

Attachment A

Application



Application for Appraised Value Limitation on Qualified Property

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

Form 50-296
(Revised May 2010)

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 completed application to the Comptroller in a three-ring binder with tabs 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 Web site. 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 as explained in the Confidentiality Notice below.

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. 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, make a recommendation 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 before the 151st 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 complete the recommendation, economic impact evaluation or consider the application at any time during the application review period.

Please visit the Comptroller's Web site to find out more about the program at <http://www.window.state.tx.us/taxinfo/proptax/hb1200/index.html>. There are links on this Web page to the Chapter 313 statute, rules and forms. Information about minimum limitation values for particular districts and wage standards may also be found at that site.

SCHOOL DISTRICT INFORMATION - CERTIFICATION OF APPLICATION

Authorized School District Representative		Date application received by district May 14, 2012
First Name Severita	Last Name Sanchez	
Title Superintendent		
School District Name Webb CISD		
Street Address 619 Ave F		
Mailing Address same		
City Bruni	State TX	ZIP 78344
Phone Number (361) 747-5415 X-101	Fax Number (361) 747-5202	
Mobile Number (optional)	E-mail Address severita.sanchez@webbcisd.com	

I authorize the consultant to provide and obtain information related to this application..... Yes No

Will consultant be primary contact? Yes No



SCHOOL DISTRICT INFORMATION - CERTIFICATION OF APPLICATION (CONTINUED)

Authorized School District Consultant (If Applicable)

First Name **Dan** Last Name **Casey**

Title **Partner**

Firm Name **Moak, Casey, & Associates**

Street Address **400 W. 15th Street, Suite 1410**

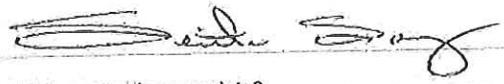
Mailing Address **same**

City **Austin** State **TX** ZIP **78701-1648**

Phone Number **512-485-7878** Fax Number **512-485-7888**

Mobile Number (Optional) E-mail Address **dcasey@moakcasey.com**

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.

Signature (Authorized School District Representative)  Date **6-1-12**

Has the district determined this application complete? Yes No

If yes, date determined complete. June 19, 2012

Have you completed the school finance documents required by TAC 9.1054(c)(3)? Yes No

SCHOOL DISTRICT CHECKLIST AND REQUESTED ATTACHMENTS

Checklist	Page X of 16	Check Completed
1 Date application received by the ISD	1 of 16	✓
2 Certification page signed and dated by authorized school district representative	2 of 16	✓
3 Date application deemed complete by ISD	2 of 16	✓
4 Certification pages signed and dated by applicant or authorized business representative of applicant	4 of 16	✓
5 Completed company checklist	12 of 16	✓
6 School finance documents described in TAC 9.1054(c)(3) (Due within 20 days of district providing notice of completed application)	2 of 16	will submit

APPLICANT INFORMATION - CERTIFICATION OF APPLICATION

Authorized Business Representative (Applicant)

First Name

Charles

Last Name

Bowser

Title

Assistant Treasurer

Organization

Whitetail Wind Energy, LLC

Street Address

4601 Westown Parkway, Suite 300

Mailing Address

same

City

West Des Moines

State

IA

ZIP

50266

Phone Number

(515) 221-5713

Fax Number

(515) 221-5798

Mobile Number (optional)

Business e-mail Address

charlie.bowser@exeloncorp.com

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

Yes

No

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

First Name

Last Name

Title

Organization

Whitetail Wind Energy, LLC

Street Address

Mailing Address

City

State

ZIP

Phone Number

Fax Number

Mobile Number (optional)

E-mail Address

dking @maproyalty.com

I authorize the consultant to provide and obtain information related to this application..... Yes No

Will consultant be primary contact?

Yes

No



APPLICANT INFORMATION - CERTIFICATION OF APPLICATION (CONTINUED)

Authorized Company Consultant (If Applicable)

First Name

Wes

Last Name

Jackson

Title

Partner

Firm Name

Cummings Westlake LLC

Street Address

12837 Louetta Road, Suite201

Mailing Address

same

City

Cypress

State

TX

ZIP

77429-5611

Phone Number

713-266-4456 X-2

Fax Number

713-266-2333

Business email Address

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 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.

Signature (Authorized Business Representative (Applicant))

[Handwritten Signature]

Date

5/17/12

GIVEN under my hand and seal of office this 17 day of May, 2012

[Handwritten Signature: Cynthia Pederson]
Notary Public, State of Iowa



(Notary Seal)

My commission expires Dec. 9, 2013

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 § 37.10.

FEES AND PAYMENTS

Enclosed is proof of application fee paid to the school district.

For the purpose of this question, "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.

Please answer only either A OR B:

A. 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

B. 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

BUSINESS APPLICANT INFORMATION

Legal Name under which application is made

Whitetail Wind Energy, LLC

Texas Taxpayer I.D. Number of entity subject to Tax Code, Chapter 171 (11 digits)

32040595871

NAICS code

221119

Is the applicant a party to any other Chapter 313 agreements? Yes No

If yes, please list name of school district and year of agreement.

APPLICANT BUSINESS STRUCTURE

Registered to do business in Texas with the Texas Secretary of State? Yes No

Identify business organization of applicant (corporation, limited liability corporation, etc.)

Limited Liability Company

1. Is the applicant a combined group, or comprised of members of a combined group, as defined by Texas Tax Code Chapter 171.0001(7)? Yes No
If so, please attach documentation of the combined group membership and contact information.

2. Is the applicant current on all tax payments due to the State of Texas? Yes No

3. Are all applicant members of the combined group current on all tax payments due to the State of Texas? NA Yes No

If the answer to either question is no, please explain and/or disclose any history of default, delinquencies and/or any material litigation, including litigation involving the State of Texas. (Use attachment if necessary.)

ELIGIBILITY UNDER TAX CODE CHAPTER 313.024

- Are you an entity to which Tax Code, Chapter 171 applies? Yes No
- The property will be used as an integral part, or as a necessary auxiliary part, in 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
- Are you requesting that any of the land be classified as qualified investment? Yes No
- Will any of the proposed qualified investment be leased under a capitalized lease? Yes No
- Will any of the proposed qualified investment be leased under an operating lease? Yes No
- Are you including property that is owned by a person other than the applicant? Yes No
- 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

PROJECT DESCRIPTION

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. (Use attachments as necessary)

See attached project description - Attachment 4

Describe the ability of your company to locate or relocate in another state or another region of the state.

See attached project description - Attachment 4A

PROJECT CHARACTERISTICS (CHECK ALL THAT APPLY)

- New Jobs
- Construct New Facility
- New Business / Start-up
- Expand Existing Facility
- Relocation from Out-of-State
- Expansion
- Purchase Machinery & Equipment
- Consolidation
- Relocation within Texas

PROJECTED TIMELINE

Begin Construction June 2012 Begin Hiring New Employees October 2012
 Construction Complete December 2012 Fully Operational December 2012
 Purchase Machinery & Equipment May 2012

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.

When do you anticipate the new buildings or improvements will be placed in service? December 2012

ECONOMIC INCENTIVES

Identify state programs the project will apply for:

State Source	Amount
none	
Total	

Will other incentives be offered by local units of government? Yes No

Please use the following box for additional details regarding incentives. (Use attachments if necessary.)

Applicant has applied for tax abatement and anticipates entering into local Chapter 312 tax abatement with Webb County. Abatement terms negotiations are ongoing at the time of this filing. Requested terms of abatement are 60% abated for years 1-5, and 40% abated for years 6-10.

THE PROPERTY

Identify county or counties in which the proposed project will be located Webb

Central Appraisal District (CAD) that will be responsible for appraising the property Webb

Will this CAD be acting on behalf of another CAD to appraise this property? Yes No

List all taxing entities that have jurisdiction for the property and the portion of project within each entity

County: Webb 100% City: none
(Name and percent of project) (Name and percent of project)

Hospital District: none Water District: none
(Name and percent of project) (Name and percent of project)

Other (describe): none Other (describe): none
(Name and percent of project) (Name and percent of project)

Is the project located entirely within this ISD? Yes No

If not, please provide additional information on the project scope and size to assist in the economic analysis.

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 rural, and the taxable value of the property within the school district. For assistance in determining estimates of these minimums, access the Comptroller's Web site at www.window.state.tx.us/taxinfo/proptax/hb1200/values.html.

At the time of application, what is the estimated minimum qualified investment required for this school district? \$10,000,000

What is the amount of appraised value limitation for which you are applying? \$10,000,000

What is your total estimated qualified investment? \$120,000,000

NOTE: See 313.021(1) for full definition. Generally, Qualified Investment is the sum of the investment in tangible personal property and buildings and new improvements made between beginning of the qualifying time period (date of application final approval by the school district) and the end of the second complete tax year.

What is the anticipated date of application approval? September 2012

What is the anticipated date of the beginning of the qualifying time period? September, 2012

What is the total estimated investment for this project for the period from the time of application submission to the end of the limitation period? \$120,000,000

Describe the qualified investment. [See 313.021(1).]

Attach the following items to this application:

- (1) 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,
- (2) a description of any new buildings, proposed improvements or personal property which you intend to include as part of your minimum qualified investment and
- (3) a map of the qualified investment showing location of new buildings or new improvements with vicinity map.

Do you intend to make at least the minimum qualified investment required by Tax Code §313.023 (or 313.053 for rural school districts) for the relevant school district category during the qualifying time period? Yes No

Except for new equipment described in Tax Code §151.318(q) or (q-1), is the proposed tangible personal property to be placed in service for the first time:

(1) in or on the new building or other new improvement for which you are applying? Yes No

(2) if not in or on the new building or other new improvement for which you are applying for an appraised value limitation, is the personal property necessary and ancillary to the business conducted in the new building or other new improvement? Yes No

(3) on the same parcel of land as the building for which you are applying for an appraised value limitation? Yes No

(*First placed in service" means the first use of the property by the taxpayer.)

Will the investment in real or personal property you propose be counted toward the minimum qualified investment required by Tax Code §313.023, (or 313.053 for rural school districts) be first placed in service in this state during the applicable qualifying time period? Yes No

Does the investment in tangible personal property meet the requirements of Tax Code §313.021(1)? Yes No

If the proposed investment includes a building or a permanent, non-removable component of a building, does it house tangible personal property? Yes No

QUALIFIED PROPERTY

Describe the qualified property. [See 313.021(2)] (If qualified investment describes qualified property exactly you may skip items (1), (2) and (3) below.)

Attach the following items to this application:

- (1) 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,
- (2) a description of any new buildings, proposed improvements or personal property which you intend to include as part of your qualified property and
- (3) a map of the qualified property showing location of new buildings or new improvements – with vicinity map.

Land

Is the land on which you propose new construction or 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

If you answered "no" to the question above, what is the anticipated date on which you will submit proof of a reinvestment zone with boundaries encompassing the land on which you propose new construction or improvements? _____

Will the applicant own the land by the date of agreement execution? Yes No

Will the project be on leased land? Yes No



QUALIFIED PROPERTY (CONTINUED)

If the land upon which the new building or new improvement is to be built is part of the qualified property described by §313.021(2)(A), please attach complete documentation, including:

1. Legal description of the land
2. Each existing appraisal parcel number of the land on which the improvements will be constructed, regardless of whether or not all of the land described in the current parcel will become qualified property
3. Owner
4. The current taxable value of the land. Attach estimate if land is part of larger parcel.
5. A detailed map (with a vicinity map) showing the location of the land

Attach a map of the reinvestment zone boundaries, certified to be accurate by either the governmental entity creating the zone, the local appraisal district, or a licensed surveyor. (With vicinity map)

Attach the order, resolution or ordinance establishing the zone, and the guidelines and criteria for creating the zone, if applicable.

Miscellaneous

Is the proposed project a building or new improvement to an existing facility? Yes No

Attach a description of any existing improvements and include existing appraisal district account numbers.

List current market value of existing property at site as of most recent tax year. N/A (Market Value) N/A (Tax Year)

Is any of the existing property subject to a value limitation agreement under Tax Code 313? Yes No

Will all of the property for which you are requesting an appraised value limitation be free of a tax abatement agreement entered into by a school district for the duration of the limitation? Yes No

WAGE AND EMPLOYMENT INFORMATION

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

The last complete calendar quarter before application review start date is the:

First Quarter Second Quarter Third Quarter Fourth Quarter of 2012 (year)

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 TWC? 0

Note: For job definitions see TAC §9.1051(14) and Tax Code 313.021(3). If the applicant intends to apply a definition for "new job" other than TAC §9.1051(14)(C), then please provide the definition of "new job" as used in this application. N/A

Total number of new jobs that will have been created when fully operational 5

Do you plan to create at least 25 new jobs (at least 10 new jobs for rural school districts) on the land and in connection with the new building or other improvement? Yes No

Do you intend to request that the governing body waive the minimum new job creation requirement, as provided under Tax Code §313.025(f-1)? Yes No

If you answered "yes" to the question above, attach evidence documenting that the new job creation requirement above exceeds the number of employees necessary for the operation, according to industry standards. Note: Even if a minimum new job waiver is provided, 80% of all new jobs must be qualifying jobs pursuant to Texas Tax Code, §313.024(d).

What is the maximum number of qualifying jobs meeting all criteria of §313.021(3) you are committing to create? 4

If this project creates more than 1,000 new jobs, the minimum required wage for this project is 110% of the average county weekly wage for all jobs as described by 313.021(3)(E)(ii).

If this project creates less than 1,000 new jobs, does this district have territory in a county that meets the demographic characteristics of 313.051(2)? (see table of information showing this district characteristic at: <http://www.window.state.tx.us/taxinfo/proptax/hb1200/values.html>)

If yes, the applicant must meet wage standard described in 313.051(b) (110% of the regional average weekly wage for manufacturing)

If no, the applicant shall designate one of the wage standards set out in §§313.021(5)(A) or 313.021(5)(B).

WAGE AND EMPLOYMENT INFORMATION (CONTINUED)

For the following three wage calculations please include on an attachment the four most recent quarters of data for each wage calculation. Show the average and the 110% calculation. Include documentation from TWC Web site. 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(7).

110% of the county average weekly wage for all jobs (all industries) in the county is \$595.65
 110% of the county average weekly wage for manufacturing jobs in the county is \$623.98
 110% of the county average weekly wage for manufacturing jobs in the region is \$583.87

Please identify which Tax Code section you are using to estimate the wage standard required for this project:

§313.021(5)(A) or §313.021(5)(B) or §313.021(3)(E)(II), or §313.051(b)?

What is the estimated minimum required annual wage for each qualifying job based on the qualified property? \$32,446.70

What is the estimated minimum required annual wage you are committing to pay for each of the qualifying jobs you create on the qualified property? \$45,000.00

- Will 80% of all new jobs created by the owner be qualifying jobs as defined by 313.021(3)? Yes No
- Will each qualifying job require at least 1,600 of work a year? Yes No
- Will any of the qualifying jobs be jobs transferred from one area of the state to another? Yes No
- Will any of the qualifying jobs be retained jobs? Yes No
- Will any of the qualifying jobs be created to replace a previous employee? Yes No
- Will any required qualifying jobs be filled by employees of contractors? Yes No
- If yes, what percent? 60%

Does the applicant or contractor of the applicant offer to pay at least 80% of the employee's health insurance premium for each qualifying job? Yes No

Describe each type of benefits to be offered to qualifying jobholders. (Use attachments as necessary.)

Medical Insurance (w/co paying at least 80% of premiums for employee only coverage. Paid holidays and vacation, 401(k) Retirement Savings Plan

ECONOMIC IMPACT

- Is an Economic Impact Analysis attached (If supplied by other than the Comptroller's office)? Yes No
- Is Schedule A completed and signed for all years and attached? Yes No
- Is Schedule B completed and signed for all years and attached? Yes No
- Is Schedule C (Application) completed and signed for all years and attached? Yes No
- Is Schedule D completed and signed for all years and attached? Yes No

Note: Excel spreadsheet versions of schedules are available for download and printing at URL listed below.

If there are any other payments made in the state or economic information that you believe should be included in the economic analysis, please attach a separate schedule showing the amount for each year affected, including an explanation.

CONFIDENTIALITY NOTICE

Property Tax Limitation Agreement Applications
Texas Government Code Chapter 313
Confidential Information Submitted to the Comptroller

Generally, an application for property tax value limitation, the information provided therein, and documents submitted in support thereof, are considered public information subject to release under the Texas Public Information Act.

There is an exception, outlined below, by which information will be withheld from disclosure.

The Comptroller's office will withhold information from public release if:

- 1) it describes the specific processes or business activities to be conducted or the specific tangible personal property to be located on real property covered by the application;
- 2) the information has been segregated in the application from other information in the application; and
- 3) the party requesting confidentiality provides the Comptroller's office a list of the documents for which confidentiality is sought and for each document lists the specific reasons, including any relevant legal authority, stating why the material is believed to be confidential.

All applications and parts of applications which are not segregated and marked as confidential as outlined above will be considered public information and will be posted on the internet.

Such information properly identified as confidential will be withheld from public release unless and until the governing body of the school district acts on the application, or we are directed to do so by a ruling from the Attorney General.

Other information in the custody of a school district or the comptroller submitted in connection with the application, including information related to the economic impact of a project or the essential elements of eligibility under Texas Tax Code, Chapter 313, such as

the nature and amount of the projected investment, employment, wages, and benefits, will not be considered confidential business information and will be posted on the internet.

All documents submitted to the Comptroller, as well as all information in the application once the school district acts thereon, are subject to public release unless specific parts of the application or documents submitted with the application are identified as confidential. Any person seeking to limit disclosure of such submitted records is advised to consult with their legal counsel regarding disclosure issues and also to take the appropriate precautions to safeguard copyrighted material, trade secrets, or any other proprietary information. The Comptroller assumes no obligation or responsibility relating to the disclosure or nondisclosure of information submitted by respondents. A person seeking to limit disclosure of information must submit in writing specific detailed reasons, including any relevant legal authority, stating why that person believes the material to be confidential.

The following outlines how the Comptroller's office will handle requests for information submitted under the Texas Public Information Act for application portions and submitted records appropriately identified as confidential.

- This office shall forward the request for records and a copy of the documents at issue to the Texas Attorney General's office for an opinion on whether such information may be withheld from disclosure under the Texas Public Information Act.
- The Comptroller will notify the person who submitted the application/documents when the information is forwarded to the Attorney General's office.
- Please be aware that this Office is obligated to comply with an Attorney General's decision, including release of information ruled public even if it was marked confidential.

COMPANY CHECKLIST AND REQUESTED ATTACHMENTS

Checklist	Page X of 16	Check Completed
1 Certification pages signed and dated by Authorized Business Representative (applicant)	4 of 16	✓
2 Proof of Payment of Application Fee (Attachment)	5 of 16	✓
3 For applicant members, documentation of Combined Group membership under Texas Tax Code 171.0001(7) (If Applicable) (Attachment)	5 of 16	✓
4 Detailed description of the project	6 of 16	✓
5 If project is located in more than one district, name other districts and list percentage in each district (Attachment)	7 of 16	✓
6 Description of Qualified Investment (Attachment)	8 of 16	✓
7 Map of qualified investment showing location of new buildings or new improvements with vicinity map.	8 of 16	✓
8 Description of Qualified Property (Attachment)	8 of 16	✓
9 Map of qualified property showing location of new buildings or new improvements with vicinity map	8 of 16	✓
10 Description of Land (Attachment)	9 of 16	✓
11 A detailed map showing location of the land with vicinity map.	9 of 16	✓
12 A description of all existing (if any) improvements (Attachment)	9 of 16	✓
13 Request for Waiver of Job Creation Requirement (if applicable) (Attachment)	9 of 16	✓
14 Calculation of three possible wage requirements with TWC documentation. (Attachment)	10 of 16	✓
15 Description of Benefits	10 of 16	✓
16 Economic Impact (if applicable)	10 of 16	✓
17 Schedule A completed and signed	13 of 16	✓
18 Schedule B completed and signed	14 of 16	✓
19 Schedule C (Application) completed and signed	15 of 16	✓
20 Schedule D completed and signed	16 of 16	✓
21 Map of Reinvestment Zone (Attachment) (Showing the actual or proposed boundaries and size, Certified to be accurate by either the government entity creating the zone, the local appraisal district, or a licensed surveyor, with vicinity map)*	9 of 16	✓
22 Order, Resolution, or Ordinance Establishing the Zone (Attachment)*	9 of 16	✓
23 Legal Description of Reinvestment Zone (Attachment)*	9 of 16	✓
24 Guidelines and Criteria for Reinvestment Zone(Attachment)*	9 of 16	✓

*To be submitted with application or before date of final application approval by school board.

Schedule A (Rev. Jan. 2010): Investment

PROPERTY INVESTMENT AMOUNTS

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

	Year	School Year (YYYY-YYYY)	Tax Year (fill in actual tax year below) YYYY	Column A: Tangible Personal Property The amount of new investment (original cost) placed in service during this year	Column B: Building or Permanent Nonremovable Component of Building (rental amount only)	Column C: Sum of A and B Qualifying Investment (during the qualifying time period)	Column D: Other Investment That is not qualified investment but investment affecting economic impact and total value	Column E: Total Investment (A+B+C)
The year preceding the last complete tax year of the qualifying time period (assuming no deferrals):	Investment made before filing complete application with district (as this qualified property not eligible to become qualified investment)					X		
	Investment made after filing complete application with district, but before final board approval of application (eligible to become qualified property)							
	Investment made after final board approval of application and before Jan. 1 of first complete tax year of qualifying time period (qualified investment and eligible to become qualified property)							
Complete tax years of qualifying time period	1					X		
	2							
	3							
	4							
	5							
	6							
	7							
	8							
	9							
	10							
Credit Settle-Up Period (with 50% carry credit)	Continue to Maintain Value Present	11						
		12						
		13						
Post-Settle-Up Period		14						
Post-Settle-Up Period		15						

Qualifying Time Period usually begins with the final board approval of the application and extends generally for the following two complete tax years.

- Column A:** This represents the total dollar amount of planned investment in tangible personal property the applicant considers qualified investment - as defined in Tax Code §313.021(1)(A)-(D). For the purposes of investment, please list amount invested each year, not cumulative totals. [For the years outside the qualifying time period, this number should simply represent the planned investment in tangible personal property]. Include estimates of investment for "replacement" property - property that is part of original agreement but scheduled for probable replacement during limitation period.
- Column B:** The total dollar amount of planned investment each year in buildings or nonremovable component of buildings that the applicant considers qualified investment under Tax Code §313.021(1)(E). For the years outside the qualifying time period, this number should simply represent the planned investment in new buildings or nonremovable components of buildings.
- Column D:** Dollar value of other investment that may not be qualified investment but that may affect economic impact and total value - for planning, construction and operation of the facility. The most significant example for many projects would be land. Other examples may be items such as professional services, etc. Note: Land can be listed as part of investment during the "pre-year 1" time period. It cannot be part of qualifying investment.

Notes: For advanced clean energy projects, nuclear projects, projects with deferred qualifying time periods, and projects with lengthy application review periods, insert additional rows as needed.

This schedule must be submitted with the original application and any application for tax credit. When using this schedule for any purpose other than the original application, replace original estimates with actual appraisal district data for past years and update estimates for current and future years. If original estimates have not changed, enter those amounts for future years.

SIGNATURE OF AUTHORIZED COMPANY REPRESENTATIVE

DATE

Schedule B (Rev. Jan. 2010): Estimated Market and Taxable Value

Applicant Name

ISD Name

Year	School Year (YYYYYY)	Tax Year (If in actual tax year) YYYY	Qualified Property		Reductions From Market Value	Estimated Taxable Value		
			Estimated Market Value of Land	Estimated Total Market Value of new buildings or other new improvements	Estimated Total Market Value of tangible personal property in the new building or "in or on the new improvement"	Exempted Value	Final taxable value for MSO - after all reductions	Final taxable value for M&O - after all reductions
		pre-year 1						
Complete tax years of qualifying time period		1						
		2						
		3						
Tax Credit Period (with 50% cap on credit)	Value Limitation Period	4						
		5						
		6						
		7						
		8						
		9						
		10						
Credit Settle-Up period	Contribution to Main/In-Place Presence	11						
		12						
		13						
Post-Settle-Up Period		14						
Post-Settle-Up Period		15						

Notes: Market value in future years is good faith estimate of future taxable value for the purposes of property taxation.

This schedule must be submitted with the original application and any application for tax credit. When using this schedule for any purpose other than the original application, replace original estimates with actual appraisal district data for past years and update estimates for current and future years. If original estimates have not changed, enter those amounts for future years.

SIGNATURE OF AUTHORIZED COMPANY REPRESENTATIVE

DATE

Schedule C - Application: Employment Information

Applicant Name _____

ISD Name _____

	Year	School Year (YYYY-YYYY)	Tax Year (Full Inactive tax year) YYYY	Construction		New Jobs	Qualifying Jobs			
				Column A: Number of Construction FTEs or man-hours (specify)	Column B: Average annual wage rates for construction workers	Column C: Number of new jobs applicant commits to create (cumulative)	Column D: Average annual wage rate for all new jobs	Column E: Number of qual- ifying jobs appli- cant commits to create meeting all criteria of Sec. 518.021(3) (cumulative)	Column F: Average annual wage of qualifying jobs	
	pre-year 1									
Tax Credit Period (with 50% cap on credit)	Complete the years of qualify- ing time period	1								
		2								
		3								
		4								
		5								
	Value Limitation Period		6							
			7							
			8							
			9							
			10							
Credit Settle-Up period	Continue to Maintain Value Presence	11								
		12								
		13								
Post-Settle-Up Period		14								
Post-Settle-Up Period		15								

Notes: For job definitions see TAC §9.1051(14) and Tax Code §313.021(3).

This schedule must be submitted with the original application and any application for tax credit. When using this schedule for any purpose other than the original application, replace original estimates with actual appraisal district data for past years and update estimates for current and future years. If original estimates have not changed, enter those amounts for future years.

SIGNATURE OF AUTHORIZED COMPANY REPRESENTATIVE _____

DATE _____

Schedule D: (Rev. Jan. 2010): Other Tax Information

Applicant Name

ISD Name

	Year	School Year (YYYY)	Tax/Calendar Year (YYYY)	Sales Tax Information		Franchise Tax	Other Property Tax Abatements Sought			
				Sales Taxable Expenditures		Franchise Tax	County	City	Hospital	Other
				Column F: Estimate of total annual expenditures* subject to state sales tax	Column G: Estimate of total annual expenditures* made in Taxes NOT subject to sales tax	Column H: Estimate of franchise tax due from (or attributable to) the applicant	Fill in percent age exemption requested or granted in each year of the agreement	Fill in percent age exemption requested or granted in each year of the agreement	Fill in percent age exemption requested or granted in each year of the agreement	Fill in percent age exemption requested or granted in each year of the agreement
The year preceding the first complete tax year of the qualifying time period (assuming no deferrals)	1									
	2									
	3									
	4									
	5									
	6									
Complete tax years of qualifying time period	7									
	8									
	9									
	10									
	11									
Tax Credit Period (with 50% cap on credit)	12									
	13									
Cost Set-Up Period	14									
	15									
Post-Set-Up Period										

*For planning, construction and operation of the facility

SIGNATURE OF AUTHORIZED COMPANY REPRESENTATIVE

DATE

ATTACHMENT 2

Proof of payment attached.

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)*

ATTACHMENT 3

Not Applicable.

ATTACHMENT 4

Description of the Project

Whitetail Wind Energy, LLC ("Whitetail Wind") is requesting a Chapter 313 Appraised Value Limitation Agreement from Webb CISD ("WCISD") for a proposed renewable energy project using wind turbines (wind farm) to be constructed in eastern Webb County.

The wind farm will be constructed as one single phase, and is expected to be fully operational by the end of 2012, within a reinvestment zone established by Webb County Commissioners Court and wholly located within the boundaries of WCISD. A map showing the location of the wind farm is furnished as part of Attachment 7. This map is the area boundary of the Whitetail Wind project that Webb County Commissioners Court designated as a reinvestment zone at their September 26, 2011 meeting. The legal description of the land included in the proposed reinvestment zone is attached as Attachment 23. The resolution establishing the reinvestment zone is included herein as Attachment 22.

The wind farm will have an estimated capacity of 92 megawatts. To construct the wind farm, Whitetail Wind will install an estimated 57 GE 1.6 MW capacity each wind turbines (or its equivalent subject to completion of wind turbine selection and procurement process) in Webb CISD. In addition to the wind turbines, a project electrical sub-station, collection system, and associated electrical connections will be installed to permit the interconnection and transmission of electricity generated by the wind turbines. An operations and maintenance building is also expected to be constructed on the wind farm site.

Construction of the wind farm is proposed to begin in June of 2012 and take approximately seven months to complete, with commercial operations estimated to begin in December 2012. At the peak of construction an estimated 100 construction workers are expected to be employed at the project site, and when complete the project is expected to have five permanent employees on site.

MAP Royalty, Inc. ("MAP"), one of the developers and early investors in the adjacent Cedro Hill Wind Project and the current owner of Whitetail Wind Energy, LLC, develops wind farms in different states around the United States of America. They have the ability to locate or relocate in another state, another region of Texas, or another region of the world. Whitetail Wind believes, however, that the proposed site in Webb County is a desirable business location. Receiving the Appraised Value Limitation from the school district is vital to obtaining financing and to maintaining the economic competitiveness of the project with other projects currently being developed by MAP and by others.

ATTACHMENT 5

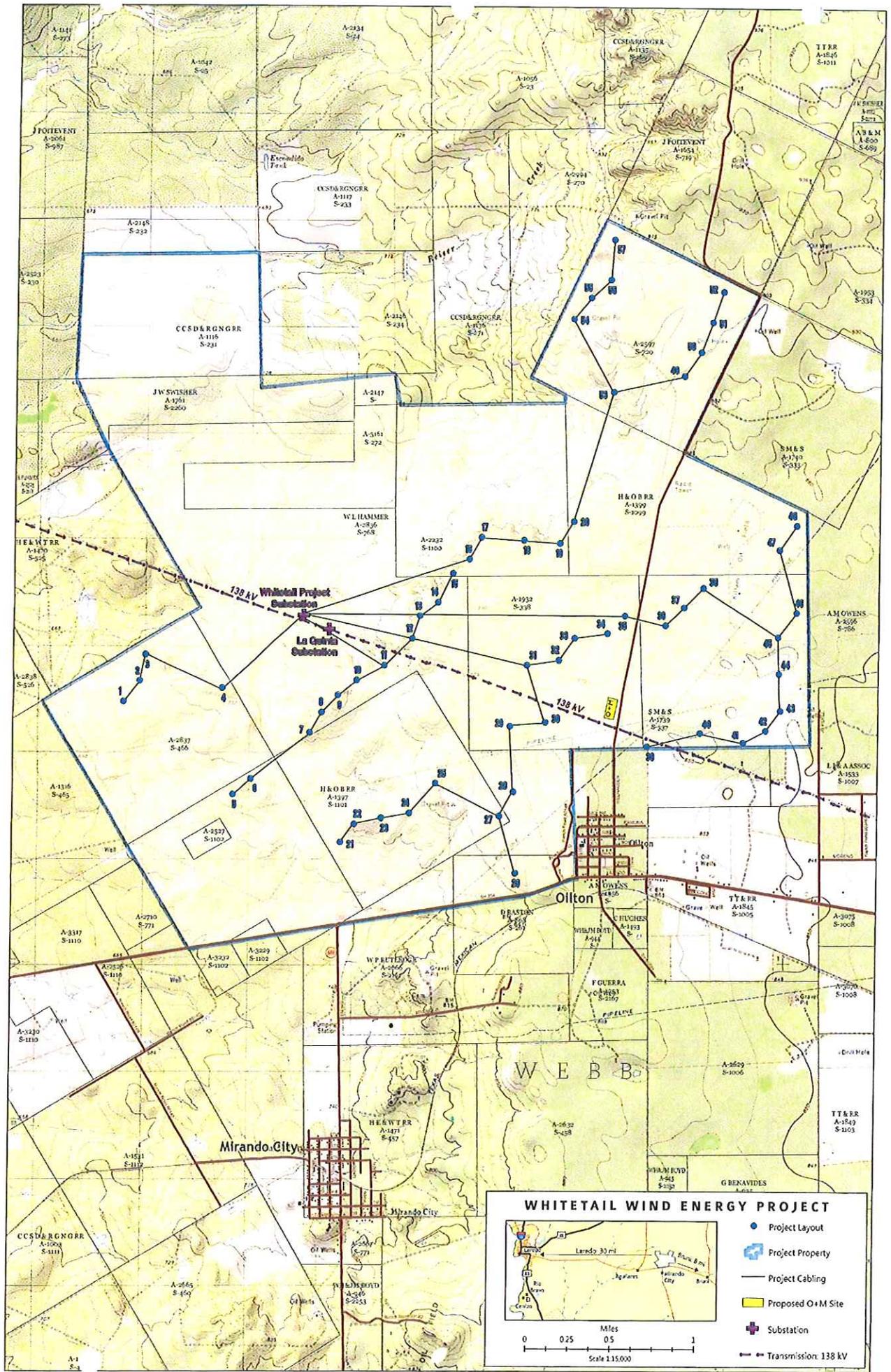
The project is 100% located in Webb CISD

ATTACHMENT 6

The wind farm will have an estimated initial capacity of 92 megawatts. To construct the wind farm, Whitetail Wind will install an estimated 57 GE 1.6 MW capacity each wind turbines in Webb CISD (or its equivalent subject to completion of wind turbine selection and procurement process). This application covers qualified property necessary for the commercial operations of the wind farm. Qualified property includes, but is not limited to, turbines, towers, pads, electrical interconnections, project electrical substations, collection system, transmission lines, met towers, foundations, roads, operations and maintenance buildings, spare parts, and control systems necessary for commercial generation of electricity.

ATTACHMENT 7

See attached maps (wind farm map with project boundaries, tentative turbine locations, and the reinvestment zone, vicinity map, and Webb CISD map)



WHITETAIL WIND ENERGY PROJECT

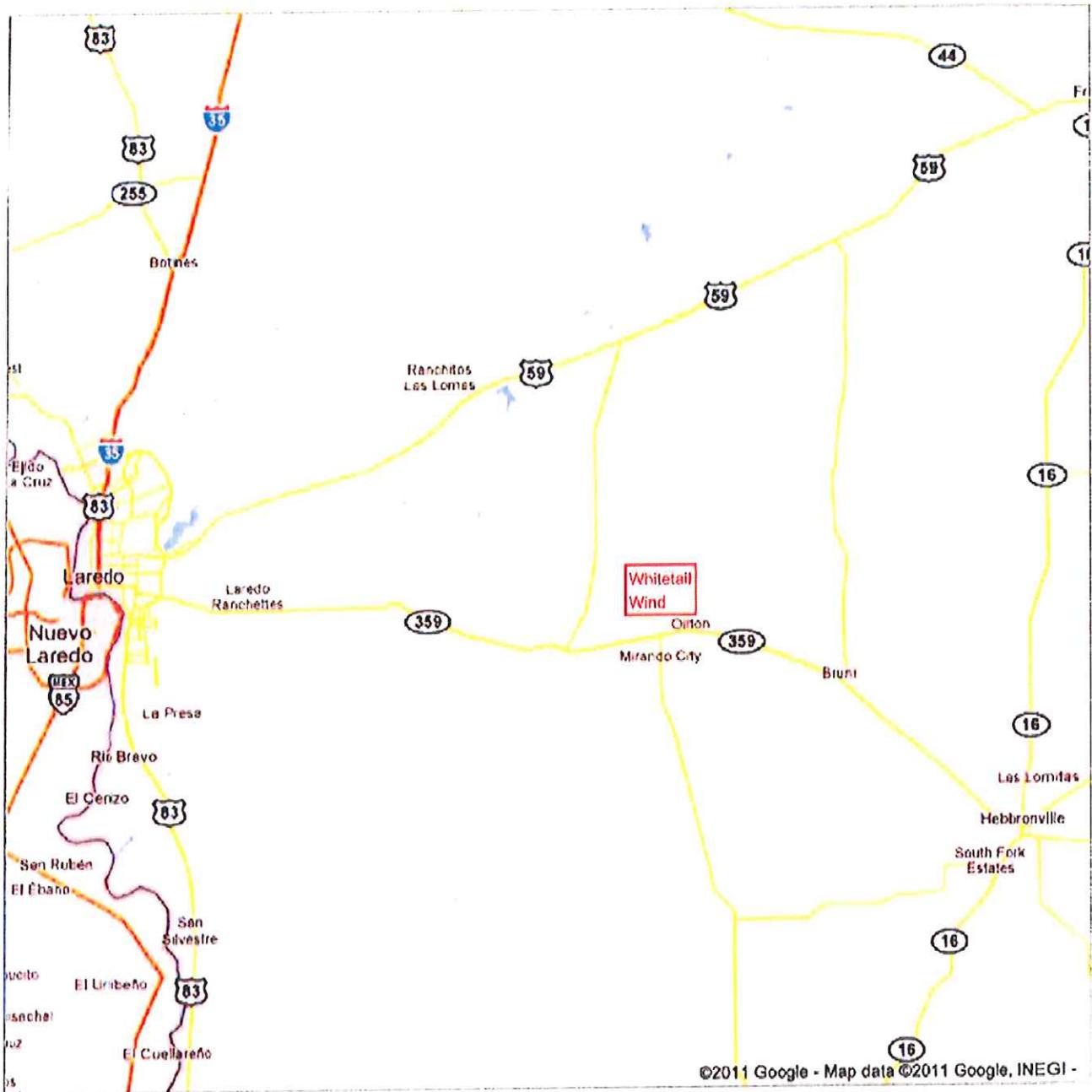
- Project Layout
- Project Property
- Project Cabling
-
 Proposed O+M Site
- + Substation
- Transmission: 138 kV

Miles

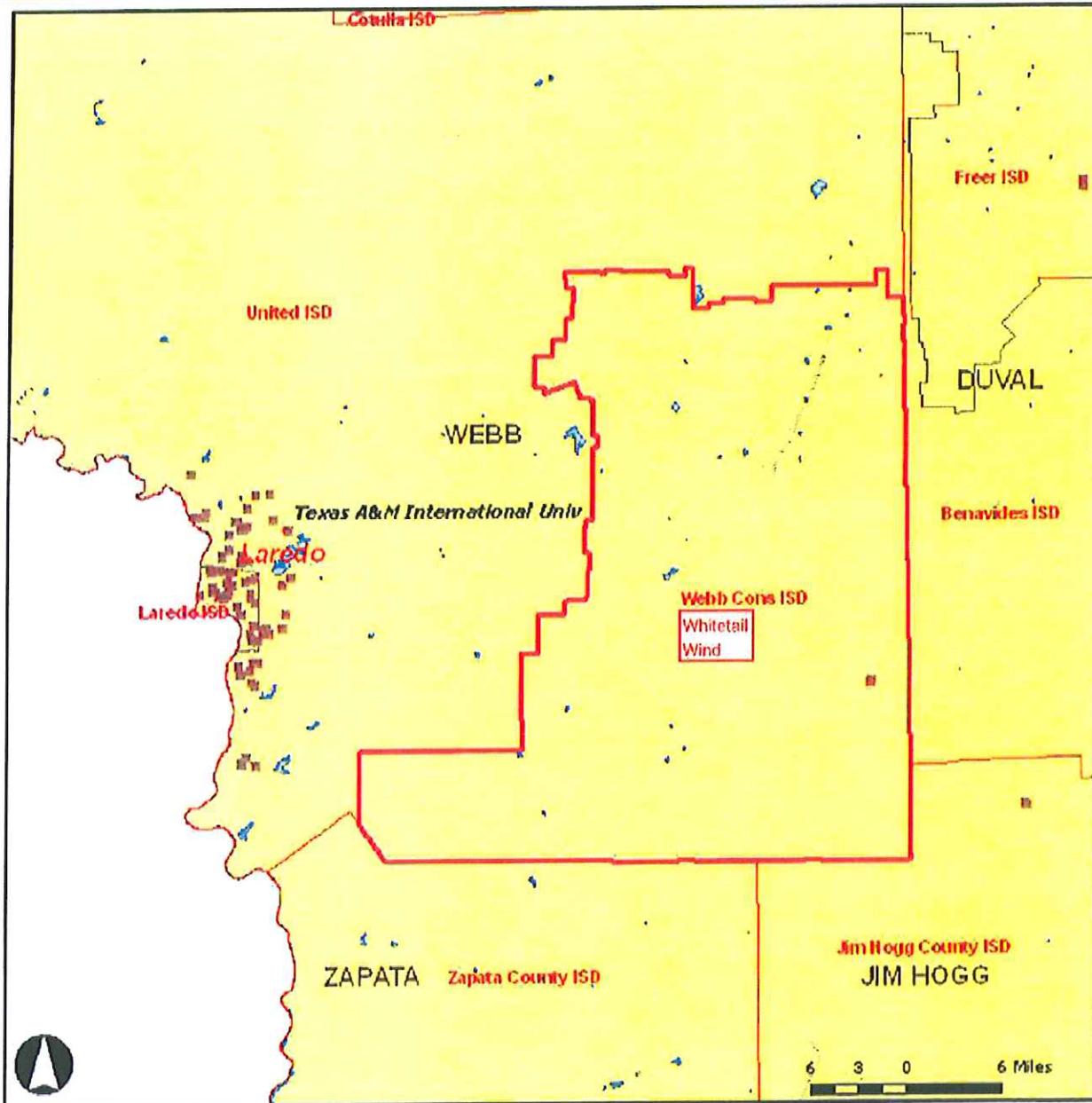
0 0.25 0.5 1

Scale 1:15,000

WHITETAIL WIND ENERGY, LLC - VICINITY MAP - WEBB CISD



WHITETAIL WIND ENERGY, LLC - WEBB CISD MAP



Schools4

- Schools

HigherEd

- Universities

Cities

- Major Cities

Gulf

- Gulf

Counties1

- Counties

Counties3

Hydrology

Districts2

School Districts

- School Districts

Districts

Texas

- Texas

Cities

- Major Cities

Gulf

- Gulf

Texas

- Texas

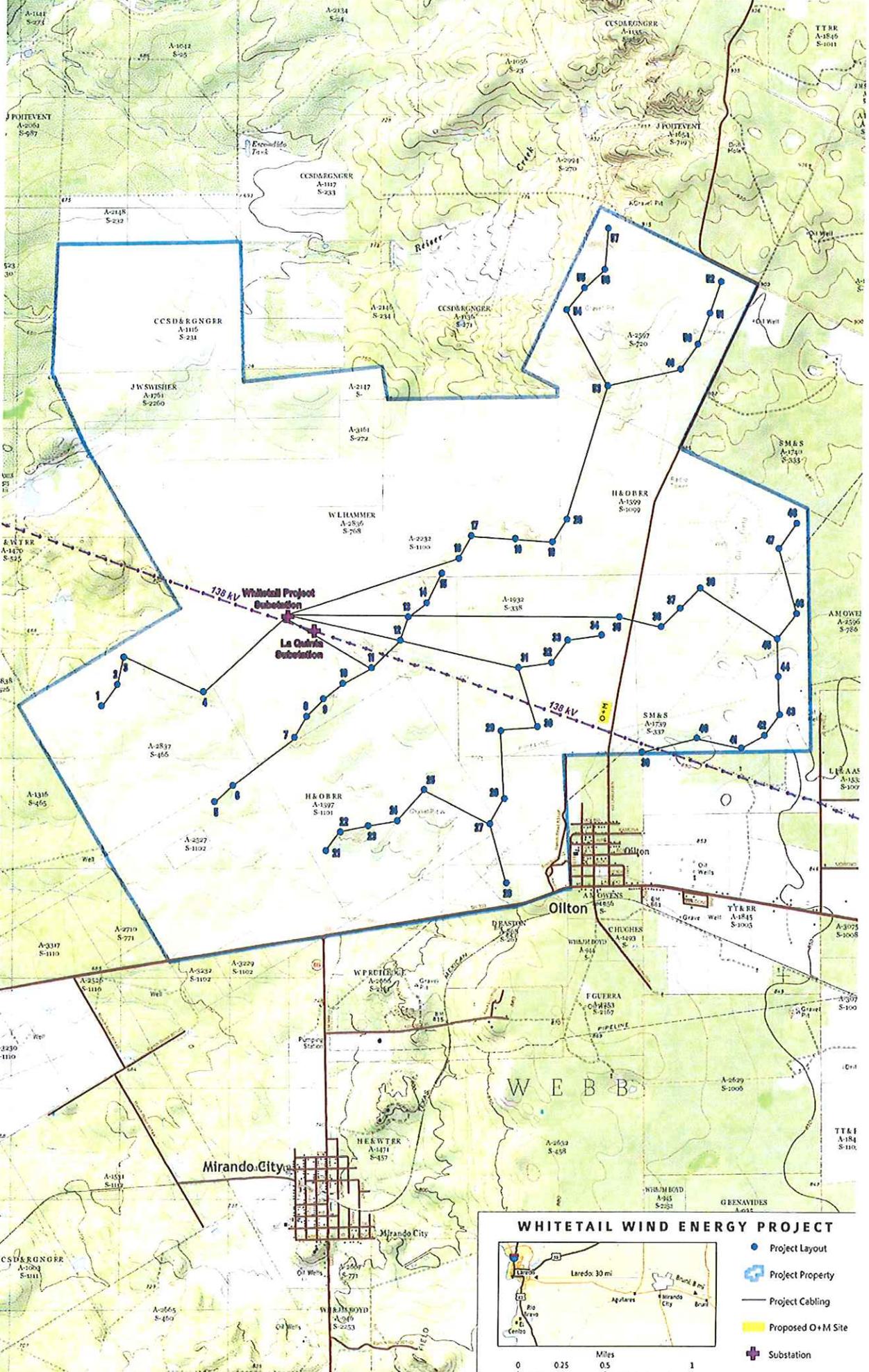
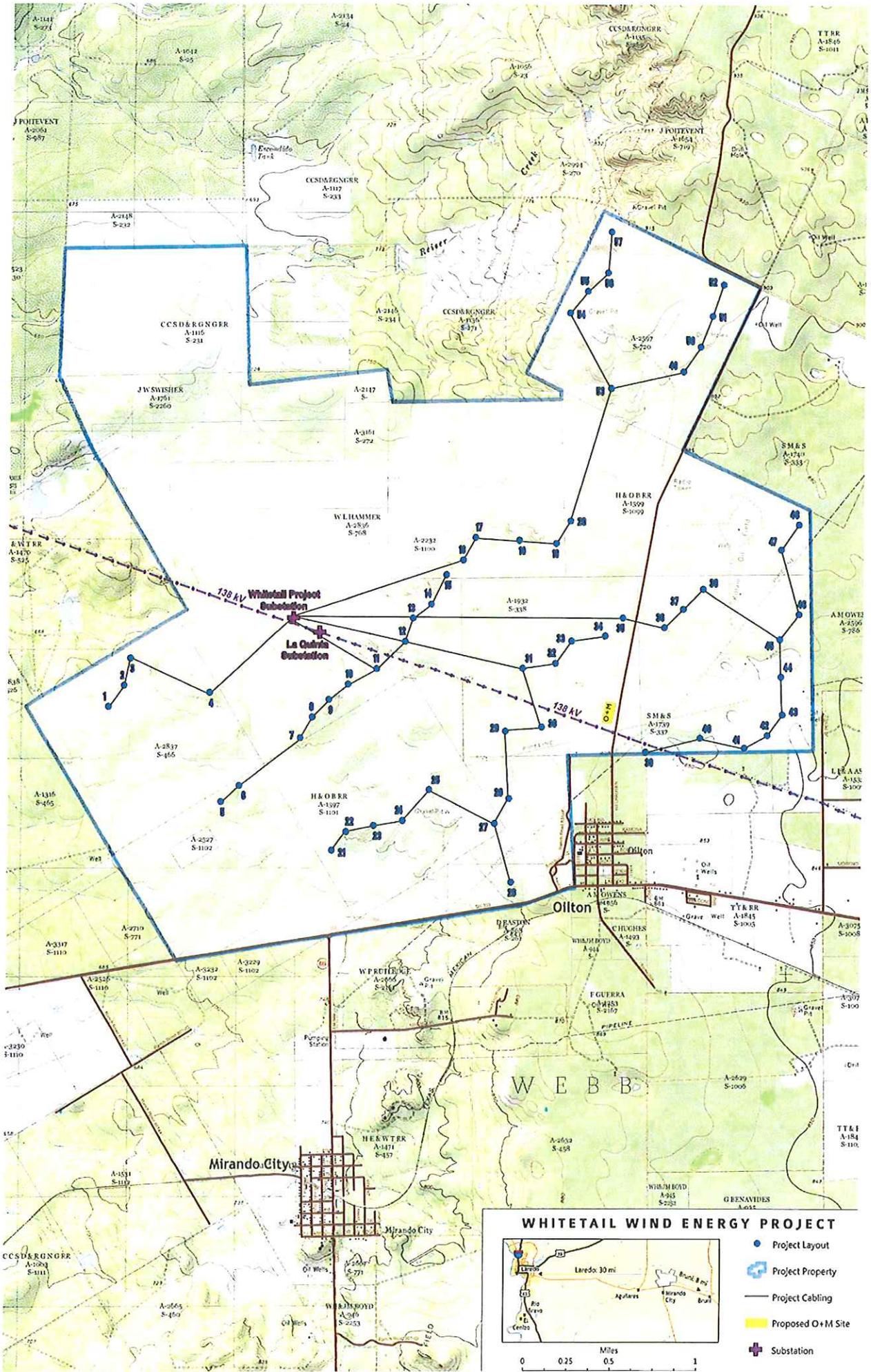
ATTACHMENT 8

The wind farm will have an estimated initial capacity of 92 megawatts. To construct the wind farm, Whitetail Wind will install an estimated 57 GE 1.6 MW capacity each wind turbines in Webb CISD (or its equivalent subject to completion of wind turbine selection and procurement process). This application covers qualified property necessary for the commercial operations of the wind farm. Qualified property includes, but is not limited to, turbines, towers, pads, electrical interconnections, project electrical substations, transmission lines, met towers, foundations, operations and maintenance buildings, spare parts, and control systems necessary for commercial generation of electricity.

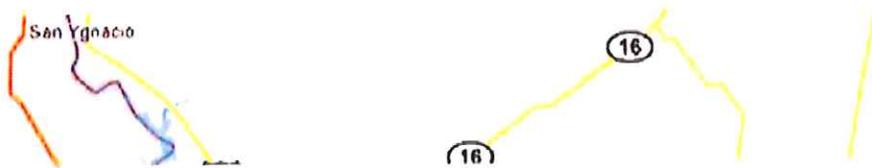
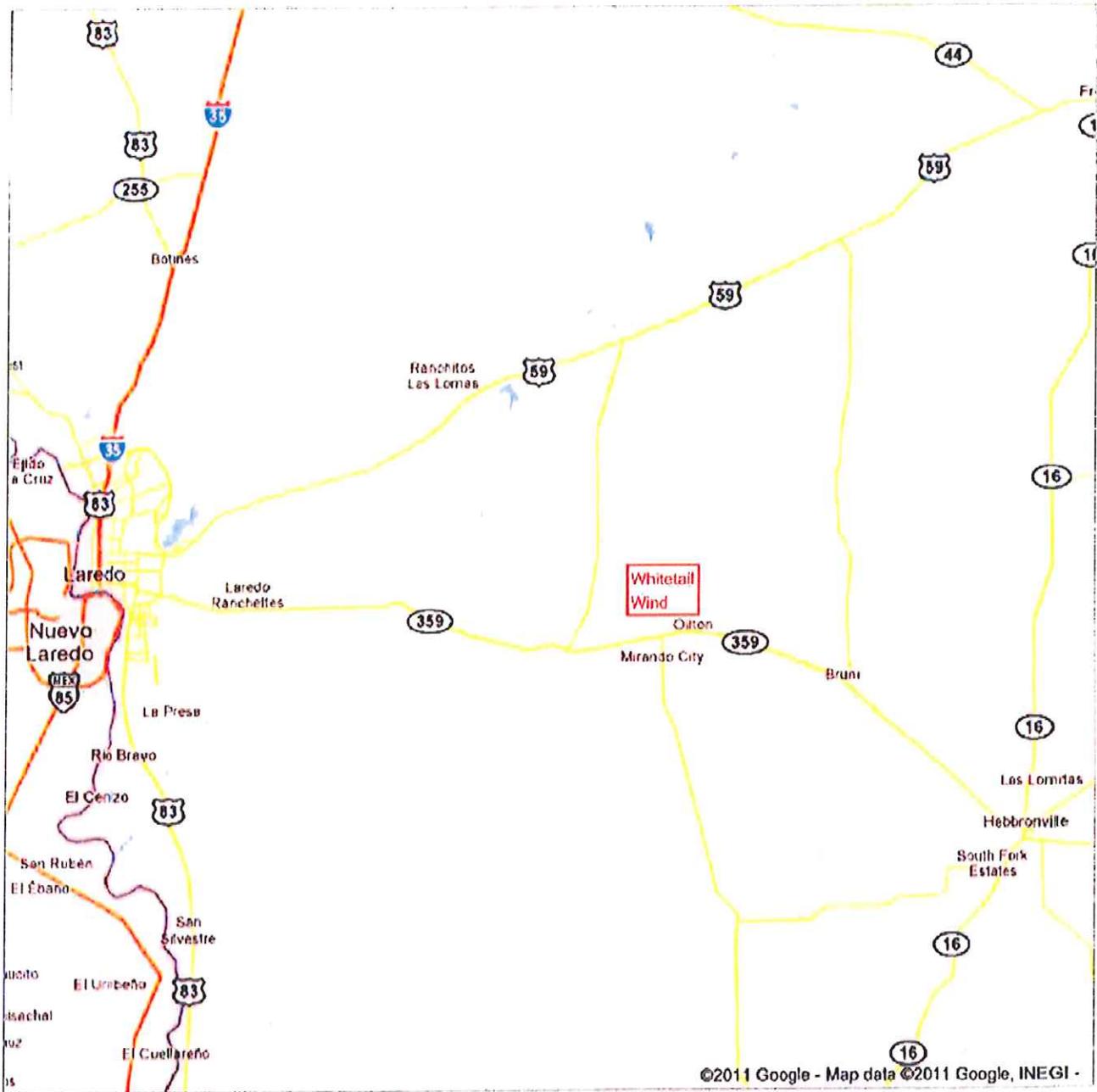
ATTACHMENT 9

Map of Qualified Property showing location of improvement with vicinity map

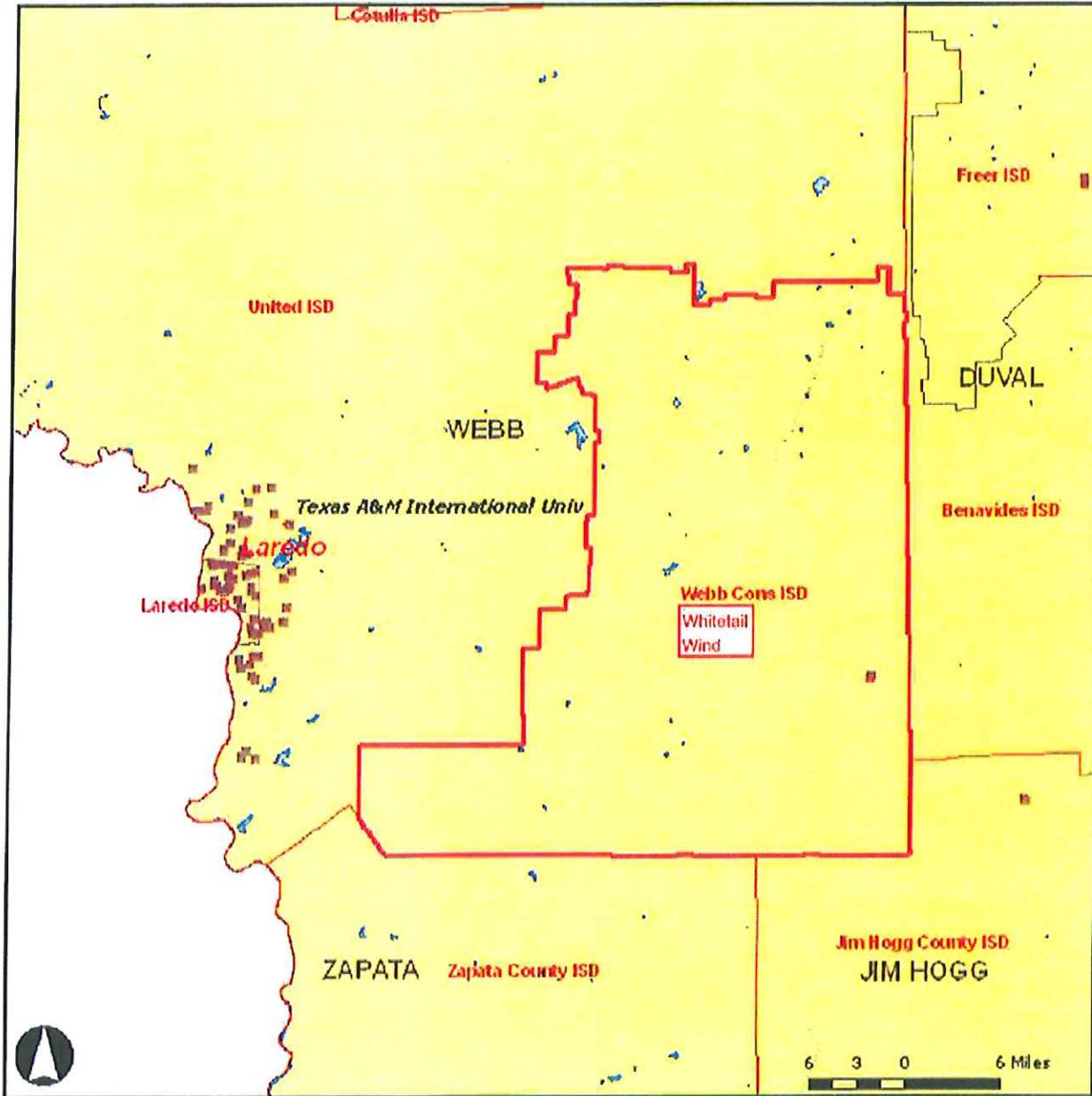
See attached maps (wind farm map with project boundaries, tentative turbine locations, vicinity map, and Webb CISD map)



WHITETAIL WIND ENERGY, LLC - VICINITY MAP - WEBB CISD



WHITETAIL WIND ENERGY, LLC - WEBB CISD MAP



Schools4

■ Schools

HigherEd

★ Universities

Cities

● Major Cities

Gulf

■

Counties1

□ Counties

Counties3

Hydrology

■

Districts2

■

School Districts

■ School Districts

Districts

Texas

□

Cities

● Major Cities

Gulf

■

Texas

□

ATTACHMENT 10

Legal Description Land

The legal description of the land within the project, being the same as that in the reinvestment zone, is attached. The entire project will be on leased land described herein. As such, the land will not be considered part of qualified property. Land account numbers, owner names, appraisal district account numbers, and taxable values are not applicable.

Attachment 10

**Whitetail Wind Energy LLC
Webb County, Texas**

Parcel #	Survey	Abstract	Acreage
1	231	1116	455.9
2	272	3161, 2147	344.2
3	466	2837	640.0
4	768	2836	1337.0
5	1100	2232	480.0
6	1101	1397	320.0
7	1102	3229, 3232, 2527	559.5
8	2260	1761	204.7
9	1101	1397	320.0
10	786	1956	202.8
11	261	868	101.5
12	338	1932	640.0
13	337	1739	583.2
14	1099	1399	838.3
15	1100	2232	169.7
16	720	2597	640.0
17	2161	2666	57.3

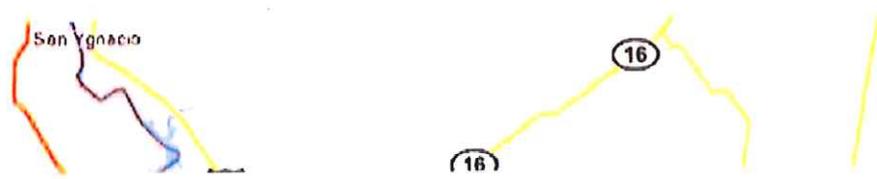
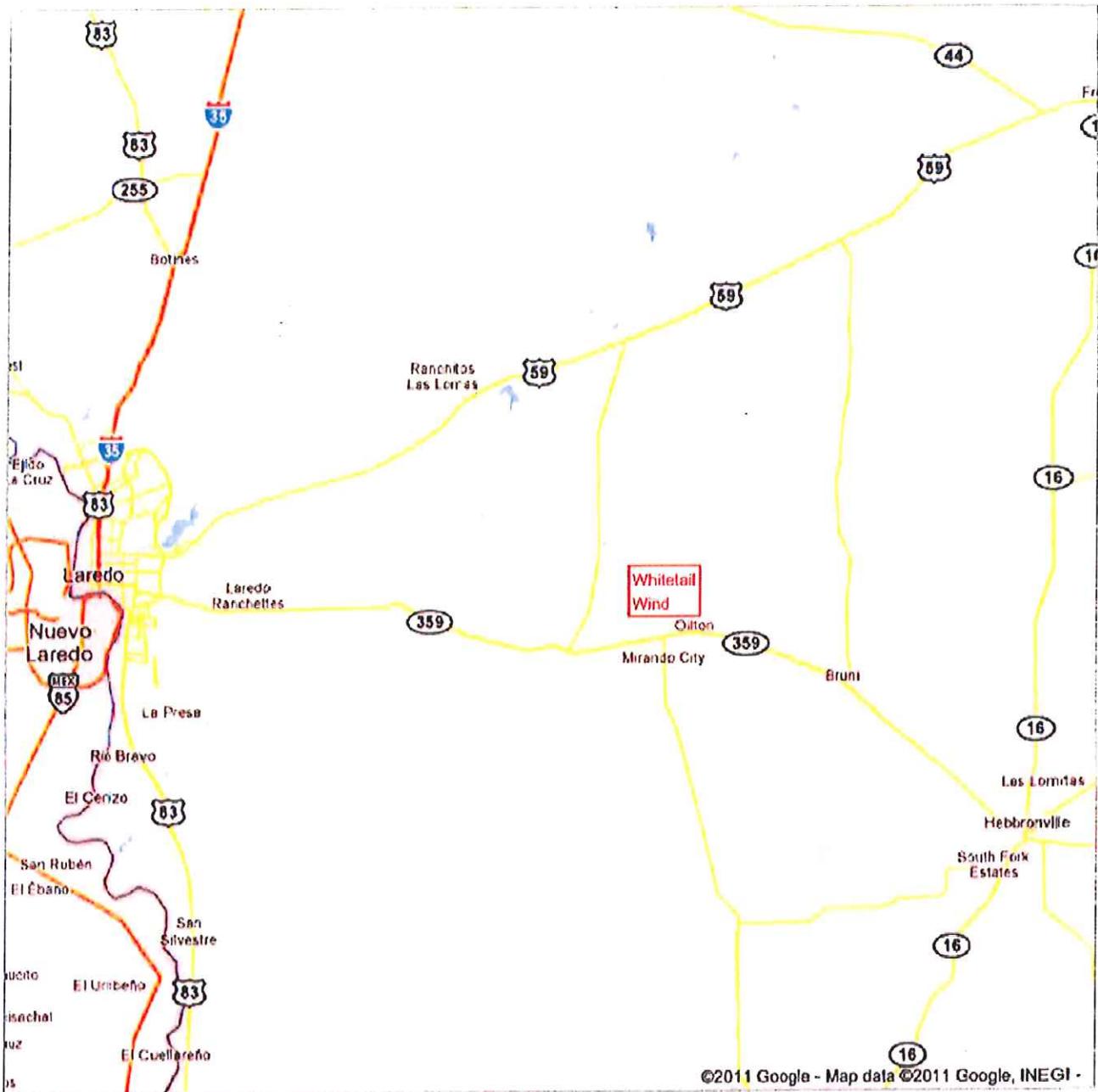
TOTALS

7894.0

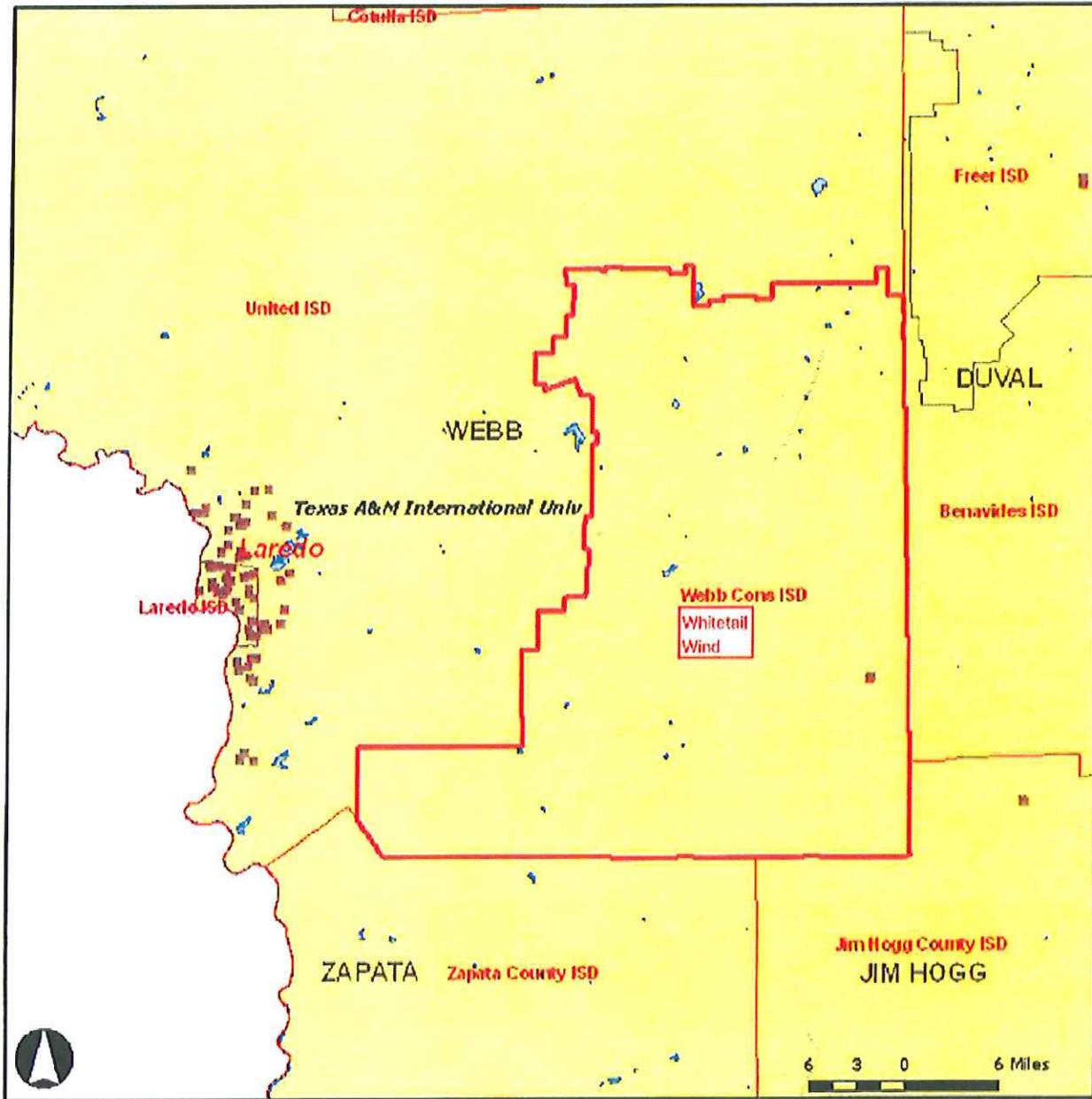
ATTACHMENT 11

Please see attached maps

WHITETAIL WIND ENERGY, LLC - VICINITY MAP - WEBB CISD



WHITETAIL WIND ENERGY, LLC - WEBB CISD MAP



Schools4

■ Schools

HigherEd

★ Universities

Cities

● Major Cities

Gulf

■

Counties1

□ Counties

Counties3

Hydrology

■

Districts2

■

School Districts

□ School Districts

Districts

Texas

■

Cities

● Major Cities

Gulf

■

Texas

■

ATTACHMENT 12

There are no existing wind farm related improvements at the site as of May 14, 2012. Any improvements at the site belong to the landowners, not to Whitetail Wind Energy, LLC and are not part of this agreement

ATTACHMENT TO APPLICATION FOR APPRAISED VALUE LIMITATION
ON QUALIFIED PROPERTY BY WHITETAIL WIND ENERGY, LLC TO WEBB CISO

ATTACHMENT 13

Please see attached letter requesting a waiver of the job creation requirement.

CUMMINGS WESTLAKE LLC

12837 Louetta Road, Suite 201 Cypress, Texas 77429-5611 713-266-4456 Fax: 713-266-2333

May 14, 2012

Dr. Severita Sanchez
Superintendent
Webb CISD
619 Ave F
Bruni, TX 78344

Re: Wind Project Job Creation – Whitetail Wind Energy, LLC

Dear Dr. Sanchez:

Whitetail Wind Energy, LLC requests that Webb CISD waive the job creation requirement as allowed by Tax Code §313.025(f-1). Our clients have provided background information on the creation of full-time jobs by a wind project. Wind projects create a large number of construction jobs but require a small number of highly skilled technicians to operate a wind project once commercial operations start.

The permanent employees of a wind project maintain and service wind turbines, underground electrical connections, substations, and other infrastructure associated with the safe and reliable operation of the project. Based upon a survey of our clients who are experienced developers and operators of large scale wind projects, we find that industry standard for permanent employment is one full-time employee for every fifteen turbines. This number can and does vary depending upon the operator, turbine type, and the support and technical assistance (warranty) offered by the turbine manufacturer.

In addition to the onsite employees described above, there may be asset managers or technicians who supervise, monitor, and support wind project operations from offsite locations.

If you have questions, please contact me at 713-266-4456 or by email @ wjackson@cwlp.net.

Sincerely,



J. Weston Jackson
Partner

cc: Mr. Dan King, Whitetail Wind Energy, LLC

ATTACHMENT 14

The calculation of the three possible wage requirements with TWC documentation is attached.

WHITETAIL WIND ENERGY, LLC
ATTACHMENT 14 TO CHAPTER 313 APPLICATION - WEBB CISD

CHAPTER 313 WAGE CALCULATION - ALL JOBS - ALL INDUSTRIES

QUARTER	YEAR	AVG WEEKLY WAGES*	ANNUALIZED
FIRST	2011	\$ 514.00	\$ 26,728.00
SECOND	2011	\$ 524.00	\$ 27,248.00
THIRD	2011	\$ 555.00	\$ 28,860.00
FOURTH	2011	\$ 573.00	\$ 29,796.00
AVERAGE		\$ 541.50	\$ 28,158.00
		X 110%	110%
		<u>\$ 595.65</u>	<u>\$ 30,973.80</u>

CHAPTER 313 WAGE CALCULATION - MANUFACTURING JOBS

QUARTER	YEAR	AVG WEEKLY WAGES*	ANNUALIZED
FIRST	2011	\$ 541.00	\$ 28,132.00
SECOND	2011	\$ 537.00	\$ 27,924.00
THIRD	2011	\$ 595.00	\$ 30,940.00
FOURTH	2011	\$ 596.00	\$ 30,992.00
AVERAGE		\$ 567.25	\$ 29,497.00
		X 110%	110%
		<u>\$ 623.98</u>	<u>\$ 32,446.70</u>

CHAPTER 313 WAGE CALCULATION - REGIONAL WAGE RATE

QUARTER	YEAR	AVG WEEKLY WAGES*	ANNUALIZED
	2010	\$ 530.79	\$ 27,601.00
		X 110%	110%
		<u>\$ 583.87</u>	<u>\$ 30,218.10</u>

* SEE ATTACHED TWC DOCUMENTATION

Quarterly Employment and Wages (QCEW)

[Back](#)

Page 1 of 1 (40 results/page)

Year	Period	Area	Ownership	Division	Level	Ind Code	Industry	Avg Weekly Wages
2011	1st Qtr	Webb County	Private	00	0	10	Total, All Industries	\$514
2011	2nd Qtr	Webb County	Private	00	0	10	Total, All Industries	\$524
2011	3rd Qtr	Webb County	Private	00	0	10	Total, All Industries	\$555
2011	4th Qtr	Webb County	Private	00	0	10	Total, All Industries	\$573

Quarterly Employment and Wages (QCEW)

[Back](#)

Page 1 of 1 (40 results/page)

Year	Period	Area	Ownership	Division	Level	Ind Code	Industry	Avg Weekly Wages
2011	1st Qtr	Webb County	Private	31	2	31-33	Manufacturing	\$541
2011	2nd Qtr	Webb County	Private	31	2	31-33	Manufacturing	\$537
2011	3rd Qtr	Webb County	Private	31	2	31-33	Manufacturing	\$595
2011	4th Qtr	Webb County	Private	31	2	31-33	Manufacturing	\$596

**2010 Manufacturing Wages by Council of Government Region
Wages for All Occupations**

COG	Wages	
	Hourly	Annual
Texas		
1. Panhandle Regional Planning Commission	\$18.60	\$38,683
2. South Plains Association of Governments	\$16.21	\$33,717
3. NORTEX Regional Planning Commission	\$18.34	\$38,153
4. North Central Texas Council of Governments	\$23.45	\$48,777
5. Ark-Tex Council of Governments	\$15.49	\$32,224
6. East Texas Council of Governments	\$17.63	\$36,672
7. West Central Texas Council of Governments	\$17.48	\$36,352
8. Rio Grande Council of Governments	\$15.71	\$32,683
9. Permian Basin Regional Planning Commission	\$19.90	\$41,398
10. Concho Valley Council of Governments	\$15.33	\$31,891
11. Heart of Texas Council of Governments	\$17.91	\$37,257
12. Capital Area Council of Governments	\$25.37	\$52,778
13. Brazos Valley Council of Governments	\$15.24	\$31,705
14. Deep East Texas Council of Governments	\$15.71	\$32,682
15. South East Texas Regional Planning Commission	\$27.56	\$57,333
16. Houston-Galveston Area Council	\$24.52	\$51,002
17. Golden Crescent Regional Planning Commission	\$20.07	\$41,738
18. Alamo Area Council of Governments	\$17.28	\$35,952
* 19. South Texas Development Council	\$13.27	\$27,601 *
20. Coastal Bend Council of Governments	\$21.55	\$44,822
21. Lower Rio Grande Valley Development Council	\$14.35	\$29,846
22. Texoma Council of Governments	\$18.10	\$37,651
23. Central Texas Council of Governments	\$17.21	\$35,788
24. Middle Rio Grande Development Council	\$13.21	\$27,471

Source: Texas Occupational Employment and Wages
 Data published: June 2011
 Data published annually, next update will be June 2012.

$$\begin{aligned} &\div 52 = \$530.79 \\ &\quad \times 110\% \\ &\hline & \$583.87 \end{aligned}$$

Note: Data is not supported by the Bureau of Labor Statistics (BLS).
 Wage data is produced from Texas OES data, and is not to be compared to BLS estimates.
 Data intended for TAC 313 purposes only.

ATTACHMENT 15

Whitetail Wind Energy, LLC employees will meet the qualifying job requirements under Texas Tax Code 313.021(5)(A). Whitetail Wind Energy, LLC will provide its employees with benefits including but not limited to the following:

- Medical Insurance (with company paying at least 80% of premiums for employee only coverage)
- Paid Holidays
- Paid Vacation
- 401(k) Retirement Savings Plan
- Skills Training

ATTACHMENT 16

The economic impact study will be performed by the Comptroller at a future date.

ATTACHMENT 17

Please see attached Schedule A

Schedule A (Rev. May 2010): Investment

Form 50-296

Applicant Name: WHITETAIL WIND ENERGY, LLC
 ISD Name: WEBB CISD

PROPERTY INVESTMENT AMOUNTS

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

Year	School Year (YYYY-YYYY)	Tax Year (Fill in actual tax year below) YYYY	Column A: Tangible Personal Property (original cost) placed in service during this year	Column B: Building or permanent nonremovable component of building (annual amount only)	Column C: Sum of A and B Qualifying investment (during the qualifying time period)	Column D: Other investment that is not qualified investment but investment affecting economic impact and total value	Column E: Total Investment (A+B+D)
The year preceding the first complete tax year of the qualifying time period (assuming no deferrals)	2012-2013	2012	0	0		0	0
			5,000,000	350,000		0	0
			114,650,000		114,650,000		114,650,000
			0	0	0	0	0
			0	0	0	0	0
			0	0	0	0	0
			0	0	0	0	0
			0	0	0	0	0
			0	0	0	0	0
			0	0	0	0	0
			0	0	0	0	0
			0	0	0	0	0
			0	0	0	0	0
			0	0	0	0	0
			0	0	0	0	0
Tax Credit Period (with 50% cap on credit)	2013-2014	2013	114,650,000		114,650,000		114,650,000
			0	0	0	0	0
			0	0	0	0	0
			0	0	0	0	0
			0	0	0	0	0
			0	0	0	0	0
			0	0	0	0	0
			0	0	0	0	0
			0	0	0	0	0
			0	0	0	0	0
			0	0	0	0	0
			0	0	0	0	0
			0	0	0	0	0
			0	0	0	0	0
			Credit Settle-Up Period	2014-2015	2014	0	0
0	0	0				0	0
0	0	0				0	0
0	0	0				0	0
0	0	0				0	0
0	0	0				0	0
0	0	0				0	0
0	0	0				0	0
0	0	0				0	0
0	0	0				0	0
0	0	0				0	0
0	0	0				0	0
0	0	0				0	0
0	0	0				0	0
Post-Settle-Up Period	2015-2016	2015				0	0
			0	0	0	0	0
			0	0	0	0	0
			0	0	0	0	0
			0	0	0	0	0
			0	0	0	0	0
			0	0	0	0	0
			0	0	0	0	0
			0	0	0	0	0
			0	0	0	0	0
			0	0	0	0	0
			0	0	0	0	0
			0	0	0	0	0
			0	0	0	0	0

Qualifying Time Period usually begins with the final board approval of the application and extends generally for the following two complete tax years.

Column A: This represents the total dollar amount of planned investment in tangible personal property the applicant considers qualified investment - as defined in Tax Code §313.021(1)(A)-(D). For the purposes of investment, please list amount invested each year, not cumulative totals.

Column B: Include estimates of investment for "replacement" property that is part of original agreement but scheduled for probable replacement during limitation period. The total dollar amount of planned investment each year in buildings or nonremovable component of buildings that the applicant considers qualified investment under Tax Code §313.021(1)(E).

Column D: For the years outside the qualifying time period, this number should simply represent the planned investment in new buildings or nonremovable components of buildings. Dollar value of other investment that may not be qualified investment but that may affect economic impact and total value for planning, construction and operation of the facility. The most significant example for many projects would be land. Other examples may be items such as professional services, etc. Note: Land can be listed as part of investment during the "pre-year 1" time period. It cannot be part of qualifying investment.

Notes: For advanced clean energy projects, nuclear projects, projects with deferred qualifying time periods, and projects with lengthy application review periods, insert additional rows as needed. This schedule must be submitted with the original application and any application for tax credit. When using this schedule for any purpose other than the original application, replace original estimates with actual appraisal district data for past years and update estimates for current and future years. If original estimates have not changed, enter those amounts for future years.

Signature:  Charles Zomsta ASST TREASURER
 Date: 6/12/12

SIGNATURE OF AUTHORIZED COMPANY REPRESENTATIVE DATE

ATTACHMENT 18

Please see attached Schedule B

Schedule B (Rev. May 2010): Estimated Market And Taxable Value
WHITETAIL WIND ENERGY, LLC
WEBB CISD

Form 50-296

Applicant Name
 ISD Name

	Year	School Year (YYYY-YYYY)	Tax Year (Fill in actual tax year) YYYY	Qualified Property			Reductions from Market Value		Estimated Taxable Value	
				Estimated Market Value of Land	Estimated Total Market Value of new buildings or other new improvements	Estimated Total Market Value of tangible personal property in the new building or "in or on the new improvement"	Exempted Value	Final taxable value for I&S - after all reductions	Final taxable value for M&O - after all reductions	
	pre-year 1	2012-2013	2012	0	0	0	0	0	0	0
Complete tax years of qualifying time period	1	2013-2014	2013	0	119,500,000	500,000	0	120,000,000	120,000,000	120,000,000
	2	2014-2015	2014	0	81,140,500	490,000	0	81,630,500	81,630,500	81,630,500
	3	2015-2016	2015	0	77,083,475	480,200	0	77,563,675	10,000,000	10,000,000
	4	2016-2017	2016	0	73,229,301	470,596	0	73,699,897	10,000,000	10,000,000
	5	2017-2018	2017	0	69,567,836	461,184	0	70,029,020	10,000,000	10,000,000
	6	2018-2019	2018	0	66,089,444	451,960	0	66,541,405	10,000,000	10,000,000
	7	2019-2020	2019	0	62,784,972	442,921	0	63,227,893	10,000,000	10,000,000
	8	2020-2021	2020	0	59,645,724	434,063	0	60,079,786	10,000,000	10,000,000
	9	2021-2022	2021	0	56,663,437	425,382	0	57,088,819	10,000,000	10,000,000
	10	2022-2023	2022	0	53,830,266	416,874	0	54,247,139	10,000,000	10,000,000
	11	2023-2024	2023	0	51,138,752	408,536	0	51,547,289	10,000,000	10,000,000
	12	2024-2025	2024	0	48,581,815	400,366	0	48,982,180	48,982,180	48,982,180
	13	2025-2026	2025	0	46,152,724	392,358	0	46,545,082	46,545,082	46,545,082
	14	2026-2027	2026	0	43,845,088	384,511	0	44,229,599	44,229,599	44,229,599
	15	2027-2028	2027	0	41,652,833	376,821	0	42,029,654	42,029,654	42,029,654
Tax Credit Period (with 50% cap on credit)										
Credit Settle-Up Period										
Post-Settle-Up Period										
Post-Settle-Up Period										

Notes: Market value in future years is good faith estimate of future taxable value for the purposes of property taxation. This schedule must be submitted with the original application and any application for tax credit. When using this schedule for any purpose other than the original application, replace original estimates with actual appraisal district data for past years and update estimates for current and future years. If original estimates have not changed, enter those amounts for future years.

Charles Bourke ASST TMSUJCL
 6/19/12

SIGNATURE OF AUTHORIZED COMPANY REPRESENTATIVE

DATE

ATTACHMENT 19

Please see attached Schedule C

ATTACHMENT 20

Please see attached Schedule D

Schedule D: (Rev. May 2010): Other Tax Information

Form 50-296

Applicant Name

WHITETAIL WIND ENERGY, LLC

ISD Name

WEBB CUSD

Other Property Tax Abatements Sought

	Year	School Year (YYYY-YYYY)	Tax/Calendar Year YYYY	Sales Tax Information		Franchise Tax	Other Property Tax Abatements Sought				
				Column F: Estimate of total annual expenditures* subject to state sales tax	Column G: Estimate of total annual expenditures* made in Texas NOT subject to sales tax		County	City	Hospital	Other	
The year preceding the first complete tax year of the qualifying time period (assuming no deferrals)		2012-2013	2012	16,500,000	103,500,000	0	0	N/A	N/A	N/A	N/A
Tax Credit Period (with 50% cap on credit)	Complete tax years of qualifying time period	1	2013-2014	2013	-	-	0	60%	N/A	N/A	N/A
		2	2014-2015	2014	-	-	11,000	60%	N/A	N/A	N/A
		3	2015-2016	2015	-	-	11,000	60%	N/A	N/A	N/A
		4	2016-2017	2016	-	-	11,000	60%	N/A	N/A	N/A
		5	2017-2018	2017	-	-	11,000	60%	N/A	N/A	N/A
		6	2018-2019	2018	-	-	11,000	40%	N/A	N/A	N/A
		7	2019-2020	2019	-	-	11,000	40%	N/A	N/A	N/A
		8	2020-2021	2020	-	-	11,000	40%	N/A	N/A	N/A
		9	2021-2022	2021	-	-	11,000	40%	N/A	N/A	N/A
		10	2022-2023	2022	-	-	11,000	40%	N/A	N/A	N/A
		11	2023-2024	2023	-	-	11,000	-	-	-	-
		12	2024-2025	2024	-	-	11,000	-	-	-	-
		13	2025-2026	2025	-	-	11,000	-	-	-	-
		14	2026-2027	2026	-	-	11,000	-	-	-	-
		15	2027-2028	2027	-	-	11,000	-	-	-	-

*For planning, construction and operation of the facility.

[Signature] Charles Bowser, Ass't Treasurer

6/19/12

SIGNATURE OF AUTHORIZED COMPANY REPRESENTATIVE

DATE

ATTACHMENT 21

A map of the reinvestment zone created by Webb County on October 11, 2011 showing tentative turbine locations is attached.

John F. Watson & Company

PROFESSIONAL LAND SURVEYORS & PLANNERS

200 N. Loraine, Suite 220, Midland, Texas 79701, (432) 520-2400, Fax (432) 520-2404

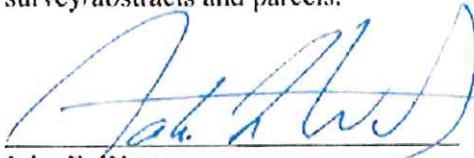
www.windearthwater.com

May 18, 2012

RE: Whitetail Wind Energy, LLC, Wind Energy Project Map, Webb County, Texas

To Whom It May Concern,

I hereby certify that the attached site map labeled "WHITETAILE WIND ENERGY, VILLARREAL PROPERTY, WEBB COUNTY, TEXAS" dated May 18, 2012 is a simplified graphic representation of the survey/abstract lines surveyed on-the-ground under my supervision while performing an ALTA/ACSM Survey of this project dated March 7, 2012. Said ALTA/ACSM Survey is on file in my Midland office as well as in the office of Whitetail Wind Energy, LLC. The proposed wind turbine generator locations as indicated on this site map were staked on-the-ground in January, 2012 under my supervision within the boundary lines of these survey/abstracts and parcels.


John F. Watson
Texas Registered Professional Land Surveyor
RPLS No. 5498
Job No. 11-0082



ATTACHMENT 22

The October 11, 2011 resolution of Webb County Commissioners Court creating the reinvestment zone is attached.

**RESOLUTION AND ORDER OF THE COMMISSIONERS COURT OF
WEBB COUNTY, TEXAS DESIGNATING CERTAIN REAL PROPERTY WITHIN
UNINCORPORATED AREAS OF EASTERN WEBB COUNTY, TEXAS AS WEBB COUNTY
WIND ENERGY REINVESTMENT ZONE NO.3 UNDER CHAPTER 312, TEXAS TAX CODE**

WHEREAS, on October 11, 2011 the Commissioner's Court of Webb County, Texas (sometimes hereinafter referred to as "this Court) conducted a public hearing on the advisability of designating the property tracts with property descriptions contained in Exhibit A (hereinafter referred to as the "Subject Tracts"), attached hereto and incorporated herein as if set out in full, as a reinvestment zone pursuant to and in conformity with Chapter 312 of the Texas Tax Code and the Guidelines And Criteria Governing Tax Abatements By Webb County, Texas (approved 9/26/2011) (hereinafter "the Guidelines"); and

WHEREAS, not later than the seventh day before the date of said hearing, notice of the hearing was (1) published in the Laredo Morning Times, a newspaper having a general circulation in Webb County, Texas and. (2) delivered in writing to the presiding officer of the Webb Consolidated Independent School District, said entity being the only other taxing unit that includes the Subject Tracts in its boundaries; and

WHEREAS, the Subject Tracts are not in the taxing jurisdiction of a municipality;
and

WHEREAS, based upon the information available to it, including information presented at the public hearing referred to above and at prior meetings of this Court, this Court has determined, and hereby finds and concludes:

(1) that the erection of wind powered electric generating facilities on the Subject Tracts is feasible and practical and would be a benefit to the Subject Tracts and to Webb County, Texas after the expiration of a tax abatement agreement entered by Webb County, Texas pursuant to Chapter 312 of the Texas Tax Code;

(2) that the designation of the Subject Tracts as a reinvestment zone will attract major investment in the zone that will be a benefit to the Subject Tracts and will contribute to the economic development of Webb County, Texas;

(3) that the designation of the Subject Tracts as a reinvestment zone is consistent with the Guidelines And Criteria Governing Tax Abatements By Webb County, Texas adopted by this Court on September 26, 2011;

(4) that this order was approved by a majority of this Court in a meeting open to the public which was held on October 11, 2011 which was preceded by a proper notice, as required by Chapter 551 of the Texas Government Code (the Open Meetings Act), and at which a quorum of the members of this Court were present;
and

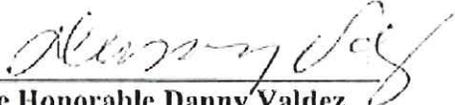
(5) that the following orders should be entered:

**IT IS ORDERED, BY THE COMMISSIONER'S COURT OF WEBB
COUNTY, TEXAS:**

1. That the Subject Tracts described in Exhibit A be, and such tracts hereby are, designated as the Webb County Wind Energy Reinvestment Zone No. 3 and are hereby declared eligible for property tax abatement as authorized by Guidelines And Criteria Governing Tax Abatements By Webb County, Texas heretofore adopted by the Commissioner's Court of Webb County, Texas pursuant to Chapter 312 of the Texas Tax Code.

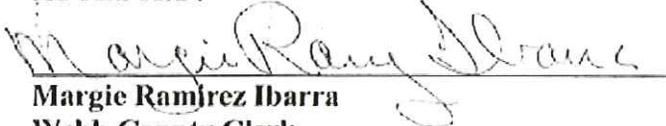
2, That the foregoing designation shall be effective for a period of five years from the date of this order; provided that such designation may be renewed by appropriate action of this Court at a future date, for an additional period of five years.

PASSED AND APPROVED on the 11th day of October, 2011.



The Honorable Danny Valdez
Webb County Judge

ATTESTED:



Margie Ramirez Ibarra
Webb County Clerk

APPROVED AS TO FORM:



Anna L. Cavazos Ramirez
Webb County Attorney*

***By Law, the County Attorney's office may only advise or approve contracts or legal documents on behalf of its clients. It may not advise or approve a contract or legal document on behalf of other parties. Our review of this document was conducted solely from the legal perspective of our client. Our approval of this document was offered solely for the benefit of our client. Other parties should not rely on this approval, and should seek review and approval of their own respective attorneys.**

Exhibit - A

**Whitetail Wind Energy LLC
Webb County, Texas**

Parcel #	Survey	Abstract	Acreage
1	231	1116	455.9
2	272	3161, 2147	344.2
3	466	2837	640.0
4	768	2836	1337.0
5	1100	2232	480.0
6	1101	1397	320.0
7	1102	3229, 3232, 2527	559.5
8	2260	1761	204.7
9	1101	1397	320.0
10	786	1956	202.8
11	261	868	101.5
12	338	1932	640.0
13	337	1739	583.2
14	1099	1399	838.3
15	1100	2232	169.7
16	720	2597	640.0
17	2161	2666	57.3

TOTALS

7894.0

Attachment 23 - Legal Description of Reinvestment Zone

Whitetail Wind Energy LLC

Webb County, Texas

Parcel #	Survey	Abstract	Acreage
1	231	1116	455.9
2	272	3161, 2147	344.2
3	466	2837	640.0
4	768	2836	1337.0
5	1100	2232	480.0
6	1101	1397	320.0
7	1102	3229, 3232, 2527	559.5
8	2260	1761	204.7
9	1101	1397	320.0
10	786	1956	202.8
11	261	868	101.5
12	338	1932	640.0
13	337	1739	583.2
14	1099	1399	838.3
15	1100	2232	169.7
16	720	2597	640.0
17	2161	2666	57.3
TOTALS			7894.0

ATTACHMENT 24

The guidelines and criteria for Webb County, adopted on September 26, 2011 are attached.

**ORDER AND RESOLUTION OF WEBB COUNTY COMMISSIONERS COURT
ESTABLISHING GUIDELINES AND CRITERIA GOVERNING TAX ABATEMENTS
BY WEBB COUNTY, TEXAS**

WHEREAS, the Laredo Development Foundation recommends that tax abatements be initiated in the County of Webb; and

WHEREAS, the Webb County Commissioners Court finds that tax abatements, in accordance with the "Guidelines and Criteria Governing Tax Abatements by Webb County, Texas," attached hereto as Exhibit "A" and incorporated herein for all purposes, contributes to the economic development of Webb County and is in Exhibit "A" of the policies and objectives of the County as authorized in Chapter 312 of the Texas Tax Code, and will assist the County in the achievement of its objectives to create jobs for the citizens of the County, build the tax base of the County, and provide an attractive environment for businesses to build capital intensive projects within Tax Abatement Reinvestment Zones; and

WHEREAS, state law requires re-adoption of guidelines governing tax abatements every two years.

WHEREAS, the Webb County Commissioners Court adopted Guidelines and Criteria Governing Tax Abatements by Webb County on April 28, 2008 and were amended on July 13, 2009; and later expired on July 13, 2011.

WHEREAS, the Webb County Commissioners Court believes it necessary to reinstate Tax Abatement Guidelines and Criteria for the County; and

**NOW THEREFORE, BE IT ORDERED BY THE COMMISSIONERS COURT OF
WEBB COUNTY, TEXAS THAT:**

Section 1. Guidelines and Criteria Governing Tax Abatements Adopted. In accordance with the requirements in Section 312.002 of the Texas Tax Code, the Webb County Commissioners Court hereby adopts the "Guidelines and Criteria Governing Tax Abatements by Webb County", attached hereto as Exhibit "A" and incorporated herein for all purposes as if set forth in full.

Section 2. No Limits. Adoption of the Guidelines and Criteria adopted in Section 1 herein does not:

(1) Limit the discretion of the Webb County Commissioners Court to decide whether to enter into a specific tax abatement agreement;

(2) Create, nor shall it be construed to create, any property, contract, or other legal right in any person or entity to have the Webb County Commissioners Court consider or grant a specific application or request for tax abatement.

Section 3. Effectiveness of Amended Guidelines. The Amended Guidelines and Criteria adopted in Section 1 herein shall be effective for two (2) years from the effective date of this Order. During that period, the said Amended Guidelines and Criteria Governing Tax Abatements

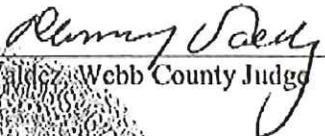
may be amended or repealed only by a vote of three-fourths of the members of the Webb County Commissioners Court.

Section 4. Effective Date. This Resolution and Order shall become effective upon passage and approval.

Section 5. Severability. If any provision, section, subsection, sentence, clause or phrase of this Resolution and Order, or the application of same to any person or set of circumstances is for any reason held to be unconstitutional, void, invalid or for any reason unenforceable, the validity of the remaining portion of this Resolution and Order or its application to any person or set of circumstances shall not be affected thereby, it being the intent of the Commissioners Court of Webb County, Texas in adopting this Resolution and Order that no portion hereof or provision or regulation contained herein shall become inoperative or fail by reason of any unconstitutionality, voidness or invalidity, and all provisions are declared severable for that purpose.

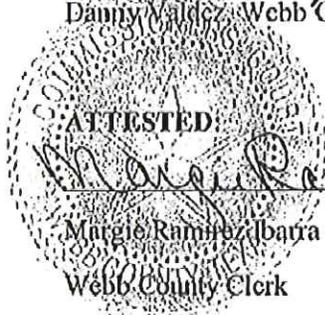
PASSED and APPROVED this 26th day of September 2011.

WEBB COUNTY



Danny Valdez, Webb County Judge

ATTESTED:




Margie Ramirez Ibarra
Webb County Clerk

APPROVED AS TO FORM:



Anna L. Cavazos Ramirez
Webb County Attorney*

*By Law, the County Attorney's office may only advise or approve contracts or legal documents on behalf of its clients. It may not advise or approve a contract or legal document on behalf of other parties. Our review of this document was conducted solely from the legal perspective of our client. Our approval of this document was offered solely for the benefit of our client. Other parties should not rely on this approval, and should seek review and approval of their own respective attorneys.

EXHIBIT A
GUIDELINES AND CRITERIA
GOVERNING TAX ABATEMENTS
WEBB COUNTY, TEXAS
September 26, 2011

SECTION 1: GENERAL PURPOSE AND OBJECTIVES

The County of Webb is committed to enhancing the competitiveness and the expansion potential of the County; to attracting and encouraging new industry and investment; to improving Webb County and its infrastructure which attracts and supports development; and to expanding the tax base, employment opportunities, and the overall quality of life for its citizens. This document describes the Guidelines and Criteria to opportunities Webb County may consider in attempts to assert positive economic development. Nothing herein shall imply or suggest that the County of Webb is under obligation to afford these opportunities to any applicant. All applicants shall be reviewed on a case-by case basis. The customized design of a total incentives package is intended to allow maximum flexibility in addressing the unique concerns of each applicant while enabling Webb County to respond to the changing needs of the County. Consideration will be given to applicants according to the criteria listed in this document and to Chapter 312 of the State Tax Code.

1.1 Purpose:

Chapter 312 of the Texas Tax Code allows, but does not obligate or require, the County to grant a tax abatement on the value added to a particular property on account of a specific development project that meets the eligibility requirements set forth in these Guidelines and Criteria. In order for the County to enter into tax abatement agreements, the County is required to establish guidelines and criteria governing tax abatements and to pass a resolution stating that the County elects to become eligible to participate in tax abatement.

1.2 Objective:

The County of Webb is committed to the promotion of high quality developments in all parts of Webb County and to ongoing improvement in the quality of life for all citizens. These objectives are generally served by the enhancement and expansion of the local economy, the County of Webb, will on a case-by-case determination, give consideration to providing tax abatement as stimulus for economic development within the boundaries of the County of Webb. It is herein proclaimed to be a policy of the County of Webb to make available tax abatement for both new facilities and for the expansion or modernization of existing structures. It is further recognized to be a policy of Webb County that the consideration of tax abatement will be made in accordance with the procedures and criteria set forth herein. Nothing herein shall imply, suggest or in any way be interpreted to obligate the County of Webb to provide a tax abatement to any applicant.

1.3 General Eligibility Criteria:

A tax abatement can only be granted to persons or entities eligible for tax abatement pursuant to Section 312.402 of the Texas Tax Code, which persons or entities as of the effective date of these Amended Guidelines and Criteria are:

- (i) the owner of taxable real property located in a reinvestment zone;
- (ii) the owner of a leasehold interest in tax-exempt real property located in a tax abatement reinvestment zone;
- (iii) the owner of a leasehold interest in real property located in a tax abatement reinvestment zone; or
- (iv) the owner of tangible personal property located in a reinvestment zone.

1.4 General Exclusions and Limitations:

1.4.1 Leases of Real Property

A person or entity seeking tax abatement on real property that is leased from a third party should be advised that, pursuant to state law, the County of Webb can only abate taxes on the increased value of the taxable leasehold interest in the real property, if any, and the increase in value of taxable improvements and tangible personal property located on the real property and subject to the leasehold interest, if any. Before applying for a tax abatement from the County of Webb, such persons or entities should seek professional and legal guidance, and may wish to consult with the appraisal district having jurisdiction over the property in question, as to whether their development projects will result in a taxable leasehold interest in the property and, if so, the anticipated value of that leasehold interest.

SECTION 2: DEFINITIONS.

As used within these Guidelines and criteria, the following words or phrases shall have the following meanings:

2.1 "Abatement" or "Tax Abatement" means the temporary, full or partial exemption from ad valorem taxes of certain eligible taxable real and in some cases tangible personal property and/or improvements located in a Reinvestment Zone designated for economic development purposes.

2.2. "Added Value" means the increase in the assessed value, as compared to base year value, of an eligible property as a result of "expansion" or "modernization" of an existing facility or construction of a "new facility." It does not mean or include "deferred maintenance".

2.3 "Agreement" means a contractual agreement between an owner and/or lessee of eligible property and the County of Webb for the purposes of tax abatement.

2.4 "Base Year Value" means the assessed value of eligible property as determined by the Webb County Appraisal District located in a reinvestment zone on January 1 of the year in which the agreement is executed.

2.5 "Deferred maintenance" means improvements necessary for continued operations which do not improve productivity or alter the process technology.

2.6 "Expansion" means the addition of buildings, structures, fixed machinery or equipment for the purposes of increasing production capacity.

2.7 "Affected Jurisdiction" means Webb County and every other taxing unit that includes within its boundaries property located within a proposed or existing reinvestment zone.

2.8 "Economic Life" means the number of years a property improvement is expected to be in service in a reinvestment zone.

2.9 "Expansion" means the addition of buildings, structures, machinery, or equipment for purposes of increasing production capacity.

2.10 "Facility" means property improvements completed or in the process of construction which together compromise an integral whole.

2.11 "Manufacturing Facility" means buildings and structures, including machinery and equipment, the primary purpose of which is or will be the manufacture of tangible goods or materials or the processing of such goods or materials by physical or chemical change.

2.12 "Modernization" means the replacement and upgrading of existing facilities which increase the productive input or output, updates the technology or substantially lowers the unit cost of the operation, and extends the economic life of the facilities. Modernization may result from the construction, alteration, or installation of buildings, structures, fixed machinery or equipment. It shall not be for the purpose of reconditioning, refurbishing, repairing or completion of deferred maintenance.

2.13 "New Facility" means a property previously undeveloped, which is placed into service by means other than or in conjunction with an expansion or modernization.

2.14 "Other Basic Industry" means buildings and structures, including fixed machinery and equipment not elsewhere described, used or to be used for the production of products or services which primarily serve a market outside Webb County, Texas. Corporate Home Office is included in this definition.

2.15 "Other Basic Industry Facility" means property, previously undeveloped, which is placed into service by means other than or in conjunction with expansion or modernization.

2.16 "Owner" means the owner of property subject to abatement. If the eligible property is constructed or located on a leased property, the owner shall be the party which owns the property eligible for a tax abatement. The other party to the lease may join in the execution of agreement but shall not be obligated to assure performance of the party receiving the abatement.

2.17 "Permanent Full-Time Job" means a new employment position created by a business that provides a regular work schedule of at least 35 hours per week or 1820 hours of

regular employment per year to a Webb County, Texas resident and maintains the employment position during the term of the abatement agreement.

2.18 "Productive Life" means the number of years a property improvement is expected to be in service in a facility.

2.19 "Proximate Relocations" means moving a business within Webb County, Texas.

2.20 "Employee" means a person whose employment is both permanent and fulltime, who works for and is an employee of the Owner or an employee of a Contractor, who works a minimum of 1,750 hours per year exclusively within the reinvestment zone, who receives industry-standard benefits, and whose employment is reflected in the Owner's (and Contractor's, if applicable) quarterly report filed with the Texas Workforce Commission ("TWC"); but excluding any direct contract (seasonal, part-time, and full-time equivalent).

2.21 "Tax Abatement Reinvestment Zone" means any real property within Webb County, Texas which has been designated as a reinvestment zone, by the Webb County Commissioners Court and may include any land within the City of Laredo, that has been designated as a reinvestment zone by Laredo City Council.

SECTION 3: ABATEMENT AUTHORIZED

3.1 Authorized Facility: Abatement may be eligible for new facilities and improvements to existing facilities for the purpose of Modernization or Expansion.

3.2 Creation of New Value: Abatement may only be granted for the Added Value of eligible property improvements based on valuations as determined by the Webb County Appraisal District and subject to and listed in an abatement agreement between County and the property owner and lessee, if required, subject to such limitations as said jurisdiction may require.

3.3 Eligible Property: Abatement may be extended to the Added Value of real and tangible personal property as noted in Section 3.6.

3.4 Ineligible Property: The following types of property shall be fully taxable and ineligible for abatement: Land; inventories; supplies; tools; furnishings, and other forms of movable personal property; vehicles; vessels; aircraft; housing; hotel accommodations; deferred maintenance investments; property with an economic life of less than 15 years; property owned or used by the state of Texas or its political subdivisions or by any organization owned, operated or directed by a political subdivision of the state of Texas, or any property exempted by local, state or federal law. When such exempted property includes manufacturing machinery and equipment listed in the Investment Budget (as required in "Application"), then the value of such property may not be included toward the achievement of investment or valuation thresholds set out in the Agreement.

3.5 Types Of Industry: In keeping with the broad based approach to economic development, agreements will not be restricted to any particular type of industry. Preference will, however, be given to manufacturing and any other type of industry which provides relatively

higher wages. In keeping with obtaining the highest cost-benefit, tax abatements will be granted on the basis of (a) new jobs and (b) additional investments, for a maximum term of 10 years.

3.6 Period and Percentage of Abatement:

THE BASIC FORMULA:

New Permanent Full Time Jobs	Added Value in Real Property, as assessed by Webb County Appraisal District	Percent of Abatement	Term
50 to 100 jobs	\$1 million up to \$2.5 million	25%	5 years
101 to 150 jobs	over 42.5 million up to \$5 million	50%	5 years
151 to 200 jobs	over \$5 million up to \$10 million	75%	5 years
Over 200 jobs	Over \$10 million	100%	5 years
New Permanent Full Time Jobs	Added Value in Real and Tangible Personal Property, as Assessed by Webb County Appraisal District	Percent of Abatement	Term
Over 200 Jobs	Over \$20 million	100%	5 years

In cases where the required additional investment exceeds \$10 million and the number of jobs is not expected to be met, an abatement may be allowed utilizing the following criteria:

New Permanent Full Time Jobs	Added Value in Real Property, as assessed by Webb County Appraisal District	Percent of Abatement	Term
At least 10 jobs	Over \$10 million	100%	Year 1
		80%	Year 2
		60%	Year 3
		40%	Year 4
		20%	Year 5
At least 5 jobs	Over \$50 million	60%	Years 1-5
		40%	Years 6-10

3.7. Living Wage Requirement: In order to count as a permanent full-time job under this tax abatement program, the job should pay employees wages at a minimum level which is equal to two dollars (\$2.00) above the U.S. minimum wage in effect at the time of the agreement. Additional compensation, such as commissions and mileage, will be taken into consideration and will be included in the wages. However, overtime will not be considered.

3.8 Other General Amended Guidelines:

3.8.1 Companies shall pay permanent full time employees with at least 50% of their health benefits.

3.8.2 They must be offered to local companies for the expansion of existing facilities as well as new facilities.

3.8.3 They must be "performance based" to provide cost benefit advantages to Laredo and Webb County.

3.8.4 They must not permit outside companies to unfairly compete with local companies in the same business in the local market: competing companies may be considered if 75% of their customers are outside Laredo/Webb County, or if any other measures are offered which are judged to make the companies compatible with County of Webb interests.

3.8.5 They must be negotiated quickly and in good faith by representatives of all concerned local entities.

3.8.6 They must be contractual and fully and accurately disclosed to the public.

3.8.7 The contracts must be effectively protected by cancellation, recalibration and "claw-back" provisions which would insure the return of the community's funds if the companies default on their part of the agreement. There should however, be no levy of penalties above repayment of actual local costs.

39 Negotiation and Variance

3.9.1 Notwithstanding anything to the contrary in these Amended Guidelines, the Webb County Commissioners Court may, depending upon the applicant, grant tax abatements which differ from the Basic Formula contained in Section 3.6 taking into consideration the cost benefit, company's financial statements or D&B rating, past business history, nature of the production process, environmental hazards, cost breakdown of the investment into land, building, equipment, probable project status at the end of 10 years, percent of hiring of local workers, and benefits to be paid to local workers and other criteria deemed appropriate by Webb County Commissioners Court.

3.9.2 The Webb County Commissioners Court further reserves the right to vary the term and percent of abatement from the Basic Formula contained in Section 3.6, on a case by case basis, where the applicant shows unique-circumstances that, in the opinion of Webb County Commissioners Court, meet the economic development goals and objectives of Webb County, Texas.

SECTION 4: APPLICATION

41 Any owner of taxable property in Webb County may request the designation of a reinvestment zone and a tax abatement agreement by filing a written application with the County of Webb.

- 4.2 The application shall be signed by the owner accompanied by
- 4.2.1 a general description of the proposed use and the general nature and extent of the modernization, expansion or new improvements to be undertaken;
 - 4.2.2 a descriptive list of the improvements which will be a part of the facility;
 - 4.2.3 an estimate of the cost of the improvements;
 - 4.2.4 an estimate of the number of employees during construction, and thereafter, to operate the facility;
 - 4.2.5. a map, metes and bounds or other valid legal property description of the property proposed as a reinvestment zone;
 - 4.2.6 a time schedule for undertaking and completing the planned improvements; and a proposed program for the recruitment of local employees in the construction and operation of the facility together with a statement affirming the applicants commitment to equal opportunity hiring, at all levels, and
 - 4.2.7 a plan to implement and ensure such hiring.
 - 4.2.8 an application fee of \$1,000 to defray cost of administration and maintenance of these guidelines is required for projects in the unincorporated areas of the County.

4.3 In the case of modernization, a statement of the assessed value of the facility separately stated for real and personal property shall be given for the tax year immediately preceding the application.

4.4 The application shall provide such financial and other information as required by the County to enable it to evaluate the financial capacity of the applicant. In the case of an application based on job retention, the applicant shall include sufficient information to verify the potential of job loss that would occur without abatement.

4.5 If the County intends to act favorably on the application and enter into an agreement, it shall do so in writing with the owner of the taxable real property located in an area designated as a reinvestment zone to exempt from taxation all of the increase in the value of the property over its value in the year in which the agreement is executed.

4.6 The County may not enter into a tax abatement agreement unless it finds that the terms of the agreement and the property subject to the agreement meet the applicable provisions of these "Guidelines and Criteria". Not later than the seventh day before the date on which the County enters into such an agreement the County Judge, or an officer or employee of the County designated by him, shall deliver to the presiding officer of the governing body of each other taxing unit in which the property to be subject to the agreement is located a written notice that the County intends to enter into an agreement. The notice shall be placed in the mail, postage paid, properly addressed, and sent by certified mail with return receipt requested.

4.7 A resolution designating an area as a reinvestment zone may not be adopted by the County until the Webb County Commissioners Court has held a public hearing on the designation.

4.7.1 The County must find that the improvements sought are feasible and practical

and would be a benefit to the land to be included in the zone and to the County after the agreement entered with the owner has expired.

- 4.7.2. It also must be found that the area of the proposed reinvestment zone is reasonably likely as a result of the designation to contribute to the retention or expansion of primary employment or to attract major investment in the zone that would be a benefit to the property and would contribute to the economic development of the County.
- 4.7.3. At the hearing, interested persons are entitled to speak and present evidence for or against the designation.
- 4.7.4. Not later than the seventh day before the date of such hearing, notice of the hearing must be published in a newspaper having general circulation in Webb County; and said notice shall be delivered in writing to the presiding officer of the governing body of each taxing unit that includes in its boundaries real property that is to be included in the proposed reinvestment zone.
- 4.7.5. The notice shall be placed in the mail, postage paid, and properly addressed to the appropriate presiding officer.
- 4.7.6. The County shall not establish a reinvestment zone for the purpose of tax abatement if it finds that the request for the abatement was filed after the commencement of construction, alteration, or installation of improvements related to a proposed modernization, expansion or new facility.

SECTION 5: AGREEMENT

After the hearing the Commissioners Court shall adopt a resolution finding: that the proposed agreement filed with the resolution, a copy of which is to be attached thereto, meets the applicable provisions of these "Guidelines and Criteria". The resolution shall also authorize the execution of the agreement with the owner, to include provisions for:

5.1 The exemption from taxation of all the increases in value of the property, over its value in the year in which the agreement was executed for the period of time provided.

5.2 A listing of the kind, number, and location of all proposed improvements of the property;

5.3 Access to and inspection of property by County employees to ensure that the improvements or repairs are made according to the specifications and conditions of the agreement;

5.4 Limiting the uses of the property consistent with the general purpose of encouraging development or redevelopment of the zone during the period that property tax exemptions are in effect;

5.5 Recapturing property tax revenue lost as a result of the agreement if the owner of the property fails to make the improvements or repairs as provided by the agreement.

5.6 A map showing proposed improvements and uses in the reinvestment zone.

5.7 Total estimated cost of the improvements and employment estimates.

5.8 The commencement date, the termination date of the tax abatement and the date taxes are first due the County.

5.9 The nature of the construction, time schedule, property description and improvement list as provided in the application in accordance with SECTION 7.2.1 through 7.2.8; and

5.10 A provision that the agreement shall be effective when executed by all parties and upon the final passage of an ordinance designating the reinvestment zone.

5.11 A provision that the applicant is required to file an annual report to the County describing the efforts of the applicant toward local hires and using local vendors and subsequent to completion, progress on construction.

SECTION 6: RECAPTURE

6.1 In the event that the facility is completed and begins producing product or service, but subsequently discontinues producing product or service for any reason excepting fire, explosion, or other casualty or accident or natural disaster for a period of one year during the abatement period, then the agreement shall terminate and so shall the abatement of the taxes for the calendar year during which the facility no longer produces. The taxes otherwise abated for that calendar year shall be paid to the affected jurisdiction and other taxing agencies within sixty days from the date of termination.

6.2 Should the County of Webb determine that the company or individual is in default according to the terms and conditions of its agreement, the County shall notify the company or individual in writing at the address stated in the agreement, and if the default is not cured within sixty (60) days from the date of such notice ("Cure Period"), the agreement may be terminated.

6.3 In the event that the company or individual (1) allows any ad valorem taxes owed the County of Webb or affected jurisdictions to become delinquent and fails to timely and properly follow the legal procedures for their protest and/or contest; or (2) violates any of the terms and conditions of the abatement agreement and fails to cure any default within the Cure Period, the agreement then may be terminated and all taxes previously abated by virtue of the agreement shall be recaptured and paid within sixty (60) days of the termination.

SECTION 7: ADMINISTRATION

7.1 Each year, the company or individual receiving abatement shall furnish the Chief Appraiser of Webb County with such information as may be necessary for the abatement. The Chief Appraiser will annually determine the assessment of the real and personal property comprising the reinvestment zone and notify the affected jurisdictions of the amount of the assessment.

7.2 Upon completion of construction, Webb County shall annually evaluate each facility receiving abatement to insure compliance with the agreement.

SECTION 8: ASSIGNMENT

Tax abatement may be transferred and assigned by the holder to a new owner or lessee of the same facility upon the approval by resolution of the Commissioners Court, subject to the financial capacity of the assignee, and provided all conditions and obligations in the tax abatement agreement are guaranteed by the execution of a new contractual agreement with the County of Webb. No assignment or transfer shall be approved if the parties to the existing

agreement, the new owner or new lessee are liable to the County of Webb or any affected jurisdiction or other taxing agency for outstanding taxes or other obligations. Approval shall not be unreasonably withheld.

SECTION 9: SUNSET PROVISION

These Amended Guidelines and Criteria are effective for two years from the date adopted. During that period, the "Amended Guidelines and Criteria" may be amended or repealed only by a vote of three-fourths of the members of the Commissioners Court.

SECTION 10: LEGAL NOTICE TO POTENTIAL APPLICANTS

The adoption of these guidelines and criteria by the County does not and shall not:

- 10.1 Limit the discretion of the County to decide whether to enter into a specific tax abatement agreement;
- 10.2 Limit the discretion of the County to delegate to its employee the authority to determine whether or not the County should consider a particular application or request for tax abatement; or
- 10.3 Create any property, contract, or other legal rights in any person to have the County consider or grant a specific application or request for tax abatement.
- 10.4 Waive or relinquish any immunity or defense on behalf of the County, its commissioners, offices, employees and agents as a result of the execution of a tax abatement agreement and/or the performance of the functions and obligations described herein.