

LCRA Transmission Services Corporation

Board Agenda

Wednesday, May 22, 2019
LCRA General Office Complex
Board Room – Hancock Building
3700 Lake Austin Blvd.
Austin, TX 78703
Earliest start time: 9 a.m.
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Legal Notice

Legal notices are available on the Texas secretary of state website 72 hours prior to the meeting at www.sos.state.tx.us/open.

Executive Session

The Board may go into executive session for discussion on any real estate-related items listed above, and for advice from legal counsel on any 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 percent 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.

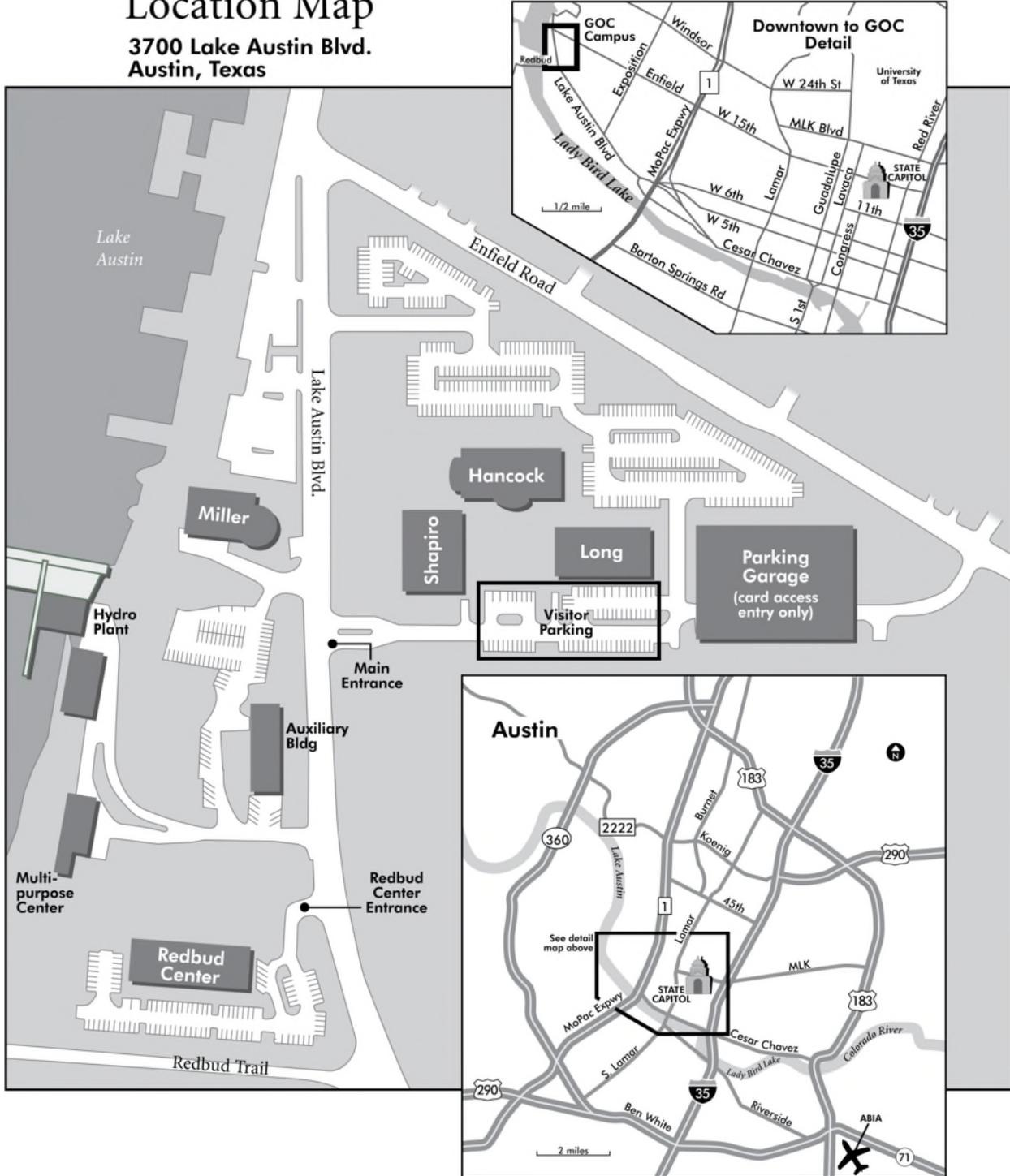
Within the framework of SB 7, LCRA TSC implements the electric transmission business of LCRA, including the expansion of electric transmission services outside of LCRA's traditional electric service territory. LCRA personnel are responsible for performing all of LCRA TSC's activities pursuant to a services 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.

The LCRA TSC Board Policy on Authority and Responsibilities directs that the business plan of the affiliated corporation include for approval a schedule of capital projects proposed for the fiscal year. The policy also states that only deviations from the approved plan will be brought before the LCRA TSC Board. As such, the LCRA TSC Board agenda will not include consent items to approve specific capital projects, unless the project scope or budget changes significantly from what was originally approved.

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 agenda. No response 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 DISCUSSION

2. Financial Report

Board Consideration

This report is presented monthly to the Board of Directors for discussion.

Summary

The financial report for LCRA Transmission Services Corporation covers the month and fiscal year to date.

Presenter(s)

Julie Rogers
Controller

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LCRA Transmission Services Corporation
Financial Highlights
April 2019

LCRA Transmission Services Corporation

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Key terms:

4CP – Four-month coincident peak is the average of the peak Electric Reliability Council of Texas electrical demands (measured in kilowatts) during the months of June, July, August and September of the previous calendar year.

ELOPPP – Extraordinary LCRA Optional Purchase Price Payment.

FYE – Fiscal year-end.

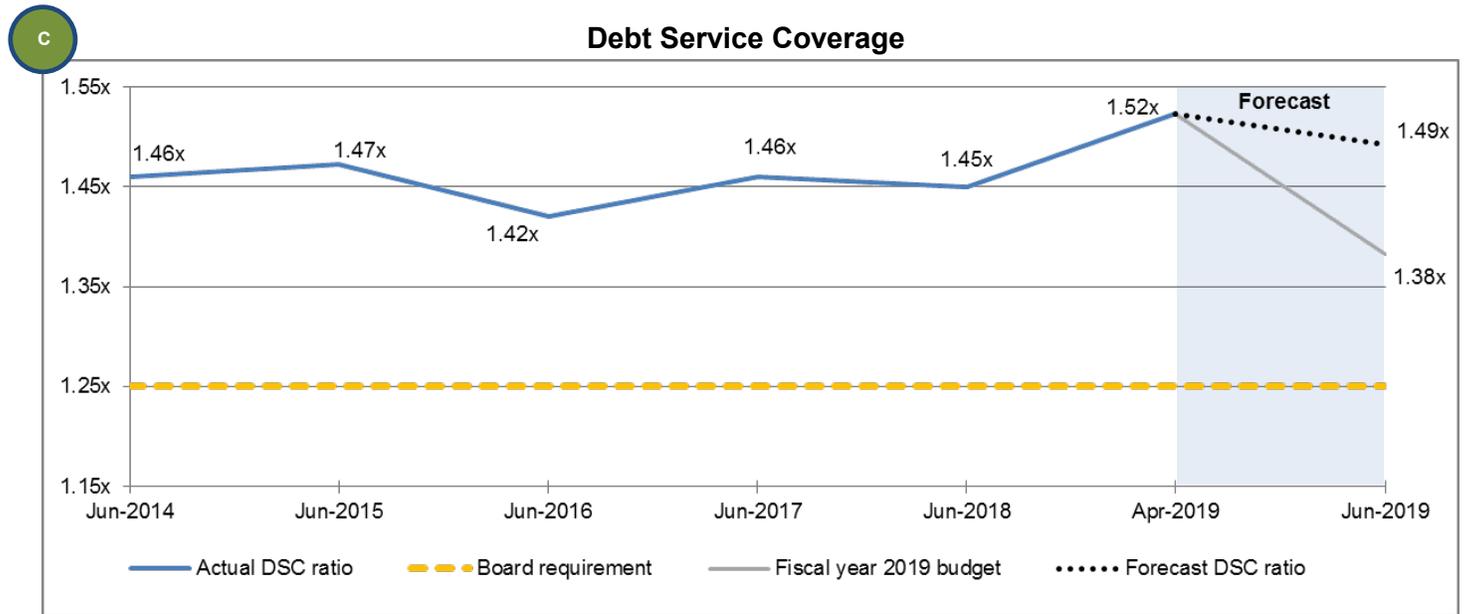
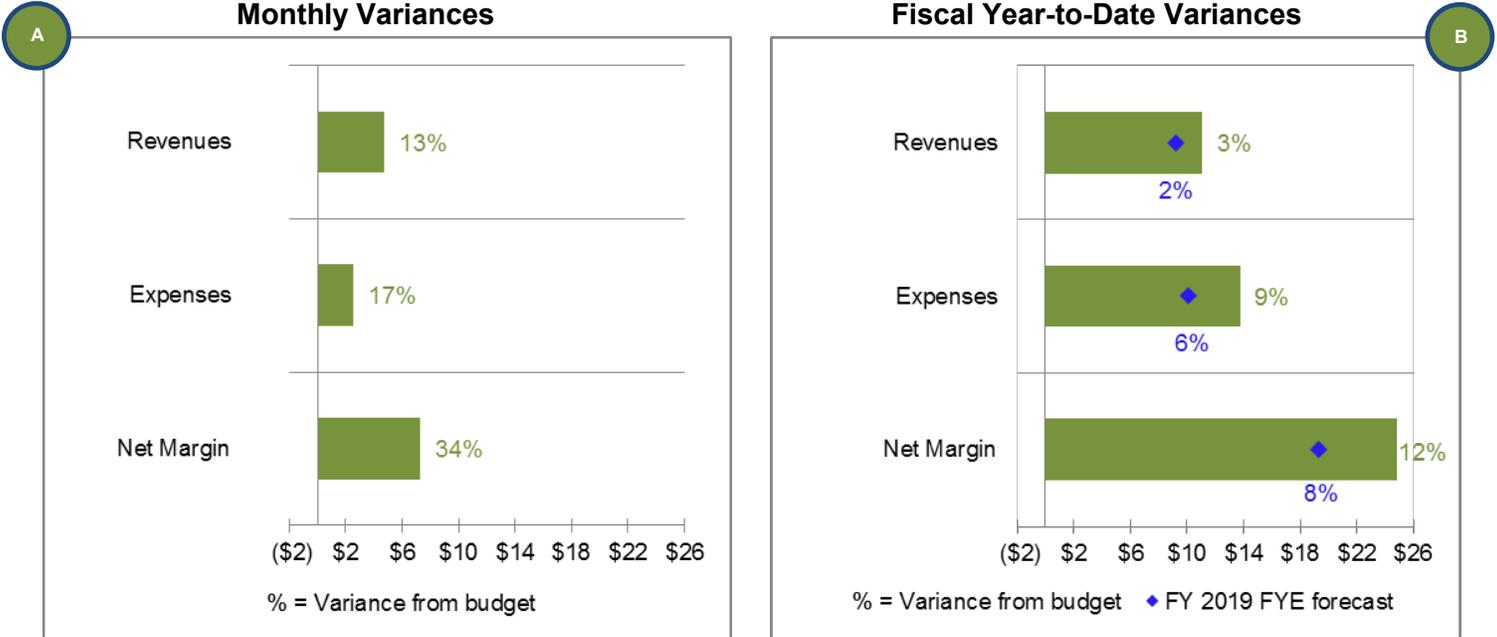
Net margin – Total operating revenues, including interest income, less direct and assigned expenses.

LCRA Transmission Services Corporation

April 30, 2019

(Dollars in Millions)

Budget-to-Actual Highlights



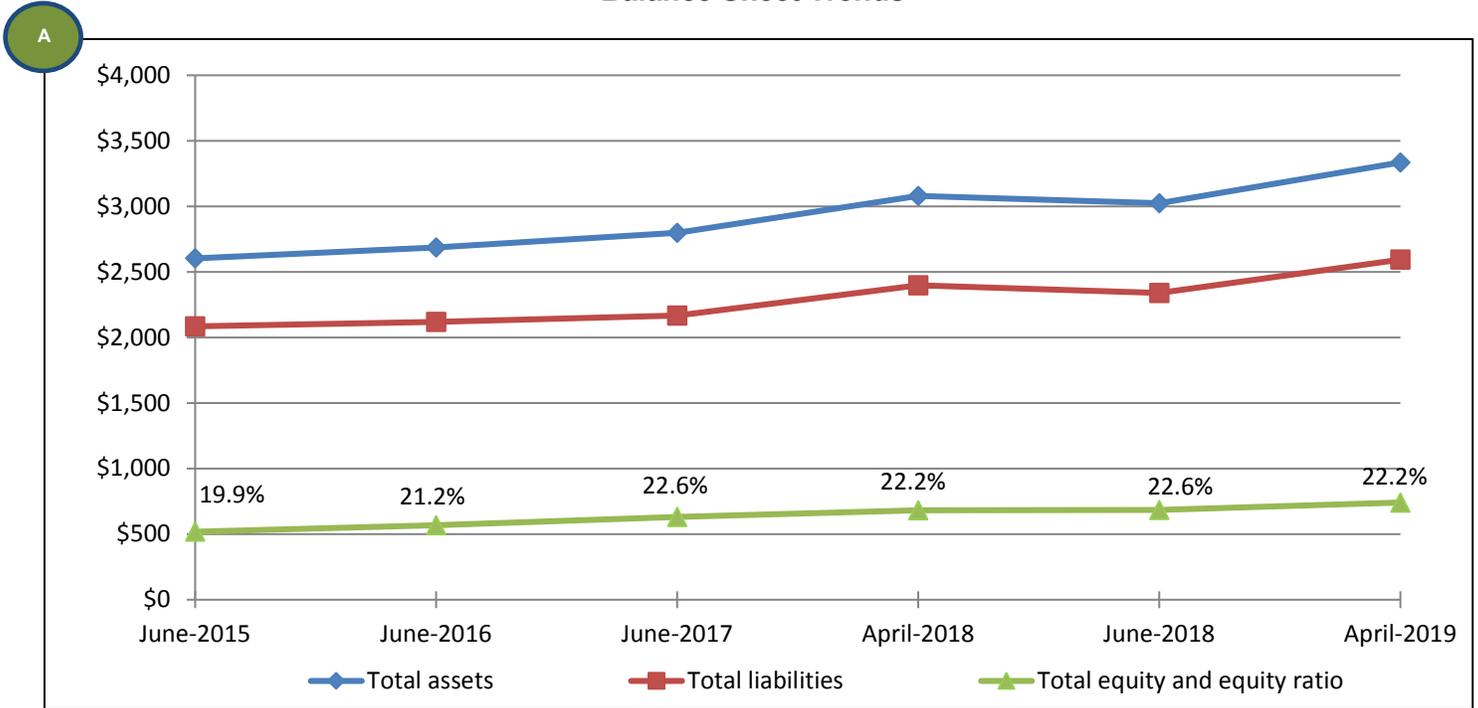
Key takeaways:

- Higher cost of service revenues and the timing of expenses drove the monthly performance.
- A combination of timing and lower expenses, as well as higher cost of service, interest income and miscellaneous revenues, drove the year-to-date performance.
- Lower-than-budgeted expenses, higher-than-budgeted Transmission revenues due to a higher-than-planned interim capital addition rate filing and an increased 4CP, higher interest income and miscellaneous revenues are driving the higher-than-budgeted debt service coverage projection.

LCRA Transmission Services Corporation Financial Statement Trends

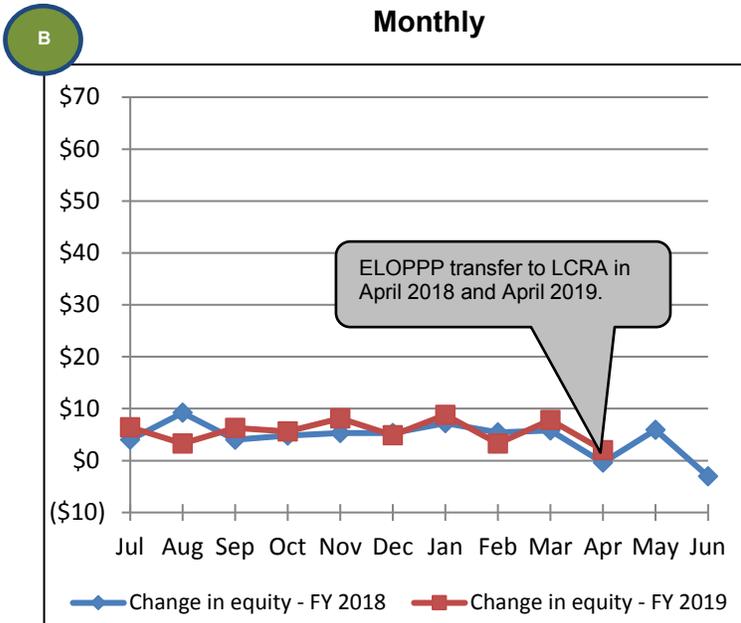
April 30, 2019
(Dollars in Millions)

Balance Sheet Trends

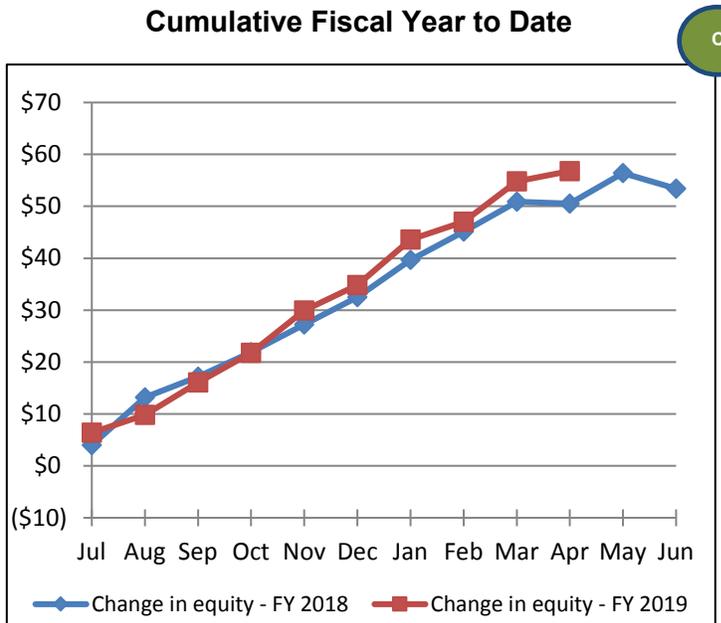


Income Statement Trends

Monthly



Cumulative Fiscal Year to Date



Key takeaways:

- Assets and liabilities are trending slightly higher compared to April 2018 due to construction activities related to the capital plan.
- Year-to-date net income through April 2019 is trending in line with the prior year.

LCRA Transmission Services Corporation

April 30, 2019

(Dollars in Millions)

Condensed Balance Sheets

	April 30, 2019	April 30, 2018
<i>Assets</i>		
Total current assets	\$ 344.4	\$ 262.0
Total long-term assets	2,990.8	2,817.7
Total Assets	\$ 3,335.2	\$ 3,079.7
<i>Liabilities</i>		
Total current liabilities	\$ 222.1	\$ 476.2
Total long-term liabilities	2,371.8	1,921.1
Total liabilities	2,593.9	2,397.3
<i>Equity</i>		
Total equity	741.3	682.4
Total Liabilities and Equity	\$ 3,335.2	\$ 3,079.7

Condensed Statements of Revenues, Expenses and Changes in Equity

	Fiscal Year to Date	
	2019	2018
Operating Revenues		
Transmission	\$ 346.2	\$ 330.8
Transformation	12.1	12.0
Other	1.3	0.5
Total Operating Revenues	359.6	343.3
Operating Expenses		
Operations	111.2	107.2
Maintenance	7.1	8.4
Depreciation and amortization	65.5	61.2
Total Operating Expenses	183.8	176.8
Operating Income	175.8	166.5
Nonoperating Expenses		
Interest on debt	(78.7)	(73.8)
Other expenses	(40.3)	(42.2)
Total Nonoperating Expenses	(119.0)	(116.0)
Change in Equity	56.8	50.5
Equity - Beginning of Period	684.5	631.9
Equity - End of Period	\$ 741.3	\$ 682.4

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FOR ACTION (CONSENT)

3. Minutes of Prior Meetings

Proposed Motion

Approve the minutes of the Jan. 23, 2019, Feb. 20, 2019, and April 16, 2019, meetings.

Board Consideration

Section 4.06 of the LCRA Transmission Services Corporation bylaws requires the secretary to keep minutes of all meetings of the Board of Directors.

Budget Status and Fiscal Impact

Approval of this item will have no budgetary or fiscal impact.

Summary

Staff presents the minutes of each meeting to the Board for approval.

Exhibit(s)

- A – Minutes of Jan. 23, 2019, meeting
- B – Minutes of Feb. 20, 2019, meeting
- C – Minutes of April 16, 2019, meeting

EXHIBIT A

Minutes Digest
Jan. 23, 2019

- 19-01 Declaration of two tracts of land totaling 0.37 of an acre in Kerr County nonessential and authorization for the president and chief executive officer or his designee to convey the property to the Kerrville Public Utility Board.
- 19-02 Approval of the minutes of the Dec. 11, 2018, meeting.
- 19-03 Approval of an amendment to the Fiscal Year 2019 LCRA Transmission Services Corporation Capital Plan to increase authorization for capital spending in FY 2019 from \$295.6 million to \$436.5 million.
- 19-04 Approval of the Capital Improvement Project Authorization Request for the Rio Grande Electric Cooperative Transmission Facilities Acquisition project and authorization for the president and chief executive officer or his designee to (i) negotiate and execute a purchase agreement to acquire RGEC's electric transmission facilities and related real property currently located in the Electric Reliability Council of Texas region and to acquire RGEC's electric transmission facilities and related real property currently located in the Western Electricity Coordinating Council region if and when they are integrated into ERCOT; and (ii) do all things reasonably necessary to accomplish the purposes hereof.
- 19-05 Approval of the Capital Improvement Project Authorization Request for the Hayter Ranch Substation Addition project.
- 19-06 Adoption of a resolution authorizing the use of the power of eminent domain in Williamson County to acquire rights in the properties described in Exhibit 1 to the resolution for the acquisition of easements for the Leander to Round Rock Transmission Line Addition project.
- 19-07 Authorization for the president and chief executive officer or his designee to negotiate and acquire electric transmission line easements for the Leander to Round Rock Transmission Line Addition project in Williamson County; and further authorization for the president and chief executive officer or his designee to do all things necessary to accomplish the purposes hereof.
- 19-08 Approval of the Capital Improvement Project Authorization Request for the Gabriel Substation Property Acquisition project and authorization for the president and chief executive officer or his designee to (i) negotiate and acquire a tract of land adjacent to the Gabriel Substation in Williamson County; and (ii) do all things reasonably necessary to accomplish the purposes hereof.

MINUTES OF THE REGULAR MEETING OF THE
BOARD OF DIRECTORS OF THE
LCRA TRANSMISSION SERVICES CORPORATION
Austin, Texas
Jan. 23, 2019

Pursuant to notice posted in accordance with the Texas Open Meetings Act, the Board of Directors (Board) of the LCRA Transmission Services Corporation (LCRA TSC) convened in a regular meeting at 9:04 a.m. Wednesday, Jan. 23, 2019, in the Board Room of the Hancock Building, at the principal office of the Lower Colorado River Authority, 3700 Lake Austin Blvd., Austin, Travis County, Texas. The meeting was open to the public, and the following directors were present, constituting a quorum:

Timothy Timmerman, Chair
Thomas Michael Martine, Vice Chair
Lori A. Berger
Stephen F. Cooper
Joseph M. "Joe" Crane
Pamela Jo "PJ" Ellison
Laura D. Figueroa
Charles B. "Bart" Johnson
Thomas L. "Tom" Kelley
Robert "Bobby" Lewis
George W. Russell
Martha Leigh M. Whitten
Nancy Eckert Yeary

Absent: Raymond A. "Ray" Gill Jr.
Franklin Scott Spears Jr.

Chair Timmerman convened the meeting at 9:04 a.m. and led the Board in pledges of allegiance to the American and Texas flags. Director Figueroa provided an invocation.

There were no public comments, neither on general topics under LCRA TSC's jurisdiction (Agenda Item 1) nor on any specific agenda items, during this meeting.

President and Chief Executive Officer Phil Wilson referenced Agenda Item 5 regarding a capital plan amendment to increase capital spending, and updated the Board on an increase in LCRA TSC's capital plan forecast. Wilson discussed the increase in the amount LCRA TSC is investing on transmission capital projects in fiscal year 2019.

Vice President and Chief Operating Officer Kristen Senechal reported on the impact of weather on the transmission project portfolio in LCRA TSC's capital plan.

Controller Julie Rogers presented the financial report for December 2018 [Agenda Item 2].

The Board next took action on the consent agenda. Upon motion by Director Berger, seconded by Director Ellison, the Board unanimously approved consent items 3 and 4 included on the Jan. 23, 2019, consent agenda by a vote of 13 to 0 as follows:

19-01 Declaration of two tracts of land totaling 0.37 of an acre in Kerr County nonessential (no longer necessary, convenient or of beneficial use to the business of LCRA TSC) and authorization for the president and chief executive officer or his designee to convey the property to the Kerrville Public Utility Board, as recommended by staff in Consent Item 3 [attached hereto as Exhibit A].

19-02 Approval of the minutes of the Dec. 11, 2018, meeting [Consent Item 4].

19-03 Vice President and Chief Operating Officer Kristen Senechal presented for consideration a staff recommendation, described in Agenda Item 5 [attached hereto as Exhibit B], that the Board approve an amendment to the Fiscal Year 2019 LCRA Transmission Services Corporation Capital Plan to increase authorization for capital spending in FY 2019 from \$295.6 million to \$436.5 million. Upon motion by Director Johnson, seconded by Director Russell, the recommendation was unanimously approved by a vote of 13 to 0.

19-04 Vice President of Transmission Strategic Services Clint Harp presented for consideration a staff recommendation, described in Agenda Item 6 [attached hereto as Exhibit C], that the Board approve the Capital Improvement Project Authorization Request for the Rio Grande Electric Cooperative Transmission Facilities Acquisition project and authorize the president and chief executive officer or his designee to (i) negotiate and execute a purchase agreement to acquire RGEC's electric transmission facilities and related real property currently located in ERCOT and to acquire RGEC's electric transmission facilities and related real property currently located in WECC if and when they are integrated into ERCOT; and (ii) do all things reasonably necessary to accomplish the purposes hereof. Upon motion by Director Whitten, seconded by Director Berger, the recommendation was unanimously approved by a vote of 13 to 0.

19-05 Vice President of Transmission Planning Kristian Koellner presented for consideration a staff recommendation, described in Agenda Item 7 [attached hereto as Exhibit D], that the Board approve the Capital Improvement Project Authorization Request for the Hayter Ranch Substation Addition project. Upon motion by Director Lewis, seconded by Director Berger, the recommendation was unanimously approved by a vote of 13 to 0.

19-06 Director of Real Estate Services Steven Brown presented for consideration a staff recommendation described in Agenda Item 8 – Acquisition of Interests in Real Property – Use of Eminent Domain in Williamson County [attached hereto as Exhibit E]. Director Berger moved, seconded by Director Ellison, that the Board 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 Leander to Round Rock Transmission Line Addition project; and that the first record vote applies to all units of property to be condemned. The Board unanimously approved the motion by a record vote of 13 to 0.

Chair Timmerman declared the meeting to be in executive session at 9:23 a.m., pursuant to sections 551.071 and 551.072 of the Texas Government Code (Open Meetings Act). Executive session ended, and Chair Timmerman declared the meeting to be in public session at 9:33 a.m., with all directors present except directors Gill and Spears.

19-07 Director Lewis moved, seconded by Director Berger, that the Board authorize the president and chief executive officer or his designee to negotiate and acquire electric transmission line easements for the Leander to Round Rock Transmission Line Addition project in Williamson County as discussed in executive session; and further authorize the president and chief executive officer or his designee to do all things necessary to accomplish the purposes hereof. The Board unanimously approved the motion by a vote of 13 to 0.

19-08 Director Russell moved, seconded by Director Johnson, that the Board approve the Capital Improvement Project Authorization Request for the Gabriel Substation Property Acquisition project and authorize the president and chief executive officer or his designee to (i) negotiate and acquire a tract of land adjacent to the Gabriel Substation in Williamson County as discussed in executive session; and (ii) do all things reasonably necessary to accomplish the purposes hereof. The Board unanimously approved the motion by a vote of 13 to 0.

There being no further business to come before the Board, the meeting was adjourned at 9:34 a.m.

Thomas E. Oney
Secretary
LCRA Transmission Services Corporation

Approved: May 22, 2019

EXHIBIT B

Minutes Digest
Feb. 20, 2019

- 19-09 Approval of the adoption of the Twenty-Eighth Supplemental Resolution to the Controlling Resolution establishing the LCRA Transmission Contract Revenue Financing Program authorizing the issuance of Transmission Contract Refunding Revenue Bonds (LCRA Transmission Services Corporation Project), Series 2019 (the Bonds) in an amount not to exceed \$500 million for the following purposes: (i) current refunding of portions of the LCRA Transmission Contract Revenue Commercial Paper Notes (LCRA Transmission Services Corporation Project), Tax-Exempt Series and LCRA Transmission Contract Revenue Revolving Notes (LCRA Transmission Services Corporation Project), Series C and Tax-Exempt Series D; (ii) current refunding of certain outstanding long-term transmission contract debt; (iii) funding debt service reserve funds for the Bonds; and (iv) paying for issuance costs.
- 19-10 Declaration of three tracts of land and assets at the Camp San Saba, Hext and Camp Bowie substation properties, and the assets at the Terry and Dutton substations, as nonessential, and authorization for the chief executive officer or his designee to negotiate and execute an agreement with Oncor Electric Delivery Company LLC for (i) the sale of real property and improvements to real property at the Terry, Dutton, Camp San Saba, Hext and Camp Bowie substations and (ii) the purchase of electric transmission facilities and related real property interests.
- 19-11 Adoption of a resolution authorizing the use of the power of eminent domain in Williamson County to acquire rights in the properties described in Exhibit 1 to the resolution for the acquisition of easements for the Leander to Round Rock Transmission Line Addition project.
- 19-12 Authorization for the president and chief executive officer or his designee to negotiate and acquire electric transmission line easements for the Leander to Round Rock Transmission Line Addition project in Williamson County; and further authorization for the president and chief executive officer or his designee to do all things necessary to accomplish the purposes hereof.
- 19-13 Declaration of a 4.98-acre tract of land and a 3.67-acre tract of land in Williamson County nonessential and authorization for the president and chief executive officer or his designee to negotiate and execute an exchange agreement with Beasley Tract L.P. for the conveyance of said tracts in exchange for an approximate 7.77-acre tract and necessary transmission line and access easements located in Williamson County to

be used for the Leander to Round Rock Transmission Line Addition project, and to pay the landowner the difference in the appraised values of the properties being exchanged; and further authorization for the president and chief executive officer or his designee to do all things necessary to accomplish the purposes hereof.

MINUTES OF THE REGULAR MEETING OF THE
BOARD OF DIRECTORS OF THE
LCRA TRANSMISSION SERVICES CORPORATION
Wharton, Texas
Feb. 20, 2019

Pursuant to notice posted in accordance with the Texas Open Meetings Act, the Board of Directors (Board) of the LCRA Transmission Services Corporation (LCRA TSC) convened in a regular meeting at 10:05 a.m. Wednesday, Feb. 20, 2019, in the Main Hall of the Wharton Civic Center, 1924 N. Fulton St., Wharton, Wharton County, Texas. The meeting was open to the public, and the following directors were present, constituting a quorum:

Timothy Timmerman, Chair
Thomas Michael Martine, Vice Chair
Lori A. Berger
Stephen F. Cooper
Joseph M. "Joe" Crane
Pamela Jo "PJ" Ellison
Raymond A. "Ray" Gill Jr.
Charles B. "Bart" Johnson
Thomas L. "Tom" Kelley
Robert "Bobby" Lewis
George W. Russell
Franklin Scott Spears Jr.
Martha Leigh M. Whitten
Nancy Eckert Yeary

Absent: Laura D. Figueroa

Chair Timmerman convened the meeting at 10:05 a.m. and led the Board in pledges of allegiance to the American and Texas flags. Director Spears provided an invocation.

There were no public comments, neither on general topics under LCRA TSC's jurisdiction (Agenda Item 1) nor on any specific agenda items, during this meeting.

19-09 Treasurer and Chief Financial Officer Jim Travis presented for consideration a staff recommendation, described in Agenda Item 2 [attached hereto as Exhibit A], that the Board approve the adoption of the Twenty-Eighth Supplemental Resolution to the Controlling Resolution establishing the LCRA Transmission Contract Revenue Financing Program authorizing the issuance of Transmission Contract Refunding Revenue Bonds (LCRA Transmission Services Corporation Project), Series 2019 (the Bonds) in an amount not to exceed \$500 million for the following purposes: (i) current refunding of portions of the LCRA Transmission Contract Revenue Commercial Paper Notes (LCRA Transmission Services Corporation Project), Tax-Exempt Series and LCRA Transmission Contract Revenue Revolving Notes (LCRA Transmission Services

Corporation Project), Series C and Tax-Exempt Series D; (ii) current refunding of certain outstanding long-term transmission contract debt; (iii) funding debt service reserve funds for the Bonds; and (iv) paying for issuance costs. This motion also:

1. Approves related documents, in substantially final form, including the escrow agreement, paying agent/registrars agreement, the Preliminary Official Statement and the Transmission Contract Revenue Debt Installment Payment Agreement Supplement Related to the Bonds. Bond counsel has prepared or reviewed all documents.
2. Delegates authority to the chief executive officer or the chief financial officer to:
 - a. Select all or a portion of LCRA TSC's outstanding debt to be refunded by the Bonds and provide for appropriate notices of redemption/defeasance;
 - b. Approve any final changes to said documents necessary to facilitate proper issuance of such Bonds;
 - c. Establish the terms of the Bonds as provided in the resolution (including issuing such bonds in one or more separate series (tax-exempt and/or taxable), the principal amounts and maturity schedules, interest rates, redemption provisions, and terms of any reserve funds); and
 - d. Approve the terms of the sale of the Bonds to an underwriting team led by Citigroup, and to execute a bond purchase agreement.

Upon motion by Director Lewis, seconded by Director Berger, the recommendation was unanimously approved by a vote of 14 to 0.

19-10 Vice President of Transmission Strategic Services Clint Harp presented for consideration a staff recommendation, described in Agenda Item 3 [attached hereto as Exhibit B], that the Board declare three tracts of land and assets at the Camp San Saba, Hext and Camp Bowie substation properties, and the assets at the Terry and Dutton substations, as nonessential (no longer necessary, convenient or of beneficial use to the business of LCRA TSC), and authorize the chief executive officer or his designee to negotiate and execute an agreement with Oncor Electric Delivery Company LLC for (i) the sale of real property and improvements to real property at the Terry, Dutton, Camp San Saba, Hext and Camp Bowie substations and (ii) the purchase of electric transmission facilities and related real property interests. Upon motion by Director Gill, seconded by Director Ellison, the recommendation was unanimously approved by a vote of 14 to 0.

19-11 Director of Real Estate Services Steven Brown presented for consideration a staff recommendation described in Agenda Item 4 – Acquisition of Interests in Real Property – Use of Eminent Domain in Williamson County [attached hereto as Exhibit C]. Director Berger moved, seconded by Director Gill, that the Board 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 Leander to Round Rock Transmission Line Addition project; and that the first record vote applies to all units of property to be condemned. The Board unanimously approved the motion by a record vote of 14 to 0.

Chair Timmerman declared the meeting to be in executive session at 10:20 a.m., pursuant to sections 551.071 and 551.072 of the Texas Government Code (Open Meetings Act). Executive session ended, and Chair Timmerman declared the meeting to be in public session at 10:27 a.m.

19-12 Director Russell moved, seconded by Director Ellison, that the Board authorize the president and chief executive officer or his designee to negotiate and acquire electric transmission line easements for the Leander to Round Rock Transmission Line Addition project in Williamson County as discussed in executive session; and further authorize the president and chief executive officer or his designee to do all things necessary to accomplish the purposes hereof. The Board unanimously approved the motion by a vote of 14 to 0.

19-13 Director Johnson moved, seconded by Director Berger, that the Board declare a 4.98-acre tract of land and a 3.67-acre tract of land in Williamson County, as shown on Exhibit D attached hereto, nonessential (no longer necessary, convenient or of beneficial use to the business of LCRA TSC) and authorize the president and chief executive officer or his designee to negotiate and execute an exchange agreement with Beasley Tract L.P. for the conveyance of said tracts in exchange for an approximate 7.77-acre tract, as shown on Exhibit D, and necessary transmission line and access easements located in Williamson County to be used for the Leander to Round Rock Transmission Line Addition project, and to pay the landowner the difference in the appraised values of the properties being exchanged; and further authorize the president and chief executive officer or his designee to do all things necessary to accomplish the purposes hereof. The Board unanimously approved the motion by a vote of 14 to 0.

There being no further business to come before the Board, the meeting was adjourned at 10:29 a.m.

Thomas E. Oney
Secretary
LCRA Transmission Services Corporation

Approved: May 22, 2019

EXHIBIT C

Minutes Digest
April 16, 2019

- 19-14 Authorization of the payment of an Extraordinary LCRA Optional Purchase Price Payment to the Lower Colorado River Authority of \$7.3 million for fiscal year 2019, contingent on the determination by the LCRA Board of Directors of such payment being due and payable pursuant to the Electric Transmission Facilities Contract between LCRA and LCRA TSC.

MINUTES OF THE MEETING OF THE
BOARD OF DIRECTORS OF THE
LCRA TRANSMISSION SERVICES CORPORATION
San Saba, Texas
April 16, 2019

Pursuant to notice posted in accordance with the Texas Open Meetings Act, the Board of Directors (Board) of the LCRA Transmission Services Corporation (LCRA TSC) convened in a meeting at 9:01 a.m. Tuesday, April 16, 2019, at the San Saba Civic Center, 1190 S. Thomas Stewart Drive, San Saba, San Saba County, Texas. The meeting was open to the public, and the following directors were present, constituting a quorum:

Timothy Timmerman, Chair
Thomas Michael Martine, Vice Chair
Lori A. Berger
Stephen F. Cooper
Joseph M. "Joe" Crane
Pamela Jo "PJ" Ellison
Laura D. Figueroa
Raymond A. "Ray" Gill Jr.
Charles B. "Bart" Johnson
Robert "Bobby" Lewis
George W. Russell
Franklin Scott Spears Jr.
Martha Leigh M. Whitten
Nancy Eckert Yeary

Absent: Thomas L. "Tom" Kelley

Chair Timmerman convened the meeting at 9:01 a.m. and led the Board in pledges of allegiance to the American and Texas flags. Director Spears provided an invocation.

There were no public comments, neither on general topics under LCRA TSC's jurisdiction (Agenda Item 1) nor on Agenda Item 2, during this meeting.

19-14 Treasurer and Chief Financial Officer Jim Travis presented for consideration a staff recommendation, described in Agenda Item 2 [attached hereto as Exhibit A], that the Board authorize the payment of an Extraordinary LCRA Optional Purchase Price Payment to the Lower Colorado River Authority of \$7.3 million for fiscal year 2019, contingent on the determination by the LCRA Board of Directors of such payment being due and payable pursuant to the Electric Transmission Facilities Contract between LCRA and LCRA TSC. Upon motion by Director Johnson, seconded by Director Spears, the recommendation was unanimously approved by a vote of 14 to 0.

There being no further business to come before the Board, the meeting was adjourned at 9:19 a.m.

Thomas E. Oney
Secretary
LCRA Transmission Services Corporation

Approved: May 22, 2019

FOR ACTION

4. LCRA Transmission Services Corporation Fiscal Year 2020 Business and Capital Plans

Proposed Motion

Adopt a resolution (Exhibit A) approving the LCRA Transmission Services Corporation Fiscal Year 2020 Business and Capital plans.

Board Consideration

LCRA TSC Board Policy T301 – Finance requires approval of a business plan by the LCRA TSC and LCRA boards before the start of each fiscal year.

Budget Status and Fiscal Impact

The proposed business plan and the budgets included therein provide targets for revenue, operating and maintenance expenses, and capital spending for FY 2020.

Summary

The Board received a draft of the LCRA TSC FY 2020 business and capital plans for a work session on April 16. The business and capital plans are the LCRA TSC comprehensive operations plans and budget. Approval of the LCRA TSC FY 2020 business and capital plans provides authorization for all expenditures and plans of LCRA TSC.

Staff provided to the Board under separate cover the LCRA TSC FY 2020 business and capital plans document, incorporating key policy elements from the April work session.

Presenter(s)

Jim Travis
Treasurer and Chief Financial Officer

Exhibit(s)

A – LCRA Transmission Services Corporation Board Resolution approving the LCRA Transmission Services Corporation FY 2020 Business and Capital Plans

EXHIBIT A

**LCRA TRANSMISSION SERVICES CORPORATION BOARD RESOLUTION
LCRA TRANSMISSION SERVICES CORPORATION
FISCAL YEAR 2020 BUSINESS AND CAPITAL PLANS**

BE IT RESOLVED that the LCRA Transmission Services Corporation Board of Directors hereby adopts and approves the LCRA Transmission Services Corporation Fiscal Year 2020 Business and Capital Plans.

LCRA Transmission Services Corporation has budgeted FY 2020 operating and capital amounts at \$117.9 million and \$341.9 million, respectively.

The Board recognizes that through its normal agenda process it will approve capital projects and other major expenditures not included in the business and capital plans, and the president and chief executive officer is instructed to inform the Board when a capital project or other major expenditure is proposed on the agenda that significantly changes or varies from the approved budget in accordance with LCRA Transmission Services Corporation's financial policy. Furthermore, the president and chief executive officer shall provide the Board with monthly financial reports and quarterly business and capital plan updates describing the progress toward the accomplishment of LCRA Transmission Services Corporation's goals within the budgeted amounts approved by the Board.

Adoption of the FY 2020 Business and Capital Plans provides authorization for all expenditures and plans in the business plans and approves the budget for LCRA Transmission Services Corporation, as required by state law. Individual purchases and contracts to implement the business and capital plans fall under various state laws and Board policies and may require additional approval.

FOR ACTION

5. New Capital Improvement Project Approval – Homestead Substation Addition

Proposed Motion

Approve the Capital Improvement Project Authorization Request for the Homestead Substation Addition project and authorize the president and chief executive officer, or his designee, (i) to negotiate and execute an agreement with Rio Grande Electric Cooperative's customer Diamondback Energy, Inc. (or its affiliate or subsidiary) for purchase of the Homestead Substation, including transmission and transformation facilities, land and land rights located in Pecos County, and (ii) to do all things reasonably necessary to accomplish the purposes hereof.

Board Consideration

LCRA Transmission Services Corporation Board Policy T301 – Finance requires Board of Directors approval for any project exceeding \$1.5 million that is not included in the annual capital plan or any previously approved project expected to exceed its lifetime budget by 10 percent and \$300,000. Board Policy T401 – Land Resources requires specific Board approval for acquisition of land if the purchase price exceeds \$600,000.

Budget Status and Fiscal Impact

- The project is not included in LCRA TSC's fiscal year 2019 or FY 2020 capital plans.
- Staff seeks approval for a total lifetime budget of \$5,041,000, of which staff anticipates spending \$21,000 this fiscal year.
- The proposed lifetime budget for the project does not include contingency.
- Staff expects this additional spending can be managed within the existing FY 2019 and FY 2020 capital budgets and currently does not request additional fiscal year capital budget authorization.
- The chief operating officer will release funds as needed.
- Project costs will be funded through LCRA TSC regulated rates, pending approval by the Public Utility Commission of Texas.
- The purchase price will include the fair market value of the substation site, which may exceed \$600,000.

Summary

Staff recommends the Homestead Substation Addition project located in Pecos County as an addendum to the FY 2019 capital plan. The project will meet legal requirements in the Public Utility Regulatory Act and PUC rules. The rules require transmission utilities to provide transmission service, including constructing new facilities and modifying existing ones, to wholesale market participants.

In July 2018, Rio Grande Electric Cooperative requested transmission service to serve oil and gas industry load. To provide the interconnection, LCRA TSC will acquire a new 138-kilovolt substation with transformation and transmission facilities, including

property, from Diamondback Energy. Additionally, LCRA TSC will acquire a new 138-kV transmission line to connect the new substation to the Texas-New Mexico Power-owned Tarbush Substation. LCRA TSC will negotiate an agreement with RGEC and TNMP for interconnection of the facilities.

The required project completion date is March 2020. The project funds will pay for project management, regulatory activities, engineering, materials, real estate activities and necessary land rights. LCRA TSC representatives will perform environmental and cultural due diligence studies and address all identified concerns. A Certificate of Convenience and Necessity is not required.

Project Recap

Total Project Estimated Cost		<u>\$5,041,000</u>
Previous Project Lifetime Budget:		\$ 0
Additional Lifetime Budget Approval Sought:		<u>\$5,041,000</u>
FY 2019	\$ 21,000	
FY 2020	\$ 5,020,000	
Total:		<u>\$5,041,000</u>

Project Direction

Project Manager: Sarah Wilson
Project Sponsor: Hiram Mojica
Project Number: 1021551

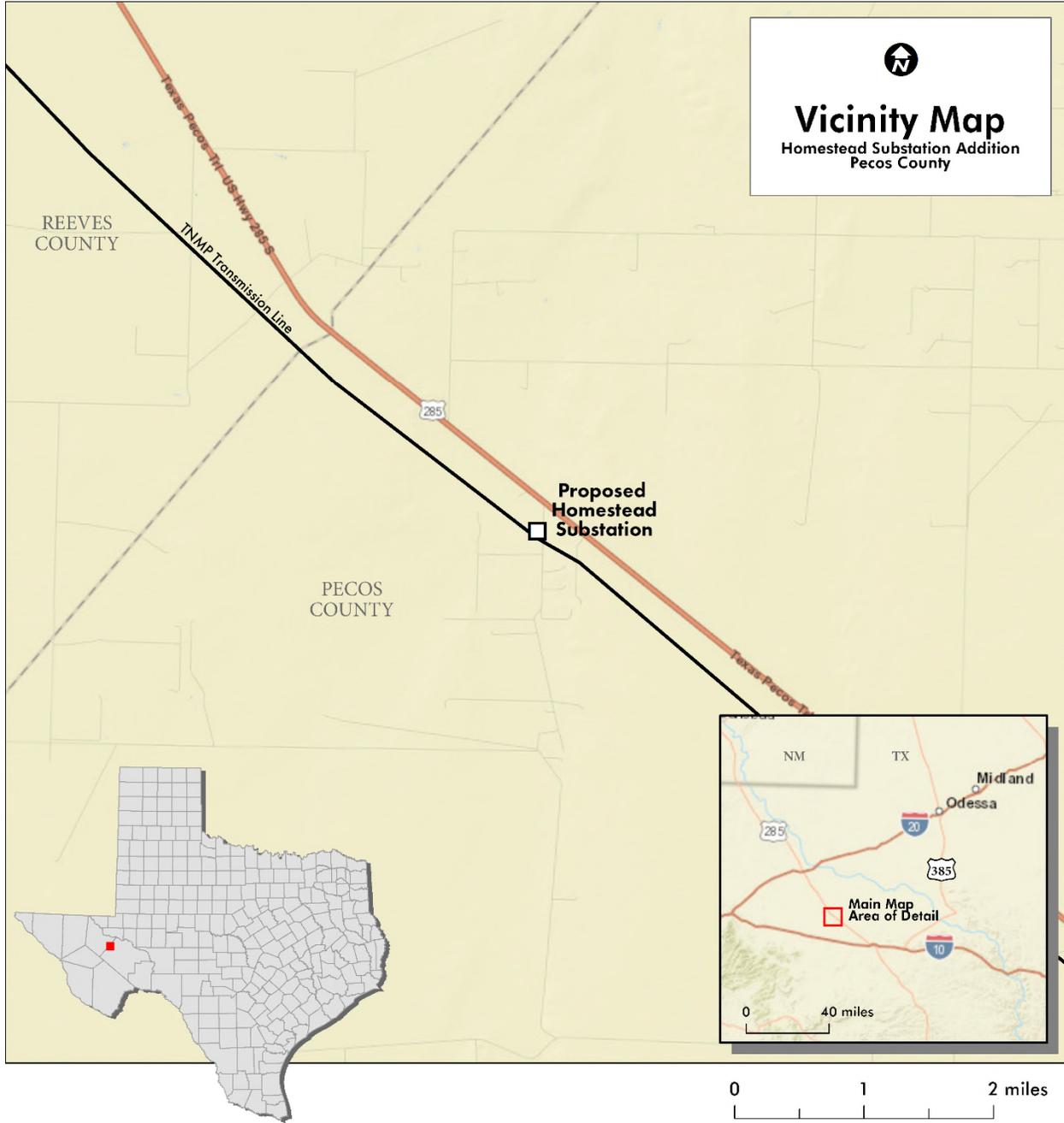
Presenter(s)

Kristian M. Koellner
Vice President, Transmission Planning

Exhibit(s)

A – Location Map – Homestead Substation Addition

EXHIBIT A



FOR ACTION

6. New Capital Improvement Project Approval – Motorman Substation Addition

Proposed Motion

Approve the Capital Improvement Project Authorization Request for the Motorman Substation Addition project and authorize the president and chief executive officer, or his designee, (i) to negotiate and acquire all necessary land and land rights in Upton County by purchase and (ii) to do all things reasonably necessary to accomplish the purposes hereof.

Board Consideration

LCRA Transmission Services Corporation Board Policy T301 – Finance requires Board of Directors approval for any project exceeding \$1.5 million that is not included in the annual capital plan or any previously approved project expected to exceed its lifetime budget by 10 percent and \$300,000.

Budget Status and Fiscal Impact

- The project is not included in LCRA TSC's fiscal year 2019 or FY 2020 capital plans.
- Staff seeks approval for a total lifetime budget of \$7,613,000, of which staff anticipates spending \$106,000 this fiscal year.
- The proposed lifetime budget for the project does not include contingency.
- Staff expects this additional spending can be managed within the existing FY 2019 and FY 2020 capital budgets and currently does not request additional fiscal year capital budget authorization.
- The chief operating officer will release funds as needed.
- Project costs will be funded through LCRA TSC regulated rates, pending approval by the Public Utility Commission of Texas.

Summary

Staff recommends the Motorman Substation Addition project located in Upton County as an addendum to the FY 2019 capital plan. The project will meet legal requirements in the Public Utility Regulatory Act and PUC rules. The rules require transmission utilities to provide transmission service, including constructing new facilities and modifying existing ones, to wholesale market participants.

Oncor Electric Delivery Company LLC requested that LCRA TSC construct a new point of transmission interconnection to accommodate Oncor's load growth. LCRA TSC will provide a point of interconnection by constructing a 138-kilovolt substation in a ring bus configuration tying in the existing Crane East to Upton transmission line.

The required project completion date is December 2020. The project funds will pay for project management, regulatory activities, engineering, materials, real estate activities and necessary land rights. LCRA TSC representatives will perform environmental and cultural due diligence studies and address all identified concerns. A Certificate of Convenience and Necessity is not required.

Project Recap

Total Project Estimated Cost		<u>\$7,613,000</u>
Previous Project Lifetime Budget:		\$ 0
Additional Lifetime Budget Approval Sought:		<u>\$7,613,000</u>
FY 2019	\$ 106,000	
FY 2020	\$ 2,645,000	
FY 2021	\$ 4,862,000	
Total:		<u>\$7,613,000</u>

Project Direction

Project Manager: Jason Bolen
Project Sponsor: Milad Javadi
Project Number: 1021552

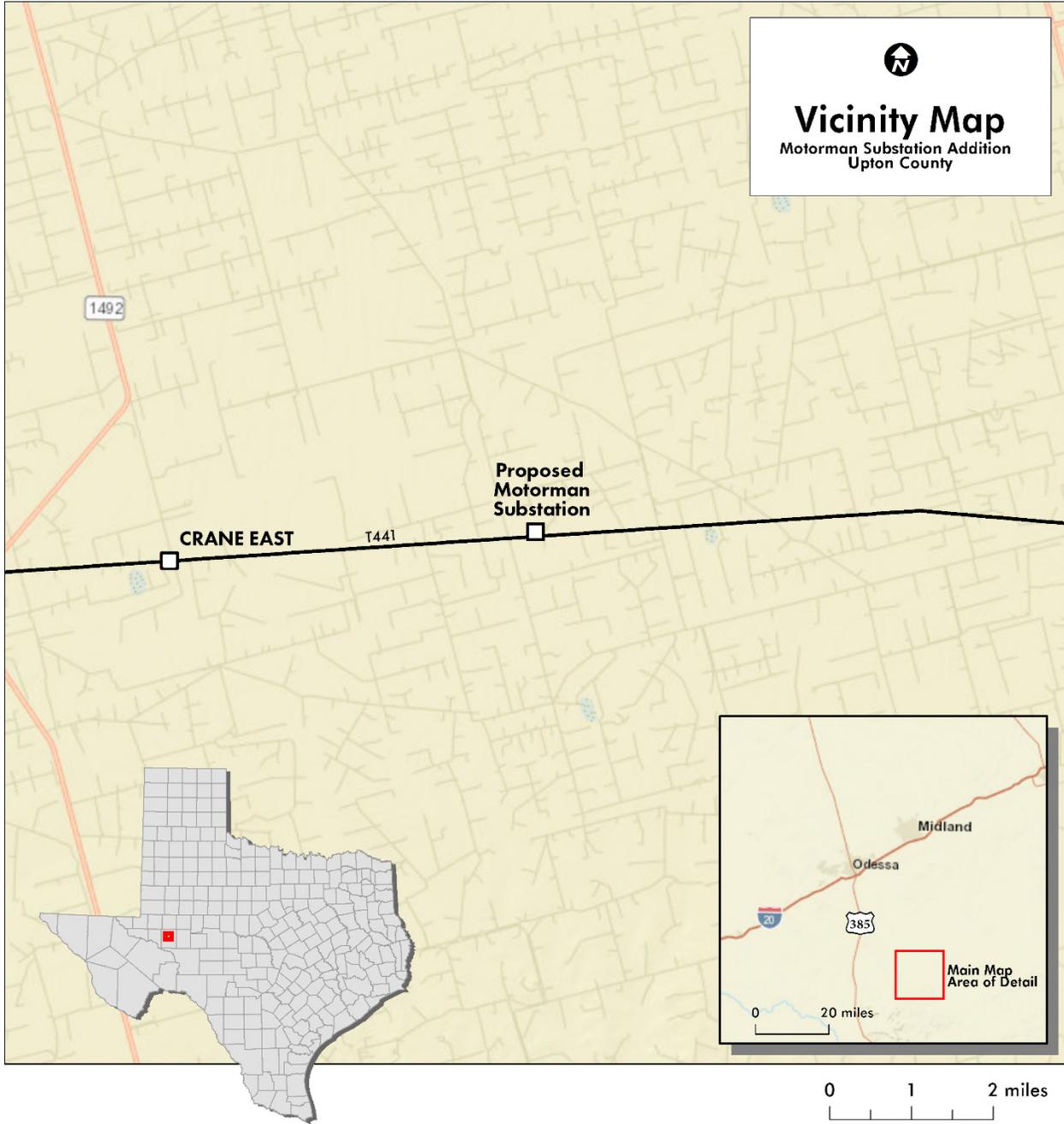
Presenter(s)

Kristian M. Koellner
Vice President, Transmission Planning

Exhibit(s)

A – Location Map – Motorman Substation Addition

EXHIBIT A



FOR ACTION

7. Acquisition of Interests in Real Property – Use of Eminent Domain in Gillespie County

Proposed Motion

I move that the LCRA Transmission Services Corporation Board adopt the attached resolution; that the Board authorize by record vote the use of the power of eminent domain to acquire rights in the property described in Exhibit 1 to the resolution for the acquisition of an easement amendment and right of way for the Easement Enhancement – FY 2018 System Upgrade project to ensure the continued reliable transmission of electric energy on the Eckert to Nebo (T126) 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 initiating 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, 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 Easement Enhancement – FY 2018 System Upgrade project.

Summary

LCRA TSC proposes to amend the existing transmission line and substation easement in Gillespie County as part of the Easement Enhancement – FY 2018 System Upgrade project. Valbridge Property Advisors performed an independent appraisal of the interests in real property to be acquired to determine just compensation to the landowner.

Staff made an initial offer to acquire the necessary interests in real property voluntarily from the landowner listed on Exhibit C, as required by Section 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 an agreement cannot be reached with the landowners.

Staff has provided to the Board a description of the specific property 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 Map
- C – Landowner List
- D – Resolution
- 1 – Description of the Specific Property

EXHIBIT A

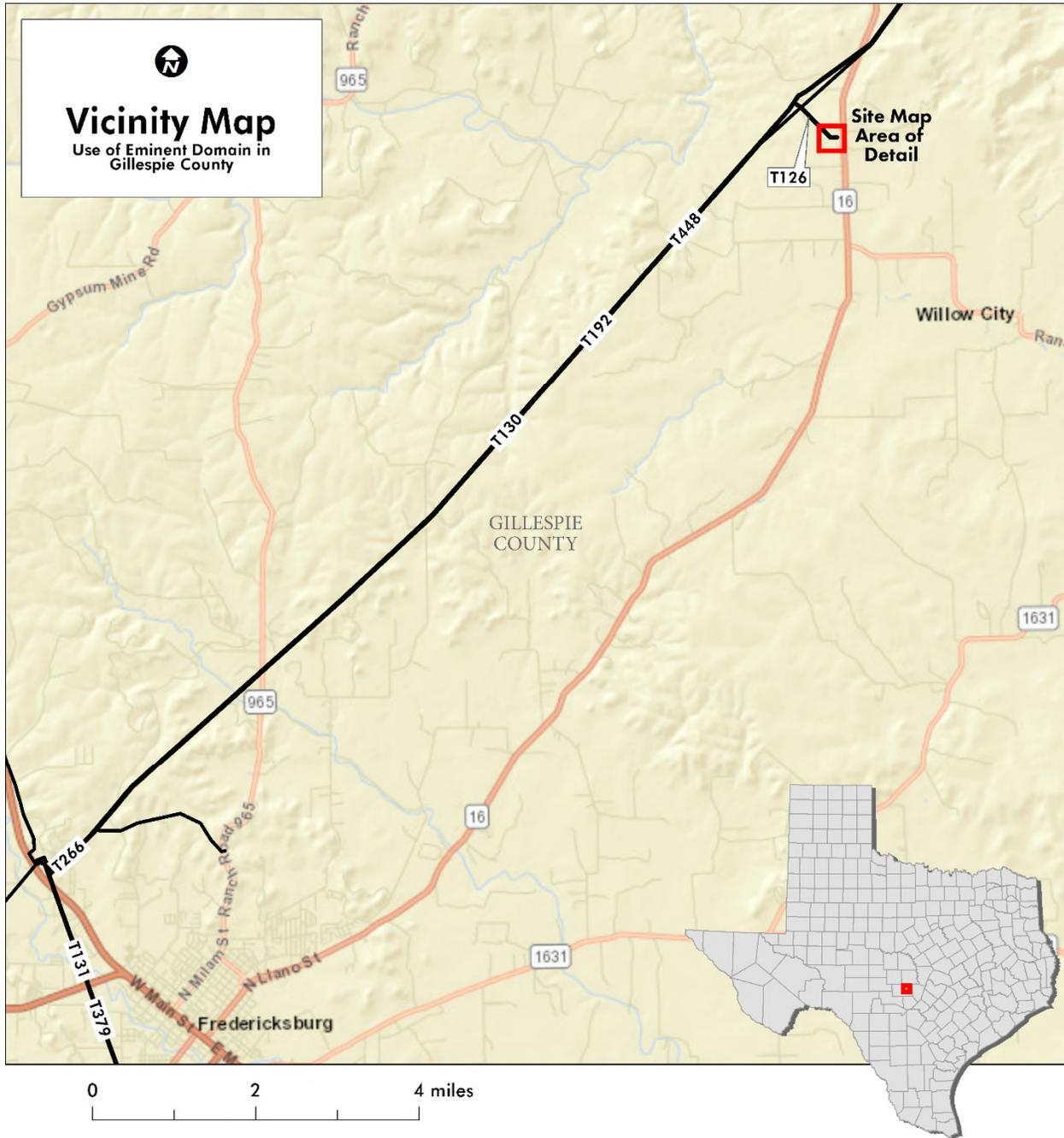


EXHIBIT B



EXHIBIT C

Parcel ID	Landowner	Approximate Parent Tract Acreage	Land Rights	Approximate Acquisition Acreage	County	Diminution in Value of Remainder	Value of Proposed Easement	Total Approximate Value
A005	Colleen and William H. Haley III	26.62 acres	Easement Amendment	1.283 acres	Gillespie	\$0	\$36,400	\$36,400

EXHIBIT D

Page 1 of 2

PROPOSED MOTION

I MOVE THAT THE BOARD 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 PROPERTY DESCRIBED IN EXHIBIT 1 TO THE RESOLUTION FOR THE EASEMENT ENHANCEMENT – FY 2018 SYSTEM UPGRADE PROJECT TO ENSURE THE CONTINUED RELIABLE TRANSMISSION OF ELECTRIC ENERGY ON THE ECKERT TO NEBO (T-126) 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 GILLESPIE COUNTY FOR
TRANSMISSION LINE AND SUBSTATION EASEMENT AMENDMENT.**

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 an electric transmission line and an electric substation in Gillespie County; and

WHEREAS, an independent, professional appraisal of the subject property has been 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 Easement Enhancement – FY 2018 System Upgrade project, with the description of the location of and interest in the property 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 Section 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

EXHIBIT D

Page 2 of 2

president and chief executive officer or his designee is authorized and directed to initiate condemnation proceedings against the owner 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 interests in real property that are proper and convenient for the operation of the electric transmission line and substation.

EXHIBIT 1
Page 1 of 2

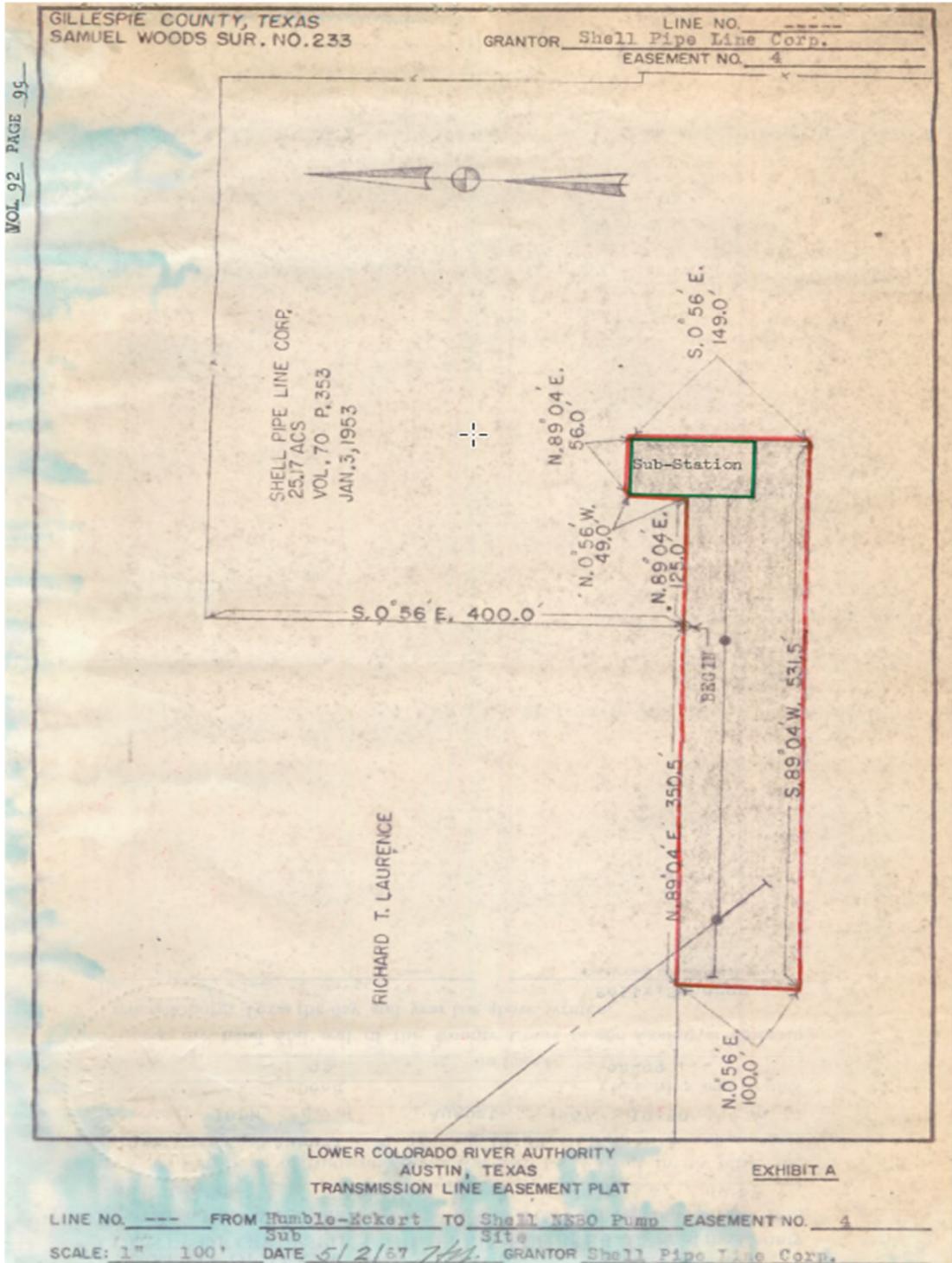


EXHIBIT 1
Page 2 of 2



**T-126 Eckert to Nebo
1.283 Acre Substation Easement**

Property ID: 6412
Tract Ownership: Colleen and William H. Haley III
Tract Area: 1.283 Acres



This map has been produced by the Lower Colorado River Authority for its own use. Accordingly, certain information, features, or details may have been emphasized over others, or may have been left out. The LCRA does not warrant the accuracy of this map, either as to scale, accuracy or completeness. This product is for informational purposes and may not have been prepared for or be suitable for legal, engineering, or surveying purposes. It does not represent an on-the-ground survey and represents only the approximate relative location of property boundaries.

FOR ACTION

8. Acquisition of Interests in Real Property – Use of Eminent Domain in Fayette and Colorado Counties

Proposed Motion

I move that the LCRA Transmission Services Corporation Board 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 amendment of easements for the existing Fayette Area Transmission Line Upgrades project to ensure the continued reliable transmission of electric energy on the Fayetteville to Glidden (T-176) 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, 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 amendment costs were included in the Board-approved budget for the Fayette Area Transmission Line Upgrades project.

Summary

LCRA TSC proposes to amend 21 easements in Fayette and Colorado counties for the Fayette Area Transmission Line Upgrades project. CBRE Group Inc. performed independent appraisals of the interests in real property to be acquired to determine just compensation to the landowners.

Staff made an initial offer to acquire the necessary interests in real property voluntarily from the landowners listed on Exhibit C, as required by Section 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 an agreement cannot be reached with the landowners.

Staff has provided to the Board descriptions of the specific properties to be acquired and will attach the descriptions 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.

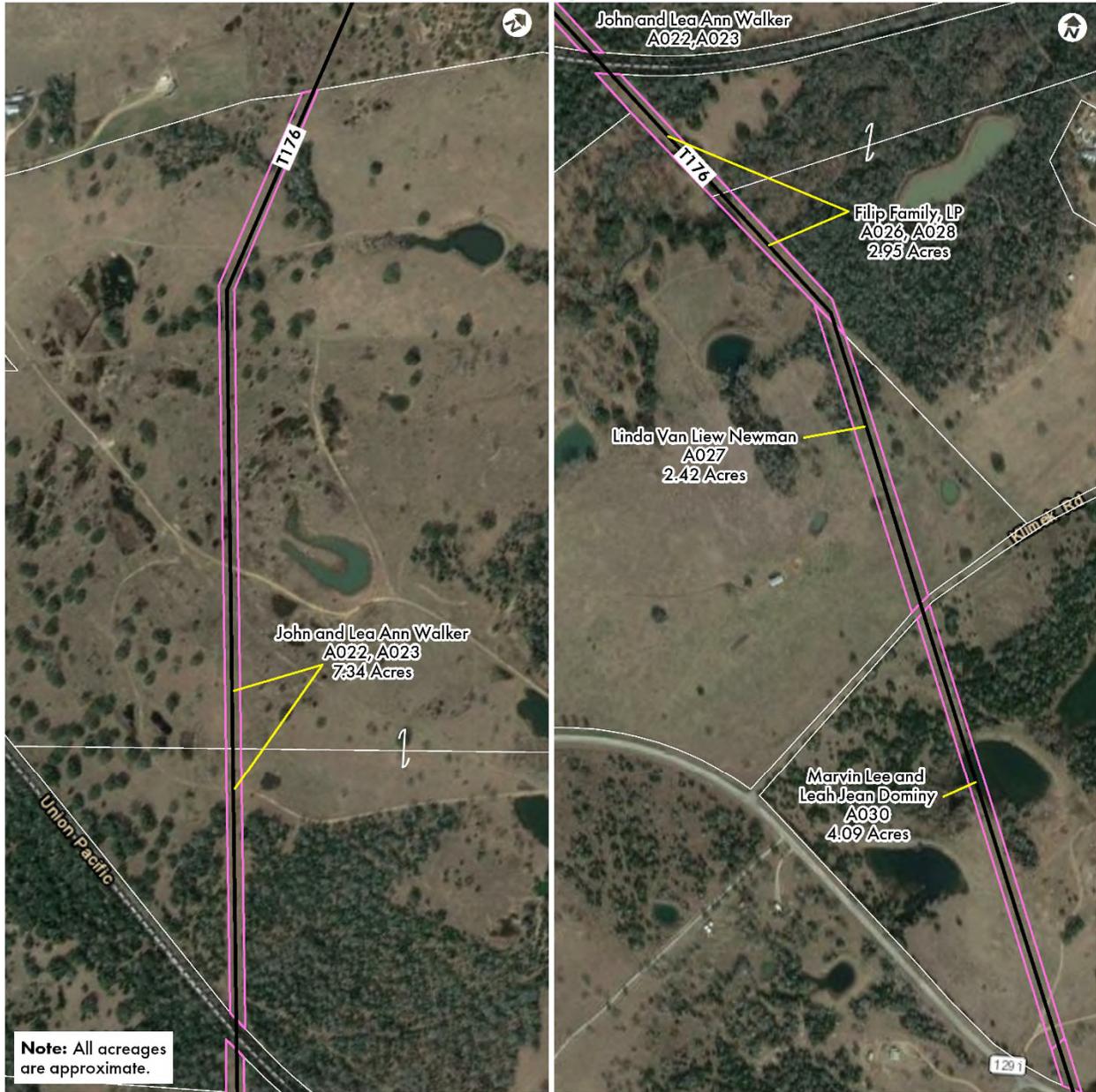
Presenter(s)

Mark Sumrall
Director, Real Estate Services

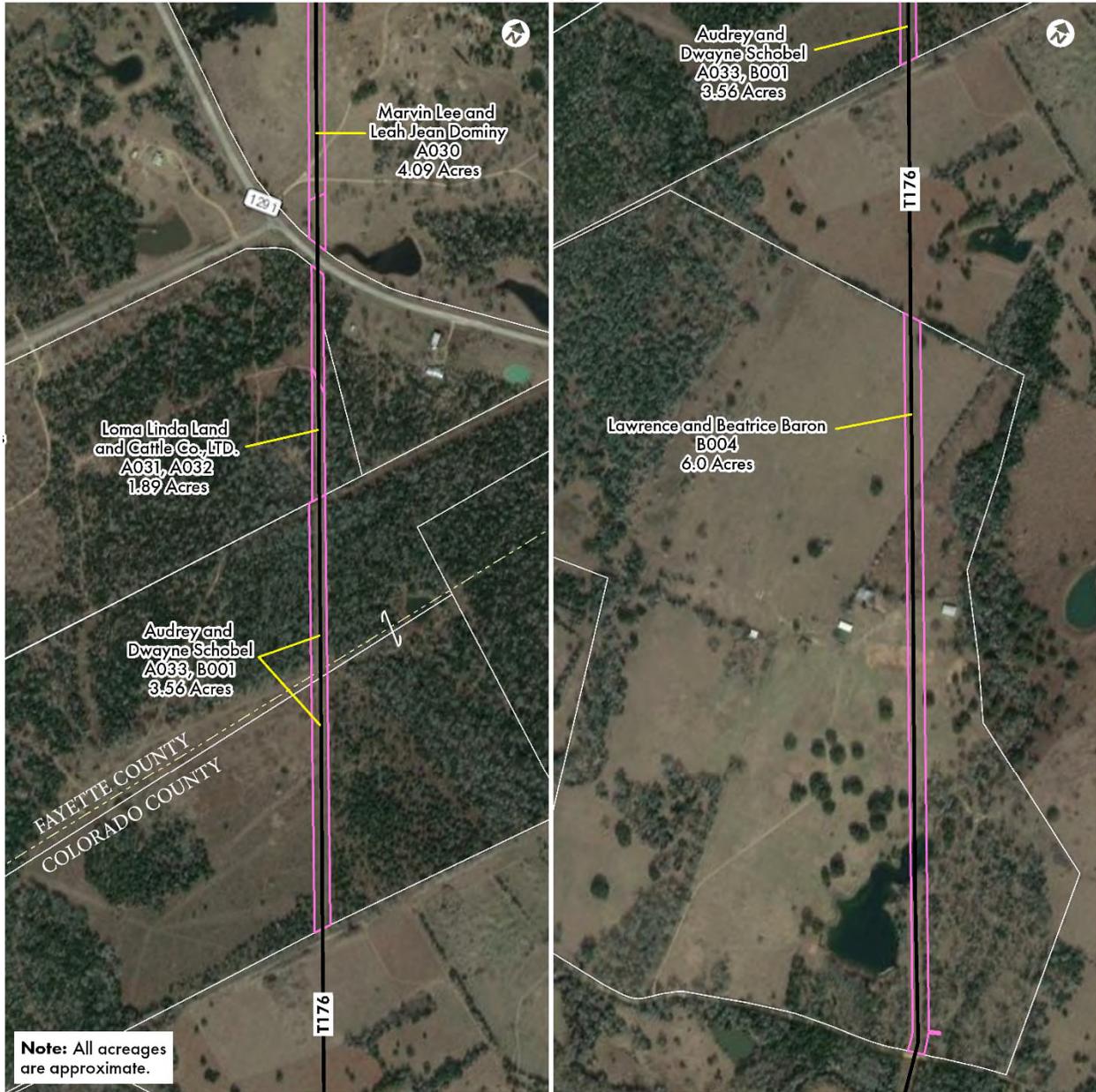
Exhibit(s)

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

Use of Eminent Domain in Fayette and Colorado Counties



Use of Eminent Domain in Fayette and Colorado Counties



Site Map 2a



Site Map 2b



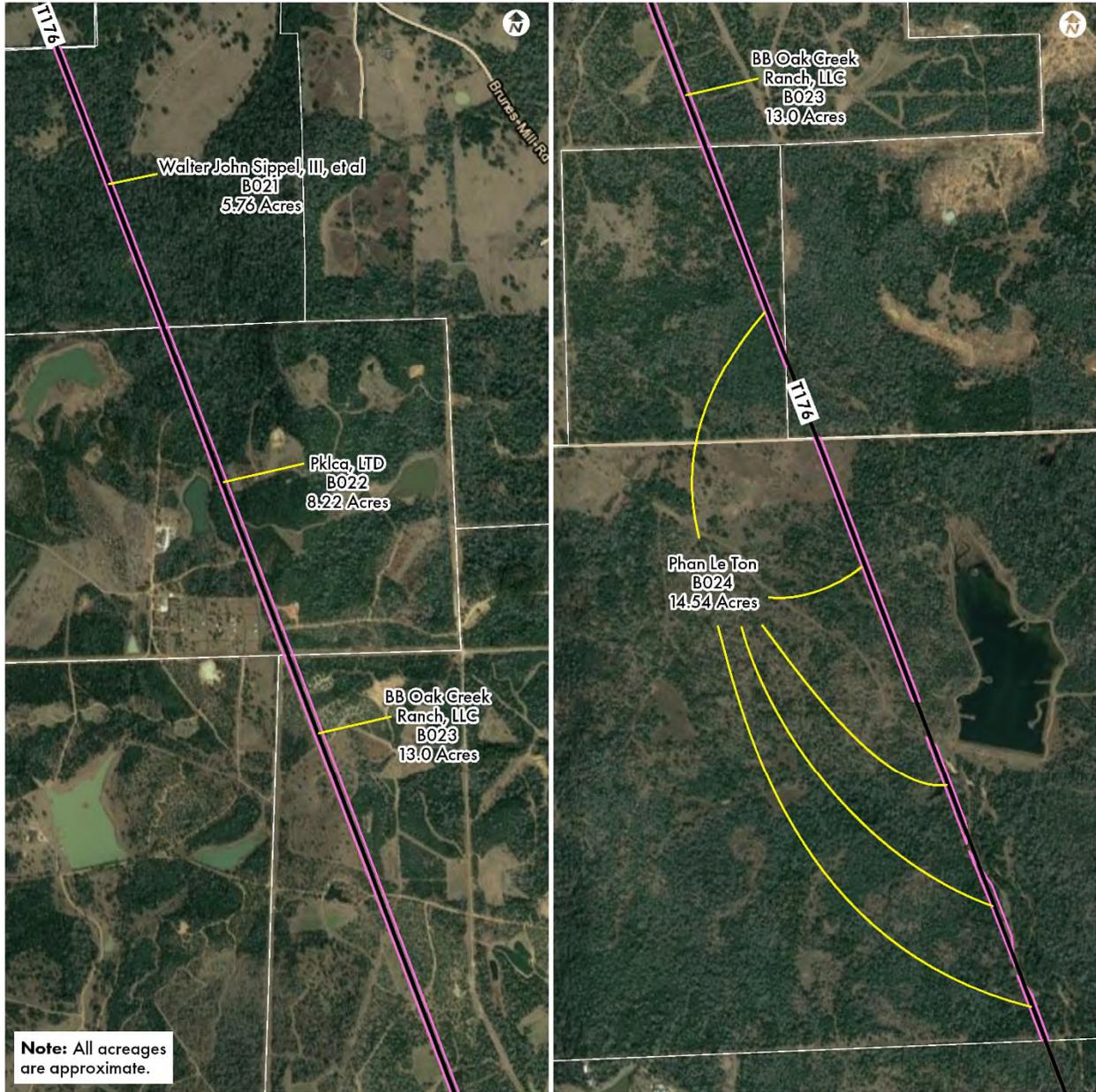
Use of Eminent Domain in Fayette and Colorado Counties



Site Map 3



Use of Eminent Domain in Fayette and Colorado Counties



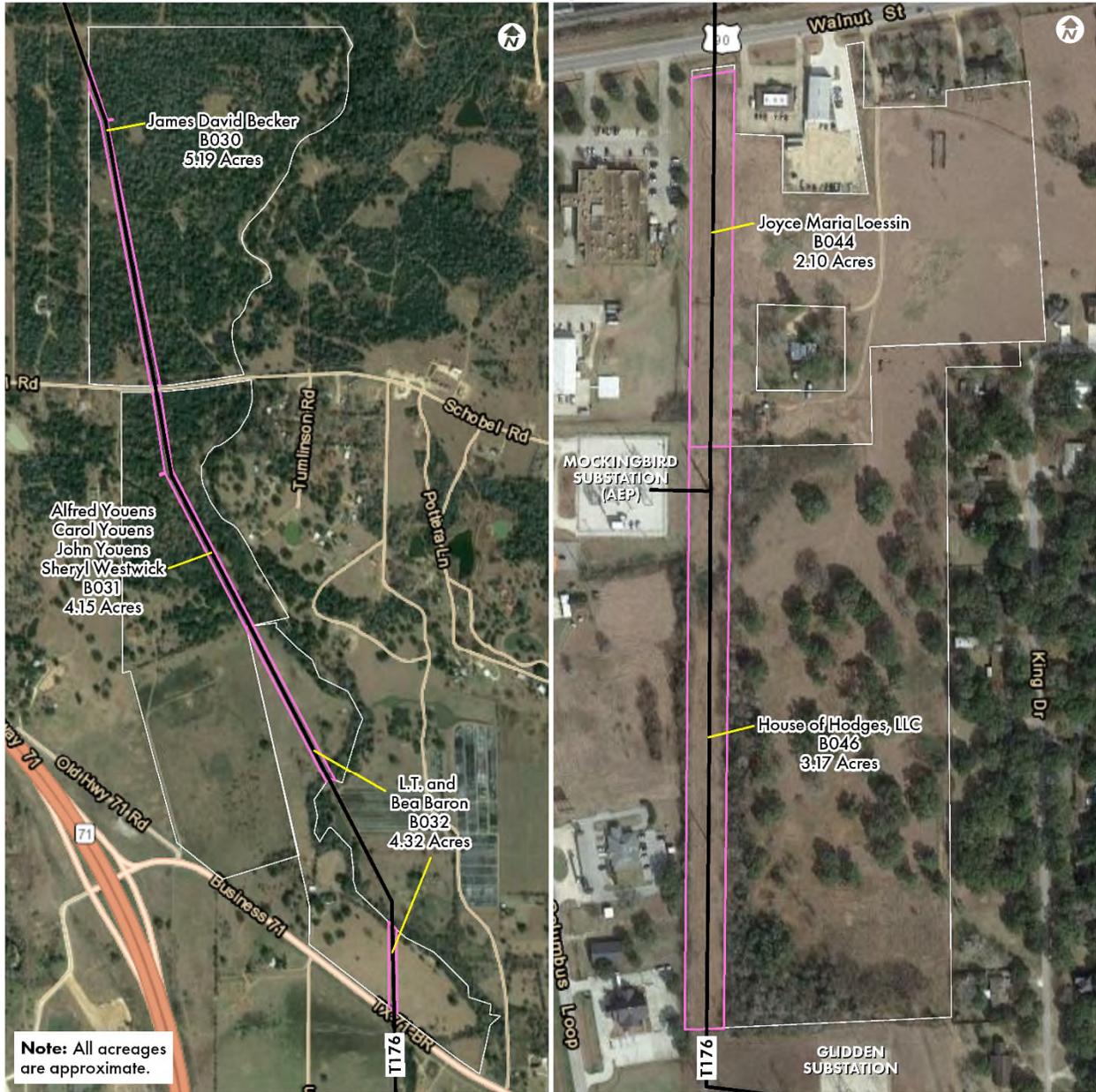
Site Map 4a

0 2,000 feet

Site Map 4b

0 2,000 feet

Use of Eminent Domain in Fayette and Colorado Counties



Site Map 5a

0 1,600 feet

Site Map 5b

0 400 feet

EXHIBIT C

Page 1 of 2

Parcel ID	Landowner	Approximate Parent Tract Acreage	Land Rights	Approximate Acquisition Acreage	County	Diminution in Value of Remainder	Value of Proposed Easement	Total Approximate Value
A022, A023	John and Lea Ann Walker	862.67 acres	Easement	7.34 acres	Fayette	\$0	\$2,936	\$2,936
A026, A028	Filip Family, LP	173.90 acres	Easement	2.95 acres	Fayette	\$0	\$1,401	\$1,401
A027	Linda Van Liew Newman	173.02 acres	Easement	2.42 acres	Fayette	\$0	\$1,150	\$1,150
A030	Marvin Lee and Leah Jean Dominy	157.43 acres	Easement	4.09 acres	Fayette	\$0	\$1,943	\$1,943
A031, A032	Loma Linda Land and Cattle Co., LTD.	216.81 acres	Easement	1.89 acres	Fayette	\$0	\$874	\$874
A033, B001	Audrey and Dwayne Schobel	202.03 acres	Easement	3.56 acres	Fayette and Colorado	\$0	\$1,584	\$1,584
B004	Lawrence and Beatrice Baron	202.53 acres	Easement	6.00 acres	Colorado	\$0	\$2,670	\$2,670
B013	Wayne and Leslie Penello	86.20 acres	Easement	1.94 acres	Colorado	\$0	\$825	\$825
B014	Steven and Barbara Bergersen	80.38 acres	Easement	0.79 acre	Colorado	\$0	\$316	\$316
B015	Sharise Oncken Lefferd	105.69 acres	Easement	2.60 acres	Colorado	\$0	\$1,105	\$1,105
B016	Zachary Paul Anderson and Adrienne L. Anderson	16.25 acres	Easement	0.97 acre	Colorado	\$0	\$631	\$631

EXHIBIT C

Page 2 of 2

Parcel ID	Landowner	Approximate Parent Tract Acreage	Land Rights	Approximate Acquisition Acreage	County	Diminution in Value of Remainder	Value of Proposed Easement	Total Approximate Value
B019	Kathy Lee Miller	102.33 acres	Easement	1.27 acres	Colorado	\$0	\$540	\$540
B021	Walter John Sippel, III, et al	387.67 acres	Easement	5.76 acres	Colorado	\$0	\$2,232	\$2,232
B022	PkIca, LTD	841.78 acres	Easement	8.22 acres	Colorado	\$0	\$3,453	\$3,453
B023	BB Oak Creek Ranch, LLC	1,038.45 acres	Easement	13.00 acres	Colorado	\$0	\$4,875	\$4,875
B024	Phan Le Ton	1,686.62 acres	Easement	14.54 acres	Colorado	\$0	\$4,180	\$4,180
B030	James David Becker	144.52 acres	Easement	5.19 acres	Colorado	\$0	\$3,374	\$3,374
B031	Alfred Youens, Carol Youens, John Youens, Sheryl Westwick	119.37 acres	Easement	4.15 acres	Colorado	\$0	\$2,801	\$2,801
B032	L.T. and Bea Baron	61.68 acres	Easement	4.32 acres	Colorado	\$0	\$2,592	\$2,592
B044	Joyce Maria Loessin	12.54 acres	Easement	2.10 acres	Colorado	\$0	\$1,470	\$1,470
B046	House of Hodges, LLC	20.84 acres	Easement	3.17 acres	Colorado	\$0	\$2,061	\$2,061

EXHIBIT D

Page 1 of 2

PROPOSED MOTION

I MOVE THAT THE BOARD 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 FAYETTE AREA TRANSMISSION LINE UPGRADES PROJECT TO ENSURE THE CONTINUED RELIABLE TRANSMISSION OF ELECTRIC ENERGY ON THE FAYETTEVILLE TO GIDEON (T-176) 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 FAYETTE AND COLORADO COUNTIES FOR ELECTRICAL TRANSMISSION LINE EASEMENT AMENDMENTS FOR 21 SEPARATE PARCELS

WHEREAS, the 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 an electrical transmission line for 21 separate easement amendments that are located in Fayette and Colorado counties; and

WHEREAS, an independent, professional appraisal of the subject properties has been submitted to the 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 Fayette Area Transmission Line Upgrades project, with the description of the locations of and interests 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 futile, then the president and chief

EXHIBIT D

Page 2 of 2

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

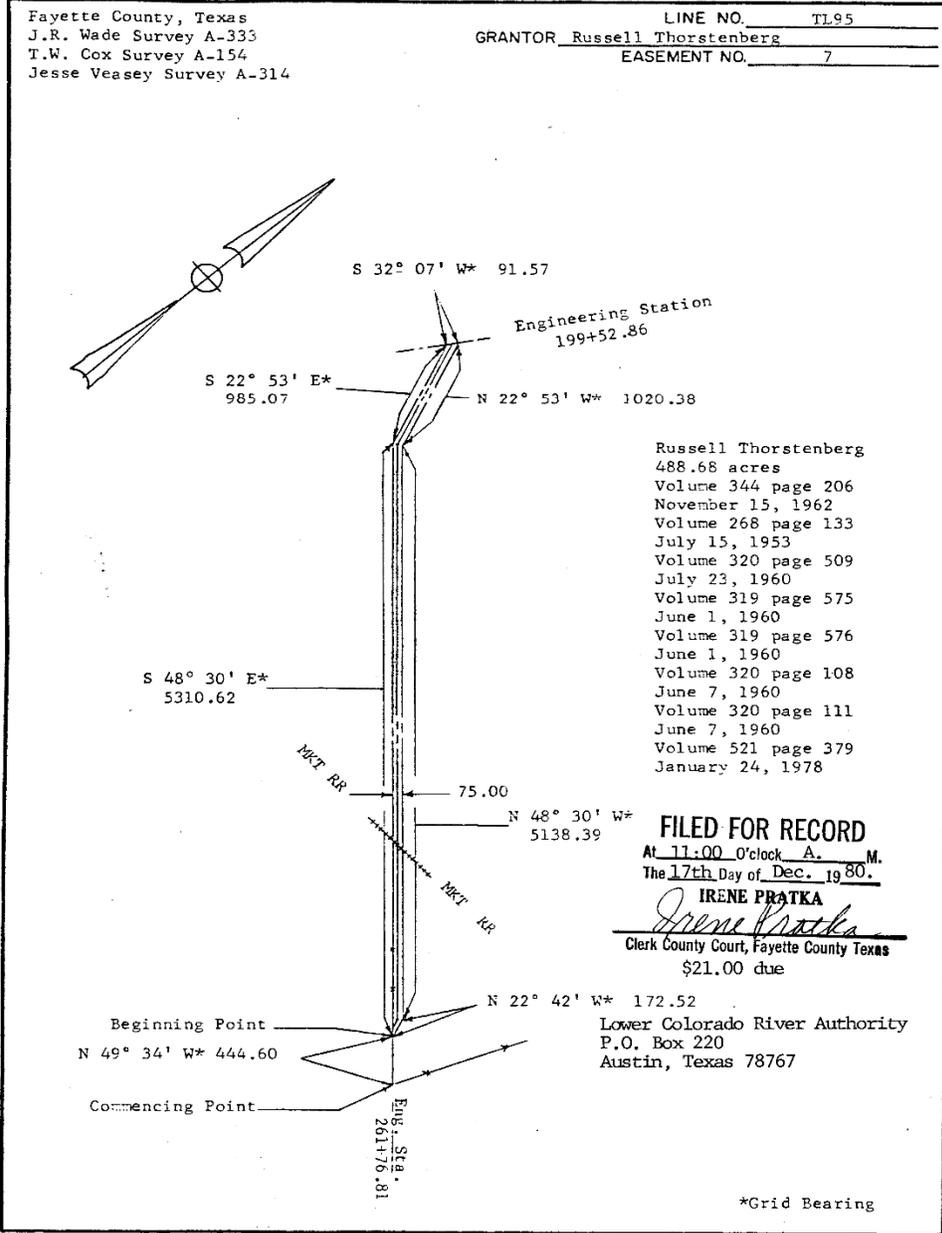
BE IT FURTHER RESOLVED that the president and chief executive officer or his designee is hereby authorized to do all things necessary and proper to carry out the intent and purpose of this resolution, including determination and negotiation of the interests in real property that are proper and convenient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

EXHIBIT 1
Page 1 of 47

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DL9



LOWER COLORADO RIVER AUTHORITY
AUSTIN, TEXAS
TRANSMISSION LINE EASEMENT PLAT

EXHIBIT A

LINE NO. TL95 FROM Fayetteville Sub. TO Glidden Sub. EASEMENT NO. 7

SCALE: 1"=1000' DATE / / GRANTOR Russell Thorstenberg

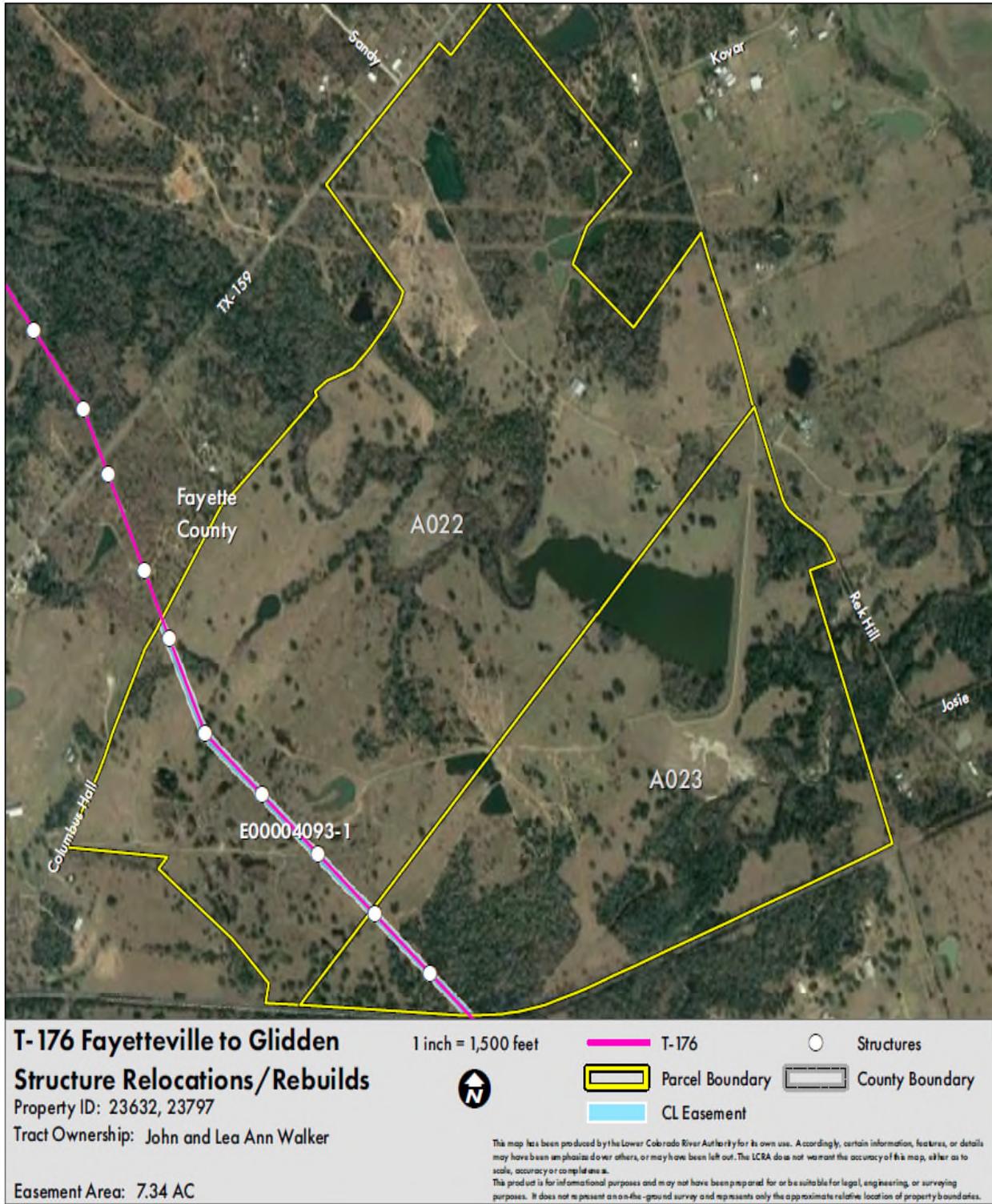
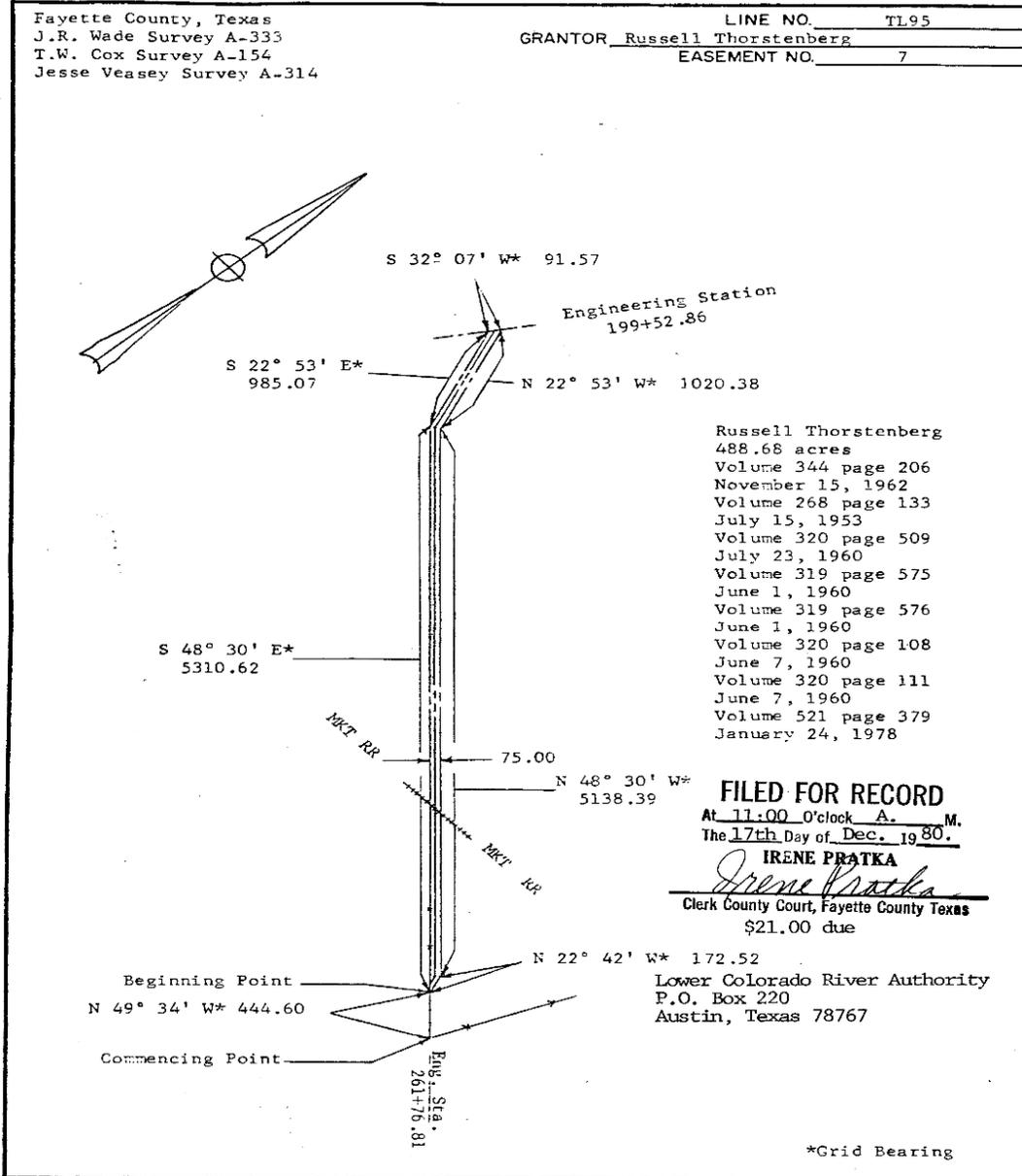


EXHIBIT 1
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FORM 20

VOL 567 PAGE 835



LOWER COLORADO RIVER AUTHORITY
AUSTIN, TEXAS
TRANSMISSION LINE EASEMENT PLAT

EXHIBIT A

LINE NO. TL95 FROM Fayetteville Sub. TO Gladden Sub. EASEMENT NO. 7
SCALE: 1"=1000' DATE / / GRANTOR Russell Thorstenberg

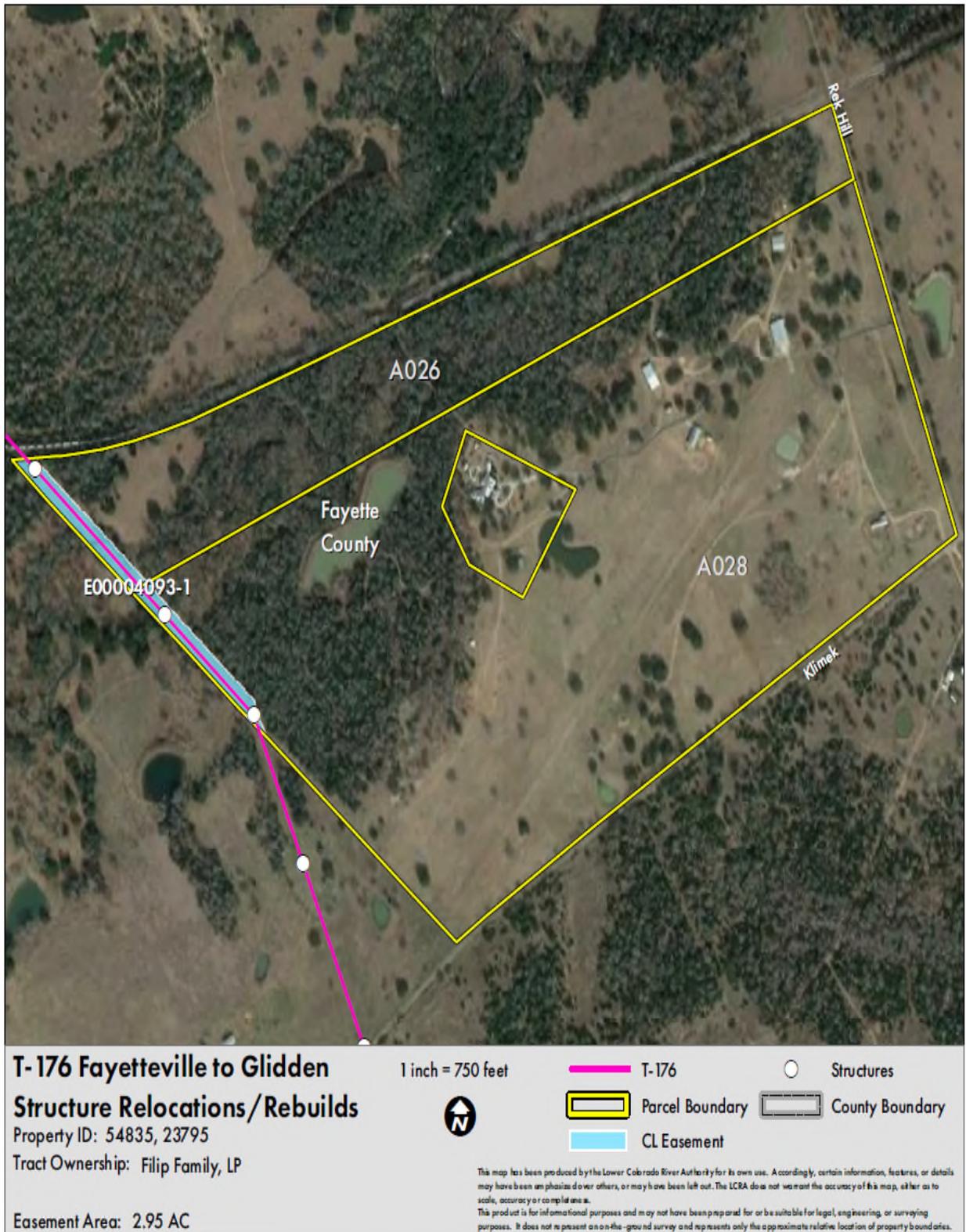
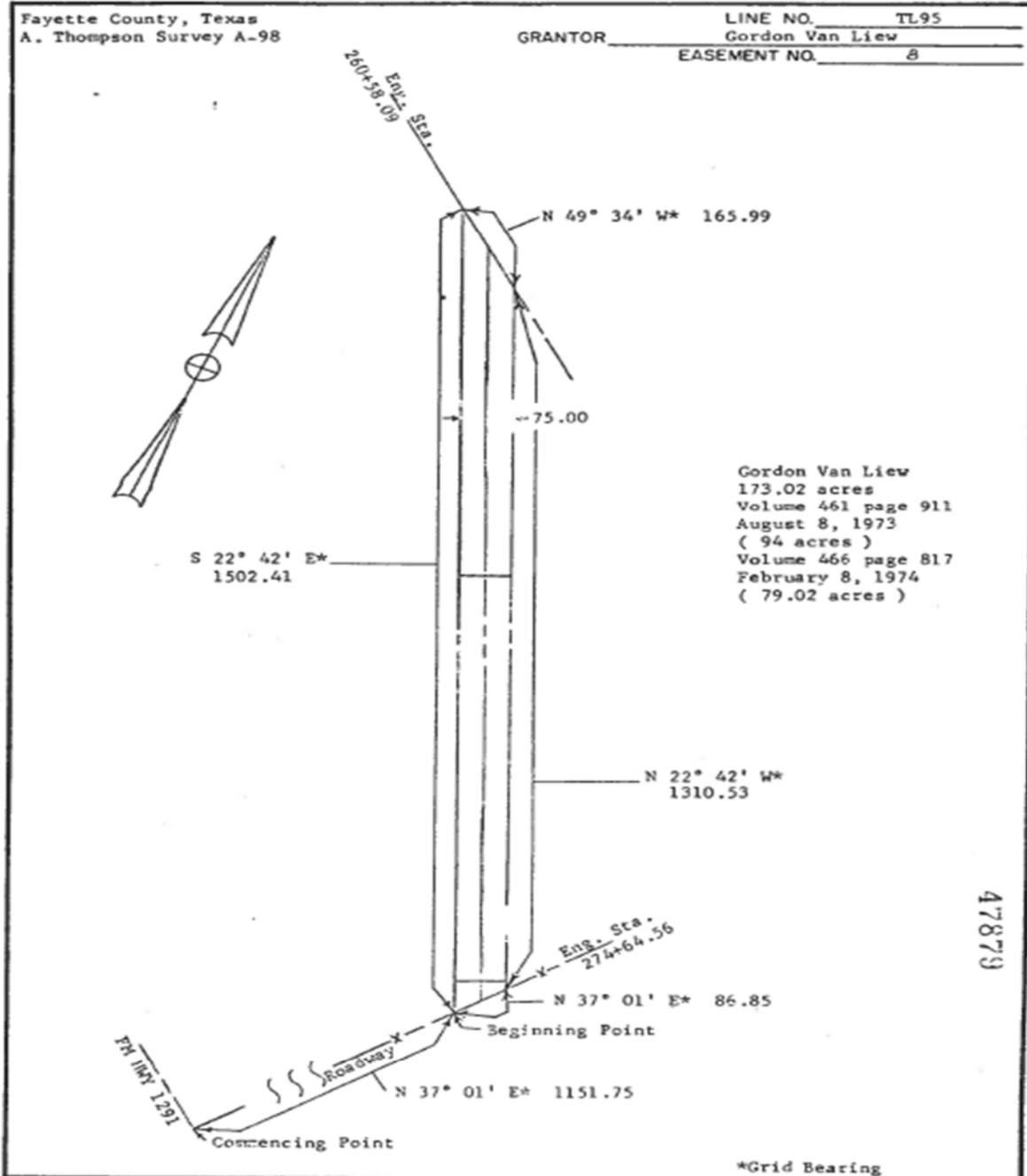


EXHIBIT 1
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FORM 20



LOWER COLORADO RIVER AUTHORITY
AUSTIN, TEXAS
TRANSMISSION LINE EASEMENT PLAT

EXHIBIT A - 2

LINE NO. TL95 FROM Fayetteville Sub. TO Glidden Sub. EASEMENT NO. 8
SCALE: 1"=200' DATE / / GRANTOR Gordon Van Liew

EXHIBIT 1

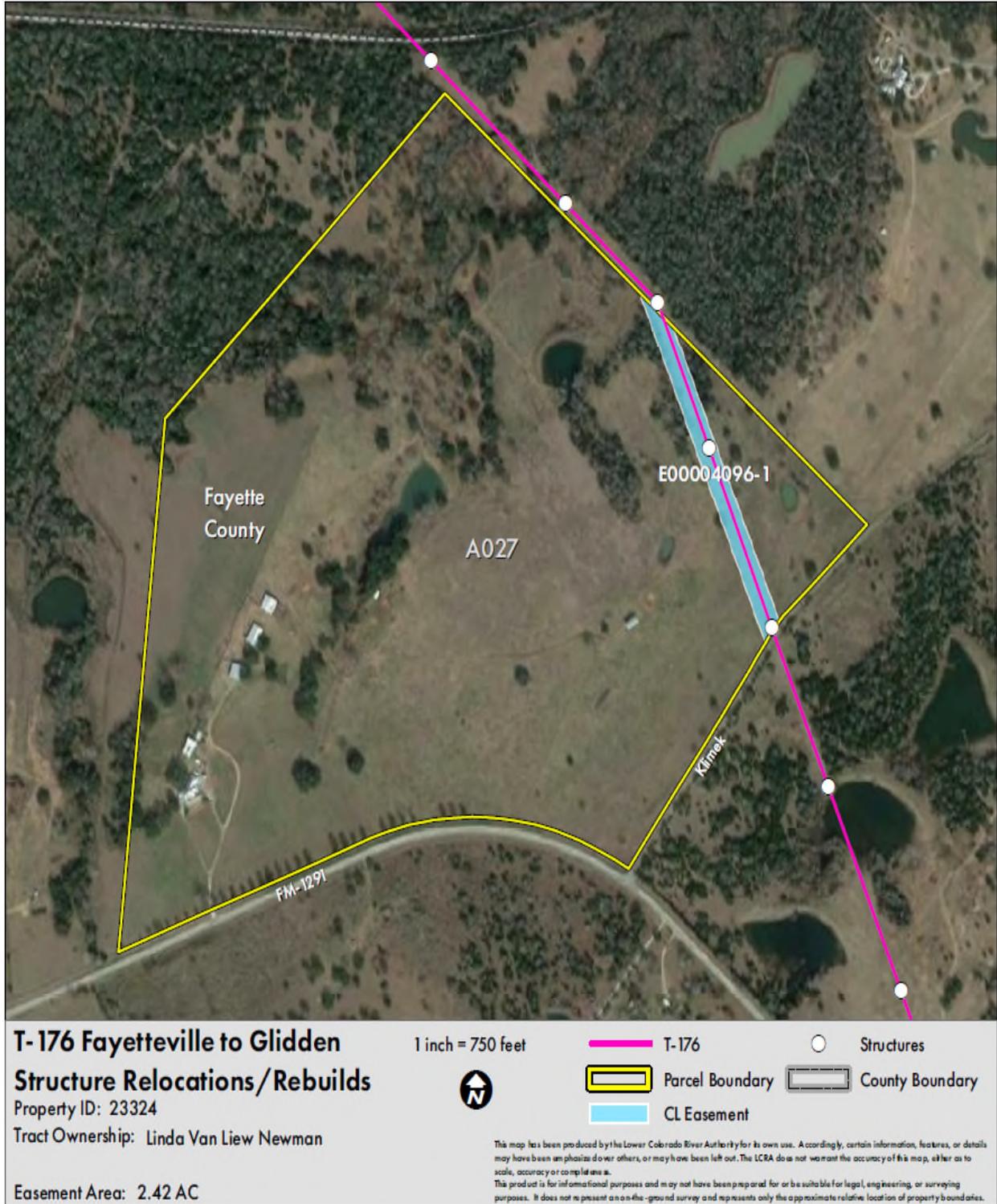
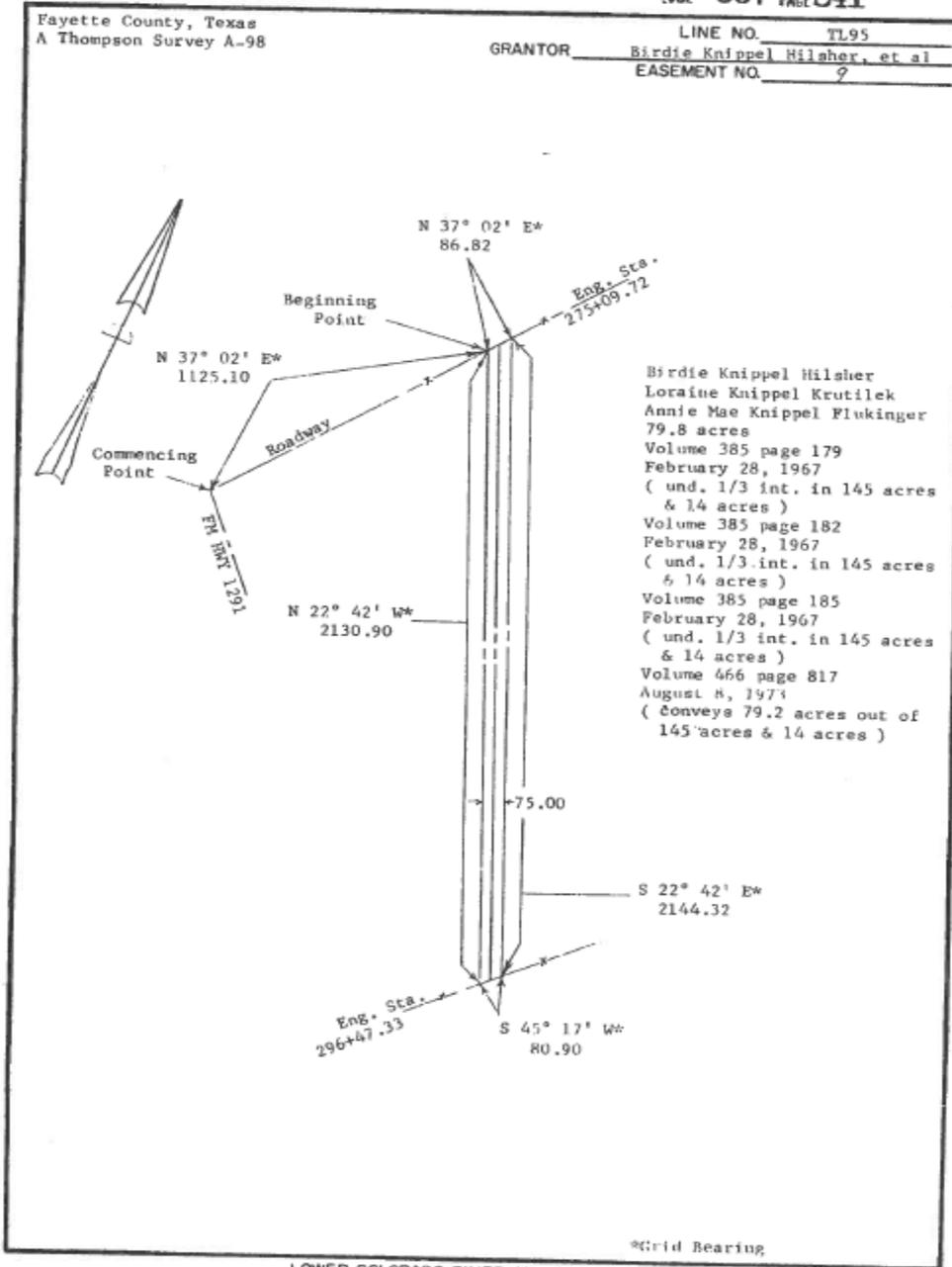


EXHIBIT 1
Page 7 of 47

FORM 20

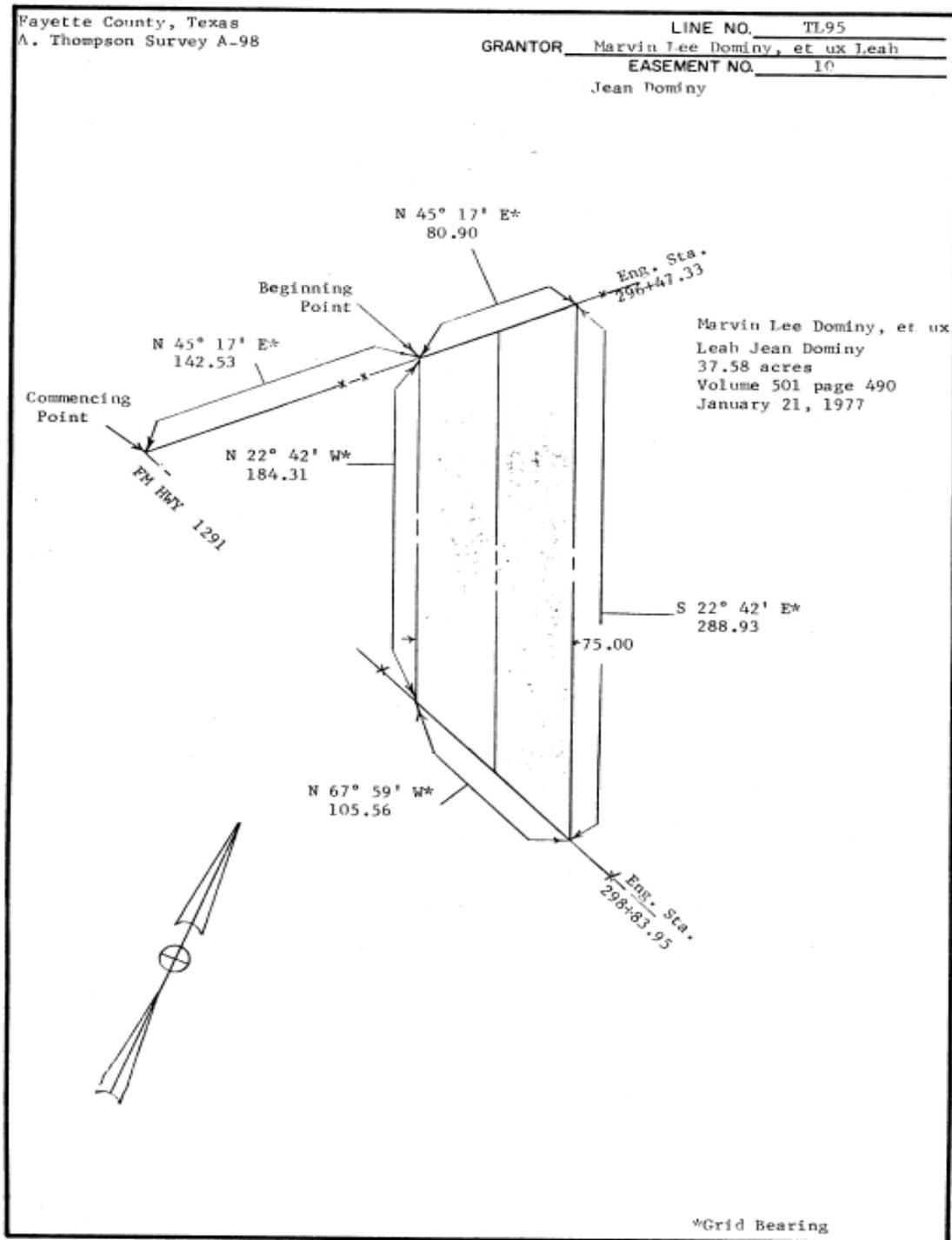
VOL 567 PAGE 841



LOWER COLORADO RIVER AUTHORITY
AUSTIN, TEXAS
TRANSMISSION LINE EASEMENT PLAT EXHIBIT A

LINE NO. TL95 FROM Fayetteville Sub. TO Glidden Sub. EASEMENT NO. ?
SCALE: 1"=400' DATE / / GRANTOR Birdie Knippel Hilsher, et al

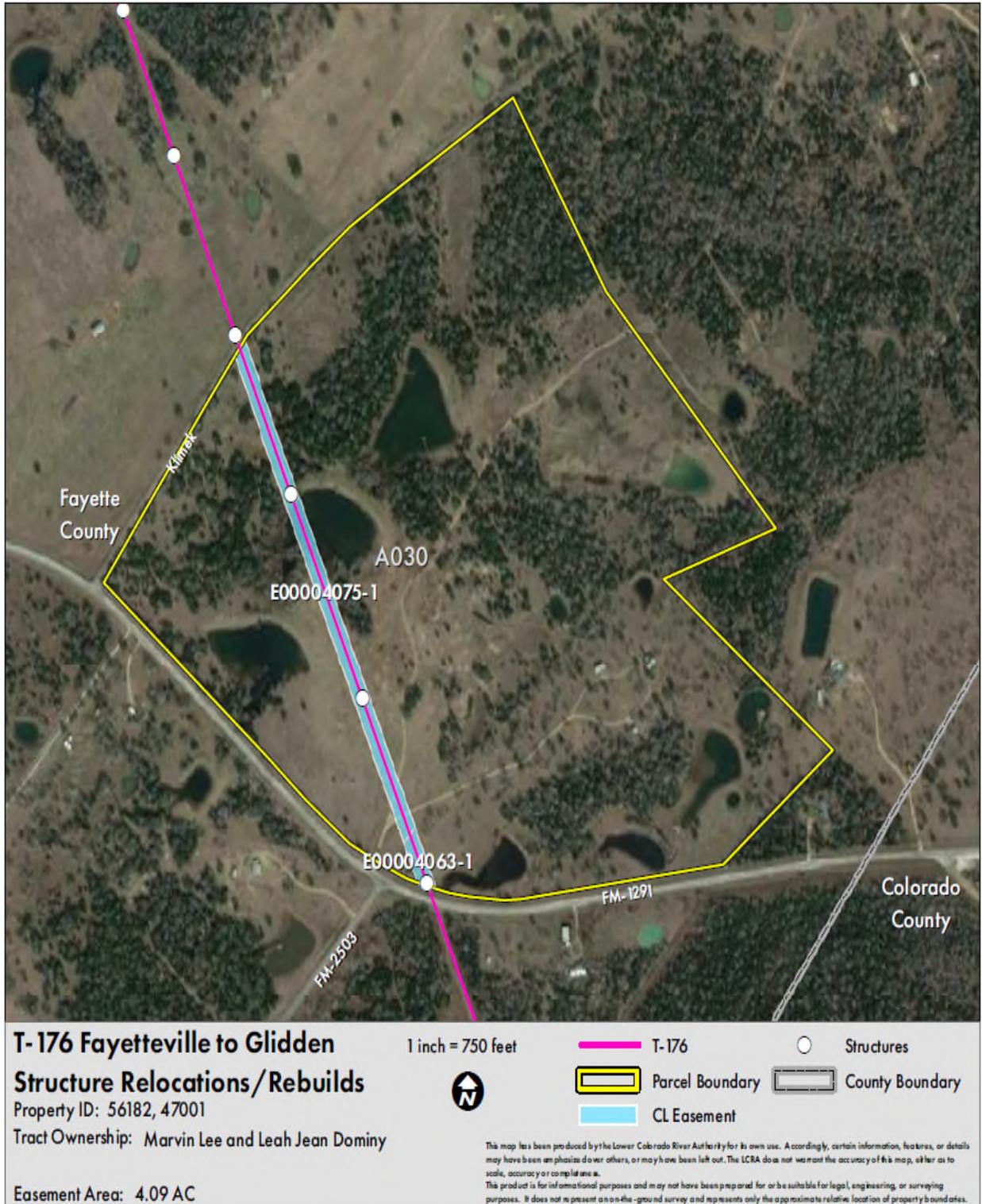
EXHIBIT 1
Page 8 of 47

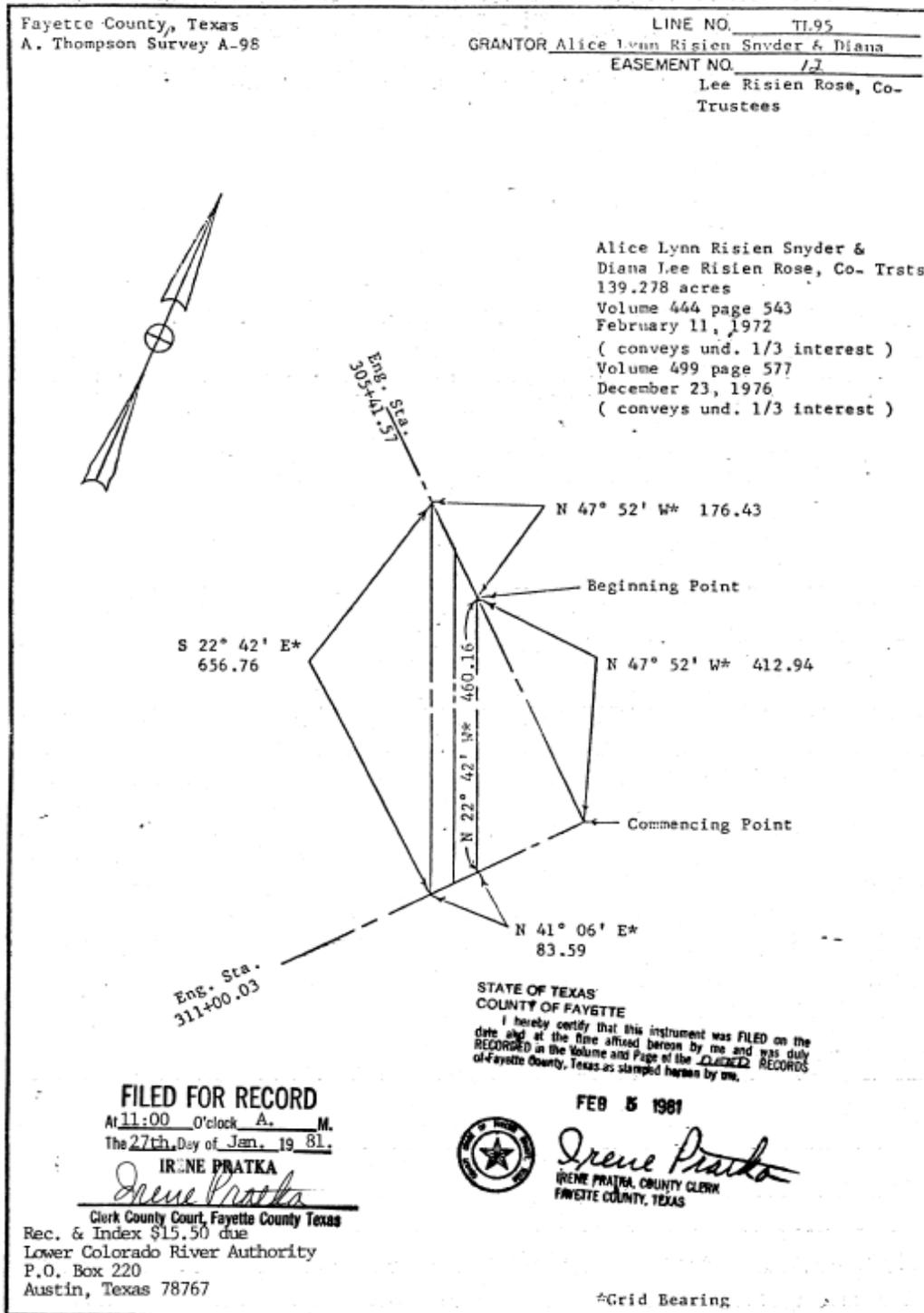


LOWER COLORADO RIVER AUTHORITY
AUSTIN, TEXAS
TRANSMISSION LINE EASEMENT PLAT

EXHIBIT A

LINE NO. TL95 FROM Fayetteville Sub. TO Glidden Sub. EASEMENT NO. 10
SCALE: 1"=60' DATE / / GRANTOR Marvin Lee Dominy, et ux Leah Jean Dominy





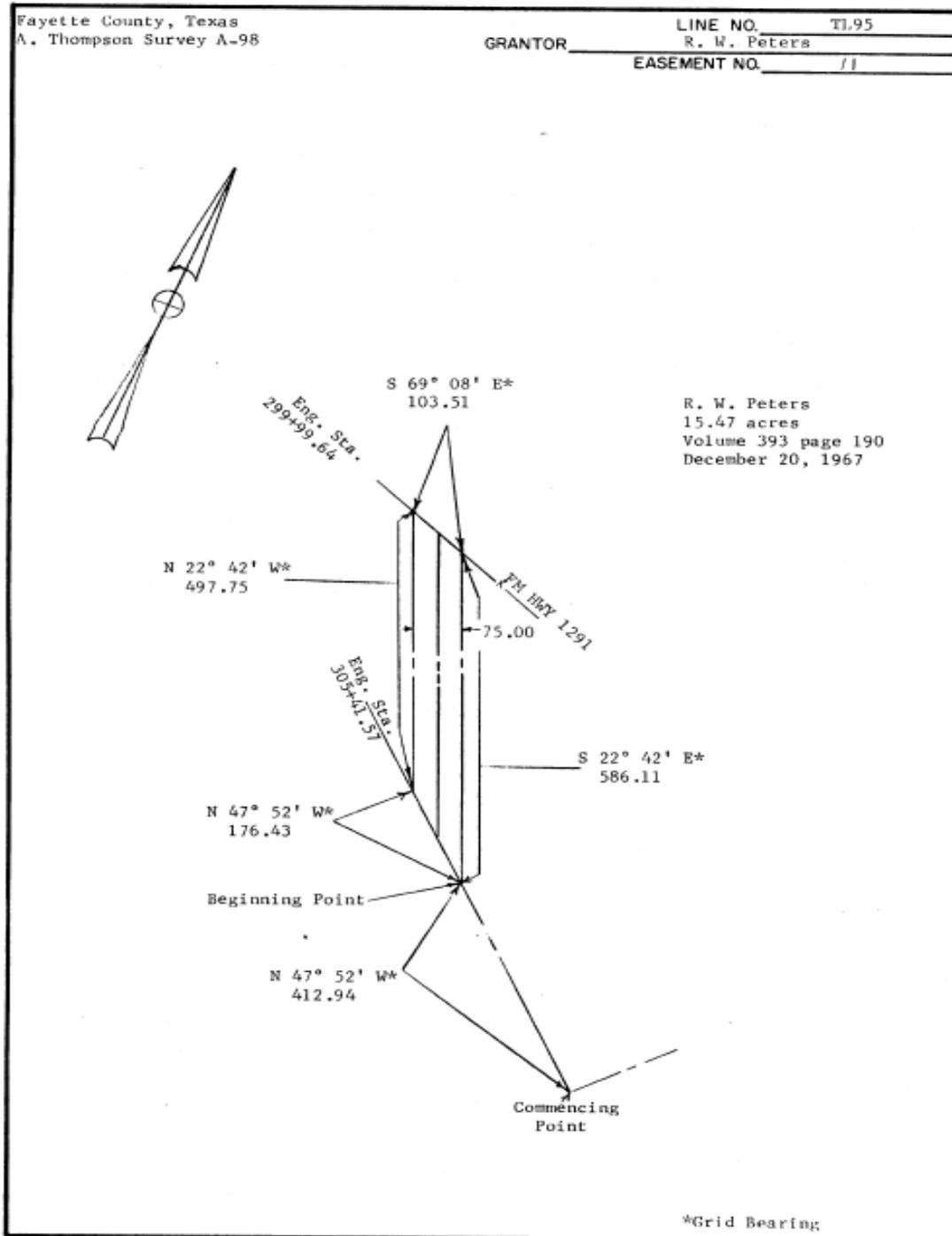
LOWER COLORADO RIVER AUTHORITY
AUSTIN, TEXAS
TRANSMISSION LINE EASEMENT PLAT

EXHIBIT A

LINE NO. TL95 FROM Fayetteville Sub. TO Glidden Sub. EASEMENT NO. 12

SCALE: 1"=200' DATE 1/27/81 GRANTOR Alice Lynn Risien Snyder & Diana
Lee Risien Rose, Co- Trustees

EXHIBIT 1
Page 11 of 47



LOWER COLORADO RIVER AUTHORITY
AUSTIN, TEXAS
TRANSMISSION LINE EASEMENT PLAT

EXHIBIT A

LINE NO. TI.95 FROM Fayetteville Sub. TO Glidden Sub. EASEMENT NO. //

SCALE: 1"=200' DATE / / GRANTOR R. W. Peters

DATE: 01/03/2011

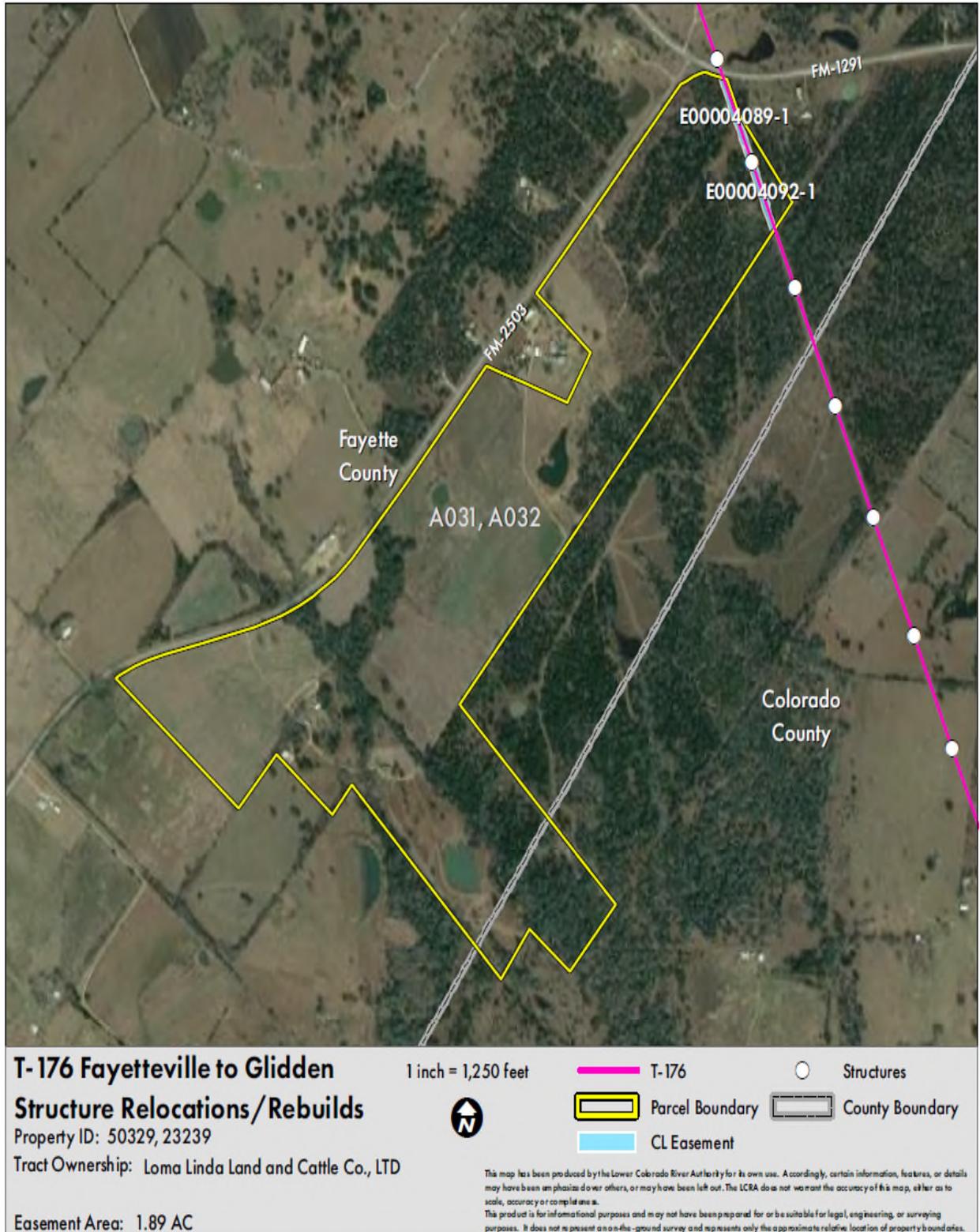
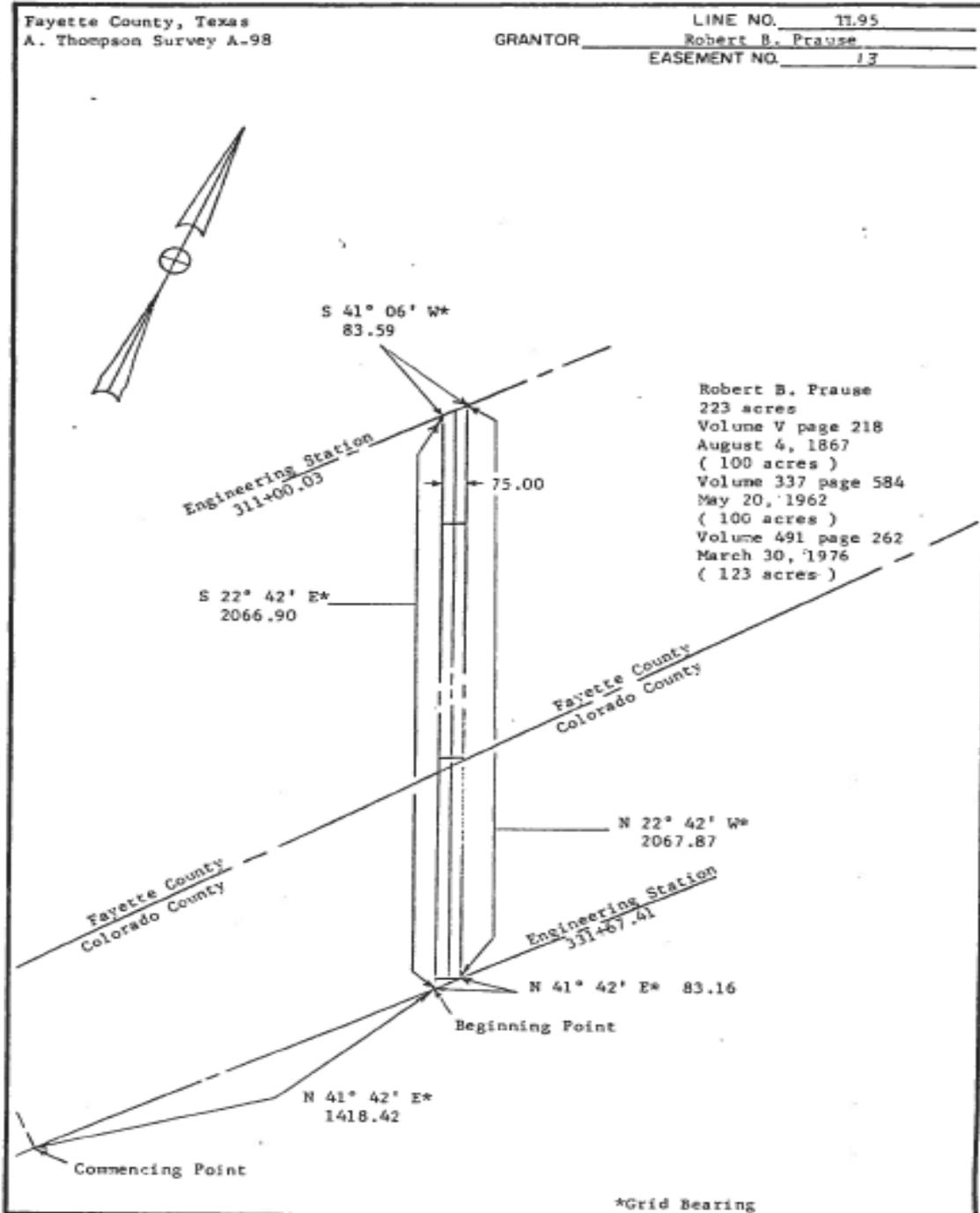


EXHIBIT 1



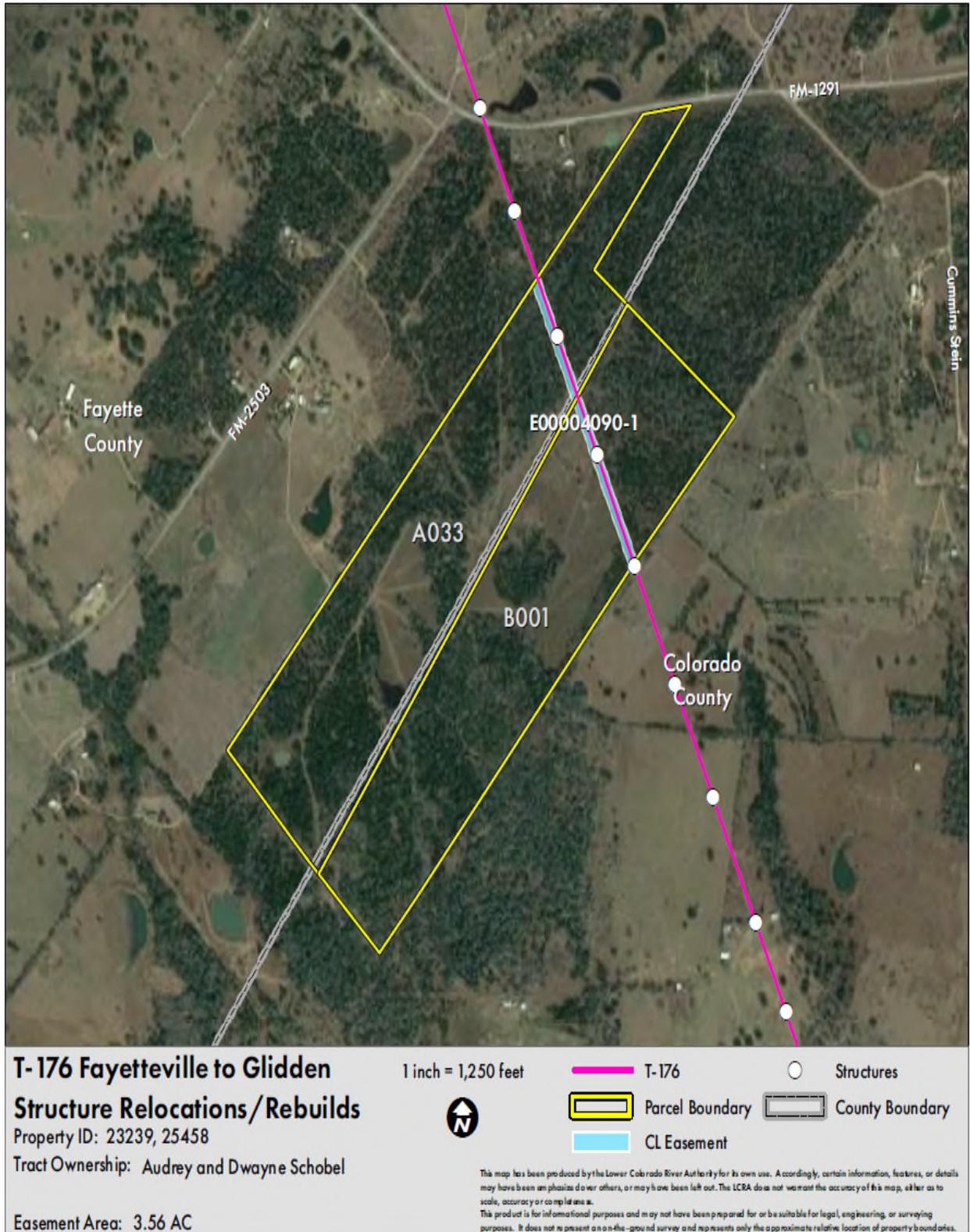
LINE NO. TL95
 GRANTOR Robert B. Prause
 EASEMENT NO. 13

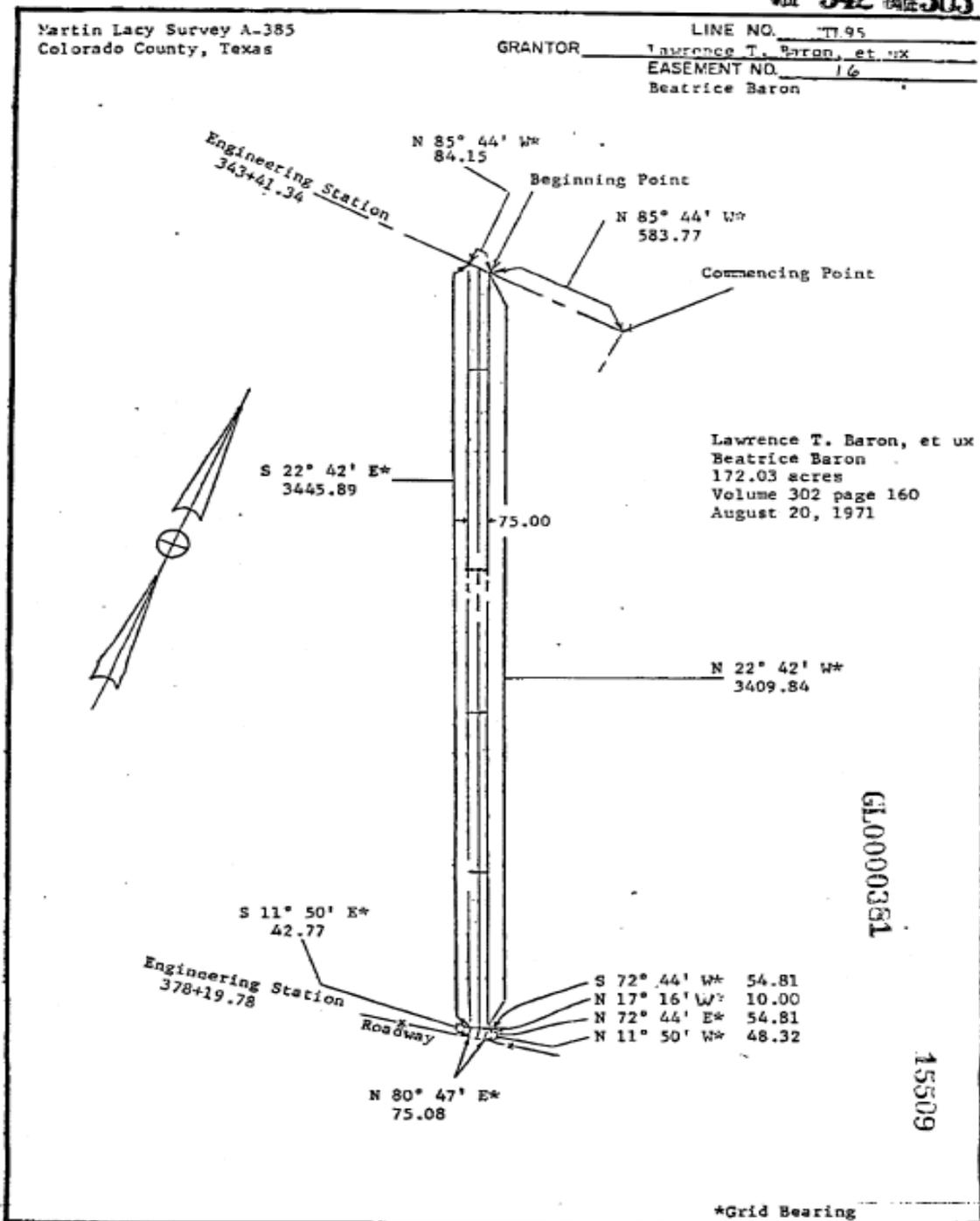
Robert B. Prause
 223 acres
 Volume V page 218
 August 4, 1867
 (100 acres)
 Volume 337 page 584
 May 20, 1962
 (100 acres)
 Volume 491 page 262
 March 30, 1976
 (123 acres)

LOWER COLORADO RIVER AUTHORITY
 AUSTIN, TEXAS
 TRANSMISSION LINE EASEMENT PLAT

EXHIBIT A - 5

LINE NO. TL95 FROM Fayetteville Sub. TO Glidden Sub. EASEMENT NO. 13
 SCALE: 1"=400' DATE / / GRANTOR Robert B. Prause





LOWER COLORADO RIVER AUTHORITY
AUSTIN, TEXAS
TRANSMISSION LINE EASEMENT PLAT

EXHIBIT A - /

LINE NO. TL95 FROM Fayetteville Sub. TO Glidden Sub. EASEMENT NO. 16
 SCALE: 1"=500' DATE / / GRANTOR Lawrence T. Baron, et ux
Beatrice Baron

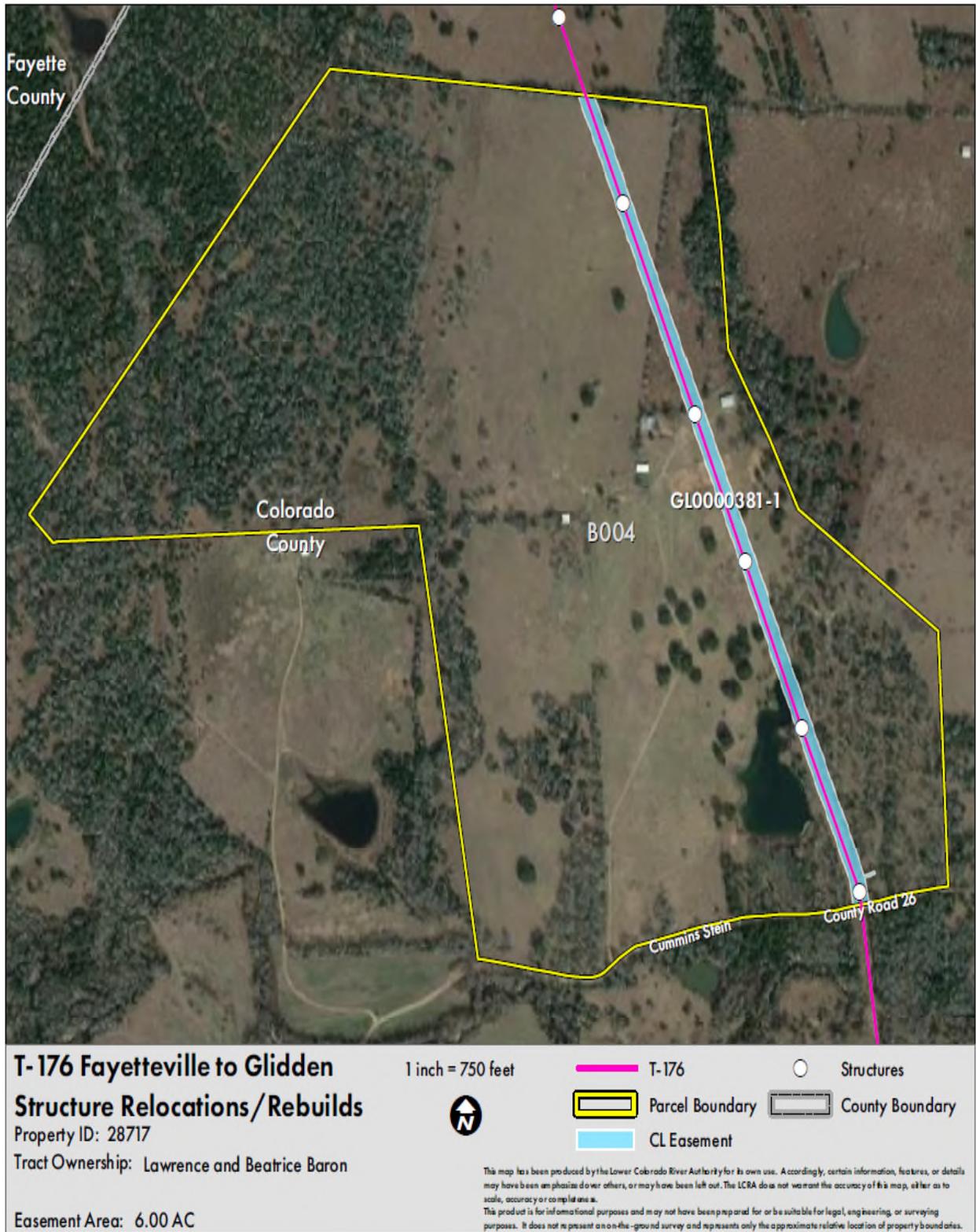
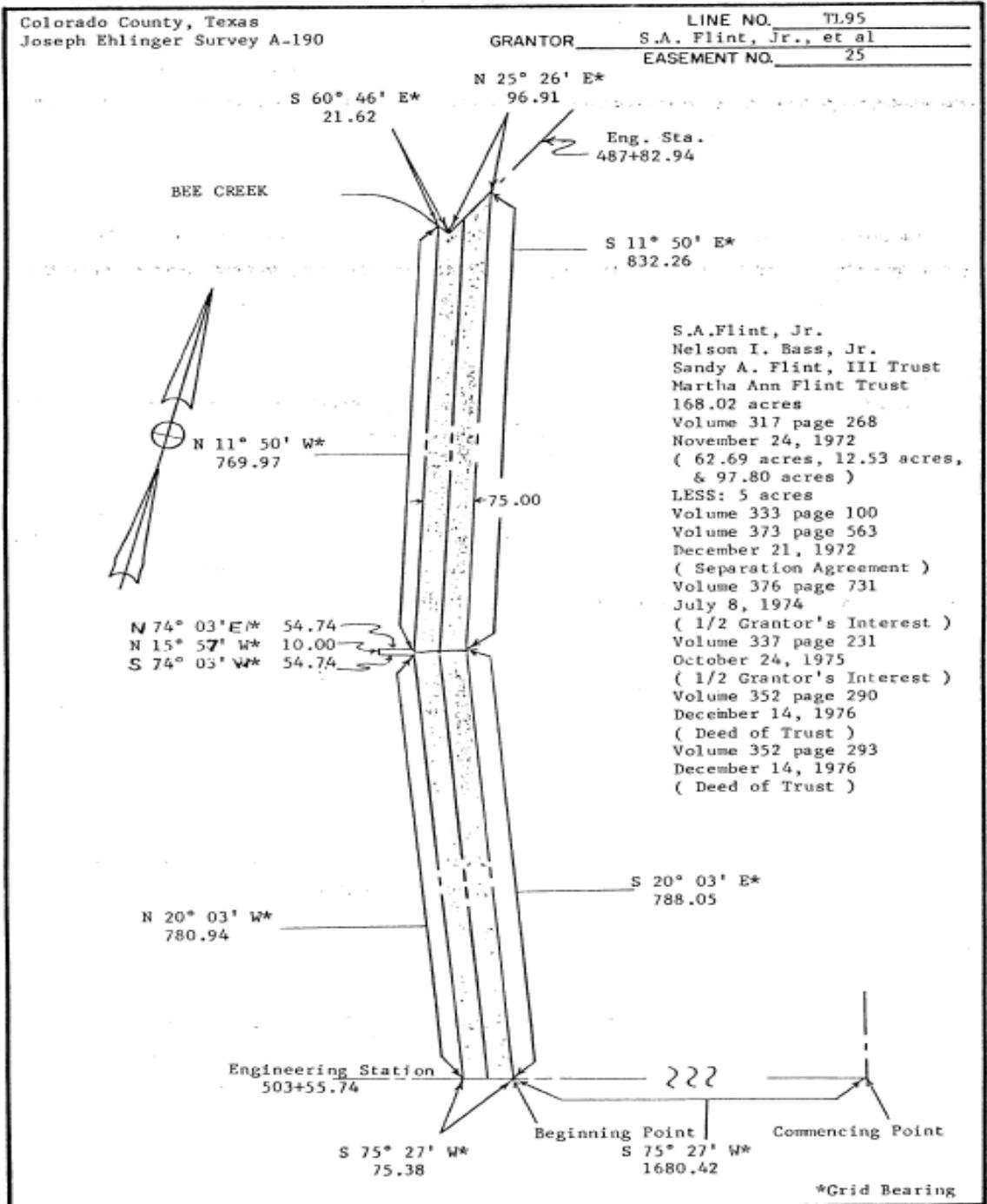


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LOWER COLORADO RIVER AUTHORITY
AUSTIN, TEXAS
TRANSMISSION LINE EASEMENT PLAT

EXHIBIT A-2

LINE NO. TL95 FROM Fayetteville Sub. TO Glidden Sub. EASEMENT NO. 25
SCALE: 1"=200' DATE / / GRANTOR S.A. Flint, jr., et al

EXHIBIT 1
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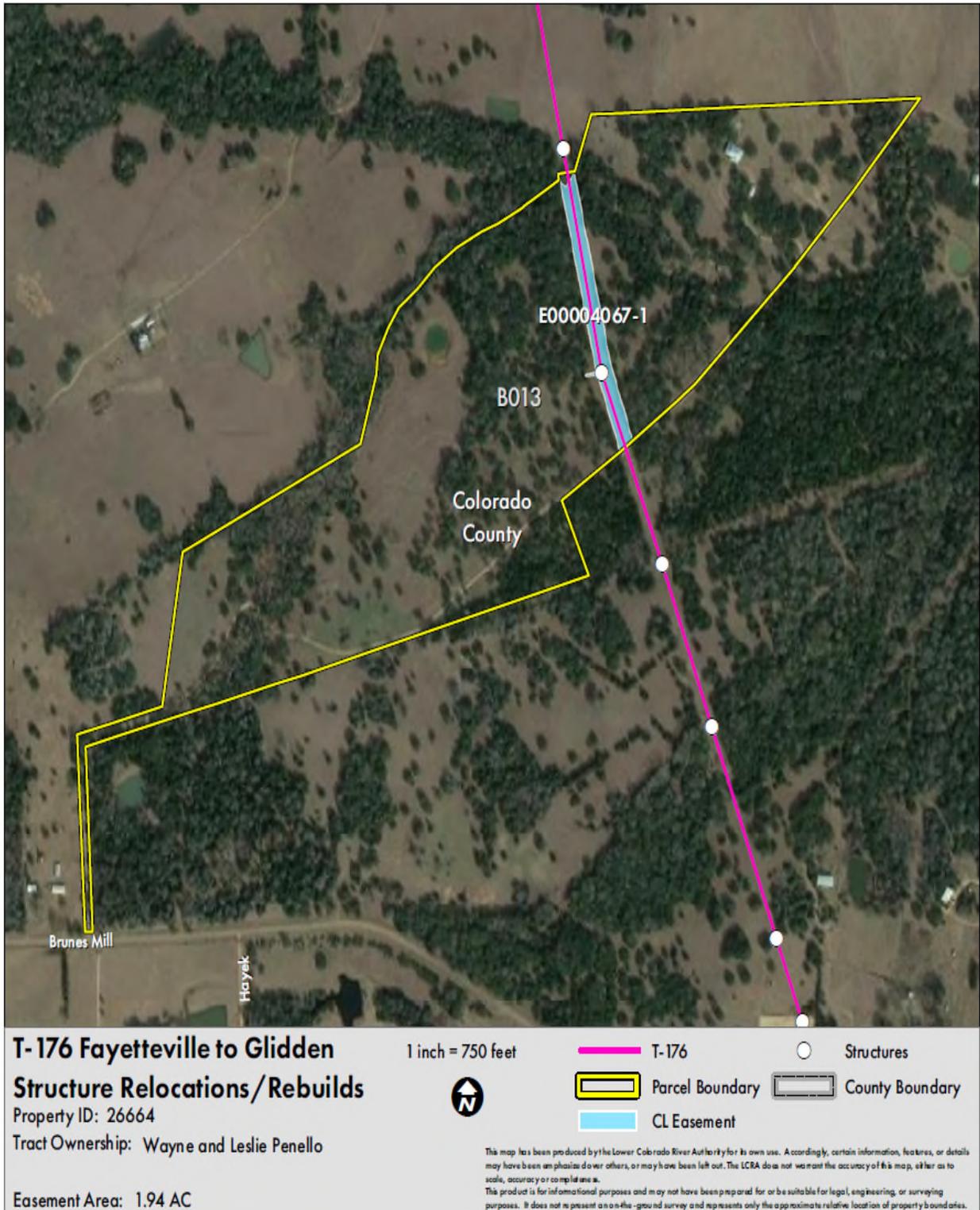
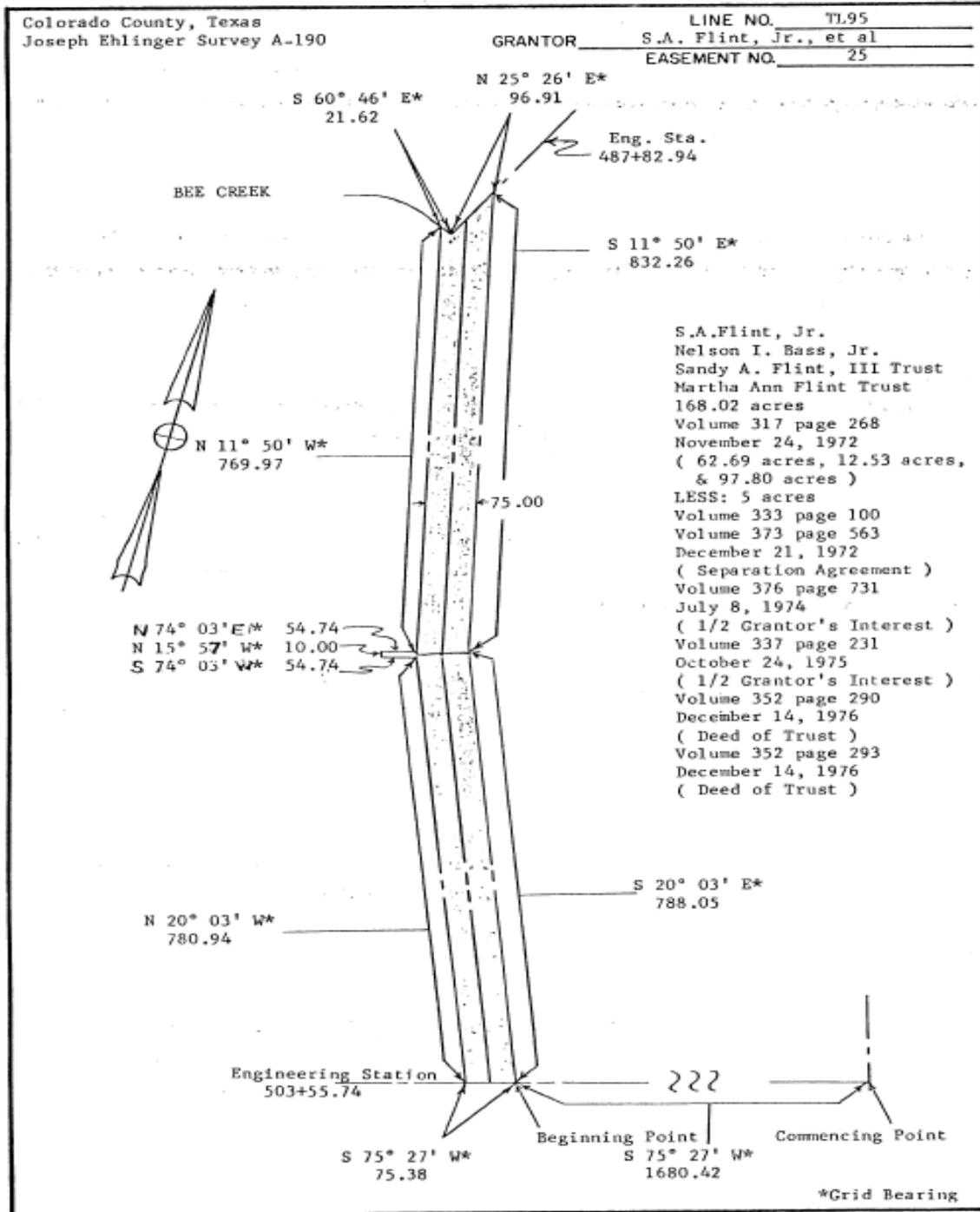


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LOWER COLORADO RIVER AUTHORITY
AUSTIN, TEXAS
TRANSMISSION LINE EASEMENT PLAT

EXHIBIT A-2

LINE NO. TL95 FROM Fayetteville Sub. TO Glidden Sub. EASEMENT NO. 25
SCALE: 1"=200' DATE / / GRANTOR S.A. Flint, jr., et al

EXHIBIT 1

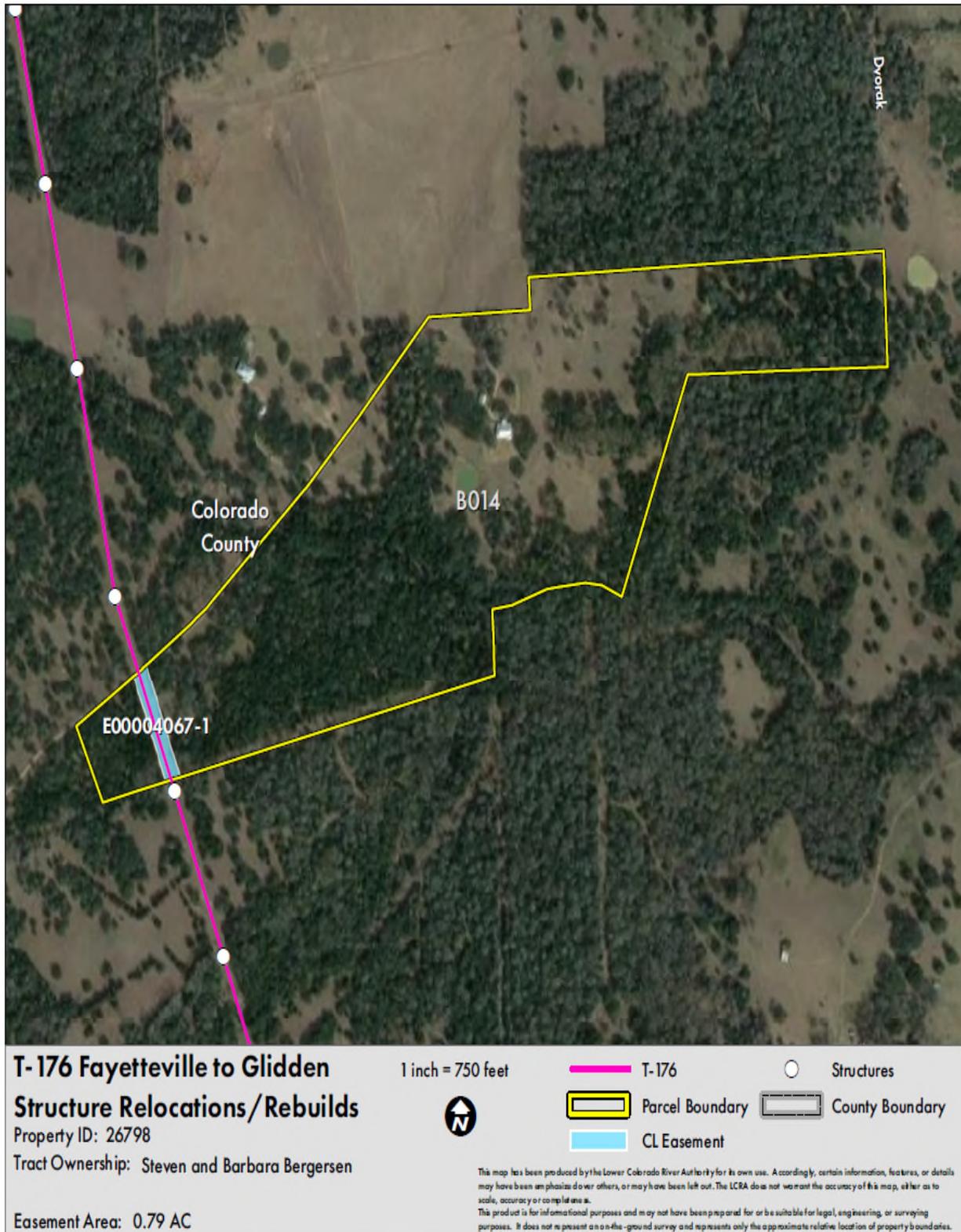
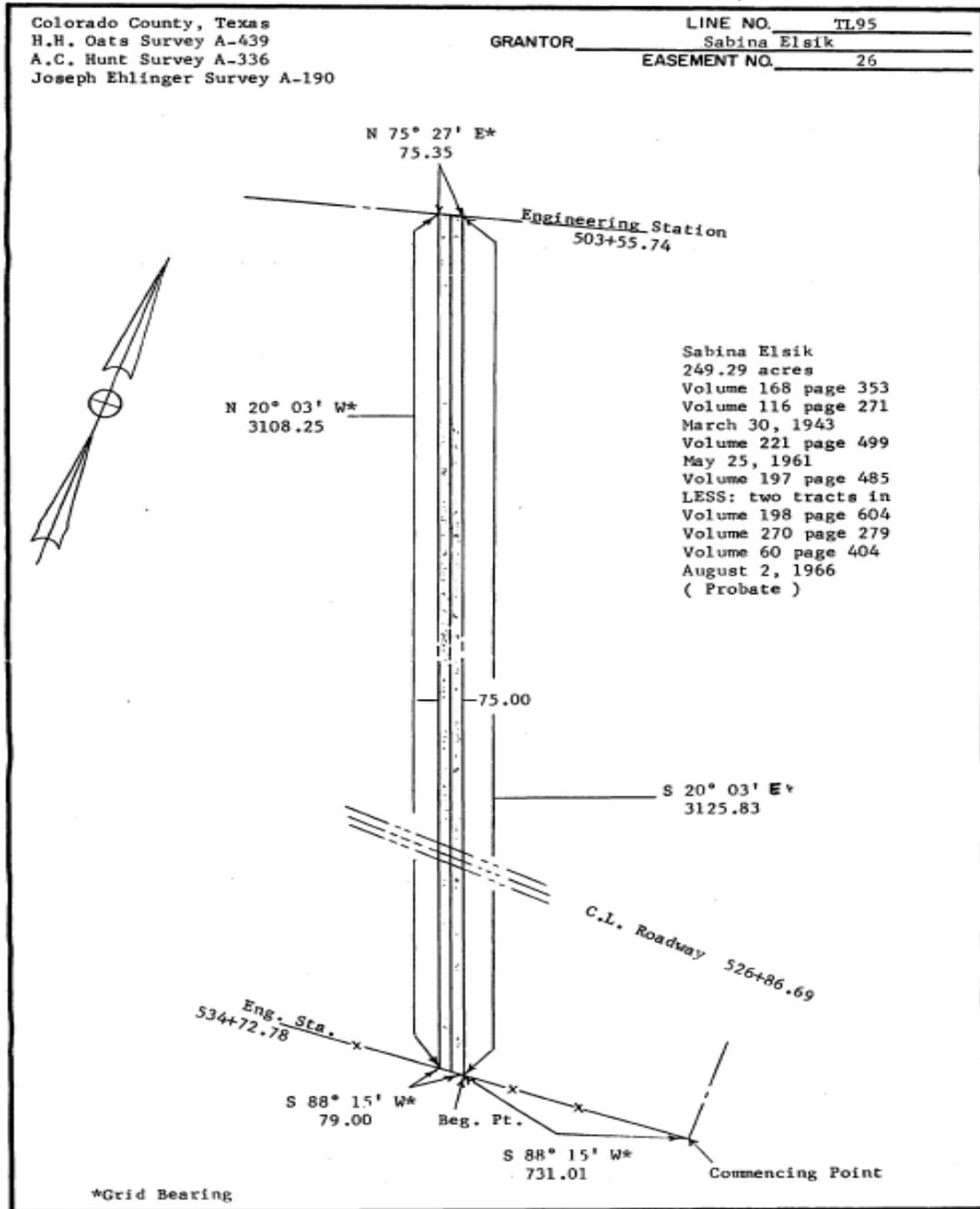


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LOWER COLORADO RIVER AUTHORITY
AUSTIN, TEXAS
TRANSMISSION LINE EASEMENT PLAT

EXHIBIT A - 3

LINE NO. TL95 FROM Fayetteville Sub. TO Glidden Sub. EASEMENT NO. 26

SCALE: 1"=400' DATE / / GRANTOR Sabina Elsik

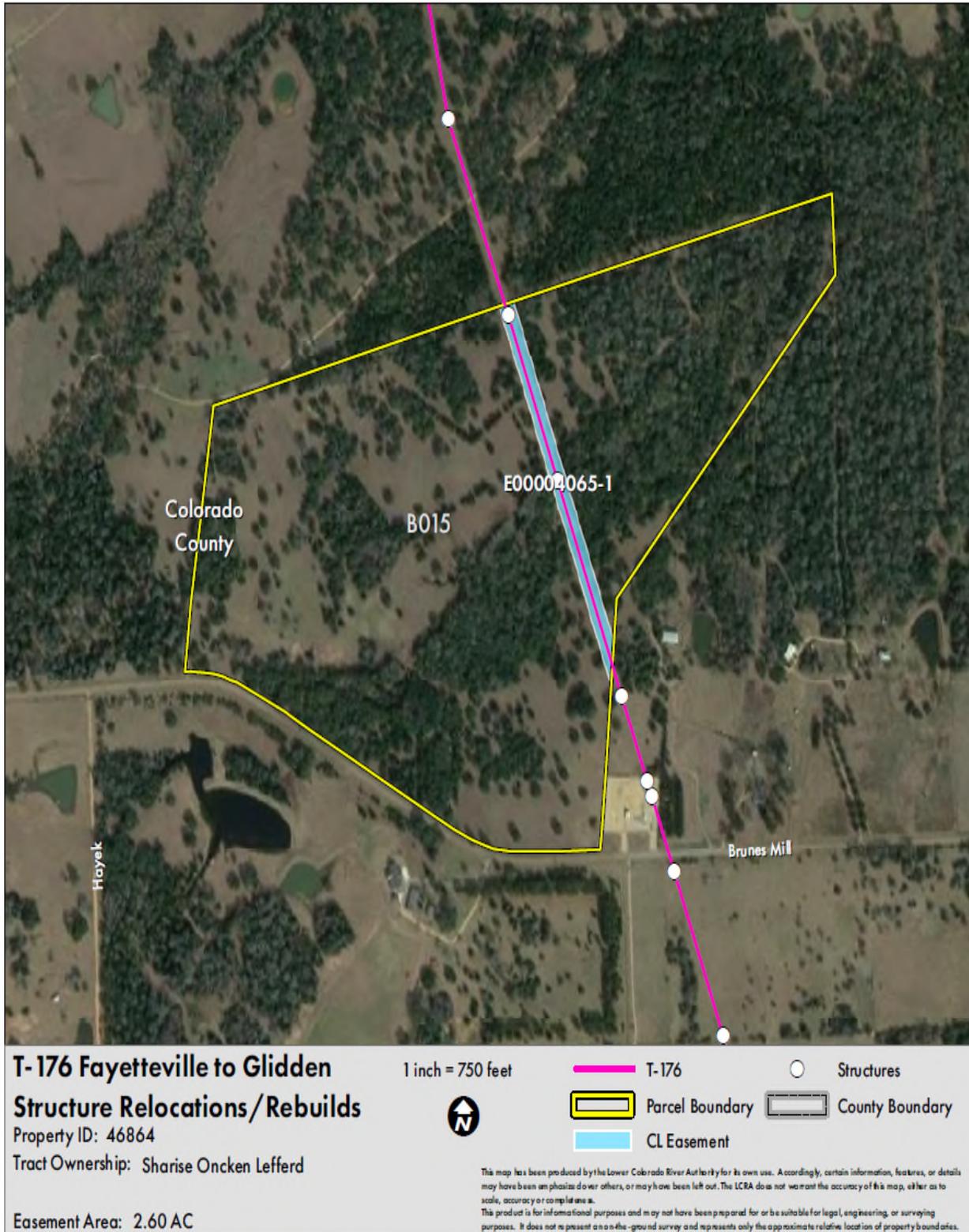
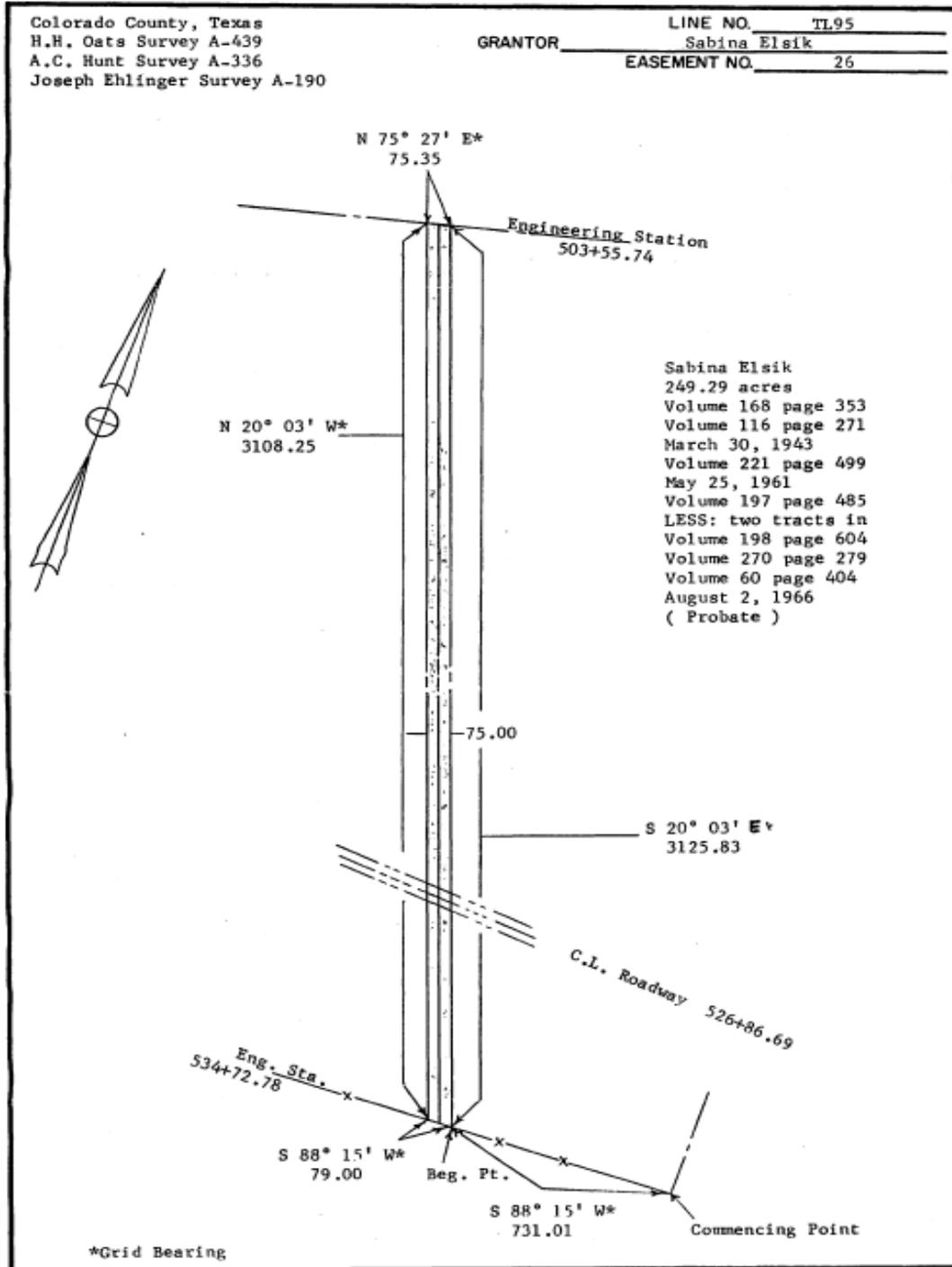


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LOWER COLORADO RIVER AUTHORITY
AUSTIN, TEXAS
TRANSMISSION LINE EASEMENT PLAT

EXHIBIT A - 3

LINE NO. TL95 FROM Fayetteville Sub. TO Glidden Sub. EASEMENT NO. 26

SCALE: 1"=400' DATE / / GRANTOR Sabina Elsik

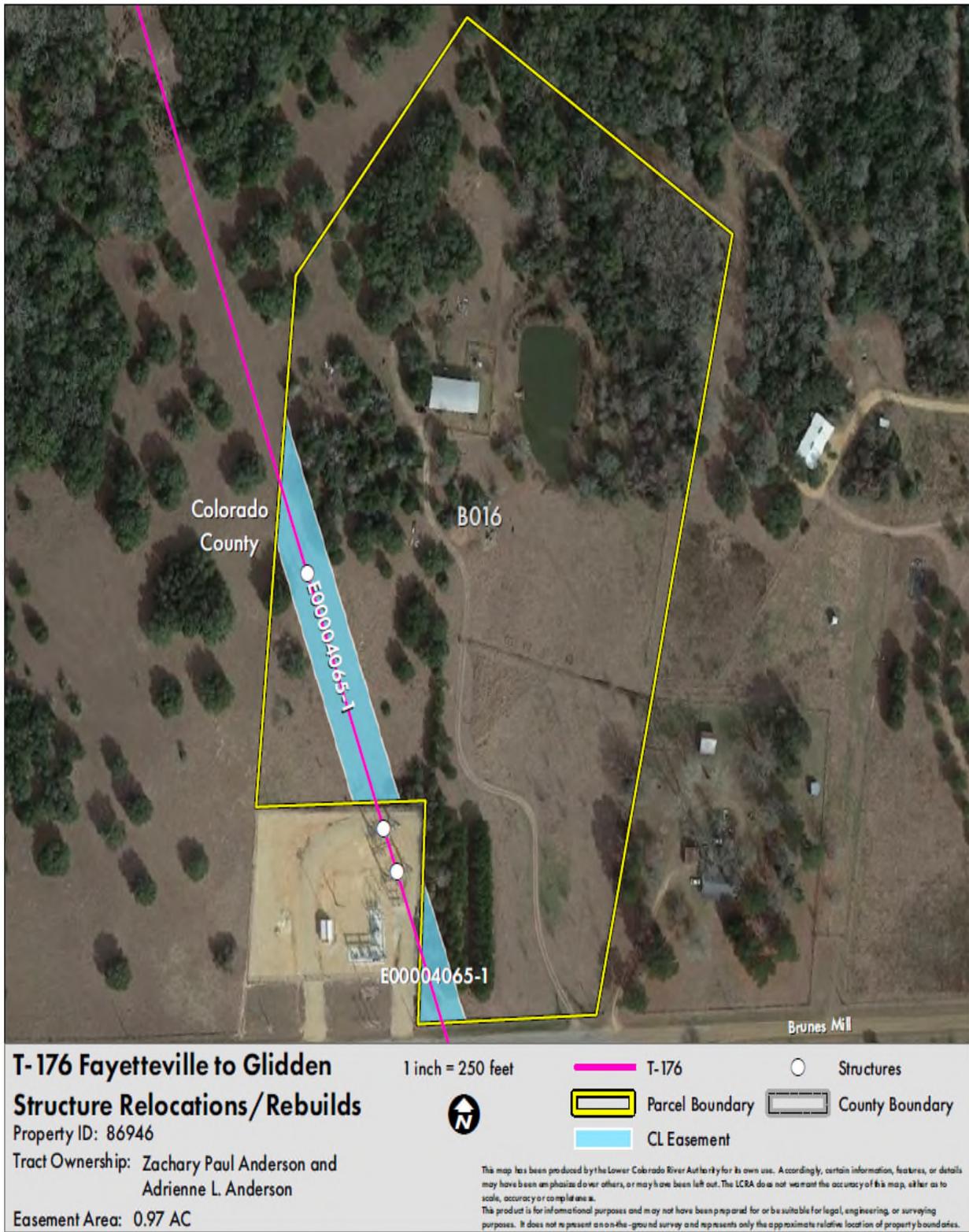
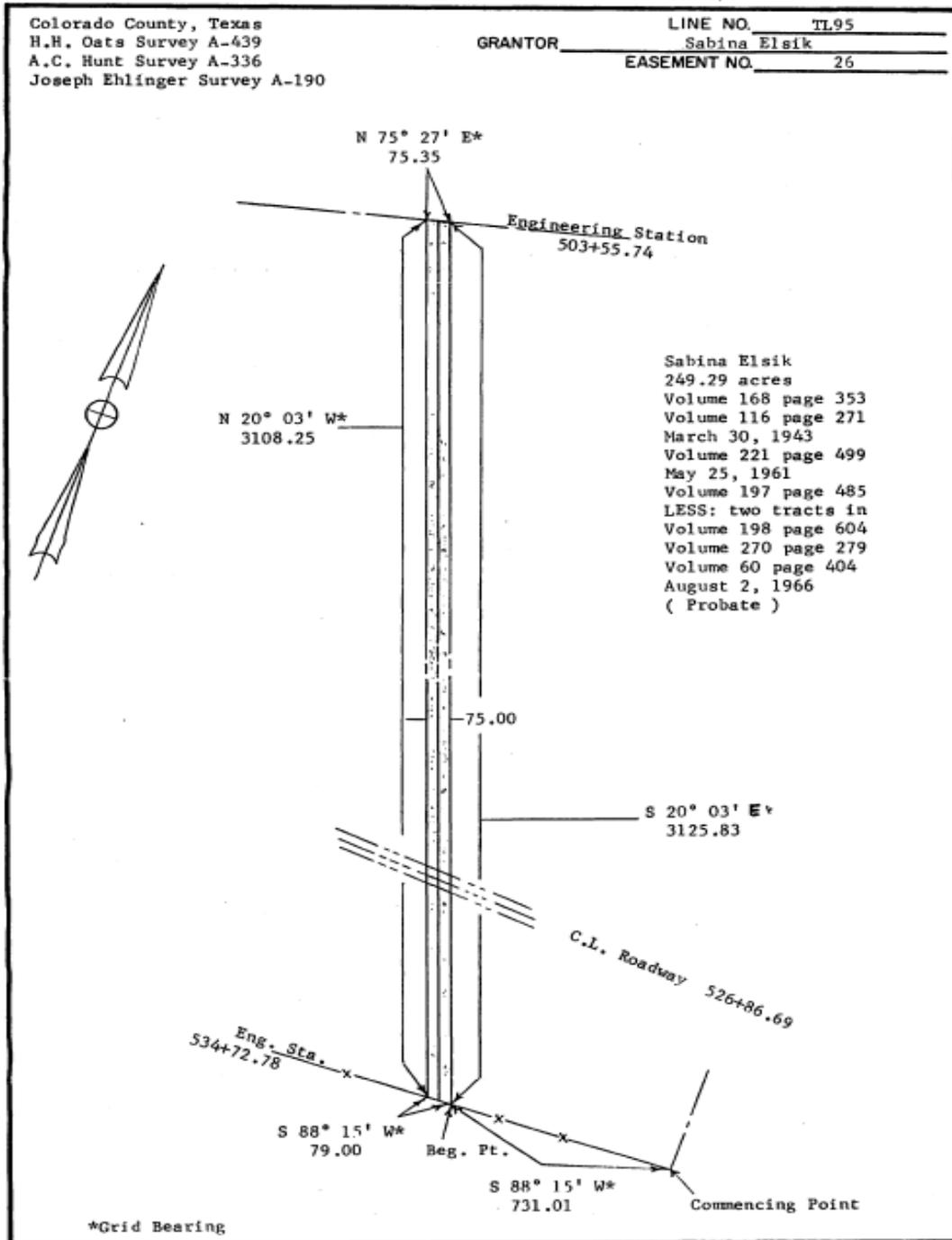


EXHIBIT 1
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LOWER COLORADO RIVER AUTHORITY
AUSTIN, TEXAS
TRANSMISSION LINE EASEMENT PLAT

EXHIBIT A - 3

LINE NO. TL95 FROM Fayetteville Sub. TO Glidden Sub. EASEMENT NO. 26

SCALE: 1"=400' DATE / / GRANTOR Sabina Elsik

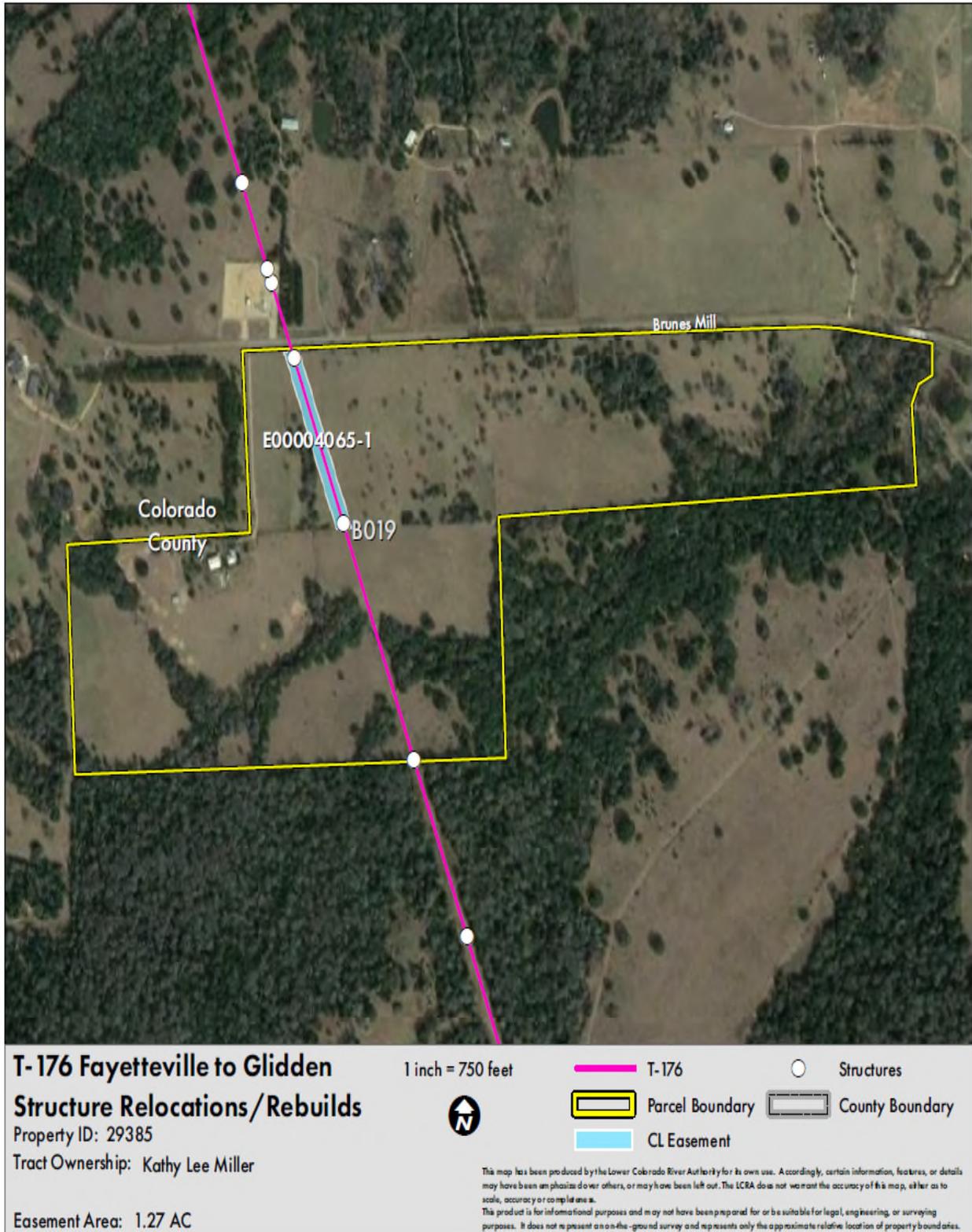
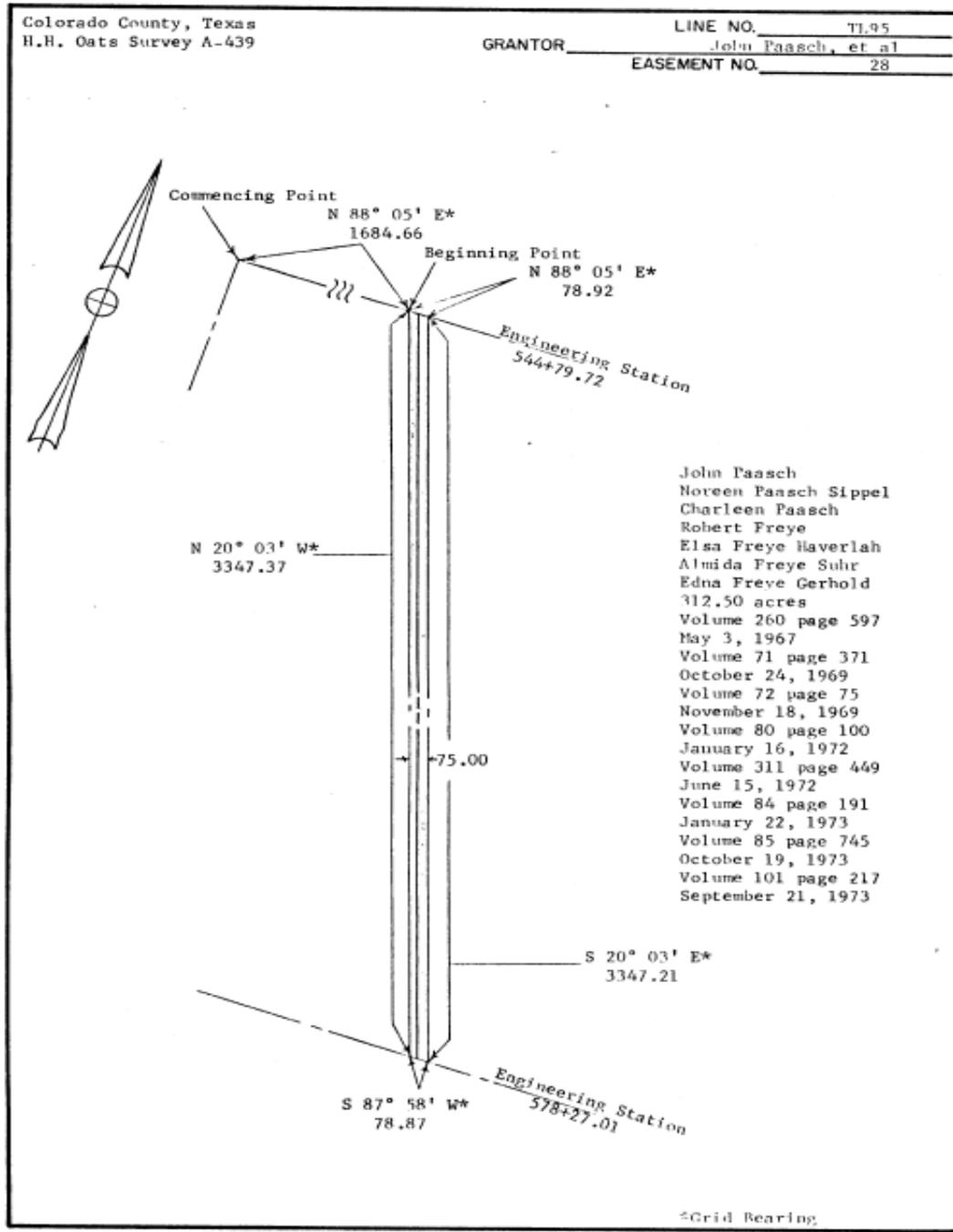


EXHIBIT 1
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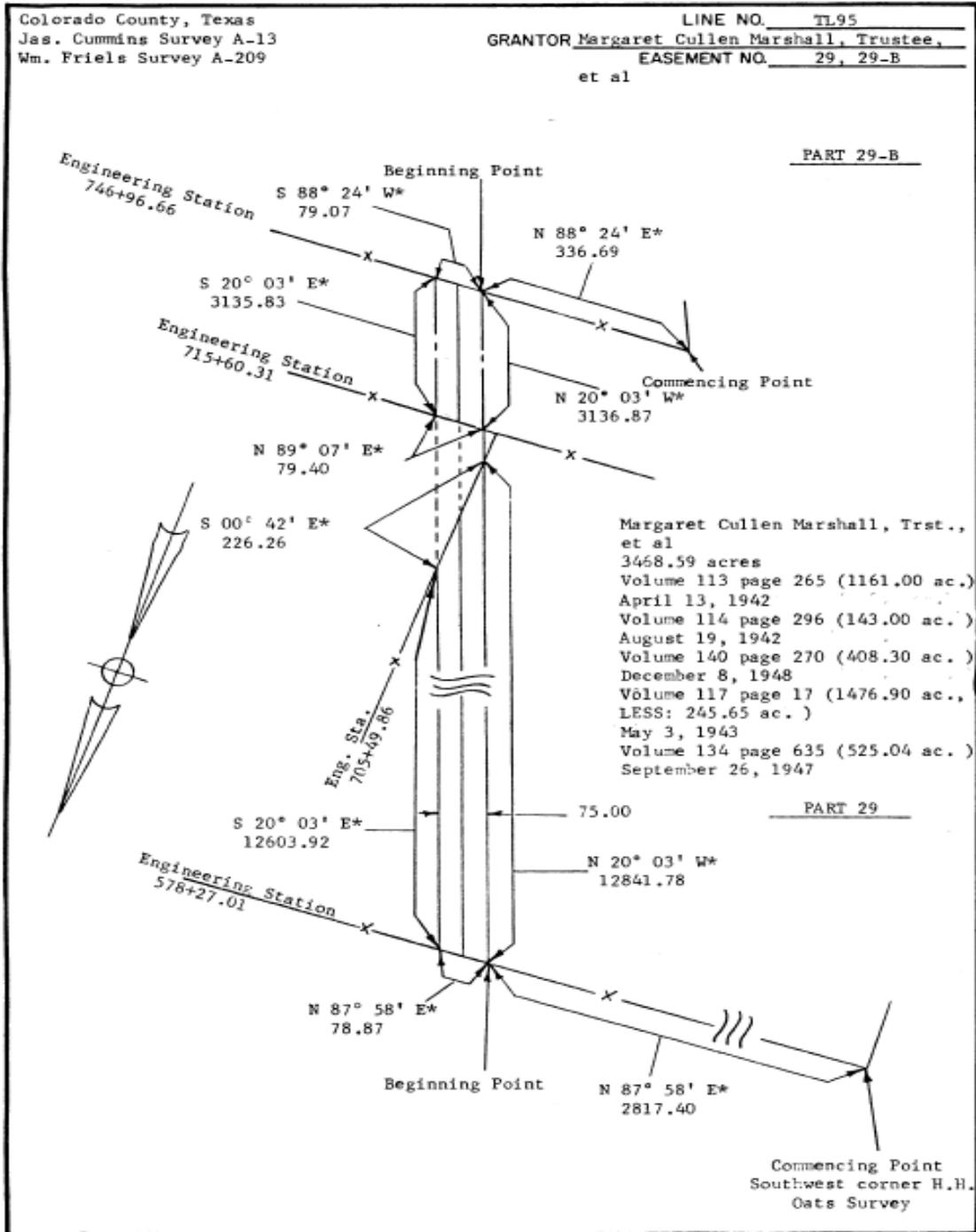
LOWER COLORADO RIVER AUTHORITY
AUSTIN, TEXAS
TRANSMISSION LINE EASEMENT PLAT

EXHIBIT A

LINE NO. TI.95 FROM Pavetteville Sub. TO Glidden Sub. EASEMENT NO. 28
SCALE: 1"=500' DATE / / GRANTOR John Paasch, et al



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LOWER COLORADO RIVER AUTHORITY
AUSTIN, TEXAS
TRANSMISSION LINE EASEMENT PLAT

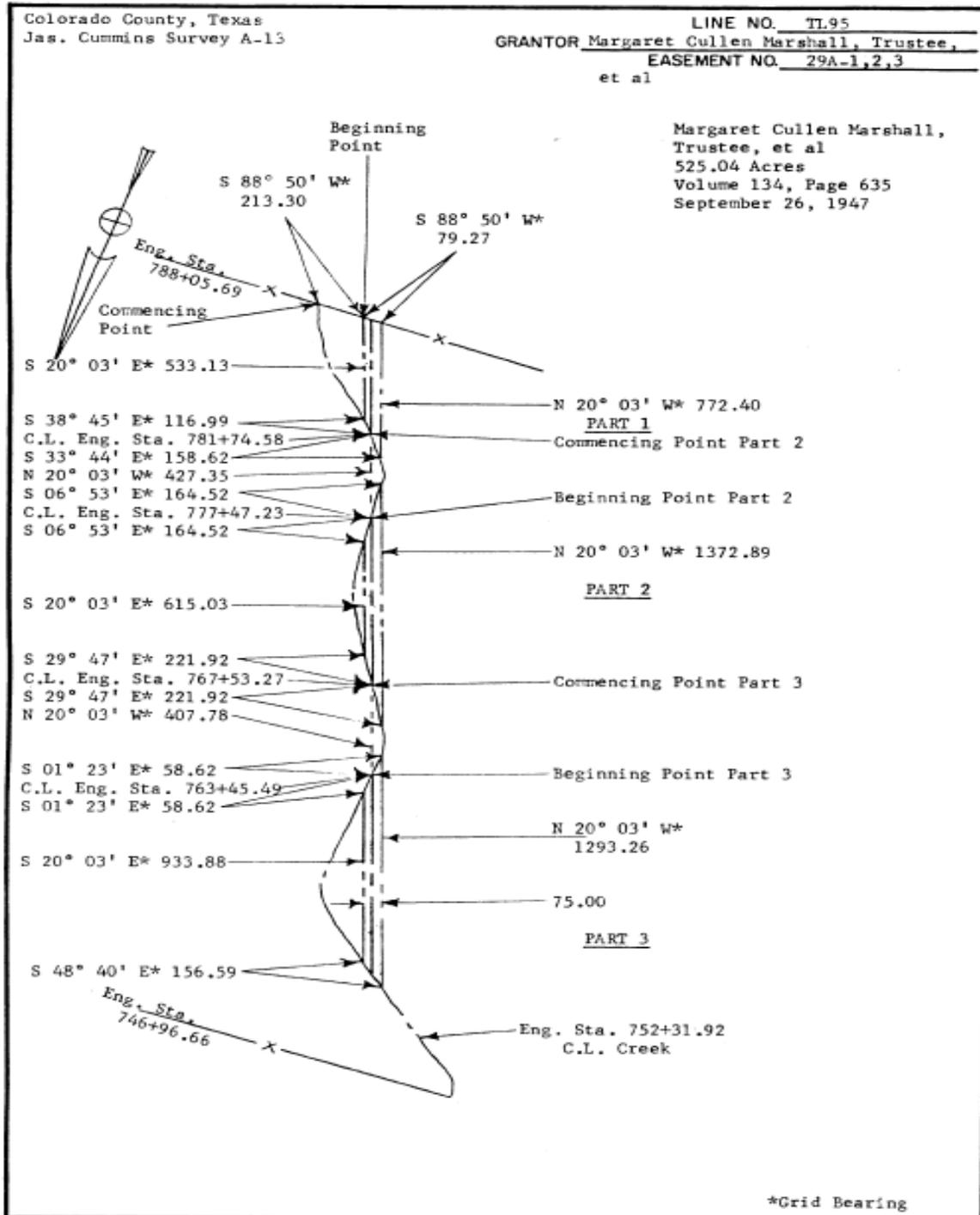
EXHIBIT A

LINE NO. TL95 FROM Fayetteville Sub. TO Glidden Sub. EASEMENT NO. 29, 29-B

SCALE: N.T.S. DATE / / GRANTOR Margaret Cullen Marshall, Trustee,

C.I.T. CIRCULARS, ETC.

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EXHIBIT A

LINE NO. TL95 FROM Fayetteville Sub. TO Glidden Sub. EASEMENT NO. 29A-1,2,3

SCALE: 1"=600' DATE / / GRANTOR Margaret Cullen Marshall, Trustee, et al

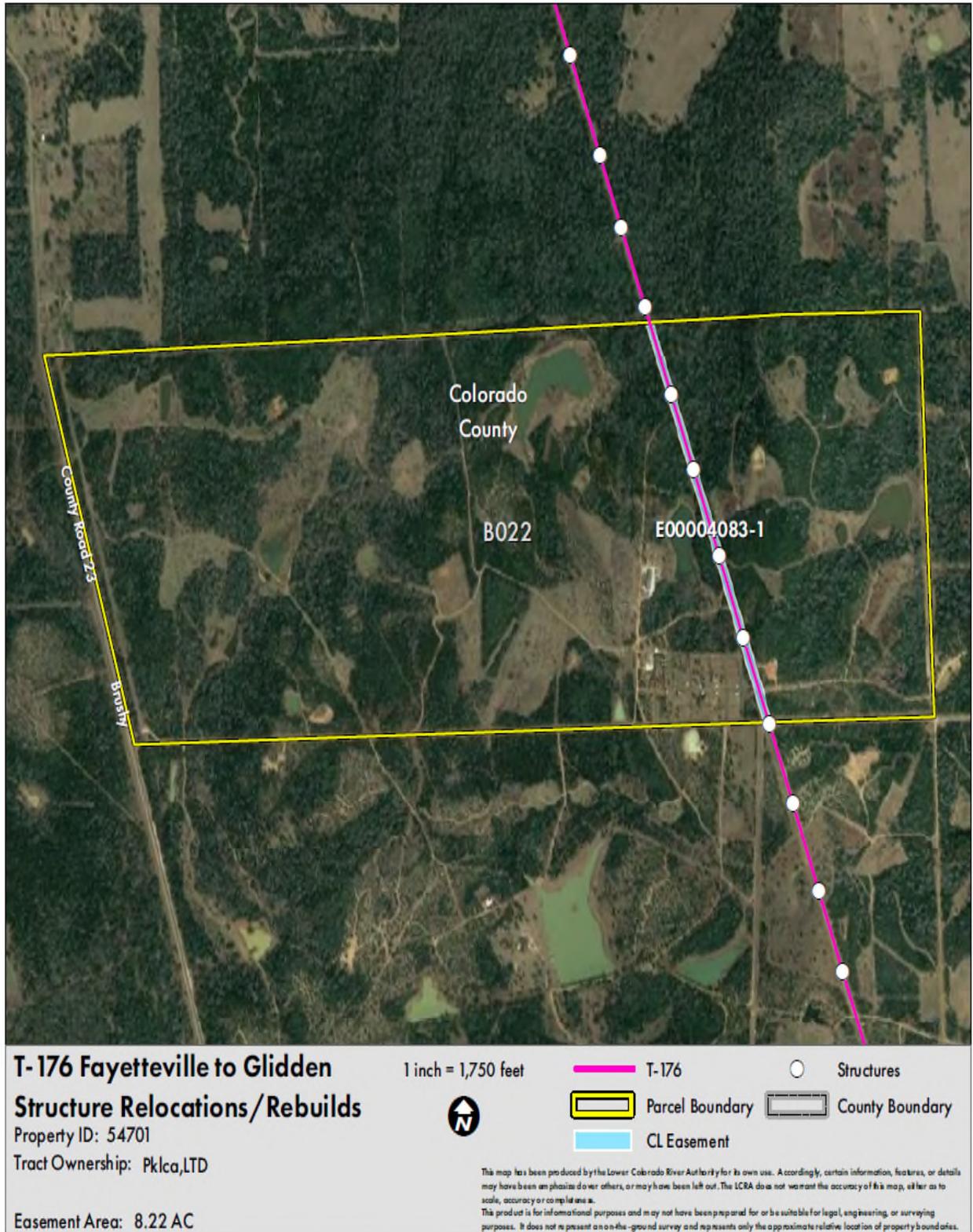
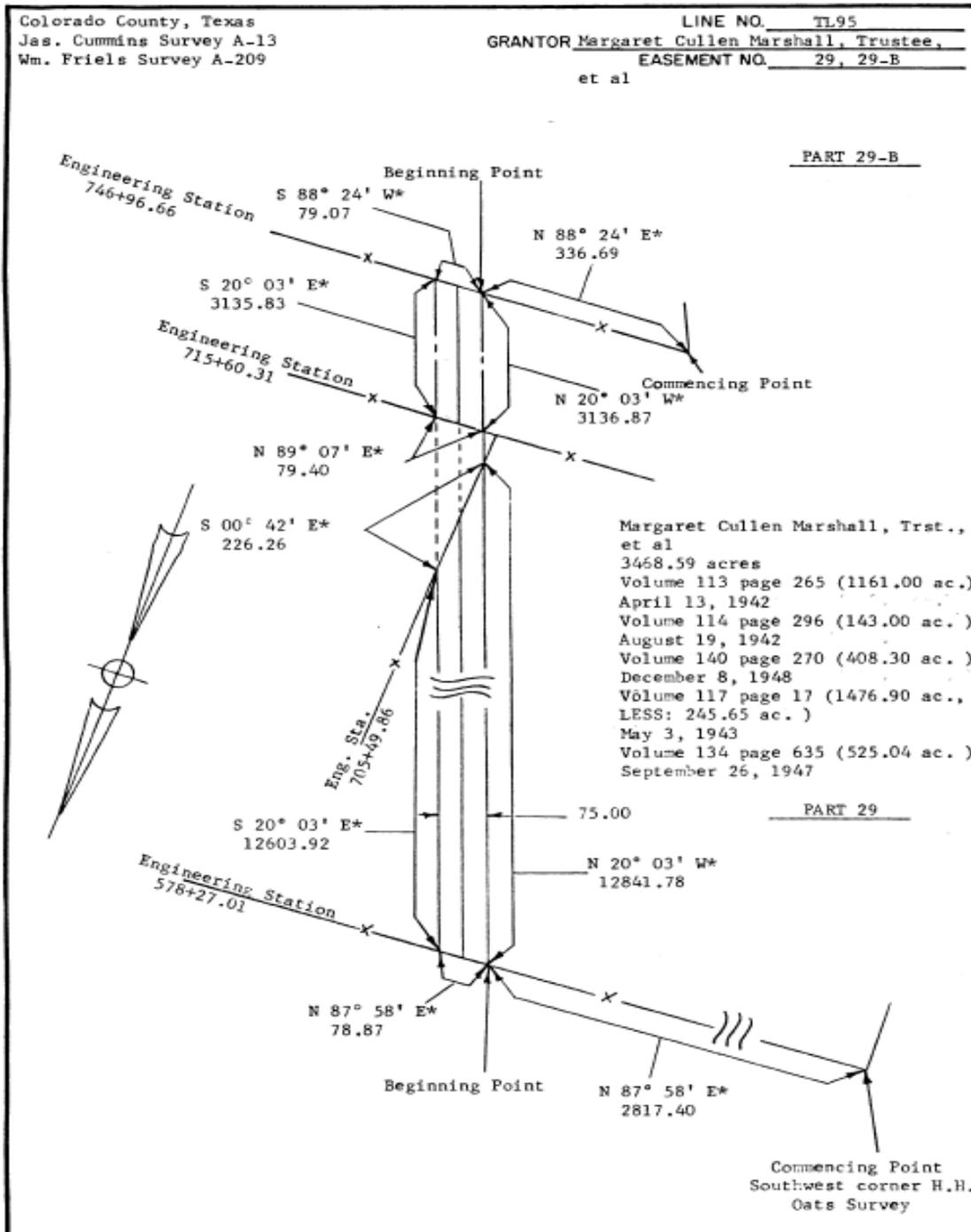


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LOWER COLORADO RIVER AUTHORITY
AUSTIN, TEXAS
TRANSMISSION LINE EASEMENT PLAT

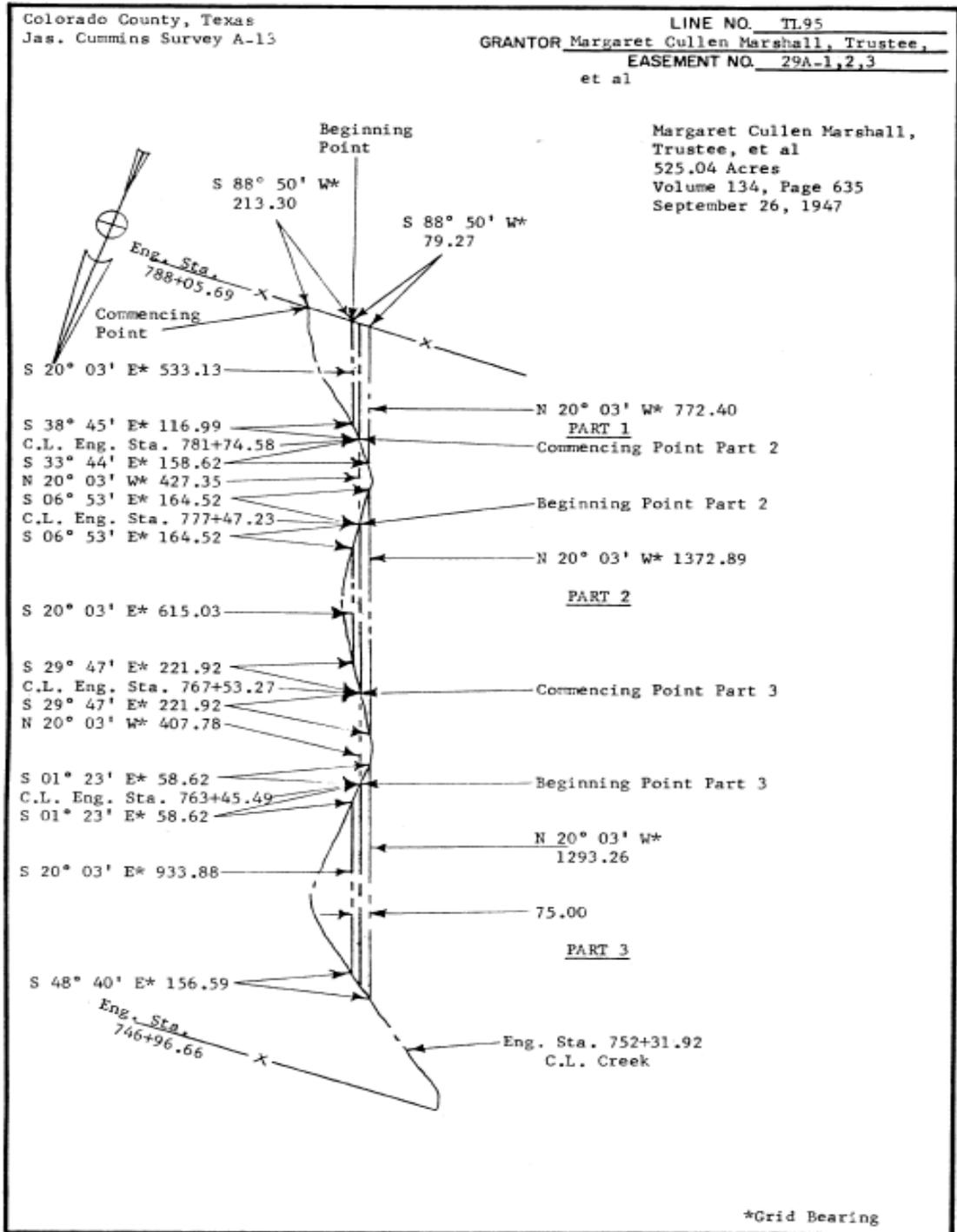
EXHIBIT A

LINE NO. TL95 FROM Fayetteville Sub. TO Glidden Sub. EASEMENT NO. 29, 29-B

SCALE: N.T.S. DATE / / GRANTOR Margaret Cullen Marshall, Trustee,

C.I.P. C.I.C.C.S.P.

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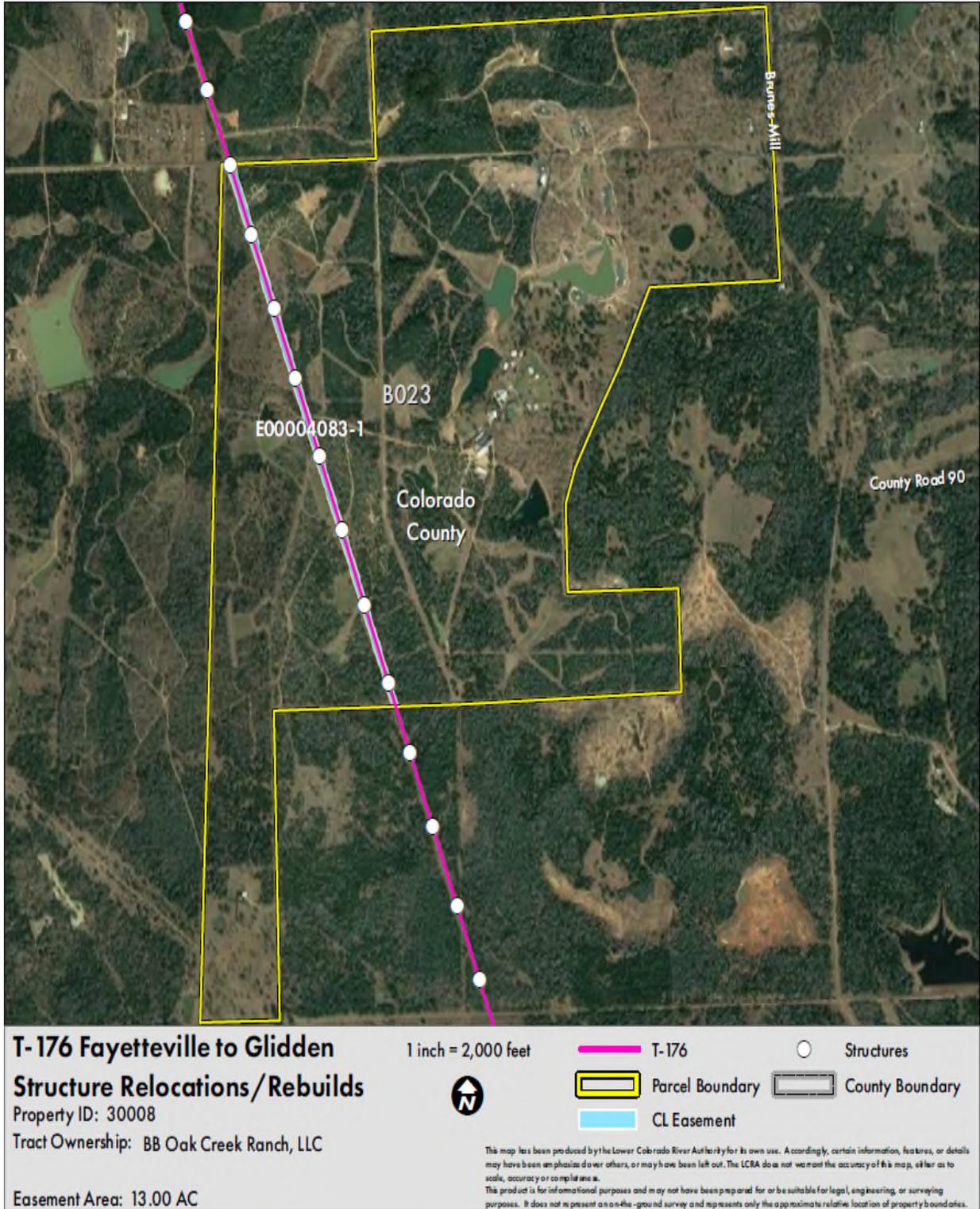
VOL 422 PAGE 272

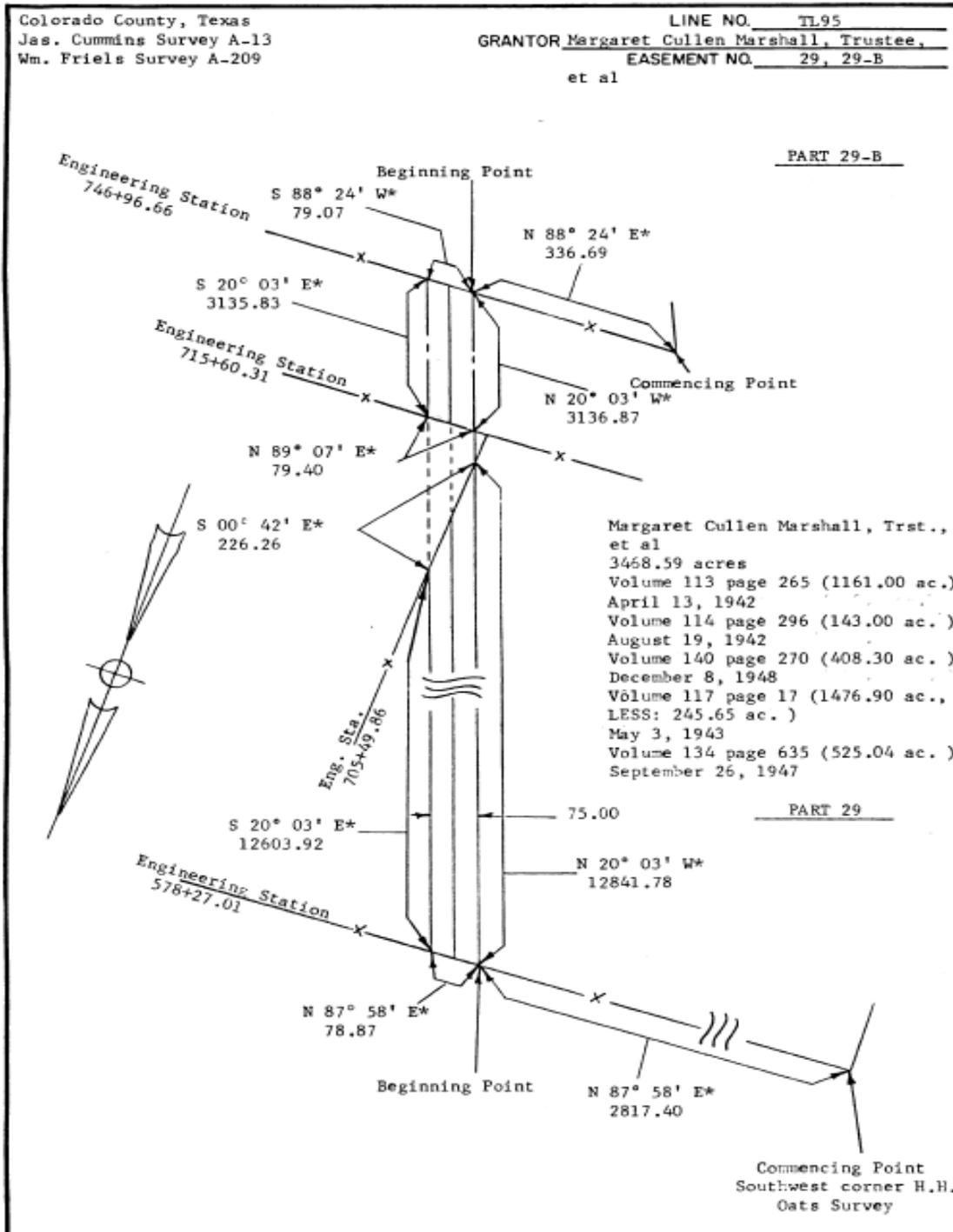
LOWER COLORADO RIVER AUTHORITY
AUSTIN, TEXAS
TRANSMISSION LINE EASEMENT PLAT

EXHIBIT A

LINE NO. TL95 FROM Fayetteville Sub. TO Glidden Sub. EASEMENT NO. 29A-1,2,3
SCALE: 1"=600' DATE / / GRANTOR Margaret Cullen Marshall, Trustee, et al

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LOWER COLORADO RIVER AUTHORITY
AUSTIN, TEXAS
TRANSMISSION LINE EASEMENT PLAT

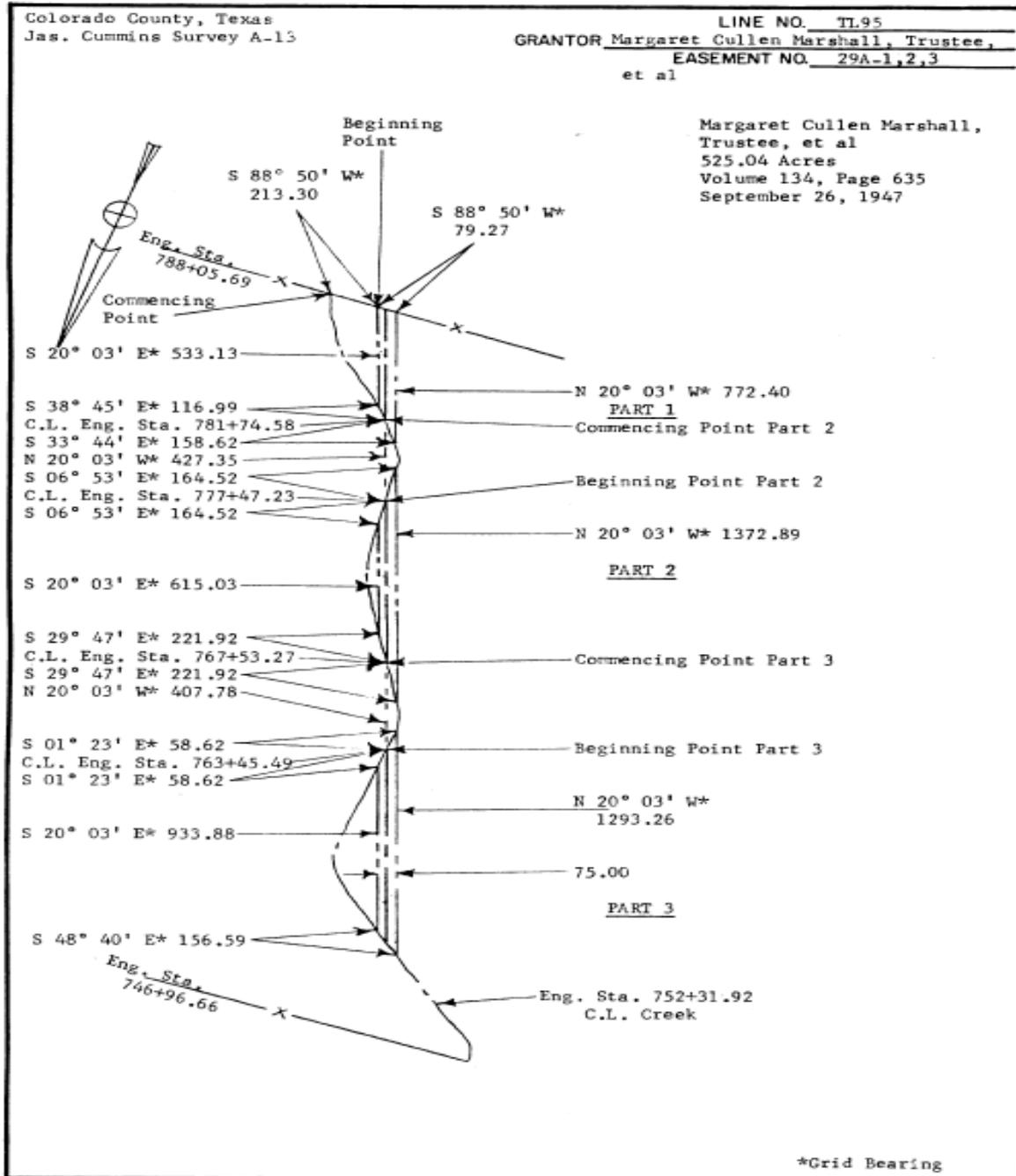
EXHIBIT A

LINE NO. TL95 FROM Fayetteville Sub. TO Glidden Sub. EASEMENT NO. 29, 29-B

SCALE: N.T.S. DATE / / GRANTOR Margaret Cullen Marshall, Trustee,

Lower Colorado River Authority Board Agenda May 2016

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LOWER COLORADO RIVER AUTHORITY
AUSTIN, TEXAS
TRANSMISSION LINE EASEMENT PLAT

EXHIBIT A

LINE NO. TL95 FROM Fayetteville Sub. TO Glidden Sub. EASEMENT NO. 29A-1,2,3
SCALE: 1"=600' DATE / / GRANTOR Margaret Cullen Marshall, Trustee, et al

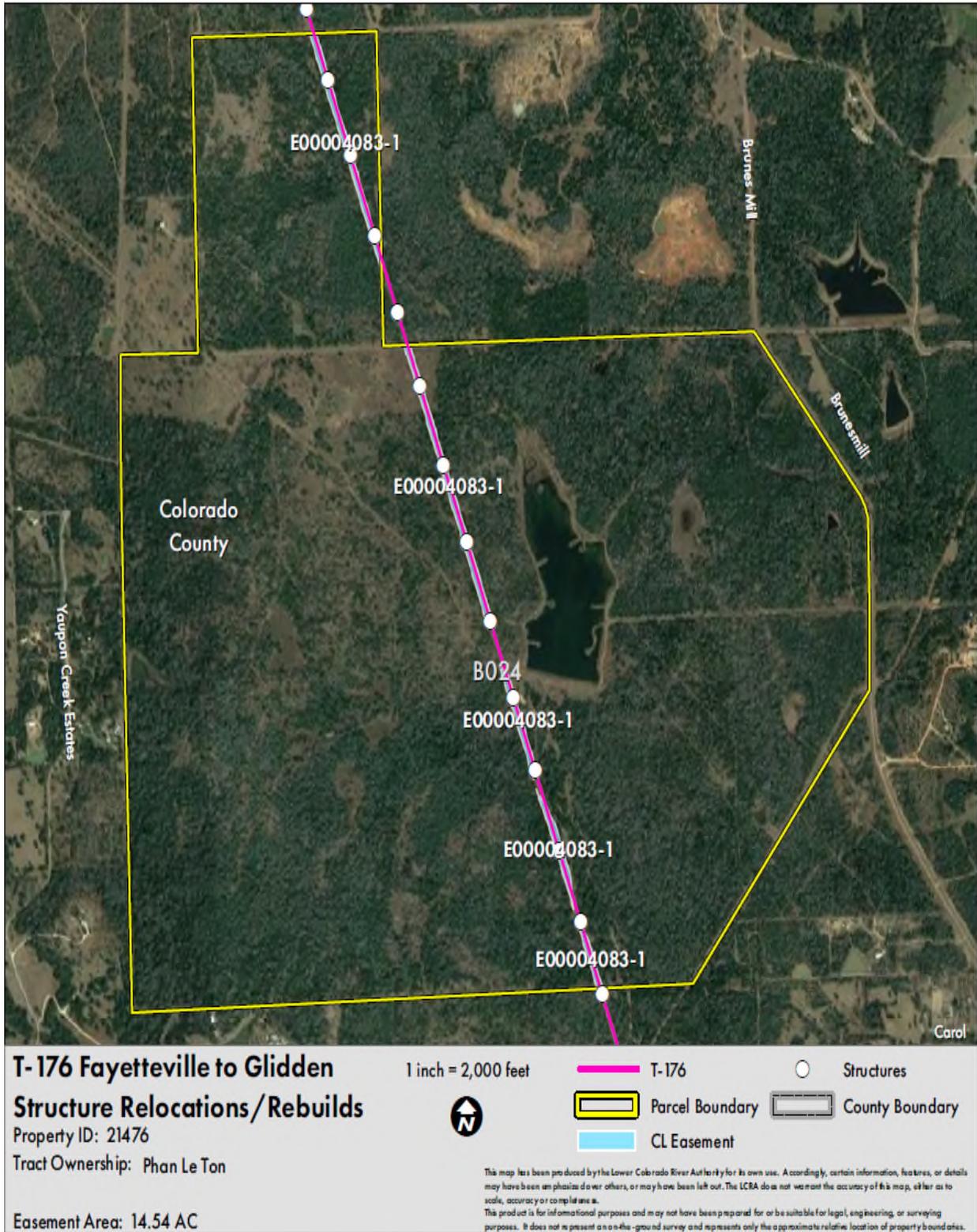
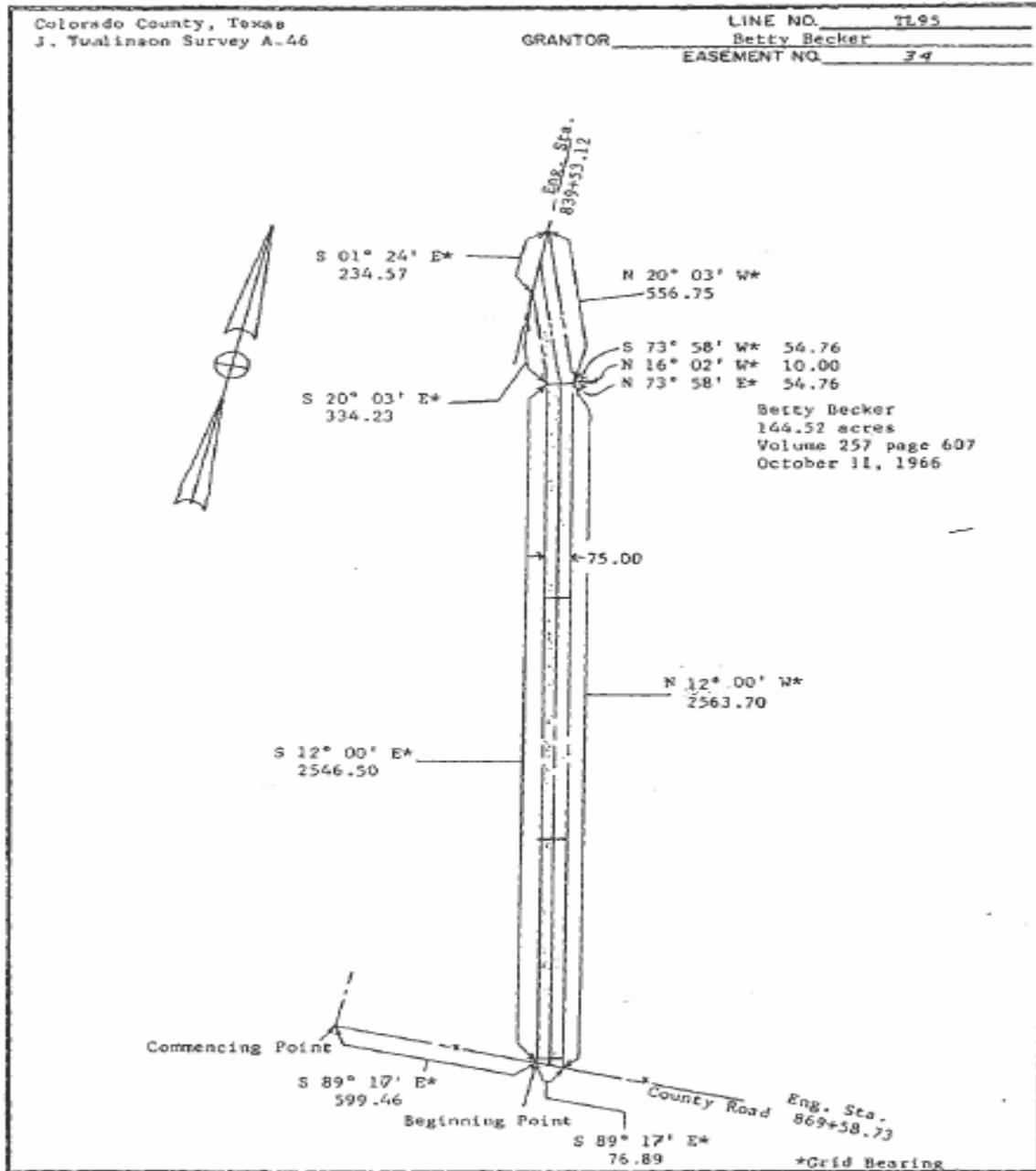


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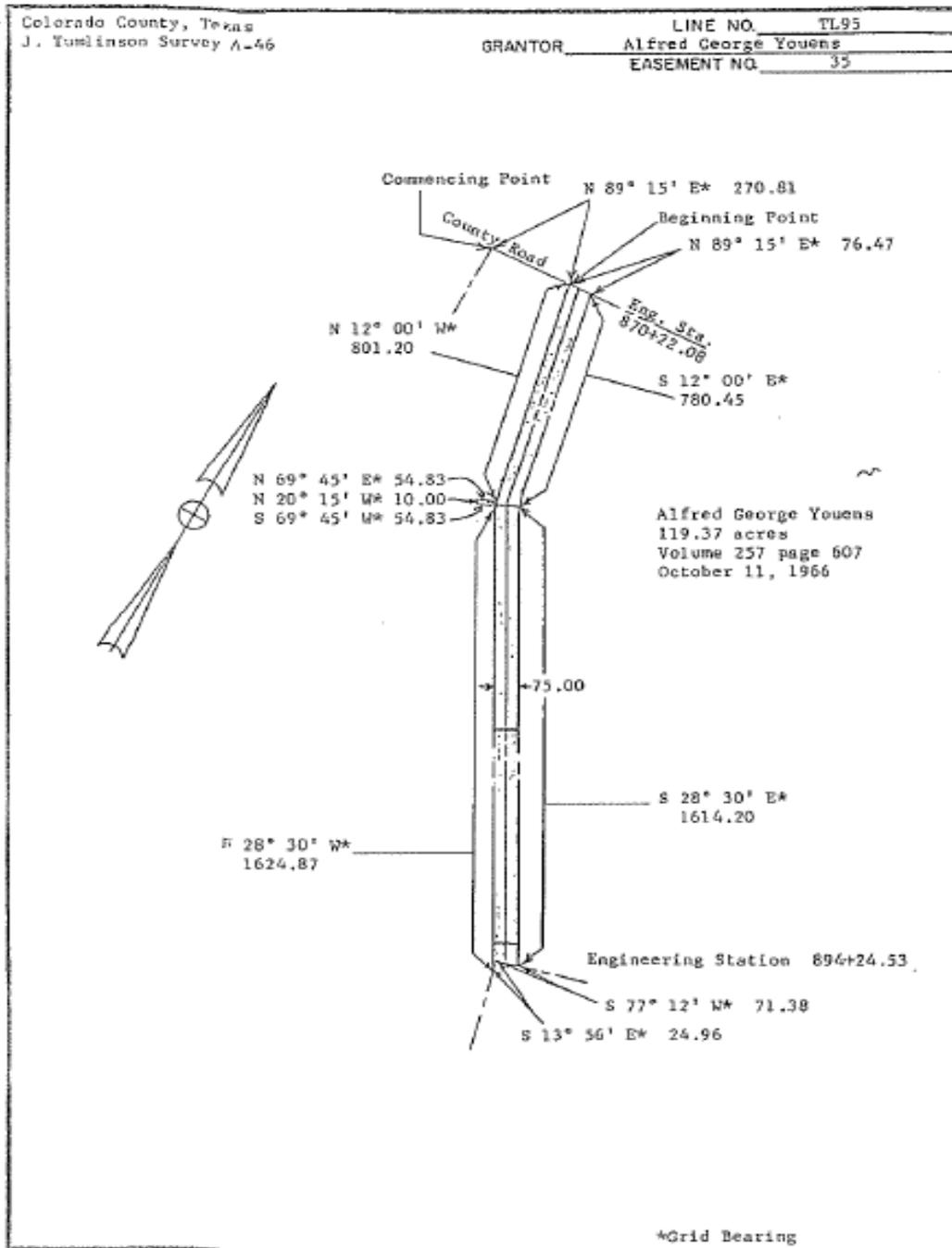


LOWER COLORADO RIVER AUTHORITY
AUSTIN, TEXAS
TRANSMISSION LINE EASEMENT PLAT
EXHIBIT A-6

LINE NO. TL95 FROM Fayetteville Sub. TO Glidden Sub. EASEMENT NO. 34
SCALE: 1"=400' DATE / / GRANTOR Betty Becker



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LOWER COLORADO RIVER AUTHORITY
AUSTIN, TEXAS
TRANSMISSION LINE EASEMENT PLAT

EXHIBIT A-7

LINE NO. TL95 FROM Fayetteville Sub., TO Glidden Sub. EASEMENT NO. 35
SCALE: 1"=400' DATE / / GRANTOR Alfred George Youens



T-176 Fayetteville to Glidden

Structure Relocations/Rebuilds

Property ID: 63068

Tract Ownership: Alfred Youens, Carol Youens,
John Youens, Sheryl Westwick

Easement Area: 4.15 AC

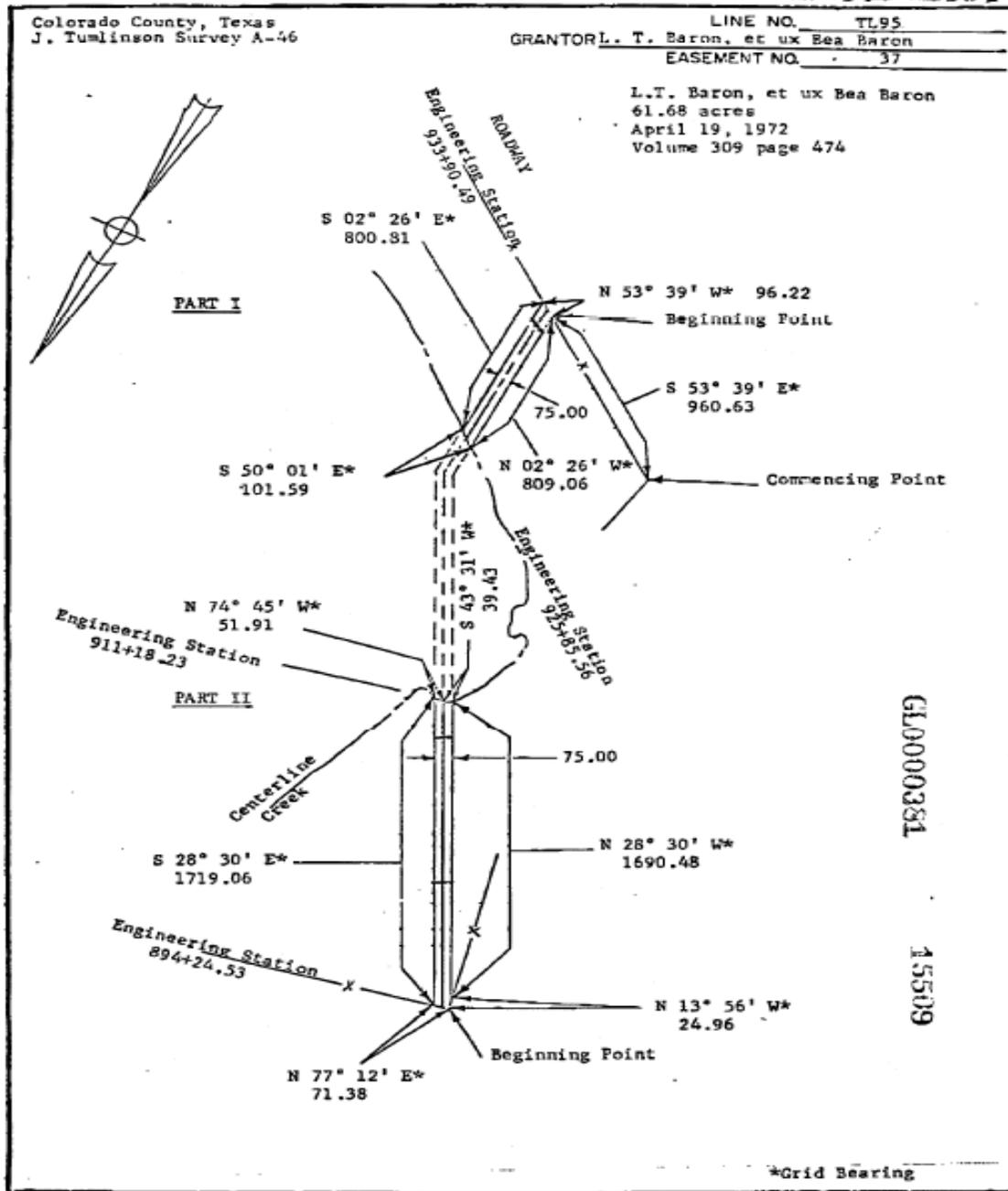
1 inch = 1,000 feet



- T-176
- Parcel Boundary
- County Boundary
- CL Easement
- Structures

This map has been produced by the Lower Colorado River Authority for its own use. Accordingly, certain information, features, or details may have been emphasized over others, or may have been left out. The LCRA does not warrant the accuracy of this map, either as to scale, accuracy or completeness. This product is for informational purposes and may not have been prepared for or be suitable for legal, engineering, or surveying purposes. It does not represent an on-the-ground survey and represents only the approximate relative location of property boundaries.

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LOWER COLORADO RIVER AUTHORITY
AUSTIN, TEXAS
TRANSMISSION LINE EASEMENT PLAT

EXHIBIT A - 2

LINE NO. TL95 FROM Fayetteville Sub. TO Glidden Sub. EASEMENT NO. 37
SCALE: 1"=600' DATE / / GRANTOR L.T. Baron, et ux Bea Baron

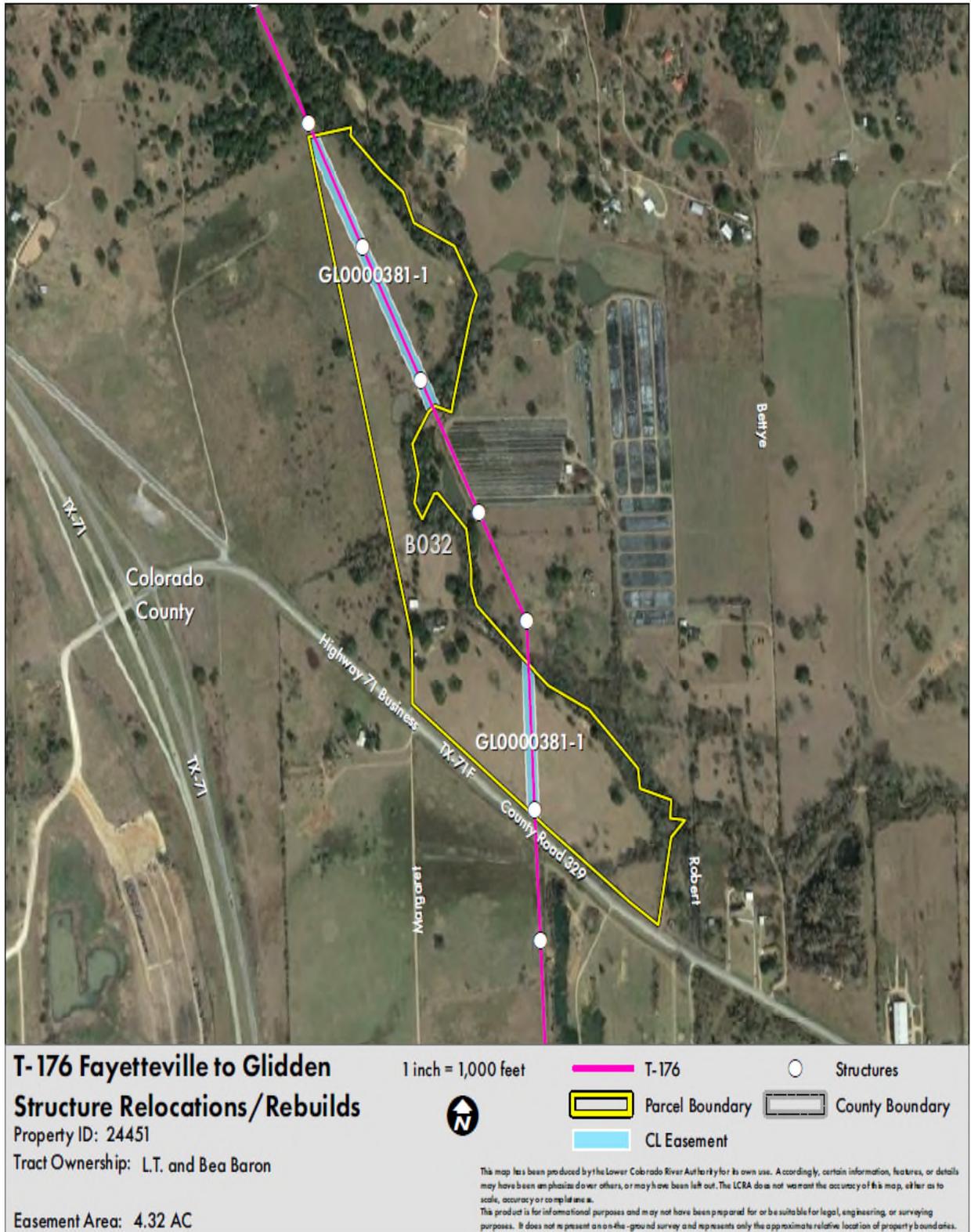
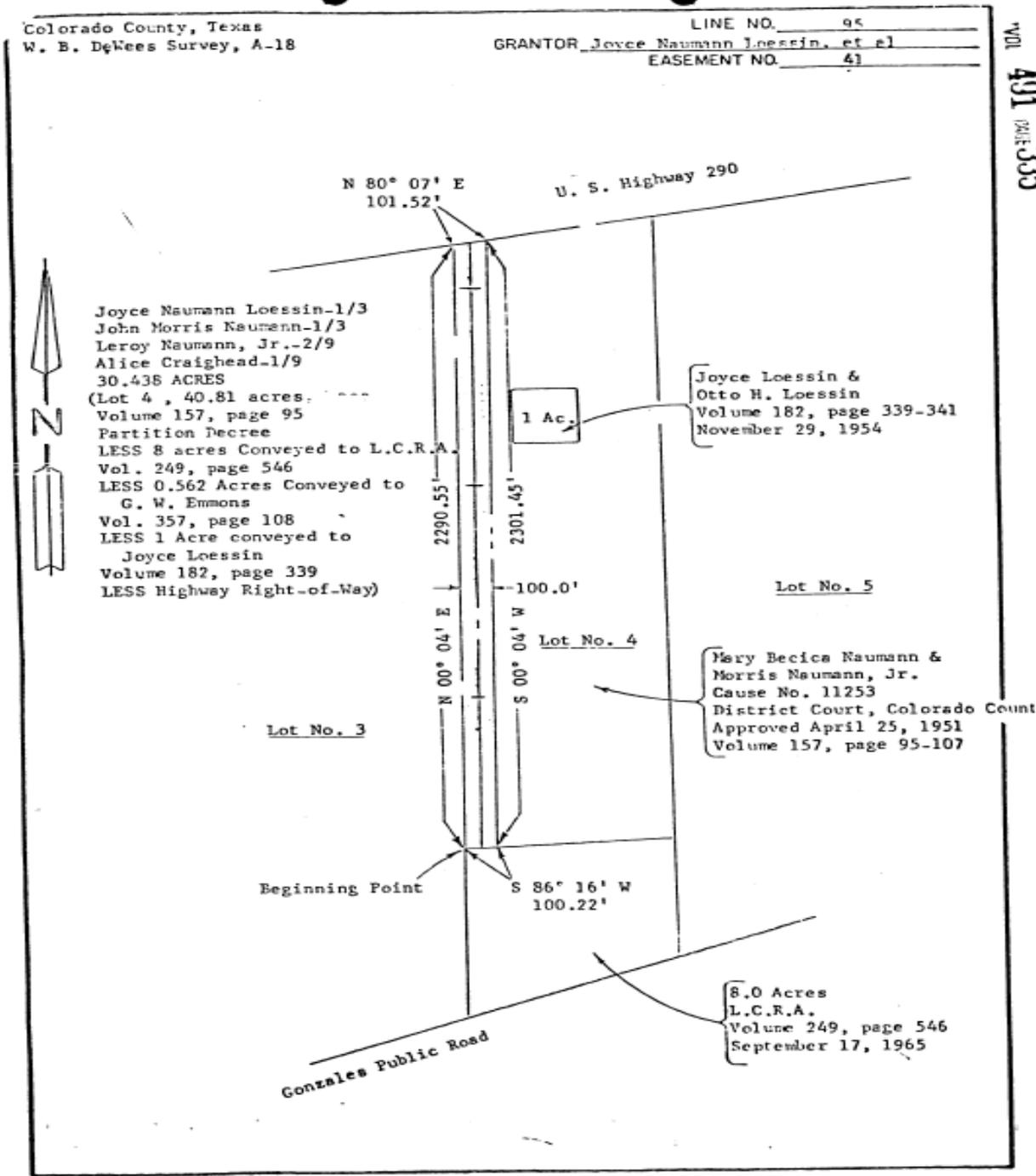


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LOWER COLORADO RIVER AUTHORITY
AUSTIN, TEXAS
TRANSMISSION LINE EASEMENT PLAT

EXHIBIT A

LINE NO. 95 FROM Fayetteville TO Glidden EASEMENT NO. 41
SCALE: 1"=400' DATE _____ GRANTOR Joyce Naumann Loessin, et al

CLERK OF COURTS



T-176 Fayetteville to Glidden
Structure Relocations/Rebuilds
 Property ID: 12366
 Tract Ownership: Joyce Maria Loessin
 Easement Area: 2.10 AC

1 inch = 250 feet



T-176

Parcel Boundary

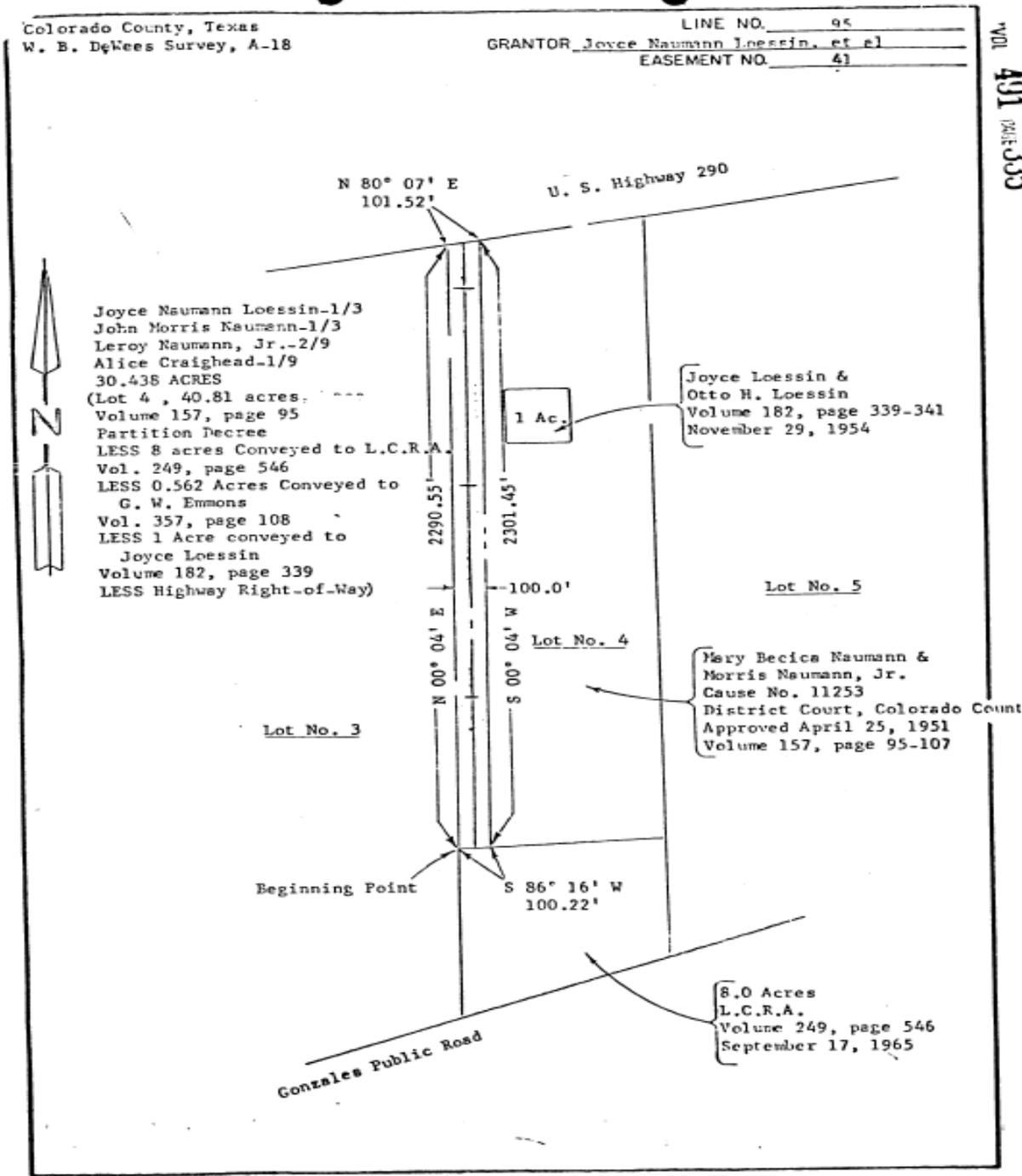
CL Easement

Structures

County Boundary

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LOWER COLORADO RIVER AUTHORITY
AUSTIN, TEXAS
TRANSMISSION LINE EASEMENT PLAT

EXHIBIT A

LINE NO. 95 FROM Fayetteville TO Glidden EASEMENT NO. 41
SCALE: 1"=400' DATE _____ GRANITOR Joyce Naumann Loessin, et al

FILED _____



T-176 Fayetteville to Glidden
Structure Relocations/Rebuilds
 Property ID: 46501
 Tract Ownership: House of Hodges, LLC
 Easement Area: 3.17 AC

1 inch = 375 feet



- T-176
- Parcel Boundary
- County Boundary
- CL Easement
- Structures

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