

Exhibit A

# City Center

## Tax Increment Financing District



### Amended and Restated Project Plan And Reinvestment Zone Financing Plan

<b>Adopted</b>	<b>February 12, 1997</b>
<b>Amended</b>	<b>February 11, 2009</b>
	<b>December 12, 2012</b>
	<b>September 11, 2013</b>
	<b>November 12, 2014</b>
	<b>December 12, 2018</b>
	<b>June 23, 2021</b>
	<b>December 14, 2022</b>

# Acknowledgements

*The City Center TIF District Project Plan and Reinvestment Zone Financing Plan was originally prepared in 1996. This amended and restated plan was prepared by the City of Dallas, Office of Economic Development. The Office of Economic Development wishes to acknowledge the efforts of everyone who contributed to the development of this plan, including former and current City management, staff, TIF Board members, Mayor and City Councilmembers.*

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# Section 1: Amended and Restated Project Plan

## Background

The Dallas City Council (the “Council”) designated Tax Increment Financing Reinvestment Zone Number Five, City of Dallas, Texas (the “Zone”) by City Ordinance 22802 on June 26, 1996. The City Center TIF District, also called the Zone, was created to develop an attractive, sustainable urban core by generating cash to reimburse costs of public improvements and redevelopment of vacant or underutilized buildings downtown. Creation of the City Center TIF District helped to protect major investment in downtown and encourage redevelopment of the cores’ assets, as its land use mix transitioned from at one time a heavy concentration of office space to an increasing concentration of residential, hotel, restaurants and retail. Such development or redevelopment would not have occurred solely through private investment.

The City Center TIF District has been authorized by the City of Dallas, pursuant to Section 311.005 of the Texas Tax Code, because the City Council found that the Zone substantially impaired the sound growth of Dallas, retards the provision of housing accommodations, constitutes an economic and social liability, and is a menace to the public welfare due to a substantial number of substandard, deteriorating, and deteriorated structures and infrastructure. This amended and restated plan (“2022 Amended Plan”) continues the work to achieve the Zone goals and objectives within the Lamar Corridor/West End Sub-district while providing support to initiatives that benefit the Zone.

The Council approved a project plan and financing plan for the Zone on February 12, 1997 (the “Original Plan”), by Ordinance Number 23034. The Dallas County Commissioners Court voted on December 17, 1996, to cause Dallas County (the “County”) and Dallas County Hospital District (the “Hospital District”) to participate in the Zone by agreeing to contribute to the tax increment fund for the Zone (the “TIF Fund”) 100 percent of each of their tax increments generated in the Zone, for the life of the Zone or 15 years, whichever is shorter. On July 9, 2002, the Dallas County Commissioners Court amended its participation in the Zone from 100 percent to 53 percent and extended its participation subject to the termination of such contributions upon the earlier of (a) the end of the 2011 tax year, or (b) such contributions post 2001 totals \$9.7 million. The participation amendment was conditioned on the County receiving \$3 million in funding from the City of Dallas by 2007, for improvements to the County’s downtown court house plaza. The Board of Trustees of Dallas Independent School District (“DISD”) voted to cause DISD to participate in the Zone in 1996.

Beginning in the late 1970’s, dramatic high-rise building projects began to develop in downtown Dallas. The City Center area enjoyed strong occupancy with growing demand that contributed to high lease rates. With the development of suburban office parks such as Las Colinas in Irving, Legacy in Plano and growing office

corridors such as North Central Expressway and LBJ/Tollway, the Central Business District office occupancy began to decline.

In the mid-1980's, the Central Business District realized an exodus of companies from their downtown Dallas locations to newer, campus-type suburban corporate office developments. In October 1989, Dallas City Council authorized the City's Public/Private Financial Incentive Guidelines and Criteria to be administered by the Economic Development Department with a special emphasis on retaining and attracting investment to downtown Dallas. The program resulted in a new emphasis by the Central Dallas Association, now Downtown Dallas Inc., to join with the City to develop programs that will increase the marketability of downtown Dallas.

In 1990, the City isolated downtown values from the City tax roll to display the real property value annually. The trend in downtown values through the 1995 tax roll, released in July 1995 reflecting the market as of January 1, 1995, was still down, although 1995 marked the first year since 1990 that the percentage of decline was in single digits.

From 1996, the creation of the City Center TIF District, to 2000, the property value increased within the Zone. In 2000, the value was up approximately 70 percent from the 1996 base year. The majority of the Zone's increase in value took place between 1997 and 1998, over 49 percent, as a result of increased office occupancy.

Beginning in 2001 and continuing through 2005, the Zone's value declined an average of 4.5 percent annually. The Zone continued to fluctuate between periods of growth from 2006 to 2008 (averaging approximately 7 percent annually) attributable to the completion of vacant office building conversions to residential within the Zone and declines from 2009 to 2011 (averaging approximately 7 percent annually) due to the country's recession.

In 2011, City Council adopted the Downtown 360 Area Plan, a shared vision for Downtown's future that provided implementation actions for achieving the vision. The plan was a long-term, strategic guide to ensure Downtown Dallas is a vibrant urban center, by providing clear, targeted recommendations. The recommendations and concepts presented in the plan were intended to be considered when reviewing development, considering public investments and making development decisions.

The big picture ideas, or Transformative Strategies outlined in the plan have served as building blocks for a successful downtown Dallas, guiding and steering public and private investments. The five Transformative Strategies were: (1) Expand Transit and Realize TOD Potential; (2) Create Vibrant Streets and Public Spaces; (3) Ensure Great Urban Design; (4) Diversify and Grow Housing; and (5) Reform the Approach to Parking.

The Downtown 360 Area Plan also explored focus areas within the downtown core that have had the potential to transform a currently underperforming part of downtown. The Lamar Corridor and Main Street District retail activation area were two of the five focus areas highlighted in the plan. The Lamar Corridor focus area design and development concept has emphasized infill development and an improved public realm to solidify the connection between the Dallas Convention Center and Historic West End. The Main Street District retail activation area is the City's heart of culture and commerce. The plan has encouraged creating a one of a kind retail district in the heart of downtown.

The plan's strategies for implementing its bold ideas included extending the terms of the downtown TIFs, specifically the City Center and Farmers Market TIF Districts. The plan recommended extending the districts' terms as a means to fund downtown initiatives such as retail revitalization, Farmers Market revitalization, affordable housing, transit financing, parks and open space and strong urban design. The plan also recommended modification of an existing TIF district's boundary to encourage redevelopment of the Lamar Corridor. As a result the plan's recommendations and growing redevelopment interest in and around the plan's focus areas highlighted above, the City evaluated an extension of the term of the City Center TIF District in 2012.

The purpose of the 2012 Amended Plan ("2012 Amended Plan") was to: (1) expand the downtown core and redevelopment momentum to the West End; (2) provide a means of facilitating the redevelopment of the Lamar Corridor and Historic West End area; (3) upgrade the public realm along the Lamar Corridor to create an attractive corridor linking key destinations within the City; (4) fill in gaps in redevelopment within the downtown core by redeveloping last remaining vacant buildings; (5) continue to provide a source of funding for affordable housing, parking and retail activation; (6) create a funding source for improvement and maintenance of infrastructure in the West End, district wide improvements, and improved pedestrian connectivity from the Dallas County, City and Community College offices through the West End to the Victory Park Area; (7) provide a source of funding to assist under parked downtown office buildings to add structured parking and (8) fund outstanding reimbursement obligations of the City Center TIF District.

The 2012 amendments revised the Zone's Original Plan to achieve the following: (1) extend the term of the Zone from December 31, 2012, to December 31, 2022 for the City Center Sub-district (original TIF boundary) and provide a termination date for the Lamar Corridor/West End Sub-district of December 31, 2037; (2) decrease the percentage of tax increment contributed by the City of Dallas during the extended term and establish tax increment percentages for the participating taxing jurisdictions for the Lamar Corridor/West End Sub-district; (3) increase the boundaries of the Zone to include property in the Lamar Corridor/West End Sub-districts and set the base value for the sub-district; (4) update and modify development and revenue forecasts for the Zone; (5) contemplate the County's participation rate for both sub-districts; and (6) increase the budget for the Zone.

On September 11, 2013, the TIF District's boundary was amended to (1) remove a portion of the property addressed as 350 N. St. Paul Street, approximately 4,950 square feet and (2) add the property addressed as 600 S. Harwood Street, approximately 19,471 square feet.

One Dallas Center, addressed as 350 N. St Paul, is located in the City Center TIF District. The City of Dallas owns approximately 3.5 acres of land designated as the Pacific Plaza Park by the Downtown Parks Master Plan. The park is located in the Downtown Connection TIF District.

The 2013 boundary amendment allowed for a land swap between the City of Dallas and the owner of the One Dallas Center property (St. Paul Holdings, LP) to facilitate construction of a turnaround and small parking lot for the One Dallas Center building as part of the more than \$40 million redevelopment of the building. In order to facilitate the land swap, the boundaries of the City Center and Downtown Connection TIF Districts were amended to remove a portion of the One Dallas Center property from the City Center TIF District. City Council also approved an amendment to the Downtown Connection TIF District to add the property removed from the City Center TIF District. These amendments did not change the total land area of the Pacific Plaza Park. The land exchange was coordinated with the Park and Recreation Department.

The property addressed as 600 South Harwood was added to the Zone in 2013 to provide TIF reimbursement for a project that would relocate a historic building to the property. As part of the Cesar Chavez street improvement project, the building was condemned and planned to be demolished by the City for right of way needed to widen the north-south thoroughfare. Relocation of the historic building was costly, and the project benefited from being in the City Center TIF District.

On November 12, 2014, City Council approved an amendment to the TIF District's boundary to remove various properties from the City Center Sub-district of the Zone. A list of the properties removed is below. Redevelopment of these properties was not anticipated or would not occur during the remaining term of the sub-district. Additionally, the sub-district does not have the financial capacity to support redevelopment of any of the properties. For these reasons the properties were removed from the Zone.

DCAD Account Number	Owner Name	Property Address
00000100445000000	BINYAN REALTY LP	1201 ELM ST
00000100445000100	SUHGERS DONALD TRUST THE	1201 ELM ST
00000100748009900	SOUTHWESTERN BELL	311 S AKARD ST
00000100762000000	SOUTHWESTERN BELL	301 S AKARD ST
00000101086000000	SOUTHWESTERN BELL TELEPHONE	208 S AKARD ST
00000101131000000	SOUTHWESTERN BELL	308 S AKARD ST
00000101542000000	1910 PACIFIC LP	1910 PACIFIC AVE
00000104717000000	BINYAN GARAGE LLC	1201 PACIFIC AVE
00000110712009900	OLYMBEC USA LLC	1700 PACIFIC AVE
000070000A01A9900	RBP ADOLPHUS LLC	1315 COMMERCE ST
000070000A01A0400	RBP ADOLPHUS LLC	1315 COMMERCE ST
000070000A01A0500	RBP ADOLPHUS LLC	1315 COMMERCE ST



On December 12, 2018, City Council approved an amendment to the Original Plan, as amended, to allow for the transfer of a portion of the City Center TIF District Affordable Housing Set-Aside funds to the Dallas Housing Trust Fund to support the implementation of the City's Comprehensive Housing Policy.

On June 23, 2021, City Council approved an amendment to the Original Plan, as amended, to approve the TIF Board's finding that Klyde Warren Park is an area of public assembly and that funds from the District-Wide Improvement budget category may be used for the Phase 2 expansion of Klyde Warren Park because it is a project benefitting the Zone and because such expansion is necessary or convenient to the creation of the Zone or to the implementation of the Plans.

This 2022 Amended Plan ("2022 Amended Plan") preserves the goals and objectives of the Original Plan and the 2012 Amended Plan while incorporating updated City of Dallas and Downtown 360 goals and objectives, focused on the Lamar Corridor/West End and initiatives that benefit the Zone.

This 2022 Amended Plan acknowledges the scheduled December 31, 2022 termination of the City Center Sub-District, while re-distributing budget categories to align with anticipated future funding needs.

No changes to the Lamar Corridor/West End Sub-district terms are made as part of this 2022 Amended Plan.

## **Term of Zone**

The ordinance creating the City Center TIF District provided for a December 31, 2012, termination date and the term of the City Center Sub-district (original TIF boundary) was extended by 10 years to December 31, 2022. As of December 31, 2022, the City Center Sub-district is terminated.

The Lamar Corridor/West End Sub-district term is 25 years, from January 1, 2012 to December 31, 2037, unless any Sub-district is terminated prior to such date.

The term of the Zone may terminate at an earlier time designated by a subsequent City ordinance or at such time that all project costs and interest thereon, if any, have been paid in full. Tax increments from levies in tax year 2022 (for the City Center Sub-district) and tax year 2037 (for the Lamar Corridor/West End Sub-district) will flow to the TIF Fund in 2023 and 2038, respectively, unless the Zone has been terminated before such date.

## **Zone Tax Increment Base**

A taxing unit's tax increment for a particular year during the term of the Zone is calculated by reference to the appraised value of real property in the Zone for such year compared to the "tax increment base" for such tax unit with respect to the



Zone. The “tax increment base” for a tax unit with respect to the Zone is the appraised value of all real property in the Zone that is taxable by the tax unit for the year in which the Zone was created (i.e., 1996).

Through December 31, 2022, the adjusted 2014 appraised value of all real property in the City Center Sub-district shall be called the “Base Year Value.” The base year value for each taxing unit contributing to the TIF Fund was identified to be \$577,655,884. There were no known exemptions or abatements for taxable real property in the Zone, so the tax increment base year value for each taxing unit is the same.

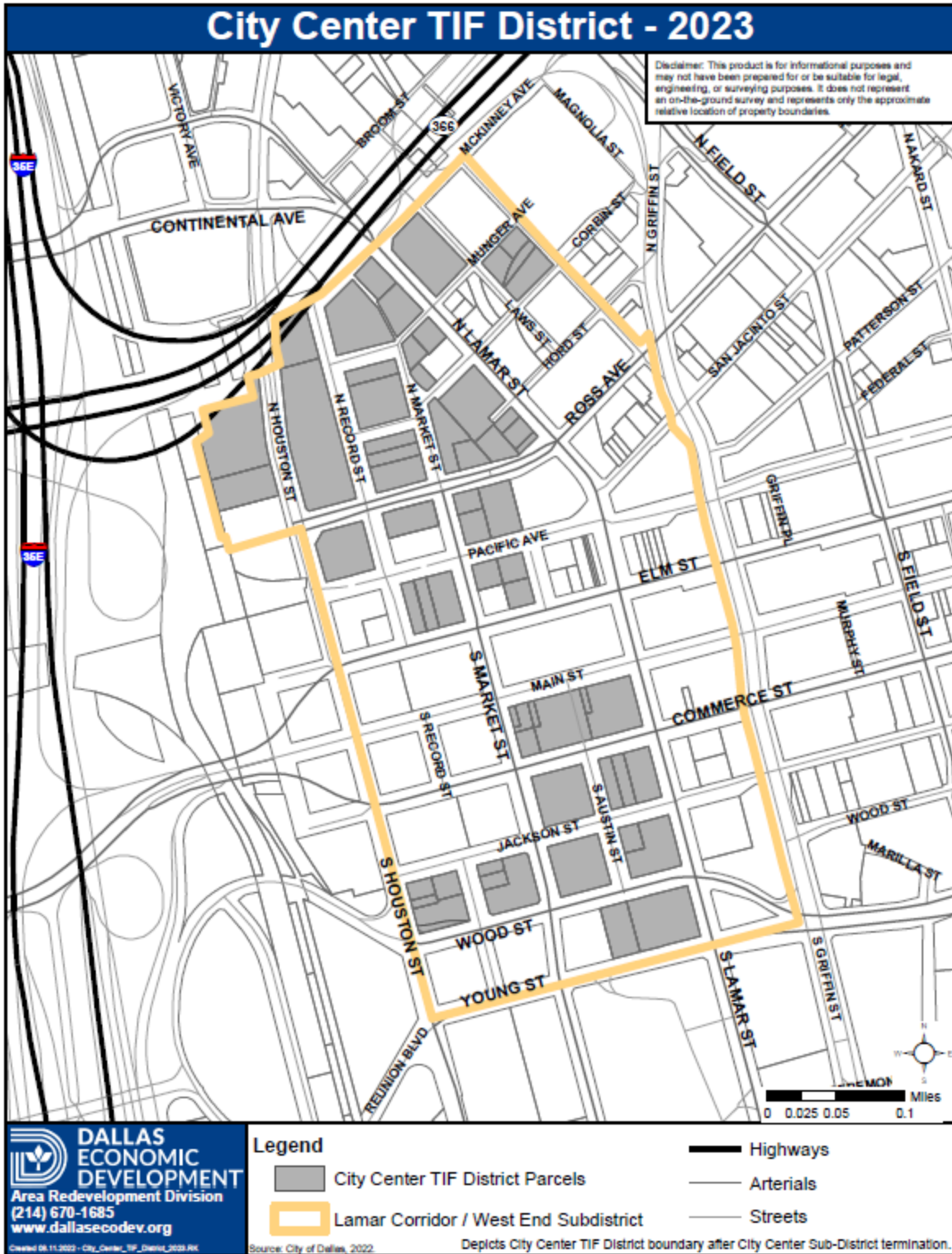
The taxable base year value for the Lamar Corridor/West End Sub-district is the value of all property in the sub-district as of January 1, 2012. The base year value for the Lamar Corridor/West End Sub-district is \$97,095,610, based on a review of current property values in the sub-district, see **Appendix A**.

## **Zone and Sub-district Boundaries**

**Exhibit A** is a map of the amended Zone boundary depicting the City Center TIF District (after termination of the City Center Sub-district) which shall include only the Lamar Corridor/West End Sub-district.

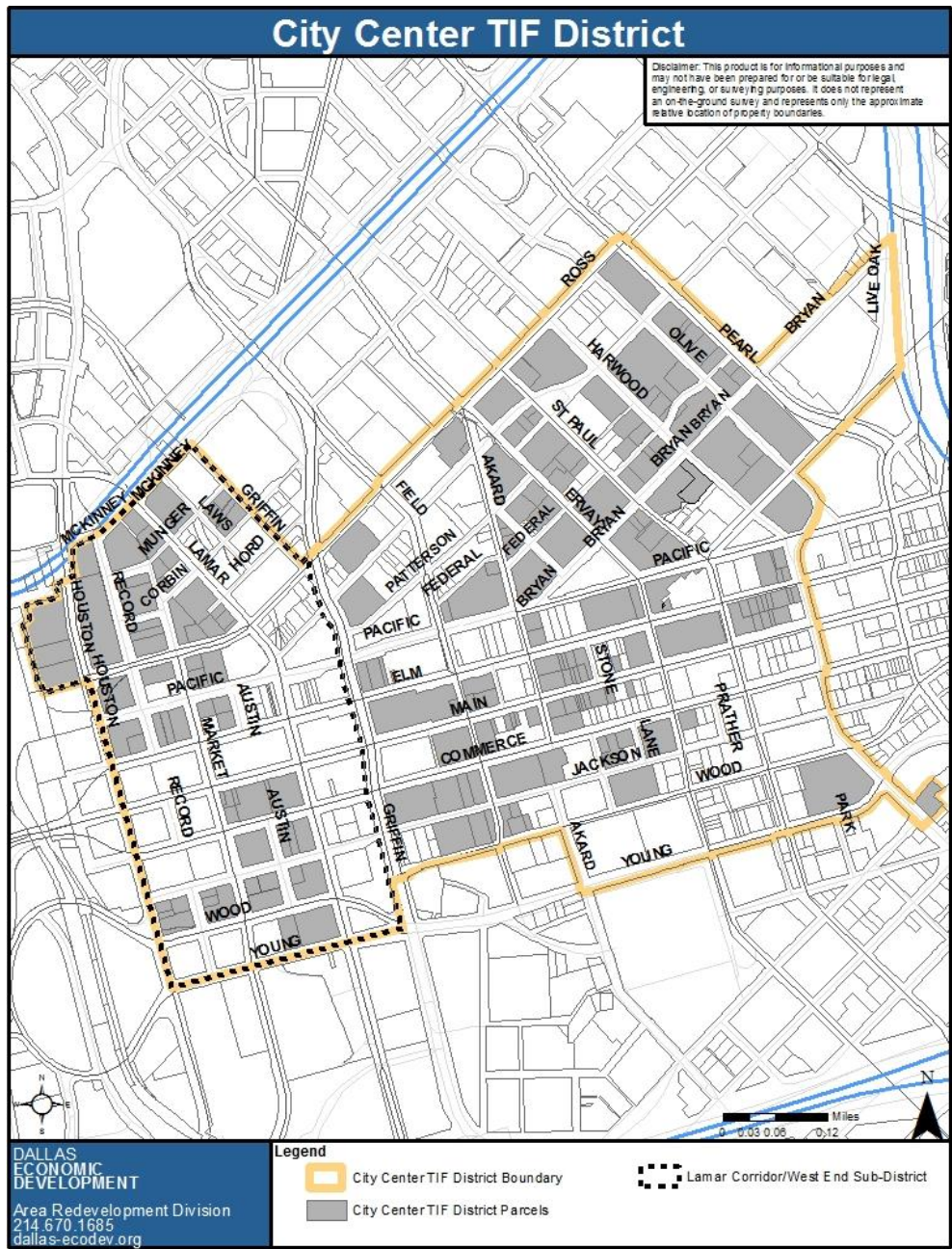
Unless defined otherwise by a relevant City Ordinance, Zone boundaries include all rights-of-way immediately adjacent to real property within the Zone, extending to the far sides of the rights-of-way, and are not limited by the centerline.

# Exhibit A



**Exhibit B** is a map of the Zone boundaries inclusive of all boundary amendments, prior to termination of the City Center Sub-district (for historical purposes only). The boundaries of the City Center and Lamar Corridor/West End Sub-districts are highlighted.

### Exhibit B



## **Development Goals and Objectives**

The following development goals will meet the specific needs of the City Center TIF District:

- Make the district a safer place to live and work.
- Improve access to the downtown core, Historic West End and adjacent downtown destinations.
- Improve the image of the district.
- Support redevelopment of the existing building stock in both sub-districts.
- Develop a more diverse mixture of land uses within the district.
- Increase recreational opportunities for the district.

The following specific objectives set the framework for the planned public improvements within the City Center TIF District:

### **Original Objectives:**

- Improve the pedestrian environment through landscaping, lighting and design standards.
- Provide public parking to encourage redevelopment of underutilized downtown office space and create retail opportunities.
- Ensure that new construction is compatible with surrounding historic buildings.
- Coordinate linkages to DART light rail stations in the Zone.
- Direct overall development in the Zone through the application of design standards for public improvements and design guidelines for private development.
- Encourage development of residential housing, including conversions of existing office space.
- Encourage development of street-front retail.
- Complement and protect existing historic structures.

### **Additional Objectives (2012 Amended Plan)**

- Create additional taxable value attributable to new private investment in projects in the City Center TIF District totaling over \$517,000,000 over the term of the Zone.

- Expand the downtown core toward the West End Historic district.
- Support redevelopment of the Lamar Corridor.
- Support redevelopment of properties near the Omni Convention Center Hotel.
- Support linkages to the Farmers Market and Victory areas.

#### **Additional Objectives (2022 Amended Plan)**

- Increase affordable housing and housing types, including, but not limited to, examining and assisting, as deemed necessary, post-COVID repositioning of obsolete or underutilized office towers if such redevelopment includes affordable housing
- Encourage development of surface parking lots
- Ensure that public open space is constructed to serve all downtown users and to create downtown destinations
- Support alternative transportation modes that serve downtown residents, workers and visitors and promote economic development
- Implement infrastructure improvements that enhance the downtown experience, including, but not limited to, walkability and linkages connecting downtown neighborhoods

## Section 2: Tax Increment Financing Explained

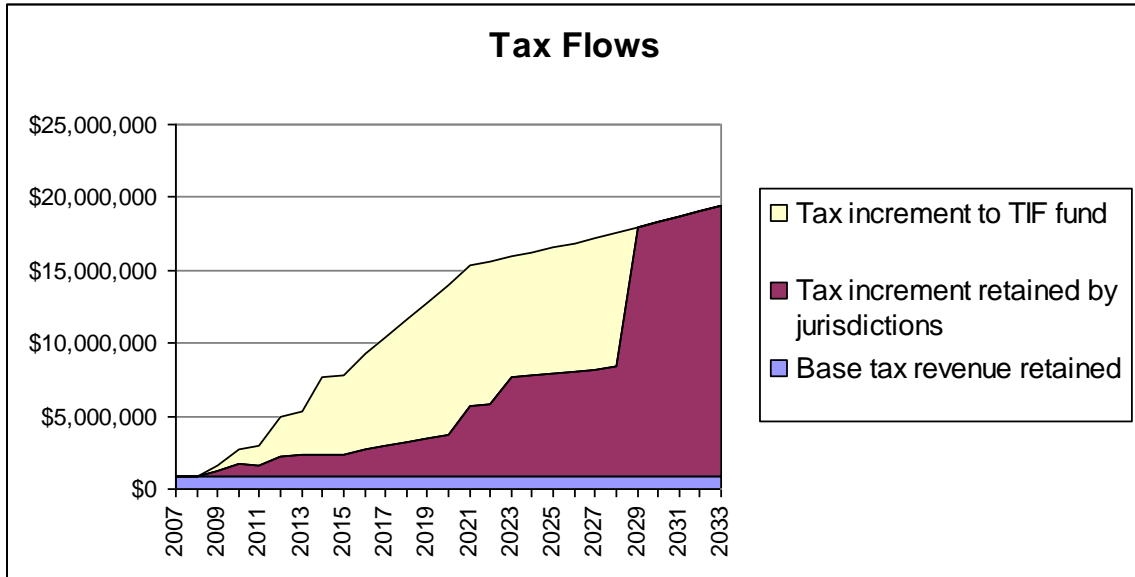
Tax increment financing (“TIF”) is a tool Texas local governments use to encourage redevelopment within a defined area. TIF funds can be used to fund a variety of improvements that benefit the public. These TIF financial contributions are intended to attract new investment to the defined area in an effort to increase property value. The primary statute governing tax increment financing is codified in Chapter 311 of the Texas Tax Code, as amended.

A municipality makes an area eligible for tax increment financing by designating a reinvestment zone (e.g., the Zone). Costs of specified improvements/grants within a reinvestment zone may be paid or reimbursed by property tax revenues generated from appreciated real property in the reinvestment zone. The additional tax dollars generated by growth of real property values in a reinvestment zone are called the “tax increment.” The tax increment flows to a tax increment fund (e.g., the TIF Fund) for a specified term of years. Money flowing to the TIF Fund each year will be disbursed according to the Original Plan and as amended and agreements approved by the Board of Directors of the Zone (the “TIF Board”) and adopted by the City.

**Exhibit C** generally shows how tax revenues from real properties in a reinvestment zone flow to taxing units and the tax increment fund. **Exhibit C** assumes real property values in the reinvestment zone rise after the reinvestment zone’s designation.

Under certain TIF programs, cash accumulates in the tax increment fund and is used to purchase public improvements on a “pay-as-you-go” basis. More commonly, as with the Zone, a private developer or a public agency will provide cash to construct public improvements, with the tax increment fund eventually reimbursing the private developer or public agency for its costs plus reasonable interest.

## Exhibit C: TIF Financial Impact



**\*Chart for illustrative purposes – does not match specific TIF projections**

Municipalities may create reinvestment zones for tax increment financing. Once created, school districts, counties, hospital districts and college districts may participate in TIF programs. Each taxing unit may choose to dedicate to the tax increment fund all, a portion or none of the additional tax revenue attributable to increased real property value in the reinvestment zone.

Inclusion of a property in a reinvestment zone does not change the property tax rate for such property. Tax rates in a reinvestment zone are the same as tax rates outside the reinvestment zone, within the same set of taxing jurisdictions.



## Section 3: Project Plan Improvements

### Original Plan Improvements

The original public improvements for the Zone included streetscape improvements, pedestrian linkages, façade easements, educational/training facilities, acquisition and restoration of historic sites, environmental remediation, interior and exterior demolition and historic façade restoration. The total budget for these improvements was \$87.6 million. With 2012's increment collection, approximately \$76 million of the \$87.6 million budgeted for the Zone was collected.

The public improvements funded through the Zone have supported the following original development program goals:

- **2,500 residential units**

*To date 2,640 residential units have been built in the City Center Sub-District, representing approximately 106% of the development program goal. Below is a chart showing residential projects completed within the City Center Sub-District:*

CITY CENTER – COMPLETED RESIDENTIAL UNITS			
PROJECT	LOCATION	UNITS	YEAR COMPLETED
1900 Elm (Titcher-Goettinger)	1900 Elm Street	129	1997
SoCo Lofts	1122 Jackson Street	205	2000
The Kirby – Residences on Main	1509 Main Street	156	2000
Wilson Building	1623 Main Street	135	2000
Residences on Jackson	1300 Jackson Street	8	2002
Davis Building	1309 Main Street	183	2003
1505 Elm Street Condominiums	1505 Elm Street	65	2004
Interurban Building	1500 Jackson Street	134	2005
Dallas Power & Light	1506-12 Commerce Street	154	2005
Gulf States Building	1415 Main Street	64	2007
Gables at Republic Center	325 N. St. Paul, Tower I	227	2007
Fidelity Union Life Towers (Mosaic)	Pacific/Bryan/Akard	440	2007
Metropolitan	1200 Main Street	273	2007
1407 Main Street	1407 Main Street	84	2008
U.S. Post Office Building	400 N. Ervay Street	78	2011
One Dallas Center (Patriot Tower)	350 N. St. Paul	276	2014
Mid Elm Lofts	1512-1516 Elm Street	29	2018
TOTAL RESIDENTIAL UNITS COMPLETED		2,640	

- **Absorption of 4,500,000 square feet of vacant office space in the City Center Sub-District**

*To date, 9.9 million square feet of previously vacant office space located within the City Center Sub-District has been renovated representing 220% of the development goal.*

*Completed projects include Santa Fe II, Sheraton Hotel, Majestic Lofts, Kirby Building, Wilson Building, Magnolia Building, Hart Furniture, 1505 Elm, Davis Building, Dallas Power and Light, Interurban Building, Jackson Building, Republic Tower, 1530 Main Street, Gulf States, 1217 Main Street, Mosaic, 1200 Main Street, Magnolia Hotel, Sheraton Hotel, 1516 Elm Street, Hart Furniture, Houseman Building, 400 S. Akard Street, Joule Hotel, 1025 Elm Street, U.S. Post Office Building, One Dallas Center (Patriot Tower), Westin Hotel (One Main Place), 1700 Commerce, Hartford Building, 211 N. Ervay, 717 N. Harwood and Thanksgiving Tower.*

- **Activate 300,000 square feet of vacant ground floor and/or retail space in the downtown core.**

*To date, approximately 664,555 square feet of retail space, including Neiman Marcus, has been improved, representing 221.5% of the development program goal. The Main Street Retail Initiative has assisted in adding retail tenants to the growing number of those already established. CVS, Jason's Deli and Jimmy John's opened as part of the Retail Initiative. 7-11 opened a convenience store on the ground floor of the Metropolitan. Mid Elm Lofts added new retail space to the downtown core, including the relocation of City Tavern, in fiscal year 2018-2019. The Adolphus Tower redevelopment project includes 6,000 square feet of new/improved ground floor retail space at the key intersection of Main Street and Akard Street. The Exchange at AT&T Discovery District's 211 S. Akard building added an additional 26,700 square feet of retail in the City Center TIF District.*

The Zone also funded programs targeting public parking and retail. The City Park Program funded by the Zone provided public, short-term parking space in garages in the downtown retail core in support of retail redevelopment efforts within the core. The CityPark program ended in 2010, but provided \$1,027,818 over six years for the conversion of existing private garages to public use through equipment signage, marketing and the use of the City's public parking rates. The City continued leasing 150 low cost, transient parking spaces at the Dalpark Garage to assist with retail efforts through 2020.

## **Amended and Restated Improvements (2012)**

Since the adoption of the Original Plan, significant private investment has occurred in the City Center Sub-district of the Zone, but there are remaining deficiencies. While larger vacant buildings within the Zone have been repurposed, some vacant buildings still remain. Vacant ground floors of occupied buildings coupled with scattered and disconnected retail detract from all of the redevelopment that has occurred in the last fifteen years. The lack of street-level vitality is compounded by the real and perceived lack of parking in the downtown core.

The Lamar Corridor/West End Sub-district includes a restaurant district, office space, public offices and some vacant and underutilized buildings and properties in the West End Historic District, as well as along the Lamar Corridor adjacent to the Omni Convention Center Hotel. The Lamar Corridor is a primary connection between key downtown destinations and facilities, stretching from Cedars/South Side to Victory Park. Infill redevelopment along the Lamar Corridor is vital to creating a contiguous development pattern extending north from the Cedars, Convention Center area, through the West End, ending in the Victory Park area.

Occupancy rates in the Historic West End have declined over the years with very little redevelopment activity or momentum until recently. Development of surface parking lots, redevelopment of vacant or mostly vacant buildings is possible with some public investment. This effort is needed to expand the downtown core district.

The following specific goals are intended to set the framework for the planned amended and restated improvements within the City Center TIF District:

- Encourage development of new residential, retail, office, and mixed-use developments
- Provide TIF incentives to upgrade basic infrastructure including streetscape improvements, utilities, storm drainage, and water/wastewater lines to support new development the Zone.
- Provide TIF incentives to encourage adaptive reuse of existing buildings in the Zone, including historic façade restoration.
- Provide TIF Incentives to improve the pedestrian environment through plaza and sidewalk improvements, landscaping, lighting, design standards, wayfinding and burial of overhead utilities, including improved pedestrian connections throughout the Zone and between adjacent key destinations such as the Convention Center area, Victory Park and Uptown.

- Provide TIF incentives to encourage redevelopment of property in the Zone through the provision for infrastructure, environmental remediation, interior and exterior demolition.
- Provide TIF incentives to offset the costs of providing affordable housing, encouraging the development of mixed-income housing within the Zone and surrounding downtown area.
- Provide TIF incentives to make strategic parking investments for the Zone that will:
  - Secure adequate affordable visitor parking in the downtown core and West End area; and
  - Provide financing mechanisms to encourage development of additional parking for underserved downtown office buildings.
- Provide TIF incentives to fund a ground floor activation program based on the recommendations of the Downtown 360 Plan's retail activation strategy.
- Provide funding to pay administrative costs, including reasonable charges for the time spent by employees of the municipality and/or employees associated with any non-profit groups established to assist with implementation within the City Center TIF District, will be eligible for reimbursement as project costs, upon approval by the TIF Board and in connection with the implementation of the 2012 Amended Plan. Other related administrative expenses including legal fees and consulting fees of the City, management expenses, meeting expenditures, and equipment are included in this category.
- Use Economic Development Grants to achieve the goals of the 2012 Amended Plan. Legislation allows the City to make economic development loans or grants for the public purposes of developing and diversifying the economy of the City Center TIF District. Projects receiving such loans or grants must:
  - Comply with the grant program previously adopted by the Zone;
  - Be consistent with the goals and objectives of the 2012 Amended Plan; and
  - Be subject to specific project agreements requiring City Council approval.

The public improvements funded through the Zone have supported the following 2012 Amended Plan development program goals specific to the Lamar Corridor/West End Sub-district:

- Add 2,500 residential units to the Sub-district.

*555 Ross (previously known as Fairfield Residences at West End) is the first Lamar Corridor/West End Sub-district residential project completed since this Sub-district was created. The project has added 267 apartments to the area, accounting for 11% of the Sub-district goal.*

- Activate 500,000 square feet of vacant ground floor and/or retail space in the Sub-district.

*Approximately 3,000 square feet of vacant ground floor space has been renovated as part of the 711 Elm Street TIF project. Factory Six03 added approximately 10,000 square feet ground floor retail/restaurant space. The Corgan-Crescent addition included 21,100 square feet of active ground-floor office space as part of the project. 6.8% of the TIF Plan goal has been met.*

- Absorb vacant office space in the Sub-district.

Since the inception of the Lamar Corridor/West End Sub-district, several new property purchases by established office-focused real estate firms have positioned the Sub-district to become an up-and-coming creative/innovative office market. In FY 2017-2018, Factory Six03 (West End Marketplace) completed rehabilitation of the 182,000 square foot historic structure (plus 28,000 square foot basement and 25,000 square foot rooftop addition) for creative office space. Factory Six03 has foregone the approved TIF incentives and, instead, is receiving an historic tax exemption.

The Corgan-Crescent project is a multi-tenant office addition and transit-oriented development in the West End of Dallas primarily constructed for the expansion of Corgan. The completed project includes the addition of 95,000 square feet for a total of approximately 155,000 square feet of office space. This includes a 20,000 square foot expansion for Corgan and an additional 75,000 square feet of speculative tenant space.

## **Amended and Restated Improvements (2022)**

This Amended Plan acknowledges the December 31, 2022 scheduled termination of the City Center Sub-district, while re-distributing budget categories to align with anticipated future funding needs to meet the goals and objectives.

The 2012 Amended Plan goals and objectives continue to be relevant. In addition, there are new priorities including increasing affordable housing and diversifying housing stock, encouraging development of surface parking lots, examining post-COVID repositioning of obsolete or underutilized office towers, ensuring that public open space is constructed to serve all downtown users and to create a destination to downtown, ensuring that alternative transportation modes are well-developed and brought to fruition, and implementing infrastructure improvements that enhance the downtown experience, including, but not limited to, walkability among

downtown neighborhoods. These goals and objectives are in alignment with the 2017 Downtown 360 Plan update.

Since the extension of the City Center Sub-district in 2012, Dallas, as well as other cities across the country, have resolved to create additional affordable housing in targeted areas close to work and amenities, expanding mobility options, and increasing public open space, all in the face of COVID-19 and civil unrest. This 2022 Amended Plan allows for continued support of downtown Dallas to meet these demands while terminating the City Center Sub-district.

The 2017 Downtown Dallas 360 Plan created a framework of building complete neighborhoods, advancing urban mobility and promoting great placemaking. While terminating the City Center Sub-district, this 2022 Plan Amendment can advance many of the efforts of the adopted 2017 Downtown 360 Plan.

As part of the Building Complete Neighborhoods Transformative Strategies:

- Diversify and Grow Housing
  - Diversity in Price Point - in order to recoup initial development costs, financial incentives must be more readily accessible for developers to supply affordable units throughout the City Center. Without incentives or subsidies, construction of new and affordable housing units becomes infeasible due to the high land and construction costs
- Create Vibrant Parks and Neighborhood Spaces
  - The City Center's growing population will generate new demand for improved park and open space as development in emerging neighborhoods, including the Cedars, Dallas Farmers Market, South Dallas/Fair Park, and Deep Ellum, continues

As part of the Advance Urban Mobility Transformative Strategies:

- Integrate Transit Expansion Opportunities
  - City incentives and investments to support transit-oriented development and to increase the number of people within easy access of transit
- Advance Priority Bicycle and Pedestrian Improvement Projects
  - The 360 Plan supports the implementation of a complete and connected bicycle facility network throughout the City Center. The plan also recommends the implementation of a pedestrian plan that will facilitate improvements to the current pedestrian network through a combination of public and private projects. The built environment should support a comfortable, inviting, and engaging walk through Dallas' urban districts. Pedestrian-friendly amenities, including wide sidewalks and street trees, safety elements such as safe intersections and crosswalks, and active uses along a corridor, will encourage more pedestrian activity along these corridors.

## Taxable Private Improvements

The Zone's anticipated private development in the City Center Sub-district was expected to fill in gaps in redevelopment within the downtown core. As a result of the Zone and the Downtown Connection TIF District many of the large vacant buildings have been converted to residential and mixed uses but rethinking of the office environment has created new gaps in office occupancy and will likely allow for repositioning of previous office towers as mixed-use mixed-income structures. Other vacant buildings that remain are smaller historic buildings that visually detract from all of the redevelopment progress made in the core.

In addition to small vacant buildings, renovation of underperforming landmark properties is expected to continue within the City Center Sub-district during the extension.

Most of the Zone's redevelopment activity is expected to occur within the Lamar Corridor/West End Sub-district. The Historic West End area has vacant and mostly vacant buildings that are in need of redevelopment along with numerous surface parking lots.

Development along the Lamar Corridor, north of Young Street will be stimulated by the development that has taken place along the corridor south of Young Street. The Omni Convention Center Hotel completed in 2011 has been very successful. On February 9, 2022, City Council adopted alternative 3C – West of Lamar, to implement the Kay Bailey Hutchison Convention Center Dallas Master Plan, which is anticipated to trigger development along Lamar Corridor, connecting downtown from Victory to the Cedars.

The 2012 Amended Plan projected development within the Zone was expected to accomplish the following:

### ***City Center Sub-district***

- Add residential units to complete original goal of 2,500 residential units.
- Activate 300,000 square feet of vacant ground floor and/or retail space in the downtown core.
- Absorb of 1,000,000 square feet of vacant office space in the sub-district.

### ***Lamar Corridor/West End Sub-district***

- Add 2,500 residential units to the sub-district.
- Activate 500,000 square feet of vacant ground floor and/or retail space in the sub-district.
- Absorb of vacant office space in the sub-district.

See **Exhibit D** for a list of anticipated development in the City Center TIF District and **Exhibit E** for the location of the projects listed in Exhibit D within the Zone.



TIF revenue projections anticipate an overall 2 percent appreciation rate for property in the Zone over terms of both sub-districts. It is anticipated that if the improvements and private investment described in the 2012 Amended Plan and 2022 Amended Plan occur in a timely basis, property values within the Zone will increase to be commiserate with property values in the core of downtown.

## **Exhibit D (2012 Amended Plan) Anticipated Development**

### **City Center Sub-District Anticipated Development Projects**

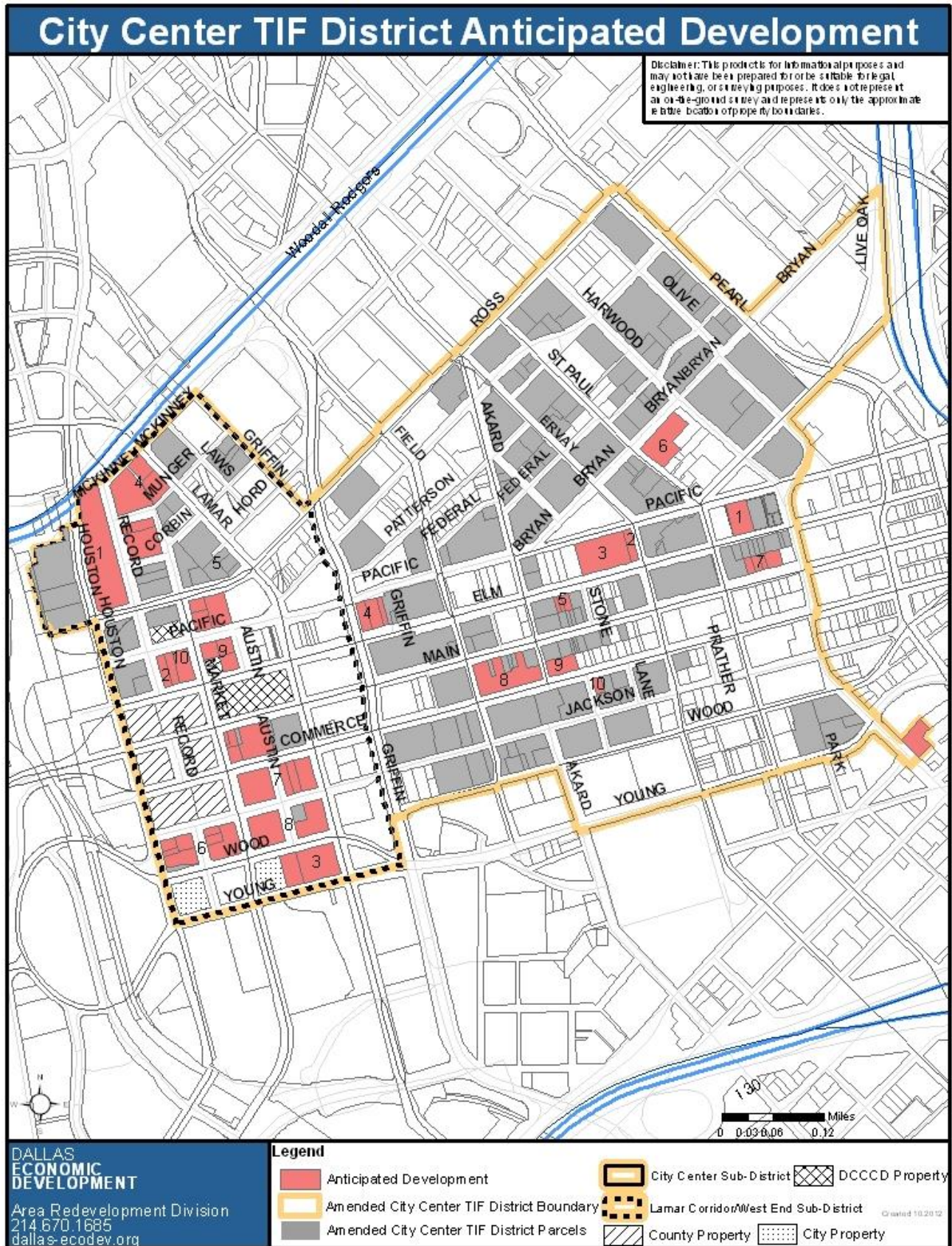
<b>Map #</b>	<b>Project Name</b>	<b>Private Investment</b>	<b>Estimated Completion Date</b>
6	Patriot Tower Office	\$67,200,000	2013
4	1025 Elm Street	\$21,000,000	2013
5	Elm Street Buildings	\$8,750,000	2014
9	Magnolia Hotel	\$3,000,000	2014
7	Universities Center Renovation	\$25,000,000	2014
10	Browder Street Retail	\$2,500,000	2015
3	Thanksgiving Tower	\$25,000,000	2016
8	Adolphus Hotel	\$20,000,000	2017
1	211 N. Ervay	\$40,000,000	2018
2	Pacific Place	\$45,000,000	2020
		<b>\$257,450,000</b>	

### **West End Sub-District Potential Development Projects**

<b>Map #</b>	<b>Project Name</b>	<b>Private Investment</b>	<b>Estimated Completion Date</b>
1	West End Residential Bldg	\$44,000,000	2015
2	West End Residential Bldg	\$16,000,000	2015
3	NWC Young and Lamar	\$35,000,000	2017
4	603 Munger	\$20,000,000	2017
5	NWC Lamar and Ross	\$25,000,000	2019
6	NWC Market and Wood	\$30,000,000	2019
7	NWC Lamar and Jackson	\$25,000,000	2021
8	NEC Market and Wood	\$35,000,000	2023
9	NEC Market and Elm	\$15,000,000	2025
10	NWC Market and Elm	\$15,000,000	2025
		<b>\$260,000,000</b>	

<b>Total</b>	<b>\$517,450,000</b>
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**Exhibit E (2012 Amended Plan)**



## Section 4: 2022 Amended and Restated Financing Plan

### Financing Plan

The 2022 Amended Plan does not change the 2012 Amended Plan’s assumptions of property value within the Zone or increment collections to achieve the budget. The budget allocation, however, is revised to focus on the Lamar Corridor/West End Sub-district and initiatives that benefit the Zone. The following is the budget of the 2022 Amended Plan:

### Exhibit F: City Center TIF District Improvements Budget

*Project costs are public improvements and grants paid or reimbursed by TIF.  
Project costs may be changed in subsequent project and financing plans.*

Category	Estimated TIF Expenditure*
Original City Center TIF Collection**	\$75,696,253
Public Infrastructure Improvements	\$10,000,000
Redevelopment/Development Projects	\$43,112,293
District Wide Improvements	\$8,260,000
Affordable Housing	\$12,400,000
Plan Implementation/Administration	\$2,500,000
<b>Total Project Costs</b>	<b>\$151,968,546</b>
<p>* Estimated TIF Expenditure reflects projected collections for the District and corresponding expenditures during the duration of the Zone.  ** \$75,696,253 was collected by 2012 and expended (original Plan)</p>	

### Project Costs

The following describes the City Center TIF District’s eligible TIF Project Costs:

**Public Infrastructure Improvements** – This category includes TIF eligible expenditures for design, engineering and construction of streetscape improvements, pedestrian linkages, mobility enhancements, lighting, utility burial, utility upgrades and TIF Grants.

Approximately **\$10.0** million has been allocated to this line item in the Zone’s budget.

**Redevelopment/Development Projects** – This category includes TIF eligible expenditures for design, engineering and construction costs for

environmental remediation, interior and exterior demolition, façade improvements, historic façade restoration and TIF Grants for TIF projects in the Zone. Affordable housing funding may be included in this category to supplement the budget's separate Affordable Housing budget category, and, if this category is used for affordable housing, the guidance provided by the Affordable Housing category is applicable herein.

Approximately **\$43.11** million has been allocated to the line item in the Zone's budget.

**Affordable Housing** – This category supports the Zone's mixed income housing requirement for residential projects. Redevelopment of existing buildings that include a residential component shall provide a minimum of 10 percent of the total number of residential units developed to renters earning at or below 80% of the area median income. New ground-up construction projects with a residential component shall provide a minimum of 20 percent of the total number of residential units constructed to renters earning at or below 80% of the area median income. In any case in which City-owned property is purchased by a private developer for residential development, a minimum of 30 percent of the total number of residential units constructed shall be reserved for renters earning at or below 80% of the area median income.

The funds in this line item may be used to offset the costs of providing affordable housing within the boundaries of this Zone and the greater downtown area only, with the exception of an amount up to \$432,014 which may be used outside of the downtown area for the sole purpose of affordable housing as part of the Dallas Housing Trust Fund to support the City's Comprehensive Housing Policy adopted on May 9, 2018 by Resolution 18-0704, and, in accordance with Resolution 18-1339, approved on December 12, 2018, such funding in the amount of \$424,528 was transferred to the Dallas Housing Trust Fund.

Funds from the Affordable Housing budget category may be used as gap financing needed to deliver a mixed-income development, and such funding need may be determined by a variety of methods including, but not limited to, percent of units reserved as affordable as it relates to total project cost or projected revenue loss/reduction in cash flow as it relates to reasonable rate of return. Affordable Housing fund allocation shall be on a case-by-case basis as determined by underwriting, benefit to the Zone and other consideration provided to the City. Residential development outside of the Zone but within the central business district may benefit the Zone and, therefore, is eligible for such funding consideration. Affordable Housing funds may be provided to an established City program via transfer to another department or fund if the allocation of Affordable Housing funds is determined to benefit the Zone.

Approximately **\$12.4** million has been allocated to the line item in the Zone's budget.

**District-Wide Improvements** – This category supports improvements that are not specific to a single development site or project such as gateways, trails, open space, pedestrian connectivity linking the Zone to other downtown destinations, or utility/streetscape improvements benefiting Zone. District-Wide Improvement funds may be utilized for parking projects if such parking project(s) provide parking for the public, including replacing parking spaces lost through surface parking lot development. Additionally, District-Wide Improvement funds may be utilized for mobility projects that serve the Zone, even if such projects are not within the Zone boundary, if such allowance is made by Chapter 311 of the Texas Tax Code. Mobility projects include, but are not limited to, public transportation projects and the creation or enhancement of bike lanes/amenities.

Pedestrian connectivity improvements enhancing the connection between the Lamar Corridor/West End Sub-district and Victory Park area shall be first in priority for expenditure of funds in this category. As the number of residents, office workers and visitors expand in the downtown core, so should open space options. Klyde Warren Park is an area of public assembly, serving downtown and linking the downtown core, including West End/Lamar, to Victory Park and to Uptown. TIF funding from this budget category may be used for an expansion of Klyde Warren Park and, with the approval of this 2022 Amended Plan that shall increase the budget and available cash in this category, the funding limitation for other projects within the District-Wide Improvement category has been met. Pedestrian linkages and open space connecting and enhancing the greater city center, including, but not limited to the Farmers Market, are also critical to supporting the goals and objectives of this 2022 Amended Plan and as such, projects and initiatives furthering these goals and objectives may be eligible for TIF funding from this budget category. Additional downtown parks and open space inside and outside of the Zone are eligible to receive District-Wide Improvement TIF funds if the City Center TIF District Board of Directors and City Council find that such areas of public assembly benefit the Zone. Beginning with this 2022 Amended Plan, the expenditure of District-Wide funds for areas of public assembly inside or outside the Zone may be transferred to the Park and Recreation Department or to a non-profit to ensure successful delivery of parks in accordance with the updated Downtown Parks Master Plan.

Approximately **\$ 8.26** million has been allocated to the line item in the Zone's budget.

**Administration and Implementation** – Administration costs, including reasonable charges for time spent by the municipality's employees, will be eligible for reimbursement as project costs, in connection with the



implementation of the 2022 Amended Plan. Other TIF-related administrative expenses are included in this category.

Approximately **\$2.5** million has been allocated to the line item in the Zone's budget.

Cash available in the TIF Fund for disbursement will be paid promptly upon completion of TIF projects and receipt and review of proper documentation of expenses, as set forth in the applicable reimbursement agreements between the developers and the City and the District's Increment Allocation Policy, upon adoption by the TIF Board.

The following shall be set aside for the following budget line items until they are completely funded, beginning with fiscal year 2013's increment, collected June 2014. Beginning in tax year 2023 (2024 collections), no increment generated from the Zone shall be set aside for Affordable Housing or District-Wide Improvements. If at any time during the duration of the Zone, the District-Wide funds have been expended and the TIF Board of Directors and City Council find that additional District-Wide funded projects would benefit the Zone, additional District-Wide funds may be dedicated on a case-by-case basis up to 20% of the annual increment generated. The corresponding City Center TIF District Increment Allocation Policy shall be revised to reflect this 2022 Amended Plan.

***Affordable Housing*** - All cash-on-hand from the Affordable Housing Set-Aside and Ground Floor/Retail Activation Initiative Set-Asides collected between 2014 and 2022 and 20 percent of the 2023 collections (from 2022 increment).

Note that the 2012 Amended Plan contemplated the following collections and such set asides have created unallocated cash-on-hand to be committed to the Affordable Housing Set-Aside category with adoption of the 2022 Amended Plan: 12.55 percent for the first 5 years of the extension and 10 percent for the remaining years or until approximately \$6.5 million has been collected for Affordable Housing and 15 percent for the first 5 years of the extension and 10 percent for the remaining years of the Zone or until approximately \$8.3 million has been collected for Ground Floor/Retail Activation Initiative.

***District-Wide Improvement Initiative*** - All cash-on-hand from the District-Wide Set-Aside and Parking Initiative Set-Asides collected between 2014 and 2022 and 20 percent of the 2023 collections (from 2022 increment).

Note that the 2012 Amended Plan contemplated the following collections and such set asides have created unallocated cash-on-hand to be committed to the District-Wide Improvement Initiative Set-Aside category with adoption of the 2022 Amended Plan: 8 percent for the first 5 years of the extension and 5 percent for the remaining years of the Zone until approximated \$4 million has been collected for District-Wide Improvement

Initiative and 8 percent for the first 10 years of the extension and 10 percent for the remaining years of the Zone or until approximately \$5.5 million has been collected for the Parking Initiative. Although Parking Initiative funds were spent, an equal amount of funds were generated from revenue sharing to replenish the Parking Initiative Set-Aside and such funds shall be available for District-Wide Improvements.



## TIF District Policy Considerations

**Mixed Income Housing Policy.** Housing units provided by projects using TIF funds must meet the City and County established criteria for affordable housing, as described herein and in the City Center TIF District Mixed Income Housing Guidelines. Affordable housing units are those which are affordable to a household earning 80 percent or below of the median family income for the Dallas metropolitan area. A developer may, subject to City and County approval, and subject to the City Center TIF District Mixed Income Housing Policy, propose an alternative means of fulfilling the City's and County's affordable housing requirement. If the Policy allows affordable housing outside the City Center TIF District, and those units are placed within the boundaries of another TIF district, the developer must also secure approval for the affordable housing units within the respective district's boundaries from the respective TIF district's board of directors unless that board formally declines to review the project.

**Business Inclusion and Development (BID) Plan.** All TIF-funded projects must follow the City's adopted Business Inclusion and Development Plan. This policy outlines goals for certified Minority and Women-Owned Business (M/WBE) participation in publicly funded infrastructure projects. The current BID Plan goal is 32 percent for construction of project improvements. The process for BID compliance and City oversight will be negotiated with City staff and included in the development agreement for each individual project.

**Creating Permanent Jobs for Area Residents.** Recipients of TIF funding must agree to sponsor job fairs or other programs to attract neighborhood residents to any permanent jobs created in the development.

**Design Review/Peer Review Process.** All new projects developed in the district shall be required to follow this review process, overseen by the City's Urban Design Peer Review Panel and supported by the City of Dallas Planning and Urban Design Department. Conformance to design standards for non-TIF funded projects is voluntary but strongly encouraged to maintain the design focus of the implementation of the City Center TIF Plan.

**Existing Resident Displacement.** The Act requires that existing resident displacement be minimized.

## Financial Assumptions

*The key factors influencing the financial feasibility study and its conclusions are the financial assumptions that have been adopted.*

Inflation. The generally accepted inflation for construction costs and the value of improvements is 2 percent per annum. Based on current market rates, net present values of the tax increment were calculated at a discount rate of 5.75 percent per annum the Zone.

Appreciation. Property appreciation is assumed to be 2 percent per annum for the entire Zone.

Tax Rate Changes. Although tax rates will likely increase during the development period, the financial plan conservatively assumes that the 2012 tax rate will remain constant for the life of the City Center TIF District, except to incorporate tax rate changes when known.

Remittance to the TIF Fund. The City Center Sub-district shall terminate December 31, 2022. The Lamar Corridor/West End Sub-district is expected to terminate December 31, 2037. TIF collections will terminate for the entire Zone once the TIF budget has been collected or December 31, 2037, whichever occurs first. Based on current development projections, the TIF budget is expected to be reached in 2037.

Annual percentages of collected annual tax increments invested in the TIF fund by the City of Dallas will be 80 percent of total collected incremental revenue for the City Center Sub-district through December 31, 2022 and 90 percent for the Lamar Corridor/West End Sub-district.

53 percent of the total collected Dallas County incremental revenue for the City Center Sub-district shall be allocated to that sub-district for 5 years beginning FY 2013, and the Lamar Corridor/West End Sub-district for 20 years beginning FY 2013. County participation is pursuant to a participation agreement by the Dallas County Commissioners Court.

Early termination. The City Council may terminate the City Center Sub-district earlier than 2022 and the Lamar Corridor/West End Sub-district earlier than 2037, if all obligations of the TIF District have been satisfied. The City Council may also terminate the City Center TIF District within three years after adoption of the 2022 Amended and Restated Plan if there are no financial obligations.

## Exhibit G: Increment Projections (2012 Amended Plan)

City Center Sub-District Increment Chart											
Tax Year	Property Value Estimate	Property Value Growth	Cum. Property Value Growth	Anticipated Captured Value	Tax Increment	Tax Increment	Tax Increment	Tax Increment	Tax Increment	Anticipated Increment Revenue	Anticipated Accumulated Revenue (NPV)
					Revenue City	Revenue Dallas County	Revenue DISD	Revenue DCCCD	Revenue DCHD		
<b>1996</b>	<b>\$901,942,389</b>	Original Base Year Value									
1997	\$994,337,840	10.2%	10.2%	\$92,395,451	\$573,933	\$185,715	\$850,131	\$46,198	\$171,643	\$1,102,462	\$1,728,245
1998	\$1,485,213,930	49.4%	64.7%	\$583,271,541	\$3,786,016	\$1,150,211	\$5,366,681	\$291,636	\$1,049,306	\$10,918,693	\$12,140,285
1999	\$1,522,128,601	2.5%	68.8%	\$620,186,212	\$4,139,743	\$1,215,565	\$5,706,333	\$310,093	\$1,215,565	\$11,862,142	\$22,783,956
2000	\$1,530,156,630	0.5%	69.7%	\$628,214,241	\$4,193,330	\$1,204,648	\$5,780,199	\$314,107	\$1,595,664	\$12,362,791	\$33,249,217
2001	\$1,526,243,120	-0.3%	69.2%	\$478,340,500	\$3,251,187	\$954,656	\$4,481,524	\$292,242	\$1,237,156	\$9,491,608	\$40,974,449
2002	\$1,378,252,371	-9.7%	52.8%	\$476,309,982	\$2,040,890	\$478,123	\$0	\$0	\$0	\$1,793,856	\$42,775,592
2003	\$1,257,003,421	-8.8%	39.4%	\$355,061,032	\$1,450,081	\$408,304	\$0	\$0	\$0	\$1,133,227	\$44,032,122
2004	\$1,264,050,073	0.6%	40.1%	\$362,107,684	\$1,566,373	\$393,441	\$0	\$0	\$0	\$1,286,165	\$45,318,115
<b>2005</b>	<b>\$876,220,931</b>	Adjusted Base Year Value									
2005	\$1,207,149,977	-4.5%	37.8%	\$330,929,046	\$1,474,804	\$435,779	\$0	\$0	\$0	\$1,910,583	\$46,458,950
2006	\$1,267,355,318	5.0%	44.6%	\$391,134,387	\$2,544,584	\$489,587	\$0	\$0	\$0	\$3,034,171	\$48,084,980
<b>2007</b>	<b>\$876,190,065</b>	Adjusted Base Year Value									
2007	\$1,463,525,217	15.5%	67.0%	\$587,335,152	\$3,895,625	\$816,275	\$0	\$0	\$0	\$4,711,900	\$50,341,509
2008	\$1,486,707,434	1.6%	69.7%	\$610,517,369	\$4,023,480	\$666,236	\$0	\$0	\$0	\$4,689,716	\$52,353,256
<b>2009</b>	<b>\$866,044,996</b>	Adjusted Base Year Value									
2009	\$1,250,305,641	-15.9%	44.4%	\$384,260,645	\$2,475,667	\$463,915	\$0	\$0	\$0	\$2,939,582	\$53,479,873
2010	\$1,184,712,114	-5.2%	36.8%	\$318,667,118	\$2,285,799	\$484,617	\$0	\$0	\$0	\$2,770,416	\$54,428,439
2011	\$1,170,176,925	-1.2%	35.1%	\$304,131,929	\$2,181,538	\$443,026	\$0	\$0	\$0	\$2,624,564	\$55,232,270
2012	\$1,184,283,553	1.2%	36.7%	\$318,238,557	\$2,282,725	\$0	\$0	\$0	\$0	\$2,282,725	\$55,863,234
<b>2013</b>	<b>\$866,458,756</b>	Adjusted Base Year Value									
2013	\$1,161,581,704	-1.9%	34.1%	\$295,536,708	\$1,820,497	\$327,832	\$0	\$0	\$0	\$2,148,329	\$56,424,763
<b>2014</b>	<b>\$577,655,884</b>	Adjusted Base Year Value									
2014	\$1,059,194,672	-8.8%	22.3%	\$481,538,788	\$3,070,291	\$526,779	\$0	\$0	\$0	\$3,597,071	\$57,313,840
2015	\$1,080,378,565	2.0%	24.7%	\$502,722,681	\$3,205,360	\$549,953	\$0	\$0	\$0	\$3,755,313	\$58,191,561
2016	\$1,119,986,137	3.7%	29.3%	\$542,330,253	\$3,457,898	\$593,282	\$0	\$0	\$0	\$4,051,180	\$59,086,949
2017	\$1,148,948,359	2.6%	32.7%	\$571,292,475	\$3,642,561	\$624,965	\$0	\$0	\$0	\$4,267,526	\$59,978,869
2018	\$1,241,927,327	8.1%	43.4%	\$664,271,443	\$4,235,395	\$0	\$0	\$0	\$0	\$4,235,395	\$60,815,941
2019	\$1,268,640,873	2.2%	46.5%	\$690,984,989	\$4,405,720	\$0	\$0	\$0	\$0	\$4,405,720	\$61,639,331
2020	\$1,294,013,691	2.0%	49.4%	\$716,357,807	\$4,567,497	\$0	\$0	\$0	\$0	\$4,567,497	\$62,446,541
2021	\$1,319,893,964	2.0%	52.4%	\$742,238,080	\$4,732,510	\$0	\$0	\$0	\$0	\$4,732,510	\$63,237,438
2022	\$1,346,291,844	2.0%	55.5%	\$768,635,960	\$4,900,823	\$0	\$0	\$0	\$0	\$4,900,823	\$64,011,929
<b>Totals</b>					\$80,204,327	\$12,412,910	\$22,184,869	\$1,254,276	\$5,269,334	\$115,575,966	\$64,011,929

Lamar Corridor/West End Sub-District Increment Chart									
Tax Year	Property Value Estimate	Property Value Growth	Cum. Value Growth	Anticipated Captured Value	Tax Increment	Tax Increment	Total Anticipated Increment Revenue	Total Anticipated Accumulated Revenue (NPV)	
					Revenue City	Revenue Dallas County			
<b>2012</b>	<b>\$97,095,610</b>	Base Year Value							
2013	\$102,720,790	5.8%	5.8%	\$5,625,180	\$40,349		\$47,272	\$44,702	
County	\$102,720,790	5.8%	5.8%	\$5,625,180		\$6,923			
2014	\$110,942,720	8.0%	14.3%	\$13,847,110	\$99,325	\$17,841	\$117,166	\$149,473	
2015	\$113,161,574	2.0%	16.5%	\$16,065,964	\$115,241	\$20,700	\$135,941	\$264,423	
2016	\$115,424,806	2.0%	18.9%	\$17,041,416	\$516,753	\$92,820	\$609,573	\$751,845	
2017	\$172,519,766	49.5%	77.7%	\$75,424,156	\$541,017	\$97,179	\$638,196	\$1,234,406	
2018	\$175,970,162	2.0%	81.2%	\$116,824,552	\$837,983	\$150,520	\$988,503	\$1,941,204	
2019	\$218,198,565	24.0%	124.7%	\$121,102,955	\$868,671	\$156,033	\$1,024,704	\$2,634,049	
2020	\$222,562,536	2.0%	129.2%	\$163,416,926	\$1,172,190	\$210,551	\$1,382,741	\$3,518,142	
2021	\$265,722,787	19.4%	173.7%	\$168,627,177	\$1,209,563	\$217,264	\$1,426,827	\$4,380,818	
2022	\$271,037,243	2.0%	179.1%	\$191,191,633	\$1,371,418	\$246,337	\$1,617,755	\$5,305,748	
2023	\$294,052,988	8.5%	202.8%	\$196,957,378	\$1,412,775	\$253,766	\$1,666,541	\$6,206,763	
2024	\$299,934,047	2.0%	208.9%	\$226,988,437	\$1,628,188	\$292,459	\$1,920,647	\$7,188,698	
2025	\$330,565,728	10.2%	240.5%	\$233,470,118	\$1,674,681	\$300,810	\$1,975,491	\$8,143,757	
2026	\$337,177,043	2.0%	247.3%	\$260,781,433	\$1,870,585	\$335,999	\$2,206,584	\$9,152,534	
2027	\$365,034,584	8.3%	276.0%	\$267,938,974	\$1,921,926	\$345,221	\$2,267,147	\$10,132,643	
2028	\$372,335,275	2.0%	283.5%	\$275,239,665	\$1,974,294	\$354,627	\$2,328,921	\$11,084,712	
2029	\$379,781,981	2.0%	291.1%	\$282,686,371	\$2,027,709	\$364,222	\$2,391,931	\$12,009,373	
2030	\$387,377,621	2.0%	299.0%	\$290,282,011	\$2,082,193	\$374,008	\$2,456,201	\$12,907,250	
2031	\$395,125,173	2.0%	306.9%	\$298,029,563	\$2,137,766	\$383,990	\$2,521,756	\$13,778,968	
2032	\$403,027,676	2.0%	315.1%	\$305,932,066	\$2,194,451	\$394,172	\$2,588,623	\$14,625,145	
2033	\$411,088,230	2.0%	323.4%	\$313,992,620	\$2,252,269	\$0	\$2,252,269	\$15,321,343	
2034	\$419,309,995	2.0%	331.9%	\$322,214,385	\$2,311,244	\$0	\$2,311,244	\$15,996,924	
2035	\$427,696,194	2.0%	340.5%	\$330,600,584	\$2,371,398	\$0	\$1,516,546	\$16,416,110	
2036	\$436,250,118	2.0%	349.3%	\$339,154,508	\$0	\$0	\$0	\$16,416,110	
2037	\$444,975,121	2.0%	358.3%	\$347,879,511	\$0	\$0	\$0	\$16,416,110	
<b>Totals</b>					\$347,879,511	\$32,675,707	\$4,622,108	\$36,392,580	\$16,416,110

## Financial Feasibility

The private development plans, public improvement program, general financing strategy, and financial assumptions were all included in a preliminary assessment prepared by the City of Dallas, Office of Economic Development. The study is intended to be used as part of the economic feasibility study for the District in accordance with the provisions of Section 311.011, Texas Tax Code, and is available upon request.

Cumulative private development was expected to increase property value to approximately \$1,614,353,316 in the City Center Sub-district and is expected to increase \$415,171,194 in the Lamar Corridor/West End Sub-district during the term of the Zone.

If revenues are received at the predicted rate, increment collections will be reached and final project improvements completed during the TIF term.

On a strict “pay-as-you-go” basis, the progress of the public improvements portion of the development program is a direct result of the revenues received and matched by the City’s contributions. Therefore, if revenues exceed these projections, then the public improvements can be completed ahead of schedule. If revenues do not meet expectations, then the pace of public improvements will be slowed or discontinued altogether based upon the recommendation of the TIF Board and approval of Council.

Based upon a set of TIF district assumptions and analysis, the 2012 Amended Plan is feasible.

## Financial Policies

General financial policies are governed by the City of Dallas Public/Private Partnership Program, as amended. This program provides a framework for development incentives in a variety of areas. Within this framework, the TIF Board has adopted specific policies for the City Center TIF District:

Public improvements will be phased at a pace that coincides with private development.

Private developers desiring City participation in sharing the costs of infrastructure improvements needed for their projects must obtain TIF Board recommendation and Council approval for and sign a Development Agreement with the City.

Reimbursement priorities and the method of apportioning available increment will be set forth in the Development Agreement.

Each Development Agreement is mutually exclusive - that is, the nature and extent of support from public funds may change over time as the District becomes more developed.

If a developer requests funding for infrastructure improvements at a time when sufficient funds are not available in the TIF Fund, then improvements may be:

- deferred until funds are available
- constructed at the sole expense of the developer
- constructed at developer expense, with the City reimbursing the developer as funds become available

Should project costs be paid that directly benefit the developer of a project, such as grants made to a developer as permitted by Chapter 311 of the Texas Tax Code, the City will enact and implement controls sufficient to ensure that any grant funds provided will be used to fulfill the public purposes of developing and diversifying the economy of the City Center TIF District, eliminating unemployment or underemployment in the City Center TIF District, and developing or expanding transportation, business, and commercial activity in the City Center TIF District.

The TIF Board may from time-to-time recommend amendments to these financial policies which will affect the operations of the City Center TIF District.

# Appendix A: DCAD Real Property Accounts Lamar Corridor/West End Sub-district

(City Center Sub-district accounts have been removed as a result of scheduled termination)

ACCOUNT NUMBER	OWNER NAME	PROPERTY ADDRESS	YEARS ELIGIBLE	BASE TAXABLE
00000100039000100	DORBET INC	302 N HOUSTON ST	2012 - 2027	\$1,199,273
00000100039000200	CORDOVAN VENTURERS &	401 N HOUSTON ST	2012 - 2027	\$3,607,620
00000100039000400	401 NORTH HOUSTON LP	401 N HOUSTON ST	2012 - 2027	\$1,766,820
00000100039000500	FAIRFIELD AT ROSS LLC	302 N HOUSTON ST	2012 - 2027	\$4,400,727
00000100111000000	PACE CAROLINA JOLLIFF	512 JACKSON ST	2012 - 2027	\$599,000
00000100114000000	ADMIRAL REALTY CO	306 S HOUSTON ST	2012 - 2027	\$240,000
00000100117000000	BMR DALLAS DOWNTOWN INVESTMENTS LLC	302 S HOUSTON ST	2012 - 2027	\$3,744,110
00000100132000000	USRP FUNDING 2001 A LP	1815 N MARKET ST	2012 - 2027	\$1,367,000
00000100138000000	BLACKLAND	1709 N MARKET ST	2012 - 2027	\$1,638,860
00000100141000000	MARKET ROSS LTD ET AL	1713 N MARKET ST	2012 - 2027	\$1,043,840
00000100144000000	MARKET ROSS LTD ETAL	1701 N MARKET ST	2012 - 2027	\$2,617,300
00000100147000000	MARKET STREET L P	311 N MARKET ST	2012 - 2027	\$1,608,720
00000100153000000	7223 L P	611 ELM ST	2012 - 2027	\$1,200,000
00000100156000000	PACE CAROLINA JOLLIFF	605 ELM ST	2012 - 2027	\$583,200
00000100156000100	PRESERVE PURSE LLC	605 ELM ST	2012 - 2027	\$17,800
00000100159000000	PRESERVE PURSE LLC	601 ELM ST	2012 - 2027	\$1,387,000
00000100180500000	RICHMAN TRUSTS	304 S RECORD ST	2012 - 2027	\$762,000
00000100184300000	RICHMAN TRUSTS	600 JACKSON ST	2012 - 2027	\$379,000
00000100192000000	MARKET ROSS LTD	701 ROSS AVE	2012 - 2027	\$1,750,000
00000100195000000	VIC AND RALPH LP	705 ROSS AVE	2012 - 2027	\$750,000
00000100201000000	708 ROSS INV PS LP	710 ROSS AVE	2012 - 2027	\$1,253,000
00000100204000000	JSS ROSS LP	704 ROSS AVE	2012 - 2027	\$1,152,000
00000100207000000	RMC MOLINE LP	302 N MARKET ST	2012 - 2027	\$2,000,000
00000100213000000	CARROLL JILL LP	211 N AUSTIN ST	2012 - 2027	\$600,000
00000100216000000	AVERY B F & SONS LTD	208 N MARKET ST	2012 - 2027	\$4,286,140
00000100225000000	SANDCAP 711 ELM PARTNERS LP	711 ELM ST	2012 - 2027	\$1,159,000
00000100231000000	DALLAS MAIN LP	710 MAIN ST	2012 - 2027	\$1,929,700
00000100234000000	701 KATY BUILDING LP	702 MAIN ST	2012 - 2027	\$302,500
00000100237000000	LAWYERS BLDG OF DALLAS	706 MAIN ST	2012 - 2027	\$399,640
00000100240000000	701 KAY BUILDING LP	700 MAIN ST	2012 - 2027	\$110,000
00000100243000000	701 KATY BUILDING LP	701 COMMERCE ST	2012 - 2027	\$1,566,600
00000100249000000	AHC DALLAS PROPERTIES LLC	712 COMMERCE ST	2012 - 2027	\$2,200,000
00000100264000000	AHC DALLAS PROPERTIES LLC	714 JACKSON ST	2012 - 2027	\$2,204,130
00000100273000000	BELO INVESTMENT	701 YOUNG ST	2012 - 2027	\$1,053,950
00000100318000000	GREYHOUND LINES INC	205 S LAMAR ST	2012 - 2027	\$1,850,000
00000100321000000	GREYHOUND LINES INC	804 COMMERCE ST	2012 - 2027	\$648,500
00000100324000000	GREYHOUND BUS LINES INC	801 JACKSON ST	2012 - 2027	\$950,000
00000100330000000	ACTION JACKSON LP	800 JACKSON ST	2012 - 2027	\$1,498,950
00000100333000000	AHC DALLAS PROPERTIES LLC	311 S LAMAR ST	2012 - 2027	\$1,787,500
00000100336000000	BELO INVESTMENT	401 S LAMAR ST	2012 - 2027	\$2,401,100
00000104308000000	ARENA PARTNERS LP	2019 N LAMAR ST	2012 - 2027	\$1,046,760
00000104323000000	MARKET STREET DEV LTD	603 MUNGER AVE	2012 - 2027	\$2,501,790
00000104332000000	WEST END API LTD	1911 N LAMAR ST	2012 - 2027	\$818,650
00000104347000000	ARI LANDMARK CENTER LP	1801 N LAMAR ST	2012 - 2027	\$7,751,590
00000104351000000	ARI LANDMARK CENTER LP	803 ROSS AVE	2012 - 2027	\$120,000
00000104354000000	ARI LANDMARK CENTER LP	1709 N LAMAR ST	2012 - 2027	\$377,100
00000104356000000	ARILANDMARK CENTER LP	1715 N LAMAR ST	2012 - 2027	\$240,000
00000104359000000	ARI LANDMARK CENTER LP	801 ROSS AVE	2012 - 2027	\$642,250
00000104371000000	2020 GARAGE LAND LP	2020 N LAMAR ST	2012 - 2027	\$2,510,820
00000104440000100	DARYL RICHARDSON GOURMET CATERING INC	1909 N GRIFFIN ST	2012 - 2027	\$261,350
00000104443000000	DARYL RICHARDSON GOURMET CATERING INC	1911 N GRIFFIN ST	2012 - 2027	\$575,200
00000104446000000	DARYL RICHARDSON GOURMET CATERING INC	1000 MUNGER AVE	2012 - 2027	\$713,730
000020002701A0000	DALLAS HOLOCAUST MUSEUM CENTER FOR	515 ROSS AVE	2012 - 2027	\$1,868,950
00002400220000000	PACE CAROLINA JOLLIFF	500 WOOD ST	2012 - 2027	\$10,000
000024002205A0000	EQUITY HOTEL GROUP LLC	310 S HOUSTON ST	2012 - 2027	\$910,360
000027006505A0000	LAZ LA III TX 1 LP	607 CORBIN ST	2012 - 2027	\$1,869,950
000034002101A0000	AHC DALLAS PROPERTIES LLC	309 S MARKET ST	2012 - 2027	\$1,799,120
00004800330010000	DALLAS MAIN LP	800 MAIN ST	2012 - 2027	\$5,952,000
00004800330040000	INTERFIRST BANK DALLAS	800 MAIN ST	2012 - 2027	\$125,000
00006300070000000	TRANSCONTINENTAL REALTY INV	300 N HOUSTON ST	2012 - 2027	\$15,000
00006300070000100	CORDOVAN VENTURERS	300 N HOUSTON ST	2012 - 2027	\$214,610
000204000004A0000	703 MCKINNEY LP	2001 N LAMAR ST	2012 - 2027	\$3,200,000
00020500030020000	SOUTHWEST ADVISORY SERVICES LLC	1802 N MARKET ST	2012 - 2027	\$800,000
00020500030030000	SOUTHWEST ADVISORY SERVICES LLC	1800 N MARKET ST	2012 - 2027	\$446,400
00021400130010000	RICHARDSON DARYL GOURMET	1909 N GRIFFIN ST	2012 - 2027	\$2,310,000

Base Year Value

\$97,095,610