FEBRUARY 27, 2019 CITY COUNCIL ADDENDUM
CERTIFICATION

This certification is given pursuant to Chapter XI, Section 9 of the City Charter for the City Council Addendum dated February 27, 2019. We hereby certify, as to those contracts, agreements, or other obligations on this Agenda authorized by the City Council for which expenditures of money by the City are required, that all of the money required for those contracts, agreements, and other obligations is in the City treasury to the credit of the fund or funds from which the money is to be drawn, as required and permitted by the City Charter, and that the money is not appropriated for any other purpose.

T.C. Broadnax
City Manager

2/22/19
Date

M. Elizabeth Reich
Elizabeth Reich
Chief Financial Officer

2-22-19
Date

RECEIVED
2019 FEB 22 PM 6:47
CITY SECRETARY
DALLAS, TEXAS

ADDENDUM
CITY COUNCIL MEETING
WEDNESDAY, FEBRUARY 27, 2019
CITY OF DALLAS
1500 MARILLA STREET
COUNCIL CHAMBERS, CITY HALL
DALLAS, TX 75201
9:00 A.M.

REVISED ORDER OF BUSINESS

Agenda items for which individuals have registered to speak will be considered no earlier than the time indicated below:

9:00 a.m.	**INVOCATION AND PLEDGE OF ALLEGIANCE**		
	OPEN MICROPHONE		
	CLOSED SESSION		
	MINUTES		Item 1
	CONSENT AGENDA		Items 2 - 35
	CONSENT ADDENDUM	Addendum	Items 1 - 25
	ITEMS FOR INDIVIDUAL CONSIDERATION		
No earlier than 9:15 a.m.			Items 36 - 38
		Addendum	Items 26 - 28
	PUBLIC HEARINGS AND RELATED ACTIONS		
1:00 p.m.			Items 39 - 50
		Addendum	Items 29 - 33

Handgun Prohibition Notice for Meetings of Governmental Entities

"Pursuant to Section 30.06, Penal Code (trespass by license holder with a concealed handgun), a person licensed under Subchapter H, Chapter 411, Government Code (handgun licensing law), may not enter this property with a concealed handgun."

"De acuerdo con la sección 30.06 del código penal (ingreso sin autorización de un titular de una licencia con una pistol oculta), una persona con licencia según el subcapítulo h, capítulo 411, código del gobierno (ley sobre licencias para portar pistolas), no puede ingresar a esta propiedad con una pistola oculta."

"Pursuant to Section 30.07, Penal Code (trespass by license holder with an openly carried handgun), a person licensed under Subchapter H, Chapter 411, Government Code (handgun licensing law), may not enter this property with a handgun that is carried openly."

"De acuerdo con la sección 30.07 del código penal (ingreso sin autorización de un titular de una licencia con una pistola a la vista), una persona con licencia según el subcapítulo h, capítulo 411, código del gobierno (ley sobre licencias para portar pistolas), no puede ingresar a esta propiedad con una pistola a la vista."

ADDITIONS:

Closed Session
Attorney Briefings (Sec. 551.071 T.O.M.A.)
- E. Tobolowsky, deceased, Cause No. DC-18-17620

CONSENT ADDENDUM

Housing & Neighborhood Revitalization

1. 19-316 Authorize **(1)** approval of the development plan as described in Exhibit A for the construction of 2 affordable houses by Confia Homes, L.L.C.; **(2)** the sale of 2 vacant lots as described in Exhibit A from the Dallas Housing Acquisition and Development Corporation to Confia Homes, L.L.C., subject to restrictive covenants and a right of reverter and execution of all necessary documents; and **(3)** execution of a release of lien for any non-tax liens on the 2 vacant lots that may have been filed by the City - Financing: No cost consideration to the City (see Fiscal Information)

2. 19-317 Authorize **(1)** approval of the development plan as described in Exhibit A for the construction of 15 affordable houses by Dallas Neighborhood Alliance for Habitat; **(2)** the sale of 15 vacant lots as described in Exhibit A from the Dallas Housing Acquisition and Development Corporation to Dallas Neighborhood Alliance for Habitat, subject to restrictive covenants and a right of reverter and execution of all necessary documents; and **(3)** execution of a release of lien for any non-tax liens on the 15 vacant lots that may have been filed by the City - Financing: No cost consideration to the City (see Fiscal Information)

3. 19-318 Authorize **(1)** approval of the development plan as described in Exhibit A for the construction of 20 affordable houses by Hedgestone Investments, LLC; **(2)** the sale of 20 vacant lots as described in Exhibit A from the Dallas Housing Acquisition and Development Corporation to Hedgestone Investments, LLC, subject to restrictive covenants and a right of reverter and execution of all necessary documents; and **(3)** execution of a release of lien for any non-tax liens on the 20 vacant lots that may have been filed by the City - Financing: No cost consideration to the City (see Fiscal Information)

4. 19-319 Authorize **(1)** approval of the development plan as described in Exhibit A for the construction of 12 affordable houses by Marcer Construction Company, LLC; **(2)** the sale of 12 vacant lots as described in Exhibit A from the Dallas Housing Acquisition and Development Corporation to Marcer Construction Company, LLC, subject to restrictive covenants and a right of reverter and execution of all necessary documents; and **(3)** execution of a release of lien for any non-tax liens on the 12 vacant lots that may have been filed by the City - Financing: No cost consideration to the City (see Fiscal Information)

5. 19-320 Authorize **(1)** approval of the development plan as described in Exhibit A for the construction of 2 affordable houses by PAD Enterprise, LLC; **(2)** the sale of 2 vacant lots as described in Exhibit A from the Dallas Housing Acquisition and Development Corporation to PAD Enterprise, LLC, subject to restrictive covenants and a right of reverter and execution of all necessary documents; and **(3)** execution of a release of lien for any non-tax liens on the 2 vacant lots that may have been filed by the City - Financing: No cost consideration to the City (see Fiscal Information)

6. 19-332 Authorize **(1)** a development loan agreement with 2400 Bryan Street, LLC or an affiliate thereof in an amount not to exceed $13,026,943.00 (comprised of $3,605,570.00 in HOME Investment Partnerships Program Funds, $6,000,000.00 in Public/Private Partnership Funds, and $3,421,373.00 of Community Development Block Grant Funds); **(2)** a conditional grant agreement with 2400 Bryan Street, LLC or an affiliate thereof for the development of a mixed-use and mixed-income multifamily residential development to be located at 2400 Bryan Street in an amount not to exceed $973,057.00 in 2012 General Obligation Bond Funds; and **(3)** the City of Dallas Housing Finance Corporation to purchase and own the land and to enter into a long-term ground lease with 2400 Bryan Street, LLC - Total not to exceed $14,000,000.00 - Financing: 2012 General Obligation Bond Funds ($973,057.00), Community Development Block Grant Funds ($3,421,373.00), HOME Investment Partnerships Program Funds ($3,605,570.00), and Public/Private Partnership Funds ($6,000,000.00)

Office of Economic Development

7. 19-207 A resolution accepting the FY 2017-2018 Annual Report on the status of Tax Increment Financing Reinvestment Zone Number Three (Oak Cliff Gateway TIF District or District), submitted by the Oak Cliff Gateway TIF District's Board of Directors, and authorizing the City Manager to submit the annual report to the Chief Executive Officer of each taxing jurisdiction that levies taxes on real property in the District, and to the State Comptroller, as required by state law - Financing: No cost consideration to the City

8. 19-208 A resolution accepting the FY 2017-2018 Annual Report on the status of Tax Increment Financing Reinvestment Zone Number Four (Cedars TIF District or District), submitted by the Cedars TIF District's Board of Directors, and authorizing the City Manager to submit the annual report to the Chief Executive Officer of each taxing jurisdiction that levies taxes on real property in the District, and to the State Comptroller, as required by state law - Financing: No cost consideration to the City

9. 19-209 A resolution accepting the FY 2017-2018 Annual Report on the status of Tax Increment Financing Reinvestment Zone Number Five (City Center TIF District or District), submitted by the City Center TIF District's Board of Directors, and authorizing the City Manager to submit the annual report to the Chief Executive Officer of each taxing jurisdiction that levies taxes on real property in the District, and to the State Comptroller, as required by state law - Financing: No cost consideration to the City

10. 19-210 A resolution accepting the FY 2017-2018 Annual Report on the status of Tax Increment Financing Reinvestment Zone Number Six (Farmers Market TIF District or District), submitted by the Farmers Market TIF District's Board of Directors, and authorizing the City Manager to submit the annual report to the Chief Executive Officer of each taxing jurisdiction that levies taxes on real property in the District, and to the State Comptroller, as required by state law - Financing: No cost consideration to the City

11. 19-211 A resolution accepting the FY 2017-2018 Annual Report on the status of Tax Increment Financing Reinvestment Zone Number Seven (Sports Arena TIF District or District), submitted by the Sports Arena TIF District's Board of Directors, and authorizing the City Manager to submit the annual report to the Chief Executive Officer of each taxing jurisdiction that levies taxes on real property in the District, and to the State Comptroller, as required by state law - Financing: No cost consideration to the City

12. 19-212 A resolution accepting the FY 2017-2018 Annual Report on the status of Tax Increment Financing Reinvestment Zone Number Eight (Design District TIF District or District), submitted by the Design District TIF District's Board of Directors, and authorizing the City Manager to submit the annual report to the Chief Executive Officer of each taxing jurisdiction that levies taxes on real property in the District, and to the State Comptroller, as required by state law - Financing: No cost consideration to the City

13. 19-213 A resolution accepting the FY 2017-2018 Annual Report on the status of Tax Increment Financing Reinvestment Zone Number Nine (Vickery Meadow TIF District or District), submitted by the Vickery Meadow TIF District's Board of Directors, and authorizing the City Manager to submit the annual report to the Chief Executive Officer of each taxing jurisdiction that levies taxes on real property in the District, and to the State Comptroller, as required by state law - Financing: No cost consideration to the City

14. 19-214 A resolution accepting the FY 2017-2018 Annual Report on the status of Tax Increment Financing Reinvestment Zone Number Ten (Southwestern Medical TIF District or District), submitted by the Southwestern Medical TIF District's Board of Directors, and authorizing the City Manager to submit the annual report to the Chief Executive Officer of each taxing jurisdiction that levies taxes on real property in the District, and to the State Comptroller, as required by state law - Financing: No cost consideration to the City

15. 19-215 A resolution accepting the FY 2017-2018 Annual Report on the status of Tax Increment Financing Reinvestment Zone Number Eleven (Downtown Connection TIF District or District), submitted by the Downtown Connection TIF District's Board of Directors, and authorizing the City Manager to submit the annual report to the Chief Executive Officer of each taxing jurisdiction that levies taxes on real property in the District, and to the State Comptroller, as required by state law - Financing: No cost consideration to the City

16. 19-216 A resolution accepting the FY 2017-2018 Annual Report on the status of Tax Increment Financing Reinvestment Zone Number Twelve (Deep Ellum TIF District or District), and authorizing the City Manager to submit the annual report to the Chief Executive Officer of each taxing jurisdiction that levies taxes on real property in the District, and to the State Comptroller, as required by state law - Financing: No cost consideration to the City

17. 19-217 A resolution accepting the FY 2017-2018 Annual Report on the status of Tax Increment Financing Reinvestment Zone Number Thirteen (Grand Park South TIF District or District), and authorizing the City Manager to submit the annual report to the Chief Executive Officer of each taxing jurisdiction that levies taxes on real property in the District, and to the State Comptroller, as required by state law - Financing: No cost consideration to the City

18. 19-218 A resolution accepting the FY 2017-2018 Annual Report on the status of Tax Increment Financing Reinvestment Zone Number Fourteen (Skillman Corridor TIF District or District), submitted by the Skillman Corridor TIF District's Board of Directors, and authorizing the City Manager to submit the annual report to the Chief Executive Officer of each taxing jurisdiction that levies taxes on real property in the District, and to the State Comptroller, as required by state law - Financing: No cost consideration to the City

19. 19-219 A resolution accepting the FY 2017-2018 Annual Report on the status of Tax Increment Financing Reinvestment Zone Number Fifteen (Fort Worth Avenue TIF District or District), submitted by the Fort Worth Avenue TIF District's Board of Directors, and authorizing the City Manager to submit the annual report to the Chief Executive Officer of each taxing jurisdiction that levies taxes on real property in the District, and to the State Comptroller, as required by state law - Financing: No cost consideration to the City

20. 19-220 A resolution accepting the FY 2017-2018 Annual Report on the status of Tax Increment Financing Reinvestment Zone Number Sixteen (Davis Garden TIF District or District), and authorizing the City Manager to submit the annual report to the Chief Executive Officer of each taxing jurisdiction that levies taxes on real property in the District, and to the State Comptroller, as required by state law - Financing: No cost consideration to the City

21. 19-221 A resolution accepting the FY 2017-2018 Annual Report on the status of Tax Increment Financing Reinvestment Zone Number Seventeen (TOD TIF District or District), submitted by the TOD TIF District's Board of Directors, and authorizing the City Manager to submit the annual report to the Chief Executive Officer of each taxing jurisdiction that levies taxes on real property in the District, and to the State Comptroller, as required by state law - Financing: No cost consideration to the City

22. 19-222 A resolution accepting the FY 2017-2018 Annual Report on the status of Tax Increment Financing Reinvestment Zone Number Eighteen (Maple/Mockingbird TIF District or District), submitted by the Maple/Mockingbird TIF District's Board of Directors, and authorizing the City Manager to submit the annual report to the Chief Executive Officer of each taxing jurisdiction that levies taxes on real property in the District, and to the State Comptroller, as required by state law - Financing: No cost consideration to the City

23. 19-223 A resolution accepting the FY 2017-2018 Annual Report on the status of Tax Increment Financing Reinvestment Zone Number Nineteen (Cypress Waters TIF District or District), submitted by the Cypress Waters TIF District's Board of Directors, and authorizing the City Manager to submit the annual report to the Chief Executive Officer of each taxing jurisdiction that levies taxes on real property in the District, and to the State Comptroller, as required by state law - Financing: No cost consideration to the City

24. 19-224 A resolution accepting the FY 2017-2018 Annual Report on the status of Tax Increment Financing Reinvestment Zone Number Twenty (Mall Area Redevelopment TIF District or District), submitted by the Mall Area Redevelopment TIF District’s Board of Directors, and authorizing the City Manager to submit the annual report to the Chief Executive Officer of each taxing jurisdiction that levies taxes on real property in the District and to the State Comptroller, as required by state law - Financing: No cost consideration to the City

25. 19-225 A resolution accepting the FY 2017-2018 Annual Report on the status of Tax Increment Financing Reinvestment Zone Number Twenty-One (University TIF District or District) and authorizing the City Manager to submit the annual report to the Chief Executive Officer of each taxing jurisdiction that levies taxes on real property in the District and to the State Comptroller, as required by state law - Financing: No cost consideration to the City

ITEMS FOR INDIVIDUAL CONSIDERATION

City Secretary's Office

26. 19-311 A resolution authorizing **(1)** a joint election agreement and election services contract between the City of Dallas, Dallas County, and various other jurisdictions within Dallas County, for the conduct of a joint election to be held on Saturday, May 4, 2019, in an amount not to exceed $670,317.74; **(2)** legal advertising in connection with the Saturday, May 4, 2019 General Election, in an amount not to exceed $100,000.00; and **(3)** $300.00 for translation services for publication and posting notices related to the election - Total not to exceed $770,617.74 - Financing: General Fund

27. 19-313 A resolution authorizing the Mayor to appoint an Ad Hoc City Council Canvassing Committee to review the returns of the May 4, 2019 general election and submit a canvass report to the full City Council on Wednesday, May 15, 2019 - Financing: No cost consideration to the City

Mayor and City Council Office

Note: This item will only be considered if a motion to reconsider is successful.

28. 19-340 Consideration of an ordinance amending Chapter 31 of the Dallas City Code to reinstate and continue in effect the Dallas juvenile curfew ordinance - Financing: No cost consideration to the City

PUBLIC HEARINGS AND RELATED ACTIONS

Housing & Neighborhood Revitalization

29. 19-325 A public hearing to receive comments regarding an application by Highpoint at Wynnewood, LP to the Texas Department of Housing and Community Affairs (TDHCA) for 2019 4% Non-Competitive Housing Tax Credits for the acquisition and redevelopment of the HighPoint at Wynnewood Apartments a 221-unit multifamily complex located at 1805 South Zang Boulevard; and at the close of the public hearing to: **(1)** adopt a Resolution of No Objection for Highpoint at Wynnewood, LP, or its affiliate, related to its application to TDHCA for the acquisition and redevelopment of HighPoint at Wynnewood Apartments; **(2)** adopt a Resolution of Support for Highpoint at Wynnewood, LP, or its affiliate, related to its application to TDHCA for 9% Competitive Housing Tax Credits for acquisition and redevelopment of the HighPoint at Wynnewood Apartments; and **(3)** authorize a line of credit in an amount not to exceed $500.00 for the proposed development - Not to exceed $500.00 - Financing Public/Private Partnership Funds

30. 19-323 A public hearing to receive comments regarding an application by Northgate Preservation, L.P. to the Texas Department of Housing and Community Affairs (TDHCA) for 2019 4% Non-Competitive Housing Tax Credits for the acquisition and rehabilitation of the Northgate Village Apartments a 168-unit multifamily complex located at 12303 North Plano Road; and at the close of the public hearing, adopt a Resolution of No Objection for Northgate Preservation, L.P., or its affiliate, related to its application to TDHCA for the acquisition and rehabilitation of the Northgate Village Apartments - Financing: No cost consideration to the City

31. 19-331 A public hearing to receive comments regarding an application by Palladium Redbird, Ltd. (PRL) to the Texas Department of Housing and Community Affairs (TDHCA) for 2019 4% Non-Competitive Housing Tax Credits for Palladium Redbird located at the intersection of West Camp Wisdom Road and South Westmoreland Road site of the former Red Bird Mall/Southwest Center Mall; and at the close of the public hearing **(1)** authorize a Resolution of No Objection for PRL or its affiliate, related to its application to TDHCA for the acquisition and new construction of improvements to be known as the Palladium Redbird; and **(2)** conditioned upon PRL receiving a 2019 4% Housing Tax Credit award and upon City Council's final adoption of the Community Development Block Grant (CDBG) Reprogramming Budget No. 1 on April 10, 2019, authorize **(a)** a development loan agreement in an amount not to exceed $6,271,576.00 (comprised of $2,696,300.00 in Community Development Block Grant Funds and $3,575,276.00 of HOME Investment Partnerships Program Funds) with PRL or an affiliate thereof; **(b)** a conditional grant agreement in an amount not to exceed $2,028,424.00 in 2012 General Obligation Bond Funds with a nonprofit entity; and **(c)** the City of Dallas Housing Finance Corporation to purchase and own the land, enter into a long-term ground lease with PRL, and take an ownership interest in PRL for the development of a mixed-income multifamily complex located at the intersection of West Camp Wisdom Road and South Westmoreland Road, site of the former Red Bird Mall/Southwest Center Mall - Total not to exceed $8,300,000.00 - Financing: 2012 General Obligation Bond Funds ($2,028,424.00), HOME Investment Partnerships Program Funds ($3,575,276.00), and Community Development Block Grant Funds ($2,696,300.00)

32. 19-324 A public hearing to receive comments regarding an application by Steele Pythian LP to the Texas Department of Housing and Community Affairs (TDHCA) for 2019 4% Non-Competitive Housing Tax Credits for the proposed acquisition and rehabilitation of the Pythian Manor Apartments a 76-unit multifamily complex located at 2719 East Illinois Avenue; and at the close of the public hearing, adopt a Resolution of No Objection for Steele Pythian LP, or its affiliate, related to its application to TDHCA for the acquisition and rehabilitation of Pythian Manor Apartments - Financing: No cost consideration to the City

33. 19-330 A public hearing to receive comments regarding an application by TX Casa View 2018, Ltd. (TCV) to the Texas Department of Housing and Community Affairs (TDHCA) for 2019 4% Non-Competitive Housing Tax Credits for the Estates at Shiloh Apartments located at 2649 Centerville Road and at the close of the public hearing **(1)** authorize a Resolution of No Objection for TCV or its affiliate, related to its application to TDHCA for the acquisition, rehabilitation of existing units, and new construction of improvements to be known as the Estates at Shiloh Apartments; and **(2)** conditioned upon TCV receiving a 2019 4% Housing Tax Credit award and upon City Council's final adoption of the Community Development Block Grant (CDBG) Reprograming Budget No. 1 on April 10, 2019, authorize **(a)** a development loan agreement in an amount not to exceed $3,801,000.00 of CDBG Funds with TCV or an affiliate thereof; **(b)** a conditional grant agreement in an amount not to exceed $199,000.00 in 2012 General Obligation Bond Funds with a nonprofit entity; and **(c)** the City of Dallas Housing Finance Corporation to purchase and own the land, enter into a long-term ground lease with TCV, and take an ownership interest in TCV for the development of a mixed-income multifamily complex for seniors located at 2649 Centerville Road - Total not to exceed $4,000,000.00 - Financing: 2012 General Obligation Bond Funds ($199,000.00) and Community Development Block Grant Funds ($3,801,000.00)

EXECUTIVE SESSION NOTICE

A closed executive session may be held if the discussion of any of the above agenda items concerns one of the following:

1. seeking the advice of its attorney about pending or contemplated litigation, settlement offers, or any matter in which the duty of the attorney to the City Council under the Texas Disciplinary Rules of Professional Conduct of the State Bar of Texas clearly conflicts with the Texas Open Meetings Act. [Tex. Govt. Code §551.071]

2. deliberating the purchase, exchange, lease, or value of real property if deliberation in an open meeting would have a detrimental effect on the position of the city in negotiations with a third person. [Tex. Govt. Code §551.072]

3. deliberating a negotiated contract for a prospective gift or donation to the city if deliberation in an open meeting would have a detrimental effect on the position of the city in negotiations with a third person. [Tex. Govt. Code §551.073]

4. deliberating the appointment, employment, evaluation, reassignment, duties, discipline, or dismissal of a public officer or employee; or to hear a complaint or charge against an officer or employee unless the officer or employee who is the subject of the deliberation or hearing requests a public hearing. [Tex. Govt. Code §551.074]

5. deliberating the deployment, or specific occasions for implementation, of security personnel or devices. [Tex. Govt. Code §551.076]

6. discussing or deliberating commercial or financial information that the city has received from a business prospect that the city seeks to have locate, stay or expand in or near the city and with which the city is conducting economic development negotiations; or deliberating the offer of a financial or other incentive to a business prospect. [Tex Govt. Code §551.087]

7. deliberating security assessments or deployments relating to information resources technology, network security information, or the deployment or specific occasions for implementations of security personnel, critical infrastructure, or security devices. [Tex Govt. Code §551.089]

Addendum Date: February 27, 2019

ITEM #	DISTRICT	TYPE	DEPT	DOLLARS	DESCRIPTION
1.	4, 6	C	HOU	NC	Authorize (1) approval of the development plan as described in Exhibit A for the construction of 2 affordable houses by Confia Homes, L.L.C.; (2) the sale of 2 vacant lots as described in Exhibit A from the Dallas Housing Acquisition and Development Corporation to Confia Homes, L.L.C., subject to restrictive covenants and a right of reverter and execution of all necessary documents; and (3) execution of a release of lien for any non-tax liens on the 2 vacant lots that may have been filed by the City - Financing: No cost consideration to the City (see Fiscal Information)
2.	7	C	HOU	NC	Authorize (1) approval of the development plan as described in Exhibit A for the construction of 15 affordable houses by Dallas Neighborhood Alliance for Habitat; (2) the sale of 15 vacant lots as described in Exhibit A from the Dallas Housing Acquisition and Development Corporation to Dallas Neighborhood Alliance for Habitat, subject to restrictive covenants and a right of reverter and execution of all necessary documents; and (3) execution of a release of lien for any non-tax liens on the 15 vacant lots that may have been filed by the City - Financing: No cost consideration to the City (see Fiscal Information)
3.	4, 6, 7, 8	C	HOU	NC	Authorize (1) approval of the development plan as described in Exhibit A for the construction of 20 affordable houses by Hedgestone Investments, LLC; (2) the sale of 20 vacant lots as described in Exhibit A from the Dallas Housing Acquisition and Development Corporation to Hedgestone Investments, LLC, subject to restrictive covenants and a right of reverter and execution of all necessary documents; and (3) execution of a release of lien for any non-tax liens on the 20 vacant lots that may have been filed by the City - Financing: No cost consideration to the City (see Fiscal Information)
4.	1, 3, 4, 6	C	HOU	NC	Authorize (1) approval of the development plan as described in Exhibit A for the construction of 12 affordable houses by Marcer Construction Company, LLC; (2) the sale of 12 vacant lots as described in Exhibit A from the Dallas Housing Acquisition and Development Corporation to Marcer Construction Company, LLC, subject to restrictive covenants and a right of reverter and execution of all necessary documents; and (3) execution of a release of lien for any non-tax liens on the 12 vacant lots that may have been filed by the City - Financing: No cost consideration to the City (see Fiscal Information)
5.	4	C	HOU	NC	Authorize (1) approval of the development plan as described in Exhibit A for the construction of 2 affordable houses by PAD Enterprise, LLC; (2) the sale

ITEM #	DISTRICT	TYPE	DEPT	DOLLARS	DESCRIPTION
					of 2 vacant lots as described in Exhibit A from the Dallas Housing Acquisition and Development Corporation to PAD Enterprise, LLC, subject to restrictive covenants and a right of reverter and execution of all necessary documents; and (3) execution of a release of lien for any non-tax liens on the 2 vacant lots that may have been filed by the City - Financing: No cost consideration to the City (see Fiscal Information)
6.	14	C	HOU	$973,057.00	Authorize (1) a development loan agreement with 2400 Bryan Street, LLC or an affiliate thereof in an amount not to exceed $13,026,943.00 (comprised of $3,605,570.00 in HOME Investment Partnerships Program Funds, $6,000,000.00 in Public/Private Partnership Funds, and $3,421,373.00 of Community Development Block Grant Funds); (2) a conditional grant agreement with 2400 Bryan Street, LLC or an affiliate thereof for the development of a mixed-use and mixed-income multifamily residential development to be located at 2400 Bryan Street in an amount not to exceed $973,057.00 in 2012 General Obligation Bond Funds; and (3) the City of Dallas Housing Finance Corporation to purchase and own the land and to enter into a long-term ground lease with 2400 Bryan Street, LLC - Total not to exceed $14,000,000.00 - Financing: 2012 General Obligation Bond Funds ($973,057.00), Community Development Block Grant Funds ($3,421,373.00), HOME Investment Partnerships Program Funds ($3,605,570.00), and Public/Private Partnership Funds ($6,000,000.00)
7.	1	C	ECO	NC	A resolution accepting the FY 2017-2018 Annual Report on the status of Tax Increment Financing Reinvestment Zone Number Three (Oak Cliff Gateway TIF District or District), submitted by the Oak Cliff Gateway TIF District's Board of Directors, and authorizing the City Manager to submit the annual report to the Chief Executive Officer of each taxing jurisdiction that levies taxes on real property in the District, and to the State Comptroller, as required by state law - Financing: No cost consideration to the City
8.	2	C	ECO	NC	A resolution accepting the FY 2017-2018 Annual Report on the status of Tax Increment Financing Reinvestment Zone Number Four (Cedars TIF District or District), submitted by the Cedars TIF District's Board of Directors, and authorizing the City Manager to submit the annual report to the Chief Executive Officer of each taxing jurisdiction that levies taxes on real property in the District, and to the State Comptroller, as required by state law - Financing: No cost consideration to the City
9.	2, 14	C	ECO	NC	A resolution accepting the FY 2017-2018 Annual Report on the status of Tax Increment Financing Reinvestment Zone Number Five (City Center TIF District or District), submitted by the City Center TIF District's Board of

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					Directors, and authorizing the City Manager to submit the annual report to the Chief Executive Officer of each taxing jurisdiction that levies taxes on real property in the District, and to the State Comptroller, as required by state law - Financing: No cost consideration to the City
10.	2	C	ECO	NC	A resolution accepting the FY 2017-2018 Annual Report on the status of Tax Increment Financing Reinvestment Zone Number Six (Farmers Market TIF District or District), submitted by the Farmers Market TIF District's Board of Directors, and authorizing the City Manager to submit the annual report to the Chief Executive Officer of each taxing jurisdiction that levies taxes on real property in the District, and to the State Comptroller, as required by state law - Financing: No cost consideration to the City
11.	2, 6, 14	C	ECO	NC	A resolution accepting the FY 2017-2018 Annual Report on the status of Tax Increment Financing Reinvestment Zone Number Seven (Sports Arena TIF District or District), submitted by the Sports Arena TIF District's Board of Directors, and authorizing the City Manager to submit the annual report to the Chief Executive Officer of each taxing jurisdiction that levies taxes on real property in the District, and to the State Comptroller, as required by state law - Financing: No cost consideration to the City
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					required by state law - Financing: No cost consideration to the City
15.	2, 14	C	ECO	NC	A resolution accepting the FY 2017-2018 Annual Report on the status of Tax Increment Financing Reinvestment Zone Number Eleven (Downtown Connection TIF District or District), submitted by the Downtown Connection TIF District's Board of Directors, and authorizing the City Manager to submit the annual report to the Chief Executive Officer of each taxing jurisdiction that levies taxes on real property in the District, and to the State Comptroller, as required by state law - Financing: No cost consideration to the City
16.	2, 7, 14	C	ECO	NC	A resolution accepting the FY 2017-2018 Annual Report on the status of Tax Increment Financing Reinvestment Zone Number Twelve (Deep Ellum TIF District or District), and authorizing the City Manager to submit the annual report to the Chief Executive Officer of each taxing jurisdiction that levies taxes on real property in the District, and to the State Comptroller, as required by state law - Financing: No cost consideration to the City
17.	7	C	ECO	NC	A resolution accepting the FY 2017-2018 Annual Report on the status of Tax Increment Financing Reinvestment Zone Number Thirteen (Grand Park South TIF District or District), and authorizing the City Manager to submit the annual report to the Chief Executive Officer of each taxing jurisdiction that levies taxes on real property in the District, and to the State Comptroller, as required by state law - Financing: No cost consideration to the City
18.	9, 10, 13, 14	C	ECO	NC	A resolution accepting the FY 2017-2018 Annual Report on the status of Tax Increment Financing Reinvestment Zone Number Fourteen (Skillman Corridor TIF District or District), submitted by the Skillman Corridor TIF District's Board of Directors, and authorizing the City Manager to submit the annual report to the Chief Executive Officer of each taxing jurisdiction that levies taxes on real property in the District, and to the State Comptroller, as required by state law - Financing: No cost consideration to the City
19.	1, 6	C	ECO	NC	A resolution accepting the FY 2017-2018 Annual Report on the status of Tax Increment Financing Reinvestment Zone Number Fifteen (Fort Worth Avenue TIF District or District), submitted by the Fort Worth Avenue TIF District's Board of Directors, and authorizing the City Manager to submit the annual report to the Chief Executive Officer of each taxing jurisdiction that levies taxes on real property in the District, and to the State Comptroller, as required by state law - Financing: No cost consideration to the City
20.	1, 3	C	ECO	NC	A resolution accepting the FY 2017-2018 Annual Report on the status of Tax Increment Financing Reinvestment Zone Number Sixteen (Davis Garden TIF District or District), and authorizing the City Manager to submit the annual

ITEM #	DISTRICT	TYPE	DEPT	DOLLARS	DESCRIPTION
					report to the Chief Executive Officer of each taxing jurisdiction that levies taxes on real property in the District, and to the State Comptroller, as required by state law - Financing: No cost consideration to the City
21.	2, 3, 4, 8, 14	C	ECO	NC	A resolution accepting the FY 2017-2018 Annual Report on the status of Tax Increment Financing Reinvestment Zone Number Seventeen (TOD TIF District or District), submitted by the TOD TIF District's Board of Directors, and authorizing the City Manager to submit the annual report to the Chief Executive Officer of each taxing jurisdiction that levies taxes on real property in the District, and to the State Comptroller, as required by state law - Financing: No cost consideration to the City
22.	2	C	ECO	NC	A resolution accepting the FY 2017-2018 Annual Report on the status of Tax Increment Financing Reinvestment Zone Number Eighteen (Maple/Mockingbird TIF District or District), submitted by the Maple/Mockingbird TIF District's Board of Directors, and authorizing the City Manager to submit the annual report to the Chief Executive Officer of each taxing jurisdiction that levies taxes on real property in the District, and to the State Comptroller, as required by state law - Financing: No cost consideration to the City
23.	6	C	ECO	NC	A resolution accepting the FY 2017-2018 Annual Report on the status of Tax Increment Financing Reinvestment Zone Number Nineteen (Cypress Waters TIF District or District), submitted by the Cypress Waters TIF District's Board of Directors, and authorizing the City Manager to submit the annual report to the Chief Executive Officer of each taxing jurisdiction that levies taxes on real property in the District, and to the State Comptroller, as required by state law - Financing: No cost consideration to the City
24.	8, 11	C	ECO	NC	A resolution accepting the FY 2017-2018 Annual Report on the status of Tax Increment Financing Reinvestment Zone Number Twenty (Mall Area Redevelopment TIF District or District), submitted by the Mall Area Redevelopment TIF District's Board of Directors, and authorizing the City Manager to submit the annual report to the Chief Executive Officer of each taxing jurisdiction that levies taxes on real property in the District and to the State Comptroller, as required by state law - Financing: No cost consideration to the City
25.	8, 12	C	ECO	NC	A resolution accepting the FY 2017-2018 Annual Report on the status of Tax Increment Financing Reinvestment Zone Number Twenty-One (University TIF District or District) and authorizing the City Manager to submit the annual report to the Chief Executive Officer of each taxing jurisdiction that levies taxes on real property in the District and to the State Comptroller, as required

ITEM #	DISTRICT	TYPE	DEPT	DOLLARS	DESCRIPTION
					by state law - Financing: No cost consideration to the City
26.	All	I	SEC	$770,617.74	A resolution authorizing (1) a joint election agreement and election services contract between the City of Dallas, Dallas County, and various other jurisdictions within Dallas County, for the conduct of a joint election to be held on Saturday, May 4, 2019, in an amount not to exceed $670,317.74; (2) legal advertising in connection with the Saturday, May 4, 2019 General Election, in an amount not to exceed $100,000.00; and (3) $300.00 for translation services for publication and posting notices related to the election - Total not to exceed $770,617.74 - Financing: General Fund
27.	All	I	SEC	NC	A resolution authorizing the Mayor to appoint an Ad Hoc City Council Canvassing Committee to review the returns of the May 4, 2019 general election and submit a canvass report to the full City Council on Wednesday, May 15, 2019 - Financing: No cost consideration to the City
28.	All	I	MCC	NC	Consideration of an ordinance amending Chapter 31 of the Dallas City Code to reinstate and continue in effect the Dallas juvenile curfew ordinance - Financing: No cost consideration to the City
29.	1	PH	HOU	GT	A public hearing to receive comments regarding an application by Highpoint at Wynnewood, LP to the Texas Department of Housing and Community Affairs (TDHCA) for 2019 4% Non-Competitive Housing Tax Credits for the acquisition and redevelopment of the HighPoint at Wynnewood Apartments a 221-unit multifamily complex located at 1805 South Zang Boulevard; and at the close of the public hearing to: (1) adopt a Resolution of No Objection for Highpoint at Wynnewood, LP, or its affiliate, related to its application to TDHCA for the acquisition and redevelopment of HighPoint at Wynnewood Apartments; (2) adopt a Resolution of Support for Highpoint at Wynnewood, LP, or its affiliate, related to its application to TDHCA for 9% Competitive Housing Tax Credits for acquisition and redevelopment of the HighPoint at Wynnewood Apartments; and (3) authorize a line of credit in an amount not to exceed $500.00 for the proposed development - Not to exceed $500.00 - Financing Public/Private Partnership Funds
30.	10	PH	HOU	NC	A public hearing to receive comments regarding an application by Northgate Preservation, L.P. to the Texas Department of Housing and Community Affairs (TDHCA) for 2019 4% Non-Competitive Housing Tax Credits for the acquisition and rehabilitation of the Northgate Village Apartments a 168-unit multifamily complex located at 12303 North Plano Road; and at the close of the public hearing, adopt a Resolution of No Objection for Northgate Preservation, L.P., or its affiliate, related to its application to TDHCA for the acquisition and rehabilitation of the Northgate Village Apartments -

ITEM #	DISTRICT	TYPE	DEPT	DOLLARS	DESCRIPTION
					Financing: No cost consideration to the City
31.	8	PH	HOU	$2,028,424.00	A public hearing to receive comments regarding an application by Palladium Redbird, Ltd. (PRL) to the Texas Department of Housing and Community Affairs (TDHCA) for 2019 4% Non-Competitive Housing Tax Credits for Palladium Redbird located at the intersection of West Camp Wisdom Road and South Westmoreland Road site of the former Red Bird Mall/Southwest Center Mall; and at the close of the public hearing (1) authorize a Resolution of No Objection for PRL or its affiliate, related to its application to TDHCA for the acquisition and new construction of improvements to be known as the Palladium Redbird; and (2) conditioned upon PRL receiving a 2019 4% Housing Tax Credit award and upon City Council's final adoption of the Community Development Block Grant (CDBG) Reprogramming Budget No. 1 on April 10, 2019, authorize (a) a development loan agreement in an amount not to exceed $6,271,576.00 (comprised of $2,696,300.00 in Community Development Block Grant Funds and $3,575,276.00 of HOME Investment Partnerships Program Funds) with PRL or an affiliate thereof; (b) a conditional grant agreement in an amount not to exceed $2,028,424.00 in 2012 General Obligation Bond Funds with a nonprofit entity; and (c) the City of Dallas Housing Finance Corporation to purchase and own the land, enter into a long-term ground lease with PRL, and take an ownership interest in PRL for the development of a mixed-income multifamily complex located at the intersection of West Camp Wisdom Road and South Westmoreland Road, site of the former Red Bird Mall/Southwest Center Mall - Total not to exceed $8,300,000.00 - Financing: 2012 General Obligation Bond Funds ($2,028,424.00), HOME Investment Partnerships Program Funds ($3,575,276.00), and Community Development Block Grant Funds ($2,696,300.00)
32.	4	PH	HOU	NC	A public hearing to receive comments regarding an application by Steele Pythian LP to the Texas Department of Housing and Community Affairs (TDHCA) for 2019 4% Non-Competitive Housing Tax Credits for the proposed acquisition and rehabilitation of the Pythian Manor Apartments a 76-unit multifamily complex located at 2719 East Illinois Avenue; and at the close of the public hearing, adopt a Resolution of No Objection for Steele Pythian LP, or its affiliate, related to its application to TDHCA for the acquisition and rehabilitation of Pythian Manor Apartments - Financing: No cost consideration to the City
33.	9	PH	HOU	$199,000.00	A public hearing to receive comments regarding an application by TX Casa View 2018, Ltd. (TCV) to the Texas Department of Housing and Community Affairs (TDHCA) for 2019 4% Non-Competitive Housing Tax Credits for the

ITEM #	DISTRICT	TYPE	DEPT	DOLLARS	DESCRIPTION
					Estates at Shiloh Apartments located at 2649 Centerville Road and at the close of the public hearing (1) authorize a Resolution of No Objection for TCV or its affiliate, related to its application to TDHCA for the acquisition, rehabilitation of existing units, and new construction of improvements to be known as the Estates at Shiloh Apartments; and (2) conditioned upon TCV receiving a 2019 4% Housing Tax Credit award and upon City Council's final adoption of the Community Development Block Grant (CDBG) Reprograming Budget No. 1 on April 10, 2019, authorize (a) a development loan agreement in an amount not to exceed $3,801,000.00 of CDBG Funds with TCV or an affiliate thereof; (b) a conditional grant agreement in an amount not to exceed $199,000.00 in 2012 General Obligation Bond Funds with a nonprofit entity; and (c) the City of Dallas Housing Finance Corporation to purchase and own the land, enter into a long-term ground lease with TCV, and take an ownership interest in TCV for the development of a mixed-income multifamily complex for seniors located at 2649 Centerville Road - Total not to exceed $4,000,000.00 - Financing: 2012 General Obligation Bond Funds ($199,000.00) and Community Development Block Grant Funds ($3,801,000.00)

TOTAL $3,971,098.74

Agenda Information Sheet

File #: 19-316 **Item #:** 1.

STRATEGIC PRIORITY: Economic and Neighborhood Vitality

AGENDA DATE: February 27, 2019

COUNCIL DISTRICT(S): 4, 6

DEPARTMENT: Housing & Neighborhood Revitalization

EXECUTIVE: T.C. Broadnax

SUBJECT

Authorize **(1)** approval of the development plan as described in Exhibit A for the construction of 2 affordable houses by Confia Homes, L.L.C.; **(2)** the sale of 2 vacant lots as described in Exhibit A from the Dallas Housing Acquisition and Development Corporation to Confia Homes, L.L.C., subject to restrictive covenants and a right of reverter and execution of all necessary documents; and **(3)** execution of a release of lien for any non-tax liens on the 2 vacant lots that may have been filed by the City - Financing: No cost consideration to the City (see Fiscal Information)

BACKGROUND

This item is being added to the addendum to enable Land Bank lots that were recommended for sale at the January Dallas Housing Acquisition and Development Corporation (DHADC) board meeting to be sold to five developers who are ready to start construction on 51 affordable housing units. The delay in getting this item on the agenda arose because of the need to finalize negotiations with the developers after the DHADC board meeting.

On June 18, 2003, Governor Rick Perry signed the Urban Land Bank Demonstration Program Act. The Act allows the governing body of a municipality to adopt an Urban Land Bank Demonstration Program in which the officer charged with selling real property ordered sold pursuant to foreclosure of a tax lien may sell certain eligible real property by private sale to a land bank for the purpose of affordable housing development. On January 28, 2004, City Council designated the DHADC as its land bank for the purpose of acquiring, holding and transferring unimproved real property under Subtitle A, Title 12, Local Government Code, Chapter 379C by Resolution No. 04-0458.

In December 2018, Confia Homes, L.L.C. (Developer) submitted a proposal to purchase 2 vacant lots from the DHADC. City staff evaluated the proposal pursuant to the standards set forth in the land bank application, which included determining whether Developer met the eligibility standards to be deemed a “Qualified Participating Developer” under Chapter 379C and underwriting the proposal. City staff scored the proposal and compared it with the scores assigned to any other proposals submitted for the same lots and determined that Developer’s proposal received the highest score.

City staff has negotiated with Developer regarding the terms of sale of the vacant lots as well as the terms related to the construction and subsequent sale of single-family housing on the vacant lots.

On January 17, 2019, the DHADC Board of Directors approved the terms of sale and development, subject to City Council approval, for the 2 lots proposed to be sold to Developer. This item will authorize the DHADC to enter into a contract with Developer with the following terms:

- **Vacant Lot Sales Price:** Listed per lot in Exhibit A.
- **Targeted Income of Homebuyer:** Listed per lot in Exhibit A.
- **Construction Timeframe:** Developer must apply for a construction permit and close on any construction financing within three years of purchase from the Land Bank.
- **Restrictive Covenants:** Developer must: (1) sell each lot to a low-income household as specified in Exhibit A and (2) prior to the sale, Developer must provide to DHADC written documentation of the income of the proposed purchaser and the sales price. After sale of the home, the property must be occupied as a low-income household's principal residence during the entire term of the five-year affordability period.
- **Affordability Period:** Once the property is sold to a low-income household, it must be occupied as the household's principal place of residence for five years. If the original purchaser re-sells the property during the affordability period, the property must be sold to another qualified low-income household. Developer or subsequent owners must inform prospective purchaser of the five-year affordability period.
- **Right of Reverter:** Title to the property may revert to the DHADC if Developer does not: (1) apply for a construction permit within eighteen months from the date the Deed without Warranty is filed; (2) close on any construction financing within three years from the date the Deed without Warranty is filed; and (3) complete construction within four years from the date the Deed without Warranty is filed.
- **Single-Family Home Sales Price:** The sales price of the home cannot exceed the 2018 U.S. Department of Housing and Urban Development (HUD) HOME homeownership sales price for the Dallas, TX HUD Metro Fair Market Rent Area and must be affordable based on the income of the targeted homebuyer.

PRIOR ACTION/REVIEW (COUNCIL, BOARDS, COMMISSIONS)

On January 28, 2004, City Council designated the DHADC as its land bank for the purpose of acquiring, holding and transferring unimproved real property for the purpose of promoting the development of affordable housing as allowed under Chapter 379C of the Texas Local Government Code by Resolution No. 04-0458.

On January 9, 2019, City Council approved the FY 2018-19 Urban Land Bank Demonstration Program Plan by Resolution No. 19-0117.

On January 17, 2019, the DHADC Board of Directors approved the terms of sale and development for the 2 vacant lots proposed to be sold to Developer, subject to City Council approval.

The Economic Development and Housing Committee was briefed regarding the terms of sale and development for the 2 vacant lots proposed to be sold to Developer on February 4, 2019.

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FISCAL INFORMATION

No cost consideration to the City. See attached Exhibit for estimated foregone revenues from the release of non-tax liens.

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WHEREAS, the City has an interest in preserving and increasing the tax base and creating affordable housing for low-income households to provide necessary decent, safe, and sanitary housing for such households; and

WHEREAS, on January 28, 2004, City Council designated the Dallas Housing Acquisition and Development Corporation (DHADC) as its land bank for the purpose of acquiring, holding and transferring unimproved real property under Subtitle A, Title 12, Local Government Code, Chapter 379C by Resolution No. 04-0458; and

WHEREAS, on January 9, 2019, City Council approved the FY 2018-19 Urban Land Bank Demonstration Program Plan by Resolution No. 19-0117; and

WHEREAS, Confia Homes, L.L.C. (Developer) submitted a proposal to purchase from DHADC 2 vacant lots and develop single-family homes; and

WHEREAS, on January 17, 2019, the DHADC Board of Directors approved the terms of sale and development for the 2 lots proposed to be sold to Developer as further described on Exhibit A; and

WHEREAS, the City Council desires to approve the sale of 2 vacant lots owned by DHADC to Developer along with the terms of development as further described on Exhibit A.

Now, Therefore,

BE IT RESOLVED BY THE CITY COUNCIL OF THE CITY OF DALLAS:

SECTION 1. That the development plan and the sale of 2 lots shown on Exhibit A from DHADC to Developer is approved.

SECTION 2. That the DHADC is hereby authorized to execute all documents, including, but not limited to sales contract, deed of trust, and deed restrictions necessary to effectuate the sale of 2 vacant lots owned by DHADC to Developer pursuant to the terms of development as described on Exhibit A, approved as to form by the City Attorney.

SECTION 3. That the City Manager is hereby authorized to release any non-tax liens that may have been filed by the City on the lots shown on Exhibit A, approved as to form by the City Attorney.

SECTION 4. That this resolution does not constitute a binding agreement upon the City or DHADC or subject the City or DHADC to any liability or obligation with respect to this transaction, until such time as the documents are duly approved by all parties and executed.

SECTION 5. That this resolution shall take effect immediately from and after its passage in accordance with the provisions of the Charter of the City of Dallas, and it is accordingly so resolved.

EXHIBIT A

Development Plan for Confia Homes, L.L.C. (Developer)

Vacant Lot Sales Price: See Page 2.

Targeted Income of Homebuyer: See Page 2.

Construction Timeframe: Developer must apply for a construction permit and close on any construction financing within three years of purchase from the Land Bank.

Restrictive Covenants: Developer must (1) sell each lot to a low-income household as specified on Page 2 and (2) prior to the sale, Developer must provide to DHADC written documentation of the income of the proposed purchaser and the sales price. After sale of the home, the property must be occupied as a low-income household's principal residence during the entire term of the five-year affordability period.

Affordability Period: Once the property is sold to a low-income household, it must be occupied as the household's principal place of residence for five years. If the original purchaser re-sells the property during the affordability period, the property must be sold to another qualified low-income household. Developer or subsequent owners must inform prospective purchaser of the five-year affordability period.

Right of Reverter: Title to the property may revert to the DHADC if Developer does not: (1) apply for a construction permit within eighteen months from the date the Deed without Warranty is filed; (2) close on any construction financing within three years from the date the Deed without Warranty is filed; and (3) complete construction within four years from the date the Deed without Warranty is filed.

Single-Family Home Sales Price: The sales price of the home cannot exceed the 2018 HUD HOME homeownership sales price for the Dallas, TX HUD Metro FMR Area and must be affordable based on the income of the targeted homebuyer.

EXHIBIT A

PARCEL NUMBER	STREET ADDRESS LEGAL DESCRIPTION	COUNCIL DISTRICT	QUALIFIED PURCHASER	SALE AMOUNT	AMI TARGET	BED/BATH	ESTIMATED AMOUNT OF NON-TAX LIENS
1	**1826 Duluth** Lot 6, Riggins College Park Addition Blk H/7238	6	Confia Homes, L.L.C.	$25,000.00	81% - 115%	4/2	$3,327.41
2	**2511 Custer** Lot 4, Lisbon Heights Addition Blk 5/5852	4	Confia Homes, L.L.C.	$13,000.00	61% - 80%	3/2	$10,677.50
TOTAL				**$38,000.00**			**$14,004.91**

Agenda Information Sheet

File #: 19-317 **Item #:** 2.

STRATEGIC PRIORITY: Economic and Neighborhood Vitality

AGENDA DATE: February 27, 2019

COUNCIL DISTRICT(S): 7

DEPARTMENT: Housing & Neighborhood Revitalization

EXECUTIVE: T.C. Broadnax

SUBJECT

Authorize **(1)** approval of the development plan as described in Exhibit A for the construction of 15 affordable houses by Dallas Neighborhood Alliance for Habitat; **(2)** the sale of 15 vacant lots as described in Exhibit A from the Dallas Housing Acquisition and Development Corporation to Dallas Neighborhood Alliance for Habitat, subject to restrictive covenants and a right of reverter and execution of all necessary documents; and **(3)** execution of a release of lien for any non-tax liens on the 15 vacant lots that may have been filed by the City - Financing: No cost consideration to the City (see Fiscal Information)

BACKGROUND

This item is being added to the addendum to enable Land Bank lots that were recommended for sale at the January Dallas Housing Acquisition and Development Corporation (DHADC) board meeting to be sold to five developers who are ready to start construction on 51 affordable housing units. The delay in getting this item on the agenda arose because of the need to finalize negotiations with the developers after the DHADC board meeting.

On June 18, 2003, Governor Rick Perry signed the Urban Land Bank Demonstration Program Act. The Act allows the governing body of a municipality to adopt an Urban Land Bank Demonstration Program in which the officer charged with selling real property ordered sold pursuant to foreclosure of a tax lien may sell certain eligible real property by private sale to a land bank for the purpose of affordable housing development. On January 28, 2004, City Council designated the DHADC as its land bank for the purpose of acquiring, holding and transferring unimproved real property under Subtitle A, Title 12, Local Government Code, Chapter 379C by Resolution No. 04-0458.

In December 2018, Dallas Neighborhood Alliance for Habitat (Developer) submitted a proposal to purchase 15 vacant lots from the DHADC. City staff evaluated the proposal pursuant to the standards set forth in the land bank application, which included determining whether Developer met the eligibility standards to be deemed a “Qualified Participating Developer” under Chapter 379C and underwriting the proposal. City staff scored the proposal and compared it with the scores assigned to

any other proposals submitted for the same lots and determined that Developer's proposal received the highest score. City staff has negotiated with Developer regarding the terms of sale of the vacant lots as well as the terms related to the construction and subsequent sale of single-family housing on the vacant lots.

On January 17, 2019, the DHADC Board of Directors approved the terms of sale and development, subject to City Council approval, for the 15 lots proposed to be sold to Developer. This item will authorize the DHADC to enter into a contract with Developer with the following terms:

- **Vacant Lot Sales Price:** Listed per lot in Exhibit A.
- **Targeted Income of Homebuyer:** Listed per lot in Exhibit A.
- **Construction Timeframe:** Developer must apply for a construction permit and close on any construction financing within three years of purchase from the Land Bank.
- **Restrictive Covenants:** Developer must: (1) sell each lot to a low-income household as specified in Exhibit A and (2) prior to the sale, Developer must provide to DHADC written documentation of the income of the proposed purchaser and the sales price. After sale of the home, the property must be occupied as a low-income household's principal residence during the entire term of the five-year affordability period.
- **Affordability Period:** Once the property is sold to a low-income household, it must be occupied as the household's principal place of residence for five years. If the original purchaser re-sells the property during the affordability period, the property must be sold to another qualified low-income household. Developer or subsequent owners must inform prospective purchaser of the five-year affordability period.
- **Right of Reverter:** Title to the property may revert to the DHADC if Developer does not: (1) apply for a construction permit within eighteen months from the date the Deed without Warranty is filed; (2) close on any construction financing within three years from the date the Deed without Warranty is filed; and (3) complete construction within four years from the date the Deed without Warranty is filed.
- **Single-Family Home Sales Price:** The sales price of the home cannot exceed the 2018 U.S. Department of Housing and Urban Development (HUD) HOME homeownership sales price for the Dallas, TX HUD Metro Fair Market Rent Area and must be affordable based on the income of the targeted homebuyer.

PRIOR ACTION/REVIEW (COUNCIL, BOARDS, COMMISSIONS)

On January 28, 2004, City Council designated the DHADC as its land bank for the purpose of acquiring, holding and transferring unimproved real property for the purpose of promoting the development of affordable housing as allowed under Chapter 379C of the Texas Local Government Code by Resolution No. 04-0458.

On January 9, 2019, City Council approved the FY 2018-19 Urban Land Bank Demonstration Program Plan by Resolution No. 19-0117.

On January 17, 2019, the DHADC Board of Directors approved the terms of sale and development for the 15 vacant lots proposed to be sold to Developer, subject to City Council approval.

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The Economic Development and Housing Committee was briefed regarding the terms of sale and development for the 15 vacant lots proposed to be sold to Developer on February 4, 2019.

FISCAL INFORMATION

No cost consideration to the City. See attached Exhibit for estimated foregone revenues from the release of non-tax liens.

WHEREAS, the City has an interest in preserving and increasing the tax base and creating affordable housing for low-income households to provide necessary decent, safe, and sanitary housing for such households; and

WHEREAS, on January 28, 2004, City Council designated the Dallas Housing Acquisition and Development Corporation (DHADC) as its land bank for the purpose of acquiring, holding and transferring unimproved real property under Subtitle A, Title 12, Local Government Code, Chapter 379C by Resolution No. 04-0458; and

WHEREAS, on January 9, 2019, City Council approved the FY 2018-19 Urban Land Bank Demonstration Program Plan by Resolution No. 19-0117; and

WHEREAS, Dallas Neighborhood Alliance for Habitat (Developer) submitted a proposal to purchase from DHADC 15 vacant lots and develop single-family homes; and

WHEREAS, on January 17, 2019, the DHADC Board of Directors approved the terms of sale and development for the 15 lots proposed to be sold to Developer as further described on Exhibit A; and

WHEREAS, the City Council desires to approve the sale of 15 vacant lots owned by DHADC to Developer along with the terms of development as further described on Exhibit A.

Now, Therefore,

BE IT RESOLVED BY THE CITY COUNCIL OF THE CITY OF DALLAS:

SECTION 1. That the development plan and the sale of 15 lots shown on Exhibit A from DHADC to Developer is approved.

SECTION 2. That the DHADC is hereby authorized to execute all documents, including, but not limited to sales contract, deed of trust, and deed restrictions necessary to effectuate the sale of 15 vacant lots owned by DHADC to Developer pursuant to the terms of development as described on Exhibit A, approved as to form by the City Attorney.

SECTION 3. That the City Manager is hereby authorized to release any non-tax liens that may have been filed by the City on the lots shown on Exhibit A, approved as to form by the City Attorney.

SECTION 4. That this resolution does not constitute a binding agreement upon the City or DHADC or subject the City or DHADC to any liability or obligation with respect to this transaction, until such time as the documents are duly approved by all parties and executed.

SECTION 5. That this resolution shall take effect immediately from and after its passage in accordance with the provisions of the Charter of the City of Dallas, and it is accordingly so resolved.

EXHIBIT A

Development Plan for Dallas Neighborhood Alliance for Habitat (Developer)

Vacant Lot Sales Price: See Pages 2-3.

Targeted Income of Homebuyer: See Pages 2-3.

Construction Timeframe: Developer must apply for a construction permit and close on any construction financing within three years of purchase from the Land Bank.

Restrictive Covenants: Developer must (1) sell each lot to a low-income household as specified on Page 2 and (2) prior to the sale, Developer must provide to DHADC written documentation of the income of the proposed purchaser and the sales price. After sale of the home, the property must be occupied as a low-income household's principal residence during the entire term of the five-year affordability period.

Affordability Period: Once the property is sold to a low-income household, it must be occupied as the household's principal place of residence for five years. If the original purchaser re-sells the property during the affordability period, the property must be sold to another qualified low-income household. Developer or subsequent owners must inform prospective purchaser of the five-year affordability period.

Right of Reverter: Title to the property may revert to the DHADC if Developer does not: (1) apply for a construction permit within eighteen months from the date the Deed without Warranty is filed, (2) close on any construction financing within three years from the date the Deed without Warranty is filed and (3) complete construction within four years from the date the Deed without Warranty is filed.

Single-Family Home Sales Price: The sales price of the home cannot exceed the 2018 HUD HOME homeownership sales price for the Dallas, TX HUD Metro FMR Area and must be affordable based on the income of the targeted homebuyer.

EXHIBIT A

PARCEL NUMBER	STREET ADDRESS LEGAL DESCRIPTION	COUNCIL DISTRICT	QUALIFIED PURCHASER	SALE AMOUNT	AMI Target	BED/BATH	ESTIMATED AMOUNT OF NON-TAX LIENS
1	**7721 Brownsville** Lot 6, Honey Springs Addition Blk B/7636	7	Dallas Neighborhood Alliance for Habitat	$3,500.00	61% - 80%	4/2	$10,495.80
2	**7735 Brownsville** Lot 9, Honey Springs Addition Blk B/7636	7	Dallas Neighborhood Alliance for Habitat	$14,000.00	61% - 80%	3/2	$15,280.84
3	**4744 Burma** Lot 10, Central Ave. No. 5 Addition Blk G/7650	7	Dallas Neighborhood Alliance for Habitat	$8,000.00	61% - 80%	3/2	$197.65
4	**4636 Cherbourg** Lot 5, Seely Addition Blk A/7654	7	Dallas Neighborhood Alliance for Habitat	$8,000.00	61% - 80%	4/2	$7,841.03
5	**4538 Cherbourg** Lot 11, Central Avenue Addition No. 4 Blk A/7649	7	Dallas Neighborhood Alliance for Habitat	$8,000.00	61% - 80%	3/2	$32,995.34
6	**4538 Corregidor** Lot 9, Central Avenue #2 Addition Blk F/7647	7	Dallas Neighborhood Alliance for Habitat	$3,500.00	61% - 80%	3/2	$18,394.46
7	**4636 Corregidor** Lot 9, Central Avenue Addition Blk G/7647	7	Dallas Neighborhood Alliance for Habitat	$3,500.00	61% - 80%	4/2	$7,353.36
8	**4632 Corregidor** Lot 8, Central Avenue Addition Blk G/7647	7	Dallas Neighborhood Alliance for Habitat	$15,000.00	Not greater than 60%	3/2	$13,777.79
9	**4728 Fellows** Lot 7, Central Ave Addition, No. 3 Blk A/7648	7	Dallas Neighborhood Alliance for Habitat	$3,500.00	81% - 115%	4/2	$20,687.90
10	**4616 Stokes** Lot 2D, Hines Subdivision Blk 4/7641	7	Dallas Neighborhood Alliance for Habitat	$8,000.00	81% - 115%	3/2	$7,631.94
TOTAL				**$75,000.00**			**$134,656.11**

EXHIBIT A

PARCEL NUMBER	STREET ADDRESS LEGAL DESCRIPTION	COUNCIL DISTRICT	QUALIFIED PURCHASER	SALE AMOUNT	AMI Target	BED/BATH	ESTMATED AMOUNT OF NON-TAX LIENS
11	**4820 Zealand** Lot 5, Central Avenue No.3 Addition Blk E/7648	7	Dallas Neighborhood Alliance for Habitat	$8,000.00	81% - 115%	3/2	$15,998.52
12	**4726 Burma** Lot 6, Central Avenue Addition No.5 Blk G/7650	7	Dallas Neighborhood Alliance for Habitat	$8,000.00	Not greater than 60%	3/2	$4,933.90
13	**4534 Cherbourg** Lot 10, Central Avenue Addition No.4 Block A/7649	7	Dallas Neighborhood Alliance for Habitat	$8,000.00	81% - 115%	3/2	$4,437.99
14	**4559 Corregidor** Lot 30, Central Ave No.2 Addition Blk D/7647	7	Dallas Neighborhood Alliance for Habitat	$15,000.00	Not greater than 60%	3/2	$10,341.97
15	**7903 Trojan** Lot 31, Central Avenue 1 Blk C/7646	7	Dallas Neighborhood Alliance for Habitat	$10,000.00	81% - 115%	3/2	$7,733.11
TOTAL				**$49,000.00**			**$43,445.49**
GRAND TOTAL				**$124,000.00**			**$178,101.60**

Agenda Information Sheet

File #: 19-318 **Item #:** 3.

STRATEGIC PRIORITY:	Economic and Neighborhood Vitality
AGENDA DATE:	February 27, 2019
COUNCIL DISTRICT(S):	4, 6, 7, 8
DEPARTMENT:	Housing & Neighborhood Revitalization
EXECUTIVE:	T.C. Broadnax

SUBJECT

Authorize **(1)** approval of the development plan as described in Exhibit A for the construction of 20 affordable houses by Hedgestone Investments, LLC; **(2)** the sale of 20 vacant lots as described in Exhibit A from the Dallas Housing Acquisition and Development Corporation to Hedgestone Investments, LLC, subject to restrictive covenants and a right of reverter and execution of all necessary documents; and **(3)** execution of a release of lien for any non-tax liens on the 20 vacant lots that may have been filed by the City - Financing: No cost consideration to the City (see Fiscal Information)

BACKGROUND

This item is being added to the addendum to enable Land Bank lots that were recommended for sale at the January Dallas Housing Acquisition and Development Corporation (DHADC) board meeting to be sold to five developers who are ready to start construction on 51 affordable housing units. The delay in getting this item on the agenda arose because of the need to finalize negotiations with the developers after the DHADC board meeting.

On June 18, 2003, Governor Rick Perry signed the Urban Land Bank Demonstration Program Act. The Act allows the governing body of a municipality to adopt an Urban Land Bank Demonstration Program in which the officer charged with selling real property ordered sold pursuant to foreclosure of a tax lien may sell certain eligible real property by private sale to a land bank for the purpose of affordable housing development. On January 28, 2004, City Council designated the DHADC as its land bank for the purpose of acquiring, holding and transferring unimproved real property under Subtitle A, Title 12, Local Government Code, Chapter 379C by Resolution No. 04-0458.

In December 2018, Hedgestone Investments, LLC (Developer) submitted a proposal to purchase 20 vacant lots from the DHADC. City staff evaluated the proposal pursuant to the standards set forth in the land bank application, which included determining whether Developer met the eligibility standards to be deemed a “Qualified Participating Developer” under Chapter 379C and underwriting the proposal. City staff scored the proposal and compared it with the scores assigned to any other

proposals submitted for the same lots and determined that Developer's proposal received the highest score. City staff has negotiated with Developer regarding the terms of sale of the vacant lots as well as the terms related to the construction and subsequent sale of single-family housing on the vacant lots.

On January 17, 2019, the DHADC Board of Directors approved the terms of sale and development, subject to City Council approval, for the 20 lots proposed to be sold to Developer. This item will authorize the DHADC to enter into a contract with Developer with the following terms:

- **Vacant Lot Sales Price:** Listed per lot in Exhibit A.
- **Targeted Income of Homebuyer:** Listed per lot in Exhibit A.
- **Construction Timeframe:** Developer must apply for a construction permit and close on any construction financing within three years of purchase from the Land Bank.
- **Restrictive Covenants:** Developer must: (1) sell each lot to a low-income household as specified in Exhibit A and (2) prior to the sale, Developer must provide to DHADC written documentation of the income of the proposed purchaser and the sales price. After sale of the home, the property must be occupied as a low-income household's principal residence during the entire term of the five-year affordability period.
- **Affordability Period:** Once the property is sold to a low-income household, it must be occupied as the household's principal place of residence for five years. If the original purchaser re-sells the property during the affordability period, the property must be sold to another qualified low-income household. Developer or subsequent owners must inform prospective purchaser of the five-year affordability period.
- **Right of Reverter:** Title to the property may revert to the DHADC if Developer does not: (1) apply for a construction permit within eighteen months from the date the Deed without Warranty is filed; (2) close on any construction financing within three years from the date the Deed without Warranty is filed; and (3) complete construction within four years from the date the Deed without Warranty is filed.
- **Single-Family Home Sales Price:** The sales price of the home cannot exceed the 2018 U.S. Department of Housing and Urban Development (HUD) HOME homeownership sales price for the Dallas, TX HUD Metro Fair Market Rent Area and must be affordable based on the income of the targeted homebuyer.

PRIOR ACTION/REVIEW (COUNCIL, BOARDS, COMMISSIONS)

On January 28, 2004, City Council designated the DHADC as its land bank for the purpose of acquiring, holding and transferring unimproved real property for the purpose of promoting the development of affordable housing as allowed under Chapter 379C of the Texas Local Government Code by Resolution No. 04-0458.

On January 9, 2019, City Council approved the FY 2018-19 Urban Land Bank Demonstration Program Plan by Resolution No. 19-0117.

On January 17, 2019, the DHADC Board of Directors approved the terms of sale and development for the 20 vacant lots proposed to be sold to Developer, subject to City Council approval.

The Economic Development and Housing Committee was briefed regarding the terms of sale and development for the 20 vacant lots proposed to be sold to Developer on February 4, 2019.

FISCAL INFORMATION

No cost consideration to the City. See attached Exhibit for estimated foregone revenues from the release of non-tax liens.

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WHEREAS, the City has an interest in preserving and increasing the tax base and creating affordable housing for low-income households to provide necessary decent, safe, and sanitary housing for such households; and

WHEREAS, on January 28, 2004, City Council designated the Dallas Housing Acquisition and Development Corporation (DHADC) as its land bank for the purpose of acquiring, holding and transferring unimproved real property under Subtitle A, Title 12, Local Government Code, Chapter 379C by Resolution No. 04-0458; and

WHEREAS, on January 9, 2019, City Council approved the FY 2018-19 Urban Land Bank Demonstration Program Plan by Resolution No. 19-0117; and

WHEREAS, Hedgestone Investments, LLC (Developer) submitted a proposal to purchase from DHADC 20 vacant lots and develop single-family homes; and

WHEREAS, on January 17, 2019, the DHADC Board of Directors approved the terms of sale and development for the 20 lots proposed to be sold to Developer as further described on Exhibit A; and

WHEREAS, the City Council desires to approve the sale of 20 vacant lots owned by DHADC to Developer along with the terms of development as further described on Exhibit A.

Now, Therefore,

BE IT RESOLVED BY THE CITY COUNCIL OF THE CITY OF DALLAS:

SECTION 1. That the development plan and the sale of 20 lots shown on Exhibit A from DHADC to Developer is approved.

SECTION 2. That the DHADC is hereby authorized to execute all documents, including, but not limited to sales contract, deed of trust, and deed restrictions necessary to effectuate the sale of 20 vacant lots owned by DHADC to Developer pursuant to the terms of development as described on Exhibit A, approved as to form by the City Attorney.

SECTION 3. That the City Manager is hereby authorized to release any non-tax liens that may have been filed by the City on the lots shown on Exhibit A, approved as to form by the City Attorney.

SECTION 4. That this resolution does not constitute a binding agreement upon the City or DHADC or subject the City or DHADC to any liability or obligation with respect to this transaction, until such time as the documents are duly approved by all parties and executed.

SECTION 5. That this resolution shall take effect immediately from and after its passage in accordance with the provisions of the Charter of the City of Dallas, and it is accordingly so resolved.

EXHIBIT A

Development Plan for Hedgestone Investments, LLC (Developer)

Vacant Lot Sales Price: See Pages 2-3.

Targeted Income of Homebuyer: See Pages 2-3.

Construction Timeframe: Developer must apply for a construction permit and close on any construction financing within three years of purchase from the Land Bank.

Restrictive Covenants: Developer must (1) sell each lot to a low-income household as specified on Page 2 and (2) prior to the sale, Developer must provide to DHADC written documentation of the income of the proposed purchaser and the sales price. After sale of the home, the property must be occupied as a low-income household's principal residence during the entire term of the five-year affordability period.

Affordability Period: Once the property is sold to a low-income household, it must be occupied as the household's principal place of residence for five years. If the original purchaser re-sells the property during the affordability period, the property must be sold to another qualified low-income household. Developer or subsequent owners must inform prospective purchaser of the five-year affordability period.

Right of Reverter: Title to the property may revert to the DHADC if Developer does not: (1) apply for a construction permit within eighteen months from the date the Deed without Warranty is filed, (2) close on any construction financing within three years from the date the Deed without Warranty is filed and (3) complete construction within four years from the date the Deed without Warranty is filed.

Single-Family Home Sales Price: The sales price of the home cannot exceed the 2018 HUD HOME homeownership sales price for the Dallas, TX HUD Metro FMR Area and must be affordable based on the income of the targeted homebuyer.

EXHIBIT A

PARCEL NUMBER	STREET ADDRESS LEGAL DESCRIPTION	COUNCIL DISTRICT	QUALIFIED PURCHASER	SALE AMOUNT	AMI Target	BED/BATH	ESTIMATED AMOUNT OF NON-TAX LIENS
1	**1116 Brock** Lot F of W.E. Hudson Addition Blk C/7533	4	Hedgestone Investments, LLC	$1,644.00	61% - 80%	3/2	$2,976.46
2	**208 Landis** Lot 3, Betterton's Spring Hill Addition Blk 3/3118	4	Hedgestone Investments, LLC	$1,644.00	61% - 80%	3/2	$17,566.60
3	**3324 Nomas** The East 40 Ft. of Lot 9, Westmorland Park Addition Blk 3/7144	6	Hedgestone Investments, LLC	$6,852.00	61% - 80%	3/2	$21,180.74
4	**1719 Bickers** Lot 6, Homestead Garden Addition Blk 7/7120	6	Hedgestone Investments, LLC	$1,644.00	81% - 115%	3/2	$6,457.13
5	**2822 Pennsylvania** Lot 7, Winchester Place Addition Blk 16/1368	7	Hedgestone Investments, LLC	$1,644.00	81% - 115%	3/2	$18,836.64
6	**4249 Aztec** Lot 1, City View Addition Blk 8/6083	4	Hedgestone Investments, LLC	$1,644.00	Not greater than 60%	3/2	$27,169.65
7	**2226 Locust** Lot 16, Southern Crest Addition Blk 7/5851	4	Hedgestone Investments, LLC	$6,584.00	Not greater than 60%	3/2	$18,481.59
8	**2303 Moffatt** Lot 1, Southern Crest Addition Blk 5/5851	4	Hedgestone Investments, LLC	$6,584.00	Not greater than 60%	3/2	$22,812.55
9	**2246 Wilhurt** Lot 6, Lisbon Heights Addition, Blk 5/5853	4	Hedgestone Investments, LLC	$6,584.00	Not greater than 60%	3/2	$12,785.73
10	**2314 Wilhurt** Lot 4, Lisbon Heights Addition Blk 6/5853	4	Hedgestone Investments, LLC	$6,584.00	Not greater than 60%	3/2	$17,540.46
TOTAL				**$41,408.00**			**$ 165,807.55**

EXHIBIT A

PARCEL NUMBER	STREET ADDRESS LEGAL DESCRIPTION		QUALIFIED PURCHASER	SALE AMOUNT	AMI Target	BED/BATH	ESTIMATED AMOUNT OF NON-TAX LIENS
11	**4221 Cardinal** Lots 38 & 39, City View Revised Addition Blk 7/6083	4	Hedgestone Investments, LLC	$1,644.00	61% - 80%	3/2	$12,594.02
12	**4723 Nome** Lot 20, Central Avenue 3 Addition Blk A/7648	7	Hedgestone Investments, LLC	$6,584.00	Not greater than 60%	3/2	$16,231.34
13	**4723 Stokes** Lot 7, Hines Subdivision Addition Blk 4/7641	7	Hedgestone Investments, LLC	$6,584.00	Not greater than 60%	3/2	$6,220.05
14	**7912 Trojan** Lot 3, Central Avenue Addition Blk D/7646	7	Hedgestone Investments, LLC	$6,584.00	Not greater than 60%	3/2	$1,026.13
16	**7928 Trojan** Lot 7, Central Avenue Addition Blk D/7646	7	Hedgestone Investments, LLC	$6,584.00	Not greater than 60%	3/2	$14,773.18
16	**7955 Trojan** Lot 5 ACS 0.2118, Bellevue & Frio Heights Addition Blk 10/4310	7	Hedgestone Investments, LLC	$6,584.00	Not greater than 60%	3/2	$0.00
17	**1423 Exeter** Lot 5 ACS 0.2118, Bellevue & Frio Heights Addition Blk 10/4310	4	Hedgestone Investments, LLC	$1,644.00	Not greater than 60%	3/2	$24,578.03
18	**4604 Silver** Lot 13, White Rock Heights Addition 2 Blk E/2624	7	Hedgestone Investments, LLC	$4,667.00	Not greater than 60%	3/2	$3,618.41
19	**5139 Watson** The 1/2 of Lot 12, Goldmire Addition Blk F/6855	8	Hedgestone Investments, LLC	$6,584.00	Not greater than 60%	3/2	$6,420.99
20	**1315 McKenzie** Lot 11, D S Donovan Addition Blk B/6855	7	Hedgestone Investments, LLC	$4,667.00	61% - 80%	3/2	$236.02
TOTAL				**$52,126.00**			**$85,698.17**
GRAND TOTAL				**$93,534.00**			**$251,505.72**

Agenda Information Sheet

File #: 19-319 **Item #:** 4.

STRATEGIC PRIORITY:	Economic and Neighborhood Vitality
AGENDA DATE:	February 27, 2019
COUNCIL DISTRICT(S):	1, 3, 4, 6
DEPARTMENT:	Housing & Neighborhood Revitalization
EXECUTIVE:	T.C. Broadnax

SUBJECT

Authorize **(1)** approval of the development plan as described in Exhibit A for the construction of 12 affordable houses by Marcer Construction Company, LLC; **(2)** the sale of 12 vacant lots as described in Exhibit A from the Dallas Housing Acquisition and Development Corporation to Marcer Construction Company, LLC, subject to restrictive covenants and a right of reverter and execution of all necessary documents; and **(3)** execution of a release of lien for any non-tax liens on the 12 vacant lots that may have been filed by the City - Financing: No cost consideration to the City (see Fiscal Information)

BACKGROUND

This item is being added to the addendum to enable Land Bank lots that were recommended for sale at the January Dallas Housing Acquisition and Development Corporation (DHADC) board meeting to be sold to five developers who are ready to start construction on 51 affordable housing units. The delay in getting this item on the agenda arose because of the need to finalize negotiations with the developers after the DHADC board meeting.

On June 18, 2003, Governor Rick Perry signed the Urban Land Bank Demonstration Program Act. The Act allows the governing body of a municipality to adopt an Urban Land Bank Demonstration Program in which the officer charged with selling real property ordered sold pursuant to foreclosure of a tax lien may sell certain eligible real property by private sale to a land bank for the purpose of affordable housing development. On January 28, 2004, City Council designated the DHADC as its land bank for the purpose of acquiring, holding and transferring unimproved real property under Subtitle A, Title 12, Local Government Code, Chapter 379C by Resolution No. 04-0458.

In December 2018, Marcer Construction Company, LLC (Developer) submitted a proposal to purchase 12 vacant lots from the DHADC. City staff evaluated the proposal pursuant to the standards set forth in the land bank application, which included determining whether Developer met the eligibility standards to be deemed a “Qualified Participating Developer” under Chapter 379C and underwriting the proposal. City staff scored the proposal and compared it with the scores assigned to

any other proposals submitted for the same lots and determined that Developer's proposal received the highest score. City staff has negotiated with Developer regarding the terms of sale of the vacant lots as well as the terms related to the construction and subsequent sale of single-family housing on the vacant lots.

On January 17, 2019, the DHADC Board of Directors approved the terms of sale and development, subject to City Council approval, for the 12 lots proposed to be sold to Developer. This item will authorize the DHADC to enter into a contract with Developer with the following terms:

- **Vacant Lot Sales Price:** Listed per lot in Exhibit A.
- **Targeted Income of Homebuyer:** Listed per lot in Exhibit A.
- **Construction Timeframe:** Developer must apply for a construction permit and close on any construction financing within three years of purchase from the Land Bank.
- **Restrictive Covenants:** Developer must: (1) sell each lot to a low-income household as specified in Exhibit A and (2) prior to the sale, Developer must provide to DHADC written documentation of the income of the proposed purchaser and the sales price. After sale of the home, the property must be occupied as a low-income household's principal residence during the entire term of the five-year affordability period.
- **Affordability Period:** Once the property is sold to a low-income household, it must be occupied as the household's principal place of residence for five years. If the original purchaser re-sells the property during the affordability period, the property must be sold to another qualified low-income household. Developer or subsequent owners must inform prospective purchaser of the five-year affordability period.
- **Right of Reverter:** Title to the property may revert to the DHADC if Developer does not: (1) apply for a construction permit within eighteen months from the date the Deed without Warranty is filed; (2) close on any construction financing within three years from the date the Deed without Warranty is filed; and (3) complete construction within four years from the date the Deed without Warranty is filed.
- **Single-Family Home Sales Price:** The sales price of the home cannot exceed the 2018 U.S. Department of Housing and Urban Development (HUD) HOME homeownership sales price for the Dallas, TX HUD Metro Fair Market Rent Area and must be affordable based on the income of the targeted homebuyer.

PRIOR ACTION/REVIEW (COUNCIL, BOARDS, COMMISSIONS)

On January 28, 2004, City Council designated the DHADC as its land bank for the purpose of acquiring, holding and transferring unimproved real property for the purpose of promoting the development of affordable housing as allowed under Chapter 379C of the Texas Local Government Code by Resolution No. 04-0458.

On January 9, 2019, City Council approved the FY 2018-19 Urban Land Bank Demonstration Program Plan by Resolution No. 19-0117.

On January 17, 2019, the DHADC Board of Directors approved the terms of sale and development for the 12 vacant lots proposed to be sold to Developer, subject to City Council approval.

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The Economic Development and Housing Committee was briefed regarding the terms of sale and development for the 12 vacant lots proposed to be sold to Developer on February 4, 2019.

FISCAL INFORMATION

No cost consideration to the City. See attached Exhibit for estimated foregone revenues from the release of non-tax liens.

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WHEREAS, the City has an interest in preserving and increasing the tax base and creating affordable housing for low-income households to provide necessary decent, safe, and sanitary housing for such households; and

WHEREAS, on January 28, 2004, City Council designated the Dallas Housing Acquisition and Development Corporation (DHADC) as its land bank for the purpose of acquiring, holding and transferring unimproved real property under Subtitle A, Title 12, Local Government Code, Chapter 379C by Resolution No. 04-0458; and

WHEREAS, on January 9, 2019, City Council approved the FY 2018-19 Urban Land Bank Demonstration Program Plan by Resolution No. 19-0117; and

WHEREAS, Marcer Construction Company, LLC (Developer) submitted a proposal to purchase from DHADC 12 vacant lots and develop single-family homes; and

WHEREAS, on January 17, 2019, the DHADC Board of Directors approved the terms of sale and development for the 12 lots proposed to be sold to Developer as further described on Exhibit A; and

WHEREAS, the City Council desires to approve the sale of 12 vacant lots owned by DHADC to Developer along with the terms of development as further described on Exhibit A.

Now, Therefore,

BE IT RESOLVED BY THE CITY COUNCIL OF THE CITY OF DALLAS:

SECTION 1. That the development plan and the sale of 12 lots shown on Exhibit A from DHADC to Developer is approved.

SECTION 2. That the DHADC is hereby authorized to execute all documents, including, but not limited to sales contract, deed of trust, and deed restrictions necessary to effectuate the sale of 12 vacant lots owned by DHADC to Developer pursuant to the terms of development as described on Exhibit A, approved as to form by the City Attorney.

SECTION 3. That the City Manager is hereby authorized to release any non-tax liens that may have been filed by the City on the lots shown on Exhibit A, approved as to form by the City Attorney.

SECTION 4. That this resolution does not constitute a binding agreement upon the City or DHADC or subject the City or DHADC to any liability or obligation with respect to this transaction, until such time as the documents are duly approved by all parties and executed.

SECTION 5. That this resolution shall take effect immediately from and after its passage in accordance with the provisions of the Charter of the City of Dallas, and it is accordingly so resolved.

EXHIBIT A

Development Plan for Marcer Construction Company, LLC (Developer)

Vacant Lot Sales Price: See Pages 2-3.

Targeted Income of Homebuyer: See Pages 2-3.

Construction Timeframe: Developer must apply for a construction permit and close on any construction financing within three years of purchase from the Land Bank.

Restrictive Covenants: Developer must (1) sell each lot to a low-income household as specified on Page 2 and (2) prior to the sale, Developer must provide to DHADC written documentation of the income of the proposed purchaser and the sales price. After sale of the home, the property must be occupied as a low-income household's principal residence during the entire term of the five-year affordability period.

Affordability Period: Once the property is sold to a low-income household, it must be occupied as the household's principal place of residence for five years. If the original purchaser re-sells the property during the affordability period, the property must be sold to another qualified low-income household. Developer or subsequent owners must inform prospective purchaser of the five-year affordability period.

Right of Reverter: Title to the property may revert to the DHADC if Developer does not: (1) apply for a construction permit within eighteen months from the date the Deed without Warranty is filed, (2) close on any construction financing within three years from the date the Deed without Warranty is filed and (3) complete construction within four years from the date the Deed without Warranty is filed.

Single-Family Home Sales Price: The sales price of the home cannot exceed the 2018 HUD HOME homeownership sales price for the Dallas, TX HUD Metro FMR Area and must be affordable based on the income of the targeted homebuyer.

EXHIBIT A

PARCEL NUMBER	STREET ADDRESS LEGAL DESCRIPTION	COUNCIL DISTRICT	QUALIFIED PURCHASER	SALE AMOUNT	AMI Target	BED/BATH	ESTIMTED AMOUNT OF NON-TAX LIENS
1	**2406 Fordham** Lot 10, Lisbon Heights Annex Addition Blk 2/5853	4	Marcer Construction	$5,000.00	81% - 115%	3/2	$23,462.27
2	**1239 Woodin** Lot 13, Trinity Heights Addition No. 3 Blk 37/3709	4	Marcer Construction	$5,000.00	81% - 115%	3/2	$19,986.61
3	**1426 Maywood** Lot 3, Liberty Heights Addition Blk 15/4070	4	Marcer Construction	$5,000.00	Not greater than 60%	3/2	$13,972.25
4	**1508 Denley** Lot 3, Edgemont Addition Blk 6/3566	4	Marcer Construction	$5,000.00	81% - 115%	3/2	$6,046.44
5	**1702 Shaw** Lot 12, Homestead Manor Annex Addition Blk 11/7118	6	Marcer Construction	$5,000.00	81% - 115%	3/2	$17,484.10
6	**1956 McBroom** Lot 4, Victory Gardens No.5 Blk 6/7126	6	Marcer Construction	$5,000.00	81% - 115%	3/2	$10,164.59
7	**2535 Wilhurt** Lot 20, Lisbon Heights Addition Blk 3/5852	4	Marcer Construction	$5,000.00	61% - 80%	3/2	$21,038.58
8	**2607 Kathleen** Lot 2, Fordham Heights Addition No. 3, Blk 21/5855	4	Marcer Construction	$5,000.00	61% - 80%	3/2	$8,654.50
9	**2619 Wilhurt** Lot 14, Lisbon Heights Addition, Blk 4/5852	4	Marcer Construction	$5,000.00	61% - 80%	3/2	$14,443.28
10	**3107 Marsalis** Lot 11, Marsalis Club Addition, Blk A/5995	4	Marcer Construction	$5,000.00	81% - 115%	5/3	$19,151.26
TOTAL				**$50,000.00**			**$154,403.88**

EXHIBIT A

PARCEL NUMBER	STREET ADDRESS LEGAL DESCRIPTION	COUNCIL DISTRICT	QUALIFIED PURCHASER	SALE AMOUNT	AMI Target	BED/BATH	ESTIMATED AMOUNT OF NON-TAX LIENS
11	**4838 Frio** Lot 8, Glendale Acres Addition, Blk G/4358	3	Marcer Construction	$5,000.00	Not greater than 60%	5/3	$1,506.82
12	**903 Betterton** Being the South 112 Ft of Lot 6, Diamonds Ewing Revised Addition Blk B/3125	1	Marcer Construction	$5,000.00	61% - 80%	5/3	$17,054.32
TOTAL				**$10,000.00**			**$18,561.14**
GRAND TOTAL				**$60,000.00**			**$172,965.02**

Agenda Information Sheet

File #: 19-320 **Item #:** 5.

STRATEGIC PRIORITY:	Economic and Neighborhood Vitality
AGENDA DATE:	February 27, 2019
COUNCIL DISTRICT(S):	4
DEPARTMENT:	Housing & Neighborhood Revitalization
EXECUTIVE:	T.C. Broadnax

SUBJECT

Authorize **(1)** approval of the development plan as described in Exhibit A for the construction of 2 affordable houses by PAD Enterprise, LLC; **(2)** the sale of 2 vacant lots as described in Exhibit A from the Dallas Housing Acquisition and Development Corporation to PAD Enterprise, LLC, subject to restrictive covenants and a right of reverter and execution of all necessary documents; and **(3)** execution of a release of lien for any non-tax liens on the 2 vacant lots that may have been filed by the City - Financing: No cost consideration to the City (see Fiscal Information)

BACKGROUND

This item is being added to the addendum to enable Land Bank lots that were recommended for sale at the January Dallas Housing Acquisition and Development Corporation (DHADC) board meeting to be sold to five developers who are ready to start construction on 51 affordable housing units. The delay in getting this item on the agenda arose because of the need to finalize negotiations with the developers after the DHADC board meeting.

On June 18, 2003, Governor Rick Perry signed the Urban Land Bank Demonstration Program Act. The Act allows the governing body of a municipality to adopt an Urban Land Bank Demonstration Program in which the officer charged with selling real property ordered sold pursuant to foreclosure of a tax lien may sell certain eligible real property by private sale to a land bank for the purpose of affordable housing development. On January 28, 2004, City Council designated the DHADC as its land bank for the purpose of acquiring, holding and transferring unimproved real property under Subtitle A, Title 12, Local Government Code, Chapter 379C by Resolution No. 04-0458.

In December 2018, PAD Enterprise, LLC (Developer) submitted a proposal to purchase 2 vacant lots from the DHADC. City staff evaluated the proposal pursuant to the standards set forth in the land bank application, which included determining whether Developer met the eligibility standards to be deemed a “Qualified Participating Developer” under Chapter 379C and underwriting the proposal. City staff scored the proposal and compared it with the scores assigned to any other proposals submitted for the same lots and determined that Developer’s proposal received the highest score.

City staff has negotiated with Developer regarding the terms of sale of the vacant lots as well as the terms related to the construction and subsequent sale of single-family housing on the vacant lots.

On January 17, 2019, the DHADC Board of Directors approved the terms of sale and development, subject to City Council approval, for the 2 lots proposed to be sold to Developer. This item will authorize the DHADC to enter into a contract with Developer with the following terms:

- **Vacant Lot Sales Price:** Listed per lot in Exhibit A.
- **Targeted Income of Homebuyer:** Listed per lot in Exhibit A.
- **Construction Timeframe:** Developer must apply for a construction permit and close on any construction financing within three years of purchase from the Land Bank.
- **Restrictive Covenants:** Developer must: (1) sell each lot to a low-income household as specified in Exhibit A and (2) prior to the sale, Developer must provide to DHADC written documentation of the income of the proposed purchaser and the sales price. After sale of the home, the property must be occupied as a low-income household's principal residence during the entire term of the five-year affordability period.
- **Affordability Period:** Once the property is sold to a low-income household, it must be occupied as the household's principal place of residence for five years. If the original purchaser re-sells the property during the affordability period, the property must be sold to another qualified low-income household. Developer or subsequent owners must inform prospective purchaser of the five-year affordability period.
- **Right of Reverter:** Title to the property may revert to the DHADC if Developer does not: (1) apply for a construction permit within eighteen months from the date the Deed without Warranty is filed; (2) close on any construction financing within three years from the date the Deed without Warranty is filed; and (3) complete construction within four years from the date the Deed without Warranty is filed.
- **Single-Family Home Sales Price:** The sales price of the home cannot exceed the 2018 U.S. Department of Housing and Urban Development (HUD) HOME homeownership sales price for the Dallas, TX HUD Metro Fair Market Rent Area and must be affordable based on the income of the targeted homebuyer.

PRIOR ACTION/REVIEW (COUNCIL, BOARDS, COMMISSIONS)

On January 28, 2004, City Council designated the DHADC as its land bank for the purpose of acquiring, holding and transferring unimproved real property for the purpose of promoting the development of affordable housing as allowed under Chapter 379C of the Texas Local Government Code by Resolution No. 04-0458.

On January 9, 2019, City Council approved the FY 2018-19 Urban Land Bank Demonstration Program Plan by Resolution No. 19-0117.

On January 17, 2019, the DHADC Board of Directors approved the terms of sale and development for the 2 vacant lots proposed to be sold to Developer, subject to City Council approval.

The Economic Development and Housing Committee was briefed regarding the terms of sale and development for the 2 vacant lots proposed to be sold to Developer on February 4, 2019.

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FISCAL INFORMATION

No cost consideration to the City. See attached Exhibit for estimated foregone revenues from the release of non-tax liens.

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WHEREAS, the City has an interest in preserving and increasing the tax base and creating affordable housing for low-income households to provide necessary decent, safe, and sanitary housing for such households; and

WHEREAS, on January 28, 2004, City Council designated the Dallas Housing Acquisition and Development Corporation (DHADC) as its land bank for the purpose of acquiring, holding and transferring unimproved real property under Subtitle A, Title 12, Local Government Code, Chapter 379C by Resolution No. 04-0458; and

WHEREAS, on January 9, 2019, City Council approved the FY 2018-19 Urban Land Bank Demonstration Program Plan by Resolution No. 19-0117; and

WHEREAS, PAD Enterprise, LLC (Developer) submitted a proposal to purchase from DHADC 2 vacant lots and develop single-family homes; and

WHEREAS, on January 17, 2019, the DHADC Board of Directors approved the terms of sale and development for the 2 lots proposed to be sold to Developer as further described on Exhibit A; and

WHEREAS, the City Council desires to approve the sale of 2 vacant lots owned by DHADC to Developer along with the terms of development as further described on Exhibit A.

Now, Therefore,

BE IT RESOLVED BY THE CITY COUNCIL OF THE CITY OF DALLAS:

SECTION 1. That the development plan and the sale of 2 lots shown on Exhibit A from DHADC to Developer is approved.

SECTION 2. That the DHADC is hereby authorized to execute all documents, including, but not limited to sales contract, deed of trust, and deed restrictions necessary to effectuate the sale of 2 vacant lots owned by DHADC to Developer pursuant to the terms of development as described on Exhibit A, approved as to form by the City Attorney.

SECTION 3. That the City Manager is hereby authorized to release any non-tax liens that may have been filed by the City on the lots shown on Exhibit A, approved as to form by the City Attorney.

SECTION 4. That this resolution does not constitute a binding agreement upon the City or DHADC or subject the City or DHADC to any liability or obligation with respect to this transaction, until such time as the documents are duly approved by all parties and executed.

SECTION 5. That this resolution shall take effect immediately from and after its passage in accordance with the provisions of the Charter of the City of Dallas, and it is accordingly so resolved.

EXHIBIT A

Plan for PAD Enterprise, LLC (Developer)

Vacant Lot Sales Price: See Page 2.

Targeted Income of Homebuyer: See Page 2.

Construction Timeframe: Developer must apply for a construction permit and close on any construction financing within three years of purchase from the Land Bank.

Restrictive Covenants: Developer must (1) sell each lot to a low-income household as specified on Page 2 and (2) prior to the sale, Developer must provide to DHADC written documentation of the income of the proposed purchaser and the sales price. After sale of the home, the property must be occupied as a low-income household's principal residence during the entire term of the five-year affordability period.

Affordability Period: Once the property is sold to a low-income household, it must be occupied as the household's principal place of residence for five years. If the original purchaser re-sells the property during the affordability period, the property must be sold to another qualified low-income household. Developer or subsequent owners must inform prospective purchaser of the five-year affordability period.

Right of Reverter: Title to the property may revert to the DHADC if Developer does not: (1) apply for a construction permit within eighteen months from the date the Deed without Warranty is filed, (2) close on any construction financing within three years from the date the Deed without Warranty is filed and (3) complete construction within four years from the date the Deed without Warranty is filed.

Single-Family Home Sales Price: The sales price of the home cannot exceed the 2018 HUD HOME homeownership sales price for the Dallas, TX HUD Metro FMR Area and must be affordable based on the income of the targeted homebuyer.

EXHIBIT A

PARCEL NUMBER	STREET ADDRESS LEGAL DESCRIPTION	COUNCIL DISTRICT	QUALIFIED PURCHASER	SALE AMOUNT	AMI Target	BED/BATH	AMOUNT OF NON-TAX LIENS
1	**1514 Ann Arbor** Lot 23, Bellevue Addition Blk 15/4305	4	PAD Enterprise, LLC	$15,000.00	81% - 115%	3/2	$24,504.50
2	**4227 Landrum** Lot 36, City View Addition Blk 6/6083	4	PAD Enterprise, LLC	$15,000.00	61% - 80%	3/2	$11,049.75
TOTAL				**$30,000.00**			**$35,554.25**

Agenda Information Sheet

File #: 19-332 **Item #:** 6.

STRATEGIC PRIORITY: Economic and Neighborhood Vitality

AGENDA DATE: February 27, 2019

COUNCIL DISTRICT(S): 14

DEPARTMENT: Housing & Neighborhood Revitalization

EXECUTIVE: T.C. Broadnax

SUBJECT

Authorize **(1)** a development loan agreement with 2400 Bryan Street, LLC or an affiliate thereof in an amount not to exceed $13,026,943.00 (comprised of $3,605,570.00 in HOME Investment Partnerships Program Funds, $6,000,000.00 in Public/Private Partnership Funds, and $3,421,373.00 of Community Development Block Grant Funds); **(2)** a conditional grant agreement with 2400 Bryan Street, LLC or an affiliate thereof for the development of a mixed-use and mixed-income multifamily residential development to be located at 2400 Bryan Street in an amount not to exceed $973,057.00 in 2012 General Obligation Bond Funds; and **(3)** the City of Dallas Housing Finance Corporation to purchase and own the land and to enter into a long-term ground lease with 2400 Bryan Street, LLC - Total not to exceed $14,000,000.00 - Financing: 2012 General Obligation Bond Funds ($973,057.00), Community Development Block Grant Funds ($3,421,373.00), HOME Investment Partnerships Program Funds ($3,605,570.00), and Public/Private Partnership Funds ($6,000,000.00)

BACKGROUND

This item is being added to the addendum to expedite approval of a development loan agreement and conditional grant agreement. The approval will assist the City in meeting its housing production goals under the Comprehensive Housing Policy plus expenditure and commitment requirements for the use of the federal funds.

2400 Bryan Street, LLC, a Texas limited liability company with 2400 Bryan Street GP, LLC, a formed entity as its general partner with The Community Project, BETCO Consulting, LLC, and RMGM Bryan Street, LLC as its members, advised the City that it intended to submit an application to the Texas Department of Housing and Community Affairs (TDHCA) for 2018 9% Competitive Housing Tax Credits (9% Housing Tax Credit) for a proposed development to be located at 2400 Bryan Street. On January 24, 2018, the City adopted a Resolution of Support for the 9% Housing Tax Credit application to TDHCA. 2400 Bryan Street received an allocation of 2018 9% Housing Tax Credits at the end of July 2018.

Since receiving an allocation of 9% Housing Tax Credits, 2400 Bryan Street, LLC has been working to secure a tax credit investor and other financing for the development. The financing gap increased as 2400 Bryan Street, LLC was unable to obtain an easement from an adjacent property owner for a fire lane. As a result, 2400 Bryan Street, LLC had to acquire additional land to site the development appropriately. In order to close the gap in financing, 2400 Bryan Street, LLC submitted a proposal under the City's Notice of Funding Availability (NOFA) issued on August 30, 2018, to provide gap financing in the form of a repayable loan to support new developments or substantial rehabilitation of existing developments located within city limits. The NOFA was issued by the Housing and Neighborhood Revitalization Department in accordance with the City's Comprehensive Housing Policy (CHP) adopted by the Dallas City Council on May 9, 2018, by Resolution No. 18-0704, as amended and on November 28, 2018, City Council authorized amendments to the CHP by Resolution No. 18-1680.

Proposals were evaluated in two stages: (1) threshold review and (2) technical scoring. During threshold review, reviewers evaluated whether the proposal included: all elements, eligible activities, eligible end users/beneficiaries, and whether the proposer is an individual or entity eligible for a City contract. Proposals that passed threshold review moved to technical scoring, where an Evaluation Committee made up of five City employees, scored the proposals based on the evaluation criteria set forth in the NOFA. All proposals that scored at or above the minimum score of 100 out of 155 points are considered eligible for a funding award.

2400 Bryan Street, LLC received a fundable score of 107 points. The NOFA prioritized funding in the Reinvestment Strategy Areas, as outlined in the City's CHP. 2400 Bryan Street is located in the East Downtown Redevelopment target area and surrounded by E, F and G Market Value Analysis market types, as shown on the attached Map.

2400 Bryan Street, LLC proposes to develop a 15-story mixed use development with approximately 10,000 square feet of retail space and a mixed-income multifamily rental residential with 217 units in downtown. The retail space will include an early childhood education or childcare facility. The development includes structured parking with approximately 312 spaces. Planned amenities for the development include a multipurpose room with fitness center and swimming pool. RMGM Bryan Street, LLC or RMGM Developers, LLC, both affiliates of Matthews Southwest, Inc. (MSW) will serve as the Developer for the development. MSW redeveloped the historic Old Dallas High School in partnership with the City using TIF funds from Deep Ellum TIF district which is adjacent to the proposed development.

The proposed total investment is $77,746,799.00 and a breakdown of sources and uses are provided below:

Financing Sources	Amount
Permanent Debt	$42,000,000
Housing Tax Credits Equity	$14,850,000
NOI Credit during Lease Up	$1,486,624
Deferred Developer Fee	$5,410,175
City CDBG Funds	**$3,421,373**
City HOME Funds	**$3,605,570**
2012 GO Bond Funds	**$973,057**
Public Private Partnership Funds	**$6,000,000**
Total	**$77,746,799**

Proposed Uses	Costs
Acquisition	$9,675,000
Construction Costs	$48,314,433
Soft Costs & Financing Fees	$9,286,090
Developer Fees	$8,500,000
Reserves	$1,971,277
Total	**$77,746,800**

The City proposes to provide an amount not to exceed $14,000,000.00 in gap financing for the construction of the development. The funds will be funded from several sources:

1. $973,057.00 in 2012 General Obligation Bond (GO Bond Funds from Proposition 3 (Economic Development and Housing) to be awarded as conditional grant; and
2. $3,421,373.00 in Community Development Block Grant (CDBG) Funds to be awarded as a repayable loan; and
3. $3,605,570.00 in HOME Investment Partnerships Program Funds (HOME) to be awarded as a repayable loan; and
4. $6,000,000.00 in Public/Private Partnership Funds (P/PP) to be awarded as a repayable loan.

As a requirement for the conditional grant and loan, 2400 Bryan Street, LLC must provide 51% of the 217 total units to households earning at or below 80% of Area Median Income (AMI) as defined by the U.S. Department of Housing and Urban Development (HUD). These affordable units must remain affordable for a minimum of 20 years. The remaining 49% of the 217 units will be market rate. Additionally, in conformance with Dallas City Code, 2400 Bryan Street, LLC shall set aside at least 10% of the total units, which for this development is 22 units, and solely lease those units to holders of housing vouchers, including vouchers directly or indirectly funded by the federal government. The voucher units must be set aside to voucher holders for a minimum of 15 years from the date of initial leases-up of all voucher units. These affordable and voucher units must be dispersed throughout the residential floor area of each building type and shall have identical finish-out and materials as the market rate units.

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The GO Bond Funds will be used for capitalized costs for the development and in conformance with any requirements of bond propositions.

1. The term of the conditional grant agreement is 15 years beginning from the effective date; and
2. The term of the grant is 15 years and ends on the maturity date to be defined in the conditional grant agreement and other financing documents for the grant; and
3. Deed restrictions which shall be senior to all other project financing and will be recorded to secure the 20-year affordability period for the affordable units and 15-year voucher period for the voucher units; and
4. A deed of trust will be filed on the property, including the leasehold and all improvements to secure performance which will be released once all terms and conditions of the conditional grant agreement are met.

The CDBG, HOME, and P/PP Funds for acquisition and construction costs for the development as allowed by the state or federal regulations governing the use of the funds. CDBG, HOME, and P/PP Funds will be provided on a reimbursable basis. The terms of the loan agreement are as follows:

1. The term of the loan agreement is conterminous with the senior or 15 years beginning from the effective date; and
2. The term of the loan shall be coterminous with the senior lender currently 15 years and ends on the maturity date to be defined in the loan agreement and other financing documents for the loan; and
3. Loan amortization is 35 years or coterminous with senior lender; and
4. Interest rate is 1% simple annual interest; and
5. 2400 Bryan Street, LLC must execute a promissory note; and
6. Payments will be interest only payable from surplus cash until the deferred developer fee is paid; then principal and interest payments will be due annually payable from surplus cash; and
7. Deed restrictions which shall be senior to all other project financing and will be recorded to secure the 20-year affordability period for the affordable units and 15-year voucher period for the voucher units; and
8. A deed of trust will be filed on the property, including the leasehold and all improvements to secure payment and performance which will be released once all terms and conditions of the loan agreement are met.

The City's lien or liens for the conditional grant agreement and loan agreement may only be subordinate to a financial institution's superior lien for a loan in a greater amount. In the event, subordination agreements are required, the City agrees to provide in a form acceptable to the City and agrees not to unreasonably withhold them. For both the conditional grant agreement and loan agreement, MSW shall provide guarantees including a completion and operating deficit guaranty. 2400 Bryan Street, LLC must provide payment and performance bonds or guarantees, or acceptable equivalent methods of guarantees to the City in the total amount of the construction of the development. The conditional loan and grant agreement are conditioned upon:

1. Approval of equity, construction and permanent financing documentation in a form acceptable to the City; and

2. HUD federal requirements including environmental review, site and neighborhood standards, cost reasonableness, subsidy layering, and underwriting; and
3. 2400 Bryan Street, LLC must use and document best efforts to hire City of Dallas residents for any jobs created by the development as detailed in the term sheet attached to the resolution as Exhibit B; and
4. 2400 Bryan Street, LLC shall make a good faith effort to comply with the City's Inclusion Business and Development goal of 25% participation by certified Minority/Women-owned Business Enterprises for all hard construction expenditures of the Development (i.e. public and private improvements) and meet all reporting requirements of the City of Dallas Office of Business Diversity; and
5. Design requirements as required in Exhibit B of the resolution; and
6. All conditional listed in the CHP for Developer Programs; and
7. Final underwriting; and
8. Closing on equity and all other financing for the development.

In addition to the City's funds, the City of Dallas Housing Finance Corporation (DHFC) Board of Directors at its January 25, 2019 Board meeting approved entering to an agreement with MSW. The DHFC approved taking an ownership interest in the development by serving as the sole member of the general partner of 2400 Bryan Street, LLC once current members are withdrawn. The DHFC would own the land which allows the land and improvements to be tax exempt and provides savings on the operating costs for the development. The DHFC would enter into a long-term ground lease for the land with 2400 Bryan Street, LLC. Finally, the DHFC would serve as the general contractor to provide savings on sales tax for construction materials. As part of the DHFC's participation, the DHFC will receive a 50% share of cash flow once deferred developer is paid and fee for serving as the general contractor.

City Council approval of this item will authorize the City Manager to execute the conditional grant agreement, loan agreement, all financing documents related to the grant and loan; and the DHFC to purchase, own, enter into a long-term ground lease, and take an ownership interest in the development.

ESTIMATED SCHEDULE OF DEVELOPMENT

Begin Construction	May 2019
Complete Construction	December 2021

PRIOR ACTION/REVIEW (COUNCIL, BOARDS, COMMISSIONS)

On January 24, 2018, City Council supported the 2018 Texas Department of Housing and Community Affairs' (TDHCA) 9% low-income housing tax credit application for the development at 2400 Bryan Street and authorized a line of credit agreement in the amount of $500.00 for a commitment of development funding by Resolution No.18-0219.

On January 25, 2019, the DHFC Board of Directors approved owning the land, entering into a long-term ground lease, and taking an ownership interest in 2400 Bryan Street, LLC.

The Economic Development and Housing Committee was briefed regarding this item on February 19, 2019.

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FISCAL INFORMATION

2012 General Obligation Bond Funds - $973,057.00
Community Development Block Grant Funds - $3,421,373.00
HOME Investment Partnerships Program Funds - $3,605,570.00
Public/Private Partnership Funds - $6,000,000.00

OWNER/DEVELOPER

2400 Bryan Street, LLC

2400 Bryan Street GP, LLC is the general partner, a formed entity with The Community Project, BETCO Consulting, LLC, and RMGM Bryan Street, LLC (RMGM Bryan Street) as members.

RMGM Bryan Street or RMGM Developers, LLC, both affiliates of Matthews Southwest Inc. will serve as the Developer.

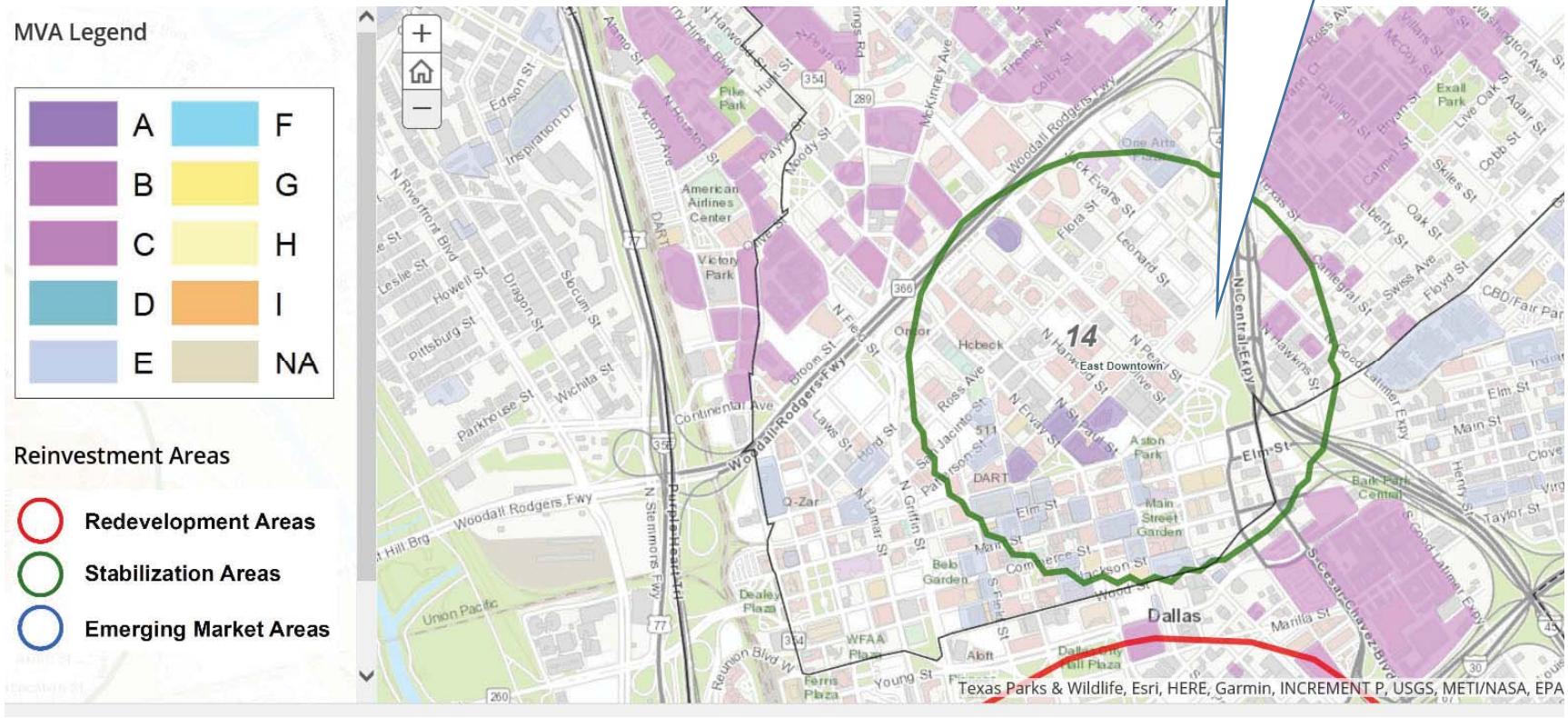
Jack Matthews, President

MAP

Attached

East Downtown Redevelopment Target Area
Surrounded by E, F, & G MVA Market Types

2400 Bryan Street
Council District 14



WHEREAS, on May 9, 2018, City Council adopted a Comprehensive Housing Policy Manual (Policy) that set citywide production goals for homeownership and rental units for the next three years along with respective income bands that will be prioritized within the production goals and also set forth various programs, tools and strategies to be used to meet the production goals while also overcoming concentrations of poverty and racial segregation by Resolution No. 18-0704; and

WHEREAS, on November 28, 2018, City Council adopted certain amendments to the Policy in order to correct inconsistencies and to facilitate effective implementation by Resolution No. 18-1680; and

WHEREAS, on January 24, 2018, City Council supported the 2018 Texas Department of Housing and Community Affairs' (TDHCA) 9% low-income housing tax credit application for the development at 2400 Bryan Street and authorized a line of credit agreement in the amount of $500.00 for a commitment of development funding by Resolution No. 18-0219; and

WHEREAS, on August 30, 2018, the City issued a Notice of Funding Availability in accordance with the Policy and 2400 Bryan Street, LLC submitted an application for gap financing and received a fundable score; and

WHEREAS, on January 25, 2019, the City of Dallas Housing Finance Corporation Board of Directors at its Board meeting approved entering into an agreement to purchase and own the land, enter into a long-term ground lease, and taking an ownership interest in 2400 Bryan Street, LLC; and

WHEREAS, the proposed development is located in the East Downtown Redevelopment target area, one of the 15 approved Reinvestment Strategy Areas in the Policy, and the proposed development is a mixed use, mixed-income multifamily residential development with 10,000 square feet of retail space providing 49% of the total units at market rate and 51% of the total units to households earning 60% or below of Area Median Income including units designated for tenants earning 30% and 50% of Area Median Income and provides future residents with access to opportunities such as transit, retail and jobs.

Now, Therefore,

BE IT RESOLVED BY THE CITY COUNCIL OF THE CITY OF DALLAS:

SECTION 1. That the City Manager is hereby authorized to execute **(1)** a development loan agreement in an amount not to exceed $13,026,943.00 (comprised of $3,605,570.00 in HOME Investment Partnerships Program (HOME) Funds, $6,000,000.00 in City of Dallas Public/Private Partnership (P/PP) Funds, and $3,421,373.00 of Community Development Block Grant (CDBG) Funds; **(2)** a conditional grant agreement in an amount not to exceed $973,057.00 in 2012 General Obligation Bond (GO Bond) Funds; and **(3)** all other necessary documents, including, but not limited to promissory note, deed of trust, and deed restrictions to effectuate the transaction with 2400 Bryan Street, LLC or affiliate thereof for the development of a mixed-use, mixed-income multifamily residential development located at 2400 Bryan Street, approved as to form by the City Attorney.

SECTION 2. That the City of Dallas Housing Finance Corporation is authorized to purchase and own the land, enter into a long-term ground lease with 2400 Bryan Street, LLC, and take an ownership interest in 2400 Bryan Street, LLC.

SECTION 3. That the conditional grant agreement, loan agreement, and all related documents will include the terms and conditions listed in the development term sheet, attached hereto as **Exhibit B**.

SECTION 4. That the City Manager is hereby authorized to execute each of the agreements described herein including any financing and associated documents related to the conditional grant agreement and loan agreement, subordinations to the senior lender for a loan in a greater amount, and release of liens and termination of deed restrictions on the property upon satisfaction of all applicable conditions, approved as to form by the City Attorney. The Director of Housing and Neighborhood Revitalization and the Director of the Office of Economic Development may extend deadlines by up to one year.

SECTION 5. That the Chief Financial Officer is hereby authorized to encumber funds and disburse funds to 2400 Bryan Street, LLC, Vendor VC18122, as the City receives and reviews reimbursement requests and related supporting documentation submitted by 2400 Bryan Street, LLC for eligible expenditures and accepts supporting evidence as defined in the agreements for the total amount not to exceed $14,000,000.00 from funding sources listed and described below:

Fund	Unit	Object	Program	Amount
CD18	810C	3015	NOFA18 2400 BRYAN	$2,156,044.00
CD18	801C	3015	NOFA18 2400 BRYAN	$1,265,329.00
HM17	275B	3015	NOFA18 2400 BRYAN	$3,605,570.00
3U53	NEW	3016	NOFA18 2400 BRYAN	$ 580,627.00
2U53	NEW	3016	NOFA18 2400 BRYAN	$ 392,430.00
0352	1879	3015	NOFA18 2400 BRYAN	$6,000,000.00

SECTION 6. That Pursuant to Section 3 of this resolution, a $6,000,000.00 Chapter 380 loan will be made upon the execution of the loan documents and the terms and conditions related to this loan as referenced in Exhibit B for a term of 15 years from execution of said loan document, then the Chief Financial Officer is hereby authorized to encumber and disburse loan funds to developer 2400 Bryan Street, LLC, Vendor VC18122 in a total amount not to exceed $6,000,000.00 in accordance with the terms and conditions of the loan documents from Public/Private Partnership Fund, Fund 0352, Department ECO, Unit 1879, Object 3015, Activity PPPF, Program NOFA18 2400Bryan, Encumbrance/Contract No. HOU-2019-00009571.

SECTION 7. That Pursuant to Sections 3 and 5 of this resolution, once loan documents are signed and loan funds disbursed, that the Chief Financial Officer be and is hereby authorized to set up the respective notes receivable for the principal in the Public/Private Partnership Fund, Fund 0352, Department ECO, Balance Sheet Account 023D notes receivable and deferred revenue Balance Sheet Account 0898 in the respective amounts of the loan disbursements up to a total not to exceed $6,000,000.00 related this portion of the developer's loan.

SECTION 8. That Pursuant to Sections 3 and 5 of this resolution, that the Chief Financial Officer is hereby authorized to receive and deposit loan principal repayment from developer 2400 Bryan Street, LLC (as per Exhibit B) in the Public/Private Partnership Fund, Fund 0352, Department ECO, Unit 1879, Revenue Source 847G, and reverse the notes receivable for the principal Balance Sheet Account 023D and deferred revenue respective Balance Sheet Account 0898 in Fund 0352 for repayment of the principal amount not to exceed $6,000,000.00 of the loan.

SECTION 9. That Pursuant to Sections 3 and 5 of this resolution, once loan documents are signed and loan funds disbursed, that the Chief Financial Officer be and is hereby authorized to set up an interest receivable for the interest in the Public/Private Partnership Fund, Fund 0352, Department ECO, Balance Sheet Account 028E interest receivable and deferred revenue Balance Sheet Account 0898 annually in the amount specified in Exhibit B for the interest for that corresponding year during the loan period as per the loan agreement provisions specified in Exhibit B.

SECTION 10. That Pursuant to Sections 3 and 5 of this resolution, that the Chief Financial Officer is hereby authorized to receive and deposit loan interest payment amounts from developer 2400 Bryan Street, LLC (as per Exhibit B) in the Public/Private Partnership Fund, Fund 0352, Department ECO, Unit 1879, Revenue Source 847H, and reverse the interest receivable Balance Sheet Account 028E and deferred revenue Balance Sheet Account 0898 in the Public/Private Partnership Fund, Fund 0352 for repayment of interest amounts of the loan annually for the amount of interest specified in Exhibit B.

SECTION 11. That the City Chief Financial Officer is hereby authorized to record notes receivable - developers loan in Balance Sheet Account 033F and deferred revenue-home loans in Balance Sheet Account 0859 in fund CDBG, HOME and P/PP for the amount of the loan.

SECTION 12. That this resolution does not constitute a binding agreement upon the City or subject to the City to any liability or obligation until such time as the loan and conditional grant documents are duly approved by all parties and executed.

SECTION 13. That this resolution shall take effect immediately from and after its passage in accordance with the provisions of the Charter of the City of Dallas, and it is accordingly so resolved.

CITY OF DALLAS

Exhibit B

TERM SHEET
2400 Bryan Street
February 27, 2019

PROPOSED DEVELOPMENT LOAN AGREEMENT AND CONDITIONAL GRANT AGREEMENT

This Term Sheet is being issued to outline the City of Dallas' ("**City**") general intent to provide project financing for a development proposal known as 2400 Bryan Street. It is based on the City's initial review of the application submitted to the City in October 2018.

For proposed (1) one or more development loan agreements with the City in a total amount not to exceed **$13,026,943.00** (Comprised of **$3,605,570.00** in HOME Investment Partnerships Program ("**HOME**") funds, **$6,000,000.00** in City of Dallas Public/Private Partnership funds, and **$3,421,373.00** of Community Development Block Grant ("**CDBG**") funds, secured by one or more subordinate liens and (2) a conditional grant agreement in a total amount not to exceed **$973,057.00** in 2012 General Obligation Bond funds ("**GO Bond**") in the form of a conditional grant to 2400 Bryan Street, LLC, a Texas limited liability company, for the development of the 2400 Bryan Street a mixed use, mixed income development in East Downtown Dallas. The final terms and conditions of these funding amounts and sources are subject to final underwriting completed by the City and nothing herein should be construed as a final commitment of funds.

LENDER/GRANTEE	City of Dallas ("**City**").
BORROWER/GRANTOR	2400 Bryan Street, LLC, a Texas limited liability company ("**2400 Bryan**").
DEVELOPER	RMGM Bryan Street, LLC or RMGM Developers, LLC, both affiliates of Matthews Southwest, Inc. ("**RMGM**").
GUARANTOR	All underlying principals affiliated to RMGM to provide guarantees for the Development Loan and Conditional Grant Agreements. **Completion Guaranty:** RMGM shall provide full, unconditional guarantees of completion and repayment for 2400 Bryan. **Operating Deficit Guaranty:** RMGM guarantees to fund operating deficits by making loans to 2400 Bryan in accordance with terms as provided by the Project's senior permanent lender and its Limited Partner.
USE/PROJECT DESCRIPTION	Certain acquisition and construction costs for the development of 2400 Bryan Street, a new mixed-use and mixed-income project consisting of approximately **217**-units of residential and **10,000** sq. ft. of commercial space including amenities and structured parking, as shown on the attached **Exhibit "A" - Site Location** (the "**Development**").
LOAN(S) AND CONDITIONAL GRANT	Amount not to exceed **$3,605,570.00** in HOME funds, **$6,000,000.00** in City Public/Private Partnership funds, and **$3,421,373.00** in CBDG funds, (the "**Loan**") for eligible expenses to be more particularly described in the Development Loan Agreement(s) (the "**Loan Agreement**") and the Loan Documents as defined below. Amount not to exceed **$973,057.00** GO Bond funds (the "**Grant**") for eligible expenses to be more particularly described in the Conditional Grant Agreement (the "**Grant Agreement**") and the Grant Documents as defined below.

DRAFT

	The total maximum amount of the City's Loan and Grant is **$14,000,000.00**. Final amount of each source and the final terms of each agreement is subject to final underwriting.
INTEREST RATE (LOANS)	**1%** simple annual interest
TERMS OF DEVELOPMENT LOANS AND CONDITIONAL GRANT AGREEMENTS	i. The term of the Loan Agreements and Grant Agreement is **15** years beginning from the effective date. ii. The term of the Loan and Grant will be coterminous with the senior lender which is **15** years beginning on the date of the Loan Documents and ends on the maturity date defined in the Loan and Grant Documents. iii. The Grant Documents securing performance will be released once all terms and conditions of the Grant Agreement and Documents are met. iv. The Loan will be fully repayable, as set forth below.
PAYMENT/REPAYMENT	i. Principal payments will be deferred until the anticipated deferred developer fee is retired, and when sufficient surplus cash will be available for distribution to the DHFC. At such time, 2400 Bryan shall commence repayment of the City's Loan with accrued interest based an amortization schedule that is coterminous with the senior lender which is 35 years. ii. Interest only payments will be made from available cash flow and begin **30** days after conversion from construction financing to permanent financing as defined in the Loan Agreement. iii. Equal annual installments of principal and accrued interest begin **30** days after repayment of the deferred developer fee as defined in the Loan Agreement. Payments will thereafter be due annually on the anniversary date of the first payment. All unpaid principal and interest will be due on the Final Payment Date in the Loan Documents. iv. After repayment of the Loans, all Deed Restrictions and Deeds of Trust will continue to secure the Borrower's performance of the requirements described in the Loan Agreement, Grant Agreement and, Loan Documents until termination of the **20**-year Affordability Period with the exception of the Deed Restriction for the **15**-year Voucher Period as defined below. **v. The Loans may be prepaid, in whole or in part at any time and from time to time, without penalty; provided however, the performance of the Loan requirements will continue throughout the Affordability Period and Voucher Period as defined in the Loan Agreements.** vi. **The remaining balance of the Loans plus interest based on current applicable interest rates is immediately due and payable upon sale, refinancing, or transfer of the Development or upon maturity.**
COMPLETION DEADLINE	The Development must be complete, and units placed in service by **January 31, 2021**.
PENALTY AND DEFAULT PROVISION	Borrower shall comply with all the terms and provisions of the Loan Documents. If the Borrower does not comply or if the Borrower defaults under the terms of Loan

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	Documents and does not cure said defaults during the cure period provided in the Loan Documents, interest on the unpaid principal Loan amount will thereafter accrue at a rate of **500** basis points (**5%**) over the interest rate in the Promissory Note and be immediately payable in addition to the entire outstanding principal Loan amount.
COLLATERAL AND LOAN/GRANT DOCUMENTS	The Loan Agreements, Grant Agreement, Promissory Note for the Loans, Deeds of Trust to secure payment and performance, and Deed Restrictions collectively the ("**Loan Documents**" and/or "**Grant Documents**"). Deed Restrictions shall be senior to all other project financing and will be recorded to secure the **20**-year Affordability Period for the Affordable Units and **15**-year Voucher Period for the Voucher Units, as defined below, regardless of any prepayment of the Loans. The Loans and Grant will be subordinate to the construction/permanent financing for the Development only. In order to secure payment and performance of the City's Loans and Grant, one or more Deeds of Trust will be filed against the property, including the leasehold and all improvements. The City's lien or liens may only be subordinate to a financial institution's superior lien for a loan in a greater amount. In the event, subordination agreements are required, the City agrees to provide in a form acceptable to the City and agrees not to unreasonably withhold them.
DRAW PERIOD AND ELIGIBLE EXPENSES	Borrower will be entitled to make draw requests, on a reimbursable basis, during the Loan and Grant Agreements term. Draws will only be approved for eligible costs in accordance with the following regulations: i. For HOME, 24 CFR Part 92.206 ii. For CDBG, 24 CFR Part 570.201 iii. For City of Dallas GO Bond funds, capitalized costs only, applicable bond propositions, Chapter 380 Texas Local Government Code iv. For Public/Private Partnership funds, City of Dallas Public/Private Partnership Program, Chapter 380 Local Government Code Draws will occur as scheduled in the Loan and Grant Agreements. City will disburse funds upon receipt of satisfactory documentation and due diligence review and approvals which approval shall not be unreasonably withheld, delayed or conditioned. The City must be provided with copies of all contractor invoices and provided reasonable notice of monthly draw inspections during the construction period. City staff will participate in all draw reviews whether or not the specific draw is being funded with City funds or other project funds and conduct inspections to ensure that the project is progressing and that work completed is consistent with all applicable Loan and Grant requirements. Acquisition and hard construction costs as specified in the Loan and Grant Agreements and in accordance with U.S. Department of Housing and Urban Development ("**HUD**") Regulations.

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RESERVES REQUIREMENT	City requires capitalized operating reserves equal to at least **3** months of underwritten operating expenses, replacement reserve deposits, and amortizing debt service must be included in the development budget. City requires a lease-up reserve to cover operating deficits following the completion of construction based on project's lease-up and cash flow modeling. The 2400 Bryan will maintain a replacement reserve, and make contributions on an annual basis equal to the greater of (i) **$250** per unit, (ii) the amount required by the equity investor, or (iii) the amount as required by the permanent lender. Pro-rata annual contributions will commence with construction completion.
AFFORDABILITY/ AFFORDABILITY PERIOD	The Development is to provide **51%** of the **217** units or ("**Affordable Units**") to households earning at or below **80%** of Area Median Income ("**AMI**") as defined by HUD or ("**Eligible Tenants**"). Borrower must recertify household income of Eligible Tenants annually as described in the Loan and Grant Agreements. The Affordable Units must remain affordable to Eligible Tenants for a minimum of **20** years from the date the project status is changed to "complete" in HUD's IDIS project reporting system ("**Affordability Period**"). The remaining **49%** of the **217** units will be market rate. In conformance with Dallas City Code, Borrower shall set aside at least **10%** of the total units, which for this Development is **22** units ("**Voucher Units**"), and solely lease those units to holders of housing vouchers ("**Voucher Holders**"), including vouchers directly or indirectly funded by the federal government. The Voucher Units must be set aside to Voucher Holders for a minimum of **15** years from the date of initial leases-up of all Voucher Units to Voucher Holders ("**Voucher Period**") If the Affordable Units do not remain affordable for the **20**-year Affordability Period and the Voucher Units set aside for the **15**-year Voucher Period, then the CDBG, HOME, and Public/Private Partnership funds must be repaid to City or City will exercise all of its remedies under the Loan Documents and Grant Documents including, but not limited to foreclosure of the Development.
TENANT SOCIAL SERVICES/SUPPORTIVE SERVICES	Borrower will provide on-site tenant social services to the Development tenants as defined in the application for the tax credits. A supportive services fee will be assessed in an amount to be approved by the DHFC, which approval will not be unreasonably conditioned or delayed.
TENANT REQUIREMENTS AND RENTAL RATES	Borrower shall rent to Eligible Tenants and Voucher Holders. Additionally, in conformance with Chapter 20A of the City Code, Borrower shall not discriminate against holders of any housing vouchers, including vouchers directly or indirectly funded by the federal government or on the basis of race, religion, or national origin. Borrower shall rent in accordance with affirmative marketing standards and the current HUD Section 8 rental income guidelines. Borrower must use the maximum allowable rents for Affordable Units, including utility allowance, as set annually by HUD at: https://www.hudexchange.info/resource/reportmanagement/published/HOME_RentLimits_State_TX_2018.pdf Borrower must use maximum allowable rents for Voucher Units pursuant to the Walker settlement.

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<table>
<tr><td></td><td>Rental rates shall be less the utility allowances as required by written policy established by the City's Housing and Neighborhood Revitalization Department.

The City shall approve the final rental rates and publish in accordance with CDBG regulations.</td></tr>
<tr><td><u>PROPOSED HOME UNIT MIX</u></td><td>The Development will include 17 High HOME Units and 5 Low HOME Units, which count toward the Affordable Units as follows:

<table>
<tr><th colspan="5">PRELIMINARY UNIT MIX</th></tr>
<tr><td>Proposed Units
(217 total)</td><td>23 – Studio</td><td>123 – 1 BR</td><td>58 – 2 BR</td><td>13 – 3 BR</td></tr>
<tr><td>High HOME Units
(17 out of the 217)*</td><td>1</td><td>11</td><td>4</td><td>1</td></tr>
<tr><td>Low HOME Units
(5 out of the 217)*</td><td>1</td><td>2</td><td>2</td><td></td></tr>
<tr><td colspan="5">*Final designation of HOME units and mix subject to final underwriting and cost certification upon completion.</td></tr>
</table>

Affordable Units and Voucher Units must be dispersed throughout the residential floor area of each building, but may not be fixed to specific units and must float within each unit type. Affordable Units must be of identical finish-out and material as the market rate units. Tenants of Affordable Units or Voucher Units may not be restricted from common areas and amenities, unless the restriction applies to all tenants.</td></tr>
<tr><td><u>TITLE INSURANCE</u></td><td>Borrower will pay the cost of a lender's title policy insuring the total amount of the Loans and Grant.</td></tr>
<tr><td><u>GUARANTEES, PAYMENT AND PERFORMANCE BONDS</u></td><td>Borrower must provide payment and performance bonds or guarantees, or acceptable equivalent methods of guarantees to the City in the total amount of the construction of the Development as required by the federal regulations and the Comprehensive Housing Policy adopted by City Council, by Resolution Number 180704 and 181680, as amended ("CHP").

If Borrower elects to provide a completion guaranty, Borrower shall execute a guaranty in favor of the City.

City will accept being an additional obligee on payment and performance bonds furnished by Borrower to its construction lender.</td></tr>
<tr><td><u>CLOSING COSTS</u></td><td>The Loans and the Grant are to be closed at no cost to City. Borrower shall pay all costs associated with the Loan and Grant Documents including attorney's fees, filing fees, title company fees and other closing costs.</td></tr>
<tr><td><u>COMPLIANCE WITH FEDERAL, STATE, AND LOCAL LAWS</u></td><td>If it is determined by the City, HUD or other local, state or federal audit that use of all or any part of the HOME, CDBG, Public/Private Partnership, or GO Bond funds does not meet federal, state or local guidelines, Borrower will reimburse City for the costs determined to be ineligible and/or disallowed under the said audit.

Development will meet the property standards in 24 CFR Part 92.251 and lead-based paint standards in 24 CFR Part 570.608, as well as City building codes and standards.</td></tr>
</table>

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<table>
<tr><td></td><td>Borrower must comply with Section 504 of the Rehabilitation Act of 1973. Section 504 requires 5% of the total dwelling units, or a minimum of 1 unit, whichever is greater, to be accessible for persons with mobility disabilities (“Mobility Disabled Units”). An additional 2% of the total dwelling units must be accessible for persons with hearing or visual disabilities (“Sensory Impaired Units”). The Mobility Disabled Units and Sensory Impaired Units may be comprised of the Affordable Units, Voucher Units, or market rate units. The Section 504 requirements for the Development are as follows:
<table>
<tr><th>Mobility Disabled Unit(s)</th><th>Sensory Impaired Unit(s)</th></tr>
<tr><td>11</td><td>4</td></tr>
</table>
Borrower must comply with displacement and relocation requirements at 24 CFR Part 92.353, 24 CFR Part 570.606, and 24 CFR Part 42.

Borrower must certify that it is not currently listed on the Federal Excluded Parties List System for Award Management, www.sam.gov, (“SAM”). Borrower will comply with 2 CFR Part 200 which forbids the hiring or continuing to employ any contractor, subcontractor or vendor in the construction of the Development that is listed on SAM.

Borrower must comply with and will ensure that its contractors comply with Section 3 of 24 CFR 135.38.

Borrower must comply with all prescribed procedures regarding nondiscrimination and equal opportunity, affirmative marketing, displacement and relocation, labor relations, and conflict of interest provisions described in 24 CFR 92 subpart H, 24 CFR Part 92.504, 24 CFR Part 570 subpart K, 24 CFR Part 570.611, and all other applicable federal, state, and local laws and regulations.

If applicable, Borrower must comply with the requirements of the Secretary of Labor in accordance with the Davis-Bacon Act (40 U.S.C. 276a-7) as amended, the provisions of Contract Work Hours and Safety Standards Act (40 U.S.C. 327 et seq.) and all other applicable federal, state and local laws and regulations pertaining to labor standards.

Borrowers must comply with all applicable federal, state and local laws and regulations.</td></tr>
<tr><td><u>AUDITS/INSPECTIONS</u></td><td>City will conduct annual audits during the Affordability Period to ensure Affordability requirements. City will inspect Affordable Units every 2 years unless the City deems it necessary to inspect more frequently. Borrower shall allow City, HUD, State of Texas, the Comptroller General of the United States (“GAO”), and all other pertinent federal or state agencies or their designated representative the right to inspect records and property. Borrowers will maintain records according to the recordkeeping requirements outlined below.</td></tr>
<tr><td><u>INSURANCE REQUIREMENTS</u></td><td>Borrower must maintain insurance and provide coverages the City’s Risk Management Department requires after it completes review of the full Development scope. If applicable insurance policies and required coverages are provided and the City’s Risk Management Department approves, Borrower can, as applicable, name the City as an additional insured or loss payee on the insurance policies required by the equity investor and the permanent lender.</td></tr>
<tr><td><u>RECORDKEEPING</u></td><td>Borrower must maintain records that will provide accurate, current, separate, and complete disclosure of the status of the funds received from the Loan and Grant pursuant to any other applicable federal, state, and/or local regulations establishing standards for financial management.

At any reasonable time and as often as City may deem necessary, Borrower will make</td></tr>
</table>

	available to City all of its respective records that are applicable and will permit City to conduct audits of all contracts, invoices, materials, payrolls, records of personnel, conditions or employment, annual Eligible Tenant income verification, and all other data relating to the stated Use/Project Description. Borrower will provide monthly financial and beneficiary reports that will contain such records, data and information as City may request pertinent to matters covered by the Loan and Grant. Reports will be due to the Housing and Neighborhood Revitalization Department within **45** days of the end of the quarter. Borrower will provide any additional information as requested by the City within **10** days of date of request. At the City's option, Borrower may be required to obtain and submit an audit of project costs (i.e. cost certification) prepared by an independent Certified Public Account. The cost certification required by the Texas Department of Housing and Community Affairs may satisfy this requirement.
CONDITIONS TO LOAN AND GRANT FUNDING	This Term Sheet does not constitute a commitment of funds or site approval, and any commitment of funds or approval of the Loans or Grant may occur only upon satisfactory completion of the following items: i. An environmental review conducted by City and completion of an Environmental Review Record and receipt by the City of an Authorization to use Grant Funds from HUD under 24 CFR Part 58. The environmental review may result in a decision by City to proceed with, modify or cancel the City's participation in the Development. If the Development is modified by Borrowers after receiving environmental approval, all work on the Development must stop until receiving authorization to proceed from City. Modifications to the Development that would require further environmental review include but are not limited to changes in location, elevations, site plans, or any other aspect of the project scope originally submitted for environmental approval. ii. **Borrower is prohibited from undertaking or committing any funds to physical or choice-limiting actions, including property acquisition, demolition, movement, rehabilitation, conversion, repair or construction prior to the completion of environmental review and receipt of the Authorization to Use Grant Funds from HUD. Violation of this provision will result in the denial of HOME and CDBG funds. A Notice to Proceed from the City to Borrower will be issued when environmental clearance has been received. Any change in any aspect of the Development that was originally submitted for environmental review will result in the City determining in its sole discretion whether to make the HOME or CDBG Loan for the Development.** iii. HUD Approval of Site and Neighborhood Standards per 24 CFR Parts 92.202 and 983.6(b). Borrowers must provide any relevant information required by HUD if a Neighborhood and Site Standards Study is required by HUD. iv. City determination that the Development is not over-subsidized with HOME funds as required by 24 CFR Part 92.250(b). v. City determination that the costs are reasonable as required by 2 CFR 200 subpart E. vi. Borrower must agree to all conditions to City Loans and Grant as required for

	Developer Programs under the CHP. vii. Submission of equity, construction and permanent financing for the Development in a form satisfactory to City. viii. Closing on equity and all other financing for the Development.
OTHER REQUIREMENTS	i. Construction must begin within **1** month of closing on all financing unless delayed by a force majeure event as defined in the Loan Documents and Grant Documents. ii. Borrower will be liable for and will promptly pay all fees it incurs, including expenses and charges incurred in connection with the negotiation and preparation of the documents governing or securing the Loans and Grant, and other expenses incurred in connection with the Development including appraisal and Texas Commission on Environmental Quality environmental fees, whether or not the Loans or Grant close. iii. Documentation must be acceptable in all respects to the City. iv. Credit Reports on all the principals of the Borrower with a **15%** or greater ownership interest. v. Borrower agrees to provide all items as required for loan closing as outlined under Developer Programs under the CHP. vi. All construction contracts, plans, specifications, surveys, etc. must be acceptable to City and assigned as additional collateral. Approval is subject to review of plans, specifications and cost estimates. vii. Borrowers must agree to any reasonable terms and conditions in the Loan Documents and Grant Documents that are necessary to ensure that City and Borrowers remain in compliance with all federal, state and local laws, regulations and ordinances regarding or applicable to the Development. viii. Funds expended prior to the date of the resolution of City Council approving the Loans and Grant are not eligible for reimbursement. ix. **Local Hiring.** Borrower shall use and document best efforts to recruit and hire city of Dallas residents for any jobs created by the Development. Best efforts shall include a written plan to advertise locally and to participate in local job fairs/recruitment events. The plan shall be prepared, coordinated with, and approved by the Director of Housing and Neighborhood Revitalization to ensure broad publication to Dallas residents from all areas of the City of the employment opportunities available with the construction and operation of the Development. x. **M/WBE.** Borrower shall make a good faith effort to comply with the City's Business Inclusion and Development ("**BID**") goal of **25%** participation by certified Minority/Women-owned Business Enterprises ("**M/WBE**") for all hard construction expenditures of the Development (i.e. public and private improvements) and meet all reporting requirements of the City of Dallas Office of Business Diversity.

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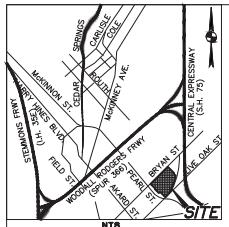
	xi. **Urban Design**. Borrower shall construct the Development (i.e. public and private improvements) in substantial conformance with the conceptual site plan and renderings provided to the City's Planning and Urban Design Department as shown in **Exhibit "B" – Site Plan and Renderings** or to any modification thereof subsequently approved by the Planning and Urban Design Department. The Urban Design Peer Review Panel ("**UDPRP**") is an independent group of professional designers selected by the City Manager with expertise in architecture, landscape architecture, engineering, and urban planning. Review by the UDPRP is required for all projects requesting City funding assistance. Following a formal review on January 19, 2018, the UDPRP provided advice for the Development, and on January 24, 2019, Developer/Borrower provided a response to the UDPRP's advice (see **Exhibit "D"**), thereby satisfying the initial requirement for urban design peer review related to Developer/Borrower's application for funding assistance. Prior to permit submittal to the City's Sustainable Development and Construction Department, Developer shall submit a set of permit drawings to the Planning and Urban Design Department for a staff review to ensure substantial conformance with the spirit and intent of the UDPRP advice in **Exhibit "C**" and the follow-up comment in **Exhibit "E"** made by the Planning and Urban Design Department on February 1, 2019. Allowable minor modifications may include those required for compliance with development regulations administered by the City's Sustainable Development and Construction Department. The Planning and Urban Design Department shall complete the staff review of permit drawings within **10** business days of submission.

Any funds disbursed will be subject to the City's receipt of satisfactory documentation and due diligence review and approval. This Term Sheet is confidential and is intended solely for the use of the Borrowers. No other person or parties have any rights whatsoever with respect to the above terms and conditions. These terms can be modified or other terms negotiated between the parties only upon mutual agreement. All terms are subject to final underwriting, review by the City's Economic Development and Housing Committee, and subsequent approval by City Council.

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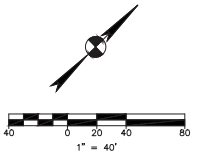
Exhibit A

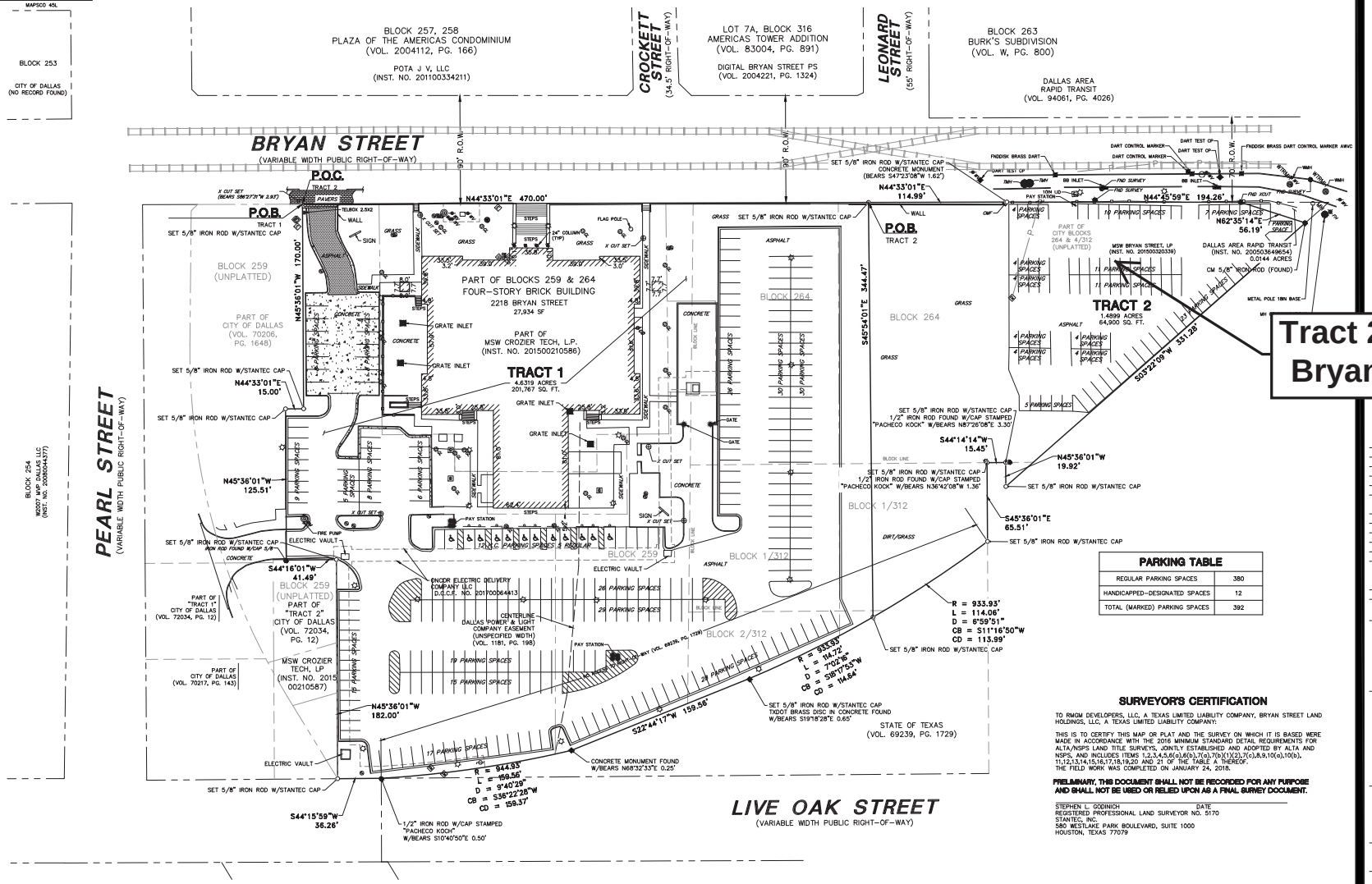
JOHN GRIGSBY SURVEY, ABSTRACT 495
DALLAS COUNTY, TEXAS



N.T.S.

LOCATION MAP
DALLAS COUNTY, TEXAS
MAPSCO 45L





Tract 2 is the 2400 Bryan Street site

SURVEYOR'S CERTIFICATION

TO RMGM DEVELOPERS, LLC, A TEXAS LIMITED LIABILITY COMPANY, BRYAN STREET LAND HOLDINGS, LLC, A TEXAS LIMITED LIABILITY COMPANY:

THIS IS TO CERTIFY THIS MAP OR PLAT AND THE SURVEY ON WHICH IT IS BASED WERE MADE IN ACCORDANCE WITH THE 2016 MINIMUM STANDARD DETAIL REQUIREMENTS FOR ALTA/NSPS LAND TITLE SURVEYS, JOINTLY ESTABLISHED AND ADOPTED BY ALTA AND NSPS, AND INCLUDES ITEMS 1,2,3,4,5,6(a),6(b),7(a),7(b)(1)(2),7(c),8,9,10(a),10(b), 11,12,13,14,15,16,17,18,19,20 AND 21 OF THE TABLE A THEREOF. THE FIELD WORK WAS COMPLETED ON JANUARY 24, 2018.

PRELIMINARY, THIS DOCUMENT SHALL NOT BE RECORDED FOR ANY PURPOSE AND SHALL NOT BE USED OR RELIED UPON AS A FINAL SURVEY DOCUMENT.

STEPHEN L. GODINICH — DATE
REGISTERED PROFESSIONAL LAND SURVEYOR NO. 5170
STANTEC, INC.
580 WESTLAKE PARK BOULEVARD, SUITE 1000
HOUSTON, TEXAS 77079

Stantec

Stantec Consulting Services Inc.
580 Westlake Park Blvd Suite 1000
Houston TX
Tel. 713.212.0011
www.stantec.com

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The Contractor shall verify and be responsible for all dimensions. DO NOT scale the drawing - any errors or omissions shall be reported to Stantec without delay.
The Copyrights to all designs and drawings are the property of Stantec. Reproduction or use for any purpose other than that authorized by Stantec is forbidden.

Revision	By	Appd.	YY.MM.DD
UPDATED FOR BOUNDARY	RB	SLG	2018.01.5

Issued	By	Appd.	YY.MM.DD
File Name: 222011028_sfa.dwg	JN	SLG	18.01.25
	Dwn.	Chkd.	Dsgn. YY.MM.DD

Owner Information:
BRYAN STREET LAND HOLDINGS, LLC
6934 FOREST GLEN DRIVE
DALLAS, TEXAS, 75230

Client/Project
RMGM DEVELOPERS, LLC
320 W. MAIN STREET
LEWISVILLE, TEXAS
CONTACT: SCOTT GALBRAITH

Title
ALTA/NSPS LAND TITLE SURVEY

Project No.	Scale	
222011028	1" : 40'	
Drawing No.	Sheet	Revision
1	1 of 2	0

Y:\222011028\cad\222011028_survey_18000_1.dwg, 1/25/2018 1:38:11 PM, Kay Hernandez, Microsoft PCL 6 Class Driver

ORIGINAL SHEET - ANSI D

TRACT 1

BEING A 4.6319 ACRE (201,797 SQUARE FEET) PARCEL OF LAND SITUATED IN THE JOHN GRIGSBY SURVEY, ABSTRACT 495, IN DALLAS COUNTY, TEXAS, AND BEING OUT OF A CERTAIN TRACT OF LAND DESCRIBED IN SPECIAL WARRANTY DEED TO MSW CROZIER TECH, L.P. RECORDED IN INSTRUMENT NO. 201500210586 OF THE OFFICIAL PUBLIC RECORDS OF DALLAS COUNTY, TEXAS; SAID 4.6319 ACRE TRACT BEING MORE PARTICULARLY DESCRIBED BY METES AND BOUNDS AS FOLLOWS:

BEGINNING AT THE SOUTHEAST CORNER OF THE INTERSECTION OF THE EAST RIGHT-OF-WAY LINE OF PEARL STREET, VARIABLE WIDTH RIGHT-OF-WAY, AND THE SOUTH RIGHT-OF-WAY LINE OF BRYAN STREET, VARIABLE WIDTH RIGHT-OF-WAY, FROM WHICH AN 'X' CUT IN CONCRETE, WITH BEARS SOUTH 86°27'31" WEST, 2.93 FEET, FOR THE NORTHWEST CORNER OF TRACT 1, ALSO ON THE SOUTH RIGHT-OF-WAY LINE OF BRYAN STREET, RIGHT-OF-WAY VARIES, THENCE AS FOLLOWS:

1.) THENCE, NORTH 44°33'01" EAST, CONTINUING ALONG SAID EXISTING SOUTHERLY RIGHT-OF-WAY LINE OF BRYAN STREET, A DISTANCE OF 470.00 FEET TO A 5/8-IRON ROD WITH STANTEC CAP SET FOR CORNER;

2.) THENCE, SOUTH 45°54'01" EAST, DEPARTING THE SOUTH RIGHT-OF-WAY LINE OF SAID BRYAN STREET, OVER AND ACROSS SAID BLOCK 264 AND BLOCK 1/132, A DISTANCE OF 344.47 FEET TO A 5/8-IRON ROD WITH STANTEC CAP SET FOR CORNER, ALSO BEING THE NORTH PROPERTY LINE OF STATE OF TEXAS PROPERTY, VOLUME 69239, PAGE 1729, DALLAS CENTRAL APPRAISAL DISTRICT, D.C.A.D.;

3.) THENCE, SOUTHWESTERLY, ALONG THE SOUTH PROPERTY LINE OF SAID TRACT 1, AND THE NORTH PROPERTY LINE OF SAID STATE OF TEXAS PROPERTY, AND ALSO BEING AN ACCESS DENIAL LINE OF THE NORTH RIGHT-OF-WAY LINE OF LIVE OAK STREET, VARIABLE WIDTH RIGHT-OF-WAY, AND ALONG THE ARC OF A CURVE TO THE RIGHT HAVING A CENTRAL ANGLE OF 07°02'15", A RADIUS OF 933.93 FEET, A CHORD BEARING AND DISTANCE OF SOUTH 18°17'53" WEST, 114.64 FEET, AND AN ARC LENGTH OF 114.72 FEET TO A 5/8"IRON ROD WITH STANTEC CAP SET FOR AN ANGLE POINT FROM WHICH A TXDOT BRASS DISC IN CONCRETE BEARS SOUTH 19°18'28" EAST, A DISTANCE OF 0.65 FEET;

4.) THENCE, SOUTH 22°44'17" WEST, CONTINUING ALONG THE SOUTH PROPERTY LINE OF TRACT ONE AND THE NORTH PROPERTY LINE OF SAID STATE OF TEXAS PROPERTY, AND ALSO BEING THE ACCESS DENIAL LINE OF THE NORTH RIGHT-OF-WAY LINE OF SAID LIVE OAK STREET, A DISTANCE OF 159.56 FEET, TO A POINT FROM WHICH A CONCRETE MONUMENT FOUND FOR AN ANGLE POINT, WHICH BEARS NORTH 68°32'33" EAST, 0.25 FEET AT THE BEGINNING OF A CURVE TO THE RIGHT;

5.) THENCE, SOUTHWESTERLY ALONG THE SOUTH PROPERTY LINE OF SAID TRACT 1, AND THE NORTH PROPERTY LINE OF SAID STATE OF TEXAS PROPERTY, ALSO BEING ALONG THE ACCESS DENIAL LINE OF THE NORTH RIGHT-OF-WAY LINE OF LIVE OAK STREET, AND ALONG THE ARC OF A CURVE TO THE RIGHT, HAVING A CENTRAL ANGLE OF 09°40'29", A RADIUS OF 944.93 FEET, A CHORD BEARING AND DISTANCE OF SOUTH 36°22'28" WEST, 159.37 FEET, AND AN ARC LENGTH OF 159.56 FEET, TO A POINT FROM WHICH A 1/2"IRON ROD STAMPED 'PACHECO KOCH' WHICH BEARS SOUTH 10°40'50" EAST. 0.50 FEET, FOR AN ANGLE POINT;

6.) THENCE, SOUTH 44°15'59" WEST, ALONG THE SOUTH PROPERTY LINE OF SAID TRACT 1, AND THE NORTH RIGHT-OF-WAY LINE OF SAID LIVE OAK STREET, A DISTANCE OF 36.26 FEET TO A 5/8 INCH IRON ROD WITH STANTEC CAP SET FOR AN ANGLE POINT;

7.) THENCE, NORTH 45°36'01" WEST, DEPARTING THE NORTH RIGHT-OF-WAY LINE OF LIVE OAK STREET, OVER AND ACROSS SAID BLOCK 259, A DISTANCE OF 182.00 FEET TO A 5/8 INCH IRON ROD STAMPED STANTEC FOR AN ANGLE POINT;

8.) THENCE, SOUTH 44°16'01" WEST, A DISTANCE OF 41.49 FEET TO A IRON ROD WITH CAP, FOUND;

9.) THENCE, NORTH 45°36'01" WEST, A DISTANCE OF 125.51 FEET TO A 5/8"IRON ROD WITH STANTEC CAP, SET FOR CORNER;

10.) THENCE, NORTH 44°33'01" EAST, A DISTANCE OF 15.00 FEET TO A 5/8"IRON ROD WITH STANTEC CAP, SET FOR CORNER;

11.) THENCE, NORTH 45°36'01" WEST, A DISTANCE OF 170.00 FEET TO THE POINT OF BEGINNING, CONTAINING AN AREA OF 4.6319ACRES (201,767 SQUARE FEET) OF LAND.

TRACT 2

BEING A 1.4899 ACRE (64,900 SQUARE FEET) PARCEL LAND SITUATED IN THE JOHN GRIGSBY SURVEY, ABSTRACT 495, DALLAS COUNTY, TEXAS, AND BEING OUT BLOCK 4/312 AND BLOCK 264 OF THE CITY OF DALLAS, ALSO OUT OF A TRACT OF LAND, CONVEYED TO MSW BRYAN STREET, LP. AS RECORDED UNDER DALLAS COUNTY CLERK'S INSTRUMENT (D.C.C.I.) NO. 201500330339, SAID 1.4899 ACRE PARCEL BEING MORE PARTICULARLY DESCRIBED BY METES AND BOUNDS AS FOLLOWS:

COMMENCING AT THE SOUTHEAST CORNER OF THE INTERSECTION OF THE EAST RIGHT-OF-WAY LINE OF PEARL STREET, VARIABLE WIDTH RIGHT-OF-WAY, AND THE SOUTH RIGHT-OF-WAY LINE OF BRYAN STREET, VARIABLE WIDTH RIGHT-OF-WAY, FROM WHICH AN 'X' CUT IN CONCRETE, BEARS SOUTH 86°27'31" WEST, 2.93 FEET, FOR THE NORTHWEST CORNER OF TRACT 1, ALSO ON THE SOUTH RIGHT-OF-WAY LINE OF BRYAN STREET, RIGHT-OF-WAY VARIES, THENCE AS FOLLOWS;

NORTH 44°33'01" EAST, ALONG THE SOUTHEASTERLY RIGHT-OF-WAY LINE OF SAID BRYAN STREET, A DISTANCE OF 470.00 FEET TO A 5/8-INCH IRON ROD WITH CAP STAMPED 'STANTEC' SET MARKING THE SOUTHWESTERLY CORNER AND THE POINT OF BEGINNING OF THE HEREIN DESCRIBED PARCEL;

THENCE, NORTH 44°33'01" EAST, ALONG THE SOUTHEASTERLY RIGHT-OF-WAY LINE OF SAID BRYAN STREET, A DISTANCE OF 114.99 FEET TO A 5/8-INCH IRON ROD WITH CAP STAMPED 'STANTEC' SET MARKING AN ANGLE POINT, FROM WHICH A FOUND CONCRETE MONUMENT, BEARS FOR REFERENCE SOUTH 47°23'08" WEST, 1.62 FEET;

THENCE, NORTH 44°45'59" EAST, CONTINUING ALONG THE SOUTHEASTERLY RIGHT-OF-WAY LINE OF SAID BRYAN STREET, A DISTANCE OF 194.26 FEET TO A 'X' CUT FOUND MARKING THE SOUTHWEST CORNER OF A CALLED 0.0144 ACRE TRACT OF LAND, CONVEYED TO DALLAS AREA RAPID TRANSIT, AS RECORDED UNDER DALLAS COUNTY CLERK'S INSTRUMENT (D.C.C.I.) NO. 200503659654;

THENCE, NORTH 62°35'14" EAST, LEAVING SOUTHEASTERLY RIGHT-OF-WAY LINE OF SAID BRYAN STREET, A DISTANCE OF 56.19 FEET, TO A 5/8-INCH IRON ROD FOUND AT THE NORTHWESTERLY RIGHT-OF-WAY LINE OF LIVE OAK STREET (WIDTH VARIES), MARKING THE SOUTHEAST CORNER OF SAID 0.0144 ACRE TRACT OF LAND, AND THE NORTH CORNER OF THE HEREIN DESCRIBED PARCEL;

THENCE, SOUTH 03°22'09" WEST, ALONG THE NORTHWESTERLY RIGHT-OF-WAY LINE OF SAID LIVE OAK STREET, A DISTANCE OF 331.28 FEET, TO A 5/8-INCH IRON ROD WITH CAP STAMPED 'STANTEC' SET MARKING AN ANGLE POINT;

THENCE, NORTH 45°36'01" WEST, CONTINUING ALONG THE NORTHWESTERLY RIGHT-OF-WAY LINE OF SAID LIVE OAK STREET, A DISTANCE OF 19.92 FEET TO A 5/8-INCH IRON ROD WITH CAP STAMPED 'STANTEC' SET MARKING AN ANGLE POINT, FROM WHICH A FOUND 1/2-INCH IRON ROD WITH CAP STAMPED 'PACHECO KOCH' BEARS FOR REFERENCE, NORTH 87°26'08" EAST, 3.30 FEET;

THENCE, SOUTH 44°14'14" WEST, CONTINUING ALONG THE NORTHWESTERLY RIGHT-OF-WAY LINE OF SAID LIVE OAK STREET, A DISTANCE OF 15.45 FEET TO A 5/8-INCH IRON ROD WITH CAP STAMPED 'STANTEC' SET MARKING AN ANGLE POINT, FROM WHICH A FOUND 1/2-INCH IRON ROD WITH CAP STAMPED 'PACHECO KOCH' BEARS FOR REFERENCE, NORTH 36°42'08" WEST, 1.36 FEET;

THENCE, SOUTH 45°36'01" EAST, CONTINUING ALONG THE NORTHWESTERLY RIGHT-OF-WAY LINE OF SAID LIVE OAK STREET, A DISTANCE OF 65.51 FEET TO A 5/8-INCH IRON ROD WITH CAP STAMPED 'STANTEC' SET MARKING THE BEGINNING OF A CURVE TO THE RIGHT;

THENCE, CONTINUING ALONG THE NORTHWESTERLY RIGHT-OF-WAY LINE OF SAID LIVE OAK STREET, AND ALONG THE ARC OF SAID CURVE TO THE RIGHT HAVING A CENTRAL ANGLE OF 06°59'51", A RADIUS OF 933.93 FEET, A CHORD BEARING AND DISTANCE OF SOUTH 11°16'50" WEST, 113.99 FEET, AND AN ARC LENGTH OF 114.06 FEET TO A 5/8-INCH IRON ROD WITH CAP STAMPED 'STANTEC' SET MARKING THE END OF SAID CURVE TO THE RIGHT, ALSO BEING THE SOUTHEASTERLY CORNER OF THE HEREIN DESCRIBED PARCEL;

THENCE, NORTH 45°54'01" WEST, LEAVING THE NORTHWESTERLY RIGHT-OF-WAY LINE OF SAID LIVE OAK STREET, A DISTANCE OF 344.47 FEET TO THE POINT OF BEGINNING, CONTAINING AN AREA OF 1.4899 ACRES (64,900 SQUARE FEET) OF LAND.

TRACT 1

TITLE COMMITMENT NOTE:
THIS ILLUSTRATION OF THIS PARCEL WAS DEVELOPED WITH OUT THE BENEFIT OF A TITLE COMMITMENT. THE SURVEYOR HAS NOT ABSTRACTED THIS PARCEL. THE LEGAL INFORMATION BELOW IS FROM HISTORIC DATA AND MAY NOT BE COMPLETE.

RESTRICTIVE COVENANTS:

(B1) RESTRICTIVE COVENANTS DESCRIBED IN INSTRUMENT FILED 05/14/2001, RECORDED IN VOLUME 2001094, PAGE 11709, REAL PROPERTY RECORDS, DALLAS COUNTY, TEXAS AND ALSO FILED 05/12/2006, RECORDED IN CC# 200600175963, REAL PROPERTY RECORDS, DALLAS COUNTY, TEXAS. ANY COVENANT, CONDITION OR RESTRICTION INDICATING A PREFERENCE, LIMITATION OR DISCRIMINATION BASED ON RACE, COLOR, RELIGION, SEX, HANDICAP, FAMILIAL STATUS, OR NATIONAL ORIGIN TO THE EXTENT SUCH COVENANTS, CONDITIONS OR RESTRICTIONS VIOLATE 42 USC 3604(C), IS DELETED.

(B10c) RIGHTS, IF ANY, OF THIRD PARTIES WITH RESPECT TO ANY PORTION OF THE SUBJECT PROPERTY LYING WITHIN THE BOUNDARIES OF A PUBLIC OR PRIVATE ROAD. (MAY BE AMENDED OR DELETED UPON APPROVAL OF SURVEY.) (AFFECTS/NOT PLOTTABLE)

(B10d) RIGHTS OF PARTIES IN POSSESSION AND RIGHTS OF TENANTS UNDER ANY UNRECORDED LEASES OR RENTAL AGREEMENTS. (MAY BE AMENDED OR DELETED UPON EXECUTION OF SATISFACTORY AFFIDAVIT WITH RESPECT TO PARTIES IN POSSESSION AND TENANTS AT CLOSING.) (AFFECTS/NOT PLOTTABLE)

(B10e) RIGHTS OF TENANT, PERKINS & WILL INC., AS TENANT ONLY, WITH NO OPTION TO PURCHASE OR RIGHT OF FIRST REFUSAL, UNDER ANY UNRECORDED LEASES OR RENTAL AGREEMENTS (AFFECTS/NOT PLOTTABLE)

(B10f) EASEMENT GRANTED BY CITY OF DALLAS BOARD OF EDUCATION TO DALLAS POWER & LIGHT COMPANY, FILED 03/09/1925, RECORDED IN VOLUME 1181, PAGE 198, REAL PROPERTY RECORDS, DALLAS COUNTY, TEXAS, AND AS SHOWN ON SURVEY OF MICHAEL C. CLOVER, R.P.L.S. #5225, OF PACHECO KOCH, DATED 02/11/2016, LAST REVISED 08/01/2016. (AFFECTS/AS SHOWN)

(B10g) TERMS, PROVISIONS, AND CONDITIONS OF CITY OF DALLAS ORDINANCE NO. 24469 FILED 05/14/2001, RECORDED IN VOLUME 2001094, PAGE 11709, REAL PROPERTY RECORDS, DALLAS COUNTY, TEXAS, ALSO FILED 05/12/2006, RECORDED IN CC# 200600175963, REAL PROPERTY RECORDS, DALLAS COUNTY, TEXAS IN NOTICE OF HISTORIC DESIGNATION, AND AS SHOWN ON SURVEY OF MICHAEL C. CLOVER, R.P.L.S. #5225, OF PACHECO KOCH, DATED 02/11/2016, LAST REVISED 08/01/2016.(AFFECTS/BLANKET IN NATURE)

(B10h) NOTICE OF HISTORIC DESIGNATION FILED 05/12/2006, RECORDED IN CC#200600175962, REAL PROPERTY RECORDS, DALLAS COUNTY, TEXAS, AND AS NOTED ON SURVEY OF MICHAEL C. CLOVER, R.P.L.S. #5225, OF PACHECO KOCH, DATED 02/11/2016, LAST REVISED 08/01/2016. (AFFECTS/AS SHOWN)

(B10i) ENCROACHMENTS OF 8' CHAIN-LINK FENCE IN VARIOUS LOCATIONS AND CONCRETE RETAINING WALL IN VARIOUS LOCATIONS, AS SHOWN ON SURVEY OF MICHAEL C. CLOVER, R.P.L.S. #5225, OF PACHECO KOCH, DATED 02/11/2016, LAST REVISED 08/01/2016. (AFFECTS/AS SHOWN)

(B10j) TERMS, PROVISIONS, AND CONDITIONS OF CITY OF ORDINANCE NO. 29184, FILED 12/19/2013, RECORDED IN CC# 201300382540, REAL PROPERTY RECORDS, DALLAS COUNTY, TEXAS, AS MITIGATED AND COMPLETED SO THAT THE LAND IS ACCEPTABLE FOR RESIDENTIAL USE PURSUANT TO THE TERMS, PROVISIONS, AND CONDITIONS OF VOLUNTARY CLEANUP PROGRAM FINAL CERTIFICATE OF COMPLETION, FILED 08/28/2014, RECORDED IN CC# 201400220126, REAL PROPERTY RECORDS, DALLAS COUNTY, TEXAS. (AFFECTS/BLANKET IN NATURE)

(B10k) RIGHTS OF MSW CROZIER TECH MASTER TENANT, LLC AS EVIDENCED BY MEMORANDUM OF MASTER LEASE DATED 09/16/2016, FILED 09/16/2016, RECORDED IN CC# 201600258295, REAL PROPERTY RECORDS, DALLAS COUNTY, TEXAS; AS MAY BE AFFECTED BY COLLATERAL ASSIGNMENT OF LIENS AND SECURITY INTERESTS DATED 09/16/2016, FILED 09/16/2016, RECORDED IN CC# 201600258294, REAL PROPERTY RECORDS, DALLAS COUNTY, TEXAS; SECURITY AGREEMENT AND ASSIGNMENT OF LEASES AND RENTS DATED 09/16/2016, FILED 09/16/2016, RECORDED IN CC# 201600258296, REAL PROPERTY RECORDS, DALLAS COUNTY, TEXAS; AND SUBORDINATION, NON-DISTURBANCE AND ATTORNMENT AGREEMENT DATED 09/16/2016, FILED 09/16/2016, RECORDED IN CC# 201600258297, REAL PROPERTY RECORDS, DALLAS COUNTY, TEXAS. (AFFECTS/BLANKET IN NATURE)

(B10l) TERMS, PROVISIONS, AND CONDITIONS AS EVIDENCED BY MEMORANDUM OF OPTION AGREEMENT BY AND BETWEEN H&R REIT (U.S.) HOLDINGS, INC., A DELAWARE CORPORATION ("PURCHASER"); MSW CROZIER TECH GP LLC, A TEXAS LIMITED LIABILITY COMPANY ("GP"); AND MATTHEWS HOLDINGS SOUTHWEST, INC., A TEXAS CORPORATION ("MSW" AND, COLLECTIVELY WITH GP, "SELLERS"), DATED 09/16/2016, FILED 09/16/2016, RECORDED IN CC# 201600258290, REAL PROPERTY RECORDS, DALLAS COUNTY, TEXAS. (AFFECTS/BLANKET IN NATURE)

(B10m) TERMS, PROVISIONS, AND CONDITIONS OF RECOGNITION AGREEMENT, BY AND BETWEEN MSW CROZIER TECH MASTER TENANT, LLC, A TEXAS LIMITED LIABILITY COMPANY ("PROJECT MASTER TENANT"), PEARL STREET PARKING MANAGEMENT, LLC, A TEXAS LIMITED LIABILITY COMPANY ("PARKING OWNER") AND ZB, N.A. DBA AMEGY BANK, A NATIONAL BANKING ASSOCIATION ("LENDER"), DATED 09/16/2016 FILED 09/16/2016, RECORDED IN CC# 201600258298, REAL PROPERTY RECORDS, DALLAS COUNTY, TEXAS AND REFILED TO CORRECT THE LEGAL DESCRIPTION ON 09/19/2016, RECORDED IN CC# 201600260978, REAL PROPERTY RECORDS, DALLAS COUNTY, TEXAS. (AFFECTS/BLANKET IN NATURE)

(B10n) EASEMENT GRANTED BY MSW CROZIER TECH OWNER LLC TO ONCOR ELECTRIC DELIVERY COMPANY LLC, FILED 03/06/2017, RECORDED IN CC# 201700064413, REAL PROPERTY RECORDS, DALLAS COUNTY, TEXAS. (AFFECTS/AS SHOWN)

(B10o) EASEMENT GRANTED BY MSW CROZIER TECH OWNER LLC TO CITY OF DALLAS, FILED 04/27/2017, RECORDED IN CC# 201700117915, REAL PROPERTY RECORDS, DALLAS COUNTY, TEXAS. (AFFECTS/AS SHOWN)

TRACT 2

TITLE REPORT NOTE:

ONLY THOSE EASEMENTS AND THAT INFORMATION LISTED IN COMMITMENT FOR TITLE INSURANCE ISSUED BY FIRST AMERICAN TITLE COMPANY G.F. NUMBER 1002-5426666-RTT, FOR ALL SCHEDULE C, FOR TRACT 2 ONLY, EFFECTIVE DATE JUNE 12, 2018, ISSUED DATE OF JUNE 25, 2018 AND RELISTED BELOW WERE CONSIDERED FOR THIS SURVEY. NO OTHER EASEMENT RESEARCH WAS PERFORMED BY STANTEC, INC..

RESTRICTIVE COVENANTS:

(B1) ITEM 1 OF SCHEDULE B IS HEREBY DELETED IN ITS ENTIRETY.

(B10a) ALL LEASES, GRANTS, EXCEPTIONS OR RESERVATIONS OF COAL, LIGNITE, OIL, GAS AND OTHER MINERALS, TOGETHER WITH ALL RIGHTS, PRIVILEGES, AND IMMUNITIES RELATING THERETO, APPEARING IN THE PUBLIC RECORDS WHETHER LISTED IN SCHEDULE B OR NOT. THERE MAY BE LEASES, GRANTS, EXCEPTIONS OR RESERVATIONS OF MINERAL INTEREST THAT ARE NOT LISTED.

(B10b) ALL ENCUMBRANCES, VIOLATIONS, VARIATIONS, OR ADVERSE CIRCUMSTANCES AFFECTING TITLE THAT WOULD BE DISCLOSED BY AN ACCURATE AND COMPLETE LAND SURVEY OF THE LAND, INCLUDING, WITHOUT LIMITATION, ALL VISIBLE AND APPARENT EASEMENTS OR USES AND ALL UNDERGROUND EASEMENTS OR USES, THE EXISTENCE OF WHICH MAY ARISE BY UNRECORDED GRANT OR BY USE. (MAY BE AMENDED OR DELETED UPON APPROVAL OF SURVEY.)

(B10c) RIGHTS, IF ANY, OF THIRD PARTIES WITH RESPECT TO ANY PORTION OF THE SUBJECT PROPERTY LYING WITHIN THE BOUNDARIES OF A PUBLIC OR PRIVATE ROAD. (MAY BE AMENDED OR DELETED UPON APPROVAL OF SURVEY.)

(B10d) RIGHTS OF PARTIES IN POSSESSION AND RIGHTS OF TENANTS UNDER ANY UNRECORDED LEASES OR RENTAL AGREEMENTS. (MAY BE AMENDED OR DELETED UPON EXECUTION OF SATISFACTORY AFFIDAVIT WITH RESPECT TO PARTIES IN POSSESSION AND TENANTS AT CLOSING.)

(B10e) EASEMENT GRANTED BY CITY OF DALLAS BOARD OF EDUCATION TO DALLAS POWER & LIGHT COMPANY, FILED 03/09/1925, RECORDED IN VOLUME 1181, PAGE 198, REAL PROPERTY RECORDS OF DALLAS COUNTY, TEXAS.

(B10f) LIMITED OR LACK OF ACCESS TO ROAD OR HIGHWAY ABUTTING SUBJECT PROPERTY AS SET FORTH IN INSTRUMENT FILED 12/10/1969, RECORDED IN VOLUME 69239, PAGE 1729, REAL PROPERTY RECORDS OF DALLAS COUNTY, TEXAS.

(B10g) TERMS, PROVISIONS, AND CONDITIONS OF CITY OF ORDINANCE NO. 29184, FILED 12/19/2013, RECORDED IN CC# 201300382540, REAL PROPERTY RECORDS, DALLAS COUNTY, TEXAS, AS MITIGATED AND COMPLETED SO THAT THE LAND IS ACCEPTABLE FOR RESIDENTIAL LAND USE PURSUANT TO THE TERMS, PROVISIONS AND CONDITIONS OF THE VOLUNTARY CLEANUP PROGRAM FINAL CERTIFICATE OF COMPLETION, FILED 08/28/2014, RECORDED IN CC# 201400220126, REAL PROPERTY RECORDS, DALLAS COUNTY, TEXAS.

(B10h) TERMS, PROVISIONS, AND CONDITIONS OF LEASE BETWEEN BRYAN STREET LAND HOLDINGS, LLC, AS LESSOR AND PEARL STREET PARKING MANAGEMENT, LLC, AS LESSEE, AS EVIDENCED BY MEMORANDUM OF GROUND LEASE FILED 09/16/2016, RECORDED IN CC# 201600258291, REAL PROPERTY RECORDS, DALLAS COUNTY, TEXAS.

(B10i) TERMS, PROVISIONS, AND CONDITIONS OF RECOGNITION AGREEMENT FILED 09/16/2016, RECORDED IN CC# 201600258298, REAL PROPERTY RECORDS, DALLAS COUNTY, TEXAS.

(B10j) EASEMENT GRANTED BY BRYAN STREET HOLDINGS, LLC TO ONCOR ELECTRIC DELIVERY COMPANY LLC, FILED 03/17/2017, RECORDED IN CC#201700064412, REAL PROPERTY RECORDS, DALLAS COUNTY, TEXAS. (AFFECTS TRACT 1) ALSO SHOWN FILED 03/17/2017, RECORDED IN CC# 201700064413, REAL PROPERTY RECORDS, DALLAS COUNTY, TEXAS.

BENCHMARK NOTES

CITY OF DALLAS
REFERENCE BENCHMARKS:

BOLT FOUND IN WEST CORNER OF CROZIER TECH HIGH SCHOOL BUILDING (A.K.A. DALLAS HIGH SCHOOL, 2214 BRYAN STREET), APPROXIMATELY 90' SOUTHEASTERLY FROM THE CENTERLINE OF BRYAN STREET AND APPROXIMATELY 240' NORTHEASTERLY FROM THE CENTERLINE OF PEARL STREET.
ELEVATION = 473.69'

'PK' NAIL WITH WASHER STAMPED 'CITY OF DALLAS BENCHMARK' FOUND IN THE TOP OF THE NORTHWESTERLY CURB OF LIVE OAK STREET, AT THE WEST CORNER OF THE INTERSECTION OF HARWOOD STREET AND LIVE OAK STREET.
ELEVATION = 464.16'

SITE BENCHMARK:

BPI CP # 2: 'X' CUT FOUND AT THE SOUTH CORNER OF THE BRYAN STREET AND PEARL STREET INTERSECTION, APPROXIMATELY 50' SOUTHWESTERLY FROM THE CENTERLINE OF PEARL STREET AND APPROXIMATELY 50' SOUTHEASTERLY FROM THE CENTERLINE OF BRYAN STREET.
ELEVATION = 467.35'

GENERAL NOTES

1. BEARINGS SHOWN HEREON ARE BASED ON THE SOUTHEASTERLY RIGHT-OF-WAY LINE, ACCORDING TO THE DEED FILED FOR RECORD IN VOLUME 98003, PAGE 3812, DEED RECORDS, DALLAS, COUNTY, TEXAS. (CALLED BEARING = N45°06'48"E)
2. THE SUBJECT TRACT SHOWN HEREON LIES WITHIN ZONE 'X' UNSHADED DEFINED AS 'AREAS DETERMINED TO BE OUTSIDE 500-YEAR FLOODPLAIN' AS IDENTIFIED BY THE FEDERAL EMERGENCY MANAGEMENT AGENCY'S FLOOD INSURANCE RATE MAP NO. 48113C0345 J, DATED AUGUST 23, 2001 FOR DALLAS COUNTY, TEXAS AND INCORPORATED AREAS. THIS FLOOD STATEMENT DOES NOT IMPLY THAT THE PROPERTY AND/OR THE STRUCTURES THEREON WILL BE FREE FROM FLOODING OR FLOOD DAMAGE. THIS FLOOD STATEMENT SHALL NOT CREATE LIABILITY ON THE PART OF THE SURVEYOR.
3. LOT TO LOT DRAINAGE WILL NOT BE ALLOWED WITHOUT ENGINEERING SECTION APPROVAL.
4. GRD COORDINATES SHOWN HEREON ARE REFERENCED TO THE TEXAS STATE PLANE COORDINATE SYSTEM (NORTH CENTRAL ZONE, NAD 83) BASED ON LEICA GEOSYSTEMS NORTH TEXAS SMARTNET NETWORK.

LEGEND

IRF	IRON ROD FOUND		GRATE INLET
(CM)	CONTROLLING MONUMENT		FLAG POLE
DCDR	DEED COUNTY DEED RECORDS		SIGN
	INSTRUMENT		BOLLARD
DOCI	DALLAS COUNTY CLERK	GI	GRATE INLET
INST. NO.	INSTRUMENT NUMBER	CI	CURB INLET
VOL.	VOLUME	S/W	CONCRETE SIDEWALK
PG.	PAGE	A/C	AIR CONDITIONING UNIT
NO.	NUMBER	PP/EM	POWER POLE WITH ELECTRIC METER
(XXX)	RECORD INFORMATION	SBM	SITE BENCHMARK
CIRF	CAPPED IRON ROD FOUND	RBM	REFERENCE BENCHMARK
AMON	ALUMINUM MONUMENT	ELEV	ELEVATION
CMON	CONCRETE MONUMENT	WV	WATER VALVE
BMON	TXDOT BRASS MONUMENT	RCP	REINFORCED CONCRETE PIPE
IRF	IRON ROD FOUND		MASONRY WALL
FND	FOUND		CHAINLINK FENCE
(CM)	CONTROL MONUMENT		WIRE FENCE
	LIGHT POLE		ASPHALT
	POWER POLE		TRAFFIC FLOW
	ELECTRIC PULL BOX	T	ELECTRIC TRANSFORMER
	ELECTRIC BOX		PARKING METER
	GAS METER		BENCHMARK
	WATER VALVE		
	FIRE HYDRANT		
	WATER METER		
	SPRINKLER CONTROL VALVE		
TMH	TELEPHONE MANHOLE		
WMH	WASTEWATER MANHOLE		
SDMH	STORM DRAINAGE MANHOLE		
CO	WASTEWATER CLEANOUT		
TCB	TRAFFIC CONTROL BOX		
TSP	TRAFFIC SIGNAL POST		

LEGEND

	5/8" IRON ROD SET W/STANTEC CAP (UNLESS NOTED)
	5/8" IRON ROD W/CAP FOUND (UNLESS NOTED)
	IRON PIPE FOUND
	CUT "X" FOUND
	MONUMENT FOUND
	"PK" NAIL FOUND
	BENCHMARK
SW	SAMPLE WELL
	FIRE HYDRANT
	WATER VALVE
	SIGN
	LIGHT STANDARD
	IRRIGATION CONTROL VALVE
WM	WATER METER
	BLOWOFF VALVE/BACKFLOW PREVENTER
	UTILITY POLE
	GUY WIRE
BO	BOLLARD
WW CO	WASTEWATER CLEANOUT
SAN SWR MH	SANITARY SEWER MANHOLE
STM SWR MH	STORM SEWER MANHOLE
MH	UNIDENTIFIED MANHOLE
EMH	ELECTRIC MANHOLE
TMH	TELEPHONE MANHOLE
	GRATE INLET
	BB INLET
	C INLET
	GROUND LIGHT
FOM	FIBER OPTIC CABLE MARKER
TSB	TRAFFIC SIGNAL BOX
TSP	TRAFFIC SIGNAL POLE
	TELEPHONE RISER
CMKR	UNDERGROUND CABLE MARKER
GMKR	UNDERGROUND GAS LINE MARKER
UTLM	UNDERGROUND TELEPHONE MARKER
GRSR	GAS RISER
PLMKR	PIPELINE MARKER
	CABLE TV RISER
	ELECTRIC BOX
	ELECTRIC METER
	GAS METER
TELR	TELEPHONE RISER
	MAILBOX
	RAILROAD CROSSING
	BARBED WIRE FENCE
	CHAIN LINK FENCE
	WROUGHT IRON FENCE
	WOODEN FENCE
	OVERHEAD ELECTRIC LINE
	WATER LINE
UT	UNDERGROUND TELEPHONE LINE
UE	UNDERGROUND ELECTRIC LINE
	UNDERGROUND GAS LINE
UG CATV	UNDERGROUND CABLE TV
	SANITARY SEWER LINE
	STORM SEWER LINE
	TOP OF BANK
	FLOW LINE

Stantec

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www.stantec.com

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File Name: 222011028_alta.dwg	JN	SLG		18.01.25
	Dwn.	Chkd.	Dsgn.	YY.MM.DD

Owner Information:
BRYAN STREET LAND HOLDINGS, LLC
6934 FOREST GLEN DRIVE
DALLAS, TEXAS, 75230

Client/Project
RMGM DEVELOPERS, LLC
320 W. MAIN STREET
LEWISVILLE, TEXAS
CONTACT: SCOTT GALBRAITH

Title
ALTA/NSPS LAND TITLE SURVEY

Project No.	Scale	
222011028	N/A	
Drawing No.	Sheet	Revision
1	2 of 2	0

X:\222011028\pw\222011028.dwg, 1/25/2018 10:58:47 AM, Jeffrey Nichols, Stantec Houston
ORIGINAL SHEET - ARCH D

Exhibit B



BRYAN STREET RESIDENTIAL TOWER
MATTHEWS SOUTHWEST

SITE PLAN

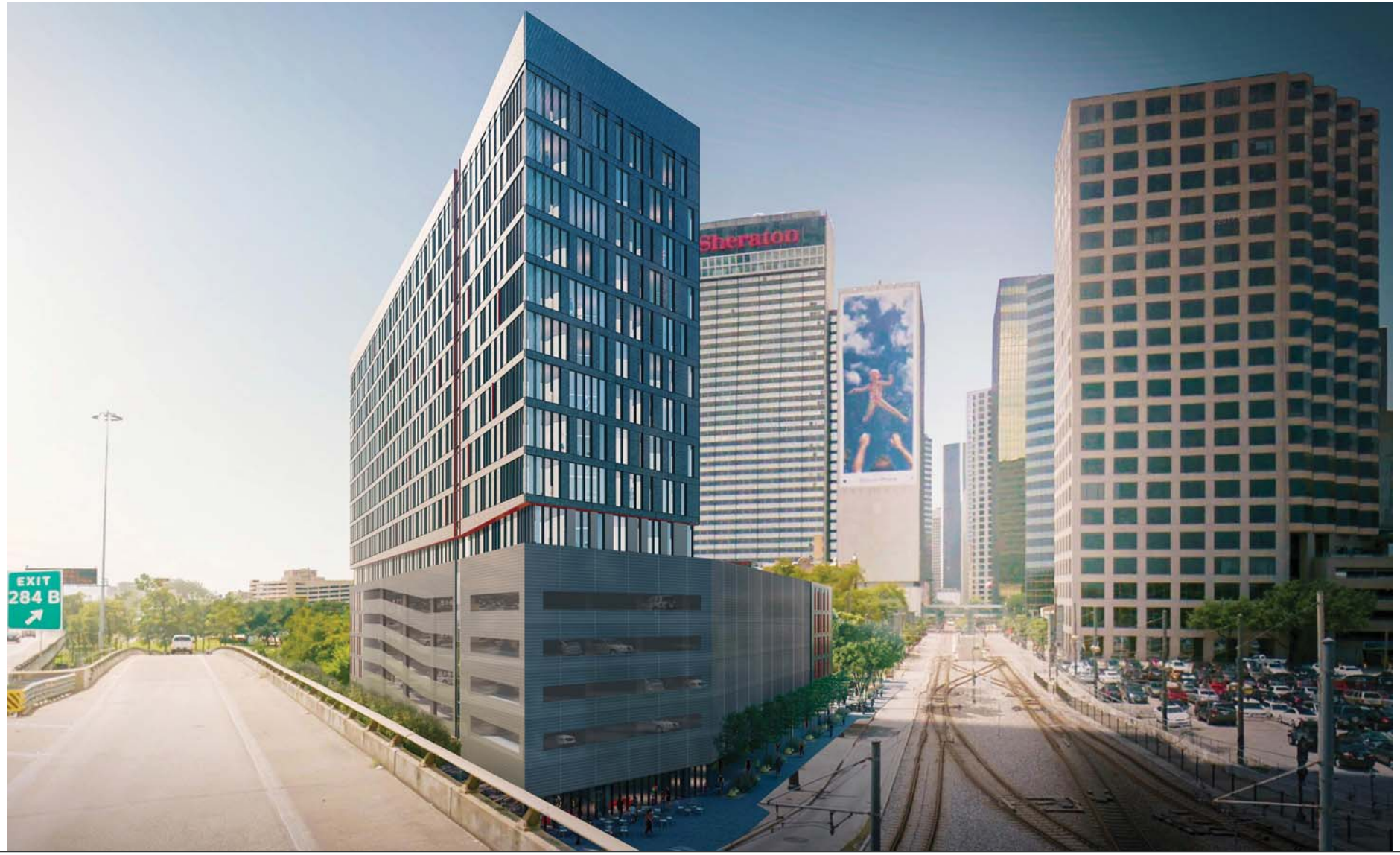
PERKINS + WILL
01-25-2019



BRYAN STREET RESIDENTIAL TOWER
MATTHEWS SOUTHWEST

VIEW OF ENTRY OFF PEARL ST

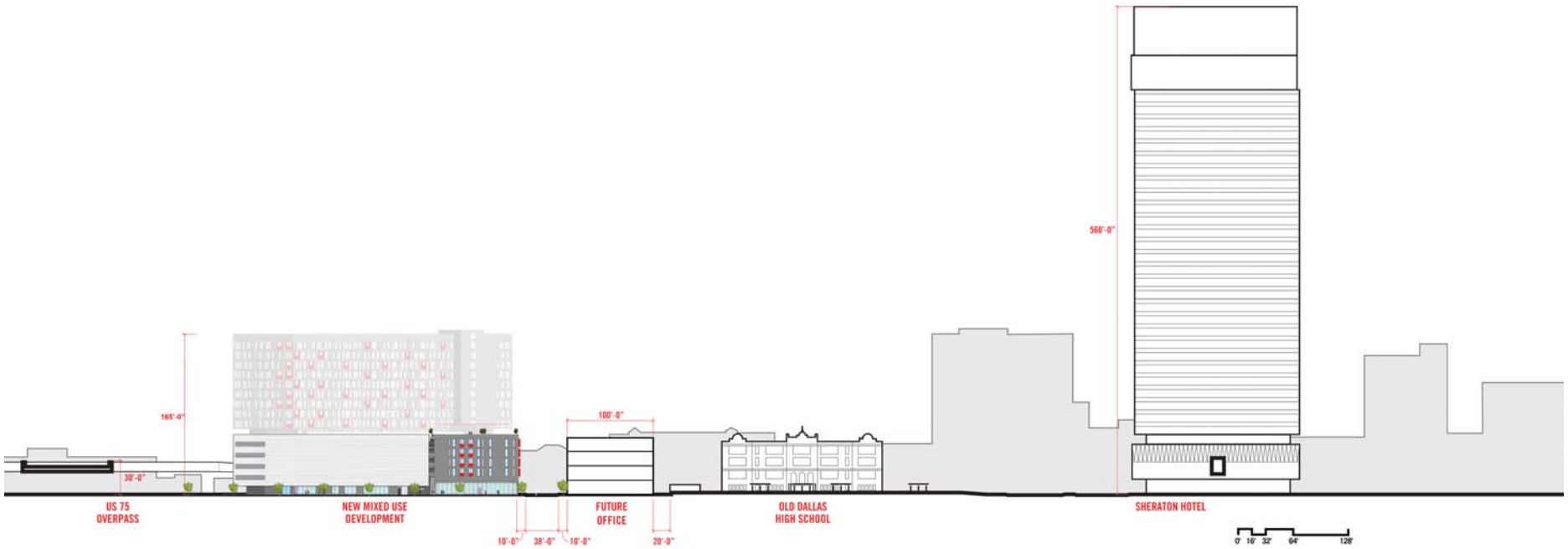
PERKINS + WILL
01-25-2019



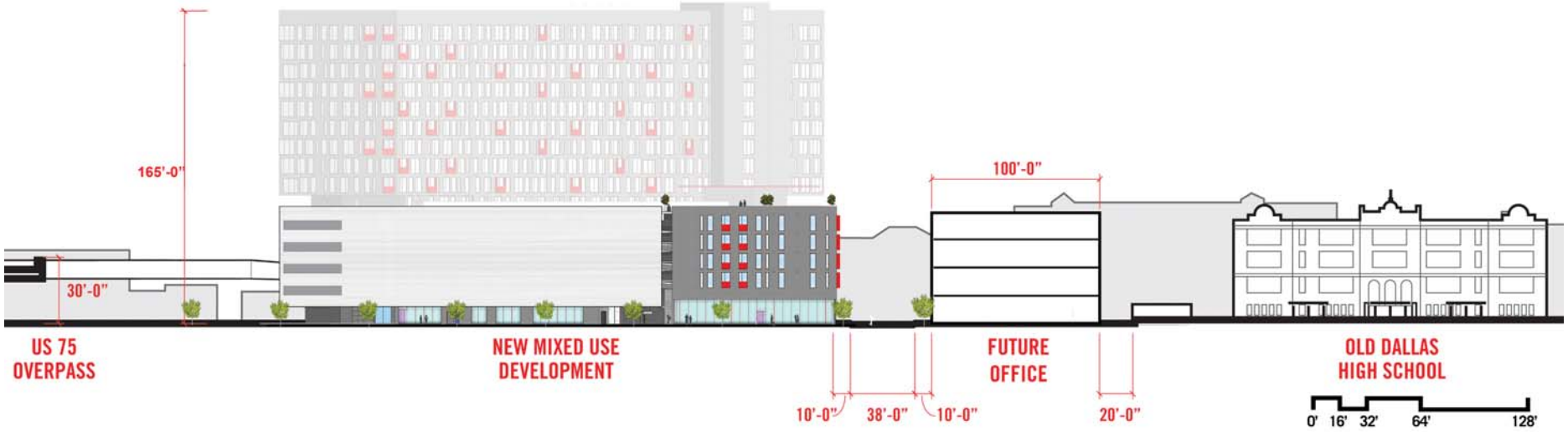
BRYAN STREET RESIDENTIAL TOWER
MATTHEWS SOUTHWEST

VIEW FROM 75 HWY

PERKINS + WILL
01-25-2019



SITE SECTION ALONG BRYAN ST



BRYAN STREET RESIDENTIAL TOWER
MATTHEWS SOUTHWEST

NORTH ELEVATION

PERKINS + WILL
01-25-2019

Exhibit C

City of Dallas

UDPRP Review Summary 01.19.18

Urban Design Peer Review Panel

DATE: 01.19.18

TIME: 8:30am

PROJECT: 2400 Bryan Street

LOCATION: Dallas City Hall Room 5ES

Overview

Below is a summary of Urban Design Peer Review Panel advice for 2400 Bryan Street as derived from the January 19th Peer Review session.

Advice Summary

[1] The panel recommends further study and articulation of the Bryan Street site frontage and urban landscape scheme to better integrate the overall pedestrian and arrival experience while experientially integrating the individual development phases. Emphasis should be placed on a walkable public realm that meets or exceeds TIF district sidewalk requirements.

[2] The panel recommends leveraging the prominent northwest corner of the building to create a significant architectural moment visible from Pearl Street, and potentially leverage this location for the building lobby.

[3] The panel expresses concern around the proposed service yard location and recommends alternatives that include the addition of active pedestrian uses and interest along the western ground plane frontage.

[4] Consider opportunities to reroute portions of the vehicular circulation away from the western side of the development to either the southern end of the site, or by internalizing a drop off area within the building envelope at the northwestern corner nearest to Bryan Street.

[5] As a general consideration, explore site circulation alternatives that allow for increased connectivity to surrounding perimeter streets, and thus more circulation choices within the overall site.

[6] The panel expresses concern over the tower scale and massing, particularly due to the proposed facade treatments, and suggests this be addressed architecturally through the addition of more variety and transparency within the overall massing of the vertical bar.

[7] The panel urges the inclusion of an overall site master plan to inform the current proposal's relationship to future development opportunities for the larger site. It is strongly encouraged that this master plan envisions a scenario that recognizes the option of a future removal of the I-345 Live Oak ramp and a complimentary development response.

[8] The panel encourages and supports architectural treatments to exposed garage faces that help to mask their utilitarian nature.

[9] Further investigation is advised regarding the nature of the existing flood plain and its impact on the overall development scheme.

Exhibit D

City of Dallas

UDPRP Review Summary

Perkins+Will Response 1/24/2019

Urban Design Peer Review Panel

DATE: 01.19.18

TIME: 8:30am

PROJECT: 2400 Bryan Street

LOCATION: Dallas City Hall Room 5ES

Overview

Below is a summary of Urban Design Peer Review Panel advice for 2400 Bryan Street as derived from the January 19th Peer Review session.

Advice Summary

[1] The panel recommends further study and articulation of the Bryan Street site frontage and urban landscape scheme to better integrate the overall pedestrian and arrival experience while experientially integrating the individual development phases. Emphasis should be placed on a walkable public realm that meets or exceeds TIF district sidewalk requirements.

As a pedestrian focused plan is one of the priorities for the development and extensive reorganization of the ground floor was done in response to the panels comments. Publicly accessible programs now line the Bryan St. frontage and are visible from the DART station. These including retail space and an early childhood center with outdoor patio space adjacent to the sidewalk.

[2] The panel recommends leveraging the prominent northwest corner of the building to create a significant architectural moment visible from Pearl Street, and potentially leverage this location for the building lobby.

The Design team has intended to minimize the building mass on Bryan Street frontage to better match the scale of the historic Dallas High School. This precludes the possibility of the primary building lobby and vertical circulation occurring on that specific corner. However, this corner has been programmatically activated on both the Bryan S. and internal drive facades. On the ground floor a fully glazed retail space holds the corner while residential units wrap this corner on the floors above. Deep, red-colored frames surround balconies on the residential units in this area highlighting this program type in an urban settings almost exclusively populated with office buildings.

[3] The panel expresses concern around the proposed service yard location and recommends alternatives that include the addition of active pedestrian uses and interest along the western ground plane frontage.

The ground floor has been extensively reworked in response to the panel's comments. A vehicular entry remains on the west frontage however service functions have been minimized and other programs added to activate the area. The Building lobby now holds the southwest corner of the building

[4] Consider opportunities to reroute portions of the vehicular circulation away from the western side of the development to either the southern end of the site, or by internalizing a drop off area within the building envelope at the northwestern corner nearest to Bryan Street.

Vehicular circulation has been reworked based on feedback from the panel. Access around the entire building is now possible shifting the once concentrated traffic on the northwestern corner both around and through the building. Multiple parallel parking opportunities have been placed on the Bryan St. frontage

for easy access to retail and day-care programs facing the street. Primary Garage access is still located on the western side of the development however a secondary access point as well as an egress point are located on the eastern side of the building. The residential lobby is now located on the southern-most corner of the building and has several convenience parking spaces, easing congestion in the garage.

[5] As a general consideration, explore site circulation alternatives that allow for increased connectivity to surrounding perimeter streets, and thus more circulation choices within the overall site.

Site circulation has been reworked based on the panel's comments. The building footprint has been reduced to allow for circulation around the entire project which has created better connectivity to the entire length of Bryan St. and a stronger link to the internal circulation of the site, providing a better connection to future buildings on the site.

[6] The panel expresses concern over the tower scale and massing, particularly due to the proposed facade treatments, and suggests this be addressed architecturally through the addition of more variety and transparency within the overall massing of the vertical bar.

Due to the private nature of the residential program and the limitations of building energy codes, a high degree of transparency is not achievable on this project.
However, several strategies have been employed to reduce the visual scale of the tower and maintain transparency wherever possible. The 6th floor façade has been recessed to horizontally divide the south façade and mark the transition between the garage and the residential floors. On this same floor, large communal patios are provided on both ends of the tower, placing building occupants within view of both pedestrians and vehicles on the highway. A stripe of windows further vertically divides the south façade facing the highway, articulating the building's interior circulation and providing views to interior public spaces. The use of bold-colored frames to highlight balconies and particular windows frames provides additional visual movement to a façade activated with varied window patterns.

[7] The panel urges the inclusion of an overall site master plan to inform the current proposal's relationship to future development opportunities for the larger site. It is strongly encouraged that this master plan envisions a scenario that recognizes the option of a future removal of the I-345 Live Oak ramp and a complimentary development response.

Site access along the south edge of the site has been provided which will accommodate immediate connections to future sites made available through the removal of either the Live Oak St. exit ramp or the entire I-345 elevated highway.
An update to the current masterplan would be appropriate although this effort would come from the direction of the Owner. The design team is unaware of any existing approvals for the removal of I-345. Schedule assumptions would be that the construction of the Bryan Street tower would have commenced prior to the demolition of the I-345. If there are opportunities to incorporate the land associated with the I-345 exit ramp the design team will incorporate the site development wherever possible as directed by the owner.

[8] The panel encourages and supports architectural treatments to exposed garage faces that help to mask their utilitarian nature.

All 4 levels of the parking garage are concealed behind either residential units or a veil of perforated metal panels which conceal the view of parked cars. Openings in the mesh along the highway facade allow some views into the garage but are introduced to provide scale to what would otherwise be a large undifferentiated façade not appropriate to the context.

[9] Further investigation is advised regarding the nature of the existing flood plain and its impact on the overall development scheme.

A portion of the property lies within the Mill Creek Drainage Basin which has historically experienced flooding due to inadequate and undersized drainage facilities. The City's current policy is to require that new developments construct habitable buildings with a minimum finished floor elevation a minimum of 3-feet above the top of the nearest and lowest storm drain inlet. The proposed building has been designed to meet and exceed this minimum height above the storm inlet. This policy is an interim measure until such time as the City completes the construction of the drainage relief tunnels and systems. The site is not located within a FEMA designated flood plain.



BRYAN STREET RESIDENTIAL TOWER
MATTHEWS SOUTHWEST

SITE PLAN

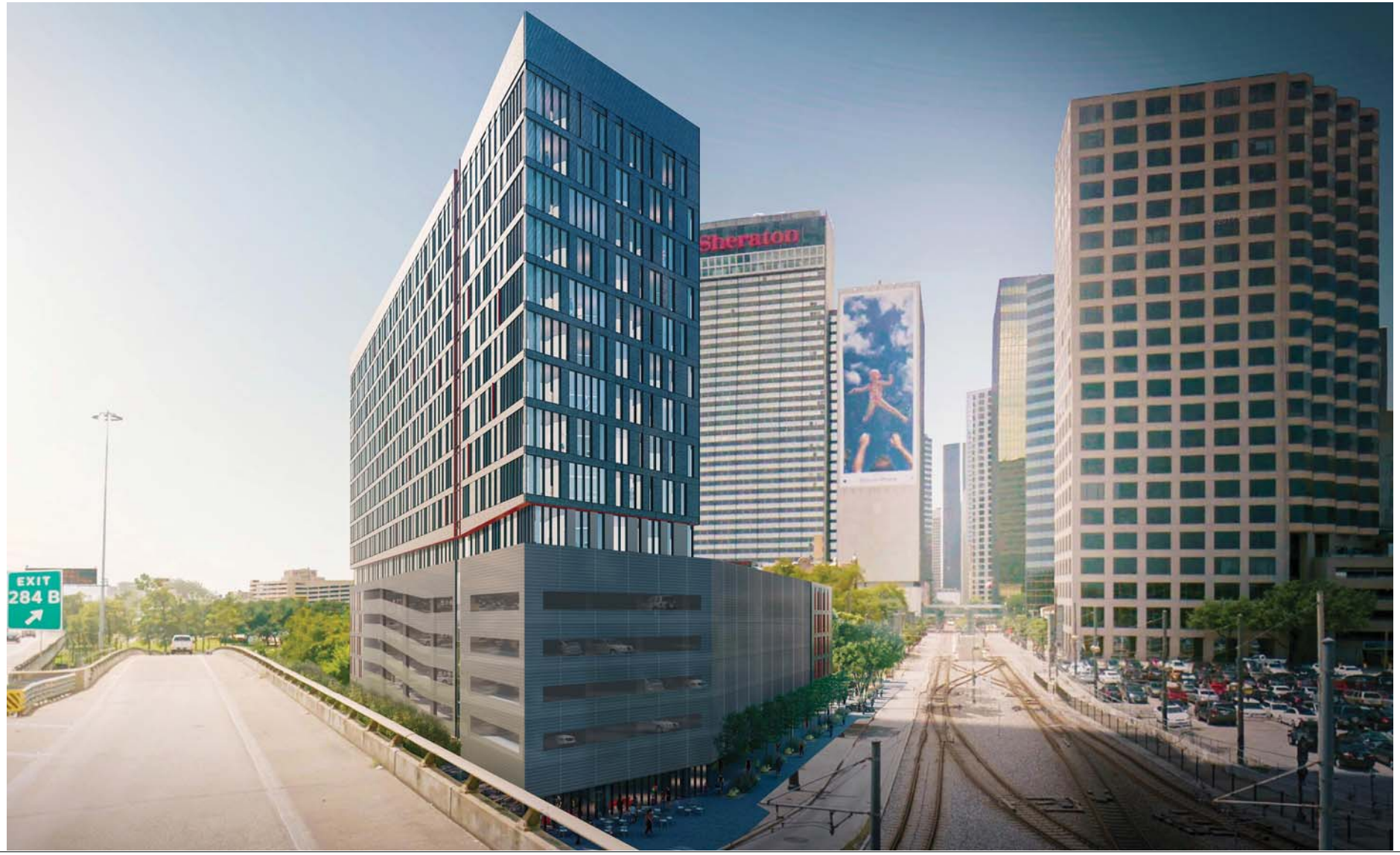
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BRYAN STREET RESIDENTIAL TOWER
MATTHEWS SOUTHWEST

VIEW OF ENTRY OFF PEARL ST

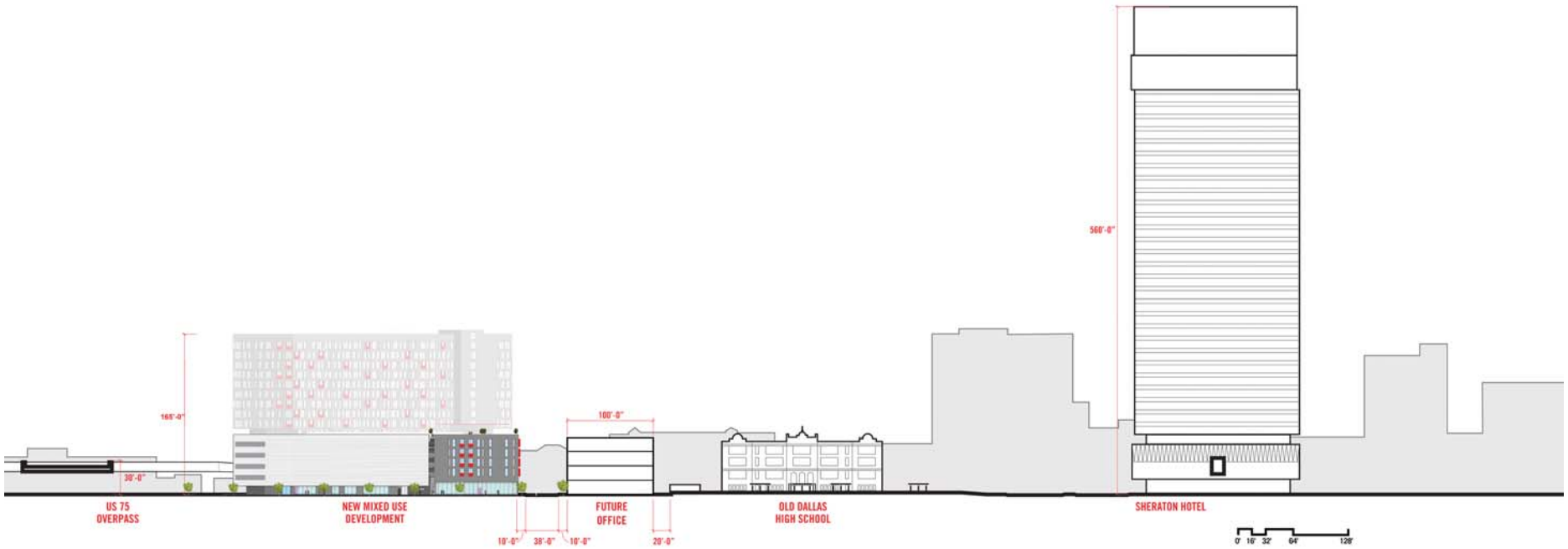
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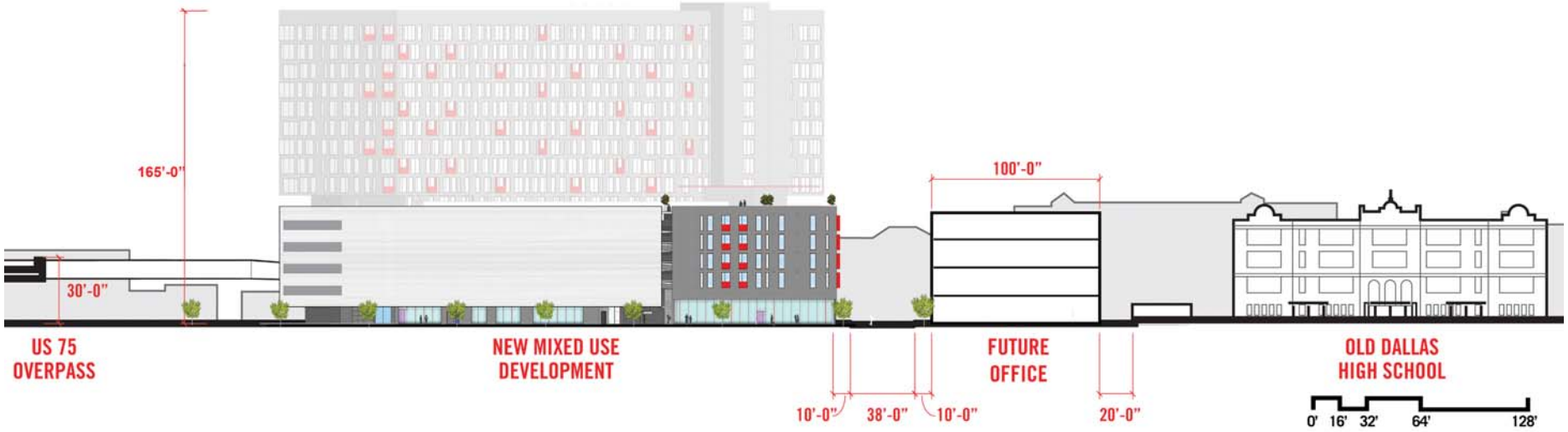
BRYAN STREET RESIDENTIAL TOWER
MATTHEWS SOUTHWEST

VIEW FROM 75 HWY

PERKINS + WILL
01-25-2019



SITE SECTION ALONG BRYAN ST



BRYAN STREET RESIDENTIAL TOWER
MATTHEWS SOUTHWEST

NORTH ELEVATION

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01-25-2019

Exhibit E

2400 Bryan
Urban Design Peer Review Panel
Follow-Up Design Review

Streetscape

Along the Bryan Street frontage, as well as other internal street frontage, ensure that all streetscapes provide a minimum 7' sidewalk pedestrian clear zone. Street trees should be placed every 30' on center wherever possible, with priority given to the Bryan Street and western street frontage. Additionally, provide regularly spaced pedestrian lighting to enhance safety.

Parking Garage Design/ Screening

On the facade of the parking garage podium facing the Live Oak ramp, provide additional enhanced screening to reduce the appearance of the internal ramp system. (See Page 2)

Additional Garage Screening

With required visibility triangles in mind, consider additional parking screening as well as additional pedestrian space to break up the large proposed curb-cut and garage opening along the internal street

Dog Park / Green Space

If parking requirements permit, consider removing surface-level parking adjacent to Live Oak freeway ramp and replacing with useable green space such as a dog run for residents or a playground for the childcare facility.

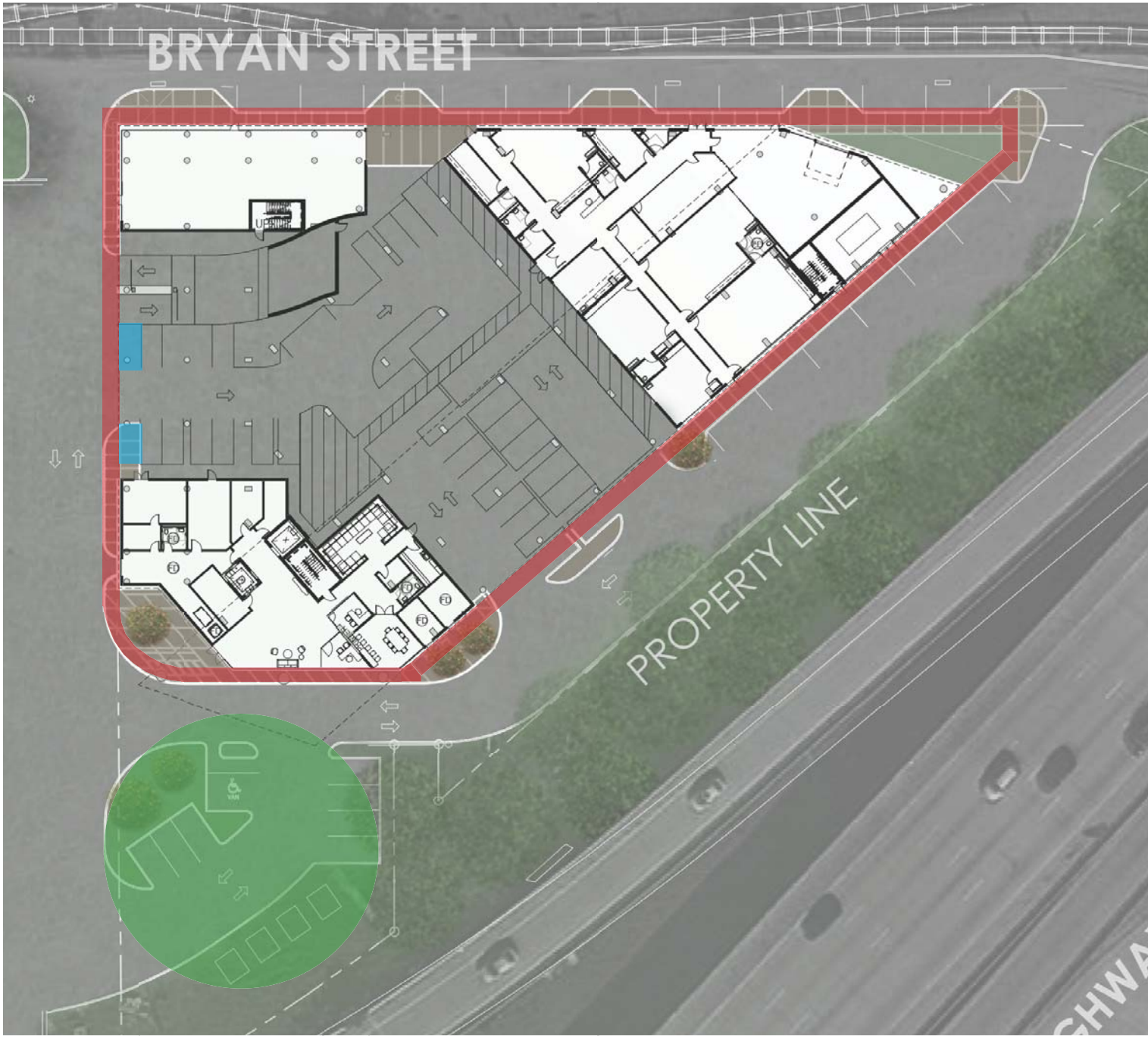
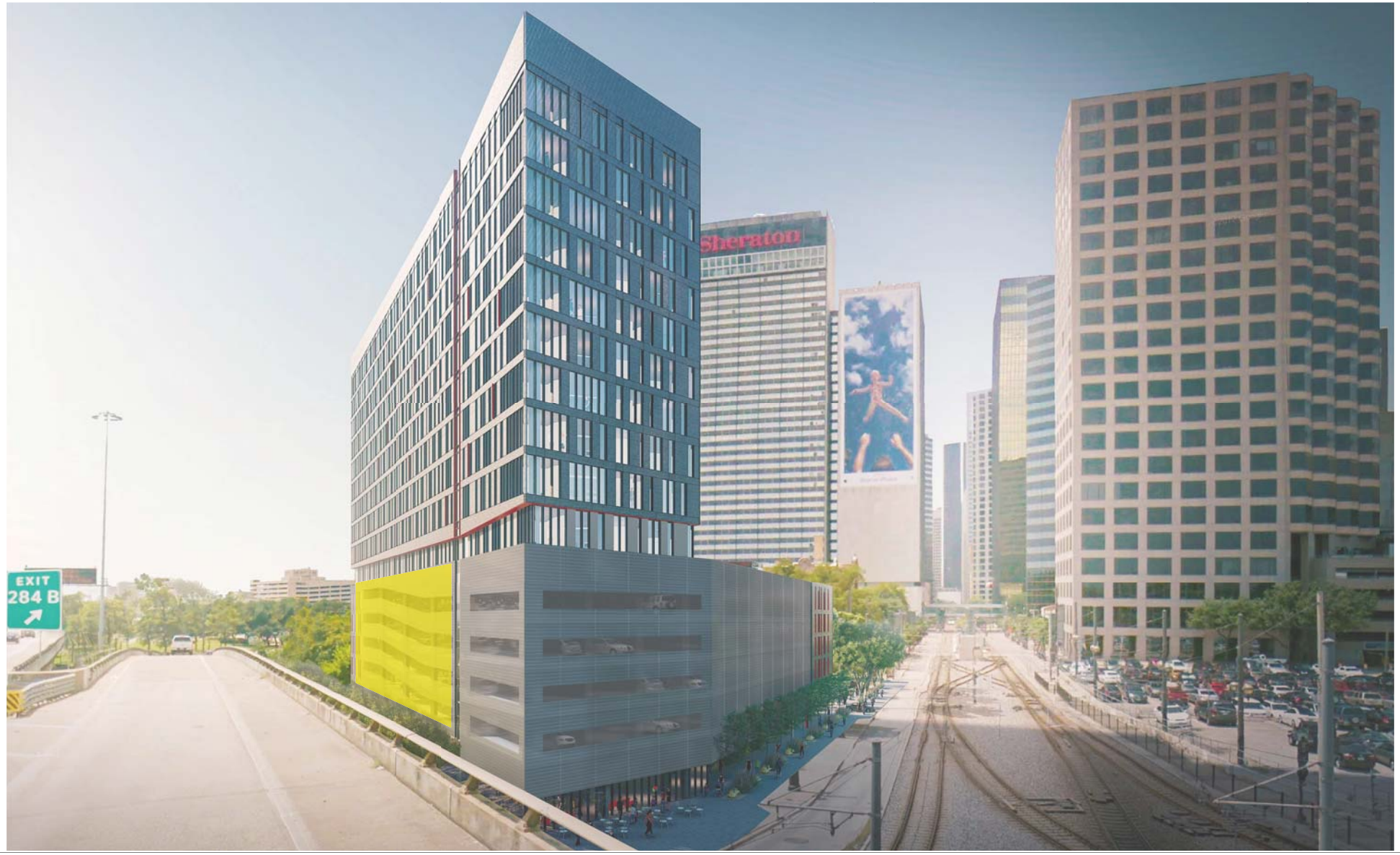


Exhibit E



BRYAN STREET RESIDENTIAL TOWER
MATTHEWS SOUTHWEST

VIEW FROM 75 HWY

PERKINS + WILL
01-25-2019

Agenda Information Sheet

File #: 19-207 **Item #:** 7.

STRATEGIC PRIORITY: Economic and Neighborhood Vitality

AGENDA DATE: February 27, 2019

COUNCIL DISTRICT(S): 1

DEPARTMENT: Office of Economic Development

EXECUTIVE: T.C. Broadnax

SUBJECT

A resolution accepting the FY 2017-2018 Annual Report on the status of Tax Increment Financing Reinvestment Zone Number Three (Oak Cliff Gateway TIF District or District), submitted by the Oak Cliff Gateway TIF District's Board of Directors, and authorizing the City Manager to submit the annual report to the Chief Executive Officer of each taxing jurisdiction that levies taxes on real property in the District, and to the State Comptroller, as required by state law - Financing: No cost consideration to the City

BACKGROUND

This item is being placed on the addendum due to the unavailability of fiscal year 2017-2018 administrative costs for the annual report financial statement prior to the regular agenda deadline.

State law (the Tax Increment Financing Act, Chapter 311 of the Tax Code) requires that the governing body of a city shall submit an annual report on the status of each reinvestment zone it has created to the Chief Executive Officer of each taxing unit that levies taxes on real property in the zone, as well as to the State Comptroller. On November 11, 1992, City Council authorized Ordinance No. 21466, establishing Tax Increment Financing Reinvestment Zone Number Three, (Oak Cliff Gateway TIF District), as amended. On February 12, 1997, City Council authorized the Project Plan and Reinvestment Zone Financing Plan for this District by Ordinance No. 23033, as amended.

The Oak Cliff Gateway TIF District’s assessed 2018 tax value was $522,310,185.00, an increase of $376,457,443.00 (258%) over the adjusted base year values (1992 and 2014) and an increase of $112,357,724.00 (27%) over the previous year’s (2017) final total assessed value.

With the participation of the City and Dallas County, this increase will result in the collection of approximately $3,137,945.00 total in incremental revenue for the Oak Cliff Gateway TIF District for the 2018 tax year.

PRIOR ACTION/REVIEW (COUNCIL, BOARDS, COMMISSIONS)

On November 11, 1992, City Council held a public hearing and authorized the establishment of Tax Increment Financing Reinvestment Zone Number Three, the Oak Cliff Gateway TIF District by Ordinance No. 21466, as amended.

On February 12, 1997, City Council authorized the Project Plan and Reinvestment Zone Financing Plan for the Oak Cliff Gateway TIF District by Resolution No. 97-0483; Ordinance No. 23033, as amended.

On December 17, 2018, the Oak Cliff Gateway TIF District Board of Directors recommended that the FY 2017-2018 Annual Report be accepted and approved.

Information about this item was provided to the Economic Development and Housing Committee on February 4, 2019.

FISCAL INFORMATION

No cost consideration to the City.

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WHEREAS, the City recognizes the importance of its role in local economic development initiatives and programs; and

WHEREAS, the City has established Tax Increment Financing Reinvestment Zone Number Three ("Oak Cliff Gateway TIF District" or "District") and established a Board of Directors for the District to promote development or redevelopment in the Oak Cliff Gateway area pursuant to Ordinance No. 21466, authorized by the City Council on November 11, 1992, as authorized by the Tax Increment Financing Act, Chapter 311 of the Texas Tax Code as amended; and

WHEREAS, on February 12, 1997, City Council authorized the Project Plan and Reinvestment Zone Financing Plan for the Oak Cliff Gateway TIF District by Resolution No. 97-0483; Ordinance No. 23033, as amended; and

WHEREAS, the Tax Increment Financing Act specifies that the governing body of a city shall submit an annual report on the financial status of the district to the Chief Executive Officer of each taxing unit that levies taxes on real property in a reinvestment zone, and a copy of the report shall be forwarded to the State Comptroller; and

WHEREAS, on December 17, 2018, the Oak Cliff Gateway TIF District Board of Directors passed a motion accepting the FY 2017-2018 Annual Report for Tax Increment Financing Reinvestment Zone Number Three and recommended approval of same by the City Council.

Now, Therefore,

BE IT RESOLVED BY THE CITY COUNCIL OF THE CITY OF DALLAS:

SECTION 1. That the FY 2017-2018 Annual Report for Tax Increment Financing Reinvestment Zone Number Three (Oak Cliff Gateway TIF District), City of Dallas, Texas, as of September 30, 2018, a copy of which is attached hereto (**Exhibit A**), is hereby accepted.

SECTION 2. That the City Manager is hereby authorized to submit the FY 2017-2018 Annual Report for Tax Increment Financing Reinvestment Zone Number Three to the Chief Executive Officer of each taxing jurisdiction that levies taxes on real property in the District, and to the State Comptroller, as required by state law.

SECTION 3. That this resolution shall take effect immediately from and after its passage in accordance with the provisions of the Charter of the City of Dallas, and it is accordingly so resolved.

Exhibit A

Oak Cliff Gateway TIF District
FY 2017-2018
Annual Report



City of Dallas
Office of Economic Development
1500 Marilla Street, 2CN
Dallas, Texas 75201
(214) 670-1685
http://www.dallas-ecodev.org

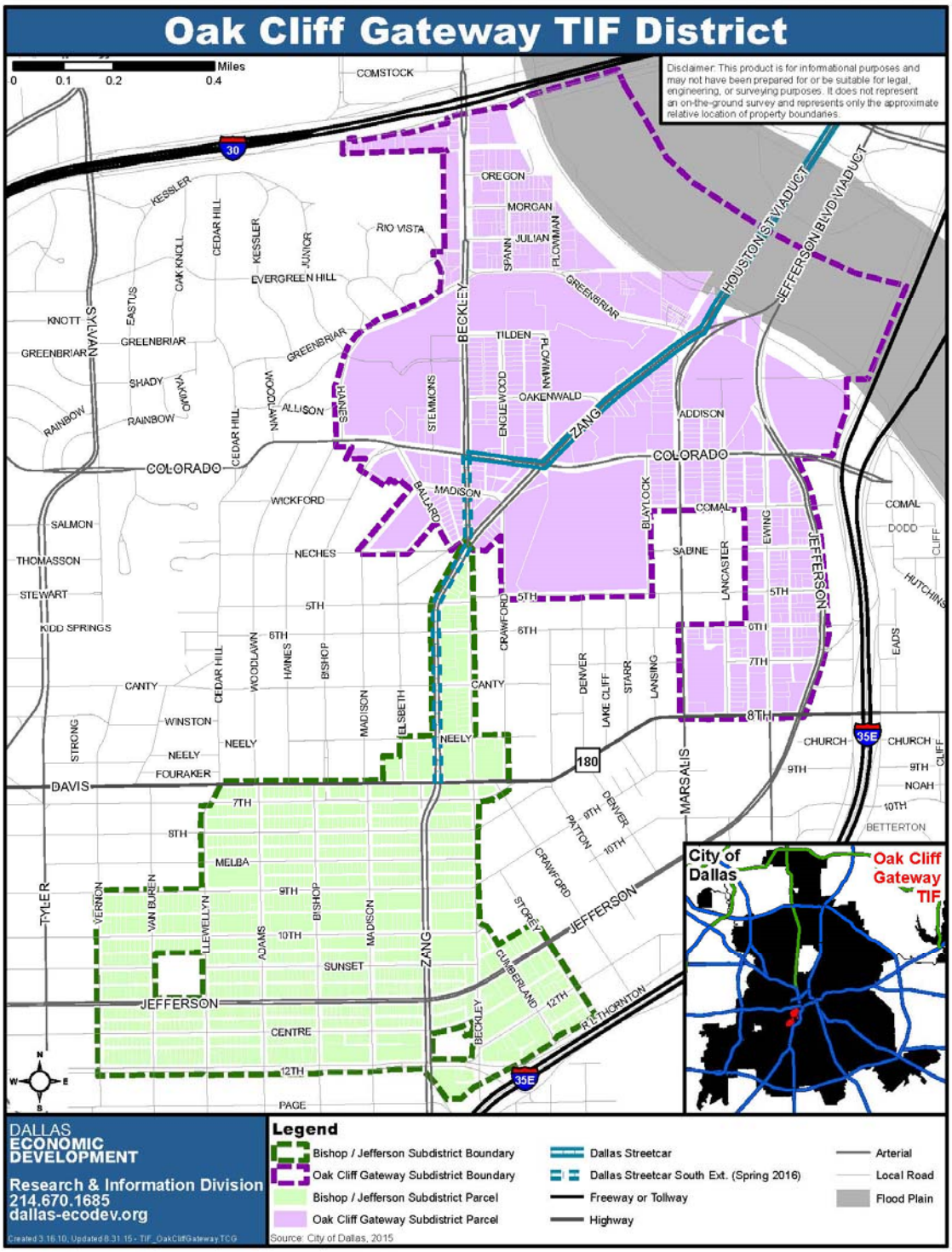
October 1, 2017 to September 30, 2018

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Front cover shows the enhanced streetcar stop at Bishop Arts constructed as part of the Victor Prosper (formerly known as Bishop Arts Station) development at the southwest corner of Zang Boulevard and Davis Street. Photo courtesy of Alamo Manhattan.

Reinvestment Zone Number Three
Oak Cliff Gateway Tax Increment Financing District



Mission Statement

The mission of Oak Cliff Gateway Tax Increment Financing District is the promotion of the redevelopment, growth and stabilization of the area. Accompanying goals are (1) growth of the value of the area's tax base through the promotion of residential and retail development and a positive reversal of urban decay through the placement of critical infrastructure improvements; (2) implementation of the pertinent recommendations of the Urban Land Institute (ULI) Study on the tracts of land composing the northern and northwestern portions of the district, and (3) establishment of direct linkages with the Trinity River Corridor and the capitalization of that effort toward growth and increased tax base value in the district.

The district was created by City Council Ordinance Number 21466, November 11, 1992. The district was created for a period of twenty years with an expiration date of December 31, 2012. On February 12, 1997, the City Council, by Ordinance Number 23033, approved the project Plan and Reinvestment Zone Financing Plan.

In 1998, the district was amended to remove two properties and in 2005 the Plan was amended to modify the budget to allow for environmental remediation and façade improvements and to allow for the sale of TIF bonds.

The Plan and the district were further amended in 2009 to extend the term of the district for an additional ten years. This amendment increased the budget from, returned two previously removed properties back into the district, created a TIF grant program, and decreased the participation rate of the taxing jurisdictions for the extension period.

In 2014, an expansion of the TIF district and plan amendment was approved to create two subdistricts within the Oak Cliff Gateway TIF District: (a) Oak Cliff Gateway Sub-District (original district boundary) and (b) the Bishop/Jefferson Sub-district (an expansion area of approximately 193 acres to accommodate future development planned in the Bishop Arts and Jefferson Corridor area). The term of the Oak Cliff Gateway Sub-district was further extended by five years to December 31, 2027 and the termination date for the Bishop/Jefferson Sub-district was established as December 31, 2044.

In August 2015, an additional boundary amendment was approved to add approximately 4.9 acres of currently vacant and under-utilized land to the Oak Cliff Gateway Sub-District for the development of the Oxygen project.

District Accomplishments

During FY 2016, a development agreement was approved for the Bishop Arts Station project (*currently known as Victor Prosper*), a mixed-use development that will anchor the recently opened station along the extended Dallas Streetcar line. A public plaza adjacent to the streetcar stop is also being incorporated into the project.

An amendment to the existing agreement for the Bishop Art Phase I project was approved to add $25,000 to share in the cost of a parking study for the Bishop Arts district and the TIF Board approved modifications to the development mix for the project.

The Oxygen project, previously approved for TIF incentives in 2015 did not move forward; therefore, the agreement authorization has expired.

The streetscape project for Beckley Avenue and Colorado Avenue began construction in early 2018 and will provide wide sidewalks, street trees, pedestrian lighting, and crosswalks for Colorado Boulevard from Zang Boulevard to Ballard Avenue, on Zang Boulevard from Colorado Boulevard to Beckley Avenue, and on Beckley Avenue from Zang Boulevard to Colorado Avenue. In addition, select sidewalk areas on Beckley Avenue north of Colorado Boulevard to Greenbriar Lane will be repaired. It is funded through a combination of 2006 general obligation bond funds and a Sustainable Development grant from the North Central Texas Council of Governments.

Construction on the first phase of the Oak Cliff Streetcar began in the summer of 2012 and completed in late 2014. The initial segment operated from Union Station, across the Houston Street Viaduct, along Zang Boulevard and Colorado Boulevard, to Beckley Avenue. In August 2016, Phase II of the streetcar opened, from Methodist Regional Medical Center to Bishop Arts at Davis Street/Zang Boulevard.

During FY 2018, staff continued coordination efforts for various projects in the district. Projects within the District completed, under construction or in the development stage are shown in the table below.





Projects under construction at Zang Boulevard and Davis Street include Victor Prosper with streetcar plaza (left) and Novel Bishop Arts Apartments (right) both will have convenient access to the streetcar.

Oak Cliff Gateway TIF District Projects[1]						
Projects Within TIF District Utilizing TIF Funding						
Project	**Location**	**Calendar Year Complete**	**Status**	**Units/ SF[2]**	**Approx. Value[3]**	**TIF Investment[4]**
Walgreens	1306 North Beckley Avenue	1999	Complete	13,833 SF retail	$1,489,410	$34,811
Oak Cliff TIF Infrastructure Project	Greenbriar Lane (Beckley to Zang)	2004	Complete	N/A	N/A	$2,251,207
Lake Cliff Tower Residential	329 East Colorado Boulevard	2006	Complete	54 units	$10,230,920	$4,299,742
Grand Bank Lake Cliff Tower	1300 North Zang Boulevard	2008	Complete	6,822 SF commercial	$1,978,380	$0[(8)]
Bishop Colorado Retail Plaza	1222 North Bishop Avenue	2009	Complete	15,720 SF retail	$4,489,000	$350,000
Zang Triangle[10]	390 E. Oakenwald	2012	Complete	256 units 3,000 flex	$35,490,650	$7,250,000
Oaks Trinity (*formerly Alexan Trinity*)[10]	323-333 E. Greenbriar Lane	2014	Complete	167 units	$21,575,000	$4,000,000
Bishop Arts Ph I[10]	Blocks at Bishop Ave./Melba St./Madison St./9th St.	2017-2019	Retail partially complete, residential under const.	246 units; 30,000 sf retail; 20,000 art garden	$34,000,000	$5,000,000[(7)]
Victor Prosper (*Bishop Arts Station*)[10]	SW & NW corners of Davis Street & Zang Boulevard	2018-2019	Phased opening - 120 units complete; remainder under const.	216 units; 27,302 sf retail	$30,000,000	$11,250,000
			Subtotal	939 units 116,677 SF retail/flex/ commercial	**$139,253,360**	**$34,435,760**

Projects Within TIF District Not Utilizing TIF Funding[5]						
Project	**Location**	**Calendar Year Complete**	**Status**	**Units/ SF**	**Approx. Value[3]**	**TIF Investment**
The Catering Company	1407 North Zang Boulevard	1998	Complete	3,614 SF retail	$464,000	$0
K-Clinic Rehab Clinic	214 W. Colorado Boulevard	1998	Complete	6,876 SF medical office	$546,040	$0
Oak Cliff Academy, Inc.	808 N. Ewing Avenue	2000	Complete	32,500 SF school	$4,966,000	$0
Oak Farms Dairy Expansion	1114 North Lancaster	2000	Complete	60,000 SF industrial	$2,196,890	$0
Options Real Estate Holdings	1322 North Beckley Avenue	2002	Complete	2,756 SF office	$200,000	$0
Grand Peaks at Kessler Park	1520 North Beckley Avenue	2002	Complete	338 units	$44,000,000	$0
John Barr & Associates Expansion	203 E. Colorado Boulevard	2003	Complete	19,449 SF office	$600,000	$0
Grand Peaks at Founders Park	1401 North Zang Boulevard	2004	Complete	336 units	$41,000,000	$0
Beckley Properties	1101- 1121 North Beckley Avenue	2007	Complete	15,282 SF retail/ commercial	$666,040	$0
City Credit Union	126 E. Colorado Boulevard	2008	Complete	3,000 SF commercial	$1,045,000	$0
Trinity Town Homes	439, 443 East Greenbriar Lane and 401-446 E Trinity River Circle	2007	Complete	23 town home units	$8,225,305	$0
Trinity Town Homes II	381 East Greenbriar Lane	TBD	8 units Completed; 9 under const. 43 planned	60 town home units	$20,000,000	$0
Methodist Medical Hospital – Pavilion III	1441 N. Beckley Avenue	2008	Complete	109,774 SF medical office	$10,230,610	$0
Methodist Medical Hospital - Sammons Trauma & Critical Care Tower	1441 N. Beckley Avenue	2014	Complete	248,000 SF emergency and trauma care center	$106,766,634[9]	$0
Baylor Institute for Rehabilitation	222 E Colorado Boulevard	2014	Complete	2,564 sf rehabilitation clinic	$425,000	$0

Papa John's Pizza	1127 N Beckley	2014	Complete	1,200 sf restaurant	$360,980	$0
Jefferson Tower redevelopment (activation of 1st & 2nd Floors)	301, 351, 375 W. Jefferson Blvd.	2014-15	Complete	17 live/work lofts; 15,869 sf upgraded retail	Added value $3,056,270	$0[7]
Novel Bishop Arts Apartments	101 W Davis	2018-2019	Partially complete	302 units; 22,572 sf retail	$45,000,000	$0
Bishop Hi Line	305 Melba; 431 Melba	2018	Complete	118 units	$16,300,000	$0
CVS	SE corner of Davis Street & Zang Boulevard	2018	Complete	10,000 sf retail	$2,473,840	$0
Restaurant conversion (historic home of former Mayor George Sergeant)	635 N Zang Blvd.	2019	Under renovation	3,725 sf restaurant	$600,000	$0
Elsbeth Townhomes	600 block – Finley Court	2018	Complete	16 units	$6,102,940	
		Subtotal		1,210 units 557,181 SF commercial	**$315,225,549**	**$0**
Total - All Projects Utilizing and Not Utilizing TIF Funding						
		Total		2,149 units 673,858 SF commercial	**$454,478,909**	**$34,435,760**

[1] All information updated as of September 30, 2018.

[2] Based upon either the TIF application or required minimum stated in the development agreement. May be updated for completed projects based on actual unit mix and square footage.

[3] Based upon 1) market value of comparable projects for anticipated projects, 2) private investment stated in the development agreement for projects that are approved or under construction, or 3) DCAD market value for completed projects (unless project has not yet been assessed). Values may not be fully captured by the TIF district for redevelopment projects once pre-existing value, the demolition of structures and/or any exemption value is netted out.

[4] Principal amount not to be exceeded per the development agreement for projects not yet closed out. TBD indicates that development agreement has not yet been adopted. Asterisk indicates investment also includes interest not shown.

[5] Selected significant projects included.

[6] Tax-exempt property.

[7] Includes other incentives not shown. Contact City of Dallas Office of Economic Development for more information.

[8] Infrastructure funded as a part of the $4.1 million for Lake Cliff Tower.

[9] Non-taxable value; includes $75M for construction and $30M for equipment and finish-out.

[10] Per the TIF program mixed-income housing requirement, the project is providing (or will set-aside) at least 20% of units as affordable for 15 years.

Mixed-Income Housing Summary

Successful development efforts support a variety of housing options. Accordingly, twenty percent (20%) of all housing units in projects using direct site-specific TIF funding assistance are subject to the City's and County's established criteria for mixed income housing. In this District, as part of TIF funding, a total of 543 units have been built to date with affordability requirements and 109 are currently set-aside as affordable. The Lake Cliff Tower project with 54 units was built prior to mixed-income housing requirements for the district. An additional 342 units are under construction with 69 units anticipated to be affordable under TIF requirements.

A total of 1,462 residential units have been completed overall. Another 687 units are under construction or planned and of those 345 will be without any TIF subsidy or affordable units anticipated.

Projects Adjacent to the Oak Cliff Gateway TIF District						
Project	**Location**	**Calendar Year Complete**	**Status**	**Units/ SF**	**Approx. Value**	**TIF Investment**
Dallas Orthopedic Surgery Associates	810 North Zang Boulevard	2006	Complete	18,000 SF medical office	$1,683,220	$0
Perry Homes	1130-1148 and 1203-1215 North Bishop Avenue	2006	Complete	15 town home units	$5,364,680	$0
Lake Cliff Medical, L.P.	815 North Beckley Avenue	2007	Complete	7,500 SF medical office	$1,145,380	$0
Magnolia at Zang & Chijmes boutique hotel	901 N. Zang Boulevard	2017	Complete	65 units; 11,635 sf 12 hotel rooms/ event space	$6,586,660	$0
			Total	80 units 25,500 SF medical office; 11,635 SF hotel (12 rooms)/ event space	**$14,779,940**	**$0**

District Initiatives

The City and community partners have been engaged in several district-wide initiatives to create streetscape connections and transit opportunities described in more detail below.

Infrastructure Projects in the Oak Cliff Gateway TIF District Using Other Sources of Funding						
Project	**Location**	**Calendar Year Complete**	**Status**	**Project Description**	**Source of Funds**	**Amount**
Colorado Boulevard	I-35 to Blaylock Street	2002	Complete	Streetscape: Paving, Lighting, Trees and Irrigation	1995 Bond Funds	$500,000
Colorado/ Beckley Sidewalk Enhancement Project	Streets around Methodist Hospital	2018	NCTCOG issued notice to proceed. Construction began early 2018	Streetscape: Paving, Lighting, Trees and Irrigation	2006 Bond Funds	$1,600,000
					NCTCOG Sustainable Devel. Grant	$1,750,000
Oak Cliff Streetcar Phase I	Union Station to Methodist Regional Medical Center	2014	Complete	Route runs from Union Station, across Houston St Viaduct, along Zang Boulevard and Colorado Boulevard, to Beckley Avenue	TIGER I Grant	$26,000,000
					RTR Local Funds	$13,600,000
					DART Love Field	$9,000,000
Oak Cliff Streetcar Phase II	Methodist Regional Medical Center to Bishop Arts	2016	Complete	Route runs from Methodist Regional Medical Center, south on Beckley Avenue, then south on Zang Boulevard to Davis	Texas Mobility Funds	$15,000,000
					Total	**$67,450,000**





Colorado/Beckley streetscape improvements under construction this year.

Value and Increment Revenue Summary

The TIF districts assessed 2018 tax value was $272,547,549 for the Oak Cliff Gateway Sub-district. This represents an increase of $231,836,886 or 569% over the adjusted base year value and an increase of 12% over last year's final value. The district was expanded in 2014 to include a new Bishop Arts/Jefferson Sub-district with an assessed 2018 tax value of $249,762,636, an increase of $144,620,557 or 138% over the base year and an increase of 50% over last year. The combined 2018 taxable value for the entire district is approximately $522,310,185, a 258% increase over the adjusted base taxable value.

With the participation of the City and Dallas County, this increase will result in the collection of approximately $3,137,945 total in incremental revenue for the district for the 2018 tax year.

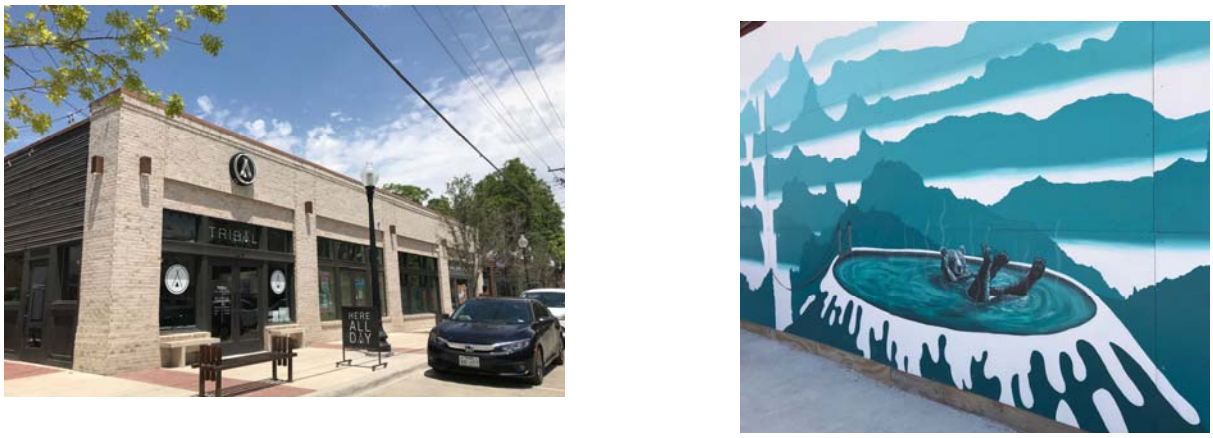
Objectives, Programs, and Success Indicators

The Oak Cliff Gateway TIF District was established by Ordinance Number 21466 on November 11, 1992. The Oak Cliff Gateway TIF District expiration date was set as December 31, 2012, but the district has been extended for an additional 15 years to December 31, 2027. The TIF Project Plan and Reinvestment Zone Financing Plan was originally approved by Ordinance Number 23033 on February 12, 1997. The most recent TIF Project Plan and Reinvestment Zone Financing Plan amendment included revised development goals, listed below, for the district:

The following specific objectives and development program set the framework for the planned public improvements within the Oak Cliff Gateway TIF District and, in italics, specific actions addressing these objectives:

- Improve the infrastructure within and adjacent to the district to promote investment.

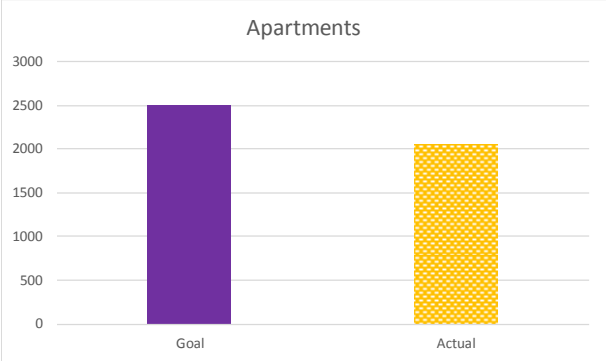
  Street reconstruction projects on Beckley Avenue, Zang Boulevard, Greenbriar Lane, Tilden Street, Jefferson Boulevard and Colorado Boulevard (Blaylock Street to I-35) are completed. Median improvements and streetscape were completed along both sides of Zang Boulevard from Colorado Boulevard to Oakenwald and on Colorado Boulevard itself as a part of the Lake Cliff Tower development. Infrastructure and streetscape improvements were completed with the Bishop Colorado Retail Plaza project. Streetscape improvements along Zang Boulevard, adjacent to the Zang Triangle project, were completed in 2012. Funding was secured for streetscape projects near Methodist Hospital including $1,600,000 in 2006 City Bond funds and $1,750,000 in 2009 NCTCOG Sustainable Development grant funding. The improvements were under construction in 2018. Oak Cliff streetcar projects connecting downtown to the Methodist Hospital area and extending to Bishop Arts is complete. City bond program funding (2006 and 2012) totaling $4.1 million has been directed to streetscape improvements in conjunction with the Bishop Arts Phase I project and those improvements have been under construction.

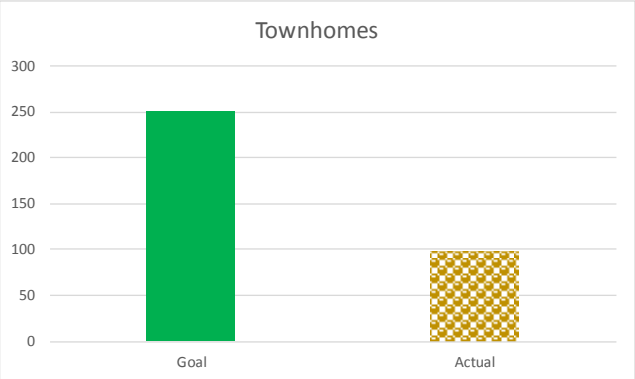


Bishop Arts Phase I retail (left) and mural (right).

- The amended Plan has a goal of adding 1,572,556 square feet of new residential construction (both single family/townhome units and apartment units). Previously the goal was to add 2,500 market rate apartments and 250 townhome units.

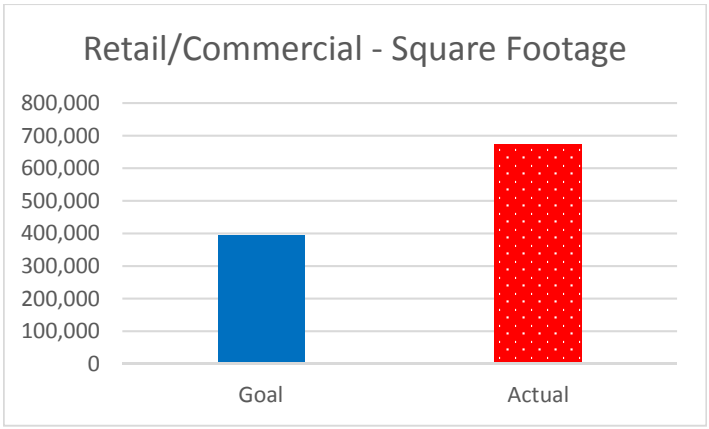
Since the start of the district, a total of 1,462 apartment units have been constructed. An additional 644 apartment units are under construction. A total of 30 townhome units have been completed and another 53 are planned





- The amended Plan goal is to add 393,139 square feet of new commercial construction, to include retail, restaurant, and office space

  To date 570,258 square feet of retail/commercial space or office space including medical office facilities has been added in the district and another 103,600 square feet is planned as part of the new Bishop Arts projects (exceeding the Plan goal). Alexan Trinity adds 6 additional live/work units, for a total of 8,493 square feet of potential commercial space.



Year-End Summary of Meetings

The Oak Cliff Gateway TIF District Board of Directors met once during FY 2018:

The board includes up to 5 representatives to be appointed by the Council and one each appointed by the governing bodies of Dallas County, Dallas County Community College District, Dallas County Hospital District, and Dallas ISD.

The following members represent the City on the board:

- Michael Mendoza, Vice Chair - City representative, (attended 1 of 1 meetings)
- April Allen – City representative, (attended 1 of 1 meetings)
- Alexander Kosarow - City representative, (attended 0 of 1 meetings)
- James Sharp - City representative, (attended 1 of 1 meetings)
- Gregory McCormack was also appointed during the year, but no additional meetings were held.

The following board members represent the taxing jurisdictions:

- Orlando Alameda – DISD representative (attended 1 of 1 meetings)
- Rick Loessberg – Dallas County representative (attended 1 of 1 meetings)
- Steve Park – DCCCD representative (attended 1 of 1 meetings)
- Joe Mayer - DCHD representative (attended 1 of 1 meetings)

In additional, a subcommittee of the Board (including Michael Mendoza, James Sharp, and Steve Park) was formed to discuss district-wide improvement guidelines and potential projects and met twice during the year.

During FY 2018 the City Council approved directly associated with the Oak Cliff Gateway TIF District.

- On February 28, 2018, the City Council approved Resolution 18-0348 accepting the FY 2016-2017 Annual Report on the status of Tax Increment Financing Reinvestment Zone Number Three (Oak Cliff Gateway TIF District), submitted by the Oak Cliff Gateway TIF District's Board of Directors, and authorizing the City Manager to submit the annual report to the Chief Executive Officer of each taxing jurisdiction that levies taxes on real property in the District, and to the State Comptroller, as required by state law.

Budget and Spending Status

Oak Cliff Gateway TIF District Projected Increment Revenues to Retire TIF Fund Obligations			
Category	**TIF Budget[1]**	**Allocated**	**Balance**
Oak Cliff Gateway Sub-district: • Public Infrastructure Improvements *including Streets, Streetscape, Water, Wastewater, Utility Burial* • Façade Improvements • Environmental Remediation and Demolition • Pedestrian Linkages/Lighting • Economic Development Grants	$34,158,098	$18,319,760	$15,838,338
Bishop/Jefferson Sub-district: • Public Infrastructure Improvements *including Streets, Streetscape, Water, Wastewater, Utility Burial* • Façade Improvements • Environmental Remediation and Demolition • Pedestrian Linkages/Lighting • Economic Development Grants	$32,320,901	$16,250,000	$16,070,901
Educational/Training Facilities	$753,221	$0	$753,221
Administration and implementation[2]	$2,809,986	$1,034,221	$1,775,765
Total Project Costs	**$70,038,314**	**$35,603,981**	**$34,434,333**

[1] *Budget shown above in current dollars; TIF Project Plan shows the budget in net present value.*
[2] *TIF administration costs shown are expended or committed through FY 2018.*

Oak Cliff Gateway TIF District Amended Project Plan Budget	
Category	**TIF NPV Budget***
Oak Cliff Gateway Sub-district: • Public Infrastructure Improvements *including Streets, Streetscape, Water, Wastewater, Utility Burial* • Façade Improvements • Environmental Remediation and Demolition • Pedestrian Linkages/Lighting • Economic Development Grants	$9,116,977
Bishop/Jefferson Sub-district: • Public Infrastructure Improvements *including Streets, Streetscape, Water, Wastewater, Utility Burial* • Façade Improvements • Environmental Remediation and Demolition • Pedestrian Linkages/Lighting • Economic Development Grants	$18,554,050
Educational/Training Facilities	$200,000
Administration and Implementation	$750,000
Total	$28,621,027
** As approved in the most recent amended Project Plan and Reinvestment Zone Financing Plan.*	

Oak Cliff Gateway TIF District M/WBE Participation				
Project	**Contractor**	**Contract Award Amount**	**Minority Participation in Dollars (% of contract)**	
Oak Cliff TIF Project	Tiseo Paving Company	$1,964,830	$383,731	(19.53%)
Lake Cliff Tower Project	CST Environmental	$648,800	$533,768	(82.27%)
Lake Cliff Tower Project	Mid-Continental Phase II-IV	$2,184,825	$535,500	(24.51%)
Lake Cliff Tower Streetscape	Texas Standard	$363,530	$363,530	(100.00%)
Zang Triangle	Billy Nabors Demolition and Mission Site Services	$1,537,981	$652,841	(42.45%)
Alexan Trinity	Salcedo Group Mission Site Services	$369,396	$225,130	(60.95%)
	Totals (% of all contracts)	$7,069,362	$2,694,500	38.12%

1. M/WBE participation is shown above for public improvements. It was not applicable for Walgreens.
2. The City's Business Inclusion and Development program provides goals for minority and women-owned business participation.

FY 2018-2019 Work Program

- Continue coordination efforts for implementation of current and potential development projects.

- Continue to actively market the district with emphasis on high-density mixed-use development with a sustainable mix of retail, commercial/office and residential development in key target areas.

- Work closely with the City of Dallas Public Works and Transportation department to coordinate the completion of infrastructure improvements funded by the City's 2006 Bond Program and the North Central Texas Council of Government's Sustainable Development Grant for the area.

- Coordination with the City of Dallas Trinity River Development Office and Park Department to ensure a cohesive and coordinated effort and to ensure that the TIF District Project Plan and Master Plan are not adversely affected or compromised and to ensure the planned pedestrian and vehicular linkages to the Trinity River Corridor are preserved.

- Continue to evaluate updated plans for the Horseshoe Project, the Texas Department of Transportation scheduled reconstruction of I-30 from Sylvan Avenue to I-35 and I-35 from Eighth Avenue to I-30. Assess the impact on developable properties adjacent to both I-30 and to I-35.

- Strategic planning for the district to encourage alternative modes of transportation and connections to parks/trails.

Pending TIF Items

- Consideration of the FY 2017-2018 Oak Cliff Gateway TIF District Annual Report and a recommendation to the Dallas City Council for approval.

Appendix A – FY 2018 Financials

City of Dallas, Texas
Oak Cliff Area Gateway Tax Increment Financing District
Reinvestment Zone Number Three
As of September 30, 2018

Chapter 311.016 of V.C.T.A. requires the following information as part of the annual report on the status of the TIF District. Information is contained in detail on the attached financial statements.

1. Amount and source of revenue in the tax increment fund established for the zone:

$23,719	Interest Income
$2,157,486	Ad Valorem Taxes (Collected in FY'2017-18 based on 2017 tax year Final Tax Roll)
$2,181,205	Total Revenue

2. Amount and purpose of expenditures from the fund:

$45,015	Administrative Expense
$2,785,956	Non-Capital outlay*
$574,881	Capital outlay *
$0	Additional Subsidy in Form of Grant (in lieu of interest expense)
$3,405,852	Total Expenditures

* These expenditures are for the following Projects:

Alexan Trinity Project	$2,785,956	Economic Development Grant
Alexan Trinity Project	$574,881	Public Infrastructure, Pedestrian Linkages & Lighting
PNV Design studio cost	$756	Reimbursement to General Fund
Total	$3,360,838	

3. a. Amount of Principal and Interest due-on outstanding bonded indebtedness is as follows:
Oak Cliff Gateway TIF District has incurred no bonded indebtedness as of September 30, 2018.

b. The zone has the following contingent obligations reimbursed from available TIF funds as of September 30, 2018:

	Balance Due (Since Inception)			Payments/Adjustments To Date			
Project Description	Principal	Accrued Add'l Subsidy (1)	Total Due	Principal	Accrued Add'l Subsidy (1)	Total Paid	Net Bal. Due
Jefferson at Kessler Heights	$1,500,000	$676,404	$2,176,404	$1,500,000	$676,404	$2,176,404	$0
Lake Cliff Tower Redevelopment	$3,950,086	$862,205	$4,812,291	$3,950,086	$862,205	$4,812,291	$0
Bishop Colorado Retail Plaza	$350,000	$0	$350,000	$350,000	$0	$350,000	$0
Zang Triangle Project	$7,250,000	$0	$7,250,000	$7,250,000	$0	$7,250,000	$0
Alexan Trinity Project	$4,000,000	$0	$4,000,000	$3,590,200	$0	$3,590,200	$409,800
Totals	**$17,050,086**	**$1,538,609**	**$18,588,695**	**$16,640,287**	**$1,538,609**	**$18,178,895**	**$409,800**

c. The Zone entered into a development agreement with Lang Partners, LLC for the Zang Triangle project in an amount not to exceed $7,250,000 and began reimbusing the developer in fiscal year 2012. A final payment for $198,487 was made to the developer as of September 30, 2017.
d. The Zone entered into a development agreement with ATA Apartments Limited Partnership for the Alexan Trinity project in an amount not to exceed $4,000,000. The zone began reimbursements in fiscal year 2015 and the developer is anticipated to be paid off in 2019.
e. The Zone entered into a development agreement with Bishop Arts, LLC for the Bishop Arts Phase I project in an amount not to exceed $5,000,000 with reimbursement to begin after project completion and upon availbility of TIF funds. An additional $25,000 was authorized in 2015 towards the cost of a parking study with that expenditure to be paid from administration upon acceptance of all documentation.
f. The Zone previouly received authorization to enter into a development agreement with RWI Green Development LLC for the Oxygen project in an amount not to exceed $4,600,000; however, the project has not moved forward; therefore the agreement authorization expired.
g. The Zone entered into a development agreement with Alamo Manhattan Bishop Arts I, LLC for the Bishop Arts Phase I project in an amount not to exceed $11,250,000 with reimbursement to begin after project completion and upon availbility of TIF funds.
(1) Additional Subsidy in Form of Grant (in lieu of interest expense)

4. Tax increment base and current captured appraised value retained by the zone:

Taxing Jurisdiction	Taxable Value 2018	Base Years 1992, 2014 & 2015 Value	Est. Captured Value 2018**
City of Dallas-Zone A & B	$271,665,529	$40,097,623	$231,567,906
City of Dallas-Zone C	$882,020	$613,040	$268,980
City of Dallas-Bishop/Jefferson Sub-district	$249,762,636	$105,142,079	$144,620,557
Dallas County-Zone A & B	$271,873,785	$40,050,663	$231,823,122
Dallas County-Zone C	$882,020	$613,040	$268,980
Dallas County-Bishop/Jefferson Sub-district	$250,366,269	$105,090,479	$145,275,790

** Based on Certified Taxable Values. Final values will be determined on February 01, 2019.

5. Captured appraised value by the municipality and other taxing units, the total amount of the tax increment received, and any additional information necessary to demonstrate compliance with the tax increment financing plan adopted by the governing body of the municipality:

A. Estimated tax increment shared by the municipality and other participating taxing jurisdictions:

Taxing Jurisdiction	Assessment Per $100	Amount of Estimated 2018 Increment***
City of Dallas-Zone A & B	0.77670	$1,528,800
City of Dallas-Zone C	0.77670	$1,776
City of Dallas-Bishop/Jefferson Sib-district	0.77670	$1,010,941
Dallas County-Zone A & B	0.24310	$366,315
Dallas County-Zone C	0.24310	$556
Dallas County-Bishop/Jefferson Sib-district	0.24310	$229,558
Total for all Jurisdictions	$3.05940	$3,137,945

*** Participation rates are as follows:

Taxing Jurisdiction	Rate	Tax Years
City of Dallas-Zone A & B	85%	2009-2027
City of Dallas-Zone C	85%	2016-2027
City of Dallas-Bishop/Jefferson Sub-district	90%	2015-2044
Dallas County-Zone A & B	65%	2009-2022
Dallas County-Zone C	65%	2016-2022
Dallas County-Bishop/Jefferson Sib-district	65%	2015-2034

B. The total amount of estimated tax increment to be billed for the 2018 tax year is $3,137,945. For the 2017, the zone collected increment of $2,157,486.

City of Dallas, Texas
Oak Cliff Area Gateway Tax Increment Financing District Fund
Balance Sheet as of September 30, 2018 (Unaudited)
With Comparative Totals for September 30, 2017, 2016, 2015, and 2014 (Audited)

	2018	2017	2016	2015	2014
Assets:					
Pooled cash and cash equivalents	$2,663,084	$2,109,737	$305,489	$82,234	$14,645
Interest receivable	$6,219	$5,205	$517	$2,165	$78
Total assets	$2,669,302	$2,114,942	$306,006	$84,398	$14,723
Liabilities and Fund Balance (Deficit):					
Liabilities:					
Accounts and contracts payable	$1,989,660	$0	$0	$83,884	$0
Due to general fund	$20,351	$32,516	$32,516	$32,516	$12,165
Advances from developers	$0	$0	$0	$0	$0
Accrued liability	($2,879)	$195,608	($2,879)	($2,879)	($2,879)
Total liabilities	$2,007,132	$228,124	$29,637	$113,521	$9,286
Fund Balance (Deficit):					
Fund Balance (Deficit)	$662,171	$1,886,818	$276,369	($29,122)	$5,437
Total Liabilities and Fund Equity	$2,669,302	$2,114,942	$306,006	$84,398	$14,723
	$0	$0	$0	$0	$0

Oak Cliff Area Gateway Tax Increment Financing District Fund
Statement of Revenues, Expenditures and Changes in Fund Balance (Deficit)
Balance Sheet as of September 30, 2018 (Unaudited)
With Comparative Totals for September 30, 2017, 2016, 2015, and 2014 (Audited)

	ITD	2018	2017	2016	2015	2014
Revenues:						
Tax increment-Governmental	$11,543,842	$1,745,198	$1,503,787	$1,324,054	$972,026	$667,459
Tax increment-Intergovernmental	$7,525,476	$412,288	$345,443	$299,110	$270,426	$169,546
Interest income	$452,274	$31,046	$14,425	$3,886	$1,329	$386
Grant from City/Developer contribution	$309,480	$0	$0	$0	$0	$0
Net increase(decrease) in fair value of investments	($5,020)	($7,326)	($4,015)	$242	$335	($67)
Total revenues	$19,826,052	$2,181,205	$1,859,640	$1,627,292	$1,244,117	$837,323
Expenditures:						
Administrative expenses	$1,034,221	$45,015	$50,705	$78,940	$98,407	$60,694
Non-Capital outlay	$12,287,533	$2,785,956	$198,487	$1,242,860	$1,096,386	$438,290
Capital outlay	$4,466,170	$574,881	$0	$0	$83,884	$375,000
Interest and fiscal charges	$1,376,146	$0	$0	$0	$0	$0
Total expenditures	$19,164,070	$3,405,852	$249,192	$1,321,801	$1,278,676	$873,984
Excess (Deficiency) of Revenues over Expenditures	$661,983	($1,224,647)	$1,610,449	$305,491	($34,559)	($36,661)
Fund balance (Deficit) at beginning of year as previously reported	$0	$1,886,818	$276,369	($29,122)	$5,437	$42,098
Prior period restatement	$188	$0	$0	$0	$0	$0
Fund balance (Deficit) at beginning of year, as restated	$188	$1,886,818	$276,369	($29,122)	$5,437	$42,098
Fund balance (deficit) at end of year	$662,171	$662,171	$1,886,818	$276,369	($29,122)	$5,437

Note: Fiscal year 2017-18 unaudited financial statements are based on preliminary close numbers and are subject to review by the City Controller's Office prior to approval by the City Council. In case of any material changes, TIF board will be provided with the updated financial statements.

City of Dallas, Texas
Oak Cliff Gateway Area Tax Increment Financing District
Notes to Financial Statements for the Year Ended September 30, 2018
(Unaudited)

1. The measurement focus used for the TIF Zone fund is a flow of financial resources. The financial statements are prepared using the modified accrual basis of accounting. Under the modified accrual basis of accounting, tax increment revenues and interest are recognized as revenue when they become both "measurable" and "available" to finance expenditures of the current period. Expenditures are recognized when the liability is incurred.

2. State statute requires that each taxing jurisdiction remit its ad valorem taxes to the Zone by May 1 of each year (remittance to occur no more than 90 days after taxes for the jurisdiction become delinquent).

3. The Zone's cash balances are invested in the City's investment pool and include amounts in demand deposits as well as short-term investments. Pooled investments and short-term non-pooled investments are treated as cash equivalents. Investment income on the pooled investments is prorated monthly based upon the average daily cash balance in each fund.

4. The Zone's Financial Plan permits expenditures not to exceed $2,809,986 (in current $) over the life of the TIF to reimburse the City for administrative costs. The Zone began reimbursing the General Fund in fiscal year 1998-99. Any future remittance for administrative expenses would come from excess cash as tax increment revenue increases as a result of increased assessed values.

5. All project costs resulting in capital improvements that are owned by the City of Dallas are capitalized.

6. "Due to general fund" amount of $20,350.66 at September 30, 2018 represents the TIF administration costs that have been earned but will be reimbursed to the General Fund in future years based on the availability of TIF funds.

7. All project costs resulting in capital improvements that are owned by the City are capitalized by the City.

Appendix B – Financial Obligations Estimated Payoff

The District currently has three outstanding developer obligations. The Zang Triangle project received final reimbursement in FY 2017.

- Alexan Trinity (now Oaks Trinity) project has a remaining $409,800 for full payoff anticipated by the FY 2019 increment collection.

- The Bishop Arts Phase I project is approved for future reimbursement up to $5,025,000 upon completion of the project requirements. Based on current projections that include general increment from the District, the developer could be fully reimbursed by tax year 2024 (calendar year 2025).

- The Bishop Arts Station project is approved for future reimbursement up to $11,250,000 upon completion of the project requirements. Based on current projections that include general increment from the District, the developer could be fully reimbursed by tax year 2030 (calendar year 2031).

Appendix C – District-wide Set Aside Funds

The TIF Increment Allocation Policy adopted by the TIF Board for the Oak Cliff Gateway TIF District, provides that, following the full reimbursement of the Zang Triangle Project, the TIF Board may set aside 15% of the Oak Cliff Gateway Sub-District Increment for District-Wide Improvements after administrative expenses. Specific improvement projects are to be determined and the amount of this set aside will be reviewed annually based on updated financial projections and District needs. After the termination of the Oak Cliff Gateway Sub-district in 2027 (calendar year 2028), 15% of the Bishop/Jefferson Sub-district will be set aside for District-Wide Improvements.

The current Allocation Policy further provides that up to 2/3 of the District Wide Set Aside will be made available for the Bishop Arts Village Phase I project until fully reimbursed. The project is not yet eligible for reimbursement.

FY 2017 was the first year that district-wide set aside funds were available and with the addition of the FY 2018 set aside the balance totals $470,820. Staff will work with the Board to consider potential requests for the use of those funds.

The intent is to leverage TIF funds as a match for other funding.

Agenda Information Sheet

File #: 19-208 **Item #:** 8.

STRATEGIC PRIORITY: Economic and Neighborhood Vitality

AGENDA DATE: February 27, 2019

COUNCIL DISTRICT(S): 2

DEPARTMENT: Office of Economic Development

EXECUTIVE: T.C. Broadnax

SUBJECT

A resolution accepting the FY 2017-2018 Annual Report on the status of Tax Increment Financing Reinvestment Zone Number Four (Cedars TIF District or District), submitted by the Cedars TIF District's Board of Directors, and authorizing the City Manager to submit the annual report to the Chief Executive Officer of each taxing jurisdiction that levies taxes on real property in the District, and to the State Comptroller, as required by state law - Financing: No cost consideration to the City

BACKGROUND

This item is being placed on the addendum due to the unavailability of fiscal year 2017-2018 administrative costs for the annual report financial statement prior to the regular agenda deadline.

State law (the Tax Increment Financing Act, Chapter 311 of the Tax Code) requires that the governing body of a city shall submit an annual report on the status of each reinvestment zone it has created to the Chief Executive Officer of each taxing unit that levies taxes on real property in the zone, as well as the State Comptroller. On December 9, 1992, City Council authorized Ordinance No. 21492, establishing Tax Increment Financing Reinvestment Zone Number Four (Cedars TIF District), as amended. On April 9, 1997, City Council authorized the Project Plan and Reinvestment Zone Financing Plan for this District by Ordinance No. 23092, as amended.

The Cedars TIF District’s assessed 2018 taxable value was $191,419,758.00. This represents an increase of $156,118,998.00 (442.3%) over the 1992 base year value of $35,300,760.00 and an increase of $58,761,927.00 (44.3%) over the previous year’s value. With the participation of the City and Dallas County, the district’s value will result in the collection of approximately $1,389,133.00 (City - $1,091,319.00; County - $297,814.00) in incremental revenue for the Cedars TIF District for the 2018 tax year.

PRIOR ACTION/REVIEW (COUNCIL, BOARDS, COMMISSIONS)

On December 9, 1992, City Council held a public hearing and authorized the establishment of Tax Increment Financing Reinvestment Zone Number Four, the Cedars TIF District by Ordinance No. 21492, as amended.

On April 9, 1997, City Council authorized the Project Plan and Reinvestment Zone Financing Plan for the Cedars TIF District by Resolution No. 97-1225; Ordinance No. 23092, as amended.

On January 14, 2019, the Cedars TIF District Board of Directors recommended that the FY 2017-2018 Annual Report be accepted and approved.

Information about this item was provided to the Economic Development and Housing Committee on February 4, 2019.

FISCAL INFORMATION

No cost consideration to the City.

February 27, 2019

WHEREAS, the City recognizes the importance of its role in local economic development initiatives and programs; and

WHEREAS, the City has established Tax Increment Financing Reinvestment Zone Number Four, ("Cedars TIF District" or "District") and established a Board of Directors for the District to promote development or redevelopment in the Cedars area pursuant to Ordinance No. 21492, authorized by the City Council on December 9, 1992, as authorized by the Tax Increment Financing Act, Chapter 311 of the Texas Tax Code, as amended; and

WHEREAS, on April 9, 1997, City Council authorized the Project Plan and Reinvestment Zone Financing Plan for the Cedars TIF District by Resolution No. 97-0484; Ordinance No. 23092, as amended; and

WHEREAS, the Tax Increment Financing Act specifies that the governing body of a city shall submit an annual report on the financial status of the district to the Chief Executive Officer of each taxing unit that levies taxes on real property in a reinvestment zone, and a copy of the report shall be forwarded to the State Comptroller; and

WHEREAS, on January 14, 2019, the Cedars TIF District Board of Directors passed a motion accepting the FY 2017-2018 Annual Report for Tax Increment Financing Reinvestment Zone Number Four and recommended approval of same by the City Council.

Now, Therefore,

BE IT RESOLVED BY THE CITY COUNCIL OF THE CITY OF DALLAS:

SECTION 1. That the FY 2017-2018 Annual Report for Tax Increment Financing Reinvestment Zone Number Four, (Cedars TIF District), City of Dallas, Texas, as of September 30, 2018, a copy of which is attached hereto (**Exhibit A**), is hereby accepted.

SECTION 2. That the City Manager is hereby authorized to submit the FY 2017-2018 Annual Report for Tax Increment Financing Reinvestment Zone Number Four to the Chief Executive Officer of each taxing jurisdiction that levies taxes on real property in the District, and to the State Comptroller, as required by state law.

SECTION 3. That this resolution shall take effect immediately from and after its passage in accordance with the provisions of the Charter of the City of Dallas, and it is accordingly so resolved.

Exhibit A

Cedars TIF District
FY 2017-2018
Annual Report



Four Corners Brewery Co.
(Source: City of Dallas- Economic Development Office)

City of Dallas

Office of Economic Development
1500 Marilla Street, 2CN
Dallas, Texas 75201
(214) 670-1690
http://www.dallas-ecodev.org/area_redevelopment.html/

October 1, 2017 to September 30, 2018

Cedars Tax Increment Financing District



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Mission Statement

The mission of the Cedars TIF District is to attract new residential and commercial development, facilitate growth and increase its tax base, capitalizing on the District's proximity to Downtown Dallas and major transportation arteries.

The Dallas City Council established the Cedars TIF District and the Board of Directors by Ordinance No. 21492, on December 9, 1992, as amended. The TIF District took effect on January 1, 1993 and is scheduled to terminate on December 31, 2022 (including collection of the 2022 increment in calendar year 2023 and any related matters to be concluded in 2023).

The District's participating taxing jurisdictions are the City of Dallas, Dallas County, Dallas County Hospital District (DCHD) and Dallas Independent School District (DISD). The annual participation rates for the taxing jurisdictions are as follows:

- The City's annual participation rate was 100% in 1993 through 2012. Its participation rate decreased to 90% in 2013 and thereafter.

- Dallas County's participation rate was 65% in 1993 through 2012. The County's annual participation rate increased to 75% in 2013 and thereafter.

- Dallas County Hospital District's (DCHD) participation rate was 65% in 1993 through 2012.

- Dallas Independent School District's (DISD) participation rate was 50% in 1993 through 2012.

District Projects

Projects Within the TIF District Utilizing TIF Funding[1]						
Project	**Location**	**Calendar Year Complete**	**Status**	**Units/SF[2]**	**Approx. Value[3]**	**TIF Investment**
Metroplex Greenhaven Landscaping Service	1919 S Harwood St	2002	Complete	11,368 sf commercial	$447,610	$12,089
McKee Row Homes I	1500-1510 McKee St	2005	Complete	6 row homes	$939,490	$143,350
McKee Row II	1512-1516 McKee St	2006	Complete	3 row homes	$764,240	$10,045
Seegar Row Homes	1525-1603 Seegar St	2006	Complete	7 row homes	$1,288,020	$25,000
Buzz Condos	1111 S Akard St	2007	Complete	49 condos	$10,489,180	$459,061
Millers Ferry Row	1803-1823 S Ervay St 1602 Beaumont St 1817 Millers Ferry Row	2007	Complete	13 row homes	$2,595,000	$185,490
The Beat at South Side Station	1001 Belleview St	2009	Complete	75 condos	$22,674,450	$798,257
The Belleview (aka 1400 Belleview)	1400 Belleview St	2015	Complete	164 apts 5,000 sf retail/flex space	$5,100,000	$1,657,916
Belleview Browder District-wide Improvements	Belleview St from Browder St to S Akard St; Gould St from Belleview St to Sullivan Dr; Browder St from Belleview St to Sullivan Dr; Sullivan Dr from Browder St to S Ervay St	2015	Complete	N/A	-	$441,225
Lorenzo Hotel	1011 S. Akard St	2017	Complete	237 hotel rooms 1,800 sf retail	$10,879,050	$2,285,071
			Subtotal	317 res. units 237 hotel rooms 6,800 sf retail 11,368 sf comm/flex space	$55,177,040	$6,017,504

Projects Within the TIF District Not Utilizing TIF Funding[1]						
Project	**Location**	**Calendar Year Complete**	**Status**	**Units/SF[2]**	**Approx. Value[3]**	**TIF Investment**
1519 Beaumont St	1519 Beaumont St	1995 and 2010	Complete	6 apts	$1,381,880	$0
Cedars Corner	1108 S Akard St	1998	Complete	20 apts	$824,680	$0

Dallas Police Assoc. Headquarters	1412 N Griffin St	2003	Complete	11,150 sf office	$966,560	$0
Resource One Credit Union expansion[4]	1200 Belleview Street	2003	Complete	13,430 sf office	$676,010	$0
Dallas Police Headquarters[4]	1400 S Lamar St	2003	Complete	358,758 sf office	$18,141,850	$0
Monicas Mex Tex Cantina (formerly Cedars Social)	1326 S Lamar St	2005	Complete	3,000 sf restaurant	$64,750	$0
Urban Lofts – Akard	1203-1223, 1204-1218 Urban Lofts Dr	2008	Complete	15 townhomes	$4,654,050	$0
Off the Bone BBQ	1734 S Lamar St	2008	Complete	829 sf restaurant	$306,730	$0
Edison's	1724 Cockrell Ave	2008	Complete	15,000 sf comm	$748,740	$0
Buzzworks	2001 Gould St	2016	Complete	2,100 sf flex space	$408,770	$0
Browder Park Place	1815 Browder Street	2017	Complete	6 townhomes	$1,184,990	$0
Four Corners Brewery	1311 S Ervay St	2017	Complete	47,358 sf retail/rest.	$3,200,000	$0
Digit 1919	1919 S Akard St	2017	Complete	102 apts	$10,860,040	$0
Sandwich Hag	1902 S. Lamar St.	2017	Complete	630 sf restaurant	$104,200	$0
Gould Green	1708-1712 Gould St	2017	Complete	2 res units	$545,580	$0
Wall Street Lofts	1204-1235 Hyde Crt 1203-1213 Silver Mill Crt	2018	Complete	14 townhomes	$5,140,160	$0
7-Eleven	913 Powhattan	2018	Complete	3,500 sf retail	$488,000	$0
Southside Place David Weekly Homes	1310-1380 Fitts Pl 1304-1374 Romano Pl 1310-1395 Branchwood Pl 1308-1393 Arch Pl	2019	Under Construction	41 detached homes	$12,032,070	$0
Lamar Loft Conversion (former Lamar School)	1403 Corinth Street	TBD	Under Construction	30 apts	$3,200,000	$0
As-Built	1112 Peters St.	TBD	Under Construction	62 condos	$7,000,000	$0
Galleries on Hickory	1509-1527 Hickory St 1814-1820 Browder St	TBD	Under Construction	24 res. units (for sale)	$8,900,000	$0
Texas InTown Homes	1700 Cockrell St	2023	Planned	82 townhomes	$20,000,000	$0
			Subtotal	404 res. units 55,317 sf retail/rest. 400,438 sf comm/office/flex space	$100,829,060	$0

Projects Within the TIF District Utilizing Tax Abatements[1]						
Project	**Location**	**Calendar Year Complete**	**Status**	**Units/SF[2]**	**Approx. Value[3]**	**Est. Tax Abatement**
South Side Flats	1210 S Lamar St	2016	Complete	290 apts 6,560 sf retail	$47,195,000	$1,938,897
			Subtotal	290 res. units 6,560 sf retail	$47,195,000	$1,938,897
			Total	**1,011 res. units 237 hotel rooms 68,677 sf retail/rest. 411,806 comm/office/flex space**	**$203,201,100**	**$7,956,401**

[1]All information updated as of September 30, 2018.
[2]Based upon information from developer, news articles and/or project announcements for projects under construction, announced or planned. For completed projects, information is actual unit mix and square footage.
[3]Based upon 1) DCAD market value for completed projects (unless project has not yet been assessed and 2) estimated DCAD value for projects under construction, planned or announced.
[4]Tax exempt property, DCAD market value shown.

TIF District Initiatives				
Activity	**Scope**	**Status**	**Investment**	**Source**
Cedars Traffic Study	Whole District	Complete	$88,149	Cedars TIF funds
South Side Pedestrian Improvement Project (funded through a Sustainable Development Grant from NCTCOG using federal Congestion Mitigation and Air Quality funds (CMAQ)	South Lamar Street and Belleview Street	Complete	$4,532,170	Federal grant
			$500,000	1995 Bond funds (local match)
			$66,521	Cedars TIF funds (approved in FY 2007)
			$566,521	Matthews Southwest
			$230,000	1998 Bond funds
			$207,830	Cedars TIF funds / District-wide Improvements Set-aside (approved in FY 2012)
			$207,830	Matthew Southwest (additional match)
		Total:	**$6,399,021**	

Mixed-Income Housing Summary

Successful development efforts support a variety of housing options. In 1992 when the Cedars TIF District was originally created, the City's TIF Policy did not require Mixed-Income Housing as part of residential development. In 2005 the TIF Policy was amended to require a percentage of units in TIF supported residential projects to be set aside as affordable. When the term of the District was extended in 2011, mixed-income housing became a requirement. Twenty percent (20%) of all housing units in projects using direct, site-specific TIF funding assistance, after 2011, are subject to the City's and County's established criteria for mixed income housing. In the Cedars TIF District, a total of 317 units were constructed with the support of TIF funding and, of these units, 164 (52%) are currently set-aside as affordable.

Mixed Income Housing Summary for Cedars TIF District	
Residential Units Created *(supported by TIF funds)*	317
Affordable Units Created by TIF Projects	164
Residential Units Created, Under Construction or Planned (*not supported by TIF funds)*	694
Total new units	1011

Value and Increment Revenue Summary

The Cedars TIF District's 1992 assessed taxable value was $35,300,760. The District's 2018 taxable value is $191,419,758, as determined by the Dallas Central Appraisal District. This represents an increase of $156,118,998 (442.3%) over the 1992 base year value.

The District's value increased by $58,761,927 (44.3%) from the previous year's value ($132,657,831). This increase in District value will result in the collection of approximately $1,389,133 (City - $1,091,319; County - $297,814) in incremental revenue for the District.

Objectives, Programs and Success Indicators

The Cedars Final Project Plan and Reinvestment Zone Financing Plan was approved on April 9, 1997. The Plan has been amended three times, most recently on June 22, 2011. Its defined development goals are summarized below:

- Improve the infrastructure within and adjacent to the District to promote new investment.

  Projects that have contributed to the fulfillment of this goal are as follows:

  - *On September 25, 2013, City Council approved up to $441,225 in TIF Funding for the Belleview Browder District-wide Improvements project. The project, which was completed during that fiscal year, included the construction of several needed public improvements (franchise utility relocation, street lighting, street improvements, streetscape improvements and water-wastewater/drainage improvements) that were not included in the 1400 Belleview project's original scope of work. These improvements replaced sub-standard public infrastructure and provided much of the needed infrastructure to allow the redevelopment of approximately 6.05 acres of property that is adjacent to the project.*

  - *On June 27, 2012, City Council approved up to $207,830 in additional TIF funding to match up to $207,830 in additional funding from Matthew Southwest for cost overruns related to the Southside Pedestrian Improvement project. City Council had previously approved $66,521 in TIF funding for the project on May 23, 2007. This leveraged approximately $5,098,691 in private and federal funds for sidewalk and streetscape improvements on South Lamar Street and along Belleview Street from the Convention Center to the Cedars DART station. The project was completed during FY 2013.*

  - *On June 22, 2011, City Council approved up to $1,657,916 in TIF funding for the 1400 Belleview project which included infrastructure improvements along Belleview Street from Browder Street to Akard Street, Gould Street from Belleview Street to Sullivan Street, and Browder Street from Belleview Street to Sullivan Street. The project was completed in 2015.*

  - *On April 11, 2007, City Council approved up to $192,000 in TIF funding for the Millers Ferry Row Town Homes project which included streetscape improvements along South Ervay Street. The project was completed during 2007.*

  - *On August 9, 2006, City Council approved up to $1,500,000 in TIF funding for The Beat at South Side Station project which included street and streetscape improvements on Belleview Street, Lamar Street, and Powhattan Street. The project was completed during 2009.*

- *On September 14, 2005, City Council approved up to $564,462 in TIF funding for the Buzz Condominiums project which included street and streetscape improvements on South Akard Street and West Griffin Street. The project was completed during 2007.*

- Add 700 residential units

  To date 772 residential units have been added to the District, exceeding the goal. An additional 239 residential units are either under construction of planned for the District.

- Add 400 hotel/motel rooms

  To date, 237 hotel rooms have been added to the District (59% of the goal).

- Add 55,000 square feet of retail space

  To date, approximately 68,677 square feet of retail/restaurant space has been added to the Cedars TIF District, exceeding the goal.

  Recent projects that contributed to the fulfillment of this goal are listed below:

  - *In August 2017, Sandwich Hag opened at 1902 Lamar Street, a Vietnamese kitchen specializing in BÁNH MÌ sandwiches, adding approximately 630 square feet of restaurant space within in the District.*

  - *In September 2017, Four Corners Brewery relocated to the Cedars area, adding approximately 47,358 square feet of entertainment and restaurant space within the District.*

  - *7Eleven on South Lamar Street is under construction, adding approximately 3,500 square feet of retail within the District.*

- Add 300,000 square feet of service center/flex office space

  To date, approximately 411,806 square feet of service center/flex office space has been added to the District, far exceeding the goal.

  Significant projects that contributed to the fulfillment of this goal are listed below:

  - *Dallas Police Association Headquarters added 11,150 square feet of office space.*

  - *Resource One Credit Union's expansion added 13,430 square feet of office space.*

  - *Dallas Police Headquarters added 358,758 square feet of office space.*

Year-End Summary of Meetings and Council Items

The Cedars TIF District Board of Directors met once during the 2018 fiscal year, January 9, 2018.

The Board of Directors consists of nine (9) members, including six (6) City of Dallas appointees, one (1) Dallas County appointed, one (1) Dallas Independent School District (DISD) appointee and one (1) Dallas County Hospital District (DCHD) appointee. The TIF Board consisted of the following members during the fiscal year:

Michael J. Barrett, Chair and City appointee (attended 1 of 1 meeting)
Jill B. Louis, City appointee (attended 1 of 1 meeting)
Kendra Ramick, City appointee (attended 1of 1 meeting)
Philip T. Robinson, City appointee (attended 1 of 1 meeting)
Veronica Simmons, City appointee (attended 1 of 1 meeting)
Mark R. Stephens, City appointee (attended 1 of 1 meeting)
Orlando Alameda, DISD appointee (attended 0 of 1 meeting)
Rick Loessberg, Dallas County appointee (attended 1 of 1 meeting)
Joe Mayer, DCHD appointee (attended 1 of 1 meeting)

The Dallas City Council approved one (1) item during the fiscal year related to the District:

On February 28, 2018, City Council approved Resolution No. 18-0349 accepting the FY 2016-2017 Annual Report on the status of Tax Increment Financing Reinvestment Zone Number Four, (Cedars TIF District), submitted by the Cedars TIF District's Board of Directors, and authorizing the City Manager to submit the annual report to the Chief Executive Officer of each taxing jurisdiction that levies taxes on real property in the District, and to the State Comptroller, as required by state law.

Budget and Spending Status

The Cedars TIF District's Project Plan and Reinvestment Zone Financing Plan established a budget for the public improvement expenditures that are necessary to support private investment. The District's budget and spending to date are provided on the following charts:

Cedars TIF District
Projected Increment Revenues to Retire TIF Fund Obligations*

Category	TIF Budget (Total Dollars)	Allocated	Balance
Infrastructure Improvements - Street Construction/Streetscape/Water/Wastewater/Drainage Improvements/East-West Corridor Construction/ Public Open Spaces/ Economic Development Grants	$8,467,298	$6,380,004	$2,087,294
Environmental Remediation	$2,973,424	$0	$2,973,424
Education/Educational Facility Improvements/Public Improvements Adjacent to Educational Facilities	$3,460,137	$0	$3,460,137
Administration and Implementation**	$1,070,433	$967,752	$102,681
Total Project Costs	**$15,971,292**	**$7,347,756**	**$8,623,536**

**Budget shown in current dollars as of September 20, 2018. TIF Project Plan shows the budget in 1992 NPV.*
***Administration and Implementation costs for FY 2018 are included in the above allocation.*

Cedars TIF District
Project Plan Budget

Category	TIF Budget (NPV)
Infrastructure Improvements – Street Construction/Streetscape/Water/Wastewater/Drainage Improvements/East-West Corridor Construction/Public Open Spaces/Economic Development Grants	$4,356,097
Environmental Remediation	$1,000,000
Education/Educational Facility Improvements/Public Improvements Adjacent to Educational Facilities	$1,500,000
Administration and Implementation	$360,000
Total Project Costs	**$7,216,097**

All values discounted to 1992 dollars at 5.00% annually. Actual expenditures will depend on the timing of project costs.

Cedars TIF District M/WBE Participation			
Project	**Contractor**	**Total Contract Award Amount**	**Percentage Minority Participation**
The Beat	Varies	$14,269,586	17.21%
1400 Belleview – Public (Goal – 25%)	Varies	$1,657,916	69.55%
1400 Belleview – Private (Goal – 10%)	Varies	$17,000,000	10.40%
Total		**$32,927,502**	**16.33%**

FY 2019 Work Program

The FY 2019 Work Program for the Cedars TIF District includes:

- Adoption of FY 2017-2018 Annual Report
- Complete audit of TIF projects completed within the District and make TIF payments to eligible projects in June of 2019
- City Council consideration of proposed TIF district projects:
  - Dallas Heritage Village
  - Ambassador Hotel
- Assess public infrastructure needs throughout the District and develop a plan for completing as many improvement projects that can be supported by funds in the District Wide Improvements Set-Aside

Appendix A: Financials

City of Dallas, Texas
Cedars Tax Increment Financing District Fund
Balance Sheet as of September 30, 2018 (Unaudited)
With Comparative Totals for September 30, 2017, 2016, 2015, and 2014 (Audited)

	2018	2017	2016	2015	2014
Assets:					
Pooled cash and cash equivalents	$3,083,073	$2,383,947	$2,344,223	$1,767,116	$1,407,849
Interest receivable	$7,139	$5,882	$3,185	$2,848	$1,507
Total assets	$3,090,212	$2,389,829	$2,347,408	$1,769,964	$1,409,356
Liabilities and Fund Balance (Deficit):					
Liabilities:					
Accounts and contracts payable	$0	$0	$0	$0	$0
Due to general fund	$0	$12,770	$12,770	$12,770	$12,770
Accrued liability	$0	$0	$0	$0	$9,059
Total liabilities	$0	$12,770	$12,770	$12,770	$21,829
Fund Balance (Deficit):					
Fund Balance - Restricted	$3,090,211	$2,377,058	$2,334,637	$1,757,194	$1,387,527
Total Liabilities and Fund Equity	$3,090,211	$2,389,829	$2,347,407	$1,769,964	$1,409,356
	($0)	($0)	($0)	($0)	($0)

City of Dallas, Texas
Cedars Tax Increment Financing District Fund
Statement of Revenues, Expenditures and Changes in Fund Balance (Deficit)
Balance Sheet as of September 30, 2018 (Unaudited)
With Comparative Totals for September 30, 2017, 2016, 2015, and 2014 (Audited)

	ITD	2018	2017	2016	2015	2014
Revenues:						
Tax increment-Governmental	$5,250,562	$701,950	$528,406	$482,036	$352,698	$325,263
Tax increment-Intergovernmental	$3,122,289	$161,506	$166,819	$104,125	$78,506	$116,633
Interest income	$258,590	$34,624	$25,467	$16,143	$9,501	$6,290
Grant from City	$125,000	$0	$0	$0	$0	$0
Net increase (decrease) in fair value of investments	($16,101)	($8,473)	($7,362)	($408)	$3,860	($1,993)
Total revenues	$8,740,341	$889,606	$713,330	$601,897	$444,566	$446,193
Expenditures:						
Administrative expenses	$967,752	$26,314	$57,683	$24,454	$50,171	$44,715
Non-Capital Outlay	$972,675	$150,139	$613,226	$0	$0	$0
Capital outlay	$3,706,503	$0	$0	$0	$24,728	$754,319
Interest and fiscal charges	$3,472	$0	$0	$0	$0	$0
Total expenditures	$5,650,402	$176,453	$670,909	$24,454	$74,899	$799,034
Excess (Deficiency) of Revenues over Expenditures	$3,089,939	$713,153	$42,421	$577,444	$369,666	($352,841)
Fund balance (Deficit) at beginning of year as previously reported	$0	$2,377,058	$2,334,637	$1,757,194	$1,387,527	$1,740,369
Prior period restatement	$272	$0	$0	$0	$0	$0
Fund balance (Deficit) at beginning of year, as restated	$272	$2,377,058	$2,334,637	$1,757,194	$1,387,527	$1,740,369
Fund balance (deficit) at end of year	$3,090,211	$3,090,211	$2,377,058	$2,334,637	$1,757,194	$1,387,527

Note: Fiscal year 2017-18 unaudited financial statements are based on preliminary close numbers and are subject to review by the City Controller's Office prior to approval by the City Council. In case of any material changes, TIF board will be provided with the updated financial statements.

City of Dallas, Texas
Cedars Tax Increment Financing District
Reinvestment Zone Number Five
As of September 30, 2018

Chapter 311.016 of V.C.T.A. requires the following information as part of the annual report on the status of the TIF District. Information is contained in detail on the attached financial statements.

1. Amount and source of revenue in the tax increment fund established for the zone:

$26,151	Interest Income
$863,455	Ad Valorem Taxes (Collected in FY'2017-18 based on 2017 Final Tax Roll)
$889,606	Total Revenue

2. Amount and purpose of expenditures from the fund:

$26,314	Administrative Expense
$150,139	Non-Capital outlay
$0	Capital outlay *
$0	Additional Subsidy in Form of Grant (in lieu of interest expense)
$176,453	Total Expenditures

Non-Capital Outlay expenditures includes:
City Department PNV (Planning & Urban Design) FY'18 administrative costs $1,061.50 and partial reimbursement of grant to TOEF Plaza Hotel $149,077.75.

3. a. Amount of Principal and Interest due-on outstanding bonded indebtedness is as follows:
Cedars TIF District has incurred no bonded indebtedness as of September 30, 2018.

b. The Zone entered into an agreement with 1400 Belleview GP, LLC to dedicate an amount not to exceed $441,225 for the Belleview Browder District-wide Improvements project. Reimbursement of its TIF-eligible project costs began in fiscal year 2014 and was fully reimbursed during fiscal year 2015 from available TIF funds.

c. The Zone entered into an agreement with TEOF Hotel LLC to dedicate an amount not to exceed $2,285,071 for the Plaza Hotel project. Reimbursement of up to $1,000,000 for the project's public infrastructure improvements will be made pursuant to an approved monthly draw schedule and/or submission of invoices for completed work, subject to the availability of TIF funds. After the project's completion, the reimbursement of $1,285,071 for TIF-eligible project costs will be made in in five annual payments of $257,014, subject to the availability of TIF funds. The Project payments as of September 30, 2018 are as follows:

Project - TEOF Plaza Hotel	Principal	Accrued Add'l Subsidy (1)	Less Payments	Total Outstanding
Infrastructure,streetscaping, landscaping	$1,285,071	$0	$0	$1,285,071
Grant	$1,000,000	$0	$762,304	$237,696
Total	$2,285,071	$0	$762,304	$1,522,767

(1) Additional Subsidy in Form of Grant (in lieu of interest expense)

e. The Zone entered into a development agreement with Dig It! Development, LLC to dedicate an amount not to exceed $490,700 for the Galleries on Hickory project. Reimbursement of the project's TIF-eligible project costs will begin after its completion, subject to the availability of TIF funds.

4. Tax increment base and current captured appraised value retained by the Zone:

Taxing Jurisdiction	Taxable Value 2018	Base Year 1992 Value	Est. Captured Value 2018**
City of Dallas	$191,419,758	$35,300,760	$156,118,998
Dallas County	$198,643,109	$35,300,760	$163,342,349

****** Based on Certified Tax Values. Final values will be determined on February 01, 2019

5. Captured appraised value by the municipality and other taxing units, the total amount of the tax increment received, and any additional information necessary to demonstrate compliance with the tax increment financing plan adopted by the governing body of the municipality:

A. Estimated tax increment shared by the municipality and other participating taxing jurisdictions:

Taxing Jurisdiction	Assessment Per $100	Estimated 2018 Increment
City of Dallas	0.69903	$1,091,319
Dallas County	0.18233	$297,814
Total for all Jurisdictions	$0.88136	$1,389,133

B. The total amount of estimated tax increment to be billed for the 2018 tax year is $1,389,133. For the 2017 tax year, the zone collected $863,455 in increment.

Notes to Financials

City of Dallas, Texas
Cedars Tax Increment Financing District
Notes to Financial Statements for the Year Ended September 30, 2018
(Unaudited)

1. The measurement focus used for the TIF Zone fund is a flow of financial resources. The financial statements are prepared using the modified accrual basis of accounting. Under the modified accrual basis of accounting, tax increment revenues and interest are recognized as revenue when they become both "measurable" and "available" to finance expenditures of the current period. Expenditures are recognized when the liability is incurred.

2. State statute requires that each taxing jurisdiction remit its ad valorem taxes to the Zone by May 1 of each year (remittance to occur no more than 90 days after taxes for the jurisdiction become delinquent).

3. The TIF's cash balances are invested in the City's investment pool and include amounts in demand deposits as well as short-term investments. Pooled investments and short-term non-pooled investments are treated as cash equivalents. Investment income on the pooled investments is prorated monthly based upon the average daily cash balance in each fund.

4. The Zone's Financial Plan provides for staffing and other administrative expenses by the City of Dallas not to exceed $1,187,237 (in current $) over the life of the TIF. The City began billing the Zone for administrative costs in FY 1999. Any future remittance for administrative expenses would come from excess cash as tax increment revenue increases as a result of increased assessed values.

5. The Zone has no advances outstanding as of September 30, 2018.

6. All project costs resulting in capital improvements that are owned by the City are capitalized by the City.

Appendix B – Financial Obligations/Estimated Payoff

The Lorenzo Hotel project is the only outstanding developer obligation for the District. The obligation will be reimbursed with available TIF funds upon completion of the City's post-construction audit and in accordance with the projects development agreement.

Cedars TIF Obligations			
Developer	**Project Name**	**TIF Award**	**Pay-Off Date**
TEOF Hotel LP	Lorenzo Hotel	$2,285,071	2022

Appendix C – District-wide Set Aside Funds

The TIF Increment Allocation Policy adopted by the TIF Board for the Cedars TIF District currently provides for 10% of annual district increment, after administrative expenses, to be set aside for District-Wide Improvements. To date, approximately $930,231 has been collected and is available for expenditure.

Specific improvement projects are to be determined and the amount of this set aside will be reviewed annually based on updated financial projections and District needs. The TIF Board shall also have the discretion to release all or part of district wide set aside funds towards reimbursement of one or more TIF eligible projects.

The original intent was to use these cash reserves to leverage other funding (grants, bonds, private) to meet TIF objectives. Potential uses of the funds based on stakeholder and TIF Board over the last several years include:

- Completion of Belleview Extension
- Heritage Village educational and streetscape improvements
- Park and open space improvements
- Streetscape – sidewalk, pedestrian lighting, landscape/irrigation

Agenda Information Sheet

File #: 19-209 **Item #:** 9.

STRATEGIC PRIORITY: Economic and Neighborhood Vitality

AGENDA DATE: February 27, 2019

COUNCIL DISTRICT(S): 2, 14

DEPARTMENT: Office of Economic Development

EXECUTIVE: T.C. Broadnax

SUBJECT

A resolution accepting the FY 2017-2018 Annual Report on the status of Tax Increment Financing Reinvestment Zone Number Five (City Center TIF District or District), submitted by the City Center TIF District's Board of Directors, and authorizing the City Manager to submit the annual report to the Chief Executive Officer of each taxing jurisdiction that levies taxes on real property in the District, and to the State Comptroller, as required by state law - Financing: No cost consideration to the City

BACKGROUND

This item is being placed on the addendum due to the unavailability of fiscal year 2017-2018 administrative costs for the annual report financial statement prior to the regular agenda deadline.

State law (the Tax Increment Financing Act, Chapter 311 of the Tax Code) requires that the governing body of a city shall submit an annual report on the status of each reinvestment zone it has created to the Chief Executive Officer of each taxing unit that levies taxes on real property in the zone, as well as the State Comptroller. On June 26, 1996, City Council authorized Ordinance No. 22802, establishing Tax Increment Financing Reinvestment Zone Number Five (City Center TIF District). On February 12, 1997, City Council authorized the Project Plan and Reinvestment Zone Financing Plan for this District by Ordinance No. 23034, as amended.

The City Center TIF District's assessed 2018 taxable value was $1,585,440,719.00. This represents an increase of 135% ($910,689,225.00) over the assessed value of the adjusted base year value of $674,751,494.00 and an increase of 11% ($161,889,896.00) from the previous year 2017 value. With the participation of the City and Dallas County, the District’s value will result in the collection of approximately $5,925,344.00 (City $5,758,959.00; County $166,385.00) in incremental revenue for the City Center TIF District for the 2018 tax year.

PRIOR ACTION/REVIEW (COUNCIL, BOARDS, COMMISSIONS)

On June 26, 1996, City Council held a public hearing and authorized the establishment of Tax Increment Financing Reinvestment Zone Number Five, the City Center TIF District by Resolution No. 96-2248; Ordinance No. 22802, as amended.

On February 12, 1997, City Council authorized the Project Plan and Reinvestment Zone Financing Plan for the City Center TIF District, as amended by Resolution No. 97-0484; Ordinance No. 23034, as amended.

On December 13, 2018, the City Center TIF District Board of Directors recommended the FY 2017-2018 Annual Report be accepted and approved.

Information about this item was provided to the Economic Development and Housing Committee on February 4, 2019.

FISCAL INFORMATION

No cost consideration to the City.

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February 27, 2019

WHEREAS, the City recognizes the importance of its role in local economic development initiatives and programs; and

WHEREAS, the City has established Tax Increment Financing Reinvestment Zone Number Five ("City Center TIF District" or "District") and established a Board of Directors for the District to promote development or redevelopment in the City Center area pursuant to Ordinance No. 22802, authorized by the City Council on June 26, 1996, as authorized by the Tax Increment Financing Act, Chapter 311 of the Texas Tax Code, as amended; and

WHEREAS, on February 12, 1997, City Council authorized the Project Plan and Reinvestment Zone Financing Plan for the City Center TIF District by Resolution No. 97-0484; Ordinance No. 23034, as amended; and

WHEREAS, the Tax Increment Financing Act specifies that the governing body of a city shall submit an annual report on the financial status of the district to the Chief Executive Officer of each taxing unit that levies taxes on real property in a reinvestment zone, and a copy of the report shall be forwarded to the State Comptroller; and

WHEREAS, on December 13, 2018 the City Center TIF District Board of Directors passed a motion accepting the FY 2017-2018 Annual Report for Tax Increment Financing Reinvestment Zone Number Five and recommended approval of same by the City Council.

Now, Therefore,

BE IT RESOLVED BY THE CITY COUNCIL OF THE CITY OF DALLAS:

SECTION 1. That the FY 2017-2018 Annual Report for Tax Increment Financing Reinvestment Zone Number Five (City Center TIF District), City of Dallas, Texas, as of September 30, 2018, a copy of which is attached hereto (**Exhibit A**), is hereby accepted.

SECTION 2. That the City Manager is hereby authorized to submit the FY 2017-2018 Annual Report for Tax Increment Financing Reinvestment Zone Number Five, to the Chief Executive Officer of each taxing jurisdiction that levies taxes on real property in the District, and to the State Comptroller, as required by state law.

SECTION 3. That this resolution shall take effect immediately from and after its passage in accordance with the provisions of the Charter of the City of Dallas, and it is accordingly so resolved.

Exhibit A
City Center TIF District
FY 2017-2018 Annual Report



Corgan-Crescent Addition (401 N. Houston)

City of Dallas

Office of Economic Development
1500 Marilla Street, 2CN
Dallas, Texas 75201
(214) 670-1221
http://www.dallas-ecodev.org/

October 1, 2017 to September 30, 2018

Map of Reinvestment Zone Number Five
City Center Tax Increment Financing District

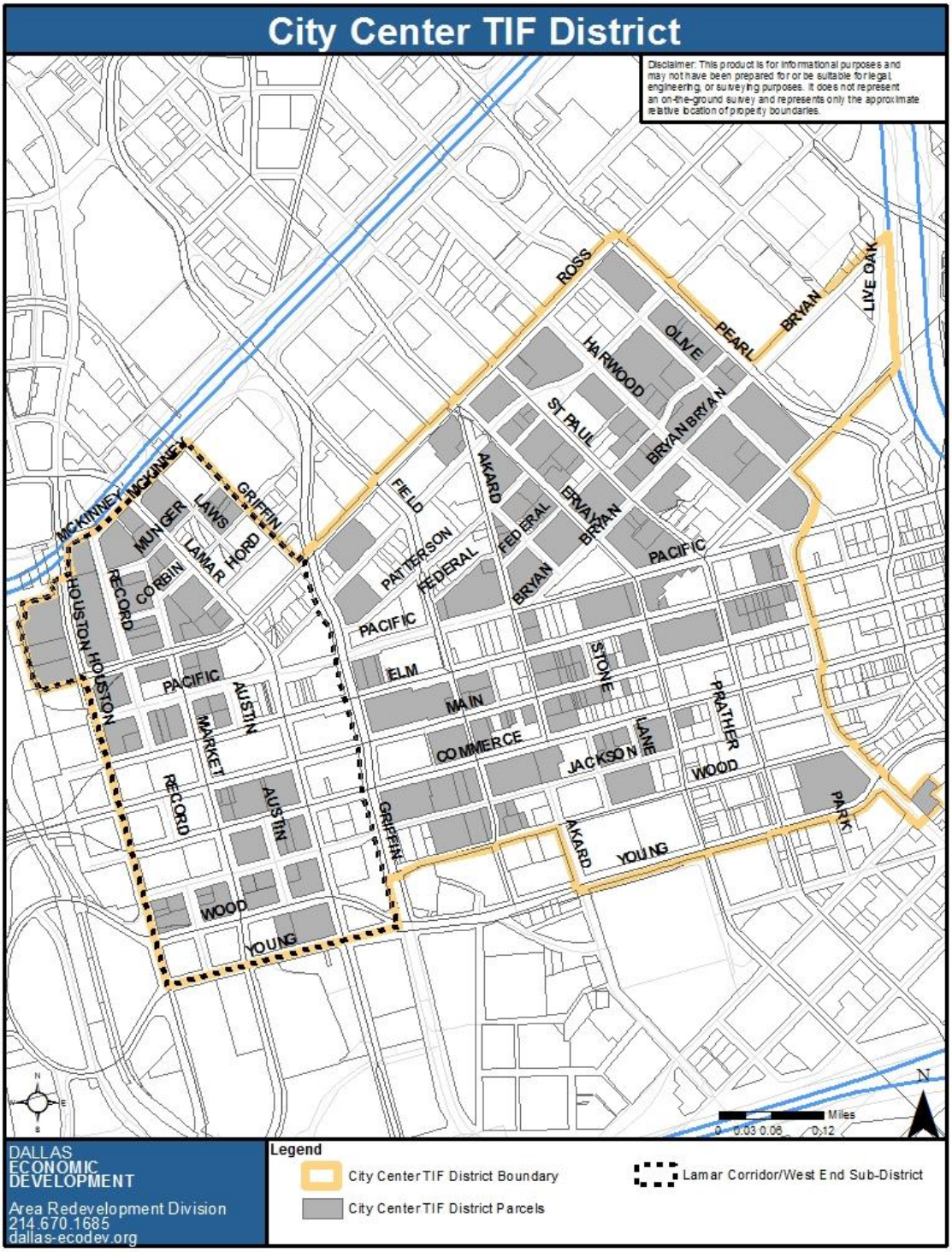


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Mission Statement

The mission of the City Center TIF District is to promote redevelopment, stabilization, and growth of the downtown area. An accompanying goal is the stabilization and growth of the value of the area's tax base and a positive reversal of urban decay. During the 2013 fiscal year the district's mission was expanded to include creation of a strong real estate investment climate in the West End Area, establishment of a sustainable neighborhood that connects the core of downtown, to the Farmers Market, Cedars area along Lamar Street, West End, Victory Park, and Design District across the Trinity River to West Dallas while providing more residential, retail and office opportunities.

The Dallas City Council established the City Center TIF District by Ordinance Number 22802 on June 26, 1996. The City Center TIF District took effect on January 1, 1997. In 2012, the termination date of the City Center Sub-District was extended for 10 years to December 31, 2022 (including collection of the 2022 increment in calendar year 2023 and any related matters to be concluded in 2023) or when the budget of the zone has been collected. The Lamar Corridor/West End Sub-district term was established for 25 years, January 1, 2012 to December 31, 2037, unless any Sub-district is terminated prior to such date. The City of Dallas and Dallas County are the two remaining participating jurisdictions.

District Accomplishments

The City Center TIF District has been an instrumental part in creating a positive climate in the historic downtown core, Lamar Corridor and West End Historic District. From its inception through FY 2018, forty-four projects have generated approximately $1.2B in new investment.

On November 12, 2014, the City Center TIF District Project and Financing Plan was amended, removing certain parcels from the City Center TIF District boundary and thereby adjusting the base year value. The 12 accounts (9 addresses) were removed because redevelopment of the properties was not anticipated or would not occur during the remaining term of the City Center sub-district. Additionally, the City Center sub-district does not have the financial capacity to support redevelopment of any of the properties that were removed from the District boundary.

During FY 2017-2018, 211 N. Ervay, Flora Lofts and Mid Elm Lofts (via six-month administrative extension allowance) received deadline extensions. No new projects were awarded TIF funding. No projects completed construction during the fiscal year. 211 N. Ervay construction has been complete and the building is occupied; however, the TIF-related street work is ongoing.

Two City Center TIF District projects are currently under construction:

Mid Elm Lofts (1512, 1514 and 1516 Elm Street)
The project involves rehabilitation and redevelopment of the three historic buildings into 29 lofts and ground floor, basement and roof top retail/restaurant space. Total project cost is estimated to be $18,000,000. The project is anticipated to be complete in December 2018.





Corgan-Crescent Addition
The Corgan-Crescent Addition project (Luminary) is a multi-tenant office addition and transit- oriented development in the West End of Dallas primarily intended for the expansion of Corgan architecture firm. The project includes the addition of 95,000 square feet for a total of approximately 155,000 square feet of office space within the site. This includes a 20,000 square foot expansion for Corgan and an additional 75,000 square feet of speculative tenant space. The construction also includes the addition of a 437-space parking structure. TIF funding in the amount of $875,000 was awarded in April 2017. The project is nearing completion.





City Center TIF District Projects[1]

Projects Within TIF District Utilizing TIF Funding

Project	Location	Calendar Year Complete	Status	Units/ SF[2]	Approx. Value[3]	TIF Investment[4]
Kirby Building	1509 Main Street	1999	Complete	156 apartment units; 15,000 SF retail	$15,652,630	$470,891
Wilson Building	1623 Main Street	1999	Complete	135 apartment units; 10,000 SF retail	$21,000,000	$3,883,691
Magnolia Building	1401 Commerce Street	1999	Complete	330 hotel rooms	$28,183,000	$594,486
Stone Street Gardens	1525 Main, 1520 Elm Streets	2002	Complete	29,000 SF retail	$2,600,000	$292,062
Universities Center at Dallas	1901 Main Street	2002	Complete	20,000 SF educational space	See 1900 Elm Street	$2,236,550
Merriman Architects	300 N. Field Street	2002	Complete	40,000 SF office space	$1,525,000	$50,000
Davis Building	1309 Main Street	2003	Complete	183 apartment units; 15,000 SF retail	$35,047,740	$1,350,000
Hart Furniture Building	1929-1933 Elm Street	2003	Complete	16,600 SF retail	$1,840,370	$1,392,443
Thompson Bldg	1520-22 Main Street	2004	Complete	19,000 SF retail	$2,300,000	$1,171,629
Dallas Power & Light Bldgs	1506 &1512 Commerce Street	2005	Complete	154 apartment units; 28,000 SF retail	$12,628,000	$6,864,909
Interurban Building	1500 Jackson	2005	Complete	134 apartments units; 20,000 SF retail	$18,100,000	$5,536,038
Gulf States	1415 Main Street	2007	Complete	64 apartment units; 5,000 SF retail	$9,400,000	$5,075,848
Republic Tower	350 N. Ervay Street	2007	Complete	227 apartment units	$37,645,000	$5,114,468
1608 Main Street & Pedestrian	1608 Main Street	2008	Complete (Shell & Interior)	8,000 SF retail; 4,000 SF office	$1,700,000	$1,555,512
Joule Hotel	1530 and 1524 Main Street	2008	Complete	114 hotel rooms; 15,000 SF retail	$19,504,810	$9,375,792

Mosaic (Fidelity Union)	318 North Akard Street	2007	Complete	440 apartment units; 23,000 SF retail	$70,000,000	$9,000,000
Metropolitan	1200 Main Street	2007	Complete	273 condo units; 10,000 SF retail	$73,405,600	$4,750,000
Liberty State Bank Relocation Project	600 S. Harwood Street	2014	Complete	2,000 SF retail; 2,000 SF office	$1,193,310	$985,000
711 Elm Street	711 Elm Street	2015	Complete	3,000 SF retail	$2,800,000	$124,000
Hartford Building	400 N. St. Paul Street	2016	Complete	161,082 SF office; 12,396 SF retail	$5,200,000	$1,200,000
555 Ross[8]	1777 N. Record Street	2016	Complete	267 apartment units	$45,390,000	$5,500,000
211 N. Ervay Street	211 N. Ervay Street	2016	Complete (street work under const)	144,000 SF office; 22,000 SF retail	$9,970,000	$2,000,000
Thanksgiving Tower	1601 Elm Street	2017	Complete	200,000 SF office; 10,000 SF retail	$92,491,580	$6,000,000
Mid Elm Lofts[8]	1512-1516 Elm Street	2018	Under Construction	29 apartment units; 17,736 SF retail	$18,000,000	$3,900,000
Corgan-Crescent Addition	401 N Houston Street	2018	Under Construction	95,000 SF office	$41,797,200	$875,000
Flora Lofts[8]	2121 Flora Street	2020	Approved/ Planned	52 artist apartment units; 10,000 SF retail	$24,859,691	$4,577,916
Subtotal		**2,114 residential units; 444 hotel rooms; 644,082 SF office; 288,732 SF retail; 20,000 SF educational**			$592,233,931	$83,876,235
Projects Within TIF District Not Utilizing TIF Funding[5]						
Project	**Location**	**Calendar Year Complete**	**Status**	**Units/ SF**	**Approx. Value**	**TIF Investment**
Majestic Lofts (Titche-Goettinger)	1900 Elm Street	1997	Complete	129 apartment units; 15,000 SF retail	$18,576,000	$0
Sheraton Hotel	400 North Olive Street	1998	Complete	1,844 hotel rooms	$129,775,500	$0
Santa Fe II (SoCo Lofts)	1122 Jackson Street	1999	Complete	205 condo units	$40,966,410	$0
Jackson Street Lofts	1300 Jackson Street	2002	Complete	8 condo units; 5,000 SF retail	$3,193,440	$0

1505 Elm	1505 Elm Street	2004	Complete	65 condo units	$16,106,460	$0
Dallas Rooftop Gardens	1217 Main Street	2006	Complete	28,000 SF retail	$1,450,000	$0
Third Rail Lofts (additional information on following page)	1407 Main Street	2007	Complete	84 apartment units; 20,000 SF retail space	$28,200,000	Chapter 380 funds
U.S. Post Office Building	400 N. Ervay Street	2011	Complete	5,000 SF retail; 78 apartment units	$17,556,610	$0
Houseman Building	400 N. Akard	2011	Complete	5,266 SF retail; 40,576 SF office	$2,250,000	Chapter 380 funds
1025 Elm Street	1025 Elm Street	2013	Complete	130 hotel rooms	$11,932,560	$0
One Dallas Center (Patriot Tower)	350 N. St. Paul	2014	Complete	276 apartment units; 300,000 SF office reno	$80,980,200	10 yr tax abatement on 90% added value
One Main Place Westin Conversion	1201 Main Street	2016	Complete	593,750 SF office reno 326 hotel rooms 4,800 SF retail	$48,047,490	$0
1700 Commerce	1700 Commerce	2016	Complete	176 hotel rooms; 3,763 SF retail	$14,500,000	$0
717 N. Harwood	717 N. Harwood	2017	Complete	400,000 SF office; 7,000 SF retail	$50,285,000	$0
1217 Main Street	1217 Main Street	2018	Complete	6,250 SF retail; 18,750 SF office	$1,450,000	$0
Factory Six03 (West End Marketplace)	603 Munger	2018	Complete	165,000 SF office; 9,000 SF retail	$73,261,290	$0
Courtyard Marriott Hotel	310 S. Houston	2018	Complete	167 hotel rooms	$26,115,410	$0
Holocaust Museum	300 N. Houston	2019	Under Construction	51,000 SF museum	$61,000,000	$0
Subtotal		**845 residential units; 2,643 hotel rooms; 1,518,076 SF office; 109,079 SF retail; 51,000 SF museum**			**$625,646,370**	**$0**
Projects Utilizing and Not Utilizing TIF Funding						
Total		**2,959 residential units; 3,087 hotel rooms; 20,000 educational; 2,162,158 SF office; 397,811 SF retail; 51,000 SF museum**			**$1,217,880,301**	**$83,876,235**

[1] *All information updated as of September 30, 2018.*
[2] *Based upon either the TIF application or required minimum stated in the development agreement. May be updated for completed projects based on actual unit mix and square footage.*
[3] *Based upon: a) market value of comparable projects for anticipated projects, b) private investment stated in the development agreement for projects that are approved or under construction, or c) DCAD market value for completed projects (unless project has not yet been assessed). Values may not be fully captured by the TIF District for redevelopment projects once pre-existing value and/or the demolition of structures is netted out.*
[4] *Total amount reimbursed by the TIF district for the corresponding TIF project (includes accrued interest) as of September 30, 2018, except for Mosaic (approved TIF investment listed, as project has not been fully reimbursed)*
[5] *Selected significant projects included.*
[6] *Includes full value of exempt properties, including historic and homestead.*
[7] *Includes other incentives not shown. Contact City of Dallas Office of Economic Development for more information.*
[8] *Per the TIF program mixed-income housing requirement, noted projects are providing at least 10% of units as affordable.*
Note that 1.5M sf of non-taxable value related to the First Baptist Church that had previously been shown has been removed from the list.

Mixed-Income Housing Summary

Successful development efforts support a variety of housing options. Accordingly, ten percent (10%) of all housing units in projects using direct site-specific TIF funding assistance are subject to the City's and County's established criteria for mixed income housing. The District was created prior to adoption of the Mixed-Income Housing Policy so most projects approved between 1996 and 2012 do not have an affordable component. When the TIF Plan was amended in 2012, provisions for affordable housing were added. In this District, a total of 2,033 units have been built to date using TIF funding and 141 have been set-aside as affordable (10% of units funded since Mixed-Income Housing Policy was adopted for the City Center TIF District plus units that were funded using Section 108 HUD loans). Additionally, funding from the City Center TIF District Affordable Housing Set-Aside will be used to fund 43 low-moderate income units in the adjacent Downtown Connection TIF District (Flora Lofts). Trends show that although there remains a demand for mixed-income housing in the City's core, few developers are showing interest in additional residential projects in this TIF District.

City Center TIF District Housing Counts	# of Units	
Completed TIF residential units	2,033	
Non-TIF funded residential units	845	
Total completed units within TIF boundary	2,878	
Units under construction/planned	81	
Affordable units constructed	141	of which 114 are expired
Affordable units planned	46	
Note that the City Center TIF District Mixed-Income Housing Policy was adopted in 2012; the 114 expired units had affordable set-asides due to HUD assistance; only 555 Ross Avenue has been constructed since implementation of the Policy.		

District Initiatives			
Activity	**Scope**	**TIF Investment**	**Status**
Metropolitan Garage	Up to 600 public parking spaces	$450,000	3-year lease expired January 2005
Retail Study	Determine needs for District	$150,000	Complete
Parking Study	Determine needs for District	$380,154	Complete
N/S Streetscape	5 North/South Streets from Young to Ross Avenue	$5,403,602	Complete
Park Master Plan	Determine priority sites for District	$182,500	Complete
Affordable Housing	% of annual increment transferred to Housing Dept. to assist with affordable housing development throughout the City	$1,620,566	$3,120,566 out of $5 million funded
Dalpark Garage	Original Lease of 444 parking spaces for public use (150 short-term spaces); Amended Lease to only 150 spaces in 2010	$2,940,336 (excludes revenue)	Lease in place until 2020
Dallas County Courthouse Plaza	Improvements to public space (lighting, trees, seating, etc.)	$2,625,000	Complete
Fire Corridor	1600 Block of Elm Street	$149,135	Phase I Design Complete ($63,000 spent)
Third Rail Lofts Garage	370 public parking spaces; 95 parking spaces for adjacent residential developments	*$8,500,000	Complete
CityPark Program	600 parking spaces (converted to public use from private garages)	*$1,125,000	Program ended 2010 ($1,027,818 spent)
Retail Initiative Phase I	40,000 – 60,000 s.f. of retailers through tenant start-up cost assistance	*2,500,000	32,699 square feet retail space; $2,219,212 spent
Retail Initiative Phase II	Additional retail recruitment and retention of critical retailers	**$700,000	25,942 square feet retail space; $548,830 spent
Urban Market Retention	Retention of Urban Market for two years	**$550,000 City assistance	City assistance matched by private stakeholder funds; Assistance ended 2008
Vacant Building Improvement Initiative	To reduce the number of downtown vacant buildings	Staff time only	Four buildings were completely renovated/ two demolished/ six repaired
News Rack Ordinance	Reduce visual clutter by install uniformed, regulated newspaper racks	Staff time only	Uniformed newspaper racks installed.
Downtown Wayfinding Master Plan Update	Update master plan to include the expansion of DART and change in development areas downtown	$25,000	Partial funding of update
Downtown Parks Master Plan Update	Re-evaluate priority park sites identified in original plan and propose any new park sites downtown	Staff Time Only	Complete
Ground Floor Activation Program	Program to provide incentives to downtown building owners to renovate and tenant their vacant ground floor space	$8,300,000 over the life of the Zone	Program implementation underway
Browder Street Plaza Improvements & Retail Activation	Public space improvements and contract to provide retail (food truck) activation	***$500,000 City assistance	Complete

* The Third Rail Lofts Garage, CityPark Garages, and Retail Initiative paid from Chapter 380 funds through a release of $12.5 million in TIF funds.
**Phase II of the Retail Initiative and Urban Market assistance was funded through Public/Private Partnership Funds.
*** $500,000 in bond funds for public space improvements

Value and Increment Revenue Summary

The base value is the total appraised value of all taxable real property in the Zone, as determined by the Dallas Central Appraisal District certified property tax roll. The base value is established the year the TIF is created and/or when a property is placed within a TIF boundary.

The City Center TIF District's financing plan and boundary was amended December 2012 to add properties along the Lamar Street corridor and properties in the West End Historic District. As a result of the boundary amendment, two sub-districts were created: (1) City Center Sub-district and (2) Lamar Corridor/West End Sub-district. Each sub-district has its own base value. In November 2014, the plan and boundary was further amended to remove certain parcels from the City Center Sub-district. The map on page 2 of this document depicts the boundaries of the Zone, including the boundary of each sub-district.

City Center Sub-district
The sub-district's 2014 adjusted base year value is $577,655,884. The 2018 assessed tax value for the sub-district is $1,359,207,539 (note that County taxable value may vary). This represents an increase of $781,551,655 (135%) over the adjusted base year value. The sub-district's value increased by $96,838,996 (8%) from the previous year. The increase of the base year will result in an estimated collection of approximately $4,856,249 (City $4,856,249; County $0) in incremental revenue.

Lamar Corridor/West End Sub-district
The sub-district's 2012 base year value is $97,095,610. The 2018 assessed tax value for the sub-district is $226,233,180. This represents an increase of $129,137,570 (133%) over the base year value. The sub-district's value increased by $65,050,900 (40%) from the previous year. This increase will result in an estimated collection of approximately $1,069,095 (City $902,710; County $166,385) in incremental revenue.

Objectives, Programs, and Success Indicators

On February 12, 1997, the Dallas City Council adopted Ordinance Number 23034 which approved the City Center Tax Increment Financing District Final Project Plan and Reinvestment Zone Financing Plan, as amended. The goals of the plan are as follows:

- Make the City Center area a safer place to live and work
- Improve access to the City Center area
- Improve the image of the City Center area

- Take advantage of the existing building stock
- Develop a diverse mix of land uses within the City Center area
- Increase recreational opportunities in the City Center area

The following objectives and actions items set the framework for the planned public improvements within the City Center TIF District in 1997:

- Improve street and pedestrian lighting within the City Center TIF District.

  Improvements to five north/south streets (Field, Akard, Ervay, St. Paul and Harwood Streets to the Transit Mall) were completed in 2008. An extension of the north/south improvement project (from the Transit Mall to Ross Avenue) was also completed in 2008. These improvements included widened sidewalks, street repaving, street furniture, lighting, new crosswalks and street trees.



  Browder Street pedestrian plaza improvements are complete, enhancing the block's connection and providing street-level activation between Commerce Street and Jackson Street. AT&T's Discovery District is underway, causing temporary conflicts with the improvements. The AT&T Discovery District includes private investment of approximately $30 million in street and plaza improvements as a result of AT&T's commitment to invest in their global headquarters. The private investment associated with the building enhancements is estimated to be $100 million, of which a portion of the buildings are within the City Center TIF District boundary.

  Streetscape work is planned for Lamar Street from Young Street to Ross Avenue.

  The 360 Plan update further examines key corridors within the City Center TIF District and beyond and additional improvements are anticipated.

- Improve the pedestrian environment through landscaping, lighting and design standards for surface parking lots.

  Ordinance No. 25487 approved by City Council on January 28, 2004, required commercial parking garages and surface parking lots to comply with certain parking lot enhancements such as improved lighting, striping and landscaping. The ordinance also required the installation of wrought iron fencing but only if financed by the City Center TIF District. A fencing program was completed in 2007 that installed enhanced fencing along commercial surface parking lots located within the City Center TIF District.

- Provide public parking to encourage redevelopment of underutilized downtown office and retail space.

  On October 13, 2004, City Council authorized an agreement with Downtown Dallas Inc. to implement the City Park program. The program provided public, short-term parking space in garages in the downtown retail core in support of retail redevelopment efforts within the core. The CityPark program ended in 2010, but provided $1,027,818 over six years for the conversion of existing private garages to public use through equipment signage, marketing and the use of the City's public parking rates. The following garages participated in the program and provided a minimum of 150 public parking spaces:

  - *DalPark Garage (1600 Commerce)*
  - *Davis Lot Garage (1407 Main Street)*
  - *Star Parking Garage (1300 Ross Avenue)*
  - *Metropolitan Garage (1310 Elm Street)*



  Although the CityPark program has expired, the City continues to lease 150 low cost, transient parking spaces at the Dalpark Garage to assist with retail efforts. The Dalpark Garage lease was extended in FY 2015 for a five-year period, from July 31, 2015 to June 30, 2020. For FY 2018, TIF lease payments for Dalpark were $180,000 and revenue from the parking lease to the TIF was $207,389.

  Additionally, the developer of the Third Rail Lofts (1407 Main Street) received an $8.5M loan with a forgivable interest component to construct a parking garage providing 370 public parking spaces for 10 years, parking for adjacent residential projects and assist in the development of 20,000 square feet of retail space. The repayment was due August 8, 2018 and the City anticipates receiving the loan repayment by end of calendar year 2018. Once repaid, the 1407 Main Street short-term, low-cost public parking spaces will no longer be available.

  A Downtown Parking Strategy was completed during FY 2011 as a component of the Downtown Dallas 360 Area Plan.

  As a result of the extension of the City Center sub-district's term and increase in budget, funds have been allocated to a Parking Initiative budget line item that support expansion of public parking. The funds may be used to acquire, lease or construct parking spaces in the Zone or the greater downtown area if it benefits the Zone.

- Coordinate linkages with the new DART light rail transit mall by extending streetscape improvements from the transit mall to the Arts District, Main Street, public open spaces and City Hall.

Construction of pedestrian linkages connecting the DART light rail transit mall with the Main Street Retail District, public open spaces, City Hall and the Convention Center have been strengthened since this goal was set.

In July of 2010, the McKinney Avenue Transit Authority received a $4.9 million grant from the Federal Transit Administration and matching grant of $5 million from the North Central Texas Council of Government to complete the M-Line loop that branches off of McKinney Avenue at Olive Street. Construction of the Olive/St. Paul Street Loop is complete. The line improves connectivity between Uptown, Downtown, Klyde Warren Park, the Arts District and DART downtown transit mall.

The creation of a circulator system the downtown area was recommended by the Downtown Dallas 360 Area Plan. In September 2013, City Council approved funding to participate in the two-year pilot program D-Link, a special service from DART that provides residents, workers and visitors a way to get to some of the city's most popular arts, dining and historic destinations. The free bus route includes destinations such as American Airlines Center, Klyde Warren Park, the Perot Museum of Nature and Science, The Sixth Floor Museum, Dallas Arts District, the Bishop Arts District and many other cultural, arts and entertainment-related stops. DART, Downtown Dallas and the City of Dallas shared the $1.4 million annual cost of the program. On October 25, 2017, City Council approved a one-year extension of the Funding Agreement to allow for continuation of the D-Link, which now extends to the Farmers Market.



- Direct overall development of the City Center area through the application of design standards for public improvements and design guidelines for private development.

  Standards for public improvements have been established. Development projects requesting TIF funding are required to design and construct public improvements in accordance with established guidelines. All City Center TIF District proposed projects are reviewed by the City Design Studio and the Peer Review Panel.

- Encourage development of residential housing and hotels, including conversions of existing office space.

  TIF reimbursement provided through the City Center TIF District encouraged multiple residential redevelopment projects while reducing the amount of vacant obsolete space by 9.66 million square feet and increasing the number of downtown residents. Completed projects that converted existing office space include the following: Kirby Building, Wilson Building, Majestic Lofts, Davis Building, Santa Fe II, Gulf States Building, Dallas Power & Light Buildings, 1505 Elm Condominiums, Jackson Street Lofts, Republic Tower, Interurban Building,

Mosaic, 1200 Main Street, Magnolia Hotel, Sheraton Hotel, Hart Furniture, Merriman Architects, Houseman Building, 400 S. Akard, the Joule Hotel, 711 Elm, One Main Place, Hartford Building, 1217 Main Street, Thanksgiving Tower, 211 N. Ervay and 717 N. Harwood (includes conversion to any use).

- Encourage redevelopment of street-front retail.

  A Retail Initiative aimed at stimulating the creation of a retail district in downtown Dallas, initially focusing on 40,000 to 60,000 square feet in the Main Street District, was approved in 2003. Phase I of the Initiative included $2.5 million in funding for tenant start-up costs, rent subsidies, and a Leasing/Marketing Partner. Phase I of the Retail Initiative brought several unique retail establishments to downtown; however, most of these stores have not remained open.

  Phase II of the Initiative, with $700,000 in funding and a program goal of 16,000 to 20,000 square feet of retail, was approved in 2006. Jos. A. Bank (5,142 square feet) opened under the extended initiative (closed during FY 2017; used as Unbranded during holiday season). While many of the initial uses have closed, several of the spaces were able to attract new businesses without further subsidy, as a result of the initial TIF investment. Conversions of structures such as the Stone Street Gardens Buildings, the Thompson Building, 1608 Main Street, Davis Building, Dallas Power and Light Building, Metropolitan and Mosaic add to the amount of improved retail space.

  The City of Dallas Main Street District Initiative Loan and Grant Program was amended to allow expenditures for a comprehensive update of the Downtown Parking Strategy and creation of a Retail Activation Strategy to identify and prioritize improvements needed to support retail recruitment efforts in the Downtown area. Both documents were completed and approved during FY 2011.

- Encourage redevelopment of school property and improve educational and training facilities within the district.

  University of North Texas (UNT) relocated its administrative offices to the Universities Center at Dallas building and purchased the Titche-Goettinger Building located at 1900 Elm Street in December 2006.

  In 2014, UNT completed a $29 million renovation of the building aimed at housing the University's new law school. Downtown's first public law school, UNT Dallas College of Law, began its inaugural class August 2014. In addition to the project's interior improvements, the façade of the building facing Main Street Garden Park was renovated to include windows, opening up the building to the downtown community.

- Complement and protect existing historic structures.

  *Through the efforts of the City Center TIF District and the City of Dallas Historic Preservation Program, the following historic buildings within the TIF District have been improved – Kirby Building, Wilson Building, Magnolia Building, Davis Building, Stone Street Gardens, Gulf States Building, Dallas Power & Lig*ht *Buildings, Thompson Building, 1608 Main Street, Hart Furniture Building, 1530 Main Street, Republic Tower, the Interurban Building, Mosaic (Fidelity Union Life Buildings) and Hartford Building. The Main Street National Register Historic District nomination was completed and accepted by the National Park Service. The city supported the expansion of the District to include buildings on the southern side of Downtown. The new expanded Downtown National Register Historic District was accepted by the National Park Service.*

City Center Sub-district development program includes:

- **2,500 residential units**

  To date 2,611 residential units have been built in the City Center sub-district, representing approximately 104% of the development program goal. Below is a chart showing residential projects completed within the City Center TIF District:

CITY CENTER – COMPLETED RESIDENTIAL UNITS

PROJECT	LOCATION	UNITS	YEAR COMPLETED
1900 Elm (Titche-Goettinger)	1900 Elm Street	129	1997
SoCo Lofts	1122 Jackson Street	205	2000
The Kirby – Residences on Main	1509 Main Street	156	2000
Wilson Building	1623 Main Street	135	2000
Residences on Jackson	1300 Jackson Street	8	2002
Davis Building	1309 Main Street	183	2003
1505 Elm Street Condominiums	1505 Elm Street	65	2004
Interurban Building	1500 Jackson Street	134	2005
Dallas Power & Light	1506-12 Commerce Street	154	2005
Gulf States Building	1415 Main Street	64	2007
Gables at Republic Center	325 N. St. Paul, Tower I	227	2007
Fidelity Union Life Towers (Mosaic)	Pacific/Bryan/Akard	440	2007
Metropolitan	1200 Main Street	273	2007
1407 Main Street	1407 Main Street	84	2008
U.S. Post Office Building	400 N. Ervay Street	78	2011
One Dallas Center (Patriot Tower)	350 N. St. Paul	276	2014
TOTAL RESIDENTAL UNITS COMPLETED		2,611	

- ***Absorption of 4,500,000 square feet of vacant office space in the sub-district***

To date, 9.66 million square feet of previously vacant office space located within the City Center TIF District has been renovated representing 215% of the development goal.

Completed projects include Santa Fe II, Sheraton Hotel, Majestic Lofts, Kirby Building, Wilson Building, Magnolia Building, Hart Furniture, 1505 Elm, Davis Building, Dallas Power and Light, Interurban Building, Jackson Building, Republic Tower, 1530 Main Street, Gulf States, 1217 Main Street, Mosaic, 1200 Main Street, Magnolia Hotel, Sheraton Hotel, 1516 Elm Street, Hart Furniture,1217 Main Street, Houseman Building, 400 S. Akard Street, Joule Hotel, 1025 Elm Street, U.S. Post Office Building, One Dallas Center (Patriot Tower), Westin Hotel (One Main Place), 1700 Commerce, Hartford Building. 211 N. Ervay, 717 N. Harwood and Thanksgiving Tower.

- ***Activate 300,000 square feet of vacant ground floor and/or retail space in the downtown core.***

  To date, approximately 643,589 square feet of retail space, including Neiman Marcus, has been improved, representing 196% of the development program goal. The Main Street Retail Initiative has assisted in adding retail tenants to the growing number of those already established. CVS, Jason's Deli and Jimmy John's opened as part of the Retail Initiative. 7-11 opened a convenience store on the ground floor of the Metropolitan.

<u>Lamar Corridor/West End Sub-district's development program includes</u>:

- Add 2,500 residential units to the sub-district.

  555 Ross (previously known as Fairfield Residences at West End) is the first Lamar Corridor/West End Sub-district residential project completed since this sub-district was created. The project has added 267 apartments to the area, accounting for 11% of the sub-district goal. The property was sold to Mesirow Financial during the fiscal year.

- Activate 500,000 square feet of vacant ground floor and/or retail space in the sub-district.

  Approximately 3,000 square feet of vacant ground floor space has been renovated as part of the 711 Elm Street TIF project. Additionally, Factory Six03 adds approximately 10,000 square feet of ground floor retail/restaurant space.

- Absorb vacant office space in the sub-district.

  Since the inception of the Lamar Corridor/West End sub-district and as of FY 2018, several new property purchases by established office-focused real estate firms have positioned the sub-district to become an up-and-coming

creative/innovative office market. In FY 2018, Factory Six03 (West End Marketplace) completed rehabilitation of the 182,000 square foot historic structure (plus 28,000 square foot basement and 25,000 square foot rooftop addition) for creative office space. Factory Six03 has foregone the approved TIF incentives and instead will receive an historic tax abatement.

The Corgan-Crescent project is a multi-tenant office addition and transit-oriented development in the West End of Dallas primarily intended for the expansion of Corgan. The design includes the addition of 95,000 square feet for a total of approximately 155,000 square feet of office space within the site. This includes a 20,000 square foot expansion for Corgan and an additional 75,000 square feet of speculative tenant space. The construction also includes the addition of a 437-space parking structure. The project is anticipated to be complete December 2018.

Year-End Summary of Meetings

The City Center TIF District Board of Directors met two (2) times during FY 2017-2018, December 14, 2017 and May 10, 2018.

The City Center TIF District Board of Directors consists of nine (9) members including six (6) City of Dallas appointees, one (1) Dallas Independent School District (DISD) appointee, one (1) Dallas County appointee and one (1) Dallas County Community College District appointee. During FY 2017-2018, the City Center TIF Board consisted of the following members:

Board Member List
Larry James – City Appointee (Attended 2 of 2 meetings)
Evan Beattie – City Appointee (Attended 1 of 2 meeting)
John Perry – City Appointee (Attended 2 out of 2 meetings)
Vacant – City Appointee
Vacant – City Appointee
Vacant – City Appointee
Orlando Alameda – DISD Appointee (Attended 2 of 2 meetings)
Rick Loessberg – Dallas County Appointee (Attended 2 of 2 meetings)
Clyde Porter – DCCCD Appointee (Attended 0 of 2 meetings)

During FY 2017-2018, the City Council approved four items that were significant to the City Center TIF District.

On December 12, 2017, City Council held a public hearing to receive comments on the 360 Plan as a guide to future City Council actions concerning land use and development regulations, transportation and economic development, and capital improvement expenditures in the area generally bounded by a two and a half mile

radius centered on the intersection of Main Street and Akard Street, and consideration of a resolution to adopt the plan (Resolution No. 17-1940).

On February 14, 2018, City Council authorized an amendment to Resolution No. 17-0534, previously approved on March 22, 2017, to (1) amend the parties to reflect the owner as Flora Street Lofts, Ltd., and the developer as Artspace Projects, Inc.; and (2) allow for a six-month extension to project deadlines in the future, if necessary, for the development agreement associated with previously approved TIF funding for the Flora Lofts Project located at 2121 Flora Street in the Arts District (Resolution No. 18-0283).

On February 28, 2018, City Council approved a resolution accepting the FY 2016-2017 Annual Report on the status of Tax Increment Financing Reinvestment Zone Number Five, (City Center TIF District), submitted by the City Center TIF District's Board of Directors, and authorizing the City Manager to submit the annual report to the Chief Executive Officer of each taxing jurisdiction that levies taxes on real property in the District, and to the State Comptroller, as required by state law (Resolution No. 18-0350).

On June 27, 2018, City Council authorized a deadline extension for the 211 North Ervay redevelopment project to extend the certificate of occupancy and completion date from December 31, 2016 to October 31, 2018 and as additional consideration for the extension, enhance the street work to include removal of the existing ramp and loading area (Resolution No. 18-0921).

Budget and Spending Status

City Center TIF District

Projected Increment Revenues to Retire TIF Fund Obligations

Category	TIF Budget[1]	Allocated/Expended[3]	Balance
Original City Center TIF Collection[2]	$75,696,253	$75,696,253	$0
Public Infrastructure Improvements	$8,500,000	$4,963,100	$3,536,900
Parking[5]	$5,500,000	$1,224,000	$4,276,000
Redevelopment/Development Projects	$40,972,111	$15,497,787	$25,474,324
District Wide Improvements	$4,000,000	$0	$4,000,000
Affordable Housing	$6,500,000	$4,577,916	$1,922,084
Ground Floor Activation	$8,300,000	$0	$8,300,000
Plan Implementation/Administration	$2,500,000	$482,625	$2,017,375
Total Project Costs	**$151,968,546**	**$102,441,681**	**$49,526,683**

[1]Budget shown above in total dollars (including interest earnings and potential parking revenue), as approved in the Project Plan and Reinvestment Zone Financing Plan for the District.

[2]This amount represent the total amount of TIF funds expended from 1997 to 2012.

[3]Allocated/Expended amounts are TIF funds committed and/or spent to district projects through FY 2018

[4] TIF administration costs shown are expended or committed through FY 2018

[5]Includes 2013-2020 Dalpark Parking lease; Parking revenue (not shown) is offsetting Dalpark lease expenditures

District Set-Asides

As shown in the budget above, the City Center TIF District Budget includes several District Set-Asides.

The Affordable Housing Set-Aide funds may include residential projects located in areas where mixed income or affordable housing does not currently exist. This set-aside is 12.55% for the first 5 years of the District's extension (2013 to 2017) and 10% for the remaining years (2037) or until approximately $6.5 million has been collected for this line item.

District-Wide Improvements Initiative Set-Aside should support specific improvement projects benefiting multiple properties or blocks within the District and not specific to a single development site such as public parks, gateways, trails, public open space, public facilities, or utility/streetscape improvements. Utility burial and/or streetscape improvement projects at any location in the District may be eligible upon approval by the Board. These funds can be used to leverage additional funding for district-wide improvement projects such as grants. It is anticipated that Thanksgiving Square could be funded from this Set-Aside should TIF funding be sought. This set-aside is 8% of the District's total increment for the first 5 years of the District's extension (2013-2017) and 5% for the remaining years of the District (2037) until approximately $4 million has been collected for this line item.

Ground Floor/Retail Activation Initiative Set-Aside are detailed in the Downtown Ground Floor Activation Grant Program. This set-aside is 15% of the District's Total Increment for the first 5 years of the District's extension (2013-2017) and 10% for the remaining years of the District (2037) or until approximately $8.3 million has been collected.

Parking Initiative Set-Aside may include leasing of parking, including any extensions of Dalpark garage. This set-aside is 8% for the first 10 years of the District's extension (2013–2022) and 10% for the remaining years of the Zone (2037) or until approximately $5.5 million has been collected for this line item.

	Afford Hsng	District Wide	Retail	Parking
Collected Through 2018:	$2,492,156	$1,588,625	$2,978,673	$1,588,625
Total Allowable for Life of TIF District:	$6,500,000	$4,000,000	$8,300,000	$5,500,000
Committed to Date:	$4,577,916	$0	$0	$1,224,000

Note that the Parking set-aside includes 2013-2020 Dalpark Parking lease; Parking revenue (not shown) is offsetting Dalpark lease expenditures.

M/WBE Participation

TIF projects must comply with the Business Inclusion and Development ("BID") Plan and the City's Fair Share goals of certified minority/women-owned business enterprises ("M/WBE") participation for both public and private improvements. TIF assisted projects are not required to be publicly bid. As a result, TIF projects are privately bid and are monitored to ensure compliance with the City's BID Plan and Fair Share Goals. Reporting is not required until project or benchmark completion.

City Center TIF M/WBE Participation				
Project	**Contractors**	**Construction Amount**	**M/WBE Contract Amount**	**M/WBE Participation**
Streetscape	HOK	$1,584,154	$664,945	41.97%
Kirby	Gibson	$440,000	$42,724	9.71%
Magnolia	Bell	$586,300	$96,329	16.43%
Parking	Kittelson	$380,155	$135,335	35.60%
Stone Street	Village Interiors	$979,000	$185,814	18.98%
Park Master Plan	Carter & Burgess	$365,000	$9,000	2.47%
Hart Furniture Bldg	Harrison Walker	$1,143,129	$202,615	17.72%
Thompson Building	Nedderman & Assoc.	$2,000,464	$241,822	12.09%
Streetscape Construction	Northern Pipeline Construction Co.	$2,780,691	$1,141,540	41.05%
Elm St. Fire Corridor	Architexas	$63,000	$17,762	28.19%
Retail Marketing/Leasing	Dallas Downtown Partnership	$247,500	-	0.00%
DP&L	Various	$5,169,921	$2,724,525	52.70%
Wayfinding Signs	Bunting Graphics	$553,886	$72,320	13.06%
Interurban Building	Andres Construction	$5,228,415	$1,966,491	37.61%
Gulf States Building	Various	$3,703,168	$876,480	23.67%
Republic Center	Various	$2,168,806	$52,936	2.44%
Joule Hotel	Various	$13,528,365	$544,982	4.03%
N/S Streetscapes	Texas Standard Construction	$1,619,260	$615,318	38.00%
Metropolitan	Certified/LVI Environmental	$3,868,400	$967,100	25.00%
1608 Main Street Pedestrian Way	Nedderman & Assoc.	$476,700	$132,893	27.88%
1608 Main Street	Nedderman & Assoc.	$1,455,660	$361,868	24.86%
Mosaic	Certified/LVI Environ	$8,882,955	$2,492,880	28.06%
Liberty State Bank	Various	$1,647,499	$503,220	30.54%
711 Elm	Various	$304,030.55	$88,074	28.97%
555 Ross	Various	$28,920,233	$9,501,341	32.85%
Hartford Building	Dallas Hartford, LLC	$2,189,517	$484,388	22.12%
TOTALS		**$90,286,209**	**$24,122,702**	**23.69%**

FY 2019 Work Program

The work items for FY 2019 for the City Center TIF District are as follows:

- Approval of the City Center FY 2017-2018 Annual Report.
- Continue support of City's office/ business retention efforts in the downtown core.
- Identify and support opportunities for improving physical connections between the Downtown Core and surrounding districts including the Convention Center, Victory, Lamar Corridor, and West End neighborhoods.
- Complete existing projects
- Identify and promote redevelopment of key properties in the District
- Implement Ground Floor Activation Strategy for district and continue to investigate monetizing program's annual funding source
- Complete City audit of completed TIF projects and reimburse based on available increment and in accordance with the City Center TIF District Reimbursement Queue Policy
- Continue to work with relevant city departments on various downtown transportation projects.
- City Council consideration of various proposed development projects
    - Adolphus Tower
    - Thanks-Giving Square (potential District-Wide Improvement funding)

Appendix A - District Financials

City of Dallas, Texas
City Center Tax Increment Financing District Fund
Balance Sheet as of September 30, 2018 (Unaudited)
With Comparative Totals for September 30, 2017, 2016, 2015, and 2014 (Audited)

	2018	2017	2016	2015	2014
Assets:					
Pooled cash and cash equivalents	$12,071,531	$7,407,024	$5,241,071	$3,384,837	$2,143,150
Interest receivable	$27,798	$0	$27,901	$4,082	$2,302
Accounts receivable-Parking	$0	$18,083	$7,173	$12,199	$11,759
Total assets	$12,099,329	$7,425,107	$5,276,145	$3,401,118	$2,157,212
Liabilities and Fund Balance (Deficit):					
Liabilities:					
Accounts payable	$2,162,465	$30,000	$170,116	$0	$998,500
Advances from developers	$1,049,697	$1,903,093	$2,605,543	$4,360,278	$4,725,961
Due to general fund	$0	$37,490	$37,490	$37,490	$37,490
Accrued liability	$0	($3,565)	($3,565)	($3,565)	($3,565)
Total liabilities	$3,212,162	$1,967,017	$2,809,584	$4,394,202	$5,758,385
Fund Balance (Deficit):					
Fund Balance (Deficit)	$8,887,167	$5,458,090	$2,466,561	($993,084)	($3,601,174)
Total Liabilities and Fund Equity	$12,099,329	$7,425,107	$5,276,144	$3,401,118	$2,157,212
	$0	($0)	($0)	($0)	($0)

City Center Tax Increment Financing District Fund
Statement of Revenues, Expenditures and Changes in Fund Balance (Deficit)
Balance Sheet as of September 30, 2018 (Unaudited)
With Comparative Totals for September 30, 2017, 2016, 2015, and 2014 (Audited)

	ITD	2018	2017	2016	2015	2014
Revenues:						
Tax increment-Governmental	$94,095,650	$4,708,079	$4,324,981	$3,363,323	$2,578,452	$1,860,846
Tax increment-Intergovernmental	$6,201,215	$929,781	$760,519	$559,545	$407,412	$334,755
Affordable housing contribution	$307,787	$0	$0	$0	$0	$7,787
Interest income	$10,324,239	$129,806	$71,234	$37,987	$14,768	$0
Parking Revenue	$1,779,370	$203,560	$152,766	$165,447	$144,987	$144,957
Net increase in fair value of investments	($332,530)	($36,184)	($19,758)	$481	$7,262	($595)
Total revenue	$112,375,731	$5,935,042	$5,289,743	$4,126,783	$3,152,880	$2,347,750
Expenditures:						
Administrative expenses	$2,595,390	$71,101	$98,780	$93,283	$58,331	$76,004
Affordable housing participation	$3,745,566	$0	$0	$0	$0	$0
Non-capital outlay	$73,000,674	$1,495,568	$2,042,054	$350,220	$198,714	$1,111,251
Capital outlay	$10,751,266	$845,842	$14,276	$0	$55,100	$49,500
Interest and fiscal charges	$8,895,269	$93,453	$143,104	$223,635	$232,645	$259,975
Total expenditures	$98,988,166	$2,505,965	$2,298,214	$667,138	$544,790	$1,496,730
Excess (Deficiency) of Revenues over Expenditures	$13,387,565	$3,429,077	$2,991,529	$3,459,645	$2,608,089	$851,020
Other financing sources (uses):						
Developer Participation	$5,416,002	$0	$0	$0	$0	$0
Transfer out	($10,000,000)	$0	$0	$0	$0	$0
Total other financing sources	($4,583,998)	$0	$0	$0	$0	$0
Excess (deficiency) of revenues and other financing sources over (under) expenditures and other uses	$8,803,567	$3,429,077	$2,991,529	$3,459,645	$2,608,089	$851,020
Fund balance (Deficit) at beginning of year as previously reported	$0	$5,458,090	$2,466,561	($993,084)	($3,601,174)	($4,452,194)
Prior period restatement	$83,600	$0	$0	$0	$0	$0
Fund balance (Deficit) at beginning of year, as restated	$83,600	$5,458,090	$2,466,561	($993,084)	($3,601,174)	($4,452,194)
Fund balance (deficit) at end of year	$8,887,167	$8,887,167	$5,458,090	$2,466,561	($993,084)	($3,601,174)

Note: Fiscal year 2017-18 unaudited financial statements are based on preliminary close numbers and are subject to review by the City Controller's Office prior to approval by the City Council. In case of any material changes, TIF board will be provided with the updated financial statements.

City Center Tax Increment Financing District
Reinvestment Zone Number Five, City of Dallas, Texas
As of September 30, 2018

Chapter 311.016 of V.C.T.A. requires the following information as part of the annual report on the status of the TIF District. Information is contained in detail on the attached financial statements.

1. Amount and source of revenue in the tax increment fund established for the zone:

$93,621	Interest Income
$203,560	Parking Income
$5,637,860	Ad Valorem Taxes (Collected in FY'2017-18 based on 2017 Final Tax Roll)
$5,935,042	**Total Revenue**

2. Amount and purpose of expenditures from the fund:

$71,101	Administrative Expense
$0	Affordable Housing Participation
$1,495,568	Non-Capital outlay *
$845,842	Capital outlay *
$93,453	Additional Subsidy in Form of Grant (in lieu of interest expense)
$2,505,965	**Total Expenditures**

*** These expenditures are detailed as follows:**

	Total Expenditures	Capital Outlay	Non-capital Outlay
Parking Subsidy-Dalpark Garage	$165,000	$0	$165,000
TIF Economic Dev.Grant - Fairfield West End Residences	$1,314,830	$0	$1,314,830
TIF Economic Dev.Grant - Thanksgiving Tower	$12,173	$0	$12,173
Fairfield West End Residences	$832,635	$832,635	$0
Public Infrastructure Improv-Dallas Hartford, LLC	$13,207	$13,207	$0
WW Mosaic Dallas LLC - Interest Expense	$93,453	$0	$93,453
Miscellaneous	$3,566	$0	$3,566
Total Expenditures	$2,434,864	$845,842	$1,589,021

3. a. Amount of Principal and Interest due-on outstanding bonded indebtedness:
None. City Center TIF District has incurred no bonded indebtedness.

b. The zone had the following contingent obligations at September 30, 2018 which are being reimbursed from availabe TIF funds:

		Balance Due (Since Inception)			Payments To Date			
			Accrued			Accrued		Net Balance
Developer	Project	Principal	Add'l Subsidy (1)	Total Due	Principal	Add'l Subsidy (1)	Total Paid	Due
Post Properties, Inc.	Wilson Building	$3,400,000	$483,691	$3,883,691	$3,400,000	$483,691	$3,883,691	$0
Hall Financial Group	Kirby Building Redev.	$435,797	$35,094	$470,891	$435,797	$35,094	$470,891	$0
Holtze Magnolia	Magnolia Building Redev.	$570,000	$24,486	$594,486	$570,000	$24,486	$594,486	$0
Republic Center, LLP.	Republic Building Redev.	$750,000	$88,921	$838,921	$750,000	$88,921	$838,921	$0
Stone Place Mall Investors	Stone Place Mall	$276,000	$16,062	$292,062	$276,000	$16,062	$292,062	$0
Elm Street Development	Hart Furniture Building	$1,333,191	$59,252	$1,392,443	$1,333,191	$59,252	$1,392,443	$0
Main Street Investors JV	Thompson Building	$1,065,000	$106,629	$1,171,629	$1,065,000	$106,629	$1,171,629	$0
Hamilton DPL Development	DP&L Bldg. Restoration	$6,503,159	$361,750	$6,864,909	$6,503,159	$361,750	$6,864,909	$0
TIF Hotel, Inc.	Joule Hotel Redev.	$8,500,000	$875,792	$9,375,792	$8,500,000	$875,792	$9,375,792	$0
Barker-Nichols, LLC	Interurban Building	$5,000,000	$536,038	$5,536,038	$5,000,000	$536,038	$5,536,038	$0
Ervay Residential Partners, Inc.	Republic Center Tower I	$4,605,000	$509,468	$5,114,468	$4,605,000	$509,468	$5,114,468	$0
GS Murray Development, Inc.	Gulf States Building Redev.	$4,666,650	$409,198	$5,075,848	$4,666,650	$409,198	$5,075,848	$0
Gonzalo 1200 Main, LLC.	1200 Main Street Redevel.	$4,750,000	$1,220,990	$5,970,990	$4,750,000	$1,220,990	$5,970,990	$0
WLK Mosaic Owner, LP.	Fidelity Union Bldg. Redev.	$9,000,000	$4,094,153	$13,094,153	$7,950,303	$4,079,243	$12,029,546	$1,064,607 **
SandCap 711 Elm Partners, LP	711 Elm Street Garage	$124,000	$0	$124,000	$124,000	$0	$124,000	$0
Dallas Hartford, LLC	Hartford Building	$1,200,000	$0	$1,200,000	$27,483	$0	$27,483	$1,172,517
MFREVF III - Ross, LLC	Fairfield Residences at West End	$5,500,000	$0	$5,500,000	$4,164,635	$0	$4,164,635	$1,335,365 **(2)**
1601 Elm Holdings, LP	Thanksgiving Tower	$6,000,000	$0	$6,000,000	$12,173	$0	$12,173	$5,987,827
	Totals	**$57,678,797**	**$8,821,523**	**$66,500,320**	**$54,121,219**	**$8,806,613**	**$62,927,832**	**$3,572,489**
Principal -WLK Mosaic Owner, LP								**$1,049,697** **
Accrued Interest at 9/30/2018								**$14,910** **
Total								**$1,064,607**

(1) Additional Subsidy in Form of Grant (in lieu of interest expense)

(2) MFREVF III - Ross, LLC - accrued expenditures & liability for $2,147,465 as of 9/30/2018. Funds were transferred in November 2018 (fiscal year 2019) to MFREVF III-Ross, LLC

c. The Zone has entered into a development agreement for each of the following projects, but has not begun reimbursement as of September 30, 2018:

Developer	Project Name	Maximum TIF Award
Alterra 211 North Ervay, LLC	211 N. Ervay	$2,000,000
RREAF Holdings (Mid Elm), LLC	Mid Elm Lofts	$3,900,000
Corgan-Crescent	GPIF Houston Street LLC.	$875,000

Note: Reimbursement shall begin after project completion and upon availabiltiy of TIF funds.

4. Tax increment base and current captured appraised value retained by the zone:

Taxing Jurisdiction	Taxable Value 2018	Base Year 1996 Value	Est. Captured Value 2018**
City of Dallas-City Center Sub-District Zone A	$1,358,014,229	$577,242,124	$780,772,105
City of Dallas-City Center Sub-District Zone B	$1,193,310	$413,760	$779,550
City of Dallas-Lamar Sub-District	$226,233,180	$97,095,610	$129,137,570
Dallas County-Lamar Sub-District	$226,233,180	$97,095,610	$129,137,570

****** Based on Certified Taxable Values. Final values will be determined on February 01, 2019.

5. Captured appraised value by the municipality and other taxing units, the total amount of the tax increment received, and any additional information necessary to demonstrate compliance with the tax increment financing plan adopted by the governing body of the municipality:

a. Estimated tax increment shared by the municipality and other participating taxing jurisdictions:

Taxing Jurisdiction	Assessment Per $100	% Captured Value Used	Amount of Estimated 2018 Increment
City of Dallas-City Center Sub-District Zone A	0.77670	62.14%	$4,851,406
City of Dallas-City Center Sub-District Zone B	0.77670	62.14%	$4,844
City of Dallas-Lamar Sub-District	0.77670	69.90%	$902,710
Dallas County-Lamar Sub-District	0.24310	12.88%	$166,385
Total for all Jurisdictions	$2.57320		$5,925,344

b. The total amount of estimated tax increment to be billed for the 2018 tax year is $5,925,344. For the 2017 tax year, increment in the amount of $5,637,860 was received.

City of Dallas, Texas
City Center Tax Increment Financing District
Notes to Financial Statements for the Year Ended September 30, 2018
(Unaudited)

1. The measurement focus used for the TIF Zone fund is a flow of financial resources. The financial statements are prepared using the modified accrual basis of accounting. Under the modified accrual basis of accounting, tax increment revenues and interest are recognized as revenue when they become both "measurable" and "available" to finance expenditures of the current period. Expenditures are recognized when the liability is incurred.

2. State statute requires that each taxing jurisdiction remit its ad valorem taxes to the Zone by May 1 of each year (remittance to occur no more than 90 days after taxes for the jurisdiction become delinquent).

3. The TIF's cash balances are invested in the City's investment pool and include amounts in demand deposits as well as short-term investments. Pooled investments and short-term non-pooled investments are treated as cash equivalents. Investment income on the pooled investments is prorated monthly based upon the average daily cash balance in each fund.

4. The Zone's Financial Plan permits expenditures not to exceed $4,660,402 over the life of the TIF to reimburse the City for administrative costs which is made up of the original allocation $2,160,402 and an additional $2,500,000 over the extended period of the district. The Zone began reimbursing the General Fund for administrative costs in FY'1998-99. Any future remittance for administrative expenses would come from excess cash as tax increment revenue increases as a result of increased assessed values.

5. The Zone has received advances from developers to fund improvements that have been completed. Following developer advance including principal and interest was outstanding at September 30, 2018:

   $1,064,607.24 for Fidelity Union Building advance bears interest at 4.87% compounded semi-annually.

6. All project costs resulting in capital improvements which are owned by the City are capitalized by the City of Dallas.

Appendix B –
Mixed Income Housing Chart

Developer	Project Name	Address	Res Units	Afford Hsng	Completion Year	Project Status
RESIDENTIAL TIF PROJECTS APPROVED PRIOR TO MIXED INCOME POLICY (pre-2012)						
Hall Financial Group	Kirby Building	1509 Main St	156	57 (expired)	1999	Complete
Post Properties	Wilson Building	1623 Main St	135	14 (expired)	1999	Complete
Davis Apartments, LLP (Hamilton)	Davis Building	1309 Main St	183	43 (expired)	2003	Complete
Hamilton Properties	Dallas Power & Light Building	1506, 1512, &1517 Commerce St	154	0	2005	Complete
Barker Nichols, LLC	Interurban Building	1500 Jackson St	134	0	2005	Complete
GS Murray Development, Inc	Third Rail (Gulf States Building - 1415 Main Street)	1415 Main St	64	0	2007	Complete
Gables (Republic Center, LLP)	Gables Republic Tower (I)	300 N Ervay St	227	0	2007	Complete
Hamilton Fidelity LP (Hamilton Properties)	Mosaic (Fidelity Union)	1507 Pacific Ave	440	0	2007	Complete
LB 1200 MAIN LP	Metropolitan	1200 Main St	273	0	2007	Complete
TOTAL 1999-2011			**1,766**	**114**	**(expired)**	
RESIDENTIAL TIF PROJECTS APPROVED AFTER MIXED INCOME POLICY (post-2012)						
Fairfield Residential	Fairfield at West End	302 N Houston	267	27	2016	Complete
Mid Elm TIF, Inc	Mid Elm Lofts	1512-1516 Elm Street	29	3	2018	Under Construction
Flora Street Lofts, Ltd	Flora Lofts	2121 Flora Street	52	43	2020	Approved/ Planned
TOTAL 2012-Current			**348**	**73**	**21%**	

Note that Flora Lofts is located within the Downtown Connection TIF District Bounday but funded with City Center TIF District Affordable Housing Set-Aside Funds.

Appendix C –
Project Payback Assumptions

FY	Net Avail. for Reimb.	Mosaic	Fairfield at Ross	Hartford Building	211 N. Ervay	Thanksgiving Tower	Mid Elm Lofts	*Corgan-Crescent	Total Payments	Net Available Cash
PAID PRIOR TO '18			$2,017,170	$14,276	$0	$0	$0	$0		
2018 (actual)	$3,119,694	$946,849	$2,147,465	$13,207	$0	$12,173	$0	$0	$3,119,694	$0
2019	$3,888,362	$1,295,991	$1,335,365	$1,169,346	$60,902	$12,173	$9,064	$5,520	$3,888,361	$0
2020	$4,161,423	$0	$0	$3,171	$1,939,098	$2,204,570	$9,064	$5,520	$4,161,423	$0
2021	$4,451,327	$0	$0	$0	$0	$3,771,084	$674,723	$5,520	$4,451,327	$0
2022	$4,685,030					$0	$3,207,148	$858,441	$4,065,589	$619,441
2023	$4,839,871						$0	$0	$0	$4,839,871
TOTAL TIF FUNDING		**$9M + Int**	**$5,500,000**	**$1,200,000**	**$2,000,000**	**$6,000,000**	**$3,900,000**	**$875,000**		

* $250,000 of Corgan-Crescent Funds may be paid before City Center Sub-District Termination (2022, 2023 collections), remaining $625,000 deferred if needed.

Estimated Payback Schedule is based on the following assumptions:

1. Increment is produced as estimated
2. Projects are completed and developer obligations are met
3. District Set-Asides and Administration Costs are funded prior to funding developer projects (Net Available for Reimbursement)
4. Payback schedule will change if new TIF funded projects are approved and completed during payback of project(s) shown above
5. Flora Lofts is paid from Affordable Housing Set-Aside and payment timing is dependent on if other projects are approved from the set-aside
6. Payback projections are not shown through life of TIF District

Agenda Information Sheet

File #: 19-210 **Item #:** 10.

STRATEGIC PRIORITY: Economic and Neighborhood Vitality

AGENDA DATE: February 27, 2019

COUNCIL DISTRICT(S): 2

DEPARTMENT: Office of Economic Development

EXECUTIVE: T.C. Broadnax

SUBJECT

A resolution accepting the FY 2017-2018 Annual Report on the status of Tax Increment Financing Reinvestment Zone Number Six (Farmers Market TIF District or District), submitted by the Farmers Market TIF District's Board of Directors, and authorizing the City Manager to submit the annual report to the Chief Executive Officer of each taxing jurisdiction that levies taxes on real property in the District, and to the State Comptroller, as required by state law - Financing: No cost consideration to the City

BACKGROUND

This item is being placed on the addendum due to the unavailability of fiscal year 2017-2018 administrative costs for the annual report financial statement prior to the regular agenda deadline.

State law (the Tax Increment Financing Act, Chapter 311 of the Tax Code) requires that the governing body of a city shall submit an annual report on the status of each reinvestment zone it has created to the Chief Executive Officer of each taxing unit that levies taxes on real property in the zone, as well as the State Comptroller. On May 27, 1998, City Council authorized Ordinance No. 23521, establishing Tax Increment Financing Reinvestment Zone Number Six (Farmers Market TIF District). On August 25, 1999, City Council authorized the Project Plan and Reinvestment Zone Financing Plan for this District by Ordinance No. 24001, as amended.

The Farmers Market TIF District’s assessed 2018 tax value was $409,340,216.00, an increase of $373,626,125.00 over the amended base year (note that County base and County taxable value may vary). This property value change represents 1046% increase from the adjusted base value. The 2018 tax value increased $50,658,241.00 (14%) over the 2017 tax value. The total revenue collected from 2018 values is expected to be $2,894,982.00 ($2,611,758.70 City and $283,223.33 County).

PRIOR ACTION/REVIEW (COUNCIL, BOARDS, COMMISSIONS)

On May 27, 1998, City Council held a public hearing and authorized the establishment of Tax Increment Financing Reinvestment Zone Number Six, the Farmers Market TIF District by Resolution No. 98-1582; Ordinance No. 23521.

On August 25, 1999, City Council authorized the Project Plan and Reinvestment Zone Financing Plan for the Farmers Market TIF District, by Resolution No. 99-2677; Ordinance No. 24001, as amended.

On March 27, 2013, City Council authorized the Project Plan and Reinvestment Zone Financing Plan for the Farmers Market TIF District, by Resolution No. 13-0534; Ordinance No. 28951, as amended.

On December 10, 2018, the Farmers Market TIF District Board of Directors recommended that the FY 2017-2018 Annual Report be accepted and approved.

Information about this item was provided to the Economic Development and Housing Committee on February 4, 2019.

FISCAL INFORMATION

No cost consideration to the City.

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WHEREAS, the City recognizes the importance of its role in local economic development initiatives and programs; and

WHEREAS, the City has established Tax Increment Financing Reinvestment Zone Number Six ("Farmers Market TIF District" or "District") and established a Board of Directors for the District to promote development or redevelopment in the Farmers Market area pursuant to Ordinance No. 23521, authorized by the City Council on May 27, 1998, as authorized by the Tax Increment Financing Act, Chapter 311 of the Texas Tax Code, as amended; and

WHEREAS, on August 25, 1999, City Council authorized the Project Plan and Reinvestment Zone Financing Plan for the Farmers Market TIF District by Resolution No. 99-2677; Ordinance No. 24001, as amended; and

WHEREAS, on March 27, 2013, City Council authorized the Project Plan and Reinvestment Zone Financing Plan for the Farmers Market TIF District by Resolution No. 13-0534; Ordinance No. 28951, as amended; and

WHEREAS, the Tax Increment Financing Act specifies that the governing body of a city shall submit an annual report on the financial status of the district to the Chief Executive Officer of each taxing unit that levies taxes on real property in a reinvestment zone and a copy of the report shall be forwarded to the State Comptroller; and

WHEREAS, on December 10, 2018, the Farmers Market TIF District Board of Directors passed a motion accepting the FY 2017-2018 Annual Report for Tax Increment Financing Reinvestment Zone Number Six and recommended approval of same by the City Council.

Now, Therefore,

BE IT RESOLVED BY THE CITY COUNCIL OF THE CITY OF DALLAS:

SECTION 1. That the FY 2017-2018 Annual Report for Tax Increment Financing Reinvestment Zone Number Six (Farmers Market TIF District), City of Dallas, Texas, as of September 30, 2018, a copy of which is attached hereto (**Exhibit A**), is hereby accepted.

SECTION 2. That the City Manager is hereby authorized to submit the FY 2017-2018 Annual Report for Tax Increment Financing Reinvestment Zone Number Six to the Chief Executive Officer of each taxing jurisdiction that levies taxes on real property in the District, and to the State Comptroller, as required by state law.

SECTION 3. That this resolution shall take effect immediately from and after its passage in accordance with the provisions of the Charter of the City of Dallas, and it is accordingly so resolved.

EXHIBIT A
Farmers Market TIF District
FY 2017-2018 Annual Report



City of Dallas

Office of Economic Development
1500 Marilla Street, 2CN
Dallas, Texas 75201
(214) 670-1221
http://www.dallas-ecodev.org.

October 1, 2017 to September 30, 2018

Reinvestment Zone Number Six
Farmers Market Tax Increment Financing District

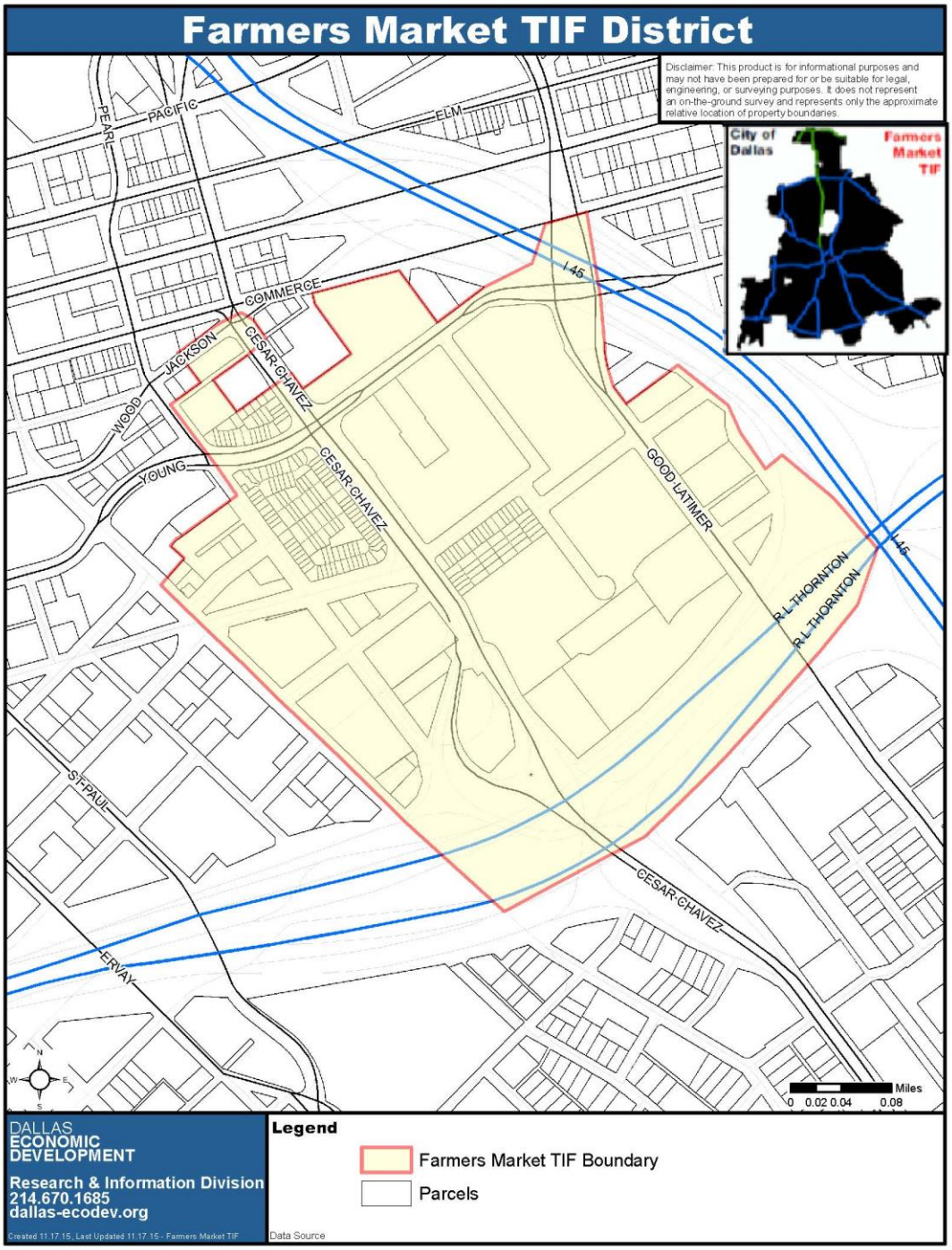


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Mission Statement

The mission of the Farmers Market Tax Increment Financing District is to provide a source of funding for public infrastructure improvements to promote the redevelopment, stabilization and growth of the Farmers Market TIF District area. An accompanying goal is the stabilization and growth of the value of the area's tax base and support of the Dallas Farmers Market.

The Dallas City Council established the Farmers Market TIF District by Ordinance Number 23521 on May 27, 1998. The Farmers Market TIF District took effect on October 1, 1998.

In 2013, the Project and Reinvestment Zone Financing Plan was amended to increase the geographic area of the Farmers Market TIF District to include properties located south and east of the existing boundary and extend the term of the District to December 31, 2028 and other related changes as approved by Ordinance 28951. In 2015, the Project and Reinvestment Zone Financing Plan was further amended to increase the geographic area of the Farmers Market TIF District to include properties located on the east side of Harwood Street, south of Canton Street and to adjust the TIF Budget to reflect an increase in TIF collections. As per the amendments, the City of Dallas and Dallas County are the two participating jurisdictions; the City's participation is 90%, and the County's participation is 40%.

Farmers Market TIF District Accomplishments

The Farmers Market TIF District was initially created to facilitate the redevelopment of vacant and underutilized land adjacent to the Dallas Farmers Market. The District was amended to promote redevelopment of the Dallas Farmers Market. With more new residential development under construction and planned, the area is maturing as a major contributor to the revitalization and growth of the downtown area.



Phase 1A of The Park at Farmers Market features 620 apartment units and a clubhouse. Public improvements in Phase 1A include the extension of Marilla Street into the project, construction of Farmers Market Way, streetscape improvements and street lighting. Construction of Phase 1B, with 284 apartment units, is completed on the site immediately south of Phase 1A.

Phase II, a 17-unit townhouse development at the northeast corner of Canton Street and South Cesar Chavez Boulevard, were completed during the summer of 2000. Public improvements for Phase II include streetscape improvements, street lighting, wastewater and water improvements.



Camden Phase 1A apartments



Camden Phase II - 17 Town Homes

Farmers Market/Deep Ellum Connector Walkway provides connectivity from the District to the Deep Ellum entertainment District, it was completed in 2002. Improvements such as lighting and benches in conjunction with the Bark Park Central project were completed and banners were installed in 2004. Recently, Deep Ellum Foundation with the support of the Farmers Market TIF funds added lighting to the Art Park and commissioned new art work.



Farmers Market/ Deep Ellum Connector Walkway



Lighting and open space improvements

The Harlan Building was completed in 2005. The renovation of the structure provides 10,000 square feet of retail/commercial space and 5 residential units. The public improvements associated with the project included water and wastewater improvements, paving, streetscape, demolition, environmental remediation and façade improvements.



The Harlan Building

Perry Homes has constructed forty-four, three story townhomes - the Farmers Market Way Townhomes (Cityview at Farmers Market Townhomes) at the corner of Farmers Market Way and Cesar Chavez Boulevard.



Perry Homes – Cityview at Farmers Market

An additional 28 townhomes were built in 2010 and 2011 along Young Street at Cesar Chavez.





Texas InTownHomes, LLC has constructed 108 single-family townhomes called Farmers Market Square, at the southeast corner of Canton Street and Pearl Street. The total private cost of the Farmers Market Square Project was approximately $47.7 million (FY DCAD value is $66.7M). The cost of related TIF eligible public improvements is $3,000,000. These improvements included paving, streetscape and pedestrian lighting improvements on Cesar Chavez Boulevard, Canton Street, Marilla Street and Pearl Street. The project construction started in December 2011 and was completed during the fiscal year. All but the model unit (currently not for sale) has been sold.

Eat the Yard is a veteran owned urban farming business to grow a diverse selection of produce and herbs, using environmentally friendly methods. The proposed project will be located at the southeast corner of Taylor Street and Good Latimer Street, two blocks from the Dallas Farmers Market. On May 25, 2016 City Council authorized a ten-year lease agreement, with two five-year renewal options with Farmers Assisting Returning Military, a Texas 501(c)(3) non-profit corporation, to be used as an urban farm.



Project Under Construction:

Farmers Market Redevelopment Plan is underway to revitalize the Dallas Farmers Market in to a vibrant urban neighborhood includes multiple components:

- Shed 1 is renovated and now operating as a marketplace for local farmers, farm merchants and vendors to sell produce and other farm-related products. It has capacity for 119 stalls.
- Shed 2 has been renovated and contains 24,148 square feet of retail space. It is active with restaurants, specialty food vendors and other retail vendors. Part of the Shed 2 redevelopment is the Mudhen restaurant, located just north of the Shed 2 parking lot.
- North Texas Food Bank purchased the Farmers Market Administration Building in 2014 and relocated its administration office to that site in 2015.
- Harvest Lofts Mixed Use Project (Sheds 3 and 4) is complete and contains 240 residential units, 16,000 square feet of retail space and 300 public parking spaces, purchased by the City of Dallas during the fiscal year.
- 2101 and 2111 Taylor Street project is under construction and will include 60 residential units and 25,000 square feet of commercial space.
- Construction of the futsal fields and community gardens on land east of southbound Cesar Chavez Boulevard is underway.



Mudhen Restaurant


Street view between Taylor Building and Farmers Market Shed 2 Harvest Lofts (Shed 3 and 4) in distance


Taylor Street construction

Total private development in the Farmers Market TIF District completed so far is approximately $358.9 million and an additional $66.6 million investment is under construction in the area.



Banners/Streetscape



Ruibal's at Farmers Market

Farmers Market TIF District Projects[1]						
Projects Within TIF District Utilizing TIF Funding						
Project	**Location**	**Year Complete**	**Status**	**Units/ SF[2]**	**Approx. Value[3]**	**TIF Investment[4]**
The Park at Farmers Market Phase 1A Apts.	2210 & 2410 Canton St.	2001	Complete	620 apartments	$88,904,070	$3,456,274
Townhomes Project, Phase IIA	2205 Canton St.	2001	Complete	17 Townhomes	$5,346,070	$162,225
Farmers Market/Deep Ellum Connector Walkway		2002	Complete	N/A	N/A	$697,970[5]
Bark Park Central improvements in Farmers Market/Deep Ellum Connector		2004	Complete	N/A	N/A	
Harlan Building Redevelopment Project	2018 Cadiz St.	2005	Complete	5 units 10,00 SF commercial	$1,155,000	$649,900
Farmers Market Project Phase IB-Apartments	625 S Good Latimer Expwy	2005	Complete	284 apartments	$43,095,930	$742,031
Farmers Market Redevelopment Phase I		2015	Complete	Design work for the Farmers Market Redevelopment	N/A	$1,664,832
Farmers Market Square (InTown)		2017	Complete	108 Townhomes	$66,920,250	$3,000,000
Farmers Market Redevelopment Phase II[7]:			Complete /Under Construction	Shed 1 Project (room for 119 stalls/20,000 sf), Shed 2 (24,148 sf retail + 6,310 restaurant) Shed 3 and 4 (Harvest Lofts) (240 apts, 16,000 sf retail, parking for project and public); Taylor	$66,571,645 (anticipated)	$18,503,195

				Street (60 apts, 25,000 sf commercial and Futsal Projects		
Total of projects within TIF using TIF funding 1,144 apartment units completed 130 townhomes completed 76,458 square feet commercial use completed 60 residential units under construction 25,000 square feet retail/restaurant/commercial space under construction					**$205,421,320 Completed + $66,571,645 Under Construction = $271,992,965**	**$28,876,427**
Projects Within TIF District Not Utilizing TIF Funding[5]						
Farmers Market Way Townhomes	1000 S. Cesar Chavez Blvd.	2007	Complete	44 Townhomes	$22,014,330	$0
2100 Downtown Townhomes[6]	2140 Young St. (various)	2010/2011	Complete	28 Townhomes	$13,058,320	$0
Alta Farmers Market	1110 S Cesar Chavez Blvd	2015	Complete	313 Units	$56,665,000	$0
Alliance Residential	835 S. Good Latimer	2016	Complete	340 Units	$57,500,000	$0
Life Storage	717 S. Good Latimer	2016	Complete	Self-Storage Facility	$4,280,000	$0
Total of projects within TIF NOT using TIF funding 653 apartment units completed 72 townhomes completed					**$153,517,650 Completed $0 Under construction**	**$0**
Total 1,797 apartment units completed 202 townhomes completed 76,458 square feet commercial use completed 60 residential units under construction 25,000 square feet retail/restaurant/commercial space under construction					**$358,938,970 Completed + $66,571,645 Under Construction = $425,510,615**	**$28,876,427**

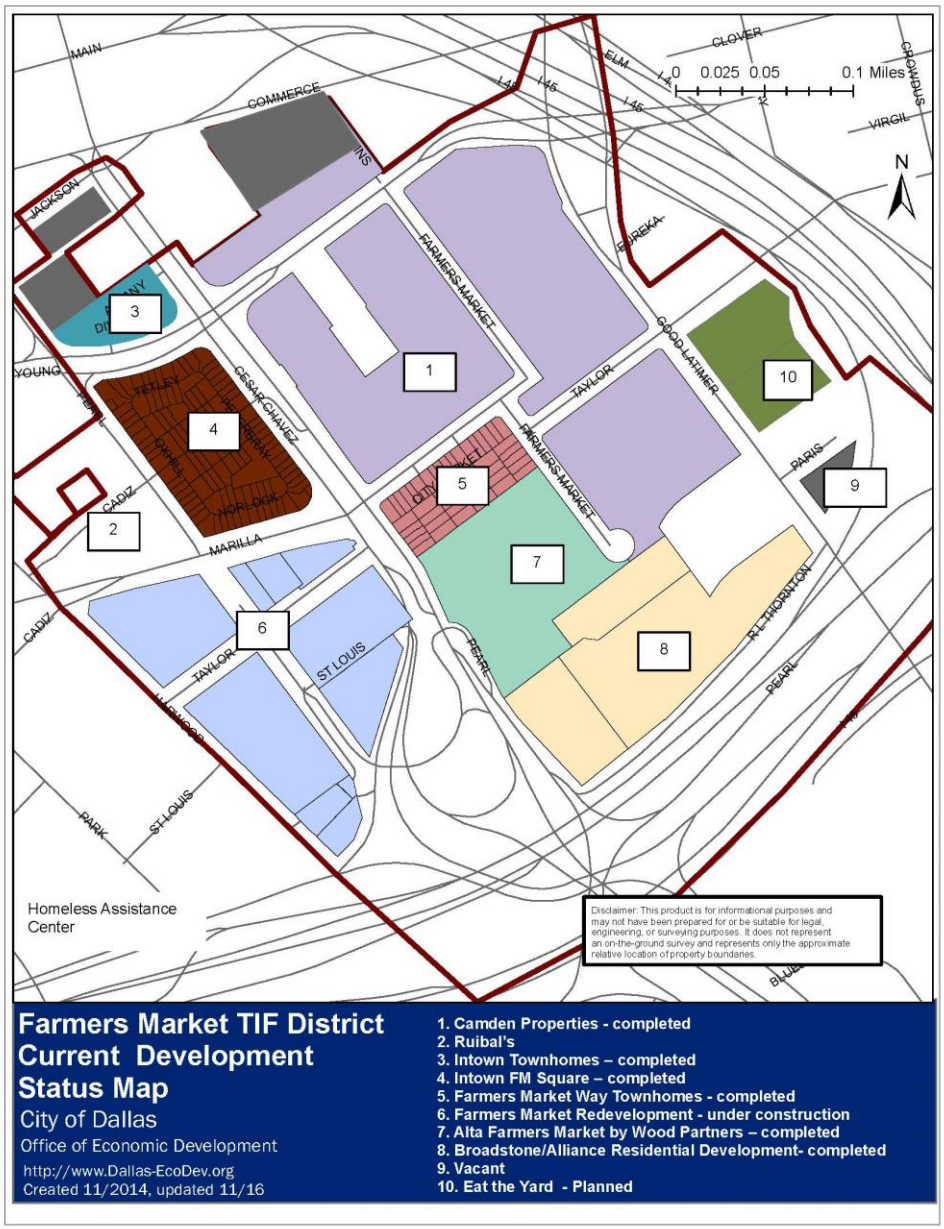
[1] All information updated as of September 30, 2018.
[2] Based upon either the TIF application or required minimum stated in the development agreement. May be updated for completed projects based on actual unit mix and square footage.
[3] Based upon 1) market value of comparable projects for anticipated projects, 2) private investment stated in the development agreement for projects that are approved or under construction, or 3) City GIS & DCAD market value for completed projects (unless project has not yet been assessed). Values may not be fully captured by the TIF District for redevelopment projects once pre-existing value and/or the demolition of structures is netted out.
[4] Principal amounts not to be exceeded per the development agreement.
[5] TIF Investment for Farmers Market/Deep Ellum connector includes the TIF investment for the Bark Park Central improvements, Lighting near Art Park and Open space improvements ($25,000) and Pearl Street conceptual design work ($25,000).
[6] Development Agreement with 2100 Downtown Condominium LLC was rescinded.
[7] Per the TIF program mixed-income housing requirement, the project is providing at least 20% of units as affordable; 240 unit Harvest Lofts is occupied.

Mixed-Income Housing Summary

Successful development efforts support a variety of housing options. Accordingly, twenty percent (20%) of all housing units in projects using direct site-specific TIF funding assistance are subject to the City's and County's established criteria for mixed income housing. The District was created prior to adoption of the Mixed-Income Housing Policy. When the TIF Plan was amended in 2013, provisions for affordable housing were added. In this District, a total of 1,274 have been built to date using TIF funds and 48 have been set-aside as affordable (20% of units funded since Mixed-Income Housing Policy was adopted for the Farmers Market TIF District). There is little remaining development opportunity and therefore it is anticipated that there will not be a substantial number of additional affordable units added within the Farmers Market TIF District boundary area. Announcements have been made for apartments just west of the TIF District boundary which could add market rate housing adjacent to the District.

Farmers Market TIF District Housing Counts	# of Units
Completed TIF residential units	1,274
Non-TIF funded residential units	725
Total completed units within TIF boundary	1,999
Units under construction	60
Affordable units constructed	48
Affordable units under construction	12

Note that the Farmers Market TIF District Mixed-Income Housing Policy was adopted in 2013; only Harvest Lofts has been constructed since implementation of the Policy.



Value and Increment Revenue Summary

The Farmers Market TIF District's assessed 2018 tax value was $409,340,216, an increase of $373,626,125 over the amended base year (note that County base and County taxable value may vary). This property value change represents 1046% increase from the adjusted base value. The 2018 tax value increased $50,658,241 (14%) over the 2017 tax value. The total revenue collected from 2018 values is expected to be $2,894,982.

Development Goals and Objectives

On August 25, 1999, the City Council passed Ordinance Number 24001 as amended, which approved the Farmers Market Tax Increment Financing District Project Plan and Reinvestment Zone Financing Plan. Among the goals of the Plan are:

- Goal 1: Create additional taxable value attributable to new private investment in projects in the Farmers Market TIF District totaling approximately $114,000,000 over the term of the District.
  Total private development in the Farmers Market TIF District completed so far is approximately $358.9 million and an additional $66.6 million investment is under construction or planned in the area (373% of goal).

- Goal 2: Create urban neighborhood in southeast quadrant of downtown that capitalizes on proximity to the Dallas Farmers Market and supports concepts developed in the Downtown 360 Plan.
  City of Dallas initiated an effort to promote the redevelopment of the Dallas Farmers Market and this effort to convert the southeast quadrant of downtown into a vibrant urban neighborhood is well underway.

- Goal 3 – Facilitate redevelopment of the current Dallas Farmers Market area to adapt to changing market conditions and anchor the neighborhood.
  Dallas Farmers Market Shed 1 has been renovated as part of the Farmers Market Redevelopment Project to include improvements to meet the existing market conditions. A diversified tenant mix in Shed 1 and the addition of Shed 2 restaurants and retail support the changing neighborhood.

- Goal 4 – Improve pedestrian, transit, bicycle and vehicular connections from the Farmers Market TIF District to the Downtown Core, Government District, Deep Ellum Entertainment District and Dallas Heritage Village/Cedars neighborhood.
  Beginning in 2016, the D-Link downtown shuttle service provides circulation to and from Farmers Market. Staff and the Board will continue to seek ways to improve pedestrian, transit, bicycle and vehicular connections from the District to various destinations. The update to the Downtown 360 Plan focuses on such connections.

- Goal 5 – Generate approximately $19.2 million in total TIF collections through the end of the term of the TIF District in 2028 (final collection in 2029).
  This initial goal was set in net present value (NPV). Collections to date equal $7.66M NPV. Since the inception of the Farmers Market TIF District in 1998, the tax value has increased by 1046%*.*

- Goal 6 – Diversify retail and commercial uses in the Farmers Market TIF District.
  26,000 square feet of retail space plus an additional 20,000 square feet of space that accommodates up to 119 farm-related produce and product stalls in Shed 1 are complete in the Farmers Market TIF District. The completed Farmers Market

Shed 2 and Mudhen restaurant adds an additional 30,458 square feet of retail and restaurant space. Taylor Street Lofts is underway, adding to the diversification of retail and commercial space in the District.

- Goal 7 – Encourage the development of housing in the Farmers Market TIF District that is available to households with diverse income levels.
  The Farmers Market TIF adopted the Mixed-income Housing Guidelines to promote housing for diverse income levels for development receiving TIF funding initiated after 2013. Projects approved after 2013 are required to set-aside 20% of residential units as affordable housing units.

- Goal 8 – Develop 1,700 housing units within the Farmers Market TIF District; and 100,000 square feet of commercial, restaurant and farmers market space.
  Since the creation of the Farmers Market TIF District, 1,999 residential units (118% of goal) (1,797 apartments, 202 townhomes) and 76,458 square feet of commercial space (76.5% of goal) has been completed. Currently, an additional 60 residential units are under construction. The development that will occur in the next few years will exceed the commercial use goal with 25,000 square feet of retail/restaurant space under construction.

- Goal 9 – Encourage the redevelopment of the current Dallas Farmers Market area including the sale of some City-owned property in the area and some streets reconfigured to create a more usable site.
  Portion of the development are complete while other phases are currently under construction with a mix of residential, retail/restaurant and recreational space. The City purchased the 300 public parking spaces in FY 2016-2017.



Shed 1 – helping to meet several Farmers Market TIF District Goals

Year-End Summary of Meetings

During the period of October 1, 2017, through September 30, 2018, the Farmers Market TIF Board met one time, on December 11, 2017.

The FY 2017-2018 Board members are: Neal Sleeper, Chair (term expired during the FY) - City Representative (1 of 1 meetings), George (Rob) J. Robinson - City Representative (1 of 1 meetings), Mark Ruibal - City Representative (1 of 1 meetings), Matthew Vermillion - City Representative (1 of 1 meetings), Veronica Simmons - City Representative (0 of 1 meetings), Ivy Sweeney – City Representative (0 of 1 meetings) and Rick Loessberg – Dallas County Representative (1 of 1 meetings).

During the fiscal year, the City Council approved one item directly associated with the Farmers Market TIF District:

On February 28, 2018, City Council approved Resolution No. 18-0351, accepting the FY 2016-2017 Annual Report on the status of Tax Increment Financing Reinvestment Zone Number Six, (Farmers Market TIF District), submitted by the Farmers Market TIF District's Board of Directors, and authorizing the City Manager to submit the annual report to the Chief Executive Officer of each taxing jurisdiction that levies taxes on real property in the District, and to the State Comptroller, as required by state law - Financing: No cost consideration to the City

Pending TIF Items

- FY 2017-2018 Annual Report, Farmers Market TIF District.

Budget and Spending Status

Each TIF District establishes a budget for the public improvement expenditures necessary to support private investment in the district in the Project Plan and Reinvestment Zone Financing Plan. The Farmers Market TIF District budget and spending to date is shown in the following tables:

Farmers Market TIF District Project Plan Budget	
Category	**TIF Budget (in NPV)**
Phase IA	$4,162,445
Deep Ellum Connector	$197,138
Phase IB	$336,434
Phase II	$1,666,033
Harlan Building Redevelopment	$162,475
Farmers Market Area Improvements	$11,948,989
Administrative	$765,000
Total	$19,238,514

Farmers Market TIF District
Projected Increment Revenues to Retire TIF Fund Obligations

Category	TIF Budget[1]	Allocated[2]	Balance
Phase IA[3]	$10,869,717	$8,125,410	$2,744,307
Deep Ellum Connector[4]	$672,970	$672,970	$0
Phase IB	$742,031	$742,031	$0
Phase II[5]	$4,350,642	$3,162,225	$1,188,417
Harlan Building	$424,284	$0	$424,284
Farmers Market Area Improvements	$31,203,326	$20,168,027	$11,035,299
TIF Administration[6]	$1,976,061	$854,849	$1,121,212
Total	**$50,239,031**	**$33,725,512**	**$16,513,519**

1. Budget shown above in current dollars

2. Allocated includes money expended and committed for existing and future projects.

3. Phase 1A and Phase II includes $7,654,743, funds advanced by the City.

4. Deep Ellum Connector includes – Lighting near Art Park and Open Space Improvements (AA)- $25,000 & Pearl Street conceptual design – 25,000.

5. Phase II includes Farmers Market Square and Phase IIA

6. TIF administration fee includes funds expended or committed through FY 2018.

NPV value of $19,238,514

District Set-Aside

The Farmers Market TIF District has one set-aside, District-Wide Improvements. These funds are intended for improvements that are not specific to a single development site such as gateways, trails, open space, public facilities, or utility/streetscape improvements benefiting multiple properties or blocks. $963,064 in the District-Wide Improvement Set-Aside is available to date.

Farmers Market M/WBE Participation				
Project	**Contractor**	**Total Contract**	**Contract Awarded**	**% Minority Participation**
Marilla St. & Farmers Market Way Infrastructure	Tiseo Paving	$15,466,589	$1,791,031	11.58%
Marilla St. & Farmers Market Way Streetscape	Gibson & Assoc.,Inc.	$21,761,854	$1,863,606	8.56%
Marilla St. & Farmers Market Way Streetscape – contract increase	Gibson & Assoc., Inc.	$1,272,337	$120,872	9.50%
Good Latimer Expwy Streetscape	Gibson & Assoc., Inc	$1,834,207	$425,536	23.20%
Canton St. & S. Cesar Chavez Blvd Infrastructure	New Star Grading & Paving	$295,908	$197,045	66.59%
Farmers Market Townhomes Phase IIA Water & Waste Water	Saber Development Corporation	$4,477,258	$138,795	3.10%
Camden Farmers Market Ph. 1B, parcel 1 – Streetscaping, Water & Waste Water	Gibson & Assoc., Inc.	$2,384,950	$617,702	25.90%
Harlan Building Redevelopment	Nedderman & Assoc.	$3,693,182	$650,000	17.60%
Farmers Market Square	Fenway Development	$3,103,062	$1,402,584	45.20%
Farmers Market Redevelopment – Shed 2	Benge GC	$1,784,987	$311,807	17.47%
Total		$56,074,334	$7,518,978	13.41%

Includes only completed construction projects.

FY 2019 Work Program

- Monitor and assist completion of the Farmers Market Redevelopment Project.
- Support the development of Liberty State Bank Preservation Phase II development.
- Promote development in the vacant property within the District.
- Continue facilitating partnership with Farmers Market and other organizations in strengthening the Farmers Market TIF District.
- Support connectivity initiatives to assist in tying Farmers Market with other downtown neighborhoods.

Appendix A: Financials

City of Dallas, Texas
Farmers Market Tax Increment Financing District Fund
Balance Sheet as of September 30, 2018 (Unaudited)
With Comparative Totals for September 30, 2017, 2016, 2015, and 2014 (Audited)

	2018	2017	2016	2015	2014
Assets:					
Pooled cash and cash equivalents	$1,276,454.69	$952,813.37	$2,009,332	$2,508,902	$5,053,473
Interest receivable	$3,049.45	$2,435.00	$2,754	$3,064	$5,324
Total assets	$1,279,504	$955,248	$2,012,086	$2,511,967	$5,058,797
Liabilities and Fund Balance (Deficit):					
Liabilities:					
Accounts & contracts payable	$0	$0	$0	$1,314,000	$3,000,000
Advances from developers	$2,496	$2,496	$2,496	$2,496	$2,496
Advances from City	$4,491,169	$4,491,169	$4,491,169	$4,491,169	$4,491,169
Due to general fund	$0	$16,786	$16,786	$16,786	$16,786
Accrued liability	$22,759	$32,729	$32,729	$32,243	$22,759
Total liabilities	$4,516,425	$4,543,180	$4,543,180	$5,856,694	$7,533,211
Fund Balance (Deficit):					
Fund Balance (Deficit)	($3,236,920)	($3,587,932)	($2,531,094)	($3,344,727)	($2,474,414)
Total Liabilities and Fund Equity	$1,279,504	$955,249	$2,012,086	$2,511,967	$5,058,797
	$0	$0	$0	$0	$0

Farmers Market Tax Increment Financing District Fund
Statement of Revenues, Expenditures and Changes in Fund Balance (Deficit)
Balance Sheet as of September 30, 2018 (Unaudited)
With Comparative Totals for September 30, 2017, 2016, 2015, and 2014 (Audited)

	ITD	2018	2017	2016	2015	2014
Revenues:						
Tax increment-Governmental	$13,148,378	$2,493,005	$1,896,170	$1,251,470	$991,485	$756,083
Interest income	$598,105	$19,628	$15,854	$12,325	$11,932	$19,793
Other revenue-developer reimbursement savings	$217,974	$0	$0	$0	$0	$0
Proceeds from sale of land	$433,711	$0	$0	$0	$0	$0
Net increase in fair value of investments	($17,431)	($3,667)	($4,620)	($2,398)	$5,778	($4,001)
Total revenues	$14,380,738	$2,508,966	$1,907,404	$1,261,397	$1,009,194	$771,875
Expenditures:						
Administrative expenses	$854,839	$40,525	$57,974	$39,037	$75,836	$78,056
Non-Capital outlay	$659,565	$344	$0	$48,176	$139,020	$108
Capital outlay	$15,574,686	$2,117,085	$2,906,267	$360,551	$1,664,652	$3,004,700
Debt service payment-Principal	$432,967	$0	$0	$0	$0	$0
Interest and fiscal charges	$1,058,458	$0	$0	$0	$0	$0
Total expenditures	$18,580,515	$2,157,954	$2,964,241	$447,764	$1,879,508	$3,082,865
Excess (Deficiency) of Revenues over Expenditures	($4,199,777)	$351,011	($1,056,837)	$813,633	($870,314)	($2,310,990)
Fund balance (Deficit) at beginning of year as previously reported	$0	($3,587,932)	($2,531,094)	($3,344,727)	($2,474,414)	($163,424)
Prior period restatement	$962,857	$0	$0	$0	$0	$0
Fund balance (Deficit) at beginning of year, as restated	$962,857	($3,587,932)	($2,531,094)	($3,344,727)	($2,474,414)	($163,424)
Fund balance (deficit) at end of year	($3,236,920)	($3,236,920)	($3,587,932)	($2,531,094)	($3,344,727)	($2,474,414)

Note: Fiscal year 2017-18 unaudited financial statements are based on preliminary close numbers and are subject to review by the City Controller's Office prior to approval by the City Council. In case of any material changes, TIF board will be provided with the updated financial statements.

Farmers Market Tax Increment Financing District
Reinvestment Zone Number Six, City of Dallas, Texas
As of September 30, 2018

Chapter 311.016 of V.C.T.A. requires the following information as part of the annual report on the status of the TIF District. Information is contained in detail on the attached financial statements.

1. Amount and source of revenue in the tax increment fund established for the zone:

$15,961	Interest Income
$0	Other revenue-developer reimbursement savings
$0	Proceeds from sale of land
$2,493,005	Ad Valorem Taxes (Collected in FY'2017-18 based on 2017 Final Tax Roll)
$2,508,966	**Total Revenue**

2. Amount and purpose of expenditures from the fund:

$40,525	Administrative Expense
$344	Non-Capital outlay - PNV Design studio reimbursement
$2,117,085	Capital outlay (1)
$0	Additional Subsidy in Form of Grant (in lieu of interest expense)
$2,157,954	**Total Expenditures**

(1) These expenditures were for the following projects:

	Capital	Non-Capital	Total
Farmers Market Area Redev-Purchase of the Public Parking Garage	$2,117,085	$0	$2,117,085
			$0
Total	$2,117,085	$0	$2,117,085

3. a. Amount of Principal and Interest due-on outstanding bonded indebtedness is as follows:
Farmers Market TIF District has incurred no bonded indebtedness as of September 30, 2018.

b. The Zone has the following contingent obligations reimbursable from available TIF funds as of September 30, 2018 :

Source of Funds	Project	Principal	Accrued Add'l Subsidy **(1)**	Total Due	Payments To Date	Net Balance Due
City of Dallas	Catalyst Infrastructure projects	$4,491,169	$6,385,758	$10,876,927	$0	$10,876,927
Camden Realty Trust	Townhomes Phase IIA	$162,225	$154,768	$316,993	$316,993	$0
Camden Realty Trust	Townhomes Phase IB	$742,031	$244,610	$986,641	$986,641	$0
Cadiz Street Properties	Harlan Building redevelopment	$649,900	$51,242	$701,142	$701,142	$0
	Total	**$6,045,325**	**$6,836,378**	**$12,881,703**	**$2,004,776**	**$10,876,927**

Note: The above developer payments (Cameden Realty Trust) have been made. However, the TIF received an advance from the City of Dallas for catalyst infrastructure projects from the 1985 bond funds. Those funds, plus interest, will be paid once developer obligations have been paid.

c. The Zone has entered into a development agreement for each of the following projects and their status is as follows as of September 30, 2018:

Developer	Project Name	Principal TIF Award	Maximum TIF Award	Less Payments Principal	Less Payments Accrued Add'l Subsidy **(1)**	Total P & I Payments	Net Bal. Remaining
FM Futsal, Ltd.	Farmers Market Area Redev-Futsal	$589,888	$589,888	$0	$0	$0	$589,888
Taylor Street 2111, LP	Farmers Market Area Redev-2101 & 2111 Taylor St.	$3,553,480	$3,553,480	$0	$0	$0	$3,553,480
Texas Intown Homes LLC	Intown Townhomes	$3,000,000	$3,000,000	$3,000,000	$0	$3,000,000	$0
DFM Developer, Ltd.	Farmers Market Area Redev-Phase I	$1,664,832	$1,664,832	$1,664,832	$0	$1,664,832	$0
DFM 1, LLC.	Farmers Market Area Redev-Shed 1	$300,000	$300,000	$300,000	$0	$300,000	$0
DFM 2, LLC.	Farmers Market Area Redev-Shed 2	$355,477	$355,477	$355,477	$0	$355,477	$0
DFM Developer, Ltd.	Farmers Market Area Redev-Sheds 3 & 4 *	$13,204,350	$13,204,350	$4,667,875	$0	$4,667,875	$8,536,475
	Total	**$22,668,027**	**$22,668,027**	**$9,988,184**	**$0**	**$9,988,184**	**$12,679,843**

* Reimbursements began in fiscal year 2015 and will continue each year after project completion and upon availabiltiy of TIF funds. Principal payments of $4,667,875 relates to purchase of the public parking garage.

(1) Additional Subsidy in Form of Grant (in lieu of interest expense)

4 Tax increment base and current captured appraised value retained by the zone:

Taxing Jurisdiction	Taxable Value 2018	Base Year 1996 Value	Est. Captured Value 2018*****
City of Dallas	$409,340,216	$35,714,091	$373,626,125
Dallas County	$409,581,716	$118,319,554	$291,262,162

***** Based on Certified Taxable Values. Final values will be determined on February 01, 2019.

5 Captured appraised value by the municipality and other taxing units, the total amount of the tax increment received, and any additional information necessary to demonstrate compliance with the tax increment financing plan adopted by the governing body of the municipality:

A. Estimated tax increment shared by the municipality and other participating taxing jurisdictions:

Taxing Jurisdiction	**Assessment Per $100**	**Amount of Estimated 2018 Increment**
City of Dallas	$0.69903	$2,611,758.70
Dallas County	$0.09724	$283,223.33
Total for all Jurisdictions	$1.51357	$2,894,982

B. The total amount of estimated tax increment to be billed for the 2018 tax year is $2,894,982. For the 2017 tax year, increment in the amount of $2,493,005 was received.

City of Dallas, Texas
Farmers Market Tax Increment Financing District
Notes to Financial Statements for the Year Ended September 30, 2018
(Unaudited)

1. The measurement focus used for the TIF Zone fund is a flow of financial resources. The financial statements are prepared using the modified accrual basis of accounting. Under the modified accrual basis of accounting, tax increment revenues and interest are recognized as revenue when they become both "measurable" and "available" to finance expenditures of the current period. Expenditures are recognized when the liability is incurred.

2. State statute requires that each taxing jurisdiction remit its ad valorem taxes to the Zone by May 1 of each year (remittance to occur no more than 90 days after taxes for the jurisdiction become delinquent).

3. The Zone's cash balances are invested in the City's investment pool and include amounts in demand deposits as well as short-term investments. Pooled investments and short-term non-pooled investments are treated as cash equivalents. Investment income on the pooled investments is prorated monthly based upon the average daily cash balance in each fund.

4. The Zone's Financial Plan permits expenditures not to exceed $1,112,684 (in current $) of the TIF to reimburse the City for administrative costs. The City began billing the Zone for administrative costs in FY'1998-99. Any future remittance for administrative expenses would come from excess cash as tax increment revenue increases as a result of increased assessed values.

5. The Zone has received advances from City of Dallas to fund improvements that have been made by the Department of Public Works and Transportation. The City used the funds from the 1985 bond program that were allocated to fund these public improvements in the TIF district. Funds advanced by the City, which bear interest from the date of advance, include the following:

   $1,791,030 advance as of March 11, 1999 bears interest at 5.20% compounded annually;

   $1,995,017 advance as of September 25, 2000 bears interest at 5.20% compounded annually;

   $478,886 advance as of October 01, 2001 bears interest at 5.20% compounded annually; and

   $226,237 advance as of September 25, 2002 bears interest at 5.20% compounded annually; and

6. All project costs resulting in capital improvements that are owned by the City of Dallas are capitalized.

Appendix B –
Project Payback Assumptions

FY	Net Available for Reimbursement	Harvest Lofts	Taylor Building	Futsal	TIF Advance of Bond Funds	Total Payments	Net Available Funds
2018	$2,511,769	$2,511,769				$2,511,769	$0
2019	$2,593,126	$2,593,126				$2,593,126	$0
2020	$2,426,803	$2,426,803				$2,426,803	$0
2021	$2,626,534	$2,626,534				$2,626,534	$0
2022	$2,670,106	$995,328	$1,674,778			$2,670,106	$0
2023	$2,714,332		$1,878,702	$589,888	$245,742	$2,714,332	$0
2024	$2,759,222				$2,759,222	$2,759,222	$0
2025	$2,804,784				$2,804,784	$2,804,784	$0
2026	$2,851,031				$2,851,031	$2,851,031	$0
2027	$2,897,971				$2,897,971	$2,897,971	$0
2028	$2,945,615				$2,945,615	$2,945,615	$0
	$29,801,291	**$11,153,559**	**$3,553,480**	**$589,888**	**$14,504,364**	**$29,801,291**	**$0**

* Year funds are disbursed (tax increment from previous year)

Estimated Payback Schedule is based on the following assumptions:

1. Increment is produced as estimated
2. Projects are complete and developer obligations are met
3. District Set-Aside (5% of Annual Increment) and Administration Costs are funded prior to funding developer projects (Net Available for Reimbursement)
4. A portion of Harvest Lofts payments were made in 2017 ($2,550,791); Total TIF funding is in the amount of $13,704,350
5. All approved TIF District current TIF funding obligations are due to the same developer for Phase II components of the FM Redevelopment Project
6. Payback based on assumption that no other projects receive TIF funds (distribution would be per Increment Allocation Policy)
7. Current projections show that full Plan Budget amount is not collected
8. TIF Advance of Bond Fund Payments is an estimate (interest owed)

Agenda Information Sheet

File #: 19-211 **Item #:** 11.

STRATEGIC PRIORITY: Economic and Neighborhood Vitality

AGENDA DATE: February 27, 2019

COUNCIL DISTRICT(S): 2, 6, 14

DEPARTMENT: Office of Economic Development

EXECUTIVE: T.C. Broadnax

SUBJECT

A resolution accepting the FY 2017-2018 Annual Report on the status of Tax Increment Financing Reinvestment Zone Number Seven (Sports Arena TIF District or District), submitted by the Sports Arena TIF District's Board of Directors, and authorizing the City Manager to submit the annual report to the Chief Executive Officer of each taxing jurisdiction that levies taxes on real property in the District, and to the State Comptroller, as required by state law - Financing: No cost consideration to the City

BACKGROUND

This item is being placed on the addendum due to the unavailability of fiscal year 2017-2018 administrative costs for the annual report financial statement prior to the regular agenda deadline.

State law (the Tax Increment Financing Act, Chapter 311 of the Tax Code) requires that the governing body of a city shall submit an annual report on the status of each reinvestment zone it has created to the Chief Executive Officer of each taxing unit that levies taxes on real property in the zone, as well as the State Comptroller. On October 28, 1998, City Council authorized Ordinance No. 23688, establishing Tax Increment Financing Reinvestment Zone Number Seven (Sports Arena TIF District). On August 25, 1999, City Council authorized the Project Plan and Reinvestment Zone Financing Plan for this District by Ordinance No. 24002, as amended. The termination date of the TIF District was extended by 10 years to December 31, 2028 on May 23, 2012 by Ordinance No. 28672.

The Sports Arena TIF District’s assessed 2018 tax value was $1,370,261,348.00. This represents an increase of 2050% ($1,306,530,979.00) over the adjusted 2012 adjusted base year assessed value of $63,730,369.00 and an increase of 19.3% ($222,013,873.00) from the previous year 2017 value. With the participation of the City and Dallas County, the district's value will result in the collection of approximately $10,176,089.00 (City $9,133,043.00; County $1,043,044.00) in total incremental revenue for the Sports Arena TIF District for the 2018 tax year.

PRIOR ACTION/REVIEW (COUNCIL, BOARDS, COMMISSIONS)

On October 28, 1998, City Council held a public hearing and authorized the establishment of Tax Increment Financing Reinvestment Zone Number Seven, the Sports Arena TIF District by Resolution No. 98-3137; Ordinance No. 23688, as amended.

On August 25, 1999, City Council authorized the Project Plan and Reinvestment Zone Financing Plan for the Sports Arena TIF District by Resolution No. 99-2628; Ordinance No. 24002, as amended.

On January 17, 2019, the Sports Arena TIF District Board of Directors recommended that the FY 2017-2018 Annual Report be accepted and approved.

Information about this item was provided to the Economic Development and Housing Committee on February 4, 2019.

FISCAL INFORMATION

No cost consideration to the City.

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February 27 ,2019

WHEREAS, the City recognizes the importance of its role in local economic development initiatives and programs; and

WHEREAS, the City has established Tax Increment Financing Reinvestment Zone Number Seven ("Sports Arena TIF District" or "District") and established a Board of Directors for the District to promote development or redevelopment in the Sports Arena area pursuant to Ordinance No. 23688, authorized by the City Council on October 28, 1998, as authorized by the Tax Increment Financing Act, Chapter 311 of the Texas Tax Code, as amended; and

WHEREAS, on August 25, 1999, City Council authorized the Project Plan and Reinvestment Zone Financing Plan for the Sports Arena TIF District, by Resolution No. 99-2628; Ordinance No. 24002, as amended; and

WHEREAS, on May 23, 2012, City Council amended the Project Plan and Reinvestment Zone Financing Plan for the Sports Arena TIF District by Resolution No. 12-1423; Ordinance No. 28672; and

WHEREAS, the Tax Increment Financing Act specifies that the governing body of a city shall submit an annual report on the financial status of the district to the Chief Executive Officer of each taxing unit that levies taxes on real property in a reinvestment zone, and a copy of the report shall be forwarded to the State Comptroller; and

WHEREAS, on January 17, 2019, the Sports Arena TIF District Board of Directors passed a motion accepting the FY 2017-2018 Annual Report for Tax Increment Financing Reinvestment Zone Number Seven and recommended approval of same by the City Council.

Now, Therefore,

BE IT RESOLVED BY THE CITY COUNCIL OF THE CITY OF DALLAS:

SECTION 1. That the FY 2017-2018 Annual Report for Tax Increment Financing Reinvestment Zone Number Seven (Sports Arena TIF District), City of Dallas, Texas, as of September 30, 2018, a copy of which is attached hereto (**Exhibit A**), is hereby accepted.

SECTION 2. That the City Manager is hereby authorized to submit the FY 2017-2018 Annual Report for Tax Increment Financing Reinvestment Zone Number Seven to the Chief Executive Officer of each taxing jurisdiction that levies taxes on real property in the District, and to the State Comptroller, as required by state law.

SECTION 3. That this resolution shall take effect immediately from and after its passage in accordance with the provisions of the Charter of the City of Dallas, and it is accordingly so resolved.

Exhibit A

Sports Arena TIF District
FY 2017-2018
Annual Report



Medialon 2007

City of Dallas
Office of Economic Development
1500 Marilla Street, 2CN
Dallas, Texas 75201
(214) 670-1685
http://www.dallas-ecodev.org/

October 1, 2017 to September 30, 2018

Amended Reinvestment Zone Number Seven
Sports Arena Tax Increment Financing District

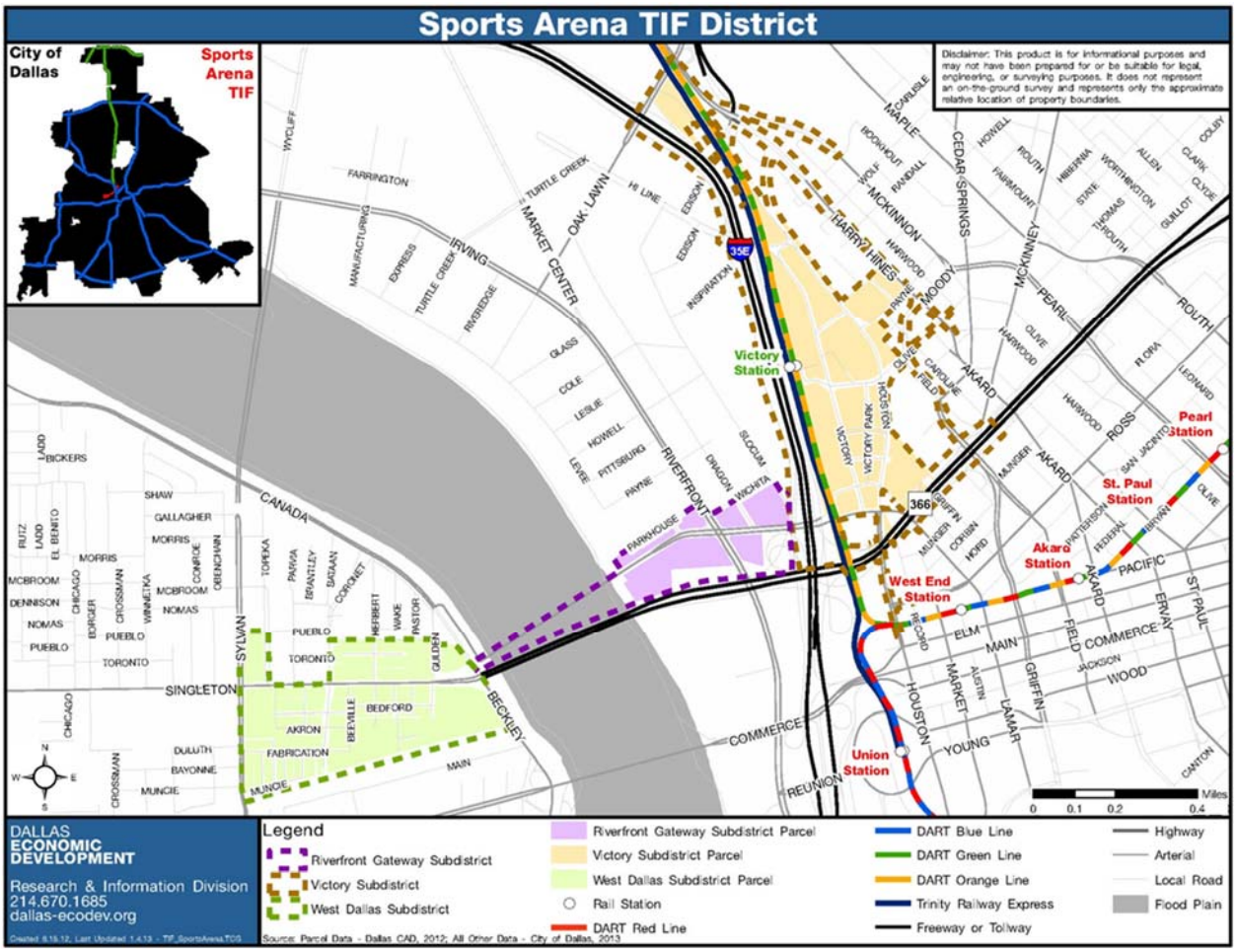


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Mission Statement

The mission of the Sports Arena TIF District ("District" or "Zone") is to generate tax increment sufficient enough to reimburse costs of roadway improvements and other public improvements in the District that were beneficial to the redevelopment of the area around the American Airlines Center (AAC). The mission of the district was amended in 2012 to provide a means of funding needed improvements to shift AAC event parking from surface parking lots to structured parking within the Victory area, facilitate redevelopment in West Dallas that currently serves as a gateway from the west to the Victory area, improve occupancy rates of retail space in the Victory area and create new retail opportunities in the West Dallas area.

Dallas City Council created the Sports Arena TIF District (Reinvestment Zone Number Seven) by Ordinance No. 23688 on October 28, 1998. The District took effect January 1, 1999 and its original termination date was December 31, 2018, or when all district project costs and any interest on these costs were paid in full. The termination date of the TIF District was extended by 10 years to December 31, 2028 on May 23, 2012, by Ordinance No. 28672. The City of Dallas participation rate in all three sub-districts is 90%. Dallas County's participation rate in the Victory Sub-district is 45%, while the participation rate for the Riverfront Gateway and West Dallas Sub-districts is 55%.

Since its inception, the Sports Arena TIF has leveraged over $1.6 billion in new development completed or begun through fiscal year 2018. District development includes 4,658 residential units, 251 hotel rooms, 456,500 square feet of retail space, and 1,021,000 square feet of office space (includes 436,000 square feet of planned office space).

District Accomplishments

During the fiscal year, the following projects in the Victory Sub-district either completed or continued construction.

Projects Completed During FY 2017-2018 – Victory Sub-district

KATY Station, 28-story, 461-unit residential tower with 2,000 square feet of ground floor retail space completed construction during the fiscal year.



The 23, completed construction during the fiscal year on a 23-story mixed-use development featuring 285 apartment homes, 23,000 square feet of restaurant and retail space and Cinepolis Luxury Cinemas-Victory Park, an eight-screen, 700-seat luxury movie theater.



Projects Continuing Construction During FY 2017-2018 – Victory Sub-district

District Retail Project, redevelopment and tenanting of approximately 45,000 square feet of retail space continued during the fiscal year in the Victory Sub-district. The project included the skinning of an existing garage with ground floor retail and restaurant space. Shell construction, tenant finish-out and occupancy of the renovated retail space will finish in 2019.





TIF Related Projects[1]

Project	Location	Calendar Year Complete	Status	Units/ SF[2]	Approx. Value[3]	TIF Investment
Projects Located Within the TIF District Utilizing TIF Funding						
TIF Infrastructure		2001	Complete	-	-	$23.9M
South Parking Garage[4]	2401 Victory Park Ln	2014	Existing	629 Space Parking Garage	$9,028,700	$12,825,000
North Parking Garage[4] (city-owned)	2503 Victory Ave	2015	Complete	1,200 Space Parking Garage	$20,705,200	$33,271,841
Victory Park Lane Improvement Project	Victory Park Ln	2016	Complete	-	-	$1,226,500
Olive Street Improvement Project	Olive St	2016	Complete	-	-	$825,100
Two-Way Conversion (Houston St & Victory Ave)	Houston St & Victory Ave	2016	Complete	-	-	$3,718,000
Trinity Groves – Restaurant Incubator	3011 Gulden Ln	2016	Complete	106,000 sf retail/restaurant space	$5,480,560	$3,505,000
Placemaking Project	Olive St., Victory Ave, Houston St, Victory Park Ln	2017	Complete	-	-	$5,974,804
Cypress at Trinity Groves	320 Singleton Blvd	2018	Under Construction	352 Apts. 34,200 sf retail	$48,894,830	$13,950,000
District Wide Retail Project	Victory Park Lane	2019	Under Construction	45,000 sf retail	$17,796,062	$3,500,000
Projects Located Within the TIF District Not Utilizing TIF Funding						
American Airlines Center[4]	2500 Victory Ave	2001	Complete	840,000 sf entertainment space	$218,626,730	$0
Center Operating Company	2427 N. Houston St	2001	Complete	parking garage	$3,816,450	$0
Platinum Parking Garage	1620 Lyte St.	2001	Complete	2,000 space parking garage	$41,361,770	$0
W Dallas Victory Hotel & Residences	2408, 2430 & 2440 Victory Park Ln.	2006	Complete	145 condos 251 hotel rooms 42,500 sf retail	$156,188,440	$0
The Terrace	2323 N. Houston St	2006	Complete	97 condos 24,000 sf retail	$31,375,530	$0
The Vista	2345 N. Houston St	2007	Complete	127 apts 28,000 sf retail	$30,800,000	$0
Victory Plaza Buildings	3030 & 3090 Olive St	2007	Complete	65,000 retail 155,000 office	$45,565,000	$0
Cirque	2500 N Houston St	2008	Complete	252 apts 11,000 sf retail	$61,500,000	$0
One Victory Park	2323 Victory Ave	2008	Complete	9,000 sf retail 430,000 office	$157,849,470	$0
The House by Starck & Yoo	2200 Victory Ave	2009	Complete	150 condos 30,000 sf retail	$100,788,460	$0
Arpeggio Victory Park	2425 Victory Ave	2014	Complete	378 apts	$70,740,000	$0
Moda	1855 Payne St	2014	Complete	263 apts 3,500 sf retail	$48,201,650	$0

SkyHouse Dallas	2320 N. Houston St	2015	Complete	336 Apts. 5,000 sf retail	$74,000,000	$0
Camden Victory Park	2823 N. Houston St.	2016	Complete	425 Apts.	$80,000,000	$0
The Ascent	2500 Alamo St.	2017	Complete	302 Apts. 3,000 sf retail	$55,397,540	$0
Victory Place	1611 Payne	2017	Complete	352 Apts. 3,000 sf retail	$50,237,940	$0
The Katy	1400 Alamo St. 3111 N. Houston St.	2018	Complete	461 Apts. 2,000 sf retail	185,000,000	$0
The 23 Dallas	2100 Victory Ave	2018	Complete	285 Apts. 23,000 sf retail 44,000 sf cinema	$80,000,000	$0
Trinity Groves Residential II	430 Singleton Blvd	2019	Under Construction	309 Apts. 12,300 sf retail	$40,000,000	$0
The Victor	3038 Olive St.	2020	Under Construction	334 Apts. 10,000 sf retail	$50,000,000	$0
Hines Office Bldg	2371 Victory Ave	2020	Announced	436,000 office	$70,000,000	$0
			Total	**4,568 res. units 251 hotel rooms 456,500 sf retail 1,021,000 sf office 884,000 sf entertainment 3,625 spaces parking garage**	$1,575,520,442	$102,696,245

[1] All information updated as of September 30, 2018.
[2] Based upon information from developer, news articles and/or project announcements. For completed projects, information is actual unit mix and square footage.
[3] Based upon 1) DCAD market value for completed projects (unless project has not yet been assessed) and 2) estimated DCAD value for projects under construction or announced.
[4] Tax exempt property.

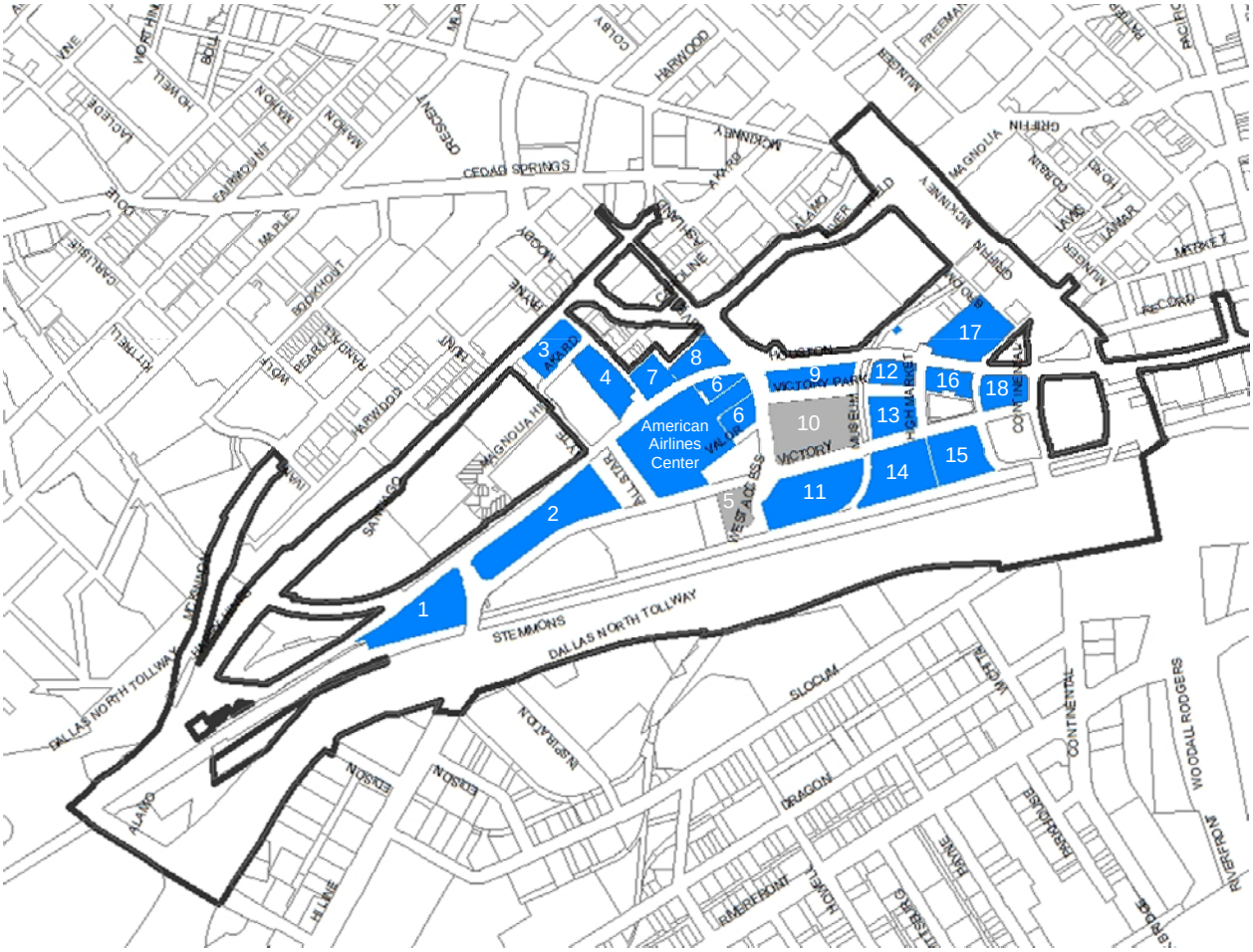
Projects Adjacent to TIF[1]

Project	Location	Calendar Year Complete	Status	Units/ SF[2]	Approx. Value[3]	TIF Investment
Perot Museum of Nature and Science[4]	2201 N. Field St.	2012	Complete	180,000 sf	$137,294,800	$0
The Alexan Skyline Apartments	3333 Harry Hines Blvd	2016	Complete	365 apts 6,410 sf retail	$75,240,870	$0
CVS	2501 N. Field St.	2016	Complete	10,000 sf retail	$4,544540	$0
			Total	**365 apts; 196,410 sf retail**	**$217,080,210**	**$0**

[1] All information updated as of September 30, 2018.
[2] Based upon information from developer, news articles and/or project announcements. For completed projects, information is actual unit mix and square footage.
[3] Based upon 1) DCAD market value for completed projects (unless project has not yet been assessed) and 2) estimated DCAD value for projects under construction or announced.

District Initiatives				
Activity	**Scope**	**Status**	**Investment**	**Source**
Orange Roadways	Improvements to Houston St, McKinney Ave., Ross Ave., Continental Ave., Lamar Street and Wichita St.	Complete	$20,988,088	TIF Funding
Woodall Rodgers Plaza	Improvements to Woodall Rodgers Plaza between McKinney Ave., Continental Ave., and Houston Street	Complete	$2,000,000	TIF Funding
District Wide Technical Studies	Parking, traffic, vehicular and pedestrian circulation, place making and retail design for Victory Sub-district	Complete	$700,000	TIF Funding
Central Core Connector Project (Dallas Bikeway System)	Bikeway program implemented through the use of shared lanes on roadways going through the American Airlines Center/Victory area, the West End, Downtown, and Deep Ellum.	Phase I Complete	$90,452 Total (Downtown Dallas Inc. - $41,000; City of Dallas Streets Department - $12,188; TIF Funding - $37,264 – divided by four TIF districts)	TIF Funding (Deep Ellum, City Center, Downtown Connection and Sports Arena TIF Districts) & Dallas Downtown, Inc.
Other Initiatives				
Victory Sustainable Development Project	Victory Park Lane, DART Street, Laws Street, and related public improvements, including lighting improvements to the Katy Trail.	Roadway construction completed November 2007. Katy Trail lighting completed August 2009	$8,505,000	Sustainable Development Funds and developer match
Trinity Strand/Katy Trail Connection	Trail connecting the Katy Trail over Goat Hill, through Stemmons Park, to the base of the Trinity Strand Trail at Oak Lawn Avenue	Under Construction	$310,620	2006 Bonds for engineering
			Total budget: $8.5 million	Remainder to be raised

Development Location Map – Victory Sub-district



Legend – Victory Sub-district Projects

1. Katy Station
2. Camden Victory Park
3. Moda
4. Victory Place
5. North parking Garage
6. Victory Plaza Buildings
7. The Ascent
8. Cirque
9. W Victory Hotel and Residences
10. South Parking Garage/Renovations
11. Arpeggio
12. The Vista
13. The 23 Dallas
14. Proposed Hines Office Building
15. One Victory Park
16. The Terrace
17. SkyHouse Dallas

For project information, refer to charts on Pages 6 and 7.

Mixed-Income Housing Summary

Successful development efforts support a variety of housing options. In 2012, the district's project plan was amended to add the requirement of mixed income housing for residential projects receiving TIF funding. Accordingly, twenty percent (20%) of all housing units in projects using direct, site-specific TIF funding assistance from the District are subject to the City's and County's established criteria for mixed income housing. Since 2012, only one residential project in the District received TIF funding, Cypress at Trinity Groves. Of the 352 residential units constructed, 70 units (20%) have been set-aside as affordable.

Value and Increment Revenue Summary

The base value of the Zone is the total appraised value of all taxable real property in the District, as determined by the Dallas Central Appraisal District's certified property tax roll for the base year. The base value is established the year a property is placed within TIF boundaries.

The Sports Arena TIF District's original assessed 1998 base tax value was $16,423,773. The district's financing plan was amended in 2012 to create three sub-districts: Victory, Riverfront Gateway, and West Dallas. As a result, each sub-district has its own base year value.

Victory Sub-district – In 2012, the Victory sub-district's amended base value was $33,515,323. The sub-district's appraised value in 2018 was $1,256,662,888, an increase of $201,986,930 (19.2%) from 2017's sub-district value ($1,054,675,958). This increase will result in an estimated collection of approximately $9,481,726 (City – $8,550,168; County – $931,557) in incremental revenue.

Riverfront Gateway Sub-district – In 2012, the Riverfront Gateway sub-district's base value was $18,624,970. The sub-district's appraised value in 2018 was $31,709,230, an increase of $10,564,620 (50%) from 2017's sub-district value ($21,144,610). This increase will result in an estimated collection of approximately $108,957 (City $91,463; County – $17,494) in incremental revenue.

West Dallas Sub-district – In 2012, the West Dallas sub-district's base value was $11,598,966. The sub-district's appraised value in 2018 was $81,889,230, an increase of $9,462,323 (13.1%) from 2017's sub-district value ($72,426,907). This increase will result in an estimated collection of approximately $583,406 (City - $491,412; County - $93,993) in incremental revenue.

The Zone's (all sub-districts) total value in 2018 was $1,370,261,348, an increase of $222,013,873 (19.3%) from 2017's total district value ($1,148,247,475). This increase in total district value will result in an estimated collection of approximately $10,176,089 in total incremental revenue for the Sports Arena TIF District in June 2019.

Objectives, Programs, and Success Indicators

The original Sports Arena TIF District Project and Reinvestment Zone Financing Plan was adopted August 25, 1999. In 2012, the District's Project and Reinvestment Zone Financing Plan was amended, and the goals and objectives were revised to include additional public improvements as well as private development.

Specific actions addressing these objectives follow in italics:

- Attract 250,000 square feet of additional retail space.

  Approximately 456,500 square feet of retail space (includes restaurant and theater space) completed, continued or began construction within the Zone since 2012 (182.6% of the total goal).

- Attract 3,000 additional residential units including town home, multifamily and condominium units.

  Two residential projects in the Victory Sub-district of the Zone completed construction during the 2018 fiscal year (the Katy and 23), adding 746 apartments. The Victor is currently under construction and upon completion, the residential project will add 334 units to the Victory sub-district.

  During fiscal year 2018, construction of 309 residential units continued as part of the Trinity Groves Mixed Use Project Phase II in the West Dallas Sub-district.

  In total 4,568 residential units have completed construction or are currently under construction (152% of the total goal) since 2012.

- Increase recreational opportunities and improve connections to the City of Dallas trails and open space system in the Sports Arena TIF District, especially the Trinity River, Trinity Strand Trail, Katy Trail and proposed Continental Pedestrian Bridge.

  Continental Avenue Bridge Project – The Bridge was permanently closed to vehicular traffic on July 8, 2013. The construction cost for the Continental Avenue Bridge and West Dallas Gateway project was funded by private donations and bond funds. The bridge reopened for pedestrians only in 2015, providing a new outdoor destination with recreational amenities, parking at the West Dallas Gateway and non-motorized vehicular access across the Trinity River.

  Katy Trail Extension – As part of the two-way conversion of Houston Street a dedicated bicycle track on both sides of Houston Street was constructed, connecting to the current terminus of the KATY Trail and extending it throughout the Victory sub-district improving bicycle circulation.

- Increase the utilization of structured parking to provide public and American Airlines Center (AAC) event parking.

Construction of the North Parking Garage providing AAC event parking completed in 2015. 425 spaces in the South Parking Garage provide additional AAC structured parking. These two facilities enabled the redevelopment of approximately 12.3 ± acres previously used for surface parking.

- Improve access and connectivity between the Victory, Riverfront Gateway Sub-district and West Dallas Sub-districts.

  Improvements to the bike trail and pedestrian network, Continental Bridge improvements and ongoing work at Trinity Groves is intended to improve connectivity within the Sports Arena TIF District.

Year-End Summary of Meetings and Council Items

The Sports Arena TIF District Board of Directors met once during FY 2018, January 31, 2018.

The Sports Arena TIF District Board of Directors consists of nine (9) members, including six (6) City of Dallas appointees, one (1) Dallas Independent School District (DISD) appointee, one (1) Dallas County appointee and one (1) Dallas County Hospital District (DCHD) appointee. During FY 2018, the Sports Arena TIF Board consisted of the following members:

Noel Aveton – City Appointee (Attended 1 of 1 meeting)
Alexander Dickey – City Appointee (Attended 1 of 1 meeting)
Eva Elvove – City Appointee (Attended 1 of 1 meeting)
T. C. Fleming – City Appointee (Attended 1 of 1 meeting)
Maria Lozada Garcia – City Appointee (Attended 1 of 1 meeting)
Arman Rupani – City Appointee (Attended 0 of 1 meeting) Term expired July 1, 2018
Jessica Lynn Sepulveda – City Appointee as of September 12, 2018
Orlando Alameda – DISD Appointee (Attended 1 of 1 meeting)
Rick Loessberg – Dallas County Appointee (Attended 1 of 1 meeting)
Joe Mayer – DCHD Appointee (Attended 1 of 1 meeting)

During FY 2018, the City Council approved one (1) item directly or indirectly associated with the Sports Arena TIF District. The council actions are listed below.

- On February 28, 2018, City Council approved Resolution No. 18-0352, accepting the FY 2016-2017 Annual Report on the status of Tax Increment Financing Reinvestment Zone Number Seven, (Sports Arena TIF District), submitted by the Sports Arena TIF District's Board of Directors, and authorizing the City Manager to submit the annual report to the Chief Executive Officer of each taxing jurisdiction that levies taxes on real property in the District, and to the State Comptroller, as required by state law.

Budget and Spending Status

Sports Arena TIF District Projected Increment Revenues to Retire TIF Fund Obligations			
Category	**Budget**	**Total Committed or Spent**	**Total Remaining**
Original Improvements			
Total Original Improvements	$38,588,359	$38,389,665	$198,694
Victory Sub-district Amended Budget			
West Dallas Set-Aside	$12,060,649	$2,588,252	$9,472,397
Tier One Improvements	$47,679,815	$47,679,815	$0
North Parking Garage			
South Parking Garage			
Economic Development TIF Grants			
Tier Two Improvements	$60,601,745.63	$17,603,582	$42,998,164
Additional North Parking Garage			
Additional South Parking Garage			
Other District Improvements:			
Open Space/Connectivity, Special Studies			
Infrastructure Improvements and Retail			
Total Victory Sub-District[1]	$158,930,568	$106,261,314	$52,669,254
Category	**Total Budget**	**Total Committed or Spent**	**Total Remaining**
West Dallas Sub-district			
Economic Development Grants, Retail Incentives, Infrastructure Improvements, Technical Studies Environmental/Demolition			
Total West Dallas Sub-District	$92,358,170	$17,455,000	$74,903,170
Riverfront Gateway Sub-district			
Economic Development Grants, Infrastructure Improvements, Environmental/Demolition Open Space, Connectivity and Retail			
Total Riverfront Gateway Sub-district	$10,064,384	$0	$10,064,384
Administration and Implementation[2]	$2,000,000	$918,940	$1,081,061
Total Amended Budget	**$301,941,481**	**$163,024,918**	**$138,916,563**
Original Sports Arena TIF District Budget	$46,961,785		

[1] Victory Sub-district's Total Budget includes original improvements and amended budgets.

[2] Total Committd or Spent Administration and Implementaiton total includes FY 2018 costs.

** Revenues shown above are estimated current dollars to be collected over the life of the TIF, as of September 30, 2018.*

Sports Arena TIF District Project Plan Budget	
Category	**TIF Budget***
Original Improvements**	**$23,498,088**
Victory Sub-district Amended Budget	
Tier One Improvements	**$13,547,539**
North Parking Garage	
South Parking Garage	
Economic Development TIF Grants	
Total Tier One Improvements	
Tier Two Improvements	**$22,301,524**
Additional North Parking Garage	
Additional South Parking Garage	
Other District Improvements:	
Open Space/Connectivity, Special Studies	
Infrastructure Improvements and Retail	
Total Tier Two Improvements	
Total Victory Sub-District	**$35,849,063**
Category	**TIF Budget***
West Dallas Sub-district	
Economic Development Grants, Retail Incentives, Infrastructure Improvements, Technical Studies	
Environmental/Demolition	
Total West Dallas Sub-District	**$31,120,420**
Riverfront Gateway Sub-district	
Economic Development Grants, Infrastructure Improvements, Environmental/Demolition	
Open Space, Connectivity and Retail	
Total Riverfront Gateway Sub-district	**$3,595,888**
Administration and Implementation	**$345,546**
Total Amended Budget	**$94,409,005**
Original Sports Arena TIF District Budget	$25,498,568

** All values in Victory Sub-district were discounted to NPV 1999 dollars.*

** All values in Riverfront Gateway and West Dallas Sub-districts are in NPV 2013 dollars.*

M/WBE Participation

Although public bidding is not required for TIF projects, all TIF-funded projects must follow the City's adopted Business Inclusion and Development Plan (BID) and make a good faith effort to include certified Minority and Women-Owned Business (M/WBE) participation in TIF reimbursed projects. The BID Plan goal for TIF projects is 25 percent (25%) M/WBE participation in construction costs of TIF awarded subsidy.

Sports Arena TIF Project M/WBE Participation (completed projects only)

Project	Total Construction Contract Amount	Local M/WBE Amount	Non-Local M/WBE Amount	Total M/WBE Participation	Total M/WBE Participation Percentage
North Parking Garage*	$21,756,462	$2,329,577	$64,522	$2,394,099	11%
Olive Street Improvement Project	$698,649	$156,275	$32,500	$188,775	27%
Victory Park Lane Improvement Project	$1,892,078	$741,046	$34,344	$775,390	41%
Two Way Conversion Project - Phase I	$2,881,557	$795,170	$0	$795,170	28%
Two Way Conversion Project - Phase II	$1,088,763	$0	$821,790	$821,790	75%
Trinity Groves Restaurant Incubator Project	$3,483,496	$1,413,288	$224	$1,413,512	41%
Placemaking Project - Phase I	$1,750,586	$713,499	$6,285	$719,784	41%
Placemaking Project - Phase II	$1,473,872	$0	$1,222,849	$1,222,849	83%
Cypress at Trinity Groves	$43,795,169	$5,455,084	$5,507,075	$10,962,159	25%
Totals	**$78,820,632**	**$11,603,939**	**$7,689,588**	**$19,293,528**	**24%**

FY 2019 Work Program

The FY 2019 Work Program for the Sports Arena TIF District is as follows:

- Adoption of the Sports Arena TIF District FY 2017-2018 Annual Report
- Promote projects in the Riverfront Gateway Sub-District and assess boundary expansion opportunities
- Continue annual reimbursement of completed projects in Victory and West Dallas Sub-districts
- Complete audit of TIF projects completed during FY 2017-2018 and begin reimbursement in June of 2019

Appendix A: District Financials

City of Dallas, Texas
Sports Arena Area Tax Increment Financing District Fund
Balance Sheet as of September 30, 2018 (Unaudited)
With Comparative Totals for September 30, 2017,2016, 2015, and 2014 (Audited)

	2018	2017	2016	2015	2014
Assets:					
Pooled cash and cash equivalents	$6,390,579	$4,857,193	$2,928,249	$2,601,939	$4,919,187
Accrued parking revenue receivable	$0	$0	$17,672	$0	$0
Interest receivable	$14,666	$11,939	$4,073	$12,027	$5,220
Total assets	$6,405,245	$4,869,132	$2,949,994	$2,613,966	$4,924,407
Liabilities and Fund Balance (Deficit):					
Liabilities:					
Accounts and contracts payable	$2,729,726	$4,165,587	$0	$11,852	$1,597,653
Advances from developers	$0	$0	$0	$0	$0
Due to general fund	$0	$26,583	$26,583	$26,583	$26,583
Accrued liability	$0	$0	$0	$0	$168,907
Total liabilities	$2,729,726	$4,192,170	$26,583	$38,435	$1,793,143
Fund Balance (Deficit):					
Fund Balance (Deficit)	$3,675,519	$676,963	$2,923,411	$2,575,531	$3,131,264
Total Liabilities and Fund Equity	$6,405,245	$4,869,132	$2,949,994	$2,613,966	$4,924,406
	$0	$0	($0)	($0)	($0)

Sports Arena Area Tax Increment Financing District Fund
Statement of Revenues, Expenditures and Changes in Fund Balance (Deficit)
Balance Sheet as of September 30, 2018 (Unaudited)
With Comparative Totals for September 30, 2017,2016, 2015, and 2014 (Audited)

	ITD	2018	2017	2016	2015	2014
Revenues:						
Tax increment-Governmental	$48,498,645	$7,611,578	$5,733,584	$4,591,316	$3,643,978	$3,031,552
Tax increment-Intergovernmental	$20,942,815	$781,647	$484,211	$293,993	$126,844	$81,341
Parking Revenue	$589,059	$208,225	$153,242	$141,451	$86,142	$0
Interest income	$1,291,529	$47,634	$54,398	$30,473	$19,979	$20,251
Developer Participation	$1,189,939	$0	$0	$0	$20,000	$0
Net increase (decrease) in fair value of investments	$38,997	($17,399)	($12,285)	($1,290)	$5,977	($4,968)
Total revenues	$72,550,984	$8,631,685	$6,413,150	$5,055,942	$3,902,920	$3,128,176
Expenditures:						
Administrative expenses	$918,940	$51,518	$101,376	$102,075	$91,586	$111,782
Non-Capital outlay	$12,819,760	$2,921,649	$4,177,929	$1,787,851	$878,053	$2,351,427
Capital outlay	$37,619,306	$1,911,064	$3,579,224	$2,108,057	$3,382,982	$2,437,572
Interest and fiscal charges	$19,870,336	$748,899	$801,069	$710,078	$106,032	$0
Total expenditures	$71,228,342	$5,633,129	$8,659,599	$4,708,061	$4,458,653	$4,900,781
Excess (Deficiency) of Revenues over Expenditures	$1,322,642	$2,998,556	($2,246,449)	$347,881	($555,733)	($1,772,605)
Fund balance (Deficit) at beginning of year as previously reported	$0	$676,963	$2,923,411	$2,575,531	$3,131,264	$4,903,869
Prior period restatement	$2,352,877	$0	$0	$0	$0	$0
Fund balance (Deficit) at beginning of year, as restated	$2,352,877	$676,963	$2,923,411	$2,575,531	$3,131,264	$4,903,869
Fund balance (deficit) at end of year	$3,675,519	$3,675,519	$676,963	$2,923,411	$2,575,531	$3,131,264

Note: Fiscal year 2017-18 unaudited financial statements are based on preliminary close numbers and are subject to review by the City Controller's Office prior to approval by the City Council. In case of any material changes, TIF board will be provided with the updated financial statements.

City of Dallas, Texas
Sports Arena Tax Increment Financing District
Reinvestment Zone Number Seven
As of September 30, 2018

Section 311.016 of the Tax Increment Financing Act requires the following information as part of the annual report on the status of the TIF District. Information is contained in detail on the attached financial statements.

1. Amount and source of revenue in the tax increment fund established for the Zone:

$30,236	Interest Income
$208,225	Parking Revenue
$8,393,225	Ad Valorem Taxes (Collected in FY'2017-18 based on 2017 Final Tax Roll)
$0	Developer Participation
$8,631,685	**Total Revenue**

2. Amount and purpose of expenditures from the fund:

$51,518	Administrative Expense
$2,917,799	Non-Capital outlay *
$3,850	Non-Capital - PNV Design cost reimbursement
$1,911,064	Capital outlay *
$748,899	Additional Subsidy in Form of Grant (in lieu of interest expense) - non capital outlay*
$5,633,129	**Total Expenditures**

* These expenditures were for the following projects:

	Total	Capital	Non-Capital
North Parking Garage Improvements	$1,993,035	$0	$1,993,035
South Parking Garage Grant	$855,000	$0	$855,000
Trinity Groves Restaurant/Retail Project	$764,682	$170,000	$594,682
Trinity Groves Mixed Use Project - Phase I	$423,201	$199,221	$223,980
Two Way Conversion & Parking signage Project	$1,541,843	$1,541,843	$0
Total	**$5,577,761**	**$1,911,064**	**$3,666,697**

3. a. Amount of Principal and Interest due-on outstanding bonded indebtedness is as follows:
Sports Arena TIF District has incurred no bonded indebtedness as of September 30, 2018.

b. The Zone has reimbursed the following contingent obligations from available TIF funds, as of September 30, 2018

Developer	Project	Advance Principal	Accrued Add'l Subsidy **(1)**	Total Outstanding
Center Operating Company	Houston Street Extension	$21,241,017	$13,451,642	$34,692,660
Center Operating Company	Woodall Rodgers Plaza	$2,000,000	$1,701,821	$3,701,821
	Total	$23,241,017	$15,153,464	$38,394,481
	Less: payments	$23,241,017	$15,153,463	$38,394,480
	Net Balance Outstanding	$0	$0	$0

c. The Zone has reimbursed the following operator from available TIF funds as of September 30, 2018:

American Airlines Center's Parking Garage Operator	Type of Agreement	Principal	Add'l Subsidy **(1)**	Payments	Outstanding
Center Operating Company	Parking Mgt & Operating Agmnt	$1,521,114	$0	$1,521,114	$0

d. The Zone has entered into a development agreement for each of the following projects and payment status as of September 30, 2018:

					Payments			
		Principal	Max. Accrued	Total	Accrued			Net Remaining
Developer	**Project Name**	**TIF Award**	**Add'l Subsidy (1)**	**TIF Award**	**Principal**	**Add'l Subsidy (1)**	**Total**	**Balance**
Anland GP, LP	North Parking Garage	$21,800,000	$6,430,193	$28,230,193	$5,933,764	$2,366,078	$8,299,842	$19,930,351
Victory Park UST Joint Venture I, L.P.	South Parking Garage	$12,825,000	$0	$12,825,000	$4,275,000	$0	$4,275,000	$8,550,000
Anland GP, LP	North Parking Garage Enhancements	$3,600,000	$0	$3,600,000	$3,600,000	$0	$3,600,000	$0
Victory Park UST Joint Venture I, L.P.	Victory Park Lane Improvement Project	$1,226,500	$0	$1,226,500	$1,226,500	$0	$1,226,500	$0
Victory Park UST Joint Venture I, L.P.	Olive Street Improvement Project	$825,100	$0	$825,100	$825,100	$0	$825,100	$0
Victory Park UST Joint Venture I, L.P.	Two Way Conversion & parking signage Project	$4,646,152	$0	$4,646,152	$3,615,652	$0	$3,615,652	$1,030,500
Trinity Groves, LLC	Trinity Groves-Restaurant/Retail Project	$3,505,000	$0	$3,505,000	$2,543,011	$0	$2,543,011	$961,989
Victory Park UST Joint Venture I, L.P.	Placemaking Project	$5,974,804	$0	$5,974,804	$0	$0	$0	$5,974,804
Trinity Groves Residential I, L.P.	Trinity Groves Mixed Use Phase I	$12,478,853	$0	$12,478,853	$423,201	$0	$423,201	$12,055,652
Total		**$66,881,409**	**$6,430,193**	**$73,311,602**	**$22,442,228**	**$2,366,078**	**$24,808,306**	**$48,503,296**

(1) Additional Subsidy in Form of Grant (in lieu of interest expense)

4. Tax increment base and current captured appraised value retained by the Zone:

	Taxable Value 2018	Base Year 1998 Value	Est. Captured Value 2018**
City of Dallas-Victory Sub-District	$1,256,662,888	$33,515,323	$1,223,147,565
City of Dallas-Riverfront Sub-District	$31,709,230	$18,624,970	$13,084,260
City of Dallas-West Dallas Sub-District	$81,889,230	$11,590,076	$70,299,154
Dallas County-Victory Sub-District	1,257,124,888	$405,570,974	$851,553,914
Dallas County-Riverfront Sub-District	$31,709,230	$18,624,970	$13,084,260
Dallas County-West Dallas Sub-District	$81,889,230	$11,590,076	$70,299,154

**Based on DCAD Certified Taxable Value. The final values will be determined on February 1, 2019.

5. Captured appraised value by the municipality and other taxing units, the total amount of tax increment received, and any additional information necessary to demonstrate compliance with the tax increment financing plan adopted by the governing body of the municipality:

A. Estimated tax increment shared by the municipality and other participating taxing jurisdictions:

Taxing Jurisdiction	Assessment Per $100	Estimated 2018 Increment
City of Dallas-Victory Sub-District	0.69903	$8,550,168
City of Dallas-Riverfront Sub-District	0.69903	$91,463
City of Dallas-West Dallas Sub-District	0.69903	$491,412
Dallas County-Victory Sub-District	0.10940	$931,557
Dallas County-Riverfront Sub-District	0.13371	$17,494
Dallas County-West Dallas Sub-District	0.13371	$93,993
Total for all Jurisdictions	**$2.47390**	**$10,176,089**

B. The total amount of estimated tax increment to be billed for the 2018 tax year is $10,176,089. For the 2017 tax year, increment in the amount of $8,393,225 was received.

City of Dallas, Texas
Sports Arena Tax Increment Financing District
Notes to Financial Statements for the Year Ended September 30, 2018
(Unaudited)

1. The measurement focus used for the TIF Zone fund is a flow of financial resources. The financial statements are prepared using the modified accrual basis of accounting. Under the modified accrual basis of accounting, tax increment revenues and interest are recognized as revenue when they become both "measurable" and "available" to finance expenditures of the current period. Expenditures are recognized when the liability is incurred.

2. State statute requires that each taxing jurisdiction remit its ad valorem taxes to the Zone by May 1 of each year (remittance to occur no more than 90 days after taxes for the jurisdiction become delinquent).

3. The Zone's cash balances are invested in the City’s investment pool and include amounts in demand deposits as well as short-term investments. Pooled investments and short-term non-pooled investments are treated as cash equivalents. Investment income on the pooled investments is prorated monthly based upon the average daily cash balance in each fund.

4. The Zone's Financial Plan permits expenditures not to exceed $765,000 (in Current $) over the life of the TIF to reimburse the City for administrative costs. The City began reimbursing the general fund for administrative costs in FY’1998-99. Any future remittance for administrative expenses would come from excess cash as tax increment revenue increases as a result of increased assessed values.

5. The Zone fully reimbursed developers for a total amount of $38,308,587 to date, including principal of $23,159,074 and accrued interest of $15,149,513, and had no advances outstanding at September 30, 2018.

6. All expenditures resulting in capital improvements that are owned by the City are capitalized on the City’s books.

Appendix B: Project Pay-Off Estimates

Developer	Project Name	Max. TIF Award	Pay-Off Date
Victory Sub-district			
Anland GP, LP	North Parking Garage	$21,800,000	2028
Victory Park UST Joint Venture I, L.P.	South Parking Garage	$12,825,000	2028
Victory Park UST Joint Venture I, L.P.	Two Way Conversion Project Phase II	$3,718,000	2019
Victory Park UST Joint Venture I, L.P. Blocks GKM, L.P.	Placemaking Project	$5,974,804	2019
Victory Park UST Joint Venture I, L.P.	Sub-district Wide Retail	$3,500,000	2022
West Dallas Sub-district			
Trinity Groves, LLC	Trinity Groves-Restaurant Incubator	$3,505,000	2020
Trinity Groves Residential I, L.P.	Cypress @ Trinity Groves	$13,950,000	2024

Estimated pay-off dates may change and are subject to the following

(1) Changes in increment collected annually;
(2) Changes in the real property tax rates of participating taxing jurisdictions (City of Dallas and Dallas County);
(3) Changes in the participation rate of participating taxing jurisdictions;
(4) Completion dates of projects listed in the district's reimbursement queue; and/or
(5) Changes in development activity within the District

Appendix C: Sub-district Set-Aside Funds

The District's Project and Financing Plans created a West Dallas set-aside within the Victory Sub-district. Additionally, the adopted Increment Allocation Policy for the District gave the TIF Board the discretion to set aside increment for "sub-district wide improvements" such as gateways, trails, open space, public facilities, workforce training or utility/streetscape improvements benefiting multiple properties or blocks within in the sub-districts.

Victory Sub-district Set-Asides

West Dallas Set-Aside - Ten percent (10%) of the total collected City and County increment revenue (after administrative expenses) for the Victory Sub-district shall be allocated to the West Dallas Sub-district.

Victory Sub-district Wide Improvements Set-Aside – From 2014 annual sub-district increment, after payment of completed Tier One projects, $500,000, shall be set-aside for eligible sub-district wide improvements. Eligible improvements are limited to future design and construction of public improvements that may be required as a result of the implementation of the following Tier Two infrastructure improvement projects: Olive Street Reconfiguration and Two-Way Conversion of Houston Street and Victory Avenue.

Riverfront Gateway Sub-district Set-Aside

Riverfront Gateway Sub-district Wide Improvements Set-Aside – Ten percent (10%) of the increment generated from the Riverfront Gateway Sub-District, up to $955,000, shall be set aside for eligible improvements. Eligible improvements shall specifically include streetscape, open space and trail improvements that benefit multiple properties within the Riverfront Gateway Sub-district whether constructed as part of a single development project or independent of a development project. These funds may also be used as a match for potential grant funding for eligible improvements.

West Dallas Sub-district Set-Asides

Zoning Sub-district Wide Improvements Set-Aside – Five percent (5%) of the increment generated from the West Dallas Sub-District, up to $3,000,000, shall be set aside for Planned Development District (PD) 891 zoning required improvements (Zoning Sub-district Wide Improvements). Zoning Sub-District Wide Improvements shall specifically include PD 891 Open Space Improvements, whether constructed incrementally or in conjunction with specific private development projects or constructed independent of a specific private development project. PD 891 improvements specifically include: Muncie Street Linear Park, Herbert Plaza and the Akron Park Greenway.

General Sub-district Wide Improvements Set-Aside – Ten percent (10%) of the increment transferred from the Victory Sub-district shall be set-aside for other West Dallas Sub-

district wide improvement projects (General Sub-district Wide Improvements) and to be used as a match for potential grant funding of improvement projects.

Sports Arena TIF District - Sub-district Set-Asides			
Sub-districts	**Max Set-Aside Amount**	**Collected to Date**	**Committed or Spent to Date**
Victory Sub-district			
West Dallas Set-Aside*	-	$2,588,252	$2,588,252
Sub-district Wide Improvements Set-Aside	$500,000	$500,000	$0
Riverfront Gateway Sub-district			
Sub-district Wide Improvements Set-Aside	$955,000	$5,508	$0
West Dallas Sub-district			
Zoning Sub-district Wide Improvements Set-Aside	$3,000,000	$10,485	$0
General Sub-district Wide Improvements Set-Aside*	-	$258,825	$0

**There are no max amounts for these set-asides.*

Agenda Information Sheet

File #: 19-212 **Item #:** 12.

STRATEGIC PRIORITY:	Economic and Neighborhood Vitality
AGENDA DATE:	February 27, 2019
COUNCIL DISTRICT(S):	2, 6
DEPARTMENT:	Office of Economic Development
EXECUTIVE:	T.C. Broadnax

SUBJECT

A resolution accepting the FY 2017-2018 Annual Report on the status of Tax Increment Financing Reinvestment Zone Number Eight (Design District TIF District or District), submitted by the Design District TIF District's Board of Directors, and authorizing the City Manager to submit the annual report to the Chief Executive Officer of each taxing jurisdiction that levies taxes on real property in the District, and to the State Comptroller, as required by state law - Financing: No cost consideration to the City

BACKGROUND

This item is being placed on the addendum due to the unavailability of fiscal year 2017-2018 administrative costs for the annual report financial statement prior to the regular agenda deadline.

State law (the Tax Increment Financing Act, Chapter 311 of the Tax Code) requires that the governing body of a city shall submit an annual report on the status of each reinvestment zone it has created to the Chief Executive Officer of each taxing unit that levies taxes on real property in the zone, as well as the State Comptroller. On June 8, 2005, City Council authorized Ordinance No. 26021 as amended, establishing Tax Increment Financing Reinvestment Zone Number Eight (Design District TIF District). On April 12, 2006, City Council authorized the Project Plan and Reinvestment Zone Financing Plan for this District by Ordinance No. 26303, as amended.

The Design District TIF District's assessed 2018 tax value was $842,627,830.00. This represents an increase of $560,754,077.00 or 199% over the base years (2005 and 2013) value and an increase of 12% over last year’s final value. With the participation of the City and Dallas County, this increase will result in the collection of approximately $4,633,857.00 in total incremental revenue for the Design District TIF District for the 2018 tax year.

PRIOR ACTION/REVIEW (COUNCIL, BOARDS, COMMISSIONS)

On June 8, 2005, City Council held a public hearing and authorized the establishment of Tax Increment Financing Reinvestment Zone Number Eight, the Design District TIF District by Resolution No. 05-1780; Ordinance No. 26021, as amended.

On April 12, 2006, City Council authorized the Project Plan and Reinvestment Zone Financing Plan for the Design District TIF District by Resolution No. 06-1076; Ordinance No. 26303, as amended.

On November 27, 2018, the Design District TIF District Board of Directors recommended that the FY 2017-2018 Annual Report be accepted and approved.

Information about this item was provided to the Economic Development and Housing Committee on February 4, 2019.

FISCAL INFORMATION

No cost consideration to the City.

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WHEREAS, the City recognizes the importance of its role in local economic development initiatives and programs; and

WHEREAS, the City has established Tax Increment Financing Reinvestment Zone Number Eight ("Design District TIF District" or "District") and established a Board of Directors for the District to promote development or redevelopment in the Design District area pursuant to Ordinance No. 26021, authorized by the City Council on June 8, 2005, as authorized by the Tax Increment Financing Act, Chapter 311 of the Texas Tax Code, as amended; and

WHEREAS, on April 12, 2006, City Council authorized the Project Plan and Reinvestment Zone Financing Plan for the Design District TIF District by Resolution No. 06-1076; Ordinance No. 26303, as amended; and

WHEREAS, the Tax Increment Financing Act specifies that the governing body of a city shall submit an annual report on the financial status of the district to the Chief Executive Officer of each taxing unit that levies taxes on real property in a reinvestment zone, and a copy of the report shall be forwarded to the State Comptroller; and

WHEREAS, on November 27, 2018, the Design District TIF District Board of Directors passed a motion accepting the FY 2017-2018 Annual Report for Tax Increment Financing Reinvestment Zone Number Eight and recommended approval of same by the City Council.

Now, Therefore,

BE IT RESOLVED BY THE CITY COUNCIL OF THE CITY OF DALLAS:

SECTION 1. That the FY 2017-2018 Annual Report for Tax Increment Financing Reinvestment Zone Number Eight (Design District TIF District), City of Dallas, Texas, as of September 30, 2018, a copy of which is attached hereto (**Exhibit A**), is hereby accepted.

SECTION 2. That the City Manager is hereby authorized to submit the FY 2017-2018 Annual Report for Tax Increment Financing Reinvestment Zone Number Eight to the Chief Executive Officer of each taxing jurisdiction that levies taxes on real property in the District, and to the State Comptroller, as required by state law.

SECTION 3. That this resolution shall take effect immediately from and after its passage in accordance with the provisions of the Charter of the City of Dallas, and it is accordingly so resolved.

Exhibit A

Design District TIF District
FY 2017-2018
Annual Report



City of Dallas

Office of Economic Development
1500 Marilla Street, 2CN
Dallas, Texas 75201
(214) 671-9821
http://www.dallas-ecodev.org/area_redevelopment.html

October 1, 2017 to September 30, 2018

Reinvestment Zone Number Eight
Tax Increment Financing District

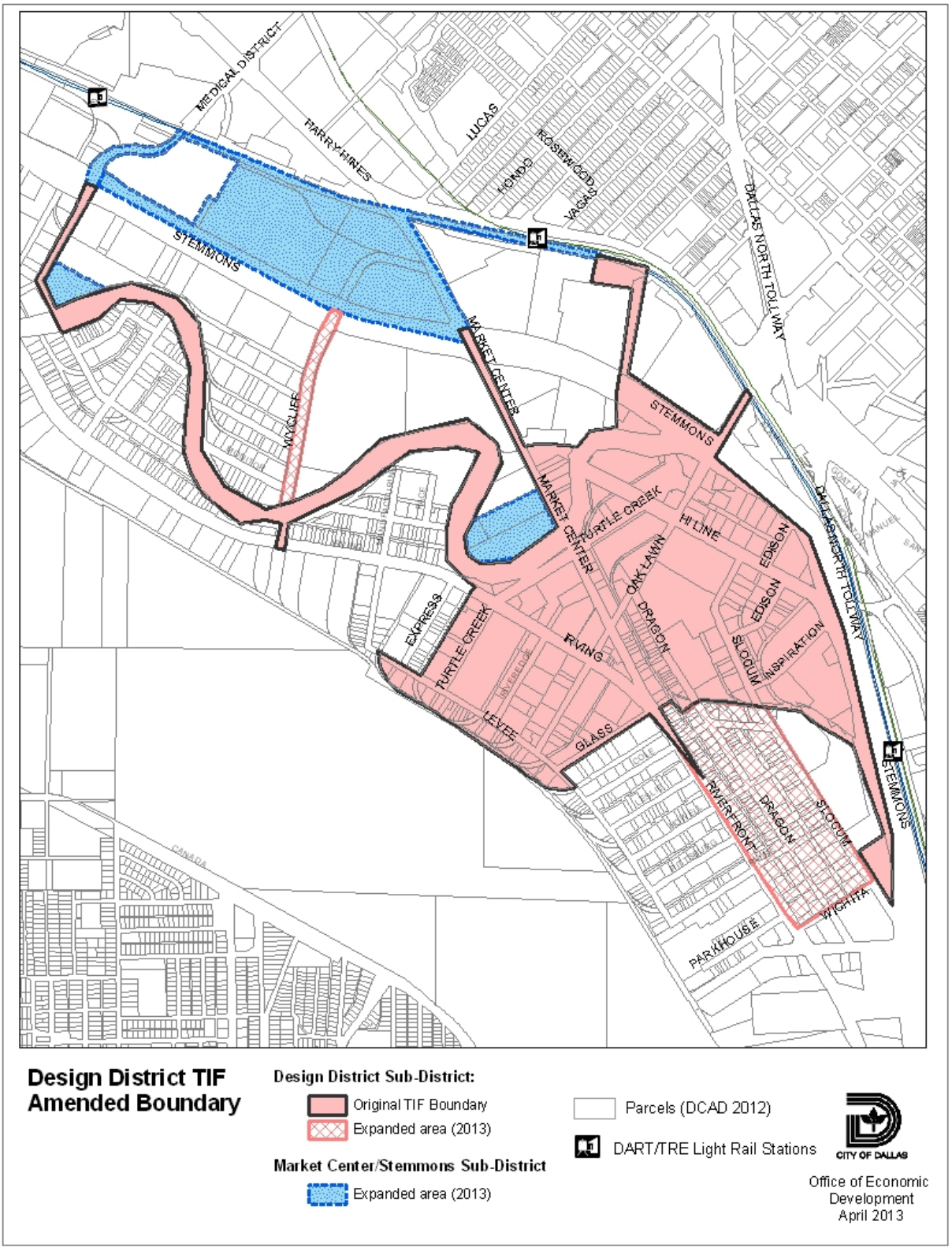


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Front cover shows the Virgin Hotel under construction at Oak Lawn Avenue and Hi Line Drive

Mission Statement

The mission of the Design District TIF District is to provide a source of funding for public infrastructure improvements that will assist in redeveloping an industrial and warehouse district to take full advantage of the expanding DART light rail system, to promote transit oriented development, and to improve access to the Trinity River and the quality of development adjacent to the Trinity Corridor. The Design District TIF District duration began on January 1, 2006, and will terminate on December 31, 2027, (including collection of the 2027 increment in calendar year 2028 and any related matters to be concluded in 2028).

District Accomplishments

Dallas City Council established the Design District TIF District by Ordinance Number 26021 on June 8, 2005. The District was established to assist in the transformation of the old Stemmons Industrial area into a diversified, pedestrian friendly, mixed-use neighborhood near the heart of Downtown Dallas. The Design District TIF Board adopted the final Project Plan and Reinvestment Zone Financing Plan in 2006.

In February 2009, the TIF Board adopted a "Design District TIF Strategic Implementation Plan" to guide the next phases of development and improvements in the District.

During FY 2011, initial reimbursement process began for the "1525 Turtle Creek at the District" TIF project (apartments now called Alta 1900 Lofts). Public improvements associated with the TIF project were completed in late 2009-early 2010 and the Alta 1900 Lofts received a final certificate of occupancy in April 2010.

During FY 2012, the TIF Board approved by-law amendments to reflect changes in state law for TIF Board composition recognizing that only taxing jurisdictions that participate financially can have representation and a change in the TIF design review process to have that function undertaken as part of the City Design Studio Peer Review Panel. The TIF Board also approved a set of master design guidelines and mixed-income housing guidelines.

The TIF Board and City Council approved a development agreement with Texas Security Bank for the Turtle Creek Median district-wide improvement project dedicating up to $116,356 in TIF reimbursement for median and signage improvements along Turtle Creek Boulevard from Irving Boulevard to Market Center Boulevard. The median project was completed in 2013.

Also approved in FY 2012 was a development agreement with Friends of the Trinity Strand Trail to dedicate up to $400,000 for the design and engineering of the Trinity Strand Trail Soft Surface Trail Design Project. The proposed soft surface trail would be approximately 2 miles of decomposed granite trail mostly on top of the banks of the Old

Trinity Meanders extending from Farrington Street east of Medical District Drive, crossing below Wycliff Avenue, crossing Market Center Boulevard at street level and terminating at the Hi Line Drive trail plaza. Pedestrian bridges, low water crossings, and small plazas/overlooks will also be included in the design. The design study was completed in mid-2014.

During FY 2013, an expansion of the TIF district and plan amendment was approved by Ordinance Number 29037 to create two subdistricts within the Design District TIF District: (a) Design District Sub-District (original district boundary plus additional property along Slocum/Dragon Streets and Riverfront Boulevard) and (b) Market Center/Stemmons Sub-District (an expansion area to facilitate the redevelopment of the Dallas Apparel Mart site).

Two development agreements were also approved: 1) an agreement with Market Center Land, L.P., ("MCL"), an affiliate of Crow Holdings for the Apparel Mart Redevelopment Masterplan and 2) an agreement with Dallas Proton Treatment Center, LLC working in conjunction with MCL on a Phase I Dallas Proton Treatment Center (DPTC) project for a TIF funding dedication up to $7,025,000.

The multi-phased MCL master plan proposes medical/office, a hotel, residential, and mixed uses for the site bordered by Stemmons Freeway, Medical District Drive, Market Center Boulevard, and the Trinity Railway Express. The DPTC project experienced financial difficulties and has not moved forward. This TIF agreement authorization expired in December 2015.

During FY 2014, staff continued to work with PM Realty Group and the North Central Texas Council of Governments (NCTCOG) on the completion of the "Edison/Hi Line/Stemmons/Rail Transit Underpass Connection" project awarded funding in 2010.

The TIF Board adopted a set of "Guidelines for Wayfinding and Gateway Signage" to encourage consistency with signage improvements whether as a district-wide improvement or in conjunction with a development project.

In FY 2015, the TIF Board and City Council approved a development agreement for the Alexan Riveredge project dedicating up to $7,800,000 in TIF reimbursement for public infrastructure and an economic development grant in support of the project. The Board also held preliminary discussions on potential district-wide funding requests and approved a general process and set of criteria for evaluating those requests.

Initial projects within the District completed, under construction or in the development stage are shown in the table below. During FY 2017-2018, staff also had discussions with development groups on other projects including the Virgin Hotel and Cabana Hotel.

Design District TIF District Projects[1]

Projects Within TIF District Utilizing TIF Funding

Project	Location	Calendar Year Complete	Status	Units/ SF[2]	Approx. Value[3]	TIF Investment[4]
1525 Turtle Creek at the District (*now* The Dunhill Design District)[7]	1900 Hi Line Drive	2010	Complete	214 residential units	$41,200,000	$4,402,000*
Alexan Riveredge[8]	150 Turtle Creek Blvd.	2017	Complete	309 residential units	$49,500,000	$7,800,000
Virgin Hotel (Dunhill Partners)	1909 Hi Line Dr.	2019	Under const.	268 hotel rooms	$54,000,000	TBD
Cabana Hotel (*historic building rehabilitation*)	899 N. Stemmons Fwy.	2021	Planned	264 hotel rooms	$44,587,000	TBD
			Subtotal	**523 units; 532 hotel rooms**	**$189,287,000**	**$12,202,000**

Projects Within TIF District Not Utilizing TIF Funding[5]

Project	Location	Calendar Year Complete	Status	Units/ SF	Approx. Value	TIF Investment
International on Turtle Creek	150 Turtle Creek Blvd.	2006	Complete	157,640 square feet showroom & retail space	$14,498,000	$0
Trinity Lofts & Work/Live Showrooms	1403 Slocum St. & 1430 Dragon St.	2007	Complete	~92 units & 28,063 square feet showroom (164,030 square feet total)	$19,892,670	$0
Alta Design District	1531 Inspiration Dr.	2009	Complete	309 residential units	$46,000,000	$0
Alexan Design District (*now* Camden Design District)	1551 Oak Lawn Ave.	2009	Complete	355 residential units	$56,509,040	$0
Green Zone, arts venue	161 Riveredge Dr.	2008	Complete	2,520 square feet performance space	$1,125,980	$0
Dallas Contemporary [6]	161 Glass St.	2010	Complete	6,000 square feet office space & 11,000 square feet gallery space for Center; & 22,000 square feet office/retail for tenants	$2,214,900	$0
1400 Hi Line	1400 Hi Line Dr.	2012	Complete	314 residential units; 29,000 square feet retail	$85,000,000	$0

Avant Apartments	1955 Market Center Blvd.	2013	Complete	301 residential units	$47,500,000	$0
Renaissance Hotel Conference Center expansion	2222 N. Stemmons Frwy.	2014	Complete	50,000 square feet meeting space	$11,700,000	$0
Alta Strand	1931 Market Center Blvd.	2017	Complete	400 residential units	$54,472,050	$0
Hotel/Apartments (Dunhill Partners)	1645 & 1700 Stemmons Frwy.	2021	Planned	250 hotel rooms; 100 apartments	$51,000,000	$0
Office Tower (Dunhill Partners)	1605 & 1615 N. Stemmons Frwy.	2022	Planned	240,000 square feet office space	$45,000,000	$0
			Subtotal	**1,871 units; 214,703 square feet retail/showroom; 13,520 square feet gallery/arts venue; 298,000 square feet office; 50,000 square feet hotel space; 250 hotel rooms**	**$434,912,640**	$0
Projects Utilizing and Not Utilizing TIF Funding						
			Total	**2,394 residential units; 214,703 square feet retail/showroom; 13,520 square feet gallery/arts; 298,000 square feet office; 50,000 square feet hotel space; 782 hotel rooms**	**$624,199,640**	**$12,202,000**

[1] All information updated as of September 30, 2018.
[2] Based upon either the TIF application or required minimum stated in the development agreement. May be updated for completed projects based on actual unit mix and square footage.
[3] Based upon 1) market value of comparable projects for anticipated projects, 2) private investment stated in the development agreement for projects that are approved or under construction, or 3) DCAD market value for completed projects (unless project has not yet been assessed). Values may not be fully captured by the TIF District for redevelopment projects once pre-existing value and/or the demolition of structures is netted out.
[4] Principal amount not to be exceeded per the development agreement. TBD indicates that development agreement has not yet been adopted. Asterisk indicates investment also includes interest not shown.
[5] Selected significant projects included.
[6] Tax-exempt property. Amount shown is approximate investment in improvements.
[7] Per the TIF program requirements when the development agreement was executed, the project provided 20% of units as affordable during the time period December 2009 – December 2012.
[8] Per current TIF program mixed-income housing requirement, the project will provide at least 20% of units as affordable for 15 years.

Mixed-Income Housing Summary

Successful development efforts support a variety of housing options. Accordingly, twenty percent (20%) of all housing units in projects using direct site-specific TIF funding assistance are subject to the City's and County's established criteria for mixed income housing. In this District, as part of TIF funding, a total of 523 units have been built to date and 62 are currently set-aside as affordable. Bell Design District had previously included 43 affordable units from 2009 to 2012; however, there was a provision in the agreement allowing a buyout of the remaining affordability period. The buyout totaled $524,600 and those funds been dedicated towards offsetting the cost of affordable units for the Alexan Riveredge project in the District. The buyout option is no longer included in TIF development agreements and deed restriction provisions are now being added to secure affordable housing.

A total of 2,294 residential units have been completed overall. Another 100 units are planned without any TIF subsidy or affordable units anticipated.

District Initiatives

The City and community partners have been engaged in several district-wide initiatives to create trail connections and other public improvements described in more detail below. The Trinity Strand Trail (formerly known as the Old Trinity Trail) Master Plan improvements are an integral part of attracting new mixed-use development in the Trinity River corridor and creating a vibrant neighborhood with recreational opportunities in the Design District area. A total of over $22 million has been raised to date including the value of land donations.

Two trailheads are complete at Hi Line Drive (by the river channel and the Turtle Creek Plaza and trailhead along Turtle Creek Boulevard between Market Center and Irving Boulevards. A Phase 1, 2.5-mile concrete trail (main/spine trail) running along the old Trinity River from Stemmons Freeway to Medical District Drive officially opened in 2015. In addition, $400,000 in TIF funds were utilized for the design of a soft surface trail that would parallel the Phase I concrete trail on the opposite banks. Those plans were completed in mid-2014.

The Hi-Line Drive pedestrian improvement project is now complete. The project was funded through the North Central Texas Council of Governments (NCTCOG)'s Regional Transportation Council's 2006 Sustainable Development Program. The improvements were constructed concurrently with TIF public improvements as part of the "1525 Turtle Creek at the District" project. As part of the developer's TIF reimbursement $207,447 in local match funds leveraged $829,789 in grant funds for a total project cost of $1,037,236.

The Edison/Hi Line/Stemmons/Rail Transit Underpass Connection project is complete. The $1.4 million pedestrian improvement project was part of the 2009-2010 North Central Texas Council of Governments (NCTCOG) Sustainable Development (SD) Call for Projects. PM Realty Group was the private sponsor with the 1400 Hi Line mixed use development and provided the 20% local match, $287,766 of the total project cost of $1.4 million. The public infrastructure improvements included pedestrian and crosswalk improvements along Edison Street between Stemmons Freeway and Hi Line Drive, along southbound Stemmons frontage road and improvements to the underpass of Hi Line Drive under Stemmons Freeway. These improvements built on the 2006 SD Hi Line Drive improvements to create a stronger connection to the Victory DART Light Rail and TRE train stations and further enhance the gateway from downtown/Victory into the Design District.

Currently the Friends of the Trinity Strand Trail is working with the City to implement Phase 2 that would connect to the medical center area and explore connections with the Katy Trail. In addition, there has been dialogue with the Friends of Reverchon Park on the feasibility of connecting Reverchon Park to Stemmons Park and the Trinity Strand Trail via the existing culverts underneath the Dallas North Tollway and Harry Hines Boulevard.

District Initiatives				
Activity	**Scope**	**Status**	**Investment**	**Source**
Trinity Strand Trail Master Plan. Public/private partnership including the non-profit Friends of the Trinity Strand Trail. **Trinity Strand Trail Master Plan *continued***	To create a fully assessable hike, bike, and jogging trail system along the course of the original Trinity River as it winds northwest of downtown. Approximately 7.8 miles. Total cost estimated at $30 million. Phase 1 includes 2.5 miles of concrete trail from Stemmons Freeway to Farrington Drive, connecting to the Trinity River via Sylvan Ave. Phase 2 includes connection to the medical center area including a shared-	*Underway.* The Master Plan for Trinity Strand Trail was adopted in December 2004 by the Dallas' Park & Recreation Board. City bond funds are committed, and private fundraising continues. Construction began in 2013 on Phase 1, 2.5 miles of concrete trai and was completed in 2015. The trailhead at Turtle Creek Plaza was completed in May 2010 and the Hi Line trailhead was completed summer 2009. 2012 bond funds	$1 million for design and match for federal funds. $2.5 million for trail development $3.36 million for trail design & construction	2003 Bond Program 2006 Bond Program 2012 Bond Program

	use path from the existing Trinity Strand Trail at the intersection of Market Center Blvd. and Turtle Creek Blvd. to Inwood/Love Field DART station.	allocated are for design and construction of a trail segment between IH35/Oak Lawn and Inwood Road. Phase 2 of the trail was awarded TXDOT Transportation Alternatives funding in 2017 (*with 2012 bond funds as a local match).* TIF funding for the design of a soft surface trail to parallel the Ph I concrete trail was approved in FY 12 and the design completed in 2014.	$4,536,039 *(required local match $1,134,010 part of City bond funds)* $5 million	NCTCOG funds – Regional Toll Revenue (RTR) initiative TXDOT Transportation Alternatives funding
			$1.1 million additional funds raised. Land donations valued at $4.2 million will benefit and assist with linkage of the Trinity Strand and Katy Trails TIF funding up to $400,000 from district wide improvement funds.	Individuals and foundations, including Eugene McDermott and Hoblitzelle Foundations and Texas Parks and Wildlife grant TIF funds
Turtle Creek Boulevard Public Improvements	Design and construction of street paving, storm drainage, water and wastewater improvements on Turtle Creek Blvd. from Market Center Blvd. to Levee St.	*Completed in fall 2009.*	$3,587,746	2003 Bond Funds & Water Utilities Capital Funds
Regional Transportation Council (RTC) Sustainable Development Program – Design District TIF Walking/Bike Improvements	Pedestrian improvements will be constructed along Hi-Line Dr. between Stemmons Frwy. & the Trinity Meanders	*Complete.* Funding approved by the RTC in 2006. Interlocal Agreement approved by City Council, June 2008. Design completed September 2008. Improvements completed summer 2009	$1,037,236 total includes: $829,789 $207,447	 RTC funds TIF funds

Regional Transportation Council (RTC) 2009-10 Sustainable Development Program – Edison/Hi Line/ Stemmons/Rail Transit Underpass Connection	Pedestrian improvements along Edison St. between Stemmons Frwy. and Hi Line Dr. and along Stemmons frontage and Hi Line passing under Stemmons Freeway toward the Victory DART Light Rail & TRE stations.	Project was selected by the RTC in June 2010. *Construction has been completed in 2013.*	$1,438,829 total includes: $1,151,063 $287,766	 RTC funds Private local match
Trinity River Corridor Project	Multi-faceted project involving transportation, flood protection, and recreational improvements. Several projects are adjacent or close to the TIF district (*shown on the right*)	*Complete:* Margaret Hunt Hill Bridge Sylvan Bridge (2014) Riverfront Blvd improv. (2014-17) Continental Bridge pedestrian/bike (2014)	$120 million $42 million $42 million $10.6 million	Multiple funding sources incl. private TXDOT City/County/NCTCOG City/private

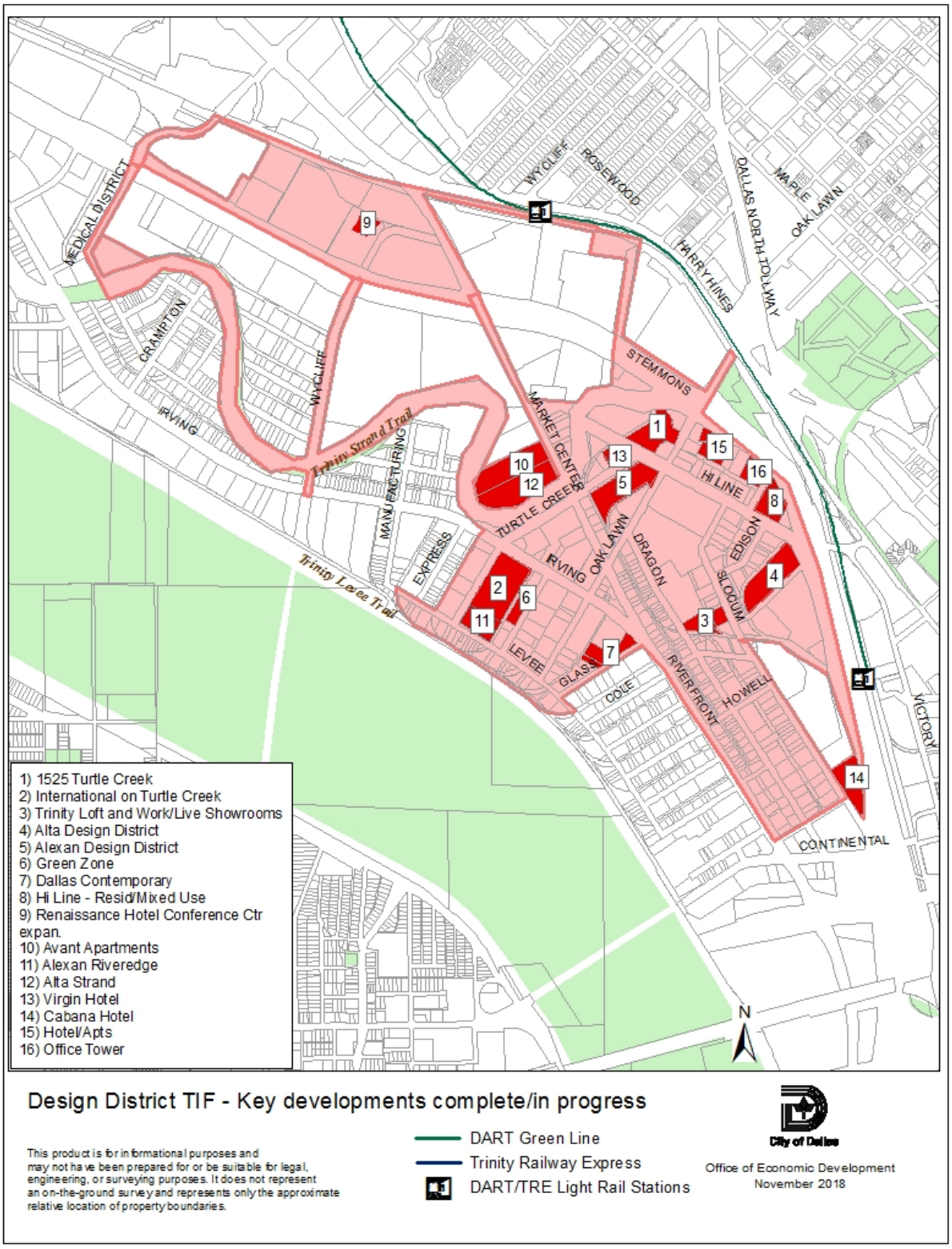


Trinity Strand trailhead plaza on Turtle Creek Blvd.



Streetscape & wayfinding signage along Hi Line Drive

TIF District Development Project Map



Value and Increment Summary

The Design District TIF District's assessed 2018 taxable value was $842,627,830 for the district as amended in 2013. This represents an increase of $560,754,077 or 199% over the base years (2005 and 2013) value and an increase of 12% over last year's final value. For the individual sub-districts, the Design District Sub-District 2018 taxable value was $656,471,560, an increase of 239% of the base year and the Market Center/Stemmons Sub-District taxable value was $186,156,270 an increase of 112% over the base year.

The TIF District anticipates collecting approximately $4,633,857 in incremental tax revenue for tax year 2018.

Objectives, Programs, and Success Indicators

The final Design District Project Plan and Reinvestment Zone Financing Plan was adopted in April 2006 and amended in June 2013. Among the goals of the Plan are:

- To create additional taxable value attributed to new private investment in projects in the Design District TIF District totaling approximately $1 billion.
  Over $624 million in new investment is completed, underway or planned (62% of the goal)

- To attract new private development in the District totaling approximately 1.4 million square feet of retail/showroom/gallery space, 500,000 square feet of office space, 550 hotel rooms, and 4,500 new residential units.

  Approximately 2,394 residential units, 214,703 square feet of new or upgraded retail/showroom space, 13,520 square feet of gallery/arts space, 298,000 square feet of office space, and 782 hotel rooms are completed, under construction or planned. (53% of the residential, 16% of the retail, 60% of the office, and exceeding the hotel room goal by 42%.



Alexan Riveredge, completed 2017

- To reach ridership at the future DART Market Center light rail station averaging 2,500 riders per weekday by 2017.



This portion of the DART Green Line including the Market Center station opened in December 2010. During the first year of operations average daily ridership was 281. The annualized ridership for FY 2018 is 190,737*, according to DART. This represents an 151% increase over the base year (FY 2011) and 3% increase from last year. Average daily ridership is 610, a 1% increase from last year.*

Market Center DART Station

Year	Station	Annualized Ridership	Change from Previous Year	Change from Base Year
FY 2011	Market Center	76,100	-	-
FY 2012	Market Center	114,455	50.40%	50.40%
FY 2013	Market Center	146,936	28.8%	93.08%
FY 2014	Market Center	159,901	8.82%	110.12%
FY 2015	Market Center	167,167	4.54%	119.67%
FY 2016	Market Center	171,517	2.60%	125.38%
FY 2017	Market Center	185,315	8.04%	143.51%
FY 2018	Market Center	190,737	2.93%	150.64%

- To improve the access and connections to the DART light rail system within the Design District TIF District.

  Streetscape and open space improvements constructed as part of the approved "1525 Turtle Creek at the District' project have provided more pedestrian accessibility in the northern gateway of the District. Improvements completed this year near Edison Street and Hi Line Drive connecting through the underpass at Stemmons Freeway will provide improved access from the District to the Victory DART Light Rail and TRE Stations. The expansion of the TIF district boundary in 2013 may also facilitate future opportunities to connect to multiple stations.

- To support the conversion of the Design District area from industrial and warehousing land uses to a mixed-use, transit oriented neighborhood that complements the Victory development and the Trinity River Project.

Mixed-use projects like the completed Trinity Lofts and others in the planning stages show positive movement for the District. The Trinity Lofts project was a mixture of new construction and conversion – the site previously had an 88,000-square foot warehouse/office and was redeveloped into 164,030 square feet of residential and showroom space. For other projects in the district approximately 219,676 square feet of space was demolished for new residential construction/showroom upgrade and 196,640 square feet of space converted into upgraded showrooms or new retail, gallery and office uses.

Some former showroom buildings or vacant commercial properties have been repurposed for new uses including restaurants, a coffee house, and Bowl Lounge (bowling alley).





Trinity Lofts (left) and Ascension coffee house (right)

- To increase recreational opportunities, public open space and improve connections to the City of Dallas trails and open space system, including the Trinity Strand Trail, in the District.

  The Master Plan for the Trinity Strand Trail has been adopted and funding of over $22 million for design and trail development has been committed to date. Two trailheads are now completed at Turtle Creek Plaza along Turtle Creek Boulevard between Market Center and Irving Boulevards and at the western end of Hi Line Drive (by the river channel). Construction of Phase I of the trail from Stemmons Freeway to Medical District Drive was completed and the trail officially opened in 2015. The design project for a soft surface trail to parallel the Phase I concrete trail was completed in 2014. A civic plaza at Oak Lawn Avenue and Hi Line Drive has also been completed as part of the "1525 Turtle Creek at the District" project. Funding has been secured for Phase 2

that will connect to the medical center area along Market Center Boulevard to the Inwood/Love Field DART station.

- To generate approximately $76.9 million (net present value) in increment over 20 years of collections.

  The District's 2018 total taxable value of $842,627,830 for the amended district. The revised budget figure of $76.9 million was approved in a 2013 plan amendment and 2014 was the first year that expanded areas began generating increment. The estimated collection for 2018 is $4,633,857. Total collections (NPV) are currently 20% of the amended final plan goal.

Year-End Summary of Meetings

The Design District TIF District Board of Directors met once during the fiscal year from October 1, 2017 to September 30, 2018. The Board approved and forwarded one item to City Council.

The Board, based on amended composition, can consist of up to seven members, including six City of Dallas appointees and one Dallas County appointee. During FY 2018 the Board members were Ed Oakley – City Representative, Chair (1 of 1 meetings), Tayo Ayanlola, City Representative (1 of 1 meetings), Larry Bennett, City Representative, (1 of 1 meetings), Ryan Garcia (1 of 1 meetings), Mike Kutner, City Representative (1 of 1 meetings), Carolyn Sortor (1 of 1 meeting), and Rick Loessberg – Dallas County Representative (1 of 1 meetings). Nicholas Villalba was also appointed during the year, but no additional meetings were held.

During the fiscal year, the City Council approved one item directly associated with the Design District TIF District:

- On February 28, 2018, the City Council passed Resolution Number 18-0353 accepting the FY 20116-2017 Annual Report on the status of Tax Increment Financing Reinvestment Zone Number Eight, (Design District TIF District), submitted by the Design District TIF District's Board of Directors, and authorizing the City Manager to submit the annual report to the Chief Executive Officer of each taxing jurisdiction that levies taxes on real property in the District, and to the State Comptroller, as required by state law.

Pending TIF Items

- Consideration of the FY 2017-2018 TIF District Annual Report and a recommendation to the City Council for approval.

Budget and Spending Status

Each TIF District establishes a budget for the public improvement expenditures necessary to support private investment in the district in the Project Plan and Reinvestment Zone Financing Plan. Below is the current TIF District budget:

Design District TIF District Projected Increment Revenues to Retire TIF Fund Obligations			
Category	**TIF Budget[1]**	**Allocated[2]**	**Balance**
Design District Sub-District: Paving & Streetscape Wayfinding & District Signage Water, Wastewater & Storm Open Spaces, Plazas, Portals, Civic Environmental Remediation & Demolition Utility Burial Economic Development Grants	$82,018,278	$12,525,000*	$69,493,276
Market Center/Stemmons Sub-District: Paving & Streetscape Wayfinding & District Signage Water, Wastewater & Storm Open Spaces, Plazas, Portals, Civic Environmental Remediation & Demolition Utility Burial Economic Development Grants	$30,150,440	$0	$30,150,440
Trinity Strand Trail	$7,536,985	$400,000	$7,136,985
Administration and implementation[3]	$4,522,191	$393,894	$4,128,297
Total Project Costs	**$124,227,895**	**$13,318,896**	**$110,908,999**

[1] *Budget shown above in current dollars; TIF Project Plan shows the budget in net present value.*
[2]*Allocated amount includes $222,896 in interest accrued as of FY 2013 (September 30, 2013). No additional interest has accrued since.*
[3] TIF administration costs shown are expended or committed through FY 2018.

Design District TIF District Project Plan Budget	
Category	**TIF NPV Budget***
Design District Sub-District: Paving & Streetscape Wayfinding & District Signage Water, Wastewater & Storm Open Spaces, Plazas, Portals, Civic Environmental Remediation & Demolition Utility Burial Economic Development Grants	$47,487,686
Market Center/Stemmons Sub-District: Paving & Streetscape Wayfinding & District Signage Water, Wastewater & Storm Open Spaces, Plazas, Portals, Civic Environmental Remediation & Demolition Utility Burial Economic Development Grants	$23,088,979
Trinity Strand Trail	$4,000,000
Administration and Implementation	$2,400,000
Total	$76,976,666
** As approved in the Project Plan and Reinvestment Zone Financing Plan.*	

Design District TIF M/WBE Participation			
Project	**Contractor**	**Total Contract Award Amount**	**Percentage Minority Participation**
Phase I – 1525 Turtle Creek Project development site public improvements	Spoor Electric & KDA Landscapes	$1,108,021	44.4%
Phase II & III – 1525 Turtle Creek Project district-wide improvements	John Burns Construction Company of Texas & Metheny Landscape Development	$3,473,759	30.2%
Turtle Creek Median Project	focusEGD & ArtOGrafx	$100,105	48.5%
Trinity Strand Trail Soft Surface Design Project	Bowman-Melton, Integrated; Environmental Solutions; Di Sciullo-Terry Stanton & Associates; and Jakan Engineering, PLLC	$387,495	39.8%
Alexan Riveredge	McPherson Electric, Inc Mission Site Services	$976,470	56.2%
Total		**$6,045,850**	**$2,292,587 (37.9%)**

FY 2018-2019 Work Program

The FY 2018-2019 work program includes:

- Continue coordination efforts for implementation of current development projects.
- Attracting $40 million in taxable value, including new development.
- Continue working with stakeholders on potential district wide improvements such as connections to trails and open space, signage and other projects benefiting the District.
- Investigate additional sources of funding for the District.

Appendix A – Financials

City of Dallas, Texas
Design District Tax Increment Financing District Fund
Reinvestment Zone Number Eight
As of September 30, 2018

Chapter 311.016 of V.C.T.A. requires the following information as part of the annual report on the status of the TIF District. Information is contained in detail on the attached financial statements.

1. Amount and source of revenue in the tax increment fund established for the zone:

$118,015	Interest Income
$3,879,323	Ad Valorem Taxes (Collected in FY'2017-18 based on 2017 Final Tax Roll)
$0	Affordable Housing Buyout
$3,997,338	Total Revenue

2. Amount and purpose of expenditures from the fund:

$40,466	Administrative Expense
$6,302,126	Non-Capital outlay (environmental remediation & demolition, economic development grant including $524,600 affordable housing portion -Alexan Riveredge Project; PNV Design Studio Cost reimb.to general fund $1,961.14)
$1,349,835	Capital outlay (Paving Streetscape, utility Improvements-Alexan Riveredge Project)
$0	Additional Subsidy in Form of Grant (in lieu of interest expense)
$7,692,427	Total Expenditures

3. a. Amount of Principal and Interest due-on outstanding bonded indebtedness:
Design District TIF District has incurred no bonded indebtedness as of September 30, 2018.

b. The Zone entered into a development agreement with Alta Block 1500, LLC for the development of the "1525 Turtle Creek at the District" project in the TIF in an amount not to exceed $4,402,000 plus additional subsidy in form of grant (in lieu of interest) on certain public improvements. The developer was fully reimbursed in fiscal year 2014.

c. The Zone authorized a development agreement with Dallas Proton Treatment Center, LLC for the development of the Dallas Proton Treatment Center in an amount not to exceed $7,025,000; however, the authorization expired in December 2015.

d. The Zone entered into a development agreement with AR Apartments, LLC for the development of the "Alexan Riveredge" project in an amount not to exceed $7,800,000. A portion of the subsidy, $150,000 is pending a plan for a trail connection that is part of district-wide set aside funds. The $7,650,000 net obligation was accrued during FY 2018 with reimbursement to occur in FY 2019.

4 The zone has reimbursed the following obligations from available TIF funds as of September 30, 2018:

Project	Advance Principal	Accrued Add'l Subsidy **(1)**	Less Payments	Total (P & I) Outstanding
1525 Turtle Creek Project	$4,402,000	$222,896	$4,624,896	$0
Alexan Riveredge Project	$7,800,000	$0	$7,650,000	$150,000 **(2)**
Total	$12,202,000	$222,896	$12,274,896	$150,000

(1) Additional Subsidy in Form of Grant (in lieu of interest expense)
(2) AR Apartments, LLC reimbursement of $7,650,000 for the Alexan Riveredge project was made in November 2018 (fiscal year 2019). Accrued expenditures in the fiscal year 2018.

5. Tax increment base and current captured appraised value retained by the zone:

Taxing Jurisdiction	Taxable Value 2018 *	Base Year 2005/2013 Value	Est. Captured Value 2018**
City of Dallas - All Sub District	$842,627,830	$281,873,753	$560,754,077
Dallas County-Zone A & B	$656,513,560	$193,905,663	$462,607,897
Dallas County-Mkt. Center/Stemmons SD	$186,156,270	$87,958,090	$98,198,180

* 2018 taxable value shown for participating taxing jurisdictions. County values are approximate and will vary slightly from the City value due to different exemption levels.

****** Based on Certified Taxable Values. Final values will be determined on February 01, 2019.

6. Captured appraised value by the municipality and other taxing units, the total amount of the tax increment received, and any additional information necessary to demonstrate compliance with the tax increment financing plan adopted by the governing body of the municipality:

A. Estimated tax increment shared by the municipality and other participating taxing jurisdictions:

Taxing Jurisdiction	Assessment Per $100***	Amount of Estimated 2018 Increment****
City of Dallas	0.69903	$3,919,839
Dallas County-Zone A & B	0.13371	$618,530
Dallas County-Mkt. Center/Stemmons SD	0.09724	$95,488
Total for all Jurisdictions	$0.92998	$4,633,857

***City of Dallas participates at 90% for zone A & B for tax years 2008-2027 and 90% for Market Center/Stemmons for tax years 2014-2027. Dallas County participates at 55% for zone A & B for tax years 2008-2027 and 40% for Market Center/Stemmons sub-district for tax years 2014-2027.

****The District began collecting increment in 2009.

B. The total amount of estimated tax increment to be billed for the 2018 tax year is $4,633,857. For the 2017 tax year, increment in the amount of $3,879,323 was received.

City of Dallas, Texas
Design District Tax Increment Financing District Fund
Balance Sheet as of September 30, 2018 (Unaudited)
With Comparative Totals for September 30, 2017, 2016, 2015, 2014, and 2013 (Audited)

	2018	2017	2016	2015	2014	2013
Assets:						
Pooled cash and cash equivalents	$14,316,308	$10,380,299	$7,253,264	$4,613,287	$2,467,791	$1,126,233
Interest receivable	$32,846	$25,080	$9,778	$5,510	$2,592	$1,317
Total assets	$14,349,154	$10,405,379	$7,263,042	$4,618,797	$2,470,383	$1,127,550
Liabilities and Fund Balance (Deficit):						
Liabilities:						
Accounts and contracts payable	$7,650,000	$0	$0	$0	$0	$17,428
Due to general fund	$0	$11,135	$11,135	$11,135	$11,135	$11,135
Total liabilities	$7,650,000	$11,135	$11,135	$11,135	$11,135	$28,564
Fund Balance (Deficit):						
Fund Balance (Deficit)	$6,699,154	$10,394,243	$7,251,906	$4,607,662	$2,459,248	$1,098,986
Total Liabilities and Fund Equity	$14,349,154	$10,405,379	$7,263,042	$4,618,797	$2,470,383	$1,127,550
	$0	$0	$0	$0	$0	$0

Design District Tax Increment Financing District Fund
Statement of Revenues, Expenditures and Changes in Fund Balance (Deficit)
Balance Sheet as of September 30, 2018 (Unaudited)
With Comparative Totals for September 30, 2017, 2016, 2015, 2014, and 2013 (Audited)

	ITD	2018	2017	2016	2015	2014	2013
Revenues:							
Tax increment-Governmental	$16,125,073	$3,286,207	$2,639,115	$2,213,363	$1,844,597	$1,589,921	$1,191,274
Tax increment-Intergovernmental	$2,910,468	$593,115	$469,592	$401,192	$320,286	$291,020	$220,252
Interest income	$360,328	$158,320	$90,501	$47,841	$21,469	$8,986	$5,454
Affordable Housing Buyout	$524,600	$0	$0	$0	$0	$0	$524,600
Net increase (decrease) in fair value of investments	($57,334)	($40,305)	($27,297)	$739	$9,755	($1,204)	($428)
Total revenues	$19,863,135	$3,997,338	$3,171,910	$2,663,134	$2,196,107	$1,888,723	$1,941,151
Expenditures:							
Administrative expenses	$393,893	$40,466	$29,573	$18,890	$34,240	$30,285	$54,321
Non-Capital Outlay	$6,753,446	$6,302,126	$0	$0	$13,453	$437,692	$0
Capital outlay	$5,793,746	$1,349,835	$0	$0	$0	$60,485	$1,495,747
Interest and fiscal charges	$222,896	$0	$0	$0	$0	$0	$33,566
Total expenditures	$13,163,981	$7,692,427	$29,573	$18,890	$47,693	$528,461	$1,583,634
Excess (Deficiency) of Revenues over Expenditures	$6,699,154	($3,695,089)	$3,142,337	$2,644,244	$2,148,414	$1,360,262	$357,518
Fund balance (Deficit) at beginning of year as previously reported	$0	$10,394,243	$7,251,906	$4,607,662	$2,459,248	$1,098,986	$741,468
Fund balance (deficit) at end of year	$6,699,154	$6,699,154	$10,394,243	$7,251,906	$4,607,662	$2,459,248	$1,098,986

Note: Fiscal year 2017-18 unaudited financial statements are based on preliminary close numbers and are subject to review by the City Controller's Office prior to approval by the City Council. In case of any material changes, TIF board will be provided with the updated financial statements.

City of Dallas, Texas
Design District Tax Increment Financing District
Notes to Financial Statements for the Year Ended September 30, 2018

1. The measurement focus used for the TIF Zone fund is a flow of financial resources. The financial statements are prepared using the modified accrual basis of accounting. Under the modified accrual basis of accounting, tax increment revenues and interest are recognized as revenue when they become both "measurable" and "available" to finance expenditures of the current period. Expenditures are recognized when the liability is incurred.

2. State statute requires that each taxing jurisdiction remit its ad valorem taxes to the Zone by May 1 of each year (remittance to occur no more than 90 days after taxes for the jurisdiction become delinquent).

3. The TIF's cash balances are invested in the City's investment pool and include amounts in demand deposits as well as short-term investments. Pooled investments and short-term non-pooled investments are treated as cash equivalents. Investment income on the pooled investments is prorated monthly based upon the average daily cash balance in each fund.

4. The Zone's Financial Plan permits expenditures not to exceed 4,522,191 (in current $) over the life of the TIF to reimburse the City for administrative costs. The Zone began reimbursing the general fund in fiscal year 2009-10. Any future remittance for administrative expenses would come from excess cash as tax increment revenue increases as a result of increased assessed values.

5. All project costs resulting in capital improvements that are owned by the City are capitalized by the City

Appendix B – Financial Obligations Estimated Payoff

The Alexan Riveredge project was the only outstanding developer obligation for up to $7,800,000. A portion of the subsidy, $150,000 is pending a plan for a trail connection that is part of district-wide set aside funds. The $7,650,000 net obligation was accrued in FY 2018 and will be reimbursed in FY 2019.

Appendix C – District-wide Set Aside Funds

The TIF Increment Allocation Policy adopted by the TIF Board for the Design District TIF District currently provides for 20% of any district increment, after administrative expenses, to be set aside for District-Wide Improvements. However, if the annual balance in the District-Wide Improvement Set-Aside exceeds $500,000, the TIF Board may evaluate whether to reduce this percentage set-aide in any given year. Specific improvement projects are to be determined and the amount of this set aside will be reviewed annually based on updated financial projections and District needs. The TIF Board shall also have the discretion to release all or part of district wide set aside funds towards reimbursement of one or more TIF eligible projects.

The balance for the district-wide set aside, as of the end of FY 2018, totals $2,975,725.17. The only commitment is $150,000 set aside for a trail connection as part of the Alexan Riveredge project.

Potential uses of the funds based on stakeholder and TIF Board over the last several years include:

- Gateway signage for Riverfront Boulevard near Parkhouse at the western entrance to the District estimated at $300,000.
- Potential Levee Street connection points into the Trinity River Corridor, cost TBD.
- Friends of the Trinity Strand Trail requests, TBD
- Virgin Hotel project pending request to include an extension of streetscape improvements and utility burial along Hi Line Drive, $2.5 million.

The intent is to leverage TIF funds as a match for other funding.

Agenda Information Sheet

File #: 19-213 **Item #:** 13.

STRATEGIC PRIORITY: Economic and Neighborhood Vitality

AGENDA DATE: February 27, 2019

COUNCIL DISTRICT(S): 13

DEPARTMENT: Office of Economic Development

EXECUTIVE: T.C. Broadnax

SUBJECT

A resolution accepting the FY 2017-2018 Annual Report on the status of Tax Increment Financing Reinvestment Zone Number Nine (Vickery Meadow TIF District or District), submitted by the Vickery Meadow TIF District's Board of Directors, and authorizing the City Manager to submit the annual report to the Chief Executive Officer of each taxing jurisdiction that levies taxes on real property in the District, and to the State Comptroller, as required by state law - Financing: No cost consideration to the City

BACKGROUND

This item is being placed on the addendum due to the unavailability of fiscal year 2017-2018 administrative costs for the annual report financial statement prior to the regular agenda deadline.

State law (the Tax Increment Financing Act, Chapter 311 of the Tax Code) requires that the governing body of a city shall submit an annual report on the status of each reinvestment zone it has created to the Chief Executive Officer of each taxing unit that levies taxes on real property in the zone, as well as the State Comptroller. On April 27, 2005, City Council authorized Ordinance No. 25964 establishing Tax Increment Financing Reinvestment Zone Number Nine (Vickery Meadow TIF District). On December 14, 2005, City Council authorized the Project Plan and Reinvestment Zone Financing Plan for this District by Ordinance No. 26181, as amended.

The Vickery Meadow TIF District’s 2018 assessed taxable value was $527,139,510.00. This represents an increase of $362,360,420.00 (220%) over the 2005 adjustable base year value and an increase of $41,448,080.00 (9%) over the taxable value for 2017. With the participation of the City and Dallas County, the increase over the base year value will result in 2018 tax year collection of approximately $2,728,900.00 in total incremental revenue for the District.

PRIOR ACTION/REVIEW (COUNCIL, BOARDS, COMMISSIONS)

On April 27, 2005, City Council held a public hearing and authorized the establishment of Tax Increment Financing Reinvestment Zone Number Nine the Vickery Meadow TIF District by Resolution No. 05-1360; Ordinance No. 25964, as amended.

On December 14, 2005, City Council authorized the Project Plan and Reinvestment Zone Financing Plan for the Vickery Meadow TIF District by Resolution No. 05-3542; Ordinance No. 26181, as amended.

On December 13, 2018, the Vickery Meadow TIF District Board of Directors recommended the FY 2017-2018 Annual Report be accepted and approved.

Information about this item was provided to the Economic Development and Housing Committee on February 4, 2019.

FISCAL INFORMATION

No cost consideration to the City.

WHEREAS, the City recognizes the importance of its role in local economic development initiatives and programs; and

WHEREAS, the City has established Tax Increment Financing Reinvestment Zone Number Nine ("Vickery Meadow TIF District" or "District") and established a Board of Directors for the District to promote development or redevelopment in the Vickery Meadow area pursuant to Ordinance No. 25964, authorized by the City Council on April 27, 2005, as authorized by the Tax Increment Financing Act, Chapter 311 of the Texas Tax Code, as amended; and

WHEREAS, on December 14, 2005, City Council authorized the Project Plan and Reinvestment Zone Financing Plan for the Vickery Meadow TIF District by Resolution No. 05-3542; Ordinance No. 26181, as amended; and

WHEREAS, the Tax Increment Financing Act specifies that the governing body of a city shall submit an annual report on the financial status of the district to the Chief Executive Officer of each taxing unit that levies taxes on real property in a reinvestment zone, and a copy of the report shall be forwarded to the State Comptroller; and

WHEREAS, on December 13, 2018, the Vickery Meadow TIF District Board of Directors passed a motion accepting the FY 2017-2018 Annual Report for Tax Increment Financing Reinvestment Zone Number Nine and recommended approval of same by the City Council.

Now, Therefore,

BE IT RESOLVED BY THE CITY COUNCIL OF THE CITY OF DALLAS:

SECTION 1. That the FY 2017-2018 Annual Report for Tax Increment Financing Reinvestment Zone Number Nine (Vickery Meadow TIF District), City of Dallas, Texas, as of September 30, 2018, a copy of which is attached hereto (**Exhibit A**), is hereby accepted.

SECTION 2. That the City Manager is hereby authorized to submit the FY 2017-2018 Annual Report for Tax Increment Financing Reinvestment Zone Number Nine, to the Chief Executive Officer of each taxing jurisdiction that levies taxes on real property in the District, and to the State Comptroller, as required by state law.

SECTION 3. That this resolution shall take effect immediately from and after its passage in accordance with the provisions of the Charter of the City of Dallas, and it is accordingly so resolved.

Exhibit A

Vickery Meadow TIF District
FY 2017-2018
Annual Report



(Source: Northwood Retail, LLC)

City of Dallas

Office of Economic Development
1500 Marilla Street, 2CN
Dallas, Texas 75201
(214) 670-1690
http://www.dallas-ecodev.org/area_redevelopment.html/

October 1, 2017 to September 30, 2018

Reinvestment Zone Number Nine
Vickery Meadow Tax Increment Financing District

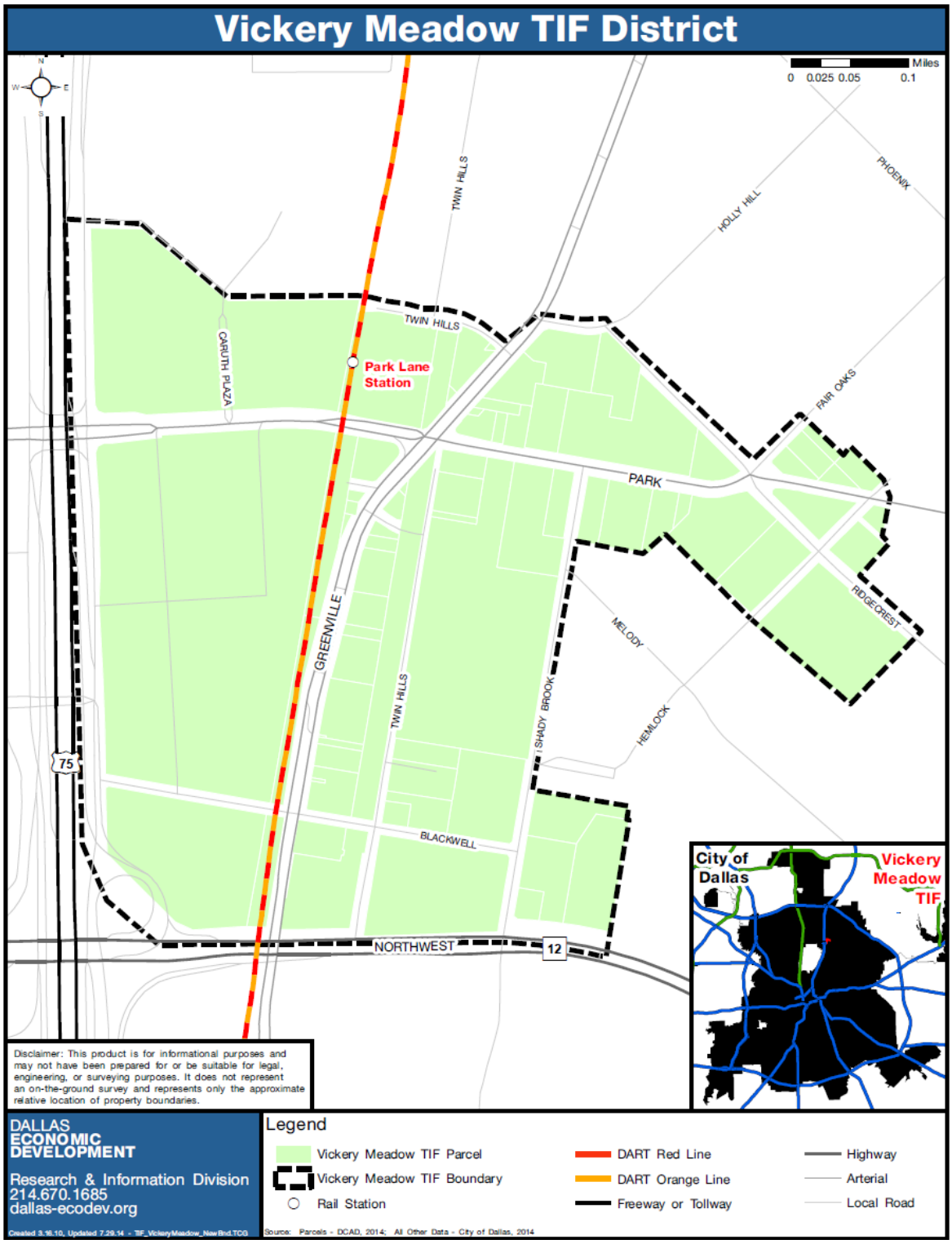


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Mission Statement

The Vickery Meadow Tax Increment Financing (TIF) District represents the outgrowth of the City of Dallas' effort to provide a model for redeveloping urban corridors to take full advantage of the expanding DART light rail system, to promote transit-oriented development and to implement appropriate urban design standards. The mission of the Vickery Meadow TIF District is to provide a source of funding to enhance private investment in the real estate market for the Vickery Meadow TIF District area.

The Dallas City Council established the Vickery Meadow TIF District by Ordinance Number 25964 on April 27, 2005. The Vickery Meadow TIF District took effect on January 1, 2006 and will terminate on December 31, 2027 (including collection of the 2027 increment in calendar year 2028 and any related matters to be concluded in 2028) or when the budget of $33.4 million (2006 dollars) has been collected. The City of Dallas and Dallas County are the two participating jurisdictions. The City's participation is 80%, and the County's participation is 55% of taxes generated by the properties within the District by the respective taxing jurisdictions.

District Accomplishments

The District was established to facilitate the creation of a catalyst mixed-use development on North Central Expressway and Park Lane (The Shops at Park Lane) and to, ultimately, stimulate redevelopment activities within the District's remaining areas, including the area generally known as "Five Points" (located generally around the intersection of Park Lane, Ridgecrest Road and Fair Oaks Avenue).





In September 2017, Northwood announced plans for the construction of an 11-story, 340,000 square foot office tower located at 8010 Park Lane (north of the community park). This development will include ground floor retail space in addition to the office space.



Additionally, the first phase of Half Price Books, Records, Magazines, Inc.'s multi-phase plan to redevelop the former Parker Plaza site was completed in 2015. It included the demolition of two dilapidated structures and the conversion of a vacant warehouse into a REI sporting goods store that contains 34,296 square feet of retail space. Although Half Price Books has not determined when construction on the second phase will commence, the company is marketing the project to include 16,184 square feet of retail/restaurant space and 335 parking spaces just north adjacent to REI.



The REI sporting goods store that was built as part of Half Price Books' multi-phase plan to redevelop the former Parker Plaza site
(Source: Dallas Office of Economic Development)

In Fall 2018, Costco announced plans to renovate the vacant Sam's Club building at 8282 Park Lane. The 133,0000 square feet building will be the first North Texas site for Costco's Business Center. Unlike most Costco stores, Costco Business Center is geared towards small business and e-commerce B2B (Business to Business) sales. However, it will be open to anyone with a Costco Membership. Construction will begin in First Quarter 2019 and be ready by Fourth Quarter 2019.

In November 2017, Dallas voters approved as part of the Bond Election, the construction of a new Library in the Vickery Meadow area. Located on Park Lane, on city-owned property, the library is currently under design with construction expected Fourth Quarter 2019 and opening anticipated by late 2020.

Vickery Meadow TIF District Projects[1]

Projects and Potential Projects Within TIF District Utilizing TIF Funding[2]

Project	Location	Calendar Year Complete	Status	Units/ SF	Approx. Value[3]	TIF Investment
The Shops at Park Lane" Phase I	8010 Park Lane	Phase I Complete	2009	585 apartment units; 666,524 square feet of retail space; 383,640 square feet of office space; and parking	$292,971,470 (assessed value)	$20,000,000 (principal); $13,000,000 (interest)
Half Price Books Mixed-use Project Phase II	6730 Shady Brook Lane	Planned	TBD	Approximately 6,184 square feet of retail/ 10,000 office space	$3,100,000 (approximate planned investment)	TBD
Total				**585 apartment units; 672,708 square feet of retail/restaurant space; 393,640 square feet of office space; parking**	**$292,971,470 (assessed value) $3,100,000 (approximate planned investment)**	**$33,000,000**

Projects Within TIF District That Are Not Utilizing TIF Funding

Project	Location	Calendar Year Complete	Status	Units/ SF	Approx. Value[3]	TIF Investment
Half Price Books Mixed-use Project Phase I	5929 and 5905 East Northwest Highway	Phase I Complete	2015	Approximately 34,296 square feet of retail space, and Starbucks location	$8,700,220 (assessed value)	$0
Costco	8282 Park Lane	Planned	2019	135,780 square feet of retail	$5,800,000	$0
Total				170,076 Square Feet of Retail	$14,500,220	$0

Total Projects Within TIF District Utilizing and Not Utilizing TIF Funding

Total (TIF and Non-TIF)	$310,571,690	$33,000,000
383,640 square feet Office Space, 700,820 square feet Retail Space, 585 Residential Units Completed	$301,671,690	$33,000,000
10,000 square feet Office Space, 141,964 square feet Retail Space Planned	$8,900,000	$0

[1] *All information updated as of September 30, 2018.*

[2] *Based upon either the TIF application or required minimum stated in the development agreement. May be updated for completed projects based on actual unit mix and square footage.*

[3] *Based upon 1) market value of comparable projects for anticipated projects, 2) private investment stated in the development agreement for projects that are approved or under construction, or 3) DCAD market value for completed projects (unless project has not yet been assessed). Values may not be fully captured by the TIF District for redevelopment projects once pre-existing value and/or the demolition of structures is netted out.*

District Initiatives				
Activity	**Scope**	**Status**	**Investment**	**Source**
Vickery Meadow Improvement District (VMID) – TREC 2006 Community Grant	The Real Estate Council (TREC) of Dallas awarded a grant to be used to create a Planned Urban Design (Neighborhood Plan) for the Vickery Meadow Community	Organizational stages. James Harwick + Partners, Inc. architectural design firm was hired to complete the plan. The plan was completed in 2009 and was adopted by the VMID Executive Board January 15, 2010.	$78,000 total Includes: $50,000 $28,000	TREC of Dallas VMID funds
The Real Estate Council Foundation, McCormack, Baron Salazar (MBS) – Economic Development Action Plans	The Real Estate Council Foundation and private donations provided financial support to engage McCormack Baron Salazar to develop action plans for economic development in three City Council designated areas: 1. Lancaster Corridor 2. South Dallas/Fair Park 3. Five Points in Vickery Meadow	The Development Action Plans by MBS were released in January 2011.	$750,000 min Includes: $275,000 $275,000 $200,000	The Real Estate Council Foundation of Dallas MBS Investment Private Donations
HUD Community Challenge Grant for Transit Oriented Development and Affordable Housing	Community Challenge Planning Grant from HUD used for planning and preconstruction activities related to affordable housing and transit-oriented development for 7 DART stations. Completed 5 area plans, including the Vickery Meadow area plan. Also funded preconstruction and design work for a mixed-use development anchored by a new VM branch library.	City Council authorized a professional services contract with Fregonese Associates, Inc. for the related planning activities on December 14, 2011. City Council authorized a professional services contract with DMA Development Company, LLC for the related activities on September 25, 2013	Total federal grant Amount: $2,225,000/ $2,670,000 overall Approximately $950,000 spent in for the Vickery Meadow TIF District including $445,000 as the local match	$505,000 HUD Funds $445,000 TIF Funds
Vickery Community Court Initiative at former Fire Station	6742 Greenville Avenue to repurpose for community court, associated offices, and lease space to serve Vickery Meadow Neighborhood	6,453 sq. ft building for court, law and social service offices. Additional tenant lease space for office use.	TBD	TBD

Value and Increment Summary

The Vickery Meadow TIF District's 2018 assessed taxable value was $527,139,510. This represents an increase of $362,360,420 (220%) over the 2005 adjustable base year value and an increase of $41,448,080 (9%) over the taxable value for 2017. The increase over the previous year's taxable value is largely attributed to appreciation of properties at The Shops at Park Lane and Half Priced Books. With the participation of the City and Dallas County, the increase over the base year value will result in 2018 tax year collection of approximately $2,728,900 in total incremental revenue for the District.

Objectives, Programs and Success Indicators

The Vickery Meadow Final Project Plan and Reinvestment Zone Financing Plan were approved on December 14, 2005. The plans' development goals are provided below:

- Facilitate private development within the Vickery Meadow TIF District to stimulate and diversify the area's economy, eliminate unemployment or underemployment, and develop or expand business, transportation, and commercial activity.

  Approximately $466 million in private investment is planned as part of full build-out of The Shops at Park Lane. The project is anticipated to create 2,600 new jobs.

- Secure new private development consisting of at least 850,000 square feet of retail space, 200 hotel rooms, 625 residential units (rental and owner occupied), and 410,000 square feet of office space.

  The following progress has been made since the District's creation:

  - *0 hotel rooms have been built or are planned (0.0% of the goal)*
  - *585 residential units have been built offering various types of housing for sale and rental at the Shop of Park Lane. Collectively, this represents 93.6% of the goal.*
  - *383,640 square feet of office space has been built and another 10,000 square feet is being planned or converted into office space (6.0% of the goal).*
  - *700,000 square feet of retail space has been built and another 141,964 square feet is planned or converted into retail space (99.2% of the goal)*

- Focus on traffic improvements and the redevelopment of properties within the Five-Points area as increment funds accumulate and can be supplemented with non-TIF sources.

  Staff is currently working with the Vickery Meadow Public Improvement District (PID) and other stakeholders to address these issues.

- Encourage the redevelopment of the "Park Lane" site and improve pedestrian connections between the existing DART Park Lane light rail station to increase density while providing enhanced urban design for the TIF District.

  The following progress has been made since the District's creation:

  – *Staff is working with DART and Northwood Retail, LLC to identify potential funding for the construction of a pedestrian platform that would extend from the light rail station to the south side of Park Lane.*

  – *Staff is investigating improved pedestrian connections between Park Lane and NorthPark Center.*

- Generate approximately $32.2 million (2006 NPV) in increment over a 20-year period (approximately $52.06M in total collections).

  Including the planned FY 2017--2018 collection, the Vickery Meadow TIF District NPV collections are $13.4 million (41.7% of the goal) and $17.6 million in total collections (33.7% of the goal).

Year-End Summary of Meetings

The Vickery Meadow TIF Board can consist of up to seven members, including six City of Dallas appointees and one from Dallas County. The board, which met two times during the fiscal year, consisted of the following members:

- Gay W. Donnell – City Representative (attended 0/1 meetings; term limited as of July 1, 2018)
- Brian Driesse – City Representative (attended 2/2 meetings)
- Michon Fulgham – Chair and City Representative (attended 1/1 meetings; term limited as of July 1, 2018)
- Jake Golvach – City Representative (attended 2/2 meetings)
- Douglas J. Lattner – City Representative (attended 1/1 meetings; term limited as of July 1, 2018)
- Rick Loessberg – Dallas County Representative (attended 2/2 meetings)
- Raj Narayanan – City Representative (attended 0/3 meetings; term limited as of July 1, 2016)
- Judson Pankey – City Representative (attended 1/1 meetings; appointed after July 1, 2018)
- Shannon McCord – City Representative (attended 1/1 meetings; appointed after July 1, 2018)
- Aline Catherine Bass – City Representative (attended 1/1 meetings; appointed after July 1, 2018)

The Dallas City Council approved one item during the fiscal year related to the District. The items are summarized below:

On February 28, 2018, City Council approved Resolution Number 18-0354 accepting the FY 2016-2017 Annual Report on the status of Tax Increment Financing Reinvestment Zone Number Nine, (Vickery Meadow TIF District), submitted by the Vickery Meadow TIF District's Board of Directors, and authorizing the City Manager to submit the annual report to the Chief Executive Officer of each taxing jurisdiction that levies taxes on real property in the District, and to the State Comptroller, as required by state law - Financing: No cost consideration to the City.

Pending TIF Items

The Vickery Meadow TIF District’s pending items include the following:

- Approval of the FY 2017-2018 Annual Report

Budget and Spending Status

The Vickery Meadow TIF District's Project Plan and Reinvestment Zone Financing Plan established a budget for public improvement expenditures that are necessary to support private investment. The District budget and spending to date are provided on the following charts:

Vickery Meadow TIF District Projected Increment Revenues to Retire TIF Fund Obligations			
Category	**TIF Budget[1]**	**Allocated[2]**	**Balance**
"Park Lane" Project: Environmental remediation, interior/exterior demolition, street/utility improvements & relocation, streetscape improvements, land acquisition, enhanced pedestrian area design & acquisition, engineering & design, non-project costs	32,340,165	$32,340,165	$0
Five-Points Area Improvements: Environmental remediation, interior/exterior demolition, street/utility improvements & relocation, streetscape improvements, land acquisition, park/plaza design & acquisition, DART related improvements, engineering & design, non-project costs	$16,170,082	$0	$16,170,082
Administration and Implementation[3]	$3,549,495	$391,408	$3,158,087
Total Project Costs	**$52,059,742**	**$32,731,573**	**$19,328,169**

[1] *Budget shown above in total dollars; TIF Project Plan shows the budget in net present value.*

[2] *Allocated amount includes the total amount of principle and interest estimated to accrue on this project.*

[3] *Administration and Implementation amount shown is through FY 2017-2018 and includes $50,000 for District audits through 2012 and $2,500 for consultant fees.*

Vickery Meadow TIF District Project Plan Budget (NPV Values)	
Category	**TIF Budget (NPV)***
"Park Lane" Project: - Environmental remediation, interior/exterior demolition, street/utility improvements & relocation, streetscape improvements, land acquisition, enhanced pedestrian area design & acquisition, engineering & design, non-project costs	$20,000,000
Five-Points Area Improvements: - Environmental remediation, interior/exterior demolition, street/utility improvements & relocation, streetscape improvements, land acquisition, park/plaza design & acquisition, DART related improvements, engineering & design, non-project costs	$10,000,000
Administration and implementation	$2,195,100
Total	$32,195,100

** As approved in the Project Plan and Reinvestment Zone Financing Plan in 2006 dollars.*

*** Budget is for the 20-year term of the District.*

Vickery Meadow TIF District M/WBE Participation			
Project	**Contractor**	**Total Contract Award Amount**	**Percentage Minority Participation**
Park Lane (Public Work – goal 25%)	Varies	$13,624,760	37.85% ($5,156,683)
Park Lane (Private Shell – goal 5%)	Varies	195,538,520	9.67% ($18,911,015)
Total		**$209,163,280**	**11.51% ($24,067,698)**

Vickery Meadow TIF District Affordable Housing Set-aside		
Budget*	**Allocated**	**Balance**
$1,000,000	$445,000	$649,097

** Funds deposited in the Vickery Meadow TIF District Tax Increment Fund by Harvest NPE, L.P. to support the development of affordable housing within the District in lieu of the developer constructing affording housing units as part of The Shops at Park Lane Project. The balance includes interest earned since funding was initially set up.*

FY 2019 Work Program

The FY 2018-2019 work program for the Vickery Meadow TIF District is as follows:

- Identify additional redevelopment sites, potential developers and continue to seek growth in the District through the attraction of mixed-use, high-density development.

- Provide assistance with the implementation of The Shops at Park Lane development project.

- Work with the DART, Vickery Meadow Public Improvement District and other entities on improvement initiatives for the Vickery Meadow area.

- Investigate additional funding sources for District-wide improvements that include a pedestrian platform that would extend from the Park Lane Light Rail Station across Park Lane.

- Assist with Staff on funding solutions for the Five-Points Intersection redevelopment.

Appendix A – Financials

City of Dallas, Texas
Vickery Meadow Tax Increment Financing District Fund
Balance Sheet as of September 30, 2018 (Unaudited)
With Comparative Totals for September 30, 2017, 2016, 2015, and 2014 (Audited)

	2018	2017	2016	2015	2014
Assets:					
Pooled cash and cash equivalents	$721,508	$733,483	$695,714	$680,407	$669,670
Interest receivable	$7,259	$1,851	$963	$852	$740
Total assets	$728,767	$735,334	$696,677	$681,259	$670,410
Liabilities and Fund Balance (Deficit):					
Liabilities:					
Accounts and contracts payable	$0	$0	$0	$0	$0
Due to general fund	$0	$13,625	$13,625	$13,625	$13,625
Total liabilities	$0	$13,625	$13,625	$13,625	$13,625
Fund Balance (Deficit):					
Fund Balance (Deficit)	$728,767	$721,709	$683,052	$667,634	$656,785
Total Liabilities and Fund Equity	$728,767	$735,334	$696,677	$681,259	$670,410
	$0	$0	$0	$0	$0

City of Dallas, Texas
Vickery Meadow Tax Increment Financing District Fund
Statement of Revenues, Expenditures and Changes in Fund Balance (Deficit)
Balance Sheet as of September 30, 2018 (Unaudited)
With Comparative Totals for September 30, 2017, 2016, 2015, and 2014 (Audited)

	ITD	2018	2017	2016	2015	2014
Revenues:						
Tax increment-Governmental	$12,331,133	$2,003,520	$1,636,005	$1,441,253	$1,199,674	$1,211,882
Tax increment-Intergovernmental	$2,535,162	$429,438	$344,735	$302,329	$237,223	$246,736
Interest income	$130,183	$26,381	$9,559	$8,449	$4,862	$3,470
Affordable housing payment	$1,000,000	$0	$0	$0	$0	$0
Net increase (decrease) in fair value of investments	($12,630)	($11,348)	($2,278)	($477)	$1,539	($639)
Total revenues	$15,983,847	$2,447,991	$1,988,021	$1,751,553	$1,443,298	$1,461,449
Expenditures:						
Administrative expenses	$391,408	$35,014	$41,820	$20,535	$38,249	$43,184
Non-Capital Outlay	$521,264	$1,919	$1,544	$8,600	$10,200	$445,000
Capital outlay	$0	$0	$0	$0	$0	$0
Principal retirement	$4,767,988	$1,394,298	$1,025,351	$784,623	$404,412	$485,793
Interest and fiscal charges	$9,574,421	$1,009,702	$880,649	$922,377	$979,588	$964,207
Total expenditures	$15,255,080	$2,440,933	$1,949,364	$1,736,135	$1,432,449	$1,938,184
Excess (Deficiency) of Revenues over Expenditures	$728,767	$7,058	$38,657	$15,418	$10,849	($476,735)
Fund balance (Deficit) at beginning of year as previously reported	$0	$721,709	$683,052	$667,634	$656,785	$1,133,520
Fund balance (Deficit) at beginning of year, as restated	$0	$721,709	$683,052	$667,634	$656,785	$1,133,520
Fund balance (deficit) at end of year	$728,767	$728,767	$721,709	$683,052	$667,634	$656,785

Note: Fiscal year 2017-18 unaudited financial statements are based on preliminary close numbers and are subject to review by the City Controller's Office prior to approval by the City Council. In case of any material changes, TIF board will be provided with the updated financial statements.

City of Dallas, Texas
Vickery Meadow Tax Increment Financing District
Reinvestment Zone Number Nine
As of September 30, 2018

Chapter 311.016 of V.C.T.A. requires the following as part of the annual report on the status of the TIF District. Information is contained in detail on the financial statements.

1. Amount and source of revenue in the tax increment fund established for the zone:

$15,034	Interest Income
$0	Affordable housing payment
$2,432,958	Ad Valorem Taxes (Collected in FY'2017-18 based on 2017 Final Tax Roll)
$2,447,991	**Total Revenue**

2. Amount and purpose of expenditures from the fund:

$35,014	Administrative Expense
$1,919	Non-Capital Outlay (1)
$1,394,298	Principal retirement (1)
$1,009,702	Additional Subsidy in Form of Grant (in lieu of interest expense) (1)
$2,440,933	**Total Expenditures**

(1) These expenditures were incurred for the following services:

Prof.service fees	$228
PNV design studio cost reimbursement to general fund	$1,692
Principal pymt for FY'18 - Park Lane Project	$1,394,298
Interest expense pymt for FY'18 - Park Lane Project	$1,009,702
Total	$2,405,919

3. The Zone began reimbursing the General Fund for administrative costs in fiscal year 2009-10.

4. a. Amount of Principal and Interest due-on outstanding bonded indebtedness is as follows:
Vickery Meadow TIF District has incurred no bonded indebtedness as of September 30, 2018.

b. The zone has reimbursed the following contingent obligations from available TIF funds as of September 30, 2018:

Developer	Project	Advance Principal	Accrued Add'l Subsidy **(1)**	Less Payments	Total Outstanding
Northwood PL Holdings, LLC	The Shops at Park Lane	$20,000,000	$9,635,495	($14,342,410)	$15,293,086
Total		$20,000,000	$9,635,495	($14,342,410)	$15,293,086

Reimbursement of the project's outstanding TIF-eligible project costs are subject to the availability of TIF funds.
(1) Additional Subsidy in Form of Grant (in lieu of interest expense)

5. Tax increment base and current captured appraised value retained by the zone:

Taxing Jurisdiction	Taxable Value 2018*	Base Year 2005 Value	Est. Captured Value 2018*
City of Dallas	$527,139,510	$164,779,090	$362,360,420
Dallas County	$527,139,510	$170,131,750	$357,007,760

*2018 Taxable value shown for participating taxing jurisdictions. County values are approximate and will vary slightly from the City value due to different exemption levels.
******Based on DCAD Certified Taxable Value. The final values will be determined on February 01, 2019.

6. Captured appraised value by the municipality and other taxing units, the total amount of the tax increment received, and any additional information necessary to demonstrate compliance with the tax increment financing plan adopted by the governing body of the municipality:

A. Estimated tax increment shared by the municipality and other participating taxing jurisdictions:

Taxing Jurisdiction	Assessment Per $100***	Amount of Estimated 2018 Increment***
City of Dallas	0.62136	$2,251,563
Dallas County	0.13371	$477,337
Total for all Jurisdictions	$0.75507	$2,728,900

***Participation rates for City of Dallas and Dallas County are 80% and 55% respectively for tax years 2008 - 2027.

B. The total amount of estimated tax increment to be billed for the 2018 tax year is $2,728,900. For the 2017 tax year, increment in the amount of $2,432,958 was received.

Financial Notes

City of Dallas, Texas
Vickery Meadow Tax Increment Financing District
Notes to Financial Statements for the Year Ended September 30, 2018

1. The measurement focus used for the TIF Zone fund is a flow of financial resources. The financial statements are prepared using the modified accrual basis of accounting. Under the modified accrual basis of accounting, tax increment revenues and interest are recognized as revenue when they become both "measurable" and "available" to finance expenditures of the current period. Expenditures are recognized when the liability is incurred.

2. The TIF's cash balances are invested in the City's investment pool and include amounts in demand deposits as well as short-term investments. Pooled investments and short-term non-pooled investments are treated as cash equivalents. Investment income on the pooled investments is prorated monthly based upon the average daily cash balance in each fund.

3. State statute requires that each taxing jurisdiction remit its ad valorem taxes to the Zone by May 1 of each year (remittance to occur no more than 90 days after taxes for the jurisdiction become delinquent).

4. The Zone's Financial Plan permits expenditures not to exceed $2,195,100 over the life of the TIF to reimburse the City for administrative costs. The Zone began reimbursing the general fund in fiscal year 2009-10. Any future remittance for administrative expenses would come from excess cash as tax increment revenue increases as a result of increased assessed values.

5. The TIF entered into a development agreement with a developer on December 14, 2005 to reimburse the developer for TIF eligible costs up to principal amount of $20.0 million plus accrued interest thereon, at an interest rate of 4.86%, for the construction of the Park Lane Project. The developer satisfied all contingencies as required by the terms of the agreement and the liability for the principal amount of $20.0 million plus the accrued interest was recorded in fiscal year 2008-09. The TIF began reimbursing the developer in fiscal year 2009-10. The developer obligation balance, including principal and accrued interest, outstanding at September 30, 2018 is $15,293,086.

6. All project costs resulting in capital improvements that are owned by the City are capitalized by the City.

Appendix B – Financial Obligations/Estimated Payoff

The Shops at Park Lane project is the only outstanding developer obligation The net obligation is estimated to be reimbursed in 2018 with available funds once the project has submitted all required documentation. All available funds each year are allocated to the project

Vickery Meadow TIF District Obligations		
Project Obligations	**Balance**	**Projected Year Payoff**
Shops at Park Lane	$15,232,012.26	2026
Projects must meet all provisions of executed Development Agreements prior to reimbursement.		

Appendix C – District-wide Set Aside Funds

The Vickery Meadow TIF District has as of September 30, 2018 has a balance of $649,097.04 available for affordable housing projects in the district.

Agenda Information Sheet

File #: 19-214 **Item #:** 14.

STRATEGIC PRIORITY:	Economic and Neighborhood Vitality
AGENDA DATE:	February 27, 2019
COUNCIL DISTRICT(S):	2
DEPARTMENT:	Office of Economic Development
EXECUTIVE:	T.C. Broadnax

SUBJECT

A resolution accepting the FY 2017-2018 Annual Report on the status of Tax Increment Financing Reinvestment Zone Number Ten (Southwestern Medical TIF District or District), submitted by the Southwestern Medical TIF District's Board of Directors, and authorizing the City Manager to submit the annual report to the Chief Executive Officer of each taxing jurisdiction that levies taxes on real property in the District, and to the State Comptroller, as required by state law - Financing: No cost consideration to the City

BACKGROUND

This item is being placed on the addendum due to the unavailability of fiscal year 2017-2018 administrative costs for the annual report financial statement prior to the regular agenda deadline.

State law (the Tax Increment Financing Act, Chapter 311 of the Tax Code) requires that the governing body of a city shall submit an annual report on the status of each reinvestment zone it has created to the Chief Executive Officer of each taxing unit that levies taxes on real property in the zone, as well as the State Comptroller. On April 27, 2005, City Council authorized Ordinance No. 25965 establishing Tax Increment Financing Reinvestment Zone Number Ten (Southwestern Medical TIF District). On January 11, 2006, City Council authorized the Project Plan and Reinvestment Zone Financing Plan for this District by Ordinance No. 26204, as amended.

The Southwestern Medical TIF District’s assessed 2018 tax value was $266,009,592.00, an increase of $198,598,538.00 or (295%) from the base year value ($67,411,054.00). The 2018 tax value increased $16,809,203.00 or (7%) from the 2017 tax value. The total increment revenue collected for 2018 is expected to be $1,234,012.00.

PRIOR ACTION/REVIEW (COUNCIL, BOARDS, COMMISSIONS)

On April 27, 2005, City Council held a public hearing and authorized the establishment of Tax Increment Financing Reinvestment Zone Number Ten, the Southwestern Medical TIF District by Resolution No. 05-1361; Ordinance No. 25965.

On January 11, 2006, City Council authorized the Project Plan and Reinvestment Zone Financing Plan for the Southwestern Medical TIF District by Resolution No. 06-0129; Ordinance No. 26204, as amended.

On January 24, 2019, the Southwestern Medical TIF District Board of Directors recommended that the FY 2017-2018 Annual Report be accepted and approved.

Information about this item was provided to the Economic Development and Housing Committee on February 4, 2019.

FISCAL INFORMATION

No cost consideration to the City.

WHEREAS, the City recognizes the importance of its role in local economic development initiatives and programs; and

WHEREAS, the City has established Tax Increment Financing Reinvestment Zone Number Ten ("Southwestern Medical TIF District" or "District") and established a Board of Directors for the District to promote development or redevelopment in the Southwestern Medical area pursuant to Ordinance No. 25965, authorized by the City Council on April 27, 2005, as authorized by the Tax Increment Financing Act, Chapter 311 of the Texas Tax Code, as amended; and

WHEREAS, on January 11, 2006, City Council authorized the Project Plan and Reinvestment Zone Financing Plan for the Southwestern Medical TIF District by Resolution No. 06-0129; Ordinance No. 26204, as amended; and

WHEREAS, the Tax Increment Financing Act specifies that the governing body of a city shall submit an annual report on the financial status of the district to the Chief Executive Officer of each taxing unit that levies taxes on real property in a reinvestment zone, and a copy of the report shall be forwarded to the State Comptroller; and

WHEREAS, on January 24, 2019, the Southwestern Medical TIF District Board of Directors passed a motion accepting the FY 2017-2018 Annual Report for Tax Increment Financing Reinvestment Zone Number Ten and recommended approval of same by the City Council.

Now, Therefore,

BE IT RESOLVED BY THE CITY COUNCIL OF THE CITY OF DALLAS:

SECTION 1. That the FY 2017-2018 Annual Report for Tax Increment Financing Reinvestment Zone Number Ten (Southwestern Medical TIF District), City of Dallas, Texas, as of September 30, 2018, a copy of which is attached hereto (**Exhibit A**), is hereby accepted.

SECTION 2. That the City Manager is hereby authorized to submit the FY 2017-2018 Annual Report for Tax Increment Financing Reinvestment Zone Number Ten, to the Chief Executive Officer of each taxing jurisdiction that levies taxes on real property in the District, and to the State Comptroller, as required by state law.

SECTION 3. That this resolution shall take effect immediately from and after its passage in accordance with the provisions of the Charter of the City of Dallas, and it is accordingly so resolved.

Exhibit A

Southwestern Medical TIF District
FY 2017-2018
Annual Report



City of Dallas

Office of Economic Development
1500 Marilla Street, 2CN
Dallas, Texas 75201
(214) 671-9821
http://www.dallas-ecodev.org.

October 1, 2017 to September 30, 2018

Reinvestment Zone Number Ten
Southwestern Medical Tax Increment Financing District

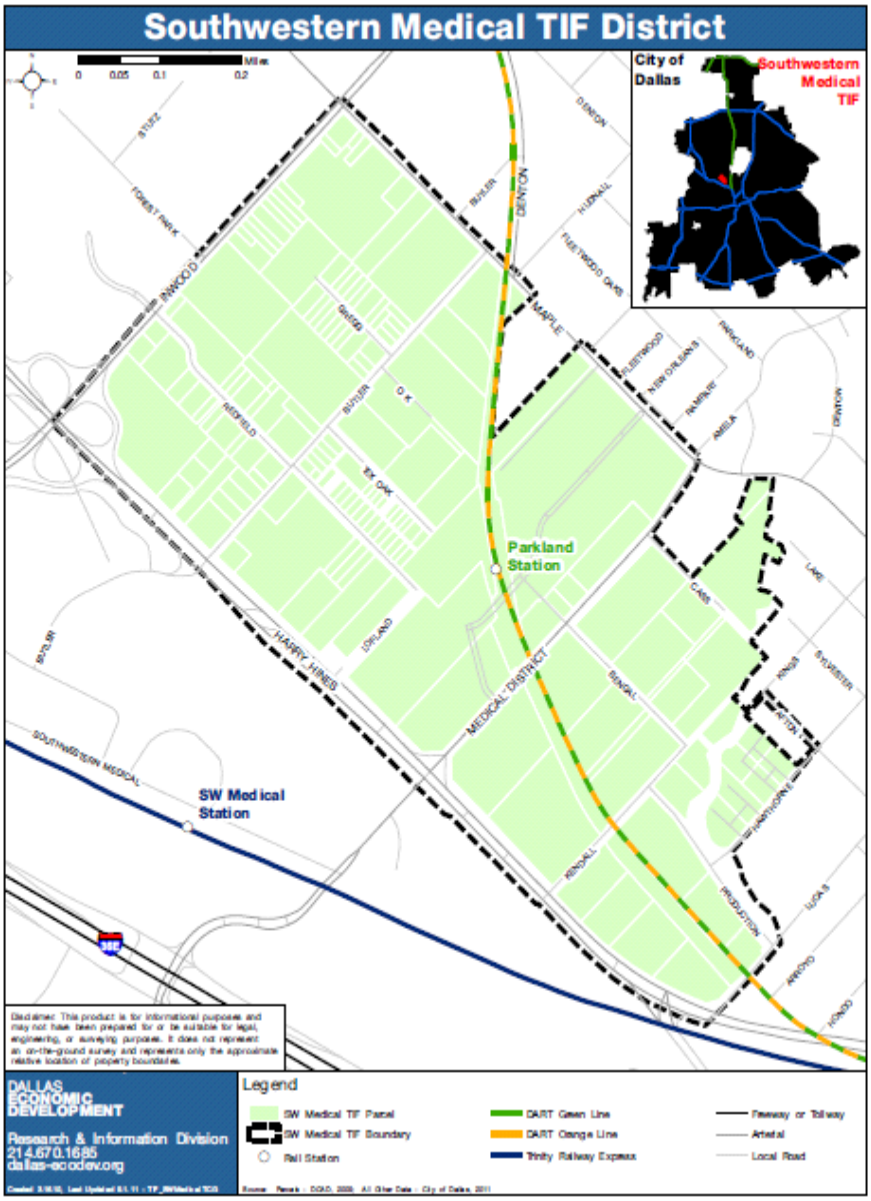


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Mission Statement

The mission of the Southwestern Medical Tax Increment Financing District is to provide a source of funding for public infrastructure improvements anticipated to enhance the real estate market for the Southwestern Medical TIF District area. The Southwestern Medical TIF District represents the outgrowth of the City of Dallas' effort to provide a model for redeveloping a former industrial and warehouse district to take full advantage of the expanding DART light rail system, to promote transit-oriented development, especially in areas that are major employment centers like the Medical District, and to implement appropriate urban design standards.

The Dallas City Council established the Southwestern Medical TIF District by Ordinance Number 25965 on April 27, 2005. The Southwestern Medical District took effect on January 1, 2006 and is scheduled to terminate on December 31, 2027 (including collection of the 2027 increment and any related matters to be concluded in 2028) or when the budget of $27.5 million (2006 dollars) has been collected. The City of Dallas and Dallas County are the two participating jurisdictions. The City's participation is 80%, and the County's participation is 55% of incremental revenue collected.

Southwestern Medical TIF District Accomplishments

The initial project for the Southwestern Medical TIF District was the Colonial Reserve at Medical District (formerly Cityville Southwestern Medical District). In 2007, FirstWorthing completed the first phase of this transit-oriented development, including approximately 45,000 square feet of retail/office space and 278 apartment units near the Southwestern Medical District/Parkland light rail station.

FirstWorthing, after completing the first phase (now called the Colonial Reserve at Medical District), sold their remaining land holdings to Trammel Crow Residential Development (TCR) and Ronald McDonald House. Vibe Medical District Apartments (formerly The Alexan Southwestern, developed by TCR) is a residential, transit-oriented development and includes 396 luxury apartments (completed in 2009). The project is comprised of approximately 377,816 square feet of residential space, located at 2140 Medical District Drive.

Adjacent to the Vibe Medical District Apartments, Ronald McDonald House constructed 60 units of low-cost, temporary lodging/dorm facilities at 4707 Bengal Street for families with children receiving medical care (totaling approximately 64,000 square feet of space).

The Link on Maple (formerly Maple Garden LP), a 120-apartment complex at 5219 Maple Avenue adjacent to Parkland East Parking Lot (EPL) started leasing units in summer of 2012.

Parkland Hospital undertook a major construction project, replacing the outdated main hospital facility with a new one. The $1.2 billion Parkland expansion plan include a 17-story hospital flanked by a new 5-story clinic building and 1,700 car parking garage, all in

close proximity to the Southwestern Medical District/Parkland DART light rail station. The new hospital opened in August of 2015, while the clinic building opened in December 2016. In December 2017, Parkland closed on the purchase of 2311 Medical Drive, adding 2.2 acres to its real estate portfolio.

UT Southwestern Medical Center continues its expansion in the Medical District. In early April 2018, the Simmons Comprehensive Cancer Center opened a new Radiation Oncology Building, a $66 million structure on the east campus, with three floors and 63,000 square feet of space. Its modern design and array of leading-edge technology has already garnered multiple awards.

Construction also continues on the West Campus Master Plan. The Phase I building, opened summer 2018, adding 275,000 square feet of space over 11 floors. Approximately half will be used for academic and educational space, with the remainder for expansion of UT Southwestern Health System ambulatory clinics. Phase 1 will also include construction of the new thermal energy plant and a garage with 1,600 parking spaces to improve faculty, visitor, and patient access.

UT Southwestern is also undertaking a $480 million expansion of its flagship William P. Clements Jr. University Hospital. A 12-story third tower, scheduled to open in 2020, will serve as the clinical home for the Peter O'Donnell Jr. Brain Institute, consolidate acute inpatient care services currently provided at Zale Lipshy University Hospital, and add operating rooms, interventional suites, a newly expanded Emergency Department, and two new parking facilities.

DART Green Line expansion (NW corridor) is completed and the Southwestern Medical District/Parkland light rail station was opened in December 2010. The Orange Line, which opened in 2014, runs parallel with the Green Line through Downtown Dallas to Bachman Station in Northwest Dallas.

Listed below are the projects in the Southwestern Medical TIF District at various stages of development.



New Parkland Hospital



The New Parkland Hospital



Colonial Reserve



The Link on Maple



Parkland Ambulatory Center



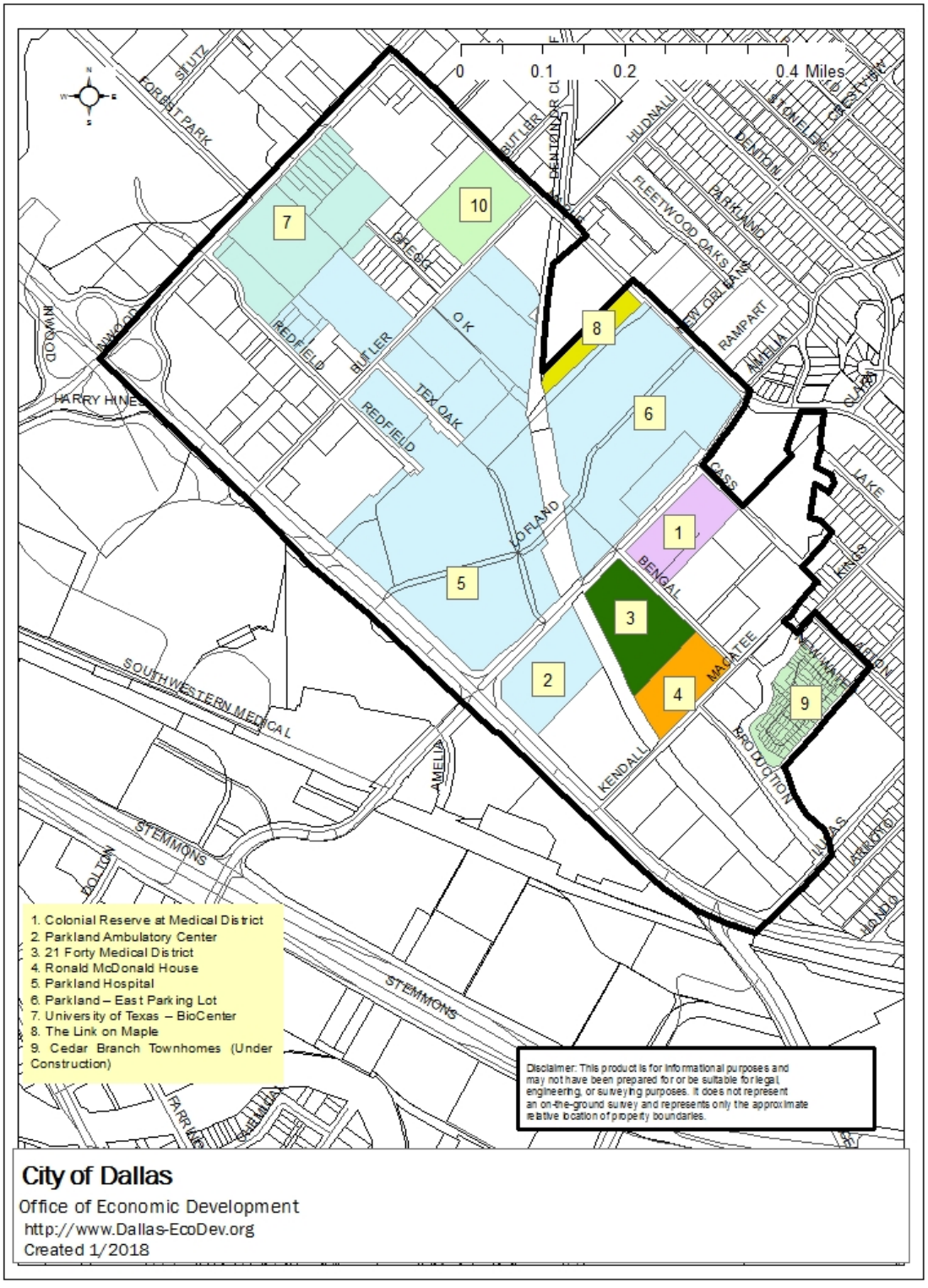
Ronald McDonald House



Vibe Medical District Apts.



Maple District Lofts


0 0.1 0.2 0.4 Miles
1. Colonial Reserve at Medical District
2. Parkland Ambulatory Center
3. 21 Forty Medical District
4. Ronald McDonald House
5. Parkland Hospital
6. Parkland – East Parking Lot
7. University of Texas – BioCenter
8. The Link on Maple
9. Cedar Branch Townhomes (Under Construction)
Disclaimer: This product is for informational purposes and may not have been prepared for or be suitable for legal, engineering, or surveying purposes. It does not represent an on-the-ground survey and represents only the approximate relative location of property boundaries.
City of Dallas
Office of Economic Development
http://www.Dallas-EcoDev.org
Created 1/2018

Current Development Status in the District
Southwestern Medical TIF District Projects

Southwestern Medical TIF District Projects[1]

Projects Within TIF District Utilizing TIF Funding

Project	Location	Calendar Year Complete	Status	Units/ SF[2]	Approx. Value[3]	TIF Investment[4]
Cedar Branch Townhomes	4623 Hawthorne Avenue	2020	Under Construction	112 Townhomes	$41,398,336	$7,898,366
Cedar Branch Bridge	Adj to Cedar Branch TH	2022	Planned	Bridge	TBD	$826,500
				Total TIF Projects:	$41,398,336	$8,724,866

Projects Within TIF District Not Utilizing TIF Funding[5]

Project	Location	Calendar Year Complete	Status	Units/ SF	Approx. Value	TIF Investment
Colonial Reserve	2222 Medical District Drive	2007	Complete	278 res. units; 45,000 SF commercial	$47,315,880	$0
Vibe Medical District Apts (Fmr. Alexan Project by Trammell Crow Residential)	2140 Medical District Dr.	2009	Complete	396 units	$55,200,000	$0
Parkland Ambulatory Center [6]	4900 Harry Hines Boulevard	2006	Complete	62,267 SF medical office	$20,487,430 (non-taxable	$0
Ronald McDonald House[6]	4707 Bengal Street	2009	Complete	64,000 SF lodging for 60 families	$15,091,920 (non-taxable)	$0
Maple Garden Apartments	5219 Maple Avenue	2011	Complete	120 apartments	$16,228,000	$0
Parkland Hospital [6]	5201 Harry Hines Boulevard	2014	Complete	2,000,000 SF medical office space	$1,009,892,210 (non-taxable)	$0
Maple Avenue Lofts By Glenbrook Residential Inc	5415 Maple Avenue	2015	Complete	342 residential units	$49,900,000	$0

Total - Taxable	$210,042,216	
Total - (Non-Taxable)	$1,045,471,560	$0
Completed: 1136 res. units; 45,000 SF retail; 2,062,267 SF medical office and 64,000 SF lodging.	$168,643,880 Completed	
112 Res. Units	$41,398,336 Planned	$8,724,866

[1] All information updated as of September 30, 2018.
[2] Based upon either the TIF application or required minimum stated in the development agreement. May be updated for completed projects based on actual unit mix and square footage.
[3] Based upon 1) market value of comparable projects for anticipated projects, 2) private investment stated in the development agreement for projects that are approved or under construction, or 3) DCAD market value for completed projects (unless project has not yet been assessed). Values may not be fully captured by the TIF district for redevelopment projects once pre-existing value and/or the demolition of structures is netted out.
[4] Principal amount not to be exceeded per the development agreement. TBD indicates that development agreement has not yet been adopted. Asterisk indicates investment also includes interest not shown.
[5] Selected significant projects included.
[6] Tax-exempt properties.

Value and Increment Revenue Summary

The Southwestern Medical TIF District's assessed 2018 tax value was $266,009,592, an increase of $198,598,538 or 295% from the base year value ($67,411,054) and an increase of $16,809,203 or (7%) from last year (2017). The total incremental revenue collected in 2018 is expected to be $1,234,012.

Objectives, Programs, and Success Indicators

The final Southwestern Medical Project Plan and Reinvestment Zone Financing Plan was approved in January 2006 and was amended in December 2008. Among the goals of the Plan are:

- Additional taxable value attributed to new private investment in projects in the Southwestern Medical TIF District shall total approximately $280 million.

  Completed projects within the district provide approximately $168.7 million (60.2% of goal) in additional taxable value from the inception of the District. Planned projects will contribute approximately $41.4 million (14.8% of goal). Total completed and planned projects of the term of the district will reach 75% of goal.

- New private development in the Southwestern Medical TIF District shall add a total of approximately 300,000 square feet of retail/office space and at least 3,000 new apartment units.

  Projects completed within the district contribute a minimum of 2,107,267 square feet of retail and medical space (702.4% of goal) and 1,136 residential units completed (37.9% of goal). In addition, the Parkland Hospital expansion plan alone features 2,000,000 square feet medical space (included in retail/office goal), 17-story hospital surrounded by new clinics and parking garages, valued approximately $1.2 billion (non-taxable).

- Support the conversion of the Southwestern Medical area from industrial and warehousing land uses to a mixed-use, transit-oriented neighborhood that complements the Medical District.

  Staff and the Board continue to foster a working relationship with Parkland, DART, and potential developers to encourage transit-oriented development that complements the district. The Colonial Reserve at Southwestern Medical and Vibe Medical District Apartments projects have resulted in the conversion of former industrial and warehousing uses to residential and retail uses. The Stemmons Corridor - Southwestern Medical District Area Plan (Vision and Policy Plan) was adopted by the City Council in June 2010.

- Increase recreational opportunities and improved connections to the City of Dallas trails and open space system in the Southwestern Medical Area.

  Staff and the Board continue to seek ways to increase recreational opportunities and trail connections (Trinity Strand Trail) within the district and in association with the Parkland construction. Discussions have occurred about the possible creation of a trail along Cedar Branch. The trail would be on City-owned land and easements plus DISD property that would connect Kings Road to Lucas Drive by running parallel to Cedar Branch. The proposed trail would be adjacent to the proposed Cedar Branch townhomes development along Hawthorne Avenue and run through the lower quarter of DISD property (Esperanza Medrano Elementary School). The aim of the neighborhood trail would link neighborhoods adjacent to the Trinity Strand Trail along DART's overhead rail line. Staff is currently designing Trinity Strand Trail Phase I, with consideration of a Phase II south of Phase I that would be connected to the DART line under development.

- The Southwestern Medical TIF District will generate approximately $27.5 million in increment over 20 years.

  To date, the district has collected $5,676,014 in increment (in 2006 dollars)

- Develop a grant program to promote private medical industry and economic development in the District.

  Staff and the Board will continue to foster a working relationship with UT Southwestern Medical Center, Children's Hospital and Parkland Hospital to create investment opportunities in the District.

Year-End Summary of Meetings

During the fiscal year, the Southwestern Medical TIF District Board of Directors met for one meeting. During FY 2017-18 the Board members were: Robert Prejean – City Representative, Chair (attended 1 of 1 meeting), John Wilson (attended 1 of 1 meeting) – City Representative, Derek Watson – City Representative (attended 1 of 1 meeting), Rob Elmore – City Representative (attended 1 of 1 meeting), Se-Gwen Tyler – City Representative (attended 0 of 1 meeting), and Rick Loessberg – Dallas County Representative (attended 1 of 1 meeting).

During the fiscal year, the City Council approved one (1) item associated with the Southwestern Medical TIF District:

- On February 28, 2018 the City Council approved Resolution 18-0355, a resolution accepting the FY 2016-2017 Annual Report on the status of Tax Increment Financing Reinvestment Zone Number Ten, (Southwestern Medical TIF District), submitted by the Southwestern Medical TIF District's Board of Directors, and authorizing the City Manager to submit the annual report to the Chief Executive Officer of each taxing jurisdiction that levies taxes on real property in the District, and to the State Comptroller, as required by state law - Financing: No cost consideration to the City

Pending TIF Items

- FY 2017-2018 Annual Report, Southwestern Medical TIF District.

Budget and Spending Status

Each TIF district establishes a budget for the public improvement expenditures necessary to support private investment in the district in the Project Plan and Reinvestment Zone Financing Plan. The Southwestern Medical TIF District was established in April 2005, amended in December 2008 and October 2009. The Project Plan estimates for TIF public improvements a total of approximately $46.0 million ($27.6 million in 2006 dollars). The final budget for the district is below:

Southwestern Medical TIF District
Projected Increment Revenues to Retire TIF Fund Obligations

Category	TIF Budget*	Allocated**	Balance
Paving, streetscape, utilities, public-use improvements, design & engineering	$16,951,089	$1,583,366	$15,367,723
Environmental remediation and demolition	$4,787,879	$610,000	$4,177,879
Utility burial	$8,832,199	$695,000	$8,137,199
Economic Development Grant	$13,816,714	$5,010,000	$8,806,714
Administration and implementation***	$1,671,829	$397,221	$1,274,608
Total Project Costs	**$46,059,710**	**$8,295,587**	**$37,764,123**

**Budget shown above in current dollars; TIF Project Plan shows the budget in net present value*

***Includes money expended and committed for existing and future projects including interest accrued on advanced funds as of the end of FY2018.*

****TIF administration fees include funds expended or committed through FY 2018.*

Southwestern Medical TIF District
Project Plan Budget

Category	Revised TIF Budget (in 2006 $)
Paving, streetscape, utilities, public-use improvements, design & engineering	**$10,139,247**
Environmental remediation and demolition	**$2,863,856**
Utility burial	**$5,282,956**
Economic Development Grant	**$8,264,428**
Administration and implementation	**$1,000,000**
Total Project Costs	**$27,550,485**

** As approved in the Project Plan and Reinvestment Zone Financing Plan.*

M/WBE Participation

M/WBE Participation			
Project	**Contractor**	**Total Contract Award Amount**	**Percentage Minority Participation**
Colonial Reserve at Southwestern Medical [1]	Davis Excavation	$1,376,916.70	27.71% ($381,544)
[1] voluntarily participated in the M/WBE program			

FY 2019 Work Program

The work items for FY 2019 for the Southwestern Medical TIF District include:

- Increase recreational opportunities and improved connections to the City of Dallas trails and open space system in the Southwestern Medical Area.
- Assist with facility improvements included in Medical District Master Plan coordinated/adopted by Parkland Health and Hospital System, Children's Medical Center, and UT Southwestern Medical Center.
- Review Project Plan amendment to support redevelopment near the Inwood DART Station.



Cedar Branch Townhomes site - corner of Hawthorne Avenue and Production Drive

Appendix A – Financials

City of Dallas, Texas
Southwestern Medical Tax Increment Financing District
Notes to Financial Statements for the Year Ended September 30, 2018

1. The measurement focus used for the TIF Zone fund is a flow of financial resources. The financial statements are prepared using the modified accrual basis of accounting. Under the modified accrual basis of accounting, tax increment revenues and interest are recognized as revenue when they become both "measurable" and "available" to finance expenditures of the current period. Expenditures are recognized when the liability is incurred.

2. State statute requires that each taxing jurisdiction remit its ad valorem taxes to the Zone by May 1 of each year (remittance to occur no more than 90 days after taxes for the jurisdiction become delinquent).

3. The TIF's cash balances are invested in the City's investment pool and include amounts in demand deposits as well as short-term investments. Pooled investments and short-term non-pooled investments are treated as cash equivalents. Investment income on the pooled investments is prorated monthly based upon the average daily cash balance in each fund.

4. The Zone's Financial Plan permits expenditures not to exceed $1,671,830 over the life of the TIF to reimburse the City for administrative costs. Any future remittance for administrative expenses would come from excess cash as tax increment revenue increases as a result of increased assessed values.

5. All project costs resulting in public improvements which are owned by the City are capitalized.

6. The TIF administration costs for the fiscal year 2017-18 is pending.

City of Dallas, Texas
Southwestern Medical Tax Increment Financing District Fund
Balance Sheet as of September 30, 2018 (Unaudited)
With Comparative Totals for September 30, 2017, 2016, 2015, and 2014 (Audited)

	2018	2017	2016	2015	2014
Assets:					
Pooled cash and cash equivalents	$6,540,653	$5,115,944	$3,996,186	$3,066,767	$2,398,625
Interest receivable	$14,964	$12,445	$5,435	$3,679	$2,548
Total assets	$6,555,616	$5,128,390	$4,001,621	$3,070,445	$2,401,173
Liabilities and Fund Balance (Deficit):					
Liabilities:					
Accounts and contracts payable	$0	$0	$0	$0	$0
Advances from developers	$0	$0	$0	$0	$0
Due to general fund	$0	$5,764	$5,764	$5,764	$5,764
Accrued liability	$0	$0	$0	$0	$0
Total liabilities	$0	$5,764	$5,764	$5,764	$5,764
Fund Balance (Deficit):					
Fund Balance (Deficit)	$6,555,616	$5,122,626	$3,995,857	$3,064,682	$2,395,409
Total Liabilities and Fund Equity	$6,555,616	$5,128,390	$4,001,621	$3,070,445	$2,401,173
	($0)	$0	($0)	$0	$0

Southwestern Medical Tax Increment Financing District Fund
Statement of Revenues, Expenditures and Changes in Fund Balance (Deficit)
Balance Sheet as of September 30, 2018 (Unaudited)
With Comparative Totals for September 30, 2017, 2016, 2015, and 2014 (Audited)

	ITD	2018	2017	2016	2015	2014
Revenues:						
Tax increment-Governmental	$5,575,133	$1,135,066	$945,089	$785,111	$567,873	$531,991
Tax increment-Intergovernmental	$1,151,710	$241,204	$200,198	$165,321	$115,993	$111,382
Interest income	$248,075	$74,407	$46,404	$27,619	$15,030	$9,309
Developer Participation & other revenue	$1,481,970	$0	$0	$0	$0	$0
Net increase (decrease) in fair value of investments	($21,389)	($17,687)	($14,182)	($703)	$6,588	($1,677)
Total revenues	$8,435,499	$1,432,990	$1,177,508	$977,348	$705,484	$651,005
Expenditures:						
Administrative expenses	$397,221	$0	$49,840	$46,172	$36,211	$57,109
Non-Capital Outlay	$900	$0	$900	$0	$0	$0
Capital outlay	$1,481,762	$0	$0	$0	$0	$0
Interest and fiscal charges	$0	$0	$0	$0	$0	$0
Total expenditures	$1,879,883	$0	$50,740	$46,172	$36,211	$57,109
Excess (Deficiency) of Revenues over Expenditures	$6,555,616	$1,432,990	$1,126,768	$931,175	$669,273	$593,895
Fund balance (Deficit) at beginning of year as previously reported	$0	$5,122,626	$3,995,857	$3,064,682	$2,395,409	$1,801,514
Fund balance (Deficit) at beginning of year, as restated	$0	$5,122,626	$3,995,857	$3,064,682	$2,395,409	$1,801,514
Fund balance (deficit) at end of year	$6,555,616	$6,555,616	$5,122,626	$3,995,857	$3,064,682	$2,395,409

Note: Fiscal year 2017-18 unaudited financial statements are based on preliminary close numbers and are subject to review by the City Controller's Office prior to approval by the City Council. In case of any material changes, TIF board will be provided with the updated financial statements.

City of Dallas, Texas
Southwestern Medical Tax Increment Financing District Fund
Reinvestment Zone Number Ten
As of September 30, 2018

Chapter 311.016 of V.C.T.A. requires the following information as part of the annual report on the status of the TIF District. Information is contained in detail on the attached financial statements.

1. Amount and source of revenue in the tax increment fund established for the zone:

$56,721	Interest Income
$1,376,270	Ad Valorem Taxes (Collected in FY'2017-18 based on 2017 Final Tax Roll)
$0	Developer Contribution
$1,432,990	**Total Revenue**

2. Amount and purpose of expenditures from the fund:

$0	Administrative Expense (calculation pending for FY'18)
$0	Non-Capital Outlay *
$0	Capital outlay *
$0	Additional Subsidy in Form of Grant (in lieu of interest expense)
$0	**Total Expenditures**

3. The Zone began reimbursing the general fund for administrative costs in fiscal year 2008-09.

4. a. Amount of Principal and Interest due-on outstanding bonded indebtedness is as follows:
Soutw estern Medical TIF District has incurred no bonded indebtedness as of September 30, 2018.

b. The Zone entered into a development agreement w ith Texas InTow nHomes, LLC for the development of Cedars Branch Tow nhomes project in an amount not to exceed $7,898,366 w ith anticipated completion by 6/30/2020 and reimbursement to begin thereafter subject to availability of TIF funds.

c. The Zone entered into a development agreement w ith Texas InTow nHomes, LLC for the development of Cedars Branch Bridge project in an amount not to exceed $826,500 w ith anticipated completion by 6/30/2022 and reimbursement to begin thereafter subject to availability of TIF funds.

5. Tax increment base and current captured appraised value retained by the zone:

Taxing Jurisdiction	Taxable Value 2018**	Base Year 2005 Value	Est. Captured Value 2018***
City of Dallas	$266,009,592	$67,411,054	$198,598,538
Dallas County	$266,030,592	$67,411,354	$198,619,238
Dallas Independent School District	$0	$0	$0
Dallas County Hospital District	$0	$0	$0
Dallas County Community College Dist.	$0	$0	$0

**2017 taxable value show n for participating taxing jurisdictions. County values are approximate and w ill vary slightly from the City value due to different exemption levels.
***Based on DCAD Certified Taxable Value. The final values w ill be determined on February 01, 2019.

6. Captured appraised value by the municipality and other taxing units, the total amount of the tax increment received, and any additional information necessary to demonstrate compliance with the tax increment financing plan adopted by the governing body of the municipality:

A. Estimated tax increment shared by the municipality and other participating taxing jurisdictions:

Taxing Jurisdiction	Assessment Per $100***	Amount of Estimated 2018 Increment
City of Dallas	0.62136	$1,234,012
Dallas County	0.13371	$265,564
Total for all Jurisdictions	$0.75507	$1,499,576

***Participation rates for City of Dallas and Dallas County are 80% and 55% respectively for tax years 2008 - 2026.

B. The total amount of estimated tax increment to be billed for the 2018 tax year is $1,499,576. For the 2017 tax year, increment in the amount of $1,376,270 w as received.

Appendix B – Financial Obligations Estimated Payoff

The Cedar Branch Townhomes and Bridge project is currently under construction and Phase 1 is currently estimated for completion in June 2020. The SWM TIF District is estimated to have $8,824,630 collected at that time. Based on the contract obligations, up to $1,650,000 in TIF funding for affordable housing is available for Phase 1 (up to 11 affordable units). Phase 2 will have the remaining TIF funding for affordable housing, up to $1,800,000 (up to 12 affordable units). The remaining $2,888,366 TIF funding for the Townhomes public improvement costs is estimated for completion June 2022. Bridge funding is available with TIF funding of up to $826,500. The bridge and all needed improvements is currently estimated to be completed by June 2022. Based on current projections, the TIF funding will collect up to $10,511,525 by 2021, well more than need to pay off all current obligations for Cedar Branch Townhomes and Bridge projects.

Project Name	TIF Award	Estimated Payoff
Cedar Branch Townhomes	$6,338,366	2021
Cedar Branch Bridge	826,500	2022

Appendix C – District-wide Set Aside Funds

The TIF Increment Allocation Policy adopted by the TIF Board for the Southwestern Medical District TIF District currently provides for a 10% set-aside for District-Wide improvements that will be used towards specific improvement projects as determined by the TIF Board. The Cedar Branch Bridge Project will be reimbursed from the District-Wide Improvement Set-Aside and will be given a priority until $826,500 is paid off for the Cedar Branch Bridge Project.

Funding for District-Wide Improvements will come from the portion of Shared Increment remaining in the Shared Increment category after Developers are paid their portion of the Shared Increment.

Potential uses as defined by the Increment Allocation Policy includes:

- Gateways, trails, open space, public facilities, or utility/streetscape improvements benefiting multiple properties or blocks.

A 10% set-aside for District-Wide improvements will be used towards specific improvement projects as determined by the TIF Board. The Cedar Branch Bridge Project will be reimbursed from the District-Wide Improvement Set-Aside and will be given a priority until $826,500 is paid off for the Cedar Branch Bridge Project.

This set aside will be reviewed by the TIF Board annually based on updated financial projections and District needs.

Agenda Information Sheet

File #: 19-215 **Item #:** 15.

STRATEGIC PRIORITY:	Economic and Neighborhood Vitality
AGENDA DATE:	February 27, 2019
COUNCIL DISTRICT(S):	2, 14
DEPARTMENT:	Office of Economic Development
EXECUTIVE:	T.C. Broadnax

SUBJECT

A resolution accepting the FY 2017-2018 Annual Report on the status of Tax Increment Financing Reinvestment Zone Number Eleven (Downtown Connection TIF District or District), submitted by the Downtown Connection TIF District's Board of Directors, and authorizing the City Manager to submit the annual report to the Chief Executive Officer of each taxing jurisdiction that levies taxes on real property in the District, and to the State Comptroller, as required by state law - Financing: No cost consideration to the City

BACKGROUND

This item is being placed on the addendum due to the unavailability of fiscal year 2017-2018 administrative costs for the annual report financial statement prior to the regular agenda deadline.

State law (the Tax Increment Financing Act, Chapter 311 of the Tax Code) requires that the governing body of a city shall submit an annual report on the status of each reinvestment zone it has created to the Chief Executive Officer of each taxing unit that levies taxes on real property in the zone, as well as the State Comptroller. On June 8, 2005, City Council authorized Ordinance No. 26020 establishing Tax Increment Financing Reinvestment Zone Number Eleven (Downtown Connection TIF District). On August 29, 2005, City Council authorized the Project Plan and Reinvestment Zone Financing Plan for this District by Ordinance No. 26096, as amended.

The Downtown Connection TIF District's 2018 assessed tax value was $4,337,564,486.00. This represents an increase of $3,772,647,169.00 (667.8%) over the adjusted base year value. The district’s value increased by $774,915,834.00 (21.8%) from the previous year. This increase will result in an estimated collection of approximately $31,435,551.00 (City $26,371,936.00; County $5,063,615.00) in incremental revenue for the Downtown Connection TIF District.

PRIOR ACTION/REVIEW (COUNCIL, BOARDS, COMMISSIONS)

On June 8, 2005, City Council held a public hearing and authorized the establishment of Tax Increment Financing Reinvestment Zone Number Eleven, the Downtown Connection TIF District by Resolution No. 05-1779; Ordinance No. 26020, as amended.

On August 29, 2005, City Council authorized the Project Plan and Reinvestment Zone Financing Plan for the Downtown Connection TIF District by Resolution No. 05-2544; Ordinance No. 26096, as amended.

On December 13, 2018, the Downtown Connection TIF District Board of Directors recommended that the FY 2017-2018 Annual Report be accepted and approved.

Information about this item was provided to the Economic Development and Housing Committee on February 4, 2019.

FISCAL INFORMATION

No cost consideration to the City.

WHEREAS, the City recognizes the importance of its role in local economic development initiatives and programs; and

WHEREAS, the City has established Tax Increment Financing Reinvestment Zone Number Eleven ("Downtown Connection TIF District" or "District") and established a Board of Directors for the District to promote development or redevelopment in the Downtown Connection area pursuant to Ordinance No. 26020, authorized by the City Council on June 8, 2005, as authorized by the Tax Increment Financing Act, Chapter 311 of the Texas Tax Code, as amended; and

WHEREAS, on August 29, 2005, City Council authorized the Project Plan and Reinvestment Zone Financing Plan for the Downtown Connection TIF District by Resolution No. 05-2544; Ordinance No. 26096, as amended; and

WHEREAS, the Tax Increment Financing Act specifies that the governing body of a city shall submit an annual report on the financial status of the district to the Chief Executive Officer of each taxing unit that levies taxes on real property in a reinvestment zone, and a copy of the report shall be forwarded to the State Comptroller; and

WHEREAS, on December 13, 2018, the Downtown Connection TIF District Board of Directors passed a motion accepting the FY 2017-2018 Annual Report for Tax Increment Financing Reinvestment Zone Number Eleven and recommended approval of same by the City Council.

Now, Therefore,

BE IT RESOLVED BY THE CITY COUNCIL OF THE CITY OF DALLAS:

SECTION 1. That the FY 2017-2018 Annual Report for Tax Increment Financing Reinvestment Zone Number Eleven (Downtown Connection TIF District), City of Dallas, Texas, as of September 30, 2018, a copy of which is attached hereto (**Exhibit A**), is hereby accepted.

SECTION 2. That the City Manager is hereby authorized to submit the FY 2017-2018 Annual Report for Tax Increment Financing Reinvestment Zone Number Eleven, to the Chief Executive Officer of each taxing jurisdiction that levies taxes on real property in the District, and to the State Comptroller, as required by state law.

SECTION 3. That this resolution shall take effect immediately from and after its passage in accordance with the provisions of the Charter of the City of Dallas, and it is accordingly so resolved.

Exhibit A

Downtown Connection TIF District
FY 2017-2018 Annual Report

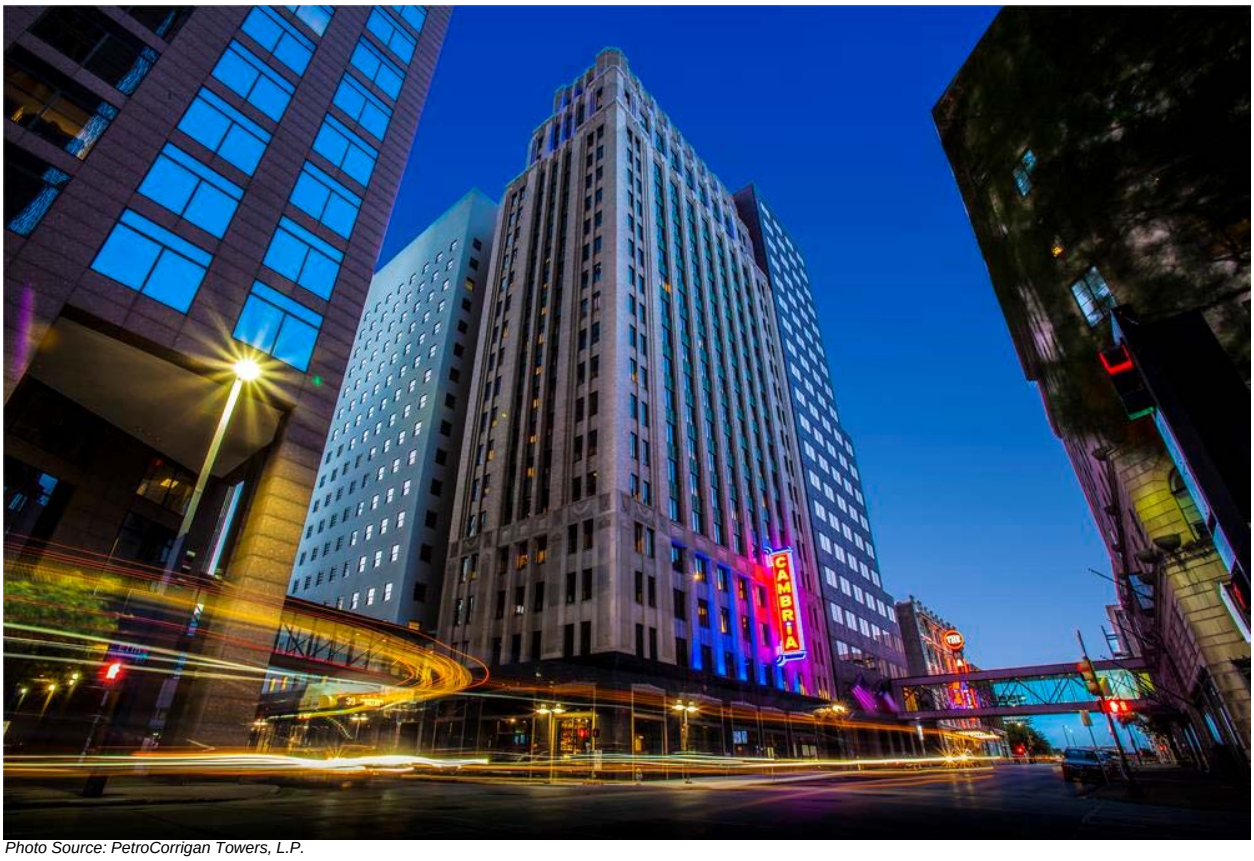


Photo Source: PetroCorrigan Towers, L.P.

City of Dallas
Office of Economic Development
1500 Marilla Street, 2CN • Dallas, Texas 75201
(214) 670-1685
http://www.dallas-ecodev.org/

October 1, 2017 to September 30, 2018

Map of Reinvestment Zone Number Eleven

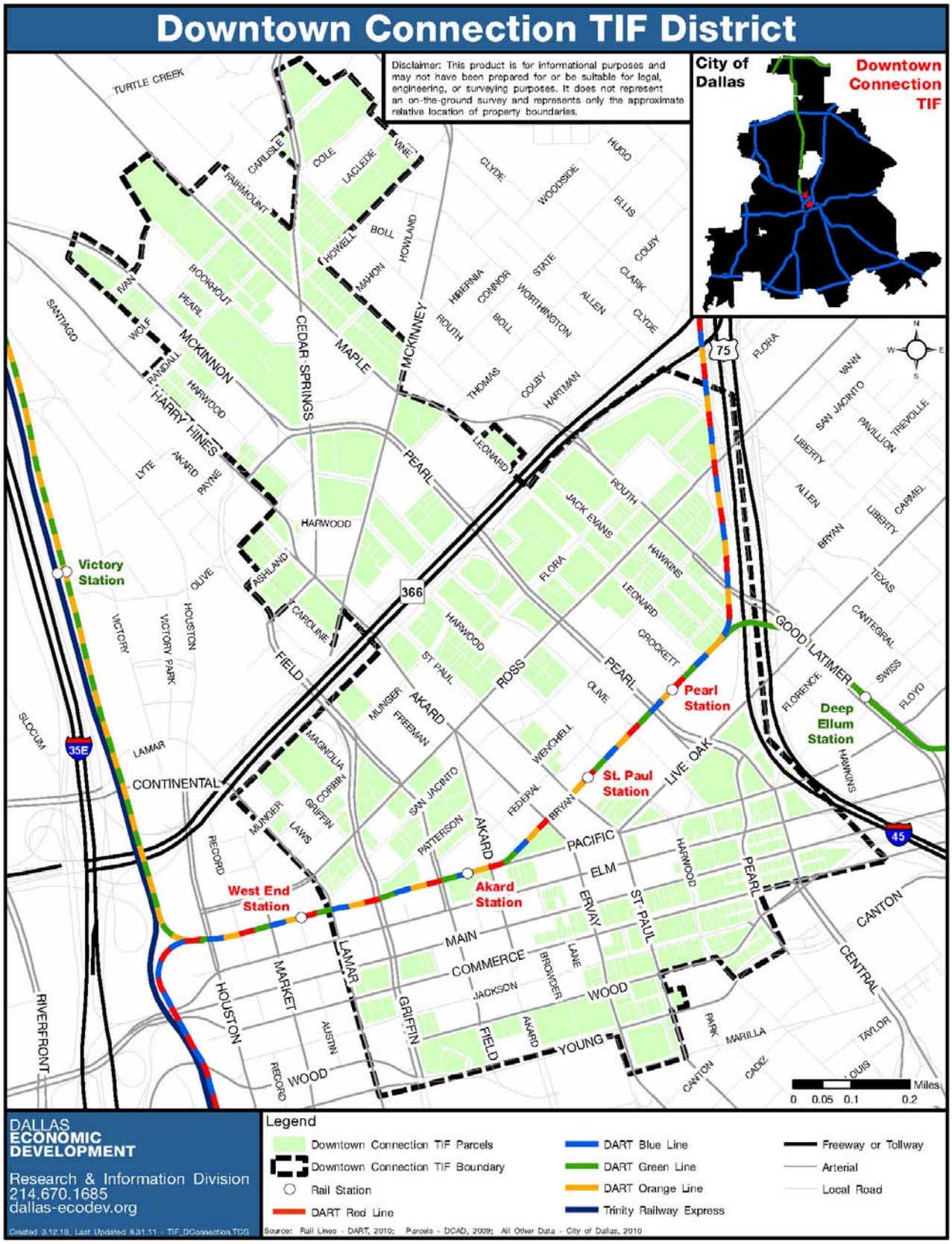


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Mission Statement

The mission of the Downtown Connection Tax Increment Financing District is to create a fund for public capital improvements in the core of Downtown essential for development of key spaces and buildings as well as focusing on catalyst projects to create a greater density and critical mass of development within the Main Street core area.

The Downtown Connection TIF District was initiated by petition, pursuant to Section 311.005 (a)(5), Texas Tax Code through the sponsorship of the Downtown Improvement District and the Uptown Improvement District. The Downtown Connection TIF District took effect on June 8, 2005, per Ordinance No. 26020 and is scheduled to terminate on December 31, 2035 (including collections of the 2035 increment in calendar year 2036 or when the budget of $231.6 million (2006 dollars) has been collected.

District Accomplishments

TIF Funded Projects Completed During FY 2018

Statler/Library. Project construction began in 2014 and completed this fiscal year.



Statler Residences (219 units) opened in May of 2017. The Statler Hotel (161 hotel rooms) opened October 17, 2017 along with Overeasy, a diner that faces Commerce Street, and Bourbon and Banter, a speakeasy in the basement of the hotel. Other retail/restaurant venues (Fine China and Scout) located on the ground floor of the Statler building opened in 2018. Old Dallas Library, the new home of the Dallas Morning News, completed construction December 2017. The Developer's total investment is in excess of $250M, surpassing the required minimum investment of $175M.



Tower Petroleum and Corrigan Tower Buildings. The project, consisting of a phased conversion of two vacant office buildings, completed construction during the fiscal year. The Tower Petroleum building was converted into the Cambria Hotel with 150 guestrooms and a ground level restaurant. The Corrigan Tower was converted to 1900 Pacific Residences containing 150 residential units and is currently 93% leased.





TIF Funded Projects Continuing Construction During FY 2018

The Drever – 1401 Elm Street.

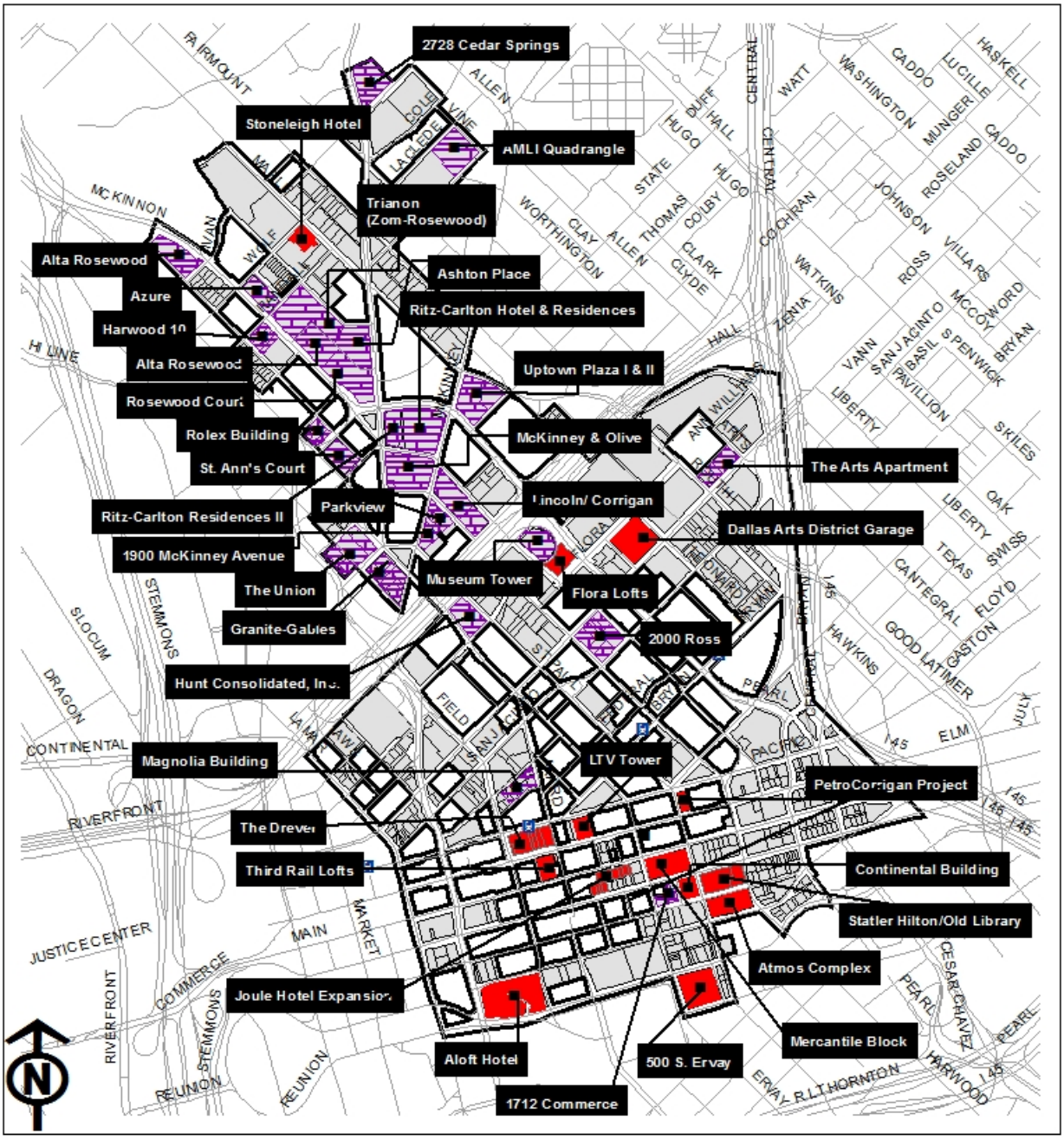


The project continued construction during the fiscal year. In September 2018, the project's completion deadline was extended to December 2020. Thompson Hotels will manage the hotel portion of the project. Upon completion, the project will provide approximately 324 residential units, 208 hotel rooms, 23,000 square feet of ground floor and upper level retail/restuarant space and 35,000 square feet of office space. The total project cost for the project is now approximately $400M.

1712 Commerce. Conversion of a vacant office building and adjoining surface parking lot into 244 hotel rooms (121 room Residence Inn and 123 room AC Hotel by Marriott) and approximately 16,428 square feet of ground floor retail space. The dual-branded hotel portion of the project completed construction and opened October 12, 2017 as an AC Hotel and Residence Inn by Marriott. Construction of the adjoining 360 space parking garage servicing the hotels continued construction during the fiscal year. A major fire occurred within the parking garage, delaying completion until the third quarter of 2019. The total project cost is $54.8M.



Map of Projects within the Downtown Connection TIF District



Downtown Connection TIF District
Project Location Map

Legend

- TIF Funded Projects
- Non-TIF Funded Projects
- Downtown Conneciton TIF Boundary

Source: Economic Development Department/Area Redevelopment Division

City of Dallas
Office of Economic Development
December 2016

Downtown Connection TIF District Projects[1]

Projects Within TIF District Utilizing TIF Funding

Project	Location	Calendar Yr Complete	Status	Units/ SF[2]	Approx. Value[3]	TIF Investment[4]
Stoneleigh Hotel	2927 Maple	1st Quarter 2008	Completed	17 additional hotel rooms	$28,349,810	$2,500,000
Mercantile Block	1800 Main Street 1808 Main Street	4th Quarter 2008	Completed	366 res. units; 33,770 sf retail	$69,350,000	$58,000,000
Santa Fe Lofts IV (Aloft Hotel)	1033 Young Street	4th Quarter 2009	Completed	193 hotel rooms	$13,104,680	$3,734,419
Dallas Arts District Garage	2301 Ross Avenue	1st Quarter 2010	Completed	garage renovations/ updates	$10,502,490	$1,078,635
Continental Building	1810 Commerce Street	1st Quarter 2013	Completed	203 res. units; 5,871 sf retail	$23,694,930	$20,167,440
Lone Star Gas Lofts Phase I	300 S. St. Paul Street	1st Quarter 2013	Completed	107 res. units	$2,675,000	$4,256,965
Joule Hotel Expansion	Main and Commerce Streets	4th Quarter 2013	Completed	32 hotel rooms; 24,700 sf retail; 9,221 sf office	$11,657,310	$23,852,953
Lone Star Gas Lofts Phase II	301 S. Harwood Street	4th Quarter 2014	Completed	123 res. units; 9,500 sf retail	$3,918,080	$13,636,558
Hall Arts Center	2323 Ross Avenue	4th Quarter 2015	Completed	430,000 sf office; 30,000 sf retail	$135,210,000	$6,774,128
LTV Tower	1600 Pacific Avenue	4th Quarter 2015	Completed	171 hotel rooms; 186 res. units	$48,133,060	$26,730,391
Mayflower Building	411 N. Akard Street	3rd Quarter 2017	Completed	215 res units; 13,700 sf retail	$52,934,700	$10,000,000
Statler/Library	1914 & 1954 Commerce	1st Quarter 2018	Completed	219 res units; 161 hotel rooms; 60,000 sf retail 88,000 sf office	$90,931,000	$46,500,000
Tower Petroleum Cambria Hotel	1907 Elm Street	2nd Quarter 2018	Completed	150 hotel rooms; 6,174 sf retail	$20,000,000	$10,300,000
Corrigan Tower 1900 Pacific Res	1900 Pacific Avenue	1st Quarter 2018	Completed	150 res units	$23,000,000	$9,700,000
1712 Commerce	1712 Commerce Street	1st Quarter 2018	Under Construction	244 hotel rooms; 16,428 sf retail	$52,934,700	$10,500,000
The Drever	1401 Elm Street	4th Quarter 2019	Under Construction	324 res units; 23K sf retail; 36K sf office; 218 hotel rooms	$150,000,000	$50,000,000
			Subtotal	1,893 res. units; 1,186 hotel rooms; 223,631 sf retail; 562,969 sf office	$736,395,760	$297,731,489

Projects Within TIF District Not Utilizing TIF Funding[5]

Project	Location	Calendar Yr Complete	Status	Units/ SF	Approx. Value	Non- TIF Incentives
Ashton	2215 Cedar Springs Road	2006	Completed	267 res. units	$105,465,000	$0
Trianon (Zom/ Rosewood)	2820 McKinnon Street	3rd Quarter 2006	Completed	317 res. units	$73,347,000	$0
Uptown Plaza Shopping I	2222 McKinney Avenue	3rd Quarter 2006	Completed	84,000 sf retail	$16,200,000	$0
Hunt Consolidated	1900 Akard Street	2nd Quarter 2007	Completed	400,000 sf office	$62,626,800	$6,300,000
Ritz-Carlton Hotel & Condos	2510 Cedar Springs	2nd Quarter 2007	Completed	71 res. units; 218 hotel rooms	$214,410,160	$0
Third Rail Lofts (1414 Elm portion)	1414 Elm Street	3rd Quarter 2007	Completed	14 res. units; 3,500 sf retail	$3,158,500	$1,800,000
Azure	2900 McKinnon Street	2nd Quarter 2008	Completed	154 res. units	$138,811,670	$0
1900 McKinney (Hanover)	1900 McKinney Avenue	4th Quarter 2008	Completed	230 res. units	$92,000,000	$0
Rosewood Court	2101 Cedar Springs Road	2nd Quarter 2009	Completed	400,000 sf office; 12,000 sf retail	$142,700,000	$0

Alta Rosewood	2728 McKinnon Street	4th Quarter 2008	Completed	375 res. units	$108,000,000	$0
AMLI/ Quadrangle	2717 Howell Street	4th Quarter 2008	Completed	220 res. units; 14,800 sf retail	$45,900,000	$0
2000 McKinney	2000 McKinney Avenue	2nd Quarter 2009	Completed	15 res. units; 445,000 sf office; 6,500 sf retail	$172,000,000	$0
Ritz-Carlton Residences II	2555 Pearl Street 2400 Olive Street	4th Quarter 2009	Completed	92 res. units	$160,948,450	$0
St. Ann's Court	2501 Harwood Street	1st Quarter 2010	Completed	320,000 sf office	$107,025,000	$0
Granite/Gables	1717 McKinney Avenue; 1700 Cedar Springs	2nd Quarter 2010	Completed	296 res. units; 382,980 sf office; 14,091 retail	$187,882,000	$0
CityWalk	511 N. Akard Street	4th Quarter 2009	Completed	209 res. units	$9,129,760	$11,000,000
The Arts Apartment by JPI	2611 Ross Avenue	3rd Quarter 2010	Completed	228 res. units	$40,000,000	$0
Museum Tower	1918 Olive Street	4th Quarter 2012	Completed	115 res. units	$226,820,280	$0
Residences at Stoneleigh	2919 Maple Avenue	4th Quarter 2014	Completed	76 res. units	$141,964,180	$0
The Brady	2728 Cedar Springs Road	1st Quarter 2015	Completed	299 res. units	$109,000,000	$0
McKinney & Olive	2021 McKinney Avenue	4th Quarter 2015	Completed	480,000 sf office; 50,000 sf retail	$206,150,000	$0
Uptown Plaza II	2212 McKinney Avenue	1st Quarter 2016	Completed	203 res. units	$72,080,000	$0
Forty Five Ten	1615 Main Street	4th Quarter 2016	Completed	37,000 sf retail	$7,000,000	$0
Rolex Building	2651 N. Harwood Street	1st Quarter 2017	Completed	136,857 sf office	$20,915,000	$0
Parkview	1920 McKInney Avenue	1st Quarter 2017	Completed	150,000 sf office; 8,500 sf retail	$43,000,000	$0
Blue Ciel	3130 N. Harwood Street	3rd Quarter 2017	Completed	158 res. units; 12,000 sf retail	$45,809,880	$0
500 S. Ervay	500 S. Ervay	2nd Quarter 2018	Completed	274 hotel rooms; 238 res. units; 29,400 sf retail	$49,313,120	$0
Park District	2121 N. Pearl Street	2nd Quarter 2018	Completed	228 res. units; 500,000 sf office; 20,000 sf retail	$110,729,000	$0
The Union	Field Street and Cedar Springs Road	4th Quarter 2018	Under Construction	309 res units; 417,000 sf office; 87,000 sf retail	$300,000,000	$0
2000 Ross Avenue	2000 Ross Avenue	4th Quarter 2018	Under Construction	200 hotel rooms; 400 res units; 26,000 sf retail	$58,000,000	$0
Harwood No. 10	Harwood and Randall Streets	4th Quarter 2018	Under Construction	220,548 sf office; 14,000 sf retail	TBD	$0
Amli Residential Tower	1800 Field Street	2nd Quarter 2019	Under Construction	367 res units	$150,000,000	$0
Hall Arts Residential & Hotel	2318 Ross Avenue	2nd Quarter 2019	Under Construction	183 hotel rooms; 44 res units	$250,000,000	$0
			Subtotal	4,925 res. units; 692 hotel rooms; 418,791 sf retail; 3,715,528 sf office	$3,470,385,800	$19,100,000
Projects Utilizing and Not Utilizing TIF Funding						
			Total	6,818 res. units; 1,878 hotel rooms; 642,422 sf retail; 4,278,457 sf office	$4,206,781,560	$316,831,489

[1] All information updated as of September 30, 2018.
[2] Based upon either TIF application or required minimum stated in development agreement. Updated for completed projects based on actual unit mix and square footage.
[3] Based upon 1) market value of comparable projects for anticipated projects, 2) private investment stated in the development agreement for projects that are approved or under construction, or 3) DCAD market value for completed projects (unless project has not yet been assessed). Values may not be fully captured by the TIF District for redevelopment projects once pre-existing value and/or the demolition of structures is netted out.
[4] Principal amounts not to be exceeded per the development agreement.
[5] Selected significant projects included.
[6] Tax-exempt properties
[7] Includes other incentives not shown. Contact City of Dallas Office of Economic Development for more information.

Mixed-Income Housing Summary

Successful development efforts support a variety of housing options. Accordingly, ten percent (10%) of all housing units in projects using direct, site-specific TIF funding assistance from the District are subject to the City's and County's established criteria for mixed income housing. In this District a total of 1,893 units have been built to date and 342 (18%) have been set-aside as affordable.

Value and Increment Revenue Summary

The base value of the zone is the total appraised value of all taxable real property in the District as determined by the 2005 certified Dallas Central Appraisal District tax roll, with adjustments made to accommodate boundary amendments. The Downtown Connection TIF District's adjusted base value for the District is $564,917,317. The Downtown Connection TIF District's 2018 assessed tax value was $4,337,564,486. This represents an increase of $3,772,647,169 (667.8%) over the adjusted base year value.

The district's value increased by $774,915,834 (21.8%) from the previous year. This increase will result in an estimated collection of approximately $31,435,551 (City $26,371,936; County $5,063,615) in incremental revenue for the Downtown Connection TIF District.

Development Goals and Objectives

The final Downtown Connection Project Plan and Reinvestment Zone Financing Plan was adopted in late 2005, as amended. The following objectives and action items set the framework for the planned improvements within the Downtown Connection TIF District:

- Improve access between and within the Uptown and Downtown areas

  Construction of Klyde Warren Park, a deck park spanning Woodall Rodgers Freeway, connecting Downtown to Uptown, celebrated its grand opening October 2012. The park's restaurant Savor opened in 2013.

  In July of 2010, the McKinney Avenue Transit Authority received a $4.9 million grant from the Federal Transit Administration and matching grant of $5 million from the North Central Texas Council of Government to complete the M-Line loop that branches off McKinney Avenue at Olive Street. Construction of the Olive/St. Paul Street Loop began in 2012, with completion in 2015. The line improves connectivity between Uptown, Downtown, Klyde Warren Park, the Arts District and DART downtown transit mall.

In 2009, the North Central Texas Council of Governments (NCTCOG) Regional Transportation Council (RTC) issued its third Sustainable Development Program call for projects. The Sustainable Development Program provides funding of infrastructure improvements associated with development projects that reduce the overall demand for transportation infrastructure and improve air quality. Two Downtown Connection TIF District projects were awarded funds under this program to enhance pedestrian and transportation linkages, access and safety to nearby bus/rail transit and City of Dallas public investments. City Council approved agreements between the City, NCTCOG, State of Texas and the project's developer for each project. Lone Star Gas Lofts completed construction of the project summer 2013, while construction of the Continental project completed in 2014.

- *Continental Building Project – $607,739*
- *Lone Star Gas Lofts Project – $462,686*



The creation of a circulator system for the downtown area was recommended by the Downtown Dallas 360 Area Plan. September 2013, City Council approved funding to participate in a two-year pilot program D-Link, a special service from DART that provides residents, workers and visitors a way to get to some of the city's most popular arts, dining and historic destinations. The free bus route includes destinations such as American Airlines Center, Klyde Warren Park, the Perot Museum of Nature and Science, The Sixth Floor Museum, Dallas Arts District and many other cultural, arts and entertainment-related stops.

The cost of the service for 2018 is approximately $1.1 million. DART, Downtown Dallas Inc. and the City of Dallas share the costs of the program annually. On October 25, 2017, City Council authorized a funding agreement for 2018's service.

- Improve the image of the Downtown Connection Area

With the installation of numerous high-tech digital (video) sign boards within the Main Street core, continued redevelopment of vacant buildings, and completion and programming of the various downtown parks, activity downtown has increased dramatically.

Major corporate relocations to the downtown connection area over the years have included Moneygram International, AT&T and Comerica Bank. In 2014, three corporations relocated to buildings in the downtown core (Santander

Consumer USA, Inc., Active Network, LLC and Omnitrac, LLC), adding over 2,000 people to downtown's daytime population.

In 2017, AT&T committed to investing in their global headquarters in downtown Dallas. The AT&T Discovery District project includes private investment of approximately $30 million in street and plaza improvements surrounding its complex of buildings. Private investment associated with building enhancements is estimated to be $100 million.

The increased downtown daytime population, residency and activities for residents and visitors have added to the evolving image of the area.

- Support redevelopment of the existing building supply

  There were not any new development projects approved during the fiscal year within the Downtown Connection TIF District, but two previously approved projects completed construction and two projects continued construction.

- Develop a more diverse mixture of land uses within the Downtown Connection Area

  Projects announced, completed and/or underway within the District will contribute approximately 6,818 residential units; 1,878 hotel rooms; 642,422 square feet of retail; and 4,278,457 square feet of new office space.

- Increase open space and recreational opportunities in the Downtown Connection Area

  The original Downtown Parks Master Plan called for the creation of four parks downtown. The first park, Main Street Garden Park, opened in 2009. Belo Garden opened May 2012 The third park, Klyde Warren Park opened in October of 2012. Land for the fourth park, Pacific Garden Plaza/Park was acquired using 2006 Bond funds, but construction of the park was unfunded at the time.

  The City of Dallas has contracted with DowntownDallas Inc. to provide operations and programming of three of the four downtown parks (excludes Klyde Warren Park), as well as Pegasus Plaza. Main Street Garden Park hosts many events annually including Moonlight Movie Series showing free outdoor movies on Saturdays in the park and YMCA outdoor sporting leagues. Pegasus Plaza held the Taste of the Fair, where foods from the annual State Fair of Texas could be sampled during the fiscal year.

  In March 2013, City Council endorsed an update of the Downtown Parks Master Plan that proposed three new downtown parks and construction of Pacific Plaza: West End Plaza, Carpenter Plaza near Deep Ellum and Harwood Park next to the Famers Market.

At the beginning of the 2016 fiscal year, the Belo Foundation (now called Parks for Downtown Dallas) pledged $30 million to complete implementation of the updated Downtown Dallas Parks Masterplan. The plan calls for $70M in private and public funding to build four additional parks in downtown Dallas (Harwood Park, Carpenter Park, Pacific Plaza and West End Plaza). Two of the four proposed parks are within the boundaries of the Downtown Connection TIF District – Harwood Park and Pacific Plaza. Belo Foundation will also raise an additional $5 million, for a total pledge of $35 million. The $35 million committed by Parks for Downtown Dallas was offered to the City through a dollar-for-dollar matching grant and the City will be responsible for contributing matching capital.

On November 7, 2017, City of Dallas voters approved a Capital Bond Program totaling $1.050 billion. The program allocated $35 million to re-develop/develop three downtown parks: Carpenter Park, Harwood and the West End Plaza as a match for the Parks for Downtown Dallas grant. Additionally, $10 million was allocated as matching funds for the future expansion of Klyde Warren Park.

On April 17, 2018, a ground breaking was held for Pacific Plaza Park. The 3.4 acre park will cost approximately $15 million and will take approximately 18 months to complete construction. Harwood Park is approximately 3.8 acres in size and is currently under design. Harwood Park is expected to be delivered in 2020.

Browder Street Plaza Improvements - March 2012, the Office of Economic Development, in conjunction with Downtown Dallas, Inc., and the City Design Studio, issued a Request for Proposals for Browder Street Plaza retail development and leasing/management opportunities. The retail component of Browder Street Plaza, between Commerce Street and Jackson Street, was intended to add activity along this pedestrian thoroughfare and complement the public improvements constructed on the site. The City of Dallas invested $500,000 in public space improvements to install landscaping, shade, street furniture, paving, and other pedestrian and plaza improvements. Hamilton DPL Development Inc. and Hamilton DPL, LP won the solicitation with its proposed retail activation plan which focused on retail kiosks and food trucks within Browder Street Plaza.





Construction of AT&T's Discovery District began during fiscal year 2018, causing temporary disruption of full usage of the Browder Street Plaza.

- Incentivize catalyst project(s) to accelerate reaching a critical mass of residential units, retail establishments, and public amenities for a vibrant downtown

  The District's catalyst project included the Mercantile Block, Lone Star Gas Lofts Complex and Continental building. In 2008, the Mercantile Block completed redevelopment. Phase I of the Lone Star Gas Lofts Complex and Continental Building projects were completed in 2013. Phase II of the Lone Star Gas Lofts Complex project completed construction in July of 2014. These projects have added 799 residential units (inclusive of 211 affordable units) and 50,000 square feet of retail.

Year-End Summary of Meetings

The Downtown Connection TIF District Board of Directors met two (2) times during FY 2018: December 14, 2017 and January 11, 2018.

The Downtown Connection TIF District Board of Directors consists of nine (9) members including six (6) City of Dallas appointees, one (1) State Senator's office appointee, one (1) Dallas County appointee and one (1) State Representative's office appointee. During FY 2018, the Downtown Connection TIF Board consisted of the following members:

Board Member List
Evan Beattie – City Appointee (Attended 1 of 2 meetings)
Larry James – City Appointee (Attended 2 of 2 meeting)
John Perry – City Appointee (Attended 2 of 2 meetings)
Vacant – City Appointee
Vacant – City Appointee
Vacant – City Appointee
Rick Loessberg – Dallas County Appointee (Attended 2 of 2 meetings)
Vacant – State Senator's Office Appointee
Steve Bancroft – State Representative's Appointee (Attended 0 of 2 meetings)

During FY 2018, the City Council approved 14 (fourteen) items directly or indirectly associated with the Downtown Connection TIF District. The council actions are listed below.

- On October 25, 2017, City Council approved Resolution No. 17-1468 authorizing a Funding Agreement between Dallas Area Rapid Transit, Downtown Dallas, Inc. and the City of Dallas for a one-year extension of the D-Link, downtown shuttle service operation in an amount not to exceed $332,991 from Convention and Event Services Current Funds.

- On December 13, 2017, City Council conducted a public hearing and approved Resolution No. 17-1940 adopting the 360 Plan as a guide to future City Council actions concerning land use and development regulations, transportation and economic development, and capital improvement expenditures in the area generally bounded by a two and a half mile radius centered on the intersection of Main Street and Akard Street.

- On January 10, 2018, City Council approved Ordinance No. 30735 and Resolution No. 18-0074 granting a private license to Commerce Statler Development, LLC, for the use of a total of approximately 9,330 square feet of land to occupy, maintain and utilize a sidewalk café, crosswalk texturing, eleven light poles, twelve bollards, three trees, two flag poles with stone clad base with water feature, electrical conduits and conductors on a portion of Commerce Street right-of-way near its intersection with St. Paul and Harwood Streets; generating $3,460 annually in revenue for the City and a $500 one-time fee, plus the $20 ordinance publication fee.

- On January 10, 2018, City Council approved Ordinance No. 30737 and Resolution No. 18-0076 granting a private license to The Union Uptown Dallas, LLC, for the use of a total of approximately 3,332 square feet of land to occupy, maintain and utilize four canopies without premise sign and three canopies with premise sign, landscaping and irrigation, planting beds, trees, special tiered pavers, planter boxes, sidewalk café, subsurface electrical vault, six benches, three trash receptacles and pole lights on and over portions of Cedar Springs Road, Field, Ashland and Akard Streets rights-of-way, located near the intersection of Ashland and Field Streets; generating $9,735 annually in Revenue for the City and a $1,200 one-time fee, plus the $20 ordinance publication fee.

- On February 14, 2018, City Council approved Resolution No. 18-0283 authorizing an amendment to Resolution No. 17-0534, previously approved on March 22, 2017, to (1) amend the parties to reflect the owner as Flora Street Lofts, Ltd., and the developer as Artspace Projects, Inc.; and (2) allow for a six-month extension to project deadlines in the future, if necessary, for the development agreement associated with previously approved TIF funding for the Flora Lofts Project located at 2121 Flora Street in the Arts District.

- On February 14, 2018, City Council approved Resolution No. 18-0280 authorizing an amendment to Resolution No. 17-0535, previously approved on March 22, 2017, for a conditional grant agreement with Flora Street Lofts, Ltd. for construction of Flora Lofts, a 52-unit multifamily new construction project located at 2121 Flora Street, conditioned upon 2017 4% Low Income Housing Tax Credit (LIHTC) award to (1) amend the parties to reflect the owner/LIHTC Applicant as Flora Street Lofts, Ltd., and the developer as Artspace Projects, Inc.; (2) extend the commencement of construction and the completion date; and (3) allow for an additional six-month extension to project deadlines.

- On February 28, 2018, City Council approved Resolution No. 18-0356 accepting the FY 2016-2017 Annual Report on the status of Tax Increment Financing Reinvestment Zone Number Eleven, (Downtown Connection TIF District), submitted by the Downtown Connection TIF District's Board of Directors, and authorizing the City Manager to submit the annual report to the Chief Executive Officer of each taxing jurisdiction that levies taxes on real property in the District, and to the State Comptroller, as required by state law.

- On February 28, 2018, City Council approved Resolution No. 18-0341 authorizing the City Council of the City of Dallas, to act as the applicable elected representative, as defined by Section 147(f)(2)(E) of the Internal Revenue Code, with respect to approve the issuance of multifamily housing revenue bonds issued by the Dallas Housing Finance Corporation in one or more series of tax-exempt bonds in an amount not to exceed $15,000,000 to Flora Street Lofts, Ltd. to finance the acquisition and new construction of Flora Lofts, a 52-unit multifamily project at 2121 Flora Street following a public hearing held on February 13, 2018, after reasonable public notice, in order to comply with the Tax Equity and Fiscal Responsibility Act's one year validation period requirement of Section 147(b)(4)(B)(iv) of the Internal Revenue Code.

- On February 28, 2018, City Council approved Resolution No. 18-0404 authorizing a second amendment to the development agreement with Commerce Statler Development, LLC and Centurion Acquisition, LP (collectively, the "Developer") for the Statler/Library/Jackson Street Redevelopment project, previously authorized on April 23, 2014, by Resolution Nos. 14-0684 and 14-0685, to (1) replace the requirement of a minimum of 90,000 square feet of new above-ground parking garage construction with the requirement of a minimum of 150,000 square feet of new below-ground parking garage space constructed as part of redevelopment of the Statler building and that upon completion of the below-ground parking garage space and all other project requirements, the Developer will be eligible for the previously approved TIF award of $46,500,000; and (2) require the construction of an underground Jackson Street Garage and for Mehrdad Moayedi to execute a personal guaranty in the amount of $5,000,000 to be released upon completion and receipt of a Certification of Occupancy for the new underground Jackson Street Garage by December 31, 2019.

- On March 28, 2018, City Council conducted a public hearing and approved Ordinance No. 30812 and Resolution No. 18-0468 granting the creation of a new tract within Historic Overlay No. 48, the Harwood Historic District, to allow additional signage on property zoned Planned Development District No. 619, on the northeast corner of St. Paul Street and Elm Street Recommendation of Staff and CPC: Approval, subject to preservation criteria Recommendation of Landmark Commission: Approval, subject to preservation criteria Z167-351(LC).

- On May 9, 2018, City Council approved Resolution No. 18-0682 authorizing (1) the receipt and deposit of funds in an amount not to exceed $175,677 from AT&T, Inc. for certain material and labor costs associated with removal of existing traffic signals and replacing them with new signals at 8 intersections surrounding the proposed AT&T Discovery Plaza; and (2) an increase in appropriations in an amount not to exceed $175,677 in the Capital Projects Reimbursement Fund.

- On May 9, 2018, City Council approved Resolution No. 18-0704 authorizing (1) adoption of a new comprehensive housing policy (the "Housing Policy"); (2) existing housing strategies, tools and programs are incorporated into the comprehensive housing policy; (3) approval of any addition to, alteration or deletion of a strategy tool, or program included in the comprehensive housing policy via a resolution to amend the Housing Policy unless such addition, alteration or deletion is purely administrative in form and does not alter the stated goals; (4) Community Development Commission shall use the Housing Policy as a guide for developing all recommendations, including those related to the U.S. Department of Housing and Urban Development entitlement grants; (5) execute individual loans agreements, which includes loans exceeding $50,000, without additional Council approval; (6) unspent funds from home repair activities (Major Systems Repairs, Emergency System Repair, and Home Rebate Improvement) may be used in the new Home Improvement and Preservation Program; and (7) Housing Policy to take effect immediately upon approval.

- On May 23, 2018, City Council approved Resolution No. 18-0750 authorizing (1) the receipt and deposit of funds in an amount not to exceed $375,000 from Parks for Downtown Dallas/Pacific Plaza LLC, for material, equipment and labor provided by the City related to the reconstruction of two existing traffic signals on Harwood Street at Live Oak Street and St. Paul Street at Pacific Avenue/Live Oak Street; and (2) an increase in appropriations in an amount not to exceed $375,000 in the Capital Projects Reimbursement Fund.

- On May 23, 2018, City Council approved Resolution No. 18-0762 authorizing (1) a development and funding agreement with Pacific Plaza LLC, Harwood Park LLC, West End Plaza Park LLC, Carpenter Park LLC and Parks for Downtown Dallas (collectively referred to as Developer) for the proposed downtown parks, including Pacific Plaza, Harwood Park, Carpenter Park and West End Plaza; (2) land acquisition for West End Plaza in an amount not to exceed $8,600,000; (3) land acquisition for Harwood Park for up to the amount of Developer's purchase price, not to exceed $11,787,216; (4) the City, through its Park and Recreation Department, to use any remaining portion of the City's Pacific Plaza environmental allocation for West End Plaza, Harwood Park, and Carpenter Park; and (5) waiving the percentage for public art required by the Public Art Ordinance for the 2017 Bond Funds for Downtown Parks - Not to exceed $20,387,216 - Financing: 2006 Bond Funds ($4,429,623) and 2017 Bond Funds ($15,957,593).

Budget and Spending Status

The Downtown Connection TIF District established a budget for public improvement expenditures necessary to support private investment in the District. The Project and Reinvestment Zone Financing Plans estimate TIF public improvements totaling approximately $231.6 million (in 2006 dollars). The final, amended budget for the District is as follows:

Downtown Connection TIF District
Current Projected Increment Revenues to Retire TIF Fund Obligations

	B	C	B - C
Category	**Estimated Total Dollar TIF Budget**	**Allocated[3]**	**Estimated Total Dollar Balance**
Catalyst Projects: - *Environmental remediation, demolition, historic façade, restoration, street/utility improvements & streetscape improvements, land acquisition, and non-project costs, including, but not limited to machinery, equipment, materials and supplies*	$68,000,000	$68,000,000	$0
Redevelopment of Vacant/Underutilized Downtown Buildings, Underdeveloped Parcels, Surface Parking Lots - *Environmental remediation, interior/exterior demolition, historic façade restoration, street/utility improvements, land acquisition, TIF grants, affordable housing*	$232,166,065	$238,372,012	**($6,205,947)**
Uptown/Downtown connection improvements	$0	$0	$0
Park and plaza design and acquisition	$3,009,183	$0	$3,009,183
Affordable Housing[2]	$3,000,000	$3,000,000	$0
Retail Initiative/Streetscape Improvements	$1,985,000	$459,845	$1,525,155
Downtown Area Plan	$515,000	$512,464	$2,536
Administration and Implementation[4]	$5,566,660	$1,906,968	$3,659,692
Debt Service (Interest Only)	$150,363,000	$150,363,000	$0
Total Project Costs	$464,604,907	$462,614,289	$1,990,618

[1]TIF Budget shown above in total dollars; TIF Project Plan shows the budget in net present value

[2]The Affordable Housing line item has been reduced by the amount of money allocated to the Continental project

[3]The Allocated total shown for the Redevelopment of Vacant/Underutilized Downtown Building line item reflects the total TIF District's commitment to projects currently in the Reimbursement Queue

[4]Administration and Implementation expenses shown are expended or committed through FY 2018.

Downtown Connection TIF District Plan Budget	
Category	**Budget in 2006 Dollars**
Catalyst Projects: - *Environmental remediation, demolition, historic façade, restoration, street/utility improvements & streetscape improvements, land acquisition, and non-project costs, including, but not limited to machinery, equipment, materials and supplies*	$68,000,000
Redevelopment of Vacant/Underutilized Downtown Buildings, Underdeveloped Parcels, Surface Parking Lots - *Environmental remediation, interior/exterior demolition, historic façade restoration, street/utility improvements, land acquisition, TIF grants, affordable housing*	$152,653,168
Uptown/Downtown Connection Improvements	$0
Park and Plaza Design and Acquisition	$1,500,000
Affordable Housing	$3,000,000
Retail Initiative/Streetscape Improvements	$1,985,000
Downtown Area Plan	$515,000
Administration and Implementation	$3,940,386
Debt Service (Interest Only)	-
Total Project Costs	**$231,593,554**
**Budget shown above in 2006 dollars; TIF Project Plan shows the budget in net present value.*	

Downtown Connection TIF Participation				
Participation Jurisdictions	**Duration of TIF District**	**Estimated TIF Collection Period**	**Participation Level**	**Contribution to TIF Fund**
City of Dallas	2006 -2035	30 years	90%	$435,282,975
Dallas County	2006 -2035	20 years	55%	$25,236,264
TOTAL				**$464,604,907**
All values are expressed in current dollars, except where noted. TIF collection began in 2006. Actual collections period may vary.				

Downtown Dallas Development Authority Status of DDDA Bond Sales and Repayment				
Project	**Bond Sales**	**Principal + Interest**	**Total Paid**	**Balance Due**
Mercantile	Series 2006 $50,605,343	$139,671,210	$25,655,000	$114,016,210
Mercantile	Series 2007 $28,950,514	$67,301,055	$22,067,930	$45,233,125
Totals		**$206,972,265**	**$47,722,930**	**$159,249,335**

M/WBE Participation

Public bidding is not required for TIF projects. All TIF-funded projects must follow the City's adopted Business Inclusion and Development Plan and make a good faith effort to include certified Minority and Women-Owned Business (M/WBE) participation in TIF reimbursed projects. The BID Plan goal for TIF projects is 25 percent M/WBE participation in construction costs.

Downtown Connection TIF Project M/WBE Participation (completed projects only)					
Project	**Total Construction Contract Amount**	**Local MWBE Amount**	**Non-Local MWBE Amount**	**Total MWBE Participation**	**Total MWBE Participation Percentage**
Continental Building	$30,796,191	$9,985,348	$1,063,266	$11,048,614	36%
Dallas Arts District Garage	$852,764			$439,839	52%
Hall Arts Center[1]	$67,967,863	$12,759,544	$164,950	$12,924,494	19%
Joule Hotel Expansion	$70,464,515	$12,054,208	$9,668,098	$21,722,305	31%
Lone Star Gas Lofts Complex Phase I	$6,887,607	$853,912	$1,020,662	$1,874,574	27%
Mayflower Building (411 N. Akard St.)	$30,315,839	$3,458,851	$4,141,919	$7,600,770	25%
Mercantile Complex	$107,012,554			$26,707,787	25%
Sante Fe IV (Aloft Hotel)	$20,937,338			$5,811,923	28%
Statler Hotel & Residences/Old Library	$128,327,195	$19,967,510	$12,327,745	$32,295,255	25%
Stoneleigh Hotel	$25,106,706			$4,998,000	20%
Totals	**$488,668,572**	**$59,079,373**	**$28,386,640**	**$125,423,561**	**26%**

*M/WBE participation percentages for completed projects and as provided by the City's Business Inclusion and Development division.

**Information regarding M/WBE participation for this project was not available. Project's participation efforts are under review by the City's Business Inclusion and Development division.

[1]Minimum M/WBE participation for Hall Arts Center project was 10%.

FY 2019 Work Program

The work program items for FY 2019 for the Downtown Connection TIF District are as follows:

- Adoption of FY 2018 Annual Report
- Continue to support OED office/business retention efforts in the downtown core
- Complete existing projects
- Identify and promote redevelopment of key properties in the District
- Identify and support opportunities for improving physical connections between Downtown Core and surrounding districts including the Convention Center, Uptown, Victory, the Cedars and Deep Ellum neighborhoods
- Implement Ground Floor Activation Strategy for district
- Continue annual reimbursement of completed TIF projects
- Conduct City audit of TIF projects completed by June 1, 2019 and begin reimbursement process for completed projects.
- Investigate refinancing TIF Bonds for the district

Appendix A: District Financials

City of Dallas, Texas
Downtown Connection Tax Increment Financing District Fund
Balance Sheet as of September 30, 2018 (Unaudited)
With Comparative Totals for September 30, 2017, 2016, 2015, and 2014 (Audited)

	2018	2017	2016	2015	2014
Assets:					
Pooled cash and cash equivalents	$18,352,694	$14,019,793	$916,120	$718,665	$235,725
Interest receivable	$42,136	$34,289	$6,786	$1,032	$455
Receivables from DDDA	$0	$0	$0	$0	$26,873,440
Total assets	$18,394,830	$14,054,083	$922,906	$719,697	$27,109,620
Liabilities and Fund Balance (Deficit):					
Liabilities:					
Accounts and other payable	$1,701,086	$452,597	$94,387	$163,383	$26,408,238
Advances from developers	$0	$0	$0	$0	$0
Due to general fund	$0	$39,040	$39,040	$39,040	$39,040
Total liabilities	$1,701,086	$491,637	$133,427	$202,423	$26,447,278
Fund Balance (Deficit):					
Fund Balance (Deficit)	$16,693,743	$13,562,445	$789,479	$517,273	$662,341
Total Liabilities and Fund Equity	$18,394,830	$14,054,082	$922,906	$719,697	$27,109,620
	($0)	($0)	($0)	($0)	($0)

Downtown Connection Tax Increment Financing District Fund
Statement of Revenues, Expenditures and Changes in Fund Balance (Deficit)
Balance Sheet as of September 30, 2018 (Unaudited)
With Comparative Totals for September 30, 2017, 2016, 2015, and 2014 (Audited)

	ITD	2018	2017	2016	2015	2014
Revenues:						
Tax increment-Governmental	$114,694,280	$21,312,883	$17,038,233	$14,209,948	$12,654,259	$11,306,531
Tax increment-Intergovernmental	$21,397,867	$3,944,948	$3,340,575	$2,586,843	$2,303,372	$2,123,189
Interest income	$484,058	$165,389	$92,694	$39,185	$39,935	$828
Contributions from DDDA	$84,183,360	$18,476,039	$14,807,015	$10,209,998	$9,630,838	$26,873,440
Net increase (decrease) in fair value of investments	$5,182	$25,345	($30,187)	$5,615	$1,752	($372)
Total revenues	$220,764,747	$43,924,604	$35,248,331	$27,051,589	$24,630,156	$40,303,617
Expenditures:						
Administrative expenses	$1,906,968	$93,780	$184,988	$169,249	$158,819	$202,814
Non-Capital Outlay	$8,714,014	$7,583,709	$382,586	$143,009	$12,734	$2,132
Capital outlay	$246,294	$0	$0	$0	$0	$6,250
Affordable housing cost participation	$2,000,000	$0	$0	$0	$0	$0
Transfers to DDDA-Increment	$136,092,147	$25,257,832	$20,378,808	$16,796,791	$14,957,631	$13,429,720
Developer reimbursements-Principal	$54,711,189	$7,857,986	$1,528,982	$9,670,334	$9,506,281	$26,147,606
Interest and fiscal charges	$400,391	$0	$0	$0	$139,759	$260,632
Total expenditures	$204,071,004	$40,793,306	$22,475,365	$26,779,383	$24,775,224	$40,049,155
Excess (Deficiency) of Revenues over Expenditures	$16,693,743	$3,131,299	$12,772,966	$272,206	($145,068)	$254,462
Fund balance (Deficit) at beginning of year as previously reported	$0	$13,562,445	$789,479	$517,273	$662,341	$407,879
Fund balance (Deficit) at beginning of year, as restated	$0	$13,562,445	$789,479	$517,273	$662,341	$407,879
Fund balance (deficit) at end of year	$16,693,743	$16,693,743	$13,562,445	$789,479	$517,273	$662,341

Note: Fiscal year 2017-18 unaudited financial statements are based on preliminary close numbers and are subject to review by the City Controller's Office prior to approval by the City Council. In case of any material changes, TIF board will be provided with the updated financial statements.

City of Dallas, Texas
Downtown Connection Tax Increment Financing District Fund
Reinvestment Zone Number Eleven
As of September 30, 2018

Chapter 311.016 of V.C.T.A. requires the following information as part of the annual report on the status of the TIF District.
Information is contained in detail on the attached financial statements.

1. Amount and source of revenue in the tax increment fund established for the zone:

$190,733	Interest Income
$18,476,039	Transfers from DDDA
$25,257,832	Ad Valorem Taxes (Collected in FY'2017-18 based on 2017 Final Tax Roll)
$43,924,604	Total Revenue

2. Amount and purpose of expenditures from the fund:

$93,780	Administrative Expense
$7,559,122	Non-Capital Outlay*
$24,587	Non-Capital Outlay-PNV design cost reimbursement
$0	Capital outlay
$25,257,832	Transfers to DDDA-Increment
$7,857,986	Developer reimbursements-Principal
	Additional Subsidy in Form of Grant (in lieu of interest expense)
$40,793,306	Total Expenditures

***** Non-Capital Outlay costs were incurred for the following:

DDDDA Annual Audit	$0
Developers reimbursements	$7,518,167
Other -Prof. service fees	$40,954
Total	$7,559,122

3. a. Amount of Principal and Interest due-on outstanding indebtedness:
The Zone has a primary obligation to retire the bonds, issued by Downtown Dallas Development Authority (DDDA) from available tax increment generated over the life of the Zone.

b. The Zone has entered into a development agreement for each of the following projects and their status is as follows, as of September 30, 2018:

					Less Payments			
		Principal	Max. Accrued	Maximum	Accrued			Net Bal.
Developer	**Project Name**	**TIF Award**	**Add'l Subsidy (A)**	**TIF Award**	**Principal**	**Add'l Subsidy (A)**	**Total P & I**	**Remaining**
AP/APH Stoneleigh, L.P.	Stoneleigh Hotel	$2,500,000	$0	$2,500,000	$1,526,520	$0	$1,526,520	**$973,480**
SANTA FE IV HOTEL, L.P.	Santa Fe IV - Aloft Hotel	$3,734,419	$0	$3,734,419	$3,734,419	$0	$3,734,419	**$0**
Federal Deposit Insurance Corp.	1600 Pacific	$8,830,000	$4,040,200	$12,870,200	$8,830,000	$400,391	$9,230,391	**$0**
TIF Hotel, Inc.	Joule Hotel Expansion	$20,658,500	$0	$20,658,500	$20,658,500	$0	$20,658,500	**$0**
Hamilton Atmos, L.P.	Atmos Complex Phase I	$3,250,000	$3,000,000	$6,250,000	$3,250,000	$1,006,965	$4,256,965	**$1,993,035**
Hamilton Atmos, L.P.	Atmos Complex Phase II	$11,750,000	$5,000,000	$16,750,000	$0	$0	$0	**$16,750,000**
TIF Hotel, Inc.	Joule Hotel Expansion Amendment	$3,194,403	$0	$3,194,403	$3,194,403	$0	$3,194,403	**$0**
FC MERC COMPLEX, P.P.	Continental Building A (Inc. only)	$3,700,000	$0	$3,700,000	$921,230	$0	$921,230	**$2,778,770**
FC MERC COMPLEX, P.P.	Continental Building B	$13,036,809	$4,222,588	$17,259,397	$10,962,628	$3,300,418	$14,263,046	**$2,996,351**
Hall Lone Star Associates, L.P.	Hall Lone Star Phase I	$852,764	$0	$852,764	$852,764	$225,871	$1,078,635	**$0**
Hall Lone Star Associates, L.P.	Hall Lone Star Project - Phase II	$6,147,236	$2,000,000	$8,147,236	$1,564,743	$872,216	$2,436,959	**$5,484,406**
PetroCorrigan Towers, LP	Tower Petroleum-Phase I	$10,300,000	$0	$10,300,000	$0	$0	$0	**$10,300,000**
Federal Deposit Insurance Corp.	LTV Tower Project	$16,500,000	$0	$16,500,000	$588,564	$0	$588,564	**$15,911,436**
Drever 1401 ELM, LLC	The Drever	$45,000,000	$5,000,000	$50,000,000	$0	$0	$0	**$50,000,000**
Centurion Acquisitions, L.P.	Statler/Library/Jackson Street	$46,500,000	$0	$46,500,000	$0	$0	$0	**$46,500,000**
Akard Owner, LLC.	411 N. Akard-Mayflower Building	$9,000,000	$1,000,000	$10,000,000	$1,000,000	$0	$1,000,000	**$9,000,000**
Supreme Bright Dallas II, LLC.	1712 Commerce Street Building	$10,500,000	$0	$10,500,000	$0	$0	$0	**$10,500,000**
PetroCorrigan Towers, LP	Corrigan Tower-Phase II	$9,700,000	$0	$9,700,000	$0	$0	$0	**$9,700,000**
Total		**$225,154,132**	**$24,262,788**	**$249,416,920**	**$57,083,771**	**$5,805,860**	**$62,889,631**	**$182,887,479**

*Reimbursements began in fiscal year 2014 and will continue each year after meeting bond requirements, project completion and upon availability of TIF funds
(A) Additional Subsidy in Form of Grant (in lieu of interest expense)
Notes:
1. FC MERC Complex, P.P. - Continental Building B : Section 108 Loan payoff to HUD in the amount of $5,763,639.24 was transferred to Department of Housing, City of Dallas on 10/2/17 (FY18)
FC MERC Complex, P.P. - Continental Building B : Reimbursement TIF payment in the amount of $6,319,120.76 was made to F.C. Complex LP fiscal year 2018
2. Hall Lone Star Associates, L.P. - Maximum interest allowed for Hall Lone Star Project Phase I and Phase II is $2,000,000. Phase II project payment of $2,436,959 was made fiscal year 2018

4. Tax increment base and current captured appraised value retained by the zone:

Taxing Jurisdiction	**Taxable Value 2018**	**Base Year 2005 Value**	**Est. Captured Value 2018****
City of Dallas	$4,337,564,486	$564,917,317	$3,772,647,169
Dallas County	$4,348,850,997	$561,696,337	$3,787,154,660

****** Based on Certified Taxable Values. Final values will be determined on February 1, 2019.

5. Captured appraised value by the municipality and other taxing units, the total amount of the tax increment received and any additional information necessary to demonstrate compliance with the tax increment financing plan adopted by the governing body of the municipality:

A. Estimated tax increment shared by the municipality and other participating taxing jurisdictions:

Taxing Jurisdiction	**Assessment Per $100**	**Estimated 2018 Increment**
City of Dallas	0.69903	$26,371,936
Dallas County	0.13371	$5,063,615
Total for all Jurisdictions	$0.83274	$31,435,551

B. The total amount of estimated tax increment to be billed for the 2018 tax year is $31,435,551. For the 2017 tax year, increment in the amount of $25,257,832 was collected and transferred to Downtown Dallas Development Authority (DDDA) in accordance with the terms of the DDDA bond indentures.

City of Dallas, Texas
Downtown Connection Tax Increment Financing District
Notes to Financial Statements for the Year Ended September 30, 2018

1. The measurement focus used for the TIF Zone fund is a flow of financial resources. The financial statements are prepared using the modified accrual basis of accounting. Under the modified accrual basis of accounting, tax increment revenues and interest are recognized as revenue when they become both "measurable" and "available" to finance expenditures of the current period. Expenditures are recognized when the liability is incurred

2. State statute requires that each taxing jurisdiction remit its ad valorem taxes to the Zone by May 1 of each year (remittance to occur no more than 90 days after taxes for the jurisdiction become delinquent).

3. The TIF's cash balances are invested in the City's investment pool and include amounts in demand deposits as well as short-term investments. Pooled investments and short-term non-pooled investments are treated as cash equivalents. Investment income on the pooled investments is prorated monthly based upon the average daily cash balance in each fund.

4. The Zone's Financial Plan permits expenditures not to exceed $3,940,386 over the life of the TIF to reimburse the City for administrative costs. Any future remittance for administrative expenses would come from excess cash as tax increment revenue increases as a result of increased assessed values.

5. All project costs resulting in capital improvements which are owned by the City are capitalized in the City's fixed assets.

Appendix B: Project Pay-Off Estimates

Developer	Project Name	Max. TIF Award	Pay-Off Date
AP/APH Stoneleigh, L.P.	Stoneleigh Hotel	$2,500,000	2021
Hall Lone Star Associates, L.P.	Hall Lone Star Phase I	$2,852,764	2014
SANTA FE IV HOTEL, L.P.	Santa Fe IV - Aloft Hotel	$3,734,419	2014
Federal Deposit Insurance Coporation	1600 Pacific	$12,870,200	2014
TIF Hotel, Inc.	Joule Hotel Expansion	$20,658,500	2016
Hamilton Atmos, L.P.	Atmos Complex Phase I	$6,250,000	2016
Hamilton Atmos, L.P.	Atmos Complex Phase II	$16,750,000	2019
TIF Hotel, Inc.	Joule Hotel Expansion Amendment	$3,194,403	2016
FC MERC COMPLEX, P.P.	Continental Building A (Inc. only)	$3,700,000	2032
FC MERC COMPLEX, P.P.	Continental Building B	$17,259,397	2018
Hall Lone Star Associates, L.P.	Hall Lone Star Project - Phase II	$6,147,236	2019
PetroCorrigan Towers, LP	Tower Petroleum-Phase I	$10,300,000	2020
Federal Deposit Insurance Coporation	LTV Tower Project	$16,500,000	2021
Drever 1401 ELM, LLC	The Drever	$50,000,000	2024
Centurion Acquisitions, L.P.	Statler/Library/Jackson Street	$46,500,000	2026
Akard Owner, LLC.	411 N. Akard-Mayflower Building	$10,000,000	2027
Supreme Bright Dallas II, LLC.	1712 Commerce Street Building	$10,500,000	2027
PetroCorrigan Towers, LP	Corrigan Tower-Phase II	$9,700,000	2027

Estimated pay-off dates may change and are subject to the following

(1) Changes in increment collected annually;
(2) Changes in the real property tax rates of participating taxing jurisdictions (City of Dallas and Dallas County);
(3) Changes in the participation rate of participating taxing jurisdictions; and/or
(4) Completion dates of projects listed in the district's reimbursement queue

Appendix C: District Set-Aside Funds

There are no District Set-Aside Funds.

Agenda Information Sheet

File #: 19-216 **Item #:** 16.

STRATEGIC PRIORITY: Economic and Neighborhood Vitality

AGENDA DATE: February 27, 2019

COUNCIL DISTRICT(S): 2, 7, 14

DEPARTMENT: Office of Economic Development

EXECUTIVE: T.C. Broadnax

SUBJECT

A resolution accepting the FY 2017-2018 Annual Report on the status of Tax Increment Financing Reinvestment Zone Number Twelve (Deep Ellum TIF District or District), and authorizing the City Manager to submit the annual report to the Chief Executive Officer of each taxing jurisdiction that levies taxes on real property in the District, and to the State Comptroller, as required by state law - Financing: No cost consideration to the City

BACKGROUND

This item is being placed on the addendum due to the unavailability of fiscal year 2017-2018 administrative costs for the annual report financial statement prior to the regular agenda deadline.

State law (the Tax Increment Financing Act, Chapter 311 of the Tax Code) requires that the governing body of a city shall submit an annual report on the status of each reinvestment zone it has created to the Chief Executive Officer of each taxing unit that levies taxes on real property in the zone, as well as the State Comptroller. On June 22, 2005, City Council authorized Ordinance No. 26043 establishing Tax Increment Financing Reinvestment Zone Number Twelve (Deep Ellum TIF District), as amended. On April 12, 2006, City Council authorized the Project Plan and Reinvestment Zone Financing Plan for this District by Ordinance No. 26304, as amended. On September 10, 2014, City Council amended the Project Plan and Reinvestment Zone Financing Plan for this District by Ordinance No. 29469.

The Deep Ellum TIF District's assessed 2018 taxable value was $573,433,780.00. This represents an increase of $114,240,014.00 (25%) from the 2017 value and an increase of $384,271,167.00 (203%) from the base year value. This increase will result in the collection of approximately $2,136,735.00 in total increment revenue for the Deep Ellum TIF District for 2018.

PRIOR ACTION/REVIEW (COUNCIL, BOARDS, COMMISSIONS)

On June 22, 2005, City Council held a public hearing and authorized the establishment of Tax Increment Financing Reinvestment Zone Number Twelve, the Deep Ellum TIF District by Resolution No. 05-1971; Ordinance No. 26043, as amended.

On April 12, 2006, City Council authorized the Project Plan and Reinvestment Zone Financing Plan for the Deep Ellum TIF District by Resolution No. 06-1077; Ordinance No. 26304, as amended.

On September 10, 2014, City Council held a public hearing and amended the Project Plan and Reinvestment Zone Financing Plan for the Deep Ellum TIF District by Resolution No. 14-1519; Ordinance No. 29469.

On December 4, 2018, the Deep Ellum TIF District Board of Directors recommended that the FY 2017-2018 Annual Report be accepted and approved.

Information about this item was provided to the Economic Development and Housing Committee on February 4, 2019.

FISCAL INFORMATION

No cost consideration to the City.

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WHEREAS, the City recognizes the importance of its role in local economic development initiatives and programs; and

WHEREAS, the City has established Tax Increment Financing Reinvestment Zone Number Twelve ("Deep Ellum TIF District" or "District") and established a Board of Directors for the District to promote development or redevelopment in the Deep Ellum area pursuant to Ordinance No. 26043, authorized by the City Council on June 22, 2005, as authorized by the Tax Increment Financing Act, Chapter 311 of the Texas Tax Code, as amended; and

WHEREAS, on April 12, 2006, City Council authorized the Project Plan and Reinvestment Zone Financing Plan for the Deep Ellum TIF District by Resolution No. 06-1077; Ordinance No. 26304, as amended; and

WHEREAS, on September 10, 2014, City Council held a public hearing and amended the Project Plan and Reinvestment Zone Financing Plan for the Deep Ellum TIF District by Resolution No. 14-1519; Ordinance No. 29469; and

WHEREAS, the Tax Increment Financing Act specifies that the governing body of a city shall submit an annual report on the financial status of the district to the Chief Executive Officer of each taxing unit that levies taxes on real property in a reinvestment zone, and a copy of the report shall be forwarded the State Comptroller; and

WHEREAS, on December 4, 2018, the Deep Ellum TIF District Board of Directors passed a motion accepting the FY 2017-2018 Annual Report for Tax Increment Financing Reinvestment Zone Number Twelve and recommended approval of same by the City Council.

Now, Therefore,

BE IT RESOLVED BY THE CITY COUNCIL OF THE CITY OF DALLAS:

SECTION 1. That the FY 2017-2018 Annual Report for Tax Increment Financing Reinvestment Zone Number Twelve (Deep Ellum TIF District), City of Dallas, Texas, as of September 30, 2018, a copy of which is attached hereto (**Exhibit A**), is hereby accepted.

SECTION 2. That the City Manager is hereby authorized to submit the FY 2017-2018 Annual Report for Tax Increment Financing Reinvestment Zone Number Twelve to the Chief Executive Officer of each taxing jurisdiction that levies taxes on real property in the District, and to the State Comptroller, as required by state law.

SECTION 3. That this resolution shall take effect immediately from and after its passage in accordance with the provisions of the Charter of the City of Dallas, and it is accordingly so resolved.

Exhibit A

Deep Ellum TIF District
FY 2017-2018 Annual Report

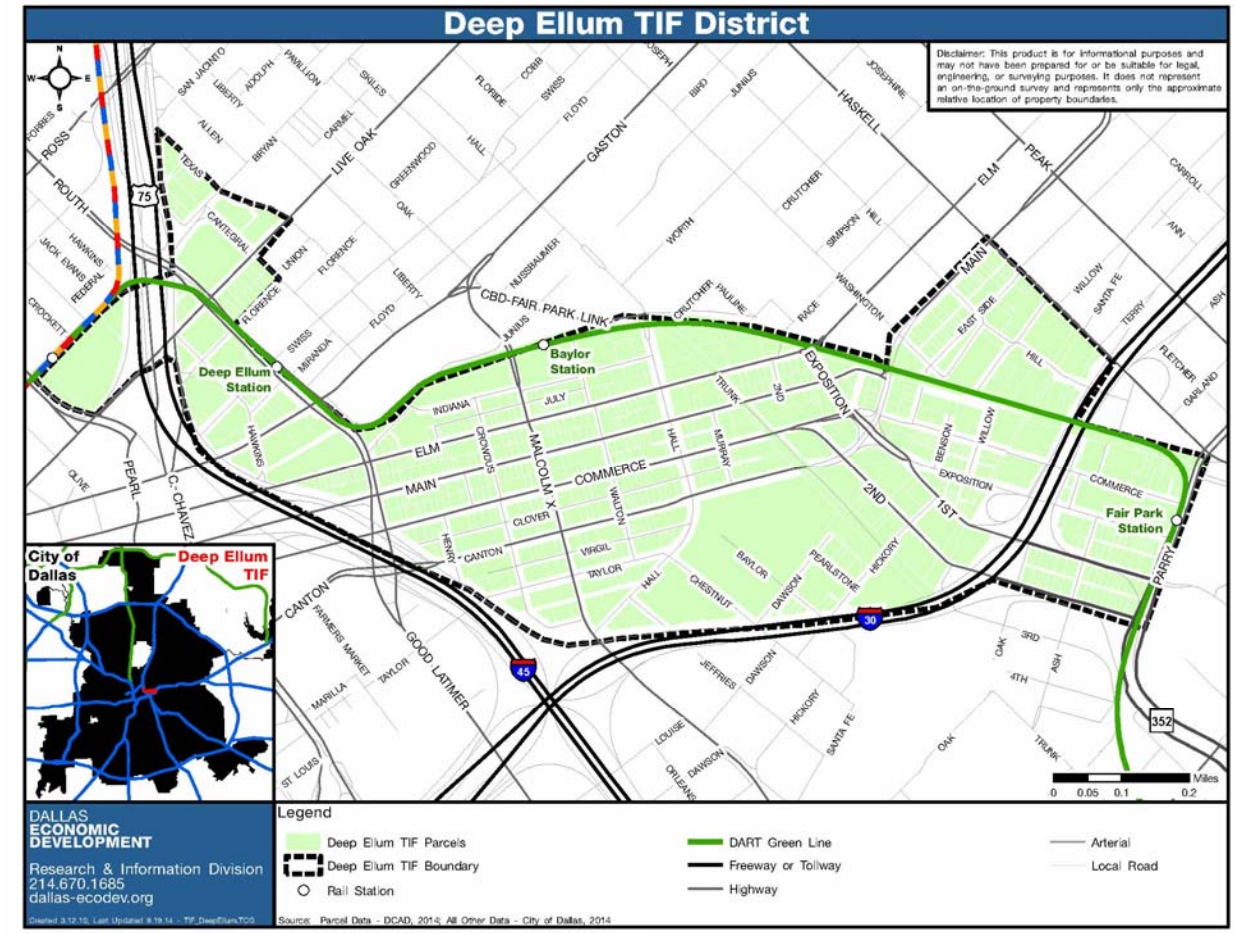


City of Dallas

Office of Economic Development
1500 Marilla Street, 2CN
Dallas, Texas 75201
(214) 670-4551
http://www.dallas-ecodev.org

October 1, 2017 to September 30, 2018

Reinvestment Zone Number Twelve
Deep Ellum Tax Increment Financing District



Source: Parcels - DCAD, 2009; Rail - DART, 2009; All Other Data - City of Dallas, 2017

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Mission Statement

The mission of the Deep Ellum Tax Increment Financing District is to provide a source of funding for public infrastructure improvements anticipated to enhance the real estate market for the Deep Ellum TIF District area. The Deep Ellum Tax Increment Financing (TIF) District represents the outgrowth of the City of Dallas' effort to provide a model for redeveloping districts to take full advantage of the expanding DART light rail system, promote transit oriented development, improve the historic core area of Deep Ellum, implement appropriate urban design standards to differentiate and brand the area, and improve the quality of development east of Downtown.

The Deep Ellum TIF District (the "District") was established in June 2005 to assist in the transformation of the Deep Ellum area into a more diversified, pedestrian friendly, mixed-use neighborhood in the area and improve the urban fabric and connections between Central Expressway and Fair Park. Strengths of the District include a mix of unique and historic buildings that create an identifiable district, adjacency to three DART light rail stations and proximity to Downtown Dallas, the Arts District, Dallas Farmers Market, Baylor Medical Center, and Fair Park.

The Dallas City Council established the Deep Ellum TIF District by Ordinance Number 26043 on June 22, 2005. The Deep Ellum TIF District took effect on January 1, 2006 and is scheduled to terminate on December 31, 2027 (including collection of the 2027 increment in calendar year 2028 and any related matters to be concluded in 2028) or when the budget of $30 million (2006 dollars) has been collected. The TIF boundary and final plan were amended in 2008, 2011, and the final plan was also amended in 2014. The City of Dallas and Dallas County are the two participating jurisdictions. the City's participation rate is 85% of incremental property taxes collected, and the County's participation rate is 55%.

Deep Ellum TIF District Accomplishments

To date, property value increased by $384.3 million within the district, an increase of 203% from the base value.

During FY 2011, DART completed construction of the SE-1 Corridor light rail line, which included the Deep Ellum, Baylor, and Fair Park stations within the Deep Ellum TIF District.

The CASE Building at Main Street and Trunk Avenue, completed in 2018, as well as City Lights Phase II and the Epic Project will bring additional residential units and retail space to the District. As part of the City Lights Phase II project, a 50,000 square feet Tom Thumb grocery store will be located on the first floor with parking located underground.

Redevelopment of consolidated property in the commercial core of Deep Ellum and planned reinvestment in these properties, continue to expand dining and retail choices in the area. Projects by Asana Partners and Westdale Real Estate Investment and

Management, have provided additional commercial and retail opportunities in the Deep Ellum TIF District.

The Old Dallas High School, added to the Deep Ellum TIF District in 2014, was approved for TIF funding in 2016, includes office and retail space, and was completed in 2018.



Baylor Light Rail Station



Deep Ellum Light Rail Station



The Ambrose on Indiana Street



Elan City Lights



Commerce Street Lofts



Eastside Lofts



The Olympia Arts Building



Pecan Lodge



Reel FX



CASE Building



City Lights Phase II Site



Proposed EPIC Project Site



Latino Cultural Center



Westdale 2800 DE

Current Development Status in the District
Deep Ellum TIF District Projects

Deep Ellum TIF District Projects[1]						
Projects and Potential Projects Within TIF District Utilizing TIF Funding[2]						
Project	**Location**	**Calendar Year Complete**	**Status**	**Units/ SF**	**Approx. Value[3]**	**TIF Investment**
Olympia Arts	4000 East Side Ave / 3995 Benson St	2010	Completed	25,116 SF office, 4,040 SF commercial	$1,370,110	$595,000
Reel FX[4]	301 N Crowdus	2014	Completed	67,166 SF Office, Streetscape Improvements	$4,847,980	$552,000
Westdale 2800 DE	Main and Elm Streets	2016	Completed	30,595 SF Retail, 13,740 SF Open Space	$4,268,090	$1,600,000
Old Dallas High School	Live Oak and Pacific	2017	Completed	26,000 SF Retail Space, 13,000 SF Open Space, and 66,000 SF Office Space	$8,113,310 (Actual) $50,409,542 (Planned)	$6,240,934
			Total	0 res. units; 56,595 SF retail, 158,282 SF office, 4,040 SF Commercial, 26,740 SF Open Space	$18,599,490 (Actual) $50,409,542 (Planned)	$8,987,934
Projects Within TIF District Not Utilizing TIF Funding[1]						
City Lights Phase I	2627 Live Oak St	2015	Completed	424 res. units	$82,000,000	$0
The Ambrose	2901 Indiana St.	2008	Completed	325 res. units; 15,000 SF Retail	$57,740,000	$0
Commerce Street Lofts	3701, 3703, 3705,3507, 3509, 3711, 3713, & 3715 Commerce St.	2007	Completed	8 live/ work units (approx. 18,000 SF)	$2,984,290	$0
Eastside Lofts	500, 502, 504, 506 1st St.	2006	Completed	4 residential units (approx. 9,300 SF)	$1,658,880	$0
Reel FX/Crowdus & Indiana Streetscape Improvements[4]	301 N Crowdus	2014	Completed	Streetscape and infrastructure improvements	$4,847,980	$0

The CASE	3131 Main	2018	Completed	337 res. Units, 10,738 Retail	$64,308,330 (Actual) $100,000,000 (Planned)	$0
Deep Ellum Crossroads	Main and Commerce Streets	2017	Completed	32,868 SF Retail	$3,915,680 (Actual) $14,000,000 (Planned)	$0
EPIC	Elm & Good Latimer	2019	Under Construction	300 Res. Units, 250,000 SF Office, 164 Hotel rooms, 40,000 SF Retail	$33,938,240 (Actual) $250,000,000 (Planned)	$0
Crescent	Malcolm X and Canton	2019	Under Construction	230 Res. Units, 10,000 SF Retail	$2,167,000 (Actual) $60,000,000 (Planned)	$0
City Lights Phase II	Live Oak and Cantegral Streets	2018	Under Construction	368 res. Units/56,625 SF Grocery	$3,778,800 (Actual) $100,000,000 (Planned)	$0
			Total	761 res. units; 15,000 SF retail, 67,166 SF Office	$275,938,690 (Actual) $574,409,542 (Planned)	$0
Total Projects Within TIF District Utilizing and Not Utilizing TIF Funding						
				Total (TIF and Non-TIF)	**$850,348,232**	**$8,987,934**
				1098 res. Units, 82,333 SF Retail Space, 26,740 SF Open Space, 4,040 SF Commercial Space, and 158,282 SF Office Space Completed	**$236,054,650**	**$8,987,934**
				Planned	**$0**	**$0**
				250,000 SF Office/Commercial Space, 106,625 SF Retail Space, and 898 residential Units Under Construction	**$410,000,000**	**$0**

[1] All information updated as of September 30, 2018

[2] All TIF funded projects.

[3] Based upon estimated market value at completion or of comparable projects for anticipated projects, or DCAD market value for completed projects (unless project has not yet been assessed). Values may not be fully captured by the TIF district for redevelopment projects once pre-existing value and/or the demolition of structures is netted out.

[4] Reel FX was funded as part of a Streetscape project on Elm Street from Crowdus Street to Indiana Street. Deep Ellum TIF Funds assisted with the costs, along with a Chapter 380 Economic Development Grant, Water Utilities Capital Improvement Funds, and 2006 Prop 8 Bonds.

Mixed Income Housing Summary

Successful development efforts support a variety of housing options. Accordingly, twenty percent (20%) of all housing units in projects using direct site-specific TIF funding assistance are subject to the City's and County's established criteria for mixed income housing. In this District, as part of TIF funding, there are no residential units funded with TIF financial commitments.

A total of 761 residential units have been completed overall. Another 368 units are under construction or planned without any TIF subsidy or affordable units anticipated.

Value and Increment Revenue Summary

The Deep Ellum TIF District's assessed 2018 taxable value was $573,433,780. Compared to previous years, the value increased as a result of the completion of the Old Dallas High School and projects by Westdale and Asana. This represents an increase of $114,240,014 (25%) from the 2017 value and an increase of $384,271,167 (203%) from the base year value. This resulted in total increment revenue collected in 2018 of approximately $2,136,735.

Objectives, Programs, and Success Indicators

The final Deep Ellum Project Plan and Reinvestment Zone Financing Plan was adopted on April 12, 2006 and was amended in September 2014. Among the goals of the Plan are:

- To create additional taxable value attributed to new private investment in projects in the Deep Ellum TIF District totaling approximately $795 million.

  Completed projects within the district have contributed approximately $250.7 million in additional taxable value (31.5% of goal).

- To attract new private development in the Deep Ellum TIF District totaling approximately 650,000 square feet of retail space, 850,000 square feet of office space, 500 hotel rooms, and at least 3,500 new residential units including lofts, town homes and apartments.

  Completed projects and projects underway within the district contributed approximately 221,826 square feet of retail (34.1% of goal), 412,322 square feet of office/commercial (48.5% of goal), 164 hotel rooms (32.8% of goal), and 1,996 additional residential units (57.0% of goal). There are currently 0 planned projects not under construction.

  In 2011 City Council authorized the sale approximately 83,478 square feet of unneeded and unwanted City-owned land located near the intersection of Live Oak and Cantegral Streets to the developer of the proposed City Lights project. City Lights Phase I, Elan City Lights was completed in 2015. Phase II, featuring a Tom Thumb grocery store and additional 368 residential units, is currently under construction.

  In 2012 City Council authorized $1,180,980 public-private partnership investment in Reel FX to retain 250 employees and add 125 employees over two years to the Reel FX headquarters at 301 North Crowdus Street. A portion of the funds were for remodeling and construction on the property and for the 67,166 square foot building. The TIF Board moved to partially reimburse the costs of streetscape improvements to enhance the pedestrian environment and visual connectivity of that area of the TIF

District ($552,000 in TIF Funds including 2014 adjustments). The project was completed in 2015.

- To support the conversion of the Deep Ellum area to a mixed-use, transit-oriented neighborhood that complements Baylor Medical Center, Downtown Dallas, Latino Cultural Center and Fair Park.

  A Complete Street project for Commerce Street from Good Latimer to Exposition was approved in the 2017 Bond Program. A Complete Streets Project is also underway for Main and Columbia that passes through East Deep Ellum from S. Beacon Street to Deep Ellum. Funding for this project is from the 2017 Bond Program, which will also complete the CBD Fair Park Link from Main in IH30 for Design and ROW work.

- To generate approximately $30 million (net present value) in increment over 20 years of collections.

  The assessed property value from the base year to 2018 increased by approximately 203% including an increase of 25% since 2017. This is an increase of approximately $114.2 million. Based upon current estimates and certified 2018 values, the TIF district will generate over $29.9 million (in 2014 dollars) by FY 2027 before the TIF District expires in 2028.

- To diversify retail and commercial uses in the district.

  In 2015, City Council approved the redevelopment of multiple buildings and parking lots along Main and Elm for the Westdale 2800 DE project which will add 30,595 square feet of retail and restaurant space along with the creation of 13,740 square feet of open space. The Westdale 2800 DE Project was completed in the fiscal year 2017 and paid in full in fiscal year 2018.

  In 2016, City Council approved the redevelopment of the Old Dallas High School site, which was added to the Deep Ellum TIF Boundaries in 2014. The project will add 26,000 square feet in Retail Space, 13,000 square feet in Open Space, and 66,000 square feet of Office Space. The project was completed in FY 2018 and is expected to start receiving funding for obligations in FY 2019.

- Encourage the redevelopment of the property located on Live Oak Street north of the Latino Cultural Center including the sale of some City-owned property in the area and some street abandonment to create a more usable site.

  In 2008, the boundaries of the Deep Ellum TIF District were amended to include the City of Dallas Latino Cultural Center and the site of the City Lights Project. These two sites comprise 10.2 acres. This boundary

amendment was initiated to promote new development and increased urban density near the Latino Cultural Center and nearby the Deep Ellum DART Light Rail station.

Year-End Summary of Meetings

The Deep Ellum TIF District Board met one time during the fiscal year from October 1, 2017 to September 30, 2018.

- The Board can consist of up to ten members, including six City of Dallas appointees, one Dallas County appointee. Board members are (FY 2017-18 Board meetings attended):
- Charles Shelburne – City Representative (attended meeting)
- Gene Dennis – City Representative (attended meeting)
- Cash Harbaugh – City Representative (attended meeting)
- Jon Hetzel, Chair – City Representative (attended meeting)
- Jim Brightwell – City Representative (appointed after meeting)
- Rick Loessberg – Dallas County Representative (attended meeting)

Pending TIF Items

Consideration of the FY 2017-2018 TIF District Annual Report and a recommendation to the City Council for approval.

Budget and Spending Status

Each TIF district establishes a budget for the public improvement expenditures necessary to support private investment in the district in the Project Plan and Reinvestment Zone Financing Plan. The Deep Ellum TIF District was established in June 2005 and were amended in FY 2008 and 2014. The current budget for the TIF district is below.

Deep Ellum TIF District Project Plan Budget
Projected Increment Revenues to Retire TIF Fund Obligations

Category	TIF Budget*	Allocated**	Balance
Water, Wastewater, Storm & Off-site Utility Replacement	$2,397,949	$138,183	**$2,259,766**
Paving Streetscape & Lighting	$27,881,747	$1,804,134	**$26,077,613**
Open Space & Trails	$2,710,725	$122,998	**$2,587,727**
Façade Restoration /Environmental/Remediation/Demolition***	$10,621,356	$6,772,324	**$3,849,032**
Latino Cultural Center Area Improvements	$9,609,109	$0	**$9,609,109**
Administration & implementation	$4,377,162	$456,078	**$3,921,084**
Total Project Costs (excluding interest)	**$57,598,048**	**$9,293,717**	**$48,304,331**

**Budget shown above in current dollar; TIF Project Plan shows the budget in net present value.*

***Project and Administrative costs are allocated as increment collection began in FY 2008*

****Includes $775,000 Grant under Façade Restoration/Environmental/Remediation/Demolition*

Deep Ellum TIF District
Project Plan Budget

Category	TIF Budget*
Water, Wastewater, Storm & Off-site Utility Replacement	$1,247,748
Paving Streetscape & Lighting	$14,507,977
Open Space & Trails	$1,410,498
Façade Restoration/Environmental Remediation & Demolition	$5,526,712
Latino Cultural Center Area Improvements	$5,000,000
Administration and Implementation	$2,300,000
Total Project Costs (excluding interest)	**$29,992,935**

** As approved in the Project Plan and Reinvestment Zone Financing Plan as amended September 10, 2014. Note: TIF Board may amend Project Plan budget with City Council approval.*

Deep Ellum TIF M/WBE Participation

Project	Contractor	Total Contract Award Amount	Total MWBE Amount	Percentage Minority Participation
Olympia Arts	Elstonaire	$1,200,000		30%
	Reel FX			
TIF funding used for Streetscape Improvements - Deep Ellum TIF District Funds ($552,000), Prop 8 Bond Funds ($428,980) and Water Utilities Capital Improvement Funds ($22,820)				
Wesdale 2800 DE				
City/Private BID Total				
Old Dallas High School				
City/Private BID Total		**$19,813,041.00**	**$3,707,587.00**	**18.71%**

Old Dallas High School is still under construction as of September 30, 2017. Numbers are based on MWBE Reporting as of September 30, 2017

FY 2018-2019 Work Program

The FY 2018-19 work program for the Deep Ellum TIF District includes:

- Improve the pedestrian environment through sidewalk improvements, landscaping, lighting and design standards.

- Provide funding for environmental remediation and interior/exterior demolition assistance to encourage redevelopment of property within the Deep Ellum TIF District.

- Upgrade basic infrastructure including storm drainage, water/wastewater lines, and burial of overhead utilities to support redevelopment in the District.

- Coordinate linkages with the three DART light rail stations located in the District by extending streetscape improvements between stations to create an extended pedestrian area to destinations such as the Latino Cultural Center, the Baylor Hospital Campus, the Old Dallas High School site, and Fair Park.

- Direct overall development of the Deep Ellum TIF District through the application of design guidelines for public improvements and private development.

- Encourage development of new residential and retail uses to complement the District.

- Encourage redevelopment of the commercial core area of Deep Ellum to complement the existing building stock, diversify the retail mix and encourage infill development and structured parking.

Appendix A: Financials

City of Dallas, Texas
Deep Ellum Tax Increment Financing District Fund
Reinvestment Zone Number Twelve
As of September 30, 2018

Chapter 311.016 of V.C.T.A. requires the following information as part of the annual report on the status of the TIF District. Information is contained in detail on the attached financial statements.

1. Amount and source of revenue in the tax increment fund established for the zone:

$28,593	Interest Income
$2,136,735	Ad Valorem Taxes (Collected in FY'2017-18 based on 2017 Final Tax Roll)
$0	Developer contribution
$2,165,327	Total Revenue

2. Amount and purpose of expenditures from the fund:

$45,783	Administrative Expense
$3,062	Non-Capital Outlay - PNV Design Studio cost reimbursement to General Fund
$0	Capital outlay
$0	Additional Subsidy in Form of Grant (in lieu of interest expense)
$48,845	Total Expenditures

3. TIF Administration Costs:
The Zone continued to reimburse the General Fund for administrative costs incurred during the fiscal year.

4. a. Amount of Principal and Interest due-on outstanding bonded indebtedness:
Deep Ellum TIF District has incurred no bonded indebtedness as of September 30, 2018.

b. The Zone also entered into a development agreement with Westdale Properties America I, Ltd. for the redevelopment of Westdale 2800 DE Project in an amount not to exceed $1,600,000. The Zone fully reimbursed the developer in fiscal year 2018.

Project	Principal	Accrued Add'l Subsidy **(1)**	Less Payments **(2)**	Total (P & I) Outstanding
Westdale 2800 DE Project	$1,600,000	$0	$1,600,000	$0
Total	$1,600,000	$0	$1,600,000	$0

(1) Additional Subsidy in Form of Grant (in lieu of interest expense).

(2) Westdale 2800 DE Project expenditures were accrued in the fiscal year 2017 and paid in the fiscal year 2018.

c. The Zone entered into a Development Agreement dated May 23, 2017 with MSW Crozier Tech, LP for the redevelopment of the Old High School Project in an amount not to exceed $6,240,934 of which up to $200,898 may be payable in the form of a Grant as defined in the Development Agreement. Per the Agreement, the Developer shall complete construction and obtain a certificate of occupancy & shall obtain final acceptance for any public infrastructure associated with the Project by December 31, 2018.

d. Development agreement with 42 Deep Ellum, LP for the development of Deep Ellum Crossroads Project was terminated as a result of the Developer unable to perform the Development Agreement's stated requirements.

5. Tax increment base and current captured appraised value retained by the zone:

Taxing Jurisdiction	Taxable Value 2018 *	Base Year 2008 Value	Est. Captured Value 2018**
City of Dallas	$573,433,780	$189,162,613	$384,271,167
Dallas County	$575,044,242	$189,363,589	$385,680,653

* 2018 taxable value shown for participating taxing jurisdictions. County values are approximate and will vary slightly from the City value due to different exemption levels.

****** Based on Certified Taxable Values. Final values will be determined on February 01, 2019.

6. Captured appraised value by the municipality and other taxing units, the total amount of the tax increment received, and any additional information necessary to demonstrate compliance with the tax increment financing plan adopted by the governing body of the municipality:

A. Estimated tax increment shared by the municipality and other participating taxing jurisdictions:

Taxing Jurisdiction	**Assessment Per $100*****	**Amount of Estimated 2018 Increment******
City of Dallas	0.66020	$2,536,939
Dallas County	0.13371	$515,674
Total for all Jurisdictions	$0.79390	$3,052,613

***Participation rates for City of Dallas and Dallas County are 85% and 55% respectively for tax years 2008 - 2021.

****The District began collecting increment in fiscal year 2008-09.

B. The total amount of estimated tax increment to be billed for the 2018 tax year is $3,052,613. For 2017 Tax year, increment in the amount of $2,136,735 was received.

City of Dallas, Texas
Deep Ellum Tax Increment Financing District Fund
Balance Sheet as of September 30, 2018 (Unaudited)
With Comparative Totals for September 30, 2017, 2016, 2015, and 2014 (Audited)

	2018	2017	2016	2015	2014
Assets:					
Pooled cash and cash equivalents	$4,154,592	$3,650,229	$2,237,637	$1,267,424	$1,226,235
Interest receivable	$9,624	$8,916	$3,088	$1,971	$1,303
Total assets	$4,164,216	$3,659,146	$2,240,725	$1,269,395	$1,227,538
Liabilities and Fund Balance (Deficit):					
Liabilities:					
Accounts and contracts payable	$0	$1,600,000	$0	$159	$203,343
Advances from developers	$0	$0	$0	$0	$0
Accrued interest	$0	$0	$0	$0	$0
Accrued liability	$0	$4,448	$4,448	$8,897	$0
Due to general fund	$0	$6,963	$6,963	$6,963	$6,963
Total liabilities	$0	$1,611,411	$11,412	$16,019	$210,306
Fund Balance (Deficit):					
Fund Balance (Deficit)	$4,164,216	$2,047,734	$2,229,313	$1,253,376	$1,017,232
Total Liabilities and Fund Equity	$4,164,216	$3,659,145	$2,240,725	$1,269,395	$1,227,538
	$0	$0	$0	$0	$0

Deep Ellum Tax Increment Financing District Fund
Statement of Revenues, Expenditures and Changes in Fund Balance (Deficit)
Balance Sheet as of September 30, 2018 (Unaudited)
With Comparative Totals for September 30, 2017, 2016, 2015, and 2014 (Audited)

	ITD	2018	2017	2016	2015	2014
Revenues:						
Tax increment-Governmental	$6,012,508	$1,787,815	$1,213,086	$847,394	$421,447	$377,203
Tax increment-Intergovernmental	$1,256,134	$348,920	$234,396	$173,843	$95,143	$84,572
Interest income	$109,283	$39,335	$30,923	$14,460	$6,616	$4,678
Developer contribution	$53,491	$0	$0	$0	$0	$53,491
Net increase (decrease) in fair value of inves	($16,702)	($10,743)	($9,221)	($148)	$3,525	($754)
Total revenues	$7,414,715	$2,165,327	$1,469,183	$1,035,548	$526,731	$519,189
Expenditures:						
Administrative expenses	$456,077	$45,783	$50,762	$59,033	$48,941	$29,813
Non-Capital Outlay	$921,486	$3,062	$875,000	$0	$0	$0
Capital outlay	$1,872,935	$0	$725,000	$578	$241,647	$223,368
Interest and fiscal charges	$0	$0	$0	$0	$0	$0
Total expenditures	$3,250,499	$48,845	$1,650,762	$59,611	$290,588	$253,181
Excess (Deficiency) of Revenues over Exper	$4,164,216	$2,116,482	($181,579)	$975,937	$236,143	$266,008
Fund balance (Deficit) at beginning of year as previously reported	$0	$2,047,734	$2,229,313	$1,253,376	$1,017,232	$751,224
Fund balance (Deficit) at beginning of year, as restated	$0	$2,047,734	$2,229,313	$1,253,376	$1,017,232	$751,224
Fund balance (deficit) at end of year	$4,164,216	$4,164,216	$2,047,734	$2,229,313	$1,253,376	$1,017,232

Note: Fiscal year 2017-18 unaudited financial statements are based on preliminary close numbers and are subject to review by the City Controller's Office prior to approval by the City Council. In case of any material changes, TIF board will be provided with the updated financial statements.

City of Dallas, Texas
Deep Ellum Tax Increment Financing District
Notes to Financial Statements for the Year Ended September 30, 2018

1. The measurement focus used for the TIF Zone fund is a flow of financial resources. The financial statements are prepared using the modified accrual basis of accounting. Under the modified accrual basis of accounting, tax increment revenues and interest are recognized as revenue when they become both "measurable" and "available" to finance expenditures of the current period. Expenditures are recognized when the liability is incurred.

2. State statute requires that each taxing jurisdiction remit its ad valorem taxes to the Zone by May 1 of each year (remittance to occur no more than 90 days after taxes for the jurisdiction become delinquent).

3. The Zone's cash balances are invested in the City's investment pool and include amounts in demand deposits as well as short-term investments. Pooled investments and short-term non-pooled investments are treated as cash equivalents. Investment income on the pooled investments is prorated monthly based upon the average daily cash balance in each fund.

4. The Zone's Financial Plan permits expenditures not to exceed $2,300,000 over the life of the TIF to reimburse the City for administrative costs. The Zone began reimbursing the General Fund in fiscal year 2009-10. Any future remittance for administrative expenses would come from excess cash as tax increment revenue increases as a result of increased assessed values.

5. All project costs resulting in capital improvements that are owned by the City are capitalized by the City.

Appendix B: Financial Obligations Estimated Payoff

The District has one outstanding developer obligations:

- Old Dallas High School, approved for future reimbursement of up to $6,240,934 upon completion of the project requirements. The project was completed in FY 2017-2018. Based on current projections that include general increment for the district, the developer will begin receiving reimbursement by tax year 2018 (calendar year 2019). Fully payment is expected by tax year 2021 (calendar year 2022).

Appendix C – District-wide Set Aside Funds

The TIF Increment Allocation Policy adopted by the TIF Board for the Deep Ellum TIF District currently provides for 5% of any district increment, after administrative expenses, to be set aside for District-Wide Improvements. Specific improvement projects are to be determined and the amount of this set aside will be reviewed annually based on updated financial projections and District needs. The TIF Board shall also have the discretion to release all or part of district wide set aside funds towards reimbursement of one or more TIF eligible projects.

The balance for the district-wide set aside as of the end of FY 2018, totals $256,102.22. There are no commitments at this time.

Potential uses as defined by the Increment Allocation Policy includes:

- Gateways, trails, open space, public facilities, or utility/streetscape improvements benefiting multiple properties or blocks.

The intent is to leverage TIF funds as a match for other funding.

Agenda Information Sheet

File #: 19-217 **Item #:** 17.

STRATEGIC PRIORITY: Economic and Neighborhood Vitality

AGENDA DATE: February 27, 2019

COUNCIL DISTRICT(S): 7

DEPARTMENT: Office of Economic Development

EXECUTIVE: T.C. Broadnax

SUBJECT

A resolution accepting the FY 2017-2018 Annual Report on the status of Tax Increment Financing Reinvestment Zone Number Thirteen (Grand Park South TIF District or District), and authorizing the City Manager to submit the annual report to the Chief Executive Officer of each taxing jurisdiction that levies taxes on real property in the District, and to the State Comptroller, as required by state law - Financing: No cost consideration to the City

BACKGROUND

This item is being placed on the addendum due to the unavailability of fiscal year 2017-2018 administrative costs for the annual report financial statement prior to the regular agenda deadline.

State law (the Tax Increment Financing Act, Chapter 311 of the Tax Code) requires that the governing body of a city shall submit an annual report on the status of each reinvestment zone it has created to the Chief Executive Officer of each taxing unit that levies taxes on real property in the zone, as well as the State Comptroller. On October 26, 2005, City Council authorized Ordinance No. 26147 establishing Tax Increment Financing Reinvestment Zone Number Thirteen (Grand Park South TIF District). On June 13, 2007, City Council authorized the Project Plan and Reinvestment Zone Financing Plan for this District by Ordinance No. 26773.

The Grand Park South TIF District's assessed 2018 taxable value was $67,319,056.00. This represents an increase of $22,469,037.00 (50%) from the 2005 base year value and an increase of $4,525,845.00 (7%) from the previous year. This increase will result in the collection of approximately $157,065.00 in total increment revenue for the Grand Park South TIF District for 2018.

PRIOR ACTION/REVIEW (COUNCIL, BOARDS, COMMISSIONS)

On October 26, 2005, City Council held a public hearing and authorized the establishment of Tax Increment Financing Reinvestment Zone Number Thirteen, the Grand Park South TIF District by Resolution No. 05-3066; Ordinance No. 26147, as amended.

On June 13, 2007, City Council authorized the Final Project Plan and Reinvestment Zone Financing Plan for the Grand Park South TIF District by Resolution No. 07-1738; Ordinance No. 26773.

On December 10, 2018, the Grand Park South TIF District Board of Directors recommended that the FY 2017-2018 Annual Report be accepted and approved.

Information about this item was provided to the Economic Development and Housing Committee on February 4, 2019.

FISCAL INFORMATION

No cost consideration to the City.

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WHEREAS, the City recognizes the importance of its role in local economic development initiatives and programs; and

WHEREAS, the City has established Tax Increment Financing Reinvestment Zone Number Thirteen ("Grand Park South TIF District" or "District") and established a Board of Directors for the District to promote development or redevelopment in the Grand Park South area pursuant to Ordinance No. 26147, authorized by the City Council on October 26, 2005, as authorized by the Tax Increment Financing Act, Chapter 311 of the Texas Tax Code; and

WHEREAS, on June 13, 2007, City Council authorized the Project Plan and Reinvestment Zone Financing Plan for the Grand Park South TIF District by Resolution No. 07-1738; Ordinance No. 26773; and

WHEREAS, the Tax Increment Financing Act specifies that the governing body of a city shall submit an annual report on the financial status of the district to the Chief Executive Officer of each taxing unit that levies taxes on real property in a reinvestment zone, and a copy of the report shall be forwarded to the State Comptroller; and

WHEREAS, on December 10, 2018, the Grand Park South TIF District Board of Directors passed a motion accepting the FY 2017-2018 Annual Report for Tax Increment Financing Reinvestment Zone Number Twelve and recommended approval of same by the City Council.

Now, Therefore,

BE IT RESOLVED BY THE CITY COUNCIL OF THE CITY OF DALLAS:

SECTION 1. That the FY 2017-2018 Annual Report for Tax Increment Financing Reinvestment Zone Number Thirteen (Grand Park South TIF District), City of Dallas, Texas, as of September 30, 2018, a copy of which is attached hereto (**Exhibit A**), is hereby accepted.

SECTION 2. That the City Manager is hereby authorized to submit the FY 2017-2018 Annual Report for Tax Increment Financing Reinvestment Zone Number Thirteen to the Chief Executive Officer of each taxing jurisdiction that levies taxes on real property in the District, and to the State Comptroller, as required by state law.

SECTION 3. That this resolution shall take effect immediately from and after its passage in accordance with the provisions of the Charter of the City of Dallas, and it is accordingly so resolved.

Exhibit A

Grand Park South TIF District
FY 2017-2018
Annual Report



City of Dallas

Office of Economic Development
1500 Marilla Street, 5CS
Dallas, Texas 75201
(214) 670-1685
http://www.dallas-ecodev.org

October 1, 2017 to September 30, 2018

Reinvestment Zone Number Thirteen
Tax Increment Financing District

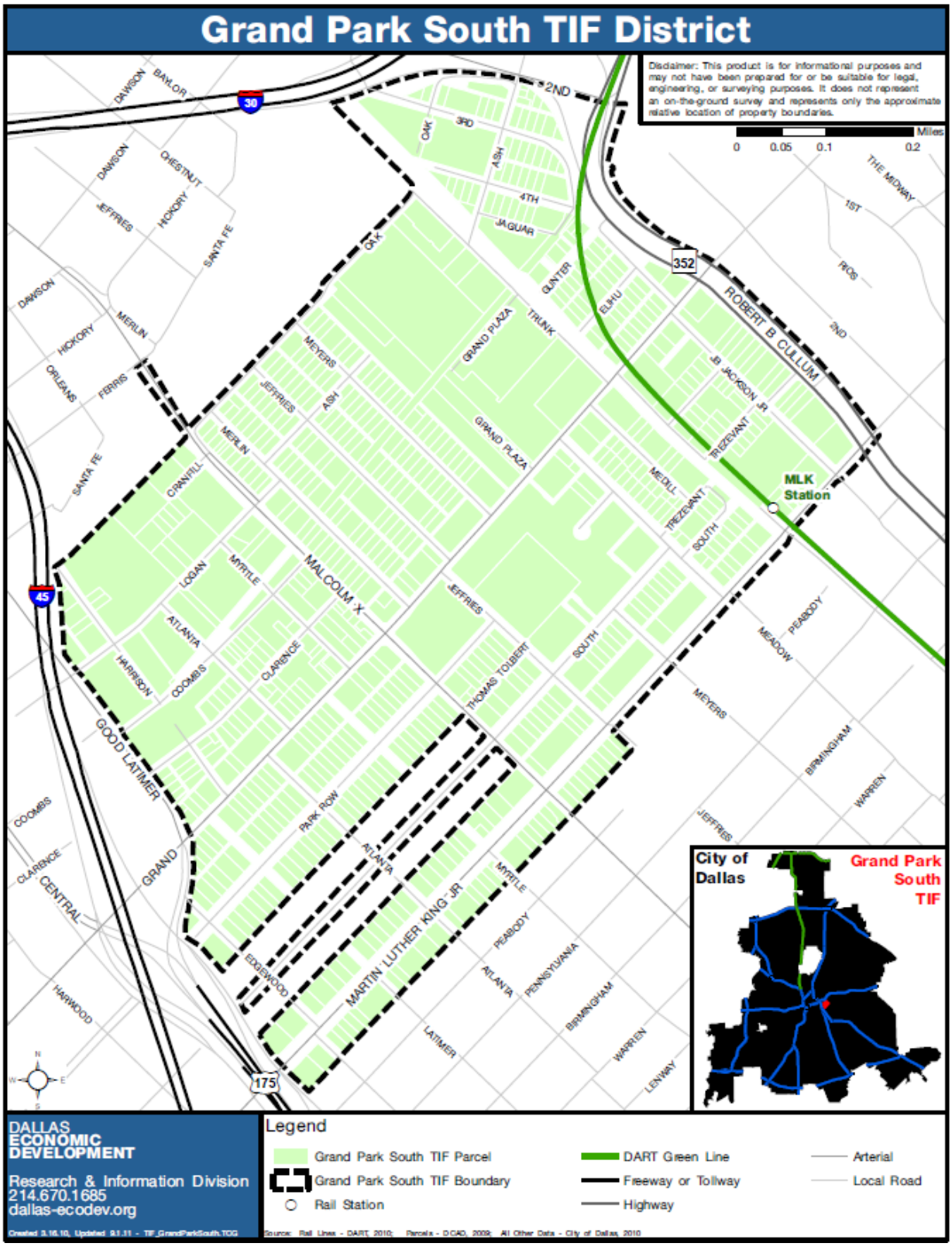


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Mission Statement

The mission of the Grand Park South TIF District is to provide a source of funding for public infrastructure improvements necessary to enhance the real estate market for the Grand Park South TIF District area. The Grand Park South TIF District represents the outgrowth of the City of Dallas' effort to provide a model for redeveloping a former residential area in decline to take full advantage of the expanding DART light rail system, to promote transit oriented development in the historical context of the neighborhood, to implement appropriate urban design standards, and to improve the quality of development south of downtown.

The Dallas City Council established the Grand Park South TIF District by Ordinance Number 26147 on October 26, 2005. The Grand Park South District took effect on January 1, 2006 and is scheduled to terminate on December 31, 2035 (including collection of the 2035 increment in calendar year 2036 and any related matters to be concluded in 2036) or when the budget of $29.8 million (2006 dollars) has been collected. The City of Dallas and Dallas County are the two participating jurisdictions. The City's participation is 90%, and the County's participation is 65%.

District Accomplishments

The Grand Park South TIF District is composed of neighborhoods to the south of Fair Park including the Al Lipscomb Way, Martin Luther King, Jr. Boulevard, and Malcolm X Boulevard corridors. The district exhibits deteriorated structures, inadequate sidewalks and streets, faulty lot layouts, unsanitary or unsafe conditions, and deteriorated site improvements. These conditions substantially arrest or impair the sound growth of the City and property within the area. The district's strengths include the following:

- Proximity to downtown
- Adjacency to Fair Park
- J.B. Jackson Transit Center which includes DART's Green Line MLK Station
- South Boulevard – Park Row Historic District
- Includes the intersection of Malcolm X and Martin Luther King, Jr. Boulevards, one of only a few such intersections in the country.



Hall Family Apartments - Located at 3221 Elihu Street



Billy Earl Dade Middle School - 2727 Al Lipscomb Way



DART's Green Line MLK Station

Current Development Status in the District
Grand Park South TIF District Projects

Grand Park South TIF District – Past, Current and Anticipated Projects[1]

Projects Within TIF District Utilizing TIF Funding

Project	Location	Units[2]	Status	Year Complete	Approx. Investment[3]	TIF Investment[4]
n/a						

[1] All information updated as of September 30, 2018.

[2] Based upon either the TIF application or required minimum stated in the development agreement. May be updated for completed projects based on actual unit mix and square footage.

[3] Based upon 1) market value of comparable projects for anticipated projects, 2) private investment stated in the development agreement for projects that are approved or under construction, or 3) DCAD market value for completed projects (unless project has not yet been assessed). Values may not be fully captured by the TIF district for redevelopment projects once pre-existing value and/or the demolition of structures is netted out.

[4] TBD indicates that development agreement has not yet been adopted and TIF investment is yet to be determined.

Grand Park South TIF District – Past, Current and Anticipated Projects[1]

Projects Within TIF District Not Utilizing TIF Funding

Project	Location	Units and/or size[2]	Status	Year Complete	Approx. Investment[3]	TIF Investment[4]
Fair Park Estates, Phase I	Malcolm X Boulevard and Park Row Avenue	30 Houses	30 units completed as of 2014	2014	$3,574,640	$0
Fair Park Estates, Phase II		2 Houses, 4 Townhomes	2 Single Family Homes and 4 townhomes completed in 2017 (4 SF Planned for 2018)	2017	$41,270	$0
Phase I – Hall Family Mixed-use Project	3223 Elihu Street	38 apartments	Complete	Phase 1 – Complete, Rest of Project - TBD	$4,086,880	$0
O'Reilly Auto Parts	3109 MLK Jr. Boulevard	6,000 sf	Complete	2013	$920,000	$0
Billy Earl Dade Middle School	2727 Al Lipscomb Way	213,616 sf	Complete	2013	$32,182,840 (Non-Taxable)	$0

Total (TIF and Non TIF)	**$8,622,790**
38 Apartments, 32 residential single family houses, and 4 Townhomes Completed	**Completed**
	$41,270
4 single family houses	**Planned**
213,616 SF Middle School	**$32,182,840 (Non-Taxable)**

[1] All information updated as of September 30, 2018.

[2] Based upon either the TIF application or required minimum stated in the development agreement. May be updated for completed projects based on actual unit mix and square footage.

[3] Based upon 1) market value of comparable projects for anticipated projects, 2) private investment stated in the development agreement for projects that are approved or under construction, or 3) DCAD market value for completed projects (unless project has not yet been assessed). Values may not be fully captured by the TIF district for redevelopment projects once pre-existing value and/or the demolition of structures is netted out.

[4] TBD indicates that development agreement has not yet been adopted and TIF investment is yet to be determined.

Mixed Income Housing Summary

Successful development efforts support a variety of housing options. Accordingly, twenty percent (20%) of all housing units in projects using direct site-specific TIF funding assistance are subject to the City's and County's established criteria for mixed income housing. In this District, there are no TIF funded residential projects.

A total of 38 apartments, 32 residential single-family houses, and 4 townhomes have been completed overall. Another 4 units are under construction or planned without any TIF subsidy or affordable units anticipated. Additional units with other incentives may be under development in the area.

Value and Increment Revenue Summary

The Grand Park South TIF District's assessed 2018 taxable value was $67,319,056. Compared to previous years, the value increased as a result of the addition new houses in the Fair Park Estates built by the Southfair Community Development Corporation and apartments built by Urban Mixed Use LLC. This represents an increase of $22,469,037 (50%) from the 2005 base year value of $44,850,019 and an increase of $4,525,845 (7.0%) from the previous year. The current year's value is higher than the previous year's value, resulting in total increment revenue billing in 2018 of approximately $157,065.

Objectives, Programs and Success Indicators

The Grand Park South Final Project Plan and Reinvestment Zone Financing Plan was adopted on October 26, 2005 by City Ordinance Number 26773. The plan's defined development goals are provided below:

- Create additional taxable value attributed to new private investment in projects in the Grand Park South TIF District totaling approximately $579 million.

  Property values in the TIF district have begun to increase slowly since its creation. This is the result of the increased values for new offices occupied by the Social Security Administration on 2528 Martin Luther King, Jr and to the Eban Village Apartments at 2710 Jeffries Street as well as new housing completed in Fair Park Estates and new apartments built by Urban Mixed Use LLC. The project by Urban Mixed Use LLC at 3223 Elihu Street added $3,075,560 to the value of the district.

DISD's acquisition of property for the new Billy Earl Dade Middle School in the district resulted in a loss of taxable value for the district. The school opened during the 2013-2014 school year.

The new O'Reilly's Auto Parts at 3109 Martin Luther King Boulevard was completed in 2016. Two Podners expanded their existing restaurant and added a retail strip to the site for multiple tenants. Golden Chick restaurant at 1230 Robert B. Cullum Boulevard held their grand opening in August 2016.

- Encourage transit-oriented development within the district. This includes the creation of a new town center in proximity to DART's MLK Green Line station while providing access and connections to the station that will allow ridership to exceed over 2,400 per day by 2015.

  The Green Line's MLK and Fair Park stations, which have been open since September 2009, is expected to entice transit-oriented development throughout the district.

- Attract new private development in the district totaling approximately 2,400 residential units by 2035, including development of new single-family homes, mid-rise residential, such as town homes, and higher density residential near the MLK Green Line station, while preserving and restoring historic single-family residences.

  Upon its completion, the Fair Park Estates project, located at 3221 Elihu Street, will result in 40 residential units. To date, 36 of the project's units have been completed. An additional four units are being added in FY 2018. Urban Mixed Use LLC also completed in 2016 the first phase of a mixed-use project, constructing 36 multifamily residential units (3.00%). The project consists of approximately 6 acres located adjacent to Fair Park, generally bound by Park Row, Trunk Avenue, the DART line, Elihu Street and JB Jackson Boulevard. The envisioned development plan has four phases consisting of 240 apartments (180 - two bed/two bath and 60 – 1 bed/1 bath) and 40,000 square feet of commercial space comprised of 14,500 square feet of retail, 17,500 square feet of restaurants and 8,000 square feet of office space. The focus of all four phases will be the close proximity of building facades to the street to promote pedestrian, sidewalk and storefront interaction. Phase I has been completed with a total of 36 Apartments. Another key feature is enhanced walkways along Al Lipscomb Way, Park Row, Elihu Street, the DART line and Trunk Avenue creating an inviting, pleasant atmosphere for access to the MLK DART Station. Walkway enhancements include new 6'-10' wide sidewalks, lighting, benches, and landscaping. The remaining 3 phases are still planned, with construction to be determined.

- Diversify housing options within the district by providing various types of housing, including town home, multi-family, and single-family projects, at a range of price points including approximately 20% of new units at or below 80% of Area Median Income (AMI), 60% of new units at market rate, and 20% of new units above market rate. Replace existing multi-family housing stock in substandard condition (approximately 500 units) with new residential development at 60% of Area Median Income. Expand homeownership opportunities in the district.

  There is an ongoing effort to provide a variety of housing options within the Grand Park South TIF District, especially needed market rate housing.

  On January 11, 2012, the City approved 2006 bond funding and the use of CDBG grant funds for Grand Park Place at 3221 Elihu Street to be developed by the Urban Mixed Use LLC. Phase 1 is 36 units, and a building permit was issued August 17, 2012. Phase 1 was completed in 2016.

  In Spring 2018, City Council approved a new comprehensive housing policy for the city of Dallas. This policy will impact Grand Park South area by aiming to address housing needs in the area including affordable housing opportunities.

- Grow and diversify retail and commercial uses within the district. Consolidate new retail and other commercial activities to support a new town center in proximity to the MLK Green Line station; create a neighborhood retail center in proximity to the Al Lipscomb Way and Malcolm X Boulevard intersection; enhance retailing opportunities and design through infill development along Martin Luther King, Jr. Boulevard, and, in some cases, convert existing retail and commercial buildings to residential uses. Attract 300,000 square feet of retail space and 150,000 square feet of office or other commercial space in new private development by 2035.

  In 2013, O'Reilly Auto Parts opened at 3109 MLK Jr. Boulevard. In 2016, Two Podners expanded their restaurant at 1441 Robert B. Cullum, adding a new retail strip for additional tenants. This reflects the city's goal of retail and commercial activity along Malcolm X Boulevard. The city still aims to increase retail opportunities as the area still suffers from the need for more commercial and retail activity. Also, the City's Complete Streets Initiative has identified Al Lipscomb Way for early implementation of streetscape enhancements such as shared bicycle lanes, enhanced sidewalks and upgraded crosswalks. The Initiative identifies Martin Luther King Jr. Boulevard and Robert B. Cullum Boulevard as mixed-use corridors. South of Martin Luther King, Jr., Robert B. Cullum and Malcolm X Boulevards should transition to residential corridors. The construction of Al Lipscomb Way from Malcom X Boulevard to R.B. Cullum Boulevard which includes paving, drainage, water, streetscape, and pedestrian lighting should be complete by September 2018. The construction of JB Jackson Jr. Blvd from Al Lipscomb Way to Martin Luther King, Jr. Boulevard, which includes

paving, drainage, water, wastewater, streetscape, and pedestrian lighting should be complete by December 2018.

- Expand parks and open space within the district by encouraging the development of both private and public parks and open space, such as pocket parks, plazas, courtyards, and recreation areas, within walking distance (1/4 mile) of new residential development, especially new mid- and high-density residential development.

  The construction of Al Lipscomb Way from Malcom X Boulevard to R.B. Cullum Boulevard which includes paving, drainage, water, streetscape, and pedestrian lighting should be complete by April 2019. The construction of JB Jackson Jr. Blvd from Al Lipscomb Way to Martin Luther King, Jr. Boulevard, which includes paving, drainage, water, wastewater, streetscape, and pedestrian lighting should be complete by August 2019.

  The 2012 bond program included $2,449,000 for Complete Streets improvements on Al Lipscomb Way from Robert B. Cullum to Good Latimer Expressway. The project will include enhanced sidewalks and crosswalks, pedestrian lighting, and landscape and irrigation. Engineering design was completed in Winter 2015. Construction is underway and is scheduled to be completed by April 2019.

  The 2012 bond program included $468,900, and the Fair Park Area is contributing $508,000, for improvements on Martin Luther King, Jr. Boulevard from Robert B. Cullum to S.M. Wright Freeway. The project will include bike route improvements, enhanced sidewalks and crosswalks, pedestrian lighting, landscape and irrigation, and mid-block pedestrian crossings. Engineering design was completed in Winter 2015. Construction was completed Summer 2018.

  During FY 2012, the City installed shared lane markings to encourage bicycling on Martin Luther King, Jr. Boulevard from Fair Park to Julius Schepps Freeway. The long term plan is for this shared lane to connect to future bicycle facilities on the Cedar Crest Bridge.

- Generate approximately $28.1 million (net present value) in increment over 25 years of collection.

  The district's assessed property value has increased from its 2005 base year value. It has to date increased 50% from the base year value.

Year-End Summary of Meetings

Effective September 1, 2011, only those taxing units that have approved the payment of all or a portion of the tax increment produced by the unit into the TIF fund for that district may appoint one member to the board. Currently only the City and Dallas County participate financially in the Grand Park South District.

The board now consists of places for seven directors: six to be appointed by the City Council and one appointed by Dallas County.

The Board's last meeting was held on December 6, 2010.

Several new members were appointed through the past year:

- Paul Otubu (appointed September 2017)
- Pierre Moton (appointed February 2018)
- Kenneth Martin, Chair (appointed February 2018)
- Jason Brown (appointed September 2018)
- Cassandra Elder (appointed April 2018)
- Charles English (appointed June 2018)

The Grand Park South TIF District by-laws require five members to be appointed and therefore the board was unable to meet during the fiscal year. As of September 30, 2018, six members have been appointed. This allows the board to meet moving forward.

The Dallas City Council approved one item during the fiscal year related to the district. This item is summarized below:

- On February 28, 2018, A resolution accepting the FY 2017-2018 Annual Report on the status of Tax Increment Financing Reinvestment Zone Number Thirteen, (Grand Park South TIF District), and authorizing the City Manager to submit the annual report to the Chief Executive Officer of each taxing jurisdiction that levies taxes on real property in the District, and to the State Comptroller, as required by state law - Financing: No cost consideration to the City

Budget and Spending Status

The district's budget and spending to date are provided below:

Grand Park South TIF District Project Plan Budget (NPV Values)	
Category	**TIF Budget (NPV)**
Infrastructure Improvements	$15,219,872
Environmental Remediation	$7,192,554
Façade Restoration	$2,226,746
Parks, Open Space, and Signature Entries	$2,412,308
Grant or Loan Programs	$1,670,060
Administration and Implementation	$1,577,279
Total Project Costs (excluding interest)	$30,298,818
All values discounted to 2006 dollars at 5% annually. Actual expenditure value will depend on timing of the project costs	

Grand Park South TIF District Project Plan Budget Projected Increment Revenues to Retire TIF Fund Obligations			
Category	**TIF Budget***	**Allocated****	**Balance**
Infrastructure Improvements	$67,297,259	$0	**$67,297,259**
Environmental Remediation	$6,681,996	$0	**$6,681,996**
Façade Restoration	$5,011,498	$0	**$5,011,498**
Parks, Open Space, and Signature Entries	$9,545,711	$0	**$9,545,711**
Grant or Loan Programs	$1,431,856	$0	**$1,431,856**
Administration and Implementation	$5,488,783	$259,670	**$5,229,113**
Total Project Costs (excluding interest)	**$95,457,104**	**$259,670**	**$95,197,434**

*** Administrative cost is based on actual hours worked on TIF related activities by City staff and related City overhead.*

***Budget shown above in current dollars, updated yearly; TIF Project Plan shows the budget in net present value. Values above do not include interest payments or receipts*

FY 2019 Work Program

The FY 2019 work program for the Grand Park South TIF District includes:

- Encourage development projects within the district
- Approval of an amendment to the Grand Park South TIF District by-laws regarding changes in the composition of the district's board of directors and design review process
- Approval of the City of Dallas Tax Increment Finance Districts Mixed Income Housing Guidelines
- Approval of the City of Dallas TIF Design Review standards for TIF districts
- Approval of an Increment Allocation Policy to the Grand Park TIF District
- Approval of the FY 2017-2018 Annual report

Appendix A: Financials

City of Dallas, Texas
Grand Park South Tax Increment Financing District
Notes to Financial Statements for the Year Ended September 30, 2018

1. The measurement focus used for the TIF Zone fund is a flow of financial resources. The financial statements are prepared using the modified accrual basis of accounting. Under the modified accrual basis of accounting, tax increment revenues and interest are recognized as revenue when they become both "measurable" and "available" to finance expenditures of the current period. Expenditures are recognized when the liability is incurred.

2. State statute requires that each taxing jurisdiction remit its ad valorem taxes to the Zone by May 1 of each year (remittance to occur no more than 90 days after taxes for the jurisdiction become delinquent).

3. The Zone's cash balances are invested in the City's investment pool and include amounts in demand deposits as well as short-term investments. Pooled investments and short-term non-pooled investments are treated as cash equivalents. Investment income on the pooled investments is prorated monthly based upon the average daily cash balance in each fund.

4. The Zone's Financial Plan permits expenditures not to exceed $4,105,732 over the life of the TIF to reimburse the City for administrative costs. The Zone began reimbursing the General Fund for costs incurred through fiscal year 2008-09. Any future remittance for administrative expenses would come from excess cash as tax increment revenue increases as a result of increased assessed values.

5. All project costs resulting in capital improvements that are owned by the City are capitalized by the City.

City of Dallas, Texas
Grand Park South Tax Increment Financing District Fund
Balance Sheet as of September 30, 2018 (Unaudited)
With Comparative Totals for September 30, 2017, 2016, 2015, and 2014 (Audited)

	2018	2017	2016	2015	2014
Assets:					
Pooled cash and cash equivalents	$326,259	$159,707	$91,793	$27,924	$12,534
Interest receivable	$800	$411	$151	$42	$21
Total assets	$327,059	$160,118	$91,944	$27,966	$12,555
Liabilities and Fund Balance (Deficit):					
Liabilities:					
Accounts and contracts payable	$0	$0	$0	$0	$0
Advances from developers	$0	$0	$0	$0	$0
Deferred tax revenue	$0	$0	$0	$0	$0
Due to general fund	$0	$5,822	$5,822	$5,822	$5,822
Total liabilities	$0	$5,822	$5,822	$5,822	$5,822
Fund Balance (Deficit):					
Fund Balance (Deficit)	$327,059	$154,296	$86,122	$22,143	$6,732
Total Liabilities and Fund Equity	$327,059	$160,118	$91,944	$27,966	$12,555
	($0)	($0)	($0)	($0)	$0

Grand Park South Tax Increment Financing District Fund
Statement of Revenues, Expenditures and Changes in Fund Balance (Deficit)
For the Period September 30, 2018 (Unaudited)
With Comparative Totals for September 30, 2017, 2016, 2015, and 2014 (Audited)

	ITD	2018	2017	2016	2015	2014
Revenues:						
Tax increment-Governmental	$489,499	$157,925	$61,123	$72,966	$20,586	$0
Tax increment-Intergovernmental	$90,931	$30,612	$17,120	$10,871	$1,984	$0
Interest income	$7,865	$3,350	$1,409	$656	($22)	$76
Net increase (decrease) in fair value of inves	($1,389)	($1,114)	($438)	$91	$74	($24)
Total revenues	$586,907	$190,773	$79,215	$84,584	$22,622	$52
Expenditures:						
Administrative expenses	$259,670	$17,832	$11,041	$20,605	$7,211	$7,227
Non-Capital Outlay	$178	$178	$0	$0	$0	$0
Capital outlay	$0	$0	$0	$0	$0	$0
Interest and fiscal charges	$0	$0	$0	$0	$0	$0
Total expenditures	$259,848	$18,010	$11,041	$20,605	$7,211	$7,227
Excess (Deficiency) of Revenues over Exper	$327,059	$172,763	$68,174	$63,978	$15,411	($7,176)
Fund balance (Deficit) at beginning of year as previously reported	$0	$154,296	$86,122	$22,143	$6,732	$13,908
Fund balance (Deficit) at beginning of year, as restated	$0	$154,296	$86,122	$22,143	$6,732	$13,908
Fund balance (deficit) at end of year	$327,059	$327,059	$154,296	$86,122	$22,143	$6,732

Note: Fiscal year 2017-18 unaudited financial statements are based on preliminary close numbers and are subject to review by the City Controller's Office prior to approval by the City Council. In case of any material changes, TIF board will be provided with the updated financial statements.

City of Dallas, Texas
Grand Park South Tax Increment Financing District Fund
Reinvestment Zone Number Thirteen
As of September 30, 2018

Chapter 311.016 of V.C.T.A. requires the following information as part of the annual report on the status of the TIF District. Information is contained in detail on the attached financial statements.

1. **Amount and source of revenue in the tax increment fund established for the zone:**

$2,236	Interest Income
$188,537	Ad Valorem Taxes (Collected in FY'2017-18 based on 2017 Final Tax Roll)
$190,773	**Total Revenue**

2. **Amount and purpose of expenditures from the fund:**

$17,832	Administrative Expense
$178	Non-Capital Outlay - PNV Design Studio cost reimbursement to General Fund
$0	Capital outlay
$0	Additional Subsidy in Form of Grant (in lieu of interest expense)
$18,010	**Total Expenditures**

3. The Zone began reimbursing the General Fund for administrative costs incurred through fiscal year 2008-09.

4. **Amount of Principal and Interest due-on outstanding indebtedness:**
Grand Park South TIF District has incurred no bonded indebtedness as of September 30, 2018.

5. **Tax increment base and current captured appraised value retained by the zone:**

Taxing Jurisdiction	Taxable Value 2018*	Base Year 2005 Value	Est. Captured Value 2018**
City of Dallas	$67,319,056	$44,850,019	$22,469,037
Dallas County	$67,684,886	$44,850,019	$22,834,867

*2018 taxable value shown for participating taxing jurisdictions. County values are approximate and will vary slightly from the City value due to different exemption levels.
**Based on Certified Taxable Value. The final values will be determined on February 01, 2019.

6. **Captured appraised value by the municipality and other taxing units, the total amount of the tax increment received, and any additional information necessary to demonstrate compliance with the tax increment financing plan adopted by the governing body of the municipality:**

A. Estimated tax increment shared by the municipality and other participating taxing jurisdictions:

Taxing Jurisdiction	Assessment Per $100***	Amount of Estimated 2018 Increment
City of Dallas	0.69903	$157,065
Dallas County	0.15802	$36,083
Total for all Jurisdictions	$0.85705	$193,148

***Participation rates for City of Dallas and Dallas County are 90% for tax years 2007-2026 and 65% for tax years 2007-2021 respectively.

B. The total amount of estimated tax increment to be billed for the 2018 tax year is $193,148. For the 2017 tax year, increment in the amount of $188,537 was received.

Appendix B – Financial Obligations Estimated Payoff

The District currently has no outstanding developer obligations.

Appendix C – District-Wide Set Aside Funds

The District currently has No Increment Allocation Policy. A policy is required to establish District-wide Set Aside Funds.

Agenda Information Sheet

File #: 19-218 **Item #:** 18.

STRATEGIC PRIORITY:	Economic and Neighborhood Vitality
AGENDA DATE:	February 27, 2019
COUNCIL DISTRICT(S):	9, 10, 13, 14
DEPARTMENT:	Office of Economic Development
EXECUTIVE:	T.C. Broadnax

SUBJECT

A resolution accepting the FY 2017-2018 Annual Report on the status of Tax Increment Financing Reinvestment Zone Number Fourteen (Skillman Corridor TIF District or District), submitted by the Skillman Corridor TIF District's Board of Directors, and authorizing the City Manager to submit the annual report to the Chief Executive Officer of each taxing jurisdiction that levies taxes on real property in the District, and to the State Comptroller, as required by state law - Financing: No cost consideration to the City

BACKGROUND

This item is being placed on the addendum due to the unavailability of fiscal year 2017-2018 administrative costs for the annual report financial statement prior to the regular agenda deadline.

State law (the Tax Increment Financing Act, Chapter 311 of the Tax Code) requires that the governing body of a city shall submit an annual report on the status of each reinvestment zone it has created to the Chief Executive Officer of each taxing unit that levies taxes on real property in the zone, as well as the State Comptroller. On October 26, 2005, City Council authorized Ordinance No. 26148 establishing Tax Increment Financing Reinvestment Zone Number Fourteen (Skillman Corridor TIF District), as amended. On December 13, 2006, City Council authorized the Project Plan and Reinvestment Zone Financing Plan for this District by Ordinance No. 26534, as amended.

The Skillman Corridor TIF District's assessed 2018 taxable value was $862,898,908.00. This represents an increase of $526,941,597.00 (157%) over the assessed value of the base year (2005) and an increase of 17% over last year’s final value. With the participation of the City, Dallas County and the Richardson Independent School District, this increase will result in the collection of approximately $5,439,895.00 in total incremental revenue for the Skillman Corridor TIF District for the 2018 tax year.

PRIOR ACTION/REVIEW (COUNCIL, BOARDS, COMMISSIONS)

On October 26, 2005, City Council held a public hearing and authorized the establishment of Tax Increment Financing Reinvestment Zone Number Fourteen, the Skillman Corridor District TIF District by Resolution No. 05-3067; Ordinance No. 26148, as amended.

On December 13, 2006, City Council authorized the Project Plan and Reinvestment Zone Financing Plan for the Skillman Corridor TIF District by Resolution No. 06-3434; Ordinance No. 26534, as amended.

On December 18, 2018, the Skillman Corridor TIF District Board of Directors recommended that the FY 2017-2018 Annual Report be accepted and approved.

Information about this item was provided to the Economic Development and Housing Committee on February 4, 2019.

FISCAL INFORMATION

No cost consideration to the City.

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WHEREAS, the City recognizes the importance of its role in local economic development initiatives and programs; and

WHEREAS, the City has established Tax Increment Financing Reinvestment Zone Number Fourteen ("Skillman Corridor TIF District" or "District") and established a Board of Directors for the District to promote development or redevelopment in the Skillman Corridor area pursuant to Ordinance No. 26148, authorized by the City Council on October 26, 2005, as authorized by the Tax Increment Financing Act, Chapter 311 of the Texas Tax Code, as amended; and

WHEREAS, on December 13, 2006, City Council authorized the Project Plan and Reinvestment Zone Financing Plan for the Skillman Corridor District TIF District by Resolution No. 06-3434; Ordinance No. 26534, as amended; and

WHEREAS, the Tax Increment Financing Act specifies that the governing body of a city shall submit an annual report on the financial status of the district to the Chief Executive Officer of each taxing unit that levies taxes on real property in a reinvestment zone and a copy of the report shall be forwarded to the State Comptroller; and

WHEREAS, on December 18, 2018, the Skillman Corridor TIF District Board of Directors passed a motion accepting the FY 2017-2018 Annual Report for Tax Increment Financing Reinvestment Zone Number Fourteen and recommended approval of same by the City Council.

Now, Therefore,

BE IT RESOLVED BY THE CITY COUNCIL OF THE CITY OF DALLAS:

SECTION 1. That the FY 2017-2018 Annual Report for Tax Increment Financing Reinvestment Zone Number Fourteen (Skillman Corridor TIF District), City of Dallas, Texas, as of September 30, 2018, a copy of which is attached hereto (**Exhibit A**), is hereby accepted.

SECTION 2. That the City Manager is hereby authorized to submit the FY 2017-2018 Annual Report for Tax Increment Financing Reinvestment Zone Number Fourteen to the Chief Executive Officer of each taxing jurisdiction that levies taxes on real property in the District, and to the State Comptroller, as required by state law.

SECTION 3. That this resolution shall take effect immediately from and after its passage in accordance with the provisions of the Charter of the City of Dallas, and it is accordingly so resolved.

Exhibit A

Skillman Corridor TIF District
FY 2017-2018
Annual Report



City of Dallas

Office of Economic Development
1500 Marilla Street, 2CN
Dallas, Texas 75201
(214) 670-1685
http://www.dallas-ecodev.org/area_redevelopment.html

October 1, 2017 to September 30, 2018

Reinvestment Zone Number Fourteen
Tax Increment Financing District

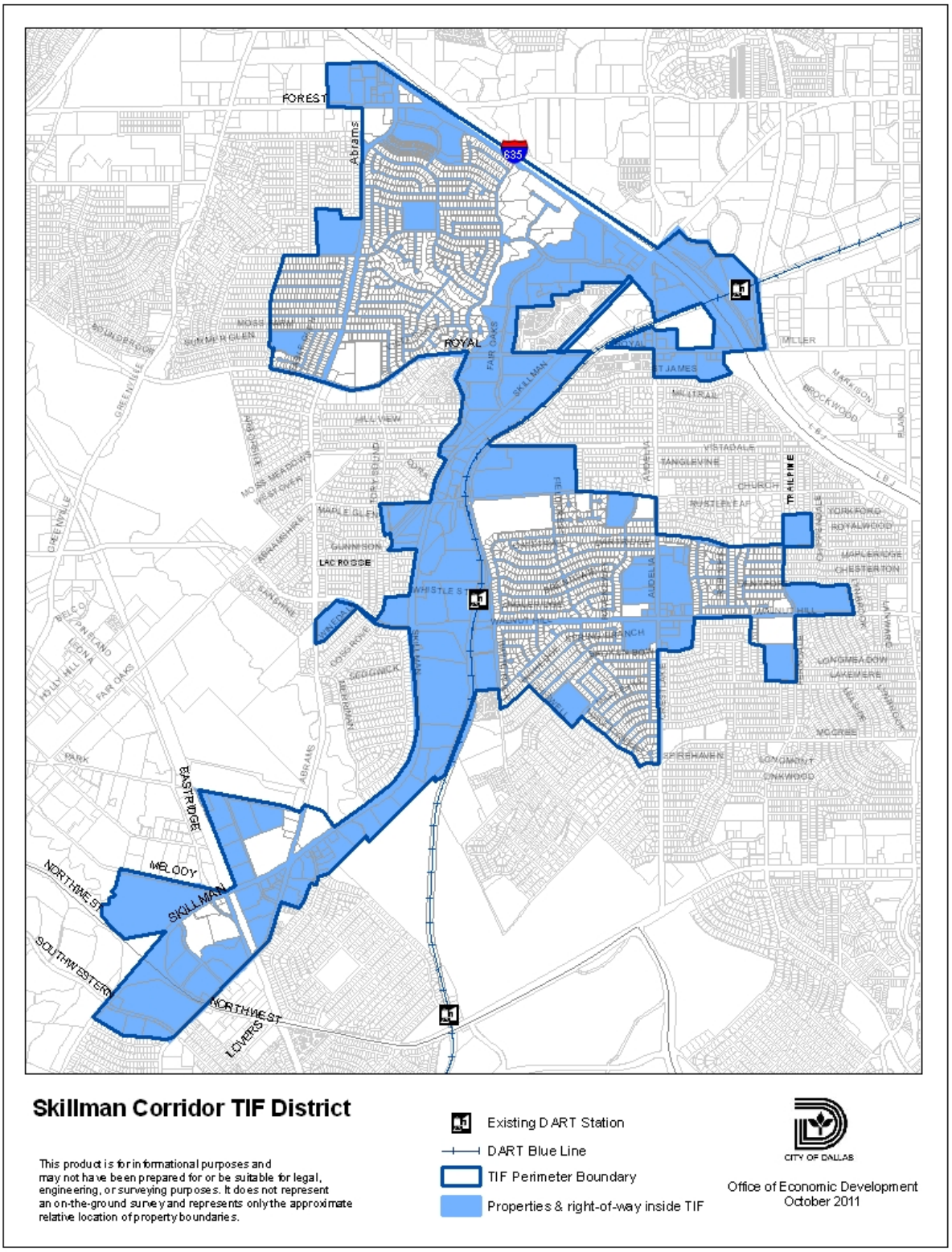


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Front cover shows a rendering of the common open space planned at the Lakeridge project.

Mission Statement

The mission of the Skillman Corridor TIF District is to provide a source of funding for public infrastructure improvements that will assist in creating a more sustainable mix of rental and owner-occupied residential property in the Skillman Corridor. This effort will help encourage the redevelopment of structurally obsolete apartment complexes and retail centers, better trail and recreational connections, and transit-oriented development near the Skillman/Walnut Hill DART light rail station and the existing Skillman/LBJ DART light rail station. The Skillman Corridor TIF District duration began on January 1, 2006 and will terminate on December 31, 2035 (including collection of the 2035 increment in calendar year 2036 and any related matters to be concluded in 2036).

Skillman Corridor TIF District Accomplishments

Dallas City Council established the Skillman Corridor TIF District by Ordinance Number 26148 on October 26, 2005. In December 2006, the district's boundaries were amended to include several Richardson Independent School District (RISD) campuses to help facilitate RISD meet future changing campus needs as the area is redeveloped. The RISD Board of Trustees approved contributing the debt service portion of future RISD increment to the TIF District up to $10 million (net present value or a total amount of just over $16 million). This financial participation marks the first financial participation by a school district in a Dallas TIF District since 1999. The Dallas City Council adopted the Skillman Corridor TIF District Project Plan and Reinvestment Zone Financing Plan on December 13, 2006 by Ordinance 26534.

In 2007, a development agreement with PC LH Land Partners, LP (PC LH) for the District's catalyst project "Lake Highlands Town Center (LHTC)" for TIF funding was approved by the Skillman Corridor TIF Board and the City Council. In addition, the project received funding commitments from Dallas Area Rapid Transit (DART) and the North Central Texas Council of Governments (NCTCOG) for a light rail station and related improvements at Skillman Street and Walnut Hill Lane along the existing DART Blue Line; Dallas County for infrastructure improvements; and City of Dallas bond funds for infrastructure improvements.

Infrastructure and other public improvements as part of the LHTC horizontal site development phase have been completed. An operation and maintenance agreement for non-standard public improvements has been executed with PC LH and the Lake Highlands Public Improvement District (LHPID) has agreed to partial assignment of those responsibilities.

The 20 acres of park land and trails constructed as part of the project was conveyed to the City on March 31, 2011 and named "Watercrest Park." Maintenance responsibility has been designated to PC LH, future owners and/or the Lake Highlands Public Improvement District (LHPID). Special events are now frequently held at Watercrest Park.

Due to the economic downturn between 2008-2010, vertical development at the LHTC was delayed. In June 2011, the City approved an amended development agreement for the Lake Highlands Town Center (LHTC) that increased the TIF funding dedication of future TIF revenues from $23,000,000 to a maximum of $40,000,000 subject to certain conditions.

In May 2009, the Skillman Corridor TIF Board adopted a "Skillman Corridor TIF Strategic Implementation Plan" to guide the next phases of development and improvements in the District.

In FY 2011, a development agreement with Audelia WGK, LLC for the White Rock Place development was approved by the Skillman Corridor TIF Board and the City Council. The site is located at the southwest corner of Walnut Hill Lane and Audelia Road. The site has been reconfigured into a smaller retail component of 18,000 square feet, infrastructure for 17 residential lots and all homes were completed as of late 2013.

A development agreement with the Richardson Independent School District (RISD) was approved in FY 2011 to provide reimbursement pursuant to the Interlocal Agreement between the City and RISD for stadium facility improvements for the Lake Highlands High School annually as funds are available.

During FY 2012, the TIF Board approved by-law amendments to reflect changes in state law for TIF Board composition recognizing that only taxing jurisdictions that participate financially can have representation and a change in the TIF design review process to have that function undertaken as part of the City Design Studio Urban Design Peer Review Panel. The TIF Board also approved mixed-income housing guidelines.

During FY 2013, a development agreement with WRT/DK Residential, L.P. for the White Rock Trail Apartments project was approved by the TIF Board and City Council. The development, now called NorthRock Lake Highlands was completed in late 2014. In FY 2016, the developer terminated the agreement forgoing all TIF reimbursement.

During FY 2014-2015, staff held ongoing discussions on potential updated development plans for LHTC, primarily the retail block as a next phase. Phase I requirements under the LHTC agreement were completed in 2015 and the City began reimbursement. In September 2015, PC LH decided to terminate the remainder of the LHTC agreement.

Beginning in FY 2016, on-going requirements for Phase I including operations and maintenance responsibilities and mixed-income housing reporting will continue to be monitored. The TIF Board approved district-wide funding commitments including $349,800 in local match funding for the Lake Highlands TOD Multimodal Connectivity Project (hike/bike trail extension) and $35,000 to share in the cost for a Phase I Master Plan to study and prepare schematic design for enhancements to the proposed Lake Highlands Gateway Bridge at the intersection of Skillman Street and IH 635.

During FY 2017, a development agreement with NADG/SHOP Lakeridge LP for the Lakeridge project was approved by the TIF Board and City Council. In September 2018, the TIF Board approved a six-month deadline extension for the project.

In June 2018, the TIF Board recommended district-wide funding up to $350,000 toward median/gateway improvements along Skillman near the hike/bike trail extension project.

Several projects in the District have been completed or in the development stage as shown in the following table.

Skillman Corridor TIF District Projects[1]

Projects Within TIF District Utilizing TIF Funding

Project	Location	Calendar Year Complete	Status	Units/ SF[2]	Approx. or Estimated Value[3]	TIF Investment[4]
Lake Highlands Town Center, Phase I[2 8]	NE and SE corner Walnut Hill/Skillman. Haven Apts. – 7707 Watercrest Parkway	Public Improv – 2010; Ph I – 2014	Sitework/public improvements & Phase I vertical development - Haven Apts. complete	200 units; 7,500 square sf retail	$25,409,000	$10,000,000
White Rock Place	SW Corner Walnut Hill & Audelia	2013	Retail portion & infrastructure for SF lots complete.	17 SF lots; 18,000 sf retail reconfig.	$13,697,806	$2,372,000
Lakeridge	SE corner of Walnut Hill & Audelia	2019	Under renovation	90,476 sf upgraded retail	$11,000,000	$4,500,630
			Subtotal	**217 res. Units; 115,976 square feet retail**	**$50,106,806**	**$16,872,630**

Projects Within TIF District Not Utilizing TIF Funding[5]

Project	Location	Calendar Year Complete	Status	Units/ SF[2]	Approx. Value[3]	TIF Investment[4]
Trimark Town Homes	9400 Block Timberleaf Dr	2005	Complete	84 units	$12,258,830	n/a
Medallion Retail Center expansion/renov.[7]	6300 E Northwest Hwy & 5720 Skillman St.	2006	Complete	88,800 square feet new space	$28,914,160	n/a

Kingsley Square Redevelopment	7203 & 7211 Skillman St.	2007	Complete	76,000 square feet retail	$22,635,580	n/a
Wal Mart Supercenter	9382 LBJ Fwy.	2008	Complete	204,000 square feet retail	$12,832,280	n/a
The Avery on Southwestern (formerly Village View Apts)	8910 Southwestern Blvd.	2009	Complete	422 units	$59,000,000	n/a
Dallas Children's Theater[6] – *exterior improv., main entry & garden*	6343 Northwest Hwy	2009	Complete	n/a	$1,293,060	n/a
Timbercreek redevelopment	Skillman St@Northwest Hwy	2011-2012	Complete	485,000 square feet retail	$81,895,340	n/a
Century Lake Highlands (formerly White Rock Trail/NorthRock Apts.)	6808 Skillman St	2014	Complete	362 units	$55,000,000	n/a
The Bordeaux at Lake Highlands	SW corner Skillman St & Church Rd.	2014-2017	37 SF homes complete	37 SF lots/homes	$22,067,803	n/a
The Shops at Lake Highlands Town Center	SE corner Walnut Hill/Skiilman	2017	Complete	59,600 sf grocery/retail restaurant	$12,238,920	n/a
Lookout Apartments at Lake Highlands Town Center	Lookout Point/ Watercrest Parkway	2018	Complete	259 units	$27,779,890	n/a
The Enclave at Lake Highlands Town Center	Skillman & Segwick Dr.	2018-2019	12 homes complete; 38 under const.	50 townhomes	$24,000,000	n/a
			Subtotal	**1,214 res units; 913,400 square feet retail**	**$359,915,863**	**$0**
Projects Utilizing and Not Utilizing TIF Funding						
			Total	**1,431 res units; 1,029,376 square feet retail**	**$410,022,669**	**$16,872,630**

[1] All information updated as of September 30, 2018.
[2] As of 2015, only Phase I of the project relates to the TIF funding agreement. Future phases will be implemented separately.
[3] Based upon 1) market value of comparable projects for anticipated projects, 2) private investment stated in the

development agreement for projects that are approved or under construction, or 3) DCAD taxable value for completed projects (unless project has not yet been assessed). Values may not be fully captured by the TIF District for redevelopment projects once pre-existing value and/or the demolition of structures is netted out.
[4] Principal amount not to be exceeded per the development agreement. TBD indicates that development agreement has not yet been adopted. Asterisk indicates investment also includes interest not shown.
[5] Selected significant projects included.
[6] Tax-exempt property. Amount shown is approximate investment in improvements.
[7] For Medallion Retail Center, previous reports FY 11 and prior only showed added value of $8.4 million; however, to be consistent with other reporting of redevelopment sites the full DCAD value is now shown.
[8] Per the TIF program mixed-income housing requirement, the project is providing at least 20% of units as affordable for 15 years.

Mixed-Income Housing Summary

Successful development efforts support a variety of housing options. Accordingly, twenty percent (20%) of all housing units in projects using direct site-specific TIF funding assistance are subject to the City's and County's established criteria for mixed income housing. In this District, as part of TIF funding, a total of 217 units have been built to date and 40 are currently set-aside as affordable. The White Rock Place project was a reimbursement for infrastructure for 17 single-family lots and previously on a case-by-case basis for-sale housing was not subject to specific requirements.

A total of 1,393 residential units have been completed overall. Another 38 units are under construction without any TIF subsidy or affordable units anticipated.

District Initiatives

In addition to TIF incentives, there have been other public funding commitments in support of the Lake Highlands Town Center (LHTC) and improvements to trails and gateways as shown in the District Initiatives table below. A unique partnership has been formed with PC LH and representatives from the City, Dallas County, DART, and the North Central Texas Council of Governments (NCTCOG) as a result of the interdependent layering of funding for infrastructure and public improvements requiring on-going coordination in support of the LHTC. The lessons learned can serve as a model for future interagency cooperation with the private sector in furthering transit-oriented development (TOD).

In June 2010, the North Central Texas Council of Governments (NCTCOG) Regional Transportation Council (RTC) awarded funding for two Sustainable Development (SD) Projects in the Skillman Corridor TIF District including the "LBJ/Skillman Urban Planning Initiative" (planning study) and the "Lake Highlands TOD Sustainable Development Infrastructure Project".

The LBJ/Skillman Urban Planning Initiative included evaluating the best land use and development mix in the LBJ/Skillman DART Station area and strategies to encourage transit-oriented development (TOD) and supporting pedestrian/bike improvements. In

August 2009, the Skillman TIF Board approved a pledge of TIF funding in the amount of $25,000 as matching funds for the project. NCTCOG funding includes $100,000 with a required local 20% match of $25,000 for a total study amount of $125,000. The study was adopted by City Council in October 2014.

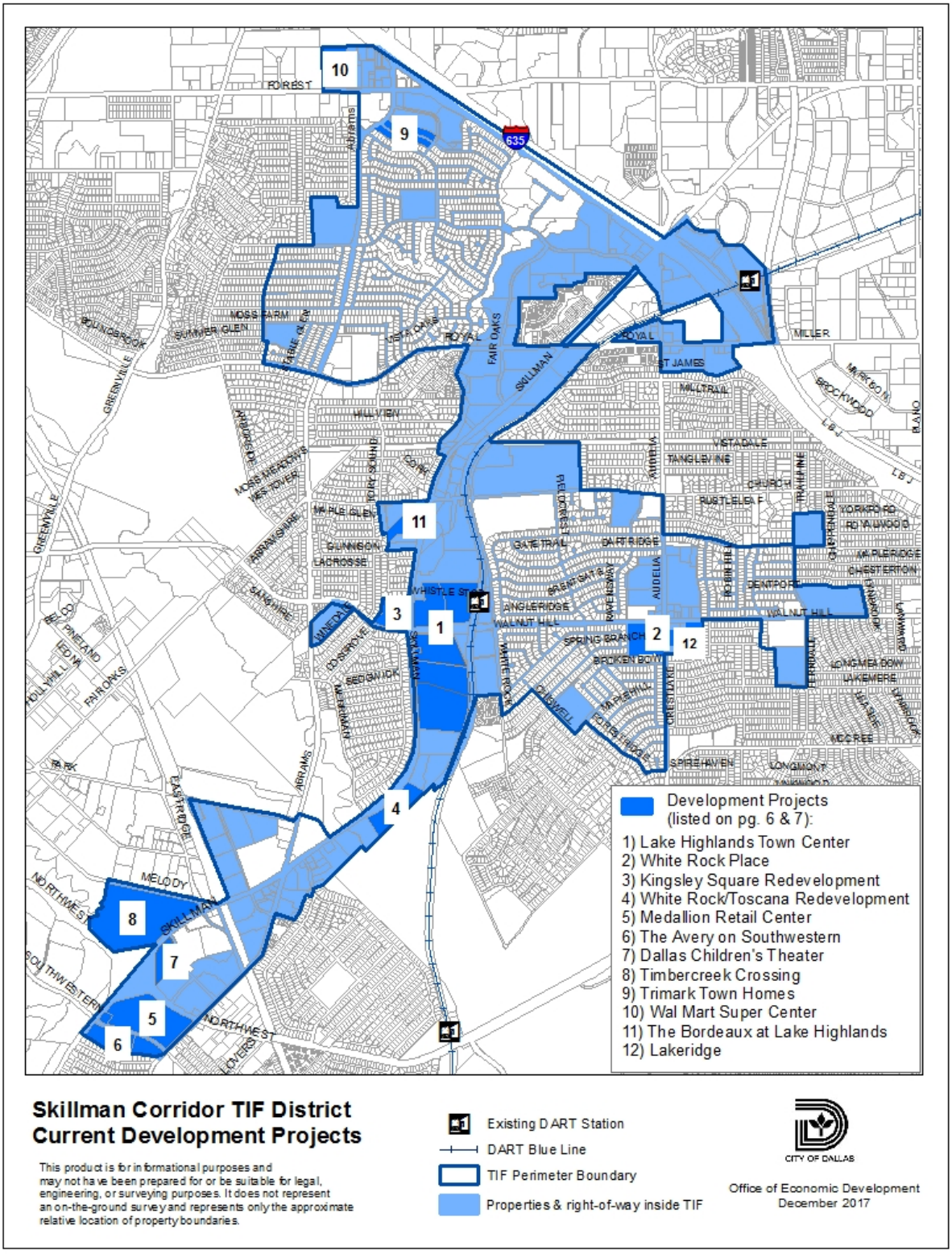
The "Lake Highlands TOD Sustainable Development Infrastructure" Project, with Dallas County and PC LH as partners, was selected for funding as an infrastructure project totaling $3,243,000 to expand the hike and bike trail south from the LHTC to the existing White Rock Creek Trail (at Skillman Street, north of Abrams Road). Initially, Dallas County and PC LH (private developer) were to provide the 20% local match (estimated at $648,000) and Dallas County was going to advance funding and manage the project. However, after all parties began reviewing various options for project management and financial structuring in late 2015 it was recommended that the City take the lead on managing the project with the Skillman TIF District providing $346,800 in local match support and Dallas County committing up to $271,000 (net project management costs). Design work has been completed for the trail extension and construction is estimated for completion fall 2019.

In June 2018, the TIF Board recommended up to $350,000 in TIF funding toward the construction costs of median/gateway improvements along Skillman Street between Merriman Parkway and Abrams Road. The Lake Highlands Public Improvement District funded the design work. The median construction is being implemented in conjunction with the construction of the trail extension project and any funds not utilized for the median will be available as additional contingency for the trail extension project.

District Initiatives				
Activity	**Scope**	**Status**	**Investment**	**Source**
Lake Highlands Town Center (LHTC) related				
New DART Light Rail Station – Skillman St./Walnut Hill Ln.	Along the existing DART Blue Transit Line, a new station will be added on the northeast side.	Funding approved by DART Board in 2006. Station opened Dec. 2010.	$10,000,000	DART
City 2006 Bond Funds – Proposition Eight	Public infrastructure support for a transit-oriented development at Skillman St/Walnut Hill Ln.	Council authorized bond sale and a Chapter 380 grant agreement in 2007. Infrastructure completed 2010.	$4,677,282	2006 City Bond Program
Dallas County Major Capital Improvement Program (MCIP)	Funding in support of the LHTC for transportation infrastructure including bridge over Jackson Creek, collector streets, and pedestrian improvements.	Improvements completed in 2010.	$3,421,846	Dallas County MCIP Fund 196, Project 8201

North Central Texas Council of Governments (NCTCOG) *with DART local funding exchange.*	Traffic and median improvements, collector streets, and pedestrian access and transit related improvements.	NCTCOG Regional Transportation Council (RTC) approved 2007. Interlocal agreement with City executed May 2008. Construction completed in 2010.	$5,150,000 $1,287,500	NCTCOG/RTC Local Match – Private (*eligible for TIF reimbursement*)
Other District-Wide Initiatives				
Regional Transportation Council (RTC) 2009-10 Sustainable Development Program – Lake Highlands TOD Sustainable Development Infrastructure Project	Hike/bike trail extending from south end of Lake Highland Town Center Trail into the White Rock Creek Trail near Skillman Street. The original scope included intersection improvements at Walnut Hill and Skillman; however, alternative sources of funding such as the 2017 bond program are being considered.	*Funding approved.* Project selected by the RTC in June 2010. City Council authorized agreements in 2012. Design complete. Construction completion anticipated October 2018.	$3,467,778 max total includes: $2,774,222 $346,800 $346,778 (*$271,000; net project management costs)*	 RTC funds Local match from Skillman Corridor TIF Fund Dallas County Major Capital Improvement Program (MCIP) funds.
Skillman Street median/gateway improvements	Improvements to at least one median between Merriman Parkway and Abrams Road near the trail extension.	Design was completed in 2018 and construction has been awarded in conjunction with the trail project.	$350,000	Lake Highlands PID funded design as part of a larger contract. TIF funds toward construction
Regional Transportation Council (RTC) 2009-10 Sustainable Development Program – LBJ/Skillman Urban Planning Initiative	Planning study to determine future land use, development scenarios, and zoning to facilitate transit-oriented development (TOD) near the LBJ/Skillman DART Station area, potential pedestrian and transit linkages, and opportunities for new trails and open spaces.	*Funding approved.* Project selected by the RTC in June 2010. Study completed, and City Plan Commission approved. Council adopted October 8, 2014.	$125,000 total includes: $100,000 $25,000	 RTC funds Local match from Skillman Corridor TIF Fund
Phase I Master Plan for schematic design of enhancements to the Skillman Gateway Bridge	The Phase I Master Plan will build on the Lake Highlands Gateway Bridge project, a $64 million interchange reconfiguration for Skillman and IH 635 "LBJ Freeway" that both TXDOT and the City of Dallas have committed construction funding. Construction timing is under review. The Bridge project will incorporate the potential enhancements.	Skillman Corridor TIF Board approved funding to share in the cost of the plan with the Lake Highlands Improvement District Corporation (LHIDC). LHIDC managed the consultant and design was completed in 2017.	$55,000 estimated total cost $35,000 $25,000	 Skillman Corridor TIF Fund LHIDC funds
		Total Investment	**$28,534,406**	

TIF District Development Project Map



Value and Increment Revenue Summary

The Skillman Corridor TIF District's assessed 2018 City taxable value was $862,898,908 and varies for other taxing jurisdictions due to exemption levels. This represents an increase of $526,941,597 or 157% over the base year (2005) value and a 17% increase over last year's final value. The TIF District anticipates collecting approximately $5,439,895 in incremental tax revenue for tax year 2018. The anticipated RISD portion totals $1,255,531 and 30% or $376,659 will be earmarked for the RISD Facility Improvements TIF budget line item pursuant to RISD's interlocal agreement with the City.

Objectives, Programs, and Success Indicators

Among the goals of the Plan are:

- To create additional taxable value attributed to new private investment in projects in the Skillman Corridor TIF District totaling approximately $592 million.
  Over $375 million in new investment is completed and an additional $35 million is underway or planned (69% of the goal).

- To attract new private development in the Skillman Corridor TIF District totaling approximately 740,000 square feet of new or upgraded retail space and 6.4 million square feet of new or upgraded residential development including town home, multi-family, and single-family projects.
  938,900 square feet of new and upgraded retail space is completed and an additional 90,476 is under renovation (exceeding the goal by 39%).
  1,393 residential units are completed and 38 units under construction, approximately 1,611,950 square feet total (25% of the goal).





New residential developments at Lake Highlands Town Center that opened in 2018 including Lookout Apartments (left) and Enclave townhomes (right)

- To focus on encouraging the redevelopment of properties on the Skillman Street corridor and the existing DART Light Rail Station at LBJ and Skillman to increase density and provide enhanced urban design for the District.

  The TIF Board adopted a Skillman Corridor TIF District Strategic Implementation Plan to better focus redevelopment activities and TIF expenditures including supporting the Skillman/LBJ Gateway planning effort to promote TOD development at the LBJ/Skillman DART Station area. A NCTCOG Regional Transportation Council (RTC) funded planning study was completed in 2014 to explore development options and public improvements needed to facilitate TOD development around the LBJ DART station.

  TXDOT has a preferred alternative for the LBJ Freeway/Skillman/Audelia intersection (incorporating the extensive efforts made by community leaders to present an alternative to an original flyover bridge design) and construction is anticipated pending the schedule for larger "LBJ East" project. As a result, *the Lake Highlands Gateway Bridge project, a $64 million interchange reconfiguration for Skillman and IH 635 "LBJ Freeway" has both TXDOT and the City of Dallas commitments for construction funding. Construction timing is under review as to whether the bridge would be constructed separately or in conjunction with highway construction. The TIF Board approved funding $35,000 to share in the cost in partnership with the Lake Highlands Public Improvement District for a Phase I Master Plan to study and prepare schematic design for enhancements to the bridge, and the design was completed in 2017.*

- To maintain the stability of local schools as redevelopment occurs in the housing market.

  In May 2007, the TIF Board adopted "Skillman Corridor TIF District Relocation Assistance/Student Retention Program Guidelines" with substantial input from the Richardson Independent School District (RISD) and private partners as part of negotiating the LHTC development agreement. A concerted effort was made at the start of the LHTC redevelopment to relocate remaining tenants to other apartment complexes within the RISD. Occupancy levels were low at the time and of the 110 unit relocations specifically tracked in August 2007, 78% relocated to another complex in the RISD.

  Current RISD enrollment data for FY 2018 indicates that overall enrollment for the eleven RISD campuses within the TIF District is up 40.7% compared to the 2006-07 school year when tracking for the potential impact of TIF related redevelopment began. Over the eleven-year period, all schools gained students with some elementary schools and Lake Highlands High School having enrollment increases above 50%. Staff and the Board will continue to work with school district representatives to monitor enrollment.

- To reach ridership at existing and future DART light rail stations in the District averaging over 3,000 riders per weekday by 2015.

  The annualized ridership for FY 2018 for the LBJ/Skillman station is 361,137, according to DART. This represents a decrease of 8.72% over the base year (FY 2005) and 0.76% decrease from last year. Average daily ridership is 1,156; a 1.4% decrease from last year.

  The Lake Highlands Station in its first full operating year 2011 had average daily ridership of 435. The annualized ridership for FY 2018 is 138,839 which represents a 35.6% increase over the base year and a 4.8% decrease over last year. Currently the average daily ridership level is 452, a 5% decrease from last year. Staff will continue to monitor ridership trends.

Year	Station	Annualized Ridership	Change from Previous Year	Change from Base Year
FY 2005	LBJ/Skillman	398,664	-	-
FY 2006	LBJ/Skillman	412,972	3.59%	3.59%
FY 2007	LBJ/Skillman	410,944	-0.49%	3.08%
FY 2008	LBJ/Skillman	458,432	11.56%	14.99%
FY 2009	LBJ/Skillman	466,593	1.78%	17.04%
FY 2010	LBJ/Skillman	419,418	-10.11%	5.21%
FY 2011	LBJ/Skillman	420,294	0.21%	5.43%
FY 2012	LBJ/Skillman	455,667	8.42%	14.30%
FY 2013	LBJ/Skillman	465,269	2.11%	16.71%
FY 2014	LBJ/Skillman	427,755	-8.06%	7.30%
FY 2015	LBJ/Skillman	415,159	-2.94%	4.14%
FY 2016	LBJ/Skillman	385,132	-7.23%	-3.39%
FY 2017	LBJ/Skillman	363,885	-5.52%	-8.72%
FY 2018	LBJ/Skillman	361,137	-0.76%	-9.41%

Year	Station	Annualized Ridership	Change from Previous Year	Change from Base Year
FY 2011	Lake Highlands	102,394	-	-
FY 2012	Lake Highlands	153,439	49.85%	49.85%
FY 2013	Lake Highlands	175,425	14.33%	71.32%
FY 2014	Lake Highlands	161,445	-7.97%	57.67%
FY 2015	Lake Highlands	162,719	0.79%	58.91%
FY 2016	Lake Highlands	153,156	-5.88%	49.58%
FY 2017	Lake Highlands	145,841	-4.78%	42.43%
FY 2018	Lake Highlands	138,839	-4.80%	35.59%

- To improve access and connections to the DART light rail system within the District.

  The Lake Highlands DART opened December 6, 2010. The station is the first infill station constructed by DART while DART Rail is in operation. The station area was slated to be incorporated with the development of the Lake Highlands Town Center (LHTC).

- To increase recreational opportunities and improve connections to the City of Dallas trails and open space system in the District.

  The 20 acres of park and trails as part of the LHTC has been completed and was conveyed to the City in March 2011; however, maintenance of the park space will be handled privately and/or by the Lake Highlands Public Improvement District (PID). Several public events have been held at the LHTC in the open spaces.

  The NCTCOG Regional Transportation Council (RTC) has also committed funding to expand the hike and bike trail south from the LHTC to the existing White Rock Creek Trail (at Skillman, north of Abrams). Design work was underway in 2018, and construction is slated for completion fall 2019.





A community meeting was held in September 2018 to review the design for the Lake Highlands trail extension and the nearby median improvement project

- To generate approximately $49.7 million (net present value) in increment over 20 years of collections.

  The District's 2018 total taxable value of $862,898,908 is approximately 18% behind the original projection of $1,056,488,006. The economic downturn in the early years of the district impacted the pace of new construction, including delaying the build out of the Lake Highlands Town Center.

- To diversify retail and commercial uses in the District.

  Upgrades were made at the Kingsley Square and Medallion Center. A Wal Mart Supercenter and the Timbercreek Crossing development is complete with Wal Mart/Sam's Club and J.C. Penney as anchors. The "White Rock Place" project included upgraded signage and site improvements as part of consolidating viable retail space that has attracted new tenants. The "Shops at Lake Highlands Town Center" includes a Sprouts grocery anchor along with new restaurants and retail.





Taco Diner at the Shops at Lake Highlands Town Center (left) and Andy's Frozen Custard (right) at the upgraded "White Rock Place" retail center.

Year-End Summary of Meetings

The Skillman Corridor TIF District Board of Directors met three times during the fiscal year from October 1, 2017 to September 30, 2018. The Board approved and forwarded one item to City Council (the FY 2016-2017 annual report).

The Board, based on amended composition, can consist of up to nine members, including seven City of Dallas appointees, one Richardson School District appointee, and one Dallas County appointee. During FY 2018 the Board members were (FY 2018 Board meetings attended): John Dean, Chair – City Representative (3 of 3 meetings),

David Brown – City Representative (3 of 3 meetings), Gregory Duval – City Representative (3 of 3 meetings), Allison Griffin – City Representative (3 of 3 meetings), Chris Wright (2 of 3 meetings), Tom Goodale (0 of 3 meetings) *served part of the year*, Sam Merten (0 of 3 meetings) *served part of the year*, John Torres (1 of 3 meetings) *served part of the year*, Jonathan Haas (2 of 3 meetings) *served part of the year,* Rick Loessberg – Dallas County Representative (2 of 3 meetings), and Jean Bono – RISD Representative (3 of 3 meetings).

During the fiscal year, the City Council approved six items directly associated with the Skillman Corridor TIF District:

The following four items relate to the Lake Highlands TOD Sustainable Development Infrastructure Project (trail extension) project:

- On December 13, 2017, the City Council passed Resolution Number 17-1894 authorizing an amendment to Resolution No. 12-2359, previously approved on September 26, 2012, to rescind certain sections releasing project encumbrances to Dallas County, and to revise funding receipt source to receive funds from the North Central Texas Council of Governments to the Texas Department of Transportation; (2) a Project Specific Agreement with Dallas County for design, right-of-way acquisition and construction of the Lake Highlands Transit Oriented Development Sustainable Development Infrastructure Project; (3) the receipt and deposit of funds from Dallas County in an amount not to exceed $346,778; and (4) an increase in appropriations in an amount not to exceed $346,778 in the Capital Projects Reimbursement Fund - Not to exceed $346,778 - Financing: Capital Projects Reimbursement Funds.

- On December 13, 2017, the City Council passed Resolution Number 17-1895 authorizing Supplemental Agreement No.1 to the professional services contract with Civil Associates, Inc. to provide final design services for the Lake Highlands Transit Oriented Development Sustainable Development Infrastructure Project - Not to exceed $292,054, from $49,450 to $341,504 - Financing: Skillman Corridor TIF District Funds ($34,151), Capital Projects Reimbursement Funds ($34,150), and Lake Highlands Project Funds ($223,753).

- On December 13, 2017, the City Council passed Resolution Number 17-1896 authorizing an amendment to Resolution No. 12-2357, previously approved on September 26, 2012, for the Lake Highlands Transit Oriented Development Multimodal Connectivity Sustainable Development Infrastructure Project to: (a) delete project reimbursements to Dallas County; (b) revise funding receipt source to receive funds from the North Central Texas Council of Governments to the Texas Department of Transportation; and (c) correct the name of the project from Lake Highlands Transit Oriented Development Multimodal Connectivity Sustainable Development Infrastructure Project to Lake Highlands Transit

Oriented Development Sustainable Development Infrastructure Project; (2) the Skillman Corridor Tax Increment Financing District Board of Directors to dedicate up to $346,778 in the Skillman Corridor Tax Increment Financing District Funds as the required local matching funds for the North Central Texas Council of Governments Sustainable Development Program associated with the Lake Highlands Transit Oriented Development Sustainable Development Infrastructure Project in the Skillman Corridor Tax Increment Financing District; and (3) an increase in appropriations in an amount not to exceed $346,778 in the Skillman Corridor Tax Increment Financing District Fund - Not to exceed $346,778 - Financing: Skillman Corridor Tax Increment Financing District Funds.

- On December 13, 2017, the City Council passed Resolution Number 17-1897 rescinding Resolution No. 12-2358, previously approved on September 26, 2012, for the execution of the Development Agreement with PC LH Land and Partners, LP and associated receipt and deposit of funds for the Lake Highlands Transit Oriented Development Multimodal Connectivity Sustainable Development Infrastructure Project.

- On February 28, 2018, the City Council passed Resolution Number 18-0359 accepting the FY 2016-2017 Annual Report on the status of Tax Increment Financing Reinvestment Zone Number Fourteen, (Skillman Corridor TIF District), submitted by the Skillman Corridor TIF District's Board of Directors, and authorizing the City Manager to submit the annual report to the Chief Executive Officer of each taxing jurisdiction that levies taxes on real property in the District, and to the State Comptroller, as required by state law.

- On September 12, 2018, the City Council passed Resolution Number 18-1249 authorizing (1) the Skillman Corridor Tax Increment Financing (TIF) District Board of Directors to dedicate up to $350,000.00 in the Skillman Corridor TIF District Funds for construction of median gateway improvements on Skillman Street between Merriman Parkway and Abrams Road as part of the Lake Highlands Transit Oriented Development Sustainable Development Infrastructure Project to support the development in the Skillman Corridor TIF District; (2) an increase in appropriations in an amount not to exceed $350,000.00 in the Skillman Corridor TIF District Fund; and (3) a construction contract with Joe Funk Construction, Inc., lowest responsible bidder of three, for the construction of trail and median improvements for the Lake Highlands Transit Oriented Development Sustainable Development Infrastructure Project - Not to exceed $2,467,597.99 - Financing: Lake Highlands Project Funds ($1,744,071.26), Capital Projects Reimbursement Funds ($218,008.91) and Skillman Corridor TIF District Funds ($505,517.82).

Pending TIF Items

- Consideration of the FY 2017-2018 TIF District Annual Report and a recommendation to the City Council for approval.

Budget and Spending Status

Each TIF District establishes a budget for the public improvement expenditures necessary to support private investment in the district in the Project Plan and Reinvestment Zone Financing Plan. The current TIF District budget is shown below:

Skillman Corridor TIF District
Projected Increment Revenue to Retire TIF Fund Obligations

Category	TIF Budget [1]	Allocated[2]	Balance
Skillman/Walnut Hill TOD Town Center: environmental remediation, interior/exterior demolition, street & utility improvements, streetscape, land acquisition, park/plaza design & acquisition, and economic development grants	$46,260,975	$10,346,800[4]	$35,914,175
Other Skillman Corridor Improvements: environmental remediation, interior/exterior demolition, street & utility improvements, streetscape, land acquisition, park/plaza design & acquisition, and economic development grants	$54,949,601	$6,814,604[5]	$48,134,997
Relocation Assistance/Student Retention	$1,000,000	$0	$1,000,000
RISD Facility Improvements	$5,000,000	$5,000,000	$0
Administration and implementation[3]	$6,123,084	$528,736	$5,594,348
Total Project Costs	**$113,333,661**	**$22,690,140**	**$90,643,521**

1. Budget shown above in total dollars. However, TIF plan shows the budget in net present value. 2. Allocated amount for Other Skillman Corridor category includes a portion as a grant in lieu of interest up to $457,000; the actual interest accrual is anticipated to be less. Interest accrued as of FY 2014 (September 30, 2014) totals $13,974.
3. TIF administration costs shown are expended or committed through FY 2018. Costs include $25,000 local match for a NCTCOG grant funded planning study. 4. The local match commitment $346,800 for the Lake Highlands TOD Connectivity project as a district-wide improvement has been allocated to this budget category. 5. District-wide funding up to $350,000 for a median improvement project at Skillman/Abrams has been allocated to this budget category.

Skillman Corridor TIF District Project Plan Budget	
Category	**TIF Budget***
Skillman/Walnut Hill TOD Town Center: environmental remediation, interior/exterior demolition, street & utility improvements, streetscape, land acquisition, park/plaza design & acquisition, and economic development grants	$20,000,000
Other Skillman Corridor Improvements: environmental remediation, interior/exterior demolition, street & utility improvements, streetscape, land acquisition, park/plaza design & acquisition, and economic development grants	$23,809,003
Relocation Assistance/Student Retention	$531,833
RISD Facility Improvements	$2,659,164
Administration and implementation	$2,684,296
Total	$49,684,296
** As approved in the Project Plan and Reinvestment Zone Financing Plan (discounted to 2006 dollars).*	

Skillman Corridor TIF M/WBE Participation			
Project	**Contractor**	**Total Contract Award Amount**	**Percentage Minority Participation**
Lake Highlands Town Center (LHTC) Project			
LHTC Civil Engineering/Design	Pacheco Koch & TBG Landscape Architects	$1,225,000	76%
LHTC – Environmental Consulting *(private competitive bidding)*	Southwest Geoscience	$256,365	100%
LHTC – Abatement *(private competitive bidding)*	AMX Environmental	$2,954,777	33%
LHTC – Demolition *(private competitive bidding)*	Intercon Demolition	$1,861,230	21%
LHTC – Geotechnical Services *(private competitive bidding)*	Terracon	$11,500	47%
LHTC – Public Bid (City) Package #1 for dirtwork, storm sewer, sanitary sewer, and retaining wall construction	Walton Construction	$9,782,947	18%
LHTC – Utilities (*private competitive bidding*)	Tri-Dal	$1,102,291	6%
LHTC – Tree relocation/ test lab	Environmental Design & Terracon	$567,331	n/a
LHTC – Park/Trail improvements (*private competitive bidding*)	Valley Crest	$2,500,000	35%
City/Private Bid Total		**$20,261,441**	**$5,227,256 (25.8%)**
***Dallas County* Public Bid Package – LHTC bridge, roads, streetscape, signals**	Austin Bridge and Road, Inc.	**$8,076,506**	**9%**
White Rock Place (WRP) Project			
WRP – Flat work	W.O.E. Construction	$5,179	0.70%
WRP – Erosion control	Brock Environmental Services, LLC	$14,459	1.96%
WRP - Utilities	JT Dersner	$369,204	49.99%
WRP – Building demo	E.W. Wells Group, LLC	$272,360	40.39%
WRP Bid Total		**$1,412,775**	**$661,202 (46.8%)**
White Rock Trail Apartments (WRT) Project			
WRT – Building demo	Lindamood Demolition, Inc.	$553,665	37.9%
WRT - Abatement	Southwest Geoscience	$60,500	4.14%
WRT Bid Total		$1,460,986	**$614,165 (42%)**
Overall Total		**$31,211,708**	**$7,229,509(23.2%)**
Overall Total *(excluding Dallas County bid)*		**$23,135,202**	**$6,502,623 (28.1%)**

FY 2018-2019 Work Program

The FY 2018-2019 work program includes:

- Continue coordination efforts for the LHTC, Lakeridge and other development projects.
- Continue working to support the efforts of the LBJ/Skillman Gateway Plan.
- Staff support for the implementation of the Lake Highlands TOD Sustainable Development Infrastructure project in partnership with the North Central Texas Council of Governments (NCTCOG).
- Monitor the impact of redevelopment on RISD student enrollment.
- Working to improve connections to the City of Dallas trails and open space system in the District.
- Investigate additional sources of funding for the District.

Appendix A – Financials

City of Dallas, Texas
Skillman Corridor Tax Increment Financing District Fund
Reinvestment Zone Number Fourteen
As of September 30, 2018

Chapter 311.016 of V.C.T.A. requires the following information as part of the annual report on the status of the TIF District. Information is contained in detail on the attached financial statements.

1. **Amount and source of revenue in the tax increment fund established for the zone:**

$41,248	Interest Income
$4,119,475	Ad Valorem Taxes (Collected in FY'2017-18 based on 2017 Final Tax Roll)
$4,160,723	Total Revenue

2. **Amount and purpose of expenditures from the fund:**

$60,381	Administrative Expense
$276,782	Non-Capital outlay (1)
$4,344,560	Capital outlay (1)
$0	Additional Subsidy in Form of Grant (in lieu of interest expense)
$4,681,723	Total Expenditures

(1) These expenditures were for the following projects:

Partial Reimbursement #10 for RISD Public Imp.	$274,511
Other - advertising fees	$510
PNV Design Studio cost reimbursement to General Fund	$1,761
Lake Highlands TOD Infrastructure design services	$33,112
Street & Utility Improvements- PC LH Land Partners, LP	$4,311,448
Total	$4,621,342

3. The Zone began reimbursing the General Fund for administrative costs in fiscal year 2008-09.

4. **a. Amount of Principal and Interest due-on outstanding bonded indebtedness is as follows:**
Skillman Corridor TIF District has incurred no bonded indebtedness as of September 30, 2018.

b. The Zone entered into a development agreement; as amended, with PC LH Land Partners, LP for the "Lake Highland Town Center" development in the TIF in an amount not to exceed $40,000,000; however, developer opted to terminate the agreement after Phase I, ($10 million TIF commitment) and began reimbursing the developer in fiscal year 2011 with the status as follows:

Project	Principal	Accrued Add'l Subsidy **(1)**	Less Payments	Total Outstanding
Demolition, Env. Remediation, etc.	$643,000	$0	$643,000	$0
Water, Wastewater & San. Sewers	$257,000	$0	$257,000	$0
Street & Utility Improvements	$6,100,000	$0	$4,437,748	$1,662,252
Land Acquisition	$3,000,000	$0	$3,000,000	$0
Grant	$0	$0	$0	$0
Total	$10,000,000	$0	$8,337,748	$1,662,252

c. The Zone also entered into a development agreement with Audelia WGK, LLC for the White Rock Place redevelopment in an amount not to exceed $2,372,000. The Zone fully reimbursed the developer in fiscal year 2014 with status as follows:

Project	Principal	Accrued Add'l Subsidy **(1)**	Less Payments	Total (P & I) Outstanding
White Rock Place Project	$1,915,000	$13,974	$1,928,974	$0
Total	$1,915,000	$13,974	$1,928,974	$0

(1) Additional Subsidy in Form of Grant (in lieu of interest expense)

d. The Zone entered into a development agreement with WRT/DK Residential, L.P. for the White Rock Trail Apartments project in 2013 in an amount up to $4,000,000 however, developer opted to terminate the agreement in FY 2016 therefore no reimbursement will occur.

e. The Zone entered into a developmnet agreement with NADG/SHOP Lakeridge LP for the development of the Lakeridge Project in an amount not to exceed $4,500,630 with reimbursement to begin upon completion of the all requirements and the availability of funds.

5. Tax increment base and current captured appraised value retained by the zone:

Taxing Jurisdiction	Taxable Value 2018*	Base Year 2005 Value	Est. Captured Value 2018*
City of Dallas	$862,898,908	$335,957,311	$526,941,597
Dallas County	$863,579,656	$335,909,087	$527,670,569
Richardson School District # 1 (INS)	$594,184,752	$235,461,409	$358,723,343
Richardson School District # 2 (Operating)	$0	$0	$0

*Taxable value shown for participating taxing jurisdictions. County & RISD #1 values are approximate and will vary slightly from the City value due to different exemption levels.
**Based on Certified Taxable Value. The final values will be determined on February 01, 2019.

6. Captured appraised value by the municipality and other taxing units, the total amount of the tax increment received, and any additional information necessary to demonstrate compliance with the tax increment financing plan adopted by the governing body of the municipality:

A. Estimated tax increment shared by the municipality and other participating taxing jurisdictions:

Taxing Jurisdiction	Assessment Per $100***	Amount of Estimated 2018 Increment***
City of Dallas	0.66020	$3,478,842
Dallas County	0.13371	$705,522
Richardson Independent School District # 1 (INS)	0.35000	$1,255,531
Richardson Independent School District # 2 (Operating)	1.17000	$0
Total for all Jurisdictions	$2.31390	$5,439,895

***Participation rate for City of Dallas is 85% for tax years 2008 - 2031.
***Participation rate for Dallas County is 55% for tax years 2008 - 2027.
Richardson Independent School District(RISD) participates at the rate of 16.48%(debt service portion only) for tax years 2008 - 2021.
The Zone will set aside 30% or $322,851 of the anticipated 2017 RISD increment of $1,076,170 to reimburse RISD for Facility Improvements TIF budget line item pursuant to RISD's interlocal agreement with the City of Dallas.

B. The total amount of estimated tax increment to be billed for the 2018 tax year is $5,439,895. For the 2017 tax year, increment in the amount of $4,119,475 was received.

City of Dallas, Texas
Skillman Corridor Tax Increment Financing District Fund
Balance Sheet as of September 30, 2018 (Unaudited)
With Comparative Totals for September 30, 2017, 2016, 2015, and 2014 (Audited)

	2018	2017	2016	2015	2014
Assets:					
Pooled cash and cash equivalents	$4,636,549	$5,155,607	$2,309,956	$2,717,054	$1,192,583
Interest receivable	$10,764	$12,582	$3,150	$3,262	$1,267
Total assets	$4,647,313	$5,168,189	$2,313,106	$2,720,316	$1,193,850
Liabilities and Fund Balance (Deficit):					
Liabilities:					
Accounts and contracts payable	$10,519	$0	$104,226	$2,656,301	$0
Advances from developers	$0	$0	$0	$0	$0
Accrued interest	$0	$0	$0	$0	$0
Due to general fund	$0	$10,395	$10,395	$10,395	$10,395
Total liabilities	$10,519	$10,395	$114,621	$2,666,695	$10,395
Fund Balance (Deficit):					
Fund Balance (Deficit)	$4,636,794	$5,157,794	$2,198,486	$53,621	$1,183,455
Total Liabilities and Fund Equity	$4,647,313	$5,168,189	$2,313,107	$2,720,316	$1,193,850
	$0	$0	$0	$0	$0

Skillman Corridor Tax Increment Financing District Fund
Statement of Revenues, Expenditures and Changes in Fund Balance (Deficit)
Balance Sheet as of September 30, 2018 (Unaudited)
With Comparative Totals for September 30, 2017, 2016, 2015, and 2014 (Audited)

	ITD	2018	2017	2016	2015	2014
Revenues:						
Tax increment-Governmental	$11,337,066	$2,673,768	$2,116,484	$1,621,779	$1,188,742	$922,512
Tax increment-Intergovernmental	$4,814,791	$1,445,707	$1,080,268	$653,228	$414,981	$279,533
Interest income	$158,656	$51,558	$39,450	$9,038	$12,620	$4,358
Net increase (decrease) in fair value of investments	($18,646)	($10,310)	($11,775)	($2,201)	$5,751	($395)
Total revenues	$16,291,867	$4,160,723	$3,224,427	$2,281,844	$1,622,095	$1,206,008
Expenditures:						
Administrative expenses	$528,736	$60,381	$66,777	$32,753	$34,695	$28,601
Non-Capital Outlay	$2,402,502	$276,782	$198,341	$104,226	$703,933	$295,982
Capital outlay	$8,709,861	$4,344,560	$0	$0	$2,013,301	$0
Interest and fiscal charges	$13,974	$0	$0	$0	$0	$13,974
Total expenditures	$11,655,073	$4,681,723	$265,118	$136,979	$2,751,929	$338,557
Excess (Deficiency) of Revenues over Expenditures	$4,636,794	($521,001)	$2,959,308	$2,144,865	($1,129,834)	$867,451
Fund balance (Deficit) at beginning of year as previously reported	$0	$5,157,794	$2,198,486	$53,621	$1,183,455	$316,004
Fund balance (Deficit) at beginning of year, as restated	$0	$5,157,794	$2,198,486	$53,621	$1,183,455	$316,004
Fund balance (deficit) at end of year	$4,636,794	$4,636,794	$5,157,794	$2,198,486	$53,621	$1,183,455

Note: Fiscal year 2017-18 unaudited financial statements are based on preliminary close numbers and are subject to review by the City Controller's Office prior to approval by the City Council. In case of any material changes, TIF board will be provided with the updated financial statements.

City of Dallas, Texas
Skillman Corridor Tax Increment Financing District
Notes to Financial Statements for the Year Ended September 30, 2018

1. The measurement focus used for the TIF Zone fund is a flow of financial resources. The financial statements are prepared using the modified accrual basis of accounting. Under the modified accrual basis of accounting, tax increment revenues and interest are recognized as revenue when they become both "measurable" and "available" to finance expenditures of the current period. Expenditures are recognized when the liability is incurred.

2. The TIF's cash balances are invested in the City's investment pool and include amounts in demand deposits as well as short-term investments. Pooled investments and short-term non-pooled investments are treated as cash equivalents. Investment income on the pooled investments is prorated monthly based upon the average daily cash balance in each fund.

3. State statute requires that each taxing jurisdiction remit its ad valorem taxes to the Zone by May 1 of each year (remittance to occur no more than 90 days after taxes for the jurisdiction become delinquent).

5. The Zone's Financial Plan permits expenditures not to exceed $6,123,084 over the life of the TIF to reimburse the City for administrative costs. Any future remittance for administrative expenses would come from excess cash as tax increment revenue increases as a result of increased assessed values.

6. All project costs resulting in capital improvements that are owned by the City are capitalized by the City.

Appendix B – Financial Obligations Estimated Payoff

The District currently has two outstanding developer obligations:

- Lake Highlands Town Center, Phase I has an outstanding obligation of $1,662,252. An available reimbursement of this final amount is pending compliance with ongoing mixed-income housing requirements.

- The Lakeridge project approved in September 2017 for future reimbursement up to $4,500,630 upon completion of the project requirements. Based on current projections that include general increment from the District, the developer could be fully reimbursed by tax year 2019 (calendar year 2020).

Appendix C – District-wide Set Aside Funds

The adopted Increment Allocation Policy for the District allows the TIF Board discretion to set aside increment for "district-wide improvements" such as gateways, trails, open space, public facilities, or utility/streetscape improvements benefiting multiple properties or blocks

Below are district-wide funding commitments to date:

- In 2009, TIF funding of $25,000 was paid toward the required 20% local match for the LBJ/Skillman Urban Planning Initiative that evaluated the best land use and development mix in the LBJ/Skillman DART Station area and strategies to encourage transit-oriented development (TOD) and supporting pedestrian/bike improvements. The North Central Texas Council of Governments (NCTCOG) funded $100,000 toward the total study amount of $125,000. The study was finalized was adopted by City Council October 2014.
- In 2016, a TIF funding commitment of $346,800 was recommended towards the local match for the NCTCOG "Lake Highlands TOD Sustainable Development Infrastructure" Project, to expand the hike and bike trail south from the LHTC to the existing White Rock Creek Trail (at Skillman Street, north of Abrams Road). The total project cost is up to $3.4 million. TIF funds have been set aside from available cash with expenditures anticipated once design and construction contracts are approved.
- In 2016, a TIF funding commitment of $35,000 was recommended to share in the cost for a Phase I Master Plan to study and prepare schematic design for enhancements to the proposed Lake Highlands Gateway Bridge at the intersection of Skillman Street and IH 635. The Lake Highlands Public Improvement District (LHPID) also committed at least $25,000 toward the cost and managing the process. TIF funds have been set aside from available cash to reimburse the LHPID upon completion of the study.
- In 2018, a TIF funding commitment of $350,000 was recommended towards the construction costs of median/gateway improvements along Skillman Street between Merriman Parkway and Abrams Road. The Lake Highlands Public Improvement District funded the design work. The median construction is being implemented in conjunction with the construction of the trail extension project and any funds not utilized for the median will be available as additional contingency for the trail extension project.

The intent is to leverage TIF funds as a match for other funding.

Agenda Information Sheet

File #: 19-219 **Item #:** 19.

STRATEGIC PRIORITY:	Economic and Neighborhood Vitality
AGENDA DATE:	February 27, 2019
COUNCIL DISTRICT(S):	1, 6
DEPARTMENT:	Office of Economic Development
EXECUTIVE:	T.C. Broadnax

SUBJECT

A resolution accepting the FY 2017-2018 Annual Report on the status of Tax Increment Financing Reinvestment Zone Number Fifteen (Fort Worth Avenue TIF District or District), submitted by the Fort Worth Avenue TIF District's Board of Directors, and authorizing the City Manager to submit the annual report to the Chief Executive Officer of each taxing jurisdiction that levies taxes on real property in the District, and to the State Comptroller, as required by state law - Financing: No cost consideration to the City

BACKGROUND

This item is being placed on the addendum due to the unavailability of fiscal year 2017-2018 administrative costs for the annual report financial statement prior to the regular agenda deadline.

State law (the Tax Increment Financing Act, Chapter 311 of the Tax Code) requires that the governing body of a city shall submit an annual report on the status of each reinvestment zone it has created to the Chief Executive Officer of each taxing unit that levies taxes on real property in the zone, as well as to the State Comptroller. On June 13, 2007, City Council authorized Ordinance No. 26798, as amended, establishing Tax Increment Financing Reinvestment Zone Number Fifteen (Fort Worth Avenue TIF District). On March 26, 2008, City Council authorized the Project Plan and Reinvestment Zone Financing Plan for this District by Ordinance No. 27129, as amended.

The Fort Worth Avenue TIF District’s assessed 2018 taxable value was $390,876,073.00. This represents an increase of $304,742,626.00 (354%) over its base value and an increase of $103,822,401.00 (36%) over its taxable value for 2017. With the City and Dallas County’s participation, the increase over the base value will result in the collection of approximately $2,419,517.00 in total incremental revenue for FY 2017-2018 for the District.

PRIOR ACTION/REVIEW (COUNCIL, BOARDS, COMMISSIONS)

On June 13, 2007, City Council held a public hearing and authorized the establishment of Tax Increment Financing Reinvestment Zone Number Fifteen, the Fort Worth Avenue TIF District by Resolution No. 07-1805; Ordinance No. 26798, as amended.

On March 26, 2008, City Council authorized the Project Plan and Reinvestment Zone Financing Plan for the Fort Worth Avenue TIF District by Resolution No. 08-0926; Ordinance No. 27129, as amended.

On December 11, 2018, the Fort Worth Avenue TIF District Board of Directors recommended that the FY 2017-2018 Annual Report be accepted and approved.

Information about this item was provided to the Economic Development and Housing Committee on February 4, 2019.

FISCAL INFORMATION

No cost consideration to the City.

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WHEREAS, the City recognizes the importance of its role in local economic development initiatives and programs; and

WHEREAS, the City has established Tax Increment Financing Reinvestment Zone Number Fifteen ("Fort Worth Avenue TIF District" or "District") and established a Board of Directors for the District to promote development or redevelopment in the Fort Worth Avenue area pursuant to Ordinance No. 26798, authorized by the City Council on June 13, 2007, as amended, as authorized by the Tax Increment Financing Act, Chapter 311 of the Texas Tax Code, as amended; and

WHEREAS, on March 26, 2008, City Council authorized the Project Plan and Reinvestment Zone Financing Plan for the Fort Worth Avenue TIF District by Resolution No. 08-0926; Ordinance No. 27129, as amended; and

WHEREAS, the Tax Increment Financing Act specifies that the governing body of a city shall submit an annual report on the financial status of the district to the Chief Executive Officer of each taxing unit that levies taxes on real property in a reinvestment zone, and a copy of the report shall be forwarded to the State Comptroller; and

WHEREAS, on December 11, 2018, the Fort Worth Avenue TIF District Board of Directors passed a motion accepting the FY 2017-2018 Annual Report for Tax Increment Financing Reinvestment Zone Number Fifteen and recommended approval of same by the City Council.

Now, Therefore,

BE IT RESOLVED BY THE CITY COUNCIL OF THE CITY OF DALLAS:

SECTION 1. That the FY 2017-2018 Annual Report for Tax Increment Financing Reinvestment Zone Number Fifteen (Fort Worth Avenue TIF District), City of Dallas, Texas, as of September 30, 2018, a copy of which is attached hereto (**Exhibit A**), is hereby accepted.

SECTION 2. That the City Manager is hereby authorized to submit the FY 2017-2018 Annual Report for Tax Increment Financing Reinvestment Zone Number Fifteen to the Chief Executive Officer of each taxing jurisdiction that levies taxes on real property in the District, and to the State Comptroller, as required by state law.

SECTION 3. That this resolution shall take effect immediately from and after its passage in accordance with the provisions of the Charter of the City of Dallas, and it is accordingly so resolved.

EXHIBIT A
Fort Worth Avenue TIF District
FY 2017-2018
Annual Report



Sylvan I Thirty

City of Dallas

Office of Economic Development
1500 Marilla Street, 2CN
Dallas, Texas 75201
(214) 671-9825
http://dallasecodev.org/444/Fort-Worth-Avenue-TIF-District

October 1, 2017 to September 30, 2018

Reinvestment Zone Number Fifteen
Fort Worth Avenue
Tax Increment Financing District

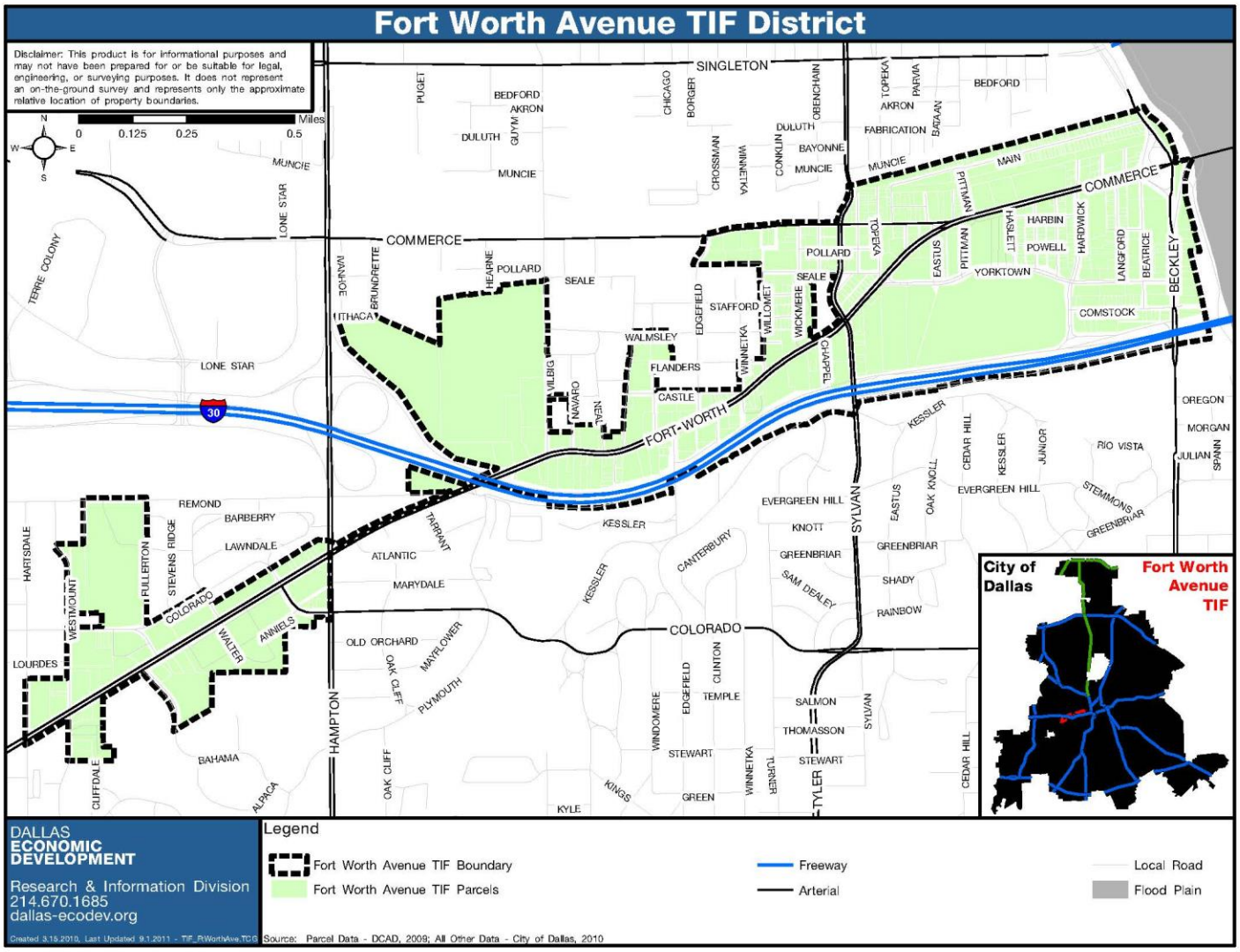


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Mission Statement

The mission of the Fort Worth Avenue TIF District is to provide a source of funding for public infrastructure improvements necessary to enhance the real estate market for the Fort Worth Avenue TIF District area. The Fort Worth Avenue TIF District represents the outgrowth of the City of Dallas' effort to provide a model for redeveloping urban corridors to take full advantage of the Trinity River project, the signature Santiago Calatrava bridges, and the undeveloped/underdeveloped land parcels near downtown Dallas.

The Fort Worth Avenue TIF District was proposed in April 2007 to assist the creation of a more sustainable mix of rental and for-sale residential property in the Fort Worth Avenue area. This shift will help to encourage the creation of more owner-occupied residential units and mixed-use development, the removal and redevelopment of structurally obsolete apartment complexes and retail centers, and the facilitation of necessary environmental remediation and redevelopment of the property near the Trinity River and downtown Dallas, as well as better trail and recreational connections.

The Dallas City Council established the Fort Worth Avenue TIF District by Ordinance Number 26798 on June 13, 2007, as amended. The District took effect on January 1, 2008 and it is scheduled to terminate on December 31, 2029 (including collection of the 2029 increment in calendar year 2030 and any related matters to be concluded in 2030). The City of Dallas and Dallas County are the District's participating jurisdictions. The City's annual participation rates are as follows:

- 0% in 2008
- 55% in 2009 and 2010
- 70% in 2011 through 2013
- 85% in 2014 through 2020
- 70% in 2021 and 2022
- 55% in 2023 through 2029

The County's participation was 0% in 2008 and increased to 55% in 2009 through 2028.

District Accomplishments

The Fort Worth Avenue TIF District is generally bounded by commercial and multi-family developments along the Fort Worth Avenue corridor between the Trinity River and Hartsdale Avenue. Many of these properties were underutilized and/or deteriorated initially. The District also contains many outdated industrial structures, vacant office buildings, sparingly used parking lots and undeveloped land. The District is appealing given its proximity to downtown Dallas, the Santiago Calatrava bridges, the Coombs Creek, stable single-family neighborhoods and planned transit-service improvements.

Since inception, City Council has approved TIF funding for two completed projects. The first project, the Metro Paws Animal Hospital, was completed in 2012. The second project, the *Sylvan | Thirty* mixed-use development, was completed in 2015. A third

project was approved, the Cliff View multi-family housing development, but was never built.

In addition, fourteen significant non-TIF funded projects that were completed prior to FY 2017-2018 have added commercial, office, retail and restaurant space along or near the West Commerce Street/Fort Worth Avenue corridor. Note that additional private investment has occurred within the District boundaries that is not included in the chart below. Collectively, the projects are expected to further stimulate the expansion of commercial and residential activity throughout the District.

Past, Current and Anticipated Projects

The past, current and anticipated projects within the District as of September 30, 2018 are as follows:

Projects Within the Fort Worth Avenue TIF District Utilizing TIF Funding[1]						
Project	**Location**	**Calendar Year Complete**	**Status**	**Units/Square Feet[2]**	**Approximate Investment/ Assessed Value[3]**	**TIF Investment[4]**
Metro Paws Animal Hospital	1021 Fort Worth Avenue	2012	Complete	4,006 square feet of veterinary hospital space	$672,000	$116,000
Sylvan | Thirty	750 Fort Worth Avenue; 1868 Sylvan Avenue	2015	Complete	201 apartment units* and 48,609 square feet of retail/ restaurant space	$47,996,270	$3,200,000
			Total	**201 units; 48,609 square feet of retail and restaurant space; and 4,006 square feet of veterinary hospital space**	**$48,668,270**	**$3,316,060**
* Per the TIF program mixed-income housing requirement, the project is providing at least 20% of units as affordable.						



Projects Within the Fort Worth Avenue TIF District That Are Not Utilizing TIF Funding[1]						
Project	**Location**	**Calendar Year Complete**	**Status**	**Units/Square Feet[2]**	**Approximate Investment/ Assessed Value[3]**	**TIF Investment[4]**
Comerica Bank	2727 Fort Worth Avenue	2010	Complete	3,714 square feet of commercial space	$1,295,850	$0
Meridian at Kessler Park	2522 Fort Worth Avenue	2010	Complete	198 apartment units	$10,200,000	$0
Aldi	2505 Fort Worth Avenue	2011	Complete	16,657 square feet of retail space	$2,400,000	$0
Retail center	2605 Fort Worth Avenue	2011	Complete	10,143 square feet of retail space	$1,865,950	$0
Chicken Scratch and The Foundry	510 West Commerce Street	2012	Complete	10,800 square feet of restaurant space and 1,740 square feet of office space	$866,040	$0
Pike (Alta) West Commerce	444 West Commerce Street	2015	Complete	252 apartment units; 14,400 square feet of retail space	$36,300,000	$0
Alta Yorktown	660 Yorktown Street	2016	Complete	226 apartment units	$29,238,000	$0
Alexan West Dallas	604 Fort Worth Avenue	2017	Complete	340 apartment units and 13,000 square feet of retail space	$43,294,680	$0
Broadstone Ltd	305 West Commerce Street	2018	Complete	308 apartment units and 15,035 square feet retail space	$42,341,950	$0
Lincoln Kessler Park	2400 Fort Worth Ave	2018	Complete	Mixed-use 299 units and 20,000 square feet of retail	$39,792,370	$0
The Villas at the Belmont	Malone Cliff View and Wickmere Mews	TBD	Under Construction	30 single family/townhouse units (19 complete, 11 under construction/ planned)	$9,403,940 (assessed) + $5,444,386 (est comps)	$0
Magnolia on Pollard	702 Pollard	2019	Under Construction	53 apartment units	$6,890,000	$0
The Westerly	425 West Commerce	2021	Site Graded	331 apartments	$43,030,000	$0
Centre Living Townhomes	2201 Fort Worth Avenue	TBD	Site Graded	56 Town Homes	$7,280,000	$0
Total				**2,093 residential units; 103,749 square feet of retail space; and 1,740 square feet of office space**	**$279,643,166**	**$0**

Projects Adjacent to the Fort Worth Avenue TIF						
Project	**Location**	**Calendar Year Complete**	**Status**	**Units/ SF[2]**	**Approx. Value[3]**	**Public Investment**
Belmont Hotel	901 Fort Worth Ave	2005	Complete	64 hotel rooms	$3,228,300	$370,000 PPP Funds and $359,995 2003 Bond Funds
Smoke	901 Fort Worth Ave	2009	Complete	5,750 square feet of restaurant space		
			Total	**64 hotel rooms and 5,750 square feet of restaurant space**	**$3,228,300**	**$729,995**

[1] All information updated as of September 30, 2018.
[2] Based on either the TIF application or required minimum stated in the development agreement. Completed projects based on actual unit mix and square footage; for non-TIF projects, based on available information.
[3] Based upon 1) market value of comparable projects for planned/under construction projects or 2) DCAD market value for completed projects (unless project has not yet been assessed).
[4] Principal amount not to be exceeded per the development agreement.
Note: Includes selected significant projects.

Mixed Income Housing Summary

Successful development efforts support a variety of housing options. Accordingly, twenty percent (20%) of all housing units in projects using direct site-specific TIF funding assistance are subject to the City's and County's established criteria for mixed income housing. In the Fort Worth Avenue TIF District, as part of TIF funding, a total of 201 units have been built to date and 40 (20%) are currently set-aside as affordable.

District Initiatives

The City and community partners have several initiatives within and adjacent to the District. Collectively, over $895 million in bond, grant, federal and private funds will be spent on the projects which are expected to help accomplish the following:

- Facilitate new mixed-use development in the area
- Create a vibrant neighborhood along the Fort Worth Avenue corridor
- Increase recreational opportunities and connections to the Trinity River corridor and downtown

A summary of the specific initiatives is as follows:

- The Texas Department of Transportation (TxDOT) is substantially complete on the Horseshoe project which upgraded the I-30 and I-35E bridges over the Trinity River and a portion of the Mixmaster. The project includes: a) the reconstruction of I-30 between Sylvan Avenue and the I-35 interchange; b) the reconstruction of I-35 from its interchange with I-30 south to Eighth Avenue; and c) the installation of additional lanes and a dedicated bicycle and pedestrian facility on the I-30 bridge over the Trinity River (ongoing).

- The Coombs Creek Trail connects Hampton Road to Riverfront Boulevard and the Katy Trail (east of the District). The trail's first phase, which spans from just west of Beckley Avenue to Sylvan Avenue, was completed in March 2009. Phase II, which spans from Sylvan Avenue to the tennis courts at Stevens Park Golf Course, was completed in September 2010. Phase III, which spans from the tennis courts at Stevens Park Golf Course to Colorado and Plymouth to Hampton Road, was completed in 2016. Phase IV, on the eastern end of the trail, is in design and will include bicycle and pedestrian facilities that connect the Coombs Creek Trail to Riverfront Boulevard. Dallas County committed $3,500,000 toward the link between Beckley Avenue and the Horseshoe project.



The Coombs Creek Trail
Source: City of Dallas

- The Trinity Overlook is a pavilion and observation deck located east of the District near the southeast corner of the Beckley Avenue and West Commerce Street intersection. The project was financed by $248,815 from the 1998 bond program and a $100,000 donation from the MetLife Foundation. It was completed in October 2008.



The Trinity Overlook
Source: City of Dallas

- The West Dallas Signature Point project was selected for funding through the North Central Texas Council of Governments (NCTCOG)'s Regional Transportation Council's Sustainable Development Program Call for Projects. This planning project used the goals and standards established in the West Dallas Urban Structure and Guidelines to create a redevelopment and investment strategy for prioritizing capital improvement projects in the West Dallas area bounded by Singleton Boulevard (north), the Trinity River levee (east), I-30 (south) and Sylvan Avenue (west). It was completed in 2014.

- In 2011, the City's Park and Recreation Department completed an $8 million renovation of the Stevens Park Golf Course which is adjacent to the District. Renovations included 1) erosion control for Coombs Creek; 2) renovation of the golf course to include drainage, bridge construction, cart paths; 3) irrigation improvements; and 4) construction of a maintenance facility.

- The City's Public Works Department began construction on infrastructure improvements at the North Beckley Avenue and West Commerce Street intersection in FY 2015. The $7.8 million project will help improve pedestrian and bicycle access to the Trinity River corridor; upgrade storm sewer, water and sanitary sewer systems; and augment wider sidewalks, street trees, street furniture, bike lanes and enhanced pedestrian lighting. The project will also reuse storm water runoff for irrigation purposes. The project is nearing completion at the end of FY 2018.

- In January 2013, a partnership with the Fort Worth Avenue Development Group (FWADG) enabled the City to stripe buffered bike lanes on Fort Worth Avenue between North Edgefield Avenue and Sylvan Avenue. The pilot project helped determine the feasibility of a proposed thoroughfare plan amendment to modify Fort Worth Avenue from six lanes of vehicular traffic to four lanes and continuation of connecting buffered bike lanes throughout the District. The thoroughfare plan amendment was approved by City Council on September 11, 2013.

- The reconstruction of Sylvan Avenue between I-30 and Fort Worth Avenue (adjacent to the Sylvan | Thirty project) was completed FY 2016. The project added bike lanes, on-street parking, wide sidewalks, and new traffic signals along this segment of Sylvan Avenue. It also upgraded the existing storm drainage, replaced the water and wastewater mains and added new landscaping and streetscaping improvements that include pedestrian lighting. Reconstruction of Sylvan Avenue between Fort Worth Avenue and Singleton Boulevard is currently underway.

District Initiatives				
Activity	**Scope**	**Status**	**Investment**	**Source**
Coombs Creek Trail	To create a multi-use trail system along the course of Coombs Creek as it winds west of downtown. Phases I-III will extend from Beckley Avenue through the Stevens Park Golf Course tennis area to Hampton Road. Additional phases will: 1) extend the eastern end of the trail to Beckley Avenue, 2) connect to the Trinity Skyline Trail, 3) connect to the IH 30 bike and pedestrian bridges, and 4) extend trail further west of Plymouth/Hampton; and connect around Colorado and Fort Worth Ave.	Phase I: Complete Phase II: Complete. Phase III: Complete. Phase IV: connection to Beckley Avenue is currently funded. The connection from Beckley Avenue to Riverfront is part of the Horseshoe Project.	Cost to date: Phase I (total): $394,896 Phase II (total): $541,917 Phase III (total): $1,529,880 Phase IV: (eastern terminus to Beckley): total TBD. Horseshoe pedestrian and bicycle facilities: $8,438,228	2003 and 2006 Bond Programs for Phases I II, and III. Phase IV: Dallas County committed $3,500,000 as part of the MCIP 6th Call. Horseshoe Project: combination of federal, private, and bond funding.
Trinity Overlook	Pavilion and observation deck at the southeast corner of Beckley Avenue and West Commerce Street	Complete	$248,815	1998 Bond Program
			$100,000	MetLife Foundation via the Trust for Public Land
West Dallas Signature Project	Infrastructure planning project	Complete	$ 25,406	West Dallas Chamber of Commerce
			$101,625	Regional Transportation Council
Sylvan Avenue reconstruction	Sylvan Avenue from the I-30 service road to Fort Worth Avenue	Complete.	$2,093,756	2006 Bond Program And Dallas Water Utility funds
	Sylvan Avenue from West Commerce Street to Singleton Boulevard	Under Construction. Anticipated completion April 2019	$2,552,600	2006 Bond Program

District Initiatives				
Fort Worth Avenue Streetscape Improvements	Master plan for roadway and streetscape design for Fort Worth Avenue from Beckley Avenue to Westmoreland Road.	Public feedback resulted in a new project design being sought. On September 11, 2013, City Council approved an amendment to the City's Thoroughfare Plan which included modifications to Fort Worth Avenue.	Up to $200,000	2003 Bond Program
Fort Worth Avenue reconstruction	The project entails modifying Fort Worth Avenue between Sylvan Avenue and Commerce Street from six lanes to four divided lanes, a buffered bike lane, and on-street parking.	Project bid and construction start pending	$3,000,000	2006 Bond Program: $1,500,000 Dallas County: $1,500,000
N. Beckley Avenue and West Commerce Street Intersection Improvements	Design, engineering, and construction of intersection improvements that include sidewalks, bike lanes, and street trees.	Substantially complete	$7,873,032 (total)	1998 Bond Program: $2,050,043 2003 Bond Program: $44,983 2006 Bond Program: $3,566,089 2012 Bond Program: $1,175,630 DWU funds: $1,036,287
Fort Worth Avenue from Edgefield Avenue to Plymouth Road	Street resurfacing	Complete	$323,032	2006 Bond Program
Collective Bicycle/Pedestrian Improvements	Add Bicycle facilities on Fort Worth Avenue, Colorado Boulevard, Plymouth and Bahama Drive	Design Underway	$2,500,000	NCTCOG Sustainable Development Grant (80%); TIF Funds (20% - $496,563)

Initiatives Adjacent to District				
Activity	**Scope**	**Status**	**Investment**	**Source**
Stevens Park Golf Course renovation	Design, engineering, construction, and interim management	Complete	Design: $835,000 Construction: $8,184,630	2003 and 2006 Bond Programs, Stevens Park Golf Course Improvement Funds, and Golf Improvement Funds
Horseshoe Project	Reconstruction of I-30 from Sylvan Avenue to the I-35 interchange, and I-35 from the I-30 interchange to Eighth Street.	Substantially complete (with exception of bike/ped lanes)	$818 million	Federal, state, and regional funding
West Dallas Gateway (the Three Hole Punch)	Construction of three street connections under the Union Pacific rail lines north of the District	Design underway	$34 million	2012 Bond Program

District-wide Set Aside Funds

The District-wide set aside for the Fort Worth Avenue TIF District is 10% of all incremental revenues after disbursement of administrative expenses. Currently, approximately $353,942 is set aside in this category. In January 2016, the TIF board voted to allocate $496,563 as a match for a NCTCOG grant of $1,986,250. These funds will be used for: 1) streetscape improvements along Fort Worth Avenue between Colorado Boulevard and Bahama Drive, 2) intersection improvements along Fort Worth Avenue between Colorado Boulevard and Bahama Drive, 3) bicycle lanes along Fort Worth Avenue and Colorado Boulevard, 4) sidewalk improvements along Bahama Drive and 5) a trail extension along Plymouth Road at the Coombs Creek Trail.

Because of this funding commitment, District-wide Set Aside funds are not projected to be available in the Fort Worth Avenue TIF district until FY 2018-2019.

Value and Increment Revenue Summary

The Fort Worth Avenue TIF District's 2018 assessed taxable value was $390,876,073. This represents an increase of $304,742,626 (354%) over its base value and an increase of $103,822,401 (36%) over its taxable value for 2017. With the City and Dallas County's participation, the increase over the base value will result in the collection of approximately $2,419,517 in total incremental revenue for FY 2018 for the District.

Objectives, Programs, and Success Indicators

The Fort Worth Avenue Project Plan and Reinvestment Zone Financing Plan was adopted on March 26, 2008, as amended. The plan's defined development goals are provided below:

- Create additional taxable value attributable to new private investment in projects totaling approximately $1,290,239,340 over the term of the District.

  The District's taxable value has increased approximately $304,742,626 *since its inception (24% of the goal). Completed projects include several apartments (Sylvan Thirty, Meridian Kessler Park, Pike (Alta) West Commerce, Alta Yorktown, Broadstone Ltd, Alexan West Dallas and Lincoln Kessler Park) and a variety of retail and commercial projects including Metro Paws Animal Hospital, 7-11, Comerica banking center, Aldi grocery store, and the Sylvan Thirty retail center.*

- Attract new, higher density, private development in the Fort Worth Avenue TIF District totaling approximately 1,033,910 square feet of retail space and 9,444 residential units including townhome, multi-family, single-family, and condominium projects. Note that only significant developments are included in this report and therefore the actual retail square footage and residential unit count is higher than reported. Projects such as the storage facility, 7-11 and the 24-Hour Fitness that is under construction add to the amount of new, private development but not included in the TIF District annual report.

  Since its inception 158,104 square feet of commercial, office, retail and restaurant space has been completed within the District. This represents 15.3% of the goal.

  Residential development continues to grow the district area's population with 2,294 completed and under construction residential units. This represents 24.3% of the goal.

- Focus on encouraging the redevelopment of properties in the Fort Worth Avenue corridor to increase density and to provide enhanced urban design for the district that meets the intent of the *Fort Worth Avenue Corridor Land Use and Urban Design Study* and the requirements of the West Commerce Street/Fort Worth Avenue Special Purpose District (PD 714), adopted by Ordinance No. 25898 on February 23, 2005, as amended.

  The following progress has been made since the District's inception:

  – *Manny Rodriguez Photography includes a newly constructed 4,620 square foot studio and a renovated single-family home (not included in private investment list).*

  – *Pike (Alta) West Commerce, which contains* 252 apartment units, was built on land that was previously underutilized.

  – *Sylvan | Thirty is completed on land that was previously underutilized. It contains 201 apartment units and 48,609 square feet of retail space.*

  – *Alta Yorktown is completed with 226 apartment units.*

  – *Alexan West Dallas is complete on land that was previously underdeveloped; includes 340 apartment units and 13,000 square feet of retail space.*

  – *The Villas at the Belmont has completed 19 of the 30 single family and town house units on land that was previously vacant.*

  – *The Lincoln Kessler Park multifamily and retail development is complete.*

  Additionally, the following projects within and adjacent to the District provides public infrastructure improvements that comply with PD 714 including wide sidewalks, street trees, bicycle, and pedestrian amenities:

  – *Coombs Creek Trail*
  – *West Dallas Signature Point*
  – *Reconstruction of West Commerce Street*
  – *Trinity Overlook*
  – *TxDOT's Horseshoe*
  – *Fort Worth Avenue Streetscape Improvements*
  – *Reconstruction of Sylvan Avenue*
  – *Reconstruction of Beckley Avenue*

- Improve access and connections to the planned improvement of transit services, including a light rail or modern streetcar line, within the District.

  Projects requesting TIF funding are reviewed individually to ensure wide sidewalks and improved transit stops with features such as shelters or pedestrian shading. Their landscaping design must also account for potential light rail or streetcar lines.

  Additionally, planned extensions of the Coombs Creek Trail will connect the Fort Worth Avenue corridor to Union Station and additional transit services.

- Increase recreational opportunities and improve connections to the City of Dallas trails and open space system in the District, especially the Trinity River and Coombs Creek.

  Phases I and II of the Coombs Creek Trail, which spans from Beckley Avenue to North Oak Cliff Greenspace, Inc. (next to Stephens Park tennis courts) was completed in 2010. Phase III was completed in 2016, which extends Coombs Creek Trail from the tennis courts to Plymouth and Colorado up to Hampton Road. Future plans are to extend the trail further west of Plymouth and connect around Colorado and Fort Worth Avenue. Phase IV to the east will connect to Riverfront Boulevard and downtown Dallas.

- Maintain the stability of local schools as redevelopment occurs in the housing market.

  Administrators from the Dallas Independent School District have been invited to participate in the District's TIF Board meetings.

- Diversify retail and commercial uses in the District.

  Since its inception, the District has added retail and commercial spaces which cater to residents and visitors for a variety of desires and necessities, including dining and grocery options, shopping, and household services for access and attractive living.

- Generate approximately $69.5 million (2008 NPV) in increment over 21 years, with up to 85 percent participation by the City and 55 percent participation by the County.

The District's assessed property value has increased 354% over its base value. The increase to date has generated approximately $4.4 million in incremental revenue (NPV), 6.3% of goal.

Year-End Summary of Meetings

The Fort Worth Avenue TIF Board can consist of up to nine members, including eight City of Dallas appointees and one Dallas County representative. The Board met once during the fiscal year, on January 8, 2018. The FY 2017-2018 District Board members are as follows:

- Kyle Ward (Chair) – City appointee (attended meeting)
- Joshua Kumler – City appointee (attended meeting)
- Will Pinkerton – City appointee (attended meeting)
- Joseph Ramirez – City appointee (attended meeting)
- Rose Rodriguez – City appointee (attended meeting)
- Jennifer Snow – City appointee (attended meeting)
- Debbie Solis – City appointee (attended meeting)
- Athena Villareal – City appointee
- Rick Loessberg – Dallas County appointee (attended meeting)

The Dallas City Council approved two items directly-related to the Fort Worth Avenue TIF District during the fiscal year, as summarized below:

- On February 28, 2018, the City Council approved Resolution No. 18-0360, accepting the FY 2016-2017 Annual Report on the status of Tax Increment Financing Reinvestment Zone Number Fifteen (Fort Worth Avenue TIF District), submitted by the Fort Worth Avenue TIF District's Board of Directors, and authorizing the City Manager to submit the annual report to the Chief Executive Officer of each taxing jurisdiction that levies taxes on real property in the District, and to the State Comptroller, as required by state law.

- Authorize a professional services contract with Halff Associates, Inc. to provide design services for the Collective Sustainable Development Infrastructure Project - Not to exceed $208,258 - Financing: Fort Worth Avenue TIF District Funds ($41,652) and Regional Toll Revenue Funds ($166,606).

Pending TIF Items

The pending items for the Fort Worth Avenue TIF District are as follows:

- Approval of the FY 2017-2018 Annual Report

Budget and Spending Status

The Fort Worth Avenue TIF District's Project Plan and Reinvestment Zone Financing Plan established a budget for the public improvement expenditures that are necessary to support private investment. The District's budget and spending to date are provided on the following charts:

Fort Worth Avenue TIF District
Projected Increment Revenues to Retire TIF Fund Obligations*

Category	TIF Budget	Allocated	Balance
Public infrastructure improvements: paving, streetscape, water/wastewater, storm sewer, utility burial/relocation, and land acquisition	$71,443,870	$566,000	$70,877,870
Affordable housing	$9,587,261	$0	$9,587,261
Environmental remediation & demolition	$11,504,713	$0	$11,504,713
Parks, open space, trails, and gateways	$11,504,713	$250,000	$11,254,713
Façade restoration	$5,752,356	$0	$5,752,356
Economic development grants	$19,174,522	$2,500,000	$16,674,522
Administration and implementation*	$4,218,395	$508,696	$3,709,699
Total project costs	**$133,185,830**	**$3,824,696**	**$129,361,134**

Budget shown above in estimated current dollars based on Plan Amendment assumptions; TIF Project Plan shows the budget in net present value. Values above do not include interest payments or receipts.

** TIF Administration costs shown are expensed through FY 2017-2018.*

Fort Worth Avenue TIF District
Project Plan Budget (NPV, 2008 dollars)

Category	TIF Budget*
Public infrastructure improvements: paving, streetscape, water/wastewater, storm sewer, utility burial/relocation, and land acquisition	$37,259,794
Affordable housing	$5,000,000
Environmental remediation & demolition	$6,000,000
Parks, open space, trails, and gateways	$6,000,000
Façade restoration	$3,000,000
Economic development grants	$10,000,000
Administration and implementation	$2,200,000
Total project costs	**$69,459,794**

** As approved in the Final Project Plan and Reinvestment Zone Financing Plan.*

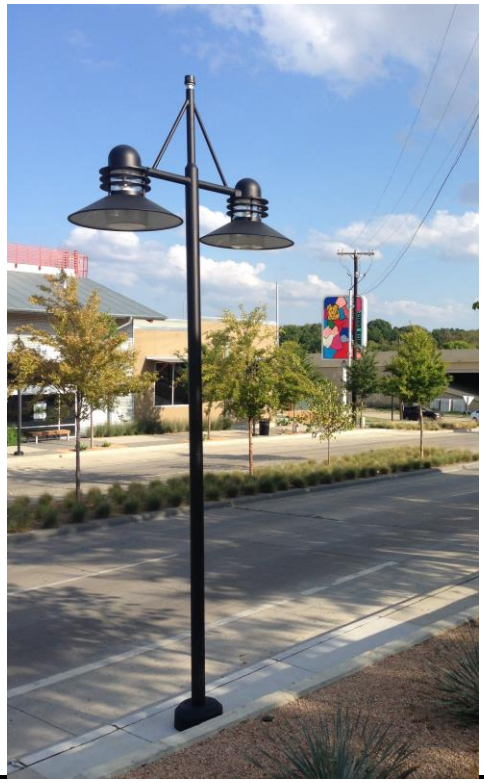
Fort Worth Avenue TIF District M/WBE Participation			
Project	**Total M/WBE Award Amount**	**Total Contract Award Amount**	**Percentage Minority Participation**
Sylvan Thirty/Private – Goal 10%	$6,509,800	$54,652,149	11.91%
Sylvan Thirty/Public – Goal 25%	$768,594	$3,882,849	19.79%
Metro Paws/Private – Goal 10%	$117,391	$825,531	14.22%
Metro Paws/Public – Goal 25%	$53,333	$100,647	52.99%
Total Private	$6,627,191	$55,477,680	11.95%
Total Public	$396,226	$1,801,509	22.99%
Total	$7,278,394	**$58,534,968**	**12.43%**

FY 2018-2019 Work Program

The FY 2018-2019 work program for the Fort Worth Avenue TIF District includes:

- Encourage development projects within the District in accordance with the final Project Plan and Reinvestment Zone Financing Plan.

- Continue working to coordinate public design and improvement efforts.





Appendix A - Financials

City of Dallas, Texas
Fort Worth Avenue Tax Increment Financing District Fund
Balance Sheet as of September 30, 2018 (Unaudited)
With Comparative Totals for September 30, 2017, 2016, 2015, and 2014 (Audited)

	2018	2017	2016	2015	2014
Assets:					
Pooled cash and cash equivalents	$522,366	$226,318	$189,197	$575,483	$269,890
Interest receivable	$5,323	$4,785	$2,155	$1,915	$1,461
Total assets	$527,690	$231,103	$191,352	$577,398	$271,351
Liabilities and Fund Balance (Deficit):					
Liabilities:					
Accounts and contracts payable	$0	$0	$0	$0	$0
Advances from developers	$0	$0	$0	$0	$0
Accrued interest	$0	$0	$0	$0	$0
Due to general fund	$0	$42,907	$42,907	$42,907	$42,907
Total liabilities	$0	$42,907	$42,907	$42,907	$42,907
Fund Balance (Deficit):					
Fund Balance (Deficit)	$527,690	$188,196	$148,446	$534,492	$228,444
Total Liabilities and Fund Equity	$527,690	$231,103	$191,352	$577,398	$271,351
	($0)	$0	($0)	($0)	($0)

Fort Worth Avenue Tax Increment Financing District Fund
Statement of Revenues, Expenditures and Changes in Fund Balance (Deficit)
For the Period September 30, 2018 (Unaudited)
With Comparative Totals for September 30, 2017, 2016, 2015, and 2014 (Audited)

	ITD	2018	2017	2016	2015	2014
Revenues:						
Tax increment-Governmental	$3,608,653	$1,336,667	$916,915	$564,670	$267,917	$155,492
Tax increment-Intergovernmental	$730,544	$271,823	$171,398	$109,993	$48,795	$36,410
Interest income	$80,230	$23,942	$18,252	$11,689	$8,262	$5,353
Grant from City	$0	$0	$0	$0	$0	$0
Net increase (decrease) in fair value of investments	($9,339)	($6,037)	($5,520)	($1,095)	$3,441	($1,014)
Total revenues	$4,410,088	$1,626,396	$1,101,045	$685,258	$328,414	$196,240
Expenditures:						
Administrative expenses	$508,696	$30,853	$61,740	$60,115	$22,367	$40,773
Non-capital outlay	$2,882,952	$1,256,050	$942,962	$683,939	$0	$0
Capital outlay	$490,751	$0	$56,593	$327,249	$0	$0
Interest and fiscal charges	$0	$0	$0	$0	$0	$0
Total expenditures	$3,882,399	$1,286,903	$1,061,294	$1,071,304	$22,367	$40,773
Excess (Deficiency) of Revenues over Expenditures	$527,690	$339,493	$39,751	($386,046)	$306,048	$155,467
Fund balance (Deficit) at beginning of year as previously reported	$0	$188,196	$148,446	$534,492	$228,444	$72,977
Fund balance (Deficit) at beginning of year, as restated	$0	$188,196	$148,446	$534,492	$228,444	$72,977
Fund balance (Deficit) at end of year	$527,690	$527,690	$188,196	$148,446	$534,492	$228,444

Note: Fiscal year 2017-18 unaudited financial statements are based on preliminary close numbers and are subject to review by the City Controller's Office prior to approval by the City Council. In case of any material changes, TIF board will be provided with the updated financial statements.

City of Dallas, Texas
Fort Worth Avenue Tax Increment Financing District Fund
Reinvestment Zone Number Fifteen
As of September 30, 2018

Chapter 311.016 of V.C.T.A. requires the following information as part of the annual report on the status of the TIF District. Information is contained in detail on the attached financial statements.

1. **Amount and source of revenue in the tax increment fund established for the zone:**

$17,906	Interest Income
$1,608,491	Ad Valorem Taxes (Collected in FY'2017-18 based on 2017 Final Tax Roll)
$1,626,396	**Total Revenue**

2. **Amount and purpose of expenditures from the fund:**

$30,853	Administrative Expense
$1,256,050	Non-Capital outlay (1)
$0	Capital outlay (1)
$0	Additional Subsidy in Form of Grant (in lieu of interest expense)
$1,286,903	**Total Expenditures**

(1) These expenditures were for the followining projects:

	Capital	Non-Capital	Total
Sylvan Thirty Project - Economic Development Grant	$0	$1,245,850	$1,245,850
Prof.service fees-Geotechnical review (N.Beckley Ave & West Commerce St.)	$0	$8,643	$8,643
Other-Advertising fees	$0	$135	$135
PNV Design Studio cost reimbursement to General Fund	$0	$1,422	$1,422
Total	$0	$1,256,050	$1,256,050

3. The Zone began reimbursing the general fund for the TIF administrative costs in fiscal year 2009-10.

4. **a. Amount of Principal and Interest due on outstanding bonded indebtedness:**
Fort Worth TIF District has incurred no bonded indebtedness as of September 30, 2018.

b. The Zone entered into a developer agreement with Lynxette Exploration, LLC assigned to Sylvan-Arc Apts LLC for the Sylvan Thirty public Improvement project in an amount not to exceed $3,200,000. Reimbursement of the project began in fiscal year 2015-16.The payment status as of September 30, 2018 are as follows:

Project	Principal	Accrued Add'l Subsidy **(1)**	Less Payments	Total Outstanding
Public Infrastructure improvements	$397,412	$0	$397,412	$0
Grant	$2,802,588	$0	$2,802,588	$0
Total	$3,200,000	$0	$3,200,000	$0

(1) Additional Subsidy in Form of Grant (in lieu of interest expense)

5. Tax increment base and current captured appraised value retained by the zone:

Taxing Jurisdiction	Taxable Value 2018*	Base Year 2007 Value	Est. Captured Value 2018**
City of Dallas	$390,876,073	$86,133,447	$304,742,626
Dallas County	$390,999,345	$86,133,447	$304,865,898

*2018 taxable value for participating taxing jurisdictions. County values are approximate and will vary slightly from the City value due to different exemption levels.
**Based on Certified Taxable Value. The final values will be determined on February 01, 2019.

6. Captured appraised value by the municipality and other taxing units, the total amount of the tax increment received, and any additional information necessary to demonstrate compliance with the tax increment financing plan adopted by the governing body of the municipality:

A. Estimated tax increment shared by the municipality and other participating taxing jurisdictions:

Taxing Jurisdiction	Assessment Per $100 ***	Amount of Estimated 2018 Increment****
City of Dallas	0.66020	$2,011,896
Dallas County	0.13371	$407,621
Total for all Jurisdictions	$0.79390	$2,419,517

*** Participation rate for Dallas County is 0% for 2008 and 55% for years 2009 to 2028.
City of Dallas participates at variable rates as follows:

Tax Year	Rate
2008	0%
2009 - 2010	55%
2011 - 2013	70%
2014 - 2020	85%
2021 - 2022	70%
2023 - 2029	55%

****The District began collecting increment in fiscal year 2009-10.

B. The total amount of estimated tax increment to be billed for the 2018 tax year is $2,419,532.
For the 2017 tax year, increment in the amount of $1,608,491.00 was received.

City of Dallas, Texas
Fort Worth Avenue Tax Increment Financing District
Notes to Financial Statements for the Year Ended September 30, 2018

1. The measurement focus used for the TIF Zone fund is a flow of financial resources. The financial statements are prepared using the modified accrual basis of accounting. Under the modified accrual basis of accounting, tax increment revenues and interest are recognized as revenue when they become both "measurable" and "available" to finance expenditures of the current period. Expenditures are recognized when the liability is incurred.

2. State statute requires that each taxing jurisdiction remit its ad valorem taxes to the Zone by May 1 of each year (remittance to occur no more than 90 days after taxes for the jurisdiction become delinquent).

3. The TIF's cash balances are invested in the City's investment pool and include amounts in demand deposits as well as short-term investments. Pooled investments and short-term non-pooled investments are treated as cash equivalents. Investment income on the pooled investments is prorated monthly based upon the average daily cash balance in each fund.

4. The Zone's Financial Plan permits expenditures not to exceed $4,334,643 over the life of the TIF to reimburse the City for administrative costs. The Zone began reimbursing the general fund in fiscal year 2009-10. Any future remittance for administrative expenses would come from excess cash as tax increment revenue increases as a result of increased assessed values.

5. All project costs resulting in capital improvements that are owned by the City are capitalized by the City.

Appendix B – Financial Obligations Estimated Payoff

The payment for the Sylvan Thirty project was fully funded in 2017-2018. There are no outstanding developer obligation for the Fort Worth Avenue TIF District.

Fort Worth Avenue TIF District Projected Payback Schedule
Shows five years post-payback of existing project; not through life of TIF District

Increment Collected in FY	Total Inc./ Avail. Cash	*Net for Project Reimb	Sylvan Thirty	Total Proj'd. Reimbursement	Avail. Net of Reimbursement
2016	$1,251,450	$1,011,188	$1,011,188	$1,011,188	$0
2017	$1,114,063	$942,962	$942,962	$942,962	$0
2018	$1,608,491	$1,362,642	$1,245,850	$1,245,850	$116,792
2019	$2,419,517	$2,092,565	$0	$0	$2,092,565
2020	$2,693,595	$2,339,235	$0	$0	$2,339,235
2021	$2,902,160	$2,526,944	$0	$0	$2,526,944
2022	$2,629,254	$2,281,329	$0	$0	$2,281,329
2023	$2,789,890	$2,425,901	$0	$0	$2,425,901
TOTAL	$17,408,420	$14,982,767	$3,200,000	$3,200,000	$11,782,766

* Removes annual Admin Costs and 10% District Set-Aside

Agenda Information Sheet

File #: 19-220 **Item #:** 20.

STRATEGIC PRIORITY: Economic and Neighborhood Vitality

AGENDA DATE: February 27, 2019

COUNCIL DISTRICT(S): 1, 3

DEPARTMENT: Office of Economic Development

EXECUTIVE: T.C. Broadnax

SUBJECT

A resolution accepting the FY 2017-2018 Annual Report on the status of Tax Increment Financing Reinvestment Zone Number Sixteen (Davis Garden TIF District or District), and authorizing the City Manager to submit the annual report to the Chief Executive Officer of each taxing jurisdiction that levies taxes on real property in the District, and to the State Comptroller, as required by state law - Financing: No cost consideration to the City

BACKGROUND

This item is being placed on the addendum due to the unavailability of fiscal year 2017-2018 administrative costs for the annual report financial statement prior to the regular agenda deadline.

State law (the Tax Increment Financing Act, Chapter 311 of the Tax Code) requires that the governing body of a city shall submit an annual report on the status of each reinvestment zone it has created to the Chief Executive Officer of each taxing unit that levies taxes on real property in the zone, as well as the State Comptroller. On June 13, 2007, City Council authorized Ordinance No. 26799, establishing Tax Increment Financing Reinvestment Zone Number Sixteen (Davis Garden TIF District), as amended. On February 27, 2008, the City Council authorized the Project Plan and Reinvestment Zone Financing Plan for this District by Ordinance No. 27090, as amended.

The Davis Garden TIF District's assessed 2018 taxable value was $295,167,166.00. This represents an increase of $157,332,569.00 (114%) over its adjusted base value of $137,834,597.00 and an increase of $44,987,613.00 (18%) over its taxable value for 2017. With the City and Dallas County's participation, the increase over the adjusted base value will result in the collection of approximately $1,391,180.00 in total incremental revenue for the District.

PRIOR ACTION/REVIEW (COUNCIL, BOARDS, COMMISSIONS)

On June 13, 2007, City Council held a public hearing and authorized the establishment of Tax Increment Financing Reinvestment Zone Number Sixteen, the Davis Garden TIF District by Resolution No. 07-1806; Ordinance No. 26799, as amended.

On February 27, 2008, City Council authorized the Project Plan and Reinvestment Zone Financing Plan for the Davis Garden TIF District by Resolution No. 08-0657; Ordinance No. 27090, as amended.

A Davis Garden TIF Board of Directors meeting was scheduled for January 25, 2019, but in the absence of a quorum no official action was taken on the FY 2017-2018 Annual Report. State law does not require TIF Board action.

Information about this item was provided to the Economic Development and Housing Committee on February 4, 2019.

FISCAL INFORMATION

No cost consideration to the City.

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February 27, 2019

WHEREAS, the City recognizes the importance of its role in local economic development initiatives and programs; and

WHEREAS, the City has established Tax Increment Financing Reinvestment Zone Number Sixteen ("Davis Garden TIF District" or "District") and established a Board of Directors for the District to promote development or redevelopment in the Davis Garden area pursuant to Ordinance No. 26799, authorized by the City Council on June 13, 2007, as authorized by the Tax Increment Financing Act, Chapter 311 of the Texas Tax Code, as amended; and

WHEREAS, on February 27, 2008, City Council authorized the Project Plan and Reinvestment Zone Financing Plan for the Davis Garden TIF District by Resolution No. 08-0657; Ordinance No. 27090, as amended; and

WHEREAS, the Tax Increment Financing Act specifies that the governing body of a city shall submit an annual report on the financial status of the district to the Chief Executive Officer of each taxing unit that levies taxes on real property in a reinvestment zone, and a copy of the report shall be forwarded to the State Comptroller.

Now, Therefore,

BE IT RESOLVED BY THE CITY COUNCIL OF THE CITY OF DALLAS:

SECTION 1. That the FY 2017-2018 Annual Report for Tax Increment Financing Reinvestment Zone Number Sixteen (Davis Garden TIF District), City of Dallas, Texas, as of September 30, 2018, a copy of which is attached hereto (**Exhibit A**), is hereby accepted.

SECTION 2. That the City Manager is hereby authorized to submit the FY 2017-2018 Annual Report for Tax Increment Financing Reinvestment Zone Number Sixteen to the Chief Executive Officer of each taxing jurisdiction that levies taxes on real property in the District, and to the State Comptroller, as required by state law.

SECTION 3. That this resolution shall take effect immediately from and after its passage in accordance with the provisions of the Charter of the City of Dallas, and it is accordingly so resolved.

Exhibit A

Davis Garden TIF District
FY 2017-2018
Annual Report



Residence Inn by Marriott Project in The Canyon
(Source: Dallas Office of Economic Development)

City of Dallas
Office of Economic Development
1500 Marilla Street, 5CS
Dallas, Texas 75201
214-671-9825

October 1, 2017 to September 30, 2018

Reinvestment Zone Number Sixteen
Tax Increment Financing District

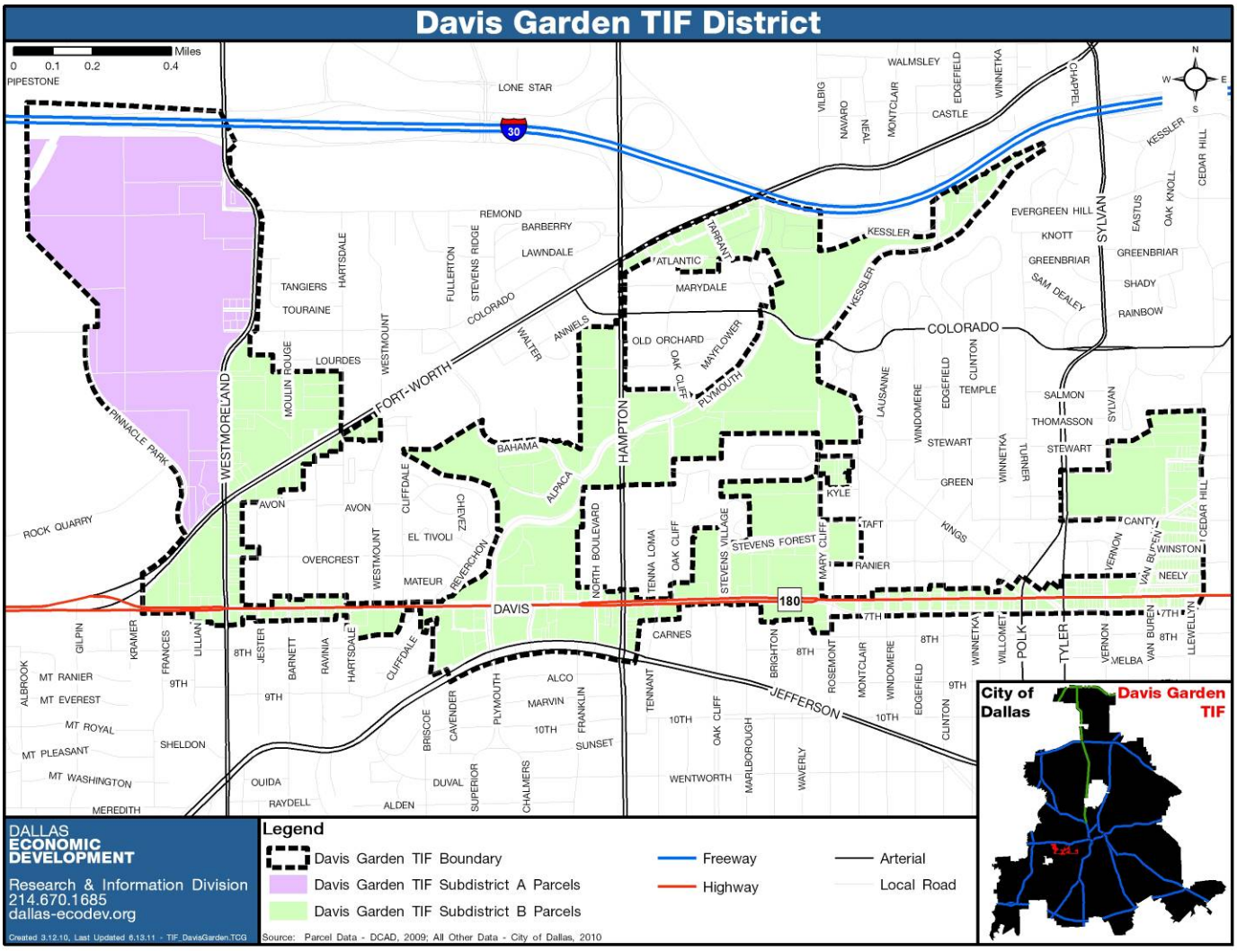


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Mission Statement

The mission of the Davis Garden TIF District is to provide a funding source to facilitate public infrastructure improvements to enhance the area's real estate market. The District exemplifies the City of Dallas' efforts to provide a model for redeveloping urban corridors and transitioning deteriorated multi-family properties and large infill tracts of vacant land into a more sustainable mix of for-sale and rental housing. It is anticipated to provide linkages to stable neighborhoods in North Oak Cliff, redevelop aging retail centers, and enhance connectivity through improvements to area trails.

The Dallas City Council established the Davis Garden TIF District by Ordinance Number 26799 on June 13, 2007, as amended. The TIF District took effect on January 1, 2008 and is scheduled to terminate on December 31, 2039 (including collection of the 2039 increment in calendar year 2040 and any related matters to be concluded in 2040). The City of Dallas and Dallas County are the District's participating taxing jurisdictions. The City's annual participation rates are as follows:

- 0% in 2008
- 55% in 2009 and 2010
- 70% in 2011
- 90% in 2012 through 2039

Dallas County's participation rate was 55% in 2008 through 2011. The County's annual participation rate increased to 75% in 2012 through 2039, for a period of 28 years.

District Accomplishments

The Davis Garden TIF District is located southwest of downtown Dallas in the North Oak Cliff neighborhood. It includes portions of the Davis Street, Fort Worth Avenue, and Hampton Road corridors, as well as land adjacent to Pinnacle Park, commercial property and multi-family developments. The District features numerous opportunities for redevelopment in areas near amenities such as Coombs Creek Trail, Kidd Springs Park, Stevens Park Golf Course, and the Twelve Hills Nature Center.

Single-family neighborhoods were excluded from the District since they are not targeted for development or redevelopment activities. Kidd Springs Park, Stevens Park Golf Course, and the Twelve Hills Nature Center were included to enable improvements and enhance the connectivity between surrounding neighborhoods. The local elementary schools were included for similar reasons.

Originally the District's geographic area contained approximately 583 acres (excluding right-of-way). However, the geographic area was amended to include selected adjacent properties. The properties that comprise the boundary amendment have a total land area of approximately 105 acres. Their inclusion increased the District's geographic area to approximately 688 acres.

City Council has approved eleven projects in the District for TIF funding since its creation. This includes SLF III – Davis Garden TIF, L.P.'s (SLF) horizontal development project, which resulted in the demolition of 1,503 outdated apartment units in accordance with the District's goal to replace 2,100 functionally obsolete apartments and 85,000 square feet of commercial space with approximately 2,200 for-sale units, 4,400 rental units and 663,300 square feet of improved, reconfigured or new neighborhood retail space.

To date, 401 new residential units have been built or are planned on these sites. Realization of the goal is anticipated to further improve north Oak Cliff's successful residential market as well as stimulate the expansion of residential and commercial activity throughout the District. Several renovations of automobile garage conversions to restaurant and retail space have also occurred along West Davis Street.

The 196 acres of undeveloped land that comprise the Canyon in Oak Cliff project is another prime location for future development activities. On June 8, 2011, City Council awarded SLF an amount not to exceed $128,875,756 in total funding ($69,808,000 in future TIF revenues plus an additional grant up to $59,067,756 pursuant to the Davis Garden TIF District Grant Program) for the construction of public infrastructure improvements in the area which is located southwest of Interstate Highway 30 and North Westmoreland Road. Prior to City Council's approval of the public subsidies, this vast area was not served by public utilities or streets. In contrast, the construction of the project's public infrastructure improvements is anticipated to help facilitate the build-out plan that includes the following elements:

- 2,762 residential units (planned to be a determined mix of for-sale and rental units);
- 368,296 square feet of retail space (*11,324 square feet of restaurant space have been under construction this past year*);
- 48,200 square feet of flex/retail space; and
- 103 room hotel (completed)



The Canyon in Oak Cliff's Conceptual Site Plan
(Source: SLF)

Past, Current and Anticipated Projects

Projects within the Davis Garden TIF District utilizing TIF Funding

Project	Location	Status	Date Completed	Units/Square Feet[1]	Approximate Investment / Assessed Value[2]	TIF Investment[3]
Twelve Hills Nature Center's Urban Prairie Trailhead project (park, open space, and streetscape improvements)	817 Mary Cliff Road	Complete	July 2010	N/A	$312,648 (approximate investment) $39,640 (assessed value)	$118,820
SLF's Horizontal Development project (Environmental remediation and demolition of six obsolete apartment complexes and a $1 million deposit into the Davis Garden TIF District Increment Fund for future TIF infrastructure improvements that benefit the District in lieu of the developer constructing median improvements, streetscape or other public improvements within the District)	1. **Chateau Crete Assembly** (Now High Grove at West Kessler) 2. **Acorn Tree Assembly** 3. **Cliffwood Assembly** (Now Bell Bishop Arts) 4. **Kings Highway Assembly (1600 Kings Hwy)** 5. **Kidd Springs Assembly** (Now Bishop Heights) 6. **Northhills Assembly**	The sites' preparation for future development activities is complete. The developer deposited $1 million into the Davis Garden TIF District Increment for future infrastructure projects within the District.	December 2011 See units status in non TIF table on page 11	1. Chateau Crete Assembly (54 units) 2. Acorn Tree Assembly (57 units planned) 3. Cliffwood Assembly Bell Bishop Arts (207 units) 4. Kings Highway Assembly (35 units) 5. Kidd Springs Assembly (48 units) 6. Northhills Assembly (Sold)	**1. Chateau Crete Assembly** $18,824,810 (current assessed value) 2. **Acorn Tree Assembly** 2105 West Davis Street $342,240 (assessed value) 2211 West Davis Street $1,053,900 (assessed value) 3. **Cliffwood Assembly** 1836 West Davis Street $25,750,000 (assessed value) 4. **Kings Highway Assembly** 1622 Kings Highway $11,928,490 (assessed value) 5. **Kidd Springs Assembly** ($19,978,350 (current assessed value) 6. **Northhills Assembly** 640 North Plymouth Road $546,880 (assessed value)	$4,008,247

Projects within the Davis Garden TIF District utilizing TIF Funding

Project	Location	Status	Date Completed	Units/Square Feet[1]	Approximate Investment / Assessed Value[2]	TIF Investment[3]
I-30 Frontage Road Design project (engineering and design for Phase 1 of a new eastbound frontage road)	South side of I-30 between Cockrell Hill Road and Westmoreland Road	Complete	September 2012	N/A	$436,919 (approximate investment)	$436,919
Taylors Farm multi-family housing project (environmental remediation, infrastructure and public right-of-way improvements)[4]	1150 Pinnacle Park Boulevard	Complete	October 2011	160 units (144 units are designated for affordable housing)	$6,200,000 (assessed value)	$2,071,197
Hillside West senior housing project (environmental remediation and infrastructure improvements)[4]	3757 Falls Bluff Drive (formerly 4512 West Davis Street)	Complete	August 2013	130 units (each unit is affordable housing)	$3,622,590 (assessed value)	$1,600,000
Residence Inn Hotel (*part of The Canyon*)	1600 N Westmoreland	Complete	Spring 2018	103 room hotel	$11,180,390 (assessed value)	N/A
The Canyon in Oak Cliff	196 acres of undeveloped property located southwest of Interstate Highway 30 and North Westmoreland Road	The project's Infrastructure Improvements are underway.	Ongoing	2,762 residential units (represents a to be determined mix of for-sale and rental units); 368,296 square feet of retail space (incl 11,324 square feet restaurant space under const); and 48,200 square feet of flex/retail space	$472,000,000 (approximate planned investment)	$128,875,756 in total funding (up to $69,808,000 in future TIF revenues plus a grant up to $59,067,756 pursuant to the Davis Garden TIF District Grant Program)
Kessler Theater Renovation project (environmental remediation and demolition, historical façade, and infrastructure improvements)	1214 West Davis Street and 1215 West 7th Street	Phase I of the project (environmental remediation and demolition activities and historical façade improvements) are complete. Phase II of the project (infrastructure improvements)	December 2012 (Phase I) June 2015 (Phase II)	6,300 square feet of office and retail space; and 5,100 square foot entertainment venue	$451,170 (assessed valued) *$1,358,293 (approximate investment)*	$199,643 [$136,343 due to the sustainable development grant that the project received from the North Central Texas Council of Governments ("NCTCOG")]

Projects within the Davis Garden TIF District utilizing TIF Funding

Project	Location	Status	Date Completed	Units/Square Feet[1]	Approximate Investment / Assessed Value[2]	TIF Investment[3]
		are complete				
			Total	**290 units completed; 2,762 residential units planned; 10,400 square feet theater/retail space complete; 11,324 square feet restaurant space under construction; 356,972 square feet of retail space planned; and 48,200 square feet of flex/retail space planned; and 103 hotel rooms-completed**	**$61,864,867 (assessed value);** **$2,107,860 (approximate public investment)** **$472,000,000 (planned investment)**	**$12,354,524 (TIF funding committed for projects)** **Up to $128,875,756 In future TIF funding committed for Canyon Project (based on increment generated)**

[1] Based upon either the TIF application or required minimum stated in the development agreement. May be updated for completed projects based on actual unit mix and square footage.

[2] Based upon A) market value of comparable projects for anticipated projects, B) private investment stated in the development agreement for projects that are approved or under construction, or C) DCAD market value for completed projects as of September 30, 2018 (unless project has not yet been assessed).Values may not be fully captured by the TIF district for redevelopment projects once pre-existing value and/or the demolition of structures is netted out.

[3] TBD indicates that development agreement has not yet been adopted and TIF investment is yet to be determined.

[4] Per the TIF program mixed-income housing requirement, the project is providing at least 20% of units as affordable. Hillside West and Taylor Farms projects also include Low Income Housing Tax Credits (LIHTC) that have additional requirements.

Projects within the Davis Garden TIF District not utilizing TIF Funding

Project	Location	Status	Date Completed	Units/Square Feet[1]	Approximate Investment / Assessed Value[2]	TIF Investment[3]
Bolsa Restaurant (converted from the Settles Garage)	614 West Davis	Complete	December 2007	3,879 square feet of office and restaurant space	$145,630 (assessed value)	$0
Bolsa Mercado (converted from the Kemp Garage)	632 West Davis	Complete	June 2008	4,000 square feet of office/show room space	$170,000 (assessed value)	$0
Bell Bishop Arts Apartments	1836 West Davis (former Cliffwood Assembly)	Complete	December 2012	207 units	$25,750,000 (assessed value)	$0
I-30 Frontage Road Construction project	South side of I-30 between Cockrell Hill Road and Westmoreland Road	Complete	March 2013	N/A	*$10,573,794 (Infrastructure/ not taxable)*	$0
Oak Cliff Coffee Roasters (converted from Miguel's Auto Body Shop)	817 West Davis Street	Complete	July 2013	3,920 square feet of retail space	$208,370 (assessed value)	$0
Shared workspace - Common Desk	633 West Davis Street	Complete	June 2015	10,400 square feet of retail space	$395,000 (assessed value)	$0
Oil and Cotton and Davis Street Espresso (converted from Miguel's Auto Body Shop)	819 West Davis Street	Complete	June 2015	2,600 square feet of retail space	$222,850 (assessed value)	$0
bbbop Seoul Kitchen (conversion from an automotive garage)	828 West Davis Street	Complete	April 2016	3,280 square feet of restaurant space	$498,560 (assessed value)	$0
West Davis Village (renovation of retail strip)	1314 West Davis Street	Complete	April 2016	14,580 square feet of retail space	$1,429,000 (assessed value)	$0
Retail Strip	600/610 N. Tyler	Complete	August 2016	20,048 square feet of restaurant space	$1,206,990 (assessed value)	$0

Projects within the Davis Garden TIF District not utilizing TIF Funding

Project	Location	Status	Date Completed	Units/Square Feet[1]	Approximate Investment / Assessed Value[2]	TIF Investment[3]
1600 Kings Highway	Kings Highway, Mary Cliff Road, Vaughan Court, Bassett Place, Kyle Avenue	30 homes complete; 5 planned	December 2018	35 detached units	$11,928,490 (current assessed value)	$0
Bishop Heights	Cedar Hill Avenue; North Van Buren Avenue; West 5th Street; Crutchfield Lane; Bishop Heights Lane; Harvey Lane	48 homes complete	December 2018	48 detached units	$19,978,350 (current assessed value)	$0
High Grove at West Kessler	Stevens Forest Drive; Stevens Bluff Lane; High Garden Place; Wood Ledge Place; Woodland Height Place; Kessler Heights Lane	50 homes complete; 4 planned	December 2020	54 detached units	$18,824,810 (current assessed value)	$0
Kessler Reserve	Cedar Hill Avenue; Kessler Reserve Court	13 homes complete; 3 planned	December 2018	16 detached units	$12,790,980 (current assessed value)	$0
Acorn Tree Site	Stevens Village Drive	57 homes planned	December 2021	57 detached units	TBD	$0
			Total	**348 residential units complete, 69 residential units planned; 62,707 square feet of commercial space complete**	**$475,140,442 (current assessed value)** **$10,573,794 (approximate infrastructure, non-taxable investment)**	**$0**

[1] *Based upon either the TIF application or required minimum stated in the development agreement. May be updated for completed projects based on actual unit mix and square footage.*

[2] *Based upon A) market value of comparable projects for anticipated projects, B) private investment stated in the development agreement for projects that are approved or under construction, or C) DCAD market value for completed projects as of September 30, 2018 (unless project has not yet been assessed).Values may not be fully captured by the TIF district for redevelopment projects once pre-existing value and/or the demolition of structures is netted out.*

[3] *TBD indicates that development agreement has not yet been adopted and TIF investment is yet to be determined.*

District Initiatives				
Activity	**Scope**	**Status**	**Investment**	**Source**
North Oak Cliff Street Car Extension	Benefits provided through the North Oak Cliff Streetcar system to the Davis Garden TIF District real estate. Extension of the startup line from Methodist Regional Medical Center to Davis Street at Zang Boulevard.	Completed August 2016	$15,000,000 for added segment $3,000,000 (for operations/ maintenance)	Texas Mobility Funds Davis Garden TIF District Grant Program
Tyler-Polk Two-Way Conversion	Convert Tyler and Polk streets to two-way operations from Canty to Pembroke Streets	Planned for completion March 2020	$3,100,000	2006/2012 City bond program Davis Garden TIF
Rosemont Plaza	Pocket Park at Rosemont and West Davis Streets	Completed September 2015	$395,659	Davis Garden TIF
Rosemont Safe Routes	Streetscape/roadway improvements adjacent to Rosemont campus	Completed September 2015	$115,569	Davis Garden TIF
Rosemont Safe Routes to School – design/engineering	Engineering study for additional pedestrian, traffic calming and bicycle improvements	Design underway	$69,566 $17,392	Texas Department of Transportation (TXDOT) Transportation Alternatives Program Davis Garden TIF
		Total Investment	**$21,698,186**	

Mixed-Income Housing Summary

Successful development efforts support a variety of housing options. Accordingly, twenty percent (20%) of all housing units in projects using direct site-specific TIF funding assistance are subject to the City's and County's established criteria for mixed income housing. In the Davis Garden TIF District, as part of TIF funding, a total of 290 units have been built to date and 274 (94.5%) are currently set-aside as affordable.

An additional 348 units were constructed without TIF financial assistance and 69 units are planned. The ratio of affordable housing to all housing added to the TIF District is forty percent (40%). Deed restrictions are in place to ensure that twenty percent of all units constructed in the Canyon sub-district are affordable under the TIF Mixed Income Housing Guidelines.

Value and Increment Revenue Summary

The Davis Garden TIF District's 2018 assessed taxable value was $295,167,166. This represents an increase of $157,332,569 (114%) over its adjusted base value of $137,834,597 and an increase of $44,987,613 (18%) over its final taxable value for the previous year. With the City and Dallas County's participation, the increase over the adjusted base value will result in the collection of approximately $1,391,180 in total incremental revenue for the District.

Objectives, Programs and Success Indicators



The Bell Bishop Arts Apartments was completed during FY 2013. The multi-family development was built on the Cliffwood Assembly's former site.
(Source: City of Dallas)

The Davis Garden Final Project Plan and Reinvestment Zone Financing Plan was approved on February 27, 2008, as amended. The plan's defined development goals are provided below:

- Utilize TIF funding to encourage needed horizontal improvements and site preparation in the District. This includes environmental remediation and demolition of structurally and functionally obsolete structures to set the stage for future redevelopment activities as described in this plan.

The environmental remediation and demolition of six obsolete apartment complexes (1,503 units) have been completed since the District's creation. The complexes' former sites were prepared for future redevelopment activities that are now nearly complete.

- Utilize TIF funding to encourage the needed redevelopment of the large area (The Canyon) located southwest of the intersection of Interstate Highway 30 and North Westmoreland Road.

  The following progress has been made since the District's creation:

  – *SLF III – The Canyon TIF, L.P.'s the Canyon in Oak Cliff project was approved by City Council on June 8, 2011. The project, which consists of the construction of public infrastructure improvements on approximately 196 acres of undeveloped land within the area, is currently in progress.*

  – *GFD Opportunity I, LLC's Taylors Farm project (160 multi-family units), which was approved by City Council on November 9, 2009, was completed during FY 2012.*

  – *GFD Opportunity II, LLC's Hillside West project (130 senior housing units), which was approved by City Council on April 28, 2010, was completed during FY 2013.*

  – *A Residence Inn by Marriott containing 103-rooms was completed in 2018.*

  – *Two restaurant spaces (Olive Garden and Buffalo Wild Wings) were under construction this past year.*



GFD Opportunity I, LLC completed the Taylors Farm project during FY 2012.
(Source: GFD Opportunity I, LLC)

- Create additional taxable value attributed to new private development and appreciation totaling approximately $1.7 billion over the District's 32-year life.

  Added value for the District as of the 2018 tax year totals $157,332,569 (9% of the goal). The development timeline in Sub-District A (the Canyon) has been much slower than projected, limiting property value increases and incremental revenue collections for the Davis Garden TIF District. There is still a lengthy period for additional revenue to be collected; the Davis Garden TIF District does not expire until 2039.



GFD Opportunity II, LLC completed the Hillside West project during FY 2013.
(Source: GFD Opportunity II, LLC)

- Attract new private development in the District by replacing approximately 2,100 residential units with new residential units that will establish a more sustainable mix of for-sale and rental units; add approximately 6,600 residential units to increase population density in the area; and develop approximately 663,300 square feet of retail space and 1,245,000 square feet of other commercial space.

Preparation of six sites for future redevelopment activities which included the demolition of 1,503 outdated apartment units (71.6 % of the goal) has occurred since the District's creation. Since the District's creation, 638 new residential units have been built throughout the District. An additional 69 units are planned. The mix of units (both complete and planned) includes 210 for-sale units and 497 multi-family units. Of the 638 completed units, 274 (43%) are designated for affordable housing as part of the Taylors Farm and Hillside West projects.

Retail and restaurant conversions have been steady in Sub-District B resulting in 73,107 square feet of renovated space (11% of the goal). These projects greatly increased commercial activity in the West Davis Corridor. Limited retail development has occurred in the Canyon (Sub-District A) with 11,324 square feet of restaurant space under construction.



The renovated Kessler Theater.
(Source: Dallas Office of Economic Development)



BBBop Seoul Restaurant was converted from an automotive garage.
(Source: Dallas Office of Economic Development)



The shops of West Davis Village. (Source: Dallas Office of Economic Development)

- Diversify housing options within the District by increasing homeownership opportunities while maintaining an affordable housing component of no less than 20% of all new units built throughout the Davis Garden TIF District.

- Encourage the redevelopment of properties along the West Davis Street, Fort Worth Avenue, North Westmoreland Road and Hampton Road corridors for new residential and commercial uses that feature enhanced urban design standards which are complementary to the historic and conservation districts in the immediate area.

    The following progress has been made since the District's creation:

    – *Site preparation has been completed for the redevelopment of six sites throughout the District. This includes three sites located along West Davis Street. The redevelopment of one site (the Cliffwood Assembly) is complete while two others (the Acorn Tree and Northhills Assembly) are prime for future development.*

    – *The City of Dallas Design Studio has completed a study of the West Davis Street Corridor. The findings are being used to develop a plan for public improvements along West Davis Street.*

- Sustain the stability of local schools while redevelopment activities occur within the area's neighborhoods by encouraging strong communication between the Dallas Independent School District and area developers.

    Staff is working closely with neighborhood schools to coordinate redevelopment activities with the schools' needs. This includes meeting with the principal of the Rosemont Elementary and Primary Schools as part of the planning process for the Rosemont Safe Routes to School Project.

- Diversify commercial and retail uses in the District by restoring historic commercial buildings and finding redevelopment options for commercial structures that are architecturally less significant.

    The Kessler Theater and the buildings occupied by Bolsa, the Common Desk, Oak Cliff Coffee Roasters, and Oil and Cotton/Davis Street Espresso are properties with historic significance that have been renovated or converted for commercial use since the District's creation:

    – *The Settles Garage has been converted into the Bolsa Restaurant and approximately 1,850 square feet of office space.*

- *The Kemp Garage has been converted into approximately 4,000 square feet of commercial space that was occupied by Bolsa Mercado.*

- *The retail building at 633 West Davis Street has converted into approximately 10,400 square feet of shared workspace that is occupied by the Common Desk.*

- *The renovated Kessler Theater contains office and retail space for independent businesses, an instructional arts center for children and a performance venue.*

- *The automotive garages that comprised Miguel's Auto Body Shop has been converted into two properties. The first of which is occupied by the Oak Cliff Coffee Roasters. It contains a coffee roaster and 1,300 square foot café. The second building is occupied by Oil and Cotton and Davis Street Espresso.*



Oil and Cotton and Davis Street Espresso (image below, inside) were converted from Miguel's Auto Body Shop. (Source: Dallas Office of Economic Development)



- Provide opportunities for needed basic retail such as grocery stores, national tenants and diversify retail shopping.

  Property in the West Davis Street corridor is successfully diversifying. It was hoped that the land in the Canyon sub-district was suited for additional grocery space and larger retail operations due to its visibility and accessibility. Limited retail space and an Olive Garden has been developed in the Canyon sub-district to date.

- Improve recreational opportunities and connections to City trails and open space within the District while providing better connections to County trails and other recreational amenities in the area.

The following progress has been made since the District's creation:

- *The Twelve Hills Nature Center*, Inc.*'s Urban Prairie Trailhead project, which was approved by City Council on October 14, 2009, was completed during FY 2010.*

- *Work has been completed on the Coombs Creek Trail along Kessler Parkway from Sylvan Avenue to Colorado Boulevard, Colorado Boulevard from Kessler Parkway to Plymouth Road and Plymouth Road from Colorado Boulevard to Hampton Road. The project was funded by the General Obligation Bond Funds.*

- *Approximately $8 million in upgrades for Stevens Park Golf Course were completed during FY 2012. The upgrades were funded by several funding sources including the 2003 and 2006 Bond Fund programs.*



Twelve Hills Nature Center's Urban Prairie Trailhead project
(Source: City of Dallas)

  A new pavilion at Kidd Springs Park was completed in 2015 funded by the 2006 Bond Fund program. In addition, a new aquatics center at Kidd Springs Park is under construction and is slated to open summer 2019. Proceeds from the Elgin B. Robertson land sale provided funding for several regional family aquatic centers throughout the City.

- *Shared bicycle lanes are included in the new section of Colorado Boulevard, located in the Canyon sub-district between IH-30 and Westmoreland Road.*

- Improve transportation including but not limited to hike and bike trails, bus, trolley, streetcar, and freeway access, street improvements and construction of new public streets and thoroughfares.

  The following progress has been made since the District's creation:

  – *City Council approved a project pertaining to the design for Phase 1 of a new eastbound frontage road for I-30 located between Cockrell Hill Road and Westmoreland Road during FY 2011. The design and construction of the frontage road were completed during fiscal years 2012 and 2013, respectively.*

  – *SLF III – The Canyon TIF, L.P.'s North Oak Cliff Streetcar Extension project was approved by City Council during FY 2011. The project's approval will provide funding to extend the North Oak Cliff Streetcar system to Davis Garden TIF District.*

  – *Tyler-Polk Two-Way street conversion – Returns traffic operations on Tyler and Polk Streets between Canty and Pembroke Streets to two-way operations. This project is scheduled for completion in 2019.*

  – *During FY 2012 the Davis Garden TIF Board made the following recommendations concerning the best utilization for SLF's $1 million deposit into the Davis Garden TIF Increment Fund for future TIF infrastructure improvements that benefit the District in lieu of the developer constructing median improvements, streetscape or other public improvements (note: funding includes interest earnings):*

    o Matching Funds for the Kessler Theater project's infrastructure improvements component – approximately $60,000 in TIF funding leveraged an additional $179,200 in matching funds from TxDOT (NCTCOG Grant). The funds are being used to construct streetscape improvements outside the theater along West Davis and Clinton Streets.

      The project was completed FY 2015.

    o Rosemont Plaza Project – comprised the closure of the diagonal portion of 7th Street between Mary Cliff Road/West Davis Street and Montclair Avenue to create a pedestrian plaza that combined the abandoned right-of-way with two small triangular medians to create a larger pedestrian plaza. Estimated Project Budget – $395,659

      The project was completed FY 2015.

- Rosemont Safe Routes to School Project – improved bicycle safety in the vicinity of schools through improved routing, signage and pedestrian amenities. The project consists of sidewalk improvements on the north side of Stevens Forest Drive, a 10' bike trail that connects the sidewalk on Mary Cliff Road to the internal drive for the Rosemont Chris Semos Campus (through DISD property) and sidewalk improvements along Mary Cliff Road. Estimated Project Budget – $115,569

  The project was completed FY 2015.

- Davis Corridor Urban Design Study – the study was conducted by the City of Dallas Design Studio. The study's findings were used to develop a concept for reconfiguring West Davis Street between Montclair Avenue and Zang Boulevard. Estimated Project Budget – $35,880

  The project was completed FY 2014.

- Tyler/Polk Two-Way Conversion – TIF funds were contributed to this project to cover shortfalls in bond financing – $408,470

- In FY 2018 the Rosemont Safe Routes to School design/engineering study funded by TXDOT and local match funds from the TIF District is underway to set the stage for additional pedestrian, traffic calming and bicycle improvements.

- Generate approximately $103.7 million (2008 NPV dollars) in real property tax increment for the TIF Fund over 32 years of collections.

  The District's assessed property value has increased 114% over its adjusted base value. Increased values have generated approximately $981,334 in NPV collections (0.9% of the goal).

Year-End Summary of Meetings

The Davis Garden TIF District Board of Directors met once during the fiscal year from October 1, 2017 to September 30, 2018. The Board approved and forwarded one item to City Council.

Based on amended composition the Davis Garden TIF Board can consist of up to seven members, including six City of Dallas appointees and one from Dallas County. The board met once during the fiscal year. Here is attendance for the board members:

- Jonathan R. Braddick – City appointee (attended meeting)
- Adam Balzadua – City appointee (attended meeting)
- Dan Hunt – City appointee (attended meeting)
- Andrew Howard – City appointee (attended meeting)
- Rick Loessberg – Dallas County representative (attended meeting)
- Luis Basalo – City appointee (did not attend meeting)

The Dallas City Council approved two items related to the District during the fiscal year. Items are summarized below:

- On February 28, 2018, City Council approved Resolution 18-0361 accepting the FY 2016-2017 Annual Report on the status of Tax Increment Financing Reinvestment Zone Number Sixteen, (Davis Garden TIF District), submitted by the Davis Garden TIF District's Board of Directors, and authorizing the City Manager to submit the annual report to the Chief Executive Officer of each taxing jurisdiction that levies taxes on real property in the District, and to the State Comptroller, as required by state law - Financing: No cost consideration to the City.

- On April 25, 2018, City Council approved Resolution 18-0624 authorizing an Interlocal Agreement with North Central Texas Council of Governments related to the transfer of ownership of Transportation Investments Generating Economic Recovery funded Modern Streetcar Project assets and streetcar project-related funds; (2) the receipt and deposit of funds from SLF III - The Canyon TIF, L.P. in an amount not to exceed $3,000,000 in the Streetcar Developer Fund; (3) the establishment of appropriations in an amount not to exceed $535,000 in the Streetcar Developer Fund; and (4) payment to Dallas Area Rapid Transit for operation and maintenance costs for the Dallas Streetcar System for Fiscal Year 2018 - Total not to exceed $1,510,000 - Financing: General Funds ($975,000) and Streetcar Developer Funds ($535,000)

Pending TIF Items

The Davis Garden TIF District's pending items include the following:

- Approval of the FY 2017-2018 Annual Report

Budget and Spending Status

The Davis Garden TIF District's Project Plan and Reinvestment Zone Financing Plan established a budget for public improvement expenditures that are necessary to support private investment. The District's budget and spending to date are provided on the following charts:

Davis Garden TIF District
Projected Increment Revenues to Retire TIF Fund Obligations

Category	TIF Budget (Total Dollars)	Allocated	Balance
Infrastructure Improvements	$94,494,014	$8,082,206	$90,411,808
Environmental Remediation/Demolition	$12,749,240	$3,313,246	$9,435,994
Affordable Housing	$35,343,370	$4,671,197	$30,672,173
Historic Façade Restoration	$5,772,316	+$86,535	$5,685,781
District Wide Improvements - Parks, Open space, Trails, Trolley/Streetcar	$12,924,033	$3,088,145	$9,835,888
The Canyon in Oak Cliff Improvements*	$136,491,388	$128,875,756	$0
Administration and Implementation**	$5,566,956	$738,586	$4,828,370
Total Project Costs	**$303,341,317**	**$148,855,671**	**$154,485,646**

All values are estimated expenditures based on Annual TIF Project Costs and Debt Service schedules. These values depend on timing of projects and will fluctuate. An interest rate of 5% is used throughout the TIF term.

**Amount will be reduced if other sources of improvement funds are identified and allocated to The Canyon.*

***TIF administration costs shown are expensed through FY 2017-2018.*

Davis Garden TIF District Project Plan Budget (NPV Values)	
Category	**TIF Budget (NPV)**
Infrastructure Improvements	$33,219,568
Environmental Remediation/Demolition	$4,300,000
Affordable Housing	$11,920,435
Historic Façade Restoration	$1,946,858
District Wide Improvements - Parks, Open space, Trails, Trolley/Streetcar	$4,358,953
The Canyon in Oak Cliff Improvements *	$46,035,132
Administration and Implementation	$1,877,595
Total Project Costs	**$103,658,541**

All values discounted to 2008 dollars at 5% annually. Actual expenditure values will depend on the timing of project costs.

** Amount will be reduced if other sources of improvement funds are identified and allocated to The Canyon in Oak Cliff.*

Davis Garden TIF District M/WBE Participation			
Project	**Contractor**	**Total Contract Award Amount**	**Percentage Minority Participation**
SLF Horizontal Public Improvements (Goal – 25%)	Varies	$2,080,979	48.43%
Kessler Theater Public Improvements – (Goal – 25%)	Varies	$88,141	44.77%
Kessler Theater – Private – (Goal – 10%)	Varies	$1,002,073	12.57%
Total - Public		**$2,169,120**	**48.28%**
Total - Private		**$1,002,073**	**12.57%**
Total – All		**$3,171,193**	**37.0%**

FY 2018-2019 Work Program

The FY 2019 work program for the Davis Garden TIF District includes:

- Encourage development projects within the District in accordance with its final Project Plan and Reinvestment Zone Financing Plan

- Work with staff in the Department of Public Works and Department of Transportation concerning the conversion of North Polk and North Tyler Streets into two-way operations and Rosemont Safe Routes related pedestrian/bike improvement projects.

Appendix A – Financials

City of Dallas, Texas
Davis Garden Tax Increment Financing District Fund
Reinvestment Zone Number Sixteen
As of September 30, 2018

Chapter 311.016 of V.C.T.A. requires the following information as part of the annual report on the status of the TIF District. Information is contained in detail on the attached financial statements.

1. Amount and source of revenue in the tax increment fund established for the zone:

$0	Interest Income
$941,100	Ad Valorem Taxes (Collected in FY'2017-18 based on 2017 Final Tax Roll)
$941,100	**Total Revenue**

2. Amount and purpose of expenditures from the fund:

$20,967	Administrative Expense
$1,350	Non-Capital outlay (*)
$3,076	Capital outlay (**)
$0	Additional Subsidy in Form of Grant (in lieu of interest expense)
$25,393	**Total Expenditures**

* Non-Capital Outlay expenditures includes $135.10 advertising fees and $1,214.83 relates to PNV Design Studio cost reimbursement to General Fund.

** Capital Outlay expenditures includes design services for Rosemont Safe Routes Project. The Davis Garden TIF funding in the amount of $17,391.40 was approved by CR 18-0527 dated April 11, 2018 for Rosemont Safe Routes Project.

3. The zone began reimbursing the General Fund for TIF administration costs in fiscal year 2009-10.

4. a. Amount of Principal and Interest due-on outstanding bonded indebtedness:
Davis Garden TIF District has incurred no bonded indebtedness as of September 30, 2018.

b. The Zone entered into an agreement with SLF III – The Davis Garden TIF, L.P. to dedicate an amount not to exceed $4,008,247 for horizontal development work throughout the TIF District. The project was completed in fiscal year 2012. Reimbursement of its TIF-eligible project costs are as follows as of September 30, 2018

Developer	Project Name	Principal TIF Award	Payment To Date	Net Balance Due
SLF III-Davis Garden TIF, L.P.	Horizontal Development	$4,008,247	$961,576	$3,046,671
	Total	**$4,008,247**	**$961,576**	**$3,046,671**

Payment to date to SLF III-Davis Garden TIF LP includes fiscal year 2016 payment of $166,336 and fiscal year 2017 payment of $795,240 principal amount. Fiscal Year 2017 accrued payment of $795,240 was paid in fiscal year 2018.

c. The Zone entered into an agreement with Twelve Hills Nature Center, Inc. to dedicate an amount not to exceed $118,820 for the Twelve Hills Nature Center's Urban Prairie Trailhead project. The project was completed in fiscal year 2010. Reimbursement its TIF-eligible project costs will begin upon the availability of TIF funds from future increment collections.

d. The Zone entered into an agreement with GFD Opportunity I, LLC to dedicate an amount not to exceed $2,071,197 for the Taylors Farm project. The project was completed in fiscal year 2012. Reimbursement of its TIF-eligible project costs will begin upon the availability of TIF funds from future increment collections.

e. The Zone entered into an agreement with SLF III – The Canyon TIF, L.P. to dedicate an amount not to exceed $436,919 for the I-30 Frontage Road Design project. The project was completed in fiscal year 2012. Reimbursement of its TIF-eligible project costs will begin upon the availability of TIF funds from future increment collections.

f. The Zone entered into an agreement with Kessler Theater, LLC to dedicate an amount not to exceed $136,343 for the Kessler Theater project. The project has been completed and reimbursement of its TIF-eligible project costs will begin upon the availability of TIF funds.

g. The Zone entered into a development agreement with GFD Opportunity II, LLC to dedicate an amount not to exceed $1,600,000 for the Hillside West project. The project was completed in fiscal year 2013. Reimbursement of its TIF-eligible project costs will begin upon the availability of TIF funds from future increment collections.

h. The Zone entered into an agreement with SLF III – The Canyon TIF, L.P. to dedicate an amount not to exceed $128,875,756 for The Canyon In Oak Cliff project. The project is underway. Reimbursement of its TIF-eligible project costs will begin after applicable conditions for payment have been met, subject to the availability of TIF funds.

i. The Zone entered into an agreement with SLF III – The Canyon TIF, L.P. to dedicate an amount not to exceed $3,000,000 for the North Oak Cliff Streetcar Extension project. The project is complete and reimbursement of the project's TIF-eligible project costs will begin subject to the availability of TIF funds.

j. The Zone previously received authorization to enter into a development agreement with Davis Street Market, LP to dedicate an amount not to exceed $4,000,000 for the Davis Street Market project; however, the project did not move forward and a cancellation letter was issued in 2015.

5. Tax increment base and current captured appraised value retained by the zone:

Taxing Jurisdiction	Taxable Value 2018*	Base Year 1996 Value	Est. Captured Value 2018**
City of Dallas	$295,167,166	$137,834,597	$157,332,569
Dallas County	$297,607,985	$137,795,687	$159,812,298

* 2018 taxable value shown for taxing participating jurisdictions. County values are approximate and will vary slightly from the City value due to different exemption levels.
****** Based on Certified Taxable Values. Final values will be determined on February 01, 2019.

6. Captured appraised value by the municipality and other taxing units, the total amount of the tax increment received, and any additional information necessary to demonstrate compliance with the tax increment financing plan adopted by the governing body of the municipality:

A. Estimated tax increment shared by the municipality and other participating taxing jurisdictions:

Taxing Jurisdiction	Assessment Per $100***	Amount of Estimated 2018 Increment***
City of Dallas	0.69903	$1,099,802
Dallas County	0.18233	$291,378
Total for all Jurisdictions	$0.88136	$1,391,180

*** Participation rate for Dallas County is 0% for tax year 2008, 55% for tax years 2009 to 2011 and 75% thereafter. City of Dallas participates at variable rates as follows:

Tax Year	Rate
2008	0%
2009 - 2010	55%
2011	70%
2012 - 2029	90%

B. The total amount of estimated tax increment to be billed for the 2018 tax year is $1,391,180. For the 2017 tax year, increment in the amount of $941,100 was received.

City of Dallas, Texas
Davis Garden Tax Increment Financing District Fund
Balance Sheet as of September 30, 2018 (Unaudited)
With Comparative Totals for September 30, 2017, 2016, 2015, and 2014 (Audited)

	2018	2017	2016	2015	2014
Assets:					
Pooled cash and cash equivalents	$1,629,624	$1,586,737	$1,132,645	$964,430	$1,012,178
Interest receivable	$0	$0	$0	$0	$0
Total assets	$1,629,624	$1,586,737	$1,132,645	$964,430	$1,012,178
Liabilities and Fund Balance (Deficit):					
Liabilities:					
Accounts and contracts payable	$1,924	$795,240	$166,336	$34,458	$0
Advances from developers	$0	$0	$0	$0	$0
Due to general fund	$0	$79,505	$79,505	$261,505	$261,505
Accrued liability	$0	$0	$0	$19,771	$0
Total liabilities	$1,924	$874,745	$245,840	$315,733	$261,505
Fund Balance (Deficit):					
Fund Balance (Deficit)	$1,627,700	$711,993	$886,805	$648,697	$750,674
Total Liabilities and Fund Equity	$1,629,624	$1,586,737	$1,132,645	$964,430	$1,012,178
	$0	$0	$0	$0	$0

City of Dallas, Texas
Davis Garden Tax Increment Financing District Fund
Statement of Revenues, Expenditures and Changes in Fund Balance (Deficit)
Balance Sheet as of September 30, 2018 (Unaudited)
With Comparative Totals for September 30, 2017, 2016, 2015, and 2014 (Audited)

	ITD	2018	2017	2016	2015	2014
Revenues:						
Tax increment-Governmental	$2,394,333	$785,108	$561,836	$404,087	$318,328	$145,090
Tax increment-Intergovernmental	$515,262	$155,992	$113,202	$72,941	$66,217	$33,802
Developer participation/Other income	$1,000,162	$0	$0	$0	$0	$161
Interest income	$0	$0	$0	$0	$0	$0
Net increase (decrease) in fair value of investments	($0)	$0	$0	$0	$0	$0
Total revenues	$3,909,757	$941,100	$675,037	$477,028	$384,545	$179,053
Expenditures:						
Administrative expenses	$738,586	$20,967	$54,610	$38,642	$53,511	$65,972
Non-Capital Outlay	$997,665	$1,350	$795,240	$168,944	$1,855	$276
Capital outlay	$545,805	$3,076	$0	$31,334	$431,155	$27,973
Interest and fiscal charges	$0	$0	$0	$0	$0	$0
Total expenditures	$2,282,057	$25,393	$849,850	$238,920	$486,522	$94,221
Excess (Deficiency) of Revenues over Expenditures	$1,627,700	$915,707	($174,812)	$238,108	($101,977)	$84,831
Fund balance (Deficit) at beginning of year as previously reported	$0	$711,993	$886,805	$648,697	$750,674	$665,842
Fund balance (Deficit) at beginning of year, as restated	$0	$711,993	$886,805	$648,697	$750,674	$665,842
Fund balance (deficit) at end of year	$1,627,700	$1,627,700	$711,993	$886,805	$648,697	$750,674

Note: Fiscal year 2017-18 unaudited financial statements are based on preliminary close numbers and are subject to review by the City Controller's Office prior to approval by the City Council. In case of any material changes, TIF board will be provided with the updated financial statements.

Notes to Financials

City of Dallas, Texas
Davis Garden Tax Increment Financing District
Notes to Financial Statements for the Year Ended September 30, 2018

1. The measurement focus used for the TIF Zone fund is a flow of financial resources. The financial statements are prepared using the modified accrual basis of accounting. Under the modified accrual basis of accounting, tax increment revenues and interest are recognized as revenue when they become both "measurable" and "available" to finance expenditures of the current period. Expenditures are recognized when the liability is incurred.

2. State statute requires that each taxing jurisdiction remit its ad valorem taxes to the Zone by May 1 of each year (remittance to occur no more than 90 days after taxes for the jurisdiction become delinquent).

3. The TIF's cash balances are invested in the City's investment pool and include amounts in demand deposits as well as short-term investments. Pooled investments and short-term non-pooled investments are treated as cash equivalents. Investment income on the pooled investments is prorated monthly based upon the average daily cash balance in each fund.

4. The Zone's Financial Plan permits expenditures not to exceed $5,566,956 (in current $) over the life of the TIF to reimburse the City for administrative costs. The Zone began reimbursing the general fund in fiscal year 2009-10. Any future remittance for administrative expenses would come from excess cash as tax increment revenue increases as a result of increased assessed values.

5. All project costs resulting in capital improvements that are owned by the City are capitalized by the City.

Appendix B – Financial Obligations/Estimated Payoff

Davis Garden TIF District
Allocation of Shared Increment

					Priority #2 - Affordable Housing			Priority #3 - $4M				Priority # 4			
					Individual Increment								Reimbursement		Individual Incremen
	Inc		Inc -	AH Set	Taylor	Hillside	Total Ind.	Initial $4M	Avail	Avail	DW Set	Twelve Hills	The Streetcar	Kessler	IH-30
FY	Proj	Admin	Admin	Aside (20%)	Farms	West	Increment	Funding commitment	Canyon	Non Canyon	Aside (5%)	Nature Center	Project	Theater	Frontage Rd.
2016	$688,103	$110,000	$578,103	$41,584	$18,388	$23,195	$41,584	$166,336			$0	$0	$0	$0	$0
2017	$998,409	$110,000	$888,409	$199,682	$87,860	$111,822	$199,682	$688,727			$0	$0	$0	$0	$0
2018	$1,391,181	$110,000	$1,281,181	$278,236	$122,424	$155,812	$278,236	$1,002,945			$0	$0	$0	$0	$0
2019	$2,149,149	$110,000	$2,039,149	$429,830	$189,125	$240,705	$429,830	$1,609,320			$0	$0	$0	$0	$0
2020	$3,636,054	$110,000	$3,526,054	$727,211	$319,973	$407,238	$727,211	$532,673	$567,446	$1,394,150	$176,303	$118,820	$225,714	$136,343	$0
2021	$6,352,235	$110,000	$6,242,235	$1,270,447	$558,997	$661,227	$1,220,224	$0	$596,817	$3,465,187	$312,112	$0	$523,663	$0	$436,343
2022	$10,271,794	$110,000	$10,161,794	$2,054,359	$1,499,764	$0	$1,499,764	$0	$1,552,858	$7,109,172	$508,090	$0	$1,478,853	$0	$0
2023	$14,515,059	$110,000	$14,405,059	$2,903,012	$0	$0	$0	$0	$4,741,771	$9,663,288	$720,253	$0	$300,000	$0	$0
2024	$16,185,197	$110,000	$16,075,197	$0	$0	$0	$0	$0	$7,737,598	$8,337,598	$803,760	$0	$300,000	$0	$0
2025	$17,345,524	$110,000	$17,235,524	$0	$0	$0	$0	$0	$8,445,992	$8,789,532	$861,776	$0	$171,770	$0	$0
2026	$17,629,284	$110,000	$17,519,284	$0	$0	$0	$0	$0	$8,759,642	$8,759,642	$875,964	$0	$0	$0	$0
2027	$17,917,845	$110,000	$17,807,845	$0	$0	$0	$0	$0	$8,903,923	$8,903,923	$890,392	$0	$0	$0	$0
2028	$18,211,294	$110,000	$18,101,294	$0	$0	$0	$0	$0	$9,050,647	$9,050,647	$905,065	$0	$0	$0	$0
2029	$18,509,719	$110,000	$18,399,719	$0	$0	$0	$0	$0	$9,199,860	$9,199,860	$919,986	$0	$0	$0	$0
2030	$14,921,344	$110,000	$14,811,344	$0	$0	$0	$0	$0	$7,405,672	$7,405,672	$740,567	$0	$0	$0	$0
2031	$15,166,146	$110,000	$15,056,146	$0	$0	$0	$0	$0	$7,528,073	$7,528,073	$752,807	$0	$0	$0	$0
2032	$15,415,115	$110,000	$15,305,115	$0	$0	$0	$0	$0	$7,652,558	$7,652,558	$765,256	$0	$0	$0	$0
2033	$15,668,328	$110,000	$15,558,328	$0	$0	$0	$0	$0	$7,779,164	$7,779,164	$777,916	$0	$0	$0	$0
2034	$0			$0	$0	$0	$0	$0			$0	$0	$0	$0	$0
Total				$7,904,360	$2,796,531	$1,600,000	$4,396,530	$4,000,000			$10,010,247	$118,820	$3,000,000	$136,343	$436,343

Increment Projections assume significant property value growth in the Canyon Sub-District. If development is slower than expected the increment projections will remain around 2021 levels.
Payment made in year following FY of initial billing - 2020 to be paid June 2021.

Future Davis Garden TIF District Funds are allocated to several projects. The chart above shows an estimated payback schedule based on a fairly optimistic property value growth estimate for the district. Projects potentially eligible for funding include:

- **Priority 2 – Affordable Housing** (after Administration and Set-aside). Projects include Taylors Farm and Hillside West

- **Priority 3 – Initial Projects.** Funding is available for initial projects - apartment demolition and public infrastructure; I-30 Frontage Road design and the Kessler Theater.

- **Priority 4 – Other projects.** Funding is available for other projects only after Priority 3 fully funded. Increment revenue generated is mandated to be spent in the Sub-District where it is created. The Canyon Project is not shown but will be eligible to claim all additional TIF funds generated in Sub-District A (the Canyon) to reimburse the cost of public infrastructure and potentially interest.

Appendix C – District-wide Set Aside Funds

The City will administer payments in accordance with the TIF Board's Increment Allocation Policy as amended on May 11, 2011. If the appraised value of the Property remains constant or decreases in value, the TIF Subsidy may go unpaid due to lack of available tax increment. If the appraised value for the Property increases in value, then tax increment received and deposited into the Tax Increment Fund will be available for payment of the TIF Subsidy after the performance and observance of all of the prerequisites and conditions for payment outlined for each TIF Project.

TIF funding for District-Wide Obligations is prioritized. Projects that qualify include the INCAP Master Development (assigned to SLF III – Davis Garden TIF, L.P.), I-30 Frontage Road Design, and the Kessler Theater. These projects are intended to be reimbursed from tax increment accruing to the entire TIF District prior to the payment of any other TIF Project Subsidies.

Subject to fulfillment of all its terms, the Twelve Hills Nature Center agreement and an agreement in support of the North Oak Cliff Streetcar approved pursuant to Resolution Nos. 11-1751 and 11-1752 are intended to be reimbursed from tax increment accruing to the entire TIF District and reserved to the District Wide Set-Aside under the Increment Allocation Policy. Shared increment from Sub-districts A and B of the Davis Garden TIF District may also be used to make payments pursuant to the agreement in support of the North Oak Cliff Streetcar.

The Taylors Farm and Hillside West Projects are intended to be paid from funds reserved for the Affordable Housing Set-Aside and after repayment of the TIF District-Wide Obligations, such projects shall be paid annually from increment generated from their projects and from shared increment from Sub-district A and Sub-district B.

Agenda Information Sheet

File #: 19-221 **Item #:** 21.

STRATEGIC PRIORITY: Economic and Neighborhood Vitality

AGENDA DATE: February 27, 2019

COUNCIL DISTRICT(S): 2, 3, 4, 8, 14

DEPARTMENT: Office of Economic Development

EXECUTIVE: T.C. Broadnax

SUBJECT

A resolution accepting the FY 2017-2018 Annual Report on the status of Tax Increment Financing Reinvestment Zone Number Seventeen (TOD TIF District or District), submitted by the TOD TIF District's Board of Directors, and authorizing the City Manager to submit the annual report to the Chief Executive Officer of each taxing jurisdiction that levies taxes on real property in the District, and to the State Comptroller, as required by state law - Financing: No cost consideration to the City

BACKGROUND

This item is being placed on the addendum due to the unavailability of fiscal year 2017-2018 administrative costs for the annual report financial statement prior to the regular agenda deadline.

State law (the Tax Increment Financing Act, Chapter 311 of the Tax Code) requires that the governing body of a city shall submit an annual report on the status of each reinvestment zone it has created to the Chief Executive Officer of each taxing unit that levies taxes on real property in the zone, as well as the State Comptroller. On December 10, 2008, City Council authorized Ordinance No. 27432, as amended, establishing Tax Increment Financing Reinvestment Zone Number Seventeen (TOD TIF District). The Transit-Oriented Development (TOD) around DART stations was created in the central portion of the City to help create a series of unique destinations. On April 14, 2010, City Council authorized the Project Plan and Reinvestment Zone Financing Plan for this District by Ordinance No. 27854, as amended.

The TOD TIF District's assessed 2018 taxable value was $498,370,406.00. This represents an increase of 147% ($296,295,885.00) from the assessed value of the base year (2008 and 2010), as amended and an increase of 6% ($26,222,014.00) over the final value for the previous year. With the participation of the City and Dallas County, this increase will result in the collection of approximately $2,342,525.00 in total incremental revenue for the TOD TIF District for the 2018 tax year.

PRIOR ACTION/REVIEW (COUNCIL, BOARDS, COMMISSIONS)

On December 10, 2008, City Council held a public hearing by Resolution No. 08-3391 and authorized the establishment of Tax Increment Financing Reinvestment Zone Number Seventeen, the TOD TIF District by Resolution No. 08-3392; Ordinance No. 27432, as amended.

On April 14, 2010, City Council authorized the Project Plan and Reinvestment Zone Financing Plan for the TOD TIF District by Resolution No. 10-0915; Ordinance No. 27854, as amended.

On December 11, 2018, the TOD TIF District Board of Directors recommended that the FY 2017-2018 Annual Report be accepted and approved.

Information about this item was provided to the Economic Development and Housing Committee on February 4, 2019.

FISCAL INFORMATION

No cost consideration to the City.

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WHEREAS, the City recognizes the importance of its role in local economic development initiatives and programs; and

WHEREAS, the City has established Tax Increment Financing Reinvestment Zone Number Seventeen ("TOD TIF District" or "District") and established a Board of Directors for the District to promote development or redevelopment of Transit-Oriented Development (TOD) sites pursuant to Ordinance No. 27432, as amended, authorized by the City Council on December 10, 2008, as authorized by the Tax Increment Financing Act, Chapter 311 of the Texas Tax Code, as amended; and

WHEREAS, on April 14, 2010, City Council authorized the Final Project Plan and Reinvestment Zone Financing Plan for the TOD TIF District by Resolution No. 10-0915; Ordinance No. 27854, as amended; and

WHEREAS, the Tax Increment Financing Act specifies that the governing body of a city shall submit an annual report on the financial status of the district to the Chief Executive Officer of each taxing unit that levies taxes on real property in a reinvestment zone and a copy of the report shall be forwarded to the State Comptroller; and

WHEREAS, on December 11, 2018, the TOD TIF District Board of Directors passed a motion accepting the FY 2017-2018 Annual Report for Tax Increment Financing Reinvestment Zone Number Seventeen and recommended approval of same by the City Council.

Now, Therefore,

BE IT RESOLVED BY THE CITY COUNCIL OF THE CITY OF DALLAS:

SECTION 1. That the FY 2017-2018 Annual Report for Tax Increment Financing Reinvestment Zone Number Seventeen (TOD TIF District), City of Dallas, Texas, as of September 30, 2018, a copy of which is attached hereto (**Exhibit A**), is hereby accepted.

SECTION 2. That the City Manager is hereby authorized to submit the FY 2017-2018 Annual Report for Tax Increment Financing Reinvestment Zone Number Seventeen to the Chief Executive Officer of each taxing jurisdiction that levies taxes on real property in the District, and to the State Comptroller, as required by state law.

SECTION 3. That this resolution shall take effect immediately from and after its passage in accordance with the provisions of the Charter of the City of Dallas, and it is accordingly so resolved.

Exhibit A

TOD TIF District
FY 2017-2018
Annual Report



City of Dallas

Office of Economic Development
1500 Marilla Street, 2CN
Dallas, Texas 75201
(214) 671-9821
http://www.dallas-ecodev.org/area_redevelopment.html

October 1, 2017 to September 30, 2018

Reinvestment Zone Number Seventeen
Tax Increment Financing District

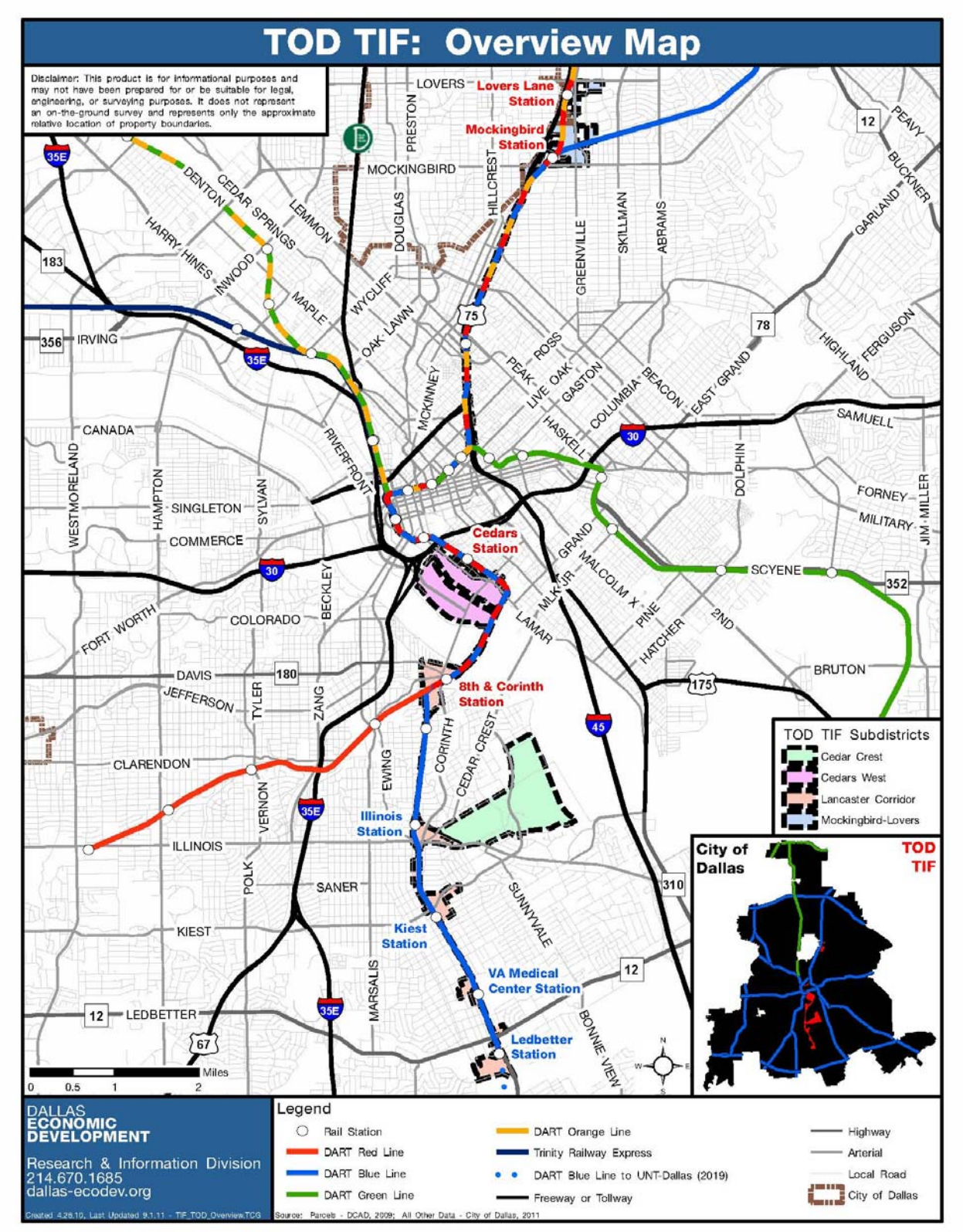


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Front cover shows Fiji/Compton townhomes, completed 2017.

Mission Statement

The mission of the TOD TIF District is to provide a source of funding for public infrastructure improvements that will help create a series of unique destinations as well as foster the construction of structures or facilities that will be useful or beneficial to the development of transit stations along the DART light rail system in the central portion of the City. Redevelopment of the Lancaster Corridor and encouragement of transit-oriented mixed-use development (TOD's) around DART stations are top City priorities. Linkage of areas proximate to the Lovers Lane/Mockingbird, Cedars West, and Lancaster Corridor transit stations via the DART Rail Lines facilitates higher density urban development in all areas and permits tax increment sharing to occur.

The TOD TIF District term began on January 1, 2009 and will terminate on December 31, 2038, (including collection of the 2038 increment in calendar year 2039 and any related matters to be concluded in 2039).

TOD TIF District Accomplishments

Dallas City Council established the TOD TIF District by Ordinance Number 27432 on December 10, 2008, as amended.

The TOD TIF District contains a series of DART light rail station areas connected by the rail line. Chapter 311 of the Texas Tax Code was amended in 2007 to allow the creation of a reinvestment zone for properties that have some connection to and will benefit a mass transit rail system. The original TIF boundary included three sub-districts (and eight DART light rail stations) – Mockingbird/Lovers Lane, Cedars West, and the Lancaster Corridor within the District defined by the relationship of areas geographically and/or to redevelopment goals.

The Dallas City Council adopted the TOD TIF District Project Plan and Reinvestment Zone Financing Plan on April 14, 2010 by Ordinance 27854, as amended in April and November 2010 and May 2012.

In FY 2010, the TIF Board and City Council approved a development agreement dedicating up to $8,492,273 in future TIF revenues in support of the Lancaster Urban Village project. The Lancaster Urban Village project was an important seed project for the Veterans Hospital "VA" DART Station area and was planned in conjunction with a related project to expand the Dallas Urban League offices and training facilities. Staff continued to work extensively with City Wide Community Development Corporation and their partner Catalyst Urban Development, LLC on coordination for other funding programs to complete the financing package for the project. In 2009, City Council approved an economic development forgivable loan agreement for to assist with land assemblage and related costs for the Dallas Urban League expansion and adjacent mixed-use development. Amendments related to the project were approved in 2011 and 2012.

In October 2010, the City was awarded a $2.225 million U.S. Department of Housing and Urban Development (HUD) Community Challenge Planning Grant to be shared among three focus areas: 1) Lancaster Corridor/TOD TIF District (primarily Kiest and VA Station areas), 2) the DART Green Line Corridor including Hatcher Station-Spring Avenue JB Jackson, and Buckner station areas, and 3) the Vickery Meadow / Five Points Area. In 2013, the area plan for the Lancaster Corridor was adopted as an amendment to the forwardDallas! Comprehensive Plan.

In 2011, a $400,000 TIF funding pledge for the SMU Boulevard streetscape and trail extension project was approved as a local match for a North Central Texas Council of Governments (NCTCOG) Sustainable Development grant. Amendments to extend project deadlines were approved in 2012, 2013 and 2015. The project construction as part of the NCTCOG scope has been completed.

In 2012, the TIF Board approved by-law amendments to reflect changes in state law for TIF Board composition recognizing that only taxing jurisdictions that participate financially can have representation and a change in the TIF design review process to have that function undertaken as part of the City Design Studio Peer Review Panel. The TIF Board also approved a set of master design guidelines and mixed-income housing guidelines.

The Lancaster Urban Village project was completed and began leasing in 2014. The project has won numerous awards including: National Association of Homebuilders Pillar of the Industry Award for The Best Affordable Apartment Community and a best in creative financing award from the National Development Council (NDC) in 2015.

In 2015, both the TOD TIF District and the Lancaster Urban Village project received Celebrating Leadership in Development Excellence (CLIDE) awards. In April 2016, the City partnered with the Council of Development Finance Agencies (CDFA) for a mobile workshop on the TOD TIF and Lancaster Urban Village tour. CDFA also selected the Lancaster Urban Village project as a best deal to feature at the CDFA National Summit in November 2016.

In 2015, a development agreement for up to $1,405,000 in future TIF funding and a Chapter 380 grant agreement for $450,000 was approved in support of the Alamo Drafthouse Cinema Project in the Cedars West Sub-District.

The City's Housing Department has been working with City Wide CDC on plans for a multi-phased Lancaster Kiest Village project with the first phase beginning with a new Rudy's Chicken restaurant. Serenity Place Apartments, a supportive housing development was completed in 2015 and an office building opened in 2017.

Staff continued to have discussions on other potential developments in the District. Initial projects within the District completed, under construction or in the development stage are shown in the table below.

TOD TIF District Projects[1]

Projects Within TIF District Utilizing TIF Funding

Project	Location	Calendar Year Complete	Status	Units/ SF[2]	Approx. or Estimated Value[3]	TIF Investment[4]
Lancaster Urban Village – Mixed Use Building (7) (8)	SW corner Ann Arbor Ave. & Lancaster Rd.	2014	Complete	193 units; 14,131 square feet retail	$9,350,000	$8,492,273
Alamo Drafthouse Cinema (7)	S corner of Cadiz & Lamar St.	2016	Complete	38,000 square feet theater/ restaurant	$8,356,490	$1,405,000
			Subtotal	**193 units; 14,131 square feet retail; 38,000 square feet theater/ rest.**	**$17,706,490**	**$9,897,273**

Projects Within TIF District Not Utilizing TIF Funding[5]

Project	Location	Calendar Year Complete	Status	Units/ SF[2]	Approx. Value[3]	TIF Investment[4]
The Shelby	5609 SMU Blvd.	2009	Complete	55 units; 3,720 square feet retail	$17,757,229	n/a
Crest Plaza Shopping Ctr. Remodel (7)	2603 S. Lancaster Rd.	2010	Complete	112,000 square feet retail	$1,000,000 Added Investment	n/a
The BLVD (*former Shamburger site)*	5600 SMU Blvd.	2013	Complete	417 units; 9,100 square feet retail	$62,909,840	n/a
Sphinx Development Corp. – Fiji/Compton Phase I	201 Fran Way	2010	Complete	130 senior apt. units	$3,250,000	n/a
Sphinx Development Corp. – Fiji/Compton Phase II (7)	Fran Way at 8th and Corinth Streets	2016-2017	Complete	49 townhomes	$8,803,006	n/a
NYLO Dallas South Side Hotel (7)	1325 S. Lamar	2012	Complete	76 hotel rooms (55,000 square feet total with amenities)	$7,400,000	n/a

Signature Pointe redevelopment, Phase I [7]	5936 Lovers Lane	2014	Complete	336 units	$57,936,000	n/a
Signature Pointe redevelopment, Phase II [7]	5850 Lovers Lane	2015	Complete	202 senior housing units; 109 assisted living units; 13,929 medical office	$48,918,190	n/a
CVS Pharmacy	5050 S. Lancaster Rd.	2013	Complete	14,991 sf retail	$2,695,410	n/a
Lancaster Kiest Village - Rudy's Chicken [7]	3107 S. Lancaster Rd.	2014	Complete	1,625 sf restaurant	$512,320	n/a
Lancaster Kiest Village - Serenity Place Apartments [7]	1310 E. Corning Ave.	2015	Complete	45 units	$1,237,850	n/a
Lancaster Kiest Village – commercial/office space [7]	3115 S. Lancaster Rd.	2017	Complete	10,000 sf office	$1,627,080	n/a
Southern Methodist Univ. (SMU) Aquatics Center [6]	5550 SMU Blvd.	2017	Complete	43,770 sf facility	$31,328,120	n/a
Longhorn Ballroom [7]	200 N. Corinth	2017	Phase I complete	43,032 sf entertainment venue	$2,000,000	n/a
			Subtotal	**1,343 units; 76 hotel rooms; 141,436 square feet retail; 23,929 square feet office; 43,770 square feet aquatics center; 43,032 sf entertain. venue**	**$247,375,045**	**$0**
Projects Utilizing and Not Utilizing TIF Funding						
			Total	**1,536 units; 76 hotel rooms; 193,567 square feet retail; 23,929 square feet office; 43,770 square feet aquatics center**	**$265,081,535**	**$9,897,273**

[1] All information updated as of September 30, 2018.
[2] Based upon either the TIF application or required minimum stated in the development agreement. May be updated for completed projects based on actual unit mix and square footage.
[3] Based upon 1) market value of comparable projects for anticipated projects, 2) private investment stated in the development agreement for projects that are approved or under construction, or 3) DCAD market value for completed projects (unless project has not yet been assessed). Values may not be fully captured by the TIF District for redevelopment projects once pre-existing value and/or the demolition of structures is netted out.
[4] Principal amount not to be exceeded per the development agreement. TBD indicates that development agreement has not yet been adopted. Asterisk indicates investment also includes interest not shown.
[5] Selected significant projects included.
[6] Tax-exempt property. Amount shown is approximate investment in improvements.
[7] Includes other incentives not shown. Contact City of Dallas Office of Economic Development for more information.
[8]Per the TIF program mixed-income housing requirement, the project is providing at least 20% of units as affordable.

Mixed-Income Housing Summary

Successful development efforts support a variety of housing options. Accordingly, twenty percent (20%) of all housing units in projects using direct site-specific TIF funding assistance are subject to the City's and County's established criteria for mixed income housing. In this District, as part of TIF funding, a total of 193 units have been built to date and 98 are currently set-aside as affordable (HUD funding associated with Lancaster Urban Village requires 51% affordable units).

A total of 1,536 residential units have been completed. The 1,119 units completed in the Mockingbird/Lovers Lane Sub-District are market rate and were built without subsidy. Units built without TIF subsidy in the Lancaster Corridor Sub-District are affordable either as part of other assistance programs or the current market conditions that are at 80% or below area median family income levels.



Lancaster Urban Village completed in 2014 provides an example of high quality mixed-income housing.

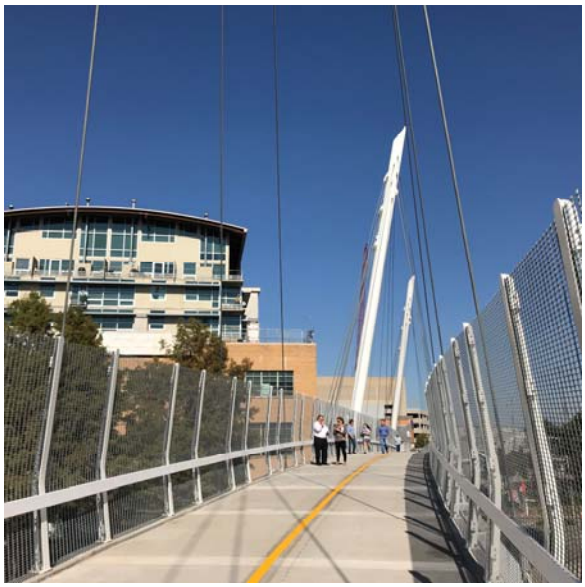
District Initiatives

The City and community partners have been engaged in district-wide initiatives that have resulted in additional public infrastructure benefiting the District. Two projects received funding commitments in 2006 from the North Central Texas Council of Government's Sustainable Development Call for Projects. Project details are shown below.

District Initiatives – Other Public Support for Projects				
Activity	**Scope**	**Status**	**Investment**	**Source**
Mockingbird Plaza Sustainable Development Project	Streetscape improvements along SMU Blvd. and trail/bicycle improvements from SMU Blvd to Mockingbird DART Station. City bond funds also authorized for SMU Blvd. improvements.	Funding approved by the NCTCOG's RTC on April 13, 2006. City Council authorized Interlocal Agreement December 2006 (amended June 2011). A TIF agreement with SMU to reimburse for the local match was authorized in June 2011 and deadlines extended in 2013. Construction was completion in 2015.	$1,600,000 $ 400,000 $1,038,300	NCTCOG/RTC 2006 Local Match – Private (*agreement for TIF eligible reimbursement*) 2006 City bond funds
Sphinx at Fiji/Compton – Phase I-II Sustainable Development Project	Infrastructure including paving and drainage	Funding approved by the RTC on April 13, 2006. City Council authorized Interlocal Agreement December 2006. Street infrastructure work is complete.	$2,811,986 $ 702,997	NCTCOG/RTC 2006 Local Match – 2003 City bond funds
HUD Community Challenge Grant for Transit Oriented Development and Affordable Housing	Funding for planning and pre-development assistance related to affordable housing and TOD. Funding allocated to a portion of the Lancaster Corridor, Vickery Meadow/5-Points, and three Green Line DART stations areas - Hatcher, MLK and Buckner	The City was awarded the grant under the HUD Sustainable Communities Challenge Grants program in 2010. Fregonese Associates was selected as the consultant for planning activities (contract award up to $799,968) related to the grant. In April 2013, the Dallas TOD Lancaster Corridor Area Plan was adopted.	$2,225,000 Required Local Match for Grant: 20%	HUD funding TIF Funds (Vickery Meadow)

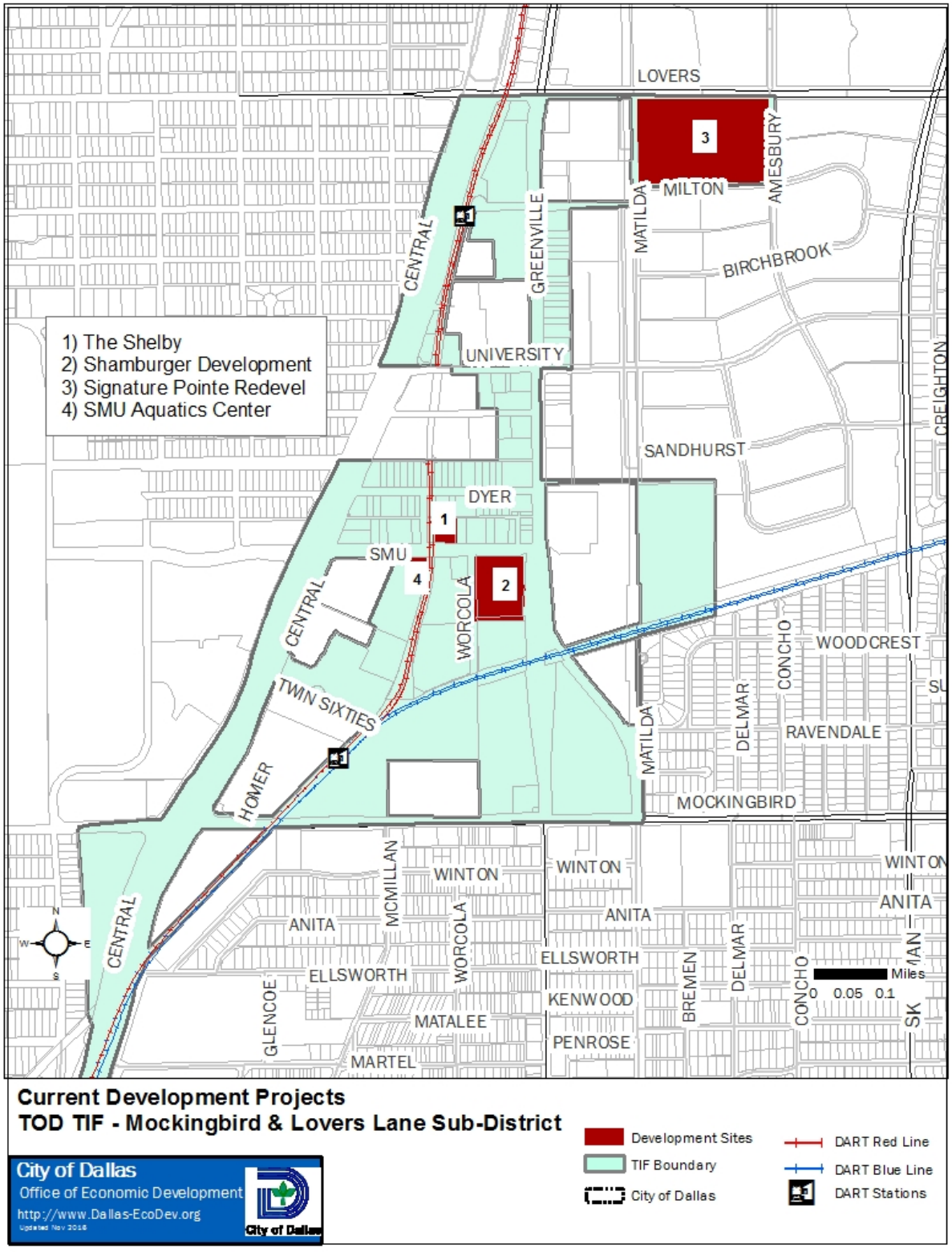
High Speed Rail (HSR)	Planning underway that includes Station Zone Assessment. The Cedars West portion of the TOD District has been included.	Texas Central Partners is a private group developing the Dallas to Houston HSR. Perkins+Will consultants was hired for the Station Zone Assessment in collaboration with the City and other public/private stakeholders	The Station Zone Assessment Plan was funded and contracted by Texas Central Rail. The build out cost for the system is estimated at $12 billion	Texas Central Rail Private sources
Mockingbird Bridge & Redline Bridge	As part of larger Katy Trail project – a bridge over Mockingbird Lane for pedestrians and bicycles. A bridge over DART LRT Redline track just north of Twin Sixties Drive	Completed in 2017	$17.575M	City Bond funds - $10,095M RTR - $6.48M Dallas County - $1M



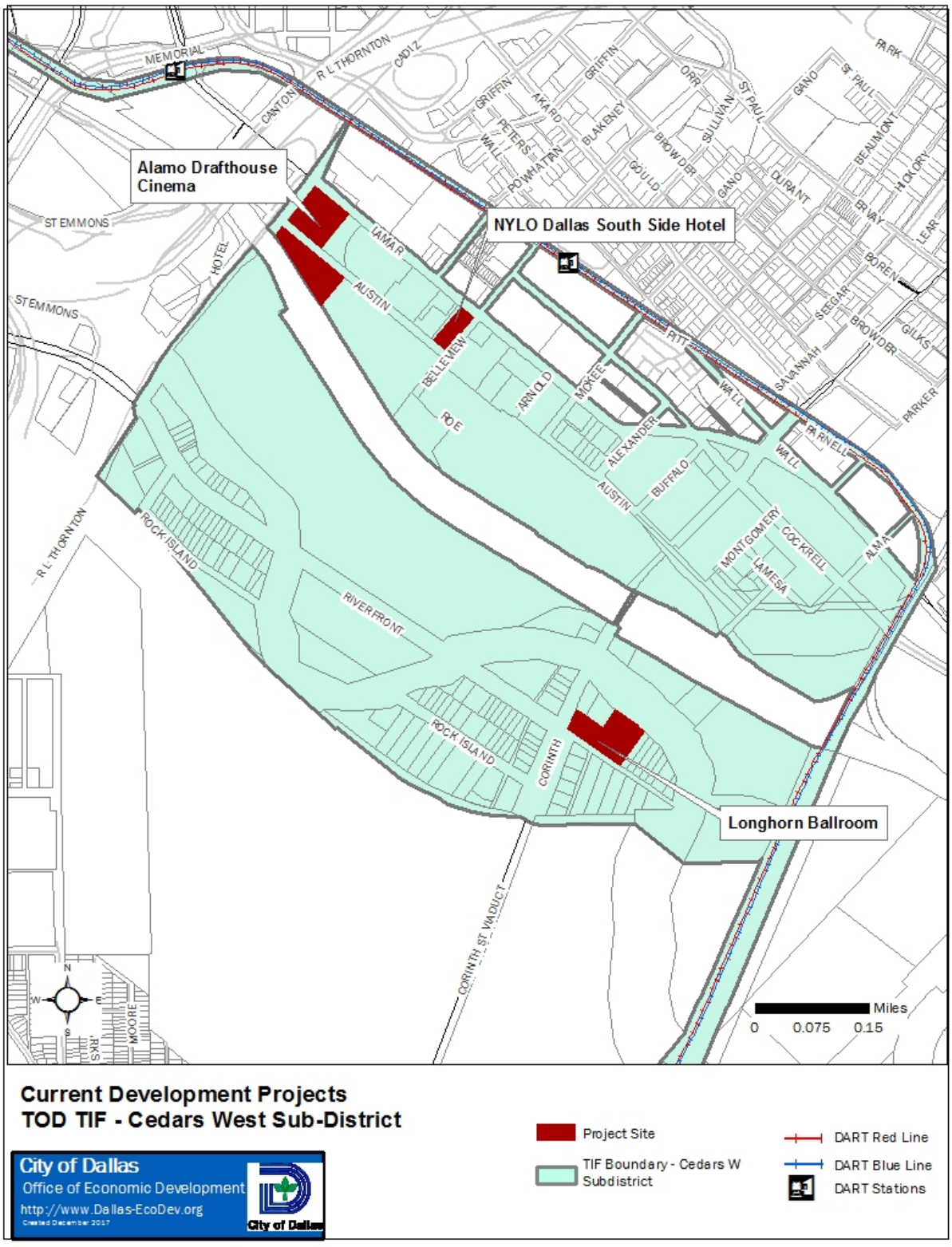


The Mockingbird Bridge opened in November 2017. Several elected officials were on hand for a ribbon cutting ceremony (left) including Councilmember Phillip Kingston, former Councilmember Angela Hunt, and Dallas County Judge Clay Jenkins. SMU representatives and the University Crossing Public Improvement District assisted with the event.

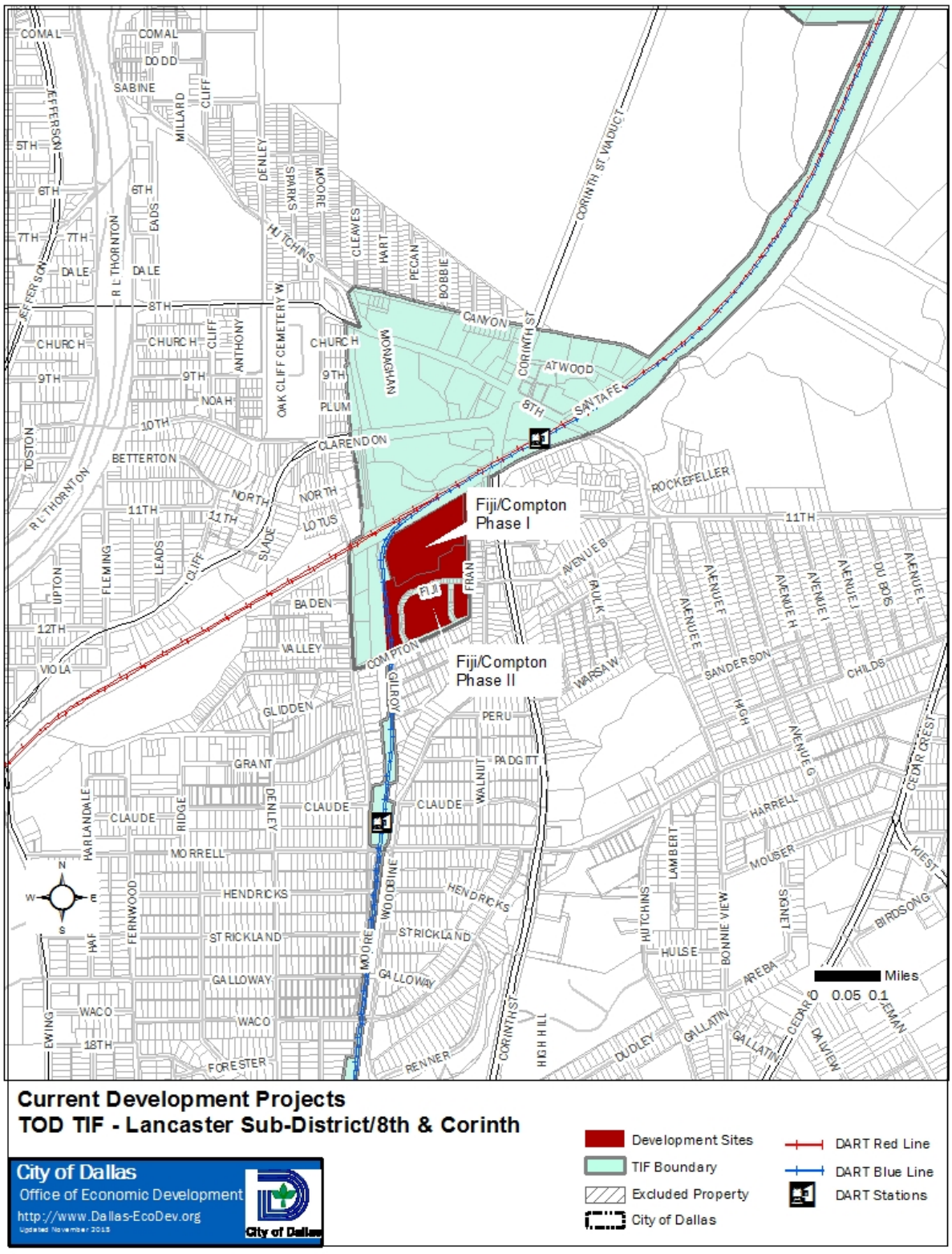
TIF District Development Project Map – Part 1 of 4



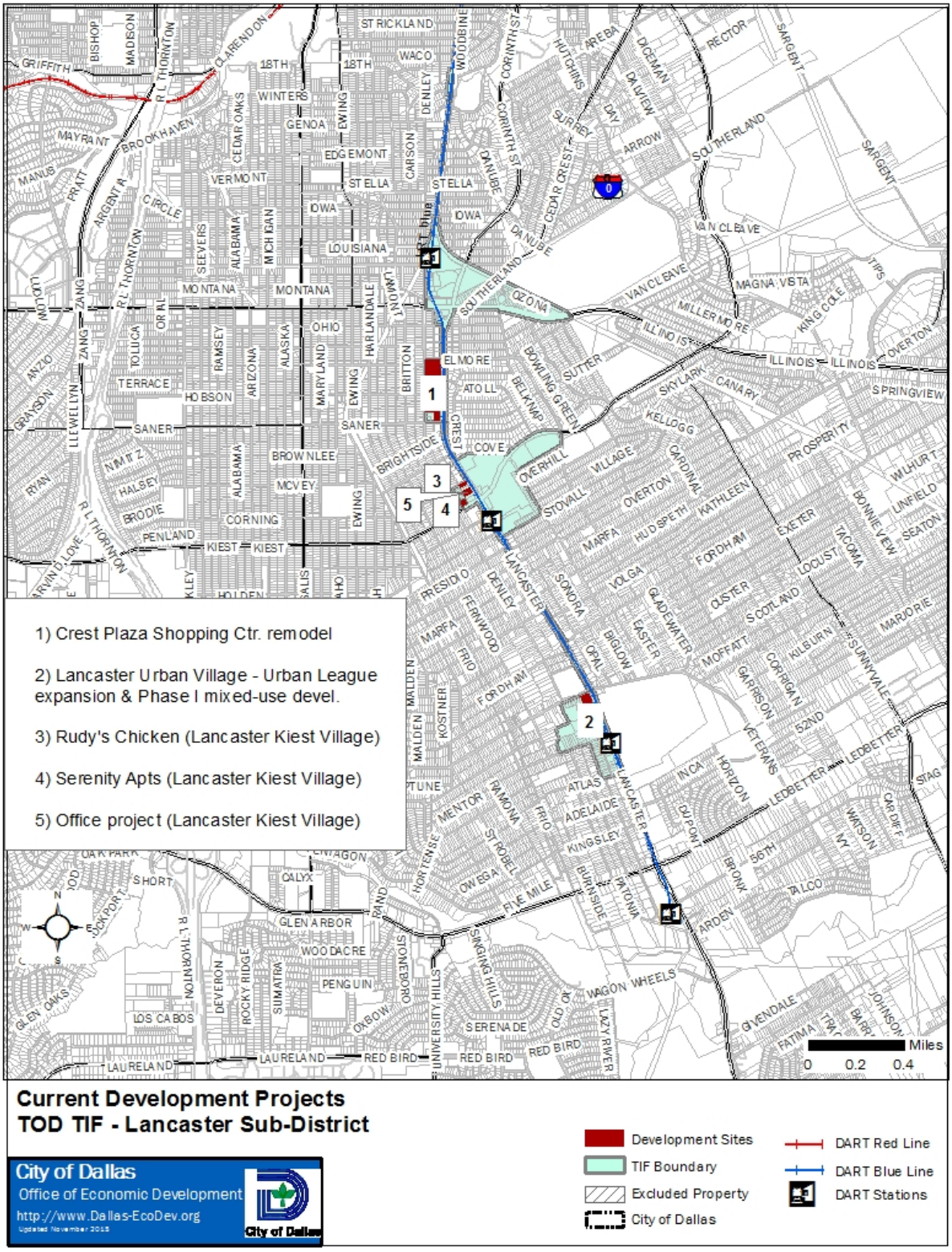
TIF District Development Project Map – Part 2 of 4



TIF District Development Project Map – Part 3 of 4



TIF District Development Project Map – Part 4 of 4



Value and Increment Revenue Summary

The TOD TIF District's assessed 2018 City taxable value was $498,370,406 and varies for other taxing jurisdictions due to exemption levels. This represents an increase of $296,295,885 or 147% over the base year (2008 and 2010) value, as amended. The TIF District anticipates collecting approximately $2,342,525 in incremental tax revenue for tax year 2018.

Objectives, Programs, and Success Indicators

The final TOD TIF Project Plan and Reinvestment Zone Financing Plan was adopted in April 2010. Among the goals of the Plan are:

- To create additional taxable value attributable to new private investment in projects in the TOD TIF District totaling approximately $2,431,000,000

  Over $265 million in new investment has been completed, is underway or planned (11% of the goal).

- To attract higher density new private development in the TOD TIF District totaling approximately 2,480,000 square feet of new or upgraded retail and office space and 13,900 residential units, including townhome, multi-family, and single-family projects.

  193,567 square feet of new and upgraded retail space and 23,929 square feet of office space has been completed, is underway or planned (9% of the goal). Approximately 1,536 residential units have been completed (11% of the goal).



Traditions senior living (right), part of the Signature Pointe redevelopment in the Mockingbird Sub-District

- To focus on encouraging the redevelopment of properties in the TOD TIF District, increase density and provide enhanced urban design for the various station areas that is commensurate with forwardDallas!, the City's Comprehensive Plan.

Initial development projects under construction or planned show momentum for more urban, pedestrian friendly redevelopment in support of forwardDallas!.

- Encourage development projects that will increase DART ridership at rail stations within the TOD TIF District.

  Initial development projects completed have added 1,536 new households near DART stations. The most recent average daily ridership figures (over the fiscal year) as of September 2018 for the eight DART light rail stations in or adjacent to the District are shown in the table below. Annualized ridership figures for the stations can be found in ***Appendix D.***

Average Daily Ridership at DART LRT Stations in or adjacent to the District					
Station	**Daily ridership Sept 2008 (base yr)**	**Daily ridership – Sept 2017**	**Daily ridership – Sept 2018**	**%change from 2017-2018**	**%change from base year**
Lovers Lane	1,300	1,259	1,174	-6.8%	-9.72%
Mockingbird	3,557	3,216	2,988	-7.1%	-16.0%
Cedars	1,171	798	823	3.1%	-29.74%
8th & Corinth	2,158	1,600	1,544	-2.4%	-28.34%
Illinois	1,113	1,104	1,091	3.7%	-2.0%
Kiest	1,282	1,040	1,018	-2.1%	-20.61%
VA Medical Center	868	789	712	-9.7%	-17.92%
Ledbetter	2,786	2,022	1,549	-23.4%	-44.39%

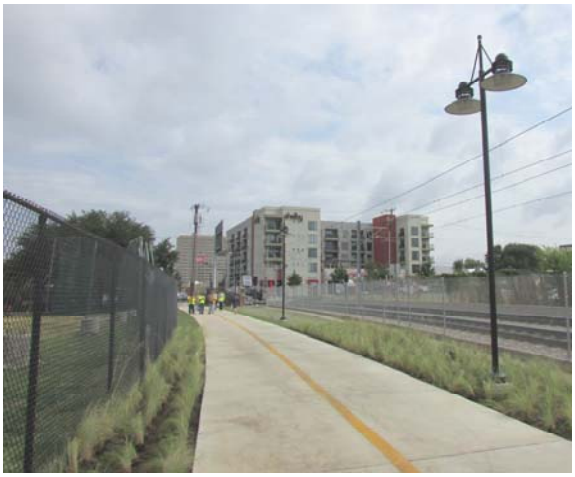
- To improve access and connections between DART light rail station areas and strategic Dallas area amenities such as the campus and future research facilities of Southern Methodist University, the Bush Presidential Library, the Trinity River, Southside on Lamar, and the heart of Cedars to the Convention Center area, Dallas Zoo, Cedar Crest Golf Course, and Veterans Memorial Hospital.

  The Mockingbird Plaza Sustainable Development Project and 2006 bond program public improvements were completed in summer 2015 and are facilitating better pedestrian connectivity along SMU Boulevard and to the Mockingbird DART Station along with connections to Southern Methodist University and the Bush Presidential Library. Improvements completed as part of the Lancaster Urban Village have improved connectivity to the Veterans Memorial Hospital and DART station.

- To increase recreational opportunities and improve connections to the City of Dallas trails and open space system in the District.

  The Mockingbird Plaza Sustainable Development Project has completed a walking and bicycle trail between SMU Boulevard and the Mockingbird DART station. An extension of the Katy Trail improvements, with City bond funds, in the Mockingbird area includes the Mockingbird Pedestrian Bridge

that opened in 2017. SMU also invested in new facilities within the District, including an aquatics center.



A trail connection as part of Mockingbird Plaza Sustainable Development Project connects SMU Boulevard to Mockingbird DART Station

- To maintain the stability of local schools as redevelopment occurs in the housing market and promote improved training and job creation through partnerships with Southern Methodist University, Dallas County Community College District, the VA Hospital, Urban League, and the University of North Texas Law School.

  Redevelopment projects thus far have primarily involved vacant or underutilized commercial sites. Partnerships with the Urban League and VA Hospital were pursued by local stakeholders. Partnerships with Southern Methodist University and Dallas County Community College District can also continue to be explored going forward.



SMU Aquatics Center completed 2017

- To generate approximately $185.2 million (NPV; 2009 dollars) in increment over 28 years of collections, with up to 85 percent participation by the City and 55 percent participation by Dallas County.

  The District's 2018 total taxable value of $498,370,406 is approximately 68% behind the original projection of $1,526,921,218. The economic downturn early in the term of the TIF District impacted the pace of new construction and existing property values.

- To diversify retail and commercial uses in the District.

  Retail leasing as part of The Shelby and BLVD developments has brought new restaurants along SMU Boulevard. Upgrades at the Crest Plaza Shopping Center have doubled the size of a grocery store in an underserved area. The Alamo Drafthouse Cinema opened in 2016 adding to the entertainment venues in the Cedars area. The iconic Longhorn Ballroom was renovated in the Cedars area as well.





Alamo Drafthouse Cinema (left) and Longhorn Ballroom (right)

- Add residential density including but not limited to provisions for affordable housing, elderly and special needs housing, and a sustainable mix of product types and destination related activities near DART light rail station within the District to promote overall system ridership and increase ridership levels at the specific stations in the District.

  Initial projects completed have added a significant number of new units adjacent or near DART stations.

Year-End Summary of Meetings

The TOD TIF District Board of Directors met once during the fiscal year from October 1, 2017 to September 30, 2018.

The Board, based on amended composition, can consist of up to nine members, including eight City of Dallas appointees and one appointee from Dallas County. During FY 2018 the Board members were (FY 2018 Board meetings attended): Neal Sleeper, Chair - City Representative (1 of 1 meeting), Jud Pankey, Vice Chair – City Representative (1 of 1 meeting) *served part of the year*, Zad Roumaya – City Representative (1 of 1 meeting) *served part of the year*, Michael Barrett – City Representative (1 of 1 meetings), William Harris – City Representative (0 of 1 meeting) *served part of the year*, Robbie Good – City Representative (1 of 1 meeting), Beth D'Arcy, City Representative (1 of 1 meeting) *served part of the year,* Lee Daugherty City Representative (1 of 1 meeting), and Rick Loessberg – Dallas County Representative (1 of 1 meeting). Andrew Brookshier was also appointed during the year, but no additional meetings were held.

During the fiscal year, the City Council approved one item directly associated with the TOD TIF District:

- On February 28, 2018, the City Council passed Resolution Number 18-0362 accepting the FY 2016-2017 Annual Report on the status of Tax Increment Financing Reinvestment Zone Number Seventeen, (TOD TIF District), submitted by the TOD TIF District's Board of Directors, and authorizing the City Manager to submit the annual report to the Chief Executive Officer of each taxing jurisdiction that levies taxes on real property in the District, and to the State Comptroller, as required by state law.

Pending TIF Items

- Consideration of the FY 2017-2018 TOD TIF District Annual Report and a recommendation to the City Council for approval.

Budget and Spending Status

Each TIF District establishes a budget for the public improvement expenditures necessary to support private investment in the district in the Project Plan and Reinvestment Zone Financing Plan. The current TIF District budget is shown below:

TOD TIF District Projected Increment Revenue to Retire TIF Fund Obligations			
Category	**TIF Budget***	**Allocated**	**Balance**
Lancaster Corridor Sub-Districts: public infrastructure improvements; environmental remediation & demolition; parks, open space, trails, gateways; façade restoration; grants for high density projects; and transit related improvements	$116,054,774	$4,215,673	$111,839,101
Cedar Crest Sub-District: public infrastructure improvements; environmental remediation & demolition; parks, open space, trails, gateways; façade restoration; grants for high density projects; and transit related improvements	$44,589,652	$0	$44,589,652
Mockingbird/Lovers Lane Sub-District: public infrastructure improvements; environmental remediation & demolition; parks, open space, trails, gateways; façade restoration; grants for high density projects; and transit related improvements	$76,947,990	$400,000	$76,547,990
Cedars (West) Sub-District: public infrastructure improvements; environmental remediation & demolition; parks, open space, trails, gateways; façade restoration; grants for high density projects; and transit related improvements	$132,345,502	$1,405,000	$130,940,502
Affordable Housing	$55,017,183	$4,276,600	$50,740,583
Administration and implementation**	$8,494,995	$420,840	$8,074,155
Total Project Costs	**$432,165,830**	**$10,676,386**	**$421,489,444**

** NOTE: Budget shown above in total dollars. However, TIF plan shows the budget in net present value.*
***TIF administration costs shown are committed through FY 2018.*

TOD TIF District Final Project Plan Budget	
Category	**TIF Budget***
Lancaster Corridor Sub-Districts: public infrastructure improvements; environmental remediation & demolition; parks, open space, trails, gateways; façade restoration; grants for high density projects; and transit related improvements	$49,781,005
Cedar Crest Sub-District: public infrastructure improvements; environmental remediation & demolition; parks, open space, trails, gateways; façade restoration; grants for high density projects; and transit related improvements	$25,326,728
Mockingbird/Lovers Lane Sub-District: public infrastructure improvements; environmental remediation & demolition; parks, open space, trails, gateways; façade restoration; grants for high density projects; and transit related improvements	$30,020,910
Cedars (West) Sub-District: public infrastructure improvements; environmental remediation & demolition; parks, open space, trails, gateways; façade restoration; grants for high density projects; and transit related improvements	$54,576,532
Affordable Housing	$21,832,521
Administration and implementation	$3,640,000
Total	$185,177,697
** As approved in the Project Plan and Reinvestment Zone Financing Plan (discounted to 2009 dollars).*	

TOD TIF M/WBE Participation			
Project	**Contractor**	**Total Contract Award Amount**	**Percentage Minority Participation**
Lancaster Urban Village	A&A Construction, Foliage Factory Landscape, Inc. & Rumsey Site Construction	$1,325,696	61.1%
Alamo Drafthouse Cinema	Chubbs Landscaping, Pegasus Texas & Pate Jones Paving	$481,882	46.07%
Total		**$1,807,578**	**$810,453 (57.1%)**

FY 2018-2019 Work Program

The FY 2018-2019 work program includes:

- Provide staff support for current projects in the District.
- Work with interested developers on potential TIF project proposals.
- Coordinate redevelopment efforts at Mockingbird Station with DART.
- Work to improve connections to the City of Dallas trails and open space system in the District.
- Provide staff support for the implementation of the Dallas TOD Lancaster Corridor Area Plan completed as part of the HUD Community Challenge Grant.
- Investigate additional sources of funding for the District.
- Coordinate with City and private partner efforts to plan for potential high-speed rail connections into the District.

Appendix A – Financials

City of Dallas, Texas
TOD Tax Increment Financing District Fund
Reinvestment Zone Number Fourteen
As of September 30, 2018

Chapter 311.016 of V.C.T.A. requires the following information as part of the annual report on the status of the TIF District. Information is contained in detail on the attached financial statements.

1. Amount and source of revenue in the tax increment fund established for the zone:

$0	Interest Income
$2,125,502	Ad Valorem Taxes (Collected in FY'2017-18 based on 2017 Final Tax Roll)
$2,125,502	**Total Revenue**

2. Amount and purpose of expenditures from the fund:

$45,923	Administrative Expense
$1,942	Non-Capital outlay - PNV Design Studio cost reimbursement to General Fund
$301,401	Capital outlay *
$0	Additional Subsidy in Form of Grant (in lieu of interest expense)
$349,266	**Total Expenditures**

* The Capital Outlay relates to CCH Alamo Drafthouse Cinema Project infrastructure cost reimbursement.

3. TIF administrative costs associated with staff time spent are being accumulated thru fiscal year 2011-12. The Zone began reimbursing the General Fund for these costs in fiscal year 2011-12.

4. a. Amount of Principal and Interest due-on outstanding bonded indebtedness is as follows:
TOD TIF District has incurred no bonded indebtedness as of September 30, 2018.

b. The Zone entered into a development agreement with City Wide CDC for the "Lancaster Urban Village" development in the TIF in an amount not to exceed $8,492,273.
Reimbursement to begin pending final documentation and upon availability of TIF funds.

c. The Zone entered into a development agreement with Southern Methodist University to reimburse up to $400,000 as part of a NCTCOG grant local match. Reimbursement to begin pending final documentation.

d. The Zone entered into a development agreement with CCH Alamo, LP for the Alamo Drafthouse Cinema Project development in the TIF in an amount not to exceed $1,405,000 with reimbursement status as follows:

Project	Principal	Accrued Add'l Subsidy **(1)**	Less Payments	Total (P & I) Outstanding
CCH Alamo Drafthouse Cinema Project	$1,405,000	$0	$301,401	$1,103,599
Total	$1,405,000	$0	$301,401	$1,103,599

(1) Additional Subsidy in Form of Grant (in lieu of interest expense)

5. Tax increment base and current captured appraised value retained by the zone:

Taxing Jurisdiction	Taxable Value 2018*	Base Year 2008 Value	Est. Captured Value 2018**
City of Dallas	$498,370,406	$202,074,521	$296,295,885
Dallas County	$498,484,378	$209,494,248	$288,990,130

*Taxable value shown for participating taxing jurisdictions. County values are approximate and will vary slightly from the City value due to different exemption levels.

**Based on DCAD Certified Taxable Value. The final values will be determined on February 01, 2019.

6. Captured appraised value by the municipality and other taxing units, the total amount of the tax increment received, and any additional information necessary to demonstrate compliance with the tax increment financing plan adopted by the governing body of the municipality:

A. Estimated tax increment shared by the municipality and other participating taxing jurisdictions:

Taxing Jurisdiction	Assessment Per $100***	Amount of Estimated 2018 Increment
City of Dallas	0.66020	$1,956,131
Dallas County	0.13371	$386,394
Total for all Jurisdictions	$0.79390	$2,342,525

***Participation rates for City of Dallas are 70% for tax years 2009-2011, 85% for tax years 2012-2029 and 70% for tax years 2030-2035.

***Participation rates for Dallas County are 0% for tax years 2009-2010 and 55% for tax years 2011-2030.

B. The total amount of estimated tax increment to be billed for the 2018 tax year is $2,342,525. For the 2017 tax year, increment in the amount of $2,125,502 was received.

City of Dallas, Texas
TOD Tax Increment Financing District Fund
Balance Sheet as of September 30, 2018 (Unaudited)
With Comparative Totals for September 30, 2017, 2016, 2015, and 2014 (Audited)

	2018	2017	2016	2015	2014
Assets:					
Pooled cash and cash equivalents	$7,024,260	$5,451,199	$3,290,780	$1,731,443	$738,938
Interest receivable	$0	$0	$0	$0	$0
Total assets	$7,024,260	$5,451,199	$3,290,780	$1,731,443	$738,938
Liabilities and Fund Balance (Deficit):					
Liabilities:					
Accounts and contracts payable	$0	$0	$0	$0	$0
Advances from developers	$0	$0	$0	$0	$0
Accrued interest	$0	$0	$0	$0	$0
Due to general fund	$0	$203,176	$203,176	$203,176	$203,176
Total liabilities	$0	$203,176	$203,176	$203,176	$203,176
Fund Balance (Deficit):					
Fund Balance (Deficit)	$7,024,259	$5,248,023	$3,087,604	$1,528,266	$535,762
Total Liabilities and Fund Equity	$7,024,259	$5,451,199	$3,290,780	$1,731,443	$738,938
	($0)	($0)	($0)	$0	$0

TOD Tax Increment Financing District Fund
Statement of Revenues, Expenditures and Changes in Fund Balance (Deficit)
For the Period September 30, 2018 (Unaudited)
With Comparative Totals for September 30, 2017, 2016, 2015, and 2014 (Audited)

	ITD	2018	2017	2016	2015	2014
Revenues:						
Tax increment-Governmental	$6,444,957	$1,790,617	$1,858,466	$1,274,859	$864,618	$608,100
Tax increment-Intergovernmental	$1,303,485	$334,885	$343,346	$310,673	$164,131	$109,208
Interest income	$0	$0	$0	$0	$0	$0
Grant from City	$0	$0	$0	$0	$0	$0
Net increase (decrease) in fair value of investments	$0	$0	$0	$0	$0	$0
Total revenues	$7,748,442	$2,125,502	$2,201,812	$1,585,532	$1,028,749	$717,309
Expenditures:						
Administrative expenses	$420,840	$45,923	$41,393	$26,194	$36,245	$24,253
Non-Capital Outlay	$1,942	$1,942	$0	$0	$0	$0
Capital outlay	$301,401	$301,401	$0	$0	$0	$0
Interest and fiscal charges	$0	$0	$0	$0	$0	$0
Total expenditures	$724,183	$349,266	$41,393	$26,194	$36,245	$24,253
Excess (Deficiency) of Revenues over Expenditures	$7,024,259	$1,776,237	$2,160,419	$1,559,338	$992,504	$693,055
Fund balance (Deficit) at beginning of year as previously reported	$0	$5,248,023	$3,087,604	$1,528,266	$535,762	($157,293)
Fund balance (Deficit) at beginning of year, as restated	$0	$5,248,023	$3,087,604	$1,528,266	$535,762	($157,293)
Fund balance (deficit) at end of year	$7,024,259	$7,024,259	$5,248,023	$3,087,604	$1,528,266	$535,762

Note: Fiscal year 2017-18 unaudited financial statements are based on preliminary close numbers and are subject to review by the City Controller's Office prior to approval by the City Council. In case of any material changes, TIF board will be provided with the updated financial statements.

City of Dallas, Texas
TOD Tax Increment Financing District
Notes to Financial Statements for the Year Ended September 30, 2018

1. The measurement focus used for the TIF Zone fund is a flow of financial resources. The financial statements are prepared using the modified accrual basis of accounting. Under the modified accrual basis of accounting, tax increment revenues and interest are recognized as revenue when they become both "measurable" and “available" to finance expenditures of the current period. Expenditures are recognized when the liability is incurred.

2. The TIF's cash balances are invested in the City’s investment pool and include amounts in demand deposits as well as short-term investments. Pooled investments and short-term non-pooled investments are treated as cash equivalents. Investment income on the pooled investments is prorated monthly based upon the average daily cash balance in each fund.

3. State statute requires that each taxing jurisdiction remit its ad valorem taxes to the Zone by May 1 of each year (remittance to occur no more than 90 days after taxes for the jurisdiction become delinquent).

4. The Zone's Financial Plan permits expenditures not to exceed $8,494,995 (in current $) over the life of the TIF to reimburse the City for administrative costs. The Zone began reimbursing the General Fund upon collection of tax increment in fiscal year 2011-12. Any future remittance for administrative expenses would come from excess cash as tax increment revenue increases as a result of increased assessed values.

5. All project costs resulting in capital improvements that are owned by the City are capitalized by the City.

Appendix B – Financial Obligations Estimated Payoff

The District currently has two outstanding developer obligations:

- Lancaster Urban Village has an outstanding obligation of $8,492,273. Reimbursement is pending final documentation and coordination with the City's Housing Department since the TIF payments are primarily intended as the source for repayment of a HUD Section 108 loan with payments due 2019-2021. Based on current projections, the total obligation will be met by 2021.

- Alamo Drafthouse has an outstanding obligation of $1,405,000. Based on projections for the Cedars West Sub-District, the developer would be fully reimbursed by tax year 2019 (calendar year 2020).

Appendix C – District-wide Set Aside Funds

The TIF Increment Allocation Policy adopted by the TIF Board gives the option for setting aside a portion of funds for district-wide improvements. To date the only commitment has been $400,000 for a local match as part of SMU Boulevard Improvements.

The intent is to leverage TIF funds as a match for other funding.

Appendix D – Annualized DART Ridership Figures

Year	Station	Annualized Ridership	Change from Previous Year	Change from Base Year
FY 2008	Lovers Lane	388,916	-	-
FY 2009	Lovers Lane	381,092	-2.01%	-2.01%
FY 2010	Lovers Lane	352,583	-7.48%	-9.34%
FY 2011	Lovers Lane	343,315	-2.63%	-11.73%
FY 2012	Lovers Lane	415,064	20.90%	6.72%
FY 2013	Lovers Lane	485,329	16.93%	24.79%
FY 2014	Lovers Lane	460,277	-5.16%	18.35%
FY 2015	Lovers Lane	460,000	-0.06%	18.28%
FY 2016	Lovers Lane	429,794	-6.57%	10.51%
FY 2017	Lovers Lane	408,864	-4.87%	5.13%
FY 2018	Lovers Lane	380,581	-6.92%	-2.14%

Year	Station	Annualized Ridership	Change from Previous Year	Change from Base Year
FY 2008	Mockingbird	1,078,001	-	-
FY 2009	Mockingbird	1,041,461	-3.39%	-3.39%
FY 2010	Mockingbird	951,833	-8.61%	-11.70%
FY 2011	Mockingbird	937,940	-1.46%	-12.99%
FY 2012	Mockingbird	985,065	5.02%	-8.62%
FY 2013	Mockingbird	1,149,210	16.66%	6.61%
FY 2014	Mockingbird	1,139,581	-0.84%	5.71%
FY 2015	Mockingbird	1,118,252	-1.87%	3.73%
FY 2016	Mockingbird	1,032,351	-7.68%	-4.23%
FY 2017	Mockingbird	1,011,853	-1.99%	-6.14%
FY 2018	Mockingbird	1,011,853	-6.77%	-12.49%

Year	Station	Annualized Ridership	Change from Previous Year	Change from Base Year
FY 2008	Cedars	347,029	-	-
FY 2009	Cedars	340,164	-1.98%	1.98%
FY 2010	Cedars	281,023	-17.39%	-19.02%
FY 2011	Cedars	288,685	2.73%	-16.81%
FY 2012	Cedars	230,948	-20.00%	-33.45%
FY 2013	Cedars	211,458	-8.44%	-39.07%
FY 2014	Cedars	211,657	0.09%	-39.01%
FY 2015	Cedars	215,091	1.62%	-38.02%
FY 2016	Cedars	229,992	6.93%	-33.73%
FY 2017	Cedars	252,331	9.71%	-27.29%
FY 2018	Cedars	261,578	3.66%	-24.62%

Year	Station	Annualized Ridership	Change from Previous Year	Change from Base Year
FY 2008	8th & Corinth	656,642	-	-
FY 2009	8th & Corinth	630,305	-4.01%	-4.01%
FY 2010	8th & Corinth	531,037	-15.75%	-19.13%
FY 2011	8th & Corinth	488,222	-8.06%	-25.65%
FY 2012	8th & Corinth	490,938	0.56%	-25.24%
FY 2013	8th & Corinth	515,290	4.96%	-21.53%
FY 2014	8th & Corinth	494,818	-3.97%	-24.64%
FY 2015	8th & Corinth	513,607	3.80%	-21.78%
FY 2016	8th & Corinth	495,367	-3.55%	-24.56%
FY 2017	8th & Corinth	500,279	0.99%	-23.81%
FY 2018	8th & Corinth	484,148	-3.22%	-26.27%

Year	Station	Annualized Ridership	Change from Previous Year	Change from Base Year
FY 2008	Illinois	336,798	-	-
FY 2009	Illinois	335,744	-0.31%	-0.31%
FY 2010	Illinois	297,528	-11.40%	-10.81%
FY 2011	Illinois	289,843	-2.58%	-13.94%
FY 2012	Illinois	297,786	2.74%	-11.58%
FY 2013	Illinois	332,623	11.70%	-1.24%
FY 2014	Illinois	312,913	-5.93%	-7.09%
FY 2015	Illinois	329,027	5.15%	-2.31%
FY 2016	Illinois	330,459	0.44%	-1.88%
FY 2017	Illinois	348,863	5.57%	3.58%
FY 2018	Illinois	347,429	-0.41%	3.16%

Year	Station	Annualized Ridership	Change from Previous Year	Change from Base Year
FY 2008	Kiest	393,222	-	-
FY 2009	Kiest	395,829	0.66%	0.66%
FY 2010	Kiest	350,702	-11.40%	-10.81%
FY 2011	Kiest	340,456	-2.92%	-13.42%
FY 2012	Kiest	342,802	0.69%	-12.82%
FY 2013	Kiest	356,646	4.04%	-9.30%
FY 2014	Kiest	319,175	-10.51%	-18.83%
FY 2015	Kiest	312,272	-2.16%	-20.59%
FY 2016	Kiest	314,895	0.84%	-19.92%
FY 2017	Kiest	329,132	4.52%	-16.30%
FY 2018	Kiest	319,870	-2.81%	-18.65%

Year	Station	Annualized Ridership	Change from Previous Year	Change from Base Year
FY 2008	VA Medical Ctr	249,549	-	-
FY 2009	VA Medical Ctr	259,023	3.80%	3.80%
FY 2010	VA Medical Ctr	266,295	2.81%	6.71%
FY 2011	VA Medical Ctr	248,288	-6.76%	-0.51%
FY 2012	VA Medical Ctr	262,728	5.82%	5.28%
FY 2013	VA Medical Ctr	254,007	-3.32%	1.79%
FY 2014	VA Medical Ctr	230,898	-9.10%	-7.47%
FY 2015	VA Medical Ctr	227,267	-1.57%	-8.93%
FY 2016	VA Medical Ctr	228,635	0.60%	-8.38%
FY 2017	VA Medical Ctr	224,258	-1.91%	-10.13%
FY 2018	VA Medical Ctr	205,666	-8.29%	-17.59%

Year	Station	Annualized Ridership	Change from Previous Year	Change from Base Year
FY 2008	Ledbetter	838,701	-	-
FY 2009	Ledbetter	806,150	-3.88%	-3.88%
FY 2010	Ledbetter	683,950	-15.16%	-18.45%
FY 2011	Ledbetter	668,353	-2.28%	-20.31%
FY 2012	Ledbetter	721,788	8.00%	-13.94%
FY 2013	Ledbetter	696,695	-3.48%	-16.93%
FY 2014	Ledbetter	714,688	2.58%	-14.79%
FY 2015	Ledbetter	688,625	-3.65%	-17.89%
FY 2016	Ledbetter	665,792	-3.32%	-20.62%
FY 2017	Ledbetter	631,405	-5.16%	-24.72%
FY 2018	Ledbetter	488,925	-22.57%	-41.70%

Agenda Information Sheet

File #: 19-222 **Item #:** 22.

STRATEGIC PRIORITY: Economic and Neighborhood Vitality

AGENDA DATE: February 27, 2019

COUNCIL DISTRICT(S): 2

DEPARTMENT: Office of Economic Development

EXECUTIVE: T.C. Broadnax

SUBJECT

A resolution accepting the FY 2017-2018 Annual Report on the status of Tax Increment Financing Reinvestment Zone Number Eighteen (Maple/Mockingbird TIF District or District), submitted by the Maple/Mockingbird TIF District's Board of Directors, and authorizing the City Manager to submit the annual report to the Chief Executive Officer of each taxing jurisdiction that levies taxes on real property in the District, and to the State Comptroller, as required by state law - Financing: No cost consideration to the City

BACKGROUND

This item is being placed on the addendum due to the unavailability of fiscal year 2017-2018 administrative costs for the annual report financial statement prior to the regular agenda deadline.

State law (the Tax Increment Financing Act, Chapter 311 of the Tax Code) requires that the governing body of a city shall submit an annual report on the status of each reinvestment zone it has created to the Chief Executive Officer of each taxing unit that levies taxes on real property in the zone, as well as the State Comptroller. On December 10, 2008, City Council authorized Ordinance No. 27435, establishing Tax Increment Financing Reinvestment Zone Number Eighteen (Maple/Mockingbird TIF District), as amended. On September 23, 2009, City Council authorized the Project Plan and Reinvestment Zone Financing Plan for this District by Ordinance No. 27690.

The Maple/Mockingbird TIF District’s assessed 2018 taxable value was $613,056,353.00. This represents an increase of $429,051,344.00 or 233% from the 2008 base year value and an increase of $95,161,182.00 or 18% from last year (2017). The total incremental revenue collected for 2017-2018 is expected to be $2,832,576.00.

PRIOR ACTION/REVIEW (COUNCIL, BOARDS, COMMISSIONS)

On December 10, 2008, City Council held a public hearing by Resolution No. 08-3397 and authorized the establishment of Tax Increment Financing Reinvestment Zone Number Eighteen, the Maple/Mockingbird TIF District by Resolution No. 08-3398; Ordinance No. 27435, as amended.

On September 23, 2009, City Council authorized the Project Plan and Reinvestment Zone Financing Plan for the Maple/Mockingbird TIF District by Resolution No. 09-2362; Ordinance No. 27690.

On January 24, 2019, the Maple/Mockingbird TIF District Board of Directors recommended the FY 2017-2018 Annual Report be accepted and approved.

Information about this item was provided to the Economic Development and Housing Committee on February 4, 2019.

FISCAL INFORMATION

No cost consideration to the City.

WHEREAS, the City recognizes the importance of its role in local economic development initiatives and programs; and

WHEREAS, the City has established Tax Increment Financing Reinvestment Zone Number Eighteen ("Maple/Mockingbird TIF District" or "District") and established a Board of Directors for the District to promote development or redevelopment in the Maple/Mockingbird area pursuant to Ordinance No. 27435, authorized by the City Council on December 10, 2008, as authorized by the Tax Increment Financing Act, Chapter 311 of the Texas Tax Code, as amended; and

WHEREAS, on September 23, 2009, City Council authorized the Project Plan and Reinvestment Zone Financing Plan for the Maple/Mockingbird TIF District by Resolution No. 09-2362; Ordinance No. 27690; and

WHEREAS, the Tax Increment Financing Act specifies that the governing body of a city shall submit an annual report on the financial status of the district to the Chief Executive Officer of each taxing unit that levies taxes on real property in a reinvestment zone, and a copy of the report shall be forwarded to the State Comptroller; and

WHEREAS, on January 24, 2019, the Maple/Mockingbird TIF District Board of Directors passed a motion accepting the FY 2017-2018 Annual Report for Tax Increment Financing Reinvestment Zone Number Eighteen and recommended approval of same by the City Council.

Now, Therefore,

BE IT RESOLVED BY THE CITY COUNCIL OF THE CITY OF DALLAS:

SECTION 1. That the FY 2017-2018 Annual Report for Tax Increment Financing Reinvestment Zone Number Eighteen (Maple/Mockingbird TIF District), City of Dallas, Texas, as of September 30, 2018, a copy of which is attached hereto (**Exhibit A**), is hereby accepted.

SECTION 2. That the City Manager is hereby authorized to submit the FY 2017-2018 Annual Report for Tax Increment Financing Reinvestment Zone Number Eighteen, to the Chief Executive Officer of each taxing jurisdiction that levies taxes on real property in the District, and to the State Comptroller, as required by state law.

SECTION 3. That this resolution shall take effect immediately from and after its passage in accordance with the provisions of the Charter of the City of Dallas, and it is accordingly so resolved.

Exhibit A

Maple/Mockingbird TIF District
FY 2017-2018
Annual Report



aLoft/Element - Love Field Hotel

City of Dallas

Office of Economic Development
1500 Marilla Street, 2CN
Dallas, Texas 75201
(214) 670-1685
http://www.dallas-ecodev.org

October 1, 2017 to September 30, 2018

Reinvestment Zone Number Eighteen
Maple/Mockingbird Tax Increment Financing District

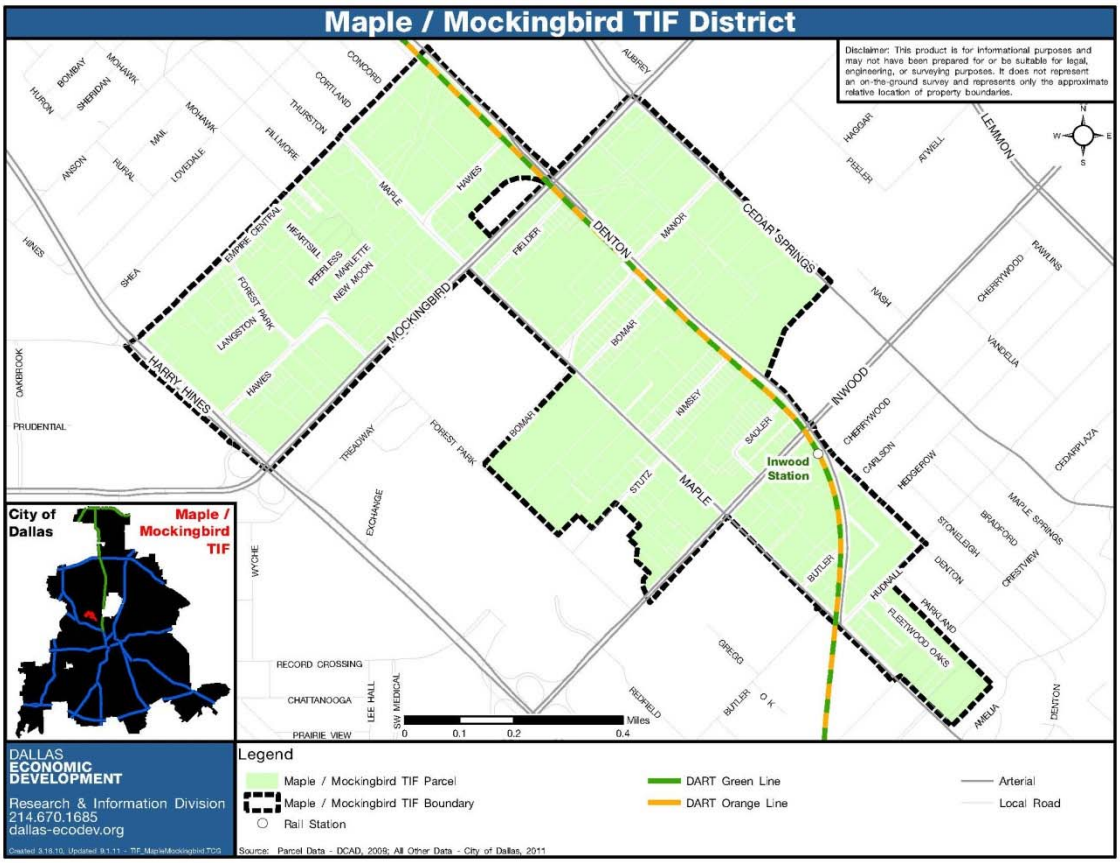


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Mission Statement

The mission of the Maple/Mockingbird TIF District is to provide a source of funding for public infrastructure improvements necessary to enhance the real estate market for the Maple/Mockingbird TIF District area. The Maple/Mockingbird Tax Increment Financing (TIF) District represents the outgrowth of the City of Dallas' effort to provide a model for redeveloping underdeveloped land near employment centers to take full advantage of the expanding DART light rail system and area resources such as Love Field Airport and the Southwestern Medical District.

The Maple/Mockingbird TIF District took effect on January 1, 2009 and will terminate on December 31, 2033 (including collection of the 2033 increment in calendar year 2034 and any related matters to be concluded in 2034) or when the budget of $27.8 million (NPV) or $58.4 million total dollars has been collected. The City of Dallas and Dallas County are the two participating jurisdictions. The City participated at 70% in 2009 through 2011, and is participating at 85% from 2012 through 2026. The city's participation rate decreases to 70% 2027 through 2033. Dallas County's participation is 55% for the first twenty years of the District.

District Accomplishments

The Maple/Mockingbird TIF District has seen an influx of multifamily construction (ongoing and planned) over the last few years. Maple Station project, a transit-oriented development near the Inwood Station consists of approximately 249 residential units located at 5252 and 5602 Maple Avenue, opened in 2015. Maple Station project is the first TIF funded project in the Maple/Mockingbird TIF District. The Dallas Central Appraisal District (DCAD) appraised value for the project is $12,915,660. The TIF funding for the project is $8,000,000. The public improvement includes paving, pedestrian friendly streetscape, sidewalk improvements and enhanced connectivity to the Inwood DART light rail station. The project started its construction in August 2013 and was completed in the summer of 2015. The Reserve at UTSW (formerly The Reserve on the North Campus) at 2325 and 2335 Stutz Road completed 18 townhomes (36 townhomes are planned). AMLI on Maple (formerly Eon at Maple) at 6008 Maple Avenue completed 300 multifamily units. The Southwestern Apartments by Greystar completed 359 multifamily units at 5959 Maple Avenue. Park 5940 MD (Formerly Alexan MD) by Trammell Crow Residential at 5940 Forest Park Road completed 343 multifamily units. Century Medical District Apartments (formerly Encore 6162) by Encore Multifamily LLC at 6162 Maple Avenue completed 300 multifamily units. Inwood Station by Fairfield Residential at 2727 Inwood completed 347 multifamily units and opened Summer 2017. Jefferson West Love by JPI at 2293 Hawes Avenue is currently under-construction with 368 multifamily units.

In addition, commercial uses are beginning to expand in the area. In 2012, Rosewood Academy opened the childhood development center at 2310 Stutz Road in 2012 (former USPS location). The Kroger's store, located at 4901 Maple Avenue, opened in 2012. Rosewood Academy and Kroger's are located adjacent to the District. The aloft-Element

Hotel at West Love, located at 2333 West Mockingbird Lane, completed construction in early 2017 and is now open for business. The DCAD appraised value for the project is $27.9 Million. The cost related to TIF eligible public improvements is $3,000,000. The public improvements include paving, pedestrian friendly streetscape, sidewalk improvements, and connectivity to the proposed adjacent mixed-use development, West Love.

Below are photographs of the projects located in the Maple/Mockingbird TIF District at various stages of development



The Reserve on The Campus



AMLI on Maple Apartments



Maple Station – 5522 and 5602 Maple Avenue



Park 5940 MD (formerly Alexan MD)



Century Medical District (formerly Encore 6162 by Encore)



Southwestern Apartments by Greystar





aLoft/Element Hotel

Current Development Status in the District
Maple/Mockingbird TIF District Projects

Maple/Mockingbird TIF District Projects[1]

Projects Within TIF District Utilizing TIF Funding

Project	Location	Calendar Year Complete	Status	Units/ SF[2]	Approx. Value[3]	TIF Investment[4]
Maple Station Project	5522 Maple Avenue	2015	Completed	249 apartments	$22,882,790	$8,000,000
aLoft/Element Hotel - Love Field	2345 W Mockingbird Lane	2016	Completed	232 Guest Rooms; 30,000 SF of Retail; 145,000 SF of Hotel/Common Space	$18,000,000	$3,000,000
				Total TIF Projects:	$40,882,790	$11,000,000

Projects Within TIF District Not Utilizing TIF Funding

Project	Location	Calendar Year Complete	Status	Units/ SF2	Approx. Value3	TIF Investment4
The Reserve on the Campus	2325 and 2335 Stutz Rd	2012	36 units planned and 18 completed	18 townhomes	$6,370,080	$0
AMLI on Maple	6008 Maple Avenue	2012	Completed	300 apartments	$45,915,000	$0
The Southwestern Apartments by Greystar	5959 Maple Avenue	2014	Completed	359 apartments	$49,583,000	$0
Park 5940 MD	5940 Forest Park Rd	2013	Completed	343 apartments	$53,485,000	$0
Century Medical District Apts	6162 Maple Avenue	2015	Completed	300 apartments	$38,300,000	$0
Inwood Station	2727 Inwood	2017	Completed	347 apartments	$27,255,680	$0
Jefferson West by JPI (Formerly Balcones)	2293 Hawes Avenue	2019	Under Construction	368 Apartments	$50,000,000	$0
West Love	Mockingbird Lane and Maple Avenue	TBD	Planned	Mixed-Use Development	$100,000,000	TBD
				Total (TIF and Non-TIF) 1916 units completed 36 units under construction and 30,000 square feet of retail space Completed	**$261,791,550 completed $50,000,000 under construction and**	**$11,000,000**

145,000 square feet of hotel/meeting space completed	**$100,000,000 planned**	

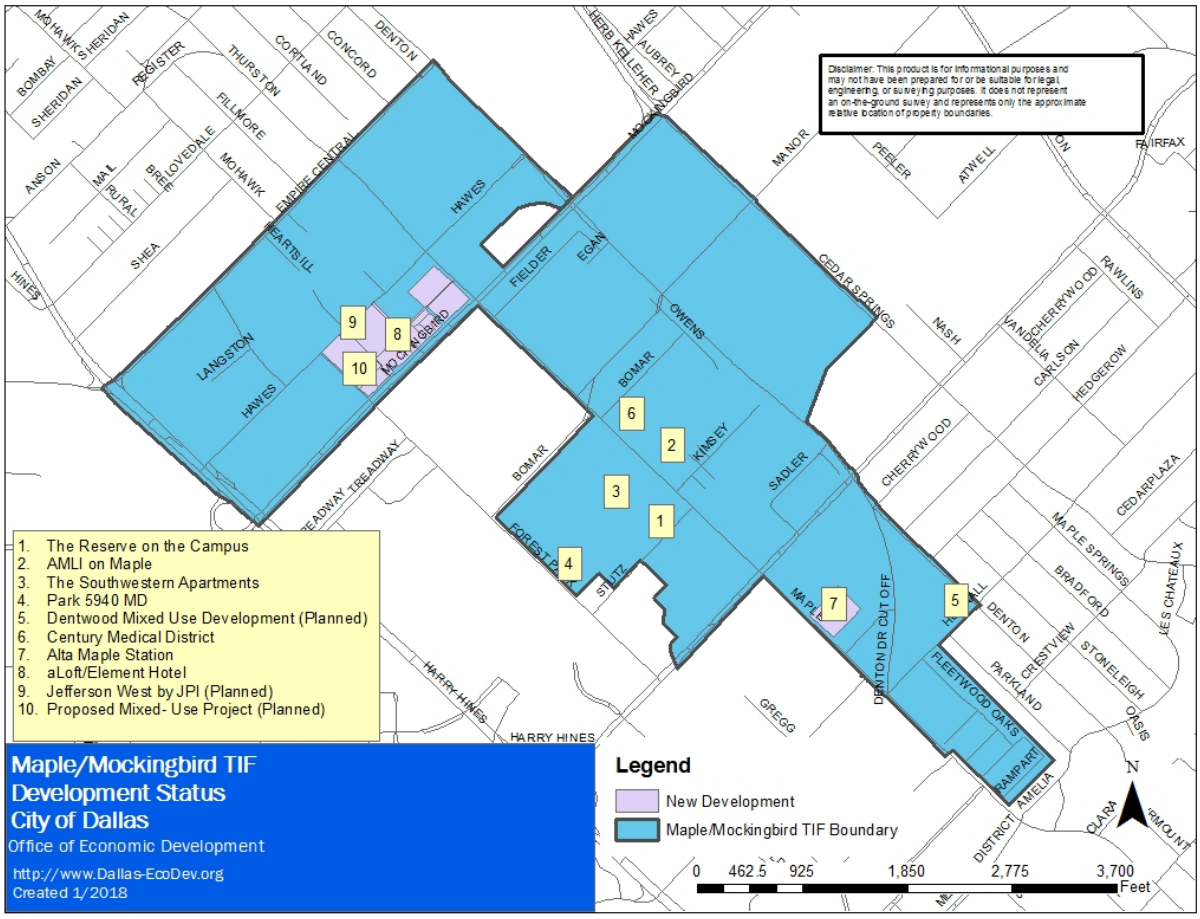
[1] All information updated as of September 30, 2018.

[2] Based upon either the TIF application or required minimum stated in the development agreement. May be updated for completed projects based on actual unit mix and square footage.

[3] Based upon 1) market value of comparable projects for anticipated projects, 2) private investment stated in the development agreement for projects that are approved or under construction, or 3) DCAD market value for completed projects (unless project has not yet been assessed). Values may not be fully captured by the TIF District for redevelopment projects once pre-existing value and/or the demolition of structures is netted out.

[4] Principal amount not to be exceeded per the development agreement. TBD indicates that development agreement has not yet been adopted.

TIF District Development Status Map



Value and Increment Summary

The Maple/Mockingbird TIF District's assessed 2018 taxable value was $613,056,353. This represents an increase of $429,051,344 or 233% from the 2008 base year value and

an increase of $95,161,182 or 18% from last year (2017). The total incremented revenue collected in 2018 is expected to be $2,832,576.

Objectives, Programs, and Success Indicators

The final Maple/Mockingbird Project Plan and Reinvestment Zone Financing Plan was adopted in September 2009. The goals of the Plan are:

- To create additional taxable value attributed to new private investment in projects in the Mockingbird/Maple TIF District of a minimum of $374.2 million over the term of the District.

  Projects within the District had contributed approximately $280.9 million and new projects that are under construction will add an additional $50 million, a total of 83.3% of goal.

- To attract new private development adding approximately 2,500 new residential units and 650,000 square feet of retail space to increase the area's population density and shopping options, adding approximately 1.2 million square feet of new retail, office and medical.

  New developments (completed) within the District have added 1,916 residential units (76.6% of goal) and additional units under construction will add 404 units (16.2% of goal), a combined total of 2,320 units (92.8% of goal). 30,000 square feet of retail (4.6% of goal), as well as 145,000 square feet of hotel/common space is now complete.

- To increase the District's housing options while maintaining an affordable housing component of 20% of all new units built.

  All residential projects that receive TIF funding are required to provide affordable units that total 20% of units being constructed. The Maple Station includes 52 affordable units (20% of the units) providing affordable housing for 80% or less of the median family income as per the Mixed Income Housing Guidelines of the Maple/Mockingbird TIF District.

- To focus on encouraging the redevelopment of properties in the area south and west of Love Field with enhanced urban design.

  All prospective developments must follow urban design guidelines for TIF Districts and must first be presented for consideration by the Planning and Urban Design staff, with final approval by the Urban Design Peer Review Panel (UDPRP). All TIF-eligible projects have to be reviewed and provided with comments and recommendations by the UDPRP before going to the TIF Board for reimbursement consideration.

- To diversify retail, office and medical uses in the District by identifying redevelopment options for obsolete and under-utilized commercial structures, thereby capturing demand from residents of Oak Lawn, the Park Cities, Arlington Park, Love Field West, Bluffview and Northwest Dallas.

  Approximately 30,000 square feet of retail space has been added to date.

- To improve recreational opportunities for the community and provide connections to the City of Dallas' trails and open space system in the District, enhance connections to other trail systems within Dallas County and create additional recreational amenities in the area.

  Staff and the Board continue to seek ways to increase green space, recreational opportunities and trail connections within the District.

- To sustain the stability of local schools as redevelopment occurs in the housing market by maintaining strong communications between the Dallas Independent School District and area developers.

  Staff and the Board continue to work with DISD representatives, providing an avenue for developers to maintain strong communications as redevelopment occurs.

- To make a desirable neighborhood that incubates and supports growth of the Southwestern Medical District and medical businesses in Dallas, particularly taxable property and employment related to medical technology.

  Staff and the Board continue to foster a working relationship with Southwestern Medical District (UT Southwestern Medical Center, William P. Clements, Jr. University Hospital at UT Southwestern Medical Center, Children's Hospital, and Parkland Hospital) to create investment opportunities in the District.

- To generate an NPV of $27.8 million or approximately $63.8 million in total dollars in TIF revenues over 25 years of collections.

Based upon current estimates and established 2018 values, the district will generate $58,227,562 (in 2018 dollars) by FY 2033 before the TIF expires in 2034.

Year-End Summary of Meetings

The Maple/Mockingbird TIF District Board of Directors met once during FY 2018 on January 25, 2018.

During FY 2018 the Board members were (FY 2018 Board meetings attended): Robert Prejean – City Representative, Chair (attended meeting); Lily Fern Mak – City Representative (attended meeting); Se-Gwen Tyler – City Representative (did not attend meeting); Priscylla Bento – City Representative (attended meeting); Reina Gonzalez – City Representative (attended meeting); Oscar Monsibas – City Representative (attended meeting; resigned during FY 2018); and Rick Loessberg – Dallas County Representative (attended meeting).

During FY 2018, the City Council approved one (1) item associated with the Maple/Mockingbird TIF District. The council actions is listed below.

- On February 28, 2018, City Council approved 18-0363, a resolution accepting the FY 2016-2017 Annual Report on the status of Tax Increment Financing Reinvestment Zone Number Eighteen, (Maple/Mockingbird TIF District), submitted by the Maple/Mockingbird TIF District's Board of Directors, and authorizing the City Manager to submit the annual report to the Chief Executive Officer of each taxing jurisdiction that levies taxes on real property in the District, and to the State Comptroller, as required by state law - Financing: No cost consideration to the City

Pending TIF Items

- Consideration of the FY 2018 Maple/Mockingbird TIF District Annual Report and a recommendation to the Dallas City Council for approval.

- Potential TIF Projects:

    - West Love by Balcones Realty. The potential mixed-use development at the corner of Maple Avenue and Mockingbird Lane will consists of residential and commercial use.
    - Mixed-Use Development/Hotel. Potential Hotel and Retail mixed-use development at the corner of Forest Park Boulevard and Mockingbird Lane will continue of a hotel with a retail/restaurant development located along the street front.



West Love Development (Planned)

Budget and Spending Status

Each TIF district establishes in its Project Plan and Reinvestment Zone Financing Plan a budget for public improvement expenditures necessary to support private investment in the district. The TIF's public improvement budget is approximately $63.8 million in total dollars ($27.8 million NPV). The current budget for the District is below:

Maple/Mockingbird TIF District

Projected Increment Revenue of Retire TIF Fund Obligation

Budget Category	TIF Budget	Total Allocated Allocated	Remaining Balance
Infrastructure/Utility Improvements - design and engineering; street paving construction and resurfacing; utility improvement, relocation and burial; streetscape; open space	$33,116,744	$2,595,000	**$30,521,744**
Environmental Remediation and Demolition	$4,715,992	$315,000	**$4,400,992**
Affordable Housing	$8,907,985	$4,400,000	**$4,507,985**
Retail/High Density Grant Program	$8,499,266	$3,690,000	**$4,809,266**
Administration and Implementation[2]	$2,987,577	$335,322	**$2,652,255**
Total Project Costs	$58,227,562	**$11,335,322**	**$46,892,241**

[1] *Budget shown in total dollars. TIF Project Plan shows the budget in Net Present Value.*

[2] *TIF administration costs include funds expended/committed through FY 2018*

Maple/Mockingbird TIF District
Project Plan Budget

Category	TIF Budget (NPV)*
Infrastructure/Utility Improvements - design and engineering; street paving construction and resurfacing; utility improvement, relocation and burial; streetscape; open space	$15,800,000
Environmental Remediation and Demolition	$2,250,000
Affordable Housing	$4,250,000
Retail/High Density Grant Program	$4,055,000
Administration and Implementation	$1,425,373
Total Project Costs	$27,780,373

** As approved in the Project Plan and Reinvestment Zone Plan in 2009 dollars.*

M/WBE Participation				
Project	**Contractor**	**Service**	**Total Contractor Award Amount**	**Percentage Minority Participation**
Alta Maple Station	Lindawood Demolitions	Demolition	$149,042.50	9.31%
Alta Maple Station	Rusey Site Construction	Construction	$1,354,556.50	84.63%
Total Public BID Amount			$1,600,596.50	93.9%
Alta Maple Station	Spoor Electric	Electric	$1,716,965.00	7.20%
Alta Maple Station	Longhorn Mechanical	Utilities	$819,019.00	3.43%
Total Private BID Amount			$23,859,653.50	10.6%
Total Public and Private BID Amount			$27,996,234.00	
Requirements were 25% MWBE of Public BID and 10% of Private BID				

FY 2019 Work Program

The FY 2019 work program for the Maple/Mockingbird TIF District is as follows:

- Promote new development projects in the District, including development sites along Mockingbird.
- Identify additional redevelopment sites including the Inwood DART Station area, work with developers of anticipated development projects within the District to bring them to fruition and continue to seek growth in the District through the attraction of mixed-use, high-density development.

Appendix A – Financials

City of Dallas, Texas
Maple/Mockingbird Tax Increment Financing District
Notes to Financial Statements for the Year Ended September 30, 2018

1. The measurement focus used for the TIF Zone fund is a flow of financial resources. The financial statements are prepared using the modified accrual basis of accounting. Under the modified accrual basis of accounting, tax increment revenues and interest are recognized as revenue when they become both "measurable" and "available" to finance expenditures of the current period. Expenditures are recognized when the liability is incurred.

2. State statute requires that each taxing jurisdiction remit its ad valorem taxes to the Zone by May 1 of each year (remittance to occur no more than 90 days after taxes for the jurisdiction become delinquent).

3. The TIF's cash balances are invested in the City's investment pool and include amounts in demand deposits as well as short-term investments. Pooled investments and short-term non-pooled investments are treated as cash equivalents. Investment income on the pooled investments is prorated monthly based upon the average daily cash balance in each fund.

4. The Zone's Financial Plan permits expenditures not to exceed $2,830,683 over the life of the TIF to reimburse the City for administrative costs. The Zone began reimbursing the General Fund in fiscal year 2010-11. Any future remittance for administrative expenses would come from excess cash as tax increment revenue increases as a result of increased assessed values.

5. All project costs resulting in capital improvements that are owned by the City are capitalized by the City.

City of Dallas, Texas
Maple/Mockingbird Tax Increment Financing District Fund
Balance Sheet as of September 30, 2018 (Unaudited)
With Comparative Totals for September 30, 2017, 2016, 2015, and 2014 (Audited)

	2018	2017	2016	2015	2014
Assets:					
Pooled cash and cash equivalents	$2,933,943	$720,330	$284,815	$1,479,294	$533,701
Interest receivable	$7,089	$1,864	$447	$1,804	$575
Total assets	$2,941,032	$722,194	$285,262	$1,481,098	$534,277
Liabilities and Fund Balance (Deficit):					
Liabilities:					
Accounts and contracts payable	$2,765,984	$0	$0	$0	$0
Advances from developers	$0	$0	$0	$0	$0
Accrued interest	$0	$0	$0	$0	$0
Due to general fund	$0	$123,017	$123,017	$123,017	$123,017
Total liabilities	$2,765,984	$123,017	$123,017	$123,017	$123,017
Fund Balance (Deficit):					
Fund Balance (Deficit)	$175,047	$599,177	$162,245	$1,358,081	$411,260
Total Liabilities and Fund Equity	$2,941,031	$722,195	$285,263	$1,481,098	$534,277
	($0)	$0	$0	$0	$0

Maple/Mockingbird Tax Increment Financing District Fund
Statement of Revenues, Expenditures and Changes in Fund Balance (Deficit)
Balance Sheet as of September 30, 2018 (Unaudited)
With Comparative Totals for September 30, 2017, 2016, 2015, and 2014 (Audited)

	ITD	2018	2017	2016	2015	2014
Revenues:						
Tax increment-Governmental	$6,670,032	$2,220,807	$1,838,873	$1,324,784	$818,778	$463,313
Tax increment-Intergovernmental	$1,295,783	$433,271	$353,860	$258,490	$160,176	$89,986
Interest income	$49,723	$26,879	$9,968	$4,191	$6,788	$1,865
Net increase (decrease) in fair value of investments	($12,259)	($11,044)	($1,687)	($2,647)	$3,168	($50)
Total revenues	$8,003,278	$2,669,912	$2,201,013	$1,584,818	$988,910	$555,115
Expenditures:						
Administrative expenses	$335,322	$44,635	$53,411	$47,822	$42,090	$20,838
Non-Capital Outlay	$5,868,627	$1,425,126	$1,710,670	$2,732,831	$0	$0
Capital outlay	$1,624,282	$1,624,282	$0	$0	$0	$0
Interest and fiscal charges	$0	$0	$0	$0	$0	$0
Total expenditures	$7,828,231	$3,094,042	$1,764,081	$2,780,653	$42,090	$20,838
Excess (Deficiency) of Revenues over Expenditures	$175,047	($424,130)	$436,932	($1,195,835)	$946,821	$534,277
Fund balance (Deficit) at beginning of year as previously reported	$0	$599,177	$162,245	$1,358,081	$411,260	($123,017)
Fund balance (Deficit) at beginning of year, as restated	$0	$599,177	$162,245	$1,358,081	$411,260	($123,017)
Fund balance (deficit) at end of year	$175,047	$175,047	$599,177	$162,245	$1,358,081	$411,260

Note: Fiscal year 2017-18 unaudited financial statements are based on preliminary close numbers and are subject to review by the City Controller's Office prior to approval by the City Council. In case of any material changes, TIF board will be provided with the updated financial statements.

City of Dallas, Texas
Maple/Mockingbird Tax Increment Financing District Fund
Reinvestment Zone Number Eighteen
As of September 30, 2018

Chapter 311.016 of V.C.T.A. requires the following information as part of the annual report on the status of the TIF District. Information is contained in detail on the attached financial statements.

1. Amount and source of revenue in the tax increment fund established for the zone:

$15,835	Interest Income
$2,654,077	Ad Valorem Taxes (Collected in FY'2017-18 based on 2017 Final Tax Roll)
$2,669,912	**Total Revenue**

2. Amount and purpose of expenditures from the fund:

$44,635	Administrative Expense
$1,425,126	Non-Capital outlay (1)
$1,624,282	Capital outlay (1)
$0	Additional Subsidy in Form of Grant (in lieu of interest expense)
$3,094,042	Total Expenditures

(1) These expenditures are for the following Projects:

	Non-Capital Outlay	Capital Outlay	Total
Maple Station Project Reimbursement	$1,424,864	$0	$1,424,864
Love Field Hotel Project Reimbursement	$0	$1,624,282	$1,624,282
PNV Design Studio cost Reimb.to General Fund	$262	$0	$262
Total	$1,425,126	$1,624,282	$3,049,407

3. The Zone started reimbursing the General Fund for TIF administrative costs in fiscal year 2010-11.

4. a. Amount of Principal and Interest due-on outstanding bonded indebtedness:
Maple Mockingbird TIF District has incurred no bonded indebtedness as of September 30, 2018.

b. The Zone entered into a development agreement with WP West Development Enterprises, LLC for the Maple Station project in the Maple Mockingbird TIF District in an amount not to exceed $8,000,000 with anticipated completion by December 31, 2015 and reimbursement to begin in June 2016 from future increment collections, if available and upon fullfilling all requirements as defined in the Development Agreement.

c. The Zone entered into a development agreement with M & M Hotel Venture, LLC for the Love Field Hotel redevelopment project in the Maple Mockingbird TIF District in an amount not to exceed $3,000,000 with anticipated antiicipated completion by December 31, 2017 and reimbursement to begin from future increment collections, if available and upon fullfilling all requirements as defined in the Development Agreement.

c. The zone has the following contingent obligations reimbursed from available TIF funds as of September 30, 2018:

	Balance Due (Since Inception)			Payments/Adjustments To Date			
		Accrued			Accrued		Net Bal.
Project Description	**Principal**	**Add'l Subsidy (1)**	**Total Due**	**Principal**	**Add'l Subsidy (1)**	**Total Paid**	**Due**
Maple Station Project	$8,000,000	$0	$8,000,000	$5,868,365	$0	$5,868,365	$2,131,635
Love Field Hotel Project	$3,000,000	$0	$3,000,000	$1,624,282	$0	$1,624,282	$1,375,718
Totals	**$11,000,000**	**$0**	**$11,000,000**	**$7,492,647**	**$0**	**$7,492,647**	**$3,507,353**

(1) Additional Subsidy in Form of Grant (in lieu of interest expense)

5. Tax increment base and current captured appraised value retained by the zone:

Taxing Jurisdiction	Taxable Value 2018*	Base Year 2008 Value	Est. Captured Value 2018**
City of Dallas	$613,056,353	$184,005,009	$429,051,344
Dallas County	$613,281,306	$185,237,382	$428,043,924

*Taxable value shown for participating taxing jurisdictions. County values are approximate and will vary slightly from the City value due to different exemption levels.
**Based on Certified Taxable Value. The final values will be determined on February 01, 2019.

6. Captured appraised value by the municipality and other taxing units, the total amount of the tax increment received, and any additional information necessary to demonstrate compliance with the tax increment financing plan adopted by the governing body of the municipality:

A. Estimated tax increment shared by the municipality and other participating taxing jurisdictions:

Taxing Jurisdiction	**Assessment Per $100*** **	**Amount of Estimated 2018 Increment*****
City of Dallas	0.66020	$2,832,576
Dallas County	0.13371	$572,316
Total for all Jurisdictions	$0.79390	$3,404,892

***Participation rates for City of Dallas are 70% for tax years 2009-2011, 85% for tax years 2012-2026 and 70% for tax years 2027-2031.
***Participation rate for Dallas County is 55% for tax years 2009-2030.
****The District began collecting increment in fiscal year 2009-10 for tax tax year 2009.

B. The total amount of estimated tax increment to be billed for the 2018 tax year is $3,404,892. For the 2017 tax year, the zone received increment of $2,654,077.

Appendix B – Financial Obligations Estimated Payoff

The District currently has two outstanding developer obligations:

- Maple Station has a remaining balance of $1,950,436,48. The project earned the Catalyst Project Shared Increment obligation in tax year 2017 (calendar year 2018). Full payoff is expected in tax year 2019 (calendar year 2020).
- Love Field Hotel has a remaining balance of $1,041,485. Full project payoff is expected in tax year 2018 (calendar year 2019).

Appendix C – District-wide Set Aside Funds

The TIF Increment Allocation Policy adopted by the TIF Board for the Maple-Mockingbird TIF District currently provides for 5% of any Shared increment for District-Wide Improvements after administrative expenses. Specific improvement projects are to be determined and the amount of this set aside will be reviewed annually based on updated financial projections and District needs. The TIF Board shall also have the discretion to release all or part of district-wide set aside funds towards reimbursement of one or more TIF eligible projects.

The balance for the district-wide set aside as of the end of FY 2018 is $398,116.91. There are no commitments at this time.

Potential uses as defined by the Increment Allocation Policy includes:

- Gateways, trails, open space, public facilities, or utility/streetscape improvements benefiting multiple properties or blocks.

The intent is to leverage TIF funds as a match for other funding.

Agenda Information Sheet

File #: 19-223 **Item #:** 23.

STRATEGIC PRIORITY:	Economic and Neighborhood Vitality
AGENDA DATE:	February 27, 2019
COUNCIL DISTRICT(S):	6
DEPARTMENT:	Office of Economic Development
EXECUTIVE:	T.C. Broadnax

SUBJECT

A resolution accepting the FY 2017-2018 Annual Report on the status of Tax Increment Financing Reinvestment Zone Number Nineteen (Cypress Waters TIF District or District), submitted by the Cypress Waters TIF District's Board of Directors, and authorizing the City Manager to submit the annual report to the Chief Executive Officer of each taxing jurisdiction that levies taxes on real property in the District, and to the State Comptroller, as required by state law - Financing: No cost consideration to the City

BACKGROUND

This item is being placed on the addendum due to the unavailability of fiscal year 2017-2018 administrative costs for the annual report financial statement prior to the regular agenda deadline.

State law (the Tax Increment Financing Act, Chapter 311 of the Tax Code) requires that the governing body of a city shall submit an annual report on the status of each reinvestment zone it has created to the Chief Executive Officer of each taxing unit that levies taxes on real property in the zone, as well as to the State Comptroller. On December 8, 2010, City Council authorized Ordinance No. 28074 establishing Tax Increment Financing Reinvestment Zone Number Nineteen (Cypress Waters TIF District). On June 8, 2011, City Council authorized the Project Plan and Reinvestment Zone Financing Plan for this District by Ordinance No. 28224, as amended.

The Cypress Waters TIF District's assessed 2018 tax value was $451,669,634.00. This represents an increase of approximately $451,598,197.00 (632,163%) over the 2010 base year value of $71,437.00. The district’s value increased by $157,783,390.00 (54%) from the previous year’s value ($293,886,244.00). This increase in district value will result in the collection of approximately $3,585,238.00 (City - $2,981,429.00; County - $603,809.00) in incremental revenue for the Cedars TIF District for the 2018 tax year. The final amount of increment collected may increase as roll back taxes for 2018 are paid.

PRIOR ACTION/REVIEW (COUNCIL, BOARDS, COMMISSIONS)

On December 8, 2010, City Council held a public hearing and authorized the establishment of Tax Increment Financing Reinvestment Zone Number Nineteen, the Cypress Waters TIF District by Resolution No. 10-3052; Ordinance No. 28074, as amended.

On June 8, 2011, City Council authorized the Project Plan and Reinvestment Zone Financing Plan for the Cypress Waters TIF District by Resolution No. 11-1545; Ordinance No. 28224, as amended.

On January 16, 2019, the Cypress Waters TIF District Board of Directors recommended the FY 2017-2018 Annual Report be accepted and approved.

Information about this item was provided to the Economic Development and Housing Committee on February 4, 2019.

FISCAL INFORMATION

No cost consideration to the City.

February 27, 2019

WHEREAS, the City recognizes the importance of its role in local economic development initiatives and programs; and

WHEREAS, the City has established Tax Increment Financing Reinvestment Zone Number Nineteen ("Cypress Waters TIF District" or "District") and established a Board of Directors for the District to promote development or redevelopment in the Cypress Waters area pursuant to Ordinance No. 28074, authorized by the City Council on December 8, 2010, as authorized by the Tax Increment Financing Act, Chapter 311 of the Texas Tax Code, as amended; and

WHEREAS, on June 8, 2011, City Council authorized the Project Plan and Reinvestment Zone Financing Plan for the Cypress Waters TIF District by Resolution No. 11-1545; Ordinance No. 28224, as amended; and

WHEREAS, the Tax Increment Financing Act specifies that the governing body of a city shall submit an annual report on the financial status of the district to the Chief Executive Officer of each taxing unit that levies taxes on real property in a reinvestment zone, and a copy of the report shall be forwarded to the State Comptroller; and

WHEREAS, on January 16, 2019, the Cypress Waters TIF District Board of Directors passed a motion accepting the FY 2017-2018 Annual Report for Tax Increment Financing Reinvestment Zone Number Nineteen and recommended approval of same by the City Council.

Now, Therefore,

BE IT RESOLVED BY THE CITY COUNCIL OF THE CITY OF DALLAS:

SECTION 1. That the FY 2017-2018 Annual Report for Tax Increment Financing Reinvestment Zone Number Nineteen (Cypress Waters TIF District), City of Dallas, Texas, as of September 30, 2018, a copy of which is attached hereto (**Exhibit A**), is hereby accepted.

SECTION 2. That the City Manager is hereby authorized to submit the FY 2017-2018 Annual Report for Tax Increment Financing Reinvestment Zone Number Nineteen to the Chief Executive Officer of each taxing jurisdiction that levies taxes on real property in the District, and to the State Comptroller, as required by state law.

SECTION 3. That this resolution shall take effect immediately from and after its passage in accordance with the provisions of the Charter of the City of Dallas, and it is accordingly so resolved.

Exhibit A

Cypress Waters TIF District
FY 2017-2018
Annual Report



Source: Billingsley Company

City of Dallas

Office of Economic Development
1500 Marilla Street, 2CN
Dallas, Texas 75201
(214) 670-1685
www.dallas-ecodev.org/redevelopment

October 1, 2017 to September 30, 2018

Reinvestment Zone Number Nineteen
Cypress WatersTax Increment Financing District

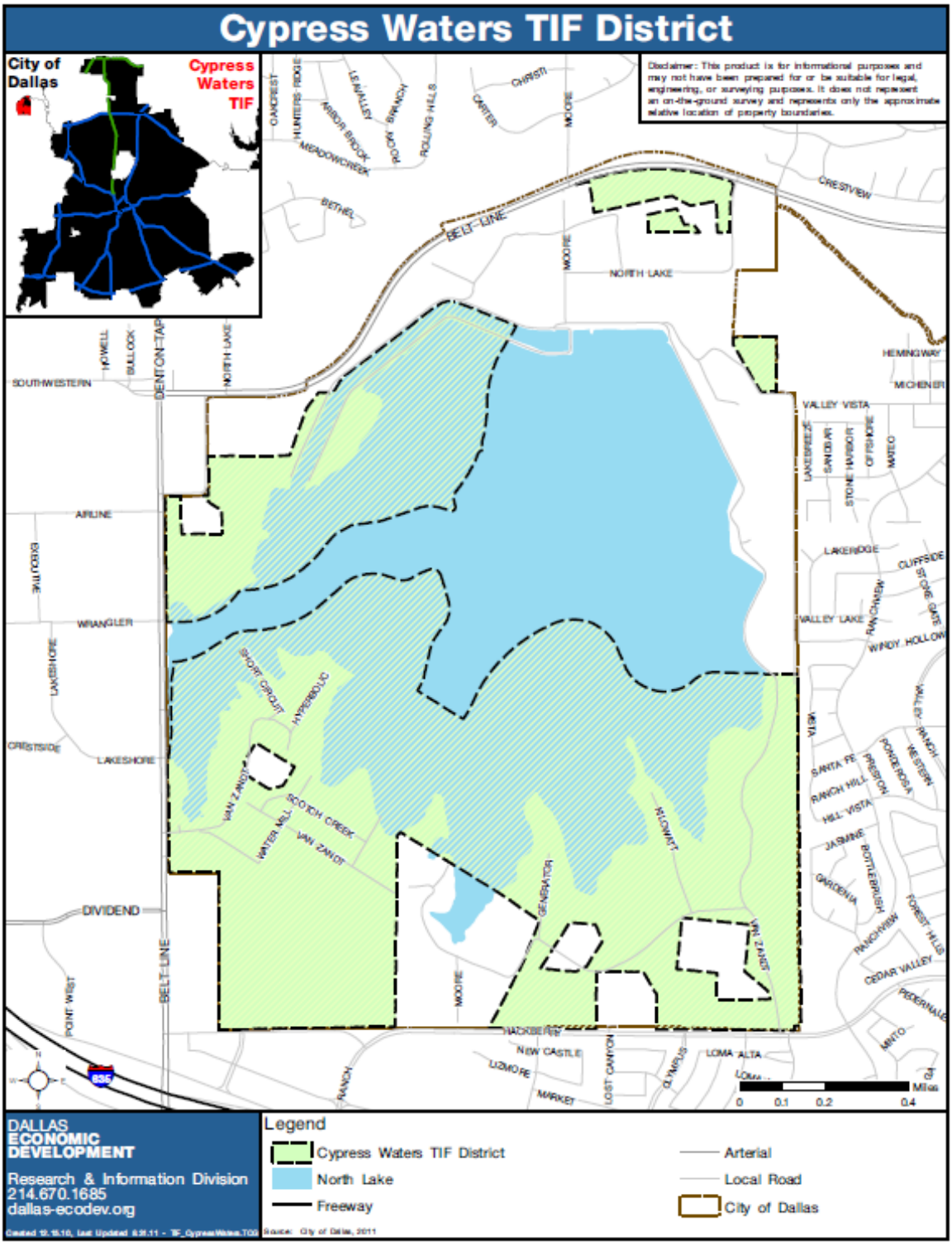


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Mission Statement

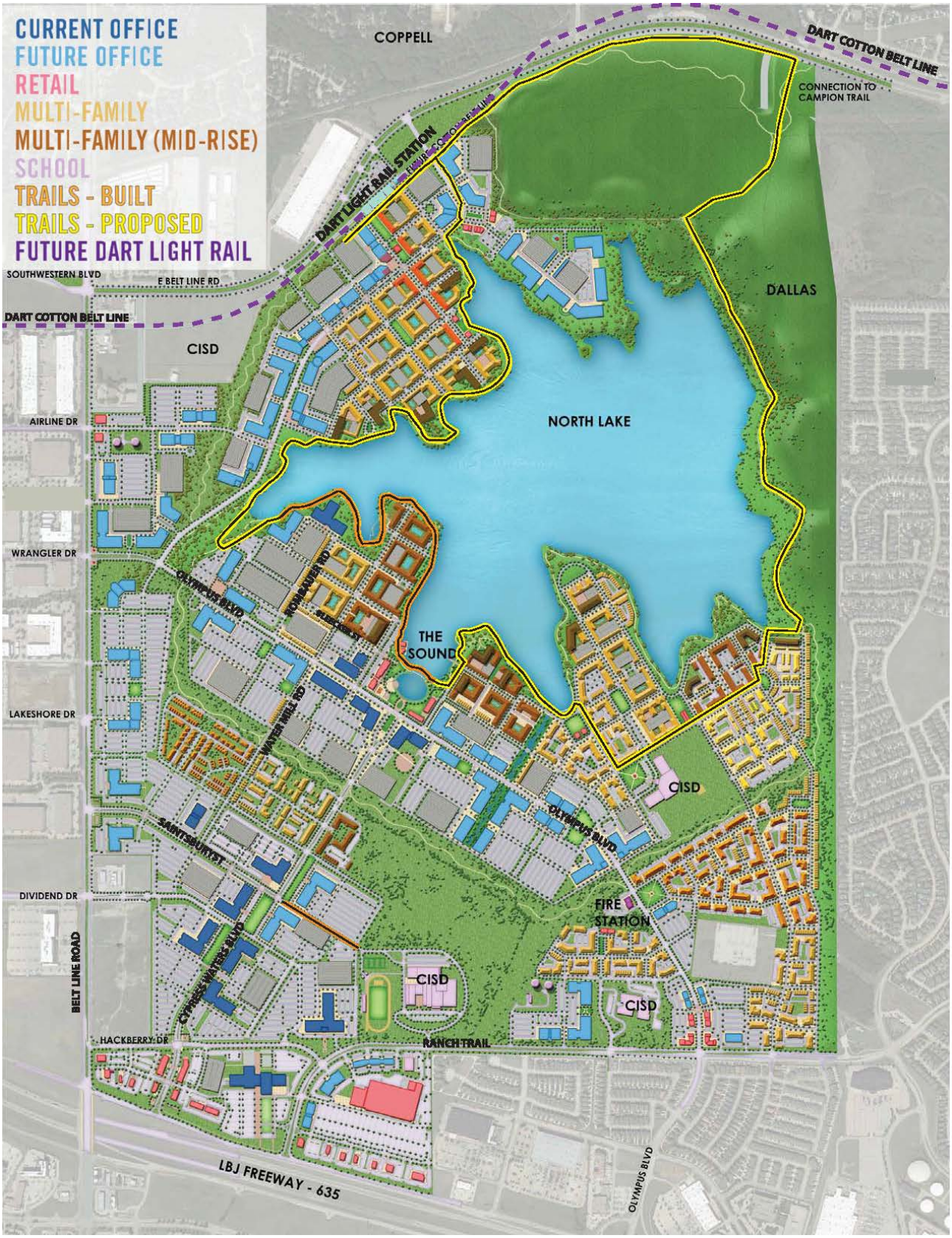
The Cypress Waters Tax Increment Financing (TIF) District (the "District") represents the outgrowth of the City of Dallas' effort to provide a model for supporting the development of land near DFW Airport and to take full advantage of the planned expansion of the DART light rail system along the Cotton Belt Line.

The Cypress Waters TIF District was established on December 8, 2010 to encourage the initial development of a large tract of undeveloped land within the city of Dallas (approximately 1,661 acres in total) surrounding North Lake. This district promotes the creation of pedestrian-oriented, traditional neighborhood development (TND) containing multifamily and residential development, a potential senior housing component, pedestrian-oriented retail development, offices, and additional commercial development.

The Dallas City Council established the Cypress Waters TIF District by Ordinance Number 28074 on December 8, 2010. The Cypress Waters District began collecting funds on January 1, 2012, and it is scheduled to terminate on December 31, 2040 (including collection of the 2040 increment in calendar year 2041 and any related matters to be concluded in 2041) or when the full budget has been collected or when all of the District's obligations have been retired. The City of Dallas and Dallas County are the two participating jurisdictions. The City started to participate at 85% in 2012. The County's participation is 55% from 2014 to 2033 or until the County's participation reaches its budget limit of $10,500,000.

In 2015, Council amended the district's Final Plan to remove approximately 28 acres on the northern end of the district, making the estimated new base $71,317. Council also reduced the budget from $65,698,583 to $25,779,665 NPV, 2010 dollars. The new budget provided for Cypress Waters Phases 1 and 2 TIF infrastructure projects, construction of a temporary public safety building within the district, a budget line item for a future permanent public safety building, administration expenses, and funding to support a proposed interlocal agreement with Irving to more efficiently provide water service to the district.

Cypress Waters District Master Plan



District Projects

Projects Within the Cypress Waters TIF District Utilizing or Supported by TIF Funding[1]						
Project	**Location**	**Calendar Year Complete**	**Status**	**Units/ SF[2]**	**Approx. Value[3]**	TIF Investment[4]
Cypress Waters Phase 1 *Public Infrastructure Improvements*	Cypress Waters Blvd. & Chapel Oaks Dr., northeast of Belt Line and Hackberry Rd.	2014	Complete	N/A	N/A	$9,527,524*
Parsons Green I *Supported by Phase1I Public Improvement Project*	3325 Scotch Creek Dr. 3330 Scotch Creek Dr.	2014	Complete	65 res. units	$14,830,080	$0
Scotch Creek *Supported by Phase 1 Public Improvement Project*	3211 Scotch Creek Dr. 3220 Scotch Creek Dr.	2014	Complete	608 res. units	$63,157,890	$0
Sycamore Park *Supported by Phase 1 Public Improvement Project*	9190 Cypress Waters Blvd.	2014	Complete	Included in Scotch Creek	$16,842,110	$0
Parson's Green II Townhomes	3451 Chapel Oaks Dr.	2016	Complete	141 res. units	$32,169,420	$0
Cypress Waters Phase 2 *Public Infrastructure Improvements*	Cypress Waters Blvd. and Saintsbury St.	2015	Complete	N/A	N/A	$6,522,398*
Single Tenant Office Bldg *Supported by Phase 2 Public Improvement Project*	8950 Cypress Waters Blvd.	2015	Complete	175,585 sf office	$25,855,000	$0
Multi-Tenant Office Bldg *Supported by Phase 2 Public Improvement Project*	8951 Cypress Waters Blvd.	2015	Complete	187,710 sf office	$26,865,000	$0
Multi-Tenant Office Bldg *Supported by Phase 2 Public Improvement Project*	8840 Cypress Waters Blvd.	2015	Complete	166,140 sf office	$22,775,000	$0
Single Tenant Office Bldg *Supported by Phase 2 Public Improvement Project*	9001 Cypress Waters Blvd.	2016	Complete	214,520 sf office	$31,100,000	$0
Single Tenant Office Bldg *Supported by Phase 2 Public Improvement Project*	3001 Hackberry Rd	2016	Complete	327,183 sf office	$46,880,000	$0
Single Tenant Office Bldg *Supported by Phase 2 Public Improvement Project*	9111 Cypress Waters Blvd.	2017	Complete	217,000 sf office	$28,730,000	$0
Signet Repair Center	9121 Watermill Rd.	2017	Complete	31,000 sf office	$4,195,000	$0
			Total	814 res. units 1,161,138 sf office	$313,399,500	$16,049,922*

Projects Within the Cypress Waters TIF District Not Utilizing or Supported by TIF Funding[1]						
Project	**Location**	**Calendar Year Complete**	**Status**	**Units/ SF[2]**	**Approx. Value[3]**	TIF Investment[4]
Signet Jewelers/Zales Campus	9797 Rombauer Rd	2018	Complete	250,000 sf office	$29,832,240	$0
The Sound Retail	Olympus Blvd and Wharf Rd	2018	Complete	35,000 sf retail	$8,750,000	$0
The Wharf at The Sound	9655 Wharf Rd	2018	Complete	296 res. units	$15,000,000	$0
Bleecker Street at The Sound	3333 Bleecker St	2018	Complete	243 res. units	$29,016,000	$0
Single-Tenant Office Building	3000 Olympus Blvd.	2018	Complete	216,400 sf office	$18,286,700	$0
Multi-Tenant Office Building	3100 Olympus Blvd.	2018	Complete	250,000 sf office	$14,508,830	$0
Harpers Bay at The Sound	Harpers Ln and Mulberry Hill Rd	2019	Under Construction	262 res. units	$31,200,000	$0
Byron Bay at The Sound	Harpers Ln and Mulberry Hill Rd	2019	Under Construction	274 res. units	$32,700,000	$0
Multi-Tenant Office Building	3200 Olympus Blvd	2019	Under Construction	250,000 sf office	$33,000,000	$0
Multi-Tenant Office Building	3201 Olympus Blvd	2019	Under Construction	250,000 sf office	$33,000,000	$0
Bleeker Townhomes	TBD	2019	Under Construction	50 Units	$10,000,000	$0
			Subtotal	1,125 res. units 1,216,400 sf office 35,000 sf retail	$162,695,530	$0
			Total	1,939 res. units 2,377,538 sf office 35,000 sf retail	$476,095,030	$16,049,922*

[1] All information updated as of September 30, 2018.

[2] Based upon either the TIF application or required minimum stated in the development agreement. May be updated for completed projects based on actual unit mix and square footage.

[3] Reflects 1) DCAD value for completed projects (unless project has not yet been assessed) and 2) estimated DCAD value for projects under construction.

[4] Principal amount not to be exceeded per the development agreement. Asterisk indicates TIF investment does not include interest.

***Note**:*

- **Dallas Water Utilities has committed over $2.2 million to water and wastewater infrastructure improvements within the district.**

Mixed-Income Housing Summary

Successful development efforts support a variety of housing options. Accordingly, twenty percent (20%) of all housing units in residential projects using direct, site-specific TIF funding assistance from the district are subject to the City's and County's established criteria for mixed income housing. In this district, four residential projects were supported by TIF funding. Of the 814 residential units constructed with the support of TIF funding, 163 (20%) have been set-aside as affordable. During the fiscal year, an additional 539 units were completed, and 586 units began construction in the District without TIF assistance.

Value and Increment Revenue Summary

The Cypress Waters TIF District's adjusted base tax value for 2010 was $71,437. This base value reflects final adjusted 2010 values for parcels in the District. The District's 2018 assessed tax value, as determined by the Dallas Central Appraisal District, is $451,669,634. This represents an increase of approximately $451,598,197 (632,163%) over the assessed base year value.

The district's value increased by $157,783,390 (54%) from the previous year's value ($293,886,244). This increase in district value will result in the collection of approximately $3,585,238 in incremental revenue for the District (City - $2,981,429; County - $603,809). The final amount of increment collected may increase as roll back taxes for 2018 are paid.

Objectives, Programs, and Success Indicators

The final Cypress Waters Project Plan and Reinvestment Zone Financing Plan was adopted on June 8, 2011. In 2015, the District's Project and Reinvestment Zone Financing Plan was amended and two of the development goals and objectives were revised to reflect a decrease in the budget for the District. The amended goals are in bold. Specific actions addressing each goal and objective follow in italics.

- Create additional taxable value attributable to new private investment in projects in the Cypress Waters TIF District totaling approximately ~~$2.2 billion~~ **$1.5 billion** over the thirty-year life of the TIF district.

  The district has seen an increase in value of approximately $451 million, (or 30.1% of amended goal) from a combination of agricultural exemption being removed from some parcels and completed private development within the District.

- Attract new private development, including approximately 10,000 new residential units, 4,000,000 square feet of commercial space (including approximately 700,000 square feet of data center use and 2,000,000 square feet of light warehouse/industrial use), and an estimated 150,000 square feet of pedestrian-oriented retail space, all of which are anticipated to create an estimated 9,000 on-site jobs.

  Three residential development projects supported by Phase 1 public infrastructure improvements completed December 2014, adding 673 multi-family units to the District (including 135 affordable units). Construction of an additional 141 residential units, as part of Phase II of the Parson's Green development, completed during the 2016 fiscal year. In total, approximately 814 residential units (inclusive of approximately 163 affordable units) have been supported by TIF funding. An additional 539 residential units were completed in 2018 and 586 units are currently under construction without the assistance of TIF funding. Approximately 1,939 residential units have completed construction or are under construction within the District, representing 19% of the housing goal.

  Three office buildings totaling 716,400 square feet completed construction in 2018 and two office buildings totaling 500,000 square feet began construction during the fiscal year. In total, approximately 2,377,538 square feet of office space has completed construction or is currently under construction within the District, representing 59% of the commercial space goal.

  During FY 2018 construction of 35,000 square feet of retail was completed in the District, representing 23% of the pedestrian-oriented retail space requirement.

  To date, an estimated 11,225 on-site jobs have been added to the District, exceeding the on-site jobs goal.

- To improve ridership on DART via the planned expansion along the Cotton Belt Line.

  The master plan for the district includes development adjacent to the planned Cotton Belt Station on the north side of the district.

- Improve recreational opportunities for the community and the future residents within the TIF district via extensive, publicly accessible green space on the site along the lake edge and along power line easements, in addition to multiple parks, hike and bike trails, and pedestrian connections throughout the district. Additional open space may be available through the utilization of Coppell ISD land and as part of an MMD and/or TIF-funded public amenity center.

The Phase 1 development installed wide sidewalks leading to the adjacent power line easement and to a future connection to the lake trail.

The Phase 2 development installed a combination cycle track and pedestrian path along Cypress Waters Boulevard and three large green spaces in the district.

In 2018, Dallas County provided $3 million for the construction of a trail that connects the TIF district with Irving's Campion Trail providing a continuous 12-mile trail from Cypress Waters to Irving's Las Colinas Urban Center. It is anticipated that TxDOT will also provide $3 million for this trail.

- Create a model for exceptional development standards in terms of its complexity, scope, design, environmental sensitivity, and connectivity.

  The private development and public infrastructure improvements completed with Cypress Waters Phases 1 and II projects is a model for dense, pedestrian-oriented development on under-utilized, infill property.

  On August 13, 2012, the board approved the Urban Design Guidelines for Projects Located in City of Dallas Tax Increment Financing Districts.

  The City Design Studio reviewed design for the Phase 2 public and private development, which provided pedestrian and bicycle connectivity between the housing, commercial, and recreational space.

  Coppell Independent School District opened Richard J. Lee Elementary School in the fall of 2014. Lee Elementary is the first net-zero elementary school in the state of Texas. The campus includes daylight harvesting, rainwater collection, and geothermal heating and cooling.

- Generate an NPV of ~~$65 million~~ **$26 million** or approximately ~~$160 million~~ **$47 million** in total dollars in projected TIF revenues over the 30-year life of the district.

  City participation in TIF increment collections began in tax year 2012. As of the end of the 2018 fiscal year, approximately $9.3 million in TIF revenue has been generated, representing 20% of the district's amended goal.

Year-End Summary of Meetings and Council Items

The Cypress Waters TIF District Board of Directors met once during the 2018 fiscal year, January 22, 2018.

The Board of Directors consists of seven (7) members, including six (6) City of Dallas appointees and one (1) Dallas County appointee. During FY 2018, the Cypress Waters TIF Board consisted of the following members:

Veletta Lill, City appointee (Attended 1 of 1 meeting) – Term expired July 1, 2018
Jose E. Gomez, City appointee (Attended 1 of 1 meeting) – Term expired July 1, 2018
Gresham Shinn, City appointee (Attended 1 of 1 meeting) – Term expired July 1, 2018
Victor Toledo, City appointee (Attended 1 of 1 meeting) – Appointed October 25, 2017
Marguerite Buccino, City appointee (Attended 1 of 1 meeting) – Appointed November 8, 2017
Claire Oliver, City appointee – Appointed May 23, 2018
Elizabeth Solender, City appointee – Appointed March 21, 2018
Lindsay Lauber, City appointee – Appointed August 1, 2018
Rick Loessberg, Dallas County appointee (Attended 1 of 1 meeting)

During fiscal year 2018, the City Council approved two (2) items directly or indirectly associated with the Cypress Waters TIF District. The Council actions are listed below:

- On February 28, 2018, Council approved Resolution No. 18-0364 accepting the FY 2016-2017 Annual Report on the status of Tax Increment Financing Reinvestment Zone Number Nineteen, (Cypress Waters TIF District) authorizing the City Manager to submit the annual report to the Chief Executive Officer of each taxing jurisdiction that levies taxes on real property in the District, and to the State Comptroller, as required by state law.

- On June 28, 2018, Council approved Resolution No. 18-1002 authorizing (1) a resolution designating approximately 11.54 total acres of property located at 3100 and 3201 Olympus Boulevard in Dallas, Texas as City of Dallas Neighborhood Empowerment Zone No. 7 (“City of Dallas NEZ No. 7”), pursuant to Chapter 378 of the Texas Local Government Code to promote an increase in economic development in the zone, establish the boundaries of the zone and provide for an effective date; (2) a business personal property tax abatement agreement with Nokia of America Corporation located at 3100 and 3201 Olympus Boulevard for a period of five years in an amount equal to the City's taxes assessed on 50 percent of the increased value of the applicable business personal property, in accordance with the City's Public/Private Partnership Program; (3) a Chapter 380 sales tax grant agreement in an amount not to exceed $1,650,000 with Nokia of America Corporation; (4) a Chapter 380 economic development grant agreement in an amount not to exceed $1,500,000 associated with job creation with Nokia of America Corporation; (5) a Chapter 380 economic grant agreement in an amount not to exceed $1,000,000 associated with local hiring; and (6) the nomination to receive designation as an Enterprise Project under the Texas Enterprise Zone Act, as

amended (Government Code, Chapter 2303) to the Office of the Governor, Economic Development and Tourism through the Economic Development Bank with Nokia of America Corporation or an affiliate thereof in connection with the proposed consolidation of their office and research operations into a new North American headquarters which will be comprised of a two building office development located at 3100 and 3201 Olympus Boulevard in accordance with the City's Public/Private Partnership Program - Total not to exceed $4,809,842 - Financing: Estimated Revenue Foregone ($659,842 over five year period), Tax Agreement Funds ($1,650,000) (subject to appropriations) and Public/Private Partnership Funds ($2,500,000)

Budget and Spending Status

Each TIF district, in their Project Plan and Reinvestment Zone Financing Plan, establishes a budget for public improvement expenditures necessary to support private investment in the district. The District's budget was reduced in 2015. The amended budget and spending status is shown below.

Cypress Waters TIF District
Projected Increment Revenues to Retire TIF Fund Obligations*

Category	TIF Budget	Allocated	Balance
Public infrastructure improvements	$39,949,695	$16,751,228	$23,198,467
Public safety improvements	$4,332,943	$4,332,943	$4,332,943
Administration and implementation**	$2,735,787	$276,997	$2,458,790
Total project costs	**$47,018,424**	**$21,361,168**	**$29,990,199**

**Budget shown above in current dollars, updated yearly; TIF Project Plan shows the budget in net present value. Values above do not include interest payments.*
***Administration and implementation costs for FY 2018 are not included in the above allocation.*

Cypress Waters TIF District
Project Plan Budget (NPV, 2010 dollars)

Category	TIF Budget*
Public infrastructure improvements: paving, streetscape, water/wastewater, storm sewer, utility burial/relocation, and land acquisition	$18,279,665
Public safety	$6,000,000
Administration and implementation	$1,500,000
Total project costs	**$25,779,665**

** As approved in the Final Project Plan and Reinvestment Zone Financing Plan.*

M/WBE Participation

Public bidding is not required for TIF projects. All TIF-funded projects must follow the City's adopted Business Inclusion and Development Plan and make a good faith effort to include certified Minority and Women-Owned Business (M/WBE) participation in TIF reimbursed projects. The BID Plan goal for TIF projects is 25 percent M/WBE participation in construction costs.

Cypress Waters TIF Project M/WBE Participation (completed projects only)

Project	Total Construction Contract Amount	Local M/WBE Amount	Non-Local M/WBE Amount	Total M/WBE Participation	Total M/WBE Participation Percentage
Cypress Waters Phase I	$9,301,593	$914,998	$1,077,591	$1,992,589	21%
Cypress Waters Phase II	$6,273,789	$695,260	$552,087	$1,247,346	20%
Totals	**$15,575,382**	**$1,610,258**	**$1,629,678**	**$3,239,936**	**21%**

FY 2019 Work Program

Pending items for the Cypress Waters TIF District include:

- Adoption of FY 2018 Annual Report
- Encourage development projects within the district, in accordance with the final Project Plan and Reinvestment Zone Financing Plan.
- Work with Billingsley Company to facilitate the selection of a site for a Public Safety facility in the District by the Dallas Police and Fire Departments.
- Provide assistance, if necessary, with any efforts to partner with potential jurisdictions to facilitate and fund the construction and operation of a Public Safety facility in the District.

Appendix A: District Financials

City of Dallas, Texas
Cypress Waters Tax Increment Financing District Fund
Balance Sheet as of September 30, 2018 (Unaudited)
With Comparative Totals for September 30, 2017, 2016, 2015, and 2014 (Audited)

	2018	2017	2016	2015	2014
Assets:					
Pooled cash and cash equivalents	$853,105	$229,885	$1,812,043	$712,405	$133,609
Interest receivable	$5,938	$611	$1,680	$908	$162
Total assets	$859,043	$230,497	$1,813,723	$713,313	$133,771
Liabilities and Fund Balance (Deficit):					
Liabilities:					
Accounts and contracts payable	$0	$0	$0	$0	$0
Due to general fund	$60,000	$112,097	$112,097	$112,097	$112,097
Total liabilities	$60,000	$112,097	$112,097	$112,097	$112,097
Fund Balance (Deficit):					
Fund Balance (Deficit)	$799,043	$118,400	$1,701,627	$601,217	$21,674
Total Liabilities and Fund Equity	$859,043	$230,497	$1,813,724	$713,313	$133,771
	$0	$0	$0	$0	$0

Cypress Waters Tax Increment Financing District Fund
Statement of Revenues, Expenditures and Changes in Fund Balance (Deficit)
Balance Sheet as of September 30, 2018 (Unaudited)
With Comparative Totals for September 30, 2017, 2016, 2015, and 2014 (Audited)

	ITD	2018	2017	2016	2015	2014
Revenues:						
Tax increment-Governmental	$4,904,373	$1,974,753	$1,269,441	$955,735	$548,572	$155,557
Tax increment-Intergovernmental	$883,145	$388,864	$243,919	$171,003	$79,359	$0
Interest income	$38,807	$19,450	$7,440	$8,088	$3,304	$524
Net increase (decrease) in fair value of investments	($10,317)	($9,879)	($2,209)	$202	$1,583	($14)
Total revenues	$5,816,008	$2,373,188	$1,518,592	$1,135,027	$632,818	$156,067
Expenditures:						
Administrative expenses	$276,997	$30,515	$23,881	$34,617	$53,276	$22,297
Non-Capital Outlay	$0	$0	$0	$0	$0	$0
Capital outlay	$4,739,968	$1,662,031	$3,077,937	$0	$0	$0
Interest and fiscal charges	$0	$0	$0	$0	$0	$0
Total expenditures	$5,016,965	$1,692,546	$3,101,818	$34,617	$53,276	$22,297
Excess (Deficiency) of Revenues over Expenditures	$799,043	$680,643	($1,583,227)	$1,100,410	$579,542	$133,770
Fund balance (Deficit) at beginning of year as previously reported	$0	$118,400	$1,701,627	$601,217	$21,674	($112,096)
Fund balance (Deficit) at beginning of year, as restated	$0	$118,400	$1,701,627	$601,217	$21,674	($112,096)
Fund balance (deficit) at end of year	$799,043	$799,043	$118,400	$1,701,627	$601,217	$21,674

Note: Fiscal year 2017-18 unaudited financial statements are based on preliminary close numbers and are subject to review by the City Controller's Office prior to approval by the City Council. In case of any material changes, TIF board will be provided with the updated financial statements.

City of Dallas, Texas
Cypress Waters Tax Increment Financing District Fund
Reinvestment Zone Number Nineteen
As of September 30, 2018

Chapter 311.016 of V.C.T.A. requires the following information as part of the annual report on the status of the TIF District. Information is contained in detail on the attached financial statements.

1. Amount and source of revenue in the tax increment fund established for the zone:

$9,571	Interest Income
$0	Affordable housing payment
$2,363,617	Ad Valorem Taxes (Collected in FY'2017-18 based on 2017 Final Tax Roll)
$2,373,188	Total Revenue

2. Amount and purpose of expenditures from the fund:

$30,515	Administrative Expense
$1,662,031	Capital Outlay - Primary Roadway Improvements - Cypress Waters Phase I
$1,692,546	Total Expenditures

3. a. Amount of Principal and Interest due-on outstanding bonded indebtedness is as follows:
Cypress Waters TIF District has incurred no bonded indebtedness as of September 30, 2018.

b. The Zone has entered into a development agreement for each of the following projects and their status is as follows as of September 30, 2018:

		Balance Due (Since Inception)			Payment To Date			
			Accrued			Accrued		Net Balance
Developer	Project	Principal	Add'l Subsidy (1)	Total Due	Principal	Add'l Subsidy (1)	Total Paid	Due
Billingsley LD, Ltd.	Cypress Waters Phase I**	$9,527,524	$1,137,636	$10,665,160	$3,602,332	$1,137,636	$4,739,968	$5,925,191
Billingsley LD, Ltd.	Cypress Waters Phase II***	$6,522,398	$0	$6,522,398	$0	$0	$0	$6,522,398

(1) Additional Subsidy in Form of Grant (in lieu of interest expense)

****** Cypress Waters Phase I : The total amount due to the developer for the fiscal year 2018 was $2,421,248.66. Of this amount, $1,662,301.00 was reimbursed in fiscal year 2018 and the balance of $759,217.66 was reimbursed in October 2018 (fiscal year 2019). Total Paid as of September 30,2018 does not include $759,217.66 (it will be included in FY19 financials)
******* Cypress Waters Phase II : Reimbursement to the developer in an amount not to exceed $6,522,398,plus an additional subsidy in the form of a grant (in lieu of interest) will begin upon completion of reimbursement payments to Billingsley LD, Ltd. for Cypress Waters Phase I, subject to the availability of TIF funds.

4. Tax increment base and current captured appraised value retained by the zone:

Taxing Jurisdiction	Taxable Value 2018*	Base Year 2010 Value	Est. Captured Value 2018**
City of Dallas	$451,669,634	$71,437	$451,598,197
Dallas County	$451,669,634	$71,340	$451,598,294

*Taxable value shown for participating taxing jurisdictions. County will begin participating in tax year 2014. County values will vary slightly from the City value due to different exemption levels.
**Based on Certified Taxable Value. The final values will be determined on February 1, 2019.

5. Captured appraised value by the municipality and other taxing units, the total amount of the tax increment received, an any additional information necessary to demonstrate compliance with the tax increment financing plan adopted by the governing body of the municipality:

a. Estimated tax increment shared by the municipality and other participating taxing jurisdictions:

Taxing Jurisdiction	Assessment Per $100*	Estimated 2018 Increment*
City of Dallas	0.66020	$2,981,429
City of Dallas-2017 PH I Rollback Taxes	0.00000	$0
Dallas County	0.13371	$603,809
Dallas County-2017 PH I Rollback Taxes	0.00000	$0
Total for all Jurisdictions	$0.79390	$3,585,238

*Participation rates for City of Dallas and Dallas County are 85% for tax years 2012 to 2034 and 55% for tax years 2014 to 2033 respectively.

b. The total amount of estimated tax increment to be billed for the 2018 tax year is $3,585,238. For 2017 tax year, the Zone received increment of $2,363,617.

City of Dallas, Texas
Cypress Waters Tax Increment Financing District
Notes to Financial Statements for the Year Ended September 30, 2018

1. The measurement focus used for the TIF Zone fund is a flow of financial resources. The financial statements are prepared using the modified accrual basis of accounting. Under the modified accrual basis of accounting, tax increment revenues and interest are recognized as revenue when they become both "measurable" and "available" to finance expenditures of the current period. Expenditures are recognized when the liability is incurred.

2. The TIF's cash balances are invested in the City's investment pool and include amounts in demand deposits as well as short-term investments. Pooled investments and short-term non-pooled investments are treated as cash equivalents. Investment income on the pooled investments is prorated monthly based upon the average daily cash balance in each fund.

3. State statute requires that each taxing jurisdiction remit its ad valorem taxes to the Zone by May 1 of each year (remittance to occur no more than 90 days after taxes for the jurisdiction become delinquent).

4. The Zone's Financial Plan permits expenditures not to exceed $2,065,585 over the life of the TIF to reimburse the City for administrative costs. Any future remittance for administrative expenses would come from excess cash as tax increment revenue increases as a result of increased assessed values.

5. "Due to general fund" amount of $60,000 at September 30, 2018 represents the TIF administration costs for the prior year that have been earned but will be reimbursed to the General Fund in future years based on the availability of TIF funds. TIF administrative expense calculation is pending for the fiscal year 2018.

6. All expenditures resulting in capital improvements that are owned by the City are capitalized on the City's books.

Appendix B: Project Pay-Off Estimates

Developer	Project Name	TIF Award	Pay-Off Date
Victory Sub-district			
Billingsley LD, Ltd.	Cypress Waters TIF Phase I	$9,757,267*	2021
Billingsley LD, Ltd.	Cypress Waters TIF Phase II	$6,522,398*	2024

Estimated pay-off dates may change and are subject to the following

(1) Changes in increment collected annually;

(2) Changes in the real property tax rates of participating taxing jurisdictions (City of Dallas and Dallas County);

(3) Changes in the participation rate of participating taxing jurisdictions; and/or

(4) Completion dates of projects listed in the district's reimbursement queue

*Indicates TIF Award principal, intrest not shown

Appendix C: District Set-Aside Funds

There aren't any District set-aside funds.

Agenda Information Sheet

File #: 19-224 **Item #:** 24.

STRATEGIC PRIORITY: Economic and Neighborhood Vitality

AGENDA DATE: February 27, 2019

COUNCIL DISTRICT(S): 8, 11

DEPARTMENT: Office of Economic Development

EXECUTIVE: T.C. Broadnax

SUBJECT

A resolution accepting the FY 2017-2018 Annual Report on the status of Tax Increment Financing Reinvestment Zone Number Twenty (Mall Area Redevelopment TIF District or District), submitted by the Mall Area Redevelopment TIF District's Board of Directors, and authorizing the City Manager to submit the annual report to the Chief Executive Officer of each taxing jurisdiction that levies taxes on real property in the District and to the State Comptroller, as required by state law - Financing: No cost consideration to the City

BACKGROUND

This item is being placed on the addendum due to the unavailability of fiscal year 2017-2018 administrative costs for the annual report financial statement prior to the regular agenda deadline.

State law (the Tax Increment Financing Act, Chapter 311 of the Texas Tax Code) requires that the governing body of a city shall submit an annual report on the status of each reinvestment zone it has created to the Chief Executive Officer of each taxing jurisdiction that levies taxes on real property in the zone as well as to the State Comptroller.

On May 14, 2014, City Council authorized the establishment of Tax Increment Financing Reinvestment Zone Number Twenty (Mall Area Redevelopment TIF District) by Ordinance No. 29340, as amended. On June 17, 2015, City Council authorized the Project Plan and Reinvestment Zone Financing Plan for the Mall Area Redevelopment TIF District and authorized the City Manager to execute a participation agreement with Dallas County by Ordinance No. 29771. On August 18, 2015, the Dallas County Commissioners Court approved Court Order 2015-1122 authorizing: (1) the participation of Dallas County in the City of Dallas Mall Area Redevelopment TIF District, beginning on January 1, 2020, subject to Valley View Mall (excluding Sears and the existing theater) being demolished by the same date, by providing 55% of its increment for either twenty years, until the County's total net present value contribution reaches $21.6 million (using a discount rate of 4%), or the City of Dallas terminates the district, whichever comes first and (2) the County Judge to sign any related participation agreement with the City of Dallas.

For 2018, the total appraised value of all taxable real property in the Mall Area Redevelopment TIF District (as determined by the Dallas Central Appraisal District) was $245,824,620.00, representing an increase of $77,466,990.00 (46%) over the base year.

In the Montfort-IH 635 Sub-District, the total appraised value of all taxable real property in 2018 was $226,155,380.00, representing an increase of $77,563,640.00 (52%) over the base year.

In the Westmoreland-IH 20 Sub-District, the total appraised value of all taxable real property in 2018 was $19,669,240.00, representing a decrease of $96,650.00 (-0.49%) below the base year.

With the City's participation in the TIF District this year at 90%, the captured incremental tax revenue anticipated to be collected and deposited into the TIF fund for tax year 2018 is approximately $541,518.00.

PRIOR ACTION/REVIEW (COUNCIL, BOARDS, COMMISSIONS)

On May 14, 2014, City Council held a public hearing and authorized the establishment of Tax Increment Reinvestment Zone Number Twenty, the Mall Area Redevelopment TIF District by Resolution No. 14-0783; Ordinance No. 29340, as amended.

On June 17, 2015, City Council authorized the Project Plan and Reinvestment Zone Financing Plan for the Mall Area Redevelopment TIF District by Resolution No. 15-1145; Ordinance No. 29771.

On January 24, 2019, the Mall Area Redevelopment TIF District Board of Directors recommended that the FY 2017-2018 Annual Report be approved and forwarded to City Council.

Information about this item was provided to the Economic Development and Housing Committee on February 4, 2019.

FISCAL INFORMATION

No cost consideration to the City.

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WHEREAS, the City recognizes the importance of its role in local economic development initiatives and programs; and

WHEREAS, the City established Tax Increment Financing Reinvestment Zone Number Twenty ("Mall Area Redevelopment TIF District" or "District") and established a Board of Directors for the District pursuant to Ordinance No. 29340, authorized by the City Council on May 14, 2014, as authorized by the Tax Increment Financing Act, Chapter 311 of the Texas Tax Code, as amended; and

WHEREAS, on June 17, 2015, City Council authorized the Project Plan and Reinvestment Zone Financing Plan for the Mall Area Redevelopment TIF District by Resolution No. 15-1145; Ordinance No. 29771; and

WHEREAS, the Tax Increment Financing Act specifies that the governing body of a city shall submit an annual report on the financial status of the district to the Chief Executive Officer of each taxing jurisdiction that levies taxes on real property in a reinvestment zone and a copy of the report shall be forwarded to the State Comptroller; and

WHEREAS, on January 24, 2019, the Mall Area Redevelopment TIF District Board of Directors passed a motion accepting the FY 2017-2018 Annual Report for Tax Increment Financing Reinvestment Zone Number Twenty and recommended approval of same by the City Council.

Now, Therefore,

BE IT RESOLVED BY THE CITY COUNCIL OF THE CITY OF DALLAS:

SECTION 1. That the FY 2017-2018 Annual Report for Tax Increment Financing Reinvestment Zone Number Twenty (Mall Area Redevelopment TIF District), City of Dallas, Texas, as of September 30, 2018, a copy of which is attached hereto **(Exhibit A)**, is hereby accepted.

SECTION 2. That the City Manager is hereby authorized to submit the FY 2017-2018 Annual Report for Tax Increment Financing Reinvestment Zone Number Twenty to the Chief Executive Officer of each taxing jurisdiction that levies taxes on real property in the District and to the State Comptroller, as required by state law.

SECTION 3. That this resolution shall take effect immediately from and after its passage in accordance with the provisions of the Charter of the City of Dallas, and it is accordingly so resolved.

EXHIBIT A

MALL AREA REDEVELOPMENT TIF DISTRICT (REINVESTMENT ZONE NUMBER TWENTY)

ANNUAL REPORT
FY 2017-2018



City of Dallas

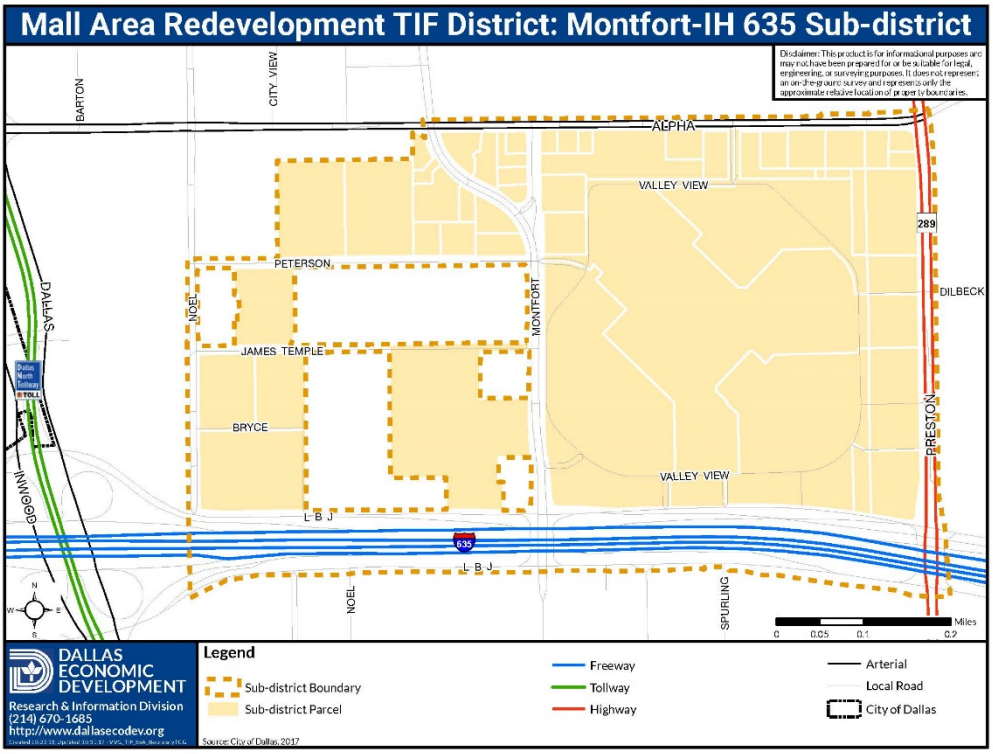
Office of Economic Development
1500 Marilla Street, 2CN
Dallas, Texas 75201
(214) 670-1691
https://www.dallasecodev.org/

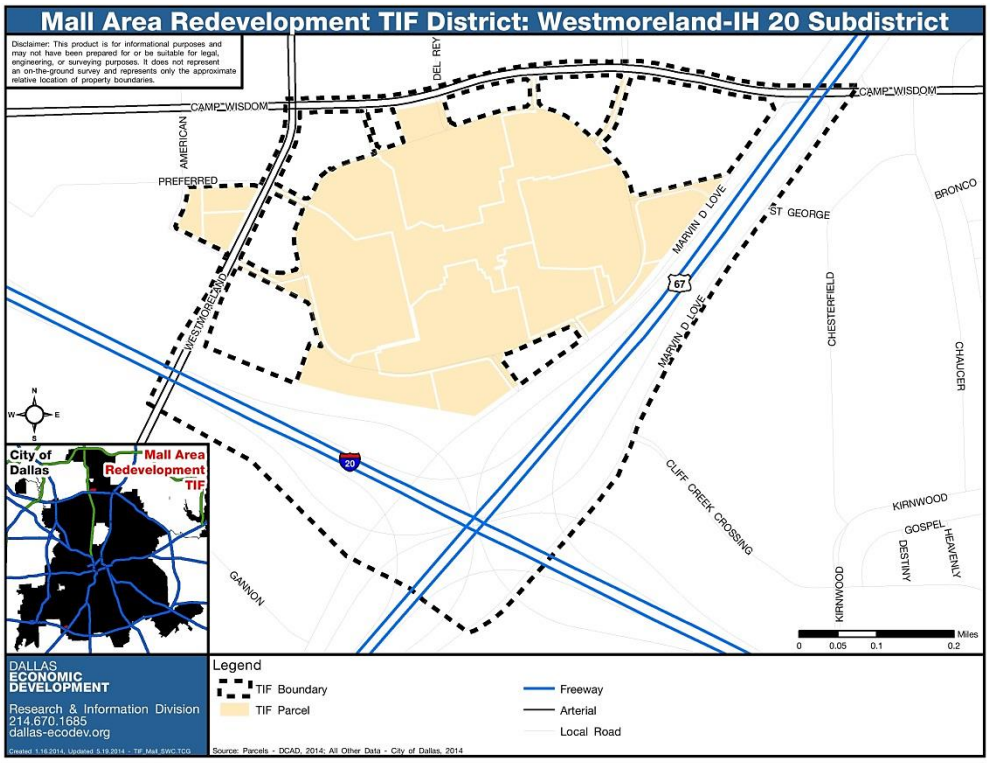
October 1, 2017 to September 30, 2018

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District Map





Mission Statement

The Mall Area Redevelopment Tax Increment Financing District (TIF District) represents the City of Dallas' effort to encourage the sustainable redevelopment of properties including and around two obsolete shopping malls while taking advantage of each area's strategic regional location at the crossroads of key transportation corridors.

As allowed by Chapter 311 of the Texas Tax Code, the TIF District comprises two non-contiguous sub-districts—the Montfort-IH 635 Sub-District for the Valley View Center Mall area in northern Dallas and the Westmoreland-IH 20 Sub-District for the Southwest Center Mall area in southern Dallas.

The Montfort-IH 635 Sub-District is generally bounded by Alpha Road, Preston Road, Noel Road, and Interstate Highway 635 (LBJ Freeway). The Montfort-IH 635 Sub-District encompasses approximately 173.9 acres, not including rights-of-way. The Montfort-IH 635 Sub-District is recommended by and consistent with the City's adopted Valley View-Galleria Area Plan (2013) and serves as a long-term funding tool to help implement the shared vision for the area by further leveraging other implementation tools (PD 887 form-based zoning and Thoroughfare Plan amendments) enacted by the City Council.

The Westmoreland-IH 20 Sub-District is generally bounded by Westmoreland Road, Camp Wisdom Road, Highway 67 (Marvin D. Love Freeway), and Interstate Highway 20 (LBJ Freeway). The Westmoreland-IH 20 Sub-District encompasses approximately 96.6 acres, not including rights-of-way. The Westmoreland-IH 20 Sub-District is recommended by and consistent with the City-sponsored Advisory Services Panel report entitled "Southwest Center Mall" published by the Urban Land Institute (2009) and serves as a long-term funding tool to help implement many of the report's recommendations over time.

The mission of the TIF District is to provide a source of funding for a program of public infrastructure improvements, economic development grants, and land acquisition/assembly for public open space, which is intended to stimulate private investment in each mall area to occur earlier and to a much greater extent than would occur solely through private investment in the reasonably foreseeable future.

Originally, the Valley View Center Mall and the Southwest Center Mall were created by complex configurations of super-blocks, private land ownership, and reciprocal easement agreements that bound multiple owners together. Over the last decade as market conditions have shifted significantly, these same configurations have heavily burdened each mall area, making redevelopment and revitalization extremely difficult without public participation.

With the assistance of this TIF District, each mall area is to be reconfigured into a traditional pattern of public streets, public open space, public infrastructure, and smaller parcels of private land ownership, thereby setting the stage for incremental redevelopment that is flexible to meet market demands and community needs.

TIF District Accomplishments in FY 2017-2018

- In April 2018, Civitas Capital Group and Atlantic Hotels Group completed construction and opened a new 256-room hotel under the Marriott flag on 2.6 acres located at 2 Bryce Lane in the Montfort-IH 635 Sub-District. The project, dual-branded as AC Hotels and Residence Inn by Marriott Dallas North, is 5 stories (approximately 255,000 square feet) and includes a 3-story parking garage (approximately 84,000 square feet).



- On June 13, 2018, City Council approved Resolution 18-0850 to authorize the following agreements in consideration of the renovation and redevelopment of the shopping mall located at 3662 West Camp Wisdom Road known as Red Bird Mall in the Westmoreland-IH 20 Sub-District: **(1)** a conditional grant agreement with 3662 Investors LP or an affiliate thereof in an amount not to exceed $10,000,000; **(2)** a 15-year interest only loan in an amount not to exceed $12,000,000 with 3662 Investors LP or an affiliate thereof; **(3)** a development agreement awarding an amount not to exceed $15,600,000 in tax increment funding from the Mall Area Redevelopment Tax Increment Financing District with 3662 Investors LP or an affiliate thereof; **(4)** an assignment of all increment payable under the development agreement to the City of Dallas; **(5)** an amendment to the existing Chapter 380 grant agreement with WCWRD Inc. to extend all dates in the agreement by 18 months; **(6)** a loan payment guarantee agreement with 3662 Investors LP; and **(7)** an increase in appropriations in an amount not to exceed $8,012,200 in ECO (I) Fund - Total not to exceed $37,600,000 - Financing: 2006 Bond Funds ($244,518), 2012 Bond Funds ($1,743,282), 2017 Bond Funds ($8,012,200), Mall Area Redevelopment TIF District Funds ($15,600,000) and Public/Private Partnership Funds ($12,000,000).

- In July 2018, Mill Creek Residential Trust LLC began construction on a new 344-unit apartment community on 3.2 acres located at 13001 Cornell Drive in the Montfort-IH 635 Sub-District. Known as Modera Dallas Midtown, the project will be 5 stories (approximately 417,928 square feet) wrapping a parking garage (approximately 125,000 square feet). The total estimated value when complete (anticipated late 2019) is approximately $32 million.

- During FY 2017-2018, the North Central Texas Council of Governments (NCTCOG) and their consultant Jacobs Engineering Group, Inc. made

considerable progress on the Dallas Midtown Automated Transportation System (ATS) Conceptual Engineering Study. The study is intended to recommend a conceptual alignment and station locations within the Midtown area, identify a preferred ATS technology, develop an implementation plan, and identify connectivity to the regional passenger rail system. On March 1, 2018, the Study Review Committee held a kick-off meeting for the project. The Study Review Committee also met on May 11, 2018 and August 21, 2018. Additionally, a Public Open House & Listening Session was held on May 31, 2018 at E.D. Walker Middle School.

Projects Within the Mall Area Redevelopment TIF District Utilizing TIF Funding[1]

Project	Location	Sub-District	Completion Date (Calendar Year)	Status	Development Amount/Type[2]	Approx Value[3]	TIF Investment[4]
Reimagine Red Bird	3662 W. Camp Wisdom	Westmoreland-IH 20	2024	Planned	demolition of 100,000 square feet retail renovation of 600,000 square feet retail new construction of 100,000 square feet retail	$115,000,000	$15,600,000
TOTAL					n/a	$115,000,000	$15,600,000

Projects Within the Mall Area Redevelopment TIF District Not Utilizing TIF Funding[5]

Project	Location	Sub-District	Completion Date (Calendar Year)	Status	Development Amount/Type[2]	Approx Value[3]	TIF Investment[4]
Modera Near the Galleria	13290 Noel Road	Montfort-IH 635	2017	Complete	new construction of multi-family residential (321 units)	$40,000,000	$0
Marriott Hotel (dual branded)	2 Bryce Lane	Montfort-IH 635	2018	Complete	new construction of hotel (256 rooms)	$30,000,000	$0
Modera Dallas Midtown	13001 Cornell Drive	Montfort-IH 635	2019	Under Construction	new construction of multi-family residential (344 units)	$32,000,000	$0
TOTAL					new construction of multi-family residential (665 units) new construction of hotel (256 rooms)	$102,000,000	$0

Grand Total - All Projects Utilizing and Not Utilizing TIF Funding		Approx Value[3]	TIF Investment[4]
GRAND TOTAL	**new construction of multi-family residential (665 units)** **new construction of hotel (256 rooms)** **demolition of 100,000 square feet retail** **renovation of 600,000 square feet retail** **new construction of 100,000 square feet retail**	**$217,000,000**	**$15,600,000**

[1] *All information updated as of September 30, 2018.*

[2] *Based upon: either the TIF application or the required minimum stated in the Development Agreement. May be updated for completed projects based on actual unit mix and square footage.*

[3] *Based upon: (1) market value of comparable projects for anticipated projects, (2) required minimum private investment stated in the Development Agreement for projects that have been approved for TIF funding or are under construction, or (3) DCAD market value for completed projects (unless project has not yet been assessed).*

[4] *TIF funding amount not to be exceeded per an approved City Council Resolution.*

[5] *Selected significant projects included.*

Mixed-Income Housing Summary

Successful development efforts support a variety of housing options. Accordingly, twenty percent (20%) of all housing units in projects using direct site-specific TIF funding assistance are subject to the City's and County's established criteria for mixed-income housing. In the Montfort-IH 635 Sub-District, construction was completed in April 2017 on the 321-unit Modera Near the Galleria apartment project. The Modera Near the Galleria multi-family project (completed in 2017) located at 13290 Noel Road did not use direct site-specific TIF funding and, as such, does not set aside any affordable units.

Value and Increment Revenue Summary

The base value of the zone is the total appraised value of all taxable real property in the TIF District as determined by the Dallas Central Appraisal District in the 2014 certified roll. The TIF District's base value was $168,357,630 ($148,591,740 in the Montfort-IH 635 Sub-District and $19,765,890 in the Westmoreland-IH 20 Sub-District).

In the 2018 certified roll, the total appraised value of all taxable real property in the TIF District as determined by the Dallas Central Appraisal District was $245,824,620, representing an increase of $77,466,990 (46%) over the base year.

In the Montfort-IH 635 Sub-District, the total appraised value of all taxable real property in 2018 was $226,155,380, representing an increase of $77,563,640 (52%) over the base year. This 52%% increase over the base year is attributed to slightly appreciating property values and new taxable value created by the Modera Near the Galleria multi-family project and the Marriott hotel project.

In the Westmoreland-IH 20 Sub-District, the total appraised value of all taxable real property in 2018 was $19,669,240, representing a *decrease* of $96,650 (-0.49%) *below* the base year.

With the City's participation in the TIF District this year at 90%, the captured incremental tax revenue anticipated to be collected and deposited into the TIF fund in 2019 for tax year 2018 is approximately $541,518.

Objectives, Programs, and Success Indicators

The final Project Plan and Reinvestment Zone Financing Plan for the Mall Area Redevelopment TIF District was approved in June 2015. The following goals are included in the Project Plan and Reinvestment Zone Financing Plan:

- Goal 1: To create additional taxable value attributed to new private investment in projects in the Montfort-IH 635 Sub-District totaling approximately $3.92 billion in total dollars over the 30-year life of the Sub-District.

Taxable value in the Montfort-IH 635 Sub-District has increased $77,563,640 over the base value (representing 2% of goal).

- Goal 2: To create additional taxable value attributed to new private investment in projects in the Westmoreland-IH 20 Sub-District totaling approximately $295.2 million in total dollars over the 30-year life of the Sub-District.

  Taxable value in the Westmoreland-IH 20 Sub-District has decreased $96,650 below the base value.

- Goal 3: To attract new higher density private development in the Montfort-IH 635 Sub-District totaling approximately 707,870 square feet of new retail space; 72,991 square feet of renovated movie theater; 3,987,022 square feet of new office space; 957 new hotel rooms; and 7,674 new residential units (including apartments and condominiums).

  In the Montfort-IH 635 Sub-District, construction was completed in FY 2017 on the Modera Near the Galleria apartment project. This project added 321 multi-family residential units (4.2% of goal). Construction was also completed in FY 2018 on the dual-branded Marriott hotel project. This project added 256 hotel rooms (26.8% of goal).

- Goal 4: To attract new higher density private development in the Westmoreland-IH 20 Sub-District totaling approximately 140,000 square feet of new retail space; 45,000 square feet of movie theater; 70,000 square feet of new office space; 80 new hotel rooms; and 1,620 new residential units (including apartments and townhomes).

  In the Westmoreland-IH 20 Sub-District, development of a new free-standing Starbucks store is underway and scheduled for completion in late-2018. When complete, this project will add 2,550 square feet of new retail (1.8% of goal).

- Goal 5: To encourage the sustainable redevelopment of properties including and around two severely declining shopping malls in a manner in which negative fiscal impacts for the remainder of the City are limited and a walkable development pattern is achieved that is a net benefit to the City from a fiscal, land use, and quality of life standpoint.

  On June 13, 2018, City Council approved Resolution 18-0850 to authorize incentive agreements to support the renovation and sustainable redevelopment of the Red Bird shopping mall properties located at 3662 West Camp Wisdom Road.

- Goal 6: To increase public open space in the District.

During FY 2017-2018, staff supported ongoing efforts to acquire/assemble property for the Dallas Midtown Commons Park, including detailed discussions with the owner of 4 acres on the east side of Montfort Drive currently addressed as 13138 Montfort Drive; detailed discussions with the owner of 5580 Peterson Lane (recently rebranded as the Prism at Midtown office building); discussions with the owner of 5454 Peterson Lane (known as The Verge apartments); discussions with the Trust for Public Land; coordination with the Dallas Midtown Park Foundation to promote the new park visioning plan created by MIG; and coordination with Dallas Parks and Recreation Department staff, the North Dallas Chamber of Commerce, and the District 11 Park Board Member to strategize regarding how to secure matching private funds to unlock some of the $6 million for Dallas Midtown Commons Park in the 2017 Bond Program.

- Goal 7: To generate approximately $431.4 million (net present value of approximately $182.5 million in 2014 dollars) in TIF fund revenues over the 30-year life of the District.

  Total collection of TIF fund revenues (including estimated collection for this year) = $934,637 (0.22% of goal).

Year-End Summary of Meetings and Council Items

The Mall Area Redevelopment TIF District Board of Directors had three meetings (one regular meeting and two special meetings) during FY 2017-2018. The Board can consist of up to seven members, including six (6) City of Dallas appointees and one (1) Dallas County appointee. During FY 2017-2018, the Board members were (FY 2017-2018 Board meetings attended):

- Position 1: Fred Wells—City representative (3 of 3 meetings)
- Position 2: Bruce Bernbaum—City representative (3 of 3 meetings)
- Position 3: Kiyundra Gulley—City representative (2 of 3 meetings)
- Position 4: Josh Womack—City representative (3 of 3 meetings)
- Position 5: Arthur Hollingsworth—City representative (0 of 3 meetings)
- Position 6: Amy Monier (Chairperson)—City representative (3 of 3 meetings)
- Position 7: Rick Loessberg—County representative (3 of 3 meetings)

During FY 2017-2018, the City Council acted on two items associated with the Mall Area Redevelopment TIF District:

- On February 28, 2018, the City Council approved Resolution 18-0365, accepting the FY 2016-2017 Annual Report on the status of the Mall Area Redevelopment TIF District and authorizing the City Manager to submit the annual report to the Chief Executive Officer of each taxing jurisdiction that levies taxes on real property in the District and to the State Comptroller.

- On June 13, 2018, City Council approved Resolution 18-0850 to authorize the following agreements in consideration of the renovation and redevelopment of the shopping mall located at 3662 West Camp Wisdom Road known as Red Bird Mall in the Westmoreland-IH 20 Sub-District: (1) a conditional grant agreement with 3662 Investors LP or an affiliate thereof in an amount not to exceed $10,000,000; (2) a 15-year interest only loan in an amount not to exceed $12,000,000 with 3662 Investors LP or an affiliate thereof; (3) a development agreement awarding an amount not to exceed $15,600,000 in tax increment funding from the Mall Area Redevelopment Tax Increment Financing District with 3662 Investors LP or an affiliate thereof; (4) an assignment of all increment payable under the development agreement to the City of Dallas; (5) an amendment to the existing Chapter 380 grant agreement with WCWRD Inc. to extend all dates in the agreement by 18 months; (6) a loan payment guarantee agreement with 3662 Investors LP; and (7) an increase in appropriations in an amount not to exceed $8,012,200 in ECO (I) Fund - Total not to exceed $37,600,000 - Financing: 2006 Bond Funds ($244,518), 2012 Bond Funds ($1,743,282), 2017 Bond Funds ($8,012,200), Mall Area Redevelopment TIF District Funds ($15,600,000) and Public/Private Partnership Funds ($12,000,000).

Budget and Spending Status

Each TIF district establishes a budget for the public expenditures necessary to support private investment in the district. As included in the Project Plan and Reinvestment Zone Financing Plan for the Mall Area Redevelopment TIF District, the budget is shown below:

Mall Area Redevelopment TIF District Projected Increment Revenue to Retire TIF Fund Obligations			
	B	C	B - C
Category	**TIF Budget****	**Allocated**	**TIF Balance**
Montfort-IH 635 Sub-District			
Public Infrastructure Improvements; Environmental Remediation & Demolition; Grants for Economic Development	$264,229,113	$0	$264,229,113
Set Aside for Land Acquisition for Sub-District-Wide Central Open Space***	$72,659,277	$0	$72,659,277
Set Aside for Sub-District-Wide Infrastructure Improvements	$24,219,759	$0	$24,219,759
Westmoreland-IH 20 Sub-District			
Public Infrastructure Improvements; Environmental Remediation & Demolition; Parks, Open Space, Trails, Gateways; Grants for Economic Development	$72,665,022	$0	$72,665,022
Administration and Implementation*	$7,684,059	$486,642	$7,197,417
Total Project Costs	$441,457,229	$486,642	$440,970,588
** TIF Administration costs are pending until collection of sufficient tax increment to reimburse the City. TIF Administration costs shown are expended through FY 2017-2018.*			
*** TIF Budget shown above is in current dollars (updated yearly); TIF Project Plan and Reinvestment Zone Financing Plan shows the budget in net present value.*			
**** For land acquisition and associated costs; not for design, construction, maintenance, or operating/programming costs.*			

Mall Area Redevelopment TIF District Project Plan Budget (NPV)*	
Category	**TIF NPV Budget**
Montfort-IH 635 Sub-District	
Public Infrastructure Improvements; Environmental Remediation & Demolition; Grants for Economic Development	$109,123,655
Set Aside for Land Acquisition for Sub-District-Wide Central Open Space	$30,000,000
Set Aside for Sub-District-Wide Infrastructure Improvements	$10,000,000
Westmoreland-IH 20 Sub-District	
Public Infrastructure Improvements; Environmental Remediation & Demolition; Parks, Open Space, Trails, Gateways; Grants for Economic Development	$30,088,432
Administration and Implementation	$3,250,000
Total Project Costs	$182,462,088
** As approved in the Project Plan and Reinvestment Zone Financing Plan.*	

FY 2018-2019 Work Program

The FY 2018-2019 work program for the Mall Area Redevelopment TIF District includes:

- Continued coordination with interested property owners/investors/developers on potential TIF subsidy applications.

- Consideration of any potential TIF District boundary amendments and/or plan amendments.

- Continued coordination and staff support for City-initiated public infrastructure projects in/near the TIF District, including street improvements and water/wastewater improvements.

- Continued coordination with Dallas County on execution of the interlocal agreement for participation in the TIF District.

- Continued coordination and staff support for the continued implementation of the Valley View-Galleria Area Plan and the ULI vision for Southwest Center Mall (now Red Bird Mall), including funding opportunities from other governmental entities or private philanthropic entities; City bond projects; park land acquisition; public improvement district.

- Continued participation in the study review committee for the Dallas Midtown Automated Transportation System Conceptual Engineering Study administered by the North Central Texas Council of Governments (NCTCOG).

- Continued coordination with Dallas Independent School District (DISD) regarding the site evaluation and potential location of a new public “choice” school in the Valley View-Galleria area (the approved 2015 DISD Bond Program includes $65 million for a relief/replacement school in far North Dallas for pre-kindergarten through 8th grade).

Appendix A: Financials

City of Dallas, Texas
Mall Area Redevelopment Tax Increment Financing District Fund
Reinvestment Zone Number Twenty
As of September 30, 2018 (Unaudited)

Chapter 311.016 of V.C.T.A. requires the following information as part of the annual report on the status of the TIF District. Information is contained in detail on the attached financial statements.

1. Amount and source of revenue in the tax increment fund established for the zone:

$1,400	Interest Income
$311,825	Ad Valorem Taxes (Collected in FY 18 based on 2017 Final Tax Roll)
$313,225	Total Revenue

2. Amount and purpose of expenditures from the fund:

$43,902	Administrative Expense
$2,209	Non-Capital Outlay - PNV Design Studio cost reimbursement to General Fund
$0	Capital outlay
$0	Additional Subsidy in Form of Grant (in lieu of interest expense)
$46,111	Total Expenditures

3. Amount of Principal and Interest due-on outstanding indebtedness:

a. The zone did not have any bonded indebtedness at fiscal year end.

4. Tax increment base and current captured appraised value retained by the zone:

Taxing Jurisdiction	Taxable Value 2018*	Base Year 2014 Value	Est. Captured Value 2018
City of Dallas	$245,824,620	$168,357,630	$77,466,990
Dallas County	$245,824,620	$168,357,630	$77,466,990

Taxable value shown for participating taxing jurisdictions.

***Based on Certified Taxable Value. The final values will be determined on February 01, 2019.**

5. Captured appraised value by the municipality and other taxing units, the total amount of the tax increment received, and any additional information necessary to demonstrate compliance with the tax increment financing plan adopted by the governing body of the municipality:

A. Estimated tax increment shared by the municipality and other participating taxing jurisdictions:

Taxing Jurisdiction	Assessment Per $100	Estimated 2018 Increment**
City of Dallas	0.69903	$541,518
Dallas County	0.24310	$0
Total for all Jurisdictions	$0.94213	$541,518

**Dallas County does not participate in the zone in 2018. Participation rates for City of Dallas and Dallas County is as follows:

City of Dallas	Dallas County
90% for tax years 2016-2042	55% for tax years 2020-2039
75% for tax year 2043	
55% for tax year 2044	

B. The total amount of estimated tax increment to be billed for the 2018 tax year is $541,518. For the 2017 tax year, the Zone received increment of $311,825.

Appendix A: Financials

City of Dallas, Texas
Mall Area Redevelopment Tax Increment Financing District Fund
Balance Sheet as of September 30, 2018 (Unaudited)
With Comparative Totals for September 30, 2017, 2016, 2015, and 2014 (Audited)

	2018	2017	2016	2015	2014
Assets:					
Pooled cash and cash equivalents	$165,684	$44,815	$0	$0	$0
Interest receivable	$817	$196	$0	$0	$0
Total assets	$166,501	$45,011	$0	$0	$0
Liabilities and Fund Balance (Deficit):					
Liabilities:					
Accounts and contracts payable	$0	$0	$0	$0	$0
Due to other funds	$256,037	$401,661	$401,661	$401,661	$0
Total liabilities	$256,037	$401,661	$401,661	$401,661	$0
Fund Balance (Deficit):					
Fund Balance (Deficit)	($89,537)	($356,650)	($401,661)	($401,661)	$0
Total Liabilities and Fund Equity	$166,501	$45,011	$0	$0	$0
	($0)	($0)	$0	$0	$0

Mall Area Redevelopment Tax Increment Financing District Fund
Statement of Revenues, Expenditures and Changes in Fund Balance (Deficit)
Balance Sheet as of September 30, 2018 (Unaudited)
With Comparative Totals for September 30, 2017, 2016, 2015, and 2014 (Audited)

	ITD	2018	2017	2016	2015	2014
Revenues:						
Tax increment-Governmental	$393,119	$311,825	$81,294	$0	$0	$0
Tax increment-Intergovernmental	$0	$0	$0	$0	$0	$0
Interest income	$3,192	$2,684	$508	$0	$0	$0
Net increase (decrease) in fair value of investments	($1,415)	($1,285)	($130)	$0	$0	$0
Total revenues	$394,896	$313,225	$81,671	$0	$0	$0
Expenditures:						
Administrative expenses	$484,433	$43,902	$36,660	$0	$401,661	$0
Non-Capital Outlay	$2,209	$2,209	$0	$0	$0	$0
Capital outlay	$0	$0	$0	$0	$0	$0
Interest and fiscal charges	$0	$0	$0	$0	$0	$0
Total expenditures	$486,642	$46,111	$36,660	$0	$401,661	$0
Excess (Deficiency) of Revenues over Expenditures	($91,746)	$267,114	$45,011	$0	($401,661)	$0
Fund balance (Deficit) at beginning of year as previously reported	$0	($356,650)	($401,661)	($401,661)	$0	$0
Fund balance (Deficit) at beginning of year, as restated	$0	($356,650)	($401,661)	($401,661)	$0	$0
Fund balance (deficit) at end of year	($91,746)	($89,537)	($356,650)	($401,661)	($401,661)	$0

Note: Fiscal Year 2017-18 unaudited financial statements are based on preliminary close numbers and are subject to review by the City Controller's Office prior to approval by the City Council. In case of any material changes, TIF board will be provided with the updated financial statements.

Appendix A: Financials

City of Dallas, Texas
Mall Area Redevelopment Tax Increment Financing District
(Reinvestment Zone #20)
Notes to Financial Statements for the Year Ended September 30, 2018

1. The measurement focus used for the TIF Zone fund is a flow of financial resources. The financial statements are prepared using the modified accrual basis of accounting. Under the modified accrual basis of accounting, tax increment revenues and interest are recognized as revenue when they become both "measurable" and "available" to finance expenditures of the current period. Expenditures are recognized when the liability is incurred.

2. State statute requires that each taxing jurisdiction remit its ad valorem taxes to the Zone by May 1 of each year (remittance to occur no more than 90 days after taxes for the jurisdiction become delinquent).

3. The TIF Zone fund's cash balances are invested in the City's investment pool and include amounts in demand deposits as well as short-term investments. Pooled investments and short-term non-pooled investments are treated as cash equivalents. Investment income on the pooled investments is prorated monthly based upon the average daily cash balance in each fund.

4. All project costs resulting in capital improvements which are owned by the City are capitalized in the City's fixed assets.

5. The TIF Zone's Financing Plan permits expenditures not to exceed $7,684,059 over the life of the TIF Zone to reimburse the City for administrative expenses. Inception-to-date, the TIF Zone has recognized an actual cumulative total of $486,642 in administrative expenses, comprised of the following: (1) $230,605 in staff time through FY 2017-2018, which will be reimbursed to the City's General Fund upon collection of sufficient increment; (2) $248,137 in a grant to the North Dallas Chamber of Commerce for the 2012-2013 Valley View-Galleria Area Planning Study, which will be reimbursed to the City's Public/Private Partnership Fund upon collection of sufficient increment; and (3) $7,900 for real property appraisal services necessary to assist the City with implementation, which will be reimbursed to the City's Public/Private Partnership Fund upon collection of sufficient increment.

6. On the Balance Sheet, the "due to other funds" amount of $256,037 at September 30, 2018 represents the TIF Zone's administration expenses that had been earned in prior years but will be reimbursed to the City's General Fund and Public/Private Partnership Fund based on the availability of future TIF funds.

Appendix B: Financial Obligations Estimated Payoff

As of the end of FY 2017-2018, there are no executed development agreements with outstanding TIF funding obligations (i.e. there are no contingent liabilities of the Mall Area Redevelopment TIF District).

Appendix C: Sub-District-Wide Set Aside Funds

Consistent with the Project Plan and Reinvestment Zone Financing Plan, the Increment Allocation Policy adopted by the TIF Board for the Mall Area Redevelopment TIF District includes two sub-district-wide set asides (in the Montfort-IH 635 Sub-District) and an inter-sub-district transfer (from the Montfort-IH 635 Sub-District to the Westmoreland-IH 20 Sub-District) as described below:

Annual Process (Montfort-IH 635 Sub-District)
First, the Montfort-IH 635 Sub-District Gross Increment will pay:

1) Administrative Expenses: After the Total Gross Increment has been deposited into the District fund, the City's Administrative Expenses for the District will be reimbursed first in each year of the District. The Montfort-IH 635 Sub-District's portion of the District's Administrative Expenses will be paid from the Montfort-IH 635 Sub-District Gross Increment based on the ratio of the Montfort-IH 635 Sub-District Gross Increment to the Total Gross Increment.

Then, the Montfort-IH 635 Sub-District Net Increment will pay or set aside allocations as follows:

2) Transfer to the Westmoreland-IH 20 Sub-District: Ten percent (10%) of the Montfort-IH 635 Sub-District Net Increment will be annually transferred to the Westmoreland-IH 20 Sub-District to help facilitate the revitalization and redevelopment of the Southwest Center Mall area.
End of FY 2017-2018 Increment Allocation: $0.00
Available balance: $0.00

3) Set Aside for Sub-District-Wide Public Infrastructure Improvements: Ten percent (10%) of the Montfort-IH 635 Sub-District Net Increment will be set aside annually for Sub-District-Wide Public Infrastructure Improvements (i.e. improvements not specific to a single development site such as gateways, trails, parks/open space, public facilities, or utility/streetscape improvements benefitting multiple parcels or blocks, regardless of ownership). Anticipated priorities of this set aside include the replacement and upsizing of existing off-site wastewater lines as well as the establishment of roadway connections.
End of FY 2017-2018 Increment Allocation: $0.00
Available balance: $0.00

4) Set Aside for Land Acquisition for Sub-District-Wide Central Open Space: Since the long-term redevelopment potential of the area will be limited without a large central open space and since TIF funding assistance of land acquisition for the large central open space will be critical to making the Montfort-IH 635 Sub-District a dense, walkable, livable, and sustainable place, thirty percent (30%) of the Montfort-IH 635 Sub-District Net Increment will be set aside annually for Land Acquisition for Sub-District-Wide Central Open Space.
End of FY 2017-2018 Increment Allocation: $0.00
Available balance: $0.00

In summary, as of end of FY 2017-2018, $394,896 in total revenues inception-to-date is paying down $486,642 in total expenditures inception-to-date as follows:

- Since there is no Montfort-IH 635 Sub-District Net Increment remaining after payment of Administrative Expenses, no increment allocations are to be made to the set asides and the inter-sub-district transfer.
- There is no Westmoreland-IH 20 Sub-District Net Increment remaining after payment of Administrative Expenses.

Agenda Information Sheet

File #: 19-225 **Item #:** 25.

STRATEGIC PRIORITY:	Economic and Neighborhood Vitality
AGENDA DATE:	February 27, 2019
COUNCIL DISTRICT(S):	8, 12
DEPARTMENT:	Office of Economic Development
EXECUTIVE:	T.C. Broadnax

SUBJECT

A resolution accepting the FY 2017-2018 Annual Report on the status of Tax Increment Financing Reinvestment Zone Number Twenty-One (University TIF District or District) and authorizing the City Manager to submit the annual report to the Chief Executive Officer of each taxing jurisdiction that levies taxes on real property in the District and to the State Comptroller, as required by state law - Financing: No cost consideration to the City

BACKGROUND

This item is being placed on the addendum due to the unavailability of fiscal year 2017-2018 administrative costs for the annual report financial statement prior to the regular agenda deadline.

State law (the Tax Increment Financing Act, Chapter 311 of the Texas Tax Code) requires that the governing body of a city shall submit an annual report on the status of each reinvestment zone it has created to the Chief Executive Officer of each taxing jurisdiction that levies taxes on real property in the zone as well as to the State Comptroller.

On December 13, 2017, City Council authorized the establishment of Tax Increment Financing Reinvestment Zone Number Twenty-One (University TIF District) by Ordinance No. 30733. A Board of Directors has not been appointed for the District; therefore, the report is being forwarded directly for City Council action (the Tax Increment Financing Act does not require Board approval of the annual report).

The University TIF District's assessed 2018 taxable value was $73,676,958.00. This represents an increase of 48% ($23,902,516.00) from the assessed value of the base year (2017). With the participation of the City, this increase will result in the collection of approximately $167,086.00 in total incremental revenue for the University TIF District for the 2018 tax year. Dallas County participation is pending adoption of a final TIF Plan and is anticipated to be 0% for the first two years and then 65% for 20 years (2020 through 2039) for the University Hills Sub-District only or until the District is terminated.

PRIOR ACTION/REVIEW (COUNCIL, BOARDS, COMMISSIONS)

On December 13, 2017, City Council held a public hearing and authorized the establishment of Tax Increment Reinvestment Zone Number Twenty-One, the University TIF District by Resolution No. 17-1941; Ordinance No. 30733.

Information about this item was provided to the Economic Development and Housing Committee on February 4, 2019.

FISCAL INFORMATION

No cost consideration to the City.

February 27, 2019

WHEREAS, the City recognizes the importance of its role in local economic development initiatives and programs; and

WHEREAS, the City has established Tax Increment Financing Reinvestment Zone Number Twenty-One ("University TIF District" or "District") and established a Board of Directors for the District pursuant to Ordinance No. 30733 authorized by the City Council on December 13, 2017, as authorized by the Tax Increment Financing Act, Chapter 311 of the Texas Tax Code, as amended; and

WHEREAS, the Tax Increment Financing Act specifies that the governing body of a city shall submit an annual report on the financial status of the district to the Chief Executive Officer of each taxing unit that levies taxes on real property in a reinvestment zone and a copy of the report shall be forwarded to the State Comptroller; and

WHEREAS, a Board of Directors has not been appointed for the District; therefore, the report is being forwarded directly for City Council action (the Tax Increment Financing Act does not require Board approval of the annual report).

Now, Therefore,

BE IT RESOLVED BY THE CITY COUNCIL OF THE CITY OF DALLAS:

SECTION 1. That the FY 2017-2018 Annual Report for Tax Increment Financing Reinvestment Zone Number Twenty-One (University TIF District), City of Dallas, Texas, as of September 30, 2018, a copy of which is attached hereto (**Exhibit A**), is hereby accepted.

SECTION 2. That the City Manager is hereby authorized to submit the FY 2017-2018 Annual Report for Tax Increment Financing Reinvestment Zone Number Twenty-One to the Chief Executive Officer of each taxing jurisdiction that levies taxes on real property in the District, and to the State Comptroller, as required by state law.

SECTION 3. That this resolution shall take effect immediately from and after its passage in accordance with the provisions of the Charter of the City of Dallas, and it is accordingly so resolved.

Exhibit A

UNIVERSITY TIF DISTRICT
FY 2017-2018
Annual Report



City of Dallas

Office of Economic Development
1500 Marilla Street, 2CN
Dallas, Texas 75201
(214) 670-1685
www.dallasecodev.org

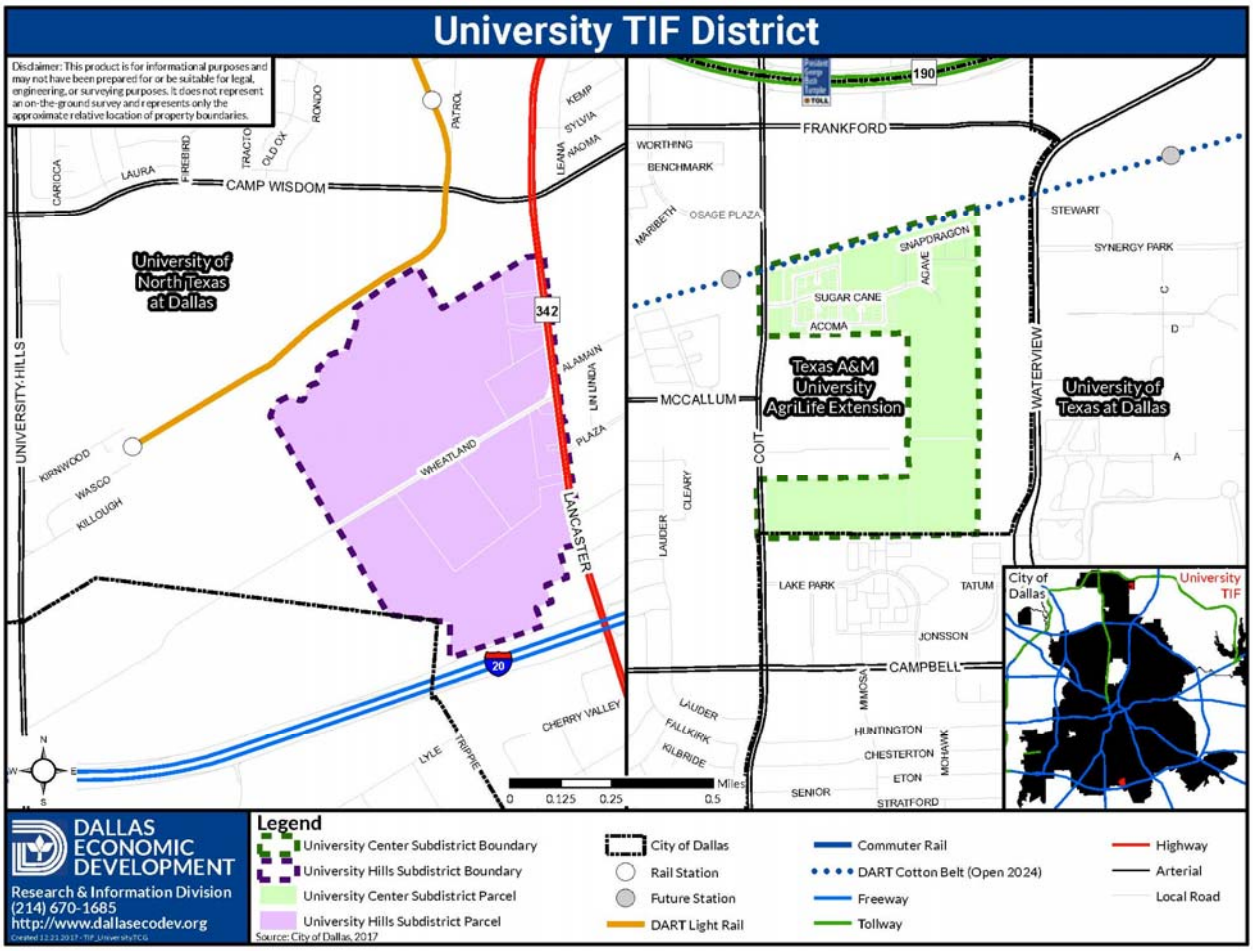
October 1, 2017 to September 30, 2018

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Front cover shows a conceptual rendering of an amenity center as part of future University Hills development.

University TIF District Map
Reinvestment Zone Number Twenty-One



Mission Statement

The University Tax Increment Financing District (TIF District) represents an effort to establish a funding mechanism to stimulate private investment and development in Dallas' southern sector and provide public amenities including trail connections in northern Dallas while taking advantage of each area's strategic regional location adjacent to major universities and transportation corridors.

As allowed by Chapter 311 of the Texas Tax Code, the TIF District comprises two non-contiguous sub-districts — the University Center in northern Dallas adjacent to the University of Texas at Dallas and Texas A&M AgriLife Research and Extension Center and the University Hills Sub-District in southern Dallas adjacent to the University of North Texas at Dallas.

The TIF District will provide for public open space improvements including connections to universities and potential future rail transit in the northern sub-district while providing for a significant share of its increment to be transferred to the southern sub-district to catalyze new residential and commercial development in an area lacking basic infrastructure and facing an unproven real estate market.

TIF District Accomplishments

Dallas City Council established the University TIF District by Ordinance Number 30733 on December 13, 2017.

The University TIF District was initiated by petition, (i.e. driven by property owners). There is some common ownership in both sub-districts.

The University Center Sub-District is generally located east of Coit Road, west of Waterview Parkway, and south of the Dallas Area Rapid Transit (DART) rail line (future potential Cotton Belt Line of the DART Rail System). The University Hills Sub-District is generally located north of Interstate Highway 20 (Lyndon B. Johnson Freeway), west of Lancaster Road, and south of the DART rail line.

Based on a preliminary plan, the City's participation is 90% from 2018 through 2047. Dallas County's participation is anticipated to be 0% for the first two years and then 65% for 20 years (2020 through 2039) for the University Hills Sub-District only or until the District is terminated. Appointments to a University TIF District Board of Directors and the adoption of a final TIF Project Plan are pending.

Staff has had ongoing discussions with Centurion American Development Group (CADG) on plans for a multi-phased, mixed-use development in the University Hills Sub-District. New single-family development in the University Center Sub-District has begun as shown in the following table.

University TIF District Projects[1]						
Projects Within TIF District Not Utilizing TIF Funding						
Project	**Location**	**Calendar Year Complete**	**Status**	**Units/ SF**	**Approx. Value[2]**	**TIF Investment**
University Place single-family homes	New subdivisions in University Center Sub-District	2017-2018	105 homes complete; 41 under const.	105 homes complete	$19,003,048	$0
			Total	**105 residential units Complete 41 units under construction**	$19,003,048	$0

[1] All information updated as of September 30, 2018.
[2] Based upon improvement value of completed homes.

Value and Increment Revenue Summary

The base value of the zone is the total appraised value of all taxable real property in the TIF District as determined by the Dallas Central Appraisal District and the Collin County Appraisal District in the 2017 certified roll. The TIF District's base value was $49,774,442 (approximately $44,523,105 in the University Center Sub-District and approximately $5,251,337 in the University Hills Sub-District).

The District's assessed 2018 City taxable value was $73,676,958 and varies for other taxing jurisdictions due to exemption levels. This represents an increase of $23,902,516 or 48% over the base year (2017) value. The TIF District anticipates collecting approximately $167,086 in City incremental tax revenue for tax year 2018.

Objectives, Programs, and Success Indicators

The final University TIF District Project Plan and Reinvestment Zone Financing Plan is not yet adopted. The following development goals and objectives for the TIF District were included in the preliminary Project Plan and Reinvestment Zone Financing Plan:

- Goal 1: To create additional taxable value attributed to new private investment in projects in the University TIF totaling approximately $649 million in total dollars over the 30-year life of the Sub-District.

- Goal 2: To attract new private development in the University Center Sub-District totaling approximately 806 new residential units.

- Goal 3: To diversify retail, residential, and commercial uses in the District.

- Goal 4: To create an over 250-acre mixed-use development in the University Hills Sub-District.

- Goal 5: To encourage the development of properties in close proximity to mass transit and institutes of higher education.

- Goal 6: To create a model for exceptional development standards in terms of its complexity, scope, design, environmental sensitivity, and connectivity

- Goal 7: To generate approximately $75.9 million (NPV) in TIF fund revenues over the 30-year life of the District.

The following specific objectives set the framework for the planned public improvements within the TIF District:

- Provide funding to build a street and circulation network in the District to enhance traffic flow, reduce congestion, provide greater accessibility, and disaggregate the existing super-blocks into a more pedestrian-scaled environment that can develop incrementally.

- Improve existing and construct new infrastructure (on-site and off-site) for the District, including roadways, storm water drainage, water distribution/wastewater collection lines, burial of overhead utilities, and unified wayfinding to support redevelopment.

- Improve the pedestrian environment in the District through sidewalk, landscaping, lighting and other related streetscape features.

- To increase recreational opportunities and connections to trails and open space in the District.

- Encourage creation of new residential, retail, office, and mixed-use developments to complement the District.

- Blend traditional multi-family and single-family neighborhoods with commercial and retail areas. It will be designed with strict architectural guidelines to ensure quality and excellence while emphasizing aesthetics, human comfort and the creation of a sense of place.

Year-End Summary of Meetings and Council Items

On November 8, 2017, the City Council approved Resolution Number 17-1774 authorizing (1) a public hearing to be held on December 13, 2017, to receive comments to consider the designation of a Tax Increment Financing Reinvestment Zone for the University TIF District under the authority of the Tax Increment Financing Act; and, at the close of the hearing (2) consideration of an ordinance designating the University TIF District.

On December 13, 2017, the City Council held a public hearing and approved Ordinance Number 30733 authorizing the establishment of Tax Increment Financing Reinvestment Zone Number Twenty-One (University TIF District).

The City of Dallas and Dallas County are the only taxing jurisdictions anticipated to participate in this TIF District. Participation of Dallas County (potentially only in the University Hills Sub-District) will require the approval of the County Commissioners Court, and final terms of the County's contributions of tax increment will be set forth in an interlocal agreement between the City and the County.

Since the University TIF District Board of Directors was not appointed there were no meetings in fiscal year 2017-2018.

The Board can consist of up to nine (9) members, including six (6) City of Dallas appointees, one (1) appointee by the State Senators Office in whose district the University Hills Sub-District is located, one (1) appointee by the State Representatives Office in whose district the University Hills Sub-District is located and one (1) Dallas County appointee; however, the County's appointment of a Board member cannot occur until after the County's approval of an interlocal agreement with the City to participate in the TIF District.

Budget and Spending Status

Each TIF District establishes a budget for the public improvement expenditures necessary to support private investment in the district in the final Project Plan and Reinvestment Zone Financing Plan. The University TIF District was established in December 2017 and did not collect or allocate any revenue in FY 2017 - 2018. While a final Project Plan and Reinvestment Zone Financing Plan has not yet been adopted, preliminary estimates for TIF public improvements total $164.8 million ($75.9 million net present value). The preliminary budget for the TIF District is below:

University TIF District

Projected Increment Revenues to Retire TIF Fund Obligations

Category	TIF Budget[1]	Allocated	Balance
University Center Sub-District: Landscape, Trails, Open Space	$5,116,979	$0	$5,116,979
University Hills Sub-District: Public infrastructure improvements Public open space/parks Economic Development Grants	$141,014,517	$0	$141,014,517
Affordable Housing	$10,855,975	$0	$10,855,975
Administration and implementation [2]	$7,816,302	$23,466	$7,792,836
Total Project Costs	**$164,803,773**	**$23,466**	**$164,780,307**

[1] *Budget shown above in current dollars; TIF Project Plan shows the budget in net present value.*[2]*TIF administration costs shown are expended or committed through FY 2018.*

University TIF District

Project Plan Budget

Category	TIF NPV Budget*
University Center Sub-District: Landscape, Trails, Open Space	$2,356,757
University Hills Sub-District: Public infrastructure improvements Public open space/parks Economic Development Grants	$64,947,882
Affordable Housing	$5,000,000
Administration and implementation [2]	$3,600,000
Total	$75,904,639

** Based on Preliminary Project Plan and Reinvestment Zone Financing Plan.*

FY 2018 - 2019 Work Program

The FY 2018 - 2019 work program for the University TIF District includes:

- Consideration of any potential TIF District boundary amendments and adoption of the final Project Plan and Reinvestment Zone Financing Plan.

- Consideration/adoption of several policies for the TIF District, including By-Laws, Grant Program Guidelines, Mixed Income Housing Guidelines, Urban Design Guidelines, and an Increment Allocation Policy.

- Coordination and staff support for City-initiated public infrastructure projects in/near the TIF District, including bond-funded street improvements and wastewater improvements.

- Coordination efforts with Centurion American Development Group for one or more phases of a University Hills TIF project proposal.

- Coordination with Dallas County on TIF participation/interlocal agreement.

Appendix: Financials

City of Dallas, Texas
University Tax Increment Financing District Fund
Reinvestment Zone Number Twenty One
As of September 30, 2018 (Unaudited)

Chapter 311.016 of V.C.T.A. requires the following information as part of the annual report on the status of the TIF District. Information is contained in detail on the attached financial statements.

1. **Amount and source of revenue in the tax increment fund established for the zone:**

$0 Interest Income
$0 Ad Valorem Taxes (Collected in FY 18 based on 2017 Final Tax Roll)
$0 Total Revenue

2. **Amount and purpose of expenditures from the fund:**

$0 Administrative Expense
$0 Non-Capital Outlay
$0 Capital outlay
$0 Additional Subsidy in Form of Grant (in lieu of interest expense)
$0 Total Expenditures

3. **Amount of Principal and Interest due-on outstanding indebtedness:**
   a. The zone did not have any bonded indebtedness at fiscal year end.

4. **Tax increment base and current captured appraised value retained by the zone:**

Taxing Jurisdiction	Taxable Value 2018*	Base Year 2017 Value	Est. Captured Value 2018
City of Dallas - University Center Sub-District	$67,898,728	$44,523,105	$23,375,623
City of Dallas - University Hills Sub-District	$5,778,230	$5,251,337	$526,893
Dallas County - University Center Sub-District^	$14,520,720	$14,520,720	$0
Dallas County - University Hills Sub-District	$5,778,230	$5,251,337	$526,893

Taxable value shown for participating taxing jurisdictions. *^Dallas County is not anticipated to contribute increment in the University Center Sub-District. In addition a portion of the University Center Sub-District is located in Collin County; however, no financial participation is anticipated.*

*****Based on Certified Taxable Value. The final values will be determined on February 01, 2019.

5. Captured appraised value by the municipality and other taxing units, the total amount of the tax increment received, and any additional information necessary to demonstrate compliance with the tax increment financing plan adopted by the governing body of the municipality:

A. Estimated tax increment shared by the municipality and other participating taxing jurisdictions:

Taxing Jurisdiction	Assessment Per $100	Estimated 2018 Increment**
City of Dallas - University Center Sub District	0.69903	$163,403
City of Dallas - University Hills Sub District	0.69903	$3,683
Dallas County-University Hills Sub District	0.24310	$0
Total for all Jurisdictions	$1.64116	$167,086

**Dallas County does not participate in the zone till 2020 (for the University Hills Sub-District only).
Participation rates for City of Dallas and Dallas County is as follows:

City of Dallas	Dallas County- University Hills Sub Dist Assumption
90% for tax years 2018-2047	65% for tax years 2020-2039

B. The total amount of estimated tax increment to be billed for the 2018 tax year is $167,086. For the 2017 tax year, (base year) the Zone did not receive tax increment revenues.

City of Dallas, Texas
University Tax Increment Financing District Fund
Balance Sheet as of September 30, 2018 (Unaudited)

	2018	2017
Assets:		
Pooled cash and cash equivalents	$0	$0
Interest receivable	$0	$0
Total assets	$0	$0
Liabilities and Fund Balance (Deficit):		
Liabilities:		
Accounts and contracts payable	$0	$0
Due to other funds	$23,466	$0
Total liabilities	$23,466	$0
Fund Balance (Deficit):		
Fund Balance (Deficit)	$0	$0
Total Liabilities and Fund Equity	$23,466	$0
	$23,466	$0

University Tax Increment Financing District Fund
Statement of Revenues, Expenditures and Changes in Fund Balance (Deficit)
As of September 30, 2018 (Unaudited)

	ITD	2018	2017
Revenues:			
Tax increment-Governmental	$0	$0	$0
Tax increment-Intergovernmental	$0	$0	$0
Interest income	$0	$0	$0
Net increase (decrease) in fair value of investments	$0	$0	$0
Total revenues	$0	$0	$0
Expenditures:			
Administrative expenses	$0	$0	$0
Non-Capital Outlay	$0	$0	$0
Capital outlay	$0	$0	$0
Interest and fiscal charges	$0	$0	$0
Total expenditures	$0	$0	$0
Excess (Deficiency) of Revenues over Expenditures	$0	$0	$0
Fund balance (Deficit) at beginning of year as previously reported	$0	$0	$0
Fund balance (Deficit) at beginning of year, as restated	$0	$0	$0
Fund balance (deficit) at end of year	$0	$0	$0

Note: Fiscal Year 2017-18 unaudited financial statements are based on preliminary close numbers and are subject to review by the City Controller's Office prior to approval by the City Council. In case of any material changes, TIF board will be provided with the updated financial statements.

City of Dallas, Texas
University Tax Increment Financing District
Notes to Financial Statements for the Year Ended September 30, 2018

1. The measurement focus used for the TIF Zone fund is a flow of financial resources. The financial statements are prepared using the modified accrual basis of accounting. Under the modified accrual basis of accounting, tax increment revenues and interest are recognized as revenue when they become both "measurable" and "available" to finance expenditures of the current period. Expenditures are recognized when the liability is incurred.

2. State statute requires that each taxing jurisdiction remit its ad valorem taxes to the Zone by May 1 of each year (remittance to occur no more than 90 days after taxes for the jurisdiction become delinquent).

3. The TIF's cash balances are invested in the City's investment pool and include amounts in demand deposits as well as short-term investments. Pooled investments and short-term non-pooled investments are treated as cash equivalents. Investment income on the pooled investments is prorated monthly based upon the average daily cash balance in each fund.

4. The Zone's Financial Plan permits expenditures not to exceed $7,816,302 over the life of the TIF to reimburse the City for administrative costs. Any future remittance for administrative expenses would come from excess cash as tax increment revenue increases as a result of increased assessed values.

5. All project costs resulting in capital improvements that are owned by the City are capitalized by the City.

6. Due to general fund" amount of $23,465.70 at September 30, 2018 represents the TIF administration costs for the fiscal year 2018 that have been earned but will be reimbursed to the General Fund in future years based on the availability of TIF funds.

Agenda Information Sheet

File #: 19-311 **Item #:** 26.

STRATEGIC PRIORITY: Government Performance and Financial Management

AGENDA DATE: February 27, 2019

COUNCIL DISTRICT(S): All

DEPARTMENT: City Secretary's Office

EXECUTIVE: Bilierae Johnson

SUBJECT

A resolution authorizing **(1)** a joint election agreement and election services contract between the City of Dallas, Dallas County, and various other jurisdictions within Dallas County, for the conduct of a joint election to be held on Saturday, May 4, 2019, in an amount not to exceed $670,317.74; **(2)** legal advertising in connection with the Saturday, May 4, 2019 General Election, in an amount not to exceed $100,000.00; and **(3)** $300.00 for translation services for publication and posting notices related to the election - Total not to exceed $770,617.74 - Financing: General Fund

BACKGROUND

This item is on the addendum to allow staff sufficient time to analyze the elections contract submitted from Dallas County.

Subchapter D of Chapter 31 of the Texas Election Code provides that the City may contract with the county elections administrator for certain election services. Chapter 271 of the Texas Election Code provides that the City may enter into an agreement with other jurisdictions that may be conducting elections on the same day in election precincts that can be served by common polling places.

The City of Dallas, Dallas County, and other Dallas County political jurisdictions will conduct elections on Saturday, May 4, 2019. This action authorizes the City to hold the election jointly with jurisdictions that share common polling places and contract with the Dallas County Elections Department for election services, including the selection, training and compensation of precinct election judges, subject to the approval of the City and the other contracting authorities. Therefore, the City may only contract with the Dallas County Elections Department to handle only those polling places that are within their county.

On February 13, 2019, City Council adopted Ordinance No. 31123 ordering a special election for Saturday, May 4, 2019 for the purpose of electing 15 members to the City of Dallas to be designated as Members of Council, Place 01 through Place 15 for the term beginning June 17, 2019.

Dallas County performs a post election audit. The need may exist to request additional funds based on the result of the post-audit.

PRIOR ACTION/REVIEW (COUNCIL, BOARDS, COMMISSIONS)

On February 13, 2019, City Council authorized an ordinance ordering a general election to be held in the City of Dallas on Saturday, May 4, 2019, for the purpose of electing 15 members to the City Council of the City of Dallas to represent Places 1, 2, 3, 4, 5, 6, 7, 8, 9, 10, 11, 12, 13, 14 and 15 of the term beginning June 17, 2019, by Resolution No. 19-0295.

FISCAL INFORMATION

General Fund - $770,617.74

February 27, 2019

WHEREAS, the City Council has ordered a general election to be held on Saturday, May 4, 2019; and

WHEREAS, the purpose of the special election to elect 15 members to the City of Dallas to be designated as Members of Council, Place 04 through Place 15 for the term beginning June 17, 2019; and

WHEREAS, Dallas County and other jurisdictions have also ordered elections to be held on Saturday, May 4, 2019; and

WHEREAS, the City of Dallas and other jurisdictions holding elections on Saturday, May 4, 2019, desire to hold the elections jointly in accordance with Chapter 271 of the Texas Election Code; and

WHEREAS, the City of Dallas and other jurisdictions holding elections on Saturday, May 4, 2019, desire to contract with the Dallas County Elections Administrator for election services in accordance with Subchapter D of Chapter 31 of the Texas Election Code; and

WHEREAS, the election services contract provides that the Elections Administrator will arrange for the selection, training and compensation of precinct election judges, subject to the approval of the City and the other contracting authorities.

Now, Therefore,

BE IT RESOLVED BY THE CITY COUNCIL OF THE CITY OF DALLAS:

SECTION 1. That the City Manager is authorized to execute a joint election agreement and election services contract between the City of Dallas, other jurisdictions holding elections for a joint election to be held on Saturday, May 4, 2019, to be administered by the Dallas County Elections Administrator in accordance with Subchapter D of Chapter 31 and Chapter 271 of the Texas Election Code.

SECTION 2. That the contract will provide the Elections Administrator to perform or to supervise the performance of any or all of the corresponding duties and functions that the Elections Administrator performs in connection with a county-wide election.

SECTION 3. That the contract will provide the Elections Administrator may contract with third parties for election services and supplies and pay the claims for those election expenses from funds deposited by the City and the other contracting authorities in an election services contract fund in the county treasury established for this election.

SECTION 4. That the Elections Administrator has provided the City Secretary with an itemized list of estimated election expenses to be paid from the election services contract fund prior to execution of the contract and will provide an itemized list of actual election expenses to be paid from the election services contract fund no later than the 180th day after the date of the election.

SECTION 5. That the City Secretary is authorized to approve on behalf of the City of Dallas any changes in the list of recommended election judges which may become necessary because of the inability or refusal to serve of any of the persons named in Attachment D or Attachment E.

SECTION 6. That the Chief Financial Officer is hereby authorized to pay the Dallas County Treasurer (Vendor 014003) for deposit in the election services contract fund as the City's estimated share of the costs of the Saturday, May 4, 2019 joint election in an amount not to exceed $670,317.74 from Fund 0001, Department SEC, Unit 1190, Object 3070, Encumbrance/Contract No. SEC-2019-00009564.

SECTION 9. That the Chief Financial Officer is hereby authorized to pay for advertising services in an amount not to exceed $100,000.00 from Fund 0001, Department SEC, Unit 1190, Object 3320.

SECTION 10. That the Chief Financial Officer is hereby authorized to pay for translation services in an amount not to exceed $300.00 from Fund 0001, Department SEC, Unit 1190, Object 3099.

SECTION 11. That this resolution shall take effect immediately from and after its passage in accordance with the provisions of the Charter of the City of Dallas, and it is accordingly so resolved.

ELECTION SERVICES CONTRACT ("Election Services Contract" or "Contract")
BETWEEN
THE DALLAS COUNTY ELECTIONS ADMINISTRATOR
AND

Town Of Addison (TOA)
City Of Balch Springs (COBS)
City Of Carrollton (COC)
City Of Cedar Hill (COCdH)
City Of Cockrell Hill (COCkH)
City Of Dallas (COD
City Of Desoto (CODe)
City Of Duncanville (CODu)
City Of Farmers Branch (COFB)
City Of Garland (COG)
City Of Grand Prairie (COGP)
City Of Hutchins (COH)
City Of Irving (COI)
City Of Lancaster (COL)
City Of Lewisville (COLew)
City Of Mesquite (COM)
City of Richardson (COR)
City Of Rowlett (CORw)
City Of Sachse (COSa)
City Of Seagoville (COSe)
Town Of Sunnyvale (TOS)
City of Wilmer (COW)
Carrollton-Farmers Branch ISD (CFBISD)
Cedar Hill ISD (CHISD)
Coppell ISD (CpISD)
Dallas ISD (DISD)
DeSoto ISD (DeISD)
Duncanville ISD (DuISD)
Garland ISD (GISD)
Grand Prairie ISD (GPISD)
Highland Park ISD (HPISD)
Irving ISD (IISD)
Lancaster ISD (LISD)
Mesquite ISD (MISD)
Richardson ISD (RISD)
Sunnyvale ISD (SuISD)
Dallas County Community College District (DCCCD)

FOR THE CONDUCT OF A JOINT ELECTION
TO BE HELD SATURDAY, MAY 4th, 2019
TO BE ADMINISTERED BY THE DALLAS COUNTY ELECTIONS DEPARTMENT

1) STATUTORY AUTHORITY FOR AND PARTIES TO THIS ELECTION SERVICES CONTRACT

a) Antoinette "Toni" Pippins-Poole ("Toni Pippins-Poole") is the duly appointed County Elections Administrator ("Elections Administrator") of Dallas County, Texas ("County") and the Department Head of the Dallas County Elections Department ("DCED"). As such, Toni Pippins-Poole is the County's Voter Registrar and the Election Officer of Dallas County, Texas and is authorized by Subchapter D of Chapter 31 of Title 3 of the Texas Election Code to enter into this Election Services Contract ("Election Services Contract" or "Contract") with the contracting authorities of the Participating Political Subdivisions listed in "Attachment F" of this Election Services Contract. DCED acts at the direction of the Elections Administrator. The County, County Elections Administrator, DCED and the Participating Political Subdivisions together may be referred to collectively as "Parties" or individually as "Party."

b) The contracting authorities of the Participating Political Subdivisions that are participating in this Election Services Contract are listed on the face page of this agreement and in "Attachment F" of this Election Services Contract and are hereby participating with each other in this Joint Election to be held in Dallas County, Texas on **Saturday, May 4, 2019** under Chapter 271 of Title 16 of the Texas Election Code ("Joint Election"); and are hereby contracting with the Elections Administrator of Dallas County, Texas to perform the election services set forth in this Election Services Contract under Subchapter D of Chapter 31 of Title 3 of the Texas Election Code. The Participating Political Subdivisions acknowledge that they are participating in this Joint Election with each other and with Dallas County, Texas and the State of Texas, to the extent that Dallas County, Texas and the State of Texas have candidates on the ballot in this Joint Election.

c) The Elections Administrator will coordinate, supervise, and handle all aspects of administering this Joint Election in accordance with the provisions of the Texas Election Code and as outlined in this Election Services Contract. Each contracting authority of each Participating Political Subdivision will pay its share of the Election Costs to the Elections Administrator for the equipment, supplies, services, and administrative costs outlined in this Election Services Contract. The Elections Administrator will administer the election; however, each Participating Political Subdivision will be responsible for the duties directly administered by the Participating Political Subdivision. Pursuant to Texas Election Code §§ 31.093, and 31.098, the Elections Administrator is authorized to enter into a contract in the name of the Elections Administrator to furnish the election services requested within this Election Services Contract.

d) If applicable and in the event a runoff election is necessary, the date of the runoff for this Joint election would be **June 8, 2019**. This Elections Services Contract and its terms will be automatically extended to cover the Joint Runoff Election, unless a Participating Political Subdivision states in writing before **Thursday, May 16, 2019** that it does not wish

to participate in a joint runoff election contemplated herein. DCED will provide each Participating Political Subdivision to which this Section 1(d) applies an estimated cost required to be deposited into a special and separate Joint Runoff Election account. The funds must be deposited no later than five (5) days after the Joint Runoff Election's estimated figures are received from DCED.

2) **ATTACHMENTS** The following attachments are hereby incorporated into this Election Services Contract as if set forth herein in their entirety. The Participating Political Subdivisions acknowledge that the following attachments are subject to reasonable changes by the Dallas County Elections Administrator before, during, and after Election Day and any runoff election(s), if any runoff election(s) are required by law to be held.

   a) **"Attachment A"** is an itemized list of the estimated election expenses for this Joint Election and the amounts that each Participating Political Subdivision must deposit with the Dallas County Elections Department. It also includes the Deposit Detail for each entity. The Elections Administrator will amend "Attachment A" to reflect the changing estimates of election expenses that are caused by changing circumstances and by the withdrawal of Participating Political Subdivision(s), if any, from this Election Services Contract.

   b) **"Attachment B"** is a list of the early voting polling places for this Joint Election.

   c) **"Attachment C"** is a list of the Election Day polling places for this Joint Election.

   d) **"Attachment D"** is a list of the people that the Dallas County Elections Administrator will appoint as deputy early voting clerks for this Joint Election.

   e) **"Attachment E"** is a list of the presiding election judges and alternate election judges for Election Day for this Joint Election.

   f) **"Attachment F"** is a list of the Participating Political Subdivisions that will be holding elections in Dallas County election precincts or partial election precincts and the number of registered voters in each of those election precincts or partial election precincts. "Attachment F" will also contain, for each Participating Political Subdivision, the full name of the person serving as a point of contact, the physical address, the mailing address, a facsimile number, and an email address. "Attachment F" will be amended if any of the Participating Political Subdivisions withdraw from this Election Services Contract. "Attachment F" will be amended to reflect the number of registered voters in each election precinct and partial election precinct as of the statutory deadline (**Thursday, April 4, 2019**) for voters to submit applications to register to vote or changes of address in this Joint Election. In this Election Services Contract, the phrase "election precinct" is synonymous with the phrase "voting precinct."

   g) **"Attachment G"** is a list of the Participating Political Subdivisions & Ballot Details

   h) Within five (5) business days after any of the foregoing attachments are amended by the Elections Administrator, the Elections Administrator will send each Participating Political Subdivision an amended version of the amended attachment by email to the email address provided by each Participating Political Subdivision in "Attachment F."

3) **LEGAL DOCUMENTS**

a) Each Participating Political Subdivision will prepare, adopt, and publish all legally required election orders, resolutions, notices, and other documents that are required by, or of, their governing bodies. Each Participating Political Subdivision must send the Elections Administrator a copy of any election order, resolution, or notice related to this Joint Election within three (3) business days of publishing, adopting, or ordering it. Such documents can be sent to the attention of: **Robert Heard, Assistant Elections Administrator, 2377 North Stemmons Freeway, Suite 820, Dallas, Texas 75207; or, emailed to Robert.Heard@DallasCounty.org.** Also, send these documents to: Daniel Bradley at Daniel.Bradley@DallasCounty.org.

b) Each Participating Political Subdivision is responsible for having its own election orders, resolutions, notices, or official ballot wording translated into the Spanish language.

c) **Always copy Toni.Pippins-Poole@DallasCounty.ORG on all communications related to legal documents and question regarding this election**.

4) **VOTING SYSTEMS**

a) Each Participating Political Subdivision agrees that, during this Joint Election, voters will cast their ballots on three different kinds of voting systems, each of which has been approved by the Texas Secretary of State in accordance with the Texas Election Code and the Texas Administrative Code: Direct Recording Electronic voting machines ("DRE"); an optical scanner voting system ("optical scan"); and a voting system accessible to voters with physical disabilities ("ADA Terminals"). On **Tuesday, April 16, 2019 at 10:00 A.M.**, at the County Elections Department at 2377 N. Stemmons Frwy, Suite 820, Dallas, Texas, the Elections Administrator will test the DRE voting system and the automatic tabulating equipment used for counting ballots at the central counting station. From **Wednesday, April 10th, 2019 – (until completed),** at the County Election Equipment Warehouse at 1506 East Langdon Road, Hutchins, Texas, the Elections Administrator will test the optical scan voting system. At least 48 hours before the date and hour of each test, the Elections Administrator will publish a newspaper notice with the date, hour, and place of the testing. The Elections Administrator will establish regional collection sites within the county and a central counting station to receive and tabulate the regular ballots that are cast in this Joint Election and receive the provisional ballots.

b) The Elections Administrator will provide DREs, precinct ballot counters, and voting booths for this Joint Election. Each polling place will have at least one voting terminal that complies with the Americans with Disabilities Act ("ADA"). During the early voting period, each early voting polling place will have master Personal Electronic Ballot ("PEB") devices and iVotronic DRE machines. For Election Day, the Elections Administrator will allocate voting booths to all of the polling places in amounts reasonably anticipated to be sufficient for the anticipated turnout of voters. Each Election Day polling place will have at least one precinct ballot counter and one (1) ADA iVotronic machine.

c) The itemized list of the estimated election expenses for this Joint Election are in "Attachment A," which includes, but may not be limited to the number of voting booths, precinct ballot counters, precinct tabulators, iVotronics voting machines, Americans with Disability Act ("ADA") Voting Terminals, Gemini voting booths, Personal Electronic Ballots, and Master Personal Electronic Ballots. All of the Participating Political Subdivisions agree that ADA Terminals will be used during this Joint Election under the Help America Vote Act of 2002 ("HAVA") and that the ADA Terminals will be part of this Election Services Contract.

5) **POLLING PLACES**

a) The Elections Administrator will select and arrange for the use of and payment for all of the early voting polling places listed in "Attachment B" and the Election Day polling places listed in "Attachment C" subject to the approval of each Participating Political Subdivision. Polling locations identified in Attachments "B" and "C" cannot be changed by a Participating Political Subdivision, but the Elections Administrator may consider changes requested by a Participating Political Subdivision. The Elections Administrator will finalize the polling places as soon as possible before this joint election.

b) Whenever possible, previously used polling places that voters are accustomed to using will be used for the election precincts and partial election precincts in this Joint Election; however, the Participating Political Subdivisions acknowledge that sometimes previously used polling places are not available or appropriate for every election. Accessibility under the Americans with Disabilities Act is an important consideration for all polling places in this Joint Election.

c) For polling places that have changed since the most recent election ordered by a Participating Political Subdivision, the Elections Administrator will mail registered voters affected by the changes notice of their new polling place location.

6) **PRESIDING ELECTION JUDGES, ALTERNATE PRESIDING ELECTION JUDGES, ELECTION CLERKS, AND OTHER ELECTION DAY PERSONNEL**

a) The Elections Administrator will be responsible for the appointment of the presiding election judges and alternate election judges listed in "Attachment E" for each polling place listed in "Attachment C" subject to the eligibility requirement found in the Texas Election Code Subchapter C, Chapter 32 and Subchapter A, Chapter 83.

b) **This sub-paragraph applies only to an election with no partisan candidate on any ballot**. If a Participating Political Subdivision requests that a person not listed in "Attachment E" be appointed to serve in a specific polling place, but another Participating Political Subdivision requests that a different person be appointed to serve that same polling place, then the Elections Administrator will conduct a drawing by lot from the recommendations, no later than **Monday, February 25, 2019** to resolve the conflict and notify each Participating Political Subdivision affected of the resolution. After the Elections Administrator notifies a person so selected by lot of the polling place where the person will serve, the Elections Administrator is not required to act on further such requests from the Participating Political Subdivisions for that specific polling place.

c) If a person appointed as a presiding election judge or alternate election judge becomes ineligible to serve as such in this Joint Election, then the Election Administrator will appoint a replacement presiding election judge or alternate election judge, amend "Attachment E" accordingly, and send each Participating Political Subdivision the amended "Attachment E" by email within five (5) business days.

d) If a person is unable or unwilling to serve as a presiding election judge or an alternate election judge, then the Elections Administrator will name a replacement presiding election judge or send each Participating Political Subdivision the amended "Attachment E" by email within five (5) business days.

e) The Elections Administrator will provide county training programs, in keeping with Section 32.114 of the Texas Election Code, for all of the presiding election judges, alternate election judges, and election clerks for this Joint Election. The presiding election judges are responsible for notifying the alternate presiding judge and the election clerks for the presiding election judge's polling place of the time and place of each training session. Pursuant to Section 32.114(b), the training programs will be open to the public free of charge.

f) To serve in this Joint Election, each presiding election judge and alternate election judge must have attended an election judge training session, a training session regarding the court rulings and the applicability of the mandatory Voter ID law, and optical scan training session taught by the Elections Administrator for this Joint Election within the last 6 months. New judges and election clerks that have not attended a mandatory Voter ID Law training session taught by the Elections Administrator for this Joint Election may not serve in this Joint Election.

g) The Elections Administrator will notify the Participating Political Subdivisions by email and post on the DCED's website the dates, times, and locations of training classes and labs for both Early Voting and Election Day Workers.

h) To comply with the Federal Voting Rights Act of 1965, as amended, precincts containing more than 5% Hispanic population, according to the 2010 census statistics, are required to have interpreter assistance. If a presiding election judge of such a precinct is not bilingual and is unable to hire a bilingual election clerk, the Elections Administrator may recommend an individual to provide interpreter assistance. If the Elections Administrator is unable to recommend an individual to provide interpreter assistance for such a precinct, the Elections Administrator will notify the Participating Political Subdivision and request assistance in identifying an interpreter. In the event that a bilingual election clerk is hired by the Elections Administrator for a precinct required to have interpreter assistance, the bilingual clerk will be paid according to a rate set by the Elections Administrator. The Elections Administrator will charge that expense to the funds deposited with the Dallas County Elections Department for the conduct of the elections listed in this Election Services Contract. A Participating Political Subdivision may pay more money to a bilingual clerk than the rate set by the Elections Administrator, however that expense will be borne by that Participating Political Subdivision individually and that extra expense will not be charged to the funds deposited with the Dallas County Elections Department for the conduct of the elections listed in this Election Services Contract.

i) The Elections Administrator will notify all of the presiding election judges and alternate election judges about the eligibility requirements of Subchapter C of Chapter 32 of Title 3 of the Texas Election Code and Section 271.005 of the Texas Election Code. The Elections Administrator will take the necessary steps to insure that all of the presiding election judges and alternate election judges appointed to serve during this Joint Election are eligible to serve and qualified to serve in this Joint Election. Under Section 32.031 of the Texas Election Code, the presiding election judge for each election precinct shall appoint the election clerks to assist the presiding election judge in the conduct of the election at the polling place served by the presiding election judge on Election Day.

j) The presiding election judges are responsible for picking up election supplies at the time and place determined by the Elections Administrator, which will be set forth in the letter to the presiding election judges requesting service for this election. Payments for the presiding election judge will be specified in "Attachment A."

k) Any Participating Political Subdivision electing to pay their election workers for attending a training class or lab must bear that expense separately from the funds deposited into this Joint Election account.

l) The Elections Administrator will employ and or contract for other personnel necessary for the proper administration of the election, including such part-time help as is necessary to prepare for the election, to ensure the timely delivery of services, supplies and equipment assistance during the period of Early Voting and on Election Day, and for the efficient tabulation of ballots at the central counting station and regional sites. Part-time personnel will be paid an amount specified in "Attachment A." Part-time personnel working in support of the administration of the Election, including Central Counting Station, regional sites on election night will receive pay for at least four (4) hours, minimum call for service, regardless of the actual hours worked.

7) **SUPPLIES AND PRINTING**

a) The Elections Administrator will obtain and distribute all of the election supplies and election printing necessary for this Joint Election, including, but not limited to, all forms, signs, and other materials used by the presiding election judges and clerks at the polling places.

b) The Elections Administrator will provide maps, if necessary, instructions, and other information that the presiding election judges need to conduct this Joint Election.

c) Each Participating Political Subdivision must deliver a list to the Elections Administrator of candidates and propositions for their elections. The list must be in English and Spanish. The list must include the ballot positions for the candidates and the propositions. The list must include the correct spelling of each candidate's name and the precise wording of all of the propositions. The Elections Administrator will email each Participating Political Subdivision a Microsoft Word format form for their use to create the required list. As soon as possible after each Participating Political Subdivision has determined its ballot positions for the candidates and propositions in its election, the Participating Political Subdivision must email the completed Microsoft Word format form to the Elections Administrator. The Elections Administrator will use these electronic forms received from the Participating Political Subdivisions to create the ballot styles for this Joint Election. The Elections Administrator will deliver the proposed ballots to the Participating Political Subdivisions for approval. Each Participating Political Subdivision will be responsible for proofreading the proposed ballots and notifying the Elections Administrator of any corrections that are required for their particular ballots. The Elections Administrator is responsible for implementing the corrections made by the Participating Political Subdivisions to their ballots and then producing the ballots for this Joint Election.

8) **OPTICAL SCAN CARD BALLOTS**

a) The Elections Administrator will allocate ballots for this Joint Election by determining the approximate voter turnout for comparable elections in each election precinct or partial election precinct and then adding **25%** to that number for each election precinct or partial election precinct. However, the minimum ballot allocation for each election precinct or partial election precinct will range from **25-50%** of the registered voters in each election precinct or partial election precinct depending on election type and authorized by the political subdivision (**50%** is recommended for local liquor elections).

b) Additional ballots will be available for Early Voting by Mail and for use on Election Day to respond to any polling place that requests additional ballots and printed on an a needed basis. Cost per ballot will be forty-five cents (.45¢).

9) **RETURNS OF ELECTIONS**

a) The Elections Administrator will establish and operate a central counting station to receive and tabulate ballots cast in this Joint Election under Chapter 127 of Title 8 of the Texas Election Code.

b) The Elections Administrator hereby, in accordance with Sections 127.002, 127.003 and 127.005 of the Texas Election Code, appoints the following central counting station officials:

Central Count Station Manager:	**Toni Pippins-Poole**, Dallas County Elections Administrator
Tabulation Supervisor:	(**Daniel Bradley)**, Central Count Station Manager
Assistant Tabulation Supervisor:	(**Danielle Grant)**, Central Count Station Lead Clerk
Presiding Judge:	**Fay Matthews-Bridges, Dallas ISD**
Alternate Presiding Judge:	**Belinda Berg, City of Cedar Hill, Texas**

c) The Central Count Station Manager or her representative will deliver timely, cumulative reports of the election results as election precincts are tabulated. The Central Count Station Manager will be responsible for releasing cumulative totals and election precinct returns from the election to the Participating Political Subdivisions, candidates, press, and the general public by the distribution of hard copies or electronic transmittals (where accessible). The Elections Administrator will operate an election result center to release election results in the Health and Human Services Building, 2377 N. Stemmons Frwy., Suite 820, Dallas, Texas.

d) The Elections Administrator will link any Participating Political Subdivision's website to DCED's website. Participating Political Subdivisions that want such website linkage should deliver their website address to the Tabulation Supervisor at DCED.

e) The Elections Administrator will prepare the unofficial canvass report after all precincts have been counted, and will email a copy of the unofficial canvass to each Participating Political Subdivision as soon as possible after all returns, provisional ballots, and late overseas ballots have been tabulated, but in no event no later than **Wednesday, May 15, 2019**. All Participating Political Subdivisions will be responsible for the official canvass of their respective elections.

f) The Elections Administrator will be responsible for conducting the post-election manual recount, unless the Texas Secretary of State grants a waiver under Section 127.201 of the Texas Election Code. If no such waiver is given, the Elections Administrator will provide notice and copies of the recount to each Participating Political Subdivision and the Secretary of State's Office. Each Participating Political Subdivision must notify the Elections Administrator if such a waiver has been granted or denied as soon as possible, but no later than five (5) calendar days before Election Day.

10) ELECTION EXPENSES

a) The Participating Political Subdivisions agree to share the costs of administering this Joint Election as specified in "Attachment A." The Election Administrator will charge a general supervisory fee not to exceed ten (10%) percent of the total cost of this Joint Election as authorized by Section 31.100 of the Texas Election Code. In no event will the ten (10%) percent general supervisory fee be refunded to any Participating Political Subdivision. If the ballot, candidates, or propositions supplied by the Participating Political Subdivision are changed after their initial printing by the Elections Administrator due to a court order from a court of competent jurisdiction, the affected Participating Political Subdivision(s) agrees to pay all expenses associated with re-printing and re-programming the ballots pursuant to a court order including expenses for expedited services and "Attachment A" will be amended by the Election Administrator.

b) Allocation of costs among the Participating Political Subdivisions will be according to a formula based on the average cost per polling place and the allocation of election day tabulators (hereinafter "M100's") in that polling place ("Unit Cost"). The Unit Cost will be determined by dividing the total of the itemized list of estimated election expenses by the total number of polling places. A "Polling Place" will be identified by and defined based on the presence and number of M100's and/or Election Supply Carts ("ESC"). Any Participating Political Subdivision that requests a different combination of precincts in polling places that exceeds the Unit Cost will be billed directly for any excess expenditures (e.g. supplies, equipment, personnel, etc.). **The cost of any special request from a Participating Political Subdivision, which is not agreed upon by all Participating Political Subdivisions, will be borne by the Participating Political Subdivision making the special request.** Each Participating Political Subdivision agrees that no Participating Political Subdivision will be billed less than the minimum of one full Unit Cost as specified in "Attachment A."

c) The expenses for early voting by mail and personal appearance will be paid by each

Participating Political Subdivision as set forth in "Attachment A."

d) The Elections Administrator will determine the final election expenses to the extent practicable within one hundred and eighty (180) business days after the final canvass of this Joint Election or the runoff election, if any. The Elections Administrator will provide each Participating Political Subdivision with a final, written accounting of all money that was deposited into, and payments that were made from, the Joint Election account(s) maintained by the Dallas County Elections Department for this Joint Election and the runoff election, if any.

e) If the Elections Administrator requires additional money to perform its obligations under this Election Services Contract, then the Elections Administrator will bill each Participating Political Subdivision using the same method used to determine each Participating Political Subdivision's required deposit in "Attachment A" of this Election Services Contract ("Final Bill"). The Participating Political Subdivision shall pay the Final Bill within thirty (30) days of receipt except for any amount the Participating Political Subdivision files a timely good faith dispute under Section 17 of this Election Services Contract. After all of the expenses of this Joint Election are paid and disputes, if any, resolved, any monies that remain in the account maintained by the Dallas County Elections Department for this Election Services Contract will be refunded to the Participating Political Subdivisions (the "Refund") as soon as practicable.

11) DEPOSIT OF FUNDS

a) Attachment A: Cost Audit details the cost and expenses anticipated for this election; Participating Political Subdivisions will initially receive an estimate cost audit. The Final Bill will be distributed as soon as all cost and expenses for the election can be determined. Each Participating Political Subdivision hereby agrees to deposit with the Dallas County Elections Department either half or the full balance of money listed in "**Attachment A: Deposit of Funds Detail**" of this Election Services Contract by the first deposit due date of **Wednesday, February 27, 2019**. If the Participating Political Subdivision makes a partial initial deposit on or by **February 27, 2019**, a full and final deposit must be made to the Dallas County Elections Department by **Tuesday, March 12, 2019**. The Dallas County Elections Department will place the money deposited by the Participating Political Subdivisions in a Joint Election account.

b) The deposit of funds by each Participating Political Subdivision is an express condition precedent to the participation of each Participating Political Subdivision in this Election Services Contract. A Participating Political Subdivision may seek an extension from the Elections Administrator as to the due date for the deposit of funds. Such an extension must be sought in writing and prior to due date for such deposit by the Participating Political Subdivision. Any decision(s) made by the Elections Administrator will be provided in writing to the Participating Political Subdivision. The Elections Administrator, however, shall not be required to grant an extension for the deposit of funds by a Participating Political Subdivision. For any Participating Political Subdivision that fails to deposit the total amounts specified in "Attachment A" by the dates specified in this Election Services Contract or any extension granted by the Elections Administrator, the

Elections Administrator will be relieved from the responsibility to perform under this Election Services Contract for such Participating Political Subdivision.

c) The Elections Administrator will only draw money from this Joint Election account to pay for election expenses that are included in "Attachment A" to this Election Services Contract and for other expenses that the Participating Political Subdivisions agree to in writing.

d) If a Participating Political Subdivision withdraws completely from this Joint Election by **Tuesday, February 27, 2019**, or, by **Tuesday, March 12, 2019** for Special Elections, then the Elections Administrator will refund (as soon as practicable) that Participating Political Subdivision's deposit, less any money already expended before the withdrawal and less the general supervisory fee authorized by Section 31.100 of the Texas Election Code. In the event of a partial withdrawal from this Joint Election, deposits will not be refunded to the Participating Political Subdivisions.

e) The Elections Administrator will not make partial refunds to a Participating Political Subdivision if any candidate(s) or propositions do not appear on the ballot for that Participating Political Subdivision.

f) Deposits should be made out to Dallas County Elections Department and delivered within the mandatory time frame to:

Toni Pippins-Poole
Dallas County Elections Administrator
2377 N. Stemmons Freeway, Suite 820
Dallas, Texas 75207

In the "memo" section of check place Election Escrow Account: _____

12) RECORDS OF THE ELECTION

a) The Elections Administrator is hereby appointed the general custodian of the voted ballots and all election records of this Joint Election to the extent authorized by Sections 31.094, 31.095, 31.096, and 31.097 of the Texas Election Code.

b) Access to the election records will be available to each Participating Political Subdivision as well as to the public in accordance with the Texas Public Information Act, Chapter 552, Government Code, at the Elections Department, 2377 N. Stemmons Frwy, Suite 820, Dallas, Texas, at any time during normal business hours. The Elections Administrator will ensure that the records are maintained in an orderly manner, so that records are clearly identifiable and retrievable per records storage container. However, access to election records that contain confidential information that must be redacted pursuant to federal or state law may be provided at the offices of the Civil Division of the Criminal District Attorney's Office of Dallas County, Texas at 411 Elm Street, 5th Floor, Dallas, Texas.

c) Pursuant to Section 66.058 of the Texas Election Code, the Elections Administrator will retain the election records at the Elections Administrator's main offices and Elections Warehouse for **sixty (60) days** after the date of this Joint Election. **Sixty (60) days** after the date of this Joint Election, the Elections Administrator will arrange for transport of

this Joint Election's records to the Dallas County Record Storage facility. This Joint Election's records will then become the responsibility of Dallas County Record Storage for the remainder of the **twenty-two (22) month** preservation period. Dallas County Record Storage will be responsible for the destruction of this Joint Election records after the preservation period. The Participating Political Subdivisions agree the Elections Administrator may destroy the records from this Joint Election after the **twenty-two (22)** month preservation period without further notice to the Participating Political Subdivisions, unless the events in Section 12 (d) occur.

d) The Participating Political Subdivisions must notify the Elections Administrator in writing within three (3) business days after any official or employee of any Participating Political Subdivision becomes aware of any election contest in connection with this Joint Election. In accordance with Section 1.013 of the Texas Election Code, the election records must be preserved until any election contest is completed and a judgment, if any, becomes final. Also, the election records will be maintained by the Elections Administrator if there is an active criminal investigation, proceeding, or a pending request for public information, related to the election records until such investigation, proceeding, or request for public information is finally concluded.

e) The Participating Political Subdivisions acknowledge and agree that the Elections Administrator reserves the right to intervene in any election contest or litigation in connection with this Joint Election in order to preserve any available remedies at law, and to preserve the Elections Administrator's obligations under this Contract and the Texas Election Code.

13) EARLY VOTING

a) Under Sections 31.094 and 271.006 of the Texas Election Code, the Participating Political Subdivisions hereby appoint the Elections Administrator to be the early voting clerk for all of the political subdivisions participating in this Joint Election. The deputy early voting clerks that will be appointed by the Elections Administrator are listed in "Attachment D."

b) **This sub-paragraph applies only to a joint election with no partisan candidate on any ballot**. Participating Political Subdivisions may recommend people to the Elections Administrator to serve as a deputy early voting judge/clerk. The Elections Administrator will consider any recommendations and/or requests of each Participating Political Subdivision. If a Participating Political Subdivision recommends a person not listed in "Attachment D" and that recommendation conflicts with the recommendation from any of the other Participating Political Subdivisions involved in the election in that polling place, the Elections Administrator will conduct a drawing by lot from the recommendations to determine the deputy early voting judge/clerk. Once a person has been notified of his or her selection as deputy early voting judge or deputy early voting clerk, no changes may be made by any of the Participating Political Subdivisions.

c) Any qualified voter for this Joint Election may vote early by personal appearance at the main early voting polling place or at one of the early voting branch polling places listed in Attachment B. Early voting will be conducted as follows: **Monday, April 22, 2019 through**

Friday, April 26, 2019, from 8:00 A.M. to 5:00 P.M.; Saturday, April 27, 2019 between 8:00 A.M. and 5:00 P.M.; Sunday, April 28, 2019, between 1:00 P.M. and 6:00 P.M.; and, Monday, April 29, 2019 through Tuesday, April 30, 2019 between 7:00 A.M. and 7:00 P.M.

d) All requests for early voting ballots by mail that are received by a Participating Political Subdivision must be transported by runner on the day of receipt to the Dallas County Elections Department, 8th Floor, Health and Human Service Building, 2377 N. Stemmons Frwy., Dallas, Texas 75207 for processing. Persons voting by mail must send their voted ballots to the Dallas County Elections Department.

e) All early voting ballots will be prepared for counting by an Early Voting Ballot Board appointed under Subchapter A of Chapter 87 of the Texas Election Code. Each Participating Political Subdivision will appoint one member to the Early Voting Ballot Board and will prepare a list notifying DCED of the appointee's name, telephone number, mailing address, and email address, if any, no later than **Monday, March 18, 2019**. The Participating Political Subdivisions agree to appoint **David Morris** as the presiding judge of the early voting ballot board. A list of Early Voting Ballot Board members will be furnished to each Participating Political Subdivision no later than **Friday, March 29, 2019**.

f) A signature verification committee will be appointed in accordance with Section 87.027 of the Texas Election Code. A list of the members of the signature verification committee will be furnished to each Participating Political Subdivision.

g) The presiding judge of the Early Voting Ballot Board shall deliver notices of rejected ballots in compliance with Section 87.0431, Texas Election Code.

14) CRIMINAL BACKGROUND CHECKS

The Elections Administrator, her agent or assignee will conduct a criminal background check (in accordance with statutory requirements) of any person who is expected to or scheduled to serve or work in this Joint Election. Any person that does not satisfactorily pass the criminal background check will be ineligible to serve or work in this Joint Election. Failure to obtain a criminal background check does not release the participating entity's obligation to pay for service rendered in good faith.

15) ELECTION REPORTS

During the early voting period for this Joint Election, the Elections Administrator will deliver daily reports to each Participating Political Subdivision of the Early Voting Location Turnout Totals and Early Voting Roster. The day after the early voting period ends, the Elections Administrator will deliver to each Participating Political Subdivision, a Daily Early Voting Roster by precinct report that includes the entire Early Voting period. Pursuant to the Texas Election Code Section87.121, the Elections Administrator will deliver these election reports by website posting, e-mail, or facsimile.

16) WITHDRAWAL FROM CONTRACT

a) No deposits will be refunded after the deadline to withdraw from this Election Services

Contract has passed.

b) In order to withdraw from this Election Services Contract, a Participating Political Subdivision must deliver to the Elections Administrator any certifications and declarations that are required under Subchapter C or Subchapter D of Chapter 2 of Title 1 of the Texas Election Code.

c) The Elections Administrator will bill any Participating Political Subdivision that withdraws from this Election Services Contract for any expenses incurred prior to the Elections Administrator receiving copies of the certifications and declarations that are required under Subchapter C or Subchapter D of Chapter 2 of Title 1 of the Texas Election Code.

d) If there are any withdrawals from this Joint Election**,** within ten (10) business days after the deadline for Participating Political Subdivisions to make declarations under Subchapter C or Subchapter D of Chapter 2 of Title 1 of the Texas Election Code, said deadline being **February 22, 2019,** the Elections Administrator will amend the attachments to this Election Services Contract as appropriate and provide updated copies of the amended attachments to all of the remaining Participating Political Subdivisions.

e) The general supervisory fee authorized by Section 31.100 of the Texas Election Code will not be refunded.

17) AUDITING AND PROHIBITION ON WITHHOLDING OF DEPOSITS

a) The Dallas County Auditor will conduct a review of the deposits and expenditures related to this Election Services Contract before the Final Bill or Refund is submitted to the Participating Political Subdivisions. Refunds will be submitted as soon as practicable.

b) The Participating Political Subdivisions may request a financial audit of the Final Bill or Refund or dispute the Final Bill or Refund under this Section, if: 1) the Final Bill exceeds ten percent (10%) of the amount of the Participating Political Subdivision's initial deposit as required in "Attachment A" to this Election Services Contract; or 2) the accounting accompanying the Refund is ten percent (10%) less than the amount the Participating Political Subdivision determines, should be refunded, after its good faith review. The request for a financial audit or dispute must be done in accordance with Section 17 (d) below.

c) Should the events in Section 17 (b) occur, in lieu of an audit or dispute, the Participating Political Subdivision may make a request that the Elections Administrator ask the Dallas County Auditor to review the cost allocation methodology for the Participating Political Subdivision's Final Bill or Refund ("Review Request"). Participating Political Subdivisions must submit a Review Request to the Elections Administrator within five (5) business days of receipt of the Final Bill or the Refund, whichever is later. The Review Request must set forth, in detail, the basis for any challenge to the Final Bill or Refund. Corrections to the Participating Political Subdivision's Final Bill or the Refund, based on a Review Request, will be determined at the sole discretion of the Elections Administrator. A Review Request does not extend the timeframe in Section 17(d).

d) Should the circumstances giving rise to an audit or dispute in Section 17 (b) occur, the Participating Political Subdivision may send a formal written notice of dispute of the Final Bill or Refund ("Dispute Notice") to the Elections Administrator. This Dispute Notice must be received by the Elections Administrator no later than thirty (30) calendar days from the date the Participating Political Subdivision receives the Final Bill or Refund. This Dispute Notice must provide: 1) an itemization of the disputed charge(s) by the Participating Political Subdivision; 2) the basis for the dispute; 3) the methodology showing how the Participating Political Subdivision arrived at the amount disputed; and 4) documentation in support thereof. The Participating Political Subdivision will have no right to withhold any undisputed amounts set forth in this Election Services Contract or reflected in the Final Bill. Payment of undisputed amounts in the Final Bill must be made by the Participating Political Subdivision as set forth in Section 10 (e) of this Election Services Contract.

e) Failure of the Participating Political Subdivision to submit a timely Dispute Notice, as set forth in Section 17(d), shall waive any and all disputes, claims, or challenges to the Final Bill or Refund by the Participating Political Subdivision. The entire amount of the Participating Political Subdivision's Final Bill shall be due immediately; or, any estimated refund amounts will become final.

f) If the Participating Political Subdivision files a timely Dispute Notice in compliance with Section 17(d), the Participating Political Subdivision will have the right to conduct a good faith financial audit ("Financial Audit") for the deposits and expenditures related to this Elections Services Contract. In conducting the Financial Audit, the Participating Political Subdivision will have no greater right to demand access to or copies of the County's governmental or election records than those rights specified in the Texas Election Code and the Texas Public Information Act. The cost of any Financial Audit conducted by the Participating Political Subdivision shall be borne by the requesting Participating Political Subdivision and may not be paid for with funds deposited with the Dallas County Elections Department under this Election Services Contract. Further, the Participating Political Subdivision conducting the Financial Audit shall pay the Elections Administrator the reasonable costs for time expended and copies provided in order to perform the Financial Audit. If the Financial Audit identifies overcharges by the Elections Administrator of more than ten percent (10%) of the initial deposit amount required by "Attachment A", the Elections Administrator will review and assess the findings of the Financial Audit and will negotiate, in good faith, to resolve any disputes for overcharges with the Participating Political Subdivision. The Elections Administrator shall not be bound by the findings or recommendations of the Participating Political Subdivision's Financial Audit. The financial records will be retained at the County Election Administrator's office until the conclusion of the Financial Audit and resolution of all outstanding audit disputes.

g) In the event the representatives of the Participating Political Subdivision and the Elections Administrator cannot agree on the amount of the disputed Final Bill as set forth in this Section, then the Parties may agree to submit to non-binding mediation. If mediation is acceptable to both parties to resolve a dispute concerning the disputed Final Bill, the

parties will agree to use a mutually agreed-upon mediator. Unless the parties come to a written agreement at mediation, the mediation will not constitute a final and binding resolution of the dispute.

h) The Participating Political Subdivision acknowledges that the practical effect of the Participating Political Subdivision withholding undisputed funds that are required under this Election Services Contract would result in breach of this Elections Services Contract and the other Participating Political Subdivisions' taxpayers subsidizing the withholding Participating Political Subdivision's election expenses.

18) NOTICE

Any addendum to, change/modification of, clarification of, and/or withdrawal from this contract requires written notice provided on the Dallas County Form, "Elections Services Contract Change Forms". Whenever this Election Services Contract requires any consent, approval notice, request or demand, it must be in writing to be effective and must be delivered to the party intended to receive it as shown below:

Address for notice to the Elections Administrator:
Attn: Robert Heard Sr.
Dallas County Assistant Elections Administrator
Elections Department – 8th Floor
2377 N. Stemmons Frwy, Suite 820
Dallas, Texas 75207
(214) 819-6300 telephone
(214) 819-6301 facsimile

and, to the physical addresses and facsimile numbers for notice to the Participating Political Subdivisions are in "Attachment F" to this Election Services Contract.

19) LIABILITY FOR NEGLIGENCE

ALL PARTIES TO THIS ELECTION SERVICES CONTRACT AGREE TO BE RESPONSIBLE, IN ACCORDANCE WITH APPLICABLE STATE OR FEDERAL LAW, EACH FOR THEIR OWN NEGLIGENT ACTS OR OMISSIONS, OR OTHER TORTIOUS CONDUCT IN THE COURSE OF PERFORMANCE OF THIS CONTRACT WITHOUT WAIVING ANY SOVEREIGN IMMUNITY, GOVERNMENTAL IMMUNITY, STATUTORY IMMUNITY, OR OTHER DEFENSES AVAILABLE TO THE PARTIES UNDER FEDERAL OR STATE LAW. NOTHING IN THIS PARAGRAPH SHALL BE CONSTRUED TO CREATE OR GRANT ANY RIGHTS, CONTRACTUAL OR OTHERWISE, IN OR TO ANY THIRD PERSONS OR ENTITIES. ALL PARTIES AGREE THAT ANY SUCH LIABILITY OR DAMAGES OCCURRING DURING THE PERFORMANCE OF THIS ELECTION SERVICES CONTRACT CAUSED BY THE JOINT OR COMPARATIVE NEGLIGENCE OF THE PARTIES, OR THEIR EMPLOYEES, AGENTS OR OFFICERS WILL BE DETERMINED IN ACCORDANCE WITH COMPARATIVE RESPONSIBILITY LAWS OF TEXAS, BUT ONLY TO THE EXTENT SUCH LAWS ARE APPLICABLE TO THE PARTY.

TO THE EXTENT PERMITTED BY LAW, IF LEGAL ACTION IS FILED AGAINST EITHER PARTY TO THIS ELECTION SERVICES CONTRACT, EACH PARTY SHALL BE SOLELY RESPONSIBLE FOR THEIR OWN RESPECTIVE COSTS AND DEFENSE OF THAT SUIT.

20) CHOICE OF LAW

This Election Services Contract will be governed and interpreted by the laws of the State of Texas.

21) VENUE AND JURISDICTION

The courts of the State of Texas and the United States of America that are physically located in Dallas, Dallas County, Texas are the exclusive jurisdiction and venue for any lawsuit, cause of action, temporary restraining order, temporary injunction, injunction, petition for extraordinary relief, mandamus, or any other legal proceeding or claim arising out of the performance of this Election Services Contract.

22) SEVERABILITY

If any term of this Election Services Contract is held by a court of competent jurisdiction to be invalid, void, or unenforceable, the remainder of the terms of this Election Services Contract will remain in full force and effect and will in no way be affected, impaired, or invalidated.

23) ENTIRE CONTRACT

This Election Services Contract, including any exhibits or attachments, contains the entire agreement between the Elections Administrator and the Participating Political Subdivisions concerning the duties required by this Election Services Contract. The Elections Administrator of Dallas County, Texas and each Participating Political Subdivision hereby expressly warrant and represent that they are not relying on any promises or agreements that are not contained in this Election Services Contract concerning any of the terms in this Election Services Contract. Except otherwise specified in this Election Services Contract, no modification, amendment, novation, renewal, or other alteration of this Election Services Contract shall be effective unless mutually

agreed upon in writing and executed by the parties hereto.

24) GENDER AND HEADINGS

In this Election Services Contract, words in the singular number include the plural, and those in the plural include the singular. Words of any gender also refer to any other gender. Headings in this Election Services Contract are terms of inclusion, not exclusion.

25) RELATIONSHIP OF PARTIES

The Participating Political Subdivisions, including their agents, or employees, are independent contractors and not an agent, servant, joint enterpriser, joint venturer, or employee of the County Elections Administrator, the County or DCED, and are responsible for their own acts, forbearance, negligence and deeds, and for those of their agents, or employees in conjunction with the performance of services covered under this Election Services Contract. The Participating Political Subdivisions represent that they have, or will secure at its own expense, all personnel and consultants required in performing the Services herein. Such personnel and consultants shall not be employees of or have any contractual relationship with the County, the County Elections Administrator, or DCED.

26) FORCE MAJEURE

No Party shall be in default or responsible for delays or failures in performance resulting from causes beyond its control. Such causes include but are not limited to acts of God, fire, storm, flood, earthquake, natural disaster, nuclear accident, strike, air traffic disruption, lockout, riot, freight embargo, public regulated utility, or governmental statutes, orders, or regulations superimposed after the fact. Any Party delayed by force majeure shall as soon as reasonably possible give the other Party written notice of the delay. The Party delayed shall use reasonable diligence to correct the cause of the delay, if correctable, and if the condition that caused the delay is corrected, the Party delayed shall immediately give the other Parties written notice thereof and shall resume performance under this Election Services Contract as soon as practicable. The date of delivery or of performance shall be extended for at least a minimum time period equal to the time lost by reason of the delay.

27) DEFAULT/CUMULATIVE RIGHTS/MITIGATION.

It is not a waiver of default if the non-defaulting Party fails to immediately declare a default or delays in taking any action. The rights and remedies provided by this Election Services Contract are cumulative, and no Party's use of any right or remedy will

preclude or waive its right to any other remedy. These rights and remedies are in addition to any other rights the Parties may have by law, statute, ordinance or otherwise.

28) CONTRA PROFERENTEM

The legal doctrine of contra proferentem will not apply to this Election Services Contract. Consequently, any ambiguity that may exist in this Election Services Contract will not be construed against the Party who drafted this Election Services Contract.

29) ORDER OF PRECEDENCE

Any inconsistencies in this Election Services Contract will be resolved by reviewing and considering this Election Services Contract and Attachments A through G to this Election Services Contract together in context with each other.

30) SIGNATORY WARRANTY

The Elections Administrator of Dallas County, Texas and all of the contracting authorities of all of the Participating Political Subdivisions listed in "Attachment F" of this Election Services Contract represent that each has the full right, power and authority to enter into and perform this Election Services Contract in accordance with all of its terms and conditions, and that the execution and delivery of this Election Services Contract has been made by authorized representatives of the Participating Political Subdivisions to validly and legally bind the Participating Political Subdivisions to all terms, performances, and provisions set forth in this Election Services Contract.

31) COUNTERPARTS.

This Election Services Contract may be executed in any number of counterparts with the same effect as if all signatory parties had signed the same document. All counterparts will be construed together and will constitute one and the same instrument.

WITNESS HEREOF, the parties hereto have executed in triplicate originals this Election Services Contract on this _____ day of February 2019. ("Effective Date")

APPROVED AS TO FORM*

_____
TONI PIPPINS-POOLE
COUNTY ELECTIONS ADMINISTRATOR
DALLAS COUNTY, TEXAS

_____
James R. Palomo
ASSISTANT DISTRICT ATTORNEY,
DISTRICT ATTORNEY
DALLAS COUNTY CRIMINAL ATTORNEY'S OFFICE,
CIVIL DIVISION

*By law, the Criminal District Attorney's Office may only advise or approve contracts or legal documents on behalf of its clients. It may not advise or approve a contract or legal document on behalf of other parties. Our review of this document was conducted solely from the legal perspective of our client. Our approval of this document was offered solely for the benefit of our client. Other parties should not rely on this approval, and should seek review and approval by their own respective attorney(s).

ACCEPTED TO AND AGREED TO BY THE CITY OF DALLAS:

EXECUTED this, the _____day of _____, 2019, by City, signing by and through its City Manager, duly authorized to execute same by Resolution No. 19-_____, adopted by the City Council on February 27, 2019.

APPROVED AS TO FORM:
CHRISTOPHER J. CASO
Interim City Attorney

BY_____
Assistant City Attorney

CITY OF DALLAS
T. C. BROADNAX
City Manager

BY_____
City Manager

ATTACHMENT A

Poll Location Info

May 4, 2019 Joint Election Cities and Schools

ESTIMATED COST

***SUBJECT TO CHANGE**

Based on 37 entities participating

Based on 54 Early Voting Locations

Based on 352 Election Day Locations

Location Splits	Total	COD
Split by 1	6.00	3
Split by 2	228.00	109
Split by 3	615.00	109
Split by 4	92.00	4
Split by 5	20.00	1
Total Splits	961.00	226
Total Units	358.07	95.03
Cost per Poll (Without ESF)	**$5,991.44**	$5,991.44
Subtotal	$2,145,333.88	$569,386.23
% of Units	100%	26.54%

		Total	COD
Election Total		$2,145,333.88	$567,528.38
Exceptional Cost	(to be determined)	$51,857.88	$41,851.38
Election Services Fee (AKA ESF)	10% of Election Total	$219,719.18	$60,937.98
Total Cost		$2,365,053.06	$670,317.74
Actual Unit Cost (With ESF)		**$6,605.06**	$6,605.06
Amount of Deposit		**$0.00**	
(Overpaid)/Underpaid		$2,416,910.94	$670,317.74

Exp Code	EARLY VOTING	Units	Cost Per Unit	Estimated	COD
LEGAL NOTICE					
2013	Legal Notice	Newspaper listing of Polling Locations		**$10,000.00**	$2,654.07
POSTAGE					
2170	Rejected / Incomplete mail	80	$1.89	**$151.20**	$40.13
2170	Postage for Mailed Ballots	10,000	$1.30	**$13,000.00**	$3,450.29
2170	Postage for Returned Mailed Ballots	9,500	$1.15	**$10,925.00**	$2,899.57
2170	Postage for NON-Returned Mailed Ballots	500	$1.15	**$575.00**	$152.61
2170	EV Polling Location Change Cards (Postage)			**$4,500.00**	
2180	EV Polling Location Change Cards (Printing NDSI)			**$2,500.00**	
2180	EV Printed Mailed Ballots	10,000		**$5,000.00**	$1,327.03
2180	Mail ballot kit	10,000	$2.00	**$20,000.00**	$5,308.14
EQUIPMENT RENTAL					
7030	Furniture Rental	Various EV Locations		**$5,000.00**	$1,327.03
7040	Voting Booths	54	$30.00	**$1,620.00**	$429.96
7040	Touch Screen/iVotronics (7p/loc.)	460	$250.00	**$115,000.00**	$30,521.78
7040	ADA Voter Terminals (2 per loc)	54	$300.00	**$16,200.00**	$4,299.59
7040	Communication Pack (1 per loc)	54	$50.00	**$2,700.00**	$716.60
7040	Camels (E-Poll Books)	180	$400.00	**$72,000.00**	$19,109.29
7040	Provisional Ballot Bags (9 per loc 1 ea. Day of EV)	486	$5.00	**$2,430.00**	$644.94
7050	Van Rental\Car Rental	8 Mini Vans for Tech and Route Usage; 2-16' Trucks for Delivery of Equipment; 1 small car for EV manager		**$6,000.00**	$1,592.44
7211	Sprint/Frontier (landline charges)	Use of Service During EV Election Period		**$5,000.00**	$1,327.03
7213	Hot Spots	Air Cards		**$1,855.00**	$492.33
RENTAL BUILDINGS					
7010	Rental/Custodial Charges	Various Locations		**$25,000.00**	$6,635.17
PERSONNEL					
1050	Central Count Full Time Staff (Over Time)	2 Staff @12days @Various hours @Various Pay Rates		**$1,000.00**	$265.41
1050	Election **Clerks** (Over Time)	161 Clerks @21 Hours @$16.65 p/h		**$56,293.65**	$14,940.72
1050	Election **Judges** (Over Time)	54 Judges @21 Hours @$21.54 p/h		**$24,426.36**	$6,482.92
1050	Election Part-Time Regular (Over Time)	Various Part-Timers @Various Hours @Various Pay Rates		**$2,500.00**	$663.52
1050	Elections Full Time Staff (Over Time)	Various Staff @Various Days @Various Hours @Various Pay Rates		**$8,000.00**	$2,123.25
1050	EV Mail Part-Time Clerks (Over Time)	Various Clerks @Various Days @Various Hours @Various Pay Rates		**$5,500.00**	$1,459.74
1050	EV Full Time Mail Supervisor (Over Time)	1 Staff @Various Hours @29.66p/h		**$2,500.00**	$663.52
1050	EV Techs (Over Time)	8 Techs @Various Hours @Various Pay Rates		**$4,000.00**	$1,061.63

1050	Security-Branch Locations	Var. Security Staff @Various Hours @Various Pay Rates		**$15,000.00**	$3,981.10
1050	Election Full Time Warehouse Staff (Over Time)	5 Staff @Various Hours @Various Pay Rates		**$10,000.00**	$2,654.07
1050	Warehouse Part-Timers (Over Time)	Various Part-Timers @Various Hours @Various Pay Rates		**$3,000.00**	$796.22
1060	Canvass Committee (Ballot Board & Signature Verification)	Approximately 16 people @Various Hours @ Various Pay Rates		**$12,000.00**	$3,184.88
1060	Early Voting **Clerks** (Includes 8 hrs Training for 100)	161 Clerks @80 Hours @$11.10 p/h		**$151,848.00**	$40,301.49
1060	Early Voting **Judges** (Includes 8hrs Training for 27)	54 Judges @80 Hours @$14.36 p/h		**$65,136.96**	$17,287.79
1060	Election Department Part-Timers (Straight Time)	Various Part-Timers @Various Hours		**$15,000.00**	$3,981.10
1060	EV Judges Delivery (AKA Can Money)	54	$25.00	**$1,350.00**	$358.30
1060	Mail Workers / PA Workers Part-Timers (Straight Time)	Various Part-Timers @30 Days @ Various Pay Rates		**$30,000.00**	$7,962.20
1060	Supervisors / Ballot Board & Signature Verify	2 Supervisors @12 Days ea. @Various Hours @Various Pay Rates		**$3,500.00**	$928.92
1060	EV Techs (Straight Time)	8 Techs @Various Hours @Various Pay Rates		**$9,500.00**	$2,521.36
1111	Social Security Chargeback	6.2%		**$6,500.00**	$1,725.14
1112	Medicare	1.45%		**$4,500.00**	$1,194.33
1113	PARS	1.3%		**$3,000.00**	$796.22
1150	Retirement Charge Back	10%		**$12,000.00**	$3,184.88
5590	Temporary Service (Early Voting as needed)	Various Temp Agencies		**$20,000.00**	$5,308.14
SUPPLY EXPENSE					
2880	Voted Stamps	300	$1.05	**$315.00**	$83.60
2180	Balotar Ballots for Absentee Mail 14" One sided (ES&S)	10,000	$0.45	**$4,500.00**	$1,194.33
2180	Provisional Ballots (In Person)(ES&S)	185,820	$0.09	**$16,723.80**	$4,438.61
2180	Judge Kits	53	$80.00	**$4,240.00**	$1,125.32
2180	Sample Ballots hand out for voters 8.5/11in. double sided color paper (AC Printing)	1,425	$0.99	**$1,410.75**	$374.42
2180	Sample Ballots Large for Posting 11/17in. Single side color paper (AC Printing)	114	$1.02	**$116.28**	$30.86
2180	Ballot List for Early Voting Locations 8.5/11in. Double sided white paper (AC Printing)	350	$1.870	**$654.50**	$173.71
2180	List of Declared Write-In for EV	0	$0.027	**$0.00**	$0.00
2180	ADA Quick Operations Guide 8.5/11in. Double sided color copy (DCED)	114	$0.870	**$99.18**	$26.32
2880	Supplies for Early Voting	Misc./Forms/Binders		**$1,000.00**	$265.41
SERVICE EXPENSE					
5590	ES&S Project Management (8 week cost ($63,000.00) by 2017 Contract	1	$66,000.00	**$66,000.00**	$17,516.85
5590	ES&S Ballot Layout and Coding assistance and overseeing (10 days cost $15,750) by 2017 Contract	1	$16,500.00	**$16,500.00**	$4,379.21

5590	ES&S Pre Election Mock Election (3 days On-Site Simulation of Election Day with 1 ES&S Support Team) (cost $4,725.00) by 2017 Contract	1	$4,950.00	**$4,950.00**	$1,313.76
5590	ES&S IVotronic Early Support (cost $1,575.00) by 2017 Contract	1	$1,650.00	**$1,650.00**	$437.92
5590	ES&S ADA Sound Wave Card Programming	1	$9,889.38	**$9,889.38**	$2,624.71
5590	IT Support (Dallas County IT)			**$2,000.00**	$530.81
5590	Spanish Translation			**$0.00**	$0.00
PREPARATION AND TRANSPORTATION OF VOTING EQUIPMENT					
2910	Early Voting Equipment Delivery and Pickup	56	$45.00	**$2,520.00**	$668.83
MILEAGE					
1080	Warehouse /Elections Mileage		$0.565	**$400.00**	$106.16
3095	Mileage for Runners/Gas	Tech Cars and Trucks		**$2,100.00**	$557.35
	EARLY VOTING TOTAL			**$921,080.06**	**$242,603.08**

Exp Code	ELECTION DAY	Units	Cost Per Unit	Estimated	COD
EQUIPMENT RENTAL					
7030	Furniture Rental	Central Count Station/Various Polling Locations		**$1,700.00**	$451.19
7040	Precinct Counter (1p/loc.)	352	$468.00	**$164,736.00**	$43,722.06
7040	Voting Booths (5p/loc.)	1,760	$30.00	**$52,800.00**	$14,013.48
7040	ADA Voter Terminals	352	$300.00	**$105,600.00**	$28,026.96
7040	Laptop	352	$75.00	**$26,400.00**	$7,006.74
7040	Provisional Bags	352	$5.00	**$1,760.00**	$467.12
7040	Election Supply Carts	352	$199.80	**$70,329.60**	$18,665.96
7040	Regional Site Computer Setup	10	$150.00	**$1,500.00**	$398.11
7050	Truck Rental/Van Rental	Runners /Regional Sites		**$6,000.00**	$1,592.44
7211	Phone Lines/Bulletin Board/Internet access	Election Cell phones for Tech's and department		**$5,000.00**	$1,327.03
RENTAL BUILDINGS					
7010	Location Rental	various polling locations		**$35,000.00**	$9,289.24
7010	Custodial Charges	various polling locations		**$60,000.00**	$15,924.41
PERSONNEL					
1020	Election Department Full Time Staff (Straight Time)	Includes VR WH and Admin		**$2,500.00**	$663.52
1020	Dallas County Employees (Straight Time)	Election Day @ Regional Sites		**$1,500.00**	$398.11
1020	Traffic Control Officers	Election Night & Supply Pickup		**$6,500.00**	$1,725.14
1020	Regional Site Support	Election Night & Supply Pickup		**$15,000.00**	$3,981.10
1020	Phone Bank	Election Day		**$2,500.00**	$663.52
1020	Techs (30)	Election Day		**$10,000.00**	$2,654.07
1020	Delivery of Election Returns	352 Judges @ $25.00 per delivery		**$8,800.00**	$2,335.58
1020	Election Day Judges (includes training for E poll books: 8 hrs ea)	352 Judges @ 14 hours @ $11.00 p/h		**$85,184.00**	$22,608.41
1020	Election Day Clerks (includes training for atleast 352 clerks)	Approximately 1408 Clerks @ 14 Hours @ $10.00 p/h		**$225,280.00**	$59,790.85
1020	Central Count Staff (Straight Time)	Election Day		**$500.00**	$132.70
1020	Emergency Response Personnel	Election Day - Judges and Clerks		**$7,500.00**	$1,990.55
1050	Central Count Staff (Over Time)	Various Staff @Various Days @Various Hours @Various Pay Rates		**$1,200.00**	$318.49
1050	Dallas County Employees (Over Time)	Election Day @ Regional Sites		**$2,000.00**	$530.81
1050	Election Department Full Time Staff (Over Time)	Various Staff @Various Days @Various Hours @Various Pay Rates		**$15,000.00**	$3,981.10
1050	Election Part-Time Regular Admin. (Over Time)	Various Staff @Various Days @Various Hours @Various Pay Rates		**$1,000.00**	$265.41
1050	Sheriff's Deputies (Approximately 35)	Various Deputies @18 Hours @Various Pay Rates		**$25,000.00**	$6,635.17
1050	Election Warehouse Full Time Staff (Over Time)	Various Staff @Various Days @Various Hours @Various Pay Rates		**$9,500.00**	$2,521.36
1050	Warehouse Part-Timers (Over Time)	6 Part-Timers @Various Hours @ $16.65 p/h		**$8,000.00**	$2,123.25
1060	Warehouse Part-Timers (Straight Time)	6 Part-Timers @Various Hours @ $11.10 p/h		**$11,000.00**	$2,919.47

1111	Social Security Chargeback	6.2%		**$5,500.00**	$1,459.74
1112	Medicare	1.45%		**$1,400.00**	$371.57
1113	PARS	1.3%		**$50.00**	$13.27
1150	Retirement Charge Back	10%		**$9,500.00**	$2,521.36
5590	Temporary Service	Various Temp Agencies		**$12,000.00**	$3,184.88
MILEAGE					
1080	Warehouse Mileage/Gas		$0.575	**$0.00**	$0.00
1080	Mileage for Deputies	3,500	$0.575	**$2,012.50**	$534.13
3095	Gas	Tech Cars and Trucks		**$1,500.00**	$398.11
SERVICE EXPENSE					
5590	ES& S Support/Consulting (3 days technical support, 5 person each election, cost 23,625.00) by 2015 contract	1	$24,750.00	**$24,750.00**	$6,568.82
5590	ES@S L and A Testing 1 person 2 days (cost $3,150.00) by 2015 Contract	1	$3,300.00	**$3,300.00**	$875.84
5590	ES@S Express Pass Election Setup Fee	1	$750.00	**$0.00**	$0.00
5590	ROBIS (ED Support)	Persons Tech Team		**$8,535.00**	$2,265.25
5590	IT Support (Dallas County IT)			**$1,200.00**	$318.49
5590	Web Site/NTCOG	1 hour election support	$95.00	**$0.00**	$0.00
POSTAGE / SERVICE EXPENSE					
2180	Poll location letters Judge/Alt judge letters (NDSI)	Approximately 704 letters and response cards		**$7,000.00**	$1,857.85
2180	Polling location Change Cards (NDSI)	Various Locations w/ Various Voters		**$5,000.00**	$1,327.03
2170	Polling Location Cards Postage (Elections)			**$10,000.00**	$2,654.07
2170	Election Paychecks	3,380	$0.50	**$1,690.00**	$448.54
PREPARATION & TRANSPORTATION OF VOTING EQUIPMENT					
2910	Election Day Equipment Delivery and Pickup (Election Department Specials)	40	$22.50	**$900.00**	$238.87
2910	Election Day Equipment Delivery and Pickup - Atlantic	704	$36.50	**$25,696.00**	$6,819.89
SUPPLY EXPENSE					
2880	Voted Stamps	1,200	$1.05	**$1,260.00**	$334.41
2180	Official Optical Scan Ballots 17" 2 sided (ES&S)	359,500	$0.2100	**$75,495.00**	$20,036.89
2180	Test Ballots 14" 1 sided (ES&S)	10,980	$0.2100	**$2,305.80**	$611.98
2180	Pre-Marked Test Ballots 17" 2 sided (ES&S)	6,528	$0.2100	**$1,370.88**	$363.84
2180	Official Ballot & Seal Certificate (ES&S)	1,088	$3.40	**$3,693.76**	$980.35
2180	Blank Ballot & Seal Certificate (ES&S)	0	$3.40	**$0.00**	$0.00
2180	Provisional Ballot Seal (ES&S)	1,088	$3.40	**$3,693.76**	$980.35
2180	ADA Ballot & Seal Certificate (ES&S)	352	$3.40	**$1,195.04**	$317.17
2180	Provisional Ballots (ES&S)	21,760	$0.09	**$1,958.40**	$519.77
2180	Sample Ballots 2 per precinct 1 sided ballot (ES&S)	3,312	$0.09	**$298.08**	$79.11
2180	Oath of Office/Statement of Expense (Accurate Forms)	23,500		**$2,000.00**	$530.81
2180	AC Printing Expense	Election Judge Handbook and Training Packets		**$12,000.00**	$3,184.88
2180	Judge Kits	352	$80.00	**$28,160.00**	$7,473.86
2880	Supplies	Misc. (as needed)		**$2,000.00**	$530.81
	ELECTION DAY TOTAL			**$1,224,253.82**	**$324,925.31**

Election Auditor **Date**

Assistant Election Administrator **Date**

ATTACHMENT B

EARLY VOTING DATES AND TIMES FOR THE JOINT ELECTION
(Fechas y Horarios de Votación Adelantada para la Elección Conjunta)
FOR CITIES AND SCHOOLS TO BE HELD ON MAY 4, 2019
(para Las Ciudades y Escuelas que se llevara a cabo 4 de mayo del 2019)

DATES AND TIMES OF EARLY VOTING
(Fechas y Horarios para Votación Adelantada)

April 22-April 26 *(22 de abril- 26 de abril)*	**Monday through Friday** *(Lunes a Viernes)*	8 AM TO 5 PM
April 27 *(27 de abril)*	**Saturday** *(Sabado)*	8 AM TO 5 PM
April 28 (28 de abril)	**Sunday** *(Domingo)*	1 PM TO 6 PM
April 29-April 30 *(29 de abril- 30 de abril)*	**Monday and Tuesday** *(Lunes y Martes)*	7 AM TO 7 PM

	LOCATION *(Ubicación)*	**ADDRESS** *(Dirección)*	**City** *(Ciudad)*	***Zip Code*** *(Código postal)*
01	**ADDISON FIRE STATION #1**	**4798 AIRPORT PKWY**	**ADDISON**	**75001**
02	**BALCH SPRINGS CIVIC CENTER**	**12400 ELAM ROAD**	**BALCH SPRINGS**	**75180**
03	**BETHANY LUTHERAN CHURCH**	**10101 WALNUT HILL LANE**	**DALLAS**	**75238**
04	**BETTY WARMACK LIBRARY**	**760 BARDIN ROAD**	**GRAND PRAIRIE**	**75052**
05	**CARROLLTON FARMERS BRANCH ISD SERVICE BUILDING "C"**	**1820 PEARL STREET**	**CARROLLTON**	**75006**
06	**CARROLLTON LIBRARY @ HEBRON & JOSEY**	**4220 N JOSEY LANE**	**CARROLLTON**	**75010**
07	**CEDAR HILL GOVERNMENT CENTER**	**285 UPTOWN BLVD**	**CEDAR HILL**	**75104**
08	**COCKRELL HILL CITY HALL**	**4125 W CLARENDON**	**COCKRELL HILL**	**75211**
09	**COPPELL TOWN CENTER**	**255 E PARKWAY BLVD**	**COPPELL**	**75019**
10	**CROSSWINDS HIGH SCHOOL**	**1100 N CARRIER PKWY**	**GRAND PRAIRIE**	**75050**
11	**DALLAS ISD ADMINISTRATION BUILDING**	**9400 CENTRAL EXPY**	**DALLAS**	**75231**
12	**DISCIPLE CENTRAL COMMUNITY CHURCH**	**901 N POLK STREET**	**DESOTO**	**75115**
13	**DUNCANVILLE LIBRARY**	**201 JAMES COLLINS**	**DUNCANVILLE**	**75116**
14	**EASTFIELD COLLEGE PLEASANT GROVE CAMPUS**	**802 S BUCKNER**	**DALLAS**	**75217**
15	**El CENTRO COLLEGE – MAIN CAMPUS**	**801 MAIN STREET**	**DALLAS**	**75202**
16	**EL CENTRO COLLEGE-WEST CAMPUS**	**3330 NORTH HAMPTON ROAD**	**DALLAS**	**75212**
17	**FARMERS BRANCH CITY HALL**	**13000 WILLIAM DODSON PKWY**	**FARMERS BRANCH**	**75234**
18	**FLORENCE RECREATION CENTER**	**2501 WHITSON WAY**	**MESQUITE**	**75150**

EARLY VOTING DATES AND TIMES FOR THE JOINT ELECTION

(Fechas y Horarios de Votación Adelantada para la Elección Conjunta)

FOR CITIES AND SCHOOLS TO BE HELD ON MAY 4, 2019

(para Las Ciudades y Escuelas que se llevara a cabo 4 de mayo del 2019)

19	FRANKFORD TOWNHOMES	18110 MARSH LN	DALLAS	75287
20	FRETZ PARK LIBRARY	6990 BELT LINE ROAD	DALLAS	75254
21	FRIENDSHIP WEST BAPTIST CHURCHL	2020 WHEATLAND RD	DALLAS	75232
22	**GEORGE L ALLEN SR COURTS BLDG. - Main Early Voting Location--	600 COMMERCE STREET	DALLAS	75202
23	GRAUWYLER PARK REC CENTER	7780 HARRY HINES BLVD	DALLAS	75235
24	HARRY STONE RECREATION CENTER	2403 MILLMAR DR	DALLAS	75228
25	HIGHLAND HILLS LIBRARY	6200 BONNIE VIEW ROAD	DALLAS	75241
26	HUTCHINS CITY HALL	321 NORTH MAIN STREET	HUTCHINS	75141
27	IRVING ARTS CENTER	3333 N MACARTHUR BLVD	IRVING	75062
28	IRVING CITY HALL	825 W IRVING BLVD	IRVING	75060
29	J. ERIK JONSSON CENTRAL LIBRARY	1515 YOUNG STREET	DALLAS	75201
30	JAYCEE ZARAGOZA RECREATION CTR	3114 CLYMER STREET	DALLAS	75212
31	JOSEY RANCH LIBRARY	1700 KELLER SPRINGS	CARROLLTON	75006
32	LAKESIDE ACTIVITY CENTER	101 HOLLEY PARK DR	MESQUITE	75149
33	LAKEWOOD BRANCH LIBRARY	6121 WORTH ST	DALLAS	75214
34	LANCASTER VETERANS MEMORIAL LIBRARY	1600 VETERANS MEMORIAL PKWY	LANCASTER	75134
35	LOCHWOOD LIBRARY	11221 LOCHWOOD BLVD	DALLAS	75218
36	MARSH LANE BAPTIST CHURCH	10716 MARSH LANE	DALLAS	75229
37	MARTIN LUTHER KING CORE BLDG	2922 MLK BLVD	DALLAS	75215
38	MARTIN WEISS REC CENTER	1111 MARTINDELL AVE	DALLAS	75211
39	MOUNTAIN CREEK LIBRARY	6102 MOUNTAIN CREEK PKWY	DALLAS	75249
40	OAK CLIFF SUB-COURTHOUSE	410 S BECKLEY	DALLAS	75203
41	OUR REDEEMER LUTHERAN CHURCH	7611 PARK LANE	DALLAS	75225
42	PAUL L DUNBAR LANCASTER-KIEST LIBRARY	2008 EAST KIEST BLVD	DALLAS	75216
43	PRESTON ROYAL LIBRARY	5626 ROYAL LANE	DALLAS	75229
44	RENNER-FRANKFORD LIBRARY	6400 FRANKFORD ROAD	DALLAS	75252
45	REVERCHON RECREATION CENTER	3505 MAPLE AVENUE	DALLAS	75219
46	RICHARDSON CIVIC CENTER	411 W ARAPAHO ROAD	RICHARDSON	75080

EARLY VOTING DATES AND TIMES FOR THE JOINT ELECTION

(Fechas y Horarios de Votación Adelantada para la Elección Conjunta)

FOR CITIES AND SCHOOLS TO BE HELD ON MAY 4, 2019

(para Las Ciudades y Escuelas que se llevara a cabo 4 de mayo del 2019)

47	RICHLAND COLLEGE-GARLAND CAMPUS	675 W WALNUT ST	GARLAND	75040
48	RICHLAND COLLEGE – MAIN CAMPUS – GUADALUPE "G" BLDG.	12800 ABRAMS RD	DALLAS	75243
49	ROWLETT CITY HALL ANNEX	4004 MAIN ST	ROWLETT	75088
50	SACHSE CITY HALL	3815 SACHSE ROAD BUILDING B	SACHSE	75048
51	SAMUELL GRAND RECREATION CENTER	6200 EAST GRAND AVE	DALLAS	75223
52	SEAGOVILLE CITY HALL	702 N. HIGHWAY 175	SEAGOVILLE	75159
53	SKYLINE BRANCH LIBRARY	6006 EVERGLADE ROAD	DALLAS	75227
54	SOUTH GARLAND BRANCH LIBRARY	4845 BROADWAY BLVD.	GARLAND	75040
55	SUNNYVALE TOWN HALL	127 NORTH COLLINS ROAD	SUNNYVALE	75182
56	VALLEY RANCH LIBRARY	401 CIMARRON TRAIL	IRVING	75063
57	WILMER COMMUNITY CENTER	101 DAVIDSON PLAZA	WILMER	75172

** Denotes the main Early Voting location

***Denota la ubicación principal de votación adelantada*

Subject to Change 01-29--2019

TEMPORARY EARLY VOTING LOCATION

UBICACIÓN TEMPORAL

DATES AND TIMES OF EARLY VOTING

(Fechas y Horarios para Votación Adelantada)

April 22-April 26	**Monday through Friday**	8 AM TO 4:30 PM
(23 de abril- 26 de abril)	*(Lunes a Viernes)*	
April 29-April 30	**Monday and Tuesday**	7 AM TO 7 PM
(29 de abril- 30 de abril)	*(Lunes y Martes)*	

1	HIGHLAND PARK ISD ADMIN BLDG	7015 WESTCHESTER DRIVE	DALLAS	75205

Subject to Change 01-29--2019

ATTACHMENT C

LOCATIONS FOR THE 2019 JOINT ELECTION FOR **Dallas**

PCT	Voters	City	City Dist	ISD	ISD Dist	Location
District DA01						
3032	1,229	Dallas	DA01	DISD	DA07	Hector P Garcia Middle School -DISD 700 E 8th St Dallas 75203
3084	1,165	Dallas	DA01	DISD	DA07	Hector P Garcia Middle School -DISD 700 E 8th St Dallas 75203
3094	1	Dallas	DA01	DISD	DA05	Hector P Garcia Middle School -DISD 700 E 8th St Dallas 75203
4035	1,152	Dallas	DA01	DISD	DA05	Academy of Dallas School 2324 S Vernon Ave Dallas 75224
4036	29	Dallas	DA01	DISD	DA05	The Union Church 3410 S Polk St Dallas 75224
4056	259	Dallas	DA01			Palabra De Vida 2550 W Illinois Ave Dallas 75233
4061	2,375	Dallas	DA01	DISD	DA07	L O Donald Elem School 1218 Phinney Ave Dallas 75211
4062	1,904	Dallas	DA01	DISD	DA07	Lelia P Cowart Elem School 1515 S Ravinia Dr Dallas 75211
4063	2,211	Dallas	DA01	DISD	DA07	Elmwood-El Buen Samaritano Un Meth 1220 Newport Ave Dallas 75224
4063	576	Dallas	DA01	DISD	DA05	Elmwood-El Buen Samaritano Un Meth 1220 Newport Ave Dallas 75224
4066	195	Dallas	DA01	DISD	DA07	Anson Jones Elem School 3901 Meredith Ave Dallas 75211
4067	2,013	Dallas	DA01	DISD	DA07	George Peabody Elem School 3101 Raydell Pl Dallas 75211
4068	1,924	Dallas	DA01	DISD	DA07	Lida Hooe Elem School 2419 Gladstone Dr Dallas 75211
4069	2,910	Dallas	DA01	DISD	DA07	Winnetka Elem School 1151 S. Edgefield Ave Dallas 75208
4070	1,599	Dallas	DA01	DISD	DA07	John Peeler Elem School 810 S Llewellyn Ave Dallas 75208
4071	349	Dallas	DA01	DISD	DA07	Dallas County Sub-Courthouse 410 S Beckley Ave Dallas 75203
4073	1,473	Dallas	DA01	DISD	DA07	Preparing The Way Ministries 2442 W Jefferson Blvd Dallas 75211
4074	2,603	Dallas	DA01	DISD	DA07	Sunset High School- Annex Bldg 2021 W Tenth St Dallas 75208
4075	1,018	Dallas	DA01	DISD	DA07	John H Reagan Elem School 201 N Adams Ave Dallas 75208
4076	1,984	Dallas	DA01	DISD	DA07	Steven Park Elem School 2615 W Colorado Blvd Dallas 75211
4077	949	Dallas	DA01	DISD	DA07	Rosemont Elem School 719 N Montclair Ave Dallas 75208
4078	1,492	Dallas	DA01	DISD	DA07	Kidd Springs Rec Center 711 W Canty St Dallas 75208
4079	4,024	Dallas	DA01	DISD	DA07	Kessler Park United Methodist 1215 Turner Ave Dallas 75208
4080	631	Dallas	DA01	DISD	DA07	Kidd Springs Rec Center 711 W Canty St Dallas 75208
4113	401	Dallas	DA01	DISD	DA07	L O Donald Elem School 1218 Phinney Ave Dallas 75211
4114	1,750	Dallas	DA01	DISD	DA07	Lelia P Cowart Elem School 1515 S Ravinia Dr Dallas 75211

LOCATIONS AS OF 1-25-2019, Before ENTITY WITHDRAWALS AND SUBJECT TO CHANGE **Note: Zero registered voter precincts are not listed.**

LOCATIONS FOR THE 2019 JOINT ELECTION FOR **Dallas**

PCT	Voters	City	City Dist	ISD	ISD Dist	Location
4115	301	Dallas	DA01	DISD	DA07	Kidd Springs Rec Center 711 W Canty St Dallas 75208
4300	18	Dallas	DA01	DISD	DA07	Cockrell Hill City Hall 4125 W Clarendon Dr Dallas 75211

LOCATIONS AS OF 1-25-2019, Before ENTITY WITHDRAWALS AND SUBJECT TO CHANGE **Note: Zero registered voter precincts are not listed.**

LOCATIONS FOR THE 2019 JOINT ELECTION FOR **Dallas**

PCT	Voters	City	City Dist	ISD	ISD Dist	Location
District DA02						
1014	2,478	Dallas	DA02			Multiple Careers Magnet Ctr 4528 Rusk Ave Dallas 75204
1015	1,977	Dallas	DA02			Multiple Careers Magnet Ctr 4528 Rusk Ave Dallas 75204
1069	50	Dallas	DA02			Grace United Methodist Church 4105 Junius St Dallas 75246
1070	1,754	Dallas	DA02			Grace United Methodist Church 4105 Junius St Dallas 75246
1073	1,695	Dallas	DA02			Junius Heights Baptist Church 5429 Reiger Ave Dallas 75214
1074	1,410	Dallas	DA02			Samuell Grand Rec Center 6200 East Grand Ave Dallas 75223
1075	1,212	Dallas	DA02			Samuell Grand Rec Center 6200 East Grand Ave Dallas 75223
1112	570	Dallas	DA02			St. Luke Comm Un. Meth Chur 5710 E R L Thornton Frwy Dallas 75223
1119	1,528	Dallas	DA02			St. Luke Comm Un. Meth Chur 5710 E R L Thornton Frwy Dallas 75223
1120	1,138	Dallas	DA02			JFK Learning Center 1802 Moser Ave Dallas 75206
1122	367	Dallas	DA02			Grace United Methodist Church 4105 Junius St Dallas 75246
1130	1,598	Dallas	DA02			Multiple Careers Magnet Ctr 4528 Rusk Ave Dallas 75204
1131	563	Dallas	DA02			Grace United Methodist Church 4105 Junius St Dallas 75246
1132	45	Dallas	DA02			Grace United Methodist Church 4105 Junius St Dallas 75246
3005	515	Dallas	DA02	DISD	DA05	Reverchon Recreation Ctr 3505 Maple Ave Dallas 75219
3006	615	Dallas	DA02	DISD	DA05	Reverchon Recreation Ctr 3505 Maple Ave Dallas 75219
3008	918	Dallas	DA02	DISD	DA05	Dallas County Courthouse - Allen 600 Commerce St Dallas 75202
3008	2,433	Dallas	DA02			Dallas County Courthouse - Allen 600 Commerce St Dallas 75202
3010	4	Dallas	DA02			Exall Recreation Center 1355 Adair St Dallas 75204
3011	1,423	Dallas	DA02			St Edwards Catholic Church 4033 Elm St Dallas 75226
3016	1,532	Dallas	DA02			Bill J Priest Institute 1402 Corinth St Dallas 75215
3016	4	Dallas	DA02	DISD	DA05	Bill J Priest Institute 1402 Corinth St Dallas 75215
3089	31	Dallas	DA02	DISD	DA05	Reverchon Recreation Ctr 3505 Maple Ave Dallas 75219
3090	1,475	Dallas	DA02			St Edwards Catholic Church 4033 Elm St Dallas 75226
4009	415	Dallas	DA02			David Burnet Elem School 3200 Kinkaid Dr Dallas 75220
4010	67	Dallas	DA02			Stephen Foster Elem School 3700 Clover Lane Dallas 75220

LOCATIONS AS OF 1-25-2019, Before ENTITY WITHDRAWALS AND SUBJECT TO CHANGE **Note: Zero registered voter precincts are not listed.**

LOCATIONS FOR THE 2019 JOINT ELECTION FOR **Dallas**

PCT	Voters	City	City Dist	ISD	ISD Dist	Location
4011	743	Dallas	DA02			Stephen Foster Elem School 3700 Clover Lane Dallas 75220
4015	1,608	Dallas	DA02			North Park Community Corp. 4619 W University Blvd Dallas 75209
4016	1,724	Dallas	DA02			K B Polk Vanguard Center 6911 Victoria Ave Dallas 75209
4017	434	Dallas	DA02			Maple Lawn Elem School 3120 Inwood Rd Dallas 75235
4018	483	Dallas	DA02			Maple Lawn Elem School 3120 Inwood Rd Dallas 75235
4019	2,451	Dallas	DA02			Arlington Park Rec Center 1505 Record Crossing Rd Dallas 75235
4020	925	Dallas	DA02			Maple Lawn Elem School 3120 Inwood Rd Dallas 75235
4021	4,032	Dallas	DA02			Maple Lawn Elem School 3120 Inwood Rd Dallas 75235
4022	3,063	Dallas	DA02			Esperanza Medrano Elem School 2221 Lucas Dr Dallas 75219
4023	4	Dallas	DA02			Arlington Park Rec Center 1505 Record Crossing Rd Dallas 75235
4032	1,411	Dallas	DA02			Reverchon Recreation Ctr 3505 Maple Ave Dallas 75219
4032	1,256	Dallas	DA02	DISD	DA05	Reverchon Recreation Ctr 3505 Maple Ave Dallas 75219
4086	2,451	Dallas	DA02			Grauwyler Park Rec Center 7780 Harry Hines Blvd Dallas 75235
4087	172	Dallas	DA02			Bachman Recreation Ctr 2750 Bachman Dr Dallas 75220
4088	482	Dallas	DA02			Bachman Recreation Ctr 2750 Bachman Dr Dallas 75220
4100	22	Dallas	DA02			Esperanza Medrano Elem School 2221 Lucas Dr Dallas 75219
4102	5	Dallas	DA02	DISD	DA05	Reverchon Recreation Ctr 3505 Maple Ave Dallas 75219
4103	132	Dallas	DA02			Reverchon Recreation Ctr 3505 Maple Ave Dallas 75219
4104	27	Dallas	DA02	DISD	DA05	Reverchon Recreation Ctr 3505 Maple Ave Dallas 75219
4105	5	Dallas	DA02			Reverchon Recreation Ctr 3505 Maple Ave Dallas 75219
4118	1	Dallas	DA02			Grauwyler Park Rec Center 7780 Harry Hines Blvd Dallas 75235
4119	5	Dallas	DA02			Bachman Recreation Ctr 2750 Bachman Dr Dallas 75220
4120	209	Dallas	DA02			Bachman Recreation Ctr 2750 Bachman Dr Dallas 75220

LOCATIONS AS OF 1-25-2019, Before ENTITY WITHDRAWALS AND SUBJECT TO CHANGE **Note: Zero registered voter precincts are not listed.**

LOCATIONS FOR THE 2019 JOINT ELECTION FOR **Dallas**

PCT	Voters	City	City Dist	ISD	ISD Dist	Location
District DA03						
3001	357	Dallas	DA03			T W Browne Middle School 3333 Sprague Dr Dallas 75233
3001	160	Dallas	DA03	DUISD		T W Browne Middle School 3333 Sprague Dr Dallas 75233
3002	1,406	Dallas	DA03			T W Browne Middle School 3333 Sprague Dr Dallas 75233
3003	1,761	Dallas	DA03			T W Browne Middle School 3333 Sprague Dr Dallas 75233
3004	1,851	Dallas	DA03			Daniel Webster Elem School 3815 S Franklin St Dallas 75233
3050	220	Dallas	DA03	DISD	DA05	H I Holland Elem School at Lisbon 4203 S Lancaster Rd Dallas 75216
3051	669	Dallas	DA03	DISD	DA05	Fountain of Living Word Church 2543 E Ledbetter Dr Dallas 75216
3053	2,109	Dallas	DA03			Thurgood Marshall Recreation Ctr 5150 Mark Trail Way Dallas 75232
3053	5	Dallas	DA03	DUISD		Thurgood Marshall Recreation Ctr 5150 Mark Trail Way Dallas 75232
3054	2,482	Dallas	DA03			W M Hawley Atwell Academy 1303 Reynoldston Ln Dallas 75232
3055	2,202	Dallas	DA03			Adelle Turner Elem School 5505 S Polk St Dallas 75232
3057	2,161	Dallas	DA03			T G Terry Elem School 6661 Greenspan Ave Dallas 75232
3058	1,326	Dallas	DA03			St Paul Lutheran Church 5725 S Marsalis Ave Dallas 75241
3059	1,224	Dallas	DA03			St. Luke Presbyterian Church 5915 Singing Hills Dr Dallas 75241
3060	1,454	Dallas	DA03			R L Thornton Elem School 6011 Old Ox Rd Dallas 75241
3063	520	Dallas	DA03			Ronald E Mcnair Elem School 3150 Bainbridge Ave Dallas 75237
3077	2,964	Dallas	DA03	DUISD		Park In The Woods Rec Ctr 6801 Mountain Creek Pkwy Dallas 75249
3078	2,047	Dallas	DA03	DUISD		Park In The Woods Rec Ctr 6801 Mountain Creek Pkwy Dallas 75249
3078	863	Dallas	DA03	CHISD		Park In The Woods Rec Ctr 6801 Mountain Creek Pkwy Dallas 75249
3088	43	Dallas	DA03			Daniel Webster Elem School 3815 S Franklin St Dallas 75233
3092	1,627	Dallas	DA03			Thurgood Marshall Recreation Ctr 5150 Mark Trail Way Dallas 75232
3092	7	Dallas	DA03	DUISD		Thurgood Marshall Recreation Ctr 5150 Mark Trail Way Dallas 75232
3098	196	Dallas	DA03	DISD	DA05	H I Holland Elem School at Lisbon 4203 S Lancaster Rd Dallas 75216
4050	3,918	Dallas	DA03	DUISD		Mountain Creek Library 6102 Mountain Creek Pkwy Dallas 75249
4052	4,544	Dallas	DA03	DUISD		Bilhartz Elem School 6700 Wandt Dr Dallas 75236
4053	416	Dallas	DA03	GPISD		YWLA at Arnold Middle School 1204 E Marshall Dr Grand Prairie 75051

LOCATIONS AS OF 1-25-2019, Before ENTITY WITHDRAWALS AND SUBJECT TO CHANGE **Note: Zero registered voter precincts are not listed.**

LOCATIONS FOR THE 2019 JOINT ELECTION FOR **Dallas**

PCT	Voters	City	City Dist	ISD	ISD Dist	Location
4054	501	Dallas	DA03	DISD	DA07	Leslie Stemmons Elem School 2727 Knoxville St Dallas 75211
4055	2,556	Dallas	DA03			Leslie Stemmons Elem School 2727 Knoxville St Dallas 75211
4056	2,458	Dallas	DA03			Palabra De Vida 2550 W Illinois Ave Dallas 75233
4059	367	Dallas	DA03	GPISD		James Bowie Elem School -GPISD 425 Alice Dr Grand Prairie 75051
4060	1,219	Dallas	DA03	DISD	DA07	Nancy Jane Cochran Elem School 6000 Keeneland Pkwy Dallas 75211
4065	67	Dallas	DA03	DISD	DA07	Arcadia Park Elem School 1300 N Justin Ave Dallas 75211
4066	981	Dallas	DA03	DISD	DA07	Anson Jones Elem School 3901 Meredith Ave Dallas 75211
4076	362	Dallas	DA03	DISD	DA07	Steven Park Elem School 2615 W Colorado Blvd Dallas 75211
4090	89	Dallas	DA03			Leslie Stemmons Elem School 2727 Knoxville St Dallas 75211
4093	102	Dallas	DA03			Leslie Stemmons Elem School 2727 Knoxville St Dallas 75211
4111	308	Dallas	DA03			Leslie Stemmons Elem School 2727 Knoxville St Dallas 75211
4112	148	Dallas	DA03	DISD	DA07	Leslie Stemmons Elem School 2727 Knoxville St Dallas 75211
4113	1,640	Dallas	DA03	DISD	DA07	L O Donald Elem School 1218 Phinney Ave Dallas 75211

LOCATIONS AS OF 1-25-2019, Before ENTITY WITHDRAWALS AND SUBJECT TO CHANGE **Note: Zero registered voter precincts are not listed.**

LOCATIONS FOR THE 2019 JOINT ELECTION FOR **Dallas**

PCT	Voters	City	City Dist	ISD	ISD Dist	Location
District DA04						
3033	488	Dallas	DA04	DISD	DA05	Greater Mt Pleasant Baptist Church 1403 Morrell Ave Dallas 75203
3034	1,363	Dallas	DA04	DISD	DA05	Greater Mt Pleasant Baptist Church 1403 Morrell Ave Dallas 75203
3035	1,539	Dallas	DA04	DISD	DA05	F D Roosevelt High School 525 Bonnie View Dr Dallas 75203
3036	37	Dallas	DA04			F D Roosevelt High School 525 Bonnie View Dr Dallas 75203
3037	396	Dallas	DA04	DISD	DA05	The Way-Truth-Life Christian Church 1702 S Denley Dr Dallas 75216
3038	823	Dallas	DA04	DISD	DA05	The Way-Truth-Life Christian Church 1702 S Denley Dr Dallas 75216
3039	2,100	Dallas	DA04	DISD	DA05	Oliver W Holmes Middle School 2001 E Kiest Blvd Dallas 75216
3040	1,432	Dallas	DA04			Good Street Baptist Church 3110 Bonnie View Rd Dallas 75216
3041	164	Dallas	DA04			CFNI Student Center 444 Fawn Ridge Dr Dallas 75224
3042	1,498	Dallas	DA04	DISD	DA05	John Neely Bryan Elem School 2001 Deer Path Dr Dallas 75216
3043	2,034	Dallas	DA04	DISD	DA05	John Neely Bryan Elem School 2001 Deer Path Dr Dallas 75216
3044	2,620	Dallas	DA04	DISD	DA05	W W Bushman Elem School 4200 Bonnie View Rd Dallas 75216
3046	2,241	Dallas	DA04			John W. Carpenter Elem School 2121 Tosca Ln Dallas 75224
3047	1,948	Dallas	DA04			CFNI Student Center 444 Fawn Ridge Dr Dallas 75224
3048	2,461	Dallas	DA04	DISD	DA05	Rice Chapel AME Church 4122 S Marsalis Ave Dallas 75216
3049	1,967	Dallas	DA04	DISD	DA05	Clara Oliver Annex 4010 Idaho Ave Dallas 75216
3050	1,702	Dallas	DA04	DISD	DA05	H I Holland Elem School at Lisbon 4203 S Lancaster Rd Dallas 75216
3051	187	Dallas	DA04	DISD	DA05	Fountain of Living Word Church 2543 E Ledbetter Dr Dallas 75216
3052	2,718	Dallas	DA04	DISD	DA05	Elisha M Pease Elem School 2914 Cummings St Dallas 75216
3056	2,170	Dallas	DA04			Mark Twain Vanguard 724 Green Cove Ln Dallas 75232
3057	353	Dallas	DA04			T G Terry Elem School 6661 Greenspan Ave Dallas 75232
3058	773	Dallas	DA04			St Paul Lutheran Church 5725 S Marsalis Ave Dallas 75241
3072	49	Dallas	DA04	DISD	DA05	Tommie Allen Rec Center 7071 Bonnie View Rd Dallas 75241
3097	174	Dallas	DA04	DISD	DA05	Clara Oliver Annex 4010 Idaho Ave Dallas 75216
3098	54	Dallas	DA04	DISD	DA05	H I Holland Elem School at Lisbon 4203 S Lancaster Rd Dallas 75216
4036	845	Dallas	DA04			The Union Church 3410 S Polk St Dallas 75224

LOCATIONS AS OF 1-25-2019, Before ENTITY WITHDRAWALS AND SUBJECT TO CHANGE **Note: Zero registered voter precincts are not listed.**

LOCATIONS FOR THE 2019 JOINT ELECTION FOR **Dallas**

PCT	Voters	City	City Dist	ISD	ISD Dist	Location
4037	183	Dallas	DA04			The Union Church 3410 S Polk St Dallas 75224
4038	2,006	Dallas	DA04	DISD	DA05	Harrell Budd Elem School 2121 S Marsalis Ave Dallas 75216
4039	634	Dallas	DA04	DISD	DA05	Bexar Street Baptist Church 2018 S Marsalis Ave Dallas 75216
4040	818	Dallas	DA04	DISD	DA05	Roger Q Mills Elem School 1515 Lynn Haven Ave Dallas 75216
4041	769	Dallas	DA04	DISD	DA05	Bexar Street Baptist Church 2018 S Marsalis Ave Dallas 75216
4043	1,269	Dallas	DA04			The Union Church 3410 S Polk St Dallas 75224
4044	1,161	Dallas	DA04			Clinton P Russell Elem School 3031 S Beckley Ave Dallas 75224
4046	1,288	Dallas	DA04			Clinton P Russell Elem School 3031 S Beckley Ave Dallas 75224
4047	908	Dallas	DA04	DISD	DA05	Boude Storey Middle School 3000 Maryland Ave Dallas 75216
4048	125	Dallas	DA04			Clinton P Russell Elem School 3031 S Beckley Ave Dallas 75224
4057	1,570	Dallas	DA04			Kiest Rec Center 3080 S Hampton Rd Dallas 75224
4058	985	Dallas	DA04	DISD	DA07	Kiest Rec Center 3080 S Hampton Rd Dallas 75224
4072	310	Dallas	DA04	DISD	DA07	Dallas County Sub-Courthouse 410 S Beckley Ave Dallas 75203
4107	135	Dallas	DA04	DISD	DA05	Harrell Budd Elem School 2121 S Marsalis Ave Dallas 75216
4108	71	Dallas	DA04	DISD	DA05	Bexar Street Baptist Church 2018 S Marsalis Ave Dallas 75216
4109	55	Dallas	DA04			Boude Storey Middle School 3000 Maryland Ave Dallas 75216
4110	1,002	Dallas	DA04			Boude Storey Middle School 3000 Maryland Ave Dallas 75216

LOCATIONS AS OF 1-25-2019, Before ENTITY WITHDRAWALS AND SUBJECT TO CHANGE **Note: Zero registered voter precincts are not listed.**

LOCATIONS FOR THE 2019 JOINT ELECTION FOR **Dallas**

PCT	Voters	City	City Dist	ISD	ISD Dist	Location
District DA05						
1083	495	Dallas	DA05			Colonial Baptist Church 6459 Scyene Rd Dallas 75227
1085	1,166	Dallas	DA05			Urban Park Elem School 6901 Military Pkwy Dallas 75227
1088	1,454	Dallas	DA05			Forester Field House 8233 Military Pkwy Dallas 75227
1090	2,202	Dallas	DA05			San Jacinto Elem School 7900 Hume Drive Dallas 75227
1091	1,960	Dallas	DA05	DISD	DA04	Annie Webb Blanton School 8915 Greenmound Ave Dallas 75227
1092	154	Dallas	DA05	DISD	DA04	Edward Titche Elem School 9560 Highfield Dr Dallas 75227
1094	1,314	Dallas	DA05			John Ireland Elem School 1515 N Jim Miller Rd Dallas 75217
1095	1,410	Dallas	DA05	DISD	DA04	Nathaniel Hawthorne Elem School 7800 Umphress Road Dallas 75217
1096	1,408	Dallas	DA05	DISD	DA04	Nathaniel Hawthorne Elem School 7800 Umphress Road Dallas 75217
1097	2,659	Dallas	DA05	DISD	DA04	W W Samuell High School 8928 Palisade Dr Dallas 75217
1098	2,061	Dallas	DA05	DISD	DA04	YMLA at Florence Middle School 1625 N Masters Dr Dallas 75217
1099	67	Dallas	DA05	DISD	DA04	YMLA at Florence Middle School 1625 N Masters Dr Dallas 75217
1100	1,464	Dallas	DA05			E B Comstock Middle School 7044 Hodde St Dallas 75217
1101	1,174	Dallas	DA05	DISD	DA04	Pleasant Grove Library 7310 Lake June Rd Dallas 75217
1101	454	Dallas	DA05			Pleasant Grove Library 7310 Lake June Rd Dallas 75217
1102	1,894	Dallas	DA05	DISD	DA04	B H Macon Elem School 650 Holcomb Rd Dallas 75217
1103	451	Dallas	DA05	DISD	DA04	B H Macon Elem School 650 Holcomb Rd Dallas 75217
1104	2,588	Dallas	DA05	DISD	DA04	William Anderson Elem School 620 N St Augustine Rd Dallas 75217
1105	39	Dallas	DA05	DISD	DA04	William Anderson Elem School 620 N St Augustine Rd Dallas 75217
1106	267	Dallas	DA05	DISD	DA04	Richard Lagow Elem School 637 Edgeworth Dr Dallas 75217
1107	767	Dallas	DA05	DISD	DA04	Richard Lagow Elem School 637 Edgeworth Dr Dallas 75217
1108	2,418	Dallas	DA05	DISD	DA04	H Grady Spruce High School 9733 Old Seagoville Rd Dallas 75217
1109	26	Dallas	DA05	DISD	DA04	Sure Foundation Baptist Church 8805 Fireside Dr Dallas 75217
1110	29	Dallas	DA05	DISD	DA04	Richard Lagow Elem School 637 Edgeworth Dr Dallas 75217
1113	217	Dallas	DA05			John Ireland Elem School 1515 N Jim Miller Rd Dallas 75217
1135	1,558	Dallas	DA05	DISD	DA04	YMLA at Florence Middle School 1625 N Masters Dr Dallas 75217

LOCATIONS AS OF 1-25-2019, Before ENTITY WITHDRAWALS AND SUBJECT TO CHANGE **Note: Zero registered voter precincts are not listed.**

LOCATIONS FOR THE 2019 JOINT ELECTION FOR **Dallas**

PCT	Voters	City	City Dist	ISD	ISD Dist	Location
3082	10	Dallas	DA05			W A Blair Elem School 7720 Gayglen Dr Dallas 75217

LOCATIONS FOR THE 2019 JOINT ELECTION FOR **Dallas**

PCT	Voters	City	City Dist	ISD	ISD Dist	Location
District DA06						
2000	9	Dallas	DA06			Marcus Rec Center 3003 Northaven Road Dallas 75229
2001	29	Dallas	DA06			Thomas C Marsh Preparatory Academy 3838 Crown Shore Dr Dallas 75244
2012	1,660	Dallas	DA06			Walnut Hill Rec Center 10011 Midway Rd Dallas 75229
2074	557	Dallas	DA06	COPISD		Cimarron Park Rec Center 201 Red River Trl Irving 75063
2076	12	Dallas	DA06			Marcus Rec Center 3003 Northaven Road Dallas 75229
4000	516	Dallas	DA06			Caillet Elem School 3033 Merrell Rd Dallas 75229
4000	98	Dallas	DA06	CFBISD		Caillet Elem School 3033 Merrell Rd Dallas 75229
4001	785	Dallas	DA06			Caillet Elem School 3033 Merrell Rd Dallas 75229
4003	399	Dallas	DA06			Marcus Rec Center 3003 Northaven Road Dallas 75229
4005	941	Dallas	DA06			Park Forest Branch Library 3421 Forest Lane Dallas 75234
4008	738	Dallas	DA06			David Burnet Elem School 3200 Kinkaid Dr Dallas 75220
4009	1,071	Dallas	DA06			David Burnet Elem School 3200 Kinkaid Dr Dallas 75220
4010	1,242	Dallas	DA06			Stephen Foster Elem School 3700 Clover Lane Dallas 75220
4011	55	Dallas	DA06			Stephen Foster Elem School 3700 Clover Lane Dallas 75220
4012	80	Dallas	DA06			Stephen Foster Elem School 3700 Clover Lane Dallas 75220
4013	314	Dallas	DA06			Stephen Foster Elem School 3700 Clover Lane Dallas 75220
4024	2,160	Dallas	DA06	DISD	DA05	L G Pinkston High School 2200 Dennison St Dallas 75212
4025	357	Dallas	DA06			Victory Cathedral 3407 N Westmoreland Rd Dallas 75212
4026	146	Dallas	DA06			Eladio Martinez Learning Center 4500 Bernal Dr Dallas 75212
4026	109	Dallas	DA06	IRISD	IRO1	Eladio Martinez Learning Center 4500 Bernal Dr Dallas 75212
4027	345	Dallas	DA06			Eladio Martinez Learning Center 4500 Bernal Dr Dallas 75212
4028	853	Dallas	DA06			Victory Cathedral 3407 N Westmoreland Rd Dallas 75212
4028	155	Dallas	DA06	IRISD	IR01	Victory Cathedral 3407 N Westmoreland Rd Dallas 75212
4029	22	Dallas	DA06	DISD	DA05	L G Pinkston High School 2200 Dennison St Dallas 75212
4030	72	Dallas	DA06	DISD	DA05	L G Pinkston High School 2200 Dennison St Dallas 75212
4031	2,187	Dallas	DA06	DISD	DA05	C F Carr Elem School 1952 Bayside St Dallas 75212

LOCATIONS AS OF 1-25-2019, Before ENTITY WITHDRAWALS AND SUBJECT TO CHANGE **Note: Zero registered voter precincts are not listed.**

LOCATIONS FOR THE 2019 JOINT ELECTION FOR **Dallas**

PCT	Voters	City	City Dist	ISD	ISD Dist	Location
4033	1,921	Dallas	DA06	DISD	DA05	Dallas Fire Station # 1 1901 Irving Blvd Dallas 75207
4060	1,274	Dallas	DA06	DISD	DA07	Nancy Jane Cochran Elem School 6000 Keeneland Pkwy Dallas 75211
4065	1,061	Dallas	DA06	DISD	DA07	Arcadia Park Elem School 1300 N Justin Ave Dallas 75211
4076	310	Dallas	DA06	DISD	DA07	Steven Park Elem School 2615 W Colorado Blvd Dallas 75211
4081	3,010	Dallas	DA06			Eladio Martinez Learning Center 4500 Bernal Dr Dallas 75212
4081	543	Dallas	DA06	IRISD	IR01	Eladio Martinez Learning Center 4500 Bernal Dr Dallas 75212
4082	801	Dallas	DA06	DISD	DA05	Sidney Lanier Expressive Arts Vanguard 1400 Walmsley Ave Dallas 75208
4083	1,144	Dallas	DA06	DISD	DA07	Sidney Lanier Expressive Arts Vanguard 1400 Walmsley Ave Dallas 75208
4084	619	Dallas	DA06	DISD	DA05	Anita Martinez Rec Center 3212 N. Winnetka Ave Dallas 75212
4085	1,025	Dallas	DA06	DISD	DA05	Anita Martinez Rec Center 3212 N. Winnetka Ave Dallas 75212
4086	131	Dallas	DA06			Grauwyler Park Rec Center 7780 Harry Hines Blvd Dallas 75235
4087	880	Dallas	DA06			Bachman Recreation Ctr 2750 Bachman Dr Dallas 75220
4094	320	Dallas	DA06			Park Forest Branch Library 3421 Forest Lane Dallas 75234
4097	939	Dallas	DA06			David Burnet Elem School 3200 Kinkaid Dr Dallas 75220
4098	41	Dallas	DA06			Stephen Foster Elem School 3700 Clover Lane Dallas 75220
4101	138	Dallas	DA06	DISD	DA05	L G Pinkston High School 2200 Dennison St Dallas 75212
4117	148	Dallas	DA06			Arlington Park Rec Center 1505 Record Crossing Rd Dallas 75235
4120	512	Dallas	DA06			Bachman Recreation Ctr 2750 Bachman Dr Dallas 75220

LOCATIONS AS OF 1-25-2019, Before ENTITY WITHDRAWALS AND SUBJECT TO CHANGE Note: Zero registered voter precincts are not listed.

LOCATIONS FOR THE 2019 JOINT ELECTION FOR **Dallas**

PCT	Voters	City	City Dist	ISD	ISD Dist	Location
District DA07						
1063	1,678	Dallas	DA07			George Truett Elem School 1811 Gross Rd Dallas 75228
1064	161	Dallas	DA07			George Truett Elem School 1811 Gross Rd Dallas 75228
1065	2,846	Dallas	DA07			George Truett Elem School 1811 Gross Rd Dallas 75228
1067	12	Dallas	DA07	MISD		George Truett Elem School 1811 Gross Rd Dallas 75228
1078	569	Dallas	DA07			Bayles Elem School 2444 Telegraph Ave Dallas 75228
1079	1,376	Dallas	DA07			S S Conner Elem School 3037 Greenmeadow Dr Dallas 75228
1080	1,059	Dallas	DA07			S S Conner Elem School 3037 Greenmeadow Dr Dallas 75228
1081	2,801	Dallas	DA07			Owenwood Un Methodist Church 1451 John West Road Dallas 75228
1082	315	Dallas	DA07			Colonial Baptist Church 6459 Scyene Rd Dallas 75227
1083	1,207	Dallas	DA07			Colonial Baptist Church 6459 Scyene Rd Dallas 75227
1084	3,120	Dallas	DA07			Edna Rowe Elem School 4918 Hovenkamp Dr Dallas 75227
1085	80	Dallas	DA07			Urban Park Elem School 6901 Military Pkwy Dallas 75227
1086	512	Dallas	DA07			Owenwood Un Methodist Church 1451 John West Road Dallas 75228
1087	3,145	Dallas	DA07			Skyline High School 7777 Forney Road Dallas 75227
1088	584	Dallas	DA07			Forester Field House 8233 Military Pkwy Dallas 75227
1089	2,050	Dallas	DA07			Forester Field House 8233 Military Pkwy Dallas 75227
1091	191	Dallas	DA07	DISD	DA04	Annie Webb Blanton School 8915 Greenmound Ave Dallas 75227
1092	2,665	Dallas	DA07	DISD	DA04	Edward Titche Elem School 9560 Highfield Dr Dallas 75227
1092	665	Dallas	DA07			Edward Titche Elem School 9560 Highfield Dr Dallas 75227
1093	1,683	Dallas	DA07	DISD	DA04	Nueva Vida Life Assembly 10747 Bruton Rd Dallas 75217
1093	3	Dallas	DA07	MISD		Nueva Vida Life Assembly 10747 Bruton Rd Dallas 75217
1100	2	Dallas	DA07			E B Comstock Middle School 7044 Hodde St Dallas 75217
1114	759	Dallas	DA07			Owenwood Un Methodist Church 1451 John West Road Dallas 75228
1119	568	Dallas	DA07			St. Luke Comm Un. Meth Chur 5710 E R L Thornton Frwy Dallas 75223
1134	470	Dallas	DA07			Forester Field House 8233 Military Pkwy Dallas 75227
1303	8	Dallas	DA07			George Truett Elem School 1811 Gross Rd Dallas 75228

LOCATIONS AS OF 1-25-2019, Before ENTITY WITHDRAWALS AND SUBJECT TO CHANGE **Note: Zero registered voter precincts are not listed.**

LOCATIONS FOR THE 2019 JOINT ELECTION FOR **Dallas**

PCT	Voters	City	City Dist	ISD	ISD Dist	Location
3012	161	Dallas	DA07			Evangelist Temple Church 2627 Dorris St Dallas 75215
3016	281	Dallas	DA07			Bill J Priest Institute 1402 Corinth St Dallas 75215
3017	817	Dallas	DA07			MLK Learning Center 1817 Warren Ave Dallas 75215
3018	1,812	Dallas	DA07			Park South YMCA 2500 Romine Ave Dallas 75215
3019	898	Dallas	DA07			James Madison High School 3000 MLK Blvd Dallas 75215
3020	210	Dallas	DA07			Irma Rangel Womens School 1718 Robert B Cullum Blvd Dallas 75210
3021	1,094	Dallas	DA07			Irma Rangel Womens School 1718 Robert B Cullum Blvd Dallas 75210
3022	1,913	Dallas	DA07			Irma Rangel Womens School 1718 Robert B Cullum Blvd Dallas 75210
3023	1,298	Dallas	DA07			James Madison High School 3000 MLK Blvd Dallas 75215
3024	1,629	Dallas	DA07			Mt Horeb Baptist Church 3306 Carpenter Ave Dallas 75215
3025	188	Dallas	DA07			Mt Horeb Baptist Church 3306 Carpenter Ave Dallas 75215
3026	810	Dallas	DA07			St. Paul Baptist Church 1600 Pear St Dallas 75215
3027	1,329	Dallas	DA07			Lincoln High School -CHM 2826 Elsie Faye Heggins St Dallas 75215
3028	969	Dallas	DA07			Evangelist Temple Church 2627 Dorris St Dallas 75215
3029	859	Dallas	DA07			Evangelist Temple Church 2627 Dorris St Dallas 75215
3045	550	Dallas	DA07	DISD	DA05	Gethsemane Missionary Baptist Church 4600 Solar Ln Dallas 75216
3090	24	Dallas	DA07			St Edwards Catholic Church 4033 Elm St Dallas 75226

LOCATIONS AS OF 1-25-2019, Before ENTITY WITHDRAWALS AND SUBJECT TO CHANGE **Note: Zero registered voter precincts are not listed.**

LOCATIONS FOR THE 2019 JOINT ELECTION FOR **Dallas**

PCT	Voters	City	City Dist	ISD	ISD Dist	Location
District DA08						
1100	1,598	Dallas	DA08			E B Comstock Middle School 7044 Hodde St Dallas 75217
1108	43	Dallas	DA08	DISD	DA04	H Grady Spruce High School 9733 Old Seagoville Rd Dallas 75217
1109	487	Dallas	DA08	DISD	DA04	Sure Foundation Baptist Church 8805 Fireside Dr Dallas 75217
1111	1,362	Dallas	DA08	DISD	DA04	Sure Foundation Baptist Church 8805 Fireside Dr Dallas 75217
1124	4	Dallas	DA08			Sure Foundation Baptist Church 8805 Fireside Dr Dallas 75217
1136	3	Dallas	DA08	DISD	DA04	Richard Lagow Elem School 637 Edgeworth Dr Dallas 75217
3013	644	Dallas	DA08	DISD	DA04	Kleberg Rylie Rec Center 1515 Edd Rd Dallas 75253
3014	737	Dallas	DA08	DISD	DA04	Kleberg Rylie Rec Center 1515 Edd Rd Dallas 75253
3014	1,410	Dallas	DA08	MISD		Kleberg Rylie Rec Center 1515 Edd Rd Dallas 75253
3015	242	Dallas	DA08	DISD	DA04	Kleberg Rylie Rec Center 1515 Edd Rd Dallas 75253
3031	708	Dallas	DA08	DISD	DA04	Kleberg Rylie Rec Center 1515 Edd Rd Dallas 75253
3053	509	Dallas	DA08			Thurgood Marshall Recreation Ctr 5150 Mark Trail Way Dallas 75232
3061	1,654	Dallas	DA08	DISD	DA05	BOMLA @ A Maceo Smith 3030 Stag Rd Dallas 75241
3062	2,893	Dallas	DA08	DISD	DA05	J N Ervin Elem School 3722 Black Oak Dr Dallas 75241
3063	3,216	Dallas	DA08			Ronald E Mcnair Elem School 3150 Bainbridge Ave Dallas 75237
3064	2,383	Dallas	DA08			New Covenant Christian Fellowship Church 2025 W Wheatland Rd Dallas 75232
3065	2,340	Dallas	DA08			Umphrey Lee Elem School 7808 Racine Dr Dallas 75232
3066	2,034	Dallas	DA08			Martin Weiss Elem School 8601 Willoughby Blvd Dallas 75232
3067	1,019	Dallas	DA08			New Covenant Christian Fellowship Church 2025 W Wheatland Rd Dallas 75232
3067	1,819	Dallas	DA08	DUISD		New Covenant Christian Fellowship Church 2025 W Wheatland Rd Dallas 75232
3068	3,635	Dallas	DA08			Singing Hills Recreation Ctr 1909 Crouch Rd Dallas 75241
3069	1,782	Dallas	DA08	DISD	DA05	Cornerstone Community Church 2817 Cherry Valley Blvd Dallas 75241
3070	3,067	Dallas	DA08	DISD	DA05	Tommie Allen Rec Center 7071 Bonnie View Rd Dallas 75241
3071	2,574	Dallas	DA08	DISD	DA05	Highland Hills Un Methodist Church 3800 Simpson Stuart Rd Dallas 75241
3072	31	Dallas	DA08	DISD	DA05	Tommie Allen Rec Center 7071 Bonnie View Rd Dallas 75241
3073	189	Dallas	DA08	DISD	DA05	Tommie Allen Rec Center 7071 Bonnie View Rd Dallas 75241

LOCATIONS AS OF 1-25-2019, Before ENTITY WITHDRAWALS AND SUBJECT TO CHANGE **Note: Zero registered voter precincts are not listed.**

LOCATIONS FOR THE 2019 JOINT ELECTION FOR **Dallas**

PCT	Voters	City	City Dist	ISD	ISD Dist	Location
3074	731	Dallas	DA08			New Covenant Christian Fellowship Church 2025 W Wheatland Rd Dallas 75232
3075	197	Dallas	DA08	DISD	DA05	Cornerstone Community Church 2817 Cherry Valley Blvd Dallas 75241
3075	5	Dallas	DA08	LISD	LA06	Cornerstone Community Church 2817 Cherry Valley Blvd Dallas 75241
3079	315	Dallas	DA08	MISD		Kleberg Rylie Rec Center 1515 Edd Rd Dallas 75253
3079	330	Dallas	DA08	DISD	DA04	Kleberg Rylie Rec Center 1515 Edd Rd Dallas 75253
3080	1,221	Dallas	DA08	DISD	DA04	Kleberg Rylie Rec Center 1515 Edd Rd Dallas 75253
3082	2,961	Dallas	DA08			W A Blair Elem School 7720 Gayglen Dr Dallas 75217
3082	55	Dallas	DA08	DISD	DA04	W A Blair Elem School 7720 Gayglen Dr Dallas 75217
3083	1,503	Dallas	DA08	DISD	DA04	Kleberg Rylie Rec Center 1515 Edd Rd Dallas 75253
3093	12	Dallas	DA08	DISD	DA04	Kleberg Rylie Rec Center 1515 Edd Rd Dallas 75253
3099	331	Dallas	DA08	DISD	DA05	Cornerstone Community Church 2817 Cherry Valley Blvd Dallas 75241

LOCATIONS AS OF 1-25-2019, Before ENTITY WITHDRAWALS AND SUBJECT TO CHANGE **Note: Zero registered voter precincts are not listed.**

LOCATIONS FOR THE 2019 JOINT ELECTION FOR **Dallas**

PCT	Voters	City	City Dist	ISD	ISD Dist	Location
District DA09						
1000	261	Dallas	DA09			Dan D Rogers Elem School 5314 Abrams Rd Dallas 75214
1045	1,532	Dallas	DA09			Highland Meadows Elem School 8939 Whitewing Ln Dallas 75238
1047	1,388	Dallas	DA09			Martha T Reilly Elem School 11230 Lippitt Ave Dallas 75218
1048	2,577	Dallas	DA09			Martha T Reilly Elem School 11230 Lippitt Ave Dallas 75218
1051	225	Dallas	DA09			Alex Sanger Elem School 8410 San Leandro Dr Dallas 75218
1052	3,302	Dallas	DA09			Lochwood Branch Library 11221 Lochwood Blvd Dallas 75218
1054	1,497	Dallas	DA09			Casa View Elem School 2100 N Farola Dr Dallas 75228
1055	858	Dallas	DA09			Casa View Elem School 2100 N Farola Dr Dallas 75228
1056	980	Dallas	DA09			Charles A Gill Elem School 10910 Ferguson Rd Dallas 75228
1057	1,905	Dallas	DA09			St Pius X Church Parish 3030 Gus Thomasson Rd Dallas 75228
1058	1,996	Dallas	DA09			Bryan Adams High School 2101 Millmar Dr Dallas 75228
1059	1,622	Dallas	DA09			Reinhardt Elem School 10122 Losa Dr Dallas 75218
1060	4,092	Dallas	DA09			Alex Sanger Elem School 8410 San Leandro Dr Dallas 75218
1061	1,343	Dallas	DA09			W H Gaston Middle School 9565 Mercer Drive Dallas 75228
1062	41	Dallas	DA09			Edwin J. Kiest Elem School 2611 Healey Dr Dallas 75228
1068	45	Dallas	DA09			Charles A Gill Elem School 10910 Ferguson Rd Dallas 75228
1078	679	Dallas	DA09			Bayles Elem School 2444 Telegraph Ave Dallas 75228
1079	424	Dallas	DA09			S S Conner Elem School 3037 Greenmeadow Dr Dallas 75228
1115	1,373	Dallas	DA09			St Pius X Church Parish 3030 Gus Thomasson Rd Dallas 75228
1116	1,360	Dallas	DA09			Edwin J. Kiest Elem School 2611 Healey Dr Dallas 75228
1121	2,252	Dallas	DA09			Living Waters Church of God 11110 Shiloh Rd Dallas 75228
1121	16	Dallas	DA09	GISD		Living Waters Church of God 11110 Shiloh Rd Dallas 75228
1125	188	Dallas	DA09	GISD		Living Waters Church of God 11110 Shiloh Rd Dallas 75228
1125	1,936	Dallas	DA09			Living Waters Church of God 11110 Shiloh Rd Dallas 75228
1133	334	Dallas	DA09			Alex Sanger Elem School 8410 San Leandro Dr Dallas 75218
1137	30	Dallas	DA09			Edwin J. Kiest Elem School 2611 Healey Dr Dallas 75228

LOCATIONS AS OF 1-25-2019, Before ENTITY WITHDRAWALS AND SUBJECT TO CHANGE **Note: Zero registered voter precincts are not listed.**

LOCATIONS FOR THE 2019 JOINT ELECTION FOR **Dallas**

PCT	Voters	City	City Dist	ISD	ISD Dist	Location
1300	9	Dallas	DA09			Ed Vanston Middle School 3230 Karla Mesquite 75150
2036	898	Dallas	DA09			Zion Lutheran Church 6121 E Lovers Lane Dallas 75214
2065	2,403	Dallas	DA09			Victor Hexter Elem School 9720 Waterview Rd Dallas 75218
2067	1,247	Dallas	DA09			L L Hotchkiss Elem School 6929 Town North Dr Dallas 75231
2068	2,079	Dallas	DA09			Dan D Rogers Elem School 5314 Abrams Rd Dallas 75214
2069	2,856	Dallas	DA09			Ridgewood Recreation Ctr 6818 Fisher Road Dallas 75214
2070	1,288	Dallas	DA09			Northridge Presbyterian Church 6920 Bob-O-link Dr Dallas 75214
2071	1,899	Dallas	DA09			Lakewood Elem School 3000 Hillbrook St Dallas 75214
2072	2,831	Dallas	DA09			Northridge Presbyterian Church 6920 Bob-O-link Dr Dallas 75214
2073	967	Dallas	DA09			Bath House Cultural Center 521 E Lawther Dr Dallas 75218
3702	17	Dallas	DA09	GISD		Toler Elem School 3520 Guthrie Rd Garland 75043

LOCATIONS AS OF 1-25-2019, Before ENTITY WITHDRAWALS AND SUBJECT TO CHANGE Note: Zero registered voter precincts are not listed.

LOCATIONS FOR THE 2019 JOINT ELECTION FOR **Dallas**

PCT	Voters	City	City Dist	ISD	ISD Dist	Location
District DA10						
1003	3,469	Dallas	DA10	RISD		Hamilton Park Pacesetter 8301 Towns Street Dallas 75243
1004	1,653	Dallas	DA10	RISD		Forest Meadow Jr. High School 9373 Whitehurst Dr Dallas 75243
1005	2,417	Dallas	DA10	RISD		New Mount Zion Baptist Church 9550 Shepherd Rd Dallas 75243
1006	1,640	Dallas	DA10	RISD		Moss Haven Elem School 9202 Moss Farm Lane Dallas 75243
1007	405	Dallas	DA10	RISD		Moss Haven Elem School 9202 Moss Farm Lane Dallas 75243
1026	602	Dallas	DA10	RISD		LeCroy Center @Richland 9596 Walnut St Dallas 75243
1027	3,705	Dallas	DA10	RISD		Audelia Creek Elem School 12600 Audelia Rd Dallas 75243
1028	1,501	Dallas	DA10	RISD		Audelia Creek Elem School 12600 Audelia Rd Dallas 75243
1029	1,686	Dallas	DA10	RISD		LeCroy Center @Richland 9596 Walnut St Dallas 75243
1030	2,426	Dallas	DA10	RISD		A M Aikin Elem School 12300 Pleasant Valley Dr Dallas 75243
1038	2,641	Dallas	DA10	RISD		A M Aikin Elem School 12300 Pleasant Valley Dr Dallas 75243
1038	4	Dallas	DA10	GISD		A M Aikin Elem School 12300 Pleasant Valley Dr Dallas 75243
1039	275	Dallas	DA10	RISD		Lake Highlands High School 9449 Church Road Dallas 75238
1040	2,827	Dallas	DA10	RISD		Dallas Fire Station #57 10801 Audelia Rd Dallas 75238
1041	948	Dallas	DA10	RISD		Dallas Fire Station #57 10801 Audelia Rd Dallas 75238
1042	1,374	Dallas	DA10	RISD		A M Aikin Elem School 12300 Pleasant Valley Dr Dallas 75243
1043	2,237	Dallas	DA10	RISD		Skyview Elem School 9229 Meadowknoll Dr Dallas 75243
1044	2,170	Dallas	DA10	RISD		Lake Highlands High School 9449 Church Road Dallas 75238
1045	473	Dallas	DA10			Highland Meadows Elem School 8939 Whitewing Ln Dallas 75238
1046	320	Dallas	DA10			Highland Meadows Elem School 8939 Whitewing Ln Dallas 75238
1049	2,363	Dallas	DA10	RISD		Merriman Park Elem School 7101 Winedale Dr Dallas 75231
1128	668	Dallas	DA10	RISD		Lake Highlands High School 9449 Church Road Dallas 75238
1129	137	Dallas	DA10	RISD		Highland Meadows Elem School 8939 Whitewing Ln Dallas 75238
2020	1	Dallas	DA10	RISD		Arthur Kramer Elem School 7131 Midbury Dr Dallas 75230
2059	1,220	Dallas	DA10	RISD		Wallace Elem School -RISD 9921 Kirkhaven Dr Dallas 75238
2060	2,596	Dallas	DA10	RISD		Northlake Elem School-RISD 10059 Ravensway Dr Dallas 75238

LOCATIONS AS OF 1-25-2019, Before ENTITY WITHDRAWALS AND SUBJECT TO CHANGE **Note: Zero registered voter precincts are not listed.**

LOCATIONS FOR THE 2019 JOINT ELECTION FOR **Dallas**

PCT	Voters	City	City Dist	ISD	ISD Dist	Location
2061	2,833	Dallas	DA10	RISD		Lake Highlands Elem School 9501 Ferndale Rd Dallas 75238
2061	54	Dallas	DA10			Lake Highlands Elem School 9501 Ferndale Rd Dallas 75238
2062	2,163	Dallas	DA10	RISD		Lake Highlands Jr. High School 10301 Walnut Hill Ln Dallas 75238
2063	725	Dallas	DA10	RISD		Wallace Elem School -RISD 9921 Kirkhaven Dr Dallas 75238
2064	1,648	Dallas	DA10	RISD		Highland Meadows Elem School 8939 Whitewing Ln Dallas 75238
2064	282	Dallas	DA10			Highland Meadows Elem School 8939 Whitewing Ln Dallas 75238
2064	3	Dallas	DA10	GISD		Highland Meadows Elem School 8939 Whitewing Ln Dallas 75238
2066	1,465	Dallas	DA10	RISD		Lake Highlands N Rec Center 9940 White Rock Trail Dallas 75238

LOCATIONS AS OF 1-25-2019, Before ENTITY WITHDRAWALS AND SUBJECT TO CHANGE Note: Zero registered voter precincts are not listed.

LOCATIONS FOR THE 2019 JOINT ELECTION FOR **Dallas**

PCT	Voters	City	City Dist	ISD	ISD Dist	Location
District DA11						
1003	15	Dallas	DA11	RISD		Hamilton Park Pacesetter 8301 Towns Street Dallas 75243
1010	1,736	Dallas	DA11			Lee Mcshan Jr. Elem School 8307 Meadow Rd Dallas 75231
1029	3	Dallas	DA11	RISD		LeCroy Center @Richland 9596 Walnut St Dallas 75243
1032	780	Dallas	DA11	RISD		Northwood Hills Elem School 14532 Meandering Way Dallas 75254
1033	1,266	Dallas	DA11	RISD		Spring Valley Elem School 13535 Spring Grove Ave Dallas 75240
1035	257	Dallas	DA11	RISD		RISD Academy 13630 Coit Road Dallas 75240
1036	837	Dallas	DA11	RISD		RISD Academy 13630 Coit Road Dallas 75240
1037	1,564	Dallas	DA11	RISD		RISD Academy 13630 Coit Road Dallas 75240
1127	709	Dallas	DA11	RISD		RISD Academy 13630 Coit Road Dallas 75240
2016	3,048	Dallas	DA11			Unity Church of Dallas 6525 Forest Lane Dallas 75230
2016	312	Dallas	DA11	RISD		Unity Church of Dallas 6525 Forest Lane Dallas 75230
2017	1,700	Dallas	DA11	RISD		Unity Church of Dallas 6525 Forest Lane Dallas 75230
2019	1,706	Dallas	DA11			George B Dealey Vanguard 6501 Royal Ln Dallas 75230
2020	2,454	Dallas	DA11			Arthur Kramer Elem School 7131 Midbury Dr Dallas 75230
2020	1	Dallas	DA11	RISD		Arthur Kramer Elem School 7131 Midbury Dr Dallas 75230
2022	715	Dallas	DA11			George B Dealey Vanguard 6501 Royal Ln Dallas 75230
2023	1,250	Dallas	DA11			Benjamin Franklin Middle School 6920 Meadow Rd Dallas 75230
2024	1,463	Dallas	DA11			Benjamin Franklin Middle School 6920 Meadow Rd Dallas 75230
2041	4,166	Dallas	DA11			Brentfield Primary School 6767 Brentfield Dr Dallas 75248
2041	38	Dallas	DA11	RISD		Brentfield Primary School 6767 Brentfield Dr Dallas 75248
2048	3,919	Dallas	DA11			Dallas Fire Station # 7 6010 Davenport Rd Dallas 75248
2049	967	Dallas	DA11	RISD		Prestonwood Elem School 6525 La Cosa Dr Dallas 75248
2049	597	Dallas	DA11			Prestonwood Elem School 6525 La Cosa Dr Dallas 75248
2050	734	Dallas	DA11			Prestonwood Elem School 6525 La Cosa Dr Dallas 75248
2050	925	Dallas	DA11	RISD		Prestonwood Elem School 6525 La Cosa Dr Dallas 75248
2051	2,403	Dallas	DA11	RISD		Spring Creek Elem School-RISD 7667 Roundrock Rd Dallas 75248

LOCATIONS AS OF 1-25-2019, Before ENTITY WITHDRAWALS AND SUBJECT TO CHANGE **Note: Zero registered voter precincts are not listed.**

LOCATIONS FOR THE 2019 JOINT ELECTION FOR **Dallas**

PCT	Voters	City	City Dist	ISD	ISD Dist	Location
2052	1,191	Dallas	DA11	RISD		Northwood Hills Elem School 14532 Meandering Way Dallas 75254
2052	183	Dallas	DA11			Northwood Hills Elem School 14532 Meandering Way Dallas 75254
2053	2,535	Dallas	DA11			Anne Frank Elem School 5201 Celestial Rd Dallas 75254
2054	2,683	Dallas	DA11			Anne Frank Elem School 5201 Celestial Rd Dallas 75254
2055	1,558	Dallas	DA11			Anne Frank Elem School 5201 Celestial Rd Dallas 75254
2055	1	Dallas	DA11	RISD		Anne Frank Elem School 5201 Celestial Rd Dallas 75254
2056	717	Dallas	DA11	RISD		King of Glory Lutheran Church 6411 LBJ Freeway Dallas 75240
2056	606	Dallas	DA11			King of Glory Lutheran Church 6411 LBJ Freeway Dallas 75240
2057	517	Dallas	DA11	RISD		Spring Valley Elem School 13535 Spring Grove Ave Dallas 75240
2058	1,121	Dallas	DA11	RISD		Park Central Baptist Church 7777 LBJ Freeway Dallas 75251
2079	1,936	Dallas	DA11			Anne Frank Elem School 5201 Celestial Rd Dallas 75254

LOCATIONS AS OF 1-25-2019, Before ENTITY WITHDRAWALS AND SUBJECT TO CHANGE **Note: Zero registered voter precincts are not listed.**

LOCATIONS FOR THE 2019 JOINT ELECTION FOR **Dallas**

PCT	Voters	City	City Dist	ISD	ISD Dist	Location
District DA12						
2041	32	Dallas	DA12	RISD		Brentfield Primary School 6767 Brentfield Dr Dallas 75248
2042	2,945	Dallas	DA12	RISD		Parkhill Jr. High School 16500 Shadybank Dr Dallas 75248
2043	2,035	Dallas	DA12	RISD		Brentfield Primary School 6767 Brentfield Dr Dallas 75248
2044	1,020	Dallas	DA12	RISD		James Bowie Elem School-RISD 7643 La Manga Dr Dallas 75248
2045	1,836	Dallas	DA12	RISD		Parkhill Jr. High School 16500 Shadybank Dr Dallas 75248
2046	1,760	Dallas	DA12	RISD		James Bowie Elem School-RISD 7643 La Manga Dr Dallas 75248
2047	2,294	Dallas	DA12	RISD		James Bowie Elem School-RISD 7643 La Manga Dr Dallas 75248
2406	16	Dallas	DA12			Josey Ranch Lake Library 1700 N Keller Springs Rd Carrollton 75006
2500	1	Dallas	DA12	RISD		Greenwood Hills Elem School 1313 West Shore Dr Richardson 75080
2902	50	Dallas	DA12			Addison Fire Station #1 4798 Airport Pkwy Addison 75001

LOCATIONS AS OF 1-25-2019, Before ENTITY WITHDRAWALS AND SUBJECT TO CHANGE **Note: Zero registered voter precincts are not listed.**

LOCATIONS FOR THE 2019 JOINT ELECTION FOR **Dallas**

PCT	Voters	City	City Dist	ISD	ISD Dist	Location
District DA13						
1000	503	Dallas	DA13			Dan D Rogers Elem School 5314 Abrams Rd Dallas 75214
1001	786	Dallas	DA13			Vickery Baptist Church 5814 Ridgecrest Rd Dallas 75231
1002	1,353	Dallas	DA13			Vickery Baptist Church 5814 Ridgecrest Rd Dallas 75231
1008	1,394	Dallas	DA13			Lee Mcshan Jr. Elem School 8307 Meadow Rd Dallas 75231
1009	1,045	Dallas	DA13			Vickery Baptist Church 5814 Ridgecrest Rd Dallas 75231
1011	808	Dallas	DA13			Vickery Baptist Church 5814 Ridgecrest Rd Dallas 75231
1012	351	Dallas	DA13			Vickery Baptist Church 5814 Ridgecrest Rd Dallas 75231
1126	924	Dallas	DA13			Vickery Baptist Church 5814 Ridgecrest Rd Dallas 75231
2002	1,221	Dallas	DA13			Thomas C Marsh Preparatory Academy 3838 Crown Shore Dr Dallas 75244
2003	2,638	Dallas	DA13			W T White High School 4505 Ridgeside Dr Dallas 75244
2004	1,744	Dallas	DA13			Nathan Adams Elem School 12600 Welch Rd Dallas 75244
2005	998	Dallas	DA13			DeGolyer Elem School 3453 Flair Dr Dallas 75229
2006	1,482	Dallas	DA13			Midway Hills Christian Church 11001 Midway Rd Dallas 75229
2007	2,891	Dallas	DA13			Midway Hills Christian Church 11001 Midway Rd Dallas 75229
2008	1,458	Dallas	DA13			John J Pershing Elem School 5715 Meaders Lane Dallas 75229
2009	1,966	Dallas	DA13			L G Cigarroa Elem School 9990 Webb Chapel Rd Dallas 75220
2010	1,383	Dallas	DA13			Edward Cary Middle School 3978 Killion Dr Dallas 75229
2011	1,991	Dallas	DA13			Walnut Hill Rec Center 10011 Midway Rd Dallas 75229
2013	1,236	Dallas	DA13			Lovers Lane United Meth Church 9200 Inwood Rd Dallas 75220
2014	507	Dallas	DA13			Lovers Lane United Meth Church 9200 Inwood Rd Dallas 75220
2015	1,131	Dallas	DA13			Ewell D Walker Middle School 12532 Nuestra Dr Dallas 75230
2018	831	Dallas	DA13			Northhaven Un Methodist Church 11211 Preston Rd Dallas 75230
2021	3,544	Dallas	DA13			Preston Hollow Un Methodist Church 6315 Walnut Hill Ln Dallas 75230
2025	2,538	Dallas	DA13			Preston Hollow Elem School 6423 Walnut Hill Rd Dallas 75230
2026	2,869	Dallas	DA13			Preston Hollow Elem School 6423 Walnut Hill Rd Dallas 75230
2027	1,586	Dallas	DA13			Our Redeemer Lutheran Church 7611 Park Lane Dallas 75225

LOCATIONS AS OF 1-25-2019, Before ENTITY WITHDRAWALS AND SUBJECT TO CHANGE **Note: Zero registered voter precincts are not listed.**

LOCATIONS FOR THE 2019 JOINT ELECTION FOR **Dallas**

PCT	Voters	City	City Dist	ISD	ISD Dist	Location
2029	1,282	Dallas	DA13			Lovers Lane United Meth Church 9200 Inwood Rd Dallas 75220
2029	330	Dallas	DA13	HPISD		Lovers Lane United Meth Church 9200 Inwood Rd Dallas 75220
2030	873	Dallas	DA13			Our Redeemer Lutheran Church 7611 Park Lane Dallas 75225
2030	1,016	Dallas	DA13	HPISD		Our Redeemer Lutheran Church 7611 Park Lane Dallas 75225
2033	3	Dallas	DA13			Skillman Southwest Branch Library 5707 Skillman St Dallas 75206
2034	1,312	Dallas	DA13			Henry W Longfellow - CEA 5314 Boaz St Dallas 75209
2034	186	Dallas	DA13	HPISD		Henry W Longfellow - CEA 5314 Boaz St Dallas 75209
2077	1,293	Dallas	DA13			Ewell D Walker Middle School 12532 Nuestra Dr Dallas 75230
4001	371	Dallas	DA13			Caillet Elem School 3033 Merrell Rd Dallas 75229
4002	983	Dallas	DA13			Caillet Elem School 3033 Merrell Rd Dallas 75229
4003	19	Dallas	DA13			Marcus Rec Center 3003 Northaven Road Dallas 75229
4004	1,655	Dallas	DA13			Marcus Rec Center 3003 Northaven Road Dallas 75229
4006	1,192	Dallas	DA13			DeGolyer Elem School 3453 Flair Dr Dallas 75229
4007	188	Dallas	DA13			David Burnet Elem School 3200 Kinkaid Dr Dallas 75220
4014	1,843	Dallas	DA13			Sudie Williams TAG Academy 4518 Pomona Rd Dallas 75209
4018	672	Dallas	DA13			Maple Lawn Elem School 3120 Inwood Rd Dallas 75235
4092	185	Dallas	DA13			David Burnet Elem School 3200 Kinkaid Dr Dallas 75220
4094	155	Dallas	DA13			Park Forest Branch Library 3421 Forest Lane Dallas 75234
4095	46	Dallas	DA13			DeGolyer Elem School 3453 Flair Dr Dallas 75229
4096	22	Dallas	DA13			DeGolyer Elem School 3453 Flair Dr Dallas 75229
4099	1,003	Dallas	DA13			Sudie Williams TAG Academy 4518 Pomona Rd Dallas 75209

LOCATIONS AS OF 1-25-2019, Before ENTITY WITHDRAWALS AND SUBJECT TO CHANGE Note: Zero registered voter precincts are not listed.

LOCATIONS FOR THE 2019 JOINT ELECTION FOR **Dallas**

PCT	Voters	City	City Dist	ISD	ISD Dist	Location
District DA14						
1013	4,139	Dallas	DA14			North Dallas High School 3120 N Haskell Ave Dallas 75204
1015	696	Dallas	DA14			Multiple Careers Magnet Ctr 4528 Rusk Ave Dallas 75204
1016	262	Dallas	DA14			JFK Learning Center 1802 Moser Ave Dallas 75206
1017	1,107	Dallas	DA14			JFK Learning Center 1802 Moser Ave Dallas 75206
1018	243	Dallas	DA14			Ben Milam Elem School-DISD 4200 McKinney Ave Dallas 75205
1019	2,631	Dallas	DA14			Dallas Fire Station # 17 6045 Belmont Ave Dallas 75206
1020	1,344	Dallas	DA14			Ben Milam Elem School-DISD 4200 McKinney Ave Dallas 75205
1021	1,605	Dallas	DA14			Oaklawn Branch Library 4100 Cedar Springs Rd Dallas 75219
1022	3,662	Dallas	DA14			Oaklawn Branch Library 4100 Cedar Springs Rd Dallas 75219
1023	1,919	Dallas	DA14			The Fathers Church 2707 Abrams Road Dallas 75214
1050	144	Dallas	DA14			Eduardo Mata Elem School 7420 La Vista Dr Dallas 75214
1071	2,693	Dallas	DA14			Lakewood Branch Library 6121 Worth Street Dallas 75214
1073	1,090	Dallas	DA14			Junius Heights Baptist Church 5429 Reiger Ave Dallas 75214
1075	572	Dallas	DA14			Samuell Grand Rec Center 6200 East Grand Ave Dallas 75223
1076	2,002	Dallas	DA14			Eduardo Mata Elem School 7420 La Vista Dr Dallas 75214
1117	2,468	Dallas	DA14			North Dallas High School 3120 N Haskell Ave Dallas 75204
1118	1,494	Dallas	DA14			J W Ray Elem School 2211 Caddo St Dallas 75204
1120	392	Dallas	DA14			JFK Learning Center 1802 Moser Ave Dallas 75206
1131	738	Dallas	DA14			Grace United Methodist Church 4105 Junius St Dallas 75246
2031	3,616	Dallas	DA14			Skillman Southwest Branch Library 5707 Skillman St Dallas 75206
2032	1,904	Dallas	DA14			Skillman Southwest Branch Library 5707 Skillman St Dallas 75206
2033	1,951	Dallas	DA14			Skillman Southwest Branch Library 5707 Skillman St Dallas 75206
2035	1,727	Dallas	DA14			Mockingbird Community Church 5470 Ellsworth Ave Dallas 75206
2036	1,441	Dallas	DA14			Zion Lutheran Church 6121 E Lovers Lane Dallas 75214
2037	1,030	Dallas	DA14			Highland Park Middle School 3555 Granada Ave Dallas 75205
2038	3,158	Dallas	DA14			Geneva Heights Elem School 2911 Delmar Ave Dallas 75206

LOCATIONS AS OF 1-25-2019, Before ENTITY WITHDRAWALS AND SUBJECT TO CHANGE **Note: Zero registered voter precincts are not listed.**

LOCATIONS FOR THE 2019 JOINT ELECTION FOR **Dallas**

PCT	Voters	City	City Dist	ISD	ISD Dist	Location
2039	2,821	Dallas	DA14			Geneva Heights Elem School 2911 Delmar Ave Dallas 75206
2040	1,650	Dallas	DA14			St. Andrews Presbyterian Church 3204 Skillman St Dallas 75206
2068	286	Dallas	DA14			Dan D Rogers Elem School 5314 Abrams Rd Dallas 75214
2201	1	Dallas	DA14			Highland Park Middle School 3555 Granada Ave Dallas 75205
3000	3,932	Dallas	DA14	DISD	DA05	William B Travis Vanguard 3001 Mckinney Ave Dallas 75204
3006	3,241	Dallas	DA14	DISD	DA05	Reverchon Recreation Ctr 3505 Maple Ave Dallas 75219
3007	1,383	Dallas	DA14	DISD	DA05	Reverchon Recreation Ctr 3505 Maple Ave Dallas 75219
3008	1,980	Dallas	DA14	DISD	DA05	Dallas County Courthouse - Allen 600 Commerce St Dallas 75202
3008	2,611	Dallas	DA14			Dallas County Courthouse - Allen 600 Commerce St Dallas 75202
3009	2,488	Dallas	DA14			Exall Recreation Center 1355 Adair St Dallas 75204
3010	444	Dallas	DA14			Exall Recreation Center 1355 Adair St Dallas 75204
3081	1,560	Dallas	DA14	DISD	DA05	Reverchon Recreation Ctr 3505 Maple Ave Dallas 75219
3086	3,645	Dallas	DA14	DISD	DA05	William B Travis Vanguard 3001 Mckinney Ave Dallas 75204
4032	368	Dallas	DA14	DISD	DA05	Reverchon Recreation Ctr 3505 Maple Ave Dallas 75219
4032	78	Dallas	DA14			Reverchon Recreation Ctr 3505 Maple Ave Dallas 75219
4102	267	Dallas	DA14	DISD	DA05	Reverchon Recreation Ctr 3505 Maple Ave Dallas 75219
4106	41	Dallas	DA14	DISD	DA05	Reverchon Recreation Ctr 3505 Maple Ave Dallas 75219
4106	106	Dallas	DA14			Reverchon Recreation Ctr 3505 Maple Ave Dallas 75219

LOCATIONS AS OF 1-25-2019, Before ENTITY WITHDRAWALS AND SUBJECT TO CHANGE **Note: Zero registered voter precincts are not listed.**

ATTACHMENT D

Early Voting - **Attachment D**
May 4, 2019 Joint Election
Subject to change

EARLY VOTING LOCATION	ADDRESS	PEO (Early Voting Judge)
Addison Fire Station #1	4798 Airport Pkwy Addison, TX 75001	Joseph R Sperandeo- PEO
Balch Springs Civic Center	12400 Elam Rd. Balch Springs, TX 75180	Frankie R Walker - PEO
Bethany Lutheran Church	10101 Walnut Hill Ln Dallas, Texas 75238	Sandra Biggs - PEO
Betty Warmack Library	760 Bardin Rd. Grand Prairie, TX 75052	Evelyn Gray - PEO
Carrollton Farmers Branch ISD Service Building "C"	1820 Pearl St. Carrollton, TX 75006	Juzar Hasta- PEO
Carrollton Library @ Hebron and Josey	4220 N Josey Ln Carrollton, TX 75010	Kathleen Hodges- PEO
Cedar Hill Government Center	285 Uptown Blvd Cedar Hill, TX 75104	Emelda Martin - PEO
Cockrell Hill City Hall	4125 W Clarendon Cockrell Hill, TX 75211	Perla Loza - PEO
Coppell Town Center	255 E Parkway Blvd Coppell, Texas 75019	Johnny Lopez - PEO
Crosswinds High School	1100 N Carrier Pkwy Grand Prairie Tx 75050	Mae Choice - PEO
Dallas ISD Central Administration Building	9400 Central Expy Dallas, TX 75231	Jeanie O'Neal PEO
Disciple Central Community Church	901 N Polk St. Desoto, TX 75115	Jacqueline Fain - PEO
Duncanville Library	201 James Collins Blvd Duncanville Tx 75116	Barbara Lewis - PEO
Eastfield College - Pleasant Grove Campus	802 S Buckner Blvd. Dallas, Texas 75217	**TBD - PEO**
El Centro College - West Campus	3330 North Hampton Rd Dallas, Texas 75212	**TBD - PEO**
El Centro College - Main Campus	801 Main St Dallas, TX 75202	Patricia Carr - PEO
Farmers Branch City Hall	13000 William Dodson Pkwy Farmers Branch, TX 75234	Vickie Redd - PEO
Florence Recreation Center	2501 Whitson Way Mesquite, TX 75150	**TBD - PEO**

Early Voting - **Attachment D**
May 4, 2019 Joint Election
Subject to change

EARLY VOTING LOCATION	ADDRESS	PEO (Early Voting Judge)
Frankford Townhomes	18110 Marsh Ln. Dallas, TX	Joy E Quirk - PEO
Fretz Park Library	6990 Belt Line Rd. Dallas, TX 75254	Victor Davis - PEO
Friendship West Baptist Church	2020 Wheatland Rd. Dallas, TX 75232	Dianna Jackson - PEO
George L. Allen Sr. Courts Bldg ***Main early voting location***	600 Commerce St Dallas, TX 75202	Nicole Montgomery - PEO
Grauwyler Park Recreation Center	7780 Harry Hines Blvd. Dallas, TX 75235	Mark Baker - PEO
Harry Stone Recreation Center	2403 Millmar Dr. Dallas, TX 75228	Marian Square - PEO
Highland Hills Library	6200 Bonnie View Rd. Dallas, TX 75241	Shatoria Bowens - PEO
HPISD Administration Building	7015 Westchester Dr. Dallas, TX 75205	Cythina Holliday - PEO
Hutchins City Hall	321 North Main St. Hutchins, TX 75141	Gloria Qualls - PEO
Irving Arts Center	3333 N MacArthur Blvd Irving, TX 75062	Soila Canales - PEO
Irving City Hall	825 W Irving Blvd Irving, TX 75060	Debra Stanglin - PEO
J. Erik Jonsson Central Library	1515 Young St. Dallas, TX 75201	Soundra McDuff - PEO
Jaycee Zaragoza Recreation Center	3114 Clymer St. Dallas, TX 75212	Maggie Martins - PEO
Josey Ranch Library	1700 Keller Springs Carrollton, TX 75006	Terry Barker - PEO
Lakeside Activity Center	101 Holley Park Dr. Mesquite, TX 75149	Zina W. Lewis - PEO
Lakewood Branch Library	6121 Worth St. Dallas, TX 75214	Cheri Ball-Meza - PEO
Lancaster Veterans Memorial Library	1600 Veterans Memorial Pkwy Lancaster, TX 75134	Gladys Ivy - PEO
Lochwood Library	11221 Lochwood Blvd. Dallas, TX 75218	George Siggers - PEO
Marsh Lane Baptist Church	10716 Marsh Ln. Dallas, Tx 75229	Betty Rowe-Williams- PEO

Early Voting - **Attachment D**
May 4, 2019 Joint Election
Subject to change

EARLY VOTING LOCATION	ADDRESS	PEO (Early Voting Judge)
Martin Luther King Jr. Core Bldg	2922 Martin L King Blvd Dallas, TX 75215	Mary Nelson - PEO
Martin Weiss Recreation Center	1111 Martindell Ave. Dallas, TX 75211	Joe Burkleo - PEO
Mountain Creek Library	6102 Mountain Creek Pkwy. Dallas, TX 75249	Dorothy Chambers - PEO
Oak Cliff Sub Courthouse	410 S Beckley Ave. Dallas, TX 75203	Diana Broadus - PEO
Our Redeemer Lutheran Church	7611 Park Ln. Dallas, TX 75225	Michele Valentino - PEO
Paul L Dunbar Lancaster-Kiest Library	2008 East Kiest Blvd Dallas, TX 75216	Yvonne Williams - PEO
Preston Royal Branch Library	5626 Royal Ln. Dallas, TX 75229	Sharon Quinn - PEO
Renner - Frankford Library	6400 Frankford Rd. Dallas, TX 75252	Rowell Lubbers - PEO
Reverchon Recreation Center	3505 Maple Ave. Dallas, TX 75219	Valerie Hutchins - PEO
Richardson Civic Center	411 W Arapaho Rd. Richardson, TX 75080	Lori Raley - PEO
Richland College-Garland Campus	675 W Walnut St. Garland, TX 75040	Emma Crayton - PEO
Richland College-Main Campus	12800 Abrams Rd. Dallas, TX 75243	Gregory Byrne - PEO
Rowlett City Hall Annex	4004 Main St. Rowlett, TX 75088	Maggie Ensley - PEO
Sachse City Hall	3815 Sachse Rd. Sachse, TX 75048	Pamela Thomas - PEO
Samuell Grand Recreation Center	6200 East Grand Ave. Dallas, TX 75223	Lota Dunham - PEO
Seagoville City Hall	702 N Highway 175 Seagoville, TX 75159	Gerrie Williams - PEO
Skyline Branch Library	6006 Everglade Rd. Dallas, TX 75227	Tracy Dotie-Hill - PEO
South Garland Branch Library	4845 Broadway Blvd Garland, TX 75043	Pam Curry - PEO
Sunnyvale Town Hall	127 North Collins Rd. Sunnyvale, TX 75182	Janice Harrison - PEO
Valley Ranch Library	401 Cimarron Trail Irving, TX 75063	Nancy Wang - PEO

Early Voting - **Attachment D**
May 4, 2019 Joint Election
Subject to change

EARLY VOTING LOCATION	ADDRESS	PEO (Early Voting Judge)
Wilmer Community Center	101 Davidson Plaza Wilmer, TX 75172	Shirley Brown - PEO

Subject to change 02-19-19

ATTACHMENT E

DALLAS COUNTY

(Condado de Dallas)

DISTRICT 1

Precinct *(Recinto)*	**Voting Location** *(Lugar)*	**Address** *(Dirección)*	**City** *(Ciudad)*	**Zip** *(Código postal)*	**Election Judge** *(Juez electoral)*	**Alternate Judge** *(Juez suplente)*
3032	Hector P. Garcia Middle School-DISD	700 E. 8th St.	Dallas	75203	Joshua Lloyd	Marianne Morris
3084	Hector P. Garcia Middle School-DISD	700 E. 8th St.	Dallas	75203	Joshua Lloyd	Marianne Morris
3094	Hector P. Garcia Middle School-DISD	700 E. 8th St.	Dallas	75203	Joshua Lloyd	Marianne Morris
4035	Academy Of Dallas School	2324 S. Vernon	Dallas	75224	Roberto Alonzo, Jr.	Jay Willis
4036	The Union Church	3410 S. Polk St.	Dallas	75224	Joe Burkleo	Rosa Castillo
4056	Palabra De Vida	2550 W. Illinois Ave.	Dallas	75233	Jesse Rocha, Jr.	Shirley Weeks
4061	L O Donald Elem School	1218 Phinney Ave.	Dallas	75211	Andrew Aleman	Ruby Lee
4062	Lelia P. Cowart Elementary School	1515 S. Ravinia	Dallas	75211	Frances Boren	Thomas Geddes
4063	Elmwood El Buen Samaritano United Methodist Church	1220 Newport Ave.	Dallas	75224	Joyce Lehe	Don Weeks
4066	Anson Jones Elementary School	3901 Meredith	Dallas	75211	**TBD**	Mary Hollies
4067	George Peabody Elementary School	3101 Raydell Pl.	Dallas	75211	Claire McGlynn	Stephanie Pond
4068	Lida Hooe Elementary School	2419 Gladstone	Dallas	75211	Perla Loza	James George
4069	Winnetka Elementary School	1151 S. Edgefield Ave.	Dallas	75208	Ngena White	Sam White
4070	John F. Peeler Elementary School	810 S. Llewellyn	Dallas	75208	**TBD**	Willie O'brien
4071	Dallas County Sub-Courthouse	410 S. Beckley	Dallas	75203	Ngina White	**TBD**
4073	Preparing The Way Ministries	2442 W. Jefferson Blvd.	Dallas	75211	Priscilla Vasquez	Cathryn Ward
4074	Sunset High School - Annex Bldg.	2021 W. Tenth St.	Dallas	75208	Shirley Summers	Richard Smith
4075	John H. Reagan School	201 N. Adams Ave.	Dallas	75208	Teresa Steward	Ramon Acosta
4076	Stevens Park Elementary School	2615 W. Colorado Blvd.	Dallas	75211	Linda Wise	Frances Blanchard
4077	Rosemont Elementary School	719 N. Montclair Ave.	Dallas	75208	Valerie Hutchins	Christina Jinez
4078	Kidd Springs Recreation Center	711 Canty St.	Dallas	75208	Patrick Love	Chad Jackson
4079	Kessler Park United Methodist Church	1215 Turner Ave.	Dallas	75208	David Dunnigan	Thomas N. Watkins
4080	Kidd Springs Recreation Center	711 Canty St.	Dallas	75208	Patrick Love	Chad Jackson
4113	L O Donald Elem School	1218 Phinney Ave.	Dallas	75211	Andrew Aleman	Ruby Lee
4114	Lelia P. Cowart Elementary School	1515 S. Ravinia	Dallas	75211	Frances Boren	Thomas Geddes
4115	Kidd Springs Recreation Center	711 Canty St.	Dallas	75208	Patrick Love	Chad Jackson
4300	Cockrell Hill City Hall	4125 W. Clarendon Dr.	Cockrell Hill	75211	Zachary Manriquez	Ileana Hubbard

DALLAS COUNTY
(Condado de Dallas)

DISTRICT 2

Precinct *(Recinto)*	**Voting Location** *(Lugar)*	**Address** *(Dirección)*	**City** *(Ciudad)*	**Zip** *(Código postal)*	**Election Judge** *(Juez electoral)*	**Alternate Judge** *(Juez suplente)*
1014	Multiple Careers Magnet Center	4528 Rusk Ave.	Dallas	75204	Pamelia Lester	Steven Rayshell
1015	Multiple Careers Magnet Center	4528 Rusk Ave.	Dallas	75204	Pamelia Lester	Steven Rayshell
1069	Grace United Methodist Church	4105 Junius St.	Dallas	75246	Gregory Raymond Byrne	Juliana Martinez
1070	Grace United Methodist Church	4105 Junius St.	Dallas	75246	Gregory Raymond Byrne	Juliana Martinez
1073	Junius Heights Baptist Church	5429 Reiger Ave.	Dallas	75214	Cheri Ball-Meza	David Shaw
1074	Samuell Grand Recreation Center	6200 E. Grand Ave.	Dallas	75223	Lota Dunham	Virginia Montfort
1075	Samuell Grand Recreation Center	6200 E. Grand Ave.	Dallas	75223	Lota Dunham	Virginia Montfort
1112	St. Luke Community United Methodist Church	5710 E. R. L. Thornton	Dallas	75223	George Collins	William Biesel
1119	St. Luke Community United Methodist Church	5710 E. R. L. Thornton	Dallas	75223	George Collins	William Biesel
1120	J.F.K Learning Center	1802 Moser Ave.	Dallas	75206	Robert Sullivan	Rosita Strange
1122	Grace United Methodist Church	4105 Junius St.	Dallas	75246	Gregory Raymond Byrne	Juliana Martinez
1130	Multiple Careers Magnet Center	4528 Rusk Ave.	Dallas	75204	Pamelia Lester	Steven Rayshell
1131	Grace United Methodist Church	4105 Junius St.	Dallas	75246	Gregory Raymond Byrne	Juliana Martinez
1132	Grace United Methodist Church	4105 Junius St.	Dallas	75246	Gregory Raymond Byrne	Juliana Martinez
3005	Reverchon Recreation Center	3505 Maple Ave.	Dallas	75219	Vivian Dudley	James A. Moyers
3006	Reverchon Recreation Center	3505 Maple Ave.	Dallas	75219	Vivian Dudley	James A. Moyers
3008	Dallas County Courthouse - Allen	600 Commerce	Dallas	75202	Pamela Curry	**TBD**
3010	Exall Park Recreation Center	1355 Adair St.	Dallas	75204	Gary Foster	Kirk Kennedy
3011	St Edwards Catholic Church	4033 Elm St.	Dallas	75226	Sandra Biggs	Robert Renteria
3016	Bill J. Priest Institute	1402 Corinth St.	Dallas	75215	Vincent Rodriguez	Jim Burris
3089	Reverchon Recreation Center	3505 Maple Ave.	Dallas	75219	Vivian Dudley	James A. Moyers
3090	St Edwards Catholic Church	4033 Elm St.	Dallas	75226	Sandra Biggs	Robert Renteria
4009	David G. Burnet Elementary School	3200 Kinkaid Dr.	Dallas	75220	Brent Sonntag	Sondra Monroe
4010	Stephen Foster Elementary School	3700 Clover Ln.	Dallas	75220	Vivian Gregorich	Carol Burnaman
4011	Stephen Foster Elementary School	3700 Clover Ln.	Dallas	75220	Vivian Gregorich	Carol Burnaman
4015	North Park Community Development Corporation	4619 W. University Blvd.	Dallas	75209	Olga M. Smith	William Hooper
4016	K. B. Polk Vanguard Center	6911 Victoria Ave.	Dallas	75209	Jonathan Maples	Duc Nguyen
4017	Maple Lawn Elementary School	3120 Inwood Rd.	Dallas	75235	David Fisher	**TBD**
4018	Maple Lawn Elementary School	3120 Inwood Rd.	Dallas	75235	David Fisher	**TBD**
4019	Arlington Park Recreation Center	1505 Record Crossing Rd.	Dallas	75235	Myra Hollins	David Bell
4020	Maple Lawn Elementary School	3120 Inwood Rd.	Dallas	75235	David Fisher	**TBD**
4021	Maple Lawn Elementary School	3120 Inwood Rd.	Dallas	75235	David Fisher	**TBD**
4022	Esperanza Medrano Elementary School	2221 Lucas Dr.	Dallas	75219	Ricardo Medrano	James Kenneth Lee
4023	Arlington Park Recreation Center	1505 Record Crossing Rd.	Dallas	75235	Myra Hollins	David Bell
4032	Reverchon Recreation Center	3505 Maple Ave.	Dallas	75219	Vivian Dudley	James A. Moyers
4086	Grauwyler Park Recreation Center	7780 Harry Hines Blvd.	Dallas	75235	Miriam Pamela Dominguez	Mari Ann Ross

Precinct *(Recinto)*	**Voting Location** *(Lugar)*	**Address** *(Dirección)*	**City** *(Ciudad)*	**Zip** *(Código postal)*	**Election Judge** *(Juez electoral)*	**Alternate Judge** *(Juez suplente)*
4087	Bachman Therapeutic Recreation Center	2750 Bachman Dr.	Dallas	75220	Edward Kownslar	Michael Burnaman
4088	Bachman Therapeutic Recreation Center	2750 Bachman Dr.	Dallas	75220	Edward Kownslar	Michael Burnaman
4100	Esperanza Medrano Elementary School	2221 Lucas Dr.	Dallas	75219	Ricardo Medrano	James Kenneth Lee
4102	Reverchon Recreation Center	3505 Maple Ave.	Dallas	75219	Vivian Dudley	James A. Moyers
4103	Reverchon Recreation Center	3505 Maple Ave.	Dallas	75219	Vivian Dudley	James A. Moyers
4104	Reverchon Recreation Center	3505 Maple Ave.	Dallas	75219	Vivian Dudley	James A. Moyers
4105	Reverchon Recreation Center	3505 Maple Ave.	Dallas	75219	Vivian Dudley	James A. Moyers
4118	Grauwyler Park Recreation Center	7780 Harry Hines Blvd.	Dallas	75235	Miriam Pamela Dominguez	Mari Ann Ross
4119	Bachman Therapeutic Recreation Center	2750 Bachman Dr.	Dallas	75220	Edward Kownslar	Michael Burnaman
4120	Bachman Therapeutic Recreation Center	2750 Bachman Dr.	Dallas	75220	Edward Kownslar	Michael Burnaman

DALLAS COUNTY
(Condado de Dallas)

DISTRICT 3

Precinct *(Recinto)*	Voting Location *(Lugar)*	Address *(Dirección)*	City *(Ciudad)*	Zip *(Código postal)*	Election Judge *(Juez electoral)*	Alternate Judge *(Juez suplente)*
3001	T. W. Browne Middle School	3333 Sprague Rd.	Dallas	75233	Joe Tave	John Asberry
3002	T. W. Browne Middle School	3333 Sprague Rd.	Dallas	75233	Joe Tave	John Asberry
3003	T. W. Browne Middle School	3333 Sprague Rd.	Dallas	75233	Joe Tave	John Asberry
3004	Daniel Webster Elementary School	3815 S. Franklin St.	Dallas	75233	Martin Burrell	Christopher Cuneo
3050	H.I. Holland Elementary School @ Lisbon	4203 S. Lancaster Rd.	Dallas	75216	Jesse Albert Lipscomb	Vacant
3051	Fountain of Living Word Church	2543 E. Ledbetter Dr.	Dallas	75216	Myrtle Antoine Johnson	David Lowe
3053	Thurgood Marshall Recreation Center	5150 Mark Trail Way	Dallas	75232	Eyvern Edwards	Anna Nelson
3054	William Hawley Atwell Law Academy	1303 Reynoldston St.	Dallas	75232	Barbara A. Lewis	Adelmo Ruiz
3055	Adelle Turner Elementary School	5505 S. Polk St.	Dallas	75232	Vivian Hill	Taft Thompson
3057	T. G. Terry Elementary School	6661 Greenspan Ave.	Dallas	75232	Lawson L. Turner, Jr.	Pat McDowell
3058	St. Paul Lutheran Church	5725 S. Marsalis Ave.	Dallas	75241	Garline Shaw	Dorothy Pruitt
3059	St. Luke Presbyterian Church	5915 Singing Hills Dr.	Dallas	75241	Beatrice Lovett	Kenneth W. Brown
3060	R.L. Thornton Elementary School	6011 Old Ox Rd.	Dallas	75241	Mary Wright Luckey	Duane Niccum
3063	Ronald E. McNair Elementary School	3150 Bainbridge Ave.	Dallas	75237	Dorothy Whaley	Gloria Jean Caffey
3077	Park in the Woods Recreation Center	6801 Mountain Creek Pkwy.	Dallas	75249	William Hill	Vacant
3078	Park in the Woods Recreation Center	6801 Mountain Creek Pkwy.	Dallas	75249	William Hill	Vacant
3088	Daniel Webster Elementary School	3815 S. Franklin St.	Dallas	75233	Martin Burrell	Christopher Cuneo
3092	Thurgood Marshall Recreation Center	5150 Mark Trail Way	Dallas	75232	Eyvern Edwards	Anna Nelson
3098	H.I. Holland Elementary School @ Lisbon	4203 S. Lancaster Rd.	Dallas	75216	Jesse Albert Lipscomb	Vacant
4050	Mountain Creek Library	6102 Mountain Creek Pkwy.	Dallas	75249	Erik Wilson	Lucie Weaver
4052	Bilhartz Elementary School Gym - DUISD	6700 Wandt Dr.	Dallas	75236	Sedrick McCurdy	Thomas P. Wilkins
4053	YWLA at Arnold Middle School	1204 E. Marshall Dr.	Grand Prairie	75051	Juanita Pollard	Leonard Crane
4054	Leslie Stemmons Elementary School	2727 Knoxville St.	Dallas	75211	Kelly Wood	Christopher Nash
4055	Leslie Stemmons Elementary School	2727 Knoxville St.	Dallas	75211	Kelly Wood	Christopher Nash
4056	Palabra De Vida	2550 W. Illinois Ave.	Dallas	75233	Jesse Rocha, Jr.	Shirley Weeks
4059	James Bowie Elementary School - GPISD	425 Alice Dr.	Grand Prairie	75051	Jean Howard	Vacant
4060	Nancy Jane Cochran Elementary School	6000 Keeneland Pkwy.	Dallas	75211	Daniela Villarreal	Monty Weddell
4065	Arcadia Park Elementary School	1300 N. Justin Ave.	Dallas	75211	Carey Bruce	**TBD**
4066	Anson Jones Elementary School	3901 Meredith Ave.	Dallas	75211	**TBD**	Mary Hollies
4076	Stevens Park Elementary School	2615 W. Colorado Blvd.	Dallas	75211	Linda Wise	Frances Blanchard
4090	Leslie Stemmons Elementary School	2727 Knoxville St.	Dallas	75211	Kelly Wood	Christopher Nash
4093	Leslie Stemmons Elementary School	2727 Knoxville St.	Dallas	75211	Kelly Wood	Christopher Nash
4111	Leslie Stemmons Elementary School	2727 Knoxville St.	Dallas	75211	Kelly Wood	Christopher Nash
4112	Leslie Stemmons Elementary School	2727 Knoxville St.	Dallas	75211	Kelly Wood	Christopher Nash
4113	L O Donald Elementary School	1218 Phinney Ave.	Dallas	75211	Andrew Aleman	Ruby Lee

DALLAS COUNTY
(Condado de Dallas)
DISTRICT 4

Precinct *(Recinto)*	**Voting Location** *(Lugar)*	**Address** *(Dirección)*	**City** *(Ciudad)*	**Zip** *(Código postal)*	**Election Judge** *(Juez electoral)*	**Alternate Judge** *(Juez suplente)*
3033	Greater Mt. Pleasant Baptist Church	1403 Morrell Ave.	Dallas	75203	Gloria James	Taite Brown
3034	Greater Mt. Pleasant Baptist Church	1403 Morrell Ave.	Dallas	75203	Gloria James	Taite Brown
3035	F. D. Roosevelt High School	525 Bonnie View Dr.	Dallas	75203	Annie Newman	Vacant
3036	F. D. Roosevelt High School	525 Bonnie View Dr.	Dallas	75203	Annie Newman	Vacant
3037	The Way, The Truth & The Light Christian Church	1702 S. Denley Dr.	Dallas	75216	Dr. Nettiestine Smith	Vacant
3038	The Way, The Truth & The Light Christian Church	1702 S. Denley Dr.	Dallas	75216	Dr. Nettiestine Smith	Vacant
3039	Oliver W. Holmes Middle School	2001 E. Kiest Blvd.	Dallas	75216	Michael T. King	Vacant
3040	Good Street Baptist Church	3110 Bonnie View Rd.	Dallas	75216	James Baker	Vacant
3041	Christ for the Nations Institute Student Center	444 Fawn Ridge Dr.	Dallas	75224	Leo Evans	Oscar Bracks
3042	John Neely Bryan Elementary School	2001 Deer Path Dr.	Dallas	75216	Mae Choice	John Pierce
3043	John Neely Bryan Elementary School	2001 Deer Path Dr.	Dallas	75216	Mae Choice	John Pierce
3044	W. W. Bushman Elementary School	4200 Bonnie View Rd.	Dallas	75216	Willie Callahan	Kristy Blanchard
3046	John W. Carpenter Elementary School	2121 Tosca Ln.	Dallas	75224	Lorine Linthicum	Ancient Mossamba
3047	Christ for the Nations Institute Student Center	444 Fawn Ridge Dr.	Dallas	75224	Leo Evans	Oscar Bracks
3048	Rice Chapel AME Church	4122 S. Maarsalis Ave.	Dallas	75216	Ruth Wyrick	Jimmy McGuire
3049	Clara Oliver Annex	4010 Idaho Ave.	Dallas	75216	Myrtis Evans	Lori Schmidt
3050	H.I. Holand Elementary School @ Lisbon	4203 S. Lancaster Rd.	Dallas	75216	Jesse Albert Lipscomb	Vacant
3051	Fountain of Living Word Church	2543 E. Ledbetter Dr.	Dallas	75216	Myrtle Antoine-Johnson	David Lowe
3052	Elisha M. Pease Elementary School	2914 Cummings St.	Dallas	75216	Linda Wilkerson Wynn	Murdock Gibbs
3056	Mark Twain Vanguard	724 Green Cove Ln.	Dallas	75232	Kebran Alexander	Shelly Pan
3057	T. G. Terry Elementary School	6661 Greenspan Ave.	Dallas	75232	Lawson L. Turner, Jr.	Pat McDowell
3058	St. Paul Lutheran Church	5725 S. Marsalis Ave.	Dallas	75241	Garline Shaw	Dorothy Pruitt
3072	Tommie Allen Recreation Center	7071 Bonnie View Dr.	Dallas	75241	Richard Burney	Paula Miller
3097	Clara Oliver Annex	4010 Idaho Ave.	Dallas	75216	Myrtis Evans	Lori Schmidt
3098	H.I. Holand Elementary School @ Lisbon	4203 S. Lancaster Rd.	Dallas	75216	Jesse Albert Lipscomb	Vacant
4036	The Union Church	3410 S. Polk St.	Dallas	75224	Joe Burkleo	Rosa Castillo
4037	The Union Church	3410 S. Polk St.	Dallas	75224	Joe Burkleo	Rosa Castillo
4038	Harrell Budd Elementary School	2121 S. Marsalis Ave.	Dallas	75216	Janice Hornsby	James Wiederhold
4039	Bexar Street Baptist Church	2018 S. Marsalis Ave.	Dallas	75216	**TBD**	Lyle Land
4040	Roger Q. Mills Elementary School	1515 Lynn Haven Ave.	Dallas	75216	Loretta Hallman	John Walters
4041	Bexar Street Baptist Church	2018 S. Marsalis Ave.	Dallas	75216	**TBD**	Lyle Land
4043	The Union Church	3410 S. Polk St.	Dallas	75224	Joe Burkleo	Rosa Castillo
4044	Clinton P. Russell Elementary School	3031 S. Beckley Ave.	Dallas	75224	Mathis Perkins	Lillie Ralph
4046	Clinton P. Russell Elementary School	3031 S. Beckley Ave.	Dallas	75224	Mathis Perkins	Lillie Ralph

Precinct *(Recinto)*	**Voting Location** *(Lugar)*	**Address** *(Dirección)*	**City** *(Ciudad)*	**Zip** *(Código postal)*	**Election Judge** *(Juez electoral)*	**Alternate Judge** *(Juez suplente)*
4047	Boude Storey Middle School	3000 Maryland Ave.	Dallas	75216	Stephen Carter	**TBD**
4048	Clinton P. Russell Elementary School	3031 S. Beckley Ave.	Dallas	75224	Mathis Perkins	Lillie Ralph
4057	Kiest Recreation Center	3080 S. Hampton Rd.	Dallas	75224	Michael Goodman	**TBD**
4058	Kiest Recreation Center	3080 S. Hampton Rd.	Dallas	75224	Michael Goodman	**TBD**
4072	Dallas County Sub-Courthouse	410 S. Beckley Ave.	Dallas	75203	Ngina White	**TBD**
4107	Harrell Budd Elementary School	2121 S. Marsalis Ave.	Dallas	75216	Janice Hornsby	James Wiederhold
4108	Bexar Street Baptist Church	2018 S. Marsalis Ave.	Dallas	75216	**TBD**	Lyle Land
4109	Boude Storey Middle School	3000 Maryland Ave.	Dallas	75216	Stephen Carter	**TBD**
4110	Boude Storey Middle School	3000 Maryland Ave.	Dallas	75216	Stephen Carter	**TBD**

DALLAS COUNTY
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DISTRICT 5

Precinct *(Recinto)*	**Voting Location** *(Lugar)*	**Address** *(Dirección)*	**City** *(Ciudad)*	**Zip** *(Código postal)*	**Election Judge** *(Juez electoral)*	**Alternate Judge** *(Juez suplente)*
1083	Colonial Baptist Church	6459 Scyene Rd.	Dallas	75227	Mattie Garth	Dan Mosher
1085	Urban Park Elementary School	6901 Military Pkwy.	Dallas	75227	Helen Smith	Ralph Stinson IV
1088	Forester Field House	8233 Military Pkwy.	Dallas	75227	Shirley Douglas	**TBD**
1090	San Jacinto Elementary School	7900 Hume Dr.	Dallas	75227	**TBD**	Friedrich Schulz
1091	Annie Webb Blanton School	8915 Greenmound Ave.	Dallas	75227	Latrice Jackson	James Murphy
1092	Edward Titche Elementary School	9560 Highfield Dr.	Dallas	75227	Traci McGlynn	Eric Tangumonkem
1094	John Ireland Elementary School	1515 Jim Miller Rd.	Dallas	75217	Brenda Anderson	Cynthia Mendez
1095	Nathaniel Hawthorne Elementary School	7800 Umphress Rd.	Dallas	75217	James Douglas Ray	Vanessa Pogue-Collins
1096	Nathaniel Hawthorne Elementary School	7800 Umphress Rd.	Dallas	75217	James Douglas Ray	Vanessa Pogue-Collins
1097	W. W. Samuell High School	8928 Palisade Dr.	Dallas	75217	Shelia Bates	Hubert Boles
1098	YMLA at Fred F. Florence Middle School	1625 N. Masters Dr.	Dallas	75217	Juanita Pollard	Leonard Crane
1099	YMLA at Fred F. Florence Middle School	1625 N. Masters Dr.	Dallas	75217	Juanita Pollard	Leonard Crane
1100	E. B. Comstock Middle School	7044 Hodde St.	Dallas	75217	Allyn Patrick Coleman	Wilton Crocker
1101	Pleasant Grove Branch Library	7310 Lake June Rd.	Dallas	75217	Donna O'Neal	Roger Hudgens
1102	B. H. Macon Elementary School	650 Holcomb Rd.	Dallas	75217	Iniece Davis	Pete Almanza
1103	B. H. Macon Elementary School	650 Holcomb Rd.	Dallas	75217	Iniece Davis	Pete Almanza
1104	William Anderson Elementary School	620 N. St. Augustine Rd.	Dallas	75217	Aubrey Sears	Fernando Deleon
1105	William Anderson Elementary School	620 N. St. Augustine Rd.	Dallas	75217	Aubrey Sears	Fernando Deleon
1106	Richard Lagow Elementary School	637 Edgeworth Dr.	Dallas	75217	Lisa Denise Pelmore	Eugene Ralph Jr.
1107	Richard Lagow Elementary School	637 Edgeworth Dr.	Dallas	75217	Lisa Denise Pelmore	Eugene Ralph Jr.
1108	H. Grady Spruce High School	9733 Old Seagoville Rd.	Dallas	75217	Shatoria Bowens	Sabrina Mares
1109	Sure Foundation Baptist Church	8805 Fireside Dr.	Dallas	75217	Robert Sherman	Ralph Stinson III
1110	Richard Lagow Elementary School	637 Edgeworth Dr.	Dallas	75217	Lisa Denise Pelmore	Eugene Ralph Jr.
1113	John Ireland Elementary School	1515 Jim Miller Rd.	Dallas	75217	Brenda Anderson	Cynthia Mendez
1135	YMLA at Fred F. Florence Middle School	1625 N. Masters Dr.	Dallas	75217	Juanita Pollard	Leonard Crane
3082	W. A. Blair Elementary School	7720 Gayglen Dr.	Dallas	75217	Johnetta Williams	Sandra Stinson

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DISTRICT 6

Precinct *(Recinto)*	Voting Location *(Lugar)*	Address *(Dirección)*	City *(Ciudad)*	Zip *(Código postal)*	Election Judge *(Juez electoral)*	Alternate Judge *(Juez suplente)*
2000	Marcus Recreation Center	3003 Northaven Rd.	Dallas	75229	**TBD**	John Dupree
2001	Thomas C. Marsh Preparatory Academy	3838 Crown Shore Dr.	Dallas	75244	Susanne Boone	Kristien Williams
2012	Walnut Hill Recreation Center	10011 Midway Rd.	Dallas	75229	Cynthia Castilla	Kathrine McGovern
2074	Cimarron Park Recreation Center	201 Red River Trl.	Irving	75063	Juzar Hasta	Shala Allen
2076	Marcus Recreation Center	3003 Northaven Rd.	Dallas	75229	**TBD**	John Dupree
4000	Caillet Elementary School	3033 Merrell Rd.	Dallas	75229	Michele Valentino	Toni M. Nolen
4001	Caillet Elementary School	3033 Merrell Rd.	Dallas	75229	Michele Valentino	Toni M. Nolen
4003	Marcus Recreation Center	3003 Northaven Rd.	Dallas	75229	**TBD**	John Dupree
4005	Park Forest Branch Library	3421 Forest Ln.	Dallas	75234	Matthew G. Calvert	Marguerite Buccino
4008	David G. Burnet Elementary School	3200 Kinkaid Dr.	Dallas	75220	Brent Sonntag	Sondra Monroe
4009	David G. Burnet Elementary School	3200 Kinkaid Dr.	Dallas	75220	Brent Sonntag	Sondra Monroe
4010	Stephen Foster Elementary School	3700 Clover Ln.	Dallas	75220	Vivian Gregorich	Carol Burnaman
4011	Stephen Foster Elementary School	3700 Clover Ln.	Dallas	75220	Vivian Gregorich	Carol Burnaman
4012	Stephen Foster Elementary School	3700 Clover Ln.	Dallas	75220	Vivian Gregorich	Carol Burnaman
4013	Stephen Foster Elementary School	3700 Clover Ln.	Dallas	75220	Vivian Gregorich	Carol Burnaman
4024	L. G. Pinkston High School	2200 Dennison	Dallas	75212	**TBD**	Brain Bourque
4025	Victory Cathedral	3407 N. Westmoreland Rd.	Dallas	75212	Lettie Searles	Vacant
4026	Eladio R. Martinez Learning Center	4500 Bernal	Dallas	75212	Yolanda Jimenez	William Deville
4027	Eladio R. Martinez Learning Center	4500 Bernal	Dallas	75212	Yolanda Jimenez	William Deville
4028	Victor Cathedral	3407 N. Westmoreland Rd.	Dallas	75212	Lettie Searles	Vacant
4029	L. G. Pinkston High School	2200 Dennison	Dallas	75212	**TBD**	Brain Bourque
4030	L. G. Pinkston High School	2200 Dennison	Dallas	75212	**TBD**	Brain Bourque
4031	C. F. Carr Elementary School	1952 Bayside	Dallas	75212	Mark W. Baker	Cynda Melville
4033	Dallas Fire Station #1	1901 Irving Blvd.	Dallas	75207	Daniel Foyt	Elizabeth Wallace
4060	Nancy Jane Cochran Elementary	6000 Keeneland Pkwy.	Dallas	75211	Daniela Villarreal	Monty Weddell
4065	Arcadia Park Elementary School	1300 N. Justin Ave.	Dallas	75211	Carey Bruce	**TBD**
4076	Stevens Park Elementary School	2615 W. Colorado Blvd.	Dallas	75211	Linda Wise	Frances Blanchard
4081	Eladio R. Martinez Learning Center	4500 Bernal Dr.	Dallas	75212	Yolanda Jimenez	William Deville
4082	Sidney Lanier Expressive Arts Vanguard	1400 Walmsley Ave.	Dallas	75208	Sylvia Medrano	Barbara Boger
4083	Sidney Lanier Expressive Arts Vanguard	1400 Walmsley Ave.	Dallas	75208	Sylvia Medrano	Barbara Boger
4084	Anita Martinez Recreation Center	3212 N. Winnetka Ave.	Dallas	75212	**TBD**	Richard Wallace
4085	Anita Martinez Recreation Center	3212 N. Winnetka Ave.	Dallas	75212	**TBD**	Richard Wallace
4086	Grauwyler Park Recreation Center	7780 Harry Hines Blvd.	Dallas	75235	Miriam Dominguez	Mari Ann Ross
4087	Bachman Therapeutic Recreation Center	2750 Bachman Dr.	Dallas	75220	Edward Kownslar	Michael Burnaman

Precinct *(Recinto)*	**Voting Location** *(Lugar)*	**Address** *(Dirección)*	**City** *(Ciudad)*	**Zip** *(Código postal)*	**Election Judge** *(Juez electoral)*	**Alternate Judge** *(Juez suplente)*
4094	Park Forest Branch Library	3421 Forest Ln.	Dallas	75234	Matthew G. Calvert	Marguerite Buccino
4097	David G. Burnet Elementary School	3200 Kinkaid Dr.	Dallas	75220	Brent Sonntag	Sondra Monroe
4098	Stephen Foster Elementary School	3700 Clover Ln.	Dallas	75220	Vivian Gregorich	Carol Burnaman
4101	L.G. Pinkston High School	2200 Dennison	Dallas	75212	**TBD**	Brain Bourque
4117	Arlington Park Recreation Center	1505 Record Crossing Rd.	Dallas	75235	Myra Hollins	David Bell
4120	Bachman Therapeutic Recreation Center	2750 Bachman Dr.	Dallas	75220	Edward Kownslar	Michael Burnaman

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Precinct *(Recinto)*	**Voting Location** *(Lugar)*	**Address** *(Dirección)*	**City** *(Ciudad)*	**Zip** *(Código postal)*	**Election Judge** *(Juez electoral)*	**Alternate Judge** *(Juez suplente)*
1063	George W. Truett Elementary School	1811 Gross Rd.	Dallas	75228	Nora Torrescano	Glenn Wittig
1064	George W. Truett Elementary School	1811 Gross Rd.	Dallas	75228	Nora Torrescano	Glenn Wittig
1065	George W. Truett Elementary School	1811 Gross Rd.	Dallas	75228	Nora Torrescano	Glenn Wittig
1067	George W. Truett Elementary School	1811 Gross Rd.	Dallas	75228	Nora Torrescano	Glenn Wittig
1078	Bayles Elementary School	2444 Telegraph	Dallas	75228	Ola Allen	Phillip Looney
1079	S. S. Conner Elementary School	3037 Greenmeadow	Dallas	75228	Rhonda Choice	J. Lee Baldwin
1080	S. S. Conner Elementary School	3037 Greenmeadow	Dallas	75228	Rhonda Choice	J. Lee Baldwin
1081	Owenwood United Methodist Church	1451 John West Rd.	Dallas	75228	Tangila Thomas	Larry Miller
1082	Colonial Baptist Church	6459 Scyene Rd.	Dallas	75227	Mattie Garth	Dan Mosher
1083	Colonial Baptist Church	6459 Scyene Rd.	Dallas	75227	Mattie Garth	Dan Mosher
1084	Edna Rowe Elementary School	4918 Hovenkamp	Dallas	75227	Tracy Hill	Robin Wisdom
1085	Urban Park Elementary School	6901 Military Pkwy.	Dallas	75227	Helen Smith	Ralph Stinson IV
1086	Owenwood United Methodist Church	1451 John West Rd.	Dallas	75228	Tangila Thomas	Larry Miller
1087	Skyline High School	7777 Forney Rd.	Dallas	75227	Delphine Vasser	Linda Mack
1088	Forester Field House	8233 Military Pkwy.	Dallas	75227	Shirley Douglas	**TBD**
1089	Forester Field House	8233 Military Pkwy.	Dallas	75227	Shirley Douglas	**TBD**
1091	Annie Webb Blanton School	8915 Greenmound Ave.	Dallas	75227	Latrice Jackson	James Murrphy
1092	Edward Titche Elementary School	9560 Highfield Dr.	Dallas	75227	Traci McGlynn	Eric Tangumonkem
1093	Nueva Vida Life Assembly	10747 Bruton Rd.	Dallas	75217	Betty Carter	Elizabeth Zipper
1100	E. B. Comstock Middle School	7044 Hodde St.	Dallas	75217	Allyn Patrick Coleman	Wilton Crocker
1114	Owenwood United Methodist Church	1451 John West Rd.	Dallas	75228	Tangila Thomas	Larry Miller
1119	St. Luke Community United Methodist Church	5710 E. R. L. Thornton	Dallas	75223	George Collins	William Biesel
1134	Forester Field House	8233 Military Pkwy.	Dallas	75227	Shirley Douglas	**TBD**
1303	George W. Truett Elementary School	1811 Gross Rd.	Dallas	75228	Nora Torrescano	Glenn Wittig
3012	Evangelist Temple Church	2627 Dorris St.	Dallas	75215	Michael Webb	Vacant
3016	Bill J. Priest Institute	1402 Corinth St.	Dallas	75215	Vincent Rodriguez	Jim Burris
3017	Martin Luther King Jr. Learning Center	1817 Warren Ave.	Dallas	75215	Gloria Walls	Vacant
3018	Park South YMCA	2500 Romine	Dallas	75215	Saundra Ray	Elizabeth Anderson
3019	James Madison High School	3000 MLK Blvd.	Dallas	75215	Jerry B. Brown	Ivette Lozano
3020	Irma Rangel-Young Women's Leadership School	1718 Robert B. Cullum Blvd.	Dallas	75210	Cynthia Cole	Lucy Cain
3021	Irma Rangel-Young Women's Leadership School	1718 Robert B. Cullum Blvd.	Dallas	75210	Cynthia Cole	Lucy Cain
3022	Irma Rangel-Young Women's Leadership School	1718 Robert B. Cullum Blvd.	Dallas	75210	Cynthia Cole	Lucy Cain
3023	James Madison High School	3000 MLK Blvd.	Dallas	75215	Jerry B. Brown	Ivette Lozano

Precinct *(Recinto)*	**Voting Location** *(Lugar)*	**Address** *(Dirección)*	**City** *(Ciudad)*	**Zip** *(Código postal)*	**Election Judge** *(Juez electoral)*	**Alternate Judge** *(Juez suplente)*
3024	Mt. Herob Baptist Church	3306 Carpenter Ave.	Dallas	75215	Jonnita Brown	James Veverka
3025	Mt. Herob Baptist Church	3306 Carpenter Ave.	Dallas	75215	Jonnita Brown	James Veverka
3026	St. Paul Baptist Church	1600 Pear St.	Dallas	75215	Nicole Montgomery	Vacant
3027	Lincoln High School - CHM	2826 Elsie Faye Heggins St.	Dallas	75215	Betty C. Hooey	Vacant
3028	Evangelist Temple Church	2627 Dorris St.	Dallas	75215	Michael Webb	Vacant
3029	Evangelist Temple Church	2627 Dorris St.	Dallas	75215	Michael Webb	Vacant
3045	Gethsemane Baptist Church	4600 Solar Ln.	Dallas	75216	Claudia Fowler	Vacant
3090	St. Edwards Catholic Church	4033 Elm St.	Dallas	75226	Sandra Biggs	Robert Renteria

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DISTRICT 8

Precinct *(Recinto)*	Voting Location *(Lugar)*	Address *(Dirección)*	City *(Ciudad)*	Zip *(Código postal)*	Election Judge *(Juez electoral)*	Alternate Judge *(Juez suplente)*
1100	E. B. Comstock Middle School	7044 Hodde St.	Dallas	75217	Allyn Patrick Coleman	Wilton Crocker
1108	H. Grady Spruce High School	9733 Old Seagoville	Dallas	75217	Shatoria Bowens	Sabrina Mares
1109	Fireside Drive Baptist Church	8805 Fireside Dr.	Dallas	75217	Robert Sherman	Ralph Stinson III
1111	Fireside Drive Baptist Church	8805 Fireside Dr.	Dallas	75217	Robert Sherman	Ralph Stinson III
1124	Fireside Drive Baptist Church	8805 Fireside Dr.	Dallas	75217	Robert Sherman	Ralph Stinson III
1136	Richard Lagow Elementary School	637 Edgeworth Dr.	Dallas	75217	Lisa Denise Pelmore	Eugene Ralph Jr.
3013	Kleberg-Rylie Recreation Center	1515 Edd Rd.	Dallas	75253	Johnnie Goins	Dave Folz
3014	Kleberg-Rylie Recreation Center	1515 Edd Rd.	Dallas	75253	Johnnie Goins	Dave Folz
3015	Kleberg-Rylie Recreation Center	1515 Edd Rd.	Dallas	75253	Johnnie Goins	Dave Folz
3031	Kleberg-Rylie Recreation Center	1515 Edd Rd.	Dallas	75253	Johnnie Goins	Dave Folz
3053	Thurgood Marshall Recreation Center	5150 Mark Trail Way	Dallas	75232	Eyvern Edwards	Anna Nelson
3061	New Tech High School @ A. Maceo Smith	3030 Stag Rd.	Dallas	75241	Patricia Singleton	**TBD**
3062	J. N. Ervin Elementary School	3722 Black Oak Dr.	Dallas	75241	Boadicea White-Mathis	Vacant
3063	Ronald E. McNair Elementary School	3150 Bainbridge Ave.	Dallas	75237	Dorothy Whaley	Gloria Jean Caffey
3064	Friendship West Baptist Church	2020 W. Wheatland Rd.	Dallas	75232	Ella Goode Johnson	Ryan Trimble
3065	Umphrey Lee Elementary School	7808 Racine Dr.	Dallas	75232	Sedonia Kidd	**TBD**
3066	Martin Weiss Elementary School	8601 Willoughby Blvd.	Dallas	75232	Joan Young	Roesanda Allen
3067	Friendship West Baptist Church	2020 W. Wheatland Rd.	Dallas	75232	Ella Goode Johnson	Ryan Trimble
3068	Singing Hills Recreation Center	1909 Crouch Rd.	Dallas	75241	Eliza Ruth Steward	Vacant
3069	Cornerstone Community Church	2817 Cherry Valley	Dallas	75241	Narlon Clemons	Ruth Hodge
3070	Tommie Allen Recreation Center	7071 Bonnie View Rd.	Dallas	75241	Richard Burney	Paula Miller
3071	Highland Hills United Methodist Church	3800 Simpson Stuart Rd.	Dallas	75241	Debra Harwell	Jacquelyn Smith
3072	Tommie Allen Recreation Center	7071 Bonnie View Rd.	Dallas	75241	Richard Burney	Paula Miller
3073	Tommie Allen Recreation Center	7071 Bonnie View Rd.	Dallas	75241	Richard Burney	Paula Miller
3074	Friendship West Baptist Church	2020 W. Wheatland Rd.	Dallas	75232	Ella Goode Johnson	Ryan Trimble
3075	Cornerstone Community Church	2817 Cherry Valley	Dallas	75241	Narlon Clemons	Ruth Hodge
3079	Kleberg-Rylie Recreation Center	1515 Edd Rd.	Dallas	75253	Johnnie Goins	Dave Folz
3080	Kleberg-Rylie Recreation Center	1515 Edd Rd.	Dallas	75253	Johnnie Goins	Dave Folz
3082	W. A. Blair Elementary School	7720 Gayglen	Dallas	75217	Johnetta Williams	Sandra Stinson
3083	Kleberg-Rylie Recreation Center	1515 Edd Rd.	Dallas	75253	Johnnie Goins	Dave Folz
3093	Kleberg-Rylie Recreation Center	1515 Edd Rd.	Dallas	75253	Johnnie Goins	Dave Folz
3099	Cornerstone Community Church	2817 Cherry Valley	Dallas	75241	Narlon Clemons	Ruth Hodge

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Precinct *(Recinto)*	**Voting Location** *(Lugar)*	**Address** *(Dirección)*	**City** *(Ciudad)*	**Zip** *(Código postal)*	**Election Judge** *(Juez electoral)*	**Alternate Judge** *(Juez suplente)*
1000	Dan D. Rogers Elementary School	5314 Abrams Rd.	Dallas	75214	Rhonda K. Green	Gayle Covey
1045	Highland Meadows Elementary School	8939 Whitewing Ln.	Dallas	75238	Charles Briner	Jon A. Caswell
1047	Martha T. Reilly Elementary	11230 Lippitt Ave.	Dallas	75218	Shane Potter	David Wilkins
1048	Martha T. Reilly Elementary	11230 Lippitt Ave.	Dallas	75218	Shane Potter	David Wilkins
1051	Alex Sanger Elementary School	8410 San Leandro Dr.	Dallas	75218	Bruce Anton	Mary Bosworth
1052	Lochwood Branch Library	11221 Lochwood Blvd.	Dallas	75218	Timothy H. Sexton	L. George Burke
1054	Casa View Elementary School	2100 N. Farola Dr.	Dallas	75228	Anthony Marlow	Ann Teague
1055	Casa View Elementary School	2100 N. Farola Dr.	Dallas	75228	Anthony Marlow	Ann Teague
1056	Charles A. Gill Elementary School	10910 Ferguson Rd.	Dallas	75228	Annette Choice	George Hardin
1057	St. Pius X Church Parish	3030 Gus Thomasson	Dallas	75228	Thomas Randall Mock	Charlie Youngblood
1058	Bryan Adams High School	2101 Millmar	Dallas	75228	Sara Jean White	Doris Brantferger
1059	Reinhardt Elementary School	10122 Losa Dr.	Dallas	75218	Erica Cole	Lightning Rasmussen
1060	Alex Sanger Elementary School	8410 San Leandro Dr.	Dallas	75218	Bruce Anton	Mary Bosworth
1061	W.H. Gaston Middle School	9565 Mercer Dr.	Dallas	75228	David Wallace	Don Pearce
1062	Edwin J. Kiest Elementary School	2611 Healey Dr.	Dallas	75228	Barbara C. Johnson	Steve York
1068	Charles A. Gill Elementary School	10910 Ferguson Rd.	Dallas	75228	Annette Choice	George Hardin
1078	Bayles Elementary School	2444 Telegraph	Dallas	75228	Ola Allen	Phillip Looney
1079	S. S. Conner Elementary School	3037 Greenmeadow	Dallas	75228	Rhonda Choice	J. Lee Baldwin
1115	St. Pius X Church Parish	3030 Gus Thomasson	Dallas	75228	Thomas Randall Mock	Charlie Youngblood
1116	Edwin J. Kiest Elementary School	2611 Healey Dr.	Dallas	75228	Barbara C. Johnson	Steve York
1121	Living Water Church of God	11110 Shiloh Rd.	Dallas	75228	Ben Day	Carol Lawson
1125	Living Waters Church of God	11110 Shiloh Rd.	Dallas	75228	Ben Day	Carol Lawson
1133	Alex Sanger Elementary School	8410 San Leandro Dr.	Dallas	75218	Bruce Anton	Mary Bosworth
1137	Edwin J. Kiest Elementary School	2611 Healey Dr.	Dallas	75228	Barbara C. Johnson	Steve York
1300	Ed Vanston Middle School	3230 Karla	Mesquite	75150	Robert Seward	Thomas Wright
2036	Zion Lutheran Church	6121 E. Lovers Ln.	Dallas	75214	Lawrence A. Wainer	C. Dale McEowen
2065	Victor Hexter Elementary School	9720 Waterview St.	Dallas	75218	Patricia Fink	Grant Austin Reading
2067	L. L. Hotchkiss Elementary School	6929 Town North Dr.	Dallas	75231	Joel Brown	Vacant
2068	Dan D. Rogers Elementary School	5314 Abrams Rd.	Dallas	75214	Rhonda K. Green	Gayle Covey
2069	Ridgewood Recreation Center	6818 Fisher Rd.	Dallas	75214	Dan Pickens	Karen Hoyt Potasznik
2070	Northridge Presbyterian Church	6920 Bob-O-Link Dr.	Dallas	75214	William Haugen	Paula Graham
2071	Lakewood Elementary School	3000 Hillbrook St.	Dallas	75214	Edward Retta	Patricia Cole
2072	Northridge Presbyterian Church	6920 Bob-O-Link Dr.	Dallas	75214	William Haugen	Paula Graham
2073	Bath House Cultural Center	521 E. Lawther Dr.	Dallas	75218	Gary Garcia	Mel Cyrak
3702	Toler Elementary School	3520 Guthrie Rd.	Garland	75043	Emery Powell	Davette Brannon-Ward

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Precinct *(Recinto)*	**Voting Location** *(Lugar)*	**Address** *(Dirección)*	**City** *(Ciudad)*	**Zip** *(Código postal)*	**Election Judge** *(Juez electoral)*	**Alternate Judge** *(Juez suplente)*
1003	Hamilton Park Pacesetter	8301 Towns St.	Dallas	75243	Linton Gray	Bruce Bradley
1004	Forest Meadow Junior High School	9373 Whitehurst	Dallas	75243	Suzy Pollok	Crystal Hughes
1005	New Mount Zion Baptist Church	9550 Shepherd Rd.	Dallas	75243	Patricia Hicks	Wanda Corso
1006	Moss Haven Elementary School	9202 Moss Farms Ln.	Dallas	75243	Deborah Brown	John W. Lowe
1007	Moss Haven Elementary School	9202 Moss Farms Ln.	Dallas	75243	Deborah Brown	John W. Lowe
1026	LeCroy Center @ Richland	9596 Walnut St.	Dallas	75243	**TBD**	James Frame
1027	Audelia Creek Elementary School	12600 Audelia Rd.	Dallas	75243	Shavon Moore	Richard Harms
1028	Audelia Creek Elementary School	12600 Audelia Rd.	Dallas	75243	Shavon Moore	Richard Harms
1029	LeCroy Center @ Richland	9596 Walnut St.	Dallas	75243	**TBD**	James Frame
1030	A.M. Aikin Elementary School	12300 Pleasant Valley	Dallas	75243	Melodie McFarland	Bob O'Neal
1038	A.M. Aikin Elementary School	12300 Pleasant Valley	Dallas	75243	Melodie McFarland	Bob O'Neal
1039	Lake Highlands High School	9449 Church Rd.	Dallas	75238	Travis Welborn	Bobbie Stubblefield
1040	Dallas Fire Station #57	10801 Audelia Rd.	Dallas	75238	Richard Jensen	Harland Glynn Hallmark
1041	Dallas Fire Station #57	10801 Audelia Rd.	Dallas	75238	Richard Jensen	Harland Glynn Hallmark
1042	A. M. Aikin Elementary School	12300 Pleasant Valley	Dallas	75243	Melodie McFarland	Bob O'Neal
1043	Skyview Elementary School	9229 Meadowknoll	Dallas	75243	Kristine Feil	Christi Rodgers
1044	Lake Highlands High School	9449 Church Rd.	Dallas	75238	Travis Welborn	Bobbie Stubblefield
1045	Highland Meadows Elementary School	8939 Whitewing Ln.	Dallas	75238	Charles Briner	Jon A. Caswell
1046	Highland Meadows Elementary School	8939 Whitewing Ln.	Dallas	75238	Charles Briner	Jon A. Caswell
1049	Merriman Park Elementary School	7101 Winedale Dr.	Dallas	75231	Shelby James	Judith Adams
1128	Lake Highlands High School	9449 Church Rd.	Dallas	75238	Travis Welborn	Bobbie Stubblefield
1129	Highland Meadows Elementary School	8939 Whitewing Ln.	Dallas	75238	Charles Briner	Jon A. Caswell
2020	Arthur Kramer Elementary School	7131 Midbury Dr.	Dallas	75230	Rollin Gary	TBD
2059	Wallace Elementary School - Richardson ISD	9921 Kirkhaven	Dallas	75238	Susan Fountain	Vacant
2060	Northlake Elementary School - Richardson ISD	10059 Ravensway	Dallas	75238	Laura May	Scott Hadden
2061	Lake Highlands Elementary School	9501 Ferndale	Dallas	75238	Roger Pryor	John Chase
2062	Lake Highlands Junior High School	10301 Walnut Hill Ln.	Dallas	75238	Rebecca Pratt	Vacant
2063	Wallace Elementary School - Richardson ISD	9921 Kirkhaven	Dallas	75238	Susan Fountain	Vacant
2064	Highland Meadows Elementary School	8939 Whitewing Ln.	Dallas	75238	Charles Briner	Jon A. Caswell
2066	White Rock Elementary School	9229 Chiswell Rd.	Dallas	75238	Yvette Atkins	Kenneth Stewart

DALLAS COUNTY
(Condado de Dallas)
DISTRICT 11

Precinct *(Recinto)*	**Voting Location** *(Lugar)*	**Address** *(Dirección)*	**City** *(Ciudad)*	**Zip** *(Código postal)*	**Election Judge** *(Juez electoral)*	**Alternate Judge** *(Juez suplente)*
1003	Hamilton Park Pacesetter	8301 Towns St.	Dallas	75243	Linton Gray	Bruce Bardley
1010	Lee McShan Jr. Elementary School	8307 Meadow Rd.	Dallas	75231	Anne Dankberg	Amir Boroujerdi
1029	LeCroy Center @ Richland	9596 Walnut St.	Dallas	75243	**TBD**	James Frame
1032	Northwood Hills Elementary School	14532 Meandering Way	Dallas	75254	Sharon Quinn	**TBD**
1033	Spring Valley Elementary School	13535 Spring Grove Rd.	Dallas	75240	John K. Delay, Jr.	Robin Goodpastor
1035	RISD Academy	13630 Coit Rd.	Dallas	75240	Chrisitne Milazzo	Patrick Kelly
1036	RISD Academy	13630 Coit Rd.	Dallas	75240	Chrisitne Milazzo	Patrick Kelly
1037	RISD Academy	13630 Coit Rd.	Dallas	75240	Chrisitne Milazzo	Patrick Kelly
1127	RISD Academy	13630 Coit Rd.	Dallas	75240	Chrisitne Milazzo	Patrick Kelly
2016	Unity Church of Dallas	6525 Forest Ln.	Dallas	75230	Aaron Ceder	Lori Peniche
2017	Unity Church of Dallas	6525 Forest Ln.	Dallas	75230	Aaron Ceder	Lori Peniche
2019	George B. Dealey Vanguard	6501 Royal Ln.	Dallas	75230	Matthew Patrick	Will Wilkins
2020	Arthur Kramer Elementary School	7131 Midbury	Dallas	75230	Rollin Gary	**TBD**
2022	George B. Dealey Vanguard	6501 Royal Ln.	Dallas	75230	Matthew Patrick	Will Wilkins
2023	Benjamin Franklin Middle School	6920 Meadow Rd.	Dallas	75230	Delmas Parker	Patricia Coil
2024	Benjamin Franklin Middle School	6920 Meadow Rd.	Dallas	75230	Delmas Parker	Patricia Coil
2041	Brentfield Primary School	6767 Brentfield Dr.	Dallas	75248	Lisa Hansen	Lenna Webb
2048	Dallas Fire Station #7	6010 Davenport	Dallas	75248	Shannon Warren	Pedro Lecca
2049	Prestonwood Elementary School	6525 La Cosa	Dallas	75248	Darlene Howell	Vacant
2050	Prestonwood Elementary School	6525 La Cosa	Dallas	75248	Darlene Howell	Vacant
2051	Spring Creek Elementary - Richardson ISD	7667 Round Rock	Dallas	75248	Jason Frannea	Janet Macfarland
2052	Northwood Hills Elementary School	14532 Meandering Way	Dallas	75254	Sharon Quinn	**TBD**
2053	Anne Frank Elementary School	5201 Celestial Rd.	Dallas	75254	Birl Smith	Prio Berger
2054	Anne Frank Elementary School	5201 Celestial Rd.	Dallas	75254	Birl Smith	Prio Berger
2055	Anne Frank Elementary School	5201 Celestial Rd.	Dallas	75254	Birl Smith	Prio Berger
2056	King of Glory Lutheran Church	6411 LBJ Freeway	Dallas	75240	**TBD**	Vacant
2057	Spring Valley Elementary School	13535 Spring Grove Rd.	Dallas	75240	John K. Delay, Jr.	Robin Goodpastor
2058	Park Central Baptist Church	7777 LBJ Freeway	Dallas	75240	Lee Gammill	Marcy C. Helfand
2079	Anne Frank Elementary School	5201 Celestial Rd.	Dallas	75254	Birl Smith	Prio Berger

DALLAS COUNTY
(Condado de Dallas)

DISTRICT 12

Precinct *(Recinto)*	Voting Location *(Lugar)*	Address *(Dirección)*	City *(Ciudad)*	Zip *(Código postal)*	Election Judge *(Juez electoral)*	Alternate Judge *(Juez suplente)*
2041	Brentfield Primary School	6767 Brentfield Dr.	Dallas	75248	Lisa Hansen	Leanna Webb
2042	Parkhill Junior High School	16500 Shadybank Dr.	Dallas	75248	Richard Summey	Vacant
2043	Brentfield Primary School	6767 Brentfield Dr.	Dallas	75248	Lisa Hansen	Leanna Webb
2044	James Bowie Elementary School - Richardson ISD	7643 La Manga Dr.	Dallas	75248	Connie Hutzell	Geraldine Slaughter
2045	Parkhill Junior High School	16500 Shadybank Dr.	Dallas	75248	Richard Summey	Vacant
2046	James Bowie Elementary School - Richardson ISD	7643 La Manga Dr.	Dallas	75248	Connie Hutzell	Geraldine Slaughter
2047	James Bowie Elementary School - Richardson ISD	7643 La Manga Dr.	Dallas	75248	Connie Hutzell	Geraldine Slaughter
2406	Josey Ranch Lake Library	1700 N. Keller Springs Rd.	Carrollton	75006	Scott Oxendine	Carolyn Rutkowski
2500	Greenwood Hills Elementary School	1313 West Shore Dr.	Richardson	75080	Vincent Gaines	Kathleen Lunson
2902	Addison Fire Department	4798 Airport Pkwy.	Addison	75001	Jonathan Smith	Mildred Weaver

COLLIN COUNTY

DISTRICT 12

Precinct *(Recinto)*	Voting Location *(Lugar)*	Address *(Dirección)*	City *(Ciudad)*	Zip *(Código postal)*	Election Judge *(Juez electoral)*	Alternate Judge *(Juez suplente)*
24	Mitchell Elementary School	4223 Briargrove Ln.	Dallas	75287	TBD	TBD
36	Haggar Elementary School	17820 Campbell Rd.	Dallas	75252	TBD	TBD
73	Haggar Elementary School	17820 Campbell Rd.	Dallas	75252	TBD	TBD
74	Renner-Frankford Library	6400 Frankford Rd.	Dallas	75252	TBD	TBD
79	Renner-Frankford Library	6400 Frankford Rd.	Dallas	75252	TBD	TBD
84	Mitchell Elementary School	4223 Briargrove Ln.	Dallas	75287	TBD	TBD
88	Haggar Elementary School	17820 Campbell Rd.	Dallas	75252	TBD	TBD
104	Haggar Elementary School	17820 Campbell Rd.	Dallas	75252	TBD	TBD
115	Haggar Elementary School	17820 Campbell Rd.	Dallas	75252	TBD	TBD
132	Mitchell Elementary School	4223 Briargrove Ln.	Dallas	75287	TBD	TBD
136	Haggar Elementary School	17820 Campbell Rd.	Dallas	75252	TBD	TBD
142	Renner-Frankford Library	6400 Frankford Rd.	Dallas	75252	TBD	TBD
164	Renner-Frankford Library	6400 Frankford Rd.	Dallas	75252	TBD	TBD

DENTON COUNTY

DISTRICT 12

Precinct *(Recinto)*	Voting Location *(Lugar)*	Address *(Dirección)*	City *(Ciudad)*	Zip *(Código postal)*	Election Judge *(Juez electoral)*	Alternate Judge *(Juez suplente)*
2000	Frankford Townhomes	18110 Marsh Ln.	Dallas	75287	TBD	TBD
2001	Frankford Townhomes	18110 Marsh Ln.	Dallas	75287	TBD	TBD
2002	Frankford Townhomes	18110 Marsh Ln.	Dallas	75287	TBD	TBD

DALLAS COUNTY
(Condado de Dallas)
DISTRICT 13

Precinct *(Recinto)*	**Voting Location** *(Lugar)*	**Address** *(Dirección)*	**City** *(Ciudad)*	**Zip** *(Código postal)*	**Election Judge** *(Juez electoral)*	**Alternate Judge** *(Juez suplente)*
1000	Dan D. Rogers Elementary School	5314 Abrams Rd.	Dallas	75214	Rhonda K. Green	Gayle Covey
1001	Vickery Baptist Church	5814 Ridgecrest Rd.	Dallas	75231	William Woods	Martha R. Maddox
1002	Vickery Baptist Church	5814 Ridgecrest Rd.	Dallas	75231	William Woods	Martha R. Maddox
1008	Lee McShan Jr. Elementary School	8307 Meadow Rd.	Dallas	75231	Anne Dankberg	Amir Boroujerdi
1009	Vickery Baptist Church	5814 Ridgecrest Rd.	Dallas	75231	William Woods	Martha R. Maddox
1011	Vickery Baptist Church	5814 Ridgecrest Rd.	Dallas	75231	William Woods	Martha R. Maddox
1012	Vickery Baptist Church	5814 Ridgecrest Rd.	Dallas	75231	William Woods	Martha R. Maddox
1126	Vickery Baptist Church	5814 Ridgecrest Rd.	Dallas	75231	William Woods	Martha R. Maddox
2002	Thomas C. Marsh Preparatory Academy	3838 Crown Shore	Dallas	75244	Susanne Boone	Kristen Williams
2003	W.T. White High School	4505 Ridgeside	Dallas	75244	Edward W. Simpson	Linda Love
2004	Nathan Adams Elementary School	12600 Welch Rd.	Dallas	75244	Melinda McCarley	Melanie Hope Smith
2005	Degolyer Elementary School	3453 Flair Dr.	Dallas	75229	Karyn Brownlee	James Harp
2006	John Calvin Presbyterian Church	4151 Royal Ln.	Dallas	75229	Lorene Kircher	Janice Henderson
2007	John Calvin Presbyterian Church	4151 Royal Ln.	Dallas	75229	Lorene Kircher	Janice Henderson
2008	John J. Pershing Elementary School	5715 Meaders Ln.	Dallas	75229	Caroline Austin	Edith Lyke
2009	L. G. Cigarroa Elementary School	9990 Webb Chapel Rd.	Dallas	75220	Kelly Reddell	Amy Wallace
2010	Edward Cary Middle School	3978 Killion Dr.	Dallas	75229	Ron Crouch	Maureen Waldie
2011	Walnut Hill Recreation Center	10011 Midway Rd.	Dallas	75229	Cynthia Castilla	Katherine McGovern
2013	Lovers Lane United Methodist Church	9200 Inwood Rd.	Dallas	75220	Rosa Buch	Laura Colhouer
2014	Lovers Lane United Methodist Church	9200 Inwood Rd.	Dallas	75220	Rosa Buch	Laura Colhouer
2015	Ewell D. Walker Middle School	12532 Nuestra Dr.	Dallas	75230	Christine Paul	Janice Schwarz
2018	Northaven United Methodist Church	11211 Preston Rd.	Dallas	75230	Vincent Reynolds	Jeffery Kogutt
2021	Preston Hollow United Methodist Church	6315 Walnut Hill Rd.	Dallas	75230	Catherine Monk	Marilyn Masters
2025	Preston Hollow Elementary School	6423 Walnut Hill Rd.	Dallas	75230	Charles Armstrong	Paula Leone
2026	Preston Hollow Elementary School	6424 Walnut Hill Rd.	Dallas	75230	Charles Armstrong	Paula Leone
2027	Our Redeemer Lutheran Church	7611 Park Ln.	Dallas	75225	Sandy Ammons	Pamela Brice
2029	Lovers Lane United Methodist Church	9200 Inwood Rd.	Dallas	75220	Rosa Buch	Laura Colhouer
2030	Our Redeemer Lutheran Church	7611 Park Ln.	Dallas	75225	Sandy Ammons	Pamela Brice
2033	Skillman Southwest Branch Library	5707 Skillman St.	Dallas	75206	Jonathan McKinnon	Teri Ervin
2034	Henry W. Longfellow - CEA	5314 Boaz	Dallas	75209	Nan McGee	Mary Beth McKenna
2077	Ewell D. Walker Middle School	12532 Nuestra Dr.	Dallas	75230	Christine Paul	Janice Schwarz
4001	Caillet Elementary School	3033 Merrell Rd.	Dallas	75229	Michele Valentino	Toni M. Nolen
4002	Caillet Elementary School	3033 Merrell Rd.	Dallas	75229	Michele Valentino	Toni M. Nolen
4003	Marcus Recreation Center	3003 Northaven Rd.	Dallas	75229	**TBD**	John Dupre
4004	Marcus Recreation Center	3003 Northaven Rd.	Dallas	75229	**TBD**	John Dupre

Precinct *(Recinto)*	**Voting Location** *(Lugar)*	**Address** *(Dirección)*	**City** *(Ciudad)*	**Zip** *(Código postal)*	**Election Judge** *(Juez electoral)*	**Alternate Judge** *(Juez suplente)*
4006	Degolyer Elementary School	3453 Flair Dr.	Dallas	75229	Karyn Brownlee	James Harp
4007	David G. Burnet Elementary School	3200 Kinkaid Dr.	Dallas	75220	Brent Sonntag	Sondra Monroe
4014	Sudie Williams Elementary School	4518 Pomona	Dallas	75209	Clark Will	Dorie Cranshaw
4018	Maple Lawn Elementary School	3120 Inwood Rd.	Dallas	75235	David Fisher	**TBD**
4092	David G. Burnet Elementary School	3200 Kinkaid Dr.	Dallas	75220	Brent Sonntag	Sondra Monroe
4094	Park Forest Branch Library	3421 Forest Ln.	Dallas	75234	Matthew G. Calvert	Marguerite Buccino
4095	Degolyer Elementary School	3453 Flair Dr.	Dallas	75229	Karyn Brownlee	James Harp
4096	Degolyer Elementary School	3453 Flair Dr.	Dallas	75229	Karyn Brownlee	James Harp
4099	Sudie Williams Elementary School	4518 Pomona	Dallas	75209	Clark Will	Dorie Cranshaw

DALLAS COUNTY
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DISTRICT 14

Precinct *(Recinto)*	**Voting Location** *(Lugar)*	**Address** *(Dirección)*	**City** *(Ciudad)*	**Zip** *(Código postal)*	**Election Judge** *(Juez electoral)*	**Alternate Judge** *(Juez suplente)*
1013	North Dallas High School	3120 N. Haskell Ave.	Dallas	75204	William C. Barnes	Richard Morgan
1015	Multiple Careers Magnet Center	4528 Rusk Ave.	Dallas	75204	Pamelia Lester	Steven Rayshell
1016	J.F.K. Learning Center	1802 Moser Ave.	Dallas	75206	Robert Sullivan	Rosita Strang
1017	J.F.K. Learning Center	1802 Moser Ave.	Dallas	75206	Robert Sullivan	Rosita Strang
1018	Ben Milam Elementary School - Dallas ISD	4200 McKinney Ave.	Dallas	75205	Jean Andrea Ball-Meza	William Waters
1019	Dallas Fire Station #17	6045 Belmont	Dallas	75206	Michelle Button	Michael Spearman
1020	Ben Milam Elementary School - Dallas ISD	4200 McKinney Ave.	Dallas	75205	Jean Andrea Ball-Meza	William Waters
1021	Oaklawn Branch Library	4100 Cedar Springs Rd.	Dallas	75219	Samuel Tornabene	**TBD**
1022	Oaklawn Branch Library	4100 Cedar Springs Rd.	Dallas	75219	Samuel Tornabene	**TBD**
1023	The Father's Church	2707 Abrams Rd.	Dallas	75214	Linda Newman	Randy Gregg
1050	Eduardo Mata Elementary School	7420 La Vista	Dallas	75214	Barbara Rosenberg	Brian Flores
1071	Lakewood Branch Library	6121 Worth St.	Dallas	75214	Robert Ackerman	Rosemary Underbrink
1073	Junius Heights Baptist Church	5429 Reiger Ave.	Dallas	75214	Cheri Ball-Meza	David Shaw
1075	Samuell Grand Recreation Center	6220 E. Grand Ave.	Dallas	75223	Lota Dunham	Virginia Montfort
1076	Eduardo Mata Elementary School	7420 La Vista	Dallas	75214	Barbara Rosenberg	Brian Flores
1117	North Dallas High School	3120 N. Haskell Ave.	Dallas	75204	William C. Barnes	Richard Morgan
1118	J. W. Ray Elementary School	2211 Caddo St.	Dallas	75204	Eddie Jimmerson, Jr.	Mary Harms
1120	J.F.K. Learning Center	1802 Moser Ave.	Dallas	75206	Robert Sullivan	Rosita Strang
1131	Grace United Methodist Church	4105 Junius St.	Dallas	75246	Gregory Raymond Byrne	Juliana Martinez
2031	Skillman Southwest Branch Library	5707 Skillman St.	Dallas	75206	Jonathan McKinnon	Teri Ervin
2032	Skillman Southwest Branch Library	5707 Skillman St.	Dallas	75206	Jonathan McKinnon	Teri Ervin
2033	Skillman Southwest Branch Library	5707 Skillman St.	Dallas	75206	Jonathan McKinnon	Teri Ervin
2035	Stonewall Jackson Elementary School	5828 Mockingbird Ln.	Dallas	75206	Marianna Adams	Mary Hairston
2036	Zion Lutheran Church	6121 E. Lovers Ln.	Dallas	75214	Lawrence A. Wainer	C. Dale McEowen
2037	Highland Park Middle School	3555 Granada Ave.	Dallas	75205	James Hairston	Vacant
2038	Geneva Hieghts Elementary School - DISD	2911 Delmar Ave.	Dallas	75206	Gloria Wright	Leslie St. John
2039	Geneva Hieghts Elementary School - DISD	2911 Delmar Ave.	Dallas	75206	Gloria Wright	Leslie St. John
2040	St. Andrews Presbyterian Church	3204 Skillman St.	Dallas	75214	Chisa Savage	Janice Bembry
2068	Dan D. Rogers Elementary School	5314 Abrams Rd.	Dallas	75214	Rhonda K. Green	Gayle Covey
2201	Highland Park Middle School	3555 Granada Ave.	Dallas	75205	James Hairston	Vacant
3000	William B. Travis Vanguard	3001 McKinney	Dallas	75204	Eric Haar	Hayward G. Henry
3006	Reverchon Recreation Center	3505 Maple Ave.	Dallas	75219	Collene Collins Goldman	Gerre Williams
3007	Reverchon Recreation Center	3505 Maple Ave.	Dallas	75219	Collene Collins Goldman	Gerre Williams
3008	Dallas County Courthouse - Allen	600 Commerce	Dallas	75202	Pamela Curry	**TBD**
3009	Exall Park Recreation Center	1355 Adair St.	Dallas	75204	Gary Foster	Kirk Kennedy

Precinct *(Recinto)*	**Voting Location** *(Lugar)*	**Address** *(Dirección)*	**City** *(Ciudad)*	**Zip** *(Código postal)*	**Election Judge** *(Juez electoral)*	**Alternate Judge** *(Juez suplente)*
3010	Exall Park Recreation Center	1355 Adair St.	Dallas	75204	Gary Foster	Kirk Kennedy
3081	Reverchon Recreation Center	3505 Maple Ave.	Dallas	75219	Collene Collins Goldman	Gerre Williams
3086	William B. Travis Vanguard	3001 McKinney	Dallas	75204	Eric Haar	Hayward G. Henry
4032	Reverchon Recreation Center	3505 Maple Ave.	Dallas	75219	Vivian Dudley	James Moyers
4102	Reverchon Recreation Center	3505 Maple Ave.	Dallas	75219	Vivian Dudley	James Moyers
4106	Reverchon Recreation Center	3505 Maple Ave.	Dallas	75219	Vivian Dudley	James Moyers

ATTACHMENT F

2019 Joint Election Participants

"Attachment F"

PCT	Reg. Voters	City in Election	City District	ISD in Election	ISD District	DCCCD	County
0018	3	Seagoville					KAUFMAN
001A	2,854	Rowlett					ROCKWALL
0024	2,212	Dallas	DA12				COLLIN
0029	110	Mesquite					KAUFMAN
002B	1,928	Rowlett					ROCKWALL
0036	1,919	Dallas	DA12				COLLIN
0048	2,990	Richardson					COLLIN
0055	2,668	Richardson					COLLIN
0073	1,675	Dallas	DA12				COLLIN
0074	1,744	Dallas	DA12				COLLIN
0078	2,191	Richardson					COLLIN
0079	2,475	Dallas	DA12				COLLIN
0084	2,251	Dallas	DA12				COLLIN
0088	2,259	Dallas	DA12				COLLIN
0094	151	Garland					COLLIN
0094	3,401	Richardson					COLLIN
0101	21	Grand Prairie					ELLIS
0104	2,567	Dallas	DA12				COLLIN
0110	2,622	Richardson					COLLIN
0115	2,789	Dallas	DA12				COLLIN
0125	8	Richardson					COLLIN
0125	4,424	Garland					COLLIN
0132	2,668	Dallas	DA12				COLLIN
0136	1,807	Dallas	DA12				COLLIN
0142	2,714	Dallas	DA12				COLLIN
0143	7	Carrollton					COLLIN
0144	17	Sachse					COLLIN
0153	3,663	Sachse					COLLIN
0164	812	Dallas	DA12				COLLIN
0170	1,683	Sachse					COLLIN
02000	3,985	Dallas	DA12	CFBISD			DENTON
02001	4,227	Dallas	DA12	CFBISD			DENTON
02002	5,221	Dallas	DA12	CFBISD			DENTON
02003	2,246	Carrollton		CFBISD			DENTON
02004	3,491	Carrollton		CFBISD			DENTON
02005	4,271	Carrollton		CFBISD			DENTON
02006	3,180	Carrollton					DENTON
02007	3,774	Carrollton					DENTON
02008	3,572	Carrollton					DENTON
02009	2,454	Carrollton		CFBISD			DENTON

PCT	Reg. Voters	City in Election	City District	ISD in Election	ISD District	DCCCD	County
02010	4,406	Carrollton		CFBISD			DENTON
02011	3,562	Carrollton		CFBISD			DENTON
02012	1,690	Carrollton					DENTON
02013	1,695	Carrollton					DENTON
02014	2,648	Carrollton					DENTON
02015	3,433	Carrollton					DENTON
02016	3,770	Carrollton					DENTON
02018	132	Carrollton					DENTON
02033	3,410	Carrollton					DENTON
1000	261	Dallas	DA09			DCCCD	
1000	503	Dallas	DA13			DCCCD	
1001	786	Dallas	DA13			DCCCD	
1002	1,353	Dallas	DA13			DCCCD	
1003	3,469	Dallas	DA10	RISD		DCCCD	
1003	15	Dallas	DA11	RISD		DCCCD	
1004	1,653	Dallas	DA10	RISD		DCCCD	
1005	2,417	Dallas	DA10	RISD		DCCCD	
1006	1,640	Dallas	DA10	RISD		DCCCD	
1007	405	Dallas	DA10	RISD		DCCCD	
1008	1,394	Dallas	DA13			DCCCD	
1009	1,045	Dallas	DA13			DCCCD	
1010	1,736	Dallas	DA11			DCCCD	
1011	808	Dallas	DA13			DCCCD	
1012	351	Dallas	DA13			DCCCD	
1013	4,139	Dallas	DA14			DCCCD	
1014	2,478	Dallas	DA02			DCCCD	
1015	1,977	Dallas	DA02			DCCCD	
1015	696	Dallas	DA14			DCCCD	
1016	262	Dallas	DA14			DCCCD	
1017	1,107	Dallas	DA14			DCCCD	
1018	243	Dallas	DA14			DCCCD	
1019	2,631	Dallas	DA14			DCCCD	
1020	1,344	Dallas	DA14			DCCCD	
1021	1,605	Dallas	DA14			DCCCD	
1022	3,662	Dallas	DA14			DCCCD	
1023	1,919	Dallas	DA14			DCCCD	
1026	602	Dallas	DA10	RISD		DCCCD	
1027	3,705	Dallas	DA10	RISD		DCCCD	
1028	1,501	Dallas	DA10	RISD		DCCCD	
1029	3	Dallas	DA11	RISD		DCCCD	
1029	1,686	Dallas	DA10	RISD		DCCCD	
1030	2,426	Dallas	DA10	RISD		DCCCD	
1032	780	Dallas	DA11	RISD		DCCCD	
1033	1,266	Dallas	DA11	RISD		DCCCD	

PCT	Reg. Voters	City in Election	City District	ISD in Election	ISD District	DCCCD	County
1035	257	Dallas	DA11	RISD		DCCCD	
1036	837	Dallas	DA11	RISD		DCCCD	
1037	1,564	Dallas	DA11	RISD		DCCCD	
1038	2,641	Dallas	DA10	RISD		DCCCD	
1038	4	Dallas	DA10	GISD		DCCCD	
1039	275	Dallas	DA10	RISD		DCCCD	
1040	2,827	Dallas	DA10	RISD		DCCCD	
1041	948	Dallas	DA10	RISD		DCCCD	
1042	1,374	Dallas	DA10	RISD		DCCCD	
1043	2,237	Dallas	DA10	RISD		DCCCD	
1044	2,170	Dallas	DA10	RISD		DCCCD	
1045	1,532	Dallas	DA09			DCCCD	
1045	473	Dallas	DA10			DCCCD	
1046	320	Dallas	DA10			DCCCD	
1047	1,388	Dallas	DA09			DCCCD	
1048	2,577	Dallas	DA09			DCCCD	
1049	2,363	Dallas	DA10	RISD		DCCCD	
1050	144	Dallas	DA14			DCCCD	
1051	225	Dallas	DA09			DCCCD	
1052	3,302	Dallas	DA09			DCCCD	
1054	1,497	Dallas	DA09			DCCCD	
1055	858	Dallas	DA09			DCCCD	
1056	980	Dallas	DA09			DCCCD	
1057	1,905	Dallas	DA09			DCCCD	
1058	1,996	Dallas	DA09			DCCCD	
1059	1,622	Dallas	DA09			DCCCD	
1060	4,092	Dallas	DA09			DCCCD	
1061	1,343	Dallas	DA09			DCCCD	
1062	41	Dallas	DA09			DCCCD	
1062	9	Mesquite		MISD		DCCCD	
1063	1,678	Dallas	DA07			DCCCD	
1064	161	Dallas	DA07			DCCCD	
1065	2,846	Dallas	DA07			DCCCD	
1067	12	Dallas	DA07	MISD		DCCCD	
1068	45	Dallas	DA09			DCCCD	
1069	50	Dallas	DA02			DCCCD	
1070	1,754	Dallas	DA02			DCCCD	
1071	2,693	Dallas	DA14			DCCCD	
1073	1,695	Dallas	DA02			DCCCD	
1073	1,090	Dallas	DA14			DCCCD	
1074	1,410	Dallas	DA02			DCCCD	
1075	1,212	Dallas	DA02			DCCCD	
1075	572	Dallas	DA14			DCCCD	
1076	2,002	Dallas	DA14			DCCCD	

PCT	Reg. Voters	City in Election	City District	ISD in Election	ISD District	DCCCD	County
1078	679	Dallas	DA09			DCCCD	
1078	569	Dallas	DA07			DCCCD	
1079	1,376	Dallas	DA07			DCCCD	
1079	424	Dallas	DA09			DCCCD	
1080	1,059	Dallas	DA07			DCCCD	
1081	2,801	Dallas	DA07			DCCCD	
1082	315	Dallas	DA07			DCCCD	
1083	495	Dallas	DA05			DCCCD	
1083	1,207	Dallas	DA07			DCCCD	
1084	3,120	Dallas	DA07			DCCCD	
1085	1,166	Dallas	DA05			DCCCD	
1085	80	Dallas	DA07			DCCCD	
1086	512	Dallas	DA07			DCCCD	
1087	3,145	Dallas	DA07			DCCCD	
1088	1,454	Dallas	DA05			DCCCD	
1088	584	Dallas	DA07			DCCCD	
1089	2,050	Dallas	DA07			DCCCD	
1090	2,202	Dallas	DA05			DCCCD	
1091	1,960	Dallas	DA05	DISD	DA04	DCCCD	
1091	191	Dallas	DA07	DISD	DA04	DCCCD	
1092	2,665	Dallas	DA07	DISD	DA04	DCCCD	
1092	665	Dallas	DA07			DCCCD	
1092	154	Dallas	DA05	DISD	DA04	DCCCD	
1093	1,683	Dallas	DA07	DISD	DA04	DCCCD	
1093	3	Dallas	DA07	MISD		DCCCD	
1094	1,314	Dallas	DA05			DCCCD	
1095	1,410	Dallas	DA05	DISD	DA04	DCCCD	
1096	1,408	Dallas	DA05	DISD	DA04	DCCCD	
1097	2,659	Dallas	DA05	DISD	DA04	DCCCD	
1098	2,061	Dallas	DA05	DISD	DA04	DCCCD	
1099	67	Dallas	DA05	DISD	DA04	DCCCD	
1100	1,464	Dallas	DA05			DCCCD	
1100	1,598	Dallas	DA08			DCCCD	
1100	2	Dallas	DA07			DCCCD	
1101	1,174	Dallas	DA05	DISD	DA04	DCCCD	
1101	454	Dallas	DA05			DCCCD	
1102	1,894	Dallas	DA05	DISD	DA04	DCCCD	
1103	451	Dallas	DA05	DISD	DA04	DCCCD	
1104	2,588	Dallas	DA05	DISD	DA04	DCCCD	
1105	39	Dallas	DA05	DISD	DA04	DCCCD	
1106	267	Dallas	DA05	DISD	DA04	DCCCD	
1107	767	Dallas	DA05	DISD	DA04	DCCCD	
1108	2,418	Dallas	DA05	DISD	DA04	DCCCD	
1108	43	Dallas	DA08	DISD	DA04	DCCCD	
1109	487	Dallas	DA08	DISD	DA04	DCCCD	
1109	26	Dallas	DA05	DISD	DA04	DCCCD	
1110	29	Dallas	DA05	DISD	DA04	DCCCD	

PCT	Reg. Voters	City in Election	City District	ISD in Election	ISD District	DCCCD	County
1111	1,362	Dallas	DA08	DISD	DA04	DCCCD	
1112	570	Dallas	DA02			DCCCD	
1113	217	Dallas	DA05			DCCCD	
1114	759	Dallas	DA07			DCCCD	
1115	1,373	Dallas	DA09			DCCCD	
1116	1,360	Dallas	DA09			DCCCD	
1117	2,468	Dallas	DA14			DCCCD	
1118	1,494	Dallas	DA14			DCCCD	
1119	1,528	Dallas	DA02			DCCCD	
1119	568	Dallas	DA07			DCCCD	
1120	1,138	Dallas	DA02			DCCCD	
1120	392	Dallas	DA14			DCCCD	
1121	2,252	Dallas	DA09			DCCCD	
1121	16	Dallas	DA09	GISD		DCCCD	
1122	367	Dallas	DA02			DCCCD	
1124	4	Dallas	DA08			DCCCD	
1125	2	Mesquite		GISD		DCCCD	
1125	188	Dallas	DA09	GISD		DCCCD	
1125	1,936	Dallas	DA09			DCCCD	
1126	924	Dallas	DA13			DCCCD	
1127	709	Dallas	DA11	RISD		DCCCD	
1128	668	Dallas	DA10	RISD		DCCCD	
1129	137	Dallas	DA10	RISD		DCCCD	
1130	1,598	Dallas	DA02			DCCCD	
1131	738	Dallas	DA14			DCCCD	
1131	563	Dallas	DA02			DCCCD	
1132	45	Dallas	DA02			DCCCD	
1133	334	Dallas	DA09			DCCCD	
1134	470	Dallas	DA07			DCCCD	
1135	1,558	Dallas	DA05	DISD	DA04	DCCCD	
1136	3	Dallas	DA08	DISD	DA04	DCCCD	
1137	30	Dallas	DA09			DCCCD	
1139	8	Mesquite		MISD		DCCCD	
1300	2,508	Mesquite		MISD		DCCCD	
1300	9	Dallas	DA09			DCCCD	
1301	2,560	Mesquite		MISD		DCCCD	
1302	2,418	Mesquite		MISD		DCCCD	
1303	8	Dallas	DA07			DCCCD	
1303	134	Mesquite				DCCCD	
1304	1,500	Mesquite		MISD		DCCCD	
1305	1,568	Mesquite		MISD		DCCCD	
1307	221	Mesquite				DCCCD	
1308	1,951	Mesquite		MISD		DCCCD	
1309	402	Mesquite		MISD		DCCCD	
1310	2,837	Mesquite		MISD		DCCCD	

PCT	Reg. Voters	City in Election	City District	ISD in Election	ISD District	DCCCD	County
1311	2,208	Mesquite		MISD		DCCCD	
1312	1,028	Mesquite		MISD		DCCCD	
1313	344	Mesquite		MISD		DCCCD	
1314	2,285	Mesquite		MISD		DCCCD	
1314	62	Mesquite		DISD	DA04	DCCCD	
1315	16	Mesquite		MISD		DCCCD	
1316	840	Mesquite		MISD		DCCCD	
1500	2,229	Richardson		RISD		DCCCD	
1501	2,152	Richardson		RISD		DCCCD	
1502	3,464	Richardson		RISD		DCCCD	
1503	2,470	Richardson		RISD		DCCCD	
1504	1,825	Richardson		RISD		DCCCD	
1700	2,119	Garland		GISD		DCCCD	
1701	2,006	Garland	GA08	GISD		DCCCD	
1702	2,771	Garland	GA08	GISD		DCCCD	
1702	23	Garland	GA07	GISD		DCCCD	
1703	2,798	Garland	GA06	GISD		DCCCD	
1704	1,323	Garland	GA06	RISD		DCCCD	
1705	1,916	Garland	GA06	RISD		DCCCD	
1706	2,901	Garland	GA06	GISD		DCCCD	
1707	796	Garland	GA06	GISD		DCCCD	
1707	14	Garland		GISD		DCCCD	
1707	12	Garland				DCCCD	
1708	620	Garland		GISD		DCCCD	
1709	3,460	Garland		GISD		DCCCD	
1710	1,571	Garland		GISD		DCCCD	
1711	87	Garland	GA08	GISD		DCCCD	
1711	2,040	Garland		GISD		DCCCD	
1712	2,005	Garland	GA08	GISD		DCCCD	
1713	1,129	Garland		GISD		DCCCD	
1714	1,930	Garland		GISD		DCCCD	
1715	1,607	Garland		GISD		DCCCD	
1716	2,163	Garland	GA03	GISD		DCCCD	
1717	3,289	Garland		GISD		DCCCD	
1718	1,512	Garland		GISD		DCCCD	
1719	2,609	Garland		GISD		DCCCD	
1720	2,711	Garland		GISD		DCCCD	
1721	1,861	Garland		MISD		DCCCD	
1721	144	Garland		GISD		DCCCD	
1721	48	Mesquite		MISD		DCCCD	
1722	3,031	Garland		GISD		DCCCD	
1723	222	Garland		GISD		DCCCD	
1724	98	Garland		MISD		DCCCD	
1725	472	Garland		GISD		DCCCD	
1726	1,839	Garland		GISD		DCCCD	

PCT	Reg. Voters	City in Election	City District	ISD in Election	ISD District	DCCCD	County
1727	236	Garland		GISD		DCCCD	
1728	1,347	Garland		GISD		DCCCD	
1729	1,549	Garland		GISD		DCCCD	
2000	9	Dallas	DA06			DCCCD	
2001	29	Dallas	DA06			DCCCD	
2002	1,221	Dallas	DA13			DCCCD	
2003	2,638	Dallas	DA13			DCCCD	
2004	1,744	Dallas	DA13			DCCCD	
2005	998	Dallas	DA13			DCCCD	
2006	1,482	Dallas	DA13			DCCCD	
2007	2,891	Dallas	DA13			DCCCD	
2008	1,458	Dallas	DA13			DCCCD	
2009	1,966	Dallas	DA13			DCCCD	
2010	1,383	Dallas	DA13			DCCCD	
2011	1,991	Dallas	DA13			DCCCD	
2012	1,660	Dallas	DA06			DCCCD	
2013	1,236	Dallas	DA13			DCCCD	
2014	507	Dallas	DA13			DCCCD	
2015	1,131	Dallas	DA13			DCCCD	
2016	3,048	Dallas	DA11			DCCCD	
2016	312	Dallas	DA11	RISD		DCCCD	
2017	1,700	Dallas	DA11	RISD		DCCCD	
2018	831	Dallas	DA13			DCCCD	
2019	1,706	Dallas	DA11			DCCCD	
2020	2,454	Dallas	DA11			DCCCD	
2020	1	Dallas	DA11	RISD		DCCCD	
2020	1	Dallas	DA10	RISD		DCCCD	
2021	3,544	Dallas	DA13			DCCCD	
2022	715	Dallas	DA11			DCCCD	
2023	1,250	Dallas	DA11			DCCCD	
2024	1,463	Dallas	DA11			DCCCD	
2025	2,538	Dallas	DA13			DCCCD	
2026	2,869	Dallas	DA13			DCCCD	
2027	1,586	Dallas	DA13			DCCCD	
2029	1,282	Dallas	DA13			DCCCD	
2029	330	Dallas	DA13	HPISD		DCCCD	
2030	873	Dallas	DA13			DCCCD	
2030	1,016	Dallas	DA13	HPISD		DCCCD	
2031	3,616	Dallas	DA14			DCCCD	
2032	1,904	Dallas	DA14			DCCCD	
2033	3	Dallas	DA13			DCCCD	
2033	1,951	Dallas	DA14			DCCCD	
2034	1,312	Dallas	DA13			DCCCD	
2034	186	Dallas	DA13	HPISD		DCCCD	
2035	1,727	Dallas	DA14			DCCCD	

PCT	Reg. Voters	City in Election	City District	ISD in Election	ISD District	DCCCD	County
2036	1,441	Dallas	DA14			DCCCD	
2036	898	Dallas	DA09			DCCCD	
2037	1,030	Dallas	DA14			DCCCD	
2038	3,158	Dallas	DA14			DCCCD	
2039	2,821	Dallas	DA14			DCCCD	
2040	1,650	Dallas	DA14			DCCCD	
2041	4,166	Dallas	DA11			DCCCD	
2041	32	Dallas	DA12	RISD		DCCCD	
2041	38	Dallas	DA11	RISD		DCCCD	
2042	2,945	Dallas	DA12	RISD		DCCCD	
2043	2,035	Dallas	DA12	RISD		DCCCD	
2044	1,020	Dallas	DA12	RISD		DCCCD	
2045	1,836	Dallas	DA12	RISD		DCCCD	
2046	1,760	Dallas	DA12	RISD		DCCCD	
2047	2,294	Dallas	DA12	RISD		DCCCD	
2048	3,919	Dallas	DA11			DCCCD	
2049	967	Dallas	DA11	RISD		DCCCD	
2049	597	Dallas	DA11			DCCCD	
2050	925	Dallas	DA11	RISD		DCCCD	
2050	734	Dallas	DA11			DCCCD	
2051	2,403	Dallas	DA11	RISD		DCCCD	
2052	183	Dallas	DA11			DCCCD	
2052	1,191	Dallas	DA11	RISD		DCCCD	
2053	2,535	Dallas	DA11			DCCCD	
2054	2,683	Dallas	DA11			DCCCD	
2055	1,558	Dallas	DA11			DCCCD	
2055	1	Dallas	DA11	RISD		DCCCD	
2056	606	Dallas	DA11			DCCCD	
2056	717	Dallas	DA11	RISD		DCCCD	
2057	517	Dallas	DA11	RISD		DCCCD	
2058	1,121	Dallas	DA11	RISD		DCCCD	
2059	1,220	Dallas	DA10	RISD		DCCCD	
2060	2,596	Dallas	DA10	RISD		DCCCD	
2061	2,833	Dallas	DA10	RISD		DCCCD	
2061	54	Dallas	DA10			DCCCD	
2062	2,163	Dallas	DA10	RISD		DCCCD	
2063	725	Dallas	DA10	RISD		DCCCD	
2064	3	Dallas	DA10	GISD		DCCCD	
2064	1,648	Dallas	DA10	RISD		DCCCD	
2064	282	Dallas	DA10			DCCCD	
2065	2,403	Dallas	DA09			DCCCD	
2066	1,465	Dallas	DA10	RISD		DCCCD	
2067	1,247	Dallas	DA09			DCCCD	
2068	2,079	Dallas	DA09			DCCCD	
2068	286	Dallas	DA14			DCCCD	
2069	2,856	Dallas	DA09			DCCCD	

PCT	Reg. Voters	City in Election	City District	ISD in Election	ISD District	DCCCD	County
2070	1,288	Dallas	DA09			DCCCD	
2071	1,899	Dallas	DA09			DCCCD	
2072	2,831	Dallas	DA09			DCCCD	
2073	967	Dallas	DA09			DCCCD	
2074	557	Dallas	DA06	COPISD		DCCCD	
2076	12	Dallas	DA06			DCCCD	
2077	1,293	Dallas	DA13			DCCCD	
2079	1,936	Dallas	DA11			DCCCD	
2200	1,110			HPISD		DCCCD	
2200	699					DCCCD	
2201	1,762			HPISD		DCCCD	
2201	1	Dallas	DA14			DCCCD	
2202	1,883			HPISD		DCCCD	
2203	1,528			HPISD		DCCCD	
2220	1,732			HPISD		DCCCD	
2221	3,357			HPISD		DCCCD	
2222	2,901			HPISD		DCCCD	
2223	2					DCCCD	
2223	1,544			HPISD		DCCCD	
2224	1,924			HPISD		DCCCD	
2225	1,653			HPISD		DCCCD	
2226	2,685			HPISD		DCCCD	
2300	1,326	Farmers Branch		CFBISD		DCCCD	
2301	2,259	Farmers Branch		CFBISD		DCCCD	
2302	1,479	Farmers Branch	FB01	CFBISD		DCCCD	
2302	261	Farmers Branch		CFBISD		DCCCD	
2303	2,340	Farmers Branch		CFBISD		DCCCD	
2303	107	Farmers Branch	FB01	CFBISD		DCCCD	
2305	444	Farmers Branch	FB04			DCCCD	
2305	727	Farmers Branch		CFBISD		DCCCD	
2305	940	Farmers Branch				DCCCD	
2305	1,364	Farmers Branch	FB04	CFBISD		DCCCD	
2306	1,274	Farmers Branch	FB04			DCCCD	
2307	676	Farmers Branch	FB04			DCCCD	
2308	1	Farmers Branch		CFBISD		DCCCD	
2308	291	Farmers Branch	FB01	CFBISD		DCCCD	
2309	993	Farmers Branch		CFBISD		DCCCD	
2310	2,068	Farmers Branch		CFBISD		DCCCD	
2310	81	Farmers Branch				DCCCD	
2311	380	Farmers Branch	FB01	CFBISD		DCCCD	
2311	146	Farmers Branch		CFBISD		DCCCD	
2312	77	Farmers Branch				DCCCD	
2312	2	Farmers Branch		CFBISD		DCCCD	
2400	162	Carrollton		CFBISD		DCCCD	
2401	2,516	Carrollton		CFBISD		DCCCD	
2401	669	Carrollton				DCCCD	

PCT	Reg. Voters	City in Election	City District	ISD in Election	ISD District	DCCCD	County
2402	3,113	Carrollton		CFBISD		DCCCD	
2403	3	Carrollton				DCCCD	
2403	2	Addison				DCCCD	
2404	1,963	Carrollton		CFBISD		DCCCD	
2405	3,292	Carrollton		CFBISD		DCCCD	
2405	72	Carrollton				DCCCD	
2406	3,067	Carrollton				DCCCD	
2406	16	Dallas	DA12			DCCCD	
2406	26	Carrollton		CFBISD		DCCCD	
2407	3,849	Carrollton		CFBISD		DCCCD	
2408	1,509	Carrollton		CFBISD		DCCCD	
2409	2,181	Carrollton		CFBISD		DCCCD	
2410	1,660	Carrollton				DCCCD	
2410	16	Carrollton		CFBISD		DCCCD	
2411	724	Carrollton		CFBISD		DCCCD	
2500	2,609	Richardson		RISD		DCCCD	
2500	1	Dallas	DA12	RISD		DCCCD	
2501	1,375	Richardson		RISD		DCCCD	
2502	1,815	Richardson		RISD		DCCCD	
2503	2,572	Richardson		RISD		DCCCD	
2504	1,351	Richardson		RISD		DCCCD	
2505	2,877	Richardson		RISD		DCCCD	
2506	2,151	Richardson		RISD		DCCCD	
2507	2,128	Richardson		RISD		DCCCD	
2508	3,152	Richardson		RISD		DCCCD	
2509	2,911	Richardson		RISD		DCCCD	
2510	1,759	Richardson		RISD		DCCCD	
2511	1,954	Richardson		RISD		DCCCD	
2512	1,437	Richardson		RISD		DCCCD	
2513	2,703	Richardson		RISD		DCCCD	
2514	2,656	Richardson		RISD		DCCCD	
2601	800	Irving		CFBISD		DCCCD	
2601	1,165	Irving		COPISD		DCCCD	
2602	2,811	Irving		CFBISD		DCCCD	
2603	1,433	Irving		COPISD		DCCCD	
2603	1,519	Irving		CFBISD		DCCCD	
2604	2,689	Irving		CFBISD		DCCCD	
2605	8	Irving		CFBISD		DCCCD	
2605	2,243	Irving		COPISD		DCCCD	
2700	866	Garland	GA07	GISD		DCCCD	
2700	2,295	Garland	GA07	RISD		DCCCD	
2701	564	Garland		GISD		DCCCD	
2701	2,102	Garland		RISD		DCCCD	
2701	1,207	Garland	GA07	GISD		DCCCD	
2701	1	Richardson		GISD		DCCCD	
2701	23	Richardson		RISD		DCCCD	

PCT	Reg. Voters	City in Election	City District	ISD in Election	ISD District	DCCCD	County
2702	4,605	Garland		GISD		DCCCD	
2702	4	Richardson		GISD		DCCCD	
2703	1,344	Garland	GA07	GISD		DCCCD	
2704	3,364	Garland	GA07	GISD		DCCCD	
2705	2,070	Garland	GA07	GISD		DCCCD	
2706	2,730	Garland	GA07	GISD		DCCCD	
2707	2,320	Garland	GA07	GISD		DCCCD	
2707	1,049	Garland	GA08	GISD		DCCCD	
2708	695	Garland		GISD		DCCCD	
2708	3,729	Garland	GA08	GISD		DCCCD	
2709	34	Garland		GISD		DCCCD	
2709	1,324	Garland	GA08	GISD		DCCCD	
2710	2,529	Garland		GISD		DCCCD	
2711	2,510	Garland		GISD		DCCCD	
2712	4,111	Garland		GISD		DCCCD	
2713	1,728	Garland	GA03	GISD		DCCCD	
2714	1,335	Garland		GISD		DCCCD	
2714	3,018	Garland	GA03	GISD		DCCCD	
2715	2,770	Garland	GA08	GISD		DCCCD	
2716	1,620	Garland		GISD		DCCCD	
2717	4			GISD		DCCCD	
2801	3,287			COPISD		DCCCD	
2802	4,256			COPISD		DCCCD	
2803	1,318			COPISD		DCCCD	
2804	2,349			COPISD		DCCCD	
2804	27			CFBISD		DCCCD	
2805	4,054			COPISD		DCCCD	
2806	2,442			COPISD		DCCCD	
2807	2,319			COPISD		DCCCD	
2807	26			CFBISD		DCCCD	
2808	2,892			COPISD		DCCCD	
2809	2,837			CFBISD		DCCCD	
2810	27			COPISD		DCCCD	
2900	2,905	Addison				DCCCD	
2901	1,615	Addison		CFBISD		DCCCD	
2902	2,123	Addison				DCCCD	
2902	50	Dallas	DA12			DCCCD	
2903	2,231	Addison				DCCCD	
2904	10	Addison				DCCCD	
2905	458	Addison				DCCCD	
2910	62	Lewisville		COPISD		DCCCD	
2911	255	Lewisville		COPISD		DCCCD	
2920	3,472	Rowlett		GISD		DCCCD	
2921	4,252	Rowlett		GISD		DCCCD	

PCT	Reg. Voters	City in Election	City District	ISD in Election	ISD District	DCCCD	County
2922	308			GISD		DCCCD	
2922	5,151	Rowlett		GISD		DCCCD	
2923	3,538	Rowlett		GISD		DCCCD	
2924	2,042	Rowlett		GISD		DCCCD	
2925	3,100	Rowlett		GISD		DCCCD	
2926	2,209	Rowlett		GISD		DCCCD	
2927	5,304	Rowlett		GISD		DCCCD	
2928	2,806	Rowlett		GISD		DCCCD	
2929	1,367	Rowlett		GISD		DCCCD	
2940	1,579	Sachse		GISD		DCCCD	
2941	4,721	Sachse		GISD		DCCCD	
2942	3,850	Sachse		GISD		DCCCD	
2942	879			GISD		DCCCD	
3000	3,932	Dallas	DA14	DISD	DA05	DCCCD	
3001	357	Dallas	DA03			DCCCD	
3001	160	Dallas	DA03	DUISD		DCCCD	
3002	1,406	Dallas	DA03			DCCCD	
3003	1,761	Dallas	DA03			DCCCD	
3004	1,851	Dallas	DA03			DCCCD	
3005	515	Dallas	DA02	DISD	DA05	DCCCD	
3006	3,241	Dallas	DA14	DISD	DA05	DCCCD	
3006	615	Dallas	DA02	DISD	DA05	DCCCD	
3007	1,383	Dallas	DA14	DISD	DA05	DCCCD	
3008	2,611	Dallas	DA14			DCCCD	
3008	2,433	Dallas	DA02			DCCCD	
3008	1,980	Dallas	DA14	DISD	DA05	DCCCD	
3008	918	Dallas	DA02	DISD	DA05	DCCCD	
3009	2,488	Dallas	DA14			DCCCD	
3010	444	Dallas	DA14			DCCCD	
3010	4	Dallas	DA02			DCCCD	
3011	1,423	Dallas	DA02			DCCCD	
3012	161	Dallas	DA07			DCCCD	
3013	644	Dallas	DA08	DISD	DA04	DCCCD	
3013	160			DISD	DA04	DCCCD	
3014	9	Seagoville		DISD	DA04	DCCCD	
3014	1,410	Dallas	DA08	MISD		DCCCD	
3014	737	Dallas	DA08	DISD	DA04	DCCCD	
3015	242	Dallas	DA08	DISD	DA04	DCCCD	
3015	2	Balch Springs	BS03	DISD	DA04	DCCCD	
3016	1,532	Dallas	DA02			DCCCD	
3016	4	Dallas	DA02	DISD	DA05	DCCCD	
3016	281	Dallas	DA07			DCCCD	
3017	817	Dallas	DA07			DCCCD	
3018	1,812	Dallas	DA07			DCCCD	
3019	898	Dallas	DA07			DCCCD	
3020	210	Dallas	DA07			DCCCD	
3021	1,094	Dallas	DA07			DCCCD	

PCT	Reg. Voters	City in Election	City District	ISD in Election	ISD District	DCCCD	County
3022	1,913	Dallas	DA07			DCCCD	
3023	1,298	Dallas	DA07			DCCCD	
3024	1,629	Dallas	DA07			DCCCD	
3025	188	Dallas	DA07			DCCCD	
3026	810	Dallas	DA07			DCCCD	
3027	1,329	Dallas	DA07			DCCCD	
3028	969	Dallas	DA07			DCCCD	
3029	859	Dallas	DA07			DCCCD	
3030	19			DISD	DA04	DCCCD	
3031	708	Dallas	DA08	DISD	DA04	DCCCD	
3032	1,229	Dallas	DA01	DISD	DA07	DCCCD	
3033	488	Dallas	DA04	DISD	DA05	DCCCD	
3034	1,363	Dallas	DA04	DISD	DA05	DCCCD	
3035	1,539	Dallas	DA04	DISD	DA05	DCCCD	
3036	37	Dallas	DA04			DCCCD	
3037	396	Dallas	DA04	DISD	DA05	DCCCD	
3038	823	Dallas	DA04	DISD	DA05	DCCCD	
3039	2,100	Dallas	DA04	DISD	DA05	DCCCD	
3040	1,432	Dallas	DA04			DCCCD	
3041	164	Dallas	DA04			DCCCD	
3042	1,498	Dallas	DA04	DISD	DA05	DCCCD	
3043	2,034	Dallas	DA04	DISD	DA05	DCCCD	
3044	2,620	Dallas	DA04	DISD	DA05	DCCCD	
3045	550	Dallas	DA07	DISD	DA05	DCCCD	
3046	2,241	Dallas	DA04			DCCCD	
3047	1,948	Dallas	DA04			DCCCD	
3048	2,461	Dallas	DA04	DISD	DA05	DCCCD	
3049	1,967	Dallas	DA04	DISD	DA05	DCCCD	
3050	1,702	Dallas	DA04	DISD	DA05	DCCCD	
3050	220	Dallas	DA03	DISD	DA05	DCCCD	
3051	187	Dallas	DA04	DISD	DA05	DCCCD	
3051	669	Dallas	DA03	DISD	DA05	DCCCD	
3052	2,718	Dallas	DA04	DISD	DA05	DCCCD	
3053	2,109	Dallas	DA03			DCCCD	
3053	509	Dallas	DA08			DCCCD	
3053	5	Dallas	DA03	DUISD		DCCCD	
3054	2,482	Dallas	DA03			DCCCD	
3055	2,202	Dallas	DA03			DCCCD	
3056	2,170	Dallas	DA04			DCCCD	
3057	2,161	Dallas	DA03			DCCCD	
3057	353	Dallas	DA04			DCCCD	
3058	1,326	Dallas	DA03			DCCCD	
3058	773	Dallas	DA04			DCCCD	
3059	1,224	Dallas	DA03			DCCCD	
3060	1,454	Dallas	DA03			DCCCD	

PCT	Reg. Voters	City in Election	City District	ISD in Election	ISD District	DCCCD	County
3061	1,654	Dallas	DA08	DISD	DA05	DCCCD	
3062	2,893	Dallas	DA08	DISD	DA05	DCCCD	
3063	520	Dallas	DA03			DCCCD	
3063	3,216	Dallas	DA08			DCCCD	
3064	2,383	Dallas	DA08			DCCCD	
3065	2,340	Dallas	DA08			DCCCD	
3066	2,034	Dallas	DA08			DCCCD	
3067	1,019	Dallas	DA08			DCCCD	
3067	1,819	Dallas	DA08	DUISD		DCCCD	
3068	3,635	Dallas	DA08			DCCCD	
3069	1,782	Dallas	DA08	DISD	DA05	DCCCD	
3070	3,067	Dallas	DA08	DISD	DA05	DCCCD	
3071	2,574	Dallas	DA08	DISD	DA05	DCCCD	
3072	31	Dallas	DA08	DISD	DA05	DCCCD	
3072	49	Dallas	DA04	DISD	DA05	DCCCD	
3073	189	Dallas	DA08	DISD	DA05	DCCCD	
3074	731	Dallas	DA08			DCCCD	
3075	197	Dallas	DA08	DISD	DA05	DCCCD	
3075	5	Dallas	DA08	LISD	LA06	DCCCD	
3077	2,964	Dallas	DA03	DUISD		DCCCD	
3078	2,047	Dallas	DA03	DUISD		DCCCD	
3078	863	Dallas	DA03	CHISD		DCCCD	
3079	315	Dallas	DA08	MISD		DCCCD	
3079	330	Dallas	DA08	DISD	DA04	DCCCD	
3080	1,221	Dallas	DA08	DISD	DA04	DCCCD	
3081	1,560	Dallas	DA14	DISD	DA05	DCCCD	
3082	2,961	Dallas	DA08			DCCCD	
3082	10	Dallas	DA05			DCCCD	
3082	55	Dallas	DA08	DISD	DA04	DCCCD	
3083	1,503	Dallas	DA08	DISD	DA04	DCCCD	
3083	97			DISD	DA04	DCCCD	
3084	1,165	Dallas	DA01	DISD	DA07	DCCCD	
3086	3,645	Dallas	DA14	DISD	DA05	DCCCD	
3088	43	Dallas	DA03			DCCCD	
3089	31	Dallas	DA02	DISD	DA05	DCCCD	
3090	1,475	Dallas	DA02			DCCCD	
3090	24	Dallas	DA07			DCCCD	
3092	1,627	Dallas	DA03			DCCCD	
3092	7	Dallas	DA03	DUISD		DCCCD	
3093	12	Dallas	DA08	DISD	DA04	DCCCD	
3094	1	Dallas	DA01	DISD	DA05	DCCCD	
3097	174	Dallas	DA04	DISD	DA05	DCCCD	
3098	196	Dallas	DA03	DISD	DA05	DCCCD	
3098	54	Dallas	DA04	DISD	DA05	DCCCD	
3099	331	Dallas	DA08	DISD	DA05	DCCCD	

PCT	Reg. Voters	City in Election	City District	ISD in Election	ISD District	DCCCD	County
3100	2,190	Cedar Hill		CHISD		DCCCD	
3100	20			CHISD		DCCCD	
3101	496	Cedar Hill		CHISD		DCCCD	
3101	189			DEISD		DCCCD	
3101	6	Cedar Hill		DEISD		DCCCD	
3101	5			CHISD		DCCCD	
3102	2,967	Cedar Hill		CHISD		DCCCD	
3103	2,237	Cedar Hill		CHISD		DCCCD	
3103	737	Cedar Hill		DUISD		DCCCD	
3104	4,619	Cedar Hill		CHISD		DCCCD	
3104	132	Cedar Hill		DUISD		DCCCD	
3105	2,327	Cedar Hill		CHISD		DCCCD	
3105	89	Cedar Hill		DUISD		DCCCD	
3106	3,537	Cedar Hill		CHISD		DCCCD	
3107	2,439	Cedar Hill		CHISD		DCCCD	
3108	2,239	Cedar Hill		CHISD		DCCCD	
3109	3,425	Cedar Hill		CHISD		DCCCD	
3110	2,931	Cedar Hill		CHISD		DCCCD	
3111	10	Cedar Hill		CHISD		DCCCD	
3112	26	Cedar Hill		CHISD		DCCCD	
3113	4	Grand Prairie		CHISD		DCCCD	
3200	2	Cedar Hill		CHISD		DCCCD	
3200	2,058	Duncanville	DU01	DUISD		DCCCD	
3200	90	Duncanville	DU01	CHISD		DCCCD	
3201	1,734	Duncanville		DUISD		DCCCD	
3201	10	Cedar Hill		DUISD		DCCCD	
3202	2,060	Duncanville		DUISD		DCCCD	
3202	27	Duncanville				DCCCD	
3202	4	DeSoto				DCCCD	
3203	1,661	Duncanville		DUISD		DCCCD	
3203	339	Duncanville	DU01	DUISD		DCCCD	
3204	483	Duncanville		DUISD		DCCCD	
3204	2,132	Duncanville	DU03	DUISD		DCCCD	
3205	1,770	Duncanville		DUISD		DCCCD	
3206	2,286	Duncanville	DU01	DUISD		DCCCD	
3207	2,105	Duncanville		DUISD		DCCCD	
3207	531	Duncanville	DU01	DUISD		DCCCD	
3208	1,548	Duncanville	DU03	DUISD		DCCCD	
3208	295	Duncanville	DU05	DUISD		DCCCD	
3209	183	Duncanville	DU01	DUISD		DCCCD	
3210	2,017	Duncanville	DU05	DUISD		DCCCD	
3211	1,359	Duncanville	DU05	DUISD		DCCCD	
3300	7	Garland		MISD		DCCCD	
3300	2,719	Mesquite		MISD		DCCCD	
3301	2,666	Mesquite		MISD		DCCCD	
3302	1,462	Mesquite		MISD		DCCCD	
3303	2,809	Mesquite		MISD		DCCCD	

PCT	Reg. Voters	City in Election	City District	ISD in Election	ISD District	DCCCD	County
3304	2,801	Mesquite		MISD		DCCCD	
3305	3,948	Mesquite		MISD		DCCCD	
3306	1,752	Mesquite		MISD		DCCCD	
3307	2,051	Mesquite		MISD		DCCCD	
3308	2,208	Mesquite		MISD		DCCCD	
3309	2,123	Mesquite		MISD		DCCCD	
3310	2,869	Mesquite		MISD		DCCCD	
3311	2,437	Mesquite		MISD		DCCCD	
3312	3,182	Mesquite		MISD		DCCCD	
3313	35			MISD		DCCCD	
3313	5,055	Mesquite		MISD		DCCCD	
3314	316	Balch Springs		MISD		DCCCD	
3314	3,342	Mesquite		MISD		DCCCD	
3314	45	Balch Springs	BS07	MISD		DCCCD	
3315	1,685	Mesquite		MISD		DCCCD	
3316	2,772	Mesquite		MISD		DCCCD	
3317	1,445	Mesquite		MISD		DCCCD	
3317	237			MISD		DCCCD	
3317	101	Seagoville		MISD		DCCCD	
3318	1,591	Mesquite		MISD		DCCCD	
3400	674	Balch Springs		MISD		DCCCD	
3401	6	Balch Springs		DISD	DA04	DCCCD	
3402	67	Balch Springs	BS05	DISD	DA04	DCCCD	
3402	426	Balch Springs		DISD	DA04	DCCCD	
3404	1,174	Balch Springs		MISD		DCCCD	
3404	1,215	Balch Springs	BS05	MISD		DCCCD	
3405	22	Balch Springs	BS03	MISD		DCCCD	
3405	2,433	Balch Springs	BS07	MISD		DCCCD	
3405	649	Balch Springs		MISD		DCCCD	
3406	38	Balch Springs	BS05	MISD		DCCCD	
3407	362	Balch Springs	BS03	DISD	DA04	DCCCD	
3408	310	Balch Springs		DISD	DA04	DCCCD	
3408	889	Balch Springs	BS03	DISD	DA04	DCCCD	
3408	496	Balch Springs	BS03	MISD		DCCCD	
3408	314	Balch Springs		MISD		DCCCD	
3409	245	Balch Springs		DISD	DA04	DCCCD	
3409	411	Balch Springs	BS03	DISD	DA04	DCCCD	
3410	352	Balch Springs	BS05	DISD	DA04	DCCCD	
3411	2	Balch Springs		DISD	DA04	DCCCD	
3500	4,829	Sunnyvale		SUISD		DCCCD	
3500	108	Mesquite		MISD		DCCCD	
3501	9	Sunnyvale		SUISD		DCCCD	
3600	226					DCCCD	
3600	9	Duncanville		DUISD		DCCCD	
3600	506	DeSoto		DUISD		DCCCD	
3600	1,435	DeSoto				DCCCD	
3601	40	DeSoto		DEISD		DCCCD	
3601	1,874	DeSoto		DUISD		DCCCD	

PCT	Reg. Voters	City in Election	City District	ISD in Election	ISD District	DCCCD	County
3602	593	DeSoto		DEISD		DCCCD	
3603	227	DeSoto		DUISD		DCCCD	
3603	31	DeSoto		DEISD		DCCCD	
3604	2,689	DeSoto		DEISD		DCCCD	
3605	2,992	DeSoto		DEISD		DCCCD	
3606	2,420	DeSoto		DEISD		DCCCD	
3606	41	DeSoto				DCCCD	
3607	3,655	DeSoto		DEISD		DCCCD	
3608	3,050	DeSoto		DEISD		DCCCD	
3609	3,085	DeSoto		DEISD		DCCCD	
3610	555	DeSoto		DEISD		DCCCD	
3611	1,101	DeSoto		DEISD		DCCCD	
3612	3,038	DeSoto		DEISD		DCCCD	
3613	671	DeSoto		DEISD		DCCCD	
3614	904	DeSoto		DEISD		DCCCD	
3615	2,451	DeSoto		DEISD		DCCCD	
3616	672	DeSoto		DEISD		DCCCD	
3617	2,244	DeSoto		DEISD		DCCCD	
3617	71			DEISD		DCCCD	
3618	372	DeSoto		DEISD		DCCCD	
3619	309	DeSoto		DEISD		DCCCD	
3620	1,193	DeSoto		DEISD		DCCCD	
3700	3,669	Garland	GA03	GISD		DCCCD	
3700	725	Garland		GISD		DCCCD	
3701	4,025	Garland	GA03	GISD		DCCCD	
3702	17	Dallas	DA09	GISD		DCCCD	
3702	2,778	Garland	GA03	GISD		DCCCD	
3703	50	Garland	GA03	GISD		DCCCD	
3703	18			GISD		DCCCD	
3800	3,999			LISD	LA03	DCCCD	
3800	30			DISD	DA05	DCCCD	
3800	196					DCCCD	
3801	473			DISD	DA05	DCCCD	
3801	5					DCCCD	
3802	1,851	Lancaster	LA03			DCCCD	
3802	1,279			LISD	LA06	DCCCD	
3802	519	Lancaster	LA03	LISD	LA06	DCCCD	
3802	458					DCCCD	
3803	664	Lancaster	LA03			DCCCD	
3803	2,904					DCCCD	
3805	1,680					DCCCD	
3805	3,001	Lancaster	LA05			DCCCD	
3806	838	Lancaster	LA05			DCCCD	
3806	118	Lancaster	LA01			DCCCD	
3807	598					DCCCD	
3807	1,275	Lancaster	LA01			DCCCD	
3807	466	Lancaster	LA05			DCCCD	

PCT	Reg. Voters	City in Election	City District	ISD in Election	ISD District	DCCCD	County
3808	1,656	Lancaster	LA01			DCCCD	
3808	1			DISD	DA05	DCCCD	
3808	1,373					DCCCD	
3808	895	Lancaster	LA01	LISD	LA06	DCCCD	
3809	262	Lancaster	LA03	LISD	LA06	DCCCD	
3809	94	Lancaster	LA01			DCCCD	
3809	9	Lancaster	LA01	LISD	LA06	DCCCD	
3900	5,515			DEISD		DCCCD	
3900	111	DeSoto		DEISD		DCCCD	
3920	522			DISD	DA04	DCCCD	
3920	1,872	Seagoville		DISD	DA04	DCCCD	
3921	3,722	Seagoville		DISD	DA04	DCCCD	
3921	651	Seagoville		MISD		DCCCD	
3922	76	Seagoville		DISD	DA04	DCCCD	
3940	27	Lancaster	LA01			DCCCD	
3940	274			DISD	DA05	DCCCD	
3940	1,852	Wilmer		DISD	DA05	DCCCD	
3940	103					DCCCD	
3950	1,906	Hutchins		DISD	DA05	DCCCD	
3950	238			DISD	DA05	DCCCD	
4000	516	Dallas	DA06			DCCCD	
4000	98	Dallas	DA06	CFBISD		DCCCD	
4001	785	Dallas	DA06			DCCCD	
4001	371	Dallas	DA13			DCCCD	
4002	983	Dallas	DA13			DCCCD	
4003	19	Dallas	DA13			DCCCD	
4003	399	Dallas	DA06			DCCCD	
4004	1,655	Dallas	DA13			DCCCD	
4005	941	Dallas	DA06			DCCCD	
4006	1,192	Dallas	DA13			DCCCD	
4007	188	Dallas	DA13			DCCCD	
4008	738	Dallas	DA06			DCCCD	
4009	1,071	Dallas	DA06			DCCCD	
4009	415	Dallas	DA02			DCCCD	
4010	1,242	Dallas	DA06			DCCCD	
4010	67	Dallas	DA02			DCCCD	
4011	55	Dallas	DA06			DCCCD	
4011	743	Dallas	DA02			DCCCD	
4012	80	Dallas	DA06			DCCCD	
4013	314	Dallas	DA06			DCCCD	
4014	1,843	Dallas	DA13			DCCCD	
4015	1,608	Dallas	DA02			DCCCD	
4016	1,724	Dallas	DA02			DCCCD	
4017	434	Dallas	DA02			DCCCD	
4018	483	Dallas	DA02			DCCCD	
4018	672	Dallas	DA13			DCCCD	
4019	2,451	Dallas	DA02			DCCCD	
4020	925	Dallas	DA02			DCCCD	

PCT	Reg. Voters	City in Election	City District	ISD in Election	ISD District	DCCCD	County
4021	4,032	Dallas	DA02			DCCCD	
4022	3,063	Dallas	DA02			DCCCD	
4023	4	Dallas	DA02			DCCCD	
4024	2,160	Dallas	DA06	DISD	DA05	DCCCD	
4025	357	Dallas	DA06			DCCCD	
4026	109	Dallas	DA06	IRISD	IRO1	DCCCD	
4026	146	Dallas	DA06			DCCCD	
4027	345	Dallas	DA06			DCCCD	
4028	853	Dallas	DA06			DCCCD	
4028	155	Dallas	DA06	IRISD	IR01	DCCCD	
4029	22	Dallas	DA06	DISD	DA05	DCCCD	
4030	72	Dallas	DA06	DISD	DA05	DCCCD	
4031	2,187	Dallas	DA06	DISD	DA05	DCCCD	
4032	368	Dallas	DA14	DISD	DA05	DCCCD	
4032	1,411	Dallas	DA02			DCCCD	
4032	78	Dallas	DA14			DCCCD	
4032	1,256	Dallas	DA02	DISD	DA05	DCCCD	
4033	1,921	Dallas	DA06	DISD	DA05	DCCCD	
4035	1,152	Dallas	DA01	DISD	DA05	DCCCD	
4036	845	Dallas	DA04			DCCCD	
4036	29	Dallas	DA01	DISD	DA05	DCCCD	
4037	183	Dallas	DA04			DCCCD	
4038	2,006	Dallas	DA04	DISD	DA05	DCCCD	
4039	634	Dallas	DA04	DISD	DA05	DCCCD	
4040	818	Dallas	DA04	DISD	DA05	DCCCD	
4041	769	Dallas	DA04	DISD	DA05	DCCCD	
4043	1,269	Dallas	DA04			DCCCD	
4044	1,161	Dallas	DA04			DCCCD	
4046	1,288	Dallas	DA04			DCCCD	
4047	908	Dallas	DA04	DISD	DA05	DCCCD	
4048	125	Dallas	DA04			DCCCD	
4050	3,918	Dallas	DA03	DUISD		DCCCD	
4052	4,544	Dallas	DA03	DUISD		DCCCD	
4053	416	Dallas	DA03	GPISD		DCCCD	
4054	501	Dallas	DA03	DISD	DA07	DCCCD	
4055	2,556	Dallas	DA03			DCCCD	
4056	2,458	Dallas	DA03			DCCCD	
4056	259	Dallas	DA01			DCCCD	
4057	1,570	Dallas	DA04			DCCCD	
4058	985	Dallas	DA04	DISD	DA07	DCCCD	
4059	367	Dallas	DA03	GPISD		DCCCD	
4060	1,219	Dallas	DA03	DISD	DA07	DCCCD	
4060	1,274	Dallas	DA06	DISD	DA07	DCCCD	
4061	2,375	Dallas	DA01	DISD	DA07	DCCCD	
4062	1,904	Dallas	DA01	DISD	DA07	DCCCD	

PCT	Reg. Voters	City in Election	City District	ISD in Election	ISD District	DCCCD	County
4063	576	Dallas	DA01	DISD	DA05	DCCCD	
4063	2,211	Dallas	DA01	DISD	DA07	DCCCD	
4065	1,061	Dallas	DA06	DISD	DA07	DCCCD	
4065	67	Dallas	DA03	DISD	DA07	DCCCD	
4066	981	Dallas	DA03	DISD	DA07	DCCCD	
4066	195	Dallas	DA01	DISD	DA07	DCCCD	
4067	2,013	Dallas	DA01	DISD	DA07	DCCCD	
4068	1,924	Dallas	DA01	DISD	DA07	DCCCD	
4069	2,910	Dallas	DA01	DISD	DA07	DCCCD	
4070	1,599	Dallas	DA01	DISD	DA07	DCCCD	
4071	349	Dallas	DA01	DISD	DA07	DCCCD	
4072	310	Dallas	DA04	DISD	DA07	DCCCD	
4073	1,473	Dallas	DA01	DISD	DA07	DCCCD	
4074	2,603	Dallas	DA01	DISD	DA07	DCCCD	
4075	1,018	Dallas	DA01	DISD	DA07	DCCCD	
4076	362	Dallas	DA03	DISD	DA07	DCCCD	
4076	1,984	Dallas	DA01	DISD	DA07	DCCCD	
4076	310	Dallas	DA06	DISD	DA07	DCCCD	
4077	949	Dallas	DA01	DISD	DA07	DCCCD	
4078	1,492	Dallas	DA01	DISD	DA07	DCCCD	
4079	4,024	Dallas	DA01	DISD	DA07	DCCCD	
4080	631	Dallas	DA01	DISD	DA07	DCCCD	
4081	3,010	Dallas	DA06			DCCCD	
4081	543	Dallas	DA06	IRISD	IR01	DCCCD	
4082	801	Dallas	DA06	DISD	DA05	DCCCD	
4083	1,144	Dallas	DA06	DISD	DA07	DCCCD	
4084	619	Dallas	DA06	DISD	DA05	DCCCD	
4085	1,025	Dallas	DA06	DISD	DA05	DCCCD	
4086	131	Dallas	DA06			DCCCD	
4086	2,451	Dallas	DA02			DCCCD	
4087	880	Dallas	DA06			DCCCD	
4087	172	Dallas	DA02			DCCCD	
4088	482	Dallas	DA02			DCCCD	
4090	89	Dallas	DA03			DCCCD	
4092	185	Dallas	DA13			DCCCD	
4093	102	Dallas	DA03			DCCCD	
4094	155	Dallas	DA13			DCCCD	
4094	320	Dallas	DA06			DCCCD	
4095	46	Dallas	DA13			DCCCD	
4096	22	Dallas	DA13			DCCCD	
4097	939	Dallas	DA06			DCCCD	
4098	41	Dallas	DA06			DCCCD	
4099	1,003	Dallas	DA13			DCCCD	
4100	22	Dallas	DA02			DCCCD	
4101	138	Dallas	DA06	DISD	DA05	DCCCD	

PCT	Reg. Voters	City in Election	City District	ISD in Election	ISD District	DCCCD	County
4102	267	Dallas	DA14	DISD	DA05	DCCCD	
4102	5	Dallas	DA02	DISD	DA05	DCCCD	
4103	132	Dallas	DA02			DCCCD	
4104	27	Dallas	DA02	DISD	DA05	DCCCD	
4105	5	Dallas	DA02			DCCCD	
4106	41	Dallas	DA14	DISD	DA05	DCCCD	
4106	106	Dallas	DA14			DCCCD	
4107	135	Dallas	DA04	DISD	DA05	DCCCD	
4108	71	Dallas	DA04	DISD	DA05	DCCCD	
4109	55	Dallas	DA04			DCCCD	
4110	1,002	Dallas	DA04			DCCCD	
4111	308	Dallas	DA03			DCCCD	
4112	148	Dallas	DA03	DISD	DA07	DCCCD	
4113	1,640	Dallas	DA03	DISD	DA07	DCCCD	
4113	401	Dallas	DA01	DISD	DA07	DCCCD	
4114	1,750	Dallas	DA01	DISD	DA07	DCCCD	
4115	301	Dallas	DA01	DISD	DA07	DCCCD	
4117	148	Dallas	DA06			DCCCD	
4118	1	Dallas	DA02			DCCCD	
4119	5	Dallas	DA02			DCCCD	
4120	512	Dallas	DA06			DCCCD	
4120	209	Dallas	DA02			DCCCD	
4300	1,555	Cockrell Hill		DISD	DA07	DCCCD	
4300	18	Dallas	DA01	DISD	DA07	DCCCD	
4500	2,002	Grand Prairie		GPISD	GP06	DCCCD	
4500	392	Grand Prairie		GPISD		DCCCD	
4501	1,433	Grand Prairie		GPISD	GP06	DCCCD	
4501	801	Grand Prairie		GPISD		DCCCD	
4502	3,338	Grand Prairie		GPISD	GP06	DCCCD	
4503	3,875	Grand Prairie	GP02	GPISD		DCCCD	
4503	138	Grand Prairie		GPISD		DCCCD	
4504	1,348	Grand Prairie	GP02	GPISD		DCCCD	
4505	1,287	Grand Prairie		GPISD		DCCCD	
4505	704	Grand Prairie	GP02	GPISD		DCCCD	
4506	652	Grand Prairie		GPISD		DCCCD	
4506	739	Grand Prairie	GP02	GPISD		DCCCD	
4507	906	Grand Prairie		GPISD		DCCCD	
4507	221	Grand Prairie	GP02	GPISD		DCCCD	
4508	685	Grand Prairie		GPISD		DCCCD	
4509	748	Grand Prairie	GP02	GPISD		DCCCD	
4509	835	Grand Prairie		GPISD		DCCCD	
4510	1,598	Grand Prairie		GPISD		DCCCD	
4510	491	Grand Prairie	GP02	GPISD		DCCCD	
4511	1,808	Grand Prairie		GPISD		DCCCD	
4512	1,412	Grand Prairie		GPISD		DCCCD	
4513	2,615	Grand Prairie		GPISD		DCCCD	

PCT	Reg. Voters	City in Election	City District	ISD in Election	ISD District	DCCCD	County
4514	1,337	Grand Prairie		GPISD		DCCCD	
4515	2,099	Grand Prairie		GPISD		DCCCD	
4516	39	Grand Prairie		GPISD		DCCCD	
4517	2,950	Grand Prairie		GPISD		DCCCD	
4518	830	Grand Prairie		GPISD		DCCCD	
4518	1,123	Grand Prairie		IRISD	IR05	DCCCD	
4519	3,015	Grand Prairie		GPISD	GP06	DCCCD	
4520	940	Grand Prairie		GPISD		DCCCD	
4521	1,343	Grand Prairie	GP02	GPISD		DCCCD	
4521	1,692	Grand Prairie		GPISD		DCCCD	
4521	904	Grand Prairie	GP02	GPISD	GP06	DCCCD	
4522	2,804	Grand Prairie		GPISD	GP06	DCCCD	
4522	294	Grand Prairie	GP04	CHISD		DCCCD	
4523	6	Cedar Hill		CHISD		DCCCD	
4523	460	Grand Prairie		CHISD		DCCCD	
4525	661	Grand Prairie	GP02	GPISD		DCCCD	
4525	747	Grand Prairie		GPISD		DCCCD	
4527	1,660	Grand Prairie		GPISD		DCCCD	
4527	3	Grand Prairie		IRISD	IR01	DCCCD	
4529	691	Grand Prairie		GPISD	GP06	DCCCD	
4530	310	Grand Prairie	GP02	GPISD		DCCCD	
4531	242	Grand Prairie	GP02	GPISD		DCCCD	
4531	323	Grand Prairie		GPISD		DCCCD	
4532	73	Grand Prairie	GP02	GPISD		DCCCD	
4532	222	Grand Prairie		GPISD		DCCCD	
4533	873	Grand Prairie		GPISD		DCCCD	
4533	81	Grand Prairie	GP02	GPISD		DCCCD	
4534	87	Grand Prairie	GP02	GPISD		DCCCD	
4535	854	Grand Prairie		GPISD		DCCCD	
4536	47	Grand Prairie		GPISD		DCCCD	
4537	3	Grand Prairie		CHISD		DCCCD	
4538	893	Grand Prairie		GPISD		DCCCD	
4600	2	Irving		GPISD		DCCCD	
4600	2,265	Irving		IRISD	IR05	DCCCD	
4601	2,559	Irving		IRISD	IR01	DCCCD	
4601	1,195	Irving		IRISD	IR07	DCCCD	
4602	66	Irving		IRISD	IR06	DCCCD	
4602	1,295	Irving		IRISD	IR01	DCCCD	
4602	637	Irving		IRISD	IR07	DCCCD	
4603	75	Irving		IRISD	IR01	DCCCD	
4604	2,043	Irving		IRISD	IR01	DCCCD	
4604	702	Irving	IR01	IRISD	IR07	DCCCD	
4604	108	Irving		IRISD	IR07	DCCCD	
4605	1,986	Irving		IRISD	IR05	DCCCD	
4605	436	Irving	IR01	IRISD	IR05	DCCCD	
4606	1,518	Irving		IRISD	IR07	DCCCD	
4606	1,257	Irving	IR01	IRISD	IR07	DCCCD	

PCT	Reg. Voters	City in Election	City District	ISD in Election	ISD District	DCCCD	County
4607	1,437	Irving	IR01	IRISD	IR06	DCCCD	
4607	96	Irving	IR01	IRISD	IR07	DCCCD	
4607	215	Irving		IRISD	IR07	DCCCD	
4607	62	Irving		IRISD	IR01	DCCCD	
4608	3,240	Irving		IRISD	IR05	DCCCD	
4608	68	Irving		GPISD		DCCCD	
4609	1,989	Irving		IRISD	IR05	DCCCD	
4610	1,204	Irving		IRISD	IR07	DCCCD	
4610	1,026	Irving	IR07	IRISD	IR07	DCCCD	
4611	36	Irving	IR07	IRISD	IR06	DCCCD	
4611	1,640	Irving	IR07	IRISD	IR03	DCCCD	
4612	338	Irving	IR07	IRISD	IR03	DCCCD	
4613	668	Irving	IR01	IRISD	IR06	DCCCD	
4613	83	Irving	IR07	IRISD	IR06	DCCCD	
4614	500	Irving	IR07	IRISD	IR03	DCCCD	
4615	177	Irving	IR01	IRISD	IR06	DCCCD	
4615	51	Irving	IR07	IRISD	IR03	DCCCD	
4616	1,224	Irving	IR01	IRISD	IR06	DCCCD	
4617	166	Irving		IRISD	IR01	DCCCD	
4618	8	Irving	IR07	IRISD	IR03	DCCCD	
4618	425	Irving	IR07	IRISD	IR07	DCCCD	
4619	1,212	Irving	IR07	IRISD	IR03	DCCCD	
4620	468	Irving	IR01	IRISD	IR01	DCCCD	
4620	305	Irving	IR01	IRISD	IR06	DCCCD	
4620	826	Irving		IRISD	IR01	DCCCD	
4621	3,577	Irving				DCCCD	
4622	1,876	Irving				DCCCD	
4623	1,753	Irving	IR07	IRISD	IR03	DCCCD	
4623	702	Irving	IR07			DCCCD	
4624	1,602	Irving	IR07	IRISD	IR03	DCCCD	
4625	1,500	Irving				DCCCD	
4625	529	Irving	IR07	IRISD	IR03	DCCCD	
4626	519	Irving		IRISD	IR03	DCCCD	
4626	873	Irving				DCCCD	
4626	944	Irving	IR07	IRISD	IR01	DCCCD	
4626	221	Irving		IRISD	IR01	DCCCD	
4627	4,302	Irving		IRISD	IR01	DCCCD	
4628	2,042	Irving				DCCCD	
4629	127	Irving				DCCCD	
4629	1,174	Irving	IR07			DCCCD	
4630	1,527	Irving				DCCCD	
4631	670	Irving				DCCCD	
4631	517	Irving	IR07	IRISD	IR03	DCCCD	
4632	119	Irving		COPISD		DCCCD	
4632	6	Irving		CFBISD		DCCCD	
4632	1,482	Irving				DCCCD	
4633	877	Irving		CFBISD		DCCCD	

PCT	Reg. Voters	City in Election	City District	ISD in Election	ISD District	DCCCD	County
4634	2,292	Irving				DCCCD	
4634	845	Irving		CFBISD		DCCCD	
4635	890	Irving		CFBISD		DCCCD	
4635	547	Irving		COPISD		DCCCD	
4636	6	Irving		COPISD		DCCCD	
4637	3,399	Irving		CFBISD		DCCCD	
4639	489	Irving	IR07	IRISD	IR03	DCCCD	
4639	174	Irving	IR07	IRISD	IR01	DCCCD	
4640	2,594	Irving				DCCCD	
4641	525	Irving	IR07	IRISD	IR03	DCCCD	
4642	164	Irving	IR07	IRISD	IR03	DCCCD	
4644	244	Irving		COPISD		DCCCD	
4644	80	Irving				DCCCD	
4645	14	Irving		COPISD		DCCCD	
4646	541	Irving		IRISD	IR01	DCCCD	
4647	3,372	Irving		CFBISD		DCCCD	
4647	30	Irving		COPISD		DCCCD	
4648	2,141	Irving				DCCCD	
4649	110	Irving		IRISD	IR01	DCCCD	
4651	70	Irving		IRISD	IR01	DCCCD	
4652	145	Irving	IR01	IRISD	IR01	DCCCD	
4652	645	Irving	IR01	IRISD	IR06	DCCCD	
4652	132	Irving		IRISD	IR01	DCCCD	
4653	112	Irving	IR07	IRISD	IR07	DCCCD	
4654	191	Irving	IR01	IRISD	IR06	DCCCD	
4654	191	Irving		IRISD	IR07	DCCCD	
4654	790	Irving	IR01	IRISD	IR07	DCCCD	
4655	55	Irving	IR07	IRISD	IR03	DCCCD	
4656	129	Irving	IR01	IRISD	IR01	DCCCD	
4657	79	Irving	IR07	IRISD	IR03	DCCCD	
4658	89	Irving	IR07	IRISD	IR03	DCCCD	
4659	235	Irving	IR07	IRISD	IR07	DCCCD	
4660	47	Irving	IR07	IRISD	IR03	DCCCD	
4661	912	Irving	IR01	IRISD	IR06	DCCCD	
4662	235	Irving		IRISD	IR01	DCCCD	
4662	14	Irving		IRISD	IR06	DCCCD	
4664	1,125	Irving		CFBISD		DCCCD	
4664	832	Irving				DCCCD	

Attachment F
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Attachment F
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ATTACHMENT G

Attachment "G"

The Town of Addison (**TOA**): For Mayoral position and Vote for 3 (3 Places) in **7** Dallas County voting precincts.

The City of Balch Springs (**COBS**): For Mayoral position and Places 3, 5, and 7 and Charter Amendments in **11** Dallas County voting precincts.

The City of Carrollton (**COC**): For Charter Amendments in **17** Dallas County voting precincts and **16** Denton County precincts.

The City of Cedar Hill (**COCdH**): For Mayoral position and Places 3 and 5, Special Election to fill a vacancy for Place 1 and Local Liquor Option in **17** Dallas County voting precincts.

The City of Cockrell Hill (**COCkH**): For places 3, 4, and 5 in **1** Dallas County voting precinct.

The City of Dallas (**COD**): For Mayoral position and Districts 1-14 in **520** Dallas County precincts and **3** Denton County and **13** Collin County precincts.

The City of DeSoto (**CODe**): For Mayoral position and Places 3, 5 and Special Election to fill a Vacancy for Place 4. in **27** Dallas County precincts.

The City of Duncanville (**CODu**): For Council Member at large and Districts 1, 3, and 5 in **19** Dallas County precincts.

The City of Farmers Branch (**COFB**): For Districts 1 and 4, and Possible Bond Election in **21** Dallas County precincts.

The City of Garland (**COG**): For Districts 3, 6, 7, 8 and Special Election to fill a Vacancy for Mayor in **65** Dallas County precincts and **2** Collin County precincts.

The City of Grand Prairie (**COGP**): For Mayoral position and Districts 2 and 4 and Local Liquor Option in **54** Dallas County precincts and **1** Ellis County precinct.

The City of Hutchins (**COH**): For Vote for 3 (3 Places) in **1** Dallas County precinct.

The City of Irving (**COI**): For Place 2 (At large), Districts 1 and 7, and Local Liquor Option in **109** Dallas County precincts.

The City of Lancaster (**COL**): For City Council Districts 1, 3, and 5 in **14** Dallas County precincts.

The City of Lewisville (**COLe**): For Place 4 and 5 in **2** Dallas County precincts.

The City of Mesquite (**COM**): For possible Charter Amendment in **41** Dallas County precincts and **1** Kaufman County precinct.

The City of Richardson **(COR)**: For Mayoral position and Places 1-6 in **23** Dallas County precincts and **6** Collin County Precincts.

The City of Rowlett (**CORw**): For Mayoral position and Places 2, 4, and 6 in **10** Dallas County precincts and **2** Rockwall County precincts.

The City of Sachse (**COSa**): For Mayoral position and Places 5 and 6 in **3** Dallas County precincts and **3** Collin County precincts.

ATTACHMENT G
BALLOT ISSUES FOR PARTICIPATING POLITICAL SUBDIVISIONS

The City of Seagoville (**COS**): For Mayoral position and Places 2 and 4 in **6** Dallas County precincts and **2** Kaufman county precincts.

The Town of Sunnyvale (**TOS**): For Mayoral Position and Places 1, 2, and Special Election for Place 6 in 2 Dallas County precincts.

The City of Wilmer (**COW**): For Vote for 3 (3 places) in **1** Dallas County precinct.

The Carrollton-Farmers Branch Independent School District (**CFBISD**): For a Vote for 3 (3 Places) in **43** Dallas County precincts and **9** Denton County precincts.

The Cedar Hill Independent School District (**CHISD**): For Trustee Places 1 and 2 in **23** Dallas County precincts.

The Coppell Independent School District (**CpISD**): For Trustee Places 1, 2 and 3 in **21** Dallas County precincts.

The Dallas Independent School District (**DISD**): For Districts 4, 5, and 7 in **165** Dallas County precincts.

The DeSoto Independent School District (**DeISD**): For Trustee Places 1 and 2 in **25** Dallas County precincts.

The Duncanville Independent School District (**DuISD**): For Trustee Places 1, 2, and 3 in **32** Dallas County precincts

The Garland Independent School District (**GISD**): For Trustee Places 1, 2, and 3 in **82** Dallas County precincts.

The Grand Prairie Independent School District: (**GpISD**): For Trustee Place 7 and District 6 in **52** Dallas County precincts.

The Highland Park Independent School District (**HPISD**): For Places 3, 4, and 5 in **14** Dallas County precincts.

The Irving Independent School District (**IISD**): For Districts 1, 3, 5, 6, and 7 in **74** Dallas County precincts.

The Lancaster Independent School District (**LISD**): For Districts 3 and 6 in **7** Dallas County precincts.

The Mesquite Independent School District (**MISD**): For Trustee Places 1 and 2 in **59** Dallas County precincts.

The Richardson Independent School District (**RISD**): For Trustee Places 3, 4, and 5 in **81** Dallas County precincts.

The Sunnyvale Independent School District (**SuISD**): For Trustee Places 2, 6, 7, and Tax Ratification in **2** Dallas County precincts

The Dallas County Community College District (**DCCCD**): For possible Bond Election in **1039** Dallas County precincts.

City of Dallas

1500 Marilla Street
Dallas, Texas 75201

Agenda Information Sheet

File #: 19-313 **Item #:** 27.

STRATEGIC PRIORITY: Government Performance and Financial Management

AGENDA DATE: February 27, 2019

COUNCIL DISTRICT(S): All

DEPARTMENT: City Secretary's Office

EXECUTIVE: Bilierae Johnson

SUBJECT

A resolution authorizing the Mayor to appoint an Ad Hoc City Council Canvassing Committee to review the returns of the May 4, 2019 general election and submit a canvass report to the full City Council on Wednesday, May 15, 2019 - Financing: No cost consideration to the City

BACKGROUND

This item is on the addendum to allow the Mayor sufficient time to review and select a canvassing committee for the May 4, 2019 general election.

Chapter IV, §9, of the City Charter provides that the City Council shall canvass and certify the results of a city election in accordance with the provisions of the Texas Election Code. Section 67.003(c) of the Texas Election Code provides the canvass must occur "not earlier than the eleventh day not later than the fourteenth day after election day." For the May 4, 2019 general election, the canvass could be held not later than Wednesday, May 15, 2019.

This action authorizes the Mayor to appoint an Ad Hoc Canvassing Committee to meet, review and accept the returns of the May 4, 2019 general election. The approved canvass report is to be submitted to the full City Council on Wednesday, May 15, 2019; in accordance 67.004(a) of the Texas Election Code.

PRIOR ACTION/REVIEW (COUNCIL, BOARDS, COMMISSIONS)

This item has no prior action.

FISCAL INFORMATION

No cost consideration to the City.

powered by Legistar™

February 27, 2019

WHEREAS, the City Council has ordered a general election to be held Saturday, May 4, 2019; and

WHEREAS, Section 67.003 of the Texas Election Code requires the canvassing of the general election to be conducted not earlier than the eighth day and not later than the 11th day after the election day.

Now, Therefore,

BE IT RESOLVED BY THE CITY COUNCIL OF THE CITY OF DALLAS:

SECTION 1. That the canvass of the City of Dallas general election to be held Saturday, May 4, 2019, will be conducted Wednesday, May 15, 2019.

SECTION 2. That the Mayor shall appoint four members and one alternate member of the City Council to an Ad Hoc Canvassing Committee to meet prior to the time set for the canvass to examine the precinct election returns and prepare a report of the results of the election for presentation to the City Council.

SECTION 3. That this resolution shall take effect immediately from and after its passage in accordance with the provisions of the Charter of the City of Dallas, and it is accordingly so resolved.

Agenda Information Sheet

File #: 19-340 **Item #:** 28.

STRATEGIC PRIORITY: Public Safety

AGENDA DATE: February 27, 2019

COUNCIL DISTRICT(S): All

DEPARTMENT: Mayor and City Council Office

EXECUTIVE: T.C. Broadnax

SUBJECT

Consideration of an ordinance amending Chapter 31 of the Dallas City Code to reinstate and continue in effect the Dallas juvenile curfew ordinance - Financing: No cost consideration to the City

BACKGROUND

This item is on the addendum at the request of the mayor.

On February 13, 2019, the City Council completed the second of two public hearings regarding the renewal of the juvenile curfew ordinance. At the close of the second public hearing, a motion to approve the juvenile curfew ordinance with amendments was made and seconded.

Before City Council voted on the motion to approve the juvenile curfew ordinance, a motion was made to delay consideration of the juvenile curfew ordinance for 30 days to allow the city manager and chief of police to bring back a curfew ordinance that can be discussed and studied.

On Friday, February 15, 2019, following the City Council vote to delay the item, a council member on the prevailing side of the delay vote asked if the item could be reconsidered. Per the City Council Rules of Procedure, a motion to reconsider may be made not later than the next succeeding voting agenda of the City Council. If the item is not posted, actual reconsideration of the item must be delayed until the next voting agenda after the posting requirements. The agenda item (consideration of the ordinance amending Chapter 31 of the Dallas City Code to reinstate and continue in effect the Dallas juvenile curfew ordinance) has been posted on the February 27, 2019, agenda to allow actual reconsideration of the vote to delay action on the juvenile curfew ordinance if a motion to reconsider passes. The current ordinance expired on January 18, 2019.

PRIOR ACTION/REVIEW (COUNCIL, BOARDS, COMMISSIONS)

The Public Safety and Criminal Justice Committee was briefed regarding this on January 14, 2019.

On January 23, 2019, City Council authorized two public hearings to be held on February 6, 2019 and February 13, 2019 on the renewal of the Dallas juvenile curfew ordinance, which provides daytime and nighttime curfew hours for minors by Resolution No. 19-0224.

On February 13, 2019, City Council completed the second of two public hearings regarding the Juvenile Curfew. At the close of the public hearings, a motion to approve the attached ordinance with modification was made and seconded. Prior to the City Council voting on the motion to approve the ordinance, a subsequent motion to table the item for 30 days was made and approved by City Council.

FISCAL INFORMATION

No cost consideration to the City.

powered by Legistar™

Memorandum

RECEIVED
2019 FEB 21 PM 12: 14
CITY SECRETARY
DALLAS, TEXAS

City of Dallas

DATE February 21, 2019

TO T.C. Broadnax, City Manager

FROM Honorable Mayor Michael S. Rawlings

SUBJECT **Request for Placement of Agenda Item – Mayor**

ITEM/ISSUE PROPOSED FOR COUNCIL CONSIDERATION:

Pursuant to Section 6.1 of the City Council Rules of Procedure, please post the following item on the voting agenda scheduled for February 27, 2019:

Consideration of an ordinance amending Chapter 31 of the Dallas City Code to reinstate and continue in effect the Dallas juvenile curfew oridinance. This item will only be considered if a motion to reconsider is successful.

BRIEF BACKGROUND:

On February 13, 2019, the City Council completed the second of two public hearings regarding the renewal of the juvenile curfew ordinance. At the close of the second public hearing, a motion to approve the juvenile curfew ordinance with amendments was made and seconded.

Before City Council voted on the motion to approve the juvenile curfew ordinance, a motion was made to delay consideration of the juvenile curfew ordinance for 30 days to allow the city manager and chief of police to bring back a curfew ordinance that can be discussed and studied.

On Friday, February 15, 2019, following the City Council vote to delay the item, a council member on the prevailing side of the delay vote asked if the item could be reconsidered. Per the City Council Rules of Procedure, a motion to reconsider may be made not later than the next succeeding voting agenda of the City Council. If the item is not posted, actual reconsideration of the item must be delayed until the next voting agenda after the posting requirements. The agenda item (consideration of the ordinance amending Chapter 31 of the Dallas City Code to reinstate and continue in effect the Dallas juvenile curfew ordinance) will be posted on the February 27, 2019, agenda to allow actual reconsideration of the vote to delay action on the juvenile curfew ordinance if a motion to reconsider passes. The current ordinance expired on January 18, 2019.

Submitted for consideration by:

Michael S. Rawlings
Printed Name

Signature

Attachment: Proposed Ordinance

c: Honorable Council Members
Chris Caso, Interim City Attorney
Kimberly Bizor Tolbert, Chief of Staff to the City Manager
Carol A. Smith, Interim City Auditor
Bilierae Johnson, City Secretary

Memorandum form for mayor to place an item on the agenda

ORDINANCE NO. _____

An ordinance reinstating Section 31-33 of Chapter 31, "Offenses - Miscellaneous," of the Dallas City Code, as amended; providing for the continuation of the city's juvenile curfew ordinance as required by state law; continuing daytime and nighttime curfew hours for minors; readopting definitions; continuing and amending provisions for offenses and defenses for minors, parents and guardians of minors, and business establishments violating curfew requirements; continuing and amending provisions for enforcement of curfew requirements by the police department; continuing provisions for waiver by the municipal court of jurisdiction over a minor when required under the Texas Family Code; providing a penalty not to exceed $500; providing a saving clause; providing a severability clause; and providing an effective date and an expiration date.

WHEREAS, on June 12, 1991, the city council of the city of Dallas adopted Ordinance No. 20966, which added Section 31-33 to the Dallas City Code to establish nighttime curfew hours for minors, which ordinance was amended by Ordinance No. 21309 on June 10, 1992; and

WHEREAS, the city voluntarily delayed enforcement of this juvenile curfew ordinance pending adjudication of a challenge to the ordinance's constitutionality; and

WHEREAS, on August 10, 1992, the United States District Court for the Northern District of Texas permanently enjoined the city from enforcing the juvenile curfew ordinance; on November 19, 1993, the United States Fifth Circuit Court of Appeals overturned the district court's decision and upheld the city's ordinance as constitutional; and in April 1994, the United States Supreme Court declined to review the Fifth Circuit's decision; and Chapter 31 of the Dallas City Code; and

WHEREAS, on May 1, 1994, the city began initial enforcement of the juvenile curfew ordinance; and

WHEREAS, Section 370.002 of the Texas Local Government Code requires that, before the third anniversary of the adoption of a juvenile curfew ordinance and every third year thereafter, the governing body of a home rule city must review the ordinance's effects on the community and on the problems the ordinance was intended to remedy, conduct public hearings on the need to continue the ordinance, and abolish, continue, or modify the ordinance, or else the ordinance will automatically expire; and

WHEREAS, after conducting public hearings on the need to continue the juvenile curfew ordinance, the city council adopted Ordinance No. 23079 (passed April 9, 1997; effective May 1, 1997), Ordinance No. 24235 (passed April 26, 2000; effective May 1, 2000), Ordinance No. 25231 (passed April 9, 2003; effective May 1, 2003), Ordinance No. 26336 (passed April 26, 2006; effective May 1, 2006), and Ordinance No. 27527 (passed April 22, 2009; effective May 1, 2009), each of which readopted and continued in effect the juvenile curfew ordinance establishing nighttime curfew hours for minors; adopted Ordinance No. 27538 (passed May 13, 2009; effective May 18, 2009), which added daytime curfew hours for minors to the juvenile curfew ordinance; and adopted Ordinance No. 28639 (passed April 25, 2012; effective May 1, 2012) and Ordinance No. 29985 (passed January 13, 2016; effective January 18, 2016), which readopted and continued in effect the juvenile curfew ordinance establishing daytime and nighttime curfew hours for minors; and

WHEREAS, although the juvenile curfew ordinance automatically expired on January 18, 2019, the city council has reviewed the ordinance and determined that the daytime and nighttime curfew hours for minors established by the ordinance have had a positive effect on the community by increasing the safety and security of juveniles in the city, which problem the ordinance was intended to remedy; and Chapter 31 of the Dallas City Code; and

WHEREAS, on February 6, 2019 and February 13, 2019, the city council conducted public hearings on the need to continue the juvenile curfew ordinance; and

WHEREAS, the city council has determined that a need exists to continue in effect the juvenile curfew ordinance in order to further the health, safety, and welfare of juveniles, and other persons, residing in or visiting the city of Dallas; Now, Therefore:

BE IT ORDAINED BY THE CITY COUNCIL OF THE CITY OF DALLAS:

SECTION 1. That Section 31-33, "Curfew Hours for Minors," of Chapter 31, "Offenses - Miscellaneous," of the Dallas City Code, as amended, is readopted and continued in effect, as restated below, with an amendment to Subsections (b), (d), and (f) to read as follows:

"SEC. 31-33. CURFEW HOURS FOR MINORS.

(a) Definitions. In this section:

(1) CURFEW HOURS means:

(A) 11:00 p.m. on any Sunday, Monday, Tuesday, Wednesday, or Thursday until 6:00 a.m. of the following day;

(B) 12:01 a.m. until 6:00 a.m. on any Saturday or Sunday; and

(C) 9:00 a.m. until 2:30 p.m. on any Monday, Tuesday, Wednesday, Thursday, or Friday.

(2) EMERGENCY means an unforeseen combination of circumstances or the resulting state that calls for immediate action. The term includes, but is not limited to, a fire, a

natural disaster, an automobile accident, or any situation requiring immediate action to prevent serious bodily injury or loss of life.

(3) ESTABLISHMENT means any privately-owned place of business operated for a profit to which the public is invited, including but not limited to any place of amusement or entertainment.

(4) GUARDIAN means:

(A) a person who, under court order, is the guardian of the person of a minor; or

(B) a public or private agency with whom a minor has been placed by a court.

(5) IN SESSION means the status of a school during the fall or spring term when students are required to attend the school. A school is not in session during its summer break or during any holiday or other scheduled general student vacation day or part of a day observed by the school.

(6) MINOR means any person under 17 years of age.

(7) OPERATOR means any individual, firm, association, partnership, or corporation operating, managing, or conducting any establishment. The term includes the members or partners of an association or partnership and the officers of a corporation.

(8) PARENT means a person who is:

(A) a natural parent, adoptive parent, or step-parent of another person; or

(B) at least 18 years of age and authorized by a parent or guardian to have the care and custody of a minor.

(9) PUBLIC PLACE means any place to which the public or a substantial group of the public has access and includes, but is not limited to, streets, highways, and the common areas of schools, hospitals, apartment houses, office buildings, transport facilities, and shops.

(10) REMAIN means to:

(A) linger or stay; or

(B) fail to leave premises when requested to do so by a police officer or the owner, operator, or other person in control of the premises.

(11) SERIOUS BODILY INJURY means bodily injury that creates a substantial risk of death or that causes death, serious permanent disfigurement, or protracted loss or impairment of the function of any bodily member or organ.

(b) Offenses.

(1) A minor commits an offense if the minor [~~he~~] remains in any public place or on the premises of any establishment within the city during curfew hours.

(2) A parent or guardian of a minor commits an offense if the parent or guardian [~~he~~] knowingly permits, or by insufficient control allows, the minor to remain in any public place or on the premises of any establishment within the city during curfew hours.

(3) The owner, operator, or any employee of an establishment commits an offense if the owner, operator, or employee [~~he~~] knowingly allows a minor to remain upon the premises of the establishment during curfew hours.

(c) Defenses.

(1) It is a defense to prosecution under Subsection (b) that the minor was:

(A) accompanied by the minor's parent or guardian;

(B) on an errand at the direction of the minor's parent or guardian, without any detour or stop;

(C) in a motor vehicle involved in interstate travel;

(D) engaged in an employment activity, or going to or returning home from an employment activity, without any detour or stop;

(E) involved in an emergency;

(F) on the sidewalk abutting the minor's residence or abutting the residence of a next-door neighbor if the neighbor did not complain to the police department about the minor's presence, except that this defense does not apply to a violation of the curfew hours described in Subsection (a)(1)(C) of this section;

(G) attending an official school, religious, community engagement, or other recreational activity supervised by adults and sponsored by the city of Dallas, a civic organization, or another similar entity that takes responsibility for the minor, or going to or returning home from, without any detour or stop, an official school, religious, community engagement, or other recreational activity supervised by adults and sponsored by the city of Dallas, a civic organization, or another similar entity that takes responsibility for the minor;

(H) exercising First Amendment rights protected by the United States Constitution, such as the free exercise of religion, freedom of speech, and the right of assembly; or

(I) married or had been married or had disabilities of minority removed in accordance with Chapter 31 of the Texas Family Code.

(2) It is a defense to prosecution under Subsection (b)(3) that the owner, operator, or employee of an establishment promptly notified the police department that a minor was present on the premises of the establishment during curfew hours and refused to leave.

(3) It is a defense to prosecution under Subsection (b) of this section for a violation of the curfew hours described in Subsection (a)(l)(C) that:

(A) the school in which the minor was enrolled or otherwise required to attend was not in session;

(B) the minor was on the premises of the school in which the minor was enrolled or otherwise required to attend;

(C) the minor was participating in a school-approved work study program, or was going to the work study program or returning to home or school from the workstudy program without any detour or stop;

(D) the minor was on a lunch break from a school that permits an open campus lunch and was qualified to participate in the open campus lunch program;

(E) the minor was on an excused absence from the school in which the minor was enrolled or otherwise required to attend and had permission from a school official, or, in the case of a home-schooled minor, from the minor's parent or guardian; or

(F) the minor was a high school graduate or had received a high school equivalency certificate.

(d) Enforcement.

(1) Before taking any enforcement action under this section, a police officer shall ask the apparent offender's age and reason for being in the public place. The officer shall provide a verbal warning and advisement of the juvenile curfew upon first contact with a minor. The officer shall then attempt to contact the minor's parent or guardian and transport the minor home without taking enforcement action. If a minor has been previously contacted on a violation of Subsection (b)(1), the officer shall only issue a citation for an appearance in community court. The officer shall not issue a citation [~~or make an arrest~~] under this section unless the officer reasonably believes that an offense has occurred and that, based on any response and other circumstances, no defense in Subsection (c) is present.

(2) A police officer shall not issue a citation to [~~or arrest~~] a parent or guardian of a minor for a violation of Subsection (b)(2) of this section [~~relating to the curfew hours described in Subsection (a)(1)(C)~~], unless the parent or guardian has, within the same calendar year, received at least two prior written warnings from a police officer for a violation of Subsection (b)(2) that are documented in an incident report [~~relating to the curfew hours described in Subsection (a)(1)(C)~~]. In calculating the number of warnings received by a parent or guardian in a calendar year, all warnings issued to the parent or guardian that are documented in an incident report will be counted, regardless of whether the warnings relate to the same minor. If, within the same calendar year, the parent or guardian has received two written warnings from a police officer for a violation of Subsection (b)(2) that are documented in an incident report, the officer may only issue a citation for an appearance in community court.

(3) A police officer shall not issue a citation to or arrest an owner, operator, or employee of an establishment for a violation of Subsection (b)(3) of this section [~~relating to the curfew hours described in Subsection (a)(1)(C)~~], unless the owner, operator, or employee of the establishment has, within the same calendar year, received at least two prior written warnings from a police officer for a violation of Subsection (b)(3) [~~relating to the curfew hours described in Subsection (a)(1)(C)~~]. In calculating the number of warnings received by an owner, operator, or employee of an establishment in a calendar year, all warnings issued to the same individual [~~any owner, operator, or employee of the establishment~~] will be counted, regardless of whether the warnings relate to the same minor.

(e) Penalties.

(1) A person who violates a provision of this chapter is guilty of a separate offense for each day or part of a day during which the violation is committed, continued, or permitted. Each offense, upon conviction, is punishable by a fine not to exceed $500.

(2) When required by Section 51.08 of the Texas Family Code, as amended, the municipal court shall waive original jurisdiction over a minor who violates Subsection (b)(1) of this section and shall refer the minor to juvenile court.

(f) Expiration. This section expires on February 18, 2022 [~~January 18, 2019~~], unless sooner modified, terminated, or extended by city council ordinance."

SECTION 2. That Chapter 31 of the Dallas City Code, as amended, will remain in full force and effect, save and except as amended by this ordinance.

SECTION 3. That the terms and provisions of this ordinance are severable and are governed by Section 1-4 of Chapter 1 of the Dallas City Code, as amended.

SECTION 4. That this ordinance will take effect on February 18, 2019.

APPROVED AS TO FORM:

CHRISTOPHER J. CASO, Interim City Attorney

By_____
Assistant City Attorney

Passed _____

1-29-19

ORDINANCE NO. _____

An ordinance reinstating Section 31-33 of Chapter 31, “Offenses - Miscellaneous,” of the Dallas City Code, as amended; providing for the continuation of the city's juvenile curfew ordinance as required by state law; continuing daytime and nighttime curfew hours for minors; readopting definitions; continuing and amending provisions for offenses and defenses for minors, parents and guardians of minors, and business establishments violating curfew requirements; continuing and amending provisions for enforcement of curfew requirements by the police department; continuing provisions for waiver by the municipal court of jurisdiction over a minor when required under the Texas Family Code; providing a penalty not to exceed $500; providing a saving clause; providing a severability clause; and providing an effective date and an expiration date.

WHEREAS, on June 12, 1991, the city council of the city of Dallas adopted Ordinance No. 20966, which added Section 31-33 to the Dallas City Code to establish nighttime curfew hours for minors, which ordinance was amended by Ordinance No. 21309 on June 10, 1992; and

WHEREAS, the city voluntarily delayed enforcement of this juvenile curfew ordinance pending adjudication of a challenge to the ordinance's constitutionality; and

WHEREAS, on August 10, 1992, the United States District Court for the Northern District of Texas permanently enjoined the city from enforcing the juvenile curfew ordinance; on November 19, 1993, the United States Fifth Circuit Court of Appeals overturned the district court's decision and upheld the city's ordinance as constitutional; and in April 1994, the United States Supreme Court declined to review the Fifth Circuit's decision; and Chapter 31 of the Dallas City Code; and

WHEREAS, on May 1, 1994, the city began initial enforcement of the juvenile curfew ordinance; and

WHEREAS, Section 370.002 of the Texas Local Government Code requires that, before the third anniversary of the adoption of a juvenile curfew ordinance and every third year thereafter, the governing body of a home rule city must review the ordinance's effects on the community and on the problems the ordinance was intended to remedy, conduct public hearings on the need to continue the ordinance, and abolish, continue, or modify the ordinance, or else the ordinance will automatically expire; and

WHEREAS, after conducting public hearings on the need to continue the juvenile curfew ordinance, the city council adopted Ordinance No. 23079 (passed April 9, 1997; effective May 1, 1997), Ordinance No. 24235 (passed April 26, 2000; effective May 1, 2000), Ordinance No. 25231 (passed April 9, 2003; effective May 1, 2003), Ordinance No. 26336 (passed April 26, 2006; effective May 1, 2006), and Ordinance No. 27527 (passed April 22, 2009; effective May 1, 2009), each of which readopted and continued in effect the juvenile curfew ordinance establishing nighttime curfew hours for minors; adopted Ordinance No. 27538 (passed May 13, 2009; effective May 18, 2009), which added daytime curfew hours for minors to the juvenile curfew ordinance; and adopted Ordinance No. 28639 (passed April 25, 2012; effective May 1, 2012) and Ordinance No. 29985 (passed January 13, 2016; effective January 18, 2016), which readopted and continued in effect the juvenile curfew ordinance establishing daytime and nighttime curfew hours for minors; and

DRAFT

WHEREAS, although the juvenile curfew ordinance automatically expired on January 18, 2019, the city council has reviewed the ordinance and determined that the daytime and nighttime curfew hours for minors established by the ordinance have had a positive effect on the community by increasing the safety and security of juveniles in the city, which problem the ordinance was intended to remedy; and Chapter 31 of the Dallas City Code; and

WHEREAS, on February 6, 2019 and February 13, 2019, the city council conducted public hearings on the need to continue the juvenile curfew ordinance; and

WHEREAS, the city council has determined that a need exists to continue in effect the juvenile curfew ordinance in order to further the health, safety, and welfare of juveniles, and other persons, residing in or visiting the city of Dallas; Now, Therefore:

BE IT ORDAINED BY THE CITY COUNCIL OF THE CITY OF DALLAS:

SECTION 1. That Section 31-33, "Curfew Hours for Minors," of Chapter 31, "Offenses - Miscellaneous," of the Dallas City Code, as amended, is readopted and continued in effect, as restated below, with an amendment to Subsections (b), (d), and (f) to read as follows:

"**SEC. 31-33. CURFEW HOURS FOR MINORS.**

(a) Definitions. In this section:

(1) CURFEW HOURS means:

(A) 11:00 p.m. on any Sunday, Monday, Tuesday, Wednesday, or Thursday until 6:00 a.m. of the following day;

(B) 12:01 a.m. until 6:00 a.m. on any Saturday or Sunday; and

(C) 9:00 a.m. until 2:30 p.m. on any Monday, Tuesday, Wednesday, Thursday, or Friday.

(2) EMERGENCY means an unforeseen combination of circumstances or the resulting state that calls for immediate action. The term includes, but is not limited to, a fire, a

natural disaster, an automobile accident, or any situation requiring immediate action to prevent serious bodily injury or loss of life.

(3) ESTABLISHMENT means any privately-owned place of business operated for a profit to which the public is invited, including but not limited to any place of amusement or entertainment.

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(A) a person who, under court order, is the guardian of the person of a minor; or

(B) a public or private agency with whom a minor has been placed by a court.

(5) IN SESSION means the status of a school during the fall or spring term when students are required to attend the school. A school is not in session during its summer break or during any holiday or other scheduled general student vacation day or part of a day observed by the school.

(6) MINOR means any person under 17 years of age.

(7) OPERATOR means any individual, firm, association, partnership, or corporation operating, managing, or conducting any establishment. The term includes the members or partners of an association or partnership and the officers of a corporation.

(8) PARENT means a person who is:

(A) a natural parent, adoptive parent, or step-parent of another person; or

(B) at least 18 years of age and authorized by a parent or guardian to have the care and custody of a minor.

(9) PUBLIC PLACE means any place to which the public or a substantial group of the public has access and includes, but is not limited to, streets, highways, and the common areas of schools, hospitals, apartment houses, office buildings, transport facilities, and shops.

(10) REMAIN means to:

(A) linger or stay; or

(B) fail to leave premises when requested to do so by a police officer or the owner, operator, or other person in control of the premises.

DRAFT

(11) SERIOUS BODILY INJURY means bodily injury that creates a substantial risk of death or that causes death, serious permanent disfigurement, or protracted loss or impairment of the function of any bodily member or organ.

(b) Offenses.

(1) A minor commits an offense if the minor [~~he~~] remains in any public place or on the premises of any establishment within the city during curfew hours.

(2) A parent or guardian of a minor commits an offense if the parent or guardian [~~he~~] knowingly permits, or by insufficient control allows, the minor to remain in any public place or on the premises of any establishment within the city during curfew hours.

(3) The owner, operator, or any employee of an establishment commits an offense if the owner, operator, or employee [~~he~~] knowingly allows a minor to remain upon the premises of the establishment during curfew hours.

(c) Defenses.

(1) It is a defense to prosecution under Subsection (b) that the minor was:

(A) accompanied by the minor's parent or guardian;

(B) on an errand at the direction of the minor's parent or guardian, without any detour or stop;

(C) in a motor vehicle involved in interstate travel;

(D) engaged in an employment activity, or going to or returning home from an employment activity, without any detour or stop;

(E) involved in an emergency;

(F) on the sidewalk abutting the minor's residence or abutting the residence of a next-door neighbor if the neighbor did not complain to the police department about the minor's presence, except that this defense does not apply to a violation of the curfew hours described in Subsection (a)(1)(C) of this section;

(G) attending an official school, religious, community engagement, or other recreational activity supervised by adults and sponsored by the city of Dallas, a civic organization, or another similar entity that takes responsibility for the minor, or going to or returning home from, without any detour or stop, an official school, religious, community engagement, or other recreational activity supervised by adults and sponsored by the city of Dallas, a civic organization, or another similar entity that takes responsibility for the minor;

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(H) exercising First Amendment rights protected by the United States Constitution, such as the free exercise of religion, freedom of speech, and the right of assembly; or

(I) married or had been married or had disabilities of minority removed in accordance with Chapter 31 of the Texas Family Code.

(2) It is a defense to prosecution under Subsection (b)(3) that the owner, operator, or employee of an establishment promptly notified the police department that a minor was present on the premises of the establishment during curfew hours and refused to leave.

(3) It is a defense to prosecution under Subsection (b) of this section for a violation of the curfew hours described in Subsection (a)(l)(C) that:

(A) the school in which the minor was enrolled or otherwise required to attend was not in session;

(B) the minor was on the premises of the school in which the minor was enrolled or otherwise required to attend;

(C) the minor was participating in a school-approved work study program, or was going to the work study program or returning to home or school from the workstudy program without any detour or stop;

(D) the minor was on a lunch break from a school that permits an open campus lunch and was qualified to participate in the open campus lunch program;

(E) the minor was on an excused absence from the school in which the minor was enrolled or otherwise required to attend and had permission from a school official, or, in the case of a home-schooled minor, from the minor's parent or guardian; or

(F) the minor was a high school graduate or had received a high school equivalency certificate.

(d) Enforcement.

(1) Before taking any enforcement action under this section, a police officer shall ask the apparent offender's age and reason for being in the public place. The officer shall provide a verbal warning and advisement of the juvenile curfew upon first contact with a minor. The officer shall then attempt to contact the minor’s parent or guardian and transport the minor home without taking enforcement action. If a minor has been previously contacted on a violation of Subsection (b)(1), the officer shall only issue a citation for an appearance in community court. The officer shall not issue a citation [~~or make an arrest~~] under this section unless the officer reasonably believes that an offense has occurred and that, based on any response and other circumstances, no defense in Subsection (c) is present.

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(2) A police officer shall not issue a citation to [~~or arrest~~] a parent or guardian of a minor for a violation of Subsection (b)(2) of this section [~~relating to the curfew hours described in Subsection (a)(l)(C)~~], unless the parent or guardian has, within the same calendar year, received at least two prior written warnings from a police officer for a violation of Subsection (b)(2) that are documented in an incident report [~~relating to the curfew hours described in Subsection (a)(l)(C)~~]. In calculating the number of warnings received by a parent or guardian in a calendar year, all warnings issued to the parent or guardian that are documented in an incident report will be counted, regardless of whether the warnings relate to the same minor. If, within the same calendar year, the parent or guardian has received two written warnings from a police officer for a violation of Subsection (b)(2) that are documented in an incident report, the officer may only issue a citation for an appearance in community court.

(3) A police officer shall not issue a citation to or arrest an owner, operator, or employee of an establishment for a violation of Subsection (b)(3) of this section [~~relating to the curfew hours described in Subsection (a)(l)(C)~~], unless the owner, operator, or employee of the establishment has, within the same calendar year, received at least two prior written warnings from a police officer for a violation of Subsection (b)(3) [~~relating to the curfew hours described in Subsection (a)(l)(C)~~]. In calculating the number of warnings received by an owner, operator, or employee of an establishment in a calendar year, all warnings issued to the same individual [~~any owner, operator, or employee of the establishment~~] will be counted, regardless of whether the warnings relate to the same minor.

(e) Penalties.

(l) A person who violates a provision of this chapter is guilty of a separate offense for each day or part of a day during which the violation is committed, continued, or permitted. Each offense, upon conviction, is punishable by a fine not to exceed $500.

(2) When required by Section 51.08 of the Texas Family Code, as amended, the municipal court shall waive original jurisdiction over a minor who violates Subsection (b)(l) of this section and shall refer the minor to juvenile court.

(f) Expiration. This section expires on February 18, 2022 [~~January 18, 2019~~], unless sooner modified, terminated, or extended by city council ordinance."

SECTION 2. That Chapter 31 of the Dallas City Code, as amended, will remain in full force and effect, save and except as amended by this ordinance.

SECTION 3. That the terms and provisions of this ordinance are severable and are governed by Section 1-4 of Chapter 1 of the Dallas City Code, as amended.

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SECTION 4. That this ordinance will take effect on February 18, 2019.

APPROVED AS TO FORM:

CHRISTOPHER J. CASO, Interim City Attorney

By_____
Assistant City Attorney

Passed _____

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Agenda Information Sheet

File #: 19-325 **Item #:** 29.

STRATEGIC PRIORITY: Economic and Neighborhood Vitality

AGENDA DATE: February 27, 2019

COUNCIL DISTRICT(S): 1

DEPARTMENT: Housing & Neighborhood Revitalization

EXECUTIVE: T.C. Broadnax

SUBJECT

A public hearing to receive comments regarding an application by Highpoint at Wynnewood, LP to the Texas Department of Housing and Community Affairs (TDHCA) for 2019 4% Non-Competitive Housing Tax Credits for the acquisition and redevelopment of the HighPoint at Wynnewood Apartments a 221-unit multifamily complex located at 1805 South Zang Boulevard; and at the close of the public hearing to: **(1)** adopt a Resolution of No Objection for Highpoint at Wynnewood, LP, or its affiliate, related to its application to TDHCA for the acquisition and redevelopment of HighPoint at Wynnewood Apartments; **(2)** adopt a Resolution of Support for Highpoint at Wynnewood, LP, or its affiliate, related to its application to TDHCA for 9% Competitive Housing Tax Credits for acquisition and redevelopment of the HighPoint at Wynnewood Apartments; and **(3)** authorize a line of credit in an amount not to exceed $500.00 for the proposed development - Not to exceed $500.00 - Financing Public/Private Partnership Funds

BACKGROUND

Highpoint at Wynnewood, LP (Applicant) submitted a pre-application to the TDHCA for 2019 9% Competitive Housing Tax Credits (9% Housing Tax Credits) for the acquisition and redevelopment of the Parks at Wynnewood, an existing multifamily complex with 221 units located at 1805 South Zang Boulevard, Dallas, Texas 75224 to be renamed HighPoint at Wynnewood. The property is currently owned by WCH Limited Partnership.

In the administration of its **9%** HTC Program, TDHCA awards application points for a resolution from a Governing Body of a local municipality on the following basis:

Within a municipality, the application will receive:

- **17** points for a resolution from the Governing Body of that municipality expressly setting forth that the municipality supports (Resolution of Support) the application or development; or
- **14** points for a resolution from the Governing Body of that municipality expressly setting forth that the municipality has no objection (Resolution of No Objection) to the application or development.

Within the extraterritorial jurisdiction of a municipality, the Application may receive:

- **8.5** points for a resolution from the Governing Body of that municipality expressly setting forth that the municipality supports (Resolution of Support) the Application or Development; or
- **7** points for a resolution from the Governing Body of that municipality expressly setting forth that the municipality has no objection (Resolution of No Objection) to the Application or Development

The Applicant, a Texas limited partnership, is proposing to acquire, redevelop and manage the HighPoint at Wynnewood Apartments. The Applicant proposes to have the City of Dallas Housing Finance Corporation (DHFC) serve as the sole member of the general partner entity subject to the approval of the DHFC Board of Directors. Currently, CitySquare Housing (CitySquare), a Texas nonprofit corporation is the managing member. An amended and restated agreement of limited partnership will be executed to add four special limited partners: MVAH Holding LLC, a Georgia limited liability company, Banc America Community Development Corporation (BACDC), a Texas community development corporation, Auxano Development, LLC, a Texas limited liability company (Auxano), and CitySquare. Additionally, a limited partner will be admitted to the partnership once a tax credit investor is identified currently slated to be Bank of America. Auxano, CitySquare, BACDC and MVAH Development, LLC will serve as co-developers.

The proposed property manager is MVAH Management LLC which is an affiliate of MVAH Partners (MVAH). MVAH has been developing, building, and managing quality multifamily and senior rental communities in the Midwest and the Southeast for more than 20 years. MVAH has expertise in workforce housing, 4% and 9% Housing Tax Credits, and senior independent living.

The Applicant proposes to redevelop all 221 units. The 221 units will be comprised of 90 1-bedroom, 90 2-bedroom, and 41 3-bedroom. The redevelopment includes 3 and 4-story garden style buildings. The interior will include 9-foot ceilings and granite countertops. Planned amenities feature a swimming pool, fitness center, business center, and controlled access gates.

Total development costs are anticipated to be approximately $41,113,550.00 which include the acquisition price for the apartment complex. The hard cost construction budget is anticipated to be $26,313,788.00 which is $119,067.00 per unit. The total construction amount includes 5% contingency and contractor overhead.

Proposed Financing Sources	**Amount**
Bank of America Loan	$23,315,330
Housing Tax Credits Equity	$17,798,220
Total	**$41,113,550**

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Proposed Uses	Costs
Acquisition	$1,200,000
Rehabilitation Construction Costs	$26,313,788
Soft Costs & Financing Fees	$6,302,714
Developer Fees	$5,100,000
Reserves	$2,197,048
Total	**$41,113,550**

After the acquisition and redevelopment is complete, the 76 of the 221 units will be made available to households earning 30%-60% or below of Area Median Income (AMI), 28 units will be set aside at 80% AMI, and 116 market rate units.

If the Applicant is unsuccessful in receiving an allocation of 9% Housing Tax Credits from TDHCA; then the Applicant intends to submit an application to TDHCA for 4% Non-Competitive Housing Tax Credits (4% Housing Tax Credits). TDHCA requires 4% Housing Tax Credit applicants to provide a resolution from the governing body of the jurisdiction in which the proposed development will be sited. As part of these TDHCA requirements, the governing body must also conduct a public hearing for citizens to provide comment on the proposed development. Once a resolution is adopted and submitted to TDHCA, then it cannot be changed or withdrawn.

On May 9, 2018, City Council adopted the Comprehensive Housing Policy (CHP) by Resolution No. 18-0704, as amended and on November 28, 2018, City Council authorized amendments to the CHP by Resolution No. 18-1680 which provided a policy including evaluation criteria for developers requiring Resolutions of Support or No Objection for rental housing developments seeking Housing Tax Credits through TDHCA. The evaluation criteria include factors such as general partner and property management experience, location in a Reinvestment Strategy Area (RSA), determination of project feasibility, location to amenities, etcetera. Based on the evaluation criteria, HighPoint at Wynnewood proposal scored an 87, scoring matrix is attached as Exhibit A. To receive a staff recommendation for a resolution, the applicant must score 85 points out of 140. As demonstrated on the Market Value Analysis, HighPoint at Wynnewood is located in the Wynnewood Redevelopment target area which is one of the 15 RSAs identified in the CHP and G market type surrounded by D, F, and H market types.

PRIOR ACTION/REVIEW (COUNCIL, BOARDS, COMMISSIONS)

The Economic Development and Housing Committee was briefed regarding this item on February 19, 2019.

FISCAL INFORMATION

Public/Private Partnership Funds - $500.00

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Housing and Neighborhood Revitalization
Request for Applicatin Scoring Form
Exhibit "A"

APPLICANT'S NAME	**HighPoint at Wynnewood, LP**		
GENERAL PARTNER	**City of Dallas Housing Finance Corporation**		
DEVELOPER	**Auxano Development, LLC, and MVAH Partners**		
PROPERTY MANAGER	**MVAH Management LLC**		
DEVELOPMENT NAME	**HighPoint at Wynnewood**		
ADDRESS	**1805 S. Zang Boulevard, Dallas, Texas**		
9% or 4% HOUSING TAX CREDIT PROGRAM	**9% or 4%**		
MARKET VALUE ANALYSIS	**G - surrounded by D,F, & H**		
Experience of the General Partner - up to 10 points	**Points**	**Proposer Score**	**Comments**
1-2 Multifamily rental housing projects managed more than 3 years	1	**0**	
1-2 Sec. 42/142/HOME projects in service more than 3 years	3	**0**	
3-6 Multifamily rental housing projects in service more than 3	4	**4**	
3-6 Sec. 42/142/HOME projects in service more than 3 years	6	**0**	
7 or more Multifamily rental housing projects in service more than 3 yrs.	7	**0**	
7 or more Sec. 42/142/HOME projects in service more than 3 years	10	**0**	
Experience of the Property Manager - up to 10 points	**Points**	**Proposer Score**	**Comments**
1-2 Multifamily rental housing projects managed more than 3 years	0	**0**	
1-2 Sec. 42/142/HOME projects in service more than 3 years	3	**0**	
3 or more Multifamily rental housing projects in service more than 3 years	4	**0**	
3-6 Sec. 42/142/HOME projects in service more than 3 years	6	**0**	
7 or more Multifamily rental housing projects in service more than 3 yrs.	7	**0**	
7 or more Sec. 42/142/HOME projects in service more than 3 years	10	**10**	
Nonprofit Organization Participation - up to 10 points	**Points**	**Proposer Score**	**Comments**
Nonprofit Organization Participation	10	**0**	CitySquare listed as a Co-developer. Proposed Dallas Housing Finance Corporation to be sole members
Redevelopment Areas	**Points**	**Proposer Score**	**Comments**
Is the proposed development located in on of the following areas: Midtown, High Speed Rail, Wynnewood, Red Bird Areas	20	**20**	A portion of the property is located in the Wynnewood RSA
Stabilization Target Areas-up to 20 points	**Points**	**Proposer Score**	**Comments**
Is the proposed development located in one of the following areas: LBJ Skillman, Vickery Meadow, Casa View, Forest Heights/Cornerstone Heights, East Downtown, The Bottom, West Dallas, or Red Bird North.	20	**0**	
Emerging Market Area - up to 10 points	**Points**	**Proposer Score**	**Comments**
Is the proposed development located in on of the following areas: Southern Gateway, Pleasant Grove, University Hills	10	**0**	

Housing and Neighborhood Revitalization
Request for Applicatin Scoring Form
Exhibit "A"

Project Feasibility - up to 20 points	Points	Proposer Score	Comments
Proposed rent schedule consistent with TDHCA rent limits on rent-restricted units (see TDHCA rent limits tool)	5	**5**	
Appropriate vacancy and collection loss assumptions in the project proforma are consistent with TDHCA HTC requirements. (Normalized vacancy rate of 7.5% (5% vacancy plus 2.5% for collection loss). 100% project-based rental subsidy developments and other well documented cases may be underwritten at a combined 5 percent. TAC §10.302 (d)(1)(C)))	5	**5**	
Reserves in the proforma are consistent with TDHCA HTC requirements. ($250 per Unit for New Construction and Reconstruction Developments and $300 per Unit for all other Developments. TAC §10.302 (d)(2)(I))	5	**5**	
Completed Market Feasibility Report with conclusions supporting the applicable project proforma assumptions completed or underway.	5	**5**	Yes, prepared by Apartment MarketData, LLC dated October 2, 2018.

Project Site Characteristics - up to 10 points	Points	Proposer Score	Comments
Project meets land use density requirements at time of application	5	**5**	
Project meets City of Dallas zoning requirements at time of application.	5	**0**	Site is zoned MF-1 (A); Need variance for 4 stories

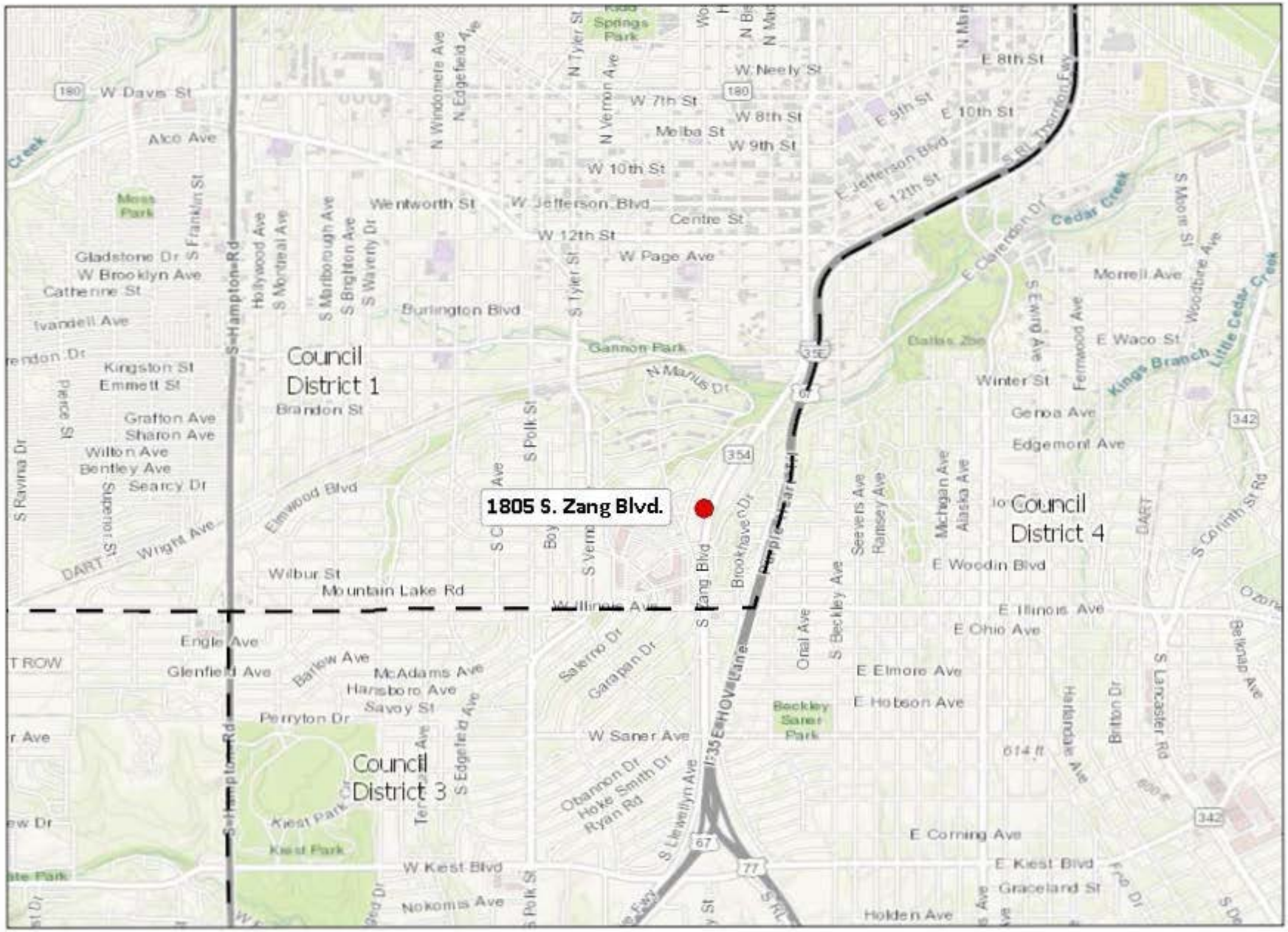
Amenity	1/4 Mile or Less 5 Points	>1/4 Mile and < 1/2 Mile 3 Points	1/2 Mile and up to 1 Mile 1 Point	Comments
Bus Station or Stop	**5**	**0**	**0**	Bus Stop 081/082 - 394 ft Kroger's - .4 mile
Public Park	**0**	**0**	**0**	
Full Scale Grocery Store	**0**	**3**	**0**	
Community or Senior Center	**0**	**0**	**0**	
Aging & Disability Resource Center	**0**	**0**	**0**	

Amenity	1/2 Mile or less 5 Points	>1/2 Mile and < 1 Mile 2 Points	1 Mile and up to 2 Miles 1 Point	Comments
Qualifying Medical Clinic or Hospital	**0**	**0**	**0**	

Amenity	20 Minutes or less 5 Points	>20 Minutes and < 40 minutes 2 Points	More than 40 Minutes 0 points	Comments
Transit time to Major Employment Center	**5**			

Housing and Neighborhood Revitalization
Request for Applicatin Scoring Form
Exhibit "A"

Project Readiness - up to 10 points	Points	Proposer Points	Comments
Applicant has secured site control per TDHCA HTC definition of site control	5	**5**	Yes, valid Purchase and Sale Agreement between WCH Limited Partnership and HighPoint at Wynnewood, LP effective January 7, 2019.
Environmental Report (s) has/have been completed.	5	**5**	Phase 1 ESA prepare by Property Solutions, Inc. revised March 1, 2017
Resident Services-up to 15 points	**Points**	**Proposer Points**	**Comments**
The equivalent of one (1) FTE resident service coordinator for every 600 project bedrooms.	5	**0**	Buckner International is currently planned to be the third-party service provider to provide one of the TDHCA eligible services
Project provides or has agreements with third party service providers to provide on-site educational, wellness and/or skill building classes	5	**5**	
Project provides on-site, licensed child care or after school program that operates at least 20 hours per week.	5	**0**	
PROPOSAL TOTAL SCORE		**87**	


1805 S. Zang Blvd.
Council District 1
Council District 3
Council District 4
W Davis St
Alco Ave
W Neely St
W 7th St
W 8th St
Melba St
W 9th St
W 10th St
E 8th St
E 9th St
E 10th St
E 12th St
E Jefferson Blvd
W Jefferson Blvd
Centre St
Wentworth St
W 12th St
W Page Ave
Burlington Blvd
Gannon Park
N Marius Dr
Kingston St
Emmett St
Grafton Ave
Sharon Ave
Willon Ave
Bentley Ave
Searcy Dr
Brandon St
Elmwood Blvd
Wilbur St
Mountain Lake Rd
Wright Ave
Engle Ave
Glenfield Ave
Barlow Ave
McAdams Ave
Harrisboro Ave
Savoy St
Perryton Dr
Kiest Park
W Kiest Blvd
Nokomis Ave
W Saner Ave
Salerno Dr
Garapan Dr
Otannon Dr
Hoke Smith Dr
Ryan Rd
S Llewellyn Ave
Beckley Saner Park
E Woodin Blvd
E Illinois Ave
E Ohio Ave
E Elmore Ave
E Hobson Ave
E Corning Ave
E Kiest Blvd
Graceland St
Holden Ave
Morrell Ave
E Waco St
Winter St
Genoa Ave
Edgemont Ave
Dallas Zoo
Cedar Creek
Kings Branch
Little Cedar Creek
Woodbine Ave
S Hampton Rd
S Polk St
S Zang Blvd
S Beckley Ave
Oriel Ave
Brookhaven Dr
S Ravinia Dr
S Edgefield Ave
S Lancaster Rd
Britton Dr
Belknap Ave
S Corinth St Rd
DART
I-35E HOV Lane
I-35E
Gladstone Dr
W Brooklyn Ave
Catherine St
Ivandell Ave
Hollywood Ave
S Montreal Ave
S Marlborough Ave
S Brighton Ave
S Waverly Dr
S Tyler St
N Tyler St
N Vernon Ave
N Windomere Ave
N Edgefield Ave
Moss Park
Kiest Park Cir
Terrace Dr
Creek
180
354
67
77
342
635
614 ft

February 27, 2019

WHEREAS, on May 9, 2018, City Council adopted the Comprehensive Housing Policy by Resolution No. 18-0704, as amended; and

WHEREAS, on November 28, 2018, City Council amended the Comprehensive Housing Policy by Resolution No. 18-1680; and

WHEREAS, the Comprehensive Housing Policy provides a policy for developers requesting a Resolution of Support or No Objection (Resolutions) for multifamily rental housing developments seeking Housing Tax Credits (HTC) through the Texas Department of Housing and Community Affairs (TDHCA); and

WHEREAS, Highpoint at Wynnewood, LP, (Applicant) has proposed the acquisition and redevelopment of a 221-unit mixed-income multifamily complex to be known as HighPoint at Wynnewood located at 1805 South Zang Boulevard in the City of Dallas, Texas; and

WHEREAS, the Applicant proposes to redevelop all 221 units, to include 90 1-bedroom, 90 2-bedroom, and 41 3-bedroom; and will include amenities; and

WHEREAS, upon completion of the redevelopment, the complex proposes to make 76 of the 221 units available to households earning 30%-60% or below of Area Median Income (AMI), 28 units set aside at 80% AMI, and 116 market rate units; and

WHEREAS, the Applicant has advised the City that it submitted a pre-application to the TDHCA for 2019 9% Competitive HTC for the proposed acquisition and redevelopment of a property to be known as HighPoint at Wynnewood (TDHCA # 19251); and

WHEREAS, the expenditure of Public/Private Partnership funds supporting this development project is consistent with the City's revised Public/Private Partnership Guidelines and Criteria; and

WHEREAS, the Applicant has advised the City that it intends to submit an application to the TDHCA for 2019 4% Non-Competitive HTC for the proposed acquisition and redevelopment of a property to be known as HighPoint at Wynnewood if the Applicant does not receive an allocation of 9% HTC; and

WHEREAS, pursuant to Section 11.9 of the Qualified Allocation Plan and Chapter 2306 of the Texas Government Code, the City desires to provide a Resolution of No Objection to the Applicant for the 2019 4% Non-Competitive HTC application for HighPoint at Wynnewood located at 1805 South Zang Boulevard, Dallas, Texas 75224.

Now, Therefore,

BE IT RESOLVED BY THE CITY COUNCIL OF THE CITY OF DALLAS:

SECTION 1. That the City of Dallas, acting through its Governing Body, hereby confirms that it supports the proposed development to be located at 1805 South Zang Boulevard, Dallas, Texas 75224, the development's application for 2019 9% HTC, and any allocation by the TDHCA of 2019 9% HTC for the proposed development.

SECTION 2. That the City Manager or their designee, is hereby authorized to execute a line of credit agreement in the amount of $500.00 with Highpoint at Wynnewood, LP or its affiliate for the construction of the proposed development, approved as to form by the City Attorney. The agreement will have the following terms:

a. Highpoint at Wynnewood, LP or its affiliate must be awarded 2019 9% Housing Tax Credits by TDHCA; and
b. The line of credit will have an interest rate of 1%. Interest will not be incurred or accrue until and unless funds are drawn; and
c. The line of credit must be repaid in full on expiration or termination of the Land Use Restriction Agreement recorded by TDHCA.

SECTION 3. That the Chief Financial Officer is hereby authorized to encumber and disburse funds in an amount not to exceed $500.00 in accordance with this resolution from Public/Private Partnership Fund, Fund 0352, Department ECO, Unit P151, Object 3015, Activity PPPF, Encumbrance/Contract No. ECO-2019-00009598, Vendor 513625.

SECTION 4. That the Chief Financial Officer is hereby authorized to set up a Receivable Balance Sheet Account in Public/Private Partnership Fund, Fund 0352, Department ECO, Balance Sheet 033F and a Deferred Revenue Balance Sheet, Account 0898 in Fund 0352, in the amount of $500.00.

SECTION 5. That the Chief Financial Officer is hereby authorized to receive, accept and deposit loan payments from Highpoint at Wynnewood, LP, in Public/Private Partnership Fund, Fund 0352, Department ECO, Principal Revenue Code 847G and Interest Revenue Code 0847H, and debit Balance Sheet 0001 (Cash); as well as debit Deferred Revenue Balance Sheet Account 0898 and credit Receivable Balance Sheet Account 033F.

SECTION 6. That the City of Dallas, acting through its Governing Body, hereby confirms that it has no objection as to Applicant's application to TDHCA's 2019 4% Non-Competitive HTC for the proposed acquisition and redevelopment of HighPoint at Wynnewood located at 1805 South Zang Boulevard, Dallas, Texas 75224 for the acquisition and redevelopment of a 221-unit mixed-income multifamily complex.

SECTION 7. That in accordance with the requirements of the Texas Government Code §2306.67071 and Texas Administrative Code §10.204(4), it is hereby found that:

a. Notice has been provided to the Governing Body in accordance with Texas Government Code §2306.67071(a); and

b. The Governing Body has had sufficient opportunity to obtain a response from Applicant regarding any questions or concerns about the proposed acquisition and redevelopment of HighPoint at Wynnewood; and

c. The Governing Body has held a hearing at which public comment may be made on the proposed acquisition and redevelopment of the HighPoint at Wynnewood in accordance with Texas Government Code §2306.67071(b) and Texas Administrative Code §10.204(4)(B); and

d. After due consideration of the information provided by Applicant and after the public hearing on the proposed acquisition and redevelopment of HighPoint at Wynnewood, the City of Dallas, acting through its Governing Body, does not object to the application by Applicant to the TDHCA for 2019 4% Non-Competitive HTC for the purpose of the acquisition and redevelopment of HighPoint at Wynnewood.

SECTION 8. That this formal action has been taken to put on record the opinion expressed by the City of Dallas on February 27, 2019, and that for and on behalf of the Governing Body, the Mayor or City Manager, or their designee, is hereby authorized, empowered, and directed to certify this resolution to the TDHCA.

SECTION 9. That this resolution shall take effect immediately from and after its passage in accordance with the provisions of the Charter of the City of Dallas, and it is accordingly so resolved.

Agenda Information Sheet

File #: 19-323 **Item #:** 30.

STRATEGIC PRIORITY: Economic and Neighborhood Vitality

AGENDA DATE: February 27, 2019

COUNCIL DISTRICT(S): 10

DEPARTMENT: Housing & Neighborhood Revitalization

EXECUTIVE: T.C. Broadnax

SUBJECT

A public hearing to receive comments regarding an application by Northgate Preservation, L.P. to the Texas Department of Housing and Community Affairs (TDHCA) for 2019 4% Non-Competitive Housing Tax Credits for the acquisition and rehabilitation of the Northgate Village Apartments a 168-unit multifamily complex located at 12303 North Plano Road; and at the close of the public hearing, adopt a Resolution of No Objection for Northgate Preservation, L.P., or its affiliate, related to its application to TDHCA for the acquisition and rehabilitation of the Northgate Village Apartments - Financing: No cost consideration to the City

BACKGROUND

This item is being added to the addendum to ensure resolutions are provided in a timely manner. Resolutions for the 9% Housing Tax Credit Program are due to the TDHCA by March 1, 2019. Resolutions for the 4% Housing Tax Credit Program are required for the development to move forward.

Northgate Preservation, L.P. (Applicant) submitted a pre-application to the TDHCA for private activity bonds and intends to submit a full application for 2019 4% Non-Competitive Housing Tax Credits (4% Housing Tax Credits) for the acquisition and rehabilitation of the Northgate Village Apartments, an existing multifamily complex built in 1980 with 168 units located at 12303 North Plano Road, Dallas, Texas 75243. The property is currently owned by Northgate Village Associates, LLC, an affiliate of The Related Companies, L.P. (Related). TDHCA requires 4% Housing Tax Credit applicants to provide a resolution from the governing body of the jurisdiction in which the proposed development will be sited. As part of these TDHCA requirements, the governing body must also conduct a public hearing for citizens to provide comment on the proposed development. Once a resolution is adopted and submitted to TDHCA, then it cannot be changed or withdrawn.

The Applicant, a to be formed Texas limited partnership, is proposing to acquire, rehabilitate, renovate, and manage the Northgate Village Apartments. Northgate Preservation GP, LLC, will be the general partner with Related Affordable, LLC (RA), its sole member. An amended and restated

agreement of limited partnership will be executed to admit the tax credit equity investor as special limited partner or investor member once identified. Northgate Preservation Developer, LLC will serve as the developer with RA, Full Line, LLC, and Wes Larmore as members.

The proposed property manager is Related Management Company which is an integrated affiliate of Related. Related was founded in 1972 and through its various affiliates oversees more than 1,100 properties in 47 states. Related has 3 divisions: development, management, and financial services. Related and its affiliates has extensive experience in affordable housing development and redevelopment.

The Applicant proposes to rehabilitate all 168 units. The 168 units are comprised of 16 2-bedroom, 80 3-bedroom, and 72 4-bedroom units. Interior renovations include replacing: existing appliances and fixtures with energy efficient products, kitchen cabinets, sinks and faucets; and in bathrooms vanities, tub venting and flooring. A new community room will be added with space for programming, computers, and a fitness center for residents. Security enhancements include installation of security cameras throughout the property, in addition to existing security patrol. Current property amenities include a swimming pool and on-site laundry facility.

Total development costs are anticipated to be approximately $30,897,713.00 which include the acquisition price for the apartment complex. The hard cost rehabilitation budget is anticipated to be $8,820,235.00 which is $52,501.40 per unit. The total construction amount includes a 10% contingency and contractor overhead.

Proposed Uses	**Costs**
Acquisition	$16,130,000
Rehabilitation Construction Costs	$8,820,235
Soft Costs & Financing Fees	$3,617,576
Developer Fees	$1,741,208
Reserves	$588,695
Total	**$30,897,713**

Proposed Financing Sources	**Amount**
Tax Exempt Bond	$19,000,000
Housing Tax Credits Equity	$9,455,123
Deferred Developer Fee	$442,590
Seller Note	$2,000,000
Total	**$30,897,713**

Currently, there is a project-based Housing Assistance Payment (HAP) contract administered by the U.S. Department of Housing and Urban Development that provides rental assistance for the complex. The HAP contract requires units to be set aside for low income residents. The HAP contract will expire in February 2020 and the Applicant plans to renew the contract. After the acquisition and rehabilitation is complete, the units will be made available to households earning 60% or below of Area Median Income subject to any additional restrictions required under the HAP contract.

On May 9, 2018, City Council adopted the Comprehensive Housing Policy (CHP) by Resolution No. 18-0704, as amended and on November 28, 2018, City Council authorized the amendments to the CHP by Resolution No. 18-1680 which provided a policy including evaluation criteria for developers requiring Resolutions of Support or No Objection for rental housing developments seeking Housing Tax Credits through TDHCA. The evaluation criteria include factors such as general partner and property management experience, location in a Reinvestment Strategy Area (RSAs), determination of project feasibility, location to amenities, etcetera. Based on the evaluation criteria, the Northgate Village Apartments proposal scored an 86, scoring matrix is attached as Exhibit A. To receive a staff recommendation for a resolution, the applicant must score 85 points out of 140. As demonstrated on the Market Value Analysis, Northgate Village Apartments is located near the LBJ Skillman Stabilization target area which is one of the 15 RSAs identified in the CHP and in a E market type surrounded by D, E, F, and I market types.

PRIOR ACTION/REVIEW (COUNCIL, BOARDS, COMMISSIONS)

The Economic Development and Housing Committee was briefed regarding this item on February 19, 2019.

FISCAL INFORMATION

No cost consideration to the City.

MAP

Attached

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Housing and Neighborhood Revitalization
Request for Application Scoring Form
Exhibit "A"

APPLICANT'S NAME	**Related Affordable, LLC**
GENERAL PARTNER	**Northgate Village Preservation GP, LLC, Related Affordable, LLC its sole member**
DEVELOPER	**Northgate Preservation Developer, LLC, with Related Affordable, LLC, Full Line, LLC and Wes Laramare as members**
PROPERTY MANAGER	**Related Management Company**
DEVELOPMENT NAME	**Northgate Village Apartments**
ADDRESS	**12303 N. Plano Road, Dallas, Texas 75243**
9% or 4% HOUSING TAX CREDIT PROGRAM	**4%**
MARKET VALUE ANALYSIS	**D - surrounded by E, F & I submarkets**

Experience of the General Partner - up to 10 points	**Points**	**Proposer Score**	**Comments**
1-2 Multifamily rental housing projects managed more than 3 years	1	**0**	
1-2 Sec. 42/142/HOME projects in service more than 3 years	3	**0**	
3-6 Multifamily rental housing projects in service more than 3	4	**0**	
3-6 Sec. 42/142/HOME projects in service more than 3 years	6	**0**	
7 or more Multifamily rental housing projects in service more than 3 yrs.	7	**0**	
7 or more Sec. 42/142/HOME projects in service more than 3 years	10	**10**	

Experience of the Property Manager - up to 10 points	**Points**	**Proposer Score**	**Comments**
1-2 Multifamily rental housing projects managed more than 3 years	0	**0**	
1-2 Sec. 42/142/HOME projects in service more than 3 years	3	**0**	
3 or more Multifamily rental housing projects in service more than 3 years	4	**0**	
3-6 Sec. 42/142/HOME projects in service more than 3 years	6	**0**	
7 or more Multifamily rental housing projects in service more than 3 yrs.	7	**0**	
7 or more Sec. 42/142/HOME projects in service more than 3 years	10	**10**	

Nonprofit Organization Participation - up to 10 points	**Points**	**Proposer Score**	**Comments**
Nonprofit Organization Participation	10	**0**	Nonprofit particiaption not indentified in application.

Redevelopment Areas	**Points**	**Proposer Score**	**Comments**
Is the proposed development located in on of the following areas: Midtown, High Speed Rail, Wynnewood, Red Bird Areas	20	**0**	No

Stabilization Target Areas-up to 20 points	**Points**	**Proposer Score**	**Comments**
Is the proposed development located in one of the following areas: LBJ Skillman, Vickery Meadow, Casa View, Forest Heights/Cornerstone Heights, East Downtown, The Bottom, West Dallas, or Red Bird North.	20	**0**	Located just outside the LBJ Skillman RSA

Emerging Market Area - up to 10 points	**Points**	**Proposer Score**	**Comments**
Is the proposed development located in on of the following areas: Southern Gateway, Pleasant Grove, University Hills	10	**0**	No

Housing and Neighborhood Revitalization
Request for Application Scoring Form
Exhibit "A"

Project Feasibility - up to 20 points	Points	Proposer Score	Comments
Proposed rent schedule consistent with TDHCA rent limits on rent-restricted units (see TDHCA rent limits tool)	5	**5**	
Appropriate vacancy and collection loss assumptions in the project proforma are consistent with TDHCA HTC requirements. (Normalized vacancy rate of 7.5% (5% vacancy plus 2.5% for collection loss). 100% project-based rental subsidy developments and other well documented cases may be underwritten at a combined 5 percent. TAC §10.302 (d)(1)(C)))	5	**5**	
Reserves in the proforma are consistent with TDHCA HTC requirements. ($250 per Unit for New Construction and Reconstruction Developments and $300 per Unit for all other Developments. TAC §10.302 (d)(2)(I))	5	**5**	
Completed Market Feasibility Report with conclusions supporting the applicable project proforma assumptions completed or underway.	5	**5**	Yes, Prepared by Gil Group dated January 7, 2019.

Project Site Characteristics - up to 10 points	Points	Proposer Score	Comments
Project meets land use density requirements at time of application	5	**5**	
Project meets City of Dallas zoning requirements at time of application.	5	**5**	MF-2(A)

Transit Amenities - up to 35 points

Amenity	1/4 Mile or Less 5 Points	>1/4 Mile and < 1/2 Mile 3 Points	1/2 Mile and up to 1 Mile 1 Point	Comments
Bus Station or Stop	**5**	**0**	**0**	Bus Stop 463 - .1 mile and Stop 551 - .2 mile
Public Park	**0**	**0**	**1**	
Full Scale Grocery Store	**0**	**0**	**0**	Friendship Park - .9 miles
Community or Senior Center	**0**	**0**	**0**	Aldi - 1.9 miles
Aging & Disability Resource Center	**0**	**0**	**0**	

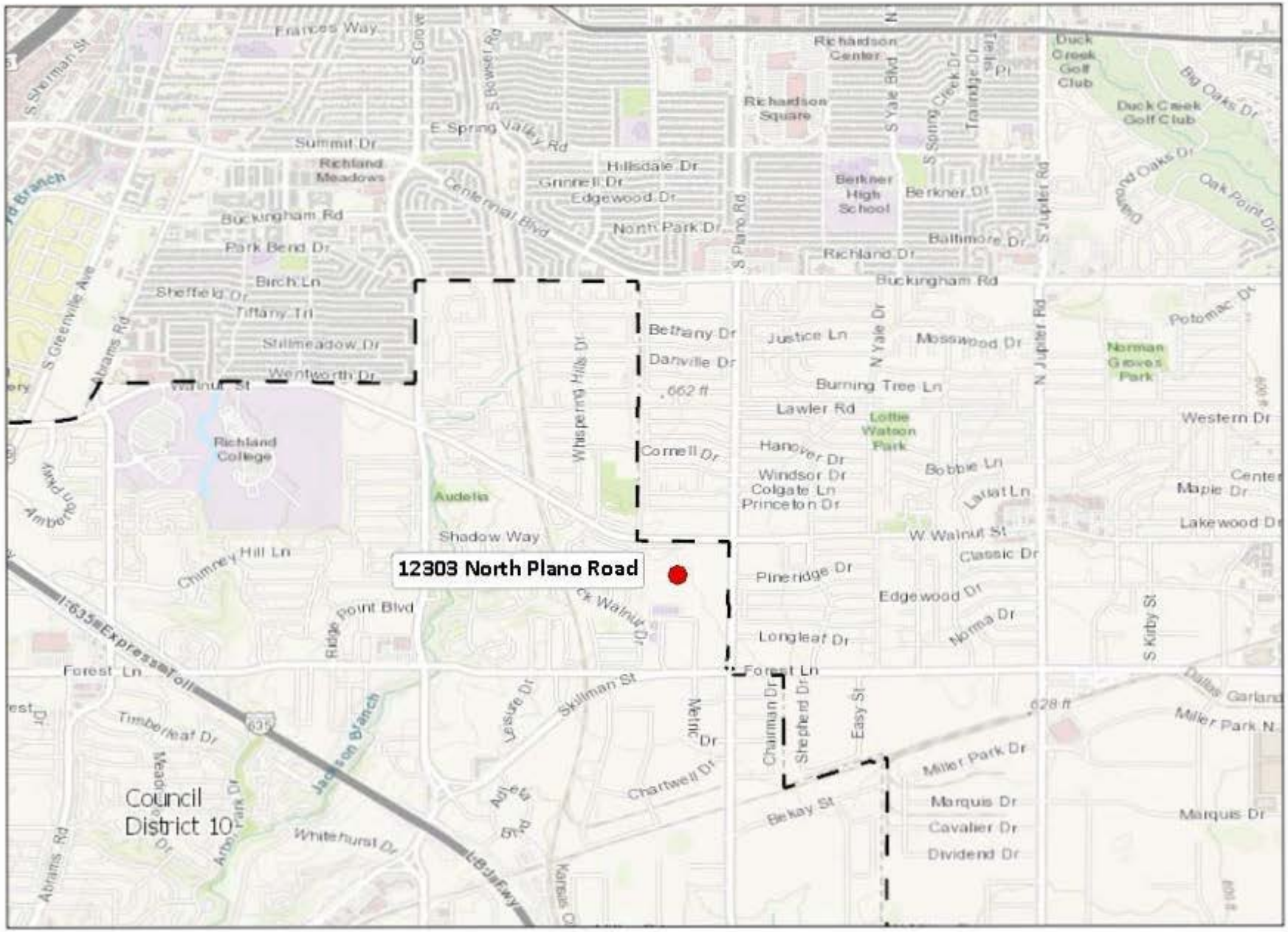
Amenity	1/2 Mile or less 5 Points	>1/2 Mile and < 1 Mile 2 Points	1 Mile and up to 2 Miles 1 Point	Comments
Qualifying Medical Clinic or Hospital	**0**	**0**	**0**	

Amenity	20 Minutes or less 5 Points	>20 Minutes and < 40 minutes 2 Points	More than 40 Minutes 0 points	Comments
Transit time to Major Employment Center	**5**			Richland College - 10 minutes Texas Instruments - 12 minutes

Project Readiness - up to 10 points	Points	Proposer Points	Comments
Applicant has secured site control per TDHCA HTC definition of site control	5	**5**	Yes, submitted valid Purchase and Sale Agreement between Northgate Village Associates, LLC and Northgate Preservation, L.P. effective November 14, 2018.
Environmental Report (s) has/have been completed.	5	**5**	Yes, prepared by Partner Engineering and Science, Inc. dated October 4, 2018.

Housing and Neighborhood Revitalization
Request for Application Scoring Form
Exhibit "A"

Resident Services-up to 15 points	Points	Proposer Points	Comments
The equivalent of one (1) FTE resident service coordinator for every 600 project bedrooms.	5	**5**	Compass Working Capital to provide family self-suffciency classes.
Project provides or has agreements with third party service providers to provide on-site educational, wellness and/or skill building classes	5	**5**	
Project provides on-site, licensed child care or after school program that operates at least 20 hours per week.	5	**5**	
PROPOSAL TOTAL SCORE		**86**	


12303 North Plano Road
Council District 10
Frances Way
S Shulman St
S Greenville Ave
Abrams Rd
S Grove
S Bowser Rd
E Spring Valley Rd
Summit Dr
Richland Meadows
Centennial Blvd
Hillsdale Dr
Gnnnell Dr
Edgewood Dr
North Park Dr
Richardson Center
Richardson Square
S Yale Blvd
S Spring Creek Dr
Tranbije Dr
Duck Creek Golf Club
Big Oaks Dr
Oak Point Dr
Berkner High School
Berkner Dr
S Plano Rd
S Jupiter Rd
Baltimore Dr
Richland Dr
Buckingham Rd
Park Bend Dr
Birch Ln
Sheffield Dr
Tiffany Trl
Stillmeadow Dr
Wentworth Dr
Walnut St
Bethany Dr
Danville Dr
,662 ft
Whispering Hills Dr
Justice Ln
N Yale Dr
Mossvvood Dr
N Jupiter Rd
Potomac Dr
Norman Groves Park
Burning Tree Ln
Lawler Rd
Lottie Watson Park
Western Dr
Richland College
Cornell Dr
Hanover Dr
Windsor Dr
Colgate Ln
Princeton Dr
Bobbie Ln
Lariat Ln
Maple Dr
Lakewood Dr
Audelia
Shadow Way
W Walnut St
Classic Dr
Chimney Hill Ln
Pineridge Dr
Edgewood Dr
Norma Dr
Ridge Point Blvd
Ck Walnut Dr
Longleaf Dr
S Kirby St
Forest Ln
Skillman St
Timberleaf Dr
Jackson Branch
Leisure Dr
Meadow Park Dr
Arbor Park Dr
Whitehurst Dr
Audelia Blvd
Kansas Cir
Metric Dr
Chartwell Dr
Chairman Dr
Shepherd Dr
Easy St
Dallas Garland
,628 ft
Miller Park N
Miller Park Dr
Bekay St
Marquis Dr
Cavalier Dr
Dividend Dr
Marquis Dr
635
I-635 LBJ Expressway

February 27, 2019

WHEREAS, on May 9, 2018, City Council adopted the Comprehensive Housing Policy by Resolution No. 18-0704, as amended; and

WHEREAS, on November 28, 2018, City Council amended the Comprehensive Housing Policy by Resolution No. 18-1680; and

WHEREAS, the Comprehensive Housing Policy provides a policy for developers requesting a Resolution of Support or No Objection (Resolutions) for multifamily rental housing developments seeking Housing Tax Credits (HTC) through the Texas Department of Housing and Community Affairs (TDHCA); and

WHEREAS, Northgate Preservation, L.P., (Applicant) has proposed the acquisition and rehabilitation of a 168-unit multifamily complex known as Northgate Village Apartments located at 12303 North Plano Road in the City of Dallas, Texas; and

WHEREAS, the Applicant proposes to rehabilitate all 168 units, including 16 2-bedroom, 80 3-bedroom, and 72 4-bedroom; and will include interior and exterior renovations including a new community room; and

WHEREAS, upon completion of the rehabilitation and renovations, the complex will be available to rent to low income households earning 60% or below of Area Median Income subject to any additional restrictions under the Housing Assistance Payment (HAP) contract administered by the U.S. Department of Housing and Urban Development; and

WHEREAS, the Applicant has advised the City that it submitted a pre-application to the TDHCA for private activity bonds and intends to submit an application for 2019 4% Non-Competitive HTC for the proposed acquisition and rehabilitation of Northgate Village Apartments (TDHCA # 19603); and

WHEREAS, pursuant to Section 11.9 of the Qualified Allocation Plan and Chapter 2306 of the Texas Government Code, the City desires to provide a Resolution of No Objection to the Applicant for the 2019 4% Non-Competitive HTC application for the Northgate Village Apartments located at 12303 North Plano Road, Dallas, Texas 75243.

Now, Therefore,

BE IT RESOLVED BY THE CITY COUNCIL OF THE CITY OF DALLAS:

February 27, 2019

SECTION 1. That the City of Dallas, acting through its Governing Body, hereby confirms that it has no objection as to Applicant's application to TDHCA's 2019 4% Non-Competitive HTC for the proposed acquisition and rehabilitation of the Northgate Village Apartments located at 12303 North Plano Road, Dallas, Texas 75243 for the acquisition and rehabilitation of a 168-unit multifamily complex and that this formal action has been taken to put on record the opinion expressed by the City of Dallas on February 27, 2019.

SECTION 2. That in accordance with the requirements of the Texas Government Code §2306.67071 and Texas Administrative Code §10.204(4), it is hereby found that:

a. Notice has been provided to the Governing Body in accordance with Texas Government Code §2306.67071(a); and

b. The Governing Body has had sufficient opportunity to obtain a response from Applicant regarding any questions or concerns about the proposed acquisition and rehabilitation of the Northgate Village Apartments; and

c. The Governing Body has held a hearing at which public comment may be made on the proposed acquisition and rehabilitation of the Northgate Village Apartments in accordance with Texas Government Code §2306.67071(b) and Texas Administrative Code §10.204(4)(B); and

d. After due consideration of the information provided by Applicant and after the public hearing on the proposed acquisition and rehabilitation of Northgate Village Apartments, the City of Dallas, acting through its Governing Body, does not object to the application by Applicant to the TDHCA for 2019 4% Non-Competitive HTC for the purpose of the acquisition and rehabilitation of the Northgate Village Apartments.

SECTION 3. That it is FURTHER RESOLVED that for and on behalf of the Governing Body, the Mayor or the City Manager, are hereby authorized, empowered and directed to certify these resolutions to the TDHCA.

SECTION 4. That this resolution shall take effect immediately from and after its passage in accordance with the provisions of the Charter of the City of Dallas, and it is accordingly so resolved.

Agenda Information Sheet

File #: 19-331 **Item #:** 31.

STRATEGIC PRIORITY:	Economic and Neighborhood Vitality
AGENDA DATE:	February 27, 2019
COUNCIL DISTRICT(S):	8
DEPARTMENT:	Housing & Neighborhood Revitalization
EXECUTIVE:	T.C. Broadnax

SUBJECT

A public hearing to receive comments regarding an application by Palladium Redbird, Ltd. (PRL) to the Texas Department of Housing and Community Affairs (TDHCA) for 2019 4% Non-Competitive Housing Tax Credits for Palladium Redbird located at the intersection of West Camp Wisdom Road and South Westmoreland Road site of the former Red Bird Mall/Southwest Center Mall; and at the close of the public hearing **(1)** authorize a Resolution of No Objection for PRL or its affiliate, related to its application to TDHCA for the acquisition and new construction of improvements to be known as the Palladium Redbird; and **(2)** conditioned upon PRL receiving a 2019 4% Housing Tax Credit award and upon City Council's final adoption of the Community Development Block Grant (CDBG) Reprogramming Budget No. 1 on April 10, 2019, authorize **(a)** a development loan agreement in an amount not to exceed $6,271,576.00 (comprised of $2,696,300.00 in Community Development Block Grant Funds and $3,575,276.00 of HOME Investment Partnerships Program Funds) with PRL or an affiliate thereof; **(b)** a conditional grant agreement in an amount not to exceed $2,028,424.00 in 2012 General Obligation Bond Funds with a nonprofit entity; and **(c)** the City of Dallas Housing Finance Corporation to purchase and own the land, enter into a long-term ground lease with PRL, and take an ownership interest in PRL for the development of a mixed-income multifamily complex located at the intersection of West Camp Wisdom Road and South Westmoreland Road, site of the former Red Bird Mall/Southwest Center Mall - Total not to exceed $8,300,000.00 - Financing: 2012 General Obligation Bond Funds ($2,028,424.00), HOME Investment Partnerships Program Funds ($3,575,276.00), and Community Development Block Grant Funds ($2,696,300.00)

BACKGROUND

This item is being added to the addendum to expedite approval of a development loan agreement and conditional grant agreement. The approval will assist the City in meeting its housing production goals under the Comprehensive Housing Policy plus expenditure and commitment requirements for the use of the federal funds.

PRL, an affiliate of Palladium USA International, Inc. (Palladium), submitted a proposal under the City's Notice of Funding Availability (NOFA) issued on August 30, 2018, to provide gap financing in the form of a repayable loan to support new developments or substantial rehabilitation of existing developments located within the City limits. The NOFA was issued by the Housing and Neighborhood Revitalization Department in accordance with the City's Comprehensive Housing Policy (CHP) adopted by the Dallas City Council on May 9, 2018, by Resolution No. 18-0704, as amended and on November 28, 2018, City Council authorized amendments to the CHP by Resolution No. 18-1680.

Proposals were evaluated in two stages: (1) threshold review and (2) technical scoring. During threshold review, reviewers evaluated whether the proposal included: all elements, eligible activities, eligible end users/beneficiaries, and whether the proposer is an individual or entity eligible for a City contract. Proposals that passed threshold review moved to technical scoring, where an Evaluation Committee made up of five City employees, scored the proposals based on the evaluation criteria set forth in the NOFA. All proposals that scored at or above the minimum score of 100 out of 155 points are considered eligible for a funding award.

PRL received a fundable score of 111 points. The NOFA prioritized funding in the Reinvestment Strategy Areas, as outlined in the City's CHP. The proposed Palladium Redbird is located in the Red Bird Redevelopment target area and surrounded by E, F, and G Market Value Analysis market types, as shown on the attached Map.

PRL proposes to acquire land to construct 300 new units. The 300 units are comprised of 132 1-bedroom, 128 2-bedroom, and 40 3-bedroom. The proposed development will have two 4-story buildings with elevators and structured parking. Planned amenities include a clubhouse with a fitness center, business center and club room; resort style swimming pool; playground; pedestrian access to the Redbird Mall area; and a dog park.

Total development costs are anticipated to be approximately $60,806,749.00 which include the acquisition price for the land. The hard cost construction budget is anticipated to be $42,978,539.00 including the structured parking which is $143,261.80 per unit. The total construction amount includes an approximately 5% contingency and contractor overhead.

Financing Sources	**Amount**
***Tax Exempt Bonds (retired and replace with 221 (d)4 loan) *DHFC as Issuer and induced on 1/25/2019**	$30,167,732 (*$22,000,000)
Housing Tax Credits Equity	$15,312,887
National Housing Trust Funds	$2,000,000
Deferred Developer Fee	$5,026,130
City CDBG Funds	$2,696,300
City HOME Funds	$3,575,276
2012 GO Bond Funds	$2,028,424
Total	**$60,806,749**

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Proposed Uses	Costs
Acquisition	$1,150,000
Construction Costs	$42,978,539
Soft Costs & Financing Fees	$6,769,844
Developer Fees	$7,023,168
Reserves	$2,885,198
Total	**$60,806,749**

The City proposes to provide an amount not to exceed $8,300.000.00 in gap financing for the construction of the development. The funds will be funded from three sources:

1. $2,028,424.00 in 2012 General Obligation Bond (GO Bond) Funds from Proposition 3 (Economic Development and Housing) to be awarded as conditional grant; and
2. $2,696,300.00 in Community Development Block Grant (CDBG) Funds to be awarded as a repayable loan; and
3. $3,575,276.00 in HOME Investment Partnerships Program funds (HOME) to be awarded as a repayable loan.

As a requirement for the conditional grant agreement and loan, PRL must provide 70% of the 300 total units to households earning at or below 60% of Area Median Income as defined by the U.S. Department of Housing and Urban Development. These affordable units must remain affordable for a minimum of 20 years. The remaining 30% of the total units will be market rate. Additionally, in conformance with the Dallas City Code, PRL shall set aside at least 10% of the total units, which for this development is 30 units, and solely lease those units to holders of housing vouchers, including vouchers directly or indirectly funded by the federal government. The voucher units must be set aside to voucher holders for a minimum of 15 years from the date of initial leases-up of all voucher units. These affordable and voucher units must be dispersed throughout the residential floor area of each building type and shall have identical finish-out and materials as the market rate units.

The GO Bond Funds will be used for capitalized costs for the development and in conformance with any requirements of bond propositions.

1. The term of the conditional grant agreement is 40 years beginning from the effective date; and
2. The term of the grant will be coterminous with the senior lender which is 40 years and ends on the maturity date to be defined in the conditional grant agreement and other financing documents for the grant; and
3. Deed restrictions which shall be senior to all other project financing and will be recorded to secure the 20-year affordability period for the affordable units and 15-year voucher period for the voucher units; and
4. A deed of trust will be filed on the property, including the leasehold and all improvements to secure performance which will be released once all terms and conditions of the conditional grant agreement are met.

For the conditional grant agreement, PRL has requested that a nonprofit entity, which selection of such nonprofit entity shall be subject to approval by the Director of the Housing and Neighborhood Revitalization Department, be the initial borrower of the $2,028,424.00 conditional grant agreement

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instead of PRL so that there is no risk that the proceeds will be subject to taxation by the Internal Revenue Service or result in a reduction of the eligible basis for the tax credits. The nonprofit entity will execute the conditional grant agreement and simultaneously loan the $2,028,424.00 to PRL for the proposed development. To collateralize the loan from the nonprofit entity to the PRL, the loan documents for $2,028,424.00 loan will be assigned by the nonprofit entity to the City and the nonprofit entity will assign its obligations under the related conditional grant agreement to the PRL.

The CDBG Funds and HOME Funds will be used for acquisition and construction costs for the development as allowed by federal regulations governing the use of the funds. CDBG funds and HOME funds will be provided on a reimbursable basis. The terms of the loan agreement are as follows:

1. The term of the loan agreement is conterminous with the senior lender or 40 years beginning from the effective date; and
2. The term of the loan shall be coterminous with the senior lender currently 40 years and ends on the maturity date to be defined in the loan agreement and other financing documents for the loan; and
3. Loan amortization is 40 years or coterminous with senior lender; and
4. Interest rate is 1% simple annual interest; and
5. PRL must execute a promissory note; and
6. Payments will be interest only until the deferred developer fee is paid; then principal and interest payments will be due annually payable from surplus cash; and
7. Deed restrictions which shall be senior to all other project financing and will be recorded to secure the 20-year affordability period for the affordable units and 15-year voucher period for the voucher units; and
8. A deed of trust will be filed on the property, including the leasehold and all improvements to secure payment and performance which will be released once all terms and conditions of the loan agreement are met.

The City's lien or liens for the conditional grant agreement and loan agreement may only be subordinate to a financial institution's superior lien for a loan in a greater amount. In the event, subordination agreements are required, the City agrees to provide in a form acceptable to the City and agrees not to unreasonably withhold them. For both the conditional grant agreement and loan agreement, Palladium USA, Inc. shall provide guarantees including a completion and operating deficit guaranty. PRL must provide payment and performance bonds or guarantees, or acceptable equivalent methods of guarantees to the City in the total amount of the construction of the development. The loan and conditional grant agreement are conditioned upon:

1. PRL or its affiliate receiving a 4% housing tax credit allocation from the Texas Department of Housing & Community Affairs; and
2. Approval of equity, construction and permanent financing documentation in a form acceptable to the City; and
3. HUD federal requirements including environmental review, site and neighborhood standards, cost reasonableness, subsidy layering, and underwriting; and
4. PRL must use and document best efforts to hire City of Dallas residents for any jobs created by the development as detailed in the term sheet attached to the resolution as Exhibit B; and

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5. PRL shall make a good faith effort to comply with the City's Business Inclusion and Development goal of 25% participation by certified Minority/Women-owned Business Enterprises for all hard construction expenditures of the Development (i.e. public and private improvements) and meet all reporting requirements of the City of Dallas Office of Business Diversity; and
6. Design requirements as required in Exhibit B of the resolution; and
7. All conditional listed in the CHP for Developer Programs; and
8. Final underwriting; and
9. Closing on equity and all other financing for the development.

In addition to the City's funds, the City of Dallas Housing Finance Corporation (DHFC) Board of Directors at its January 25, 2019 Board meeting approved entering to an agreement with Palladium. The DHFC approved taking an ownership interest in the development by serving as the general partner of PRL once current members are withdrawn. The DHFC would own the land which allows the land and improvements to be tax exempt and provides savings on the operating costs for the development. The DHFC would enter into a long-term ground lease for the land with PRL. The DHFC will also serve as co-developer. The DHFC would serve as the general contractor to provide savings on sales tax for construction materials. As part of the DHFC's participation, the DHFC will receive 30% of the developer fee, a fee for serving as the general contractor, and 50% share of cash flow once deferred developer is paid. Finally, the DHFC Board of Directors approved serving as the issuer of and an inducement of multifamily mortgage revenue bonds.

PRL intends to submit an application to the Texas Department of Housing and Community Affairs (TDHCA) for 2019 4% Non-Competitive Housing Tax Credits (4% Housing Tax Credits) for Palladium Redbird. The property is currently owned by WCWAP, LLC. TDHCA requires 4% Housing Tax Credit applicants to provide a resolution from the governing body of the jurisdiction in which the proposed development will be sited. As part of these TDHCA requirements, the governing body must also conduct a public hearing for citizens to provide comment on the proposed development. Once a resolution is adopted and submitted to TDHCA, then it cannot be changed or withdrawn.

Palladium Redbird GP, LLC, will be the general partner with the DHFC as its sole member once current members affiliated with Palladium USA International, Inc. are withdrawn. An amended and restated agreement of limited partnership will be executed to admit the tax credit equity investor as special limited partner or investor member once identified. Palladium USA International, Inc. and the DHFC will serve as the co-developers.

The proposed property manager is Omnium Management Company (Omnium). Omnium is the United States subsidiary of the Palladium Group (Palladium), a Milan, Italy based international real estate firm operating since the late 1800's. Currently, Palladium operates in eight countries: Italy, France, Belgium, The Netherlands, Switzerland, Germany, United Kingdom, and the United States. Palladium is a developer of rental housing around the world, manages their own properties, and are committed to hold properties long term.

City Council approval of this item will authorize a Resolution of No Objection to the application to TDHCA for 4% Housing Tax Credits, the City Manager to execute the conditional grant agreement, loan agreement, all financing documents related to the grant and loan; and the DHFC to purchase, own, enter into a long-term ground lease, and take an ownership interest in the development.

On May 9, 2018, City Council adopted the Comprehensive Housing Policy (CHP), by Resolution No. 18-0704, as amended and on November 28, 2018, City Council authorized amendments to the CHP by Resolution No. 18-1680 which provided a policy including evaluation criteria for developers requiring Resolutions of Support or No Objection for rental housing developments seeking Housing Tax Credits through TDHCA. The evaluation criteria include factors such as general partner and property management experience, location in a Reinvestment Strategy Area, determination of project feasibility, location to amenities, etcetera. Based on the evaluation criteria, the Palladium Redbird proposal scored a 96, scoring matrix is attached as Exhibit C. To receive a staff recommendation for a resolution, the applicant must score 85 points out of 140.

ESTIMATED SCHEDULE OF DEVELOPMENT

Begin Construction	June 2019
Complete Construction	December 2021

PRIOR ACTION/REVIEW (COUNCIL, BOARDS, COMMISSIONS)

On January 25, 2019, the DHFC Board of Directors approved owning the land, entering into a long-term ground lease, and taking an ownership interest in Palladium Redbird, Ltd. and an inducement of multifamily mortgage revenue bonds.

The Economic Development and Housing Committee was briefed regarding this item February 19, 2019.

FISCAL INFORMATION

2012 General Obligation Bond Funds - $2,028,424.00
Community Development Block Grant Funds - $2,696,300.00, contingent upon City Council's final adoption of CDBG Reprogramming Budget No.1 on April 10, 2019
HOME Investment Partnerships Program Funds - $3,575,276.00

OWNER/DEVELOPER

Palladium Redbird, Ltd.

Palladium Redbird GP, LLC is the general partner, a formed entity with members affiliated with Palladium

Palladium and DHFC will serve as co-Developer.

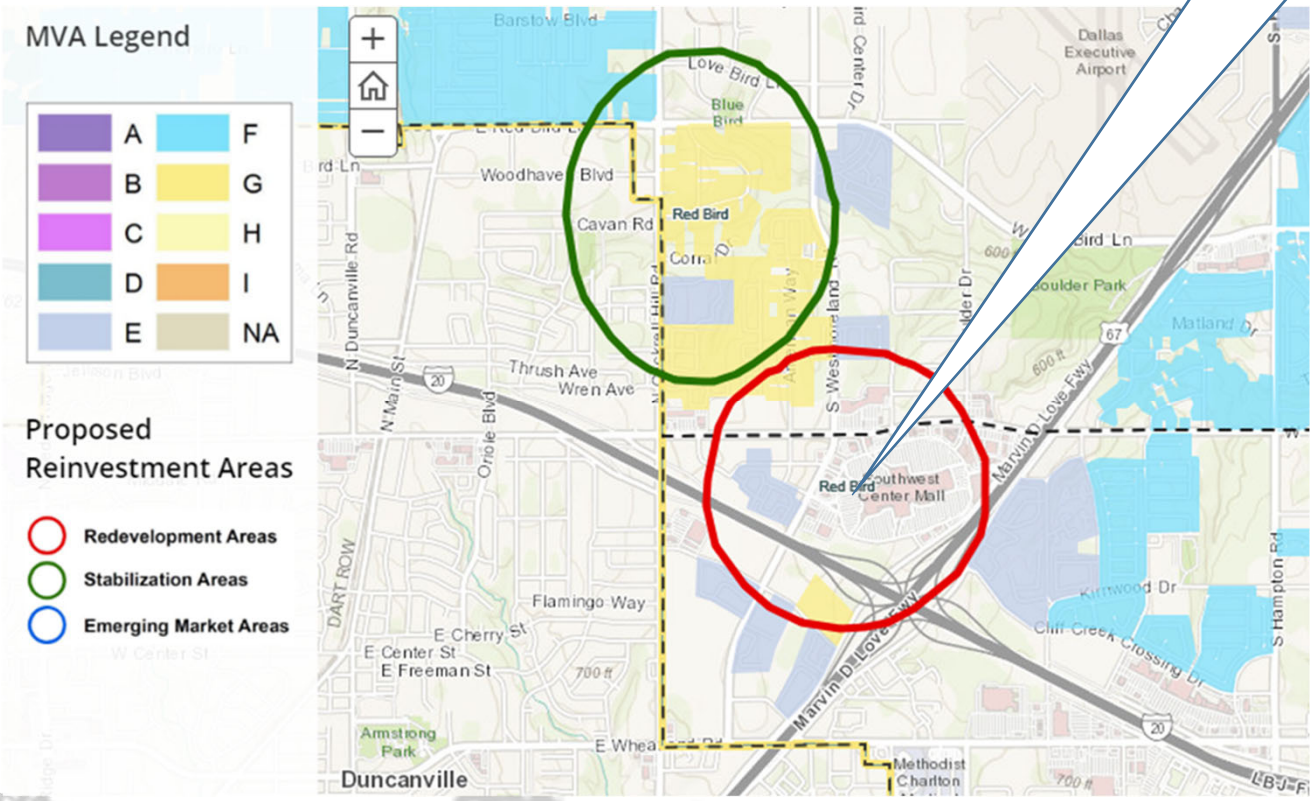
Thomas Huth, President of Palladium

MAP

Attached

Red Bird Redevelopment Target Area
Surrounded by E, F, & G MVA Market Types

Palladium Redbird
Council District 8



WHEREAS, on May 9, 2018, City Council adopted a Comprehensive Housing Policy Manual (Policy) by Resolution No. 18-0704 that set citywide production goals for homeownership and rental units for the next three years along with respective income bands that will be prioritized within the production goals and also set forth various programs, tools and strategies to be used to meet the production goals while also overcoming concentrations of poverty and racial segregation; and

WHEREAS, on November 28, 2018, City Council adopted certain amendments to the Policy in order to correct inconsistencies and to facilitate effective implementation by Resolution No. 18-1680; and

WHEREAS, the Comprehensive Housing Policy provides a policy for developers requesting a Resolution of Support or No Objection (Resolutions) for multifamily rental housing developments seeking Housing Tax Credits (HTC) through the Texas Department of Housing and Community Affairs (TDHCA); and

WHEREAS, on August 30, 2018, the City issued a Notice of Funding Availability in accordance with the Policy and Palladium Redbird, Ltd. submitted an application for gap financing and received a fundable score for Palladium Redbird; and

WHEREAS, the proposed development is part of the overall renovation and redevelopment of a shopping mall located at 3662 West Camp Wisdom Road known as Red Mall which received City incentives; and

WHEREAS, on January 25, 2019, the City of Dallas Housing Finance Corporation Board of Directors at its Board meeting approved entering into an agreement to purchase and own the land; enter into a long-term ground lease, and taking an ownership interest in Palladium Redbird, Ltd.; and

WHEREAS, the proposed development is located in the Red Bird Redevelopment target area, one of the 15 approved Reinvestment Strategy Areas in the Policy, and the proposed development is a mixed-income multifamily residential development providing 90 market rate and 210 units to households earning 60% or below of Area Median Income and provides future residents with access to opportunities such as transit, park, community center, and retail; and

WHEREAS, the Palladium Redbird, Ltd. has advised the City that it intends to submit an application to TDHCA for 2019 4% Non-Competitive HTC for the proposed acquisition of the land and the construction of improvements for the development of Pallidum Redbird; and

February 27, 2019

WHEREAS, pursuant to Section 11.9 of the Qualified Allocation Plan and Chapter 2306 of the Texas Government Code, the City desires to provide a Resolution of No Objection to the Palladium Redbird, Ltd. for the 2019 4% Non-Competitive HTC application for Palladium Redbird located at the intersection of West Camp Wisdom Road and South Westmoreland Road site of the former Red Bird Mall/Southwest Center Mall in Dallas, Texas 75237; and

WHEREAS, pursuant to the 2019 TDHCA Qualified Allocation Plan requires applications for developments located in a census tract with more than 20% Housing Tax Credit units per total households as established by the five year American Community Survey is required by vote of the governing body to specifically allow the Development and is required to submit to TDHCA a resolution stating the proposed development is consistent with the jurisdiction's obligation to affirmatively further fair housing.

Now, Therefore,

BE IT RESOLVED BY THE CITY COUNCIL OF THE CITY OF DALLAS:

SECTION 1. That the City of Dallas, acting through its Governing Body, hereby confirms that it has no objection as to Palladium Redbird, Ltd.'s application to TDHCA's 2019 4% Non-Competitive HTC for the proposed acquisition of the land and the construction of improvements for the development of the Palladium Redbird located at the intersection of West Camp Wisdom Road and South Westmoreland Road site of the former Red Bird Mall/Southwest Center Mall in Dallas, Texas 75237 for the development of a 300-unit mixed-income multifamily complex and that this formal action has been taken to put on record the opinion expressed by the City of Dallas on February 27, 2019.

SECTION 2. That in accordance with the requirements of the Texas Government Code §2306.67071 and Texas Administrative Code §10.204(4), it is hereby found that:

a. Notice has been provided to the Governing Body in accordance with Texas Government Code §2306.67071(a); and

b. The Governing Body has had sufficient opportunity to obtain a response from Palladium Redbird, Ltd. regarding any questions or concerns about the proposed acquisition and development of Palladium Redbird; and

c. The Governing Body has held a hearing at which public comment may be made on the proposed acquisition and development of Palladium Redbird in accordance with Texas Government Code §2306.67071(b) and Texas Administrative Code §10.204(4)(B); and

SECTION 2. (continued)

d. After due consideration of the information provided by Palladium Redbird, Ltd. and after the public hearing on the proposed acquisition and development of Palladium Redbird, the City of Dallas, acting through its Governing Body, does not object to the application by Palladium Redbird, Ltd. to the TDHCA for 2019 4% Non-Competitive HTC for the purpose of the acquisition and development of the Palladium Redbird; and

e. The Governing Body understands the development site of Palladium Redbird is in a census tract with more than twenty percent (20%) Housing Tax Credit units per total households as established by the five (5) year American Community Survey and hereby votes to specifically authorize the Development to receive an allocation of Housing Tax Credits pursuant to Texas Government Code §2306.6703(a) as the proposed Development is consistent with the Governing Body's obligation to affirmatively further fair housing.

SECTION 3. That it is FURTHER RESOLVED that for and on behalf of the Governing Body, the Mayor or the City Manager, are hereby authorized, empowered and directed to certify these resolutions to the TDHCA.

SECTION 4. That the City Manager, conditioned upon Palladium Redbird, Ltd. receiving a 2019 4% HTC award from TDHCA and upon City Council's final adoption of the CDBG Reprogramming Budget No. 1 on April 10, 2019, is hereby authorized to execute **(1)** a development loan agreement in an amount not to exceed $6,721,576.00 (comprised of $2,696,300.00 in Community Development Block Grant Funds and $3,575,276.00 of HOME Investment Partnerships Program Funds) with Palladium Redbird, Ltd. or affiliate thereof; **(2)** a conditional grant agreement with a nonprofit entity, to be determined and subject to approval by the Director of Housing and Neighborhood Revitalization (Director), to be simultaneously loaned to Palladium Redbird, Ltd. and the loan documents collaterally assigned to the City in an amount not to exceed $2,028,424.00 in 2012 General Obligation Bond (GO Bond) Funds; and **(3)** all other necessary documents including, but not limited to promissory note, deed of trust, and deed restrictions and collateral assignments to effectuate the transaction for the development of a mixed-income multifamily complex located at the intersection of West Camp Wisdom Road and South Westmoreland Road, site of the former Red Bird Mall/Southwest Center Mall, approved as to form by the City Attorney.

SECTION 5. That the City of Dallas Housing Finance Corporation is authorized to purchase and own the land, enter into a long-term ground lease with Palladium Redbird, Ltd., and take an ownership interest in Palladium Redbird, Ltd. conditioned upon Palladium Redbird, Ltd. receiving a 2019 4% HTC award.

SECTION 6. That the conditional grant agreement, development loan agreement, and all other related documents will include the terms and conditions listed in the development term sheet, attached hereto as **Exhibit B**.

SECTION 7. That the City Manager is hereby authorized to execute each of the agreements described herein including any financing and associated documents related to the conditional grant agreement and loan agreement, subordinations to the senior lender for a loan in a greater amount, and release of liens and termination of deed restrictions on the property upon satisfaction of all applicable conditions, approved as to form by the City Attorney. The Director of Housing and Neighborhood Revitalization may extend deadlines by up to one year.

SECTION 8. That the Chief Financial Officer is hereby authorized to encumber funds and disburse funds to Palladium Redbird, Ltd., Vendor VS100163, contingent upon City Council's final adoption of the CDBG Reprogramming Budget No. 1 on April 10, 2019, as the City receives and reviews reimbursement requests and related supporting documentation submitted by said Palladium Redbird, Ltd. for eligible expenditures and accepts supporting evidence as defined in the agreements for the total amount not to exceed $8,300,000.00 from funding sources listed and described below:

Fund	**Unit**	**Object**	**Program**	**Amount**
TBD	TBD	3015	NOFA18REDBIRD	$2,115,673.00
TBD	TBD	3015	NOFA18REDBIRD	$ 580,627.00
HM18	823C	3015	NOFA18REDBIRD	$2,091,239.00
13M1	310F	3015	NOFA18REDBIRD	$ 149,064.00
14M1	489G	3015	NOFA18REDBIRD	$ 689,027.00
HM15	644H	3015	NOFA18REDBIRD	$ 160,990.00
HM16	545A	3015	NOFA18REDBIRD	$ 484,956.00
2U53	NEW	3016	NOFA18REDBIRD	$ 139,051.00
3U53	NEW	3016	NOFA18REDBIRD	$ 200,000.00
3U53	NEW	3016	NOFA18REDBIRD	$ 219,373.00
4U53	NEW	3016	NOFA18REDBIRD	$1,470,000.00

SECTION 9. That the Chief Financial Officer is hereby authorized to record notes receivable - developers loan in Balance Sheet Account 033F and deferred revenue-home loans in 0859 in fund Community Development Block Grant and HOME for the amount of the loan.

SECTION 10. That this resolution does not constitute a binding agreement upon the City or subject to the City to any liability or obligation until such time as the loan and conditional grant documents are duly approved by all parties and executed.

SECTION 11. That these contracts are designated as Contract No. HOU-2019-00009594.

SECTION 12. That this resolution shall take effect April 10, 2019 following final adoption of the CDBG FY 2018-19 Reprogramming Budget No. 1 by the City Council in accordance with the provisions of the Charter of the City of Dallas in accordance with the provisions of the Charter of the City of Dallas, and it is accordingly so resolved. If City Council does not adopt the CDBG FY 2018-19 Reprogramming Budget No. 1 on April 10, 2019, this Resolution shall be null and void.

Housing and Neighborhood Revitalization
Request for Application Scoring Form
Exhibit "C"

PROPOSER'S NAME	**Palladium Redbird, Ltd.**		
GENERAL PARTNER	**Palladium Redbird GP, LLC (City of Dallas Housing Finance Corporation its sole member)**		
DEVELOPER	**Palladium USA**		
PROPERTY MANAGER	**Omnium Management**		
DEVELOPMENT NAME	**Palladium Redbird**		
ADDRESS	**Intersection of W. Camp Wisdom Road and S. Westmoreland Road site of the former Red Bird Mall/Southwest Center Mall**		
9% or 4% HOUSING TAX CREDIT PROGRAM	**4%**		
MARKET VALUE ANALYSIS	**Surrounded by E, F, and G market types**		
Experience of the General Partner - up to 10 points	**Points**	**Proposer Score**	**Comments**
1-2 Multifamily rental housing projects managed more than 3 years	1	**0**	
1-2 Sec. 42/142/HOME projects in service more than 3 years	3	**0**	
3-6 Multifamily rental housing projects in service more than 3	4	**4**	
3-6 Sec. 42/142/HOME projects in service more than 3 years	6	**0**	
7 or more Multifamily rental housing projects in service more than 3 yrs.	7	**0**	
7 or more Sec. 42/142/HOME projects in service more than 3 years	10	**0**	
Experience of the Property Manager - up to 10 points	**Points**	**Proposer Score**	**Comments**
1-2 Multifamily rental housing projects managed more than 3 years	0	**0**	
1-2 Sec. 42/142/HOME projects in service more than 3 years	3	**0**	
3 or more Multifamily rental housing projects in service more than 3 years	4	**0**	
3-6 Sec. 42/142/HOME projects in service more than 3 years	6	**0**	
7 or more Multifamily rental housing projects in service more than 3 yrs.	7	**0**	
7 or more Sec. 42/142/HOME projects in service more than 3 years	10	**10**	
Nonprofit Organization Participation - up to 10 points	**Points**	**Proposer Score**	**Comments**
Nonprofit Organization Participation	10	**0**	
Redevelopment Areas	**Points**	**Proposer Score**	**Comments**
Is the proposed development located in on of the following areas: Midtown, High Speed Rail, Wynnewood, Red Bird Areas	20	**20**	Located in the Red Bird Redevelopment RSA
Stabilization Target Areas-up to 20 points	**Points**	**Proposer Score**	**Comments**
Is the proposed development located in one of the following areas: LBJ Skillman, Vickery Meadow, Casa View, Forest Heights/Cornerstone Heights, East Downtown, The Bottom, West Dallas, or Red Bird North.	20	**0**	
Emerging Market Area - up to 10 points	**Points**	**Proposer Score**	**Comments**
Is the proposed development located in on of the following areas: Southern Gateway, Pleasant Grove, University Hills	10	**0**	

Housing and Neighborhood Revitalization
Request for Application Scoring Form
Exhibit "C"

Project Feasibility - up to 20 points	Points	Proposer Score	Comments
Proposed rent schedule consistent with TDHCA rent limits on rent-restricted units (see TDHCA rent limits tool)	5	**5**	Yes.
Appropriate vacancy and collection loss assumptions in the project proforma are consistent with TDHCA HTC requirements. (Normalized vacancy rate of 7.5% (5% vacancy plus 2.5% for collection loss). 100% project-based rental subsidy developments and other well documented cases may be underwritten at a combined 5 percent. TAC §10.302 (d)(1)(C)))	5	**5**	7.5% Vacancy and collection loss on proforma dated 9/26/2018.
Reserves in the proforma are consistent with TDHCA HTC requirements. ($250 per Unit for New Construction and Reconstruction Developments and $300 per Unit for all other Developments. TAC §10.302 (d)(2)(I))	5	**5**	Provided $300/unit in proforma.
Completed Market Feasibility Report with conclusions supporting the applicable project proforma assumptions completed or underway.	5	**5**	Yes, prepared by Apartment MarketData, LLC dated September 28, 2018.

Project Site Characteristics - up to 10 points	Points	Proposer Score	Comments
Project meets land use density requirements at time of application	5	**5**	
Project meets City of Dallas zoning requirements at time of application.	5	**5**	MU-2 on property zoned a Regional Retail District

Transit Amenities - up to 35 points

Amenity	1/4 Mile or Less 5 Points	>1/4 Mile and < 1/2 Mile 3 Points	1/2 Mile and up to 1 Mile 1 Point	Comments
Bus Station or Stop	**5**	**0**	**0**	Bus Stop ID17535 - .06 miles
Public Park	**0**	**3**	**0**	Boulder Park - .40 miles
Full Scale Grocery Store	**0**	**0**	**1**	Walmart SuperCenter - .71 miles
Community or Senior Center	**0**	**3**	**0**	Redbird Square -
Aging & Disability Resource Center	**0**	**0**	**0**	

Amenity	1/2 Mile or less 5 Points	>1/2 Mile and < 1 Mile 2 Points	1 Mile and up to 2 Miles 1 Point	Comments
Qualifying Medical Clinic or Hospital	**0**	**0**	**0**	

Amenity	20 Minutes or less 5 Points	>20 Minutes and < 40 minutes 2 Points	More than 40 Minutes 0 points	Comments
Transit time to Major Employment Center	**5**			Less than 20 minutes to CBD

Project Readiness - up to 10 points	Points	Proposer Points	Comments
Applicant has secured site control per TDHCA HTC definition of site control	5	**5**	Yes, valid Contract of Sale between Palladium USA International and WCWAP, LLC effective September 28, 2018.
Environmental Report (s) has/have been completed.	5	**5**	Yes, prepared by Phase Engineering, Inc. dated September 26, 2018.

Housing and Neighborhood Revitalization
Request for Application Scoring Form
Exhibit "C"

Resident Services-up to 15 points	Points	Proposer Points	Comments
The equivalent of one (1) FTE resident service coordinator for every 600 project bedrooms.	5	**5**	Commit to provide Resident Service Coordinator through Apartment Life.
Project provides or has agreements with third party service providers to provide on-site educational, wellness and/or skill building classes	5	**0**	
Project provides on-site, licensed child care or after school program that operates at least 20 hours per week.	5	**0**	
PROPOSAL TOTAL SCORE		**96**	

CITY OF DALLAS

Exhibit B

TERM SHEET
Palladium Redbird
February 22, 2019

PROPOSED HOUSING DEVELOPMENT LOAN AGREEMENT AND CONDITIONAL GRANT AGREEMENT

This Term Sheet is being issued to outline the City of Dallas' ("**City**") general intent to provide project financing for a development proposal known as Palladium Redbird. It is based on the City's initial review of the proposal submitted to the City in October 2018.

For a proposed housing development loan agreement with City the in amounts not to exceed **$3,575,276.00** in HOME Investment Partnerships Program ("**HOME**") funds and **$2,696,300.00** of Community Development Block Grant ("**CDBG**") funds in the form of a subordinate loan and a conditional grant agreement in an amount not to exceed **$2,028,424.00** in 2012 General Obligation Bond funds ("**GO Bond**") in the form of a deferred forgivable grant to Palladium Redbird, Ltd., a to be formed Texas limited partnership, for the development of the Palladium Redbird a mixed-income, multifamily residential development located at the site of the former Southwest Center Mall and in the Redbird reinvestment strategy area. The final terms and conditions of these funding amounts and sources are subject to final underwriting completed by the City and nothing herein should be construed as a final commitment of funds. If necessary by Palladium Redbird to obtain eligible basis on the Grant funds and to avoid a tax issue, if any, arising from the Grant, City will permit the use of a third-party nonprofit, the selection of such nonprofit shall be subject to approval by the City, to be the recipient of the Grant funds and, in turn, such entity will loan them to Palladium Redbird.

LENDER/GRANTEE	City of Dallas ("**City**")
BORROWER/GRANTOR	Palladium Redbird, Ltd., a to be formed Limited Partnership ("**Palladium Redbird**").
DEVELOPER	Palladium USA International, Inc. ("**Palladium**") and the City of Dallas Housing Finance Corporation ("**DHFC**").
GUARANTOR	Palladium USA, Inc. ("**Palladium USA**") may provide guarantees for the Housing Development Loan and Conditional Grant Agreements provided Palladium USA can demonstrate there are sufficient assets available to provide the guarantee. Otherwise, all underlying principals affiliated with Palladium to provide guarantees **Completion Guaranty:** Palladium USA shall provide full, unconditional guarantees of completion and repayment for Palladium Redbird. **Operating Deficit Guaranty:** Palladium USA guarantees to fund operating deficits by making loans to Palladium Redbird in accordance with terms as provided by the Project's senior permanent lender and its Limited Partner.
USE/PROJECT DESCRIPTION	Certain acquisition and construction costs for the development of Palladium Redbird, a new mixed-income project consisting of approximately **300**-units of multifamily residential including amenities and structured parking, as shown on the attached **Exhibit "A" Site Location** (the "**Development**").
HOME/CDBG LOAN AND CONDITIONAL GRANT	Amount not to exceed **$3,575,276.00** in HOME funds and **$2,696,300.00** in CBDG funds (the "**Loan**") for eligible expenses to be more particularly described in the Housing Development Loan Agreement (the "**Loan Agreement**") and the Loan Documents as defined below.

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	Amount not to exceed **$2,028,424.00** GO Bond funds (the "**Grant**") for eligible expenses more particularly describe in the Conditional Grant Agreement (the "**Grant Agreement**") and Grant Documents as defined below. The total maximum amount of the City's Loan and Grant is **$8,300,000.00**. Final amount of each source and the final terms of each agreement is subject to final underwriting.
INTEREST RATE (LOAN)	**1%** simple annual interest
TERMS OF HOUSING DEVELOPMENT LOAN AND CONDITIONAL GRANT AGREEMENTS	i. The term of the Loan Agreement and Grant Agreement is **40** years beginning from the effective date. ii. The term of the Loan and Grant will be conterminous with the senior lender which is **40** years beginning on the date of the Loan Documents and ends on the maturity date defined in the Loan and Grant Documents. iii. The Grant Documents securing performance will be released once all terms and conditions of the Grant Agreement and Documents are met. iv. The Loan will be fully repayable, as set forth below.
PAYMENT/REPAYMENT	i. Principal payments will be deferred until the anticipated deferred developer fee is retired. At such time, Palladium Redbird shall commence repayment of the City's Loan with accrued interest based on an amortization schedule that is coterminous with the senior lender which is **40** years. ii. Interest only payments until the deferred developer fee is retired. If Borrower applies for and receives an allocation of TCAP funds from the Texas Department of Housing and Community Affairs ("**TDHCA**"), payments on the Loan may be paid pari-passu with the TDHCA loan. iii. Equal annual installments of principal and accrued interest, payable from surplus cash, begin **30** days after repayment of the deferred developer fee as defined in the Loan Agreement. Payments will thereafter be due annually on the anniversary date of the first payment. All unpaid principal and interest will be due on the Final Payment Date in the Loan Documents. If Borrower is approved, payments may be pari-passu with the TDHCA loan. iv. After repayment of the Loan, the Deed Restrictions, and Deed of Trust will continue to secure the Borrower's performance of the requirements described in the Loan Agreement and Grant Agreement until termination of the **20**-year Affordability Period with the exception of the Deed Restriction for the **15**-year Voucher Period as defined below. **v. The Loans may be prepaid, in whole or in part at any time and from time to time, without penalty; provided however, the performance of the Loan requirements will continue throughout the Affordability Period and Voucher Period as defined in the Loan Agreements.**

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	vi. **The remaining balance of the Loans plus interest based on current applicable interest rates is immediately due and payable upon sale, refinancing, or transfer of the Development or upon maturity.**
COMPLETION DEADLINE	The Development must be complete, and units placed in service by **December 31, 2021**.
PENALTY AND DEFAULT PROVISION	Borrower shall comply with all the terms and provisions of the Loan Documents. If the Borrower does not comply or if the Borrower defaults under the terms of Loan Documents and does not cure said defaults during the cure period provided in the Loan Documents, interest on the unpaid principal Loan amount will thereafter accrue at a rate of **500** basis points (**5%**) over the interest rate in the Promissory Note and be immediately payable in addition to the entire outstanding principal Loan amount.
COLLATERAL AND LOAN/GRANT DOCUMENTS	The Loan Agreement, Grant Agreement, Promissory Note for the Loan, Deeds of Trust to secure payment and performance, and Deed Restrictions are collectively the ("**Loan Documents**" and/or "**Grant Documents**"). Deed Restrictions shall be senior to all other project financing, subject to bond issuer restrictions and HUD Restrictions, if applicable, and will be recorded to secure the **20**-year Affordability Period for the Affordable Units and **15**-year Voucher Period for the Voucher Units, as defined below, regardless of any prepayment of the Loan. The Loan and Grant will be subordinate to the construction and/or permanent financing for the Development only. In order to secure payment and performance of the City's Loan and Grant, one or more Deeds of Trust will be filed against the property, including the leasehold and all improvements. The City's lien or liens may only be subordinate to a financial institution's superior lien for a loan in a greater amount. In the event, subordination agreements are required, the City agrees to provide in a form acceptable to the City and agrees not to unreasonably withhold them.
DRAW PERIOD AND ELIGIBLE EXPENSES	Borrower will be entitled to make draw requests, on a reimbursable basis, during the Loan and Grant Agreements term. Draws will only be approved for eligible costs in accordance with the following regulations: i. For HOME, 24 CFR Part 92.206 ii. For CDBG, 24 CFR Part 570.201 iii. For GO Bond, capitalized costs only, applicable bond propositions, Chapter 380 Texas Local Government Code Draws will occur as scheduled in the Loan and Grant Agreements. City will disburse funds upon receipt of satisfactory documentation and due diligence review and approval, which approval shall not be unreasonably withheld, delayed or conditioned. The City must be provided with copies of all contractor invoices and provided reasonable notice of monthly draw inspections during the construction period. City staff will participate in all draw reviews whether or not the specific draw is being funded with City funds or other project funds and conduct inspections to ensure that the project is progressing and that work completed is consistent with all applicable Loan and Grant requirements. Acquisition and hard construction costs as specified in the Loan and Grant Agreements and in accordance with U.S. Department of Housing and Urban Development ("**HUD**") Regulations.

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RESERVES REQUIREMENT	City requires capitalized operating reserves equal to at least **3** months of underwritten operating expenses, reserve deposits, and amortizing debt service must be included in the development budget. This amount is not in addition to any operating reserve required by the permanent lender or the equity investor. City requires a lease-up reserve to cover operating deficits following the completion of construction based on lease-up projections and cash flow modeling. This reserve will be the amount, and not in addition to, any lease-up reserve required by the permanent lender or the equity investor. Palladium Redbird will maintain a replacement reserve, and make contributions on an annual basis equal to the greater of (i) **$250** per unit, (ii) the amount required by the equity investor, or (iii) the amount required by the permanent lender. Pro-rata annual contributions will commence with construction completion.
AFFORDABILITY/ AFFORDABILITY PERIOD	The Development is to provide **210** of the **300** units ("**Affordable Units**") to households earning at or below **80%** of Area Median Income ("**AMI**") as defined by HUD or ("**Eligible Tenants**"). Borrower must recertify household income of Eligible Tenants annually as described in the Loan and Grant Agreements. The Affordable Units must remain affordable to Eligible Tenants for a minimum of **20** years from the date the project status is changed to "complete" in HUD's IDIS project reporting system ("**Affordability Period**"). The remaining **90** units will be market rate. In conformance with Dallas City Code, Borrower shall set aside at least **10%** of the total **300** units, which for this Development is **30** units ("**Voucher Units**"), and solely lease those units to holders of housing vouchers ("**Voucher Holders**"), including vouchers directly or indirectly funded by the federal government. The Voucher Units are included in, and not in addition to, the Affordable Units. The Voucher Units must be set aside to Voucher Holders for a minimum of **15** years from the date of initial leases-up of all Voucher Units to Voucher Holders ("**Voucher Period**") If the Affordable Units do not remain affordable for the **20**-year Affordability Period and the and Voucher Units set aside for the **15**-year Voucher Period, then the CDBG and HOME funds must be repaid to City or City will exercise all of its remedies under the Loan Documents and Grant Documents including, but not limited to foreclosure of the Development.
TENANT SOCIAL SERVICES/SUPPORTIVE SERVICES	Borrower will provide on-site tenant social services to the Development tenants as defined in the application for the tax credits. A supportive services fee will be assessed in an amount to be approved by the DHFC, which approval will not be unreasonably conditioned or delayed.
TENANT REQUIREMENTS AND RENTAL RATES	Borrower shall rent to Eligible Tenants and Voucher Holders. Additionally, in conformance with Chapter 20A of the City Code, Borrower shall not discriminate against holders of any housing vouchers, including vouchers directly or indirectly funded by the federal government or on the basis of race, religion, or national origin. Borrower shall rent in accordance with affirmative marketing standards and the current HUD Section 8 rental income guidelines. Borrower must use the maximum allowable rents for Affordable Units, including utility allowance, as set annually by HUD at:

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<table>
<tr><td></td><td>https://www.hudexchange.info/resource/reportmanagement/published/HOME_RentLimits_State_TX_2018.pdf

Rental rates shall be less the utility allowances as required by written policy established by the City's Housing and Neighborhood Revitalization Department.

The City shall approve the final rental rates for the Affordable Units and publish in accordance with CDBG regulations.</td></tr>
<tr><td><u>PROPOSED HOME UNIT MIX</u></td><td>The Development will include 19 High HOME Units and 5 Low HOME Units, which count toward the Affordable Units as follows:

<table>
<tr><th colspan="5">PRELIMINARY UNIT MIX</th></tr>
<tr><td>Proposed Units
(300 total)</td><td>0 – Studio</td><td>129 – 1 BR</td><td>130 – 2 BR</td><td>41 – 3 BR</td></tr>
<tr><td>High HOME Units
(19 total)*</td><td></td><td>8</td><td>8</td><td>3</td></tr>
<tr><td>Low HOME Units
(5 total)*</td><td></td><td>2</td><td>2</td><td>1</td></tr>
<tr><td colspan="5">*Final designation of HOME Units and mix subject to final underwriting and cost certification upon completion.</td></tr>
</table>

Affordable Units and Voucher Units must be dispersed throughout the residential floor area of each building, but may not be fixed to specific units and must float within each unit type. Affordable Units must be of identical finish-out and material as the market rate units. Tenants of Affordable Units may not be restricted from common areas and amenities, unless the restriction applies to all tenants.</td></tr>
<tr><td><u>TITLE INSURANCE</u></td><td>Borrower will pay the cost of a lender's title policy insuring the total amount of the Loan and Grant.</td></tr>
<tr><td><u>GUARANTEES, PAYMENT AND PERFORMANCE BONDS</u></td><td>Borrower must provide payment and performance bonds or guarantees, or acceptable equivalent methods of guarantees to the City in the total amount of the construction of the Development as required by the federal regulations and the Comprehensive Housing Policy adopted by City Council, by Resolution Number 180704 and 181680, as amended ("CHP").

If Borrower elects to provide a completion guaranty, Borrower shall execute a guaranty in favor of the City.

City will accept being an additional obligee on payment and performance bonds furnished by Borrower to its construction lender.</td></tr>
<tr><td><u>CLOSING COSTS</u></td><td>The Loan and the Grant are to be closed at no cost to City. Borrower shall pay all costs associated with the Loan and Grant Documents including attorney's fees, filing fees, title company fees and other closing costs.</td></tr>
<tr><td><u>COMPLIANCE WITH FEDERAL, STATE, AND LOCAL LAWS</u></td><td>If it is determined by the City, HUD, or other local, state or federal audit that use of all or any part of the HOME, CDBG or GO Bond funds does not meet federal, state or local</td></tr>
</table>

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<table>
<tr><td></td><td>guidelines, Borrower will reimburse City for the costs determined to be ineligible and/or disallowed under the said audit.

Development will meet the property standards in 24 CFR Part 92.251 and lead-based paint standards in 24 CFR Part 92.355 and 24 CFR Part 570.608, as well as City building codes and standards.

Borrower must comply with Section 504 of the Rehabilitation Act of 1973. Section 504 requires 5% of the total dwelling units, or a minimum of 1 unit, whichever is greater, to be accessible for persons with mobility disabilities (“Mobility Disabled Units”). An additional 2% of the total dwelling units must be accessible for persons with hearing or visual disabilities (“Sensory Impaired Units”). The Mobility Disabled Units and Sensory Impaired Units may be comprised of the Affordable Units, Voucher Units, or market rate units. The Section 504 requirements for the Development are as follows:

<table><tr><th>Mobility Disabled Unit(s)</th><th>Sensory Impaired Unit(s)</th></tr><tr><td>15</td><td>6</td></tr></table>
Borrower must comply with displacement and relocation requirements at 24 CFR Part 92.353, 24 CFR Part 570.606, and 24 CFR Part 42.

Borrower must certify that it is not currently listed on the Federal Excluded Parties List System for Award Management, www.sam.gov, (“SAM”). Borrower will comply with 2 CFR Part 200 which forbids the hiring or continuing to employ any contractor, subcontractor or vendor in the construction of the Development that is listed on SAM.

Borrower must comply with g and will ensure that its contractors comply with Section 3 of 24 CFR 135.38.

Borrower must comply with all prescribed procedures regarding nondiscrimination and equal opportunity, affirmative marketing, displacement and relocation, labor relations, and conflict of interest provisions described in 24 CFR 92 subpart H, 24 CFR Part 92.504, 24 CFR Part 570 subpart K, 24 CFR Part 570.611, and all other applicable federal, state and local laws and regulations.

If applicable, Borrower must comply with the requirements of the Secretary of Labor in accordance with the Davis-Bacon Act (40 U.S.C. 276a-7) as amended, the provisions of Contract Work Hours and Safety Standards Act (40 U.S.C. 327 et seq.) and all other applicable Federal, state and local laws and regulations pertaining to labor standards

Borrowers must comply with all applicable federal, state, and local laws and regulations.</td></tr>
<tr><td><u>AUDITS/INSPECTIONS</u></td><td>City will conduct annual audits during the Affordability Period to ensure Affordability requirements. City will inspect Affordable Units every 2 years unless the City deems it necessary to inspect more frequently. Borrower shall allow City, HUD, State of Texas, the Comptroller General of the United States (“GAO”), and all other pertinent federal or state agencies or their designated representative the right to inspect records and property. Borrowers will maintain records according to the recordkeeping requirements outlined below.</td></tr>
<tr><td><u>INSURANCE REQUIREMENTS</u></td><td>Borrower must maintain insurance and provide coverages the City’s Risk Management Department requires after it completes review of the full Development scope. If applicable insurance policies and required coverages are provided and the City’s Risk Management Department approves, Borrower can, as applicable, name the City as an additional insured or loss payee on the insurance policies required by the equity investor and the permanent lender.</td></tr>
</table>

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RECORDKEEPING	Borrower must maintain records that will provide accurate, current, separate, and complete disclosure of the status of the funds received from the Loan and Grant pursuant to any other applicable federal, state, and/or local regulations establishing standards for financial management. At any reasonable time and as often as City may deem necessary, Borrower will make available to City all of its respective records that are applicable and will permit City to conduct audits of all contracts, invoices, materials, payrolls, records of personnel, conditions or employment, annual Eligible Tenant income verification, and all other data relating to the stated Use/Project Description. Borrower will provide monthly financial and beneficiary reports that will contain such records, data and information as City may request pertinent to matters covered by the Loan and Grant. Reports will be due to the Housing and Neighborhood Revitalization Department within **45** days of the end of the quarter. Borrower will provide any additional information as requested by the City within **10** days of date of request. At the City's option, Borrower may be required to obtain and submit an audit of project costs (i.e. cost certification) prepared by an independent Certified Public Account.
CONDITIONS TO LOAN AND GRANT FUNDING	This Term Sheet does not constitute a commitment of funds or site approval, and any commitment of funds or approval of the Loan or Grant may occur only upon satisfactory completion of the following items: i. An environmental review conducted by City and completion of an Environmental Review Record and receipt by the City of an Authorization to use Grant Funds from HUD under 24 CFR Part 58. The environmental review may result in a decision by City to proceed with, modify or cancel the City's participation in the Development. If the Development is modified by Borrowers after receiving environmental approval, all work on the Development must stop until receiving authorization to proceed from City. Modifications to the Development that would require further environmental review include but are not limited to changes in location, elevations, site plans, or any other aspect of the project scope originally submitted for environmental approval. ii. **Borrower is prohibited from undertaking or committing any funds to physical or choice-limiting actions, including property acquisition, demolition, movement, rehabilitation, conversion, repair or construction prior to the completion of environmental review and receipt of the Authorization to Use Grant Funds from HUD. Violation of this provision will result in the denial of HOME and CDBG funds. A Notice to Proceed from the City to Borrower will be issued when environmental clearance has been received. Any change in any aspect of the Development that was originally submitted for environmental review will result in the City determining in its sole discretion whether to make the HOME or CDBG Loan for the Development.** iii. HUD Approval of Site and Neighborhood Standards per 24 CFR Parts 92.202 and 983.6(b). Borrowers must provide any relevant information required by HUD if a Neighborhood and Site Standards Study is required by HUD. iv. City determination that the Development is not over-subsidized with HOME funds as required by 24 CFR Part 92.250(b).

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	v. City determination that the costs are reasonable as required by 2 CFR 200 subpart E. vi. Borrower must agree to all conditions to City Loan and Grant as required for Developer Programs under the CHP. vii. Submission of equity, construction and permanent financing documents for the Development in a form satisfactory to City. viii. Closing on equity and all other financing for the Development.
OTHER REQUIREMENTS	i. Construction must begin within **1** month of closing on all financing. ii. Borrower will be liable for and will promptly pay all fees it incurs, including expenses and charges incurred in connection with the negotiation and preparation of the documents governing or securing the Loan and Grant, and other expenses incurred in connection with the Development including appraisal and Texas Commission on Environmental Quality environmental fees, whether or not the Loan or Grant close. iii. Documentation must be acceptable in all respects to the City. iv. Credit Reports on the principals of Borrower with a **15%** or greater ownership interest. v. Borrower agrees to provide all items as required for loan closing as outlined under Developer Programs under the CHP. vi. All construction contracts, plans, specifications, surveys, etc. must be acceptable to City and assigned as additional collateral. Approval is subject to review of plans, specifications and cost estimates. vii. Borrowers must agree to any reasonable terms and conditions in the Loan and Grant Agreements and Loan Documents that are necessary to ensure that City and Borrowers remain in compliance with all federal, state, and local laws, regulations and ordinances regarding or applicable to the Development. viii. Funds expended prior to the date of the resolution of City Council approving the Loans and Grant are not eligible for reimbursement. ix. **Local Hiring.** Borrower shall use and document best efforts to recruit and hire City of Dallas residents for any jobs created by the Development. Best efforts shall include a written plan to advertise locally and to participate in local job fairs/recruitment events. The plan shall be prepared, coordinated with, and approved by the Director of Housing and Neighborhood Revitalization to ensure broad publication to Dallas residents from all areas of the City of the employment opportunities available with the construction and operation of the Development. x. **M/WBE.** Borrower shall make a good faith effort to comply with the City's Business Inclusion and Development ("**BID**") goal of **25%** participation by certified Minority/Women-owned Business Enterprises ("**M/WBE**") for all hard construction expenditures of the Development (i.e. public and private improvements) and meet all reporting requirements of the City of Dallas Office of Business Diversity.

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	xi. **Urban Design. The Urban Design Peer Review Panel ("UDPRP") is an independent** group of professional designers selected by the City Manager with expertise in architecture, landscape architecture, engineering, and urban planning. Review by the UDPRP is required for each building to be constructed within the Red Bird mall redevelopment area. Borrower shall construct the Development (i.e. public and private improvements) in substantial conformance with the conceptual site plan and renderings provided to the City's Planning and Urban Design Department as shown in **Exhibit "B" – Site Plan and Renderings** or to any modification thereof subsequently approved by the Planning and Urban Design Department. Review of the Development by the UDPRP was scheduled for February 22, 2019. Following formal review, the UDPRP will provide comments for the Development, and any comments must be addressed by the Developer to the satisfaction of the Director of the Planning and Urban Design Department prior to commencement of construction. Prior to permit submittal to the City's Sustainable Development and Construction Department, the Developer shall submit a set of permit drawings to the Planning and Urban Design Department for a staff review to ensure that the Project (i.e. public and private improvements) will be constructed in substantial conformance with the spirit and intent of the UDPRP comments. Allowable minor modifications may include those required for compliance with development regulations administered by the City's Sustainable Development and Construction Department. The Planning and Urban Design Department shall complete the staff review of permit drawings within **10** business days of submission.

Any funds disbursed will be subject to the City's receipt of satisfactory documentation and due diligence review and approval. This Term Sheet is confidential and is intended solely for the use of the Borrowers. No other person or parties have any rights whatsoever with respect to the above terms and conditions. These terms can be modified or other terms negotiated between the parties only upon mutual agreement. All terms are subject to final underwriting, review by the City's Economic Development and Housing Committee, and subsequent approval by City Council.

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Palladium Redbird Multi Family

02.15.2019

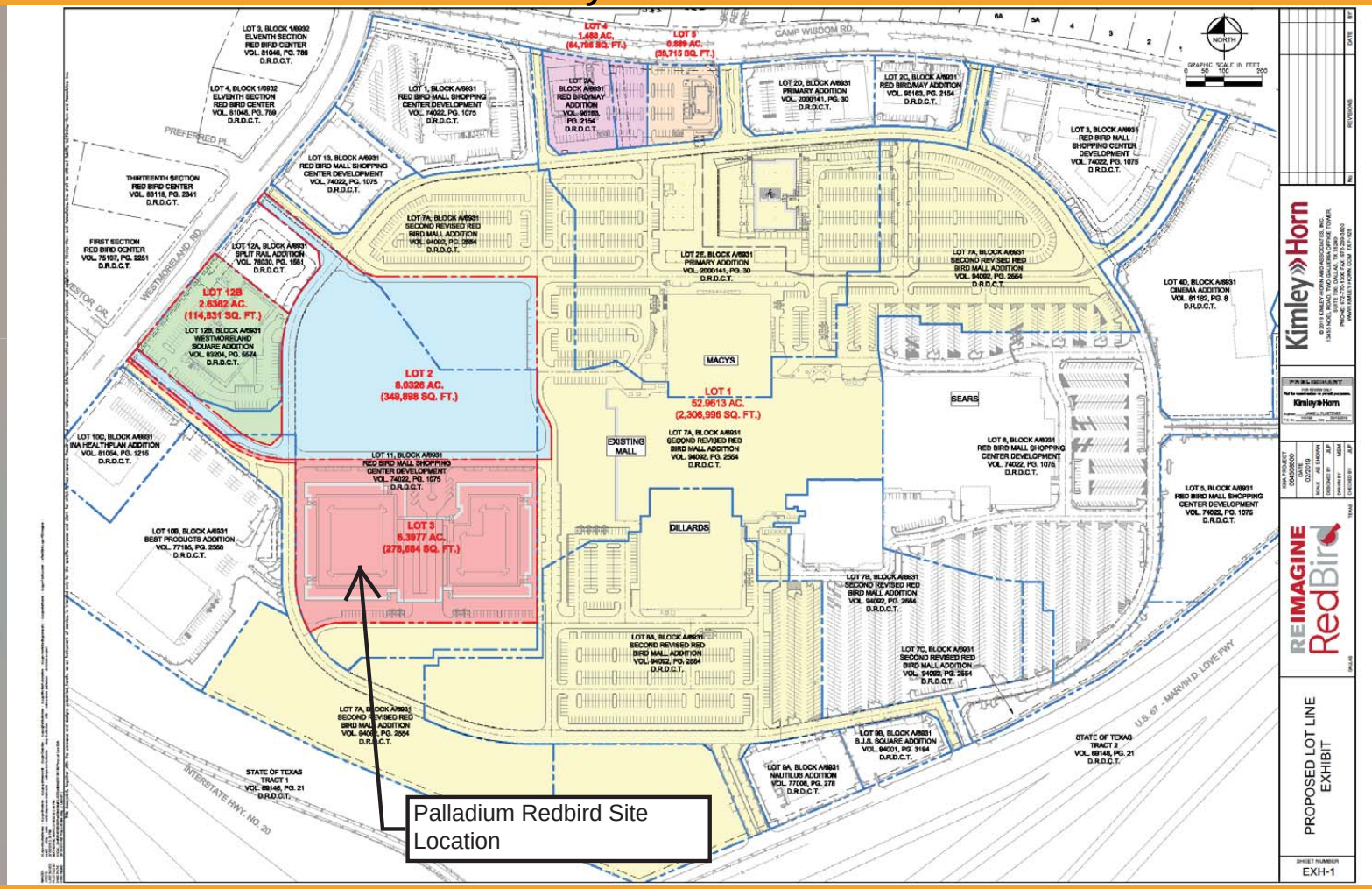


Exhibit A

BGO ARCHITECTS

PALLADIUM USA

RedBird

Master Concept Plan

Palladium Redbird Multi Family 02.15.2019



OMNIPLAN

VICINITY MAP

RedBird

UDPRP SUBMITTAL
MASTER PLAN | 02.23.2018

Exhibit B

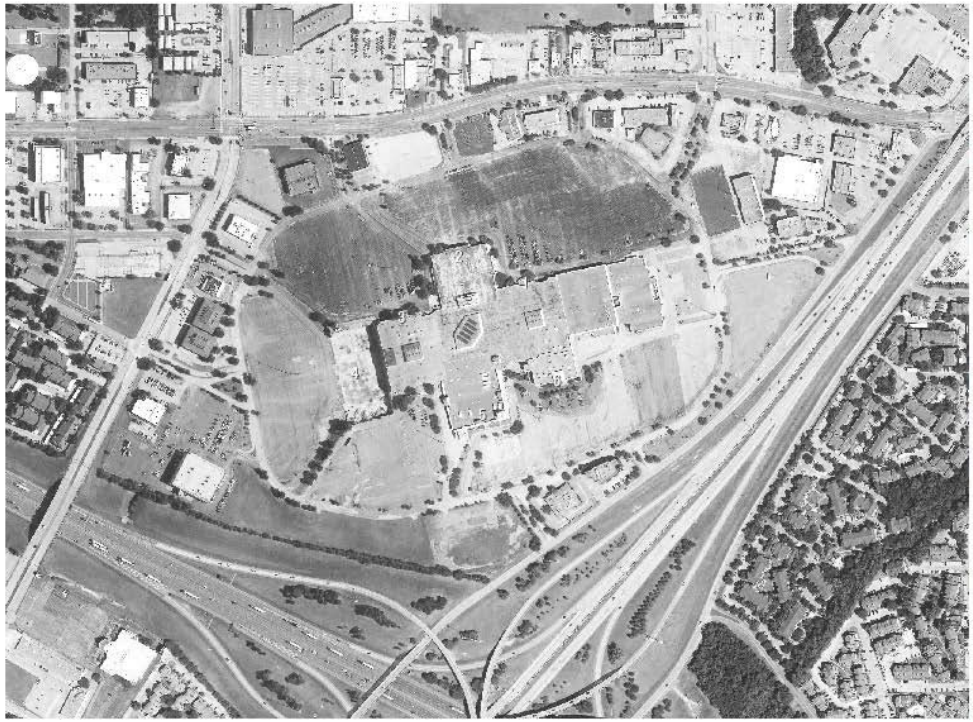
BGO ARCHITECTS

PALLADIUM USA

RedBird

Existing Conditions

Palladium Redbird Multi Family 02.15.2019















OMNIPLAN

EXISTING CONDITIONS

RedBird

UDPRP SUBMITTAL
MASTER PLAN | 03.23.2018

Exhibit B

BGO ARCHITECTS

PALLADIUM USA

RedBird

Existing Conditions

Palladium Redbird Multi Family 02.15.2019















OMNIPLAN EXISTING CONDITIONS RedBird | UDPRP SUBMITTAL MASTER PLAN | 03.23.2018 |

Exhibit B

BGO ARCHITECTS

PALLADIUM USA

RedBird

Existing Conditions





OMNIPLAN EXISTING CONDITIONS RedBird | UDPRP SUBMITTAL MASTER PLAN | 03.23.2018 |

Exhibit B

BGO ARCHITECTS

PALLADIUM USA

RedBird

Existing Conditions

Palladium Redbird Multi Family

02.15.2019

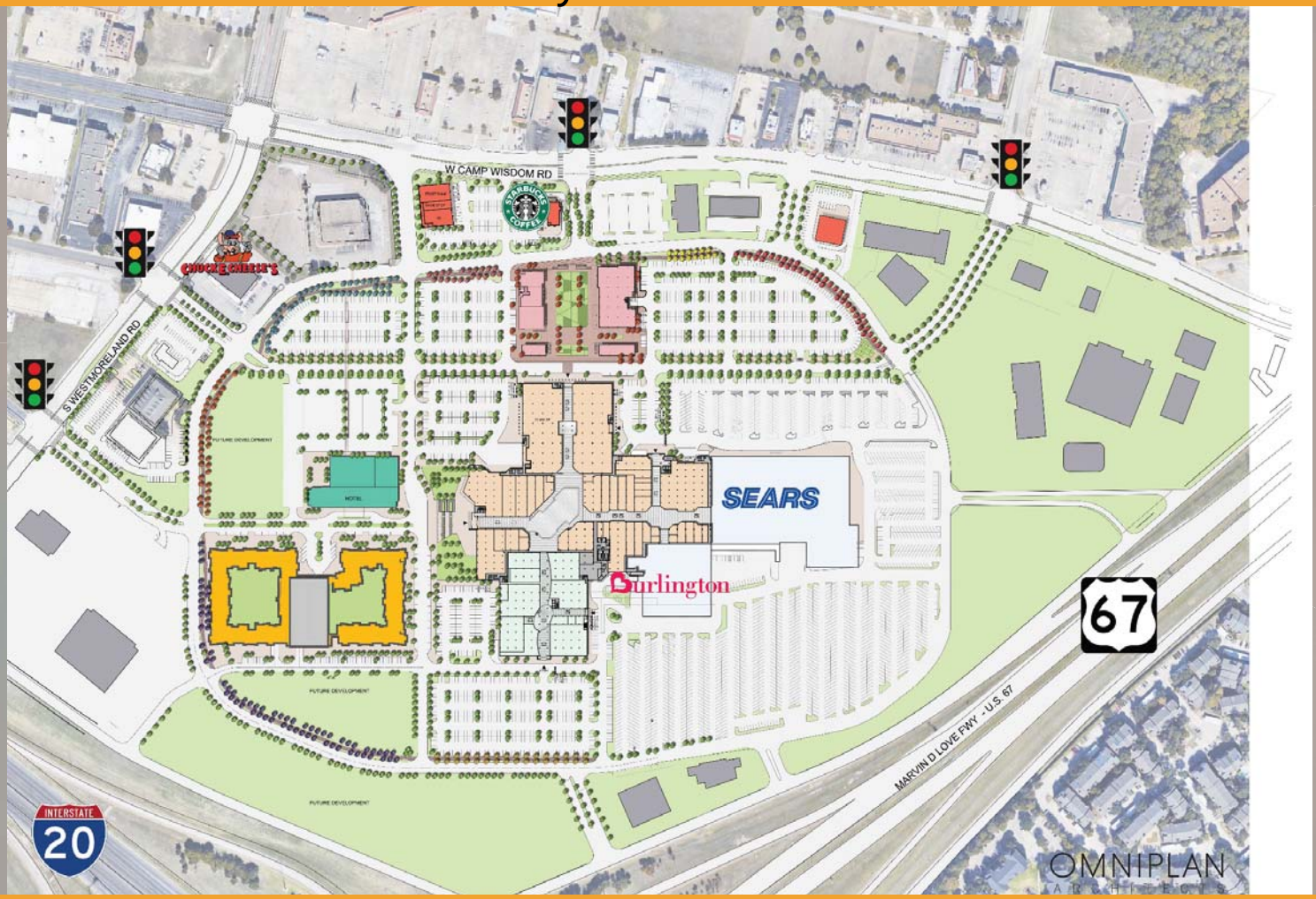


Exhibit B

BGO ARCHITECTS

PALLADIUM USA

RedBird

Master Concept Plan

Palladium Redbird Multi Family 02.15.2019

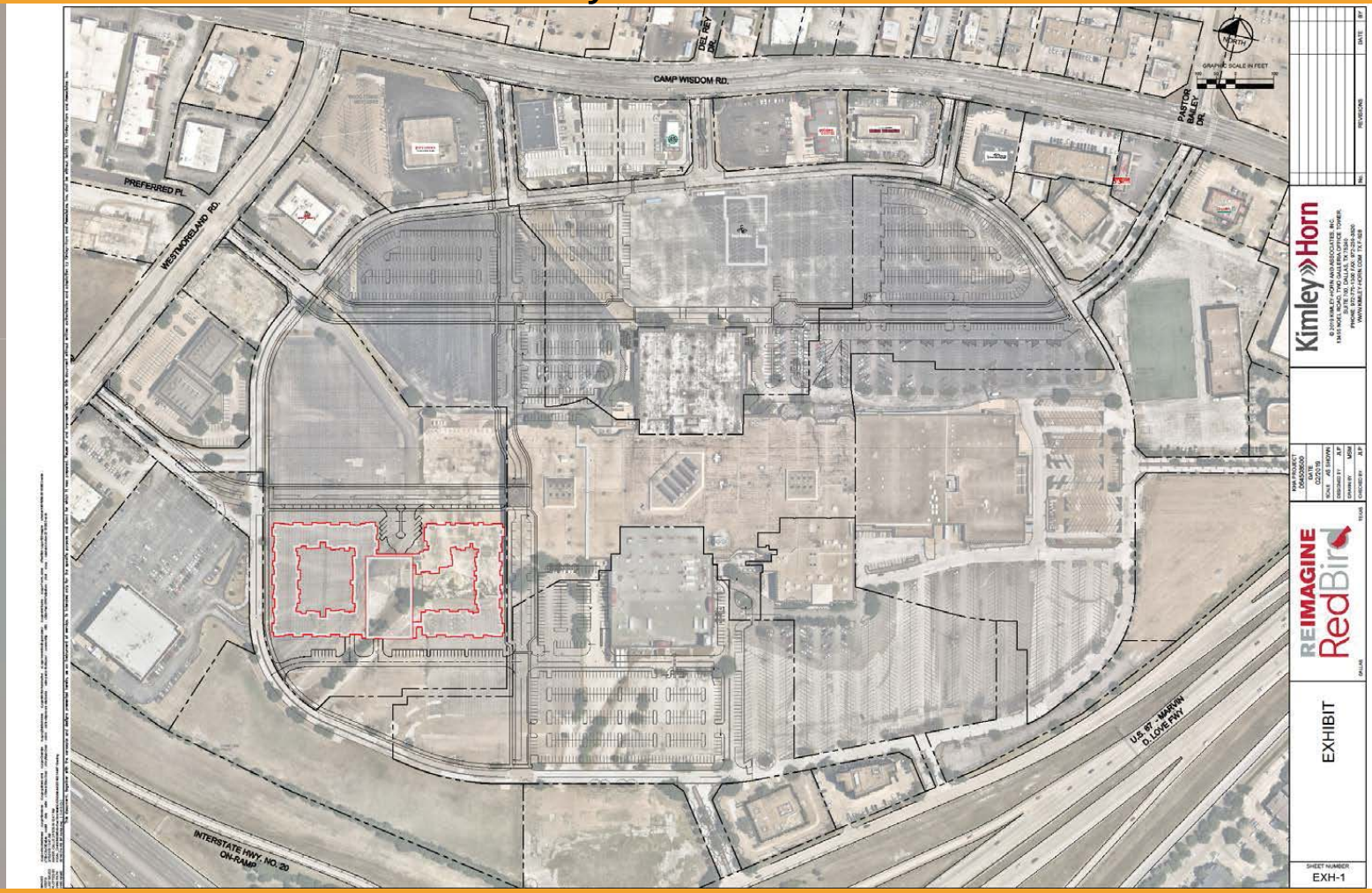


Exhibit B

BGO ARCHITECTS

PALLADIUM USA

RedBird

Master Concept Plan

Palladium Redbird Multi Family

02.15.2019

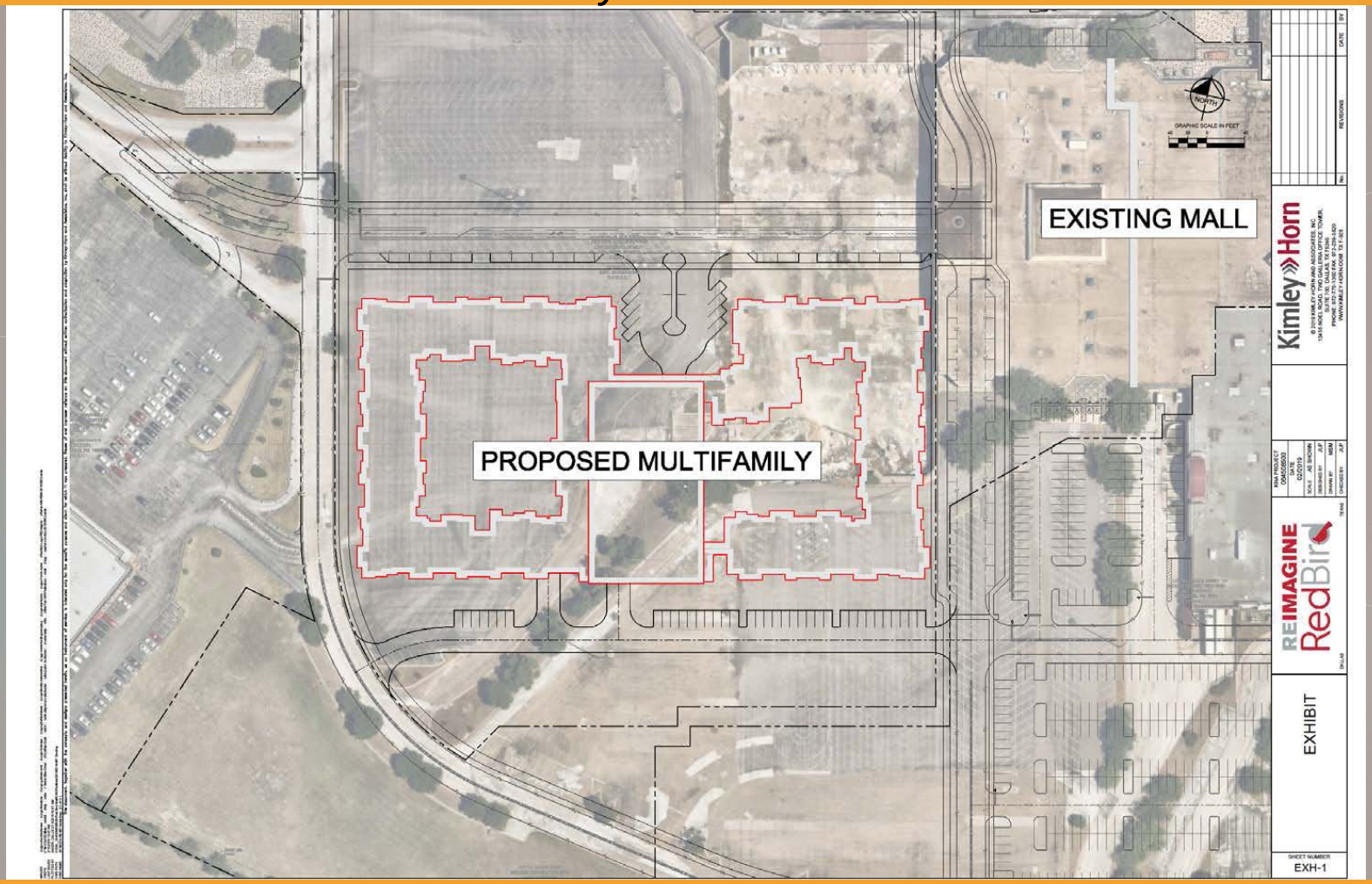


Exhibit B

BGO ARCHITECTS

PALLADIUM USA

RedBird

Proposed Site Plan

Palladium Redbird Multi Family

02.15.2019

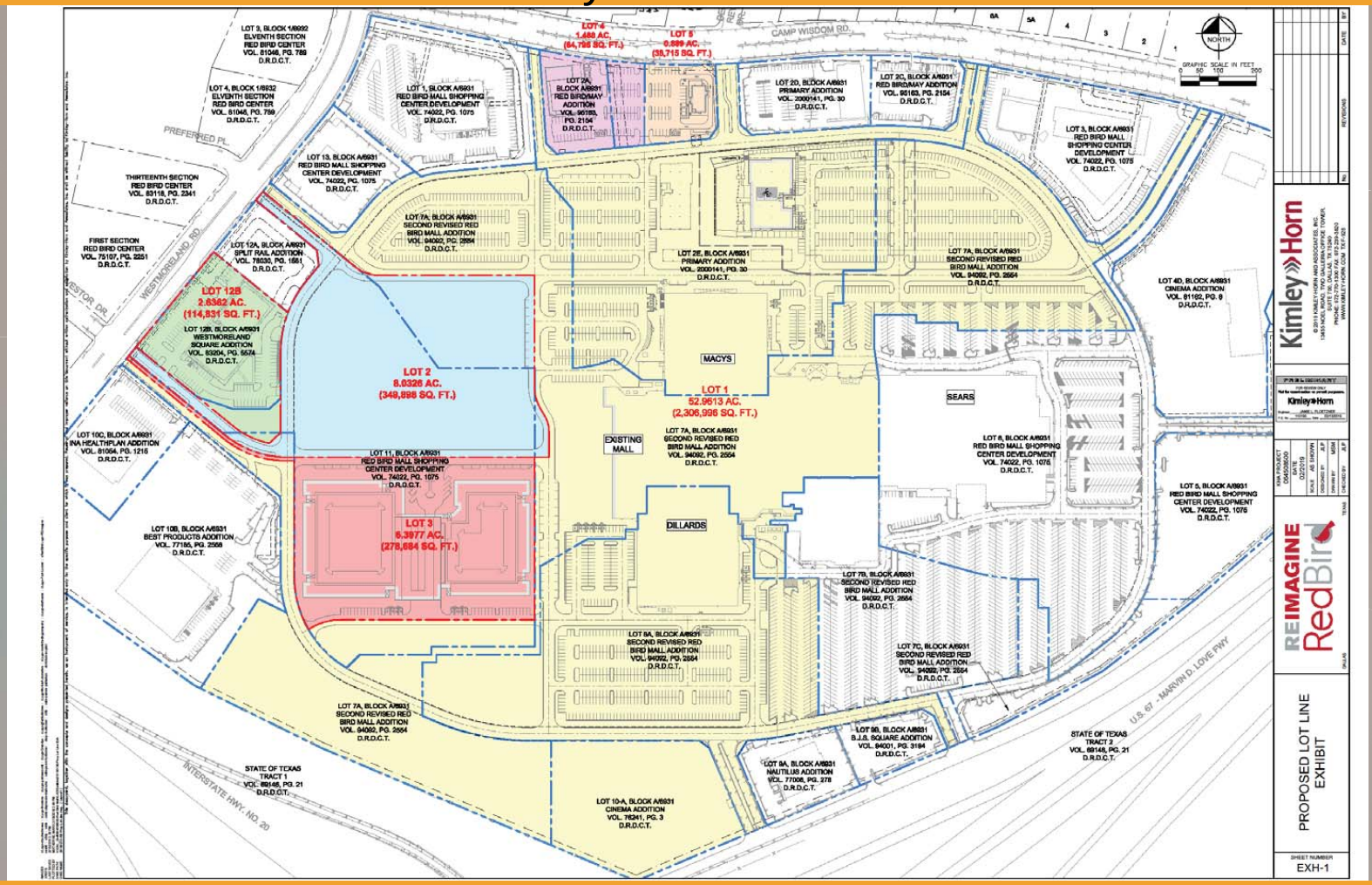


Exhibit B

Master Concept Plan

BGO ARCHITECTS

PALLADIUM USA

RedBird

Palladium Redbird Multi Family

02.15.2019

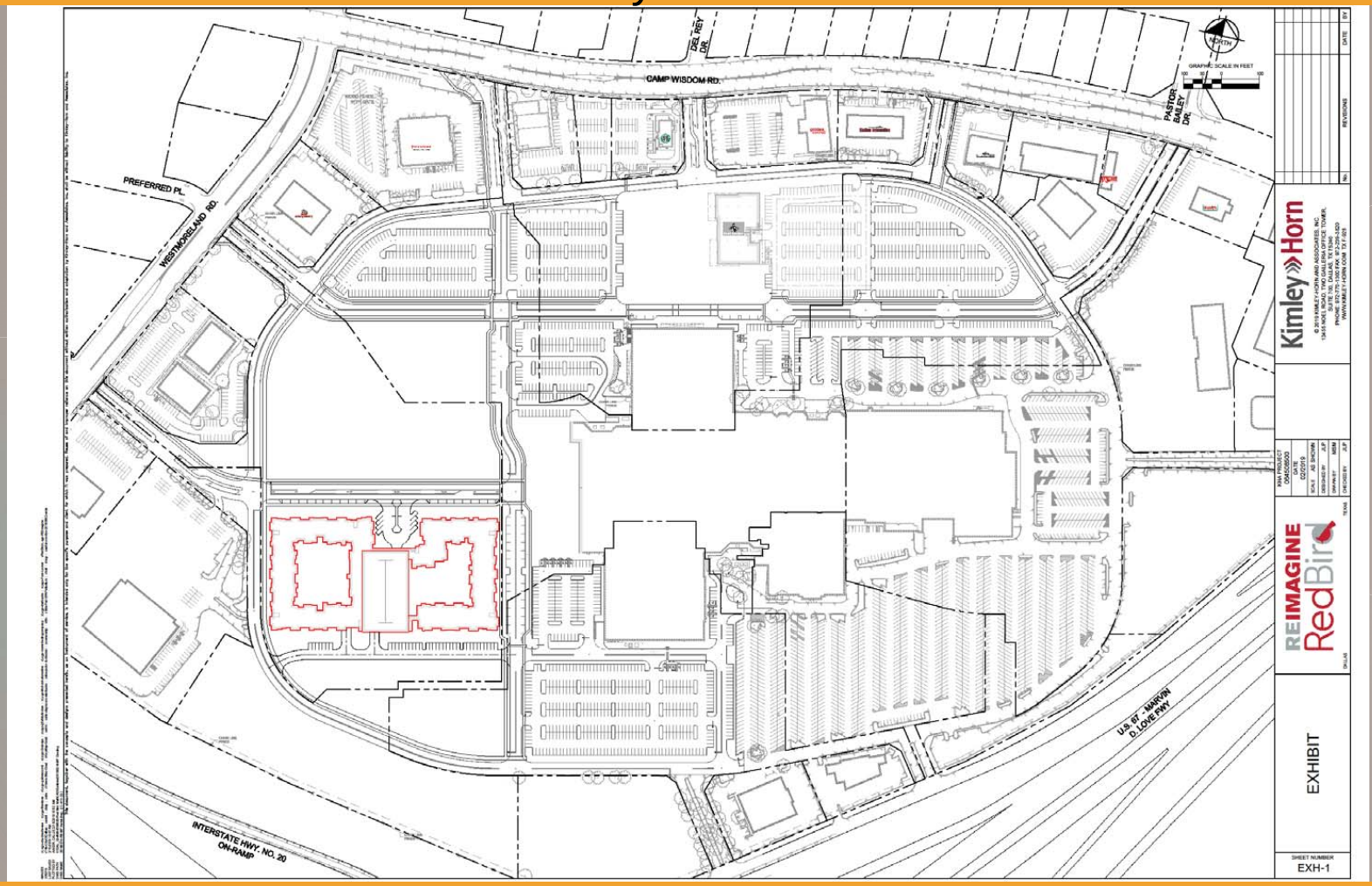


Exhibit B

BGO ARCHITECTS

PALLADIUM USA

RedBird

Master Concept Plan

Palladium Redbird Multi Family

02.15.2019

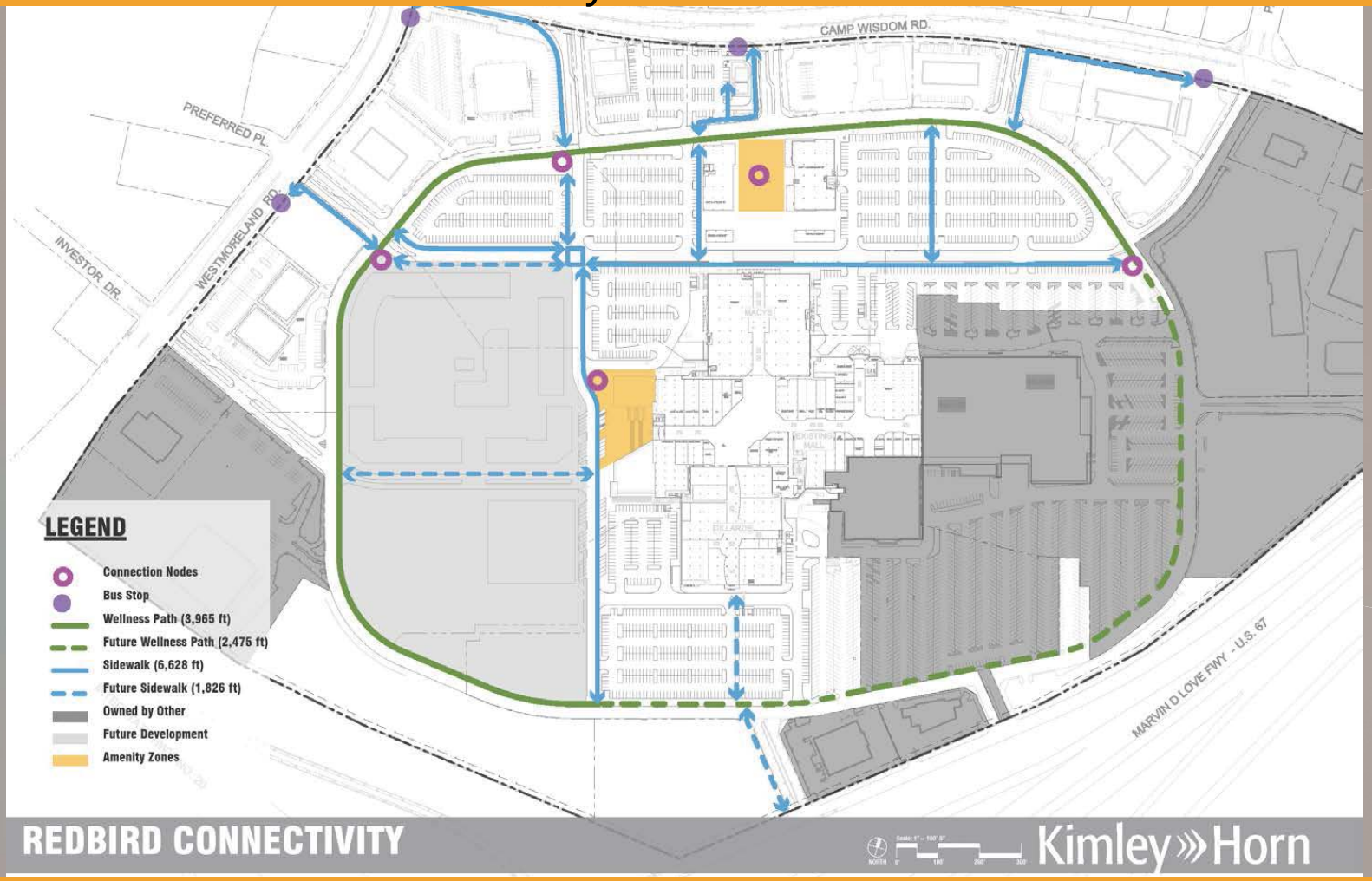


Exhibit B

BGO ARCHITECTS

PALLADIUM USA

RedBird

Master Plan Conncections

Palladium Redbird Multi Family 02.15.2019



Exhibit B

BGO ARCHITECTS

PALLADIUM USA

RedBird

Site Plan

Palladium Redbird Multi Family

02.15.2019



Exhibit B

BGO ARCHITECTS

PALLADIUM USA

RedBird

Main Entry North Elevation

Palladium Redbird Multi Family

02.15.2019



Exhibit B

BGO ARCHITECTS

PALLADIUM USA

RedBird

North Elevation

Palladium Redbird Multi Family

02.15.2019



Exhibit B

BGO ARCHITECTS

PALLADIUM USA

RedBird

South Elevation

Palladium Redbird Multi Family

02.15.2019

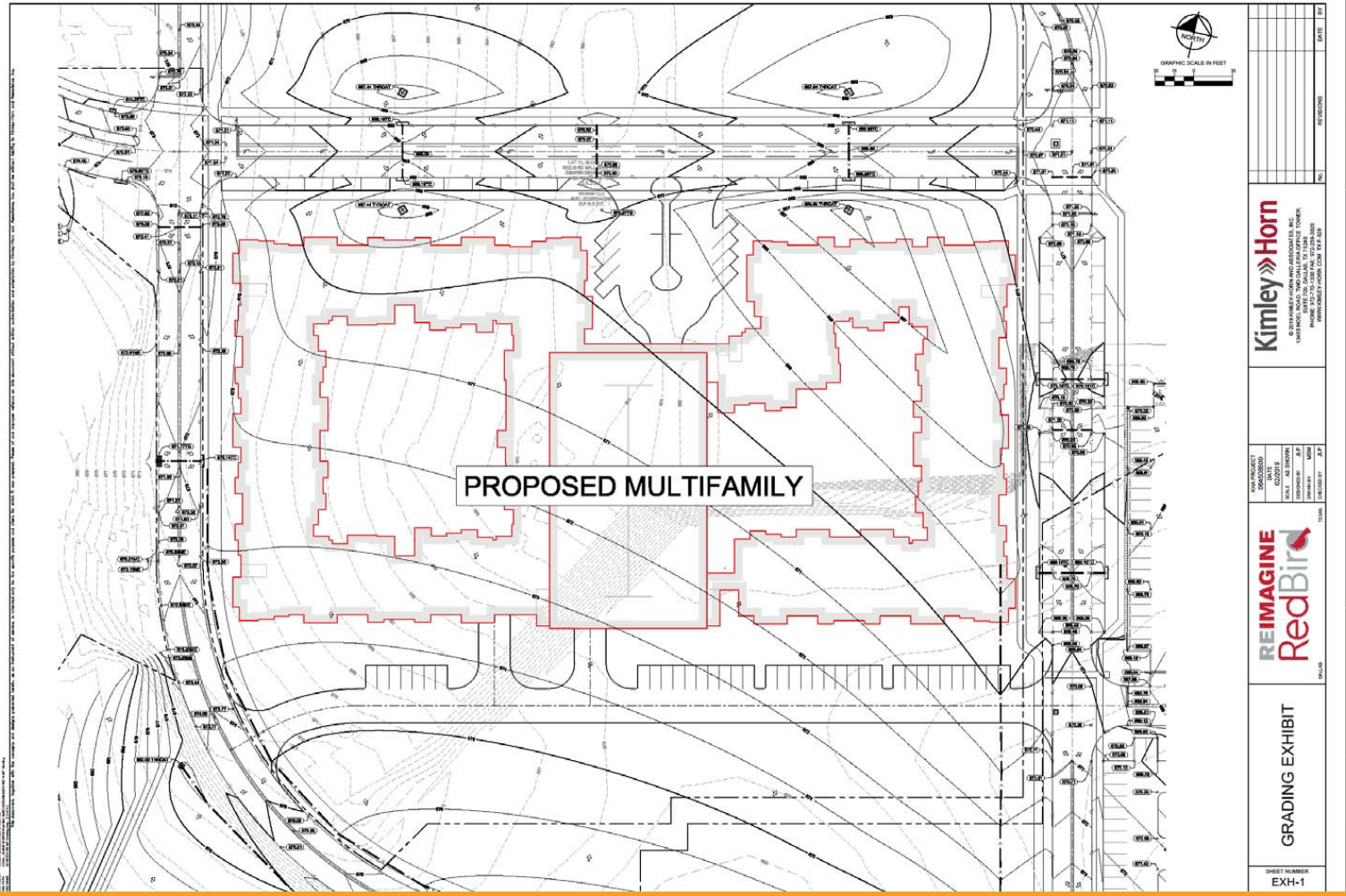


EXHIBIT B

BGO ARCHITECTS

PALLADIUM USA

RedBird

Site Concept Grading Plan

Agenda Information Sheet

File #: 19-324 **Item #:** 32.

STRATEGIC PRIORITY: Economic and Neighborhood Vitality

AGENDA DATE: February 27, 2019

COUNCIL DISTRICT(S): 4

DEPARTMENT: Housing & Neighborhood Revitalization

EXECUTIVE: T.C. Broadnax

SUBJECT

A public hearing to receive comments regarding an application by Steele Pythian LP to the Texas Department of Housing and Community Affairs (TDHCA) for 2019 4% Non-Competitive Housing Tax Credits for the proposed acquisition and rehabilitation of the Pythian Manor Apartments a 76-unit multifamily complex located at 2719 East Illinois Avenue; and at the close of the public hearing, adopt a Resolution of No Objection for Steele Pythian LP, or its affiliate, related to its application to TDHCA for the acquisition and rehabilitation of Pythian Manor Apartments - Financing: No cost consideration to the City

BACKGROUND

This item is being added to the addendum to ensure resolutions are provided in a timely manner. Resolutions for the 9% Housing Tax Credit Program are due to the TDHCA by March 1, 2019. Resolutions for the 4% Housing Tax Credit Program are required for the development to move forward.

Steele Pythian LP (Applicant) intends to submit an application to the TDHCA for 2019 4% Non-Competitive Housing Tax Credits (4% Housing Tax Credits) for the acquisition and rehabilitation of the Pythian Manor Apartments, an existing multifamily complex for seniors built in 1968 with 76 units located at 2719 East Illinois Avenue, Dallas, Texas 75216. The property is currently owned by Cedar Crest Pythian Manor, LP. TDHCA requires 4% Housing Tax Credit applicants to provide a resolution from the governing body of the jurisdiction in which the proposed development will be sited. As part of these TDHCA requirements, the governing body must also conduct a public hearing for citizens to provide comment on the proposed development. Once a resolution is adopted and submitted to TDHCA, then it cannot be changed or withdrawn.

The Applicant, a Texas limited partnership, is proposing to acquire, rehabilitate, renovate, and manage the Pythian Manor Apartments. MMM Pythian Manor LLC, a subsidiary of Multi-Family Mission Ministries (MMM), a Texas nonprofit corporation, will be the general partner. An amended and restated partnership agreement will be executed to admit the tax credit equity investor as special

limited partner or investor member once identified. Steele Properties III LLC, an affiliate of Steele Properties, and MMM will serve as the developer.

The proposed property manager is Monroe Group Ltd. which is a sister company of Steele Properties. Steele Properties was founded in 2006 and has experience renovating and building affordable housing developments throughout the nation. They currently own and manage over 50 affordable housing apartment complexes across the country, including 12 housing complexes in Texas.

The Applicant proposes to rehabilitate all 76 units. The 76 units are comprised of 50 0-bedroom and 26 1-bedroom units. Four units will be fully remodeled to comply with the American Disabilities Act standards and 2 units will be upgraded for persons with hearing or visual disabilities. Additionally, the proposed renovations include upgrades to energy efficient features and systems throughout, and interior renovations to the kitchens and bathrooms including installation of low flow toilets and faucets. Enhancements to the community room and kitchen, and outdoor areas are planned as well.

Total development costs are anticipated to be approximately $11,826,208.00 which include the acquisition price for the apartment complex. The hard cost rehabilitation budget is anticipated to be $3,100,100.00 which is $40,791.00 per unit. The total construction amount includes a 9% contingency and contractor overhead.

Financing Sources	**Amount**
Tax Exempt Bond Debt	$7,250,000
Housing Tax Credits Equity	$3,668,668
Deferred Developer Fee	$539,076

Proposed Uses	**Costs**
Acquisition	$5,865,720
Rehabilitation Construction Costs	$3,100,100
Soft Costs & Financing Fees	$392,224
Developer Fees	$1,371,914
Reserves	$224,223
Total	**$11,826,208**

Currently, there is a project-based Housing Assistance Payment (HAP) contract administered by the U.S. Department of Housing and Urban Development that provides rental assistance for the complex. The HAP contract requires units to be set aside for low income residents. The HAP contract expires in September 2019 and the Applicant plans to renew the HAP contract. After the acquisition and rehabilitation is complete, the units will be made available to households earning 60% or below of Area Median Income subject to any additional restrictions required under the HAP contract.

On May 9, 2018, City Council adopted the Comprehensive Housing Policy (CHP) by Resolution No. 18-0704, as amended and on November 28, 2018, City Council authorized the amendments to the

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CHP by Resolution No. 18-1680 which provided a policy including evaluation criteria for developers requiring Resolutions of Support or No Objection for rental housing developments seeking Housing Tax Credits through TDHCA. The evaluation criteria include factors such as general partner and property management experience, location in a Reinvestment Strategy Area, determination of project feasibility, location to amenities, etcetera. Based on the evaluation criteria, the Pythian Manor Apartments proposal scored an 87, scoring matrix is attached as Exhibit A. To receive a staff recommendation for a resolution, the applicant must score 85 points out of 140. As demonstrated on the Market Value Analysis, Pythian Manor Apartments is located in a G market type and surrounded by H and I market types.

PRIOR ACTION/REVIEW (COUNCIL, BOARDS, COMMISSIONS)

The Economic Development and Housing Committee was briefed regarding this item on February 19, 2019.

FISCAL INFORMATION

No cost consideration to the City.

MAP

Attached

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Housing and Neighborhood Revitalization
Request for Application Scoring Form
Exhibit "A"

PROPOSER'S NAME	**Steele Pythian LLC, an affiliate of Steele Properties Holdings III LLC**
GENERAL PARTNER	**MMM Pythian Manor LLC with Multi-Family Mission Ministries a Texas nonprofit corporation .01% managing member**
DEVELOPER	**Multi-Family Mission Ministries & Steele Properties**
PROPERTY MANAGER	**Monroe Group**
DEVELOPMENT NAME	**Pythian Manor Apartments**
ADDRESS	**2719 East Illinois Avenue, Dallas, Texas 75216**
9% or 4% HOUSING TAX CREDIT PROGRAM	**4%**
MARKET VALUE ANALYSIS	**G - surrounded by H & I**

Experience of the General Partner - up to 10 points	**Points**	**Proposer Score**	**Comments**
1-2 Multifamily rental housing projects managed more than 3 years	1	**0**	
1-2 Sec. 42/142/HOME projects in service more than 3 years	3	**0**	
3-6 Multifamily rental housing projects in service more than 3	4	**0**	
3-6 Sec. 42/142/HOME projects in service more than 3 years	6	**0**	
7 or more Multifamily rental housing projects in service more than 3 yrs.	7	**0**	
7 or more Sec. 42/142/HOME projects in service more than 3 years	10	**10**	

Experience of the Property Manager - up to 10 points	**Points**	**Proposer Score**	**Comments**
1-2 Multifamily rental housing projects managed more than 3 years	0	**0**	
1-2 Sec. 42/142/HOME projects in service more than 3 years	3	**0**	
3 or more Multifamily rental housing projects in service more than 3 years	4	**0**	
3-6 Sec. 42/142/HOME projects in service more than 3 years	6	**0**	
7 or more Multifamily rental housing projects in service more than 3 yrs.	7	**0**	
7 or more Sec. 42/142/HOME projects in service more than 3 years	10	**10**	

Nonprofit Organization Participation - up to 10 points	**Points**	**Proposer Score**	**Comments**
Nonprofit Organization Participation	10	**10**	Multi-Family Mission Ministries is managing member of GP and listed as a Co-Developer.

Redevelopment Areas	**Points**	**Proposer Score**	**Comments**
Is the proposed development located in on of the following areas: Midtown, High Speed Rail, Wynnewood, Red Bird Areas	20	**0**	

Stabilization Target Areas-up to 20 points	**Points**	**Proposer Score**	**Comments**
Is the proposed development located in one of the following areas: LBJ Skillman, Vickery Meadow, Casa View, Forest Heights/Cornerstone Heights, East Downtown, The Bottom, West Dallas, or Red Bird North.	20	**0**	

Emerging Market Area - up to 10 points	**Points**	**Proposer Score**	**Comments**
Is the proposed development located in on of the following areas: Southern Gateway, Pleasant Grove, University Hills	10	**0**	

Housing and Neighborhood Revitalization
Request for Application Scoring Form
Exhibit "A"

Project Feasibility - up to 20 points	Points	Proposer Score	Comments
Proposed rent schedule consistent with TDHCA rent limits on rent-restricted units (see TDHCA rent limits tool)	5	5	
Appropriate vacancy and collection loss assumptions in the project proforma are consistent with TDHCA HTC requirements. (Normalized vacancy rate of 7.5% (5% vacancy plus 2.5% for collection loss). 100% project-based rental subsidy developments and other well documented cases may be underwritten at a combined 5 percent. TAC §10.302 (d)(1)(C)))	5	5	
Reserves in the proforma are consistent with TDHCA HTC requirements. ($250 per Unit for New Construction and Reconstruction Developments and $300 per Unit for all other Developments. TAC §10.302 (d)(2)(I))	5	5	Proforma provided $300/unit
Completed Market Feasibility Report with conclusions supporting the applicable project proforma assumptions completed or underway.	5	5	Yes, prepared by Affordable Housing Analysts dated October 5, 2018.

Project Site Characteristics - up to 10 points	Points	Proposer Score	Comments
Project meets land use density requirements at time of application	5	5	
Project meets City of Dallas zoning requirements at time of application.	5	5	MF-2A

Transit Amenities - up to 35 points

Amenity	1/4 Mile or Less 5 Points	>1/4 Mile and < 1/2 Mile 3 Points	1/2 Mile and up to 1 Mile 1 Point	Comments
Bus Station or Stop	5	0	0	Bus Stop ID: 15661 - 213 ft
Public Park	0	0	1	John Phelps Park - .7 mile
Full Scale Grocery Store	0	0	0	John Phelps Recreation Center - .8 mile
Community or Senior Center	0	0	1	
Aging & Disability Resource Center	0	0	0	

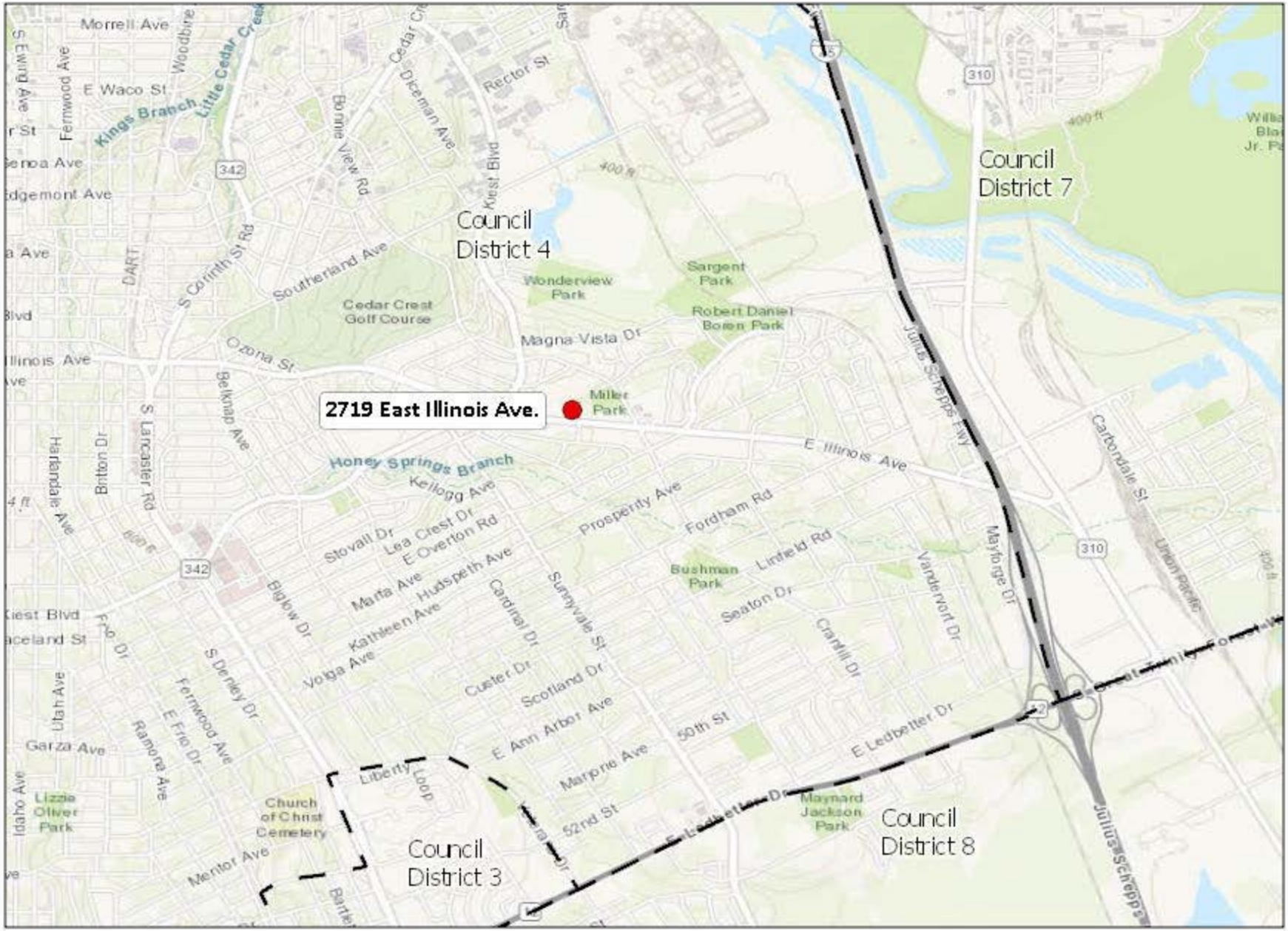
Amenity	1/2 Mile or less 5 Points	>1/2 Mile and < 1 Mile 2 Points	1 Mile and up to 2 Miles 1 Point	Comments
Qualifying Medical Clinic or Hospital	0	0	0	

Amenity	20 Minutes or less 5 Points	>20 Minutes and < 40 minutes 2 Points	More than 40 Minutes 0 points	Comments
Transit time to Major Employment Center	5	0	0	

Project Readiness - up to 10 points	Points	Proposer Points	Comments
Applicant has secured site control per TDHCA HTC definition of site control	5	5	Yes, submitted valid Purchase and Sale Agreement between Cedar Crest Pythian Manor, LP, and Steele Acquisitions III LLC effective September 4, 2018.
Environmental Report (s) has/have been completed.	5	5	Yes, prepared by Bock and Clark and dated October 16, 2018

Housing and Neighborhood Revitalization
Request for Application Scoring Form
Exhibit "A"

Resident Services-up to 15 points	Points	Proposer Points	Comments
The equivalent of one (1) FTE resident service coordinator for every 600 project bedrooms.	5	**0**	Proforma provides $3,000 annually for resident services.
Project provides or has agreements with third party service providers to provide on-site educational, wellness and/or skill building classes	5	**5**	Application states will include Fall Prevention Techniques, Financial Management Course, Assistance with Social Services, etc.
Project provides on-site, licensed child care or after school program that operates at least 20 hours per week.	5	**0**	
PROPOSAL TOTAL SCORE		**87**	


2719 East Illinois Ave.
Council District 4
Council District 7
Council District 3
Council District 8
Morrell Ave
E Waco St
Kings Branch
Little Cedar Creek
Fernwood Ave
Woodbine
Bonnie View Rd
Cedar Creek
Dickeman Ave
Rector St
Kiest Blvd
342
310
Wonderview Park
Sargent Park
Robert Daniel Boren Park
Cedar Crest Golf Course
Southerland Ave
S Corinth St Rd
DART
Ozona St
Magna Vista Dr
Illinois Ave
Belknap Ave
S Lancaster Rd
Miller Park
E Illinois Ave
Julius Schepps Fwy
Carbondale St
Union Pacific
Honey Springs Branch
Kellogg Ave
Prosperity Ave
Fordham Rd
Stovall Dr
Lea Crest Dr
E Overton Rd
Marta Ave
Hudspeth Ave
Kathleen Ave
Volga Ave
Cardinal Dr
Sunnyvale St
Bushman Park
Lindell Rd
Seaton Dr
Vandervort Dr
Mayforge Dr
Cranlill Dr
Custer Dr
Scotland Dr
E Ann Arbor Ave
Marprie Ave
50th St
52nd St
E Ledbetter Dr
Maynard Jackson Park
Juliusschepps
Biglow Dr
Britton Dr
Hartlandale Ave
S Denley Dr
Fernwood Ave
E Frio Dr
Ramona Ave
Utah Ave
Garza Ave
Idaho Ave
Lizzie Oliver Park
Church of Christ Cemetery
Liberty Loop
Mentor Ave
Barnes Bridge Rd
Frio Dr
Kiest Blvd
Acreland St
Seno a Ave
Edgemont Ave
S Ewing Ave
r St
a Ave
Blvd
Illinois Ave
4 ft
600 ft
400 ft

February 27, 2019

WHEREAS, on May 9, 2018, City Council adopted the Comprehensive Housing Policy by Resolution No. 18-0704, as amended; and

WHEREAS, on November 28, 2018, City Council amended the Comprehensive Housing Policy by Resolution No. 18-1680; and

WHEREAS, the Comprehensive Housing Policy provides a policy for developers requesting a Resolution of Support or No Objection (Resolutions) for multifamily rental housing developments seeking Housing Tax Credits (HTC) through the Texas Department of Housing and Community Affairs (TDHCA); and

WHEREAS, Steele Pythian LP, (Applicant) has proposed the acquisition and rehabilitation of a 76-unit multifamily complex for seniors known as Pythian Manor Apartments located at 2719 East Illinois Avenue in the City of Dallas, Texas; and

WHEREAS, the Applicant proposes to rehabilitate all 76 units, including 50 0-bedroom, and 26 1-bedroom; and will include interior and exterior renovations including fully remodeled units to comply with the American with Disabilities Act standards and for persons with hearing or visual disabilities; and

WHEREAS, upon completion of the rehabilitation and renovations, the complex will be available to rent to low income households earning 60% or below of Area Median Income subject to any additional restrictions under the Housing Assistance Payment (HAP) contract administered by the U.S. Department of Housing and Urban Development; and

WHEREAS, the Applicant has advised the City that it intends to submit an application to the TDHCA for 2019 4% Non-Competitive HTC for the proposed acquisition and rehabilitation of Pythian Manor Apartments; and

WHEREAS, pursuant to Section 11.9 of the Qualified Allocation Plan and Chapter 2306 of the Texas Government Code, the City desires to provide a Resolution of No Objection to the Applicant for the 2019 4% Non-Competitive HTC application for the Pythian Manor Apartments located at 2719 East Illinois Avenue, Dallas, Texas 75216.

Now, Therefore,

BE IT RESOLVED BY THE CITY COUNCIL OF THE CITY OF DALLAS:

February 27, 2019

SECTION 1. That the City of Dallas, acting through its Governing Body, hereby confirms that it has no objection as to Applicant's application to TDHCA's 2019 4% Non-Competitive HTC for the proposed acquisition and rehabilitation of the Pythian Manor Apartments located at 2719 East Illinois Avenue, Dallas, Texas 75216 for the acquisition and rehabilitation of a 76-unit multifamily complex for seniors and that this formal action has been taken to put on record the opinion expressed by the City of Dallas on February 27, 2019.

SECTION 2. That in accordance with the requirements of the Texas Government Code §2306.67071 and Texas Administrative Code §10.204(4), it is hereby found that:

a. Notice has been provided to the Governing Body in accordance with Texas Government Code §2306.67071(a); and

b. The Governing Body has had sufficient opportunity to obtain a response from Applicant regarding any questions or concerns about the proposed acquisition and rehabilitation of the Pythian Manor Apartments; and

c. The Governing Body has held a hearing at which public comment may be made on the proposed acquisition and rehabilitation of the Pythian Manor Apartments in accordance with Texas Government Code §2306.67071(b) and Texas Administrative Code §10.204(4)(B); and

d. After due consideration of the information provided by Applicant and after the public hearing on the proposed acquisition and rehabilitation of Pythian Manor Apartments, the City of Dallas, acting through its Governing Body, does not object to the application by Applicant to the TDHCA for 2019 4% Non-Competitive HTC for the purpose of the acquisition and rehabilitation of the Pythian Manor Apartments.

SECTION 3. That it is FURTHER RESOLVED that for and on behalf of the Governing Body, the Mayor or the City Manager, are hereby authorized, empowered and directed to certify these resolutions to the TDHCA.

SECTION 4. That this resolution shall take effect immediately from and after its passage in accordance with the provisions of the Charter of the City of Dallas, and it is accordingly so resolved.

Agenda Information Sheet

File #: 19-330 **Item #:** 33.

STRATEGIC PRIORITY: Economic and Neighborhood Vitality

AGENDA DATE: February 27, 2019

COUNCIL DISTRICT(S): 9

DEPARTMENT: Housing & Neighborhood Revitalization

EXECUTIVE: T.C. Broadnax

SUBJECT

A public hearing to receive comments regarding an application by TX Casa View 2018, Ltd. (TCV) to the Texas Department of Housing and Community Affairs (TDHCA) for 2019 4% Non-Competitive Housing Tax Credits for the Estates at Shiloh Apartments located at 2649 Centerville Road and at the close of the public hearing **(1)** authorize a Resolution of No Objection for TCV or its affiliate, related to its application to TDHCA for the acquisition, rehabilitation of existing units, and new construction of improvements to be known as the Estates at Shiloh Apartments; and **(2)** conditioned upon TCV receiving a 2019 4% Housing Tax Credit award and upon City Council's final adoption of the Community Development Block Grant (CDBG) Reprograming Budget No. 1 on April 10, 2019, authorize **(a)** a development loan agreement in an amount not to exceed $3,801,000.00 of CDBG Funds with TCV or an affiliate thereof; **(b)** a conditional grant agreement in an amount not to exceed $199,000.00 in 2012 General Obligation Bond Funds with a nonprofit entity; and **(c)** the City of Dallas Housing Finance Corporation to purchase and own the land, enter into a long-term ground lease with TCV, and take an ownership interest in TCV for the development of a mixed-income multifamily complex for seniors located at 2649 Centerville Road - Total not to exceed $4,000,000.00 - Financing: 2012 General Obligation Bond Funds ($199,000.00) and Community Development Block Grant Funds ($3,801,000.00)

BACKGROUND

This item is being added to the addendum to ensure resolutions are provided in a timely manner. Resolutions for the 9% Housing Tax Credit Program are due to the TDHCA by March 1, 2019. Resolutions for the 4% Housing Tax Credit Program are required for the development to move forward.

TX Casa View 2018, Ltd. (TCV) an affiliate of Generation Housing Partner, LLC (GHP) and Hill Tide Development, LLC (HTD) submitted a proposal under the City's Notice of Funding Availability (NOFA) issued on August 30, 2018, to provide gap financing in the form of a repayable loan to support new developments or substantial rehabilitation of existing developments located within the City limits. The NOFA was issued by the Housing and Neighborhood Revitalization Department in accordance with

the City's Comprehensive Housing Policy (CHP) adopted by the Dallas City Council on May 9, 2018, by Resolution No. 18-0704, as amended and on November 28, 2018, City Council authorized amendments to the CHP by Resolution No. 18-1680.

Proposals were evaluated in two stages: (1) threshold review and (2) technical scoring. During threshold review, reviewers evaluated whether the proposal included: all elements, eligible activities, eligible end users/beneficiaries, and whether the proposer is an individual or entity eligible for a City contract. Proposals that passed threshold review moved to technical scoring, where an Evaluation Committee made up of five City employees, scored the proposals based on the evaluation criteria set forth in the NOFA. All proposals that scored at or above the minimum score of 100 out of 155 points are considered eligible for a funding award.

TCV received a fundable score of 117 points. The NOFA prioritized funding in the Reinvestment Strategy Areas, as outlined in the City's CHP. The proposed Estates at Shiloh is located in the Casa View Stabilization target area and surrounded by D, E, and F Market Value Analysis (MVA) market types, as shown on the attached Map.

TCV proposes to acquire land a portion which has existing improvements. The development includes rehabilitation of all 40 existing units and construction off 224 new units for seniors. The 264 units will be dispersed equitably by bedroom size and amongst income bands throughout the development. The proposed development will have 4-three story buildings with ventilated corridors and accessible elevators. Planned amenities include renovation of the existing 9,000 square foot community center, swimming pool, community garden, landscaping and lighted sidewalks connecting buildings, and a dog park.

Total development costs are anticipated to be approximately $38,435,465.00 which include the acquisition price for the land and existing improvements. The hard cost rehabilitation/construction budget is anticipated to be $25,103,247.00 ($22,628,047.00 new construction and $2,475,200.00 rehab) which is $101,019.85 per unit and $61,880.00 per unit respectively. The total rehabilitation/construction amount includes a 3% contingency and contractor overhead.

Financing Sources	**Amount**
***Tax Exempt Bonds (retired and replace with 221 (d)4 loan) *DHFC as Issuer and induced on 1/25/2019**	$19,650,000 (*$20,000,000)
Housing Tax Credits Equity	$12,546,810
Deferred Developer Fee	$2,238,655
City CDBG Funds	$3,801,000
2012 GO Bond Funds	$199,000
Total	**$38,435,465**

Proposed Uses	**Costs**
Acquisition	$3,400,000
Rehabilitation & Construction Costs	$25,103,247
Soft Costs & Financing Fees	$4,074,624

Developer Fees	$4,521,806
Reserves	$1,335,788
Total	**$38,435,465**

The City proposes to provide an amount not to exceed $4,000.000.00 in gap financing for the construction of the development. The funds will be funded from two sources:

1. $199,000.00 in 2012 General Obligation Bond (GO Bond) Funds from Proposition 3 (Economic Development and Housing) to be awarded as conditional grant; and
2. $3,801,000.00 in Community Development Block Grant (CDBG) Funds to be awarded as a repayable loan.

As a requirement for the conditional grant and loan, TCV must provide at least 239 of the 264 units to households earning at or below 80% of Area Median Income as defined by the U.S. Department of Housing and Urban Development. These affordable units must remain affordable for a minimum of 20 years. The remaining units will be market rate. Additionally, in conformance with Dallas City Code, TCV shall set aside at least 10% of the total units, which for this development is 26 units, and solely lease those units to holders of housing vouchers, including vouchers directly or indirectly funded by the federal government. The voucher units must be set aside to voucher holders for a minimum of 15 years from the date of initial leases-up of all voucher units. These affordable and voucher units must be dispersed throughout the residential floor area of each building type and shall have identical finish-out and materials as the market rate units.

The GO Bond Funds will be used for capitalized costs for the development and in conformance with any requirements of bond propositions.

1. The term of the conditional grant agreement is 40 years beginning from the effective date; and
2. The term of the grant will be coterminous with the senior lender which is 40 years and ends on the maturity date to be defined in the conditional grant agreement and other financing documents for the grant; and
3. Deed restrictions which shall be senior to all other project financing and will be recorded to secure the 20-year affordability period for the affordable units and 15-year voucher period for the voucher units; and
4. A deed of trust will be filed on the property, including the leasehold and all improvements to secure performance which will be released once all terms and conditions of the conditional grant agreement are met.

For the conditional grant agreement, the TCV has requested that a nonprofit entity, which selection of such nonprofit entity shall be subject to approval by the Director of the Housing and Neighborhood Revitalization Department, be the initial borrower of the $199,000.00 conditional grant agreement instead of the TCV so that there is no risk that the proceeds will be subject to taxation by the Internal Revenue Service or result in a reduction of the eligible basis for the tax credits. The nonprofit entity will execute the conditional grant agreement and simultaneously loan the $199,000.00 to TCV for the proposed development. To collateralize the loan from the nonprofit entity to the TCV, the loan

documents for $199,000.00 loan will be assigned by the nonprofit entity to the City and the nonprofit entity will assign its obligations under the related conditional grant agreement to the TCV.

The CDBG Funds will be used for acquisition and construction costs for the development as allowed by federal regulations governing the use of the funds. CDBG Funds will be provided on a reimbursable basis. The terms of the loan agreement are as follows:

1. The term of the loan agreement is conterminous with the senior lender or 40 years beginning from the effective date; and
2. The term of the loan shall be coterminous with the senior lender currently 40 years and ends on the maturity date to be defined in the loan agreement and other financing documents for the loan; and
3. Loan amortization is 40 years or coterminous with senior lender; and
4. Interest rate is 1% simple annual interest; and
5. TCV must execute a promissory note; and
6. Payments will be interest only until the deferred developer fee is paid; then principal and interest payments will be due annually payable from surplus cash; and
7. Deed restrictions which shall be senior to all other project financing and will be recorded to secure the 20-year affordability period for the affordable units and 15-year voucher period for the voucher units; and
8. A deed of trust will be filed on the property, including the leasehold and all improvements to secure payment and performance which will be released once all terms and conditions of the loan agreement are met.

The City's lien or liens for the conditional grant agreement and loan agreement may only be subordinate to a financial institution's superior lien for a loan in a greater amount. In the event, subordination agreements are required, the City agrees to provide in a form acceptable to the City and agrees not to unreasonably withhold them. For both the conditional grant agreement and loan agreement, GHP, HTD, and Monarch Private Investments, LLC shall provide guarantees including a completion and operating deficit guaranty. TCV must provide payment and performance bonds or guarantees, or acceptable equivalent methods of guarantees to the City in the total amount of the construction of the development. The conditional loan and grant agreement are conditioned upon:

1. TCV or its affiliate receiving a 4% housing tax credit allocation from the Texas Department of Housing and Community Affairs; and
2. Approval of equity, construction and permanent financing documentation in a form acceptable to the City; and
3. HUD federal requirements including environmental review, site and neighborhood standards, cost reasonableness, subsidy layering, and underwriting; and
4. TCV must use and document best efforts to hire City of Dallas residents for any jobs created by the development as detailed in the term sheet attached to the resolution as Exhibit B; and
5. TCV shall make a good faith effort to comply with the City's Business Inclusion and Development goal of 25% participation by certified Minority/Women-owned Business Enterprises for all hard construction expenditures of the Development (i.e. public and private improvements) and meet all reporting requirements of the City of Dallas Office of Business Diversity; and
6. Design requirements as required in Exhibit B of the resolution; and

7. All conditional listed in the CHP for Developer Programs; and
8. Final underwriting; and
9. Closing on equity and all other financing for the development.

In addition to the City's funds, the City of Dallas Housing Finance Corporation (DHFC) Board of Directors at its January 25, 2019 Board meeting approved entering to an agreement with GHP. The DHFC approved taking an ownership interest in the development by serving as the general partner of TCV once current members are withdrawn. The DHFC would own the land which allows the land and improvements to be tax exempt and provides savings on the operating costs for the development. The DHFC would enter into a long-term ground lease for the land with TCV. As part of the DHFC's participation, the DHFC will receive a 50% share of cash flow once deferred developer is paid. Finally, the DHFC Board of Directors approved serving has the issuer of and an inducement of multifamily mortgage revenue bonds.

TCV intends to submit an application to the TDHCA for 2019 4% Non-Competitive Housing Tax Credits (4% Housing Tax Credits) for the development of Estates at Shiloh. The property is currently owned by Hillendahl Health Holdings LLC, a Nevada limited liability company. TDHCA requires 4% Housing Tax Credit applicants to provide a resolution from the governing body of the jurisdiction in which the proposed development will be sited. As part of these TDHCA requirements, the governing body must also conduct a public hearing for citizens to provide comment on the proposed development. Once a resolution is adopted and submitted to TDHCA, then it cannot be changed or withdrawn.

TX Casa View 2018 GP, LLC, will be the general partner with the DHFC as its sole member once GHP and HTD are withdrawn as members. An amended and restated agreement of limited partnership will be executed to admit the tax credit equity investor as special limited partner or investor member once identified. GHP and HTD will serve as the co-developers.

The proposed property manager is Alpha-Barnes Real Estate Services II, LLC (Alpha Barnes). Alpha Barnes has over 30 years' experience and expertise including developing multifamily properties. Currently, Alpha Barnes manages over 24,000 units in Texas, Oklahoma and Arkansas.

On May 9, 2018, City Council adopted the Comprehensive Housing Policy (CHP), by Resolution No. 18-0704, as amended and on November 28, 2018, City Council authorized amendments to the CHP by Resolution No. 18-1680 which provided a policy including evaluation criteria for developers requiring Resolutions of Support or No Objection for rental housing developments seeking Housing Tax Credits through TDHCA. The evaluation criteria include factors such as general partner and property management experience, location in a Reinvestment Strategy Area (RSAs), determination of project feasibility, location to amenities, etcetera. Based on the evaluation criteria, the Estates at Shiloh Apartments proposal scored a 106, scoring matrix is attached as Exhibit C. To receive a staff recommendation for a resolution, the applicant must score 85 points out of 140.

City Council approval of this item will authorize a Resolution of No Objection to the application to TDHCA for 4% Housing Tax Credits, the City Manager to execute the conditional grant agreement, loan agreement, all financing documents related to the grant and loan; and the DHFC to purchase, own, enter into a long-term ground lease, and take an ownership interest in the development.

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ESTIMATED SCHEDULE OF DEVELOPMENT

Begin Construction	October 2019
Complete Construction	December 2021

PRIOR ACTION/REVIEW (COUNCIL, BOARDS, COMMISSIONS)

On January 25, 2019, the DHFC Board of Directors approved owning the land, entering into a long-term ground lease, and taking an ownership interest in TX Casa View 2018, Ltd. and an inducement of multifamily mortgage revenue bonds.

The Economic Development and Housing Committee was briefed regarding this item on February 19, 2019.

FISCAL INFORMATION

2012 General Obligation Bond Funds - $199,000.00
Community Development Block Grant Funds - $3,801,000.00, contingent upon City Council's final adoption of CDBG Reprogramming Budget No.1 on April 10, 2019

OWNER/DEVELOPER

TX Casa View 2018, Ltd.

TX Casa View 2018 GP, LLC is the general partner, a formed entity with GHP and HTD as members.

GHP and HTD will serve as the Developer.

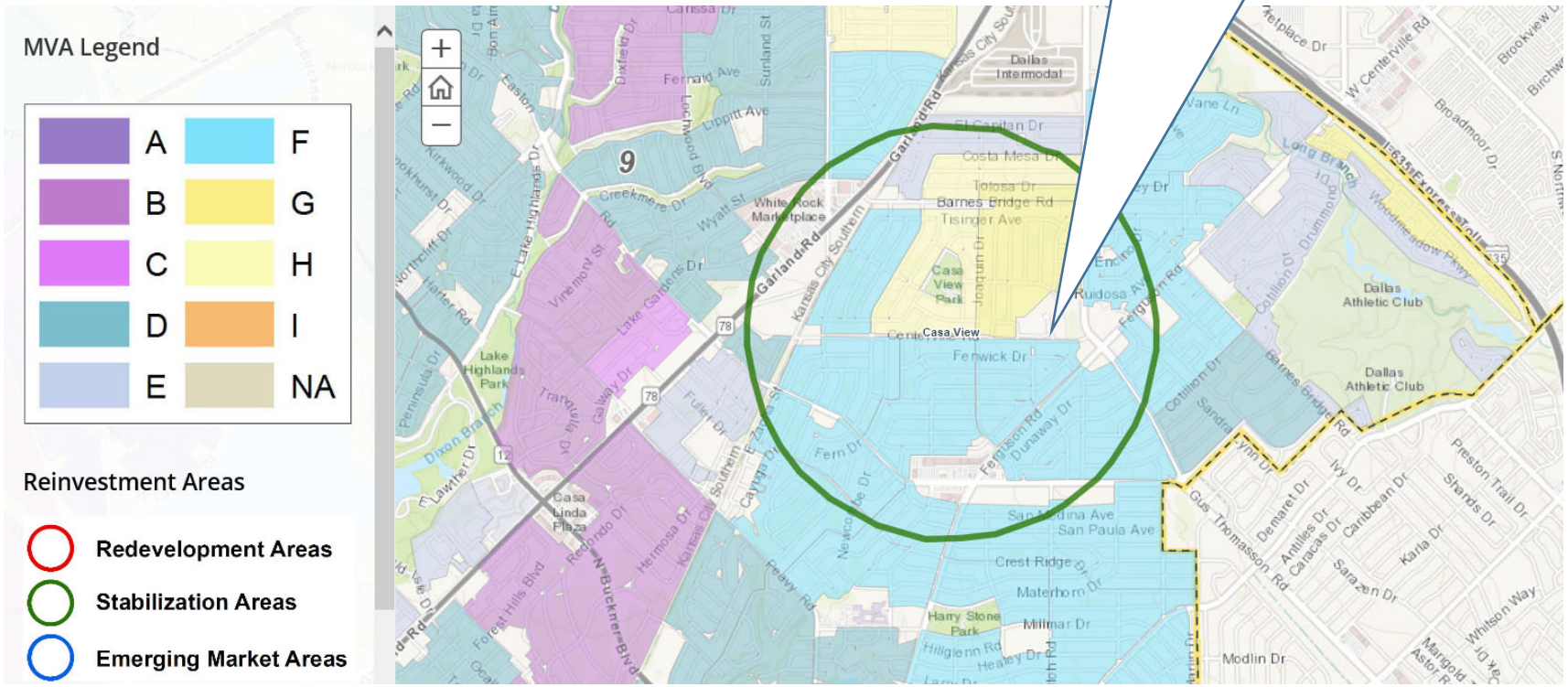
Adrian Iglesias, President of GHP
Chris Applequist, Vice-President of GHP

MAP

Attached

Casa View Stabilization Target Area
Surrounded by D, E, & F MVA Market Types

Estates at Shiloh
2649 Centerville Road
Council District 9



Housing and Neighborhood Revitalization
Request for Application Scoring Form
Exhibit "C"

PROPOSER'S NAME	**TX Casa View 2018, Ltd.**
GENERAL PARTNER	**TX Casa View 2018 GP, LLC (Dallas Housing Finance Corporation its sole member**
DEVELOPER	**Generation Housing Partners, LLC & Hill Tide Partners, LLC**
PROPERTY MANAGER	**Alpha Barnes Property Management**
DEVELOPMENT NAME	**Estates at Shiloh**
ADDRESS	**2649 Centerville Road, Dallas Texas 75228**
9% or 4% HOUSING TAX CREDIT PROGRAM	**4%**
MARKET VALUE ANALYSIS	**Surrounded by D, E, & F Market Types**

Experience of the General Partner - up to 10 points	**Points**	**Proposer Score**	**Comments**
1-2 Multifamily rental housing projects managed more than 3 years	1	**0**	
1-2 Sec. 42/142/HOME projects in service more than 3 years	3	**0**	
3-6 Multifamily rental housing projects in service more than 3	4	**4**	
3-6 Sec. 42/142/HOME projects in service more than 3 years	6	**0**	
7 or more Multifamily rental housing projects in service more than 3 yrs.	7	**0**	
7 or more Sec. 42/142/HOME projects in service more than 3 years	10	**0**	

Experience of the Property Manager - up to 10 points	**Points**	**Proposer Score**	**Comments**
1-2 Multifamily rental housing projects managed more than 3 years	0	**0**	
1-2 Sec. 42/142/HOME projects in service more than 3 years	3	**0**	
3 or more Multifamily rental housing projects in service more than 3 years	4	**0**	
3-6 Sec. 42/142/HOME projects in service more than 3 years	6	**0**	
7 or more Multifamily rental housing projects in service more than 3 yrs.	7	**0**	
7 or more Sec. 42/142/HOME projects in service more than 3 years	10	**10**	

Nonprofit Organization Participation - up to 10 points	**Points**	**Proposer Score**	**Comments**
Nonprofit Organization Participation	10	**0**	

Redevelopment Areas	**Points**	**Proposer Score**	**Comments**
Is the proposed development located in on of the following areas: Midtown, High Speed Rail, Wynnewood, Red Bird Areas	20	**0**	No

Stabilization Target Areas-up to 20 points	**Points**	**Proposer Score**	**Comments**
Is the proposed development located in one of the following areas: LBJ Skillman, Vickery Meadow, Casa View, Forest Heights/Cornerstone Heights, East Downtown, The Bottom, West Dallas, or Red Bird North.	20	**20**	Located in the Case View Stabilization target area

Emerging Market Area - up to 10 points	**Points**	**Proposer Score**	**Comments**
Is the proposed development located in on of the following areas: Southern Gateway, Pleasant Grove, University Hills	10	**0**	

Housing and Neighborhood Revitalization
Request for Application Scoring Form
Exhibit "C"

Project Feasibility - up to 20 points	Points	Proposer Score	Comments
Proposed rent schedule consistent with TDHCA rent limits on rent-restricted units (see TDHCA rent limits tool)	5	5	Yes
Appropriate vacancy and collection loss assumptions in the project proforma are consistent with TDHCA HTC requirements. (Normalized vacancy rate of 7.5% (5% vacancy plus 2.5% for collection loss). 100% project-based rental subsidy developments and other well documented cases may be underwritten at a combined 5 percent. TAC §10.302 (d)(1)(C)))	5	5	Vacancy and collection 7% in proforma dated October 8, 2018.
Reserves in the proforma are consistent with TDHCA HTC requirements. ($250 per Unit for New Construction and Reconstruction Developments and $300 per Unit for all other Developments. TAC §10.302 (d)(2)(I))	5	5	Provided $250/ unit in proforma
Completed Market Feasibility Report with conclusions supporting the applicable project proforma assumptions completed or underway.	5	5	Yes, prepared by Apartment MarketData, LLC on September 28, 2018.

Project Site Characteristics - up to 10 points	Points	Proposer Score	Comments
Project meets land use density requirements at time of application	5	5	
Project meets City of Dallas zoning requirements at time of application.	5	5	Planned Development (PD) 110

Transit Amenities - up to 35 points

Amenity	1/4 Mile or Less 5 Points	>1/4 Mile and < 1/2 Mile 3 Points	1/2 Mile and up to 1 Mile 1 Point	Comments
Bus Station or Stop	5	0	0	Bus Stop 17221 - .1 mile
Public Park	5	0	1	Casa View Park - .2 mile
Full Scale Grocery Store	5	0	0	Super Mercado El Cerrito - .25 miles
Community or Senior Center	0	0	1	
Aging & Disability Resource Center	5	0	0	Harry Stone Community Center - 1.0

Amenity	1/2 Mile or less 5 Points	>1/2 Mile and < 1 Mile 2 Points	1 Mile and up to 2 Miles 1 Point	Comments
Qualifying Medical Clinic or Hospital	0	0	0	

Amenity	20 Minutes or less 5 Points	>20 Minutes and < 40 minutes 2 Points	More than 40 Minutes 0 points	Comments
Transit time to Major Employment Center	5			Less than 20 minutes to CBD

Project Readiness - up to 10 points	Points	Proposer Points	Comments
Applicant has secured site control per TDHCA HTC definition of site control	5	5	Yes, submitted valid Purchase and Sale Agreement between Hillendahl Health Holdings LLC and Generation Housing Partners effective July 9, 2018.
Environmental Report (s) has/have been completed.	5	5	Yes, prepared by Phase Engineering, Inc dated September 26, 2018.

Housing and Neighborhood Revitalization
Request for Application Scoring Form
Exhibit "C"

Resident Services-up to 15 points	Points	Proposer Points	Comments
The equivalent of one (1) FTE resident service coordinator for every 600 project bedrooms.	5	**0**	Propose to provide the following resident services: Gardening classes Health and Wellness classes Fitness Classes
Project provides or has agreements with third party service providers to provide on-site educational, wellness and/or skill building classes	5	**5**	
Project provides on-site, licensed child care or after school program that operates at least 20 hours per week.	5	**0**	
PROPOSAL TOTAL SCORE		**106**	

WHEREAS, on May 9, 2018, City Council adopted a Comprehensive Housing Policy Manual (Policy) by Resolution No. 18-0704 that set citywide production goals for homeownership and rental units for the next three years along with respective income bands that will be prioritized within the production goals and also set forth various programs, tools and strategies to be used to meet the production goals while also overcoming concentrations of poverty and racial segregation; and

WHEREAS, on November 28, 2018, City Council adopted certain amendments to the Policy in order to correct inconsistencies and to facilitate effective implementation by Resolution No. 18-1680; and

WHEREAS, the Comprehensive Housing Policy provides a policy for developers requesting a Resolution of Support or No Objection (Resolutions) for multifamily rental housing developments seeking Housing Tax Credits (HTC) through the Texas Department of Housing and Community Affairs (TDHCA); and

WHEREAS, on August 30, 2018, the City issued a Notice of Funding Availability in accordance with the Policy and TX Casa View 2018, Ltd. submitted an application for gap financing and received a fundable score; and

WHEREAS, on January 25, 2019, the City of Dallas Housing Finance Corporation Board of Directors at its Board meeting approved entering into an agreement to purchase and own the land; enter into a long-term ground lease, and taking an ownership interest in TX Casa View 2018, Ltd.; and

WHEREAS, the proposed development is located in the Casa View Stabilization target area, one of the 15 approved Reinvestment Strategy Areas in the Policy, and the proposed development is a mixed-income multifamily residential development for seniors providing at least 239 units to households earning 60% or below of Area Median Income and the remaining units as market rate and provides future residents with access to opportunities such as transit, park, community center, and retail; and

WHEREAS, TX Casa View 2018, Ltd. has advised the City that it intends to submit an application to TDHCA for 2019 4% Non-Competitive HTC for the proposed acquisition of the land and existing improvements, the rehabilitation of existing units, and the construction of new improvements for the development of Estates at Shiloh Apartments; and

WHEREAS, pursuant to Section 11.9 of the Qualified Allocation Plan and Chapter 2306 of the Texas Government Code, the City desires to provide a Resolution of No Objection to the TX Casa View 2018, Ltd. for the 2019 4% Non-Competitive HTC application for the Estates at Shiloh Apartments located at 2649 Centerville Road, Dallas, TX 75228.

Now, Therefore,

BE IT RESOLVED BY THE CITY COUNCIL OF THE CITY OF DALLAS:

SECTION 1. That the City of Dallas, acting through its Governing Body, hereby confirms that it has no objection as to TX Casa View 2018, Ltd.'s application to TDHCA's 2019 4% Non-Competitive HTC for the proposed acquisition of the land and existing improvements, the rehabilitation of existing units, and the construction of new improvements for the development of the Estates at Shiloh Apartments located at 2649 Centerville Road, Dallas, TX 75228 for the development of a 264-unit mixed-income multifamily complex for seniors and that this formal action has been taken to put on record the opinion expressed by the City of Dallas on February 27, 2019.

SECTION 2. That in accordance with the requirements of the Texas Government Code §2306.67071 and Texas Administrative Code §10.204(4), it is hereby found that:

a. Notice has been provided to the Governing Body in accordance with Texas Government Code §2306.67071(a); and

b. The Governing Body has had sufficient opportunity to obtain a response from TX Casa View 2018, Ltd. regarding any questions or concerns about the proposed acquisition and development of the Estates at Shiloh Apartments; and

c. The Governing Body has held a hearing at which public comment may be made on the proposed acquisition and development of the Estates at Shiloh Apartments in accordance with Texas Government Code §2306.67071(b) and Texas Administrative Code §10.204(4)(B); and

d. After due consideration of the information provided by TX Casa View 2018, Ltd. and after the public hearing on the proposed acquisition and development of Estates at Shiloh Apartments, the City of Dallas, acting through its Governing Body, does not object to the application by TX Casa View 2018, Ltd. to the TDHCA for 2019 4% Non-Competitive HTC for the purpose of the acquisition and development of the Estates at Shiloh Apartments.

SECTION 3. That it is FURTHER RESOLVED that for and on behalf of the Governing Body, the Mayor or the City Manager, are hereby authorized, empowered and directed to certify these resolutions to the TDHCA.

SECTION 4. That the City Manager, conditioned upon TX Casa View 2018, Ltd. receiving a 2019 4% HTC award from TDHCA and upon City Council's final adoption of the CDBG Reprogramming Budget No. 1 on April 10, 2019, is hereby authorized to execute **(1)** a development loan agreement with TX Casa View 2018, Ltd. or an affiliate thereof in an amount not to exceed $3,801,000.00 of Community Development Block Grant (CDBG) funds; **(2)** a conditional grant agreement with a nonprofit entity, to be determined and subject to approval by the Director of Housing and Neighborhood Revitalization (Director), to be simultaneously loaned to TX Casa View 2018, Ltd. and the loan documents collaterally assigned to the City in an amount not to exceed $199,000.00 in 2012 General Obligation Bond (GO Bond) Funds; and **(3)** all other necessary documents including, but not limited to a promissory note, deed of trust, deed restrictions and collateral assignments to effectuate the transaction for the development of a mixed-income multifamily complex for seniors located at 2649 Centerville Road, approved as to form by the City Attorney.

SECTION 5. That the City of Dallas Housing Finance Corporation is authorized to purchase and own the land, enter into a long-term ground lease with TX Casa View 2018, Ltd., and take an ownership interest in TX Casa View 2018, Ltd. conditioned upon TX Casa View 2018, Ltd. receiving a 2019 4% HTC award.

SECTION 6. That the conditional grant agreement, development loan agreement, and all other related documents will include the terms and conditions listed in the development term sheet, attached hereto as **Exhibit B**.

SECTION 7. That the City Manager is hereby authorized to execute each of the agreements described herein including any financing and associated documents related to the conditional grant agreement and loan agreement, subordinations to the senior lender for a loan in a greater amount, and release of liens and termination of deed restrictions on the property upon satisfaction of all applicable conditions, approved as to form by the City Attorney. The Director may extend deadlines by up to one year.

SECTION 8. That the Chief Financial Officer is hereby authorized to encumber and disburse funds to TX Casa View 2018, Ltd., Vendor VS99112, contingent upon City Council's final adoption of CDBG Reprogramming Budget No.1 on April 10, 2019, as the City receives and reviews reimbursement requests and related supporting documentation submitted by TX Casa View 2018, Ltd. for eligible expenditures and accepts supporting evidence as defined in the agreements for the total amount not to exceed $4,000,000.00 from funding sources listed and described below:

Fund	Unit	Object	Program	Amount
TBD	TBD	3015	NOFA18SHILO	$1,208,197.00
TBD	TBD	3015	NOFA18SHILO	$2,097,568.00
TBD	TBD	3015	NOFA18SHILO	$ 425,000.00
CD18	801C	3015	NOFA18SHILO	$ 70,235.00
2U53	NEW	3016	NOFA18SHILO	$ 98,519.00
3U53	NEW	3016	NOFA18SHILO	$ 2,351.00
3U53	NEW	3016	NOFA18SHILO	$ 94,107.00
4U53	W163	3016	NOFA18SHILO	$ 4,023.00

SECTION 9. That the Chief Financial Officer is hereby authorized to record notes receivable - developers loan in Balance Sheet Account 033F and deferred revenue-home loans in Balance Sheet Account 0859 in fund CDBG for the amount of the loan.

SECTION 10. That this resolution does not constitute a binding agreement upon the City or subject to the City to any liability or obligation until such time as the loan and conditional grant documents are duly approved by all parties and executed.

SECTION 11. That these contracts are designated as Contract No. HOU-2019-00009595.

SECTION 12. That this resolution shall not take effect until April 10, 2019 following final adoption of the CDBG FY 2018-19 Reprogramming Budget No. 1 by the City Council in accordance with the provisions of the Charter of the City of Dallas, and it is accordingly so resolved. If City Council does not adopt the CDBG FY 2018-19 Reprogramming Budget No. 1 on April 10, 2019, this Resolution shall be null and void.

CITY OF DALLAS

Exhibit B

TERM SHEET
Estates at Shiloh
February 22, 2019

PROPOSED HOUSING DEVELOPMENT LOAN AGREEMENT AND CONDITIONAL GRANT AGREEMENT

This Term Sheet is being issued to outline the City of Dallas' ("**City**") general intent to provide project financing for a development proposal known as Estates at Shiloh. It is based on the City's initial review of the proposal submitted to the City in October 2018.

For proposed housing development loan agreement with the City in an amount not to exceed **$3,801,000.00** of Community Development Block Grant ("**CDBG**") funds in the form of a subordinate loan and a conditional grant agreement in an amount not to exceed **$199,000.00** in 2012 General Obligation Bond funds ("**GO Bond**") in the form of a deferred forgivable grant to TX Casa View 2018, Ltd., a Texas limited partnership, for the development of the Estates at Shiloh Street a mixed income residential development located at 2649 Centerville Road in the Casa View reinvestment strategy area. The final terms and conditions of these funding amounts and sources are subject to final underwriting completed by the City and nothing herein should be construed as a final commitment of funds. If necessary by Estates at Shiloh to obtain eligible basis on the Grant funds and to avoid a tax issue, if any, arising from the Grant, City will permit the use of a third-party nonprofit, the selection of such nonprofit shall be subject to approval by the City, to be the recipient of the Grant funds and, in turn, such entity will loan them to Estates at Shiloh.

LENDER/GRANTEE	City of Dallas ("**City**")
BORROWER/GRANTOR	TX Casa View 2018, Ltd. a Limited Partnership ("**TX Casa View**").
DEVELOPER	Generation Housing Partners, LLC ("**GHP**") and Hill Tide Partners, LLC ("**Hill Tide**") will serve as Co-Developers.
GUARANTOR	GHP, Monarch Private Investments, LLC ("**Monarch**"), and Hill Tide may provide guarantees for the Housing Development Loan and Conditional Grant Agreements provided GHP, Monarch, and Hill Tide can demonstrate there are sufficient assets available to provide the guarantee. All Guarantors must be registered in the State of Texas to execute a guaranty. **Completion Guaranty:** GHP, Monarch, and Hill Tide shall provide full, unconditional guarantees of completion and repayment for TX Casa View. **Operating Deficit Guaranty:** GHP, Monarch, and Hill Tide guarantees to fund operating deficits by making loans to TX Casa View in accordance with terms as provided by the Project's senior permanent lender and its Limited Partner.
USE/PROJECT DESCRIPTION	Certain acquisition and rehabilitation costs for the development of Estates at Shiloh, a mixed-income project consisting of approximately **264**-units of multifamily residential with renovation of **40** existing townhomes including an existing leasing center, amenities, and surface parking, as shown on the attached **Exhibit "A" Site Location** (the "**Development**").
CDBG LOAN AND CONDITIONAL GRANT	Amount not to exceed **$3,801,000.00** in CBDG funds (the "**Loan**") for eligible expenses to be more particularly described in the Housing Development Loan Agreement (the "**Loan Agreement**") and the Loan Documents as defined below.

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	Amount not to exceed **$199,000.00** in GO Bond funds (the "**Grant**") for eligible expenses more particularly describe in the Conditional Grant Agreement (the "**Grant Agreement**") and Grant Documents as defined below. The total maximum amount of the City's Loan and Grant is **$4,000,000.00**. Final amount of each source and the final terms of each agreement is subject to final underwriting.
INTEREST RATE (LOAN)	**1%** simple annual interest
TERMS OF HOUSING DEVELOPMENT LOAN AND CONDITIONAL GRANT AGREEMENTS	i. The term of the Loan Agreement and Grant Agreement is **40** years beginning from the effective date. ii. The term of the Loan and Grant will be conterminous with the senior lender which is **40** years beginning on the date of the Loan Documents and ends on the maturity date defined in the Loan and Grant Documents. iii. The Grant Documents securing performance will be released once all terms and conditions of the Grant Agreement and Documents are met. iv. The Loan will be fully repayable, as set forth below.
PAYMENT/REPAYMENT	i. Principal payments will be deferred until the anticipated deferred developer fee is retired. At such time, TX Casa View shall commence repayment of the City's Loan with accrued interest based on an amortization schedule that is coterminous with the senior lender which is **40** years. ii. Interest only payments until the deferred developer fee is retired. iii. Equal annual installments of principal and accrued interest, payable from surplus cash, begin **30** days after repayment of the deferred developer fee as defined in the Loan Agreement. Payments will thereafter be due annually on the anniversary date of the first payment. All unpaid principal and interest will be due on the Final Payment Date, as defined in the Loan Documents. iv. After repayment of the Loan, Deed Restrictions, and Deed of Trust will continue to secure the Borrower's performance of the requirements described in the Loan Agreement and Grant Agreement until termination of the **20**-year Affordability Period with the exception of the Deed Restriction for the **15**-year Voucher Period as defined below. **v. The Loan may be prepaid, in whole or in part at any time and from time to time, without penalty; provided however, the performance of the Loan requirements will continue throughout the Affordability Period and Voucher Period as defined in the Loan Agreement.** **vi. The remaining balance of the Loan plus interest based on current applicable interest rates is immediately due and payable upon sale, refinancing, or transfer of the Development or upon maturity.**
COMPLETION DEADLINE	The Development must be complete, and units placed in service by **December 31, 2021**.
PENALTY AND DEFAULT PROVISION	Borrower shall comply with all the terms and provisions of the Loan Documents. If the Borrower does not comply or if the Borrower defaults under the terms of Loan Documents and does not said defaults during the cure period provided in the Loan Documents,

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	interest on the unpaid principal Loan amount will thereafter accrue at a rate of **500** basis points (**5%**) over the interest rate in the Promissory Note and be immediately payable in addition to the entire outstanding principal Loan amount.
COLLATERAL AND LOAN/GRANT DOCUMENTS	The Loan Agreement, Grant Agreement, Promissory Note for the Loan, Deeds of Trust to secure payment and performance, and Deed Restrictions are collectively the ("**Loan Documents**" and/or "**Grant Documents**"). Deed Restrictions shall be senior to all other project financing, subject to bond issuer restrictions and HUD Restrictions, if applicable, and will be recorded to secure the **20**-year Affordability Period for the Affordable Units and **15**-year Voucher Period for the Voucher Units, as defined below, regardless of any prepayment of the Loan. The Loan and Grant will be subordinate to the construction and/or permanent financing for the Development only. In order to secure payment and performance of the City's Loan and Grant, one or more Deeds of Trust will be filed against the property, including the leasehold and all improvements. The City's lien or liens may only be subordinate to a financial institution's superior lien for a loan in a greater amount. In the event, subordination agreements are required, the City agrees to provide in a form acceptable to the City and agrees not to unreasonably withhold them.
DRAW PERIOD AND ELIGIBLE EXPENSES	Borrower will be entitled to make draw requests, on a reimbursable basis, during the Loan and Grant Agreements term. Draws will only be approved for eligible costs in accordance with the following regulations: ~~i. For HOME, 24 CFR Part 92.206~~ ii. For CDBG, 24 CFR Part 570.201 iii. For GO Bond, capitalized costs only, capitalized costs only, applicable bond propositions, Chapter 380 Texas Local Government Code Draws will occur as scheduled in the Loan and Grant Agreements. City will disburse funds upon receipt of satisfactory documentation and due diligence review and approval, which approval shall not be unreasonably withheld, delayed or conditioned. The City must be provided with copies of all contractor invoices and provided reasonable notice of monthly draw inspections during the construction period. City staff will participate in all draw reviews whether or not the specific draw is being funded with City funds or other project funds and conduct inspections to ensure that the project is progressing and that work completed is consistent with all applicable Loan and Grant requirements. Acquisition and hard construction costs as specified in the Loan and Grant Agreements and in accordance with U.S. Department of Housing and Urban Development ("**HUD**") Regulations.
RESERVES REQUIREMENT	City requires capitalized operating reserves equal to at least **3** months of underwritten operating expenses, replacement reserve deposits, and amortizing debt service must be included in the development budget. This amount is not in addition to any operating reserve required by the permanent lender or the equity investor. City requires a lease-up reserve to cover operating deficits following the completion of construction based on lease-up projections and cash flow modeling. This reserve will be the amount, and not in addition to, any lease-up reserve required by the permanent lender or the equity investor. TX Casa View will maintain a replacement reserve, and make contributions on an annual basis equal to the greater of (i) **$250** per unit, (ii) the amount required by the equity

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	investor, or (iii) the amount required by the permanent lender. Pro-rata annual contributions will commence with construction completion of the first units delivered.
AFFORDABILITY/ AFFORDABILITY PERIOD	The Development is to provide at least **239** of the **264** units ("**Affordable Units**") to households earning at or below **80%** of Area Median Income ("**AMI**") as defined by HUD or ("**Eligible Tenants**"). Borrower must recertify household income of Eligible Tenants annually as described in the Loan and Grant Agreements. The Affordable Units must remain affordable to Eligible Tenants for a minimum of **20** years from the date the project status is changed to "complete" in HUD's IDIS project reporting system ("**Affordability Period**"). The remaining units will be market rate. In conformance with Dallas City Code, Borrower shall set aside at least **10%** of the total units, which for this Development is **26** units ("**Voucher Units**"), and solely lease those units to holders of housing vouchers ("**Voucher Holders**"), including vouchers directly or indirectly funded by the federal government. The Voucher Units are included in, and not in addition to, the Affordable Units. The Voucher Units must be set aside to Voucher Holders for a minimum of 15 years from the date of initial leases-up of all Voucher Units to Voucher Holders ("**Voucher Period**") If the Affordable Units do not remain affordable for the **20**-year Affordability Period and the and Voucher Units set aside for the **15**-year Voucher Period, then the CDBG funds must be repaid to City or City will exercise all of its remedies under the Loan Documents and Grant Documents including, but not limited to foreclosure of the Development.
TENANT SOCIAL SERVICES/SUPPORTIVE SERVICES	Borrower will provide on-site tenant social services to the Development tenants as defined in the application for the tax credits. A supportive services fee will be assessed in an amount to be approved by the Dallas Housing Finance Corporation, which approval will not be unreasonably conditioned or delayed.
TENANT REQUIREMENTS AND RENTAL RATES	Borrower shall rent to Eligible Tenants and Voucher Holders. Additionally, in conformance with Chapter 20A of the City Code, Borrower shall not discriminate against holders of any housing vouchers, including vouchers directly or indirectly funded by the federal government or on the basis of race, religion, or national origin. Borrower shall rent in accordance with affirmative marketing standards and the current HUD Section 8 rental income guidelines. ~~Borrower must use the maximum allowable rents, including utility allowance, as set annually by HUD at:~~ ~~https://www.hudexchange.info/resource/reportmanagement/published/HOME_RentLimits_State_TX_2018.pdf~~ Proposed rental rates shall be consistent with Texas Department of Housing and Community Affairs rent limits on rent-restricted units. Rental rates shall be less the utility allowances as required by written policy established by the City's Housing and Neighborhood Revitalization Department. The City shall approve the final rental rates for the Affordable Units and publish in accordance with CDBG regulations.
TITLE INSURANCE	Borrower will pay the cost of a lender's title policy insuring the total amount of the Loan and Grant.

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GUARANTEES, PAYMENT AND PERFORMANCE BONDS	Borrower must provide payment and performance bonds or guarantees, or acceptable equivalent methods of guarantees to the City in the total amount of the construction of the Development as required by the federal regulations and the Comprehensive Housing Policy adopted by City Council by Resolution Number 180704 and 181680, as amended ("**CHP**"). If Borrower elects to provide a completion guaranty, Borrower shall execute a guaranty in favor of the City. City will accept being an additional obligee on payment and performance bonds furnished by Borrower to its construction lender.
CLOSING COSTS	The Loan and the Grant are to be closed at no cost to City. Borrower shall pay all costs associated with the Loan and Grant Documents including attorney's fees, filing fees, title company fees and other closing costs.
COMPLIANCE WITH FEDERAL, STATE, AND LOCAL LAWS	If it is determined by the City, HUD or other local, state or federal audit that use of all or any part of the CDBG or GO Bond funds does not meet federal, state or local guidelines, Borrower will reimburse City for the costs determined to be ineligible and/or disallowed under the said audit. Development will meet the property standards ~~in 24 CFR Part 92.251~~ and lead-based paint standards ~~in 24 CFR Part 92.355 and~~ 24 CFR Part 570.608, as well as City building codes and standards. Borrower must comply with Section 504 of the Rehabilitation Act of 1973. Section 504 requires **5%** of the total dwelling units, or a minimum of **1** unit, whichever is greater, to be accessible for persons with mobility disabilities ("**Mobility Disabled Units**"). An additional **2%** of the total dwelling units must be accessible for persons with hearing or visual disabilities ("**Sensory Impaired Units**"). The Mobility Disabled Units and Sensory Impaired Units may be comprised of the Affordable Units, Voucher Units, or market rate units. The Section 504 requirements for the Development are as follows: **Mobility Disabled Unit(s)** | **Sensory Impaired Unit(s)** 13 | 5 Borrower must comply with displacement and relocation requirements at ~~24 CFR Part 92.353~~, 24 CFR Part 570.606, and 24 CFR Part 42. Borrower must certify that it is not currently listed on the Federal Excluded Parties List System for Award Management, www.sam.gov, ("**SAM**"). Borrower will comply with 2 CFR Part 200 which forbids the hiring or continuing to employ any contractor, subcontractor or vendor in the construction of the Development that is listed on SAM. Borrower must comply with and will ensure that its contractors comply with Section 3 of 24 CFR 135.38. Borrower must comply with all prescribed procedures regarding nondiscrimination and equal opportunity, affirmative marketing, displacement and relocation, labor relations, and conflict of interest provisions described in ~~24 CFR 92 subpart H, 24 CFR Part 92.504~~, 24 CFR Part 570 subpart K, 24 CFR Part 570.611, and all other applicable federal, state, and local laws and regulations. If applicable, Borrower must comply with the requirements of the Secretary of Labor in accordance with the Davis-Bacon Act (40 U.S.C. 276a-7) as amended, the provisions of

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	Contract Work Hours and Safety Standards Act (40 U.S.C. 327 et seq.) and all other applicable federal, state and local laws and regulations pertaining to labor standards Borrowers must comply with all applicable federal, state, and local laws and regulations.
AUDITS/INSPECTIONS	City will conduct annual audits during the Affordability Period to ensure Affordability requirements. City will inspect Affordable Units every **2** years unless the City deems it necessary to inspect more frequently. Borrower shall allow City, HUD, State of Texas, the Comptroller General of the United States ("**GAO**"), and all other pertinent federal or state agencies or their designated representative the right to inspect records and property. Borrowers will maintain records according to the recordkeeping requirements outlined below.
INSURANCE REQUIREMENTS	Borrower must maintain insurance and provide coverages the City's Risk Management Department requires after it completes review of the full Development scope. If applicable insurance policies and required coverages are provided and the City's Risk Management Department approves, Borrower can, as applicable, name the City as an additional insured or loss payee on the insurance policies required by the equity investor and the permanent lender.
RECORDKEEPING	Borrower must maintain records that will provide accurate, current, separate, and complete disclosure of the status of the funds received from the Loan and Grant pursuant to any other applicable federal, state, and/or local regulations establishing standards for financial management. At any reasonable time and as often as City may deem necessary, Borrower will make available to City all of its respective records that are applicable and will permit City to conduct audits of all contracts, invoices, materials, payrolls, records of personnel, conditions or employment, annual Eligible Tenant income verification, and all other data relating to the stated Use/Project Description. Borrower will provide monthly financial and beneficiary reports that will contain such records, data and information as City may request pertinent to matters covered by the Loan and Grant. Reports will be due to the Housing and Neighborhood Revitalization Department within **45** days of the end of the quarter. Borrower will provide any additional information as requested by the City within **10** days of date of request. At the City's option, Borrower may be required to obtain and submit an audit of project costs (i.e. cost certification) prepared by an independent Certified Public Account.
CONDITIONS TO LOAN AND GRANT FUNDING	This Term Sheet does not constitute a commitment of funds or site approval, and any commitment of funds or approval of the Loan or Grant may occur only upon satisfactory completion of the following items: i. An environmental review conducted by City and completion of an Environmental Review Record and receipt by the City of an Authorization to use Grant Funds from HUD under 24 CFR Part 58. The environmental review may result in a decision by City to proceed with, modify or cancel the City's participation in the Development. If the Development is modified by Borrowers after receiving environmental approval, all work on the Development must stop until receiving authorization to proceed from City. Modifications to the Development that would require further environmental review include but are not limited to changes in location, elevations, site plans, or any other aspect of the project scope originally submitted for environmental approval.

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	ii. **Borrower is prohibited from undertaking or committing any funds to physical or choice-limiting actions, including property acquisition, demolition, movement, rehabilitation, conversion, repair or construction prior to the completion of environmental review and receipt of the Authorization to Use Grant Funds from HUD. Violation of this provision will result in the denial of ~~HOME and~~ CDBG funds. A Notice to Proceed from the City to Borrower will be issued when environmental clearance has been received. Any change in any aspect of the Development that was originally submitted for environmental review will result in the City determining in its sole discretion whether to make the ~~HOME or~~ CDBG Loan for the Development.** ~~iii. HUD Approval of Site and Neighborhood Standards per 24 CFR Parts 92.202 and 983.6(b). Borrowers must provide any relevant information required by HUD if a Neighborhood and Site Standards Study is required by HUD.~~ ~~iv. City determination that the Development is not over-subsidized with HOME funds as required by 24 CFR Part 92.250(b).~~ v. City determination that the costs are reasonable as required by 2 CFR 200 subpart E. vi. Borrower must agree to all conditions to City Loan and Grant as required for Developer Programs under the CHP. vii. Submission of equity, construction and permanent financing documents for the Development in a form satisfactory to City. viii. Closing on equity and all other financing for the Development.
OTHER REQUIREMENTS	i. Construction must begin within **1** month of closing on all financing. ii. Borrower will be liable for and will promptly pay all fees it incurs, including expenses and charges incurred in connection with the negotiation and preparation of the documents governing or securing the Loan and Grant, and other expenses incurred in connection with the Development including appraisal and Texas Commission on Environmental Quality environmental fees, whether or not the Loan or Grant close. iii. Documentation must be acceptable in all respects to the City. iv. Credit Reports on Adrian Iglesias, Chris Applequist and others as to be determined. v. Borrower agrees to provide all items as required for loan closing as outlined under Developer Programs the CHP. vi. All construction contracts, plans, specifications, surveys, etc. must be acceptable to City and assigned as additional collateral. Approval is subject to review of plans, specifications and cost estimates. vii. Borrowers must agree to any reasonable terms and conditions in the Loan Documents and Grant Documents that are necessary to ensure that City and Borrowers remain in compliance with all federal, state and local laws, regulations and ordinances regarding or applicable to the Development.

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viii. Funds expended prior to the date of the resolution of City Council approving the Loans and Grant are not eligible for reimbursement from CDBG Funds or GO Bond funds.

ix. **Local Hiring.** Borrower shall use and document best efforts to recruit and hire City of Dallas residents for any jobs created by the Development. Best efforts shall include a written plan to advertise locally and to participate in local job fairs/recruitment events. The plan shall be prepared, coordinated with, and approved by the Director of Housing and Neighborhood Revitalization to ensure broad publication to Dallas residents from all areas of the City of the employment opportunities available with the construction and operation of the Development.

x. **M/WBE.** Borrower shall make a good faith effort to comply with the City's Business Inclusion and Development ("**BID**") goal of **25%** participation by certified Minority/Women-owned Business Enterprises ("**M/WBE**") for all hard construction expenditures of the Development (i.e. public and private improvements) and meet all reporting requirements of the City of Dallas Office of Business Diversity.

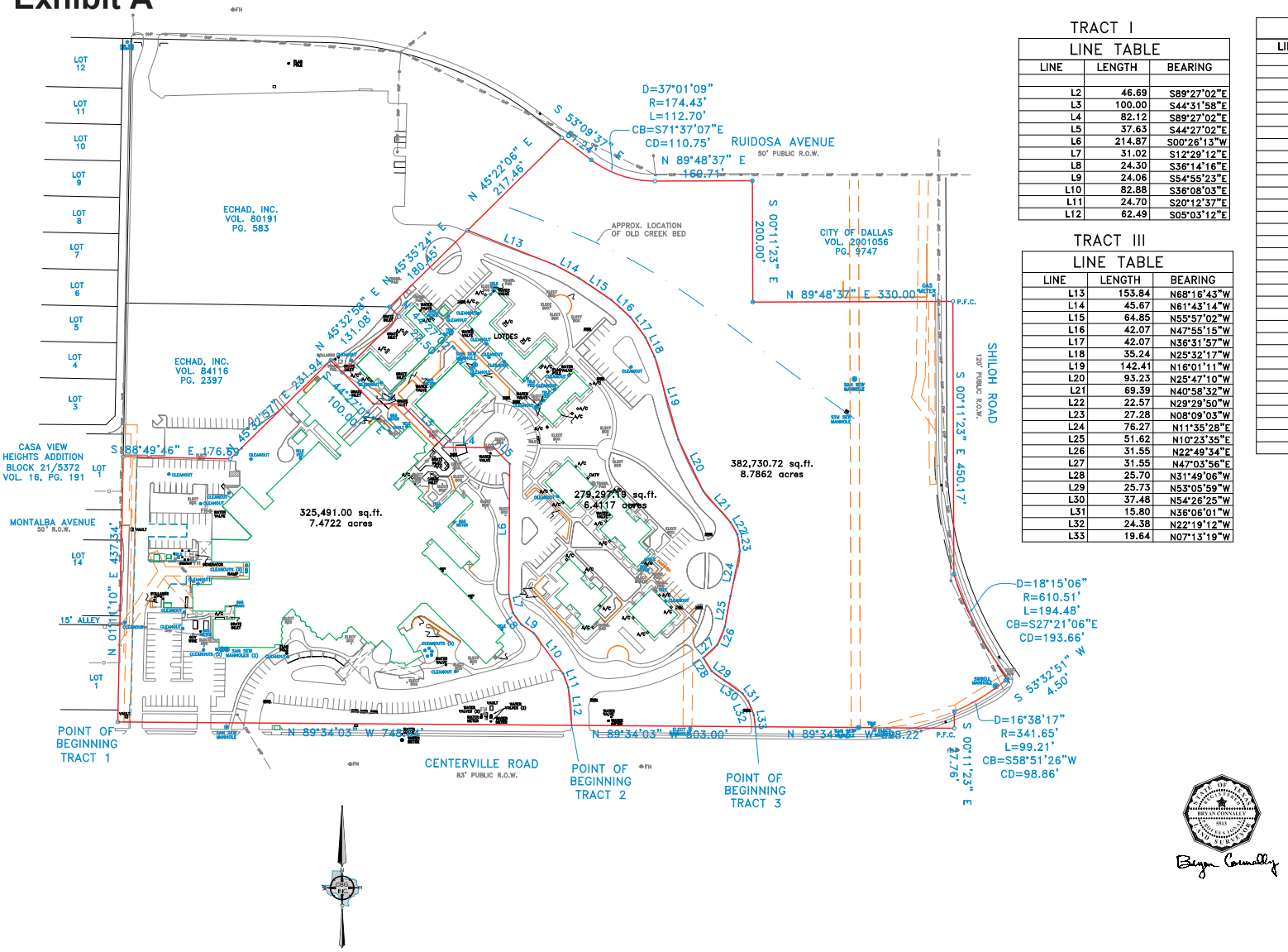
xi. **Urban Design**. Urban Design Review by the City's Planning and Urban Design Department (PUD) is required for all projects requesting City funding assistance. Urban Design Review of the Development by the PUD was conducted in early February 2019. Following review, the PUD provided comments for the Development on February 12, 2019, **Exhibit "B"**. The comments must be addressed by the Developer to the satisfaction of the Director of the PUD prior to commencement of construction.

Prior to construction permit submittal to the City's Sustainable Development and Construction Department, the Developer shall submit a set of permit drawings to the PUD for a staff review to ensure that the Development (i.e. public and private improvements) will be constructed in substantial conformance with the spirit and intent of the PUD comments. Allowable minor modifications may include those required for compliance with development regulations administered by the City's Sustainable Development and Construction Department. The PUD shall complete the staff review of permit drawings within **10** business days of submission.

Any funds disbursed will be subject to the City's receipt of satisfactory documentation and due diligence review and approval. This Term Sheet is confidential and is intended solely for the use of the Borrower. No other person or parties have any rights whatsoever with respect to the above terms and conditions. These terms can be modified or other terms negotiated between the parties only upon mutual agreement. All terms are subject to final underwriting review by the City's Economic Development and Housing Committee, and subsequent approval by City Council.

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Exhibit A



TRACT I

LINE TABLE

LINE	LENGTH	BEARING
L2	46.69	S89°27'02"E
L3	100.00	S44°31'58"E
L4	82.12	S89°27'02"E
L5	37.63	S44°27'02"E
L6	214.87	S00°26'13"W
L7	31.02	S12°29'12"E
L8	24.30	S36°14'16"E
L9	24.06	S54°55'23"E
L10	82.88	S36°08'03"E
L11	24.70	S20°12'37"E
L12	62.49	S05°03'12"E

TRACT II

LINE TABLE

LINE	LENGTH	BEARING
L1	72.50	N44°27'02"W
L2	46.69	N89°27'02"W
L3	100.00	N44°31'58"W
L4	82.12	N89°27'02"W
L5	37.63	N44°27'02"W
L6	214.87	N00°26'13"E
L7	31.02	N12°29'12"W
L8	24.30	N36°14'16"W
L9	24.06	N54°55'23"W
L10	82.88	N36°08'03"W
L11	24.70	N20°12'37"W
L12	62.49	N05°03'12"W
L13	153.84	S68°16'43"E
L14	45.67	S61°43'14"E
L15	64.85	S55°57'02"E
L16	42.07	S47°55'15"E
L17	42.07	S36°31'57"E
L18	35.24	S25°32'17"E
L19	142.41	S16°01'11"E
L20	93.23	S25°47'10"E
L21	69.39	S40°58'32"E
L22	22.57	S29°29'50"E
L23	27.28	S08°09'03"W
L24	76.27	S11°35'28"W
L25	51.62	S10°23'35"W
L26	31.55	S22°49'34"W
L27	31.55	S47°03'56"W
L28	25.70	S31°49'06"W
L29	25.73	S53°05'59"W
L30	37.48	S54°26'25"E
L31	15.80	S36°06'01"W
L32	24.38	S22°19'12"E
L33	19.64	S07°13'19"E

TRACT III

LINE TABLE

LINE	LENGTH	BEARING
L13	153.84	N68°16'43"W
L14	45.67	N61°43'14"W
L15	64.85	N55°57'02"W
L16	42.07	N47°55'15"W
L17	42.07	N36°31'57"W
L18	35.24	N25°32'17"W
L19	142.41	N16°01'11"W
L20	93.23	N25°47'10"W
L21	69.39	N40°58'32"W
L22	22.57	N29°29'50"W
L23	27.28	N08°09'03"W
L24	76.27	N11°35'28"E
L25	51.62	N10°23'35"E
L26	31.55	N22°49'34"E
L27	31.55	N47°03'56"E
L28	25.70	N31°49'06"W
L29	25.73	N53°05'59"W
L30	37.48	N54°26'25"W
L31	15.80	N36°06'01"W
L32	24.38	N22°19'12"W
L33	19.64	N07°13'19"W

NOTES:
BEARINGS, EASEMENTS AND BUILDING LINES ARE BY RECORDED PLAT UNLESS OTHERWISE NOTED.

REVISIONS

DATE	BY	NOTES

LEGEND

CM CONTROLLING MONUMENT
1/2" IRON ROD FOUND
1/2" IRON ROD SET
1" IRON PIPE FOUND
FENCE POST CORNER
"X" FOUND / SET
UNDERGROUND ELECTRIC
OVERHEAD ELECTRIC
POWER POLE
ASPHALT PAVING
GRAVEL/ROCK ROAD OR DRIVE
PE - POOL EQUIPMENT
BRICK COLUMN
AC - AIR CONDITIONING
FIRE HYDRANT
CHAIN LINK FENCE
WOOD FENCE
6.8' WIRE TYPICAL
BARBED WIRE
IRON FENCE
PIPE FENCE
COVERED PORCH/DECK OR CARPORT
OVERHEAD ELECTRIC SERVICE
OHP - OHP OVERHEAD POWER LINE
CONCRETE PAVING

ACCEPTED BY: _____ DATE _____ _____ DATE _____

C.B.G. Surveying, Inc.
12025 Shiloh Rd. Suite 230
Dallas, Texas 75228
P 214-349-9485 F 214-349-2216
Firm No. 10168800
www.cbgdfw.com

SCALE	DATE	JOB NO.	G.F. NO.	DRAWN
1"=50'	4/21/2014	140385		JJ/BC

3 TRACTS

CITY OF DALLAS, DALLAS COUNTY

2525 CENTERVILLE ROAD

Exhibit B



Design Considerations

1. Work with DART to provide an enhanced bus stop, including a shelter and other amenities. Ensure a 8' x 5' ADA compliant landing pad.
2. Work with City of Dallas Transportation to provide a crosswalk and potentially flashers or signalization to improve pedestrian access to existing DART stop.
3. Ensure a minimum 5' sidewalk and a minimum 5' landscape buffer for all street frontages. Plant street trees every 30' on center within landscape buffer.
4. Screen surface parking with either landscaping, an earthen berm, or a low wall a minimum 42" in height.
5. Design main entryway with minimum 5' sidewalk connections on each side of drive, providing a direct ADA accessible route for each path. Additionally, consider designing porte-cochere with materials that create a pedestrian-oriented space.
6. Provide at least one connection between each building to the street in order to create more direct paths for residents to access sidewalk and transit access.
7. With the proposed high parking ratio in mind, consider reducing total number of spaces, particularly adjacent to existing neighborhood, replacing with landscaping and/or open space.
8. Enhance internal site connectivity through addition sidewalks connections across parking lots and other areas to enhance connectivity to the periphery of the site and adjacent transit.

Agenda Information Sheet

File #: 19-195 **Item #:** 19.

STRATEGIC PRIORITY: Mobility Solutions, Infrastructure, and Sustainability

AGENDA DATE: February 27, 2019

COUNCIL DISTRICT(S): 1, 2, 7

DEPARTMENT: Department of Transportation

EXECUTIVE: Majed Al-Ghafry

SUBJECT

Authorize a resolution clarifying and affirming the City Council's direction and expectations for development of the Interstate 30 corridor - Financing: No cost consideration to the City

BACKGROUND

In April 2018, the Texas Department of Transportation (TxDOT) provided City staff with preliminary conceptual design plans for the reconstruction of Interstate 30 (I-30) starting at the I-35E/I-30 Horseshoe and ending at South Barry Avenue/Munger Boulevard.

Conversations between City and TxDOT staff, along with a review of the preliminary design plans, suggest that TxDOT may be pursuing a traditional freeway-centric approach to the I-30 corridor redesign. Staff believes this approach is contrary to the direction received from the Dallas City Council.

Based on several foundational studies, City staff identified eight common design principles that should inform future development of the I-30 corridor. This development should:

- Accommodate multi-modal connections across, and mass transit options along, the I-30 corridor;
- Incorporate "complete streets' and other urban design elements to frontage roads;
- Not be any higher or wider than the current I-30 and should include "at-grade" crossings to improve neighborhood connectivity;
- Include better multi-modal connection to the High Speed Rail station area;
- Maintain the street grid where appropriate;
- Maximize development potential of abandoned right-of-way through ramp reconfiguration;
- Provide for strategic placement of deck parks; and
- Allow for alternative scenarios for I-345 redesign and include design and plans for construction of I-345 concurrent with the I-30 project.

Approval of this resolution clarifies and affirms the City Council's direction and expectations for development of the I-30 corridor.

PRIOR ACTION/REVIEW (COUNCIL, BOARDS, COMMISSIONS)

The Mobility Solutions, Infrastructure, and Sustainability Committee was briefed regarding this item on January 28, 2019.

The Mobility Solutions, Infrastructure, and Sustainability Committee was briefed by memorandum regarding this matter on February 11, 2019.

FISCAL INFORMATION

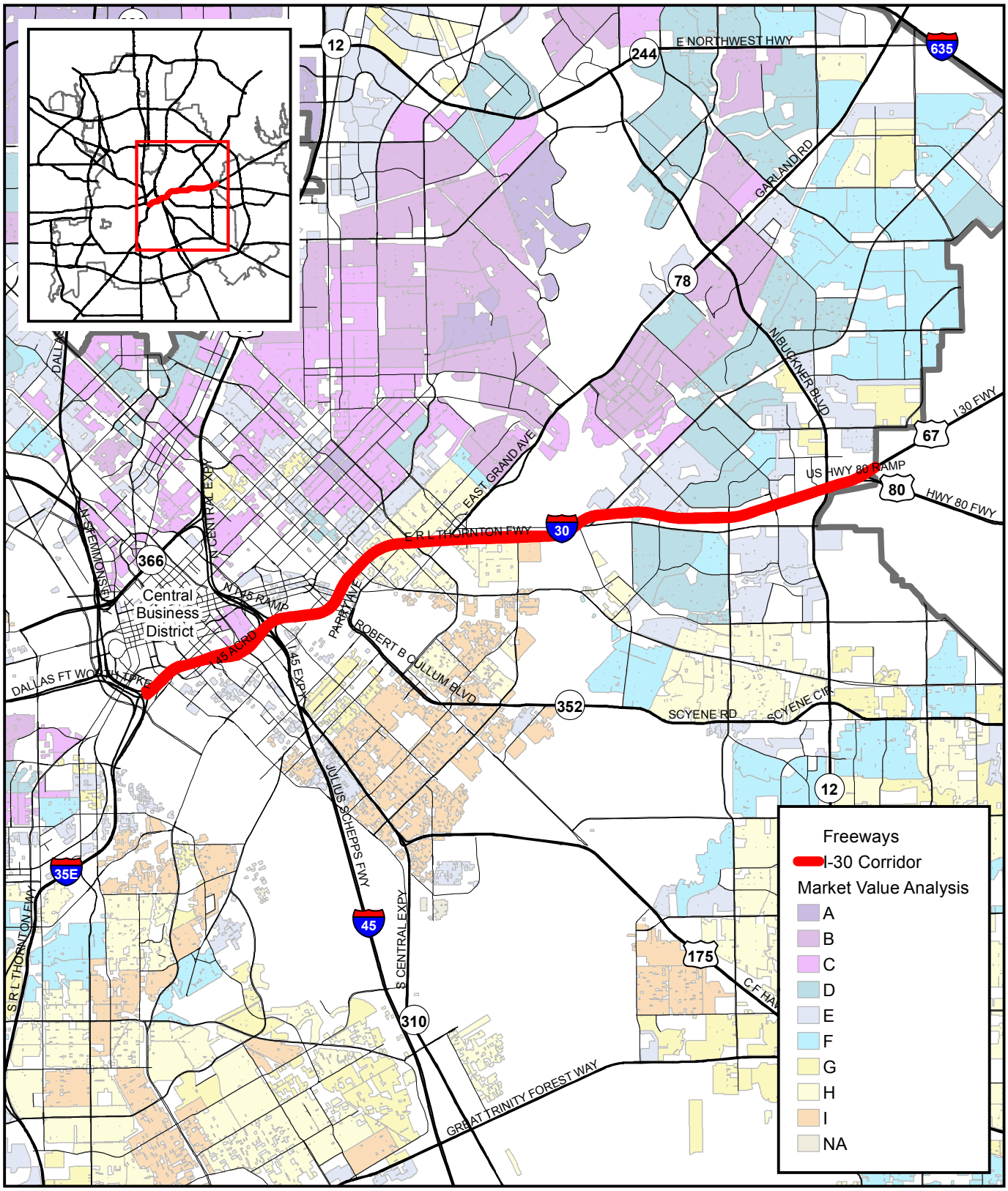
No cost consideration to the City.

MAP

Attached

powered by Legistar™

I-30 Concept Plans



Council District 1, 2, 7

Map by Transportation GIS, January 2019

February 27, 2019

WHEREAS, in 2014, the Texas Department of Transportation (TxDOT) began a multi-year process, called the City Center Master Assessment Process (CityMAP), to receive feedback and input from stakeholders regarding the reinvention of major City Center highways in Dallas including reconstruction of Interstate 30 (I-30) from the Downtown "canyon" to Dolphin Road; and

WHEREAS, the CityMAP included feedback from more than 200 stakeholders representing residents, elected officials, government staff, advocacy groups, developers, business owners, and institutions in the study area; and

WHEREAS, the CityMAP made specific recommendations regarding the I-30 reconstruction including recommendations for improved multi-modal overpasses, reconfigured on and off ramps, additional overpasses, decking along the I-30 corridor; redesigned and rationalized street grid process; and lowered cross sections in East Dallas; and

WHEREAS, in June 2015, City Staff in conjunction with Downtown Dallas Inc. began a comprehensive long-term planning process to update the Downtown Dallas 360 strategic plan with The 360 Plan to further advance the original vision and guide the future of the City Center, including areas adjacent to the I-30 reconstruction project; and

WHEREAS, the 360 Plan planning process included feedback from more than 250 stakeholders during 150 stakeholder meetings with representatives from neighborhood groups, residents, business owners, and other community partners in the study area; and

WHEREAS, the 360 Plan made specific recommendations regarding I-30 including recommendations for: on and off ramps; overpasses; deck parks; bridges; frontage roads; width and depth of I-30; and recommendations for accommodating development along the edges of I-30; and

WHEREAS, on January 27, 2016, City Council adopted the City of Dallas Complete Streets Design Manual, a policy guide and reference for street design standards by Resolution No. 16-0173; and

WHEREAS, the City of Dallas Complete Streets Design Manual includes many of the same recommendations found in CityMAP, The 360 Plan, and the High Speed Rail Station Zone Assessment, and

WHEREAS, on June 13, 2016, the Transportation and Trinity River Project Committee was briefed by TxDOT staff on the recommendations from the CityMAP; and

WHEREAS, on November 6, 2017, the Mobility Solutions, Infrastructure and Sustainability Committee was briefed on the High Speed Rail Station Zone Assessment; and

WHEREAS, Texas Central Rail Partners identified an area abutting I-30 where High Speed Rail between Dallas and Houston will terminate; and

WHEREAS, Texas Central Rail, in conjunction with the City of Dallas, sponsored a study to make recommendations for the area surrounding the station, called the High Speed Rail Station Zone Assessment; and

WHEREAS, the High Speed Rail Station Zone Assessment plan made specific recommendations regarding I-30 including recommendations for reconstruction of Griffin Street, construction of a deck park, and improved multimodal overpasses; and

WHEREAS, on December 13, 2017, City Council adopted The 360 Plan by Resolution No. 17-1940; and

WHEREAS, in April 2018, TxDOT provided City staff with preliminary conceptual design plans for the reconstruction of I-30 starting at the I-35E/I-30 Horseshoe interchange in Dallas and ending at South Barry Avenue/Munger Boulevard; and

WHEREAS, the preliminary conceptual design plans for the reconstruction of I-30 that TxDOT provided to City staff do not yet include some of the items identified as important in the studies and manuals identified above; and

WHEREAS, on January 28, 2019, the Mobility Solutions, Infrastructure, and Sustainability Committee was briefed on guiding principles related to the construction of the I-30 corridor that are informed by CityMAP, The 360 Plan, the High Speed Rail Station Zone Assessment, and the City of Dallas Complete Streets Design Manual; and supported a resolution that identified the following eight guiding principles for reconstruction of I-30 through Dallas. The redesign should: (1) accommodate multi-modal connections across, and mass transit options along, the I-30 corridor; (2) incorporate “Complete Streets’ and other urban design elements to frontage roads; (3) not be any higher or wider than the current I-30 and should include “at-grade” crossings to improve neighborhood connectivity; (4) include better multi-modal connection to the High Speed Rail station area; (5) maintain the street grid where appropriate; (6) maximize development potential of abandoned right-of-way through ramp reconfiguration; (7) provide for strategic placement of deck parks; and (8) allow for alternative scenarios for I-345 redesign and include design and plans for construction of I-345 concurrent with the I-30 reconstruction project; and

WHEREAS, TxDOT welcomes input and feedback from the City and impacted stakeholders on the future of the I-30 corridor.

Now Therefore,

BE IT RESOLVED BY THE CITY COUNCIL OF THE CITY OF DALLAS:

SECTION 1. That City staff shall communicate to Texas Department of Transportation the City's expectation that the I-30 redesign incorporate the guiding principles identified within CityMAP, The 360 Plan, the High Speed Rail Station Zone Assessment, and the City of Dallas Complete Streets Design Manual.

These guiding principles include that the I-30 corridor redesign should: (1) accommodate multi-modal connections across, and mass transit options along, the I-30 corridor; (2) incorporate "Complete Streets' and other urban design elements to frontage roads; (3) not be any higher or wider than the current I-30 and should include "at-grade" crossings to improve neighborhood connectivity; (4) include better multi-modal connection to the High Speed Rail station area; (5) maintain the street grid where appropriate; (6) maximize development potential of abandoned right-of-way through ramp reconfiguration; (7) provide for strategic placement of deck parks; and (8) allow for alternative scenarios for I-345 redesign and include feasibility studies and design ~~and~~ plans for construction of I-345 concurrent with the I-30 reconstruction project. Alternative scenarios for I-345 should enhance mobility for residents of Southern Dallas and consider growth projections related to travel patterns.

SECTION 2. That City staff shall continue to work with TxDOT and other partners and stakeholders to identify specific design recommendations for the I-30 reconstruction project. These recommendations will be based on professional engineering and urban design principles and practices which reflect the framework for geometric design that is more flexible, multi-modal and performance-based to make unique design solutions that meet the needs of all highway and street users.

SECTION 3. That City staff ~~shall continue to provide feedback and recommendations to~~ and TxDOT would be judiciously prudent during design and right-of-way acquisition to minimize the use of eminent domain proceedings ~~on the I-30 reconstruction project based on the feedback and recommendations received from stakeholders and through staff's own research~~.

SECTION 4. That this resolution shall take effect immediately from and after its passage in accordance with the provisions of the Charter of the City of Dallas, and it is accordingly so resolved.