MAY 26, 2010 CITY COUNCIL ADDENDUM
CERTIFICATION

This certification is given pursuant to Chapter XI, Section 9 of the City Charter for the City Council Addendum dated May 26, 2010. 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.

Mary K. Suhm
City Manager

5-21-10
Date

Edward Scott
City Controller

5/21/10
Date

RECEIVED
2010 MAY 21 PM 4:33
CITY SECRETARY
DALLAS, TEXAS

ADDENDUM
CITY COUNCIL MEETING
WEDNESDAY, MAY 26, 2010
CITY OF DALLAS
1500 MARILLA
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 - 46

CONSENT ADDENDUM Items 1 - 3

ITEMS FOR INDIVIDUAL CONSIDERATION

No earlier than 9:15 a.m. Items 47 - 55
Addendum Items 4 - 8

11:30 a.m. ***Giants of the Savanna Exhibit Tour & Luncheon***
Dallas Zoo
650 South R.L. Thornton Freeway
Dallas, TX 75203

PUBLIC HEARINGS AND RELATED ACTIONS

1:00 p.m. Items 56 - 65
Addendum Item 9

ADDENDUM
CITY COUNCIL MEETING
MAY 26, 2010
CITY OF DALLAS
1500 MARILLA
COUNCIL CHAMBERS, CITY HALL
DALLAS, TEXAS 75201
9:00 A. M.

ADDITIONS:

CONSENT ADDENDUM

Business Development & Procurement Services

1. Authorize a five-year service contract for the collection of delinquent City accounts - Progressive Financial Services, Inc., highest responsible bidder of four - Estimated Net Annual Revenue: $2,598,000 (Current Funds ($429,550), Water Utilities Current Funds ($1,943,450) and Stormwater Drainage Management Funds ($225,000))

Economic Development

2. Authorize a master agreement with Cypress Waters Land Development, LLC, an affiliate of Billingsley Development Corporation, to outline recommended public financial incentives and developer obligations related to the development of a 1,661 acre site located in the northwest area of Dallas known as Cypress Waters - Financing: No cost consideration to the City

3. Authorize **(1)** a management services contract with Dallas Development Fund (DDF) to administer and manage any allocations of New Markets Tax Credit (NMTC) awarded by the United States Treasury Community Development Financing Institutions (CDFI) Fund; **(2)** acceptance of NMTC fees consisting of 1% of Qualified Equity Investments pursuant to closing and collection by DDF; and **(3)** acceptance of payment of or reimbursement to the City for costs for outside assistance or legal counsel required in association with the program - Estimated Revenue: $550,000

ITEMS FOR INDIVIDUAL CONSIDERATION

ITEMS FOR FURTHER CONSIDERATION

Office of Financial Services

4. Authorize an increase in the Over 65 and Disabled Persons Homestead Property Tax Exemption from $64,000 to $70,000 beginning with the ~~2009~~ 2010 tax year - Estimated Annual Revenue Loss: ($2,600,000)

ADDENDUM
CITY COUNCIL MEETING
MAY 26, 2010

ADDITIONS: (Continued)

ITEMS FOR INDIVIDUAL CONSIDERATION (Continued)

DESIGNATED PUBLIC SUBSIDY MATTERS

Economic Development

5. Authorize **(1)** the establishment of the Pleasant Grove Economic Development Program pursuant to Chapter 380 of the Texas Local Government Code (the "Act") to make loans and grants to promote local economic development in the Pleasant Grove community of Dallas; and **(2)** a Chapter 380 grant agreement in an amount not to exceed $75,000 with Pleasant Grove Mission Possible, Inc. (PGMP) to implement the first phase of the Pleasant Grove Economic Development Program to fund the marketing and design work aimed at improving the image and perception of the Pleasant Grove community thereby encouraging future business and commercial activities within the area - Not to exceed $75,000 - Financing: Public/Private Partnership Funds

Note: Addendum Item Nos. 6 and 7 must be considered collectively.

DalPark Garage

6. * Authorize an amendment to the parking agreement with Central Parking System of Texas, Inc., now DalPark Partners, Ltd., parking operator of the DalPark Garage, previously approved by Resolution No. 03-1923, on June 25, 2003, in Tax Increment Financing Reinvestment Zone Number Five (City Center TIF District) to: **(1)** extend the term of the agreement by five years from July 1, 2010 to June 30, 2015; **(2)** reduce the City's rate per space from $101.24 to $90 per space / per month; **(3)** reduce the number of public, short-term parking spaces from 225 spaces to 150 spaces; and **(4)** increase the public's hourly rate per space from $1.00 per hour to $1.50 per hour for the first four hours - Not to exceed $820,000 - Financing: City Center TIF District Funds

7. * Authorize the receipt and deposit of estimated monthly average parking revenue of $11,063 from DalPark Partners, Ltd. over a five-year period - Estimated Parking Revenue: $663,780

Housing/Community Services

8. Authorize a resolution in support of the Texas Department of Housing and Community Affairs (TDHCA) 9% low-income housing tax credit allocation for Hillside West Seniors Project located at 32 Pinnacle Park Boulevard, which is located in a census tract that has more than 30% housing tax credit units per households in the census tract as established by the U.S. Census Bureau, pursuant to Sec. 50.6(g) of the 2010 Qualified Allocation Plan (QAP), for the acquisition and new construction of the proposed 130-unit multifamily residential development - Financing: No cost consideration to the City
Recommendation of Staff: Approval

ADDENDUM
CITY COUNCIL MEETING
MAY 26, 2010

ADDITIONS: (Continued)

PUBLIC HEARINGS AND RELATED ACTIONS

Sustainable Development and Construction

ZONING CASES - CONSENT

9. A public hearing to receive comments regarding an application for a Specific Use Permit for an Open-enrollment Charter School on property zoned a CA-1(A) Central Area District with Specific Use Permit No. 1638 on a portion of property bounded by Lamar Street, McKinney Avenue, Laws Street, and Munger Avenue
Recommendation of Staff and CPC: Approval for a five-year period, with eligibility for automatic renewal of additional five-year periods, subject to a site plan, traffic management plan, and conditions
Z090-157(RB)

DELETION:

Park & Recreation

25. Authorize **(1)** a five-year horticulture services nursery contract, with one five-year renewal option, with Southwest Perennials, Inc. for the period June 1, 2010 through May 31, 2015 to operate the Greenhouse facility in Crawford Park located at 8740 Elam Road in consideration of providing bedding plants valued at approximately $45,000 annually; and **(2)** receipt and deposit of funds from Southwest Perennials, Inc. for greenhouse utility charges in the amount of approximately $45,000 - Not to exceed $45,000 - Financing: Current Funds (subject to appropriations)

ADDENDUM DATE May 26, 2010

ITEM #	OK	IND DEF	DISTRICT	TYPE	DEPT.	DOLLARS	LOCAL	MWBE	DESCRIPTION
1			All	C	PBD, WTR, PWT, SAN	REV $2,598,000	NA	NA	Authorize a five-year service contract for the collection of delinquent City accounts
2			6	C	ECO	NC	NA	NA	Authorize a master agreement with Cypress Waters Land Development, LLC, an affiliate of Billingsley Development Corporation, to outline recommended public financial incentives and developer obligations related to the development of a 1,661 acre site located in the northwest area of Dallas known as Cypress Waters
3			1, 2, 3, 4, 5, 6, 7, 8, 9, 10, 11, 13, 14, 15	C	ECO	REV $550,000	NA	NA	Authorize a management services contract with Dallas Development Fund (DDF) to administer and manage any allocations of New Markets Tax Credit (NMTC) awarded by the United States Treasury Community Development Financing Institutions (CDFI) Fund; acceptance of NMTC fees consisting of 1% of Qualified Equity Investments pursuant to closing and collection by DDF; and acceptance of payment of or reimbursement to the City for costs for outside assistance or legal counsel required in association with the program
4			All	I	OFS	REV ($2,600,000)	NA	NA	Authorize an increase in the Over 65 and Disabled Persons Homestead Property Tax Exemption from $64,000 to $70,000 beginning with the ~~2009~~ 2010 tax year
5			4, 5, 7, 8	I	ECO	GT	NA	NA	Authorize the establishment of the Pleasant Grove Economic Development Program pursuant to Chapter 380 of the Texas Local Government Code (the "Act") to make loans and grants to promote local economic development in the Pleasant Grove community of Dallas; and a Chapter 380 grant agreement in an amount not to exceed $75,000 with Pleasant Grove Mission Possible, Inc. (PGMP) to implement the first phase of the Pleasant Grove Economic Development Program to fund the marketing and design work aimed at improving the image and perception of the Pleasant Grove community thereby encouraging future business and commercial activities within the area
6			14	I	ECO	$820,000.00	NA	NA	DalPark Garage: Authorize an amendment to the parking agreement with Central Parking System of Texas, Inc., now DalPark Partners, Ltd., parking operator of the DalPark Garage, previously approved by Resolution No. 03-1923, on June 25, 2003, in Tax Increment Financing Reinvestment Zone Number Five (City Center TIF District) to: extend the term of the agreement by five years from July 1, 2010 to June 30, 2015; reduce the City's rate per space from $101.24 to $90 per space / per month; reduce the number of public, short-term parking spaces from 225 spaces to 150 spaces; and increase the public's hourly rate per space from $1.00 per hour to $1.50 per hour for the first four hours
7			14	I	ECO	REV $663,780	NA	NA	DalPark Garage: Authorize the receipt and deposit of estimated monthly average parking revenue of $11,063 from DalPark Partners, Ltd. over a five-year period
8			3	I	HOU	NC	NA	NA	Authorize a resolution in support of the Texas Department of Housing and Community Affairs (TDHCA) 9% low-income housing tax credit allocation for Hillside West Seniors Project located at 32 Pinnacle Park Boulevard, which is located in a census tract that has more than 30% housing tax credit units per households in the census tract as established by the U.S. Census Bureau, pursuant to Sec. 50.6(g) of the 2010 Qualified Allocation Plan (QAP), for the acquisition and new construction of the proposed 130-unit multifamily residential development
9			2	PH	DEV	NC	NA	NA	A public hearing to receive comments regarding an application for a Specific Use Permit for an Open-enrollment Charter School on property zoned a CA-1(A) Central Area District with Specific Use Permit No. 1638 on a portion of property bounded by Lamar Street, McKinney Avenue, Laws Street, and Munger Avenue

TOTAL $820,000.00

ADDENDUM ITEM # 1

KEY FOCUS AREA: Make Government More Efficient, Effective and Economical

AGENDA DATE: May 26, 2010

COUNCIL DISTRICT(S): All

DEPARTMENT: Business Development & Procurement Services
Water Utilities
Public Works & Transportation
Sanitation Services

CMO: Jeanne Chipperfield, 670-7804
Ryan S. Evans, 670-3314
Jill A. Jordan, P.E., 670-5299

MAPSCO: N/A

SUBJECT

Authorize a five-year service contract for the collection of delinquent City accounts - Progressive Financial Services, Inc., highest responsible bidder of four - Estimated Net Annual Revenue: $2,598,000 (Current Funds ($429,550), Water Utilities Current Funds ($1,943,450) and Stormwater Drainage Management Funds ($225,000))

BACKGROUND

Dallas Water Utilities (DWU) bills for water, sewer, sanitation, and storm water services to over 300,000 customers. To provide due process, DWU sends Delinquent, Termination, and/or Final Bill Notices to its customers who are past due in paying for services already rendered. In FY08-09 DWU billed approximately $583 milion and the internal average collection rate was approximately 98 percent. After internal collection efforts are exhausted, accounts that remain delinquent and uncollected are turned over to the City Attorney's Office and/or a third party collection company to pursue additional collection strategies, such as progressive customer contacts and credit bureau reporting.

Since the current contract will expire at the end of June, this new five-year contract will provide the ability to continue submitting delinquent utility accounts to a third party collection company. This contract is awarded to the responsive responsible bidder providing the highest amount of revenue returned to the City, based on bid commission percentage and mid-point of the selected collection percentage rate – Progressive Financial Services, Inc. Other City departments, not already covered by other existing collections contracts, will have the ability to utilize this third party collection contract and submit their delinquent accounts.

BACKGROUND (Continued)

The solicitation was structured into two groups: delinquent accounts less than 2 years old as of 09/30/08 are in Group 1; and delinquent accounts older than 2 years old as of 09/30/08 are in Group 2. Under this collection contract the City will pay Progressive Financial Services, Inc. 16.5% commission on collection of delinquent accounts in Group 1 and 18% commission for collection of delinquent accounts in Group 2.

New delinquencies will be paid at the rate of 16.5% of amount collected, and the rate may be subject to reduction if the company's collection rate falls below the contracted rate. Estimated annual revenue is net to City after commissions are deducted.

As part of the solicitation process and in an effort to increase competition, Business Development and Procurement Services used its procurement system to send out 93 email notifications to vendors registered under respective commodities. To further increase competition, Business Development and Procurement Services uses historical solicitation information, the internet, and vendor contact information obtained from user departments to contact additional vendors by phone. Additionally, in an effort to secure more proposals, notifications were sent by the Business Development and Procurement Services' ResourceLINK Team (RLT) to 25 chambers of commerce, the DFW Minority Business Council and the Women's Business Council – Southwest, to ensure maximum vendor outreach.

PRIOR ACTION/REVIEW (COUNCIL, BOARDS, COMMISSIONS)

On November 12, 2003, City Council authorized a sixty-month service contract for the collection of delinquent City accounts by Resolution No. 03-3072.

FISCAL INFORMATION

$2,598,000.00 - Estimated Net Annual Revenue

Current Funds ($429,550.00)
Stormwater Drainage Management Fund ($225,000.00)
Water Utilities Current Funds ($1,943,450.00)

M/WBE INFORMATION

15 - Vendors Contacted
14 - No response
1 - Response (bid)
0 - Response (no bid)
0 - Successful

93 M/WBE and Non-M/WBE vendors were contacted

M/WBE INFORMATION (Continued)

The recommended awardee has fulfilled the good faith requirements set forth in the Business Inclusion and Development (BID) Plan adopted by Council Resolution No. 08-2826 as amended.

ETHNIC COMPOSITION

Progressive Financial Services, Inc.

White Male	93	White Female	118
Black Male	34	Black Female	46
Hispanic Male	20	Hispanic Female	36
Other Male	11	Other Female	10

BID INFORMATION

The following bids were received from solicitation number BL0926 and read on October 29, 2009. This collection contract is being awarded to the vendor providing the highest amount of revenue to the City based on a bid commission percentage and mid-point of the selected collection percentage rate.

*Denotes successful bidder

Bidders	**Address**	**Est. Net Annual Revenue**
*Progressive Financial Services, Inc.	1919 W Fairmont Dr. Tempe, AZ 85282 Projected New Delinquencies:	Group 1 - $2,654,820.00 Group 2 - $4,004,880.00 $2,598,000.00
Credit Systems International	1277 Country Club Ln. Fort Worth, TX 76112 Projected New Delinquencies:	Group 1 - $ 776,580.00 Group 2 - $ 594,000.00 $ 764,540.00
Penn Credit	916 S 14th St. Harrisburg, PA 17104 Projected New Delinquencies:	Group 1 - $ 829,792.50 Group 2 - $ 219,120.00 $ 811,927.00
NCO Financial Systems, Inc.	2920 Prospect Park Dr. Rancho Cordova, CA 75670	Group 1 - Non-Responsive** Group 2 - No Bid

**NCO Financial Systems, Inc. was deemed non-responsive on Group 1 due to not meeting specifications.

OWNER

Progressive Financial Services, Inc.

Wesley Hull, President
Robert Prince, Vice President

WHEREAS, it is in the City's best interest to continue assigning delinquent City accounts to a third party collection agency once all internal efforts have been exhausted; and,

WHEREAS, on November 12, 2003, City Council authorized a sixty-month collection contract for the collection of delinquent City accounts by Resolution No. 03-3072;

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 a collection contract with Progressive Financial Services, Inc. (345583) for the collection of delinquent City accounts for a term of five years, upon approval as to form by the City Attorney.

Section 2. That the City Controller or designee is hereby authorized to deposit revenue from this service contract into Fund 0001, SAN, Unit 3581, Accounts Receivable 0151and to pay the fee amount from Fund 0001, SAN, Unit 3581, Object 3072, not to exceed 16.5% commission on collections of delinquent accounts in Group 1; 18% commission for collection of delinquent accounts in Group 2; and 16.5% commission on collections of new delinquencies (may be subject to reduction if the company's collection rate falls below the contracted rate), to Progressive Financial Services, Inc. (345583).

Section 3. That the City Controller or designee is hereby authorized to deposit revenue from this service contract into Fund 0061, SDM, Unit 4911, Accounts Receivable 0166 and to pay the fee amount from Fund 0061, SDM, Unit 4911, Object 3072, not to exceed 16.5% commission on collections of delinquent accounts in Group 1; 18% commission for collection of delinquent accounts in Group 2; and 16.5% commission on collections of new delinquencies (may be subject to reduction if the company's collection rate falls below the contracted rate), to Progressive Financial Services, Inc. (345583).

Section 4. That the City Controller or designee is hereby authorized to deposit revenue from this service contract into Fund 0100, DWU, Unit 7005, Accounts Receivable 0145 and 0147 and to pay the fee amount from Fund 0100, DWU, Unit 7231, Object 3072, not to exceed 16.5% commission on collections of delinquent accounts in Group 1; 18% commission for collection of delinquent accounts in Group 2; and 16.5% commission on collections of new delinquencies (may be subject to reduction if the company's collection rate falls below the contracted rate), to Progressive Financial Services, Inc. (345583).

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.

DISTRIBUTION:

Business Development & Procurement Services, 3FN
Water Utilities
Public Works & Transportation
Sanitation Services

ADDENDUM ITEM # 2

KEY FOCUS AREA: Economic Vibrancy

AGENDA DATE: May 26, 2010

COUNCIL DISTRICT(S): 6

DEPARTMENT: Office of Economic Development

CMO: A. C. Gonzalez, 671-8925

MAPSCO: 11 A B-R

SUBJECT

Authorize a master agreement with Cypress Waters Land Development, LLC, an affiliate of Billingsley Development Corporation, to outline recommended public financial incentives and developer obligations related to the development of a 1,661 acre site located in the northwest area of Dallas known as Cypress Waters – Financing: No cost consideration to the City

BACKGROUND

This item authorizes a master agreement between the City of Dallas and Cypress Waters Land Development, LLC, an affiliate of Billingsley Development Corporation, related to the development of a 1661 acres site located in the area north and east of the intersection of LBJ Freeway (I-635) and Belt Line Road. The total site is all within the City of Dallas. Of the total land area, Billingsley will develop 948 acres of contiguous undeveloped land which will be adjacent to a 362 acre lake.

The current build-out plan for the Cypress Waters project (the "Project") includes:

- up to 10,000 residential units;
- additional residential housing for seniors;
- approximately 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);
- an estimated 150,000 square feet of pedestrian-oriented retail space; and
- all of which are estimated to create an estimated 9,000 on site jobs.

The estimated taxable value of these private improvements is $2.3 billion.

Public infrastructure needs for this development are great and will require a partnership between private interests and various City Departments.

BACKGROUND (Continued)

The Cypress Waters project (the "Project") includes the following major infrastructure improvements:

- 5 miles of water transmission improvements;
- 9 miles of wastewater improvements;
- 9 miles of primary road improvements; and
- 18 miles of secondary road improvements.

In addition, due to the remoteness of the site, several City service delivery issues are also outlined in the master agreement including Police, Fire, Library, Parks, and Sanitation. Staff has addressed these issues and will support the property owner's efforts, in conjunction with the MMD created for the site, to provide supplemental services as needed.

This particular action does not commit public funding to the Cypress Waters project. Subsequent actions, including the negotiation of specific agreements, will be required for any funding commitments. Recommended funding will include: 1) creation of a Tax Increment Financing (TIF) District; 2) Dallas Water Utility (DWU) reimbursement of 30% of eligible water/wastewater system improvement on an actual contract basis; and 3) a Chapter 380 Grant.

It is anticipated that new property taxes generated will offset all public financial subsidies for this project. In order to minimize the City's financial risk, the Owner will advance all funding for TIF reimbursable infrastructure improvements and DWU improvements. The total estimated budget for the proposed TIF District is $67.4 million in 2010 dollars (a total including interest of $154.5 million). The term of the proposed TIF district will be no longer than 30 years. It is anticipated that 85% of the available City of Dallas tax increment and 55% of available Dallas County tax increment will be made available for the reimbursement of TIF eligible expenditures. Without creation of a TIF District to provide funds to reimburse the Owner for negotiated infrastructure costs, the proposed private development of the 1661 acre site will not occur. Reimbursements may be in the form of direct payment of increment to the Owner or through the sale of TIF and/or MMD bonds. Any such bond financing will require City Council approval as set forth in the legislation creating the MMD. The Owner will comply with all applicable TIF policies and standards (including affordable housing and M/WBE hiring requirements). The anticipated 'windfall' to the City's General Fund is approximately $17.0 million at the termination of potential TIF District collections. Without creation of the TIF District it is unlikely that this property will be developed in the near future and if developed, not at a similar density or value.

Owner is eligible for a 30% reimbursement of eligible water/wastewater improvements, based on actual contracts. Reimbursement funds will be available after completion of each designated component of the Project.

BACKGROUND (Continued)

The master agreement will contain detailed exhibits outlining infrastructure construction triggers. Based on current projections and assumptions, the entire Project at build out, is expected to require a maximum of 10 million gallons a day of water. A project master plan process is mandated by this action requiring annual meetings to coordinate the timing of private development, public infrastructure construction schedules and public service delivery issues.

Due to the complexity of the proposed deal points, all specific terms are included in Exhibit A to the Resolution.

This project will be required to meet all minimum TIF District standards related to affordable housing, M/WBE, fair housing marketing and design standards.

ESTIMATED PROJECT SCHEDULE

Master Agreement reviewed by Economic Development Committee	May 17, 2010
City Council Consideration of Revised Zoning Request	May 26, 2010
City Council review of request for MMD Ad Valorem/bond election	September 2010
MMD Bond Authorization Election	November 2010
City Council consideration of item to call a public hearing to create TIF Reinvestment Zone for Cypress Waters	October 13, 2010
City Council consideration of creation of TIF Reinvestment Zone for Cypress Waters	December 15, 2010
City Council consideration of Final TIF Reinvestment Zone Financing and Project Plan	June 2011
Begin Utility Design/Engineering (Provided by Developer)	January 1, 2012
Begin Utility Construction	July 1, 2013

PRIOR ACTION/REVIEW (COUNCIL. BOARDS, COMMISSIONS)

On May 17, 2010, the Economic Development Committee was briefed on a master agreement with Cypress Waters Land Development, LLC, an affiliate of Billingsley Development Corporation.

FISCAL INFORMATION

No cost consideration to the City

OWNER

Cypress Waters Land Development, LLC
A Texas Limited Liability Company

Lucy Billingsley, Director and Treasurer

DEVELOPER

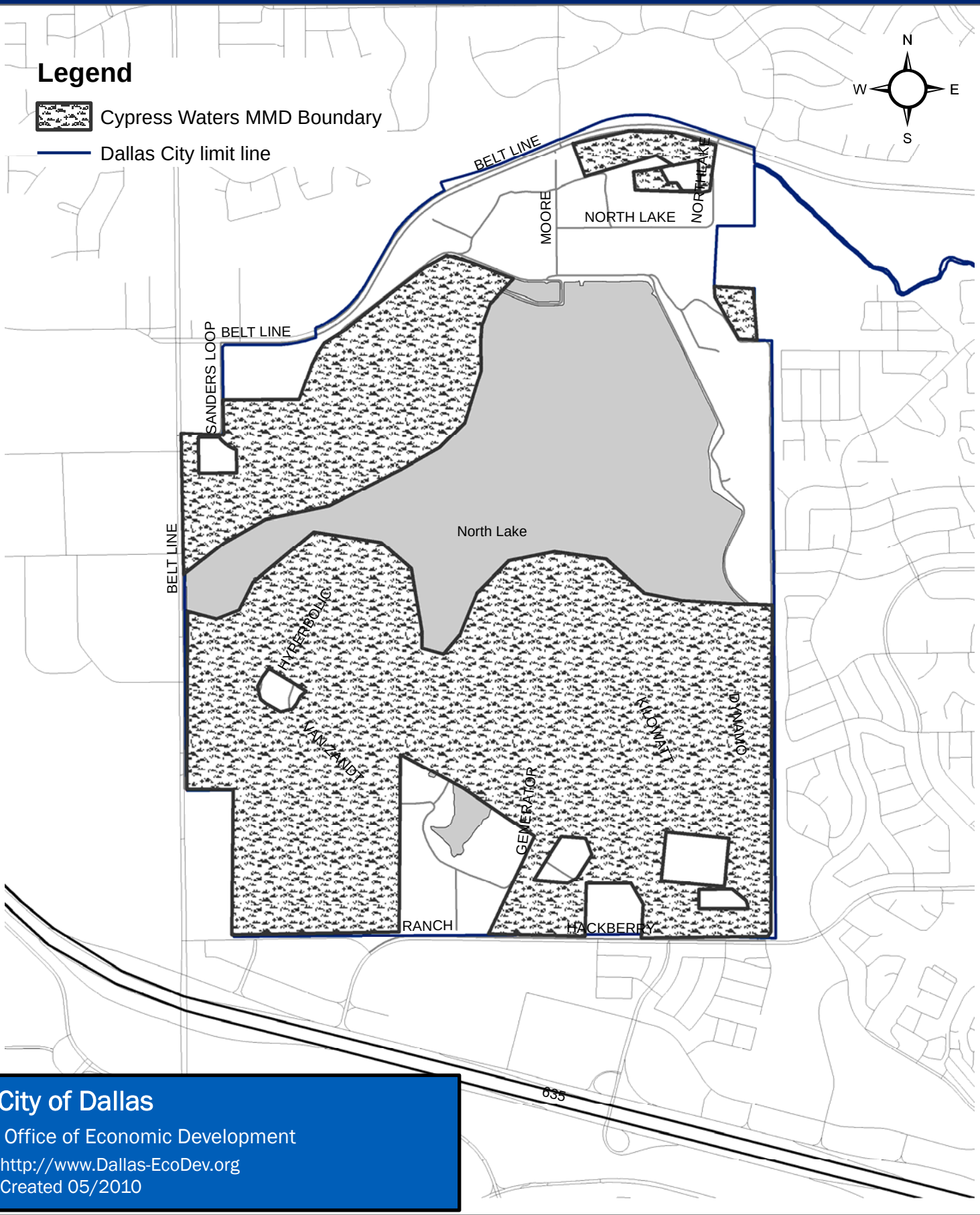
GFD Opportunity II, LLC
A Texas Limited Liability Company

Lucy Billingsley, Director and Treasurer

MAP

Attached.

Cypress Waters
Municipal Management District (MMD) Location Map



City of Dallas

Office of Economic Development

http://www.Dallas-EcoDev.org

Created 05/2010

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

WHEREAS, the City wishes to encourage the development of a large tract of land (1,661 acres) located near the intersection of LBJ Freeway (I-635) and South Belt Line Road; and

WHEREAS, the upfront cost of infrastructure improvements for the site are prohibitive and development is not likely to occur without creation of the TIF District and commitment of private funding, it is unlikely that this property will be developed in the near future and if developed, not at a similar density or value; and

WHEREAS, on May 17, 2010, the Economic Development Committee was briefed on this project; and

WHEREAS, the development of the Cypress Waters site in accordance with the terms of the master agreement and subsequent development agreements for infrastructure improvements will ultimately create an estimated $17,000,000 in annual tax revenues for City of Dallas upon build-out.

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 a master agreement between Cypress Waters Land Development, LLC and the City of Dallas outlining the future steps and conditions relating to all public financial subsidies provided for development of the 1661-acre Cypress Waters site and the needed financial commitments and strategies for private development for Cypress Waters Land Development, LLC. The detailed road map outlining the future steps and conditions for commitment of funding is described and attached hereto as **Exhibit A**.

Section 2. That the facts and recitations contained in the preamble of this Resolution are hereby found and declared to be true and correct.

Section 3. That nothing in the resolution shall be construed to require the City to approve payment from any source of City funds and that any specific request to create a special financing district or for individual funding requests shall require separate City Council actions.

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.

Distribution: Office of Economic Development - Tenna Kirk - 5CS
Office of Economic Development - Sajid Safdar, 2CN
City Attorney's Office - Barbara Martinez
City Attorney's Office - Sarah Hasib

Exhibit A – Cypress Waters Detailed Road Map

CITY OF DALLAS

May 17, 2010

Lucy Billingsley
Director and Treasurer
Billingsley Development Corporation
4100 International Pkwy, Suite 1100
Carrollton, TX 75007

Subject: Terms Letter for the Cypress Waters Project

Lucy:

The following are terms offered by City staff to you in connection with the proposed Cypress Waters Project located in the Northlake Area of Dallas (excluding all land owned by the City of Coppell, the Coppell Independent School District and Luminant). The project timeframe is approximately thirty years. Owner and City acknowledge that all possible funding sources may be explored in addition to those available to the Cypress Waters Municipal Management District ("MMD") and including the possible creation of the Cypress Waters Tax Increment Financing ("TIF") District and a Cypress Waters Public Improvement District ("PID"). The creation of a TIF district shall be based on the City Council's finding, in its sole discretion, that development or redevelopment of the Cypress Waters Project will not occur solely through private investment in the reasonably foreseeable future. Further, if the Owner requests the establishment of a PID, it shall be based on City Council findings that the PID promotes the interests of the City of Dallas and that the PID services or improvements confer a special benefit on a definable part of the City. However, it is not the current intent of the parties to use the PID to pay for supplemental services for police, fire or other City services.

This letter supersedes any other correspondence by our office about this project; **however, nothing herein shall supplant the express conditions to the City's consent for the creation of the Cypress Waters MMD as outlined in City Council Resolution No. 09-0458, approved on February**

11, 2009, attached hereto. The purpose of this nonbinding letter of intent is to present an outline of certain proposed terms of the proposed transaction to the City Council. This document will be used as a basis for master agreement listing the sequence of anticipated events and agreements related to the development of the Cypress Waters site; however, unless and until approval of the City Council is obtained and mutually satisfactory definitive documents are executed and delivered, any party may discontinue negotiations hereunder and no party shall be bound.

I. Owner. The contracting party for this agreement will be Cypress Waters Land Development, LLC, an affiliate of Billingsley Development Corporation. Other affiliates of Billingsley Development Corporation own property within the Cypress Waters project (all such affiliates, collectively, "Owner"). Billingsley Development Corporation will be the underlying development group for the project. Exhibit A-1 is a property map showing the existing ownership entities; Exhibit A-2 is a list and description of each entity.

II Project.

A. Project Description:

1. Location. The property is located at the northeast corner of LBJ Freeway and S. Beltline Road approximately 20 miles from downtown Dallas.

2. Area. The total site around North Lake includes approximately 1661 acres, all within the City of Dallas. Of that land area, Billingsley will develop 948 acres of contiguous undeveloped land which will be adjacent to a +/-362 acre lake. See Exhibit A-1.

3. Development Plan. The current build-out plan for the Cypress Waters project (the "Project") includes:

- up to 10,000 residential units;
- additional residential housing for seniors;
- approximately 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);
- an estimated 150,000 square feet of pedestrian-oriented retail space; all of which are anticipated to createan estimated 9,000 on site jobs.

4. Major Infrastructure. The current build-out plan for the Cypress Waters project (the "Project") includes the following major infrastructure improvements:

    - 5 miles of water transmission improvements;
    - 9 miles of wastewater improvements;
    - 9 miles of primary road improvements; and
    - 18 miles of secondary road improvements.

5. City Service Delivery for Site. The current build-out plan for the Cypress Waters project (the "Project") includes:

    - Police. The City of Dallas will provide basic services to the site through existing facilities. In order to improve service delivery time until permanent public safety facilities are built, Owner and the City of Dallas will have the option to work together to supply supplemental services including working with Dallas Police Department (DPD) as part of the City's Expanded Neighborhood Patrol (ENP) program to supply these services through the MMD or a to be created Public Improvement District (PID). At some point, as determined by overall development of the Project, and as assessed at annual progress/planning meetings, a DPD/Fire facility will be built as part of the Project. The construction of this facility may be funded by the Owner and reimbursed from TIF/MMD funds or funded by the City. At some intermediate point in time, the Owner shall furnish space until there is sufficient development to support a joint DPD/DFR public safety facility;

    - Fire. The City of Dallas will provide basic services to the site through existing facilities. In order to improve service delivery time until permanent public safety facilities are built, Owner and the City will have the option to work with Dallas Fire Rescue (DFR) to supply supplemental services as part of a new program that is organized like the DPD Expanded Neighborhood Patrol (ENP) program to supply these services through the MMD or a to be created Public Improvement District (PID). At some point, as determined by overall development of the Project, and as assessed at annual progress/planning meetings, a DPD/Fire facility will be built as part of the Project. The construction of this facility may be funded by the Owner and reimbursed from TIF/MMD funds or funded by the City. At some intermediate point in time,

the Owner shall furnish space until there is sufficient development to support a joint DPD/DFR public safety facility;

- Library. A City of Dallas branch library is not anticipated for the site. The City may, at a later date decide that there is sufficient demand to support it. If and when this determination is made, the City of Dallas will explore opportunities to augment library services including the possibility of a partnership with the Coppell ISD;

- Parks. Owner will maintain 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 site. Additional open space may be available through the utilization of Coppell ISD land and as part of a MMD and/or TIF funded Public Amenity Center, at Owner's option. The MMD may be utilized to supplement funds for ongoing operations and maintenance of these facilities; and

- Sanitation. All solid waste collection services for residential waste are to be provided in accordance with city ordinances specific to Chapter 18 of the City Code: Municipal Solid Wastes. The residential service can be provided by the City or, at the Owner's or MMD's option, by the MMD. In no instance will the end customer be paying two or duplicate fees for the same service. If the MMD provides the service, the City's oversight and regulation of the service must be paid for by the MMD. Further, if the solid waste collection services are provided by the MMD, the city must first amend the applicable section of City Code by Ordinance to allow for the MMD to provide these services directly. Single-family residential services must conform to the service requirements of Chapter 18, specific to service style and fees.

  All solid waste collection services for non-residential service can be provided by the MMD with the cost-of-regulation to be paid to the City by the MMD. The MMD may allow for the service to be managed and provided on an open market basis from a provider selected by the MMD – with only a franchise fee due to the City – with

whatever hauler provides the commercial services via contract arrangement.

6. Design Considerations. The Project is intended to be an exceptional development opportunity in terms of its complexity, scope and potential to change development patterns and practice in suburban North Texas. It will 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 emphasizing aesthetics, human comfort and the creation of a sense of place.

   The Project will utilize a comprehensive planning system called Traditional Neighborhood Development (TND) to include a variety of housing types and land uses in a defined area including educational facilities, civic buildings and commercial establishments to be located within walking distance of private homes. A TND is designed to include a network of paths, streets and lanes suitable for pedestrians as well as vehicles which provides residents the option of walking, biking or driving to places within their neighborhood.

B. City of Dallas supports this proposal in order to:

   1. Insure a coordinated, master-planned development of a property within the corporate limits of the City of Dallas but outside accessible city services; and

   2. Develop the property in a manner where fiscal impacts for the remainder of the City are limited and a development pattern is secured that is a net benefit to the City from a fiscal, land use and community standpoint.

C. The proposed scope of the development, including its density and mix of uses, and delivery schedule appear to generate:

   1. Sufficient general fund revenue to support public safety services for the site upon build out, and

   2. Sufficient revenue for Dallas Water Utilities enterprise funds to cover:

      a. A portion of capital expenditures (in an amount equal to 30% of the actual water and wastewater infrastructure costs on an actual contract basis and as specified in Exhibit B-1; and

b. All costs of operation and maintenance of the on-site and supporting infrastructure according to preliminary analysis by Dallas Water Utilities.

D. The Project will require public incentives as outlined below. The general intent of the incentive package is to limit City of Dallas upfront expenditures. A portion (30%) of the cost of eligible Dallas Water Utilities infrastructure will be reimbursed by Dallas Water Utilities pursuant to procedures established prior to the commencement of work. Reimbursement funds are intended to be available after completion of each designated component of the Project on an actual contract basis, as specified in Exhibits B-2through B-5. In addition, other specified infrastructure improvements may be reimbursed from a potential Tax Increment Financing District (TIF) that could provide funding from new property taxes generated by planned private development of the Cypress Water area.

E. The Owner shall make a total Project investment ("Project Investment") of approximately $2.3 billion, which is anticipated to increase total Project property values, including appreciation, by nearly $3.0 billion by the end of the term of the TIF District. Based on this commitment, City staff will recommend creation of the Cypress Waters Tax Increment Financing District to the City Council because it is unlikely that this property will be developed in the near future and if developed, not at a similar density or value. Significant changes in the private development plan or schedule for the Project may severely impact the ability of a proposed Cypress Waters TIF District to collect increment. The anticipated 'windfall' to the City's General Fund is approximately $17.0 million at the termination of potential TIF District collections.

F. Synchronization of public infrastructure and services with the build-out of the project through triggers, covenants, and clauses are essential for achieving a mutually beneficial development.

G. In 2009, the State Legislature created the Cypress Waters MMD. The Project will be able to take advantage of bond and other financing tools through the MMD (subject to the limitations as specified in Special District Local Laws Code, Chapter 3874 and such additional restrictions per Resolution No. 09-0458), with limited involuntary liability to the City of Dallas. The City of Dallas may be required to assign or pledge potential MMD fees, assessments and taxes to augment TIF revenues as and if TIF bonds are approved by City Council and sold. Other MMD revenues may be separately used to finance certain items allowed by the legislation including the ability to use MMD fees, assessments and taxes to reimburse the Owner for

costs incurred relating to start-up expenditures, legal fees and eligible infrastructure improvements and/or pledge that revenue in support of the bond or other financing (with the result being that the MMD's assessment rates will be reduced accordingly). Any MMD fees (not specifically TIF related) accrued prior to the authorization of a TIF Reinvestment Zone for Cypress Waters are not eligible for reimbursement using TIF funds. Any ongoing fees for MMD administration, not accrued for City of Dallas staff, will not be eligible for reimbursement using TIF funds, fees and costs accured for City of Dallas staff will be reimbursable from TIF funds.

H. So that any prospective purchaser of property within the boundaries of the MMD will have adequate knowledge of the impact of such taxes and assessments on its purchase, the purchaser will be notified in writing prior to closing its purchase of:

1. The tax and assessment rate(s) currently imposed by the MMD;
2. The maximum tax and assessment rates which have been established by vote of the property owners previously;
3. The history of actual taxes and assessments imposed for the previous three year period; and
4. The potential need for water or wastewater improvements as specified in Exhibits B-2 through B-5.

III. Contingencies. The financial incentives are based on the contingencies and requirements listed herein. The Owner shall:

A. Pursue all necessary permits, applications or other approvals with any pertinent federal, state or local entity involved in the Project and cooperate with the City regarding applications to the Corps of Engineers or FEMA which require the City's direct involvement, and in securing interlocal agreements with other municipalities as required;

B. Secure appropriate zoning for the site. The intent of the developer is to expand the MU-3 Base Zoning and include a 10,000 dwelling unit cap, add additional main uses such as Single-Family, Senior Housing, Data Center and Light Manufacturing, and amend various restrictions to create a more urban and pedestrian-friendly environment;

C. Procure and deed land, rights-of-way, permanent easements and other access concessions deemed necessary for construction operation and maintenance of:

1. Onsite public roads;

2. All onsite water/wastewater facilities serving the site – the location and sizes of these facilities to be agreed upon prior to the execution of the development agreement;
3. An onsite public safety facility for police and fire services within an efficient and shared design area, not to exceed two and one half acres (i.e., in the event less than two and one half acres are required, the remainder will be retained by the Owner), in a centrally located area to be agreed on prior to execution of the development agreement;
4. If required, an onsite street/public works maintenance facility to be located within the planned water tower or other onsite water facilities as described above; and
5. Other items set out in Dallas' standard development review process excluding any easements/access required on private land (e.g. offsite transportation needs) outside the Project. However, Owner and the City of Dallas acknowledge and agree that the allocation, as between the Owner and Dallas Water Utilities, of the obligation to obtain offsite easements (and costs therefor) will be determined by separate agreement at a later date.

D. Secure on site land, easements or access required by other relevant jurisdictions, and necessary permits for infrastructure connectivity to the site;

E. Maintain a project master plan that will be updated, at a minimum, every year for the first ten years of the project and every three years thereafter to ensure successful synchronization of private investments and public infrastructure and services. These meetings will commence no later than December 31, 2010. The current version of the preliminary concept plan for the Project is attached as Exhibit C-1;

F. Monitor development progress as part of the project master plan process and notify the City of Dallas and other relevant jurisdictions in sufficient time to implement public infrastructure or services as the development grows. Monitoring will involve measurement of units, residents, water flows or other physical or quantitative measures that accurately assess projected service demands;

G. Report any legislative changes that Owner is seeking or secured and the status of all financial arrangements and agreements of the MMD.

H. Provide a temporary facility to accommodate public safety needs for the site that includes space (approximately 750 square feet) and climate-controlled space to store an ambulance, and space for vehicle parking for employees, a fire engine and squad cars. The

City of Dallas will be responsible for reimbursing Owner for utility costs and operating expenses related to such space, but no other rental charges will be due.

I. Once sufficient residential and/or commercial density has been created by private development to justify a permanent space, the City of Dallas will construct and operate this as a public facility. Private development within the Project shall be monitored as part of the project master plan until development density reaches predetermined levels that warrant a permanent Dallas public safety facility as specified above.

J. At the option of the Owner, the Owner and the City will work together to secure supplemental Police services through a level of private security force or an Expanded Neighborhood Patrol that provides service substantially similar to that provided by the affiliates of Owner at their other commercial and/or multifamily projects in the D/FW area, until such time that the permanent on-site public safety facility is operational;

K. At the option of the Owner, the Owner and the City will work together to secure supplemental Fire Protection and Ambulance services through agreements with other municipalities or through an Expanded Neighborhood Patrol-like Program (to be developed) that provides supplemental services similar to services provided by the City of Dallas, until such time that the permanent on-site public safety facility is operational;

L. All solid waste collection services for residential waste are to be provided in accordance with city ordinances specific to Chapter 18 of the City Code: Municipal Solid Wastes. The residential service can be provided by the City or, at the Owner or MMD's option, by the MMD. In no instance will the end customer be paying two or duplicate fees for the same service. If the MMD provides the service, the City's oversight and regulation of the service must be paid for by the MMD. Further, if the solid waste collection services are provided by the MMD, the city must first amend the applicable section of City Code by Ordinance to allow for the MMD to provide these services directly. Single-family residential services must conform to the service requirements of Chapter 18, specific to service style and fees.

M. All solid waste collection services for non-residential service can be provided by the MMD with the cost-of-regulation to be paid to the City by the MMD. The MMD may allow for the service to be managed and provided on an open market basis from a provider selected by the MMD – with only a franchise fee due to the City – with whatever hauler provides the commercial services via contract arrangement;

N. Implement urban design standards for all private development and public amenities that creates a pedestrian friendly environment and buildings that promote activity on the street;

O. Comply with the Business Inclusion and Development ("BID") goal of twenty-five percent (25%) for publicly reimbursable construction improvements. Under this agreement, it is anticipated that most public improvements will be privately bid. Following the BID rules and reporting requirements insure that public policy hiring goals are met and that the Owner leverage lower cost contracts by eliminating public bidding requirements and timing;

P. Submit quarterly (once in every three months, starting from the construction start date) project status reports to the OED Staff (see Exhibit D-1 for format);

Q. Market the apartments pursuant to an affirmative fair housing marketing plan approved by the City;

R. Begin public infrastructure improvements for the Cypress Waters area by July 1, 2013, if a TIF District has been fully approved and established prior to such date;

S. Begin private development work by July 1, 2013, provided that the TIF District has been fully approved and established prior to such date;

T. Maintain Affordable Housing Requirements (at rates affordable to households earning 80% of area median income): The Project is eligible for TIF incentives, in part, because a minimum of 20% of the units will comply with the City's affordable housing program:

    1. Affordable units must be available for a 15 year period (from the date of CO for each individual property); and

    2. Further, if the total number of affordable units drops below 10%, a 90-day compliance period will be granted, after that the specific project development agreement for that portion of the project can be terminated.

U. Owner or MMD shall adopt an Operating and Maintenance Agreement related to the ongoing care and repair of non-standard public improvements;

V. Record the development agreement with real property records as a covenant running with the land; bind future owners of property within the Project to abide by the terms of the development agreement; and

W. These contingencies specifically exclude any obligation or responsibility, cost or otherwise, for any offsite streets, roads or any other offsite infrastructure improvements except those identified in this document.

IV. Project Financing Strategy. The Project will require public incentives as outlined below. The general intent of the incentive package is to limit City of Dallas reimbursement expenditures. The cost of some infrastructure will be paid or reimbursed from funds from the TIF as increased property tax revenue is generated by the Project. Additional sales tax revenues shall not be committed to the TIF fund. Exclusive of Dallas Water Utilities' commitment to fund 30% of eligible water and wastewater infrastructure costs as specified in Exhibit B-1 on an actual contract basis and Dallas Water Utilities' commitment to fund any oversized water transmission mains (e.g. line from the Elm Fork Treatment Plant – see V(A)(1), other City incentives shall not exceed the aggregate amount of additional property taxes or sales taxes generated during the 30 year term of the Project, as described above.

A. TIF. City staff shall recommend to City Council the establishment of one or more Tax Reinvestment Financing Reinvestment Zones to generate TIF funds to pay or reimburse the City for TIF-eligible services and improvements provided to the project by the City or to the Owner for eligible infrastructure improvements. Owner shall prepare and submit to the City by August 1, 2010 a draft Preliminary Tax Increment Financing Project Plan and Reinvestment Zone Financing Plan (to be considered at a future date by the City Council). The term of the proposed TIF district will be no longer than 30 years, unless extended by the City of Dallas. Owner and City acknowledge that the Owner's obligations under this agreement are conditioned upon creation of a TIF District as described herein.

It is anticipated that 85% of the available City of Dallas tax increment and 55% of available Dallas County tax increment will be made available for the reimbursement of TIF eligible expenditures. Based on these participation rates, it is estimated that the TIF will complete funding by year 23 and that total TIF collections will be approximately $154.5 million (see Exhibits E-1 and E-2 - Estimated Development, Development Timing, Estimated TIF Increment chart). This number will vary slightly based on the timing of TIF eligible expenditures and timing and valuation of private development within the TIF District. The developer will be liable for any project cost overruns. The TIF Budget is a maximum number. If needed TIF eligible infrastructure can be built for less than the amount in the TIF budget, the total budget may not be spent.

Reimbursements may be in the form of direct payment of increment to the Owner or through the sale of TIF and/or MMD bonds. All bond sales must comply with City of Dallas Financial Management Performance Standards. Any such bond financing will require City

Council approval as set forth in Special District Local Laws Code Chapter 3874 and Resolution No. 09-0458. The Owner will comply with all applicable TIF policies and standards (including affordable housing and M/WBE hiring requirements). The following limitations shall apply:

1. Interior minor streets are not eligible expenses under the anticipated tax increment finance budget;
2. Major thoroughfares or arterial streets as shown on Exhibit F-1 are eligible for inclusion in the anticipated TIF budget and funded from TIF funds (this exhibit may be modified as part of the project master planning process);
3. As noted above, the MMD can then pledge the tax increment revenue it is being assigned by the City of Dallas to secure bond and other types of financing without causing any involuntary liability to the City of Dallas for such financing. The proceeds from the bond financing will be used first to reimburse the Owner for advances to the TIF District. Owner may have separate funding agreements with the MMD.

B. MMD. MMD funds are special taxes and assessments to owners of property in the Cypress Waters MMD. Any funds raised through the MMD may be used for any eligible MMD expenditure. MMD funds may also be used to supplement TIF funds for bond issuances. The MMD will not charge impact fees, water fees or any other revenue recovery or surcharge for utilities.

V. Project Incentives/Requirements/Construction Triggers - DWU. Owner is eligible for a 30% reimbursement of eligible water/wastewater improvements. Reimbursement funds will be available after completion of each designated component of the Project, based on actual contracts, pursuant to Exhibits B-1 through B-5. These Exhibits may be modified by both the Owner and DWU as part of the project master planning process. The development agreement will specify the following triggers for infrastructure development. Based on current projections and assumptions, the entire Project at build out, is expected to require a maximum of 10 million gallons a day of water.

Owner and the City agree that apportionment of the costs of offsite facilities and easements, including any land/easement acquisition costs, will be 70% to Owner and 30% to DWU. Any upsizing will be paid 100% by DWU. The city will make commercially and legally reasonable efforts to acquire the easements including the use of the power of ED for the public purpose of extending water utilities, if such use is approved by the City Council in its sole discretion.

To meet these water needs one of the two scenarios shown below must occur:

A. Water Transmission

1. Scenario 1 - **Elm Fork Transmission Line** – At the present time (2010), the Dallas Water Utilities' 60" water transmission line fed by Elm Fork Treatment Plant has a capacity of 80 MGD. The City of Dallas has contractual commitments to the City of Irving, City of Coppell, DFW Airport, City of Lewisville, and Town of Flower Mound for this capacity. However, at the present time (2010), only 42.2 MGD is being utilized by all current users. The Owner will not be obligated to commence any construction activities relating to water transmission infrastructure until the City of Dallas notifies the Owner that the actual total maximum day usage equals or exceeds 85% of the total capacity (68 MGD), at which time the following schedule shall apply:

    a. Written notice to the Owner that actual total maximum day usage equals or exceeds 85% (68 MGD) of the total capacity – the Owner will commence planning for additional water transmission infrastructure to support the Project.
    b. Written notice to the Owner that actual total maximum day usage equals or exceeds 90% (72 MGD) of the total capacity – the Owner will commence design of additional water transmission infrastructure to support the Project.
    c. Written notice to the Owner that actual total maximum day usage equals or exceeds 95% (76 MGD) of the total capacity – the Owner will commence construction of additional water transmission infrastructure to support the Project.

    The total maximum day usage shall be defined as the sum of each of the wholesale customer rate of flow controller settings plus the maximum day demand serving the Cypress Waters development.

    As part of the project master planning process, Dallas Waters Utilities and Owner will re-assess flows on a regular basis and amend exhibits as necessary. In the event that this additional water transmission infrastructure is constructed, the Owner will only be responsible for the pro rata cost of a line sized to accommodate the Owner's Project demand; however, such cost shall be subject to the offsets, reimbursements, cost

sharing and other adjustments described below (V.D. – Cost Sharing.

2. Scenario 2 - **DFW Transmission Line** – The City of Dallas has an existing 30" water transmission line located along Hackberry Road (Ranch Trail) that provides water to the Dallas/Fort Worth International Airport. That line has a design capacity of 10 MGD, with only 3.5 MGD being used at the present time (2010). Initial service to the Project will be taken from this line, but the demand by DFW Airport is expected to continue to grow to the point where this line's capacity will be consumed by that user. The Owner will not be obligated to commence any construction activities relating to providing a replacement transmission line for this 30" line until the City of Dallas notifies the Owner that the calculated hydraulic grade line (HGL) elevation at the DFW airport storage reservoir is equal to or below 605.5, at which time the following schedule shall apply:

   a. Written notice to the Owner from the Owner's Engineer and approved by DWU that the calculated HGL elevation at the DFW airport storage reservoir is equal to or below 605.5 – the Owner will commence planning for additional water transmission infrastructure to support the Project.

   b. Written notice to the Owner from the Owner's Engineer and approved by DWU that the calculated HGL elevation at the DFW airport storage reservoir is equal to or below 598.0 – the Owner will commence design for additional water transmission infrastructure to support the Project.

   c. Written notice to the Owner from the Owner's Engineer and approved by DWU that the calculated HGL elevation at the DFW airport storage reservoir is equal to or below 590.5 – the Owner will commence construction of additional water transmission infrastructure to support the Project.

   The HGL elevation at the DFW airport storage reservoir shall be calculated by using the criteria defined in the Technical Memorandum prepared by Kimley-Horn and Associates, Inc. as stated in Exhibit G-1. Any changes to the assumptions of this Technical Memorandum will require further evaluation and approval by Dallas Water Utilities.

   Dallas Water Utilities will provide the Owner written notification of any changes in rate of flow control settings for all surrounding customer cities. When applicable, DWU shall provide the Owner changes in operating pressure

assumptions in the Elm Fork and DFW Transmission lines. Both the Owner and DWU understand that at no point shall:

- the physical pressure rating of the Elm Fork or DFW pipe exceed 150 PSI , or
- shall either pipe's design velocity be exceeded.

As the Project grows, the Owner's Engineer will provide Dallas Water Utilities with regular updates in modeling and hydraulic analysis for both the Elm Fork and DFW Transmission line.

Once planning is complete, Dallas Waters Utilities and Owner will re-assess flows and amend Term Sheet as necessary. The cost of this replacement water transmission line shall be the Owner's responsibility; however, such cost shall be subject to the offsets, reimbursements, cost sharing and other reductions and adjustments described below in V.D. – Cost Sharing. Further, the Owner's share of cost (if any) of such infrastructure shall be an eligible TIF project cost.

B. Coordination / Cooperation

The City of Dallas will provide periodic updates (at least semi-annually) to the Owner regarding the actual usage of the capacity in the above described water transmission lines so that the Owner will have adequate prior notice of capacity changes in order to properly coordinate development of the Project.

C. Sanitary Sewer

1. The City of Coppell has 1.8 MGD additional physical capacity available within an existing 15" line along Belt Line Road. Through an interlocal agreement to be executed between the City of Dallas and the City of Coppell, this line will be used to accommodate the initial phases of development of the Project, with the construction of a phase 1 on-site lift-station and force main, connecting at a point on Belt Line Road at Lakeshore Drive. Construction of City of Dallas sanitary sewer infrastructure will be based on the following:
   a. When the metered average 7 day sewer peak flow from the Owner's Project equals or exceeds 1.35 MGD, or when notified by the City of Coppell – the Owner will begin planning for a City of Dallas system of on-site lift-station

and force main to serve the Owner's Project which will be connected to a City of Coppell 30" sewer main located north of Belt Line Road.

b. When the metered average 7 day sewer peak flow from the Owner's Project equals or exceeds 1.6 MGD, or when notified by the City of Coppell – the Owner will begin design for a City of Dallas system of on-site lift station and force main to serve the Owner's Project which will be connected to a City of Coppell 30" sewer main located north of Belt Line Road.

c. When the metered average 7 day sewer peak flow from the Owner's Project equals or exceeds 1.68 MGD, or when notified by the City of Coppell – the Owner will begin construction of a City of Dallas system of on-site lift station and force main to serve the Owner's Project which will be connected to a City of Coppell 30" sewer main located north of Belt Line Road.

d. When the metered average 7 day sewer peak flow in the above 30" line reaches 80% of its capacity, or when notified by the City of Coppell, the Owner will initiate planning and design of an extension of the City of Dallas force main to serve the Owner's Project which will be connected to a Trinity River Authority (TRA) point of delivery near Bush Turnpike and Belt Line Road, including the potential use of a 33" TRA connector line for a portion of the route. This is contingent upon approval by TRA. Construction of this line and/or improvement will be initiated so as to complete construction prior to the flow in the City of Coppell 30" line reaching capacity.

D. Cost Sharing. The Owner's pro rata share of costs (including interest) relating to water and wastewater infrastructure approved by the City of Dallas shall be reimbursed or paid as follows: (a) reimbursement of 30% of eligible costs, on an actual contract basis approved by the Director of Dallas Water Utilities, will be paid on a completion from Dallas Water Utilities funds, and any remaining costs may be reimbursed or paid from the tax increment funds specified above.

1. Phase I water supply items specified in the Kimley-Horn & Associates August 17, 2009 report (as updated by the Owner and approved by Dallas Water Utilities and the Owner) to be completed in accordance with Exhibits B-2and B-3;

2. Phase II water supply items specified in the Kimley-Horn & Associates August 17, 2009 report (as updated by the Owner

and approved by Dallas Water Utilities and the Owner) to be completed in accordance with Exhibits B-2and B-3;

3. Phase III water supply items specified in the Kimley-Horn & Associates August 17, 2009 report (as updated by the Owner and approved by Dallas Water Utilities and the Owner) to be completed in accordance with Exhibits B-2and B-3;
4. Phase I wastewater items as specified in the Kimley-Horn & Associates August 17, 2009 report (as updated by the Owner and approved by Dallas Water Utilities and the Owner) to be completed in accordance with Exhibits B-4 and B-5.
4. Phase II wastewater items as specified in the Kimley-Horn & Associates August 17,2009 report (as updated by the Owner and approved by Dallas Water Utilities and the Owner) to be completed in accordance with Exhibits B-4 and B-5;
5. Phase III wastewater items as specified in the Kimley-Horn & Associates August 17,2009 report (as updated by the Owner and approved by Dallas Water Utilities and the Owner) to be completed in accordance with Exhibits B-4 and B-5..
6. However, the Owner's and the Project's obligations and liability with respect to the proposed water transmission lines described in subparagraph (V)(A)(1) above will be limited as follows:
    a. Owner/Project will at most be obligated for a pro rata share of actual costs;
    b. Dallas Water Utilities shall be obligated to reimburse 30% of Owner's pro rata costs, plus 100% of the cost of any oversized line constructed to satisfy demands of others;
    c. If sufficient revenue is being generated by the Project to pay for the Project's pro rata share or if City bonds are issued which could cover the costs of either of such lines, neither the Owner nor the Project will be obligated to pay any costs for such line(s); and
    d. TIF revenue can be used to reimburse any portions of such costs not paid by Dallas Water Utilities funds.
7. The Owner will grant the City of Dallas the right to review bids including engineering and other technical analysis on all public water facilities, including general infrastructure contract bids with bundled gas, water and other utilities;
8. The Owner will grant the City of Dallas the right to audit bid documents, contracts, invoices, payments, etc. Bundled utilities contracts must itemize water utilities cost portions;

9. The Owner/Project will be subject to funding only portions of water and wastewater infrastructure systems needed to support the Owner's Project, to be determined on a prorated basis.

VI. Additional City Efforts. The City will:

A. Provide basic Police and Fire Services through existing facilities and allow Owner to supply supplemental Police and Fire Services in a cost efficient manner;

B. Provide a permanent police facility presence once the site reaches a yet to be determined density of commercial and residential development. Prior to the completion of the permanent facility, appropriate on-site presence may be maintained and stationed within the temporary space;

C. Secure supplemental fire-rescue services to the site under a yet-to-be-developed program until the site reaches a yet to be determined density of commercial and residential development., at which point the City of Dallas will provide on-site Dallas-Fire Rescue presence to serve the site;

D. Provide non-public safety services as warranted according to departmental policy and City standards over the life of the Project excluding a free-standing public library or public park space;

E. Maintain streets and other public rights-of-way to the City of Dallas standards and secure necessary maintenance agreements with the Owner to fund maintenance standards that are in excess of the City of Dallas standards;

F. Engage as needed in interlocal agreements needed to secure site infrastructure;

G. Prepare an annual estimate of the total public safety and other general fund service costs expended to serve the site as part of the project master plan process;

H. Negotiate approval by the governing bodies of the respective local governments of services through interlocal agreements, these interlocal agreements shall not take effect until the development agreement is executed;

I. Assist the Owner with and support requests for NTCOG funds, Federal stimulus funds, other federal and state grants for infrastructure, parks, trails, and other improvements which may benefit the public and reduce City of Dallas expenditures;

J. Cooperate with the Owner in connection with the lowering of the lake and lake spillway in connection with the reclamation of additional developable land, and provision of water to the lake for

maintenance of a water level of approximately 490' above mean sea level or such other elevation as will result in a lake size of approximately 362 acres;

K. Cooperate with the Owner in connection with efforts to secure a DART commuter rail station within the Project in connection with DART's planned extension of the Cotton Belt rail line;

L. Cooperate with the Owner in any other public transportation or mass transit initiatives - be they bus stations, stops, trolleys, etc.

VII. Chapter 380 Grant Program. Additonally, City Staff will present to City Council a Chapter 380 Grant Program for the project to promote economic development utilizing a negotiated portion of new property taxes for the Project and other property within the balance of the 1661 acres around Northlake that is located within City of Dallas boundaries that accrue to the City of Dallas General fund.

VIII. Timing: Time is of the essence and the Owner's ability to perform in a timely manner is a material inducement to the City of Dallas to provide financial incentives for the Project. Likewise, the City of Dallas' ability to perform is a material inducement to the Owner to undertake the Project and to enter into this agreement and the ultimate development agreement. Following is a list of anticipated future actions and associated dates:

A. Revise Zoning (CPC) – March 18, 2010
B. Master Agreement to Economic Development Committee – May 17, 2010
C. City Council Consideration of Master Development Agreement – May 26, 2010.
D. City Council Consideration of Revised Zoning Request – May 26, 2010.
E. Submit draft TIF Preliminary Project Plan and Reinvestment Zone Financing Plan for review (provided by Developer) – August 1, 2010
F. City Council review of request for MMD Ad Valorem/bond election – September 2010
G. City Council consideration of item to call a public hearing to create TIF Reinvestment Zone for Cypress Waters (addendum item) – October 13, 2010
H. MMD Bond Authorization Election – November 2010
I. Begin Utility Design/Engineering (Provided by Developer) – January 1, 2012
J. City Council consideration of creation of TIF Reinvestment Zone for Cypress Waters – December 15, 2010

K. City Council consideration of Final TIF Reinvestment Zone Financing and Project Plan – June 2011
L. Begin Utility Construction – July 1, 2013

IX. City Council. Owner acknowledges and agrees that deadlines and additional conditions may be imposed by the City Council and, once established and accepted by Owner, will require further action of the City Council to modify such deadlines and additional conditions. Be aware that any material change in the minimum private investment, scope or timing of the project may require TIF Board and/or City Council approval and may impact the amount of TIF reimbursement funds available for the Project. City of Dallas commitments to the Project may be re-evaluated at such time as the Project's completion is materially delayed or the scope of the Project is reduced in any material manner, and in the event of any such material delay which is not approved by the TIF Board and/or the City of Dallas, the amount of TIF funds committed to the Project may be reduced.

The City staff will use reasonable efforts to present an item requesting that the City Council authorize an agreement reflecting these terms as soon as possible. Be aware that final scheduling of City Council items is done by the City Manager's Office.

This letter supersedes all prior meetings and correspondence. Please call me if you have any questions or concerns.

We look forward to hearing back from you and hope that these terms are acceptable to Owner.

Sincerely,

AC Gonzalez,
Assistant City Manager

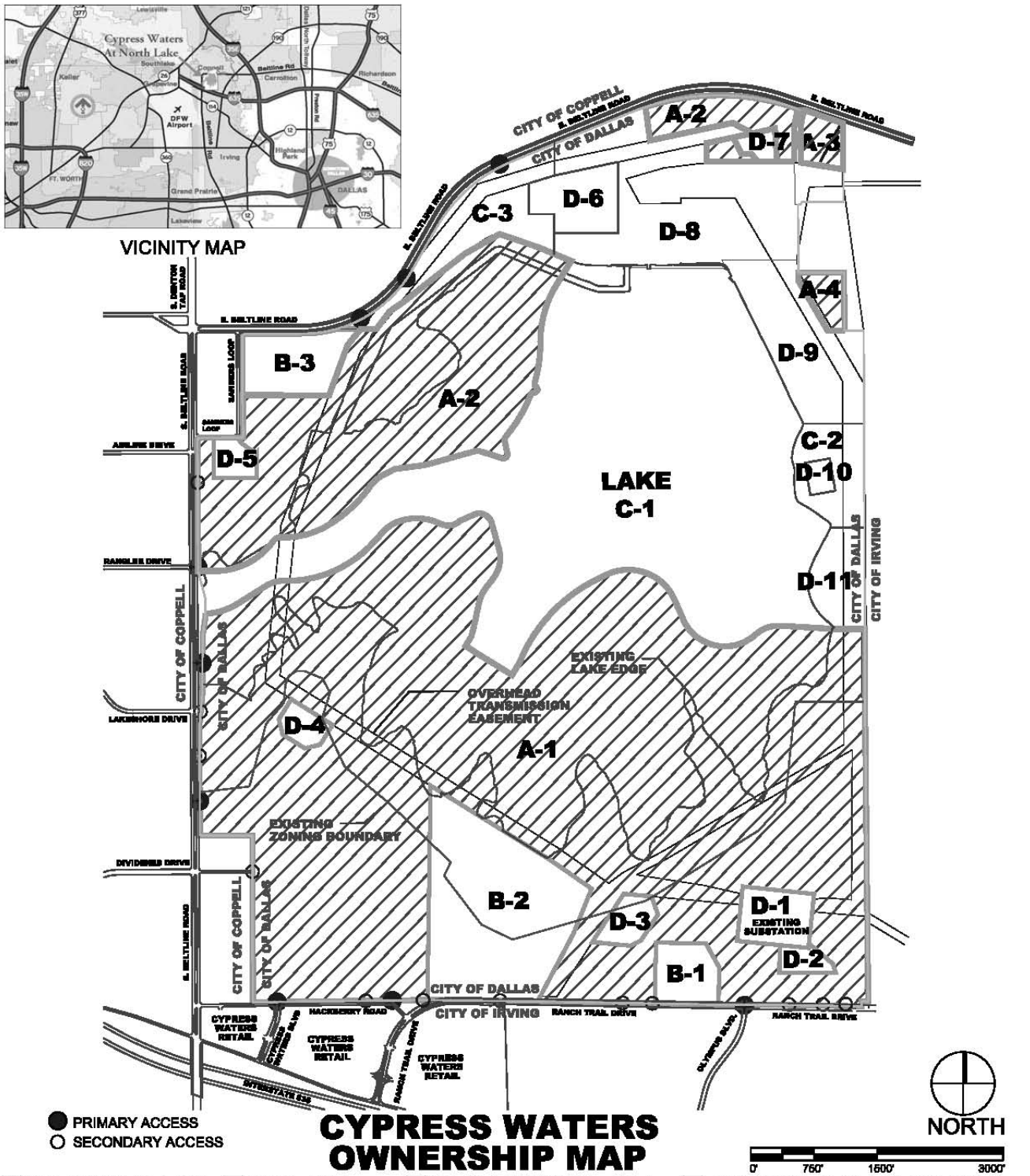
APPROVED AND ACCEPTED
By: Cypress Waters Land Development, LLC

_____

Lucy Billingsley
Director and Treasurer

Exhibit A – Cypress Waters Detailed Road Map

EXHIBIT A-1



BILLINGSLEY: 948 Ac.
*TIF PROPERTY
Tract A-1: 729.07 Ac.
Tract A-2: 186.46 Ac.
Tract A-3: 19.60 Ac.
Tract A-4: 7.56 Ac.
Tract A-5: 6.24 Ac.

CISD: 102 Ac.
*NON-TIF PROPERTY
Tract B-1: 12.0 Ac.
Tract B-2: 70.0 Ac.
Tract B-3: 20.0 Ac.

CITY OF COPPELL: 413 Ac.
*NON-TIF PROPERTY
Tract C-1: 362.41 Ac.
Tract C-2: 18.97 Ac.
Tract C-3: 31.52 Ac.

LUMINANT GENERATION: 200 Ac.
*NON-TIF PROPERTY
Tract D-1: 12.60 Ac.
Tract D-2: 4.0 Ac.
Tract D-3: 6.89 Ac.
Tract D-4: 5.0 Ac.
Tract D-5: 5.0 Ac.
Tract D-6: 15.96 Ac.
Tract D-7: 3.24 Ac.
Tract D-8: 104.96 Ac.
Tract D-9: 22.73 Ac.
Tract D-10: 2.74 Ac.
Tract D-11: 16.87 Ac.

DATE: 04 / 08 /10

Exhibit A – Cypress Waters Detailed Road Map

EXHIBIT A-2

LIST OF OWNER ENTITIES

The following is a list of the various Billingsley affiliates who own land within the Cypress Waters Project:

1. CROW-BILLINGSLEY 635 BELTLINE, LTD., a Texas limited partnership
2. CYPRESS WATERS RETAIL NO. 1, LTD., a Texas limited partnership
3. BILLINGSLEY CORNELL CAPITAL, L.P., a Texas limited partnership
4. HENRY BILLINGSLEY
5. HEMINGWAY DEVELOPMENT CORP., INC., a Texas corporation
6. CB BELTLINE NO. 1, LTD., a Texas limited partnership (also known as Beltline No. 1, Ltd.)
7. THIMPHU DEVELOPMENT, LTD., a Texas limited partnership
8. TRAMMELL CROW COMPANY NO. 33, LTD., a Texas limited partnership
9. CROW-BILLINGSLEY PLANO PARKWAY, LTD., a Texas limited partnership
10. CROW-BILLINGSLEY BELTLINE, LTD., a Texas limited partnership
11. THE GEORGE HARLAN BILLINGSLEY TRUST II, a Texas trust
12. CROW-BILLINGSLEY NORTHLAKE HB&T JOINT VENTURE, a Texas joint venture
13. BILLINGSLEY LAKE CAROLYN PARTNERS, LTD., a Texas limited partnership (also known as Crow-Billingsley Lake Carolyn Partners, Ltd.)
14. CROW-BILLINGSLEY LUNA ROAD, LTD., a Texas limited partnership
15. CB LUNA INDUSTRIAL NO. 1, LTD., a Texas limited partnership
16. CB LUNA INDUSTRIAL NO. 2, LTD.,
17. CB LUNA INDUSTRIAL NO. 3, LTD., a Texas limited partnership
18. CB LUNA INDUSTRIAL NO. 4, LTD., a Texas limited partnership
19. CROW-BILLINGSLEY MCKINNEY 380, LTD., a Texas limited partnership
20. TRAMMELL CROW COMPANY NO. 43, LTD., a Texas limited partnership

CYPRESS WATERS WATER/WASTEWATER INFRASTRUCTURE
Date: 10/20/09

WATER

General Water Infrastructure Needs						Design-costs (%)			Construction-costs (%)			Advertise/Award/	Maintain	Related Agreements/Notes
Item	Phase	Description	Years	Physical Location/ Classification	Or Evaluated Cost?	Est. Cost[1]	DWU	Developer/MMD	Est. Cost	DWU[3]	Developer/MMD	Manage Construction		
1	1	Main connection to Coppell (and related infrastructure)	1-11	Onsite/Onsite	NA	$ 42,000	30%	70%	$ 322,000	30%	70%	Developer/Cypress MMD	DWU	Standard Private Contract
2	1	24" Transmission main to water tower	1-11	Onsite/Onsite	NA	$ 144,345	30%	70%	$ 1,106,645	30%	70%	Developer/Cypress MMD	DWU	Standard Private Contract
3	1	Pump Station (and related infrastructure)	1-11	Onsite/Offsite	NA	$ 450,000	30%	70%	$ 3,450,000	30%	70%	Developer/Cypress MMD	DWU	Standard Private Contract
4	1	Ground Storage Tank (and related infrastructure)	1-11	Onsite/Offsite	NA	$ 450,000	30%	70%	$ 3,450,000	30%	70%	Developer/Cypress MMD	DWU	Standard Private Contract
5	1	Connect to DFW Transmission Main	1-11	Offsite/Offsite	NA	$ 15,000	30%	70%	$ 115,000	30%	70%	Developer/Cypress MMD	DWU	Standard Private Contract
6	1	Elevated Water Tank (and related infrastructure)	1-11	Onsite/Offsite	NA	$ 450,000	30%	70%	$ 3,450,000	30%	70%	Developer/Cypress MMD	DWU	Standard Private Contract
7	2	Additional Pump Capacity	12-14	Onsite/Offsite	NA	$ 150,000	30%	70%	$ 1,150,000	30%	70%	Developer/Cypress MMD	DWU	Standard Private Contract
11	NA	All other potential offsite DWU inherited infrastructure to accomodate Cypress MMD[4]	0-End	Offsite	Yes	$ -	30%	70%	$ -	30%	70%	Developer/Cypress MMD	DWU	Standard Private Contract
12	NA	All other onsite water infrastructure needs to accommodate Cypress MMD[4]	0-End	Onsite/Onsite	NA	$ -	30%	70%	$ -	30%	70%	Developer/Cypress MMD	DWU	Standard Private Contract
						$ 1,701,345	$ 510,404	$ 1,190,942	$ 13,043,645	$ 3,913,094	$ 9,130,552			

Possible Water Infrastructure Needs (TBD)						Design-costs (%)			Construction-costs (%)			Advertise/Award/	Maintain	Related Agreements/Notes
Item	Phase	Description	Years	Physical Location/ Classification	Or Evaluated Cost?	Est. Cost[1]	DWU	Developer/MMD	Est. Cost	DWU[3]	Developer/MMD	Manage Construction		
8*	3	Transmission Main (connect to 54")[2]	15-End	Offsite/Offsite	Yes	$ 461,738	TBD	TBD	$ 3,539,986	TBD	TBD	TBD	DWU	TBD
9*	3	Transmission from plant to tie into Exist 54" after Coppell[2]	15-End	Offsite/Offsite	Yes	$ 461,738	TBD	TBD	$ 3,539,986	TBD	TBD	TBD	DWU	TBD
10*	3	Pump Station at Plant	15-End	Offsite/Offsite	NA	$ 450,000	TBD	TBD	$ 3,450,000	TBD	TBD	TBD	DWU	TBD
						$ 1,373,475	$ -	$ -	$ 10,529,975	$ -	$ -			

*The transmission main from plant to existing 54" after Coppell connection point is included in this estimate but shall be built only if absolutely necessary, and costs will be shared by Cypress Waters on a pro-rata basis with other entities who use this capacity (Coppell, Lewisville, Flower Mound, etc.)

Possible Water Infrastructure Totals (TBD)								
			$ 3,074,820	$ 510,404	$ 1,190,942	$ 23,573,620	$ 3,913,094	$ 9,130,552

WASTEWATER

General WasteWater Infrastructure Needs						Design-costs (%)			Construction-costs (%)			Advertise/Award/	Maintain	Related Agreements/Notes
Item	Phase	Description	Years	Classification	Or Evaluated Cost?	Est Cost[1]	DWU	Developer/MMD	Est Cost	DWU[3]	Developer/MMD	Manage Construction		
1	1	First Phase 12" Force Main (Connect to Coppell)	1-4	Onsite/Onsite	NA	$ 28,500	30%	70%	$ 218,500	30%	70%	Developer/Cypress MMD	DWU	Standard Private Contract
2	1	Phase I Lift Station (and related infrastructure)	1-4	Onsite/Onsite	NA	$ 186,500	30%	70%	$ 1,276,500	30%	70%	Developer/Cypress MMD	DWU	Standard Private Contract
3	2	Phase II Lift station (and related infrastructure)	5-6	Onsite/Offsite	NA	$ 564,000	30%	70%	$ 4,324,000	30%	70%	Developer/Cypress MMD	DWU	Standard Private Contract
4	2	Force Main Connect to Coppell 30"	5-6	Onsite/Offsite	Yes	$ 491,400	30%	70%	$ 3,767,400	30%	70%	Developer/Cypress MMD	DWU	Standard Private Contract
5	2	Gravity Force Main Connection	5-6	Onsite/Onsite	NA	$ 217,500	30%	70%	$ 1,667,500	30%	70%	Developer/Cypress MMD	DWU	Standard Private Contract
6	3	Phase III Lift station (and related infrastructure)	7-End	Offsite	NA	$ 249,000	30%	70%	$ 1,909,000	30%	70%	Developer/Cypress MMD	DWU	Standard Private Contract
7	3	Force Main-Connect to Phase II Lift station	7-End	Onsite/Onsite	NA	$ 72,000	30%	70%	$ 552,000	30%	70%	Developer/Cypress MMD	DWU	Standard Private Contract
8	3	Force Main, Connect to 33" TRA Connector Line	7-End	Offsite/Offsite	Yes	$ 317,250	30%	70%	$ 2,432,250	30%	70%	Developer/Cypress MMD	DWU	Standard Private Contract
9	3	33" TRA Connector Line to Exit EF-14 connect via new Manhole	7-End	Offsite/Offsite	Yes	$ 429,000	30%	70%	$ 3,289,000	30%	70%	Developer/Cypress MMD	DWU	Standard Private Contract
10	NA	All other potential offsite DWU inherited infrastructure to accomodate Cypress MMD[4]	7-End	Offsite	Yes	$ -	30%	70%	$ -	30%	70%	Developer/Cypress MMD	DWU	Standard Private Contract
11	NA	All other onsite wastewater infrastructure needs to accommodate Cypress MMD[4]	0-End	Onsite/Onsite	NA	$ -	30%	70%	$ -	30%	70%	Developer/Cypress MMD	DWU	Standard Private Contract
						$ 2,535,150	$ 760,545	$ 1,774,605	$ 19,436,150	$ 5,830,845	$ 13,605,305			

NOTES
Offsite means primarily offsite from the Cypress Waters Development Area or infrastructure with a permanent potential DWU "regional" benefit
Onsite means primarily in the Cypress waters development area or immediately adjacent to it with only a local benefit
Onsite includes all distribution and collection mains
Related Infrastructure includes power, lighting and items typical of a similar DWU asset

[1] In 2009 dollars
[2] Split between total cost on the estimate
[3] "UP TO 30%" or Evaluated cost table (as applicable in Chapter 49)
4 Not to include power or other non essential -water/wastewater items

ESTIMATED CONSTRUCTION COSTS (w/o Elm Fork Transmission Line)[1]			%
Cost to Developer	$	25,701,403	70%
Cost to DWU	$	11,014,887	30%
	$	36,716,290	

Exhibit A – Cypress Waters Detailed Road Map

EXHIBIT B-2

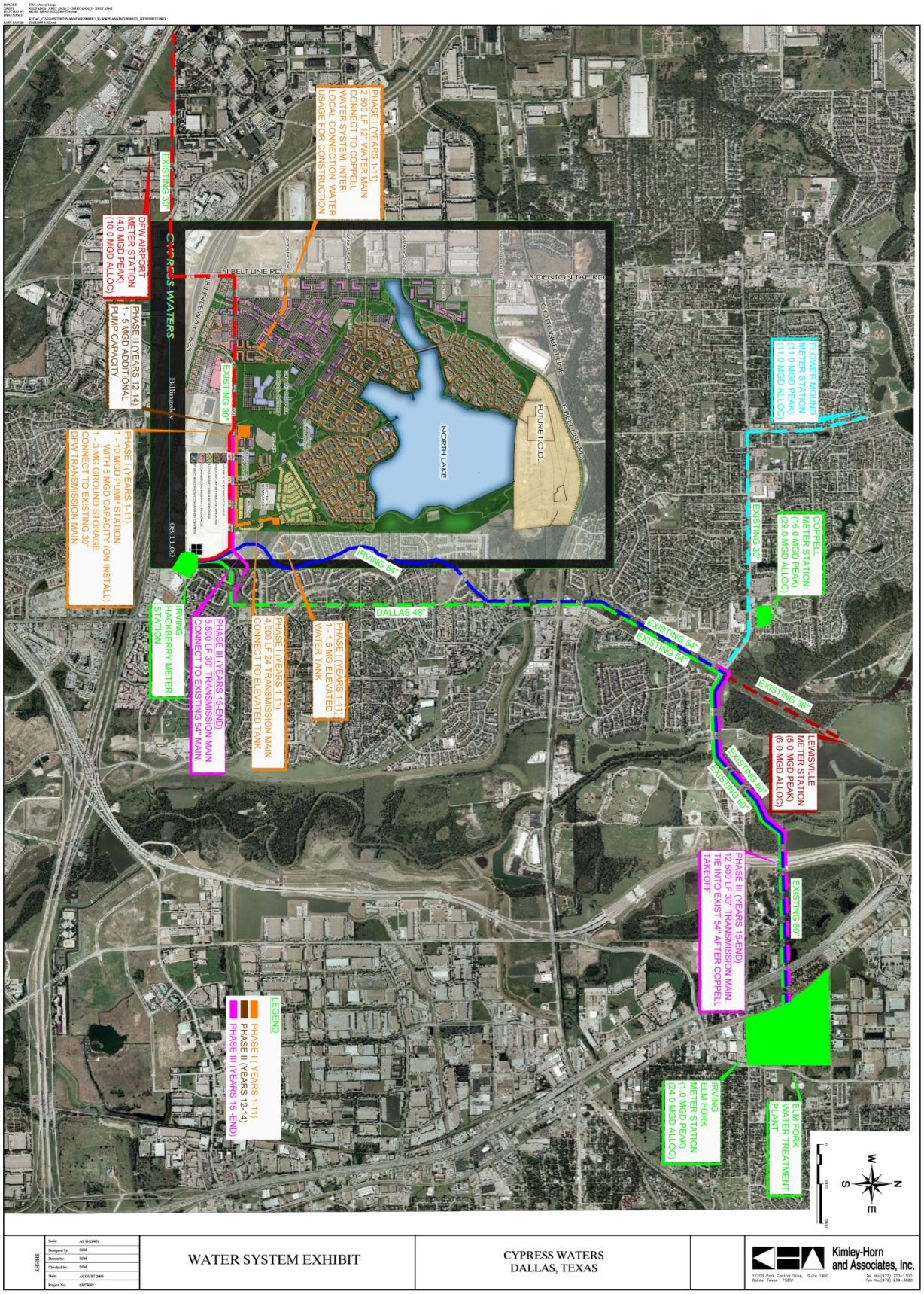


EXHIBIT B-3

Cypress Water

Water Costs ~ 10,000 Units

August 17, 2009 ~ Kimley-Horn and Associates

Cnt	Description	Units	Quantity	Cost Per Unit	Cost
	Phase I - Years 1 to 11				
1	24" Transmission Line	LF	4,000	$210	$840,000
2	Meter Station	EA	1	$60,000	$60,000
3	24" Valves	EA	3	$15,600	$46,800
4	30" Cross-Connect to Irving 54" Line	LS	1	$100,000	$100,000
5	Tie into existing 30" Water Line	EA	1	$15,500	$15,500
7	10 MGD {ump Station w/ 5.0 MGD Capacity (on install)	LS	1	$3,000,000	$3,000,000
8	1.5 MG Elevated Storage Tank	GAL	1,500,000	$2	$3,000,000
9	3.0 MG Ground Storage Tank	GAL	3,000,000	$1	$3,000,000
10	12" Connection to Coppell w/ Meter @ Belt Line & Dividend	LS	1	$30,000	$30,000
11	12" Water Main to Coppell	LF	2,500	$100	$250,000
12	Subtotal				$10,342,300
13	Engineering Contingencies		15.00%		$1,551,345
14	Construction Contingencies		15.00%		$1,551,345
15	**Total - Years 1 to 11**				**$13,444,990**
	Phase II - Years 12 to 14				
16	5 MGD Pump Capacity (add additional Pumps)	LS	1	$1,000,000	$1,000,000
17	Subtotal				$1,000,000
18	Engineering Contingencies		15.00%		$150,000
19	Construction Contingencies		15.00%		$150,000
20	**Total - Years 12 to 14**				**$1,300,000**
	Phase III - Years 15 to End				
21	30" Transmission Line (From Plant)	LF	12,500	$275	$3,437,500
22	30" Transmission Line (From Irving to Project)	LF	5,500	$240	$1,320,000
23	30" Valves	EA	5	$27,000	$135,000
24	54" x 30" Reducer	EA	1	$18,500	$18,500
25	30" x 24" Reducer	EA	1	$15,500	$15,500
26	42" Borings	LF	1,800	$600	$1,080,000
27	River Crossing (By Bore)	LS	1	$150,000	$150,000
28	11 MGD Pump Station at Plant	LS	1	$3,000,000	$3,000,000
29	Subtotal				$9,156,500
30	Engineering Contingencies		15.00%		$1,373,475
31	Construction Contingencies		15.00%		$1,373,475
32	Total - Years 15 to End				$11,903,450
33	**TOTAL WATER COSTS (2009 Dollars)**				**$26,648,440**

Exhibit A – Cypress Waters Detailed Road Map

EXHIBIT B-4

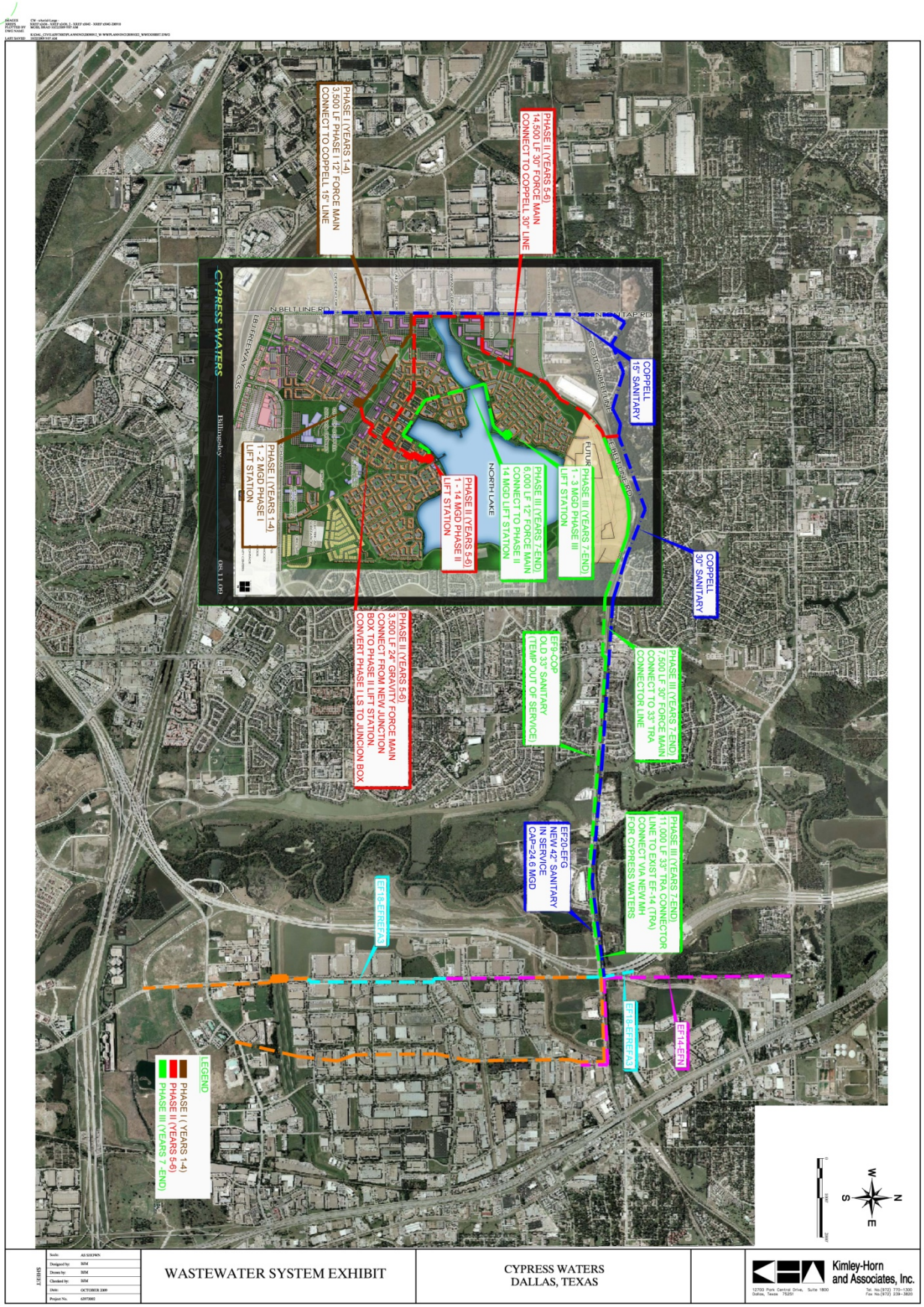


EXHIBIT B-5

Cypress Water

Wastewater Costs ~ 10,000 Units

August 17, 2009 ~ Kimley-Horn and Associates

Cnt	Description	Units	Quantity	Cost Per Unit	Cost
	Phase I - Years 1 to 4				
1	Phase I Lift Station	LS	1	$850,000	$850,000
3	Metering Station	LS	1	$100,000	$100,000
4	SCADA	EA	1	$60,000	$60,000
5	Electricity to Site	EA	1	$100,000	$100,000
6	Bore Under Beltline	LF	200	$350	$70,000
7	12" Force Main (Ph I LS to Beltline & Lakeshore)	LF	1,000	$120	$120,000
8	Subtotal				$1,300,000
9	Engineering Contingencies		15%		$195,000
10	Construction Contingencies		15%		$195,000
11	Total (Years 1 to 4)				$1,690,000
	Phase II - Years 5 to 6				
12	Phase II Lift Station (14.0 MGD)	LS	1	$3,500,000	$3,500,000
13	24' Gravity Line (Ph I LS to Ph II LS)	LF	5,200	$250	$1,300,000
14	30" Pressure Force Main (Ph II LS to Coppell 30")	LF	11,700	$280	$3,276,000
15	Convert Phase I LS to Junction Structure	EA	1	$150,000	$150,000
16	SCADA	EA	1	$60,000	$60,000
17	Electricity to Site	EA	1	$100,000	$100,000
18	Metering Station	LS	1	$100,000	$100,000
19	Subtotal				$8,486,000
20	Engineering Contingencies		15%		$ 1,272,900
21	Construction Contingencies		15%		$ 1,272,900
22	Total (Years 5 to 6)				$11,031,800
	Phase III - Years 7 to End				
23	Phase III Lift Station (3 MGD)	LS	1	$1,500,000	$1,500,000
24	SCADA	EA	1	$60,000	$60,000
25	Eletricity to Site	EA	1	$100,000	$100,000
26	12" Pressure Force Main (Ph III LS to Ph II LS)	LF	4,000	$120	$480,000
27	Force Main to Gravity Junction Structure	EA	1	$15,000	$15,000
28	30" Pressure Force Main (to 33" TRA Connector Line)	LF	7,500	$280	$2,100,000
29	33" TRA Connector Line	LF	11,000	$260	$2,860,000
30	Subtotal				$7,115,000
31	Engineering Contingencies		15%		$1,067,250
32	Construction Contingencies		15%		$1,067,250
33	Total (Years 7 to End)				$9,249,500
34	**TOTAL WATER COSTS (2009 Dollars)**				**$21,971,300**

Exhibit A – Cypress Waters Detailed Road Map

EXHIBIT C-1

Exhibit A – Cypress Waters Detailed Road Map

EXHIBIT D-1

Quarterly Project Status Report

Prepared by:

Project name:

Report period:

Required project start date:

Actual project start date:
(attach permits as applicable)

Required completion date:

Current expected completion date:
(attach Certificate of Occupancy and/or Certificates of Acceptance as applicable)

Square Footage and/or number of units or rooms completed:

Briefly describe project progress during this period:

Which documents did you submit to the City of Dallas Business Development & Procurement Services? When? (attach copies as applicable)

Which documents did you submit to the City of Dallas Fair Housing Department? When? (attach copies as applicable)

Exhibit A – Cypress Waters Detailed Road Map

Describe any issues of concern with City of Dallas departments (such as Office of Economic Development, Business Development & Procurement Services, Fair Housing, Development Services, Public Works and Transportation, etc.)

Additional required attachments:

- **4-8 current construction progress pictures from four sides of the project.**
- **Updated private and public improvement cost schedules if there are significant changes from original submittal.**

Submitted by:

Signature:_____

Printed name:_____

Date:_____

Exhibit A – Cypress Waters Detailed Road Map

EXHIBIT E-1

CYPRESS WATERS
PROPOSED DEVELOPMENT PHASING
September 24, 2009

Year	Multi-Family (Units)		Single Family (Units)		Office (Square Footage)		Retail (Square Footage)	
	Per Year	Cummulative	Per Year	Cummulative	Per Year	Cummulative	Per Year	Cummulative
1	0	0	0	0	0	0	0	0
2	0	0	0	0	200,000	200,000	0	0
3	667	667	0	0	0	200,000	0	0
4	0	667	0	0	200,000	400,000	0	0
5	667	1,334	0	0	0	400,000	0	0
6	0	1,334	0	0	180,000	580,000	7,500	7,500
7	667	2,001	50	50	180,000	760,000	7,500	15,000
8	0	2,001	0	50	180,000	940,000	7,500	22,500
9	750	2,751	50	100	180,000	1,120,000	7,500	30,000
10	0	2,751	0	100	180,000	1,300,000	7,500	37,500
11	750	3,501	50	150	180,000	1,480,000	7,500	45,000
12	0	3,501	0	150	180,000	1,660,000	7,500	52,500
13	750	4,251	50	200	180,000	1,840,000	7,500	60,000
14	0	4,251	0	200	180,000	2,020,000	7,500	67,500
15	750	5,001	50	250	180,000	2,200,000	7,500	75,000
16	0	5,001	0	250	180,000	2,380,000	7,500	82,500
17	750	5,751	50	300	180,000	2,560,000	7,500	90,000
18	0	5,751	0	300	180,000	2,740,000	7,500	97,500
19	750	6,501	50	350	180,000	2,920,000	7,500	105,000
20	0	6,501	0	350	180,000	3,100,000	7,500	112,500
21	750	7,251	50	400	180,000	3,280,000	7,500	120,000
22	0	7,251	0	400	180,000	3,460,000	7,500	127,500
23	750	8,001	50	450	180,000	3,640,000	7,500	135,000
24	0	8,001	0	450	180,000	3,820,000	7,500	142,500
25	750	8,751	50	500	180,000	4,000,000	7,500	150,000
26	0	8,751	0	500	0	4,000,000	0	150,000
27	749	9,500	0	500	0	4,000,000	0	150,000
28	0	9,500	0	500	0	4,000,000	0	150,000
29	0	9,500	0	500	0	4,000,000	0	150,000
30	0	9,500	0	500	0	4,000,000	0	150,000
Total	**9,500**		**500**		**4,000,000**		**150,000**	

Exhibit A – Cypress Waters Detailed Road Map

EXHIBIT E-2

PROJECTED TIF INCREMENT SCHEDULE

Tax Year		Property Value Total	Anticipated Captured Value	Part'n Rate City	TIF Contribution City	City's TIF Admin Fees	Part'n Rate County	TIF Contribution Dallas County	TIF Contribution School	TIF Contribution DCCCD	TIF Contribution DCHD	Total TIF Contribution	TOTAL TIF 2009 NPV @ 5.00%
Base	2010	$83,518	$0		$0	$0		$0	$0	$0	$0	$0	$0
1	2011	$83,518	$0	0.00%	$0	$0	0.00%	$0	$0	$0	$0	$0	$0
2	2012	$47,799,729	$47,716,211	85.00%	$392,900	($60,000)	55.00%	$77,537	$0	$0	$0	$410,437	$354,551
3	2013	$96,352,716	$96,269,198	85.00%	$804,047	($61,800)	55.00%	$158,674	$0	$0	$0	$900,922	$1,095,741
4	2014	$133,962,185	$133,878,668	85.00%	$942,682	($63,654)	55.00%	$186,033	$0	$0	$0	$1,065,061	$1,930,244
5	2015	$186,731,115	$186,647,597	85.00%	$1,381,522	($65,564)	55.00%	$272,636	$0	$0	$0	$1,588,595	$3,115,678
6	2016	$225,929,451	$225,845,933	85.00%	$1,526,432	($67,531)	55.00%	$301,233	$0	$0	$0	$1,760,134	$4,366,573
7	2017	$334,801,026	$334,717,509	85.00%	$2,541,549	($69,556)	55.00%	$501,561	$0	$0	$0	$2,973,553	$6,379,191
8	2018	$378,348,943	$378,265,425	85.00%	$2,500,908	($71,643)	55.00%	$493,541	$0	$0	$0	$2,922,806	$8,263,258
9	2019	$512,643,309	$512,559,791	85.00%	$3,718,550	($73,792)	55.00%	$733,836	$0	$0	$0	$4,378,593	$10,951,334
10	2020	$561,282,918	$561,199,400	85.00%	$3,669,707	($76,006)	55.00%	$724,197	$0	$0	$0	$4,317,898	$13,475,920
11	2021	$695,807,509	$695,723,991	85.00%	$4,910,974	($78,286)	55.00%	$969,155	$0	$0	$0	$5,801,842	$16,706,603
12	2022	$749,574,356	$749,490,838	85.00%	$4,872,920	($80,635)	55.00%	$961,645	$0	$0	$0	$5,753,930	$19,758,035
13	2023	$908,058,647	$907,975,129	85.00%	$6,297,982	($83,054)	55.00%	$1,242,874	$0	$0	$0	$7,457,802	$23,524,731
14	2024	$967,730,613	$967,647,095	85.00%	$6,266,368	($85,546)	55.00%	$1,236,635	$0	$0	$0	$7,417,456	$27,092,655
15	2025	$1,124,139,644	$1,124,056,126	85.00%	$7,695,213	($88,112)	55.00%	$1,518,610	$0	$0	$0	$9,125,711	$31,273,248
16	2026	$1,204,560,538	$1,204,477,020	85.00%	$7,778,928	($90,755)	55.00%	$1,535,130	$0	$0	$0	$9,223,303	$35,297,344
17	2027	$1,373,253,533	$1,373,170,015	85.00%	$9,330,262	($93,478)	55.00%	$1,841,278	$0	$0	$0	$11,078,062	$39,900,508
18	2028	$1,445,639,959	$1,445,556,442	85.00%	$9,318,929	($96,282)	55.00%	$1,839,041	$0	$0	$0	$11,061,688	$44,277,993
19	2029	$1,643,188,769	$1,643,105,251	85.00%	$11,073,357	($99,171)	55.00%	$2,185,268	$0	$0	$0	$13,159,454	$49,237,653
20	2030	$1,722,876,684	$1,722,793,166	85.00%	$11,089,239	($102,146)	55.00%	$2,188,403	$0	$0	$0	$13,175,496	$53,966,897
21	2031	$1,918,201,841	$1,918,118,323	85.00%	$12,849,802	($105,210)	55.00%	$2,535,841	$0	$0	$0	$15,280,432	$59,190,510
22	2032	$2,005,213,583	$2,005,130,065	85.00%	$12,892,452	($108,367)	0.00%	$0	$0	$0	$0	$12,784,085	$63,352,641
23	2033	$2,233,178,331	$2,233,094,813	74.10%	$12,991,472	($111,618)	0.00%	$0	$0	$0	$0	$12,879,855	$67,346,271
24	2034	$2,328,572,426	$2,328,488,908	0.00%	$0	$0	0.00%	$0	$0	$0	$0	$0	$67,346,271
25	2035	$2,554,201,275	$2,554,117,757	0.00%	$0	$0	0.00%	$0	$0	$0	$0	$0	$67,346,271
26	2036	$2,592,720,448	$2,592,636,930	0.00%	$0	$0	0.00%	$0	$0	$0	$0	$0	$67,346,271
27	2037	$2,613,699,112	$2,613,615,594	0.00%	$0	$0	0.00%	$0	$0	$0	$0	$0	$67,346,271
28	2038	$2,634,992,456	$2,634,908,938	0.00%	$0	$0	0.00%	$0	$0	$0	$0	$0	$67,346,271
29	2039	$2,656,605,200	$2,656,521,682	0.00%	$0	$0	0.00%	$0	$0	$0	$0	$0	$67,346,271
30	2040	$2,678,542,135	$2,678,458,618	0.00%	$0	$0	0.00%	$0	$0	$0	$0	$0	$67,346,271
31	2041	$2,700,808,125	$2,700,724,607	0.00%	$0	$0	0.00%	$0	$0	$0	$0	$0	$67,346,271
32	2042	$2,723,408,104	$2,723,324,586	0.00%	$0	$0	0.00%	$0	$0	$0	$0	$0	$67,346,271
33	2043	$2,746,347,083	$2,746,263,565	0.00%	$0	$0	0.00%	$0	$0	$0	$0	$0	$67,346,271
34	2044	$2,769,630,146	$2,769,546,628	0.00%	$0	$0	0.00%	$0	$0	$0	$0	$0	$67,346,271
35	2045	$2,793,262,456	$2,793,178,938	0.00%	$0	$0	0.00%	$0	$0	$0	$0	$0	$67,346,271
36	2046	$2,817,249,250	$2,817,165,732	0.00%	$0	$0	0.00%	$0	$0	$0	$0	$0	$67,346,271
37	2047	$2,841,595,846	$2,841,512,328	0.00%	$0	$0	0.00%	$0	$0	$0	$0	$0	$67,346,271
38	2048	$2,866,307,641	$2,866,224,123	0.00%	$0	$0	0.00%	$0	$0	$0	$0	$0	$67,346,271
39	2049	$2,891,390,112	$2,891,306,595	0.00%	$0	$0	0.00%	$0	$0	$0	$0	$0	$67,346,271
40	2050	$2,916,848,821	$2,916,765,304	0.00%	$0	$0	0.00%	$0	$0	$0	$0	$0	$67,346,271
41	2051	$2,942,689,411	$2,942,605,893	0.00%	$0	$0	0.00%	$0	$0	$0	$0	$0	$67,346,271
					$134,846,192	($1,832,207)		$21,503,129	$0	$0	$0	$154,517,114	
NPV					$58,386,094	-$938,722		$9,898,899	$0	$0	$0	$67,346,271	

Exhibit A – Cypress Waters Detailed Road Map

EXHIBIT F-1

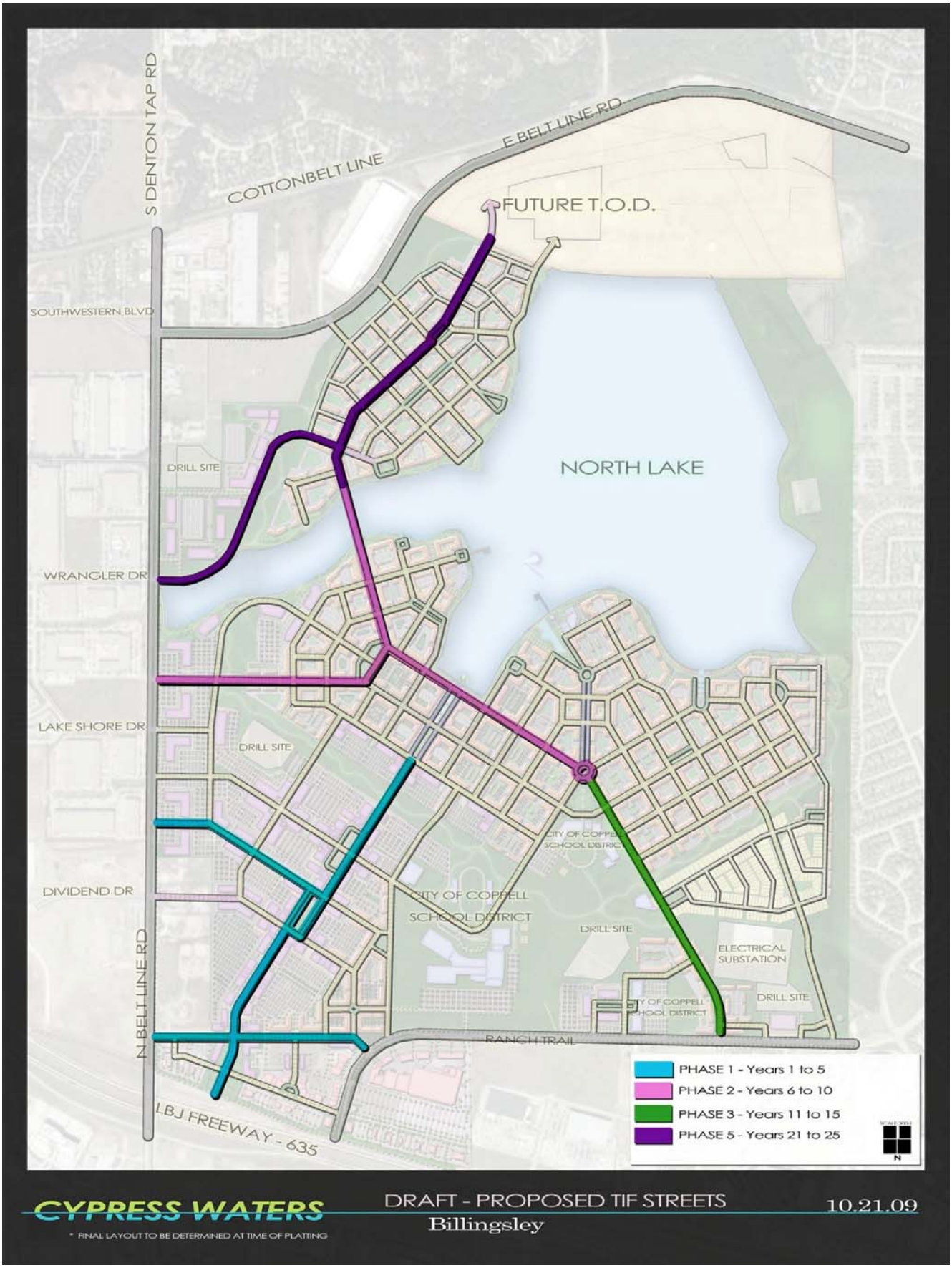


Exhibit A – Cypress Waters Detailed Road Map

EXHIBIT G-1

Technical Memorandum

Cypress Waters Water Transmission Line – Dallas, Texas

Project: Cypress Waters Water Transmission Line
Elm Fork Water Treatment Plant to DFW Airport

Subject: Hydraulic Analysis and Recommendations

Date: December 11, 2009

Prepared by: Marty S. Paris, P.E.

Kimley-Horn and Associates, Inc.
TBPE Firm #928

INTRODUCTION

Kimley-Horn and Associates, Inc. (KHA) has been authorized by Billingsley Company to provide civil engineering support for the proposed Cypress Waters Development in the City of Dallas, Texas. The Cypress Waters Development is an approximately 1,000 acre mixed use development in the North Lake area adjacent to the City of Irving and the City of Coppell. To date, the proposed development projections include up to 10,000 residential units and a minimum of 4,000,000 square feet of commercial and retail space.

The purpose of this Technical Memorandum is to identify criteria for the commencement of planning, design and construction of water transmission line improvements to serve the Cypress Waters Development. The criteria will be included in a Memorandum of Understanding between Billingsley Company and Dallas Water Utilities (DWU).

The Technical Memorandum outline is shown below:

I. Water Demand Projections
II. Existing Water Transmission Line System
III. Hydraulic Analysis
IV. Recommendations

I. WATER DEMAND PROJECTIONS

The Cypress Waters Development water demand projections are based on the following assumptions:

- Average Day Water Demand (with irrigation) = 197 gallons per person per day (gpcd)
  - Reference City of Dallas Council Briefing on October 3, 2007
- Residential Density = 2.3 people per unit
- Average Day Irrigation Demand = 68 gpcd

- Average Day Water Demand (without irrigation) = 129 gpcd
- Irrigation Demand will be supplied from the existing lake
- Average Day Office Water Demand = 29 gpcd
- Commercial Density = 400 s.f. per person
- Average Day School Water Demand = 32 gallons per student per day
- Maximum number of students = 3,000
- Maximum Day to Average Day Factor = 1.9
    - Reference DWU Water Master Plan, July 2007, page ES-9, Figure 5
- Peak Hour to Maximum Day Factor = 1.25
- Fire Flow based on 3,500 gallons per minute (gpm) for 4 hours

Based on the assumptions listed above, the Cypress Waters Development water demands are shown in Table 1 below.

Table 1 – Cypress Waters Water Demands

Average Day Water Demand	3.36 MGD
Maximum Day Water Demand	6.39 MGD
Peak Hour Water Demand	7.99 MGD
Fire Flow	0.84 MGD
Maximum Day + Fire Flow	8.83 MGD

A detailed spreadsheet showing the demand calculations is located in the appendix. DWU staff has also prepared a water demand spreadsheet for the Cypress Waters Development that projects higher flows than are shown in Table 1. The DWU calculated water demands are shown in Table 2 below.

Table 2 – Water Demands Calculated by DWU Staff

Average Day Water Demand	4.34 MGD
Maximum Day Water Demand	10.42 MGD
Peak Hour Water Demand	13.02 MGD
Fire Flow	0.84 MGD
Maximum Day + Fire Flow	13.86 MGD

There are two major assumptions and a few minor assumptions that differ between the calculations prepared by Kimley-Horn and Associates and the calculations prepared by DWU. The first major assumption difference is the average day demand per person for residential flows. KHA is using 129 gpcd and DWU is using 168 gpcd. The calculations prepared by KHA are based on the fact that Billingsley Company intends to construct a separate irrigation system for the development that will be supplied by the existing lake. The second major assumption difference is the average day to maximum day multiplier. KHA is using 1.9 and DWU is using 2.4. The value of 1.9 is based on information shown in the DWU Water Master Plan for historical values in the City of Dallas.

Billingsley Company has communicated that as the development is constructed, actual water demands will be monitored and the water demand projects will be adjusted as necessary.

II. EXISTING WATER TRANSMISSION LINE SYSTEM

DWU currently owns, operates and maintains an existing water transmission line that runs from the Elm Fork Water Treatment Plant (WTP) to DFW Airport. The water transmission line ranges in size from 30 to 60 inches in diameter and supplies water to the cities of Coppell, Lewisville, Flower Mound, Irving and DFW Airport. Refer to Exhibit 1 on page 4. The existing transmission line system includes the following segments:

- A 60-inch pipe extending 11,635 feet from the Elm Fork WTP to an intermediate point located east of the intersection of Sandy Lake Road and MacArthur Boulevard. This pipe segment conveys flow for all the wholesale customers.

- A 54-inch pipe extending 5,839 feet south from the intermediate point to a second intermediate point located near Beltline Road. This segment conveys flow for Irving and DFW Airport.

- A 48-inch pipe extending 11,211 feet south from the second intermediate point to the Irving Hackberry delivery point, located west of MacArthur Boulevard and north of Interstate Highway 635. This segment conveys flow for Irving and DFW Airport.

- A 30-inch pipe extending 20,113 feet west from the Irving Hackberry delivery point to the DFW Airport delivery point. This segment conveys flow for DFW Airport only.

The pipe material for the 48 to 60-inch portion of the water transmission line is steel with a pressure class of 150, and the 30-inch portion is pretensioned concrete cylinder with a pressure class of 150. The transmission system was constructed in 1972. DWU has contractual agreements with each of the wholesale customers for the total capacity of the transmission line system. However, the wholesale customers are not utilizing the full capacity of the transmission line system at this time. Table 3 on page 5 shows both the contract capacity and current demand for each wholesale customer.

Exhibit A – Cypress Waters Detailed Road Map

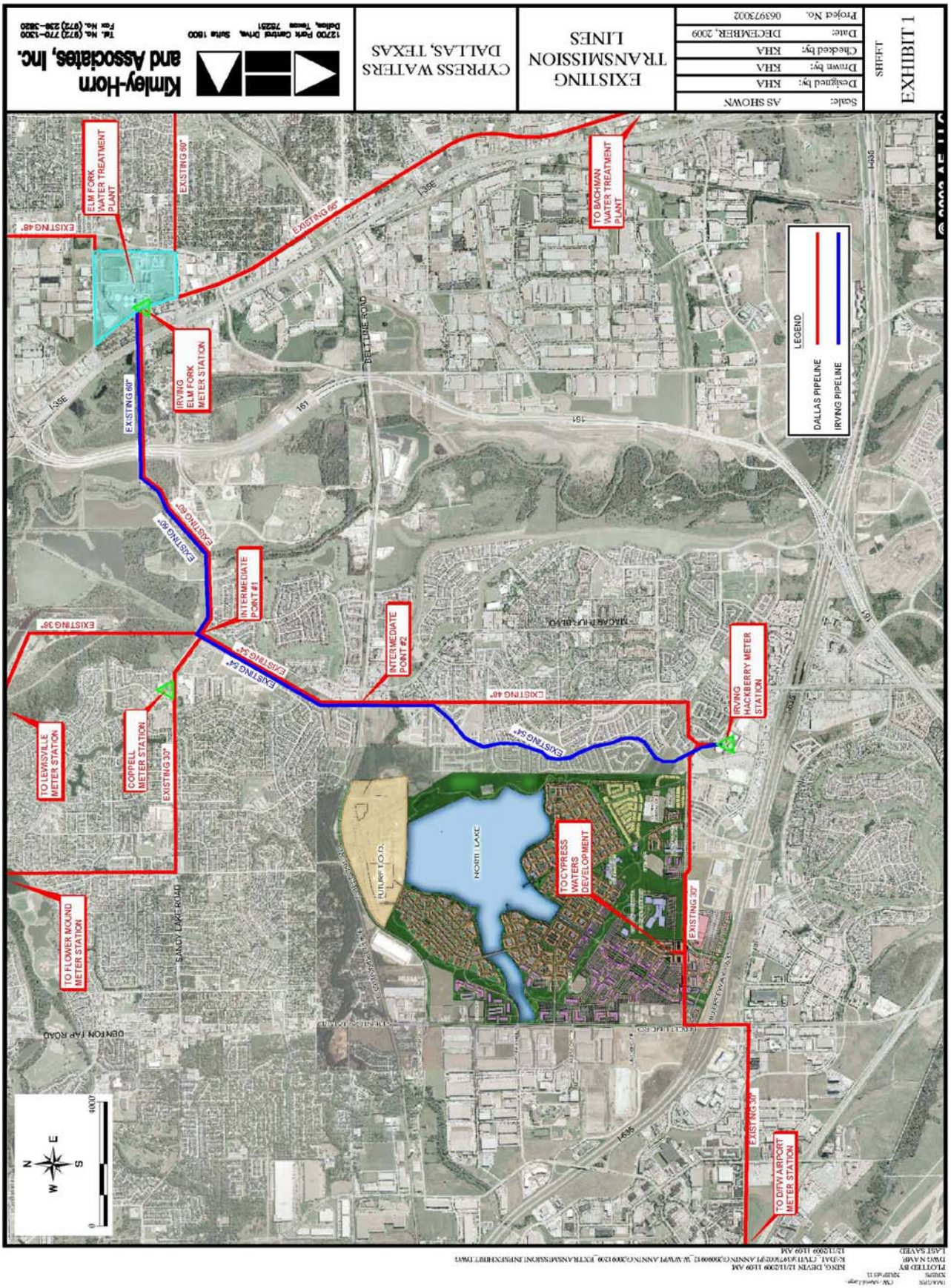


Table 3 – Wholesale Customer Contract Capacity and Current Demands

Wholesale Customer	Contract Capacity (MGD)	2009 Maximum Demand (MGD)
City of Lewsiville	6.0	4.0
City of Flower Mound	11.0	11.0
City of Coppell	29.0	17.0
City of Irving	24.0	6.7
DFW Airport	10.0	3.5
TOTAL	**80.0**	**42.2**

Note: 2009 maximum demands are based on current (2009) rate-of-flow control settings

With only slightly over 50 percent of the 80 MGD total contract amount being utilized, it is desirable to use the existing transmission line system to serve part or all of the Cypress Waters Development, while the capacity is available, prior to constructing additional transmission mains. It is assumed that there are no contractual restrictions that prevent the transmission line from being used to convey water for entities other than the five contracted wholesale customers. DWU may wish to consult with City attorneys to verify or confirm this assumption.

III. HYDRAULIC ANALYSIS

The hydraulic analysis will utilize information that was presented in the draft technical memorandum prepared by Black and Veatch for DWU on March 17, 2009, and is reproduced in the following three paragraphs for informational purposes.

Transmission mains are typically sized to meet the maximum day demand. Peak hour and fire flow demands that are in excess of this maximum day rate are typically supplied from elevated storage facilities. As discussed later, a 1.5 million gallon elevated tank will be constructed to serve Cypress Waters. This tank will provide adequate volume to supply maximum hour and fire flow rates in excess of the maximum day demand. Therefore, all hydraulic analyses described herein are based on supplying a maximum day rate to the Cypress Waters development.

Based on historical SCADA records provided by DWU, the discharge pressures at upstream end of the DFW transmission main (at the Elm Fork No. 3 Pump Station) typically range from about 85 psi to 95 psi, depending on time of year, DWU operating procedures, and other factors. These pressures correspond to a hydraulic gradient ranging from about 646 to 669. The extreme range of discharge pressures at the Elm Fork No. 3 Pump Station are from about 75 psi minimum to 105 psi maximum.

The discharge hydraulic grade line (HGL) elevation at the Elm Fork No. 3 Pump Station must provide adequate pressure (head) to overcome friction losses in the DFW transmission main, while still maintaining an HGL of at least 583 (the overflow elevation of the DFW Airport storage reservoir) at the downstream end of the transmission main. For purpose of hydraulic analysis, it was assumed that discharge HGL at Elm Fork No. 3 Pump Station would be based on a 90 psi discharge pressure, which corresponds to an HGL of 658.

Technical Memorandum

Cypress Waters Water Transmission Line – Dallas, Texas

The conclusion of the Black and Veatch Technical Memorandum is that the transmission line system does have some capacity to serve the proposed Cypress Water Development along with the current wholesale customer demands, but there is not capacity to serve the Cypress Waters Development when all of the wholesale customers reach their contract demands. In order to serve the Cypress Waters Development when all of the wholesale customers reach their contract demands, two additional transmission line segments will need to be constructed. The additional improvements are listed below.

- Approximately 11,600 feet of parallel water transmission line to the exiting 60-inch transmission line from the Elm Fork WTP to the first intermediate point on Sandy Lake Road. The size of the proposed main will be dependent on the projected maximum day demands for the Cypress Waters Development at that time.
- Approximately 5,000 feet of 30-inch water transmission line parallel to the existing 30-inch transmission line from near the Irving Hackberry delivery point to the Cypress Waters Development along Hackberry Road.

The following hydraulic analysis will utilize the assumptions described above and look at six different water demand scenarios to help evaluate appropriate triggers for commencing planning, design and construction of the proposed parallel transmission lines. The six scenarios that will be analyzed are:

Scenario #1: Existing 2009 Maximum Day Wholesale Customer Demand Settings

Scenario #2: Existing 2009 Maximum Day Wholesale Customer Demand Settings Plus 25% and 5 MGD to Cypress Waters

Scenario #3: Existing 2009 Maximum Day Wholesale Customer Demand Settings Plus 50% and 5 MGD to Cypress Waters

Scenario #4: Existing 2009 Maximum Day Wholesale Customer Demand Settings Plus 50% and 10 MGD to Cypress Waters

Scenario #5: Existing 2009 Maximum Day Wholesale Customer Demand Settings Plus 75% and 10 MGD to Cypress Waters

Scenario #6: Full Contract Maximum Day Wholesale Customer Demands with 0 MGD to Cypress Waters

The percent increase to the existing 2009 maximum day wholesale customer demand settings will apply up to the maximum contract amount for each wholesale customer.

Exhibit 2 on page 7 shows the HGL for each scenario along with the overflow elevation for the DFW Airport storage reservoir. Detailed hydraulic calculations for each scenario are included in the appendix. Under these six scenarios, the HGL elevation at the DFW Airport storage reservoir ranges from 581.6 with the total contract demands to 643.4 with the current demands. All scenarios assume no increase in the pressure supplied by the Elm Fork WTP Pump Station #3. Therefore, all the existing pipes would be operating within the pressure ranges for which they were designed.

Exhibit A – Cypress Waters Detailed Road Map

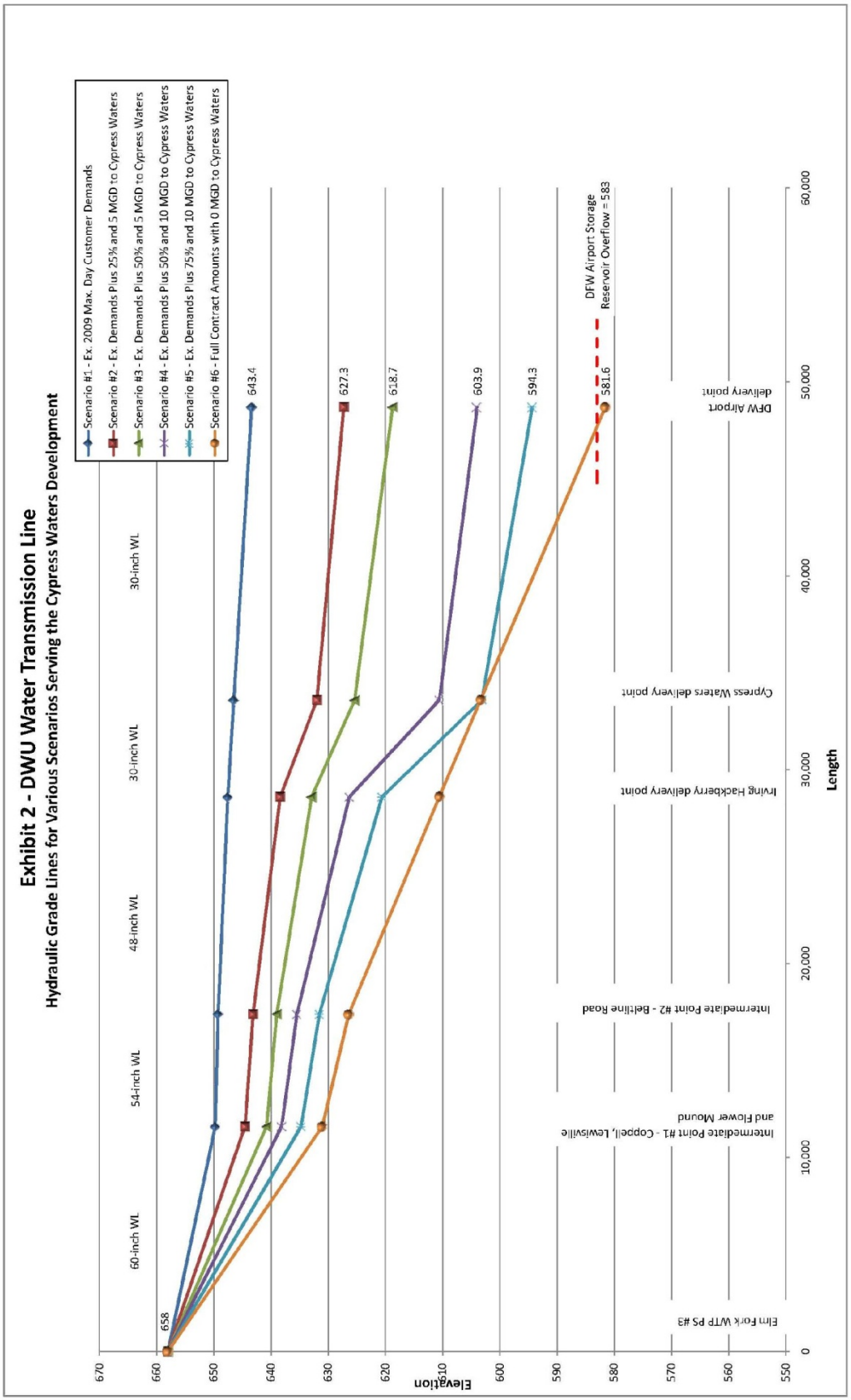


Exhibit 2 illustrates that as the wholesale customer demands increase and additional water is conveyed to the Cypress Waters Development, the HGL elevation at the DFW Airport storage reservoir is lowered. As long as the HGL elevation is above 583.0, the transmission line will have capacity to fill the DFW Airport storage reservoir.

The various scenarios shown on Exhibit 2 also demonstrate how sensitive the HGL elevation is to increased demands. See Table 4 for a summary of the HGL change compared to the total demand change for each scenario.

Table 4 – HGL Change vs. Total Maximum Day Demand Change

Scenario	Total Maximum Day Demand Change	HGL Change
Scenario #2	+12.8 MGD	-16.1 feet
Scenario #3	+20.6 MGD	-24.7 feet
Scenario #4	+25.6 MGD	-39.5 feet
Scenario #5	+31.65 MGD	-49.1 feet
Scenario #6	+37.8 MGD	-61.8 feet

IV. RECOMMENDATIONS

The following recommendations will identify criteria for commencing planning, design and construction for the proposed transmission line parallel to the existing 60-inch line and the proposed transmission line parallel to the existing 30-inch line.

The existing 60-inch line was originally designed with a total capacity of 80 MGD running at a little over 6 feet per second. With the existing demands at 42.2 MGD there is still a significant amount of capacity available in the existing 60-inch line. The following criteria are recommended for commencing planning, design and construction of the parallel transmission line:

- Trigger #1 – Begin Planning when Total Maximum Day Demands Equal 85% of Total Capacity (68 MGD)
- Trigger #2 – Begin Design when Total Maximum Day Demands Equal 90% of Total Capacity (72 MGD)

- Trigger #3 – Begin Construction when Total Maximum Day Demands Equal 95% of Total Capacity (76 MGD)

The total maximum day demand is defined as the sum of each of the wholesale customers' rate of flow controller settings plus the maximum day demand serving the Cypress Waters Development. When the total maximum day demands reach 95 percent of the total capacity (76 MGD), the remaining capacity will be 4 MGD. 4 MGD of maximum day demand has the capacity to serve a residential population of over 10,000 people and should provide more than adequate time for construction of the proposed transmission line.

The proposed transmission line parallel to the existing 30-inch water line is a little more complicated because it has a design capacity of 10 MGD based on the total contract amounts for all of the wholesale customers, but until the total contract amounts are utilized, the existing 30-inch line has a practical capacity of about 18 MGD based on maintaining velocities below 6 feet per second. In addition, the HGL elevation at the DFW Airport storage reservoir must be maintained at or above 583.0, as discussed in the hydraulic analysis. The following criteria are recommended for commencing planning, design and construction of the parallel transmission line:

- Trigger #1 – Begin Planning when the Calculated HGL Elevation at the DFW Airport Storage Reservoir equals 605.5 or below
- Trigger #2 – Begin Design when the Calculated HGL Elevation at the DFW Airport Storage Reservoir equals 598.0 or below
- Trigger #3 – Begin Construction when the Calculated HGL Elevation at the DFW Airport Storage Reservoir equals 590.5 or below

The trigger points are based on 70, 80 and 90 percent, respectively of the total head available from the Elm Fork WTP and the DFW Airport storage reservoir. Exhibit 3 on page 10 shows the trigger points in relationship to the HGL's for the various scenarios presented earlier.

The HGL Elevation at the DFW Airport storage reservoir will be calculated based on the wholesale customer demand settings and the maximum day demand for the Cypress Waters Development using the hydraulic calculations and assumptions shown in the appendix.

Exhibit A – Cypress Waters Detailed Road Map

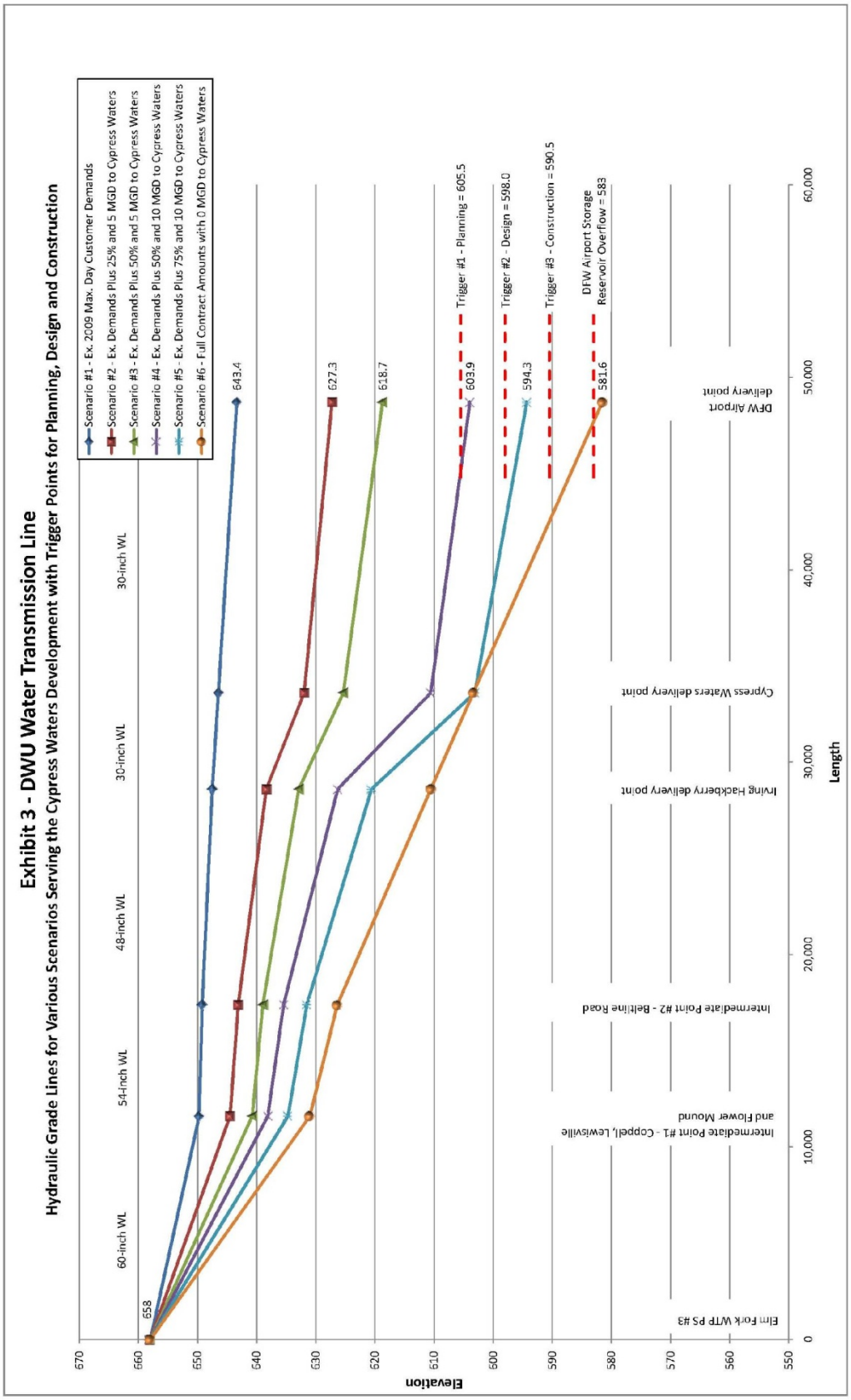


Exhibit A – Cypress Waters Detailed Road Map

Technical Memorandum

Cypress Waters Water Transmission Line – Dallas, Texas

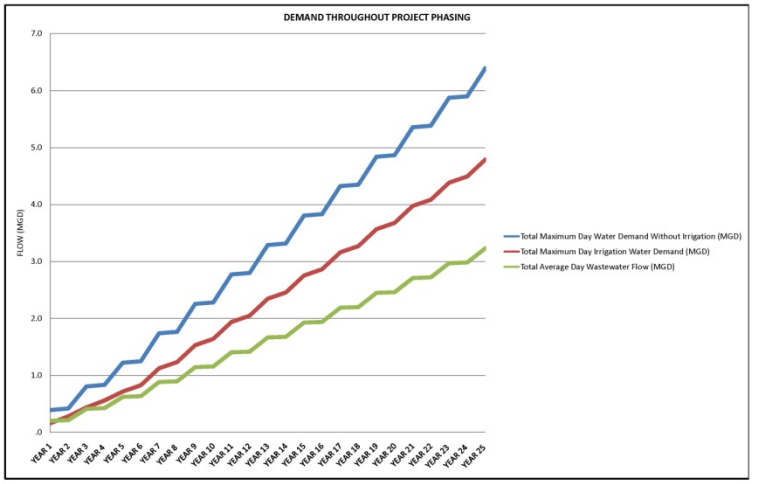
Appendix

Exhibit A – Cypress Waters Detailed Road Map

CYPRESS WATERS
WATER AND WASTEWATER DEMANDS - 10,000 UNIT SCENARIO
WITHOUT IRRIGATION
December 10, 2009

Design Criteria Comparison

Design Criteria	KHA Revised Values				
	Value				Comment
General					
Maximum Day to Average Day Factor	1.9				1.9 per 1.5-1.9 range found in Dallas Water Utilities Water Capital Infrastructure Assessment & Hydraulic Modeling, July 2007, pg ES-9, Figure 5
Peak Hour to Maximum Day Factor	1.25				1.25 comes from Water and Wastewater Analysis and Recommendations for UPR Mixed Use Development – Dallas, Texas dated September 25, 2006
Fire Flow Water Demand (gpm)	3500				4 hours @ 20 PSI per AWWA Manual M32
Residential					
Average Day Water Demand / Person (gpd)	129				City of Dallas Council Briefing on October 3, 2007
Average Day Irrigation Demand / Person (gpd)	68				Back calculated irrigation demand based on acreage
Peak Irrigation Water Demand (gal/cap/day)	102				Peaked at 1.5 (industry standard) to Maximum Flow
Maximum Day Water Demand / Person (gpd)	245.1				Maximum Day Demand = 1.9 * Avg. Day Demand; Without Irrigation
Peak Hour Water Demand / Person (gpd)	306.4				Peak Hour Demand = 1.25 * Max. Day Demand; Without Irrigation
Average Density (People / Unit)	2.3				Average per DWU spreadsheet dated April 2007
Average Day Water Demand / Unit (gpm)	0.21				Average Day Demand * Average Density; Without Irrigation
Maximum Day Water Demand / Unit (gpm)	0.39				Maximum Day Demand = 1.9 * Avg. Day Demand; Without Irrigation
Peak Hour Water Demand / Unit (gpm)	0.49				Peak Hour Demand = 1.25 * Max. Day Demand; Without Irrigation
Elevated Water Storage / Unit (gallons)	150				TCEQ Minimum is 100 gallons / unit
Ground Storage / Unit (gallons)	296.7				Equal to Average Day Demand
Total Storage / Unit (gallons)	446.7				TCEQ minimum is 200 gallons / unit
Total Pumping Capacity / Unit (gpm)	2.0				Must meet this TCEQ requirement or the firm pumping capacity requirement
Firm Pumping Capacity	Peak Hour Demand				Per TCEQ this must be met with largest pump out of service
Average Daily WW Flow / Person (gpd)	125				FNI Coppell water and wastewater analysis
Peak WW Flow / Person (gpd)	500				Peaking factor of 4.0 per FNI Coppell water and wastewater analysis
Office / Commercial					
Commercial Density (sq. ft / person)	400				Standard, LEED allows 600 sq. ft / person
Commercial Pervious Area	0.3				Assumes 70% of commercial acreage is impervious
Average Day Wastewater Demand / Office Person	25				DWU Design Manual, 4-32
Average Day Water Demand / Office Person (gpd)	29				Based on wastewater demand being approximately 85% of water demand
Maximum Day Water Demand / Office Person (gpd)	55.1				Maximum Day Demand = 1.9 * Avg. Day Demand; Without Irrigation
Peak Hour Water Demand / Office Person (gpd)	68.9				Peak Hour Demand = 1.25 * Max. Day Demand; Without Irrigation
Office Irrigation Water Demand (inches/acre)	1				1"/Acre of irrigation per day
School					
Number of Students	3000				1000 High School, 600 Middle School, 400 Elementary School
Average Day Wastewater Demand / Student (gpd)	32				Metcalf & Eddy, Wastewater Engineering, 3rd
Average Day Water Demand / Student (gpd)	32				Metcalf & Eddy, Wastewater Engineering, 3rd



Demand Calculation Comparison

Description	YEAR 1	YEAR 2	YEAR 3	YEAR 4	YEAR 5	YEAR 6	YEAR 7	YEAR 8	YEAR 9	YEAR 10	YEAR 11	YEAR 12	YEAR 13	YEAR 14	YEAR 15	YEAR 16	YEAR 17	YEAR 18	YEAR 19	YEAR 20	YEAR 21	YEAR 22	YEAR 23	YEAR 24	YEAR 25
General																									
MF/TH Units	667	667	1,334	1,334	2,001	2,001	2,801	2,801	3,601	3,601	4,401	4,401	5,201	5,201	6,001	6,001	6,801	6,801	7,601	7,601	8,401	8,401	9,201	9,201	10,000
Residential Population	1,534	1,534	3,068	3,068	4,602	4,602	6,442	6,442	8,282	8,282	10,122	10,122	11,962	11,962	13,802	13,802	15,642	15,642	17,482	17,482	19,322	19,322	21,162	21,162	23,000
Commercial Building Area (SFT)	0	200,000	200,000	400,000	400,000	587,500	775,000	962,500	1,150,000	1,337,500	1,525,000	1,712,500	1,900,000	2,087,500	2,275,000	2,462,500	2,650,000	2,837,500	3,025,000	3,212,500	3,400,000	3,587,500	3,775,000	3,962,500	4,150,000
Commercial Population	0	500	500	1,000	1,000	1,469	1,937	2,406	2,875	3,344	3,812	4,281	4,750	5,219	5,687	6,156	6,625	7,094	7,562	8,031	8,500	8,969	9,437	9,906	10,375
Commercial Acreage Developed	0	15	15	30	30	44	57	71	84	98	111	125	138	152	165	179	192	206	219	233	246	260	273	287	300
Total Population	1,534	2,034	3,568	4,068	5,602	6,071	8,380	8,849	11,157	11,626	13,935	14,404	16,712	17,181	19,490	19,959	22,267	22,736	25,045	25,514	27,822	28,291	30,600	31,069	33,375
Students (# of Students)	200	200	400	400	600	600	840	840	1,080	1,080	1,320	1,320	1,560	1,560	1,800	1,800	2,040	2,040	2,280	2,280	2,520	2,520	2,760	2,760	3,000
Water																									
Average Day Water Demand (MGD)	0.20	0.20	0.41	0.41	0.61	0.61	0.86	0.86	1.10	1.10	1.35	1.35	1.59	1.59	1.84	1.84	2.08	2.08	2.33	2.33	2.57	2.57	2.82	2.82	3.06
Average Day Office Water Demand (MGD)	0.00	0.01	0.01	0.03	0.03	0.04	0.06	0.07	0.08	0.10	0.11	0.12	0.14	0.15	0.16	0.18	0.19	0.21	0.22	0.23	0.25	0.26	0.27	0.29	0.30
Maximum Day Water Demand Without Irrigation (MGD)	0.39	0.39	0.78	0.78	1.16	1.16	1.63	1.63	2.10	2.10	2.56	2.56	3.03	3.03	3.49	3.49	3.96	3.96	4.42	4.42	4.89	4.89	5.35	5.35	5.82
Maximum Day Office Water Demand (MGD)	0.00	0.03	0.03	0.06	0.06	0.08	0.11	0.13	0.16	0.18	0.21	0.24	0.26	0.29	0.31	0.34	0.37	0.39	0.42	0.44	0.47	0.49	0.52	0.55	0.57
Total Maximum Day Water Demand Without Irrigation (MGD)	**0.39**	**0.42**	**0.80**	**0.83**	**1.22**	**1.25**	**1.74**	**1.76**	**2.25**	**2.28**	**2.77**	**2.80**	**3.29**	**3.31**	**3.81**	**3.83**	**4.32**	**4.35**	**4.84**	**4.87**	**5.36**	**5.38**	**5.87**	**5.90**	**6.39**
Peak Hour Water Demand (MGD)	0.49	0.49	0.97	0.97	1.46	1.46	2.04	2.04	2.62	2.62	3.20	3.20	3.78	3.78	4.37	4.37	4.95	4.95	5.53	5.53	6.11	6.11	6.69	6.69	7.27
Peak Hour Office Water Demand (MGD)	0.00	0.03	0.03	0.07	0.07	0.10	0.13	0.17	0.20	0.23	0.26	0.29	0.33	0.36	0.39	0.42	0.46	0.49	0.52	0.55	0.59	0.62	0.65	0.68	0.71
Total Peak Hour Water Demand (MGD)	0.49	0.52	1.00	1.04	1.52	1.56	2.17	2.20	2.82	2.85	3.46	3.50	4.11	4.14	4.76	4.79	5.40	5.44	6.05	6.08	6.70	6.73	7.34	7.38	7.99
Fire Flow Water Demand (MGD)	0.84	0.84	0.84	0.84	0.84	0.84	0.84	0.84	0.84	0.84	0.84	0.84	0.84	0.84	0.84	0.84	0.84	0.84	0.84	0.84	0.84	0.84	0.84	0.84	0.84
Maximum Day Irrigation Water Demand (MGD)	0.16	0.16	0.31	0.31	0.47	0.47	0.66	0.66	0.84	0.84	1.03	1.03	1.22	1.22	1.41	1.41	1.60	1.60	1.78	1.78	1.97	1.97	2.16	2.16	2.35
Maximum Day Office Irrigation Water Demand (MGD)	0.00	0.12	0.12	0.24	0.24	0.35	0.46	0.57	0.68	0.79	0.90	1.01	1.12	1.23	1.34	1.45	1.56	1.67	1.78	1.89	2.00	2.11	2.22	2.33	2.44
Total Maximum Day Irrigation Water Demand (MGD)	**0.16**	**0.28**	**0.44**	**0.56**	**0.71**	**0.82**	**1.12**	**1.23**	**1.53**	**1.64**	**1.94**	**2.05**	**2.34**	**2.45**	**2.75**	**2.86**	**3.16**	**3.27**	**3.57**	**3.68**	**3.97**	**4.08**	**4.38**	**4.49**	**4.79**
Elevated Water Storage (MG)	0.10	0.10	0.20	0.20	0.30	0.30	0.42	0.42	0.54	0.54	0.66	0.66	0.78	0.78	0.90	0.90	1.02	1.02	1.14	1.14	1.26	1.26	1.38	1.38	1.50
Ground Storage (MG)	0.20	0.20	0.41	0.41	0.61	0.61	0.86	0.86	1.10	1.10	1.35	1.35	1.59	1.59	1.84	1.84	2.08	2.08	2.33	2.33	2.57	2.57	2.82	2.82	3.06
Total Pumping Capacity (MGD)	1.92	1.92	3.84	3.84	5.76	5.76	8.07	8.07	10.37	10.37	12.67	12.67	14.98	14.98	17.28	17.28	19.59	19.59	21.89	21.89	24.19	24.19	26.50	26.50	28.80
Firm Pumping Capacity (MGD)	0.49	0.49	0.97	0.97	1.46	1.46	2.04	2.04	2.62	2.62	3.20	3.20	3.78	3.78	4.37	4.37	4.95	4.95	5.53	5.53	6.11	6.11	6.69	6.69	7.27
Wastewater																									
Average Day Wastewater Flow (MGD)	0.20	0.20	0.40	0.40	0.59	0.59	0.83	0.83	1.07	1.07	1.31	1.31	1.55	1.55	1.78	1.78	2.02	2.02	2.26	2.26	2.50	2.50	2.73	2.73	2.97
Average Day Office Wastewater Flow (MGD)	0.00	0.01	0.01	0.03	0.03	0.04	0.05	0.06	0.07	0.08	0.10	0.11	0.12	0.13	0.14	0.15	0.17	0.18	0.19	0.20	0.21	0.22	0.24	0.25	0.26
Total Average Day Wastewater Flow (MGD)	**0.20**	**0.21**	**0.41**	**0.42**	**0.62**	**0.63**	**0.88**	**0.89**	**1.14**	**1.15**	**1.40**	**1.41**	**1.66**	**1.68**	**1.93**	**1.94**	**2.19**	**2.20**	**2.45**	**2.46**	**2.71**	**2.72**	**2.97**	**2.98**	**3.23**
Maximum Day Wastewater Flow (MGD)	0.79	0.79	1.59	1.59	2.38	2.38	3.33	3.33	4.28	4.28	5.23	5.23	6.18	6.18	7.13	7.13	8.08	8.08	9.03	9.03	9.98	9.98	10.93	10.93	11.88
Maximum Day Office Wastewater Flow (MGD)	0.00	0.02	0.02	0.05	0.05	0.07	0.09	0.11	0.14	0.16	0.18	0.20	0.23	0.25	0.27	0.29	0.31	0.34	0.36	0.38	0.40	0.43	0.45	0.47	0.49
Total Maximum Day Wastewater Flow (MGD)	**0.79**	**0.82**	**1.61**	**1.63**	**2.43**	**2.45**	**3.42**	**3.44**	**4.42**	**4.44**	**5.41**	**5.43**	**6.41**	**6.43**	**7.40**	**7.42**	**8.40**	**8.42**	**9.39**	**9.41**	**10.39**	**10.41**	**11.38**	**11.41**	**12.38**

Cypress Waters - Water Transmission Line Hydraulic Analysis

C_H coefficient = 110
HGL @ Elm Fork No. 3 Pump Station = 658
DFW Airport Ground Storage Overflow Elevation = 583

Delivery Point	Pipe Segment	Area s.f.	Length (feet)	Flow (mgd)	Velocity (ft/s)	Hydraulic Slope S_f	Unit Head Loss[1] (ft/1000 ft)	Segment Head Loss (feet)	Cumulative Head Loss (feet)	Downstream HGL (feet)
Elm Fork No. 3 Pump Station	-	-	-	-	-	-	-	-	-	658
Lewisville, Coppell, Flower Mound	60	19.63	11,635	42.2	3.33	0.00071	0.71	8.3	8.3	649.7
None	54	15.90	5,839	10.2	0.99	0.00009	0.09	0.5	8.8	649.2
Irving	48	12.57	11,211	10.2	1.26	0.00015	0.15	1.7	10.5	647.5
Cypress Waters	30	4.91	5,000	3.5	1.10	0.00021	0.21	1.0	11.5	646.5
DFW Airport	30	4.91	15,113	3.5	1.10	0.00021	0.21	3.1	14.6	643.4

(1) Based on Hazen-Williams C factor = 110.

Wholesale Customer	Current Contract Capacity (mgd)	2009 Maximum Demand[1] (mgd)	Revised Maximum Day Demands (mgd)	Available Capacity (mgd)
City of Lewisville	6	4	4	2
City of Flower Mound	11	11	11	0
City of Coppell	29	17	17	12
City of Irving	24	6.7	6.7	17.3
DFW Airport	10	3.5	3.5	6.5
Cypress Waters	0	0	0	0
TOTAL	**80**	**42.2**	**42.2**	**37.8**

(1) Based on current (2009) rate-of-flow control settings.

User Input

Cypress Waters - Water Transmission Line Hydraulic Analysis

C_H coefficient = 110
HGL @ Elm Fork No. 3 Pump Station = 658
DFW Airport Ground Storage Overflow Elevation = 583

Delivery Point	Pipe Segment	Area s.f.	Length (feet)	Flow (mgd)	Velocity (ft/s)	Hydraulic Slope S_f	Unit Head Loss[1] (ft/1000 ft)	Segment Head Loss (feet)	Cumulative Head Loss (feet)	Downstream HGL (feet)
Elm Fork No. 3 Pump Station	-	-	-	-	-	-	-	-	-	658
Lewisville, Coppell, Flower Mound	60	19.63	11,635	55	4.33	0.00116	1.16	13.5	13.5	644.5
None	54	15.90	5,839	17.75	1.73	0.00024	0.24	1.4	14.9	643.1
Irving	48	12.57	11,211	17.75	2.19	0.00042	0.42	4.7	19.6	638.4
Cypress Waters	30	4.91	5,000	9.375	2.96	0.00128	1.28	6.4	26.0	632.0
DFW Airport	30	4.91	15,113	4.375	1.38	0.00031	0.31	4.7	30.7	627.3

(1) Based on Hazen-Williams C factor = 110.

Wholesale Customer	Current Contract Capacity (mgd)	2009 Maximum Demand[1] (mgd)	Revised Maximum Day Demands (mgd)	Available Capacity (mgd)
City of Lewisville	6	4	5	1
City of Flower Mound	11	11	11	0
City of Coppell	29	17	21.25	7.75
City of Irving	24	6.7	8.375	15.625
DFW Airport	10	3.5	4.375	5.625
Cypress Waters	0	0	5	-5
TOTAL	**80**	**42.2**	**55**	**25**

(1) Based on current (2009) rate-of-flow control settings.

User Input

Kimley-Horn and Associates, Inc. Scenario #2 : Existing 2009 Maximum Day Wholesale Customer Demand Settings Plus 25% and 5 MGD to Cypress Waters

Cypress Waters - Water Transmission Line Hydraulic Analysis

C_H coefficient = 110
HGL @ Elm Fork No. 3 Pump Station = 658
DFW Airport Ground Storage Overflow Elevation = 583

Delivery Point	Pipe Segment	Area s.f.	Length (feet)	Flow (mgd)	Velocity (ft/s)	Hydraulic Slope S_f	Unit Head Loss[1] (ft/1000 ft)	Segment Head Loss (feet)	Cumulative Head Loss (feet)	Downstream HGL (feet)
Elm Fork No. 3 Pump Station	-	-	-	-	-	-	-	-	-	658
Lewisville, Coppell, Flower Mound	60	19.63	11,635	62.8	4.95	0.00148	1.48	17.2	17.2	640.8
None	54	15.90	5,839	20.3	1.97	0.00031	0.31	1.8	19.0	639.0
Irving	48	12.57	11,211	20.3	2.50	0.00054	0.54	6.1	25.1	632.9
Cypress Waters	30	4.91	5,000	10.25	3.23	0.00151	1.51	7.5	32.7	625.3
DFW Airport	30	4.91	15,113	5.25	1.65	0.00044	0.44	6.6	39.3	618.7

(1) Based on Hazen-Williams C factor = 110.

Wholesale Customer	Current Contract Capacity (mgd)	2009 Maximum Demand[1] (mgd)	Revised Maximum Day Demands (mgd)	Available Capacity (mgd)
City of Lewisville	6	4	6	0
City of Flower Mound	11	11	11	0
City of Coppell	29	17	25.5	3.5
City of Irving	24	6.7	10.05	13.95
DFW Airport	10	3.5	5.25	4.75
Cypress Waters	0	0	5	-5
TOTAL	**80**	**42.2**	**62.8**	**17.2**

[1] Based on current (2009) rate-of-flow control settings.

User Input

Kimley-Horn and Associates, Inc. Scenario #3 : Existing 2009 Maximum Day Wholesale Customer Demand Settings Plus 50% and 5 MGD to Cypress Waters

Cypress Waters - Water Transmission Line Hydraulic Analysis

C_H coefficient = 110
HGL @ Elm Fork No. 3 Pump Station = 658
DFW Airport Ground Storage Overflow Elevation = 583

Delivery Point	Pipe Segment	Area s.f.	Length (feet)	Flow (mgd)	Velocity (ft/s)	Hydraulic Slope S_f	Unit Head Loss[1] (ft/1000 ft)	Segment Head Loss (feet)	Cumulative Head Loss (feet)	Downstream HGL (feet)
Elm Fork No. 3 Pump Station	-	-	-	-	-	-	-	-	-	658
Lewisville, Coppell, Flower Mound	60	19.63	11,635	67.8	5.34	0.00171	1.71	19.9	19.9	638.1
None	54	15.90	5,839	25.3	2.46	0.00046	0.46	2.7	22.5	635.5
Irving	48	12.57	11,211	25.3	3.12	0.00082	0.82	9.1	31.7	626.3
Cypress Waters	30	4.91	5,000	15.25	4.81	0.00315	3.15	15.8	47.4	610.6
DFW Airport	30	4.91	15,113	5.25	1.65	0.00044	0.44	6.6	54.1	603.9

(1) Based on Hazen-Williams C factor = 110.

Wholesale Customer	Current Contract Capacity (mgd)	2009 Maximum Demand[1] (mgd)	Revised Maximum Day Demands (mgd)	Available Capacity (mgd)
City of Lewisville	6	4	6	0
City of Flower Mound	11	11	11	0
City of Coppell	29	17	25.5	3.5
City of Irving	24	6.7	10.05	13.95
DFW Airport	10	3.5	5.25	4.75
Cypress Waters	0	0	10	-10
TOTAL	**80**	**42.2**	**67.8**	**12.2**

[1] Based on current (2009) rate-of-flow control settings.

User Input

Kimley-Horn and Associates, Inc. Scenario #4 : Existing 2009 Maximum Day Wholesale Customer Demand Settings Plus 50% and 10 MGD to Cypress Waters

Cypress Waters - Water Transmission Line Hydraulic Analysis

C_H coefficient = 110
HGL @ Elm Fork No. 3 Pump Station = 658
DFW Airport Ground Storage Overflow Elevation = 583

Delivery Point	Pipe Segment	Area s.f.	Length (feet)	Flow (mgd)	Velocity (ft/s)	Hydraulic Slope S_f	Unit Head Loss[1] (ft/1000 ft)	Segment Head Loss (feet)	Cumulative Head Loss (feet)	Downstream HGL (feet)
Elm Fork No. 3 Pump Station	-	-	-	-	-	-	-	-	-	658
Lewisville, Coppell, Flower Mound	60	19.63	11,635	73.85	5.82	0.00200	2.00	23.3	23.3	634.7
None	54	15.90	5,839	27.85	2.71	0.00055	0.55	3.2	26.5	631.5
Irving	48	12.57	11,211	27.85	3.43	0.00097	0.97	10.9	37.4	620.6
Cypress Waters	30	4.91	5,000	16.125	5.08	0.00349	3.49	17.5	54.9	603.1
DFW Airport	30	4.91	15,113	6.125	1.93	0.00058	0.58	8.8	63.7	594.3

(1) Based on Hazen-Williams C factor = 110.

Wholesale Customer	Current Contract Capacity (mgd)	2009 Maximum Demand[1] (mgd)	Revised Maximum Day Demands (mgd)	Available Capacity (mgd)
City of Lewisville	6	4	6	0
City of Flower Mound	11	11	11	0
City of Coppell	29	17	29	0
City of Irving	24	6.7	11.725	12.275
DFW Airport	10	3.5	6.125	3.875
Cypress Waters	0	0	10	-10
TOTAL	**80**	**42.2**	**73.85**	**6.15**

(1) Based on current (2009) rate-of-flow control settings.

User Input

Kimley-Horn and Associates, Inc. Scenario #5 : Existing 2009 Maximum Day Wholesale Customer Demand Settings Plus 75% and 10 MGD to Cypress Waters

Cypress Waters - Water Transmission Line Hydraulic Analysis

C_H coefficient = 110
HGL @ Elm Fork No. 3 Pump Station = 658
DFW Airport Ground Storage Overflow Elevation = 583

Delivery Point	Pipe Segment	Area s.f.	Length (feet)	Flow (mgd)	Velocity (ft/s)	Hydraulic Slope S_f	Unit Head Loss[1] (ft/1000 ft)	Segment Head Loss (feet)	Cumulative Head Loss (feet)	Downstream HGL (feet)
Elm Fork No. 3 Pump Station	-	-	-	-	-	-	-	-	-	658
Lewisville, Coppell, Flower Mound	60	19.63	11,635	80	6.30	0.00232	2.32	27.0	27.0	631.0
None	54	15.90	5,839	34	3.31	0.00079	0.79	4.6	31.6	626.4
Irving	48	12.57	11,211	34	4.19	0.00141	1.41	15.8	47.4	610.6
Cypress Waters	30	4.91	5,000	10	3.15	0.00144	1.44	7.2	54.6	603.4
DFW Airport	30	4.91	15,113	10	3.15	0.00144	1.44	21.8	76.4	581.6

(1) Based on Hazen-Williams C factor = 110.

Wholesale Customer	Current Contract Capacity (mgd)	2009 Maximum Demand[1] (mgd)	Revised Maximum Day Demands (mgd)	Available Capacity (mgd)
City of Lewisville	6	4	6	0
City of Flower Mound	11	11	11	0
City of Coppell	29	17	29	0
City of Irving	24	6.7	24	0
DFW Airport	10	3.5	10	0
Cypress Waters	0	0	0	0
TOTAL	**80**	**42.2**	**80**	**0**

(1) Based on current (2009) rate-of-flow control settings.

User Input

ADDENDUM ITEM # 3

KEY FOCUS AREA: Economic Vibrancy

AGENDA DATE: May 26, 2010

COUNCIL DISTRICT(S): 1, 2, 3, 4, 5, 6, 7, 8, 9, 10, 11, 13, 14, 15

DEPARTMENT: Office of Economic Development

CMO: A. C. Gonzalez, 671-8925

MAPSCO: N/A

SUBJECT

Authorize **(1)** a management services contract with Dallas Development Fund (DDF) to administer and manage any allocations of New Markets Tax Credit (NMTC) awarded by the United States Treasury Community Development Financing Institutions (CDFI) Fund; **(2)** acceptance of NMTC fees consisting of 1% of Qualified Equity Investments pursuant to closing and collection by DDF; and **(3)** acceptance of payment of or reimbursement to the City for costs for outside assistance or legal counsel required in association with the program - Estimated Revenue: $550,000

BACKGROUND

The City of Dallas authorized the creation of the DDF, a non-profit Community Development Entity (CDE), by Resolution No. 09-0461 on February 11, 2009, to apply for a New Markets Tax Credit (NMTC) allocation from the U.S. Department of Treasury's CDFI Fund in its FY09 funding cycle. DDF was awarded a $55 million allocation under the FY09 cycle.

The NMTC program permits taxpayers to receive a credit against federal income taxes for making qualified equity investments in designated CDEs. These investments must be used by the CDE for projects and investments in low-income communities, and the City believes the allocation would be beneficial to provide additional opportunities for development in low-income areas. The credit provided to the investor totals 39% of the cost of the investment and is claimed over a seven-year credit allowance period.

Although the NMTC allocation was made to the DDF, the City of Dallas is designated as the controlling entity of the DDF. The City Council is being asked to approve a contract between the City of Dallas and the DDF. The purpose of the contract is to state the terms and conditions under which the City will provide services to assist the DDF and its subsidiaries in administering and managing any allocations of NMTC. The contract between the DDF and the City will be in effect until the last day of the compliance period for any NMTC allocations received by the DDF or any of its subsidiaries.

BACKGROUND (Continued)

Specifically, the contract states that the Office of Economic Development (OED) serves as the day to day manager and administrator of the Dallas Development Fund and its subsidiaries. OED will provide recommendations to the DDF and/or its subsidiaries for approval to retain outside assistance to aid in the administration of the corporation, its subsidiaries, and their projects, which may include consultants, financial managers, and auditors. Upon approval, the DDF or a subsidiary will enter into contracts with the sources of outside assistance; the contracts will be managed on behalf of the DDF and its subsidiaries by OED.

In addition, the City Attorney's Office (CAO) will serve as counsel to the DDF and its subsidiaries for matters involving the Texas Open Meetings Act and the Texas Public Information Act. For all other legal matters, CAO will recommend counsel to the DDF and/or its subsidiaries for approval to retain counsel. Upon approval, the DDF or a subsidiary will enter into any contracts with counsel; such contracts shall be managed on behalf of the DDF and its subsidiaries by CAO.

The City will receive payment of 1% of the Qualified Equity Investment ($550,000 under the current allocation) related to the DDF program upon closing of a NMTC transaction. The contract also includes reimbursement language of up to $110,000 for the City retained NMTC Consultant, as approved by the Dallas City Council on April 14, 2010, by Resolution No. 10-0898, as well as language that authorizes additional reimbursements for costs incurred by the City on behalf of the DDF prior to the closing of a NMTC project.

PRIOR ACTION/REVIEW (COUNCIL, BOARDS, COMMISSIONS)

On February 11, 2009, the City Council authorized the creation of the DDF, a non-profit CDE.

On January 13, 2010, the City Council authorized the acceptance of the $55 million NMTC allocation.

On January 19, 2010, the Economic Development Committee was briefed on the DDF and the NMTC program.

On January 27, 2010, the City Council approved bylaw and certificate of formation changes to the DDF.

On February 16, 2010, a memo was submitted to Economic Development Committee regarding the selection of the New Markets Tax Credit consultant.

On April 5, 2010, a memo was submitted to the Economic Development Committee on the NMTC consultant selection process.

PRIOR ACTION/REVIEW (COUNCIL, BOARDS, COMMISSIONS) (Continued)

On April 14, 2010, the City Council approved the selection of S.B. Friedman and Co. to serve as a consultant to the DDF.

On May 17, 2010, a memo was submitted to the Economic Development Committee regarding a contract between the DDF and the City of Dallas for the management of the DDF.

FISCAL INFORMATION

Estimated Revenue - $550,000

WHEREAS, the City is committed to supporting enhanced economic development opportunities for low-income communities within the City and to low-income persons residing within those communities; and

WHEREAS, the United States Department of Treasury has established the New Markets Tax Credit (NMTC) program to stimulate investments in predominately low-income communities; and

WHEREAS, the goals and purposes of the NMTC program are consistent with and complementary to the economic development programs previously established by the City to support expanded economic development opportunities for low-income communities within the City and to low-income persons residing within those communities; and

WHEREAS, under the NMTC program, tax credits are competitively awarded annually by the Treasury Department through its Community Development Financial Institutions Fund (CDFI Fund) to qualified Community Development Entities (CDEs) after review and evaluation of applications submitted by CDEs, which are then made available to investors; and

WHEREAS, the City of Dallas created the Dallas Development Fund (DDF) as a non-profit Texas corporation in order to apply for an award as a CDE under the NMTC program; and

WHEREAS, the DDF was awarded a $55 million NMTC allocation under the 2009 NMTC program; and

WHEREAS, there is a need to formalize the relationship between the DDF and its subsidiaries and the City of Dallas as its administrator and manager; and

WHEREAS, The City will fund the City's administrative costs associated with the NMTC program; however, the City will receive an estimated $550,000 associated with the NMTC program from fees generated through the program and collected by DDF that are associated with the close of NMTC deals and obtained through fee revenues;

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 enter into a management services contract with the Dallas Development Fund to administer and manage any allocations of New Markets Tax Credit (NMTC) awarded by the United States Treasury Community Development Financing Institutions (CDFI) Fund.

Section 2. That the City Manager is hereby authorized to accept NMTC fees consisting of 1% of Qualified Equity Investments pursuant to closing and collection by DDF.

Section 3. That the City Manager is hereby authorized to accept payment of or reimbursement to the City for actual costs of outside assistance or legal counsel retained for the benefit of DDF in association with the program.

Section 4. That the City Controller is hereby authorized to receive and deposit fees generated through the NMTC program and collected by DDF that are associated with the close of NMTC deals, and payment or reimbursement to the City for actual costs of outside assistance or legal counsel retained for the benefit of DDF in association with the program, as follows:

FUND	DEPT	UNIT	ACTV	REV	EST AMOUNT
0065	ECO	P607	NMTC	8428	$550,000
0065	ECO	P620	NMTC	8428	TBD (based upon actual costs incurred)

Section 5. That the City Controller is hereby authorized to transfer funds from Fund 0065, Department ECO, Unit P607, Activity NMTC, Object 3690 to Fund 0001, Department ECO, Unit Various, Object 5011 for OED economic development costs from fees generated through the program and collected by DDF that are associated with the close of NMTC deals.

Section 6. That the City Controller is hereby authorized to transfer funds from Fund 0065, Department ECO, Unit P620, Activity NMTC, Object 3690 to Fund 0001, Department ECO, Unit Various, Object 5011, and to Fund 0001, Department ATT, Unit 1308, Object 5011, for reimbursement of actual costs of outside assistance or legal counsel retained for the benefit of DDF in association with the program.

Section 7. 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.

Distribution: Office of Economic Development, Tenna Kirk, 5CS
Office of Economic Development, Heather Lepeska, 5CS
Office of Economic Development, Jiroko Rosales, 5CS
Office of Economic Development, Sheri Price, 2CN
City Attorney's Office - Barbara Martinez
City Attorney's Office – Sarah Hasib

ADDENDUM ITEM # 4

KEY FOCUS AREA: Make Government More Efficient, Effective and Economical

AGENDA DATE: May 26, 2010

COUNCIL DISTRICT(S): All

DEPARTMENT: Office of Financial Services

CMO: Jeanne Chipperfield, 670-7804

MAPSCO: N/A

SUBJECT

Authorize an increase in the Over 65 and Disabled Persons Homestead Property Tax Exemption from $64,000 to $70,000 beginning with the ~~2009~~ 2010 tax year - Estimated Annual Revenue Loss: ($2,600,000)

BACKGROUND

The City of Dallas grants an exemption of 20% or a minimum of $5,000 of the market value of residence homesteads. An additional exemption of up to $64,000 of the market value is granted to those persons who are over 65 years old or disabled. The $64,000 exemption has been in effect since 1986.

The proposed increase recognizes the increase in home values that has occurred since FY1986-87. A six year plan to increase the exemption from $64,000 to $100,000 in $6,000 increments is proposed. Annual increases in the exemption would begin in tax year 2009 and end in tax year 2014 and would require a City Council vote for each annual increase in the exemption.

PRIOR ACTION

The Over 65 and Disabled Persons Homestead Property Tax Exemption was established at $50,000 for 1986 on April 23, 1986, by Resolution No. 86-1283.

Resolution No. 86-2926 was amended to increase the Over 65 and Disabled Persons Homestead Property Tax Exemption from $50,000 to $64,000 for 1986 on September 17, 1986, by Resolution No. 86-2926.

On May 27, 2009, this item was deferred by Councilmember Neumann for a period of one year.

FISCAL INFORMATION

Estimated Annual Revenue Loss: $2,600,000

May 26, 2010

WHEREAS, Resolution No. 86-1283, approved on April 23, 1986, established the Over 65 and Disabled Persons Homestead Property Tax Exemption at $50,000 for 1986, and

WHEREAS, Resolution No. 86-2926 approved on September 17, 1986, amended Resolution No. 86-1283 and increased the amount of the Over 65 and Disabled Persons Homestead Property Tax Exemption from $50,000 to $64,000 for 1986, and

WHEREAS, the City Council desires to change the amount of the Over 65 and Disabled Persons Homestead Property Tax Exemption; **Now Therefore,**

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

Section 1. That the Over 65 and Disabled Persons Homestead Property Tax Exemption is set at $70,000 for the tax year beginning January 1, ~~2009~~ 2010 and for each subsequent tax year, unless changed by State law or resolution or ordinance of the City Council.

Section 2. That this resolution supersedes the Over 65 and Disabled Persons Homestead Property Tax Exemptions set forth in Resolution Nos. 86-1283 and 86-2926.

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

ADDENDUM ITEM # 5

KEY FOCUS AREA: Economic Vibrancy

AGENDA DATE: May 26, 2010

COUNCIL DISTRICT(S): 4, 5, 7, 8

DEPARTMENT: Office of Economic Development

CMO: A. C. Gonzalez, 671-8925

MAPSCO: N/A

SUBJECT

Authorize **(1)** the establishment of the Pleasant Grove Economic Development Program pursuant to Chapter 380 of the Texas Local Government Code (the "Act") to make loans and grants to promote local economic development in the Pleasant Grove community of Dallas; and **(2)** a Chapter 380 grant agreement in an amount not to exceed $75,000 with Pleasant Grove Mission Possible, Inc. (PGMP) to implement the first phase of the Pleasant Grove Economic Development Program to fund the marketing and design work aimed at improving the image and perception of the Pleasant Grove community thereby encouraging future business and commercial activities within the area - Not to exceed $75,000 – Financing: Public/Private Partnership Funds

BACKGROUND

The establishment of a Pleasant Grove economic development program will identify, isolate and address systemic disincentives to outside private investment necessary for economic development and business growth. Image and perception rank high on the list of issues that pose a threat to future business and commercial development in the area. The program is intended to penetrate the negative image and perception of Pleasant Grove. by telling a Pleasant Grove story that accentuates the positives of the area, drawing attention to easy highway access, diverse neighborhoods, the Trinity River Audubon Center, the newly constructed Eastfield College campus, the DART Green Line, Crawford Park, other large parks and wet lands and other amenities. Changing the negative image of Pleasant Grove will be helpful in attracting development and commercial activity that will expand employment opportunities.

The program will be managed by Pleasant Grove Mission Possible, Inc. and will be completed in phases. The initial phase will include (1) design of a visual Gateway that conveys Pleasant Grove as a pleasant place to do business, (2) marketing and public relations that informs and engages businesses, faith based institutions, non profits, residents and others about the need, the efforts and the rationale for changing the image and perception of Pleasant Grove.

BACKGROUND (Continued)

Subsequent phases will include site development, monuments, shade shelters, lighting and signage, pedestrian walk enhancement and landscaping.

The Mayor's Southern Dallas Task Force was formed in August 2008 to bring together local citizens and others interested in the redevelopment of southern Dallas. Ten working teams were established and divided geographically throughout southern Dallas. Each team committed to engage for a 24 month period to identify and offer one action initiative that could have impact on private investment for economic development in their assigned geographic area.

Seven of the teams, including Pleasant Grove, identified actions that could be started and or implemented in the near term. Other teams submitted action plans for funding from future GO Bonds and/or action items that will require further development. The Mayor and the City Manager supported pursuit of immediate City funding for the seven action items that could be started and or implemented in the near term. Staff was assigned to identify possible funding sources for each action item.

The Pleasant Grove team concluded that "re-branding" is the single most important step that can be taken to begin to neutralize the huge negative image that impedes economic development and commercial activity.

Funds requested are for the initial phase of design, marketing and public relations associated with launching the project and represents 44% of the total cost of this phase of $170,000. Cost to date including creating a video and campaign web site, artwork and logo for "Discover the New Pleasant Grove" banners, events and activities, distribution of campaign materials, layout for newsletter, oversight and management of the project, have been absorbed through in kind and pro bono assistance.

PRIOR ACTION/REVIEW (COUNCIL, BOARDS, COMMISSIONS)

On February 16, 2010, the Economic Development Committee was briefed on implementation and funding of action items submitted by Working Teams of the Mayor's Southern Dallas Task Force.

On May 3, 2010, a memo was submitted to the Economic Development Committee regarding a Chapter 380 grant agreement with Pleasant Grove Mission Possible, Inc. (PGMP) to fund the marketing and design phase of the ReBranding Pleasant Grove campaign recommended by the Pleasant Grove Team of the Mayor's Southern Dallas Task Force.

OWNER

Pleasant Grove Mission Possible, Inc.

Dr. Shirley Wesley King
Agency Representative

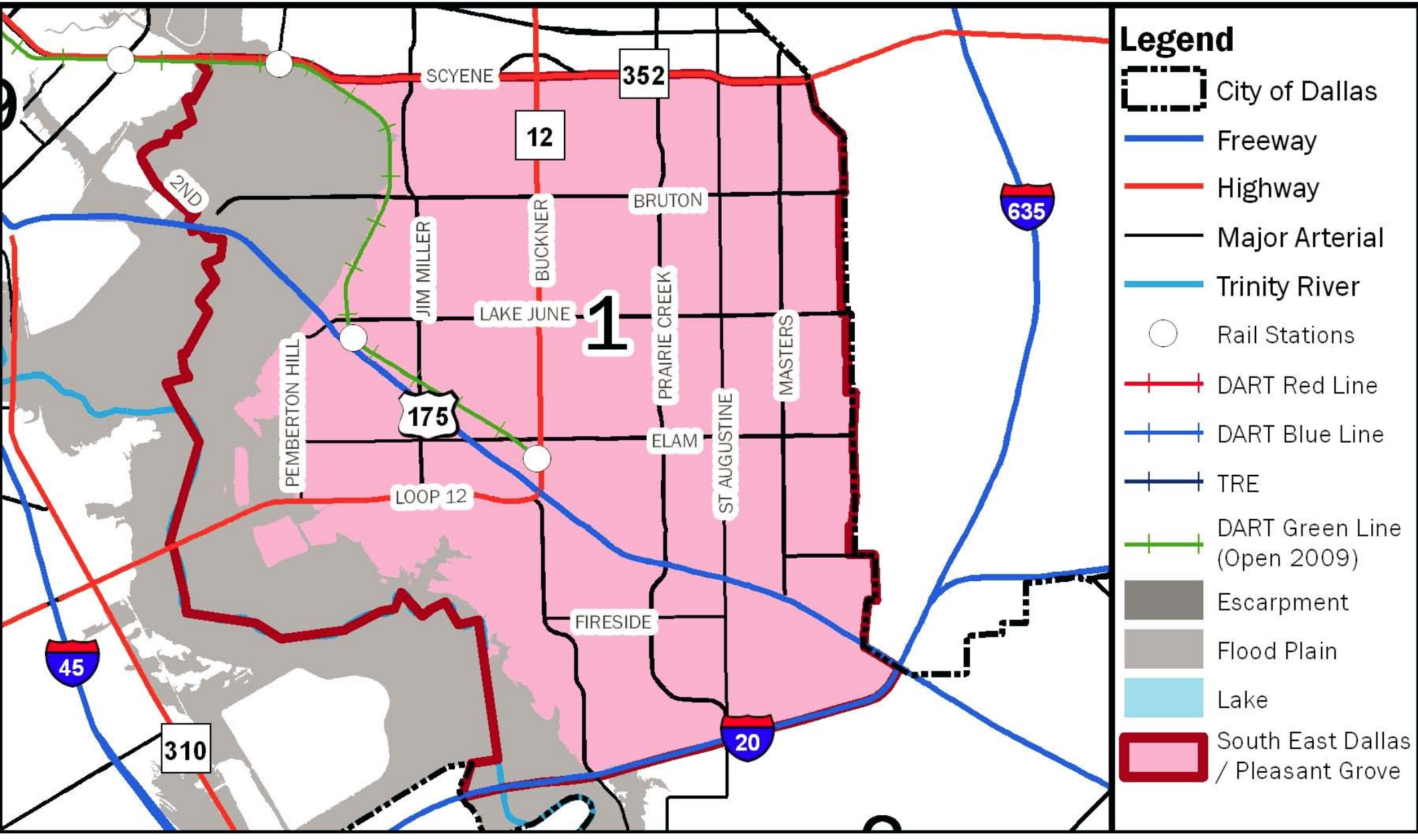
FISCAL INFORMATION

$75,000 – Public/Private Partnership Funds

MAP

Attached.

Mayor's Southern Dallas Task Force: Area #1 Pleasant Grove



May 26, 2010

WHEREAS, the Dallas City Council has made economic development a key focus and the redevelopment of southern Dallas a high priority; and

WHEREAS, the February 20, 2008, briefing to the City Council endorsed a Task Force of public and private sector and community participation to tackle priority issues related to the redevelopment of southern Dallas; and

WHEREAS, on August 8, 2008**,** a meeting was convened at Dallas City Hall to discuss the formation of the Mayor's Southern Dallas Task Force for an 18 – 24 month commitment to develop action items that might stimulate development in southern Dallas; and

WHEREAS, the Task Force was divided into working teams representing a defined geographic area in southern Dallas; and

WHEREAS, each working team was asked to develop an action item and an implementation plan that would have impact on economic development, quality of life or some other factors that would enhance the framework for realizing potential in their assigned southern Dallas geographic area; and

WHEREAS, the Pleasant Grove working team determined that image and perception were major disincentives to attracting private investment and development in their geographic area; and

WHEREAS, the team concluded that "re-branding" is the single most important step that can be taken to begin to penetrate a huge negative image and stimulate business and commercial development in Pleasant Grove; and

WHEREAS, on June 9, 2009, the Pleasant Grove working team submitted their plan for the 're-branding" of Pleasant Grove; and

WHEREAS, the initial phase of the "re-branding" effort will include design, marketing and public relations; and

WHEREAS, the Mayor and the City Manager supports pursuit of immediate City funding for action items submitted by seven of the Task Force working teams which included the Pleasant Grove team; and

WHEREAS, the Pleasant Grove team has received over 56% of the cost of the initial phase of the $170,000 cost associated with the re-branding launch pro bono and in kind; and

WHEREAS, the City of Dallas wishes to establish and approve the Pleasant Grove Economic Development Program pursuant to Chapter 380 of the Texas Local Government Code, to make loans and grants to promote local economic development and to stimulate business and commercial activity in the Pleasant Grove area; and

WHEREAS, the City of Dallas wishes to enter into an economic development grant agreement with Pleasant Grove Mission Possible in an amount not to exceed $75,000 for an image re-branding program to encourage economic development in accordance with the Mayor's Southern Dallas Task Force.

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 (1) establish and approve The Pleasant Grove Economic Development Program pursuant to Chapter 380 of the Texas Local Government Code (the "Act") to make loans and grants to promote local economic development in the Pleasant Grove community of Dallas; and (2) execute a Chapter 380 economic development grant agreement with Pleasant Grove Mission Possible, Inc., to fund the initial phase of design, marketing and public relations associated with launching the "re-branding" of Pleasant Grove project recommended by the Pleasant Grove Working Team of the Mayor's Southern Dallas Task Force to promote economic development and stimulate business and commercial activity in the Pleasant Grove community of Dallas.

Section 2. That the City Controller is hereby authorized to encumber and disburse from Fund 0352, Department ECO, Unit 9992, Object Code 3016, Activity PPPF, Encumbrance No. ECO9992G081, Vendor No. VC0000008837, in an amount not to exceed $75,000.

Section 3. That nothing in this resolution shall be construed as a binding contract or agreement upon the City and that there will be no liability or obligation on the City until final contract documents are approved and executed.

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.

Distribution: Office of Economic Development – Tenna Kirk, 5CS
Office of Economic Development – Sajid Safdar, 2CN
Office of Economic Development – Hammond Perot, 5CS
Office of Economic Development – Lee McKinney, 5CS
City Attorney's Office – Barbara Martinez

ADDENDUM ITEM # 6,7

KEY FOCUS AREA: Economic Vibrancy

AGENDA DATE: May 26, 2010

COUNCIL DISTRICT(S): 14

DEPARTMENT: Office of Economic Development

CMO: A. C. Gonzalez, 671-8925

MAPSCO: 45 R L P & Q

SUBJECT

DalPark Garage

* Authorize an amendment to the parking agreement with Central Parking System of Texas, Inc., now DalPark Partners, Ltd., parking operator of the DalPark Garage, previously approved by Resolution No. 03-1923, on June 25, 2003, in Tax Increment Financing Reinvestment Zone Number Five (City Center TIF District) to: **(1)** extend the term of the agreement by five years from July 1, 2010 to June 30, 2015; **(2)** reduce the City's rate per space from $101.24 to $90 per space / per month; **(3)** reduce the number of public, short-term parking spaces from 225 spaces to 150 spaces; and **(4)** increase the public's hourly rate per space from $1.00 per hour to $1.50 per hour for the first four hours – Not to exceed $820,000 - Financing: City Center TIF District Funds
* Authorize the receipt and deposit of estimated monthly average parking revenue of $11,063 from DalPark Partners, Ltd. over a five-year period - Estimated Parking Revenue: $663,780

BACKGROUND

The availability of short-term parking is a challenge in the downtown area. The City of Dallas initially contracted with DalPark to provide moderately priced, short-term parking in 2003. The arrangement has been successful – over 400,000 vehicles have taken advantage of the program. It is possible, under the initial funding commitment to extend the term of this agreement by an additional five (5) years.

Approximately $210,658 remains of the $1,695,000 initial funding for the parking agreement. Staff has negotiated an extension of the agreement for an additional five (5) years in one year increments, which will not require additional funding from the City Center TIF.

BACKGROUND (Continued)

This provides for no interruption to the lower cost, short-term parking program. Due to current economic conditions, the demand for parking in these spaces has decreased by approximately an average of 2,000 cars per month since 2007, resulting in a pro rata decrease in the shared revenue, which offsets City lease costs.

To extend the life of the existing funds for another five years, the number of spaces being leased is reduced to 150 at a cost of $90.00 per space per month ($13,500 per month), as opposed to the current leasing of 225 spaces at $101.24 per month ($22,779). This reduction in the City's obligation saves almost $10,000 per month. The recommended increase in the hourly parking rate from $1.00 per hour to $1.50 per hour for the first four hours will additionally mitigate the City's lease obligation because of the parking revenue sharing with the operator. Collectively, the reduction in the number of parking spaces and the related rental rate also being reduced and fixed for five years, combined with an increase in the hourly parking rate, should provide for the initial funds to carry the lease for the extended term without further funding.

The existing parking agreement with Central Parking System of Texas, Inc. (now DalPark Partners, Ltd.) expires on June 30, 2010. DalPark Garage is located at 1600 Commerce Street near the intersection of Commerce and Ervay Streets.

Major points of the parking agreement will be:

- The parking agreement originally made 225 parking spaces in the Dalpark Garage available for short-term public parking at rates set by the City. To reduce City costs this amount will be reduced to 150 parking spaces.
- The initial term of the parking agreement was 7 years with options to renew for up to 20 years. Renewal requires subsequent City Council approval. This item will reduce the renewal term to two five-year terms.
- Initial rents included an escalation clause. The downturn in the economy allowed staff to renegotiate a lower rate.
- The rates are shown below:

Period	Maximum Expense	Monthly Rate Per Parking
Current Rate		
July 2009 to June 2010	$273,348	$101.24**
Proposed Rate		
July 2010 to June 2015	$162,000*	$90.00

* Estimated cost

** This amount is a not to exceed amount and was rounded to the nearest tenth. It represents the maximum amount allowable under the contract.

BACKGROUND (Continued)

- The parking space agreement may terminate at any time with one year notice by either party.
- The original rate charged to the public has been $1 per hour per space for up to four hours. This rate matched City parking meter rates. Since these rates have increased to $1.50 per hour, this item authorizes an increase in the hourly parking rate. The contract will allow for future rate adjustments based on adopted parking policies for the Downtown area.
- The short-term parking spaces have been available Monday through Wednesday 6:00 a.m. - 10:00 p.m., Thursday through Saturday 6:00 a.m. - 2:30 a.m.. Days and hours of operation may be adjusted with consent of both parties. Tokens have been available for visitors to leave the garage after these regular hours of operation. The new agreement will require that the facility also be open on Sundays.
- Short-term revenue generated from the 225 parking spaces have been distributed back to the City Center TIF Fund on a monthly basis. Since the 225 parking spaces are approximately 50 percent of the total parking spaces available in the garage, a pro rata share of the gross revenue on all 444 parking spaces available in the garage was used to calculate the TIF share of total gross revenues.
- The operator has absorbed all operating and maintenance expenses and not passed any expenses through to the TIF/City.
- TIF funds were used for improvements necessary and convenient to the implementation of the retail attraction component of the City Center TIF District Project Plan and Reinvestment Zone Financing Plan in an amount not to exceed $81,000 for interior and exterior lighting, signage, public area/lobby improvements in connection with the public parking spaces in the DalPark Garage. This modified agreement sets out $10,000 in funds for signage modifications, if new parking standards are set.

PRIOR ACTION/REVIEW (COUNCIL, BOARDS, COMMISSIONS)

On June 26, 1996, City Council adopted Ordinance No. 22802 which created Reinvestment Zone Number Five, the City Center TIF District.

On February 12, 1997, City Council adopted Ordinance No. 23034 approving the Project Plan and Reinvestment Zone Financing Plan for the City Center TIF District.

On May 9, 2001, the City Council authorized Resolution No. 01-1485, approving the City Center TIF District Parking Strategy.

On June 6, 2003, the City Center TIF Board of Directors recommended that City Council authorize a seven-year parking space agreement with Central Parking System of Texas, Inc. for short-term parking spaces and public improvements in the Dalpark Garage located at 1600 Commerce Street.

PRIOR ACTION/REVIEW (COUNCIL, BOARDS, COMMISSIONS) (Continued)

On June 25, 2003 the City Council authorized Resolution No. 03-1923, approving the seven-year parking space agreement with Central Parking System of Texas, Inc. for short-term parking spaces and public improvements in the DalPark Garage located at 1600 Commerce Street.

On May 7, 2010, the City Center TIF Board of Directors recommended that City Council authorize an amendment to the parking agreement with Central Parking System of Texas, Inc., now DalPark Partners, Ltd., Parking Operator of the DalPark Garage, previously approved on June 25, 2003, by Resolution No. 03-1923 for short-term parking spaces and public improvements in the Dalpark Garage located at 1600 Commerce Street.

On May 17, 2010, a memo was submitted to the Economic Development Committee regarding an amendment to the parking agreement with Central Parking System of Texas, Inc., now DalPark Partners, Ltd., Parking Operator of the DalPark Garage, previously approved on June 25, 2003, by Resolution No. 03-1923.

FISCAL INFORMATION

$820,000 - City Center TIF District Funds
$663,780 - Estimated Revenue

OWNER

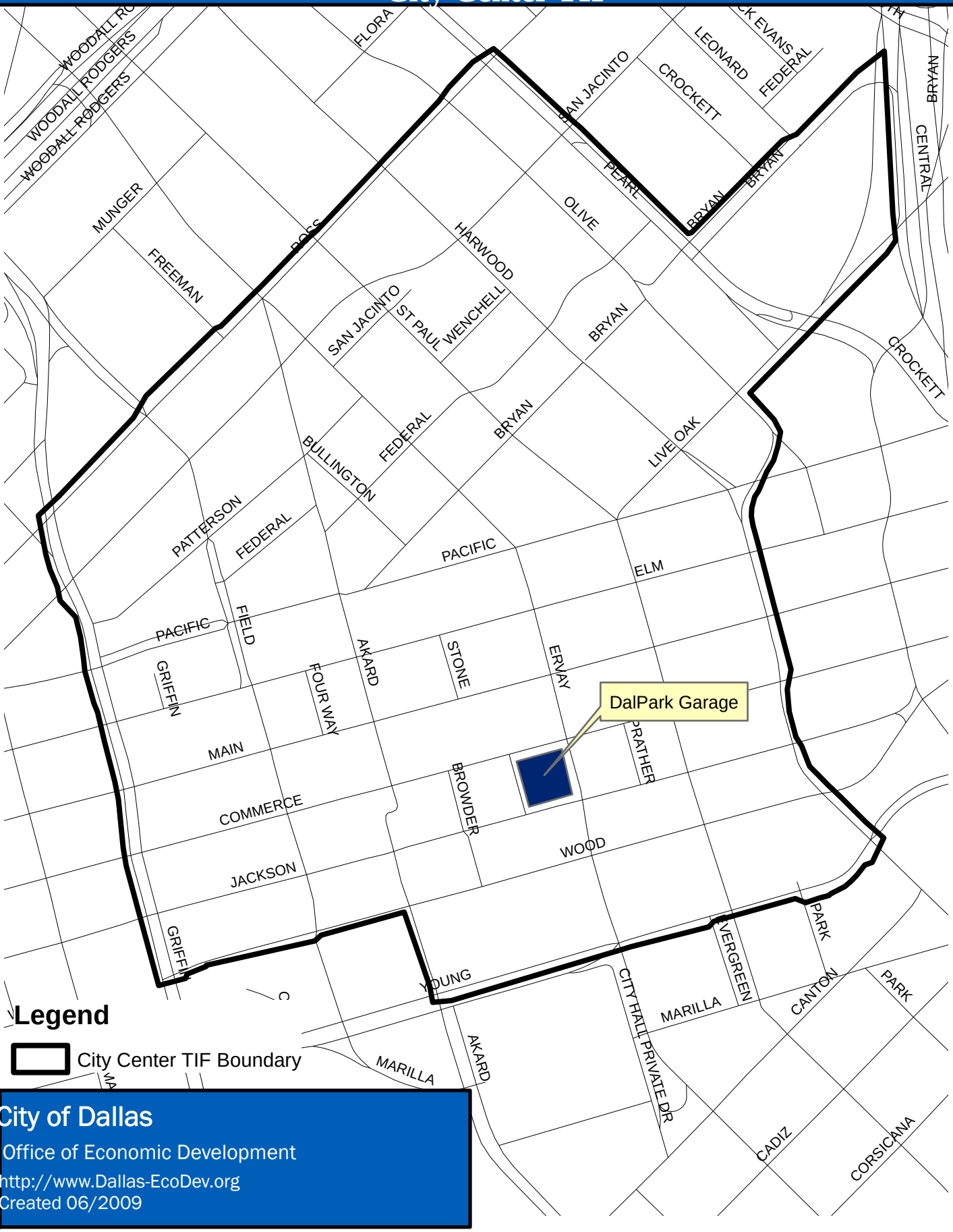
DalPark Partners, Ltd.
Texas limited partnership
My Parking Corporation
General Partner

John C. Tatum, President

MAP

Attached.

DalPark Garage
City Center TIF



Legend

City Center TIF Boundary

City of Dallas

Office of Economic Development

http://www.Dallas-EcoDev.org

Created 06/2009

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

WHEREAS, on June 26, 1996, the City Council authorized the establishment of Tax Increment Financing Reinvestment Zone Number Five, City of Dallas, Texas ("City Center TIF District"), in accordance with the Tax Increment Financing Act, as amended (Chapter 311, Tax Code, hereinafter the "Act") to promote development and redevelopment in the City Center area through the use of tax increment financing by Ordinance No. 22802, as amended; and

WHEREAS, on February 12, 1997, the City Council authorized the adoption of Ordinance No. 23034, as amended, which authorized the final City Center TIF District Project Plan and Reinvestment Zone Financing Plan ("Project and Financing Plan"), as amended; and

WHEREAS, the Project and Financing Plan specifically identifies parking, facade, pedestrian, streetscape and lighting improvements as eligible expenditures of the City Center TIF District Fund; and

WHEREAS, Ordinance Nos. 22802, and 23034 referenced above provide for the construction of certain public improvements within the City Center TIF District; and

WHEREAS, the existing supply of public parking is insufficient to meet the growing customer demand in the Dallas Main Street Retail Initiative Area; and

WHEREAS, the parking agreement is a short-term solution to the public parking shortage; and

WHEREAS, on June 11, 2003, the City Council authorized a seven-year parking agreement effective June 30, 2003 with Central Parking System of Texas, Inc. for the lease of 225 public parking spaces ("TIF spaces") in the DalPark Garage located at 1600 Commerce Street in Tax Increment Financing Reinvestment Zone Number Five, City of Dallas, Texas (City Center TIF District); and

WHEREAS, on April 1, 2007, the parking agreement between the City of Dallas and Central Parking System of Texas, Inc., was terminated and assigned to DalPark Partners Ltd.; and

WHEREAS, on May 7, 2010, the City Center TIF Board of Directors accepted the proposed modification of the terms of the parking agreement and provided a recommendation to the City Council for an amendment to Resolution No. 03-1923; and recommend to the City Council continued TIF participation for public parking located in the DalPark Garage; and

May 26, 2010

WHEREAS, on May 17, 2010, a memo was presented to the Economic Development Committee regarding amendments to the parking agreement in the City Center TIF District; and

WHEREAS, DalPark Partners, Ltd. ("DalPark") desires to lease 150 parking spaces to City of Dallas ("City") in the DalPark Garage for public short-term parking and extend the term of the parking agreement for five years with an option to extend the term for an additional five years; and

WHEREAS, City desires to lease 150 parking spaces in the DalPark Garage from DalPark to be used as public short-term self-parking and extend the term of the parking agreement for five years with an option to extend the term for an additional five years to serve visitors and retail customers in the City Center TIF District; and

WHEREAS, approximately $210,658 remains of the $1,695,000 initial funding for the parking agreement, an additional $609,342 is required to fund this extension.

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 amend Resolution No. 03-1923 as follows:

Sections 2, 3, and 4 of Resolution No. 03-1923 shall be amended to read as follows:

Section 2. That the City Manager, upon approval as to form by the City Attorney, is hereby authorized to execute a ~~seven~~ twelve-year parking space agreement effective June 30, 2003 with ~~Central Parking System of Texas, Inc.~~ DalPark Partners, Ltd. for the funding of 225 public parking spaces for the period commencing July 1, 2003 and ending June 30, 2010 and 150 public parking spaces for the period commencing July 1, 2010 and ending June 30, 2015 in the DalPark Garage located at 1600 Commerce Street in Tax Increment Financing Reinvestment Zone Number Five (City Center TIF District) in an amount not to exceed $1,695,000 and that the City Council finds that the funding of the above referenced public parking spaces is necessary and convenient to the implementation of the retail attraction component of the City Center TIF District Project Plan and Reinvestment Zone Financing Plan.

Section 1. (Continued)

Section 3**.** That the special terms and conditions of each of these agreements are:

(a) ~~Central Parking System of Texas, Inc.~~ DalPark Partners, Ltd. shall make 225 parking spaces available for short-term parking for ~~three~~ seven years in the DalPark Garage for self-park effective July 1, 2003; and 150 parking spaces available for short-term parking for five years in the DalPark Garage for self-park effective July 1, 2010;

(b) The term of the parking agreement is ~~seven~~ twelve-years with option~~s~~ to renew for ~~three (3) Three-year periods and two (2) two-year~~ one (1) five-year period~~s~~ for 150 parking spaces at $100 per month per space ($15,000 per month). The parking agreement will be terminable at any time with one-year notice by either party. The initial lease term begins July 1, 2003 and ends June 30, ~~2010~~ 2015.

(c) The City shall make monthly lease payments during the term in accordance with Section 3(d) and 3(e) below.

(d) The City shall initially pay the monthly rental in the amounts not to exceed as follows:

July 1, 2010 – June 30, 2015, $90.00 per month per space ($13,500 for 150 spaces)

(e) Upon the completion of the planned pedestrian cut-through from Main Street to Commerce Street across the street from the pedestrian entrance to the DalPark Garage the rates for the third year will increase to $90 per month per space. In subsequent years, the parking rate may increase based on the market parking rates in comparable parking facilities but such increases shall not exceed 4 percent annually. The City shall pay monthly rental rates in amounts not to exceed the following amounts:

July 1, 2010 – June 30, 2015, $90.00 per month per space ($13,500 for 150 spaces)

(f) The short-term side of the DalPark parking facility has 444 parking spaces – on levels 2, 4, 6, 8. The City's TIF spaces will be located in the transient side of the garage. The location of the TIF spaces will be equivalent to the location of the 219 private spaces available on the same levels of the DalPark Garage. ~~Central Parking~~ DalPark will agree to make the remaining 219 parking spaces available at the same rates charged for the TIF spaces until June 30, 2010.

Section 1. (Continued)

(g) The rate of all 444 parking spaces in the facility shall be set to the required City rate of $1 per hour up to four hours. The rate will increase to $2 per hour for each hour after 4 hours to the daily maximum rate. The daily maximum rate shall match the market rate by season ($7 to $10 dollars). The maximum evening parking rate will be $2 total. The maximum weekend rate will be $2 per day. The foregoing rates will apply through June 30, 2010. As of July 1, 2010, the rate for the 150 parking spaces will be $1.50 per hour for up to four hours. The rate will increase to $2 per hour for each hour after 4 hours to the daily maximum rate of $10.00. The contract will allow for future rate adjustments based on adopted parking policies for the Downtown area.

(h) The City Center TIF District will receive gross revenue from 225 spaces on a pro rata basis of 50.67% of the revenues received from the 444 transient parking spaces until June 30, 2010. As of July 1, 2010, The City Center TIF District will receive gross revenue from 150 spaces on a pro rata basis of 50.00% of the revenues received from the 150 transient parking spaces.

(i) The short-term parking spaces will be available Monday through Wednesday 6:00 a.m. - 10:00 p.m., Thursday through Saturday 6:00 a.m. - 2:30 a.m. Days and hours of operation may be adjusted with consent of both parties. Tokens will be available for visitors to leave the garage after these regular hours of operation. Lessor shall distribute City's pro-rata share of revenue from the ~~444~~ transient parking spaces to the City on a monthly basis, due on the fifteenth day of the following month.

(j) ~~Central Parking~~ DalPark will absorb all maintenance and operating expenses, including security, and not pass any expenses through to the TIF/City.

(k) If the parking agreement is terminated by ~~Central Parking~~ DalPark in year one, ~~Central Parking~~ DalPark shall reimburse the City Center TIF District 100% of the leasehold improvement costs; in year two, reimbursement shall be 66% of the leasehold improvement costs; in year three, parking agreement termination by ~~Central Parking~~ DalPark shall result in a 33% reimbursement for the leasehold improvement costs. The City shall not receive reimbursement for leasehold improvements beyond year three of the parking space agreement.

Section 1. (Continued)

Section 4**.** That the City Controller is hereby authorized to distribute funds in accordance with the parking space agreement from:

City Center TIF District Fund Fund 0035, Department ECO, Unit Q020, Object 3072, Activity TCCN, Encumbrance No. PDDEVQ020F118-03 Vendor No. VC0000002623 in an amount not to exceed	$10,000
Year One of extension period commencing July 1, 2010 City Center TIF District Fund Fund 0035, Department ECO, Unit Q020, Object 3330, Activity TCCN, Encumbrance No. PDDEVQ020F118-04 Vendor No. VC0000002623 in an amount not to exceed	$162,000
Year Two of extension period commencing July 1, 2011 City Center TIF District Fund Fund 0035, Department ECO, Unit Q020, Object 3330 Activity TCCN, Encumbrance No. PDDEVQ020F118-05 Vendor No. VC0000002623 in an amount not to exceed	$162,000
Year Three of extension period commencing July 1, 2012 City Center TIF District Fund Fund 0035, Department ECO, Unit Q020 Object 3330, Activity TCCN, Encumbrance No. PDDEVQ020F118-06 Vendor No. VC0000002623 in an amount not to exceed	$162,000
Year Four of extension period commencing July 1, 2013 City Center TIF District Fund Fund 0035, Department ECO, Unit Q020, Object 3330, Activity TCCN, Encumbrance No. PDDEVQ020F118-07 Vendor No. VC0000002623 in an amount not to exceed	$162,000
Year Five of extension period commencing July 1, 2014 City Center TIF District Fund Fund 0035, Department ECO, Unit Q020, Object 3330, Activity TCCN, Encumbrance No. PDDEVQ020F118-08 Vendor No. VC0000002623 in an amount not to exceed	$162,000
Total	$820,000

Section 1. (Continued)

The City Controller is hereby authorized to disburse monthly payments on the first day of each month during the term of this agreement as follows:

July 1, 2010 – June 30, 2015, $90.00 per month per space ($13,500 for 150 spaces)

Section 2. That the City Manager is authorized to execute this agreement, subject to annual appropriations, as amended.

Section 3. That all the other terms and conditions as set forth in Resolution No. 03-1923, as amended, shall remain in full force and effect except as specifically outlined in Section 1 above.

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.

Distribution: Office of Economic Development – Tenna Kirk, 5CS
Office of Economic Development – Sajid Safdar, 2CN
Office of Economic Development – Jim Greenwalt, 2CN
City Attorney's Office - Barbara Martinez
City Attorney's Office – Sarah Hasib

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

WHEREAS, on June 26, 1996, the City Council authorized the establishment of Tax Increment Financing Reinvestment Zone Number Five, City of Dallas, Texas ("City Center TIF District"), in accordance with the Tax Increment Financing Act, as amended (Chapter 311, Tax Code, hereinafter the "Act") to promote development and redevelopment in the City Center area through the use of tax increment financing by Ordinance No. 22802, as amended; and

WHEREAS, on February 12, 1997, the City Council authorized the adoption of Ordinance No. 23034, as amended, which authorized the final City Center TIF District Project Plan and Reinvestment Zone Financing Plan ("Project and Financing Plan"), as amended; and

WHEREAS, the Project and Financing Plan specifically identifies parking, facade, pedestrian, streetscape and lighting improvements as eligible expenditures of the City Center TIF District Fund; and

WHEREAS, Ordinance Nos. 22802, and 23034 referenced above provide for the construction of certain public improvements within the City Center TIF District; and

WHEREAS, the existing supply of public parking is insufficient to meet the growing customer demand in the Dallas Main Street Retail Initiative Area; and

WHEREAS, the parking agreement is a short-term solution to the public parking shortage; and

WHEREAS, on June 11, 2003, the City Council authorized a seven-year parking agreement effective June 30, 2003 with Central Parking System of Texas, Inc. for the lease of 225 public parking spaces ("TIF spaces") in the DalPark Garage located at 1600 Commerce Street in Tax Increment Financing Reinvestment Zone Number Five, City of Dallas, Texas (City Center TIF District); and

WHEREAS, on April 1, 2007, the parking agreement between the City of Dallas and Central Parking System of Texas, Inc., was terminated and assigned to DalPark Partners Ltd.; and

WHEREAS, on May 7, 2010, the City Center TIF Board of Directors accepted the proposed modification of the terms of the parking agreement and provided a recommendation to the City Council for an amendment to Resolution No. 03-1923; and recommend to the City Council continued TIF participation for public parking located in the DalPark Garage; and

May 26, 2010

WHEREAS, on May 17, 2010, a memo was presented to the Economic Development Committee regarding amendments to the parking agreement in the City Center TIF District; and

WHEREAS, DalPark Partners, Ltd. ("DalPark") desires to lease 150 parking spaces to City of Dallas ("City") in the DalPark Garage for public short-term parking and extend the term of the parking agreement for five years with an option to extend the term for an additional five years; and

WHEREAS, City desires to lease 150 parking spaces in the DalPark Garage from DalPark to be used as public short-term self-parking and extend the term of the parking agreement for five years with an option to extend the term for an additional five years to serve visitors and retail customers in the City Center TIF District.

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 amend Resolution No. 03-1923.

Section 2. That the City Controller is hereby authorized to receive and deposit the monthly parking revenue in Fund 0035, Dept. ECO, Unit Q020, Revenue Source 7841 in a monthly estimated average amount of $11,063 for a total amount of estimated parking revenue of $663,780 over a five year period of the amended parking agreement.

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.

Distribution: Office of Economic Development – Tenna Kirk, 5CS
Office of Economic Development – Sajid Safdar, 2CN
Office of Economic Development – Jim Greenwalt, 2CN
City Attorney's Office - Barbara Martinez
City Attorney's Office – Sarah Hasib

ADDENDUM ITEM # 8

KEY FOCUS AREA: Economic Vibrancy

AGENDA DATE: May 26, 2010

COUNCIL DISTRICT(S): 3

DEPARTMENT: Housing/Community Services

CMO: A. C. Gonzalez, 671-8925

MAPSCO: 53B

SUBJECT

Authorize a resolution in support of the Texas Department of Housing and Community Affairs (TDHCA) 9% low-income housing tax credit allocation for Hillside West Seniors Project located at 32 Pinnacle Park Boulevard, which is located in a census tract that has more than 30% housing tax credit units per households in the census tract as established by the U.S. Census Bureau, pursuant to Sec. 50.6(g) of the 2010 Qualified Allocation Plan (QAP), for the acquisition and new construction of the proposed 130-unit multifamily residential development - Financing: No cost consideration to the City
Recommendation of Staff: Approval

BACKGROUND

On January 22, 2010, Brandon Bolin, Developer, submitted an application to the City of Dallas on behalf of Hillside West Seniors, LP, for support of their application to TDHCA for the 2010 Low Income Housing Tax Credit Program.

The City Council approved support of the Hillside West Seniors project on February 24, 2010 by Resolution No. 10-0589. The City Council also authorized a development agreement confirming the dedication of future tax increment revenue of $1.6M to support the Hillside West Seniors project on April 28, 2010 by Resolution No. 10-1098 & No. 10-1099.

TDHCA has asked the City of Dallas to provide an additional resolution of support for this project which specifically acknowledges Sec. 50.6(g) of the 2010 Qualified Allocation Plan (QAP) which notes that the census tract has more than 30% housing tax credit units per household. This increase in housing tax credit units would be the direct result of TDHCA providing tax credit allocations to the Taylor Farms project in 2009 and the possible allocation of tax credits for Hillside West Seniors project.

The Housing/Community Services Department is recommending that City Council grant approval of this additional resolution for the Hillside West Seniors project.

PRIOR ACTION/REVIEW (Council, Boards, Commissions)

On February 16, 2010, the Hillside West Seniors Low Income Housing Tax Credit multifamily project was briefed to the Housing Committee.

On February 24, 2010, the City Council granted approval for the support of the 9% tax credit application for the Hillside West Senior Project, by Resolution No. 10-0589.

On April 28, 2010, the City Council authorized a development agreement confirming dedication of future tax increment revenue of $1.6M to support the Hillside West Seniors project by Resolution Nos. 10-1098 & 10-1099.

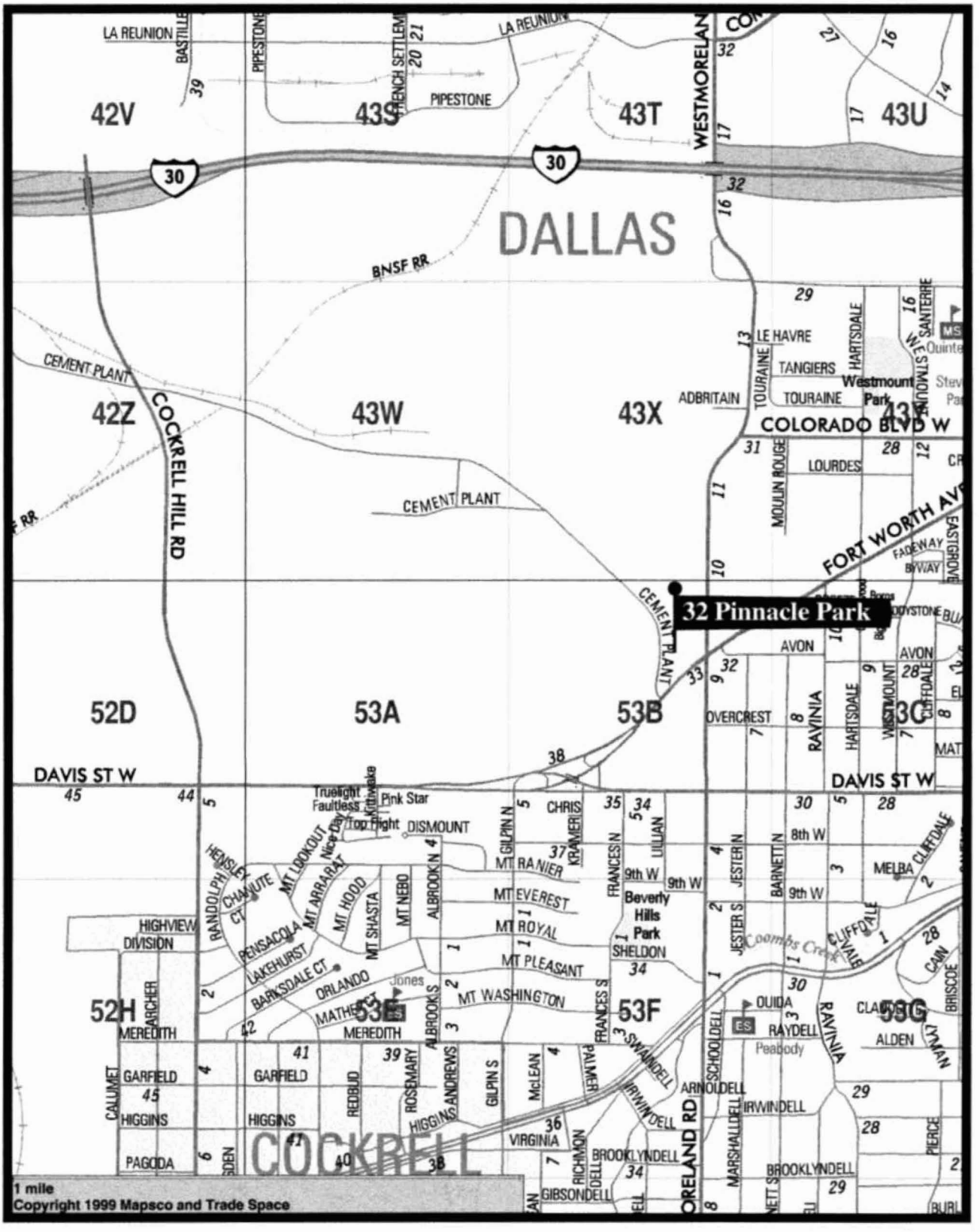
FISCAL INFORMATION

No cost consideration to the City.

OWNER(S)	DEVELOPER
Hillside West Seniors, LP	**Hillside West Seniors, LP**
Brandon Bolin, Partner	Brandon Bolin, Partner
Alan McDonald, Partner	Alan McDonald, Partner

MAP

Attached



DALLAS
COCKRELL
32 Pinnacle Park
42V
43S
43T
43U
42Z
43W
43X
43Y
52D
53A
53B
53C
52H
53E
53F
53G
LA REUNION
PIPESTONE
BNSF RR
CEMENT PLANT
COCKRELL HILL RD
WESTMORELAND
COLORADO BLVD W
FORT WORTH AVE
DAVIS ST W
LE HAVRE
TANGIERS
TOURAINE
ADBRITAIN
LOURDES
AVON
OVERCREST
RAVINIA
HARTSDALE
WESTMOUNT
CLIFFDALE
MELBA
Westmount Park
Beverly Hills Park
Coombs Creek
MT RANIER
MT EVEREST
MT ROYAL
MT PLEASANT
MT WASHINGTON
SHELDON
OUIDA
RAYDELL
Peabody
ALDEN
HIGHVIEW
DIVISION
MEREDITH
GARFIELD
HIGGINS
PAGODA
VIRGINIA
BROOKLYNDELL
GIBSONDELL
ARNOLDELL
IRWINDELL
SWAINDELL
SCHOOLDELL
MARSHALLDELL
ALBROOK N
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FRANCES N
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ROSEMARY
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ANDREWS
McLEAN
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RANDOLPH
HENSLEY
CHANUTE CT
MT LOOKOUT
MT ARRARAT
MT HOOD
MT SHASTA
MT NEBO
PENSACOLA
LAKEHURST
BARKSDALE CT
ORLANDO
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Pink Star
Top Flight
DISMOUNT
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Nice Day
CHRIS
KRAMER
LILLIAN
JESTER N
JESTER S
BARNETT N
8th W
9th W
CLIFFDALE
CAIN
BRISCOE
PIERCE
1 mile
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MAPSCO 53B

May 26, 2010

WHEREAS, on February 24, 2010, the City Council approved the support of the Texas Department of Housing and Community Affairs (TDHCA's) 9% tax credit application for the Hillside West Seniors project with Council Resolution No. 10-0589; and

WHEREAS, the Applicant has committed to renting 7 units or 5% of the units to seniors with household incomes capped at 30% or below the area median family income (AMFI) with rents affordable to seniors whose household incomes are 30% or below the AMFI and 65 units or 50% of the units to seniors with household incomes capped at 50% or below the AMFI with rents affordable to seniors whose household incomes are 50% or below the AMFI and 58 units or 45% of the units to seniors with household incomes capped at 60% or below the AMFI with rents affordable to seniors whose household incomes are 60% or below the AMFI, in compliance with the maximum Low Income Housing Tax Credit (LIHTC) rents as published by the TDHCA; and

WHEREAS, the Project Owner has committed to expend a minimum of $40,000 (a minimum of $40,000 or $200 per unit per year, whichever is greater) for social services for, and at no cost to, the residents of the development, based on a survey of residents needs, to be implemented within three months of project completion; and that up to 50% of the social service requirement can be fulfilled with in kind social services provided the Housing Department gives prior approval of the social services plan; and

WHEREAS, the City of Dallas desires to support the Hillside West Seniors project located at 32 Pinnacle Park Boulevard; **NOW, THEREFORE**

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

SECTION 1. That the City of Dallas supports the Texas Department of Housing and Community Affairs (TDHCA) 9% low-income housing tax credit allocation for Hillside West Seniors Project located at 32 Pinnacle Park Boulevard, which is located in a census tract that has more than 30% housing tax credit units per households in the census tract as established by the U.S. Census Bureau, pursuant to Sec. 50.6(g) of the 2010 Qualified Allocation Plan (QAP), for the acquisition and new construction of the proposed 130-unit multifamily residential development.

SECTION 2. That the City Manager is authorized to convey a copy of this resolution to the Applicant and the TDHCA as support of the TDHCA LIHTC application for Hillside West Seniors project by referencing §50.6(g) of the QAP, subject to the conditions set forth herein.

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

DISTRIBUTION:

Housing/Community Services
City Attorney's Office
Office of Financial Services/Community Development, 4FN

ADDENDUM ITEM # 9

KEY FOCUS AREA: Economic Vibrancy

AGENDA DATE: May 26, 2010

COUNCIL DISTRICT(S): 2

DEPARTMENT: Sustainable Development and Construction

CMO: A. C. Gonzalez, 671-8925

MAPSCO: 45 K

SUBJECT

A public hearing to receive comments regarding an application for a Specific Use Permit for an Open-enrollment Charter School on property zoned a CA-1(A) Central Area District with Specific Use Permit No. 1638 on a portion of property bounded by Lamar Street, McKinney Avenue, Laws Street, and Munger Avenue
Recommendation of Staff and CPC: Approval for a five-year period, with eligibility for automatic renewal of additional five-year periods, subject to a site plan, traffic management plan, and conditions
Z090-157(RB)

HONORABLE MAYOR AND CITY COUNCIL **WEDNESDAY, MAY 26, 2010**

ACM: A. C. Gonzalez

FILE NUMBER: Z090-157(RB) **DATE FILED:** February 9, 2010

LOCATION: Property bounded by Lamar Street, McKinney Avenue, Laws Street, and Munger Avenue

COUNCIL DISTRICT: 2 **MAPSCO:** 45 K

SIZE OF REQUEST: Approx. 1.05 Acres **CENSUS TRACT:** 21

APPLICANT: Uplift Education

REPRESENTATIVE: Peter M. Hayes

OWNER: 2020 Garage Land, LP

REQUEST: An application for a Specific Use Permit for an Open-enrollment Charter School on property zoned a CA-1(A) Central Area District with Specific Use Permit No. 1638 for a Bar, lounge, or tavern.

SUMMARY: The applicant proposes to utilize the existing improvements for a 23 classroom open-enrollment charter school, serving grades K-8.

CPC RECOMMENDATION: Approval for a five-year period, with eligibility for automatic renewal of additional five-year periods, subject to a site plan, traffic management plan, and conditions.

STAFF RECOMMENDATION: Approval for a five-year period, with eligibility for automatic renewal of additional five-year periods, subject to a site plan, traffic management plan, and conditions.

BACKGROUND INFORMATION:

- The request site is developed with a multi-story structure, with one level of finished floor area and five levels of structured parking.
- The applicant proposes to utilize the site to accommodate an open-enrollment charter school, grades K-8, with a maximum of 23 classrooms.
- SUP No. 1638 for a Bar, lounge, or tavern use exists on the property.

Zoning History: There have been no recent zoning requests in the area.

Street	Designation; Existing & Proposed ROW
Lamar Street	Local; 70’ ROW
McKinney Avenue	Local; 70’ ROW
Laws Street	Local; 36’ ROW
Munger Avenue	Local; 36’ ROW

STAFF ANALYSIS:

Comprehensive Plan: The request site is located in an area considered a Downtown Building Block. The Downtown is a centrally located hub that provides high intensity, concentrated regional job and commercial activity supported by high-density housing. A Downtown includes pedestrian-oriented and mixed-use development and offers multiple transportation options. Ground floors of tall buildings feature shops with many windows for visual interest and safety while the streetscape incorporates trees for shade, wide sidewalks and easy-to-use signs for finding points of interest. Civic and open spaces provide an inviting atmosphere for pedestrians as well as a diversity of uses, generating activity throughout the day and evening.

LAND USE ELEMENT

GOAL 1.2 Promote desired development.

Policy 1.2.1 Use Vision Building Blocks as a general guide for desired development patterns.

Land Use Compatibility: The request site is undeveloped. The applicant is proposing to develop the site with improvements to accommodate an open-enrollment charter school with a maximum enrollment of 600 students, serving students in K through 8th grade.

The surrounding consists of a mix of office and retail uses, supported by surface parking areas. Of note in the immediate area are the West End entertainment district and Victory Planned Development to the west and northwest, respectively. Lastly, SUP No. 1638 for a Bar, lounge, or tavern occupies approximately 7,980 square feet of the ground level floor area.

The general provisions for a Specific Use Permit in Section 51A-4.219 of the Dallas Development Code specifically state: (1) The SUP provides a means for developing certain uses in a manner in which the specific use will be consistent with the character of the neighborhood; (2) Each SUP application must be evaluated as to its probable effect on the adjacent property and the community welfare and may be approved or denied as the findings indicate appropriate; (3) The City Council shall not grant an SUP for a use except upon a finding that the use will: (A) complement or be compatible with the surrounding uses and community facilities; (B) contribute to, enhance, or promote the welfare of the area of request and adjacent properties; (C) not be detrimental to the public health, safety, or general welfare; and (D) conform in all other respects to all applicable zoning regulations and standards. The regulations in this chapter have been established in accordance with a comprehensive plan for the purpose of promoting the health, safety, morals, and general welfare of the City.

Staff has determined that the site can accommodate the use without creating any negative impact on surrounding uses. On the other hand, concern does exist for the potential impact of a bar use in close proximity to a school due to overlapping hours of both uses (see attached existing SUP No. 1638 conditions). In discussions with the applicant's representative, it is the intent of the applicant to absorb the floor area associated with SUP No. 1638 at the earliest opportunity. At this time, staff has not received anything in writing from either the applicant or property owner confirming this.

In summary, staff supports the request, subject to a site plan and staff's recommended conditions, inclusive of implementation of the requirements of the required traffic management plan.

Traffic: The Engineering Section of the Building Inspection Division of the Department of Sustainable Development and Construction has reviewed the applicant's request and submitted Traffic Management Plan and determined that it will not significantly impact the surrounding street system. Furthermore, periodic reviews are being recommended to the plan initially submitted with this application.

Landscaping: As is typical of much of downtown, the site's landscaping consists of street trees and small planting areas. The request does not trigger additional landscaping.

CPC ACTION

(May 20, 2010)

Motion: It was moved to recommend **approval** of a Specific Use Permit for an Open-enrollment Charter School on property zoned a CA-1(A) Central Area District with Specific Use Permit No. 1638 for a Bar, lounge, or tavern for a five-year period, with eligibility for automatic renewal of additional five-year periods, subject to a site plan, traffic management plan, and conditions on property bounded by Lamar Street, McKinney Avenue, Laws Street, and Munger Avenue.

Maker: Wally
Second: M. Davis
Result: Carried: 12 to 0

For: 12 - R. Davis, Wally, Anglin, M. Davis, Rodgers, Lozano, Bagley, Lavallaisaa, Tarpley, Bernbaum, Wolfish, Schwartz, Peterson, Alcantar

Against: 0
Absent: 0
Vacancy: 1 - District 10

Notices: Area: 300 Mailed: 25
Replies: For: 4 Against: 0

Speakers: For: Rosemary Perlmeter, 3524 Dickerson Ave., Dallas, TX, 75219
Tom Persch, 1701 N. Marret St., Dallas, TX, 75075
Against: None

Managers of 2020 Garage Land, LLC:

William M. Nabors
Andrew Halle
Carol Salaiz.

Z090-157

Uplift Board of Directors

Uplift Education Board				
	Name		Position	Present:
	Kevin	**Bryant**	Vice- Chair	
	W. Carey	**Carter**		
	Richard R.	**Frapart**		
	Philip	**Montgomery**	Chairman	
	Kirk	**Rimer**		
	Brice	**Tarzwell**		
	Marnie	**Wildenthal**		
	Todd A.	**Williams**		
	John	Price		
	Melissa	McNeil		
	Tony	Dona		
	Gilbert	Prado		
	Rena	Pederson		
	Abby	Williams		
	Roger	Beless		
	Michael	Giles		
	Randy	Ray		
	nonvoting:	(Uplift staff)		
	Ann	Stevenson	Secretary	
	Bill	Mays	Treasurer	
	Yasmin	Bhatia	CEO/President	

RECOMMENDED CONDITIONS FOR A SPECIFIC USE PERMIT FOR AN OPEN ENROLLMENT CHARTER SCHOOL

1. USE: The only use authorized by this specific use permit is an open-enrollment charter school.

2. SITE PLAN: Use and development of the Property must comply with the attached site plan.

3. TIME LIMIT: This specific use permit expires on (five years from the passage of the ordinance), but is eligible for automatic renewal for additional five-year periods pursuant to Section 51A-4.219 of Chapter 51A of the Dallas City Code, as amended. For automatic renewal to occur, the Property owner must file a complete application for automatic renewal with the director before the expiration of the current period. Failure to timely file a complete application will render this specific use permit ineligible for automatic renewal. (Note: The Code currently provides that applications for automatic renewal must be filed after the 180th but before the 120th day before the expiration of the current specific use permit period. The Property owner is responsible for checking the Code for possible revisions to this provision. The deadline for applications for automatic renewal is strictly enforced.)

4. CLASSROOMS: The maximum number of classrooms is 23.

5. HOURS OF OPERATION: The open-enrollment charter school may only operate between 7:30 a.m. and 3:30 p.m., Monday through Friday.

6. INGRESS/ EGRESS: Ingress and egress must be provided in the location shown on the attached site plan. No other ingress or egress is permitted.

7. OFF-STREET PARKING: Parking must be provided and located as shown on the attached site plan.

8. TRAFFIC MANAGEMENT PLAN:

A. In general. Operation of the open-enrollment charter school must comply with the attached traffic management plan.

B. Queuing. Queuing is only permitted inside the Property. Student drop-off and pick-up are not permitted within city rights-of-way.

C. Traffic study.

i. The Property owner or operator shall prepare a traffic study evaluating the sufficiency of the traffic management plan. The initial traffic study must be submitted to the director by November 1, 2012. After the initial traffic study, the Property owner or operator shall submit annual updates of the traffic study to the director by November 1 of each even-numbered year.

ii. The traffic study must be in writing, performed by a licensed engineer, based on a minimum of four samples taken on different school days at different drop-off and pick-up times over a two-week period, and must contain an analysis of the following:

a. ingress and egress points;

b. queue lengths;

c. number and location of personnel assisting with loading and unloading of students;

d. drop-off and pick-up locations;

e. drop-off and pick-up hours for each grade level;

f. hours for each grade level; and

g. circulation.

iii. Within 30 days after submission of a traffic study, the director shall determine if the current traffic management plan is sufficient.

a. If the director determines that the current traffic management plan is sufficient, the director shall notify the applicant in writing.

b. If the director determines that the current traffic management plan results in traffic hazards or traffic congestion, the director shall require the Property owner to submit an amended traffic management plan. If the Property owner fails to submit an amended traffic management plan within 30 days, the director shall notify the city plan commission.

D. Amendment process.

i. A traffic management plan may be amended using the minor plan amendment fee and public hearing process in Section 51A-1.105(k)(3).

ii. The city plan commission shall authorize changes in a traffic management plan if the proposed amendments improve queuing or traffic circulation; eliminate traffic hazards; or decrease traffic congestion.

9. MAINTENANCE: The Property must be properly maintained in a state of good repair and neat appearance.

10. GENERAL REQUIREMENTS: Use of the Property must comply with all federal and state laws and regulations, and with all ordinances, rules, and regulations of the City of Dallas.

DeShazo, Tang & Associates, Inc.
Engineers ✦ Planners
400 South Houston Street, Suite 330
Dallas, TX 75202-4899
214.748.6740 • FAX 214.748.7037
www.deshazotang.com

REVISED TRAFFIC MANAGEMENT PLAN SUMMARY

UPLIFT MUSEUM CHARTER SCHOOL

Drop-off and Pick-up Hours for Each Grade Level

For the purposes of the queuing analysis, it was assumed that the school would operate with a typical beginning time between 7:40 - 8:00 AM and a dismissal time between 3:30 - 4:00 PM for all grades (kindergarten through 8).

Ingress and Egress Points

As recommended by the Staff, the TMP has provided for vehicles to be queued off the City ROW within the garage. The UPLIFT Museum Charter School proposes to utilize the parking garage with entry from Munger Avenue and exit to McKinney Avenue (as illustrated in **Exhibit 1)** to accommodate predicted queues. Since the queue is contained within the garage, parents could arrive to the school entrance from either the east or the west on Munger Avenue. McKinney Avenue is a one-way, eastbound facility; therefore, all exiting traffic must turn right onto McKinney Avenue.

Drop-off/Pick-up Locations & Personnel Assistance

As provided in **Exhibit 1**, the proposed student drop-off and pick-up area is on Level 2 adjacent to the western wall of the garage with the beginning of the line nearest the elevators located at the southwestern corner of the garage. A minimum of two (2) administrative or school representatives should be present to assist with the AM carpool operations and a minimum of three (3) personnel should assist with the dismissal operations. As the school population increases, the carpool conditions may necessitate additional staff assistance with loading/unloading of students to/from the vehicles. The expediency of the carpool line is generally more efficient if a greater number of students can simultaneously be assisted to/from the vehicles.

Exhibit 2 provides an illustration of the proposed TMP using the provided space for Lane 2 queuing. Directional assistance at the Level 2 northwest corner of garage from an additional staff member during the PM operations may be helpful since the school circulation path for two lanes around this corner is limited by physical constraints.

Circulation

Exhibit 1 shows the circulation path utilizing the interior of the parking garage. Parking should be prohibited along the western perimeter on Level 2 of the garage to facilitate

queuing of vehicles during drop-off/pick-up maneuvers. As shown in **Exhibit 1**, parking should also be prohibited along the southern wall on Level 2 in order to provide a safe walking isle for students between the staircase and the drop-off/pick-up area. As traffic increases, additional parking areas may also be blocked to meet demand.

Exhibit 2 shows the circulation path with two queue lanes utilizing the interior of garage. Along with the western and southern perimeters of the garage, parking should also be prohibited on the ramp to Level 2, along the partition wall across from the western perimeter, and along some part of the northern wall of the garage as shown in **Exhibit 2**. Traffic cones should be placed on the ramp and west deck to delineate two queuing lanes during the afternoon school pick-up period.

Since the proposed school site is contained within a public parking garage, a separate school traffic path is recommended after entering the garage. Proper signage should be placed at the entrance to the garage and mid-way on the ramp to Level 2 to enforce the recommended usage of lanes. The entrance to the garage provides two traffic lanes with two separate gated entry controls. School-related traffic should use the left lane as they approach Level 2 and the general public traffic should use the right lane and be permitted to only turn right at the top of the ramp. The existing left-turn prohibition sign should be replaced with a sign directing school-related traffic to turn left and the general public traffic to turn right. School-related traffic will be directed to make a left turn at Level 2 and follow the path along the parking lot western perimeter. The drop-off/pick-up area (i.e., start of queue) is located nearest the elevators on Level 2.

Once students are dropped-off/picked-up, motorists depart the student drop-off/pick-up area with a left turn at the southern end of the garage. The motorists utilizing the public portion of the garage will merge into the school traffic at a midpoint on the southern side of Level 2 beyond the drop-off pick-up area. Caution by all motorists should be observed at all times for pedestrians and other merging vehicles.

All motorists continue counterclockwise with a left turn toward the arm-controlled exit gates. The lane on the left side has a cashier machine and an attendant booth stationed to assist with departing motorists who are not contract parkers. Motorists will make a right turn onto McKinney Avenue to exit the garage (eastbound service road below Woodall Rodgers Freeway).

RECOMMENDATIONS

To encourage parent participation, it is imperative to establish a TMP that will provide safe operations and keep queue lengths and waiting times to a minimum.

The elements in **Exhibit 1** and **Exhibit 2** provide recommendations for the proposed UPLIFT Museum School TMP operations. **Exhibit 2** illustrates two options for the afternoon operations with the addition of a second queue line (Lane 2). An escape lane is provided between two queue lanes.

1. Since the proposed school site is contained within a public parking garage and the interior will be utilized for carpool operations, a separate school traffic path is recommended after entry into the garage.

2. DT&A recommends that parents form only one queue lane in the drop-off area during the AM period if queuing conditions permit. The school administration may elect to add Lane 2 to the morning operations if AM peak queuing conditions with a single drop-off lane result in lengthy queues.

3. DT&A recommends that traffic cones or similar barriers be placed at the south end of the garage to alert motorists that students may be utilizing this walkway path to/from the stairs at the southeast corner toward the west side of the garage.

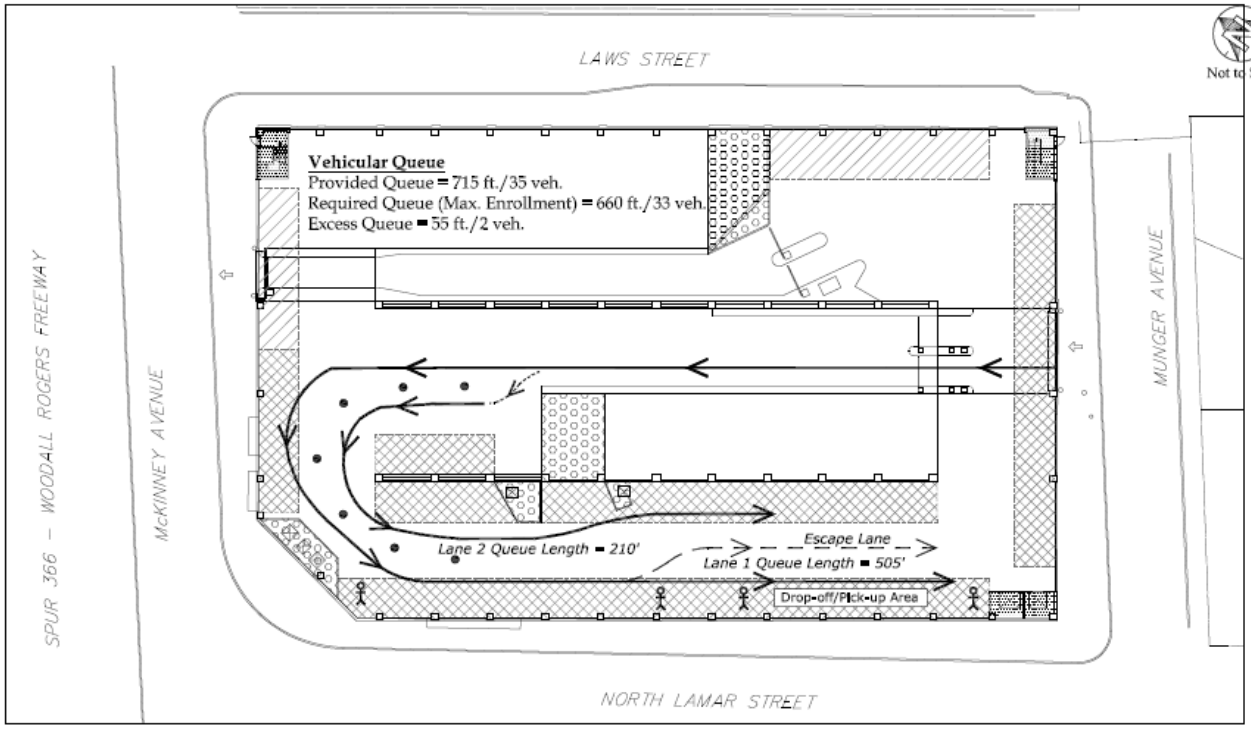
4. A minimum of two (2) administrative or school representatives should be present to assist with the AM carpool operations and a minimum of three (3) personnel should assist with the dismissal operations. As the school population increases, the carpool conditions may necessitate additional staff assistance, with a minimum of three (3) staff members assisting with the PM carpool operations. If and when Lane 2 queuing is implemented, directional assistance from an additional staff member during PM operations may be helpful at the northwest corner of Level 2 to relay to the administrator at the loading area which student(s) is/are being picked-up—identified by either last name or number.

5. If conditions begin to occur where vehicles are waiting for extended periods of time outside the garage entrance and disrupting traffic flow, it is recommended that the school implement staggered beginning and/or release times, depending on which peak period is experiencing the lengthy queues.

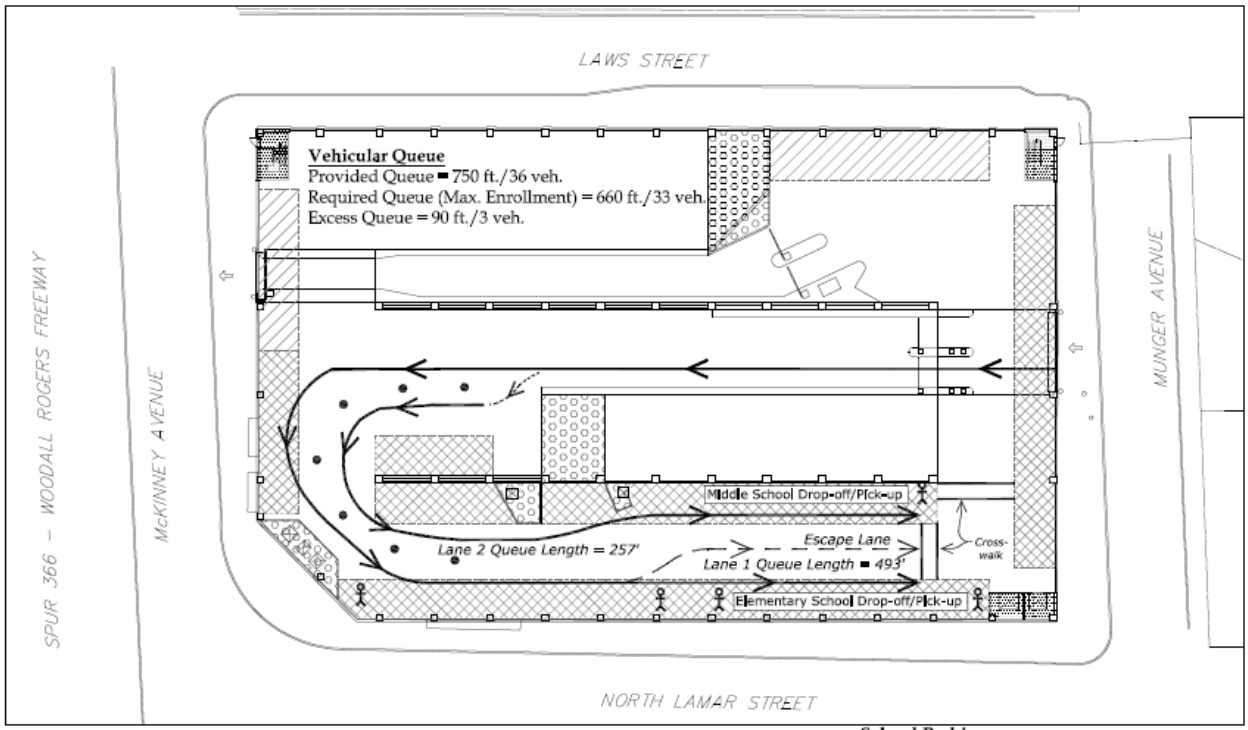
6. With the recommended TMP procedures, the existing West End Parking Center school site provides an adequate system for accommodating predicted queues for dropping off and picking up of students.

End

SPUR 366 – WOODALL ROGERS FREEWAY
McKINNEY AVENUE
LAWS STREET
NORTH LAMAR STREET
MUNGER AVENUE
Vehicular Queue
Provided Queue = 487 ft./24 veh.
Required Queue (Opening Year) = 180 ft./9 veh.
Excess Queue = 307 ft./15 veh.
Escape Lane
Lane 1 Queue Length = 487'
Drop-off/Pick-up Area
School Parking
21 parking spaces are dedicated for School's use on the top level of the parking garage.
School Information
Students: 120 (Opening Year), 465 (Maximum)
Hours: 8:00AM-4:00PM (K through 8)
Note: This Traffic Management Plan was developed to prevent the queuing of drop-off/pick-up related vehicles within the City right-of-way.
LEGEND
Existing Parking
Parking Prohibited
Queue Lane
Personnel Assistance
Not to Scale
Exhibit 1
UPLIFT Museum School Queuing
REVISED Traffic Management Plan
Page 8



OPTION A



OPTION B

School Information
Students: 120 (Opening Year), 465 (Maximum)
Hours: 8:00AM-4:00PM (K through 8)

School Parking
21 parking spaces are dedicated for School's use on the top level of the parking garage .

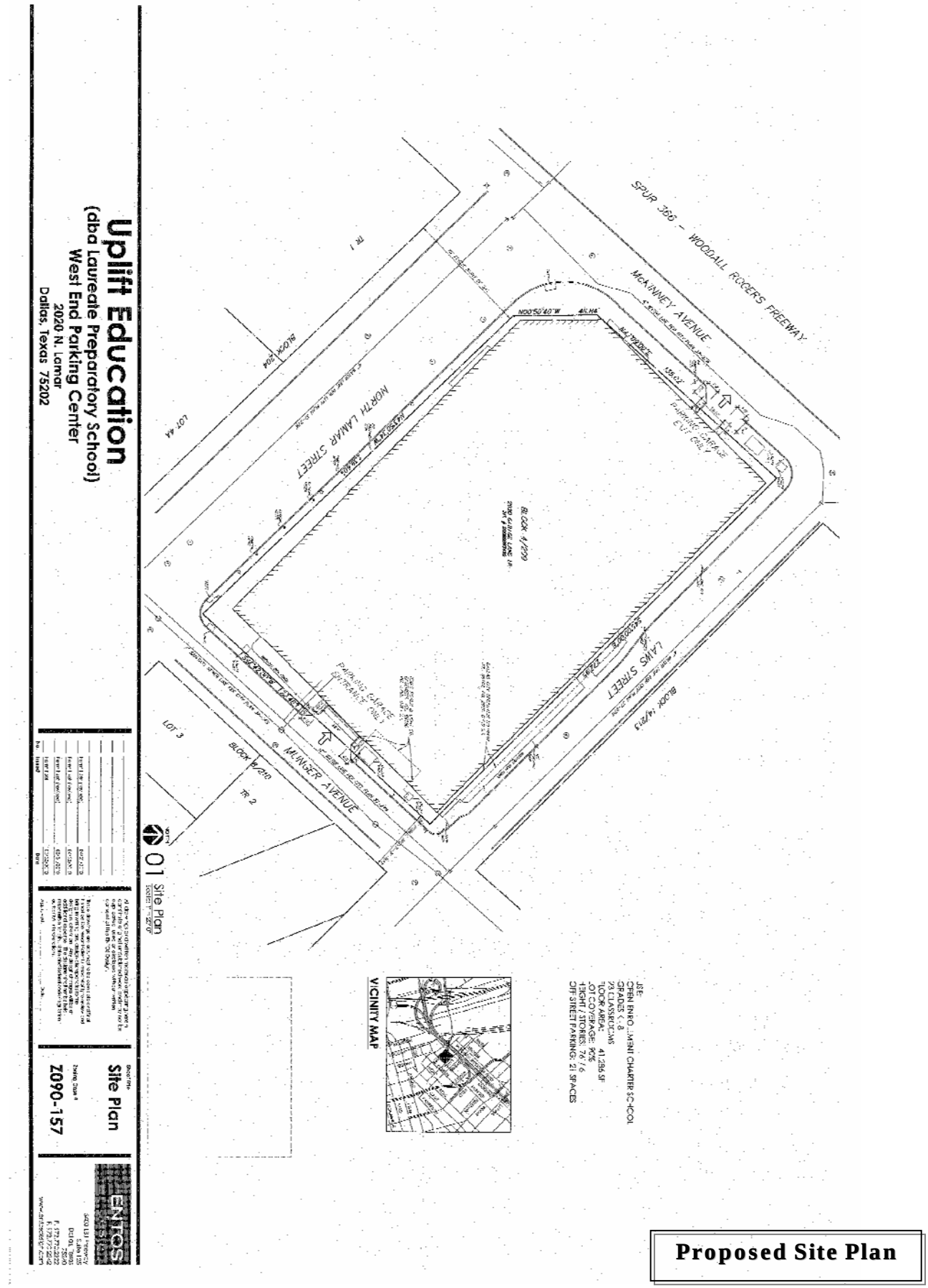
Note: This Traffic Management Plan was developed to prevent the queuing of drop-off/pick-up related vehicles within the City right-of-way. Since the pick-up/drop-off related vehicles will be on the move, double queuing inside the garage should not jeopardize the fire lane requirements.

LEGEND
- Existing Parking
- Parking Prohibited
- Queue Lane
- Personnel Assistance
- Traffic Cones

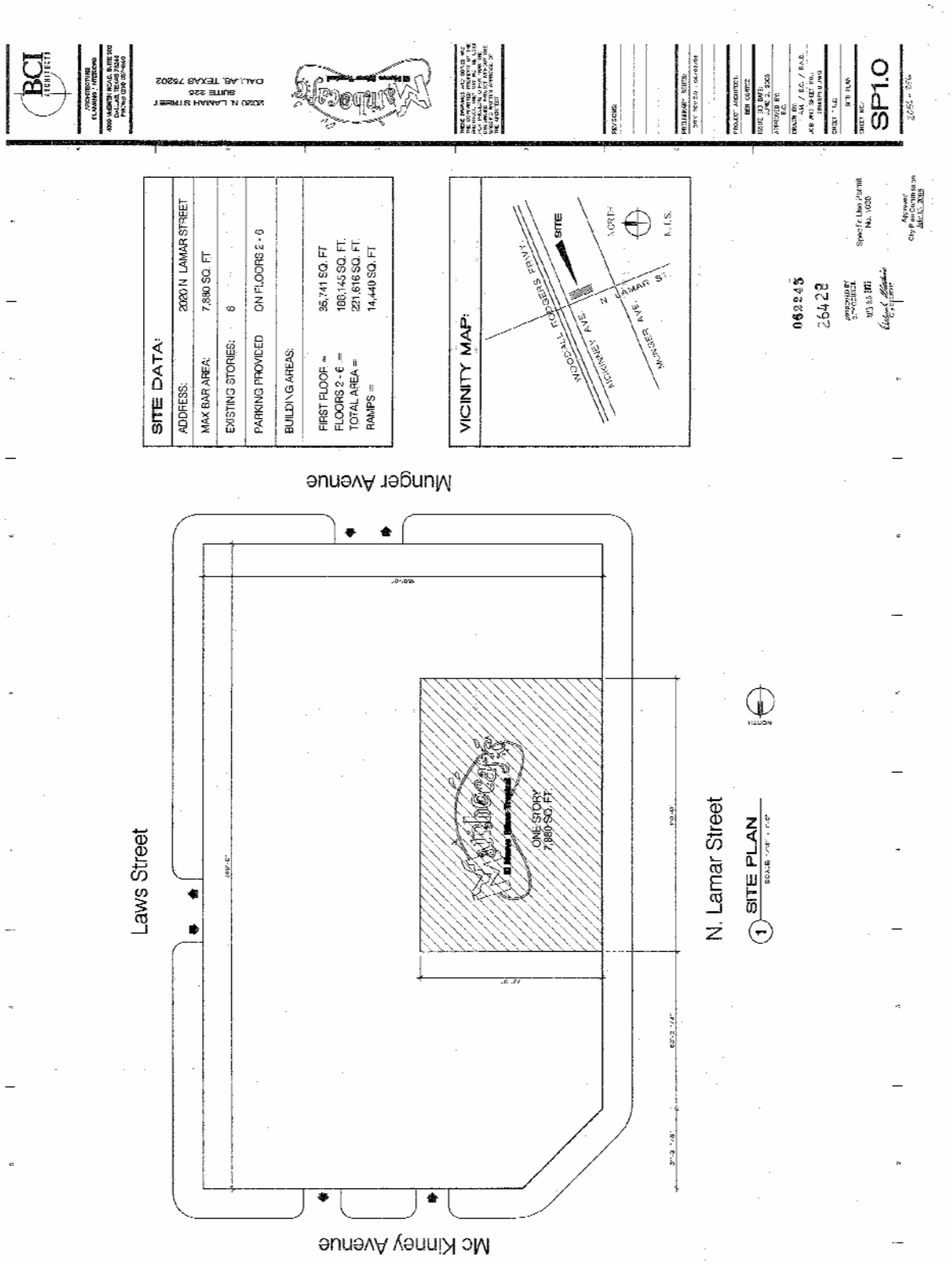
Exhibit 2

UPLIFT Museum School Queuing - Two Queue Lanes
REVISED Traffic Management Plan

Page 9



Proposed Site Plan



Existing SUP No. 1638
Site Plan

Existing SUP No. 1638 Conditions

26428 062245

SECTION 1. That the zoning ordinances of the City of Dallas, as amended, are amended to allow the property described in Exhibit A, which is attached to and made a part of this ordinance ("the Property"), which is presently zoned as the CA-1(A) Central Area District, to be used under Specific Use Permit No. 1638 for an alcoholic beverage establishment use for a bar, lounge, or tavern.

SECTION 2. That this specific use permit is granted on the following conditions:

1. USE: The only use authorized by this specific use permit is an alcoholic beverage establishment use for a bar, lounge, or tavern.

2. SITE PLAN: Use and development of the Property must comply with the attached site plan.

3. TIME LIMIT: This specific use permit is approved for a period that expires on August 23, 2011, and is eligible for automatic renewal for additional five-year periods pursuant to Section 51A-4.219 of Chapter 51A of the Dallas City Code, as amended. For automatic renewal to occur, the Property owner must file a complete application for automatic renewal with the director before the expiration of the current period. Failure to timely file a complete application will render this specific use permit ineligible for automatic renewal. (Note: The Code currently provides that applications for automatic renewal must be filed after the 180th but before the 120th day before the expiration of the current specific use permit period. The Property owner is responsible for checking the Code for possible revisions to this provision. The deadline for applications for automatic renewal is strictly enforced).

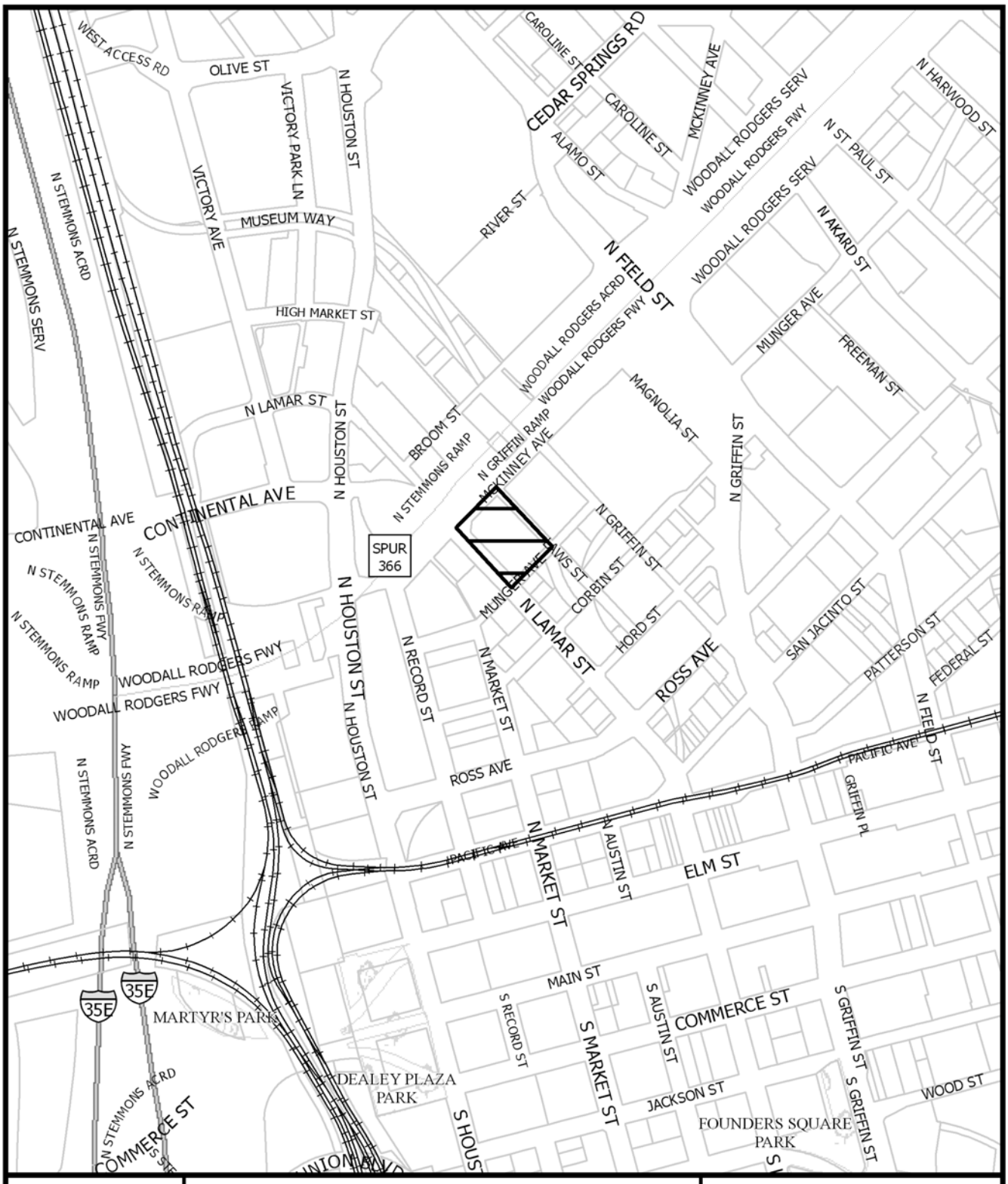
4. LANDSCAPING: Landscaping must be provided and maintained in accordance with Article X of the Dallas Development Code, as amended.

5. HOURS OF OPERATION: The alcoholic beverage establishment use for a bar, lounge, or tavern may only operate between 12:00 p.m. (noon) and 2:00 a.m. (the next day), Monday through Sunday.

6. MAXIMUM FLOOR AREA: The maximum floor area is 8,030 square feet.

7. MAINTENANCE: The Property must be properly maintained in a state of good repair and neat appearance.

8. GENERAL REQUIREMENTS: Use of the Property must comply with all federal and state laws and regulations, and with all ordinances, rules, and regulations of the City of Dallas



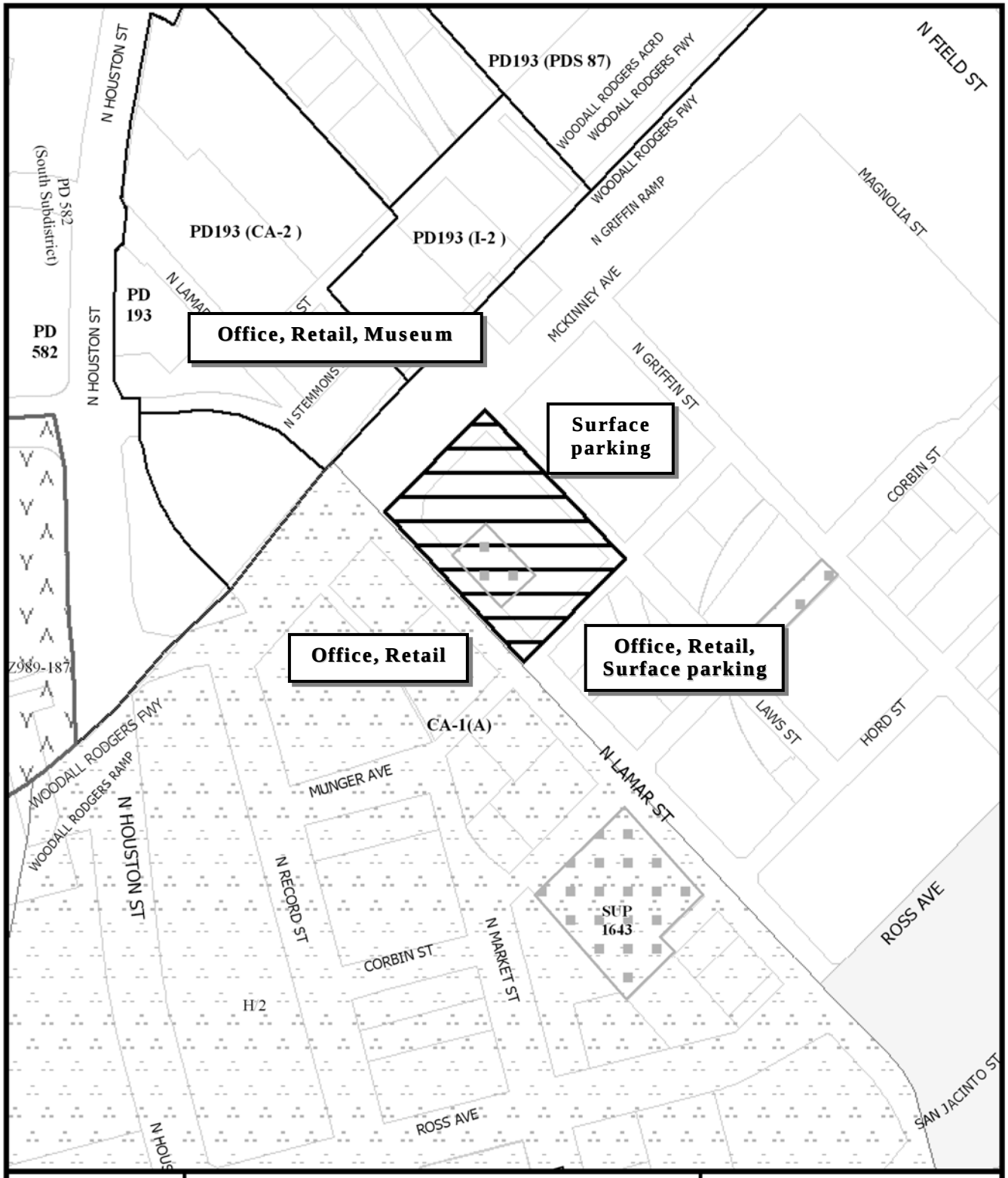
1:6,000

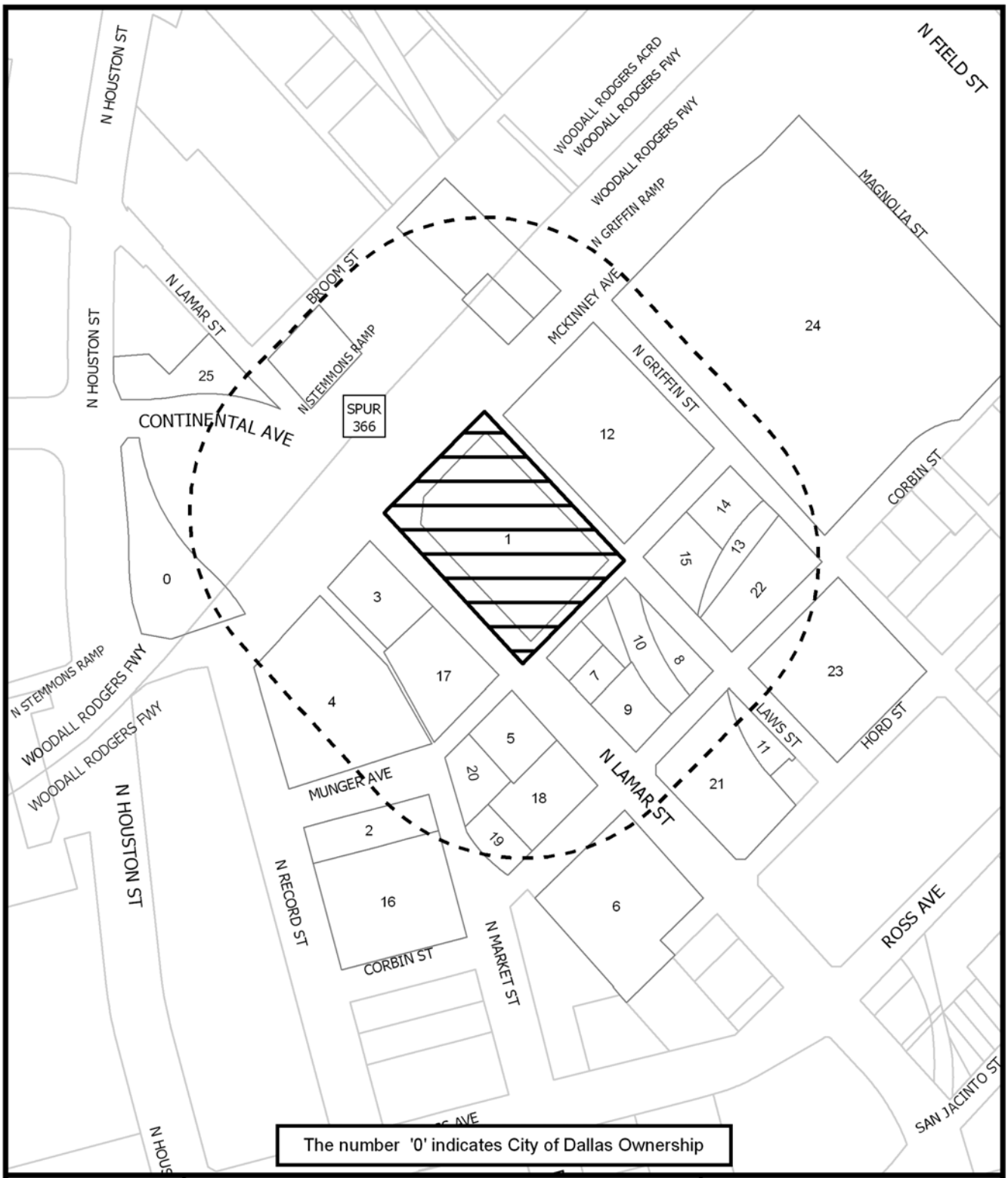
VICINITY MAP

Map no: J-7

Case no: Z090-157

DATE: March 03, 2010


PD193 (PDS 87)
WOODALL RODGERS ACRD
WOODALL RODGERS FWY
WOODALL RODGERS FWY
N FIELD ST
N HOUSTON ST
PD 582 (South Subdistrict)
PD193 (CA-2)
PD193 (I-2)
N GRIFFIN RAMP
MAGNOLIA ST
PD 193
PD 582
Office, Retail, Museum
MCKINNEY AVE
N GRIFFIN ST
N STEMMONS
Surface parking
CORBIN ST
Z989-187
Office, Retail
Office, Retail, Surface parking
CA-1(A)
LAWS ST
HORD ST
WOODALL RODGERS FWY
WOODALL RODGERS RAMP
MUNGER AVE
N LAMAR ST
N HOUSTON ST
N RECORD ST
SUP 1643
ROSS AVE
CORBIN ST
N MARKET ST
H/2
ROSS AVE
SAN JACINTO ST
1:2,400
ZONING AND LAND USE
Map no: J-7
Case no: Z090-157
DATE: March 03, 2010



NOTIFICATION

1:2,400

300' AREA OF NOTIFICATION

25 NUMBER OF PROPERTY OWNERS NOTIFIED

Map no: J-7

Case no: Z090-157

DATE: March 03, 2010

Notification List of Property Owners

Z090-157

25 Property Owners Notified

Label #	*Address*		*Owner*
1	2020	LAMAR	2020 GARAGE LAND LP
2	1815	MARKET	USRP FUNDING 2001 A LP
3	2019	LAMAR	ARENA PARTNERS LP SUITE 650
4	603	MUNGER	MARKET STREET DEV LTD SUITE 200
5	1911	LAMAR	WEST END API LTD SUITE 300
6	1801	LAMAR	ARI LANDMARK CENTER LP % ARGUS REALTY INV LP
7	906	MUNGER	CITY PARK A LOT LP
8	1901	LAWS	CHAVEZ ACQUISITIONS LP
9	1902	LAMAR	CHAVEZ ACQUISITIONS LP STE 200 EAST
10	911	LAMAR	CHAVEZ ACQUISITIONS LP SUITE 200E
11	1875	LAWS	1875 LAWS LP %SQUARE FOOT,INC
12	1012	MCKINNEY	CHAVEZ ACQUISITIONS LP & PJR INVESTMENTS INC
13	1909	GRIFFIN	GREENE ROBERT L & JANE G
14	1911	GRIFFIN	GREENE ROBERT L & JANE
15	1000	MUNGER	GREENE ROBERT L & JANE G
16	607	CORBIN	LAZ LA III TX 1 LP % LAZ PARKING REALTY INV
17	2001	LAMAR	BACM 2000 2 LAMAR SUPPLY BLDG LLC % LNR PARTNERS
18	1907	LAMAR	APPLE SIX HOSPITALITY
19	1802	MARKET	1800 MARKET STREET LTD
20	1800	MARKET	1800 MARKET STREET LTD
21	1800	LAMAR	UNITED WAY OF METROPOLITAN DALLAS
22	1909	GRIFFIN	RICHARDSON DARYL GOURMET CATERING INC
23	1801	GRIFFIN	RICHARDSON DARYL GOURMET CATERING INC
24	1100	MCKINNEY	LG MAGNOLIA LP % LION GABLES REALTY
25	2201	LAMAR	DORBET INC SUITE 650 LB 36

Wednesday, March 03, 2010

REVISED AGENDA ITEM # 34

KEY FOCUS AREA: Economic Vibrancy

AGENDA DATE: May 26, 2010

COUNCIL DISTRICT(S): 2

DEPARTMENT: Sustainable Development and Construction
~~Public Works & Transportation~~ Water Utilities
City Attorney's Office

CMO: A. C. Gonzalez, 671-8925
~~Jill A. Jordan, P.E., 670-5299~~ Ryan S. Evans, 670-3314
Thomas P. Perkins, Jr., 670-3491

MAPSCO: 46U

SUBJECT

Authorize settlement in lieu of proceeding further with condemnation in City of Dallas vs. John Radovich, et al, Cause No. cc-08-01777-d, pending in the County Court at Law No. 4, for acquisition from John Radovich for approximately 17,364 square feet of land located near the intersection of Trunk and Birmingham Avenues for the Trunk Avenue Wastewater Improvements Project - Not to exceed $23,321 - Financing: Water Utilities Capital Construction Funds

BACKGROUND

This item authorizes a settlement for the acquisition of approximately 17,364 square feet of land for the Trunk Avenue Wastewater Improvements project. This settlement will allow acquisition of the property without further condemnation proceedings. Settlement amount totaling $52,500 consists of $29,179 Commissioners' Award previously authorized and deposited and this additional amount of $23,321.

PRIOR ACTION/REVIEW (COUNCIL BOARDS, COMMISSIONS)

Authorized acquisition on November 8, 2006, by Resolution No. 06-3082 ~~06-3081~~.

Authorized deposit of Special Commissioner’s Award of $29,179 on April 22, 2009, by Resolution No. 09-1046.

FISCAL INFORMATION

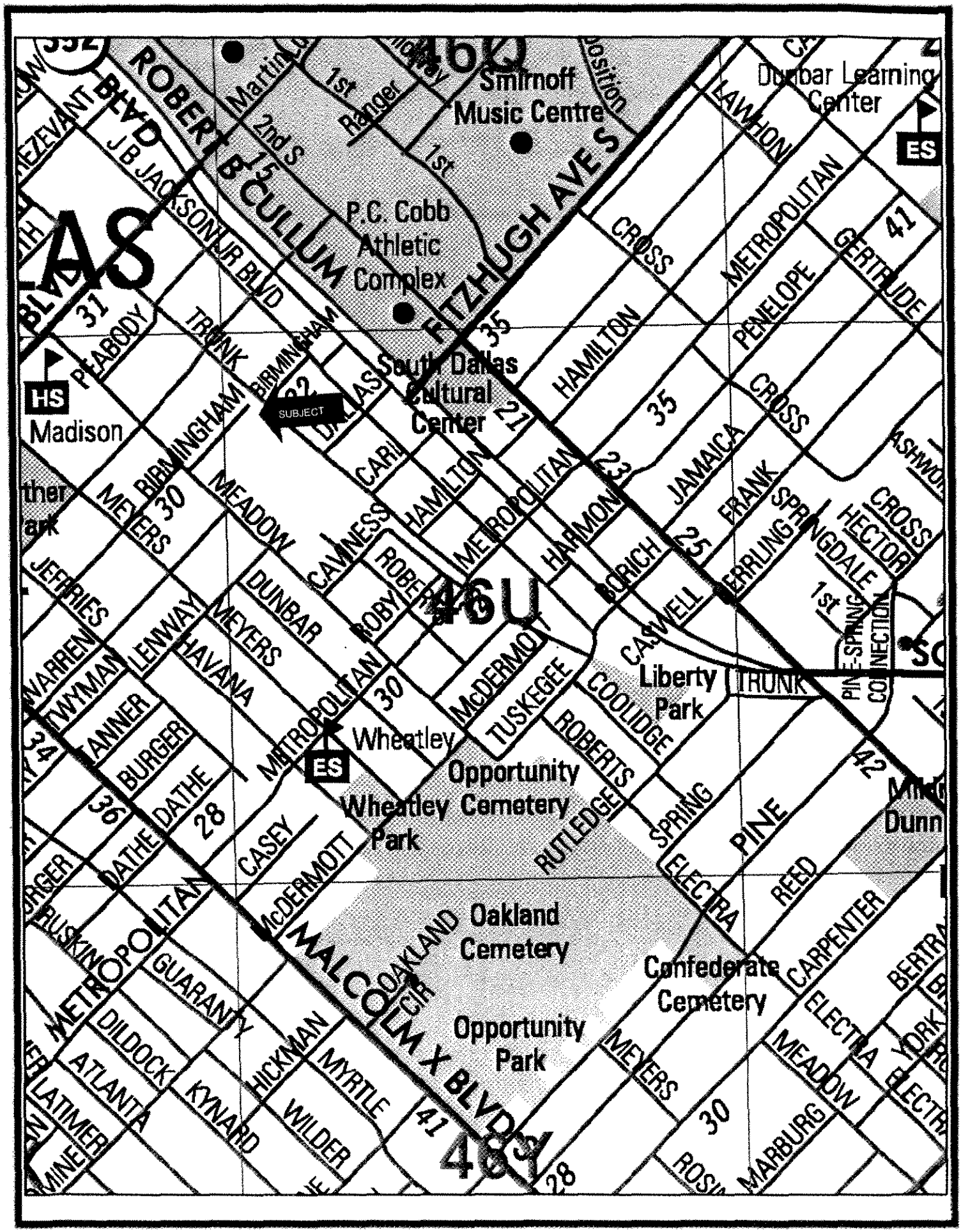
Water Utilities Capital Construction Funds - $23,321

OWNER

John Radovich

MAPS

Attached



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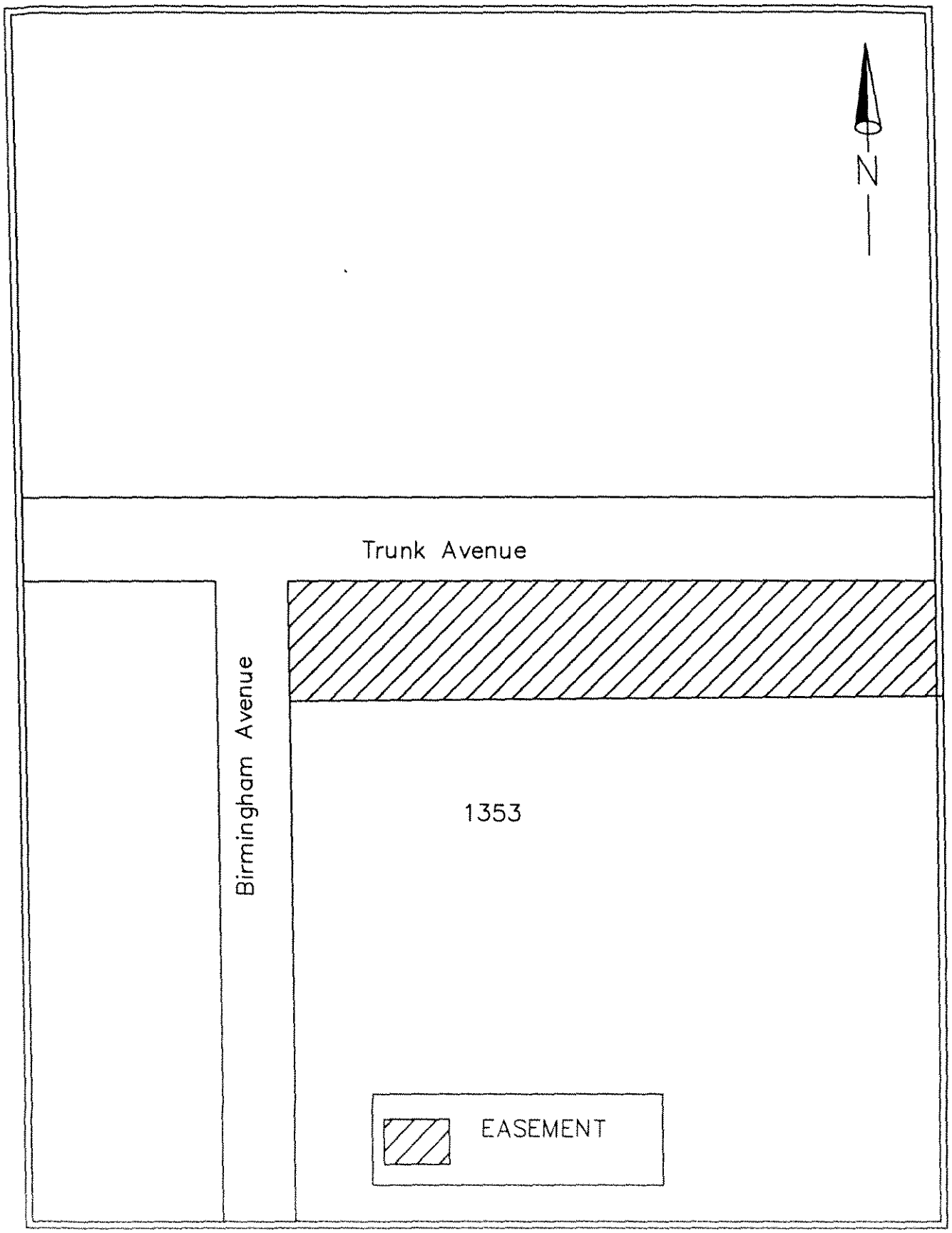
Scale 1 : 8 166


N
Trunk Avenue
Birmingham Avenue
1353
EASEMENT

May 26, 2010

A RESOLUTION AUTHORIZING SETTLEMENT OF A CONDEMNATION SUIT. IN THIS RESOLUTION THE FOLLOWING DEFINITIONS SHALL APPLY:

CONDEMNATION SUIT: Cause No. cc-08-01777-d in County Court at Law No. 4, and styled City of Dallas v. John Radovich, et al.

PROPERTY: An easement containing approximately 17,363.60 square feet of land situated in City Block 1353 in the City of Dallas, Dallas County, Texas, as described in Exhibit A.

PROJECT: Trunk Avenue Wastewater Improvements

COMMISSIONERS' AWARD: The sum of $29,179.00 was deposited into the registry of the County Court at Law No. 4 on June 10, 2009, pursuant to Resolution No. 09-1046.

SETTLEMENT AMOUNT: $52,500.00

ADDITIONAL AMOUNT: $23,321.00, the difference between the COMMISSIONERS' AWARD and the SETTLEMENT AMOUNT.

DESIGNATED FUNDS: $23,321.00 from Water Utilities Capital Construction Fund: Fund No. 0103, Dept. DWU, Unit CS42, Object 4250, Activity RELP, Program No. 7A1135, Encumbrance No. CTDWU7A1135EN

WHEREAS, the City Council desires to authorize the City Attorney and the City Manager to enter into a settlement of the CONDEMNATION SUIT in connection with the PROJECT,

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

SECTION 1. That the City Attorney and the City Manager are authorized to settle said CONDEMNATION SUIT for a total amount, including the COMMISSIONERS' AWARD, not to exceed the SETTLEMENT AMOUNT.

SECTION 2. That the City Attorney and the City Manager are authorized to prepare and execute such documents as may be necessary to effect the settlement described herein.

SECTION 3. That the City Controller is hereby authorized and directed to issue a check, paid out of and charged to the DESIGNATED FUNDS in the ADDITIONAL AMOUNT payable to County Clerk of Dallas County.

May 26, 2010

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.

APPROVED AS TO FORM
Thomas P. Perkins, Jr.
City Attorney

By: _____
Assistant City Attorney

EXHIBIT A

LAND TO BE ACQUIRED FOR A WASTEWATER EASEMENT IN BLOCK 1353 FROM JOHN L. RADOVICH

ALL THAT certain lot, tract, or parcel lying and situated in the City and County of Dallas, Texas, more particularly described as follows:

BEING a 17,363.60 square feet or 0.399 acres of land situated in the Thomas Lagow Survey, Abstract No. 759 and being a portion of that tract of land described in a Warranty Deed to the United States Postal Service, dated June 16, 1980 and recorded in Volume 80118, Page 2008, Deed Records, Dallas County, Texas (DRDCT) and being a portion of that tract of land described in a quit claim deed from the United States Postal Service to John L. Radovich, dated September 12, 1997 and recorded in Volume 98134, Page 00033, Deed Records, Dallas County, Texas and being in Block 1353, official City of Dallas numbers and being more particularly described as follows:

BEGINNING at a cross in concrete cut in the northeast line of Meadow St. (a 50' Right-of-Way) and the intersection of Warren Ave. (a 75' Right-of-Way), said cross being at the most southerly corner of herein described tract from which a concrete monument with brass disc stamped "Corp of Engineers" found at the most southerly corner of said John Radovich tract, bears South 45°21'54" East, a distance of 54.87 feet;

THENCE North 45°21'54" West along said northeast line of said Meadow St. and the southwest line of said Radovich tract, a distance of 35.01 feet to a cross cut in concrete;

THENCE North 43°03'26" East, departing said right-of-way and across said tract, a distance of 495.18 feet, to a 5/8 inch iron rod with red plastic cap stamped "DALLAS" set in the northeast line of said tract and the southwest line of a tract of land conveyed to Dallas Area Rapid Transit (DART) by deed recorded in Volume 88083, Page 4905, of said deed records;

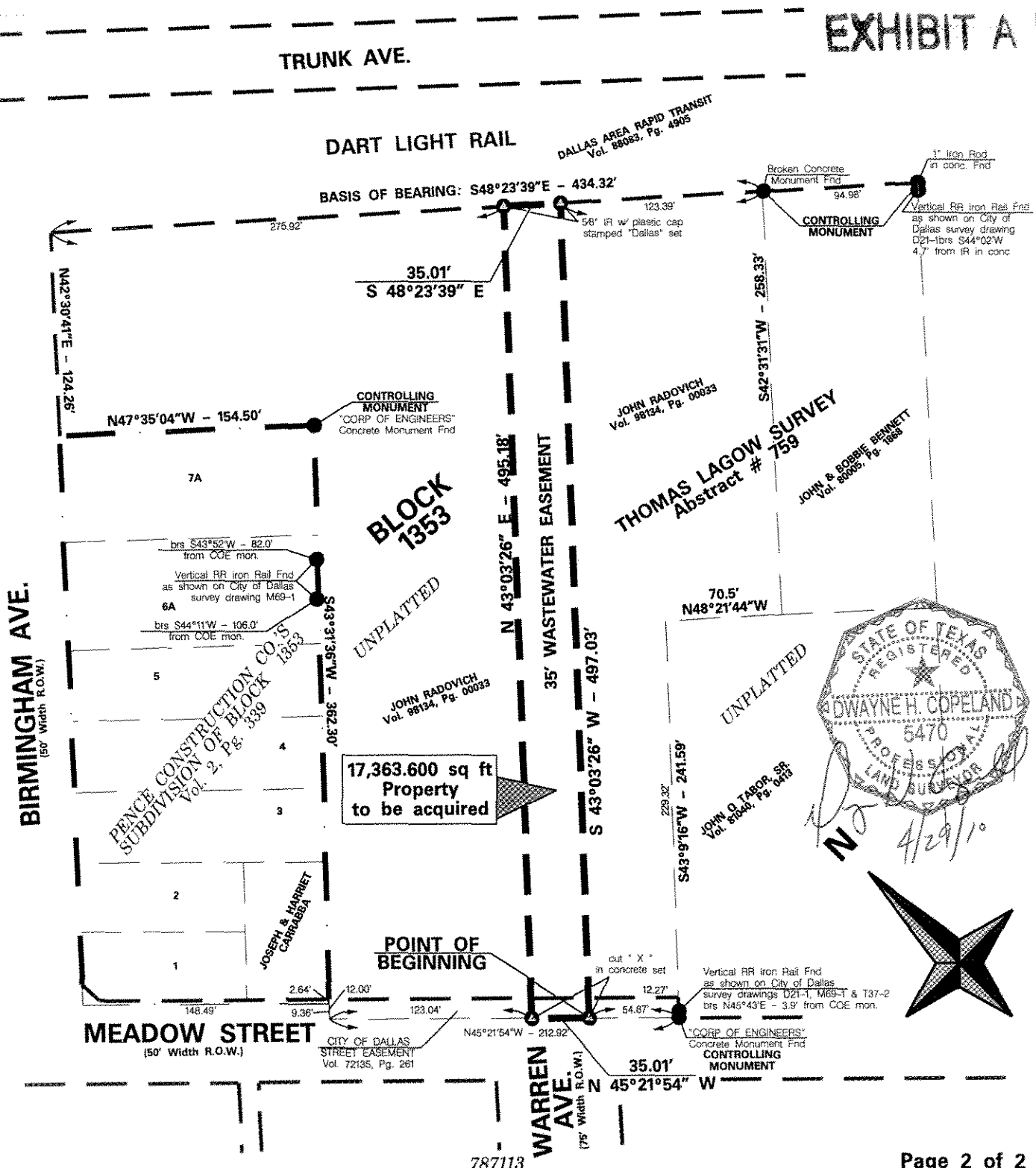
THENCE South 48°23'39" East along the last mentioned common line a distance of 35.01 feet, to a 5/8 inch iron rod with red plastic cap stamped "CITY OF DALLAS" set;

THENCE South 43°03'26" West, departing the last mentioned common line and across said tract, a distance of 497.03 feet to the **POINT OF BEGINNING** and containing an area of 17,363.60 square feet or 0.399 acres of land.

SUBJECT TO a street easement from Southern Pacific Railroad to the City of Dallas for the widening of Meadow St. recorded in Volume 72135, Page 261, of said deed records.

Basis of Bearing: Bearings are based on the Northeast line of the above mentioned Radovich tract, as South 48°23'39" East, monumented as noted and based on field observations using the North Texas Cooperative Real Time Kinematic Virtual Reference Station Global Positioning System survey instruments and procedures, North American Datum of 1983.

EXHIBIT A



787113

NOTE:
City of Dallas survey drawings 311-3274, D21-1, M69-1 & T37-2

LEGEND

- IRON ROD IN CONCRETE MONUMENT FOUND
- SET 5/8 INCH IRON ROD WITH CAP STAMPED DALLAS , UNLESS NOTED OTHERWISE

WASTEWATER EASEMENT

BLOCK 1353

from Meadow St. to Trunk St.

DEPARTMENT OF PUBLIC WORKS AND TRANSPORTATION

SURVEY DIVISION

TECHNICIAN	DESIGN FILE PATH & NAME			DATE
D. COPELAND	N:\ENGR\SURVEY\PIPPIN\PROJECTS\MEADOWTRUNK EASEMENT REVISED.DGN			4/29/10
PARTY CHIEF	CALCULATIONS	SCALE	FILE	NUMBER
D. COPELAND	D. COPELAND	NONE		

...\meadow trunk easement revised. 5/18/2010 10:16:31 AM