
SARA LEON

& ASSOCIATES, LLC

February 28, 2020

Via Electronic Mail and Hand Delivery

Local Government Assistance & Economic Analysis
Texas Comptroller of Public Accounts
111 E. 17th Street
Austin, Texas 78774

Re: Application for a Chapter 313 Value Limitation Agreement between the Lyford Consolidated Independent School District and West Raymond Wind Farm, LLC

First Year of Qualifying Time Period – 2021
First Year of Limitation – 2021

The Lyford Consolidated Independent School District Board of Trustees approved the enclosed Application for Appraised Value Limitation on Qualified Property at a duly called meeting held on February 24, 2020. The Application was determined to be complete on February 28, 2020. The Applicant proposes to construct a wind-powered electric generating facility with a total operating capacity of approximately 239.8 megawatts all located within Lyford Consolidated Independent School District territory.

A copy is being provided to the Willacy, Hidalgo and Cameron Counties Appraisal District by copy of this correspondence. The Board of Trustees believes this project will be beneficial to the District and looks forward to your review and certification of this Application.

Thanks so much for your kind attention to this matter.

Respectfully submitted,



Sara Hardner Leon

Enclosures

Austin • Houston • Corpus Christi

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Richard Saunders, RWE Renewables Americas

Application for Appraised Value Limitation on Qualified Property

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

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

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

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

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

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

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

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

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

SECTION 1: School District Information

1. Authorized School District Representative

Date Application Received by District

First Name

Last Name

Title

School District Name

Street Address

Mailing Address

City

State

ZIP

Phone Number

Fax Number

Mobile Number (optional)

Email Address

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

☐ Yes

☐ No

SECTION 1: School District Information *(continued)*3. Authorized School District Consultant *(If Applicable)*

First Name

Last Name

Title

Firm Name

Phone Number

Fax Number

Mobile Number *(optional)*

Email Address

4. On what date did the district determine this application complete?

5. Has the district determined that the electronic copy and hard copy are identical? ☐ Yes ☐ No

SECTION 2: Applicant Information

1. Authorized Company Representative *(Applicant)*

First Name

Last Name

Title

Organization

Street Address

Mailing Address

City

State

ZIP

Phone Number

Fax Number

Mobile Number *(optional)*

Business Email Address

2. Will a company official other than the authorized company representative be responsible for responding to future information requests? ☐ Yes ☐ No

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

First Name

Last Name

Title

Organization

Street Address

Mailing Address

City

State

ZIP

Phone Number

Fax Number

Mobile Number *(optional)*

Business Email Address

3. Does the applicant authorize the consultant to provide and obtain information related to this application? ☐ Yes ☐ No

SECTION 2: Applicant Information (continued)

4. Authorized Company Consultant (If Applicable)

First Name

Last Name

Title

Firm Name

Phone Number

Fax Number

Business Email Address

SECTION 3: Fees and Payments

1. Has an application fee been paid to the school district? ☐ Yes ☐ No

The total fee shall be paid at time of the application is submitted to the school district. Any fees not accompanying the original application shall be considered supplemental payments.

1a. If yes, attach in **Tab 2** proof of application fee paid to the school district.

For the purpose of questions 2 and 3, "payments to the school district" include any and all payments or transfers of things of value made to the school district or to any person or persons in any form if such payment or transfer of thing of value being provided is in recognition of, anticipation of, or consideration for the agreement for limitation on appraised value.

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

SECTION 4: Business Applicant Information

1. What is the legal name of the applicant under which this application is made? _____
2. List the Texas Taxpayer I.D. number of entity subject to Tax Code, Chapter 171 (11 digits) _____
3. List the NAICS code _____
4. Is the applicant a party to any other pending or active Chapter 313 agreements? ☐ Yes ☐ No
- 4a. If yes, please list application number, name of school district and year of agreement _____

SECTION 5: Applicant Business Structure

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

SECTION 6: Eligibility Under Tax Code Chapter 313.024

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

SECTION 7: Project Description

1. In **Tab 4**, attach a detailed description of the scope of the proposed project, including, at a minimum, the type and planned use of real and tangible personal property, the nature of the business, a timeline for property construction or installation, and any other relevant information.
2. Check the project characteristics that apply to the proposed project:

☐ Land has no existing improvements	☐ Land has existing improvements (<i>complete Section 13</i>)
☐ Expansion of existing operation on the land (<i>complete Section 13</i>)	☐ Relocation within Texas

SECTION 8: Limitation as Determining Factor

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

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

SECTION 9: Projected Timeline

1. Application approval by school board
2. Commencement of construction
3. Beginning of qualifying time period
4. First year of limitation
5. Begin hiring new employees
6. Commencement of commercial operations
7. Do you propose to construct a new building or to erect or affix a new improvement after your application review start date (*date your application is finally determined to be complete*)? ☐ Yes ☐ No
Note: Improvements made before that time may not be considered qualified property.
8. When do you anticipate the new buildings or improvements will be placed in service?

SECTION 10: The Property

1. Identify county or counties in which the proposed project will be located
2. Identify Central Appraisal District (CAD) that will be responsible for appraising the property
3. Will this CAD be acting on behalf of another CAD to appraise this property? ☐ Yes ☐ No
4. List all taxing entities that have jurisdiction for the property, the portion of project within each entity and tax rates for each entity:
County: (Name, tax rate and percent of project) City: (Name, tax rate and percent of project)
Hospital District: (Name, tax rate and percent of project) Water District: (Name, tax rate and percent of project)
Other (describe): (Name, tax rate and percent of project) Other (describe): (Name, tax rate and percent of project)
5. Is the project located entirely within the ISD listed in Section 1? ☐ Yes ☐ No
5a. If no, attach in **Tab 6** additional information on the project scope and size to assist in the economic analysis.
6. Did you receive a determination from the Texas Economic Development and Tourism Office that this proposed project and at least one other project seeking a limitation agreement constitute a single unified project (SUP), as allowed in §313.024(d-2)? ☐ Yes ☐ No
6a. If yes, attach in **Tab 6** supporting documentation from the Office of the Governor.

SECTION 11: Investment

NOTE: The minimum amount of qualified investment required to qualify for an appraised value limitation and the minimum amount of appraised value limitation vary depending on whether the school district is classified as Subchapter B or Subchapter C, and the taxable value of the property within the school district. For assistance in determining estimates of these minimums, access the Comptroller's website at comptroller.texas.gov/economy/local/ch313/.

1. At the time of application, what is the estimated minimum qualified investment required for this school district?
 2. What is the amount of appraised value limitation for which you are applying?
- Note:** The property value limitation amount is based on property values available at the time of application and may change prior to the execution of any final agreement.
3. Does the qualified investment meet the requirements of Tax Code §313.021(1)? ☐ Yes ☐ No
 4. Attach a description of the qualified investment [See §313.021(1).] The description must include:
 - a. a specific and detailed description of the qualified investment you propose to make on the property for which you are requesting an appraised value limitation as defined by Tax Code §313.021 (**Tab 7**);
 - b. a description of any new buildings, proposed new improvements or personal property which you intend to include as part of your minimum qualified investment (**Tab 7**); and
 - c. a detailed map of the qualified investment showing location of tangible personal property to be placed in service during the qualifying time period and buildings to be constructed during the qualifying time period, with vicinity map (**Tab 11**).
 5. Do you intend to make at least the minimum qualified investment required by Tax Code §313.023 (or §313.053 for Subchapter C school districts) for the relevant school district category during the qualifying time period? ☐ Yes ☐ No

SECTION 12: Qualified Property

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

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

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

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

SECTION 14: Wage and Employment Information

1. What is the estimated number of permanent jobs (more than 1,600 hours a year), with the applicant or a contractor of the applicant, on the proposed qualified property during the last complete quarter before the application review start date (date your application is finally determined to be complete)?
2. What is the last complete calendar quarter before application review start date:
☐ First Quarter ☐ Second Quarter ☐ Third Quarter ☐ Fourth Quarter of _____
(year)
3. What were the number of permanent jobs (more than 1,600 hours a year) this applicant had in Texas during the most recent quarter reported to the Texas Workforce Commission (TWC)?
- Note:** For job definitions see TAC §9.1051 and Tax Code §313.021(3).
4. What is the number of new qualifying jobs you are committing to create?
5. What is the number of new non-qualifying jobs you are estimating you will create?
6. Do you intend to request that the governing body waive the minimum new qualifying job creation requirement, as provided under Tax Code §313.025(f-1)? ☐ Yes ☐ No
 - 6a. If yes, attach evidence in **Tab 12** documenting that the new qualifying job creation requirement above exceeds the number of employees necessary for the operation, according to industry standards.
7. Attach in **Tab 13** the four most recent quarters of data for each wage calculation below, including documentation from the TWC website. The final actual statutory minimum annual wage requirement for the applicant for each qualifying job — which may differ slightly from this estimate — will be based on information from the four quarterly periods for which data were available at the time of the application review start date (date of a completed application). See TAC §9.1051(21) and (22).
 - a. Average weekly wage for all jobs (all industries) in the county is
 - b. 110% of the average weekly wage for manufacturing jobs in the county is
 - c. 110% of the average weekly wage for manufacturing jobs in the region is
8. Which Tax Code section are you using to estimate the qualifying job wage standard required for this project? ☐ §313.021(5)(A) or ☐ §313.021(5)(B)
9. What is the minimum required annual wage for each qualifying job based on the qualified property?
10. What is the annual wage you are committing to pay for each of the new qualifying jobs you create on the qualified property?
11. Will the qualifying jobs meet all minimum requirements set out in Tax Code §313.021(3)? ☐ Yes ☐ No
12. Do you intend to satisfy the minimum qualifying job requirement through a determination of cumulative economic benefits to the state as provided by §313.021(3)(F)? ☐ Yes ☐ No
 - 12a. If yes, attach in **Tab 12** supporting documentation from the TWC, pursuant to §313.021(3)(F).
13. Do you intend to rely on the project being part of a single unified project, as allowed in §313.024(d-2), in meeting the qualifying job requirements? ☐ Yes ☐ No
 - 13a. If yes, attach in **Tab 6** supporting documentation including a list of qualifying jobs in the other school district(s).

SECTION 15: Economic Impact

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

SECTION 16: Authorized Signatures and Applicant Certification

After the application and schedules are complete, an authorized representative from the school district and the business should review the application documents and complete this authorization page. Attach the completed authorization page in **Tab 17**. **NOTE:** If you amend your application, you will need to obtain new signatures and resubmit this page, Section 16, with the amendment request.

1. Authorized School District Representative Signature

I am the authorized representative for the school district to which this application is being submitted. I understand that this application is a government record as defined in Chapter 37 of the Texas Penal Code.

**print
here** ➡_____
Print Name (Authorized School District Representative)_____
Title**sign
here** ➡_____
Signature (Authorized School District Representative)_____
Date**2. Authorized Company Representative (Applicant) Signature and Notarization**

I am the authorized representative for the business entity for the purpose of filing this application. I understand that this application is a government record as defined in Chapter 37 of the Texas Penal Code. The information contained in this application and schedules is true and correct to the best of my knowledge and belief.

I hereby certify and affirm that the business entity I represent is in good standing under the laws of the state in which the business entity was organized and that no delinquent taxes are owed to the State of Texas.

**print
here** ➡_____
Print Name (Authorized Company Representative (Applicant))_____
Title**sign
here** ➡_____
Signature (Authorized Company Representative (Applicant))_____
Date

GIVEN under my hand and seal of office this, the

____ day of _____, _____

Notary Public in and for the State of Texas

(Notary Seal)

My Commission expires: _____

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

APPLICATION TAB ORDER FOR REQUESTED ATTACHMENTS

TAB	ATTACHMENT
1	Pages 1 through 11 of Application
2	Proof of Payment of Application Fee
3	Documentation of Combined Group membership under Texas Tax Code 171.0001(7), history of tax default, delinquencies and/or material litigation <i>(if applicable)</i>
4	Detailed description of the project
5	Documentation to assist in determining if limitation is a determining factor
6	Description of how project is located in more than one district, including list of percentage in each district and, if determined to be a single unified project, documentation from the Office of the Governor <i>(if applicable)</i>
7	Description of Qualified Investment
8	Description of Qualified Property
9	Description of Land
10	Description of all property not eligible to become qualified property <i>(if applicable)</i>
11	Maps that clearly show: a) Project vicinity b) Qualified investment including location of tangible personal property to be placed in service during the qualifying time period and buildings to be constructed during the qualifying time period c) Qualified property including location of new buildings or new improvements d) Existing property e) Land location within vicinity map f) Reinvestment or Enterprise Zone within vicinity map, showing the actual or proposed boundaries and size Note: Electronic maps should be high resolution files. Include map legends/markers.
12	Request for Waiver of Job Creation Requirement and supporting information <i>(if applicable)</i>
13	Calculation of three possible wage requirements with TWC documentation
14	Schedules A1, A2, B, C and D completed and signed Economic Impact <i>(if applicable)</i>
15	Economic Impact Analysis, other payments made in the state or other economic information <i>(if applicable)</i>
16	Description of Reinvestment or Enterprise Zone, including: a) evidence that the area qualifies as a enterprise zone as defined by the Governor's Office b) legal description of reinvestment zone* c) order, resolution or ordinance establishing the reinvestment zone* d) guidelines and criteria for creating the zone* * To be submitted with application or before date of final application approval by school board
17	Signature and Certification page, signed and dated by Authorized School District Representative and Authorized Company Representative <i>(applicant)</i>

Tab 2

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

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

Tab 3



February 19, 2020

West Raymond Wind Farm, LLC, Texas tax payer identification number 32061984053, is a limited liability corporation first organized and registered with the Secretary of State on March 19, 2019. As of the date of this letter, the West Raymond Wind Farm, LLC has not been required to file a franchise tax report. As of the first applicable filing period, Raymond Wind Farm, LLC will be a member of a combined group as defined by Texas Tax Code 171.0001 (7). The reporting entity taxpayer name is E.ON Climate & Renewables North America, LLC, Texas tax payer identification number 12000751680.

With kind regards,

A handwritten signature in blue ink, appearing to read "Sean Logsdon", is positioned above the printed name.

Sean Logsdon
Sr. Vice President, Development

**Documentation of combined
group received by the
Texas Comptroller
of Public Accounts**

Tab 4

West Raymond Wind Farm, LLC
Application for Appraised Value Limitations on Qualified Property

Tab 4

Section 7 — Project Description

The proposed Project will consist of a facility designed to use wind power to generate electricity, including wind turbines, towers, transformers, transmission lines, and associated ancillary equipment necessary to safely operate, maintain and transmit power to the ERCOT grid, and meteorological equipment to measure and test wind speed and direction. The Project design consists of 109 wind turbine generators, with a capacity of 2.2 megawatts per generator, with an approximate total capacity of 239.8 MW.

The Project layout is not finalized at this time, but the base case scenario assumes 100% of the total project in the Lyford Cisd. The base case assumes the Vestas V120 turbine, 2.2 MW model as the turbine for the Project. Therefore, LCISD can expect to have 109 turbines (for a total capacity of 239.8 MWs) in their service territory. All of the qualified property for which the applicant is seeking a limitation on appraised value will be owned by the applicant. All qualified property will be located inside the project boundaries.

The Project has signed a Full Interconnection Agreement with ERCOT. The Project had been assigned interconnection study ERCOT #20INR0088.

The Project will be located in Willacy (77.1%), Cameron (14.6%) and Hidalgo (8.3%) Counties. Current land use for the private property consists of farming with some ranching (note that these uses can continue, as the Project is designed to be compatible with such activities).

The additional improvements for the Project (within the LCISD) may include but are not limited to:

- Roadwork, sloped for drainage, with turnouts from public roads
- Fencing to control livestock and to protect substations and other equipment as needed for safety and security.
- 109 wind turbine generator foundations, with anchor bolt embeds and template rings
- Wind turbine obstruction lighting per FAA requirements
- Telephone system
- One collection substations will be connected to the utility interconnection through a single-circuit, double 795 ACSR conductor 345kv transmission line.
- Underground power cables and various cable accessories, with grounding.

- Permanent meteorological towers, quantity and location of which to be determined by final turbine layout.
- Underground communication cables

Tab 5

West Raymond Wind Farm, LLC
Application for Appraised Value Limitations on Qualified Property
Tab 5
Section 13 — Limitation as a Determining Factor

1. Does the applicant currently own the land on which the proposed project will occur?

N/A

2. Has the applicant entered into any agreements, contracts or letters of intent related to the proposed project?

Applicant has entered into contracts relating to the initial due diligence development phases of the Project, as well as some limited site construction work for the existing improvements as more particularly described in Section 13 and Tab 10 of the Application. Such contracts are for preliminary activities relating to the development of the Project, contain early termination provisions or other contingency clauses, and/or may be reallocated and utilized on other projects located outside the State of Texas.

3. Does the applicant have current business activities at the location where the proposed project will occur?

N/A

4. Has the applicant made public statements in SEC filings or other documents regarding its intentions regarding the proposed project location?

N/A

5. Has the applicant received any local or state permits for activities on the proposed project site?

Applicant has applied for building permits for turbine foundations and has received permits from Willacy County, Texas. Building permits for Cameron and Hidalgo Counties have not yet been obtained.

6. Has the applicant received commitments for state or local incentives for activities at the proposed project site?

Applicant has received a property tax abatement for 10 years from Willacy County, Texas, if the Project is completed.

7. Is the applicant evaluating other locations not in Texas for the proposed project?

Applicant is currently considering several other projects in Texas, Oklahoma, Kansas, Indiana, Illinois, and Canada. Applicant has received tax incentives on several of these projects which significantly improve the financial viability of the investment. Applicant and its affiliated companies have not built a project in Texas that did not have a Chapter 313 agreement, as it is crucial to exceeding the company financial hurdle. Applicant recently sold a project that was

unable to obtain a Chapter 313 agreement, as it was unable to meet the minimum financial hurdle. Without a Chapter 313 agreement, this Project would probably not be completed. Applicant can locate the Project anywhere in the U.S. with sufficient prevailing wind conditions conducive to power generation and transmission capacity to interconnect the Project to the grid. Applicant has over 5000 MWs of development assets in 10 states that it is marketing to different off-takers for potential construction throughout the U.S. Applicant is considering investment in many of these potential projects, instead of this Project. For this Project to be competitive with the other projects being developed by the Applicant, Applicant must secure a Chapter 313 tax abatement with Lyford CISD, as well as other Chapter 313, and 312 agreements with respective entities for this Project. The Chapter 313 agreement with Lyford CISD has a significant impact on the rate of return for this Project and allows it to be competitive not only with other projects in the Applicant's portfolio, but also with other projects being developed by competing companies in Texas.

8. Has the applicant provided capital investment or return on investment information for the proposed project in comparison with other alternative investment opportunities?

N/A

9. Has the applicant provided information related to the applicant's inputs, transportation and markets for the proposed project?

N/A

10. Are you submitting information to assist in the determination as to whether the limitation on appraised value is a determining factor in the applicant's decision to invest capital and construct the project in Texas?

An original Application for Chapter 313 Value Limitation Agreement for this Project was submitted to and accepted as complete by Lyford CISD on or about December 10, 2018; however, delivery of the Application to the Texas Comptroller of Public Accounts failed to be timely made although both Lyford CISD and Applicant continue in their desire for the Application to be considered and a certificate for a limitation on appraised property be issued by the Texas Comptroller of Public Accounts. A copy of the minutes of the Board of Trustees of Lyford CISD dated December 10, 2018 accepting original Application and determining it to be complete is attached to this Tab 5. Applicant only recently learned that the original Application was not timely delivered to the Texas Comptroller of Public Accounts for its consideration, at which time, Applicant filed this new Application.

**AMENDED AND RESTATED
TAX ABATEMENT AGREEMENT**

between

WILLACY COUNTY and RAYMOND WIND FARM, LLC

State of Texas)(

County of Willacy)(

This Amended and Restated Tax Abatement Agreement (the “Agreement”) is made and entered into by and between Willacy County, Texas (“County”), acting through its duly elected officers and Raymond Wind Farm, LLC, and its owners and assigns, (“Owner”), as owner of Eligible Property (as hereinafter defined) to be located on the tract of land comprising the *Willacy County Reinvestment Zone Number Three*, more specifically described in **ATTACHMENT A** to this Agreement. The Agreement was originally executed and effective as of April 25, 2019, the effective date of the Original Agreement. The Amended and Restated Agreement was approved by the Willacy County Commissioner’s Court on January 9, 2020. However, pursuant to section 312.207 of the Texas Tax Code, the commencement of the abatement period under this Agreement is deferred until after the issuance of Owner’s Certificate of Completion, as set forth in Paragraph IV(b)(1) set forth below. The Agreement remains in effect until fulfillment of the obligations described in Paragraph IV(d) herein, unless terminated earlier as provided herein.

I.

Authorization

This Agreement is authorized and governed by Chapter 312 of the Texas Tax Code, as in effect on the date hereof, and by the Willacy County Guidelines and Criteria for Granting Tax Abatements.

II.

Definitions

As used in this Agreement, the following terms shall have the meaning set forth below:

- a. “*Abatement*” means the full or partial exemption from ad valorem taxes on property in a Reinvestment Zone as provided herein.
- b. “*Calendar Year*” means each year beginning January 1 and ending on December 31.
- c. “*Certificate of Completion*” means a letter, provided by the Owner to the County, certifying that the Project has achieved Commercial Operations, outlining the Improvements and stipulating the overall Turbine Nameplate Capacity of the Project.

Upon receipt of the Certificate of Completion, the County, with seventy-two (72) hours' notice, may inspect the property in accordance with this Agreement to determine that the Improvements are in place as certified. If the Certificate of Completion indicates that certain ancillary facilities not required for Commercial Operations are still under construction on the date that the Certificate of Completion is delivered, Owner will deliver an amended Certificate of Completion to the County within thirty (30) days after all Project construction is complete.

- d. *"Certified Appraised Value"* means the appraised value, for property tax purposes, of the property within *Willacy County Reinvestment Zone Number Three*, as certified by the Willacy County Appraisal District for each taxable year.
- e. *"Commercial Operations"* means that the Project has become commercially operational and placed into service for the purpose of generating electricity for sale on one or more commercial markets.
- f. *"Eligible Property"* means property eligible for Abatement under the Willacy County Guidelines and Criteria for Granting Tax Abatements.
 - 1. Eligible Property includes: new, expanded or modernized buildings and structures; fixed machinery and equipment; site improvements; related fixed improvements; other tangible items necessary to the operation and administration of the Project or facility; and all other real and tangible personal property permitted by Chapter 312 of the Texas Tax Code and the Willacy County Guidelines and Criteria for Granting Tax Abatements. Taxes on Real Property may be abated only to the extent the property's value for a given year exceeds its value for the year in which the Agreement is executed. Tangible personal property located on the Real Property at any time before the period covered by the Agreement is not eligible for Abatement. Tangible personal property eligible for Abatement shall not include inventory or supplies. The initial taxable value of the Eligible Property, prior to the application of the tax abatement created by this agreement is estimated to be Zero Dollars (\$0.00).
 - 2. Eligible Property shall not include property of Owner which was in place prior to the approval of this agreement.
- g. *"Foundation Notification"* means a letter, provided by the Owner to the County, certifying that Owner has substantially completed construction of at least sixty-five percent (65%) of the foundations of the wind turbines for which Owner has requested building permits. Upon receipt of the Foundation Notification, the County, with seventy-two (72) hours' notice, may inspect the property in accordance with this Agreement to determine that the Improvements are in place as certified

- h. “*Improvements*” means Eligible Property, further described in **ATTACHMENT B**, below, meeting the definition for improvements provided by Chapter 1 of the Texas Tax Code and includes, but is not limited to, any building, structure or fixture erected on or affixed to the land. Improvements specifically include the Owner’s wind turbines and towers, foundations, roads, pad mount transformers, collection system, operations and maintenance buildings, meteorological towers, substations, generator transmission tie line, communications equipment and switching station that will be located in Willacy County.
- i. “*Lender*” means any entity or person providing, directly or indirectly, with respect to the Improvements or Project any of (a) senior or subordinated construction, interim or long-term debt financing or refinancing, whether that financing or refinancing takes the form of private debt, public debt, or any other form of debt (including debt financing or refinancing), (b) a leasing transaction, including a sale leaseback, inverted lease, or leveraged leasing structure, (c) tax equity financing, (d) any interest rate protection agreements to hedge any of the foregoing obligations, and/or (e) any energy hedge provider. There may be more than one Lender. Owner, at its election, may send written notice to the County with the name and notice information for any Lender.
- j. “*Owner*” means Raymond Wind Farm, LLC, the entity that owns or leases the Real Property for which this Abatement is being granted, and any assignee or successor in interest of Raymond Wind Farm, LLC. The term “Raymond Wind Farm, LLC” means and includes the Owner.
- k. “*Real Property*” means Eligible Property meeting the description for real property provided by Chapter 1 of the Texas Tax Code.
- l. “*Reinvestment Zone*” means *Willacy County Reinvestment Zone Number Three*, the reinvestment zone (as that term is defined in Chapter 312 of the Texas Tax Code) created by Willacy County and further described in **ATTACHMENT A**, below.
- m. “*Site*” means the portion of the Reinvestment Zone on which Owner makes the Improvements for which the Abatement is granted hereunder.
- n. “*Tax Year*” shall have the meaning assigned to such term in Section 1.04(13) of the Texas Tax Code (*i.e.*, the calendar year).
- o. “*Turbine Nameplate Capacity*” means the generating capacity of an individual wind turbine as designated by the manufacturer(s) of the turbines to be constructed as Improvements hereunder; and where appropriate, may refer to the total or overall generating capacity.

III. Improvements in Reinvestment Zone

Owner contemplates making the following Improvements in consideration for the Abatement set forth in Paragraph IV of the Agreement:

- a. Owner agrees to use commercially reasonable efforts to construct Improvements on the Site consisting of a wind power electric generation facility of between 140 and 178 wind turbine generators with a projected generating capacity of between up to 308 megawatts (MW) and 391.6 megawatts (MW) of overall Turbine Nameplate Capacity located in the Reinvestment Zone- (the "Project"). The Certified Appraised Value will depend upon annual appraisals by the Willacy County Appraisal District. The number of turbines may vary depending on the types of turbines used and the size of the wind power facility.
- b. Improvements also shall only include property in the Reinvestment Zone meeting the definition of "Eligible Property" that is used to produce wind power and perform other functions related to, or in support of, the production or transmission of wind generated electrical power within *Willacy County Reinvestment Zone Number Three*.
- c. Owner shall commence construction of the Improvements by no later than June 1, 2021, and shall use commercially reasonable efforts to complete construction by no later than December 31, 2021.
- d. Prior to commencing construction of the foundations for any of the wind turbines for the Project, Owner shall apply for and obtain applicable building permits from the County and pay a building permit fee for each wind turbine to Willacy County, Texas in one of the following amounts:
 - 1. a building permit fee in the amount of One Thousand Five Hundred Dollars (\$1,500.00) per turbine, so long as the building permit fee is paid on or before June 1, 2020;
 - 2. a building permit fee in the amount of Two Thousand Dollars (\$2,000.00) per turbine, if the building permit fee is paid after June 1, 2020.

The County shall issue the building permits within ten (10) days after receiving the building permit application and building permit fee for such wind turbine(s) described in each such application.

- e. Applicant shall abide by all terms and conditions set forth in the *Guidelines and Criteria Governing the Granting of Tax Abatement Agreements in Reinvestment Zones Created in Willacy County, Texas*, thereof governing the use of Willacy County Service providers, including specifically the provisions of Section 2(i)(5):
- f. Additionally, the Owner of the project must file a plan statement with application demonstrating willingness and planned efforts to use qualified Willacy County vendors and services, where applicable, in the construction and operations of the facility. In order to qualify under this provision, Willacy County vendors and services must be competitive

with non-county vendors and services regarding price, quality, safety, availability and ability to perform.

IV.

Term and Portion of Tax Abatement; Taxability of Property

- a. The County and Owner specifically agree and acknowledge that the property in the Reinvestment Zone shall be taxable in the following ways before and during the Term of this Agreement:
 1. Property not eligible for Abatement, if any, shall be fully taxable at all times;
 2. The Certified Appraised Value of property existing in the Reinvestment Zone prior to execution of this Agreement shall be fully taxable at all times;
 3. Prior to commencement of the abatement period designated in Paragraph IV(b), One Hundred Percent (100%) of property taxes levied on the Certified Appraised Value of Owner's real and personal property located in the Reinvestment Zone will be owed and payable by Owner;
 4. Eighty-Five Percent (85%) of County property taxes on the Certified Appraised Value of Eligible Property shall be abated for the periods and in the amounts as provided for by Paragraph IV(b) below; and
 5. One Hundred Percent (100%) of the Certified Appraised Value of Eligible Property existing in the Reinvestment Zone shall be fully taxable after expiration of the abatement period designated in Paragraph IV(b).
- b. The County and Owner specifically agree and acknowledge that this Agreement shall provide for tax Abatement, under the conditions set forth herein, of all categories of *ad valorem* property taxes levied by Willacy County, Texas, SAVE AND EXCEPT for taxes levied by the Willacy County Commissioners Court for Road and Bridge Taxes in the County as follows:
 1. Beginning on the January 1st of the Tax Year immediately following the Calendar Year during which the Owner provides the Certificate of Completion to the County and ending upon the conclusion of nine (9) additional Tax Years thereafter, [for a total of ten (10) years] an Abatement equal to Eighty-Five Percent (85%) of taxable value of the Improvements.
 2. Eighty-Five Percent (85%) of property taxes on the Certified Appraised Value of all Improvements described in the Certificate of Completion (and actually in place in the Reinvestment Zone) are abated during the period designated in Section

IV(b)(1), above.

3. Eighty-Five Percent (85%) of property taxes on the Certified Appraised Value of any and all otherwise taxable personal property owned by Owner and located in the Reinvestment Zone are during the period designated in Section IV(b)(1), above.
- c. A portion of all the Improvements may be eligible for complete or partial exemption from ad valorem taxes as a result of existing law or future legislation. This Agreement is not to be construed as evidence that such exemptions shall not apply to the Improvements.
 - d. As consideration for this Abatement, Owner agrees to make the following payments to the County:
 - i. within forty-five days after the Owner's issuance of the Foundation Notification described in Paragraph 2(f), above, Owner shall make a single payment to the County in an amount equal to One Thousand One Hundred Twenty-Five Dollars per megawatt (\$1,125.00/MW) of Turbine Nameplate Capacity for the total number of turbines to be located within the Reinvestment Zone, for which the County has issued building permits to Owner.
 - ii. nine (9) additional annual payments in annual amounts equal to One Thousand One Hundred Twenty-Five Dollars per megawatt per year (\$1,125.00/MW/YR) of Turbine Nameplate Capacity included in the Certificate of Completion (and actually in place in the Reinvestment Zone) with the first such payment being due on October 1st of the second Calendar Year following the Calendar Year in which Owner provided the Certificate of Completion to the County, with the remaining eight (8) payments due annually on October 1 of each of the eight (8) years thereafter.
 - e. In no Tax Year for which payments calculated in accordance with the foregoing Subsection IV(d) shall payments due to the County under such Subsection exceed the full amount of taxes that would have been paid by Owner to the County in the absence of this agreement. For each Tax Year of this agreement the calculation required under this Subsection shall be made by multiplying the full taxable value which the Willacy County Appraisal District would have placed upon the property subject to this agreement in the absence of this agreement times the tax rate for such year adopted by the Willacy County Commissioners Court. In the event that the amount determined under this Subsection (e) is lower than the amount determined under the foregoing Subsection (d), Owner shall pay the lower amount to the County for that applicable Tax Year.
 - f. As additional consideration for the execution hereof, Owner and its contractors employed during the construction of the Project for which this Tax Abatement is being granted shall afford the County the right of first refusal to collect and haul at its own expense, but

otherwise free of charge, all spoils excavated to construct the Project and/or all excess road base or other materials used to construct roads to provide access to the Project.

- g. At any time during this Agreement, the Willacy County Commissioner's Court may, in its sole discretion, so long as such decision does not result in additional costs to the Applicant under this Agreement, direct that the Applicant's payments under Section IV(d) above be made to a Third Party designated by the Commissioner's Court. Any designation of such a foundation or entity must be made by recorded vote of the Willacy County Commissioner's Court at a properly posted public meeting. Any such designation will become effective after such public vote and the delivery of notice of said vote to the Applicant. Such designation may be rescinded by the Commissioners Court by voted action, at any time, and any such rescission will become effective after delivery of notice of such action to the Applicant.

V. Representations

The County and Owner make the following respective representations:

- a. Owner represents and agrees that if constructed, (i) Owner, its successors and/or assigns, will have a taxable interest with respect to Improvements to be placed on the property; (ii) construction of the proposed Improvements described in Paragraph III will be performed by the Owner, its successors and/or assigns and/or their contractors or subcontractors, (iii) Owner's, its successors' and assigns' use of the property in the Reinvestment Zone is limited to that which is consistent with the general purpose of encouraging development or redevelopment of the area during the period of the Abatement, (iv) all representations made in this Agreement and in the Application for Abatement, if any, are true and correct to the best of Owner's knowledge, and (v) Owner will make required filings, if any, by Owner with the Office of the Comptroller of Public Accounts and other governmental entities concerning this Agreement that may be required in the future.
- b. The County represents that (i) the Reinvestment Zone and this Agreement have been created in accordance with Chapter 312 of the Texas Tax Code and the Willacy County Guidelines and Criteria for Granting Tax Abatements as both exist and/or were adopted on the effective date of this Agreement; (ii) no abatement will apply to Improvements or the land on which they are located if such land is owned or leased by a member of the County Commissioners Court as of the effective date of this Agreement, (iii) that the property on which the Improvements will be located within the Reinvestment Zone is located within the legal boundaries of the County and (iv) the County has made and will continue to make all required filings with the Office of the Comptroller of Public Accounts and other governmental entities concerning the Reinvestment Zone and this Agreement.

VI. Access to and Inspection of Property by County and Appraisal District Employees

- a. Owner shall allow the County's and County Appraisal District employees access to the Improvements for the purpose of inspecting any Improvements erected to ensure that the same are conforming to the minimum specifications of this Agreement and to ensure that all terms and conditions of this Agreement are being met. All such inspections shall be made only after giving Owner seventy-two (72) hour notice and shall be conducted in such a manner as to avoid any unreasonable interference with the construction and/or operation of the Improvements. All such inspections shall be made with one (1) or more representatives of Owner in accordance with all applicable safety standards.
- b. Owner shall, within ninety (90) days after the beginning of each Calendar Year, certify annually to the County its compliance with this Agreement by providing a written statement to the same to the County Judge.

VII.

Default, Remedies and Limitations of Liability

- a. The County may declare a default if Owner breaches any material term or condition of this Agreement, including the obligation to commence construction of the Improvements on the Site before June 1, 2021. If the County declares a default of this Agreement, this Agreement shall terminate, after notice and opportunity to cure, to the extent provided for below; or the County may modify the Agreement upon mutual agreement with Owner. In the event of default, the County may pursue the remedies provided for in Paragraph VII(b) and VII(c) below, as applicable. The County shall not declare a default, and no default will be deemed to have occurred, when the circumstances giving rise to such declaration are the result of "Force Majeure". "Force Majeure" means any contingency or cause beyond the reasonable control of Owner, including, without limitation, acts of God or the public enemy, war, riot, civil commotion, insurrection, governmental or de facto governmental action (unless caused by acts or omissions of Owner), fires, explosions, floods, tornadoes and strikes.
- b. The County shall notify (i) Owner and (ii) any Lender of record in the Real Property Records of Willacy County or for which Owner provided the County with contact information of any default in writing in the manner prescribed herein. All contact information for purposes of a notice default shall be provided to the County Judge. The Notice shall specify the basis for the declaration of default, and Owner shall have ninety (90) days from the date of such notice to cure any default, except that where the default is incapable of being cured within ninety (90) days using reasonable business efforts, Owner shall commence performance of the cure within thirty (30) days after receipt of notice and diligently pursue those efforts until the default is cured. Owner and any Lender of which the County has notice shall maintain the right to cure any defect, including any defect caused by an assignee or contractor of Owner during the same cure period identified in the foregoing sentence.

- c. As required by Section 312.205 of the Texas Tax Code, if Owner fails to make the Improvements as provided for by this Agreement, the County shall be entitled to cancel the Agreement and recapture property tax revenue actually lost as a result of the Agreement, (i.e. recapture for prior tax years only – no anticipatory / prospective recapture on future taxes), subject to the above provisions regarding notice and right to cure.
- d. **LIMITATION OF LIABILITY: CANCELLATION OF THE AGREEMENT** (RESULTING IN A FORFEITURE OF ANY RIGHT TO ABATEMENT HEREUNDER BEYOND THE CANCELLATION DATE), RECAPTURE OF PROPERTY TAXES ABATED ONLY AS PROVIDED FOR AND ONLY UNDER THE CIRCUMSTANCES DEFINED IN PARAGRAPH VII(C) OF THIS AGREEMENT, ALONG WITH ANY REASONABLY INCURRED COSTS AND FEES, SHALL BE THE COUNTY'S SOLE REMEDY, AND OWNER'S SOLE LIABILITY, IN THE EVENT OWNER FAILS TO MAKE THE SPECIFIED IMPROVEMENTS OR TAKE OTHER ACTION REQUIRED BY THIS AGREEMENT, INCLUDING ANY FAILURE TO PAY AMOUNTS OWED UNDER THIS AGREEMENT. OWNER AND COUNTY AGREE THAT THE LIMITATIONS CONTAINED IN THIS PARAGRAPH ARE REASONABLE AND REFLECT THE BARGAINED FOR RISK ALLOCATION AGREED TO BY THE PARTIES. IN THE EVENT OF A BREACH OF THIS AGREEMENT, ANY TAXES DUE BY OWNER SHALL BE SUBJECT TO ANY AND ALL STATUTORY RIGHTS FOR THE PAYMENT AND COLLECTION OF TAXES IN ACCORDANCE WITH THE TEXAS TAX CODE.
- e. Any notice of default under this Agreement shall prominently state the following at the top of the notice:

NOTICE OF DEFAULT UNDER TAX ABATEMENT AGREEMENT

YOU ARE HEREBY NOTIFIED OF THE FOLLOWING DEFAULT UNDER YOUR TAX ABATEMENT AGREEMENT WITH THE COUNTY. FAILURE TO CURE THIS DEFAULT WITHIN NINETY DAYS OF NOTICE OR OTHERWISE CURE THE DEFAULT AS PROVIDED BY THE AGREEMENT SHALL RESULT IN TERMINATION OF THE TAX ABATEMENT AGREEMENT AND PAYMENT OF LIQUIDATED DAMAGES AS PROVIDED IN THE AGREEMENT.

VIII.

Compliance with State and Local Regulations

Nothing in this Agreement shall be construed to alter or affect the obligations of Owner to comply with any order, rule, statute or regulation of the County, the State of Texas or the United States.

IX.

Assignment of Agreement

This agreement may be transferred and assigned by the holder to a new owner or lessee of the same facility upon the specific approval of the Willacy County Commissioners Court which shall base its review upon to the financial capacity of the assignee and the ability to ensure that all conditions and obligations in this agreement will continue to be met. Approval by the Commissioners Court shall not be unreasonably withheld, so long as the conditions set forth in this Section are met.

No assignment or transfer shall be approved if either Owner or the prospective assignee are liable to Willacy County or any eligible taxing jurisdiction within Willacy County, Texas for delinquent taxes or other obligations.

In the event that Owner seeks to assign this Agreement in whole or in part, Owner must provide the County with thirty (30) days written notice prior to any such assignment, and provides the County with a draft copy of the assignment. After the Willacy County Commissioners Court's approval of such an assignment, the assignor shall no longer have any interest or liability with respect to the assigned rights and obligations that accrue after the date of approval by the Commissioners Court, and a new abatement agreement with the same terms and conditions as this Agreement but with respect only to such assigned rights and obligations shall be deemed to exist between the assignee and the County.

In addition to its rights under this Article IX above, Owner may, without obtaining the County's consent, mortgage, pledge, or otherwise encumber its interest in this Agreement or the Project to a Lender for the purpose of financing the operations of the Project or constructing the Project or acquiring additional equipment following any initial phase of construction. Owner's encumbering its interest in this Agreement may include an assignment of Owner's rights and obligations under this Agreement for purposes of granting a security interest in this Agreement. In the event Owner takes any of the actions permitted by this subparagraph, it may provide written notice of such action to the County with such notice to include the name and notice information of the Lender. If Owner provides the name and contact information of a Lender to the County, then the County shall be required to provide a copy to such Lender of all Notices delivered to Owner at the same time that the Notice is delivered to Owner. If Owner does not provide the name and contact information of a Lender to the County, then such Lender shall not have the notice rights or other rights of a Lender under this Agreement.

X. Notice

All notices, demands and other communications of any type (collectively, "Notices") given shall be given in accordance with this Section. All Notices shall be in writing and delivered, by commercial delivery service to the office of the person to whom the Notice is directed (provided that that delivery is confirmed by the courier delivery service); by United States Postal Service (USPS), postage prepaid, as a registered or certified item, return receipt requested in a proper wrapper and with proper postage; by recognized overnight delivery service as evidenced by a bill

of lading. Notice delivered by commercial delivery service shall be deemed delivered on receipt or refusal; notices delivered by USPS shall be deemed to have been given upon deposit with the same. Regardless of the method of delivery, in no case shall notice be deemed delivered later than actual receipt. In the event of a notice of default given pursuant to Article VII, such notice shall be given by at least one of the methods of delivery consistent with Section VII(e). All Notices shall be mailed or delivered to the following addresses:

To the Owner:	Raymond Wind Farm, LLC ATTN: Paul Bowman 701 Brazos Street, Suite 1400 Austin, Texas 78701
With a Copy to:	Raymond Wind Farm, LLC Attn: Legal Department 353 N. Clark Street, floor 30 Chicago, IL 60654
To the County:	Willacy County Judge Willacy County Courthouse 576 W. Main Street Raymondville, Texas 78580

Any party may designate a different address by giving the other party at least ten (10) days written notice in the manner prescribed above.

XI. Severability

In the event any section or other part of this Agreement is held invalid, illegal, factually insufficient, or unconstitutional, the balance of this Agreement shall stand, shall be enforceable and shall be read as if the parties intended at all times to delete said invalid sections or other part. In the event that (i) the term of the Abatement with respect to any property is longer than allowed by law, or (ii) the Abatement applies to a broader classification of property than is allowed by law, then the Abatement shall be valid with respect to the classification of property not deemed overly broad, and for the portion of the term of the Abatement not deemed excessive. Any provision required by the Tax Code to be contained herein that does not appear herein is incorporated herein by reference.

XII. Applicable Law

This Agreement shall be construed under the laws of the State of Texas.

XIII.
Amendment

Except as otherwise provided, this Agreement may be modified by the parties hereto upon mutual written consent to include other provisions which could have originally been included in this Agreement or to delete provisions that were not originally necessary to this Agreement pursuant to the procedures set forth in Chapter 312 of the Texas Tax Code.

XIV.
Guidelines and Criteria

The Parties to this agreement acknowledge that this Agreement is entered into based upon Willacy County Guidelines and Criteria for Granting Tax Abatements which were in effect or were adopted on the date of approval of this agreement. The Parties intend this agreement to be consistent with the Willacy County Guidelines and Criteria for Granting Tax Abatements which were in effect as of the date of approval of this agreement. In the event of an irreconcilable conflict, Guidelines and Criteria are deemed amended (or a variance is granted therefrom) for purposes of this Agreement only.

XV.
Entire Agreement

This Agreement contains the entire and integrated Tax Abatement Agreement between the County and Owner, and supersedes any and all other negotiations and agreements, whether written or oral, between the parties. This Agreement has not been executed in reliance upon any representation or promise except those contained herein.

IN TESTIMONY OF WHICH, THIS AGREEMENT has been executed by the County as authorized by the Willacy County Commissioners Court and executed by the Owner on the respective dates shown below.

WILLACY COUNTY, TEXAS



HON. AURELIO "KEETER" GUERRA, JR.
County Judge

ATTEST:



SUSANA R. GARZA
Willacy County Clerk &
Ex-Officio Clerk of the Commissioners' Court
of Willacy County, Texas

JANUARY 10, 2020

Date

RAYMOND WIND FARM, LLC

By: _____

Name: _____

Title: Authorized Representative

Date: _____

ATTACHMENT A

Attached as **ATTACHMENT A** is the Order Designating *Willacy County Reinvestment Zone Number Three*. It was duly passed by the Willacy County Commissioners Court on April 25, 2019, A map depicting the location of *Willacy County Reinvestment Zone Number Three* is also attached.

ATTACHMENT B

Project Specification Summary

1. The Owner of the Project is Raymond Wind Farm, LLC.
2. The initial project is estimated to consist of a wind power electric generation facility of between 140 and 178 wind turbine generators with a minimum capacity of up to 308 megawatts (MW) of overall Turbine Nameplate Capacity located in the Reinvestment Zone. The initial project value to be abated is estimated to be between Three Hundred Fifty-Four Million Dollars (\$354,000,000) and Four Hundred Fifty-Seven Million Dollars (\$457,000,000).
3. The abatement commencement date is January 1st of the Tax Year immediately following the Calendar Year during which the Owner provides the Certificate of Completion to the County
4. The abatement termination date is December 31st of the tenth Tax Year after but including the commencement date.
5. The percentage of value to be abated each year is eighty-five percent (85%) each year for ten (10) years after commencement date.
6. The proposed use of the facilities for which the abatement is being granted is for a wind farm of approximately between 140 and 178 wind turbine generators with a maximum capacity of up to 352 megawatts (MW) of overall Turbine Nameplate Capacity located in the Reinvestment Zone.
7. The total investment in the project is estimated to be between Three Hundred Fifty-Four Million Dollars (\$354,000,000) and Four Hundred Fifty-Seven Million Dollars (\$457,000,000).
8. The number of new permanent jobs to be created in the site for the period of abatement is six (6).
9. The map and property description of the site is within *Willacy County Reinvestment Zone Number Three* which is attached as **ATTACHMENT A**.

**RESOLUTION OF THE COMMISSIONERS COURT
OF WILLACY COUNTY, TEXAS**

**CREATING *WILLACY COUNTY REINVESTMENT ZONE NUMBER THREE*, FOR
COMMERCIAL/INDUSTRIAL TAX ABATEMENT IN WILLACY COUNTY, TEXAS,
ESTABLISHING THE BOUNDARIES THEREOF, AND PROVIDING FOR AN
EFFECTIVE DATE**

PREAMBLE

WHEREAS, the Commissioners Court of Willacy County, Texas desires to promote the development or redevelopment of a certain contiguous geographic area within its jurisdiction by the creation of a reinvestment zone as authorized by the Property Redevelopment and Tax Abatement Act, as amended (Texas Property Tax Code § 312.001, *et seq.*), and the Guidelines and Criteria of the Commissioners Court of Willacy County for Granting a Tax Abatement in a Reinvestment Zone Created in Willacy County, Texas (the “Guidelines”); and,

WHEREAS, Section 312.401 of the Texas Tax Code permits a County Commissioners Court to designate a reinvestment zone if that designation is reasonably likely to contribute to the retention or expansion of primary employment, or attract major investment in the reinvestment zone that would contribute to the economic development of the County; and,

WHEREAS, none of the area, Described in **EXHIBITS 1 and 2**, below, for which application for the creation of a reinvestment zone has been made, is within the taxing jurisdiction of any municipality; and,

WHEREAS, on April 11, 2019, a hearing before the Commissioners Court of Willacy County, Texas was held, such date being at least seven (7) days after the date of publication of the notice of such public hearing in the *Raymondville Chronicle* and the delivery of written notice to the respective presiding officers of each taxing entity that it includes within its boundaries real property that is to be included in the proposed reinvestment zone; and,

WHEREAS, the Commissioners Court of Willacy County, Texas at such public hearing, held in accordance with the procedural requirements of Chapter 312, of the Texas Tax Code, and Chapter 551 of the Texas Government Code, invited any interested person to appear and speak for or against the creation of the reinvestment zone and whether all or part of the territory described should be included in the proposed reinvestment zone; and,

WHEREAS, the proponents of the reinvestment zone offered evidence, both oral and documentary, in favor of all of the foregoing matters relating to the creation of the reinvestment zone and opponents, if any, of the reinvestment zone appeared to contest the creation of the reinvestment zone; and,

WHEREAS, the improvements set forth in the Application by Raymond Wind Farm, LLC for a tax abatement agreement are feasible and of benefit to the county after expiration of the tax abatement; and,

WHEREAS, the Willacy County Commissioners Court wishes to create a reinvestment zone within the boundaries of Willacy County as shown on the map attached as **EXHIBIT 1** and further described by the legal description set forth in **EXHIBIT 2** of this Resolution;

NOW THEREFORE, BE IT RESOLVED BY THE COMMISSIONERS COURT OF WILLACY COUNTY, TEXAS:

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

SECTION 2. That the Commissioners Court of Willacy County, Texas, after conducting such hearing and having heard such evidence and testimony, has made the following findings and determinations based on the evidence and testimony presented to it:

- (a) That the public hearing on adoption of the *Willacy County Reinvestment Zone Number Three* has been properly called, held, and conducted and that notice of such hearing has been published as required by law and mailed to the respective presiding officers of the governing bodies of all taxing units overlapping the territory inside the proposed reinvestment zone; and,
- (b) That the boundaries of *Willacy County Reinvestment Zone Number Three* should be the area depicted in the plat map indicating the boundaries thereof, attached hereto as **EXHIBIT 1**, and further described in the legal description of the boundaries described in **EXHIBIT 2**, both of which are incorporated herein by reference for all intents and purposes; and,
- (c) That creation of *Willacy County Reinvestment Zone Number Three*, with boundaries as described in **EXHIBITS 1** and **2** will result in benefits to the Willacy County, Texas and to land included in the zone and that the improvements sought are feasible and practical; and
- (d) The *Willacy County Reinvestment Zone Number Three*, as described in Exhibit "A" and depicted in in **EXHIBITS 1** and **2**, meets the criteria set forth in Texas Property Tax Code Chapter 312 for the creation of a reinvestment zone as set forth in the Property Redevelopment and Tax Abatement Act, as amended, and the Guidelines and Criteria, in that it is reasonably likely as a result of the designation to contribute to the retention or expansion of primary employment or to attract investment in the zone that would be a benefit to the property and that

would contribute to the economic development of Willacy County, Texas, and that the entire tract of land is located entirely within an unincorporated area of Willacy County, Texas.

SECTION 3. That pursuant to the Property Redevelopment and Tax Abatement Act, as amended, and the Guidelines and Criteria adopted by the Willacy County Commissioners Court, the Willacy County Commissioners Court hereby creates *Willacy County Reinvestment Zone Number Three*, as a reinvestment zone for commercial-industrial tax abatement encompassing only the area within the boundaries described in **EXHIBITS 1 AND 2**, and such reinvestment zone is hereby designated, and shall hereafter be referred to as *Willacy County Reinvestment Zone Number Three*.

SECTION 4. *Willacy County Reinvestment Zone Number Three* shall take effect on April 11, 2019, and shall remain designated as a commercial-industrial reinvestment zone for a period of five (5) years from such date of designation, and may be renewed for an additional five (5) year period thereafter.

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

SECTION 6. That it is hereby found, determined, and declared that a sufficient notice of the date, hour, place and subject, of the meeting of the Willacy County Commissioners Court at which this Order was adopted was posted at a place convenient and readily accessible at all times as required by the Texas Open Government Act, Texas Government Code, Chapter 551, as amended, and that a public hearing was held prior to the designation of such reinvestment zone and that proper notice of the hearing was published in the official newspaper of general circulation within the County, and furthermore, such notice was in fact delivered to the presiding officer of any affected taxing entity as prescribed by the Property Redevelopment and Tax Abatement Act.

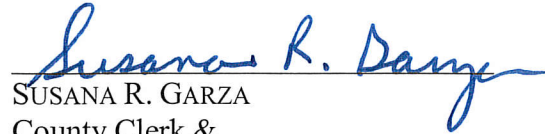
PASSED, APPROVED AND ADOPTED on this 25th day of April 2019.

WILLACY COUNTY, TEXAS



HON. AURELIO "KEETER" GUERRA, JR.
County Judge

ATTEST:


SUSANA R. GARZA
County Clerk &
Ex-Officio Clerk of the Commissioners' Court
of Willacy County, Texas

 MAY 01 2019
Date



Tab 6

West Raymond Wind Farm, LLC
Application for Appraised Value Limitations on Qualified Property
Tab 6
Section 10 — The Property

Supplemental taxing entities for item 4.:

- **Cameron County (14.6%)(0.336784)**
- **Hidalgo County (8.3%)(0.58)**
- **Willacy County Hospital Indigent Health (77.1%)(0.038280)**
- **Willacy County Emergency Service District (77.1%)(0.044040)**
- **Hidalgo County EMS DIST #02 (8.3%)(0.036000)**
- **Cameron County EMERGENCY SERVICE DISTRICT #1 (14.6%)(0.089392)**
- **Willacy Drainage District #1 (77.1%)(0.250000)**
- **Willacy County Road & Bridge (77.1%)(0.117600)**
- **South Texas ISD (100%)(0.049200)**
- **South Texas College (8.3%)(0.049200)**

The proposed Project base case will consist of 109 wind turbine generators, with a capacity of 2.2 megawatts per generator, with an approximate total capacity of 239.8 MWs. The base case assumes all 109 turbines in Lyford ISD.

A map of the project area, the proposed reinvestment zone and the school districts is attached.

At this time, we are projecting a total qualified investment of \$242.5 million for West Raymond Wind Farm, LLC, with all \$242.5 million of qualified investment in Lyford ISD.

Tab 7

West Raymond Wind Farm, LLC
Application for Appraised Value Limitations on Qualified Property

Tab 7

Section 11— Investment

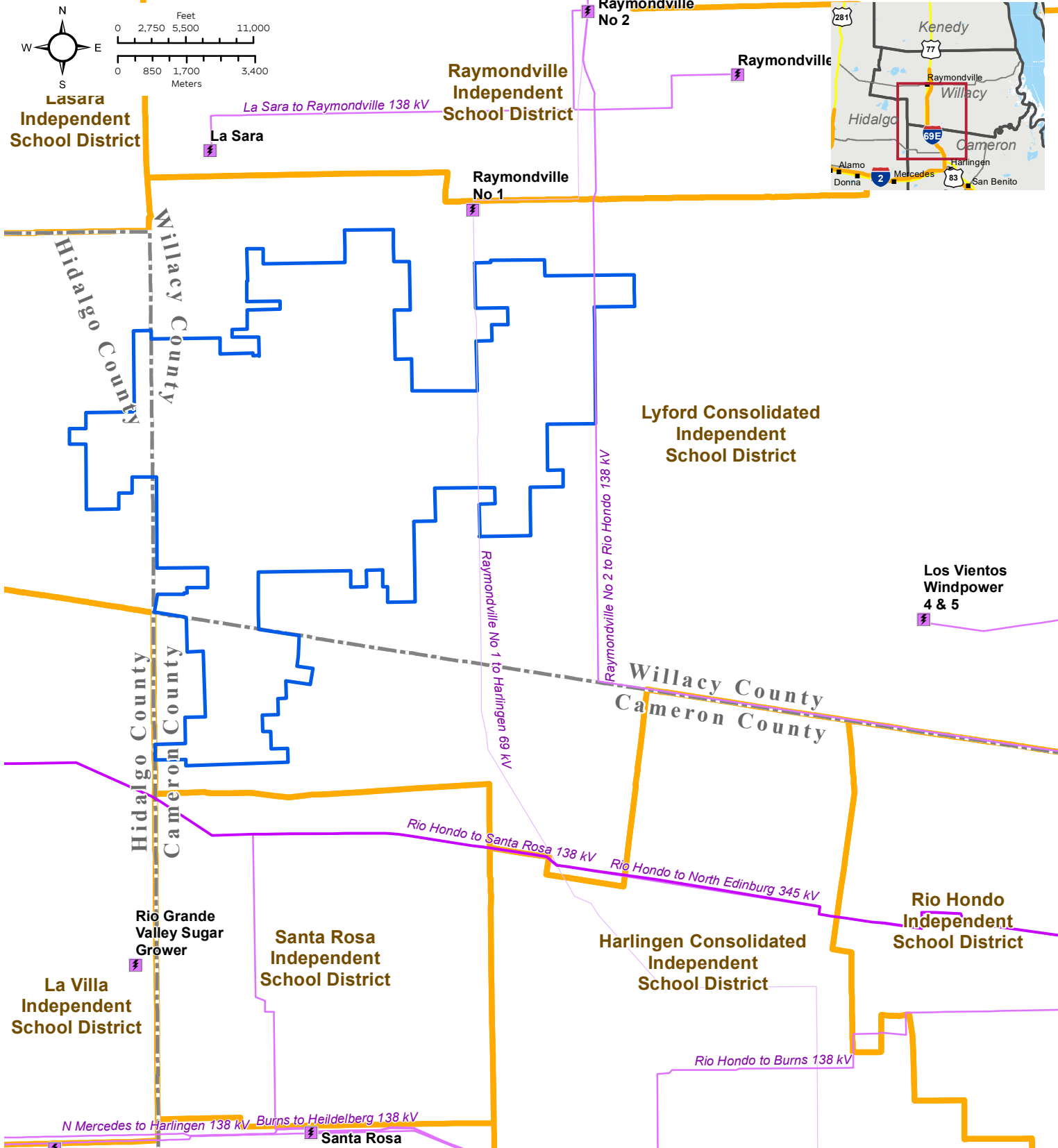
Description of Qualified Investment

4a. & 4b. West Raymond Wind Farm, LLC anticipates constructing a wind-powered electric generating facility with a total operating capacity of approximately 239.8 megawatts all located within the Lyford ISD territory. The current base case turbine is the Vestas V120 with a 2.2 MW capacity. Therefore, it is expected that 109 Vestas turbines will be located in LCISD area.

The additional improvements for the Project may include but are not limited to:

- Roadwork, sloped for drainage, with turnouts from public roads
- Fencing to control livestock and to protect substations and other equipment as needed for safety and security.
- 109 wind turbine generator foundations, with anchor bolt embeds and template rings
- Wind turbine obstruction lighting per FAA requirements
- Telephone system
- ECRNA will construct a 345:34.5kV collection substation, including transformers with OLTC's, as well as associated circuit breakers, switches, reactive power compensation equipment and control building. Location of substation is not known at this time.
- The collection substation will be connected to the utility interconnection through a single-circuit, double 795 ACSR conductor 345kv transmission line approximately 6 miles in length.
- Underground power cables from, and various cable accessories, with grounding.
- Permanent meteorological towers, quantity and location of which to be determined by final turbine layout.
- Underground communication cables

4c. Please see map in Tab 11. The specific locations of the roads, turbines and ancillary equipment is yet to be determined.



Raymond West Project School District Summary

Willacy-Cameron-Hidalgo Counties, Texas

- Substation Location
- Transmission Lines**
 - Under 100 kV
 - 100 - 161 kV
 - 230 - 345kV
 - Raymond West Project Boundary

- Proposed Reinvestment Zone
- Independent School District Boundary
- County Boundary

Date: February 14, 2020
Map Scale: 1:150,000
Projection: NAD 1983 UTM Zone 14N
Datum: North American 1983

Map produced by RWE Renewables for internal use only. Final analysis & site locations to be determined by RWE personnel through on-site verification. Map is not to be reproduced or redistributed without expressly written permission from RWE Renewables Americas, LLC.
Base data from Esri, US Census, ABB.

Tab 8

West Raymond Wind Farm, LLC
Application for Appraised Value Limitations on Qualified Property
Tab 8
Section 12— Qualified Property

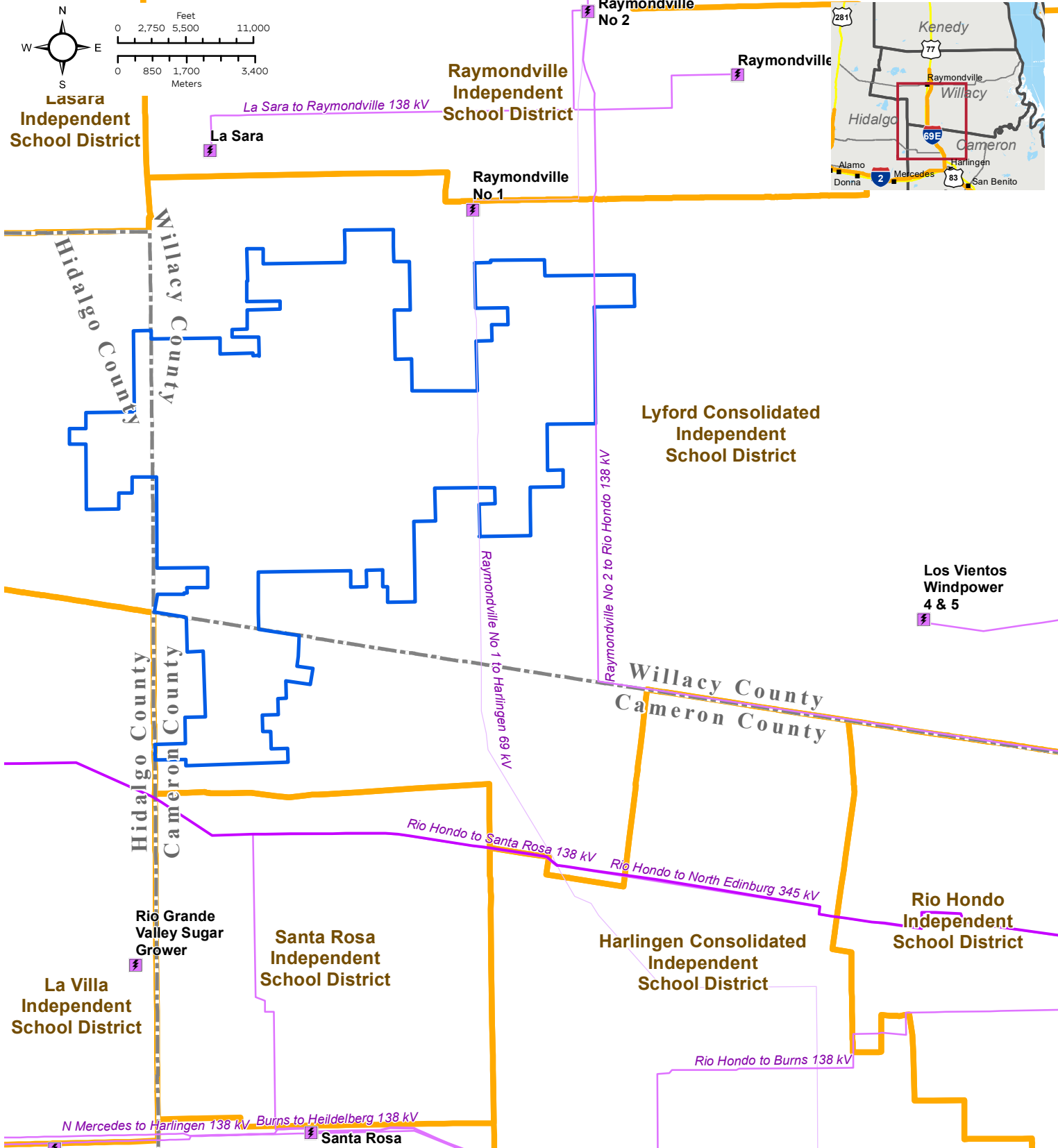
Description of Qualified Property

1a. & 1b. West Raymond Wind Farm, LLC anticipates constructing a wind-powered electric generating facility with an operating capacity of approximately 239.8 megawatts (the "Project"). The exact number of wind turbines and the size of each turbine will vary depending upon the wind turbines selected and the megawatt generating capacity of the project completed. The current base case uses the Vestas V120 turbine with an individual capacity of 2.2 MWs. The base case therefore assumes all 109 turbines in LCISD

The additional improvements for the Project may include but are not limited to:

- Roadwork, sloped for drainage, with turnouts from public roads
- Fencing to control livestock and to protect substations and other equipment as needed for safety and security.
- 109 wind turbine generator foundations, with anchor bolt embeds and template rings
- Wind turbine obstruction lighting per FAA requirements
- Telephone system
- ECRNA will construct a 345:34.5kV collection substation, including power transformers with OLTC's, as well as associated circuit breakers, switches, reactive power compensation equipment and control building.
- The collection substation will be connected to the utility interconnection through a single-circuit, double 795 ACSR conductor 345kv transmission line approximately 6 miles in length.
- Underground power cables from, and various cable accessories, with grounding.
- Permanent meteorological towers, quantity and location of which to be determined by final turbine layout.
- Underground communication cables

1c. Please see map in Tab 11. The specific locations of the roads, turbines and ancillary equipment is yet to be determined.



Raymond West Project School District Summary

Willacy-Cameron-Hidalgo Counties, Texas

- Substation Location
- Transmission Lines**
 - Under 100 kV
 - 100 - 161 kV
 - 230 - 345kV
 - Raymond West Project Boundary
- Independent School District Boundary
- County Boundary
- Proposed Reinvestment Zone

Date: February 14, 2020
Map Scale: 1:150,000
Projection: NAD 1983 UTM Zone 14N
Datum: North American 1983

Map produced by RWE Renewables for internal use only. Final analysis & site locations to be determined by RWE personnel through on-site verification. Map is not to be reproduced or redistributed without expressly written permission from RWE Renewables Americas, LLC.
Base data from Esri, US Census, ABB.

Tab 9

N/A

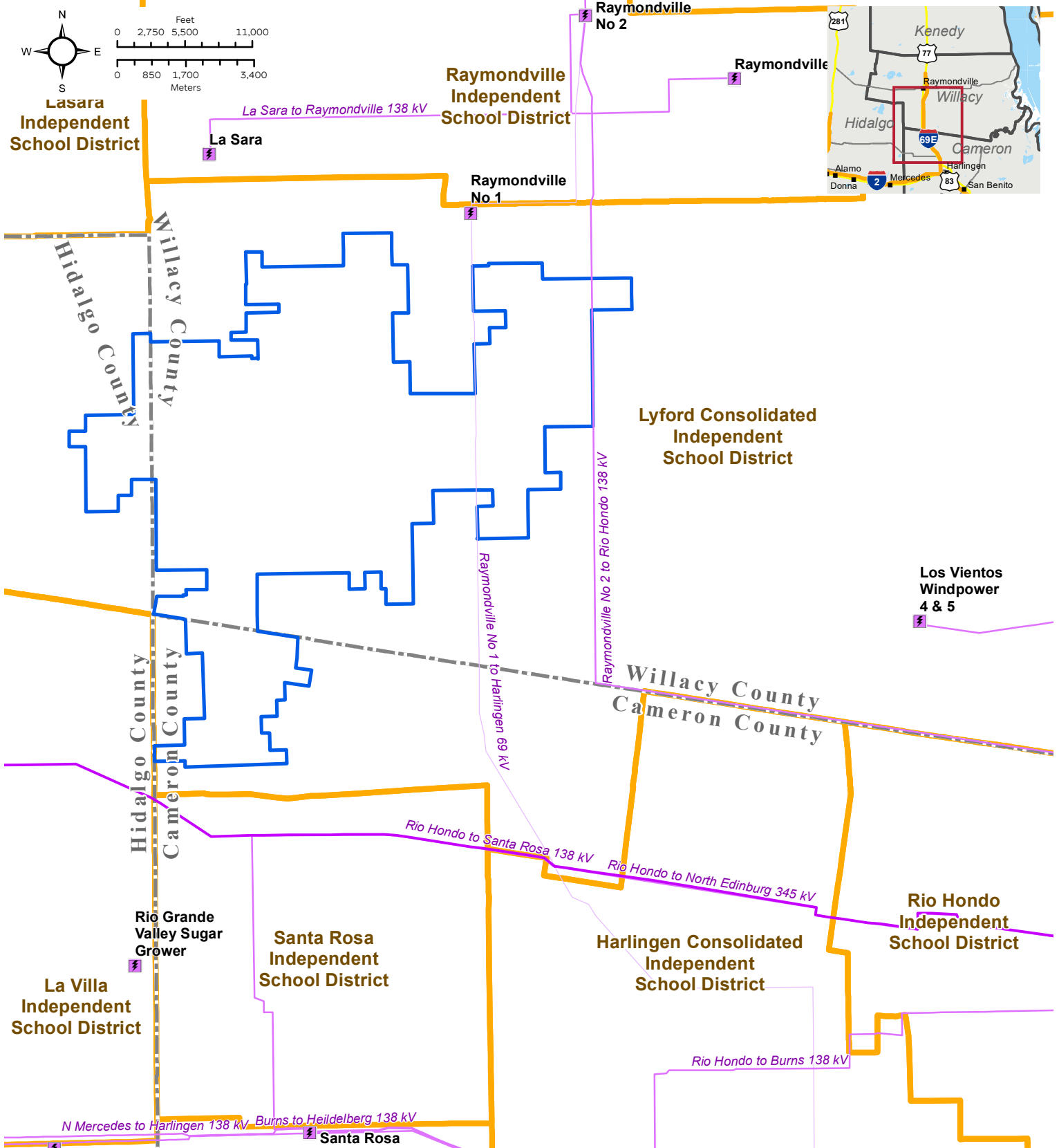
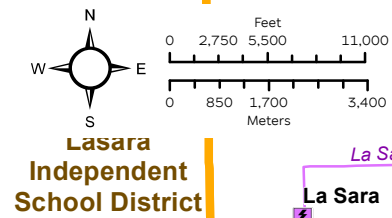
Tab 10

West Raymond Wind Farm, LLC
Application for Appraised Value Limitations on Qualified Property
Tab 10

Section 13 — Information on Property Not Eligible to Become Qualified Property

Applicant has constructed access roads, cleared and grubbed the area, poured 8 foundations, and certain other preliminary site work necessary to qualify the Project and to meet certain deadlines for full federal tax credit eligibility.

Tab 11



Raymond West Project School District Summary

Willacy-Cameron-Hidalgo Counties, Texas

- Substation Location
- Transmission Lines**
 - Under 100 kV
 - 100 - 161 kV
 - 230 - 345kV
 - Raymond West Project Boundary

- Proposed Reinvestment Zone
- Independent School District Boundary
- County Boundary

Date: February 14, 2020
Map Scale: 1:150,000
Projection: NAD 1983 UTM Zone 14N
Datum: North American 1983

Map produced by RWE Renewables for internal use only. Final analysis & site locations to be determined by RWE personnel through on-site verification. Map is not to be reproduced or redistributed without expressly written permission from RWE Renewables Americas, LLC.
Base data from Esri, US Census, ABB.

Tab 12



701 Brazos Street
Suite 1400
Austin, TX 78701

February 19, 2020

Dr, Kristin Brown
Superintendent
Lyford Consolidated Independent School District
P.O. Box 220
Lyford, TX 78569

Re: Chapter 313 Job Waiver Request

Dear Superintendent Brown

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

West Raymond Wind Farm, LLC requests that the Lyford Consolidated Independent School District make such a finding and waive the job creation requirement for 10 permanent jobs. In line with industry standards for job requirements, West Raymond Wind Farm, LLC has committed to create 2 total jobs for the project, with all 2 of jobs dedicated to LCISD.

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

The industry standard for employment is typically one full-time employee for approximately every 15-20 turbines. This number may fluctuate depending on the operations and maintenance requirements of the turbine selected as well as the support and technical assistance offered by the turbine manufacturer. 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. In addition, to the onsite employees, there may be managers or technicians who support the project from offsite locations.

With kind regards,

A handwritten signature in blue ink, appearing to read 'Sean Logsdon', with a long, sweeping horizontal line extending to the right.

Sean Logsdon

Tab 13

CALCULATION OF WAGE REQUIREMENTS

TOTAL REGION MANUFACTURING

Council of Government	Hourly	Weekly	Annual
1. Lower Rio Grande Valley Development Council	\$17.21	\$688.54	\$35,804

$\$688.54 \times 1.10 = \textbf{\$757.39}$

$\$35,804 \times 1.10 = \textbf{\$39,384.40}$

TOTAL – MANUFACTURING –Willacy County

Year	Quarter	Average Weekly Wages	Annualized
2018	3Q	\$883	\$45,916
2018	4Q	\$843	\$43,836
2019	1Q	\$913	\$47,476
2019	2Q	\$911	\$47,372
		\$887.50	\$46,150
	X	<u>110% of County Average Weekly Wage for all Jobs</u>	
		\$976.25	\$50,765.00

TOTAL— ALL INDUSTRIES – Willacy County

Year	Quarter	Average Weekly Wages	Annualized
2018	3Q	\$676	\$35,152
2018	4Q	\$747	\$38,844
2019	1Q	\$701	\$36,452
2019	2Q	\$730	\$37,960
		\$713.50	\$37,102

Quarterly Employment and Wages (QCEW) Willacy County- Manufacturing

Year	Period	Area	Ownership	Industry Coc	Industry	Level	Average Weekly Wage
2018	03	Willacy	Total All	31-33	Manufacturing	2	883
2018	04	Willacy	Total All	31-33	Manufacturing	2	843
2019	01	Willacy	Total All	31-33	Manufacturing	2	913
2019	02	Willacy	Total All	31-33	Manufacturing	2	911

Quarterly Employment and Wages (QCEW) Willacy County – All Industries

Year	Period	Area	Ownership	Industry C	Industry	Level	Average Weekly Wage
2018	03	Willacy	Total All	10	Total, All Industries	0	676
2018	04	Willacy	Total All	10	Total, All Industries	0	747
2019	01	Willacy	Total All	10	Total, All Industries	0	701
2019	02	Willacy	Total All	10	Total, All Industries	0	730

**Quarterly Employment and Wages (QCEW)
NORTEX Regional Planning Commission-
Manufacturing**

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

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

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

Data published: July 2019

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

Annual wage figure assumes a 40-hour work week.

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

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

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

Tab 14

Date 2/19/2020
Applicant Name West Raymond Wind Farm, LLC
ISD Name Lyford CISD

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

Form 50-296A
Revised May 2014

PROPERTY INVESTMENT AMOUNTS								
(Estimated Investment in each year. Do not put cumulative totals.)								
				Column A	Column B	Column C	Column D	Column E
	Year	School Year (YYYY-YYYY)	Tax Year (Fill in actual tax year below) YYYY	New investment (original cost) in tangible personal property placed in service during this year that will become Qualified Property	New investment made during this year in buildings or permanent nonremovable components of buildings that will become Qualified Property	Other new investment made during this year that will <u>not</u> become Qualified Property [SEE NOTE]	Other new investment made during this year that may become Qualified Property [SEE NOTE]	Total Investment (Sum of Columns A+B+C+D)
Investment made before filing complete application with district	Year preceding the first complete tax year of the qualifying time period (assuming no deferrals of qualifying time period)	2019-2020	2019	Not eligible to become Qualified Property			[The only other investment made before filing complete application with district that may become Qualified Property is land.]	
Investment made after filing complete application with district, but before final board approval of application								
Investment made after final board approval of application and before Jan. 1 of first complete tax year of qualifying time period				\$ -	\$ -	\$ -	\$ -	\$ -
Complete tax years of qualifying time period	QTP1	2020-2021	2020	\$ 245,250,000.00	\$ -	\$ -	\$ -	\$ 245,250,000.00
	QTP2	2021-2022	2021	\$ -	\$ -	\$ -	\$ -	\$ -
Total Investment through Qualifying Time Period [ENTER this row in Schedule A2]				\$ 245,250,000.00	Enter amounts from TOTAL row above in Schedule A2			\$ 245,250,000.00
Total Qualified Investment (sum of green cells)				\$ 245,250,000.00				

For All Columns: List amount invested each year, not cumulative totals.

Column A: This represents the total dollar amount of planned investment in tangible personal property. Only include estimates of investment for "replacement" property if the property is specifically described in the application.
Only tangible personal property that is specifically described in the application can become qualified property.

Column B: The total dollar amount of planned investment each year in buildings or nonremovable component of buildings.

Column C: Dollar value of other investment that may affect economic impact and total value. Examples of other investment that will not become qualified property include investment meeting the definition of 313.021(1) but not creating a new improvement as defined by TAC 9.1051. This is proposed property that functionally replaces existing property; is used to maintain, refurbish, renovate, modify or upgrade existing property; or is affixed to existing property—described in SECTION 13, question #5 of the application.

Column D: Dollar value of other investment that may affect economic impact and total value. Examples of other investment that may result in qualified property are land or professional services.

Total Investment: Add together each cell in a column and enter the sum in the blue total investment row. Enter the data from this row into the first row in Schedule A2.

Qualified Investment: For the green qualified investment cell, enter the sum of all the green-shaded cells.

PROPERTY INVESTMENT AMOUNTS								
(Estimated Investment in each year. Do not put cumulative totals.)								
				Column A	Column B	Column C	Column D	Column E
	Year	School Year (YYYY-YYYY)	Tax Year (Fill in actual tax year below) YYYY	New investment (original cost) in tangible personal property placed in service during this year that will become Qualified Property	New investment made during this year in buildings or permanent nonremovable components of buildings that will become Qualified Property	Other investment made during this year that will <u>not</u> become Qualified Property [SEE NOTE]	Other investment made during this year that will become Qualified Property [SEE NOTE]	Total Investment (A+B+C+D)
Total Investment from Schedule A1*	--	TOTALS FROM SCHEDULE A1		Enter amounts from TOTAL row in Schedule A1 in the row below				
				\$ 245,250,000.00				\$ 245,250,000.00
Each year prior to start of value limitation period**	0	2019-2020	2019	\$ -				\$ -
Each year prior to start of value limitation period**	0	2020-2021	2020	\$ 245,250,000.00				\$ 245,250,000.00
Value limitation period***	1	2021-2022	2021					
	2	2022-2023	2022					
	3	2023-2024	2023					
	4	2024-2025	2024					
	5	2025-2026	2025					
	6	2026-2027	2026					
	7	2027-2028	2027					
	8	2028-2029	2028					
	9	2029-2030	2029					
	10	2030-2031	2030					
Total Investment made through limitation				\$ 245,250,000.00				\$ 245,250,000.00
Continue to maintain viable presence	11	2031-2032	2031					
	12	2032-2033	2032					
	13	2033-2034	2033					
	14	2034-2035	2034					
	15	2035-2036	2035					
Additional years for 25 year economic impact as required by 313.026(c)(1)	16	2036-2037	2036					
	17	2037-2038	2037					
	18	2038-2039	2038					
	19	2039-2040	2039					
	20	2040-2041	2040					
	21	2041-2042	2041					
	22	2042-2043	2042					
	23	2043-2044	2043					
	24	2044-2045	2044					
	25	2045-2046	2045					

* All investments made through the qualifying time period are captured and totaled on Schedule A1 [blue box] and incorporated into this schedule in the **first row**.

** Only investment made during deferrals of the start of the limitation (after the end of qualifying time period but before the start of the Value Limitation Period) should be included in the "year prior to start of value limitation period" row(s). If the limitation starts at the end of the qualifying time period or the qualifying time period overlaps the limitation, no investment should be included on this line.

*** If your qualifying time period will overlap your value limitation period, do not also include investment made during the qualifying time period in years 1 and/or 2 of the value limitation period, depending on the overlap. Only include investments/years that were **not** captured on Schedule A1.

For All Columns: List amount invested each year, not cumulative totals. Only include investments in the remaining rows of Schedule A2 that were not captured on Schedule A1.

Column A: This represents the total dollar amount of planned investment in tangible personal property. Only include estimates of investment for "replacement" property if the property is specifically described in the application. Only tangible personal property that is specifically described in the application can become qualified property.

Column B: The total dollar amount of planned investment each year in buildings or nonremovable component of buildings.

Column C: Dollar value of other investment that may affect economic impact and total value. Examples of other investment that will not become qualified property include investment meeting the definition of 313.021(1) but not creating a new improvement as defined by TAC 9.1051. This is proposed property that functionally replaces existing property; is used to maintain, refurbish, renovate, modify or upgrade existing property; or is affixed to existing property—described in SECTION 13, question #5 of the application.

Column D: Dollar value of other investment that may affect economic impact and total value. Examples of other investment that may result in qualified property are land or professional services.

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

Date **2/19/2020**
Applicant Name **West Raymond Wind Farm, LLC**
ISD Name **Lyford C ISD**

Form 50-296A

Revised May 2014

	Year	School Year (YYYY-YYYY)	Tax Year (Fill in actual tax year) YYYY	Qualified Property			Estimated Taxable Value		
				Estimated Market Value of Land	Estimated Total Market Value of new buildings or other new improvements	Estimated Total Market Value of tangible personal property in the new buildings or "in or on the new improvements"	Market Value less any exemptions (such as pollution control) and before limitation	Final taxable value for I&S after all reductions	Final taxable value for M&O after all reductions
Each year prior to start of Value Limitation Period <i>Insert as many rows as necessary</i>	0	2019-2020	2019	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -
Each year prior to start of Value Limitation Period <i>Insert as many rows as necessary</i>	0	2020-2021	2020	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -
Value Limitation Period	1	2021-2022	2021	\$ -	\$ -	\$ 245,250,000	\$ 245,250,000	\$ 245,250,000	\$ 20,000,000
	2	2022-2023	2022	\$ -	\$ -	\$ 226,856,250	\$ 226,856,250	\$ 226,856,250	\$ 20,000,000
	3	2023-2024	2023	\$ -	\$ -	\$ 209,835,900	\$ 209,835,900	\$ 209,835,900	\$ 20,000,000
	4	2024-2025	2024	\$ -	\$ -	\$ 194,115,375	\$ 194,115,375	\$ 194,115,375	\$ 20,000,000
	5	2025-2026	2025	\$ -	\$ -	\$ 179,547,525	\$ 179,547,525	\$ 179,547,525	\$ 20,000,000
	6	2026-2027	2026	\$ -	\$ -	\$ 166,083,300	\$ 166,083,300	\$ 166,083,300	\$ 20,000,000
	7	2027-2028	2027	\$ -	\$ -	\$ 153,624,600	\$ 153,624,600	\$ 153,624,600	\$ 20,000,000
	8	2028-2029	2028	\$ -	\$ -	\$ 142,097,850	\$ 142,097,850	\$ 142,097,850	\$ 20,000,000
	9	2029-2030	2029	\$ -	\$ -	\$ 131,454,000	\$ 131,454,000	\$ 131,454,000	\$ 20,000,000
	10	2030-2031	2030	\$ -	\$ -	\$ 121,594,950	\$ 121,594,950	\$ 121,594,950	\$ 20,000,000
Continue to maintain viable presence	11	2031-2032	2031	\$ -	\$ -	\$ 112,471,650	\$ 112,471,650	\$ 112,471,650	\$ 112,471,650
	12	2032-2033	2032	\$ -	\$ -	\$ 104,035,050	\$ 104,035,050	\$ 104,035,050	\$ 104,035,050
	13	2033-2034	2033	\$ -	\$ -	\$ 96,236,100	\$ 96,236,100	\$ 96,236,100	\$ 96,236,100
	14	2034-2035	2034	\$ -	\$ -	\$ 89,001,225	\$ 89,001,225	\$ 89,001,225	\$ 89,001,225
	15	2035-2036	2035	\$ -	\$ -	\$ 82,330,425	\$ 82,330,425	\$ 82,330,425	\$ 82,330,425
Additional years for 25 year economic impact as required by 313.026(c)(1)	16	2036-2037	2036	\$ -	\$ -	\$ 76,150,125	\$ 76,150,125	\$ 76,150,125	\$ 76,150,125
	17	2037-2038	2037	\$ -	\$ -	\$ 70,460,325	\$ 70,460,325	\$ 70,460,325	\$ 70,460,325
	18	2038-2039	2038	\$ -	\$ -	\$ 65,162,925	\$ 65,162,925	\$ 65,162,925	\$ 65,162,925
	19	2039-2040	2039	\$ -	\$ -	\$ 60,282,450	\$ 60,282,450	\$ 60,282,450	\$ 60,282,450
	20	2040-2041	2040	\$ -	\$ -	\$ 55,745,325	\$ 55,745,325	\$ 55,745,325	\$ 55,745,325
	21	2041-2042	2041	\$ -	\$ -	\$ 51,576,075	\$ 51,576,075	\$ 51,576,075	\$ 51,576,075
	22	2042-2043	2042	\$ -	\$ -	\$ 49,050,000	\$ 49,050,000	\$ 49,050,000	\$ 49,050,000
	23	2043-2044	2043	\$ -	\$ -	\$ 49,050,000	\$ 49,050,000	\$ 49,050,000	\$ 49,050,000
	24	2044-2045	2044	\$ -	\$ -	\$ 49,050,000	\$ 49,050,000	\$ 49,050,000	\$ 49,050,000
	25	2045-2046	2045	\$ -	\$ -	\$ 49,050,000	\$ 49,050,000	\$ 49,050,000	\$ 49,050,000

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

Only include market value for eligible property on this schedule.

				Construction		Non-Qualifying Jobs	Qualifying Jobs	
				Column A	Column B	Column C	Column D	Column E
	Year	School Year (YYYY-YYYY)	Tax Year (Actual tax year) YYYY	Number of Construction FTE's or man-hours (specify)	Average annual wage rates for construction workers	Number of non-qualifying jobs applicant estimates it will create (cumulative)	Number of new qualifying jobs applicant commits to create meeting all criteria of Sec. 313.021(3) (cumulative)	Average annual wage of new qualifying jobs
Each year prior to start of Value Limitation Period Insert as many rows as necessary	0	2019-2020	2019					
Each year prior to start of Value Limitation Period Insert as many rows as necessary	0	2020-2021	2020	150FTE	\$ 42,529.30	N/A	0	\$ 39,384.00
Value Limitation Period The qualifying time period could overlap the value limitation period.	1	2021-2022	2021			0	3	\$ 39,384.00
	2	2022-2023	2022			0	3	\$ 39,384.00
	3	2023-2024	2023			0	3	\$ 39,384.00
	4	2024-2025	2024			0	3	\$ 39,384.00
	5	2025-2026	2025			0	3	\$ 39,384.00
	6	2026-2027	2026			0	3	\$ 39,384.00
	7	2027-2028	2027			0	3	\$ 39,384.00
	8	2028-2029	2028			0	3	\$ 39,384.00
	9	2029-2030	2029			0	3	\$ 39,384.00
	10	2030-2031	2030			0	3	\$ 39,384.00
Years Following Value Limitation Period	11 through 25	2031-2045	2031-2045			0	3	\$ 39,384.00

Notes: See TAC 9.1051 for definition of non-qualifying jobs.
Only include jobs on the project site in this school district.

C1.

Are the cumulative number of qualifying jobs listed in Column D less than the number of qualifying jobs required by statute? (25 qualifying jobs in Subchapter B districts, 10 qualifying jobs in Subchapter C districts)
If yes, answer the following two questions:

☒

Yes

☐

No

C1a.

Will the applicant request a job waiver, as provided under 313.025(f-1)?

☒

Yes

☐

No

C1b.

Will the applicant avail itself of the provision in 313.021(3)(F)?

☐

Yes

☒

No

Schedule D: Other Incentives (Estimated)

Date 2/9/20
Applicant Name West Raymond Wind Farm, LLC
ISD Name Lyford CISD

Form 50-296A
Revised May 2014

State and Local Incentives for which the Applicant intends to apply (Estimated)						
Incentive Description	Taxing Entity (as applicable)	Beginning Year of Benefit	Duration of Benefit	Annual Tax Levy without Incentive	Annual Incentive	Annual Net Tax Levy
Tax Code Chapter 311	County:					
	City:					
	Other:					
Tax Code Chapter 312	County: Cameron County					
	City:					
	Other: Willacy County	2021	2030	\$ 1,806,975.00	85% / Year w/PIL 1125/mw	\$ 634,871.00
Local Government Code Chapters 380/381	County:					
	City:					
	Other:					
Freeport Exemptions						
Non-Annexation Agreements						
Enterprise Zone/Project						
Economic Development Corporation						
Texas Enterprise Fund						
Employee Recruitment						
Skills Development Fund						
Training Facility Space and Equipment						
Infrastructure Incentives						
Permitting Assistance						
Other:						
Other:						
Other:						
Other:						
TOTAL				\$ 1,806,975.00		\$ 634,871.00

Additional information on incentives for this project:

Tab 15

N/A

Tab 16

West Raymond Wind Farm, LLC
Application for Appraised Value Limitations on Qualified Property
Tab 16
Section 12— Reinvestment Zone

3b., 3c. & 3e. To be created by Lyford CISD

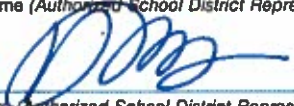
Tab 17

SECTION 16: Authorized Signatures and Applicant Certification

After the application and schedules are complete, an authorized representative from the school district and the business should review the application documents and complete this authorization page. Attach the completed authorization page in Tab 17. NOTE: If you amend your application, you will need to obtain new signatures and resubmit this page, Section 16, with the amendment request.

1. Authorized School District Representative Signature

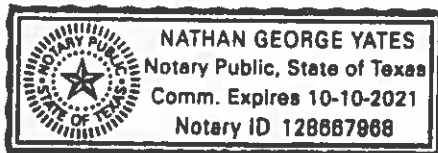
I am the authorized representative for the school district to which this application is being submitted. I understand that this application is a government record as defined in Chapter 37 of the Texas Penal Code.

print
hereDr. Krista N. Brown
Print Name (Authorized School District Representative)Superintendent
Titlesign
here
Signature (Authorized School District Representative)2/24/2020
Date

2. Authorized Company Representative (Applicant) Signature and Notarization

I am the authorized representative for the business entity for the purpose of filing this application. I understand that this application is a government record as defined in Chapter 37 of the Texas Penal Code. The information contained in this application and schedules is true and correct to the best of my knowledge and belief.

I hereby certify and affirm that the business entity I represent is in good standing under the laws of the state in which the business entity was organized and that no delinquent taxes are owed to the State of Texas.

print
hereSean Logsdon
Print Name (Authorized Company Representative (Applicant))SR VP Development
Titlesign
here
Signature (Authorized Company Representative (Applicant))2/24/2020
Date

(Notary Seal)

GIVEN under my hand and seal of office this, the

24 day of February 2020

Nathan George Yates
Notary Public in and for the State of Texas

My Commission expires: 10-10-2021

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