

THIS IS A DRAFT AND WILL BE REPLACED BY THE FINAL, SIGNED ORDINANCE OR RESOLUTION ADOPTED BY THE CITY COUNCIL.

ORDINANCE

AUTHORIZING THE CITY OF SAN ANTONIO’S EXECUTION OF A THIRD AMENDED AGREEMENT FOR SERVICES IN LIEU OF ANNEXATION BETWEEN THE CITY AND THE OWNERS OF THE WESTSIDE 211 SPECIAL IMPROVEMENT DISTRICT; REVISING THE BOUNDARIES OF THE DISTRICT PROPERTY BY INCLUDING APPROXIMATELY 136.759 ACRES OF LAND, GENERALLY LOCATED SOUTHWEST OF THE INTERSECTION OF STATE HIGHWAY 211 AND POTRANCO ROAD, IN THE EXTRATERRITORIAL JURISDICTION OF THE CITY OF SAN ANTONIO, BEXAR COUNTY, TEXAS.

* * * * *

WHEREAS, on August 30, 2007, the Bexar County Commissioners Court created the Westside 211 Special Improvement District ("District") for the purpose of financing public infrastructure and other improvements to serve residential development within the District; and

WHEREAS, on September 20, 2007 the City Council of San Antonio approved an Agreement for Services in Lieu of Annexation (“Agreement”) through Ordinance No. 2007-19-20-1026; and

WHEREAS, on December 5, 2013 the City Council authorized the first amendment to the Agreement (Ord. 2013-12-05-0877); which extended the term of the agreement by five years to December 30, 2042, and amended the Property Owners, by removing Navigators Stevens Ranch L.P.; and

WHEREAS, on March 1, 2018 the City Council authorized the second amendment to the Agreement (Ord. 2018-03-01-0163); extended the term of the agreement by ten years until December 30, 2052; and

WHEREAS, Ladera I, LLC., one of the owners of the property within the District, owns approximately 136.759 acres of land, referred to as the “Bengel Tract”, generally located southwest of the intersection of State Highway 211 and Potranco Road and adjacent to the property in which the District is located, within the far west ETJ of the City of San Antonio ("City"), more particularly described and depicted in **Exhibits “A” and “B”** enclosed in **Attachment “1”** attached hereto and incorporated herein for all purpose; and

WHEREAS, on September 29, 2020, Ladera I, LLC submitted a petition to Bexar County to authorize the annexation of the Bengel Tract to the existing Westside 211 PID which is to be developed as a residential subdivision development with 550 single-family residential units; and

WHEREAS on September 18, 2020, the current Westside 211 PID Owners submitted a petition to the City requesting the City’s consent to the annexation of the Bengel tract by the PID and included therein the Owners’ plans to construct public improvements and infrastructure as depicted in the Master Development Plan (“MDP”) attached as **Exhibit “D” to Attachment “A”** and

WHEREAS, in order to continue to protect the City’s planning goals in the ETJ, the City Council determined in its resolution consenting to the annexation of the Bengel tract by the District that it is prudent to condition the City’s consent on the Owner’s execution of a Third Amended Agreement for Services in Lieu of Annexation (“Third Amended Agreement”) providing that all terms and conditions of the City’s consent to the creation of the Westside 211 PID under the original Agreement, and the subsequent amendments thereto, would apply to the Bengel tract once annexed by the District; and

WHEREAS, in addition to the Owner’s execution of the Third Amended Agreement, Owners agree to remit payment to the City for a PID application fee in the amount of \$7,500.00; a Special District Operations Assessment in the amount of \$175 per residential lot which shall be paid annually based on the number of units erected within the area annexed by the District, as verified by staff; and for reimbursement of all costs paid by the City for recording of the Third Amended Agreement for Services in Lieu of Annexation and related documents in the Bexar County property record. **NOW THEREFORE:**

BE IT ORDAINED BY THE CITY COUNCIL OF THE CITY OF SAN ANTONIO:

SECTION 1. The City Manager, or his designee is authorized to execute a Third Amended Agreement for Services in Lieu of Annexation between the City of San Antonio and the Owners of the Westside 211 PID, a copy of said Agreement being attached hereto as **Attachment “A”**.

SECTION 2. The City Council authorizes the assessment and collection of a PID application fee in the amount of \$7,500.00; a Special District Operations Assessment in the amount of \$175 per residential lot which shall be paid annually based on the number of units erected within the area annexed by the District, as verified by staff; and the reimbursement by Owner of all costs paid by the City for the recording of the Third Amended Agreement for Services in Lieu of Annexation in the property records of Bexar County.

SECTION 3. Fund 11001000 and Internal Order 250-022 and General Ledger #4406758 are designated for the Application Fee in the accounting for the fiscal transaction in authorization of this agreement.

SECTION 4. Fund 11001000 and Internal Order 223-260 and General Ledger #4401844 are designated for the Special District Operations Assessment in the accounting for the fiscal transaction in authorization of this agreement.

JYW
01/14/2021
Item No.

SECTION 5. The financial allocations in this Ordinance are subject to approval by the Director of Finance, City of San Antonio. The Director of Finance may, subject to concurrence by the City Manager or the City Manager's designee, correct allocations to specific SAP Fund Numbers, SAP Project Definitions, SAP WBS Elements, SAP Internal Orders, SAP Fund Centers, SAP Cost Centers, SAP Functional Areas, SAP Funds Reservation Document Numbers, and SAP GL Accounts as necessary for the purpose of this Ordinance.

SECTION 6. This Ordinance is effective immediately upon the receipt of eight affirmative votes; otherwise, it is effective ten days after passage.

PASSED AND APPROVED on this 14th day of January, 2021.

M A Y O R
Ron Nirenberg

ATTEST:

APPROVED AS TO FORM

Tina Flores, City Clerk

Andrew Segovia, City Attorney

JYW
12/03/2020
Item No. 30B

ATTACHMENT "1"

Third Amendment to Agreement
for Services in Lieu of Annexation

**THIRD AMENDMENT TO
AGREEMENT FOR SERVICES IN LIEU OF ANNEXATION**

This Third Amended Agreement to amend the Agreement For Services in Lieu of Annexation between the City of San Antonio, a Texas home-rule municipal corporation located within Bexar County, Texas (hereinafter, referred to as “City”), Cumberland Potranco Joint Venture, Cumberland 211, Ltd., Cumberland 211 North, Ltd, Potranco 2013 Land, Ltd., Potranco 211 Land Partners, Ltd., Dorothy Doss 2002 Grantor Trust No. 1, Cumberland POD 1 Stevens Residential, Ltd., Cumberland 90, Ltd, and Ladera I, LLC, owners of the properties described in the below recitals, (hereinafter referred to as (“Owners”). City and Owners shall hereafter collectively be referred to as “Parties” or in the singular as “Party.”

RECITALS

WHEREAS, on September 20, 2007, the City Council, through Ord. 2007-09- 20-1026, authorized an Agreement for Services in Lieu of Annexation ("Agreement") between the City and Owners detailing the terms and conditions to the City’s consent to the Owner’s creation of the Westside 211 Public Improvement District (“District”); and

WHEREAS, on December 5, 2013 the City Council authorized an amendment to the Agreement through Ord. 2013- 12-05-0877 to extend the term of the Agreement to December 30, 2042; and

WHEREAS, on March 1, 2018 the City Council authorized a second amendment to the Agreement extending the term of the Agreement for an additional ten (10) years to expire on December 30, 2052; and

WHEREAS, the Owners of the District desire to expand the boundaries of the District and annex an additional 136.759 acre parcel (“Bengal tract”) generally located southwest of the intersection of State Highway 211 and Potranco Road in Bexar County, Texas and within the City’s extraterritorial jurisdiction, said parcel being more particularly identified in the field notes attached as **Exhibit “A”** and map attached as **Exhibit “B”** to this Third Amended Agreement; and

WHEREAS, the Bengal tract is currently owned by Ladera I, LLC who is one of the petitioners requesting the expansion of the PID boundaries and a party to this Third Amended Agreement. The parties desire to amend the Agreement to (1) expand the boundaries of the District and annex the 136.759 acre Bengal tract, and (2) apply all of the terms and conditions under the Agreement to the City’s consent to the creation of the District to the Bengal tract; and

WHEREAS, in consideration of the City’s consent to the annexation of the Bengal tract, the Owners and Petitioner agree to remit payment to the City for (1) a PID application fee in the amount of \$7,500.00; (2) a Special District Operations Assessment of \$96,250.00; and (3) reimbursement of all costs for recording this Third Amended Agreement for Services in Lieu of Annexation with the real property records of Bexar County; and

WHEREAS, it is the Parties’ intent that the only amendments to be made to the Agreement are

those contained herein and that all other provisions of the original Agreement, the amended agreement and the second amended agreement shall apply to both the 3,670 acres within the District and the 136.759 acre Bengal tract if such expansion and annexation is approved.

NOW, THEREFORE, in consideration of the mutual covenants and agreements, and other valuable consideration, the receipt and sufficiency of which are hereby acknowledged, the Parties now wish to amend the Agreement, and subsequent amendments thereto, as follows:

Section 1. The Recitals set forth above are hereby incorporated by reference as if fully set forth herein.

Section 2. Expansion of District Boundaries. The District boundaries are hereby expanded to include the property described and depicted in **Exhibits “A”** and **“B”** to this Third Amended Agreement, which Exhibits are incorporated herein for all purposes.

Section 3. The terms, conditions and all other provisions of the Agreement, and each subsequent amendment thereto, shall apply to the additional 136.759 acre parcel (“Bengal tract”) upon expansion of the PID boundaries and inclusion of the Bengal tract therein.

Section 4. The Owners and Petitioner agree to remit payment to the City for (1) a PID application fee in the amount of \$7,500.00; (2) a Special District Operations Assessment of \$96,250.00; and (3) reimbursement of all costs for recording this Third Amended Agreement for Services in Lieu of Annexation with the real property records of Bexar County

Section 5. The new and expanded boundaries of the District are hereby reflected in the attached **Exhibit “C”** which is incorporated herein.

Section 6. Notices required by and pertaining to this Third Amended Agreement shall be sent to:

City: City of San Antonio, Texas
Attention: Bridgett White
Director of Department of Planning
P.O. Box 839966
San Antonio, Texas 78283-3966

Owners: Cumberland 211, Ltd.
c/o Fieldco, LLC
1600 North Collins Blvd, Suite 1500
Richardson, TX 75080

Potranco 211 Land Partners, Ltd.

c/o Fieldco, LLC
1600 North Collins Blvd, Suite 1500
Richardson, TX 75080

Dorothy Doss 2002 Grantor Trust No. 1
c/o Fieldco, LLC
1600 North Collins Blvd, Suite 1500
Richardson, TX 75080

Potranco 2013 Land, Ltd.
c/o Fieldco, LLC
1600 North Collins Blvd, Suite 1500
Richardson, TX 75080

Cumberland Pod I Stevens Residential, Ltd.
c/o Fieldco, LLC
1600 North Collins Blvd, Suite 1500
Richardson, TX 75080

Cumberland 90, Ltd.
c/o Fieldco, LLC
1600 North Collins Blvd, Suite 1500
Richardson, TX 75080

Ladera I, LLC
Attn.: Chad Nugent
725 E. Fireweed Lane, Ste. 800 (Fireweed at Gamble)
Anchorage, AK 99503

Cumberland Potranco Joint Venture
c/o Weingarten Realty Investors
2600 Citadel Plaza Drive, Suite 125
Houston, TX 77008

Section 7. Entire Agreement. This Third Amended Agreement embodies the complete agreement of the Parties hereto with regard to the subject matter contained herein, superseding all oral or written previous and contemporary agreements between the Parties relating to matters herein.

Section 8. All other terms, conditions, covenants and provisions of the Original Agreement and its amendments, not specifically mentioned herein and amended by this document, are hereby retained in their entirety, unchanged, and shall remain in full force in effect for the duration of the Agreement.

Section 9. The amendments made herein shall be effective upon execution of this Third Amended Agreement by the last owner of the District property.

Section 10. Recordation. This Third Amended Agreement shall be recorded in the Real Property Records of Bexar County, Texas.

EXECUTED and **AGREED** to by:

Signatures on the Following Pages

CITY OF SAN ANTONIO, TEXAS

By:

Name: _____

Title: _____

Date: _____

ATTEST/SEAL:

By:

Name: Tina Flores

Title: City Clerk

Date: _____

ACKNOWLEDGEMENT

State of Texas §

§

County of Bexar §

This instrument was acknowledged before me on this _____ day of _____, 2019 by _____ of the City of San Antonio, a Texas home rule municipality, on behalf of said municipality.

Date:

Notary Public, State of Texas

My Commission expires: _____

APPROVED AS TO LEGAL FORM:

By:

Name: _____

Title: Assistant City Attorney

Date: _____

OWNER: Potranco 2013 Land, Ltd.
c/o Fieldco, LLC
1600 North Collins Blvd, Suite 1500
Richardson, TX 75080

BY: _____

TITLE: _____

DATE: _____

ACKNOWLEDGMENT

STATE OF _____ §
COUNTY OF _____ §

This instrument was acknowledged before me on this _____ day of _____, 2019, by _____ of, on behalf of said limited liability company.

Notary Public, State of Texas

Printed Name of Notary: _____

Commission Expires: _____

EXHIBIT "A"
FIELD NOTES FOR BENGAL TRACT



METES AND BOUNDS DESCRIPTION
FOR PUBLIC IMPROVEMENT DISTRICT

A 136.759 acre, or 5,957,211 square feet more or less, tract of land out of that called 181.99 acre tract described in deed to Ladera I, LLC recorded in Document Number 20100014180 of the Official Public Records of Bexar County, Texas, out of the J. W. Howard Survey No. 15 1/4, Abstract 1009, CB 5172, the Elizabeth Davis Survey No. 6, Abstract 1001, CB 4348 and the Granvill Casias Survey No. 112, Abstract 1279, CB 4399 in Bexar County, Texas. Said 136.759 acre tract being more fully described as follows, with bearings based on the Texas Coordinate System established for the South Central Zone from the North American Datum of 1983 NAD 83 (NA2011) epoch 2010.00:

BEGINNING: At a found 1/2" iron rod marked "KFW" for the northeast corner of the said called 181.99 acres, for an interior corner of a portion of a called 320.477 acres described by deed to Ladera I, LLC recorded in Volume 14342, Page 1826 of the Official Public Records of Bexar County, Texas, from which a corner of Grosenbacher Road bears S 47°48'07" E, a distance of 1439.61 feet;

THENCE: S 00°19'40" W, along the common line of said called 181.99 acre tract and said portion of a called 320.477 acres, at a distance of 1311.05 feet passing the northwest corner of a portion of a called 942.966 acres described to Ladera I, LLC recorded in Volume 14342, Page 1814 of the Official Public Records of Bexar County, Texas and the southwest corner of said portion of 320.477 acres, continuing for a total distance of 1406.10 feet to a found 1/2" iron rod;

THENCE: S 00°18'23" W, along the common line of said called 181.99 acre tract and said portion of 942.966 acres, a distance of 1293.94 feet to a found 1/2" iron rod;

THENCE: S 00°17'18" W, continuing along the common line of said 181.99 acre tract and said portion of 942.966 acres, a distance of 2187.88 feet to a point, for the northwest corner of a called 214.48 acres described by deed to Medina Stonehill LLC recorded in Volume 12919, Page 1813 of the Official Public Records of Bexar County, Texas and the southwest corner of said portion of 942.966 acres, for the southeast corner of the herein described tract;

THENCE: S 89°45'40" W, departing the west line of said called 214.48 acres, over and across said called 181.99 acres, a distance of 416.51 feet to a point on the east line of a 72.668 acre tract described by deed to Bruce H. Bengel recorded in Volume 5854, Page 751 of the Official Public Records of Bexar County, Texas, for the south corner of the herein described tract;

THENCE: Along and with the lines common to said called 181.99 acres and said called 72.668 acres, the following bearings and distances:

N 00°51'35" W, a distance of 828.22 feet to a found 1/2" iron rod;

N 00°32'12" W, a distance of 530.59 feet to a found 1/2" iron rod;

N 01°08'39" E, a distance of 646.52 feet to a found 1/2" iron rod;

THENCE: S 89°49'27" W, along the north line of said called 72.668 acres, at a distance of 533.02 feet pass the northeast corner of a called 149.851 acre tract described by deed to Mechler Land, LLC recorded in Document Number 20090115000 of the Official Public Records of Bexar County, Texas and the northwest corner of said 72.668 acres, at a distance of 696.84 feet passing a found 1/2" iron rod marked "KFW" and continuing for a total distance of 1326.59 feet to a point on the east line of a 1172.019 acre tract described by deed to B & L Tschirhart recorded in Volume 12431, Page 2393 of the Official Public Records of Bexar County, Texas and on at the northwest corner of said called 149.851 acres, same being the southwest corner of said called 181.99 acre tract, for the southwest corner of the herein described tract;

THENCE: Along the lines common to said called 181.99 acre tract and said called 1172.019 acre tract the following bearings and distances:

N 00°11'52" W, a distance of 1341.79 feet to a found 1/2" iron rod;

N 00°32'24" E, a distance of 639.57 feet to a found 1/2" iron rod marked "KFW";

N 00°57'02" E, a distance of 907.87 feet to a point;

THENCE: N 89°53'09" E, continuing along the line common with said called 181.99 acre tract and said called 1172.019 acre tract, a distance of 319.43 feet to a point at an angle corner of said portion of said 320.477 acres and an angle corner of said called 1172.019 acre tract, for an angle corner of said called 181.99 acre tract, same being an angle corner of the herein described tract;

THENCE: S 89°57'17" E, along the line common with said called 181.99 acre tract and said portion of called 320.477 acre tract, a distance of 1437.65 feet to the POINT OF BEGINNING and containing 136.759 acres in Bexar County, Texas. Said tract being described in conjunction with a survey made on the ground and a survey map prepared under job number 6445-40 by Pape-Dawson Engineers, Inc.

PREPARED BY: Pape-Dawson Engineers, Inc.
DATE: August 21, 2020
JOB NO. 6445-40
DOC. ID. N:\CIVIL\6445-40\Word\6445-40 FN 136.759 AC.docx

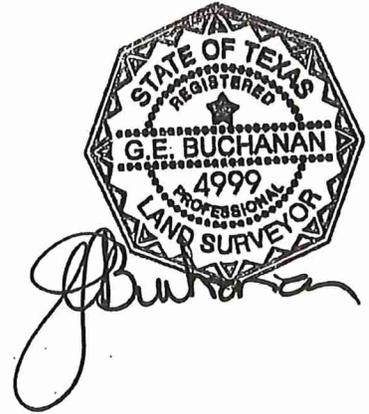
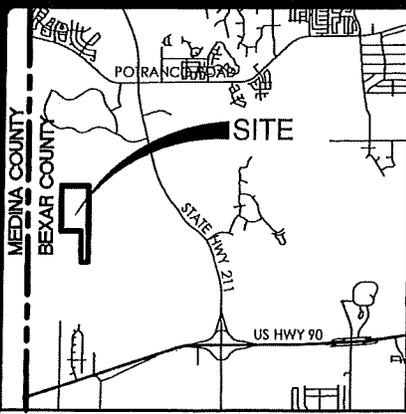


EXHIBIT "B"
MAPS OF BENGAL TRACT



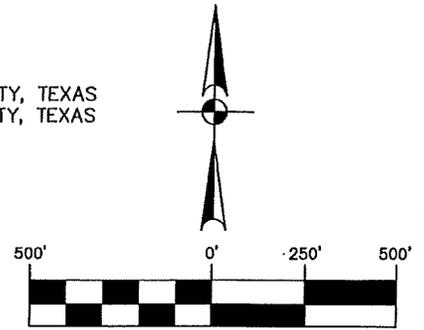
LOCATION MAP

LEGEND:

- DR DEED RECORDS OF BEXAR COUNTY, TEXAS
- OPR OFFICIAL PUBLIC RECORDS OF BEXAR COUNTY, TEXAS
- DPR DEED AND PLAT RECORDS OF BEXAR COUNTY, TEXAS
- PR PLAT RECORDS OF BEXAR COUNTY, TEXAS
- FIR FOUND 1/2" IRON ROD

NOTES:

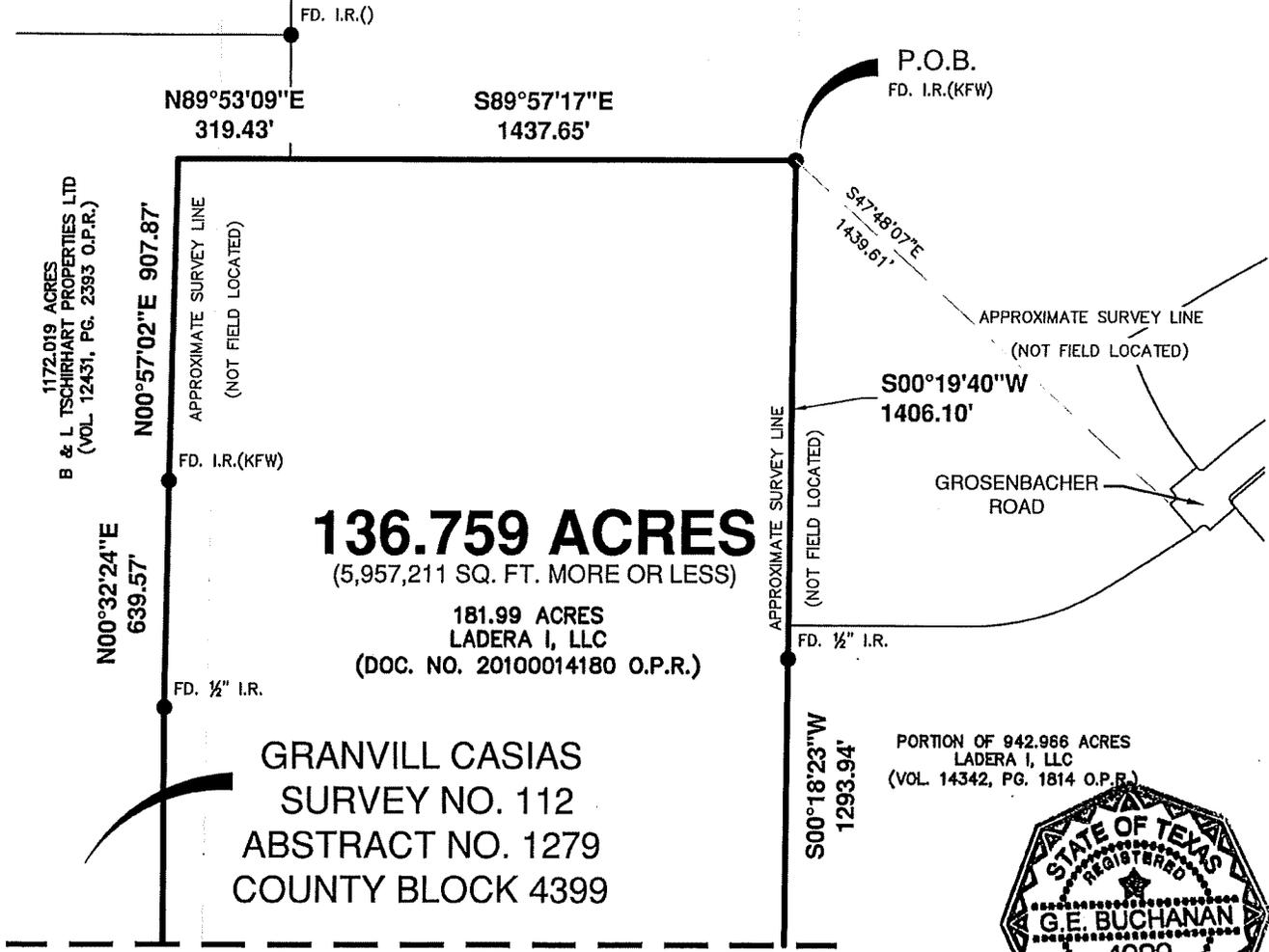
1. THIS EXHIBIT IS ISSUED IN CONJUNCTION WITH A METES AND BOUNDS DESCRIPTION PREPARED UNDER JOB NO. 6445-40 BY PAPE-DAWSON ENGINEERS, INC.
2. THE BEARINGS ARE BASED ON THE TEXAS COORDINATE SYSTEM ESTABLISHED FOR THE SOUTH CENTRAL ZONE FROM THE NORTH AMERICAN DATUM OF 1983 NAD 83 (NA2011) EPOCH 2010.00.



SCALE: 1" = 500'

NOT-TO-SCALE
 CW-TRP LLC
 (VOL. 17780, PG. 2200 O.P.R.)

PORTION OF 320.477 ACRES
 LADERA I, LLC
 (VOL. 14342, PG. 1826 O.P.R.)



136.759 ACRES
 (5,957,211 SQ. FT. MORE OR LESS)

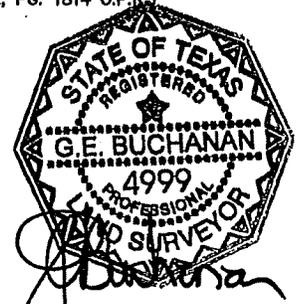
181.99 ACRES
 LADERA I, LLC
 (DOC. NO. 20100014180 O.P.R.)

GRANVILL CASIAS
 SURVEY NO. 112
 ABSTRACT NO. 1279
 COUNTY BLOCK 4399

MATCHLINE SHEET 2 OF 2

METES AND BOUNDS DESCRIPTION
 FOR PUBLIC IMPROVEMENT DISTRICT

A 136.759 ACRE, OR 5,957,211 SQUARE FEET MORE OR LESS, TRACT OF LAND OUT OF THAT CALLED 181.99 ACRE TRACT DESCRIBED IN DEED TO LADERA I, LLC RECORDED IN DOCUMENT NUMBER 20100014180 OF THE OFFICIAL PUBLIC RECORDS OF BEXAR COUNTY, TEXAS, OUT OF THE J. W. HOWARD SURVEY NO. 15 1/4, ABSTRACT 1009, CB 5172, THE ELIZABETH DAVIS SURVEY NO. 6, ABSTRACT 1001, CB 4348 AND THE GRANVILL CASIAS SURVEY NO. 112, ASBTRACT 1279, CB 4399 IN BEXAR COUNTY, TEXAS.



SAN ANTONIO | AUSTIN | HOUSTON | FORT WORTH | DALLAS
 2000 NW LOOP 410 | SAN ANTONIO, TX 78213 | 210.375.8000
 TPBE FIRM REGISTRATION #470 | TPPLS FIRM REGISTRATION #10028800

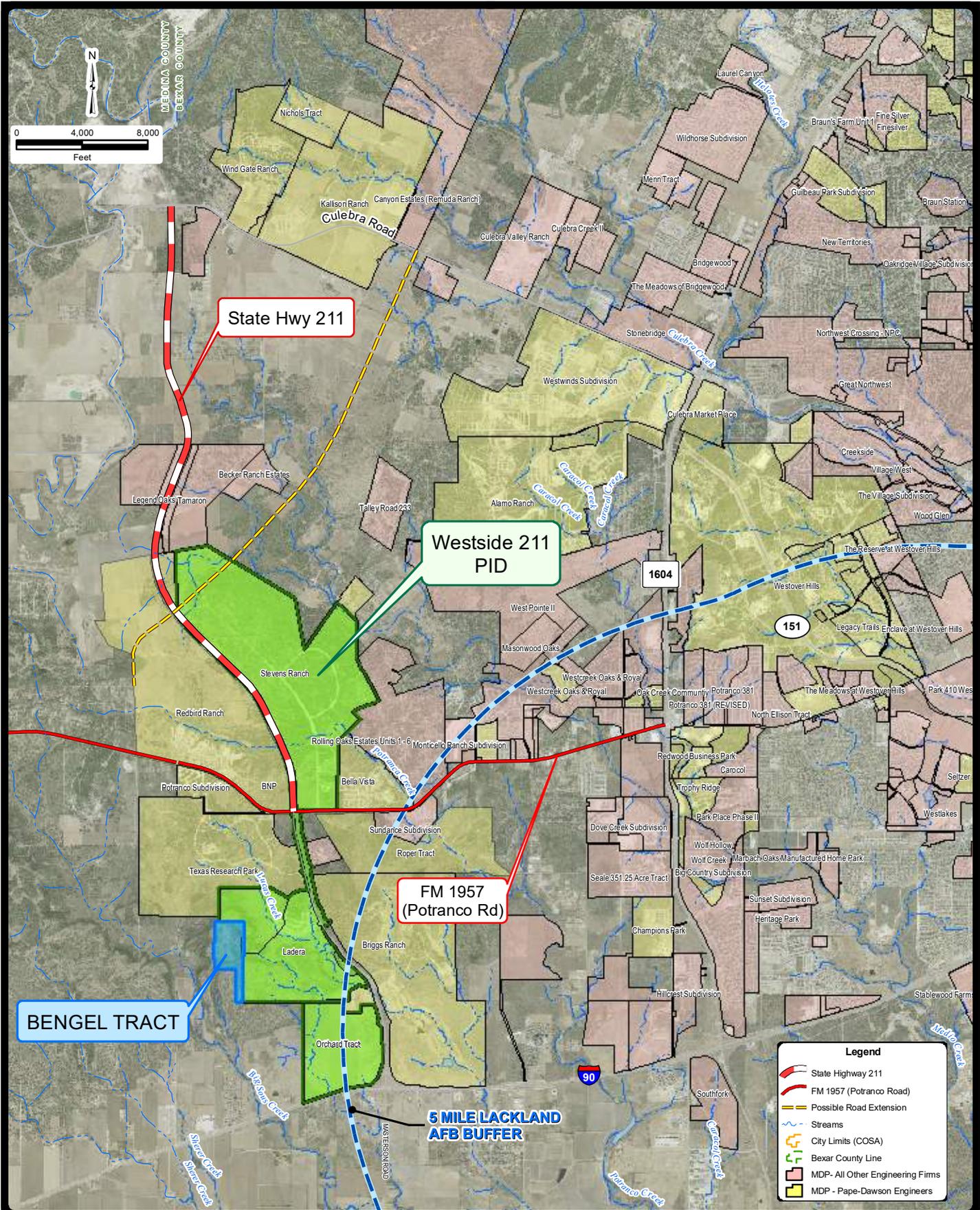
AUGUST 2020

SHEET 1 OF 2
 JOB No.: 6445-40

Date: Aug 21, 2020, 3:24pm User: Jd: jefiana
 File: N:\DWG\6445-40\6445-40 EX 136.759 AC.dwg

REFERENCE:

EXHIBIT "C"
LAND PLAN



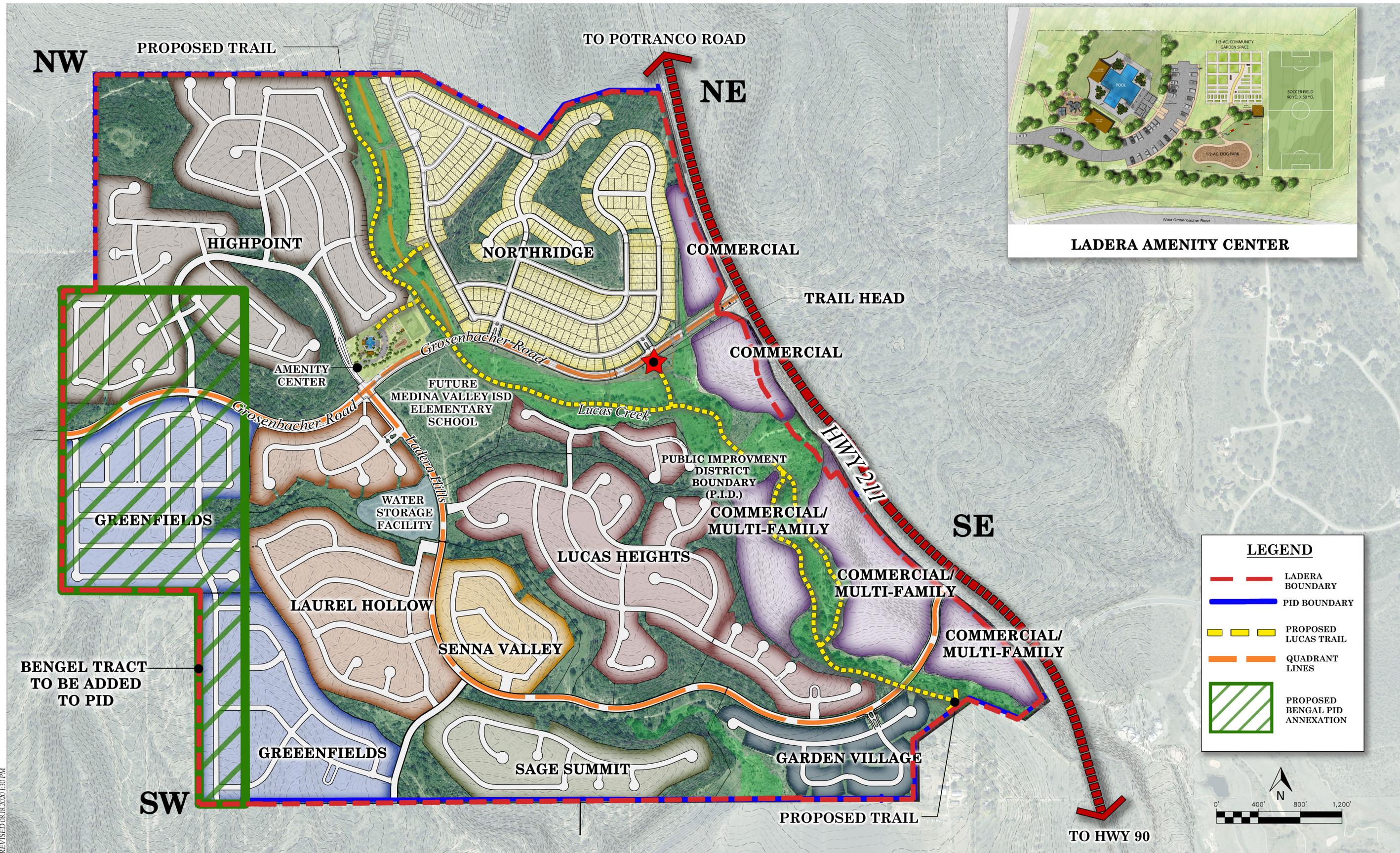
JOB NO. 7138-00
 DATE JUNE 2008
 DESIGNER GD
 CHECKED DRAWN SG
 SHEET 1

WESTSIDE 211 PID
AREA MAP



555 EAST RAMSEY | SAN ANTONIO, TEXAS 78216 | PHONE: 210.375.9000
 FAX: 210.375.9010

Date: 06/06/08 File: C:\GARZA\PROJECTS\ORCHARD\WESTSIDE_211_PD



REVISED 08.18.2020 1:30 PM