## **RULE 15c2-12 FILING COVER SHEET**

This cover sheet is sent with all submissions to the Municipal Securities Rulemaking Board (the Nationally Recognized Municipal Securities Information Repository) and any applicable State Information Depository pursuant to Securities and Exchange Commission (SEC) Rule 15c2-12 or any analogous state statute.

#### **Issuer Name: Brooks Development Authority**

Issue(s):

\$ 36,100,000 Senior Lien Revenue Bonds, Series 2015A-1
\$ 7,200,000 Senior Lien Revenue Bonds, Series 2015B-1
\$ 11,600,000 Senior Lien Revenue Bonds, Taxable Series 2015B-2

Filing Format X electronic \_\_\_\_\_ paper; If available on the Internet, give URL:\_\_\_\_\_\_

#### **CUSIP Numbers to which the information filed relates** (optional):

X Nine-digit number(s) (see following page(s)):

\_\_\_\_\_Six-digit number if information filed relates to all securities of the issuer

\* \*

#### **Financial & Operating Data Disclosure Information**

\*

| X Finan      | Financial Report<br>cial Information of<br>describe) | or CAFR<br>& Operating Data   |
|--------------|--|---|
| X Fiscal     | Period Covered:                                      | QE 9-30-15  |
| Monthl       | ly Quarterly   | X AnnualOther:  |
|              |  | * * *   |
| I hereby rep | present that I am a                                  | uthorized by the issuer or its agent to distribute this information publicly: |
| Signature:   | /s/ Milo Nitschke                                    |   |
| Name:        | Milo Nitschke  | Title: Chief Financial Officer  |
| Employer:    | Brooks Developn                                      | nent Authority  |
| Voice Telep  | phone Number:  | (210) 678-3306  |
| Email Addr   | ess: milo.nits                                       | chke@brookscity-base.com  |
|              |  |   |

## **DESCRIPTION OF ISSUES COVERED BY THIS REPORT**

#### Senior Lien Revenue Bonds, Series 2015A-1

| Date     | Principal     | CUSIP      |
|----------|---------------|------------|
| 08/15/50 | \$ 36,100,000 | 114390 AA5 |
|          | \$ 36,100,000 |            |

#### Senior Lien Revenue Bonds, Series 2015B-1

| Date     | Principal    | CUSIP      |
|----------|--------------|------------|
| 08/15/50 | \$ 7,200,000 | 114390 AB3 |
|          | \$ 7,200,000 |            |

#### Senior Lien Revenue Bonds, Taxable Series 2015B-2

| Principal     | CUSIP         |
|---------------|---------------|
| \$ 11,600,000 | 114390 AC1    |
| \$ 11,600,000 |               |
|               | \$ 11,600,000 |

## CONTINUING DISCLOSURE REPORT FOR THE QUARTER ENDED SEPTEMBER 30, 2015

# **BROOKS DEVELOPMENT AUTHORITY**

**REVENUE BOND DEBT** 



## **SIGNATURE OF ISSUER**

The information set forth herein has been obtained from the Authority and other sources believed to be reliable, but such information is not guaranteed as to accuracy or completeness and is not to be construed as a promise or guarantee. This Quarterly Continuing Disclosure Report may contain, in part, estimates and matters of opinion which are not intended as statements of fact, and no representation is made as to the correctness of such estimates and opinions, or that they will be realized. The information and expressions of opinion contained herein are subject to change without notice, and the delivery of this Quarterly Continuing Disclosure Report will not, under any circumstances, create any implication that there has been no change in the affairs of the Authority or other matters described.

#### **BROOKS DEVELOPMENT AUTHORITY**

/s/ Milo Nitschke Milo Nitschke

Chief Financial Officer

Approved for Submission: 10/29/2015

Date

## **CERTIFICATE OF SUBMISSION OF QUARTERLY REPORT**

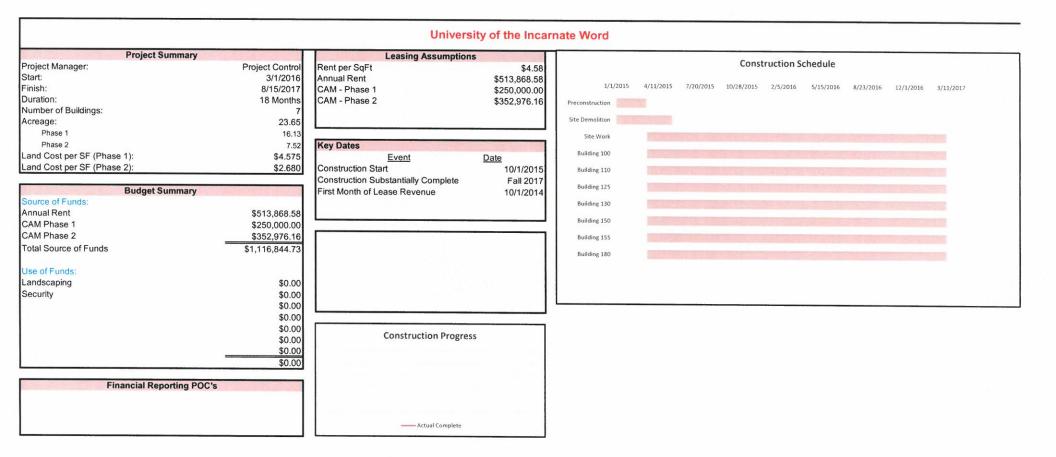
Subject to the continuing disclosure requirements of SEC Rule 15c2-12, this Quarterly Continuing Disclosure Report for the Brooks Development Authority with respect to the issues listed on the report cover was submitted directly to the National Recognized Municipal Securities Information Repository ("NRMSIR") listed below as well as to any applicable State Information Depository ("SID").

### **NRMSIR**

Municipal Securities Rulemaking Board ("MSRB") via the Electronic Municipal Market Access ("EMMA") system

First Southwest Company

Signed by: /s/ Tanya Calvit



Aviator at Brooks City Base Project Description: Renovation of four existing buildings and construction of eight new buildings. 280 total apartment units: 1, 2, and 3 bedroom designs. **Budget Summary** Source of Funds: LEGEND **Commercial Loan** \$21,500,000,00 innectivity Eleme ANOT Content Bridge Loan \$5,000,000.00 Commentaty Pres Land \$4,275,000.00 Caluaria 0 Trette Cash Equity \$1,000,000.00 (E) Paulice Centrel Courtyan Total Source of Funds \$31,775,000.00 Commenty Danter H Fam Da Cutter Louro Use of Funds: Dog Path Construction R Dod Run \$20,940,688.00 Waking Tra Land \$4,275,000.00 Bouth Courboard 23111 B Marine Cambre Soft Costs \$3,694,800.00 0) Shared Yents **Financing Costs** \$872,500.00 Provate Casted From 0 Public Entry **Capitalized Interest** \$608,000.00 (R) Marsonance Exes Developer Fee (4%) (1) Courred Parking \$1,109,220.00 UNTIT OF INT AND Parking BDA Management Fee (1%) \$274,792.00 V Fwe Access Total Use of Funds \$31,775,000.00 **Project Summary** THE AVIATOR | SITE PLAN Developer: 210 Developers, Inc. m(adm) Contractor: Catamount Operator: PPA **Project Budget** Project Manager: FosterCMGroup Used Start: 11/1/2014 \$14,457,991.49 52.57% Finish: 3/31/2016 Duration: 16 Months Number of Units: 280 Acreage: 13.65 Balance \$13,042,008.51

Activity Name Origin Finish 201 AS J Jul A 10 - Aviator Apartments 314 03-Aug-14 A 31-Mar-16 31-Mar-16, 10 - Aviator Apartments **Design Phase** 500 65 03-Aug-14 A 30-Oct-14 A **Design Phase** 510 **Bid Phase** Bid Phase 22 02-Nov-14 A 01-Dec-14 A 520 **Board Award** 7 02-Dec-14 A 10-Dec-14 A **Board Award** 530 **Construction Phase** 220 11-Dec-14 A 31-Mar-16 **Construction Phase** 

47.43%

Completion Percentage

Current as of 10/27/15 2:16 PM

56.55%

## **Embassy Suites at Brooks City Base**

Project Description: Construction of a full-service hotel with approximately 156 suites, a restaurant, and 8,000 square feet of conference and event space.

|  | And a set of the set of the set of the  | Budget Summ                                 | ary                              |
|--|---|---|----------------------------------|
|  | Contraction of the second   | Source of Funds:                            |                                  |
| and the second |   | Commercial Loan                             | \$25,600,000.00                  |
|  |   | Bridge Loan                                 | \$7,422,569.00                   |
|  |   | Land  | \$3,675,000.00                   |
| E EMBASSY SUITES   | and the second se | Cash Equity                                 | \$4,278,948.00                   |
|  |   | Total Source of Funds                       | \$40,976,517.00                  |
|  | BUUBBBUUBBB   |   | \$40,070,017.00                  |
|  |   | Use of Funds:                               | 1                                |
|  |   | Construction                                | \$26,979,523.00                  |
|  |   | Land  | \$3,675,000.00                   |
|  |   | Soft Costs                                  | \$6,674,361.00                   |
|  |   | Financing Costs                             | \$1,593,752.00                   |
|  |   | Capitalized Interest                        | \$726,352.00                     |
|  |   | Developer Fee (1%)                          | \$995,647.00                     |
|  |   | BDA Management Fee (3%)                     | \$331,882.00                     |
|  |   | Total Use of Funds                          | \$40,976,517.00                  |
|  |   |   |                                  |
|  |   | Project Summ                                | ary                              |
|  |   | Developer:                                  | Phoenix Hospitality              |
| Project Bu   | dget  | Contractor:                                 | Jordan Foster                    |
|  |   | Operator:                                   | Phoenix Hospitality              |
|  | Balance   | Project Manager:                            | Project Control                  |
|  | \$34,769,935.02   | Start:                                      | 1/2/2015                         |
|  | 84.85%  | Finish:                                     | 10/31/2016                       |
| Used   |   | Duration:                                   | 21 Months                        |
| \$6,206,581.98   |   | Number of Units:                            | 156                              |
| 15.15%   |   | Acreage:                                    | 6.45                             |
|  |   | Completion Percentage                       | 4.41%                            |
|  |   |   |                                  |
| Activity ID Activity Name  | Original Start Finish<br>Duration   | 2015 2016                                   | 2017 2018                        |
|  | Duration A S O N D J F M  | A M J Jul A S O N D J F M A M J Jul A S O N | D J F M A M J Jul A S O N D J F  |
| 8 - Embassy Suites Hotel   | 371 02-Jan-15 A 31-Oct-16   | 31  | Oct-16, 8 - Embassy Suites Hotel |
| 420 Design Phase   | 90 02-Jan-15 A 15-Apr-15 A  | Design Phase                                |                                  |
| 430 Bid Phase<br>440 Board Award   |   | B d Phase                                   |                                  |
| 440 Board Award<br>450 Construction Phase  | 15 01-May-15 A 15-Jun-15  | Board Award                                 |                                  |
| 450 Construction Phase   | 349 01-Jul-15 31-Oct-16   | Co  | instruction Phase                |

## Brooks II Apartments at Brooks City Base

Project Description: A joint venture development with NRP to develop a 305 unit multi family project that will support the UIW medical school and compliment the Linear Park. The project will provide a mix of 1, 2, and 3 bedroom units in an urban orientation. The project will incude club house amenities and a resort style swimming pool.

|  | Budget                        | Summary         |
|--|-------------------------------|-----------------|
|  | Source of Funds:              |                 |
|  | Commercial Loan               | \$23,203,722.00 |
|  | Bridge Loan                   | \$11,827,932.00 |
|  | Cash Equity                   | \$366,375.00    |
|  | Land                          | \$3,274,841.00  |
|  | Total Source of Funds         | \$38,672,870.00 |
|  | Use of Funds:<br>Construction | \$28,131,776.00 |
| And the second s | Land                          | \$3,274,841.00  |
|  | Soft Costs                    | \$4,234,030.00  |
|  | Financing Costs               | \$1,056,787.00  |
|  | Capitalized Interest          | \$280,929.00    |
|  | Developer Fee (3.5%)          | \$1,307,778.00  |
|  | BDA Management Fee (1%)       | \$386,729.00    |
| BROOKS CITY II - BUILDING TYPE IV (FRONT ELEVATION) SAN ANTONIO, TX  | the Total Use of Funds        | \$38,672,870.00 |
|  | NDD                           |                 |
|  | group Ltc Project             | Summary         |
|  | Developer:                    | NRP             |
| Project Budget   | Contractor:                   | NRP             |
| Balance  | Operator:                     | NRP             |
| \$38,547,088.13<br>100%  | Project Manager:              | FosterCM Group  |
|  | Start:                        | 3/1/2015        |
|  | Finish:                       | 3/31/2017       |
| Used   | Duration:                     | 24 Months       |
| \$125,781.87   | Number of Units:              | 305             |
| 076  | Acreage:                      | 12.53           |
|  | Completion Percentage         | 0.00%           |

| Activity ID Activity Name | Orginal Start<br>Duration | Finish    | 2015<br>A S O N D J F M A M J Jul A S O N D J F M A M J Jul A S O N D J F M A M J Jul A S O N D | 2018 |
|---------------------------|---------------------------|-----------|---|------|
| 11 - Landings 2           | 480 01-Mar-15 A           | 31-Mar-17 | 31-Mar-17, 11 - Landings 2  |      |
| 540 Design Phase          | 90 01-Mar-15 A            | 06-Nov-15 | Design Phase  |      |
| 550 Bid Phase             | 30 09-Nov-15              | 18-Dec-15 | Bid Phase   |      |
| 560 Board Award           | 15 21-Dec-15              | 08-Jan-16 | Board Award   |      |

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#### Linear Park

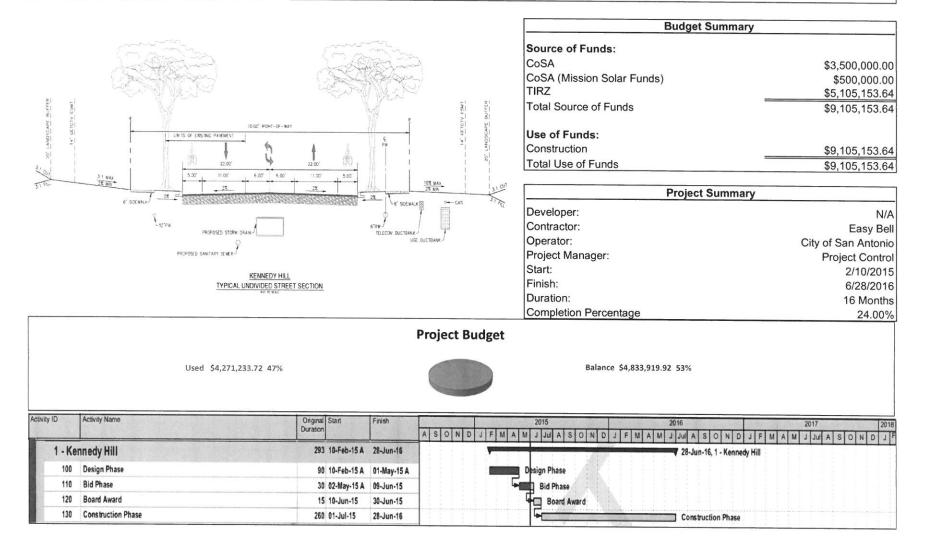
Project Description: Transform approximately 40 acres of floodplain land and drainage channels into a linear park. Proposed to contain three miles of lighted hike-and-bike trails, eight acres of wet ponds, nine acres of manicured recreation areas, 15 acres of restored native vegetation, three acres of vegetated bio-swales, one acre of natural wetlands, three pavilions, 12 picnic areas, a restroom facility, an amphitheater, and two parking areas.



| Budget Summary  |                       |                  |               |                       | Project Summary       |                                  |  |
|---|-----------------------|------------------|---------------|-----------------------|-----------------------|----------------------------------|--|
| Source of Funds:  |                       |                  |               | Developer:            |                       | Brooks Development Authori       |  |
| CoSA  |                       |                  | \$3,000,000.0 |                       |                       |                                  |  |
| BDA Revenue Bond Series   | 2015                  |                  | \$7,000,000.0 |                       |                       | TB<br>Brooke Dovelopment Authori |  |
| Total Source of Funds   |                       | \$10,000,000.00  |               |                       |                       | Brooks Development Authori       |  |
|   |                       | Ψ                | 10,000,000.0  |                       | ler.                  | Project Control/Dorsey LL        |  |
| Use of Funds:   |                       |                  |               | Start:                |                       | 7/1/201                          |  |
| Construction  |                       | •                | Finis         |                       |                       | 5/26/201                         |  |
|   |                       | \$10,000,000.00  |               |                       |                       | 20 Month                         |  |
| Total Use of Funds  |                       | \$               | 10,000,000.0  |                       |                       | 4                                |  |
|   | <b>Project Budget</b> |                  |               | Completion Pe         | ercentage             | 0%                               |  |
|   | riojeet buuget        | Balar            |               |                       |                       |                                  |  |
|   |                       | \$9,674,9<br>979 |               |                       |                       |                                  |  |
| Used  |                       | 577              | 70            |                       |                       |                                  |  |
| \$325,091.21  |                       |                  |               |                       |                       |                                  |  |
| 3%  |                       |                  |               |                       |                       |                                  |  |
|   |                       |                  |               |                       |                       |                                  |  |
| clivity ID Activity Name  |                       | Original Start   | Finish        |                       |                       |                                  |  |
|   |                       | Duration         | TEAST         | 201                   | 15 2016               | 2017 2018                        |  |
| 2 - Linear Park   |                       | 498 01-Jul-15    | 26-May-17     | A S U A U J F M A M J | JULASONDJFMAMJJULASON | D J F M A M J Jul A S O N D J F  |  |
| and the second se |                       |                  |               |                       |                       | 26-May-17, 2 - Linear Park       |  |
| 140 Design Phase  |                       | 124 01-Jul-15"   | 21-Dec-15     |                       | Design Phase          |                                  |  |
| 150 Bid Phase   |                       | 30 04-Jan-16     | 12-Feb-16     |                       | Bid Phase             |                                  |  |
| 160 Board Award   |                       | 15 15-Feb-16     | 04-Mar-16     |                       | Board Award           |                                  |  |
| 170 Construction Phase  |                       | 320 07-Mar-16    | 26-May-17     |                       | het                   | Construction Phase               |  |

### Kennedy Hill

Project Description: Realignment of the formerly named Dave Erwin Drive. Kennedy Hill is a proposed north-south, three-lane, un-divided roadway extending 2,545 feet from SE Military to Sidney Brooks. Kennedy Hill is classified as a Collector street with 44 feet of pavement and 70 feet of right-of-way. Proposed Kennedy Hill extends along the east side of the School of Aerospace Medicine Historic District and will provide access to the new School of Osteopathic Medicine at Incarnate Word University. The project will include demolition of existing Dave Erwin Dr and reconstruction as Kennedy Hill along with required utility infrastructure.



Current as of 10/27/15 2:29 PM Hangar 9 Project Description: Rehabilitation of Brooks' 1918 wooden aircraft hangar and renovation of the gravesite area of Sidney J. Brooks, Jr into a park. **Budget Summary** SERVICE DRIVE Source of Funds: Cash Equity \$1,500,000.00 LIGHT POLES CoSA \$250,000.00 LOW SEAT **BDA Revenue Bond Series 2015** \$1,250,000.00 HANGAR 9 SIGN -Total Source of Funds \$3,000,000.00 Use of Funds: Construction \$3,000,000.00 OUTDOOR Total Use of Funds \$3,000,000.00 HANGAR 9 AREA DECOMPOSED **Project Summary** PAVER: Developer: Brooks Development Authority Contractor: Valla Operator: **Brooks Development Authority** Project Manager: **Project Control** NEW TREES Start: 9/15/2014 LOW WALLS Finish: 6/22/2016 **Project Budget** Duration: 20 Months **Completion Percentage** 74.50% Balance \$2,437,381.92 81% Used \$562,618.08 19% Sciwity (D Activity Name in th Durano FMAM ASON 22 - Hangar 9 - Building 278 01-Mar-15 A 22-Jun-16 22-Jun-16, 22 - Hangar 9 - Bullding 980 **Design Phase** 90 01-Mar-15 A 01-Jul-15 **Design Phase** 990 **Bid Phase** 30 02-Jul-15 12-Aug-15 Bid Phase 1000 Board Award 15 13-Aug-15 02-Sep-15 Board Award 1010 Construction Phase 180 15-Oct-15 22-Jun-16 **Construction Phase** 285 15-Sep-14 A 15-Jun-15, 23 - Hangar 9 - Gravesite 23 - Hangar 9 - Gravesite 15-Jun-15 1020 Design Phase 90 15-Sep-14 A 15-Noy-14 A **Design Phase** 1030 Bid Phase **Bid Phase** 30 16-Nov-14 A 20-Dec-14 A 1040 Board Award 15 21-Dec-14 A 14-Jan-15 A Board Award 1050 Construction Phase

**Construction Phase** 

240 15-Jan-15 A 15-Jun-15

## ACS Clinic at Brooks City Base

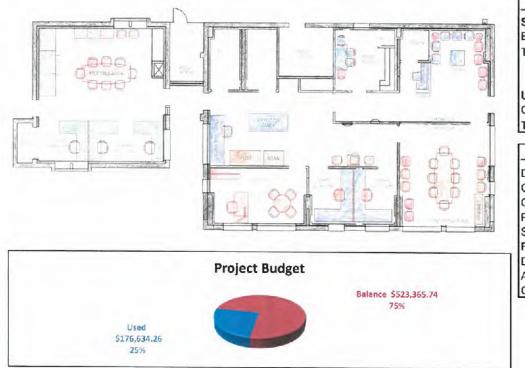
Project Description: The development will deliver a 2,200 SqFt facility, on approximately 1/3 acre of land near the intersection of Goliad road and City Base Landing. At build out, the comminuty will benefit from reduced price spay and neuter veterinary service through a contracted provider with the city of San Antonio animal care services department.

| S         |   | Budge   | t Summary  |
|-----------|---|---|--|
|           |   | Source of Funds:<br>BDA Revenue Bond Series 2015<br>CoSA<br>Total Source of Funds | \$500,000.00<br>\$500,000.00                               |
|           |   | Use of Funds:<br>Construction<br>Total Use of Funds                               | \$1,000,000.00<br>\$1,000,000.00<br>\$1,000,000.00         |
| the state | As a second s | Projec  | t Summary  |
| the sec   |   | Developer:<br>Contractor:<br>Operator:  | Brooks Development Authority<br>TBD                        |
|           |   | Project Manager:<br>Start:  | CoSA Contracted Veterinarian<br>FosterCM Group<br>3/2/2015 |
|           |   | Duration:   | 4/8/2016<br>13 Months                                      |
|           | +   | Acreage:<br>Completion Percentage   | 0.67<br>0.00%  |
|           | р   | Project Budget  |  |
|           | Used  | Balance<br>\$931,217.64<br>93%  |  |
|           | \$68,782.36<br>7%   |   |  |
|           | Driginal Stan Finish<br>Duration  | 2015 2016<br>A S O N O J F M A M J Jul A S O N O J F M A M J Jul A                |  |
|           | 228 02.Mar. 15 4 08.4m. 18  | At 14 44 44   | PC Ollain  |

|                        | Duration                  | A SOND JEMAMJJWASOND JEMAMJJWASOND JEMAMJJJASOND J |
|------------------------|---------------------------|--|
| 14 - ACS Clinic        | 225 02-Mar-15 A 08-Apr-16 | V 08-Apr-16, 14 - ACS Clinic                       |
| 660 Design Phase       | 90 02-Mar-15 A 24-Jul-15  | Design Phase                                       |
| 670 Bid Phase          | 30 27-Jul-15 04-Sep-15    | Bid Phase  |
| 680 Board Award        | 15 07-Sep-15 25-Sep-15    | Board Award  |
| 690 Construction Phase | 140 28-Sep-15 08-Apr-16   | Construction Phase                                 |

## **Building 470 - Development Center**

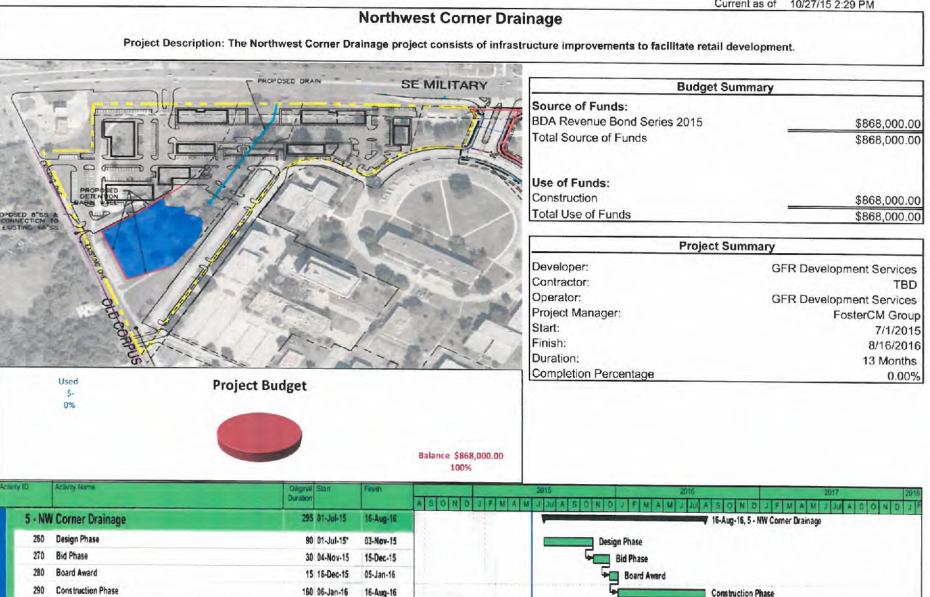
Project Description: Located at 3175 Sidney brooks, the renovation of a 3,600 sqft former childcare facility will allow for a contiguous area for the administrative staff to work together. The renovation will consist of structural repair and reorganization of space to provide office and meeting rooms.



| \$700,000.00 |
|--------------|
| \$700,000.00 |
|              |
| \$700,000.00 |
| \$700,000.00 |
|              |

| Proje                 | ect Summary                  |
|-----------------------|------------------------------|
| Developer:            | Brooks Development Authority |
| Contractor:           | Ben Reyna Contracting        |
| Operator:             | Brooks Development Authority |
| Project Manager:      | Maverick Turnkey             |
| Start:                | 1/2/2015                     |
| Finish:               | 2/15/2016                    |
| Duration:             | 13 Months                    |
| Acreage:              | 1.03                         |
| Completion Percentage | 18.96%                       |

| Activity Name                        | Original Start<br>Duration | Finish      | 2015 2016 2017 20<br>A S O N D J F M A M J Ju A S O N D J F M A M J Ju A S O N D J F M A M J Ju A S O N D J F M A M J Ju A S O N D J |
|--------------------------------------|----------------------------|-------------|--|
| 24 - Bldg 470 BDA Development Center | 186 02-Jan-15 A            | 15-Feb-16   | 15-Feb-16, 24 - Bidg 470 BDA Development Center  |
| 1050 Design Phase                    | 90 02-Jan-15 A             | 01-Apr-15 A | Design Phase   |
| 1070 Bid Phase                       | 30 02-Apr-15 A             | 14-May-15 A | Bid Phase  |
| 1080 Board Award                     | 15 15-May-15 A             | 08-Jun-15   | Board Award  |
| 1090 Construction Phase              | 180 09-Jun-15              | 15-Feb-16   | Construction Phase   |



## **Aeromedical Drive**

Project Description: Aeromedical Dr. Is a proposed three-lane, un-divided roadway extending from Sidney Brooks Dr. to Louis Bauer Dr. The proposed realignment and resurfacing of Aeromedical Dr. will provide a secondary route for traffic exiting the existing Texas A&M campus and the Aviator Apartment Complex. The project will include street, drainage and utility infrastructure.

|                              | CITY-BASE      | ERAL SCOPE OF WORK:  |                               | Bud   | get Summary   |
|------------------------------|----------------|--|-------------------------------|---|---|
|                              |                | INNE MURIE<br>TOCA TITYTO AAND MAS<br>TUCKTIKS ING THOMMADEATIVE |                               | Source of Funds:<br>CoSA<br>Total Source of Funds   | \$1,818,000.00<br>\$1,818,000.00  |
| AEROMEDICAL R                |                | ż  | SDIEF #0003                   | Use of Funds:<br>Construction<br>Total Use of Funds   | \$1,818,000.00<br>\$1,818,000.00  |
|                              | A PLAN         | - 1×   |                               | Pro   | ject Summary  |
| Used<br>\$104.83             | Project Budget | AT   |                               | Developer:<br>Contractor:<br>Operator:<br>Project Manager:<br>Start:<br>Finish:<br>Duration:<br>Completion Percentage | Brooks Development Authority<br>TBD<br>City of San Antonio<br>FosterCM Group<br>7/1/2015<br>8/2/2016<br>13 Months |
| 0% Activity ID Activity Name | Dage           | Bi   | alance \$1,817,895.17<br>100% | 2015 2016   | 0.00%   |

| ACTIVITY IN | Activity Name                            | Duration Start | Finish    | ASONDJEMAM            | JJUASONDJFMAM  | 2015              | 2017 2<br>J F M A M J Jul A S O N O     |
|-------------|--|----------------|-----------|-----------------------|--|-------------------|---|
| 6 -         | Aeromedical Sidney Brooks to Louis Bauer | 285 01-Jul-15  | 02-Aug-16 | and the second second | Provide the second seco | 02-Aug-16, 6 - Ae | eromedical Sidney Brooks to Louis Bauer |
| 3           | 00 Design Phase                          | 90 01-Jul-15'  | 03-Nov-15 |                       | Design Phase   |                   |   |
| 3           | 110 Bid Phase                            | 30 04-Nov-15   | 15-Dec-15 |                       | Bid Phase  |                   |   |
| 3           | 120 Board Award                          | 15 16-Dec-15   | 85-Jan-16 |                       | Board Award  |                   |   |
| 3           | 130 Construction Phase                   | 150 06-Jan-16  | 02-Aug-16 |                       | <b>F</b>   | Construction Ph   | ase                                     |

## **Board Room/Community Center**

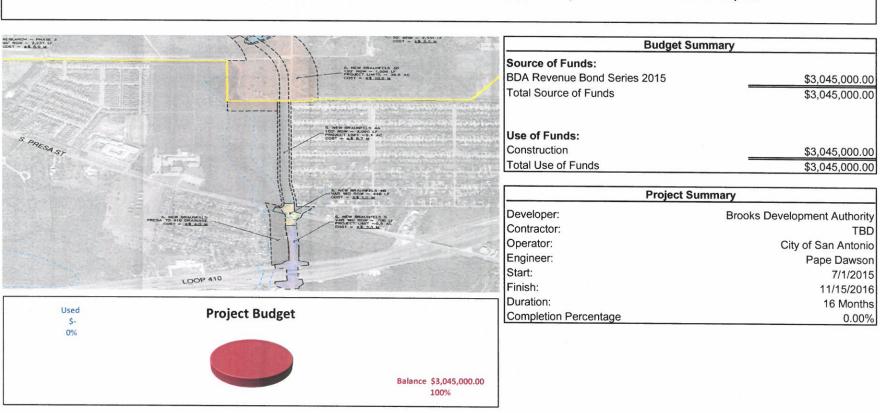
Project Description: A locally designated historic building constructed in 1917, Building 538, located at 3250 Sidney Brooks, will be renovated for use for BDA's board meetings and be available for use by tenants and the community.





| Budge                        | et Summary                   |
|------------------------------|------------------------------|
| Source of Funds:             |                              |
| BDA Revenue Bond Series 2015 | \$2,200,000.00               |
| Total Source of Funds        | \$2,200,000.00               |
|                              |                              |
| Use of Funds:                |                              |
| Construction                 | \$2,200,000.00               |
| Total Use of Funds           | \$2,200,000.00               |
|                              |                              |
| Proje                        | ct Summary                   |
| Developer:                   | Brooks Devlopememt Authority |
| Contractor:                  | TBE                          |
| Operator:                    | Brooks Devlopememt Authority |
| Project Manager:             | FosterCM Group               |
| Start:                       | 7/1/201                      |
| Finish:                      | 11/22/2016                   |
| Duration:                    | 16 Months                    |
|                              |                              |

| Activity ID | Activity Name                                     | Original Start<br>Duration | Finish    | 2015 2016 2017 2018<br>A S O N D J F M A M J JULA S O N D J F M A M J JULA S O N D J F M A M J JULA S O N D J F |
|-------------|---|----------------------------|-----------|---|
| 25 - B      | oard Room & Community Meeting Facility (Bldg 538) | 365 01-Jul-15              | 22-Nov-16 | 22-Nov-16, 25 - Board Room & Community Meeting Fa   |
| 1100        | Design Phase                                      | 100 01-Jul-15*             | 17-Nov-15 | Design Phase  |
| 1110        | Bid Phase   | 30 18-Nov-15               | 29-Dec-15 | Bid Phase   |
| 1120        | Board Award                                       | 15 30-Dec-15               | 19-Jan-16 | Board Award   |
| 1130        | Construction Phase                                | 220 20-Jan-16              | 22-Nov-16 | Construction Phase  |



| ctivity ID Activity Name                                 | Original Start | Finish    |            | 2015 2016 2017 2011  |
|--|----------------|-----------|------------|--|
| 7 - New Braunfels Extension to Presa/Landfil Mitigatiion | 360 01-Jul-15  | 15-Nov-16 | ASONDJFMAM | J Jul A S O N D J F M A M J Jul A S O N D J F M A M J Jul A S O N D J<br>15-Nov-16, 7 - New Braunfels Extension to Presa/Lance |
| 1220 Design Phase - New Braunfels Extension to Presa     | 360 01-Jul-15* | 15-Nov-16 |            | Design Phase - New Braunfels Extension to Presa  |
| 380 Design Phase - Landfill Mitigation                   | 40 01-Jul-15*  | 25-Aug-15 |            | Design Phase - Landfill Mitigation   |
| 390 Bid Phase - Landfill Mitigation                      | 30 26-Aug-15   | 06-Oct-15 |            | Bid Phase - Landfill Mitigation  |
| 400 Board Award - Landfill Mitigation                    | 15 07-Oct-15   | 27-Oct-15 |            | Soard Award - Landfill Mitigation  |
| 410 Construction Phase - Landfill Mitigation             | 80 28-Oct-15   | 16-Feb-16 |            | Construction Phase - Landfill Mitigation   |

#### New Braunfels Road Extension

Project Description: Design and right of way to extend South New Braunfels, and assoiated infrastructure, approximatly one mile to South Presa and Loop 410.

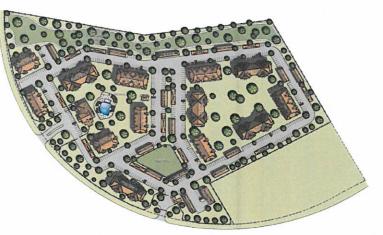
## North Campus Drainage

Project Description: The North Campus Drainage project will make street, drainage, and utility improvements to facilitate the development of a planned, mixed-use, high density town center area that will include a full service hotel and retail development. The scope of work will include securing entitlements such as platting and zoning and extending and/or relocating dry and wet utility services to the development parcels including drainage structures, water, sanitary sewer, telecommunications, and electric.

|                           |                            |                |                       |  | Budget Summary                       |
|---------------------------|----------------------------|----------------|-----------------------|--|--------------------------------------|
| THE LANDINGS              | 10                         |                |                       | <b>Source of Funds:</b><br>CoSA<br>Total Source of Funds   | \$1,200,000.00<br>\$1,200,000.00     |
| S.HEMBRUNELS              |                            | 1              | B                     | <b>Use of Funds:</b><br>Construction<br>Total Use of Funds | \$1,200,000.00<br>\$1,200,000.00     |
| E )                       | A                          | 100            | ×.                    |  | Project Summary                      |
| A - /                     | The second second          | The state      | S.E. MILITARY         | Developer:   | Brooks Development Authority         |
|                           |                            | 100            | W N                   | Contractor:  | Jordan Foster                        |
|                           | to the second              | a state of the | · · ·                 | Operator:  | N/A                                  |
|                           | The The                    |                | S                     | Project Manager:   | Project Contro                       |
|                           | and the second second      | - IV I         | and the second second | Start:   | 1/15/2015                            |
| P                         | roject Budget              |                |                       | Finish:  | 9/20/2016                            |
|                           | Toject Dudget              |                |                       | Duration:  | 20 Months                            |
| Used<br>\$384,775.67      |                            |                | alance                | Completion Percentage                                      | 0.00%                                |
| 32%                       |                            | \$815,2        | 24.33 68%             |  |                                      |
|                           |                            |                |                       |  |                                      |
|                           |                            |                |                       |  |                                      |
| tivity ID Activity Name   | Original Start<br>Duration | Finish         |                       |  | 2016 2017 2018                       |
| 3 - North Campus Drainage | 332 15-Jan-15 A            | 20-Sep-16      |                       |  | 20-Sep-16, 3 - North Campus Drainage |
| 180 Design Phase          | 90 15-Jan-15 A             | 10-Apr-15 A    |                       | esign Phase  |                                      |
| 190 Bid Phase             | 30 11-Apr-15 A             |                | 6                     | Bid Phase  |                                      |
| 200 Board Award           | 15 02-May-15 A             | -              | 2                     | Board Award  |                                      |
| 210 Construction Phase    | 320 01-Jul-15"             | 20-Sep-16      |                       |  |                                      |
|                           | 320 01+JQI+15              | 20-3ep-10      |                       |  | Construction Phase                   |

## Vantage at Brooks Apartments

Project Description: Land sale of approximately 20.5 acres that will facilitate the development of a market rate, 288 unit apartment complex on the north east sector of the campus. The project will include a mix of 1, 2 and 3 bedroom units and amenities such as a walking track, swimming pool, club house, and dog park.



| Project Summary  |    |              |  |  |
|------------------|----|--------------|--|--|
| Developer:       |    | N/A          |  |  |
| Contractor:      |    | N/A          |  |  |
| Operator:        |    | N/A          |  |  |
| Project Manager: |    | N/A          |  |  |
| Number of Units: |    | 288          |  |  |
| Acreage:         |    | 20.55        |  |  |
| Land Sale Amount | \$ | 3,580,632.00 |  |  |

Vantage at Brooks Apartments San Antonio Texas

| Activity ID | Activity Name      | Original Start | Finish    | 2015 2016 2017 28   |
|-------------|--------------------|----------------|-----------|---|
|             |                    | Duration       |           | A S O N D J F M A M J JU A S O N D J F M A M J JU A S O N D J F M A M J JU A S O N D J F M A M J JU A S O N D J |
| 12 - Va     | intage Apts #5     | 465 01-Jul-15  | 11-Apr-17 | 11-Apr-17, 12 - Vantage Apts #5   |
| 580         | Design Phase       | 100 01-Jul-15* | 17-Nov-15 | Design Phase  |
| 590         | Bid Phase          | 30 18-Nov-15   | 29-Dec-15 | General Bid Phase   |
| 600         | Board Award        | 15 30-Dec-15   | 19-Jan-16 | Board Award   |
| 610         | Construction Phase | 320 20-Jan-16  | 11-Apr-17 | Construction Phase  |

## BROOKS DEVELOPMENT AUTHORITY Balances on Pledged Funds as of 09/30/15

| Name  | Bank       | Balance       |
|---|------------|---------------|
| REVENUE FUND                                | FROST BANK | .=            |
| NET CAPITAL PROCEEDS FUND                   | FROST BANK | -             |
| CAPITAL IMPROVEMENTS FUND                   | FROST BANK | -             |
| DEBT SERVICE FUND A-1                       | UMB        | 5,715,776.64  |
| DEBT SERVICE FUND B-1                       | UMB        | 1,016,393.42  |
| DEBT SERVICE FUND B-2                       | UMB        | 1,683,629.71  |
| DEBT RESERVE FUND - PRIMARY                 | UMB        | 4,279,741.51  |
| DEBT RESERVE FUND - SECONDARY               | UMB        | -             |
| CONSTRUCTION ACCOUNT - A-1 - Infrastructure | UMB        | 25,418,640.34 |
| CONSTRUCTION ACCOUNT - B-1 - Landings II    | UMB        | 5,498,970.15  |
| CONSTRUCTION ACCOUNT - B-2 - Landings II    | UMB        | 6,366,541.33  |