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CERTIFIED, LABOR AND EMPLOYMENT
TEXAS BOARD OF LEGAL SPECIALIZATION

JUSTIN DEMERATH

August 1, 2013

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

RE: Application to the Floydada Independent School District from Wake Wind Energy, LLC

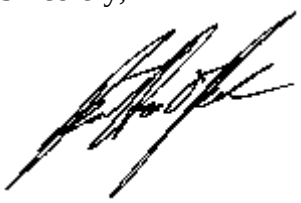
To the Local Government Assistance & Economic Analysis Division:

On June 28, 2013, a copy of the Application to the Floydada Independent School District from Wake Wind Energy, LLC was submitted for review to your office. During the pendency of the review, new wage information became available. The Applicant has updated its application to incorporate said changes. The wage applicant committed to is above the statutory minimum.

A paper copy of the application will be hand delivered to your office tomorrow. In accordance with 34 Tex. Admin Code §9.1054, a copy of the application will be re-submitted to the Floyd County Appraisal District.

Please feel free to contact me with questions.

Sincerely,



Kevin O'Hanlon
School District Consultant

Cc: Chief Appraiser

Floyd County Appraisal District

Wake Wind Energy, LLC

Gilbert Trevino, Floydada ISD

Application for Appraised Value Limitation on Qualified Property
(Tax Code, Chapter 313, Subchapter B or C)

Form 50-296
(Revised May 2010)

CM # 7011 0110 0000 1718 9324

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

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

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

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

When the Comptroller receives the notice and required information from the school district, the Comptroller will publish all submitted application materials on its Web site. The Comptroller is authorized to treat some application information as confidential and withhold it from publication on the Internet. To do so, however, the information must be segregated and comply with the other requirements set out in the Comptroller rules as explained in the Confidentiality Notice below.

The Comptroller will independently determine whether the application has been completed according to the Comptroller's rules (34 TAC Chapter 9, Subchapter F). If the Comptroller finds the application is not complete, the Comptroller will request additional materials from the school district. When the Comptroller determines that the application is complete, it will send the school district a notice indicating so. The Comptroller will determine the eligibility of the project, make a recommendation to the school board regarding the application and prepare an economic impact evaluation by the 90th day after the Comptroller receives a complete application—as determined by the Comptroller.

The school board must approve or disapprove the application before the 151st day after the application review start date (the date the application is finally determined to be complete), unless an extension is granted. The Comptroller and school district are authorized to request additional information from the applicant that is reasonably necessary to complete the recommendation, economic impact evaluation or consider the application at any time during the application review period.

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

SCHOOL DISTRICT INFORMATION - CERTIFICATION OF APPLICATION

Authorized School District Representative

Date application received by district: 6-13-13

First Name	Last Name
Gilbert	Trevino

Title: Superintendent

School District Name: Floydada ISD

Street Address: 226 West California

Mailing Address: 226 West California

City	State	ZIP
Floydada	Texas	79235

Phone Number	Fax Number
806-983-3498	

Mobile Number (optional)	E-mail Address
	gtrevino@floydadaisd.esc17.net

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

Will consultant be primary contact? . . . . . ☑ Yes ☐ No

SCHOOL DISTRICT INFORMATION - CERTIFICATION OF APPLICATION (CONTINUED)

Authorized School District Consultant (If Applicable)

First Name	Last Name
Bob	Popinski

Title: Consultant

Firm Name: Moak & Casey

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

Mailing Address: 400 W. 15th Street, Suite 1410

City	State	ZIP
Austin	TX	78701

Phone Number	Fax Number
512-485-7878	

Mobile Number (Optional)	E-mail Address
	bpopinski@moakcasey.com; mhanley@808west.com

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

Signature *(Authorized School District Representative)*	Date
Gilbert Trevino	6/25/13

Has the district determined this application complete? ☒ Yes ☐ No

If yes, date determined complete. 6-28-13 REDETERMINED COMPLETE 8.1.13

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

will supplement

SCHOOL DISTRICT CHECKLIST AND REQUESTED ATTACHMENTS

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

APPLICANT INFORMATION - CERTIFICATION OF APPLICATION

Authorized Business Representative (Applicant)

First Name	Last Name	
Bryan	Schueler	
Title		
Senior Vice President, Development		
Organization		
Invenergy LLC		
Street Address		
One South Wacker Drive, Suite 1900		
Mailing Address		
One South Wacker Drive, Suite 1900		
City	**State**	**ZIP**
Chicago	IL	60606
Phone Number	**Fax Number**	
312-582-1468		
Mobile Number (optional)	**Business e-mail Address**	
	bschueler@invenergyllc.com	

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

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

First Name	Last Name	
Joe	Condo	
Title		
General Counsel		
Organization		
Invenergy LLC		
Street Address		
One South Wacker Drive, Suite 1900		
Mailing Address		
One South Wacker Drive, Suite 1900		
City	**State**	**ZIP**
Chicago	IL	60606
Phone Number	**Fax Number**	
312-582-1465		
Mobile Number (optional)	**E-mail Address**	

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

Will consultant be primary contact? ☑ Yes ☐ No

APPLICANT INFORMATION - CERTIFICATION OF APPLICATION (CONTINUED)

Authorized Company Consultant (If Applicable)

First Name	Last Name	
Evan	Horn	
Title		
Manager		
Firm Name		
Ryan, LLC		
Street Address		
400 W 15th Street, Suite 700		
Mailing Address		
400 W 15th Street, Suite 700		
City	**State**	**ZIP**
Austin	TX	78701
Phone Number	**Fax Number**	
512-691-6067		
Business email Address		
Evan.Horn@Ryan.com		

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

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

Signature *(Authorized Business Representative (Applicant))*	Date
Bry Schnell	6-10-2013

GIVEN under my hand and seal of office this 10 day of June, 2013

OFFICIAL SEAL
DINA O WAGNER
Notary Public - State of Illinois
My Commission Expires May 10, 2017

Dina O. Wagner
Notary Public, State of Illinois

(Notary Seal)

My commission expires May 10, 2017

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

FEES AND PAYMENTS

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

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

Please answer only either A OR B:

A. Will any "payments to the school district" that you may make in order to receive a property tax value limitation agreement result in payments that are not in compliance with Tax Code, 313.027(i)? ☐ Yes ☑ No

B. If "payments to the school district" will only be determined by a formula or methodology without a specific amount being specified, could such method result in "payments to the school district" that are not in compliance with Tax Code §313.027(i)? ☐ Yes ☑ No

BUSINESS APPLICANT INFORMATION

Legal Name under which application is made

Wake Wind Energy, LLC

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

32050567323

NAICS code

221115* (221119 1997 NAICS CODE)

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

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

See attachment for list of Chapter 313 agreements with Invenergy LLC subsidiaries.

APPLICANT BUSINESS STRUCTURE

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

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

Limited Liability Company

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

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

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

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

*2012 NAICS Code

ELIGIBILTY UNDER TAX CODE CHAPTER 313.024

Are you an entity to which Tax Code, Chapter 171 applies? ☑ Yes ☐ No

The property will be used as an integral part, or as a necessary auxiliary part, in one of the following activities:

(1) manufacturing ☐ Yes ☑ No

(2) research and development. ☐ Yes ☑ No

(3) a clean coal project, as defined by Section 5.001, Water Code ☐ Yes ☑ No

(4) an advanced clean energy project, as defined by Section 382.003, Health and Safety Code ☐ Yes ☑ No

(5) renewable energy electric generation ☑ Yes ☐ No

(6) electric power generation using integrated gasification combined cycle technology ☐ Yes ☑ No

(7) nuclear electric power generation ☐ Yes ☑ No

(8) a computer center that is used as an integral part or as a necessary auxiliary part for the activity conducted by applicant in one or more activities described by Subdivisions (1) through (7) ☐ Yes ☑ No

Are you requesting that any of the land be classified as qualified investment? ☐ Yes ☑ No

Will any of the proposed qualified investment be leased under a capitalized lease? ☐ Yes ☑ No

Will any of the proposed qualified investment be leased under an operating lease? ☐ Yes ☑ No

Are you including property that is owned by a person other than the applicant? ☐ Yes ☑ No

Will any property be pooled or proposed to be pooled with property owned by the applicant in determining the amount of your qualified investment? ☐ Yes ☑ No

PROJECT DESCRIPTION

Provide a detailed description of the scope of the proposed project, including, at a minimum, the type and planned use of real and tangible personal property, the nature of the business, a timeline for property construction or installation, and any other relevant information. (Use attachments as necessary)

See checklist item #4

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

See checklist item #4

PROJECT CHARACTERISTICS (CHECK ALL THAT APPLY)

☑ New Jobs ☑ Construct New Facility ☐ New Business / Start-up ☐ Expand Existing Facility

☐ Relocation from Out-of-State ☐ Expansion ☑ Purchase Machinery & Equipment

☐ Consolidation ☐ Relocation within Texas

PROJECTED TIMELINE

Begin Construction December 2013

Begin Hiring New Employees January 2014

Construction Complete December 2014

Fully Operational December 2014

Purchase Machinery & Equipment November 2013

Do you propose to construct a new building or to erect or affix a new improvement after your application review start date (date your application is finally determined to be complete)? ☑ Yes ☐ No

Note: Improvements made before that time may not be considered qualified property.

When do you anticipate the new buildings or improvements will be placed in service? December 2014

ECONOMIC INCENTIVES

Identify state programs the project will apply for:

State Source	Amount
Total	

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

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

Floyd County - Chapter 312 agreements - 10 year abatements
Caprock Hospital District - Chapter 312 agreements - 10 year abatement
High Plains Underground WCD # 1- Chapter 312 agreement - 10yr abatement

THE PROPERTY

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

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

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

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

County: Floyd(100%) (Name and percent of project)

City: _____ (Name and percent of project)

Hospital District: Caprock Hospital District(100%) (Name and percent of project)

Water District: High Plains Underground WCD #1(100%) (Name and percent of project)

Other (describe): _____ (Name and percent of project)

Other (describe): _____ (Name and percent of project)

Is the project located entirely within this ISD? ☐ Yes ☑ No

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

The Wake Wind Energy project will consist of an estimated 176 turbines totalling an estimated 300 MWs. Approximately 123 of these turbines will be located in Crosbyton CISD and 53 of these turbines will be located in Floydada ISD.

INVESTMENT

NOTE: The minimum amount of qualified investment required to qualify for an appraised value limitation and the minimum amount of appraised value limitation vary depending on whether the school district is classified as rural, and the taxable value of the property within the school district. For assistance in determining estimates of these minimums, access the Comptroller's Web site at **www.window.state.tx.us/taxinfo/proptax/hb1200/values.html**.

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

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

What is your total estimated *qualified* investment? $134,400,000(28% of total project)

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

What is the anticipated date of application approval? 12 /31/2013

What is the anticipated date of the beginning of the qualifying time period? 12/31/2013

What is the total estimated investment for this project for the period from the time of application submission to the end of the limitation period? $134,400,000

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

Attach the following items to this application:

(1) a specific and detailed description of the qualified investment you propose to make on the property for which you are requesting an appraised value limitation as defined by Tax Code §313.021,

(2) a description of any new buildings, proposed improvements or personal property which you intend to include as part of your minimum qualified investment and

(3) a map of the qualified investment showing location of new buildings or new improvements with vicinity map.

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

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

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

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

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

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

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

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

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

QUALIFIED PROPERTY

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

Attach the following items to this application:

(1) a specific and detailed description of the qualified property for which you are requesting an appraised value limitation as defined by Tax Code §313.021,

(2) a description of any new buildings, proposed improvements or personal property which you intend to include as part of your qualified property and

(3) a map of the qualified property showing location of new buildings or new improvements – with vicinity map.

Land

Is the land on which you propose new construction or improvements currently located in an area designated as a reinvestment zone under Tax Code Chapter 311 or 312 or as an enterprise zone under Government Code Chapter 2303? ☑ Yes ☐ No

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

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

Will the project be on leased land? ☑ Yes ☐ No

QUALIFIED PROPERTY (CONTINUED)

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

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

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

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

Miscellaneous

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

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

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

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

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

WAGE AND EMPLOYMENT INFORMATION

What is the estimated number of permanent jobs (more than 1,600 hours a year), with the applicant or a contractor of the applicant, on the proposed qualified property during the last complete quarter before the application review start date (date your application is finally determined to be complete)? 0

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

☐ First Quarter ☑ Second Quarter ☐ Third Quarter ☐ Fourth Quarter of 2013 (year)

What were the number of permanent jobs (more than 1,600 hours a year) this applicant had in Texas during the most recent quarter reported to the TWC?

0

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

N/A

Total number of new jobs that will have been created when fully operational 5* associated with Floydada ISD

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

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

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

What is the maximum number of qualifying jobs meeting all criteria of §313.021(3) you are committing to create? 5* associated with Floydada ISD

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

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

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

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

*Because the turbine layout and full project scope has yet to be determined, we currently assume that 28% of the project will be located in Floydada ISD and an estimated 5 jobs will be created. However, potential changes later in the year may affect the total jobs associated with Floydada ISD. See the attached statement for more details regarding the job waiver request.

WAGE AND EMPLOYMENT INFORMATION (CONTINUED)

For the following three wage calculations please include on an attachment the four most recent quarters of data for each wage calculation. Show the average and the 110% calculation. Include documentation from TWC Web site. The final actual statutory minimum annual wage requirement for the applicant for each qualifying job — which may differ slightly from this estimate — will be based on information from the four quarterly periods for which data were available at the time of the application review start date (date of a completed application). See TAC §9.1051(7).

110% of the county average weekly wage for all jobs (all industries) in the county is $720.78

110% of the county average weekly wage for manufacturing jobs in the county is $964.43

110% of the county average weekly wage for manufacturing jobs in the region is $712.08

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

☐ §313.021(5)(A) or ☐ §313.021(5)(B) or ☐ §313.021(3)(E)(ii), or ☑ §313.051(b)?

What is the estimated minimum required annual wage for each qualifying job based on the qualified property? $37,028.20

What is the estimated minimum required annual wage you are committing to pay for each of the qualifying jobs you create on the qualified property? $48,700

Will 80% of all new jobs created by the owner be qualifying jobs as defined by 313.021(3)? ☑ Yes ☐ No

Will each qualifying job require at least 1,600 of work a year? ☑ Yes ☐ No

Will any of the qualifying jobs be jobs transferred from one area of the state to another? ☐ Yes ☑ No

Will any of the qualifying jobs be retained jobs? ☐ Yes ☑ No

Will any of the qualifying jobs be created to replace a previous employee? ☐ Yes ☑ No

Will any required qualifying jobs be filled by employees of contractors? ☑ Yes ☐ No

If yes, what percent? Approximately 30% of the technician positions may be filled by contractors

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

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

In addition to annual salary, each qualified position will be eligible to receive medical, dental, vision and participate in a 401k retirement plan.

ECONOMIC IMPACT

Is an Economic Impact Analysis attached (If supplied by other than the Comptroller's office)? ☐ Yes ☑ No

Is Schedule A completed and signed for all years and attached? ☑ Yes ☐ No

Is Schedule B completed and signed for all years and attached? ☑ Yes ☐ No

Is Schedule C (Application) completed and signed for all years and attached? ☑ Yes ☐ No

Is Schedule D completed and signed for all years and attached? ☑ Yes ☐ No

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

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

CONFIDENTIALITY NOTICE

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

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

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

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

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

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

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

Other information in the custody of a school district or the comptroller submitted in connection with the application, including information related to the economic impact of a project or the essential elements of eligibility under Texas Tax Code, Chapter 313, such as the nature and amount of the projected investment, employment, wages, and benefits, will not be considered confidential business information and will be posted on the internet.

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

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

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

COMPANY CHECKLIST AND REQUESTED ATTACHMENTS

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

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

CHECKLIST ITEM

List of Chapter 313 Agreements with Invenergy LLC Subsidiaries:

School District	First Full Tax Year	Company
Spur ISD No. 71	2008	McAdoo Wind Energy LLC
Grady ISD No. 73	2008	Stanton Wind Energy LLC
Stanton ISD No. 72	2008	Stanton Wind Energy LLC
Hermleigh ISD No. 60	2008	Scurry County Wind LP
Snyder ISD No. 61	2008	Scurry County Wind LP
Blackwell CISD No. 93	2008	Turkey Track Wind Energy LLC
Goldthwaite ISD	2013	Goldthwaite Wind Energy LLC

CHECK LIST ITEM #2

Proof of Payment of Application Fee

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)

CHECKLIST ITEM #3

Combined Group Membership Documentation

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05-165
(Rev.9-11/3)

Texas Franchise Tax Extension Affiliate List

■ Tcode 13298

■ Reporting entity taxpayer number: 12006168525

■ Report year: 2013

Reporting entity taxpayer name: POLSKY ENERGY HOLDINGS LLC

LEGAL NAME OF AFFILIATE	AFFILIATE'S TEXAS TAXPAYER NUMBER (If none, enter FEI number)	CHECK BOX IF AFFILIATE DOES NOT HAVE NEXUS IN TEXAS
1. INVENERGY LLC	13644627930	☐
2. INVENERGY SERVICES LLC	32020649813	☐
3. INVENERGY ENERGY MGMT LLC	32038203900	☐
4. INVENERGY WIND NORTH AMERICA	12082346938	☐
5. DOUGHERTY WIND ENERGY LLC	32037772806	☐
6. GOLDWAITHE WIND ENERGY LLC	32037772772	☐
7. GUNSIGHT MTN WIND ENERGY LLC	32033576318	☐
8. INVENERGY MET LLC	32037132977	☐
9. INVENERGY WIND DEVELOPMENT	32034181217	☐
10. PISTOL HILL WIND ENERGY LLC	32033576326	☐
11. STERLING WIND ENERGY LLC	32033691760	☐
12. POLSKY ENERGY INVESTMENTS	200616874	☒
13. INVENERGY INVESTMENT CO LLC	371456538	☒
14. INVENERGY WIND HOLDINGS LLC	263467425	☒
15. INVENERGY WIND INVESTMENT CORP.	300447600	☒
16. INVENERGY WIND FINANCING LLC		☒
17. INVENERGY WIND LLC	200783399	☒
18. INVENERGY THERMAL LLC	203817973	☒
19. INVENERGY SOLAR LLC	270748782	☒
20. INVENERGY ROC HOLDINGS	263866744	☒
21. INVENERGY WIND FINANCE ROC LLC		☒

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Do not file this form when requesting a second extension.

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05-165
(Rev.9-11/3)

Texas Franchise Tax Extension Affiliate List

■ Tcode 13298

■ Reporting entity taxpayer number: 12006168525

■ Report year: 2013

Reporting entity taxpayer name: POLSKY ENERGY HOLDINGS LLC

LEGAL NAME OF AFFILIATE	AFFILIATE'S TEXAS TAXPAYER NUMBER (If none, enter FEI number)	CHECK BOX IF AFFILIATE DOES NOT HAVE NEXUS IN TEXAS
1. INVENERGY COASTAL HOLDINGS LLC	263756863	X
2. INVENERGY LOGAN HOLDING CO LLC	208762182	X
3. INVENERGY LOGAN FINANCE CO LLC	208763301	X
4. STANTON WIND HOLDINGS LLC		X
5. BEECH RIDGE ENERGY LLC	263207197	X
6. BIG OTTER WIND LLC		X
7. BISHOP HILL ENERGY LLC	264583832	X
8. BISHOP HILL ENERGY II LLC	273400990	X
9. BRUSH CREEK WIND ENERGY LLC		X
10. BRUSH CREEK WIND ENERGY II LLC		X
11. CA RIDGE WIND ENERGY LLC	272168311	X
12. CROW CREEK ENERGY LLC		X
13. FORWARD ENERGY II LLC	260562274	X
14. GRAND RIDGE ENERGY IV LLC	263294276	X
15. HARDIN WIND ENERGY LLC		X
16. HEARTLAND WIND ENERGY LLC		X
17. HIGHLAND WIND ENERGY LLC		X
18. HORN BUTTE WIND ENERGY LLC		X
19. HORSE LAKE WIND ENERGY LLC	352324869	X
20. HURRICANE LAKE WIND ENERGY I LLC		X
21. IDAHO WIND GENERATION CO LLC		X

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Texas Franchise Tax Extension Affiliate List

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■ Report year: 2013

Reporting entity taxpayer name: POLSKY ENERGY HOLDINGS LLC

LEGAL NAME OF AFFILIATE	AFFILIATE'S TEXAS TAXPAYER NUMBER (If none, enter FEI number)	CHECK BOX IF AFFILIATE DOES NOT HAVE NEXUS IN TEXAS
1. INVENERGY NEW YORK LLC	061680634	☒
2. INVENERGY PARTS LLC	32039357473	☐
3. INVENERGY RENEWABLE LLC	263434351	☐
4. INVENERGY TX TRADING I LLC		☒
6. INVENERGY TX TRADING II LLC		☒
6. INVENERGY WIND DEV IOWA LLC		☒
7. INVENERGY WIND DEVELOPMENT ND		☒
8. INVENERGY WIND DEV OK LLC	204126112	☒
9. INVENERGY WIND FIN CO III LLC	204135995	☒
10. IWF NORTH AMERICA LLC	208906923	☒
11. INVENERGY WIND MONTANA LLC		☒
12. JUDITH GAP WIND ENERGY II LLC		☒
13. LA SIERRITA WIND LLC		☒
14. LASSEN WIND GENERATION LLC	208805949	☒
15. LEDGE WIND ENERGY LLC	263477676	☒
16. OCEANA WIND LLC	204540080	☒
17. PINE RIDGE ENERGY LLC		☒
18. PRAIRIE BREEZE WIND ENERGY LLC		☒
19. SEGDWICK WIND ENERGY LLC		☒
20. STONY CREEK ENERGY LLC	262082798	☒
21. INVENERGY WIND MANAGEMENT LLC		☒

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Texas Franchise Tax Extension Affiliate List

■ Tcode 13298

■ Reporting entity taxpayer number	■ Report year	Reporting entity taxpayer name
12006168525	2013	POLSKY ENERGY HOLDINGS LLC

LEGAL NAME OF AFFILIATE	AFFILIATE'S TEXAS TAXPAYER NUMBER (If none, enter FEI number)	CHECK BOX IF AFFILIATE DOES NOT HAVE NEXUS IN TEXAS
1. SUMMIT RIDGE ENERGY LLC ■		■ X
2. TECATE DIVIDE WIND ENERGY LLC ■	300475081	■ X
3. TEHACHAPI CONNECT LLC ■		■ X
4. WHITE OAK ENERGY LLC ■	208468199	■ X
5. MORESVILLE ENERGY LLC ■	261363691	■ X
6. STEVMIC PROPERTIES LLC ■	300526664	■ X
7. INVENERGY THERMAL FIN LLC ■	208687404	■ X
8. MCDOWELL COUNTY ENERGY LLC ■	262661421	■ X
9. INVENERGY THERMAL HOLDINGS LLC ■	204577532	■ X
10. INVENERGY THERMAL HLDGS II LLC ■	205028278	■ X
11. INVENERGY TURBINE CO II LLC ■	203960201	■ X
12. INVENERGY THERMAL DEV LLC ■	261563294	■ X
13. INVENERGY TN LLC ■	14215633919	■ X
14. INVENERGY SERVICES GRAND RIDGE LLC ■		■ X
15. DARKE WIND ENERGY LLC ■	270667704	■ X
16. GRAND RIDGE V LLC ■	271369315	■ X
17. GRATIOT COUNTY WIND LLC ■		■ X
18. INVENERGY WIND CALIFORNIA LLC ■	611594266	■ X
19. MORROW WIND ENERGY LLC ■	270449139	■ X
20. UNION WIND ENERGY LLC ■	264527222	■ X
21. BISHOP HILL HOLDINGS ■	453219221	■ X

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Texas Franchise Tax Extension Affiliate List

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12006168525	2013	POLSKY ENERGY HOLDINGS LLC

LEGAL NAME OF AFFILIATE	AFFILIATE'S TEXAS TAXPAYER NUMBER (If none, enter FEI number)	CHECK BOX IF AFFILIATE DOES NOT HAVE NEXUS IN TEXAS
1. INVENERGY SOLAR DEVELOPMENT LLC ■	270748913	■ X
2. COTTONWOODS WIND ENERGY LLC ■		■ X
3. GRATIOT COUNTY WIND II LLC ■		■ X
4. HALES LAKE ENERGY LLC ■	800841363	■ X
5. INVENERGY ILLINOIS SOLAR I LLC ■	273411372	■ X
6. INVENERGY ILLINOIS SOLAR II LLC ■	273411444	■ X
7. INVENERGY ILLINOIS SOLAR III LLC ■	273426043	■ X
8. INVENERGY ILLINOIS SOLAR IV LLC ■	273438626	■ X
9. INVENERGY ILLINOIS WIND HOLDINGS LLC ■	273965256	■ X
10. INVENERGY SERVICES INSTALLATION LLC ■	273327310	■ X
11. INVENERGY WIND DEVELOPMENT MICHIGAN LLC ■	452605836	■ X
12. INVENERGY WIND DEVELOPMENT MONTANA LLC ■	273554310	■ X
13. INVENERGY WIND TURBINE TRANSPORT I LLC ■	272933240	■ X
14. INVENERGY WIND TURBINE TRANSPORT II LLC ■	272933334	■ X
15. NELIGH WIND ENERGY LLC ■		■ X
16. OLD STATE ENERGY LLC ■		■ X
17. PLEASANT RIDGE ENERGY LLC ■		■ X
18. TIDEWATER SOLAR ENERGY LLC ■		■ X
19. TONOPAH ENERGY LLC ■	273411491	■ X
20. TRICOUNTY WIND ENERGY LLC ■	273635437	■ X
21. TYRRELL ENERGY LLC ■		■ X

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Texas Franchise Tax Extension Affiliate List

■ Reporting entity taxpayer number: 12006168525

■ Report year: 2013

Reporting entity taxpayer name: POLSKY ENERGY HOLDINGS LLC

LEGAL NAME OF AFFILIATE	AFFILIATE'S TEXAS TAXPAYER NUMBER (If none, enter FEI number)	CHECK BOX IF AFFILIATE DOES NOT HAVE NEXUS IN TEXAS
1. VANTAGE CLASS B HOLDINGS LLC ■	272982377	■ X
2. WILKINSON ENERGY LLC ■		■ X
3. INVENERGY CLEAN POWER LLC ■	453417763	■ X
4. INVENERGY WIND GLOBAL LLC ■		■ X
5. INVENERGY WIND DEVELOPMENT HOLDINGS LLC ■		■ X
6. INVENERGY WIND DEVELOPMENT NORTH AMERICA, LLC ■		■ X
7. INVENERGY WIND POWER HOLDINGS LLC ■		■ X
8. INVENERGY WIND POWER LLC ■		■ X
9. INVENERGY WIND NORTH AMERICA HOLDINGS LLC ■	453698038	■ X
10. RED OAK ENERGY LLC ■		■ X
11. BUCKEYE WIND ENERGY LLC ■	452777576	■ X
12. GRATIOT COUNTY HOLDINGS LLC ■		■ X
13. HARDIN SOLAR ENERGY LLC ■		■ X
14. BECKETT SOLAR ENERGY LLC ■		■ X
15. QUINTON SOLAR ENERGY 1 LLC ■		■ X
16. JUDITH GAP WIND ENERGY III LLC ■		■ X
17. BIG OTTER WIND ENERGY II LLC ■		■ X
18. BEECH RIDGE ENERGY II LLC ■		■ X
19. BUZZARD CREEK ENERGY LLC ■		■ X
20. GRATIOT COUNTY WIND PHASE II LLC ■		■ X
21. ACCOMACK WIND ENERGY LLC ■		■ X

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■ Tcode 13298

■ Reporting entity taxpayer number: 12006168525

■ Report year: 2013

Reporting entity taxpayer name: POLSKY ENERGY HOLDINGS LLC

	LEGAL NAME OF AFFILIATE	AFFILIATE'S TEXAS TAXPAYER NUMBER (If none, enter FEI number)	CHECK BOX IF AFFILIATE DOES NOT HAVE NEXUS IN TEXAS
1.	HEPPNER WIND ENERGY LLC		■ X
2.	BEECH RIDGE HOLDINGS LLC		■ X
3.	GRAND RIDGE GREEN HOLDINGS LLC	800873258	■ X
4.	FORWARD ENERGY HOLDINGS LLC		■ X
5.	IWFC HOLDINGS LLC		■ X
6.	CALIFORNIA RIDGE CLASS B HOLDINGS LLC	460909292	■ X
7.	CALIFORNIA RIDGE HOLDINGS LLC	800850058	■ X
8.	CALIFORNIA RIDGE WIND ENERGY II LLC		■ X
9.	HALES LAKE ENERGY II LLC	320386990	■ X
10.	HALES LAKE ENERGY III LLC	364740400	■ X
11.	MARSH HILL ENERGY LLC	800856885	■ X
12.	WRAY WIND ENERGY LLC		■ X
13.	STERLING FARMS WIND ENERGY LLC		■ X
14.	CLARKTON SOLAR ENERGY LLC	900886991	■ X
15.	PANTEGO WIND ENERGY LLC	900859617	■ X
16.	INVENERGY ILLINOIS SOLAR I HOLDINGS LLC	460873725	■ X
17.	BISHOP HILL ENERGY III LLC	320358450	■ X
18.	BISHOP HILL ENERGY INTERCONNECTION LLC		■ X
19.	PREBLE SOLAR ENERGY LLC	453249830	■ X
20.	COLUMBUS SOLAR ENERGY LLC	611667460	■ X
21.	INVENERGY US WIND HOLDINGS	800872533	■ X

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■ Report year: 2013

Reporting entity taxpayer name: POLSKY ENERGY HOLDINGS LLC

	LEGAL NAME OF AFFILIATE	AFFILIATE'S TEXAS TAXPAYER NUMBER (If none, enter FEI number)	CHECK BOX IF AFFILIATE DOES NOT HAVE NEXUS IN TEXAS
1.	INVENERGY US WIND I HOLDINGS		■ [X]
2.	INVENERGY WIND OPERATING I LLC	800873258	■ [X]
3.	INVENERGY WIND GLOBAL LLC	900771171	■ [X]
4.	INVENERGY WIND POWER HOLDINGS LLC		■ [X]
5.	INVENERGY WIND POWER LLC	371650259	■ [X]
6.	INVENERGY WIND EUROPEAN HOLDINGS LLC	453697965	■ [X]
7.	INVENERGY WIND DEVELOPMENT HOLDINGS LLC		■ [X]
8.	INVENERGY WIND OPERATIONAL HOLDINGS LLC	611691741	■ [X]
9.	INVENERGY WIND EUROPE DEVELOPMENT HOLDING LLC	453693612	■ [X]
10.			■ [ ]
11.			■ [ ]
12.			■ [ ]
13.			■ [ ]
14.			■ [ ]
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CHECKLIST ITEM #4

A. Detailed Description of Project

Wake Wind Energy LLC anticipates constructing a wind-powered electric generating facility with an operating capacity of approximately 200-300 megawatts. 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. Presently our plans are to install GE 1.7 megawatt turbines on property within the reinvestment zones in Crosby and Floyd Counties, Texas. Wake Wind Energy estimates that 210 megawatts are planned to be installed in Crosbyton CISD in 2014 as well as 90 megawatts in Floydada ISD. Wake Wind may later decide to install up to 34 additional megawatts in Floydada ISD.

The additional improvements for the Wake Project will include but are not limited to, wind turbines, towers, foundations, roadways, buildings and offices, anemometer towers, computer equipment, furniture, company vehicles, electrical transmission cables and towers and electrical substations. A portion of the transmission lines associated with the project may also extend into Dickens County.

B. Ability to Relocate to Another State or Region

Invenergy develops, owns and operates wind energy projects across the US, Canada and in Europe. We have numerous developments in the nearby states of Kansas and Oklahoma, where the wind resource is equivalent and their taxing incentives are similar to Texas. The Wake Wind Energy project is currently in competition with a 250 MW wind project in Oklahoma and a 200 MW wind energy project in Kansas.

CHECKLIST ITEM #5

Other School District Information

Wake Wind estimates that up to 210 megawatts of the estimated 300 megawatts of the project will be located in Crosbyton ISD. Wake Wind has filed an application for abatement with Crosbyton ISD.

Of the total project costs, Wake Wind estimates that 70% of the project will be located and taxed within Crosby County and Crosbyton ISD. Of the 30% remaining, 28% will be within Floyd County and Floydada ISD, and the final 2% in Dickens County and Spur ISD. No chapter 313 value limitation is being pursued with Spur ISD.

CHECKLIST ITEMS #6 AND #8

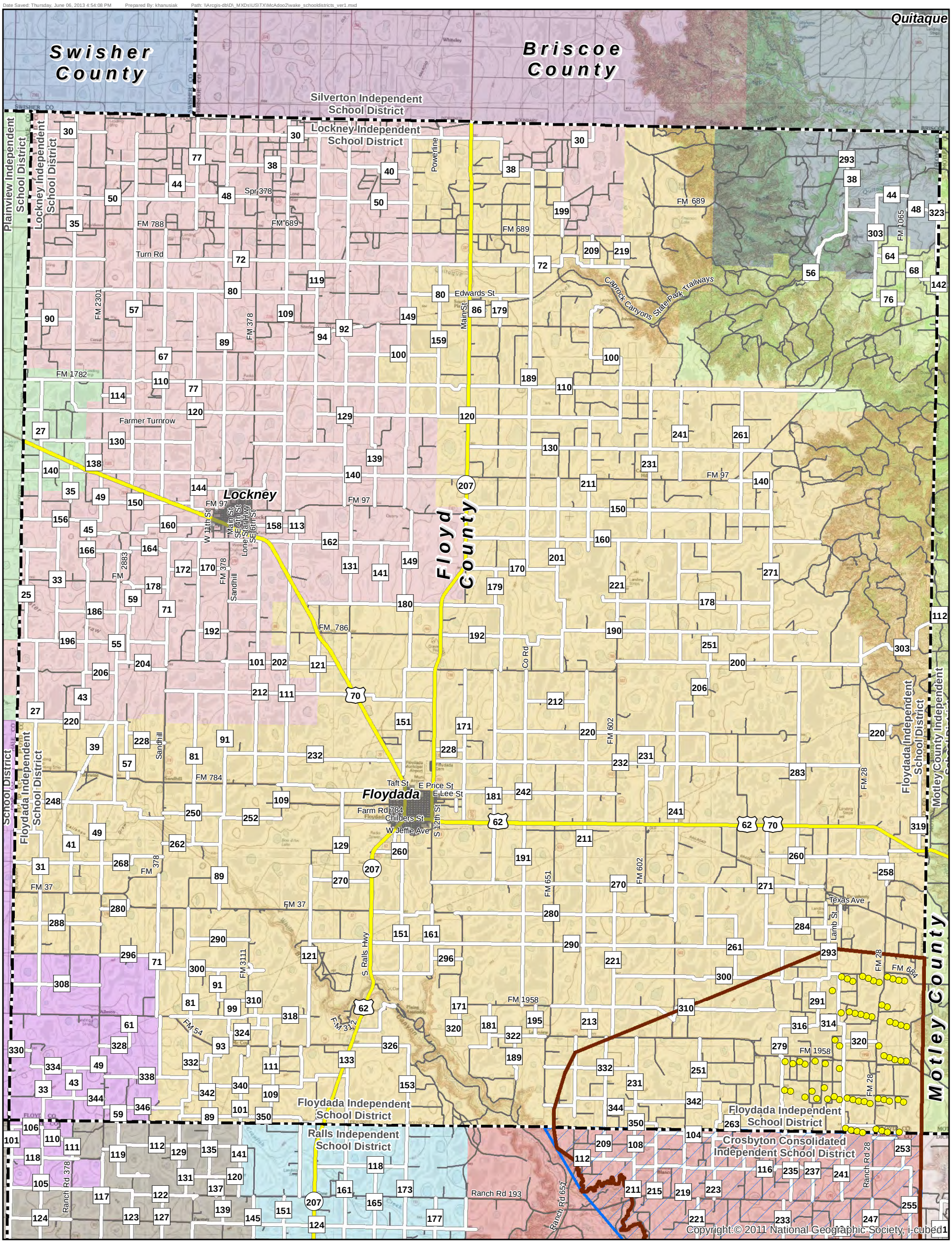
Description of Qualified Investment/ Qualified Property

Same in as #4 A and B

CHECKLIST ITEM #7 AND #9

Map of Qualified Investment / Qualified Property

Date Saved: Thursday, June 06, 2013 4:54:08 PM Prepared By: khanusiak Path: \\Arcgis-db\D_MXDs\US\TX\McAdoo2\wake_schooldistricts_ver1.mxd



Legend

- Turbine Layout (L018)
- Municipal Boundary
- Wake Project Area
- County Boundary
- Reinvestment Zone
- Crosbyton Consolidated Independent School District
- Floydada Independent School District
- Kress Independent School District
- Lockney Independent School District
- Lorenzo Independent School District
- Motley County Independent School District
- Petersburg Independent School District
- Plainview Independent School District
- Ralls Independent School District
- Silverton Independent School District
- Spur Independent School District
- Turkey-Quitaque Independent School District

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Feet

Map of Qualified Investments in Floyd County

Wake Wind Energy LLC

Rev. 00

June 06, 2013

Invenergy

One South Wacker Drive Suite 1900
Chicago, Illinois 60606
(312) 224-1400

Floyd County Leased Parcels

WAKE WIND ENERGY LLC - FLOYD COUNTY			
SURVEY NAME	BLOCK	SECTION	ABSTRACT NUMBER
BS&F		5	134
A&B	G	13	129
AB&M	1	130	1742
AB&M	1	130	1896
AB&M	1	129	25
EASTLAND CSL		4	87
MURPHY, E G		309	2175
WILLHOIT, M		314	2113
BS&F		4	1432
BS&F		3	135
COLLON, B G		314	2639
HOBBS, W M		397	2154
CAMPBELL, W H		2	2463
MOORE, W W			2393
HOOPER, D W			1333
OLDHAM, J W			1595
HOBBS, W M		395	2153
HOOPER, W D			1332
AB&M		14	1433
EASTMAN, A T			1026
WC RR CO		4	1953
WC RR CO		4	2419
MOORE, E		378	2121
ANDERSON, S E			1407
WC RR CO		4	2547
WC RR CO		4	2579
REVES, J A			1284
HINE, C A			1060
SPARKS, J A		268	2094
GENTRY, W			1049
BERRY, W D	3	368	2035
ISHUM, R			1191
DAWSON, T E			1477
HOBBS, W M		396	2152
HOBBS, W M		394	2151
S&M		22	2213
S&M		22	2442
LONG, J D			98
BAILEY, N			61
FOY, A		361	2052
HAND, R M		393	2149
HAND, A A		403	2174
HAND, R M		391	2279
AB&M		31	119
S&M		22	1773
MEP&P RR CO		16	1783
ADAMS, W S		260	2028
ADAMS, W S		260	2529
HAND, R M		392	2280

D&W RR CO		4	1826
CLENDENNEN, M S		378	2171
AB&M		23	121
MEP&P RR CO		15	258
WILLIAMS, W M			114
FOY, A		16	9999
WILLIS, I A			1156
SPARKS, E			100
T&P RR CO		5	1128
ROBERTS, J F	3	380	2446
WC RR CO		2	2445
BS&F		26	2380
BS&F		26	2374
WC RR CO		1	13
WC RR CO		2	14
D&W RR CO	G	3	168
ROBERTS, J F	3	380	2162
CALLAHAN, J A		353	2038
CALLAHAN, J A		353	2329
CALLAHAN, J A		353	2412
BS&F		25	136
BS&F		26	1700
MEP&P RR CO		23	255
DAWSON, T E		377	2531
MEP&P RR CO		21	256
DAWSON, T E		377	2172
BBB&C RR CO		1	62
ARCHER, F		4	17
ARCHER, F		4	18

CHECKLIST ITEM #13

Request for Waiver of Job Creation Requirement

Invenergy

June 3, 2013

Re: Wake Wind Employment Estimate

To Whom it May Concern,

Invenergy has developed and placed into service 39 wind projects across the United States and in Canada and Europe, totaling over 3,400 MW. As one of the largest owner/operators of wind farms in the United States, Invenergy has significant experience staffing wind projects. Several factors determine the ultimate ratio of technicians to turbines; among these factors are site layout and turbine technology.

In Invenergy's experience, a ratio of 1 technician for every 10 – 15 turbines is typical for projects that are staffed by full-time employees. Invenergy's latest project under development, the Goldthwaite project will be one of the first Invenergy sites to deploy the GE 1.7 MW turbines. The GE 1.7 machine is the latest evolution of the GE 1.x fleet, of which Invenergy operates over 1,500 units.

We anticipate the technician to turbine ratio to be similar to that for the GE 1.5 MW turbines. As a result, we anticipate requiring approximately 1 technician per 12 GE 1.7 MW machines.

For independent estimates of full-time employment at wind farms in Texas, please see the National Renewable Energy Laboratory's report *Economic Development Impact of 1,000 MW of Wind Energy in Texas* (http://www.nrel.gov/docs/fy11osti/50400.pdf). Section 3.2.2 states that 60 full-time jobs are created for 1,000 MW of wind capacity. Assuming a 1.5 MW unit, that is approximately 1 job per 11 wind turbines.

If you have any questions, please do not hesitate to contact me at (312) 582-1518.

Sincerely,

James Rafferty
Vice President - Asset Management
Invenergy LLC

cc: Evan Horn

CHECKLIST ITEM #14

Calculation of three possible wage requirements with TWC documentation

Wake Wind Wage Calculations

Floyd County All Industries Average Weekly Wages

Year	Period	Area	Ownership	Division	Level	Ind Code	Industry	Avg Weekly Wages
2013	1st Qtr	Floyd County	Total All	0	0	10	Total, All Industries	$629
2012	2nd Qtr	Floyd County	Total All	0	0	10	Total, All Industries	$627
2012	3rd Qtr	Floyd County	Total All	0	0	10	Total, All Industries	$642
2012	4th Qtr	Floyd County	Total All	0	0	10	Total, All Industries	$723

4 Period Weekly Avg	$	655.25
110% Of Average	$	**720.78**

Floyd County Average Manufacturing Weekly Wages

Year	Period	Area	Ownership	Division	Level	Ind Code	Industry	Avg Weekly Wages
2013	1st Qtr	Floyd County	Total All	31	2	31-33	Manufacturing	$1,100
2012	2nd Qtr	Floyd County	Total All	31	2	31-33	Manufacturing	$801
2012	3rd Qtr	Floyd County	Total All	31	2	31-33	Manufacturing	$706
2012	4th Qtr	Floyd County	Total All	31	2	31-33	Manufacturing	$900

4 Period Weekly Avg	$	876.75
110% Of Average	$	**964.43**

South Plains Association of Governments Region

	Hourly	Annual
2012 Average Manufacturing Wages	$ 16.18	$ 33,662.00
Avg Weekly Wage		$ 647.35
110% of Region Weekly Wage		$ 712.08
110% of Annual Wages		$ 37,028.20

2012 Manufacturing Wages by Council of Government Region
Wages for All Occupations

COG	Wages Hourly	Wages Annual
Texas	**$23.56**	**$48,996**
1. Panhandle Regional Planning Commission	$20.12	$41,850
2. South Plains Association of Governments	$16.18	$33,662
3. NORTEX Regional Planning Commission	$17.83	$37,076
4. North Central Texas Council of Governments	$24.68	$51,333
5. Ark-Tex Council of Governments	$16.84	$35,032
6. East Texas Council of Governments	$19.61	$40,797
7. West Central Texas Council of Governments	$18.24	$37,941
8. Rio Grande Council of Governments	$16.17	$33,631
9. Permian Basin Regional Planning Commission	$21.93	$45,624
10. Concho Valley Council of Governments	$16.33	$33,956
11. Heart of Texas Council of Governments	$19.07	$39,670
12. Capital Area Council of Governments	$26.03	$54,146
13. Brazos Valley Council of Governments	$16.55	$34,424
14. Deep East Texas Council of Governments	$16.20	$33,698
15. South East Texas Regional Planning Commission	$29.38	$61,118
16. Houston-Galveston Area Council	$26.59	$55,317
17. Golden Crescent Regional Planning Commission	$21.03	$43,742
18. Alamo Area Council of Governments	$18.40	$38,280
19. South Texas Development Council	$13.54	$28,170
20. Coastal Bend Council of Governments	$22.97	$47,786
21. Lower Rio Grande Valley Development Council	$16.33	$33,961
22. Texoma Council of Governments	$22.57	$46,949
23. Central Texas Council of Governments	$17.16	$35,689
24. Middle Rio Grande Development Council	$18.93	$39,380

Source: Texas Occupational Employment and Wages
Data published: July 2013
Data published annually, next update will be July 31, 2014

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

CHECKLIST ITEM #15

Description of Benefits

Qualified employees of Wake Wind Energy LLC will be offered a full package of benefits including medical, dental and vision insurance with at least 80 percent of the premiums for the employee paid by Wake Wind Energy LLC. In addition each qualifying employee will receive paid vacation time, sick leave, life insurance, disability plans and 401(k) Retirement Savings Plans.

CHECKLIST ITEM #17 – 20

Schedules A-D

Schedule A (Rev. May 2010): Investment

Applicant Name Wake Wind Energy LLC

ISD Name Floydada ISD

Form 50-296

PROPERTY INVESTMENT AMOUNTS

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

		Year	School Year (YYYY-YYYY)	Tax Year (Fill in actual tax year below) YYYY	Column A: Tangible Personal Property The amount of new investment (original cost) placed in service during this year	Column B: Building or permanent nonremovable component of building (annual amount only)	Column C: Sum of A and B Qualifying Investment (during the qualifying time period)	Column D: Other investment that is not qualified investment but investment affecting economic impact and total value	Column E: Total Investment (A+B+D)
The year preceding the first complete tax year of the qualifying time period (assuming no deferrals)	Investment made before filing complete application with district (neither qualified property nor eligible to become qualified investment)		2013-2014	2013					
	Investment made after filing complete application with district, but before final board approval of application (eligible to become qualified property)								
	Investment made after final board approval of application and before Jan. 1 of first complete tax year of qualifying time period (qualified investment and eligible to become qualified property)				250,000		250,000		250,000
	Complete tax years of qualifying time period	1	2014-2015	2014	134,150,000		134,150,000	-	134,150,000
		2	2015-2016	2015					
	Value Limitation Period	3	2016-2017	2016					
Tax Credit Period (with 50% cap on credit)		4	2017-2018	2017					
		5	2018-2019	2018					
		6	2019-2020	2019					
		7	2020-2021	2020					
		8	2021-2022	2021					
		9	2022-2023	2022					
		10	2023-2024	2023					
Credit Settle-Up Period	Continue to Maintain Viable Presence	11	2024-2025	2024					
		12	2025-2026	2025					
		13	2026-2027	2026					
Post- Settle-Up Period		14	2027-2028	2027					
Post- Settle-Up Period		15	2028-2029	2028					

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

Column A: This represents the total dollar amount of planned investment in tangible personal property the applicant considers qualified investment - as defined in Tax Code §313.021(1)(A)-(D).
For the purposes of investment, please list amount invested each year, not cumulative totals.
[For the years outside the qualifying time period, this number should simply represent the planned investment in tangible personal property].
Include estimates of investment for "replacement" property-property that is part of original agreement but scheduled for probable replacement during limitation period.

Column B: The total dollar amount of planned investment each year in buildings or nonremovable component of buildings that the applicant considers qualified investment under Tax Code §313.021(1)(E).
For the years outside the qualifying time period, this number should simply represent the planned investment in new buildings or nonremovable components of buildings.

Column D: Dollar value of other investment that may not be qualified investment but that may affect economic impact and total value-for planning, construction and operation of the facility.
The most significant example for many projects would be land. Other examples may be items such as professional services, etc.
Note: Land can be listed as part of investment during the "pre-year 1" time period. It cannot be part of qualifying investment.

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

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

Bryan Schuler

SIGNATURE OF AUTHORIZED COMPANY REPRESENTATIVE

6-10-2013

DATE

Schedule B (Rev. May 2010): Estimated Market And Taxable Value

Applicant Name Wake Wind Energy LLC

ISD Name Floydada ISD

Form 50-296

					Qualified Property			Reductions from Market Value	Estimated Taxable Value	
		Year	School Year (YYYY-YYYY)	Tax Year (Fill in actual tax year) YYYY	Estimated Market Value of Land	Estimated Total Market Value of new buildings or other new improvements	Estimated Total Market Value of tangible personal property in the new building or "in or on the new improvement"	Exempted Value	Final taxable value for I&S - after all reductions	Final taxable value for M&O--after all reductions
		pre- year 1	2013-2014	2013	-	-	-		-	-
	Complete tax years of qualifying time period	1	2014-2015	2014	-	-	250,000	-	250,000	250,000
		2	2015-2016	2015			130,000,000	-	130,000,000	130,000,000
	Value Limitation Period	3	2016-2017	2016			120,900,000		120,900,000	10,000,000
Tax Credit Period (with 50% cap on credit)		4	2017-2018	2017			112,437,000		112,437,000	10,000,000
		5	2018-2019	2018			104,566,410		104,566,410	10,000,000
		6	2019-2020	2019			97,246,761		97,246,761	10,000,000
		7	2020-2021	2020			90,439,488		90,439,488	10,000,000
		8	2021-2022	2021			84,108,724		84,108,724	10,000,000
		9	2022-2023	2022			78,221,113		78,221,113	10,000,000
		10	2023-2024	2023			72,745,635		72,745,635	10,000,000
Credit Settle-Up Period	Continue to Maintain Viable Presence	11	2024-2025	2024			67,653,441		67,653,441	67,653,441
		12	2025-2026	2025			62,917,700		62,917,700	62,917,700
		13	2026-2027	2026			58,513,461		58,513,461	58,513,461
Post- Settle-Up Period		14	2027-2028	2027			54,417,519		54,417,519	54,417,519
Post- Settle-Up Period		15	2028-2029	2028			50,608,292		50,608,292	50,608,292

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

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

SIGNATURE OF AUTHORIZED COMPANY REPRESENTATIVE

6-10-2013

DATE

Schedule C- Application: Employment Information

Applicant Name Wake Wind Energy, LLC
ISD Name Floydada ISD

Form 50-296

					Construction		New Jobs		Qualifying Jobs	
		Year	**School Year** (YYYY-YYYY)	**Tax Year** (Fill in actual tax year) YYYY	**Column A:** Number of Construction FTE's or man-hours (specify)	**Column B: Average** annual wage rates for construction workers	**Column C:** Number of new jobs applicant commits to create (cumulative)	**Column D: Average** annual wage rate for all new jobs.	**Column E:** Number of qualifying jobs applicant commits to create meeting all criteria of Sec. 313.021(3) (cumulative)	**Column F: Average** annual wage of qualifying jobs
		pre- year 1	2013-2014	2013	7,000 Man Hours		0	$ 48,700	0	$ 48,700
	Complete tax years of qualifying time period	1	2014-2015	2014	133,000 Man Hours		5	$ 48,700	5	$ 48,700
		2	2015-2016	2015			5	48,700	5	48,700
	Value Limitation Period	3	2016-2017	2016			5	48,700	5	48,700
Tax Credit Period (with 50% cap on credit)		4	2017-2018	2017			5	48,700	5	48,700
		5	2018-2019	2018			5	48,700	5	48,700
		6	2019-2020	2019			5	48,700	5	48,700
		7	2020-2021	2020			5	48,700	5	48,700
		8	2021-2022	2021			5	48,700	5	48,700
		9	2022-2023	2022			5	48,700	5	48,700
		10	2023-2024	2023			5	48,700	5	48,700
Credit Settle-Up Period	Continue to Maintain Viable Presence	11	2024-2025	2024			5	48,700	5	48,700
		12	2025-2026	2025			5	48,700	5	48,700
		13	2026-2027	2026			5	48,700	5	48,700
Post- Settle-Up Period		14	2027-2028	2027			5	48,700	5	48,700
Post- Settle-Up Period		15	2028-2029	2028			5	48,700	5	48,700

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

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

Bry Schuel

SIGNATURE OF AUTHORIZED COMPANY REPRESENTATIVE

6-10-2013

DATE

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

Applicant Name Wake Wind Energy, LLC **ISD Name** Floydada ISD **Form 50-296**

					Sales Tax Information		Franchise Tax	Other Property Tax Abatements Sought			
					Sales Taxable Expenditures		Franchise Tax	County	City	Hospital	Water
		Year	School Year (YYYY-YYYY)	Tax/ Calendar Year YYYY	**Column F:** Estimate of total annual expenditures* subject to state sales tax	**Column G:** Estimate of total annual expenditures* made in Texas NOT subject to sales tax	**Column H:** Estimate of Franchise tax due from (or attributable to) the applicant	Fill in percentage exemption requested or granted in each year of the Agreement	Fill in percentage exemption requested or granted in each year of the Agreement	Fill in percentage exemption requested or granted in each year of the Agreement	Fill in percentage exemption requested or granted in each year of the Agreement
The year preceding the first complete tax year of the qualifying time period (assuming no deferrals)			2013-2014	2013	$ -	$ -	$ -	0%	0%	0%	0%
	Complete tax years of qualifying time period	1	2014-2015	2014	$ 7,000	$ 46,667	$ -	0%	0%	0%	0%
		2	2015-2016	2015	$ 84,000	$ 560,000	$ -	100%	0%	100%	100%
Tax Credit Period (with 50% cap on credit)	Value Limitation Period	3	2016-2017	2016	$ 84,000	$ 560,000	$ -	100%	0%	100%	100%
		4	2017-2018	2017	$ 84,000	$ 560,000	$ -	100%	0%	100%	100%
		5	2018-2019	2018	$ 84,000	$ 560,000	$ 3,920.00	100%	0%	100%	100%
		6	2019-2020	2019	$ 84,000	$ 560,000	$ 3,080.00	100%	0%	100%	100%
		7	2020-2021	2020	$ 84,000	$ 560,000	$ 80,920.00	100%	0%	100%	100%
		8	2021-2022	2021	$ 84,000	$ 560,000	$ 78,960.00	100%	0%	100%	100%
		9	2022-2023	2022	$ 84,000	$ 560,000	$ 77,000.00	100%	0%	100%	100%
		10	2023-2024	2023	$ 84,000	$ 560,000	$ 72,520.00	100%	0%	100%	100%
Credit Settle-Up Period	Continue to Maintain Viable Presence	11	2024-2025	2024	$ 84,000	$ 560,000	$ 67,200.00	100%	0%	100%	100%
		12	2025-2026	2025	$ 84,000	$ 560,000	$ 66,920.00	0%	0%	0%	0%
		13	2026-2027	2026	$ 84,000	$ 560,000	$ 68,600.00	0%	0%	0%	0%
Post- Settle-Up Period		14	2027-2028	2027	$ 84,000	$ 560,000	$ 95,200.00	0%	0%	0%	0%
Post- Settle-Up Period		15	2028-2029	2028	$ 84,000	$ 560,000	$ 131,600.00	0%	0%	0%	0%

*For planning, construction and operation of the facility.

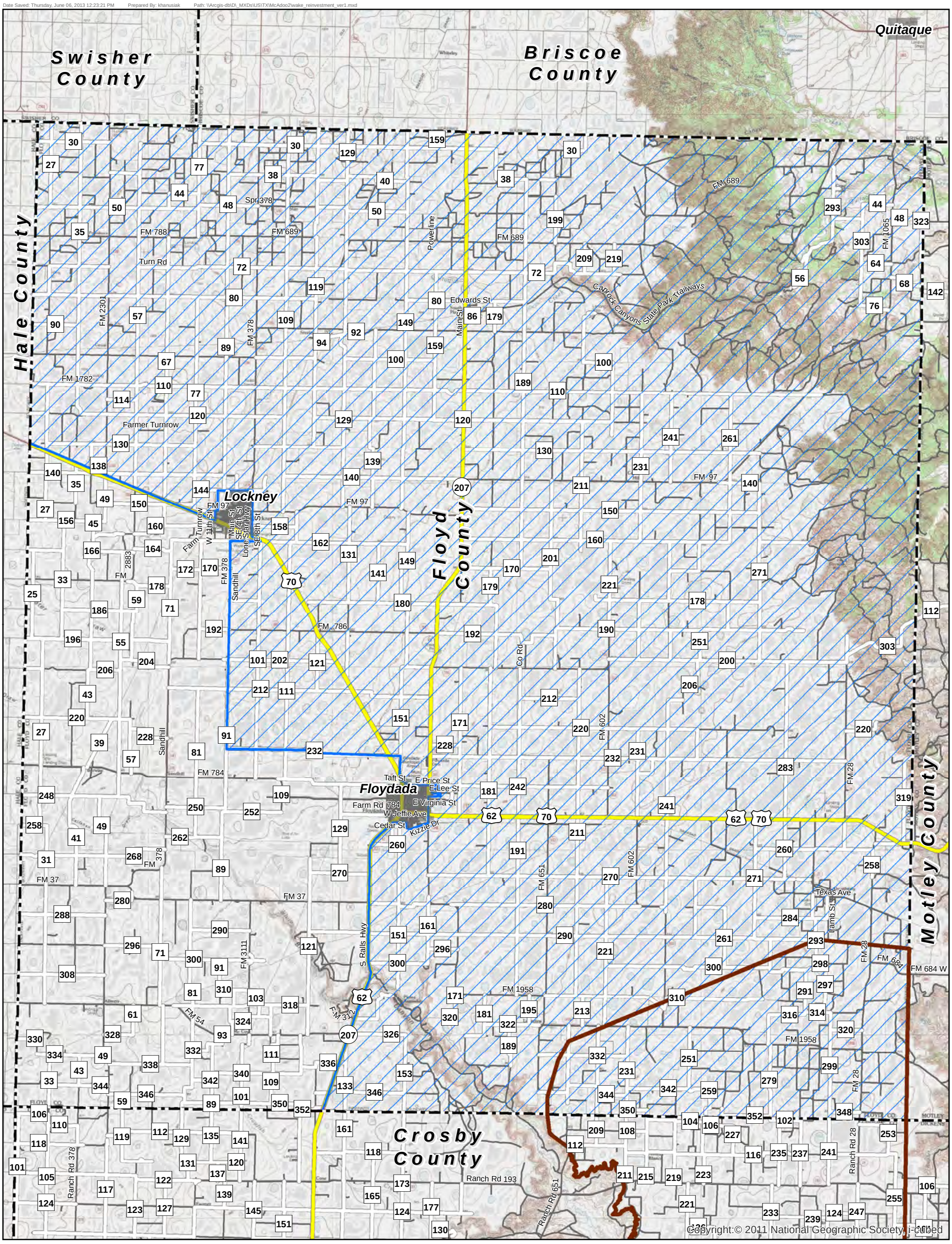
SIGNATURE OF AUTHORIZED COMPANY REPRESENTATIVE

6-10-2013
DATE

CHECKLIST ITEM #21

Map of Reinvestment Zone

Date Saved: Thursday, June 06, 2013 12:23:21 PM Prepared By: khanusiak Path: \\Arcgis-db\D_MXDs\US\TX\McAdoo2\wake_reinvestment_ver1.mxd



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Legend

- Municipal Boundary
- Wake Project Area
- County Boundary
- Reinvestment Zone

N

10,000 0 10,000

Feet

Floyd County Reinvestment Zone

Wake Wind Energy LLC

Rev. 00

June 06, 2013

Invenergy
One South Wacker Drive Suite 1900
Chicago, Illinois 60606
(312) 224-1400

CHECKLIST ITEM #22

Order Establishing the Reinvestment Zone

ORDER NO. 2013-11-03 OF THE COMMISSIONERS COURT OF FLOYD COUNTY, TEXAS DESIGNATING REINVESTMENT ZONE

AN ORDER DESIGNATING A CERTAIN AREA AS FLOYD COUNTY WIND REINVESTMENT ZONE NO.1, FOR COMMERCIAL/INDUSTRIAL TAX ABATEMENT IN FLOYD COUNTY, TEXAS, ESTABLISHING THE BOUNDARIES THEREOF, AND PROVIDING FOR AN EFFECTIVE DATE.

WHEREAS, the Commissioners Court of Floyd 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 Floyd County for Granting a Tax Abatement in a Reinvestment Zone Created in Floyd County, Texas (the "Guidelines"); and

WHEREAS, on March 11, 2013, a hearing before the Commissioners Court of Floyd 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 *Floyd County Hesperian Beacon* 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 Floyd County, Texas at such public hearing 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.

BE IT RESOLVED BY THE COMMISSIONERS COURT OF FLOYD 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 Floyd 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 Floyd County Wind Reinvestment Zone No. 1 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 the Floyd County Wind Reinvestment Zone No. 1 should be the area within the boundaries described in Exhibit "A" and as depicted in the plat map indicating the boundaries thereof, attached hereto as Exhibit "B," and incorporated herein by reference for all intents and purposes; and,

(c) That creation of the Floyd County Wind Reinvestment Zone No. 1 with boundaries as described in Exhibit "A" and depicted in "B" will result in benefits to the Floyd County, Texas and to land included in the zone and that the improvements sought are feasible and practical; and

(d) The Floyd County Wind Reinvestment Zone No. 1, as described in Exhibit "A" and depicted in Exhibit "B" 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, 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 Floyd County, Texas, and that the entire tract of land is located entirely within an unincorporated area of Floyd County, Texas.

SECTION 3. That pursuant to the Property Redevelopment and Tax Abatement Act, as amended, and the Guidelines, Floyd County Commissioner's Court hereby creates Floyd County Wind Reinvestment Zone No. 1; a reinvestment zone for commercial-industrial tax abatement encompassing only the area within the boundaries described in "Exhibit A" and that is depicted in the plat map thereof in Exhibit "B," and such reinvestment zone is hereby designated and shall hereafter be referred to as Floyd County Wind Reinvestment Zone No. 1.

SECTION 4. That Floyd County Wind Reinvestment Zone No. 1 shall take effect on March 11, 2013 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 beheld 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 Floyd 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 11th day of March, 2013.

Penny Golightly,
Floyd County Judge

Ginger Morgan, Floyd County Clerk

[COUNTY SEAL

CHECKLIST ITEM #23

Legal Description of Reinvestment Zone

EXHIBIT –A-

Beginning in the northwest corner of Floyd County and then:

- following the northerly Floyd County line eastward to the northeast corner of Floyd County,
- Then following the easterly Floyd County line southward to the southeast corner of Floyd County,
- Then following the southerly Floyd County line westward to the east side of US Highway 62.
- Then following the east boundary of US Highway 62 northward to the city limits of Floydada, TX
- Then following the Floydada city limits around the east and north sides of the city to the east side of US Highway 70
- Then following the east side of US Highway 70 northward to CR 232
- Then following the north side of CR 232 westward to the east side of CR 91
- Then following the east side of CR 91 northward until it joins and turns into FM 378
- Then following the east side of FM 378 northward to the southeastly city limits of Lockney, TX
- Then following the Lockney city limits around the east, north, and finally the west side of the city back to north side of US Highway 70
- Then following north side of US Highway 70 northwestward to the Floyd/Hale county line.
- Then following the westerly boundary of Floyd County northward to the beginning point, being the northwest corner of Floyd County

For the avoidance of doubt, this area specifically excludes the incorporated municipalities of Lockney and Floydada and that area within the boundaries of the Whirlwind Reinvestment Zone No. 2 as described in Exhibit A of Order 11-10-08 of the Commissioners Court of Floyd County, Texas Designating Reinvestment Zone.

CHECKLIST ITEM #24

Guidelines and Criteria for Reinvestment Zone

Exhibit A

RESOLUTION NO. 2012-11-19

RESOLUTION OF THE COMMISSIONERS' COURT OF FLOYD COUNTY, TEXAS, ADOPTING GUIDELINES AND CRITERIA GOVERNING TAX ABATEMENT FOR SELECTED TAXING UNITS CONTAINED WITHIN FLOYD COUNTY (INDUSTRIAL ABATEMENT)

WHEREAS, Floyd County, Texas, is committed to the promotion of high quality economic development in all parts of Floyd County, Texas and the ongoing improvement in quality of life for the citizens residing in Floyd County;

WHEREAS, Floyd County, Texas recognizes that these objectives are generally served by the enhancement and expansion of the local economy;

WHEREAS, Floyd County, Texas has elected, in Resolution No. 2012-11-19 to be eligible to participate in tax abatement;

WHEREAS, Section 312.002(a) of the Texas Tax Code requires that the County establish guidelines and criteria governing tax abatement agreements by the County;

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

THAT, Floyd County adopts the attached GUIDELINES AND CRITERIA GOVERNING TAX ABATEMENT FOR SELECTED TAXING UNITS CONTAINED WITHIN FLOYD COUNTY, a copy of which is attached hereto as Exhibit "A" and incorporated by reference the same as if copied in its entirety.

PASSED AND APPROVED this 19 day of November 2012

EXHIBIT A

GUIDELINES AND CRITERIA GOVERNING TAX ABATEMENT FOR SELECTED TAXING UNITS CONTAINED WITHIN FLOYD COUNTY, TEXAS

SECTION I. General Purpose:

The Affected Jurisdictions located wholly within or partially within the County of Floyd, Texas, are committed to the promotion of high quality development in all parts of Floyd County, Texas; and to an ongoing improvement in the quality of life for the citizens residing within the Affected Jurisdictions. The Affected Jurisdictions recognize that these objectives are generally served by enhancement and expansion of the local economy. The Affected Jurisdictions will, on a case by case basis, give consideration to providing tax abatement, as authorized by V.T.C.A., Tax Code, Chapter 312, as stimulation for economic development within the Affected Jurisdictions. It is the policy of the Affected Jurisdictions that said consideration will be provided in accordance with the guidelines and criteria herein set forth and in conformity with the Tax Code.

Nothing contained herein shall imply, suggest or be understood to mean that the Affected Jurisdictions are under any obligation to provide tax abatement to any applicant and attention is called to V.T. C. A., Tax Code, Section 312.002(d). With the above rights reserved all applications for tax abatement will be considered on a case by case basis.

SECTION II. Definitions:

As used within these guidelines and criteria, the following words or phrases shall have the following meaning:

1. **Abatement of Taxes:** To exempt from ad valorem taxation all or part of the value of certain improvements placed on land located in a reinvestment zone designated for economic development purposes as of the date of execution of the Tax Abatement Agreement for a period of time not to exceed ten (10) years.

2. **Affected Jurisdiction**: The County of Floyd and any other governmental taxing unit located totally within or partially within the County of Floyd that has adopted these guidelines and criteria.

3. **Abatement Agreement:** (1) A contract between a property owner and an Affected Jurisdiction for the abatement of taxes on qualified property located within the reinvestment zone; or, (2) a contract for the abatement of taxes between an Affected Jurisdiction and a certified air carrier who owns or leases Real Property located within the reinvestment zone or Personal Property or both as authorized by V.T.C.A., Tax Code, Section 312.204(e)

4. **Base Year Value:** The assessed value of property eligible for tax abatement as of January 1 preceding the execution of an Abatement Agreement as herein defined.

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5. **Distribution Center Facility:** A building or structure including Tangible Personal Property used or to be used primarily to receive, store, service or distribute goods or materials.

6. **Expansion of Existing Facilities or Structures**: The addition of buildings, structures, machinery or equipment to a Facility after the date of execution of an Abatement Agreement.

7. **Existing Facility or Structure:** A facility as of the date of execution of the Tax Abatement Agreement, located in or on Real Property eligible for tax abatement.

8. **Facility**: The improvements made to Real Property eligible for tax abatement and including the building or structure erected on such Real Property and/or any Tangible Personal Property to be located in or on such property.

9. **Improvements to Real Property or Improvements**: Shall mean the construction, addition to, structural upgrading of, replacement of, or completion of any facility located upon, or to be located upon, Real Property, as herein defined, or any Tangible Personal Property placed in or on said Real Property.

10. **Manufacturing Facility**: A Facility which is or will be used for the primary purpose of the production of goods or materials or the processing or change of goods or materials to a finished product.

11. **Modernization of Existing Facilities**: The replacement or upgrading or existing facilities.

12. **New Facility:** The construction of a Facility on previously undeveloped real property eligible for tax abatement.

13. **New Permanent Job:** A new employment position created by a business that has provided employment to an employee of at least 1,820 hours annually and intended to be an employment position that exists during the life of the abatement. In the case of a seasonal industry, a new permanent job shall mean a apposition which provides employment to an employee of at least 36 hours per week during the season or seasons of business activity and intended to be an employment position that exists during each season of business activity during the life of the abatement.

14. **Other Basic Industry:** A Facility other than a distribution center facility, a research facility, a regional service facility or a manufacturing facility which produces goods or services or which creates new or expanded job opportunities.
15. **Owner:** The record title owner of Real Property or the legal owner of Tangible Personal Property. In the case of land leased from an Affected Jurisdiction the lessee shall be deemed the owner of such leased property together with all improvements and Tangible Personal Property located thereon.

16. **Productive Life:** The number of years a Facility is expected to be in service.

17. **Real Property:** Land on which Improvements are to be made or fixtures placed.

18. **Regional Services Facility:** A Facility, the primary purpose of which is to service or repair goods or materials and which creates job opportunities within the Affected Jurisdictions.

19. **Reinvestment Zone:** Real Property designated as a Reinvestment Zone under the provisions of V.T.C.A., Tax Code, Section 312.202.

20. **Research Facility:** A Facility used or to be used primarily for research or experimentation to improve or develop new goods and/or services or to improve or develop the production process for such goods and/or services.

21. **Tangible Personal Property:** Any Personal Property, not otherwise defined herein and which is necessary for the proper operation of any type of Facility.

SECTION III. Intent of Criteria and Guidelines:

The Intent of the criteria and guidelines, as herein set forth, is to establish the minimum standards which an applicant for tax abatement must meet in order to be considered for such status by the Affected Jurisdictions.

SECTION IV. Criteria and Guidelines for Tax Abatement:

1. Any type of Facility will be eligible for tax abatement consideration provided such Facility meets the following guidelines and criteria:

2. To qualify for Tax Abatement, the company must modernize or expand an existing facility or construct a new facility.

3. In addition to the aforementioned, the taxing jurisdiction will consider abatement if the company meets one of the following criteria:

    a) The facility will conduct its primary business in one of the following target industries:

        i) Value-added Agricultural Production including Food Processing and Machinery
        ii) Warehouse Distribution
        iii) Dairy Production
        iv) Confined Cattle Feeding Operations
        v) Tourism
        vi) Hospitality

    b) The project is not included as a target industry, but is expected to create a substantial economic impact on an Affected Jurisdiction or has the potential of generating additional significant economic development opportunities to Floyd County.

4. The project will significantly increase assessed valuation of real property and/or personal property, or will create new permanent jobs of substantial value to an Affected Jurisdiction.

5. New or existing facilities, of any type herein defined, located in a reinvestment zone or upon Real Property eligible for such status will be eligible for consideration for tax abatement status provided that all other criteria and guidelines are satisfied.

6. Improvements to Real Property are eligible for tax abatement status.

7. The following types of Property shall be ineligible for tax abatement status and shall be fully taxed

    a) Real Property;
    b) inventories or supplies;
    c) dwelling units intended for lease passive income to the landlord; provided, however, that nursing homes, hotels and the like which include the provision of services as a substantial component of the enterprise are not hereby excluded from eligibility for tax abatement;
    d) vehicles;
    e) aircraft;
    f) boats;
    g) property owned by the State of Texas or any State agency; and,
    h) property owned or leased by a member of the Affected Jurisdiction.

8. In order for a Facility to qualify for abatement, the following conditions must apply:

a) The owner or leaseholder must make eligible improvements to the property; and,
b) In the case of lessees the leaseholder must have a commitment at least equal to the term of the abatement agreement plus one year.

9. In reinvestment zones, the amount and term of abatement shall be determined on a case by case basis, however, in no event shall taxes be abated for a term in excess of ten (10) years. The amount of the taxable value of Improvements to be abated and the term of the abatement shall be determined by the municipality in all cases where the property for which tax abatement is applied for is within the City limits of a City or by the County of Floyd in all cases where the property for which tax abatement is applied for is outside of the City limits of a municipality, but within the County of Floyd, except that a reinvestment zone that is a state enterprise zone is designated for the same period as a state enterprise zone as provided by Chapter 2303, Government Code. The authority of all other taxing units shall be as set forth in V.T.C.A., Tax Code, Section 312.206.

   In enterprise zones, the governing body of each taxing jurisdiction may execute a written agreement with the owner of the property not later than the 90th day after the date the municipal or county agreement, whichever is later. The agreement may, but is not required to, contain terms that are identical to those contained in the agreement with the municipality, county, or both, whichever applies, and the only terms for the agreement that may vary are the portion of the property that is to be exempt form taxation under the agreement and the duration of the agreement.

10. No property shall be eligible for tax abatement unless such property is located in a reinvestment zone in accordance with V.T. C. A., Tax Code, Section 312.202.

11. Notwithstanding any of the requirements set forth in Section 10, the governing body of an Affected Jurisdiction upon the affirmative vote of three-fourths (3/4) of its members may vary any of the above requirements when it is demonstrated by the applicant for Tax Abatement that variation is in the best interest of the Affected Jurisdiction and will enhance the economic development of the Affected Jurisdiction. By way of example only and not by imitation the governing body of an Affected Jurisdiction may consider the following or similar terms in determining whether a variance shall be granted:

    a) That the increase in productivity of the Facility will be substantial and hence directly benefit the economy.
    b) That the increase of goods or services produced by the Facility will be substantial and directly benefit the economy.
    c) That the employment maintained at the Facility will be increased.
    d) That the waiver of the requirement will contribute and provide for the retention of existing jobs within the Affected Jurisdiction.
    e) That the applicant for tax abatement has demonstrated that if tax abatement is granted to his Facility even though his Facility will not employ additional personnel, nevertheless due to the existence of said Facility new jobs will be created as a direct result of his Facility in other facilities located within the Affected Jurisdiction.

f) **Any other evidence tending to show a direct economic benefit to the Affected Jurisdiction.**

12. Taxability:

a) The portion of the value of Improvements to be abated shall be abated in accordance with the terms and provisions of a Tax Abatement Agreement executed between the Affected Jurisdiction and the owner of the Real Property and/or Tangible Personal Property, (which agreement shall be) in accord with the provisions of V.T. C. A., Tax Code, Section 312.205.
b) All ineligible property, if otherwise taxable as herein described, shall be fully taxed.

13. The governing body of each Affected Jurisdiction shall have total discretion as to whether tax abatement is to be granted. Such discretion, as herein retained, shall be exercised on a case by case basis. The adoption of these guidelines and criteria by the governing body of an Affected Jurisdiction does not:

a) Limit the discretion of the governing body to decide whether to enter into a specific tax abatement agreement;
b) Limit the discretion of the governing body to delegate to its employees the authority to determine whether or not the governing body should consider a particular application or request for tax abatement; or,
c) Create any property, contract, or other legal right in any person to have the governing body consider or grant a specific application or request for tax abatement.

14. The burden to demonstrate that an application for tax abatement should be granted shall be upon the applicant. Each Affected Jurisdiction to which the application has been directed shall have full authority to request any additional information from the applicant that the governing body of such Affected Jurisdiction deems necessary to assist it in considering such application.

SECTION V. <u>Criteria and Guidelines for Creation of Reinvestment Zone:</u>

1. No property shall be eligible for tax abatement unless such property is located in a reinvestment zone designated as such as in accordance with V.T.C.A., Tax Code, Section 312.202. To be designated as a reinvestment zone an area must:

a) Substantially arrest or impair the sound growth of the municipality or county creating the zone, retard the provision of housing accommodations, or constitute an economic or social liability and be a menace to the public health, safety, morals, or welfare in its present condition and use because of the presence of:

1. a substantial number of substandard, slum, deteriorated, or deteriorating structures;
2. the predominance of defective or inadequate sidewalks or streets;
3. faulty size, adequacy, accessibility or usefulness of lots;
4. unsanitary or unsafe conditions;

5. the deterioration of site or other improvements;
6. tax or special assessment delinquency exceeding the fair value of the land;
7. defective or unusual conditions of title;
8. conditions that endanger life or property by fire or other cause; or
9. any combination of these factors;

b) Be predominantly open and, because of obsolete platting, deterioration of structures or site improvements, or other factors, substantially impair or arrest the sound growth of the municipality;

c) Be in a federally assisted new community located in a home rule municipality or in an area immediately adjacent to a federally assisted new community located in a home rule municipality;

d) Be located entirely in an area that meets the requirements for federal assistance under Section 119 of the Housing and Community Development Act of 1974 (42 U.S.C. Section 5318);

e) Encompass signs, billboards, or other outdoor advertising structures designated by the governing body of the municipality for relocation, reconstruction, or removal for the purpose of enhancing the physical environment of the municipality, which the legislature declares to be a public purpose; or,

f) Be reasonably likely as a result of the designation to contribute to the retention or expansion of primary employment or to attract major investment in the zone that would be a benefit to the property and that would contribute to the economic development of the municipality.

2. For purposes of this Section, federally assisted new community is a federally assisted area:

   a) That has received or will receive assistance in the form of loan guarantees under Title X of the National Housing Act (12 U.S.C., Section 1749aa et seq); and,
   b) A portion of which has received grants under Section 107 (a) (1) of the Housing and Community Development Act of 1974, as amended.

3. The governing body of a municipality, as required by Section 312.201, or a county as required by V.T.C.A., Tax Code, Section 312.401, shall hold a public hearing on the designation of an area within its jurisdiction as a reinvestment zone. The burden shall be on the owner of the property sought to be included in the zone or applicant for the creation of the reinvestment zone to establish the following:

   a) That the requirements of Subsection 1 of this Section have been met; and
   b) That the improvements sought are feasible and practical.

4. No later than the seventh day before the date set for the above public hearing notice of such hearing shall be:

    a) Published in a newspaper having general circulation in the Affected Jurisdiction; and
    b) Delivered in writing to the presiding officer of the governing body of each taxing unit that includes in its boundaries Real Property that is to be included in the reinvestment zone.

5. At the public hearing above described in Subsection 3 above, any interested person is entitled to speak and present evidence for or against the designation of such reinvestment zone.

6. At the conclusion of the hearing described in Subparagraph 3 above, the governing body shall enter its findings as follows:

    a) That the applicant or owner has or has not met his burden as hereinabove set forth, and/or,
    b) That the improvements sought are or are not feasible and practical.
    c) That the proposed improvements sought will or will not be a benefit to the land to be included in the reinvestment zone and to the Affected Jurisdiction after the expiration of an agreement entered into under V.T.C.A., Tax Code, Section 312.204.

7. An application for the creation of a reinvestment zone shall not be granted unless the Affected Jurisdiction considering such application enters affirmative findings to Subparagraphs a, b, and c of Subsection 6 above set forth.

8. At the conclusion of the public hearing herein required and upon the affirmative finding of the governing body as required by Subsection 7 above set forth, the governing body may designate a reinvestment zone in accordance with the provisions of V.T.C.A., Tax Code, Sections 312.201 or 312.401, whichever Section shall be applicable to the premises.

9. The designation of a reinvestment zone expires five years after the date of the designation and may be renewed for periods not to exceed five years, except that a reinvestment zone that is a state enterprise zone as provided by Chapter 2303, Government Code. The expiration of the designation does not affect an existing tax abatement agreement made in accordance with V.T.C.A., Tax Code, Section 312.201 through Section 312.209.

10. Designation of an area as an enterprise zone under the Texas Enterprise Zone Act, Chapter 2303, Subchapter C, Texas Government code, constitutes designation of the area as a reinvestment zone under Subchapter B of the Property Redevelopment and Tax Abatement Act without further hearing or other procedural requirements other than those

provided by the Texas Enterprise Zone Act, Chapter 2303 Subchapter C, Texas Government Code.

SECTION VI. Tax Abatement Agreement:

1. After the creation of a reinvestment zone as hereinabove authorized a Tax Abatement Agreement may be executed between the owner and any Affected Jurisdiction. A Tax Abatement Agreement shall:

    a) Establish and set forth the Base Year assessed value of the property for which tax abatement is sought.
    b) Provide that the taxes paid on the base year assessed value shall not be abated as a result of the execution of said Tax Abatement Agreement.

    c) Provide that ineligible property as subscribed in Section IV, Subsection 6, hereinabove shall be fully taxed.

    d) Provide for the exemption of Improvements in each year covered by the agreement only to the extent the value of such improvements for each such year exceeds the value for the year in which the agreement is executed.

    e) Fully describe and list the kind, number and location of all of the improvements to be made in or on the Real Property.

    f) Set forth the estimated value of all improvements to be made in or on the Real Property.

    g) Clearly provide that tax abatement shall be granted only to the extent:

        1. The Improvements to Real Property increase the value of the Real Property for the year in which the Tax Abatement Agreement is executed; and

        2. That the Tangible Personal Property improvements to Real Property were not located on the Real Property prior to the execution of the Tax Abatement Agreement.

    h) Provide for the portion of the value of the improvements to Real Property or improvements to be abated. This determination is to be made consistent with the provisions of Section IV, Subsection 6, of these guidelines and criteria as hereinabove set forth.

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i) Provide for the commencement date and the termination date. In no event shall said dates exceed a period of ten years.

j) Describe the type and proposed use of the improvements to Real Property or improvements including:

1. The type of facility.

2. Whether the improvements are for a new facility, modernization of a facility, or expansion of a facility.
3. The nature of the construction, proposed time table of completion, a map or drawings of the improvements above mentioned.

4. The amount of investment and the commitment for the creation of new jobs.

5. A list containing the kind, number and location of all proposed Improvements.

6. Any other information required by the Affected Jurisdiction.

k) Provide a legal description of the Real Property upon which improvements are to be made.

l) Provide access to and authorize inspection of the Real Property or improvements by employees of the Affected Jurisdiction, who have executed a Tax Abatement Agreement with owner to insure improvements are made according to the specifications and conditions of the Tax Abatement Agreement.

m) Provide for the limitation of the uses of the Real Property or improvements consistent with the general purpose of encouraging development or redevelopment of the zone during the period covered by the Tax Abatement Agreement.

n) Provide the contractual obligations in the event of default by owner, violation of the terms or conditions by owner, recapturing property tax revenue in the event owner defaults or otherwise fails to make improvements as provided in said Tax Abatement Agreement, and any other provision as may be required or authorized by State Law.

o) Contain each term agreed to by the owner of the property.

p) Require the owner of the property to certify annually to the governing body of each taxing unit that the owner is in compliance with each applicable term of the agreement.

q) Provide that the governing body of the municipality may cancel or modify the agreement if the property owner fails to comply with agreement.

2. Not later than the seventh day before a municipality or the County of Floyd (as required by V.T.C.A., Tax Code 312.2041 or Section 312.402) enters into an agreement for tax abatement under V.T.C.A., Tax Code, Section 312.204, the governing body of a municipality or a designated officer or employee thereof or the governing body of the County of Floyd or a designated officer or employee thereof shall deliver to the presiding officer of the governing body of each of the taxing units in which the property to be subject to the agreement is located, a written notice that the municipality or the County of Floyd as the case may be, intends to enter into the agreement. The notice must include a copy of the proposed Tax Abatement Agreement.

3. A notice, as above described in Subparagraph 2, is presumed delivered when placed in the mail, postage paid and properly addressed to the appropriate presiding officer. A notice properly addressed and sent by registered or certified mail for which a return receipt is received by the sender is considered to have been delivered to the addressee.

4. Failure to deliver the notice does not affect the validity of the agreement.

SECTION VII. Application:

1. Any present owner or lessee of taxable property located within an Affected Jurisdiction may apply for tax abatement by filing an application with the County of Floyd, when the Real Property or Tangible Personal Property for which abatement is sought is located within the County of Floyd but outside of the City limits of any City or with the appropriate City when the Real Property or Tangible Personal Property for which abatement is sought is located within the City limits of a municipality located wholly or partially within Floyd County.

2. The application shall consist of a completed application form accompanied by:

a) A general description of the improvements to be undertaken.

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b) **A descriptive list of the improvements for which tax abatement is requested.**

c) A list of the kind, number and location of all proposed improvements of the Real Property Facility or Existing Facility.

d) A map indicating the approximate location of improvements on the Real Property Facility or Existing Facility together with the location of any or all Existing Facilities located on the Real Property or Facility.

e) A list of any and all Tangible Personal Property presently existing on the Real Property or located in an existing facility.

f) A proposed time schedule for undertaking and completing the proposed improvements.

g) A general description stating whether the proposed improvements are in connection with:

1. the modernization of a facility (of any type herein defined); or,

2. construction of a new facility (of any type herein defined); or,

3. expansion of a facility (of any type herein defined); or,

4. any combination of the above.

h) A statement of the additional value to the Real Property or Facility as a result of the proposed improvements.

i) A statement of the assessed value of the Real Property, Facility or Existing Facility for the Base Year.

j) Information concerning the number of new jobs that will be created or information concerning the number of existing jobs to be retained as result of the improvements undertaken.

k) **Any other information which the Affected Jurisdiction, to which the application has been directed, deems appropriate for evaluating the financial capacity of the applicant and compatibility of the proposed improvements with these guidelines and criteria.**

l) Information that is provided to an Affected Jurisdiction in connection with an application or request for tax abatement and which describes the specific processes or business activity to be conducted or the equipment or other property to be located on the property for which tax abatement is sought is confidential and not subject to public disclosure until the Tax Abatement Agreement is executed. Information in the custody of an Affected Jurisdiction after the agreement is executed is not confidential. (V.T.C.A., Tax Code, Section 312.003)

m) The Affected Jurisdiction to which the application for tax abatement has been directed shall determine if the property described in said application is within a designated reinvestment zone. If the Affected Jurisdiction determines that the property described is not within a current reinvestment zone then they shall so notify the applicant and said applicant shall then be considered both as an application for the creation of a reinvestment zone and a request for tax abatement to be effective after the zone is created.

SECTION VIII. Recapture:

1. In the event that any type of facility, (as defined in Section II, Subparagraphs 5, 6, 7, 8, 10, 1, 12, 14, 18, 20) is completed and begins producing goods or services, but subsequently discontinues producing goods or services for any reason, excepting fire, explosion, other casualty accident, natural disaster or other event beyond the reasonable control of applicant or owner, including the inability to produce energy due to the lack of wind energy for a period of 180 consecutive days during the term of a tax abatement agreement, then in such even the Tax Abatement Agreement shall terminate and all abatement of taxes shall likewise terminate. Taxes abated during the calendar year in which termination takes place shall be payable to each Affected Jurisdiction by no later than January 31st of the following year. Taxes abated in years prior to the year of termination shall be payable to each Affected Jurisdiction within (60) days of the date of termination. The burden shall be upon the applicant or owner to prove to the satisfaction of the Affected Jurisdiction to which the application for tax abatement was directed that the discontinuance of producing goods or services was as a result of fire, explosion, other casualty accident, natural disaster or other event beyond the control of applicant or owner. In the event that applicant or owner meets this burden and the Affected Jurisdiction is satisfied that the discontinuance of the production of goods or services was the result of events beyond the control of the applicant or owner, then such applicant or owner shall have a period of one year, then the Tax Abatement Agreement shall terminate and the Abatement of all taxes shall likewise terminate. Taxes abated during the calendar year in which termination takes place shall be payable to each Affected Jurisdiction by no later

than January 31st of the following year. Taxes abated in years prior to the days of the date of termination shall be payable to each Affected Jurisdiction within sixty (60) days of the date of termination. The one year time period, hereinabove mentioned, shall commence upon written notification from the Affected Jurisdiction to the applicant or owner.

2. In the event that the applicant or owner has entered into a tax abatement agreement to make improvements to a facility of any type described in Section 1 above, but fails to undertake or complete such improvements, then in such event the Affected Jurisdiction to whom the application for tax abatement was directed shall give the applicant or owner sixty (60) days notice of such failure. The applicant or owner shall demonstrate to the satisfaction of the Affected Jurisdiction, above mentioned, that the applicant or owner has commenced to cure such failure within the sixty (60) days above mentioned. In the event that the applicant or owner fails to demonstrate that he is taking affirmative action to cure his failure, then in such event the Tax Abatement Agreement shall terminate and all abatement of taxes shall likewise terminate. Taxes abated during the calendar year in which termination takes place shall be payable to each Affected Jurisdiction by no later than January 31st of the following year. Taxes abated in years prior to the year of termination shall be payable to each Affected Jurisdiction within sixty (60) days of the date of termination.

3. In the event that the Affected Jurisdiction to which the application for tax abatement was directed determines that the applicant or owner is in default of any of the terms or conditions contained in the Tax Abatement Agreement, then in such event the Affected Jurisdiction, shall give the applicant or owner sixty (60) days written notice to cure such default. In the event such default is not cured to the satisfaction of the Affected Jurisdiction within the sixty (60) days notice period, then the Tax Abatement Agreement shall terminate and all abatement of taxes shall likewise terminate, however, where fulfillment of any obligation requires more than sixty (60) days, performance shall be commenced within sixty (60) days after receipt of the notice and such performance shall be diligently continued until the default is cured; provided, however, that if such default is not cured within one hundred and fifty (150) days from the date of such notice of default from the Affected Jurisdiction, the failure to cure such default shall constitute a default hereunder. Taxes abated during the calendar year in which termination takes place shall be payable to each Affected Jurisdiction by no later than January 31st of the following year.

4. In the event that the applicant or owner allows ad valorem taxes on property ineligible for tax abatement owed to any Affected Jurisdiction, to become delinquent and fails to timely and properly follow the legal procedures for their protest or contest, then in such event the Tax Abatement Agreement shall terminate and all abatement of taxes shall likewise terminate. Taxes abated during the calendar year in which termination, under this subparagraph, takes place shall be payable to each Affected Jurisdiction by no later than January 31st of the following year.

5. In the event that the applicant or owner, who has executed a tax abatement agreement with Affected Jurisdiction, relocates the business for which tax abatement has been granted, to a location outside of the designated reinvestment zone, then is such event, the Tax Abatement Agreement shall terminate after sixty (60) days written notice by the Affected Jurisdiction to the Owner/Applicant. Taxes abated during the calendar year in which termination, under this subparagraph takes place shall be payable to each Affected Jurisdiction by no later than January 31st of the following year. Taxes abated in years prior to the year of termination shall be payable to each Affected Jurisdiction within sixty (60) days of the date of termination.

6. The date of termination as that term is used in this Subsection VIII shall, in every instance, be the 60th day or the 150th day, if applicable, as described in Section VIII(3) after the day the Affected Jurisdiction sends notice of default, in the mail to the address shown in the Tax Abatement Agreement to the Applicant or Owner. Should the default be cured by the owner or Applicant within the sixty (60) day notice period, the Owner/Applicant shall be responsible for so advising the Affected Jurisdiction and obtaining a release from the notice of default from the Affected Jurisdiction, failing in which, the abatement remains terminated and the abated taxes must be paid.

7. In every case of termination set forth in Subparagraphs 1, 2, 3, 4 and 5 above, the Affected Jurisdiction to which the application for tax abatement was directed shall determine whether default has occurred by Owner (Applicant) in the terms and conditions of the Tax Abatement Agreement and shall so notify all other Affected Jurisdictions.

SECTION IX. **Miscellaneous:**

1. Any notice required to be given by these criteria or guidelines shall be given in the following manner:

   a) To the owner or applicant: written notice shall be sent to the address appearing on the Tax Abatement Agreement.

   b) To an Affected Jurisdiction: written notice shall be sent to the address appearing on the Tax Abatement Agreement.

2. The Chief Appraiser of the Floyd County Central Appraisal District shall annually assess the Real and Personal Property comprising the reinvestment zone. Each year, the applicant or owner receiving tax abatement shall furnish the Chief Appraiser with such information as may be necessary for the abatement. Once value has been established, the Chief Appraiser shall notify the Affected Jurisdictions which levy taxes of the amount of assessment.

3. Upon the completion of improvements made to any type of Facility as set forth in Section VIII, Subparagraph 1 of these criteria and guidelines a designated employee or employees of any Affected Jurisdiction having executed a tax abatement agreement with applicant or owner shall have access to the Facility to insure compliance with the Tax Abatement Agreement.

4. A tax abatement agreement may be assigned, in whole or in part, to a new owner but only after written consent has been obtained from all Affected Jurisdictions which have executed an agreement with the applicant or owner, however, assignment may be made with or without the consent in the context of financing the facility or in the case of a transfer to an entity that has equal or greater financial strength than the Owner.

5. These guidelines and criteria are effective upon the date of their adoption by an Affected Jurisdiction and shall remain in force for two years. At the end of the two year period these guidelines and criteria may be readopted, modified, amended or rewritten as the conditions may warrant.

6. Each Affected Jurisdiction shall determine whether or not said Affected Jurisdiction elects by resolution to become eligible to participate in tax abatement, then such Affected Jurisdiction shall adopt these guidelines and criteria by separate resolution forwarding a copy of both resolutions to all other Affected Jurisdictions.

7. In the event of a conflict between these guidelines and criteria and V.T.C.A., Tax Code, Chapter 312, then in such event the Tax Code shall prevail and these guidelines and criteria interpreted accordingly.

8. The guidelines and criteria once adopted by an Affected Jurisdiction may be amended or repealed by a vote of three-fourths of the members of the governing body of an Affected Jurisdiction during the two year term in which these guidelines and criteria are effective.

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SECTION X. Road Maintenance :

1. **During construction of the Improvements, Owner agrees to use commercially reasonable efforts to minimize the disruption to County roads by Owner or its agents during the construction period.**

2. **After construction, Owner will leave such County roads in a state of equal or better condition than they were prior to construction, excepting normal wear and tear.**