

City of Houston, Texas, Ordinance No. 2013-

638

AN ORDINANCE APPROVING THE FIFTH AMENDMENT TO THE PROJECT PLAN AND REINVESTMENT ZONE FINANCING PLAN FOR REINVESTMENT ZONE NUMBER TWO, CITY OF HOUSTON, TEXAS (MIDTOWN ZONE); CONTAINING FINDINGS AND OTHER PROVISIONS RELATED TO THE FOREGOING SUBJECT; AND DECLARING AN EMERGENCY.

* * * * *

WHEREAS, by Ordinance No. 1994-1345, adopted on December 14, 1994, the City Council of the City of Houston, Texas ("City"), created Reinvestment Zone Number Two, City of Houston, Texas ("Zone"), pursuant to Chapter 311 of the Texas Tax Code, as amended ("Code"), for the purposes of development and redevelopment in the area of the City generally referred to as the Midtown area; and

WHEREAS, by Ordinance No. 1997-600, adopted on May 28, 1997, the City approved the Project Plan and Reinvestment Zone Financing Plan for the Zone, as adopted and recommended by the Board of Directors of the Zone ("Plan"); and

WHEREAS, the Code authorizes the Board of Directors of the Zone to adopt an amendment to the Plan, which amendment becomes effective upon approval by the City Council; and

WHEREAS, the Board of Directors of the Zone adopted and recommended the first amendment to the Plan which the City Council approved by Ordinance No. 1997-1338 on October 22, 1997; and

WHEREAS, the Board of Directors of the Zone adopted and recommended the second amendment to the Plan which the City Council approved by Ordinance No. 1999-850 on August 11, 1999; and

WHEREAS, the Board of Directors of the Zone adopted and recommended the third amendment to the Plan which the City Council approved by Ordinance No. 2009-1395 on December 29, 2009; and

WHEREAS, the Board of Directors of the Zone adopted and recommended the fourth amendment to the Plan which the City Council approved by Ordinance No. 2011-534 on June 22, 2011; and

WHEREAS, the Board of Directors of the Zone, at its November 29, 2012 board meeting, considered and adopted another set of proposed amendments to the Plan ("Fifth Amendment"), and has recommended the Fifth Amendment to the Plan for approval by the City Council; and

WHEREAS, before the Board of Directors of the Zone may implement the Fifth Amendment to the Plan, the City Council must approve the Fifth Amendment to the Plan; and

WHEREAS, the City Council desires to approve the Fifth Amendment to the Plan;

NOW, THEREFORE,

BE IT ORDAINED BY THE CITY COUNCIL OF THE CITY OF HOUSTON, TEXAS:

Section 1. That the facts and recitals contained in the preamble of this Ordinance are hereby found and declared to be true and correct and are hereby adopted as part of this Ordinance.

Section 2. That the Plan is hereby amended by adding "Part F," attached to this Ordinance as Exhibit "A." The Fifth Amendment to the Plan is hereby determined to be feasible and is approved. The appropriate officials of the City are authorized to take all steps reasonably necessary to implement the Fifth Amendment to the Plan.

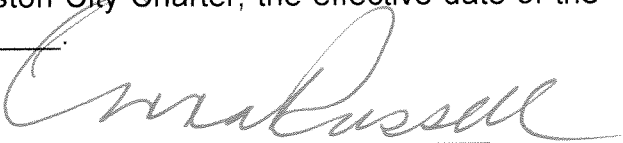
Section 3. That there exists a public emergency requiring that this Ordinance be passed finally on the date of its introduction as requested in writing by the Mayor; therefore, this Ordinance shall be passed finally on such date and shall take effect immediately upon its passage and approval by the Mayor; however, in the event that the Mayor fails to sign this Ordinance within five days after its passage and adoption, it shall take effect in accordance with Article VI, Section 6, Houston City Charter.

PASSED AND ADOPTED this 10th day of July, 2013.

APPROVED this _____ day of _____, 2013.

Mayor of the City of Houston

Pursuant to Article VI, Section 6, Houston City Charter, the effective date of the foregoing Ordinance is JUL 16 2013.


City Secretary

(Prepared by Legal Department
(MFB:mfb April 24, 2013)
(Requested by Andrew F. Icken, Chief Development Officer, Office of the Mayor)
(L. D. File No.0421300012001)


Assistant City Attorney

G:\LAND\TIRZ\TIRZ 2 Midtown5th Amendment to Project Plan\ORD 5th Amendment 4-24-13.doc

CAPTION PUBLISHED IN DAILY COURT
REVIEW
DATE: JUL 16 2013

AYE	NO	
✓		MAYOR PARKER
....	COUNCIL MEMBERS
✓		BROWN
✓		DAVIS
✓		COHEN
✓		ADAMS
✓		MARTIN
✓		HOANG
✓		PENNINGTON
✓		GONZALEZ
		ABSENT-ON PERSONAL BUSINESS
✓		RODRIGUEZ
✓		LASTER
✓		GREEN
✓		COSTELLO
✓		BURKS
✓		NORIEGA
		ABSENT-OUT OF CITY ON PERSONAL BUSINESS
		BRADFORD
		CHRISTIE
CAPTION	ADOPTED	

EXHIBIT "A"

**PART F – FIFTH AMENDMENT TO THE PROJECT PLAN
AND REINVESTMENT ZONE FINANCING PLAN FOR REINVESTMENT ZONE
NUMBER TWO (MIDTOWN ZONE)**

**TAX INCREMENT REINVESTMENT ZONE NUMBER TWO
CITY OF HOUSTON, TEXAS**

**FIFTH AMENDED
PROJECT PLAN AND REINVESTMENT ZONE FINANCING PLAN**

November 29, 2012

REINVESTMENT ZONE NUMBER TWO, CITY OF HOUSTON, TEXAS

Part F – Fifth Amended Project Plan and Reinvestment Zone Financing Plan

Table of Contents

Introduction.....	1
Section One.....	1
The Part A Plan and the Part B Plan.....	1
The Part C Plan	1
The Part D Plan	1
The Part E Plan	2
Section Two	2
The Part F Plan.....	2
A. Summary of Redevelopment Efforts	2
B. Redevelopment Plan Concepts and Goals	3
C. Authorized Projects and Project Costs.....	6
D. Chapter 380 Economic Development Programs.....	6
E. Operation of Zone and Project Facilities	7
F. Project Plan	7
G. Reinvestment Zone Financing Plan	7
Map 1 – Public Infrastructure Projects	
Map 2 – Land Uses	
Map 3 – Proposed Land Uses	
Exhibit 1 – Project Costs Schedule	
Exhibit 2 – Net Revenue Schedule – All Entities	
Exhibit 2A – Transfer Schedule – All Entities	
Exhibit 3 – Master Revenue Schedule – City of Houston	
Exhibit 3A – Revenue Schedule – City of Houston (Original Area)	
Exhibit 3B – Revenue Schedule – City of Houston (1995 Annexed Area)	
Exhibit 3C – Revenue Schedule – City of Houston (1999 Annexed Area)	
Exhibit 3D – Revenue Schedule – City of Houston (2009 Annexed Area)	
Exhibit 4 – Master Revenue Schedule – Houston Independent School District	
Exhibit 4A – Revenue Schedule – Houston Independent School District (Original Area)	
Exhibit 4B – Revenue Schedule – Houston Independent School District (1999 Annexed Area)	
Exhibit 5 – Master Revenue – Harris County	
Exhibit 5A – Revenue Schedule – Harris County (Original Area)	
Exhibit 5B – Harris County (Annexed Area)	
Exhibit 6 – Master Revenue Schedule – Houston Community College	
Exhibit 6A – Revenue Schedule – Houston Community College (Original Area)	
Exhibit 6B – Revenue Schedule – Houston Community College (1995 Annexed Area)	

Exhibit 6C – Revenue Schedule – Houston Community College (1999 Annexed Area)

REINVESTMENT ZONE NUMBER TWO, CITY OF HOUSTON, TEXAS
Fifth Amended Project Plan and Reinvestment Zone Financing Plan

Introduction

The Reinvestment Zone Number Two, City of Houston, Texas, (“T.I.R.Z. #2,” “Midtown,” or “Zone”) was created by the City Council of the City of Houston, Texas (“City”) on December 14, 1994, by Ordinance No. 94-1345 and enlarged by Ordinance No. 95-1322 and subsequent ordinances. The primary goals of the Zone are to provide a source of funding through tax increments generated by redevelopment to eliminate the blight and substandard conditions existing and provide a way to remediate unsafe and unsanitary conditions in the Zone, and encourage the sound growth of the residential, retail, and commercial sectors in the Zone through the design and construction of improved streetscape enhancements, pedestrian amenities, public utility system upgrades, parkland improvements, and historic preservation of the various buildings designated as historic structures.

Section One

The Part A Plan and the Part B Plan

In May 1997 the City approved Midtown’s first Project Plan and Reinvestment Zone Financing Plan by Ordinance No. 97-600 (Part A Plan), as amended on October 22, 1997, by Ordinance No. 97-1338 (Part B Plan). The Part A Plan and the Part B Plan collectively consisted of a comprehensive plan for redevelopment in the Zone with project costs consisting of the following categories: housing; historic preservation; park acquisition; park and gateway development; existing park development; bike paths; streets, alleys and utilities; plazas along Main Street; demolition; security enhancements; pedestrian pathways; streetscapes along major streets, including Westheimer/Elgin and Alabama; and Main Street improvements.

The Part C Plan

In August 1999, the City approved the second amendment to the Project Plan and Reinvestment Zone Financing Plan (Part C Plan) by Ordinance No. 99-850. The Part C Plan addressed the addition of approximately 153 acres to the Zone and increased the project costs of the Zone to \$434,622,411. The Part C Plan restated the goals and objectives included in the Part A Plan and the Part B Plan.

The Part D Plan

In December 2009, the City approved a third amendment to the Project Plan and Reinvestment Zone Financing Plan (Part D Plan) by Ordinance No. 2009-1395, which approved the Part D Plan, and approved the enlargement of the Zone by Ordinance No. 2009-1396. The Part D Plan designated a Cultural and Tourism District, composed of the then-existing boundaries of the Zone and addressed the annexation of additional acres to the south of the Zone. The Part D Plan authorized use of Chapter 380, Texas Local Government Code, to provide grants (Chapter 380 Grants) to cultural facilities to enhance and continue vitality of existing cultural facilities in the Zone and promote the creation of new cultural facilities. The Part D Plan also authorized

creation of additional economic development programs for developing or expanding growth of the Zone's tax base, transportation, business, commerce and tourism activities that would provide for public infrastructure improvements, parking facilities, and the establishment or promotion of public facilities.

The Part E Plan

In June 2011, the City approved the fourth amendment to the Project Plan and Reinvestment Zone Financing Plan (Part E Plan) by Ordinance No. 2011-534. The Part E Plan extended the duration of the Zone to December 31, 2033, and updated the revenue schedule and project costs to reflect the extended duration and the participation of the Houston Community College in the Zone.

Section Two

The Part F Plan

The Zone and the City now propose the fifth amendment to the Project Plan and Reinvestment Zone Financing Plan (Part F Plan). The Part F Plan consists of (i) a summary of the redevelopment efforts of the Zone, (ii) a restatement of the Zone's redevelopment goals for the Zone, (iii) the redesignation of the Zone's project cost categories and allocations to align with current goals, and (iv) the anticipated use of expenditures for the cost of operating Zone and project facilities.

A. Summary of Redevelopment Efforts

Significant redevelopment and reinvestment has occurred in Midtown since its inception. With the increased demand for urban living, especially along mass transit corridors and near centers of employment, Midtown is continuing to see positive private investment, primarily of multi-family housing and mixed use development. To date for every \$1.00 of capital improvements spent, the private development market has invested \$47.00.

While the initial wave of development in Midtown occurred in the northwest quadrant and east central quadrant of the Zone (just outside of a common 5-minute walking distance from mass transit), new development opportunities are emerging around the McGowen Station and HCC/Ensemble Station areas. As capital improvements are focused on key corridors and destinations within the Zone, redevelopment efforts will continue to grow. The link between capital improvements and redevelopment opportunities is evidenced by both the building of mid-rise construction around areas of existing and proposed capital improvements and the demand and lease rates that give rise to development patterns that extend beyond standard "stick built" multi-family housing.

As Midtown continues to create a place of enhanced quality of life, public improvements are focusing on creating pedestrian-oriented and walkable complete streets, utility and infrastructure, parks and plaza spaces, cultural resources, district portals, parking, and overall safety and comfort in the public domain. Improving these valuable elements will assist in making Midtown a premier area in the City for redevelopment and reinvestment.

B. Redevelopment Plan Concepts and Goals

The redevelopment concepts and goals of the Part F Plan restate the prior redevelopment concepts and goals, updated based on the results of the Zone's redevelopment efforts. To the extent that prior statements of redevelopment concepts conflict with the concepts and goals articulated in the Part F Plan, the concepts and goals outlined below control.

Targeted real estate acquisitions of blighted properties in certain areas of the Zone, including Main Street Corridor, in order to catalyze development throughout the Zone and utilize the benefits of mass transit.

Targeted real estate acquisitions of blighted properties catalyze redevelopment in the Zone. The Part A Plan envisioned Main Street as the focus area of activities. In practice, however, since Main Street itself is limited by the practicalities of on-street light rail and the limited availability of parking, the streets intersecting and parallel to Main Street have benefitted. The Main Street Corridor, consisting of not only Main Street itself but Travis Street and Fannin Street running parallel thereto, is a vital set of arteries through the Zone with various development efforts planned. The Zone has acquired material tracts along the Main Street Corridor, including the parcels of land that will soon comprise Superblock Park, which will be a focal point for the Main Street Corridor and consist of a 3-acre urban park with restaurant pads and a subterranean parking garage. The Zone also acquired the land and improvements that constitute 3300 Main, which represents approximately 50,000 square feet of property along the Main Street Corridor. The Zone is in the planning stages of potential targeted acquisitions on the northern and southern portions of the Main Street Corridor, both of which are to be evaluated in light of the effects of surrounding redevelopment.

The Zone will continue to work to develop the central, northern and southern nodes of the Main Street Corridor by utilizing already-owned properties, targeted acquisitions of additional property or inducing other complimentary projects all of which will be linked by the light rail and other amenities. Increased residential density and commercial uses serving such residents along the Main Street Corridor promote increased access to the light rail and in turn ridership. Accordingly, the Zone plans to leverage federal transportation grants to improve public infrastructure in and around the Main Street Corridor and for development of parking facilities for light rail users. Additionally, property acquisition in and around the Main Street Corridor will enable the design and construction of walkable sidewalks, allowing pedestrians to more easily access to mass transit and encouraging the expansion of rail, bus and shuttle services.

Development of open green space, parks, plazas, public squares, and other similar improvements within the Zone.

The Zone's continued development of new green space and redevelopment of existing green spaces is vital for the creation of cohesive and vibrant communities within the Zone as well as attracting residents from surrounding communities. As the Part A Plan articulated, there continues to be a need for public open spaces in contrast to limited private outdoor space today, and the Zone's public improvements consisting of parks,

plazas, public squares and landscaping in public right-of-way (as further described in Section Two, A. Summary of Redevelopment Efforts above) carry out the vision for creating community with open spaces, connectivity and mixed uses along its corridors. Parks and plazas help foster social interactions that define the public realm and urban culture. In addition to the Superblock Park, which is currently under design, the Zone anticipates completion of major renovations to Midtown Park, Baldwin Park and Glover Park. Additionally, the Zone owns and controls certain green spaces adjacent to existing developments which may be redeveloped in the future. The Zone expects the development of plazas and public squares to compliment cultural facilities in the Zone. Since many of the Zone's key cultural institutions are located along the Main Street Corridor, the development of such amenities must be consistent with those institutions and keep pace with increased residential density throughout the Zone and the evolution of amenities desired by such residents.

Enhancement of public infrastructure within the Zone to proactively facilitate redevelopment.

As described in Summary of Redevelopment Efforts herein, the Zone has upgraded significant portions of the streetscape, sidewalks and utilities throughout the Zone. The Zone has expedited capital improvement projects in the Zone by managing the projects and using tax increment to finance them. Map I, attached hereto, depicts completed public infrastructure improvement projects and planned future projects. The Zone will continue to enhance public infrastructure in the Zone in order to keep pace with expanding demands that have resulted in part because of the Zone's own successful redevelopment efforts.

Implementation of development guidelines relating to public infrastructure and amenities to promote diverse mixed use neighborhoods and communities within the Zone.

The Zone expects to develop and implement development guidelines for public infrastructure that induces and supports private development, public access, walkable sidewalks, connectivity and sustainable construction. As indicated on page 10 of the Part A Plan, one of the Zone's major concepts is the development of streetscape and buildings that acknowledge and respect the perspective and needs of pedestrians using the sidewalks and other pathways. The development guidelines will serve as a guidepost to both private developers for how such projects interact with public space and the Zone or other public entities for public improvements in and around private developments. The Zone expects to work closely with the City to accomplish these guidelines and to ensure that they work in harmony with all existing policy directives of the City. The goal is to elevate the standard for livability in the Zone and cohesion among the diverse mixed use neighborhoods and commercial uses and is tailored to promote connectivity among these areas.

It is not currently anticipated that land use restrictions will be implemented as contemplated in Chapter 311 of the Texas Tax Code.

Creation and inducement of expanded parking facilities within the Zone and the acquisition of real estate therefor.

There is a significant need for parking facilities in the Zone due to its location between two of the City's main workforce areas (Downtown and the Texas Medical Center), access to mass transit and the mixed use development of retail, single family and multi-family housing, and cultural and entertainment venues that attract visitors to the Zone. The Zone intends to evaluate the need and identify strategic locations for the construction or inducement of such facilities that will constitute public infrastructure under the Part F Plan. The Zone may develop and/or construct parking facilities with a management contract in place or partner with or provide subsidy to other entities for parking facilities. Enhanced parking options along the light rail present opportunities for additional visitors to the Zone and would enhance retail and commercial facilities in and around the parking and light rail stops within the Zone. Additionally, some parking facilities may qualify for federal grants, allowing the Zone to leverage tax increment and use such increment for other redevelopment efforts.

Acquisition and development of mass transit-accessible and sustainable affordable housing.

The Zone has assembled property within the limits of the City to be developed for sustainable affordable housing to serve the two major workplaces within the City's core. The expansion of light rail within the area presents additional opportunities to develop housing for residents of this community. As the Zone continues to focus on development of sustainable affordable housing with community partners, the land acquisition and redevelopment efforts will further focus on acquiring land along the expanded mass transit lines in the City's historic Third Ward and developing projects that have a nexus with mass transit and public facilities like libraries, schools, recreational facilities and hike and bike trails. Additionally, in order to maximize use of the Zone's affordable housing holdings, the Zone will consider partnering with private developers of mixed income residential housing in circumstances that make sense given community dynamics and in some instances participating in multi-party contracts with community development corporations and private developers.

Award of selective cultural facility grants to support cultural facilities in the Zone.

The Zone was designated by the Texas Commission on the Arts as a Cultural District and contains approximately 31 cultural education facilities. This blue ribbon award from the state of Texas is anticipated to galvanize the growing number of cultural facilities in the Zone. The Zone has made grants of tax increment, as directed by the City and consistent with its Project Plan and Chapter 380 Grants, to various cultural facilities in the Zone for portions of both construction and land costs. The Zone anticipates continuing to provide selective grants to new, existing and emerging cultural facilities in the Zone that serve to strengthen the Cultural District and that through location, or the attraction of visitors to such facility, are catalysts for redevelopment and support retail uses to complement the visitors' experience in the Zone. The Zone will adopt a policy for criteria and evaluation of such cultural facilities and has set aside herein certain project costs for grants to cultural facilities in the Zone.

C. Authorized Projects and Project Costs

The amended and restated project costs are detailed below. Additionally, attached hereto as Exhibit 1 is a schedule of Zone's project costs, details of adjustments in the project costs from Plan A to Plan E and amounts remaining under each project costs category as of June 30, 2012. The dollar amounts for each category are approximate and may be amended from time to time by the Board of Directors of the Zone with approval of the City Council.

Summary of Project Costs¹

Financing Costs	\$ 60,831,816
Real Property Assembly	\$ 25,533,106
Professional Services	\$ 6,966,225
Capital Projects	
School & Educ./Cultural	\$ 83,770,000
Housing	\$ 129,888,707
Cultural and Places of Public Assembly Facilities	\$ 6,633,276
Historic Preservation	\$ 139,992
Parks and Paths	\$ 19,903,004
Public Infrastructure ²	\$ 18,000,000
Streets and Utilities	\$ 70,263,856
Streetscape and Gateways	\$ 40,773,654
Security Equip	\$ 1,576,282
Demolition and Cleanup	\$ 4,393,956
Total Capital Projects	\$ 468,673,874
Creation and Plan Expenses	\$ 557,300
Zone Operation	\$ 15,391,238
TOTAL	\$ 484,622,412

¹ Pursuant to Section Two, E. Operation of Zone and Project Facilities hereof, up to 5% of all project costs for the Zone may be used for operation of Zone and project facilities regardless of project cost category.

² Public Infrastructure includes parking facilities within the Zone.

D. Chapter 380 Economic Development Programs.

As an alternative to direct investment in capital improvements to public infrastructure or investment in public infrastructure to stimulate private investment, the Zone may fund an economic development program to incentivize private enterprise in the Zone and serve as a catalyst for other business developments ("380 Programs"). The 380 Programs would induce private development paired with public investment to (i) support appropriate operation and maintenance of public infrastructure and facilities, including parks and recreational facilities, and (ii) develop and diversify the economy of the Zone, eliminate unemployment and underemployment in the Zone, and develop or expand transportation, business, and commercial activity in the Zone. The 380 Programs may also be paired with other financing mechanisms such as new market tax credits and related programs. The Zone may adopt a more formal program to address future conditions, and the 380 Programs outlined in this Part F Plan shall constitute an economic development program of the Zone.

E. Operation of Zone and Project Facilities

As a direct consequence of an expanding list of projects, particularly park and public space projects, the Zone must provide for operation of the Zone's existing and planned facilities in the near term and in years to come beyond the duration of the Zone. In order to adequately provide for the operation of those facilities, operation expenditures are included in the project costs in Exhibit 1 attached hereto in an amount of up to 5% of total project costs for the Zone regardless of project cost category.

F. Project Plan

Existing and Proposed Uses of Land (Texas Tax Code § 311.011(b)(1)): Map 2, attached hereto, depicts the existing land uses in the original and annexed areas of the Zone, and Map 3, attached hereto, depicts the proposed land uses. The existing and proposed land uses include multi-family and single family residential, commercial, office, public and institutional, transportation, park and open spaces, and undeveloped land uses. It also provides key infrastructure improvements and infrastructure needs.

Proposed Changes of Zoning Ordinances, Master Plan of Municipality, Building Codes, and Other Municipal Ordinances (Texas Tax Code § 311.011(b)(2)): All construction will be performed in conformance with the City's existing rules and regulations. There are no proposed changes to any City ordinance, master plan, or building code.

Estimated Non-Project Costs (Texas Tax Code § 311.011(b)(3)): The project costs included herein are inclusive of projects costs to be incurred by the Zone only. The costs that would otherwise be project costs but are derived from other parties, such as the U.S. Department of Transportation, are non-project costs and account for \$2.5 million as of June 30, 2012, and are estimated to total \$10 million for the life of the Zone.

Method of Relocating Persons to be Displaced, if any, as a Result of Implementing the Plan (Texas Tax Code § 311.011(b)(4)): It is not anticipated that any residents will be displaced or relocated as a result of the Part F Plan.

G. Reinvestment Zone Financing Plan

Estimated Project Costs (Texas Tax Code § 311.011(c)(1)): Exhibit 1 details the proposed public improvement and administrative project costs. As set forth in the Part C Plan, the dollar amounts are approximate and may be amended from time to time by the Board of Directors of the Zone with approval of the City Council. The financing costs are a function of project financing needs and will vary with market conditions from the estimates shown on Exhibit 1. The project categories describe generally the kind of improvements contemplated by this Part F Plan.

Proposed Kind, Number, and Location of all Proposed Public Works or Public Improvements to be Financed in the Zone (Texas Tax Code § 311.011(c)(2)): These details are described throughout the Part F Plan, including but not limited to those presented in Map 1.

Economic Feasibility (Texas Tax Code § 311.011(c)(3)): An economic feasibility study was completed for the Downtown/Midtown area in 1993 by CDS Market Research and was subsequently updated in 1999. The study documents the economic potential in the Zone. Exhibits 2 thru 6 constitute updated incremental revenue estimates for the remaining years of the Zone. The incremental revenue estimates are projected to be sufficient to cover the costs of the proposed redevelopment and infrastructure improvements in the Zone for the remainder of the Zone. The Part F Plan estimates total project costs of \$484,622,412, of which \$175,356,652 has already been expended during the life of the Zone through June 30, 2012, leaving \$309,265,760 in remaining project costs. The increment revenue estimate for the remaining years of the Zone inclusive of all Zone participations is \$373,893,068. The Zone and the City find and determine that the Part A Plan, Part B Plan, Part C Plan, Part D Plan, Part E Plan, and Part F Plan are economically feasible.

Estimated Amount of Bond Indebtedness; Estimated Time When Related Costs or Monetary Obligations Incurred (Texas Tax Code § 311.011(c)(4), § 311.011(c)(5)): Issuance of notes and bonds by the Zone will occur as tax increment revenues allow. The value and timing of the issuance of notes or bonds will correlate to debt capacity as derived from the attached revenue and project schedules, as well as actual market conditions for the issue and sale of such notes and bonds.

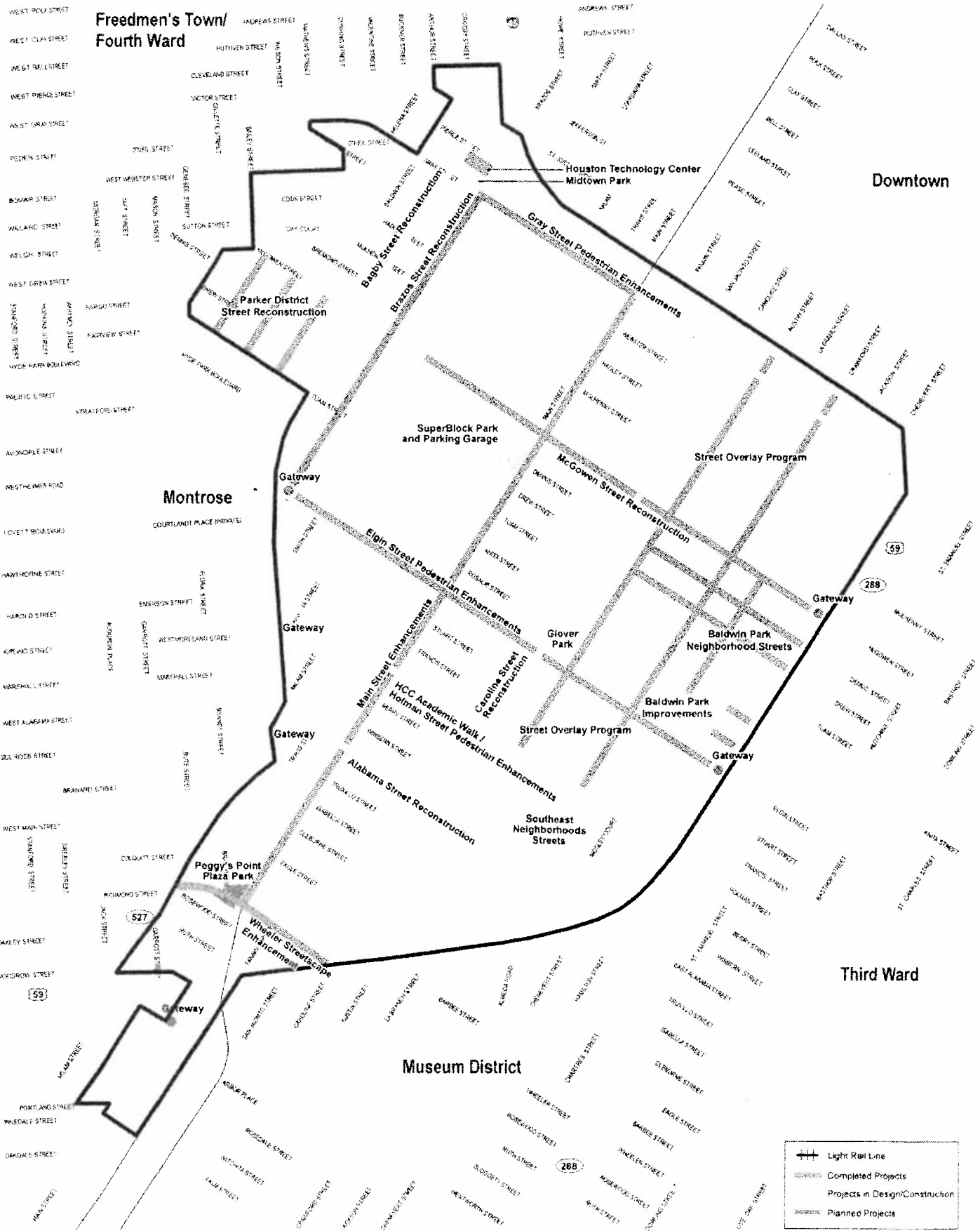
Methods and Sources of Financing Project Costs and Percentage of Increment from Taxing Units Anticipated to Contribute Tax Increment to the Zone (Texas Tax Code § 311.011(c)(6)): Methods and sources of financing include the issuance of notes and bonds, as well as collaboration with developers and other entities for grant funding and partnerships. Tax Year 1995 was the base year for the Zone, including the extension in duration of the Zone to Tax Year 2033. As outlined in Exhibits 2 through 6, approximately \$384.5 million of increment is estimated to be generated by the Zone for use in funding project costs. This figure is calculated using an estimated collection rate of 97% and a City contribution of \$0.63875/\$100 of assessed valuation, a Harris County contribution of \$0.41728/\$100 of assessed valuation, a Houston Independent School District contribution of \$1.15670/\$100 of assessed valuation in the Original and 1995 Annexed Areas and \$.9600/\$100 of assessed valuation in the 1999 Annexed Area, and a Houston Community College contribution of \$.0922/\$100 of assessed valuation.

Current Total Appraised Value of Taxable Real Property (Texas Tax Code § 311.011(c)(7)): The current projected appraised value of taxable real property in the Zone, as of September 12, 2012, is \$1,263,527,024.

Estimated Captured Appraised Value of Zone During Each Year of Existence (Texas Tax Code § 311.011(c)(8)): The estimated captured appraised value for the remaining duration of the Zone is set forth in Exhibit 2.

Zone Duration (Texas Tax Code § 311.011(c)(9)): The Zone will terminate on December 31, 2033; however, increments received during 2033 shall be used to pay project costs or other obligations of the Zone.

MAP 1
Public Infrastructure Projects



**Freedmen's Town/
Fourth Ward**

Montrose

Museum District

Downtown

Third Ward

	Light Rail Line
	Completed Projects
	Projects in Design/Construction
	Planned Projects



Proposed Capital Improvement Projects
Midtown Redevelopment Authority

MAP 2
Land Use

Freedmen's Town/ Fourth Ward

Downtown

Montrose

Third Ward

Museum District



Legend for Land Use:

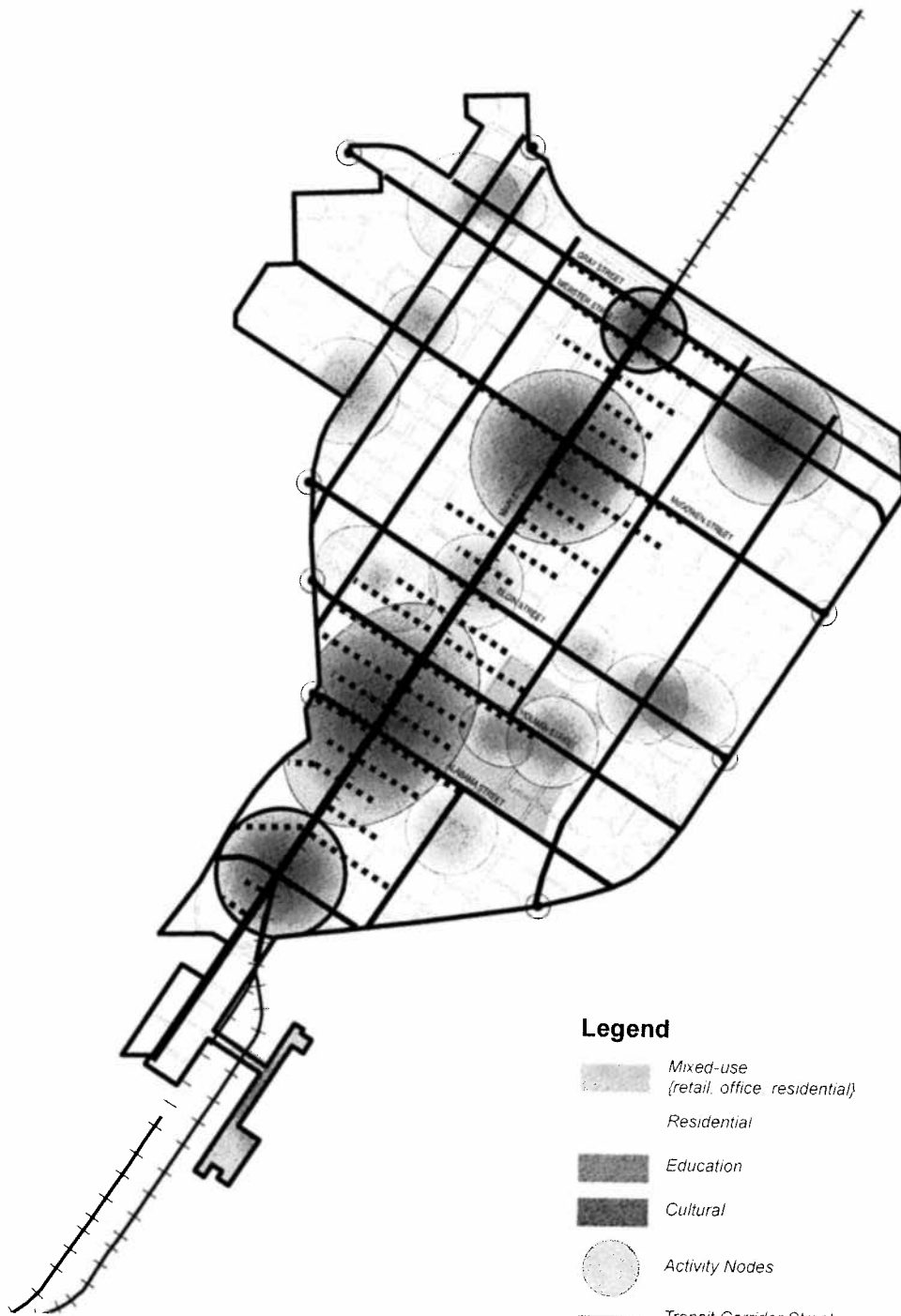
- Light Rail Line
- Light Rail Station
- Light Rail Stop
- Light Rail Station

Land Uses	
Government	Office
Industrial	Parking
Residential	Public Recreation
Retail	Regional
Multi-Family	Single-Family
Multi-Family	Community
Multi-Family	City
Multi-Family	Urban



MAP 3
Proposed Land Uses

Proposed Land Uses



Legend











-  Mixed-use (retail, office, residential)
-  Residential
-  Education
-  Cultural
-  Activity Nodes
-  Transit Corridor Street
-  Primary Street
-  Type 'A' Street
-  Light rail
-  Gateways



Exhibit 1 - Part F Project Costs Schedule

	1997/1999 Plan Estimated Costs	2009 Plan Estimated Costs	2011 Plan Estimated Costs	2013 Plan Estimated Costs	Total Plan	Costs through 06/30/12	Remaining Costs
Non-Educational Project Costs							
Infrastructure Improvements:							
Roadway and Utility System Improvements							
Streets and Utilities	\$ 62,365,000	\$ -	\$ 7,898,856	\$ -	\$ 70,263,856	\$ 11,623,374	\$ 58,640,482
Streetscapes and Gateways Improvements	\$ 36,190,000	\$ -	\$ 4,583,654	\$ -	\$ 40,773,654	\$ 21,639,623	\$ 19,134,031
Streetscapes and Gateways	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -
Public Infrastructure	\$ -	\$ -	\$ -	\$ 18,000,000	\$ 18,000,000	\$ -	\$ 18,000,000
Total Infrastructure Improvement	\$ 98,555,000	\$ -	\$ 12,482,510	\$ 18,000,000	\$ 129,037,510	\$ 33,262,997	\$ 95,774,513
Other Project Costs:							
Real Property Assembly Improvements							
Real Property Assembly	\$ 20,000,000	\$ -	\$ 2,533,106	\$ 3,000,000	\$ 25,533,106	\$ 13,222,886	\$ 12,310,220
Total Real Property Assembly Improvements	\$ 20,000,000	\$ -	\$ 2,533,106	\$ 3,000,000	\$ 25,533,106	\$ 13,222,886	\$ 12,310,220
Professional Services Improvements							
Professional Services	\$ 5,763,000	\$ -	\$ 1,203,225	\$ -	\$ 6,966,225	\$ 3,682,900	\$ 3,283,325
Total Professional Services Improvements	\$ 5,763,000	\$ -	\$ 1,203,225	\$ -	\$ 6,966,225	\$ 3,682,900	\$ 3,283,325
Historic Preservation							
Historic Preservation	\$ 9,500,000	\$ -	\$ 729,914	\$ (10,089,922)	\$ 139,992	\$ 139,992	\$ -
Total Historic Preservation Improvements	\$ 9,500,000	\$ -	\$ 729,914	\$ (10,089,922)	\$ 139,992	\$ 139,992	\$ -
Parks and Recreational Facilities Improvements							
Parks and Paths	\$ 16,210,000	\$ -	\$ 2,053,082	\$ 1,639,922	\$ 19,903,004	\$ 8,014,130	\$ 11,888,874
Total Parks and Recreational Facilities Improvements	\$ 16,210,000	\$ -	\$ 2,053,082	\$ 1,639,922	\$ 18,263,082	\$ 8,014,130	\$ 11,888,874
Safety & Security Infrastructure Improvements							
Security Equipment	\$ 4,550,000	\$ -	\$ 576,282	\$ (3,550,000)	\$ 1,576,282	\$ -	\$ 1,576,282
Total Safety & Security Improvements	\$ 4,550,000	\$ -	\$ 576,282	\$ (3,550,000)	\$ 1,576,282	\$ -	\$ 1,576,282
Remediation Improvements							
Demolition and Cleanup	\$ 3,900,000	\$ -	\$ 493,956	\$ -	\$ 4,393,956	\$ -	\$ 4,393,956
Total Remediation Improvements	\$ 3,900,000	\$ -	\$ 493,956	\$ -	\$ 4,393,956	\$ -	\$ 4,393,956
Cultural and Public Facilities Improvements							
Cultural and Places of Public Assembly Facilities	\$ -	\$ 5,000,000	\$ 633,276	\$ 1,000,000	\$ 6,633,276	\$ 3,433,321	\$ 3,199,955
Total Cultural and Public Facilities Improvements	\$ -	\$ 5,000,000	\$ 633,276	\$ 1,000,000	\$ 6,633,276	\$ 3,433,321	\$ 3,199,955
Total Other Project Costs	\$ 59,923,000	\$ 5,000,000	\$ 8,222,841	\$ (8,000,000)	\$ 65,145,841	\$ 28,493,229	\$ 36,652,612
Affordable Housing Improvements							
Affordable Housing	\$ 115,287,000	\$ -	\$ 14,601,707	\$ -	\$ 129,888,707	\$ 43,577,589	\$ 86,311,118
Total Affordable Housing Improvements	\$ 115,287,000	\$ -	\$ 14,601,707	\$ -	\$ 129,888,707	\$ 43,577,589	\$ 86,311,118
Financing Cost:							
Financing Cost	\$ 62,869,111	\$ -	\$ 7,962,705	\$ (10,000,000)	\$ 60,831,816	\$ 33,080,563	\$ 27,751,253
Total Financing Costs	\$ 62,869,111	\$ -	\$ 7,962,705	\$ (10,000,000)	\$ 60,831,816	\$ 33,080,563	\$ 27,751,253
Zone Administration:							
Operations for Duration of Zone	\$ 13,661,000	\$ -	\$ 1,730,238	\$ -	\$ 15,391,238	\$ 10,450,274	\$ 4,940,964
Zone Creation	\$ 557,300	\$ -	\$ -	\$ -	\$ 557,300	\$ 557,300	\$ -
Total Zone Administration Costs	\$ 14,218,300	\$ -	\$ 1,730,238	\$ -	\$ 15,948,538	\$ 11,007,574	\$ 4,940,964
Total Non-Educational Project Costs	\$ 240,115,411	\$ 5,000,000	\$ 30,974,576	\$ (3,550,000)	\$ 276,089,987	\$ 105,844,363	\$ 166,695,624
Education Project Costs							
Cost Associated with the construction/reconstruction of Educational Facilities	\$ 83,770,000	\$ -	\$ -	\$ -	\$ 83,770,000	\$ 25,934,700	\$ 57,835,300
Total Education Project Costs	\$ 83,770,000	\$ -	\$ -	\$ -	\$ 83,770,000	\$ 25,934,700	\$ 57,835,300
PROJECT PLAN TOTAL	\$ 434,622,411	\$ 5,000,000	\$ 45,000,001	\$ -	\$ 484,622,412	\$ 175,356,652	\$ 309,265,760

Notes:
Pursuant to Section Two, E. Operation of Zone and Project Facilities hereof, up to 5% of all project costs for the Zone may be used for operation of Zone and project facilities.
costs regardless of project cost.
Public Infrastructure includes parking facilities within the Zone.
For informational purposes only. These costs are taken from an audited supplement to the most recent financial audit of the Midtown Redevelopment Authority and may be supplemented, revised, and amended as determined to be accurate by the Authority based on actual expenditures of funds.

EXHIBIT 2
Net Revenue Schedule – All Entities

TY	Increment Revenue				Total Increment Revenue	Net Revenue (Total Increment Revenue Less Transfers)
	Original Area and Annexation 1995	Annexation 1999	Annexation 2009(1)			
2012	\$ 16,978,055	\$ 1,929,669	\$ -	\$ -	\$ 18,907,723	\$ 9,778,190
2013	\$ 17,966,488	\$ 2,028,648	\$ -	\$ -	\$ 19,995,135	\$ 10,388,563
2014	\$ 18,792,511	\$ 2,128,573	\$ -	\$ -	\$ 20,921,085	\$ 10,910,152
2015	\$ 19,641,898	\$ 2,229,469	\$ -	\$ -	\$ 21,871,367	\$ 11,445,773
2016	\$ 20,815,238	\$ 2,331,359	\$ -	\$ -	\$ 23,146,597	\$ 12,161,768
2017	\$ 21,718,534	\$ 2,434,269	\$ -	\$ -	\$ 24,152,803	\$ 12,729,509
2018	\$ 22,853,224	\$ 2,538,190	\$ -	\$ -	\$ 25,391,415	\$ 13,426,458
2019	\$ 20,969,204	\$ 2,643,290	\$ -	\$ -	\$ 23,612,494	\$ 12,274,309
2020	\$ 20,183,749	\$ 2,749,487	\$ -	\$ -	\$ 22,933,237	\$ 11,799,173
2021	\$ 20,790,183	\$ 2,856,810	\$ -	\$ -	\$ 23,646,992	\$ 12,235,980
2022	\$ 21,381,369	\$ 2,965,285	\$ -	\$ -	\$ 24,346,655	\$ 12,676,583
2023	\$ 21,987,336	\$ 3,074,847	\$ -	\$ -	\$ 25,062,183	\$ 13,127,778
2024	\$ 22,608,451	\$ 3,185,621	\$ -	\$ -	\$ 25,794,072	\$ 13,589,852
2025	\$ 9,003,762	\$ 1,704,481	\$ -	\$ -	\$ 10,708,244	\$ 6,641,339
2026	\$ 8,171,030	\$ 1,547,824	\$ -	\$ -	\$ 9,718,854	\$ 5,993,293
2027	\$ 8,399,637	\$ 1,594,992	\$ -	\$ -	\$ 9,994,629	\$ 6,163,354
2028	\$ 8,633,959	\$ 1,643,339	\$ -	\$ -	\$ 10,277,298	\$ 6,337,667
2029	\$ 8,874,140	\$ 1,692,894	\$ -	\$ -	\$ 10,567,034	\$ 6,516,338
2030	\$ 9,120,325	\$ 1,743,689	\$ -	\$ -	\$ 10,864,013	\$ 6,699,475
2031	\$ 9,372,664	\$ 1,795,753	\$ -	\$ -	\$ 11,168,417	\$ 6,887,190
2032	\$ 9,631,312	\$ 1,849,119	\$ -	\$ -	\$ 11,480,431	\$ 7,079,599
	\$ 337,893,068	\$ 46,667,609	\$ -	\$ -	\$ 384,560,677	\$ 208,862,344

EXHIBIT 2A Transfer Schedule – All Entities

Tax Year (1)	Increment Revenue										Transfers (5)					Net Revenue (Total Increment Revenue less Total Transfers)					
	Original Area and Annexation 1995 (2)					Annexation 1999 (3)					Annexation 2009(4)						Total				
	City	HSD	County	HCC	Total	City	HSD	County	HCC	Total	City	HSD	County	HCC	Total		Affordable Housing	HSD Educational Transfer	Admin	Total	
2012	\$ 5,488,403	\$ 7,080,038	\$ 3,668,633	\$ 730,981	\$ 16,878,065	\$ 996,392	\$ 798,402	\$ -	\$ 134,875	\$ 1,929,669	\$ -	\$ -	\$ -	\$ -	\$ -	\$ 6,902,574	\$ 2,268,787	\$ 556,171	\$ 9,129,533	\$ 9,778,190	
2013	\$ 5,660,195	\$ 7,777,192	\$ 3,776,669	\$ 752,432	\$ 17,966,488	\$ 1,029,774	\$ 859,521	\$ -	\$ 139,953	\$ 2,028,648	\$ -	\$ -	\$ -	\$ -	\$ -	\$ 6,665,045	\$ 2,268,195	\$ 573,332	\$ 9,606,572	\$ 10,388,563	
2014	\$ 5,826,031	\$ 8,304,655	\$ 3,887,406	\$ 774,420	\$ 18,792,511	\$ 1,063,990	\$ 920,640	\$ -	\$ 143,943	\$ 2,128,573	\$ -	\$ -	\$ -	\$ -	\$ -	\$ 6,973,695	\$ 2,448,366	\$ 588,871	\$ 10,010,933	\$ 10,910,152	
2015	\$ 5,996,013	\$ 8,848,017	\$ 4,000,911	\$ 796,957	\$ 19,641,898	\$ 1,099,062	\$ 981,760	\$ -	\$ 148,648	\$ 2,229,469	\$ -	\$ -	\$ -	\$ -	\$ -	\$ 7,290,456	\$ 2,530,339	\$ 604,799	\$ 10,425,594	\$ 11,445,773	
2016	\$ 6,170,245	\$ 9,707,681	\$ 4,117,254	\$ 820,058	\$ 20,815,238	\$ 1,135,011	\$ 1,042,879	\$ -	\$ 153,470	\$ 2,331,359	\$ -	\$ -	\$ -	\$ -	\$ -	\$ 7,715,532	\$ 2,648,171	\$ 621,125	\$ 10,984,828	\$ 12,161,768	
2017	\$ 6,348,833	\$ 10,289,460	\$ 4,236,505	\$ 843,736	\$ 21,718,534	\$ 1,171,858	\$ 1,103,938	\$ -	\$ 158,413	\$ 2,434,269	\$ -	\$ -	\$ -	\$ -	\$ -	\$ 8,050,984	\$ 2,734,500	\$ 637,860	\$ 11,423,294	\$ 12,729,509	
2018	\$ 6,531,885	\$ 11,094,595	\$ 4,355,738	\$ 868,066	\$ 22,865,224	\$ 1,209,626	\$ 1,165,085	\$ -	\$ 163,479	\$ 2,538,190	\$ -	\$ -	\$ -	\$ -	\$ -	\$ 8,463,805	\$ 2,846,139	\$ 655,012	\$ 11,964,957	\$ 13,428,458	
2019	\$ 6,719,513	\$ 11,714,982	\$ 1,641,825	\$ 892,883	\$ 20,969,204	\$ 1,248,338	\$ 1,226,279	\$ -	\$ 168,672	\$ 2,643,290	\$ -	\$ -	\$ -	\$ -	\$ -	\$ 8,870,831	\$ 2,936,869	\$ 530,484	\$ 11,338,185	\$ 12,274,309	
2020	\$ 6,911,833	\$ 12,353,534	\$ -	\$ 918,382	\$ 20,183,749	\$ 1,288,019	\$ 1,287,472	\$ -	\$ 173,995	\$ 2,749,487	\$ -	\$ -	\$ -	\$ -	\$ -	\$ 7,644,412	\$ 3,029,659	\$ 459,993	\$ 11,134,064	\$ 11,799,173	
2021	\$ 7,108,960	\$ 12,736,704	\$ -	\$ 944,519	\$ 20,790,183	\$ 1,328,692	\$ 1,348,666	\$ -	\$ 179,451	\$ 2,856,810	\$ -	\$ -	\$ -	\$ -	\$ -	\$ 7,882,331	\$ 3,056,799	\$ 471,883	\$ 11,411,012	\$ 12,235,980	
2022	\$ 7,311,015	\$ 13,099,046	\$ -	\$ 971,309	\$ 21,381,369	\$ 1,370,381	\$ 1,409,860	\$ -	\$ 185,044	\$ 2,965,285	\$ -	\$ -	\$ -	\$ -	\$ -	\$ 8,115,552	\$ 3,070,450	\$ 484,070	\$ 11,670,071	\$ 12,676,583	
2023	\$ 7,518,122	\$ 13,470,446	\$ -	\$ 998,768	\$ 21,987,336	\$ 1,413,113	\$ 1,470,958	\$ -	\$ 190,776	\$ 3,074,847	\$ -	\$ -	\$ -	\$ -	\$ -	\$ 8,354,061	\$ 3,083,782	\$ 496,562	\$ 11,934,405	\$ 13,127,778	
2024	\$ 7,730,407	\$ 13,851,131	\$ -	\$ 1,026,914	\$ 22,608,451	\$ 1,456,912	\$ 1,532,057	\$ -	\$ 196,652	\$ 3,185,621	\$ -	\$ -	\$ -	\$ -	\$ -	\$ 8,598,024	\$ 3,096,830	\$ 509,366	\$ 12,204,220	\$ 13,569,852	
2025	\$ 7,947,998	\$ -	\$ -	\$ 1,055,764	\$ 9,003,762	\$ 1,501,807	\$ -	\$ -	\$ 202,674	\$ 1,704,481	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ 497,490	\$ 4,066,905	\$ 6,641,339
2026	\$ 8,171,030	\$ -	\$ -	\$ -	\$ 8,171,030	\$ 1,547,824	\$ -	\$ -	\$ -	\$ 1,547,824	\$ -	\$ -	\$ -	\$ -	\$ -	\$ 3,239,618	\$ -	\$ -	\$ 465,943	\$ 3,725,561	\$ 5,995,293
2027	\$ 8,398,627	\$ -	\$ -	\$ -	\$ 8,398,627	\$ 1,594,982	\$ -	\$ -	\$ -	\$ 1,594,982	\$ -	\$ -	\$ -	\$ -	\$ -	\$ 3,331,543	\$ -	\$ -	\$ 498,731	\$ 3,831,274	\$ 6,163,354
2028	\$ 8,633,959	\$ -	\$ -	\$ -	\$ 8,633,959	\$ 1,643,339	\$ -	\$ -	\$ -	\$ 1,643,339	\$ -	\$ -	\$ -	\$ -	\$ -	\$ 3,425,766	\$ -	\$ -	\$ 513,865	\$ 3,939,631	\$ 6,337,667
2029	\$ 8,874,140	\$ -	\$ -	\$ -	\$ 8,874,140	\$ 1,692,894	\$ -	\$ -	\$ -	\$ 1,692,894	\$ -	\$ -	\$ -	\$ -	\$ -	\$ 3,522,345	\$ -	\$ -	\$ 528,352	\$ 4,050,696	\$ 6,516,338
2030	\$ 9,120,325	\$ -	\$ -	\$ -	\$ 9,120,325	\$ 1,743,689	\$ -	\$ -	\$ -	\$ 1,743,689	\$ -	\$ -	\$ -	\$ -	\$ -	\$ 3,621,338	\$ -	\$ -	\$ 543,201	\$ 4,164,538	\$ 6,699,475
2031	\$ 9,372,664	\$ -	\$ -	\$ -	\$ 9,372,664	\$ 1,795,753	\$ -	\$ -	\$ -	\$ 1,795,753	\$ -	\$ -	\$ -	\$ -	\$ -	\$ 3,722,806	\$ -	\$ -	\$ 556,421	\$ 4,281,226	\$ 6,887,190
2032	\$ 9,631,312	\$ -	\$ -	\$ -	\$ 9,631,312	\$ 1,849,119	\$ -	\$ -	\$ -	\$ 1,849,119	\$ -	\$ -	\$ -	\$ -	\$ -	\$ 3,826,810	\$ -	\$ -	\$ 574,022	\$ 4,400,832	\$ 7,079,599
	\$ 155,482,519	\$ 140,327,481	\$ 29,687,939	\$ 12,395,128	\$ 337,893,068	\$ 29,180,587	\$ 15,147,577	\$ -	\$ 2,339,445	\$ 46,667,609	\$ -	\$ -	\$ -	\$ -	\$ -	\$ 128,186,892	\$ 36,118,888	\$ 11,392,552	\$ 175,698,333	\$ 208,862,344	

EXHIBIT 3
Master Revenue Schedule – City of Houston

Tax Year(1)	Base Values(2)			Projected Value			Captured Appraised Value			Collection Rate (3)	Tax Rate
	Original	Annexation 1995	Annexation 2009	Original	Annexation 1995	Annexation 2009	Original	Annexation 1995	Annexation 2009		
2012	\$ 96,343,200	\$ 57,738,340	\$ 54,694,350	\$ 656,028,652	\$ 388,482,340	\$ 215,609,769	\$ 566,685,452	\$ 330,744,200	\$ 160,815,419	97.00%	0.63875
2013	\$ 96,343,200	\$ 57,738,340	\$ 54,694,350	\$ 672,429,368	\$ 398,194,004	\$ 220,897,513	\$ 573,086,168	\$ 340,456,264	\$ 166,203,163	97.00%	0.63875
2014	\$ 96,343,200	\$ 57,738,340	\$ 54,694,350	\$ 689,240,103	\$ 408,149,669	\$ 226,419,951	\$ 589,896,903	\$ 350,411,129	\$ 171,725,601	97.00%	0.63875
2015	\$ 96,343,200	\$ 57,738,340	\$ 54,694,350	\$ 706,471,105	\$ 418,353,305	\$ 232,090,450	\$ 607,127,965	\$ 360,614,865	\$ 177,396,100	97.00%	0.63875
2016	\$ 96,343,200	\$ 57,738,340	\$ 54,694,350	\$ 724,132,883	\$ 428,812,035	\$ 237,882,461	\$ 624,789,683	\$ 371,073,695	\$ 183,168,111	97.00%	0.63875
2017	\$ 96,343,200	\$ 57,738,340	\$ 54,694,350	\$ 742,236,205	\$ 439,532,336	\$ 243,829,523	\$ 642,893,005	\$ 381,793,996	\$ 188,135,173	97.00%	0.63875
2018	\$ 96,343,200	\$ 57,738,340	\$ 54,694,350	\$ 760,782,110	\$ 450,520,645	\$ 249,925,261	\$ 661,448,910	\$ 392,782,005	\$ 195,230,911	97.00%	0.63875
2019	\$ 96,343,200	\$ 57,738,340	\$ 54,694,350	\$ 779,811,913	\$ 461,783,861	\$ 256,173,392	\$ 680,468,713	\$ 404,045,321	\$ 201,475,042	97.00%	0.63875
2020	\$ 96,343,200	\$ 57,738,340	\$ 54,694,350	\$ 799,307,210	\$ 473,328,552	\$ 262,577,727	\$ 699,964,010	\$ 415,589,912	\$ 207,863,377	97.00%	0.63875
2021	\$ 96,343,200	\$ 57,738,340	\$ 54,694,350	\$ 819,289,891	\$ 485,161,459	\$ 269,142,170	\$ 719,946,691	\$ 427,432,119	\$ 214,447,820	97.00%	0.63875
2022	\$ 96,343,200	\$ 57,738,340	\$ 54,694,350	\$ 839,772,138	\$ 497,290,495	\$ 275,870,724	\$ 740,428,938	\$ 439,532,155	\$ 221,176,374	97.00%	0.63875
2023	\$ 96,343,200	\$ 57,738,340	\$ 54,694,350	\$ 860,765,441	\$ 509,722,756	\$ 282,767,493	\$ 761,423,241	\$ 451,984,418	\$ 228,073,143	97.00%	0.63875
2024	\$ 96,343,200	\$ 57,738,340	\$ 54,694,350	\$ 882,285,602	\$ 522,485,826	\$ 289,636,690	\$ 782,842,402	\$ 464,727,486	\$ 235,142,300	97.00%	0.63875
2025	\$ 96,343,200	\$ 57,738,340	\$ 54,694,350	\$ 904,342,743	\$ 538,527,472	\$ 297,082,937	\$ 804,999,543	\$ 477,799,132	\$ 242,388,247	97.00%	0.63875
2026	\$ 96,343,200	\$ 57,738,340	\$ 54,694,350	\$ 926,951,311	\$ 548,915,699	\$ 304,509,662	\$ 827,608,111	\$ 491,177,319	\$ 249,815,312	97.00%	0.63875
2027	\$ 96,343,200	\$ 57,738,340	\$ 54,694,350	\$ 950,125,094	\$ 562,638,550	\$ 312,122,403	\$ 850,781,894	\$ 504,900,270	\$ 257,429,853	97.00%	0.63875
2028	\$ 96,343,200	\$ 57,738,340	\$ 54,694,350	\$ 973,878,221	\$ 576,704,514	\$ 319,925,463	\$ 874,535,021	\$ 518,966,174	\$ 265,231,113	97.00%	0.63875
2029	\$ 96,343,200	\$ 57,738,340	\$ 54,694,350	\$ 998,225,177	\$ 591,122,127	\$ 327,922,600	\$ 898,881,977	\$ 533,383,787	\$ 273,229,250	97.00%	0.63875
2030	\$ 96,343,200	\$ 57,738,340	\$ 54,694,350	\$ 1,023,180,806	\$ 605,900,180	\$ 336,121,690	\$ 923,937,606	\$ 548,161,940	\$ 281,427,340	97.00%	0.63875
2031	\$ 96,343,200	\$ 57,738,340	\$ 54,694,350	\$ 1,048,760,326	\$ 621,047,885	\$ 344,524,732	\$ 949,417,126	\$ 563,309,245	\$ 288,830,382	97.00%	0.63875
2032	\$ 96,343,200	\$ 57,738,340	\$ 54,694,350	\$ 1,074,979,334	\$ 638,573,977	\$ 353,137,851	\$ 975,636,134	\$ 578,835,537	\$ 298,443,501	97.00%	0.63875

Tax Year(1)	Increment Revenue		Total	Affordable Housing (4)	City Admin (5%)	Net Revenue(Less Transfers and AH)
	Annexation 1995	Annexation 2009				
2012	\$ 3,449,153	\$ 2,049,250	\$ 5,498,403	\$ 2,164,932	\$ 324,740	\$ 4,005,124
2013	\$ 3,550,770	\$ 2,109,424	\$ 5,660,194	\$ 2,229,990	\$ 334,498	\$ 4,125,481
2014	\$ 3,654,927	\$ 2,171,104	\$ 5,826,031	\$ 2,296,674	\$ 344,501	\$ 4,248,847
2015	\$ 3,761,689	\$ 2,234,325	\$ 5,996,014	\$ 2,365,025	\$ 354,754	\$ 4,375,296
2016	\$ 3,871,119	\$ 2,299,126	\$ 6,170,245	\$ 2,435,085	\$ 365,263	\$ 4,504,908
2017	\$ 3,983,285	\$ 2,365,548	\$ 6,348,833	\$ 2,506,897	\$ 376,035	\$ 4,637,759
2018	\$ 4,098,255	\$ 2,433,630	\$ 6,531,885	\$ 2,580,504	\$ 387,076	\$ 4,773,882
2019	\$ 4,216,099	\$ 2,503,414	\$ 6,719,513	\$ 2,655,951	\$ 398,393	\$ 4,913,509
2020	\$ 4,336,890	\$ 2,574,943	\$ 6,911,833	\$ 2,733,284	\$ 409,993	\$ 5,066,575
2021	\$ 4,460,700	\$ 2,648,260	\$ 7,108,960	\$ 2,812,551	\$ 421,883	\$ 5,203,219
2022	\$ 4,587,605	\$ 2,723,410	\$ 7,311,015	\$ 2,893,799	\$ 434,070	\$ 5,353,528
2023	\$ 4,717,843	\$ 2,800,439	\$ 7,518,282	\$ 2,977,076	\$ 446,362	\$ 5,507,595
2024	\$ 4,851,013	\$ 2,879,393	\$ 7,730,406	\$ 3,062,440	\$ 459,366	\$ 5,665,513
2025	\$ 4,987,677	\$ 2,960,322	\$ 7,947,999	\$ 3,149,935	\$ 472,490	\$ 5,827,380
2026	\$ 5,127,756	\$ 3,043,273	\$ 8,171,029	\$ 3,239,618	\$ 485,943	\$ 5,993,293
2027	\$ 5,271,338	\$ 3,128,299	\$ 8,399,637	\$ 3,331,543	\$ 499,731	\$ 6,163,354
2028	\$ 5,418,510	\$ 3,215,450	\$ 8,633,960	\$ 3,425,795	\$ 513,865	\$ 6,337,667
2029	\$ 5,569,360	\$ 3,304,779	\$ 8,874,139	\$ 3,522,345	\$ 528,332	\$ 6,516,338
2030	\$ 5,723,882	\$ 3,396,342	\$ 9,120,224	\$ 3,621,338	\$ 543,201	\$ 6,699,475
2031	\$ 5,882,470	\$ 3,490,194	\$ 9,372,664	\$ 3,722,805	\$ 558,421	\$ 6,887,190
2032	\$ 6,044,950	\$ 3,586,393	\$ 9,631,343	\$ 3,826,810	\$ 574,025	\$ 7,079,599
	\$ 97,985,201	\$ 57,917,318	\$ 155,902,519	\$ 61,554,369	\$ 9,233,155	\$ 113,875,582

EXHIBIT 4
Master Revenue Schedule – Houston Independent School District

Tax Year(t)	Base Values (2)		Lesser of:				Collection Rate (4)		Tax Rate	
	Original	Annexation 1999	Captured Appraised Value		Project Plan Value (3)		Original	Annex. 1999	Original	Annex. 1999
			Original	Annexation 1999	Original	Annexation 1999				
2012	\$ 156,591,480	\$ 53,013,840	\$ 877,766,283	\$ 160,832,354	\$ 631,020,000	\$ 85,739,000	97.00%	1.1567	0.96	
2013	\$ 156,591,480	\$ 53,013,840	\$ 903,625,227	\$ 166,178,509	\$ 693,155,000	\$ 92,302,500	97.00%	1.1567	0.96	
2014	\$ 156,591,480	\$ 53,013,840	\$ 930,130,645	\$ 171,658,318	\$ 740,166,000	\$ 98,866,000	97.00%	1.1567	0.96	
2015	\$ 156,591,480	\$ 53,013,840	\$ 957,298,698	\$ 177,275,122	\$ 788,594,000	\$ 105,429,500	97.00%	1.1567	0.96	
2016	\$ 156,591,480	\$ 53,013,840	\$ 985,145,952	\$ 183,032,346	\$ 865,213,000	\$ 111,993,000	97.00%	1.1567	0.96	
2017	\$ 156,591,480	\$ 53,013,840	\$ 1,013,689,388	\$ 188,933,500	\$ 917,065,000	\$ 118,556,500	97.00%	1.1567	0.96	
2018	\$ 156,591,480	\$ 53,013,840	\$ 1,042,946,410	\$ 194,982,184	\$ 988,824,000	\$ 125,116,500	97.00%	1.1567	0.96	
2019	\$ 156,591,480	\$ 53,013,840	\$ 1,072,934,857	\$ 201,182,084	\$ 1,044,117,000	\$ 131,688,000	97.00%	1.1567	0.96	
2020	\$ 156,591,480	\$ 53,013,840	\$ 1,103,673,016	\$ 207,536,982	\$ 1,101,029,000	\$ 138,259,500	97.00%	1.1567	0.96	
2021	\$ 156,591,480	\$ 53,013,840	\$ 1,135,179,628	\$ 214,050,753	\$ 1,141,091,000	\$ 144,831,000	97.00%	1.1567	0.96	
2022	\$ 156,591,480	\$ 53,013,840	\$ 1,167,473,906	\$ 220,727,368	\$ 1,181,089,000	\$ 151,402,500	97.00%	1.1567	0.96	
2023	\$ 156,591,480	\$ 53,013,840	\$ 1,200,575,540	\$ 227,570,898	\$ 1,222,106,000	\$ 157,963,750	97.00%	1.1567	0.96	
2024	\$ 156,591,480	\$ 53,013,840	\$ 1,234,504,716	\$ 234,585,516	\$ 1,264,166,000	\$ 164,525,000	97.00%	1.1567	0.96	

Tax Year(t)	Increment Revenue		Affordable Housing (5)	Educational Transfers	HISD Admin	Net Revenue(Less AH, Transfers, & Admin)
	Original	Annexation 1999				
			Total			
2012	\$ 7,080,038	\$ 798,402	\$ 2,626,147	\$ 2,268,787	\$ 25,000	\$ 2,958,506
2013	\$ 7,777,192	\$ 859,521	\$ 2,878,904	\$ 2,368,195	\$ 25,000	\$ 3,364,613
2014	\$ 8,304,655	\$ 920,640	\$ 3,075,098	\$ 2,448,366	\$ 25,000	\$ 3,676,831
2015	\$ 8,848,017	\$ 981,760	\$ 3,276,592	\$ 2,530,339	\$ 25,000	\$ 3,997,845
2016	\$ 9,707,681	\$ 1,042,879	\$ 3,583,520	\$ 2,648,171	\$ 25,000	\$ 4,493,869
2017	\$ 10,288,460	\$ 1,103,998	\$ 3,797,819	\$ 2,734,500	\$ 25,000	\$ 4,836,139
2018	\$ 11,094,595	\$ 1,165,085	\$ 4,096,560	\$ 2,846,139	\$ 25,000	\$ 5,301,981
2019	\$ 11,714,982	\$ 1,226,279	\$ 4,313,754	\$ 2,936,869	\$ 25,000	\$ 5,665,638
2020	\$ 12,353,534	\$ 1,287,472	\$ 4,547,002	\$ 3,029,659	\$ 25,000	\$ 6,039,346
2021	\$ 12,796,704	\$ 1,348,666	\$ 4,695,123	\$ 3,056,799	\$ 25,000	\$ 6,308,448
2022	\$ 13,099,046	\$ 1,409,860	\$ 4,896,302	\$ 3,070,450	\$ 25,000	\$ 6,577,154
2023	\$ 13,470,446	\$ 1,470,958	\$ 4,980,468	\$ 3,083,782	\$ 25,000	\$ 6,852,154
2024	\$ 13,851,131	\$ 1,532,057	\$ 5,127,729	\$ 3,096,830	\$ 25,000	\$ 7,133,628
	\$ 140,327,481	\$ 15,147,577	\$ 51,825,019	\$ 36,118,888	\$ 325,000	\$ 67,206,150

EXHIBIT 4A
Revenue Schedule – Houston Independent School District (Original Area)

Tax Year	Fiscal Year	Base Value (1)	Projected Value (2)	Lesser of:		Collection Rate (4)	Tax Rate	Increment Revenue
				Captured Appraised Value	Project Plan			
2012	2013	\$ 156,591,480	\$ 1,034,357,763	\$ 877,766,283	\$ 631,020,000	97.00%	1.15670	\$ 7,080,038
2013	2014	\$ 156,591,480	\$ 1,060,216,707	\$ 903,625,227	\$ 693,155,000	97.00%	1.15670	\$ 7,777,192
2014	2015	\$ 156,591,480	\$ 1,086,722,125	\$ 930,130,645	\$ 740,166,000	97.00%	1.15670	\$ 8,304,655
2015	2016	\$ 156,591,480	\$ 1,113,890,178	\$ 957,298,698	\$ 788,594,000	97.00%	1.15670	\$ 8,848,017
2016	2017	\$ 156,591,480	\$ 1,141,737,432	\$ 985,145,952	\$ 865,213,000	97.00%	1.15670	\$ 9,707,681
2017	2018	\$ 156,591,480	\$ 1,170,280,868	\$ 1,013,689,388	\$ 917,065,000	97.00%	1.15670	\$ 10,289,460
2018	2019	\$ 156,591,480	\$ 1,199,537,890	\$ 1,042,946,410	\$ 988,824,000	97.00%	1.15670	\$ 11,094,595
2019	2020	\$ 156,591,480	\$ 1,229,526,337	\$ 1,072,934,857	\$ 1,044,117,000	97.00%	1.15670	\$ 11,714,982
2020	2021	\$ 156,591,480	\$ 1,260,264,496	\$ 1,103,673,016	\$ 1,101,029,000	97.00%	1.15670	\$ 12,353,534
2021	2022	\$ 156,591,480	\$ 1,291,771,108	\$ 1,135,179,628	\$ 1,141,091,000	97.00%	1.15670	\$ 12,736,704
2022	2023	\$ 156,591,480	\$ 1,324,065,386	\$ 1,167,473,906	\$ 1,181,089,000	97.00%	1.15670	\$ 13,099,046
2023	2024	\$ 156,591,480	\$ 1,357,167,020	\$ 1,200,575,540	\$ 1,222,106,000	97.00%	1.15670	\$ 13,470,446
2024	2025	\$ 156,591,480	\$ 1,391,096,196	\$ 1,234,504,716	\$ 1,264,166,000	97.00%	1.15670	\$ 13,851,131
								\$ 140,327,481

EXHIBIT 4B
Revenue Schedule – Houston Independent School District (1999 Annexed Area)

Tax Year(1)	Fiscal Year	Base Value (2)	Projected Value (3)	Lesser of:		Collection Rate (4)	Tax Rate	Increment Revenue
				Captured Appraised Value	Project Plan			
2012	2013	\$ 53,013,840	\$ 213,846,194	\$ 160,832,354	\$ 85,739,000	97.00%	0.96000	\$ 798,402
2013	2014	\$ 53,013,840	\$ 219,192,349	\$ 166,178,509	\$ 92,302,500	97.00%	0.96000	\$ 859,521
2014	2015	\$ 53,013,840	\$ 224,672,158	\$ 171,658,318	\$ 98,866,000	97.00%	0.96000	\$ 920,640
2015	2016	\$ 53,013,840	\$ 230,288,962	\$ 177,275,122	\$ 105,429,500	97.00%	0.96000	\$ 981,760
2016	2017	\$ 53,013,840	\$ 236,046,186	\$ 183,032,346	\$ 111,993,000	97.00%	0.96000	\$ 1,042,879
2017	2018	\$ 53,013,840	\$ 241,947,340	\$ 188,933,500	\$ 118,556,500	97.00%	0.96000	\$ 1,103,998
2018	2019	\$ 53,013,840	\$ 247,996,024	\$ 194,982,184	\$ 125,116,500	97.00%	0.96000	\$ 1,165,085
2019	2020	\$ 53,013,840	\$ 254,195,924	\$ 201,182,084	\$ 131,688,000	97.00%	0.96000	\$ 1,226,279
2020	2021	\$ 53,013,840	\$ 260,550,822	\$ 207,536,982	\$ 138,259,500	97.00%	0.96000	\$ 1,287,472
2021	2022	\$ 53,013,840	\$ 267,064,593	\$ 214,050,753	\$ 144,831,000	97.00%	0.96000	\$ 1,348,666
2022	2023	\$ 53,013,840	\$ 273,741,208	\$ 220,727,368	\$ 151,402,500	97.00%	0.96000	\$ 1,409,860
2023	2024	\$ 53,013,840	\$ 280,584,738	\$ 227,570,898	\$ 157,963,750	97.00%	0.96000	\$ 1,470,958
2024	2025	\$ 53,013,840	\$ 287,599,356	\$ 234,585,516	\$ 164,525,000	97.00%	0.96000	\$ 1,532,057
								\$ 15,147,577

EXHIBIT 5
Master Revenue Schedule – Harris County

Tax Year(1)	Base Values (2)		Captured Appraised Value		Collection Rate (4)	Tax Rate
	Original Area	Annexation 1995	Original Area	Annexation 1995		
2012	\$ 99,476,590	\$ 57,654,830	\$ 553,366,885	\$ 329,681,365	97.00%	0.42830
2013	\$ 99,476,590	\$ 57,654,830	\$ 569,687,972	\$ 339,364,770	97.00%	0.42830
2014	\$ 99,476,590	\$ 57,654,830	\$ 586,417,086	\$ 349,290,260	97.00%	0.42830
2015	\$ 99,476,590	\$ 57,654,830	\$ 603,564,428	\$ 359,463,887	97.00%	0.42830
2016	\$ 99,476,590	\$ 57,654,830	\$ 621,140,453	\$ 369,891,855	97.00%	0.42830
2017	\$ 99,476,590	\$ 57,654,830	\$ 639,155,879	\$ 380,580,522	97.00%	0.42830
2018	\$ 99,476,590	\$ 57,654,830	\$ 657,621,691	\$ 391,536,406	97.00%	0.42830
2019	\$ 99,476,590	\$ 57,654,830	\$ 676,549,148	\$ 402,766,187	97.00%	0.42830
2020	\$ 99,476,590	\$ 57,654,830	\$ 695,949,792	\$ 414,276,712	97.00%	0.42830
2021	\$ 99,476,590	\$ 57,654,830	\$ 715,835,451	\$ 426,075,001	97.00%	0.42830
2022	\$ 99,476,590	\$ 57,654,830	\$ 736,218,252	\$ 438,168,247	97.00%	0.42830
2023	\$ 99,476,590	\$ 57,654,830	\$ 757,110,623	\$ 450,563,824	97.00%	0.42830
2024	\$ 99,476,590	\$ 57,654,830	\$ 778,525,304	\$ 463,269,290	97.00%	0.42830

Tax Year(1)	Increment Revenue			Affordable Housing (5)	County Admin 5%	Net Revenue(Less AH & Admin)
	Original Area	Annexation 1995	Total			
2012	\$ 2,298,968	\$ 1,369,665	\$ 3,668,633	\$ 1,222,878	\$ 183,432	\$ 2,262,324
2013	\$ 2,366,774	\$ 1,409,894	\$ 3,776,669	\$ 1,258,890	\$ 188,833	\$ 2,328,946
2014	\$ 2,436,276	\$ 1,451,130	\$ 3,887,406	\$ 1,295,802	\$ 194,370	\$ 2,397,233
2015	\$ 2,507,514	\$ 1,493,396	\$ 4,000,911	\$ 1,333,637	\$ 200,046	\$ 2,467,228
2016	\$ 2,580,534	\$ 1,536,719	\$ 4,117,254	\$ 1,372,418	\$ 205,863	\$ 2,538,973
2017	\$ 2,655,379	\$ 1,581,126	\$ 4,236,505	\$ 1,412,168	\$ 211,825	\$ 2,612,511
2018	\$ 2,732,096	\$ 1,626,642	\$ 4,358,738	\$ 1,452,913	\$ 217,937	\$ 2,687,888
2019	\$ 2,810,730	\$ 1,673,296	\$ 4,484,026	\$ 547,275	\$ 82,091	\$ 1,012,459
2020	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -
2021	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -
2022	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -
2023	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -
2024	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -
	\$ 20,388,273	\$ 12,141,868	\$ 29,687,939	\$ 9,895,980	\$ 1,484,397	\$ 18,307,562

EXHIBIT 5A
Revenue Schedule – Harris County (Original Area)

Tax Year(1)	Fiscal Year	Base Value (2)	Projected Value (3)	Captured Appraised Value	Collection Rate (4)	Tax Rate	Increment Revenue
2012	2013	\$ 99,476,590	\$ 652,843,475	\$ 553,366,885	97.00%	0.42830	\$ 2,298,968
2013	2014	\$ 99,476,590	\$ 669,164,562	\$ 569,687,972	97.00%	0.42830	\$ 2,366,774
2014	2015	\$ 99,476,590	\$ 685,893,676	\$ 586,417,086	97.00%	0.42830	\$ 2,436,276
2015	2016	\$ 99,476,590	\$ 703,041,018	\$ 603,564,428	97.00%	0.42830	\$ 2,507,514
2016	2017	\$ 99,476,590	\$ 720,617,043	\$ 621,140,453	97.00%	0.42830	\$ 2,580,534
2017	2018	\$ 99,476,590	\$ 738,632,469	\$ 639,155,879	97.00%	0.42830	\$ 2,655,379
2018	2019	\$ 99,476,590	\$ 757,098,281	\$ 657,621,691	97.00%	0.42830	\$ 2,732,096
2019	2020	\$ 99,476,590	\$ 776,025,738	\$ 676,549,148	97.00%	0.42830	\$ 2,810,730
2020	2021	\$ 99,476,590	\$ 795,426,382	\$ 695,949,792	97.00%	0.42830	
2021	2022	\$ 99,476,590	\$ 815,312,041	\$ 715,835,451	97.00%	0.42830	
2022	2023	\$ 99,476,590	\$ 835,694,842	\$ 736,218,252	97.00%	0.42830	
2023	2024	\$ 99,476,590	\$ 856,587,213	\$ 757,110,623	97.00%	0.42830	
2024	2025	\$ 99,476,590	\$ 878,001,894	\$ 778,525,304	97.00%	0.42830	
							\$ 20,388,273

EXHIBIT 5B
Revenue Schedule – Harris County (Annexed Area)

Tax Year(1)	Fiscal Year	Base Value (2)	Projected Value (3)	Captured Appraised Value	Collection Rate (4)	Tax Rate	Increment Revenue
2012	2013	\$ 57,654,830	\$ 387,336,195	\$ 329,681,365	97.00%	0.42830	\$ 1,369,665
2013	2014	\$ 57,654,830	\$ 397,019,600	\$ 339,364,770	97.00%	0.42830	\$ 1,409,894
2014	2015	\$ 57,654,830	\$ 406,945,090	\$ 349,290,260	97.00%	0.42830	\$ 1,451,130
2015	2016	\$ 57,654,830	\$ 417,118,717	\$ 359,463,887	97.00%	0.42830	\$ 1,493,396
2016	2017	\$ 57,654,830	\$ 427,546,685	\$ 369,891,855	97.00%	0.42830	\$ 1,536,719
2017	2018	\$ 57,654,830	\$ 438,235,352	\$ 380,580,522	97.00%	0.42830	\$ 1,581,126
2018	2019	\$ 57,654,830	\$ 449,191,236	\$ 391,536,406	97.00%	0.42830	\$ 1,626,642
2019	2020	\$ 57,654,830	\$ 460,421,017	\$ 402,766,187	97.00%	0.42830	\$ 1,673,296
2020	2021	\$ 57,654,830	\$ 471,931,542	\$ 414,276,712	97.00%	0.42830	
2021	2022	\$ 57,654,830	\$ 483,729,831	\$ 426,075,001	97.00%	0.42830	
2022	2023	\$ 57,654,830	\$ 495,823,077	\$ 438,168,247	97.00%	0.42830	
2023	2024	\$ 57,654,830	\$ 508,218,654	\$ 450,563,824	97.00%	0.42830	
2024	2025	\$ 57,654,830	\$ 520,924,120	\$ 463,269,290	97.00%	0.42830	
							\$ 12,141,868

EXHIBIT 6
Master Revenue Schedule – Houston Community College

Tax Year(1)	Base Values (2)			Projected Value			Captured Appraised Value			Collection Rate (3)	Tax Rate
	Original	Annexation 1995	Annexation 1999	Original	Annexation 1995	Annexation 1999	Original	Annexation 1995	Annexation 1999		
2012	\$ 99,343,200	\$ 57,738,340	\$ 54,694,350	\$ 669,340,962	\$ 391,334,462	\$ 221,418,481	\$ 568,997,762	\$ 333,596,122	\$ 166,724,131	97.00%	0.083399
2013	\$ 98,343,200	\$ 57,738,340	\$ 54,694,350	\$ 686,074,486	\$ 401,117,824	\$ 228,953,943	\$ 586,731,286	\$ 343,379,484	\$ 172,259,593	97.00%	0.083399
2014	\$ 99,343,200	\$ 57,738,340	\$ 54,694,350	\$ 703,226,348	\$ 411,145,769	\$ 232,627,792	\$ 603,883,148	\$ 353,407,429	\$ 177,933,442	97.00%	0.083399
2015	\$ 99,343,200	\$ 57,738,340	\$ 54,694,350	\$ 720,807,007	\$ 421,424,413	\$ 238,443,486	\$ 621,463,807	\$ 363,686,073	\$ 183,749,136	97.00%	0.083399
2016	\$ 99,343,200	\$ 57,738,340	\$ 54,694,350	\$ 738,827,182	\$ 431,960,024	\$ 244,404,574	\$ 639,483,982	\$ 374,221,684	\$ 189,710,224	97.00%	0.083399
2017	\$ 99,343,200	\$ 57,738,340	\$ 54,694,350	\$ 757,297,862	\$ 442,759,024	\$ 250,514,688	\$ 657,954,662	\$ 385,020,684	\$ 195,820,338	97.00%	0.083399
2018	\$ 99,343,200	\$ 57,738,340	\$ 54,694,350	\$ 776,230,308	\$ 453,828,000	\$ 256,777,555	\$ 676,887,108	\$ 396,089,660	\$ 202,063,205	97.00%	0.083399
2019	\$ 99,343,200	\$ 57,738,340	\$ 54,694,350	\$ 795,636,066	\$ 465,173,700	\$ 263,196,994	\$ 696,292,866	\$ 407,435,360	\$ 208,502,644	97.00%	0.083399
2020	\$ 99,343,200	\$ 57,738,340	\$ 54,694,350	\$ 815,526,968	\$ 476,803,042	\$ 269,776,919	\$ 716,183,768	\$ 419,064,702	\$ 215,082,569	97.00%	0.083399
2021	\$ 99,343,200	\$ 57,738,340	\$ 54,694,350	\$ 835,915,142	\$ 488,723,118	\$ 276,521,342	\$ 736,571,942	\$ 430,984,778	\$ 221,826,992	97.00%	0.083399
2022	\$ 98,343,200	\$ 57,738,340	\$ 54,694,350	\$ 856,813,020	\$ 500,941,196	\$ 283,434,375	\$ 757,469,820	\$ 443,202,856	\$ 228,740,025	97.00%	0.083399
2023	\$ 98,343,200	\$ 57,738,340	\$ 54,694,350	\$ 878,233,346	\$ 513,464,726	\$ 290,520,235	\$ 778,890,146	\$ 455,726,386	\$ 235,825,885	97.00%	0.083399
2024	\$ 98,343,200	\$ 57,738,340	\$ 54,694,350	\$ 900,189,179	\$ 526,301,344	\$ 297,783,241	\$ 800,845,979	\$ 468,563,004	\$ 243,088,891	97.00%	0.083399
2025	\$ 98,343,200	\$ 57,738,340	\$ 54,694,350	\$ 922,693,909	\$ 539,458,878	\$ 305,227,822	\$ 823,350,709	\$ 481,720,538	\$ 250,533,472	97.00%	0.083399

Tax Year(1)	Increment Revenue			Affordable Housing (4)	HCC Admin	Net Revenue(Less Transfers and AH)	
	Original	Annexation 1995	Annexation 1999				
2012	\$ 461,111	\$ 269,869	\$ 134,875	\$ 865,855	\$ 288,618	\$ 25,000	\$ 552,237
2013	\$ 474,648	\$ 277,784	\$ 139,353	\$ 891,785	\$ 297,262	\$ 25,000	\$ 569,523
2014	\$ 488,524	\$ 285,896	\$ 143,943	\$ 918,363	\$ 306,121	\$ 25,000	\$ 587,242
2015	\$ 502,746	\$ 294,211	\$ 148,648	\$ 945,605	\$ 315,202	\$ 25,000	\$ 605,403
2016	\$ 517,324	\$ 302,734	\$ 153,470	\$ 973,528	\$ 324,509	\$ 25,000	\$ 624,018
2017	\$ 532,266	\$ 311,470	\$ 158,413	\$ 1,002,149	\$ 334,050	\$ 25,000	\$ 643,099
2018	\$ 547,582	\$ 320,425	\$ 163,479	\$ 1,031,486	\$ 343,829	\$ 25,000	\$ 662,657
2019	\$ 563,280	\$ 329,603	\$ 168,672	\$ 1,061,556	\$ 353,852	\$ 25,000	\$ 682,704
2020	\$ 579,371	\$ 339,011	\$ 173,995	\$ 1,092,378	\$ 364,126	\$ 25,000	\$ 703,252
2021	\$ 595,865	\$ 348,654	\$ 179,451	\$ 1,123,970	\$ 374,657	\$ 25,000	\$ 724,313
2022	\$ 612,771	\$ 358,538	\$ 185,044	\$ 1,156,352	\$ 385,451	\$ 25,000	\$ 745,902
2023	\$ 630,099	\$ 368,669	\$ 190,776	\$ 1,189,544	\$ 396,515	\$ 25,000	\$ 768,029
2024	\$ 647,861	\$ 379,054	\$ 196,652	\$ 1,223,566	\$ 407,855	\$ 25,000	\$ 790,711
2025	\$ 666,086	\$ 389,698	\$ 202,674	\$ 1,258,438	\$ 419,479	\$ 25,000	\$ 813,959
	\$ 7,819,513	\$ 4,575,616	\$ 2,339,445	\$ 14,734,574	\$ 4,911,525	\$ 350,000	\$ 9,473,049

EXHIBIT 6A
Revenue Schedule – Houston Community College (Original Area)

Tax Year(1)	Fiscal Year	Base Value (2)	Projected Value (3)	Captured Appraised Value	Collection Rate (4)	Tax Rate(5)	Increment Revenue
2012	2013	\$ 99,343,200	\$ 669,340,962	\$ 569,997,762	97.00%	0.083399	\$ 461,111
2013	2014	\$ 99,343,200	\$ 686,074,486	\$ 586,731,286	97.00%	0.083399	\$ 474,648
2014	2015	\$ 99,343,200	\$ 703,226,348	\$ 603,883,148	97.00%	0.083399	\$ 488,524
2015	2016	\$ 99,343,200	\$ 720,807,007	\$ 621,463,807	97.00%	0.083399	\$ 502,746
2016	2017	\$ 99,343,200	\$ 738,827,182	\$ 639,483,982	97.00%	0.083399	\$ 517,324
2017	2018	\$ 99,343,200	\$ 757,297,862	\$ 657,954,662	97.00%	0.083399	\$ 532,266
2018	2019	\$ 99,343,200	\$ 776,230,308	\$ 676,887,108	97.00%	0.083399	\$ 547,582
2019	2020	\$ 99,343,200	\$ 795,636,066	\$ 696,292,866	97.00%	0.083399	\$ 563,280
2020	2021	\$ 99,343,200	\$ 815,526,968	\$ 716,183,768	97.00%	0.083399	\$ 579,371
2021	2022	\$ 99,343,200	\$ 835,915,142	\$ 736,571,942	97.00%	0.083399	\$ 595,865
2022	2023	\$ 99,343,200	\$ 856,813,020	\$ 757,469,820	97.00%	0.083399	\$ 612,771
2023	2024	\$ 99,343,200	\$ 878,233,346	\$ 778,890,146	97.00%	0.083399	\$ 630,099
2024	2025	\$ 99,343,200	\$ 900,189,179	\$ 800,845,979	97.00%	0.083399	\$ 647,861
2025	2026	\$ 99,343,200	\$ 922,693,909	\$ 823,350,709	97.00%	0.083399	\$ 666,066
							\$ 7,819,513

EXHIBIT 6B
Revenue Schedule – Houston Community College (1995 Annexed Area)

Tax Year(1)	Fiscal Year	Base Value (2)	Projected Value (3)	Captured Appraised Value	Collection Rate (4)	Tax Rate(5)	Increment Revenue
2012	2013	\$ 57,738,340	\$ 391,334,462	\$ 333,596,122	97.00%	0.083399	\$ 269,869
2013	2014	\$ 57,738,340	\$ 401,117,824	\$ 343,379,484	97.00%	0.083399	\$ 277,784
2014	2015	\$ 57,738,340	\$ 411,145,769	\$ 353,407,429	97.00%	0.083399	\$ 285,896
2015	2016	\$ 57,738,340	\$ 421,424,413	\$ 363,686,073	97.00%	0.083399	\$ 294,211
2016	2017	\$ 57,738,340	\$ 431,960,024	\$ 374,221,684	97.00%	0.083399	\$ 302,734
2017	2018	\$ 57,738,340	\$ 442,759,024	\$ 385,020,684	97.00%	0.083399	\$ 311,470
2018	2019	\$ 57,738,340	\$ 453,828,000	\$ 396,089,660	97.00%	0.083399	\$ 320,425
2019	2020	\$ 57,738,340	\$ 465,173,700	\$ 407,435,360	97.00%	0.083399	\$ 329,603
2020	2021	\$ 57,738,340	\$ 476,803,042	\$ 419,064,702	97.00%	0.083399	\$ 339,011
2021	2022	\$ 57,738,340	\$ 488,723,118	\$ 430,984,778	97.00%	0.083399	\$ 348,654
2022	2023	\$ 57,738,340	\$ 500,941,196	\$ 443,202,856	97.00%	0.083399	\$ 358,538
2023	2024	\$ 57,738,340	\$ 513,464,726	\$ 455,726,386	97.00%	0.083399	\$ 368,669
2024	2025	\$ 57,738,340	\$ 526,301,344	\$ 468,563,004	97.00%	0.083399	\$ 379,054
2025	2026	\$ 57,738,340	\$ 539,458,878	\$ 481,720,538	97.00%	0.083399	\$ 389,698
							\$ 4,575,616

EXHIBIT 6C
Revenue Schedule – Houston Community College (1999 Annexed Area)

Tax Year(1)	Fiscal Year	Base Value (2)	Projected Value (3)	Captured Appraised Value	Collection Rate (4)	Tax Rate (5)	Increment Revenue
2012	2013	\$ 54,694,350	\$ 221,418,481	\$ 166,724,131	97.00%	0.083399	\$ 134,875
2013	2014	\$ 54,694,350	\$ 226,953,943	\$ 172,259,593	97.00%	0.083399	\$ 139,353
2014	2015	\$ 54,694,350	\$ 232,627,792	\$ 177,933,442	97.00%	0.083399	\$ 143,943
2015	2016	\$ 54,694,350	\$ 238,443,486	\$ 183,749,136	97.00%	0.083399	\$ 148,648
2016	2017	\$ 54,694,350	\$ 244,404,574	\$ 189,710,224	97.00%	0.083399	\$ 153,470
2017	2018	\$ 54,694,350	\$ 250,514,688	\$ 195,820,338	97.00%	0.083399	\$ 158,413
2018	2019	\$ 54,694,350	\$ 256,777,555	\$ 202,083,205	97.00%	0.083399	\$ 163,479
2019	2020	\$ 54,694,350	\$ 263,196,994	\$ 208,502,644	97.00%	0.083399	\$ 168,672
2020	2021	\$ 54,694,350	\$ 269,776,919	\$ 215,082,569	97.00%	0.083399	\$ 173,995
2021	2022	\$ 54,694,350	\$ 276,521,342	\$ 221,826,992	97.00%	0.083399	\$ 179,451
2022	2023	\$ 54,694,350	\$ 283,434,375	\$ 228,740,025	97.00%	0.083399	\$ 185,044
2023	2024	\$ 54,694,350	\$ 290,520,235	\$ 235,825,885	97.00%	0.083399	\$ 190,776
2024	2025	\$ 54,694,350	\$ 297,783,241	\$ 243,088,891	97.00%	0.083399	\$ 196,652
2025	2026	\$ 54,694,350	\$ 305,227,822	\$ 250,533,472	97.00%	0.083399	\$ 202,674
							\$ 2,339,445