



Biennial Progress Report for Texas Economic Development Act

Economic Development and Analysis
Form 50-773-A

INTRODUCTION

- You have been assigned an application number. Please verify this number on the website prior to completing the form. This form will indicate the sections you need to complete based on application number.
- This form must be filled out by each applicant that is party to a limitation agreement.
- If the original application was made by a group of two or more companies, each company must complete this form.
- If the original applicant split into two or more applicants after the original agreement, all current agreement holders must complete this form.
- Applicants should only complete the information for their years as an agreement holder, noting what year they were formed after the original agreement was approved.
- Each agreement holder should respond as a current agreement holder in Section 2.
- Applicants should report their proportionate share of required employment and investment information.
- In addition to the Biennial Progress Report required from each applicant that is a party to an agreement, a separate Biennial Progress Report summarizing the combined applicants' data for the entire agreement must be completed.
- If one of the applicants cannot provide this information, a summarization report must be completed by the school district.
- Projects spanning more than one school district must complete forms for each school district.
- Please return signed hard copy forms and electronic spreadsheets to the school district before May 15 of each even-numbered year.

Note:

- The school district that is a party to the Chapter 313 agreement is collecting the data required by Chapter 313.008 on this form for the Comptroller of Public Accounts (CPA).
- The CPA requests companies complete the electronic spreadsheet version of the form. Please submit both an *electronic version* **and** a *signed hard copy version* of the spreadsheet (with any attachments) to the district. Please contact CPA if you have questions about the form. The spreadsheet version of this form can be downloaded at: www.texasahead.org/tax_programs/chapter313/forms.php.
- After ensuring that all forms are complete, the school district will forward that data to the CPA for inclusion in a statutorily required report to the Texas Legislature.

SECTION 1: Applicant Information

1. Application number 260
2. Name of school district Panhandle ISD
3. Name of central appraisal district (CAD) appraising the qualified property in this school district Carson
4. Name of project on original application (or short description of facility) Pattern Panhandle Wind
5. Name of applicant on original application Pattern Panhandle Wind LLC
6. Name of company entering into original agreement with district Pattern Panhandle Wind LLC
7. If you are one of two or more companies originally applying for a limitation, list all other applicants here and describe their relationships. (Use attachments if necessary.)

n/a

SECTION 2: Current Agreement Information

1. Name of current agreement holder(s) Pattern Panhandle Wind LLC

2. Complete mailing address of current agreement holder Pier 1, Bay 3, San Francisco, CA 94111

3. Company contact person for agreement holder:

<u>Dyann Blaine</u>	<u>Authorized Signatory</u>
Name	Title
<u>(415) 283-4000</u>	<u>dyann.blaine@patternenergy.com</u>
Phone	Email

4. Texas franchise tax ID number of current agreement holder: 32050230989

5. If the current agreement holder does not report under the franchise tax law, please include name and tax ID of reporting entity:

<u>Pattern Energy Group LP</u>	<u>32039702439</u>
Name	Tax ID

6. NAICS Code of current agreement holder (6 Digit): 221119

7. If the authorized company representative is different from the contact person listed above:

<u></u>	<u></u>
Name	Title
<u></u>	
Complete Mailing Address	
<u></u>	<u></u>
Phone	Email

8. If you are a current agreement holder who was not an original applicant, please list all other current agreement holders. Please describe the chain of ownership from the original applicant to the new entities. (Use attachments if necessary.)

N/A

SECTION 3: Project Timeline

1 Date original limitation agreement approved by school district	<u>6/5/2013</u>
2 First (complete) year of qualifying time period – after the date the application is approved. See Tax Code §313.021[4].	<u>2014</u>
3 First year of property value limitation	<u>2016</u>

SECTION 4: Value Limitation Details

- 1 Original limitation amount (*for entire agreement*): 20,000,000.00
- 2 Amount of qualified investment during the qualifying time period the recipient committed to spend or allocate for this project on application (*not total investment*): 62,900,000.00
- 3 Total qualified investment made from the beginning of the qualifying time period through the end of the qualifying time period or the last complete tax year, if still in the qualifying time period. 47,244,337.00
- 4 Has the description of the qualified property changed from that in the application? Yes No
 - 4a. If yes, please describe on an attachment how the actual qualified property — for which you are providing actual and estimated market values on subsequent pages — differs from that property described in the agreement. Include only property located in this school district.
- 5 What was the number of permanent existing jobs at this facility prior to application? 0
(See *guidelines for definition of existing job.*)

SECTION 5: Job Details

- 1 For agreements before Jan. 1, 2014, does the agreement includes a definition of “new job” other than TAC §9.1051(14)(C), as the rule existed at the time of application? Yes No
 - 1a. If yes, please provide the definition of “new job” as used in the agreement. (*Use attachments if needed.*)

Biennial Progress Report for Texas Economic Development Act
CHART A1: Job Data for Applications 1 through 999

App Number: 260 Project Name: Pattern Panhandle Wind Form 50-773A
 District Name: Panhandle ISD 1st Yr. of Qualifying Time Period: 2014 Revised Jan 2014
 Company Name: Pattern Panhandle Wind LLC

CHART A1 - Only complete this for applications 1 through 999.

Tax year (YYYY)	Qualifying Time Period										Viable Presence Period			
	Year 1 (First Complete Tax Year)	Year 2	Year 3	Year 4	Year 5	Year 6	Year 7	Year 8	Year 9	Year 10	Year 11	Year 12	Year 13	
	2014	2015	2016	2017	2018	2019	2020	2021	2022	2023	2024	2025	2026	
1	Number of qualifying jobs ¹ applicant committed to create on application (cumulative)	3	3	3	3	3	3	3	3	3	3	3	3	3
2	Number of qualifying jobs ¹ applicant actually created (cumulative)	3	3	3	3	3	3	3	3	3	3	3	3	3
3	Number of new jobs ² created (cumulative)	3	3	3	3	3	3	3	3	3	3	3	3	3
4	Median annual wage of new jobs applicant created	\$45,000	\$45,000	\$45,000	\$45,000	\$45,000	\$45,000	\$45,000	\$45,000	\$45,000	\$45,000	\$45,000	\$45,000	\$45,000
5	Total wages for new jobs applicant created	\$135,000	\$135,000	\$135,000	\$135,000	\$135,000	\$135,000	\$135,000	\$135,000	\$135,000	\$135,000	\$135,000	\$135,000	\$135,000

Actual and projected data. Use actual data for prior years. Estimates are required for current and future years.

- Notes:
 1. Jobs meeting all of the requirements of Tax Code §313.021(3) as the statute existed before Jan. 1, 2014. Do not include construction jobs in counts of qualifying jobs.
 2. For new job definition see TAC §9.1051(14) as rules existed before Jan. 1, 2014.

By signing below, I, Dyann Blaine, certify that I am the authorized representative of Pattern Panhandle Wind LLC, a current agreement holder of a limitation on appraised value, and the contents of this form and the attached documentation are true and correct to the best of my knowledge and belief.

Authorized Official Signature: *Dyann Blaine*

Date: 6/13/14

Print Name/Title: Dyann Blaine/Authorized Signatory

Phone: (415) 283-4000

The CPA requests companies complete the electronic spreadsheet version of the form.
 Please submit both an electronic version and a signed hard copy version of the spreadsheet (with any attachments) to the district.

Biennial Progress Report for Texas Economic Development Act
CHART A2: Investment and Market Values for Applications 1 through 999

Application Number
 Current Agreement Holder Name
 ISD Name

260
 Pattern Panhandle Wind LLC
 Panhandle ISD

Form 50-773A
 Revised Jan 2014

CHART A2 - Only complete this for applications 1 through 999.

	Year	School Year (YYYY-YYYY)	Tax Year (actual tax year) YYYY	Total Investment ¹ (cumulative)	Market value of qualified property on Jan. 1 BEFORE any exemptions ²	Market value less any exemptions (such as pollution control) and before limitation ³	Taxable value of qualified property for purposes of M&O
Pre-Year	0	2013-2014	2013	47,244,337	-	-	-
Prior to start of value limitation period	1	2014-2015	2014	59,827,326	18,992,100	18,992,100	18,992,100
	2	2015-2016	2015	59,827,326	57,434,233	57,434,233	57,434,233
Value limitation period	3	2016-2017	2016	59,827,326	53,413,837	53,413,837	20,000,000
	4	2017-2018	2017	59,827,326	49,674,868	49,674,868	20,000,000
	5	2018-2019	2018	59,827,326	46,197,627	46,197,627	20,000,000
	6	2019-2020	2019	59,827,326	42,963,793	42,963,793	20,000,000
	7	2020-2021	2020	59,827,326	39,956,328	39,956,328	20,000,000
	8	2021-2022	2021	59,827,326	37,159,385	37,159,385	20,000,000
	9	2022-2023	2022	59,827,326	34,558,228	34,558,228	20,000,000
	10	2023-2024	2023	59,827,326	32,139,152	32,139,152	20,000,000
Viable presence period	11	2024-2025	2024	59,827,326	29,889,411	29,889,411	29,889,411
	12	2025-2025	2025	59,827,326	27,797,153	27,797,153	27,797,153
	13	2026-2027	2026	59,827,326	25,851,352	25,851,352	25,851,352

Notes:

- Total investment is all investment at original cost, including land acquired after filing of application. Investments made in a year should be reflected in the subsequent year's market value.
- Use appraisal values from CAD as available. For future years, use market value that the entity estimates will approximate the market value for ad valorem tax purposes in that year.
- This amount is typically the taxable value for the purpose of I&S fund or debt service reserve fund.

By signing below, I, Dyann Blaine, certify that I am the authorized representative of Pattern Panhandle Wind 2 LLC, a current agreement holder of a limitation on appraised value, and the contents of this form and the attached documentation are true and correct to the best of my knowledge and belief.

Authorized Official
 Signature *Dyann Blaine*

Date 6/13/14

Print Name/Title Dyann Blaine/Authorized Signatory

Phone Number (415) 283-4000

The CPA requests companies complete the electronic spreadsheet version of the form.
 Please submit both an electronic version and a signed hard copy version of the spreadsheet (with any attachments) to the district.

SECTION 3: Applicant Eligibility Information

1. Does the business entity have the right to transact business with respect to Tax Code, Chapter 171? (Attach printout from Comptroller Web site: <http://www.window.state.tx.us/taxinfo/coasintr.html>) Yes No
 2. Is the business entity current on all taxes due to the State of Texas? Yes No
 3. Is the business activity of the project an eligible business activity under Section 313.024(b)? Yes No
- 3a. Please identify business activity: 221119 (other electric power generation)

SECTION 4: Qualified Property Information

1. Market value from previous tax year: \$ 0.00
2. I&S taxable value from previous tax year: \$ 0.00
3. M&O taxable value from previous tax year: \$ 0.00

SECTION 5A: Wage and Employment Information for Applications Prior to Jan. 1, 2014 (#1 Through 999)

ONLY COMPLETE THE WAGE SECTION (5A or 5B) THAT APPLIES TO YOUR APPLICATION. You can find your application number on the website at www.texasahead.org/tax_programs/chapter313/applicants.

NOTE: All statutory references in Section 5A are for statute as it existed prior to Jan. 1, 2014. For job definitions see TAC §9.1051(14) and Tax Code, §313.021(3). If the agreement includes a definition of “new job” other than TAC §9.1051(14)(C), then please provide the definition “new job” as used in the agreement. Notwithstanding any waiver by the district of the requirement for the creation of a minimum number of new jobs, or any other job commitment in the agreement, Tax Code §313.024(d) requires that 80 percent of all new jobs be qualifying jobs.

1. How many new jobs were based on the qualified property in the year covered by this report? (See note above) 0
2. What is the number of new jobs required for a project in this school district according to §313.021(2)(A)(iv)(b), §313.051(b), as appropriate? 10
3. Did the applicant request that the governing body waive the minimum job requirement, as provided under Tax Code §313.025(f-1)? Yes No
 - 3a. If yes, how many new jobs must the approved applicant create under the waiver? 3
4. Calculate 80 percent of new jobs (0.80 x number of new jobs based on the qualified property in the year covered by this report.) 0
5. What is the minimum required annual wage for each qualifying job in the year covered by the report? \$ 45,000.00
6. Identify which of the four Tax Code sections is used to determine the wage standard required by the agreement:

§313.021(5)(A) or §313.021(5)(B) or §313.021(3)(E)(ii) or §313.051(b)

 - 6a. Attach calculations and cite exact Texas Workforce Commission data source as defined in TAC §9.1051.
7. Does the agreement require the applicant to provide a specified number of jobs at a specified wage? Yes No
 - 7a. If yes, how many qualifying jobs did the approved applicant commit to create in the year covered by the report?
 - 7b. If yes, what annual wage did the approved applicant commit to pay in the year covered by the report? \$
 - 7c. If yes, how many qualifying jobs were created at the specified wage in the year covered by the report?
8. How many qualifying jobs (employees of this entity and employees of a contractor with this entity) were based on the qualified property in the year covered by the report? 0
 - 8a. Of the qualifying job-holders last year, how many were employees of the approved applicant? 0
 - 8b. Of the qualifying job-holders last year, how many were employees of an entity contracting with the approved applicant? 0
 - 8c. If any qualifying job-holders were employees of an entity contracting with the applicant, does the approved applicant or assignee have documentation from the contractor supporting the conclusion that those jobs are qualifying jobs? Yes No N/A

SECTION 5B: Wage and Employment Information for Applications After Jan. 1, 2014 (#1000 and Above)

ONLY COMPLETE THE WAGE SECTION (5A or 5B) THAT APPLIES TO YOUR APPLICATION. You can find your application number on the website at www.texasahead.org/tax_programs/chapter313/applicants.

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

QUALIFYING JOBS

1. What is the number of new qualifying jobs the applicant committed to create in the year covered by this report? _____
2. Did the applicant request that the governing body waive the minimum qualifying job requirement, as provided under Tax Code §313.025(f-1)? Yes No
 - 2a. If yes, how many new qualifying jobs must the approved applicant create under the waiver? _____
3. Which Tax Code section are you using to determine the wage standard required for this project? §313.021(5)(A) or §313.021(5)(B)
 - 3a. Attach calculations and cite exact Texas Workforce Commission data sources as defined in TAC §9.1051.
4. What is the minimum required annual wage for each qualifying job in the year covered by this report? \$ _____
5. What is the annual wage the applicant committed to pay for each of the qualifying jobs in the year covered by this report? \$ _____
6. Do the qualifying jobs meet all minimum requirements set out in Tax Code §313.021(3)? Yes No

NON-QUALIFYING JOBS

7. What is the number of non-qualifying jobs the applicant had on Dec. 31 of the year covered by this report? _____
8. What was the average wage you were paying for non-qualifying jobs on Dec. 31 of the year covered by this report? . . \$ _____
9. What is the county average weekly wage for non-qualifying jobs, as defined in TAC §9.1051? \$ _____

MISCELLANEOUS

10. Did the applicant rely on a determination by the Texas Workforce Commission under the provisions §313.024(3)(F) in meeting the qualifying job requirements? Yes No
 - 10a. If yes, attach supporting documentation to evidence that the requirements of §313.021(3)(F) were met.
11. Are you part of a Single Unified Project (SUP) and relying on the provisions in Tax Code §313.024(d-2) to meet the qualifying job requirements? Yes No
 - 11a. If yes, attach supporting documentation from the Texas Economic Development and Tourism Office including a list of the other school district(s) and the qualifying jobs located in each.

SECTION 6: Qualified Investment During Qualified Time Period

ENTITIES ARE NOT REQUIRED TO COMPLETE THIS SECTION IF THE YEAR COVERED BY THE REPORT IS AFTER THE QUALIFYING TIME PERIOD OF THEIR AGREEMENT.

1. What is the qualified investment expended by this entity from the beginning of the qualifying time period through the end of the year covered by this report? \$ 47,244,337.00
2. Was any of the land classified as qualified investment? Yes No
3. Was any of the qualified Investment leased under a capitalized lease? Yes No
4. Was any of the qualified Investment leased under an operating lease? Yes No
5. Was any property not owned by the applicant part of the qualified investment? Yes No

SECTION 7: Partial Interest

THE FOLLOWING QUESTIONS MUST BE ANSWERED BY ENTITIES HAVING A PARTIAL INTEREST IN AN AGREEMENT. For limitation agreements where there are multiple company entities that receive a part of the limitation provided by the agreement: 1) each business entity not having a full interest in the agreement should complete a separate form for their proportionate share of required employment and investment information; and, 2) separately, the school district is required to complete an Annual Eligibility Report that provides for each question in this form a sum of the individual answers from reports submitted by each entity so that there is a cumulative Annual Eligibility Report reflecting the entire agreement.

1. What was your limitation amount (or portion of original limitation amount) during the year covered by this report?
2. Please describe your interest in the agreement and identify all the documents creating that interest.

Not applicable

SECTION 8: Approval

"I am the authorized representative for the Company submitting this Annual Eligibility Report. I understand that this Report is a government record as defined in Chapter 37 of the Texas Penal Code. The information I am providing on this Report is true and correct to the best of my knowledge and belief."

print here ▶ Dyann Blaine
Print Name (Authorized Company Representative)

Authorized Signatory
Title

sign here ▶ *Dyann Blaine*
Signature (Authorized Company Representative)

6/13/14
Date

print here ▶ Brandon Westlake - Cummings Westlake LLC
Print Name of Preparer (Person Who Completed the Form)



Franchise Tax Account Status

As of: 06/12/2014 12:37:24 PM

This Page is Not Sufficient for Filings with the Secretary of State

PATTERN PANHANDLE WIND LLC	
Texas Taxpayer Number	32025738983
Mailing Address	PIER 1 BAY 3 SAN FRANCISCO, CA 94111-
Right to Transact Business in Texas	ACTIVE
State of Formation	DE
Effective SOS Registration Date	02/01/2007
Texas SOS File Number	0800768213
Registered Agent Name	CORPORATION SERVICE COMPANY DBA CSC - LAWYERS INCO
Registered Office Street Address	211 E. 7TH STREET SUITE 620 AUSTIN, TX 78701

**Checklist Item 14
Calculation of Wage Requirements**

**2011 Manufacturing Wages by Council of Government Region
Wages for All Occupations**

COG	Hourly	Annual
1. Panhandle Regional Planning Commission	\$19.32	\$40,196
$\$40,19 \times 1.10 = \$44,215.60$		

**No Manufacturing Data
Available**

All Jobs – All Industries

Quarter	Year	Avg. Weekly Wages	Annualized
First	2012	\$1,382	\$71,864
Second	2012	\$1,523	\$79,196
Third	2012	\$1,312	\$68,224
Fourth	2012	<u>\$1,491</u>	<u>\$77,532</u>
		\$1,427	\$74,204
		X <u>110%</u>	<u>110%</u>
		\$1,569.70	\$81,624.40