

## RULE 15c2-12 FILING COVER SHEET

This cover sheet is sent with all submissions to the Municipal Securities Rulemaking Board's Electronic Municipal Market Access ("EMMA") pursuant to Securities and Exchange Commission (SEC) Rule 5c2-12 or any analogous state statutes.

**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
- \$ 3,750,000 Senior Lien Revenue Refunding Bonds, Series 2017A-1

**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

Annual Financial Report or CAFR

X Financial Information & Operating Data

Other (describe) \_\_\_\_\_

X Fiscal Period Covered: QE 06-30-19

Monthly X Quarterly Annual Other: \_\_\_\_\_

I hereby represent that I am authorized by the issuer or its agent to distribute this information publicly:

Signature: /s/ 

Name: Samantha Carneiro Title: Chief Financial Officer

Employer: Brooks Development Authority

Telephone Number: 210-678-3391

Email Address: samantha@livebrooks.com

## DESCRIPTION OF ISSUES COVERED BY THIS REPORT

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

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

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

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

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

Date	Principal	CUSIP
08/15/50	\$ 5,950,000	114390AC1
	\$ 5,950,000	

### Senior Lien Revenue Refunding Bonds, Series 2017A-1

Date	Principal	CUSIP
08/15/52	\$ 3,750,000	114390AF4
	\$ 3,750,000	

CONTINUING DISCLOSURE REPORT  
FOR THE  
QUARTER ENDED JUNE 30, 2019

BROOKS DEVELOPMENT AUTHORITY

REVENUE BOND



**HTS Continuing Disclosure Services**  
A Division of Hilltop Securities.

## 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/ 

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Samantha Carneiro

Chief Financial Officer

Approved for Submission:

<sup>201</sup>  
07/08/2019

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Date



## The Greenline Linear Park

**Project Description:** Transform approximately 43 acres of floodplain land and drainage channels into a linear park. Proposed to contain 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	
<b>Source of Funds:</b>	
CoSA	\$2,941,000.00
BDA Revenue Bond Series 2015	\$7,831,500.83
<b>Total Source of Funds</b>	<b>\$10,772,500.83</b>
<b>Use of Funds:</b>	
Construction	\$10,772,500.83
<b>Total Use of Funds</b>	<b>\$10,772,500.83</b>

Project Budget	
Used	\$10,713,161
	99%
Balance	\$59,339
	1%

Project Summary	
<b>Developer:</b>	Brooks Development Authority
<b>Contractor:</b>	Guido Construction
<b>Operator:</b>	Brooks Development Authority
<b>Project Manager:</b>	Project Control/Dorsey LLC/Brooks Development Authority
<b>Start:</b>	9/8/2016
<b>Finish:</b>	8/31/2019
<b>Duration:</b>	35 Months
<b>Acreage:</b>	43.31
<b>Completion Percentage</b>	99.41%
<b>Permits Issued</b>	General
<b>Project Status:</b> The Greenline park is open to the public. Construction is complete with final retainage paid. Minimal landscaping remains to be completed.	

## Aeromedical Drive

**Project Description:** Aeromedical Dr. is the proposed resurfacing of Aeromedical Dr. will provide the primary route for traffic exiting the existing Aviator Apartment Complex. The project will include street, drainage, utility infrastructure, sidewalks and landscaping.



### Budget Summary

<b>Source of Funds:</b>	
BDA Revenue Bond Series 2015	\$1,996,276.00
CoSA	\$1,029,000.00
<b>Total Source of Funds</b>	<b>\$3,025,276.00</b>
<b>Use of Funds:</b>	
Construction	\$3,025,276.00
<b>Total Use of Funds</b>	<b>\$3,025,276.00</b>

### Project Summary

<b>Developer:</b>	Brooks Development Authority
<b>Contractor:</b>	E-Z Bel
<b>Operator:</b>	N/A
<b>Project Manager:</b>	FosterCM Group/Brooks Development Authority
<b>Start:</b>	7/11/2017
<b>Finish:</b>	4/15/2019
<b>Duration:</b>	21 Months
<b>Completion Percentage</b>	100.00%
<b>Permits Issued</b>	General

**Project Status:** Aeromedical Drive is complete. All punch list items are complete and final retainage has been paid.

### Project Budget

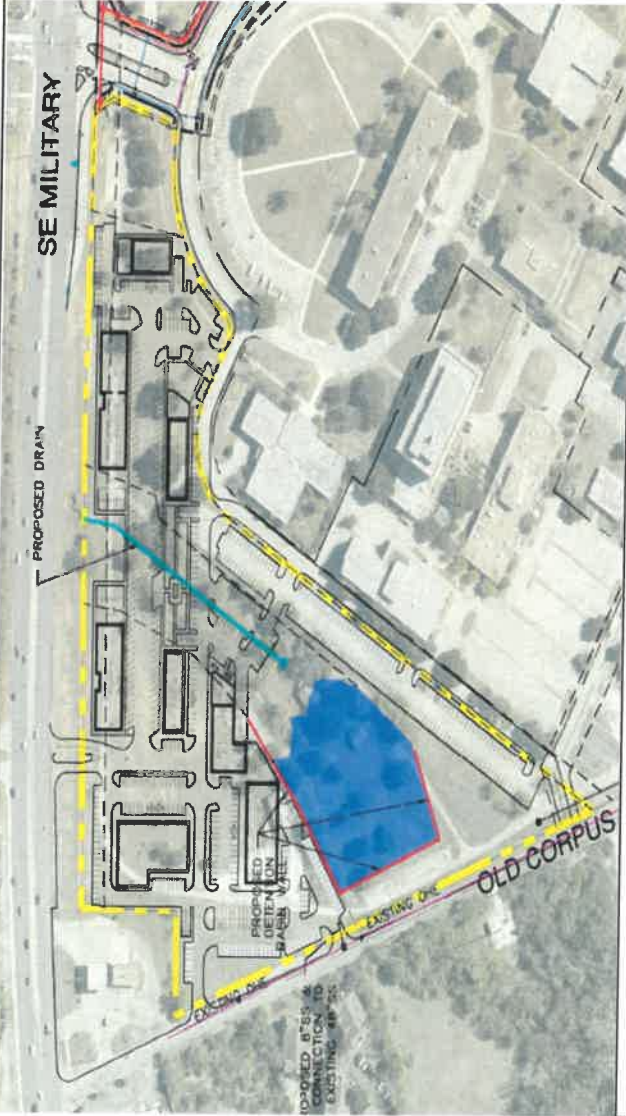






## Northwest Corner Drainage

**Project Description:** The Northwest Corner Drainage project consists of infrastructure improvements to facilitate retail development.



### Project Budget

Used  
\$645,389  
100%



Balance  
\$0.00  
0%

### Budget Summary

<b>Source of Funds:</b>	
BDA Capital	\$645,388.69
<b>Total Source of Funds</b>	<b>\$645,388.69</b>
<b>Use of Funds:</b>	
Construction	\$645,388.69
<b>Total Use of Funds</b>	<b>\$645,388.69</b>

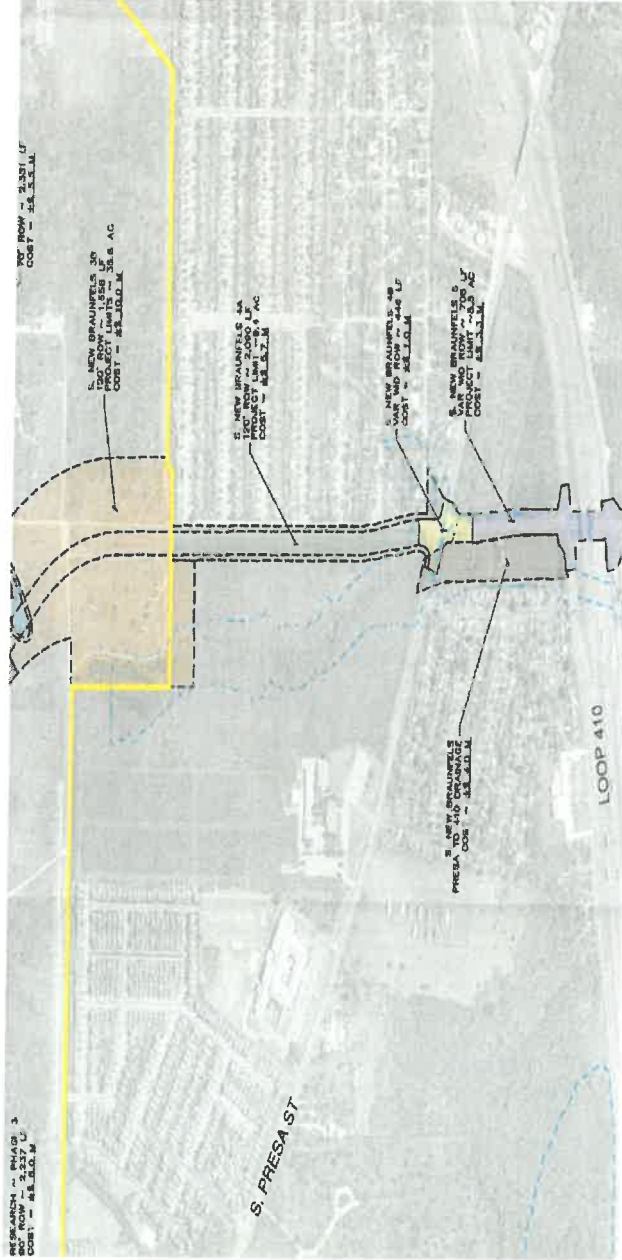
### Project Summary

<b>Developer:</b>	City Base Commons LLC
<b>Contractor:</b>	Search Construction Services LLC
<b>Operator:</b>	City Base Commons LLC
<b>Project Manager:</b>	City Base Commons LLC
<b>Start:</b>	01/01/2018
<b>Finish:</b>	06/30/2019
<b>Duration:</b>	18 months
<b>Completion Percentage</b>	100.00%
<b>Permits Issued</b>	General

**Project Status:** Northwest Corner Drainage is complete. Final retainage has been paid out.

## New Braunfels Road Extension-Design

**Project Description:** Design and right of way to extend South New Braunfels, and associated infrastructure, approximately one mile to Loop 410.



Budget Summary	
<b>Source of Funds:</b>	
CoSA	\$1,980,000.00
<b>Total Source of Funds</b>	<b>\$1,980,000.00</b>
<b>Use of Funds:</b>	
Construction	\$1,980,000.00
<b>Total Use of Funds</b>	<b>\$1,980,000.00</b>

Project Summary	
<b>Developer:</b>	Brooks Development Authority
<b>Contractor:</b>	TBD
<b>Operator:</b>	N/A
<b>Engineer:</b>	Pape Dawson
<b>Start:</b>	2/24/2017
<b>Finish:</b>	9/30/2018
<b>Duration:</b>	19 Months
<b>Completion Percentage</b>	100.00%
<b>Permits Issued</b>	None
<b>Project Status:</b>	Design is complete.

### Project Budget

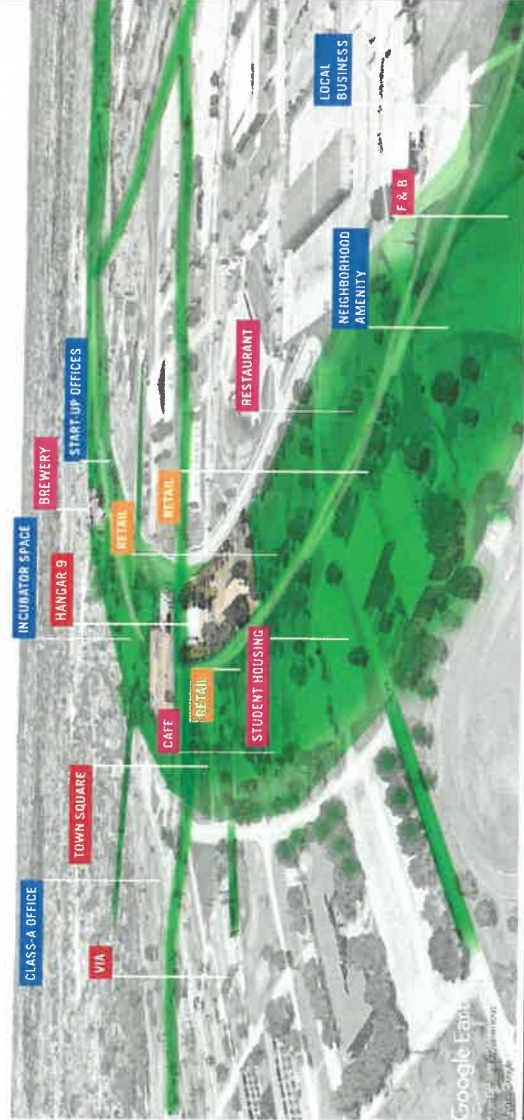


Used  
\$744,152  
38%

Balance  
\$1,235,848  
62%

## Campus Master Planning

**Project Description:** Overland Partners has partnered with Brooks to create an overall Master Plan for the campus. In addition, Brooks has narrowed focus to included the master plan for Town Center, Industrial Park, Green Loop, 55 Acre Tract and Heritage Oaks.



### Project Budget



Budget Summary	
<b>Source of Funds:</b>	
BDA Revenue Bond Series 2015	\$501,490.11
Total Source of Funds	\$501,490.11
<b>Use of Funds:</b>	
Campus Master Plan Design (Overland)	\$233,151.45
Town Center Master Plan (Munoz)	\$75,000.00
Heritage Oaks Master Plan (GVI)	\$76,950.00
Industrial Park Master Plan (Munoz)	\$45,220.66
Green Loop Master Plan (Overland)	\$25,000.00
55 Acre Master Plan (Munoz)	\$7,168.00
Market Analysis (Landwise)	\$39,000.00
Total Use of Funds	\$501,490.11

Project Summary	
<b>Developer:</b>	Brooks Development Authority
<b>Contractor:</b>	Overland/Munoz/Landwise/GVI
<b>Operator:</b>	N/A
<b>Project Manager:</b>	Brooks Development Authority
<b>Start:</b>	1/4/2019
<b>Finish:</b>	12/31/2019
<b>Duration:</b>	12 Months
<b>Completion Percentage</b>	65.00%
<b>Permits Issued</b>	None

## Brooks Industrial One

**Project Description:** Construction of a 350,000 square foot light industrial building in Parcel C.



Budget Summary	
<b>Source of Funds:</b>	
Brooks Development Authority	\$4,260,656.00
IGX	\$3,093,571.00
Texas Capital Loan	\$13,657,848.00
<b>Total Source of Funds</b>	<b>\$21,012,075.00</b>
<b>Use of Funds:</b>	
Construction	\$21,012,075.00
<b>Total Use of Funds</b>	<b>\$21,012,075.00</b>

Project Summary	
<b>Developer:</b>	IGX
<b>Contractor:</b>	Conterra Design Builders
<b>Operator:</b>	Brooks Development Authority
<b>Engineer:</b>	Pape Dawson
<b>Start:</b>	6/1/2018
<b>Finish:</b>	9/30/2019
<b>Duration:</b>	16 Months
<b>Completion Percentage</b>	30.28%
<b>Permits Issued</b>	None
<b>Project Status:</b> Project currently on hold	

### Project Budget

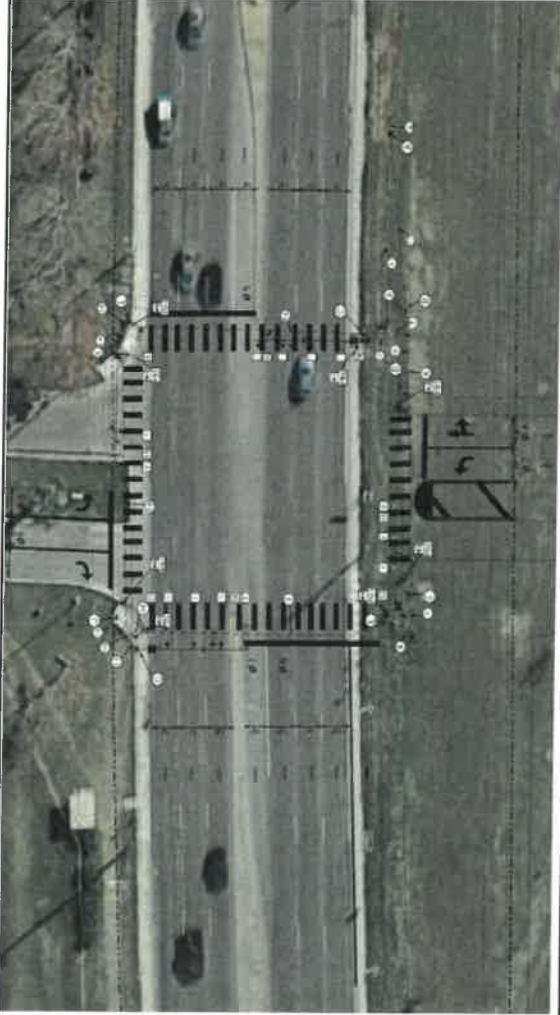
Used  
\$9,044,124  
43%



Balance  
\$11,967,951  
57%

## SE Military Traffic Light

**Project Description:** SE Military Traffic Light is a fully actuated traffic signal to ease access into the BCB Commons Shopping Center. In addition, the light will provide an additional traffic light access point into the Texas Center for Disease Control.



### Budget Summary

<b>Source of Funds:</b>	
BDA Revenue Bond Series 2015	\$451,666.00
BDA Capital	\$39,300.00
<b>Total Source of Funds</b>	<b>\$490,966.00</b>
<b>Use of Funds:</b>	
Construction	\$451,666.00
Engineering	\$39,300.00
<b>Total Use of Funds</b>	<b>\$490,966.00</b>

### Project Summary

<b>Developer:</b>	Brooks Development Authority
<b>Contractor:</b>	The Levy Company
<b>Operator:</b>	N/A
<b>Project Manager:</b>	Brooks Development Authority
<b>Start:</b>	7/1/2018
<b>Finish:</b>	8/31/2019
<b>Duration:</b>	13 Months
<b>Completion Percentage</b>	93.85%
<b>Permits Issued</b>	General

**Project Status:** All construction is complete. Punch list items are pending and retainage has not been paid out. Traffic signal will be fully operational in July and a test period is needed to test the light cycle.

### Project Budget



## BROOKS DEVELOPMENT AUTHORITY

Balances on Pledged Funds as of 06/30/19

<u>Account Number</u>	<u>Bonds</u>	<u>Account Name</u>	<u>Bank</u>	<u>Balance</u>
143373.6	MI	CONSTRUCTION ACCOUNT 2015 A-1 INFRASTRUCTURE	UMB	1,580,210.40
143373.4	MI	DEBT RESERVE FUND - PRIMARY 2015	UMB	5,244,093.58
143373.5	MI	DEBT RESERVE FUND - SECONDARY 2015	UMB	461,380.57
143373.1	MI	DEBT SERVICE FUND 2015 A-1	UMB	784,301.41
143373.3	MI	DEBT SERVICE FUND 2015 B-2	UMB	174,015.24
143373.2	MI	DEBT SERVICE FUND 2015 B-1	UMB	168,458.61
143373.7	MI	CONSTRUCTION ACCOUNT 2015 B-1	UMB	17,024.25
143373.8	MI	CONSTRUCTION ACCOUNT 2015 B-2	UMB	15,956.14
		<b>Sub-total 2015</b>		<b>\$ 8,445,440.20</b>
143373.10	MI	CONSTRUCTION ACCOUNT 2016 C-1	UMB	-
143373.9	MI	DEBT SERVICE FUND 2016 C-1	UMB	-
143373.13	MI	CONSTRUCTION ACCOUNT 2016 D-1	UMB	-
143373.12	MI	DEBT SERVICE 2016 D-1	UMB	-
143373.11	MI	DEBT SERVICE RESERVE 2016	UMB	-
		<b>Sub-total 2016</b>		<b>\$ -</b>
146294.5	SF	REV REFUNDING BONDS SERIES 2017 (Debt Service)	UMB	693,377.49
146294.11	SF	COST OF ISSUANCE 2017	UMB	-
143373.14	MI	DEBT SERVICE FUND 2017A	UMB	82,104.17
146294.1	SF	BROOKS HOTEL REVENUE FUND	UMB	-
143373.15	MI	COST OF ISSUANCE 2017 A-1	UMB	-
		<b>Sub-total 2017</b>		<b>\$ 775,481.66</b>
		<b>Total Pledged Funds</b>		<b>\$ 9,220,921.86</b>

Note:

MI - Master Indenture Bonds

SF - Special Facilities Bonds