

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 15c2-12 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
- \$ 18,425,000 Brooks Development Authority Subordinate Lien Revenue Bonds, Series 2021A
- \$ 5,683,061 Brooks Development Authority Subordinate Lien Revenue Bonds, Series 2021B

Filing Format ☒ electronic ___ paper; If available on the Internet, give URL: _____

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

☒ 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 ACFR

☒ Financial Information & Operating Data

Other (describe) _____

☒ Fiscal Period Covered: QE 12-31-21

Monthly ☒ Quarterly

Annual

Other: _____

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

Signature: /s/ Samantha Burke

Name: Samantha Burke

Title: Chief Operating 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	\$ 36,000,000	114390AA5
	\$ 36,000,000	

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	

Brooks Development Authority Subordinate Lien Revenue Bonds, Series 2021A

Date	Principal	CUSIP
08/15/51	\$ 18,425,000	114390AG2
	\$ 18,425,000	

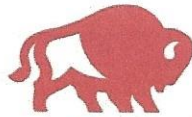
Brooks Development Authority Subordinate Lien Revenue Bonds, Series 2021B

Date	Principal	CUSIP
08/15/51	\$ 5,683,061	114390AH0
	\$ 5,683,061	

CONTINUING DISCLOSURE REPORT
FOR THE
QUARTER ENDED DECEMBER 31, 2021

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/ Samantha Burke

Samantha Burke

Chief Operating Officer

Approved for Submission:

01/18/2022

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 Municipal Securities Rulemaking Board's Electronic Municipal Market Access ("EMMA") listed below.

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

HTS Continuing Disclosure Services, A Division of Hilltop Securities Inc.

Signed by:

/s/ Petia Moutaftchieva



Planning & Development Project Report

1. [Terramark – Parcel 4](#)

The Terramark project is located at the intersection of Kennedy Hill and Sidney Brooks on approximately 5.155 acres. The project will construct attached and detached homes/townhomes as well as all appurtenances and amenities. Project Status: Contract was executed on January 10, 2020. Wood Framing has begun; four houses have been put under contract. Terramark is currently preparing LOI for phase II.

2. [Heritage Oaks – Parcel 9](#)

The Heritage Oaks project is on 66.436 acres of land located off Sidney Brooks. The project will redevelop the current neighborhood with up to 500 new single-family for rent homes as well as new roads and utilities to serve the neighborhood.

Project Status: Contract was executed on June 1, 2021. Phase I demolition and debris haul off are complete. Phase 1 construction plans will be bid in February with an anticipated start of mass grading and existing street demolition to begin in late March to early April 2022. Estimated construction duration is 9–10 months.

3. [Town Center – Parcel 7 and 8](#)

The Brooks Town Center is split into two pieces. The Town Center North acreage totals 21.79 acres and is located north of the Embassy Suites Hotel, north of the Landings Apartments, and adjacent to La Gloria Restaurant. The development will consist of retail, office space, and restaurants. Town Center South, totaling 14.104 acres and located just south of the Embassy Suites Hotel, has been leased to a developer that plans to build an apartment community with potentially some retail located on the bottom floor. The current number of estimate units is 370.

Project Status: The Town Center North sales agreement was executed April 6, 2021. The Town Center North civil site package permit is in the review process with the City of San Antonio. Groundbreaking is to begin early February 2022. The Town Center South lease was executed December 1, 2021 and is still in the 90-day due diligence period and planning phase.

4. [Project Hoops – Parcel 14](#)

Project Hoops is on 26.4 acres of land located on Research Plaza. A build-to-suit light manufacturing facility between 150,000 SF to 180,000 SF will be constructed with possible building additions in the future.

Project Status: The Project Hoops lease was executed on July 1, 2021. The project re-zoning has been approved and the construction contract was executed on January 21, 2022. Earth work has begun with building trades to begin in late February 2022.



5. **Wayfinding Master Plan**

The Wayfinding Master Plan is a development of a Signage Master Plan for a mixed-use project with retail, hospitality, multi-family residential, office and commercial development. The master plan will be submitted to the City of San Antonio for review and approval.

Project Status: The Design Draft was completed on January 14, 2022 and is pending a final review by the end of January 2022 to discuss the next steps. Actuals to date are \$26,260.

6. **La Gloria – Parcel 3**

The La Gloria project is a Mexican restaurant of approximately 5,000 square feet plus a patio with approximately 2,000 square feet on a total of 2.33 acres of land located on Kenny Hill.

Project Status: The exterior building brick and glazed brick installation is ongoing. The interior bathroom tile, ceiling work, drywall, and wood are being installed. A water easement and recycled water agreement with the San Antonio Water System has been submitted for approval. Actuals to date are \$2,276,459.

7. **Dog Park- Phase III – Parcel 13**

The Dog Park project is on approximately 1.5 acres and is a 3 phase project.

Phase 1 was completed in December 2020 and Phase 2 was completed in March 2021. Phase 3 commenced in November 2021.

Project Status: The small dog park is completed. Enhancements for the large dog park began in November 2021 with landscaping expected to be completed by the final week of January 2022. Work on additional amenities such as: shading structures, benches, water fountain, and lighting to start the first week of February 2022. Actuals to date are \$315,566.

8. **Road Projects**

- **South New Braunfels III & Global Way** - A new project aimed at improving connectivity and mobility on and around the rapidly-growing Brooks campus is underway. This project will extend Lyster Road from Aviation Landing to South New Braunfels. In addition to the extension, road improvements will include: two lanes in both directions with a center turn lane, sidewalks, bike lanes, drainage improvements, as well as landscape features with more than 160 trees. Project Status: The project is complete and the ribbon cutting was on January 10, 2022. Actuals to date are \$1,188,709.

Inner Circle IV - The extension will feature a three-lane roadway with bike lanes, curb and sidewalks. The project will also feature utility improvements including the construction of water main, sewer main, recycled water main, underground electric conduit, underground duct bank and CPS gas lines. Low impact development (LID) features will also be added along the roadway to



improve drainage, as well as a variety of landscaping features. **Project Status:** Paving is currently underway, telecom/duct banks are under construction, and final CPS electric line "dip" inspections are pending. Once inspections are complete, CPS will schedule removal of overhead lines and begin placing lines underground. Actuals to date are \$508,616.

- **Research Plaza to Presa** - The extension will feature a two-lane roadway in each direction with center median, curb and 10' sidewalks. The project will also feature utility improvements including the construction of water main, sewer main, recycled water main, underground electric conduit, underground duct bank and CPS gas lines. Low impact development (LID) features will also be added along the roadway to improve water quality, as well as a landscape features with over 180 trees. **Project Status:** Paving is completed and telecom duct banks are under construction. Project completion date is TBD due to discussions between CPS Energy and The San Antonio Refinery concerning proximity of CPS lines to an existing pipeline. Actuals to date are \$1,168,364.

BROOKS DEVELOPMENT AUTHORITY

Balances on Pledged Funds as of 12/31/2021

<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	\$ 344,714.64
143373.4	MI	DEBT RESERVE FUND - PRIMARY 2015	UMB	\$ 4,152,793.48
143373.5	MI	DEBT RESERVE FUND - SECONDARY 2015	UMB	\$ 2,254,182.06
143373.1	MI	DEBT SERVICE FUND 2015 A-1	UMB	\$ 845,350.47
143373.3	MI	DEBT SERVICE FUND 2015 B-2	UMB	\$ 173,576.95
143373.2	MI	DEBT SERVICE FUND 2015 B-1	UMB	\$ 168,041.23
143373.7	MI	CONSTRUCTION ACCOUNT 2015 B-1	UMB	\$ -
143373.8	MI	CONSTRUCTION ACCOUNT 2015 B-2	UMB	\$ -
Sub-total 2015				\$ 7,938,658.83
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	\$ -
0				\$ -
146294.5	SF	REV REFUNDING BONDS SERIES 2017	UMB	\$ 9.68
146294.11	SF	COST OF ISSUANCE 2017	UMB	\$ -
143373.14	MI	DEBT SERVICE FUND 2017A	UMB	\$ 81,259.76
146294.1	SF	BROOKS HOTEL REVENUE FUND	UMB	\$ -
143373.15	MI	COST OF ISSUANCE 2017 A-1	UMB	\$ -
Sub-total 2017				\$ 81,269.44
157286.1	Sub	Sub Lien Debt Service Fund	UMB	\$ 1,686,143.40
157286.2	Sub	Sub Lien Dbt Svc Res FD Prim Acct	UMB	\$ 1,540,300.00
157286.3	Sub	Sub Lien Dbt Svc Res FD Sec Acct	UMB	\$ -
157286.4	Sub	Sub Lien Debt Service Fund	UMB	\$ -
157286.5	Sub	Sub Lien Debt Service Reserve Fund	UMB	\$ 568,306.06
157286.6	Sub	Sub Lien Project	UMB	\$ 13,724,246.39
157286.7	Sub	Cost of Issuance	UMB	\$ 8,000.00
157286.8	Sub	2021B Project Account	UMB	\$ 5,000,056.96
Sub-total 2021				\$ 22,527,052.81
Total Pledged Funds				\$ 30,546,981.08