JUNE 25, 2008 CITY COUNCIL ADDENDUM
CERTIFICATION

This certification is given pursuant to Chapter XI, Section 9 of the City Charter for the City Council Addendum dated June 25, 2008. 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

Edward Scott
City Controller

6-20-08
Date

6/20/08
Date
ADDENDUM
CITY COUNCIL MEETING
WEDNESDAY, JUNE 25, 2008
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

MAYOR’S STATE OF THE CITY ADDRESS

CLOSED SESSION

MINUTES    Item 1

CONSENT AGENDA    Items 2 - 86

CONSENT ADDENDUM    Items 1 - 31

ITEMS FOR INDIVIDUAL CONSIDERATION

No earlier than 9:30 a.m.    Items 87 - 89

Addendum Items 32 - 35

PUBLIC HEARINGS AND RELATED ACTIONS

1:00 p.m.    Items 90 - 117

Addendum Items 36 - 38
ADDENDUM
CITY COUNCIL MEETING
JUNE 25, 2008
CITY OF DALLAS
1500 MARILLA
COUNCIL CHAMBERS, CITY HALL
DALLAS, TEXAS 75201
9:00 A. M.

ADDITIONS:

CONSENT ADDENDUM

Aviation

1. Authorize Supplemental Agreement No. 2 to the professional services contract with Unison-Maximus for completing the rates and charges study and capital financial analysis for Dallas Love Field, Dallas Executive Airport and the Dallas Heliport - Not to exceed $75,000, from $264,600 to $339,600 - Financing: Aviation Current Funds

2. Authorize a twelve-year lease agreement, plus two twelve-year renewal options, with The Jet Center of Dallas, LLC for approximately 25,133 square feet of land improved with an aircraft hangar, office/storage space and automobile parking at Dallas Executive Airport - Estimated Annual Revenue: $21,953

3. Authorize a twenty-year lease agreement, plus four five-year options, to extend the lease term, with Gulfstream Aerospace Services Corporation, containing approximately 14.20 acres of land improved with three hangars and aircraft ramp at Dallas Love Field - Estimated Annual Revenue: $750,996

4. Authorize a resolution expressing intent to finance expenditures to be incurred for airport improvements at Dallas Love Field Airport - Financing: No cost consideration to the City

5. Authorize (1) establishment of a local government corporation, the Love Field Airport Modernization Corporation (the “Corporation”), for the purpose of financing the Love Field Modernization Program (the “LFMP”), (2) approval of the Corporation’s articles of incorporation and bylaws, (3) appointment of the Corporation’s initial Board of Directors, (4) the City Manager to file the Corporation’s articles of incorporation with the Secretary of State, and (5) the Corporation to apply for and accept Federal Aviation Administration (“FAA”) Airport Improvement Program (“AIP”) grant funding and Passenger Facility Charges (“PFCs”) necessary for the completion of projects specifically related to the LFMP - Financing: No cost consideration to the City
ADDENDUM
CITY COUNCIL MEETING
JUNE 25, 2008

ADDITIONS: (Continued)

CONSENT ADDENDUM (Continued)

Aviation (Continued)

6. Adoption of the Terminal Area Redevelopment Program Study (TARPS) for Dallas Love Field (the "Airport") as the Master Plan for the Love Field Modernization Program (the "LFMP"); approval of concept Option C as the preferred option for the main terminal complex development in the LFMP; and approval of the Term Sheet between the City of Dallas (the "City") and Southwest Airlines Company ("Southwest") setting forth the terms of the Project Development Agreement for the LFMP - Financing: No cost consideration to the City

Business Development & Procurement Services

7. Authorize (1) an increase in appropriations in the amount of $48,706, from $609,978 to $658,684 in the Mayor's Back to School Fair Fund; and (2) the purchase of school supply packets for the Mayor's 2008 Back-to-School Fair to be held on August 4, 2008 - Education Products, Inc., lowest responsible bidder of two - Not to exceed $86,665 - Financing: Mayor's Back to School Fair Funds

8. Authorize a thirty-six month service contract for temporary industrial labor - Tolman Building Maintenance, Inc., lowest responsible bidder of seven - Not to exceed $5,996,500 - Financing: Current Funds (subject to annual appropriations)

9. Authorize (1) the purchase and installation of a Performance Measurement Software in the amount of $400,435, and (2) a twelve-month maintenance agreement in the amount of $59,638 - Actuate Corporation through the U.S. General Services Administration, most advantageous proposer of two - Not to exceed $460,073 - Financing: Current Funds (subject to annual appropriations)

10. Authorize a service contract to provide and install audio and visual equipment for the Jack Evans Police Headquarters building - AudioFidelity Communication Corp., only proposer - Not to exceed $514,968 - Financing: 2005-06 Urban Area Security Initiative Grant Funds

11. Authorize the purchase of one street sweeper - Industrial Disposal Supply Company, Inc., lowest responsible bidder of two - Not to exceed $62,920 - Financing: Current Funds (to be reimbursed by Storm Water Drainage Management Funds)
ADDENDUM
CITY COUNCIL MEETING
JUNE 25, 2008

ADDITIONS: (Continued)

CONSENT ADDENDUM (Continued)

Convention and Event Services

12. Authorize the City Manager to (1) implement the closing of Reunion Arena, and cease accepting bookings for events after June 30, 2008, (2) secure the facility in preparation for demolition, (3) develop a plan to finance the demolition of Reunion Arena, (4) ensure that the land under Reunion Arena not be considered surplus property at this time, and (5) develop a renovation and operation plan for the Dallas Convention Center - Financing: No cost consideration to the City.

13. A resolution declaring the City's intent, in accordance with the provisions of Section 1.150-2 of the Treasury Regulations, to reimburse itself for payments to certain third parties related to the convention center headquarters hotel project, at such time as it issues obligations to finance the Project (the Project Debt) - Financing: No cost consideration to the City.

Department of Development Services

14. A resolution authorizing a 5-year lease with an option to purchase of approximately 23,670 square feet of unwanted and unneeded City-owned land improved with a former library located near the intersection of Hampton Road and Illinois Avenue from July 1, 2008 through June 30, 2013 to the Organization of Hispanic Contractors DBA Hispanic Contractors Association of Dallas Fort Worth, the only bidder - Annual Revenue: $21,000

Economic Development

15. Authorize an economic development grant agreement with NEC Lake June & Masters, L.P. related to the redevelopment of the Lake June Plaza shopping center located at Lake June Road and Masters Drive - Not to exceed $1,500,000 - Financing: Public/Private Partnership Program Funds

16. Authorize certain amendments to Resolution No. 07-2360, Section 8, items A through F previously approved on August 22, 2007, authorizing the execution of a Development Agreement with the Dallas Independent School District to (a) revise the project construction start date from September 30, 2007 to July 10, 2008; (b) extend the project completion date from August 30, 2008 to June 30, 2009; (c) require the project to meet Dallas Independent School District’s M/WBE policy and procedures for public improvements and facility space improvements for the North Dallas High School project located at 3120 North Haskell Avenue - Financing: No cost consideration to the City.
ADDENDUM
CITY COUNCIL MEETING
JUNE 25, 2008

ADDITIONS: (Continued)

CONSENT ADDENDUM (Continued)

Economic Development (Continued)

17. An ordinance adding Chapter 48B to the Dallas City Code to: (1) define terms; (2) provide requirements, procedures, and fees for the registration and inspection of vacant buildings in the central business district; (3) provide defenses; (4) provide for appeals from the denial or revocation of registration; and (5) provide requirements for signage, insurance, and vacant building plans - Revenue: First year revenue estimated at $46,226 (based on a total of 35 vacant buildings, with a total square footage of 3,997,389 square feet, located in the CBD which are anticipated to be required to register in the City's Vacant Building Registration Program) - Estimated Annual Revenue: $46,226

18. Authorize the City Manager to prepare definitive documents for capital investment in the University of North Texas (UNT) law school including: (1) provide for the joint use of the Municipal Building located at 106 South Harwood and the Courts Annex located at 2014 Main Street by the UNT for its law school and the City for public purposes, (2) $14,000,000 from the 1998 Bond Program for renovations to the Municipal Building; and (3) the dedication of $500,000 in City of Dallas Public/Private Partnership Funds in each of the next four years, beginning in FY 2007-08, for capital investment in the UNT law school - Financing: No cost consideration to the City

Equipment & Building Services

19. Authorize a professional services contract with Conley Group, Inc. for the exterior renovation of the Old Municipal Building located at 106 South Harwood Street - $1,026,800 - Financing: 1998 Bond Funds

Environmental & Health Services

20. Authorize an Interlocal Agreement with Texas Woman's University to provide students the opportunity to participate in the professional sanitarian internship program for the period July 7, 2008 through August 15, 2008 to learn about food protection and assist the Food Protection and Education Division with an avenue for recruiting qualified sanitarians to the City - Financing: No cost consideration to the City

Fire

21. An ordinance amending Chapter 16 of the Dallas Fire Code and Chapter 48B of the Dallas City Code, as amended, to provide consistency in code requirements for vacant buildings located in the Central Business District - Financing: No cost consideration to the City
ADDENDUM
CITY COUNCIL MEETING
JUNE 25, 2008

ADDITIONS: (Continued)

CONSENT ADDENDUM (Continued)

Housing

22. Approval of the issuance of tax-exempt bonds by Housing Options, Inc., an agency created by the Dallas Housing Authority, for: (1) $10,000,000 Housing Options, Inc. Senior Housing Revenue Bonds (Lakewest Senior Housing I, L.P. Project) to finance the new construction of 180 one-bedroom units for seniors, with 13 units designated for persons with disabilities for Village at Lakewest Apartments I, for Lakewest Senior Housing I, L.P. to be constructed at the south side of Bickers Street at the intersection of Bickers Street and Greenleaf Street, and (2) $10,000,000 Housing Options, Inc., Senior Housing Revenue Bonds (Lakewest Senior Housing II, L.P. Project) to finance the new construction of 180 one-bedroom units for seniors, with 13 units designated for persons with disabilities for Village at Lakewest Apartments II for Lakewest Senior Housing II, L.P. to be constructed at the south side of Bickers Street approximately 200 feet east of the intersection of Bickers Street and Greenleaf Street - Financing: No cost consideration to the City

23. Authorize (1) creation of an Assistant Director II position in the Housing Department for the management and coordination of the Housing and Mixed-use Development Team (HMDT) designated by the City Manager to identify, manage and coordinate housing and mixed-use development projects in Neighborhood Investment Program Areas, (2) application for and acceptance of a grant in the amount of $250,000 from the Texas Real Estate Council Foundation (TRECF) to fund the new Assistant Director II position, (3) execution of a two year $250,000 grant agreement with TRECF to fund the new Assistant Director position in the Housing Department, and (4) designation of a Demonstration Project area for the HMDT - Not to exceed $25,000 - Financing: Texas Real Estate Council Foundation Grant Funds

24. Authorize a loan in the amount of $500,000 at 0% interest to East Dallas Community Organization for the development of unimproved properties located at 5302 Bexar Street to construct a portion of the residential component of the economic development project on Bexar Street - Not to exceed $500,000 - Financing: 2006 Bond Funds

25. Authorize an amendment to Resolution Nos. 06-0963, previously approved on March 28, 2006 and 07-1595, previously approved on May 23, 2007 and 07-3008, previously approved on October 10, 2007, to extend the deadline from June 30, 2008 to July 31, 2008 for execution and closing the Residential Development Acquisition Loan Program acquisition loan for the partial acquisition and related soft costs in connection with the City Walk at Akard project - Financing: No cost consideration to the City
ADDITIONS: (Continued)

CONSENT ADDENDUM (Continued)

Police

26. An ordinance amending Chapter 40B of the Dallas City Code to require regulated metal property to be paid for by check or debit card mailed to the seller, unless the seller holds a valid cash transaction card - Financing: No cost consideration to the City

Public Works & Transportation

27. Authorize a contract for construction of the replacement Pleasant Grove Branch Library to be located at 7310 Lake June Road - TMV LLC dba Triune, Inc., best value proposer of five - $4,096,951 - Financing: 2003 Bond Funds

28. Authorize (1) a contract for the construction of retaining walls, site grading, storm drainage, and wastewater main relocations for the Lake Highlands Town Center project, Phase 1, a seventy acre proposed mixed-use development located near the intersection of Walnut Hill Lane and Skillman Street with Walton Construction, Inc., lowest responsible bidder of three in the amount of $9,782,947; and (2) assignment of the construction contract to PC LH Land Partners, L.P. - Not to exceed $9,782,947 - Financing: Capital Projects Reimbursement Funds ($4,795,273), 2006 Bond Funds ($4,642,202) and Water Utilities Capital Construction Funds ($345,472)

29. Authorize (1) an Interlocal Agreement with the North Central Texas Council of Governments for design and construction of the Woodall Rodgers cross street sidewalk and transportation infrastructure improvements from Akard Street to Pearl Street; (2) the receipt and deposit of funds from the North Central Texas Council of Governments in an amount not to exceed $450,000; and (3) an increase in appropriations in the amount of $450,000 in the Capital Projects Reimbursement Fund - Not to exceed $450,000 - Financing: Capital Projects Reimbursement Funds

30. Authorize (1) Supplemental Agreement No. 5 to the contract with Huitt-Zollars, Inc. to provide additional engineering and environmental services for paving and drainage improvements for the McKinney Avenue Trolley extension project in the amount of $1,147,211, from $1,600,983 to $2,748,194; (2) the receipt and deposit of funds from the Texas Department of Transportation in an amount not to exceed $605,179 in the Capital Projects Reimbursement Fund; and (3) an increase in appropriations in the amount of $605,179 in the Capital Projects Reimbursement Fund - Total not to exceed $1,147,211 - Financing: 1995 Bond Funds ($298,073), Capital Projects Reimbursement Funds ($605,179) and Water Utilities Capital Construction Funds ($243,959)
CONSENT ADDENDUM (Continued)

Trinity River Corridor Project

31. Authorize (1) Supplemental Agreement No. 2 to the professional services contract with CH2M Hill for geotechnical, surveying, utilities, and additional design services for the ongoing Trinity Lakes design for the Trinity River Corridor Project in the amount of $1,455,820, from $18,068,042 to $19,523,861 and (2) reallocate $145,432 from Range Design to Wallace Roberts Todd for park design - Not to exceed $1,455,820 - Financing: 1998 Bond Funds

ITEMS FOR INDIVIDUAL CONSIDERATION

City Attorney’s Office

32. An ordinance amending Chapter 12A of the Dallas City Code to allow TIF board members to acquire property within the reinvestment zones they represent, but prohibiting them from participating and voting in matters that directly affect their acquired or existing property in the reinvestment zones - Financing: No cost consideration to the City

33. Authorize an amendment to Resolution No. 94-1459, approved April 13, 1994, designating the Mayor Pro Tem, the Deputy Mayor Pro Tem, and the Vice Chair of the City Council Transportation and Environment Committee to serve as first, second, and third alternates to the Mayor’s Place 10 on the D-FW International Airport Board, in designated order, in the event the Mayor or ranking alternate is unavailable to attend a meeting of the Board - Financing: No cost consideration to the City

34. A resolution amending Sections 2, 4, 6, 7, and 9 of the City Council Rules of Procedure to revise rules relating to city council attendance, city council quorums, powers of the mayor and council, agenda procedures, conduct of meetings, and speakers - Financing: No cost consideration to the City

Code Compliance

35. An ordinance amending Chapter 7 of the Dallas City Code to provide: (1) requirements relating to sterilization of dogs and cats; (2) requirements for intact animal permits; (3) limitations on the number of dogs and cats in dwelling units with no common walls; (4) restrictions and requirements relating to tethering and confinement of animals; (5) enhanced regulations relating to dangerous dogs; (6) restrictions on placement of poisonous substances accessible to domestic animals; (7) prohibitions on live animals as prizes, promotions, or novelties; and (8) various fees relating to animal regulation - Financing: No cost consideration to the City
ADDENDUM
CITY COUNCIL MEETING
JUNE 25, 2008

ADDITIONS: (Continued)

PUBLIC HEARINGS AND RELATED ACTIONS

Department of Development Services

ZONING CASES - INDIVIDUAL

36. A public hearing to receive comments regarding an application for and an ordinance granting an MU-1 Mixed Use District on property zoned an LI Light Industrial District on the west side of Fran Way, north of Avenue B Recommendation of Staff and CPC: Approval Z078-210(MAW)

37. A public hearing to receive comments regarding an application for and an ordinance granting a Planned Development District for a Community service center and MF-1(A) Multifamily District Uses on property zoned an MF-1(A) Multifamily Subdistrict within Planned Development District No. 595, the South Dallas/Fair Park Special Purpose District, at the southeast corner of Hatcher Street and Troy Street Recommendation of Staff and CPC: Approval, subject to a development/landscape plan and conditions Z078-213(RB)

DEVELOPMENT CODE AMENDMENTS - CONSENT

38. A public hearing to receive comments regarding consideration of amendments to Chapter 51A of the Dallas Development Code to amend regulations pertaining to premise signs and special purpose signs and an ordinance granting the amendments Recommendation of Staff and CPC: Approval DCA078-013
CORRECTIONS:

Department of Development Services

ZONING CASES - INDIVIDUAL

101. A public hearing to receive comments regarding an application for and an ordinance granting an amendment to amend Planned Development District No. 254 and an ordinance granting the termination of terminate Specific Use Permit No. 838 on the northwest corner of Frankford Road and Gibbons Drive Recommendation of Staff and CPC: Approval, subject to a development plan, landscape plan and conditions and approval of the termination of SUP No. 838 Z078-222(JH)

102. A public hearing to receive comments regarding an application for and an ordinance granting a Specific Use Permit for a community service center use on property zoned an R-5(A) Single Family Subdistrict and an NC Neighborhood Commercial Subdistrict within Planned Development District No. 595, the South Dallas/Fair Park Special Purpose District on the east side of Hatcher Street, south of Beulah Place Recommendation of Staff and CPC: Approval, for a permanent time subject to a site plan and conditions Z078-223(JH)

Economic Development

**Ridge South Dallas I, LLC, Incentives, Reinvestment Zone No. 71**

Note: Item Nos. 114 and 115 must be considered collectively.

114. * A public hearing to receive comments concerning the creation of a reinvestment zone for commercial tax abatement, to be known as City of Dallas Reinvestment Zone No. 71, incorporating approximately 328 259 acres of property located north of Telephone Road and east of the Lancaster/Dallas municipal boundary in southern Dallas for the purpose of granting economic development incentives to Ridge South Dallas I, LLC - Financing: No cost consideration to the City

115. * An ordinance designating approximately 328 259 acres of property located north of Telephone Road and east of the Lancaster/Dallas municipal boundary in southern Dallas, for the purpose of granting economic development incentives to Ridge South Dallas I, LLC and establishing the boundaries of the Reinvestment Zone and providing for an effective date - Financing: No cost consideration to the City
DELETIONS:

Business Development & Procurement Services

7. Authorize a thirty-six-month service contract for the purchase, service and maintenance of Global Positioning System equipment - Remote Dynamics, Inc., most advantageous proposer of six - Not to exceed $697,059 - Financing: Current Funds (subject to annual appropriations)

Economic Development

Note: Item Nos. 32 and 33 must be considered collectively.

Oak Cliff Gateway TIF District

32. * Authorize (1) the City Manager to execute a development agreement with Bishop Colorado Retail Plaza, L.P., (the “Developer”) in an amount not to exceed $350,000 payable from future Oak Cliff Gateway TIF funds and or TIF Bond Funds in consideration of Bishop Colorado Retail Plaza, L.P developing the 1222 North Bishop Avenue property in accordance with the Oak Cliff Gateway TIF Project Plan and the design, engineering and construction of a 14,950 square foot retail center and other improvements at 1222 North Bishop Avenue in the Oak Cliff Gateway TIF District; and (2) the Oak Cliff Gateway TIF District Board of Directors to dedicate up to $350,000, payable from Oak Cliff Gateway TIF revenues and or TIF Bond Funds in accordance with the development agreement - $350,000 - Financing: To be funded solely from the Oak Cliff Gateway TIF District Funds and or TIF Bond Funds

33. * A resolution declaring the intent of the Oak Cliff Gateway TIF District to reimburse Bishop Colorado Retail Plaza, L.P., for eligible expenditures pursuant to the development agreement with Bishop Colorado Retail Plaza, L.P. in an amount not to exceed $350,000, payable for certain TIF-eligible project costs related to the design, engineering and construction of a 14,950 square foot retail center and other improvements at 1222 North Bishop Avenue in the Oak Cliff Gateway TIF District - Financing: No cost consideration to the City
DELETIONS: (Continued)

Department of Development Services

ZONING CASES - INDIVIDUAL

97. A public hearing to receive comments regarding an application for and an ordinance granting the creation of a new subdistrict in Planned Development District No. 298, the Bryan Place Special Purpose District, and an ordinance granting a Specific Use Permit for vehicle or engine repair or maintenance on property zoned Subdistrict 1 within Planned Development District No. 298, the Bryan Place Special Purpose District, on the northeast corner of Ross Avenue and McCoy Street
Recommendation of Staff: Denial
Recommendation of CPC: Approval of a new subdistrict, subject to conditions and approval of the Specific Use Permit for a four-year period, subject to a site plan and condition
Z078-131(JH)
<table>
<thead>
<tr>
<th>ITEM #</th>
<th>IND</th>
<th>DISTRICT</th>
<th>TYPE</th>
<th>DEPT.</th>
<th>DOLLARS</th>
<th>LOCAL</th>
<th>MWBE</th>
<th>DESCRIPTION</th>
</tr>
</thead>
<tbody>
<tr>
<td>1</td>
<td>14</td>
<td>14</td>
<td>C</td>
<td>AVI</td>
<td>$75,000.00</td>
<td>NA</td>
<td>NA</td>
<td>Authorize Supplemental Agreement No. 2 to the professional services contract with Unison-Maximus for completing the rates and charges study and capital financial analysis for Dallas Love Field, Dallas Executive Airport and the Dallas Heliport.</td>
</tr>
<tr>
<td>2</td>
<td>8</td>
<td>14</td>
<td>C</td>
<td>AVI</td>
<td>REV $21,953</td>
<td>NA</td>
<td>NA</td>
<td>Authorize a twelve-year lease agreement, plus two twelve-year renewal options with The Jet Center of Dallas, LLC, for approximately 25,133 square feet of land improved with an aircraft hangar, office/storage space and automobile parking at Dallas Executive Airport.</td>
</tr>
<tr>
<td>3</td>
<td>14</td>
<td>14</td>
<td>C</td>
<td>AVI, ECO</td>
<td>REV $750,996</td>
<td>NA</td>
<td>NA</td>
<td>Authorize a twenty-year lease agreement, plus four five-year options to extend the lease term, with Gulfstream Aerospace Services Corporation, containing approximately 14.20 acres of land improved with three hangars and aircraft ramp at Dallas Love Field.</td>
</tr>
<tr>
<td>4</td>
<td>14</td>
<td>14</td>
<td>C</td>
<td>AVI</td>
<td>NC</td>
<td>NA</td>
<td>NA</td>
<td>Authorize a resolution expressing intent to finance expenditures to be incurred for airport improvements at Dallas Love Field Airport.</td>
</tr>
<tr>
<td>5</td>
<td>14</td>
<td>14</td>
<td>C</td>
<td>AVI</td>
<td>NC</td>
<td>NA</td>
<td>NA</td>
<td>Authorize establishment of a local government corporation, the Love Field Airport Modernization Corporation (Corporation), for the purpose of financing the Love Field Modernization Program (LFMP), approval of the Corporation’s articles of incorporation and bylaws, appointment of the Corporation’s initial Board of Directors, the City Manager to file the Corporation’s articles of incorporation with the Secretary of State, and the Corporation to apply for and accept Federal Aviation Administration Airport Improvement Program grant funding and Passenger Facility Charges necessary for the completion of projects specifically related to the LFMP.</td>
</tr>
<tr>
<td>6</td>
<td>14</td>
<td>14</td>
<td>C</td>
<td>PBD, MCC</td>
<td>$86,665.00</td>
<td>100.00%</td>
<td>0.00%</td>
<td>Authorize the purchase of school supply packets for the Mayor’s 2008 Back-to-School Fair to be held on August 4, 2008.</td>
</tr>
<tr>
<td>7</td>
<td>All</td>
<td>C</td>
<td>PBD, WTR</td>
<td>$5,996,500.00</td>
<td>100.00%</td>
<td>25.00%</td>
<td>Authorize a thirty-six month service contract for temporary industrial labor.</td>
<td></td>
</tr>
<tr>
<td>8</td>
<td>All</td>
<td>C</td>
<td>PBD, OFS, CIS</td>
<td>$460,073.00</td>
<td>NA</td>
<td>NA</td>
<td>Authorize the purchase and installation of a Performance Measurement Software, and a twelve-month maintenance agreement through the U.S. General Services Administration.</td>
<td></td>
</tr>
<tr>
<td>9</td>
<td>All</td>
<td>C</td>
<td>PBD, POL, CMO</td>
<td>GT</td>
<td>100.00%</td>
<td>8.55%</td>
<td>Authorize a service contract to provide and install audio and visual equipment for the Jack Evans Police Headquarters building.</td>
<td></td>
</tr>
<tr>
<td>10</td>
<td>2</td>
<td>C</td>
<td>PBD, FIR</td>
<td>$62,920.00</td>
<td>0.00%</td>
<td>0.00%</td>
<td>Authorize the purchase of one street sweeper.</td>
<td></td>
</tr>
<tr>
<td>11</td>
<td>7</td>
<td>C</td>
<td>PBD, FIR</td>
<td>$62,920.00</td>
<td>0.00%</td>
<td>0.00%</td>
<td>Authorize the City Manager to implement the closing of Reunion Arena, and cease accepting bookings for events after June 30, 2008, secure the facility in preparation for demolition, develop a plan to finance the demolition of Reunion Arena, ensure that the land under Reunion Arena not be considered surplus property at this time, and develop a renovation and operation plan for the Dallas Convention Center.</td>
<td></td>
</tr>
<tr>
<td>12</td>
<td>2</td>
<td>C</td>
<td>CES</td>
<td>NC</td>
<td>NA</td>
<td>NA</td>
<td>NA</td>
<td>A resolution declaring the City's intent, in accordance with the provisions of Section 1.150-2 of the Treasury Regulations, to reimburse itself for payments to certain third parties related to the convention center headquarters hotel project, at such time as it issues obligations to finance the Project (the Project Debt).</td>
</tr>
<tr>
<td>13</td>
<td>2</td>
<td>C</td>
<td>CES</td>
<td>NC</td>
<td>NA</td>
<td>NA</td>
<td>NA</td>
<td>A resolution authorizing a 5-year lease with an option to purchase of approximately 23,670 square feet of unwanted and unneeded City-owned land improved with a former library located near the intersection of Hampton Road and Illinois Avenue from July 1, 2008 through June 30, 2013 to the Organization of Hispanic Contractors DBA Hispanic Contractors Association of Dallas Fort Worth.</td>
</tr>
<tr>
<td>#</td>
<td>OK</td>
<td>DEF</td>
<td>DISTRICT</td>
<td>TYPE</td>
<td>DEPT.</td>
<td>DOLLARS</td>
<td>LOCAL</td>
<td>MWBE</td>
</tr>
<tr>
<td>----</td>
<td>----</td>
<td>-----</td>
<td>----------</td>
<td>------</td>
<td>-------</td>
<td>-------------</td>
<td>-------</td>
<td>------</td>
</tr>
<tr>
<td>15</td>
<td>5</td>
<td>C</td>
<td>ECO</td>
<td></td>
<td></td>
<td>$1,500,000.00</td>
<td>NA</td>
<td>NA</td>
</tr>
<tr>
<td>16</td>
<td>14</td>
<td>C</td>
<td>ECO</td>
<td></td>
<td>NC</td>
<td>NA</td>
<td>NA</td>
<td>NA</td>
</tr>
<tr>
<td>17</td>
<td>2, 14</td>
<td>C</td>
<td>ECO</td>
<td></td>
<td>REV</td>
<td>$46,226</td>
<td>NA</td>
<td>NA</td>
</tr>
<tr>
<td>18</td>
<td>14</td>
<td>C</td>
<td>ECO</td>
<td></td>
<td>NC</td>
<td>NA</td>
<td>NA</td>
<td>NA</td>
</tr>
<tr>
<td>19</td>
<td>14</td>
<td>C</td>
<td>EBS</td>
<td></td>
<td></td>
<td>$1,026,800.00</td>
<td>93.26%</td>
<td>35.94%</td>
</tr>
<tr>
<td>20</td>
<td>All</td>
<td>C</td>
<td>EHS</td>
<td></td>
<td>NC</td>
<td>NA</td>
<td>NA</td>
<td>NA</td>
</tr>
<tr>
<td>21</td>
<td>All</td>
<td>C</td>
<td>FIR</td>
<td></td>
<td>NC</td>
<td>NA</td>
<td>NA</td>
<td>NA</td>
</tr>
<tr>
<td>22</td>
<td>3</td>
<td>C</td>
<td>HSG</td>
<td></td>
<td>NC</td>
<td>NA</td>
<td>NA</td>
<td>NA</td>
</tr>
<tr>
<td>23</td>
<td>All</td>
<td>C</td>
<td>HSG</td>
<td></td>
<td>GT</td>
<td>NA</td>
<td>NA</td>
<td>NA</td>
</tr>
<tr>
<td>ITEM #</td>
<td>IND</td>
<td>DISTRICT</td>
<td>TYPE</td>
<td>DEPT.</td>
<td>DOLLARS</td>
<td>LOCAL</td>
<td>MWBE</td>
<td>DESCRIPTION</td>
</tr>
<tr>
<td>-------</td>
<td>-----</td>
<td>----------</td>
<td>------</td>
<td>-------</td>
<td>---------</td>
<td>-------</td>
<td>------</td>
<td>-------------</td>
</tr>
<tr>
<td>24</td>
<td>7</td>
<td>C</td>
<td>HSG</td>
<td></td>
<td>$500,000.00</td>
<td>NA</td>
<td>NA</td>
<td>Authorize a loan in the amount of $500,000 at 0% interest to East Dallas Community Organization for the development of unimproved properties located at 5302 Bexar Street to construct a portion of the residential component of the economic development project on Bexar Street.</td>
</tr>
<tr>
<td>25</td>
<td>14</td>
<td>C</td>
<td>HSG</td>
<td></td>
<td>NC</td>
<td>NA</td>
<td>NA</td>
<td>Authorize an amendment to Resolution Nos. 06-0963, previously approved on March 28, 2006 and 07-1595, previously approved on May 23, 2007 and 07-3008, previously approved on October 10, 2007, to extend the deadline from June 30, 2008 to July 31, 2008 for execution and closing the Residential Development Acquisition Loan Program acquisition loan for the partial acquisition and related soft costs in connection with the City Walk at Akard project.</td>
</tr>
<tr>
<td>26</td>
<td></td>
<td>All</td>
<td>POL</td>
<td></td>
<td></td>
<td>NA</td>
<td>NA</td>
<td>An ordinance amending Chapter 40B of the Dallas City Code to require regulated metal property to be paid for by check or debit card mailed to the seller, unless the seller holds a valid cash transaction card.</td>
</tr>
<tr>
<td>27</td>
<td>5</td>
<td>C</td>
<td>PWT, LIB</td>
<td></td>
<td>$4,096,951.00</td>
<td>58.28%</td>
<td>25.88%</td>
<td>Authorize a contract for construction of the replacement Pleasant Grove Branch Library to be located at 7310 Lake June Road.</td>
</tr>
<tr>
<td>28</td>
<td>10</td>
<td>C</td>
<td>PWT, DDS, WTR</td>
<td></td>
<td>$9,782,947.00</td>
<td>30.70%</td>
<td>17.89%</td>
<td>Authorize a contract for the construction of retaining walls, site grading, storm drainage, and wastewater main relocations for the Lake Highlands Town Center project, Phase 1, a seventy acre proposed mixed-use development located near the intersection of Walnut Hill Lane and Skillman Street with Walton Construction, Inc., lowest responsible bidder of three in the amount of $9,782,947; and assignment of the construction contract to PC LH Land Partners, L.P.</td>
</tr>
<tr>
<td>29</td>
<td>14</td>
<td>C</td>
<td>PWT, PKR</td>
<td></td>
<td>GT</td>
<td>NA</td>
<td>NA</td>
<td>Authorize an Interlocal Agreement with the North Central Texas Council of Governments for design and construction of the Woodall Rodgers cross street sidewalk and transportation infrastructure improvements from Akard Street to Pearl Street.</td>
</tr>
<tr>
<td>30</td>
<td>14</td>
<td>C</td>
<td>PWT, WTR</td>
<td></td>
<td>$1,147,210.67</td>
<td>94.77%</td>
<td>32.17%</td>
<td>Authorize Supplemental Agreement No. 2 to the professional services contract with CH2M Hill for geotechnical, surveying, utilities, and additional design services for the ongoing Trinity Lakes design for the Trinity River Corridor Project.</td>
</tr>
<tr>
<td>31</td>
<td>All</td>
<td>C</td>
<td>TRC</td>
<td></td>
<td>$1,455,819.64</td>
<td>92.50%</td>
<td>31.70%</td>
<td>An ordinance amending Chapter 12A of the Dallas City Code to allow TIF board members to acquire property within the reinvestment zones they represent, but prohibiting them from participating in matters that directly affect their acquired or existing property in the reinvestment zones.</td>
</tr>
<tr>
<td>32</td>
<td>N/A</td>
<td>I</td>
<td>ATT</td>
<td></td>
<td>NC</td>
<td>NA</td>
<td>NA</td>
<td>Authorize an amendment to Resolution No. 94-1459, approved April 13, 1994, designating the Mayor Pro Tem, the Deputy Mayor Pro Tem, and the Vice Chair of the City Council Transportation and Environment Committee to serve as first, second, and third alternates to the Mayor’s Place 10 on the D-FW International Airport Board, in designated order, in the event the Mayor or ranking alternate is unavailable to attend a meeting of the Board.</td>
</tr>
<tr>
<td>33</td>
<td>N/A</td>
<td>I</td>
<td>ATT, CMO</td>
<td></td>
<td>NC</td>
<td>NA</td>
<td>NA</td>
<td>A resolution amending Sections 2, 4, 6, 7, and 9 of the City Council Rules of Procedure to revise rules relating to city council attendance, city council quorums, powers of the mayor and council, agenda procedures, conduct of meetings, and speakers.</td>
</tr>
<tr>
<td>34</td>
<td>N/A</td>
<td>I</td>
<td>ATT</td>
<td></td>
<td>NC</td>
<td>NA</td>
<td>NA</td>
<td>An ordinance amending Chapter 7 of the Dallas City Code to provide: requirements relating to sterilization of dogs and cats; requirements for intact animal permits; limitations on the number of dogs and cats in dwelling units with no common walls; restrictions and requirements relating to tethering and confinement of animals; enhanced regulations relating to dangerous dogs; restrictions on placement of poisonous substances accessible to domestic animals; prohibitions on live animals as prizes, promotions, or novelties; and various fees relating to animal regulation.</td>
</tr>
<tr>
<td>35</td>
<td>All</td>
<td>I</td>
<td>CCS</td>
<td></td>
<td>NC</td>
<td>NA</td>
<td>NA</td>
<td>A public hearing to receive comments regarding an application for and an ordinance granting an MU-1 Mixed Use District on property zoned an LI Light Industrial District on the west side of Fran Way, north of Avenue B.</td>
</tr>
</tbody>
</table>
## ADDENDUM DATE  June 25, 2008

<table>
<thead>
<tr>
<th>ITEM #</th>
<th>IND</th>
<th>DISTRICT</th>
<th>TYPE</th>
<th>DEPT.</th>
<th>DOLLARS</th>
<th>LOCAL</th>
<th>MWBE</th>
<th>DESCRIPTION</th>
</tr>
</thead>
<tbody>
<tr>
<td>37</td>
<td>7</td>
<td>PH</td>
<td>DDS</td>
<td>NC</td>
<td>NA</td>
<td>NA</td>
<td>NA</td>
<td>A public hearing to receive comments regarding an application for and an ordinance granting a Planned Development District for a Community service center and MF-1(A) Multifamily District Uses on property zoned an MF-1(A) Multifamily Subdistrict within Planned Development District No. 595, the South Dallas/Fair Park Special Purpose District, at the southeast corner of Hatcher Street and Troy Street</td>
</tr>
<tr>
<td>38</td>
<td>All</td>
<td>PH</td>
<td>DDS</td>
<td>NC</td>
<td>NA</td>
<td>NA</td>
<td>NA</td>
<td>A public hearing to receive comments regarding consideration of amendments to Chapter 51A of the Dallas Development Code to amend regulations pertaining to premise signs and special purpose signs and an ordinance granting the amendments</td>
</tr>
</tbody>
</table>

**TOTAL**  $26,190,886.31
SUBJECT

Authorize Supplemental Agreement No. 2 to the professional services contract with Unison-Maximus for completing the rates and charges study and capital financial analysis for Dallas Love Field, Dallas Executive Airport and the Dallas Heliport - Not to exceed $75,000, from $264,600 to $339,600 - Financing: Aviation Current Funds

BACKGROUND

On June 13, 2007, City Council awarded a Professional Services Contract to Unison-Maximus, Inc. to conduct a study of airport revenues and rates and charges for Dallas Love Field, Dallas Executive Airport and the Dallas Heliport as well as perform an analysis of capital financing, and to prepare an application to the FAA for a Passenger Facility Charge (PFC) by Resolution No. 07-1722. The study includes development of a financial model that will allow the City to: (1) determine appropriate, cost-based rates and charges for airline tenants and users for other City's airports and (2) analyze the financial implications of the Department of Aviation’s current Capital Improvement Program (CIP), the Love Field Modernization Program (LFMP), and the Automated People Mover Project.

Within the contract’s Scope of Work, the consultant is tasked with presenting and explaining their findings and recommendations as necessary in the negotiations for implementing the new Rates and Charges Program. Due to the period of time already expended in Love Field Modernization Program negotiations, in which rates and charges play significant roles, it was necessary to increase the current amount to provide funding for the extension of services provided by the consultant in these deliberations. Accordingly, on June 5, 2008, pursuant to Administrative Action No. 08-1492, the City authorized Supplemental Agreement No. 1 to the contract with Unison-Maximus in the amount of $25,000, increasing the contract to $264,600.
BACKGROUND (continued)

This action will authorize Unison-Maximus, Inc., to continue to consult with, and provide the necessary services to assist the Department of Aviation during this critical phase of negotiating agreements regarding the LFMP, in the amount of $75,000, increasing the contract from $264,600 to $339,600. Seventy-five percent (75%) of the total contract amount will be reimbursed from FAA Airport Improvement Grant No. 31.

PRIOR ACTION / REVIEW (COUNCIL, BOARDS, COMMISSIONS)

Briefed the Finance, Audit, and Accountability Committee, on the progress of the Rates and Charges Study, on February 11, 2008.

Authorized by City Council and approved by City Manager to apply for and accept FAA Airport Improvement Program Grant No. 31, by Resolution No. 07-2334, on August 22, 2007.

Briefed the Finance, Audit and Accountability Committee, on follow up questions on the recommended vendor for Rates and Charges Study, on May 29, 2007.

Briefed the Finance, Audit and Accountability Committee, on the recommended vendor for the Rates and Charges Study, on May 14, 2007.

Briefed the Finance, Audit and Accountability Committee, on the Rates and Charges Study, on January 22, 2007.

FISCAL INFORMATION

$75,000 - Aviation Current Funds

M/WBE INFORMATION

21 - Vendors contacted
21 - No response
  0 - Response (Bid)
  0 - Response (No Bid)
  0 - Successful

106 - M/WBE and Non-M/WBE vendors were contacted.

The awardee fulfilled the good faith requirements set forth in the Good Faith Effort Plan adopted by Resolution No. 84-3501 as amended.
**ETHNIC COMPOSITION**

*Unison-Maximus, Inc.*

<table>
<thead>
<tr>
<th>Ethnicity</th>
<th>Female</th>
<th>Male</th>
</tr>
</thead>
<tbody>
<tr>
<td>Hispanic Female</td>
<td>0</td>
<td>1</td>
</tr>
<tr>
<td>Black Female</td>
<td>1</td>
<td>2</td>
</tr>
<tr>
<td>Other Female</td>
<td>8</td>
<td>10</td>
</tr>
<tr>
<td>White Female</td>
<td>5</td>
<td>21</td>
</tr>
</tbody>
</table>

**OWNER**

*Unison-Maximus, Inc.*

Anthony Q. Drake, President  
John D. Sorensen, Vice President  
David R. Francis, Secretary
WHEREAS, on June 13, 2007, Resolution No. 07-1722 authorized a professional services contract with Unison-Maximus, Inc. to conduct a study of the rates and charges for Dallas Love Field, Dallas Executive Airport and the Dallas Heliport in an amount not to exceed $239,600; and,

WHEREAS, due to the protracted period of time expended in Love Field Modernization Program negotiations, on June 5, 2008, pursuant to Administrative Action No. 08-1492, the City authorized Supplemental Agreement No. 1 to the contract with Unison-Maximus in the amount of $25,000 increasing the contract from $239,600 to $264,600; and,

WHEREAS, in order to provide professional services contract to update and refine the Financial Plan as necessary to adapt to the developing business arrangements for implementing the LFMP and to participate in meetings and presentations, it is now desirable to authorize Supplemental Agreement No. 2 to the Professional Services Contract with Unison-Maximus, Inc. in an amount of $75,000, increasing the contract from $264,600 to $339,600;

Now, Therefore,

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

Section 1. That the City Manager is hereby authorized to increase the contract with Unison-Maximus, Inc. to provide professional services contract to update and refine the Financial Plan as necessary to adapt to the developing business arrangements for implementing the LFMP and to participate in meetings and presentations in an amount not to exceed $75,000, increasing the contract from $264,600 to $339,600.

Section 2. That the City Controller is hereby authorized to disburse funds from the following appropriation, in an amount not to exceed $75,000 to be paid to Unison-Maximus, Inc. out of Aviation Current Funds, to be paid upon approval of invoice by the Director of Aviation, as follows:

<table>
<thead>
<tr>
<th>FUND</th>
<th>DEPT</th>
<th>UNIT</th>
<th>OBJECT</th>
<th>ENCUMBRANCE</th>
<th>AMOUNT</th>
<th>VENDOR NO.</th>
</tr>
</thead>
<tbody>
<tr>
<td>0130</td>
<td>AVI</td>
<td>7710</td>
<td>3070</td>
<td>CTAVI7710H001</td>
<td>$75,000</td>
<td>VS0000018229</td>
</tr>
</tbody>
</table>
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: Dan Weber, Aviation Department, Dallas Love Field
             Brenda Hozak, Aviation Department, Dallas Love Field
             Bob Sims, 7DN, City Attorney Office
SUBJECT

Authorize a twelve-year lease agreement, plus two twelve-year renewal options with The Jet Center of Dallas, LLC, for approximately 25,133 square feet of land improved with an aircraft hangar, office/storage space and automobile parking at Dallas Executive Airport - Estimated Annual Revenue: $21,953

BACKGROUND

The Jet Center of Dallas (JCD) currently leases approximately 7.85 acres of land improved with multiple aircraft hangars and office facilities under two separate leases at Dallas Executive Airport. JCD pays the City a combined annual rental in the amount of $86,601.18 for the two existing leases. JCD has expended over $8 million in capital improvements on the leased premises since April 1, 2000.

In May 2008, the Aviation Department solicited requests for proposals (RFP) to lease approximately 30,133 square feet of land improved with an estimated 13,003 square foot hangar, 7,130 square feet of office/storage space, 5,000 square feet of automobile parking space and approximately 5,000 square feet of unimproved land located at 5110 and 5120 Voyage Drive, Dallas Executive Airport. The property became available when the former tenant vacated the facility in September of 2007. The department received one response to the RFP from JCD to lease the space, less the remote parking area, under a twelve (12) year primary term lease, plus two twelve (12) year options to extend the lease.

Within one year from the effective date of the lease agreement, JCD agrees to expend not less than $225,430 to renovate and refurbish the existing facilities. In consideration of JCD's $225,430 expenditure, JCD agrees to pay the City initial annual rent in the amount of $21,952.50, which is approximately a 50% reduction in the rental for the facility based on the current prevailing rental rates. This will allow JCD the necessary time to recoup its investment in the City-owned facilities. This amount is justified by the hangar's deteriorated condition and the amount of consideration necessary to repair the
BACKGROUND (continued)

facilities to useable condition. The lease rates will not escalate through the first twelve years and ten months of the lease, which is the requested amortization period.

Upon the Lessee's exercise of its first option, and commencing the tenth month of the thirteenth year of the lease and each succeeding option period, rent paid to the City for land and improvements shall escalate to the prevailing rental rates for similar premises at the airport. Such lease rates shall be further increased on each successive third year anniversary date thereafter, based on whichever adjustment is greater; (i) three (3%) percent, or (ii) the aggregate of the annual CPI index over the previous three-year period, or (iii) the lease rates will be increased upon City Council approval of an updated prevailing lease rate pursuant to implementation of the rates and charges study recommendation and shall continue to increase by a maximum of 12% every three years until the lease rates equal the airport's prevailing lease rate established by an appraisal process, provided however, the aggregate escalation for any three-year period shall not exceed twelve percent (12%).

The capital commitment contained in this agenda item will bring JCD's total investment on Dallas Executive Airport to over $8 million. Title to all newly constructed improvements shall become the property of the City upon completion of construction.

PRIOR ACTION / REVIEW (COUNCIL, BOARDS, COMMISSIONS)

Briefed to the Economic Development Committee on June 16, 2008, recommended approval.

FISCAL INFORMATION

$21,952.50 - Estimated Annual Revenue

OWNER

The Jet Center of Dallas, LLC, a Texas limited liability company

Dalton L. Lott, Manager

MAP

Attached.
The Jet Center of Dallas, L.L.C., Proposed Lease
WHEREAS, The Jet Center of Dallas, LLC, a Texas limited liability company, ("Lessee") leases approximately 7.85 acres of land at Dallas Executive Airport under two separate leases with the City improved with multiple hangars, office/storage space, aircraft ramp and automobile facilities; and,

WHEREAS, Lessee has expressed a need to grow its business and lease additional facilities at Dallas Executive Airport; and,

WHEREAS, Lessee desires to lease approximately 25,133 square feet of land at Dallas Executive Airport improved with an aircraft hangar, office/storage space and automobile parking for aviation related purposes; and,

WHEREAS, the City and Lessee now desire to enter into a lease ("Lease") to accommodate Lessee's expansion plans at Dallas Executive Airport;

Now, Therefore,

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

Section 1. That the proposed Lease from the City to The Jet Center of Dallas, LLC, for an initial term of twelve-years, plus two twelve-year renewal options to extend the term and providing for annual rental of $21,952.50, is hereby approved and the City Manager is authorized to execute, on behalf of the City, the Lease after approval as to form by the City Attorney.

Section 2. That the terms and conditions of the Lease shall contain the following:

(a) The Lease shall consist of approximately 25,133 square feet of land, inclusive of an approximately 13,003 square feet hangar facility, 7,130 square feet of office/storage space, and 5,000 square feet of unimproved land.

(b) Lessee agrees to expend not less than $225,430 to renovate and refurbish existing improvements on the leased premises within one year from the effective date of the Lease.

(c) The lease rates will not escalate through the first twelve years and ten months of the lease.
(d) Commencing the eleventh month of the thirteenth year of the lease (assumes JCD exercises its first twelve year option) and each succeeding option period rent paid to the City for land and improvements shall escalate to the prevailing rental rates for similar premises at the airport and such lease rates shall be further increased on each successive third year anniversary date thereafter, based on whichever adjustment is greater; (i) three (3%) percent, or (ii) the aggregate of the annual CPI index over the previous three-year period, or (iii) the lease rates will be increased upon City Council approval of an updated prevailing lease rate pursuant to implementation of the rates and charges study recommendation and shall continue to increase by a maximum of 12% every three years until the lease rates equal the airport's prevailing lease rate established by an appraisal process, provided however, the aggregate escalation for any three-year period shall not exceed twelve percent (12%).

Section 3. That the City Controller be and is hereby authorized to deposit all revenues received under the Lease to: Aviation Operating Fund 0130; Dept. AVI: Unit 7722; Revenue Source 7814.

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: Dan Weber, Aviation Department, Dallas Love Field
Brenda Hozak, Aviation Department, Dallas Love Field
Bob Sims, City Attorney Office, 7DN
SUBJECT

Authorize a twenty-year lease agreement, plus four five-year options to extend the lease term, with Gulfstream Aerospace Services Corporation, containing approximately 14.20 acres of land improved with three hangars and aircraft ramp at Dallas Love Field - Estimated Annual Revenue: $750,996

BACKGROUND

Gulfstream Aerospace Services Corporation ("Gulfstream") provides service and product support to existing aircraft customers and performs final phase manufacturing for new aircraft, which includes design and installation of aircraft interiors and painting.

Gulfstream is presently experiencing major growth of its business at Dallas Love Field. In an effort to accommodate Gulfstream's expansion, on June 20, 2007 and December 12, 2007, the City Council approved Resolution Nos. 07-1858 and 07-3770, respectively, which authorized the City Manager to enter into a new forty-year ground lease with Gulfstream for an additional 6.18 acre tract of land, located adjacent to Gulfstream's existing premises at Dallas Love Field. Gulfstream also committed to expending not less than $20 million on the new leased premises to construct new hangar facilities and create 150 new jobs. This ground lease was approved based on Gulfstream's commitment to negotiate and agree to another new lease to consolidate Gulfstream's existing lease and sublease into one consolidated lease.
This lease will consolidate two existing separate leases at Dallas Love Field. One lease contains two hangars and aircraft ramp space totaling 483,692 square feet of land at a total annual rent of $234,488. This lease expired on January 31, 2008 and is currently being held over on a month-to-month basis at the same annual rental rate. The other leased parcel is improved with one hangar and aircraft ramp space totaling 243,800 square feet of land. Current total annual rent is $145,937 for this parcel. This sublease is in its second of five options. The current option period expires May 31, 2009 and the sublease will expire at the end of the fifth option May 31, 2023. Total combined annual rent for both the existing lease and sublease is $380,425.

It is Gulfstream's desire to consolidate the above lease and sublease into one consolidated lease with a twenty-year primary term, plus four five-year options. Under the consolidated lease, rent for the sublease parcel, Tract 2, will escalate annually through May 31, 2023 based on the existing method in the sublease which is the Producers Price Index. Commencing June 1, 2023, rent escalations for Tract 2 will convert to the same as Tract 1 leased premises.

From time to time, the City performs a rate study to determine the appropriate rental rates to be charged with respect to property located at the airport (a "Rate Study"), and that the City is in the process of performing a Rate Study with respect to the leased premises (the "Current Rate Study"). Upon approval of the Current Rate Study by the Dallas City Council, all components of rent in the approved Current Rate Study that are greater than the amounts then in effect for Tract 1 leased premises shall immediately adjust to the amounts set forth in the Current Rate Study; provided, however, that in no event shall any component of rent escalate in an amount greater than twelve percent (12%) of the amount set forth above.

Commencing as of the third anniversary date after the Effective Date of the Lease and adjusted on each successive third year anniversary date thereafter, including the option periods, rent paid to the City by Gulfstream for Tract 1 shall be escalated by whichever adjustment is greater: (i) all components of rent in the approved Current Rate Study that are greater than the amounts that Lessee is then paying shall adjust to the amounts set forth in the Current Rate Study, or (ii) the percentage change in the CPI index over the previous three-year period; however, the aggregate escalation for any three-year period shall not exceed twelve percent (12%).

Gulfstream has requested a ten-year Right of First Offer ("ROFO") to lease the First Offer Land. The First Offer Land is located adjacent to and abutting the Gulfstream proposed Consolidated Lease and ground lease premises. Gulfstream has proposed to pay the City ten annual payments in the amount of $5,000 each, until such time as the ROFO term shall expire or all of the First Offer Land is leased, whichever occurs first.

Approval of this agenda item will increase the City's annual rental revenue by $380,425 from $370,571 to $750,996.
PRIOR ACTION / REVIEW (COUNCIL, BOARDS, COMMISSIONS)

Briefed to the Economic Development and Housing Committee on June 16, 2008.

FISCAL INFORMATION

$750,996.00 - Estimated Annual Revenue

OWNER

Gulfstream Aerospace Services Corporation, a wholly-owned subsidiary of General Dynamics

Joseph T. Lombardo, President
Daniel G. Clare, Vice President
Ira P. Berman, Secretary
David H. Fogg, Treasurer
WHEREAS, Gulfstream Aerospace Services Corporation (Lessee) currently leases, on a holdover basis, approximately 483,692 square feet of land and improvements under a lease dated February 1, 1978 (the "Existing Lease") which expired of its own terms on January 31, 2008; and,

WHEREAS, Lessee currently has a sublease, whereby the City is acting as the sublessor, of 243,800 square feet of land and improvements under a sublease dated June 1, 1989 (the "Sublease") which will expire May 31, 2023; and,

WHEREAS, as part of Lessee's proposed expansion plans, the City and Lessee desire to combine certain leased parcels under the Existing Lease and Sublease and enter into a new twenty-year lease agreement ("Consolidated Lease"), plus four 5-year options, improved with multiple hangars, airplane and automobile parking facilities at Dallas Love Field containing approximately 14.20 acres;

Now, Therefore,

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

Section 1. That the proposed Consolidated Lease from the City to Gulfstream Aerospace Services Corporation for a primary term of twenty years, plus four five-year options to extend the term, and providing initial annual rent in the amount of $750,996 payable in monthly installments of $62,583 is hereby approved and the City Manager is authorized to execute, on behalf of the City of Dallas, the Consolidated Lease after approval as to form by the City Attorney.

Section 2. That the Consolidated Lease evidence, among other things, the following terms and conditions:

(a) The lease term and the payment of rent shall commence upon the effective date of the lease.

(b) Under the Consolidated Lease terms, rent for Tract 2 will escalate annually through May 31, 2023 based on the Producers Price Index. Commencing June 1, 2023, rent escalations for Tract 2 will be the same as Tract 1 leased premises.
(c) From time to time, the City performs a rate study to determine the appropriate rental rates to be charged with respect to property located at the airport (a "Rate Study"), and that the City is in the process of performing a Rate Study with respect to the leased premises (the "Current Rate Study"). Upon approval of the Current Rate Study by the Dallas City Council, all components of rent in the approved Current Rate Study that are greater than the amounts then in effect for Tract 1 leased premises shall immediately adjust to the amounts set forth in the Current Rate Study; provided, however, that in no event shall any component of rent escalate in an amount greater than twelve percent (12%) of the amount set forth above.

(d) Additionally, commencing as of the third anniversary date after the Effective Date of the Lease and adjusted on each successive third year anniversary date thereafter, including the option periods, rent paid to the City by Gulfstream for Tract 1 shall be escalated by whichever adjustment is greater; (i) all components of rent in the approved Current Rate Study that are greater than the amounts that Lessee is then paying shall adjust to the amounts set forth in the Current Rate Study, or (ii) the percentage change in the CPI index over the previous three-year period; however, the aggregate escalation for any three-year period shall not exceed twelve percent (12%).

(e) In consideration of ten annual payments in the amount of $5,000.00 each, Lessee is granted a ten-year Right of First Offer ("ROFO") to lease the First Offer Land, as such terms are defined in the Consolidated Lease. The ten $5,000.00 annual payments described herein shall continue until such time as the ROFO term shall expire or all of the First Offer Land is leased, which occurs first.

Section 3. That the City Controller be and is hereby authorized to deposit all revenues received under the Lease to: Aviation Operating Fund 0130; Dept. AVI; Unit 7722; Revenue Source 7814.

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: Dan Weber, Aviation Department, Dallas Love Field
Brenda Hozak, Aviation Department, Dallas Love Field
Bob Sims, City Attorney Office, 7DN
SUBJECT

Authorize a resolution expressing intent to finance expenditures to be incurred for airport improvements at Dallas Love Field Airport - Financing: No cost consideration to the City

BACKGROUND

The Five Party Agreement, the LFMP, and the Spending Cap

On July 11, 2006, the City of Dallas (the “City”), the City of Fort Worth, Southwest Airlines Co. (“Southwest”), American Airlines, Inc., and the DFW International Airport Board entered into a Contract Incorporating the Substance of the Terms of the June 15, 2006 Joint Statement Between the Parties to Resolve the “Wright Amendment” Issues (the “Five Party Agreement”) affecting Dallas Love Field (the “Airport”). Subsequently, the Wright Amendment Reform Act of 2006 (Public Law No. 309-152) provided for the lifting of the Wright Amendment restrictions on travel from the Airport in 2014.

The Five Party Agreement also contemplates modernization of the Airport, i.e. the Love Field Modernization Program (the “LFMP”), to the extent possible, by 2014. The LFMP includes the construction of all of the facilities, infrastructure systems, and equipment for the operation of the future terminal complex at the Airport, including, but not limited to, the terminal building, aircraft parking apron, fueling system, roadways and terminal curbside, and other supporting infrastructure. The Five Party Agreement requires a minimum investment of $150 million and a maximum investment of $200 million (the “Spending Cap”) for the LFMP, which may be exceeded by agreement of the City and Southwest. The preliminary budget for the LFMP redevelopment option that is preferred by the City and Southwest exceeds the $200 million Spending Cap.
BACKGROUND (Continued)

Local Government Corporation

In order to finance the LFMP, the City Council was asked to authorize creation of a local government corporation, the Love Field Airport Modernization Corporation (the "Corporation"), to: (1) finance the LFMP, (2) expedite construction in order to complete the LFMP, to the extent possible, by 2014, (3) realize savings in construction costs, and (4) accomplish other activities, as permitted by the Act, in furtherance of the LFMP.

It is anticipated that the Corporation, subject to City Council authorization, will enter into an agreement or agreements with Southwest and will issue bonds, to finance the LFMP.

Inducement Resolution

Prior to the issuance of any bonds to finance the LFMP, Southwest will advance monies to fund certain projects that will enable completion of the LFMP, to the extent possible, by 2014. Southwest’s advance will fund certain design, program management, relocation, demolition, and other costs as set forth on the “Potential Southwest LFMP Reimbursable Costs (Enabling & Relocation Projects and Design & Project Management – Southwest)” section of “Exhibit A”; attached to the resolution.

As an inducement to Southwest to advance these funds, the City Council is asked to approve an inducement resolution that permits the reimbursement to Southwest of monies expended by Southwest for certain enabling projects agreed to by the City and Southwest from the proceeds of the initial series of bonds sold to finance the LFMP, in an amount not to exceed $75,000,000.

PRIOR ACTION/REVIEW (COUNCIL, BOARDS, COMMISSIONS)

Scheduled to be briefed to the Transportation and Environment Committee on June 23, 2008.

Briefed to the City Council on June 18, 2008.

Briefed to the Transportation and Environment Committee on April 28, 2008.

The Five Party Agreement was approved by the City Council on June 28, 2006, by Resolution No. 06-1838.

FISCAL INFORMATION

No cost consideration to the City.
WHEREAS, the City Council of the City of Dallas, Texas hereby adopts this resolution (the "Resolution") in connection with matters pertaining to the ownership and operation of Dallas Love Field (the "Airport") which is owned and operated by the City of Dallas, Texas (the "City") pursuant to the provisions of Chapter 22, Texas Transportation Code (the "Act"); and,

WHEREAS, Southwest Airlines Co. ("Southwest") has requested and proposed that the City, or a nonprofit corporation organized by and acting on behalf of the City (the "Corporation"), finance and pay pursuant to the laws of the State of Texas including, without limitation, the Act, for the acquisition, construction, reconstruction, or renovation of certain airport improvements to be located at the Airport as more fully described on “Exhibit A” attached hereto (the "Facilities"), and has requested and proposed that the City or the Corporation make a commitment to issue revenue bonds (the "Bonds") to finance and pay for the acquisition and construction of the Facilities; and,

WHEREAS, Southwest has advised the City that a contributing factor which would induce Southwest to cooperate with the City in providing the acquisition and construction of the Facilities would be a commitment and agreement by the City to issue, or approve the issuance by the Corporation of, Bonds pursuant to the laws of the State of Texas to finance and pay for the acquisition and construction of the Facilities; and,

WHEREAS, Southwest has proposed to the City that Southwest will be further induced to cooperate with the City in providing for the acquisition and construction of the Facilities if the City will make such commitment and agreement and adopt this Resolution, and, in furtherance thereof Southwest will make, or has made not more than sixty (60) days prior to the date hereof, payments with respect to Facilities; and,

WHEREAS, the City Council finds, intends and declares that this Resolution shall, in accordance with its provisions, constitute the commitment and agreement of the City to issue, or approve the issuance by the Corporation of, the Bonds in such aggregate principal amount, not to exceed $75,000,000, as is actually required to finance and pay for the costs associated with the “Potential Southwest LFMP Reimbursable Costs (Enabling & Relocation Projects and Design & Project Management – Southwest)” for the acquisition and construction of the Facilities, as indicated and labeled on the attached Exhibit A; and,
WHEREAS, the City finds, considers and declares that the issuance of the Bonds in such amount and for such purpose will be appropriate and consistent with the objectives of the Act, and that the adoption of this Resolution is and constitutes, and is intended as (i) an inducement to Southwest to cooperate with the City in providing for the acquisition and construction of the Facilities and (ii) the taking of affirmative official action by the City, acting by and through its City Council, towards the issuance of the Bonds, and that such action is, and is intended to be, similar to the adoption of a bond resolution, within the meaning of Sections 1.150-2 and 1.142-4 of the Income Tax Regulations or such other applicable provisions of Income Tax Regulations promulgated pursuant to section 142 of the Internal Revenue Code of 1986;

Now, Therefore,

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

Section 1. The City is committed and agrees as follows:

(a) To adopt or approve proceedings prepared by the City's bond counsel, when requested by the City, authorizing the issuance of the Bonds pursuant to the laws of the State of Texas and to issue the Bonds, subject to the requirements of the laws of the State of Texas, the execution of the appropriate agreements or contracts described in (b), below, and the sale of the Bonds under terms and conditions satisfactory to the City and Southwest, to finance and pay for the acquisition and construction of the Facilities, including amounts sufficient to pay the fees, expenses and costs in connection with such issuance, including an amount adequate to reimburse the City for its administrative and overhead expenses and costs with respect to the Bonds and the Facilities and to the extent permitted by this Resolution and section 1.150-2 of the Treasury Regulations to reimburse Southwest for costs paid prior to the date of delivery of the Bonds.

(b) Prior to the issuance of the Bonds, and when requested by Southwest, to enter into such appropriate contracts or agreements between or among the City, the Corporation and Southwest as are mutually agreeable to the parties in all respects.

(c) To take, or cause to be taken, such other action, and to execute such additional contracts and agreements mutually agreeable to the parties in all respects, when requested by Southwest, which are required in accordance with the laws of the State of Texas and this Resolution to cause the issuance of the Bonds.
Section 2. The adoption of this Resolution shall be deemed to constitute the acceptance of the proposal of Southwest that it be further induced to cooperate with the City in providing for the acquisition and construction of the Facilities, and said proposal and acceptance shall constitute an agreement between the City and Southwest in accordance with and subject to the provisions of this Resolution.

Section 3. Immediately after the adoption of this Resolution the acquisition and construction of the Facilities may commence and continue to completion in accordance with methods and procedures determined by Southwest, or by Southwest and the City, pursuant to this Resolution and the agreement it constitutes.

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, and it is accordingly so resolved.

DISTRIBUTION:  
Dan Weber, Director of Aviation, Dallas Love Field  
Terry Mitchell, Assistant Director of Aviation, Dallas Love Field  
Official of Financial Services  
Bob Sims, City Attorney’s Office, 7DN  
Sarah Hasib, City Attorney’s Office, 7DN
### Exhibit A

<table>
<thead>
<tr>
<th>Phase ID</th>
<th>Project Elements by Phase</th>
<th>LFMP Preliminary Budget</th>
<th>Reimbursable Costs</th>
</tr>
</thead>
<tbody>
<tr>
<td></td>
<td>Program Conceptual Planning Services</td>
<td>$265,000</td>
<td>$265,000</td>
</tr>
<tr>
<td>1.01</td>
<td>SWA Gate 1A Activation</td>
<td>S 700,260</td>
<td>700,260</td>
</tr>
<tr>
<td>1.02</td>
<td>SWA North Concourse Relocations</td>
<td>S 4,000,000</td>
<td>4,000,000</td>
</tr>
<tr>
<td>1.03</td>
<td>SWA New Cargo / Provo / CBS Building</td>
<td>S 11,560,000</td>
<td>11,560,000</td>
</tr>
<tr>
<td>1.04</td>
<td>City Airport Operations Center / Relocations</td>
<td>S 6,470,000</td>
<td>6,470,000</td>
</tr>
<tr>
<td>1.05</td>
<td>Relocate North Airfield Lighting Vault</td>
<td>C 1,564,961</td>
<td>1,564,961</td>
</tr>
<tr>
<td>2.01</td>
<td>Demolish North Concourse</td>
<td>S 4,035,975</td>
<td>4,035,975</td>
</tr>
<tr>
<td>2.02</td>
<td>Demolish Cargo / Provo / CBS / GSE / Plant Mx</td>
<td>S 1,249,806</td>
<td>1,249,806</td>
</tr>
<tr>
<td>2.03</td>
<td>Demolish Existing Cargo Building</td>
<td>S 771,452</td>
<td>771,452</td>
</tr>
<tr>
<td>2.04</td>
<td>Demolish Existing Ticketing Wing &amp; Connector Bridge</td>
<td>S 2,548,411</td>
<td>2,548,411</td>
</tr>
<tr>
<td>2.05</td>
<td>Slurry Fill Existing Fuel Lines</td>
<td>S 2,117,440</td>
<td>2,117,440</td>
</tr>
<tr>
<td>3.01</td>
<td>Build Initial Portion of New Concourse</td>
<td>S 148,736,427</td>
<td>13,280,038</td>
</tr>
<tr>
<td>3.02</td>
<td>Reconstruct Apron</td>
<td>S 33,718,573</td>
<td>3,010,587</td>
</tr>
<tr>
<td>3.03</td>
<td>Install First Phase of New Fuel System</td>
<td>S 16,476,534</td>
<td>1,471,119</td>
</tr>
<tr>
<td>3.04</td>
<td>Upgrade CUP (Cooling Tower / Boiler)</td>
<td>C 15,134,474</td>
<td>0</td>
</tr>
<tr>
<td>3.05</td>
<td>Build New Ticketing Wing</td>
<td>S 40,954,397</td>
<td>3,656,643</td>
</tr>
<tr>
<td>3.06</td>
<td>Renovate Portion of Main Terminal</td>
<td>S 11,928,935</td>
<td>1,065,084</td>
</tr>
<tr>
<td>3.07</td>
<td>Expand Upper Level Departures Roadway</td>
<td>C 2,624,591</td>
<td>0</td>
</tr>
<tr>
<td>3.08</td>
<td>Build Portion of new 36&quot; Water Main</td>
<td>S 779,046</td>
<td>69,558</td>
</tr>
<tr>
<td>4.01</td>
<td>Relocate Airlines to New Ticketing Wing</td>
<td>S 38,646</td>
<td>3,451</td>
</tr>
<tr>
<td>4.02</td>
<td>Relocate WN (5) and CO (2) gates to New North Concourse</td>
<td>S 32,462</td>
<td>2,899</td>
</tr>
<tr>
<td>4.03</td>
<td>Deactivate AA (1) gate</td>
<td>S 50,205</td>
<td>4,483</td>
</tr>
<tr>
<td>4.04</td>
<td>Construct remainder of North Concourse</td>
<td>S 42,865,694</td>
<td>3,827,294</td>
</tr>
<tr>
<td>4.05</td>
<td>Reconstruct apron (2 areas)</td>
<td>S 13,845,822</td>
<td>1,236,234</td>
</tr>
<tr>
<td>4.06</td>
<td>Extend Hydrant Fuel System</td>
<td>S 7,061,805</td>
<td>630,518</td>
</tr>
<tr>
<td>4.07</td>
<td>Renovate Remaining Portion of Main Terminal</td>
<td>S 35,546,697</td>
<td>3,173,812</td>
</tr>
<tr>
<td>4.08</td>
<td>Reconstruct Lower Level Roadway</td>
<td>C 5,209,958</td>
<td>0</td>
</tr>
<tr>
<td>4.09</td>
<td>Demolish CO gate areas (Concourse Level)</td>
<td>S 330,472</td>
<td>29,506</td>
</tr>
<tr>
<td>4.10</td>
<td>Demolish Temporary Bag Make-up / T-point</td>
<td>S 227,851</td>
<td>20,344</td>
</tr>
<tr>
<td>4.11</td>
<td>Demolish West Garage Skybridge</td>
<td>S 592,235</td>
<td>52,878</td>
</tr>
<tr>
<td>4.12</td>
<td>Build Portion of New 36&quot; Water Main</td>
<td>S 252,364</td>
<td>22,532</td>
</tr>
<tr>
<td>5.01</td>
<td>Relocate WN (6) gates to New North Concourse</td>
<td>S 28,655</td>
<td>2,559</td>
</tr>
<tr>
<td>5.02</td>
<td>Demolish West Concourse Extension</td>
<td>S 2,293,736</td>
<td>204,798</td>
</tr>
<tr>
<td>5.03</td>
<td>Reconstruct apron</td>
<td>S 22,592,605</td>
<td>2,017,197</td>
</tr>
<tr>
<td>5.04</td>
<td>Extend Hydrant Fuel System</td>
<td>S 7,692,645</td>
<td>686,843</td>
</tr>
<tr>
<td>5.05</td>
<td>Expand First Section of Bag Claim Hall</td>
<td>S 12,849,549</td>
<td>1,147,281</td>
</tr>
<tr>
<td>5.06</td>
<td>Reconstruct Arrivals Section of Upper Roadway</td>
<td>C 2,378,917</td>
<td>0</td>
</tr>
<tr>
<td>5.07</td>
<td>Relocate West Airfield Lighting Vault</td>
<td>C 1,435,632</td>
<td>0</td>
</tr>
<tr>
<td>5.08</td>
<td>Complete New 36&quot; Water Main</td>
<td>S 976,548</td>
<td>87,192</td>
</tr>
<tr>
<td>5.09</td>
<td>Deactivate 1 AA Gate</td>
<td>S 53,896</td>
<td>4,812</td>
</tr>
<tr>
<td>6.01</td>
<td>Relocate WN (4) &amp; AA (2) Gates to New North Concourse</td>
<td>S 30,524</td>
<td>2,725</td>
</tr>
<tr>
<td>6.02</td>
<td>Demolish remainder of West and East Concourse</td>
<td>S 5,224,017</td>
<td>466,430</td>
</tr>
<tr>
<td>6.03</td>
<td>Reconstruct apron (2 areas)</td>
<td>S 12,905,344</td>
<td>1,152,263</td>
</tr>
<tr>
<td>6.04</td>
<td>Demolish West Concourse Skybridge</td>
<td>S 502,398</td>
<td>44,857</td>
</tr>
<tr>
<td>6.05</td>
<td>Final Fuel System Expansion</td>
<td>S 9,199,061</td>
<td>821,345</td>
</tr>
<tr>
<td>6.06</td>
<td>Renovate Remaining Portion of Bag Claim Hall</td>
<td>S 14,696,000</td>
<td>1,312,143</td>
</tr>
<tr>
<td>7.01</td>
<td>Build Remote Central Receiving Facility</td>
<td>C 14,508,684</td>
<td>0</td>
</tr>
</tbody>
</table>

**PROGRAM TOTAL**

$519,058,704 $33,718,343 $39,507,423

| Total: | $73,225,767 |
| Use:   | $75,000,000 |
SUBJECT

Authorize (1) establishment of a local government corporation, the Love Field Airport Modernization Corporation (the “Corporation”), for the purpose of financing the Love Field Modernization Program (the “LFMP”), (2) approval of the Corporation’s articles of incorporation and bylaws, (3) appointment of the Corporation’s initial Board of Directors, (4) the City Manager to file the Corporation’s articles of incorporation with the Secretary of State, and (5) the Corporation to apply for and accept Federal Aviation Administration (“FAA”) Airport Improvement Program (“AIP”) grant funding and Passenger Facility Charges (“PFCs”) necessary for the completion of projects specifically related to the LFMP – Financing: No cost consideration to the City

BACKGROUND

The Five Party Agreement, the LFMP, and the Spending Cap

On July 11, 2006, the City of Dallas (the “City”), the City of Fort Worth, Southwest Airlines Co. (“Southwest”), American Airlines, Inc., and the DFW International Airport Board entered into a Contract Incorporating the Substance of the Terms of the June 15, 2006 Joint Statement Between the Parties to Resolve the “Wright Amendment” Issues (the “Five Party Agreement”) affecting Dallas Love Field (the “Airport”). Subsequently, the Wright Amendment Reform Act of 2006 (Public Law No. 309-152) provided for the lifting of the Wright Amendment restrictions on travel from the Airport in 2014.

The Five Party Agreement also contemplates modernization of the Airport, i.e. the Love Field Modernization Program (the “LFMP”), to the extent possible, by 2014. The LFMP includes the construction of all of the facilities, infrastructure systems, and equipment for the operation of the future terminal complex at the Airport, including, but not limited to, the terminal building, aircraft parking apron, fueling system, roadways and terminal curbside, and other supporting infrastructure. The Five Party Agreement requires a minimum investment of $150 million and a maximum investment of $200 million (the “Spending Cap”) for the LFMP, which may be exceeded by agreement of the City and Southwest. The preliminary budget for the LFMP redevelopment option that is preferred by the City and Southwest exceeds the $200 million Spending Cap.
BACKGROUND (continued)

Creation of a Local Government Corporation

Under Chapter 431 of the Texas Transportation Code (the “Act”), the City may authorize the creation of a local government corporation for the purpose of aiding, assisting, and acting on behalf of the City in the performance of its governmental functions to promote the development of the geographic area of the City included or in the vicinity of the Airport in furtherance of the promotion, development, encouragement, and maintenance of employment, commerce, aviation activity, tourism, and economic development in the City.

In order to finance the LFMP, the City Council is asked to authorize creation of a local government corporation, the Love Field Airport Modernization Corporation (the “Corporation”), to: (1) finance the LFMP, (2) expedite construction in order to complete the LFMP, to the extent possible, by 2014, (3) realize savings in construction costs, and (4) accomplish other activities, as permitted by the Act, in furtherance of the LFMP.

Powers of the Corporation

In the exercise of its powers, and subject to City Council authorization, the Corporation may enter into loan, lease, trust, or other agreements; may sell and deliver bonds, notes, and other forms of debt instruments; and may acquire land, as authorized by the Act and as is necessary and appropriate to the fulfillment of the public purpose of the Corporation, in furtherance of the LFMP. It is anticipated that the Corporation will enter into an agreement or agreements with Southwest and will issue bonds to finance the LFMP. Any acts of the Corporation shall be subject to the approval of the City Council.

FAA Requirement for Use of a Local Government Corporation

Because the City is using a local government corporation to finance the LFMP, the Federal Aviation Administration (“FAA”) requires that the City’s resolution authorizing creation of the Corporation also authorize the Corporation to act as the City’s agent to accept any and all FAA Airport Improvement Program (“AIP”) grant funding necessary for the completion of FAA grant-funded projects specifically related to the LMFP and Passenger Facility Charges (“PFCs”) related to LFMP projects. The City Council’s authorization must be valid for the duration of the LFMP. The City, as the FAA-recognized Sponsor, shall be bound by all associated obligations and assurances related to the Corporation’s application for and acceptance of FAA AIP grant and PFC funding.
BACKGROUND (continued)

The Corporation’s Board

The Corporation’s Board of Directors shall consist of three (3) persons appointed by the City Council, upon recommendation of the City Manager. To be eligible to serve as a Director, a person must be a resident and qualified elector of the City. All Directors with voting rights must also be employees of the City. The initial Directors are the City’s Chief Financial Officer, an Assistant City Manager, and the Director of Aviation. In addition, Southwest shall have the right to appoint one (1) Ex-Officio Director who shall not have voting rights. The Southwest appointee must be a resident and qualified elector of the City.

All initial Directors shall serve for a six (6) year term expiring on September 30, 2014. Subsequent Board members shall serve for two (2) year terms and shall be eligible for reappointment; provided however that no Board member may serve for more than six (6) years consecutively, unless such service is required to complete an unexpired term.

PRIOR ACTION/REVIEW (COUNCIL, BOARDS, COMMISSIONS)

Scheduled to be briefed to the Transportation and Environment Committee on June 23, 2008.

Briefed to the City Council on June 18, 2008.

Briefed to the Transportation and Environment Committee on April 28, 2008.

The Five Party Agreement was approved by the City Council on June 28, 2006 by Resolution No. 06-1838.

FISCAL INFORMATION

No cost consideration to the City.
WHEREAS, the City of Dallas (the “City”), along with the City of Fort Worth, Southwest Airlines Co. (“Southwest”), American Airlines, Inc., and the DFW International Airport Board, entered into a Contract Incorporating the Substance of the Terms of the June 15, 2006 Joint Statement Between the Parties to Resolve the “Wright Amendment” Issues (the “Five Party Agreement”) affecting Dallas Love Field (the “Airport”) on June 28, 2006, by Resolution No. 06-1838; and,

WHEREAS, the Wright Amendment restrictions on travel from the Airport will be lifted in 2014 and the Five Party Agreement contemplates completion of the Love Field Modernization Program (the “LFMP”), to the extent possible, by 2014; and,

WHEREAS, the Five Party Agreement requires a minimum investment of $150 million and a maximum investment of $200 million (the “Spending Cap”) for the LFMP, which may be exceeded by agreement of the City and Southwest; and,

WHEREAS, the preliminary budget for the LFMP redevelopment option (“Option C”) that is preferred by the City and Southwest exceeds $200 million; and,

WHEREAS, Chapter 431 of the Texas Transportation Code (the “Act”) authorizes municipalities to establish local government corporations for the purpose of aiding, assisting, and acting on behalf of the City in the performance of its governmental functions to promote the development of the geographic area of the City included or in the vicinity of the Airport in furtherance of the promotion, development, encouragement, and maintenance of employment, commerce, aviation activity, tourism, and economic development in the City; and,

WHEREAS, in order to finance the LFMP, the City Council is asked to authorize creation of a local government corporation, the Love Field Airport Modernization Corporation (the “Corporation”), to: (1) finance the LFMP bonds, (2) expedite construction in order to complete the LFMP as soon as practicable, (3) realize savings in construction costs, and (4) accomplish other activities, as permitted by the Act, in furtherance of the LFMP; Now, Therefore,

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

Section 1. That the creation of a local government corporation to be named the Love Field Airport Modernization Corporation (the “Corporation”) is hereby authorized for the purpose of aiding, assisting, and acting on behalf of the City in the performance of its governmental functions to promote the development of the geographic area of the City included or in the vicinity of Love Field Airport in furtherance of the promotion, development, encouragement, and maintenance of employment, commerce, aviation activity, tourism, and economic development in the City, more specifically for financing the Love Field Modernization Program (the “LFMP”).
Section 2. That the articles of incorporation to be used in organizing the Corporation, a copy of which is attached hereto as “Exhibit A”, and the bylaws to be used by the Corporation, a copy of which is attached hereto as “Exhibit B”, are hereby approved and the City Manager is authorized to initiate the incorporation of the Corporation and is directed to file the articles of incorporation, approved as to form by the City Attorney, with the Secretary of State.

Section 3. That the City Council, by approval of the Corporation’s articles of incorporation, hereby appoints the members of the Board of Directors as named therein.

Section 4. That the Corporation is hereby authorized to act as the City’s agent to apply for and accept any and all Federal Aviation Administration (“FAA”) Airport Improvement Program (“AIP”) grant funding necessary for the completion of FAA grant-funded projects specifically related to the LMFP and Passenger Facility Charges (“PFCs”) related to LFMP projects, for the duration of the LFMP. The City, as the FAA-recognized Sponsor, shall be bound by all associated obligations and assurances related to the Corporation’s application for and acceptance of FAA AIP grant and PFC funding.

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, and it is accordingly so resolved.

DISTRIBUTION:  
Dan Weber, Director of Aviation, Dallas Love Field  
Terry Mitchell, Assistant Director of Aviation, Dallas Love Field  
Official of Financial Services  
Bob Sims, City Attorney’s Office, 7DN  
Sarah Hasib, City Attorney’s Office, 7DN
EXHIBIT A

ARTICLES OF INCORPORATION
OF
LOVE FIELD AIRPORT MODERNIZATION CORPORATION

We, the undersigned natural persons, each of whom is at least eighteen (18) years of age or more, and a resident and a qualified voter of the City of Dallas, Texas (the “City”) and a citizen of the State of Texas, acting as incorporators of a corporation under the provisions of Subchapter D of Chapter 431, Texas Transportation Code (the “Act”), and the Texas Nonprofit Corporation Law, Chapter 22, Business Organizations Code (“TCNL”), do hereby adopt the following Articles of Incorporation for such corporation:

ARTICLE I

The name of the corporation is LOVE FIELD AIRPORT MODERNIZATION CORPORATION (the “Corporation”).

ARTICLE II

The Corporation is a public non-profit corporation.

ARTICLE III

The period of duration of the Corporation shall be perpetual.

ARTICLE IV

The Corporation is organized for the purpose of aiding, assisting, and acting on behalf of the City in the performance of its governmental functions to promote the development of the geographic area of the City included at or in the vicinity of Love Field, a general aviation airport owned and operated by the City, in furtherance of the promotion, development, encouragement and maintenance of employment, commerce, aviation activity, tourism, and economic development in the City.

The Corporation is formed pursuant to the provisions of the Act as it now or may hereafter be amended, which authorizes the Corporation to assist and act on behalf of the City to accomplish any governmental purpose of the City and to engage in activities in the furtherance
of the purposes for its creation.

The Corporation shall have and exercise all of the rights, powers, privileges, authority, and functions given by the general laws of the State of Texas to non-profit corporations incorporated under the Act including, without limitation, the powers granted under the TNCL.

The Corporation shall have all other powers of a like or different mature not prohibited by law which are available to non-profit corporations under the TNCL and which are necessary or useful to enable the Corporation to perform the purposes for which it is created, including the power to issue bonds, notes, or other obligations, and otherwise exercise its borrowing power to accomplish the purposes for which it was created.

The Corporation is created as a local government corporation pursuant to the Act and shall be a governmental unit within the meaning of Subdivision (2), Section 101.001, Texas Civil Practice and Remedies Code. The operations of the Corporation are governmental and not proprietary functions for purposes of the Texas Tort Claims Act, Section 101.001 et seq., Texas Civil Practice and Remedies Code. The Corporation shall have the power to acquire land in accordance with the Act as amended from time to time, subject to the approval of the City Council.

Prior to the consummation of the sale and delivery of any bonds, notes, or other forms of debt instruments, the Corporation shall obtain the approval thereof from the City Council.

In the exercise of its powers, the Corporation may enter into loan, lease, trust, or other agreements as authorized by the Act that are necessary and appropriate to the fulfillment of the public purpose of the Corporation, all of which agreements, and the specific uses, and the methods of withdrawal and expenditure, of the proceeds the bonds, notes, or other debt instruments proposed to be issued by the Corporation, shall be stated and described in the proceedings authorizing such bonds, notes, or other debt instruments, and must be included as a part of the approval process of the City Council required above. In connection with the issuance of its bonds, notes, or other debt instruments, the Corporation shall select bond counsel and financial advisors acceptable to the City Attorney and the City Manager.

**ARTICLE V**

The Corporation shall have no members and shall have no stock.

**ARTICLE VI**

All powers of the Corporation shall be vested in a Board of Directors consisting of three (3) persons who shall be appointed by the City Council of the City, upon recommendation of the
City Manager. To be eligible to serve as a Director, a person must be a resident and qualified elector of the City. All Directors with voting rights shall be employees of the City. If a Director with voting rights ceases to be an employee of the City, he or she shall be disqualified from serving as a Director.

The initial Board members are identified in Article IX below and shall serve for the term expiring on the date set forth thereon. Subsequent Board members shall serve for a term of two (2) years or until his or her successor is appointed by the City Council of the City, unless such Board member has been appointed to fill an unexpired term, in which case the term of such Board member shall expire on the expiration date of the term of the Board member who he or she was appointed to replace. Subsequent Board members shall be eligible for reappointment; provided however that no Director may serve for longer than six (6) years consecutively, unless such service is required to complete an unexpired term. Any Board member may be removed from office at any time, with or without cause, by the City Council of the City.

All other matters pertaining to the internal affairs of the Corporation shall be governed by the Bylaws of the Corporation, so long as such Bylaws are not inconsistent with these Articles of Incorporation or the laws of the State of Texas.

ARTICLE VII

The street address of the initial registered office of the Corporation is 1500 Marilla, Dallas, Texas 75201, which is within the city limits of the City, and the name of its initial registered agent at such address is Mary K. Suhm.

ARTICLE VIII

The names and street addresses of the incorporators, each of whom resides within the City, are:

<table>
<thead>
<tr>
<th>NAME</th>
<th>ADDRESS</th>
</tr>
</thead>
<tbody>
<tr>
<td>Mary Suhm</td>
<td>1500 Marilla Street, #4FN, Dallas, Texas 75201</td>
</tr>
<tr>
<td>Ramon F. Miguez</td>
<td>1500 Marilla Street, #4FN, Dallas, Texas 75201</td>
</tr>
<tr>
<td>Jill Jordan</td>
<td>1500 Marilla Street, #4FN, Dallas, Texas 75201</td>
</tr>
</tbody>
</table>

ARTICLE IX
The Corporation shall be governed by a Board of Directors consisting of three (3) Directors. The names and street addresses of the initial Directors, each of whom resides within the City, are:

<table>
<thead>
<tr>
<th>NAME</th>
<th>ADDRESS</th>
<th>INITIAL TERM EXPIRES</th>
</tr>
</thead>
<tbody>
<tr>
<td>David K. Cook</td>
<td>1500 Marilla St. #5FN, Dallas TX 75201</td>
<td>September 30, 2014</td>
</tr>
<tr>
<td>Ryan Evans</td>
<td>1500 Marilla St #4CN, Dallas, TX 75201</td>
<td>September 30, 2014</td>
</tr>
<tr>
<td>Daniel T. Weber</td>
<td>8008 Cedar Springs Rd Dallas Texas 75209</td>
<td>September 30, 2014</td>
</tr>
</tbody>
</table>

**ARTICLE X**

A resolution approving the form of these Articles of Incorporation has been adopted by the City Council of the City on June 25, 2008.

**ARTICLE XI**

No Director shall be liable to the Corporation for monetary damages for an act or omission in the Director's capacity as a Director, except for liability (i) for any breach of the Director's duty of loyalty to the Corporation, (ii) for acts or omissions not in good faith or which involve intentional misconduct or a knowing violation of law, (iii) for any transaction from which the Director received an improper benefit, whether the benefit resulted from an act taken within the scope of the Director's office, or (iv) for acts or omissions for which the liability of a Director is expressly provided by statute. Any repeal or amendment of this Article by the Directors shall be prospective only, and shall not adversely affect any limitation on the personal liability of a Director existing at the time of such repeal or amendment. In addition to the circumstances in which a Director is not personally liable as set forth in the preceding sentences, a Director shall not be liable to the fullest extent permitted by any amendment to the Texas statutes hereafter enacted that further limits the liability of a Director.

**ARTICLE XII**

In accordance with the provisions of Section 501(c)(3) of the Internal Revenue Code of 1986, as amended (the “Internal Revenue Code”), and regardless of any other provisions of these Articles of Incorporation or the laws of the State of Texas, the Corporation: (a) shall not permit any part of the net earnings of the Corporation to inure to the benefit of any private individual (except that reasonable compensation may be paid for personal services rendered to or for the Corporation in effecting one or more of its purposes); (b) shall not direct any of its activities to
attempting to influence legislation by propaganda or otherwise; (c) shall not participate in or intervene in (including the publication or distribution of statements), any political campaign on behalf of any candidate for public office; and (d) shall not attempt to influence the outcome of any election for public office or to carry on, directly or indirectly, any voter registration drives. Any income earned by the Corporation after payment of reasonable expenses, debt and such reserves as may be necessary as set forth in the authorizing documents related to the issuance of debt by the Corporation shall accrue to the City.

The City shall, at all times, have an unrestricted right to receive any income earned by the Corporation, exclusive of amounts needed to cover reasonable expenditures and reasonable reserves for future activities. Any income of the Corporation received by the City shall be deposited into such account or fund as determined by the City Council of the City. No part of the Corporation's income shall inure to the benefit or any private interests.

If the Board of Directors determines by resolution that the purposes for which the Corporation was formed have been substantially met and all bonds issued by and all obligations incurred by the Corporation have been fully paid or provision made for such payment, the Board shall execute a certificate of dissolution which states those facts and declares the Corporation dissolved in accordance with the requirements of the Act, or with applicable law then in existence. In the event of dissolution or liquidation of the Corporation, all assets will be turned over to the City for deposit into such account or fund as the City Council shall direct.

**ARTICLE XIII**

If the Corporation is a private foundation within the meaning of Section 509(a) of the Internal Revenue Code, the Corporation (a) shall distribute its income for each taxable year at such time and in such manner as not to become subject to the tax on undistributed income imposed by Section 4942 of the Internal Revenue Code; (b) shall not engage in any act of self-dealing as defined in Section 4941 (d) of the Internal Revenue Code; (c) shall not retain any excess business holdings as defined in Section 4943(c) of the Internal Revenue Code; (d) shall not make any investments in such manner as to subject it to tax under Section 4944 of the Internal Revenue Code; and (e) shall not make any taxable expenditures as defined in Section 4945(d) of the Internal Revenue Code.

**ARTICLE XIV**

The City Council may at any time consider and approve an ordinance directing the Board to proceed with the dissolution of the Corporation, at which time the Board shall proceed with the dissolution of the Corporation in accordance with applicable state law. The failure of the Board to proceed with the dissolution of the Corporation in accordance with this Section shall be deemed a cause for the removal from office of any or all of the Directors as permitted by Article
VI of these Articles of Incorporation.

ARTICLE XV

These Articles may not be changed or amended unless approved by the City Council of the City.

IN WITNESS WHEREOF, we have hereunto set our hands this ___ day of ________, 2008.

____________________________________________________________________
Incorporator

____________________________________________________________________
Incorporator

____________________________________________________________________
Incorporator

This instrument was acknowledged before me on this ___ day of ________, 2008, by ____________, ____________, and ____________, being sworn on his/her oath that he/she is an individual residing in the City of Dallas, Texas.

Given under my hand and seal of office this ____________________.

____________________________________________________________________
Notary Public
EXHIBIT B

BYLAWS
OF
LOVE FIELD AIRPORT MODERNIZATION CORPORATION

ARTICLE I

PURPOSES

Love Field Airport Modernization Corporation (the “Corporation”) is organized for the purpose of aiding, assisting, and acting on behalf of the City of Dallas, Texas (the “City”) in the performance of its governmental functions to promote the common good and general welfare of the City, including, without limitation, for the purpose of aiding, assisting, and acting on behalf of the City in the performance of its governmental functions to promote the development of the geographic area of the City included at or in the vicinity of Love Field, an airport owned and operated by the City, in furtherance of the promotion, development, encouragement and maintenance of employment, commerce, aviation activity, tourism, and economic development in the City.

The Corporation is formed pursuant to the provisions of Subchapter D, Chapter 431, Texas Transportation Code (the “Act”) as it now or may hereafter be amended, which authorizes the Corporation to assist and act on behalf of the City to accomplish any governmental purpose of the City and to engage in activities in the furtherance of the purposes for its creation and the Texas Nonprofit Corporation Law, Chapter 22, Business Organizations Code, Section 22.01, et seq. (“the TNCL”).

The Corporation shall have and exercise all of the rights, powers, privileges, authority, and functions given by the general laws of the State of Texas to non-profit corporations incorporated under the Act including, without limitation, the TNLC.

The Corporation shall have all other powers of a like or different nature not prohibited by law which are available to non-profit corporations in Texas and which are necessary or useful to enable the Corporation to perform the purposes for which it is created, including the power to issue bonds, notes or other obligations, and otherwise exercise its borrowing power to accomplish the purposes for which it was created.

The Corporation is created as a local governmental corporation pursuant to the Act and shall be a governmental unit within the meaning of Subdivision (2), Section 101.001, Texas Civil Practice and Remedies Code. The operations of the Corporation are governmental and not proprietary functions for purposes of the Texas Tort Claims Act, Section 101.001 et seq., Texas Civil Practice and Remedies Code. The Corporation shall have the power to acquire land in accordance with the Act as amended from time to time.
ARTICLE II
BOARD OF DIRECTORS

Section 1. Appointment, Powers, Number, Eligibility, and Term of Office. All powers of the Corporation shall be vested in the Board of Directors (the “Board”). The Board shall consist of three (3) persons who shall be appointed by the City Council of the City, upon recommendation of the City Manager. To be eligible to serve as a Director, a person must be an employee of the City and a resident and qualified elector of the City. If a person ceases to be an employee of the City, he or she shall be disqualified from serving as a Director. Any Director may be removed from office at any time, with or without cause, by the City Council of the City.

Each initial Director shall serve for the term expiring on the date set forth in the Articles of Incorporation. Each subsequent Director shall serve for a term of two (2) years, expiring on September 30th of such year the term expires or until his or her successor is appointed by the City Council of the City, unless such Board member has been appointed to fill an unexpired term, in which case the term of such Board member shall expire on the expiration date of the term of the Board member who he or she was appointed to replace. Subsequent Board members shall be eligible for reappointment; provided however that no Director may serve longer than six (6) years consecutively, unless such service is required to complete an unexpired term. Any Director may be removed from office at any time, with or without cause, by the City Council of the City.

This Section shall not apply to the Ex-Officio member of the Board appointed by Southwest Airlines Co., as described in Section 10 below.

Section 2. Meetings of Directors. The Directors may hold their meetings and may have an office and keep the books of the Corporation at the City Hall, or such other place or places within the City as the Board may from time to time determine; provided, however, in the absence of any such determination, the City Hall shall be the registered office of the Corporation in the State of Texas.

The Board shall meet in accordance with and file notice of each meeting of the Board for the same length of time and in the same manner and location as is required of a City under Chapter 551, Government Code (the “Open Meetings Act”).

The Corporation and the Board are subject to Chapter 552, Government Code (the “Open Records Act”).

Section 3. Annual Meetings. The annual meeting of the Board shall be held at the time and at the location in the City designated by the resolution of the Board for the purposes of transacting such business as may be brought before the meeting.
Section 4.  **Regular Meetings.** Regular meetings of the Board shall be held at such times and places as shall be designated, from time to time, by resolution of the Board.

Section 5.  **Special and Emergency Meetings.** Special and emergency meetings of the Board shall be held whenever called by the President of the Board or by a majority of the Directors who are serving duly appointed terms of office at the time the meeting is called.

The Secretary shall give notice of each special meeting in person, by telephone, electronic transmission (e.g., facsimile transmission or electronic mail) or mail at least three (3) days before the meeting to each Director. Notice of each emergency meeting shall also be given in the manner required of the City under the Open Meetings Act. Unless otherwise indicated in the notice thereof, any and all matters pertaining to the purposes of the Corporation may be considered and acted upon at a special or emergency meeting.

Section 6.  **Quorum.** A majority of the Board shall constitute a quorum for the consideration of matters pertaining to the purposes of the Corporation. If at any meeting of the Board there is less than a quorum present, a majority of those present may adjourn the meeting from time to time. The act of a majority of the Directors present and voting at a meeting at which a quorum is in attendance shall constitute the act of the Board, unless the act of a greater number is required by law, by the Articles of Incorporation, or by these Bylaws.

A Director who is present at a meeting of the Board at which any corporate action is taken shall be presumed to have assented to such action, unless his or her dissent shall be entered in the minutes of the meeting or unless he or she shall file a written dissent to such action with the person acting as the secretary of the meeting before the adjournment thereof or shall forward such dissent by registered mail to the Secretary of the Corporation immediately after the adjournment of the meeting. Such right to dissent shall not apply to a Director who voted in favor of the action.

Section 7.  **Conduct of Business.** At the meetings of the Board, matters pertaining to the purposes of the Corporation shall be considered in such order as from time to time the Board may determine.

At all meetings of the Board, the President shall preside, and in the absence of the President, the Vice President shall preside. In the absence of the President and the Vice President, an acting presiding officer shall be chosen by the Board from among the Directors present.

The Secretary of the Corporation shall act as secretary of all meetings of the Board, but in the absence of the Secretary, the presiding officer may appoint any person to act as secretary of the meeting.

Section 8.  **Compensation of Directors.** Directors, as such, shall not receive any salary or compensation for their services as Directors.
Section 9. **Director's Reliance on Consultant Information.** A Director shall not be liable if while acting in good faith and with ordinary care, the Director relies on information, opinions, reports, or statements, including financial statements and other financial data, concerning the Corporation or another person that were prepared or presented by:

(a) one or more other officers or employees of the Corporation;

(b) legal counsel, public accountants, or other persons as to matters the officer reasonably believes are within the person's professional or expert competence; or

Section 10. **Ex-Officio Member of the Board.** For so long as Southwest Airlines Co. is the lessee of the majority of the gates at Love Field, there shall be one (1) Ex-Officio member of the Board of Directors. The person serving as Ex-Officio member of the Board shall be appointed by Southwest Airlines Co. Southwest Airlines Co. shall provide written notice to the Secretary of the person so appointed to serve as the Ex-Officio member of the Board. Such written notice must contain the name, address, and telephone number of the person so appointed. The Secretary shall give notice of each regular and special meeting of the Board to the Ex-Officio member of the Board in the same manner as notice is required to be given to Directors under these Bylaws.

The Ex-Officio Director shall serve for an initial term expiring on September 30, 2014. Each subsequent Ex-Officio Board member shall serve for a term of two (2) years, expiring on September 30th of such year the term expires or until his or her successor is appointed by Southwest Airlines Co., unless such Ex-Officio Board member has been appointed to fill an unexpired term, in which case the term of such Ex-Officio Board member shall expire on the expiration date of the term of the Ex-Officio Board member who he or she was appointed to replace. Subsequent Ex-Officio Board members shall be eligible for reappointment; provided however that no Ex-Officio Director may serve longer than six (6) years consecutively, unless such service is required to complete an unexpired term. Any Ex-Officio Director may be removed from office at any time, with or without cause, by Southwest Airlines Co.

The Ex-Officio member of the Board may participate in discussions held at a duly called meeting of the Board, but shall not have any voting rights. The Ex-Officio Director shall not attend or participate in a meeting of the Board that is a properly called and constituted closed meeting under the Open Meetings Act. The Ex-Officio Director shall not inspect or copy information that is collected, assembled, or maintained by the Corporation or the Board, if the information is confidential or excepted from public disclosure under the Open Records Act. The Ex-Officio Member shall not serve as an officer of the Board.

**ARTICLE III**

**OFFICERS**
Section 1.  Titles and Term of Office. The officers of the Corporation shall be the President, the Vice President, a secretary, a treasurer, and such other officers as the Board may from time to time elect. One person may hold more than one office, except that one person shall not concurrently hold the offices of President and Secretary. The term of office for each officer shall be one (1) year with the term. Officers may be re-elected.

Section 2.  Powers and Duties of the President. The President shall be a member of the Board and shall preside at all meetings of the Board. The President shall be the principal executive officer of the Corporation and, subject to the Board, he or she shall be in general charge of the properties and affairs of the Corporation. In furtherance of the purposes of the Corporation and subject to the limitations contained in the Articles of Incorporation, the President or any Vice President may sign and execute all bonds, notes, deeds, conveyances, franchises, assignments, mortgages, notes, contracts and other obligations in the name of the Corporation. The President shall have such other duties as are assigned by the Board. The President may call special and emergency meetings of the Board as provided in these Bylaws.

Section 3.  Powers and Duties of the Vice President. The Vice President shall be a member of the Board. The Vice President shall perform the duties and exercise the powers of the President upon the President's death, absence, disability, or resignation, or upon the President's inability to perform the duties of his or her office. Any action taken by the Vice President in the performance of the duties of the President shall be conclusive evidence of the absence or inability to act of the President at the time such action was taken. A Vice President shall have such other powers and duties as may be assigned to him or her by the Board or the President.

Section 4.  Treasurer. The Treasurer shall have custody of all the funds and securities of the Corporation which come into his or her hands. When necessary or proper, he or she may endorse, on behalf of the Corporation, for collection, checks, notes and other obligations and shall deposit the same to the credit of the Corporation in such bank or banks or depositories as shall be designated in the manner prescribed by the Board; he or she may sign all receipts and vouchers for payments made to the Corporation, either alone or jointly with such other officer as is designated by the Board; whenever required by the Board, he or she shall render a statement of his or her cash account; he or she shall enter or cause to be entered regularly in the books of the Corporation to be kept by him or her for that purpose full and accurate accounts of all moneys received and paid out on account of the Corporation; he or she shall perform all acts incident to the position of Treasurer subject to the control of the Board; and he or she shall, if required by the Board, give such bond for the faithful discharge of his or her duties in such form as the Board may require. The Treasurer need not be a member of the Board.

Section 5.  Secretary. The Secretary shall keep or cause to be kept the minutes of all meetings of the Board in books provided for that purpose; he or she shall attend to the giving and serving of all notices; in furtherance of the purposes of the Corporation and subject to the limitations contained in the Articles of Incorporation, he or she may sign with the President in the name of the Corporation and/or attest the signatures thereof, all contracts, conveyances, franchises, bonds, deeds, assignments, mortgages, notes and other instruments of the Corporation; he or she shall have charge of the Corporation's books, records, documents and
instruments, except the books of account and financial records and securities of which the Treasurer shall have custody and charge, and such other books and papers as the Board may direct, all of which shall at all reasonable times be open to the inspection of any Director upon application at the office of the Corporation during business hours; and, he or she shall in general perform all duties incident to the office of Secretary subject to the control of the Board. The Secretary need not be a member of the Board.

Section 6. Executive Director and Staff. The City Manager of the City or the designee thereof will serve as the Executive Director of the Corporation. The City Manager’s office shall provide administrative support services for the Corporation, and shall perform duties as prescribed by the Board and the City Council. Staff functions for the Corporation may be performed by City staff, as directed by the City Manager, and the Corporation shall pay the costs for such services as from time to time shall be billed to the Corporation by the City.

Section 7. Compensation. Officers, as such, shall not receive any salary or compensation for their services as Officers.

Section 8. Officer's Reliance on Consultant Information. In the discharge of a duty imposed or power conferred on an officer of the Corporation, the officer may in good faith and with ordinary care rely on information, opinions, reports, or statements, including financial statements and other financial data, concerning the Corporation or another person, which were prepared or presented by:

(a) one or more other officers or employees of the Corporation, including members of the Board; or

(b) legal counsel, public accountants, or other persons as to matters the officer reasonably believes are within the person's professional or expert competence.

Section 9. Hearing Officer. The Executive Director or the designee thereof shall serve as “hearing officer” of the Corporation for the purpose of conducting any public hearing required under the Internal Revenue Code of 1986 as a condition precedent to the issuance of tax-exempt bonds by the Corporation.

ARTICLE IV

MISCELLANEOUS PROVISIONS

Section 1. Fiscal Year. The fiscal year of the Corporation shall be the same as the City, or such other consecutive twelve-month period determined by the Corporation and approved by the City.

Section 2. Seal. The seal of the Corporation shall be such as from time to time may
be approved by the Board.

Section 3. **Notice and Waiver of Notice.** Whenever any notice whatever is required to be given under the provisions of these Bylaws, such notice shall be deemed to be sufficient if given by depositing the same in a post office box in a sealed postpaid wrapper addressed to the person entitled thereto at his or her post office address, as it appears on the books of the Corporation, and such notice shall be deemed to have been given on the day of such mailing. A waiver of notice, signed by the person or persons entitled to said notice, whether before or after the time stated therein, shall be deemed equivalent thereto.

Section 4. **Resignations.** Any Director or officer may resign at any time. Such resignations shall be made in writing and shall take effect at the time specified therein, or, if no time be specified, at the time of its receipt by the President or Secretary. The acceptance of a resignation shall not be necessary to make it effective, unless expressly so provided in the resignation.

Section 5. **Gender.** References herein to the masculine gender shall also refer to the feminine in all appropriate cases, and vice versa.

Section 6. **Appropriations and Grants.** The Corporation shall have the power to request and accept any appropriation, grant, contribution, donation, or other form of aid from the federal government, the State, any political subdivision, or municipality in the State, or from any other source.

**ARTICLE V**

**INDEMNIFICATION OF DIRECTORS AND OFFICERS**

Section 1. **Application of this Article.** This Article shall not apply to the Ex-Officio Board member appointed by Southwest Airlines Co., pursuant to Article II, Section 10 above.

Section 2. **Right to Indemnification.** Subject to the limitations and conditions as provided in this Article V and the Articles of Incorporation, each person who was or is made a party or is threatened to be made a party to or is involved in any threatened, pending or completed action, suit or proceeding, whether civil, criminal, administrative, arbitrating or investigatory (hereinafter a “proceeding”), or any appeal in such a proceeding or any inquiry or investigation that could lead to such a proceeding, by reason of the fact that he or she, or a person for whom he or she is the legal representative, is or was a Director or officer of the Corporation or while a Director or officer of the Corporation is or was serving at the request of the Corporation as a director, officer, partner, venturer, proprietor, trustee, employee, agent or similar functionary of another foreign or domestic corporation, partnership, joint venture, sole proprietorship, trust, employee benefit plan or other enterprise shall be indemnified by the Corporation to the fullest extent permitted by the Texas Non-Profit Corporation Act, as the same exists or may hereafter be amended (but, in the case of any such amendment, only to the extent
that such amendment permits the Corporation to provide broader indemnification rights than said law permitted the Corporation to provide prior to such amendment) against judgments, penalties (including excise and similar taxes and punitive damages), fines, settlements and reasonable expenses (including, without limitation, attorneys' fees) actually incurred by such person in connection with such proceeding, and indemnification under this Article V shall continue as to a person who has ceased to serve in the capacity which initially entitled such person to indemnity hereunder. The rights granted pursuant to this Article V shall be deemed contract rights, and no amendment, modification or repeal of this Article V shall have the effect of limiting or denying any such rights with respect to action taken or proceedings arising prior to any such amendment, modification or repeal. It is expressly acknowledged that the indemnification provided in this Article V could involve indemnification for negligence or under theories of strict liability.

Section 2. **Advance Payment.** The right to indemnification conferred in this Article V shall include the right to be paid in advance or reimbursed by the Corporation the reasonable expenses incurred by a person of the type entitled to be indemnified under Section 1 who was, is or is threatened to be made a named defendant or respondent in a proceeding in advance of the final disposition of the proceeding and without any determination as to the person's ultimate entitlement to indemnification; provided, however, that the payment of such expenses incurred by any such person in advance of the final disposition of a proceeding, shall be made only upon delivery to the Corporation of a written affirmation by such Director or officer of his or her good faith belief that he or she has met the standard of conduct necessary for indemnification under this Article V and a written undertaking, by or on behalf of such person, to repay all amounts so advanced if it shall ultimately be determined that such indemnified person is not entitled to be indemnified under this Article V or otherwise.

Section 3. **Indemnification of Employees and Agents.** The Corporation, by adoption of a resolution of the Board, may indemnify and advance expenses to an employee or agent of the Corporation to the same extent and subject to the same conditions under which it may indemnify and advance expenses to Directors and officers under this Article V; and the Corporation may indemnify and advance expenses to persons who are not or were not Directors, officers, employees or agents of the Corporation but who are or were serving at the request of the Corporation as a Director, officer, partner, venture proprietor, trustee, employee, agent or similar functionary of another foreign or domestic corporation, partnership, joint venture, sole proprietorship, trust, employee benefit plan or other enterprise against any liability asserted against him or her and incurred by him or her in such a capacity or arising out of his or her status as such a person to the same extent that it may indemnify and advance expenses to Directors under this Article V.

Section 4. **Appearance as a Witness.** Notwithstanding any other provision of this Article V, the Corporation may pay or reimburse expenses incurred by a Director or officer in connection with his or her appearance as a witness or other participation in a proceeding involving the Corporation or its business at a time when he or she is not a named defendant or respondent in the proceeding.
Section 5. **Non-exclusivity of Rights.** The right to indemnification and the advancement and payment of expenses conferred in this Article V shall not be exclusive of any other right which a Director or officer or other person indemnified pursuant to Section 3 of this Article V may have or hereafter acquire under any law (common or statutory), provision of the Articles of Incorporation of the Corporation or these Bylaws, agreement, vote of disinterested Directors or otherwise.

Section 6. **Insurance.** The Corporation may purchase and maintain insurance, at its expense, to protect itself and any person who is or was serving as a Director, officer, employee or agent of the Corporation or is or was serving at the request of the Corporation as a Director, officer, partner, venturer, proprietor, trustee, employee, agent or similar functionary of another foreign or domestic corporation, partnership, joint venture, proprietorship, employee benefit plan, trust or other enterprise against any expense, liability or loss, whether the Corporation would have the power to indemnify such person against such expense, liability or loss under this Article V.

Section 7. **Notification.** Any indemnification of or advance of expenses to a Director or officer in accordance with this Article V shall be reported in writing to the members of the Board with or before the notice of the next regular meeting of the Board and, in any case, within the 12-month period immediately following the date of the indemnification or advance.

Section 8. **Savings Clause.** If this Article V or any portion hereof shall be invalidated on any ground by any court of competent jurisdiction, then the Corporation shall nevertheless indemnify and hold harmless each Director, officer or any other person indemnified pursuant to this Article V as to costs, charges and expenses (including attorneys' fees), judgments, fines and in amounts paid in settlement with respect to any action, suit or proceeding, whether civil, criminal, administrative or investigative, to the full extent permitted by any applicable portion of this Article V that shall not have been invalidated and to the fullest extent permitted by applicable law.

**ARTICLE VI**

**CODE OF ETHICS**

Section 1. **Policy and Purposes.**

(a) It is the policy of the Corporation that Directors and officers conduct themselves in a manner consistent with sound business and ethical practices; that the public interest always be considered in conducting corporate business; that the appearance of impropriety be avoided to ensure and maintain public confidence in the Corporation; and that the Board establish policies to control and manage the affairs of the Corporation fairly, impartially, and without discrimination.

(b) This Code of Ethics has been adopted as part of the Corporation's Bylaws for the
following purposes: (a) to encourage high ethical standards in official conduct by Directors and corporate officers; and (b) to establish guidelines for such ethical standards of conduct.

Section 2. Conflicts of Interest.

(a) Except as provided in subsection (c), a Director or officer is prohibited from participating in a vote, decision, or award of a contract involving a business entity or real property in which the Director or the officer has a substantial interest, if it is foreseeable that the business entity or real property will be economically benefitted by the action. A person has a substantial interest in a business (i) if his or her ownership interest is ten percent or more of the voting stock or shares of the business entity or ownership of $15,000 or more of the fair market value of the business entity, or (ii) if the business entity provides more than ten percent of the person's gross income. A person has a substantial interest in real property if the interest is an equitable or legal ownership with a fair market value of $2,500 or more. An interest of a person related in the second degree by affinity (marriage relationship) or the third degree by consanguinity (blood relationship) to a Director or officer is considered a substantial interest.

(b) If a Director or a person related to a Director in the first or second degree by affinity or the first, second, or third degree by consanguinity has a substantial interest in a business entity or real property that would be pecuniarily affected by any official action taken by the Board, such Director, before a vote or decision on the matter, shall file an affidavit stating the nature and extent of the interest. The affidavit shall be filed with the Secretary of the Board.

(c) A Director who has a substantial interest in a business entity that will receive a pecuniary benefit from an action of the Board may vote on that action if a majority of the Board has a similar interest in the same action or if all other similar business entities in the City will receive a similar pecuniary benefit.

(d) An employee of a public entity may serve on the Board.

Section 3. Acceptance of Gifts. No Director or officer shall accept any benefit as consideration for any decision, opinion, recommendation, vote or other exercise of discretion in carrying out official acts for the Corporation. No Director or officer shall solicit, accept, or agree to accept any benefit from a person known to be interested in or likely to become interested in any contract, purchase, payment, claim or transaction involving the exercise of the Director's or officer's discretion. As used here, a benefit does not include:

(a) a fee prescribed by law to be received by a Director or officer or any other benefit to which the Director or officer is lawfully entitled or for which he or she gives legitimate consideration in a capacity other than as a Director or officer,

(b) a gift or other benefit conferred on account of kinship or a personal, professional, or business relationship independent of the official status of the Director or officer;
(c) an honorarium in consideration for legitimate services rendered above and beyond official duties and responsibilities if:

(1) not more than one honorarium is received from the same person in a calendar year;

(2) not more than one honorarium is received for the same service; and

(3) the value of the honorarium does not exceed $250 exclusive of reimbursement for travel, food, and lodging expenses incurred by the Director or officer in performance of the services;

(d) a benefit consisting of food, lodging, transportation, or entertainment accepted as a guest if reported as may be required by law.

Section 4. Bribery. A Director or officer shall not intentionally or knowingly offer, confer or agree to confer on another, or solicit, accept, or agree to accept from another:

(a) any benefit as consideration for the Director's or officer's decision, opinion, recommendation, vote, or other exercise of discretion as a Director or officer;

(b) any benefit as consideration for the Director or officer's decision, vote, recommendation, or other exercise of official discretion in a judicial or administrative proceeding; or

(c) any benefit as consideration for a violation of duty imposed by law on the Director or officer.

Section 5. Nepotism. No Director or officer shall appoint, or vote for, or confirm the appointment to any office, position, clerkship, employment or duty, of any person related within the second degree by affinity or within the third degree of consanguinity to the Director or officer so appointing, voting or confirming, or to any other Director or officer. This provision shall not prevent the appointment, voting for, or confirmation of any person who shall have been continuously employed in any such office, position, clerkship, employment or duty at least thirty (30) days prior to the appointment of the Director or officer so appointing or voting.

ARTICLE VII

AMENDMENTS

A proposal to alter, amend, or repeal these Bylaws shall be made by the affirmative vote of a majority of the full Board at any annual or regular meeting, or at any special meeting if notice of the proposed amendment be contained in the notice of said special meeting. Any proposed change or amendment to the Bylaws, however, must be approved by the City Council of the City to be effective. The foregoing notwithstanding, the provisions of Article II, Section
10 of these Bylaws shall not be altered, amended, or repealed for so long as Southwest Airlines Co. is a lessee of a majority of the gates at Love Field.
ADDENDUM ITEM # 6

KEY FOCUS AREA: Economic Vibrancy

AGENDA DATE: June 25, 2008

COUNCIL DISTRICT(S): 14

DEPARTMENT: Aviation

CMO: Ramon F. Miguez, P.E., 670-3308

MAPSCO: 34E

SUBJECT

Adoption of the Terminal Area Redevelopment Program Study (TARPS) for Dallas Love Field (the "Airport") as the Master Plan for the Love Field Modernization Program (the "LFMP"); approval of concept Option C as the preferred option for the main terminal complex development in the LFMP; and approval of the Term Sheet between the City of Dallas (the "City") and Southwest Airlines Company ("Southwest") setting forth the terms of the Project Development Agreement for the LFMP – Financing: No cost consideration to the City

BACKGROUND

On June 15, 2006, an agreement was entered into by the City, the City of Fort Worth, DFW International Airport Board, Southwest, and American Airlines Inc. (the "Five Party Agreement") to seek full repeal of the Wright Amendment, with several conditions; among the conditions: the ban on nonstop flights outside the Wright zone would stay in place until 2014; through-ticketing to domestic and foreign airports (connecting flights to long-haul destinations) would be allowed immediately; Love Field's maximum gate capacity would be lowered from 32 to 20 gates; and Love would handle only domestic flights non-stop. On October 13, 2006, the terms of the Five Party Agreement were enacted by federal legislation (Wright Amendment Reform Act of 2006, Public Law No. 309-152).

The Five Party Agreement also obligates the City to modernize the Airport, the LFMP, at a specified minimum investment of $150 million up to $200 million (in 2006 dollars). However, the City and Southwest must mutually agree if the LFMP exceeds $200 million in capital costs. On June 23, 2004, the City Council authorized a professional services contract with Gresham, Smith and Partners (GS&P) to review the Dallas Love Field Impact Analysis and Master Plan completed by DMJM Aviation in 2001, and compare the facility recommendations provided in the report to aircraft operations and enplaned passenger activity levels which were impacted by the effects of terrorist acts of 9/11/01.
BACKGROUND (Continued)

The purpose of this review was to validate or revise the proposed facility recommendations provided in the Master Plan report. Upon review of the recommendations in the report directly related to the main passenger terminal facilities and supporting infrastructure, GS&P was to develop the Terminal Area Redevelopment Program Study ("TARPS") and Revised Capital Improvements Program (CIP).

Subsequent to the enactment of the Five-Party Agreement, GS&P’s scope of services was revised to update the draft TARPS to evaluate forecasted enplanements under post-Wright Amendment conditions, as specified in DMJM Aviation’s Dallas Love Field Impact Analysis Update of 2006, and recommend spatial requirements for the terminal at Dallas Love Field.

The TARPS evaluated three conceptual options for the LFMP, each of which meets the requirements of both the Five Party Agreement and the spatial demands specified in the TARPS. All three options also exceed the $200 million spending limit specified in the Five Party Agreement. Of the three options the Department of Aviation and Southwest Airlines agree that the third option, Option C, best fits the criteria. It calls for the demolition of the main terminal’s three existing concourses in the main terminal and consolidates all 20 gates into one concourse in a "T" configuration. Option C provides the most efficient use of space, the greatest convenience, and shortest walking distance for passengers and locates the concessions in one central area so all passengers have access to all concession offerings.

As stated, Option C exceeds the $200 million spending limit and, in holding with the requirements of the Five Party Agreement, requires the agreement of both the City and Southwest to incur the additional costs before the LFMP can proceed. The conditions of this agreement will be detailed in a Project Development Agreement ("PDA") between the City and Southwest, specifying the goals and objectives of the LFMP and agreeing to the manner in which it will be developed, financed and operated. To this end, a Term Sheet (attached to the Resolution) has been produced by the City and Southwest which sets the terms or basis upon which the City and Southwest will continue their negotiations in developing the PDA.

In order to move forward with the LFMP, the Department of Aviation seeks a resolution by the City Council which approves the following actions: (1) adoption of the TARPS as the Master Plan for the LFMP as prescribed for in the Five-Party Agreement; (2) approval of the TARPS concept Option C as the preferred option for the main terminal complex development in the LFMP; and (3) approval of the Term Sheet between the City and Southwest setting forth the terms of a PDA for the LFMP.

PRIOR ACTION / REVIEW (COUNCIL, BOARDS, COMMISSIONS)

Scheduled to be briefed to the Transportation and Environment Committee on June 23, 2008.
PRIOR ACTION / REVIEW (COUNCIL, BOARDS, COMMISSIONS) (Continued)

Briefed to the City Council on June 18, 2008.

Briefed to the Transportation and Environment Committee on April 28, 2008.

Approved increase to Gresham Smith and Partners scope of work to include General Conformity Statement on January 10, 2008 by Resolution No. 08-0115.

Revised Gresham Smith and Partners’ scope of work on May 9, 2007 by Resolution No. 07-2641.

Approved the Five Party Agreement, seeking full repeal of the Wright Amendment on June 15, 2006.

Authorized DMJM Aviation, Inc. to prepare an update to the environmental section of the 2001 Airport Impact Analysis/Master Plan for Dallas Love Field, assuming repeal/modification of the Wright Amendment on April 5, 2006 by Resolution No. 06-0997.

Authorized a contract with Gresham, Smith and Partners on June 23, 2004 by Resolution No. 04-2178.

FISCAL INFORMATION

No cost consideration to the City.
WHEREAS, on June 23, 2004, Council Resolution No. 04-2178 authorized a professional services contract with Gresham Smith and Partners ("GS&P") to prepare a Terminal Area Redevelopment Program Study ("TARPS") which provides an architectural survey of the existing Dallas Love Field Terminal Complex and a study of the operational and functional impacts resulting from the effects of terrorist acts of 9/11/01 in the amount of $912,000 (75% reimbursed by the FAA); and,

WHEREAS, work on the TARPS was suspended when it became apparent that significant changes to the flight restrictions imposed by the Wright Amendment were being considered, which would appreciably alter the forecasting data that provides the foundation of the study; and,

WHEREAS, on April 5, 2006, the City Council, through Resolution No. 06-0997, authorized DMJM Aviation, Inc. to prepare an update to the environmental section of the 2001 Airport Impact Analysis/Master Plan for Dallas Love Field, assuming repeal/modification of the Wright Amendment to provide the technical data upon which a local solution would be based; and,

WHEREAS, the City of Dallas (the "City"), the City of Fort Worth, the DFW International Airport Board, Southwest Airlines Co. ("Southwest") and American Airlines, Inc. reached agreement (the "Five-Party Agreement") on a process which phases in the repeal of flight restrictions at Dallas Love Field (the "Airport") imposed by the Wright Amendment, which was enacted by federal legislation on October 13, 2006; and,

WHEREAS, as a part of the Five-Party Agreement, the City has agreed to significantly redevelop portions of the Airport, including the modernization of the main terminal (the "Love Field Modernization Program" or "LFMP"), consistent with a revised Love Field Master Plan based upon the Love Field Impact Analysis Update; and,

WHEREAS, on May 9, 2007, through Administrative Action No. 07-2641, GS&P’s Scope of Services was revised to update their draft TARPS report to reflect new program requirements based on DMJM Aviation’s 2006 Dallas Love Field Impact Analysis Update and implementation of the Five-Party Agreement (the original contract amount remained unchanged); and,

WHEREAS, the City Council finds that the TARPS for the Airport will serve as a master planning tool to guide and prioritize the implementation of the LFMP; and,

WHEREAS, the Department of Aviation and Southwest agree that Option C, recommended in the TARPS, best fits the criteria contained in both the TARPS and Five Party Agreement for the LFMP; and,
WHEREAS, the estimated cost of Option C exceeds the $200 million spending limit established by the Five Party Agreement and both the City and Southwest must now agree to incur the additional costs before the LFMP can proceed; and,

WHEREAS, a Project Development Agreement (the "PDA") between the City and Southwest is necessary to establish the goals and objectives of the LFMP and the manner in which it will be developed financed and operated;

WHEREAS, the City and Southwest have negotiated a Term Sheet (attached to the resolution) that, among other things: (1) sets forth certain terms and conditions that the PDA will contain; (2) describes certain basic terms and conditions that will be contained in a restated and amended lease with Southwest; (3) describes a preliminary budget and program schedule for the LFMP; (4) defines the scope of the LFMP; (5) calls for the creation by the City of a local government corporation to serve as a financing vehicle of the LFMP; (6) contains a proposed rates and charges methodology to be used at the Airport to implement the LFMP; and (7) establishes goals for the completion and execution of other documents related to the LFMP.

Now, Therefore,

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

Section 1. That the Terminal Area Redevelopment Program Study (TARPS) is hereby adopted as the Master Plan to guide and prioritize the implementation of the Love Field Modernization Program (LFMP).

Section 2. That concept Option C is approved as the preferred option for the main terminal complex development in the LFMP.

Section 3. That the City Manager is hereby authorized to execute the Term Sheet, approved as to form by the City Attorney, between the City and Southwest setting forth the terms of a Project Development Agreement for the Love Field Modernization Program (LFMP).

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.
TERM SHEET BETWEEN THE CITY OF DALLAS AND SOUTHWEST AIRLINES CO.
REGARDING THE LOVE FIELD MODERNIZATION PROGRAM

This term sheet ("Term Sheet") is entered into on this, the 25th day of June, 2008 ("Effective Date") by the City of Dallas, a Texas home rule municipal corporation, including its assigns (the "City") and Southwest Airlines Co., a Texas corporation, including its successors or assigns (in accordance with Section 12 of this Term Sheet) ("Southwest") (the City and Southwest are collectively referred to as the "Parties").

Recitals:

WHEREAS, this Term Sheet reflects the intent of the Parties to implement certain herein-described provisions of the Contract Among The City of Dallas, The City of Fort Worth, Southwest Airlines Co., American Airlines, Inc., and DFW International Airport Board Incorporating the Substance of the Terms of the June 15, 2006 Joint Statement Between the Parties to Resolve the "Wright Amendment" Issues (the "Contract"), to which the Parties are signatory, affecting Dallas Love Field (the "Airport"); and

WHEREAS, the Contract contemplates the City's implementation of the Love Field Modernization Program (the "LFMP"); and

WHEREAS, through the collaboration of Southwest's consultant, Corgan Associates, Inc. ("Corgan") and the City's consultant, Gresham Smith and Partners ("GS&P"), the Parties have developed several LFMP redevelopment options; and

WHEREAS, the Parties acknowledge and agree that, of the redevelopment options considered, Option C (herein so called), as proposed by Corgan and modified with the collaboration of GS&P, is the option that the Parties believe is best suited for the implementation of the LFMP; and

WHEREAS, Option C exceeds the Spending Cap (as defined in Section 6.c. of this Term Sheet); and

WHEREAS, this Term Sheet confirms the basis upon which the Parties shall continue to negotiate the implementation of portions of the Contract, including, but not limited to, certain conditions by which the Parties agree to exceed the Spending Cap in the manner provided for in the Contract, in order for the Parties to implement the LFMP utilizing Option C.

NOW, THEREFORE, the Parties to this Term Sheet, in consideration of the mutual covenants of the Parties hereto, hereby agree (in accordance with the provisions of Section 13 of this Term Sheet) as follows:

1. **Scope of the LFMP.**
   
a. **The LFMP Elements.** The LFMP includes the construction of all of the facilities, infrastructure systems and equipment for the operation of the future terminal complex at the Airport, including, but not limited to, the terminal building, aircraft parking apron, fueling system, roadways and terminal curbside, and other
Final Document To Be Taken to City Council– June 25, 2008

supporting infrastructure as shown in Exhibit A attached to this Term Sheet. The Parties further agree that the LFMP consists of four elements, the “Southwest Projects”, the “City Projects”, the "Apron and Fuel System Projects,” and the "Other Projects."

b. The Southwest Projects. The Southwest Projects consist of the following portions of the LFMP pertaining to the construction of the new terminal concourse and other Airport facilities, including, but not limited to:

i. Relocations. The relocation of airlines, City departments (Department of Public Safety) and other tenants as required during the course of the Southwest Projects.

ii. Terminal Building. The phased development of new and renovated terminal facilities including, but not limited to, a new ticketing wing, renovation of the existing main lobby, expansion and renovation of the existing baggage claim wing, the phased construction of a new concourse with 20 gates, and associated demolition of existing facilities and gates.

iii. Airline Equipment and Finishes. Procurement and installation of baggage systems; jet bridges; and airline furniture, fixtures and equipment for the expanded terminal complex.

iv. Early Construction and Relocation. Construction and relocation projects to be undertaken by Southwest early in the project schedule in conjunction with the LFMP, including those matters set forth on Exhibit A attached to this Term Sheet.

c. Apron and Fuel System Projects. Subject to the consent of the Federal Aviation Administration (“FAA”), all contracts relating to reconstruction and replacement of the existing aircraft apron at the Airport, including, but not limited to, those related to drainage and utilities, installation of a new hydrant fueling system (including, but not limited to, fuel lines, pits and valves), and the related relocation of all existing City water mains, will be entered into and managed by Southwest; provided, however, that the City shall have approval over selection of professional services related to design, construction bid process, and other services and contracts in order to ensure that all procurement procedures and design and construction contract specifications conform to the FAA’s Airport Improvement Program grant requirements.

d. The City Projects. The City Projects include the remaining elements of the LFMP pertaining to the supporting infrastructure for the expanded terminal, including, but not limited to:

i. Central Utility Plant Upgrades. Upgrade of the existing central utility plant to provide enhanced capacity and efficiency in delivering heating and air conditioning to the terminal complex.
Final Document To Be Taken to City Council– June 25, 2008

ii. Airfield Lighting Vault Relocations. Relocation of two existing airfield electrical vaults to accommodate terminal expansion.

iii. Roadways. Expansion of the terminal area roadways, lower-level departure roadway, and upper-level arrivals roadway.


e. Other Projects. The construction of any other necessary facility or improvement of the LFMP not addressed in b. and c. and d. of this Section shall be assigned by mutual agreement between the Parties.

f. Exceptions. The Parties acknowledge and agree that the acquisition/demolition of the Lemmon Avenue terminal facility gates, the DART Connector as identified in the Contract, projects included in the City’s Department of Aviation’s rolling five-year capital improvement program and any necessary projects required for reasons of safety, security, normal maintenance and repair, or federal mandate are not part of the LFMP.

2. Creation of a Local Government Corporation (“LGC”) Under Subchapter D, Ch. 431 of Texas Transportation Code. The City will create and may use an LGC, on behalf of the City, for the purpose of issuing bonds to finance the LFMP. The Parties have developed a proposed financing structure involving the use of the LGC to partially fund the LFMP. The narrative of the proposed financing structure is attached as Exhibit B to this Term Sheet and a flow chart showing the flow of project funds using the LGC is attached as Exhibit C to this Term Sheet. Once created and its use affirmatively determined by the City in furtherance of implementing the LFMP, the City and Southwest agree to negotiate and enter into necessary and appropriate contracts with the LGC that, among other things, allow and enable the LGC to:

a. finance a portion of the LFMP by means of the issuance of bonds or other bond financing instruments acceptable to the Parties (the “LFMP Bond Financing”);

b. finance a portion of the LFMP from monies transferred from certain Airport revenues and other monies identified by the Parties (the “LFMP Other Financing”);

c. enter into one or more agreements with the City and Southwest or its assignee, as necessary, to: (i) make the proceeds of the LFMP Bond Financing and LFMP Other Financing available to Southwest for the purpose of design and construction of the Southwest Projects (pursuant to a special facilities lease or other agreement, as appropriate), and to the City for the purpose of the design and construction of the City Projects identified or to be identified in Section 1 above; (ii) reimburse Southwest for the Southwest LFMP Reimbursable Costs (identified in Section 3 of this Term Sheet) from the proceeds of a LFMP Bond Financing; and (iii) acknowledge and agree as to Southwest’s responsibility and the City’s responsibility for various major elements of the design and construction of the LFMP; and
d. perform such other necessary functions in furtherance of the LFMP and capital development supporting the Airport generally.

3. **Reimbursement to Southwest for LFMP-Related Funds.** The Parties acknowledge and agree that Southwest will advance monies to fund certain design, program management, relocation, demolition and other costs as set forth on Exhibit A attached to this Term Sheet (the “Southwest LFMP Reimbursable Costs”) prior to the issuance of the LFMP Bond Financing. The Parties agree that the Southwest LFMP Reimbursable Costs will be reimbursed from the proceeds of the initial series of bonds sold pursuant to the LFMP Bond Financing, consistent with the terms of an inducement resolution to be adopted by the City or the LGC, as further provided in Section 8 of this Term Sheet. In the event that the eligible Southwest LFMP Reimbursable Costs exceed the $75 million cap established for such costs, the Parties will develop a procedure for reimbursing Southwest for such excess costs.

4. **Amended and Restated Lease of Terminal Building Premises.** Consistent with the Contract, the Parties will enter into an amendment and restatement of Southwest’s existing “Lease of Terminal Building Premises” (the “Use and Lease Agreement”) that will, among other things:
   a. express the intent of the Contract pertaining to the ongoing airline operations and use of the Airport both during and after the implementation of the LFMP;
   b. define and allocate the Airport's gates;
   c. incorporate a new rates and charges methodology set forth in Exhibit D attached to this Term Sheet;
   d. develop terms for the use of the Airport, including, but not limited to, the airfield and the terminal area aircraft parking area by Southwest consistent with the terms negotiated with other airlines using the Airport;
   e. develop guidelines for future capital improvements at the Airport; and
   f. provide such other provisions that are consistent with accomplishing the terms of the Contract.

5. **Project Development Agreement (“PDA”).** Consistent with the Contract, the Parties will enter into a PDA that will, among other things:
   a. appropriately assign design, development and construction management responsibilities among the Parties;
   b. provide for the preparation of a Project Definition Manual (herein so called), a comprehensive manual developed by the Parties, which will, among other things: (i) provide for the Final Program Budget and the Final Program Schedule (both as defined in Section 6.b. of this Term Sheet); (ii) be developed with reference to the Terminal Area Redevelopment Program Study (“TARPS”) but not otherwise be inconsistent with Exhibit A attached to this Term Sheet; (iii) detail the scope, the schematic layout, phasing, and general specifications of
the LFMP; and (iv) establish the interrelationships of each of the elements of the LFMP;

c. implement the LFMP, including, but not limited to, detailed project descriptions, construction phasing, temporary relocations and gate allocation during the LFMP’s construction;

d. contain a process to accomplish LEED silver certification for the terminal;

e. provide for the implementation and coordination of the LFMP Bond Financing and the LFMP Other Financing, including, but not limited to identifying and agreeing to sources of funds, funding schedules and financing obligations, as well as procedures for the deposit of funds, release of funds, periodic project status reporting, project auditing, and change-order review and approvals;

f. establish a program management team consisting of representatives of the Parties and assigning roles and responsibilities to perform various LFMP tasks consistent with all agreements contemplated herein;

g. provide for goals and establish procedures for identifying disadvantaged business enterprise participation and compliance with the City’s Minority and Women’s Business Enterprise program in the design and construction of the LFMP;

h. conform to all applicable regulatory requirements and programs, including but not limited to FAA, Transportation Security Administration, and the Department of Transportation regulations;

i. provide for a process to exceed the Spending Cap in accordance with the terms of the Contract;

j. if bond financing is used to fund a portion of the LFMP, provide such other provisions that shall be necessary in order to accomplish such bond financing; and

k. contain such other provisions that are consistent with accomplishing the implementation of the LFMP, including, but not limited to, consultation with other Airport tenants.

6. **The LFMP Budget/Schedule/Spending Cap**

a. The LFMP Preliminary Budget and the Preliminary Program Schedule. The preliminary budget and schedule for the design and construction of the LFMP are attached hereto respectively as Exhibit A attached to this Term Sheet (the “LFMP Preliminary Budget”) and Exhibit E attached to this Term Sheet (the “Preliminary Program Schedule”). The LFMP Preliminary Budget reflects a composite of independent cost estimates for the LFMP provided by planning consultants retained by both Southwest and the City.

b. The Final Budget and the Final Program Schedule. The Final Program Budget and the Final Program Schedule will be established in the Project Definition Manual,
and, when complete, shall supersede Exhibit A and Exhibit E attached to this Term Sheet (the “Final Program Budget” and the “Final Program Schedule”). The Final Program Budget and Final Program Schedule will be prepared based upon building elevations, aircraft parking configurations, geometric layout to accommodate airfield drainage requirements and other design elements set forth in the Project Definition Manual.

c. The Spending Cap. The Parties acknowledge that the Contract references a minimum investment of $150 million and a maximum of $200 million (“the Spending Cap”) for the LFMP, both expressed in 2006 dollars and to be adjusted for inflation, and, that the LFMP Preliminary Budget for the LFMP now substantially exceeds the Spending Cap. The Parties further acknowledge and agree that the Option C concept and the LFMP Preliminary Budget for the LFMP are mutually desired and that an agreement to exceed the Spending Cap will be established in the PDA in the dollar amount of the Final Program Budget.

7. Ground Lease for Cargo Facilities. The Parties will negotiate and prepare a ground lease for the cargo/provisioning/ground service equipment building (“Ground Lease”) on terms and conditions mutually acceptable to the Parties on or before July 31, 2008 and executed on or before August 31, 2008. If the Parties have not executed the Ground Lease on or before August 31, 2008 the City Manager of the City and an authorized signatory of Southwest may extend the execution date of the Ground Lease for up to three concurrent periods of thirty days.

8. Official Intent. The City will take steps as soon as possible to constitute “official intent” by the City for the purposes of Section 1.103-8 (a) and Section 1.150-2 of the Federal Income Tax Regulations in order to qualify expenditures made by Southwest and the City on the Southwest Projects and the City Projects, respectively, for the tax-exempt obligations as provided herein. The proposed form of the inducement resolution, to evidence such official intent, is set forth in Exhibit F attached to this Term Sheet.

9. Date of Completion of Documentation. Except for the Ground Lease, the Parties will negotiate and prepare the PDA and Use and Lease Agreement described in this Term Sheet on or before October 1, 2008 and approve and execute these documents on or before October 31, 2008. If the Parties have not executed the PDA and Use and Lease Agreement on or before October 31, 2008, the City Manager of the City and an authorized signatory of Southwest may extend the execution date of the PDA and Use and Lease Agreement for up to three concurrent periods of thirty days each.

10. The Contract Controls. This Term Sheet is not intended to modify or supersede any provision of the Contract. In the event of any discrepancy between the provisions of this Term Sheet and the provisions of the Contract, the provisions of the Contract shall control.

11. Further Approvals. The Parties acknowledge and agree that the City’s and Southwest’s approval of further agreements described in this Term Sheet, as well as the issuance of bonds and the expenditure of funds herein is subject to applicable approval of the City Council of the City and all requisite corporate approvals of Southwest.

12. Assignment. The Parties acknowledge that Southwest may assign its obligations under this Term Sheet (including, but not limited to, assignment to a Southwest-formed special purpose entity) and that such assignee of Southwest could enter into some or all of the
agreements and documents related to the development, construction, and financing of the LFMP. Notwithstanding any assignment hereunder, Southwest shall continue to be directly responsible for the performance of its obligations hereunder, including but not limited to, its funding obligations to the City hereunder. Southwest acknowledges that the financial markets may require Southwest to directly guarantee payment of principal, premium, if any, and interest on bonds issued by an LGC to finance the LFMP, and in such event, Southwest will agree to execute a guarantee agreement acceptable to the LGC and any Trustee that serves in such capacity with respect to the issuance of the bonds. Southwest will promptly notify the City of any assignments contemplated under this section.

13. **Enforceability.** Sections 3, 4.c., 8, 10, 12, 13 and 14 of this Term Sheet have been fully negotiated by the Parties and are enforceable against the Parties from and after the Effective Date. The agreements, documents and provisions provided for in all other sections of this Term Sheet shall be negotiated in good faith by the Parties. The provisions of this Section 13 shall survive the termination of this Term Sheet.

14. **Termination.** In the event the agreements set forth in Sections 7 and 9 are not executed in full on the dates set forth in such Sections, either party to this Term Sheet may terminate all provisions hereof and upon termination neither of the Parties shall have any further obligations hereunder. In the event of termination of this Term Sheet, any monies expended by Southwest as of date of termination shall count as monies expended toward the Spending Cap as set forth in the Contract and the provisions of this sentence shall survive termination of this Term Sheet.

This Term Sheet is executed and effective as of the Effective Date, by the City, signing by and through its City Manager, duly authorized to execute same by Resolution No. ____ adopted by the City Council on June 25, 2008, and by Southwest, acting through its duly authorized officials.

CITY OF DALLAS, TEXAS

Mary K. Suhm, City Manager

APPROVED AS TO FORM:

Thomas P. Perkins, Jr., City Attorney

By Assistant City Manager

By Assistant City Attorney
## Exhibit A - Scope of the LFMP and Potential Southwest Reimbursable Costs

<table>
<thead>
<tr>
<th>Phase ID</th>
<th>Project Elements by Phase</th>
<th>Potential Southwest LFMP Reimbursable Costs</th>
</tr>
</thead>
<tbody>
<tr>
<td></td>
<td></td>
<td>Enabling &amp; Relocation Projects</td>
</tr>
<tr>
<td></td>
<td></td>
<td>Design &amp; Prog Mgmt - SWA Projects</td>
</tr>
<tr>
<td></td>
<td><strong>Program Conceptual Planning Services</strong></td>
<td><strong>Total: $73,225,767</strong></td>
</tr>
<tr>
<td></td>
<td></td>
<td><strong>Use: $75,000,000</strong></td>
</tr>
<tr>
<td>1.01</td>
<td>SWA Gate 1A Activation</td>
<td>$700,260</td>
</tr>
<tr>
<td>1.02</td>
<td>SWA North Concourse Relocations</td>
<td>$4,000,000</td>
</tr>
<tr>
<td>1.03</td>
<td>SWA New Cargo / Provo / CBS / GSE / Plant Mx</td>
<td>$11,560,000</td>
</tr>
<tr>
<td>1.04</td>
<td>City Airport Operations Center / Relocations</td>
<td>$6,470,000</td>
</tr>
<tr>
<td>1.05</td>
<td>Relocate North Airfield Lighting Vault</td>
<td>$1,564,961</td>
</tr>
<tr>
<td>2.01</td>
<td>Demolish North Concourse</td>
<td>$4,035,975</td>
</tr>
<tr>
<td>2.02</td>
<td>Demolish Cargo / Provo / GSE / Plant Mx</td>
<td>$1,249,806</td>
</tr>
<tr>
<td>2.03</td>
<td>Demolish Existing Cargo Building</td>
<td>$771,452</td>
</tr>
<tr>
<td>2.04</td>
<td>Demolish Existing Ticketing Wing &amp; Connector Bridge</td>
<td>$2,548,411</td>
</tr>
<tr>
<td>2.05</td>
<td>Slurry Fill Existing Fuel Lines</td>
<td>$2,117,440</td>
</tr>
<tr>
<td>3.01</td>
<td>Build Initial Portion of New Concourse</td>
<td>$148,736,427</td>
</tr>
<tr>
<td>3.02</td>
<td>Reconstruct Apron</td>
<td>$33,718,573</td>
</tr>
<tr>
<td>3.03</td>
<td>Install First Phase of New Fuel System</td>
<td>$16,476,534</td>
</tr>
<tr>
<td>3.04</td>
<td>Upgrade CUP (Cooling Tower / Boiler)</td>
<td>$15,134,474</td>
</tr>
<tr>
<td>3.05</td>
<td>Build New Ticketing Wing</td>
<td>$40,954,397</td>
</tr>
<tr>
<td>3.06</td>
<td>Renovate Portion of Main Terminal</td>
<td>$11,928,935</td>
</tr>
<tr>
<td>3.07</td>
<td>Expand Upper Level Departures Roadway</td>
<td>$2,624,591</td>
</tr>
<tr>
<td>3.08</td>
<td>Build Portion of new 36&quot; Water Main</td>
<td>$779,046</td>
</tr>
<tr>
<td>4.01</td>
<td>Relocate Airlines to New Ticketing Wing</td>
<td>$38,646</td>
</tr>
<tr>
<td>4.02</td>
<td>Relocate WN (5) and CO (2) gates to New North Concourse</td>
<td>$32,462</td>
</tr>
<tr>
<td>4.03</td>
<td>Deactivate AA (1) gate</td>
<td>$50,205</td>
</tr>
<tr>
<td>4.04</td>
<td>Construct remainder of North Concourse</td>
<td>$42,965,694</td>
</tr>
<tr>
<td>4.05</td>
<td>Reconstruct apron (2 areas)</td>
<td>$13,845,822</td>
</tr>
<tr>
<td>4.06</td>
<td>Extend Hydrant Fuel System</td>
<td>$7,061,805</td>
</tr>
<tr>
<td>4.07</td>
<td>Renovate Remaining Portion of Main Terminal</td>
<td>$35,546,697</td>
</tr>
<tr>
<td>4.08</td>
<td>Reconstruct Lower Level Roadway</td>
<td>$5,209,958</td>
</tr>
<tr>
<td>4.09</td>
<td>Demolish CO gate areas (Concourse Level)</td>
<td>$330,472</td>
</tr>
<tr>
<td>4.10</td>
<td>Demolish Temporary Bag Make-up / T-point</td>
<td>$227,851</td>
</tr>
<tr>
<td>4.11</td>
<td>Demolish West Garage Skybridge</td>
<td>$592,235</td>
</tr>
<tr>
<td>4.12</td>
<td>Build Portion of New 36&quot; Water Main</td>
<td>$252,364</td>
</tr>
<tr>
<td>5.01</td>
<td>Relocate WN (6) gates to New North Concourse</td>
<td>$28,655</td>
</tr>
<tr>
<td>5.02</td>
<td>Demolish West Concourse Extension</td>
<td>$2,293,736</td>
</tr>
<tr>
<td>5.03</td>
<td>Reconstruct apron</td>
<td>$22,592,605</td>
</tr>
<tr>
<td>5.04</td>
<td>Extend Hydrant Fuel System</td>
<td>$7,692,645</td>
</tr>
<tr>
<td>5.05</td>
<td>Expand First Section of Bag Claim Hall</td>
<td>$12,849,549</td>
</tr>
<tr>
<td>5.06</td>
<td>Reconstruct Arrivals Section of Upper Roadway</td>
<td>$2,378,917</td>
</tr>
<tr>
<td>5.07</td>
<td>Relocate West Airfield Lighting Vault</td>
<td>$1,435,632</td>
</tr>
<tr>
<td>5.08</td>
<td>Complete New 36&quot; Water Main</td>
<td>$976,548</td>
</tr>
<tr>
<td>5.09</td>
<td>Deactivate 1 AA Gate</td>
<td>$53,896</td>
</tr>
<tr>
<td>6.01</td>
<td>Relocate WN (4) &amp; AA (2) Gates to New North Concourse</td>
<td>$30,524</td>
</tr>
<tr>
<td>6.02</td>
<td>Demolish remainder of West and East Concourse</td>
<td>$5,224,017</td>
</tr>
<tr>
<td>6.03</td>
<td>Reconstruct apron (2 areas)</td>
<td>$12,905,344</td>
</tr>
<tr>
<td>6.04</td>
<td>Demolish West Concourse Skybridge</td>
<td>$502,398</td>
</tr>
<tr>
<td>6.05</td>
<td>Final Fuel System Expansion</td>
<td>$9,199,061</td>
</tr>
<tr>
<td>6.06</td>
<td>Renovate Remaining Portion of Bag Claim Hall</td>
<td>$14,696,000</td>
</tr>
<tr>
<td>7.01</td>
<td>Build Remote Central Receiving Facility</td>
<td>$14,508,684</td>
</tr>
</tbody>
</table>

| PROGRAM TOTAL | **Total: $519,058,704** | **$33,718,343** | **$39,507,423** |

**TERM SHEET BETWEEN THE CITY OF DALLAS AND SOUTHWEST AIRLINES CO. REGARDING THE LOVE FIELD MODERNIZATION PROGRAM**

Page 9 of 16
Exhibit B - LGC Bond Financing Narrative

1. The Local Government Corporation ("LGC") at the request of Southwest Airlines Co. ("Southwest") issues bonds to finance the LFMP improvements, pursuant to an Indenture of Trust (the "Indenture") with a corporate trustee (the "Trustee").

2. LGC enters into Special Facilities Lease Agreement with Southwest or a special purpose entity created by Southwest (the "Facilities Agreement").

3. Under the terms of the Agreement, Southwest or a special purpose entity created by Southwest would pay all debt service on the bonds ("Facilities Payments"). If Southwest creates a special purpose entity, Southwest would enter into a guaranty agreement with the Trustee (the "Guaranty"), pursuant to which Southwest would guarantee the obligations of the special purpose entity created by Southwest under the Facilities Agreement, including specifically the obligation to pay the Facilities Payments.

4. Under the terms of the Facilities Agreement, LGC would agree to assign Southwest Facilities Payments to Trustee under the Indenture.

5. LGC will sell Bonds, and the proceeds of bonds sold by the LGC shall be deposited in a "Project Fund" held and administered by Trustee. Proceeds in Project Fund made available to Southwest or a special purpose entity created by Southwest to finance construction costs, etc., through a requisition process that will be set forth in the Facilities Agreement. Southwest or a special purpose entity created by Southwest submits requisitions to Trustee for disbursement.

6. The City would agree under the terms of a separate agreement (the "City Agreement") to transfer PFCs for eligible LFMP projects to Trustee.

7. Under terms of City Agreement, the City also would agree to transfer "City Revenues" to Southwest. City Revenues would include (a) lease rentals from Southwest gates attributable to debt service; (b) lease rentals from the other four gates attributable to debt service; and (c) other revenues, such as a portion of concession and parking revenues, SUBJECT to the refinancing or defeasance of the City's outstanding Airport System Revenue Bonds that have encumbered such revenues.
OVERVIEW OF LGC STRUCTURE AND LFMP IMPLEMENTATION
Dallas Love Field Airport
June 18, 2008

Exhibit C - LGC Structure Flowchart
Exhibit D - Rates and Charges Methodology

To be inserted upon completion of business deal
WHEREAS, the City Council of the City of Dallas, Texas hereby adopts this resolution (the "Resolution") in connection with matters pertaining to the ownership and operation of Dallas Love Field (the "Airport") which is owned and operated by the City of Dallas, Texas (the "City") pursuant to the provisions of Chapter 22, Texas Transportation Code (the "Act"); and

WHEREAS, Southwest Airlines Co. (the "Company") has requested and proposed that the City, or a nonprofit corporation organized by and acting on behalf of the City (the "Corporation"), finance and pay pursuant to the laws of the State of Texas including, without limitation, the Act, for the acquisition, construction, reconstruction or renovation of certain airport improvements to be located at the Airport as more fully described on Exhibit A attached hereto (the "Facilities"), and has requested and proposed that the City make a commitment to issue its revenue bonds (the "Bonds") to finance and pay for the acquisition and construction of the Facilities; and

WHEREAS, the Company has advised the City that a contributing factor which would induce the Company to cooperate with the City in providing for the acquisition and construction of the Facilities would be a commitment and agreement by the City to issue, or approve the issuance by the Corporation of, Bonds pursuant to the laws of the State of Texas to finance and pay for the acquisition and construction of the Facilities; and

WHEREAS, the Company has proposed to the City that the Company will be further induced to cooperate with the City in providing for the acquisition and construction of the Facilities if the City will make such commitment and agreement and adopt this Resolution and in furtherance thereof the Company will make, or has made not more than 60 days prior to the date hereof, payments with respect to Facilities; and

WHEREAS, the City Council finds, intends and declares that this Resolution shall, in accordance with its provisions, constitute the commitment and agreement of the City to issue, or approved the issuance by the Corporation of, the Bonds in such aggregate principal amount (in an amount not to exceed $75,000,000) as is actually required to finance and pay for the acquisition and construction of the Facilities; and

WHEREAS, the City finds, considers and declares that the issuance of the Bonds in such amount and for such purpose will be appropriate and consistent with the objectives of the Act, and that the adoption of this Resolution is and constitutes, and is intended as (i) an inducement to the Company to cooperate with the City in providing for the acquisition and construction of the Facilities and (ii) the taking of affirmative official action by the City, acting by and through its City Council, towards the issuance of the Bonds, and that such action is, and is intended to be, similar to the adoption of a bond resolution, within the meaning of Sections 1.150-2 and 1.142-4 of the Income Tax Regulations or such other applicable provisions of Income Tax Regulations promulgated pursuant to section 142 of the Internal Revenue Code of 1986.

THEREFORE, BE IT RESOLVED BY THE CITY COUNCIL OF THE CITY OF DALLAS THAT:
Section 1. The City is committed and agrees as follows:

(a) To adopt or approve proceedings prepared by the City’s bond counsel, when requested by the City, authorizing the issuance of the Bonds pursuant to the laws of the State of Texas and to issue the Bonds, subject to the requirements of the laws of the State of Texas, the execution of the appropriate agreements or contracts described in (b), below, and the sale of the Bonds under terms and conditions satisfactory to the City and the Company, to finance and pay for the acquisition and construction of the Facilities, including amounts sufficient to pay the fees, expenses and costs in connection with such issuance, including an amount adequate to reimburse the City for its administrative and overhead expenses and costs with respect to the Bonds and the Facilities and to the extent permitted by this Resolution and section 1.150-2 of the Treasury Regulations to reimburse the Company for costs paid prior to the date of delivery of the Bonds.

(b) Prior to the issuance of the Bonds, and when requested by the Company, to enter into such appropriate contracts or agreements between or among the City, the Corporation and the Company as are mutually agreeable to the parties in all respects.

(c) To take, or cause to be taken, such other action, and to execute such additional contracts and agreements mutually agreeable to the parties in all respects, when requested by the Company, which are required in accordance with the laws of the State of Texas and this Resolution to cause the issuance of the Bonds.

Section 2. The adoption of this Resolution shall be deemed to constitute the acceptance of the proposal of the Company that it be further induced to cooperate with the City in providing for the acquisition and construction of the Facilities, and said proposal and acceptance shall constitute an agreement between the City and the Company in accordance with and subject to the provisions of this Resolution.

Section 3. Immediately after the adoption of this Resolution the acquisition and construction of the Facilities may commence and continue to completion in accordance with methods and procedures determined by the Company, or by the Company and the City, pursuant to this Resolution and the agreement it constitutes.

ADOPTED THIS 25th day of June, 2008, by the City of Dallas, Texas.

By: ________________________________
   City Secretary
Attachment A (to the resolution)

Description of Property/Amount

| S | Southwest Project element |
| C | City Project element |

<table>
<thead>
<tr>
<th>Phase ID</th>
<th>Project Elements by Phase</th>
<th>Total</th>
</tr>
</thead>
<tbody>
<tr>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td></td>
<td>Program Conceptual Planning Services</td>
<td>$265,000</td>
</tr>
<tr>
<td>1.01</td>
<td>SWA Gate 1A Activation</td>
<td>$700,260</td>
</tr>
<tr>
<td>1.02</td>
<td>SWA North Concourse Relocations</td>
<td>$4,000,000</td>
</tr>
<tr>
<td>1.03</td>
<td>SWA New Cargo / Provo / CBS Building</td>
<td>$11,560,000</td>
</tr>
<tr>
<td>1.04</td>
<td>City Airport Operations Center / Relocations</td>
<td>$6,470,000</td>
</tr>
<tr>
<td>1.05</td>
<td>Relocate North Airfield Lighting Vault</td>
<td>$0</td>
</tr>
<tr>
<td>2.01</td>
<td>Demolish North Concourse</td>
<td>$4,035,975</td>
</tr>
<tr>
<td>2.02</td>
<td>Demolish Cargo / Provo / CBS / GSE / Plant Mx</td>
<td>$1,249,806</td>
</tr>
<tr>
<td>2.03</td>
<td>Demolish Existing Cargo Building</td>
<td>$771,452</td>
</tr>
<tr>
<td>2.04</td>
<td>Demolish Existing Ticketing Wing &amp; Connector Bridge</td>
<td>$2,548,411</td>
</tr>
<tr>
<td>2.05</td>
<td>Slurry Fill Existing Fuel Lines</td>
<td>$2,117,440</td>
</tr>
<tr>
<td>3.01</td>
<td>Build Initial Portion of New Concourse</td>
<td>$13,280,038</td>
</tr>
<tr>
<td>3.02</td>
<td>Reconstruct Apron</td>
<td>$3,010,587</td>
</tr>
<tr>
<td>3.03</td>
<td>Install First Phase of New Fuel System</td>
<td>$1,471,119</td>
</tr>
<tr>
<td>3.04</td>
<td>Upgrade CUP (Cooling Tower / Boiler)</td>
<td>$0</td>
</tr>
<tr>
<td>3.05</td>
<td>Build New Ticketing Wing</td>
<td>$3,656,643</td>
</tr>
<tr>
<td>3.06</td>
<td>Renovate Portion of Main Terminal</td>
<td>$1,065,084</td>
</tr>
<tr>
<td>3.07</td>
<td>Expand Upper Level Departures Roadway</td>
<td>$0</td>
</tr>
<tr>
<td>3.08</td>
<td>Build Portion of new 36&quot; Water Main</td>
<td>$69,558</td>
</tr>
<tr>
<td>4.01</td>
<td>Relocate Airlines to New Ticketing Wing</td>
<td>$3,451</td>
</tr>
<tr>
<td>4.02</td>
<td>Relocate WN (5) and CO (2) gates to New North Concourse</td>
<td>$2,898</td>
</tr>
<tr>
<td>4.03</td>
<td>Deactivate AA (1) gate</td>
<td>$4,483</td>
</tr>
<tr>
<td>4.04</td>
<td>Construct remainder of North Concourse</td>
<td>$3,827,294</td>
</tr>
<tr>
<td>4.05</td>
<td>Reconstruct apron (2 areas)</td>
<td>$1,236,234</td>
</tr>
<tr>
<td>4.06</td>
<td>Extend Hydrant Fuel System</td>
<td>$630,518</td>
</tr>
<tr>
<td>4.07</td>
<td>Renovate Remaining Portion of Main Terminal</td>
<td>$3,173,812</td>
</tr>
<tr>
<td>4.08</td>
<td>Reconstruct Lower Level Roadway</td>
<td>$0</td>
</tr>
<tr>
<td>4.09</td>
<td>Demolish CO gate areas (Concourse Level)</td>
<td>$29,506</td>
</tr>
<tr>
<td>4.10</td>
<td>Demolish Temporary Bag Make-up / T-point</td>
<td>$20,344</td>
</tr>
<tr>
<td>4.11</td>
<td>Demolish West Garage Skybridge</td>
<td>$52,678</td>
</tr>
<tr>
<td>4.12</td>
<td>Build Portion of New 36&quot; Water Main</td>
<td>$22,532</td>
</tr>
<tr>
<td>5.01</td>
<td>Relocate WN (6) gates to New North Concourse</td>
<td>$2,559</td>
</tr>
<tr>
<td>5.02</td>
<td>Demolish West Concourse Extension</td>
<td>$204,798</td>
</tr>
<tr>
<td>5.03</td>
<td>Reconstruct apron</td>
<td>$2,017,197</td>
</tr>
<tr>
<td>5.04</td>
<td>Extend Hydrant Fuel System</td>
<td>$686,643</td>
</tr>
<tr>
<td>5.05</td>
<td>Expand First Section of Bag Claim Hall</td>
<td>$1,147,281</td>
</tr>
<tr>
<td>5.06</td>
<td>Reconstruct Arrivals Section of Upper Roadway</td>
<td>$0</td>
</tr>
<tr>
<td>5.07</td>
<td>Relocate West Airfield Lighting Vault</td>
<td>$0</td>
</tr>
<tr>
<td>5.08</td>
<td>Complete New 36&quot; Water Main</td>
<td>$87,192</td>
</tr>
<tr>
<td>5.09</td>
<td>Deactivate 1 AA Gate</td>
<td>$4,812</td>
</tr>
<tr>
<td>6.01</td>
<td>Relocate WN (4) &amp; AA (2) Gates to New North Concourse</td>
<td>$2,725</td>
</tr>
<tr>
<td>6.02</td>
<td>Demolish remainder of West and East Concourse</td>
<td>$466,430</td>
</tr>
<tr>
<td>6.03</td>
<td>Reconstruct apron (2 areas)</td>
<td>$1,152,263</td>
</tr>
<tr>
<td>6.04</td>
<td>Demolish West Concourse Skybridge</td>
<td>$44,857</td>
</tr>
<tr>
<td>6.05</td>
<td>Final Fuel System Expansion</td>
<td>$821,345</td>
</tr>
<tr>
<td>6.06</td>
<td>Renovate Remaining Portion of Bag Claim Hall</td>
<td>$1,312,143</td>
</tr>
<tr>
<td>7.01</td>
<td>Build Remote Central Receiving Facility</td>
<td>$0</td>
</tr>
</tbody>
</table>

PROGRAM TOTAL $33,718,343 $39,507,423

Total: $73,225,767
Use: $75,000,000

Final Document To Be Taken to City Council– June 25, 2008

TERM SHEET BETWEEN THE CITY OF DALLAS AND SOUTHWEST AIRLINES CO.
REGARDING THE LOVE FIELD MODERNIZATION PROGRAM

Page 16 of 16
Subject

Authorize (1) an increase in appropriations in the amount of $48,706, from $609,978 to $658,684 in the Mayor's Back to School Fair Fund; and (2) the purchase of school supply packets for the Mayor's 2008 Back-to-School Fair to be held on August 4, 2008 - Education Products, Inc., lowest responsible bidder of two - Not to exceed $86,665 - Financing: Mayor's Back to School Fair Funds

Background

The Mayor's Back-to-School Fair (Fair) is a collaborative effort between local school districts, public health department, state agencies, non-profit organizations, corporations, and volunteers. The event is solely funded with private donations and in-kind contributions. The Fair brings together the resources of many agencies into a single, convenient, "one-stop" destination for the children of Dallas and their families. This Citywide event is open to:

- Children who live in the City of Dallas
- Children who attend or will attend Dallas area public schools during the 2008-2009 school year
- Economically disadvantaged school-age children who meet the federal income poverty guidelines

The Fair began in 1997 as a result of a federally funded drug prevention program. As the result of generous funding from local businesses and foundations over the course of the last eleven years, the Fair has evolved into a comprehensive event that not only focuses on prevention, but also helps students with many of their school-related needs. The Fair reduces the number of students who do not start school on the opening day due to lack of school supplies and health services. Additionally, the Fair provides an opportunity to increase awareness and availability of education, health, and social services for parents and guardians of school-age children.
BACKGROUND (Continued)

Many families are not always able to provide their children with mandatory immunizations or required school supplies. In an effort to address this need, the City has continued to coordinate the annual Fair.

This event will be held on August 4, 2008; 15,000 packets will be delivered and distributed that day, at the Automobile Building in Fair Park located at 1010 First Avenue. For the school year of 2007-2008, over 386 volunteers were on-hand to help service more than 35,000 attendees.

This bid has a 3.68% decrease on like products over the bid awarded in 2007.

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 870 email bid 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 bids, 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 June 13, 2007, City Council authorized the purchase of school supply packets by Resolution #07-1720.

On June 28, 2006, City Council authorized the purchase of school supply packets by Resolution #06-1811.

On June 22, 2005, City Council authorized the purchase of school supply packets by Resolution #05-1926.

On June 23, 2004, City Council authorized the purchase of school supply packets by Resolution #04-2070.

FISCAL INFORMATION

$86,665.00 - Mayor's Back to School Fair Funds
M/WBE INFORMATION

200 - Vendors contacted
200 - No response
   0 - Response (Bid)
   0 - Response (No Bid)
   0 - Successful

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

The recommended awardee has fulfilled the good faith requirements set forth in the Good Faith Effort Plan adopted by Council Resolution #84-3501 as amended.

ETHNIC COMPOSITION

Education Products, Inc.

Hispanic Female  56  Hispanic Male  63
Black Female  15  Black Male  43
Other Female    0  Other Male    0
White Female  34  White Male  21

BID INFORMATION

The following bids were received from solicitation number BM0825 and opened on May 21, 2008. This purchase is being awarded in its entirety to the lowest responsive and responsible bidder.

*Denotes successful bidder

<table>
<thead>
<tr>
<th>Bidders</th>
<th>Address</th>
<th>Amount of Bid</th>
</tr>
</thead>
<tbody>
<tr>
<td>*Education Products, Inc.</td>
<td>1342 North I-35 East</td>
<td>$86,665.00</td>
</tr>
<tr>
<td></td>
<td>Carrollton, TX 75006</td>
<td></td>
</tr>
<tr>
<td>Top Ten Fund Raisers, Inc.</td>
<td>210 Adell Blvd.</td>
<td>$89,700.00</td>
</tr>
<tr>
<td></td>
<td>Sunnyvale, TX 75182</td>
<td></td>
</tr>
</tbody>
</table>

OWNER

Education Products, Inc.

Judy McGuinn, President
Ron Phelan, Vice President
GOOD FAITH EFFORT PLAN SUMMARY

PROJECT: Authorize (1) an increase in appropriations in the amount of $48,706 from $609,978 to $658,684 in the Mayor’s Back to School Fair Fund; and (2) the purchase of school supply packets for the Mayor’s 2008 Back-to-School Fair to be held on August 4, 2008 - Education Products, Inc., lowest responsible bidder of two - Not to exceed $86,665 - Financing: Mayor’s Back to School Fair Funds

Education Products, Inc. is a local, non-minority firm, has signed the "Good Faith Effort" documentation, and proposes to use their own workforce.

PROJECT CATEGORY: Goods

LOCAL/NON-LOCAL CONTRACT SUMMARY

<table>
<thead>
<tr>
<th></th>
<th>Amount</th>
<th>Percent</th>
</tr>
</thead>
<tbody>
<tr>
<td>Total local contracts</td>
<td>$86,665.00</td>
<td>100.00%</td>
</tr>
<tr>
<td>Total non-local contracts</td>
<td>$0.00</td>
<td>0.00%</td>
</tr>
<tr>
<td>TOTAL CONTRACT</td>
<td>$86,665.00</td>
<td>100.00%</td>
</tr>
</tbody>
</table>

LOCAL/NON-LOCAL M/WBE PARTICIPATION

Local Contractors / Sub-Contractors

None

Non-Local Contractors / Sub-Contractors

None

TOTAL M/WBE CONTRACT PARTICIPATION

<table>
<thead>
<tr>
<th></th>
<th>Local</th>
<th>Percent</th>
<th>Local &amp; Non-Local</th>
<th>Percent</th>
</tr>
</thead>
<tbody>
<tr>
<td>African American</td>
<td>$0.00</td>
<td>0.00%</td>
<td>$0.00</td>
<td>0.00%</td>
</tr>
<tr>
<td>Hispanic American</td>
<td>$0.00</td>
<td>0.00%</td>
<td>$0.00</td>
<td>0.00%</td>
</tr>
<tr>
<td>Asian American</td>
<td>$0.00</td>
<td>0.00%</td>
<td>$0.00</td>
<td>0.00%</td>
</tr>
<tr>
<td>Native American</td>
<td>$0.00</td>
<td>0.00%</td>
<td>$0.00</td>
<td>0.00%</td>
</tr>
<tr>
<td>WBE</td>
<td>$0.00</td>
<td>0.00%</td>
<td>$0.00</td>
<td>0.00%</td>
</tr>
<tr>
<td><strong>Total</strong></td>
<td>$0.00</td>
<td>0.00%</td>
<td>$0.00</td>
<td>0.00%</td>
</tr>
</tbody>
</table>
WHEREAS, on June 23, 2004, City Council authorized the purchase of school supply packets by Resolution #04-2070; and,

WHEREAS, on June 22, 2005, City Council authorized the purchase of school supply packets by Resolution #05-1926; and,

WHEREAS, on June 28, 2006, City Council authorized the purchase of school supply packets by Resolution #06-1811; and,

WHEREAS, on June 13, 2007, City Council authorized the purchase of school supply packets by Resolution #07-1720;

NOW, THEREFORE,

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

Section 1. That following approval as to form by the City Attorney, the City Manager is hereby authorized to (1) increase appropriations by $48,706.00, from $609,978.00 to $658,684.00 in the Mayor's Back to School Fair Fund, Fund 0T24, Dept. CMO, Unit 0132, Object 2110; and (2) purchase school supply packets for the Mayor's 2008 Back-to-School Fair to be held on August 4, 2008, Education Products, Inc. (355718) in an amount not to exceed $86,665.00.

Section 2. That the Purchasing Agent is authorized, upon appropriate requisition, to issue a purchase order for school supply packets for the Mayor's 2008 Back-to-School Fair to be held on August 4, 2008. If a formal contract is required for this purchase instead of a purchase order, the City Manager is authorized to execute the contract upon approval as to form by the City Attorney.

Section 3. That the City Controller is authorized to disburse funds from the following appropriation, in an amount not to exceed $86,665.00:

<table>
<thead>
<tr>
<th>FUND</th>
<th>DEPT</th>
<th>UNIT</th>
<th>OBJECT</th>
<th>ACTV</th>
<th>AMOUNT</th>
<th>ENCUMBRANCE</th>
</tr>
</thead>
<tbody>
<tr>
<td>0T24</td>
<td>CMO</td>
<td>0132</td>
<td>2110</td>
<td>CM01</td>
<td>$86,665.00</td>
<td>RQSMCC00000054684</td>
</tr>
</tbody>
</table>

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:

Business Development and Procurement Services, 3FS
Mayor and City Council
ADDENDUM ITEM # 8

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

AGENDA DATE: June 25, 2008

COUNCIL DISTRICT(S): All

DEPARTMENT: Business Development & Procurement Services
Water Utilities

CMO: Dave Cook, 670-7804
Ramon F. Miguez, P.E., 670-3308

MAPSCO: N/A

SUBJECT

Authorize a thirty-six month service contract for temporary industrial labor - Tolman Building Maintenance, Inc., lowest responsible bidder of seven - Not to exceed $5,996,500 - Financing: Current Funds (subject to annual appropriations)

BACKGROUND

This service contract will authorize the City to continue using temporary industrial laborers on a regular basis to assist in installation, repair, and maintenance of Water Utilities projects; conduct miscellaneous clean-up projects for Code Compliance; and assist Parks & Recreation in maintaining services, buildings and grounds. Other City departments needing temporary laborers occasionally may also use this contract. Temporary labor for Sanitation Services is covered under a separate service contract.

City staff has determined that, for these positions, there is greater flexibility and cost effectiveness with workers supplied by a temporary agency. Workers remain employees of the temporary agency but receive daily work supervision from City staff. This bid was structured with 1st year, 2nd year, and 3rd year pricing to allow the successful vendor to include the scheduled increase to the federal minimum wage scheduled for July 2008 and 2009. The increase to the federal minimum wage in July 2007 and the two scheduled increases to the federal minimum wage in July 2008 and 2009; will result in a 40.78% increase to the temporary industrial labors over the previous contract.

The hourly rate bid by Tolman Building Maintenance, Inc., is 34.62% increase over the bid awarded in 2007.
BACKGROUND (Continued)

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 158 email bid 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 bids, 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 March 26, 2008, City Council authorized an increase in the twenty-four-month master agreement for temporary industrial labor by Resolution #08-0832.

On January 24, 2007, City Council authorized a twenty-four-month master agreement for temporary industrial labor by Resolution #07-0313.

On January 12, 2005, City Council authorized a twenty-four-month master agreement for temporary industrial labor by Resolution #05-0145.

On August 25, 2004, City Council authorized an increase in the service contract for temporary industrial labor by Resolution #04-2424.

On April 9, 2003, City Council authorized rescinding a thirty-six-month service contract and authorized a thirty-six-month service contract for temporary industrial labor by Resolution #03-1139.

FISCAL INFORMATION

$5,996,500.00 - Current Funds (subject to annual appropriations)

M/WBE INFORMATION

66 - Vendors contacted
62 - No response
  4 - Response (Bid)
  0 - Response (No bid)
  1 - Successful

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

The recommended awardee has fulfilled the good faith requirements set forth in the Good Faith Effort Plan adopted by Council Resolution #84-3501 as amended.
ETHNIC COMPOSITION

Tolman Building Maintenance, Inc.

Hispanic Female 10  Hispanic Male 74
Black Female 32  Black Male 155
Other Female 0  Other Male 0
White Female 18  White Male 41

BID INFORMATION

The following bids were received from solicitation number eight and opened on May 21, 2008. This contract is being awarded in its entirety to the lowest responsive and responsible bidder.

*Denotes successful bidder

<table>
<thead>
<tr>
<th>Bidders</th>
<th>Address</th>
<th>Amount of Bid</th>
</tr>
</thead>
<tbody>
<tr>
<td>*Tolman Building Maintenance, Inc.</td>
<td>2556 W. Commerce St. Dallas, TX 75212</td>
<td>$5,996,500.00</td>
</tr>
<tr>
<td>DiverseStaff, Inc.</td>
<td>2211 Norfolk Suite 150 Houston, TX 77098</td>
<td>$6,260,900.00</td>
</tr>
<tr>
<td>Able Body Labor</td>
<td>3040 Gulf To Bay Blvd. Dallas, TX 75215</td>
<td>$6,440,740.00</td>
</tr>
<tr>
<td>Ad A Staff, Inc.</td>
<td>4230 LBJ Freeway Suite 109 Dallas, TX 75244</td>
<td>$6,503,000.00</td>
</tr>
<tr>
<td>EuroStaff, A Division of EuroSoft, Inc.</td>
<td>2121 W. Airport Frwy Suite 101 Irving, TX 75062</td>
<td>$6,837,300.00</td>
</tr>
<tr>
<td>All Temps 1 Personnel</td>
<td>2606 MLK Blvd. Suite 207 Dallas, TX 75215</td>
<td>$7,783,000.00</td>
</tr>
<tr>
<td>PeopleCorp</td>
<td>1327 Empire Central Suite 260-G Dallas, TX 75247</td>
<td>Non-responsive**</td>
</tr>
</tbody>
</table>

**PeopleCorp was deemed non-responsive due to no bid on year three.
OWNER

Tolman Building Maintenance, Inc.

Louise Paul, President
GOOD FAITH EFFORT PLAN SUMMARY

PROJECT: Authorize a thirty-six month service contract for temporary industrial labor - Tolman Building Maintenance, Inc., lowest responsible bidder of seven - Not to exceed $5,996,500 - Financing: Current Funds (subject to annual appropriations)

Tolman Building Maintenance, Inc. is a local, non-minority firm, has signed the "Good Faith Effort" documentation, and proposes to use the following sub-contractor.

PROJECT CATEGORY: Other Services

---

LOCAL/NON-LOCAL CONTRACT SUMMARY

<table>
<thead>
<tr>
<th></th>
<th>Amount</th>
<th>Percent</th>
</tr>
</thead>
<tbody>
<tr>
<td>Total local contracts</td>
<td>$5,996,500.00</td>
<td>100.00%</td>
</tr>
<tr>
<td>Total non-local contracts</td>
<td>$0.00</td>
<td>0.00%</td>
</tr>
<tr>
<td>TOTAL CONTRACT</td>
<td>$5,996,500.00</td>
<td>100.00%</td>
</tr>
</tbody>
</table>

LOCAL/NON-LOCAL M/WBE PARTICIPATION

Local Contractors / Sub-Contractors

<table>
<thead>
<tr>
<th>Local</th>
<th>Certification</th>
<th>Amount</th>
<th>Percent</th>
</tr>
</thead>
<tbody>
<tr>
<td>People Corp</td>
<td>BMMB36549N0109</td>
<td>$1,499,125.00</td>
<td>25.00%</td>
</tr>
<tr>
<td>Total Minority - Local</td>
<td></td>
<td>$1,499,125.00</td>
<td>25.00%</td>
</tr>
</tbody>
</table>

Non-Local Contractors / Sub-Contractors

None

TOTAL M/WBE CONTRACT PARTICIPATION

<table>
<thead>
<tr>
<th></th>
<th>Local</th>
<th>Percent</th>
<th>Local &amp; Non-Local</th>
<th>Percent</th>
</tr>
</thead>
<tbody>
<tr>
<td>African American</td>
<td>$1,499,125.00</td>
<td>25.00%</td>
<td>$1,499,125.00</td>
<td>25.00%</td>
</tr>
<tr>
<td>Hispanic American</td>
<td>$0.00</td>
<td>0.00%</td>
<td>$0.00</td>
<td>0.00%</td>
</tr>
<tr>
<td>Asian American</td>
<td>$0.00</td>
<td>0.00%</td>
<td>$0.00</td>
<td>0.00%</td>
</tr>
<tr>
<td>Native American</td>
<td>$0.00</td>
<td>0.00%</td>
<td>$0.00</td>
<td>0.00%</td>
</tr>
<tr>
<td>WBE</td>
<td>$0.00</td>
<td>0.00%</td>
<td>$0.00</td>
<td>0.00%</td>
</tr>
<tr>
<td>Total</td>
<td>$1,499,125.00</td>
<td>25.00%</td>
<td>$1,499,125.00</td>
<td>25.00%</td>
</tr>
</tbody>
</table>
WHEREAS; on April 9, 2003, City Council authorized rescinding a thirty-six-month service contract and authorized a thirty-six-month service contract for temporary industrial labor by Resolution #03-1139; and,

WHEREAS; on August 25, 2004, City Council authorized an increase in the service contract for temporary industrial labor by Resolution #04-2424; and,

WHEREAS; on January 12, 2005, City Council authorized a twenty-four-month master agreement for temporary industrial labor by Resolution #05-0145; and,

WHEREAS; on January 24, 2007, City Council authorized a twenty-four-month master agreement for temporary industrial labor by Resolution #07-0313; and,

WHEREAS; on March 26, 2008, City Council authorized an increase in the twenty-four-month master agreement for temporary industrial labor by Resolution #08-0832;

NOW, THEREFORE,

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

Section 1. That the City Manager is authorized to execute a service contract with Tolman Building Maintenance, Inc. (258068) for temporary industrial labor for a term of thirty-six months in an amount not to exceed $5,996,500.00, upon approval as to form by the City Attorney. If the service was bid or proposed on an as needed, unit price basis for performance of specified tasks, payment to Tolman Building Maintenance, Inc. shall be based only on the amount of the services directed to be performed by the City and properly performed by Tolman Building Maintenance, Inc. under the contract.

Section 2. That the City Controller is authorized to disburse funds from the following appropriation in an amount not to exceed $5,996,500.00 (subject to annual appropriations):

<table>
<thead>
<tr>
<th>FUND</th>
<th>DEPT</th>
<th>UNIT</th>
<th>OBJECT</th>
<th>AMOUNT</th>
</tr>
</thead>
<tbody>
<tr>
<td>0001</td>
<td>POM</td>
<td>1510</td>
<td>3099</td>
<td>$5,996,500.00</td>
</tr>
</tbody>
</table>

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:

Business Development and Procurement Services, 3FS
Water Utilities
SUBJECT

Authorize (1) the purchase and installation of a Performance Measurement Software in the amount of $400,435, and (2) a twelve-month maintenance agreement in the amount of $59,638 - Actuate Corporation through the U.S. General Services Administration, most advantageous proposer of two - Not to exceed $460,073 - Financing: Current Funds (subject to annual appropriations)

BACKGROUND

The Performance Measurement Software will provide an industry standard tool for City staff to plan, measure and manage performance throughout the organization. This software will automate several key elements of the Strategic Planning Process into one system. The software is flexible enough to capture and communicate progress towards achieving the Key Focus Areas (KFA) established by the Council, as well as strategies developed by staff that supports Council’s KFAs. In addition, Budgeting for Outcomes Objectives (BFO), Key Performance Indicators and Action Plan activities can be established and monitored using various features of the software.

The Performance Measurement Software will communicate and link strategies to employees’ everyday jobs. With this software individuals will better understand how their job performance contributes to the key strategies and the overall success of the organization.

The implementation services included with the Performance Measurement Software will enable the creation of hierarchy and dashboard views to show progress and areas of concern associated with key strategies and indicators. Reports and customized training will be developed as part of the consulting services contract.
BACKGROUND (Continued)

Evaluation criteria:

- Functionality of the system - 30%
- Overall cost of the system - 25%
- Project approach - 25%
- Reporting Capabilities - 20%

Proposals were presented to a six member selection committee. This committee was comprised of representatives from five departments.

- 1 from Communications and Information Services
- 2 from Office of Financial Services
- 1 from Human Resources
- 1 from Public Works
- 1 from Streets

PRIOR ACTION/REVIEW (COUNCIL, BOARDS, COMMISSIONS)

This item was denied by City Council on September 13, 2006

On August 29, 2006, the Finance, Audit & Accountability Committee was briefed.

On August 9, 2006, this item was deferred by Councilmember Natinsky.

FISCAL INFORMATION

$460,073.00 - Current Funds (subject to annual appropriations)

ETHNIC COMPOSITION

Actuate Corporation

<table>
<thead>
<tr>
<th>Ethnicity</th>
<th>Female</th>
<th>Male</th>
</tr>
</thead>
<tbody>
<tr>
<td>Hispanic</td>
<td>1</td>
<td>5</td>
</tr>
<tr>
<td>Black</td>
<td>2</td>
<td>6</td>
</tr>
<tr>
<td>Other</td>
<td>55</td>
<td>98</td>
</tr>
<tr>
<td>White</td>
<td>64</td>
<td>136</td>
</tr>
</tbody>
</table>
**PROPOSAL INFORMATION**

This software is being acquired through the U.S. General Services Administration (GSA), federal procurement cooperative that complies with state and federal requirements for bidding. Overall pricing for this project was obtained by contacting qualified vendors participating in the GSA program. These vendor(s) were evaluated and the most advantageous provider was selected.

*Denotes successful proposer

<table>
<thead>
<tr>
<th>Proposers</th>
<th>Address</th>
<th>Score</th>
<th>Amount</th>
</tr>
</thead>
<tbody>
<tr>
<td>*Actuate Corporation</td>
<td>2207 Bridgepointe Pkwy.</td>
<td>88.83</td>
<td>$460,073.00</td>
</tr>
<tr>
<td></td>
<td>San Mateo, CA 94404</td>
<td></td>
<td></td>
</tr>
<tr>
<td>Insightformation, Inc.</td>
<td>4050 Olson Memorial Hwy,</td>
<td>71.11</td>
<td>$593,500.00</td>
</tr>
<tr>
<td></td>
<td>Ste. 455</td>
<td></td>
<td></td>
</tr>
<tr>
<td></td>
<td>Golden Valley, MN 55422</td>
<td></td>
<td></td>
</tr>
</tbody>
</table>

**OWNER**

**Actuate Corporation**

Pete Cittadini, President
Dan Gaudreau, Vice President
Tom McKeever, Secretary
BE IT RESOLVED BY THE CITY COUNCIL OF THE CITY OF DALLAS:

Section 1. That the City Manager is authorized to execute a contract (1) for the purchase and installation of a Performance Measurement Software in the amount of $400,435.00, and (2) to enter into a twelve month maintenance agreement in the amount of $59,638.00 with Actuate Corporation, (VC0000005346), in an amount not to exceed $460,073.00, upon approval as to form by the City Attorney.

Section 2. That the City Controller is authorized to disburse funds from the following appropriation in an amount not to exceed $460,073.00 (subject to annual appropriations):

<table>
<thead>
<tr>
<th>FUND</th>
<th>DEPT</th>
<th>UNIT</th>
<th>OBJECT</th>
<th>ENCUMBRANCE</th>
<th>AMOUNT</th>
</tr>
</thead>
<tbody>
<tr>
<td>0198</td>
<td>DSV</td>
<td>1660</td>
<td>4735</td>
<td>GAE EOY2006DSV2</td>
<td>$400,435.00</td>
</tr>
<tr>
<td>0198</td>
<td>DSV</td>
<td>1660</td>
<td>3438</td>
<td>GAE EOY2006DSV2</td>
<td>$59,638.00</td>
</tr>
</tbody>
</table>

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:

Business Development and Procurement Services, 3FS
Communication and Information Services
Office of Financial Services
SUBJECT

Authorize a service contract to provide and install audio and visual equipment for the Jack Evans Police Headquarters building - AudioFidelity Communication Corp., only proposer - Not to exceed $514,968 - Financing: 2005-06 Urban Area Security Initiative Grant Funds

BACKGROUND

This service contract will provide much needed audio and visual equipment in order to upgrade outdated equipment and provide more functionality for the Fusion Center located at Jack Evans Police Headquarters. The mission of the Fusion Center is to be the sole collection, analysis, and dissemination point of criminal intelligence and criminal activities, by sharing information throughout the Police Department as well as other agencies and the Federal government. This center is also used as an “Operations Center” in major police situations such as terrorist acts or hostage situations where the command and control of multiple officers is critical. The Fusion Center began operations in January 2007, utilizing Urban Area Security Initiative (UASI) 2006 grant funding and was recently expanded to 24/7 operations. The Fusion Center publishes several hundred bulletins each year and participates in major cases. During the recent serial vehicle arson investigation, the Fusion Center was instrumental with the coordination of all the different criminal investigative resources involved in solving the case.
BACKGROUND (Continued)

As part of the solicitation process and in an effort to increase competition, Business Development and Procurement Services (BDPS) used its procurement system to send out 200 email bid notifications to vendors registered under respective commodities. To further increase competition, BDPS 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 bids, notifications were sent by the BDPS’ 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 March 26, 2003, City Council authorized an increase in the contract to provide and install audio and visual equipment for Jack Evans building by Resolution #03-1016.

On December 11, 2002, City Council authorized a contract to provide and install additional audio and visual equipment for Jack Evans building by Resolution #02-3593.

FISCAL INFORMATION

$514,968.00 - 2005-06 Urban Area Security Initiative Grant Funds

M/WBE INFORMATION

60 - Vendors contacted
60 - No response
0 - Response (Bid)
0 - Response (No Bid)
0 - Successful

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

The recommended awardee has fulfilled the good faith requirements set forth in the Good Faith Effort Plan adopted by Council Resolution #84-3501 as amended.

ETHNIC COMPOSITION

AudioFidelity Communication Corp.

<table>
<thead>
<tr>
<th>Ethnicity</th>
<th>Male</th>
<th>Female</th>
</tr>
</thead>
<tbody>
<tr>
<td>White</td>
<td>267</td>
<td>65</td>
</tr>
<tr>
<td>Hispanic</td>
<td>35</td>
<td>4</td>
</tr>
<tr>
<td>Black</td>
<td>3</td>
<td>21</td>
</tr>
<tr>
<td>Other</td>
<td>10</td>
<td>2</td>
</tr>
</tbody>
</table>
**PROPOSAL INFORMATION**

The following proposals were received from solicitation number BGZ0801 and opened on November 28, 2007. This service contract is being awarded in its entirety to the only responsive and responsible proposer.

*Denotes successful proposer

<table>
<thead>
<tr>
<th>Proposer</th>
<th>Address</th>
<th>Amount of Proposal</th>
</tr>
</thead>
<tbody>
<tr>
<td><em>AudioFidelity Communication Corp.</em></td>
<td>6005 Commerce Drive Suite 320 Irving, TX 75063</td>
<td>$514,968.00</td>
</tr>
</tbody>
</table>

**Note:** The City Auditor has reviewed this procurement and has no objection to awarding to AudioFidelity Communication Corp.

**OWNER**

**AudioFidelity Communication Corp.**

John D. Whitlock, Chairman
Doug Hall, Chief Executive Officer
Roger Patrick, Chief Operating Officer
Mark Baker, Chief Financial Officer


GOOD FAITH EFFORT PLAN SUMMARY

PROJECT: Authorize a service contract to provide and install audio and visual equipment for the Jack Evans Police Headquarters building - AudioFidelity Communication Corp., only proposer - Not to exceed $514,968 - Financing: 2005-06 Urban Area Security Initiative Grant Funds

AudioFidelity Communication Corp. is a local, non-minority firm, has signed the "Good Faith Effort" documentation, and proposes to use the following sub-contractors.

PROJECT CATEGORY: Goods

<table>
<thead>
<tr>
<th>LOCAL/NON-LOCAL CONTRACT SUMMARY</th>
<th>Amount</th>
<th>Percent</th>
</tr>
</thead>
<tbody>
<tr>
<td>Total local contracts</td>
<td>$514,968.00</td>
<td>100.00%</td>
</tr>
<tr>
<td>Total non-local contracts</td>
<td>$0.00</td>
<td>0.00%</td>
</tr>
<tr>
<td>TOTAL CONTRACT</td>
<td>$514,968.00</td>
<td>100.00%</td>
</tr>
</tbody>
</table>

<table>
<thead>
<tr>
<th>LOCAL/NON-LOCAL M/WBE PARTICIPATION</th>
</tr>
</thead>
</table>

Local Contractors / Sub-Contractors

<table>
<thead>
<tr>
<th>Local</th>
<th>Certification</th>
<th>Amount</th>
<th>Percent</th>
</tr>
</thead>
<tbody>
<tr>
<td>Blinds 4 Less</td>
<td>BFWB35743N1108</td>
<td>$2,534.00</td>
<td>0.49%</td>
</tr>
<tr>
<td>Jerry Haynes Electric Company</td>
<td>BMDB34282Y0708</td>
<td>$36,500.00</td>
<td>7.09%</td>
</tr>
<tr>
<td>The Road Show</td>
<td>HMDB34273Y0108</td>
<td>$5,000.00</td>
<td>0.97%</td>
</tr>
<tr>
<td>Total Minority - Local</td>
<td>$44,034.00</td>
<td>8.55%</td>
<td></td>
</tr>
</tbody>
</table>

Non-Local Contractors / Sub-Contractors

None

TOTAL M/WBE CONTRACT PARTICIPATION

<table>
<thead>
<tr>
<th>Local</th>
<th>Local</th>
<th>Percent</th>
<th>Local &amp; Non-Local</th>
<th>Percent</th>
</tr>
</thead>
<tbody>
<tr>
<td>African American</td>
<td>$39,034.00</td>
<td>7.58%</td>
<td>$39,034.00</td>
<td>7.58%</td>
</tr>
<tr>
<td>Hispanic American</td>
<td>$5,000.00</td>
<td>0.97%</td>
<td>$5,000.00</td>
<td>0.97%</td>
</tr>
<tr>
<td>Asian American</td>
<td>$0.00</td>
<td>0.00%</td>
<td>$0.00</td>
<td>0.00%</td>
</tr>
<tr>
<td>Native American</td>
<td>$0.00</td>
<td>0.00%</td>
<td>$0.00</td>
<td>0.00%</td>
</tr>
<tr>
<td>WBE</td>
<td>$0.00</td>
<td>0.00%</td>
<td>$0.00</td>
<td>0.00%</td>
</tr>
<tr>
<td>Total</td>
<td>$44,034.00</td>
<td>8.55%</td>
<td>$44,034.00</td>
<td>8.55%</td>
</tr>
</tbody>
</table>
WHEREAS, on December 11, 2002, City Council authorized a contract to provide and install audio and visual equipment for the Jack Evans Police Headquarters building by Resolution #02-3593; and,

WHEREAS, on March 6, 2003, City Council authorized an increase to the contract to provide and install audio and visual equipment for the Jack Evans Police Headquarters building by Resolution #03-1016;

NOW, THEREFORE,

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

Section 1. That the City Manager is authorized to execute a service contract with AudioFidelity Communication Corp. (502028) to provide and install audio and visual equipment in an amount not to exceed $514,968.00, upon approval as to form by the City Attorney. If the service was bid or proposed on an as needed, unit price basis for performance of specified tasks, payment to AudioFidelity Communication Corp. shall be based only on the amount of the services directed to be performed by the City and properly performed by AudioFidelity Communication Corp. under the contract.

Section 2. That the City Controller is authorized to disburse funds from the following appropriations in an amount not to exceed $514,968.00:

<table>
<thead>
<tr>
<th>FUND</th>
<th>DEPT</th>
<th>UNIT</th>
<th>OBJECT</th>
<th>AMOUNT</th>
</tr>
</thead>
<tbody>
<tr>
<td>F170</td>
<td>CMO</td>
<td>0295</td>
<td>4735</td>
<td>$514,968.00</td>
</tr>
</tbody>
</table>

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:

Business Development and Procurement Services, 3FS
Police
City Manager's Office
ADDENDUM ITEM # 11

KEY FOCUS AREA: A Cleaner, Healthier City Environment

AGENDA DATE: June 25, 2008

COUNCIL DISTRICT(S): 7

DEPARTMENT: Business Development & Procurement Services
Fire

CMO: Dave Cook, 670-7804
Ryan S. Evans, 670-3314

MAPSCO: 47-J

SUBJECT

Authorize the purchase of one street sweeper - Industrial Disposal Supply Company, Inc., lowest responsible bidder of two - Not to exceed $62,920 - Financing: Current Funds (to be reimbursed by Storm Water Drainage Management Funds)

BACKGROUND

The sweeper is being funded by the Storm Water Management Section of Public Works and Transportation. The Dallas Fire-Rescue Department will use the street sweeper daily to clear and prevent potential contaminants and debris from entering into the storm water inlets. There are more than forty storm water inlets throughout the complex. Surface run-off from these inlets drains directly into White Rock Creek. Currently, potential contaminants, debris, and litter are extracted manually. The use of the sweeper will allow for more efficient removal of waste and provide an increase in staff productivity by reclaiming fifteen hours a week for other maintenance duties. The dollar value associated with reclaiming the fifteen hours a week is twenty-seven thousand dollars annually.

The Dallas Fire-Rescue Department Training and Maintenance facility sits on forty acres and is covered by concrete roadways, parking areas, buildings, training aides and various structures along with a large maintenance facility responsible for the repair and maintenance of the Fire-Rescue Department's fleet.

Competitive bids were issued on February 7, 2008 and opened on March 6, 2008. A total of two bids were received. Bid pricing was then compared to Texas local cooperative purchasing agreement Houston-Galveston Area Council of Government (H-GAC) and it was determined that the lowest competitive bid provided the most advantageous pricing to the City. H-GAC pricing total is $63,863.80 compared to the lowest competitive bid total of $62,920.00. Lowest competitive bid is $943.80 less than H-GAC pricing.
BACKGROUND (Continued)

As part of the solicitation process and in an effort to increase competition, Business Development and Procurement Services (BDPS) used its procurement system to send out 261 email bid notifications to vendors registered under respective commodities. To further increase competition, BDPS 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 bids, notifications were sent by the BDPS' 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)

This item has no prior action.

FISCAL INFORMATION

$62,920.00 - Current Funds (to be reimbursed by Storm Water Drainage Management Funds)

M/WBE INFORMATION

22 - Vendors Contacted
21 - No response
   1 - Response (bid)
   0 - Response (no bid)
   0 - Successful

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

The recommended awardees have fulfilled the good faith requirements set forth in the Good Faith Effort Plan adopted by Council Resolution #84-3501 as amended.

ETHNIC COMPOSITION

Industrial Disposal Supply Company, Inc.

<table>
<thead>
<tr>
<th>Ethnicity</th>
<th>Female</th>
<th>Male</th>
</tr>
</thead>
<tbody>
<tr>
<td>Hispanic</td>
<td>3</td>
<td>3</td>
</tr>
<tr>
<td>Black</td>
<td>0</td>
<td>1</td>
</tr>
<tr>
<td>Other</td>
<td>0</td>
<td>0</td>
</tr>
<tr>
<td>White</td>
<td>7</td>
<td>5</td>
</tr>
</tbody>
</table>
BID INFORMATION

The following bids were received from solicitation number BP0812 and opened on March 6, 2008. This purchase is being awarded in its entirety to the lowest responsive and responsible bidder.

*Denotes successful bidder

<table>
<thead>
<tr>
<th>Bidders</th>
<th>Address</th>
<th>Amount of Bid</th>
</tr>
</thead>
<tbody>
<tr>
<td>*Industrial Disposal</td>
<td>901 22nd Street</td>
<td>$62,920.00</td>
</tr>
<tr>
<td>Supply Company, Inc.</td>
<td>Plano, TX 75074</td>
<td></td>
</tr>
<tr>
<td>Heil of Texas</td>
<td>300 S. Loop 12</td>
<td>$81,000.00</td>
</tr>
<tr>
<td>Maintenance Group</td>
<td>Irving, TX 75060</td>
<td></td>
</tr>
</tbody>
</table>

OWNER

Industrial Disposal Supply Company, Inc.

Jack Curtis, President
Paul Hunt, Vice President
Candace Olson, Secretary
Kenneth Heinemeyer, Treasurer
GOOD FAITH EFFORT PLAN SUMMARY

PROJECT: Authorize the purchase of one street sweeper - Industrial Disposal Supply Company, Inc., lowest responsible bidder of two - Not to exceed $62,920 - Financing: Current Funds (to be reimbursed by Stormwater Management Drainage Fund)

Industrial Disposal Supply Company, Inc. is a non-local, non-minority firm, has signed the "Good Faith Effort" documentation, and proposes to use their own workforce.

PROJECT CATEGORY: Goods

LOCAL/NON-LOCAL CONTRACT SUMMARY

<table>
<thead>
<tr>
<th></th>
<th>Amount</th>
<th>Percent</th>
</tr>
</thead>
<tbody>
<tr>
<td>Total local contracts</td>
<td>$0.00</td>
<td>0.00%</td>
</tr>
<tr>
<td>Total non-local contracts</td>
<td>$62,920.00</td>
<td>100.00%</td>
</tr>
<tr>
<td>TOTAL CONTRACT</td>
<td>$62,920.00</td>
<td>100.00%</td>
</tr>
</tbody>
</table>

LOCAL/NON-LOCAL M/WBE PARTICIPATION

Local Contractors / Sub-Contractors

None

Non-Local Contractors / Sub-Contractors

None

TOTAL M/WBE CONTRACT PARTICIPATION

<table>
<thead>
<tr>
<th></th>
<th>Local</th>
<th>Percent</th>
<th>Local &amp; Non-Local</th>
<th>Percent</th>
</tr>
</thead>
<tbody>
<tr>
<td>African American</td>
<td>$0.00</td>
<td>0.00%</td>
<td>$0.00</td>
<td>0.00%</td>
</tr>
<tr>
<td>Hispanic American</td>
<td>$0.00</td>
<td>0.00%</td>
<td>$0.00</td>
<td>0.00%</td>
</tr>
<tr>
<td>Asian American</td>
<td>$0.00</td>
<td>0.00%</td>
<td>$0.00</td>
<td>0.00%</td>
</tr>
<tr>
<td>Native American</td>
<td>$0.00</td>
<td>0.00%</td>
<td>$0.00</td>
<td>0.00%</td>
</tr>
<tr>
<td>WBE</td>
<td>$0.00</td>
<td>0.00%</td>
<td>$0.00</td>
<td>0.00%</td>
</tr>
<tr>
<td>Total</td>
<td>$0.00</td>
<td>0.00%</td>
<td>$0.00</td>
<td>0.00%</td>
</tr>
</tbody>
</table>
BE IT RESOLVED BY THE CITY COUNCIL OF THE CITY OF DALLAS:

Section 1. That the purchase of one street sweeper is authorized with Industrial Disposal Supply Company, Inc., (003995) in an amount not to exceed $62,920.00 (to be reimbursed by Storm Water Drainage Management Funds).

Section 2. That the Purchasing Agent is authorized, upon appropriate requisition, to issue a purchase order for one street sweeper. If a formal contract is required for this purchase instead of a purchase order, the City Manager is authorized to execute the contract upon approval as to form by the City Attorney.

Section 3. That the City Controller is authorized to disburse funds from the following appropriation, in an amount not to exceed $62,920.00 (to be reimbursed by Storm Water Drainage Management Funds):

<table>
<thead>
<tr>
<th>FUND</th>
<th>DEPT</th>
<th>UNIT</th>
<th>OBJECT</th>
<th>ACTV</th>
<th>ENCUMBRANCE</th>
</tr>
</thead>
<tbody>
<tr>
<td>0001</td>
<td>DFD</td>
<td>2032</td>
<td>4740</td>
<td>DF08</td>
<td>RQSDFD00000043860</td>
</tr>
</tbody>
</table>

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:

Business Development and Procurement Services, 3FS
Fire
Public Works and Transportation Department, Jean Mitchell, OCMC, Room 101
SUBJECT

Authorize the City Manager to (1) implement the closing of Reunion Arena, and cease accepting bookings for events after June 30, 2008, (2) secure the facility in preparation for demolition, (3) develop a plan to finance the demolition of Reunion Arena, (4) ensure that the land under Reunion Arena not be considered surplus property at this time, and (5) develop a renovation and operation plan for the Dallas Convention Center.

BACKGROUND

Reunion Arena opened in 1980 and hosted numerous events over the past 28 years.

In July of 2001 the City of Dallas invested $125 million for the construction of the American Airlines Center. The American Airlines Center is leased and managed by Center Operating Company pursuant to a 30-year lease agreement. It pays the City $3.4 million per year in rent. As part of the negotiation of the lease agreement for the American Airlines Center, Center Operating Company first sought to require that the City demolish Reunion Arena as is typically the case in other cities when a new sports and entertainment facility is built to replace an existing older facility. The City continued to operate Reunion Arena past completion of the American Airlines Center.

The lease agreement with the Center Operating Company contains a provision specifying that American Airlines Center will retain the first right to negotiate with, and book events prior to Reunion Arena being able to do so, and entered into a five year management agreement with the City of Dallas to manage Reunion Arena effective July 28, 1998 through July 27, 2003, with options to renew for additional five year terms.
BACKGROUND (continued)

On July 17, 2002, Center Operating Company served the City formal notice of termination of the management agreement effective September 30, 2002. This action item authorizes the City Manager to (1) close Reunion Arena and cease accepting bookings for events after June 30, 2008, (2) secure the facility in preparation for demolition, (3) develop a plan to finance the demolition of Reunion Arena, (4) develop a renovation and operation plan for the Dallas Convention Center Arena, and (5) ensure that the land under Reunion Arena not be considered surplus property.

PRIOR ACTION/REVIEW (COUNCIL, BOARDS, COMMISSIONS)

On August 21, 2002, the City Council accepted the City Manager’s recommendation to continue operating Reunion Arena as an ancillary facility to the Dallas Convention Center and used as a second downtown arena venue to capture large meetings, convention general sessions, as well as collegiate and alternative sports events.

On September 19, 2006, the City instructed staff to cease accepting bookings for Reunion Arena after June 30, 2008.

On June 10, 2008, the Economic Development Committee accepted the staff's recommendation to cease operations of Reunion Arena on June 30, 2008.

FISCAL INFORMATION

No cost consideration to the City
WHEREAS, Reunion Arena opened in 1980;

WHEREAS, millions of people have attended thousands of events and have captured memorable experiences at Reunion Arena;

WHEREAS, the City of Dallas invested $125 million for the construction of the American Airlines Center, which opened in July 2001;

WHEREAS, American Airlines Center is leased and managed by Center Operating Company pursuant to a 30-year lease agreement, in which it pays the City $3.4 million per year in rent;

WHEREAS, as part of the negotiation of the lease agreement for the American Airlines Center, Center Operating Company first sought to require that the City demolish Reunion Arena upon completion of American Airlines Center, as is typically the case when in other cities a new sports and entertainment facility is built to replace an existing older facility.

WHEREAS, the City continued to operate Reunion Arena past completion of the American Airlines Center;

WHEREAS, the City of Dallas lease agreement with Center Operating Company contains a provision specifying that American Airlines Center will retain the first right to negotiate with, and book, events prior to Reunion Arena being able to do so, and entered into a five year management agreement with the City of Dallas to manage Reunion Arena effective July 28, 1998 through July 27, 2003, with options to renew for additional five-year terms;

WHEREAS, on July 17, 2002, Center Operating Company served the City formal notice of termination of the management agreement effective September 30, 2002;

WHEREAS, after September 30, 2002, Convention and Event Services assumed day-to-day management of Reunion Arena;

WHEREAS, the first right of refusal provision in the City of Dallas and Center Operating Company agreement will continually impair Reunion Arena’s ability to significantly improve its financial performance;

WHEREAS, on September 19, 2006, the City Council instructed staff to cease accepting bookings for Reunion Arena after June 30, 2008;

WHEREAS, on June 10, 2008, the City of Dallas' Economic Development Committee accepted the staff's recommendation to cease operations for Reunion Arena on June 30, 2008;
NOW, THEREFORE,

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

Section 1. That the City Manager is hereby authorized to implement the following:

   b. Secure the building in preparation for demolition.
   c. Develop a Reunion Arena demolition financing plan and schedule and present it to the Economic Development Committee and City Council for consideration during the fiscal year 2008-2009 budget deliberations.
   d. Develop a renovation and operation plan for the Dallas Convention Center Arena in light of Reunion Arena's closing. Brief the Economic Development Committee on its findings and recommendations within 60 days.
   e. That the land under Reunion Arena not be considered surplus property at this time.

Section 2. 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.
SUBJECT

A resolution declaring the City’s intent, in accordance with the provisions of Section 1.150-2 of the Treasury Regulations, to reimburse itself for payments to certain third parties related to the convention center headquarters hotel project, at such time as it issues obligations to finance the Project (the Project Debt) - Financing: No cost consideration to the City

BACKGROUND

The City has issued $40,280,000 City of Dallas, Texas Combination Tax and Revenue Certificates of Obligation, for the purpose of financing the acquisition of a tract of land known as the Chavez tract, which is to be the site of the convention center hotel. The City intends that the Certificates of Obligation be refinanced with the Project Debt.

As part of the analysis and negotiation process in connection with the convention center headquarters hotel and related financing, the City has made payments and expects to make additional payments to certain third parties. This reimbursement resolution authorizes the City to reimburse itself at the time it issues the Project Debt.

PRIOR ACTION/REVIEW (COUNCIL, BOARDS, COMMISSIONS)

Briefed to the Economic Development Committee on June 16, 2008

FISCAL INFORMATION

No cost consideration to the City
WHEREAS, the City of Dallas, Texas (the "City") is a home-rule municipality and political subdivision of the State of Texas;

WHEREAS, the City Council has been briefed on the acquisition of the Chavez tract as a site for a convention center headquarters hotel;

WHEREAS, on May 14, 2008, the City Council approved Resolution No. 08-1460 (1) directing the City Manager to distribute the Official Statement and to proceed with the City of Dallas Combination Tax and Revenue Certificates of Obligation, Series 2008, no sooner than May 21, 2008 or later than May 28, 2008; (2) stating the City's intent to purchase the Chavez tract, no sooner than May 21, 2008 or later than May 28, 2008 and (3) directing the City Manager to pursue negotiations with hotel developers and operators for construction and operation of a publicly-owned convention center hotel to be built on the Chavez site;

WHEREAS, on May 21, 2008, the City Council approved Ordinance No. 08-1485, authorizing the issuance of $40,280,000 City of Dallas, Texas Combination Tax and Revenue Certificates of Obligation, Series 2008 (the "Certificates of Obligation") for the purpose of financing the acquisition of a tract of land known as the Chavez tract;

WHEREAS, pursuant to Resolution No. 08-1486, approved by the City Council on May 28, 2008, the City acquired the Chavez tract on June 19, 2008, to be the site of the convention center headquarters hotel as directed by the City Council;

WHEREAS, the City intends that the Certificates of Obligation be refinanced with convention center hotel revenue bonds (the Project Debt);

WHEREAS, the City expects to pay expenditures in connection with the design, planning, acquisition and construction of a convention center headquarters hotel planned on the site referred to as the Chavez tract, together with related development on the tract prior to the issuance of the Project Debt from available funds, including without limitation engagement of cost consultants and special counsel;

WHEREAS, the City understands that third parties will make expenditures in connection with the Project prior to the issuance of the Project Debt from available funds;

WHEREAS, the City finds, considers, and declares that the reimbursement of the City and certain third parties for the payment of such expenditures will be appropriate and consistent with the lawful objectives of the City and, as such, chooses to declare its intention, in accordance with the provisions of Section 1.150-2 of the Treasury Regulations, to reimburse itself for such payments at such time as it issues the Project Debt;

NOW, THEREFORE,
BE IT RESOLVED BY THE CITY COUNCIL OF THE CITY OF DALLAS THAT:

Section 1. The City reasonably expects it will incur debt, as one or more series of obligations, with an aggregate maximum principal amount not to exceed $600,000,000, for the purpose of paying the aggregate costs of the Project (the "Project Debt"), including debt reserves, capitalized interest, and refinancing of the Certificates of Obligation.

Section 2. All costs to be reimbursed pursuant hereto will be capital expenditures. No tax-exempt obligations will be issued by the City in furtherance of this Statement after a date which is later than 18 months after the later of (1) the date the expenditures are paid or (2) the date on which the property, with respect to which such expenditures were made, is placed in service.

Section 3. The foregoing notwithstanding, no tax-exempt obligation will be issued pursuant to this Statement more than three years after the date any expenditure which is to be reimbursed is paid.

Section 4. 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.
A resolution authorizing a 5-year lease with an option to purchase of approximately 23,670 square feet of unwanted and unneeded City-owned land improved with a former library located near the intersection of Hampton Road and Illinois Avenue from July 1, 2008 through June 30, 2013 to the Organization of Hispanic Contractors DBA Hispanic Contractors Association of Dallas Fort Worth, the only bidder - Annual Revenue: $21,000

BACKGROUND

This item authorizes the acceptance of the only bid received from the Organization of Hispanic Contractors DBA Hispanic Contractors Association of Dallas Fort Worth (HCADFW) for approximately 23,670 square feet of unwanted and unneeded City-owned land improved with a former library located near the intersection of Hampton Road and Illinois Avenue. This property was advertised for lease with an option to purchase on April 27, 2008 and April 28, 2008 in the Dallas Morning News at a minimum monthly rental rate of $1,750, a minimum option purchase price of $183,750 and a minimum estimated amount of required tenant improvements of $700,000. The term of the lease shall be for five years and shall be on a triple net basis with the lessee responsible for providing and paying all taxes, insurance, utilities, maintenance and repairs attributable to the property and any improvements. The minimum rental rate and purchase price are based on an independent appraisal. Bids were opened on June 12, 2008 and one bid was received from HCADFW for a Monthly Rental Rate of $1,750, an Estimated Amount of Required Tenant Improvements of $700,000, and an Option Purchase Price of $183,750.

The property was advertised in local newspapers and on the Real Estate website. A “for lease/for sale” sign was placed on the property with notices being sent to: (1) property owners within 300 feet; (2) brokers and agents in the Dallas area; and (3) investors and citizens kept on an internal surplus property mailing list.
BACKGROUND (continued)

This property will be conveyed with a restriction prohibiting the placement of industrialized housing and a reservation of all oil, gas and other minerals in and under the property. The current zoning for this property is R-7.5 and the tax value is $516,750. This land will return to the tax rolls upon conveyance.

PRIOR ACTION/REVIEW (COUNCIL, BOARDS, COMMISSIONS)

On April 9, 2008, this item was deferred by Councilmember David A. Neumann.

On May 23, 2007, Council declared this property unwanted and unneeded by Resolution No. 07-1587.

FISCAL INFORMATION

Annual Revenue: $21,000

OWNER

Organization of Hispanic Contractors DBA HCADFW

MAPS

Attached
WHEREAS, the City of Dallas is the owner of a tract of land containing approximately 23,670 square feet of land located near the intersection of Hampton Road and Illinois Avenue, Block 21/6026, Dallas County, Texas, ("the Property"); and

WHEREAS, the Property was declared surplus to the City’s needs by Resolution No. 07-1587 on May 23, 2007, and authorized to be offered for sale by sealed bid, with a minimum bid of $576,000.00 specified; and

WHEREAS, the Property was not advertised for sale at that time and an updated appraisal was obtained which reflects a market value of $175,000; and

WHEREAS, on April 23, 2008, by Resolution No. 08-1290, City Council authorized the Property to be advertised for lease with an option to purchase, with the minimum bid terms specified as follows:

- **Monthly Rental Rate**: $1,750.00
- **Estimated Amount of Required Tenant Improvements**: $700,000.00
- **Option Purchase Price**: $183,750.00;

and

WHEREAS, the City has complied legally and fully with the provisions of §272.001 of the Texas Local Government Code, respecting the public advertisement for bids in connection with the sale of the Property; and

WHEREAS, the procedures required by Code Section 2-24 that are not required by state law were waived with respect to this transaction; and

WHEREAS, on June 12, 2008, the City received one bid from the Organization of Hispanic Contractors, a Texas non-profit corporation, DBA Hispanic Contractors Association of Dallas Fort Worth, for a Monthly Rental Rate of $1,750.00, an Estimated Amount of Required Tenant Improvements of $700,000.00, and an Option Purchase Price of $183,750.00; and

WHEREAS, this bid complies with all legal requirements and is acceptable; and

WHEREAS, the City Council desires to accept the bid and authorize the City Manager, and/or her designee, to enter into a Lease Agreement With Option to Purchase as to the Property, by and between the City of Dallas, as Landlord / Optionor, and the Organization of Hispanic Contractors, a Texas non-profit corporation, DBA Hispanic Contractors Association of Dallas Fort Worth, as Tenant / Optionee, upon the terms, conditions and provisions herein provided; 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 Lease Agreement With Option To Purchase, upon approval as to form by the City Attorney, with the Organization of Hispanic Contractors, a Texas non-profit corporation, DBA Hispanic Contractors Association of Dallas Fort Worth, as Tenant / Optionee, and the City of Dallas, as Landlord / Optionor, for the Property, to be only used for residential and/or general office uses.

SECTION 2. That the special terms and conditions of this lease with option to purchase are:

(a) The lease is of the Property and any improvements currently located thereon.

(b) The lease is for a term of five (5) years, beginning July 1, 2008 and ending June 30, 2013.

(c) The fixed minimum rent is $1,750.00 per month due and payable in advance monthly.

(d) Landlord / Optionor shall have the right to enter the Property and any improvements thereon during the term of the lease to inspect and determine compliance of Tenant / Optionee with the terms of the lease.

(e) The lease shall be on a triple net basis with the tenant responsible for providing and paying for all taxes, insurance, utilities, maintenance and repairs attributable to the Property and any improvements thereon during the term of the lease.

(f) Tenant / Optionee, at its cost and expense, shall complete during the first year of the lease term, improvements, renovations, restoration, finish-out, and repairs to the Property (“Tenant Improvements”) having a value of not less than $700,000, said Tenant Improvements being subject to the review and written approval of the Directors of Development Services and Equipment and Building Services (the “Directors”), both as to the nature of and plans and specifications for the Tenant Improvements proposed and their satisfactory completion and value.

(g) Tenant / Optionee shall have the right to terminate the lease within the first 120 days of the lease term if the Tenant / Optionee is not able to secure satisfactory zoning for the Property.

(h) Use of the Property under the lease is restricted to residential and/or general office use only.

(i) The option to purchase the Property shall run in favor of Tenant / Optionee upon the following terms and conditions:
1) Tenant / Optionee may not exercise the option to purchase unless and until it has completed the Tenant Improvements provided for in the lease as evidenced by the Directors’ approval of same;

2) the option to purchase shall expire upon the termination of the lease for whatever reason;

3) the Option Purchase Price shall escalate at a rate of 1% per year from the effective date of the lease until closing and Tenant / Optionee shall pay the Option Purchase Price and any such escalation at closing;

4) the conveyance upon closing shall be by Deed Without Warranty, in a form approved by the City Attorney;

5) property taxes and assessments, if any, will be prorated through the closing and assumed by Tenant / Optionee:

6) all closing costs and title expenses, including without limitation the cost of title insurance, if desired, attributable to the closing of the purchase under the option shall be paid by Tenant / Optionee;

(j) Both the lease and any resulting conveyance pursuant to the option to purchase shall be subject to the terms, covenants, conditions, reservations, restrictions and exceptions of this authorizing resolution, including without limitation the following:

1) a restriction prohibiting the placement of industrialized housing on the Property;

2) reservation by the City of Dallas of all oil, gas and other minerals in and under the property with a waiver of surface access rights relating to said minerals;

3) any and all visible and apparent easements and encroachments, whether of record or not;

4) any and all covenants, conditions, reservations, restrictions, exceptions, easements, rights-of-way, mineral interests, mineral leases, or other instruments of record and applicable to the Property or any part thereof; and
5) standby fees, taxes and assessments, if any, by any taxing authority for the year of closing and subsequent years and assessments by any taxing authority for prior years due to changes in land usage or ownership, the payment of said standby fees, taxes, and assessments being assumed by Tenant / Optionee.

(k) To the maximum extent allowed by law, both the lease and any resulting conveyance pursuant to the option to purchase shall be strictly on an "AS IS, WHERE IS, WITH ALL FAULTS" basis;

(l) Both the lease and any resulting conveyance pursuant to the option to purchase shall provide that, as a material part of the consideration for same, and to the maximum extent allowed by law, (i) the tenant / grantee is taking the Property “AS IS, WHERE IS, WITH ALL FAULTS”; (ii) the landlord / grantor disclaims responsibility as to the accuracy or completeness of any information relating to the Property; (iii) the tenant / grantee assumes all responsibility to examine all applicable building codes and zoning ordinances to determine if the Property can be used for the purposes desired and to check for outstanding or pending code enforcement actions including but not limited to repair or demolition orders; and (iv) the landlord / grantor expressly disclaims and the tenant / grantee expressly waives, any warranty or representation, express or implied, including without limitation any warranty of condition, habitability, merchantability or fitness for a particular purpose of the Property;

(m) Both the lease and any resulting conveyance pursuant to the option to purchase shall provided that the landlord / grantor makes no representations of any nature regarding the Property and specifically disclaims any warranty, guaranty or representation, oral or written, express or implied, past, present, or future, concerning: (i) the nature and condition of the Property, including without limitation, the water, soil and geology, and the suitability thereof and the Property for any and all activities and uses which the tenant / grantee may elect to conduct thereon, and the existence of any environmental substances, hazards or conditions or presence of any endangered or protected species thereon or compliance with all applicable laws, rules or regulations; (ii) the nature and extent of any right-of-way, lease, possession, lien, encumbrance, license, reservation, condition or otherwise; (iii) the compliance of the Property or its operation with any law, ordinance or regulation of any federal, state, or local governmental authority; and (iv) whether or not the Property can be developed or utilized for any purpose. For purposes hereof, “environmental substances” means the following: (a) any “hazardous substance” under the Comprehensive Environmental Response, Compensation and Liability Act of 1980, 42 U.S.C.A. Section 9601 et seq., as amended; (b) any “hazardous substance” under the Texas Hazardous Substances Spill Prevention and Control Act, Tex. Water
Code, Section 26.261, et. seq., as amended; (c) petroleum or petroleum-based products (or any derivative or hazardous constituents thereof or additives thereto), including without limitation, fuel and lubrication oils; (d) any “hazardous chemicals” or “toxic chemicals” under the Occupational Safety and Health Act, 29 U.S.C.A. Section 651 et. seq., as amended; (e) any hazardous waste” under the Resource Conservation and Recovery Act, 42 U.S.C.A. Section 6901 et. seq., as amended; (f) asbestos; (g) polychlorinated biphenyls; (h) underground storage tanks, whether empty, filled, or partially filled with any substance; (i) any substance, the presence of which is prohibited by federal, state or local laws and regulations; and (j) any other substance which by federal, state or local laws and regulations requires special handling or notification of governmental authorities in its collection, storage, treatment or disposal. References to particular acts or codifications in this definition include all past and future amendments thereto, as well as applicable rules and regulations as now or hereafter promulgated thereunder; and

(n) Such other terms and requirements and/or disclaimers as the Landlord / Optionor deems necessary, convenient or appropriate.

SECTION 3. That any and all proceeds (including without limitation, rental) that may accrue from the lease feature of the Lease Agreement With Option to Purchase be credited to Fund 0001, Department DEV, Unit 1181, Revenue Source 8410.

SECTION 4. That upon exercise of the option to purchase by the Organization of Hispanic Contractors DBA Hispanic Contractors Association of Dallas Fort Worth, closing of said transaction, and receipt of the Option Purchase Price (and any escalations), the City Manager or designee is authorized to execute the Deed Without Warranty (as provided in the Lease Agreement with Option To Purchase), to be attested by the City Secretary upon approval as to form by the City Attorney for the Property.

SECTION 5. That, in the event the option to purchase is exercised and closed, the sale proceeds shall be deposited into the General Fund 0001, Dept. DEV, Bal Sheet 0519 and Department of Development Services, Real Estate Division shall be reimbursed for the cost of obtaining legal description, appraisal and other administrative costs incurred. The reimbursement proceeds shall be deposited in General Fund 0001, Dept. DEV, Unit 1183, Object 5011 and any remaining proceeds shall be transferred to the General Capital Reserve Fund 0625, Dept. BMS, Unit 8888, Revenue Source 8118.

SECTION 6. That if a title policy is desired by Tenant / Optionee, it shall be at the expense of the Tenant / Optionee.
SECTION 7. That the sale shall be subject to standby fees, taxes and assessments, if any, by any taxing authority for the year of closing and subsequent years and assessments by any taxing authority for prior years due to changes in land usage or ownership, the payment of said standby fees, taxes and assessments being assumed by Tenant / Optionee.

SECTION 8. That this Resolution shall take effect immediately from and after its passage, as provided by 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
ADDENDUM ITEM # 15

KEY FOCUS AREA: Economic Vibrancy
AGENDA DATE: June 25, 2008
COUNCIL DISTRICT(S): 5
DEPARTMENT: Office of Economic Development
CMO: A. C. Gonzalez, 671-8925
MAPSCO: 59 L

SUBJECT
Authorize an economic development grant agreement with NEC Lake June & Masters, L.P. related to the redevelopment of the Lake June Plaza shopping center located at Lake June Road and Masters Drive – Not to exceed $1,500,000 – Financing: Public/Private Partnership Funds

BACKGROUND
NEC Lake June & Masters, L.P. (NEC Lake June) seeks City Council approval of an economic development grant of $1,500,000 for redeveloping and remodeling the 145,000 square foot shopping center situated on approximately 15 acres located at the northeast quadrant of the intersection of Lake June Road and Masters Drive. This largely vacant and deteriorating shopping center has a 45,000 square foot vacant grocery store that was formerly occupied by Winn-Dixie. This retail project is planned to retenant the vacant grocery store with another full-service grocery store and fill the other vacancies with stores offering general merchandise and retail related services.

NEC Lake June will make a private investment of approximately $8,000,000 and the shopping center will be required to have a minimum of 50 jobs in order to be eligible for the proposed economic development grant. The city grant is designed to offset certain development costs including demolition, environmental remediation, and other related improvements for the redevelopment of this vacant shopping center. The city grant will be payable in the amount of $750,000 upon substantial completion of approximately $5,500,000 in improvements, occupancy of a full service grocery store, and the creation of 50 jobs by December 31, 2009, and an additional $750,000 upon substantial completion of approximately $2,500,000 in additional improvements by December 31, 2010.

The proposed development meets minimum eligibility requirements of the Public/Private Partnership Program as adopted by the City Council on April 9, 2008.
BACKGROUND (continued)

NEC Lake June’s general partner, Syd Hurley of Vista Property Company, LLC, previously developed the Sierra Vista Plaza shopping center located at W. Illinois Avenue and S. Westmoreland Road.

ESTIMATED SCHEDULE OF THE PROJECT

Begin Construction September 2008
Grocery Anchor and Exterior Construction December 31, 2009
Complete Tenant/Other Improvements December 31, 2010

PROJECT DETAILS

Project Site: Northeast corner of Lake June Road & Masters Drive

Acreage: 15

Existing Facility: 145,000 square feet

Real Property Investment: Building improvements $8 million

Minimum Required Jobs: 50

Average Wage: $12.00 per hour

CITY INCENTIVES

Economic Development Grant
(Development Fees and other project costs such as demolition and environmental remediation) $1,500,000

<table>
<thead>
<tr>
<th></th>
<th>New Real Property</th>
<th>Sales Tax @1%</th>
<th>1-year Total</th>
<th>10-year Total (2% annual growth)</th>
</tr>
</thead>
<tbody>
<tr>
<td>Investment</td>
<td>$8M</td>
<td>$10M</td>
<td>$0</td>
<td>$0</td>
</tr>
<tr>
<td>Annual Taxable Retail Sales</td>
<td>$0</td>
<td>$0</td>
<td>$0</td>
<td>$0</td>
</tr>
<tr>
<td>Annual Forgone Revenue</td>
<td>$59,834</td>
<td>$100,000</td>
<td>$159,835</td>
<td>$1,750,116</td>
</tr>
<tr>
<td>Annual City of Dallas Tax Revenue</td>
<td>$59,834</td>
<td>$100,000</td>
<td>$159,835</td>
<td>$1,750,116</td>
</tr>
</tbody>
</table>
PRIOR ACTION/REVIEW (COUNCIL, BOARDS, COMMISSIONS)

On June 16, 2008, a memo was submitted to the Economic Development Committee regarding an economic development grant with NEC Lake June & Masters, L.P. (NEC Lake June) related to the redevelopment of the Lake June Plaza shopping center located at Lake June Road and Masters Drive.

FISCAL INFORMATION

Public/Private Partnership Funds - $1,500,000

OWNER

NEC Lake June & Masters, L.P.
Syd Hurley, Managing Partner

DEVELOPER

Vista Property Company, LLC
Syd Hurley, President

MAP

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

WHEREAS, on April 9, 2008, the City Council authorized the continuation of its participation in tax abatement, and established, by Resolution No.08-1050, as amended, appropriate Public/Private Partnership Program Guidelines and Criteria governing tax abatement agreements to be entered into by the City as required by the Property Redevelopment and Tax Abatement Act, as amended, V.T.C.A. Tax Code, Chapter 312 (the "Act"); and

WHEREAS, on April 9, 2008, the City Council elected to continue its participation in economic development grants per Chapter 380 of the Texas Local Government Code by Resolution No. 08-1050, as amended; and

WHEREAS, the City desires to enter into an economic development grant agreement with NEC Lake June & Masters, L.P. (NEC Lake June) related to the redevelopment of the Lake June Plaza shopping center located at 10325 Lake June Road, Dallas, Texas, 75217.

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 Chapter 380 economic development grant agreement with NEC Lake June & Masters, L.P. related to NEC Lake June’s redevelopment of the Lake June Plaza shopping center located at 10325 Lake June Road, Dallas, Texas.

Section 2. That the economic development grant with NEC Lake June, in an amount not to exceed $1,500,000, will be payable in the amount of $750,000 upon substantial completion of approximately $5,500,000 in improvements, occupancy of a full service grocery store, and the creation of 50 jobs by December 31, 2009, and an additional $750,000 upon substantial completion of approximately $2,500,000 in additional improvements by December 31, 2010.

Section 3. That the City Manager is hereby authorized to increase appropriations in Fund 0352, Department ECO, Unit 9992, Object 3562, in an amount not to exceed $800,000.

Section 4. That the City Controller is hereby authorized to encumber and disburse funds from: Fund 0352, Department ECO, Unit 9992, Object 3562, Activity PPPF, Encumbrance No. ECO9992I094, Vendor No. VS0000032089, in an amount not to exceed $1,500,000.
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: Office of Economic Development - Tenna Kirk, 5CS
              Office of Economic Development - Sajid Safdar, 2CN
              City Attorney's Office - Barbara Martinez
Authorize certain amendments to Resolution No. 07-2360, Section 8, items A through F previously approved on August 22, 2007, authorizing the execution of a Development Agreement with the Dallas Independent School District to (a) revise the project construction start date from September 30, 2007 to July 10, 2008; (b) extend the project completion date from August 30, 2008 to June 30, 2009; (c) require the project to meet Dallas Independent School District’s M/WBE policy and procedures for public improvements and facility space improvements for the North Dallas High School project located at 3120 North Haskell Avenue - Financing: No cost consideration to the City

BACKGROUND

On March 30, 2007, the Cityplace Area TIF District Board of Directors provided a recommendation to the Dallas City Council for project approval and authorization of a Development Agreement between the City of Dallas and Dallas Independent School District (DISD) for the development of the North Dallas High School Improvements. Subsequently, the City Council on August 22, 2007, affirmed the Board’s recommendation and passed a resolution authorizing the execution of the Development Agreement and the dedication of funds from the Cityplace Area TIF District tax increment in an amount up to $1,097,987.

DISD’s funding was delayed and they were unable to begin construction by the deadline stipulated. Accordingly, the construction of the project will not be completed by August of this year, as outlined in the resolution. The school district has indicated that the necessary funds to start and complete this project are now available.

DISD will construct a series of public space improvements at North Dallas High School, including paving, utility improvements, streetscape and lighting, and landscaping.
BACKGROUND (continued)

Other space improvements are athletic field improvements, auditorium and training facility space improvements, lighting and technology improvements at the campus located at 3021 N. Haskell in the Cityplace Area TIF District. The cost of related TIF-eligible public improvements and space enhancements is approximately $1,097,987.

Certain costs of improvements are eligible for funding with tax increment revenues under legislative actions taken in 2005. Pursuant to the Cityplace Area TIF District Project Plan and Reinvestment Zone Financing Plan, the Board recommended that TIF funding up to $1,097,987 be dedicated or pledged from future Cityplace Area TIF District revenues to the proposed DISD North Dallas High School project. No TIF subsidies will become payable until the DISD North Dallas High School project is fully completed.

DISD will fund and construct the approved TIF eligible public improvements at a cost of approximately $1,097,987. DISD will be reimbursed solely from the Cityplace Area TIF District Fund, and/or Tax Increment Bonds, not City general funds or other City bond funds, only to the extent Cityplace Area TIF District funds are available.

The items below are the revised provisions for the development agreement:

A. DISD shall use reasonable efforts to take out a construction permit for project improvements or commence funding of project improvements by July 10, 2008.

B. DISD shall complete construction and obtain a final certificate of occupancy (CO) for North Dallas High School Improvements by June 30, 2009.

C. DISD shall complete construction and obtain a final certificate of acceptance issued by the Department of Public Works and Transportation for public infrastructure projects associated with this project by June 30, 2009.

D. DISD shall execute and fund an operating and maintenance agreement for all non-standard public improvements installed as a part of the North Dallas High School Project by June 30, 2009.

E. DISD shall comply with their own M/WBE policy and procedures.

F. The Director of the Office of Economic Development shall have the authority to extend the completion date for the project up to six (6) months for good cause and with additional consideration.
ESTIMATED SCHEDULE OF PROJECT

Begin Construction: July 2008
Complete Construction: June 2009

PRIOR ACTION/REVIEW (COUNCIL, BOARDS, COMMISSIONS)

On November 11, 1992, the City Council authorized the establishment of Tax Increment Financing Reinvestment Zone Number Two (Cityplace Area TIF District) by Ordinance No. 21465.

On August 11, 1993, the City Council authorized the Final Project Plan and Reinvestment Zone Financing Plan for the Cityplace Area TIF District by Ordinance No. 21769, as amended.

On March 30, 2007, the Cityplace Area TIF District Board of Directors reviewed the proposed development agreement with DISD for the North Dallas High School project, and recommended City Council consideration and the Cityplace Area TIF District's participation in the project.

On August 22, 2007, the City Council authorized the execution of a Development Agreement and authorized the Board of Directors of the Cityplace TIF District to dedicate up to $1,097,987 of Cityplace Area TIF District tax increment funds to the North Dallas High School Improvements Project.

On May 29, 2008, the Cityplace Area TIF District Board of Directors reviewed the proposed amendments to Resolution No. 07-2360 and recommended City Council consideration.

On June 16, 2008, a memo was submitted to the Economic Development Committee regarding certain amendments to Resolution No. 07-2360, previously approved on August 22, 2007, authorizing the execution of a Development Agreement with the Dallas Independent School District.

FISCAL INFORMATION

No cost consideration to the City

OWNER

Dallas Independent School District
Michael Hinojosa
Superintendent

DEVELOPER

Dallas Independent School District
Michael Hinojosa
Superintendent
MAP

Attached.
Cityplace Area TIF District
Location Map

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

WHEREAS, on November 11, 1992, the City Council authorized the establishment of Tax Increment Financing Reinvestment Zone Number Two, Cityplace Area TIF District in accordance with the Tax Increment Financing Act, as amended (V.T.C.A. Tax Code, Chapter 311, hereafter the "Act") to promote development and redevelopment in the Cityplace area through the use of tax increment financing by Ordinance No. 21465; and

WHEREAS, on August 11, 1993, the City Council authorized the Cityplace Area TIF District Project Plan and Reinvestment Zone Financing Plan by Ordinance No. 21769 as amended; and

WHEREAS, on March 30, 2007, the Cityplace Area TIF District Board of Directors provided a recommendation to the City Council for project approval and authorization of a Development Agreement between the City of Dallas and Dallas ISD for the development of the North Dallas High School Improvements in the Cityplace Area TIF District; and

WHEREAS, on August 22, 2007, the City Council approved Resolution No. 07-2360 authorizing the execution of a Development Agreement and authorizing the Cityplace TIF District Board of Directors to dedicate from the Cityplace Area TIF District tax increment fund (the “Tax Increment Fund”) up to $1,097,987 for the North Dallas High School Improvements and other such Project Costs, Exhibit A as necessary to the implementation of the Cityplace Area TIF District Project Plan; and

WHEREAS, amendments to Resolution No. 07-2360 are necessary to clarify contractual obligations in or to execute a development agreement; and

WHEREAS, on May 29, 2008, the Cityplace Area TIF District Board of Directors reviewed the proposed amendments to Resolution No. 07-2360 and recommended City Council consideration.

NOW, THEREFORE,

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

Section 1. That Section 8, A-F of Resolution No. 07-2360 is hereby replaced to reflect the following contractual requirements:

A. DISD shall use reasonable efforts to take out a construction permit for project improvements or commence funding of project improvements by September 30, 2007.
Section 1. (continued)

B. DISD shall complete construction and obtain a final certificate of occupancy (CO) for North Dallas High School Improvements by August 30, 2008.

C. DISD shall complete construction and obtain a final certificate of acceptance issued by the Department of Public Works and Transportation for public infrastructure projects associated with this project by August 30, 2008.

D. DISD shall execute and fund an operating and maintenance agreement for all non-standard public improvements installed as a part of the North Dallas High School Project by August 30, 2008.

E. DISD shall comply with the City’s M/WBE Good Faith Effort policy with a goal of twenty-five percent (25%) participation for the TIF eligible public improvement project construction.

F. The Director of the Office of Economic Development shall have the authority to extend the completion date for the project up to six (6) months for good cause and with additional consideration.

A. DISD shall use reasonable efforts to take out a construction permit for project improvements or commence funding of project improvements by July 10, 2008.

B. DISD shall complete construction and obtain a final certificate of occupancy (CO) for North Dallas High School Improvements by June 30, 2009.

C. DISD shall complete construction and obtain a final certificate of acceptance issued by the Department of Public Works and Transportation for public infrastructure projects associated with this project by June 30, 2009.

D. DISD shall execute and fund an operating and maintenance agreement for all non-standard public improvements installed as a part of the North Dallas High School Project by June 30, 2009.

E. DISD shall comply with their own M/WBE policy and procedures.

F. The Director of the Office of Economic Development shall have the authority to extend the completion date for the project up to six (6) months for good cause and with additional consideration.
Section 3. That Resolution No. 07-2360 shall remain in full force and effect except as amended herein.

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 – Tamara L. Leak, 2CN
City Attorney's Office - Barbara Martinez
City Attorney's Office - Sarah Hasib
## Project Budget

<table>
<thead>
<tr>
<th>DISD North Dallas High School Project</th>
<th>Requested TIF Funds</th>
<th>Approved TIF Funds</th>
</tr>
</thead>
<tbody>
<tr>
<td>Site Work &amp; Site Preparation</td>
<td>$48,000</td>
<td>$48,000</td>
</tr>
<tr>
<td>Utilities and Infrastructure</td>
<td>$576,987</td>
<td>$576,987</td>
</tr>
<tr>
<td>Paving, Streetscape &amp; Pedestrian Amenities</td>
<td>$28,000</td>
<td>$28,000</td>
</tr>
<tr>
<td>Pedestrian Lighting</td>
<td>$37,000</td>
<td>$37,000</td>
</tr>
<tr>
<td>Technology Enhancements, Signage, Furniture, Fixtures &amp; Equipment</td>
<td>$331,000</td>
<td>$331,000</td>
</tr>
<tr>
<td><strong>Totals</strong></td>
<td><strong>$1,097,987</strong></td>
<td><strong>$1,097,987</strong></td>
</tr>
</tbody>
</table>

![Site Plan](image-url)
ADDENDUM ITEM #17

KEY FOCUS AREA: Economic Vibrancy
A Cleaner, Healthier City Environment

AGENDA DATE: June 25, 2008

COUNCIL DISTRICT(S): 2, 14

DEPARTMENT: Office of Economic Development

CMO: A. C. Gonzalez, 671-8925

MAPSCO: 45 F G J K L M N P Q R S T

SUBJECT

An ordinance adding Chapter 48B to the Dallas City Code to: (1) define terms; (2) provide requirements, procedures, and fees for the registration and inspection of vacant buildings in the central business district; (3) provide defenses; (4) provide for appeals from the denial or revocation of registration; and (5) provide requirements for signage, insurance, and vacant building plans - Revenue: First year revenue estimated at $46,226 (based on a total of 35 vacant buildings, with a total square footage of 3,997,389 square feet, located in the CBD which are anticipated to be required to register in the City's Vacant Building Registration Program) - Estimated Annual Revenue: $46,226

BACKGROUND

The proposed ordinance adds CHAPTER 48B, “VACANT BUILDINGS,” composed of Sections 48B-1 through 48B-17, to the Dallas City Code, as amended, to provide requirements, procedures, and fees for the registration and inspection of vacant buildings in the central business district. The purpose of this Chapter is to protect the health, safety, and welfare of the citizens of the City of Dallas by establishing a registration program for vacant buildings located in the Central Business District. Many vacant buildings, if left unoccupied and unmonitored, will fall into a state of disrepair, become a haven for criminal activity, and create blight on the area. The ordinance amendment would enhance the City’s ability to monitor vacant buildings to ensure that these structures are maintained in compliance with the Dallas City Code and other applicable laws. The registration program is intended to encourage property owners to return existing vacant buildings to occupancy in a timely manner.
BACKGROUND (continued)

A building would be considered vacant if it was less than 50 percent occupied. Certain defenses would apply, such as: (1) the building was occupied within the 45-day period preceding the date of the alleged offense, (2) at the time of the alleged offense, the building was in the process of being renovated, rehabilitated, repaired or demolished, (3) the building was in the process of being actively marketed and advertised for lease or sale and had been occupied within the 90-day period preceding the date of the alleged offense, (4) within the 90-day period preceding the date of the alleged offense, the building suffered damage or destruction from a fire, flood, storm, or similar event, or (5) the building was owned by the City of Dallas, the State of Texas, or the United States government.

The fee for registration would be $75, plus an inspection charge based on the total square feet of building area (excluding stairwells, elevator shafts, and mechanical rooms). Signs containing emergency contact information would be posted on a vacant building, and the building would be required to be covered by commercial general liability insurance with minimum combined bodily injury (including death) and property damage limits of not less than $1,000,000 for each occurrence and $2,000,000 annual aggregate. The owner of a vacant building would provide and maintain an updated vacant building plan. A violation of the ordinance would be punishable by a fine not to exceed $2,000. The ordinance would take effect on September 1, 2008.

PRIOR ACTION/REVIEW (COUNCIL, BOARDS, COMMISSIONS)

On June 16, 2008, the Economic Development Committee was briefed on the CBD Vacant Buildings Pilot and Registration Programs.

FISCAL INFORMATION

$46,226 - Estimated Annual Revenue

MAP

Attached.

ATTACHMENT

CBD Vacant Building Inventory
Central Business District

Vacant Buildings Pilot and Registration Program Map

Central Business District

City of Dallas
Office of Economic Development
June 2008
### Central Business District Vacant Building Inventory

<table>
<thead>
<tr>
<th>#</th>
<th>Number</th>
<th>Street</th>
<th>Street Type</th>
<th>Building Name</th>
<th>Square Footage</th>
</tr>
</thead>
<tbody>
<tr>
<td>1</td>
<td>2215</td>
<td>Bryan</td>
<td>Street</td>
<td>Crozier Tech</td>
<td>125,058</td>
</tr>
<tr>
<td>2</td>
<td>1417</td>
<td>Commerce</td>
<td>Street</td>
<td></td>
<td>11,450</td>
</tr>
<tr>
<td>3</td>
<td>1503</td>
<td>Commerce</td>
<td>Street</td>
<td></td>
<td>2,220</td>
</tr>
<tr>
<td>4</td>
<td>1505</td>
<td>Commerce</td>
<td>Street</td>
<td></td>
<td>6,675</td>
</tr>
<tr>
<td>5</td>
<td>1511</td>
<td>Commerce</td>
<td>Street</td>
<td></td>
<td>15,000</td>
</tr>
<tr>
<td>6</td>
<td>1712</td>
<td>Commerce</td>
<td>Street</td>
<td>Mercantile Commerce</td>
<td>190,271</td>
</tr>
<tr>
<td>7</td>
<td>1902</td>
<td>Commerce</td>
<td>Street</td>
<td>Dallas Grand Hotel</td>
<td>511,584</td>
</tr>
<tr>
<td>8</td>
<td>1954</td>
<td>Commerce</td>
<td>Street</td>
<td>Former Library Building</td>
<td>81,800</td>
</tr>
<tr>
<td>9</td>
<td>605</td>
<td>Elm</td>
<td>Street</td>
<td>Purse Building</td>
<td>561</td>
</tr>
<tr>
<td>10</td>
<td>1514</td>
<td>Elm</td>
<td>Street</td>
<td>Unik</td>
<td>7,500</td>
</tr>
<tr>
<td>11</td>
<td>1516</td>
<td>Elm</td>
<td>Street</td>
<td>Lane Bryant</td>
<td>25,000</td>
</tr>
<tr>
<td>12</td>
<td>1600</td>
<td>Elm</td>
<td>Street</td>
<td></td>
<td>5,000</td>
</tr>
<tr>
<td>13</td>
<td>1614</td>
<td>Elm</td>
<td>Street</td>
<td></td>
<td>5,625</td>
</tr>
<tr>
<td>14</td>
<td>301</td>
<td>S. Harwood Avenue</td>
<td></td>
<td>Atmos Energy</td>
<td>86,586</td>
</tr>
<tr>
<td>15</td>
<td>507</td>
<td>S. Harwood Avenue</td>
<td></td>
<td>Dallas Masonic Temple</td>
<td>42,887</td>
</tr>
<tr>
<td>16</td>
<td>1900</td>
<td>Jackson</td>
<td>Street</td>
<td>Atmos Energy</td>
<td>122,777</td>
</tr>
<tr>
<td>17</td>
<td>2008</td>
<td>Jackson</td>
<td>Street</td>
<td></td>
<td>5,940</td>
</tr>
<tr>
<td>18</td>
<td>1400</td>
<td>Main</td>
<td>Street</td>
<td>Euphoria</td>
<td>11,100</td>
</tr>
<tr>
<td>19</td>
<td>1600</td>
<td>Main</td>
<td>Street</td>
<td></td>
<td>2,174</td>
</tr>
<tr>
<td>20</td>
<td>1604</td>
<td>Main</td>
<td>Street</td>
<td></td>
<td>47,724</td>
</tr>
<tr>
<td>21</td>
<td>1615</td>
<td>Main</td>
<td>Street</td>
<td></td>
<td>15,000</td>
</tr>
<tr>
<td>22</td>
<td>603</td>
<td>Munger</td>
<td>Street</td>
<td>West End Marketplace</td>
<td>56,000</td>
</tr>
<tr>
<td>23</td>
<td>804</td>
<td>Pacific</td>
<td>Street</td>
<td>West End Square</td>
<td>56,500</td>
</tr>
<tr>
<td>24</td>
<td>508</td>
<td>Park</td>
<td>Avenue</td>
<td></td>
<td>21,685</td>
</tr>
<tr>
<td>25</td>
<td>1314*</td>
<td>Wood</td>
<td>Street</td>
<td>Thomas Building</td>
<td>517,693</td>
</tr>
<tr>
<td>26</td>
<td>1815</td>
<td>Wood</td>
<td>Street</td>
<td>Atmos Energy</td>
<td>114,790</td>
</tr>
<tr>
<td>27</td>
<td>1915</td>
<td>Wood</td>
<td>Street</td>
<td>Atmos Energy</td>
<td>66,272</td>
</tr>
<tr>
<td>28</td>
<td>1907</td>
<td>Elm</td>
<td>Street</td>
<td>Tower Petroleum Building</td>
<td>124,199</td>
</tr>
<tr>
<td>29</td>
<td>1900</td>
<td>Pacific</td>
<td>Avenue</td>
<td>Pacific Center</td>
<td>226,129</td>
</tr>
<tr>
<td>30</td>
<td>500</td>
<td>S. Ervay</td>
<td>Street</td>
<td>Butler Brothers Building</td>
<td>184,352</td>
</tr>
<tr>
<td>31</td>
<td>1033**</td>
<td>Young</td>
<td>Street</td>
<td>Santa Fe IV</td>
<td>159,791</td>
</tr>
<tr>
<td>32</td>
<td>1810</td>
<td>Commerce</td>
<td>Street</td>
<td>Continental Building</td>
<td>304,860</td>
</tr>
<tr>
<td>33</td>
<td>211</td>
<td>N. Ervay</td>
<td>Street</td>
<td></td>
<td>186,925</td>
</tr>
<tr>
<td>34</td>
<td>1607</td>
<td>Main</td>
<td>Street</td>
<td>Praetorian</td>
<td>157,991</td>
</tr>
<tr>
<td>35</td>
<td>1600</td>
<td>Pacific</td>
<td>Avenue</td>
<td></td>
<td>498,270</td>
</tr>
</tbody>
</table>

* Property combined with another. Official DCAD address is 1301 Young Street.

** Currently under renovation.

Source: City of Dallas, Office of Economic Development, Dallas Fire Rescue Department and DOWNTOWNDallas, Inc.

June 17, 2008
ORDINANCE NO. ____________

An ordinance adding CHAPTER 48B, “VACANT BUILDINGS,” composed of Sections 48B-1 through 48B-17, to the Dallas City Code, as amended; defining terms; providing requirements, procedures, and fees for the registration and inspection of vacant buildings in the central business district of the city; providing defenses; providing an appeal process for the denial or revocation of a certificate of registration; providing signage requirements; providing insurance requirements; requiring a vacant building plan; providing a penalty not to exceed $2,000; providing a saving clause; providing a severability clause; and providing an effective date.

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

SECTION 1. That the Dallas City Code, as amended, is amended by adding new CHAPTER 48B, “VACANT BUILDINGS,” composed of Sections 48B-1 through 48B-17, to read as follows:

“CHAPTER 48B

VACANT BUILDINGS

ARTICLE I.

GENERAL PROVISIONS.

SEC. 48B-1. PURPOSE OF CHAPTER.

(a) There exists in the central business district of the city of Dallas, Texas, many vacant buildings that, if left unoccupied and unmonitored, may fall into a state of disrepair, become a haven for criminal activity, and create a blight on the area. The purpose of this chapter is to protect the health, safety, morals, and welfare of the citizens of the city of Dallas by establishing a registration program for vacant buildings in the central business district in order to
monitor the vacant buildings and ensure that they are maintained in compliance with this code and other applicable laws and to encourage their demolition or return to occupancy in a timely manner.

SEC. 48B-2. DEFINITIONS.

In this chapter:

(1) BUILDING means a structure for the support or shelter of any use or occupancy.

(2) CENTRAL BUSINESS DISTRICT means the area of the city bounded by Woodall Rodgers Freeway on the north, Central Expressway (elevated bypass) on the east, R. L. Thornton Freeway on the south, and Stemmons Freeway on the west.

(3) CERTIFICATE OF REGISTRATION means a certificate of registration issued by the director under this chapter to the owner or operator of a vacant building.

(4) DIRECTOR means the director of the department designated by the city manager to enforce and administer this chapter and includes any representatives, agents, or department employees designated by the director.

(5) DWELLING UNIT means one or more rooms designed to be a single housekeeping unit to accommodate one family and containing one or more kitchens, one or more bathrooms, and one or more bedrooms.

(6) OCCUPIED means that one or more persons conduct business in or reside in at least 50 percent of the total area of a building (excluding stairwells, elevator shafts, and mechanical rooms) as the legal or equitable owner, operator, lessee, or invitee on a permanent, nontransient basis pursuant to and within the scope of a valid certificate of occupancy.

(7) OWNER means a person in whom is vested the ownership or title of real property:

   (A) including, but not limited to:

      (i) the holder of fee simple title;

      (ii) the holder of a life estate;

      (iii) the holder of a leasehold estate for an initial term of five years or more;

      (iv) the buyer in a contract for deed;
(v) a mortgagee, receiver, executor, or trustee in control of real property; and

(vi) the named grantee in the last recorded deed; and

(B) not including the holder of a leasehold estate or tenancy for an initial term of less than five years.

(8) PERSON means any individual, corporation, organization, partnership, association, governmental entity, or any other legal entity.

(9) PREMISES or PROPERTY means a lot, plot, or parcel of land, including any structures on the land.

(10) REGISTRANT means a person issued a certificate of registration for a vacant building under this chapter.

(11) STRUCTURE means that which is built or constructed, an edifice or building of any kind, or any piece of work artificially built up or composed of parts joined together in some definite manner.

(12) VACANT BUILDING means a building located in the city’s central business district that, regardless of its structural condition, is not occupied.

SEC. 48B-3. AUTHORITY OF DIRECTOR.

The director shall implement and enforce this chapter and may by written order establish such rules, regulations, or procedures, not inconsistent with this chapter, as the director determines are necessary to discharge any duty under or to effect the policy of this chapter.

SEC. 48B-4. DELIVERY OF NOTICES.

Any written notice that the director is required to give an applicant or registrant under this chapter is deemed to be delivered:

(1) on the date the notice is hand delivered to the applicant or registrant; or

(2) three days after the date the notice is placed in the United States mail with proper postage and properly addressed to the applicant or registrant at the address provided for the applicant or registrant in the most recent registration application.

SEC. 48B-5. VIOLATIONS; PENALTY.

(a) A person who violates a provision of this chapter, or who fails to perform an act required of the person by this chapter, commits an offense. A person commits a separate offense each day or portion of a day during which a violation is committed, permitted, or continued.
(b) **Criminal penalties.**

(1) An offense under this chapter is punishable by a fine not to exceed $2,000.

(2) An offense under this chapter is punishable by a fine of not less than $500 for a first conviction of a violation of Section 48B-6.

(3) The minimum fine established in Subsection (b)(2) will be doubled for the second conviction of the same offense within any 24-month period and trebled for the third and subsequent convictions of the same offense within any 24-month period. At no time may the minimum fine exceed the maximum fine established in Subsection (b)(1).

(c) The culpable mental state required for the commission of an offense under this chapter is governed by Section 1-5.1 of this code.

(d) As an alternative to imposing the criminal penalty prescribed in Subsection (b), the city may impose administrative penalties, fees, and court costs in accordance with Article IV-b of Chapter 27 of this code, as authorized by Section 54.044 of the Texas Local Government Code, for an offense under this chapter. The alternative administrative penalty range for an offense is the same as is prescribed for a criminal offense in Subsection (b).

(e) The penalties provided for in Subsections (b) and (d) are in addition to any other enforcement remedies that the city may have under city ordinances and state law.

**ARTICLE II.**

**REGISTRATION AND INSPECTION OF VACANT BUILDINGS.**

**SEC. 48B-6. **REGISTRATION REQUIRED; DEFENSES.

(a) A person commits an offense if the person owns or operates a vacant building without a valid certificate of registration. A separate certificate of registration is required for each street address at which any vacant building is located, regardless of any separate occupied buildings that may also be located at the same street address. If more than one vacant building is located at the same street address, only one certificate of registration is required for all of the vacant buildings. Also, only one certificate of registration is required for a single vacant building that has more than one street address. Suite numbers and apartment unit numbers will not be considered in determining the street address of a vacant building.

(b) It is a defense to prosecution under this section that:

(1) the building was occupied within the 45-day period preceding the date of the alleged offense;
(2) at the time of the alleged offense, the building was in the process of being renovated, rehabilitated, repaired, or demolished (pursuant to appropriate and valid permits issued by the building official, if required) and had been occupied within the 90-day period preceding the date of the alleged offense;

(3) at the time of the alleged offense, the building was in the process of being actively marketed and advertised for lease or sale and had been occupied within the 90-day period preceding the date of the alleged offense;

(4) within the 90-day period preceding the date of the alleged offense, the building suffered damage or destruction from a fire, flood, storm, or similar event that rendered the building incapable of being occupied, except that this defense does not apply if the building was rendered incapable of being occupied by the intentional act of the owner, operator, lessee, or other invitee or an agent of the owner, operator, lessee, or other invitee; or

(5) the building was owned by the city of Dallas, the State of Texas, or the United States government.

SEC. 48B-7. REGISTRATION APPLICATION.

(a) To obtain a certificate of registration for a vacant building, a person must submit an application on a form provided for that purpose to the director. The applicant must be the person who will own, control, or operate the vacant building. The application must contain all of the following information:

(1) The name, street address, mailing address, and telephone number of the applicant or the applicant’s authorized agent.

(2) The name, all street addresses, and the main telephone number, if any, of the vacant building and a description of the type of property it is (such as, but not limited to, a commercial building, a warehouse, an office, a hotel, an apartment complex, a boarding home, a group home, a loft, a townhome, a condominium, or a single-family residence).

(3) The names, street addresses, mailing addresses, and telephone numbers of all owners of the vacant building and any lien holders and other persons with a financial interest in the vacant building.

(4) The name, street address, mailing address, and telephone number of a person or persons to contact in an emergency as required by Section 48B-15 of this chapter.

(5) The form of business of the applicant (and owner, if different from the applicant); the name, street address, mailing address, and telephone number of a high managerial agent of the business; and, if the business is a corporation or association, a copy of the documents establishing the business.

(6) Proof of insurance required by Section 48B-16 of this chapter.
The number of buildings (including vacant and occupied buildings), dwelling units, swimming pools, and spas located in or on the premises of the vacant building.

Documentary evidence of payment of ad valorem taxes owed in connection with the vacant building and the premises on which it is located.

The total area in square feet of the vacant building, the number of stories contained in the vacant building, the area in square feet of each story, and whether each story is above or below ground level.

The date on which the vacant building was last occupied, a description of the last use of the vacant building, and a description of any hazardous materials, uses, or conditions that currently exist or previously existed in the vacant building.

Such additional information as the applicant desires to include or that the director deems necessary to aid in the determination of whether the requested certificate of registration should be granted.

If the application for a certificate of registration is being made for multiple vacant buildings located at the same address, then the information required in Subsection (a) must be provided for each vacant building located at that address.

A registrant shall notify the director within 10 days after any material change in the information contained in the application for a certificate of registration for a vacant building, including any changes in ownership of the property.

SEC. 48B-8. REGISTRATION FEE AND INSPECTION CHARGE.

The fee for a certificate of registration for a vacant building is $75, plus an inspection charge in an amount equal to $185.64 + ($0.009282 x total square feet of building area, excluding stairwells, elevator shafts, and mechanical rooms).

If one certificate of registration is issued for multiple vacant structures located at the same address, the inspection charge will be calculated using the aggregate area in square feet of all the vacant buildings.

If a certificate of registration expires under Section 48B-12 and the registration term was less than six months, then the registration fee (minus the inspection charge) may be prorated on the basis of whole months and partially refunded to the registrant, if the director receives a written request for the refund from the registrant within 90 days after expiration of the certificate of registration. If a certificate of registration expires under Section 48B-12 and no inspection was conducted by the city during the registration term, then the full inspection charge may be refunded, if the director receives a written request for the refund from the registrant within 90 days after expiration of the certificate of registration. Otherwise, no refund of a registration fee or inspection charge will be made.
SEC. 48B-9. ISSUANCE, DENIAL, AND DISPLAY OF CERTIFICATE OF REGISTRATION.

(a) Upon payment of all required fees, the director shall issue a certificate of registration for a vacant building to the applicant if the director determines that:

(1) the applicant has complied with all requirements for issuance of the certificate of registration;

(2) the applicant has not made a false statement as to a material matter in an application for a certificate of registration; and

(3) the applicant has no outstanding fees assessed under this chapter.

(b) If the director determines that the requirements of Subsection (a) have not been met, the director shall deny a certificate of registration to the applicant.

(c) If the director determines that an applicant should be denied a certificate of registration, the director shall deliver written notice to the applicant that the application is denied and include in the notice the reason for denial and a statement informing the applicant of the right of appeal.

(d) A certificate of registration issued under this section must be displayed to the public in a manner and location approved by the director. The certificate of registration must be presented upon request to the director or to a peace officer for examination.

SEC. 48B-10. REVOCATION OF REGISTRATION.

(a) The director shall revoke a certificate of registration for a vacant building if the director determines that:

(1) the registrant failed to comply with any provision of this chapter or any other city ordinance or state or federal law applicable to the building;

(2) the registrant intentionally made a false statement as to a material matter in the application or in a hearing concerning the certificate of registration; or

(3) the registrant failed to pay a fee required by this chapter at the time it was due.

(b) Before revoking a certificate of registration under Subsection (a), the director shall deliver written notice to the registrant that the certificate of registration is being considered for revocation. The notice must include the reason for the proposed revocation, action the registrant must take to prevent the revocation, and a statement that the registrant has 10 days after the date of delivery to comply with the notice.
If, after 10 days from the date the notice required in Subsection (b) is delivered, the registrant has not complied with the notice, the director shall revoke the certificate of registration and deliver written notice of the revocation to the registrant. The notice must include the reason for the revocation, the date the director orders the revocation, and a statement informing the registrant of the right of appeal.

SEC. 48B-11. APPEALS.

If the director denies issuance or renewal of a certificate of registration or revokes a certificate of registration, this action is final unless the applicant or registrant files an appeal with a permit and license appeal board in accordance with Section 2-96 of this code.

SEC. 48B-12. EXPIRATION AND RENEWAL OF REGISTRATION.

(a) A certificate of registration for a vacant building expires the earlier of:

1. one year after the date of issuance;
2. the date the vacant building changes controlling ownership, as determined by the director;
3. the date the vacant building becomes occupied, as determined by the director; or
4. the date the vacant building is demolished, as determined by the director.

(b) A certificate of registration may be renewed by making application in accordance with Section 48B-7 and paying the registration fee and inspection charge required by Section 48B-8. A registrant shall apply for renewal at least 30 days before the expiration of the certificate of registration.

SEC. 48B-13. NONTRANSFERABILITY.

A certificate of registration for a vacant building is not transferable.

SEC. 48B-14. PROPERTY INSPECTIONS.

(a) For the purpose of ascertaining whether violations of this chapter or any other city ordinance or state or federal law applicable to the building exist, the director is authorized at a reasonable time to inspect:

1. the exterior of a vacant building; and
2. the interior of a vacant building, if the permission of the owner, operator, or other person in control is given or a search warrant is obtained.
(b) The director shall inspect a vacant building at least once during each 12-month period that the building is not occupied.

(c) An applicant or registrant shall permit representatives of the police department, the department of environmental and health services, the fire department, the department of code compliance, and the building official to inspect the interior and exterior of a vacant building, for the purpose of ensuring compliance with the law, at reasonable times upon request. The applicant or registrant commits an offense if he, either personally or through an agent or employee, refuses to permit a lawful inspection of the vacant building as required by this subsection.

(d) Whenever a vacant building is inspected by the director and a violation of this chapter or any other city ordinance or state or federal law applicable to the building is found, the building or premises will, after the expiration of any time limit for compliance given in a notice or order issued because of the violation, be reinspected by the director to determine that the violation has been eliminated.

ARTICLE III.

MISCELLANEOUS REQUIREMENTS
FOR VACANT BUILDINGS.

SEC. 48B-15. EMERGENCY RESPONSE INFORMATION.

(a) An owner, operator, or other person in control of a vacant building shall provide the director with the name, street address, mailing address, and telephone number of a person or persons who can be contacted 24 hours a day, seven days a week, in the event of an emergency condition in or on the premises of the vacant building. An emergency condition includes any fire, natural disaster, collapse hazard, burst pipe, serious police incident, or other condition that requires an immediate response to prevent harm to property or the public.

(b) The owner, operator, or other person in control of the vacant building shall notify the director within five days after any change in the emergency response information.

(c) The owner, operator, or other person in control of a vacant building, or an authorized agent, must arrive at the premises within one hour after a contact person named under this section is notified by the city or emergency response personnel that an emergency condition has occurred on the premises.

(d) A sign containing the emergency contact information required in Subsection (a) of this section must be attached in a conspicuous location on the exterior of each facade of the vacant building that faces a public right-of-way.

(e) The sign required by Subsection (d) must:
(1) comply with the city’s sign regulations;

(2) be 24 inches tall and 18 inches wide and constructed of a rigid weather-resistant material;

(3) contain the words "VACANT BUILDING" in 2-3/8-inch-high and two-inch-wide black letters on a bright yellow background followed by the information required in Subsection (a) in one-inch-high black letters on a bright yellow background;

(4) be in a format approved by the director; and

(5) be readable day and night.

(f) A person commits an offense if he removes or obstructs or allows the removal or obstruction of a sign required to be posted on a vacant building under this section. It is a defense to prosecution under this subsection that the removal or obstruction was caused by:

(1) a city employee in the performance of official duties; or

(2) the owner, operator, or lessee of the vacant building for the purpose of:

(A) repairing or maintaining the sign;

(B) complying with this chapter or a rule or regulation promulgated under this chapter; or

(C) removing the sign when registration of the vacant building is no longer required under this chapter.

(g) A minor variation of a required or minimum height or width of a sign or lettering is not a violation of this section.

SEC. 48B-16. INSURANCE.

(a) The registrant shall procure, prior to the issuance of a certificate of registration, and keep in full force and effect at all times during the registration term, commercial general liability insurance coverage (including, but not limited to, premises/operations and personal and advertising injury) protecting the city of Dallas against any and all claims for damages to persons or property as a result of, or arising out of, the registrant’s operation, maintenance, or use of the vacant building, with minimum combined bodily injury (including death) and property damage limits of not less than $1,000,000 for each occurrence and $2,000,000 annual aggregate.

(b) The insurance policy must be written by an insurance company approved by the State of Texas and acceptable to the city and issued in a standard form approved by the Texas Department of Insurance. All provisions of the policy must be acceptable to the city and must
name the city and its officers and employees as additional insureds and provide for 30 days written notice to the director of cancellation, non-renewal, or material change to the insurance policy.

(c) A registrant shall provide to the director an updated certificate of insurance for the vacant building every six months that the building is required to be registered under this chapter.

SEC. 48B-17. VACANT BUILDING PLAN.

(a) Within 30 days after the date a certificate of registration is issued for a vacant building, the registrant shall submit to the director a vacant building plan complying with this section.

(b) The vacant building plan must contain the following:

1. A plan of action and a time schedule for correcting all existing violations of this chapter or any other city ordinance or state or federal law applicable to the building or its premises.

2. A plan of action for maintaining the building and its premises in compliance with this chapter and all applicable city ordinances and state and federal laws.

3. A plan of action for maintaining the building and its premises in a safe and secure manner, including but not limited to any provisions for lighting, security patrols, alarm systems, fire suppression systems, and securing the building from unauthorized entry.

4. A plan of action for occupying or selling the building, including but not limited to a time schedule for renovating or repairing the building and a time schedule for marketing, advertising, or offering the building for sale or lease.

5. A plan of action and time schedule for any demolition of the building.

(c) A registrant may update the vacant building plan at any time, but shall provide the director with an updated vacant building plan at least once every six months that the building is required to be registered under this chapter."

SECTION 2. That the Dallas City Code, as amended, will remain in full force and effect, save and except as amended by this ordinance.

SECTION 3. That the terms and provisions of this ordinance are severable and are governed by Section 1-4 of CHAPTER 1 of the Dallas City Code, as amended.
SECTION 4. That this ordinance will take effect on September 1, 2008, and it is accordingly so ordained.

APPROVED AS TO FORM:

THOMAS P. PERKINS, JR., City Attorney

By __________________________________________
   Assistant City Attorney

Passed ______________________________________

LC/DCC/00433A
SUBJECT

Authorize the City Manager to prepare definitive documents for capital investment in the University of North Texas (UNT) law school including: (1) provide for the joint use of the Municipal Building located at 106 South Harwood and the Courts Annex located at 2014 Main Street by UNT for its law school and the City for public purposes, (2) $14,000,000 from the 1998 Bond Program for renovations to the Municipal Building; and (3) the dedication of $500,000 in City of Dallas Public/Private Partnership Funds in each of the next four years, beginning in FY 2007-08, for capital investment in the UNT law school - Financing: No cost consideration to the City

BACKGROUND

The City of Dallas has expressed support for the University of North Texas (UNT) to establish a law school in Downtown Dallas. The Municipal Building at 106 South Harwood has been identified as the proposed location for the future law school.

In April of 2007, the City Council pledged support for the capital investment in the new law school subject to State funding for the project. The City Council had previously authorized the joint use of the Municipal Building located at 106 South Harwood by UNT for a law school and the City for public purposes. The City also pledged conditional financial support totaling $14 million dollars for renovation of the municipal building at 106 Harwood from the 1998 Bond Program and $2 million dollars in City of Dallas Public/Private Partnership Funds.

In 2007, the 80th Texas State Legislature closed without authorizing funding for the UNT Law School. As a result of the lack of State funding for the UNT law school, no City funds have been allocated to the project.

While the authorization of the law school was not approved by the State Legislature, the City of Dallas is moving forward with the necessary renovations to 106 Harwood as it is in immediate need of stabilization to prevent any further deterioration.
BACKGROUND (continued)

The building currently is in use for municipal court activities and the renovations will be significantly disruptive when the construction work begins, therefore the City of Dallas will need to: (1) renovate the Courts Annex at 2014 Main Street to accommodate all Municipal Courts Judiciary services currently located at the Municipal Building at 106 S. Harwood, and (2) renovate the exterior of the Municipal Building, including mold and asbestos abatement.

PRIOR ACTION/REVIEW (COUNCIL, BOARDS, COMMISSIONS)

On April 25, 2007, the City Council authorized the City Manager to prepare definite documents for (1) $14,000,000 from 1998 Bond Funds for renovations to the Municipal Building, (2) provide for the joint use of the Municipal Building with the UNT law school, (3) dedicated $500,000 in City of Dallas Public/Private Partnership Funds in each of the next four years, beginning in FY 2007-08. The resolution was contingent on the State of Texas authorization of the law school and commitment of funding during the 2007 legislative session by Resolution No. 07-1305.

On June 16, 2008, the Economic Development Committee was briefed on the UNT Law School and Dallas Judicial Center.

FISCAL INFORMATION

No cost consideration to the City
WHEREAS, the City recognizes the importance of its continued role in downtown economic development; and

WHEREAS, the City of Dallas is committed to assisting the University of North Texas (UNT) in establishing a downtown law school; and

WHEREAS, the law school is proposed to be located in the Municipal Building at 106 South Harwood; and

WHEREAS, the City of Dallas recognizes the value of a downtown law school as an anchor to the Harwood Historic District; and

WHEREAS, the Municipal Building at 106 South Harwood is of historic significance and in need of renovations to stabilize the building; and

WHEREAS, the continued economic revitalization and investment in downtown Dallas will create the ideal environment for the future UNT law school.

NOW, THEREFORE,

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

Section 1. The City Manager and the City Attorney are hereby authorized to negotiate and prepare definitive documents for capital investment in the UNT law school including:

A. Providing for the joint use of the Municipal Building located at 106 South Harwood and the Courts Annex located at 2014 Main Street by the University of North Texas for a law school and the City for public purposes.

B. $14,000,000 from the 1998 Bond Program for renovations to the Municipal Building at 106 South Harwood.

C. The dedication of $500,000 in City of Dallas Public/Private Partnership Funds in each of the next four years, beginning in FY 2008-09, for capital investment in the UNT law school.

Section 2. 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 Manager's Office – Mark Duebner, 4DN
City Attorney's Office - Barbara Martinez, 7DN
Authorize a professional services contract with Conley Group, Inc. for the exterior renovation of the Old Municipal Building located at 106 South Harwood Street - $1,026,800 - Financing: 1998 Bond Funds

BACKGROUND

The Municipal Building located at 106 S. Harwood was used as Dallas City Hall from 1914 to 1978 and is considered to be one of the best examples of the Beaux Arts style in the State of Texas. The building was constructed in 1914 and the interior was extensively remodeled in 1956. Also in 1956, a connected five-story addition to the facility was constructed at 2014 Main Street known as the City Hall Annex building.

When the current City Hall at 1500 Marilla Street was built in 1978, the old Municipal Building continued to be occupied by the Police Department until the Jack Evans Police Headquarters was completed in 2003. The first and second floors of the old Municipal and Courts Annex buildings are currently occupied by Judiciary and Court Services while the remaining floors of both buildings are vacant.

Exterior renovation is needed to stabilize the building and prevent further deterioration. Currently, the roof leaks, the gutters are under-sized, downspouts are clogged, water filters through the mortar joints in the terra cotta and limestone veneer, steel anchors supporting the exterior veneer may be deteriorating and staining the exterior limestone, interior surfaces of the exterior walls are deteriorating, water-proofing on the basement walls has failed, and there are mold, asbestos and lead-based paint issues in the building.

The professional services contract authorized in this item will allow Equipment and Building Services to design the exterior renovation and prepare construction documents for bidding. The exterior renovation will stabilize the exterior of the building. Conley Group will provide the professional architectural and engineering services required to restore the building exterior and separate the mechanical, electrical and plumbing systems of 106 S. Harwood building from the 2014 Main addition.
PRIOR ACTION/REVIEW (COUNCIL, BOARD, COMMISSIONS)

Briefed to Economic Development Committee on June 16, 2008.

ESTIMATED SCHEDULE OF PROJECT

<table>
<thead>
<tr>
<th>Activity</th>
<th>Date</th>
</tr>
</thead>
<tbody>
<tr>
<td>Begin Design</td>
<td>July 2008</td>
</tr>
<tr>
<td>Complete Design</td>
<td>October 2009</td>
</tr>
</tbody>
</table>

FISCAL INFORMATION

1998 Bond Funds - $1,026,800

ETHNIC COMPOSITION

Conley Group, Inc.

<table>
<thead>
<tr>
<th>Ethnicity</th>
<th>Female</th>
<th>Male</th>
</tr>
</thead>
<tbody>
<tr>
<td>Hispanic Female</td>
<td>0</td>
<td>1</td>
</tr>
<tr>
<td>African American Female</td>
<td>2</td>
<td>1</td>
</tr>
<tr>
<td>Other Female</td>
<td>0</td>
<td>0</td>
</tr>
<tr>
<td>White Female</td>
<td>9</td>
<td>29</td>
</tr>
</tbody>
</table>

PROPOSAL INFORMATION

EBS received 41 responses to a general RFQ, Request for Qualifications on January 31, 2008. Four firms were considered for award of this project based on the information submitted in their RFQ response. Firms were evaluated for their project performance history with the City of Dallas and other municipal entities; experience with waterproofing and other building envelope issues (roof, walls, foundation); history of delivering projects on time and within budget; and experience with historic preservation. Conley Group, Inc., was the highest rated firm.

OWNER

Conley Group, Inc.

Bill Conley, Principal

MAP

See attached.
GOOD FAITH EFFORT PLAN SUMMARY

PROJECT: Authorize a professional services contract with Conley Group, Inc. for the exterior renovation of the Old Municipal Building located at 106 South Harwood Street - $1,026,800 - Financing: 1998 Bond Funds

Conley Group, is a local, non-minority firm, has signed the "Good Faith Effort" documentation, and proposes to use the following sub-contractors.

PROJECT CATEGORY: Professional Services

LOCAL/NON-LOCAL CONTRACT SUMMARY

<table>
<thead>
<tr>
<th></th>
<th>Amount</th>
<th>Percent</th>
</tr>
</thead>
<tbody>
<tr>
<td>Total local contracts</td>
<td>$687,400.00</td>
<td>93.26%</td>
</tr>
<tr>
<td>Total non-local contracts</td>
<td>$49,700.00</td>
<td>6.74%</td>
</tr>
<tr>
<td>TOTAL CONTRACT</td>
<td>$737,100.00</td>
<td>100.00%</td>
</tr>
</tbody>
</table>

LOCAL/NON-LOCAL M/WBE PARTICIPATION

Local Contractors / Sub-Contractors

<table>
<thead>
<tr>
<th>Local Contractors / Sub-Contractors</th>
<th>Certification</th>
<th>Amount</th>
<th>Percent</th>
</tr>
</thead>
<tbody>
<tr>
<td>JQ Engineering</td>
<td>HMMB35924N1208</td>
<td>$192,600.00</td>
<td>28.02%</td>
</tr>
<tr>
<td>Quimby McCoy</td>
<td>WFWB33923N0508</td>
<td>$22,600.00</td>
<td>3.29%</td>
</tr>
<tr>
<td>Total Minority - Local</td>
<td></td>
<td>$215,200.00</td>
<td>31.31%</td>
</tr>
</tbody>
</table>

Non-Local Contractors / Sub-Contractors

<table>
<thead>
<tr>
<th>Non-Local Contractors / Sub-Contractors</th>
<th>Certification</th>
<th>Amount</th>
<th>Percent</th>
</tr>
</thead>
<tbody>
<tr>
<td>Morning Associates</td>
<td>BMDB36664Y0209</td>
<td>$49,700.00</td>
<td>100.00%</td>
</tr>
<tr>
<td>Total Minority - Non-local</td>
<td></td>
<td>$49,700.00</td>
<td>100.00%</td>
</tr>
</tbody>
</table>

TOTAL M/WBE CONTRACT PARTICIPATION

<table>
<thead>
<tr>
<th></th>
<th>Local</th>
<th>Percent</th>
<th>Local &amp; Non-Local</th>
<th>Percent</th>
</tr>
</thead>
<tbody>
<tr>
<td>African American</td>
<td>$0.00</td>
<td>0.00%</td>
<td>$49,700.00</td>
<td>6.74%</td>
</tr>
<tr>
<td>Hispanic American</td>
<td>$192,600.00</td>
<td>28.02%</td>
<td>$192,600.00</td>
<td>26.13%</td>
</tr>
<tr>
<td>Asian American</td>
<td>$0.00</td>
<td>0.00%</td>
<td>$0.00</td>
<td>0.00%</td>
</tr>
<tr>
<td>Native American</td>
<td>$0.00</td>
<td>0.00%</td>
<td>$0.00</td>
<td>0.00%</td>
</tr>
<tr>
<td>WBE</td>
<td>$22,600.00</td>
<td>3.29%</td>
<td>$22,600.00</td>
<td>3.07%</td>
</tr>
<tr>
<td>Total</td>
<td>$215,200.00</td>
<td>31.31%</td>
<td>$264,900.00</td>
<td>35.94%</td>
</tr>
</tbody>
</table>
WHEREAS, it is necessary to retain a professional services consulting firm to provide design services for the Exterior Renovation of 106 S. Harwood Building; and,

WHEREAS, Conley Group, Inc., a professional consulting firm, was selected in accordance with Administrative Directive 4-5; and,

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 professional services contract with Conley Group, Inc. lowest responsible proposer, for the exterior renovation of the Municipal Building located at 106 South Harwood in an amount not to exceed $1,026,800, after it has been approved as to form by the City Attorney.

Section 2. That the City Controller is hereby authorized to disburse funds in accordance with the terms and conditions of the contract from:

1998 Bond Funds
Fund 0P60, Department EBS, Unit N924, Act. MMCF
Obj. 4310, Job#07DC162, CT #EBS08N924CT22
Vendor #259339 in an amount not to exceed $1,026,800.00

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: Equipment and Building Services, (Sheila Singleton) 6BN
Office of Financial Services, 4FN
City Attorney
ADDENDUM ITEM # 20

KEY FOCUS AREA: A Cleaner, Healthier City Environment

AGENDA DATE: June 25, 2008

COUNCIL DISTRICT(S): All

DEPARTMENT: Environmental & Health Services

CMO: David O. Brown, 670-3390

MAPSCO: N/A

_______________________________________________________________

SUBJECT

Authorize an Interlocal Agreement with Texas Woman's University to provide students the opportunity to participate in the professional sanitarian internship program for the period July 7, 2008 through August 15, 2008, to learn about food protection and assist the Food Protection and Education Division with an avenue for recruiting qualified sanitarians to the City - Financing: No cost consideration to the City

BACKGROUND

The goals and objectives of the Professional Sanitarian Internship Program are to develop a collaborative program with academia that fosters and recruits future qualified Sanitarian-in-Training candidates to the Environment and Health Service, Food Protection and Education Division. This program additionally will meet the Fiscal Year 2007-08 Action Plan.

The Professional Sanitarian Internship Program will provide a curriculum designed to introduce and develop the skills and knowledge required of professional sanitarians as set forth by the Department of State Health Services. The internship is a six-week program during the summer semester at Texas Woman's University (TWU). Activities of the interns will be directed and supervised in conjunction with TWU by a Registered Sanitarian who shall monitor and assess the progress of each intern. During the course of the internship, each intern’s performance will be evaluated by the internship coordinators from Food Protection and Education and TWU.

This action will facilitate the director’s ability to recruit potential candidates for the Food Protection and Education Division. The internship program is targeted towards hiring applicants who have already met the requirements for sanitarian, Texas Administrative Code, Title 25, in the State of Texas.

PRIOR ACTION/REVIEW (COUNCIL, BOARDS, COMMISSIONS)

This item has no prior action.
FISCAL INFORMATION

No cost consideration to the City
WHEREAS, the Environmental and Health Services Department (EHS) will provide food protection and education internship opportunities for various state-funded universities; and

WHEREAS, Texas Woman’s University (TWU) has submitted requests to EHS to provide a collaborative internship opportunity in the field of Food Protection and Safety; and

WHEREAS, the agreements would provide valuable field experience for undergraduate and graduate food science and nutrition students and would benefit the City of Dallas with the potential to recruit the students for employment;

NOW, THEREFORE;

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

Section 1. That following approval as to form by the City Attorney, the City Manager is hereby authorized to enter into an Interlocal Agreement with Texas Woman’s University to provide students the opportunity to participate in the professional sanitarian internship program for the period July 7, 2008 through August 15, 2008, to learn about food protection and assist the Food Protection and Education Division with an avenue for recruiting qualified sanitarians to the City and execute any and all documents required by the interlocal agreement.

Section 2. That this resolution shall take effect immediately from and after its passage in accordance with the provisions of the Charter of the City of Dallas, and it is accordingly so resolved.

DISTRIBUTION: Environmental and Health Services
City Attorney’s Office
Office of Financial Services, 4FN
SUBJECT

An ordinance amending Chapter 16 of the Dallas Fire Code and Chapter 48B of the Dallas City Code, as amended, to provide consistency in code requirements for vacant buildings located in the Central Business District - Financing: No cost consideration to the City

BACKGROUND

A new ordinance is being proposed that will require vacant buildings in the Central Business District (CBD) to register with the City of Dallas. Building owners must provide emergency contact information and maintain fire alarm systems, fire sprinkler systems, and other life safety systems in operable condition at all times. Often vacant buildings in the CBD are in disrepair and are vandalized, requiring property owners to maintain life safety systems which are necessary to help reduce fire damage to vacant buildings and to aid firefighters in extinguishing fires.

This amendment will provide consistency between the Dallas Fire Code and an ordinance adopting Chapter 48B "Vacant Buildings" of the Dallas City Code. This amendment will provide consistency in City of Dallas code requirements for vacant buildings in the CBD that are required to be registered under Chapter 48B, "Vacant Buildings."

PRIOR ACTION/REVIEW (COUNCIL, BOARDS, COMMISSIONS)

Meeting with the City of Dallas Vacant Buildings Committee

FISCAL INFORMATION

No cost consideration to the City.
An ordinance amending Section 311.2.2 of Chapter 16, “Dallas Fire Code,” as amended, of the Dallas City Code, amending sprinkler requirements for vacant structures in the central business district; providing a penalty not to exceed $2,000; providing a saving clause; providing a severability clause; and providing an effective date.

WHEREAS, the city council, in accordance with the Charter of the City of Dallas, the state law, and the ordinances of the City of Dallas, have given the required notices and have held the required public hearings regarding this amendment to the Dallas City Code; Now, Therefore,

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


“311.2.2 Fire protection. Fire alarm, sprinkler and standpipe systems shall be maintained in an operable condition at all times.

Exceptions:

1. When the premises have been cleared of all combustible materials and debris and, in the opinion of the fire code official, the type of construction, fire separation distance and security of the premises do not create a fire hazard. This exception does not apply to a building which must be registered under Chapter 48B, “Vacant Buildings,” of the Dallas City Code.
2. Where buildings will not be heated and fire protection systems will be exposed to freezing temperatures, fire alarm and sprinkler systems are permitted to be placed out of service and standpipes are permitted to be maintained as dry systems (without an automatic water supply) provided the building has no contents or storage, and windows, doors and other openings are secured to prohibit entry by unauthorized persons. This exception does not apply to a building which must be registered under Chapter 48B, “Vacant Buildings,” of the Dallas City Code.

SECTION 2. That a person violating a provision of this ordinance, upon conviction, is punishable by a fine not to exceed $2,000. No offense committed and no liability, penalty, or forfeiture, either civil or criminal, incurred prior to the effective date of this ordinance will be discharged or affected by this ordinance. Prosecutions and suits for such offenses, liabilities, penalties, and forfeitures may be instituted, and causes of action pending on the effective date of this ordinance may proceed, as if the former laws applicable at the time the offense, liability, penalty, or forfeiture was committed or incurred had not been amended, repealed, reenacted, or superseded, and all former laws will continue in effect for these purposes.

SECTION 3. That Chapter 16 of the Dallas City Code, as amended, will remain in full force and effect, save and except as amended by this ordinance. Any existing structure, system, development project, or registration that is not required to come into compliance with a requirement of this ordinance will be governed by the requirement as it existed in the former law last applicable to the structure, system, development project, or registration, and all former laws will continue in effect for this purpose.

SECTION 4. That the terms and provisions of this ordinance are severable and are governed by Section 1-4 of Chapter 1 of the Dallas City Code, as amended.
SECTION 5. That this ordinance will take effect immediately from and after its passage and publication in accordance with the Charter of the City of Dallas, and it is accordingly so ordained.

APPROVED AS TO FORM:

THOMAS P. PERKINS, JR., City Attorney

By____________________________________
Assistant City Attorney

Passed_________________________________
SUBJECT

Approval of the issuance of tax-exempt bonds by Housing Options, Inc., an agency created by the Dallas Housing Authority, for: (1) $10,000,000 Housing Options, Inc. Senior Housing Revenue Bonds (Lakewest Senior Housing I, L.P. Project) to finance the new construction of 180 one-bedroom units for seniors, with 13 units designated for persons with disabilities for Village at Lakewest Apartments I, for Lakewest Senior Housing I, L.P. to be constructed at the south side of Bickers Street at the intersection of Bickers Street and Greenleaf Street and (2) $10,000,000 Housing Options, Inc., Senior Housing Revenue Bonds (Lakewest Senior Housing II, L.P. Project) to finance the new construction of 180 one-bedroom units for seniors, with 13 units designated for persons with disabilities for Village at Lakewest Apartments II for Lakewest Senior Housing II, L.P. to be constructed at the south side of Bickers Street approximately 200 feet east of the intersection of Bickers Street and Greenleaf Street - Financing: No cost consideration to the City

BACKGROUND

Council Resolution No. 08-1683 approved on June 11, 2008 approved and supported an application with the Texas Department of Housing and Community Affairs (TDHCA) for 4% Tax Credit financing for the Village at Lakewest Apartments I for new construction of 180 one-bedroom units for seniors by Senior Housing I, L.P.

Council Resolution No. 08-1684 approved on June 11, 2008 approved and supported an application with the Texas Department of Housing and Community Affairs (TDHCA) for 4% Tax Credit financing for the Village at Lakewest Apartments II for new construction of 180 one-bedroom units for seniors by Lakewest Senior Housing II, L.P.

Both apartment complexes will be located south of Bickers Street at the intersection of Bickers Street and Greenleaf Street.
BACKGROUND (continued)

The apartment owners are limited partnerships formed for the sole purpose of developing, owning and operating the project for long-term use as low-income housing. The Housing Authority of the City of Dallas, Texas (DHA) is the initial sole Limited Partner of each partnership and the General Partner of each partnership is a Texas non-profit corporation whose Board of Directors serves by virtue of their employment by DHA. Construction of the units will be financed through Private Activity Bonds and four percent tax credits.

Because the apartments are located within the City of Dallas, Section 147 (f) of the Internal Revenue Code requires that in order for the bonds to be tax-exempt, the City Council or the applicable elected representative of the City of Dallas, must approve the issuance of the bonds by Housing Options, Inc. after a public hearing.

A public hearing in compliance with the Tax Equity and Fiscal Responsibility Act (TEFRA) with respect to the Bonds was held by Housing Options, Inc. at 9.00 a.m. on April 21, 2008 at Dallas Housing Authority Central Office, 3939 N Hampton Road, Dallas, Texas. No members of the public attended the hearing.

The City of Dallas is not being asked to issue bonds. The bonds will not be a debt or liability of the City. The City’s name will not appear on the bonds. The approval being requested is only for the purpose of complying with federal law with regard to tax-exempt debt.

Approval of this item will enable Housing Options, Inc. to issue Bonds for the new construction of 360 senior units.

PRIOR ACTION/REVIEW (Council, Boards, Commissions)

On April 21, 2008, the Housing Committee was briefed on the Village at Lakewest Apartments I, Lakewest Senior Housing I, LP and the Village at Lakewest Apartments II, Lakewest Senior Housing II, LP and on the pre-application waivers.

On May 28, 2008, the City Council approved pre-application waivers in support of the TDHCA tax-exempt bond and 4% low-income housing credits by Resolution No. 08-1530 and Resolution No. 08-1531.

On June 2, 2008, the Housing Committee was briefed on final support of TDHCA tax-exempt bond and 4% low-income housing credits.

On June 11, 2008, the City Council approved support of the TDHCA tax-exempt bond and 4% tax credit by Resolution No. 08-1683 and Resolution 08-1684.
FISCAL INFORMATION

No cost consideration to the City.

OWNERS

DHA/Lakewest Senior Housing I, LP  GSL Development, LLC
Ann Lott, Executive Director  John Taylor, Owner and Managing Member

DHA/Lakewest Senior Housing II, LP  GSL Development, LLC
Ann Lott, Executive Director  John Taylor, Owner and Managing Member

MAP

Attached
WHEREAS, the Housing Authority of the City of Dallas (DHA) is a body politic and corporate, established in 1938 to, in part, provide housing opportunities for low-income persons, and

WHEREAS, Housing Options, Inc. (the “Issuer”) has been organized by the Housing Authority of the City of Dallas, Texas as a public facilities corporation pursuant to Chapter 303, Local Government Code, as amended (the “Act”), and is empowered under the Act to issue its revenue bonds to finance public facilities, including multi-family residential rental units; and

WHEREAS, the Village at Lakewest Apartments I and the Village at Lakewest Apartments II are an integral component of the Dallas Housing Authority redevelopment effort to provide new senior housing development; and

WHEREAS, the Issuer proposes to issue up to the following bond issues (the “Bonds”) to finance the following apartments:

$10,000,000 Housing Options, Inc. Senior Housing Revenue Bonds (Lakewest Senior Housing I, L.P. Project) to finance the new construction of 180 one-bedroom units for seniors, with 13 units designated for persons with disabilities for Village at Lakewest Apartments I on the south side of Bickers Street at the intersection of Bickers Street and Greenleaf Street, in the City of Dallas.

$10,000,000 Housing Options, Inc. Senior Housing Revenue Bonds (Lakewest Senior Housing II, L.P. Project) to finance the new construction of 180 one-bedroom units for seniors, with 13 units designated for persons with disabilities for Village at Lakewest Apartments II on the south side of Bickers Street approximately 200 feet east of the intersection of Bickers Street and Greenleaf Street, in the City of Dallas.

WHEREAS, Section 147(f) of the Internal Revenue Code of 1986, as amended (the “Code”), requires that the governing body or the chief elected executive official of the governmental unit in which the projects are located approve the issuance of the Bonds after a public hearing following reasonable public notice thereof; and

WHEREAS, a public hearing was held by Housing Options, Inc. at 9.00 a.m. on April 21, 2008 at Dallas Housing Authority Central Office, 3939 N Hampton Road, Dallas, Texas; NOW, THEREFORE,

BE IT RESOLVED BY THE CITY COUNCIL OF THE CITY OF DALLAS:
SECTION 1. That the Bonds are approved for purposes of section 147(f) of the Code.

SECTION 2. That the approval contained herein is solely for the purpose of section 147(f) of the Code and for no other purpose and is not to be construed as an undertaking by the City of Dallas. The Bonds shall not constitute a liability, an indebtedness, or obligation of the City of Dallas nor shall any of the assets of the City of Dallas be pledged to the payment of the Bonds.

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 Department
City Attorney’s Office
Office of Financial Services/Community Development, 4FN
SUBJECT

Authorize (1) creation of an Assistant Director II position in the Housing Department for the management and coordination of the Housing and Mixed-use Development Team (HMDT), designated by the City Manager to identify, manage and coordinate housing and mixed-use development projects in Neighborhood Investment Program Areas, (2) application for and acceptance of a grant in the amount of $250,000 from the Texas Real Estate Council Foundation (TRECF) to fund the new Assistant Director II position, (3) execution of a two year $250,000 grant agreement with TRECF to fund the new Assistant Director position in the Housing Department, and (4) designation of a Demonstration Project area for the HMDT - Not to exceed $250,000 - Financing: Texas Real Estate Council Foundation Grant Funds

BACKGROUND

In December 2007, Mayor Leppert requested the formation of a group to discuss an agenda for effectively addressing the affordable housing shortage in Dallas. The Mayor’s Work Group on Affordable Housing (MWG) included Councilmembers Carolyn Davis and Tennel Adkins, nonprofit developers, for profit developers, City of Dallas employees, the Texas Real Estate Council, the Dallas Housing Authority, Fannie Mae and the Dallas Faith Communities Coalition.

In its first presentation to the Housing Committee, the MWG identified a matrix of concerns including improved process, target area demonstration project, and funding. The MWG found that although they could not derive a number for the total affordable housing needs in Dallas, it was their opinion that it was higher than the 30,000 units which had been used in the past to describe the need. They also found that with proper support the nonprofit developers could increase their production to 1,000 single family and multi-family units annually. Further, they identified that production of affordable housing would help the quality of life in underserved neighborhoods but that this must be combined with a comprehensive, scalable approach to crime, code enforcement, schools, parks and recreation, economic development, transportation, neighborhood associations, health care, and faith communities.
BACKGROUND (continued)

The MWG recommended an empowerment of the Housing Department leadership in affordable housing, and a streamlining of processes to strengthen the impact of the Housing Department. To that end, they suggested the creation of an affordable housing HMDT to facilitate and expedite the development of affordable housing including the Housing Department, Development Services, Zoning, Planning, Economic Development, Health & Human Services, Public Safety, Legal, and Code Compliance.

They recommended the identification of a demonstration project to test the effectiveness of the HMDT approach to development. This project would be in an area of concentration inside an existing Neighborhood Investment Program area. The MWG also recommended a re-evaluation and assessment of all city land and real estate policies including the current land bank process.

The MWG then split up into subgroups in the areas of the HMDT, Demonstration Project, Affordable Housing Study, Funding and Land Bank. The subgroups met and developed assessments, recommendations and implementation ideas, and reported out to the Housing Committee.

The HMDT Subgroup agreed that a HMDT project is a complex, comprehensive, strategically located development with large scale infrastructure, demolition and vertical construction. This Subgroup agreed that the HMDT should have a Housing Department HMDT Project Manager who would be an advocate to insure priority for housing projects within the existing City development process. Other members of the team would include Development Services, Public Works, Water Utilities, Fire, the City Attorney’s Office and Economic Development. The Subgroup saw a need to review the existing development process guide to see if any modifications are needed to deal with affordable housing development.

The HMDT Subgroup recommended that the HMDT Project Manager should be an Assistant Director II position reporting directly to the Housing Department Director with professional private sector housing and mixed-use development experience. The City would apply for a grant from the Texas Real Estate Council to fund the position for the first two years and then assess the success of the position for extension in the future.

The responsibilities of the new HMDT Project Manager would be to identify HMDT projects, coordinate and communicate the project master plan with City staff, and manage and coordinate the timeliness and scheduling of project development. The other City Departments on the HMDT would provide management staff time to facilitate, monitor and update projects in their respective Departments. The MWG would be involved with the HMDT to oversee and monitor project progress.
BACKGROUND (continued)

The Demonstration Project Subgroup recommended implementing the Spring Avenue Revitalization demonstration project within the Frazier Courts neighborhood. The project is located in the Greater Fair Park area and is bounded on the north by the Union Pacific Railroad line, on the east by Hatcher, on the south by Lyons and Carter, and on the west by Collins. This Demonstration Project would include development of 51 senior and workforce housing, acquisition of dilapidated properties for mixed-use development and infrastructure and streetscape improvements.

The funding, affordable housing study and land bank subgroup recommendations will be finalized and brought to Council at a later date.

PRIOR ACTION/REVIEW (COUNCIL, BOARDS, COMMISSIONS)

On February 19, 2008, the Mayor’s Work Group presented a report to the Housing Committee.

On May 10, 2008, the Mayor’s Work Group presented recommendations to the Housing Committee.

FISCAL INFORMATION

$250,000 - Texas Real Estate Council Foundation Grant Funds

MAP

Attached
WHEREAS, in December 2007, Mayor Leppert formed the Mayor’s Work Group on Affordable Housing to bring nonprofit and for profit groups together to provide recommendations to more effectively address the affordable housing shortage in the City of Dallas; and

WHEREAS, the Mayor’s Work Group on Affordable Housing briefed the Housing Committee on February 19 and May 10, 2008 including recommendations to form a Housing and Mixed-use Development Team (HMDT) to identify, manage and coordinate multi-faceted projects in Neighborhood Investment Program areas; and

WHEREAS, the Mayor’s Work Group recommended that the City apply for and accept a grant from the Texas Real Estate Council Foundation (TRECF) to fund an Assistant Director II position to manage the HMDT; and

WHEREAS, the Mayor’s Work Group recommended designation of a Demonstration Project area for the HMDT; and

WHEREAS, the City Council desires to implement the recommendations of the Mayor’s Work Group; NOW, THEREFORE,

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

SECTION 1. That pursuant to the recommendations of the Mayor’s Work Group on Affordable Housing the City Manager is authorized to designate a HMDT composed of the Housing Department, Development Services, Public Works, Water Utilities, Fire, the City Attorney’s Office, Economic Development, Health & Human Services, Public Safety, and Code Compliance. The responsibilities of the new HMDT are to identify, manage and coordinate multi-faceted projects in Neighborhood Investment Program areas, and to provide concentrated environmental and health services, public safety and code enforcement during and after HMDT projects are constructed. The Housing Department will identify HMDT projects, and coordinate the timeliness and scheduling of project development with City staff. The other City Departments on the HMDT will provide management and other staff to facilitate, monitor and update projects in their respective Departments.

SECTION 2. That the City Manager is authorized to create an Assistant Director II (P) in the Housing Department Unit 0785.

SECTION 3. That the City Manager is hereby authorized to execute a two year grant agreement with TRECF following approval as to form by the City Attorney to receive grant funding in the amount of $250,000 from TRECF to fund an Assistant Director II position in the Housing Department for two years.
SECTION 4. That the City Manager is hereby authorized to establish appropriations in an amount not to exceed $250,000 in Fund 0732, DEPT HOU, Unit 0785.

SECTION 5. That the City Controller is hereby authorized to deposit all grant funds from the TRECF in an amount not to exceed $250,000 into Fund 0732, Dept HOU, Unit 0785, Revenue Source 6508 for salary and benefits for Assistant Director II position.

SECTION 6. That the City Controller be and is hereby authorized to disburse these funds from Fund 0732, Dept HOU, Unit 0785, total not to exceed $250,000.

SECTION 7. That the area bounded on the north by the Union Pacific Railroad, on the east by Hatcher Street, on the south by Carter Street and Lyons Street, and on the west by Collins Avenue be designated as the Demonstration Project Area for the Affordable Housing HMDT.

SECTION 8. That the City Manager is hereby authorized to initiate planning and other activities to implement the development of affordable housing and mixed-use development in the Demonstration Project area and to bring individual requests for funding specific projects in the Demonstration area to the Council for approval.

SECTION 9. 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 Department
City Attorney’s Office
Office of Financial Services
Housing Department
Development Services
Public Works
Water Utilities
Fire
Economic Development
Health & Human Services
Public Safety
Code Enforcement
Human Resources
KEY FOCUS AREA: Economic Vibrancy
AGENDA DATE: June 25, 2008
COUNCIL DISTRICT(S): 7
DEPARTMENT: Housing
CMO: A. C. Gonzalez, 671-8925
MAPSCO: 56C

SUBJECT

Authorize a loan in the amount of $500,000 at 0% interest to East Dallas Community Organization for the development of unimproved properties located at 5302 Bexar Street to construct a portion of the residential component of the economic development project on Bexar Street – Not to exceed $500,000 - Financing: 2006 Bond Funds

BACKGROUND

On February 26, 2003, City Council approved the Neighborhood Investment Program (NIP) target areas which included five census tracts and later on September 28, 2005, approved the redesignation and expansion of three of the existing five NIP targeted areas. The Bexar Street Redevelopment project is in one of the approved target areas (CT 39.02/115.00). The Bexar Street Redevelopment project is being implemented in two phases. Phase I is north of Interstate 175 and Phase II is south of Interstate 175. Phase I began with master planning, design, acquisition and demolition.

Currently street improvements are underway with pedestrian lighting, landscaping and new DART bus shelters to follow. These improvements should be completed by Fall 2008. Construction of new residential townhouses, and two mixed-use buildings with ground level commercial/retail uses and 2nd floor residential apartments should begin Spring/Summer 2008. Construction of Phase II street improvements should begin by late Summer 2008. Master planning for proposed redevelopment is currently underway.

The 2006 Bond Election provided $41.495 million in general obligation bonds to provide funds for promoting economic development in the Southern Sector. On December 12, 2007, the City Council approved an amendment to the Public/Private Partnership Program to set forth the Economic Development Program for Southern Dallas. This project will be implemented under the amended program.
BACKGROUND (continued)

East Dallas Community Organization (EDCO) proposed to work with the City of Dallas to undertake the development of townhomes along Bexar Street. The Bexar Street Redevelopment Project is a component of the Economic Development master plan. EDCO will begin construction of eight townhome units by August 2008. Four of those units will be paid for by Proposition 8 Bond Funds. Private sector funding will pay for the costs of the other four units.

City Council approval of this agenda item from FY06 Bond proceeds will provide a loan in the amount of $500,000 at 0% interest to EDCO for the development of the residential portion of the Economic Development Project on Bexar Street. This Council action will allow for construction of four townhomes at 5302 Bexar Street to begin in order to facilitate implementation of master planned economic development projects.

EDCO’s loan will carry zero interest with a two year term subject to acceleration for failure to complete and sell the residential housing. EDCO will be required to file deed restrictions and liens on developed properties in order to assure their redevelopment in accordance with Bond Program requirements. EDCO will repay a portion of the loan at closing with a twenty year restriction remaining on the property to limit subsequent sales or transfers.

PRIOR ACTION/REVIEW (COUNCIL, BOARDS, COMMISSIONS)

On August 9, 2006, the City Council approved an ordinance ordering a bond election to be held in the City of Dallas on November 7, 2006, for the purpose of submitting propositions for the issuance of general obligation bonds for funding permanent public improvements.

On December 12, 2007, the City Council approved an amendment to the Public/Private Partnership Program to include a special category for an Economic Development General Obligation Bond Program for Southern Dallas.

On June 16, 2008, the Housing Committee of the City Council was briefed on the Bexar Street Redevelopment Project.

FISCAL INFORMATION

2006 Bond Funds - $500,000
OWNERS

East Dallas Community Organization (EDCO)

Gerald Carlton, Chief Operating Officer

MAP(S)

Attached
WHEREAS, the City of Dallas seeks to increase the supply of new affordable workforce housing in order to attract and retain economic growth; and

WHEREAS, on February 26, 2003, the City Council approved the designation of five (5) census tracts, (CT 25.00, CT 39.02, CT 49.00, CT 89.00, and CT 101.01) as Neighborhood Investment Program (NIP) target areas for two years beginning October 1, 2003; and

WHEREAS, on September 28, 2005, the City Council approved the redesignation and expansion of three of the existing five NIP targeted areas as follows: CT 25.00 expanded to include CT 27.01 and CT 27.02; CT 39.02 expanded to include CT 115.00 (part); and CT 101.01 expanded to include CT 101.02. These census tracts were designated for a minimum of three years, beginning October 1, 2005; and

WHEREAS, economic development in southern sector is a key focus area and goal of the City; and

WHEREAS, the City has developed the Bexar Street Redevelopment Project to stimulate economic development in a target area in southern sector; and

WHEREAS, the City Council has determined that the Bexar Street Redevelopment Project will stimulate economic development in a target area; and

WHEREAS, on August 9, 2006, the City Council approved an ordinance ordering a bond election to be held in the City of Dallas on November 7, 2006, for the purpose of submitting propositions for the issuance of general obligation bonds for funding permanent public improvements; and

WHEREAS, on November 7, 2006, the voters of Dallas approved a $1.35 billion General Obligation Bond Program of which $41,495,000 was set aside for the purpose of providing funds for promoting economic development in the Southern area of the city, and promoting economic development in other areas of the city in connection with transit-oriented development; and

WHEREAS, on December 12, 2007, the City Council approved an amendment to the Public/Private Partnership Program to include a special category for an Economic Development General Obligation Bond Program for Southern Dallas; and,

WHEREAS, on June 16, 2008, the Housing Committee of the City Council was briefed on the Bexar Street Redevelopment Project which includes the Bexar Neighborhood; and,

WHEREAS, East Dallas Community Organization (EDCO) proposes to work with the City of Dallas for the Bexar Street Redevelopment Project; NOW, THEREFORE,
BE IT RESOLVED BY THE CITY COUNCIL OF THE CITY OF DALLAS:

Section 1. That the City Manager or designee, upon approval as to form by the City Attorney, is hereby authorized to execute loan documents for the City’s loan in the amount of $500,000 at 0% interest to East Dallas Community Organization (EDCO) (“Borrower”). Loan funds shall be used for the development of unimproved properties located at 5302 Bexar Street to construct a portion of the residential component of the Economic Development Project on Bexar Street.

Section 2. That some of the terms of the loan documents include:

a) Borrower’s note payable to the City of Dallas will have a maturity date of two (2) years; provided, however, if Borrower fails to complete and sell the residential housing, then the entire amount of the loan becomes due and payable. To be considered “completed,” the properties must be residential units that have all been constructed and sold, as evidenced by a certificate of occupancy having been obtained from the City of Dallas for each unit in all the structures or projects and settlement statements from each homebuyer closing.

b) If Borrower fails to timely comply with the expenditure or construction requirements in Section 2(a) hereof, the City of Dallas has the option to require Borrower to convey fee simple title to the properties acquired with the bond funds under the loan to the City of Dallas, free of any liens or encumbrances not acceptable to the City.

c) Borrower shall execute deed restrictions and a deed of trust on each property developed for which construction costs have been expended from loan proceeds.

d) No approval by the City of the expenditure of any loan funds shall bind or obligate the City to approve any zoning or replat change that Borrower may request for the properties.

e) Borrower shall obtain approval from the City for the permitted uses of the properties. “Permitted uses” includes those uses that are permitted under the Dallas Development Code on the property, but in no event may they include any use that requires a sexually oriented business license under Chapter 41A of the Dallas City Code, or a liquor store, a pawn shop, a body piercing studio, or a tattoo studio, as those terms are defined by the Dallas Development Code.

f) As each property is sold for a residential project, Borrower will repay a portion of the loan proceeds advanced. The Borrower will transfer $70,000 of the lien to the homebuyer as a lien and be released from the indebtedness on the note for the corresponding amounts. Deed restrictions and the lien will remain with the property for twenty years to maintain homeownership use.
Section 2. (Continued)

g) If Borrower obtains additional construction loan(s) for remainder of construction costs, the City and Lender will share a pro-rata lien position in proportion to actual expenditures.

Section 3. That the City Manager, upon approval as to form by the City Attorney, is authorized to execute an intercreditor agreement with a lender who is providing interim construction financing, if necessary.

Section 4. That the City Manager, upon approval as to form by the City Attorney, is authorized to execute lien releases of liens and terminate deed restrictions on the properties upon compliance with the terms.

Section 5. That the Controller is hereby authorized to encumber and disburse funds in accordance with the terms and conditions of the contracts as follows:

East Dallas Community Organization Vendor # 354413

Fund 7T52, Dept HOU, Unit T807, Obj 3015, Act H098, Program # HOUBEXAR01

CT HOUT087I064 - in an amount not to exceed $500,000

Section 6. That the City Controller is hereby authorized to set up receivable balance sheet account (033F) and an allowance for uncollectible debt (0224) in fund 7T52 for the amount of the loan.

Section 7. That nothing in this resolution shall be construed as a binding contract or agreement upon the City, that it is subject to available bond funding, and there will be no liability or obligation on the City until final contract documents are approved, executed, and final closing completed.

Section 8. 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 Department
City Attorney's Office
Office of Financial Services/Community Development, 4FN
SUBJECT

Authorize an amendment to Resolution Nos. 06-0963, previously approved on March 28, 2006 and 07-1595, previously approved on May 23, 2007 and 07-3008, previously approved on October 10, 2007, to extend the deadline from June 30, 2008 to July 31, 2008 for execution and closing the Residential Development Acquisition Loan Program acquisition loan for the partial acquisition and related soft costs in connection with the City Walk at Akard project -Financing: No cost consideration to the City

BACKGROUND

The approval of this request will authorize an extension of time from June 30, 2008 to not later than July 31, 2008 for $750,000 of Residential Development Acquisition Loan Program (RDALP) funds to be applied to the acquisition and related soft costs of the existing acquisition loan between Central Dallas Community Development Corporation’s (CDCDC) Akard Walk, L.P. and JPMorgan Chase. This extension request is necessary so that this loan can be closed at the same time as the closing of all of the other funding sources for this project. Background of previous actions taken by the City follow.

On March 28, 2006, the City Council approved Resolution No. 06-0963 which authorized a $750,000 RDALP loan for CDCDC or another entity created by CDCDC for the CityWalk at Akard Apartment rehabilitation project located at 511 N. Akard, Dallas, Texas, subject to approval and award of 9% tax credits by the State by September 30, 2006, compliance with federal and RDALP requirements and execution of first lien lenders loan for construction. The RDALP loan was to be used to pay partial acquisition costs to be secured by a subordinate lien. This approval included the City’s intent, subject to subsequent Council authorization, to allocate up to $1 million in future 2005 Homeless Assistance Center General Obligation Bond proceeds in exchange for 50 units in the CityWalk at Akard Project being set aside for tenants who are transitioning out of homelessness.
BACKGROUND (continued)

On July 28, 2006, the Texas Department of Housing and Community Affairs Board approved a forward commitment for 2007 for the CityWalk at Akard Project, allowing the Project to receive the tax allocation and move forward.

On September 27, 2006, the City Council approved by Resolution No. 06-2651, which amended Resolution No. 06-0963 to extend the deadline for obtaining and closing the tax credit financing and the execution of the first lien lenders construction loan for the CityWalk at Akard project until September 30, 2007. All other terms and obligations remained the same as approved in the March 28, 2006 City Council by Resolution No. 06-0963. The CityWalk at Akard L.P., an entity created by the CDCDC acquired 511 N. Akard on November 10, 2006, with acquisition loans totaling $6.4 million, from JPMorgan Chase and Enterprise Community Partners.

On April 26, 2007, JPMorgan Chase, who provided financing in the amount of $4,575,000 for the acquisition of the 15 story building located at 511 N. Akard formally requested that the City modify the original Council approval by Resolution No. 06-0963, as amended by Resolution No. 06-2651 to change the terms of how the RDALP funding would be funded, as a condition for extension of JPMorgan Chase’s acquisition loan.

On May 23, 2007, the City Council approved by Resolution No. 07-1595, an amendment to Resolution No. 06-2651, previously approved on September 27, 2006, granting the request, including a requirement for Applicant to execute a loan renewal with JPMorgan Chase and applying the $750,000 CDBG funding to reduce the principal balance no later than August 10, 2007, and filing of a prior lien deed restrictions in compliance with applicable RDALP and federal regulations and a subordinate lien against the CityWalk at Akard Project.

On October 10, 2007, City Council approved by Resolution No. 07-3008, an amendment to Resolution No. 07-1595, previously approved on May 23, 2007 to extend the time frame to June 30, 2008 to allow the Central Dallas Community Development Corporation and JPMorgan Chase to enter into a loan renewal agreement for reduction of the principal balance of the Chase acquisition loan.

The $750,000 RDALP funding would reduce the outstanding balance of the $4,575,000 acquisition funding by JPMorgan Chase. This resolution will extend the deadline for the closing of the loan from June 30, 2008 to July 31, 2008. This extension request is necessary so that this loan can be closed at the same time as the closing of all of the other funding sources for this project.
PRIOR ACTION/REVIEW (Council, Boards, Commissions)

On August 10, 2005, the City Council approved the FY 2005-06 Consolidated Plan Budget which included $1,000,000 of Community Development Block Grant funds for the Residential Development Acquisition Loan Program by Resolution No. 05-2233.

On March 6, 2006, the Economic Development and Housing Committee was briefed on the CityWalk at Akard project for submission of the Texas Department of Housing and Community Affairs Project 9% tax credit application.

On March 8, 2006, the City Council approved the pre-application waiver of the City’s multifamily policy for the CDCDC’s CityWalk at Akard project for submission of the Texas Department of Housing and Community Affairs Project 9% tax credit application by Resolution No. 06-0871.

On March 28, 2006, the City Council approved support of the CDCDC CityWalk at Akard project for submission of the Texas Department of Housing and Community Affairs Project 9% tax credit application and authorized a $750,000 Residential Development Acquisition Loan Program by Resolution No. 06-0963.

On September 27, 2006, the City Council approved the extension of the previous termination date of September 30, 2006 commitment for CityWalk at Akard Project to a new termination date of September 30, 2007 by Resolution No. 06-2651.

On May 23, 2007, the City Council approved the reduction of the number of units from 209 to 194 and to amend the terms of the City’s loan by Resolution No. 07-1595.

On October 10, 2007, City Council approved by Resolution No. 07-3008, an amendment to Resolution No. 07-1595, approved on May 23, 2007 to extend the timeframe to June 30, 2008 to allow the Central Dallas Community Development Corporation and JPMorgan Chase to enter into a loan renewal agreement for reduction of the principal balance of the Chase acquisition loan.

FISCAL INFORMATION

No cost consideration to the City.
<table>
<thead>
<tr>
<th>OWNERS</th>
<th>DEVELOPERS</th>
</tr>
</thead>
<tbody>
<tr>
<td>Akard Walk, L. P.</td>
<td>McCaslin Development Co.</td>
</tr>
<tr>
<td>Central Dallas CDC, General Partner</td>
<td>Butch McCaslin, Co-President</td>
</tr>
<tr>
<td>John Greenan, Executive Director</td>
<td></td>
</tr>
</tbody>
</table>

**Central Dallas Community Development Corporation**

John Greenan, Executive Director

**MAP**

Attached
WHEREAS, on January 6, 2006, the Texas Department of Housing and Community Affairs (TDHCA) received a 9% pre-application from Central Dallas Community Development Corporation (CDCDC), for 9% tax credits for the CityWalk at Akard ("Project"), rehabilitation project composed of 209 units; and

WHEREAS, on March 6, 2006, the Economic Development and Housing Committee was briefed on the Project and voted to recommend that the City Council adopt a resolution supporting the pre-application waiver for tax credit and/or tax-exempt bond financing of the acquisition and tax credit financing of the CityWalk at Akard multifamily development; and

WHEREAS, on March 8, 2006, the City Council approved the pre-application waiver for the Project by Resolution No. 06-0871; and

WHEREAS, on March 28, 2006, the City Council approved a $750,000 loan, under the Residential Development Acquisition Loan Program (RDALP), to CDCDC subject to the approval and award of 9% tax credits by the State for this development and execution of first lien lender’s loan for construction by the termination date of September 30, 2006, and compliance with applicable RDALP and Federal requirements, and the intent to authorize, pursuant to a subsequent Council resolution, of up to $1,000,000 in 2006 Homeless Assistance Center General Obligation Bond funds to acquire a long-term leasehold interest in 50 subsidized units set aside for the homeless by Resolution No. 06-0963; and

WHEREAS, on July 28, 2006, the TDHCA Board approved a forward commitment for 2007 for the CityWalk at Akard Project, allowing the Project to receive the tax allocation and move forward; and

WHEREAS, on September 27, 2006, the City approved the extension of the previous date of the September 30, 2006 commitment for the CityWalk at Akard Project to a new termination date of September 30, 2007 by Resolution No. 06-2651; and

WHEREAS, on May 23, 2007, the City authorized an amendment to Resolution No. 06-0963, previously approved on March 28, 2006, as amended by Resolution No. 06-2651 approved on September 27, 2006 to (1) reduce the number of units for the CityWalk at Akard project from 209 to 194; (2) amend the terms for the CityWalk at Akard project to allow for $750,000 to be used toward a principal reduction at execution of a renewal and extension of the existing acquisition loan between JPMorgan Chase and Akard Walk, L.P.; (3) extend the loan term from 15 years to 20 years at 0% interest forgivable at a rate of 1/240 monthly for 20 years; and (4) permit funding of RDALP loan prior to the closing of the tax credit financing and the execution of the first lien lender’s loan for construction by Resolution No. 07-1595; and
WHEREAS, on October 10, 2007, the City Council authorized an amendment to Resolution Nos. 06-0963, previously approved on March 28, 2006, and 07-1595, previously approved on May 23, 2007, to (1) to allow $750,000 in CDBG funds previously approved for principal reduction (acquisition) to also include expenditures for and related soft costs, and (2) to extend the term for execution of loan renewal between Central Dallas Community Development Corporation and JPMorgan Chase for reduction to the principal balance of the Chase acquisition loan to June 30, 2008; and

WHEREAS, the City desires to authorize an amendment to Resolution No. 07-3008 previously approved on October 10, 2007 to extend the deadline for the closing of the RDALP loan for partial acquisition and related soft costs from June 30, 2008 to July 31, 2008; NOW, THEREFORE,

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

SECTION 1. That the City desires to authorize an amendment to Resolution No. 07-3008 previously approved on October 10, 2007 to extend the deadline for execution, funding, and closing of the RDALP loan for the partial acquisition and related soft costs in connection with the City Walk at Akard project from June 30, 2008, by extending the term for execution of the loan renewal to July 31, 2008.

SECTION 2. That this resolution does not constitute a binding agreement upon the City or subject the City to any liability or obligation with respect to the RDALP loan funds for the CityWalk at Akard Project, until such time as the loan documents are duly approved by all parties and executed.

SECTION 3. That, except as amended herein, Resolution No. 07-3008, shall remain in full force and effect and 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 Department
City Attorney’s Office
Office of Financial Services/Community Development, 4FS
SUBJECT
An ordinance amending Chapter 40B of the Dallas City Code to require regulated metal property to be paid for by check or debit card mailed to the seller, unless the seller holds a valid cash transaction card - Financing: No cost consideration to the City

BACKGROUND
The proposed ordinance contains amendments to Chapter 40B, “SECONDARY METALS RECYCLERS,” of the Dallas City Code, that would require secondary metals recyclers to pay for nonferrous regulated metal property and certain identified ferrous regulated metal property by check or debit card mailed to the seller, unless the seller holds a valid cash transaction card. The ordinance would also provide requirements related to cash transaction cards. Failure to comply with the proposed ordinance amendments would result in a penalty not to exceed $500.

The ordinance will take effect on August 24, 2008.

PRIOR ACTION/REVIEW (COUNCIL, BOARDS, COMMISSIONS)
Briefed to the City Council on May 7, 2008.

On May 28, 2008, the City Council authorized an ordinance amending Chapter 40B of the Dallas City Code, by Resolution No. 08-1589. The City Council deferred authorizing portions of Chapter 40B that define the payment terms for secondary metals recyclers.

FISCAL INFORMATION
No cost consideration to the City.
An ordinance amending CHAPTER 40B, “SECONDARY METALS RECYCLERS,” of the Dallas City Code, as amended; defining terms; requiring secondary metals recyclers to pay for nonferrous regulated metal property and certain identified ferrous regulated metal property by check or debit card mailed to the seller, unless the seller holds a valid cash transaction card; providing requirements relating to a cash transaction card; providing a penalty not to exceed $500; providing a saving clause; providing a severability clause; and providing an effective date.

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

SECTION 1. That CHAPTER 40B, “SECONDARY METALS RECYCLERS,” of the Dallas City Code, as amended, is amended to read as follows:

“CHAPTER 40B

SECONDARY METALS RECYCLERS

ARTICLE I.

GENERAL.

SEC. 40B-1. PURPOSE.

This chapter is an exercise of the city's police power to promote, through regulation of secondary metals recyclers, the recovery of stolen property. This chapter provides licensing and recordkeeping requirements and enforcement procedures that will enable the police department to identify and recover public and private property composed of certain metals that may have been illegally appropriated.

SEC. 40B-2. DEFINITIONS.

In this chapter:
(1) CASH TRANSACTION CARD means a card issued to a seller by a secondary metals recycler in compliance with Section 40B-6(f) of this chapter that allows a secondary metals recycler, at the time of purchase, to give consideration in the form of cash or a debit card to a seller in a purchase transaction for regulated metal property.

(2) CATALYTIC CONVERTER means a device used to reduce the toxicity of emissions from an internal combustion engine through the use of a catalyst (typically a platinum-iridium catalyst) that converts the toxic combustion by-products into less toxic gases or products.

(3) CHECK means a check, draft, or other negotiable or nonnegotiable order of withdrawal that is drawn against funds held by a financial institution.

(4) CHIEF means the chief of police for the city of Dallas or a designated representative.

(5) DEBIT CARD means a card issued by a bank that combines the functions of an automatic teller machine (ATM) card and checks. A debit card can be used to withdraw cash at a bank like an ATM card and can also be used at stores to pay for goods and services in place of a check. Unlike a credit card, a debit card automatically withdraws money from a checking account at the time of the transaction.

(6) FERROUS METAL means a metal that contains significant quantities of iron or steel.

(7) HOLD NOTICE means written notification by the chief to a secondary metals recycler stating that the secondary metals recycler may not sell, redeem, or dispose of certain regulated metal property that the chief has reasonable cause to believe has been stolen.

(8) LICENSEE means a person in whose name a license has been issued under this chapter or a person listed as an applicant on the application for a license.

(9) NONFERROUS METAL means a metal that does not contain significant quantities of iron or steel, including, but not limited to, copper, brass, aluminum, bronze, lead, zinc, nickel, and their alloys.

(10) PERSON means an individual, partnership, corporation, joint venture, trust, association, and any other legal entity.

(11) PERSONAL IDENTIFICATION CERTIFICATE means a personal identification card issued by the Texas Department of Public Safety under Chapter 521, Subchapter E of the Texas Transportation Code, as amended, or a similar card or certificate issued by another state.
PURCHASE TRANSACTION means a transaction in which a secondary metals recycler gives consideration, or agrees to give consideration, in exchange for regulated metal property.

REGULATED METAL PROPERTY means any item composed in whole or in part of any ferrous or nonferrous metal, other than an item composed in whole of tin.

SECONDARY METALS RECYCLER means any person who:

(A) is engaged in the business of purchasing, collecting, or soliciting regulated metal property; or

(B) operates or maintains a facility where regulated metal property is purchased or kept for shipment, sale, transfer, or salvage.

SELLER means any person who, in a purchase transaction, receives consideration from a secondary metals recycler in exchange for regulated metal property.

THUMBPRINT IMPRESSION means an intentional recording of the friction ridge detail on the volar pads of the thumb.

SEC. 40B-3. RECORDS REQUIRED.

(a) A secondary metals recycler shall maintain an accurate and legible record of each purchase transaction. Each transaction must be recorded and filed separately.

(b) The record of each purchase transaction must be in English and contain the following information:

(1) the name and street address of the secondary metals recycler;

(2) the name or initials of the individual recording the information required by this section for the secondary metals recycler;

(3) the seller’s name, street address, sex, and birthdate and the identifying number from the seller’s current and valid driver’s license issued by a state in the United States, United States military identification card, or personal identification certificate;

(4) the make, model, and license plate number of the motor vehicle in which the regulated metal property is delivered in a purchase transaction, along with a clear digital still photograph of the motor vehicle and any trailer attached to the motor vehicle;
(5) the place, date, and time of the purchase transaction;

(6) the weight, quantity, or volume and a description, made in accordance with the custom of the trade, of the regulated metal property purchased, along with a clear digital still photograph of the regulated metal property;

(7) a general description of the predominant types of regulated metal property purchased in the purchase transaction;

(8) the amount of consideration given in a purchase transaction for the regulated metal property and, if the seller was:

   (A) paid by check, a copy of the check;

   (B) paid in cash, a copy of the seller’s valid cash transaction card (or the seller’s current approved application for a cash transaction card); or

   (C) paid by debit card, a copy of the debit card receipt and, if payment was made at the time of purchase, a copy of the seller’s valid cash transaction card (or the seller’s current approved application for a cash transaction card);

(9) written documentation evidencing that the seller is the legal owner, or is lawfully entitled to sell, the regulated metal property or a signed statement from the seller affirming a legal right of ownership and the right to sign over title to the regulated metal property offered for sale;

(10) a clear digital still photograph of the seller, taken at the time of the purchase transaction, that clearly depicts the seller’s facial features; and

(11) a clear and legible thumbprint impression of the seller.

(c) A person selling or attempting to sell regulated metal property to a secondary metals recycler shall:

(1) display to the secondary metals recycler the person’s current and valid driver’s license issued by a state in the United States, United States military identification card, or personal identification certificate;

(2) provide to the secondary metals recycler the make, model, and license plate number of the motor vehicle used to deliver the regulated metal property; and

(3) sign a written statement provided by the secondary metals recycler affirming that the person is the legal owner of, or is lawfully entitled to sell, the regulated material offered for sale.
(d) The secondary metals recycler or the recycler’s agent shall visually verify the accuracy of the identification presented by the seller at the time of each purchase of regulated metal property and make a copy of the identification to be maintained by the secondary metals recycler in the record of the purchase transaction.

(e) A secondary metals recycler shall maintain on file the information required by this section for not less than three years after the date of the purchase transaction. A secondary metals recycler shall make these records available for inspection by any police officer, upon request, at the secondary metals recycler’s place of business during the usual and customary business hours of the secondary metals recycler.

SEC. 40B-4. NOTICE TO SELLERS.

(a) A secondary metals recycler shall at all times maintain in a prominent place in the secondary metals recycler’s place of business, in open view to a seller of regulated metal property, a notice in two-inch lettering that:

(1) contains the following or similar language approved by the chief: “A PERSON ATTEMPTING TO SELL ANY REGULATED METAL PROPERTY MUST PRESENT SUFFICIENT IDENTIFICATION AND WRITTEN PROOF OF OWNERSHIP REQUIRED BY CITY OF DALLAS ORDINANCE”; and

(2) states the usual business hours of the secondary metals recycler.

(b) The notice required by this section may be contained on a sign that contains another notice required by law to be displayed by the secondary metals recycler.

SEC. 40B-5. FACSIMILE, TELECOPIER, OR SIMILAR EQUIPMENT REQUIRED.

A secondary metals recycler shall maintain at its place of business, or otherwise have immediate access to, a facsimile, telecopier, or other equipment of similar function on which notifications of stolen property or other notifications relating to regulated metal property may be expeditiously received from the police department. The equipment must be operable at all times during the usual and customary business hours of the secondary metals recycler. The secondary metals recycler shall maintain the facsimile number or other access number of the equipment on file with the chief and shall notify the chief within 24 hours after any change in the number.

SEC. 40B-6. RESTRICTIONS ON THE PURCHASE OF REGULATED METAL PROPERTY.

(a) A secondary metals recycler shall conduct all purchase transactions only between the hours of 7:00 a.m. and 7:00 p.m.
(b) A secondary metals recycler shall not purchase any item of regulated metal property from:

(1) an intoxicated person; or

(2) a person who does not deliver the item of regulated metal property to the secondary metals recycler’s place of business in a motor vehicle or in a trailer attached to a motor vehicle.

(c) A secondary metals recycler shall not purchase any of the following items of regulated metal property without obtaining proof that the seller owns the property (such as by a receipt or bill of sale) or proof that the seller is an employee, agent, or contractor of a governmental entity, utility company, cemetery, railroad, manufacturer, or other person, business, or entity owning the property and the seller is authorized to sell the item of regulated metal property on behalf of the person, business, or entity owning the property:

(1) A manhole cover.

(2) An electric light pole or other utility structure and its fixtures and hardware.

(3) A guard rail.

(4) A street sign, traffic sign, or traffic signal and its fixtures and hardware.

(5) Communication, transmission, and service wire.

(6) A funeral marker or funeral vase.

(7) An historical marker.

(8) Railroad equipment, including but not limited to a tie plate, signal house, control box, switch plate, E clip, or rail tie junction.

(9) Any metal item that is marked with any form of the name, initials, or logo of a governmental entity, utility company, cemetery, or railroad.

(10) A copper or aluminum condensing or evaporator coil from a heating or air conditioning unit.

(11) An aluminum or stainless steel container or bottle designed to hold propane for fueling fork lifts.

(12) A catalytic converter or any part of a catalytic converter.
(d) A secondary metals recycler shall maintain on file the information required by Subsection (c) of this section for not less than three years after the date of the purchase of the item of regulated metal property. A secondary metals recycler shall make these records available for inspection by any police officer, upon request, at the secondary metals recycler’s place of business during the usual and customary business hours of the secondary metals recycler.

(e) Except as provided in Subsection (f) of this section, a secondary metals recycler may not, at the time of purchase, give any form of consideration in a purchase transaction for regulated metal property, but must pay the seller for the purchased regulated metal property by mailing a check or debit card to the seller at the seller’s street address as listed in the record of the purchase transaction. A copy of the check or the debit card receipt must be maintained on file with the purchase transaction record.

(f) A secondary metals recycler may, at the time of purchase, give consideration in the form of cash or a debit card credit in a purchase transaction for regulated metal property if the seller presents the secondary metals recycler with a valid cash transaction card issued by any secondary metals recycler located in the city (or the secondary metals recycler obtains a copy of the cash transaction card and the complete approved application for the card from its own files or from a secondary metals recycler located in the city that issued the card to the seller), and all of the following requirements are met:

1. A secondary metals recycler may only issue or renew a cash transaction card to a seller after receiving an application signed by the seller that contains:

   A. the seller’s name, street address, sex, and birthdate and the identifying number from (and a copy of) the seller’s current and valid driver’s license issued by a state in the United States, United States military identification card, or personal identification certificate;

   B. a clear digital still photograph of the seller, taken at the time of application, that clearly depicts the seller’s facial features;

   C. a clear and legible thumbprint impression of the seller; and

   D. the signature of the individual approving the application on behalf of the secondary metals recycler.

2. The secondary metals recycler may only issue or renew a cash transaction card by mailing it to the seller at the seller’s street address listed in the application for the card.

3. The cash transaction card must contain:

   A. the name and street address of the seller;

   B. a clear digital still photograph of the seller;
(C) an identifying number that is unique to the individual card; and

(D) the expiration date of the card, which date may not exceed two years after the date of issuance.

(4) The cash transaction card must be laminated or made of a rigid plastic or other durable material that will preserve the legibility of the information contained on the card.

(5) The cash transaction card may not be transferable to another person.

(6) A secondary metals recycler shall visually verify that the identification presented by the seller under Section 40B-3(c)(1) corresponds to the identifying information on any cash transaction card presented by the seller or on any copy of the cash transaction card and the complete approved application for the card obtained from the secondary metals recycler’s own files or from the secondary metals recycler that issued the card to the seller.

(7) By the end of the next business day after invalidating a cash transaction card for any reason, the secondary metals recycler that issued the card shall notify the chief of the card’s invalidation and provide other information relating to the card as determined necessary by the chief. After receiving such notification, the chief shall notify all other secondary metals recyclers of the card’s invalidation. A secondary metals recycler shall not accept any cash transaction card after being notified of its invalidation.

(8) A secondary metals recycler shall maintain on file each application for a cash transaction card made to it or obtained from another secondary metals recycler (including a copy of each cash transaction card issued or renewed by it or the other secondary metals recycler) for not less than two years after the date of the application, issuance, or renewal of the card, whichever is later. A secondary metals recycler shall make these records available for inspection by any police officer, upon request, at the secondary metals recycler’s place of business during the usual and customary business hours of the secondary metals recycler.

(g) The requirements of Subsections (e) and (f) of this section do not apply to any item of regulated metal property composed solely of ferrous metal material, unless the item is listed in Subsection (c) of this section or unless the secondary metals recycler has received notice that the chief has, in accordance with this subsection, designated the item or type of item as being subject to those requirements. The chief shall periodically review theft statistics on ferrous regulated metal property and establish a list of items or types of items that the chief determines are subject to the requirements of Subsection (e) and (f). A current list must be maintained on file in the chief’s office, or in another designated office of the police department, so that it may be inspected by the public during the city’s normal business hours. Notice of the list must be given to secondary metals recyclers in accordance with schedules and procedures established by the chief. A secondary metals recycler is presumed to have received notice of the list if the police department transmits the list to the facsimile number or access number provided by the secondary metals recycler under Section 40B-5 of this chapter.
SEC. 40B-7. FIVE-DAY HOLD ON REGULATED METAL PROPERTY; SEGREGATION, LABELING, AND INSPECTION OF REGULATED METAL PROPERTY; EXCEPTIONS.

(a) Except as provided in Subsection (c) of this section, a secondary metals recycler shall retain possession of purchased regulated metal property at the secondary metals recycler’s local place of business and withhold the property from alteration, processing, resale, or salvage use for five days after purchase, unless the property is released sooner by written order of the chief or by order of a court of competent jurisdiction.

(b) Except as provided in Subsection (c) of this section, a secondary metals recycler shall segregate all regulated metal property purchased from a seller from regulated metal property purchased from other sellers and attach to the property, or to the container in which the property is held, a label indicating the name of the seller, the date on which the property was purchased, and the number of the receipt on which the purchase information is recorded. If in any single purchase transaction there are multiple items of regulated metal property of the same general type, only one representative item from each type of regulated property must be segregated and labeled in accordance with this subsection.

(c) The hold, segregation, and labeling requirements of Subsections (a) and (b) of this section do not apply to any item of regulated metal property composed solely of ferrous metal material, unless the secondary metals recycler has received notice that the chief has, in accordance with this subsection, designated the item or type of item as being subject to those requirements. The chief shall periodically review theft statistics on ferrous regulated metal property and establish a list of items or types of items that the chief determines are subject to the requirements of Subsection (a) and (b). A current list must be maintained on file in the chief’s office, or in another designated office of the police department, so that it may be inspected by the public during the city’s normal business hours. Notice of the list must be given to secondary metals recyclers in accordance with schedules and procedures established by the chief. A secondary metals recycler is presumed to have received notice of the list if the police department transmits the list to the facsimile number or access number provided by the secondary metals recycler under Section 40B-5 of this chapter.

(d) While in possession of purchased regulated metal property, a secondary metals recycler shall make the property available for inspection by any police officer at the secondary metals recycler’s place of business during the usual and customary business hours of the secondary metals recycler.

SEC. 40B-8. HOLD ON STOLEN REGULATED METAL PROPERTY; HOLD NOTICE.

(a) Whenever a police officer has reasonable cause to believe that certain items of regulated metal property in the possession of a secondary metals recycler are stolen, the chief may issue a hold notice. The hold notice must:
(1) identify those items of regulated metal property alleged to be stolen and subject to hold; and

(2) inform the secondary metals recycler of the restrictions imposed on the regulated metal property under Subsection (b) of this section.

(b) A secondary metals recycler may not, for 60 days after the date of receiving a hold notice under this section, process or remove from the secondary metals recycler’s place of business any regulated metal property identified in the hold notice, unless the property is released sooner by the chief or by order of a court of competent jurisdiction. At the expiration of the hold period, the hold is automatically released, and the secondary metals recycler may dispose of the regulated metal property unless otherwise directed by a court of competent jurisdiction.

SEC. 40B-9. OFFENSES; DEFENSES; PENALTY.

(a) A person who violates any provision of this chapter, or who fails to perform a duty required of him under this chapter, commits an offense. A person is guilty of a separate offense for each item of regulated metal property involved in a violation of this chapter. An offense under this chapter is punishable by a fine not to exceed $500.

(b) It is a defense to prosecution under this chapter that the regulated metal property involved:

(1) was purchased from a charitable, philanthropic, religious, fraternal, civic, patriotic, social, or school-sponsored organization or association or from any organization that is exempt from taxation under Section 501(c)(3) of the Internal Revenue Code, as amended;

(2) was purchased from any public officer acting in an official capacity as a trustee in bankruptcy, executor, administrator, or receiver; from any public official acting under judicial process or authority; or from a sale on the execution, or by virtue, of any process issued by a court;

(3) consists of aluminum food or beverage containers, used food or beverage containers, or similar food or beverage containers for the purpose of recycling, other than beer or beverage kegs; or

(4) was purchased from a manufacturing, industrial, or other commercial vendor that generates or sells regulated metal property in the ordinary course of its business.

(c) The culpable mental state required for the commission of an offense under this chapter is governed by Section 1-5.1 of this code.
ARTICLE II.

LICENSING OF SECONDARY METALS RECYCLERS.

SEC. 40B-10. LICENSE REQUIRED.

(a) A person commits an offense if, without a license issued under this article, he:

(1) purchases regulated metal property in the city for resale or salvage use;

(2) operates a business establishment in the city that purports to purchase regulated metal property for resale or salvage use; or

(3) in any other manner conducts business in the city as a secondary metals recycler.

(b) An application for a license must be made on a form provided by the chief. Each applicant must be qualified according to the provisions of this chapter.

(c) A person who wishes to purchase regulated metal property for resale or salvage use must sign the application as applicant. If the person is a legal entity, including but not limited to a corporation, partnership, association, or joint venture, each individual who has a 20 percent or greater interest in the business must sign the application for a license as an applicant. Each applicant must meet the requirements of Section 40B-11(a), and each applicant will be considered a licensee if a license is granted.

(d) It is a defense to prosecution under this section that, at the time of the alleged offense, the person was purchasing regulated metal property for resale or salvage use under the specific authority of a valid license issued by the State of Texas (other than a certificate of registration issued under Chapter 1956, Texas Occupations Code, as amended) or the United States government. A license must still be obtained under this section for those activities conducted by a secondary metals recycler that are not specifically authorized by a state or federal license.

SEC. 40B-11. ISSUANCE OF LICENSE; POSTING.

(a) The chief shall issue a license to an applicant within 30 days after receipt of an application unless it is determined that one or more of the following is true:

(1) An applicant is under 18 years of age.

(2) An applicant or an applicant's spouse is overdue in payment to the city of taxes, fees, fines, or penalties assessed against or imposed upon the applicant or the applicant's spouse.
(3) An applicant failed to answer or falsely answered a question or request for information on the application form provided.

(4) An applicant or an applicant's spouse has been convicted of two or more offenses under this chapter, other than the offense of conducting business as a secondary metals recycler without a license, within two years immediately preceding the application. The fact that a conviction is being appealed has no effect.

(5) An applicant has not obtained a certificate of occupancy for the premises in which the applicant intends to do business, or the business or its location would otherwise be in violation of the Dallas Development Code or any other applicable city ordinance or state or federal law.

(6) The license fee required by this chapter has not been paid.

(7) An applicant has been convicted of a felony or a Class A misdemeanor involving theft or fraud, including but not limited to theft, robbery, burglary, forgery, criminal simulation, deceptive business practices, securing execution of document by deception, or any other similar state or federal criminal offense, and three years have not elapsed since the termination of any sentence, parole, or probation; the fact that a conviction is being appealed has no effect. If three years have elapsed, the chief shall, in accordance with Section 53.023 of the Texas Occupations Code, as amended, determine the present fitness of the applicant to be licensed from the information and evidence presented with the application.

(8) An applicant has been convicted of an offense under any federal or state law providing recordkeeping or licensing requirements for persons purchasing or selling regulated metal property, and three years have not elapsed since the termination of any sentence, parole, or probation. The fact that a conviction is being appealed has no effect.

(b) The license, if granted, must state on its face the name of the person or persons to whom it is granted, the expiration date, and the address of the premises for which the license is granted. A license issued pursuant to this chapter is valid only for the location stated in the application. Should any licensee move a place of business from the place stated on the license to a new location, the licensee shall give the chief prior written notice and present the license to the chief to have the change of location noted on the license.

(c) A license must be posted in a conspicuous place at or near the entrance to the licensed premises so that it may be easily read at any time.

(d) If the chief determines that issuance or renewal of a license should be denied, the chief shall send to the applicant or licensee by certified mail, return receipt requested, a written statement of the reasons for the denial and of the applicant or licensee’s right to appeal.
SEC. 40B-12. FEES.

The annual fee for a license issued under this article is $245.

SEC. 40B-13. EXPIRATION OF LICENSE.

Each license will expire one year from the date of issuance and may be renewed only by making application as provided in Section 40B-10. To ensure reissuance of a license prior to expiration, application for renewal should be made at least 30 days before the expiration date.

SEC. 40B-14. SUSPENSION.

(a) The chief shall suspend a license for a definite period of time, not exceeding 30 days, if the chief determines that a licensee, an individual who is a business associate of the licensee in the same or a related business or a corporate officer of the licensee, or an employee of the licensee:

(1) committed, in the aggregate, two or more violations of this chapter within any six-month period; or

(2) intentionally or knowingly impeded or refused to allow an inspection by the chief authorized under this chapter.

(b) The chief shall send to the licensee by certified mail, return receipt requested, a written statement of the reasons for the suspension, the date the suspension is to begin, the duration of the suspension, and the licensee’s right to appeal.

(c) A licensee whose license is suspended may not operate as a secondary metals recycler inside the city during the period of suspension.

SEC. 40B-15. REVOCATION.

(a) The chief shall revoke a license if it is determined that one or more of the following is true:

(1) A licensee has given a false statement as to a material matter submitted to the chief during the application process.

(2) A licensee, an individual who is a business associate of the licensee in the same or a related business or a corporate officer of the licensee, or an employee of the licensee has been convicted within a two-year period of three or more offenses under this chapter. If a conviction is appealed, the time period between conviction and final disposition on appeal of the conviction is not included in calculating the two-year period if the conviction is affirmed.
(3) A licensee has been convicted of any felony or of a Class A misdemeanor involving theft or fraud, including but not limited to theft, robbery, burglary, forgery, criminal simulation, deceptive business practices, securing execution of document by deception, or any other similar state or federal criminal offense, and three years have not elapsed since the termination of any sentence, parole, or probation. The fact that a conviction is being appealed has no effect.

(4) A licensee has been convicted of an offense under any federal or state law providing recordkeeping or licensing requirements for persons purchasing or selling regulated metal property, and three years have not elapsed since the termination of any sentence, parole, or probation. The fact that a conviction is being appealed has no effect.

(5) A cause for suspension under Section 40B-14 has occurred and the license has already been suspended at least once within the preceding 12 months.

(6) The licensee does not qualify for a license under Section 40B-11(a).

(b) The chief shall send to the licensee by certified mail, return receipt requested, a written statement of the reasons for the revocation and of the licensee’s right to appeal.

(c) When the chief revokes a license, the revocation will continue for one year, and the licensee may not be issued a license for one year from the date revocation became final. If, subsequent to revocation, the chief finds that the basis for the revocation action has been corrected or abated, the applicant may be granted a license if at least 90 days have elapsed since the date the revocation became final. If the license was revoked under Subsection (a)(3) or (a)(4) of this section, an applicant may not be granted another license within three years of the termination of any sentence, parole, or probation.

SEC. 40B-16. APPEAL.

If the chief denies issuance or renewal of a license, or suspends or revokes a license, the aggrieved party may appeal the decision of the chief to a permit and license appeal board in accordance with Section 2-96 of this code. The action of the chief is final unless a timely appeal is made. The filing of an appeal stays the action of the chief in suspending or revoking a license until the permit and license appeal board makes a final decision.

SEC. 40B-17. TRANSFER OF LICENSE.

A licensee shall not:

(1) transfer a license issued under this chapter to another; or

(2) operate a business engaged in the purchase of regulated metal property for resale or salvage use under the authority of a license at any location other than the address designated in the license application.”
SECTION 2. That CHAPTER 40B of the Dallas City Code, as amended, will remain in full force and effect, save and except as amended by this ordinance. Any proceeding, civil or criminal, based upon events that occurred prior to the effective date of this ordinance are saved, and the former law is continued in effect for that purpose.

SECTION 3. That the terms and provisions of this ordinance are severable and are governed by Section 1-4 of CHAPTER 1 of the Dallas City Code, as amended.

SECTION 4. That this ordinance will take effect on August 24, 2008, and it is accordingly so ordained.

APPROVED AS TO FORM:

THOMAS P. PERKINS, JR., City Attorney

By ________________________________
Assistant City Attorney

Passed ________________________________

LC/DCC/00445A
ADDENDUM ITEM # 27

KEY FOCUS AREA: Better Cultural, Arts and Recreational Amenities
Education Enhancements

AGENDA DATE: June 25, 2008

COUNCIL DISTRICT(S): 5

DEPARTMENT: Public Works & Transportation
Library

CMO: Ramon F. Miguez, P.E., 670-3308
David O. Brown, 670-3390

MAPSCO: 58K

SUBJECT

Authorize a contract for construction of the replacement Pleasant Grove Branch Library to be located at 7310 Lake June Road - TMV LLC dba Triune, Inc., best value proposer of five - $4,096,951 - Financing: 2003 Bond Funds

BACKGROUND

In the 2003 Bond Program, the citizens of Dallas approved funding for the design and construction of the replacement Pleasant Grove Branch Library. The new library will replace the existing Pleasant Grove Branch Library located at 1125 South Buckner Boulevard and will be constructed at 7310 Lake June Road. The existing facility was built in 1961.

In November 2004, $600,000 in bonds were sold for this project. In November 2005, $505,904 in bonds were sold, and in November 2006, there were $5,020,179 in bonds sold, for a total of $6,126,083.

The new library, designed by Hidell and Associates Architects, Inc., in accordance with the current Master Plan, will contain approximately 20,200 square feet of program space, including a Black Box Theatre. The facility will be "silver" LEED certified.

This action will authorize award of a construction contract to TMV LLC dba Triune, Inc., best value proposer of five, for the construction of the replacement Pleasant Grove Branch Library in an amount not to exceed $4,096,951.
ESTIMATED SCHEDULE OF PROJECT

Began Design       June 2006
Complete Design    March 2008
Begin Construction June 2008
Complete Construction May 2009

PRIOR ACTION / REVIEW (COUNCIL, BOARDS, COMMISSIONS)

Approved Library Master Plan on April 11, 2001, by Resolution No. 01-1261.

Authorized a professional services contract with Hidell and Associates Architects, Inc. for design and construction documents for a new Pleasant Grove Branch Library on June 28, 2006, by Resolution No. 06-1684.

FISCAL INFORMATION

2003 Bond Funds - $4,096,951

<table>
<thead>
<tr>
<th>Item</th>
<th>Amount</th>
</tr>
</thead>
<tbody>
<tr>
<td>Land Acquisition</td>
<td>$ 242,097</td>
</tr>
<tr>
<td>Design</td>
<td>470,451</td>
</tr>
<tr>
<td>Construction</td>
<td>4,096,951</td>
</tr>
<tr>
<td>Miscellaneous Expenses</td>
<td>1,316,584</td>
</tr>
<tr>
<td>Total Project Cost</td>
<td>$6,126,083</td>
</tr>
</tbody>
</table>

M/WBE INFORMATION

See attached.

ETHNIC COMPOSITION

TMV LLC dba Triune, Inc.

<table>
<thead>
<tr>
<th>Ethnicity</th>
<th>Male</th>
<th>Female</th>
</tr>
</thead>
<tbody>
<tr>
<td>African-American Female</td>
<td>0</td>
<td>0</td>
</tr>
<tr>
<td>African-American Male</td>
<td>7</td>
<td>0</td>
</tr>
<tr>
<td>Hispanic Female</td>
<td>2</td>
<td>2</td>
</tr>
<tr>
<td>Hispanic Male</td>
<td>2</td>
<td>0</td>
</tr>
<tr>
<td>White Female</td>
<td>4</td>
<td>10</td>
</tr>
<tr>
<td>White Male</td>
<td>10</td>
<td>0</td>
</tr>
<tr>
<td>Other Female</td>
<td>0</td>
<td>0</td>
</tr>
<tr>
<td>Other Male</td>
<td>0</td>
<td>0</td>
</tr>
</tbody>
</table>
PROPOSAL INFORMATION

The following proposals were received and opened on March 6, 2008:

*Denotes successful proposer.

<table>
<thead>
<tr>
<th>Proposer</th>
<th>Amount</th>
</tr>
</thead>
<tbody>
<tr>
<td>*TMV LLC dba Triune, Inc.</td>
<td>$4,096,951</td>
</tr>
<tr>
<td>11615 Forest Central Drive</td>
<td></td>
</tr>
<tr>
<td>Suite 202</td>
<td></td>
</tr>
<tr>
<td>Dallas, Texas 75243</td>
<td></td>
</tr>
<tr>
<td>ACCO</td>
<td>$4,554,381</td>
</tr>
<tr>
<td>CME Builders and Engineers, Inc.</td>
<td>$4,742,000</td>
</tr>
<tr>
<td>Galaxy Builders Ltd.</td>
<td>$5,232,482</td>
</tr>
<tr>
<td>Phillips/May Corporation</td>
<td>$5,637,333</td>
</tr>
</tbody>
</table>

Consultant's estimate: $3,975,415

OWNER(S)

TMV LLC dba Triune, Inc.

Vince Fudzie, Managing Member

MAP

Attached.
GOOD FAITH EFFORT PLAN SUMMARY

PROJECT: Authorize a contract for construction of the replacement Pleasant Grove Branch Library to be located at 7310 Lake June Road - TMV LLC dba Triune, Inc., best value proposer of five - $4,096,951 - Financing: 2003 Bond Funds

TMV LLC dba Triune, Inc. is a local, minority firm, has signed the "Good Faith Effort" documentation, and proposes to use the following sub-contractors.

PROJECT CATEGORY: Construction

LOCAL/NON-LOCAL CONTRACT SUMMARY

<table>
<thead>
<tr>
<th></th>
<th>Amount</th>
<th>Percent</th>
</tr>
</thead>
<tbody>
<tr>
<td>Total local contracts</td>
<td>$2,387,499.00</td>
<td>58.28%</td>
</tr>
<tr>
<td>Total non-local contracts</td>
<td>$1,709,452.00</td>
<td>41.72%</td>
</tr>
<tr>
<td>TOTAL CONTRACT</td>
<td>$4,096,951.00</td>
<td>100.00%</td>
</tr>
</tbody>
</table>

LOCAL/NON-LOCAL M/WBE PARTICIPATION

Local Contractors / Sub-Contractors

<table>
<thead>
<tr>
<th>Local</th>
<th>Certification</th>
<th>Amount</th>
<th>Percent</th>
</tr>
</thead>
<tbody>
<tr>
<td>TMV LLC dba Triune, Inc.</td>
<td>BMDB34894Y0708</td>
<td>$508,892.00</td>
<td>21.31%</td>
</tr>
<tr>
<td>Top Flight Steel</td>
<td>HMDB35486Y1008</td>
<td>$71,600.00</td>
<td>3.00%</td>
</tr>
<tr>
<td>HEC Roofing</td>
<td>NFDB34861Y0908</td>
<td>$280,000.00</td>
<td>11.73%</td>
</tr>
<tr>
<td>Public Service Plumbers</td>
<td>WFD36613Y0209</td>
<td>$107,760.00</td>
<td>4.51%</td>
</tr>
<tr>
<td>Sterling Tile</td>
<td>WFD35368N1008</td>
<td>$59,000.00</td>
<td>2.47%</td>
</tr>
<tr>
<td>Texas Specialties</td>
<td>WFD35811Y1108</td>
<td>$33,201.00</td>
<td>1.39%</td>
</tr>
<tr>
<td>Total Minority - Local</td>
<td></td>
<td>$1,060,453.00</td>
<td>44.42%</td>
</tr>
</tbody>
</table>

Non-Local Contractors / Sub-Contractors

None

TOTAL M/WBE CONTRACT PARTICIPATION

<table>
<thead>
<tr>
<th></th>
<th>Local</th>
<th>Percent</th>
<th>Local &amp; Non-Local</th>
<th>Percent</th>
</tr>
</thead>
<tbody>
<tr>
<td>African American</td>
<td>$508,892.00</td>
<td>21.31%</td>
<td>$508,892.00</td>
<td>12.42%</td>
</tr>
<tr>
<td>Hispanic American</td>
<td>$71,600.00</td>
<td>3.00%</td>
<td>$71,600.00</td>
<td>1.75%</td>
</tr>
<tr>
<td>Asian American</td>
<td>$0.00</td>
<td>0.00%</td>
<td>$0.00</td>
<td>0.00%</td>
</tr>
<tr>
<td>Native American</td>
<td>$280,000.00</td>
<td>11.73%</td>
<td>$280,000.00</td>
<td>6.83%</td>
</tr>
<tr>
<td>WBE</td>
<td>$199,961.00</td>
<td>8.38%</td>
<td>$199,961.00</td>
<td>4.88%</td>
</tr>
<tr>
<td>Total</td>
<td>$1,060,453.00</td>
<td>44.42%</td>
<td>$1,060,453.00</td>
<td>25.88%</td>
</tr>
</tbody>
</table>
WHEREAS, the Library Master Plan as developed by the Hillier Group and approved by City Council indicates a need for a replacement library for the existing Pleasant Grove Branch Library facility; and,

WHEREAS, in the 2003 Bond Program, the citizens of Dallas approved funding for the design and construction of a replacement library facility to serve the Pleasant Grove service area; and,

WHEREAS, the replacement Pleasant Grove Branch Library is to be a 20,200 square feet facility to replace the existing Pleasant Grove Branch Library; and,

WHEREAS, the following proposals were received and opened on March 6, 2008:

<table>
<thead>
<tr>
<th>Proposer</th>
<th>Amount</th>
</tr>
</thead>
<tbody>
<tr>
<td>TMV LLC dba Triune, Inc.</td>
<td>$4,096,951</td>
</tr>
<tr>
<td>ACCO</td>
<td>$4,554,381</td>
</tr>
<tr>
<td>CME Builders and Engineers, Inc</td>
<td>$4,742,000</td>
</tr>
<tr>
<td>Galaxy Builders Ltd.</td>
<td>$5,232,482</td>
</tr>
<tr>
<td>Phillips/May Corporation</td>
<td>$5,637,333</td>
</tr>
</tbody>
</table>

WHEREAS, it is now desirable to authorize a contract with TMV LLC dba Triune, Inc. for construction of the replacement Pleasant Grove Branch Library in an amount not to exceed $4,096,951.

Now, Therefore,

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

Section 1. The City Manager is hereby authorized to enter into a contract with TMV LLC dba Triune, Inc. for construction of the replacement Pleasant Grove Branch Library in an amount not to exceed $4,096,951.

Section 2. That the City Manager is hereby authorized to execute the contract after it has been approved as to form by the City Attorney.
Section 3. That the City Controller is hereby authorized to disburse funds in accordance with the terms and conditions of the contract from:

Library Facilities Fund
Fund 6R42, Department PBW, Unit R664, Act. LIBF
Obj. 4310, Job #PB03R664, CT PBW03R664I2
Vendor # 512794, in an amount not to exceed $4,096,951

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:
Public Works and Transportation, Jean Mitchell, OCMC, Room 101
Public Works and Transportation, Terry Williams, OCMC, Room 321
City Attorney
Library
Office of Financial Services
Controller's Office, Sherrian Parham - 4BN
SUBJECT

Authorize (1) a contract for the construction of retaining walls, site grading, storm drainage, and wastewater main relocations for the Lake Highlands Town Center project, Phase 1, a seventy acre proposed mixed-use development located near the intersection of Walnut Hill Lane and Skillman Street with Walton Construction, Inc., lowest responsible bidder of three in the amount of $9,782,947; and (2) assignment of the construction contract to PC LH Land Partners, L.P. - Not to exceed $9,782,947 - Financing: Capital Projects Reimbursement Funds ($4,795,273), 2006 Bond Funds ($4,642,202) and Water Utilities Capital Construction Funds ($345,472)

BACKGROUND

Bids were received on May 15, 2008 for Phase 1 construction of the Lake Highlands Town Center. This contract will be awarded to Walton Construction, Inc. as they were the lowest responsible bidder. This contract will also be assigned to PC LH Land Partners, L.P. for construction administration and material testing.

The Lake Highlands Town Center is a seventy (70) acre proposed, mixed-use, transit oriented development located near the intersection of Walnut Hill Lane and Skillman Street. Phase 1 of this development includes the construction of retaining walls, mass site grading, storm drainage trunk lines, and wastewater main relocations.
BACKGROUND (Continued)

This is a public/private partnership project between Prescott Realty Group and the City of Dallas, Dallas Area Rapid Transit (DART), North Central Texas Council of Governments (NCTCOG), and Dallas County. The DART, NCTCOG, and Dallas County funding was pledged specifically for transportation infrastructure development within the public right-of-way. Infrastructure considered eligible for this funding includes: the bridge over Jackson Branch, interior collector streets, pedestrian connectivity, median modifications on Skillman and Walnut Hill, the addition of left hand turn lanes, and traffic signal improvements. The 2006 Bond Program included $4,677,282 to provide City support for transit-oriented development, and bonds were sold on November 28, 2007, enabling the City to fulfill its funding obligations (subject to a project specific agreement) for the Proposition 8 “Skillman Development” category.

Walton Construction, Inc. has no completed contractual activities with the City of Dallas for the past three years.

This action will award the construction contract to Walton Construction, Inc. and assign it to PC LH Land Partners, L.P.

ESTIMATED SCHEDULE OF PROJECT

<table>
<thead>
<tr>
<th>Event</th>
<th>Date</th>
</tr>
</thead>
<tbody>
<tr>
<td>Began Design</td>
<td>November 2007</td>
</tr>
<tr>
<td>Completed Design</td>
<td>May 2008</td>
</tr>
<tr>
<td>Begin Construction</td>
<td>July 2008</td>
</tr>
<tr>
<td>Complete Construction</td>
<td>December 2008</td>
</tr>
</tbody>
</table>

PRIOR ACTION/REVIEW (COUNCIL, BOARDS COMMISSIONS)

Authorized a development agreement with PC LH Land Partners, L.P. to provide funding for the TIF-eligible project costs related to the development of the Lake Highlands Town Center project in Tax Increment Financing Reinvestment Zone Number Fourteen (Skillman Corridor TIF District) and dedication of up to $23,000,000 from future Skillman Corridor TIF revenues on June 13, 2007, by Resolution Nos. 07-1739 & 07-1740.

Authorized a Chapter 380 grant agreement with PC LH Land Partners, L.P. for the construction of certain improvements or other costs eligible under the City’s Public/Private Partnership Program pursuant to the City’s 2006 General Obligation Bond program as part of a transit-oriented development located at the northeast and southeast corners of Skillman Street and Walnut Hill Lane on December 12, 2007, by Resolution No. 07-3699.
PRIOR ACTION/REVIEW (COUNCIL, BOARDS COMMISSIONS) (Continued)

Authorized an Interlocal Agreement with the North Central Texas Council of Governments for design, right-of-way acquisition, and construction of bridge, collector street, pedestrian connectivity, median modifications, left-hand turn lane, and traffic signal improvements on February 27, 2008, by Resolution No. 08-0717.

Authorized a Participation Agreement with PC LH Land Partners, L.P. for design, right-of-way acquisition, and construction of bridge, collector street, pedestrian connectivity, median modifications, left-hand turn lanes, traffic signal improvements, and water and wastewater improvements on February 27, 2008, by Resolution No. 08-0718.

Authorized a Project Specific Agreement with Dallas County for design, right-of-way acquisition, and construction of bridge, collector street, pedestrian connectivity, median modifications, left-hand turn lanes, traffic signal improvements, and water and wastewater improvements on February 27, 2008, by Resolution No. 08-0719.

FISCAL INFORMATION

Capital Projects Reimbursement Funds - $4,795,273.03
2006 Bond Funds - $4,642,202.00
Water Utilities Capital Construction Funds - $345,472.00

M/WBE INFORMATION

See attached.

ETHNIC COMPOSITION

Walton Construction, Inc.

<table>
<thead>
<tr>
<th></th>
<th>Hispanic</th>
<th>Hispanic Male</th>
<th>African-American</th>
<th>African-American Male</th>
<th>Other</th>
<th>Other Male</th>
</tr>
</thead>
<tbody>
<tr>
<td>Hispanic Female</td>
<td>8</td>
<td>17</td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>African-American Female</td>
<td>14</td>
<td>25</td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>Other Female</td>
<td>3</td>
<td>4</td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>White Female</td>
<td>102</td>
<td>410</td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
</tbody>
</table>
**BID INFORMATION**

The following bids with quotes were received and opened on May 15, 2008:

*Denotes successful bidder(s)

<table>
<thead>
<tr>
<th>BIDDERS</th>
<th>BID AMOUNT</th>
</tr>
</thead>
<tbody>
<tr>
<td>Walton Construction, Inc.</td>
<td>$9,782,947.03</td>
</tr>
<tr>
<td>4144 N. Central Expressway, Suite 700</td>
<td></td>
</tr>
<tr>
<td>Dallas, Texas 75204</td>
<td></td>
</tr>
<tr>
<td>CORE Construction Services of Texas</td>
<td>$10,043,480.77</td>
</tr>
<tr>
<td>Weir Brothers, Inc.</td>
<td>$10,330,330.10</td>
</tr>
</tbody>
</table>

**OWNER(S)**

* Walton Construction, Inc.  
  David Pinson, President

**MAP**

Attached.
GOOD FAITH EFFORT PLAN SUMMARY

PROJECT: Authorize (1) a contract for the construction of retaining walls, site grading, storm drainage, and wastewater main relocations for the Lake Highlands Town Center project, Phase 1, a seventy acre proposed mixed-use development located near the intersection of Walnut Hill Lane and Skillman Street with Walton Construction, Inc., lowest responsible bidder of three in the amount of $9,782,947; and (2) assignment of the construction contract to PC LH Land Partners, L.P. - Not to exceed $9,782,947 - Financing: Capital Projects Reimbursement Funds ($4,795,273), 2006 Bond Funds ($4,642,202) and Water Utilities Capital Construction Funds ($345,472)

Walton Construction, Inc. is a local, minority firm, has signed the "Good Faith Effort" documentation, and proposes to use the following sub-contractors.

PROJECT CATEGORY: Construction

LOCAL/NON-LOCAL CONTRACT SUMMARY

<table>
<thead>
<tr>
<th>Amount</th>
<th>Percent</th>
</tr>
</thead>
<tbody>
<tr>
<td>Total local contracts</td>
<td>$3,003,550.00</td>
</tr>
<tr>
<td>Total non-local contracts</td>
<td>$6,779,397.00</td>
</tr>
<tr>
<td>TOTAL CONTRACT</td>
<td>$9,782,947.00</td>
</tr>
</tbody>
</table>

LOCAL/NON-LOCAL M/WBE PARTICIPATION

Local Contractors / Sub-Contractors

<table>
<thead>
<tr>
<th>Certification</th>
<th>Amount</th>
<th>Percent</th>
</tr>
</thead>
<tbody>
<tr>
<td>BMMB36431Y0109</td>
<td>$1,750,000.00</td>
<td>58.26%</td>
</tr>
<tr>
<td>Total Minority - Local</td>
<td>$1,750,000.00</td>
<td>58.26%</td>
</tr>
</tbody>
</table>

Non-Local Contractors / Sub-Contractors

None

TOTAL M/WBE CONTRACT PARTICIPATION

<table>
<thead>
<tr>
<th>Local</th>
<th>Percent</th>
<th>Local &amp; Non-Local</th>
<th>Percent</th>
</tr>
</thead>
<tbody>
<tr>
<td>African American</td>
<td>$1,750,000.00</td>
<td>58.26%</td>
<td>$1,750,000.00</td>
</tr>
<tr>
<td>Hispanic American</td>
<td>$0.00</td>
<td>0.00%</td>
<td>$0.00</td>
</tr>
<tr>
<td>Asian American</td>
<td>$0.00</td>
<td>0.00%</td>
<td>$0.00</td>
</tr>
<tr>
<td>Native American</td>
<td>$0.00</td>
<td>0.00%</td>
<td>$0.00</td>
</tr>
<tr>
<td>WBE</td>
<td>$0.00</td>
<td>0.00%</td>
<td>$0.00</td>
</tr>
<tr>
<td>Total</td>
<td>$1,750,000.00</td>
<td>58.26%</td>
<td>$1,750,000.00</td>
</tr>
</tbody>
</table>
WHEREAS, on June 13, 2007, by Resolution Nos. 07-1739 and 07-1740, the City Council authorized a development agreement with PC LH Land Partners, L.P. to provide funding for the TIF-eligible project costs related to the development of the Lake Highlands Town Center in Tax Increment Financing Reinvestment Zone Number Fourteen (Skillman Corridor TIF District) and dedication of up to $23,000,000 from future Skillman Corridor TIF revenues; and,

WHEREAS, on November 7, 2006, Dallas voters approved $4,677,282 under the 2006 general obligation bond program to provide City support for transit-oriented development; and,

WHEREAS, on November 28, 2007, the City Council authorized the issuance of general obligation bonds to enable the City to fulfill its funding obligations for the Proposition Eight “Skillman Development” category subject to a specific agreement and any conditions of the Attorney General of Texas, as required by Texas law; and,

WHEREAS, the City desires to provide support for infrastructure costs and other eligible costs in order to promote a transit-oriented development in the Skillman corridor in accordance with the City's bond program; and,

WHEREAS, DART, the North Central Texas Council of Governments, and Dallas County desire to work with the City and PC LH to complete planned infrastructure improvements and to facilitate new private transit oriented development in the area; and,

WHEREAS, on February 27, 2008, Resolution Nos. 08-0717, 08-0718, and 08-0719 authorized agreements with the North Central Texas Council of Governments, Prescott Realty Group, Inc., and Dallas County for design, right-of-way acquisition, and construction of bridge, collector street, pedestrian connectivity, median modifications, left-hand turn lane, and traffic signal improvements; and,

WHEREAS, bids were received on May 15, 2008, for Phase I of the Lake Highlands Town Center project, as follows:

<table>
<thead>
<tr>
<th>BIDDERS</th>
<th>BID AMOUNT</th>
</tr>
</thead>
<tbody>
<tr>
<td>Walton Construction, Inc.</td>
<td>$ 9,782,947.03</td>
</tr>
<tr>
<td>CORE Construction Services of Texas</td>
<td>$10,043,480.77</td>
</tr>
<tr>
<td>Weir Brothers, Inc.</td>
<td>$10,330,330.10</td>
</tr>
</tbody>
</table>
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 the contract with Walton Construction, Inc. for the construction of retaining walls, site grading, storm drainage, and wastewater main relocations for the Lake Highlands Town Center project, Phase I, in an amount not to exceed $9,782,947.03, this being the lowest responsive bid received as indicated by the tabulation of bids.

Section 2. That in accordance with the Participation Agreement with PC LH Land Partners, L.P. approved on February 27, 2008, by Resolution No. 08-0718, the contract is hereby assigned to PC LH Land Partners, L.P. for construction administration and material testing.

Section 3. That the City Controller is hereby authorized to release encumbered funds from:

Economic Development Fund: Fund 7T52, Department ECO, Unit T815, Activity INFS, Object 4510, Program #ECOT815SC, CT ECOT815B071, Vendor No. VS0000021277, in an amount not to exceed $4,677,282.

Section 4. That the City Controller is hereby authorized to disburse funds in accordance with the terms and conditions of the construction contract and participation agreement from:

Economic Development Fund
Fund 7T52, Department ECO, Unit T815, Act. INFS
Obj. 4510, Program #ECOT815SC, CT ECOT815B071
Vendor #VS0000032400, in an amount not to exceed $4,642,202.00

Capital Projects Reimbursement Funds
Fund 0556, Department PBW, Unit P432, Act. ECBD
Obj. 4510, Program #PB06P432, CT PBW06P432I1
Vendor #VS0000032400, in an amount not to exceed $4,795,273.03

Wastewater Construction Fund
Fund 0103, Department DWU, Unit CS42, Act. RELP
Obj. 4560, Program #708234, Reporting TN58 CT PBW708234EA
Vendor #VS0000032400, in an amount not to exceed $345,472.00

Total in an amount not to exceed $9,782,947.03
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: Public Works and Transportation, Jean Mitchell, OCMC, Room 101
Public Works and Transportation, Dawna Brown, City Hall, L1BS
City Controller's Office, Sherrian Parham, 4BN
City Attorney
Subject

Authorize (1) an Interlocal Agreement with the North Central Texas Council of Governments for design and construction of the Woodall Rodgers cross street sidewalk and transportation infrastructure improvements from Akard Street to Pearl Street; (2) the receipt and deposit of funds from the North Central Texas Council of Governments in an amount not to exceed $450,000; and (3) an increase in appropriations in the amount of $450,000 in the Capital Projects Reimbursement Fund - Not to exceed $450,000 - Financing: Capital Projects Reimbursement Funds

Background

On April 14, 2005, the Regional Transportation Council (RTC) allocated $40.61 million for their second Sustainable Development Program Call for Projects. The Sustainable Development Program was intended to promote development types that reduce the overall demand for transportation infrastructure and improve air quality. The call for projects was formally announced on October 14, 2005 and allowed three types of project submissions: transportation infrastructure improvements, land banking and planning programs. This project was one of nine selected and approved by the RTC on April 13, 2006.

Council Resolution No. 06-1712 supported the Woodall Rodgers cross street sidewalk improvements from Akard Street to Pearl Street that were approved for $450,000 in RTC Sustainable Development Program funds. The project includes sidewalk construction and improvements to Akard Street, St. Paul Street, Harwood Street, Olive Street, and Pearl Street as well as along Woodall Rodgers Freeway on both sides from Akard Street to Pearl Street. This work is being done in association with the Woodall Rodgers Deck Park project.
BACKGROUND (Continued)

The Sustainable Development Program requires a local match of 20 percent of the total project cost of $562,500. The local match is $112,500 for infrastructure improvements only and will be provided by the City and the Woodall Rodgers Parks Foundation (WRPF). The developer, WRPF, is responsible for design, and the City is responsible for the construction. The RTC funding will be available for reimbursement to the City upon completion of the project.

This action will authorize the interlocal agreement with NCTCOG and receipt and deposit of the NCTCOG funding.

ESTIMATED SCHEDULE OF PROJECT

Began Design December 2007
Complete Design June 2008
Begin Construction September 2008
Complete Construction March 2009

PRIOR ACTION/REVIEW (COUNCIL, BOARDS, COMMISSIONS)

Briefed to Council Transportation and Telecommunications Committee on September 26, 2005.

Project submission list was endorsed by the Council Transportation and Telecommunications Committee on January 9, 2006.

Authorized support of the pedestrian infrastructure improvement project on June 28, 2006, by Resolution No. 06-1712.

FISCAL INFORMATION

Capital Projects Reimbursement Funds - $450,000

MAP

Attached
WHEREAS, the Regional Transportation Council developed a Sustainable Development Program to promote development types that reduce the overall demand for transportation infrastructure; and,

WHEREAS, the Regional Transportation Council approved $40.61 million for a Sustainable Development Program Call for Projects on April 14, 2005 and the North Central Texas Council of Governments established Sustainable Development Program Call for Projects Rules and submission deadline of January 20, 2006; and,

WHEREAS, the Regional Transportation Council approved $450,000 in Regional Transportation Council Local Funds under the Sustainable Development Program for the Woodall Rodgers cross street sidewalk improvements from Akard Street to Pearl Street project on April 13, 2006; and,

WHEREAS, the Sustainable Development Program requires a minimum local match of 20 percent of the total project cost of $562,500, or $112,500, to be provided by the City and the Woodall Rodgers Park Foundation; and,

WHEREAS, on June 28, 2006, Council Resolution No. 06-1712 supported the Woodall Rodgers cross street sidewalk and transportation infrastructure improvements from Akard Street to Pearl Street project.

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 the Interlocal Agreement with the North Central Texas Council of Governments for design and construction of the Woodall Rodgers cross street sidewalk and transportation infrastructure improvements from Akard Street to Pearl Street project after it has been approved as to form by the City Attorney.

Section 2. That the City Controller is hereby authorized to deposit funds from the North Central Texas Council of Governments into Fund 0556, Department PKR, Unit T342, Revenue Source 6526 in an amount not to exceed $450,000.

Section 3. That the City Manager is hereby authorized to increase appropriations in the Capital Projects Reimbursement Fund in the amount of $450,000.
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: Public Works and Transportation, Jean Mitchell, OCMC, Room 101
Public Works and Transportation, Dawna Brown, City Hall, L1BS
City Attorney
KEY FOCUS AREA: Economic Vibrancy

AGENDA DATE: June 25, 2008

COUNCIL DISTRICT(S): 14

DEPARTMENT: Public Works & Transportation
Water Utilities

CMO: Ramon F. Miguez, P.E., 670-3308

MAPSCO: 45F K-L

SUBJECT

Authorize (1) Supplemental Agreement No. 5 to the contract with Huitt-Zollars, Inc. to provide additional engineering and environmental services for the McKinney Avenue Trolley extension project in the amount of $1,147,211, from $1,600,983 to $2,748,194; (2) the receipt and deposit of funds from the Texas Department of Transportation in an amount not to exceed $605,179 in the Capital Projects Reimbursement Fund; and (3) an increase in appropriations in the amount of $605,179 in the Capital Projects Reimbursement Fund - Total not to exceed $1,147,211 - Financing: 1995 Bond Funds ($298,073), Capital Projects Reimbursement Funds ($605,179) and Water Utilities Capital Construction Funds ($243,959)

BACKGROUND

When the design contract with Huit Zollars, Inc. was last supplemented in February 2007, it was to provide preliminary engineering and environmental documentation for the McKinney Avenue Trolley’s Olive Street Extension. Now that the preliminary engineering is complete and the alignment established, the design contract needs to again be supplemented for the final design and preparation of the construction drawings.

The McKinney Avenue Trolley Extension project was accepted as a candidate project in the Statewide Transportation Enhancement Program (STEP) which is a program that provides federal funding for design and construction of eligible projects. The City’s local matching funds were approved in the 1995 and the 2006 bond programs in the amounts of $2,900,000 and $3,828,900, for a total of $6,728,900. Huit Zollars, Inc. was the designer selected for the Cityplace and downtown extensions. Their contract for the downtown extension was on hold until the Olive Street alignment was identified.
BACKGROUND (Continued)

The Olive Street Extension from McKinney Avenue to Bryan Street was supported for continued development by Council Resolution 06-0114 on January 14, 2006. When the preliminary design began, it was coordinated with the McKinney Avenue Transit Authority (MATA), Dallas Area Rapid Transit (DART), and others as the Olive Street Extension is being designed to accommodate MATA’s vintage fleet and a modern streetcar which will eventually traverse downtown streets.

This action will authorize Supplemental Agreement No. 5 to the design contract with Huitt-Zollars for final design of the Olive Street Extension including design of necessary water and wastewater main improvements and adjustments. Additional council action will be required to award the construction contract.

ESTIMATED SCHEDULE OF PROJECT

<table>
<thead>
<tr>
<th>Activity</th>
<th>Date</th>
</tr>
</thead>
<tbody>
<tr>
<td>Begin Design</td>
<td>June 2008</td>
</tr>
<tr>
<td>Complete Design</td>
<td>December 2008</td>
</tr>
<tr>
<td>Begin Construction</td>
<td>April 2009</td>
</tr>
<tr>
<td>Complete Construction</td>
<td>April 2010</td>
</tr>
</tbody>
</table>

PRIOR ACTION/REVIEW (COUNCIL, BOARDS, COMMISSIONS)

Authorized endorsement of the Statewide Transportation Enhancement Program First Call for Projects on September 22, 1993, by Resolution No. 93-3503.

Authorized endorsement of the Statewide Transportation Enhancement Program Second Call for Projects on August 10, 1994, by Resolution No. 94-2872.

Authorized an Interlocal Agreement with the Texas Department of Transportation on December 13, 1995, by Resolution No. 95-4088.

Authorized a professional services contract with Huitt-Zollars, Inc. on September 25, 1996, by Resolution No. 96-3034.

Authorized Supplemental Agreement No. 1 to the contract with Huitt-Zollars, Inc. on June 10, 1998, by Resolution No. 98-1711.

Authorized Supplemental Agreement No. 3 to the contract with Huitt-Zollars, Inc. on June 28, 2000, by Resolution No. 00-2025.

Authorized a reimbursement agreement for the north extension of the McKinney Avenue Trolley with TXU on August 23, 2000, by Resolution No. 00-2568.

Authorized a reimbursement agreement for the north extension of the McKinney Avenue Trolley with SWBT on September 27, 2000, by Resolution No. 00-3006.
PRIOR ACTION/REVIEW (COUNCIL, BOARDS, COMMISSIONS) (Continued)

Authorized a development agreement for the north extension of the McKinney Avenue Trolley with Oak Creek Partners, Ltd. on October 11, 2000, by Resolution No. 00-3084.

Authorized a construction contract for the north extension of the McKinney Avenue Trolley with Texas-Sterling Construction, Inc. on December 13, 2000, by Resolution No. 00-3802.

Authorized an increase in the construction contract for the north extension of the McKinney Avenue Trolley with Texas-Sterling Construction, Inc. on September 10, 2003, by Resolution No. 03-2434.

Authorized support and continued development of the McKinney Avenue Trolley Extension Statewide Transportation Enhancement Program project's downtown extension on January 14, 2006, by Resolution No. 06-0114.

Authorized Supplemental Agreement No. 4 to the contract with Huitzzollars, Inc. on February 14, 2007, by Resolution No. 07-0477.

FISCAL INFORMATION

1995 Bond Funds - $298,072.83
Capital Project Reimbursement Funds - $605,178.17
Water Utilities Capital Construction Funds - $243,959.67

M/WBE INFORMATION

See attached.

ETHNIC COMPOSITION

Huitzzollars, Inc.

<table>
<thead>
<tr>
<th>Ethnicity</th>
<th>Male</th>
<th>Female</th>
</tr>
</thead>
<tbody>
<tr>
<td>Hispanic</td>
<td>16</td>
<td>7</td>
</tr>
<tr>
<td>African-American</td>
<td>8</td>
<td>4</td>
</tr>
<tr>
<td>Other</td>
<td>5</td>
<td>2</td>
</tr>
<tr>
<td>White</td>
<td>52</td>
<td>38</td>
</tr>
</tbody>
</table>
OWNER(S)

Huitt-Zollars, Inc.

Bob Zollars, President
Larry Huitt, Executive Vice President

MAP

Attached.
GOOD FAITH EFFORT PLAN SUMMARY

PROJECT: Authorize (1) Supplemental Agreement No. 5 to the contract with Huitt-Zollars, Inc. to provide additional engineering and environmental services for paving and drainage improvements for the McKinney Avenue Trolley extension project in the amount of $1,147,211, from $1,600,983 to $2,748,194; (2) the receipt and deposit of funds from the Texas Department of Transportation in an amount not to exceed $605,179 in the Capital Projects Reimbursement Fund; and (3) an increase in appropriations in the amount of $605,179 in the Capital Projects Reimbursement Fund - Total not to exceed $1,147,211 - Financing: 1995 Bond Funds ($298,073), Capital Projects Reimbursement Funds ($605,179) and Water Utilities Capital Construction Funds ($243,959)

Huitt-Zollars, Inc. is a non-local, non-minority firm, has signed the "Good Faith Effort" documentation, and proposes to use the following sub-contractors.

PROJECT CATEGORY: Architecture & Engineering

LOCAL/NON-LOCAL CONTRACT SUMMARY - THIS ACTION ONLY

<table>
<thead>
<tr>
<th></th>
<th>Amount</th>
<th>Percent</th>
</tr>
</thead>
<tbody>
<tr>
<td>Local contracts</td>
<td>$1,087,210.67</td>
<td>94.77%</td>
</tr>
<tr>
<td>Non-local contracts</td>
<td>$60,000.00</td>
<td>5.23%</td>
</tr>
<tr>
<td>TOTAL THIS ACTION</td>
<td>$1,147,210.67</td>
<td>100.00%</td>
</tr>
</tbody>
</table>

LOCAL/NON-LOCAL M/WBE PARTICIPATION THIS ACTION

Local Contractors / Sub-Contractors

<table>
<thead>
<tr>
<th>Local Contractors / Sub-Contractors</th>
<th>Certification</th>
<th>Amount</th>
<th>Percent</th>
</tr>
</thead>
<tbody>
<tr>
<td>Arrendondo Zepeda Brunz</td>
<td>HMDB36863Y0309</td>
<td>$243,959.67</td>
<td>22.44%</td>
</tr>
<tr>
<td>Campos Engineering, Inc.</td>
<td>HMDB35327Y1008</td>
<td>$118,600.00</td>
<td>10.91%</td>
</tr>
<tr>
<td>Total Minority - Local</td>
<td></td>
<td>$362,559.67</td>
<td>33.35%</td>
</tr>
</tbody>
</table>
Non-Local Contractors / Sub-Contractors

None

**TOTAL M/WBE PARTICIPATION**

<table>
<thead>
<tr>
<th></th>
<th>This Action</th>
<th>Participation to Date</th>
</tr>
</thead>
<tbody>
<tr>
<td></td>
<td>Amount</td>
<td>Percent</td>
</tr>
<tr>
<td>African American</td>
<td>$0.00</td>
<td>0.00%</td>
</tr>
<tr>
<td>Hispanic American</td>
<td>$362,559.67</td>
<td>31.60%</td>
</tr>
<tr>
<td>Asian American</td>
<td>$0.00</td>
<td>0.00%</td>
</tr>
<tr>
<td>Native American</td>
<td>$0.00</td>
<td>0.00%</td>
</tr>
<tr>
<td>WBE</td>
<td>$0.00</td>
<td>0.00%</td>
</tr>
<tr>
<td><strong>Total</strong></td>
<td><strong>$362,559.67</strong></td>
<td><strong>31.60%</strong></td>
</tr>
</tbody>
</table>
WHEREAS, the City of Dallas nominated the McKinney Avenue Trolley Extension for participation in the Statewide Transportation Enhancement Program on September 22, 1993, by Resolution No. 93-3503, and August 10, 1994, by Resolution No. 94-2872 and agreed to provide the required local matching funds; and,

WHEREAS, on December 13, 1995, Resolution No. 95-4088 authorized an Interlocal Agreement with the Texas Department of Transportation for the design and construction of the McKinney Avenue Trolley Extension project; and,

WHEREAS, on September 25, 1996, Resolution No. 96-3034 authorized a professional services contract with Huitt-Zollars, Inc. for the design of paving, drainage, water and wastewater improvements for the extension of the McKinney Avenue Trolley to the West End Historic District and to the Cityplace area; and,

WHEREAS, on June 10, 1998, Resolution No. 98-1711 authorized Supplemental Agreement No. 1 to the contract with Huitt-Zollars, Inc. for additional professional services in the amount of $117,400, increasing the contract from $857,400 to $974,800; and,

WHEREAS, on October 20, 1999, Administrative Action No. 99-3220 authorized Supplemental Agreement No. 2 to the contract with Huitt-Zollars, Inc. for the design of antique poles in the amount of $14,900, increasing the contract from $974,800 to $989,700; and,

WHEREAS, on June 28, 2000, Resolution No. 00-2025 authorized Supplemental Agreement No. 3 to the contract with Huitt-Zollars, Inc. for additional professional services in the amount of $59,800, increasing the contract from $989,700 to $1,049,500; and,

WHEREAS, design was completed and a construction contract was awarded and completed for the trolley’s north extension to Cityplace; and,

WHEREAS, design was substantially completed for the trolley’s downtown extension prior to being placed on hold because of funding and utility issues; and,

WHEREAS, an alternate route for the downtown extension was identified, and the City of Dallas, McKinney Avenue Transit Authority, DART, and the Texas Department of Transportation proceeded with this alternative; and,

WHEREAS, on February 14, 2007, Resolution No. 07-0477 authorized Supplemental Agreement No. 4 to the contract with Huitt-Zollars, Inc. to provide additional engineering and environmental services for paving and drainage improvements for the McKinney Avenue Trolley extension project in the amount of $551,483, increasing the contract from $1,049,500 to $1,600,983; and,
WHEREAS, it is now necessary to authorize Supplemental Agreement No. 5 to the contract with Huitt-Zollars, Inc. to provide additional engineering and environmental services for the final design of paving, drainage, and water and wastewater main improvements for the McKinney Avenue Trolley extension project in the amount of $1,147,211, increasing the contract from $1,600,983 to $2,748,193.67.

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 Supplemental Agreement No. 5 to the contract with Huitt-Zollars, Inc. to provide additional engineering and environmental services for the final design of paving, drainage, and water and wastewater main improvements for the McKinney Avenue Trolley extension project in the amount of $1,147,210.67, from $1,600,983 to $2,748,193.67, after it has been approved as to form by the City Attorney.

Section 2. That the City Controller is hereby authorized to deposit funds from the Texas Department of Transportation in an amount not to exceed $605,178.17 in Fund 0556, Department PBW, Unit L114, Revenue Source 6530.

Section 3. That the City Manager is hereby authorized to increase appropriations in the Capital Projects Reimbursement Fund 0556, Department PBW, Unit L114, Obj. 4111 in the amount of $605,178.17.

Section 4. That the City Controller is hereby authorized to disburse funds in accordance with the terms and conditions of the contract from:

Street System Facilities Improvement Fund
Fund 0N22, Dept. PBW, Unit. L114, Act. ALMT
Obj. 4111, Program #PB95L114, CT PBW95L114K1-01
Vendor #090025, in an amount not to exceed $ 298,072.83

Capital Projects Reimbursement Fund
Fund 0556, Dept. PBW, Unit L114, Act. ALMT
Obj. 4111, Program #PB95L114, CT PBW95L114K1-02
Vendor #090025, in an amount not to exceed $ 605,178.17

Water Construction Fund
Fund 0102, Dept. DWU, Unit CW42, Act. RELP
Obj. 4111, Program #707339, Rept. WW69, CT PBW707339EN
Vendor #090025, in an amount not to exceed $ 167,600.29
COUNCIL CHAMBER

June 25, 2008

Wastewater Construction Fund
Fund 0103, Dept. DWU, Unit CS42, Act. RELP
Obj. 4111, Program #707340, Rept. TN64, CT PBW707340EN
Vendor #090025, in an amount not to exceed $76,359.38

Total in an amount not to exceed $1,147,210.67

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: Public Works and Transportation, Jean Mitchell, OCMC, Room 101
Public Works and Transportation, Dawna Brown, 1500 Marilla, L1BS
Controller's Office, Sherrian Parham, 4BN
City Attorney
SUBJECT

Authorize (1) Supplemental Agreement No. 2 to the professional services contract with CH2M Hill for geotechnical, surveying, utilities, and additional design services for the ongoing Trinity Lakes design for the Trinity River Corridor Project in the amount of $1,455,820, from $18,068,041 to $19,523,861, and (2) reallocate $145,432 from Range Design to Wallace Roberts Todd for park design - Not to exceed $1,455,820 - Financing: 1998 Bond Funds

BACKGROUND

The City Council adopted the Balanced Vision Plan on December 8, 2003 and amended the plan on April 14, 2004. The Trinity Lakes Design contract was awarded to the CH2M Hill team by City Council on November 8, 2006. The original design contract included design guidelines, branding, preparation of the Dallas Floodway, and final design for river relocation from Sylvan to the DART Bridge. In addition, the original design contract included design work for lake amenities that will be located near the downtown vicinity in the Dallas Floodway. Public access strategy for the lower half of the Dallas Floodway also included a 20% design for the Reunion Overlook Plaza over the Trinity Parkway and 100% design for the Fast Track Overlook for the public to witness the transformation of the Dallas Floodway.

Due in part to passage of the Water Resources Development Act (WRDA) 2007 authorization for the Dallas Floodway, Supplemental Agreement No. 1 to the Trinity Lakes Design contract was approved by City Council on February 13, 2008. Supplemental Agreement No. 1 extended 100% design of the river realignment, bridge pier design, and utilities design from Sylvan to the Elm Fork / West Fork confluence, and also provided 20% design for this same portion of the Dallas Floodway for the West Dallas Lake, West Dallas playing fields, public access / circulation, softscape and play areas. In addition, Supplemental Agreement No. 1 provided 5% conceptual design for Continental Bridge public use as a pedestrian bridge.
BACKGROUND (Continued)

Supplemental Agreement No. 2 will include geotechnical sampling, surveying to support a Municipal Setting Designation (MSD) for the Dallas Floodway, utilities schematic design for lakes water delivery system, and additional transportation engineering support. The total fee amount increase for Supplemental Agreement No. 2 to the Trinity Lakes Design contract is $1,455,819.64. In addition, $145,431.75 is being reallocated from Range Design to Wallace Roberts Todd (WRT) for wayfinding and urban design. Future contract amendments with the CH2M Hill team are anticipated for completing the overall design of the Balanced Vision Plan for the Dallas Floodway.

The Trinity Lakes Design contract is being fully coordinated with the U.S. Army Corps of Engineers (Corps) with respect to their ongoing development of the Dallas Floodway Environmental Impact Statement (EIS). The Corps is currently scheduled to produce a draft (EIS) by March 2010, a Final EIS by January 2011, and a Record of Decision by May 2011.

ESTIMATED SCHEDULE OF PROJECTS

Begin construction for WRDA Project for Dallas Floodway September 2011
Complete construction for downtown lakes September 2014

PRIOR ACTION/REVIEW (COUNCIL, BOARDS, COMMISSIONS)

Authorized execution of interlocal agreement for local participation and cost sharing with the Corps on January 10, 1990, by Council Resolution No. 90-0225.

Authorized execution of Supplemental Agreement with the NCTCOG and City funds for Dallas Floodway and Elm Fork detailed study as part of the Upper Trinity River Feasibility Study on June 12, 1996, by Council Resolution 96-2007.


Authorized a professional services contract with Camp Dresser & McKee, Inc. for lake water quality analysis and technical input towards the Balanced Vision Plan on November 13, 2002, by Council Resolution No. 02-3165.

City Council was briefed by Urban Design Team for Balanced Vision Plan on March 5, 2003.
PRIOR ACTION/REVIEW (COUNCIL, BOARDS, COMMISSIONS) (Continued)

City Council was briefed on overall Trinity Program including Balanced Vision Plan on June 23, 2003.

Trinity River Committee was briefed on Lake Concepts on September 16, 2003.

City Council was briefed on Trinity River Lake Concepts on September 17, 2003.

City Council was briefed on Trinity Parkway Environmental Impact Statement (EIS) status on October 1, 2003.

City Council was briefed on Balanced Vision Plan on November 5, 2003.

Authorized adoption of the Elm Fork Floodplain Management Study on November 12, 2003, by Council Resolution No. 03-3152.


Trinity River Committee was Briefed on Refinements to Balanced Vision Plan on March 1, 2004.

Trinity River Committee was briefed on refinements to Balanced Vision Plan on March 22, 2004.


Trinity River Committee was briefed on funding considerations for the Upper Trinity River Feasibility Study on October 18, 2004.

Authorized additional study cost share funding to the Corps ($1,258,052) for the Upper Trinity River Feasibility Study and approved a modification to the CDM water quality study contract ($157,890) on November 10, 2004, by Resolution No. 04-3165.

Trinity River Committee was briefed on Trinity Parkway Environmental Impact Statement (EIS) and a public hearing was held on April 4, 2005.

City Council was briefed on Trinity Parkway Environmental Impact Statement (EIS) and a public hearing was held on April 6, 2005.

Authorized adoption of the Trinity Parkway Alternative Alignment 3B on April 13, 2005, by Council Resolution 05-1210.
PRIOR ACTION/REVIEW (COUNCIL, BOARDS, COMMISSIONS) (Continued)

Trinity River Committee was briefed on the Trinity Lakes Project Design: Request for Qualifications & Proposals on December 13, 2005.

Trinity River Branding Initiative was briefed to the Trinity River Committee on April 17, 2006.

Trinity River Committee was briefed on the Trinity Lakes design contract proposal on September 19, 2006.

Authorized Trinity Lakes design contract on November 8, 2006, by Council Resolution No. 06-3121.

Trinity River Corridor Project Committee was briefed on the Trinity Project Design Guidelines on January 8, 2008.

Trinity River Corridor Project Committee was briefed on the Trinity Project design status on branding on January 22, 2008.

Trinity River Corridor Project Committee was briefed on the Supplemental Agreement No. 1 on February 5, 2008.

Trinity River Corridor Project Committee approved the final design for the Fast Track Overlook project on April 8, 2008.

Trinity River Corridor Project Committee approved the Trinity Brand on April 22, 2008.

Authorized Supplemental Agreement No. 1 to extend design for portions of the Balanced Vision Plan on February 13, 2008, by Council Resolution No. 080455.

FISCAL INFORMATION

$1,455,819.64 - 1998 Bond Funds

ETHNIC COMPOSITION

CH2M Hill

| Hispanic Female | 43 | Hispanic Male | 81 |
| African-American Female | 41 | African-American Male | 72 |
| Other Female | 47 | Other Male | 70 |
| White Female | 447 | White Male | 948 |
M/WBE INFORMATION

See Attached

MAP

Attached
GOOD FAITH EFFORT PLAN SUMMARY

PROJECT: Authorize (1) Supplemental Agreement No. 2 to the professional services contract with CH2M Hill for geotechnical, surveying, utilities, and additional design services for the ongoing Trinity Lakes design for the Trinity River Corridor Project in the amount of $1,455,820, from $18,068,041 to $19,523,861, and (2) reallocate $145,432 from Range Design to Wallace Roberts Todd for park design - Not to exceed $1,455,820 - Financing: 1998 Bond Funds

CH2M Hill is a local, non-minority firm, has signed the "Good Faith Effort" documentation, and proposes to use the following sub-contractors.

PROJECT CATEGORY: Professional Services

LOCAL/NON-LOCAL CONTRACT SUMMARY - THIS ACTION ONLY

<table>
<thead>
<tr>
<th>Amount</th>
<th>Percent</th>
</tr>
</thead>
<tbody>
<tr>
<td>Local contracts</td>
<td>$1,346,611.87</td>
</tr>
<tr>
<td>Non-local contracts</td>
<td>$109,207.77</td>
</tr>
<tr>
<td>TOTAL THIS ACTION</td>
<td>$1,455,819.64</td>
</tr>
</tbody>
</table>

LOCAL/NON-LOCAL M/WBE PARTICIPATION THIS ACTION

Local Contractors / Sub-Contractors

<table>
<thead>
<tr>
<th>Local Contractors / Sub-Contractors</th>
<th>Certification</th>
<th>Amount</th>
<th>Percent</th>
</tr>
</thead>
<tbody>
<tr>
<td>HVJ Associates</td>
<td>BMMB36129N1208</td>
<td>$360,540.80</td>
<td>26.77%</td>
</tr>
<tr>
<td>Lopez Garcia Group</td>
<td>HFMB34423Y0708</td>
<td>$349,500.00</td>
<td>25.95%</td>
</tr>
<tr>
<td>Total Minority - Local</td>
<td></td>
<td>$710,040.80</td>
<td>52.73%</td>
</tr>
</tbody>
</table>

Non-Local Contractors / Sub-Contractors

None

TOTAL M/WBE PARTICIPATION

| African American | $360,540.80 | 24.77% | $387,600.00 | 1.99% |
| Hispanic American | $0.00 | 0.00% | $0.00 | 0.00% |
| Asian American | $0.00 | 0.00% | $166,589.50 | 0.85% |
| Native American | $0.00 | 0.00% | $0.00 | 0.00% |
| WBE | $349,500.00 | 24.01% | $5,635,840.00 | 28.87% |
| Total | $710,040.80 | 48.77% | $6,190,029.50 | 31.70% |
Lakes Design Contract

Mapsco Various
WHEREAS, the 1998 Trinity Bond Program authorized funding to implement flood control, lake development, environmental, transportation, and recreation projects within the Dallas Floodway; and,

WHEREAS, City Council adopted Resolution No. 03-3391, the Balanced Vision Plan on December 8, 2003; and,

WHEREAS, City Council adopted Resolution No. 04-1252, refinements to the Balanced Vision Plan on April 14, 2004; and,

WHEREAS, City Council approved Resolution No. 06-3121, the Trinity Lakes design contract with CH2M Hill to initiate design for portions of the Balanced Vision Plan for the Dallas Floodway, Trinity River Corridor Project design guidelines, and Trinity Parkway design guidelines on November 8, 2006; and,

WHEREAS, City Council approved Resolution No. 08-0455, the Trinity Lakes design contract with CH2M Hill to extend design for portions of the Balanced Vision Plan for the Dallas Floodway on February 13, 2008; and,

WHEREAS, it is now necessary to authorize Supplemental Agreement No. 2 to the contract with CH2M Hill to provide geotechnical sampling, surveying, utilities and additional design services for the ongoing Trinity Lakes design for the Trinity River Corridor Project in the amount of $1,455,819.64, increasing the contract from $18,068,040.30 to $19,523,859.94. This action will also reallocate $145,431.75 from Range Design to Wallace Todd (WRT) for park design; and,

WHEREAS, the U.S. Army Corps of Engineers will recognize portions of this contract with CH2M Hill as in-kind credit for 50% cost sharing of the Upper Trinity River Feasibility Study for the Dallas Floodway that may also reduce future City expenses towards the Corps’ project design, or Corps’ project construction; and,

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 Supplemental Agreement No. 2 to the contract with CH2M Hill for additional design services on the Trinity Lakes design for Trinity River Corridor Project in an amount not to exceed $1,455,819.64. This action will also reallocate $145,431.75 from Range Design to Wallace Todd (WRT) for park design; and
Section 2. The City Controller is hereby authorized to disburse funds and release encumbrance in accordance with the terms and conditions of the contract from:

Trinity River Corridor Project Fund
Fund 6P14, Dept. PBW, Unit N965, Act. TRPP
Object 4111, Program #PB98N965, CTPBW98N965I2
Vendor #505225, In an amount not to exceed $1,276,319.64

Trinity River Corridor Project Fund
Fund 6P14, Dept. PBW, Unit N963, Act. TRPP
Object 4111, Program #PB98N963, CT PBW98N963B3
Vendor #505225, in an amount not to exceed $179,500.00

Total in an amount not to exceed $1,455,819.64

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: Trinity River Corridor Project, Rebecca Dugger, 6BS
City Attorney
Office of Financial Services
City Controller's Office, Sherrian Parham, 4BN
Public Works and Transportation, Rosemary Prichard, OCMC, Room 101
Dallas Water Utilities, Esther Darden, 5AN
SUBJECT
An ordinance amending Chapter 12A of the Dallas City Code to allow TIF board members to acquire property within the reinvestment zones they represent, but prohibiting them from participating and voting in matters that directly affect their acquired or existing property in the reinvestment zones - Financing: No cost consideration to the City

BACKGROUND
The City Council has adopted a CODE OF ETHICS, CHAPTER 12A Dallas City Code, as amended, that provides general rules concerning the ability of City officials and employees to acquire financial interests in contracts with the City. This ordinance amends Sections 12A-3 and 12A-4 of CHAPTER 12A, “CODE OF ETHICS,” of the Dallas City Code, to allow TIF board members to own and acquire property within the reinvestment zones they represent, but prohibiting them from participating and voting in matters that directly affect their acquired or existing property in the reinvestment zones.

PRIOR ACTION/REVIEW (Council, Boards, Commissions)
Economic Development Committee was briefed on June 10, 2008.

FISCAL INFORMATION
No cost consideration to the City.
Ordinance No. ____________

An ordinance amending Sections 12A-3 and 12A-4 of Chapter 12A, “Code of Ethics,” of the Dallas City Code, as amended; allowing TIF board members to acquire property within the reinvestment zones they represent, but prohibiting them from participating and voting in matters that directly affect their acquired or existing property in the reinvestment zones; providing a saving clause; providing a severability clause; and providing an effective date.

Be it ordained by the City Council of the City of Dallas:

Section 1. That Section 12A-3 “Improper Economic Benefit,” of Article II, “Present City Officials and Employees,” of Chapter 12A, “Code of Ethics,” of the Dallas City Code, as amended, is amended to read as follows:


(a) Economic interests affected. To avoid the appearance and risk of impropriety, a city official or employee shall not take any official action that he or she knows is likely to affect particularly the economic interests of:

1. the official or employee;
2. the official’s or employee’s outside client;
3. the official’s or employee’s outside employer;
4. a business entity in which the official or employee knows that he or she holds an economic interest;
5. a business entity that the official or employee knows is an affiliated business or partner of a business entity in which he or she holds an economic interest;
6. a business entity for which the city official or employee serves as an officer or director or in any other policymaking position; or
7. a person or business entity:
(A) from whom, within the past 12 months, the official or employee, directly or indirectly, has:

(i) solicited an offer of employment;

(ii) received and not rejected an offer of employment; or

(iii) accepted an offer of employment; or

(B) with whom the official or employee, directly or indirectly, is engaged in negotiations pertaining to a business opportunity.

(b) Substantial economic interests affected. To avoid the appearance and risk of impropriety, a city official or employee shall not take any official action that he or she knows is likely to affect particularly the substantial economic interests of:

(1) the official’s or employee’s parent, child, spouse, or other family member within the first degree of consanguinity or affinity;

(2) the official’s or employee’s domestic partner;

(3) an outside employer of the official’s or employee’s parent, child, spouse, or other family member within the first degree of consanguinity or affinity, or domestic partner, but only if the official or employee knows the family member or domestic partner has a substantial economic interest in the outside employer;

(4) a business entity in which the official or employee knows that a substantial economic interest is held by his or her:

(A) parent, child, spouse, or other family member within the first degree of consanguinity or affinity; or

(B) domestic partner;

(5) a business entity that the official or employee knows is an affiliated business or partner of a business entity in which a substantial economic interest is held by his or her:

(A) parent, child, spouse, or other family member within the first degree of consanguinity or affinity; or

(B) domestic partner; or

(6) a person or business entity:
(A) from whom, within the past 12 months, the official’s or employee’s spouse or domestic partner, directly or indirectly, has:

(i) solicited an offer of employment;

(ii) received and not rejected an offer of employment; or

(iii) accepted an offer of employment; or

(B) with whom the official’s or employee’s spouse or domestic partner, directly or indirectly, is engaged in negotiations pertaining to a business opportunity.

(c) Recusal and disclosure. A city official or employee whose conduct or action on a matter would violate Subsection (a) or (b) must recuse himself or herself. From the time that the conflict is recognized, the city official or employee shall:

1. immediately refrain from further participation in the matter, including discussions with any persons likely to consider the matter; and

2. promptly file with the city secretary a written statement disclosing the conflict on a form provided by the city secretary.

(d) Additional recusal and disclosure requirements. In addition to the requirements of Subsection (c):

1. a supervised employee shall promptly bring his or her conflict to the attention of a supervisor, who will then, if necessary, reassign responsibility for handling the matter to another person;

2. the park and recreation director shall promptly bring his or her conflict to the attention of the park and recreation board;

3. the civil service director shall promptly bring his or her conflict to the attention of the civil service board;

4. the employees’ retirement fund administrator shall promptly bring his or her conflict to the attention of the board of trustees of the employees’ retirement fund;

5. a municipal judge shall promptly bring his or her conflict to the attention of the administrative municipal judge;

6. the city manager, city attorney, city secretary, city auditor, and administrative municipal judge shall promptly bring his or her conflict to the attention of the city council;
(7) a board or commission member shall promptly disclose his or her conflict to the board or commission of which he or she is a member and shall not be present during any discussion or voting on the matter; and

(8) a city council member shall promptly disclose his or her conflict to the city council and shall not be present during any discussion or voting on the matter.

(e) Disclosure requirements relating to offers of employment. Whenever a city employee who is a department director or of higher rank receives an offer of employment from any person or business entity that the employee knows had an economic interest in any discretionary contract with the city in which the employee personally participated within the preceding 12 months, the employee shall, immediately upon receiving the offer, disclose the offer, whether rejected or not, to the appropriate supervisory person or body designated under Subsection (d). Unless recusal is required under Subsection (c), the employee may continue to personally participate, on the behalf of the city, in contracts and other matters in which the person or entity making the employment offer has an economic interest.

(f) Board of directors of a reinvestment zone.

(1) Notwithstanding any other provision of this section, a member of the board of directors of a reinvestment zone established under the Tax Increment Financing Act, as amended, may:

(A) own property within that reinvestment zone; and

(B) participate in discussions and voting on matters before the board of directors that may indirectly affect the member’s property within the reinvestment zone, but must adhere to the recusal and disclosure requirements in Subsections (c) and (d) of this section on matters before the board of directors that may directly affect the member’s property.

(2) For purposes of this subsection, a matter directly affects a member’s property in the reinvestment zone if the matter involves a project in the reinvestment zone that is:

(A) financed with tax increment funds; and

(B) located within 200 feet of the member’s property.

(g) City officials and employees serving in policymaking positions for business entities at the direction of the city. The restrictions and requirements of Subsections (a)(6), (c), and (d) of this section do not apply to an official or employee of the city serving as an officer or director or in any other policymaking position for a business entity when taking official action on behalf of the city on matters concerning that business entity, if the official or employee:

(1) was appointed by the mayor, city council, or city manager to represent the city as an officer or director or in any other policymaking position for the business entity; and
(2) has no economic interest in the business entity or in the matter on which the action is being taken.”

SECTION 2. That Section 12A-4, “Unfair Advancement of Private Interests,” of Article II, “Present City Officials and Employees,” of CHAPTER 12A, “CODE OF ETHICS,” of the Dallas City Code, as amended, is amended to read as follows:

“SEC. 12A-4. UNFAIR ADVANCEMENT OF PRIVATE INTERESTS.

(a) General rule. A city official or employee may not use his or her official position to unfairly advance or impede personal interests by granting or securing, or by attempting to grant or secure, for any person (including himself or herself) any form of special consideration, treatment, exemption, or advantage beyond that which is lawfully available to every other person or organization.

(b) Special rules. The following special rules apply in addition to the general rule set forth in Subsection (a):

(1) Acquisition of interest in impending matters. A city official or employee shall not acquire an interest in any matter if the official or employee knows that the interest will be affected by impending official action of the city.

(2) Acquisition of interest in decided matter. A city official or employee shall not acquire an interest in any matter affected by an official action of the city for a period of one year after the date of the official action.

(3) Reciprocal favors. A city official or employee may not enter into an agreement or understanding with any other person that official action by the official or employee will be rewarded or reciprocated by the other person.

(4) Appointment or employment of relatives.

(A) A city official or employee shall not appoint, or take any action to influence the appointment of, his or her domestic partner or any relative within the first degree of consanguinity or affinity to the ethics advisory commission or to any quasi-judicial board or commission within the city. Any person who, before June 28, 2000, was appointed to a quasi-judicial board or commission within the city by a city official or employee who was either a domestic partner or a relative within the first degree of consanguinity or affinity may:

(i) complete his or her term on the board or commission; and

(ii) continue to be reappointed to that board or commission by the domestic partner or relative until the maximum number of terms allowed under Section 8-1.5 of the city code have been served.
(B) A city council member shall not appoint any fellow city council member's domestic partner or relative within the first degree of consanguinity or affinity to the ethics advisory commission or to any quasi-judicial board or commission within the city. Any person who, before June 28, 2000, was appointed to a quasi-judicial board or commission within the city by a city council member and who was either a domestic partner or relative within the first degree of consanguinity or affinity of another city council member may:

(i) complete his or her term on the board or commission; and

(ii) continue to be reappointed to that board or commission by any city council member until the maximum number of terms allowed under Section 8-1.5 of the city code have been served.

(C) A city official or employee shall not appoint or employ, or take any action to influence the appointment or employment of, his or her domestic partner or any relative within the first degree of consanguinity or affinity to any position of employment within the city. Nothing in this subparagraph prohibits any person who, before June 28, 2000, was lawfully appointed to or employed in any position of employment with the city from continuing to serve in that position of employment.

(5) Supervision of relatives. In addition to the nepotism restrictions of Section 34-5(e) of the city code, no official or employee shall be permitted to be the immediate supervisor of his or her domestic partner or of any relative within the second degree of consanguinity or affinity.

(6) Fringe benefits. The general rule described in Subsection (a) of this section does not prohibit the city from granting fringe benefits to city employees as a part of their contracts of employment or as an added incentive to securing or retaining employees.

(c) Recusal and disclosure. A city official or employee whose conduct would violate Subsection (b)(4) of this section shall adhere to the recusal and disclosure requirements in Sections 12A-3(c) and (d) of this chapter.

(d) Board of directors of a reinvestment zone.

(1) Notwithstanding Subsections (b)(1) and (b)(2) of this section, a member of the board of directors of a reinvestment zone established under the Tax Increment Financing Act, as amended, may:

(A) acquire property within that reinvestment zone; and

(B) participate in discussions and voting on matters before the board of directors that may indirectly affect the acquired property, but must adhere to the recusal and disclosure requirements in Sections 12A-3(c) and (d) of this chapter on matters before the board of directors that may directly affect the acquired property.
(2) For purposes of this subsection, a matter directly affects a member’s acquired property in the reinvestment zone if the matter involves a project in the reinvestment zone that is:

(A) financed with tax increment funds; and

(B) located within 200 feet of the acquired property.”

SECTION 3. That CHAPTER 12A of the Dallas City Code, as amended, will remain in full force and effect, save and except as amended by this ordinance.

SECTION 4. That the terms and provisions of this ordinance are severable and are governed by Section 1-4 of CHAPTER 1 of the Dallas City Code, as amended.

SECTION 5. That this ordinance will take effect immediately from and after its passage and publication in accordance with the provisions of the Charter of the City of Dallas, and it is accordingly so ordained.

APPROVED AS TO FORM:

THOMAS P. PERKINS, JR., City Attorney

By ____________________________
Assistant City Attorney

Passed ____________________________

LC/DCC/00301A
Addendum Item # 33

Key Focus Area: Make Government More Efficient, Effective and Economical

Agenda Date: June 25, 2008

Council District(s): N/A

Department: City Attorney's Office
            City Manager's Office

Cmo: Thomas P. Perkins, Jr., 670-3491
     Mary K. Suhm, 670-5306

MapSCO: N/A

Subject: Authorize an amendment to Resolution No. 94-1459, approved April 13, 1994,
designating the Mayor Pro Tem, the Deputy Mayor Pro Tem, and the Vice Chair of the
City Council Transportation and Environment Committee to serve as first, second, and
third alternates to the Mayor’s Place 10 on the D-FW International Airport Board, in
designated order, in the event the Mayor or ranking alternate is unavailable to attend a
meeting of the Board – Financing: No cost consideration to the City

Background

Pursuant to Resolution No. 94-1459, approved by the City Council on April 13, 1994, as
authorized by Section 4.B. of the D-FW Airport Contract and Agreement between the
cities of Dallas and Fort Worth, as amended, the Mayor of the City of Dallas serves as
the automatic appointment to Place 10 on the D-FW International Airport Board
("Board"), with the Mayor Pro Tem, Deputy Mayor Pro Tem, and Chair of the City
Council Transportation Committee designated in that order to serve as first, second,
and third alternates to Place 10 on the Board in the event the Mayor or ranking alternate
is unavailable, and are authorized in such event to exercise all the duties and powers of
a member of the Board, including the power to vote on all matters before the Board.

This action will delete the designation of the Chair of the City Council Transportation
Committee as the third alternate to Place 10 on the Board, and designate the Vice Chair
of the City Council Transportation and Environment Committee as the third alternate to
Place 10 on the Board.

Prior Action/Review (Council, Boards, Commissions)

Resolution No. 76-1888, approved on July 19, 1976, designated Place 10 on the Board
to be automatically filled by the duly elected Mayor of Dallas or, in the event of a
vacancy in the office of Mayor, by the Mayor Pro Tem.
PRIOR ACTION/REVIEW (COUNCIL, BOARDS, COMMISSIONS) (Continued)

Resolution No. 94-1459, approved on April 14, 1994, provided that in the event the Mayor and Mayor Pro Tem are unavailable, the Deputy Mayor Pro Tem shall attend the meeting of the Board in place of the Mayor as the duly authorized Dallas appointee to Place 10, to exercise all of the duties and powers of a member of the Board, including the power to vote on all matters before the Board, and that in the event all three are unavailable, the Chair of the City Council Transportation Committee shall attend the meeting in place of the Mayor.

FISCAL INFORMATION

No cost consideration to the City.
WHEREAS, the City of Dallas, by Resolution No. 94-1459, approved April 13, 1994, and the City of Fort Worth, by Resolution No. 2078, approved August 3, 1995, authorized the execution of a fifth amendment to the D-FW Airport Contract and Agreement between the owner cities, to provide that either city may at its option: (1) appoint its D-FW International Airport Board ("Board") members for two-year terms in lieu of four-year terms; (2) appoint its mayor as an automatic appointment to a place on the Board for a term to run concurrently with the mayor’s term of office, or the mayor pro tem during a vacancy in the office of the mayor; and (3) authorize the appointment of certain city council members to serve as first, second, and third alternates to the mayor’s place on the Board in designated order in the event the appointed mayor or ranking alternate is unavailable to attend a Board meeting, with each alternate when serving having full authority to exercise all of the duties, privileges, and powers of a member of the Board, including the power to vote on all matters before the Board; and

WHEREAS, on August 3, 1995, the Cities of Dallas and Fort Worth executed the Amendment to the D-FW Contract and Agreement to allow for the foregoing automatic appointment of the mayor, and the designation of three city council members as ranking alternates to the mayor’s place on the Board; and

WHEREAS, City of Dallas Resolution No. 94-1459, approved April 13, 1994, provided that in the event the Mayor and Mayor Pro Tem are unavailable, the Deputy Mayor Pro Tem shall attend the meeting of the Board in place of the Mayor as the duly authorized Dallas appointee to Place 10, to exercise all of the duties and powers of a member of the Board, including the power to vote on all matters before the Board, and that in the event all three are unavailable, the Chair of the City Council Transportation Committee shall attend the meeting in place of the Mayor; and

WHEREAS, the City Council now desires to delete the designation of the Chair of the City Council Transportation Committee the third alternate to Place 10 on the Board, and designate the Vice Chair of the City Council Transportation and Environment Committee as the third alternate to Place 10 on the Board; Now, Therefore,

BE IT RESOLVED BY THE CITY COUNCIL OF THE CITY OF DALLAS:
SECTION 1. That Section 1 of Resolution No. 94-1459 is hereby amended to read as follows:

Section 1. That whenever the Mayor is unable to attend a meeting of the Airport Board, the Mayor Pro Tem, or the Deputy Mayor Pro Tem in the event neither the Mayor nor the Mayor Pro Tem are available, or the Vice Chair of the City Council Transportation and Environment Committee in the event the Mayor, Mayor Pro Tem, and Deputy Mayor Pro Tem are all unavailable, shall attend in place of the Mayor as the duly authorized Dallas appointee to Place No. 10, and shall be authorized in such event to exercise all of the duties and powers of a member of the Airport Board, including the power to vote on all matters before the Airport Board.

SECTION 2. That this resolution shall take effect immediately from and after its passage in accordance with the provisions of the Charter of the City of Dallas, and it is accordingly so resolved.
SUBJECT

A resolution amending Sections 2, 4, 6, 7, and 9 of the City Council Rules of Procedure to revise rules relating to city council attendance, city council quorums, powers of the mayor and council, agenda procedures, conduct of meetings, and speakers - Financing: No cost consideration to the City

BACKGROUND

The proposed resolution would amend the City Council Rules of Procedure to (1) require council members to be present during at least 50% of a council meeting or council committee meeting to receive compensation under the charter; (2) allow the mayor to expand or restrict time limits and number of rounds council members have to speak on briefing items and voting agenda items; (3) require speakers to register in person, by phone, or by e-mail by 5:00 p.m. the day preceding council meeting; (4) allow the mayor or a majority of the council to permit speakers on multiple agenda items to address each item separately; (5) eliminate the open microphone period at the beginning of voting agenda meetings; (6) prohibit persons from speaking during an end-of-meeting open microphone period if they spoke (other than at a public hearing) at the last held regular council meeting; (7) allow a person to speak within 30 days on the same/similar item deferred or continued from an earlier agenda; (8) allow the mayor or a majority of the council to restrict time limits when a large number of persons want to speak at public hearings and open microphone periods; (9) require requests to remove items from the consent agenda for individual consideration to be received by the city secretary by 5:00 p.m. of the Monday before a council meeting, unless approved by the mayor or a majority of the city council; (10) clarify that a council quorum is reduced to less than nine if required by conflicts of interest; (11) clarify that a council quorum is not required to hear open microphone speakers; (12) provide that council meetings start at 9:00 a.m. unless otherwise posted and do not have to recess at noon; (13) clarify that the mayor may place an item requested by five city council members or a council committee on a council agenda sooner than the first briefing agenda/first voting agenda scheduled at least 30 days after receipt of the request;
BACKGROUND  (Continued)

(14) allow an Item that the council voted on within the preceding year to be placed back on a council agenda by a 2/3 vote; (15) allow the council, by majority vote and without suspension of the rules, to defer an item from a council agenda that was not timely deferred by an individual council member; (16) provide that a moratorium on property development affecting residential or commercial properties must comply with state law; (17) require publication in a newspaper of general circulation in the city; and (18) clarify that ad hoc committees are not subject to the Texas Open Meetings Act unless otherwise required by state law.

PRIOR ACTION/REVIEW (COUNCIL, BOARDS, COMMISSIONS)

This item has no prior action.

FISCAL INFORMATION

No cost consideration to the City.
BE IT RESOLVED BY THE CITY COUNCIL OF THE CITY OF DALLAS:

Section 1. That Subsection 2.4, “Quorum,” of Section 2, “Meetings,” of the City Council Rules of Procedure, as amended, is amended to read as follows:

“2.4. Quorum. Nine members constitute a quorum except when the number of council members, due to vacancies or conflicts of interest, is reduced to less than nine, in which event a quorum consists of all the remaining council members. [City Charter, Chapter III, Sec. 9.] A quorum of the city council must be present to conduct a city council meeting, except that a quorum is not required to hear proclamations, [and] special recognitions, or open microphone speakers.”

Section 2. That Section 4, “Duties and Privileges of Members,” of the City Council Rules of Procedure, as amended, is amended by adding Subsection 4.12, “Absence from More than 50 Percent of a Meeting,” to read as follows:


(a) If a city council member is absent from more than 50 percent of a regular city council meeting, or more than 50 percent of a regular meeting of a city council committee to which he or she is assigned, and he or she is not on official city business at the direction of the city council as approved under Subsection 4.11 of these Rules, the member will be deemed to be absent from the meeting, and the absence will be counted against the member for purposes of determining the member’s annual compensation under Chapter III, Section 4 of the Dallas City Charter.

(b) The city secretary, or a person designated by the city secretary or the city manager to record attendance of city council members at a meeting, shall maintain a record of each city council member’s absences so that such absences can be used in determining the member’s annual compensation under Chapter III, Section 4 of the Dallas City Charter.”

Section 3. That Section 6, “Order of Business,” of the City Council Rules of Procedure, as amended, is amended to read as follows:

“One Section 6

ORDER OF BUSINESS

6.1. Agenda.

(a) Preparation and Distribution. The order of business of each meeting shall be as contained in the agenda prepared as follows:
The agenda shall be a listing by topic of subjects to be considered by the city council, and shall be delivered to members of the city council in advance of each meeting in accordance with the directives of the city council.

The mayor shall determine the contents of the agenda relating to policy items. The mayor shall transmit these items to the city manager in time for distribution to the city council at the same time operational items are distributed.

The city manager shall present the operational agenda to the city council. [City Charter, Chapter III, Sec. 13(a)(1) and (4)]

(b) Briefing Meetings.

On the first and third Wednesday of each month, the city council will hold a briefing meeting, which shall begin at 9:00 a.m. unless otherwise posted. At a briefing meeting, the city council shall present any proclamations or other recognitions scheduled for the day. At the conclusion of the proclamations, the briefings scheduled for the day will begin. The city manager will present options and recommendations at the end of each policy briefing. Except as otherwise specified by the mayor at the beginning of the meeting, a council member may speak no more than two times on any briefing item, and each time will be limited to five minutes.

Voting items will not be scheduled on briefing days except for emergencies, construction contracts, construction change orders, architectural and engineering contracts, and architectural and engineering supplemental agreements. Speakers may sign up to speak on any voting item placed on a briefing agenda. Speakers may also sign up to speak at open microphone periods at the beginning and end of each briefing meeting. Speakers shall appear in accordance with applicable rules established in Subsection 6.3 of these Rules.

(c) Voting Agenda Meetings.

On the second and fourth Wednesday of each month, the city council will hold a voting agenda meeting, which shall begin at 9:00 a.m. unless otherwise posted. At a voting agenda meeting, the city council shall hear speakers who wish to comment on matters that are scheduled on the city council’s voting consent and individual item agenda for that day. The city council shall also hear open microphone speakers at the end of each voting agenda meeting. Speakers shall appear in accordance with applicable rules established in Subsection 6.3 of these Rules. At a voting agenda meeting, the city council will consider the minutes, the consent agenda, and individual items for consideration until the city council [noon when
they shall recesses. No earlier than 1:00 p.m., the city council shall reconvene to conduct public hearings. At the completion of the public hearings, the city council shall resume its voting agenda.

(2) Except as otherwise specified by the mayor at the beginning of the meeting, a city council member may speak no more than two times on any one voting agenda item, and each time will be limited to three minutes. After 5:00 p.m., the time will be limited to two minutes, unless otherwise specified by the mayor. A council member may be recognized to exceed established limits upon passage of a nondebatable motion made by a council member. Responses by the staff or citizens to a council member's questions will not be included in the council member's speaking time. The chair shall take care that responses are brief and to the point. Briefings will not be scheduled for voting days except for emergencies.

(d) Fifth Wednesdays. When a fifth Wednesday occurs in a month, the city council meeting may be used for special workshops, planning sessions, or other matters as agreed between the city manager and the city council.

(e) The times specified for speakers and city council activities at the briefing meetings and the voting agenda meetings may be adjusted on days when the city council determines to hold an evening meeting.


(a) The mayor shall include on an agenda any item requested by five city council members or by a majority of a city council committee to be brought before the city council. Unless the request is withdrawn by any of the five city council members or by a majority of the city council committee, whichever applies, the item must be placed on:

1. the first briefing agenda scheduled at least 30 calendar days after receipt of the request by the mayor and the city manager, if the item is requested to be placed on a briefing agenda; or

2. the first voting agenda scheduled at least 30 calendar days after receipt of the request by the mayor, if the item is requested to be placed on a voting agenda.

(b) Nothing in Paragraph (a) of this subsection prohibits the mayor from placing an item on a briefing agenda or voting agenda sooner than the times set forth in Paragraph (a)(1) or (a)(2).
The mayor shall not place on an agenda any item that has been voted on by the city council within the one-year period preceding the date requested for placement of the item on the agenda, except by a two-thirds vote of the council members present.

6.3. Citizen Speakers. At briefing meetings and voting agenda meetings, a person may address the city council concerning voting items on the agenda or may present a subject for the city council’s consideration during the open microphone periods in accordance with the following rules:

(a) Speakers to Register. A person wishing to address the city council must first register with the city secretary and provide the following information: Name, residence address, daytime telephone number, the subject matter to be presented, and whether the subject is on the current city council meeting agenda. A person may register [either] in person, by electronic mail, or by telephone. The earliest a person may register for an upcoming city council meeting is 8:15 a.m. of the next regular business day following the previous city council meeting. The deadline for registering to address the council is 5:00 p.m. [9:00 a.m.] of the day preceding [of] the meeting.

(b) Manager May Contact Speaker. On the Tuesday before the Wednesday city council meeting, the city secretary will provide the city manager with the registration information of persons who have registered up to that time. The city manager may direct a member of the city staff to contact the person to try to resolve a problem. Contact by a member of the city staff should in no way suggest that the person should not appear and address the city council.

(c) Speaker Rules. In order that the city council may properly consider each matter brought to it by citizens, speakers are asked to observe the following rules:

1. Only one person may approach the microphone at any one time, and only the person at the microphone will be allowed to speak.

2. There will be no substitutions or pooling of speakers.

3. Speakers must address their comments to the presiding officer rather than individual city council members or staff. Speakers may not refer to a city council member by name.

4. Speakers may file copies of their remarks or supporting information with the city secretary. The city secretary will make the information available to the city council and city manager if requested.
(5) A person who addresses the city council during a public hearing must limit remarks to the specific subject matter being considered by the city council in that public hearing.

(6) Dallas citizens will be allowed to speak before nonresidents.

(7) Any person who has addressed the city council at either a briefing meeting or a voting agenda meeting in the preceding 30 days, excluding speaking at a public hearing, may only speak during the open microphone period at the end of the city council meeting, except as provided in Subsection 6.3(f). This paragraph does not apply when a person is addressing the city council on a same or substantially similar item that was deferred or continued from an earlier city council meeting where the person addressed the item.

(d) **Time Limits on Voting Items.** The length of time a person will be allowed to speak on voting items at city council meetings will be determined according to the following rules:

(1) A person who registers to speak on a voting item, other than a public hearing, will be called on at the time the item is considered by the city council, subject to the time restraints set forth in Subsection 6.1(c). Except as otherwise specified by the mayor or by a majority vote of the city council, a person who registers to speak on multiple voting items must speak on all items at the time the first item for which the speaker is registered is considered by the city council. Speakers will have a maximum of three minutes to speak regardless of the number of voting items they wish to address, unless the speakers are allowed to address items separately by the mayor or by a majority vote of the city council. The mayor may determine the order in which speakers are called. The order in which speakers are called is not required to be in the order that items appear on the agenda, nor are all speakers on a particular item required to be called at the same time. If an item is deferred from a city council agenda, a speaker who signed up to speak on the item may not be heard until the item is actually considered by the city council.

(2) The mayor may impose more restrictive time limits on voting items that are not public hearings, but for which a large number of persons register to speak.

(3) For called public hearings concerning applications to change zoning, to remove a flood plain designation, to change the name of a street, to use park land for another purpose, and similar cases, each person who registers will have a maximum of three minutes to speak, or, at the discretion of the mayor or by a majority vote of the city council, each side of the issue will be allowed a maximum of 15 minutes to make a presentation.
(4) For other called public hearings, including annexation, benefit assessment, budget, community development block grant, development code amendments, thoroughfare alignment, thoroughfare plan, and other specially-called hearings, each person who registers will have a maximum of three minutes to speak. The mayor may impose more restrictive time limits on public hearings for which a large number of persons register to speak.

(e) Closed Public Hearings. A person will not be permitted to address the city council during the consideration of a zoning ordinance placed on the agenda on which a public hearing has been held by the city council if the public hearing has been closed.

(f) Open Microphone. During open microphone periods at city council meetings, the city council will provide an opportunity for citizens to present concerns or address issues that may or may not be matters for consideration listed on a posted meeting agenda, subject to the following rules:

(1) Five persons may speak on any matter, including an agenda item, during an open microphone period at the beginning of each city council briefing meeting. These first five speakers will be called in the order in which they registered to speak with the city secretary. Whenever a person fails to speak when his or her name is called, the name of the next speaker registered for the initial open microphone period will be called, until either five persons have spoken or all of the names have been called. [An open microphone period will also be provided after the city council has concluded its agenda, at which time all speakers not heard earlier in the meeting may speak.] For purposes of enforcing all provisions of Subsection 6.3 governing citizen speakers, a person who signs up to speak during the open microphone period at the beginning of a city council briefing meeting, but who fails to speak when called upon, will be deemed to have spoken at the meeting. An open microphone period will also be provided at the end of each city council briefing meeting and each city council voting agenda meeting, at which time all speakers not heard earlier in the meeting (other than at a public hearing) may speak. A person may not speak during the open microphone period at the end of a city council meeting if the person spoke during an open microphone period at the end of the last held regular city council meeting.

(2) Each speaker may speak only once, and the length of time a person will be allowed to speak during the open microphone period is three minutes. If a large number of speakers register for the open microphone period, however, the mayor or, with the concurrence of a majority of the city council, by a majority vote, may impose more restrictive time limits in order to allow the maximum number of persons to speak.
(3) The order in which speakers will be called will be determined by the mayor, except that persons who have not spoken at a city council meeting in the past 30 days will be called first.

(g) During designated speaker times, city council members may ask factual questions or make a brief acknowledgement of speakers. Speakers will have one minute to respond. More time may be granted to the speaker for a response at the discretion of the mayor or by a nondebatable motion approved by the city council. Council members will refrain from debate on any item during time allotted to speakers unless a specific time is granted by the mayor or by a nondebatable motion approved by the city council.

(h) **Use of Interpreters.** Whenever it is necessary for a speaker to use an interpreter to translate his or her comments to the city council, the time required for the translation will not be counted against the designated time allotted for the speaker to address the city council.

6.4. **Communications to Mayor and City Council.** The city manager shall provide the city council with an analysis of major items to be acted upon by the city council at its meetings. The analysis shall be delivered to the city council members preceding the meeting at which the item is to be discussed.

6.5. **Oral Presentations.** Matters requiring the city council's attention or action may be presented orally by the city manager. If matters have developed since the deadline for delivery of the agenda, the city manager, or any city council member, may make oral report to the city council, but formal action, if required, shall be delayed until the next meeting.

6.6. **Public Hearings.**

(a) The city manager shall schedule public hearings on the city council's agenda to be held at least two weeks before the city council must vote on the matter, except for zoning and assessment hearings.

(b) By request of a majority of the city council or by the mayor, the city manager may schedule a public hearing on the same day or within two weeks before the time that a vote must be taken on the item.

(c) Whether a public hearing is closed or held open, the vote on the item may be placed on the agenda two weeks after the opening of the public hearing.
(d) The city council may schedule public hearings at times other than its regular meetings when it determines that the matter to be heard is a significant issue that requires more time than is available at regular meetings. The mayor may call an advertised public hearing at a specified time on any matters.”

Section 4. That Subsection 7.11, “Deferral of Agenda Items,” of Section 7, “Consideration of Ordinances, Resolutions, and Motions,” of the City Council Rules of Procedure, as amended, is amended to read as follows:

“7.11. Deferral of Agenda Items.

(a) A city council member may defer, until the next city council voting agenda meeting, a voting item appearing on the city council agenda by delivering a written list of the agenda item numbers to be deferred to the city secretary before 5:00 p.m. of the Friday before the city council meeting for any item on the regular agenda and before 5:00 p.m. of the Monday before the city council meeting (or if Monday is a city holiday, then 5:00 p.m. of the Tuesday before the city council meeting) for any item on the addendum to the agenda, unless the item:

   (1) previously appeared on a city council meeting agenda and was deferred by request of a city council member;

   (2) was previously presented and discussed at a city council briefing meeting within the past six months at which a quorum was present during at least part of the briefing on that item;

   (3) is a public hearing or was previously discussed within the past six months at a public hearing before the city council; or

   (4) was placed on the agenda pursuant to a request by five city council members or by a majority of a city council committee under Subsection 6.2 of these rules.

(b) A majority vote of the city council is required to:

   (1) defer an agenda item described in Paragraph (a)(1), (2), (3), or (4); or

   (2) defer an agenda item to a time later than the next city council voting agenda meeting; or

   (3) defer an agenda item that was not deferred by a city council member in accordance with Paragraph (a).
(c) The city manager may delete agenda items by delivering a written list of the agenda item numbers to be deleted to the city secretary before 5:00 p.m. of the Friday before the city council meeting for any item on the regular agenda and before 5:00 p.m. of the Monday before the city council meeting (or if Monday is a city holiday, then 5:00 p.m. of the Tuesday before the city council meeting) for any item on the addendum to the agenda.

(d) No later than 5:30 p.m. of the Friday before each city council meeting, the city secretary shall post a list of all items appearing on the regular agenda that were deferred by a city council member or deleted by the city manager. No later than 5:30 p.m. of the Monday before each city council meeting (or if Monday is a city holiday, then 5:30 p.m. of the Tuesday before the city council meeting), the city secretary shall post a list of all items appearing on the addendum to the agenda that were deferred by a city council member or deleted by the city manager. The lists must be posted adjacent to each entrance to the city council chamber in Room 6 E North. The city secretary shall not include on these lists any item described in Paragraph (a)(1), (2), (3), or (4).

(e) For the convenience of the public, other city council members, and the staff, a city council member should announce the intent to defer an item on the agenda as soon as that determination is made."

Section 5. That Subsection 7.12, “Moratoriums,” of Section 7, “Consideration of Ordinances, Resolutions, and Motions,” of the City Council Rules of Procedure, as amended, is amended to read as follows:


(a) No moratorium on the acceptance of applications for permits, certificates, licenses, or other city approvals may be imposed for a time period of greater than 120 days.

(b) No moratorium may be extended beyond its original time period unless three-fourths of all members of the city council approve the extension. An extension may not exceed an additional 120 days each time. When the city council desires to extend a moratorium, it shall direct the city manager to:

(1) publish a notice of the proposed extension in a [the official] newspaper of general circulation in the city [City] at least 15 days before the date the extension is to be considered; and
(2) use best efforts to notify the organizations and associations whose members would be most directly affected by the extension.

(c) When the city council imposes a moratorium, it shall direct the city manager and all appropriate city boards and commissions to:

(1) expedite their performance of appropriate analyses, evaluation of alternatives, and preparation of recommendations as to what amendments, if any, should be made to the city’s regulations during a moratorium; and

(2) submit these recommendations by a specified date.

(d) Notwithstanding any provision of these rules to the contrary, any moratorium imposed on property development affecting residential property, commercial property, or both residential and commercial property must comply with Subchapter E, Chapter 212 of the Texas Local Government Code, as amended."

Section 6. That Section 7, “Consideration of Ordinances, Resolutions, and Motions,” of the City Council Rules of Procedure, as amended, is amended by adding Subsection 7.13, “Removal of Items from the Consent Agenda for Individual Consideration,” to read as follows:

“7.13. Removal of Items from the Consent Agenda for Individual Consideration.

(a) A city council member may request that a voting item appearing on the regular or addendum city council consent agenda be given individual consideration by delivering a written list of the agenda item numbers to be considered individually to the city secretary before 5:00 p.m. of the Monday before the city council meeting (or if Monday is a city holiday, then 5:00 p.m. of the Tuesday before the city council meeting).

(b) Approval of the mayor or a majority vote of the city council is required to remove an item from the consent agenda for individual consideration if the consent item was not removed by a city council member in accordance with Paragraph (a).”

Section 7. That Subsection 9.4, “Ad Hoc Committees,” of Section 9, “City Council Committees,” of the City Council Rules of Procedure, as amended, is amended to read as follows:
“9.4. **Ad Hoc Committees.** The mayor may appoint ad hoc committees from time to time to study and review specific issues. The mayor shall determine the number of members and appoint a chair of ad hoc committees. The ad hoc committees shall be established for a designated period of time which may be extended by the mayor and shall meet as needed. *Unless otherwise required by state law, meetings of ad hoc committees are not subject to the Texas Open Meetings Act.*”

**Section 8.** That the City Council Rules of Procedure, as amended, will remain in full force and effect, save and except as amended by this resolution.

**Section 9.** That this resolution will 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
SUBJECT
An ordinance amending Chapter 7 of the Dallas City Code to provide: (1) requirements relating to sterilization of dogs and cats; (2) requirements for intact animal permits; (3) limitations on the number of dogs and cats in dwelling units with no common walls; (4) restrictions and requirements relating to tethering and confinement of animals; (5) enhanced regulations relating to dangerous dogs; (6) restrictions on placement of poisonous substances accessible to domestic animals; (7) prohibitions on live animals as prizes, promotions, or novelties; and (8) various fees relating to animal regulation.

Financing: No cost consideration to the City

BACKGROUND
A Subcommittee of the Animal Shelter Commission met on December 14, 2007 and January 3, 2008, to develop recommendations to strengthen Chapter 7 “Animals” of the Dallas City Code. On January 16, 2008, the Animal Shelter Commission unanimously approved the final proposed revisions to Chapter 7. The Department of Code Compliance met with stakeholders to gain input and fine tune the proposed amendments.

On April 28, 2008, the Quality of Life and Government Services Committee was briefed on recommended changes to Chapter 7. The committee directed staff to present the briefing to full council while incorporating an enforcement plan; cost recovery analysis for Breeder’s Permit fee; and education/marketing support. The City Council was briefed on the recommended changes to Chapter 7 “Animals” of the Dallas City Code on June 18, 2008.
BACKGROUND (continued)

The proposed ordinance contains amendments which would strengthen the City’s current regulations as it relates to animals. The ordinance would require spay/neuter of dogs and cats with some exceptions; establish requirements for intact dog permits; limit the number of dogs and cats in dwelling units with no common walls; provide restrictions for tethering and confinement of animals; strengthen regulations related to dangerous dogs; restrict placement of poisonous substances accessible to domestic animals; prohibit live animals as promotions, or novelties, and establish various fees related to animal regulation.

PRIOR ACTION/REVIEW (COUNCIL, BOARDS, COMMISSIONS)

The City Council was briefed on the Recommended Changes to Chapter 7 "Animals" on June 18, 2008.

The Animal Shelter Advisory Commission's Recommended Changes to Chapter 7 "Animals" was briefed to the Quality of Life and Government Services Committee on April 28, 2008.

The Animal Shelter Advisory Commission reviewed the proposed Animal Code Revisions during their meeting on January 17, 2008.

A subcommittee of the Animal Shelter Advisory Commission held a work session to discuss possible revisions to Chapter 7 on January 3, 2008.

A subcommittee of the Animal Shelter Advisory Commission held a work session to discuss possible revisions to Chapter 7 on December 14, 2007.

FISCAL INFORMATION

No cost consideration to the City.
ORDINANCE NO.____________________

An ordinance amending Sections 7-1.1, 7-2.6, 7-2.7, 7-3.1, 7-4.2, 7-4.6, 7-4.7, 7-8.1, and Article V (composed of Sections 7-5.1 through 7-5.10) of and adding Sections 7-3.4, 7-4.9, 7-4.10, 7-4.11, and 7-7.6 to CHAPTER 7, “ANIMALS,” of the Dallas City Code, as amended; defining terms; requiring impounded dogs and cats to be spayed or neutered, at the owner’s expense, before redemption, with certain defenses; providing that ownership of an adopted dog or cat reverts to the city if it is not spayed or neutered in compliance with an adoption agreement; prohibiting tethering, except under limited circumstances and conditions; prohibiting the placement of a poisonous substance so that it is accessible to a domestic animal, with certain defenses; establishing a late fee to register a dog or cat after the date registration is required; limiting the number of dogs and cats in a dwelling unit without common walls, with certain defenses; establishing minimum confinement requirements for dogs kept outdoors; requiring all dogs and cats to be spayed or neutered, with certain defenses; providing qualifications, requirements, restrictions, and fees for the permitting of intact animals, including limiting the number of litters a female dog or cat may have per year; authorizing the director to impound a dangerous dog and order it permanently removed from the city; providing for appeals from removal orders; authorizing actions, including humane destruction, against previously determined dangerous dogs that attack or do not comply with orders of the director or the municipal court; requiring surrender of a dog ordered seized or impounded; prohibiting a person from owning a dog that has been determined dangerous in another jurisdiction, with certain defenses; prohibiting the use of a live animal as a prize, promotion, or novelty; providing a
penalty not to exceed $2,000; providing a saving clause; providing a severability clause; and providing an effective date.

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

SECTION 1. That Section 7-1.1, “Definitions,” of Article I, “General,” of CHAPTER 7, “ANIMALS,” of the Dallas City Code, as amended, is amended to read as follows:

“SEC. 7-1.1. DEFINITIONS.

In this chapter:

(1) ADOPTER means a person who adopts an animal from an animal shelter or an animal adoption agency.

(2) ADOPTION AGENCY means an animal welfare organization or animal placement group approved by the director to take impounded dogs and cats from animal services for adoption to the public.

(3) ANIMAL means any nonhuman vertebrate.

(4) ANIMAL SERVICES means the division of the department so designated by the director for the purpose of animal care and control and enforcement of this chapter.

(5) ANIMAL SERVICES OFFICER means an employee of animal services whose duty it is to enforce the provisions of this chapter.

(6) ANIMAL SHELTER means a city-owned and operated animal shelter facility established for the impoundment, quarantine, care, adoption, euthanasia, and other disposition of unwanted, stray, diseased, or vicious animals.

(7) ANIMAL WELFARE ORGANIZATION means a non-profit organization incorporated under state law and exempt from federal taxation under Section 501(c)(3) of the federal Internal Revenue Code, as amended, and whose principal purpose is the prevention of cruelty to animals and whose principal activity is to rescue sick, injured, abused, neglected, unwanted, abandoned, orphaned, lost, or displaced animals and to adopt them to good homes.

(8) AUTHORIZED REGISTRAR means a person issued written permission by the director to register dogs and cats in compliance with this chapter.

(9) CHIEF OF POLICE means the head of the police department of the city of Dallas or a designated representative.

(10) COMPETITION CAT means a pedigreed cat not used for breeding that:
(A) is of a breed recognized by and registered with an approved cat breed registry, such as the American Cat Fanciers Association, the Cat Fanciers’ Association, the International Cat Association, or any other cat breed registry approved by the director; and

(B) competes in cat shows or other competition events sponsored by an approved cat breed registry.

(11) COMPETITION DOG means a pedigreed dog not used for breeding that:

(A) is of a breed recognized by and registered with an approved dog breed registry, such as the American Kennel Club, the United Kennel Club, the American Dog Breeders Association, or any other dog breed registry approved by the director; and

(B) shows or competes in a confirmation, obedience, agility, carting, herding, protection, rally, sporting, working, or other event sponsored by an approved dog breed registry.

(12) CONVICTION means a conviction in a federal court or a court of any state or foreign nation or political subdivision of a state or foreign nation that has not been reversed, vacated, or pardoned. "Conviction" includes disposition of charges against a person by probation or deferred adjudication.

(13) CURRENTLY VACCINATED means vaccinated against rabies by a licensed veterinarian, with a rabies vaccine licensed by the U. S. Department of Agriculture, and:

(A) not more than 12 months have elapsed since the animal's most recent vaccination date, if the most recent vaccination was with a one-year rabies vaccine or was the animal's initial vaccination; or

(B) not more than 36 months have elapsed since the animal's most recent vaccination date, if the most recent vaccination was with a three-year rabies vaccine and the animal is a dog or cat that has received at least two vaccinations.

(14) DIRECTOR means the director of the department designated by the city manager to perform the duties assigned in this chapter or the director's authorized representative.

(15) DOMESTIC ANIMAL means:

(A) livestock;

(B) a dog;

(C) a cat;

(D) a ferret;
(E) any bird, other than one in the Falconiforms or Strigiforms Order, that is commonly kept as a human's companion;

(F) any "pocket pet," such as a mouse, hamster, gerbil, guinea pig, or rabbit, that is commonly kept as a human's companion;

(G) any fish, such as a goldfish or tropical fish, that is commonly kept as a human's companion; and

(H) any non-venomous and non-constrictor reptile or amphibian that is commonly kept as a human's companion.

(16) EUTHANASIA means to put an animal to death in a humane manner.

(17) FENCED YARD means an area that is completely surrounded by a substantial fence of sufficient strength, height, construction, materials, and design as to prevent:

(A) any animal confined within from escaping; or

(B) the head of a dog confined within from extending over, under, or through the fence.

(18) FERAL CAT means any homeless, wild, or untamed cat.

(19) LICENSED VETERINARIAN means a person licensed to practice veterinary medicine within the United States, or an authorized representative under that person's direct supervision.

(20) LIVESTOCK means any fowl, horse, mule, burro, ass, cattle, sheep, swine, goat, llama, emu, ostrich, or other common farm animal.

(21) MICROCHIP IMPLANT means a passive electronic device that is injected into an animal by means of a pre-packaged sterilized implanting device for purposes of identification and/or the recovery of the animal by its owner.

(22) ONE-YEAR RABIES VACCINE means a rabies vaccine labeled and licensed by the U. S. Department of Agriculture as immunizing a dog, cat, or ferret against rabies for one year.

(23) OWN means to have legal right of possession or to otherwise have care, custody, possession, or control of an animal.

(24) OWNER means any person owning or having care, custody, possession, or control of an animal.
PERMITTEE means a person issued an intact animal permit under Section 7-4.11 of this chapter.

PERSON means an individual or group of individuals acting in concert, a firm, partnership, association, corporation, or other legal entity.

PET means a domestic animal to be kept as a human's companion.

PROHIBITED ANIMAL means:

(A) a "dangerous wild animal" as that term is defined in Section 822.101 of the Texas Health and Safety Code, as amended;

(B) a margay, badger, wolf, dingo, elephant, hippopotamus, rhinoceros, non-human primate (other than a spider monkey or capuchin), crocodile, alligator, caiman, gavial, venomous amphibian or reptile, racer, boa (other than a red-tail boa), water snake, python (other than a ball python), hawk, eagle, vulture, and owl; and

(C) any hybrid of an animal listed in Paragraph (A) or (B) of this subsection (other than a dog-wolf hybrid).

PROTECTIVE CUSTODY means the holding of an animal in a city animal shelter:

(A) due to the arrest, eviction, hospitalization, or death of the animal's owner;

(B) pursuant to a court order; or

(C) at the request of a law enforcement agency.

REGULATED ANIMAL means any non-human animal other than a prohibited animal or domestic animal.

RETAIL PET STORE means a business that regularly sells animals for pet purposes to an ultimate owner. The term includes any owner, operator, agent, or employee of the business.

SERVICE ANIMAL means:

(A) any guide dog, signal dog, or other animal individually trained to do work or perform tasks for the benefit of an individual with a disability, including, but not limited to, guiding individuals with impaired vision, alerting individuals with impaired hearing to intruders or sounds, and assisting non-ambulatory persons by pulling a wheelchair or fetching dropped items; and
(B) any trained animal used by a governmental agency in police and rescue work.

(33) [30] STRAY means an unrestrained domestic animal that is outside the boundaries of the premises owned, leased, or legally occupied by the animal's owner.

(34) [31] THREE-YEAR RABIES VACCINE means a rabies vaccine labeled and licensed by the U.S. Department of Agriculture as immunizing a dog or cat against rabies for three years.”

SECTION 2. That Subsection (a) of Section 7-2.6, “Redemption of Impounded Animals,” of Article II, “Animal Services; City Animal Shelters,” of CHAPTER 7, “ANIMALS,” of the Dallas City Code, as amended, is amended to read as follows:

“(a) To redeem an impounded animal from a city animal shelter, the owner of the animal must provide proof of ownership and pay to the director the following fees:

(1) a redemption fee of:

(A) $7 for an animal delivered for impoundment to a city animal shelter by a person other than a city employee in the performance of official duties; or

(B) $27 for an animal delivered for impoundment to a city animal shelter by a city employee in the performance of official duties;

(2) $10 for each night the animal is housed in a city animal shelter;

(3) $10 for a rabies vaccination of a dog, cat, or ferret if the owner cannot show either:

(A) a current certificate of vaccination for the animal; or

(B) proof that the animal was not vaccinated due to health reasons as verified by a licensed veterinarian;

(4) the applicable registration fee for a dog or cat under Section 7-4.2, if the owner cannot show proof of current registration; [and]

(5) $15 for a microchip implant and initial national registration of a dog or cat, unless:

(A) the animal was injected with a microchip implant prior to impoundment; or
(B) a licensed veterinarian certifies that the animal should not be injected with a microchip implant for health reasons; and

(6) $60 for the sterilization of a dog or $40 for the sterilization of a cat, unless:

(A) the animal was spayed or neutered prior to impoundment;

(B) the animal is under six months of age;

(C) a licensed veterinarian certifies that the animal should not be spayed or neutered for health reasons or is permanently non-fertile;

(D) the animal is being held for sale by a retail pet store or for adoption by animal services or an animal welfare organization;

(E) the animal is a competition cat or competition dog;

(F) the animal is a service animal; or

(G) the owner of the animal has, or obtains at the time of redemption, a valid intact animal permit for the animal under Section 7-4.11 of this chapter.”

SECTION 3. That Section 7-2.7, “Adoption of Animals,” of Article II, “Animal Services; City Animal Shelters,” of CHAPTER 7, “ANIMALS,” of the Dallas City Code, as amended, is amended to read as follows:

“SEC. 7-2.7. ADOPTION OF ANIMALS.

(a) To adopt a dog or cat from animal services, the adopter shall:

(1) complete and sign an adoption application on a form provided by the director for that purpose;

(2) sign an adoption contract on a form provided by the director for that purpose, which shall include a statement that the adopter agrees that if the adopter fails to comply with a sterilization agreement under Subsection (c), the animal may be seized and impounded by the director and ownership will automatically revert to the city; and

(3) pay to the director the following fees:

(A) a non-refundable adoption fee of $85 for a dog and $55 for a cat (which includes, but is not limited to, the costs of any required vaccination, microchip implant, initial national registration, and sterilization); and
(B) the applicable registration fee for the dog or cat under Section 7-4.2, if the dog or cat is at least four months of age and the adopter resides in the city.

(b) Each dog or cat adopted from animal services will be spayed or neutered prior to release of the animal to the adopter, unless:

1. the dog or cat is under six [two] months of age; or

2. a licensed veterinarian certifies that the dog or cat should not be spayed or neutered for health reasons or is permanently non-fertile.

(c) Before an unsterilized dog or cat under the age of six [two] months will be released from animal services for adoption, the adopter must sign a sterilization agreement with the director, complying with Section 828.003 of the Texas Health and Safety Code, as amended, agreeing to:

1. have the dog or cat spayed or neutered within 30 days after the date of adoption or the date the animal attains six [three] months of age, whichever occurs last; and

2. furnish to the director, within seven days after the date of sterilization, confirmation complying with Section 828.005 of the Texas Health and Safety Code, as amended, that the animal was spayed or neutered by the completion date required in Paragraph (1) of this subsection.

(d) An adopter who signs a sterilization agreement under Subsection (c) commits an offense if he fails to:

1. have the adopted dog or cat spayed or neutered within the time period required under Subsection (c)(1); or

2. furnish confirmation of sterilization as required under Subsection (c)(2).

(e) It is a defense to prosecution under Subsection (d) if, by the seventh day after the sterilization completion date required in Subsection (c)(1), the director receives from the adopter either:

1. a letter complying with Section 828.006 of the Texas Health and Safety Code, as amended, stating that the animal is dead; or

2. a letter complying with Section 828.007 of the Texas Health and Safety Code, as amended, stating that the animal is lost or stolen.

(f) The director may refuse to release a dog or cat for adoption under any circumstances, including, but not limited to:
(1) the prospective adopter or adoption agency has previously violated a provision of this chapter or has been convicted of an animal-related crime;

(2) the prospective adopter or adoption agency has inadequate or inappropriate facilities for confining the animal and for providing proper care to the animal as required by this chapter;

(3) the prospective adoption agency has failed to sign or comply with a transfer agreement with animal services that requires the sterilization of adopted animals or other conditions imposed by the director; or

(4) the director determines that the health, safety, or welfare of the animal or of the public would be endangered.

(g) If an adopter of a dog or cat violates Subsection (d), the director may seize and impound the animal, and ownership of the animal will automatically revert to the city.”

SECTION 4. That Section 7-3.1, “Proper Restraint,” of Article III, “Care and Treatment of Animals,” of CHAPTER 7, “ANIMALS,” of the Dallas City Code, as amended, is amended to read as follows:

“SEC. 7-3.1. PROPER RESTRAINT.

(a) An owner of an animal commits an offense if he fails to restrain the animal at all times in a fenced yard, in an enclosed pen or structure, or by a tether or leash.

(b) No animal may be restrained by a tether or leash unless the animal is in the immediate possession of and accompanied by the animal's owner.

(c) It is a defense to prosecution under Subsection (a) that the animal was:

(1) a dog in an off-leash site established under Section 32-6.1 of this code; or

(2) a feral cat participating in a trap, neuter, and return program approved by the director.

(d) It is a defense to prosecution under Subsection (b) that the animal was a dog and was tethered:

(1) in a manner complying with Section 7-4.7 of this chapter; and

(2) for a reasonable period of time, not to exceed three hours in a 24-hour period, and no longer than necessary for the owner to complete a temporary task that required the dog to be restrained.”
SECTION 5. That Section 7-3.4, “Reserved,” of Article III, “Care and Treatment of Animals,” of CHAPTER 7, “ANIMALS,” of the Dallas City Code, as amended, is amended to read as follows:

“SEC. 7-3.4. **UNLAWFUL PLACEMENT OF POISONOUS SUBSTANCES [RESERVED].**

(a) In this section, POISONOUS SUBSTANCE means any chemical or synthetic substance or bait, including but not limited to antifreeze, that is deemed harmful to domestic animals.

(b) A person commits an offense if he knowingly places a poisonous substance so that it is accessible to a domestic animal.

(c) It is a defense to prosecution under Subsection (b) that the poisonous substance was placed:

1. pursuant to an animal control program under the direction of the director, the city public health officer, or the city environmental health officer; or

2. to control common rodents such as rats and mice.”

SECTION 6. That Section 7-4.2, “Registration of Dogs and Cats,” of Article IV, “Specific Requirements for Dogs and Cats,” of CHAPTER 7, “ANIMALS,” of the Dallas City Code, as amended, is amended to read as follows:

“SEC. 7-4.2. **REGISTRATION OF DOGS AND CATS.**

(a) An owner of a dog or cat commits an offense if:

1. the dog or cat is not currently registered with the city under this article;

2. the dog or cat is not wearing a collar or harness with a current registration tag issued by the director or an authorized registrar securely attached to it; or

3. the owner fails to show a current registration receipt and registration tag for the dog or cat upon request by the director or a peace officer.

(b) It is a defense to prosecution under Subsection (a) that:

1. the dog or cat was under four months of age;
(2) the dog or cat was being held for sale by a retail pet store or for adoption by animal services or an animal welfare organization; or

(3) the owner of the dog or cat has resided in the city less than 30 days.

c) To obtain a registration receipt and registration tag for a dog or cat, the owner must present the dog's or cat's current certificate of vaccination (or proof that the dog or cat was not vaccinated due to health reasons as verified by a licensed veterinarian) to the director or an authorized registrar and pay to the director or authorized registrar the annual registration fee. No refund of the annual registration fee will be made.

d) The annual registration fee is:

(1) $7 for a spayed or neutered dog or cat; and

(2) $30 for an unspayed or unneutered dog or cat; only an animal described in Section 7-4.10(b) may be registered as an unspayed or unneutered dog or cat.

e) No fee is required for the registration of a dog or cat that is:

(1) used as a service animal; or

(2) spayed or neutered and owned by and residing with a person who is over 65 years of age, except that no more than three dogs, cats, or combination of dogs and cats may be registered under this paragraph.

(f) Upon presentation of a current certificate of vaccination (or proof that the dog or cat was not vaccinated due to health reasons as verified by a licensed veterinarian) and upon payment of the appropriate registration fee or submission of proof of exemption from the fee under Subsection (e), the director or authorized registrar will issue a registration receipt and registration tag to the owner that will be valid for one year after the date of issuance. The registration tag must indicate the year of registration, whether the animal is sterilized or unsterilized, and such other information as determined by the director. [If the director does not receive an application for renewal of a registration within 45 days after the expiration of the registration, a $10 late fee will be added to the registration fee.]

(g) If the director does not receive payment of the initial registration fee for a dog or cat within 45 days after notifying the owner to register the dog or cat, a $10 late fee will be added to the registration fee. If the director does not receive an application for renewal of a registration within 45 days after the expiration of the registration, a $10 late fee will be added to the registration fee.

(h) The registration receipt and registration tag are specific to the animal for which they were issued and are not transferable to another animal.
If a registration tag is lost or mutilated, a duplicate registration tag may be purchased from the director or an authorized registrar for a fee of $5."

SECTION 7. That Section 7-4.6, “Limitation on the Number of Dogs and Cats in Dwelling Units with Common Walls,” of Article IV, “Specific Requirements for Dogs and Cats,” of CHAPTER 7, “ANIMALS,” of the Dallas City Code, as amended, is amended to read as follows:

“SEC. 7-4.6. LIMITATION ON THE NUMBER OF DOGS AND CATS IN DWELLING UNITS [WITH COMMON WALLS].

(a) In this section, DWELLING UNIT has the meaning given it in Section 51A-2.102 of the Dallas Development Code, as amended.

(b) A person commits an offense if he harbors more than four dogs, cats, or any combination of dogs and cats on the premises of a dwelling unit that shares a common wall with another dwelling unit.

(c) A person commits an offense if he harbors more than:

(1) six dogs, cats, or any combination of dogs and cats on the premises of a dwelling unit that shares no common wall with another dwelling unit and that is located on not more than one-half acre of land; or

(2) eight dogs, cats, or any combination of dogs and cats on the premises of a dwelling unit that shares no common wall with another dwelling unit and that is located on more than one-half acre of land.

(d) In determining the number of dogs or cats harbored on the premises of a dwelling unit under Subsections (b) and (c) of this section, the director shall not count any dog or cat under six months of age or any feral cat participating in a trap, neuter, and return program approved by the director.

(e) It is a defense to prosecution under Subsection (c) that:

(1) the person:

(A) was approved by the director as a foster care provider under a foster care program sponsored by animal services or an animal welfare organization;
(B) was not fostering more dogs, cats, or any combination of dogs and cats on the premises than approved by the director based on the type and size of the animals, the size of the premises, the location of the premises, the facilities located on the premises, and other factors established by the director; and

(C) had on file with the director a written document (on a form provided by the director for that purpose) authorizing the director to conduct unannounced inspections of the premises and all animals located on the premises to ensure that the person was complying with all applicable provisions of this chapter, which document must be signed and acknowledged before a notary public by the legal owner of the dwelling unit and at least one occupant of the dwelling unit who is 18 years of age or older; or

(2) the person:

(A) on June 25, 2008, was the owner of, and was harboring on the premises of the dwelling unit, more than six dogs, cats, or any combination of dogs and cats;

(B) before September 25, 2008, provided information to the director (on a form provided by the director for that purpose) relating to each dog or cat harbored on the premises of the dwelling unit;

(C) harbored no additional dogs or cats on the premises of the dwelling unit on or after June 25, 2008; and

(D) was in compliance with all other requirements of this chapter applicable to dogs and cats.”

SECTION 8. That Section 7-4.7, “Tethered Dogs,” of Article IV, “Specific Requirements for Dogs and Cats,” of CHAPTER 7, “ANIMALS,” of the Dallas City Code, as amended, is amended to read as follows:

“SEC. 7-4.7. TETHERED DOGS.

(a) An owner of a dog commits an offense if he tethers the dog or allows the dog to be tethered in any manner or by any method that:

(1) allows the dog to leave the premises owned, leased, or occupied by the dog's owner;

(2) allows the dog to become entangled; [or]

(3) does not allow the dog access to food, water, and appropriate shelter if outside; or
(4) does not meet the requirements for tethering a dog under Subsection (b) of this section.

(b) The following requirements apply to a dog tethered within the city:

(1) The dog must be properly fitted with and wearing a harness or collar made of leather or nylon.

(2) The tether must be attached to the dog’s harness or collar and not directly to the dog’s neck.

(3) The tether must be at least 10 feet long.”

SECTION 9. That Article IV, “Specific Requirements for Dogs and Cats,” of CHAPTER 7, “ANIMALS,” of the Dallas City Code, as amended, is amended by adding Section 7-4.9, “Confinement Requirements for Dogs Kept Outdoors,” to read as follows:

“SEC. 7-4.9. CONFINEMENT REQUIREMENTS FOR DOGS KEPT OUTDOORS.

(a) An owner of a dog commits an offense if the fenced yard, or other outdoor pen or structure, used as the primary living area for the dog or used as an area for the dog to regularly eat, sleep, drink, and eliminate is not:

(1) at least 150 square feet for each dog six months of age or older;

(2) designed, constructed, and composed of material sufficient to prevent the dog’s escape; and

(3) designed in a manner that provides the dog access to the inside of a doghouse, building, or shelter that meets all requirements of Subsection (b) of this section.

(b) A doghouse or other building or shelter for a dog must:

(1) have a weatherproof top, bottom, and sides;

(2) have an opening on no more than one side that allows the dog to remain dry and provides adequate shade during daylight hours to prevent overheating or discomfort to the dog;

(3) have a floor that is level and dry;
(4) be free from cracks, depressions, and rough areas that might be conducive to insects, parasites, and other pests;

(5) be of adequate size to allow the dog to stand erect with the dog’s head up, to turn around easily, and to sit and lie down in a comfortable and normal position;

(6) have sufficient clean and dry bedding material or other means of protection from the weather that will allow the dog to retain body heat when the weather is colder than what a dog of that breed and condition can comfortably tolerate;

(7) provide a suitable means for the prompt elimination of excess liquid;

(8) be structurally sound, maintained in good repair, and constructed with material that protects the dog from injury; and

(9) allow the dog easy access in and out.”

SECTION 10. That Article IV, “Specific Requirements for Dogs and Cats,” of CHAPTER 7, “ANIMALS,” of the Dallas City Code, as amended, is amended by adding Section 7-4.10, “Restrictions on Unsterilized Dogs and Cats,” to read as follows:

“SEC. 7-4.10. RESTRICTIONS ON UNSTERILIZED DOGS AND CATS.

(a) An owner of a dog or cat commits an offense if the animal is not spayed or neutered.

(b) It is a defense to prosecution under Subsection (a) that:

(1) the animal is under six months of age;

(2) a licensed veterinarian certifies that the dog or cat should not be spayed or neutered for health reasons or is permanently non-fertile;

(3) the animal is being held for sale by a retail pet store or for adoption by animal services or an animal welfare organization;

(4) the animal is a competition cat or competition dog;

(5) the animal is a service animal; or

(6) the owner holds a valid intact animal permit issued under Section 7-4.11 of this chapter for the animal.”
SECTION 11. That Article IV, “Specific Requirements for Dogs and Cats,” of CHAPTER 7, “ANIMALS,” of the Dallas City Code, as amended, is amended by adding Section 7-4.11, “Intact Animal Permit,” to read as follows:

“SEC. 7-4.11. INTACT ANIMAL PERMIT.

(a) A person commits an offense if he breeds a dog or cat without a valid intact animal permit for the dog or cat. A separate permit is required for each dog or cat that the person keeps unsterilized for breeding purposes.

(b) An intact animal permit may only be issued for a dog or cat:

(1) that is currently in compliance with the vaccination requirements of Section 7-4.1 of this chapter;

(2) that is currently in compliance with the registration requirements of Section 7-4.2 of this chapter;

(3) that is injected with a microchip implant and registered with a national registry for purposes of identification and/or recovery of the animal by its owner, unless a licensed veterinarian certifies that the dog or cat should not be injected with a microchip implant for health reasons;

(4) whose owner:

(A) is a member of a purebred dog or cat club, approved by the director, that maintains and enforces a code of ethics for breeding that includes restrictions on breeding dogs and cats with genetic defects and life threatening health problems common to the breed; or

(B) has, at the owner’s expense, satisfactorily completed a course on responsible pet ownership offered by the city or otherwise approved by the director.

(c) To obtain an intact animal permit, a person must submit an application to the director (on a form provided by the director for that purpose) and pay an annual intact animal permit fee of $70. The intact animal permit application must include:

(1) the name, address, and telephone number of the applicant;

(2) the location where the dog or cat is harbored;

(3) a description of the dog or cat.
(4) proof that the animal is qualified for an intact animal permit under Subsection (b) of this section; and

(5) any other information determined necessary by the director for the enforcement and administration of this section.

(d) An intact animal permit expires one year after the date of issuance and may be renewed by applying in accordance with Subsection (c) of this section. If the director does not receive an application for a permit renewal within 45 days after the expiration of the permit, a $10 late fee will be added to the permit fee.

(e) An intact animal permit is not transferable.

(f) A permittee commits an offense if he allows a permitted female dog or cat to have more than one litter during the permit term.

(g) It is a defense to prosecution under Subsection (f) that the permittee:

(1) received written authorization from the director under Subsection (h) of this section to allow the female dog or cat to have two litters during the permit term; and

(2) did not allow the female dog or cat to have more than the number of litters authorized by the director for the permit term.

(h) Upon request of a permittee, the director may, in writing, authorize the permittee to allow a permitted female dog or cat to have two litters during the permit term if the permittee establishes, according to regulations adopted by the director, that:

(1) having two litters during the permit term is required to:

(A) protect the health of the female dog or cat; or

(B) avert a substantial economic loss to the permittee; or

(2) previously in the permit term, the female dog’s or cat’s litter was euthanized or did not survive for other reasons.

(i) A permittee commits an offense if the permittee:

(1) allows the offspring of a female dog or cat for which he holds an intact animal permit to be sold, adopted, or otherwise transferred, regardless of compensation, before the offspring have reached at least eight weeks of age and have been vaccinated against common diseases;

(2) fails to prominently display the intact animal permit number on any advertisement by the permittee for the sale, adoption, or other transfer of any dog or cat, regardless of compensation; or
(3) sells, adopts, or otherwise transfers any dog or cat, regardless of compensation and fails to:

(A) include a statement signed by the permittee attesting to knowledge of the animal’s health and immunization history;

(B) prominently display the intact animal permit number on any sales receipt or transfer document;

(C) provide the intact animal permit number to any person who purchases, adopts, or receives any dog or cat from the permittee;

(D) provide written information regarding the vaccination, registration, and sterilization requirements of this chapter applicable to the dog or cat; or

(E) provide to the director (on a form provided by the director for that purpose) the name, address, and telephone number of the dog’s or cat’s new owner within five days after the date of the sale, adoption, or other transfer of the animal.

(i) The director shall deny or revoke an intact animal permit if the director determines that the applicant or permittee:

(1) failed to comply with any provision of this chapter; or

(2) intentionally made a false statement as to a material matter on the intact animal permit application.

(k) If the director denies or revokes an intact animal permit, the director shall notify the applicant or permittee in writing of the action and a statement of the right to an appeal. The applicant or permittee may appeal the decision of the director to the permit and license appeal board in accordance with Section 2-96 of this code. The filing of an appeal stays an action of the director in revoking the permit until the permit and license appeal board makes a final decision.”

SECTION 12. That Article V, “Dangerous Dogs,” of CHAPTER 7, “ANIMALS,” of the Dallas City Code, as amended, is amended to read as follows:

“ARTICLE V.

DANGEROUS DOGS.

SEC. 7-5.1. DEFINITIONS.

(a) Except where a term is otherwise defined in Subsection (b) of this section, the definitions contained in Subchapter D, Chapter 822 of the Texas Health and Safety Code, as amended, are incorporated into this article by reference.
(b) In this article: [s]

(1) BODILY INJURY means physical pain, illness, or any impairment of physical condition.

(2) DANGEROUS DOG means a dog that:

(A) makes an unprovoked attack on a person that causes bodily injury and occurs in a place other than an enclosure in which the dog was being kept and that was reasonably certain to prevent the dog from leaving the enclosure on its own; or

(B) commits unprovoked acts in a place other than an enclosure in which the dog was being kept and that was reasonably certain to prevent the dog from leaving the enclosure on its own, and those acts cause a person to reasonably believe that the dog will attack and cause bodily injury to that person.

(3) SERIOUS BODILY INJURY means an injury characterized by severe bite wounds or severe ripping and tearing of muscle that would cause a reasonably prudent person to seek treatment from a medical professional and would require hospitalization without regard to whether the person actually sought medical treatment.

(4) UNPROVOKED means an action by a dog that is not:

(A) [4] in response to being tormented, abused, or assaulted by any person;

(B) [2] in response to pain or injury;

(C) [3] in protection of itself or its food, kennel, immediate territory, or nursing offspring; or

(D) [4] in response to an assault or attempted assault on a person.

SEC. 7-5.2. STATE LAW; ANIMAL CONTROL AUTHORITY.

(a) The provisions of Subchapter D, Chapter 822 of the Texas Health and Safety Code, as amended, are incorporated into this article, and a violation of any provision of Subchapter D, Chapter 822 of the Texas Health and Safety Code, as amended, is an offense under this article.

(b) The director shall serve as the animal control authority for the city for purposes of administering and enforcing this article and Subchapter D, Chapter 822 of the Texas Health and Safety Code, as amended.
(c) Seizure, impoundment, and humane destruction of a dog that has caused death or serious bodily injury to a person is governed by Subchapter A, Chapter 822 of the Texas Health and Safety Code, as amended.

SEC. 7-5.3. DETERMINATION AS A DANGEROUS DOG.

(a) Upon receipt of a sworn, written complaint by any person of an incident described in Section 7-5.1(b)(2)(A) or (B) of this article, [in a form approved by the director,] the director shall investigate and conduct a hearing to determine if a dog is dangerous. The hearing must be conducted within 30 days after receipt of the complaint.

(b) The director shall provide notice of the date, time, and location of a hearing to the dog owner, either in person or by certified mail, return receipt requested, and to the complainant by regular mail. A hearing must be conducted not less than 10 days after notice has been mailed or delivered to the dog owner. At a hearing, all interested persons will be given the opportunity to present evidence on the issue of the dog's dangerousness.

(c) If a dog has caused bodily injury to any person, the director may seize and impound the dog at the owner’s expense pending the hearing and a determination of whether the dog is a dangerous dog. If the director cannot, with due diligence, locate the owner of the dog that has been seized under this subsection, the director shall impound the dog. If the owner of the dog has not been located before the 15th day after seizure and impoundment, the director may order the dog to be humanely destroyed. If, during the time the dog is impounded, the owner claims the dog, the owner shall be served with notice of a hearing as provided in Subsection (b) of this section.

(d) At the conclusion of a hearing required by this section, the director shall [either]:

(1) determine that the dog is not dangerous and, if the dog is impounded, waive any impoundment fees incurred and release the dog to its owner; [or]

(2) determine that the dog is dangerous and order the owner to comply with the requirements for ownership of a dangerous dog set forth in Section 7-5.5 of this article and in Subchapter D, Chapter 822 of the Texas Health and Safety Code, as amended, and, if the dog is impounded, release the dog to its owner after compliance with all applicable requirements of Subsection (f) of this section; or [payment of all impoundment fees required by this chapter]

(3) determine that the dog is dangerous and order the owner to permanently remove the dog from the city within a designated period of time.

(e) If a dog is determined to be dangerous, the director shall notify the dog owner, either in person or by certified mail, return receipt requested:

(1) that the dog has been determined to be a dangerous dog;
whether the dog must be permanently removed from the city and the date by which the dog must be removed;

what the owner must do to comply with requirements for ownership of a dangerous dog that is allowed to remain in the city and to reclaim the dog, if impounded; and

that the owner has a right to appeal the determination of dangerousness or any order to remove the dog from the city.

(f) An impounded dog determined by the director to be dangerous must remain impounded, or confined at a location approved by the director, and will not be released to the owner until the owner pays all fees incurred for impoundment of the dog and:

(1) if and while the dog is allowed to remain in the city, complies with all requirements for ownership of a dangerous dog set forth in this article and Subchapter D, Chapter 822 of the Texas Health and Safety Code, as amended; or

(2) if the dog is ordered permanently removed from the city, provides the director, in writing, with the street address, telephone number, and name of the person in control of the location outside of the city where the dog will be relocated or other evidence satisfactory to the director that the dog will be permanently removed from the city.

(g) If the owner of an impounded dog has not complied with Subsection (f) within 30 days after a final determination is made that an impounded dog is dangerous, the director may file a complaint in municipal court under Section 7-5.5 of this article.

SEC. 7-5.4. APPEALS [FROM DETERMINATION AS A DANGEROUS DOG].

If, under Section 7-5.3 of this article, the director determines that a dog is dangerous or orders a dangerous dog to be permanently removed from the city, that decision is final unless the dog owner files a written appeal with the municipal court within 15 days after receiving notice that the dog has been determined to be dangerous or ordered to be removed from the city. The appeal standard is a substantial evidence review and is a civil proceeding for the purpose of affirming or reversing the director's determination of dangerousness or affirming, reversing, or modifying the director's removal order. If the municipal court allows a dangerous dog to remain in the city, the court shall order that the dog owner comply with the ownership requirements set forth in Section 7-5.5 of this article and may order additional conditions for maintaining ownership of a dangerous dog in the city.

SEC. 7-5.5. REQUIREMENTS FOR OWNERSHIP OF A DANGEROUS DOG; NONCOMPLIANCE HEARING.

(a) In addition to complying with the requirements of Subchapter D, Chapter 822 of the Texas Health and Safety Code, as amended, a person shall, not later than the 30th day after learning that he is the owner of a dangerous dog:
(1) have an unsterilized dangerous dog spayed or neutered;

(2) register the dangerous dog with the director and pay to the director a dangerous dog registration fee of $50;

(3) restrain the dangerous dog at all times on a leash in the immediate control of a person or in a secure enclosure;

(4) obtain liability insurance coverage or show financial responsibility in an amount of at least $100,000 to cover damages resulting from an attack by the dangerous dog causing bodily injury to a person and provide proof of the required liability insurance coverage or financial responsibility to the director;

(5) place and maintain on the dangerous dog a collar or harness with a current dangerous dog registration tag securely attached to it;

(6) have the dangerous dog injected with a microchip implant and registered with a national registry for dogs; and

(7) post a sign at each entrance to the enclosure in which the dangerous dog is confined stating "BEWARE DANGEROUS DOG."

(b) The owner of a dangerous dog shall renew registration of the dangerous dog with the director annually and pay an annual dangerous dog registration fee to the director of $50.

(c) The owner of a dangerous dog who does not comply with Subsection (a) shall deliver the dog to the director not later than the 30th day after learning that the animal is dangerous.

(d) The owner of a dangerous dog that has been ordered removed from the city shall relocate the dog to a place outside of the city within the time designated in the order. Within five days after the expiration of the time ordered for the dog’s removal, the owner shall provide the director with proof of the removal and relocation, or other disposition, of the dog. Such proof must include the owner’s written sworn affidavit stating:

(1) that the dog is no longer located in the city; and

(2) the name, street address, and telephone number of the person outside of the city in possession of the dog or the details of any other disposition of the dog.

(e) Upon receipt of a sworn, written complaint by any person that the owner of a previously determined dangerous dog has failed to comply with Subsection (a) of this section or has failed to remove the dog from the city as required by order of the director or the municipal court, the municipal court shall conduct a hearing to determine whether the owner is in compliance with Subsection (a) or with an order of removal, whichever applies. The hearing
must be conducted within 30 days after receipt of the complaint, but, if the dog is already impounded, not later than 10 days after the date on which the dog was seized or delivered. The municipal court shall provide, either in person or by mail, written notice of the date, time, and location of the hearing to the dog owner and to the complainant. Any interested person may present evidence at the hearing.

(f) At the conclusion of the hearing, the municipal court shall:

(1) find that the owner of a dangerous dog is in compliance with Subsection (a) of this section or with an order of removal, whichever applies, and, if the dog is impounded, order the director to waive any impoundment fees incurred and release the dog to its owner; or

(2) find that the owner of a dangerous dog is not in compliance with Subsection (a) of this section or with an order of removal, whichever applies, and order the director to seize and impound the dog (if the dog is not already impounded) and to:

(A) humanely destroy the dog if the director determines that the owner has not complied with Subsection (a) of this section by the 11\textsuperscript{th} day after the date the municipal court issues an order under this subsection or the dog is seized and impounded, whichever occurs later, or release the dog to the owner if the director determines that the owner has complied with Subsection (a) before the 11\textsuperscript{th} day;

(B) release the dog to the owner if the director determines that the owner will permanently remove the dog from the city before the 11\textsuperscript{th} day after the date the municipal court issues an order under this subsection or the dog is seized and impounded, whichever occurs later, and reseize, impound, and humanely destroy the dog if the owner has not permanently removed the dog from the city by the 11\textsuperscript{th} day; or

(C) humanely destroy the dog if:

(i) the director determines that the owner will not comply with Subsection (a) of this section by the 11\textsuperscript{th} day after the date the municipal court issues an order under this subsection or the dog is seized and impounded, whichever occurs later;

(ii) the director determines that the owner will not permanently remove the dog from the city before the 11\textsuperscript{th} day after the date the municipal court issues an order under this subsection or the dog is seized and impounded, whichever occurs later; or

(iii) the owner of the dog cannot be located before the 15\textsuperscript{th} day after the date the municipal court issues an order under this subsection or the dog is seized and impounded, whichever occurs later.

(g) The owner of the dangerous dog is responsible for all costs of seizure, acceptance, and impoundment, and all costs must be paid before the dog will be released to the owner.
SEC. 7-5.6  ATTACKS BY DANGEROUS DOG; HEARING

(a) If a previously determined dangerous dog commits an act described in Section 7-5.1(b)(2)(A) or (B) of this article, the director may seize and impound the dangerous dog at the owner’s expense pending a hearing before the municipal court in accordance with this section.

(b) Upon receipt of a sworn, written complaint by any person of an incident described in Section 7-5.1(b)(2)(A) or (B) of this article, the municipal court shall conduct a hearing to determine whether a dangerous dog committed an act described in Section 7-5.1(b)(2)(A) or (B) of this article. The hearing must be conducted within 30 days after receipt of the complaint, but, if the dog is already impounded, not later than 10 days after the date on which the dog was seized or delivered. The municipal court shall provide, either in person or by mail, written notice of the date, time, and location of the hearing to the dog owner and the complainant. Any interested person may present evidence at the hearing.

(c) At the conclusion of the hearing, the municipal court shall:

(1) find that the dangerous dog did not commit an act described in Section 7-5.1(b)(2)(A) or (B) of this article, and, if the dog is impounded, order the director to waive any impoundment fees incurred and release the dog to its owner;

(2) find that the dangerous dog did commit an act described in Section 7-5.1(b)(2)(A) or (B) of this article, and order the director to seize and impound the dog (if the dog is not already impounded) and to:

   (A) humanely destroy the dog;

   (B) humanely destroy the dog if the director determines that the owner has not complied with Section 7-5.5(a) within a period of time designated by the court, or release the dog to the owner if the director determines that the owner has complied with Section 7-5.5(a) within the designated period of time;

   (C) release the dog to the owner if the director determines that the owner will permanently remove the dog from the city within a period of time designated by the court and reseize, impound, and humanely destroy the dog if the owner has not permanently removed the dog from the city within the designated period of time; or

   (D) humanely destroy the dog if the owner of the dog has not been located before the 15th day after the municipal court issues an order under this subsection or the dog is seized and impounded, whichever occurs later.

(d) The owner of a dangerous dog is responsible for all costs of seizure, acceptance, and impoundment, and all costs must be paid before the dog will be released to the owner.
SEC. 7-5.7 PROHIBITION ON OWNING A DOG DETERMINED DANGEROUS BY ANOTHER JURISDICTION.

(a) A person commits an offense if he owns a dog in the city that has been determined to be a dangerous dog by any other jurisdiction.

(b) It is a defense to prosecution under Subsection (a) that the person owned the dog in the city on June 25, 2008.

SEC. 7-5.8. SURRENDER OF A DANGEROUS DOG.

A person who owns a dog that has been ordered to be seized or impounded under this article commits an offense if the person does not surrender the dog to the director within the time period ordered by the director or the municipal court, whichever applies.

SEC. 7-5.9. DANGEROUS DOG OWNED OR HARBORDED BY MINOR.

If the owner of a dangerous dog is a minor, the parent or guardian of the minor is liable for all injuries sustained by any person or another animal in an unprovoked attack by the dog.

SEC. 7-5.10. DEFENSES.

Any defense to prosecution under Subchapter D, Chapter 822 of the Texas Health and Safety Code, as amended, is a defense to prosecution for a violation under this article.”

SECTION 13. That Article VII, “Miscellaneous,” of CHAPTER 7, “ANIMALS,” of the Dallas City Code, as amended, is amended by adding Section 7-7.6, “Animals as Prizes, Promotions, and Novelties,” to read as follows:

“SEC. 7-7.6. ANIMALS AS PRIZES, PROMOTIONS, AND NOVELTIES.

A person commits an offense if he sells, exchanges, raffles, auctions, or gives away or offers to sell, exchange, raffle, auction, or give away any live animal as:

(1) a prize;

(2) an inducement to enter a place of amusement or a business establishment; or

(3) an inducement to participate in a charitable fund-raising event.”
SECTION 14. That Section 7-8.1, “Violations; Criminal and Civil Penalties,” of Article VIII, “Violations, Penalties, and Enforcement,” of CHAPTER 7, “ANIMALS,” of the Dallas City Code, as amended, is amended to read as follows:

“SEC. 7-8.1. VIOLATIONS; CRIMINAL AND CIVIL PENALTIES.

(a) A person who violates a provision of this chapter, or who fails to perform an act required of him by this chapter, commits an offense.

(b) A person violating a provision of this chapter commits a separate offense for each day or part of a day during which a violation is committed, continued, or permitted.

(c) The culpable mental state required for the commission of an offense under this chapter is governed by Section 1-5.1 of this code [unless the provision defining the conduct expressly requires a culpable mental state].

(d) Unless specifically provided otherwise in this chapter, an offense under this chapter is punishable by a fine not to exceed:

(1) $2,000 if the provision violated governs public health or sanitation;

(2) the amount fixed by state law if the violation is one for which the state has fixed a fine; or

(3) $500 for all other offenses.

(e) Unless specifically provided otherwise in this chapter or by state law, an offense under this chapter is punishable by a fine of not less than:

(1) $50 for a first conviction of a violation of Section 7-2.6(f), 7-2.7(d), 7-3.1, 7-4.2(a), 7-4.5, 7-4.6, 7-4.8, 7-7.2, or 7-7.4(a).

(2) $100 for a first conviction of a violation of Section 7-3.3, 7-4.1(a), 7-4.7, 7-4.10, 7-7.3, or 7-7.5(a); and

(3) $150 for a first conviction of a violation of Section 7-2.4(b), 7-3.2, 7-4.3(e), 7-4.11, 7-6.1, 7-6.2, or 7-7.1.

(f) The minimum fines established in Subsection (e) will be doubled for the second conviction of the same offense within any 24-month period and trebled for the third and subsequent convictions of the same offense within any 24-month period. At no time may the minimum fine exceed the maximum fine established in Subsection (d).
(g) Prosecution for an offense under Subsection (a) does not prevent the use of civil enforcement remedies or procedures applicable to the person charged with or the conduct involved in the offense.

(h) In addition to imposing a criminal penalty, the city may, in accordance with Section 54.012(5) of the Texas Local Government Code, bring a civil action against a person violating a provision of this chapter. The civil action may include, but is not limited to, a suit to recover a civil penalty pursuant to Section 54.017 of the Texas Local Government Code not to exceed $1,000 for each day or portion of a day during which each violation is committed, continued, or permitted.”

SECTION 15. That CHAPTER 7 of the Dallas City Code, as amended, will remain in full force and effect, save and except as amended by this ordinance. Any proceeding, civil or criminal, based upon events that occurred prior to the effective date of this ordinance are saved, and the former law is continued in effect for that purpose.

SECTION 16. That the terms and provisions of this ordinance are severable and are governed by Section 1-4 of CHAPTER 1 of the Dallas City Code, as amended.

SECTION 17. That this ordinance will take effect on July 1, 2008, except that Section 7-4.9 (confinement requirements for dogs kept outdoors) of the Dallas City Code, as set forth in this ordinance, will take effect on September 25, 2008, and Section 7-4.10 (restrictions on unsterilized dogs and cats) and Section 7-4.11 (intact animal permits) of the Dallas City Code, as set forth in this ordinance, will take effect on October 25, 2008, and it is accordingly so ordained.

APPROVED AS TO FORM:

THOMAS P. PERKINS, JR., City Attorney

By ________________________________
   Assistant City Attorney

Passed ________________________________

RM/DCC/000010
**KEY FOCUS AREA:** Economic Vibrancy  
**AGENDA DATE:** June 25, 2008  
**COUNCIL DISTRICT(S):** 4  
**DEPARTMENT:** Department of Development Services  
**CMO:** A. C. Gonzalez, 671-8925  
**MAPSCO:** 55 B F

**SUBJECT**

A public hearing to receive comments regarding an application for and an ordinance granting an MU-1 Mixed Use District on property zoned an LI Light Industrial District on the west side of Fran Way, north of Avenue B  
Recommendation of Staff and CPC: Approval  
Z078-210(MAW)
HONORABLE MAYOR & CITY COUNCIL  
WEDNESDAY, JUNE 25, 2008  
ACM: A. C. Gonzalez

FILE NUMBER: Z078-210 (MAW)  
DATE FILED: April 3, 2007

LOCATION: West side of Fran Way, north of Avenue B

COUNCIL DISTRICT: 4  
MAPSCO: 55F, 55B

SIZE OF REQUEST: ±7.014 acres  
CENSUS TRACT: 49

REPRESENTATIVE: Joseph Agumadu

APPLICANT/OWNER: SDC Fiji Senior, LP

REQUEST: An application for an MU-1 Mixed District on property zoned an LI Light Industrial District.

SUMMARY: The applicant proposes a 130-unit multifamily residential project for seniors.

CPC RECOMMENDATION: Approval

STAFF RECOMMENDATION: Approval
BACKGROUND INFORMATION:

- The 7.0141-acre request site is currently developed with a 74,000-square foot vacant industrial building previously occupied by the Rock Ten Paper Mill.

- The request site is surrounded by undeveloped property and DART rail line to the north; retail, single family residential, a church and undeveloped property to the east and undeveloped property to the south and west.

- On June 27, 2007, the City Council authorized a loan to SDC Fiji Senior, L.P., a single asset entity, for the acquisition, demolition, and eligible soft costs, associated with the construction of a 130-unit multifamily residential development for seniors located at the request site. The $1,200,000 financing was allotted from 2006-07 Community Development Grant Reprogramming Funds.

- The senior housing project is a component of the proposed Corinth Street Corridor redevelopment effort, which will also include townhouses and duplexes, as well as ground floor retail with upper residential uses along Corinth Street.

Zoning History:

1. Z034-304:

On Thursday, October 7, 2004, the City Plan Commission recommended denial of a Specific Use Permit for a Community Service Center on property zoned an R-5(A) Single Family District located on the west side of Corinth Street, south of Avenue B. The applicant did not appeal to the City Council.

Thoroughfares/Streets:

<table>
<thead>
<tr>
<th>Thoroughfare/Street</th>
<th>Type</th>
<th>Existing ROW</th>
</tr>
</thead>
<tbody>
<tr>
<td>Fran Way/Avenue C</td>
<td>Minor Arterial</td>
<td>40 feet</td>
</tr>
</tbody>
</table>

Land Use:

<table>
<thead>
<tr>
<th>Site</th>
<th>Zoning</th>
<th>Land Use</th>
</tr>
</thead>
<tbody>
<tr>
<td>Site</td>
<td>LI</td>
<td>Vacant industrial building</td>
</tr>
<tr>
<td>North</td>
<td>LI</td>
<td>Undeveloped; DART rail line</td>
</tr>
<tr>
<td>East</td>
<td>TH-3; CR; R-5(A)</td>
<td>Retail; single family residential; church; undeveloped</td>
</tr>
<tr>
<td>South</td>
<td>MF-2</td>
<td>Undeveloped</td>
</tr>
<tr>
<td>West</td>
<td>LI</td>
<td>Undeveloped</td>
</tr>
</tbody>
</table>
STAFF ANALYSIS:

Comprehensive Plan:

The subject site is identified as being within an Urban Neighborhood on the forwardDallas! Vision Illustration, adopted June 2006.

Urban neighborhoods are predominantly residential, but are distinguished from other neighborhoods by the wide variety of housing options they provide and easy access to public transit. These neighborhoods will have concentrations of shops and offices along key corridors or at key intersections, providing important services and job opportunities within walking distance of residents.

The applicant’s proposal to provide a higher density residential in this area of the City is consistent with the forwardDallas! Vision and further complies with the following goals and policies of the Comprehensive Plan.

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.

The proposed multifamily residential project for seniors is consistent with this desired development pattern identified on the forwardDallas! Vision Illustration.

GOAL 1.3 PROVIDE EQUITABLE OPPORTUNITIES FOR DALLAS RESIDENTS

Policy 1.3.1 Create housing opportunities throughout Dallas.

The proposed multifamily project for seniors will create additional housing opportunities in south Dallas.

ECONOMIC ELEMENT

GOAL 2.2: ENGAGE IN STRATEGIC ECONOMIC DEVELOPMENT

Policy 2.2.2: Maximize development opportunities around DART stations.

HOUSING

GOAL 3.2 Answer the need for housing options.

Policy 3.2.2 Encourage higher density housing within a quarter-mile of DART stations.

The request site is located within ¼ mile of the 8th and Corinth Streets DART station.
URBAN DESIGN ELEMENT

GOAL 5.3 ESTABLISHING WALK-TO CONVENIENCE

Policy 5.3.1 Encourage a balance of land uses within walking distance of each other.

The proposed multifamily project for seniors will be located within walking distance of future retail uses planned for the area.

ENVIRONMENT ELEMENT

GOAL 6.3 IMPROVE ENERGY EFFICIENCY AND AIR QUALITY

Policy 6.3.3 Limit vehicle miles traveled.

Ideally, by encouraging a mix of land uses within walking distance of each other, auto dependency will be decreased.

Area Plan:

The request site is within the boundaries of the Tenth Street Land Use Study, approved by City Council on August 26, 1999. The scope of Study for the project included the following:

(1) A review of land use, zoning, housing and other quality of life factors perceived to have impeded growth and development within the Tenth Street community.

(2) Development of a “housing model” to encourage restoration of the Tenth Street Historic District.

Specifically, the request site is within Subarea No. 3, “The Heights”. At the time of the study, it was determined that, within Subarea No. 3, existing land uses were consistent with the zoning with the exception of the areas zoned IR Industrial Research, LI Light Industrial and RR Regional Retail which were developed with residential uses. The study recommended that future development in those zoning districts consider existing residential uses. Development of the subject site with a 130-unit multifamily residential project for seniors complies with this recommendation of the Study.

Land Use Compatibility:

The 7.0141-acre request site is zoned an LI Light Industrial District and is currently developed with a 74,000-square foot vacant industrial building previously occupied by the Rock Ten Paper Mill. The request site is surrounded by undeveloped property, single family residential and a church and is adjacent to a DART rail line.
The proposed MU-1 District allows for the development of moderate density retail, office, and residential uses. The MU-1 District is designed to encourage a mixture of these uses on single or continuous building sites. While only a single residential use is proposed for the request site, the surrounding area is anticipated to undergo phased redevelopment with a mix of housing types which will include ground floor retail and upper residential uses along Corinth Street.

The 8th and Corinth Streets DART station is located approximately a quarter (1/4) mile of the request site. Consistent with the principles of transit oriented development, a quarter (1/4) mile is typically considered a comfortable walking distance for most people. The site’s proximity to a DART station will pose the opportunity for residents to take advantage of public transit opportunities.

**Development Standards:**

<table>
<thead>
<tr>
<th>DISTRICT</th>
<th>SETBACKS</th>
<th>Density FAR</th>
<th>Height</th>
<th>Lot Coverage</th>
<th>Special Standards</th>
<th>Primary Uses</th>
</tr>
</thead>
<tbody>
<tr>
<td>Existing: LI</td>
<td>15' 30' adjacent to residential</td>
<td>1.0 FAR overall 0.75 office/retail 0.5 retail 70' 5 stories 80%</td>
<td>RPS Visual Intrusion</td>
<td>Industrial, wholesale distribution &amp; storage, supporting office &amp; retail</td>
<td></td>
<td></td>
</tr>
<tr>
<td>Proposed: MU-1</td>
<td>15' 20' adjacent to residential</td>
<td>0.8 FAR base 1.0 FAR maximum + bonus for residential 90' 7 stories 120' 9 stories with retail 80%</td>
<td>Proximity Slope U-form setback Tower spacing Visual Intrusion</td>
<td>Office, retail &amp; personal service, lodging, residential</td>
<td></td>
<td></td>
</tr>
</tbody>
</table>

**Traffic:**

The Engineering Section of the Building Inspection Division of the Department of Development Services has reviewed the requested amendment and determined that it will not significantly impact the surrounding roadway system.

**Parking:**

Pursuant to §51A-4.209 of the Dallas Development Code, the required off-street parking for a multifamily use is one (1) space for each 500 square feet of dwelling unit floor area within the building site. Not less than one (1) space nor more than two (2) spaces are required for each dwelling unit in a multifamily structure over 36 feet in height.

Based on the conceptual site plan provided by the applicant, the proposed 130-unit multifamily residential project for seniors will require 224 spaces, which will be provided on site.

**Landscaping:**

Landscaping must be provided in accordance to Article X of the Dallas Development Code.
CPC ACTION: June 12, 2008

Motion: It was moved to recommend approval of a MU-1 Mixed Use District, subject to conditions on property zoned an LI Light Industrial District on the west side of Fran Way, north of Avenue B.

Maker: Weiss  
Second: Davis  
Result: Carried: 14 to 0  

For: 14 - Prothro, Strater, Gary, Davis, Rodgers, Lozano, Bagley, Jones-Dodd, Weiss, Lueder, Wolfish, Ekblad, Emmons, Alcantar  

Against: 0  
Absent: 1 - Buehler  
Vacancy: 0

Notices: Area: 400  
Replies: For: 4  
Speakers: None

Mailed: 55  
Against: 0
List of Partners/Principals/Officers:

Owner/Applicant: SDC Fiji Senior, L.P.

Joseph Agumadu, Manager
Jay O. Oji, Partner
55 PROPERTY OWNERS NOTIFIED
4 REPLIES IN FAVOR
0 REPLIES IN OPPOSITION
400' AREA OF NOTIFICATION
06-12-08 CPC DATE

The number '0' indicates City of Dallas Ownership
The letter 'N' indicates No Information Available

NOTIFICATION

1:3,600

Map no: L-7
Case no: Z078-210 MAW

DATE: 05/16/2008
GIS TECHNICIAN: KRua
# Notification List of Property Owners

**Z078-210**

55 Property Owners Notified

<table>
<thead>
<tr>
<th>Label #</th>
<th>Address</th>
<th>Owner</th>
</tr>
</thead>
<tbody>
<tr>
<td>1</td>
<td>201 FRAN</td>
<td>ROCK TENN CONVERTING CO</td>
</tr>
<tr>
<td>2</td>
<td>307 MOORE</td>
<td>HUNT IRENE R &amp;</td>
</tr>
<tr>
<td>3</td>
<td>415 AVE A</td>
<td>CROOMES CECIL EST OF</td>
</tr>
<tr>
<td>4</td>
<td>411 AVE A</td>
<td>DURIN PROPERTIES LP</td>
</tr>
<tr>
<td>5</td>
<td>409 AVE A</td>
<td>SMITH JOSEPHINE ESTES</td>
</tr>
<tr>
<td>6</td>
<td>407 AVE A</td>
<td>MCINTOSH WILHEMENA</td>
</tr>
<tr>
<td>7</td>
<td>401 AVE A</td>
<td>BURTON LOIS</td>
</tr>
<tr>
<td>8</td>
<td>1502 AVE B</td>
<td>CEDAR CREST CHURCH OF</td>
</tr>
<tr>
<td>9</td>
<td>301 CORINTH ST</td>
<td>CEDAR CREST CHURCH OF</td>
</tr>
<tr>
<td>10</td>
<td>200 FRAN</td>
<td>LIBERTY BAPTIST CHURCH</td>
</tr>
<tr>
<td>11</td>
<td>229 AVE A</td>
<td>BLACK ESTELLA ESTATE</td>
</tr>
<tr>
<td>12</td>
<td>215 CORINTH ST</td>
<td>POUNDERS YVONNE</td>
</tr>
<tr>
<td>13</td>
<td>201 CORINTH ST</td>
<td>REEVES GEORGE M ET AL</td>
</tr>
<tr>
<td>14</td>
<td>191 CORINTH ST</td>
<td>BALLAS VICTOR</td>
</tr>
<tr>
<td>15</td>
<td>301 CORINTH ST</td>
<td>POUNDERS YVONNE</td>
</tr>
<tr>
<td>16</td>
<td>1581 AVE B</td>
<td>WILLIAMS N J</td>
</tr>
<tr>
<td>17</td>
<td>327 CORINTH ST</td>
<td>EMMETT ROSS A</td>
</tr>
<tr>
<td>18</td>
<td>311 CORINTH ST</td>
<td>POUNDERS YVONNE</td>
</tr>
<tr>
<td>19</td>
<td>6 CORINTH</td>
<td>POUNDERS YVONNE</td>
</tr>
<tr>
<td>20</td>
<td>331 AVE A</td>
<td>DALLAS HOUSING</td>
</tr>
<tr>
<td>21</td>
<td>327 AVE A</td>
<td>CANAS JUAN &amp; GLORIA</td>
</tr>
<tr>
<td>22</td>
<td>323 AVE A</td>
<td>HIGGS J H &amp; M LILLA</td>
</tr>
<tr>
<td>23</td>
<td>319 AVE A</td>
<td>MARTINEZ JOSE &amp; PILAR</td>
</tr>
<tr>
<td>24</td>
<td>315 AVE A</td>
<td>DICKERSON B W</td>
</tr>
<tr>
<td>25</td>
<td>307 AVE A</td>
<td>STEELE RODERIC M</td>
</tr>
<tr>
<td>26</td>
<td>303 AVE A</td>
<td>CHEATHAM JAMES M &amp; IDA B</td>
</tr>
<tr>
<td>27</td>
<td>316 CORINTH ST</td>
<td>ENGLISH WANDA</td>
</tr>
<tr>
<td>28</td>
<td>302 CORINTH ST</td>
<td>POUNDERS YVONNE</td>
</tr>
<tr>
<td>29</td>
<td>1601 AVE D</td>
<td>DELAGARZA DAVID</td>
</tr>
<tr>
<td>30</td>
<td>260 CORINTH ST</td>
<td>BLACKMAN JOHN B &amp;</td>
</tr>
<tr>
<td>31</td>
<td>224 CORINTH ST</td>
<td>BLACKMAN JOHN B &amp;</td>
</tr>
<tr>
<td></td>
<td>Street Address</td>
<td>Company/Service Provider</td>
</tr>
<tr>
<td>---</td>
<td>----------------</td>
<td>-------------------------</td>
</tr>
<tr>
<td>32</td>
<td>218 CORINTH ST</td>
<td>MCDONALD BETTY SUE</td>
</tr>
<tr>
<td>33</td>
<td>1615 11TH</td>
<td>MCCOMBS PHYLLIS R</td>
</tr>
<tr>
<td>34</td>
<td>4398 MOORE</td>
<td>DALLAS AREA RAPID TRANSIT</td>
</tr>
<tr>
<td>35</td>
<td>500 MOORE</td>
<td>DALLAS AREA RAPID TRANSIT</td>
</tr>
<tr>
<td>36</td>
<td>400 MOORE</td>
<td>DALLAS AREA RAPID TRANSIT</td>
</tr>
<tr>
<td>37</td>
<td>422 MOORE</td>
<td>DALLAS AREA RAPID TRANSIT</td>
</tr>
<tr>
<td>38</td>
<td>1421 COMPTON</td>
<td>TEXAS UTILITIES ELEC CO</td>
</tr>
<tr>
<td>39</td>
<td>1515 COMPTON</td>
<td>DALLAS AREA RAPID TRANSIT</td>
</tr>
<tr>
<td>40</td>
<td>1515 COMPTON</td>
<td>DALLAS AREA RAPID TRANSIT</td>
</tr>
<tr>
<td>41</td>
<td>1515 COMPTON</td>
<td>DALLAS AREA RAPID TRANSIT</td>
</tr>
<tr>
<td>42</td>
<td>4524 CLARENDON</td>
<td>DALLAS AREA RAPID TRANSIT</td>
</tr>
<tr>
<td>43</td>
<td>119 CORINTH ST</td>
<td>TEXAS UTILITIES ELEC CO</td>
</tr>
<tr>
<td>44</td>
<td>117 CORINTH</td>
<td>MCDONALD D D</td>
</tr>
<tr>
<td>45</td>
<td>214 MOORE</td>
<td>TEXAS UTILITIES ELEC CO</td>
</tr>
<tr>
<td>46</td>
<td>1400 CLARENDON</td>
<td>TEXAS UTILITIES ELEC CO</td>
</tr>
<tr>
<td>47</td>
<td>1400 CLARENDON</td>
<td>TEXAS UTILITIES ELEC CO</td>
</tr>
<tr>
<td>48</td>
<td>117 CORINTH ST</td>
<td>TEXAS UTILITIES ELEC CO</td>
</tr>
<tr>
<td>49</td>
<td>105 CORINTH ST</td>
<td>CLARK L MARK</td>
</tr>
<tr>
<td>50</td>
<td>109 CORINTH ST</td>
<td>FIELDS KATHRYN</td>
</tr>
<tr>
<td>51</td>
<td>1524 CLARENDON</td>
<td>WHITE GERALD ET AL</td>
</tr>
<tr>
<td>52</td>
<td>1526 CLARENDON</td>
<td>WHITE GERALD W ET AL</td>
</tr>
<tr>
<td>53</td>
<td>1803 8TH</td>
<td>DALLAS AREA RAPID TRANSIT</td>
</tr>
<tr>
<td>54</td>
<td>555 2ND</td>
<td>DART</td>
</tr>
<tr>
<td>55</td>
<td>403 REUNION</td>
<td>DALLAS AREA RAPID TRANSIT</td>
</tr>
<tr>
<td>Name</td>
<td>Address</td>
<td>Name</td>
</tr>
<tr>
<td>--------------------------</td>
<td>----------------------------------------------</td>
<td>--------------------------</td>
</tr>
<tr>
<td>Al Romero</td>
<td>PO Box 870875 Mesquite, TX 75150</td>
<td>Anthony Jones</td>
</tr>
<tr>
<td>Bill Dahlstrom</td>
<td>901 Main St., Ste 6000 Dallas, TX 75202</td>
<td>Bridge Ballowe c/o Nextel</td>
</tr>
<tr>
<td>Clarence F Cope</td>
<td>10404 Ferndale Dallas, TX 75238</td>
<td>Jane Guerrini</td>
</tr>
<tr>
<td>Leanne Witek</td>
<td>16660 N Dallas Pkwy #1200 Dallas, TX 75248</td>
<td>Marcus Wood</td>
</tr>
<tr>
<td>Rob Baldwin</td>
<td>401 Exposition Dallas, TX 75226</td>
<td>Robert P. Garza</td>
</tr>
<tr>
<td>Steve Craft</td>
<td>P O Box 542225 Dallas, TX 75354</td>
<td>Steve Kim</td>
</tr>
<tr>
<td>Am. Metro/Study Corp</td>
<td>Marque Nelson 14881 Quorum Dr #400 Dallas, TX 75240</td>
<td>Arboritological Services, Inc. Bill Seaman 16 Steel Rd. Wylie, TX 75098</td>
</tr>
<tr>
<td>Dallas ISD</td>
<td>Stan Armstrong 3700 Ross Ave, Box 61 Dallas, TX 75204</td>
<td>Dallas Planning Asoc Stuart Pully P O Box 781609 Dallas, TX 75378</td>
</tr>
<tr>
<td>INCAP Fund</td>
<td>Lauren Odell 300 Crescent Court Dallas, TX 75208</td>
<td>Jackson Walker Suzan Kedron 901 Main St. #6000 Dallas, TX 75202</td>
</tr>
<tr>
<td>Name</td>
<td>Address</td>
<td>City, State, ZIP</td>
</tr>
<tr>
<td>-----------------------------</td>
<td>--------------------------------</td>
<td>-----------------</td>
</tr>
<tr>
<td>Kiestwood Neighbors</td>
<td>Neoma Shafer, 2538 W Kiest Blvd</td>
<td>Dallas, TX 75233</td>
</tr>
<tr>
<td>Koons Real Estate Law</td>
<td>James Schnurr, 3400 Carlisle St #400</td>
<td>Dallas, TX 75204</td>
</tr>
<tr>
<td>Lake Highlands AIA</td>
<td>Terri Woods, 9603 Rocky Branch Drive</td>
<td>Dallas, TX 75243</td>
</tr>
<tr>
<td>Law Office of R Albright</td>
<td>Roger Albright, 3301 Elm St</td>
<td>Dallas, TX 75226</td>
</tr>
<tr>
<td>Master Plan</td>
<td>J Kimborough, 900 Jackson St</td>
<td>Dallas, TX 75202</td>
</tr>
<tr>
<td>MetroStudy Corp</td>
<td>Rebecca Webb, 14881 Quorum Dr #400</td>
<td>Dallas, TX 75254</td>
</tr>
<tr>
<td>Micheal R Coker Co</td>
<td>Michael R Coker, 2700 Swiss Ave. #100</td>
<td>Dallas, TX 75209</td>
</tr>
<tr>
<td>Minyards Properties Inc</td>
<td>Dennis O'Malley, 777 Freeport Pkwy</td>
<td>Coppell, TX 75019</td>
</tr>
<tr>
<td>N Pk Lovefied Comm Civic League</td>
<td>Joyce Lockley, 4718 Wateka Dr.</td>
<td>Dallas, TX 75209</td>
</tr>
<tr>
<td>Oak Cliff Chamber</td>
<td>Joe Burkleo, 545 Lacewood Drive</td>
<td>Dallas, TX 75224</td>
</tr>
<tr>
<td>PARC DU LAC</td>
<td>Linda Sharp, 12126 Vendome Place</td>
<td>Dallas, TX 75230</td>
</tr>
<tr>
<td>PWS Architects Inc.</td>
<td>Phillip Shepherd, 4616 Abbott Ave</td>
<td>Dallas, TX 75205</td>
</tr>
<tr>
<td>Quick Trip Co</td>
<td>Teri Dorazil, 14450 Trinity Blvd. #300</td>
<td>Fort Worth, TX 76155</td>
</tr>
<tr>
<td>Robert Reeves &amp; Assoc. Inc.</td>
<td>Robert Reeves, 900 Jackson St, Suite 160</td>
<td>Dallas, TX 75202</td>
</tr>
<tr>
<td>Signs Manufacturing</td>
<td>William Watson, 4610 Mint Way</td>
<td>Dallas, TX 75236</td>
</tr>
<tr>
<td>United HOA</td>
<td>Norma Parry, 1515 Reynaldston Ln.</td>
<td>Dallas, TX 75232</td>
</tr>
<tr>
<td>United HOA</td>
<td>Thelma J. Norman, 2628 Blackstone Dr.</td>
<td>Dallas, TX 75237</td>
</tr>
<tr>
<td>BSEAT</td>
<td>Allen McGill, P O Box 41561</td>
<td>Dallas, TX 75241</td>
</tr>
<tr>
<td>Cedar Crest NA</td>
<td>Burl D Ridge, 1935 Cedar Crest Blvd</td>
<td>Dallas, TX 75203</td>
</tr>
<tr>
<td>Cedar Crest Village</td>
<td>Nathaniel Washington, 1577 N Atoll Drive</td>
<td>Dallas, TX 75216</td>
</tr>
<tr>
<td>Cedar Crest Village</td>
<td>Ninette McDonald, 521 W 8th Street</td>
<td>Dallas, TX 75208</td>
</tr>
<tr>
<td>Cedar Crest Village</td>
<td>Dwain T Haxel, P O Box 1404</td>
<td>DeSoto, TX 75123</td>
</tr>
<tr>
<td>Cedar Crest Village</td>
<td>Tom Wattle, 1626 Kent St</td>
<td>Dallas, TX 75203</td>
</tr>
<tr>
<td>Cedar Crest Village</td>
<td>Kimball United, P O Box 50051</td>
<td>Dallas, TX 75224</td>
</tr>
<tr>
<td>Cedar Crest Village</td>
<td>Southern Hill Home Owner, 630 Plark Wood Dr.</td>
<td>Dallas, TX 75224</td>
</tr>
<tr>
<td>Cedar Crest Village</td>
<td>W.A.R.N., Tashia Moseley, 5353 Maple Ave. Ste. 200</td>
<td>Dallas, TX 75235</td>
</tr>
<tr>
<td>Cedar Crest Village</td>
<td>Pleasant Wood/Grove, J. Eugene Thomas, P O Box 50051</td>
<td>Dallas, TX 75250</td>
</tr>
</tbody>
</table>
KEY FOCUS AREA: Economic Vibrancy
AGENDA DATE: June 25, 2008
COUNCIL DISTRICT(S): 7
DEPARTMENT: Department of Development Services
CMO: A. C. Gonzalez, 671-8925
MAPSCO: 47 N

SUBJECT
A public hearing to receive comments regarding an application for and an ordinance granting a Planned Development District for a Community service center and MF-1(A) Multifamily District Uses on property zoned an MF-1(A) Multifamily Subdistrict within Planned Development District No. 595, the South Dallas/Fair Park Special Purpose District, at the southeast corner of Hatcher Street and Troy Street
Recommendation of Staff and CPC: Approval, subject to a development/landscape plan and conditions
Z078-213(RB)
FILE NUMBER: Z078-213(RB)    DATE FILED: April 9, 2008

LOCATION: Hatcher Street and Troy Street, Southeast Corner

COUNCIL DISTRICT: 7    MAPSCO: 47 N

SIZE OF REQUEST: Approx. 3.9 Acres    CENSUS TRACT: 27.01

APPLICANT: Dallas Housing Authority, Owner

REPRESENTATIVE: Michael R. Coker

REQUEST: An application for a Planned Development District for MF-1(A) Multifamily District Uses and a Community service center on property zoned an MF-1(A) Multifamily Subdistrict within Planned Development District No. 595, the South Dallas Fair Park Special Purpose District.

SUMMARY: The applicant is requesting a PDD for consideration of the following: 1) community service center by right; 2) off-street parking without required screening; and, 3) alternative landscaping provisions for a community service center.

CPC RECOMMENDATION: Approval, subject to a development/landscape plan and conditions.

STAFF RECOMMENDATION: Approval, subject to a development/landscape plan and conditions.
BACKGROUND INFORMATION:

- The request site is undeveloped exclusive of an outdoor play area for area residents.
- PDD No. 595 was approved by the City Council on September 26, 2001. The PDD does not permit the creation of a new subdistrict without opening the entire PDD.
- The applicant is requesting a PDD for consideration of the following: 1) community service center by right; 2) off-street parking without required screening; and, 3) alternative landscaping provisions for a community service center.

Zoning History: There has been no recent zoning activity relevant to this request.

SUPSummary

<table>
<thead>
<tr>
<th>SUP No.</th>
<th>Permitted Use</th>
<th>Significant Conditions</th>
<th>Time Period</th>
</tr>
</thead>
<tbody>
<tr>
<td>1563</td>
<td>Child-care facility</td>
<td>N/A</td>
<td>20 year with eligibility for auto. renewal for addl. 20 year periods</td>
</tr>
</tbody>
</table>

Thoroughfare/Street  
Hatcher Street  Minor Arterial; 80’ & 80’ ROW  
Troy Street  Local; 30’ ROW

STAFF ANALYSIS:

Comprehensive Plan

The applicant is proposing to create a PDD to provide for a community service center to serve the adjacent residential community with reduced off-street parking regulations and landscape requirements. Due to its central location, it is anticipated this use will serve the area residents who will walk to its location. While alternative landscape regulations are requested, the scale of development is compatible with the surrounding area.
For these reasons, the request is in compliance with the Land Use, Urban Design, and Neighborhood Elements, respectively, outlined in forwardDallas!

**Land Use**

GOAL 1.1 Align land use strategies with economic development priorities.

Policy 1.1.5 Strengthen existing neighborhoods and promote neighborhoods’ unique characteristics.

**Urban Design Element**

GOAL 5.1 Promote a sense of place, safety, and walkability.

Policy 5.1.3 Encourage complementary building height, scale, design and character.

Policy 5.1.4 Enhance visual enjoyment of public space.

GOAL 5.2 Strengthen community and neighborhood identity.

Policy 5.2.1 Maintain neighborhood scale and character.

**Neighborhood Element**

GOAL 7.1 Promote vibrant and viable neighborhoods.

Policy 7.1.2 Promote neighborhood-development compatibility.

**Land Use Compatibility:**

The request site is partially improved with an outdoor play area for residents in close proximity to the site. The applicant is proposing to create a new PDD for consideration of the following: 1) community service center by right; 2) off-street parking without required screening; and, 3) alternative landscaping provisions for a community service center.

The predominate land use in the area consists of multifamily uses developed as an all-inclusive residential community as envisioned by the applicant. SUP No. 1563 for a Child-care facility is developed on property west of the site across Hatcher Street.

Staff has worked with the applicant to address certain issues so as to ensure that no negative impact is created from the request on area residents. Based on the analysis of the requested amendments in context with its geographical location and existing land
use in the immediate area, staff supports the request as submitted.

**Traffic:** The Engineering Section of the Building Inspection Division of the Department of Development Services has reviewed the request and determined that it will not significantly impact the surrounding street system.

**Landscaping:** The applicant is asking for relief from the requirement to screen off-street parking when adjacent to residential uses. It should be noted that the north and south 'legs' of the request site are currently improved with excess off-street parking for the adjacent residential uses. Staff has determined that the proposed landscaping meets the intent of Article X and thus is supported as submitted.

**CPC ACTION**

(June 12, 2008)

**Motion:** It was moved to recommend **approval** of a Planned Development District for a MF-1(A) Multifamily District Uses and a Community service center, subject to a development/landscape plan and conditions on property zoned an MF-1(A) Multifamily Subdistrict within Planned Development District No. 595, the South Dallas/Fair Park Special Purpose District, at the southeast corner of Hatcher Street and Troy Street.

Maker: Weiss  
Second: Davis  
Result: Carried: 14 to 0

For: 14 - Prothro, Strater, Gary, Davis, Rodgers, Lozano, Bagley, Jones-Dodd, Weiss, Lueder, Wolfish, Ekblad, Emmons, Alcantar

Against: 0

Absent: 1 - Buehler

Vacancy: 0

**Notices:** Area: 500  
Mailed: 49

**Replies:** For: 1  
Against: 0

**Speakers:** None
List of Officers for the Housing Authority of the City of Dallas Housing Authority

Ann Lott  President/CEO
Troy Broussard  Chief of Staff
Barbara Cassel  Senior Vice President
Tim Lott  Chief Projects Officer
Richard Betz  CFO
Betsy Horn  General Counsel
CPC RECOMMENDED CONDITIONS

"ARTICLE ___. PD ______.

SEC. 51P-__.101. LEGISLATIVE HISTORY.

PD _____ was established by Ordinance No. __________, passed by the Dallas City Council on ____________, 2007.

SEC. 51P-__.102. PROPERTY LOCATION AND SIZE.

PD _____ is established on property generally located at the southeast intersection corner of Hatcher Street and Troy Street. The size of PD __ is approximately 3.86 acres.

SEC. 51P-__.103. DEFINITIONS AND INTERPRETATIONS.

(a) Unless otherwise stated, the definitions and interpretations in Chapter 51A apply to this article.

(b) Unless otherwise stated, all references to articles, divisions, or sections in this article are to articles, divisions, or sections in Chapter 51A.

SEC. 51P-__.104. EXHIBITS.

The following exhibits are incorporated into this article:

(a) Exhibit __A: development/landscape plan.

SEC. 51P-__.105. DEVELOPMENT/LANDSCAPE PLAN.

(a) For a community service center, development and use of the Property must comply with the attached development/landscape plan(Exhibit __). If there is a conflict between the text of this article and the development/landscape plan, the text of this article controls.

(b) For all other uses, no development plan is required, and the provisions of Section 51A-4.702 regarding submission of or amendments to a development plan, site analysis plan, development schedule, and landscape plan do not apply.

(c) This district is considered to be a residential district.
SEC. 51P-.106. MAIN USES PERMITTED.

(a) Unless otherwise stated in this section, the only main uses permitted on the Property are those permitted in MF-1(A) Multifamily District, as set out in Chapter 51A. For example, a use permitted in the MF-1(A) Multifamily District only by specific use permit (SUP) is permitted in this district only by SUP, and a use subject to development impact review (DIR) in the MF-1(A) Multifamily District is subject to DIR in this district, etc.

(b) Community service center.

SEC. 51P-.107. ACCESSORY USES.

(a) As a general rule, an accessory use is permitted in any district in which the main use is permitted. Some specific types of accessory uses, however, due to their unique nature, are subject to additional regulations in Section 51A-4.217. For more information regarding accessory uses, consult Section 51A-4.217.

SEC. 51P-.108. YARD, LOT, AND SPACE REGULATIONS.

(Note: The yard, lot, and space regulations in this section must be read together with the yard, lot and space regulations in Division 51A-4.400. In the event of a conflict between this section and Division 51A-4.400, this section controls.)

(a) Except as provided in this section, the yard, lot and space regulations for the MF-1(A) Multifamily District apply:

(1) For a community service center:

(A) Front yard. Minimum front yard on Hatcher Street is 20 feet.

(B) Side and rear yard. No minimum side and rear yard.

(C) Floor area. Maximum floor area ratio is 8,947 square feet.

(D) Height. Maximum structure height is 26 feet.

(E) Lot coverage. Maximum lot coverage is five percent. Aboveground parking structures are included in lot coverage calculations; surface parking lots and underground parking structures are not.
(F) **Lot size.** No minimum lot size.

(G) **Stories.** Maximum number of stories above grade is one.

**SEC. 51P-____.109. OFF-STREET PARKING AND LOADING.**

(a) Except as provided in this section, consult the use regulations in Division 51A-4.200 for the specific off-street parking and loading requirements for each use.

(1) For a community service center, a minimum of 97 off-street parking spaces must be provided in the location as shown on the development/landscape plan.

**SEC. 51P-____.111. ENVIRONMENTAL PERFORMANCE STANDARDS.**

See Article VI.

**SEC. 51P-____.111. LANDSCAPING AND TREE MITIGATION.**

(a) Landscaping will be provided in accordance with the attached development/landscape plan (Exhibit __).

(b) Plant materials must be maintained in a healthy, growing condition.

**SEC. 51P-____.112. SIGNS.**

(a) The provisions for non-business zoning districts in Article VII apply.

**SEC. 51P-____.113. ADDITIONAL PROVISIONS.**

(a) The Property must be properly maintained in a state of good repair and neat appearance.

(b) Development and use of the Property must comply with all federal and state laws and regulations, and with all ordinances, rules, and regulations of the city.

**SEC. 51P-____.114. COMPLIANCE WITH CONDITIONS.**

(a) All paved areas, permanent drives, streets and drainage structures, if any, must be constructed in accordance with standard city specification and compiled to the satisfaction of the Director of Public Works.
(b) The building official shall not issue a building permit to authorize work, or a certificate of occupancy to authorize the operation of a use in this district until there has been full compliance for that use with this article, the Dallas Development Code, the construction codes, and all other ordinances, rules, and regulations of the City of Dallas.

SEC. 51P-___.115. ZONING MAP.

PD ___ is located on Zoning Map No.____."
Proposed Development/Landscape Plan
# Notification List of Property Owners

**Z078-213**

49 Property Owners Notified

<table>
<thead>
<tr>
<th>Label #</th>
<th>Address</th>
<th>Owner</th>
</tr>
</thead>
<tbody>
<tr>
<td>1</td>
<td>2</td>
<td>HATCHER DALLAS HOUSING AUTHORITY</td>
</tr>
<tr>
<td>2</td>
<td>3</td>
<td>HATCHER DALLAS HOUSING AUTHORITY</td>
</tr>
<tr>
<td>3</td>
<td>4</td>
<td>HATCHER DALLAS HOUSING AUTHORITY</td>
</tr>
<tr>
<td>4</td>
<td>4800</td>
<td>HATCHER DALLAS HOUSING AUTHORITY</td>
</tr>
<tr>
<td>5</td>
<td>4800</td>
<td>HATCHER DALLAS HOUSING AUTHORITY</td>
</tr>
<tr>
<td>6</td>
<td>4800</td>
<td>HATCHER DALLAS HOUSING AUTHORITY</td>
</tr>
<tr>
<td>7</td>
<td>4800</td>
<td>HATCHER DALLAS HOUSING AUTHORITY</td>
</tr>
<tr>
<td>8</td>
<td>4845</td>
<td>HATCHER DALLAS HOUSING AUTHORITY</td>
</tr>
<tr>
<td>9</td>
<td>2834</td>
<td>TROY MATASSA J T FAMILY LMTD P</td>
</tr>
<tr>
<td>10</td>
<td>4901</td>
<td>SPRING MATASSA J T FAMILY LMTD P</td>
</tr>
<tr>
<td>11</td>
<td>4927</td>
<td>SPRING GILLESPIE HARRISON</td>
</tr>
<tr>
<td>12</td>
<td>4931</td>
<td>SPRING HUYNH HUE VAN</td>
</tr>
<tr>
<td>13</td>
<td>4930</td>
<td>BRASHEAR ANDERSON M K</td>
</tr>
<tr>
<td>14</td>
<td>4902</td>
<td>BRASHEAR MATASSA JOSEPH T</td>
</tr>
<tr>
<td>15</td>
<td>4851</td>
<td>SPRING HABTEWOLD MEKETE &amp;</td>
</tr>
<tr>
<td>16</td>
<td>4847</td>
<td>SPRING HABTEWOLD MEKETE &amp;</td>
</tr>
<tr>
<td>17</td>
<td>4843</td>
<td>SPRING HENDERSON TERRENCE</td>
</tr>
<tr>
<td>18</td>
<td>4839</td>
<td>SPRING HENDERSON FREDDIE L JR</td>
</tr>
<tr>
<td>19</td>
<td>4837</td>
<td>SPRING HENDERSON TERRENCE</td>
</tr>
<tr>
<td>20</td>
<td>4831</td>
<td>SPRING CHANEY LEO V SR &amp; VELMA M</td>
</tr>
<tr>
<td>21</td>
<td>4821</td>
<td>SPRING CHANEY LEO V SR &amp; VELMA M</td>
</tr>
<tr>
<td>22</td>
<td>4819</td>
<td>SPRING POUNDERS YVONNE</td>
</tr>
<tr>
<td>23</td>
<td>4815</td>
<td>SPRING POUNDERS YVONNE</td>
</tr>
<tr>
<td>24</td>
<td>4809</td>
<td>SPRING WRIGHT BEVERLY ANN &amp;</td>
</tr>
<tr>
<td>25</td>
<td>2837</td>
<td>TROY HABTEWOLD MEKETE &amp;</td>
</tr>
<tr>
<td>26</td>
<td>4850</td>
<td>BRASHEAR HOOKER LEON</td>
</tr>
</tbody>
</table>

*Friday, May 23, 2008*
<table>
<thead>
<tr>
<th>Label #</th>
<th>Address</th>
<th>Owner</th>
</tr>
</thead>
<tbody>
<tr>
<td>27</td>
<td>4846</td>
<td>BRASHEAR CORNELLIOUS MARY</td>
</tr>
<tr>
<td>28</td>
<td>4838</td>
<td>BRASHEAR ROBINSON RONNY K &amp;</td>
</tr>
<tr>
<td>29</td>
<td>4834</td>
<td>BRASHEAR ROBINSON RONNY K &amp;</td>
</tr>
<tr>
<td>30</td>
<td>4830</td>
<td>BRASHEAR LIGGINS REGINA</td>
</tr>
<tr>
<td>31</td>
<td>4826</td>
<td>BRASHEAR PENNINGTON HERMAN E</td>
</tr>
<tr>
<td>32</td>
<td>4822</td>
<td>BRASHEAR GILMORE GEORGE E</td>
</tr>
<tr>
<td>33</td>
<td>4842</td>
<td>BRASHEAR FELDMAN LEWIS</td>
</tr>
<tr>
<td>34</td>
<td>4838</td>
<td>HATCHER DALLAS HOUSING AUTHORITY</td>
</tr>
<tr>
<td>35</td>
<td>4903</td>
<td>HATCHER UNDERWOOD JAMES E</td>
</tr>
<tr>
<td>36</td>
<td>4900</td>
<td>SPRING HABTEWOLD MEKETE &amp;</td>
</tr>
<tr>
<td>37</td>
<td>2910</td>
<td>TROY CHANEY LEO V SR &amp; VELMA M</td>
</tr>
<tr>
<td>38</td>
<td>4908</td>
<td>SPRING ALL STAR PARTNERS LLC</td>
</tr>
<tr>
<td>39</td>
<td>4926</td>
<td>SPRING HUA MINH &amp;</td>
</tr>
<tr>
<td>40</td>
<td>4910</td>
<td>SPRING NEW MORINGSIDE BAPTIST</td>
</tr>
<tr>
<td>41</td>
<td>4918</td>
<td>SPRING VESSELS MICHAEL E</td>
</tr>
<tr>
<td>42</td>
<td>4915</td>
<td>HATCHER NGUYEN THANH THUY</td>
</tr>
<tr>
<td>43</td>
<td>4845</td>
<td>HATCHER DALLAS HOUSING AUTHORITY</td>
</tr>
<tr>
<td>44</td>
<td>2919</td>
<td>TROY DALLAS HOUSING AUTHORITY</td>
</tr>
<tr>
<td>45</td>
<td>4907</td>
<td>SPRING SOUTH DALLAS FAIR PARK</td>
</tr>
<tr>
<td>46</td>
<td>4907</td>
<td>SPRING SOUTH DALLAS FAIR PARK</td>
</tr>
<tr>
<td>47</td>
<td>1</td>
<td>HATCHER DALLAS HOUSING AUTHORITY</td>
</tr>
<tr>
<td>48</td>
<td>9999</td>
<td>NO NAME UNION PACIFIC RR CO</td>
</tr>
<tr>
<td>49</td>
<td>9999</td>
<td>NO NAME UNION PACIFIC RR CO</td>
</tr>
</tbody>
</table>

_Saturday, May 23, 2008_
<table>
<thead>
<tr>
<th>Name</th>
<th>Address</th>
<th>Name</th>
<th>Address</th>
<th>Name</th>
<th>Address</th>
</tr>
</thead>
<tbody>
<tr>
<td>Al Romero</td>
<td>PO Box 870875, Mesquite, TX 75150</td>
<td>Anthony Jones</td>
<td>PO Box 0711, Galveston, TX 77553</td>
<td>Betty Wadkins</td>
<td>2843 Modesto Drive, Dallas, TX 75227</td>
</tr>
<tr>
<td>Bill Dahlstrom</td>
<td>901 Main St., Ste 6000, Dallas, TX 75202</td>
<td>Bridge Ballowe c/o Nextel</td>
<td>1680 N. Prospert Dr., Richardson, TX 75081</td>
<td>Cindy Harris</td>
<td>4310 Buena Vista #8, Dallas, TX 75205</td>
</tr>
<tr>
<td>Clarence F Cope</td>
<td>10404 Ferndale, Dallas, TX 75238</td>
<td>Jane Guerrini</td>
<td>7032 Lupton, Dallas, TX 75225</td>
<td>Jeff Bosse</td>
<td>PO Box 4738, Dallas, TX 75208</td>
</tr>
<tr>
<td>Leanne Witek</td>
<td>16660 N Dallas Pkwy #1200, Dallas, TX 75248</td>
<td>Marcus Wood</td>
<td>6060 N Central Expwy Ste 333, Dallas, TX 75206</td>
<td>Pam Conley</td>
<td>901 N Madison Avenue, Dallas, TX 75208</td>
</tr>
<tr>
<td>Rob Baldwin</td>
<td>401 Exposition, Dallas, TX 75226</td>
<td>Robert P. Garza</td>
<td>412 E. Sixth St., Dallas, TX 75203</td>
<td>Sheryl Jean, Newsroom-Business</td>
<td>508 Young St., Dallas, TX 75265</td>
</tr>
<tr>
<td>Steve Craft</td>
<td>P O Box 542225, Dallas, TX 75354</td>
<td>Steve Kim</td>
<td>4318 Sexton Ln., Dallas, TX 75229</td>
<td>Alpha Testing, Inc</td>
<td>2209 Wisconsin St, Ste 100, Dallas, TX 75229</td>
</tr>
<tr>
<td>Am. Metro/Study Corp</td>
<td>Marque Nelson, 14881 Quorum Dr #400, Dallas, TX 75240</td>
<td>Arborillogical Services, Inc.</td>
<td>Bill Seaman, 16 Steel Rd., Wylie, TX 75098</td>
<td>Bluffview Homeowner</td>
<td>Pat White, 4714 Wildwood, Dallas, TX 75209</td>
</tr>
<tr>
<td>Dallas ISD</td>
<td>Stan Armstrong, 3700 Ross Ave, Box 61, Dallas, TX 75204</td>
<td>Dallas Planning Asoc</td>
<td>Stuart Pully, P O Box 781609, Dallas, TX 75378</td>
<td>FW Dodge Reports</td>
<td>Donna McGuire, 9155 Sterling Dr, Ste 160, Dallas, TX 75063</td>
</tr>
</tbody>
</table>
INCAP Fund
Lauren Odell
300 Crescent Court
Dallas, TX 75208

Jackson Walker
Suzan Kedron
901 Main St. #6000
Dallas, TX 75202

Jackson Walker
Jonathan Vinson
901 Main St. #6000
Dallas, TX 75202

Kiestwood Neighbors
Neoma Shafer
2538 W Kiest Blvd
Dallas, TX 75233

Koons Real Estate Law
James Schnurr
3400 Carlisle St, #400
Dallas, TX 75204

Lake Highlands AIA
Terri Woods
9603 Rocky Branch Drive
Dallas, TX 75243

Law Office of R Albright
Roger Albright
3301 Elm St
Dallas, TX 75226

Master Plan
J Kimborough
900 Jackson St
Dallas, TX 75202

MetroStudy Corp
Rebecca Webb
14881 Quorum Dr #400
Dallas, TX 75254

Micheal R Coker Co
Michael R Coker
2700 Swiss Ave. #100
Dallas, TX 75209

Minyards Properties Inc
Dennis O'Malley
777 Freeport Pkwy
Coppell, TX 75019

N Pk Lovefied Comm Civic League
Joyce Lockley
4718 Wateka Dr.
Dallas, TX 75209

PARC DU LAC
Linda Sharp
12126 Vendome Place
Dallas, TX 75230

PWS Architects Inc.
Phillip Shepherd
4616 Abbott Ave
Dallas, TX 75205

Quick Trip Co.
Teri Dorazil
14450 Trinity Blvd. #300
Fort Worth, TX 76155

Robert Reeves & Assoc. Inc.
Robert Reeves
900 Jackson St, Suite 160
Dallas, TX 75202

Signs Manufacturing
William Watson
4610 Mint Way
Dallas, TX 75236

United HOA
Norma Parry
1515 Reynaldston Ln.
Dallas, TX 75232

United HOA
Thelma J. Norman
2628 Blackstone Dr.
Dallas, TX 75237

W.A.R.N.
Tashia Moseley
5353 Maple Ave. Ste. 200
Dallas, TX 75235

Darlene Reynolds
5716 Hillcroft St
Dallas, TX 75227

BSEAT
Allen McGill
P O Box 41561
Dallas, TX 75241

Buckner Terrace HOA
Frances James
4322 St. Francis Ave.
Dallas, TX 75227

Buckner Terrace HOA
P Flemming
5840 Emrose Terrace
Dallas, TX 75227

Buckner Terrace HOA
P O Box 270131
Dallas, TX 75227

Clean S Dallas, Inc
Kathlyn Gilliam
P O Box 150205
Dallas, TX 75315

Hollywood Santa Monica NA
Santos T. Martinez
1111 Cordova
Dallas, TX 75223
Junius Heights HOA
Kara Kunkel
5527 Tremont Street
Dallas, TX 75214

Junius Heights Historic Dist
Rene Schmidt, President
715 Parkmont
Dallas, TX 75214

Orion Real Estate Group
Bill Lamm
PO Box 540021
Dallas, TX 75354

P.L.A.N.
Casie Pierce
6047 Parkdale
Dallas, TX 75227

Pleasant Wood/Grove
J. Eugene Thomas
P O Box 50051
Dallas, TX 75250

Sunny Acres
Calvin B. Carter
P O Box 150803
Dallas, TX 75210

ENZ078-213
KEY FOCUS AREA: Economic Vibrancy

AGENDA DATE: June 25, 2008

COUNCIL DISTRICT(S): All

DEPARTMENT: Department of Development Services

CMO: A. C. Gonzalez, 671-8925

MAPSCO: N/A

SUBJECT

A public hearing to receive comments regarding consideration of amendments to Chapter 51A of the Dallas Development Code to amend regulations pertaining to premise signs and special purpose signs and an ordinance granting the amendments

Recommendation of Staff and CPC: Approval

DCA078-013
PROPOSAL: Consideration of amendments to Chapter 51A, the Dallas Development Code, to amend regulations pertaining to premise signs and special purpose signs.

SUMMARY: The proposed amendment would limit the area that signs could cover windows to 20 percent of the area of a window and limit the size of signs on a given building façade to no more than 25 percent of the façade area. Window signs would have to come in to compliance with the new regulations within 12 months of adoption of the ordinance. The amendment would also prohibit detached special purpose signs and restrict attached special purpose signs to no more than two times a year for periods not to exceed 30 days.

CPC RECOMMENDATION: Approval of the attached ordinance.

ZOAC RECOMMENDATION: Approval of the attached ordinance.

STAFF RECOMMENDATION: Approval of the attached ordinance.
BACKGROUND

- City Council directed staff to look at alternatives to address sign clutter on commercial buildings. Signs mounted in windows were a specific concern as well as special purpose signs.

- One of the four primary strategies of crime prevention through environmental design (CPTED) is natural surveillance. For retail stores CPTED recommends that no more than 15 percent of a window area be covered.

- Staff surveyed several cities, focusing on cities in North Texas, to determine how other cities regulate attached signage. Virtually every city surveyed limits the area of attached signs either through a maximum percentage of façade and/or window area covered or a flat limitation on the effective area of signs.

- Dallas currently does not regulate the size of flat attached signs or the percentage of area that signs can cover in business districts, but limits the number of words over four inches in height to eight words.

- The code generally limits the size of attached signs for non-residential and multifamily uses in non-business districts, which include both residential and office districts, to a maximum of 40 square feet. The code does provide for larger signs in office districts under specific circumstances.

- If window signs are regulated by limiting their size to a percentage of window area covered, staff determined it was appropriate to regulate overall façade coverage also in order to discourage businesses from simply covering over windows or removing windows.

- Detached Special Purpose signs are currently regulated as follows:
  - One sign up to 3 times a year (within any 12 month period)
  - No more than 38 consecutive days (114 days, 35% of the year)
  - Must be 30 days between periods the sign is in place
  - Must be located at least 300 ft from any other detached special purpose sign
  - Must not exceed 8 ft in height
  - Must not be illuminated
  - Must not exceed 50 s/f in effective area

- Attached Special Purpose signs are currently regulated as follows:
  - One sign up to four times a year (within any 12 month period)
    - No more than 45 days at a time (180 days, 50% of the year)
    - No more than 8 words more than 4 inches in height
– Conforms to all other sign requirements (proposed 25% façade coverage)
  • Signs in windows are not limited if they conform with all other sign requirements (no more than 8 words over 4 inches height, proposed 20% of window area)

PROPOSAL

Proposal for flat attached signs in business districts.

• Signs may not cover more than 25 percent of the overall façade of a shop front.
• Signs may not cover more than 20 percent of the area of a window. Window signs must come in to compliance with new restrictions within 12 months of adoption of the ordinance.

Proposal for special purpose signs

• Prohibit detached special purpose signs.
• Restrict attached special purpose signs to no more than 30 days at a time, 2 times a year for any 12 month period.

ANALYSIS

In researching other cities requirements it was determined that the vast majority of cities in the area, and elsewhere, regulate the area of attached signs and signs in windows. Few cities permit special purpose signs to the degree that Dallas currently does. The purpose of the signs regulations as stated in the Development Code is as follows:

The general objectives of these standards are to promote health, safety, welfare, convenience and enjoyment of the public, and, in part to achieve the following:

    (a) SAFETY: To promote the safety of persons and property by providing that signs:

        (1) do not create a hazard due to collapse, fire, collision, decay or abandonment;

        (2) do not obstruct fire fighting or police surveillance; and

        (3) do not create traffic hazards by confusing or distracting motorists, or by impairing the driver's ability to see pedestrians, obstacles, or other vehicles, or to ready traffic signs.
(b) COMMUNICATIONS EFFICIENCY: To promote the efficient transfer of information in sign messages by providing that:

1. businesses and services may identify themselves;
2. customers and other persons may locate a business or service;
3. no person or group is arbitrarily denied the use of the sight lines from the public right-of-way for communication purposes; and
4. persons exposed to signs are not so overwhelmed by the number of messages presented that they cannot find the information they seek, and are able to observe or ignore messages, according to the observer’s purpose.

(c) LANDSCAPE QUALITY AND PRESERVATION: To protect the public welfare and to enhance the appearance and economic value of the landscape, by providing that signs:

1. do not interfere with scenic views;
2. do not create a nuisance to persons using the public rights-of-way;
3. do not constitute a nuisance to occupancy of adjacent and contiguous property by their brightness, size, height, or movement;
4. are not detrimental to land or property values; and
5. contribute to the special character of particular areas or districts within the city, helping the observer to understand the city and orient himself with it.

Staff believes the proposed amendments are consistent with the purpose of the sign regulations. The proposed amendments enhance safety by limiting the area that signs may obstruct windows which is consistent with one of the primary tenants of crime prevention through environmental design (CPTED) which is natural surveillance. It also reduces potential obstructions to traffic visibility by prohibiting detached special purpose signs. The prohibition on detached special purpose signs also addresses streetscape quality and preservation. The proposed amendments still allow for ample opportunities for businesses to identify and promote themselves.
CPC ACTION (June 12, 2008)

**Motion:** It was move to recommend **approval** of amendments to Chapter 51A, the Dallas Development Code, to amend regulations pertaining to premise signs and special purpose signs.

- **Maker:** Bagley
- **Second:** Weiss
- **Result:** Carried: 14 to 0

For: 14 - Prothro, Strater, Gary, Davis, Rodgers, Lozano, Bagley, Jones-Dodd, Weiss, Lueder, Wolfish, Ekblad, Emmons, Alcantar

Against: 0

Absent: 1 - Buehler

Vacancy: 0

**Speakers:** None
Example of up to 100 Percent Coverage Permitted Today

Twenty Percent of Area Examples
Twenty Percent of Area Examples

Twenty Percent Store

20 Percent Off

Twenty-Five Percent of Area Example

Dallas 25 Percent
Sign Store
# Survey of Other Cities

<table>
<thead>
<tr>
<th>Municipality</th>
<th>Maximum Coverage</th>
</tr>
</thead>
</table>
| Addison       | (1) On an attached sign located at a height of up to 36 feet, the effective area is limited to one square foot of sign area for each linear foot of building frontage not to exceed 100 square feet  
               | (2) An attached sign located at or exceeding a height of 36 feet shall be permitted an increase in maximum effective area. Such increases shall not exceed four square feet in effective area for each additional one foot of height above 36 feet measured from the base of the sign to the building grade.  
               | (3) Attached signs may be located on each facade; however, the sum of the effective area of all attached signs shall not exceed twice the allowable effective area as specified in subsections (1) and (2) of this section. |
| Arlington     | 25% of Façade area, 75% of width, measured per tenant space                                                                                       |
| Balch Springs | Maximum height above roof: three feet  
               | Maximum vertical height: six feet                                                                                                                   |
| Carrollton    | Maximum height: not applicable  
               | Maximum area per wall: 200 square feet for each 75 feet of wall length per business provided no more than 75 percent of total wall height or width is covered.                                           |
| Duncanville   | Total area may not exceed the linear measurement of the display frontage of that structure. When the display frontage includes more than one wall, the total square footage of all wall signs on any one wall of the structure may not exceed the linear measurement of the wall upon which erected. |
| Euless        | May not exceed 30 percent of the wall elevation nor shall they extend above the roof line or parapet line of the building one which it is located.  
               | Any number of wall signs may be permitted per building; however, the sum of the areas of the wall signs on each wall elevation shall not exceed 30 percent of the wall elevation. |
| Flower Mound  | No wall sign shall exceed 300 square feet of surface area                                                                                          |
| Fort Worth    | The total sign area shall cover no more than 15 percent of the total area of the wall or façade, including doors and windows, on which the signs are placed.                                      |
| Irving        | Shall not exceed 80% of the length or 33% of the height of the front of the building or lease space                                                  |
## Survey of Other Cities

<table>
<thead>
<tr>
<th>Municipality</th>
<th>Maximum Coverage</th>
</tr>
</thead>
<tbody>
<tr>
<td>Lewisville</td>
<td>Limited to one wall sign per secondary wall and a maximum of 25 square feet in size per sign.</td>
</tr>
<tr>
<td>Mesquite</td>
<td>No larger than 40 square feet or the product of 2 times the lineal footage of the building or store front which the signs are intended, whichever is greater. Shall not have a vertical height which exceeds ( \frac{1}{3} ) the height of the wall, with a maximum height of 10 feet, not exceed 75% of the width of such building or store frontage.</td>
</tr>
<tr>
<td>Plano</td>
<td>Wall signs shall not exceed 40 square feet or the product of two times the lineal footage of the wall area available to such signs or store frontage for which such signs are intended, whichever is greater.</td>
</tr>
<tr>
<td>Richardson</td>
<td>a. An attached sign may have an area not exceeding that calculated by multiplying the length of the building front by two feet. This calculation shall be termed base allowable area. In no event may an attached sign exceed a maximum allowable area of 200 square feet.</td>
</tr>
<tr>
<td></td>
<td>b. A permissible attached sign located at a height above 20 feet shall be permitted an increase in the base allowable area and an increase in the maximum allowable area. Such increases shall not exceed two square feet in area, over that allowed for a sign located at 20 feet of height, for each additional one foot in height above 20 feet.</td>
</tr>
<tr>
<td></td>
<td>c. Attached signs may be located on each exposed face of a building; however, the sum of the area of all attached signs shall not exceed twice the base allowable area nor shall exceed twice the maximum allowable area as specified in above subsections (7)a. and (7)b. of this section.</td>
</tr>
<tr>
<td>Austin</td>
<td>20 % of lower 15 ft</td>
</tr>
<tr>
<td>Montgomery County Maryland</td>
<td>The maximum sign area is 2 square feet for each linear foot of building frontage. A shop or store with an outside entrance is considered to have its own building frontage, which is the front width of the portion of the building occupied for that use. (See Figures 8, 9, and 10). A dimension must not be counted more than once as a building frontage.</td>
</tr>
</tbody>
</table>
ORDINANCE NO. __________

An ordinance amending Chapter 51A, “Dallas Development Code: Ordinance No. 19455, as amended,” of the Dallas City Code by amending Section 51A-7.305; limiting the number and duration of attached special purpose signs; prohibiting detached special purpose signs; limiting the area of signs on facades and in windows in business zoning districts; providing a penalty not to exceed $2,000; providing a saving clause; providing a severability clause; and providing an effective date.

WHEREAS, the city plan commission and the city council, in accordance with the Charter of the City of Dallas, the state law, and the ordinances of the City of Dallas, have given the required notices and have held the required public hearings regarding this amendment to the Dallas City Code; Now, Therefore,

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


“(c) Special purpose signs.

(1) Attached signs.

(A) Special purpose signs affixed to the inside of the windows of nonresidential occupants may be displayed at any time as long as they conform to all other regulations for attached signs.
(B) In addition to the signs allowed under Subparagraph (A), an occupancy may erect one attached special purpose sign up to two times within any twelve-month period as long as the sign:

(i) is maintained for no more than 30 days each time during that twelve-month period;

(ii) has no more than eight words that contain any character equal to or exceeding four inches in height; and

(iii) conforms to all other regulations for attached signs.

(2) Detached signs. Detached special purpose signs are prohibited.

(A) A detached special purpose sign may be erected at any occupancy no more than three times each calendar year for a maximum of 38 consecutive days each time as long as:

(i) no detached special purpose sign is maintained at that occupancy for a minimum of 30 consecutive days after a detached special purpose sign is removed from that occupancy; and

(ii) the sign conforms with all other provisions in this article.

(B) A detached special purpose sign must:

(i) be located at least 100 feet from any other detached special purpose sign;

(ii) not exceed eight feet in height;

(iii) not be an illuminated sign;

(iv) display an expiration sticker issued by the building official; and

(v) not exceed 50 square feet in effective area or the maximum effective area permitted by this article, whichever is less.

(C) No more than one detached special purpose sign may be erected for each frontage of a premise. These signs may be erected anywhere on the premise, subject to all applicable restrictions.]"

“(c) On any facade, the combined effective area of all attached signs may not exceed 25 percent of the total area of the facade. As applied to a building with multiple occupants, the facade area of each use with a separate certificate of occupancy shall be treated as a separate facade. [On any building facade, there may be a maximum of eight words which contain any character of a height equal to or exceeding four inches and pertain to any premise or any non-residential occupancy. Words consisting of characters less than four inches high may be used without limit.]

(d) The combined effective area of all signs attached to any window or any glass door may not exceed 20 percent of the area of that window or that glass door. Signs attached to a window or a glass door must be brought into compliance with this provision by (one year after the effective date of this ordinance) [Reserved].”

SECTION 3. That a person violating a provision of this ordinance, upon conviction, is punishable by a fine not to exceed $2,000.

SECTION 4. That Chapter 51A of the Dallas City Code shall remain in full force and effect, save and except as amended by this ordinance.

SECTION 5. That the terms and provisions of this ordinance are severable and are governed by Section 1-4 of Chapter 1 of the Dallas City Code, as amended.
SECTION 6. That this ordinance shall take effect immediately from and after its passage and publication in accordance with the provisions of the Charter of the City of Dallas, and it is accordingly so ordained.

APPROVED AS TO FORM:
THOMAS P. PERKINS, JR., City Attorney

By__________________________________________
   Assistant City Attorney

Passed________________________________________
AGENDA ITEM # 36

KEY FOCUS AREA: A Cleaner, Healthier City Environment
Economic Vibrancy

AGENDA DATE: June 25, 2008

COUNCIL DISTRICT(S): Outside City Limits

DEPARTMENT: Environmental & Health Services
Department of Development Services

CMO: David O. Brown, 670-3390
A. C. Gonzalez, 671-8925

MAPSCO: 29A-N

SUBJECT

Authorize an amendment to the lease agreement with Ridgewood VSC Garland, LP., formerly Garland Development Group, L.P., for an additional seven years, to include an additional area of approximately 2,400 square feet of space and improvements for a total of approximately 5,354 square feet of office space in the Ridgewood Village Shopping Center located at 3050 South First Street, Suite 207, Garland, Texas, to be used as a Women, Infants and Children Clinic and office for the period September 1, 2008 through December 31, 2015 - Not to exceed $600,336 - Financing: Department of State Health Services Grant Funds (subject to annual appropriations)

BACKGROUND

This item authorizes a seven year extension to the current lease agreement and for an expanded space within the same shopping center with Ridgewood VSC Garland, LP for approximately 5,354 square feet of clinic and office space located at 3050 South First Street, Suite 207, City of Garland to be used by the Women, Infants and Children (WIC) Program as a clinic and office.

The WIC program is a United State Department of Agriculture program administered in Texas by the Department of State Health Services. The countywide program has been administered by the City of Dallas' Environmental and Health Services Department since 1974. The WIC program provides vouchers for nutritious food, nutrition education, breastfeeding promotion and support, referrals to health services, and immunizations. The program serves infants and children under age 5, and pregnant, postpartum and breastfeeding women.

PRIOR ACTION/REVIEW (COUNCIL, BOARDS, COMMISSIONS)

Authorized a lease agreement with Garland Development Group, LP. for office space on December 8, 2003, by Resolution No. 03-3407.
FISCAL INFORMATION

$600,336 - Department of State Health Services Grant Funds (subject to annual appropriations)

OWNER

Ridgewood VSC Garland, LP.

Ridgewood VSC Garland I, L.L.C., General Partner
Gary M. Poe, Director

MAPS

Attached
WHEREAS, on December 8, 2003 the City Council of the City of Dallas approved Resolution No. 03-3407, authorizing the City Manager to execute a lease agreement dated December 17, 2003, (the “Lease”) between Garland Development Group, L.P. as Lessor and the City of Dallas, as Lessee (“City”) for approximately 2,954 square feet of office space located at 3050 South First Street, Suite 207, Garland, Dallas County, Texas to be used by the Women, Infant and Children Program Services; and

WHEREAS, Ridgewood VSC Garland, L.P. (fka Latoc, Inc.) is the current owner/lessor under the Lease (“Landlord”); and

WHEREAS, the parties desire to supplement, modify and amend the Lease to (i) expand the size of “Premises” leased by City to include an additional area of approximately 2,400 square feet of space, for a total of approximately 5,354 square feet; (ii) provide for Landlord to make certain additional leasehold improvements at its sole cost and expense to the Expansions Space; and (iii) provide for Landlord to make certain additional improvements, repairs and refurbishments at its sole cost and expense to the portion of the Premises, defined as such in the Lease Agreement, dated December 17, 2003, hereinafter referred to as the “Original Premises”; and

WHEREAS, City and Landlord desire to extend the Term of the Lease for an additional seven (7) years period, upon certain amended terms provided below;

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, be and is hereby authorized to execute an Amendment to Lease Agreement between Ridgewood VSC Garland, LP and the City of Dallas.

Section 2. That the special terms and conditions of the Amendment to Lease Agreement are:

(a) The term of the Lease is extended for an additional seven (7) years, effective September 1, 2008 through December 31, 2015, provided however, that City retains the right to terminate the Lease as provided elsewhere therein.

(b) The “Premises” are to be increased to include approximately 2,400 square feet of additional space, referred to as the “Expansion Space”, for a total of approximately 5,354 square feet of space.
(c) Base Rental payments after increasing the “Premises” by the expansion space shall be as follows:

September 1, 2008 - December 31, 2015 $6,822.00 per month
(subject to annual appropriations)

(d) Landlord shall provide certain improvements, refurbishments and repairs to the Expansion Space and the original Premises as specified in the Amendment to Lease Agreement.

(e) All other terms of the Lease, not expressly amended, hereby shall remain unchanged and in full force and effect.

Section 3. That the City Controller be and is hereby authorized to draw warrants payable to Ridgewood VSC Garland, LP or its successors and assigns on the first day of each month in advance during the lease term effective September 1, 2008 in the amount specified below:

September 1, 2008 - December 31, 2015 $6,822.00 per month
(subject to annual appropriations)

Section 4. That the payments will be charged as follows:

September 1, 2008 - August 31, 2009: Fund F209, Dept. EHS, Unit 1615, Object 3330, Encumbrance No. EHSLEASE675, Commodity Code 97145, Vendor No. 513114

September 1, 2009 - August 31, 2010: Fund TBD, Dept. EHS, Unit TBD, Object 3330, Encumbrance No. TBD, Commodity Code 97145, Vendor No. 513114

September 1, 2010 - August 31, 2011: Fund TBD, Dept. EHS, Unit TBD, Object 3330, Encumbrance No. TBD, Commodity Code 97145, Vendor No. 513114

September 1, 2011 - August 31, 2012: Fund TBD, Dept. EHS, Unit TBD, Object 3330, Encumbrance No. TBD, Commodity Code 97145, Vendor No. 513114

September 1, 2012 - August 31, 2013: Fund TBD, Dept. EHS, Unit TBD, Object 3330, Encumbrance No. TBD, Commodity Code 97145, Vendor No. 513114
Section 4. That the payments will be charged as follows: (Continued)

September 1, 2013 - August 31, 2014: Fund TBD, Dept. EHS, Unit TBD, Object 3330, Encumbrance No. TBD, Commodity Code 97145, Vendor No. 513114

September 1, 2014 - December 31, 2015: Fund TBD, Dept. EHS, Unit TBD, Object 3330, Encumbrance No. TBD, Commodity Code 97145, Vendor No. 513114

Section 5. That the City Controller is hereby authorized to draw warrants payable to the respective utility, janitorial, security and communication companies upon receipt of a bill for charges throughout the lease term.

Section 6. 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.

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

By: [Signature]
Assistant City Attorney
A public hearing to receive comments regarding an application for and an ordinance granting an amendment to amend Planned Development District No. 254 and an ordinance granting the termination of Specific Use Permit No. 838 on the northwest corner of Frankford Road and Gibbons Drive.

Recommendation of Staff and CPC: Approval, subject to a development plan, landscape plan and conditions and approval of the termination of SUP No. 838 Z078-222(JH)

LOCATION: Northwest corner of Frankford Road and Gibbons Drive

COUNCIL DISTRICT: 12  MAPSCO: 4-G

SIZE OF REQUEST: Approx. 2.778 acres  CENSUS TRACT: 317.03

REPRESENTATIVE: Gary DeVries, BRW Architects

APPLICANT/OWNER: City of Dallas

REQUEST: An application to amend Planned Development District No. 254 and terminate Specific Use Permit No. 838.

SUMMARY: The applicant proposes to construct an addition on an existing fire station on approximately 2.778 acres.

CPC RECOMMENDATION: Approval, subject to a development plan, landscape plan and conditions and approval of the termination of SUP No. 838.

STAFF RECOMMENDATION: Approval, subject to a development plan, landscape plan and conditions and approval of the termination of SUP No. 838
BACKGROUND INFORMATION:

- The request site is currently developed with an approximately 6,055 square foot fire station.

- The request site is adjacent to single family residential, retail, restaurant, and bank uses and a creek/floodplain.

- The applicant proposes to construct an addition to expand the fire station to approximately 12,230 square feet.

- Planned Development District No. 254 was created on October 29, 1986 and last amended on October 26, 1994. The 1994 amendment removed all property except for the fire station and floodplain out of PDD No. 254 and changed that zoning to R-7.5(A) Single Family and CR Community Retail Districts. Most of the attached conditions in PDD No. 254 are no longer relevant to the fire station use and are proposed to be struck from the ordinance.

- Specific Use Permit No. 838 was created on September 2, 1981 for a fire station. The site plan and conditions for this SUP are attached.

- The attached PD conditions are based on the R-7.5(A) Single Family District, but call out minimum front yard setbacks based on street frontage for this corner lot; allow a maximum lot coverage of 30 percent instead of 25 percent for non-residential structures; relieve the fire station from residential proximity slope; allow a fence taller than four feet in a required front yard; and allow the police or fire station use by right instead of by Specific Use Permit; and provide landscaping per the attached landscape plan.

Thoroughfares/Streets:

<table>
<thead>
<tr>
<th>Thoroughfares/Street</th>
<th>Type</th>
<th>Existing ROW</th>
</tr>
</thead>
<tbody>
<tr>
<td>Frankford Road</td>
<td>Principle Arterial</td>
<td>100 ft.</td>
</tr>
</tbody>
</table>
Land Use:

<table>
<thead>
<tr>
<th>Site</th>
<th>Zoning</th>
<th>Land Use</th>
</tr>
</thead>
<tbody>
<tr>
<td>North</td>
<td>R-7.5(A)</td>
<td>Single Family Residential</td>
</tr>
<tr>
<td>East</td>
<td>CR</td>
<td>Retail, Personal Service, Restaurant, Bank</td>
</tr>
<tr>
<td>South</td>
<td>TH-1(A)</td>
<td>Single Family Residential</td>
</tr>
<tr>
<td>West</td>
<td>R-7.5(A)</td>
<td>Single Family Residential</td>
</tr>
</tbody>
</table>

STAFF ANALYSIS:

Comprehensive Plan:

The request complies with the following land use goals and policies of the Comprehensive Plan because the fire station is in location to provide fire and public safety services for the community.

NEIGHBORHOOD ELEMENT

GOAL 7.1 PROMOTE VIBRANT AND VIABLE NEIGHBORHOODS

Policy 7.1.2 Promote neighborhood-development compatibility.
Policy 7.1.4 Promote clean and safe neighborhoods.
Policy 7.1.5 Provide public infrastructure to support neighborhoods.

Land Use Compatibility:

The approximately 2.778-acre request site is zoned Planned Development District No. 254 with Specific Use Permit No. 838 for a fire station use on a portion and is currently developed with a fire station. The applicant is proposing to construct an addition to the fire station on the property.

The surrounding land uses are single family residential, retail, personal service, restaurant, and bank uses.

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.

The attached site plan indicates the proposed fire station will have a maximum building height of 40 feet and a siren that is a maximum of 40 feet. The building and siren would need to be located at least 120 feet from the nearest R-7.5(A) private property line to comply with Residential Proximity Slope (RPS) and they do not. The nearest R-7.5(A) private property line is the northern boundary and approximately 25 feet from the proposed addition; the nearest residential use is approximately 200 feet from the northern boundary line. This property adjacent to the north of the request site is common area for the residential neighborhood owned by the homeowners association. If RPS were to disregard the common area, the building and siren would comply. Staff supports the relief from RPS for this reason. City Plan Commission moved that RPS would not originate from open space or common area for a fire station. Staff is in agreement with this language.

The parking spaces at the south side of the request site will be screened from the street with landscaping and an 8 foot tall fence. Fences in single family districts are limited to a maximum of 4 feet in height when located in a front yard setback. Staff supports this PD provision due to the landscaping on the street-side of the screen wall and the security of the fire station. The expanded approximately 12,230 square foot fire station would provide lot coverage of approximately 30% and is located behind the platted building lines.

**Parking/Traffic:**

The Dallas Development Code requires 5 spaces plus one additional space per bed for a fire station. Given the proposed 15 beds, the required parking for the use would be 20 spaces. There are 20 parking spaces proposed on site.

**Landscaping:**

Landscaping required per the attached landscape plan.
CPC MINUTES
June 5, 2008

Motion: It was moved to recommend approval of an amendment to Planned Development District No. 254, subject to a development plan, landscape plan and conditions and approval of the termination of Specific Use Permit No. 838 on the northwest corner of Frankford Road and Gibbons Drive with the following change to Section 107(d) Height to read as follows: “For a fire station use, residential proximity slope does not originate from open space or common area for a residential area”.

Maker: Wolfish
Second: Weiss
Result: Carried: 14 to 0

For: 14 - Prothro, Strater, Gary, Davis, Rodgers, Lozano, Bagley, Jones-Dodd, Weiss, Lueder, Buehler, Wolfish, Ekblad, Alcantar

Against: 0
Absent: 1 - Emmons
Vacancy: 0

Notices: Area: 500 Mailed: 77
Replies: For: 5 Against: 1

Speakers: None
CPC RECOMMENDED PD CONDITIONS

"ARTICLE 254.

PD 254.

SEC. 51P-254.101. LEGISLATIVE HISTORY.

PD 254 was established by Ordinance No. 19346, passed by the Dallas City Council on October 29, 1986. Ordinance No. 19346 amended Ordinance No. 10962, Chapter 51 of the Dallas City Code, as amended. Subsequently, Ordinance No. 22233, passed by the Dallas City Council on October 26, 1994, changed the zoning on a 92.887 acre portion of the Property from PD 254 to an R-7.5(A) Single Family District, an R-5 Single Family District, a CH Clustered Housing District, and a CR Community Retail District.

SEC. 51P-254.102. PROPERTY LOCATION AND SIZE.

PD 254 is established on property generally fronting on the north line of Frankford Road, west of the west line of Dallas Parkway. The size of PD 254 is approximately 2.778 + 0.5904 acres.

SEC. 51P-254.103. DEFINITIONS AND INTERPRETATIONS.

(a) Unless otherwise stated, the definitions and interpretations in Chapter 51 apply to this article.

(b) Unless otherwise stated, all references to articles, divisions, or sections in this article are to articles, divisions, or sections in Chapter 51.

(c) This district is considered to be a residential zoning district.

(a) Unless otherwise stated, the definitions and interpretations in Chapter 51 apply to this article.

(b) Unless otherwise stated, all references to articles, divisions, or sections in this article are to articles, divisions, or sections in Chapter 51.

SEC. 51P-254.104. EXHIBITS.

The following exhibits are incorporated into this article:
(1) Exhibit ___A: development plan.

(2) Exhibit ___B: landscape plan.

CONCEPTUAL PLAN.

—— A conceptual plan is labelled Exhibit 254A.

SEC. 51P-254.105. DEVELOPMENT PLAN.

—— Development and use of the Property must comply with the development plan (Exhibit ___A). If there is a conflict between the text of this article and the development plan, the text of this article controls.

[Within six months of October 29, 1986, a detailed development plan for the initial phase of development on all or any portions of Parcels B, C-1, C-2, or C-3 must be submitted to the city plan commission for approval. All subsequent development plans on all or any portions of Parcels B, C-1, C-2, or C-3 must be submitted to the city plan commission for approval prior to the issuance of any building permit on the parcel or portion thereof. All detailed development plans must be approved by the city plan commission prior to the issuance of any building permit on the respective parcel or portion thereof. No development plan apart from plat approval is required on Parcel A. (Ord. 19346)]

SEC. 51P-254.106. MAIN USES PERMITTED.

(a) Except as provided in this section, the only main uses permitted in this district are those main uses permitted in the R-7.5(A) Single Family District, subject to the same conditions applicable in the R-7.5(A) Single Family District, as set out in Chapter 51A. For example, a use permitted in the R-7.5(A) Single Family District only by specific use permit (SUP) is permitted in this district only by SUP; a use subject to development impact review (DIR) in the R-7.5(A) Single Family District is subject to DIR in this district; etc.

(b) The following additional main use is permitted by right:

—— Police or fire station.

(a) Parcel A. The only permitted use on Parcel A is single-family detached dwelling units.

(b) Parcel B. The only permitted uses on Parcel B are those uses permitted in an MF-1 district as shown on Exhibit 254B.
(c) Parcels C-1, C-2, and C-3. The only permitted uses on Parcels C-1, C-2, and C-3 are those uses permitted in an SC Shopping Center District, as shown on Exhibit 254B, except those portions of Parcels C-1, C-2, and C-3 west of a line drawn 670 feet from and parallel to the existing eastern boundary line of those parcels, shown as the shaded area on the conceptual plan, which are limited to those uses permitted in an O-2 Office District as shown on Exhibit 254B.

(d) Hotel use. For purposes of this article, hotel is considered to be a nonresidential use. (Ord. 1934-6)

SEC. 51P-106. ACCESSORY USES.

As a general rule, an accessory use is permitted in any district in which the main use is permitted. Some specific accessory uses, however, due to their unique nature, are subject to additional regulations in Section 51A-4.217. For more information regarding accessory uses, consult Section 51A-4.217.

SEC. 51P-107. YARD, LOT, AND SPACE REGULATIONS.

(Note: The yard, lot, and space regulations in this section must be read together with the yard, lot, and space regulations in Division 51A-4.400. If there is a conflict between this section and Division 51A-4.400, this section controls.)

(a) Except as provided in this section, the yard, lot, and space regulations for the R-7.5(A) Single Family District apply.

(b) Front yard.

(1) Abutting Frankford Road, minimum front yard is 20 feet.

(2) Abutting Gibbons Drive, minimum front yard is 10 feet.

(c) Lot coverage.

(1) For a fire station use, maximum lot coverage is 30 percent.

(d) Height. For a fire station use, residential proximity slope does not originate from open space or common area for a residential area.

SEC. 51P-254.108. OFF-STREET PARKING AND LOADING.

Consult the use regulations in Division 51A-4.200 for the specific off-street parking and loading requirements for each use.
SEC. 51P-254.109. ENVIRONMENTAL PERFORMANCE STANDARDS.

See Article VI.

[SEC. 51P-254.1107. LANDSCAPE PLAN.]

(a) Landscaping must be provided as shown on the landscape plan (Exhibit 254B).

(b) Plant materials must be maintained in a healthy, growing condition.

A landscape plan must be submitted with each detailed development plan. The landscape plan must be approved by the city plan commission and all landscaping must be installed prior to the issuance of any certificate of occupancy on the respective parcels or portions thereof.

SEC. 51P-254.108. DEVELOPMENT STANDARDS FOR PARCEL A.

Development on Parcel A must be in compliance with the use regulations and development standards as set forth for an R-7.5 district in the Dallas Development Code. (Ord. 19346)

SEC. 51P-254.109. DEVELOPMENT STANDARDS FOR PARCELS B, C-1, C-2, and C-3.

(a) Floor area and density.

(1) Parcel B. Maximum number of dwelling units on Parcel B is 230.

(2) Parcels C-1, C-2, and C-3.

(A) Generally. Maximum permitted floor area for all uses combined on Parcels C-1, C-2, and C-3 is 2,500,000 square feet.

(B) Special limitations. Maximum permitted floor area for all retail, bar and restaurant uses combined on Parcels C-1, C-2, and C-3 is 200,000 square feet. Floor area is further limited by the following schedule:

<table>
<thead>
<tr>
<th>Parcel</th>
<th>C-1</th>
<th>C-2</th>
<th>C-3</th>
</tr>
</thead>
<tbody>
<tr>
<td>Maximum floor area for all uses combined</td>
<td>525,000</td>
<td>2,046,000</td>
<td>1,148,000</td>
</tr>
</tbody>
</table>
(b) Lot coverage. Maximum permitted lot coverage, excluding parking structures, on any lot in Parcels C-1, C-2, and C-3, is 40 percent. Maximum coverage on any lot in Parcel B is 60 percent.

(c) Setbacks. Minimum building setbacks for Parcels B, C-1, C-2, and C-3 are as shown on the conceptual plan.

(d) Height. Maximum permitted building heights, excluding mechanical penthouses, are as shown on the conceptual plan.

(e) Off-street parking and loading. Off-street parking and loading requirements for all uses within each parcel must be in accordance with the Dallas Development Code. The provisions of Section 51-4.301(c)(6) may be used in the calculation of minimum parking requirements for each parcel. Required off-street parking is not permitted within 70 feet of the existing eastern boundary line of the Property (projected right-of-way for Dallas North Tollway) in accordance with Ordinance No. 18214. (Ord. 19346)

SEC. 51P-254.110. ROAD IMPROVEMENTS.

(a) The owner(s) must dedicate all rights-of-way and fund all construction costs for Timberglen Road, the proposed north-south secondary thoroughfare, and the minor residential streets within the Property and must dedicate the additional right-of-way needed for, and fund one-half the construction of, Frankford Road along the frontage of the Property.

(b) No certificate of occupancy may be issued which would result in more than 250,000 square feet for all nonresidential uses combined until the date of completion of the Dallas North Parkway as a four lane undivided standard or until July 1, 1987, whichever comes first.

(c) The northern one-half of Frankford Road along the frontage of the Property must be constructed at the owner's expense as a major thoroughfare standard prior to issuance of any certificate of occupancy for any use on Parcel C-1.

(d) Timberglen Road must be constructed at the owner's expense from the western boundary of the Property to Dallas North Parkway prior to issuance of any certificate of occupancy for any use on Parcel B or any use on a lot in Parcel C-2 or C-3 that is adjacent to Timberglen Road.

(e) The proposed new north-south secondary thoroughfare must be constructed at the owner's expense to a four lane undivided standard from Frankford Road to the northern boundary of the Property, along with the improvements identified in Subsections (c) and (d) above, prior to issuance of any certificate of occupancy for more than 250,000 square feet for all nonresidential uses combined on the Property.
(f) The following road improvements must be completed at the owner’s expense prior to issuance of any certificate of occupancy for any nonresidential use that would result in more than 1,200,000 square feet for all nonresidential uses combined on the Property.

(1) An additional (fourth) westbound lane must be constructed on Frankford Road between Dallas North Parkway and the proposed north-south secondary thoroughfare.

(2) If Phase II of the Dallas North Tollway Extension (with a minimum of four limited access lanes and four service road lanes) has not been completed and is not under contract between Frankford Road and the north city limit line, five additional improvements must be completed.

(A) A free right turn lane must be constructed from southbound Dallas North Parkway to westbound Timberglen Road.

(B) A free right turn lane must be constructed from southbound Dallas North Parkway to westbound Frankford Road.

(C) A free right turn lane must be constructed from eastbound Timberglen Road to southbound Dallas North Parkway.

(D) Protected left turn lanes must be constructed from Dallas North Parkway to eastbound and westbound Frankford Road.

(E) Protected left turn lanes must be constructed from Dallas North Parkway to eastbound and westbound Timberglen Road.

(g) The following road improvements must be completed prior to issuance of any certificate of occupancy for any nonresidential use that would result in more than 1,850,000 square feet for all nonresidential uses combined on the Property. Paragraphs (2), (3), and (4) below must be at the owner’s expense prior to the completion of the Dallas North Tollway Extension service roads regardless of the level of development on the Property.

(1) Phase II of the Dallas North Tollway Extension must be completed between Frankford Road and the north city limit line.

(2) A free right turn lane must be constructed from the southbound Dallas North Tollway service road to westbound Timberglen Road.

(3) A free right turn lane must be constructed from the southbound Dallas North Tollway service road to westbound Frankford Road.

(4) A free right turn lane from eastbound Timberglen Road to the southbound Dallas North Tollway service road.
Notwithstanding the phasing schedule outlined above, the director of public works and transportation may require earlier right-of-way dedication and prorata construction funding as part of a larger project to improve Frankford Road West of Dallas North Parkway to a major thoroughfare standard.

All dimensions, paving standards, and other specifications for construction of all turn lanes and other road improvements must be approved by the director of public works and transportation. (Ord. 19346)

SEC. 51P-254.111. SIGNS.

Signs must comply with the provisions for non-business zoning districts in Article VII.

Signs in Parcels A and B, and in those portions of Parcels C-1, C-2, and C-3 that are in the shaded area on the conceptual plan must comply with the non-business provisions of Article VII. Signs in the remainder of Parcels C-1, C-2, and C-3 must comply with the business provisions of Article VII. No non-premise signs are permitted on the Property. (Ord. 19346)

SEC. 51P-254.112. PAVING.

(a) All streets, driveways, parking spaces, and maneuvering areas for parking must comply with the requirements of the Dallas Development Code.

(b) All paved areas, permanent drives, streets, and drainage structures, if any, must be constructed in accordance with standard city specifications, and completed to the satisfaction of the director of public works and transportation. (Ord. 19346)

SEC. 51P-254.113. ACCESS.

(a) No median opening is permitted on Frankford Road between the Dallas North Parkway (Dallas North Tollway service road) and the proposed north-south secondary thoroughfare. The maximum number of permitted driveways onto Frankford Road and Dallas Parkway (Dallas North Tollway service road) is as follows:

(1) Frankford Road adjacent to Parcel C-1: two driveways.

(2) Dallas Parkway (Dallas North Tollway service road) adjacent to Parcels C-1 and C-2: five driveways total with a maximum of two driveways serving Parcel C-1.

(3) Dallas Parkway (Dallas North Tollway service road) adjacent to Parcel C-3: three driveways.
(b) For purposes of this article, dedicated public streets are not considered to be driveways. (Ord. 19346)

SEC. 51P-254.112. FENCING. SCREENING

For a fire station use, fencing in the required front yard may not exceed nine feet in height.

A solid masonry wall that is a minimum of four feet in height must be constructed and maintained in an easement along the eastern boundary line of Parcel A (except where in conflict with the visual obstruction provisions of the Development Code), abutting the western right-of-way line of the proposed north-south secondary thoroughfare, concurrent with the development of lots in Parcel A. A solid masonry wall that is a minimum of six feet in height (except where in conflict with the visual obstruction provisions of the Development Code), must be constructed and maintained along the western boundary line on Parcel B, concurrent with development on Parcel B. (Ord. 19346)

SEC. 51P-254.115. GENERAL REQUIREMENTS.

(a) Development of the Property must comply with the requirements of all ordinances, rules, and regulations of the city.

(b) The building official shall not issue a building permit or a certificate of occupancy for a use in this PD until there has been full compliance with this article, the Dallas Development Code, the construction codes, and all other applicable ordinances, rules, and regulations of the city. (Ord. 19346)

SEC. 51P-.113. ADDITIONAL PROVISIONS.

(a) The Property must be properly maintained in a state of good repair and neat appearance.

(b) Development and use of the Property must comply with all federal and state laws and regulations, and with all ordinances, rules, and regulations of the city.

SEC. 51P-.114. COMPLIANCE WITH CONDITIONS.

(a) All paved areas, permanent drives, streets, and drainage structures, if any, must be constructed in accordance with standard city specifications, and completed to the satisfaction of the director of public works and transportation.
(b) The building official shall not issue a building permit to authorize work, or a certificate of occupancy to authorize the operation of a use, in this district until there has been full compliance with this article, the Dallas Development Code, the construction codes, and all other ordinances, rules, and regulations of the city.

SEC. 51P-254.1165. ZONING MAP.

PD 254 is located on Zoning Map No. AA-6. (Ord. 19346)
SUP CONDITIONS
(SUP proposed to be terminated)

1. **SITE PLAN:** Development and use of the property shall be in accordance with the site plan approved by the City Plan Commission which is attached hereto and made a part of hereof for all purposes.

2. **LANDSCAPE PLAN:** Prior to the issuance of a Certificate of Occupancy, a detailed landscape plan shall be approved by the City Plan Commission.

3. **HEIGHT:** The maximum building height shall be 24 feet.

4. **GENERAL REQUIREMENTS:** Development and use of the property shall be in accordance with all other applicable codes and regulations of the City of Dallas.
EXISTING SUP SITE PLAN
(SUP proposed to be terminated)
## Notification List of Property Owners

**Z078-222**

77 Property Owners Notified

<table>
<thead>
<tr>
<th>Label #</th>
<th>Address</th>
<th>Owner</th>
</tr>
</thead>
<tbody>
<tr>
<td>1</td>
<td>4328 COUNTRY BROOK</td>
<td>RICCIARDELLI MICHAEL W</td>
</tr>
<tr>
<td>2</td>
<td>4328 FIREBRICK</td>
<td>EASTON JOHN P &amp; LINDA K</td>
</tr>
<tr>
<td>3</td>
<td>4331 COUNTRY BROOK</td>
<td>JENNER CHRISTOPHER P &amp;</td>
</tr>
<tr>
<td>4</td>
<td>4404 COUNTRY BROOK</td>
<td>MARTIN MONTE &amp; CAROL</td>
</tr>
<tr>
<td>5</td>
<td>4408 COUNTRY BROOK</td>
<td>THOMSEN CAROLINA J</td>
</tr>
<tr>
<td>6</td>
<td>4412 COUNTRY BROOK</td>
<td>SABEL LAURIE R</td>
</tr>
<tr>
<td>7</td>
<td>4416 COUNTRY BROOK</td>
<td>NEAL JAMES D &amp; VIRGINIA</td>
</tr>
<tr>
<td>8</td>
<td>4409 COUNTRY BROOK</td>
<td>ZANDER MICHAEL L</td>
</tr>
<tr>
<td>9</td>
<td>4405 COUNTRY BROOK</td>
<td>PERKINS GLEN W &amp; PAMELA J</td>
</tr>
<tr>
<td>10</td>
<td>4415 QUAIL HOLLOW</td>
<td>MCCAFFREY THOMAS &amp; TERESA</td>
</tr>
<tr>
<td>11</td>
<td>4409 QUAIL HOLLOW</td>
<td>GOLDSCHMID DANIEL &amp;</td>
</tr>
<tr>
<td>12</td>
<td>4405 QUAIL HOLLOW</td>
<td>ESQUENAZI ISAAC &amp;</td>
</tr>
<tr>
<td>13</td>
<td>18406 BAY PINES</td>
<td>WADDLE JERRY W</td>
</tr>
<tr>
<td>14</td>
<td>18191 GIBBONS</td>
<td>FRANKFORD RD JV</td>
</tr>
<tr>
<td>15</td>
<td>4403 HOLLOW OAK</td>
<td>BURNS ELDRIDGE A &amp;</td>
</tr>
<tr>
<td>16</td>
<td>4407 HOLLOW OAK</td>
<td>KELLAM KENNETH K JR &amp;</td>
</tr>
<tr>
<td>17</td>
<td>4411 HOLLOW OAK</td>
<td>SMITH DIANNE &amp; GLEN W</td>
</tr>
<tr>
<td>18</td>
<td>4415 HOLLOW OAK</td>
<td>MARKEY FRANK H II</td>
</tr>
<tr>
<td>19</td>
<td>4419 HOLLOW OAK</td>
<td>DILLINGER MARK S</td>
</tr>
<tr>
<td>20</td>
<td>4423 HOLLOW OAK</td>
<td>BURNS DENNIS K &amp; CAROL C</td>
</tr>
<tr>
<td>21</td>
<td>4427 HOLLOW OAK</td>
<td>ALTAMURA JAMES &amp; MARGARET</td>
</tr>
<tr>
<td>22</td>
<td>4431 HOLLOW OAK</td>
<td>NICHOLS JAMES R &amp; LYDIA</td>
</tr>
<tr>
<td>23</td>
<td>4456 HIGHLANDER</td>
<td>MOHTADI FIROUZ B &amp;</td>
</tr>
<tr>
<td>24</td>
<td>4452 HIGHLANDER</td>
<td>HEALEY LAWRENCE C &amp;</td>
</tr>
<tr>
<td>25</td>
<td>4448 HIGHLANDER</td>
<td>DAWSON KENNETH S</td>
</tr>
<tr>
<td>26</td>
<td>4444 HIGHLANDER</td>
<td>ZALE LOWELL SCOT &amp;</td>
</tr>
</tbody>
</table>

*Tuesday, May 20, 2008*
<table>
<thead>
<tr>
<th>Label #</th>
<th>Address</th>
<th>Owner</th>
</tr>
</thead>
<tbody>
<tr>
<td>27</td>
<td>4440</td>
<td>HIGHLANDER NAPOLES JULIO L &amp;</td>
</tr>
<tr>
<td>28</td>
<td>4436</td>
<td>HIGHLANDER WHITAKER KAREN E &amp;</td>
</tr>
<tr>
<td>29</td>
<td>4340</td>
<td>HOLLOW OAK SANDOR RAYMOND P</td>
</tr>
<tr>
<td>30</td>
<td>4404</td>
<td>HOLLOW OAK HOOPS DANIEL J &amp; MAURE</td>
</tr>
<tr>
<td>31</td>
<td>4408</td>
<td>HOLLOW OAK DUMAS JOHN R</td>
</tr>
<tr>
<td>32</td>
<td>4412</td>
<td>HOLLOW OAK DIXON WALKER B &amp; JUDY A</td>
</tr>
<tr>
<td>33</td>
<td>4416</td>
<td>HOLLOW OAK ZAVATTARI BRAFORD A</td>
</tr>
<tr>
<td>34</td>
<td>4420</td>
<td>HOLLOW OAK DESILVA BADRA</td>
</tr>
<tr>
<td>35</td>
<td>4424</td>
<td>HOLLOW OAK MOORE CHRIS HOWARD &amp;</td>
</tr>
<tr>
<td>36</td>
<td>4428</td>
<td>HOLLOW OAK BOYER ROBERT J &amp; LILLIAN</td>
</tr>
<tr>
<td>37</td>
<td>4427</td>
<td>HIGHLANDER PHARO MARLA E</td>
</tr>
<tr>
<td>38</td>
<td>4423</td>
<td>HIGHLANDER TATE PETER BRADLEY &amp;</td>
</tr>
<tr>
<td>39</td>
<td>4419</td>
<td>HIGHLANDER WILSON CARMEN R</td>
</tr>
<tr>
<td>40</td>
<td>4415</td>
<td>HIGHLANDER LARK RICHARD H &amp;</td>
</tr>
<tr>
<td>41</td>
<td>4411</td>
<td>HIGHLANDER CARMONA GEORGE T JR &amp;</td>
</tr>
<tr>
<td>42</td>
<td>4407</td>
<td>HIGHLANDER ELLIS NANCY J TRUSTEE OF</td>
</tr>
<tr>
<td>43</td>
<td>4339</td>
<td>HOLLOW OAK MILLER SHIRLEY LYNN WALKE</td>
</tr>
<tr>
<td>44</td>
<td>18043</td>
<td>ROCK BRANCH JENT CHRISTOPHER &amp;</td>
</tr>
<tr>
<td>45</td>
<td>18039</td>
<td>ROCK BRANCH DENTON DAN</td>
</tr>
<tr>
<td>46</td>
<td>18035</td>
<td>ROCK BRANCH COIMBRA CAETANO J</td>
</tr>
<tr>
<td>47</td>
<td>4530</td>
<td>FRANKFORD EDK FRANKFORD LP</td>
</tr>
<tr>
<td>48</td>
<td>18149</td>
<td>DALLAS EDK FRANKFORD LP</td>
</tr>
<tr>
<td>49</td>
<td>17944</td>
<td>CASTLE BEND ROTH GERALD L</td>
</tr>
<tr>
<td>50</td>
<td>18400</td>
<td>GIBBONS PARKWAY LAKE ESTATES HOA</td>
</tr>
<tr>
<td>51</td>
<td>4404</td>
<td>BELMAR ODOM ELZIE JR &amp; JANET B</td>
</tr>
<tr>
<td>52</td>
<td>4408</td>
<td>BELMAR MCKINNEY ALVIN G &amp;</td>
</tr>
<tr>
<td>53</td>
<td>4412</td>
<td>BELMAR LOFTON SHEILA G</td>
</tr>
<tr>
<td>54</td>
<td>4416</td>
<td>BELMAR MCCREARY MOLLY I</td>
</tr>
<tr>
<td>55</td>
<td>4420</td>
<td>BELMAR ELFORD DOROTHY J</td>
</tr>
<tr>
<td>56</td>
<td>4419</td>
<td>BELMAR SPURLOCK WILLIAM MARCUS &amp;</td>
</tr>
<tr>
<td>57</td>
<td>4415</td>
<td>BELMAR GUNN JAY</td>
</tr>
</tbody>
</table>

Tuesday, May 20, 2008
<table>
<thead>
<tr>
<th>Label #</th>
<th>Address</th>
<th>Owner</th>
</tr>
</thead>
<tbody>
<tr>
<td>58</td>
<td>4411 BELMAR</td>
<td>ITANI KAMEL M &amp; WAFA H</td>
</tr>
<tr>
<td>59</td>
<td>4407 BELMAR</td>
<td>LARKIN CAMERON J &amp; JANE</td>
</tr>
<tr>
<td>60</td>
<td>4403 BELMAR</td>
<td>MOLOHON MICHAEL JOSEPH &amp;</td>
</tr>
<tr>
<td>61</td>
<td>4404 ANDORA</td>
<td>GALANTE EDWARD C</td>
</tr>
<tr>
<td>X 62</td>
<td>4408 ANDORA</td>
<td>HAGEMANN STEVEN</td>
</tr>
<tr>
<td>O 63</td>
<td>4412 ANDORA</td>
<td>KINARD WILLIAM L &amp;</td>
</tr>
<tr>
<td>64</td>
<td>4416 ANDORA</td>
<td>EDGECOMB RICHARD O</td>
</tr>
<tr>
<td>65</td>
<td>18401 GIBBONS</td>
<td>PARKWAY LAKE ESTATES HOA</td>
</tr>
<tr>
<td>66</td>
<td>18403 GIBBONS</td>
<td>AMHAL MUSTAPHA</td>
</tr>
<tr>
<td>67</td>
<td>18407 GIBBONS</td>
<td>LAALI MEHDI</td>
</tr>
<tr>
<td>68</td>
<td>18411 GIBBONS</td>
<td>CHOWNING OLA</td>
</tr>
<tr>
<td>O 69</td>
<td>18417 GIBBONS</td>
<td>VOLPONE DAVID G</td>
</tr>
<tr>
<td>70</td>
<td>18421 GIBBONS</td>
<td>WELLEN JEFFREY L &amp; LISA P</td>
</tr>
<tr>
<td>71</td>
<td>18451 DALLAS</td>
<td>BEHRINGER HARVARD</td>
</tr>
<tr>
<td>LANDMRK</td>
<td></td>
<td></td>
</tr>
<tr>
<td>72</td>
<td>4523 FRANKFORD</td>
<td>CHICK FIL A INC</td>
</tr>
<tr>
<td>73</td>
<td>4535 FRANKFORD</td>
<td>WENZHOLD LP</td>
</tr>
<tr>
<td>74</td>
<td>4567 FRANKFORD</td>
<td>PIZZA HUT LTD</td>
</tr>
<tr>
<td>75</td>
<td>4581 FRANKFORD</td>
<td>COMERICA BANK</td>
</tr>
<tr>
<td>76</td>
<td>18349 DALLAS</td>
<td>PAPPAS RESTAURANTS INC</td>
</tr>
<tr>
<td>77</td>
<td>18323 DALLAS</td>
<td>FFCA ACQUISITION CORP</td>
</tr>
</tbody>
</table>

Tuesday, May 20, 2008
<table>
<thead>
<tr>
<th>Name</th>
<th>Address/Contact Information</th>
<th>Name</th>
<th>Address/Contact Information</th>
</tr>
</thead>
<tbody>
<tr>
<td>Al Romero</td>
<td>PO Box 870875, Mesquite, TX 75150</td>
<td>Anthony Jones</td>
<td>PO Box 0711, Galveston, TX 77553</td>
</tr>
<tr>
<td>Bill Dahlstrom</td>
<td>901 Main St., Ste 6000, Dallas, TX 75202</td>
<td>Bridge Ballowe c/o Nextel</td>
<td>1680 N. Prospert Dr. Ricardson, TX 75081</td>
</tr>
<tr>
<td>Clarence F Cope</td>
<td>10404 Ferndale, Dallas, TX 75238</td>
<td>Jane Guerrini</td>
<td>7032 Lupton, Dallas, TX 75225</td>
</tr>
<tr>
<td>Leanne Witek</td>
<td>16660 N Dallas Pkwy #1200, Dallas, TX 75248</td>
<td>Marcus Wood</td>
<td>6060 N Central Expy Ste 333, Dallas, TX 75206</td>
</tr>
<tr>
<td>Rob Baldwin</td>
<td>401 Exposition, Dallas, TX 75226</td>
<td>Robert P. Garza</td>
<td>412 E. Sixth St., Dallas, TX 75203</td>
</tr>
<tr>
<td>Steve Craft</td>
<td>P O Box 542225, Dallas, TX 75354</td>
<td>Steve Kim</td>
<td>4318 Sexton Ln., Dallas, TX 75229</td>
</tr>
<tr>
<td>Am. Metro/Study Corp</td>
<td>Marque Nelson, 14881 Quorum Dr #400, Dallas, TX 75240</td>
<td>Arboriological Services, Inc.</td>
<td>Bill Seaman, 16 Steel Rd., Wylie, TX 75098</td>
</tr>
<tr>
<td>Dallas ISD</td>
<td>Stan Armstrong, 3700 Ross Ave, Box 61, Dallas, TX 75204</td>
<td>Dallas Planning Asoc</td>
<td>Stuart Pully, P O Box 781609, Dallas, TX 75378</td>
</tr>
<tr>
<td>INCAP Fund</td>
<td>Lauren Odell, 300 Crescent Court, Dallas, TX 75208</td>
<td>Jackson Walker</td>
<td>Suzan Kedron, 901 Main St. #6000, Dallas, TX 75202</td>
</tr>
<tr>
<td>Erma Dodd</td>
<td>P.O. Box 764162, Dallas, TX 75376</td>
<td></td>
<td></td>
</tr>
<tr>
<td></td>
<td></td>
<td>Betty Wadkins</td>
<td>2843 Modesto Drive, Dallas, TX 75227</td>
</tr>
<tr>
<td></td>
<td></td>
<td>Cindy Harris</td>
<td>4310 Buena Vista #8, Dallas, TX 75205</td>
</tr>
<tr>
<td></td>
<td></td>
<td>Jeff Bosse</td>
<td>PO Box 4738, Dallas, TX 75208</td>
</tr>
<tr>
<td></td>
<td></td>
<td>Pam Conley</td>
<td>901 N Madison Avenue, Dallas, TX 75208</td>
</tr>
<tr>
<td></td>
<td></td>
<td>Sheryl Jean, Newsroom-Business</td>
<td>508 Young St., Dallas, TX 75265</td>
</tr>
<tr>
<td></td>
<td></td>
<td>Virginia Brown</td>
<td>Alpha Testing, Inc, 2209 Wisconsin St, Ste 100, Dallas, TX 75229</td>
</tr>
<tr>
<td></td>
<td></td>
<td>Pat White</td>
<td>4714 Wildwood, Dallas, TX 75209</td>
</tr>
<tr>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>Name</td>
<td>Address</td>
<td>City, State</td>
<td></td>
</tr>
<tr>
<td>-----------------------------</td>
<td>--------------------------------</td>
<td>-------------------</td>
<td></td>
</tr>
<tr>
<td>Lake Highlands AIA</td>
<td>Terri Woods 9603 Rocky Branch Drive</td>
<td>Dallas, TX 75243</td>
<td></td>
</tr>
<tr>
<td>MetroStudy Corp</td>
<td>Rebecca Webb 14881 Quorum Dr #400</td>
<td>Dallas, TX 75254</td>
<td></td>
</tr>
<tr>
<td>N Pk Lovefied Comm Civic League</td>
<td>Joyce Lockley 4718 Wateka Dr.</td>
<td>Dallas, TX 75209</td>
<td></td>
</tr>
<tr>
<td>Quick Trip Co.</td>
<td>Teri Dorazil 14450 Trinity Blvd. #300</td>
<td>Fort Worth, TX 76155</td>
<td></td>
</tr>
<tr>
<td>United HOA</td>
<td>Norma Parry 1515 Reynaldston Ln.</td>
<td>Dallas, TX 75232</td>
<td></td>
</tr>
<tr>
<td>Bent Tree North HOA</td>
<td>Jeffrey Thomas 15150 Preston Rd #300</td>
<td>Dallas, TX 75248</td>
<td></td>
</tr>
<tr>
<td>Lakes of Bent Tree</td>
<td>Marla Beikman 5042 Westgrove</td>
<td>Dallas, TX 75248</td>
<td></td>
</tr>
<tr>
<td>Oakdale HOA</td>
<td>Blake Cowden 5111 Oak Tree Circle</td>
<td>Dallas, TX 75287</td>
<td></td>
</tr>
<tr>
<td>Preston Highlands HOA</td>
<td>Karen L Phaneuf 18615 Crownover Ct</td>
<td>Dallas, TX 75252</td>
<td></td>
</tr>
<tr>
<td>Law Office of R Albright</td>
<td>Roger Albright 3301 Elm St</td>
<td>Dallas, TX 75226</td>
<td></td>
</tr>
<tr>
<td>Micheal R Coker Co</td>
<td>Michael R Coker 2700 Swiss Ave. #100</td>
<td>Dallas, TX 75209</td>
<td></td>
</tr>
<tr>
<td>PARC DU LAC</td>
<td>Linda Sharp 12126 Vendome Place</td>
<td>Dallas, TX 75230</td>
<td></td>
</tr>
<tr>
<td>United HOA</td>
<td>Thelma J. Norman 2628 Blackstone Dr.</td>
<td>Dallas, TX 75237</td>
<td></td>
</tr>
<tr>
<td>BTW Homeowners</td>
<td>Zoning Coordinator P O Box 701111</td>
<td>Dallas, TX 75370</td>
<td></td>
</tr>
<tr>
<td>N Dallas Neighb Alliance</td>
<td>Lucie Bellew 7328 Williamswood Dr.</td>
<td>Dallas, TX 75252</td>
<td></td>
</tr>
<tr>
<td>Orion Real Estate Group</td>
<td>Bill Lamm PO Box 540021</td>
<td>Dallas, TX 75354</td>
<td></td>
</tr>
<tr>
<td>Prestonwood West HA</td>
<td>Richard Brown 5812 Richwater Dr.</td>
<td>Dallas, TX 75252</td>
<td></td>
</tr>
<tr>
<td>Master Plan</td>
<td>J Kimborough 900 Jackson St</td>
<td>Dallas, TX 75202</td>
<td></td>
</tr>
<tr>
<td>Minyards Properties Inc</td>
<td>Dennis O'Malley 777 Freeport Pkwy</td>
<td>Coppell, TX 75019</td>
<td></td>
</tr>
<tr>
<td>PWS Architects Inc.</td>
<td>Phillip Shepherd 4616 Abbott Ave</td>
<td>Dallas, TX 75205</td>
<td></td>
</tr>
<tr>
<td>Signs Manufacturing</td>
<td>William Watson 4610 Mint Way</td>
<td>Dallas, TX 75236</td>
<td></td>
</tr>
<tr>
<td>W.A.R.N.</td>
<td>Tashia Moseley 5353 Maple Ave. Ste. 200</td>
<td>Dallas, TX 75235</td>
<td></td>
</tr>
<tr>
<td>Harwood International, Inc.</td>
<td>Jerry Jackson 2828 N Harwood, Suite 1600</td>
<td>Dallas, TX 75201</td>
<td></td>
</tr>
<tr>
<td>N Dallas Neighb Alliance</td>
<td>Marla Beikman PO Box 793551</td>
<td>Dallas, TX 75379</td>
<td></td>
</tr>
<tr>
<td>Plano ISD</td>
<td>Jim Damm 2700 W. 15th St</td>
<td>Plano, TX 75075</td>
<td></td>
</tr>
<tr>
<td>Prestonwood W Master</td>
<td>Olin Atkinson 5804 Still Forest Dr</td>
<td>Dallas, TX 75252</td>
<td></td>
</tr>
</tbody>
</table>
KEY FOCUS AREA: Economic Vibrancy

AGENDA DATE: June 25, 2008

COUNCIL DISTRICT(S): 7

DEPARTMENT: Department of Development Services

CMO: A. C. Gonzalez, 671-8925

MAPSCO: 47 N

SUBJECT

A public hearing to receive comments regarding an application for and an ordinance granting a Specific Use Permit for a community service center use on property zoned an R-5(A) Single Family Subdistrict and an NC Neighborhood Commercial Subdistrict within Planned Development District No. 595, the South Dallas/Fair Park Special Purpose District on the east side of Hatcher Street, south of Beulah Place

Recommendation of Staff and CPC: Approval, for a permanent time subject to a site plan and conditions

Z078-223(JH)
LOCATION: East side of Hatcher Street, south of Beulah Place
COUNCIL DISTRICT: 7   MAPSCO: 47-N
SIZE OF REQUEST: Approx. 1.09 acres   CENSUS TRACT: 27.01

REPRESENTATIVE: Michael Coker
APPLICANT/OWNER: Dallas Housing Authority
REQUEST: An application for a Specific Use Permit for a community service center use on property zoned an R-5(A) Single Family Subdistrict and an NC Neighborhood Commercial Subdistrict within Planned Development District No. 595, the South Dallas/Fair Park Special Purpose District.
SUMMARY: The applicant proposes to use an existing building for a community service center.
CPC RECOMMENDATION: Approval, for a permanent time subject to a site plan and conditions.
STAFF RECOMMENDATION: Approval, for a permanent time subject to a site plan and conditions
BACKGROUND INFORMATION:

- The request site is currently developed with a single story structure that was previously used as a day care use.
- The request site is adjacent to multifamily and commercial uses and undeveloped land.
- The proposed use is a community service center.

Zoning History:

1. BDA045-158 On April 19, 2005, the Board of Adjustment Panel A approved a variance of 14 feet to the front yard setback regulations and a special exception of 42 parking spaces to the off-street parking regulations for a multifamily use on the west side of Hatcher Street.

2. BDA056-072 On February 14, 2006, the Board of Adjustment Panel A approved a special exception of 66 parking spaces to the required off-street parking regulations for a multifamily use on the east side of Hatcher Street.

3. BDA056-073 On February 14, 2006, the Board of Adjustment Panel A approved a special exception of 64 parking spaces to the required off-street parking regulations for a multifamily use on the east side of Hatcher Street.

Thoroughfares/Streets:

<table>
<thead>
<tr>
<th>Thoroughfares/Street</th>
<th>Type</th>
<th>Existing ROW</th>
</tr>
</thead>
<tbody>
<tr>
<td>Hatcher Street</td>
<td>Minor Arterial</td>
<td>95 ft.</td>
</tr>
</tbody>
</table>
Land Use:

<table>
<thead>
<tr>
<th>Site</th>
<th>Zoning</th>
<th>Land Use</th>
</tr>
</thead>
<tbody>
<tr>
<td>North</td>
<td>PD 595 MF-1(A)</td>
<td>Multifamily</td>
</tr>
<tr>
<td>East</td>
<td>PD 595 R-5(A)</td>
<td>Park</td>
</tr>
<tr>
<td>South</td>
<td>PD 595 R-5(A) and PD NC</td>
<td>Commercial and undeveloped</td>
</tr>
<tr>
<td>West</td>
<td>PD 595 MF-1(A)</td>
<td>Multifamily</td>
</tr>
</tbody>
</table>

STAFF ANALYSIS:

Comprehensive Plan:

The request does comply with the following land use goals and policies of the Comprehensive Plan because the community service center would serve and help stabilize the residential neighborhood. The community service center is a Dallas Housing Authority project, which will enhance the DHA project. The South Dallas/Fair Park Economic Development Corridor Plan encourages this type of public-private partnership developments that rebuild and enhance neighborhoods.

LAND USE ELEMENT

GOAL 1.1 ALIGN LAND USE STRATEGIES WITH ECONOMIC DEVELOPMENT PRIORITIES

Policy 1.1.2 Focus on Southern Sector development opportunities.

Policy 1.1.5 Strengthen existing neighborhoods and promote neighborhoods’ unique characteristics.

GOAL 1.4 COORDINATE PLANNING ACTIVITIES TO BALANCE TRANSPORTATION, LAND USE, INFRASTRUCTURE AND THE ENVIRONMENT

Policy 1.4.1 Coordinate development and planning activities.
ECONOMIC ELEMENT

GOAL 2.1 PROMOTE BALANCED GROWTH

Policy 2.1.3 Support efforts to grow retail and residential opportunities in the Southern Sector.

GOAL 2.5 FOSTER A CITY OF GREAT NEIGHBORHOODS

Policy 2.5.1 Promote strong and distinctive neighborhoods to enhance Dallas’ quality of life.

HOUSING ELEMENT

GOAL 3.1 ENSURE A SUSTAINABLE AND EFFICIENT LONG-RANGE HOUSING SUPPLY

Policy 3.1.3 Encourage stabilization of existing neighborhoods.

Area Plans:

The request complies with the recommendation of the South Dallas/Fair Park Economic Development Corridor Plan, 2001, which encourages the revitalization of the South Dallas/Fair Park area. The applicant’s proposal for a community service center will provide services for the nearby multifamily and other community residents.

The request site is near the Spring Street project opportunity site where the study calls for neighborhood-serving commercial uses, providing a walkable environment, and notes the potential for a public-private partnership to revitalize this neighborhood.

Land Use Compatibility:

The approximately 1.09-acre request site is zoned an R-5(A) Single Family Subdistrict and an NC Neighborhood Commercial Subdistrict within Planned Development District No. 595, the South Dallas/Fair Park Special Purpose District and is currently developed with a single story structure that was previously used as a day care use. The applicant is proposing to use the existing structure for a community service center on the property, which requires a Specific Use Permit in the existing zoning.

The surrounding land uses are multifamily residential to the north and west, park to the northeast, commercial and undeveloped land to the south.

The attached site plan shows an approximately 6,600 square foot existing building for the proposed community service center use. The site plan also shows the building and parking area is located outside the 100 year floodplain boundary.

A community service center is defined as a multi-functional facility where a combination of social, recreational, welfare, health, habilitation, or rehabilitation services is provided to the public. For purposes of this definition, a facility where only business transactions
or administrative, educational, school support, counseling, informational, referral, or outpatient medical, dental or optical treatment services (or any combination of these activities) take place is not considered to be a community service center.

The applicant has indicated that the proposed community service center will provide social, recreation, and educational services, including after-school and teen programs. This request site will supplement an existing community service center at 4846 Hatcher Street.

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.

The applicant’s request for an SUP for a community service center is consistent with the intent of the Dallas Development Code, subject to the attached site plan and conditions.

**Development Standards:**

<table>
<thead>
<tr>
<th>DISTRICT</th>
<th>SETBACKS</th>
<th>Density</th>
<th>FAR</th>
<th>Height</th>
<th>LOT Coverage</th>
<th>Special Standards</th>
<th>Primary Uses</th>
</tr>
</thead>
<tbody>
<tr>
<td><strong>EXISTING</strong></td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>PDD 595 R-5(A)</td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>Single Family</td>
<td>20' Front</td>
<td></td>
<td></td>
<td>1 Dwelling Unit/5,000 sq. ft.</td>
<td>30'</td>
<td>45%</td>
<td>Single family</td>
</tr>
<tr>
<td></td>
<td>5' Side/Rear</td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>Neighborhood Commercial</td>
<td>0' Front</td>
<td></td>
<td></td>
<td>FAR 0.5</td>
<td>30'</td>
<td>40%</td>
<td>RPS, parking setback</td>
</tr>
<tr>
<td></td>
<td>15’ adjacent to</td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td></td>
<td>residential</td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td></td>
<td>OTHER: No Min.</td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
</tbody>
</table>

**Parking/Traffic:**

The site plan provides for 33 parking spaces in a parking lot. The parking required for a community service center use is 1 space per 200 square feet, which in this case requires 33 spaces.

The site plan shows driveway access is provided through the adjacent Dallas Housing Authority multifamily property.

**Landscaping:**

Landscaping required per Article X of the Dallas Development Code.

**CPC Minutes**
June 5, 2008

Motion: It was moved to recommend approval of a Tract III-b Subdistrict within Planned Development District No. 87/H-15, the Winnetka Heights Planned Development District with a Historic Overlay, on property zoned a Tract III Subdistrict within Planned Development District No. 87/H-15 on the southwest corner of Davis Street and Winnetka Avenue.

Maker: Gary
Second: Jones-Dodd
Result: Carried: 7 to 3

For: 7 - Gary, Lozano, Jones-Dodd, Lueder, Buehler, Ekblad, Alcantar
Against: 3 - Prothro, Bagley, Wolfish
Absent: 5 - Strater, Davis, Rodgers, Weiss, Emmons
Vacancy: 0

Notices: Area: 500 Mailed: 110
Replies: For: 4 Against: 5

Speakers: For: Adam Gates, David Hedge, 203 N. Rosemont Ave., Dallas, TX, 75208
Vicki Fitzgerald, 334 S. Edgefield Ave., Dallas, TX, 75208
Carla Boss, 503 N. Windomere Ave., Dallas, TX, 75208
E. R. Boss, Jr., 503 N. Windomere Ave., Dallas, TX, 75208
Rob Romano, 310 S. Edgefield Ave., Dallas, TX, 75208
Against(did not speak): Carol Hagler, 417 N. Montclair Ave., Dallas, TX, 75208
Against(did not speak): David Tart, 115 N. Clinton, Dallas, TX, 75208
**List of Partners/Principals/Officers**

Dallas Housing Authority

<table>
<thead>
<tr>
<th>Name</th>
<th>Title</th>
</tr>
</thead>
<tbody>
<tr>
<td>Ann Lott</td>
<td>President/CEO</td>
</tr>
<tr>
<td>Troy Broussard</td>
<td>Chief of Staff</td>
</tr>
<tr>
<td>Barbara Cassel</td>
<td>Senior Vice President</td>
</tr>
<tr>
<td>Tim Lott</td>
<td>Chief Projects Officer</td>
</tr>
<tr>
<td>Richard Betz</td>
<td>CFO</td>
</tr>
<tr>
<td>Betsy Horn</td>
<td>General Counsel</td>
</tr>
</tbody>
</table>
CPC RECOMMENDED CONDITIONS
SPECIFIC USE PERMIT NO. _____ FOR A COMMUNITY SERVICE CENTER

1. USE: The only use authorized by this specific use permit is a community service center.

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

3. TIME LIMIT: This specific use permit has no expiration date.

4. FLOOR AREA: The maximum floor area is 6,605 square feet.

5. LANDSCAPING:
   a. Landscaping must be provided and maintained in accordance with Article X of the Dallas Development Code, as amended.
   b. Plant materials must be maintained in a healthy, growing condition.

6. PARKING: A minimum of 33 off-street parking spaces must be provided in the location shown on the attached site plan.

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 conditions, rules, and regulations of the City of Dallas.
CPC RECOMMENDED SITE PLAN
Notification List of Property Owners

Z078-223

16 Property Owners Notified

<table>
<thead>
<tr>
<th>Label #</th>
<th>Address</th>
<th>Owner</th>
</tr>
</thead>
<tbody>
<tr>
<td>1</td>
<td>1</td>
<td>HATCHER</td>
</tr>
<tr>
<td>2</td>
<td>4600</td>
<td>SPRING</td>
</tr>
<tr>
<td>3</td>
<td>4600</td>
<td>HATCHER</td>
</tr>
<tr>
<td>4</td>
<td>4630</td>
<td>HATCHER</td>
</tr>
<tr>
<td>5</td>
<td>4838</td>
<td>HATCHER</td>
</tr>
<tr>
<td>6</td>
<td>4600</td>
<td>HATCHER</td>
</tr>
<tr>
<td>7</td>
<td>4625</td>
<td>HATCHER</td>
</tr>
<tr>
<td>8</td>
<td>3334</td>
<td>PHILLIPS</td>
</tr>
<tr>
<td>9</td>
<td>3330</td>
<td>PHILLIPS</td>
</tr>
<tr>
<td>10</td>
<td>4531</td>
<td>HATCHER</td>
</tr>
<tr>
<td>11</td>
<td>4537</td>
<td>HATCHER</td>
</tr>
<tr>
<td>12</td>
<td>3325</td>
<td>PHILLIPS</td>
</tr>
<tr>
<td>13</td>
<td>4414</td>
<td>HATCHER</td>
</tr>
<tr>
<td>14</td>
<td>4845</td>
<td>HATCHER</td>
</tr>
<tr>
<td>15</td>
<td>2</td>
<td>HATCHER</td>
</tr>
<tr>
<td>16</td>
<td>9999</td>
<td>NO NAME</td>
</tr>
</tbody>
</table>

DALLAS HOUSING AUTHORITY
DALLAS ISD
BLAINES MOTOR SUPPLY INC
MINH HUA &
DALLAS HOUSING AUTHORITY
BLAINES MOTOR SUPPLY INC
TAUNI INVESTMENTS INC
SMITHSON JAMES L
SMITHSON JAMES L
TRAN SON QUANG &
TRAN SON QUANG &
SMITHSON JAMES L
BLAINES MOTOR SUPPLY INC
DALLAS HOUSING AUTHORITY
DALLAS HOUSING AUTHORITY
UNION PACIFIC RR CO
<table>
<thead>
<tr>
<th>Name</th>
<th>Early Notification List</th>
<th>Name</th>
</tr>
</thead>
<tbody>
<tr>
<td>Al Romero</td>
<td>Anthony Jones</td>
<td>Betty Wadkins</td>
</tr>
<tr>
<td>PO Box 870875</td>
<td>PO Box 0711</td>
<td>2843 Modesto Drive</td>
</tr>
<tr>
<td>Mesquite, TX 75150</td>
<td>Galveston, TX 77553</td>
<td>Dallas, TX 75227</td>
</tr>
<tr>
<td>Bill Dahlstrom</td>
<td>Bridge Ballowe c/o Nextel</td>
<td>Cindy Harris</td>
</tr>
<tr>
<td>901 Main St., Ste 6000</td>
<td>1680 N. Prospert Dr.</td>
<td>4310 Buena Vista #8</td>
</tr>
<tr>
<td>Dallas, TX 75202</td>
<td>Richardson, TX 75081</td>
<td>Dallas, TX 75205</td>
</tr>
<tr>
<td>Clarence F Cope</td>
<td>Jane Guerrini</td>
<td>Jeff Bosse</td>
</tr>
<tr>
<td>10404 Ferndale</td>
<td>7032 Lupton</td>
<td>PO Box 4738</td>
</tr>
<tr>
<td>Dallas, TX 75238</td>
<td>Dallas, TX 75225</td>
<td>Dallas, TX 75208</td>
</tr>
<tr>
<td>Leanne Witek</td>
<td>Marcus Wood</td>
<td>Pam Conley</td>
</tr>
<tr>
<td>16660 N Dallas Pkwy #1200</td>
<td>6060 N Central Expy Ste 333</td>
<td>901 N Madison Avenue</td>
</tr>
<tr>
<td>Dallas, TX 75248</td>
<td>Dallas, TX 75206</td>
<td>Dallas, TX 75208</td>
</tr>
<tr>
<td>Rob Baldwin</td>
<td>Robert P. Garza</td>
<td>Sheryl Jean, Newsroom-</td>
</tr>
<tr>
<td>401 Exposition</td>
<td>412 E. Sixth St.</td>
<td>Business</td>
</tr>
<tr>
<td>Dallas, TX 75226</td>
<td>Dallas, TX 75203</td>
<td>508 Young St.</td>
</tr>
<tr>
<td>Steve Craft</td>
<td>Steve Kim</td>
<td>Dallas, TX 75265</td>
</tr>
<tr>
<td>P O Box 542225</td>
<td>4318 Sexton Ln.</td>
<td>Alpha Testing, Inc</td>
</tr>
<tr>
<td>Dallas, TX 75354</td>
<td>Dallas, TX 75229</td>
<td>Virginia Brown</td>
</tr>
<tr>
<td>Am. Metro/Study Corp</td>
<td>Arborological Services, Inc.</td>
<td>Bluffview Homeowner</td>
</tr>
<tr>
<td>Marque Nelson</td>
<td>Bill Seaman</td>
<td>Pat White</td>
</tr>
<tr>
<td>14881 Quorum Dr #400</td>
<td>16 Steel Rd.</td>
<td>4714 Wildwood</td>
</tr>
<tr>
<td>Dallas, TX 75240</td>
<td>Wylie, TX 75098</td>
<td>Dallas, TX 75209</td>
</tr>
<tr>
<td>Dallas ISD</td>
<td>Dallas Planning Asoc</td>
<td>FW Dodge Reports</td>
</tr>
<tr>
<td>Stan Armstrong</td>
<td>Stuart Pully</td>
<td>Donna McGuire</td>
</tr>
<tr>
<td>3700 Ross Ave, Box 61</td>
<td>P O Box 781609</td>
<td>9155 Sterling Dr, Ste 160</td>
</tr>
<tr>
<td>Dallas, TX 75204</td>
<td>Dallas, TX 75378</td>
<td>Dallas, TX 75063</td>
</tr>
<tr>
<td>INCAP Fund</td>
<td>Jackson Walker</td>
<td>Jackson Walker</td>
</tr>
<tr>
<td>Lauren Odell</td>
<td>Suzan Kedron</td>
<td>Jonathan Vinson</td>
</tr>
<tr>
<td>300 Crescent Court</td>
<td>901 Main St. #6000</td>
<td>901 Main St. #6000</td>
</tr>
<tr>
<td>Dallas, TX 75208</td>
<td>Dallas, TX 75202</td>
<td>Dallas, TX 75202</td>
</tr>
<tr>
<td>Kiestwood Neighbors</td>
<td>Koons Real Estate Law</td>
<td>Lake Highlands AIA</td>
</tr>
<tr>
<td>Neoma Shafer</td>
<td>James Schnurr</td>
<td>Terri Woods</td>
</tr>
<tr>
<td>2538 W Kiest Blvd</td>
<td>3400 Carlisle St. #400</td>
<td>9603 Rocky Branch Drive</td>
</tr>
<tr>
<td>Dallas, TX 75233</td>
<td>Dallas, TX 75204</td>
<td>Dallas, TX 75243</td>
</tr>
<tr>
<td>Company Name</td>
<td>First Name</td>
<td>Last Name</td>
</tr>
<tr>
<td>--------------------------------------</td>
<td>------------</td>
<td>-----------------</td>
</tr>
<tr>
<td>Law Office of R Albright</td>
<td>Roger</td>
<td>Albright</td>
</tr>
<tr>
<td>Micheal R Coker Co</td>
<td>Michael</td>
<td>Coker</td>
</tr>
<tr>
<td>PARC DU LAC</td>
<td>Linda</td>
<td>Sharp</td>
</tr>
<tr>
<td>Robert Reeves &amp; Assoc. Inc.</td>
<td>Robert</td>
<td>Reeves</td>
</tr>
<tr>
<td>United HOA</td>
<td>Thelma</td>
<td>Norman</td>
</tr>
<tr>
<td>BSEAT</td>
<td>Allen</td>
<td>McGill</td>
</tr>
<tr>
<td>Buckner Terrace HOA</td>
<td>Frances</td>
<td>James</td>
</tr>
<tr>
<td>Junius Heights HOA</td>
<td>Kara</td>
<td>Kunkel</td>
</tr>
<tr>
<td>Orion Real Estate Group</td>
<td>Bill</td>
<td>Lamm</td>
</tr>
<tr>
<td>Sunny Acres</td>
<td>Calvin B.</td>
<td>Carter</td>
</tr>
<tr>
<td>Master Plan</td>
<td>J</td>
<td>Kimborough</td>
</tr>
<tr>
<td>Minyards Properties Inc</td>
<td>Dennis</td>
<td>O'Malley</td>
</tr>
<tr>
<td>PWS Architects Inc.</td>
<td>Phillip</td>
<td>Shepherd</td>
</tr>
<tr>
<td>Signs Manufacturing</td>
<td>William</td>
<td>Watson</td>
</tr>
<tr>
<td>W.A.R.N.</td>
<td>Tashaia</td>
<td>Moseley</td>
</tr>
<tr>
<td>Clean S Dallas, Inc</td>
<td>Kathryn</td>
<td>Gilliam</td>
</tr>
<tr>
<td>Junius Heights Historic Dist</td>
<td>Rene</td>
<td>Schmidt, President</td>
</tr>
<tr>
<td>J. Eucene Thomas</td>
<td>Casie</td>
<td>Pierce</td>
</tr>
<tr>
<td>P.L.A.N.</td>
<td></td>
<td></td>
</tr>
<tr>
<td>Buckner Terrace HOA</td>
<td>P</td>
<td>Flemming</td>
</tr>
<tr>
<td>Hollywood Santa Monica NA</td>
<td>Santos T.</td>
<td>Martinez</td>
</tr>
<tr>
<td>Kimball Square HOA</td>
<td>Joseph</td>
<td>Johnson</td>
</tr>
<tr>
<td>Pleasant Wood/Grove</td>
<td>J.</td>
<td>Eugene Thomas</td>
</tr>
</tbody>
</table>
REVISED AGENDA ITEM # 114,115

KEY FOCUS AREA: Economic Vibrancy

AGENDA DATE: June 25, 2008

COUNCIL DISTRICT(S): 8

DEPARTMENT: Office of Economic Development

CMO: A. C. Gonzalez, 671-8925

MAPSCO: 76 K & L

SUBJECT

Ridge South Dallas I, LLC, Incentives, Reinvestment Zone No. 71

* A public hearing to receive comments concerning the creation of a reinvestment zone for commercial tax abatement, to be known as City of Dallas Reinvestment Zone No. 71, incorporating approximately 328 acres of property located north of Telephone Road and east of the Lancaster/Dallas municipal boundary in southern Dallas for the purpose of granting economic development incentives to Ridge South Dallas I, LLC - Financing: No cost consideration to the City

* An ordinance designating approximately 328 acres of property located north of Telephone Road and east of the Lancaster/Dallas municipal boundary in southern Dallas, for the purpose of granting economic development incentives to Ridge South Dallas I, LLC and establishing the boundaries of the Reinvestment Zone and providing for an effective date - Financing: No cost consideration to the City

BACKGROUND

Ridge South Dallas I, LLC (Ridge) seeks City Council approval of incentives for its approximately 328 acre warehouse/distribution center development, Ridge Logistics Center, located north of Telephone Road and east of the Lancaster/Dallas municipal boundary in southern Dallas. The anticipated private investment for this project is estimated to reach up to $130,000,000 and yield up to 4,300,000 square feet of new facilities. To secure this development, the City Council will be asked to authorize a 75 percent real property tax abatement for ten years on the tax value of the new buildings and approve a development agreement in an amount not to exceed $10,550,000. Estimated foregone revenue from the tax abatement is approximately $4,600,000. Minimum requirements for the development agreement include the construction of 2,200,000 square feet completed by June 30, 2013 and an investment of $66,000,000.
BACKGROUND (continued)

The $10,550,000 development agreement is divided into two components.

- Public infrastructure in an approximate amount of $5,100,000 related to Ridge’s development of approximately 328 acres. Ridge will invest approximately $7,200,000 in common area infrastructure and site improvements.

- City staff is recommending improving Telephone Road from the southeast corner of the Ridge property to Bonnie View Road. These improvements, estimated at $5,450,000, are not directly associated to Ridge’s project but rather the build-out of needed International Inland Port of Dallas infrastructure improvements.

Ridge South Dallas I, LLC will fund cost overruns on its projects’ portion of public infrastructure and City funding is limited to and made available from the planned sale of 2006 Bond Funds. All public infrastructure improvements will be publicly bid and will be subject to future City Council approval, award, and availability of bond funds. The City’s infrastructure funding may be reallocated between the two infrastructure projects as determined necessary and convenient by the Director of the Office of Economic Development. In addition, the developer will comply with the City’s Good Faith Effort plan for MWBE participation.

In lieu of a negotiated dollar cap on the tax abatement, staff negotiated a proportionate reduction in the percentage of the tax abatement and a reimbursement of a proportionate share of certain public infrastructure costs should the developer fail to meet the negotiated minimum build-out schedule. This project meets City Council approved Guidelines and Criteria for the Public/Private Partnership Program by exceeding a minimum investment of $1,000,000.

PRIOR ACTION/REVIEW (COUNCIL, BOARDS, COMMISSIONS)

On April 9, 2008, the City Council authorized the continuation of its participation in tax abatement and established the Public/Private Partnership Program Guidelines and Criteria governing tax abatement agreements to be entered into by the City as required by the Property Redevelopment and Tax Abatement Act, V.T.C.A. Tax Code, Chapter 312 (the "Act") by Resolution No. 08-1050.

On June 2, 2008, this project received a favorable recommendation from the Economic Development Committee.

On June 11, 2008, the City Council authorized a public hearing concerning the creation of Reinvestment Zone No. 71.
FISCAL INFORMATION

No cost consideration to the City

ESTIMATED SCHEDULE OF THE PROJECT

Begin Construction       May 2009
Substantial Completion   June 2013 (2,200,000 million square feet)

OWNER

Ridge South Dallas I, LLC
Kent Newsom,
Vice President

DEVELOPER

Ridge South Dallas I, LLC
Kent Newsom,
Vice President

MAP

Attached.
This map is an approximation; please refer to the legal textual description for actual boundaries of Reinvestment Zone 71.

Source: Roads - NCTCOG, 2008; All Other Data - City of Dallas, 2007-08
ORDINANCE NO:_________________  

AN ORDINANCE DESIGNATING A CERTAIN AREA AS A REINVESTMENT ZONE FOR COMMERCIAL/INDUSTRIAL TAX ABATEMENT IN THE CITY OF DALLAS, TEXAS, TO BE KNOWN AS REINVESTMENT ZONE NO. 71, CITY OF DALLAS, TEXAS; ESTABLISHING THE BOUNDARIES THEREOF; AND PROVIDING FOR AN EFFECTIVE DATE.

WHEREAS, the City desires to promote the development or redevelopment of a certain contiguous geographic area within its jurisdiction by the creation of a reinvestment zone for commercial tax abatement, as authorized by the Property Redevelopment and Tax Abatement Act, as amended (V.T.C.A. Tax Code, Chapter 312); and

WHEREAS, on April 9, 2008, the City Council authorized the continuation of its participation in tax abatement and established the Public/Private Partnership Program Guidelines and Criteria governing tax abatement agreements to be entered into by the City as required by the Property Redevelopment and Tax Abatement Act, V.T.C.A. Tax Code, Chapter 312 (the "Act") by Resolution No. 08-1050, as amended; and

WHEREAS, on June 11, 2008, the City Council held a public hearing, such date being at least seven (7) days after the date of publication of the notice of such public hearing and the delivery of written notice to the respective presiding officers of each taxing entity which includes within its boundaries real property that is to be included in the proposed reinvestment zone; and

WHEREAS, the City, at such public hearing, invited any interested person to appear and speak for or against the creation of the reinvestment zone and whether all or part of the territory described should be included in the proposed reinvestment zone, and to raise any concerns regarding the offering of tax abatement incentives; and

WHEREAS, the proponents of the reinvestment zone offered evidence, both oral and documentary, in favor of all of the foregoing matters relating to the creation of the reinvestment zone and opponents, if any, to the reinvestment zone appeared to contest the creation of the reinvestment zone.

NOW, THEREFORE,

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

SECTION 1. That the facts and recitations contained in the preamble of this ordinance are hereby found and declared to be true and correct.

SECTION 2. That the City, after conducting such hearing and having heard such evidence and testimony, has made the following findings and determinations based on the evidence and testimony presented to it:
SECTION 2. (continued)

(a) That the public hearing for adoption of Reinvestment Zone No. 71 has been properly called, held and conducted and that notice of such hearing has been published as required by law and mailed to the respective presiding officers of the governing bodies of all taxing units overlapping the territory inside the proposed reinvestment zone.

(b) That the boundaries of Reinvestment Zone No. 71 shall be the area as described in the property description attached hereto as Exhibit A (Metes and Bounds) and depicted in Exhibit B (Map).

(c) That creation of the proposed Reinvestment Zone No. 71 will result in benefits to the City and to the land included in the zone and that the improvements sought are feasible and practical.

(d) That Reinvestment Zone No. 71 meets the criteria for the creation of a reinvestment zone as set forth in the Act, as amended, in that it is reasonably likely as a result of the designation to contribute to the retention or expansion of primary employment or to attract investment in the zone that would be a benefit to the property and that would contribute to the economic development of the City.

(e) That Reinvestment Zone No. 71, as described in Exhibit A (Metes and Bounds) and depicted in Exhibit B (Map) attached, meets the City's Public/Private Partnership Program Guidelines and Criteria for the creation of a reinvestment zone.

SECTION 3. That pursuant to the Act, as amended, the City hereby creates a reinvestment zone for commercial tax abatement encompassing only the property area described in Exhibit A (Metes and Bounds) and such reinvestment zone is hereby designated and shall hereafter be referred to as Reinvestment Zone No. 71.

SECTION 4. That Reinvestment Zone No. 71 shall take effect on June 25, 2008, and shall remain designated as a commercial-industrial reinvestment zone for a period of five (5) years from such date of designation.

SECTION 5. That if any section, paragraph, clause or provision of this ordinance shall for any reason be held to be invalid or unenforceable, the invalidity or unenforceability of such section, paragraph, clause, or provision shall not affect any of the remaining provisions of this ordinance.
SECTION 6. That it is hereby found, determined and declared that a sufficient notice of the date, hour, place and subject of the meeting of the City Council at which this ordinance was adopted was posted at a place convenient and readily accessible at all times as required by the Texas Open Meetings Act, V.T.C.A., Government Code, Chapter 551, as amended, and that a public hearing was held prior to the designation of such reinvestment zone and that proper notice of the hearing was published in the official newspaper of the City seven days prior to the hearing, and furthermore, such notice was in fact delivered to the presiding officer of each affected taxing entity as prescribed by the Act.

SECTION 7. That this ordinance shall take effect immediately from and after its passage and publication in accordance with the provisions of the Charter of the City of Dallas, and it is accordingly so ordained.

APPROVED AS TO FORM

THOMAS P. PERKINS, JR.
CITY ATTORNEY

By: _____________________________
Assistant City Attorney

Passed and correctly enrolled_________________________
EXHIBIT A

FIELD NOTE DESCRIPTION - TRACT I-NEW DALLAS ZONE

STATE OF TEXAS
COUNTY OF DALLAS

BEING a tract of land situated in the GEORGE FLOYD SURVEY, Abstract No. 463 and SMITH ELKINS SURVEY, Abstract No. 430 and being all of the land described in a deed to Peggy Ann Cavender & Eugene Cole as recorded in Volume 92229, Page 0793, of the Deed Records of Dallas County, Texas and being a portion of the land described in a deed to David H. Coffman and Diane Coffman Garvin as recorded in Volume 75236, Page 1761, of the Deed Records of Dallas County, Texas, and being a portion of the land described in a deed to Coffman Investors, L.P. and Diane Coffman Garvin as recorded in Volume 97034, Page 3269 of the Deed Records of Dallas County, Texas and being more particularly described as follows;

BEGINNING at a 5/8 inch iron rod found the northwest corner of said David H. Coffman and Diane Coffman Garvin as recorded in Volume 75236, Page 1761, said point being the southwesterly corner of a tract of land conveyed to Lone Star Gas Company as recorded in Volume 93128, Page 6065 of the Deed Records of Dallas County, Texas (DRDCf), said point being in the northeasterly Right-of-Way line of LANCASTER ROAD (120' Right-of-Way);

THENCE North 60 deg 57 min 02 sec East a distance of 1593.73 feet to a 1/2 inch iron rod found for corner, said point lying in the westerly line of said Cavender tract, said point being the southeasterly corner of a said Lone Star Gas Company tract;

THENCE along the westerly line of said Cavender tract North 29 deg 32 min 44 sec West passing a 1/2 inch iron rod found for the southeasterly corner of the Floyd Taylor Family Cemetery, Established in 1861 at a distance of 24.10 feet continuing in all a distance of 171.43 feet to a point for corner from which a 1/2 inch iron rod bears North 53 deg 45 min 49 sec West a distance of 0.86 feet, said point being the southwest corner of a tract of land described in a deed to Paul Keeton and wife Tessie Keeton as recorded in Volume 68253, Page 1500 of the Deed Records of Dallas County, Texas (DRDCT), said point being the southeast corner of a tract of land described in a deed to Richard T. Angton as recorded in Volume 2005019, Page 06257 of the Deed Records of Dallas County, Texas (DRDCT);

THENCE North 72 deg 08 min 52 sec East a distance of 618.90 feet to a point for corner which a 1/2 inch iron rod found bears North 36 deg 43 min 48 sec West a distance of 0.42 feet;

THENCE North 04 deg 05 min 01 sec West passing through a 1/2 inch iron rod found at a distance of 447.47 feet continuing in all a total distance of 497.03 feet to a point for corner in the approximate centerline of the Floyd Branch of Five Mile Creek;
THENCE along the approximate centerline of said Floyd Branch of Five Mile Creek as follows;

North 55 deg 28 min 07 sec East a distance of 215.48 feet to a point for corner;
North 77 deg 54 min 09 sec East a distance of 186.21 feet to a point for corner;
North 28 deg 32 min 11 sec East a distance of 94.19 feet to a point for corner;
North 56 deg 22 min 54 sec East a distance of 81.57 feet to a point for corner;
South 89 deg 33 min 32 sec East a distance of 111.68 feet to a point for corner;
North 79 deg 37 min 10 sec East a distance of 257.60 feet to a point for corner;
South 73 deg 42 min 06 sec East a distance of 107.11 feet to a point for corner;
North 87 deg 11 min 49 sec East a distance of 101.74 feet to a point for corner;
South 76 deg 02 min 14 sec East a distance of 248.68 feet to a point for corner;
South 35 deg 42 min 59 sec East a distance of 101.64 feet to a point for corner;
South 80 deg 32 min 31 sec East a distance of 84.36 feet to a point for corner;
North 45 deg 19 min 45 sec East a distance of 53.25 feet to a point for corner;
North 23 deg 27 min 50 sec East a distance of 154.55 feet to a point for corner;
North 01 deg 23 min 50 sec East a distance of 81.12 feet to a point for corner;
North 52 deg 41 min 57 sec East a distance of 65.94 feet to a point for corner in the southerly Right-of-Way line of CEDARDALE ROAD (variable width ROW);

THENCE departing the approximate centerline of said Floyd Branch of Five Mile Creek and along the southerly Right-of-Way line of said CEDARDALE ROAD as follows;

South 88 deg 39 min 16 sec East a distance of 167.71 feet to a 1/2 inch iron rod found for corner;

North 88 deg 19 min 44 sec East a distance of 86.84 feet to a 1/2 inch iron rod found in the southerly Right-of-Way line of said CEDARDALE ROAD being the most northwesterly corner of a tract of land described in a deed to Santiago Esparza & J. Carmen Esparza as recorded in Instrument Number 200600458007 as recorded in Deed Records of Dallas County, Texas (DRDCT);
THENCE departing the southerly Right-of-Way line of said CEDARDALE ROAD and along the westerly line of said Esparza tract as follows;

South 20 deg 51 min 50 sec West a distance of 241.44 feet to a Boat Spike found for corner;

South 23 deg 25 min 21 sec East a distance of 229.62 feet to a point for corner which a 1/2 inch iron rod found bears North 61 deg 11 min 53 sec West a distance of 5.82 feet;

South 71 deg 25 min 29 sec West a distance of 388.43 feet to a 1/2 inch iron rod found for corner;

South 30 deg 01 min 44 sec East passing the most southwesterly corner of said Esparza tract at a distance of 1135.57 feet and passing through a 1/2 inch iron pipe for the most northwesterly corner of a tract of land described in a deed to Glenn Barry & Nathaniel Barry as recorded in Volume 2005002, Page 05107 of the Deed Records of Dallas County, Texas (DRDCT) at a distance of 1394.61 feet continuing in all for a total distance of 1781.19 feet to a PK Nail found in a wood fence post for corner, said point being the northwesterly corner of Dos tract and the northeast corner of a tract of land described in a deed to Dale Robertson, Trustee, as recorded in Volume 73188, Page 0608, Deed Records of Dallas County, Texas (DRDCT);

THENCE along the southerly line of said Cavender tract South 72 deg 34 min 31 sec West a distance of1262.96 feet to a 1/2 inch iron rod found for the northwesterly corner of said Robertson tract and the northeasterly corner of said Coffman tract;

THENCE along the common line of said Robertson and Coffman tracts as follows:

South 30 deg 27 min 53 sec East, a distance of 916.81 feet to a point for corner;

South 30 deg 29 min 04 sec East, a distance of 512.82 feet to a point for corner;

South 30 deg 28 min 13 sec East, a distance of 572.05 feet to a point in the northerly line of TELEPHONE ROAD (variable width ROW);

THENCE along the northerly line of said TELEPHONE ROAD and along the southerly line of Coffman Investments tract as follows;

South 60 deg 18 min 53 sec West a distance of 363.91 feet to a PK Nail found for corner;

South 64 deg 17 min 28 sec West a distance of 544.11 feet to a 1/2 inch iron rod found for the beginning of a curve to the left having a radius of 2904.79 feet and having a chord bearing of South 62 deg 20 min 28 sec West and a chord length of 197.68 feet;
Continuing along said curve to the left through a central angle of 03 deg 54 min 00 sec and an arc length of 197.72 feet to a 1/2 inch iron rod found for corner;

South 60 deg 23 min 28 sec West a distance of 745.75 feet to a 1/2 inch iron rod found for corner;

THENCE departing the northerly line of said TELEPHONE ROAD, North 20 deg 17 min 59 sec West, a distance of 1694.22 feet to a point for corner in said Coffman tract;

THENCE South 69 deg 42 min 01 sec West, a distance of 571.30 feet to a point for the beginning of a curve to the right with a radius of 270.00 feet, a chord bearing of South 79 deg 19 min 52 sec West, and a chord length of 90.34 feet;

CONTINUING along said curve to the right through a central angle of 19 deg 15 min 42 sec with an arc length of 90.77 feet to a point for corner;

THENCE South 88 deg 57 min 43 sec West, a distance of 240.09 feet to a point for the beginning of a curve to the left with a radius of 170.00 feet, a chord bearing of South 79 deg 19 min 52 sec West, and a chord length of 56.88 feet;

CONTINUING along said curve to the left through a central angle of 19 deg 15 min 42 sec with an arc length of 57.15 feet to a point for corner;

THENCE South 69 deg 42 min 01 sec West, a distance of 119.71 feet to a point for corner in the easterly right of way line of said LANCASTER ROAD;

THENCE along the easterly right of way line of said LANCASTER ROAD as follows:

North 20 deg 18 min 18 sec West, a distance of 300.61 feet to a 1/2 inch iron rod found for the beginning of a curve to the left with a radius of 3880.24 feet, a chord bearing of North 23 deg 20 min 18 sec West, and a chord length of 410.66 feet;

Continuing along said curve to the left through a central angle of 06 deg 04 min 00 sec with an arc length of 410.85 feet to a 1/2 inch iron rod found for corner;

North 26 deg 22 min 18 sec West, a distance of 1166.61 feet to the POINT OF BEGINNING;

CONTAINING within these metes and bounds is 259.219 acres or 11,291,593 sq. feet of land more or less. Bearings contained within this field note description are based upon an on the ground survey performed in the field on the 16th day of May, 2006 utilizing WGS-84.