

ORDER GRANTING PETITION FOR CREATION OF A PUBLIC IMPROVEMENT DISTRICT TO BE NAMED NORTHLAKE SPECIAL IMPROVEMENT DISTRICT, FOR APPOINTMENT OF DIRECTORS, AND IMPOSITION OF AD VALOREM AND SALES AND USE TAXES, EACH TAX AT A SPECIFIED RATE, WITHIN THE BOUNDARIES OF THE DISTRICT, AND FOR AUTHORITY TO ENTER INTO ECONOMIC DEVELOPMENT AGREEMENTS, GRANTS AND LOANS

WHEREAS, on the 25 day of October, 2022, Bexar County Commissioners Court ("Commissioners Court") met in regular session, open to the public, at the Bexar County Courthouse at 100 Dolorosa Street, Suite 2.01, San Antonio, Texas, 78205 to consider adoption of the Order set out below, whereupon roll was called of the members of the Commissioners Court, to wit:

| | |
|--------------------|--------------------------|
| Nelson W. Wolff | County Judge |
| Rebeca Clay-Flores | Commissioner, Precinct 1 |
| Justin Rodriguez | Commissioner, Precinct 2 |
| Marialyn Barnard | Commissioner, Precinct 3 |
| Tommy Calvert | Commissioner, Precinct 4 |

All Commissioners were present, except _____; and

WHEREAS, among other business conducted by the Commissioners Court, Commissioner Calvert introduced the Order set out below and moved its adoption, which was seconded by Commissioner Clay-Flores, and after a full discussion and the question being before the Court, said motion carried by the following vote:

AYE 5 / NO 0

IT IS THEREFORE ORDERED, ADJUDGED, AND DECREED BY THE COMMISSIONERS COURT OF BEXAR COUNTY, TEXAS, THAT THE ORDER SHALL BE ADOPTED AS FOLLOWS:

On March 30, 2022, a petition (the "Petition") attached hereto as Exhibit B was filed with the Bexar County Clerk for the Creation of a Public Improvement District to be named Northlake Special Improvement District (the "District"), appointment of directors, and for imposition of an ad valorem tax and a sales and use tax at a specified rate, within the boundaries of the District, for the authority to enter into economic development agreements, grants and loans, signed by the owners of taxable real property representing more than 50 percent (50%) of the appraised value of taxable real property within the boundaries of the District, praying for the Commissioners Court to grant the Petition.

On September 6, 2022, Commissioners Court reviewed the Petition and entered the Resolution Of Bexar County Commissioners Court Expressing Its Intent, Subject To The Conditions Specified Herein, To Consider The Future Creation Of A Public Improvement District To Be Named The Northlake Special Improvement District And To Include Certain Property In Said District attached as Exhibit "C".

On this date, the Commissioners Court conducted a public hearing to consider the Petition and heard the evidence, both oral and documentary, of all persons who appeared and offered evidence with reference thereto, and find the following:

1. On September 6, 2022, the Petition, duly signed, praying for the creation of the District, to be operated under Chapter 382, of the Texas Local Government Code (the “Code”), appointment of directors and imposition of ad valorem and sales and use taxes, each tax at a specified rate, within the boundaries of the District; and for authorization to use such tax revenues to fund the District's economic development program through issuance of economic development agreements, grants and loans, and planned improvements instead of assessments was considered by the Commissioners Court. Said Petition fully met the requirements of law relating thereto and upon due consideration of said Petition, the same was set down upon the agenda for consideration by this Court on this date. Court proceedings began at 9:00 a.m. at the Bexar County Courthouse, San Antonio, Bexar County (the “County”), Texas and public notice of the hearing was given in accordance with the requirements of the Code.
2. This Commissioners Court is authorized to (a) consider the Petition; (b) enter an Order creating the District, designating that its operation shall be pursuant to the provisions of Chapter 382 of the Code; (c) appoint its board of directors; and, (d) authorize the board of directors of the District to impose an ad valorem tax and a sales and use tax within the District, each at a specified rate to be used to fund the District's planned improvements and any economic development program (including to the extent authorized by Article III Section 52 of the Texas Constitution, road improvement projects) to induce and incentivize economic development projects through the use of economic development agreements, grants and loans. Upon creation, the District will become endowed with the powers granted by Article XVI, Section 59, Article III, Section 52, and Article III, Section 52a of the Constitution of the State of Texas; Chapters 382, 381 and 380 of the Code. The powers granted by Article III, Section 52 cannot be exercised by the District until the City of San Antonio, Texas (the “City”) consents by resolution for the District to exercise these powers.
3. The proposed District lies outside the full purpose city limits of any incorporated area and within Bexar County. The area proposed to be included within the District lies entirely within the extra territorial jurisdiction of the City. At the present time, there are fewer than 1,000 inhabitants residing in the proposed District.
4. The Commissioners Court for its authority to undertake action herein, relies upon the law as specifically found in Chapter 382 of the Code, wherein it is provided that a commissioners court of certain counties with a population of more than 1.5 million may create a public improvement district, and authorize such a district to take such actions as are authorized under Chapters 382, 381 and 380 of the Code, including imposition of ad valorem and sales and use taxes, at rates specified by such county, within the boundaries of the public improvement district (collectively the "Laws") if such taxes are approved by the qualified voters in the District at an election called for that purpose.

5. The Commissioners Court relies upon the authority granted in Chapter 271 of the Texas Election Code authorizing political subdivisions, such as the District, to conduct a joint election, and the request of the Petitioner that the County agree to conduct a joint election with the District upon its creation in order to facilitate the orderly conduct of the election required to approve the ad valorem tax and a sales and use tax authorized by this Order.
6. The Commissioners Court recognizes the prayer in the Petition that the District be created and authorized under Chapter 382 of the Code, and that the District impose taxes in lieu of assessments, and finds that the District is not required to submit a feasibility report or assessment plan pursuant to the requirements of such statute.
7. After full consideration by the Commissioners Court, including presentation of testimony and evidence at a public hearing as required by Chapter 382 of the Code, the Commissioners Court affirmatively finds that:
 - (a) the Petition conforms to the requirements of the Laws and that creation of the District under Chapter 382 of the Code;
 - (b) appointment of directors, and imposition of an ad valorem tax and a sales and use tax at a rate specified in this Order is beneficial and advisable to the County and in the County's best interest in order to fund public improvements and economic development programs and induce and incentivize economic development projects through the use of economic development agreements, grants and loans proposed for the District in lieu of assessments, through the issuance of bonds or other financing methods; and
 - (c) creation of the District will provide for the improvement and construction of transportation infrastructure, creation of single-family housing as well as stimulate business and commercial activity and lead to job creation, and would serve the public purpose of economic development and, specifically, providing new jobs, expanding commercial development, construction of residential housing and improvement of roadways.

IT IS THEREFORE ORDERED, ADJUDGED, AND DECREED BY THE COMMISSIONERS COURT OF BEXAR COUNTY, TEXAS, THAT:

Section 1. The Petition for creation of a public improvement district is in all respects granted, and a public improvement district is hereby created. The District shall be known as the "Northlake Special Improvement District," to be authorized by and to operate pursuant to the provisions of Chapter 382 of the Code; directors are hereby appointed and are named in this Order; and, subject to the approval of the qualified voters in the District, an ad valorem tax and a sales and use tax is hereby authorized to be imposed within the boundaries of the District, at the rate set forth in this Order, as prayed for in the Petition to fund the District's planned public improvements and economic development grants, by the issuance of bonds or other methods. Assessments may not be levied or imposed by the District's board of directors. Except as may be provided for herein,

the Commissioners Court hereby delegates to the District, all of the powers granted to the County under Chapter 382 of the Code. In addition, the County hereby grants to the District the powers and duties of a road district and the power to construct and provide water, wastewater and drainage facilities contingent upon consent from the City for such a grant of power. The District, upon approval from the Commissioners Court, is authorized to issue bonds for any District purpose secured by any District revenue.

Section 2. The District is required to obtain the approval of the County if it desires to increase the tax rate authorized in this Order. The District may not enter into, and the Commissioners Court does not give the District authority to execute, an Economic Development Agreement without first obtaining the approval of the Commissioners Court. The District may not enter into, and the Commissioners Court does not give the District authority to execute, any agreements to make a loan or grant of District proceeds without first obtaining the approval of the Commissioners Court. In addition, the District may not issue bonds, and the Commissioners Court does not give the District authority to issue bonds, without first obtaining the Commissioners Court approval.

Section 3. The District is created and organized under the terms and provisions of Article XVI, Section 59, Article III, Section 52; and Article III, Section 52a of the Constitution of the State of Texas, and Chapter 382, 381 and 380 of the Code, as amended. The District may not exercise the powers granted by Article III, Section 52 unless the City grants approval for the District to exercise these powers.

Section 4. The District is expressly authorized to impose the taxes listed in this Order and except as conditioned herein, to use tax revenues if, as, and when collected to fund improvements, as defined in Chapter 372, 382, 381 and 380 in the Code, in lieu of assessments and for the payment or repayment of the District's costs, by use of bond issuances or other means, to manage economic development projects, and to make grants and loans of public money to promote state and local economic development and to stimulate investment of private capital, business and commercial activity in the District, and job creation in the District and Bexar County, subject to the approval of the voters within the District.

Section 5. Upon calling for an election by the District, the District will be permitted to negotiate and enter into an agreement to conduct a joint election with the County in order to facilitate the orderly conduct of the District's confirmation, tax and bond election, which may be held May 9, 2023, or on another uniform election date. The District's qualified voters shall cast their ballots for or against the District and its proposed taxes, economic development agreement authority, and bonds at a regular Bexar County polling place because no public building will exist within the District at the time of such election. Bexar County agrees to enter into an agreement to conduct a joint election pursuant to Chapter 271 of the Texas Election Code, and will negotiate the terms of such election with the District's Board of Directors.

Section 6. As a condition of the Commissioners Court to create the District, the Commissioners Court may require the District to prepare an annual report to be presented to the Commissioners Court on the status of District improvements and services, including the compliance with negotiated terms and conditions in any economic development agreement. In

addition, on the request of the Commissioners Court, quarterly reports shall be made to the County's SMWBE Advisory Committee and Program Office regarding all District expenditures to specifically include the efforts made in regards to outreach, solicitation and awards to certified small, minority and women-owned businesses on contracted work opportunities within the District.

Section 7. The Directors nominated in the Petition are hereby appointed, and shall serve staggered two (2) year terms as set forth in Chapter 382 of the Code. The directors listed below are hereby appointed:

1. Michael Batson
2. Steven Carnes
3. Thomas Linke
4. Veronica Bass
5. Miguel Benavides
6. Caleb Lazzari
7. Danny Morrison

The aforementioned Directors shall qualify for office by providing the bond and taking the oath of office provided by law. Thereafter, the Board of Directors shall organize as soon as reasonably possible. The District shall provide for any compensation required under Chapter 382 of the Code to the Board of Directors from the District's proceeds.

Section 8. Subject to the approval of the qualified voters in the District, the taxes that are hereby authorized to be levied and imposed within the District and the rates at which they are authorized to be imposed are as follows:

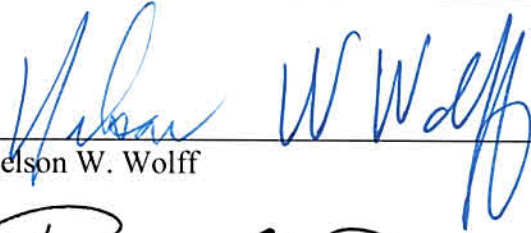
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|--------------------|---|
| Ad Valorem Tax: | \$0.558270 per \$100 valuation, subject to applicable state and local ad valorem tax requirements |
| Sales and Use Tax: | 2% per taxable sale, subject to the state and local sales and use tax rates in the District |

Section 9. The District's boundaries are described in a legal description described in metes and bounds in Exhibit "A" attached hereto and incorporated herein for all purposes.

A certified copy of this Order shall be filed with the County Clerk of Bexar County, Texas, and recorded in a book kept for that purpose, and a certified copy shall be provided to the District. In addition, a certified copy of this Order shall be filed in the Real Property Records of Bexar County.

(Remainder of page intentionally left blank - signatures on next page)


PASSED, ADOPTED, ORDERED AND EFFECTIVE this 25 day of October, 2022.



Nelson W. Wolff County Judge



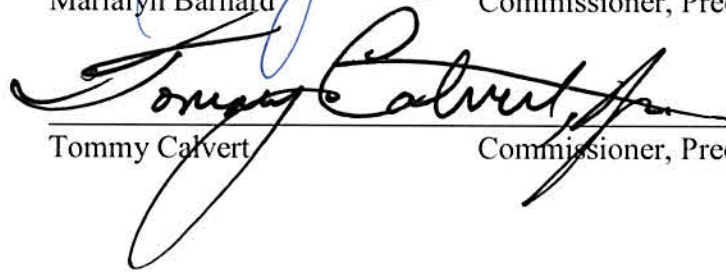
Rebeca Clay-Flores Commissioner, Precinct 1



Justin Rodriguez Commissioner, Precinct 2



Marialyn Barnard Commissioner, Precinct 3



Tommy Calvert Commissioner, Precinct 4

ATTEST:



Lucy Adame-Clark, County Clerk

EXHIBIT A

LEGAL DESCRIPTION

DESCRIPTION OF
A 447.92 ACRE TRACT
C.B. 2148



A 447.92 acre tract of land situated in County Block 2148 in the Pablo Villapando Survey No. 142, Abstract No. 772, Bexar County, Texas, and being all of that called 454.023 acre tract of land conveyed to Shannon Partners, Ltd. and described in Volume 6689, Page 1101, recorded March 11, 1996 in the Official Public Records of Bexar County, Texas (O.P.R.), said 447.92 acre tract of land being more particularly described by metes and bounds as follows:

BEGINNING at a PK nail and washer stamped "KFW SURVEYING" set in asphalt at the intersection of the southerly right-of-way of Burshard Road (apparent 50' wide R.O.W.) with the westerly right-of-way of Gardner Road (apparent 50' wide R.O.W.) for the northeast corner of said 454.023 acre tract of land and the tract described herein, whence a ½" iron rod found in the easterly right-of-way of Gardner Road bears N 88°43'27" E, a distance of 48.48 feet;

THENCE: S 00°23'10" E, along and with the westerly right-of-way line of said Gardner Road and the east line of said 454.023 acre tract of land, a distance of 4147.52 feet to a ½" iron rod found at the northeast corner of that called 234.61 acre tract of land condemned by the City Public Service Board, City of San Antonio, and described in Volume 6754, Page 403, O.P.R., and for the southeast corner of said 454.023 acre tract of land and the tract described herein;

THENCE: Along and with the northerly lines of said 234.61 acre tract of land and the southerly lines of said 454.023 acre tract of land, the following sixteen (16) courses:

1. N 49°30'18" W, a distance of 806.17 feet to a found ½" iron rod at a fence corner post;
2. N 30°44'51" W, a distance of 235.97 feet to a found ½" iron rod at a fence corner post;
3. N 15°44'01" E, a distance of 99.44 feet to a found ½" iron rod at a fence corner post;
4. N 43°27'57" E, a distance of 150.29 feet to a found ½" iron rod at a fence corner post;
5. N 61°15'02" W, a distance of 203.79 feet to a found 5/8" iron rod at a fence corner post;
6. S 21°30'52" W, a distance of 749.45 feet to a found ½" iron rod at a fence corner post;
7. S 08°23'25" E, a distance of 1149.37 feet to a found ½" iron rod at a fence corner post;
8. S 52°32'20" W, a distance of 788.56 feet to a found ½" iron rod at a fence corner post;
9. N 00°59'52" W, a distance of 724.12 feet to a found ½" iron rod at a fence corner post;
10. S 89°35'06" W, a distance of 499.68 feet to a found ½" iron rod at a fence corner post;
11. S 01°33'37" W, a distance of 939.51 feet to a found 5/8" iron rod at a fence corner post;
12. S 84°32'01" W, a distance of 469.54 feet to a found ½" iron rod at a fence corner post;
13. S 00°25'49" E, a distance of 1379.34 feet to a found ½" iron rod at a fence corner post;
14. N 71°58'20" W, a distance of 899.16 feet to a found ½" iron rod at a fence corner post;
15. N 01°33'12" W, a distance of 574.43 feet to a found ½" iron rod at a fence corner post;
16. N 50°12'34" W, a distance of 399.15 feet to a found ½" iron rod at a fence corner post in the east line of that called 115 acre tract of land conveyed to the City Public Service Board, City of San Antonio and described in Volume 5703, Page 801, recorded February 8, 1967 in the Deed Records of Bexar County, Texas (D.R.), for the northwest corner of said 234.61 acre tract of land and the southwest corner of said 454.023 acre tract of land and the tract described herein,

THENCE: N 00°25'30" W, along and with the east lines of said 115 acre tract of land, that called 35 acre tract of land conveyed to the City Public Service Board, City of San Antonio and described in Volume 5745, Page 428, recorded April 27, 1967 in the D.R., and that called 74.18 acre tract of land conveyed to the City Public Service Board, City of San Antonio and described in Volume 5759, Page 812, recorded May 26, 1967 in the D.R., and the west line of said 454.023 acre tract of land, a distance of 3776.55 feet to a 1" iron pipe found for the northeast corner of said 74.18 acre tract of land and the southeast corner of that called 10.59 acre tract of land conveyed to Sunbelt Estates, LLC and described in Volume 16116, Page 1639, recorded May 20, 2013 in the O.P.R.;

THENCE: N 00°17'41" W, along and with the east line of said 10.59 acre tract of land and the west line of said 454.023 acre tract of land, passing at a distance of 570.86 feet a ½" iron rod with cap stamped "JOHN HOWARD SURVEYING" found at the northeast corner of said 10.59 acre tract of land and the southeast corner of that called 10.88 acre tract of land conveyed to Salvador Valladolid and Javier Valladolid and described in Volume 16625, Page 2148, recorded April 10, 2014 in the O.P.R., and continuing along and with the east line of said 10.88 acre tract of land, a total distance of 2178.90 feet to a 8" fence corner post found in the southerly right-of-way of said Burchard Road, for the northeast corner of said 10.88 acre tract of land and the northwest corner of said 454.023 acre tract of land and the tract described herein, whence a found ½" iron rod bears S 89°36'17" W, a distance of 643.63 feet;

THENCE: Along and with the southerly right-of-way of said Burshard Road and the north line of said 454.023 acre tract of land, the following two (2) courses:

1. N 89°36'17" E a distance of 2407.29 feet to a set ½" iron rod with cap stamped "KFW SURVEYING";
2. S 89°47'08" E a distance of 1291.35 feet to the **POINT OF BEGINNING** and containing 447.92 acres more or less, in Bexar County, Texas. Said tract being described in accordance with a survey prepared by KFW SURVEYING. Bearings are based on NAD83 Texas State Plane South Central Zone.

Job No.: 19-001
Prepared by: KFW Surveying
Date: January 11, 2019
File: S:\Draw 2019\19-001 Calaveras\DOCS\19-001 Calaveras description TCP 01112019.doc

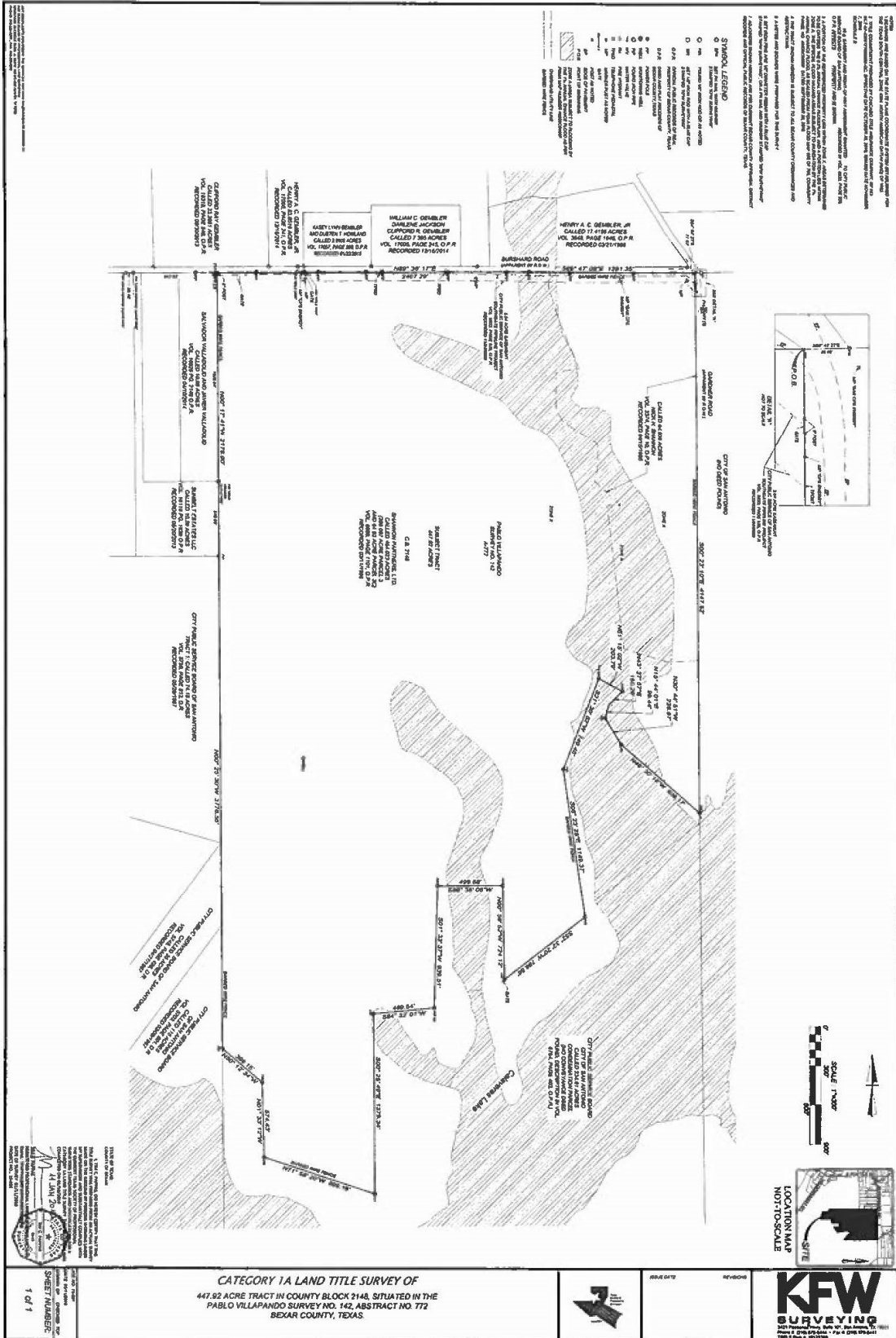


EXHIBIT B

PETITION

**PETITION FOR THE CREATION OF A PUBLIC IMPROVEMENT DISTRICT TO BE
NAMED THE NORTHLAKE SPECIAL IMPROVEMENT DISTRICT**

STATE OF TEXAS §
 §
COUNTY OF BEXAR §

FILED COUNTY CLERK
BEXAR COUNTY TEXAS
2022 MAR 30 P 4:02

TO: THE HONORABLE COMMISSIONERS COURT OF BEXAR COUNTY, TEXAS

The undersigned petitioner (“Petitioner”) acting pursuant to the provisions of Chapter 382 of the Texas Local Government Code, as amended (the “Code”), submit this petition (“Petition”) to the Commissioners Court of Bexar County, Texas, to request the creation of a public improvement district, within the extraterritorial jurisdiction (“ETJ”) of the City of San Antonio (“City”), Bexar County, Texas (“County”). Specifically, the Petitioner requests that the County create a public improvement district and include the property described in **Exhibit “A”** attached hereto (“Subject Property”) within such public improvement district. In support of this Petition, the Petitioner presents the following:

I. PETITIONERS

In compliance with the requirements of the Code, and as determined by the current tax roll of the Bexar County Appraisal District, the Petitioner constitutes the owner representing more than fifty-percent (50%) of the appraised value of taxable real property proposed to be included within the public improvement district proposed in this Petition.

Attached to this Petition is a sworn statement, affirming the Petitioner is the holder of fee simple title to more than fifty-percent (50%) of the appraised value of taxable real property proposed to be included within the District (as defined below) and is the owner representing more than fifty-percent (50%) of all record owners of property within the proposed District. Petitioner requests, and consents to, the creation of the District, as set forth in this Petition. The sworn statement of the Petitioner is attached hereto as **Exhibit “B”** and incorporated herein for all purposes.

II. NAME

A public improvement district is being requested, which will be named the “Northlake Special Improvement District” (referred to herein as the “District”).

III. BOUNDARIES

The proposed boundaries of the District shall include the Subject Property, more particularly described in **Exhibit “A”** attached hereto and incorporated herein for all purposes. The total acreage of the District is approximately 447.92 acres. None of the land to be included in the District is within the corporate boundaries of any municipality and all of the land proposed to be included in the District is in the extraterritorial jurisdiction of the City and in the County.

Petition
Northlake Special Improvement District

Page | 1

IV. GENERAL NATURE OF THE PROPOSED PUBLIC IMPROVEMENTS

The Petitioner requests that the County create a public improvement district and authorize it to engage in economic development projects and grant to the District the powers requested in this Petition. The District proposes to enter into development agreements as are deemed advisable to promote state and local economic development and to stimulate residential and commercial activity in the District. The general nature of the work proposed to be done may include, but is not limited to: onsite roads (including, but not limited to, a collector road); offsite roads (including construction of a turn lane); offsite utility extension; onsite public improvements for residential lots (sewer, water, streets, and drainage); the improvement and construction of water, sanitary sewer, dry utilities (gas and electric) detention ponds, storm sewer, impact fees for capacity, road, landscaping in public right of ways, or sidewalks; right of way acquisition costs; easement acquisition costs; appraisal costs; geotechnical engineering costs; environmental inspection/testing and remediation costs; well plugging costs; demolition costs; water and sewer impact fees; floodplain reclamation costs; tree mitigation costs; park/entry/amenity improvement costs; including any cost or expense of purchasing, constructing, maintaining, acquiring, owning, operating, repairing, leasing, improving, extending, or paying for inside (i.e. onsite) and outside (i.e. offsite) the district boundaries flood plains and wetlands regulation and endangered species permits, stormwater permits, including mitigation; and all works, improvements, facilities, plants, equipment, appliances, interest in property, and contract rights needed thereof, and administrative facilities needed in connection therewith, related surveying, engineering, and legal fees, costs and expenses, and all rights of way and other interests in land necessary or convenient in connection therewith, as well as reasonable contingencies, associated with the costs of public improvements. Further, the public improvements financed by the District may include any public improvements in compliance with Chapter 382 of the Code, as amended, and in accordance with the governing laws.

V. ESTIMATED COSTS OF THE PROPOSED CONSTRUCTION OF THE PUBLIC IMPROVEMENTS

The total estimated capital cost for the District's public improvements is approximately \$83,485,600. Such costs can be partially offset with the imposition of taxes and the issuance of bonds by the District, as further described herein.

VI. NATURE OF THE DISTRICT AND AUTHORITY

The District is expressly requested pursuant to Chapter 382 of the Code. The District shall be created for the purposes of a district created and organized under Section 52, Article III, and Section 59, Article XVI of the Texas Constitution, Chapters 380, 381, 382, and 383 of the Code, and for the purpose of creating a program for economic development as provided in Section 52, Article III of the Texas Constitution, and for any other lawful purpose authorized by the governing laws.

The Petitioner specifically requests that:

Petition
Northlake Special Improvement District

Page | 2

- (1) the County authorize the District to exercise the powers granted under Chapter 382 of the Code;
- (2) the County delegate to the District all powers that the County is granted pursuant to Chapter 382; and
- (3) the County authorize the District to engage in economic development projects, as the District may enter into development agreements which are deemed advisable to promote state and local economic development and to stimulate business and commercial activity in the District.

VII. ROAD IMPROVEMENTS

The Petitioner requests that pursuant to Section 382.109 of the Code the County designate and approve the proposed onsite and offsite road improvements as a “Road Improvement Project” and designate and approve such Road Improvement Project as a targeted economic development project, which is of an economic benefit to the District, to the Subject Property within the District, and to the County.

VIII. ADVISORY BOARD

As authorized by the Code, an advisory body may be established by the County to develop and recommend an improvement plan. However, an improvement plan is not necessary or applicable, as the Petitioner does not propose that the District be granted with the power to impose assessments.

IX. MANAGEMENT OF THE DISTRICT AND BOARD OF DIRECTORS

The Petitioner specifically requests the County appoint a seven (7) member Board of Directors to govern the District and approve their respective terms in accordance with Section 382.051 of the Code, as the population of the District is less than 1,000 persons. The Petitioner also requests that the County delegate to the District’s Board of Directors the County’s powers and duties provided by Chapter 382 of the Code, in order for the Board of Directors to oversee, manage, and govern the District to the fullest extent authorized by the Code.

X. TAXES AND BONDS

The Petitioner requests that the County authorize the District to accomplish its purposes and the costs of services and improvements by imposing an ad valorem tax. The District shall also have the authority to issue bonds, negotiate promissory notes, and other District obligations, as further described herein.

The Petitioner specifically requests that:

- (1) the District’s proposed improvements be financed and paid for with taxes authorized by Chapter 382 of the Code instead of assessments;

- (2) the County grant the District authority to impose an ad valorem tax and a sales and use tax to accomplish the economic development purposes prescribed by Section 52a, Article III, of the Texas Constitution;
- (3) the County grant the District authority, in accordance with Section 382.152 of the Code, to issue bonds, negotiable promissory notes and other District obligations, which may be secured by District revenue or any type of District taxes, or any combination of taxes and revenue pledged to the payment of bonds; and
- (4) the County grant the District authority as provided in Sections 382.158 and 382.159 of the Code, regarding borrowing and repayment of costs, respectively.

In regards to the proposed tax rates, the Petitioner specifically requests that the County authorize the District to:

- (1) impose an ad valorem tax not to exceed the City's tax rate; and
- (2) impose a sales and use tax at a rate of 2% per taxable sale, subject to the state and local sales and use tax rates in the District.

XI. METHOD OF ASSESSMENT

The Petitioner does not propose that the District be granted the power to impose assessments, and accordingly, the Petitioner is not required to present a Service Plan, an Assessment Plan (including method of assessment), or to prepare an Assessment Roll. As stated above, the Petitioner requests that the District's proposed improvements be financed and paid for with taxes authorized by Chapter 382 of the Code instead of assessments.

XII. APPORTIONMENT OF COST BETWEEN COUNTY AND THE DISTRICT

Approval and creation of District will not obligate the County to provide any funds to finance the proposed public improvements. All costs of the District shall be paid by and apportioned to the District, and not to the County, as a whole.

XIII. ADVISABILITY AND FEASIBILITY OF THE DISTRICT AND BEST INTERESTS OF THE COUNTY

The District and its proposed improvements and economic development projects appear feasible and are necessary and advisable for the economy of the District and the County. Additionally, the County may create a public improvement district if the County determines it is in the best interest of the County. The area comprising the District is not presently developed, and therefore, the proposed District is necessary to pay for or finance public improvements and economic development within the District. Furthermore, the District will serve the public purpose of promoting and encouraging new residential development (among other types of development) in the District and the County, which will encourage employment and economic activity within the District and the County. As such, the County's creation of the District is in the best interest of the County, as the District and the proposed

XIV. FILING WITH THE COUNTY CLERK

This Petition will be filed with the County Clerk in support of the creation of the District, as described herein.

XV. PRAYER

This Petition requests that the County create the District, include the Subject Property therein, and grant to the District the powers requested in the Petition. The Petitioner prays that this Petition be heard and the Commissioners Court set a hearing date, publish notice of, conduct a hearing, make certain findings, and enter an Order creating the District in a manner authorized under Chapter 382 of the Code and as described herein.


Signature(s) on the Following Page(s)

Wherefore, this Petition satisfies all of the requirements of the Code for the creation of the District, and the Petitioner respectfully requests the County create the District and include the Subject Property within such District, as described herein.

Respectfully submitted, this 29th day of March, 20 22.

PETITIONER:

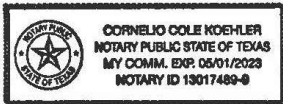
NORTHLAKE SA, LLC,
a Texas limited liability company


By: 
Clint Jones
Manager

ACKNOWLEDGEMENT

STATE OF TEXAS §
 §
COUNTY OF COMAL §

The foregoing instrument was acknowledged before me on the 29th day of March, 2022, by Clint Jones, on behalf of NORTHLAKE SA, LLC, a Texas limited liability company, known to me to be the person whose name is subscribed to the foregoing instrument and acknowledged to me that he executed the same for the purposes therein expressed, on behalf of said company, in the capacity therein stated.




Notary Public State of Texas
Printed Name of Notary: Cornelio Cole Koehler
Commission Expiration: 05/01/2023

Petition
Northlake Special Improvement District

EXHIBIT A
FIELD NOTES OF THE SUBJECT PROPERTY



**DESCRIPTION OF
A 447.92 ACRE TRACT
C.B. 2148**

A 447.92 acre tract of land situated in County Block 2148 in the Pablo Villapando Survey No. 142, Abstract No. 772, Bexar County, Texas, and being all of that called 454.023 acre tract of land conveyed to Shannon Partners, Ltd. and described in Volume 6689, Page 1101, recorded March 11, 1996 in the Official Public Records of Bexar County, Texas (O.P.R.), said 447.92 acre tract of land being more particularly described by metes and bounds as follows:

BEGINNING at a PK nail and washer stamped "KFW SURVEYING" set in asphalt at the intersection of the southerly right-of-way of Burshard Road (apparent 50' wide R.O.W.) with the westerly right-of-way of Gardner Road (apparent 50' wide R.O.W.) for the northeast corner of said 454.023 acre tract of land and the tract described herein, whence a ½" iron rod found in the easterly right-of-way of Gardner Road bears N 88°43'27" E, a distance of 48.48 feet;

THENCE: S 00°23'10" E, along and with the westerly right-of-way line of said Gardner Road and the east line of said 454.023 acre tract of land, a distance of 4147.52 feet to a ½" iron rod found at the northeast corner of that called 234.61 acre tract of land condemned by the City Public Service Board, City of San Antonio, and described in Volume 6754, Page 403, O.P.R., and for the southeast corner of said 454.023 acre tract of land and the tract described herein;

THENCE: Along and with the northerly lines of said 234.61 acre tract of land and the southerly lines of said 454.023 acre tract of land, the following sixteen (16) courses:

1. N 49°30'18" W, a distance of 806.17 feet to a found ½" iron rod at a fence corner post;
2. N 30°44'51" W, a distance of 235.97 feet to a found ½" iron rod at a fence corner post;
3. N 15°44'01" E, a distance of 99.44 feet to a found ½" iron rod at a fence corner post;
4. N 43°27'57" E, a distance of 150.29 feet to a found ½" iron rod at a fence corner post;
5. N 61°15'02" W, a distance of 203.79 feet to a found 5/8" iron rod at a fence corner post;
6. S 21°30'52" W, a distance of 749.45 feet to a found ½" iron rod at a fence corner post;
7. S 08°23'25" E, a distance of 1149.37 feet to a found ½" iron rod at a fence corner post;
8. S 52°32'20" W, a distance of 788.56 feet to a found ½" iron rod at a fence corner post;
9. N 00°59'52" W, a distance of 724.12 feet to a found ½" iron rod at a fence corner post;
10. S 89°35'06" W, a distance of 499.68 feet to a found ½" iron rod at a fence corner post;
11. S 01°33'37" W, a distance of 939.51 feet to a found 5/8" iron rod at a fence corner post;
12. S 84°32'01" W, a distance of 469.54 feet to a found ½" iron rod at a fence corner post;
13. S 00°25'49" E, a distance of 1379.34 feet to a found ½" iron rod at a fence corner post;
14. N 71°58'20" W, a distance of 899.16 feet to a found ½" iron rod at a fence corner post;
15. N 01°33'12" W, a distance of 574.43 feet to a found ½" iron rod at a fence corner post;
16. N 50°12'34" W, a distance of 399.15 feet to a found ½" iron rod at a fence corner post in the east line of that called 115 acre tract of land conveyed to the City Public Service Board, City of San Antonio and described in Volume 5703, Page 801, recorded February 8, 1967 in the Deed Records of Bexar County, Texas (D.R.), for the northwest corner of said 234.61 acre tract of land and the southwest corner of said 454.023 acre tract of land and the tract described herein,

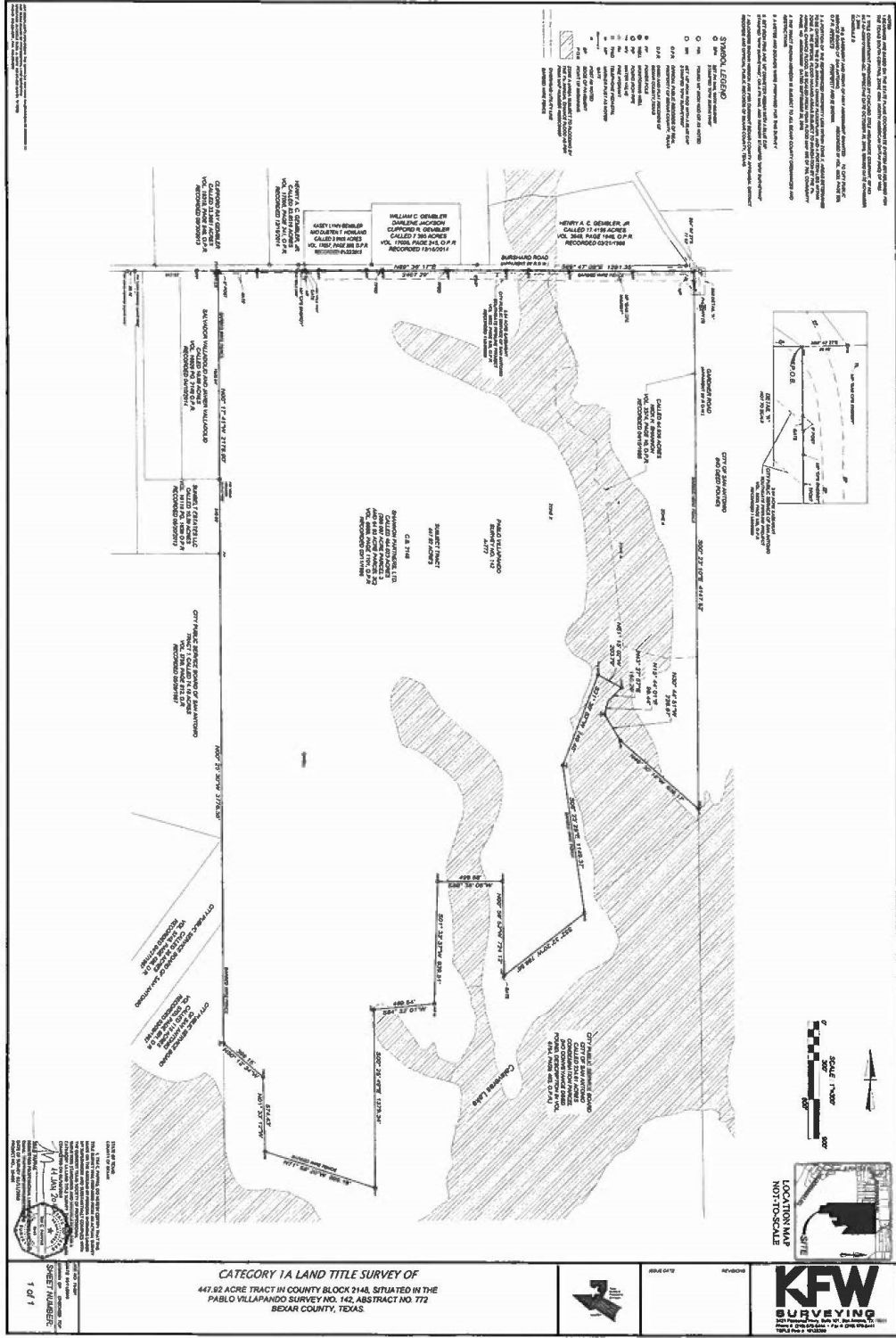
THENCE: N 00°25'30" W, along and with the east lines of said 115 acre tract of land, that called 35 acre tract of land conveyed to the City Public Service Board, City of San Antonio and described in Volume 5745, Page 428, recorded April 27, 1967 in the D.R., and that called 74.18 acre tract of land conveyed to the City Public Service Board, City of San Antonio and described in Volume 5759, Page 812, recorded May 26, 1967 in the D.R., and the west line of said 454.023 acre tract of land, a distance of 3776.55 feet to a 1" iron pipe found for the northeast corner of said 74.18 acre tract of land and the southeast corner of that called 10.59 acre tract of land conveyed to Sunbelt Estates, LLC and described in Volume 16116, Page 1639, recorded May 20, 2013 in the O.P.R.;

THENCE: N 00°17'41" W, along and with the east line of said 10.59 acre tract of land and the west line of said 454.023 acre tract of land, passing at a distance of 570.86 feet a ½" iron rod with cap stamped "JOHN HOWARD SURVEYING" found at the northeast corner of said 10.59 acre tract of land and the southeast corner of that called 10.88 acre tract of land conveyed to Salvador Valladolid and Javier Valladolid and described in Volume 16625, Page 2148, recorded April 10, 2014 in the O.P.R., and continuing along and with the east line of said 10.88 acre tract of land, a total distance of **2178.90 feet** to a 8" fence corner post found in the southerly right-of-way of said Burchard Road, for the northeast corner of said 10.88 acre tract of land and the northwest corner of said 454.023 acre tract of land and the tract described herein, whence a found ½" iron rod bears S 89°36'17" W, a distance of 643.63 feet;

THENCE: Along and with the southerly right-of-way of said Burshard Road and the north line of said 454.023 acre tract of land, the following two (2) courses:

1. **N 89°36'17" E** a distance of **2407.29 feet** to a set ½" iron rod with cap stamped "KFW SURVEYING";
2. **S 89°47'08" E** a distance of **1291.35 feet** to the **POINT OF BEGINNING** and containing **447.92 acres** more or less, in Bexar County, Texas. Said tract being described in accordance with a survey prepared by KFW SURVEYING. Bearings are based on NAD83 Texas State Plane South Central Zone.

Job No.: 19-001
Prepared by: KFW Surveying
Date: January 11, 2019
File: S:\Draw 2019\19-001 Calaveras\DOCS\19-001 Calaveras description TCP 01112019.doc



CATEGORY 1A LAND TITLE SURVEY OF
 447.82 ACRE TRACT IN COUNTY BLOCK 214A, SITUATED IN THE
 PABLO VILLAPANDO SURVEY NO. 142, ABSTRACT NO. 772
 BEXAR COUNTY, TEXAS

1 of 1

SHEET NUMBER:

KFW
SURVEYING

EXHIBIT B
PETITIONER'S SWORN STATEMENT

**SWORN AFFIDAVIT OF FEE SIMPLE OWNER OF REAL PROPERTY REQUESTING
CREATION OF, AND CONSENTING TO INCLUSION IN, THE NORTHLAKE SPECIAL
IMPROVEMENT DISTRICT**

Northlake SA, LLC, a Texas limited liability company (hereinafter "Owner") hereby affirms that they are the fee simple owner of real property located in Bexar County. Owner requests the creation of the Northlake Special Improvement District (the "District") and consents to the inclusion of said real property within its boundaries. The description of the real property owned by Owner, and which Owner wishes to include within the proposed District is attached as **Exhibit "A"** to the Petition for the creation of the Northlake Special Improvement District.

By the signatures below, Owner verifies, for purposes of Chapter 382 of the Texas Local Government Code that they are the owner of taxable real property described in **Exhibit "A"** below, representing more than fifty-percent (50%) of the appraised value of taxable real property within the proposed District, and that they constitute more than fifty-percent (50%) of all record owners of property within the proposed District or that they own taxable real property that constitutes more than fifty-percent (50%) of the area of all taxable real property within the proposed District.


-Signature(s) on the Following Page(s)-

Sworn Affidavit
Northlake Special Improvement District

1

OWNER:

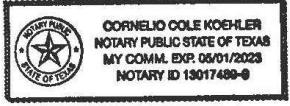
NORTHLAKE SA, LLC,
a Texas limited liability company


By: 
Clint Jones
Manager

ACKNOWLEDGEMENT

STATE OF TEXAS §
 §
COUNTY OF COMAL §

The foregoing instrument was acknowledged before me on the 14TH day of March, 2022, by Clint Jones, on behalf of NORTHLAKE SA, LLC, a Texas limited liability company, known to me to be the person whose name is subscribed to the foregoing instrument and acknowledged to me that he executed the same for the purposes therein expressed, on behalf of said company, in the capacity therein stated.




Notary Public State of Texas
Printed Name of Notary: Cornelio Cole Koehler
Commission Expiration: 05/01/2023

Sworn Affidavit
Northlake Special Improvement District



VG-76-2022-20220080430

File Information

**FILED IN THE OFFICIAL PUBLIC RECORDS OF BEXAR COUNTY
LUCY ADAME-CLARK, BEXAR COUNTY CLERK**

| | |
|-------------------------|----------------|
| Document Number: | 20220080430 |
| Recorded Date: | March 30, 2022 |
| Recorded Time: | 4:13 PM |
| Total Pages: | 14 |
| Total Fees: | \$74.00 |

**** THIS PAGE IS PART OF THE DOCUMENT ****

**** Do Not Remove ****

Any provision herein which restricts the sale or use of the described real property because of race is invalid and unenforceable under Federal law

STATE OF TEXAS, COUNTY OF BEXAR

I hereby Certify that this instrument was FILED in File Number Sequence on this date and at the time stamped hereon by me and was duly RECORDED in the Official Public Record of Bexar County, Texas on:
3/30/2022 4:13 PM



Lucy Adame-Clark
Lucy Adame-Clark
Bexar County Clerk

EXHIBIT C

SEPTEMBER 6, 2022 RESOLUTION



RESOLUTION OF BEXAR COUNTY COMMISSIONERS COURT EXPRESSING ITS INTENT, SUBJECT TO THE CONDITIONS SPECIFIED HEREIN, TO CONSIDER THE FUTURE CREATION OF A PUBLIC IMPROVEMENT DISTRICT TO BE NAMED THE NORTHLAKE SPECIAL IMPROVEMENT DISTRICT AND TO INCLUDE CERTAIN PROPERTY IN SAID DISTRICT.

WHEREAS, a petition (“Petition”) was filed with, and an application was submitted to, Bexar County, Texas (the “County”), on March 30, 2022, to create a public improvement district to be named the Northlake Special Improvement District (the “District”), pursuant to Chapter 382 of the Texas Local Government Code, as amended (the “Code”); and

WHEREAS, in compliance with the requirements of Chapter 382 of the Code, and as determined by the current tax roll of the Bexar County Appraisal District, the Petition was filed by the petitioner who constitutes the owner representing more than 50% of the appraised value of taxable real property proposed to be included within the District; and

WHEREAS, the Petition prays for, but is not limited to the following, the creation of the District, the inclusion of certain property within the District, the appointment of board of directors, the imposition of ad valorem and sales and use taxes within the boundary of the District; authorization to issue bonds; and the authorization to use such tax revenues to fund the District’s economic development programs, all as further described in the Petition; and

WHEREAS, the District may be created for the purposes of a district created and organized under Section 52, Article III, and Section 59, Article XVI of the Texas Constitution, Chapters 380, 381, and 382 of the Code, and for the purposes of creating a program for economic development as provided in Section 52-a, Article III of the Texas Constitution, and for any other lawful purpose authorized by the governing laws; and

WHEREAS, pursuant to the provisions of Chapter 382 of the Code, and pursuant to the County’s finding that the District is in the best interest of the County, the County may create the District and approve the inclusion of that certain approximate 447.92 acres of property therein (the “District Property”), the boundaries of which are as more particularly described in **Exhibit “A”** and **Exhibit “B”** attached hereto and incorporated herein for all purposes; and

WHEREAS, the District and District Property specifically consists of approximately 447.92 acres, as more particularly described in **Exhibit “A”** and **Exhibit “B”**; and

WHEREAS, none of the land to be included in the District is within the corporate boundaries of any municipality and all of the land proposed to be included in the District is in the extraterritorial jurisdiction of the City of San Antonio, Texas (“City”) and in the County; and

WHEREAS, upon the County’s creation of the District, a developer intends to help develop certain proposed onsite public improvements for a single-family residential and commercial development; and

WHEREAS, those certain proposed onsite public improvements are further described in a preliminary summary, which may be subject to revisions and amendments, attached hereto as Exhibit “C” and incorporated herein for all purposes; and

WHEREAS, the District Property is mostly undeveloped and, as such, the District is necessary to pay for and fund public improvements and economic development within (and that benefit) the District and the County; and

WHEREAS, the Commissioners Court has considered this matter and deems it in the public interest to authorize this resolution.

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

SECTION I

The proposed District, and the proposed District Property to be included therein, include approximately 447.92 acres within the City’s extraterritorial jurisdiction and within the County, generally located north of Calaveras Lake and south of Burshard Road, as more particularly described in Exhibit “A” and Exhibit “B.”

SECTION II

Upon an affirmative finding that the proposed District is in the best interest of the County and is beneficial and advisable, Commissioners Court hereby expresses its intent, subject to Section III of this resolution, to consider creating the Northlake Special Improvement District at a future date and include that certain District Property therein, on terms and conditions Commissioners Court, in its sole discretion, deem advisable.

SECTION III

Consideration for the future creation of the District, and the inclusion of the District Property therein, by Commissioners Court will be subject to the following:

- A. Submission of documents and information for the District, including, but not limited to, financial projections, exhibits, and any additional information or documents considered necessary and appropriate in order for County staff to make a recommendation to Commissioners Court that creation of the proposed District is in the best interest of the County, as required by the Code.
- B. Submission of documents and information for the proposed public improvements described in Exhibit “C,” including, but not limited to, public improvement descriptions, infrastructure costs,


and any additional information or documents considered necessary and appropriate in order for County staff to make a recommendation to Commissioners Court that creation of the proposed District is in the best interest of the County, as required by the Code.

- C. Consultation with Precinct 4 Commissioner's Office related to proposed single-family residential lot layout within the District.
- D. Consent of the City of San Antonio, by resolution or ordinance, authorizing the County's creation of the District.

SECTION IV

This Resolution of Intent shall be effective immediately upon its passage and adoption.

Passed and Approved this 6 day of September 2022.



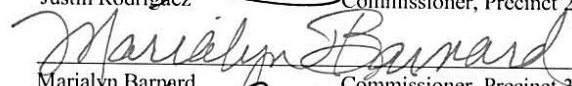
Nelson W. Wolff County Judge



Rebeca Clay-Flores Commissioner, Precinct 1



Justin Rodriguez Commissioner, Precinct 2



Marialyn Barnard Commissioner, Precinct 3



Tommy Calvert Commissioner, Precinct 4

EXHIBIT "A"

Aerial Map of Special Improvement District



EXHIBIT "B"

Metes & Bounds of Special Improvement District



DESCRIPTION OF
A 447.92 ACRE TRACT
C.B. 2148

A 447.92 acre tract of land situated in County Block 2148 in the Pablo Villapando Survey No. 142, Abstract No. 772, Bexar County, Texas, and being all of that called 454.023 acre tract of land conveyed to Shannon Partners, Ltd. and described in Volume 6689, Page 1101, recorded March 11, 1996 in the Official Public Records of Bexar County, Texas (O.P.R.), said 447.92 acre tract of land being more particularly described by metes and bounds as follows:

BEGINNING at a PK nail and washer stamped "KFW SURVEYING" set in asphalt at the intersection of the southerly right-of-way of Burshard Road (apparent 50' wide R.O.W.) with the westerly right-of-way of Gardner Road (apparent 50' wide R.O.W.) for the northeast corner of said 454.023 acre tract of land and the tract described herein, whence a 1/2" iron rod found in the easterly right-of-way of Gardner Road bears N 88°43'27" E, a distance of 48.48 feet;

THENCE: S 00°23'10" E, along and with the westerly right-of-way line of said Gardner Road and the east line of said 454.023 acre tract of land, a distance of 4147.52 feet to a 1/2" iron rod found at the northeast corner of that called 234.61 acre tract of land condemned by the City Public Service Board, City of San Antonio, and described in Volume 6754, Page 403, O.P.R., and for the southeast corner of said 454.023 acre tract of land and the tract described herein;

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2. N 30°44'51" W, a distance of 235.97 feet to a found 1/2" iron rod at a fence corner post;
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THENCE: N 00°17'41" W, along and with the east line of said 10.59 acre tract of land and the west line of said 454.023 acre tract of land, passing at a distance of 570.86 feet a ½" iron rod with cap stamped "JOHN HOWARD SURVEYING" found at the northeast corner of said 10.59 acre tract of land and the southeast corner of that called 10.88 acre tract of land conveyed to Salvador Valladolid and Javier Valladolid and described in Volume 16625, Page 2148, recorded April 10, 2014 in the O.P.R., and continuing along and with the east line of said 10.88 acre tract of land, a total distance of 2178.90 feet to a 8" fence corner post found in the southerly right-of-way of said Burchard Road, for the northeast corner of said 10.88 acre tract of land and the northwest corner of said 454.023 acre tract of land and the tract described herein, whence a found ½" iron rod bears S 89°36'17" W, a distance of 643.63 feet;

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Job No.: 19-001
Prepared by: KFW Surveying
Date: January 11, 2019
File: S:\Draw 2019\19-001 Calaveras\DOCS\19-001 Calaveras description TCP 01112019.doc



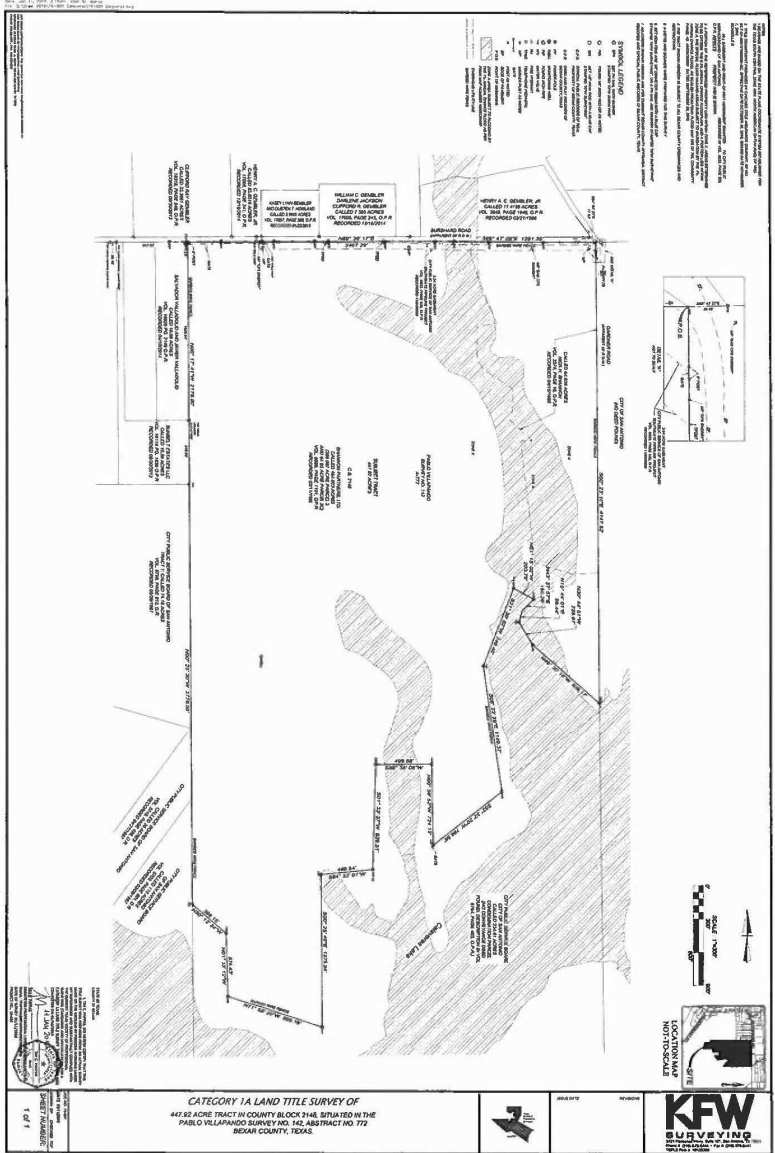


EXHIBIT “C”

Proposed Public Improvements of Special Improvement District

(subject to change)

1. Onsite; Development Infrastructure to include streets, sidewalks and utility improvements for 2,067 single family units and a to be determined amount of commercial acreage
2. Offsite; Traffic Light, Turn Lane and Drainage
3. Offsite; Sewer Lift Station