



**AGENDA
CITY OF WINDCREST, TEXAS**

**JOINT SPECIAL CITY COUNCIL / PLANNING & ZONING
COMMISSION MEETING**

August 4, 2014

6:00 P.M.

NOTICE IS HEREBY GIVEN THAT A JOINT SPECIAL WINDCREST CITY COUNCIL / PLANNING & ZONING COMMISSION MEETING WILL BE HELD AT WINDCREST CITY HALL, 8601 MIDCROWN, WINDCREST, TEXAS ON THE 4th DAY OF AUGUST 2014 STARTING AT 6:00 P.M. DURING THE MEETING THE FOLLOWING SUBJECTS WILL BE CONSIDERED AND THE COUNCIL MAY TAKE ACTION ON ANY OF THE LISTED SUBJECTS.

THE CITY COUNCIL RESERVES THE OPTION TO RECESS THE MEETING DURING THE EVENING OF AUGUST 04, 2014 AND TO RECONVENE THE MEETING ON THE FOLLOWING DAY, AUGUST 05, 2014 AT 9:00 A.M. AT THE WINDCREST CITY HALL, 8601 MIDCROWN, WINDCREST, TEXAS.

IT IS ANTICIPATED THAT MEMBERS OF OTHER CITY BOARDS, COMMISSIONS AND COMMITTEES MAY ATTEND THE MEETING IN NUMBERS THAT MAY CONSTITUTE A QUORUM OF SUCH OTHER CITY BOARDS, COMMISSIONS AND COMMITTEES, SO THAT NOTICE IS HEREBY GIVEN THAT THE MEETING IS ALSO A MEETING OF THE OTHER CITY BOARDS, COMMISSIONS AND COMMITTEES WHOSE MEMBERS ARE IN ATTENDANCE. THE MEMBERS OF THE OTHER CITY BOARDS, COMMISSIONS AND COMMITTEES MAY PARTICIPATE IN DISCUSSIONS WHICH OCCUR AT THE MEETING, BUT NO ACTION WILL BE TAKEN BY THE OTHER BOARDS, COMMISSIONS AND COMMITTEES WHOSE MEMBERS ARE IN ATTENDANCE.

Ordinance No. 618 (09/20/10), Repealing Ordinance No. 593

At all City Council, City Commission or City Board meetings, the agenda shall include a "citizens to be heard" item. It is suggested that Citizens wishing to speak during this item sign in on the sign up roster prior to the meeting. During "citizens to be heard" comments, each individual may speak on an agenda item or any other matter affecting the city. In addition to the "citizens to be heard" portion of meetings, a person may make comments on agenda items prior to the vote on the agenda item. A member of the public will have a total of six (6) minutes to be heard during a City Council, City Commission or City Board Meeting. This does not include any responses from the body. The six (6) minutes time limit authorized herein may not be transferred to another speaker in whole or in part. The presiding Officer or his/her designee will assign a Time Keeper to each meeting. The Time Keeper will maintain strict compliance of the six (6) minute rule,

stopping speakers who exceed the allotted time. As authorized by Section 551.042 of the Texas Government Code, the Presiding Officer may direct a City Official to make: a statement of specific factual information in response to an inquiry made by a member of the public or of the City Council, or; a recitation of existing policy in response to an inquiry made by a member of the public or the City Council. Any deliberation of or decision about the subject of the inquiry shall be limited to a proposal to place the subject on the agenda for a subsequent meeting. Any question posed by a Citizen, Council Member, Board Member or Commission Member for which an answer is not available at a meeting shall be answered by a member of the staff or Presiding Officer at the next regular meeting of the Body, if an answer is reasonably available and prudent. If the information is sensitive, staff will seek advice from the City Attorney.

REQUEST ALL PAGERS AND CELL PHONES BE TURNED OFF, EXCEPT EMERGENCY ON-CALL PERSONNEL. CITIZENS ARE ASKED TO REFRAIN FROM TALKING DURING COUNCIL PROCEEDINGS.

Meeting Chair: please remind each participant in your meeting that they must speak into a microphone; the recording is the Official Minutes of your meeting and all who speak must be recorded. All guest speakers and citizens to be heard must speak from podium. Please interrupt speakers during meeting if you recognize that they are not speaking into microphone and have them do so.

I. Call to Order, Pledge of Allegiance, Invocation and Announcement

II. Citizens to be Heard on Subsequent and Non-Subsequent Agenda Items

1. A member of the public will have three (3) minutes to discuss non-subsequent agenda items.
2. A member of the public will have six (6) minutes to discuss subsequent agenda items.
3. City Council may discuss and respond to current and past agendas on subsequent and non-subsequent agenda items by citizens to be heard.

III. Presentations

1. City Council will receive a presentation from Walt Busby and Steve Lipscomb with Stratford Properties regarding Tract 2 (non-CC) use of the proposed development of the 110 acre project located at the northeast corner of Eisenhower Road and IH35.

IV. Discuss & Act – Planning & Zoning

1. The Windcrest Planning & Zoning Commission will consider a draft ordinance amending the official zoning map of the City of Windcrest, Texas by changing the zoning district boundary of Tract 2 (non CC use) of the 110 acre project located at the northeast corner of Eisenhower Rd and IH35 and make recommendations regarding the draft ordinance to the City Council.

V. Ordinances **"In conjunction with the first reading of an ordinance, a motion should be made to either "reject the proposed ordinance" or "to forward the proposed ordinance to a subsequent City Council meeting for final adoption at its second reading". **

1. City Council will review, discuss and may take action on Ordinance No. 2014-713(O), an ordinance amending the official zoning map of the City of Windcrest, Texas by changing the zoning classification of certain property near the IH35/Eisenhower intersection (Tracts 2A, 3, 4 and 5, totaling 58.62 acres of the 110.30 acres). *(First Reading)* (Att. 1)
Ref: 07.28.14 Joint SCCM/ P&Z Commission Meeting
http://windcresttx.granicus.com/MediaPlayer.php?view_id=8&clip_id=1293
2. City Council will review, discuss and may take action on Ordinance No. 2014-714(O), an ordinance to order to order a general election on November 04, 2014 for the purpose of electing three council members to city council places one, two, and three for the City of Windcrest; making provisions for the conduct of such election and resolving other matters related to the conduct of such election. *(First Reading)* (Att. 2)

VI. Resolutions

None

VII. Discuss and Act

1. City Council will review, discuss and may take action on the recommendations of the Planning and Zoning Commission regarding a draft Ordinance amending the official zoning map of the City of Windcrest, Texas by changing the zoning district boundary of Tract 2 (non CC use) of the 110 acre project located at the northeast corner of Eisenhower Rd and IH35.
2. City Council will review, discuss and may take action on the Fiscal Year 2014-2015 proposed tax rate at \$_____/ \$100 of which all is for maintenance and operations. The proposed budget is based on a 18% tax rate reduction as compared to last year's. This is below the effective rate of \$0.390564/\$100 and below the rollback rate of \$0.358929/\$100. (Att. 3)
3. City Council will review, discuss and may take action on setting dates for City Council meetings in September due to the Special City Council Meeting occurring on Labor Day, September 01, 2014.
4. City Council will review, discuss and may take action on a possible date to conduct a public hearing regarding the Fiscal Year 2014-2015 Budget.
5. City Council will review, discuss and may take action on a possible date to conduct a public hearing regarding the proposed Tax Rate.

6. City Council will review, discuss and may take action on fishing at the Windcrest Ponds.

VIII. General Announcements & Future Agenda Items Requested

Per Ordinance No. 618, repealing Ordinance No. 593; Section 9: Every agenda shall include an item entry granting a member the opportunity to propose an item for consideration of future agendas for Regular or Special Meetings. Any member may request the inclusion of such items at any meeting.

IX. Adjournment

The City Council reserves the right to retire into executive session whenever it is considered necessary and legally justified under the Texas Government Code, Subchapter D, Sections 551.071 et. seq. including, but not limited to, consultation with attorney, real property, prospective gifts, personnel matters, exclusion of witness, security devices, and economic development matters.

I, the undersigned authority, do hereby certify that the above Notice of Meeting of the City Council of the City of Windcrest is a true and correct copy of said Notice and was posted on the bulletin board at City Hall of said City in a convenient place to the public and said Notice was posted more than seventy-two hours prior to the meeting on August 04, 2014.

By:  , City Secretary

In compliance with the Americans With Disabilities Act, the City of Windcrest Council Chambers are wheelchair accessible, and accessible parking spaces are available. The City of Windcrest will provide for reasonable accommodations for persons attending City Council meetings. To better serve you, requests should be received 48 hours prior to the meetings. Please contact Kelly Rodriguez, City Secretary, at 210-655-0022 ext. 2150 or Fax 210-655-8776.

I certify that the attached notice and agenda of items to be considered by the City Council was removed by me from the City Hall bulletin board on the ____ August, 2014.

____ Title: _____



ORDINANCE NO. 2014-713(O)

AN ORDINANCE AMENDING THE OFFICIAL ZONING MAP OF THE CITY OF WINDCREST, TEXAS BY CHANGING THE ZONING DISTRICT CLASSIFICATION OF CERTAIN PROPERTY NEAR THE IH 35/EISENHAUER INTERSECTION. (Tracts 2A, 3, 4 and 5, totaling 58.62 acres of the 110.30 acres)

WHEREAS, on January 6, 2014 the City of Windcrest (“City”) City Council amended the City of Windcrest Code of Ordinances Chapter 23 to include the “B-3” Business District zoning category, as further described in Code of Ordinances Subchapter 23.1400; and

WHEREAS, City Code of Ordinances Subchapter 23.1400 permits “CC” uses within the “B-3” Business District if the City Council zones the property accordingly and grants specific approval for a proposed CC use as provided in Section 23.1401 3 of the Code of Ordinances; and

WHEREAS, the City Council revised City Code of Ordinances Section 21.1401(d) to limit CC uses to no more than 65% of the gross area of a “B-3” zoned tract of 40 acres or greater; and

WHEREAS, in accordance with City Code of Ordinances Section 23.1800, the owner of 110.30 acres located within the boundaries of the City of Windcrest applied to the City for a change of zoning from “B-2” Business District to “B-3” Business District with “CC” uses; and

WHEREAS, public hearings were held after notice and publication regarding this amendment to the Official Zoning Map and zoning classification at which time parties in interest and citizens were given an opportunity to be heard; and

WHEREAS, the Planning and Zoning Commission, after a public meeting was held by it on July 28, 2014, recommended the Official Zoning Map of the City of Windcrest be amended by the City Council for Tracts 2A, 3, 4 and 5, totaling 58.62 acres of the 110.30 acres to “B-3” Business District with CC uses to be determined in the future by specific City Council approval as provided in Section 23.1401 3 of the Code of Ordinances; and

WHEREAS, the Planning and Zoning Commission took no action on the remaining 51.68 acres included in the original zoning application; and

WHEREAS, on July 28, 2014 the City Council after consideration of the Planning and Zoning Commission recommendation and public input, discussed the recommendation of the Planning

and Zoning Commission to approve the rezoning of Tracts 2A, 3, 4, and 5 to “B-3” Business District with CC uses to be determined in the future by specific City Council approval as provided in Section 23.1401 3 of the Code of Ordinances; and

WHEREAS, on August 4, 2014 the City Council after consideration of the Planning and Zoning Commission recommendation and public input, voted on the first reading to accept the recommendation of the Planning and Zoning Commission to approve the rezoning of Tracts 2A, 3, 4, and 5 to “B-3” Business District with CC uses to be determined in the future by specific City Council approval as provided in Section 23.1401 3 of the Code of Ordinances.

NOW, THEREFORE, BE IT ORDAINED BY THE CITY COUNCIL OF THE CITY OF WINDCREST, TEXAS:

SECTION 1. The Official Zoning Map of the City of Windcrest is amended by changing the zoning district boundary of Tracts 2A, 3, 4 and 5 totaling 58.62 acres (“Property”) from “B-2” Business District to “B-3” Business District. CC uses in Tracts 4 and 5 may obtain specific CC use approval as provided in Section 23.1401 3 of the Code of Ordinances.

SECTION 2. A description of the Property is attached as “Exhibit A” and made a part hereof and incorporated herein for all purposes. The Property includes tracts identified on the Conceptual Land Use Plan as Tract 2A, Tract 3, Tract 4, and Tract 5.

SECTION 3. In accordance with City of Windcrest Code of Ordinances Chapter 23, Section 23.1401(d), CC uses within a parcel of 40 acres or more are limited to 65% of the gross area of a proposed conceptual land use plan. Section 23.1401(e) prohibits CC uses within 250 feet of a federal highway right of way. CC uses shall not exceed 38.1 acres and shall only be located in the area identified as Tract 4 and Tract 5 on the Conceptual Land Use Plan submitted by the Applicant. Prior to submission of an application for approval of specific CC uses, the applicant shall obtain approval by the city of the property to be set aside for use as open space, public/civic space or buildings, green space, community playgrounds and/or recreational areas as provided in Section 23.1409 of the Code of Ordinances. Furthermore, the applicant shall obtain approval by the city of the deed restrictions to be placed on Tract 2A, Tract 3, Tract 4 and Tract 5, including certain land uses, such as prohibitions against multi-family structures and uses, 24 hour businesses, 24 hour restaurants, convenience stores, bars and night clubs, sexually-oriented businesses, pawn shops, payday loan lenders and gas stations.

SECTION 4. City zoning records and maps shall be changed in accordance with this ordinance and the same shall be available and open to the public for inspection.

SECTION 5. This ordinance shall be effective immediately.

PASSED AND APPROVED, on the ____ day of _____, 2014 at the first reading and August 18, 2014 at the second reading of regular meetings of the City Council of the City of Windcrest, Texas which meetings were held in compliance with the Open Meetings Act, Tex. Gov’t Code, §551.001, et.seq. at which meetings a quorum was present and voting.

CITY OF WINDCREST, TEXAS

ALAN BAXTER, MAYOR

ATTEST:

KELLY RODRIGUEZ, CITY SECRETARY

APPROVED AS TO FORM:

MICHAEL S. BRENAN, CITY ATTORNEY

THIS INSTRUMENT WAS PREPARED BY,
RECORD AND RETURN TO:

Allan S. Katz
Hudnall P.C.
5949 Sherry Lane, Suite 1750
Dallas, Texas 75225

EASEMENT AND RESTRICTIVE COVENANT AGREEMENT
[Tract 4 and Tract 5]

THIS EASEMENT AND RESTRICTIVE COVENANT AGREEMENT (this "Agreement") is made and entered into to be effective as of _____, 2014 ("Effective Date"), by and between CAMELOT I NEIGHBORHOOD ASSOCIATION, INC. a Texas nonprofit corporation ("Association") and SLV IV – EISENHAUER POINT, L.P., a Texas limited partnership ("Owner").

RECITALS

A. Owner is the owner of certain land located in the City of Windcrest, Bexar County, Texas, which is more particularly described in Exhibit "A" attached hereto, containing approximately 16.266 acres ("Tract 4") and in Exhibit "B" attached hereto, containing approximately 21.825 acres ("Tract 5") (Tract 4 and Tract 5 are collectively referred to herein as the "Land", and the fee simple owner or owners of all or any portion of the Land from time to time are individually referred to herein as an "Owner", and "Tract" as used in this Agreement means that portion of the Land owned by an Owner).

B. The Association is the association of homeowners which own residential lots (each, a "Lot") in the subdivision adjoining the Land (the "Subdivision"), which Subdivision is bounded by _____ on the South, _____ on the East, _____ on the North and _____ on the West, as depicted on Exhibit "C" attached hereto.

C. Owner has rezoned the Land to the B-3 Business District. In connection therewith, that certain Land Use Agreement dated September 13, 1995, and recorded on November 17, 1997, in Volume 7262, Page 0202, as Instrument No. 97-0162623, of the Real Property Records of Bexar County, Texas, has been terminated.

D. In consideration of the cooperation of the Association with respect to the foregoing, Owner has agreed to subject the Land to the easements, covenants, and restrictions hereinafter set forth, each of which shall be binding upon and run with the title to the Land.

NOW, THEREFORE, in consideration of the foregoing and other good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, Owner and the Association agree as follows:

ARTICLE I EASEMENTS, COVENANTS AND RESTRICTIONS

1.1 Wall Easement. Owner hereby grants to the Association a perpetual, non-exclusive easement for the benefit of the Association, the purpose of which easement is for the Wall to remain within the Wall Easement Area on Tract 5. Owner agrees not to remove the Wall or materially modify the Wall on such Owner's Tract, other than to replace the Wall within the Wall Easement Area on such Owner's Tract (any such replacement to be substantially similar in height and utilize reasonably equivalent quality of materials), except as otherwise required by law or governmental authority. The foregoing shall constitute a restrictive covenant and equitable servitude upon the Wall Easement Area. Each Owner of a Tract shall be responsible, at such Owner's sole cost and expense, for keeping the portion of the Wall located on such Owner's Tract in good condition and repair, including repair and replacement thereof in the event of a casualty. The location of the Wall Easement Area is described on Exhibit "D" attached hereto. The "Wall" as used herein, means the wall constructed (or to be constructed, subject to approval by the City of Windcrest) within the Wall Easement Area, which Wall as initially constructed is/shall be approximately eight (8) feet high and constructed of precast patterned concrete panels, except as otherwise required by applicable law or governmental authority.

1.2 Sign Easement. Owner hereby grants to the Association a perpetual, non-exclusive easement for the benefit of the Association, the purpose of which easement is for the Sign to remain within the Sign Easement Area on Tract 5. Owner agrees not to remove the Sign or materially modify the Sign on such Owner's Tract, other than to replace the Sign within the Sign Easement Area on such Owner's Tract (any such replacement to be substantially similar in size and utilize reasonably equivalent quality of materials), except as otherwise required by law or governmental authority. The foregoing shall constitute a restrictive covenant and equitable servitude upon the Sign Easement Area. The Owner of the Tract on which the Sign is located shall be responsible, at such Owner's sole cost and expense, for keeping the Sign located on such Owner's Tract in good condition and repair, including repair and replacement thereof in the event of a casualty. The location of the Sign Easement Area is described on Exhibit "E" attached hereto. The "Sign" as used herein, means the sign constructed (or to be constructed, subject to approval by the City of Windcrest) within the Sign Easement Area, which Sign as initially constructed is/shall be approximately six (6) feet in height and eight (8) feet in width and constructed of concrete, cast stone, masonry or combination thereof with lettering either cast or carved into the face or pin-mounted on the surface with metal letters, except as otherwise required by applicable law or governmental authority. The Sign shall be used for identification of the Subdivision only. The Association shall not have the right to install, change or replace any text, message, copy, design, advertising or any other matter on such Sign or allow any person to do so. The Owner of the Tract on which the Sign is located shall have the right, at such Owner's sole cost and expense, to relocate the Sign to another location on its Tract so long as the visibility of the Sign from Ray Bon Drive as relocated is not materially impacted.

1.3 General. Owner reserves for itself and its successors and assigns, the right to use and construct improvements within the Wall Easement Area and Sign Easement Area, and to grant easements to utility service providers and governmental authorities in connection therewith,

for any purpose which is not inconsistent with and does not unreasonably interfere with the Association's rights hereunder.

1.4 Maintenance. Each Owner, at such Owner's sole cost and expense, shall maintain the exterior areas on its Tract in good condition and repair, and in a clean and attractive condition.

1.5 Prohibited Uses. The following uses shall not be permitted on any Tract: (a) 24 hour businesses; (b) 24 hour restaurants; (c) convenience stores; (d) bars or nightclubs; (e) sexually-oriented businesses (as defined in Exhibit "G" attached hereto); (f) pawn shops; (g) payday loan lenders; (h) apartments; or (i) gas stations.

1.6 Loudspeakers, Paging Systems and Outdoor Music. Except for security alarms, no outdoor loudspeakers, paging systems or outdoor music which can be heard from any Lot within the Subdivision shall be allowed on any Tract.

1.7 Lighting. Exterior lighting on each Tract shall be designed to minimize impact on adjacent Lots, subject to applicable governmental requirements.

1.8 Windows. No building on any Tract that abuts any Lot in the Subdivision shall contain windows on walls facing any Lot in the Subdivision other than windows on the first floor of such building with a maximum top window casing height of fourteen (14) feet above the adjacent ground elevation.

1.9 Buffer Area. No buildings shall be constructed within the Buffer Area, as described in Exhibit "F" attached hereto.

1.10 Storm Water Drainage. In the construction of improvements by an Owner on its Tract, such Owner shall ensure that its construction does not result in a material increase in the flow of storm water runoff from such Owner's Tract to any Lot in the Subdivision or impede the flow of runoff from any Lot in the Subdivision.

ARTICLE II GENERAL PROVISIONS

2.1. Covenants Running With the Land. The easements, covenants, and restrictions contained herein shall run with the Land and shall be binding upon the Owner and its successors-in-title to each portion of the Land. The benefits and rights contained in this Agreement are personal to the Association. Any transferee of the Land (or any portion thereof) shall automatically be deemed, upon conveyance of the title to the Land (or any portion thereof), to have assumed all obligations under this Agreement relating to the portion of the Land so acquired, and the transferor/assignor shall be released from all obligations hereunder with respect to such portion of the Land conveyed.

2.2. Term; Termination. This Agreement shall be in effect beginning on the Effective Date and shall continue in effect until the date that is twenty-five (25) years after the Effective Date hereof, after which time this Agreement shall be automatically extended for successive periods of five (5) years each unless the Association agrees in writing to terminate this Agreement and a termination executed by the Association is filed in the real property records of Bexar County, Texas, in which event this Agreement shall be of no further force or effect upon the filing of such termination.

2.3 Enforcement. The easements, covenants and restrictions in this Agreement shall only be enforceable by the Association, and shall be enforceable by way of injunction or specific performance, in addition to any other remedy available at law or in equity. Failure by the Association to insist upon or enforce any of its rights under this Agreement shall not constitute a waiver thereof. No Owner shall be liable for any default or other violation of this Agreement pertaining to any Tract except for defaults and violations pertaining the Tract or Tracts owned by such Owner.

2.4. Amendments. This Agreement may be amended or terminated in whole or in part by written instrument executed by the Association and the Owner(s) of the Tract(s) as to which the amendment or termination pertains, and each such amendment or termination to be effective must be filed in the real property records of Bexar County, Texas. The Association may waive in writing the benefit of any provision or condition contained in this Agreement with respect to all or any portion of the Land.

2.5. Severability. If any provision of this Agreement or the application thereof to any person or circumstance shall for any reason and to any extent be invalid or unenforceable, the remainder of this Agreement and the application of such provisions which are not invalid to persons or circumstances shall not be affected thereby, but rather this Agreement shall be enforced to the greatest extent permitted by law.

2.6. Governing Law. This Agreement shall be governed by and construed under the laws of the State of Texas.

2.7. Counterparts. This Agreement may be executed in multiple counterparts, each of which, when taken together, shall constitute one and the same original instrument.

2.8. Non-Dedication. Nothing contained in this Agreement shall be deemed to be a gift or dedication of any property affected hereby, or any portion thereof, to the general public or for any public use or purpose whatsoever. Nothing in this Agreement shall confer upon any person, other than the Association, any rights or remedies under or by reason of this Agreement, nor shall any third party be deemed a beneficiary of any of the provisions contained herein.

2.9 Estoppels. Each Owner may from time to time request the Association to provide to such Owner, its mortgagee or prospective purchaser, and the Association shall so provide within ten days of such request, an estoppel letter or certificate stating that, to the Association's knowledge, the requesting Owner is in compliance with the terms and provisions of this

Agreement and such other factual information as the requesting Owner shall reasonably request, or any exceptions thereto.

2.10. Mortgagee Subordination. Any mortgage, deed of trust or similar instrument affecting any portion of the Land (or any interest therein) shall at all times be subject and subordinate to the terms of this Agreement, and any mortgagee foreclosing any such deed of trust or similar instrument, or acquiring title by deed in lieu of foreclosure, shall acquire title subject to all of the terms and provisions of this Agreement.

[SIGNATURE PAGES FOLLOW]

IN WITNESS WHEREOF, the parties have caused this instrument to be duly executed, to be effective as of the day and year first above written.

OWNER:

**SLF IV – EISENHAUER POINT, L.P.,
a Texas limited partnership**

By: SLF IV Eisenhower Point GP, LLC,
a Texas limited liability company,
its General Partner

By: Stratford Land Fund IV, L.P.,
a Delaware limited partnership,
its Co-Managing Member

By: Stratford Fund IV GP, LLC,
a Texas limited liability company,
its General Partner

By: _____
Name: _____
Title: _____

STATE OF TEXAS §
 §
COUNTY OF DALLAS §

The foregoing instrument was ACKNOWLEDGED before me this ____ day of July, 2013, by _____, _____ of Stratford Fund IV GP, LLC, a Texas limited liability company, General Partner of Stratford Land Fund IV, L.P., a Delaware limited partnership, Co-Managing Member of SLF IV Eisenhower Point GP, LLC, a Texas limited liability company, General Partner of SLF IV – EISENHAUER POINT, L.P., a Texas limited partnership, on behalf of said limited partnership.

[S E A L]

Notary Public, State of Texas

My Commission Expires:

(Printed Name of Notary Public)

ASSOCIATION:

**CAMELOT I NEIGHBORHOOD ASSOCIATION,
INC.**

a Texas nonprofit corporation

By: _____

Its: President

STATE OF TEXAS §

 §

COUNTY OF _____ §

The foregoing instrument was ACKNOWLEDGED before me this ____ day of _____, 2014, by _____, the President of Camelot I Neighborhood Association, Inc., on behalf of said corporation.

[S E A L]

Notary Public, State of Texas

My Commission Expires:

(Printed Name of Notary Public)

EXHIBIT A

Tract 4 Legal Description

A 16.266 ACRE TRACT OF LAND SITUATED IN THE CITY OF WINDCREST, BEXAR COUNTY, TEXAS, BEING THAT SAME TRACT OF LAND CALLED TRACT IV, CONVEYED TO THE CITY OF WINDCREST, TEXAS/CITY OF WINDCREST ECONOMIC DEVELOPMENT CORPORATION BY DEED OF RECORD IN VOLUME 13317, PAGE 1085 OF THE REAL PROPERTY RECORDS OF BEXAR COUNTY, TEXAS; SAID 16.266 ACRE TRACT BEING MORE PARTICULARLY DESCRIBED BY METES AND BOUNDS AS FOLLOWS WITH ALL BEARINGS BEING REFERENCED TO THE NORTH AMERICAN DATUM 1983, TEXAS COORDINATE SYSTEM, SOUTH CENTRAL ZONE, USING A COMBINED SCALE FACTOR OF 1.0001300

BEGINNING, AT A FOUND ½ INCH IRON ROD WITH "DOUCET" CAP LOCATED IN THE NORTHERLY RIGHT-OF-WAY LINE OF EISENHOWER ROAD (R.O.W. VARIES), BEING THE NORTHEASTERLY RIGHT-OF-WAY RETURN OF THE INTERSECTION OF THE NORTHERLY RIGHT-OF-WAY LINE OF EISENHOWER ROAD AND THE EASTERLY RIGHT-OF-WAY LINE OF FRATT ROAD (R.O.W. VARIES), BEING THE SOUTHWESTERLY CORNER OF SAID TRACT IV;

THENCE, NORTHWESTERLY, ALONG THE AFOREMENTIONED RIGHT-OF-WAY RETURN, BEING ALONG THE ARC OF A CURVE TO THE RIGHT HAVING A RADIUS OF 26.25 FEET, A CENTRAL ANGLE OF 91° 13' 42", AN ARC LENGTH OF 41.80 FEET AND A CHORD BEARING N 46° 16' 49" W, A DISTANCE OF 37.52 FEET TO A FOUND 1/2 INCH IRON ROD WITH SPINNER LOCATED IN THE EASTERLY RIGHT-OF-WAY LINE OF FRATT ROAD;

THENCE, N 00° 27' 36" W, ALONG THE EASTERLY RIGHT-OF-WAY LINE OF FRATT ROAD, A DISTANCE OF 490.64 FEET TO A FOUND ½ INCH IRON ROD LOCATED AT THE SOUTHEASTERLY CUT-BACK CORNER OF FRATT ROAD AND EXCALIBUR ROAD (50' R.O.W.);

THENCE, N 44° 32' 59" E, ALONG THE AFOREMENTIONED SOUTHEASTERLY CUT-BACK CORNER, A DISTANCE OF 21.02 FEET TO A FOUND ½ INCH IRON ROD IN THE SOUTHERLY RIGHT-OF-WAY LINE OF EXCALIBUR ROAD;

THENCE, N 89° 28' 07" E, ALONG THE SOUTHERLY RIGHT-OF-WAY LINE OF EXCALIBUR ROAD, A DISTANCE OF 1202.33 FEET TO A FOUND ½ INCH IRON ROD LOCATED AT THE SOUTHWESTERLY RIGHT-OF-WAY RETURN OF THE INTERSECTION OF THE SOUTHERLY RIGHT-OF-WAY LINE OF EXCALIBUR ROAD AND THE WESTERLY RIGHT-OF-WAY LINE OF RAY BON DRIVE (60' R.O.W.);

THENCE, SOUTHEASTERLY, ALONG THE AFOREMENTIONED RIGHT-OF-WAY RETURN, BEING ALONG THE ARC OF A CURVE TO THE RIGHT HAVING A RADIUS OF 15.00 FEET, A CENTRAL ANGLE OF 89° 44' 51", AN ARC LENGTH OF 23.50 FEET AND A CHORD BEARING S 45° 13' 29" E, A DISTANCE OF 21.17 FEET TO A F FOUND ½ INCH IRON ROD LOCATED IN THE WESTERLY RIGHT-OF-WAY LINE OF RAY BON DRIVE;

THENCE, ALONG THE WESTERLY RIGHT-OF-WAY LINE OF RAY BON DRIVE, THE FOLLOWING COURSES:

S 00° 39' 42" E, A DISTANCE OF 9.91 FEET TO A SET ½ INCH IRON ROD WITH BPI CAP;

SOUTHEASTERLY, ALONG THE ARC OF A CURVE TO THE LEFT HAVING A RADIUS OF 430.00 FEET, A CENTRAL ANGLE OF 39° 56' 32", AN ARC LENGTH OF 299.76 FEET AND A CHORD BEARING S 20° 31' 25" E, A DISTANCE OF 293.73 FEET TO A FOUND ½ INCH IRON ROD;

SOUTHEASTERLY, ALONG THE ARC OF A CURVE TO THE RIGHT HAVING A RADIUS OF 370.00 FEET, A CENTRAL ANGLE OF $35^{\circ} 41' 06''$, AN ARC LENGTH OF 230.44 FEET AND A CHORD BEARING $S 22^{\circ} 38' 13'' E$, A DISTANCE OF 226.74 FEET TO A FOUND $\frac{1}{2}$ INCH IRON ROD WITH "DOUCET" CAP AT THE NORTHWESTERLY RIGHT-OF-WAY RETURN OF THE INTERSECTION OF THE WESTERLY RIGHT-OF-WAY LINE OF RAY BON DRIVE AND THE NORTHERLY RIGHT-OF-WAY LINE OF EISENHAUER ROAD;

THENCE, SOUTHWESTERLY, ALONG THE AFOREMENTIONED RIGHT-OF-WAY RETURN, BEING ALONG THE ARC OF A CURVE TO THE RIGHT HAVING A RADIUS OF 25.00 FEET, A CENTRAL ANGLE OF $94^{\circ} 00' 53''$, AN ARC LENGTH OF 41.02 FEET AND A CHORD BEARING $S 42^{\circ} 17' 08'' W$, A DISTANCE OF 36.57 FEET TO A FOUND $\frac{1}{2}$ INCH IRON ROD WITH SPINNER LOCATED IN THE NORTHERLY RIGHT-OF-WAY LINE OF EISENHAUER ROAD;

THENCE, ALONG THE NORTHERLY RIGHT-OF-WAY LINE OF EISENHAUER ROAD, BEING THE SOUTHERLY LINE OF SAID TRACT IV AND HEREOF, THE FOLLOWING COURSES:

$S 89^{\circ} 21' 14'' W$, A DISTANCE OF 761.30 FEET TO A FOUND $\frac{1}{2}$ INCH IRON ROD;

$S 89^{\circ} 28' 12'' W$, A DISTANCE OF 269.74 FEET TO A FOUND $\frac{1}{2}$ INCH IRON ROD;

NORTHWESTERLY, ALONG THE ARC OF A CURVE TO THE LEFT HAVING A RADIUS OF 6600.07 FEET, A CENTRAL ANGLE OF $02^{\circ} 54' 56''$, AN ARC LENGTH OF 335.85 FEET AND A CHORD BEARING $N 89^{\circ} 12' 44'' W$, A DISTANCE OF 335.81 FEET TO THE POINT OF BEGINNING, CONTAINING AN AREA OF 16.266 ACRES (708,534 SQ. FT.) OF LAND, MORE OR LESS.

EXHIBIT B

Tract 5 Legal Description

A 21.825 ACRE TRACT OF LAND SITUATED IN THE CITY OF WINDCREST, BEXAR COUNTY, TEXAS, BEING THAT SAME TRACT OF LAND CALLED TRACT V, CONVEYED TO THE CITY OF WINDCREST, TEXAS/CITY OF WINDCREST ECONOMIC DEVELOPMENT CORPORATION BY DEED OF RECORD IN VOLUME 13317, PAGE 1085 OF THE REAL PROPERTY RECORDS OF BEXAR COUNTY, TEXAS; SAID 21.825 ACRE TRACT BEING MORE PARTICULARLY DESCRIBED BY METES AND BOUNDS AS FOLLOWS WITH ALL BEARINGS BEING REFERENCED TO THE NORTH AMERICAN DATUM 1983, TEXAS COORDINATE SYSTEM, SOUTH CENTRAL ZONE, USING A COMBINED SCALE FACTOR OF 1.0001300

BEGINNING, AT A FOUND ½ INCH IRON ROD WITH LOCATED IN THE NORTHERLY RIGHT-OF-WAY LINE OF EISENHauer ROAD (R.O.W. VARIES), BEING THE NORTHEASTERLY RIGHT-OF-WAY RETURN OF THE INTERSECTION OF THE NORTHERLY RIGHT-OF-WAY LINE OF EISENHauer ROAD AND THE EASTERLY RIGHT-OF-WAY LINE OF RAY BON DRIVE (60' R.O.W.), BEING THE SOUTHWESTERLY CORNER OF SAID TRACT V;

THENCE, NORTHWESTERLY, ALONG THE AFOREMENTIONED RIGHT-OF-WAY RETURN, BEING ALONG THE ARC OF A CURVE TO THE RIGHT HAVING A RADIUS OF 25.00 FEET, A CENTRAL ANGLE OF 86° 22' 25", AN ARC LENGTH OF 37.69 FEET AND A CHORD BEARING N 47° 42' 28" W, A DISTANCE OF 34.22 FEET TO A FOUND 1/2 INCH IRON ROD WITH "DOUCET" CAP LOCATED IN THE EASTERLY RIGHT-OF-WAY LINE OF RAY BON DRIVE;

THENCE, ALONG THE EASTERLY RIGHT-OF-WAY LINE OF RAY BON DRIVE, BEING THE WESTERLY LINE OF SAID TRACT V AND HEREOF, THE FOLLOWING COURSES:

NORTHWESTERLY, ALONG THE ARC OF A CURVE TO THE LEFT HAVING A RADIUS OF 430.00 FEET, A CENTRAL ANGLE OF 35° 59' 47", AN ARC LENGTH OF 270.15 FEET AND A CHORD BEARING N 22° 25' 15" W, A DISTANCE OF 265.73 FEET TO A FOUND ½ INCH IRON ROD;

NORTHWESTERLY, ALONG THE ARC OF A CURVE TO THE RIGHT HAVING A RADIUS OF 370.00 FEET, A CENTRAL ANGLE OF 39° 55' 51", AN ARC LENGTH OF 257.86 FEET AND A CHORD BEARING N 20° 36' 28" W, A DISTANCE OF 252.67 FEET TO A FOUND ½ INCH IRON ROD WITH SPINNER;

N 00° 06' 31" E, A DISTANCE OF 25.27 FEET TO A FOUND ½ INCH IRON ROD;

N 00° 23' 00" W, A DISTANCE OF 173.34 FEET TO A FOUND ½ INCH IRON ROD MARKING THE SOUTHWESTERLY CORNER OF CAMELOT SUBDIVISION UNIT 14, A SUBDIVISION OF RECORD IN VOLUME 5970, PAGE 27 OF THE DEED AND PLAT RECORDS OF BEXAR COUNTY, TEXAS, BEING THE NORTHWESTERLY CORNER OF SAID TRACT V AND HEREOF;

THENCE, ALONG THE SOUTHERLY BOUNDARY LINE OF SAID CAMELOT SUBDIVISION UNIT 14, BEING THE NORTHERLY LINE OF SAID TRACT V AND HEREOF, THE FOLLOWING COURSES:

N 89° 37' 14" E, A DISTANCE OF 990.21 FEET TO A FOUND ½ INCH IRON ROD;

NORTHEASTERLY, ALONG THE ARC OF A CURVE TO THE LEFT HAVING A RADIUS OF 487.84 FEET, A CENTRAL ANGLE OF 22° 10' 45", AN ARC LENGTH OF 188.84 FEET AND A CHORD BEARING N 78° 26' 39" E, A DISTANCE OF 187.67 FEET TO A SET ½ INCH IRON ROD WITH BPI CAP;

N 67° 19' 55" E, A DISTANCE OF 72.77 FEET TO A FOUND ½ INCH IRON ROD MARKING THE NORTHWESTERLY CORNER OF CAMELOT SUBDIVISION UNIT 13, A SUBDIVISION OF RECORD IN

VOLUME 6100, PAGE 49 OF SAID DEED AND PLAT RECORDS, BEING THE NORTHEASTERLY CORNER OF SAID TRACT V AND HEREOF;

THENCE, ALONG THE COMMON BOUNDARY LINE OF SAID CAMELOT SUBDIVISION UNIT 13 AND SAID TRACT V, THE FOLLOWING COURSES:

S 22° 44' 31" E, A DISTANCE OF 239.52 FEET TO A FOUND ½ INCH IRON ROD;

N 89° 34' 01" E, A DISTANCE OF 247.63 FEET TO A FOUND ½ INCH IRON ROD LOCATED IN THE WESTERLY RIGHT-OF-WAY LINE OF MIDCROWN DRIVE (60' R.O.W.);

THENCE, ALONG THE WESTERLY RIGHT-OF-WAY LINE OF MIDCROWN DRIVE, THE FOLLOWING COURSES:

SOUTHWESTERLY, ALONG THE ARC OF A CURVE TO THE RIGHT HAVING A RADIUS OF 640.00 FEET, A CENTRAL ANGLE OF 09° 54' 25", AN ARC LENGTH OF 110.66 FEET AND A CHORD BEARING S 31° 41' 31" W, A DISTANCE OF 110.52 FEET TO A FOUND ½ INCH IRON ROD;

SOUTHWESTERLY, ALONG THE ARC OF A CURVE TO THE LEFT HAVING A RADIUS OF 700.00 FEET, A CENTRAL ANGLE OF 37° 07' 08", AN ARC LENGTH OF 453.49 FEET AND A CHORD BEARING S 17° 57' 45" W, A DISTANCE OF 445.60 FEET TO A FOUND PK NAIL WITH SHINER;

S 01° 09' 32" E, A DISTANCE OF 0.25 FEET TO A SET ½ INCH IRON ROD WITH BPI CAP LOCATED AT THE NORTHWESTERLY RIGHT-OF-WAY RETURN OF THE INTERSECTION OF THE WESTERLY RIGHT-OF-WAY LINE OF MIDCROWN DRIVE AND THE NORTHERLY RIGHT-OF-WAY LINE OF EISENHauer ROAD;

THENCE, SOUTHWESTERLY, ALONG THE AFOREMENTIONED RIGHT-OF-WAY RETURN, BEING ALONG THE ARC OF A CURVE TO THE RIGHT HAVING A RADIUS OF 25.00 FEET, A CENTRAL ANGLE OF 90° 36' 46", AN ARC LENGTH OF 39.54 FEET AND A CHORD BEARING S 43° 52' 19" W, A DISTANCE OF 35.54 FEET TO A FOUND 1/2 INCH IRON ROD LOCATED IN THE NORTHERLY RIGHT-OF-WAY LINE OF EISENHauer ROAD;

THENCE, S 89° 20' 32" W, ALONG THE NORTHERLY RIGHT-OF-WAY LINE OF EISENHauer ROAD, BEING THE SOUTHERLY LINE OF SAID TRACT V AND HEREOF, A DISTANCE OF 1144.67 FEET TO THE **POINT OF BEGINNING**, CONTAINING AN AREA OF 21.825 ACRES (950,711 SQ. FT.) OF LAND, MORE OR LESS.

EXHIBIT C

Depiction of the Subdivision

EXHIBIT D

Description/Depiction of Wall Easement Area

EXHIBIT E

Description/Depiction of Sign Easement Area

EXHIBIT F

Description of Buffer Area

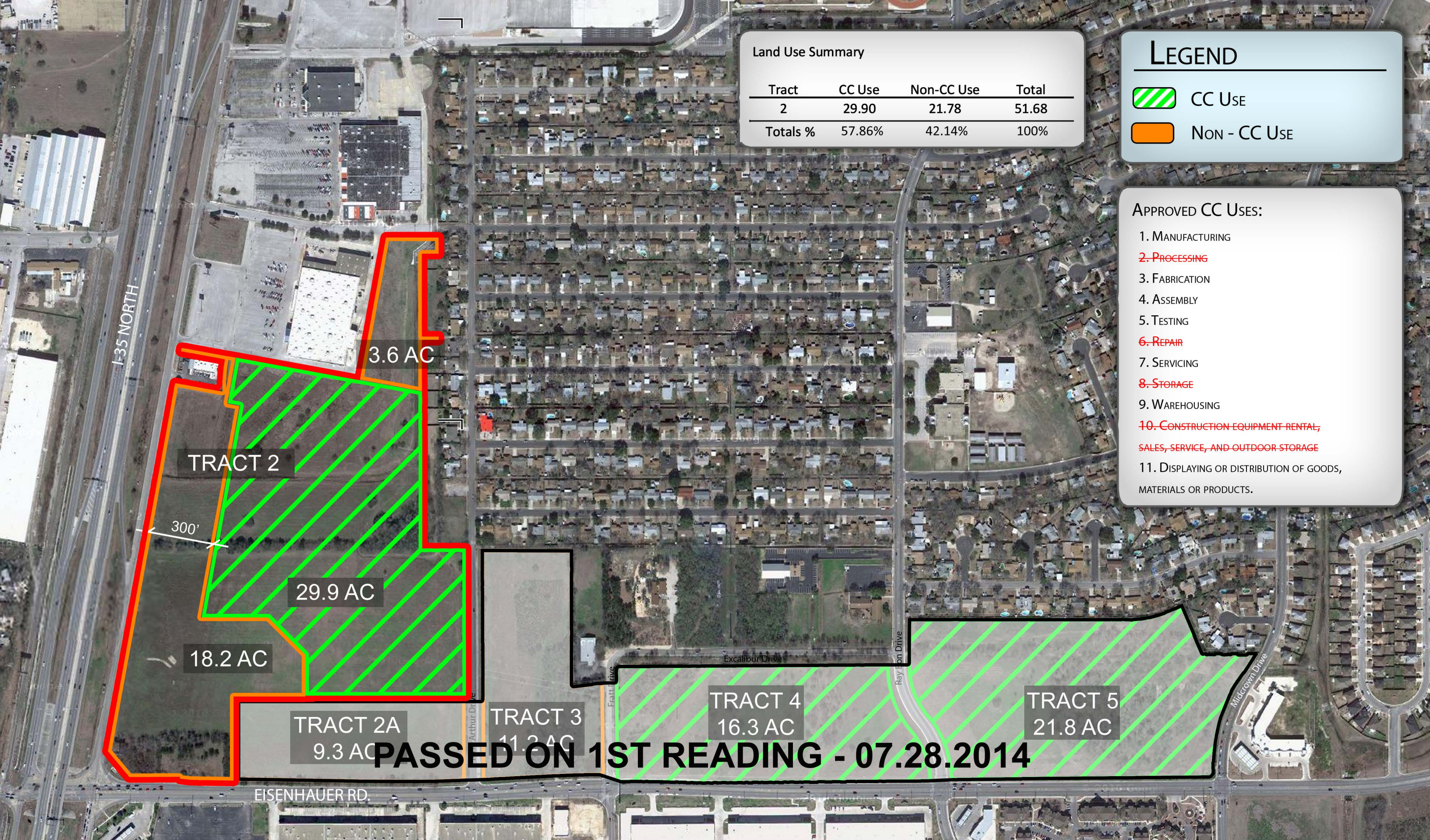
EXHIBIT C

Sexually Oriented Business Definition

Sexually oriented business means an adult arcade, adult bookstore, adult motel, adult mini-theater, massage parlor, sexual encounter establishment, nude modeling studio, nudity attraction establishment, or any establishment that, as one of its primary business purposes, offers a service, live entertainment or the selling, renting, or exhibiting of devices or any specified anatomical parts intended to provide sexual stimulation or sexual gratification to the customer and which is distinguished by or characterized by an emphasis on matter depicting, describing or relating to specified sexual activities or specified anatomical areas. Said term shall include any business that self-identifies itself as a sexually oriented business.

The term "sexually oriented business" shall not be construed to include:

- (1) Any business operated by or employing licensed psychologists, licensed physical therapists, licensed athletic trainers, licensed cosmetologists, or licensed barbers performing functions authorized under the licenses held;
- (2) Any business operated by or employing licensed physicians or licensed chiropractors engaged in practicing the healing arts; or
- (3) Any retail establishment whose major business is the offering of wearing apparel for sale to customers.



Land Use Summary

Tract	CC Use	Non-CC Use	Total
2	29.90	21.78	51.68
Totals %	57.86%	42.14%	100%

LEGEND

-  CC Use
-  Non - CC Use

APPROVED CC USES:

1. MANUFACTURING
- ~~2. PROCESSING~~
3. FABRICATION
4. ASSEMBLY
5. TESTING
- ~~6. REPAIR~~
7. SERVICING
- ~~8. STORAGE~~
9. WAREHOUSING
- ~~10. CONSTRUCTION EQUIPMENT RENTAL, SALES, SERVICE, AND OUTDOOR STORAGE~~
11. DISPLAYING OR DISTRIBUTION OF GOODS, MATERIALS OR PRODUCTS.



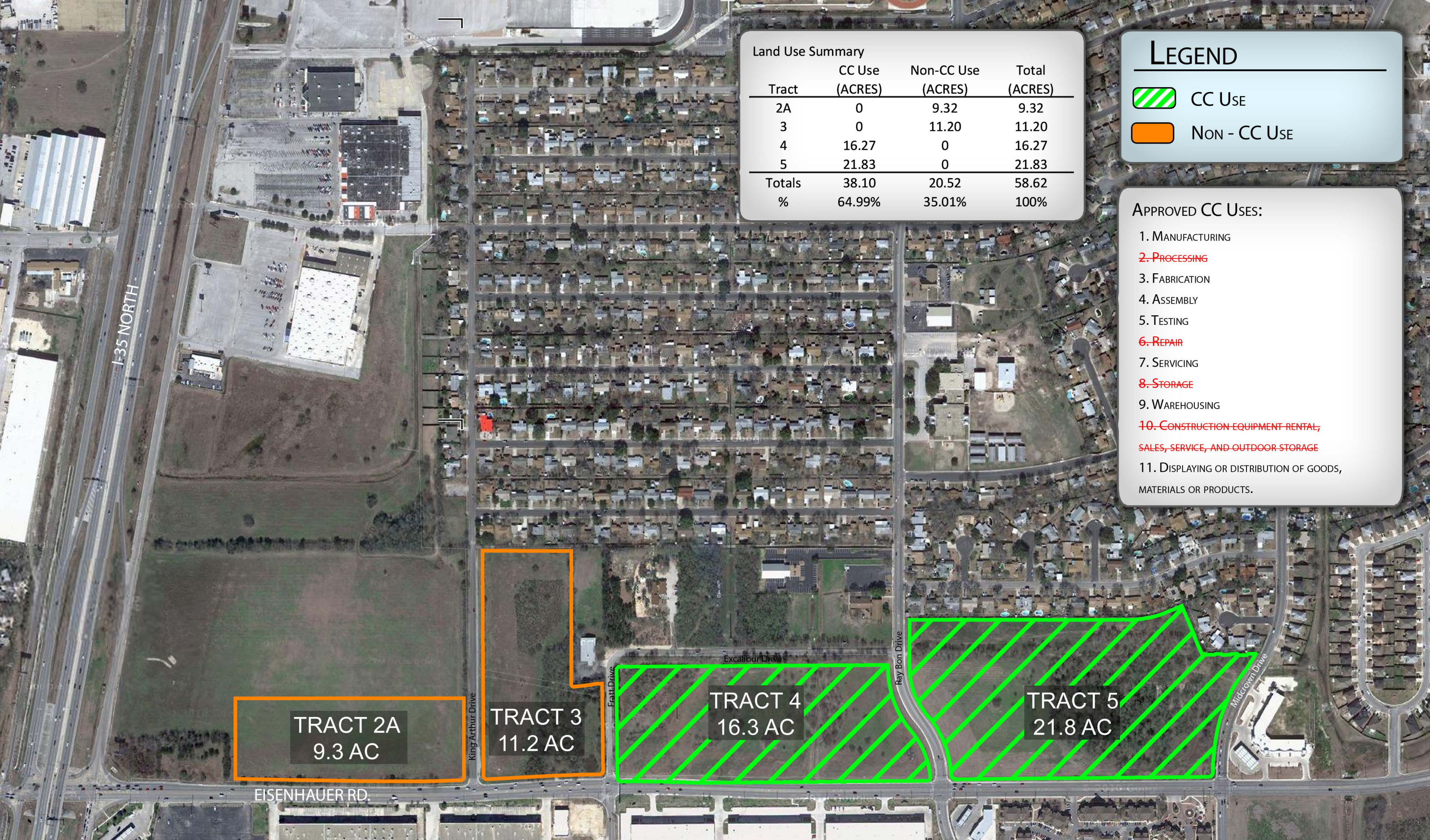
STRATFORDLAND

EISENHAUER POINT - 110 ACRE PROJECT
WINDCREST, TEXAS
TRACT 2



SA Partnership
ARCHITECTS
www.sapartnership.com 210.227.2282

07.29.2014



Land Use Summary

Tract	CC Use (ACRES)	Non-CC Use (ACRES)	Total (ACRES)
2A	0	9.32	9.32
3	0	11.20	11.20
4	16.27	0	16.27
5	21.83	0	21.83
Totals	38.10	20.52	58.62
%	64.99%	35.01%	100%

LEGEND



CC Use



Non - CC Use

APPROVED CC USES:

1. MANUFACTURING
- ~~2. PROCESSING~~
3. FABRICATION
4. ASSEMBLY
5. TESTING
- ~~6. REPAIR~~
7. SERVICING
- ~~8. STORAGE~~
9. WAREHOUSING
- ~~10. CONSTRUCTION EQUIPMENT RENTAL,
SALES, SERVICE, AND OUTDOOR STORAGE~~
11. DISPLAYING OR DISTRIBUTION OF GOODS,
MATERIALS OR PRODUCTS.

TRACT 2A
9.3 AC

TRACT 3
11.2 AC

TRACT 4
16.3 AC

TRACT 5
21.8 AC



STRATFORDLAND

EISENHAUER POINT - 110 ACRE PROJECT
WINDCREST, TEXAS
TRACTS 2A, 3, 4 AND 5



SA Partnership
ARCHITECTS
www.sapartnership.com 210.227.2282

07.29.2014



WINDCREST TEXAS

ORDINANCE NO. 2014-714(O)

AN ORDINANCE TO ORDER A GENERAL ELECTION ON NOVEMBER 4, 2014 FOR THE PURPOSE OF ELECTING THREE COUNCIL MEMBERS TO CITY COUNCIL PLACES ONE, TWO AND THREE FOR THE CITY OF WINDCREST; MAKING PROVISIONS FOR THE CONDUCT OF SUCH ELECTION AND RESOLVING OTHER MATTERS RELATED TO THE CONDUCT OF SUCH ELECTION.

NOW THEREFORE, BE IT ORDAINED BY THE CITY COUNCIL OF THE CITY OF WINDCREST, TEXAS:

1) That a General Election is hereby ordered to be held on November 4, 2014 in the City of Windcrest, Texas for the purpose of electing three Council Members to City Council Place One, Two and Three. Each Council Member elected shall serve a term of two years, with their terms terminating in November 2016, or when their successors are duly elected and qualified.

2) That at said election each of the foregoing named City Council positions shall be voted upon separately and that the candidate receiving the highest number of votes for each said City Council position shall be elected to such office.

3) That qualified persons desiring to be candidates in the aforementioned City Council Places shall file for election as such candidates with the City Secretary beginning at 8:00 a.m. on the 19th day of July, 2014 and not later than 5:00 p.m. on the 18th day of August, 2014.

4) Voting on Election Day and during early voting shall be done on Election Systems & Software, Inc. (ES&S) iVotronic™ Touch Screen Voting Unit with ballot tabulation performed by Bexar County Elections Administrator. Voting by Mail ballot and Provisional Voting shall be done on paper ballot.

5) The polling place designated for Windcrest voting precincts 4050, 4051, 4107, and

4175 for voting in the November 4, 2014 General Election shall be the Windcrest Takas Park Civic Center located at 9310 Jim Seal, Windcrest, Texas and such polling place shall be open on said election day from 7:00 a.m. to 7:00 p.m.

6) The polling places designated for Windcrest voting precincts 4050, 4051, 4107, and 4175 for Early Voting for the November 4, 2014 General Election shall be selected and published by the Bexar Elections Administrator. Early Voting will be conducted each weekday from 8:00 a.m. to 6:00 p.m. from October 20, 2014 through October 24, 2014. Weekend early voting will be conducted on Saturday, October 25, 2014 from 8:00 a.m. to 8:00 p.m. and Sunday, October 26, 2014 from 12:00 p.m. to 6:00 p.m. Extended hours for Early Voting will be conducted on October 27, 2014 through October 31, 2014 from 8:00 a.m. to 8:00 p.m.

7) Applications for ballot by mail shall be mailed to Bexar Elections Administrator, 203 W. Nueva, Suite 3.61, San Antonio, Texas 78207. The first day to accept applications for voting by mail ballot is September 5, 2014 and the last day to receive applications by mail for voting by mail ballot is the close of business on October 24, 2014.

8) Jacqueline F. Callanen, Bexar Elections Administrator, is designated as the election officer to conduct the General Election of November 4, 2014 and Early Voting for the General Election. She shall appoint a sufficient number of clerks to assist in the proper conduct of the election and other persons to serve with her as a Early Voting Ballot Board.

9) Notice of the November 4, 2014 General Election of the City of Windcrest shall be posted and published in accordance with the Election Code of the State of Texas.

10) The City Manager is authorized to enter into a contract with Bexar County Elections Administrator to conduct the election ordered herein and committing to pay the fee charged by the Bexar County Elections Administrator for such services. The City Manager is furthermore authorized to enter into a contract for the conduct of a joint election with other governmental entities in Bexar County, Texas.

PASSED AND APPROVED this ____ day of _____, 2014.

Alan Baxter, Mayor

ATTEST:

Kelly Rodriguez, City Secretary

APPROVED AS TO FORM:

Michael S. Brennan, City Attorney

NOTICE OF 2014 TAX YEAR PROPOSED PROPERTY TAX RATE FOR WINDCREST, CITY OF

A tax rate of \$0.000000 per \$100 valuation has been proposed by the governing body of WINDCREST, CITY OF.

PROPOSED TAX RATE	\$0.000000 per \$100
PRECEDING YEAR'S TAX RATE	\$0.415231 per \$100
EFFECTIVE TAX RATE	\$0.390564 per \$100

The effective tax rate is the total tax rate needed to raise the same amount of property tax revenue for WINDCREST, CITY OF from the same properties in both the 2013 tax year and the 2014 tax year.

**YOUR TAXES OWED UNDER ANY OF THE ABOVE RATES CAN BE CALCULATED AS
FOLLOWS:**

$$\text{property tax amount} = (\text{rate}) \times (\text{taxable value of your property}) / 100$$

For assistance or detailed information about tax calculations, please contact:

Albert Uresti, MPA, PCC
Bexar County Tax Assessor-Collector
233 N. Pecos-La Trinidad, San Antonio, TX 78207
210-335-6600
taxoffice@bexar.org
home.bexar.org/tax

2014 Effective Tax Rate Worksheet WINDCREST, CITY OF

Date: 07/30/2014 04:07 PM

1. 2013 total taxable value. Enter the amount of 2013 taxable value on the 2013 tax roll today. Include any adjustments since last year's certification; exclude Tax Code Section 25.25(d) one-third over-appraisal corrections from these adjustments. This total includes the taxable value of homesteads with tax ceilings (will deduct in Line 2) and the captured value for tax increment financing (will deduct taxes in Line 14).	\$451,405,261
2. 2013 tax ceilings. Counties, cities and junior college districts. Enter 2013 total taxable value of homesteads with tax ceilings. These include the homesteads of homeowners age 65 or older or disabled. Other taxing units enter 0. If your taxing units adopted the tax ceiling provision in 2013 or a prior year for homeowners age 65 or older or disabled, use this step.	\$0
3. Preliminary 2013 adjusted taxable value. Subtract Line 2 from Line 1.	\$451,405,261
4. 2013 total adopted tax rate.	\$0.415231/\$100
5. 2013 taxable value lost because court appeals of ARB decisions reduced 2013 appraised value. A. Original 2013 ARB Values.	\$88,880
B. 2013 values resulting from final court decisions.	\$80,670
C. 2013 value loss. Subtract B from A.	\$8,210
6. 2013 taxable value, adjusted for court-ordered reductions. Add Line 3 and Line 5C.	\$451,413,471
7. 2013 taxable value of property in territory the taxing unit deannexed after Jan. 1, 2013. Enter the 2013 value of property in deannexed territory.	\$0
8. 2013 taxable value lost because property first qualified for an exemption in 2014. Note that lowering the amount or percentage of an existing exemption does not create a new exemption or reduce taxable value. If the taxing unit increased an original exemption, use the difference between the original exempted amount and the increased exempted amount. Do not include value lost to freeport or goods-in-transit exemptions. A. Absolute exemptions. Use 2013 market value:	\$0
B. Partial exemptions. 2014 exemption amount or 2014 percentage exemption times 2013 value:	\$1,532,870
C. Value loss. Add A and B.	\$1,532,870
9. 2013 taxable value lost because property first qualified for agricultural appraisal (1-d or 1-d-1), timber appraisal, recreational/scenic appraisal or public access airport special appraisal in 2014. Use only properties that qualified in 2014 for the first time; do not use properties that qualified in 2013. A. 2013 market value:	\$0
B. 2014 productivity or special appraised value:	\$0
C. Value loss. Subtract B from A.	\$0
10. Total adjustments for lost value. Add lines 7, 8C and 9C.	\$1,532,870

11. 2013 adjusted taxable value. Subtract Line 10 from Line 6.	\$449,880,601
12. Adjusted 2013 taxes. Multiply Line 4 by line 11 and divide by \$100.	\$1,868,043
13. Taxes refunded for years preceding tax year 2013. Enter the amount of taxes refunded by the taxing unit for tax years preceding tax year 2013. Types of refunds include court decisions, Tax Code Section 25.25(b) and (c) corrections and Tax Code Section 31.11 payment errors. Do not include refunds for tax year 2013. This line applies only to tax years preceding tax year 2013.	\$6,725
14. Taxes in tax increment financing (TIF) for tax year 2013. Enter the amount of taxes paid into the tax increment fund for a reinvestment zone as agreed by the taxing unit. If the taxing unit has no 2014 captured appraised value in Line 16D, enter 0.	\$0
15. Adjusted 2013 taxes with refunds and TIF adjustment. Add Lines 12 and 13, subtract Line 14.	\$1,874,768
16. Total 2014 taxable value on the 2014 certified appraisal roll today. This value includes only certified values and includes the total taxable value of homesteads with tax ceilings (will deduct in Line 18). These homesteads include homeowners age 65 or older or disabled. A. Certified values: B. Counties: Include railroad rolling stock values certified by the Comptroller's office: C. Pollution control exemption: Deduct the value of property exempted for the current tax year for the first time as pollution control property: D. Tax increment financing: Deduct the 2014 captured appraised value of property taxable by a taxing unit in a tax increment financing zone for which the 2014 taxes will be deposited into the tax increment fund. Do not include any new property value that will be included in Line 21 below. E. Total 2014 value. Add A and B, then subtract C and D.	 \$465,418,464 \$0 \$0 \$0 \$465,418,464
17. Total value of properties under protest or not included on certified appraisal roll. A. 2014 taxable value of properties under protest. The chief appraiser certifies a list of properties still under ARB protest. The list shows the appraisal district's value and the taxpayer's claimed value, if any, or an estimate of the value if the taxpayer wins. For each of the properties under protest, use the lowest of these values. Enter the total value. B. 2014 value of properties not under protest or included on certified appraisal roll. The chief appraiser gives taxing units a list of those taxable properties that the chief appraiser knows about, but are not included in the appraisal roll certification. These properties also are not on the list of properties that are still under protest. On this list of properties, the chief appraiser includes the market value, appraised value and exemptions for the preceding year and a reasonable estimate of the market value, appraised value and exemptions for the current year. Use the lower market, appraised or taxable value (as appropriate). Enter the total value. C. Total value under protest or not certified: Add A and B.	 \$16,775,294 \$0 \$16,775,294
18. 2014 tax ceilings. Counties, cities and junior colleges enter 2014 total taxable value of homesteads with tax ceilings. These include the homesteads of homeowners age 65 or older or disabled. Other taxing units enter 0. If your taxing units adopted the tax ceiling provision	\$0

in 2013 or a prior year for homeowners age 65 or older or disabled, use this step.	
19. 2014 total taxable value. Add Lines 16E and 17C. Subtract Line 18.	\$482,193,758
20. Total 2014 taxable value of properties in territory annexed after Jan. 1, 2013. Include both real and personal property. Enter the 2014 value of property in territory annexed.	\$0
21. Total 2014 taxable value of new improvements and new personal property located in new improvements. New means the item was not on the appraisal roll in 2013. An improvement is a building, structure, fixture or fence erected on or affixed to land. New additions to existing improvements may be included if the appraised value can be determined. New personal property in a new improvement must have been brought into the taxing unit after Jan. 1, 2013, and be located in a new improvement. New improvements do include property on which a tax abatement agreement has expired for 2014.	\$2,179,300
22. Total adjustments to the 2014 taxable value. Add Lines 20 and 21.	\$2,179,300
23. 2014 adjusted taxable value. Subtract Line 22 from Line 19.	\$480,014,458
24. 2014 effective tax rate. Divide Line 15 by Line 23 and multiply by \$100.	\$0.390564/\$100
25. COUNTIES ONLY. Add together the effective tax rates for each type of tax the county levies. The total is the 2014 county effective tax rate.	

A county, city or hospital district that adopted the additional sales tax in November 2013 or in May 2014 must adjust its effective tax rate. The Additional Sales Tax Rate Worksheet sets out this adjustment. Do not forget to complete the Additional Sales Tax Rate Worksheet if the taxing unit adopted the additional sales tax on these dates.

2014 Rollback Tax Rate Worksheet WINDCREST, CITY OF

Date: 07/30/2014

26. 2013 maintenance and operations (M&O) tax rate.	\$0.335868/\$100
27. 2013 adjusted taxable value. Enter the amount from Line 11.	\$449,880,601
28. 2013 M&O taxes.	
A. Multiply Line 26 by Line 27 and divide by \$100.	\$1,511,004
B. Cities, counties and hospital districts with additional sales tax: Amount of additional sales tax collected and spent on M&O expenses in 2013. Enter amount from full year's sales tax revenue spent for M&O in 2013 fiscal year, if any. Other taxing units enter 0. Counties exclude any amount that was spent for economic development grants from the amount of sales tax spent.	\$487,618
C. Counties: Enter the amount for the state criminal justice mandate. If second or later year, the amount is for increased cost above last year's amount. Other taxing units enter 0.	\$0
D. Transferring function: If discontinuing all of a department, function or activity and transferring it to another taxing unit by written contract, enter the amount spent by the taxing unit discontinuing the function in the 12 months preceding the month of this calculation. If the taxing unit did not operate this function for this 12-month period, use the amount spent in the last full fiscal year in which the taxing unit operated the function. The taxing unit discontinuing the function will subtract this amount in H below. The taxing unit receiving the function will add this amount in H below. Other taxing units enter 0.	\$0
E. Taxes refunded for years preceding tax year 2013: Enter the amount of M&O taxes refunded in the preceding year for taxes before that year. Types of refunds include court decisions, Tax Code Section 25.25(b) and (c) corrections and Tax Code Section 31.11 payment errors. Do not include refunds for tax year 2013. This line applies only to tax years preceding tax year 2013.	\$5,468
F. Enhanced indigent health care expenditures: Enter the increased amount for the current year's enhanced indigent health care expenditures above the preceding tax year's enhanced indigent health care expenditures, less any state assistance.	\$0
G. Taxes in TIF: Enter the amount of taxes paid into the tax increment fund for a reinvestment zone as agreed by the taxing unit. If the taxing unit has no 2014 captured appraised value in Line 16D, enter 0.	\$0
H. Adjusted M&O Taxes. Add A, B, C, E and F. For unit with D, subtract if discontinuing function and add if receiving function. Subtract G.	\$2,004,090
29. 2014 adjusted taxable value. Enter Line 23 from the Effective Tax Rate Worksheet.	\$480,014,458
30. 2014 effective maintenance and operations rate. Divide Line 28H by Line 29 and multiply by \$100.	\$0.417506/\$100
31. 2014 rollback maintenance and operation rate. Multiply Line 30 by 1.08.	\$0.450906/\$100
32. Total 2014 debt to be paid with property taxes and additional sales tax revenue. "Debt" means the interest and principal that will be paid on debts that:	

(1) are paid by property taxes, (2) are secured by property taxes, (3) are scheduled for payment over a period longer than one year and (4) are not classified in the taxing unit's budget as M&O expenses	
A. Debt also includes contractual payments to other taxing units that have incurred debts on behalf of this taxing unit, if those debts meet the four conditions above. Include only amounts that will be paid from property tax revenue. Do not include appraisal district budget payments. List the debt in Schedule B: Debt Service.	\$0
B. Subtract unencumbered fund amount used to reduce total debt.	\$0
C. Subtract amount paid from other resources.	\$0
D. Adjusted debt. Subtract B and C from A.	\$0
33. Certified 2013 excess debt collections. Enter the amount certified by the collector.	\$0
34. Adjusted 2014 debt. Subtract Line 33 from Line 32D.	\$0
35. Certified 2014 anticipated collection rate. Enter the rate certified by the collector. If the rate is 100 percent or greater, enter 100 percent.	100.00%
36. 2014 debt adjusted for collections. Divide Line 34 by Line 35	\$0
37. 2014 total taxable value. Enter the amount on Line 19.	\$482,193,758
38. 2014 debt tax rate. Divide Line 36 by Line 37 and multiply by \$100.	\$0/\$100
39. 2014 rollback tax rate. Add Lines 31 and 38.	\$0.450906/\$100
40. COUNTIES ONLY. Add together the rollback tax rates for each type of tax the county levies. The total is the 2014 county rollback tax rate.	

A taxing unit that adopted the additional sales tax must complete the lines for the Additional Sales Tax Rate. A taxing unit seeking additional rollback protection for pollution control expenses completes the Additional Rollback Protection for Pollution Control.

2014 Additional Sales Tax Rate Worksheet

WINDCREST, CITY OF

Date: 07/30/2014 04:07 PM

41. Taxable Sales. For taxing units that adopted the sales tax in November 2013 or May 2014, enter the Comptroller's estimate of taxable sales for the previous four quarters. Taxing units that adopted the sales tax before November 2013, skip this line.	\$0
42. Estimated sales tax revenue. Counties exclude any amount that is or will be spent for economic development grants from the amount of estimated sales tax revenue. Taxing units that adopted the sales tax in November 2013 or in May 2014. Multiply the amount on Line 41 by the sales tax rate (.01, .005 or .0025, as applicable) and multiply the result by .95. - or - Taxing units that adopted the sales tax before November 2013. Enter the sales tax revenue for the previous four quarters. Do not multiply by .95.	\$443,503
43. 2014 total taxable value. Enter the amount from Line 37 of the Rollback Tax Rate Worksheet.	\$482,193,758
44. Sales tax adjustment rate. Divide Line 42 by Line 43 and multiply by \$100.	\$0.091977/\$100
45. 2014 effective tax rate, unadjusted for sales tax. Enter the rate from Line 24 or 25, as applicable, on the Effective Tax Rate Worksheet.	\$0.390564/\$100
46. 2014 effective tax rate, adjusted for sales tax. Taxing units that adopted the sales tax in November 2013 or in May 2014. Subtract Line 44 from Line 45. Skip to Line 47 if you adopted the additional sales tax before November 2013.	\$0.390564/\$100
47. 2014 rollback tax rate, unadjusted for sales tax. Enter the rate from Line 39 or 40, as applicable, of the Rollback Tax Rate Worksheet.	\$0.450906/\$100
48. 2014 rollback tax rate, adjusted for sales tax. Subtract Line 44 from Line 47.	\$0.358929/\$100

BASED ON PRELIMINARY TOTALS DATED 07/21/14

Taxable Assessed Valuation	\$483,859,941
Less TIF	\$0
Net Taxable Assessed Valuation	\$483,859,941
Proposed Tax Rate of \$100 Valuation	0.340900
Gross Revenue from Taxes	\$1,649,479
Estimated Percent of Collections	99%
Estimated Funds from Tax Levy	\$1,632,871

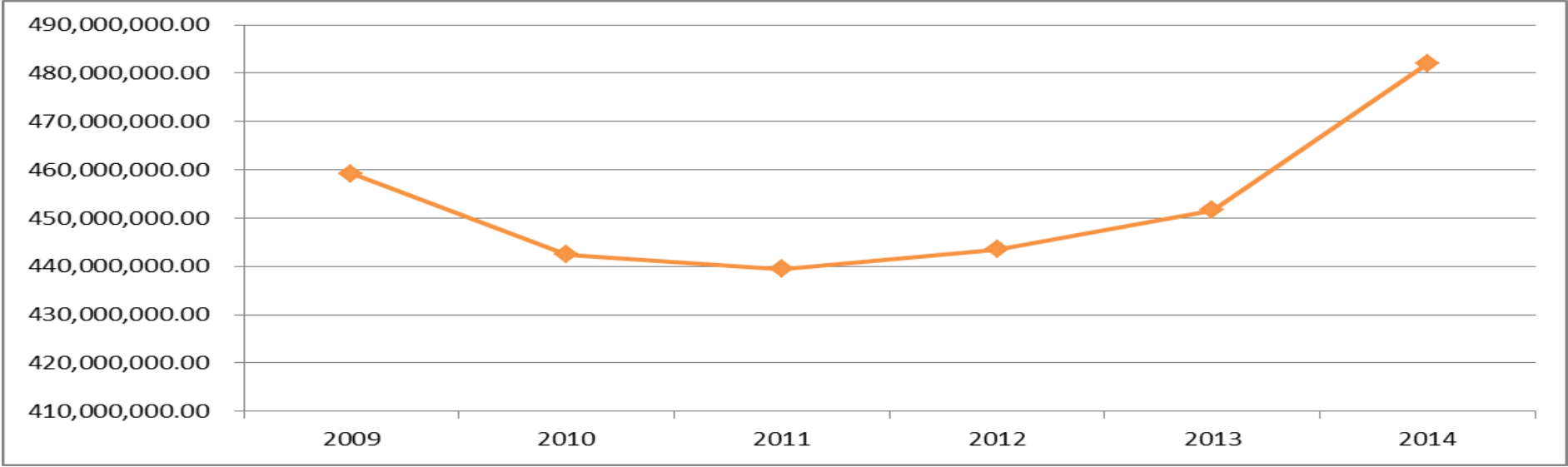
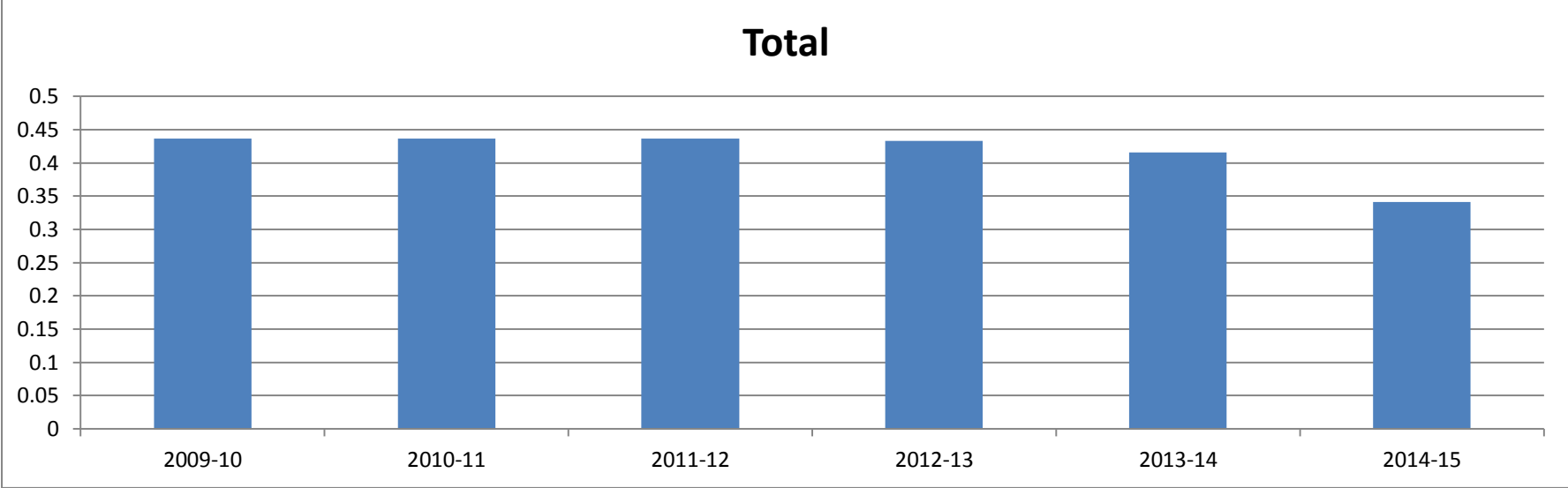
PROPOSED DISTRIBUTION OF ALL TAX COLLECTIONS

1,855,986.00	\$	0.390564	Effective
1,643,015.00	\$	0.358929	Rollback

	% of Total	Tax Rate	Collections
General Fund (Operations and Maintenance)	100.00%	-	\$1,632,871
GO Refinancing Bonds '08 Principle	0.00%	-	
GO Refinancing Bonds '08 Interest	0.00%	-	
Interest & Sinking '05 R. B.	0.00%	-	
Bank Fees on I & S	0.00%	-	
I & S Funded w/ Other Revenues	-0.01%	0.000000	
Total	100.01%	0.000000	\$1,632,871

COMPARISON OF PREVIOUS YEARS TAX RATES AND PROPERTY VALUE ANALYSIS

						18.099500%	
						\$ 0.3401	
	2009-10	2010-11	2011-12	2012-13	2013-14	2014-15	Total Reduction
General Fund (Operations & Maintenance)	0.362654	0.362654	0.354785	0.351654	0.335127	0.340900	
Interest & Sinking	0.073841	0.073841	0.081710	0.081316	0.080104	0.000000	
Total	0.436495	0.436495	0.436495	0.432970	0.415231	0.340900	
Percentage of Decrease				0.81%	4%	18%	22.81%



Year	Assessed Value	Percentage Decrease	Amount Collected	Percentage Collected	Percentage Collected
2009	459,234,560	n/a	1,933,373	97.19%	97.19%
2010	442,447,015	-3.66%	1,964,949	98.03%	98.03%
2011	442,928,797	0.11%	1,914,028	101.02%	101.02%
2012	443,554,552	0.14%	1,902,329	100.92%	100.92%
2013	451,628,601	1.82%	1,927,349	99.00%	99.00%
Projected as of July 22, 2014	452,229,220	0.13%	1,857,252	99.00%	99.00%
Proposed	483,859,941				