

Memorandum



CITY OF DALLAS

DATE June 18, 2021

TO Honorable Mayor and Members of the City Council

SUBJECT **June 23, 2021 City Council FINAL Agenda - Additions/Revisions/Deletions**

On June 11, 2021, a DRAFT City Council Agenda for June 23, 2021 was provided for your review. This memo outlines any additions, revisions or deletions made to the FINAL agenda after the distribution of the DRAFT agenda.

Additional items and deletions to the DRAFT agenda are outlined below, including *revisions* to the FINAL agenda are underlined in blue and *deletions* are strikethrough in red. A brief explanation for revisions along with staff's contact information is provided.

Additions:

66. 21-1186 A resolution to authorize the City Manager to **(1)** spend funds in compliance with the American Rescue Plan Act of 2021 and in accordance with guidance from the U.S. Department of Treasury for the Coronavirus Local Fiscal Recovery Fund (CFDA No. 21.027); **(2)** take all necessary actions to apply for and receive funds for which the City is eligible from state and federal sources; **(3)** receive and deposit funds in an amount not to exceed \$355,426,891.00 in the Coronavirus Local Fiscal Recovery Fund which will be received in two tranches with 50% in 2021 and 50% in 2022; **(4)** establish appropriations in an amount not to exceed \$177,713,445.50 in the Coronavirus Local Fiscal Recovery Fund; **(5)** transfer appropriations, expenses, or cash between funds established for the coronavirus disease 2019 (COVID-19) response; and **(6)** execute any grant agreements necessary to receive COVID-19 funding from federal and state sources - Not to exceed \$355,426,891.00 - Financing: U.S. Department of the Treasury - Coronavirus Local Fiscal Recovery Funds
67. 21-1170 Authorize the **(1)** acceptance of the 2021-22 Veterans Treatment Court Grant in the amount of \$50,000.00 from the Texas Veterans Commission Fund for Veterans' Assistance (Grant No. GT-VTC21-019) for continuation of the South Oak Cliff Community Court to include the South Oak Cliff Veterans Treatment Court Project for the period July 1, 2021 through June 30, 2022; **(2)** establishment of appropriations in an amount not to exceed \$50,000.00 in the 2021-22 Veterans Treatment Court Grant Fund; **(3)** receipt and deposit of funds in an amount not to exceed \$50,000.00 in the 2021-22 Veterans Treatment Court Grant Fund; and **(4)** execution of the grant agreement and all terms, conditions and documents required by the agreement - Not to exceed \$50,000.00 - Financing: Texas Veterans Commission Grant Funds

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68. 21-1184 An ordinance granting a Planned Development District for MU-3 Mixed Use District uses and warehouse and outside storage uses on property zoned an MU-3 Mixed Use District at the south side of West Mockingbird Lane, east of Elmbrook Drive - Z190-348(LG) - Financing: No cost consideration to the City
69. 21-1185 An ordinance granting a Planned Development District for MU-1 Mixed Use District uses and ~~an ordinance granting~~ resolution accepting the termination of deed restrictions [Z990-137] on property zoned an MU-1 Mixed Use District and a CR Community Retail District at the Southeast corner of Gaston Avenue, Garland Road, and East Grand Avenue - Z201-139(NN) - Financing: No cost consideration to the City
70. 21-1168 Authorize approval of 15 nominees to serve on the Economic Development Advisory Task Force which will advise on implementation of the economic development policy and creation of an economic development entity - Financing: No cost consideration to City
71. 21-1169 Authorize a consulting contract with **(1)** HR&A Advisors, Inc. in an amount not to exceed \$1,296,000.00 to implement the City of Dallas Economic Development Policy; and **(2)** Tip Strategies, Inc. dba TIP Strategies in an amount not to exceed \$800,000.00 to lead formation of a new economic development entity - Total not to exceed \$2,096,000.00 - Financing: Public/Private Partnership Fund
72. 21-1171 Authorize a development agreement and all other necessary documents with Circuit Trail Conservancy and/or its affiliates for the design and construction of the North Victory segment of the Hi Line Connector Trail Project located in the Victory Sub-district of the Sports Arena TIF District in an amount not to exceed \$11,562,124.00 - Not to exceed \$11,562,124.00 - Financing: Sports Arena TIF District Fund (subject to current and future appropriations from tax increments)
73. 21-1188 Authorize a fourth amendment to the 2016 Chapter 380 Grant Agreement (“2016 Chapter 380 Agreement”) with WCWRD Inc and its affiliate or subsidiaries (“Developer”), a third amendment to the Tax Increment Development, Chapter 380 Grant, and Chapter 380 Loan Agreement (“2018 TIF/Chapter 380 Agreement”) with Developer, and any amendments to any other documents, including but not limited to deeds of trust and promissory notes, necessary to accommodate the Red Bird Mall Redevelopment Project (“Project”) in accordance with the City Council-approved terms, approved as to form by the City Attorney, related to the Project generally located at the southeast corner of Camp Wisdom Road and Westmoreland Road in the Mall Area Redevelopment TIF District to: **(a)** modify Programmatic Requirements in the 2018 TIF/Chapter 380 Agreement to (i) reduce by 60,000 gross square feet (from a minimum of 100,000 gross square feet to a minimum of 40,000 gross square feet) the Developer’s requirement to construct new retail, restaurant, and entertainment buildings and (ii) authorize the Developer to use reasonable efforts to prepare and convey property within the Project site to a hotel developer; **(b)** clarify authorization for the Developer to obtain mezzanine and

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preferred equity financing and authorization for the City to enter into intercreditor agreements and/or recognition agreements, as applicable; **(c)** extend the maturity date on the loan ("Loan") authorized by the 2018 TIF/Chapter 380 Agreement by five years until June 2038; **(d)** authorize the release of a portion of the property within the Project site ("Sears Property") to a third-party purchaser upon completion of the initial phase of tenant improvements and prior to the Loan's maturity date; and **(e)** modify the Developer's ability to sell the Project prior to maturity of the Loan, subject to the Loan and assignment of the 2018 TIF/Chapter 380 Agreement; and as consideration for the amendments: **(i)** increase the Developer's Minimum Investment Requirement by \$5,000,000.00 for the Project from \$130,000,000.00 to \$135,000,000.00, **(ii)** add a requirement to the Programmatic Requirements that the Developer make reasonable efforts to prepare and convey property within the Project site for a grocery store or renovate and lease space within an existing building within the Project site for a grocery store, **(iii)** require that the Developer pay interest current on the Loan to the extent that the TIF Subsidy does not fully repay the Loan during the extended term, and **(iv)** prohibit the Developer from distributing any net proceeds of the sale of the Sears Property to equity shareholders and require the Developer to use the net proceeds to either repay debt that is senior to the City's lien in payment priority, pay for remaining Infrastructure Work, invest in additional building improvements on property secured by the City's lien, or acquire additional properties in the Project area to be added to the City's collateral - Financing: No cost consideration to the City

74. 21-1190 Authorize Supplemental Agreement No. 2 to increase the cooperative purchasing agreement for the purchase of additional software licenses, maintenance and support, and training to upgrade and convert the existing Electronic Plan Review System to a software as a solution model provided by Avolve Software Corporation and sold through SHI Government Solutions, Inc. through The Local Government Purchasing Cooperative (BuyBoard) agreement managed by the Department of Information and Technology Services for the Department of Sustainable Development and Construction - Not to exceed \$469,236.04, from \$2,864,232.00 to \$3,333,468.04 - Financing: Building Inspection Fund (subject to annual appropriations)
75. 21-1172 Authorize a ten-year lease agreement with one five-year renewal option between Fair Park First and zoOceanarium Group, LLC to operate the Children's Aquarium located at 1462 First Avenue in Fair Park - Financing: No cost consideration to the City

Revisions:

5. 21-1187 A resolution authorizing **(1)** the issuance of Refunding Bonds by the Love Field Airport Modernization Corporation in an aggregate principal amount not to exceed \$350,000,000; and **(2)** the financing documents relating to the sale of such bonds - Not to exceed \$1,296,000.00 - Financing: 2021 Aviation Bond Funds ~~(\$997,000.00)~~ and Aviation Fund ~~(\$299,000.00)~~

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This item is being revised to reflect cost of issuance and to include authorizing resolutions. Please contact Sheri Kowalski, Director, City Controller's Office, at 214-670-3856, for more information.

9. 21-1158 Authorize the **(1)** sale of up to five Land Transfer lots to Women That Soar, L.L.C., and/or its affiliates (Developer) subject to restrictive covenants, a right of reverter, and execution of all necessary documents, pursuant to the City's Land Transfer Program; Estimated Revenue: General Fund \$12,509.93; **(2)** release of lien for all non-tax City liens, notices, or orders that were filed on up to five Land Transfer lots sold to Developer prior to or subsequent to the deeds transferring the lots to the City of Dallas; and **(3)** execution of a development agreement with Developer for the construction of up to four single-family homes on the Land Transfer lots - Estimated Revenue Foregone: \$8,930.90
This item is being revised to add additional language to the Resolution. Please contact Albert Gonzalez, Land Bank Manager, Department of Housing & Neighborhood Revitalization, at 214-670-7306, for more information.
11. 21-813 Authorize a professional services contract with Burgess & Niple, Inc. for the engineering design services of Frankford Road from ~~Texas~~ [State Highway](#) 289 (Preston Road) to Coit Road - Not to exceed \$495,585.00 - Financing: Street and Transportation (A) Fund (2017 General Obligation Bond Funds)
This item is being revised to update language to match language to the Interlocal Agreement contract with the County of Collin, Texas ("Collin County"). Please contact Robert Perez, Director, Department of Public Works, at 214-948-4380, for more information.
35. 21-1119 Authorize **(1)** an amendment to the Program Statement for the Emergency Rental Assistance and Utility Program, funded by Coronavirus Response and Relief Funds, to amend the program requirements, previously approved by Resolution No. 21-0240 on January 27, 2021, as shown in **Exhibit A**; and **(2)** the City Manager to **(a)** apply for and receive and deposit funds in an amount not to exceed \$50,225,677.40 in the American Recovery Plan Act Funds ~~for the Emergency Rental Assistance Round 2~~ from the U.S. Department of the Treasury ("Treasury") [for the Emergency Rental Assistance Round 2 \(CFDA No. 21.023\), with 40% distributed within 60 days of enactment and subsequent payments once 75% has been obligated](#); **(b)** establish appropriations in an amount not to exceed ~~\$50,225,677.40~~ [\\$20,090,270.96](#) in the ARPA Emergency Rental Assistance Round 2 Fund; **(c)** execute any documents necessary with the Treasury to accept and/or spend the funds; and **(d)** implement an Emergency Rental Assistance and Utility Assistance Program in accordance with **Exhibit B** and utilize up to 15 percent of the funds for administration - Not to exceed \$50,225,677.40 - Financing: U.S. Department of the Treasury Emergency Rental Assistance Program Grant Funds
This item is being revised to add additional language. Please contact Jessica Galleshaw, Director, Office of Community Care, at 214-670-5113, for more information.

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52. 21-981 Authorize **(1)** two Advanced Funding Agreements with Texas Department of Transportation (TxDOT) as follows: (i) on-system and; (ii) on-system maintenance and Amendment No. 1 (TxDOT Agreement No. CSJ 0916-07-034) for the Woodall Rodgers Park Deck Plaza Extension Structure On-System from west of Akard Street to St. Paul Street; and (iii) to provide funding for project costs in the amount of \$7,900,000.00 from Park and Recreation Facilities (B) Fund and assign TxDOT as the project lead ~~to~~ for the entire project; and **(2)** execution of the Advanced Funding Agreements including all terms, conditions, and documents required by the agreements - Total amount of \$7,900,000.00 - Financing: Park and Recreation Facilities (B) Fund (2017 General Obligation Bond Fund)

This item is being revised to clarify that the \$7,900,000.00 does not apply to the O&M Agreement. Please contact John Jenkins, Director, Park & Recreation Department, at 214-670-4073, for more information.

69. 21-1185 An ordinance granting a Planned Development District for MU-1 Mixed Use District uses and ~~an ordinance granting~~ resolution accepting the termination of deed restrictions [Z990-137] on property zoned an MU-1 Mixed Use District and a CR Community Retail District at the Southeast corner of Gaston Avenue, Garland Road, and East Grand Avenue - Z201-139(NN) - Financing: No cost consideration to the City

This item is being revised to reflect the termination by resolution not ordinance. Please contact Kris Sweckard, Director, Department of Sustainable Development and Construction, at 214-671-9293, for more information.

Z6. 21-1079 A public hearing to receive comments regarding an application for and an ordinance granting the renewal of Specific Use Permit No. 2155 for a recycling buy-back center for the collection of household and industrial metals on property zoned an IM Industrial Manufacturing District, on the southwest line of Botham Jean Boulevard ~~South Lamar Street~~, between Martin Luther King Jr. Boulevard and Lenway Street

Recommendation of Staff and CPC: Approval for a two-year period, subject to conditions

Z201-198(AO)

This item is being revised to reflect the correct street name. Please contact Kris Sweckard, Director, Department of Sustainable Development and Construction, at 214-671-9293, for more information.

In addition, Agenda Item Nos. 36, 39, 40, 41, 42, 45, 46, 51, 52, and PH2 have all been revised to include a Council statement in the Prior Action.

Deletions:

37. 21-1159 Authorize execution of a development agreement and all other necessary documents with Circuit Trail Conservancy and/or its affiliates for the design and construction of the North Victory segment of the Hi Line Connector Trail Project located in the Victory Sub-district of the Sports Arena TIF District in an amount not to exceed \$11,562,124.00 - Not to exceed \$11,562,124.00 - Financing:

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Sports Arena TIF District Fund (subject to annual appropriations from tax increments)

This item is being deleted due to a duplication of Addition Item No. 21-1171. Please contact Robin Bentley, Director, Office of Economic Development, at 214-671-9942, for more information.

56. 21-1061 Authorize Supplemental Agreement No. 3 to the contract with METCO Engineering, Inc. through a Cooperative Purchasing Agreement with Dallas County, to provide job order contracting services for facility projects through November 7, 2021 - Not to exceed \$1,000,000.00, from \$8,000,000.00 to \$9,000,000.00 - Financing: Park and Recreation Facilities (B) Fund (2017 General Obligation Bond Fund) (\$500,000.00) and General Fund (\$500,000.00) (subject to annual appropriations)
This item is being deleted and rewritten as a new contract and will return on a future agenda date. Please contact John Jenkins, Director, Park & Recreation Department, at 214-670-4073, for more information.

A memorandum was previously provided to Committee and/or City Council regarding the following items. A link to the memos is attached for more information.

4. 21-1062 Authorize settlement of the lawsuit styled Norris Smith, et al. v. City of Dallas, Cause No. DC-19-08618 - Not to exceed \$155,000.00 - Financing: Liability Reserve Fund
City Council will be briefed by confidential memorandum regarding this matter on June 18, 2021.
8. 21-759 Authorize a second amendment to the conditional grant agreement, previously approved by Resolution No. 15-0861 on May 13, 2015, as amended, with Dallas Area Habitat for Humanity (Habitat) and Builders of Hope CDC, who assumed the obligations of Greenleaf Ventures, LLC for infrastructure construction related to the development of 50 to 53 single-family homes in East Dallas located on Chariot Drive, to **(1)** extend the completion date from December 31, 2019 to December 31, 2021; **(2)** extend the term of the conditional grant agreement to December 31, 2021, to allow for final payment and closeout of the project; and **(3)** require that Habitat donate \$1,500.00 to the Chariot Village Homeowner's Association for neighborhood beautification projects - Financing: No cost consideration to the City
[The Housing and Homelessness Solutions Committee was briefed by memorandum on May 24, 2021.](#)
35. 21-1119 Authorize **(1)** an amendment to the Program Statement for the Emergency Rental Assistance and Utility Program, funded by Coronavirus Response and Relief Funds, to amend the program requirements, previously approved by Resolution No. 21-0240 on January 27, 2021, as shown in **Exhibit A**; and **(2)** the City Manager to **(a)** apply for and receive and deposit funds in an amount not to exceed \$50,225,677.40 in the American Recovery Plan Act Funds ~~for the Emergency Rental Assistance Round 2~~ from the U.S. Department of the Treasury ("Treasury") [for the Emergency Rental Assistance Round 2 \(CFDA](#)

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[No. 21.023](#)), with 40% distributed within 60 days of enactment and subsequent payments once 75% has been obligated; (b) establish appropriations in an amount not to exceed ~~\$50,225,677.40~~ [\\$20,090,270.96](#) in the ARPA Emergency Rental Assistance Round 2 Fund; (c) execute any documents necessary with the Treasury to accept and/or spend the funds; and (d) implement an Emergency Rental Assistance and Utility Assistance Program in accordance with **Exhibit B** and utilize up to 15 percent of the funds for administration - Not to exceed \$50,225,677.40 - Financing: U.S. Department of the Treasury Emergency Rental Assistance Program Grant Funds
[City Council will be briefed by memorandum regarding this matter on June 18, 2021.](#)

36. 21-1118 Authorize a six-month extension of the option-period deadline with respect to the Option Agreement previously authorized by Resolution No. 20-1037, on June 24, 2020, and executed January 27, 2021, with Refuge City of Dallas "Refuge" for the development of city-owned property located at 12000 Greenville Avenue, Dallas, Dallas County, Texas from August 13, 2021 to February 14, 2022 - Financing: No cost consideration to the City
[The Economic Development Committee was briefed by memorandum regarding this matter on June 7, 2021.](#)
39. 21-1133 Authorize a one-year contract, with two one-year renewal options, for emergency shelter services for the homeless for the Office of Homeless Solutions - Family Gateway, Inc. in the amount of \$135,000, The Salvation Army A Georgia Corp. in the amount of \$175,000, and Shelter Ministries of Dallas dba Austin Street Center in the amount of \$155,000, most advantageous proposers of eight - Total not to exceed \$465,000 - Financing: Emergency Solutions Grant Fund
[City Council was briefed by memorandum regarding this matter on June 18, 2021.](#)
40. 21-1131 Authorize a one-year service contract, with two one-year renewal options, for homeless services targeting young adults twenty-four years of age and younger for the Office of Homeless Solutions - CitySquare, most advantageous proposer of three - Not to exceed \$270,554 - Financing: FY21 Texas Department of Housing and Community Affairs TDHCA Funds
[City Council was briefed by memorandum regarding this matter on June 18, 2021.](#)
41. 21-1132 Authorize a three-year contract for short-term homelessness diversion services for the Office of Homeless Solutions - After8toEducate in the amount of \$811,662, First Presbyterian Church of Dallas dba The Stewpot in the amount of \$372,696, Bridge Steps dba The Bridge in the amount of \$355,500, and D.F.W. Economic Solutions in the amount of \$225,000, most advantageous proposers of seven - Total not to exceed \$1,764,858 - Financing: General Fund (subject to annual appropriations)
[City Council was briefed by memorandum regarding this matter on June 18, 2021.](#)

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42. 21-1004 Authorize two-year contracts, with two five-year renewal options, for property management, supportive services and renovations for temporary and permanent housing for the Office of Homeless Solutions - CitySquare in the amount of \$3,291,666 and Family Gateway, Inc. in the amount of \$2,911,856, most advantageous proposers of three - Total not to exceed \$6,203,522 - Financing: Homeless Assistance (J) Fund (2017 General Obligation Bond Fund) (\$2,845,273), 2020 CARES Act Relief ESG #2 Fund (\$2,378,666) and American Rescue Plan Act Homelessness Assistance and Supportive Services Program Fund (\$979,583) (subject to appropriations)
[City Council was briefed by memorandum regarding this matter on June 18, 2021.](#)
45. 21-712 Authorize a two-year service contract for the development of a new districting plan to reflect the 2020 census data for the Office of Government Affairs - ARCBridge Consulting, Inc., most advantageous proposer of six - Not to exceed \$158,625 - Financing: General Fund
[City Council was briefed by memorandum regarding this matter on June 18, 2021.](#)
46. 21-1060 Authorize a two-year contract for financial empowerment centers and financial stability services for the Office of Community Care - CitySquare in the amount of \$463,000.00 and International Rescue Committee, Inc. dba IRC in the amount of \$723,596.90, most advantageous proposers of six - Total not to exceed \$1,186,596.90 - Financing: General Fund (subject to annual appropriations)
[City Council was briefed by memorandum regarding this matter on June 18, 2021.](#)
51. 21-965 Authorize **(1)** an Interlocal Agreement between the Regional Transportation Council (RTC), the North Central Texas Council of Governments (NCTCOG), and the City of Dallas (City), and joined and consented to by the Woodall Rodgers Park Foundation (WRPF) to secure \$30,000,000.00 in federal Surface Transportation Block Grant (STBG) Funds for the expansion of Klyde Warren Park, known as “Klyde Warren Park Phase 2” (KWP2), and available for the construction of KWP2 by a separate Advance Funding Agreement between the City and the Texas Department of Transportation (TxDOT); **(2)** an increase in appropriations in the amount of \$10,000,000.00 in the Woodall Rodgers Development Fund; **(3)** the receipt and deposit in the amount of \$10,000,000.00 from WRPF in the Woodall Rodgers Development Fund; **(4)** the repayment of \$10,000,000.00 of STBG Funds by the City to NCTCOG after completion of the project; and **(5)** execution of the Interlocal Agreement including all terms, conditions, and documents required by the agreement - Not to exceed \$10,000,000.00 - Financing: Woodall Rodgers Development Fund
City Council was briefed by memorandum regarding this matter on June 18, 2021.

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52. 21-981 Authorize **(1)** two Advanced Funding Agreements with Texas Department of Transportation (TxDOT) as follows: (i) on-system and; (ii) on-system maintenance and Amendment No. 1 (TxDOT Agreement No. CSJ 0916-07-034) for the Woodall Rodgers Park Deck Plaza Extension Structure On-System from west of Akard Street to St. Paul Street; and (iii) to provide funding for project costs in the amount of \$7,900,000.00 from Park and Recreation Facilities (B) Fund and assign TxDOT as the project lead to for the entire project; and **(2)** execution of the Advanced Funding Agreements including all terms, conditions, and documents required by the agreements - Total amount of \$7,900,000.00 - Financing: Park and Recreation Facilities (B) Fund (2017 General Obligation Bond Fund)
City Council was briefed by memorandum regarding this matter on June 18, 2021.
64. 21-1005 Authorize an ordinance amending the Project Plan and Reinvestment Zone Financing Plan ("Plans") for the City Center Tax Increment Financing ("TIF") District (the "Zone") to approve: **(1)** the TIF Board's finding that Klyde Warren Park is an area of public assembly and that TIF funds from the District-Wide Improvement budget category may be used for the Phase 2 expansion of Klyde Warren Park ("KWP2") because it is a project benefitting the Zone and because such expansion is necessary or convenient to the creation of the Zone or to the implementation of the Plans; and **(2)** corresponding modifications to the Plans to reflect these amendments and findings - Financing: No cost consideration to the City
[The Economic Development Committee was briefed by memorandum regarding this matter on March 1, 2021.](#)
65. 21-984 Authorize **(1)** a development agreement with Woodall Rodgers Park Foundation ("Foundation") in an amount not to exceed \$3,000,000.00 for the design and construction of the Phase 2 expansion of the Klyde Warren Park project ("KWP2"), payable from City Center Tax Increment Financing ("TIF") District funds, such improvements being necessary and convenient to the implementation of the project plans for the City Center TIF District; **(2)** all other necessary documents between the City, the Foundation and the North Central Texas Council of Governments ("NCTCOG") related to such funding for KWP2; and **(3)** an assignment of all City Center TIF District revenues payable to the Foundation under the development agreement to NCTCOG - Not to exceed \$3,000,000.00 - Financing: City Center TIF District Fund (subject to annual appropriations from tax increments)
[The Economic Development Committee was briefed by memorandum regarding this matter on March 1, 2021.](#)
66. 21-1186 A resolution to authorize the City Manager to **(1)** spend funds in compliance with the American Rescue Plan Act of 2021 and in accordance with guidance from the U.S. Department of Treasury for the Coronavirus Local Fiscal Recovery Fund (CFDA No. 21.027); **(2)** take all necessary actions to apply for and receive funds for which the City is eligible from state and federal sources; **(3)** receive and deposit funds in an amount not to exceed \$355,426,891.00 in

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the Coronavirus Local Fiscal Recovery Fund which will be received in two tranches with 50% in 2021 and 50% in 2022; **(4)** establish appropriations in an amount not to exceed \$177,713,445.50 in the Coronavirus Local Fiscal Recovery Fund; **(5)** transfer appropriations, expenses, or cash between funds established for the coronavirus disease 2019 (COVID-19) response; and **(6)** execute any grant agreements necessary to receive COVID-19 funding from federal and state sources - Not to exceed \$355,426,891.00 - Financing: U.S. Department of the Treasury - Coronavirus Local Fiscal Recovery Funds
[City Council was briefed by memorandum on the American Rescue Plan Act of 2021 on March 15, 2021.](#)

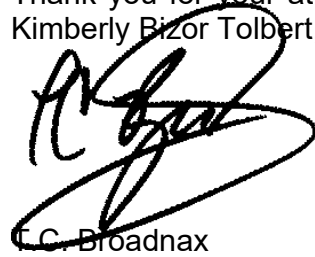
73. 21-1188 Authorize a fourth amendment to the 2016 Chapter 380 Grant Agreement (“2016 Chapter 380 Agreement”) with WCWRD Inc and its affiliate or subsidiaries (“Developer”), a third amendment to the Tax Increment Development, Chapter 380 Grant, and Chapter 380 Loan Agreement (“2018 TIF/Chapter 380 Agreement”) with Developer, and any amendments to any other documents, including but not limited to deeds of trust and promissory notes, necessary to accommodate the Red Bird Mall Redevelopment Project (“Project”) in accordance with the City Council-approved terms, approved as to form by the City Attorney, related to the Project generally located at the southeast corner of Camp Wisdom Road and Westmoreland Road in the Mall Area Redevelopment TIF District to: **(a)** modify Programmatic Requirements in the 2018 TIF/Chapter 380 Agreement to (i) reduce by 60,000 gross square feet (from a minimum of 100,000 gross square feet to a minimum of 40,000 gross square feet) the Developer’s requirement to construct new retail, restaurant, and entertainment buildings and (ii) authorize the Developer to use reasonable efforts to prepare and convey property within the Project site to a hotel developer; **(b)** clarify authorization for the Developer to obtain mezzanine and preferred equity financing and authorization for the City to enter into intercreditor agreements and/or recognition agreements, as applicable; **(c)** extend the maturity date on the loan (“Loan”) authorized by the 2018 TIF/Chapter 380 Agreement by five years until June 2038; **(d)** authorize the release of a portion of the property within the Project site (“Sears Property”) to a third-party purchaser upon completion of the initial phase of tenant improvements and prior to the Loan’s maturity date; and **(e)** modify the Developer’s ability to sell the Project prior to maturity of the Loan, subject to the Loan and assignment of the 2018 TIF/Chapter 380 Agreement; and as consideration for the amendments: **(i)** increase the Developer’s Minimum Investment Requirement by \$5,000,000.00 for the Project from \$130,000,000.00 to \$135,000,000.00, **(ii)** add a requirement to the Programmatic Requirements that the Developer make reasonable efforts to prepare and convey property within the Project site for a grocery store or renovate and lease space within an existing building within the Project site for a grocery store, **(iii)** require that the Developer pay interest current on the Loan to the extent that the TIF Subsidy does not fully repay the Loan during the extended term, and **(iv)** prohibit the Developer from distributing any net proceeds of the sale of the Sears Property to equity shareholders and require the Developer to use the net proceeds to either repay debt that is senior to the

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City's lien in payment priority, pay for remaining Infrastructure Work, invest in additional building improvements on property secured by the City's lien, or acquire additional properties in the Project area to be added to the City's collateral – Financing: No cost consideration to the City
[City Council was briefed by memorandum regarding this matter on June 18, 2021.](#)

PH2. 21-971 A public hearing to receive comments regarding the application for and approval of the fill permit and removal of the floodplain (FP) prefix from approximately 0.19 acres of the current 1.38 acres of floodplain located at 4950 Wedgewood Lane, within the floodplain of Browning Branch, Fill Permit 20-09 - Financing: No cost consideration to the City
[City Council will be briefed by memorandum regarding this matter on June 18, 2021.](#)

Thank you for your attention to these changes. If you have any questions, please contact Kimberly Bizzor Tolbert, Chief of Staff at 214-670-3302.



C. Broadnax
City Manager

c: Chris Caso, City Attorney
Mark Swann, City Auditor
Billieae Johnson, City Secretary
Preston Robinson, Administrative Judge
Kimberly Bizzor Tolbert, Chief of Staff to the City Manager
Majed A. Al-Ghafry, Assistant City Manager

Jon Fortune, Assistant City Manager
Joey Zapata, Assistant City Manager
Dr. Eric A. Johnson, Chief of Economic Development and Neighborhood Services
M. Elizabeth Reich, Chief Financial Officer
M. Elizabeth (Liz) Cedillo-Pereira, Chief of Equity and Inclusion
Directors and Assistant Directors