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CITY SECRETARY
DALLAS, TEXAS

**FIFTH AMENDMENT TO THE CONTRACT
FOR THE DALLAS MUSEUM OF ART**

This FIFTH AMENDMENT TO THE CONTRACT AGREEMENT FOR THE DALLAS MUSEUM OF ART ("**Fifth Amendment**") is entered into as of May 19, 2023 by the CITY OF DALLAS, a duly incorporated home rule city of the State of Texas located principally in Dallas County, Texas (the "**City**"), and the DALLAS MUSEUM OF ART, INC., a Texas non-profit corporation (the "**DMA**").

WITNESSETH:

WHEREAS, the City and the DMA are parties to that certain contract agreement dated October 30, 1972 (as amended, the "**Contract**"), relating to the construction and operation of the Dallas Museum of Art located at 1717 North Harwood Street on land owned by the City; and

WHEREAS, the Contract expires by its own terms on May 1, 2023; and

WHEREAS, the City and the DMA desire to amend the Contract to extend the Term of the Contract to May 1, 2025, as further provided below.

NOW THEREFORE, the City and the DMA, for good and valuable consideration, the receipt and adequacy of which are hereby acknowledged, do hereby agree as follows:

1. Defined Terms. All capitalized terms not defined in this Fifth Amendment have the definitions ascribed to such terms in the Contract.
2. Extension of Contract Term. Sections 2.0 and 8.0 of the Contract are amended to extend the Term of the Contract to **May 1, 2025**.
3. Authority. Each party, as to itself only, represents and warrants that it has the full power and authority to enter into this Fifth Amendment and to perform its obligations under the Contract (as amended by this Fifth Amendment).
4. Counterparts. This Fifth Amendment may be executed in any number of counterparts, each of which shall be an original, but all of which together shall constitute one and the same instrument.
5. Other Terms. Except as expressly modified herein by this Fifth Amendment, all the terms, provisions and conditions of the Contract shall remain in full force and effect.

EXECUTED this 19th day of May, 2023, by the City, signing by and through its City Manager, duly authorized to execute same by Resolution No. 23-0565, adopted by the City Council on April 26, 2023, and by the DMA, acting through its duly authorized officials.

230565

APPROVED AS TO FORM:
TAMMY L. PALOMINO
Interim City Attorney

CITY OF DALLAS
T.C. BROADNAX
City Manager

By: Molly P. Ward
Assistant City Attorney *MPW*

By: *T.C. Broadnax*
Assistant City Manager

RECOMMENDED BY DIRECTOR:

DALLAS MUSEUM OF ART
a Texas nonprofit corporation

MP
Martine Philippe (May 17, 2023 06:50 CDT)
[Martine Philippe]
Office of ARTS AND CULTURE *AMG*
AMG

By: Gowri Natarajan Sharma
Gowri Natarajan Sharma (May 16, 2023 10:09 CDT)
Chair
By: *Agustin Arteaga*
Agustin arteaga (May 16, 2023 13:01 CDT)
Director

April 26, 2023

WHEREAS, on October 30, 1921, the City and the Dallas Museum of Art ("DMA") entered into a contract relating to the operation of the Dallas Museum of Art ("Art Museum"), formerly located in Fair Park and presently located at 1717 North Harwood Street; and

WHEREAS, on September 12, 1984, the City Council authorized the First Amendment to the contract in connection with the relocation of the Art Museum to its present location, pursuant to which the parties agreed that the City held and would continue to hold title to the Art Museum land and buildings by Resolution No. 84-2917; and

WHEREAS, on October 10, 1990, the City Council authorized the Second Amendment to the contract to provide for the development of an expansion to the Art Museum in the form of the Hamon Building, for which the DMA privately raised over \$30.2 million, by Resolution No. 90-3227; and

WHEREAS, on April 27, 2011, the City Council authorized the Third Amendment to the contract to extend the term of the contract and update liability and insurance requirements by Resolution No. 11-1117; and

WHEREAS, on January 13, 2021, the City Council authorized the Fourth Amendment to the contract to extend the term of the contract by Resolution No. 21-0135; and

WHEREAS, the Dallas Museum of Art provides free general admission to residents and visitors of Dallas, as well as a year-round program of exhibits and educational programming; and

WHEREAS, the current agreement for the Art Museum with the DMA expires on May 1, 2023; and

WHEREAS, it is now desirable for a two-year extension to the current agreement to allow the City and the DMA to continue negotiations for a longer-term contract with revised terms and conditions.

Now, Therefore,

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

SECTION 1. That the City Manager, upon approval as to form by the City Attorney, is hereby authorized to execute Fifth Amendment to the Contract for the Dallas Museum of Art, located at 1717 North Harwood Street, to extend the term of the contract from May 1, 2023 to May 1, 2025.

SECTION 2. 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.

APPROVED BY
CITY COUNCIL

APR 26 2023

