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WHEREAS, the City of Dallas (“City”) recognizes the importance of its role in local economic development and the public purposes of fostering economic growth and prioritizing investment and economic progress for underserved areas with local job creation and equitable business and real estate development projects; and

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

WHEREAS, on November 6, 2012, Dallas voters approved a \$642 million general obligation bond program, of which \$55 million was included in Proposition No. 3 for the purpose of providing funds for the following public purpose, to-wit: 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, through planning, designing, constructing, improving, extending and expanding public street, utility, and other infrastructure facilities, including the acquisition of land thereof, and through funding the city’s programs for economic development including the acquisition of improved and unimproved properties, the demolition of existing structures, making loans and grants of bond proceeds and otherwise providing assistance for private commercial, industrial, retail, residential and mixed-use development; and

WHEREAS, the Southern Gateway Public Green Foundation was formed to facilitate the development of a proposed public plaza above Interstate Highway 35E south of downtown Dallas and raise funds for its design and construction; and

WHEREAS, on November 10, 2021, by Resolution No. 21-1840, the City Council authorized a development agreement between the City’s Park and Recreation Department and the Southern Gateway Public Green Foundation for the design and construction of Southern Gateway Deck Park (now Halperin Park) Plaza Area; and

WHEREAS, the development agreement was executed on April 13, 2022, and per the development agreement, the City will own the Plaza Area and its related improvements upon completion by the Southern Gateway Public Green Foundation; and

WHEREAS, the Plaza covers approximately five acres, spanning Interstate Highway 35 East (IH-35) from Marsalis Avenue to Ewing Avenue and is to be constructed atop the deck superstructure in two phases; and

WHEREAS, Phase I will include the area from Ewing Avenue to Lancaster Avenue, and Phase II will include the area from Lancaster Avenue to Marsalis Avenue; and

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WHEREAS, the estimated construction cost for the Phase I Plaza Area at Halperin Park is \$75 million; and

WHEREAS, the Southern Gateway Public Green Foundation has dedicated significant effort to fundraising and has secured donations from well-respected philanthropic organizations such as the Communities Foundation of Texas and the Moody Foundation, as well as a significant gift from the Halperin Foundation, which includes naming rights to the Plaza Area; and

WHEREAS, despite the Southern Gateway Public Green Foundation's efforts, the Phase I Plaza Area at Halperin Park still faces a funding gap of approximately \$24 million (at the time of application) to complete construction and support initial operations; and

WHEREAS, the Phase I Plaza Area at Halperin Park is a critical project for the revitalization of the city's southern sector and will catalyze economic development in historic neighborhoods long divided by the interstate highway; and

WHEREAS, the Phase I Plaza Area at Halperin Park is consistent with the goals and objectives of the Oak Cliff Gateway TIF District Project Plan and Reinvestment Zone Financing Plan ("Plan"); and

WHEREAS, a Phase I Economic Impact Study in 2021 by the University of North Texas (UNT) Dallas projected that Halperin Park will attract over 2 million annual visitors, 2,400 new residents within five years of opening, and have an economic impact estimated to be nearly \$1 billion; and

WHEREAS, on January 6, 2026, the Oak Cliff Gateway TIF District Board reviewed the Phase I Plaza Area at Halperin Park Project and unanimously recommended City Council authorization of an Agreement with Southern Gateway Public Green Foundation in an amount not to exceed \$8,000,000.00, specifically including up to \$6,964,198.00 from the Oak Cliff Gateway TIF District; and

WHEREAS, the Economic Development Committee was briefed by memorandum regarding this matter on January 6, 2026; and

WHEREAS, the City finds that the Phase I Plaza Area at Halperin Park will significantly advance and promote the public purpose of economic development within the city; and

WHEREAS, to further implement the Oak Cliff Gateway TIF District Plan, the City desires to enter into a tax increment financing ("TIF") development and a Chapter 380 grant agreement ("Agreement") with Southern Gateway Public Green Foundation ("Developer" or "SGPGF") in a total amount not to exceed \$8,000,000.00, including up to \$6,964,198.00 from the Oak Cliff Gateway TIF District ("TIF Subsidy") and an economic development grant of \$1,035,802.00 ("Grant") from the 2012 General Obligation Bond Program, in consideration of the Phase I Plaza Area Project at Halperin Park ("Project"); and

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WHEREAS, the expenditure of Oak Cliff Gateway TIF District funds supporting this Project is consistent with promoting development and redevelopment of the Oak Cliff Gateway TIF District in accordance with the purposes for its creation, the ordinance adopted by the City Council approving the Oak Cliff Gateway TIF District Plan, as amended, and is for the purpose of making public investment expenditures consistent with and described in the Oak Cliff Gateway TIF District Plan; and

WHEREAS, Halperin Park will be a landmark City park and a community asset for the southern sector of Dallas while catalyzing economic development in the area.

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 tax increment financing ("TIF") development and a Chapter 380 grant agreement ("Agreement") with Southern Gateway Public Green Foundation ("Developer" or "SGPGF"), approved as to form by the City Attorney, in a total amount not to exceed \$8,000,000.00, including up to \$6,964,198.00 from the Oak Cliff Gateway TIF District ("TIF Subsidy") and an economic development grant of \$1,035,802.00 ("Grant") from the 2012 General Obligation Bond Program, in consideration of the Phase I Plaza Area Project at Halperin Park ("Project"), in accordance with the Economic Development Incentive Policy.

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

SECTION 3. That, collectively, the City's funding shall be collectively referred to as "City Funding" and that, upon SGPGF's submission of and Office of Economic Development staff's verification of detailed documentation evidencing Substantial Completion of the Required Project Components and compliance with all other conditions contained herein, the Chief Financial Officer is hereby authorized to disburse City Funding in an amount not to exceed \$8,000,000.00 payable from the following funding sources to the Southern Gateway Public Green Foundation (Vendor VC18835) as described below:

Economic Development & Housing Development Fund	
Fund 4U52, Department ECO, Unit X263	
Activity ECNR, Object 3016, Program EC12X263	
Encumbrance/Contract No.CX ECO-2026-00029615	\$1,035,802.00

Oak Cliff Gateway TIF District Fund (subject to annual appropriations from tax increments)

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SECTION 3. (continued)

Oak Cliff Gateway TIF District Fund	
Fund 0034, Department ECO, Unit X263, Object 4599,	
Activity TOAK, Program HALPPLAZA	
Encumbrance/Contract No. ECO-2026-00029615	<u>\$6,964,198.00</u>
Total amount not to exceed	\$8,000,000.00

SECTION 4. That the Developer shall construct the Required Project Components as described in Section 6 and in substantial conformance with **Exhibit A**.

SECTION 5. That nothing in this resolution shall be construed to require the City to approve payment of the City Funding from any other source other than the Oak Cliff Gateway TIF District Fund and/or the Economic Development & Housing Development Fund. Any funds expended under the Agreement that remain unpaid upon termination of the Oak Cliff Gateway TIF District, due to lack of availability of Oak Cliff Gateway TIF District funds, shall no longer be considered project costs of the Oak Cliff Gateway TIF District of the City, and the obligation of the Oak Cliff Gateway TIF District to pay any remaining amount of the TIF Subsidy to Developer shall automatically expire.

SECTION 6. That, in addition to the conditions set out in the sections above, the Agreement is hereby expressly made subject to all of the following contingencies which must be performed or occur:

- A. Required Project Components. The Project shall include the following Required Project Components ("Required Project Components"):
 - i. **Oak Cliff Trail:** an Americans with Disabilities Act (ADA) accessible ramp connecting the lower park level to the landing and terrace above. The ramp includes a lighted handrail to enhance safety and aesthetics, glass fiber reinforced concrete (GFRC) panels on the exterior walls that mimic the limestone walls of Oak Cliff, and a grippy, high-friction coating to ensure safe footing for park visitors.
 - ii. **12th Street Promenade:** the main pedestrian pathway through the park. It skirts the main gathering spaces of the park (the great lawn and the amphitheater/grove seating areas) and runs from the southbound I-35 access road to the corner of Ewing and the northbound I-35 access road. The promenade is a symbolic nod to Halperin Park's purpose by physically reconnecting the streetscape divided by I-35, running directly into 12th Street on the west side of the park.
 - iii. **Lighting:** a robust, intentional lighting plan including over 500 distinct lighting

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SECTION 6. (continued)

elements to enhance the beauty of the park and provide a safe, visible environment for visitors and the surrounding community, comprised of ambient

lighting, decorative, artistic light poles, emergency flood lighting, and recessed lighting. All fixtures use energy-efficient LED lighting and include safety elements.

- iv. **Utilities:** because Halperin Park and its foundations have been created literally from the air itself, all utilities have to be constructed from scratch and connected to existing lines on the access road. Beneath its landscaped surface lie miles of utilities (including water, sewer, storm, gas, and fire lines) that ensure the park functions efficiently.
- B. **Substantial Completion.** Construction of the Required Project Components shall be completed, accepted by the City, and open to the public by December 31, 2026, as evidenced by certificate(s) of occupancy, final acceptance letters, and/or similar documentation issued by the City (“Substantial Completion”).
- C. **Expenditure Verification.** Prior to disbursement of any portion of the City Funding, SGPGF must submit to the City all documentation for the Required Project Components, evidence that all contractors have been paid by SGPGF and that all liens have been released.
- D. **Quarterly Reporting.** Until Substantial Completion, SGPGF shall submit to the Office of Economic Development quarterly status reports for ongoing work on the Required Project Components. Such status reports shall be due within 30 calendar days following the end of each calendar quarter after the City Council approval date.
- E. **Substantial Completion Deadline Extension.** The Office of Economic Development Director may, after approval and recommendation of the Oak Cliff Gateway TIF District Board, authorize an extension of the Substantial Completion deadline by up to four months.

SECTION 7. That payment of the TIF Subsidy is subject to the availability of tax increment. If the appraised value of the property in the Oak Cliff Gateway TIF District remains constant or decreases in value from the base year value, the TIF Subsidy for that year may be reduced or unpaid due to the lack of available increment. The TIF Subsidy shall be paid solely from the Oak Cliff Gateway TIF District Fund, if and when tax increments are received and available for such purpose, during the life of the Oak Cliff Gateway TIF District (including collection of the 2052 tax year increments in calendar year 2053), subject to the limitations on repayment of the TIF Subsidy provided in the Agreement.

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SECTION 8. That, assuming all other conditions for disbursement of the TIF Subsidy portion of the City Funding have been met, the City will administer the payment of the TIF

Subsidy sourced from the Oak Cliff Gateway TIF District pursuant to the Oak Cliff Gateway TIF District Increment Allocation Policy (**Exhibit B**). Final Project prioritization and payment terms, upon approval of the Oak Cliff Gateway TIF District Board and City Council, will be set in the Agreement.

SECTION 9. That notwithstanding Section 6.E or any other provision of this resolution to the contrary, in the event the Office of Economic Development Director determines (which determination shall not be unreasonably withheld, conditioned, or delayed) the Required Project Components have been delayed as a result of Force Majeure, after being provided written notice by Developer, Developer shall have additional time to complete the Required Project Components, as may be required in the event of Force Majeure, defined herein, so long as Developer is diligently and faithfully pursuing completion of the Required Project Components, as determined by the Office of Economic Development Director (which determination shall not be unreasonably withheld, conditioned, or delayed). Extension of the Substantial Completion deadline as a result of Force Majeure shall not require the City Council approval. "Force Majeure" shall mean any contingency or cause beyond the reasonable control of Developer, as reasonably determined by the Office of Economic Development Director (which determination shall not be unreasonably withheld, conditioned, or delayed) including, without limitation, acts of nature or the public enemy, war, riot, civil commotion, insurrection, state, federal or municipal government, or de facto governmental action (unless caused by acts or omissions of Developer), fires, explosions, floods, pandemics, epidemics, or viral outbreaks, shortages in labor or materials, delays in or damages caused by delivery of materials, and strikes. In the event of Force Majeure, Developer shall be excused from doing or performing the same during such period of delay, so that the Substantial Completion deadline shall be extended for a period equal to the period of time Developer was delayed, subject to Office of Economic Development Director's approval (which approval shall not be unreasonably withheld, conditioned, or delayed).

SECTION 10. That the 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 resolved.