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July 13, 2020

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

RE: Supplement001 to the Application between Webb Consolidated Independent School District and Siete Wind, LLC

To the Local Government Assistance & Economic Analysis Division:

Enclosed. Please find Supplement001 to the Application between Webb Consolidated Independent School District and Siete Wind, LLC. The following changes have been made:

1. Add N/A to all blank sections of the application.
2. The estimated school board ratification is QTR 1, 2021
3. Updated Section 13, question 7 to \$0.00

A copy of the supplement will be submitted to the Webb County Appraisal District.

Sincerely,



Kevin O'Hanlon
School District Consultant

Cc: Webb CAD
Siete Wind, LLC

Attachment 1

Please see executed application attached.

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, as indicated on page 9 of this application, separating each section of the documents in addition to an electronic copy. 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, and has determined that all assertions of confidentiality are appropriate, the Comptroller will publish all submitted non-confidential 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

May 18, 2020
Date Application Received by District

Heriberto
First Name

Gonzales
Last Name

Superintendent
Title

Webb Consolidated Independent School District
School District Name

619 Ave. F
Street Address

N/A
Mailing Address

Bruni
City

TX
State

78344
ZIP

361-747-5415
Phone Number

Fax Number

N/A
Mobile Number (optional)

B.Gonzales@webbcisd.com
Email Address

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)

| | |
|--|---|
| Kevin | O'Hanlon |
| First Name | Last Name |
| Partner | |
| Title | |
| O'Hanlon, Demerath & Castillo | |
| Firm Name | |
| 512-494-9949 | 512-494-9919 |
| Phone Number | Fax Number |
| N/A | kohanlon@808west.com |
| Mobile Number (optional) | Email Address |
| 4. On what date did the district determine this application complete? | May 28, 2020 |
| 5. Has the district determined that the electronic copy and hard copy are identical? | <input checked="" type="checkbox"/> Yes <input type="checkbox"/> No |

SECTION 2: Applicant Information

1. Authorized Company Representative (Applicant)

| | |
|---------------------------|---|
| Ken | Young |
| First Name | Last Name |
| COO | APEX Clean Energy Holdings, LLC manager of the sole member of the sole member of Siete Wind, LLC |
| Title | Organization |
| 310 4th Street, Suite 200 | |
| Street Address | |
| N/A | |
| Mailing Address | |
| Charlottesville | VA |
| City | State |
| 434-220-7851 | 22902 |
| Phone Number | ZIP |
| N/A | 434-220-3712 |
| Mobile Number (optional) | Fax Number |
| | ken.young@apexcleanenergy.com |
| | Business Email Address |

2. Will a company official other than the authorized company representative be responsible for responding to future information requests?

2a. If yes, please fill out contact information for that person.

| | |
|--|-----------------------------------|
| Jeff | Ferguson |
| First Name | Last Name |
| Senior Vice President of Project Development | APEX Clean Energy Holdings, LLC |
| Title | Organization |
| 310 4th Street, Suite 200 | |
| Street Address | |
| N/A | |
| Mailing Address | |
| Charlottesville | VA |
| City | State |
| 281-547-7566 | 22902 |
| Phone Number | ZIP |
| N/A | 434-220-3712 |
| Mobile Number (optional) | Fax Number |
| | jeff.ferguson@apexcleanenergy.com |
| | Business Email Address |

3. Does the applicant authorize the consultant to provide and obtain information related to this application?

SECTION 5: Applicant Business Structure (continued)

- 2b. List the Texas Franchise Tax Reporting Entity Taxpayer Name
N/A
- 2c. List the Reporting Entity Taxpayer Number
N/A
- 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

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

***Note:** Applicants requesting eligibility under this category should note that there are additional application and reporting data submission requirements.

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. If the project is an amendment or a reapplication please specify and provide details regarding the original project.
- 2. Check the project characteristics that apply to the proposed project:
 - Land has no existing improvements
 - Land has existing improvements (complete Section 13)
 - Expansion of existing operation on the land (complete Section 13)
 - 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 [x] No
2. Has the applicant entered into any agreements, contracts or letters of intent related to the proposed project? ... [x] Yes [] No
3. Does the applicant have current business activities at the location where the proposed project will occur? ... [] Yes [x] No
4. Has the applicant made public statements in SEC filings or other documents regarding its intentions regarding the proposed project location? ... [] Yes [x] No
5. Has the applicant received any local or state permits for activities on the proposed project site? ... [] Yes [x] No
6. Has the applicant received commitments for state or local incentives for activities at the proposed project site? ... [] Yes [x] No
7. Is the applicant evaluating other locations not in Texas for the proposed project? ... [x] 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 [x] No
9. Has the applicant provided information related to the applicant's inputs, transportation and markets for the proposed project? ... [] Yes [x] 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? ... [x] 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

NOTE: Only construction beginning after the application review start date (the date the Texas Comptroller of Public Accounts deems the application complete) can be considered qualified property and/or qualified investment.

- 1. Estimated school board ratification of final agreement ... QTR 1 2021
2. Estimated commencement of construction ... QTR 1 2022
3. Beginning of qualifying time period (MM/DD/YYYY) ... 01/01/2022
4. First year of limitation (MM/DD/YYYY) ... 01/01/2024
4a. For the beginning of the limitation period, notate which one of the following will apply according to provision of 313.027(a-1)(2):
[] A. January 1 following the application date [] B. January 1 following the end of QTP
[x] C. January 1 following the commencement of commercial operations
5. Commencement of commercial operations ... QTR 1 2023

SECTION 10: The Property

- 1. Identify county or counties in which the proposed project will be located Webb County, Texas
2. Identify Central Appraisal District (CAD) that will be responsible for appraising the property Webb CAD
3. Will this CAD be acting on behalf of another CAD to appraise this property? ... [] Yes [x] 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:
M&O (ISD): Webb CISD, 0.97, 100% (Name, tax rate and percent of project) I&S (ISD): Webb CISD, 0.14, 100% (Name, tax rate and percent of project)
County: Webb Co.,v0.412, 100% (Name, tax rate and percent of project) City: N/A (Name, tax rate and percent of project)
Hospital District: N/A (Name, tax rate and percent of project) Water District: N/A (Name, tax rate and percent of project)
Other (describe): N/A (Name, tax rate and percent of project) Other (describe): N/A (Name, tax rate and percent of project)

SECTION 10: The Property (continued)

5. List all state and local incentives as an annual percentage. Include the estimated start and end year of the incentive:
- County: 312, 85%, 2024-2033 (Incentive type, percentage, start and end year) City: N/A (Incentive type, percentage, start and end year)
- Hospital District: N/A (Incentive type, percentage, start and end year) Water District: N/A (Incentive type, percentage, start and end year)
- Other (describe): N/A (Incentive type, percentage, start and end year) Other (describe): N/A (Incentive type, percentage, start and end year)
6. Is the project located entirely within the ISD listed in Section 1? Yes No
- 6a. If no, attach in **Tab 6** maps of the entire project (depicting all other relevant school districts) and additional information on the project scope and size. Please note that only the qualified property within the ISD listed in Section 1 is eligible for the limitation from this application. Please verify that all information in **Tabs 7 and 8**, Section 11, 12 and 13, and map project boundaries pertain to only the property within the ISD listed in Section 1.
7. 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
- 7a. If yes, attach in **Tab 6** supporting documentation from the Office of the Governor.

SECTION 11: Texas Tax Code 313.021(1) Qualified 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? 60,000,000
2. What is the amount of appraised value limitation for which you are applying? 60,000,000
- 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 within the project boundary 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: Texas Tax Code 313.021(2) Qualified Property

1. Attach a detailed description of the qualified property. [See §313.021(2)] 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**);
 - 1c. a map or site plan of the proposed qualified property showing the location of the new buildings or new improvements inside the project area boundaries within a vicinity map that includes school district, county and RZ boundaries (**Tab 11**); and
 - 1d. Will any of the proposed qualified property be used to renovate, refurbish, upgrade, maintain, modify, improve, or functionally replace existing buildings or existing improvements inside or outside the project area? Yes No
- Note:** Property used to renovate, refurbish, upgrade, maintain, modify, improve, or functionally replace existing buildings or existing improvements inside or outside the project area cannot be considered qualified property and will not be eligible for a limitation. See TAC §9.1051(16).

SECTION 12: Texas Tax Code 313.021(2) Qualified Property (continued)

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? September 30, 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 within the project boundary. 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 within the project boundary 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 within the project boundary 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 within the project boundary (that property described in response to question 1): \$ 295,680.00

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.