

LCRA Transmission Services Corporation

Board Agenda

Wednesday, June 16, 2021
LCRA General Office Complex
Board Room – Hancock Building
3700 Lake Austin Blvd.
Austin, TX 78703
Earliest start time: 9:30 a.m.

Items From the Chair

1. Comments From the Public 4

Action Items

2. Approve LCRA’s Restated Twentieth Supplemental Resolution to the LCRA Transmission Contract Revenue Financing Program to Amend the LCRA Transmission Contract Revenue Notes, Series C and Taxable Series C and Authorize Related Agreements 5
3. Acquisition of Interests in Real Property – Use of Eminent Domain in Hays County 7
4. Acquisition of Interests in Real Property – Use of Eminent Domain in Hays County 18
5. Acquisition of Interests in Real Property – Use of Eminent Domain in Kerr and Gillespie Counties 32
6. LCRA Transmission Services Corporation Facilities Acquisition Presentation
(no agenda item)

Legal Notice

Legal notices are available on the Texas secretary of state website 72 hours prior to the meeting at www.sos.texas.gov/open/index.shtml.

Executive Session

The Board may go into executive session for advice from legal counsel on any item listed above and discuss any real estate-related item listed above, pursuant to Chapter 551 of the Texas Government Code.

OVERVIEW OF LCRA TRANSMISSION SERVICES CORPORATION

In connection with the implementation of retail competition in the electric utility industry in the state of Texas, LCRA was required by the Texas Legislature in its amendments to the Public Utility Regulatory Act (enacted in 1999 under state legislation known as Senate Bill 7, and referred to as SB 7) to unbundle its electric generation assets from its electric transmission and distribution assets. LCRA conveyed, effective Jan. 1, 2002, all of its existing electric transmission and transformation assets (collectively, the Transferred Transmission Assets) to the LCRA Transmission Services Corporation (LCRA TSC) pursuant to the terms of an Electric Transmission Facilities Contract (the Initial Contractual Commitment), dated Oct. 1, 2001.

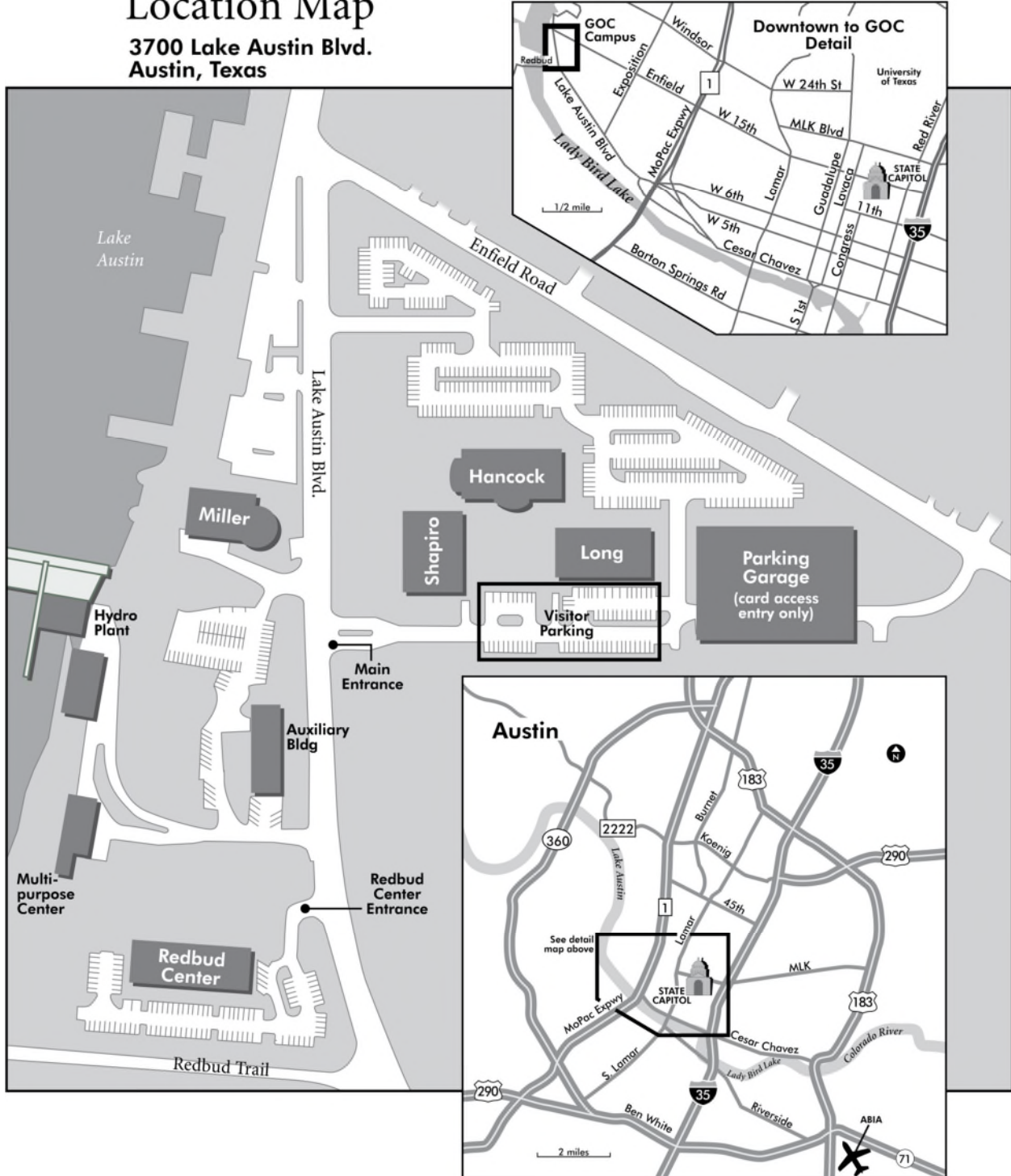
LCRA TSC is a nonprofit corporation created by LCRA to act on LCRA's behalf pursuant to Chapter 152, Texas Water Code, as amended. After Jan. 1, 2002, LCRA TSC engaged in the electric transmission and transformation activities previously carried out by LCRA and assumed LCRA's obligation to provide, and the right to collect revenues for, electric transmission and transformation services. LCRA TSC is an electric transmission service provider (a TSP) under the state's open-access electric transmission regulatory scheme within the approximately 85% area of the state covered by the Electric Reliability Council of Texas (ERCOT). In such capacity, LCRA TSC is entitled to receive compensation from all electric distribution service providers using the electric transmission system within ERCOT. As a TSP in the ERCOT region of the state, the rates that LCRA TSC will charge for transmission services are regulated by the Public Utility Commission of Texas (PUC) and determined pursuant to transmission cost of service rate proceedings filed with and approved by the PUC.

Within the framework of SB 7, LCRA TSC implements the electric transmission business of LCRA, including the expansion of electric transmission services outside of LCRA's traditional electric service territory. LCRA personnel are responsible for performing all of LCRA TSC's activities pursuant to a services agreement between LCRA TSC and LCRA. This includes procuring goods and services on behalf of LCRA TSC and is reflected in the LCRA Board agenda contracts.

Under the LCRA Master Resolution, defined as the LCRA Board resolution governing LCRA's outstanding debt, and certain provisions of state law, the LCRA Board is required to exercise control over all operations of LCRA TSC. This control includes approval of LCRA TSC's business plan and of the sale or disposition of any significant assets of LCRA TSC. The Board of Directors of LCRA TSC (LCRA TSC Board) is appointed by and serves at the will of the LCRA Board. The current membership of LCRA TSC Board is made up entirely of the existing LCRA Board.

LCRA General Office Complex Location Map

3700 Lake Austin Blvd.
Austin, Texas



FOR DISCUSSION

1. Comments From the Public

Summary

This part of the meeting is intended for comments from the public on topics under LCRA Transmission Services Corporation's jurisdiction but not related to an item on the Board of Directors agenda. No responses or action may be taken by the Board during public comments.

In order to address the Board, a member of the public is required to sign and complete the registration form at the entrance to the meeting room.

Any member of the public wishing to comment on an item listed on this agenda will be called to make comments at the appropriate time.

FOR ACTION

2. Approve LCRA's Restated Twentieth Supplemental Resolution to the LCRA Transmission Contract Revenue Financing Program to Amend the LCRA Transmission Contract Revenue Notes, Series C and Taxable Series C and Authorize Related Agreements

Proposed Motion

Staff recommends the Board request and approve the adoption by LCRA of the Amended and Restated Twentieth Supplemental Resolution to the Controlling Resolution establishing the LCRA Transmission Contract Revenue Financing Program (the Controlling Resolution) to authorize an increase in the capacity of the LCRA Transmission Contract Revenue Notes, Series C and Taxable Series C (Series C Notes) and other amendments. Staff also seeks authorization of the chief executive officer or his designee to negotiate and execute all related documents setting forth the terms and conditions governing the issuance of such notes in an amount up to \$200 million, including but not limited to, a new note purchase agreement among LCRA, LCRA Transmission Services Corporation and Bank of America, N.A. (Series C NP Agreement) and an amended and restated supplement to the restated Transmission Contract Revenue Debt Installment Payment Agreement between LCRA and LCRA TSC. In conjunction with the amended Series C Notes Program, LCRA and LCRA TSC will terminate the LCRA Transmission Contract Revenue Notes, Series F and Taxable Series F program.

Board Consideration

A supplemental resolution to the existing Controlling Resolution requires Board approval. The amendment of the Series C Notes program complies with the covenants of the Controlling Resolution and with LCRA TSC Board Policy T301 – Finance. Section 8503.004(p) of the Texas Special District Local Laws Code (LCRA Act) authorizes the Board to issue debt under certain conditions.

Budget Status and Fiscal Impact

Staff anticipates that the Series C Notes program and the Series C NP Agreement will increase LCRA's ability to issue private placed debt on behalf of LCRA TSC to finance the construction of facilities and delay the issuance of long-term bonds, which have higher interest rates in the current market. This credit facility agreement provides additional financing flexibility, more diversity in bank exposure and lower carrying costs. Staff anticipates that LCRA TSC will experience lower debt service costs until long-term bonds are issued. The proposed fees for this facility are in line with current market pricing.

Summary

Staff recommends the Board request, consent and approve the adoption of the Amended and Restated Twentieth Supplemental Resolution, in addition to authorizing the chief executive officer or his designee to negotiate and execute the Series C NP Agreement, the paying agent agreement and other related documents or amendments to any such agreements, as well as an amended and restated supplement to the restated Transmission Contract Revenue Debt Installment Payment Agreement between LCRA and LCRA TSC related to the Series C Notes.

LCRA, as the conduit issuer for LCRA TSC, readopted the Twentieth Supplement to the Controlling Resolution in May 2017 authorizing the issuance of the Series C Notes. Through amendments to the debt programs and bank credit facilities, LCRA TSC currently has a \$150 million tax-exempt commercial paper program with JPMorgan and State Street Bank, a \$150 million private placement Series C Notes with Bank of America (anticipated to be increased to \$200 million), a \$100 million private placement Series E Notes with US Bank and a \$50 million private placement Series F Notes with Bank of America.

Staff now seeks approval of an amendment to Series C Notes to increase the capacity from \$150 million to \$200 million, among other amendments, and offset such increase by terminating the existing \$50 million Series F Notes program.

The note purchases by Bank of America allow LCRA TSC to fund project costs in a similar manner to the existing commercial paper programs. However, the direct purchase facility with the bank provides an alternative structure that eliminates marketing and remarketing risk that can occur with a public commercial paper program. The private debt facility does not require public credit ratings to be issued and maintained. The credit facility allows LCRA TSC to choose the variable interest rate and period to effectively manage the debt. Credit terms and fees are higher than existing commercial paper credit facilities due to current market conditions.

The Series C Notes will be issued on parity with LCRA TSC contract revenue bonds and notes pursuant to the Controlling Resolution and in compliance with the variable debt limitations in LCRA TSC Board Policy T301 – Finance (25 % of total long-term debt and total equity of LCRA TSC).

Supplements to the restated Transmission Contract Revenue Debt Installment Payment Agreement between LCRA and LCRA TSC, dated March 1, 2003, secure the Series C Notes by obligating LCRA TSC to make all payments related to the notes. The notes may be refunded into long-term debt when the conditions are advantageous to LCRA TSC.

Presenter(s)

Jim Travis

Treasurer and Chief Financial Officer

FOR ACTION

3. Acquisition of Interests in Real Property – Use of Eminent Domain in Hays County

Proposed Motion

I move that the Board of Directors of LCRA Transmission Services Corporation adopt the attached resolution; that the Board authorize by record vote the use of the power of eminent domain to acquire rights in the properties described in Exhibit 1 to the resolution for the acquisition of easements for the Hilltop to Ranch Road 12 Transmission Line Upgrade project to ensure the continued reliable transmission of electric energy on the Hilltop to Ranch Road 12 (T375) transmission line; and that the first record vote applies to all units of property to be condemned.

Board Consideration

LCRA Transmission Services Corporation Board Policy T401 – Land Resources and Section 2206.053 of the Texas Government Code require Board authorization prior to the initiation of eminent domain proceedings.

Section 2206.053 of the Texas Government Code provides that if two or more Board members object to adopting a single resolution for all units of property, a separate record vote must be taken for each unit of property. If two or more units of real property are owned by the same person, those units may be treated as one unit of property.

Budget Status and Fiscal Impact

The acquisition costs were included in the Board-approved budget for the Hilltop to Ranch Road 12 Transmission Line Upgrade project.

Summary

LCRA TSC proposes to acquire transmission line easements in Hays County for the Hilltop to Ranch Road 12 Transmission Line Upgrade project. Allen, Williford and Seale Inc. performed independent appraisals of the interests in real properties to be acquired to determine just compensation to the landowners.

Staff will make initial offers to acquire the necessary interests in real property voluntarily from the landowners listed on Exhibit C, as required by Sec. 21.0113 of the Texas Property Code. Staff will continue to negotiate for the purchase of the interests in real property. Staff seeks Board authorization to proceed with condemnation if agreements cannot be reached with the landowners.

Staff has provided to the Board a description of the specific properties to be acquired, and will attach the description to the resolution.

LCRA TSC representatives performed environmental and cultural due diligence studies and did not identify any concerns. Staff requests the Board adopt the resolution in Exhibit D authorizing the initiation of condemnation proceedings on the first record vote for all units of property.

Presenter(s)

Mark Sumrall
Director, Real Estate Services

Exhibit(s)

- A – Vicinity Map
- B – Site Map
- C – Landowner List
- D – Resolution
- 1 – Description of the Specific Properties

EXHIBIT A

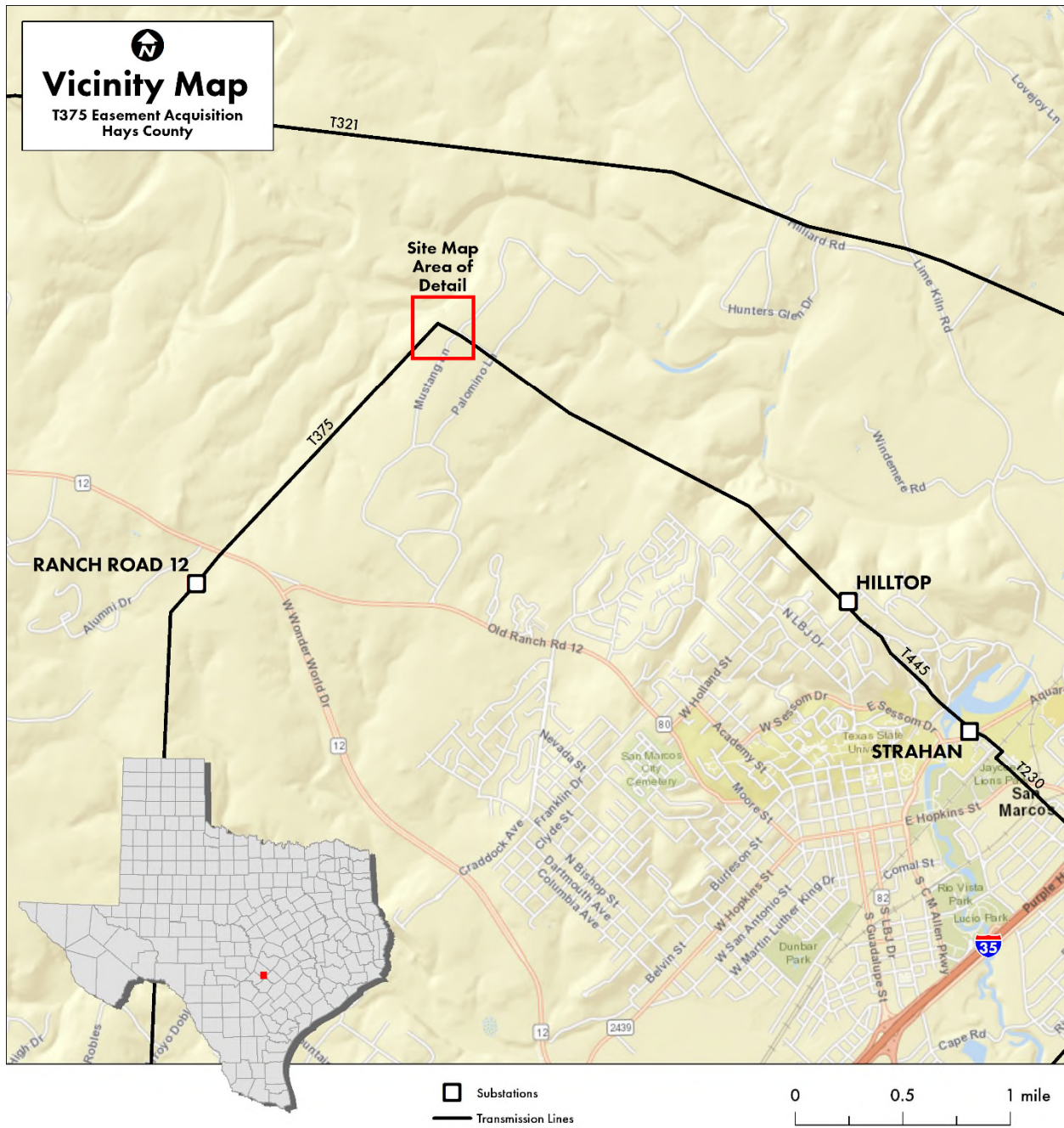


EXHIBIT B

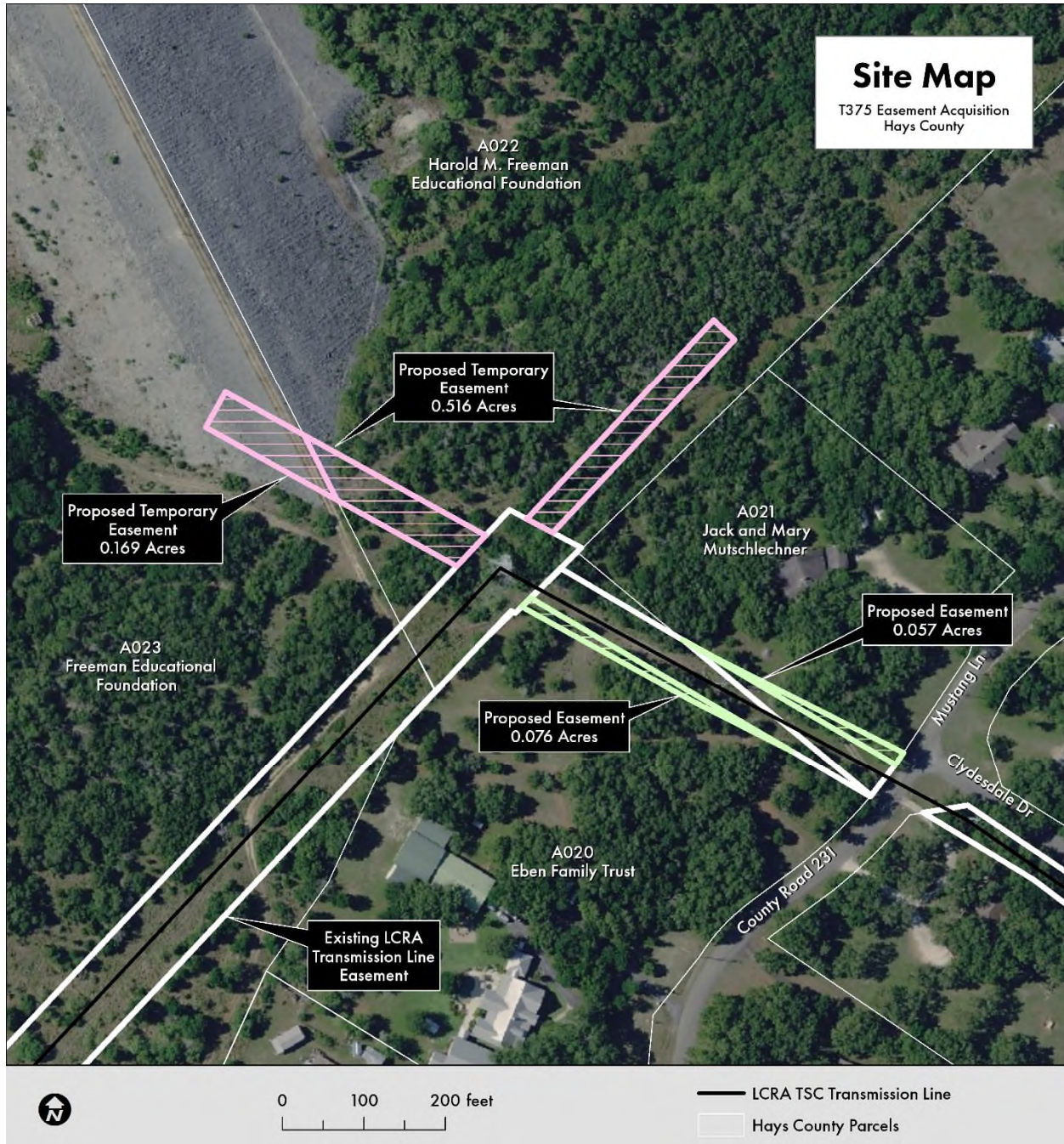


EXHIBIT C

Parcel ID	Landowners	Approximate Parent Tract Acreage	Land Rights	Approximate Acquisition Acreage	County	Approximate Value
A023	Freeman Educational Foundation	716.23 acres	Temporary Easement	0.169 acre	Hays	\$213
A022	Harold M. Freeman Educational Foundation	60.77 acres	Temporary Easement	0.516 acre	Hays	\$344
A020	Eben Family Trust	3.35 acres	Easement	0.076 acre	Hays	\$2,166
A021	Jack and Mary Mutschlechner	3.07 acres	Easement	0.057 acre	Hays	\$1,787

EXHIBIT D

Page 1 of 2

PROPOSED MOTION

I MOVE THAT THE BOARD OF DIRECTORS OF LCRA TRANSMISSION SERVICES CORPORATION ADOPT THE ATTACHED RESOLUTION; THAT THE BOARD AUTHORIZE BY RECORD VOTE THE USE OF THE POWER OF EMINENT DOMAIN TO ACQUIRE RIGHTS IN THE PROPERTIES DESCRIBED IN EXHIBIT 1 TO THE RESOLUTION FOR THE ACQUISITION OF EASEMENTS FOR THE HILLTOP TO RANCH ROAD 12 TRANSMISSION LINE UPGRADE PROJECT TO ENSURE THE CONTINUED RELIABLE TRANSMISSION OF ELECTRIC ENERGY ON THE HILLTOP TO RANCH ROAD 12 (T375) TRANSMISSION LINE; AND THAT THE FIRST RECORD VOTE APPLIES TO ALL UNITS OF PROPERTY TO BE CONDEMNED.

**RESOLUTION
AUTHORIZING ACQUISITION OF INTERESTS IN REAL PROPERTY
BY CONDEMNATION IN HAYS COUNTY FOR
TRANSMISSION LINE EASEMENTS.**

WHEREAS, LCRA Transmission Services Corporation has determined the need to acquire the interests in real property necessary for the public purposes of construction, operation and maintenance of electric transmission lines in Hays County; and

WHEREAS, an independent, professional appraisal of the subject properties has been submitted to LCRA Transmission Services Corporation, and an amount has been established to be just compensation for the interests in real property to be acquired;

NOW, THEREFORE, BE IT RESOLVED that the president and chief executive officer or his designee is authorized to purchase the interests in real property from the landowner(s) listed in the attached Exhibit C for the Hilltop to Ranch Road 12 Transmission Line Upgrade project, with the description of the location of and interest in the properties that LCRA Transmission Services Corporation seeks to acquire being more particularly described in maps provided to the Board and attached to this Resolution as Exhibit 1; that the public convenience and necessity requires the acquisition of said interests in real property; that the public necessity requires the condemnation of the interests in real property in order to acquire them for such purposes; that LCRA Transmission Services Corporation does not intend to acquire rights to groundwater or surface water in the land; that LCRA Transmission Services Corporation will make a bona fide offer to acquire the interests in real property from the landowner(s) voluntarily as required by Sec. 21.0113 of the Texas Property Code; and that at such time as LCRA Transmission Services Corporation has determined that the landowner(s) and LCRA Transmission Services Corporation will be unable to reach an agreement on the fair market value of the subject interests in real property and that it

EXHIBIT D

Page 2 of 2

should appear that further negotiations for settlement with the landowner(s) would be futile, then the president and chief executive officer or his designee is authorized and directed to initiate condemnation proceedings against the owner(s) of the property, and against all other owners, lien holders, and other holders of an interest in the property, in order to acquire the necessary interests in real property; and that this resolution take effect immediately from and after its passage;

BE IT FURTHER RESOLVED that the president and chief executive officer or his designee is hereby authorized to do all things necessary and proper to carry out the intent and purpose of this resolution, including determination and negotiation of the interest in real property that are proper and convenient for the operation of the electric transmission line.

EXHIBIT 1
Page 1 of 4

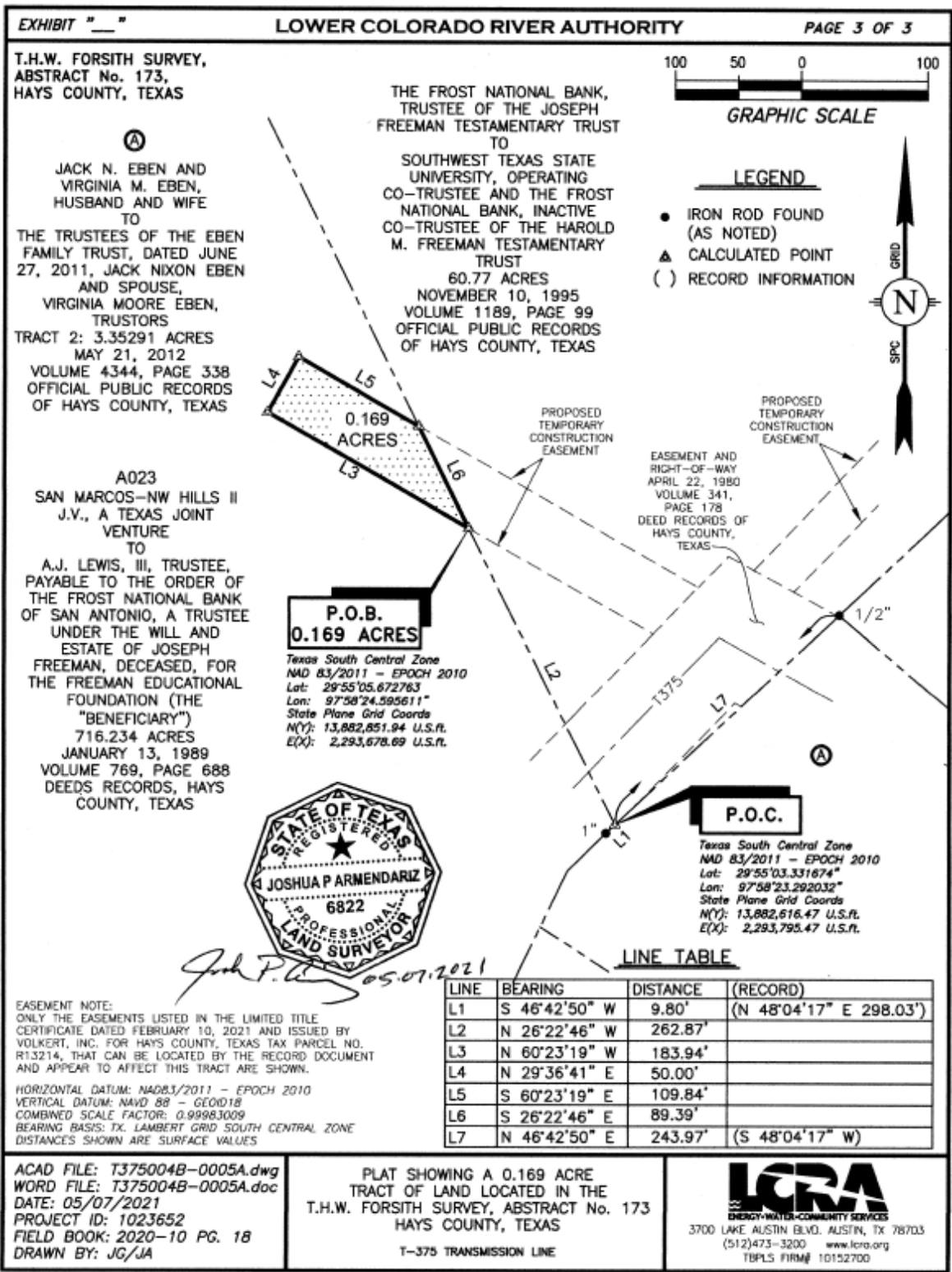


EXHIBIT 1
Page 2 of 4

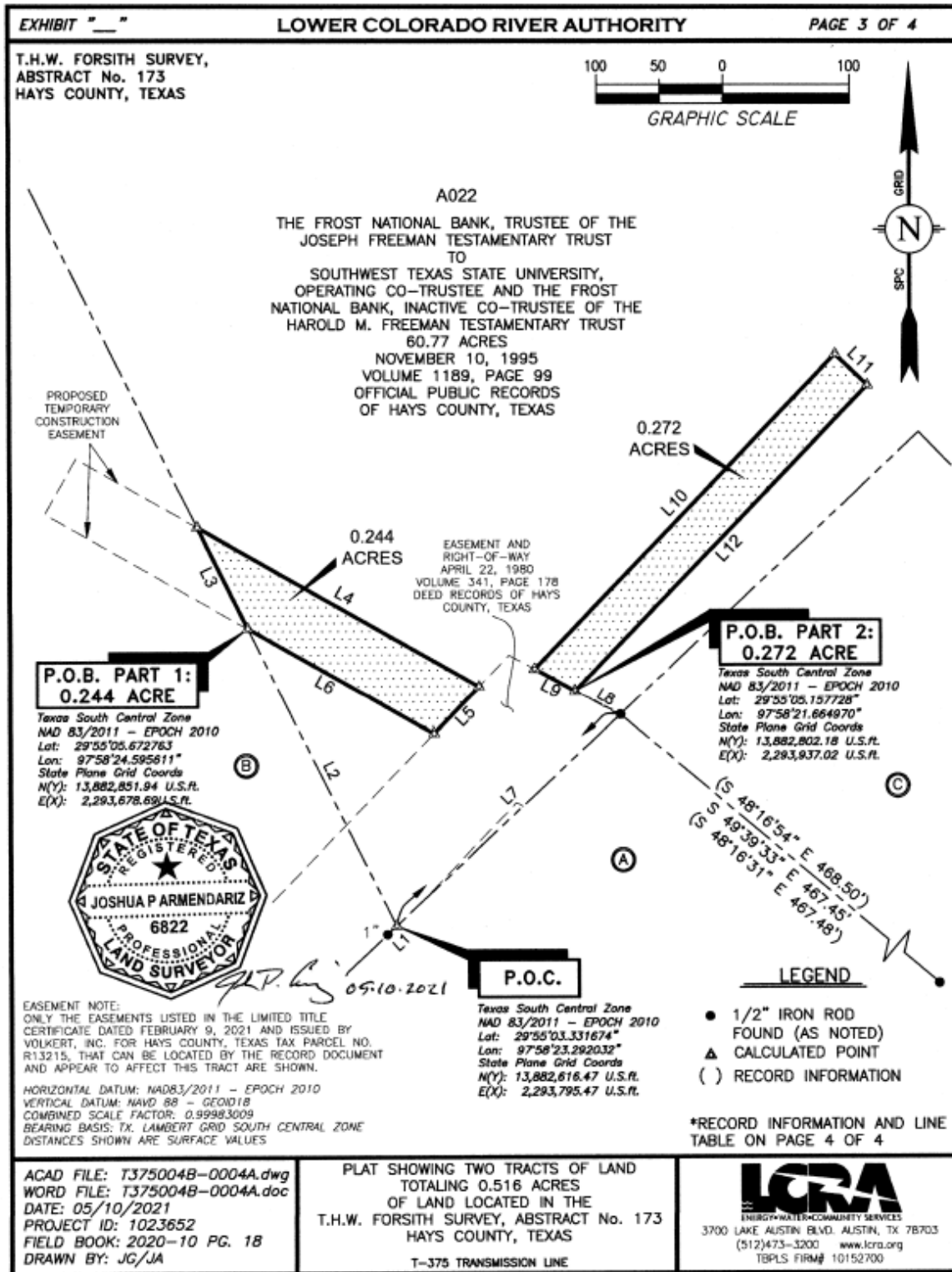


EXHIBIT 1
Page 3 of 4

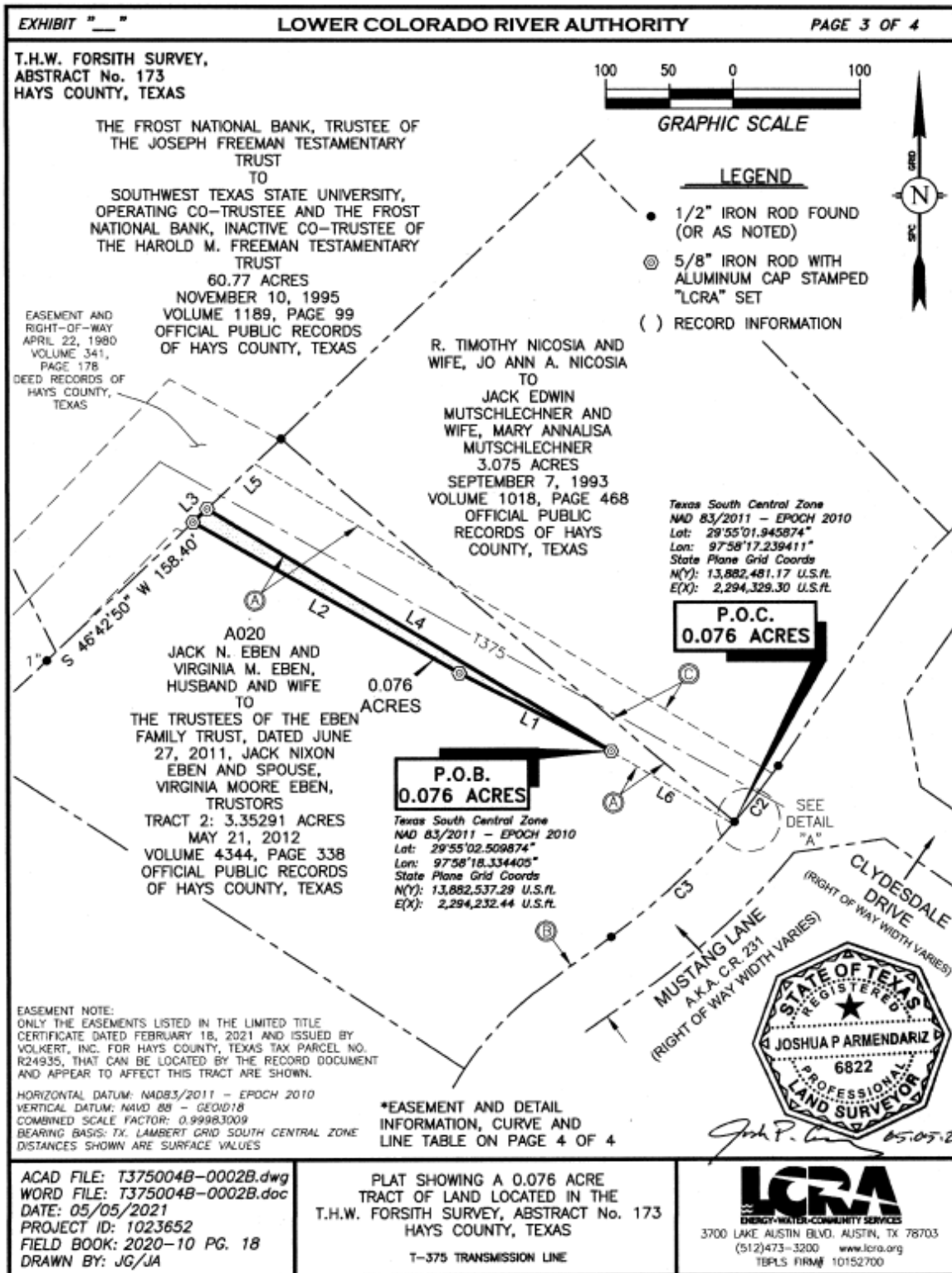
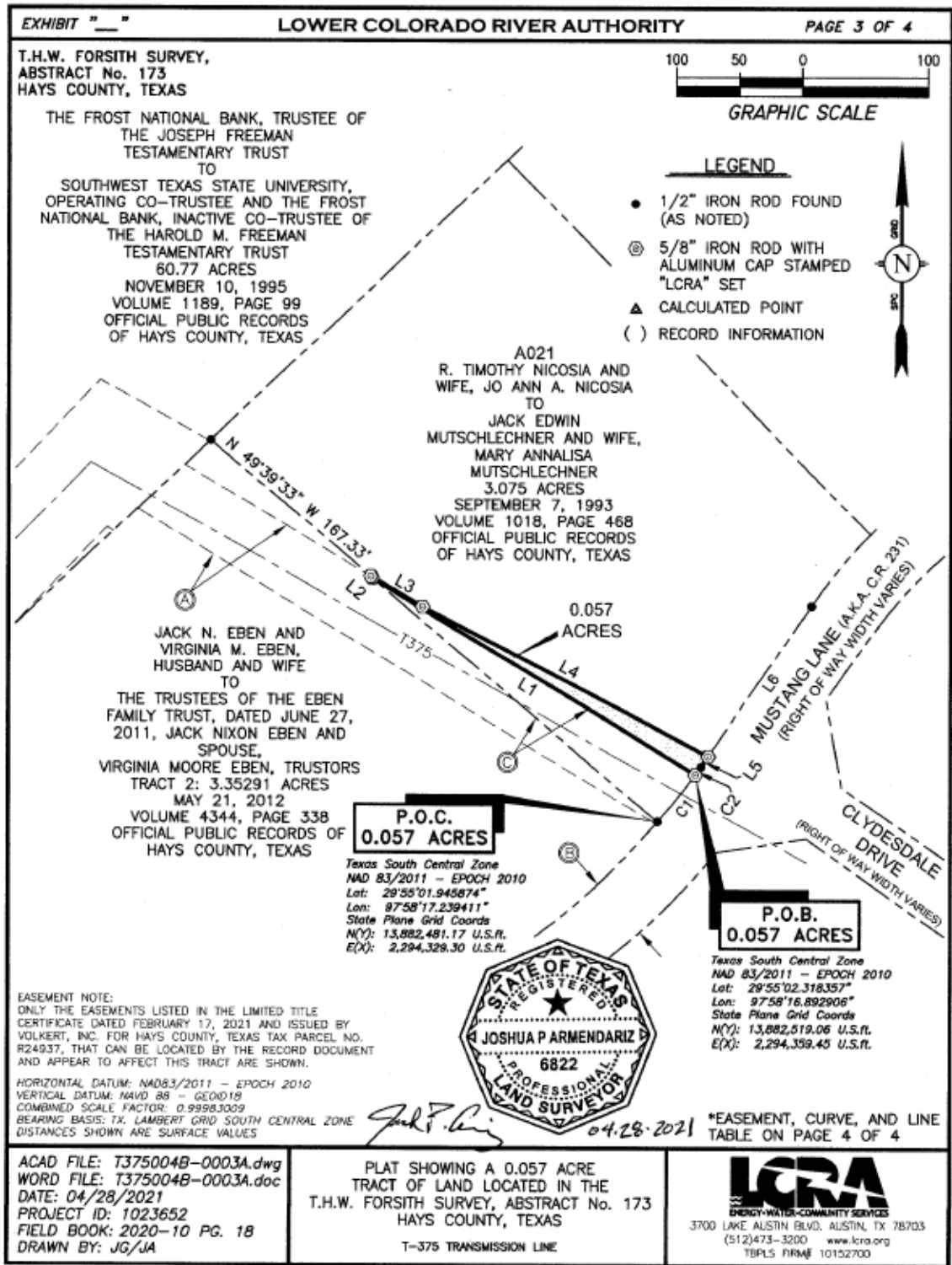


EXHIBIT 1
Page 4 of 4



FOR ACTION

4. Acquisition of Interests in Real Property – Use of Eminent Domain in Hays County

Proposed Motion

I move that the Board of Directors of LCRA Transmission Services Corporation adopt the attached resolution; that the Board authorize by record vote the use of the power of eminent domain to acquire rights in the properties described in Exhibit 1 to the resolution for the acquisition of easements for the McCarty Lane to Ranch Road 12 Transmission Line Upgrade project to ensure the continued reliable transmission of electric energy on the McCarty Lane to Ranch Road 12 (T699) transmission line; and that the first record vote applies to all units of property to be condemned.

Board Consideration

LCRA Transmission Services Corporation Board Policy T401 – Land Resources and Section 2206.053 of the Texas Government Code require Board authorization prior to the initiation of eminent domain proceedings.

Section 2206.053 of the Texas Government Code provides that if two or more Board members object to adopting a single resolution for all units of property, a separate record vote must be taken for each unit of property. If two or more units of real property are owned by the same person, those units may be treated as one unit of property.

Budget Status and Fiscal Impact

The acquisition costs were included in the Board-approved budget for the McCarty Lane to Ranch Road 12 Transmission Line Upgrade project.

Summary

LCRA TSC proposes to acquire transmission line easements in Hays County for the McCarty Lane to Ranch Road 12 Transmission Line Upgrade project. Allen, Williford and Seale Inc. performed independent appraisals of the interests in real properties to be acquired to determine just compensation to the landowners.

Staff will make initial offers to acquire the necessary interests in real property voluntarily from the landowners listed on Exhibit C, as required by Sec. 21.0113 of the Texas Property Code. Staff will continue to negotiate for the purchase of the interests in real property. Staff seeks Board authorization to proceed with condemnation if agreements cannot be reached with the landowners.

Staff has provided to the Board a description of the specific properties to be acquired, and will attach the description to the resolution.

LCRA TSC representatives have performed environmental and cultural due diligence studies and did not identify any concerns. Staff requests the Board adopt the resolution in Exhibit D authorizing the initiation of condemnation proceedings on the first record vote for all units of property.

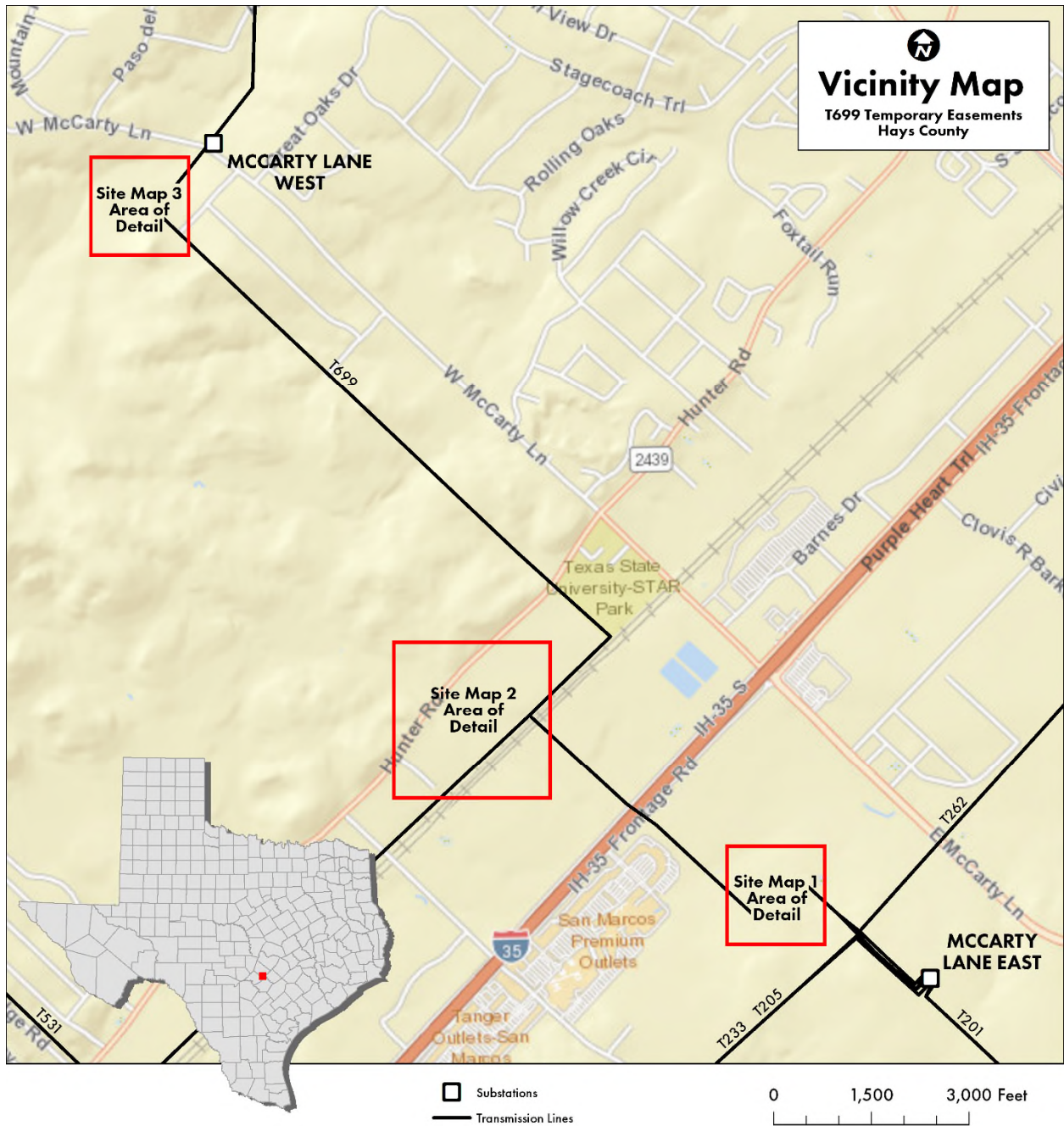
Presenter(s)

Mark Sumrall
Director, Real Estate Services

Exhibit(s)

- A – Vicinity Map
- B – Site Maps
- C – Landowner List
- D – Resolution
- 1 – Description of the Specific Properties

EXHIBIT A



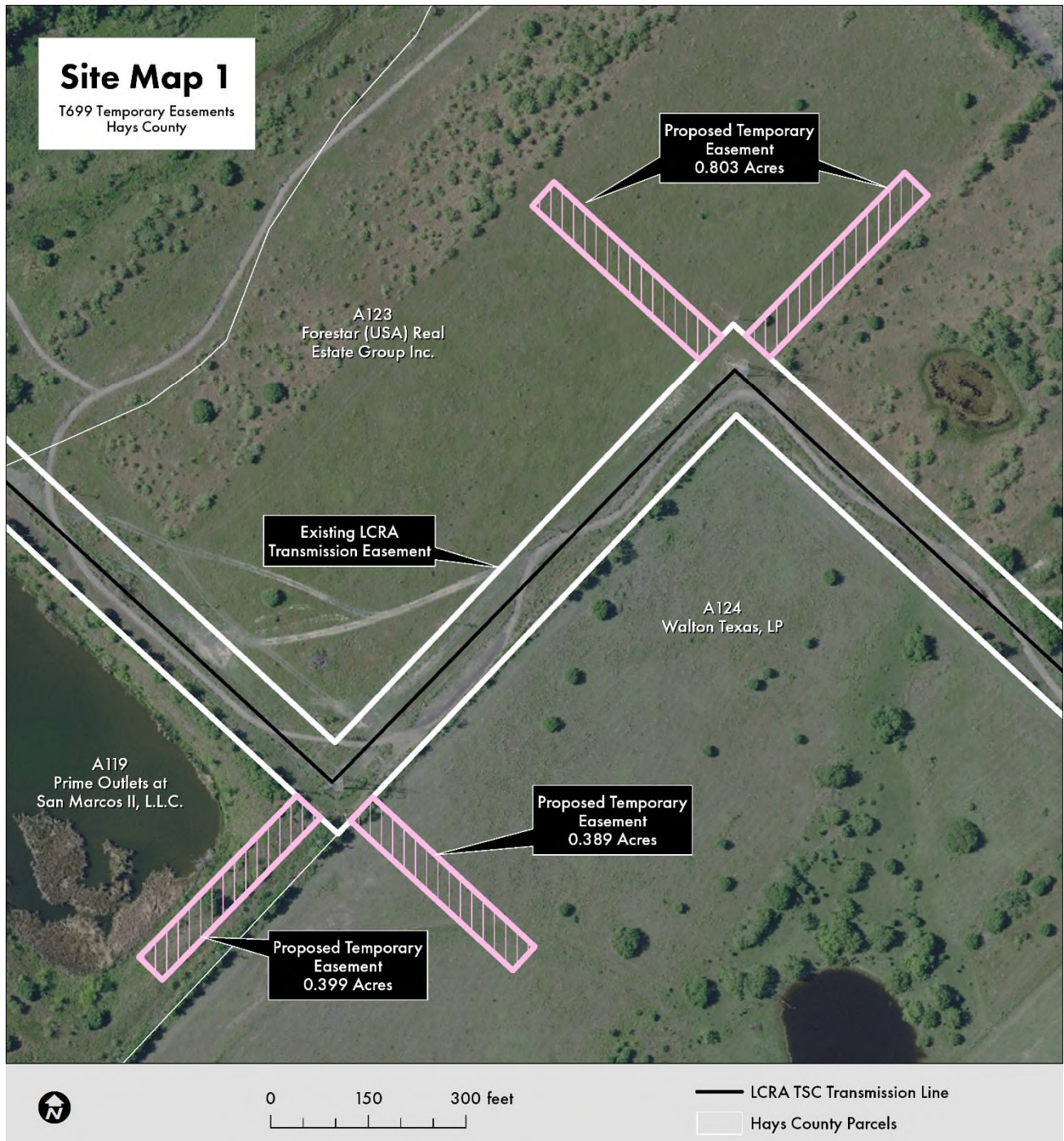






EXHIBIT C

Parcel ID	Landowners	Approximate Parent Tract Acreage	Land Rights	Approximate Acquisition Acreage	County	Approximate Value
A119	Prime Outlets at San Marcos II, LLC	76.84 acres	Temporary Easement	0.399 acre	Hays	\$2,614
A124	Walton Texas, LP	495.23 acres	Temporary Easement	0.389 acre	Hays	\$300
A123	Forestar (USA) Real Estate Group, Inc.	73.32 acres	Temporary Easement	0.803 acre	Hays	\$4,356
A116	Barranca Investments, Ltd.	31.07 acres	Temporary Easement	0.849 acre	Hays	\$5,391
A059	Carma Paso Robles, LLC	272.02 acres	Temporary Easement	0.284 acre	Hays	\$300

EXHIBIT D

Page 1 of 2

PROPOSED MOTION

I MOVE THAT THE BOARD OF DIRECTORS OF LCRA TRANSMISSION SERVICES CORPORATION ADOPT THE ATTACHED RESOLUTION; THAT THE BOARD AUTHORIZE BY RECORD VOTE THE USE OF THE POWER OF EMINENT DOMAIN TO ACQUIRE RIGHTS IN THE PROPERTIES DESCRIBED IN EXHIBIT 1 TO THE RESOLUTION FOR THE ACQUISITION OF EASEMENTS FOR THE McCARTY LANE TO RANCH ROAD 12 TRANSMISSION LINE UPGRADE PROJECT TO ENSURE THE CONTINUED RELIABLE TRANSMISSION OF ELECTRIC ENERGY ON THE McCARTY LANE TO RANCH ROAD 12 (T699) TRANSMISSION LINE; AND THAT THE FIRST RECORD VOTE APPLIES TO ALL UNITS OF PROPERTY TO BE CONDEMNED.

**RESOLUTION
AUTHORIZING ACQUISITION OF INTERESTS IN REAL PROPERTY
BY CONDEMNATION IN HAYS COUNTY FOR
TRANSMISSION LINE EASEMENTS.**

WHEREAS, LCRA Transmission Services Corporation has determined the need to acquire the interests in real property necessary for the public purposes of construction, operation and maintenance of electric transmission lines in Hays County; and

WHEREAS, an independent, professional appraisal of the subject properties has been submitted to LCRA Transmission Services Corporation, and an amount has been established to be just compensation for the interests in real property to be acquired;

NOW, THEREFORE, BE IT RESOLVED that the president and chief executive officer or his designee is authorized to purchase the interests in real property from the landowner(s) listed in the attached Exhibit C for the McCarty Lane to Ranch Road 12 Transmission Line Upgrade project, with the description of the location of and interest in the properties that LCRA Transmission Services Corporation seeks to acquire being more particularly described in maps provided to the Board and attached to this Resolution as Exhibit 1; that the public convenience and necessity requires the acquisition of said interests in real property; that the public necessity requires the condemnation of the interests in real property in order to acquire them for such purposes; that LCRA Transmission Services Corporation does not intend to acquire rights to groundwater or surface water in the land; that LCRA Transmission Services Corporation will make a bona fide offer to acquire the interests in real property from the landowner(s) voluntarily as required by Sec. 21.0113 of the Texas Property Code; and that at such time as LCRA Transmission Services Corporation has determined that the landowner(s) and LCRA Transmission Services Corporation will be unable to reach an agreement on the fair market value of the subject interests in real property and that it should appear that further negotiations for settlement with the landowner(s) would be

EXHIBIT D

Page 2 of 2

futile, then the president and chief executive officer or his designee is authorized and directed to initiate condemnation proceedings against the owner(s) of the property, and against all other owners, lien holders, and other holders of an interest in the property, in order to acquire the necessary interests in real property; and that this resolution take effect immediately from and after its passage;

BE IT FURTHER RESOLVED that the president and chief executive officer or his designee is hereby authorized to do all things necessary and proper to carry out the intent and purpose of this resolution, including determination and negotiation of the interest in real property that are proper and convenient for the operation of the electric transmission line.

EXHIBIT 1
Page 1 of 5

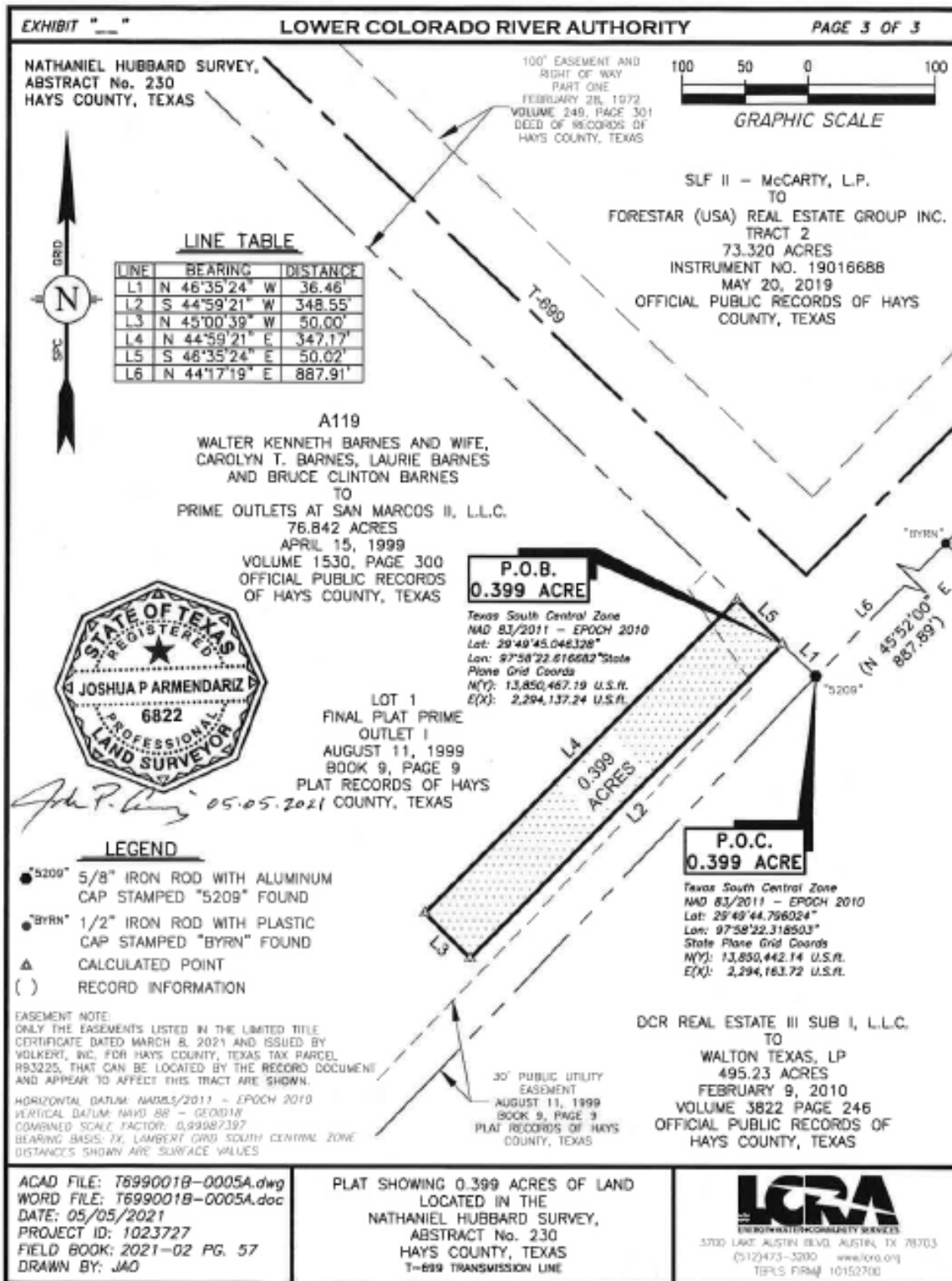


EXHIBIT 1
Page 2 of 5

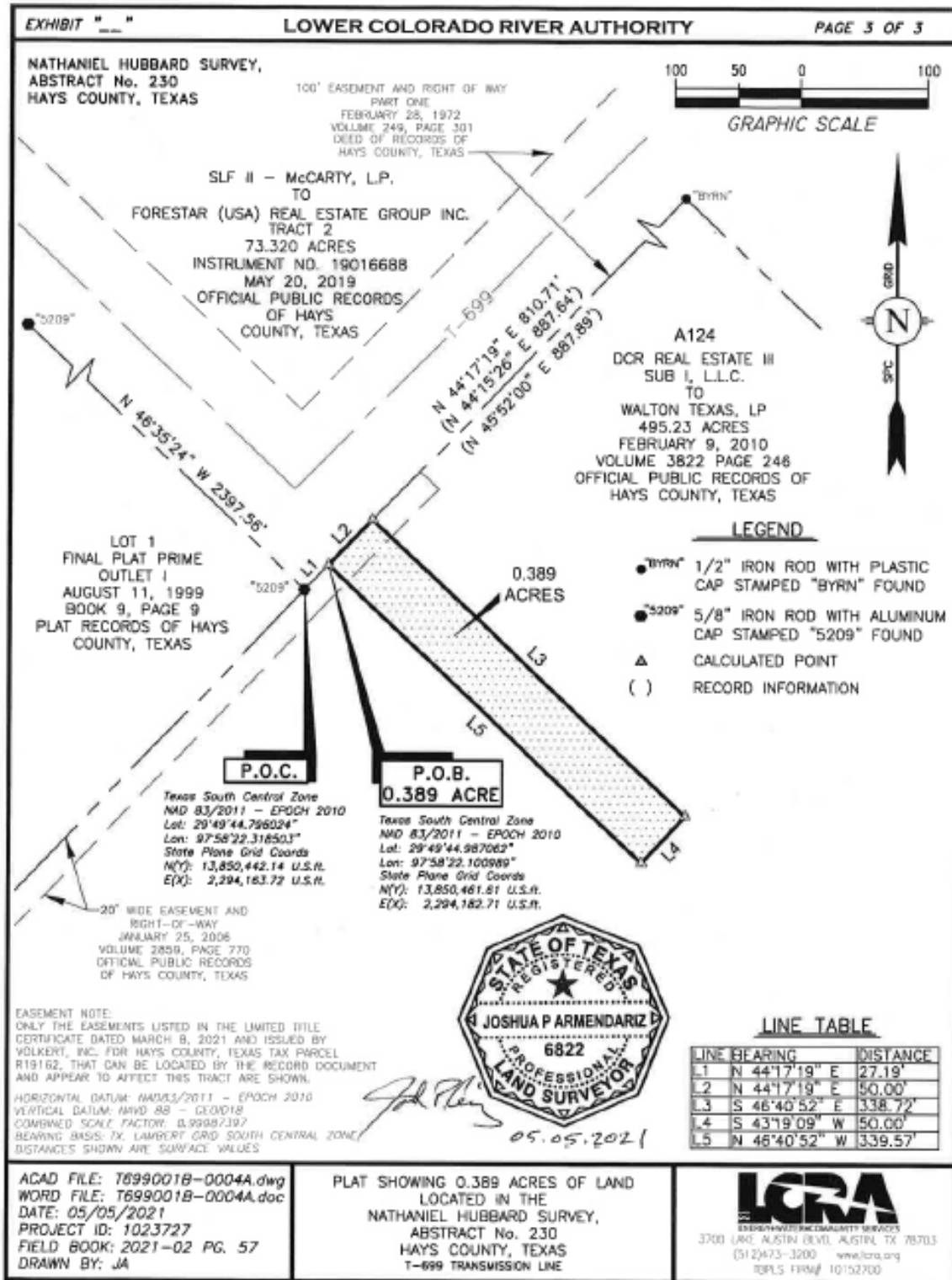


EXHIBIT 1
Page 3 of 5

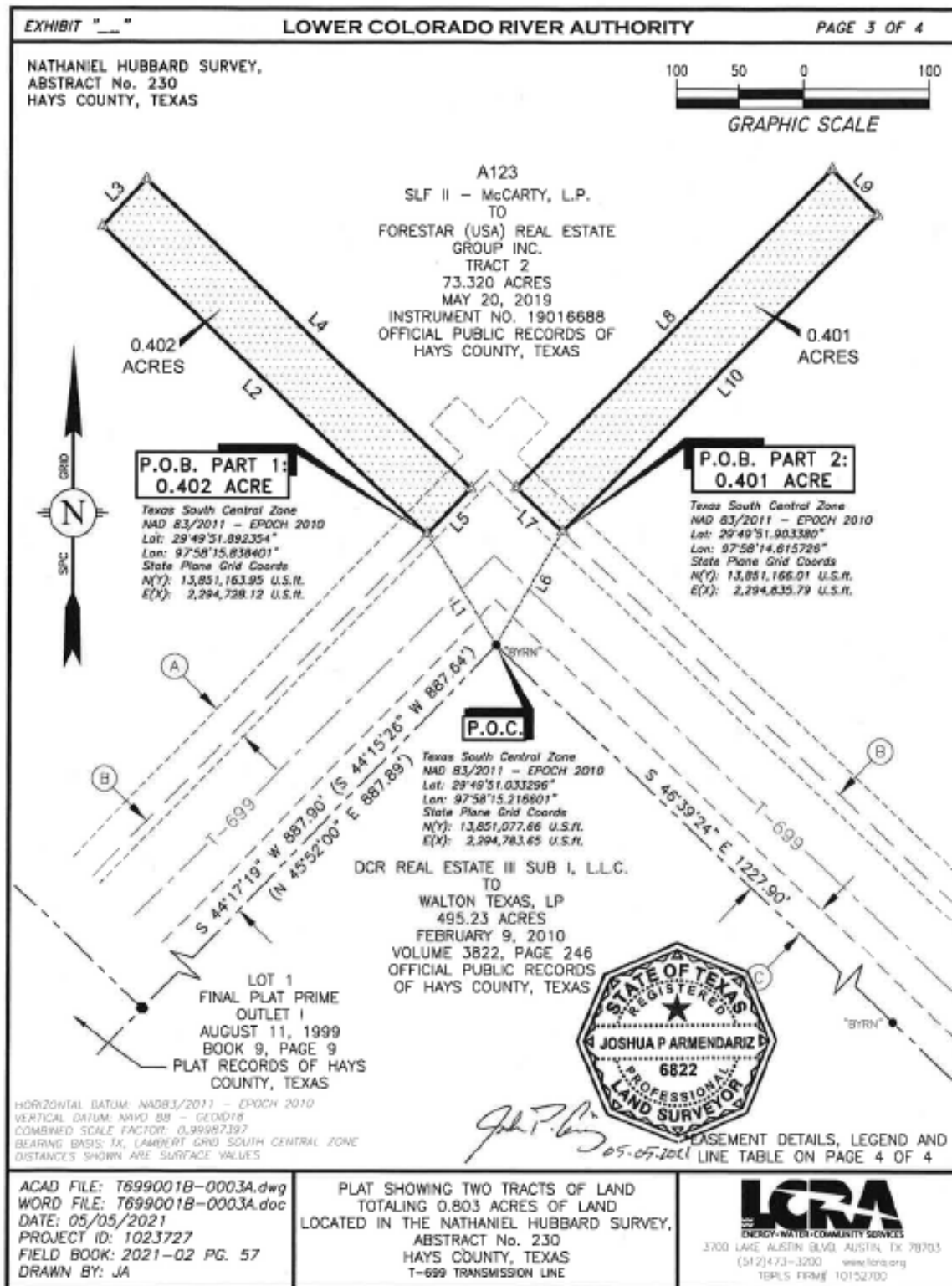


EXHIBIT 1
Page 4 of 5

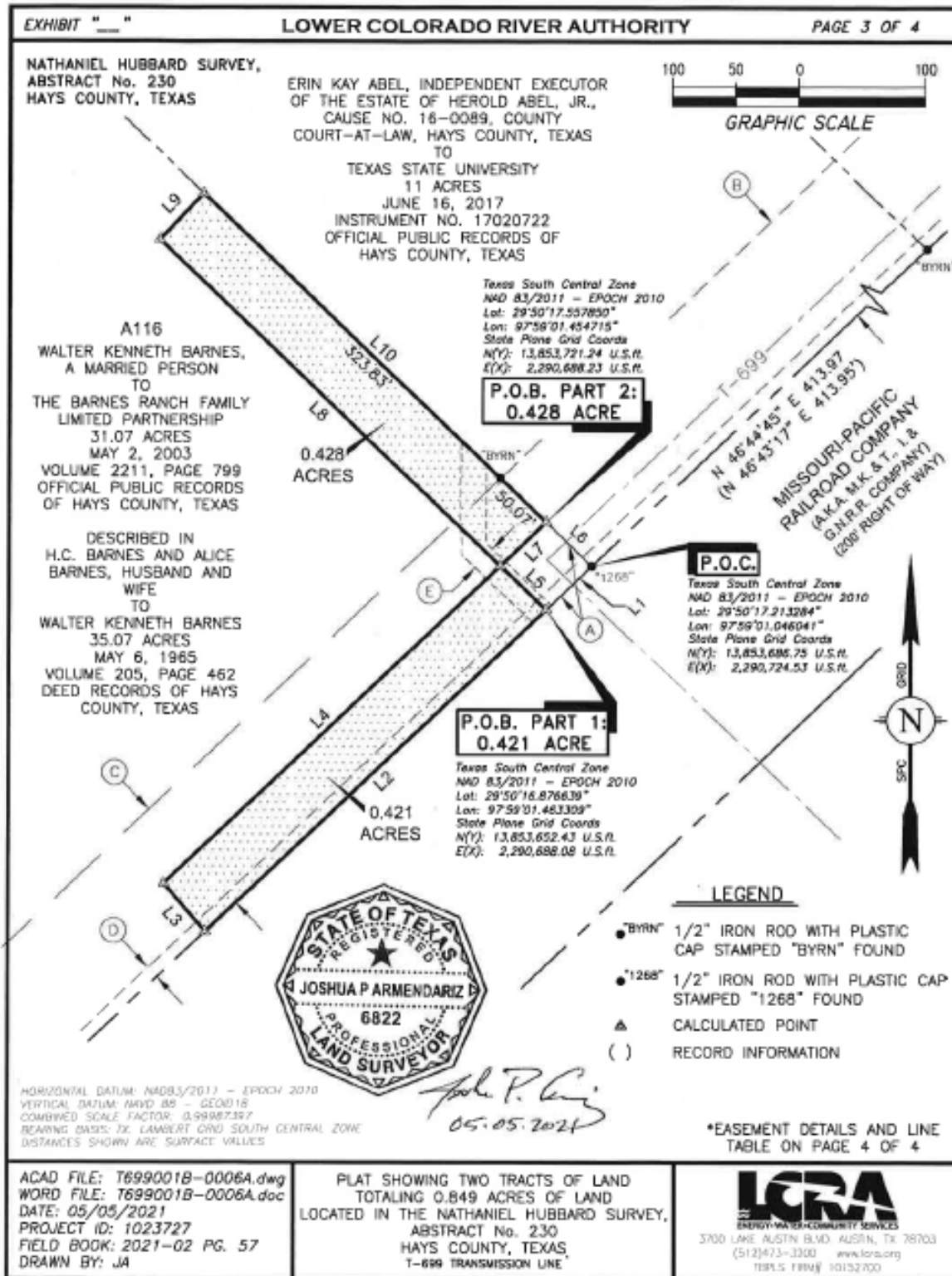
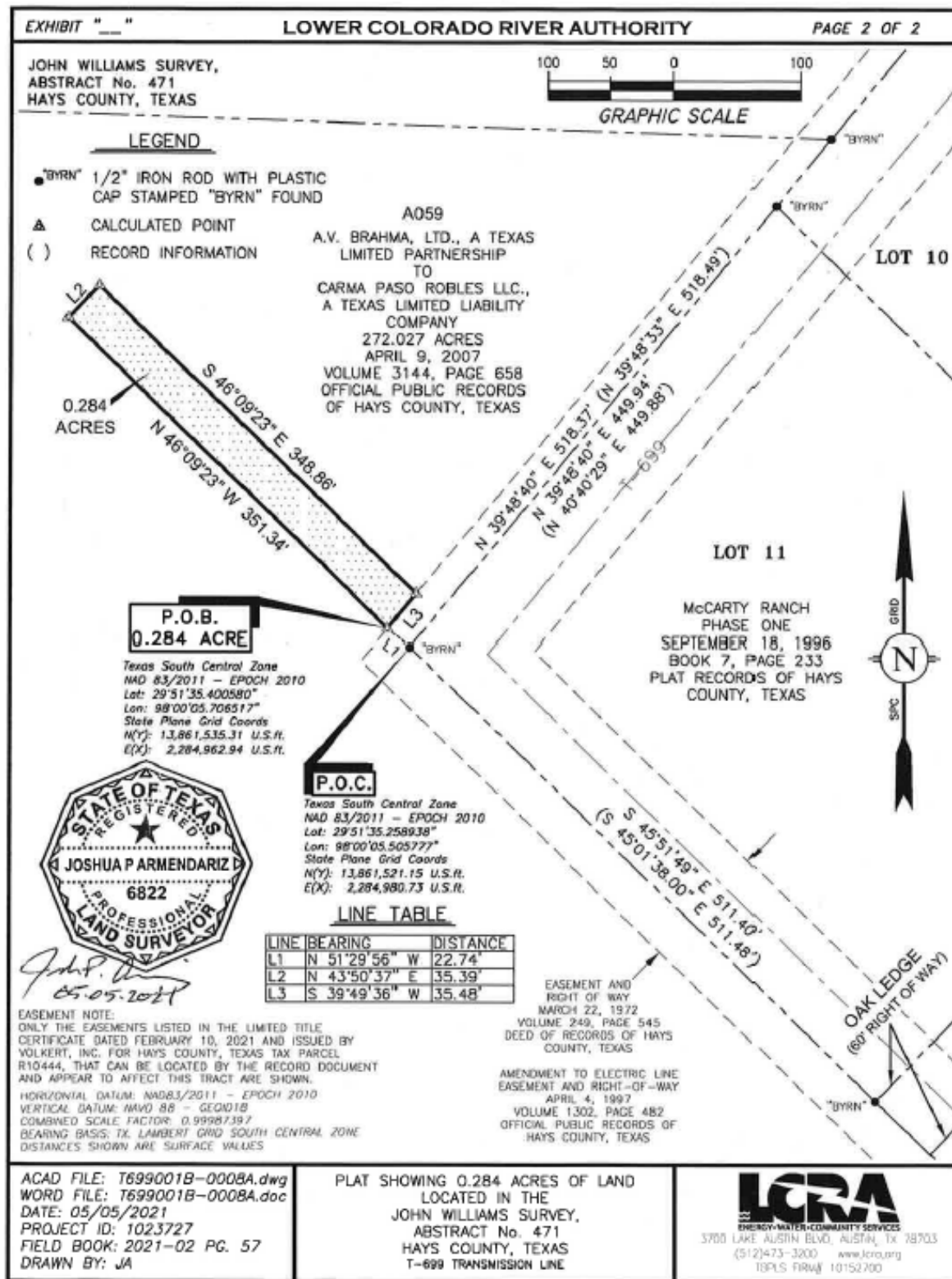


EXHIBIT 1
Page 5 of 5



FOR ACTION

5. Acquisition of Interests in Real Property – Use of Eminent Domain in Kerr and Gillespie Counties

Proposed Motion

I move that the Board of Directors of LCRA Transmission Services Corporation adopt the attached resolution; that the Board authorize by record vote the use of the power of eminent domain to acquire rights in the properties described in Exhibit 1 to the resolution for the acquisition of easements for the Mountain Home Substation and Transmission Line Addition project to provide for the reliable transmission of electric energy and communications and to facilitate broadband services on the Mountain Home to Hunt (T677) and Headwaters to Mountain Home (T678) transmission lines; and that the first record vote applies to all units of property to be condemned.

Board Consideration

LCRA Transmission Services Corporation Board Policy T401 – Land Resources and Section 2206.053 of the Texas Government Code require Board authorization prior to the initiation of eminent domain proceedings.

Section 2206.053 of the Texas Government Code provides that if two or more Board members object to adopting a single resolution for all units of property, a separate record vote must be taken for each unit of property. If two or more units of real property are owned by the same person, those units may be treated as one unit of property.

LCRA utilizes LCRA Transmission Services Corporation to provide LCRA with fiberoptic communications and broadband services pursuant to LCRA Board Policy 220.20 and Section 8503.032 of the Special District Local Laws Code.

Budget Status and Fiscal Impact

The acquisition costs were included in the Board-approved budget for the Mountain Home Substation and Transmission Line Addition project.

Summary

LCRA TSC proposes to acquire transmission line easements in Kerr and Gillespie counties for the Mountain Home Substation and Transmission Line Addition project. Kokel Oberrender and Wood Appraisals performed independent appraisals of the interests in real properties to be acquired to determine just compensation to the landowners.

Staff made initial offers to acquire the necessary interests in real property voluntarily from the landowners listed on Exhibit C, as required by Sec. 21.0113 of the Texas Property Code. Staff will continue to negotiate for the purchase of the interests in real property. Staff seeks Board authorization to proceed with condemnation if agreements cannot be reached with the landowners.

Staff has provided to the Board a description of the specific properties to be acquired, and will attach the description to the resolution.

LCRA TSC representatives performed environmental and cultural due diligence studies and did not identify any concerns. Staff requests the Board adopt the resolution in Exhibit D authorizing the initiation of condemnation proceedings on the first record vote for all units of property.

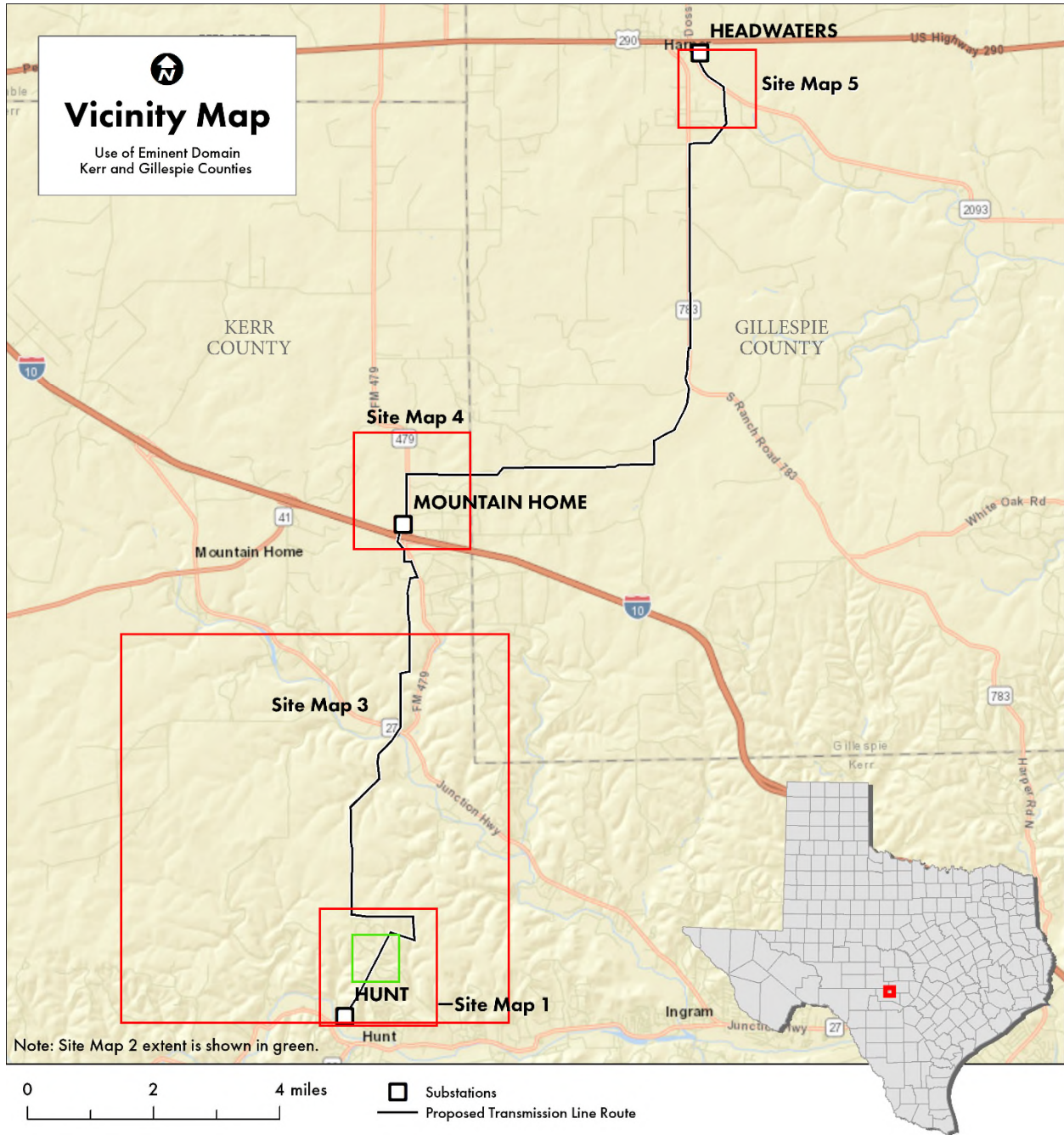
Presenter(s)

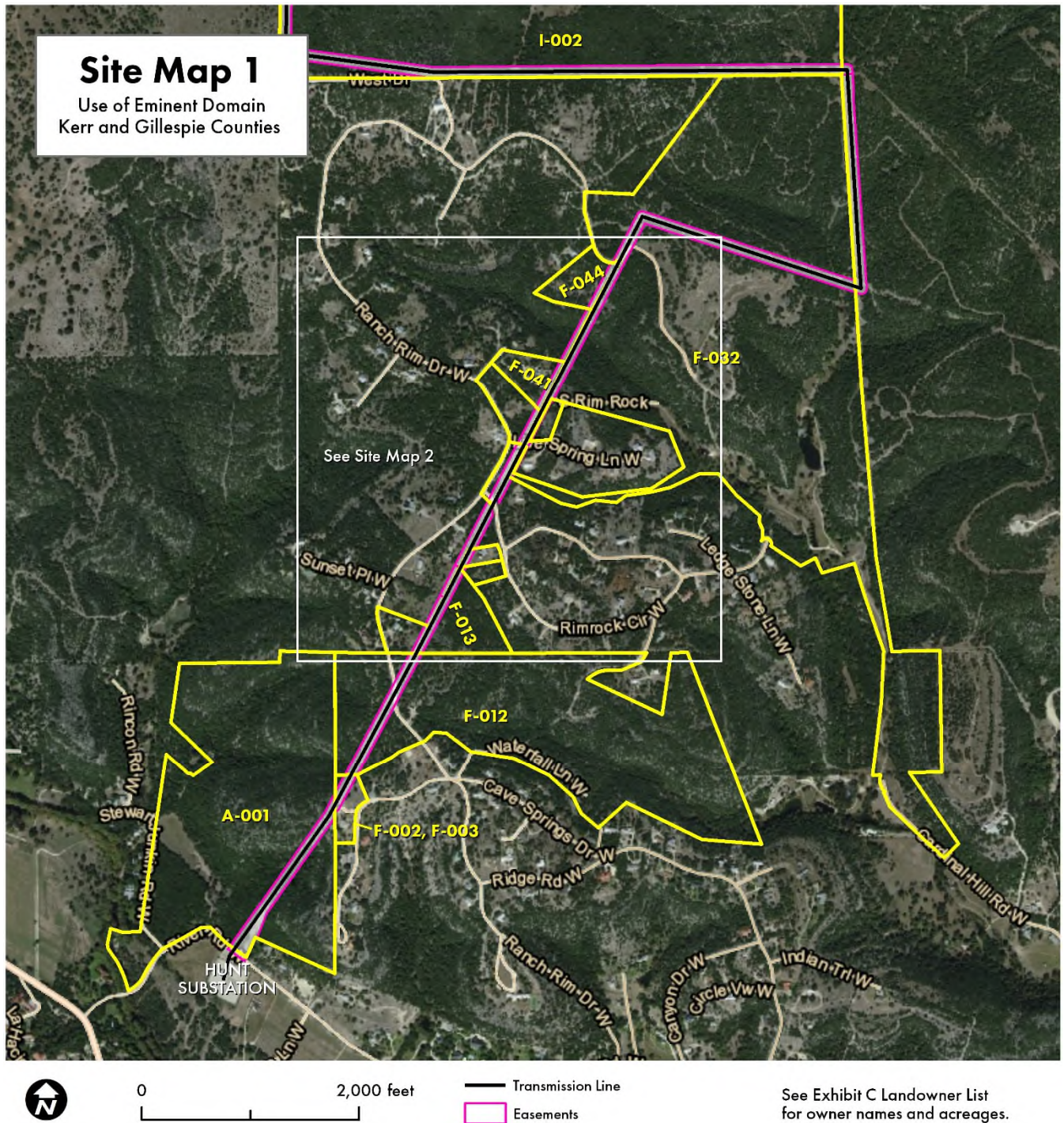
Mark Sumrall
Director, Real Estate Services

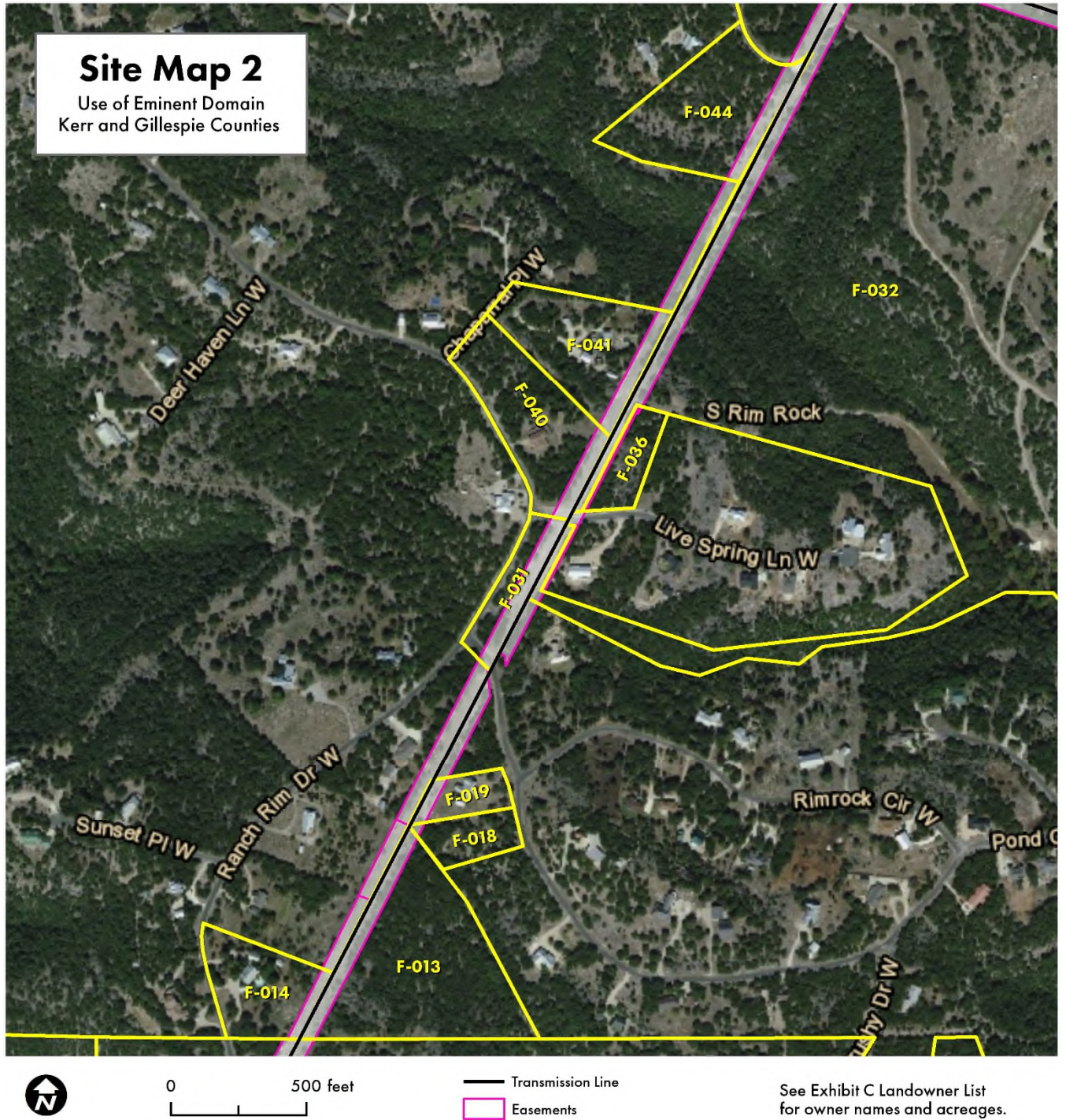
Exhibit(s)

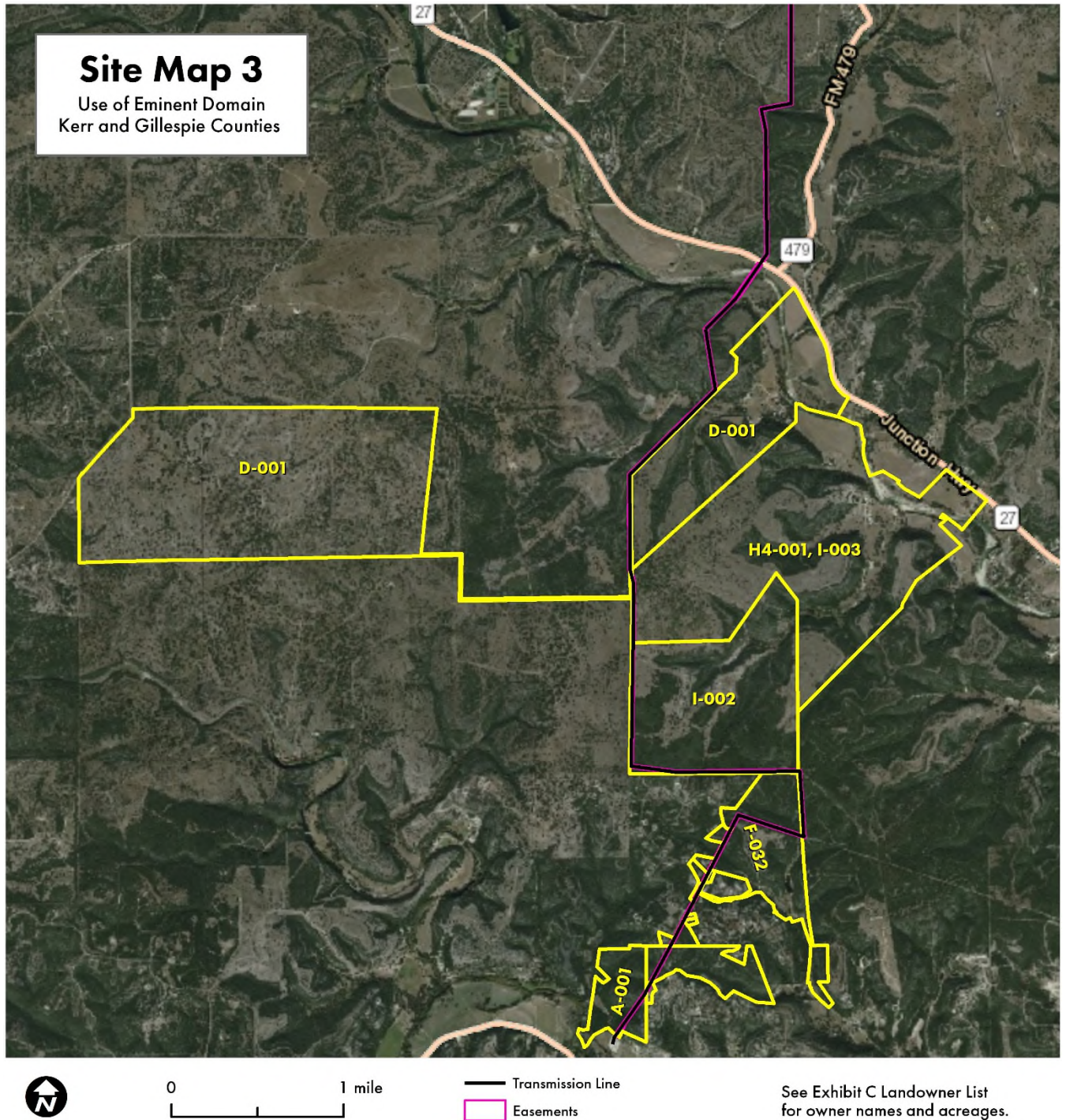
- A – Vicinity Map
- B – Site Maps
- C – Landowner List
- D – Resolution
- 1 – Description of the Specific Properties

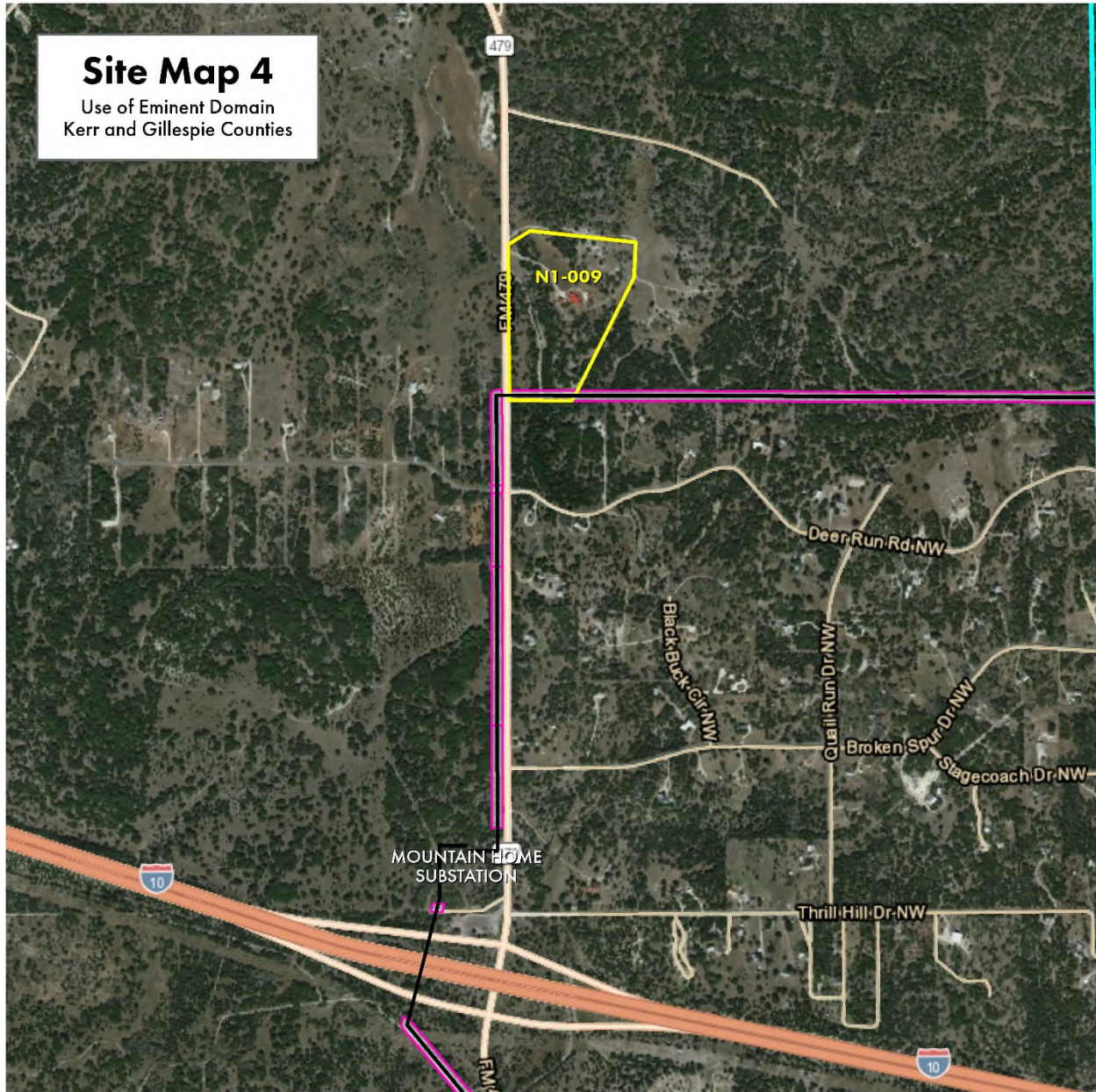
EXHIBIT A







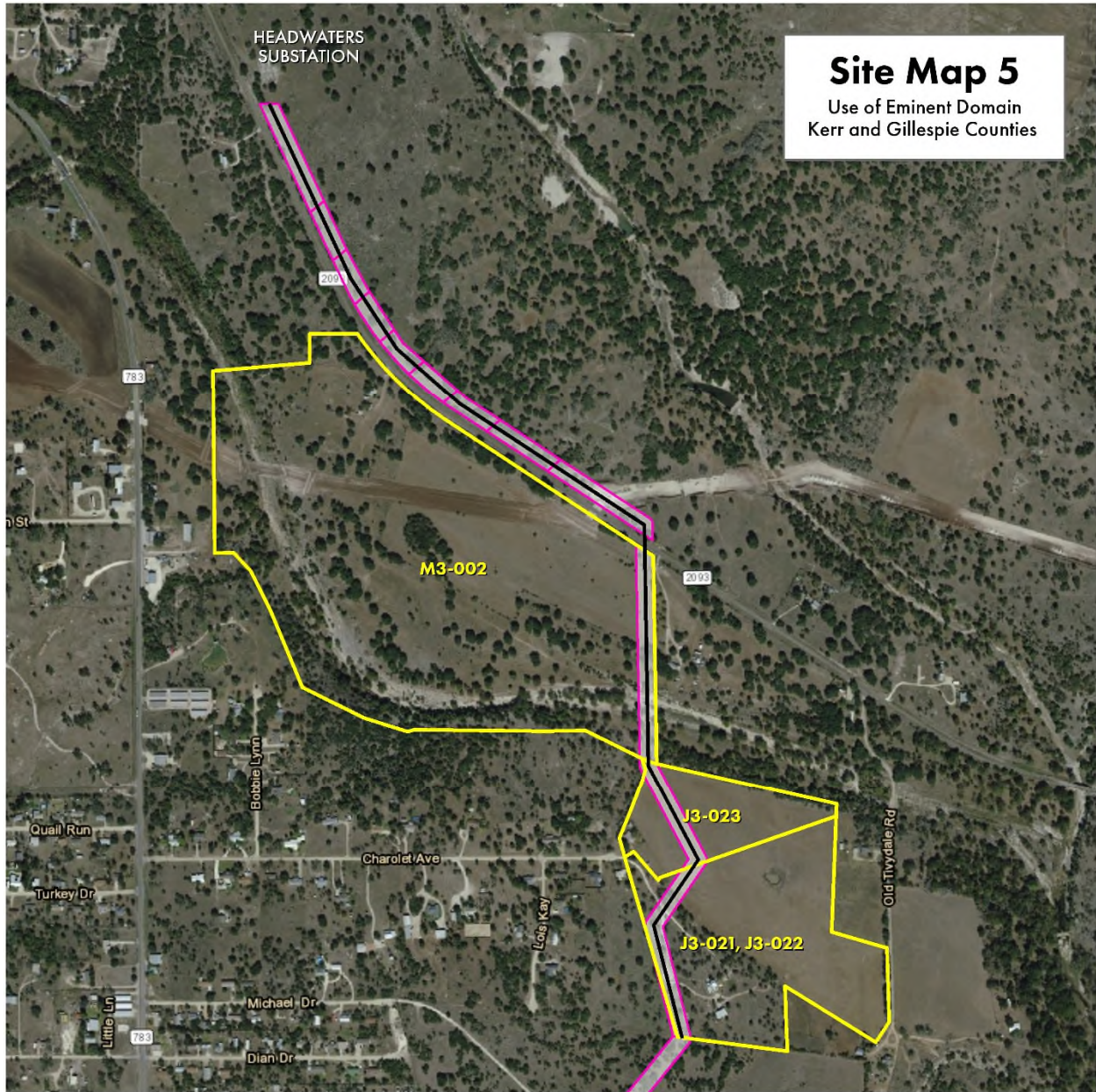




0 2,000 feet

— Transmission Line
□ Easements

See Exhibit C Landowner List
for owner names and acreages.



0 1,200 feet

— Transmission Line
□ Easements

See Exhibit C Landowner List
for owner names and acreages.

EXHIBIT C

Page 1 of 2

Parcel ID	Landowners	Approximate Parent Tract Acreage	Land Rights	Approximate Acquisition Acreage	County	Approximate Value
A-001	Wakefield, Mary Jane Moody	99.73 acres	Easement	1.97 acres	Kerr	\$75,000
F-002 & F-003	Wood, Terry W. and Cindy	3.15 acres	Easement	0.19 acre	Kerr	\$50,000
F-012	Cave Springs Owners Inc., a Texas Corporation; Crain, Carter	99 acres	Easement	1.18 acres	Kerr	\$45,000
F-014	Shepherd, Sterling C. and Kristi	3.05 acres	Easement	0.14 acre	Kerr	\$34,000
F-013	Thomas, John Geoffrey	8.4 acres	Easement	0.39 acre	Kerr	\$34,000
F-018	Rice, Andrew S.	1.34 acres	Easement	0.02 acre	Kerr	\$5,000
F-019	Coleman, Kevin	1.13 acres	Easement	0.90 acre	Kerr	\$25,000
F-031	Crain, Carter; Cave Springs Owners Inc., a Texas Nonprofit Corporation	1.73 acres	Easement	0.27 acre	Kerr	\$12,000
F-032	King Family Land Holdings, LLC	225.5 acres	Easement Temporary Easement	2.91 acres 3.73 acres	Kerr	\$240,000
F-040	Forester, John Robert and Patricia Ann	4.56 acres	Easement	0.17 acre	Kerr	\$35,000
F-036	Yendrey, Dena; Buchhorn, Michael	1.33 acres	Easement	0.20 acre	Kerr	\$11,000
F-041	Taylor, Thomas S. and Kerry B.	4.55 acres	Easement	0.23 acre	Kerr	\$46,000
F-044	McTaggart, James Reid	5.34 acres	Easement	0.24 acre	Kerr	\$21,000
I-002	Beta Real Estate, LLC	541.9 acres	Easement Temporary Easement	20.51 acres 0.51 acre	Kerr	\$326,000
H4-001 & I-003	Savoy, LTD	542.9 acres	Easement	4.7 acres	Kerr	\$110,000
D-001	Bar J Bar Ranch, LP	470 acres	Easement	0.39 acre	Kerr	\$115,000

EXHIBIT C

Page 2 of 2

Parcel ID	Landowners	Approximate Parent Tract Acreage	Land Rights	Approximate Acquisition Acreage	County	Approximate Value
N1-009	Hanson, Jeff	30.43 acres	Easement	1.33 acres	Kerr	\$70,000
J3-021 & J3-022	Ahearn, Nicholas Shaun and Sara Devon	30.61 acres	Easement Temporary Easement	2.35 acres 0.33 acre	Gillespie	\$140,000
J3-023	Matei, Nathan Emanuel and Alina	11.33 acres	Easement Temporary Easement	1.56 acres 0.33 acre	Gillespie	\$66,000
M3-002	Earhart, Charles and Diane	99.33 acres	Easement	2.9 acres	Gillespie	\$75,000

EXHIBIT D

Page 1 of 2

PROPOSED MOTION

I MOVE THAT THE BOARD OF DIRECTORS OF LCRA TRANSMISSION SERVICES CORPORATION ADOPT THE ATTACHED RESOLUTION; THAT THE BOARD AUTHORIZE BY RECORD VOTE THE USE OF THE POWER OF EMINENT DOMAIN TO ACQUIRE RIGHTS IN THE PROPERTIES DESCRIBED IN EXHIBIT 1 TO THE RESOLUTION FOR THE ACQUISITION OF EASEMENTS FOR THE MOUNTAIN HOME SUBSTATION AND TRANSMISSION LINE ADDITION PROJECT TO PROVIDE FOR THE RELIABLE TRANSMISSION OF ELECTRIC ENERGY AND COMMUNICATIONS AND TO FACILITATE BROADBAND SERVICES ON THE MOUNTAIN HOME TO HUNT (T677) AND HEADWATERS TO MOUNTAIN HOME (T678) TRANSMISSION LINES; AND THAT THE FIRST RECORD VOTE APPLIES TO ALL UNITS OF PROPERTY TO BE CONDEMNED.

**RESOLUTION
AUTHORIZING ACQUISITION OF INTERESTS IN REAL PROPERTY
BY CONDEMNATION IN GILLESPIE AND KERR COUNTIES FOR
TRANSMISSION LINE EASEMENTS.**

WHEREAS, LCRA Transmission Services Corporation has determined the need to acquire the interests in real property necessary for the public purposes of construction, operation and maintenance of electric transmission lines, communication lines, and appurtenances thereto in Gillespie and Kerr counties;

WHEREAS, LCRA Transmission Services Corporation recognizes that Texas communities are underserved by broadband services and has determined the need to facilitate broadband service connectivity in Gillespie and Kerr counties by making its excess fiber capacity and facilities available for the same; and

WHEREAS, an independent, professional appraisal of the subject properties will be submitted to LCRA Transmission Services Corporation, and an amount will be established to be just compensation for the interests in real property to be acquired;

NOW, THEREFORE, BE IT RESOLVED that the president and chief executive officer or his designee is authorized to purchase the interests in real property from the landowner(s) listed in the attached Exhibit C for the Mountain Home Substation and Transmission Line Addition project, with the description of the location of and interest in the properties that LCRA Transmission Services Corporation seeks to acquire being more particularly described in maps provided to the Board and attached to this Resolution as Exhibit 1; that the public convenience and necessity requires the acquisition of the above-stated interests in real property; that the public necessity requires the condemnation of the interests in real property in order to acquire them for such purposes; that LCRA Transmission Services Corporation does not intend to

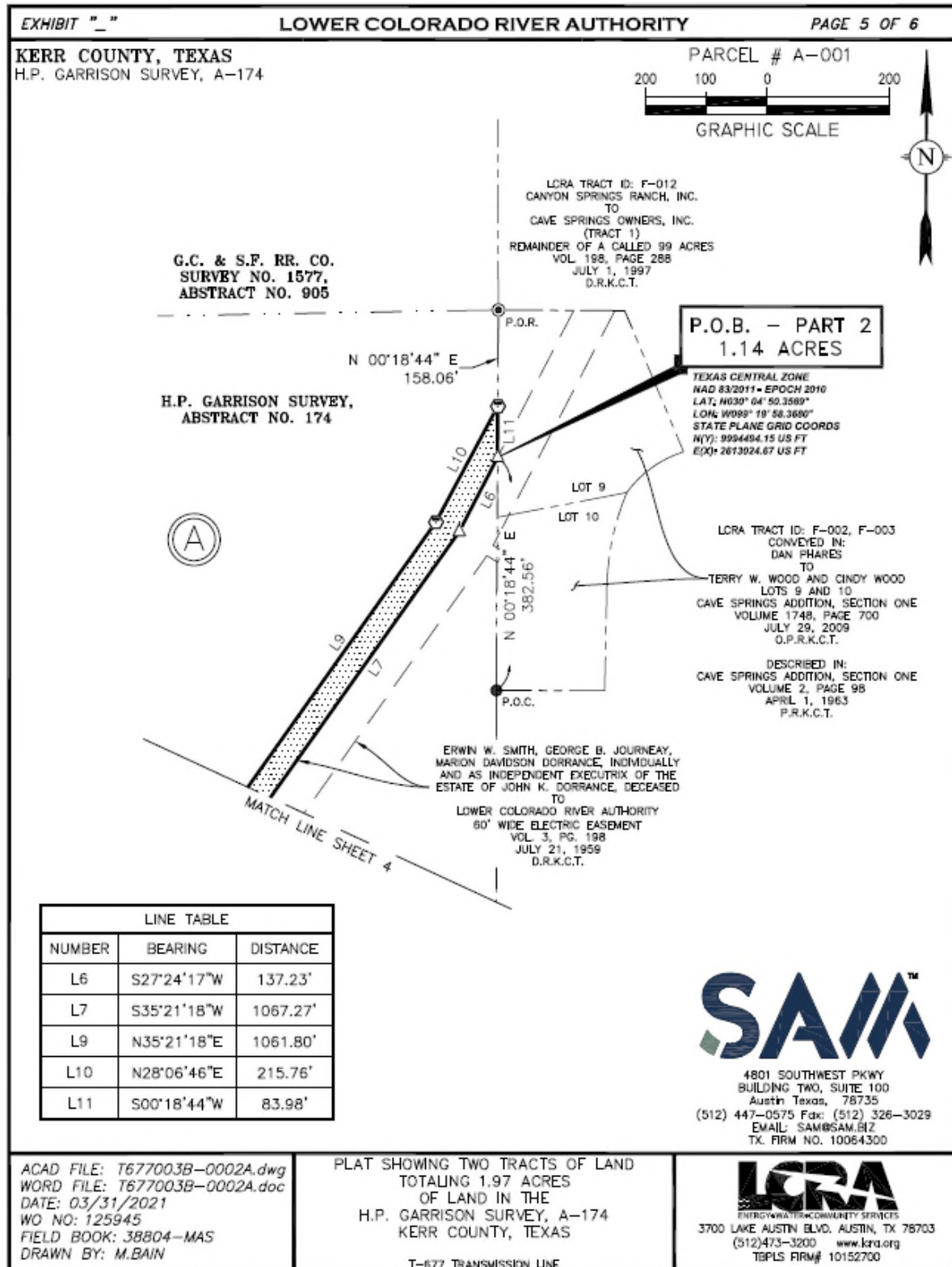
EXHIBIT D

Page 2 of 2

acquire rights to groundwater or surface water in the land; that LCRA Transmission Services Corporation will make a bona fide offer to acquire the interests in real property from the landowner(s) voluntarily as required by Sec. 21.0113 of the Texas Property Code; and that at such time as LCRA Transmission Services Corporation has determined that the landowner(s) and LCRA Transmission Services Corporation will be unable to reach an agreement on the fair market value of the subject interests in real property and that it should appear that further negotiations for settlement with the landowner(s) would be futile, then the president and chief executive officer or his designee is authorized and directed to initiate condemnation proceedings against the owner(s) of the property, and against all other owners, lien holders, and other holders of an interest in the property, in order to acquire the necessary interests in real property; and that this resolution take effect immediately from and after its passage;

BE IT FURTHER RESOLVED that the president and chief executive officer or his designee is hereby authorized to do all things necessary and proper to carry out the intent and purpose of this resolution, including determination and negotiation of the interest in real property that are proper and convenient for the operation of the electric transmission line.

EXHIBIT 1
Page 1 of 35



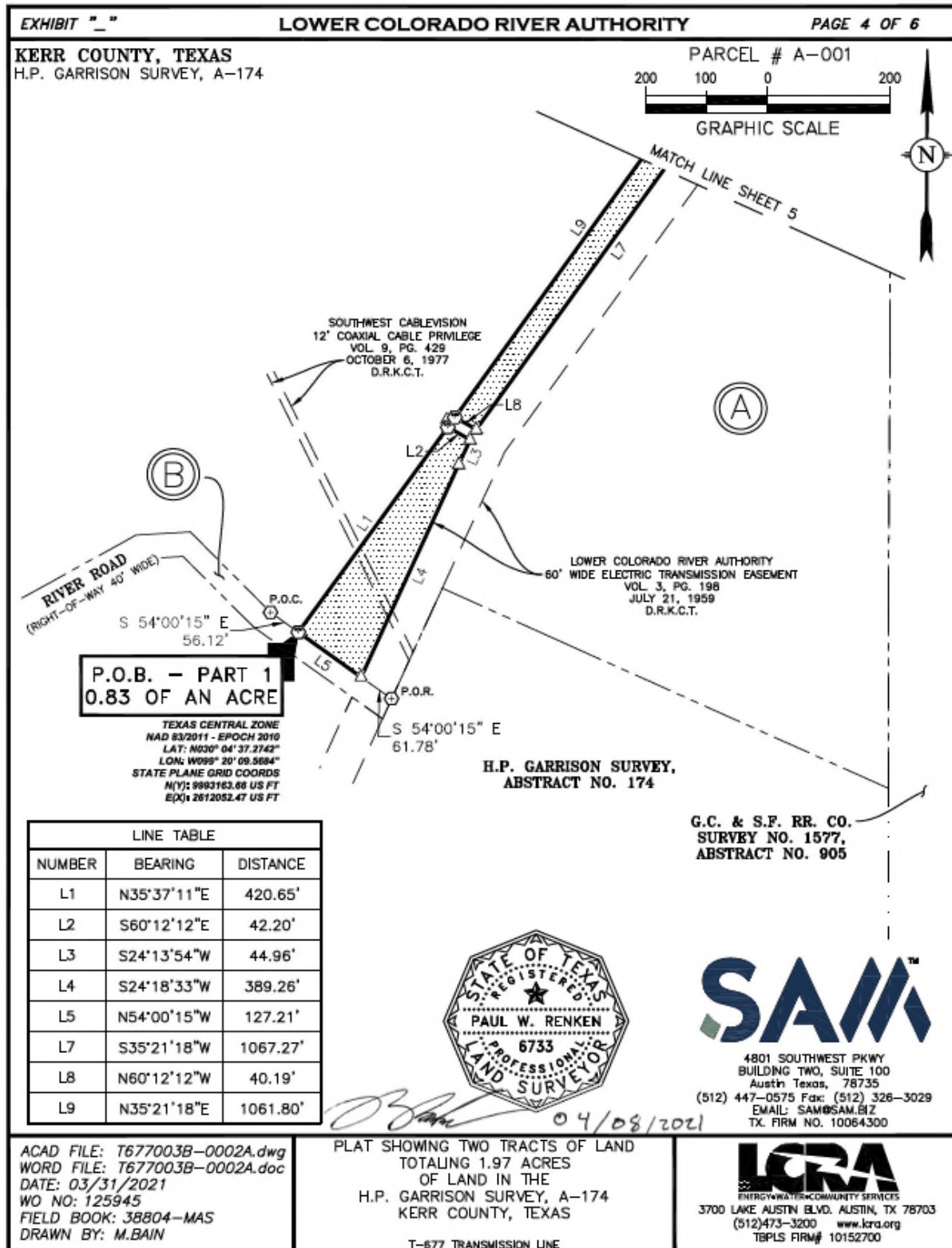
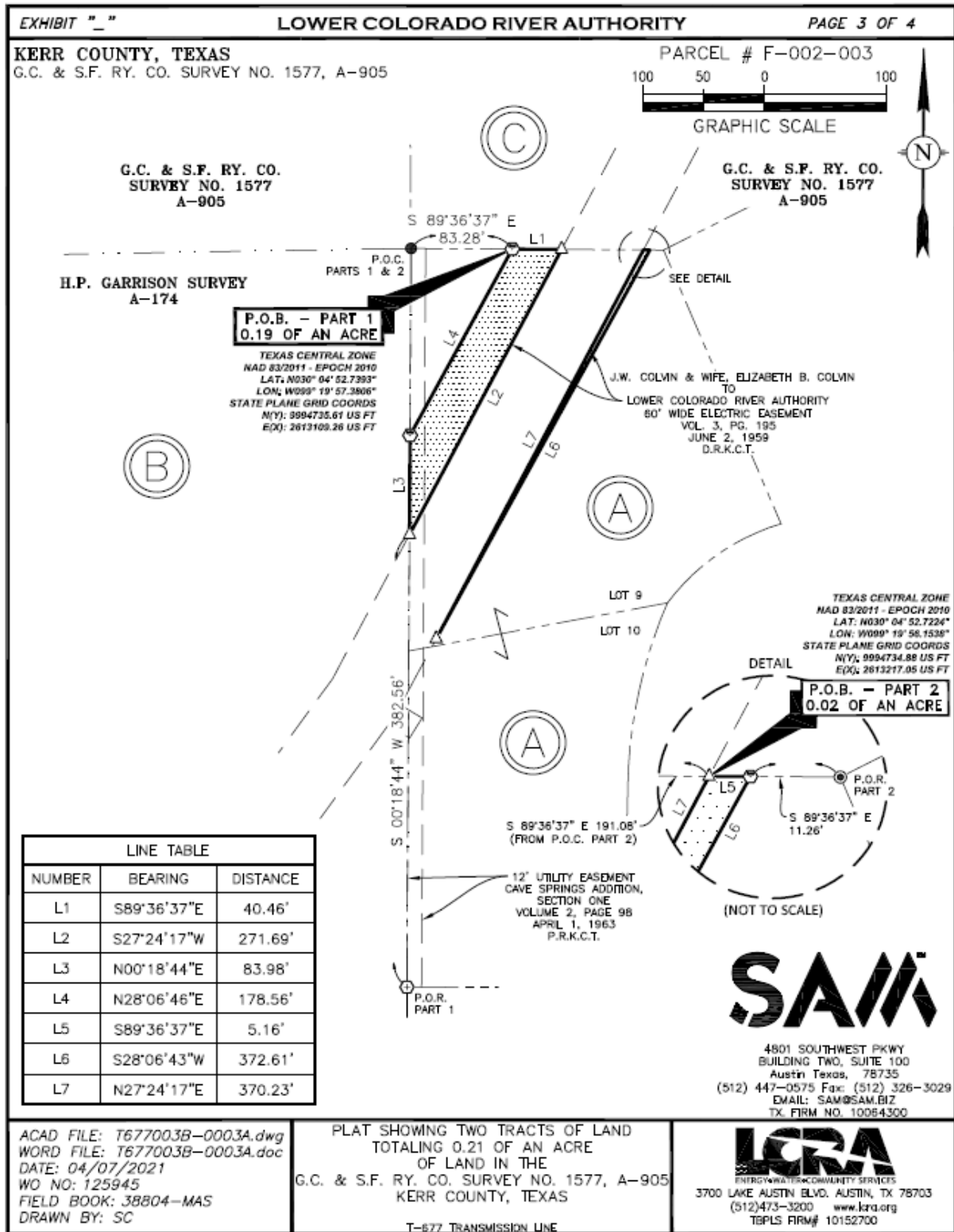
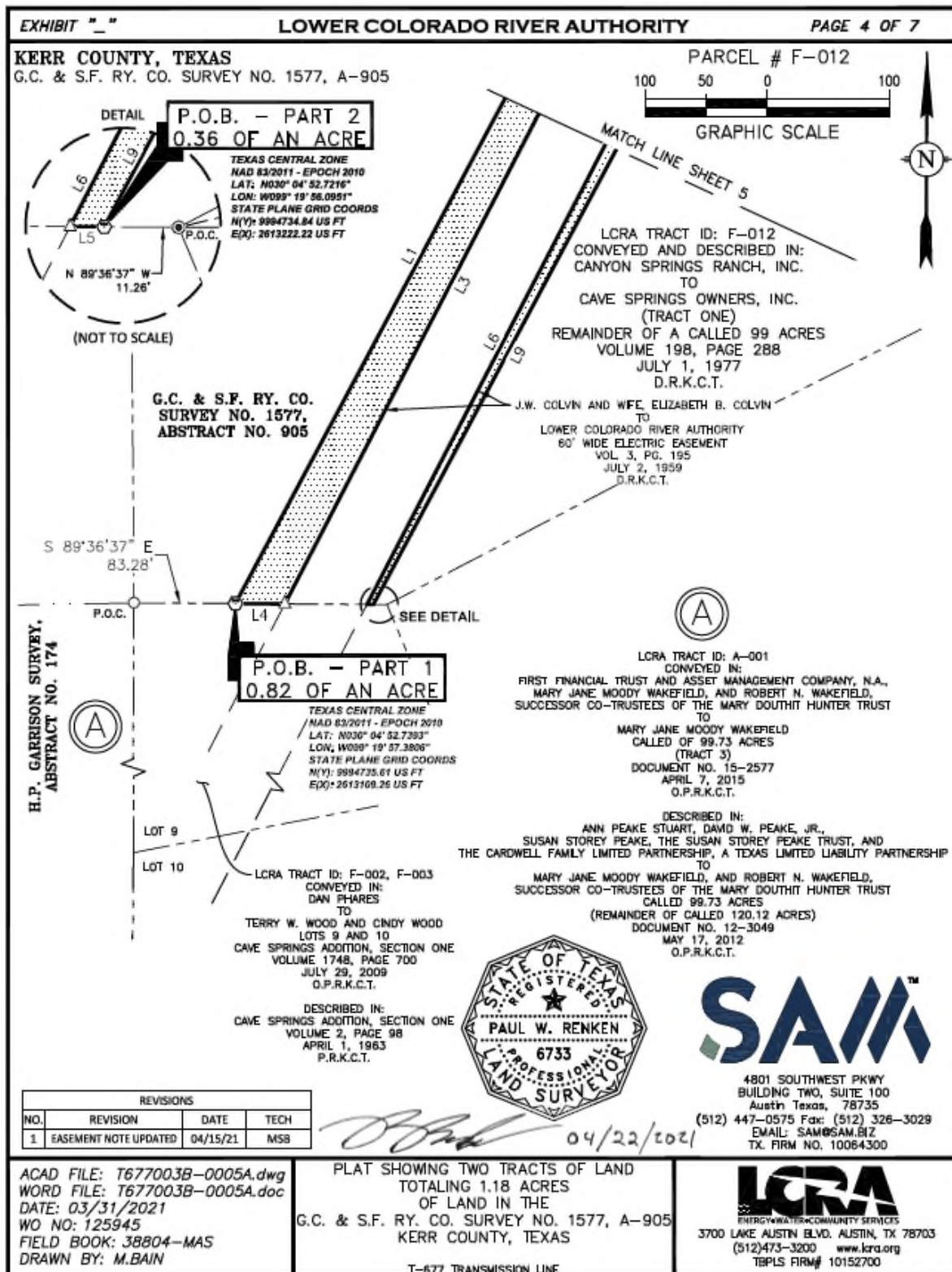
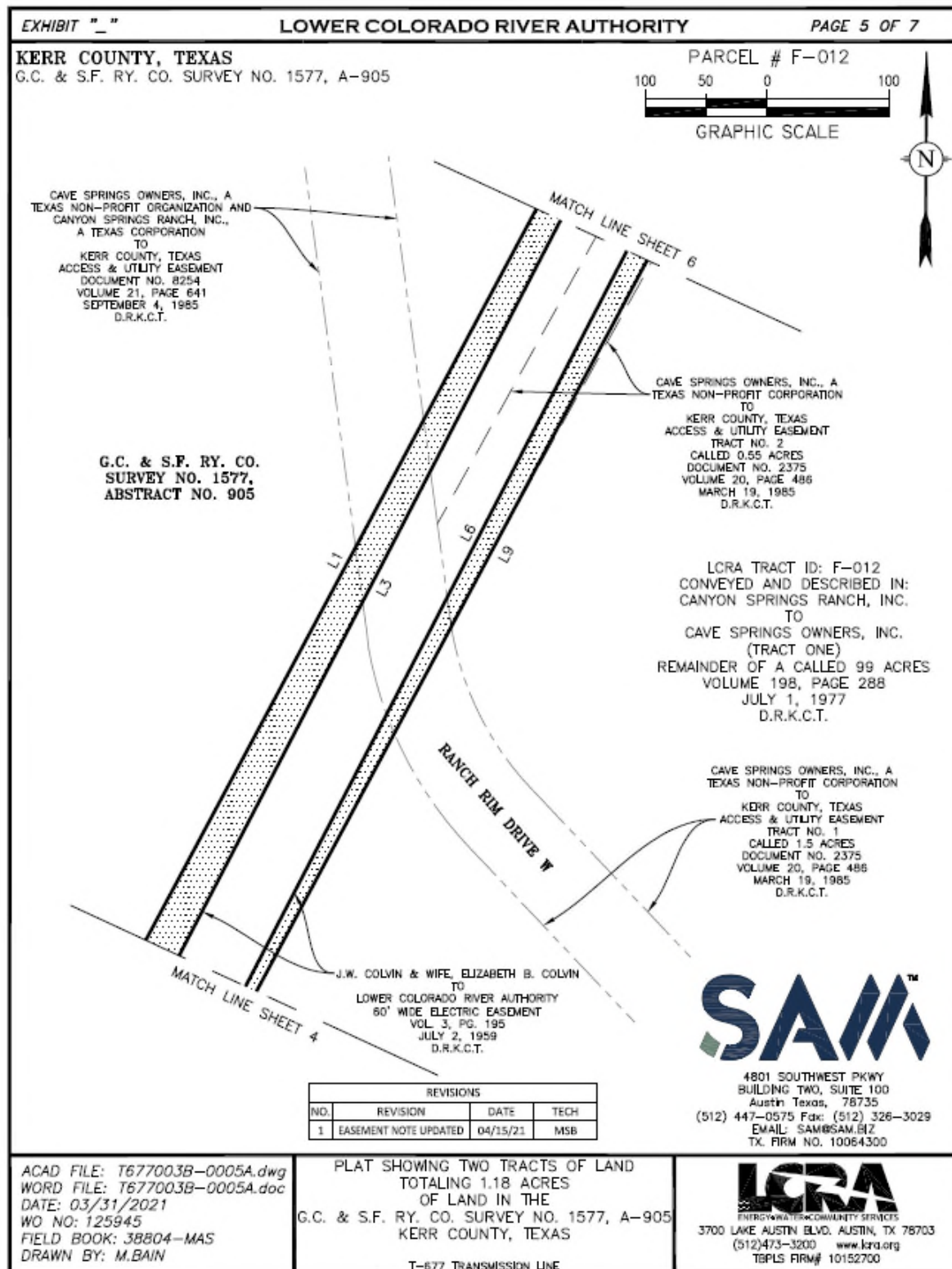


EXHIBIT 1
Page 3 of 35







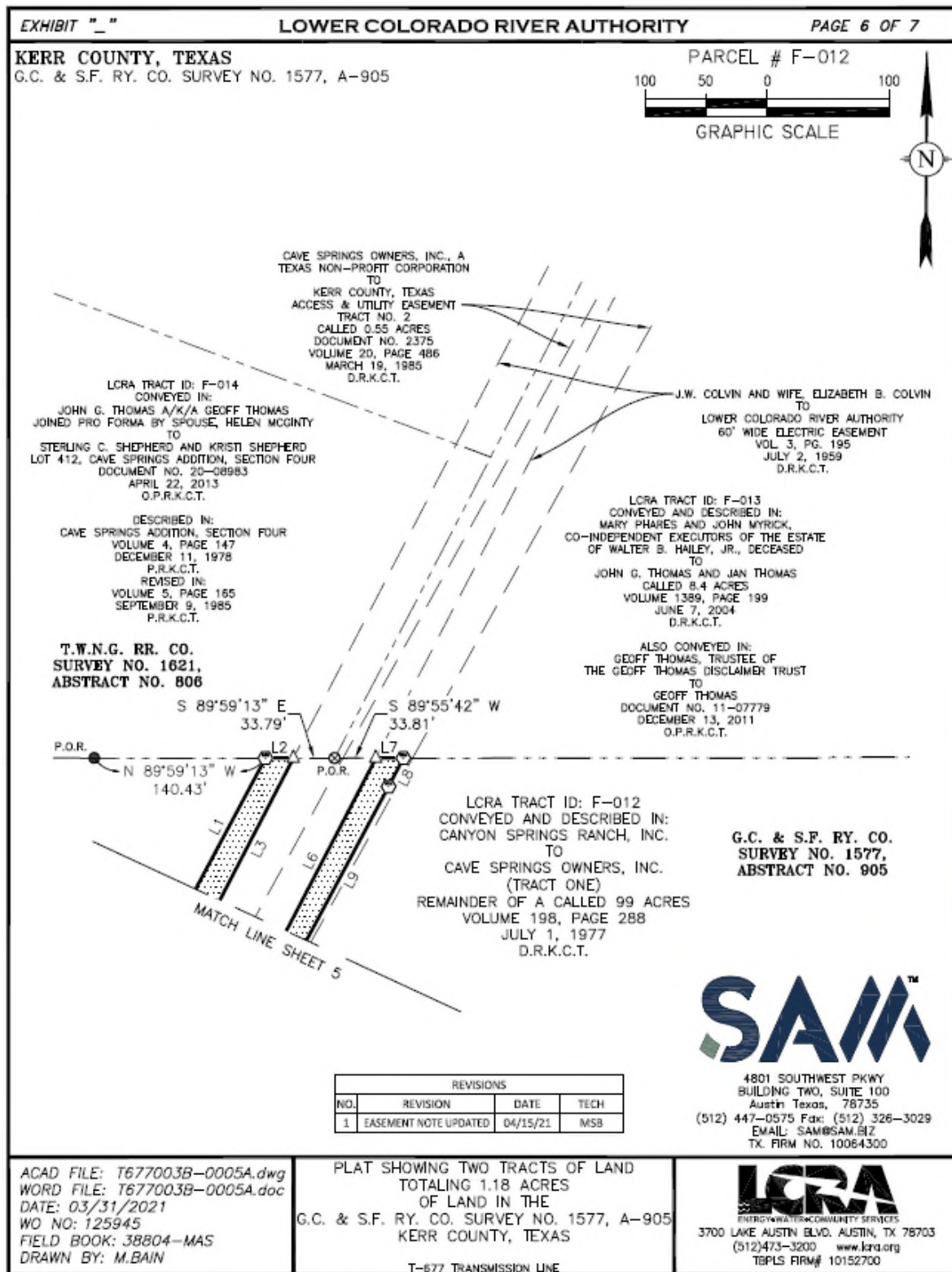
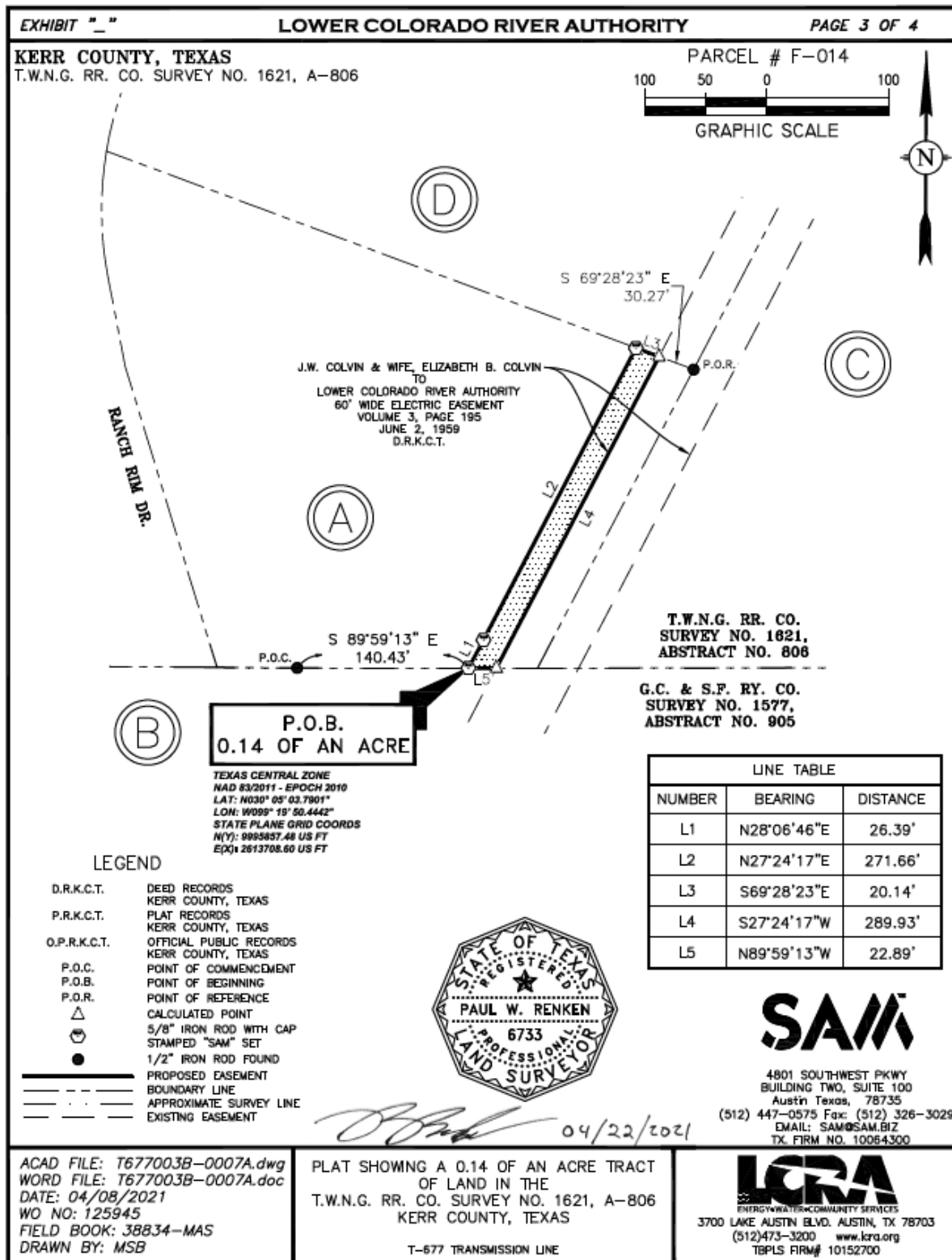
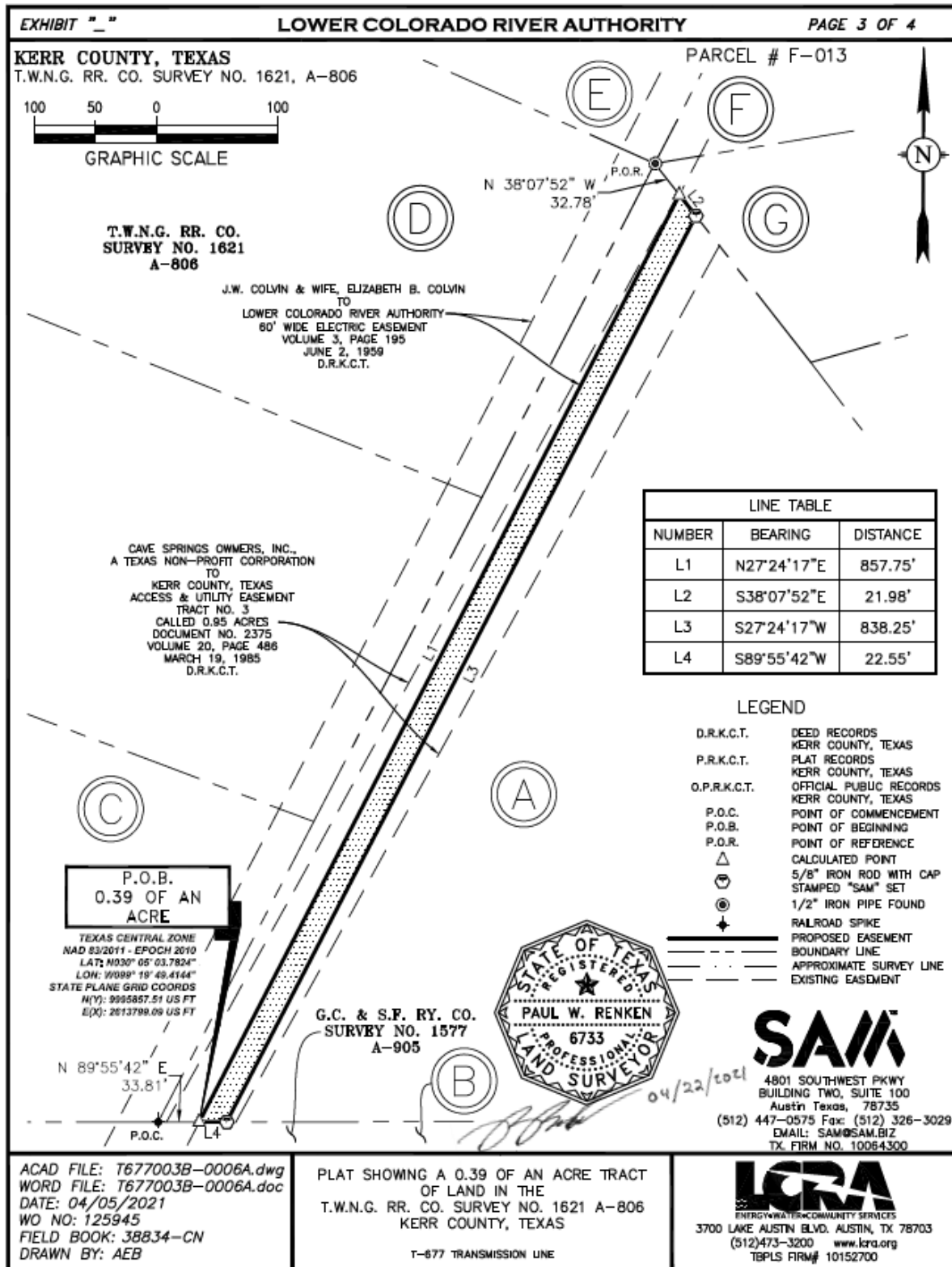
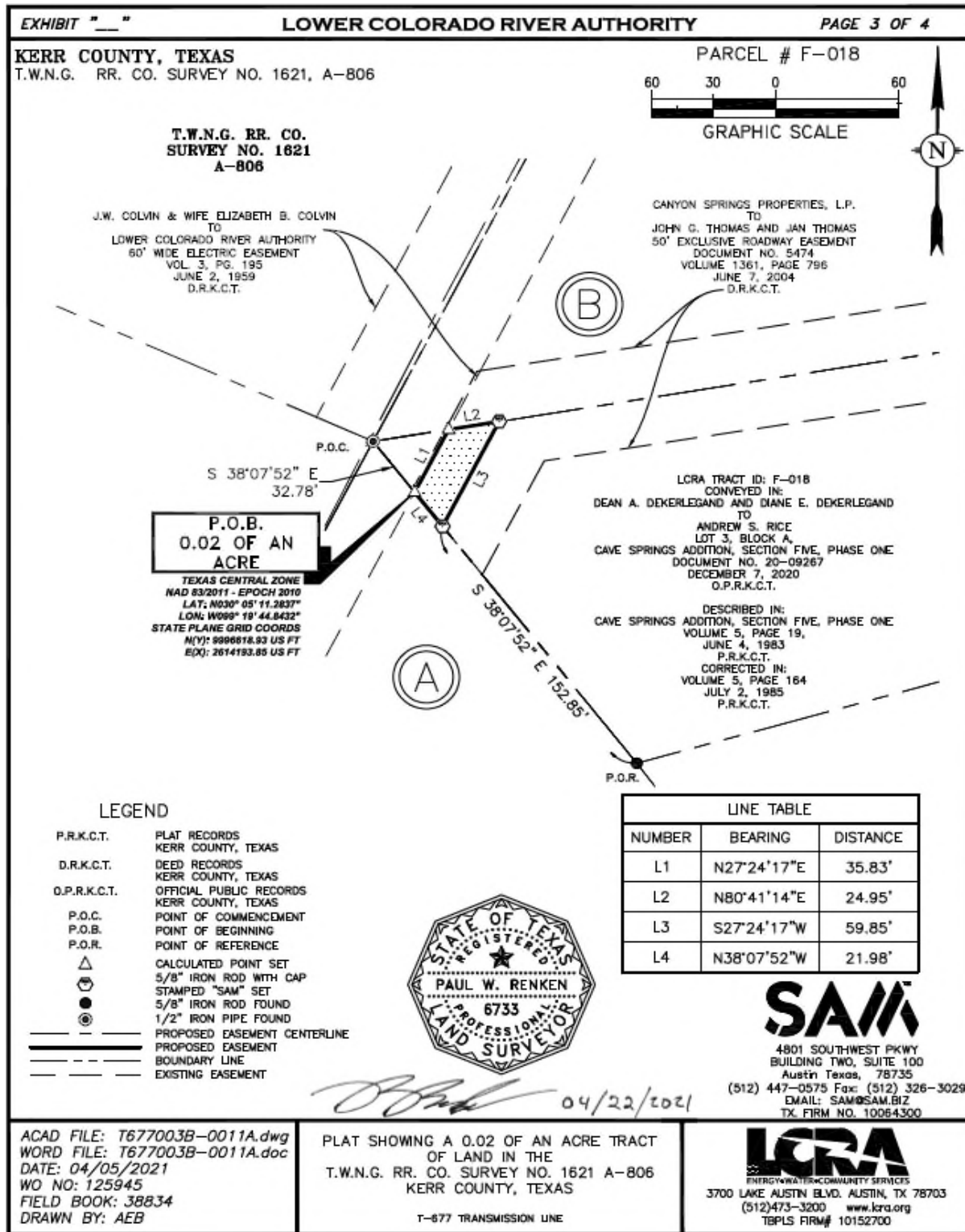
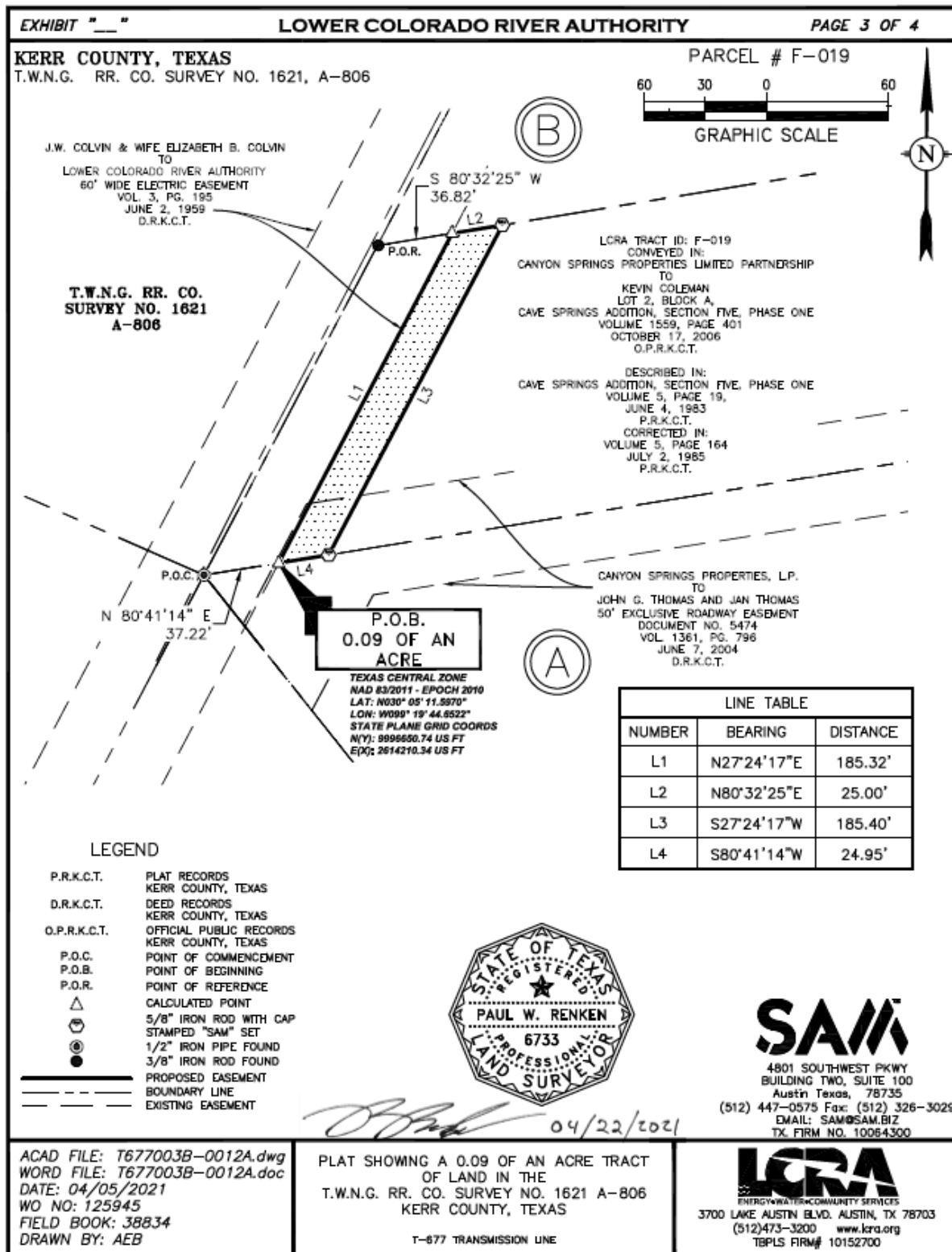


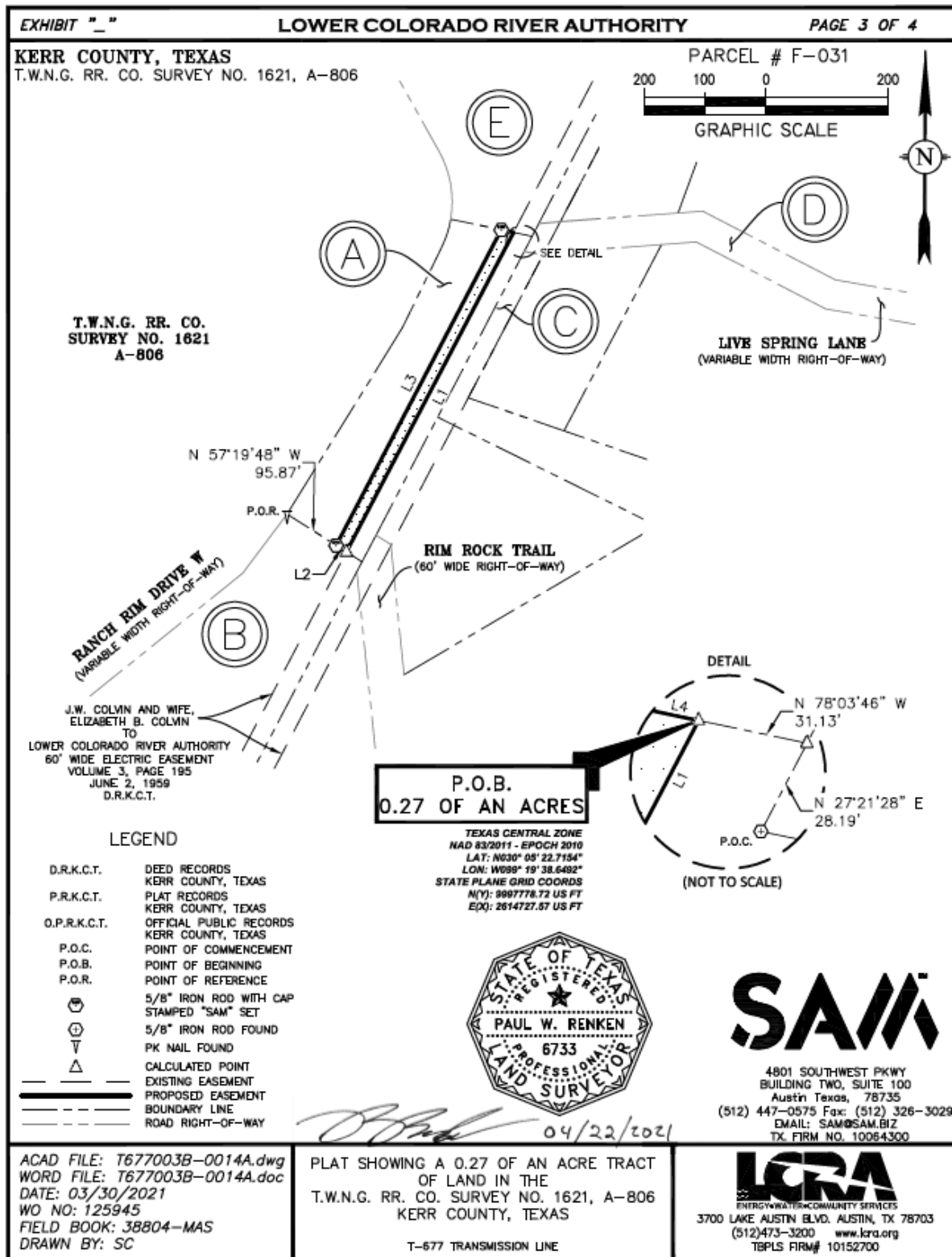
EXHIBIT 1
Page 7 of 35











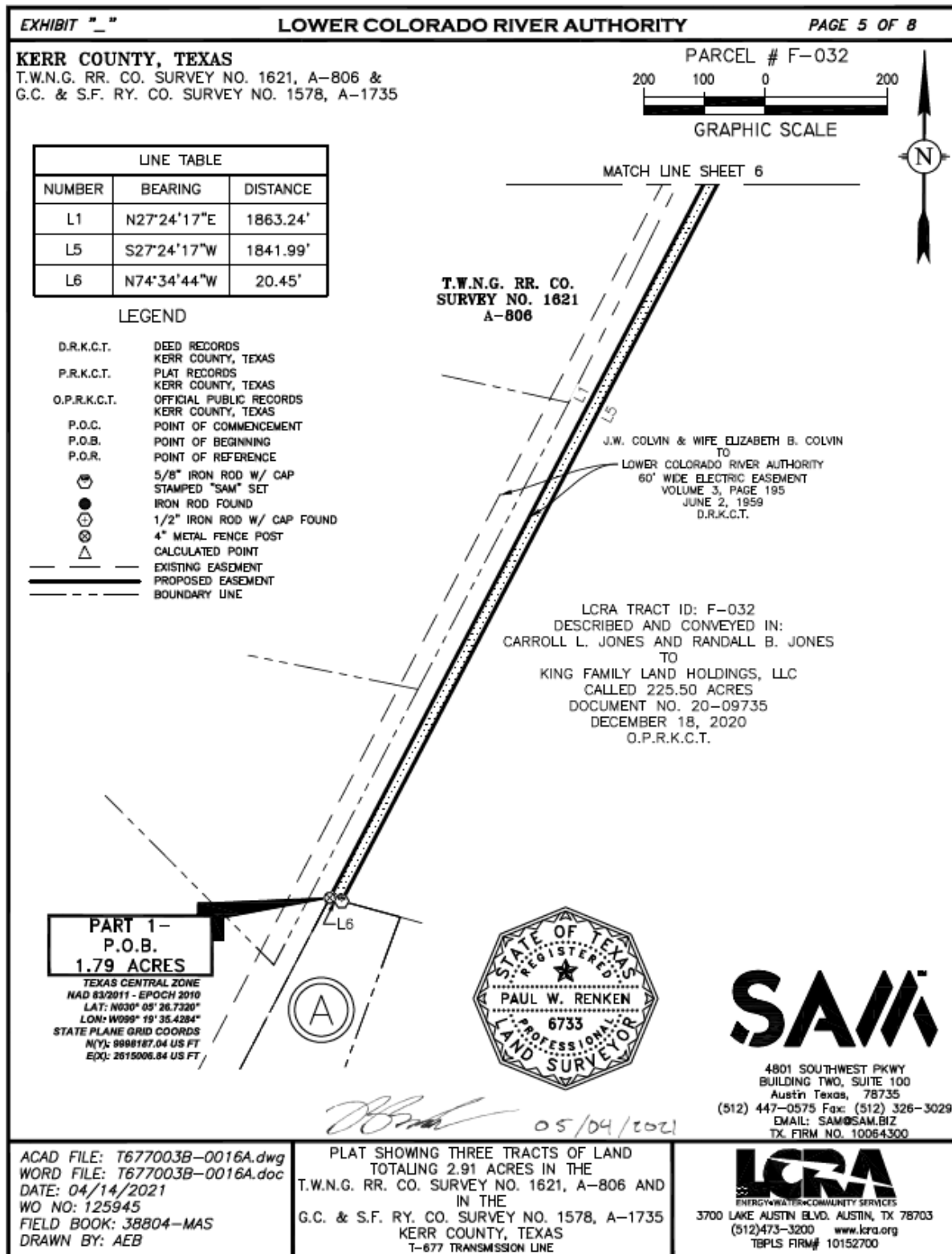
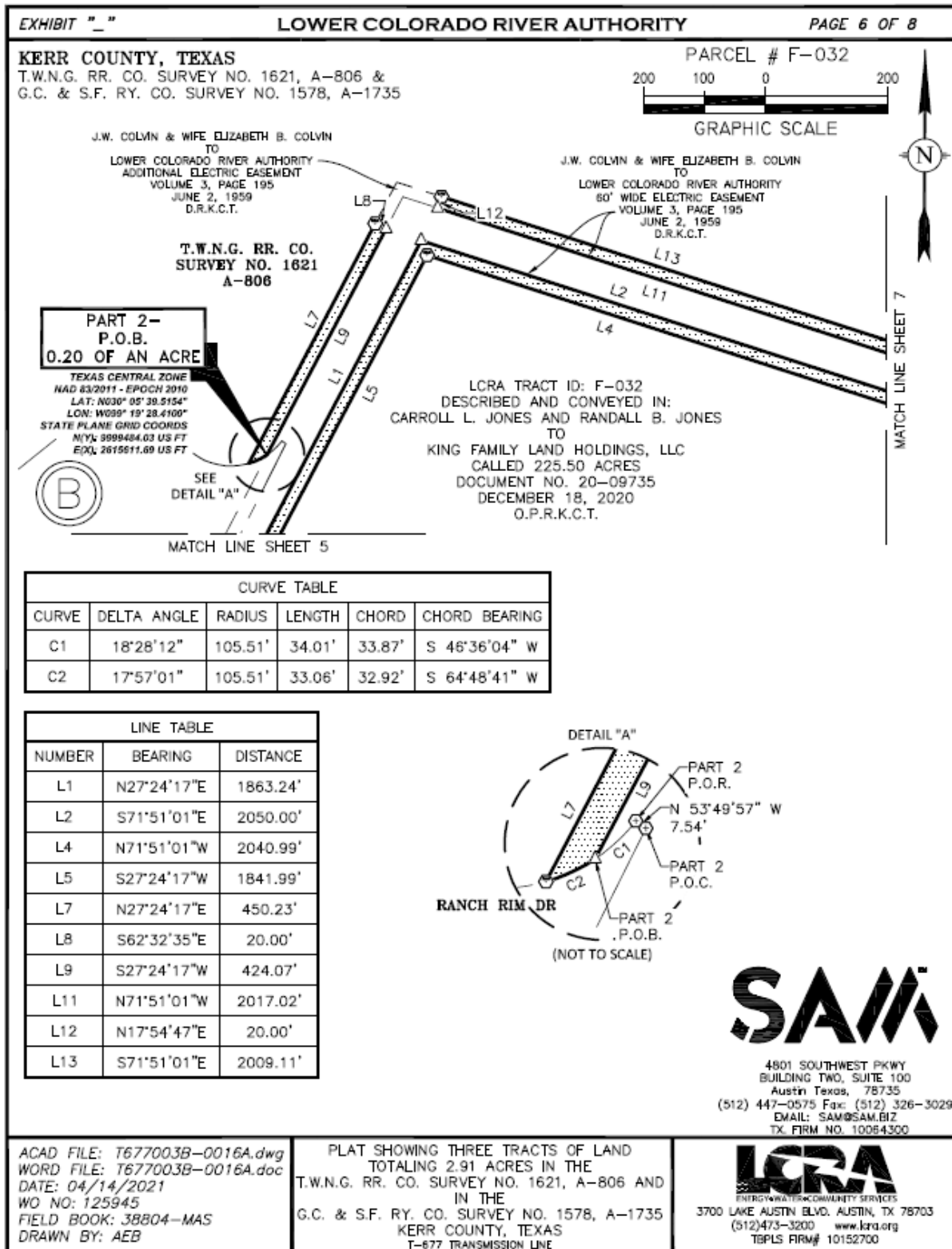


EXHIBIT 1
Page 13 of 35



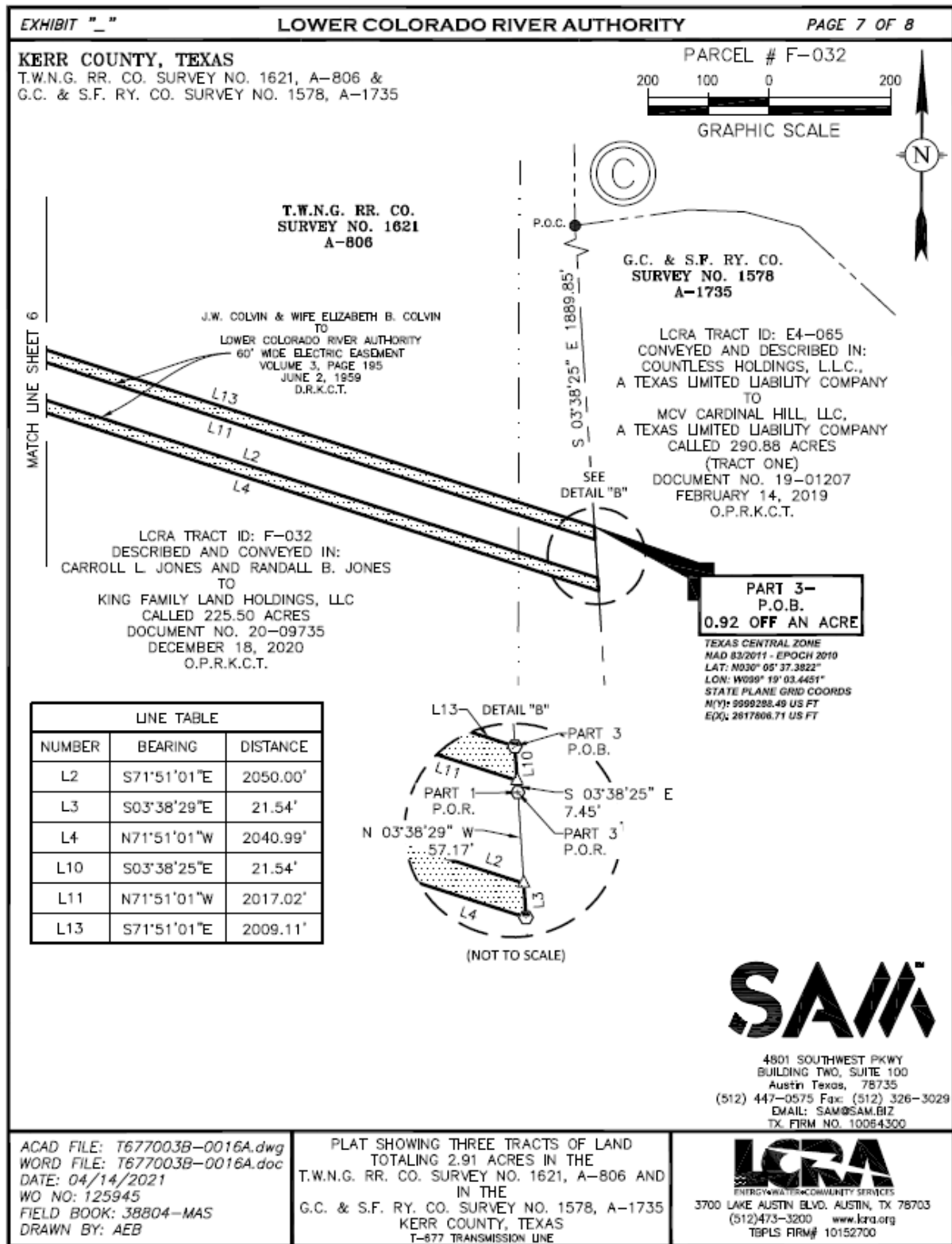
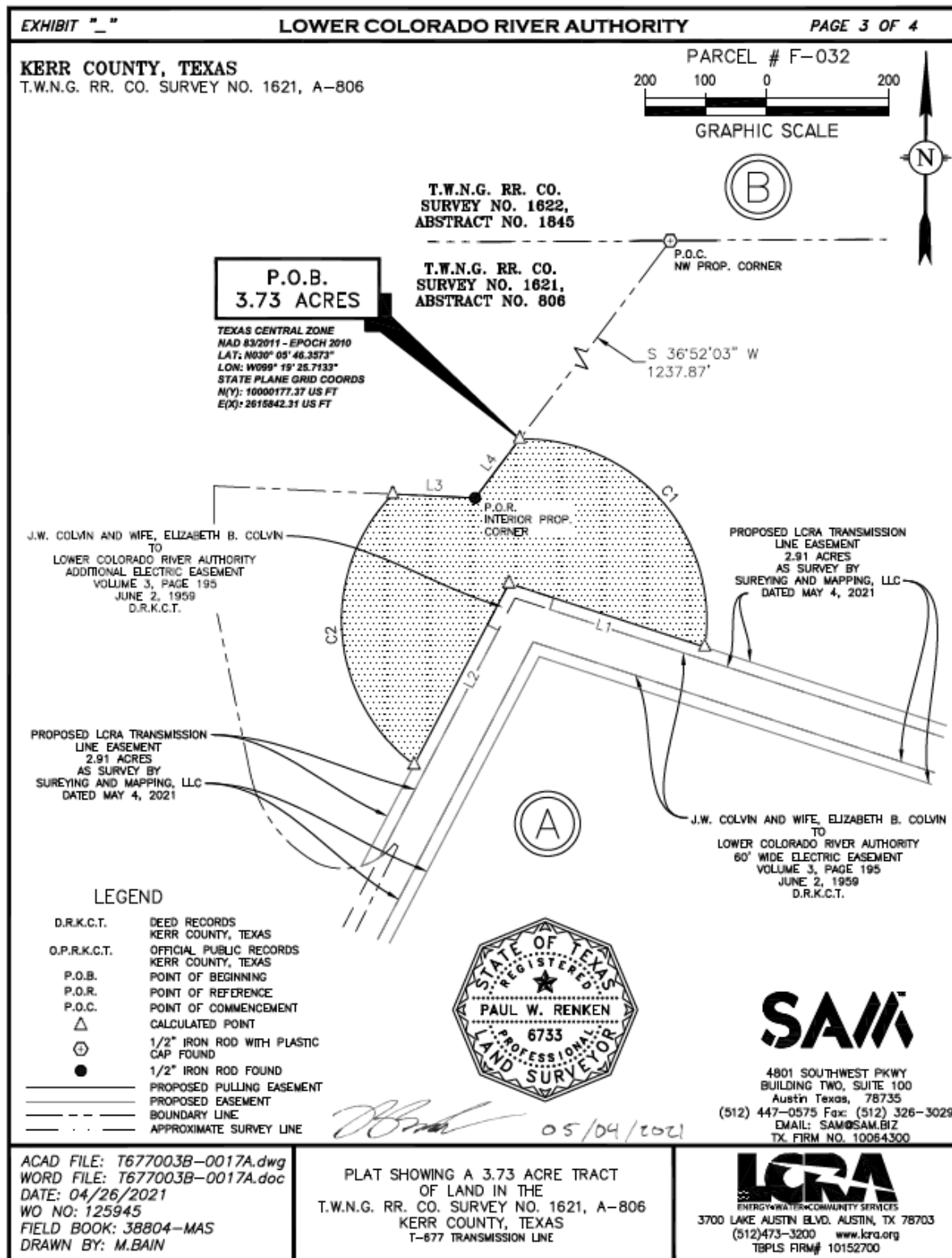


EXHIBIT 1
Page 15 of 35



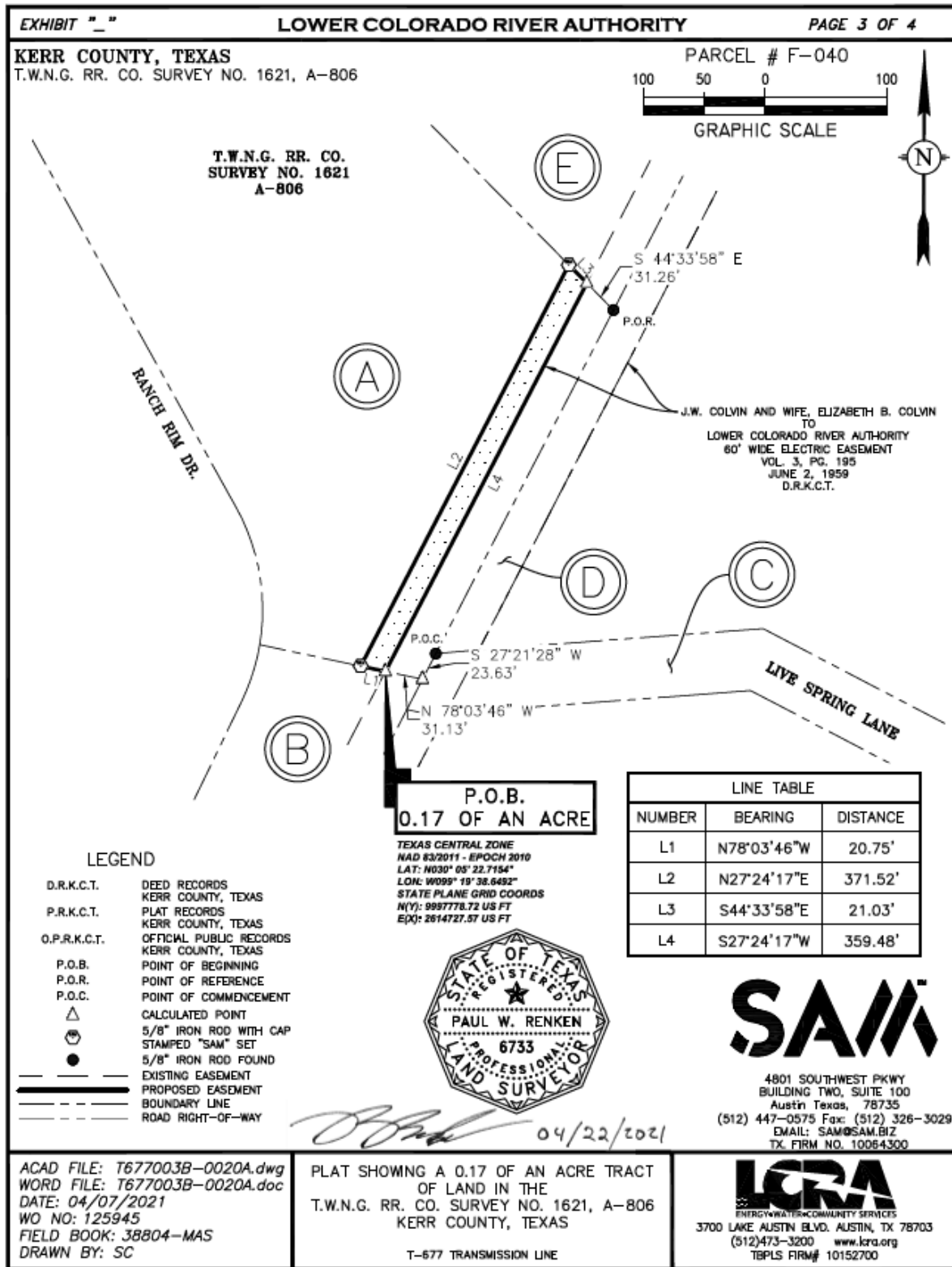
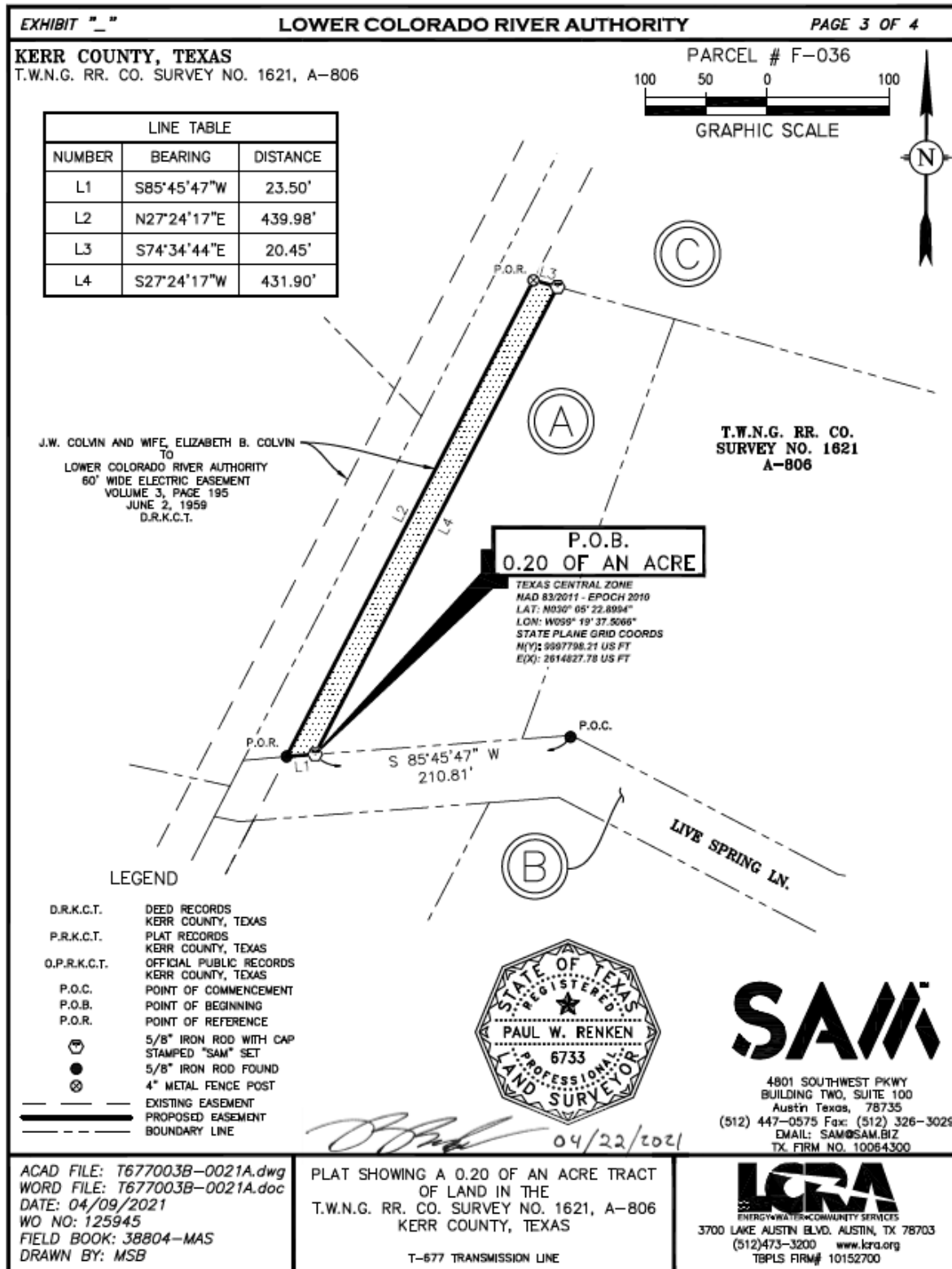


EXHIBIT 1
Page 17 of 35



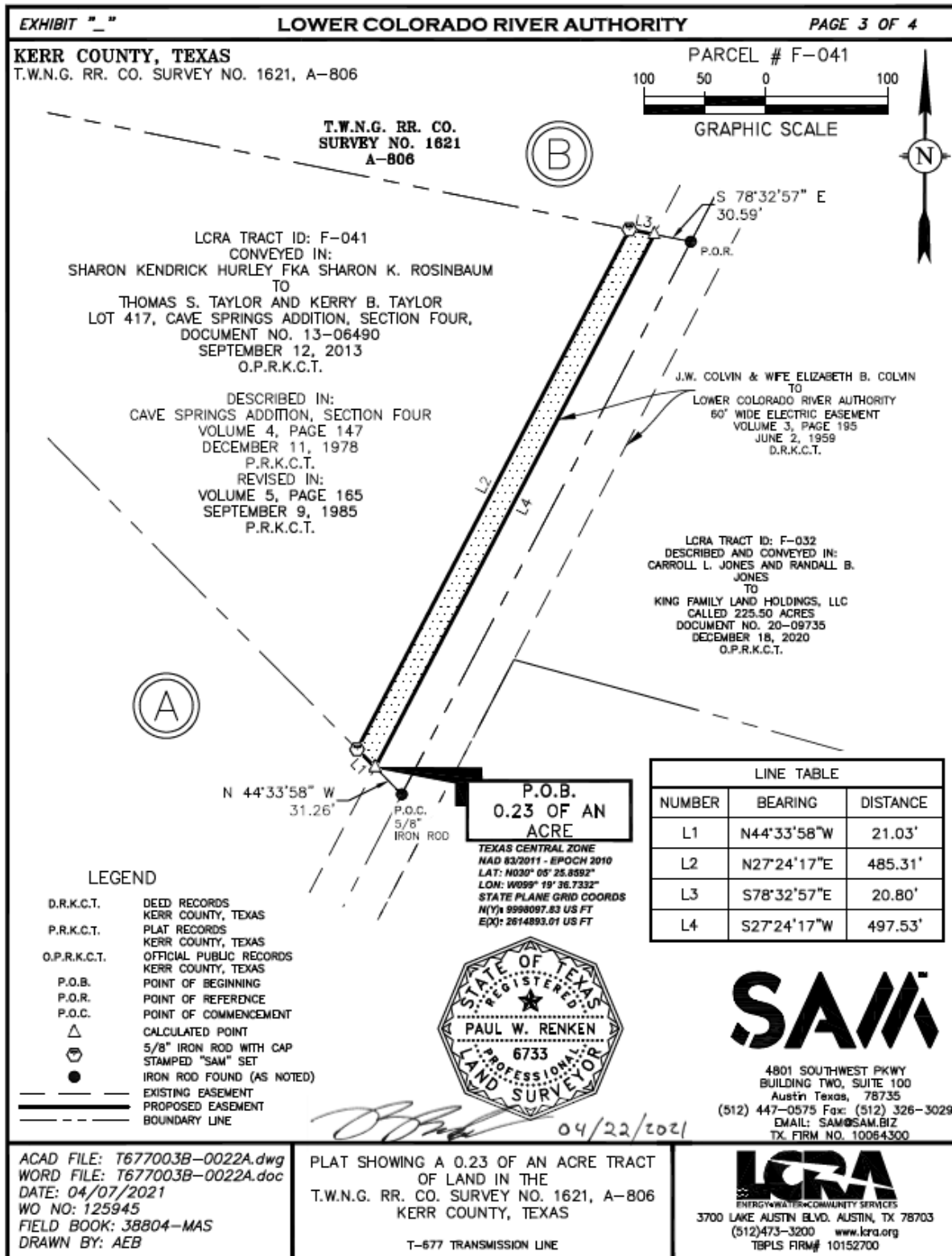
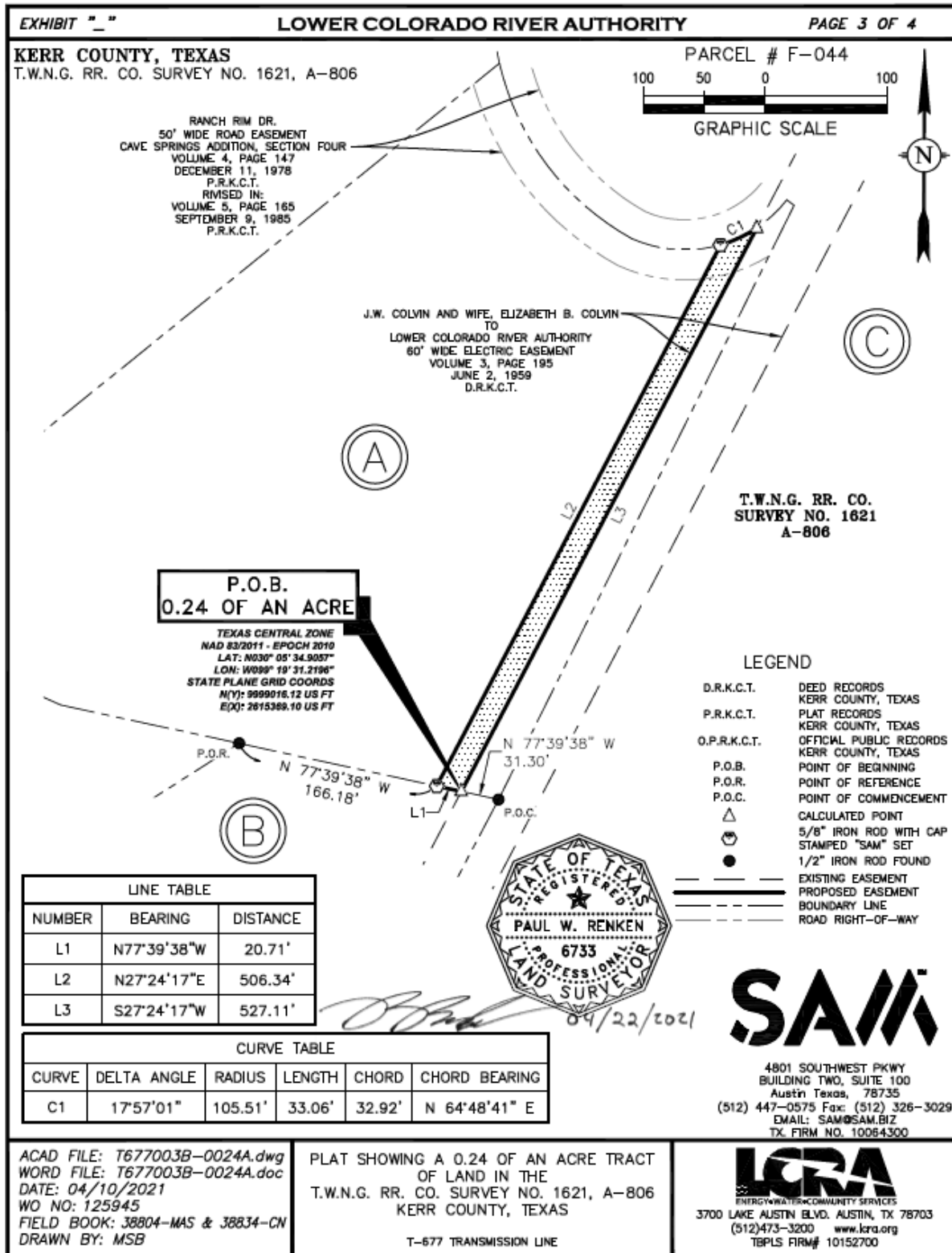
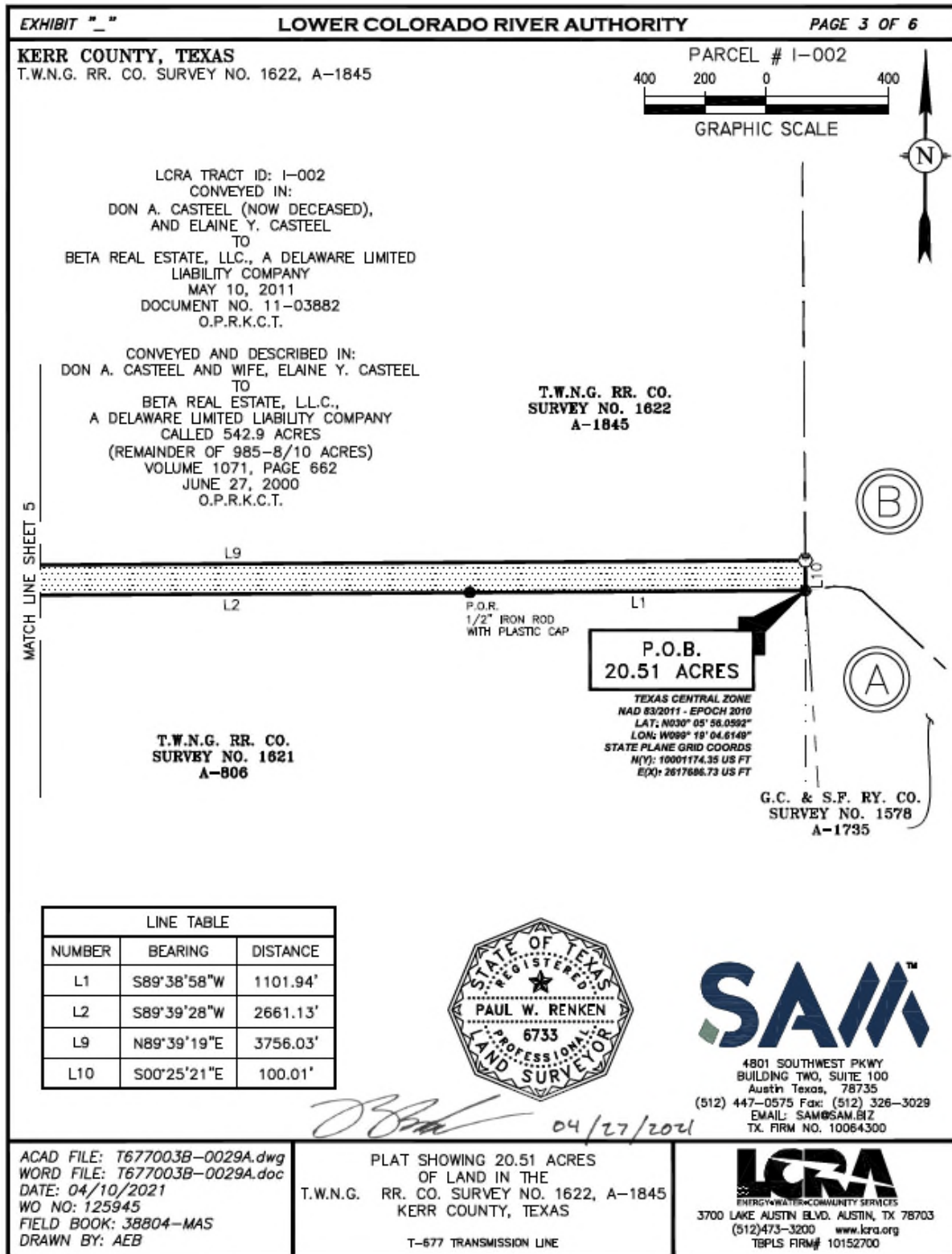
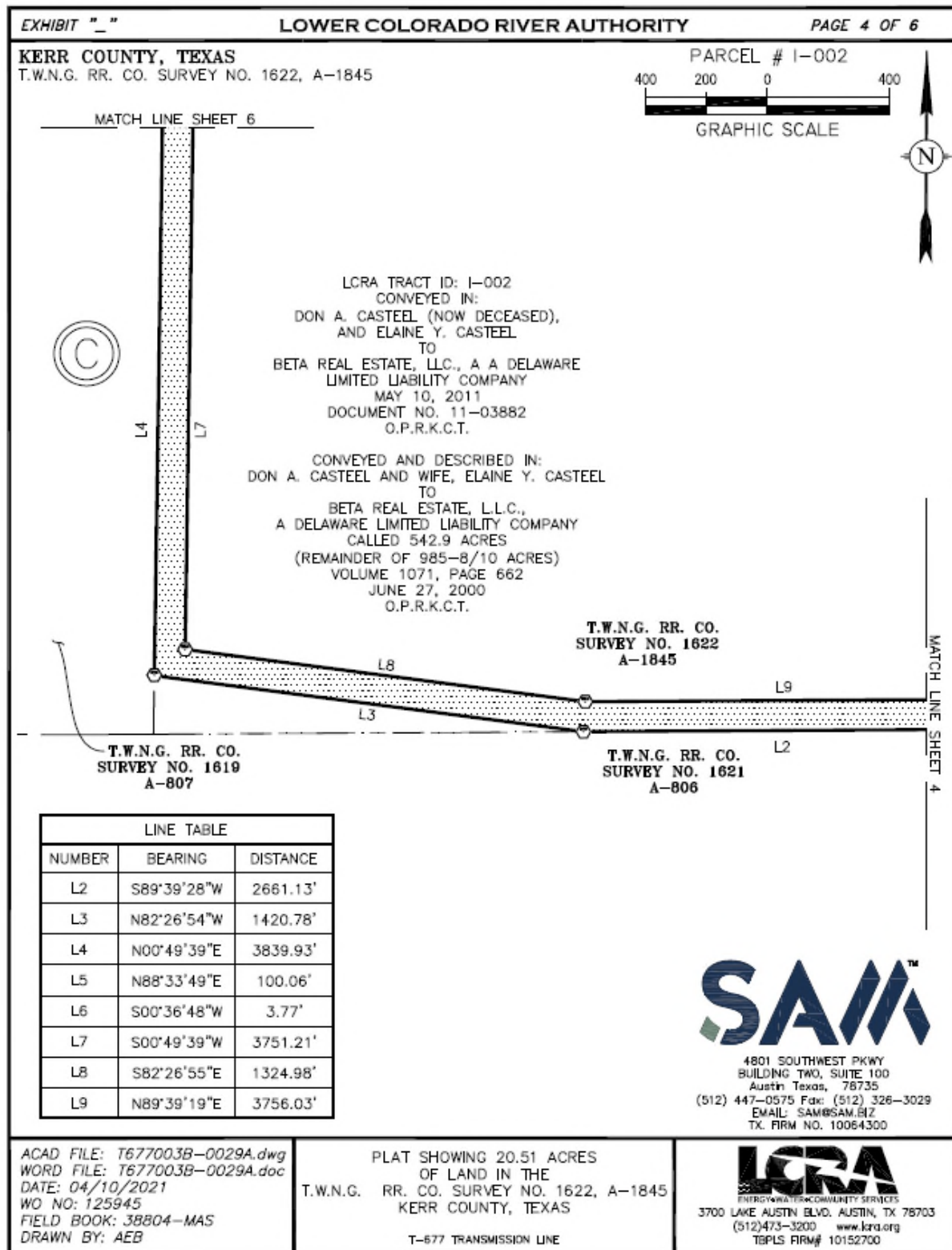
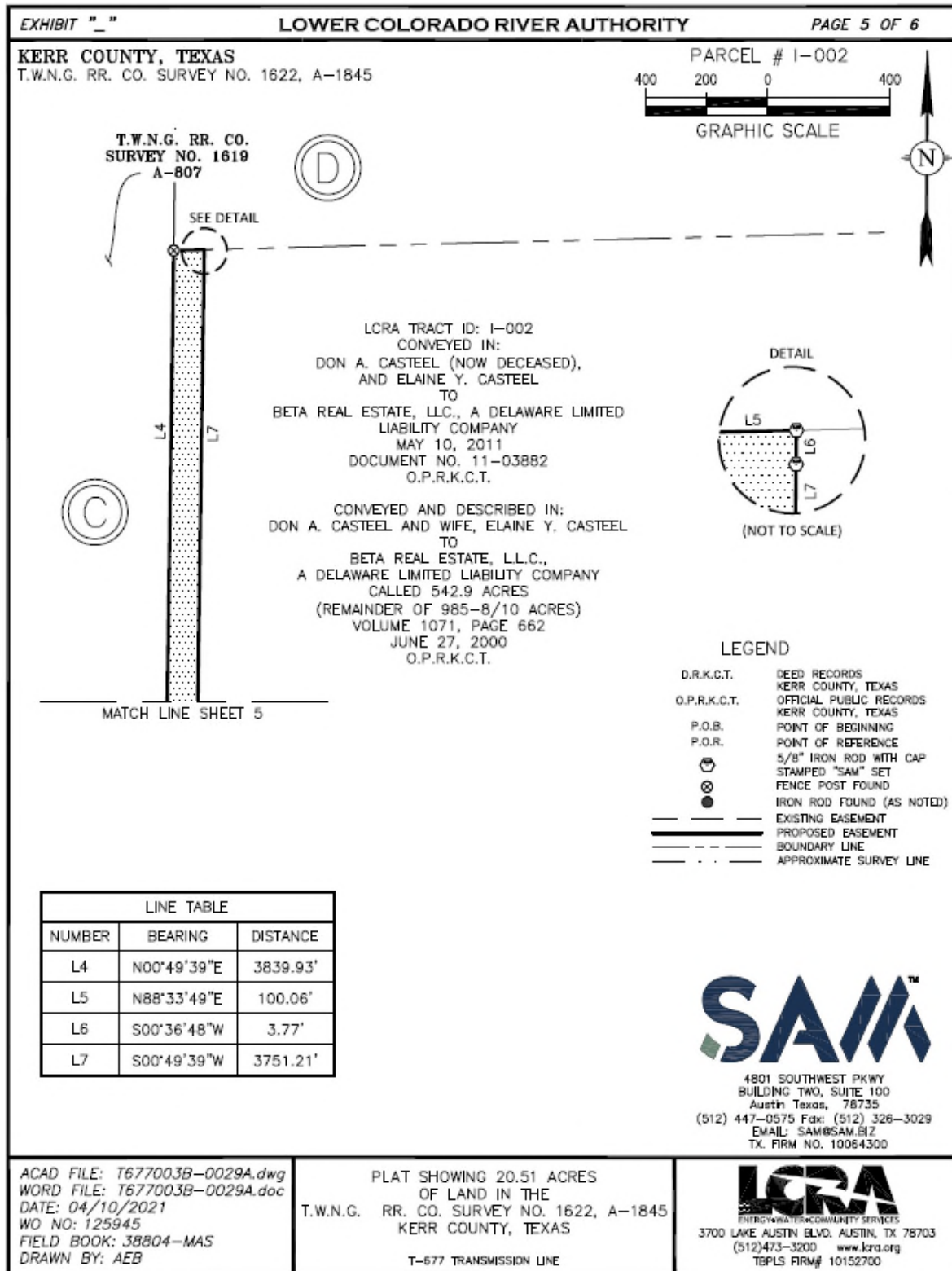


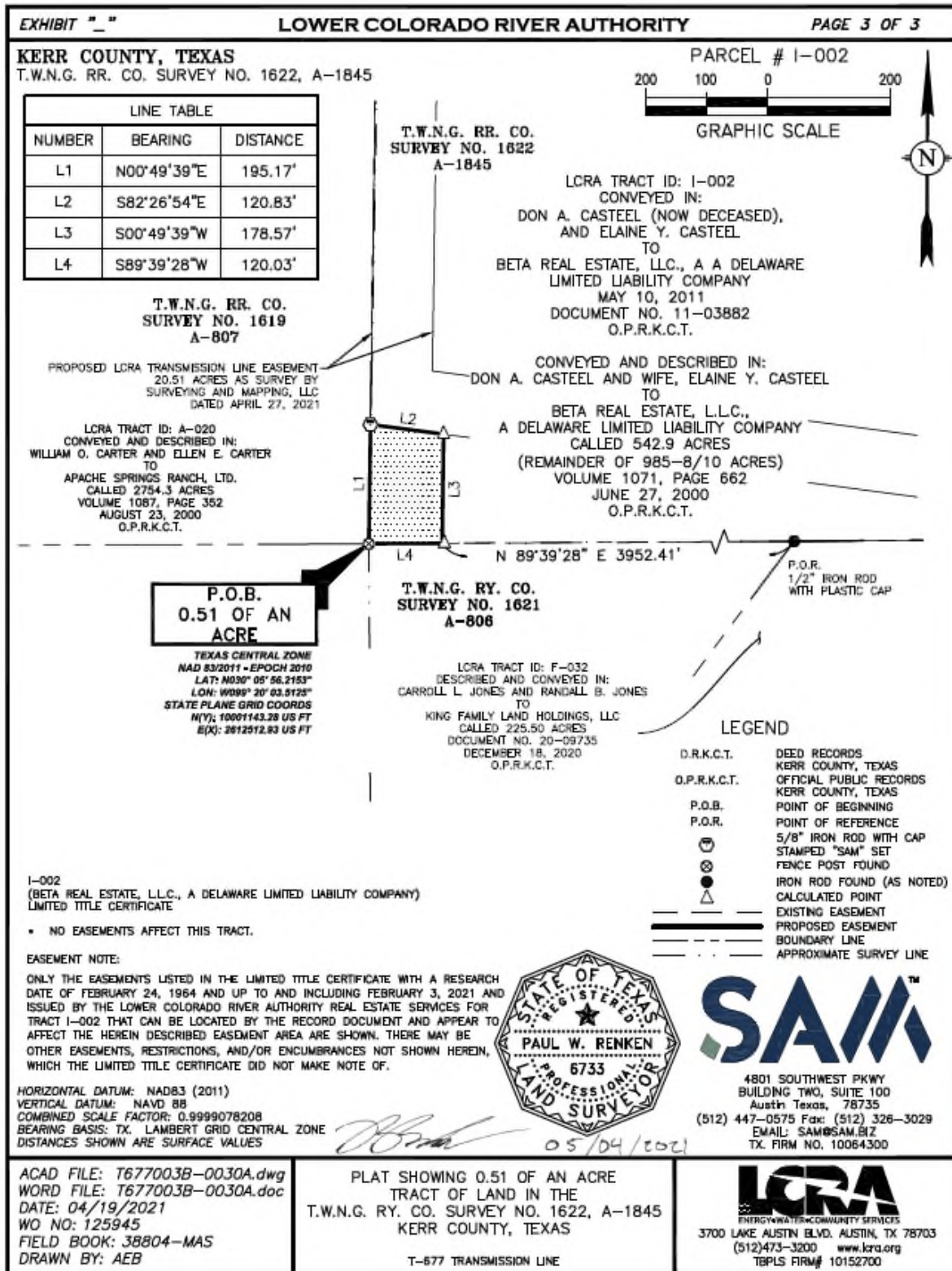
EXHIBIT 1
Page 19 of 35

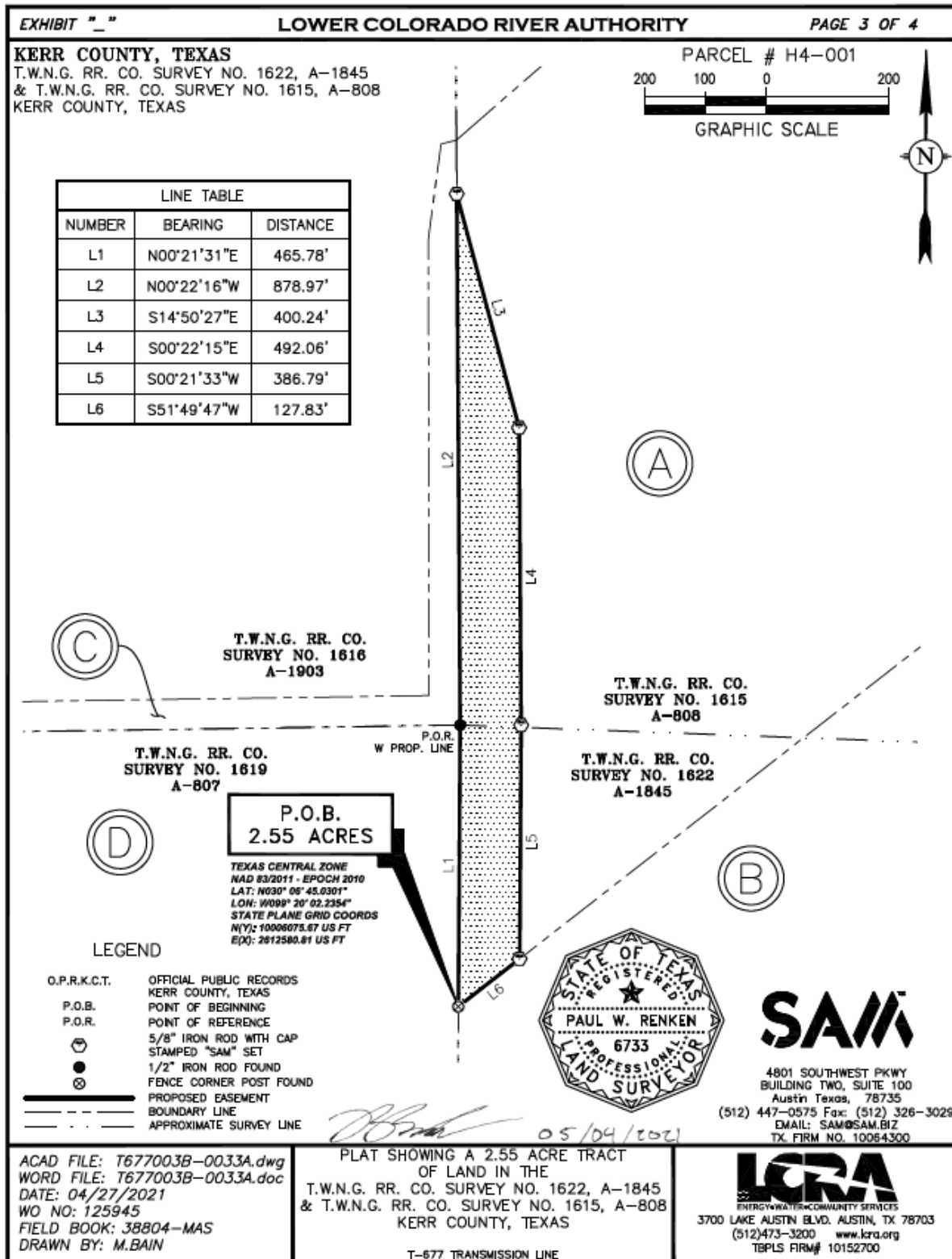


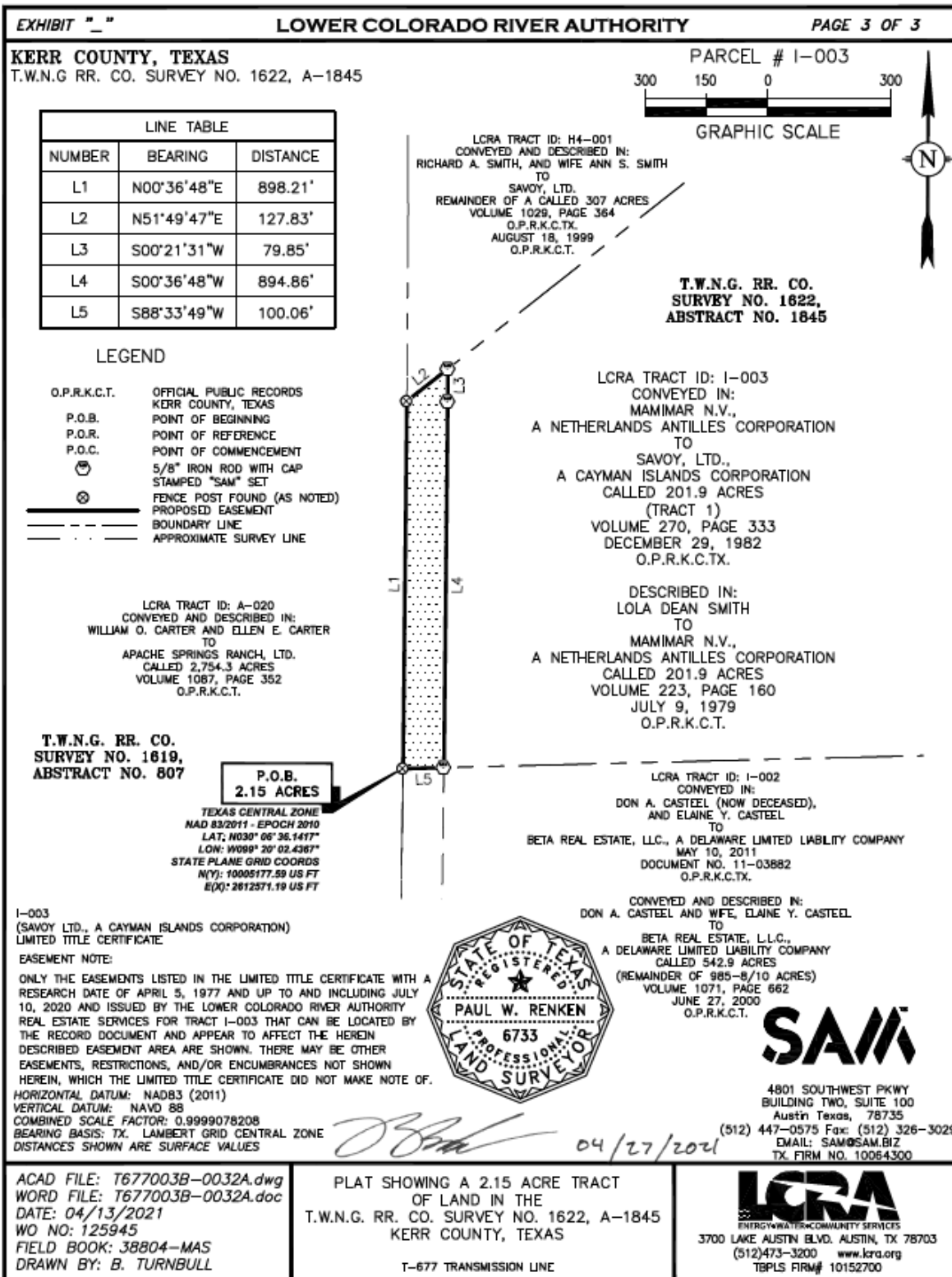


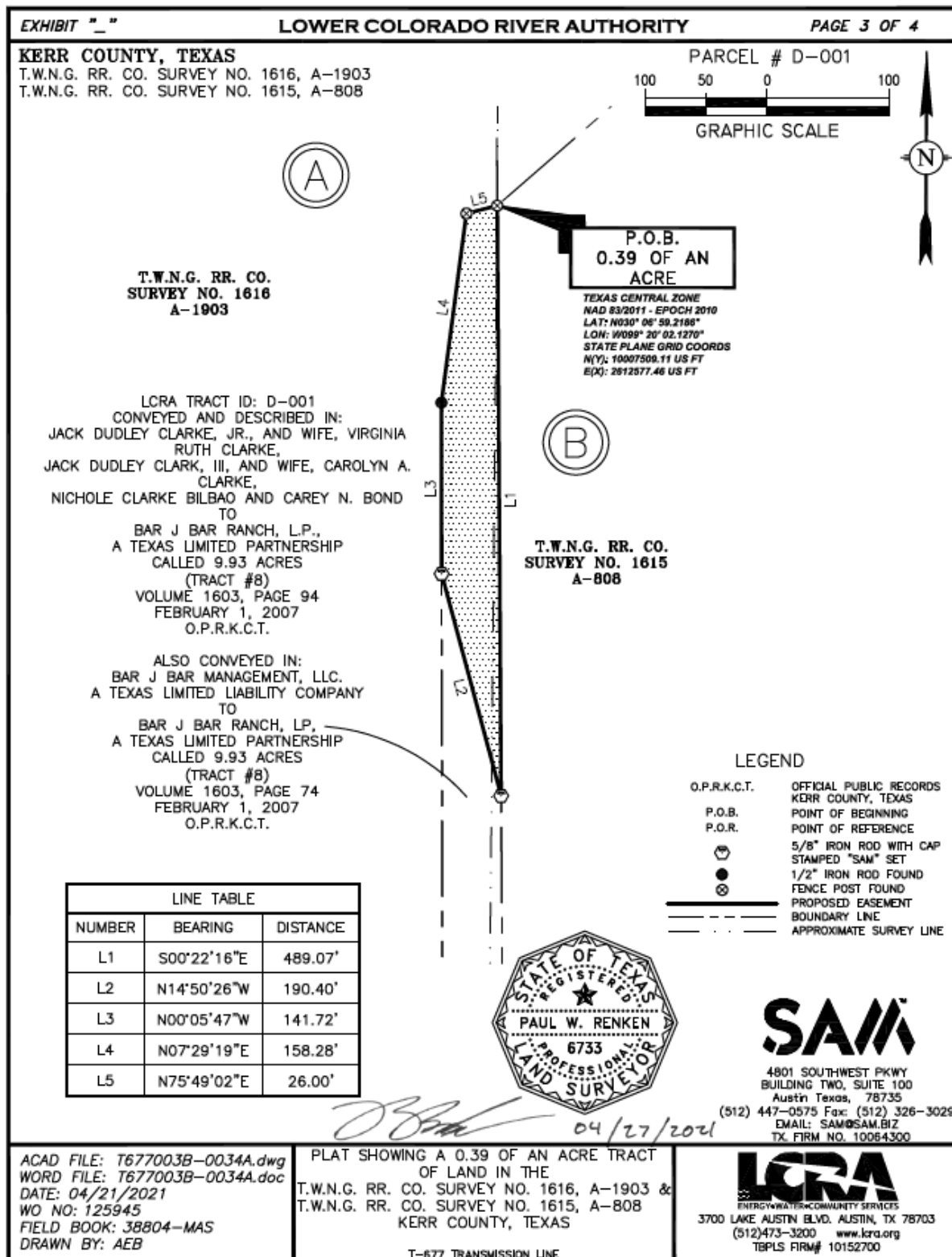


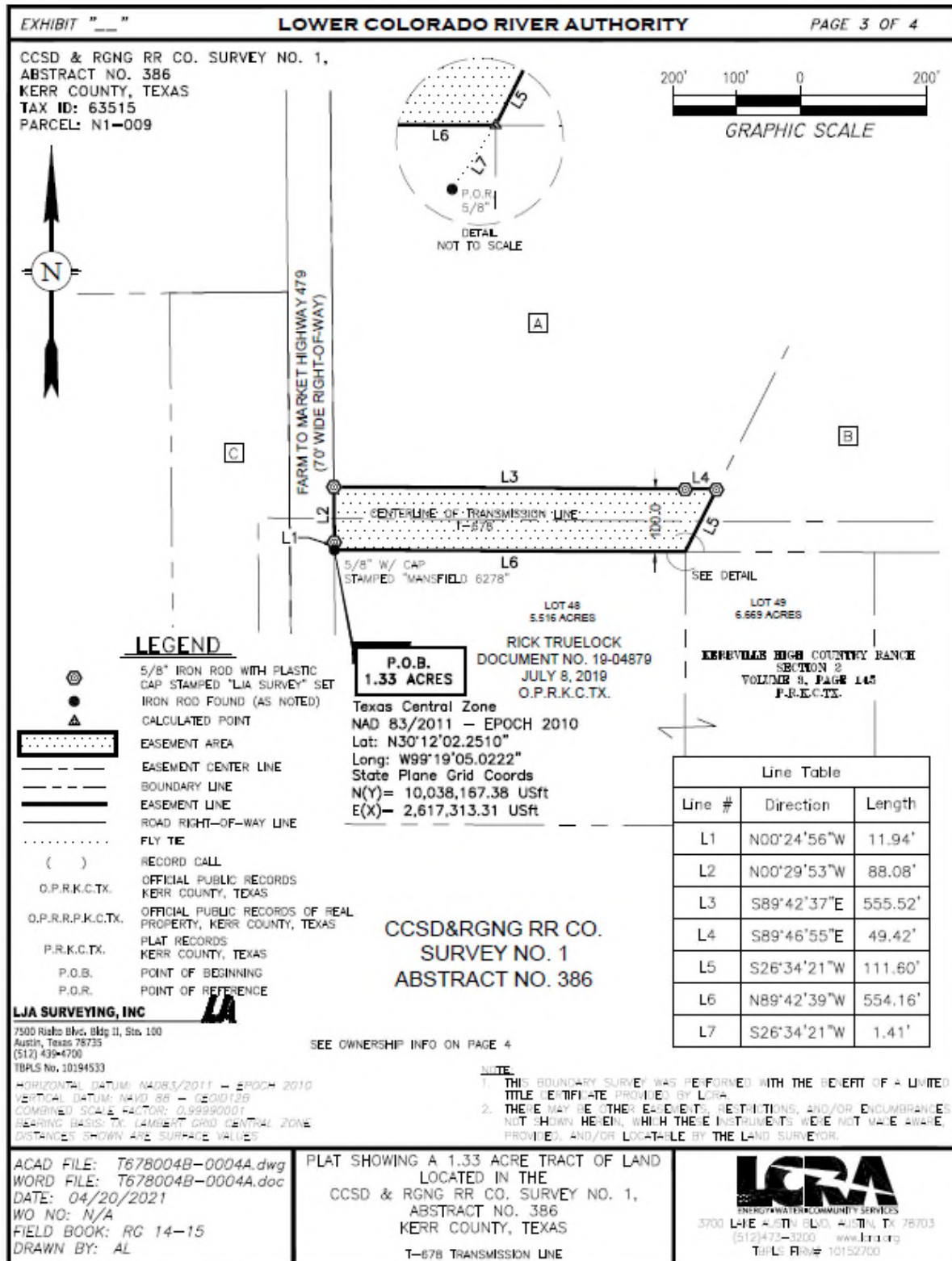


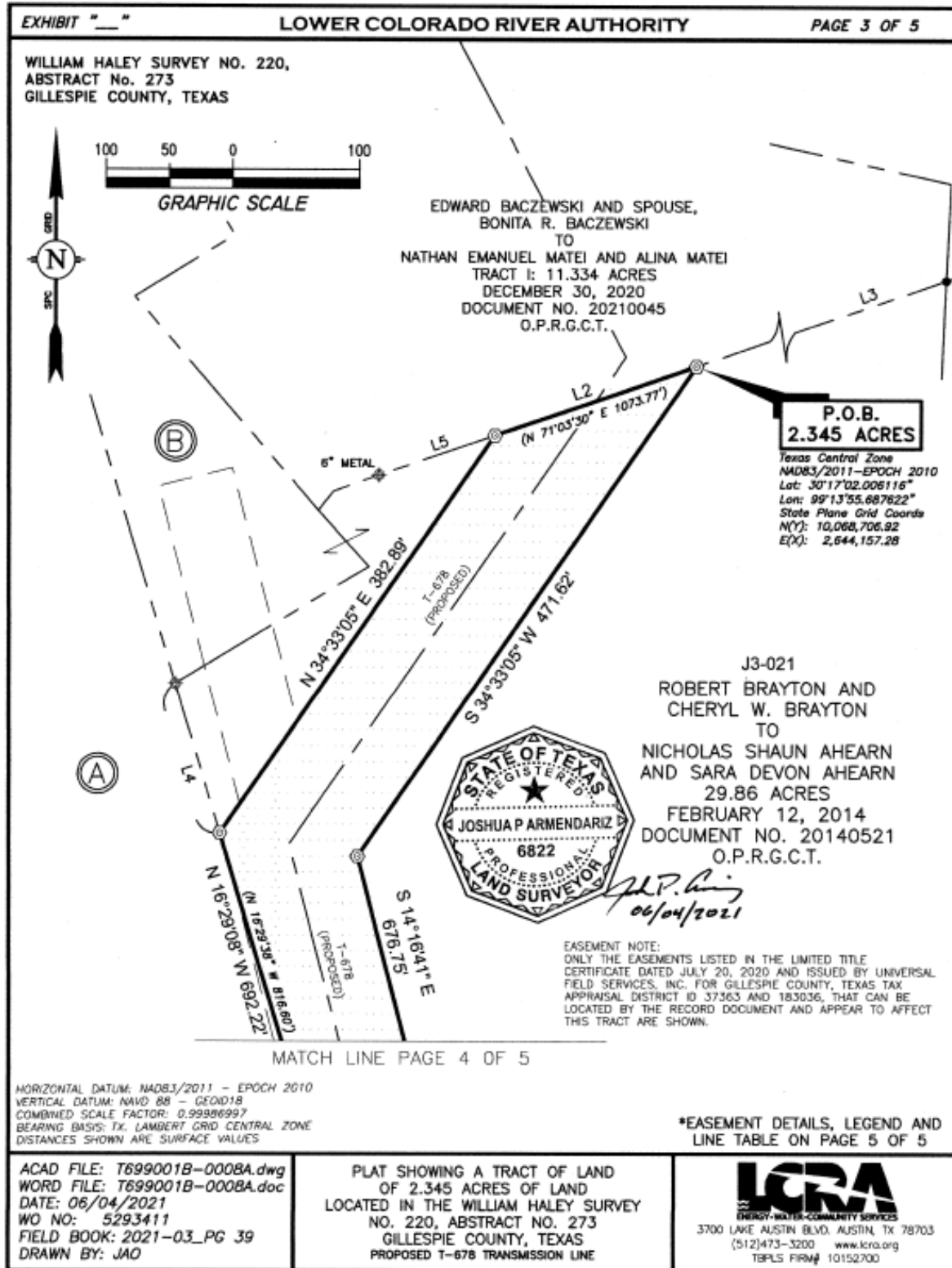


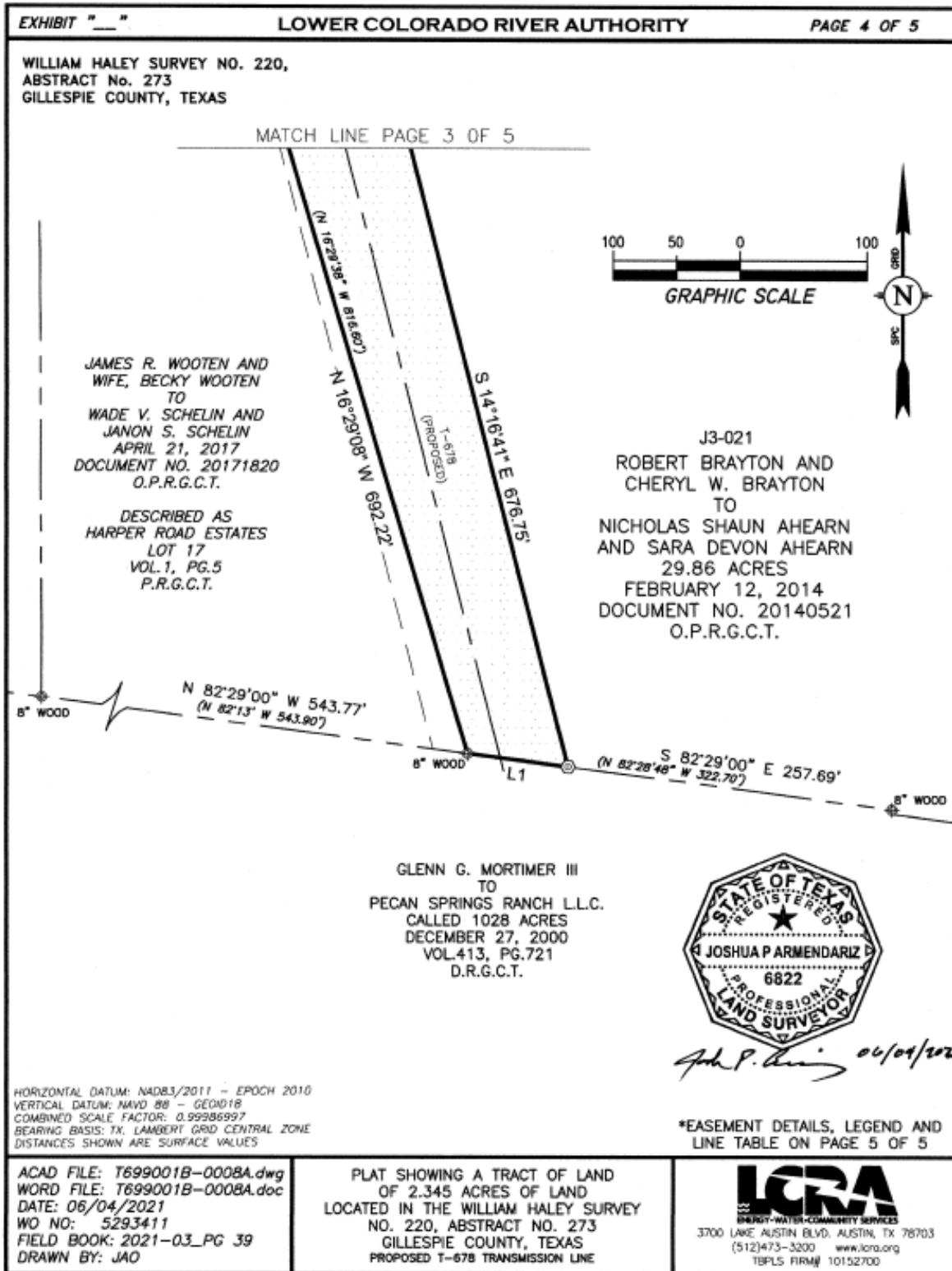












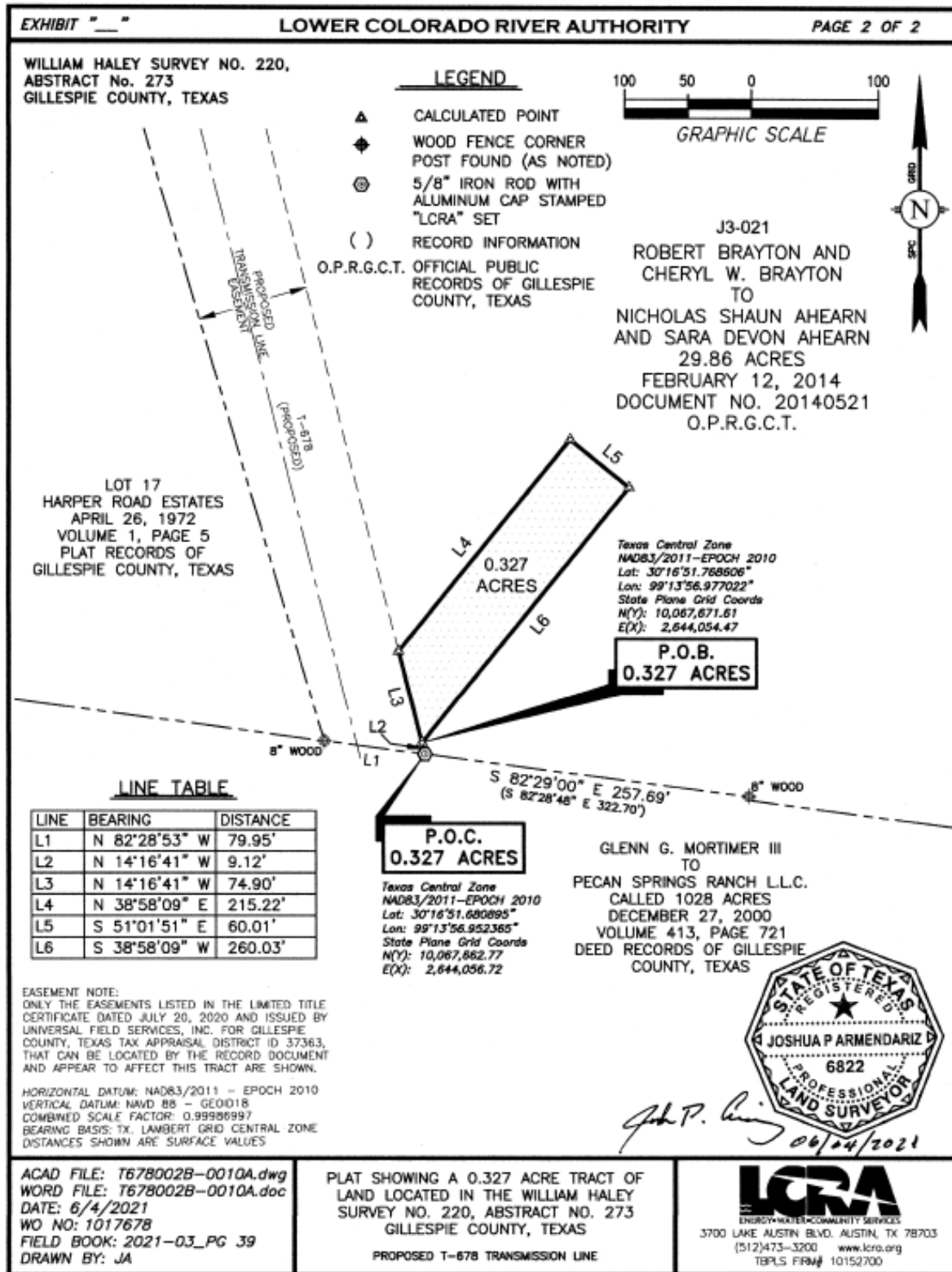


EXHIBIT 1
Page 31 of 35

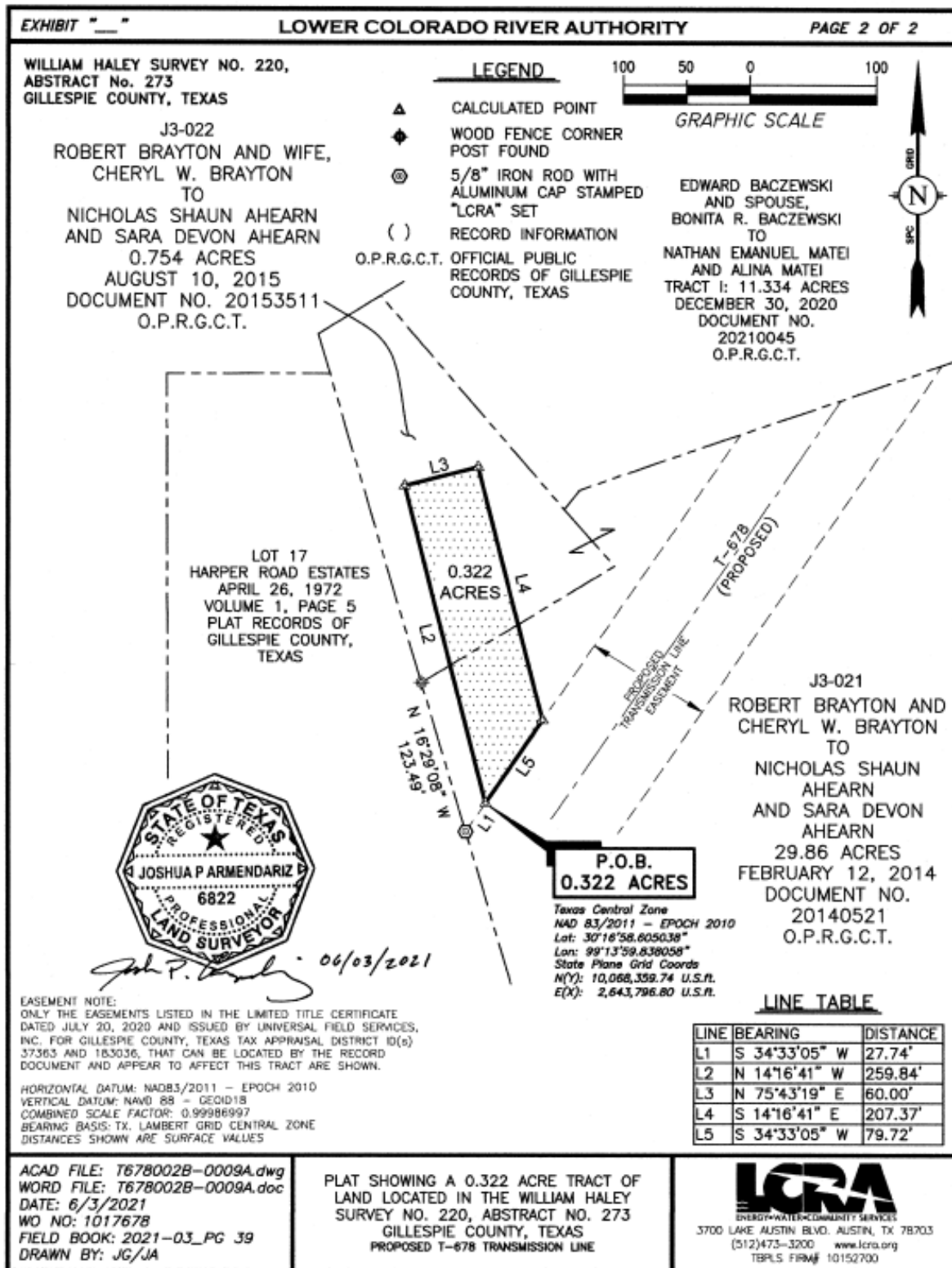


EXHIBIT 1
Page 32 of 35

