

CITY OF PFLUGERVILLE

SECOND AMENDMENT TO THE AMENDED AND RESTATED NON-ANNEXATION
DEVELOPMENT AGREEMENT

STATE OF TEXAS §

COUNTY OF TRAVIS §

This SECOND AMENDMENT TO THE AMENDED AND RESTATED NON-ANNEXATION DEVELOPMENT AGREEMENT (“Amendment”), amends that certain CITY OF PFLUGERVILLE AMENDED AND RESTATED NON-ANNEXATION DEVELOPMENT AGREEMENT (“Agreement”) dated and effective November 21, 2017 by and between the **CITY OF PFLUGERVILLE, TEXAS**, a home rule municipality located in Travis County, Texas (“City”) and **EAST BLACKLAND SOLAR PROJECT 1 LLC**, a Delaware limited liability company (“Landowner”), which Agreement was previously amended by First Amendment recorded on February 22, 2019 in the Official Public Records of Travis County, Texas under Instrument No. 2019024578, and by Joinder to City of Pflugerville Amended and Restated Non-Annexation Development Agreement recorded on May 13, 2019 in the Official Public Records of Travis County, Texas under Instrument No. 2019068333. City and Landowner may each be referred to individually as a “Party”, and collectively, as “Parties”. Capitalized terms not defined herein shall have the meaning given to them in the Agreement.

WHEREAS, the Parties find it necessary and beneficial to amend the original Agreement through this Amendment to extend the Project’s final completion date to December 31, 2021, to replace **Exhibits B-1** and **B-2** to the Agreement with a revised project layout and description of the potential annexation site, and to add **Exhibit B-3** depicting the location where the Lower Colorado River Authority’s (LCRA) substation will be located, among other changes more fully discussed herein; and

WHEREAS, The Parties agree that this Amendment, along with the original Agreement will be recorded in the Official Public Records of Travis County, Texas, and shall run with the Property described therein, as provided by law; and

WHEREAS, the City of Pflugerville City Council has authorized and approved this Amendment at a regularly scheduled council meeting subject to the Open Meetings Act in compliance with the laws of the State of Texas and the ordinances and Charter of the City of Pflugerville on _____, as evidenced by the adoption of Resolution No. _____.

NOW, THEREFORE, for and in consideration of the mutual promises and covenants contained or referred to herein, the receipt and sufficiency of which is hereby acknowledged by the City and the Landowner, the Parties hereto agree as follows:

1. **Findings.** The foregoing recitals are found to be true and correct and are hereby adopted by the Parties and incorporated herein as part of this Amendment for all purposes.

2. Amendment.

- a) **Exhibits B-1** and **B-2** of the original Agreement are hereby amended and substituted in their entirety with revised **Exhibits B-1** and **B-2**, which are attached hereto and incorporated herein for all purposes.
- b) **Exhibit B-3** which shows the land where the LCRA's substation will be located is attached hereto and incorporated herein for all purposes.
- c) The date specified in **Exhibit B** to the Agreement for Final Project Completion is hereby changed to December 31, 2021.
- d) Section 8(b) of the Agreement is hereby deleted and replaced with the following:

“Within 60 days after Final Project Completion, Landowner shall convey a single one (1) acre site, as described and depicted on **Exhibit B-2**, to the City, for the purpose of enabling the City to achieve its extraterritorial jurisdiction expansion goals. Landowner acknowledges that this Agreement constitutes and satisfies the requirements of Subchapter C-3 of the Texas Local Government Code, effective December 1, 2018, including without limitation, the requirement for a written agreement under that Subchapter, if applicable. The one (1) acre site out of the Property described herein shall be maintained by Landowner throughout the term of the Agreement. The maintenance by Landowner required herein shall be limited to the cutting of grass growing on the one (1) acre site.”

3. Decommissioning. When operation of the solar electricity generation facility constructed on the Property ends, Landowner shall be responsible for decommissioning the facility and restoration of the Property. Within one (1) year after Final Project Completion, Landowner shall develop a decommissioning and restoration plan (the “Initial Plan”) and submit the Initial Plan to the City for the City’s approval, which approval shall not be unreasonably withheld, conditioned or delayed. Ninety (90) days prior to decommissioning the solar electricity generation facility, Landowner will submit a final decommissioning and restoration plan (the “Final Plan”) to the City for its approval, which approval shall not be unreasonably withheld, conditioned or delayed. The Final Plan shall be consistent with the Initial Plan approved by the City. In lieu of the thirty (30)-day request set forth in Section 8(b) of the Agreement, Landowner shall submit a petition for voluntary annexation concurrently with submitting the Final Plan to the City.

4. Savings. Except as amended herein, the original Agreement shall remain unchanged and in full force and effect between the Parties.

5. Counterparts. To facilitate execution, this Amendment may be executed in any number of counterparts as may be convenient or necessary, and it shall not be necessary that the signatures of all Parties hereto be contained on any one counterpart herein. A facsimile transmission shall be deemed to be an original signature.

6. Covenant/Recording. This Amendment shall be recorded in the Official Public Records of Travis County, Texas and shall inure to the benefit and obligations of the Parties, their respective heirs, successors and assigns, as a covenant running with the Property.

(Signature pages follow)

EXECUTED by and between the Parties hereto to be effective as of _____,
2020 (the "Effective Date").

CITY:

CITY OF PFLUGERVILLE, a home rule
municipality in Travis County, Texas

By: _____ Date: _____
Sereniah Breland, City Manager

ATTEST:

By: _____
KAREN THOMPSON, City Secretary

LANDOWNER:

EAST BLACKLAND SOLAR PROJECT 1 LLC,
a Delaware limited liability company

By: _____ Date: _____
_____, _____

STATE OF TEXAS

COUNTY OF TRAVIS

This instrument was acknowledged before me on _____, 2020 by Sereniah Breland, City Manager of the City of Pflugerville, on behalf of the City of Pflugerville.

Notary Public's Signature

My Commission Expires: _____

A notary public or other officer completing this certificate verifies only the identity of the individual who signed the document to which this certificate is attached, and not the truthfulness, accuracy, or validity of that document.

STATE OF _____)

) §

County of _____)

On _____, before me, _____
a Notary Public, personally appeared _____ who proved to me on the basis of satisfactory evidence to be the person(s) whose name(s) is/are subscribed to the within instrument and acknowledged to me that he/she/they executed the same in his/her/their authorized capacity(ies), and that by his/her/their signature(s) on the instrument the person(s), or the entity upon behalf of which the person(s) acted, executed the instrument.

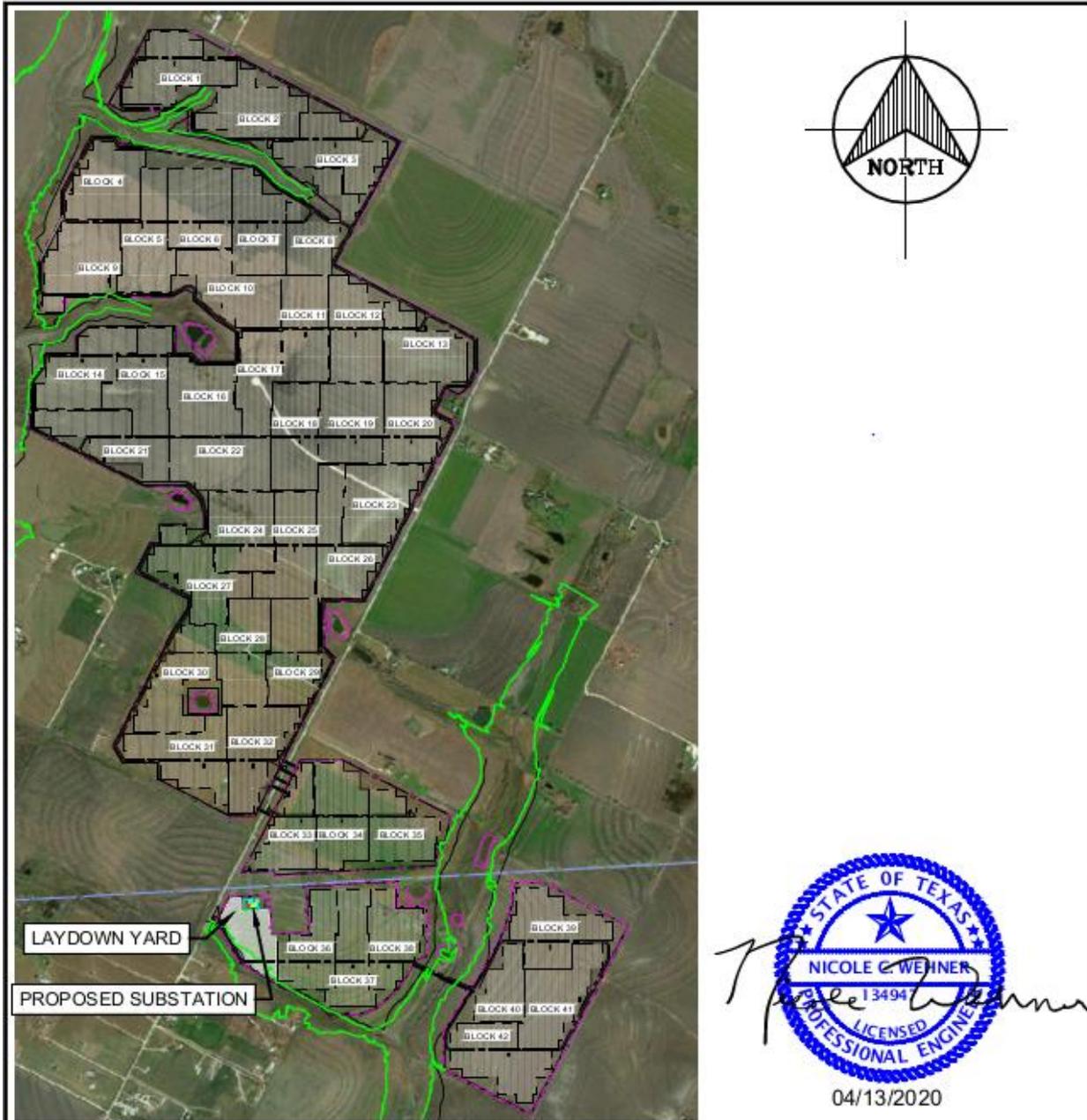
I certify under PENALTY OF PERJURY under the laws of the State of _____ that the foregoing paragraph is true and correct

WITNESS my hand and official seal.

(Affix seal here)

Signature of Notary

Exhibit B-1

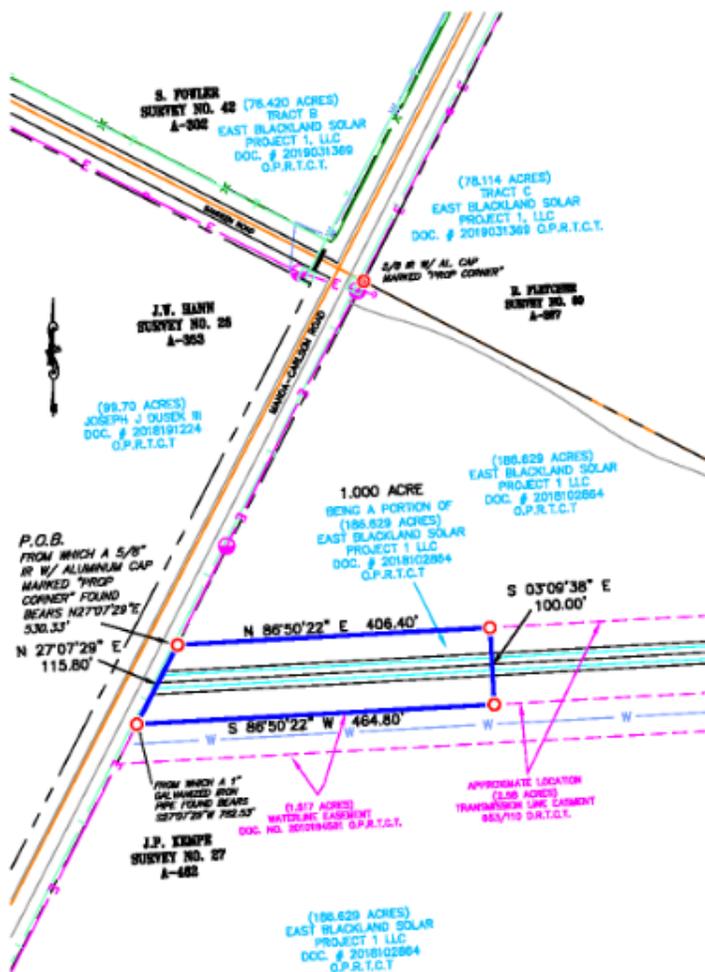


			APPROVED BY: NCW
			CHECKED BY: YRG
0	04/13/2020	CHANGED SHEET TO A SIZE	DESIGNED BY: RRC
REV	DATE	ISSUE DESCRIPTION	DRAWN BY: SMR
 <p>RRC RRC POWER & ENERGY, LLC 7591 SW MOHAWK ST, TUALATIN, OR 97062 PHONE: (503) 342-4004 www.RRCcompanies.com</p>		<p>EAST BLACKLAND SOLAR PROJECT A SIZE SITE PLAN</p>	PROJECT NUMBER: MD1904016
			ORINATION DATE: 04/13/2020
			DRAWING No. REVISION
			EBSP-E-101-02 0
		CADFILE:	SCALE: 1/128"=1'-0"

Exhibit B-2

Potential Petitioned Annexation Site
[attached]

EXHIBIT A



NOTE:
 1. BEARINGS, DISTANCES AND ACREAGE SHOWN HEREON ARE NAD83(2011-HARN), LAMBERT GRID COORDINATES AND CONFORM TO STATE PLANE, "TEXAS CENTRAL ZONE", UTILIZING USGS CORS/DPUS SYSTEM, COMBINED SCALE FACTOR AT CENTRAL LOCATED CONTROL MONUMENT, "NORTH", 0.99990606.
 2. THIS SURVEY WAS PREPARED WITHOUT THE BENEFIT OF A CURRENT TITLE REPORT. THERE MAY BE EASEMENTS AND/OR COVENANTS AFFECTING THIS PROPERTY, NOT SHOWN HEREON.

LEGEND	
	BOUNDARY
	OVERHEAD ELEC. LINE
	TRAIL ROAD
	FENCE
	APPROXIMATE SURVEY LINE
	ADJOWER LINE
	EDGE ASPHALT
	5/8" IRON ROD FOUND
	1/2" IRON ROD SET
	EASEMENT
	SHIELD WIRE
	OVERHEAD TRANSMISSION LINE
	BURIED WATER LINE
	OVERHEAD DISTRIBUTION LINE
	BURIED COMMUNICATION LINE

R.P.R.T.C.T. REAL PROPERTY RECORDS OF TRAVIS COUNTY TEXAS
 D.R.T.C.T. DEED RECORDS OF TRAVIS COUNTY TEXAS
 O.P.R.T.C.T. OFFICIAL PUBLIC RECORDS OF TRAVIS COUNTY TEXAS

John F. Watson & Company
 LAND & DEVELOPMENT SERVICES
 PROFESSIONAL LAND SURVEYORS

200 N. Leonia, Suite 220
 Midland, Texas 79701
 www.windearthwater.com
 TX FIRM REGISTRATION NO. 101173-00

cell (432) 520-2400
 fax (432) 520-2404



REFERENCE CITY OF PFLUGERVILLE
 LEGAL DESCRIPTION: BEING 1,000 ACRE OF LAND OUT OF THE J.P. KEMPE
 SURVEY NO. 27, A-462 IN TRAVIS COUNTY, TEXAS.

FIELD BOOK -
 JOB NO.: 17-0254c DRAFT PJS REV.1

DATE 11-6-19
 PAGE 1 OF 2

EXHIBIT A

LEGAL DESCRIPTION: BEING 1.000 ACRE OF LAND LYING IN AND BEING SITUATED OUT OF THE J.P. KEMPE SURVEY NO. 27, ABSTRACT NO. 462 AND BEING A OUT OF THAT SAME 186.629 ACRE TRACT CONVEYED TO EAST BLACKLAND SOLAR PROJECT 1 LLC BY DEED RECORDED IN DOCUMENT NO. 2018102864 OF THE OFFICIAL PUBLIC RECORDS OF TRAVIS COUNTY, TEXAS; SAID 1.000 ACRE OF LAND BEING MORE PARTICULARLY DESCRIBED AS FOLLOWS AND AS SURVEYED UNDER THE SUPERVISION OF JOHN F. WATSON & COMPANY IN NOVEMBER, 2019:

BEGINNING a 1/2 inch iron rod set in the southeasterly right of way of Manda-Carlson Road and the northwesterly line of said 186.629 acre tract and the north line of that same 2.58 acre transmission line easement described in Volume 653, Page 110 of the Deed Records of Travis County, Texas for the northwest corner hereof and from which a 5/8 inch iron rod found with aluminum cap marked "PROP CORNER" found for the west corner of that same 78.114 acre tract conveyed to East Blackland Solar Project 1 LLC by deed recorded in Document No. 2019031369 of said Official Public Records and the north corner of said 186.629 acre tract bears North 27°07'29" East a distance of 530.33 feet;

THENCE crossing said 186.629 acre tract the following 3 courses:

1. North 86°50'22" East a distance of 406.40 feet along said north line to a 1/2 inch iron rod set for the northeast corner hereof;
2. South 03°09'38" East a distance of 100.00 feet crossing said 2.58 acre easement to a 1/2 inch iron rod set in the south line of said 2.58 acre easement for the southeast corner hereof;
3. South 86°50'22" West a distance of 464.80 feet along said south line to a 1/2 inch iron rod set in said southeasterly right of way and said northwesterly line for the southwest corner hereof and from which a 1 inch galvanized iron pipe found for a common corner of that same 129.922 acre tract conveyed to Andres & Christina Reyes by deed recorded in Document No. 2006033979 of said Official Records and said 186.629 acre tract bears South 27°07'29" West a distance of 782.53 feet;

THENCE North 27°07'29" East a distance of 115.80 feet along said southeasterly right of way and said northwesterly line to the POINT OF BEGINNING and containing 1.000 acre of land, more or less.

I, THE UNDERSIGNED, DO HEREBY CERTIFY THAT THE SURVEY INFORMATION FOUND ON THIS PLAT WAS DERIVED FROM ACTUAL FIELD NOTES OF ON-THE-GROUND SURVEYS MADE BY ME OR UNDER MY SUPERVISION AND IS TRUE AND CORRECT TO THE BEST OF MY KNOWLEDGE AND BELIEF AT THE TIME OF THIS SURVEY. NO WARRANTY IS MADE OR INTENDED FOR THE LOCATION OF ANY OR ALL EASEMENTS THAT MAY EXIST WITHIN THE BOUNDS OF THIS SURVEY.

Phillip Sublett
 REGISTERED PROFESSIONAL LAND SURVEYOR
 NOVEMBER 6, 2019



NOTE:
 1. BEARINGS, DISTANCES AND ACRESAGE SHOWN HEREON ARE NAD83(2011-HARN), LAMBERT GRID COORDINATES AND CONFORM TO STATE PLANE, TEXAS CENTRAL ZONE, UTILIZING USGS CORS/ADPUS SYSTEM COMBINED SCALE FACTOR AT CENTRAL LOCAL CONTROL MONUMENT, "NORTH", 0.9999606.
 2. THIS SURVEY WAS PREPARED WITHOUT THE BENEFIT OF A CURRENT TITLE REPORT. THERE MAY BE EASEMENTS AND/OR COVENANTS AFFECTING THIS PROPERTY, NOT SHOWN HEREON.

LEGEND	EASEMENT
BOUNDARY	SHIELD WIRE
OVERHEAD ELEC. LINE	OVERHEAD TRANSMISSION LINE
TRAIL ROAD	BURIED WATER LINE
FENCE	OVERHEAD DISTRIBUTION LINE
APPROXIMATE SURVEY LINE	BURIED COMMUNICATION LINE
ADJOURNER LINE	
EDGE ASPHALT	
5/8" IRON ROD FOUND	R.P.R.T.C.T. REAL PROPERTY RECORDS OF TRAVIS COUNTY TEXAS
1/2" IRON ROD SET	D.R.T.C.T. DEED RECORDS OF TRAVIS COUNTY TEXAS
	O.P.R.T.C.T. OFFICIAL PUBLIC RECORDS OF TRAVIS COUNTY TEXAS

John F. Watson & Company

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200 N. Lomax, Suite 220
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 TX FIRM REGISTRATION NO. 101171-00

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 fax (432) 520-2404



REFERENCE CITY OF PFLUGERVILLE

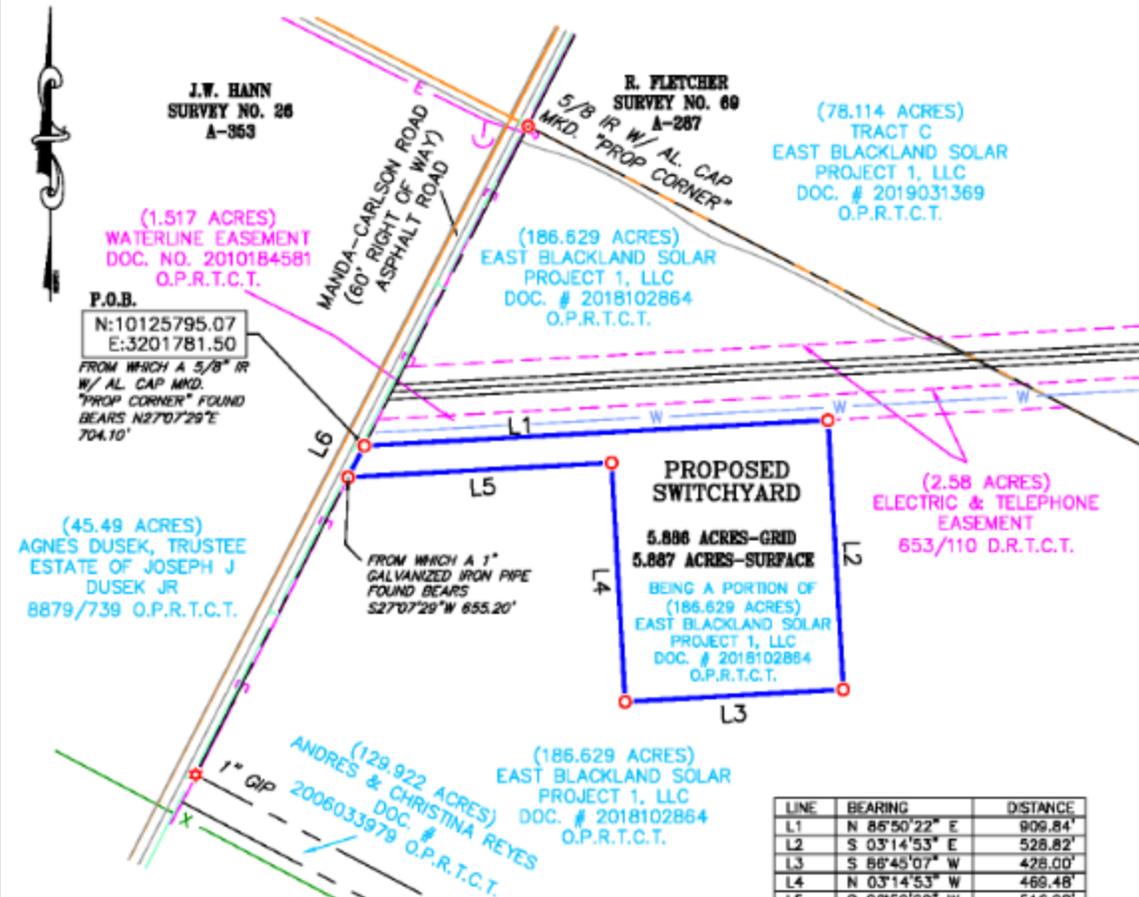
LEGAL DESCRIPTION: BEING 1.000 ACRE OF LAND OUT OF THE J.P. KEMPE SURVEY NO. 27, A-462 IN TRAVIS COUNTY, TEXAS.

FIELD BOOK -
 JOB NO.: 17-0254c DRAFT PJS REV.1

DATE 11-6-19
 PAGE 2 OF 2

Exhibit B-3
Proposed Substation
[attached]

TRAVIS COUNTY, TEXAS
J.P. KEMPE SURVEY NO. 27, ABSTRACT NO. 462



P.O.B.
 N:10125795.07
 E:3201781.50
 FROM WHICH A 5/8" IR
 W/ AL. CAP MKD.
 "PROP CORNER" FOUND
 BEARS N27°07'29"E
 704.10'

(45.49 ACRES)
 AGNES DUSEK, TRUSTEE
 ESTATE OF JOSEPH J
 DUSEK JR
 8879/739 O.P.R.T.C.T.

(186.629 ACRES)
 EAST BLACKLAND SOLAR
 PROJECT 1, LLC
 DOC. # 2018102864
 O.P.R.T.C.T.

(78.114 ACRES)
 TRACT C
 EAST BLACKLAND SOLAR
 PROJECT 1, LLC
 DOC. # 2019031369
 O.P.R.T.C.T.

(2.58 ACRES)
 ELECTRIC & TELEPHONE
 EASEMENT
 653/110 D.R.T.C.T.

PROPOSED SWITCHYARD
 5.886 ACRES-GRID
 5.887 ACRES-SURFACE
 BEING A PORTION OF
 (186.629 ACRES)
 EAST BLACKLAND SOLAR
 PROJECT 1, LLC
 DOC. # 2018102864
 O.P.R.T.C.T.

FROM WHICH A 1"
 GALVANIZED IRON PIPE
 FOUND BEARS
 S27°07'29"W 655.20'

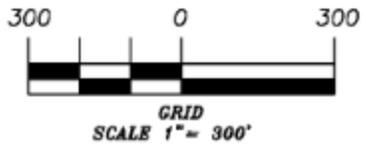
(129.922 ACRES)
 ANDRES & CHRISTINA REYES
 DOC. # 2006033979
 O.P.R.T.C.T.

(186.629 ACRES)
 EAST BLACKLAND SOLAR
 PROJECT 1, LLC
 DOC. # 2018102864
 O.P.R.T.C.T.

LINE	BEARING	DISTANCE
L1	N 86°50'22" E	909.84'
L2	S 03°14'53" E	528.82'
L3	S 86°45'07" W	428.00'
L4	N 03°14'53" W	469.48'
L5	S 86°50'22" W	516.98'
L6	N 27°07'29" E	69.49'

NOTE:
 BEARINGS, DISTANCES AND ACREAGE SHOWN
 HEREON ARE SURFACE-NAD83(2011)HARN,
 LAMBERT GRID AND CONFORM TO THE TEXAS
 COORDINATE SYSTEM, "TEXAS CENTRAL ZONE",
 US FEET, UTILIZING USGS CORN/OPUS.
 COMBINED SCALE FACTOR = 0.99981266.
 COORDINATES SHOWN HEREON ARE GRID.

**J.P. KEMPE
 SURVEY NO. 27
 A-462**



- LEGEND**
- 5/8 IR W/ AL. CAP MKD. "PROP CORNER"
 - 1" GALVANIZED IRON PIPE FOUND
 - BURIED TELEPHONE/FIBER OPTIC LINE
 - OVERHEAD ELECTRIC LINE
 - BURIED WATER LINE
 - WIRE FENCE
 - TRACT/ADJACENT LINE
 - OVERHEAD TRANSMISSION LINE
 - BOUNDARY LINE
 - IRON RODS SET ARE 1/2 INCH REBAR WITH BLUE PLASTIC CAPS MARKED "JFW FIRM# 10117300".
- P.O.B. POINT OF BEGINNING
 D.R.T.C.T. DEED RECORDS OF TRAVIS COUNTY, TEXAS
 O.P.R.T.C.T. OFFICIAL PUBLIC RECORDS OF TRAVIS COUNTY, TEXAS

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 www.watsonwatson.com
 o/E (432) 520-2400
 fax (432) 520-2404
 TX L.S. FIRM #10117300



Lower Colorado River Authority

PROPOSED AUSTIN SWITCHYARD
 SURVEY OF 5.887 ACRES OF LAND
 OUT OF THE J.P. KEMPE SURVEY NO. 27,
 ABSTRACT NO. 462, TRAVIS COUNTY, TEXAS.

FIELD BOOK: JFW-LR	JOB NO: 17-0254B
SEE ATTACHED METES AND BOUNDS DESCRIPTION	
JFWCo FILE: JFWCO-LCRA SWITCHYARD.DWG	
DRAWN BY: JFW	TITLE: --
SCALE: 1" = 300'	7-19-19
	PAGE 1 OF 2

TRAVIS COUNTY, TEXAS
J.P. KEMPE SURVEY NO. 27, ABSTRACT NO. 462

TITLE COMPANY
FILE NO. 3033392NCT-2('LCRA')
EFFECTIVE DATE: May 6, 2019
ISSUED DATE: August 6, 2019
SCHEDULE B ITEMS: DOCUMENT NO. 2019024578 O.P.R.T.C.T., DOCUMENT NO. 2018115140 O.P.R.T.C.T., 512/563 D.R.T.C.T.

SWITCHYARD 5.887 ACRES

LEGAL DESCRIPTION: BEING 5.887 ACRES OF LAND LYING IN AND BEING SITUATED OUT OF THE J.P. KEMPE SURVEY NO. 27, ABSTRACT NO. 462 AND BEING A PORTION OF THAT SAME 186.629 ACRE TRACT CONVEYED TO EAST BLACKLAND SOLAR PROJECT 1 LLC BY DEED RECORDED IN DOCUMENT NO. 2018102864 OF OFFICIAL PUBLIC RECORDS TRAVIS COUNTY, TEXAS; SAID 5.887 ACRES OF LAND BEING MORE PARTICULARLY DESCRIBED AS FOLLOWS AND AS SURVEYED UNDER THE SUPERVISION OF JOHN F. WATSON & COMPANY IN JULY, 2019:

BEGINNING at a 1/2 inch iron rod set at the intersection of the south line of that same 1.517 acre water line easement recorded in Document No. 2010184581 of said Official Public Records and the east line of Manda-Carlson Road and the west line of said 186.629 acre tract for the northwest corner hereof and from which a 5/8 inch iron rod found with aluminum cap marked "PROP CORNER" found for the west corner of that same 78.114 acre tract conveyed to East Blackland Solar Project 1 LLC by deed recorded in Document No. 2019031369 of said Official Public Records and said 186.629 acre tract bears North 27°07'29" East a distance of 704.10 feet;

THENCE North 86°50'22" East a distance of 909.84 feet along the south line of said 1.517 acre easement to a 1/2 inch iron rod set for the northeast corner hereof;

THENCE crossing said 186.629 acre tract the following 4 courses:

1. South 03°14'53" East a distance of 528.82 feet to a 1/2 inch iron rod set for the southeast corner hereof;
2. South 86°45'07" West a distance of 428.00 feet to a 1/2 inch iron rod set for the southerly southwest corner hereof;
3. North 03°14'53" West a distance of 469.48 feet to a 1/2 inch iron rod set for a corner hereof;
4. South 86°50'22" West a distance of 516.98 feet to a 1/2 inch iron rod set in the east line of said Manda-Carlson Road for the northerly southwest corner hereof and from which a 1 inch galvanized iron pipe found for a common corner of that same 129.922 acre tract conveyed to Andres & Christina Reyes by deed recorded in Document No. 2006033979 of said Official Records and said 186.629 acre tract bears South 27°07'29" West a distance of 655.20 feet;

THENCE North 27°07'29" East a distance of 69.49 feet along the east line of said Manda-Carlson Road to the POINT OF BEGINNING and containing 5.887 acres of land, more or less.

Note: Bearings, distances, and acreage shown hereon are SURFACE, NAD83(2011-HARN), Texas Central Zone and are based on NGS CORS/OPUS solutions with a combined scale factor of 0.99991266. Coordinates shown hereon are GRID. Iron rods set are 1/2 inch by 24 inch steel rebar with blue plastic caps marked "JFW FIRM# 101173-00".

I hereby certify that the foregoing description and plat attached hereto is a representation of a survey completed on the ground under my supervision and is true and correct to the best of my knowledge and belief.

Phillip Sublett

PHILLIP J. SUBLETT, RPLS
Registered Professional Land Surveyor No. 6455
State of Texas

John F. Watson & Company

LAND & DEVELOPMENT SERVICES
PROFESSIONAL LAND SURVEYORS
 200 N. Lorena, Ste. 210
 Midland, Texas 79701
 www.watsonfirm.com
 off. (432) 520-2400
 fax. (432) 520-2404
 TXLS FIRM #10117300



July 19, 2019

Lower Colorado River Authority

PROPOSED AUSTIN SWITCHYARD
SURVEY OF 5.887 ACRES OF LAND
OUT OF THE J.P. KEMPE SURVEY NO. 27,
ABSTRACT NO. 462, TRAVIS COUNTY, TEXAS.

FIELD BOOK: JFW-LR	JOB NO: 17-0254B
SEE ATTACHED SURVEY PLAT EXHIBIT	
JFWCo FILE: JFWCO-LCRA SWITCHYARD.DWG	
DRAWN BY: PJS	TITLE: -
SCALE: 1" = 300'	7-19-19 PAGE 2 OF 2