

AMENDMENT NO. 1
TO AGREEMENT FOR LIMITATION ON APPRAISED VALUE OF PROPERTY FOR
SCHOOL DISTRICT MAINTENANCE AND OPERATIONS TAXES
BETWEEN STANTON INDEPENDENT SCHOOL DISTRICT AND BRAZOS
MIDLAND LLC
(Comptroller Application No. 1924)

This **AMENDMENT NO. 1 TO THE AGREEMENT FOR LIMITATION ON APPRAISED VALUE OF PROPERTY FOR SCHOOL DISTRICT MAINTENANCE AND OPERATIONS TAXES** (this “**Amendment No. 1**”) is entered into by and between **STANTON INDEPENDENT SCHOOL DISTRICT** (the “**District**”), a lawfully created independent school district of the State of Texas operating under and subject to the Texas Education Code, and **BRAZOS MIDLAND LLC**, a Delaware limited liability company, Texas Taxpayer Identification Number 32080973525 (“**Applicant**”). The Applicant and the District may hereafter be referred together as the “**Parties**” and individually as a “**Party**.” Undefined capitalized terms herein shall have the meaning given to them in the Agreement (as defined below).

WHEREAS, on or about December 22, 2022, pursuant to Chapter 313 of the Texas Tax Code, after conducting a public hearing on the matter, the District made factual findings (the “**Findings of Fact**”), and passed, approved, and executed that certain Agreement for Limitation on Appraised Value of Property for School District Maintenance and Operations Taxes dated December 22, 2022, by and between the District and Applicant (the “**Agreement**”);

WHEREAS, on August 23, 2023, pursuant to Section 10.2 of the Agreement, the Applicant requested to update the Reinvestment Zone and Qualified Property map to ensure they matched what was approved; Updated Agreement with the new Superintendent; and

WHEREAS, the Parties notified the Texas Comptroller of Public Accounts (the “**Comptroller**”) of the Amended Application and the request for this Amendment No. 1, and the Comptroller issued its notice of completeness, issued its amended certification of the Amended Application, and approved the form of this Amendment No. 1 on September 15, 2023; and

WHEREAS, on October 9, 2023, the Board of Trustees determined that this Amendment No. 1 is in the best interest of the District and the State of Texas and is consistent with and authorized by Chapter 313 of the Texas Tax Code, and hereby approves this Amendment No. 1 and authorizes the Board President and Secretary or in the event the Board President and Secretary are unavailable or have disclosed a conflict of interest, the Board of Trustees has authorized the Board Vice President, to execute and deliver such Agreement to the Applicant.

NOW, THEREFORE, in consideration of the foregoing recitals, the mutual benefits to be derived by the Parties and other good and valuable considerations, the receipt and adequacy of which are hereby acknowledged, and in compliance with Section 10.2 of the Agreement, the undersigned Parties agree to amend the Agreement as follows:

1. **Amendments.** The Agreement is hereby amended as follows:

A. Exhibits 1, 2, 3 and 4 of the Agreement are hereby amended, restated, and replaced in their entirety, respectively, with Exhibits 1, 2, 3 and 4 attached to this Amendment No. 1.

B. Section 10.1. INFORMATION AND NOTICES.

Notices to the District shall be addressed to the District's Authorized Representative as follows:

Name: Jan McCown
Title: Superintendent
District: Stanton Independent School District
Mailing: PO Box 730
Stanton, Texas 79782-0730
Phone: (432) 607-3700
Email: jmccown@stanton.esc18.net

2. **Effect.** Except as modified and amended by the terms of this Amendment No. 1, all of the terms, conditions, provisions and covenants of the Findings of Fact and Agreement are ratified and shall remain in full force and effect, and the Agreement and this Amendment No. 1 shall be deemed to constitute a single instrument or document and the Findings of Fact and this Amendment No. 1 shall be deemed to constitute a single instrument or document. Should there be any inconsistency between the terms of this Amendment No. 1 and the Agreement or this Amendment No. 1 and the Findings of Fact; the terms of this Amendment No. 1 shall prevail. A copy of this Amendment No. 1 shall be delivered to the Texas Comptroller to be posted to the Texas Comptroller's internet website. A copy of this Amendment No. 1 shall be recorded with the official Minutes of the meeting at which it has been approved on October 9, 2023.

3. **Binding on Successors and Assigns.** The Agreement, as amended by this Amendment No. 1, shall be binding upon and inure to the benefit of the Parties and each other person and entity having any interest therein during their ownership thereof, and their respective successors and assigns.

4. **Counterparts.** This Amendment No. 1 may be executed in counterparts, each of which shall be deemed an original and all of which when taken together shall constitute one and the same document.

IN WITNESS WHEREOF, the District and Applicant have caused this Amendment No. 1 to be executed and delivered by their duly authorized representatives on this 9th day of October 2023.

BRAZOS MIDLAND LLC

By: 

William Butler
CFO

STANTON INDEPENDENT SCHOOL DISTRICT

By: 

President,
Board of Trustees

ATTEST:



Secretary,
Board of Trustees

In Case of Conflict:

Vice President,
Board of Trustees



EXHIBIT 1

DESCRIPTION AND LOCATION OF ENTERPRISE OR REINVESTMENT ZONE

On October 9, 2023, at a duly-called meeting, and after a properly conducted Public Hearing concerning the matter, the Stanton Independent Board of Trustees adopted a Resolution creating *Brazos Midland Reinvestment Zone No. 1-1*. All of the Applicant's Qualified Property and Applicant's Qualified Investment will be located within the boundaries of the *Brazos Midland Reinvestment Zone No. 1-1* and the Stanton Independent School District.

STANTON INDEPENDENT SCHOOL DISTRICT

RESOLUTION CREATING BRAZOS MIDLAND REINVESTMENT ZONE NO. 1-1

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

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

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

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

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

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

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

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

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

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

- (a) That the public hearing on the adoption of *BRAZOS MIDLAND REINVESTMENT ZONE NO. 1-1* has been called, held and conducted, and that notices of such hearing have been published and mailed to the respective presiding officers of the governing bodies of all taxing units overlapping the territory inside the proposed reinvestment zone; and,
- (b) That the boundaries of *BRAZOS MIDLAND REINVESTMENT ZONE NO. 1-1* be and, by the adoption of this Resolution, are declared and certified to be the area as described in the description attached hereto as “**Exhibit A**”; and,
- (c) That the map attached hereto as “**Exhibit B**” is declared to be and, by the adoption of this Resolution, is certified to accurately depict and show the boundaries of *BRAZOS MIDLAND REINVESTMENT ZONE NO. 1-1* which is described in **Exhibit A**; and further certifies that the property described in **Exhibit A** is inside the boundaries shown on **Exhibit B**; and,
- (d) That creation of *BRAZOS MIDLAND REINVESTMENT ZONE NO. 1-1* with boundaries as described in **Exhibit A** and **Exhibit B** will result in benefits to the Stanton Independent School District and to land included in the zone, and that the improvements sought are feasible and practical; and,
- (e) That the *BRAZOS MIDLAND REINVESTMENT ZONE NO. 1-1* described in **Exhibit A** and **Exhibit B** meets the criteria set forth in Texas Tax Code §312.0025 for the creation of a reinvestment zone as set forth in the Property Redevelopment and Tax Abatement Act, as amended, in that it is reasonably likely that the designation will contribute to the retention or expansion of primary employment, and/or will attract investment in the zone that will be a benefit to the property, and would contribute to economic development within the Stanton Independent School District.

SECTION 3. That pursuant to the Property Redevelopment and Tax Abatement Act, as amended, the Stanton Independent School District hereby creates a reinvestment zone under the provisions of Texas Tax Code §312.0025, encompassing the area described by the descriptions in **Exhibit A** and **Exhibit B**, and such reinvestment zone is hereby designated and shall hereafter be referred to as *BRAZOS MIDLAND REINVESTMENT ZONE NO. 1-1*.

SECTION 4. That the existence of the *BRAZOS MIDLAND REINVESTMENT ZONE NO. 1-1* shall first take effect upon, October 9, 2023, the date of the adoption of this Resolution by the Board of Trustees and shall remain designated as a commercial-industrial reinvestment zone for a period of five (5) years from such date of such adoption.

SECTION 5. That if any section, paragraph, clause or provision of this Resolution shall for any reason 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

Resolution.

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

PASSED, APPROVED AND ADOPTED on this 9th day of October 2023.

STANTON INDEPENDENT SCHOOL DISTRICT

By: 
President
Board of Trustees

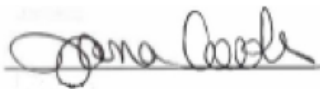
ATTEST: 
Secretary
Board of Trustees

EXHIBIT A

LEGAL DESCRIPTION OF BRAZOS MIDLAND REINVESTMENT ZONE NO. 1-1

BRAZOS MIDLAND REINVESTMENT ZONE NO. 1-1

Brazos Midland Reinvestment Zone

Partial tracts:

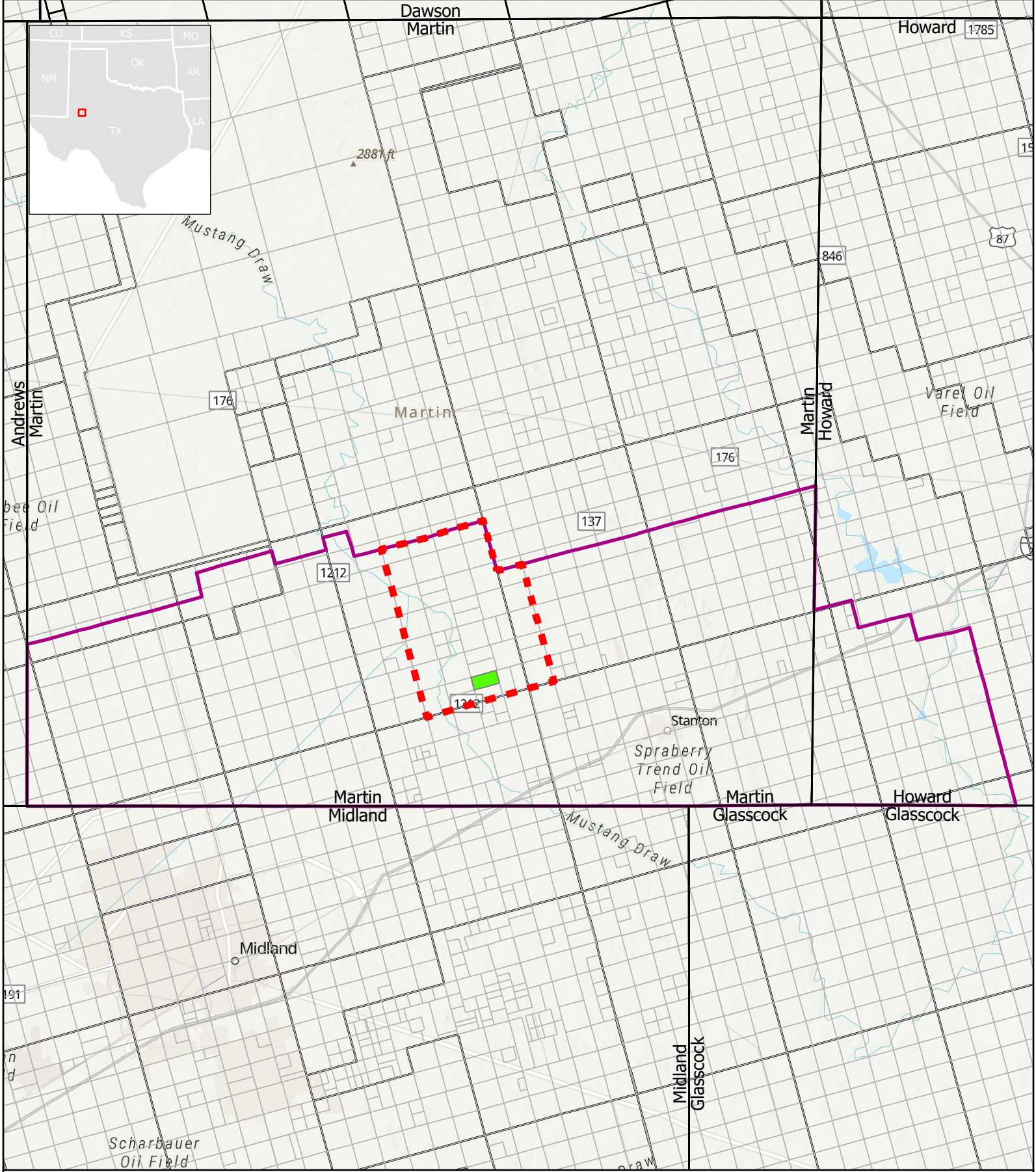
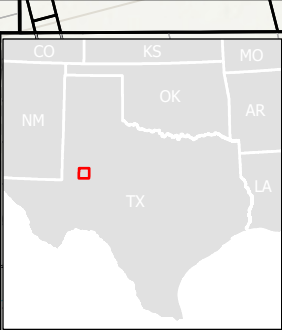
Section 9, A-216, BLK 37 T1N, T & P RR CO, Martin County, Texas
Section 10, A-898, BLK 37 T1N, T & P RR CO, Martin County, Texas
Section 11, A-217, BLK 37 T1N, T & P RR CO, Martin County, Texas
Section 12, A-648, BLK 37 T1N, T & P RR CO, Martin County, Texas
Section 19, A-136, BLK 36 T1N, T & P RR CO, Martin County, Texas




Full tracts:

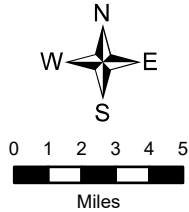
Section 13, A-218, BLK 37 T1N, T & P RR CO, Martin County, Texas
Section 14, A-647, BLK 37 T1N, T & P RR CO, Martin County, Texas
Section 15, A-219, BLK 37 T1N, T & P RR CO, Martin County, Texas
Section 16, A-666, BLK 37 T1N, T & P RR CO, Martin County, Texas
Section 21, A-222, BLK 37 T1N, T & P RR CO, Martin County, Texas
Section 22, A-1057, BLK 37 T1N, T & P RR CO, Martin County, Texas
Section 22, A-668, BLK 37 T1N, T & P RR CO, Martin County, Texas
Section 23, A-223, BLK 37 T1N, T & P RR CO, Martin County, Texas
Section 24, A-649, BLK 37 T1N, T & P RR CO, Martin County, Texas
Section 25, A-224, BLK 37 T1N, T & P RR CO, Martin County, Texas
Section 26, A-650, BLK 37 T1N, T & P RR CO, Martin County, Texas
Section 26, A-957, BLK 37 T1N, T & P RR CO, Martin County, Texas
Section 27, A-225, BLK 37 T1N, T & P RR CO, Martin County, Texas
Section 28, A-667, BLK 37 T1N, T & P RR CO, Martin County, Texas
Section 30, A-892, BLK 36 T1N, T & P RR CO, Martin County, Texas
Section 31, A-142, BLK 36 T1N, T & P RR CO, Martin County, Texas
Section 33, A-228, BLK 37 T1N, T & P RR CO, Martin County, Texas
Section 34, A-1095, BLK 37 T1N, T & P RR CO, Martin County, Texas
Section 34, A-1147, BLK 37 T1N, T & P RR CO, Martin County, Texas
Section 34, A-1184, BLK 37 T1N, T & P RR CO, Martin County, Texas
Section 34, A-788, BLK 37 T1N, T & P RR CO, Martin County, Texas
Section 35, A-229, BLK 37 T1N, T & P RR CO, Martin County, Texas
Section 36, A-1107, BLK 37 T1N, T & P RR CO, Martin County, Texas
Section 36, A-934, BLK 37 T1N, T & P RR CO, Martin County, Texas
Section 37, A-230, BLK 37 T1N, T & P RR CO, Martin County, Texas
Section 38, A-935, BLK 37 T1N, T & P RR CO, Martin County, Texas
Section 38, A-956, BLK 37 T1N, T & P RR CO, Martin County, Texas
Section 39, A-231, BLK 37 T1N, T & P RR CO, Martin County, Texas
Section 40, A-786, BLK 37 T1N, T & P RR CO, Martin County, Texas
Section 42, A-1181, BLK 36 T1N, T & P RR CO, Martin County, Texas
Section 42, A-953, BLK 36 T1N, T & P RR CO, Martin County, Texas
Section 43, A-148, BLK 36 T1N, T & P RR CO, Martin County, Texas
Section 45, A-234, BLK 37 T1N, T & P RR CO, Martin County, Texas
Section 46, A-1030, BLK 37 T1N, T & P RR CO, Martin County, Texas
Section 46, A-933, BLK 37 T1N, T & P RR CO, Martin County, Texas
Section 47, A-235, BLK 37 T1N, T & P RR CO, Martin County, Texas
Section 48, A-1091, BLK 37 T1N, T & P RR CO, Martin County, Texas
Section 48, A-954, BLK 37 T1N, T & P RR CO, Martin County, Texas

EXHIBIT B

SURVEY MAPS OF BRAZOS MIDLAND REINVESTMENT ZONE NO. 1-1



-  Stanton ISD
-  Proposed Reinvestment Zone
-  Plant Location



Proposed Midland Plant
Martin County, TX



EXHIBIT 2
DESCRIPTION AND LOCATION OF LAND

All of the Applicant's Qualified Property and Applicant's Qualified Investment will be located within the boundaries of the *Brazos Midland Reinvestment Zone No. 1-1* and the Stanton Independent School District. The Land on which the Qualified Property shall be located and on which the Qualified Investment shall be made is described by the legal description and maps attached to **Exhibit 1** and **Exhibit 4**

EXHIBIT 3

APPLICANT'S QUALIFIED INVESTMENT

Applicant's Qualified Investment shall be all tangible personal property first placed in service after the start of the Qualifying Time Period, that is owned by the Applicant, as more fully described in Tab #7 of the Application and located within the boundaries of the Stanton Independent School District and the *Brazos Midland Reinvestment Zone No. 1-1* depicted by the map attached to **Exhibit 4**.

Description of Qualified Investment

Brazos 200MMCF/D Gas Processing Facility is a planned cryogenic gas processing facility developed by Brazos Midland LLC, a Ft Worth, TX based company. Located in Martin County and Stanton ISD.

This application covers all qualified property within Stanton ISD necessary for the commercial operations of the proposed gas plant. Equipment placement will be within the boundaries of the established Reinvestment Zone.

- expander / compressor
- exchanger
- glycol dehydration unit
- demethanizer
- demethanizer reboiler
- interconnecting lines & meters
- communication system
- compression
- all associated equipment
- interconnection facilities

All qualified property and investment will be located within the project boundary, reinvestment zone, Stanton ISD and Martin County.

EXHIBIT 4

APPLICANT'S QUALIFIED PROPERTY

Applicant's Qualified Property shall be all tangible personal property first placed in service after the Application Review Start Date, that is owned by the Applicant, as more fully described in Tab #8 of the Application and located within the boundaries of the Stanton Independent School District and the *Brazos Midland Reinvestment Zone No. 1-1* depicted by the map attached to this Exhibit 4.

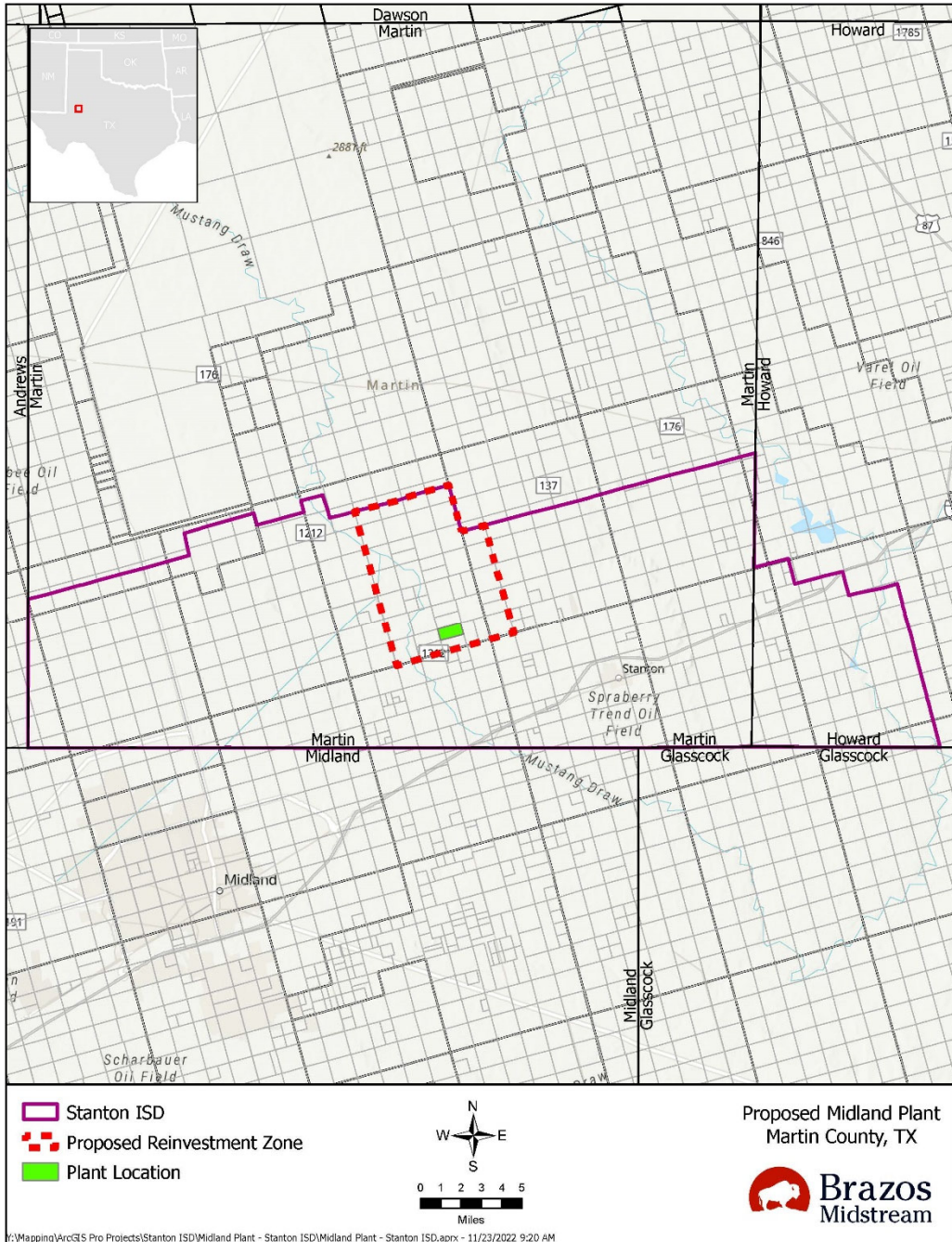
Description of Qualified Property

Brazos 200MMCF/D Gas Processing Facility is a planned cryogenic gas processing facility developed by Brazos Midland LLC, a Ft Worth, TX based company. Located in Martin County and Stanton ISD.

This application covers all qualified property within Stanton ISD necessary for the commercial operations of the proposed gas plant. Equipment placement will be within the boundaries of the established Reinvestment Zone.

- expander / compressor
- exchanger
- glycol dehydration unit
- demethanizer
- demethanizer reboiler
- interconnecting lines & meters
- communication system
- compression
- all associated equipment
- interconnection facilities

All qualified property and investment will be located within the project boundary, reinvestment zone, Stanton ISD and Martin County.



Amendment to Agreement for Limitation on Appraised Value
 Between Stanton ISD and Brazos Midland LLC
 December 22, 2022
 Amended October 9, 2023

*Texas Economic Development Act Agreement
 Comptroller Form 50-826 (Jan 2020)*