date

(Notary Seal) see attached
GIVEN under my hand and seal of office this, the
day of
Notary Public in and for the State of Texas
My Commission expires:

If you make a false statement on this application, you could be found guilty of a Class A misdemeanor or a state jail felony under Texas Penal Code Section 37.10.

CALIFORNIA ALL-PURPOSE ACKNOWLEDGEMENT

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

State of California }
County of San Francisco }

On December 13, 2019, before me, Harmandeep K. Ratia, Notary Public, personally appeared Amy Smolen who proved to me on the basis of satisfactory evidence to be the person(s) whose name(s) is/are subscribed to the within instrument and acknowledged to me that he/she/they executed the same in his/her/their authorized capacity(ies), and that by his/her/their signature(s) on the instrument the person(s), or the entity upon behalf of which the person(s) acted, executed the instrument.

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



WITNESS my hand and official seal.

SIGNATURE 

PLACE NOTARY SEAL ABOVE
