

# Memorandum



CITY OF DALLAS

DATE May 2, 2025

Honorable Members of the City Council Economic Development Committee: Tennell Atkins  
TO (Chair), Omar Narvaez (Vice Chair), Carolyn King Arnold, Chad West, Adam Bazaldua, Paul  
Ridley, and Kathy Stewart

SUBJECT **Upcoming Agenda Item: Palladium Buckner Station Project**

On May 14, 2025, staff will seek City Council authorization of a Chapter 380 economic development grant and loan agreement and all other necessary documents with Palladium Buckner Station, Ltd. and/or its affiliates or assigns in an amount not to exceed \$14,500,000.00, to support the development of the Palladium Buckner Station Project, a mixed-income and transit-oriented development project proposed on real property currently addressed as 8008 Elam Road, in accordance with the Economic Development Incentive Policy.

Please see the attached **Exhibit A** for more detailed information regarding the Project and the proposed grant and loan agreement. Should you have any questions, please contact Kevin Spath, Director (I), in the Office of Economic Development at (214) 670-0170 or [kevin.spath@dallas.gov](mailto:kevin.spath@dallas.gov).

Service First, Now!

A handwritten signature in blue ink, appearing to read 'Robin Bentley'.

Robin Bentley  
Assistant City Manager

c: Kimberly Bizzor Tolbert, City Manager  
Tammy Palomino, City Attorney  
Mark Swann, City Auditor  
Billerae Johnson, City Secretary  
Preston Robinson, Administrative Judge  
Dominique Artis, Chief of Public Safety  
Dev Rastogi, Assistant City Manager  
M. Elizabeth (Liz) Cedillo-Pereira, Assistant City Manager

Alina Ciocan, Assistant City Manager  
Donzell Gipson, Assistant City Manager  
Robin Bentley, Assistant City Manager  
Jack Ireland, Chief Financial Officer  
Elizabeth Saab, Chief of Strategy, Engagement, and Alignment (I)  
Directors and Assistant Directors



**City of Dallas**

# **Palladium Buckner Station**

a mixed-income and transit-oriented development project  
proposed at DART Buckner Station  
(City Council District 5)

**Economic Development Committee**  
**May 5, 2025**

Kevin Spath, AICP, EDFP, HDFP  
Director (I)  
Office of Economic Development

# Overview



- Background
- Proposed Project
- Staff Recommendation
- Next Steps
- Appendices



# Background



- In July 2020, a memorandum (titled “Mixed-Income Housing Challenge for TODs for Post-Covid-19 Economic Development Recovery Efforts”) was issued by the chairpersons of the City of Dallas (“City”) Housing and Homelessness Solutions Committee, Transportation and Infrastructure Committee, Economic Development Committee, and Workforce, Education, & Equity Committee of the City Council, challenging the City to utilize all available land owned by the City or DART within a half-mile of DART light rail stations to produce mixed-income housing developments (the “Housing Challenge”)
- For Phase I of the City’s efforts to meet the Housing Challenge, the City issued a Request for Proposals (RFP) in January 2021 to solicit TOD proposals for five City-owned sites adjacent to DART light rail stations. On May 26, 2021, City Council approved the recommended proposals by Resolution No. 21-0928
- Phase II of the City’s efforts to meet the Housing Challenge focuses on DART-owned sites at the following light rail stations: 8th & Corinth Station, Hampton Station, Westmoreland Station, Lake June Station, Buckner Station, Royal Lane Station
- In December 2021, DART and the City executed a Memorandum of Understanding to give the City the ability to solicit TOD proposals for 6 DART-owned sites adjacent to DART light rail stations
- In September 2022, the City issued 6 RFPs to solicit TOD proposals of the six DART-owned sites





# Background



- On June 14, 2023, by Resolution No. 23-0792, City Council authorized (1) selection of the recommended most advantageous proposal submitted by Developer for City Solicitation BVZ22-00020443 (Request for Proposals for Transit-Oriented Development of Property Owned by Dallas Area Rapid Transit at the Buckner Station), most advantageous proposer of 2, and (2) execution of an exclusive negotiation agreement with Developer
- On August 2, 2023, an exclusive negotiation agreement was executed between the City and Developer
- On July 31, 2024, Developer submitted a development incentive application to the City's Office of Economic Development ("OED") requesting a development incentive to support the proposed development project
- On August 13, 2024, Developer held a community outreach meeting at Pleasant Grove Branch Library (7310 Lake June Rd, Dallas, TX 75217)
- On August 24, 2024, Developer hosted a tour of the Palladium RedBird development for any interested community member
- On October 8, 2024, Board of Directors of the Dallas Housing Finance Corporation ("DHFC") considered and adopted an inducement resolution declaring intent to issue bonds, in an aggregate principal amount not to exceed \$50,000,000, for a loan to Palladium Buckner Station, Ltd. to provide financing for the proposed development project and authorizing the filing of an application for allocation of private activity bonds with the Texas Bond Review Board ("TBRB")



# Background



- On October 17, 2024, Developer and DHFC submitted application to the TBRB to secure a bond reservation for the proposed project in the Private Activity Bond Allocation Program lottery
- On November 13, 2024, by Ordinance Nos. 32917, 32918, and 32919, City Council authorized a zoning change pursuant to Case Z234-226 to allow the proposed Project to be developed at 8008 Elam Road
- On November 13, 2024, Developer and DHFC received a lottery number in the Private Activity Bond Allocation Program
- On December 10, 2024, Developer held a community outreach meeting (in English and Spanish) at Pleasant Grove Branch Library
- On January 28, 2025, Housing and Homelessness Solutions Committee of City Council was briefed by memorandum regarding the proposed project and Developer's request for a Resolution of No Objection related to its application to Texas Department of Housing and Community Affairs ("TDHCA") for 4% Non-Competitive Low Income Housing Tax Credits ("LIHTCs")
- On January 28, 2025, Developer and DHFC received a bond reservation from the TBRB (with DHFC as bond issuer)
- On January 30, 2025, Developer submitted application to TDHCA for 4% Non-Competitive LIHTCs for the proposed project (Application No. 25442)



# Background



- On February 25, 2025, DART Board approved an exclusive option agreement to ground lease the property to Developer (or its designated affiliate, including a housing finance corporation) for a period of no less than forty-five (45) years for the proposed project
- On February 26, 2025, City Council held a public hearing to receive comments regarding Application No. 25442; and at the close of the public hearing, authorized a Resolution of No Objection, related to Application No. 25442, for the development of the proposed project by Resolution No. 25-0415
- On April 8, 2025, the Board of Directors of the DHFC reviewed and approved the terms of a Memorandum of Understanding for a partnership between the DHFC and the Developer to effectuate the Project
- On April 17, 2025, OED and Developer reached agreement on terms for proposed City incentive
- In May 2025 (May 13 and May 27), in lieu of a ground lease, DART Board will review and consider approval of agreement to sell the Property (fee simple) to Developer at fair market value (with a reverter if the Property stops being used for a transit-complimentary purpose)





# Background: Location of Property



- Located at the DART Buckner light rail station addressed as 8008 Elam Road totaling approximately 6.7 acres ("Property")
- Southern terminus of Green Line
- Zoning: Planned Development District for WMU-5 Walkable Urban Mixed-Use District (on November 13, 2024, by Ordinance Nos. 32917, 32918, and 32919, City Council authorized a zoning change pursuant to Case Z234-226 to allow the proposed project to be developed)
- City Council District 5
- Located in a High Opportunity Area (Census tract with poverty rate below 20%)
- High Opportunity Areas often have attributes that, based on recent research, appear to have a positive effect on the economic mobility of residents





# Background: Existing Property Conditions



Current use as DART Buckner Station parking lot



# Proposed Project: Summary



**Project Developer:** Palladium Buckner Station, Ltd. and/or its affiliates or assigns (“Developer”)

## Project Summary:

- new ground-up construction of two (2) 4-story buildings and one (1) 2-story building to create:
  - 304 mixed-income residential units (approximately 294,425 gross square feet) that will include approximately 90 one-bedroom, 147 two-bedroom, and 67 three-bedroom units
    - of the total number of units, 244 units (80%) will be income-restricted for at least 45 years per LIHTC Land Use Restriction Agreement (LURA) for households earning a maximum of 60% Area Median Income (“AMI”), and 60 units (20%) will be market rate (i.e. not income-restricted)
  - tenant amenities, including clubhouse, community room, fitness center, courtyard, swimming pool, outdoor grilling area, dog park, playground, and sport court
- new ground-up construction of two (2) 3-level parking garages with approximately 180 parking spaces each and approximately 15 surface parking spaces (providing a total of approximately 375 parking spaces for residential use)
- construction of a publicly accessible approximately 40-foot wide promenade, with pedestrian connection to the station from the corner of Elam Road and Buckner Boulevard (including bike racks)
- wayfinding signage placed near the intersection of Kipling Drive and Buckner Boulevard to promote Kleberg Trail connectivity

Bedroom Type	60% AMI	Market Rate	Total Bedroom Count
1bd/1ba	83	7	90
2bd/2ba	120	27	147
3bd/2ba	41	26	67
Total Affordable Units			244
Total Market Rate Units			60
Total Residential Units			304

**Estimated Total Project Cost:** \$107,110,742

**Construction Start Date:** Anticipated Q3 2025

**Substantial Completion Date:** Q4 2027





# Proposed Project: Urban Design



- On March 29, 2024, City's Urban Design Peer Review Panel ("UDPRP") reviewed the Project. The following summarizes the design recommendations:
- UDPRP recommended:
  - Retention areas be confirmed and that low-impact development stormwater best management practices (BMPs) be explored
  - Internal resident-only sidewalks at Elam and Buckner be eliminated to allow for a larger semi-private outdoor space, a ground-level tenant, wider public sidewalk, and tree planting space
  - Promenade's cross-section be revised to allow for more semi-private outdoor residential space by reconfiguring the planter box and public promenade spaces
  - Additional thought be given to the internal DART road frontage to allow a more generous sidewalk and tree well space by eliminating the private sidewalk
  - Exploring building to the corner of Buckner and Elam and removing/reducing the corner plaza outdoor space to enhance walkability and introduce a possible future retail opportunity
  - Sun/shade study be conducted to ensure landscape material selection can best fit the planned location and orientation (specifically in the interior courtyards as well as along Elam and Buckner frontages)
  - Development team to embrace the design opportunity for this TOD project setting the architectural standard and precedent for the area as it continues to develop



# Proposed Project: Urban Design



- UDPRP recommended:
  - Consider opportunities on Buckner and Elam to include thoughtful ground-level patio screening and building articulation to provide better privacy, soften the streetscape, and enhance individual and common entries
  - Improved visual cues to make it clear the promenade entry leads to the DART station and that it balances the needs of transit riders using it as a pass-thru space, a community space, and as a space for residents
  - If removal of one parking garage becomes necessary, explore removal of the central promenade units to accommodate a revised site plan with a larger single garage and storm water detention
  - Community room, leasing space, common amenity room, and corner plaza be relocated to face the DART station and/or the promenade to bring more activity to these areas
  - Internal green spaces to be allowed to visually connect to one another across the central promenade
- On April 30, 2024, Developer submitted a response to the UDPRP recommendations to the City's Planning and Development Department ("PDD")
- On May 6, 2024, PDD staff indicated that the responses submitted by Developer on April 30, 2024 satisfied the UDPRP's advice but that updated plans are required to be provided to PDD staff for final review, once available.





# Proposed Project: Site Plan





# Proposed Project: Renderings



View from  
northeast  
corner of  
Buckner Blvd  
and Elam Rd



View from  
Elam Rd  
entrance



View from rail  
station to  
promenade



Swimming Pool  
Courtyard  
Dog Park





# Proposed Project: Elevations



north side elevations



# Proposed Project: Elevations



south side elevations



01 West  
3/32" = 1'-0"



02 South West 1  
3/32" = 1'-0"

- MATERIAL LEGEND**
- 01 BRICK MASONRY VENEER - FIELD COLOR 1
  - 02 CEMENTITIOUS PANEL SYSTEM - FIELD COLOR 01
  - 03 CEMENTITIOUS PANEL SYSTEM - FIELD COLOR 02
  - 04 METAL RAILING SYSTEM
  - 05 METAL CANOPY
  - 06 METAL PANEL SYSTEM - FIELD COLOR 1
  - 07 CONCRETE COLUMN
  - 08 WOOD TRELLIS SYSTEM





# Proposed Project: Elevations



south side elevations



01 South West 2  
3/32" = 1'-0"



02 South  
3/32" = 1'-0"



# Proposed Project: Elevations



east side elevations







# Proposed Project: Sources and Uses



Sources of Funds	Amount
Senior Debt	\$45,146,943
Deferred Developer Fee	\$9,314,287
Bond Reinvestment Proceeds	\$3,829,825
Tax Credit/Dallas HFC GP Equity	\$34,319,687
City of Dallas Grant and Loan Support	\$14,500,000
<b>TOTAL</b>	<b>\$107,110,742</b>

Uses of Funds	Amount
Site Acquisition	\$3,098,494
Off-Site Improvements	\$2,744,368
On-Site Work	\$3,004,712
Building Construction Costs (includes parking garages)	\$53,524,928
Contingency	\$2,426,014
General Requirements/General Contractor Costs	\$7,839,347
Professional Fees (e.g. A&E, environmental assessment, survey, soils, permits)	\$1,550,528
Soft Costs (e.g. legal, marketing, insurance)	\$2,503,812
Financing Costs (e.g. interest, carrying costs, bond issuance)	\$13,500,147
Reserves	\$4,200,303
Developer Fee	\$12,718,089
<b>TOTAL</b>	<b>\$107,110,742</b>





# Proposed Project: Summary of Benefits



- Addition of 304 residential units promoting TOD development
- Creation of residential units from existing surface parking
- Deeper and more affordability than minimum requirement of Economic Development Incentive Policy
- 244 affordable residential units in a High Opportunity Area
- Proximity to Dallas College Pleasant Grove Center
- Proximity to Dal-Tile Corporation HQ
- Connectivity to Crawford Park and planned Kleberg Trail



# Staff Recommendation: Grant and Loan



- Staff recommends an economic development incentive in the form of a Chapter 380 Grant and Loan Agreement in a **total amount not to exceed \$14,500,000** as gap funding to make the Project financially feasible
- The **Grant shall not exceed \$8,316,907.16** and shall be sourced as follows:
  - An amount not to exceed \$1,583,815.53 from the City's 2006 General Obligation Bond Fund (Proposition 8: Economic Development/Housing), and
  - An amount not to exceed \$1,738,275.42 from the City's 2017 General Obligation Bond Fund (Proposition I: Economic Development/Housing—Council District 5 discretionary allocation), and
  - An amount not to exceed \$4,994,816.21 from the City's 2024 General Obligation Bond Fund (Proposition G: Economic Development)
- The **Loan shall not exceed \$6,183,092.84** and shall be sourced from the City's Public/Private Partnership Fund



# Staff Recommendation: Grant and Loan



- Up to the first \$3,098,494 of the Grant shall be disbursed at closing specifically to facilitate Developer's acquisition of the Property.
- After issuance of a building permit and commencement of construction, Developer may draw down (in up to 3 draw requests) the remaining amount of the Loan and Grant funds, less 5% retainage, on a reimbursable basis, for capitalized costs related to construction of Project, including soft costs, but excluding developer fee. The 5% retainage shall be payable upon Substantial Completion and shall not count as one of the 3 draw requests.
- The Loan's interest rate shall be 3% simple non-compounding annual interest.
- The term of the Grant shall be 15 years to comply with the 15-year City Affordability Period, and the term of the Loan shall be coterminous with the senior lender.



# Staff Recommendation: Grant and Loan



The Loan shall be a deferred developer loan fully repayable as set forth below:

- Principal and interest payments shall be deferred until the deferred developer fee is paid in its entirety. At such time, repayment of the City's Loan with accrued, simple non-compounding interest shall commence based on the lower of: (1) 30% of surplus cash flow, or (2) an amortization schedule that is coterminous with the senior lender (40 years).
- The first Loan payment shall be due within 30 days after Regions Bank and the senior lender have approved the cash flow distribution necessary to make the required Loan payment. Loan payments will thereafter be due annually on the anniversary date of the first Loan payment within 30 days after Regions Bank and the senior lender have approved the cash flow distribution necessary to make such required Loan payment. All unpaid principal and interest will be due on the final payment date.
- After repayment of the Loan, all deed restrictions and deeds of trust will continue to secure the Developer/Borrower's performance of the requirements described in the Grant and Loan Agreement until termination of the 15-year City Affordability Period.
- The Loan may be prepaid, in whole or in part, at any time and from time to time, without penalty.
- The remaining balance of the Loan (principal and interest) is immediately due and payable upon sale, refinancing, or transfer of the Project or upon maturity.
- The City shall be added as an additional obligee on payment and performance bonds furnished by Developer/Borrower to its senior construction lender.





# Staff Recommendation: Grant and Loan



- The Chapter 380 Grant and Loan Agreement, a promissory note for the Loan, deeds of trust, and deed restrictions shall secure payment and performance.
- Deed restrictions shall be senior to all other project financing, subject to bond issuer restrictions and HUD restrictions, if applicable, and shall be recorded to secure the 15-year City Affordability Period for the affordable units and for vouchers regardless of any prepayment of the Loan.
- The City's Grant and Loan shall be subordinate to the construction and/or permanent financing for the Project only. In order to secure payment and performance of the City's Grant and Loan, one or more deeds of trust shall be filed against the Property, including the leasehold and all improvements. The City's lien or liens may only be subordinate to a financial institution's superior lien or a loan in a greater amount. In the event, subordination agreements are required, the City agrees to provide in a form acceptable to the City and agrees not to unreasonably withhold them.



# Next Steps



- May 13, 2025: DART Board (Committee of the Whole)
- May 14, 2025: City Council
- May 27, 2025: DART Board
- July 25, 2025: deadline for financial closing





# Appendices





# Appendices



- Appendix A:** Agreement Conditions
- Appendix B:** Ownership Structure
- Appendix C:** Project Development Team
- Appendix D:** Project Underwriting
- Appendix E:** Buckner Station Area Plan
- Appendix F:** Kleberg Trail
- Appendix G:** 2006 Bond Program
- Appendix H:** 2017 Bond Program
- Appendix I:** 2024 Bond Program



# Appendix A: Agreement Conditions



- Capital Commitment. Prior to or contemporaneously with City's execution of the Agreement, Developer shall provide evidence of binding commitments of all capital sources necessary to complete the Project, including tax credit investor(s) binding commitment(s) and/or loan agreements.
- Property Control. Prior to or contemporaneously with City's execution of the Agreement, all necessary lease agreement(s) or purchase and sale agreement(s) between DART, DHFC, and/or Developer regarding long-term use and control of the Property shall be executed.
- Agreement Execution Deadline. Developer shall execute Agreement with the City by September 30, 2026.
- Required Minimum Investment. Developer shall invest (or cause to be invested) and provide documentation evidencing a minimum of \$60,000,000 in investment expenditures for the delivery of the Project by December 31, 2028, including site acquisition/control, off-site improvements, on-site work, building construction costs, general requirements/general contractor costs, and professional fees (e.g. A&E, environmental assessment, survey, soils, permits).
  - Construction management costs may be included in the Required Minimum Investment calculation if the construction management services are directly related to ensuring the quality of the construction of the Project and are performed by an independent and unaffiliated third-party.



# Appendix A: Agreement Conditions



- Required Project Components. The Project shall include the following “Required Project Components”:
  - new ground-up construction of residential buildings totaling a minimum of 290,000 gross square feet and a minimum of 304 residential units, of which a minimum of 80% (244 units) shall be set aside as affordable and leased solely to those households earning at or below 60% of AMI for a minimum of fifteen (15) years
  - new ground-up construction of two (2) parking garages totaling a minimum of 350 parking spaces
  - construction of a publicly accessible promenade (minimum 37 feet wide) providing a direct pedestrian connection to the DART Buckner Light Rail Station and 5 bike racks along the perimeter of the development adjacent to the station platform, from the corner of Elam Road and Buckner Boulevard
  - wayfinding signage, to be approved by OED Director with consultation from the City's Park and Recreation Department Director, not to be unreasonably withheld, placed near the intersection of Kipling Drive and Buckner Boulevard to promote Kleberg Trail connectivity, contingent upon such trail commencing construction prior to Substantial Completion of the Project
  - site improvements (public and private) necessary to complete the Project (e.g. utilities; demolition; lighting; landscaping; signage; streetscape)
  - tenant amenities specifically including a clubhouse, community room, fitness center, courtyard, swimming pool, outdoor grilling area, dog park, playground, and sport court





# Appendix A: Agreement Conditions



- City Affordability and Vouchers.
  - Minimum 80% (244) of units shall be set aside as affordable and leased solely to those households earning at or below 60% of AMI for a minimum of fifteen (15) years ("City Affordability Period")
  - Affordable units shall be of identical finish-out and materials as market rate units and shall not be segregated or concentrated in any one floor or area of the Project but shall be dispersed throughout all of the residential portions of the Project
  - Developer shall make best efforts to lease up to 10% of the Project's residential units to voucher holders during the City Affordability Period
  - City Affordability and voucher requirements shall be impressed upon the Property by deed restriction for the term of the City Affordability Period
  - Developer shall submit an Affirmative Fair Housing Marketing Plan for approval by City's Office of Equity and Inclusion
- Building Permit Deadline. Developer shall obtain a building permit, which may include a foundation permit, by September 30, 2026. A grading permit shall not meet this requirement.
- Substantial Completion Deadline. Developer shall cause the construction of the Required Project Components to be completed, and all portions of the buildings shall be occupiable by the later of December 31, 2027 or the placed in service deadline established by TDHCA for the Project, as evidenced by certificate(s) of occupancy, letter(s) of acceptance, certificate(s) of completion, and/or similar documentation issued by the City ("Substantial Completion").
  - All portions of the multi-family units, parking garages, and tenant amenities shall be complete at time of Substantial Completion



# Appendix A: Agreement Conditions



- Property Management. The proposed property management group for the Project shall be Omnium Management Company, Inc., an affiliate of Palladium Buckner Station, Ltd.
  - any replacement or successor property management group must be approved in advance by OED Director
- Operating and Maintenance Agreement. Developer will execute a 20-year Operating and Maintenance (O&M) Agreement for any Non-Standard Public Improvements prior to Substantial Completion.
  - Includes public infrastructure improvements that exceed the City's standard design requirements and shall include specially designed street/pedestrian lighting, brick pavers, bollards, sidewalks, public art, fountains, landscaping, and irrigation
  - Developer shall submit documentation evidencing the O&M Agreement was recorded with the Dallas County Clerk's Office
  - O&M Agreement is binding upon the successors and assigns and may be assignable, subject to OED Director approval, in whole or in part, to a new owner of all or a portion of the Project
  - Developer shall remain responsible for the maintenance of the Non-Standard Public Improvements for 20-year term even if Developer chooses to forgo the Grant or Loan or is not paid the Grant or Loan as a result of default



# Appendix A: Agreement Conditions



- Public Access to Infrastructure not owned by City. Prior to Substantial Completion, Developer shall provide reasonable public access easements, deed restrictions, or other instruments reasonably acceptable to the OED Director if any street, utility, or open space improvements associated with the Project remain in non-City ownership but require public access.
- M/WBE Inclusion in Construction of Project. Developer shall make a good faith effort to comply with the City's Business Inclusion and Development ("BID") goal of thirty-two percent (32%) participation by certified Minority/Women-owned Business Enterprises ("M/WBE") for all hard construction expenditures (public and private improvements) for the Project and meet all process and reporting requirements of the City's Business Inclusion and Development ("BID") program.
- Quarterly Reporting. Until all Required Project Components have passed final building inspection and Developer has submitted all required paperwork documenting Substantial Completion to the OED Director, Developer shall submit to OED quarterly status reports for ongoing work on the Project.





# Appendix A: Agreement Conditions



- Urban Design. Prior to submitting construction plans as part of a building permit application to City's Planning and Development Department (PDD), Developer shall submit a set of construction drawings to the Preservation and Urban Design staff of PDD and OED Director for a final staff review to ensure that the Project (public and private improvements) will be constructed in substantial conformance with the final approved conceptual drawings and renderings attached to the Agreement (reflecting recommendations offered by the City's Urban Design Peer Review Panel on March 29, 2024).
  - Allowable minor modifications to the Project's design may include those required to comply with development regulations administered by the City's PDD or other City departments, federal, state and local laws, codes and regulations
  - Prior to making any Project design changes that would be considered minor in nature, Developer shall notify the OED Director and submit proposed changes to the OED Director for review and approval
- Local Hiring. For all permanent employment opportunities created by operation of the Project, Developer shall submit to the City a written plan ("Local Hiring Plan") describing how Developer or its property management group shall use and document commercially reasonable efforts to recruit and hire residents of the city of Dallas.
  - At a minimum, the Local Hiring Plan shall describe how Developer or its property management group will target local recruitment through local advertisement, community outreach, local engagement, participation in local job fairs, and/or coordination with local hiring sources



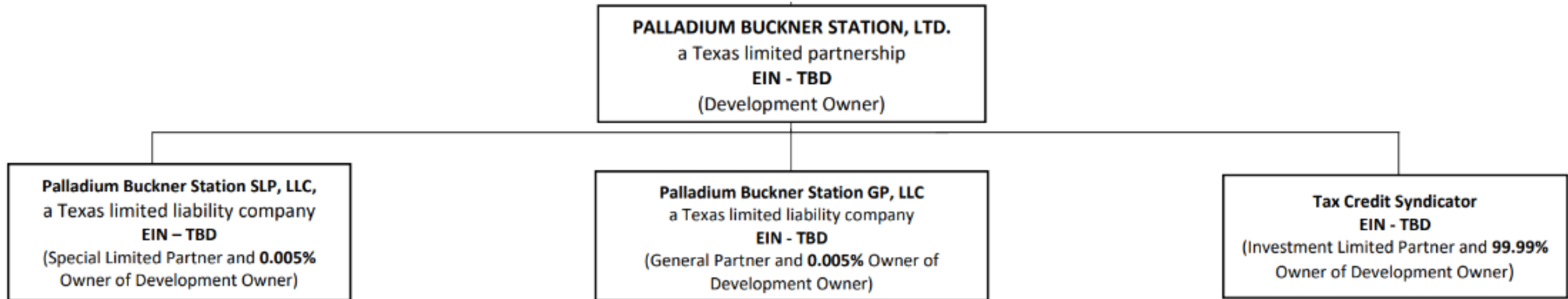
# Appendix A: Agreement Conditions



- Minor Modifications. The OED Director may authorize minor modifications to the Project, including, but not limited to, adjustment in unit type (including decreases to the size of any unit by not more than 10% as shown in Attachment D to the LOI), unit mix, set-aside duration, and/or qualifying AML, if consistent and in compliance with TDHCA's Project requirements and the City Economic Development Incentive Policy. The OED Director may also authorize an extension of the Project's material dates/deadlines up to 12 months.
- Force Majeure. In the event the OED Director determines the Project has been delayed as a result of Force Majeure, after being provided written notice by Developer, Developer shall have additional time to complete the Project, so long as, within ten business days, Developer provides OED Director notice of such event and is diligently and faithfully pursuing completion of the Project. Extension of Project deadlines as a result of Force Majeure shall not require City Council approval. Developer shall be excused from doing or performing the same during such period of delay, so that the completion dates applicable to such performance, or to the construction requirement shall be extended for a period equal to the period of time Developer was delayed, subject to OED Director's approval.
- Other Public Sources of Funding. The City and Developer acknowledge that other public sources of funding or financial contribution (such as DART, Dallas Water Utilities, or the City's Department of Transportation & Public Works) are being evaluated to support the Project. If, prior to City's full disbursement of the Grant and Loan, the Project is approved for funding or financial contribution from any other public sources which partially reduce the Developer's financial gap for the Project, then the Grant or Loan shall be administratively reduced commensurately.



# Appendix B: Ownership Structure



Senior Lender: Regions  
Construction Lender: Regions  
Tax Credit Syndicator: Regions





# Appendix C: Development Team



Role	Party Name
Developer Entity/Primary Contact	Palladium Buckner Station, Ltd/Palladium USA
Architect	Arrive Architecture Group
General Contractor	BBL Building Company
Property Management	Omnium Management Company, Inc., an affiliate of Palladium Buckner Station, Ltd.
Leasing	Omnium Management Company, Inc., an affiliate of Palladium Buckner Station, Ltd.



# Appendix D: Project Underwriting



- Developer's amended development incentive application requested \$16,800,000 in City subsidy
- Grow America under contract with the City, conducted independent underwriting of the development incentive application. Conclusions of independent underwriting:
  - **Development team:** highly qualified and experienced to carry out Project
  - **Equity investors:** as a tax credit project, \$34.3 million of project funding comes from equity generated from LIHTCs; tax credit investor requires several guarantees including completion
  - **Permanent debt capacity of Project:** maximized given the current interest rate, minimum DCR, and amortization schedule
  - **Appraisal and Market Study:** there is a demand for the residential units and will serve the Dallas sub-market
  - **Cost estimates of Project:** figures are reasonable given the planned quality of the construction and proposed amenities
  - **Rationale for City Grant and Loan:** main drivers are reasonable project costs less a maximized senior loan, above average tax credit pricing, and a deferred developer fee that can be repaid in year 12 of operations from projected cash flow



# Appendix E: Buckner Station Area Plan



- In February 2013, City Council adopted the Buckner Station Area Plan as an appendix to the Comprehensive Plan by Resolution No. 13-0666; Ordinance No. 28969.
- Area Plan detailed specific initiatives to create a better future for the Buckner Station area and surrounding neighborhood, with particular attention to reinvigorating affordable housing, improving safety and multi-modal connectivity, and establishing strategies and guidelines to create a thriving transit-oriented neighborhood over the long term.
- Area Plan established a conceptual development plan, identified the DART station as a potential catalytic development site, and recommended that the City partner with DART to advance a catalytic transit-oriented development project.
- The related Zoning Case Report (Z234-226) indicates that the Project complies with the goals and vision for an Urban Mixed-Use area within the Buckner Station Area Plan as it facilitates a mix of uses and an improved pedestrian environment as one of the plans “Walkable/Mixed Use” areas

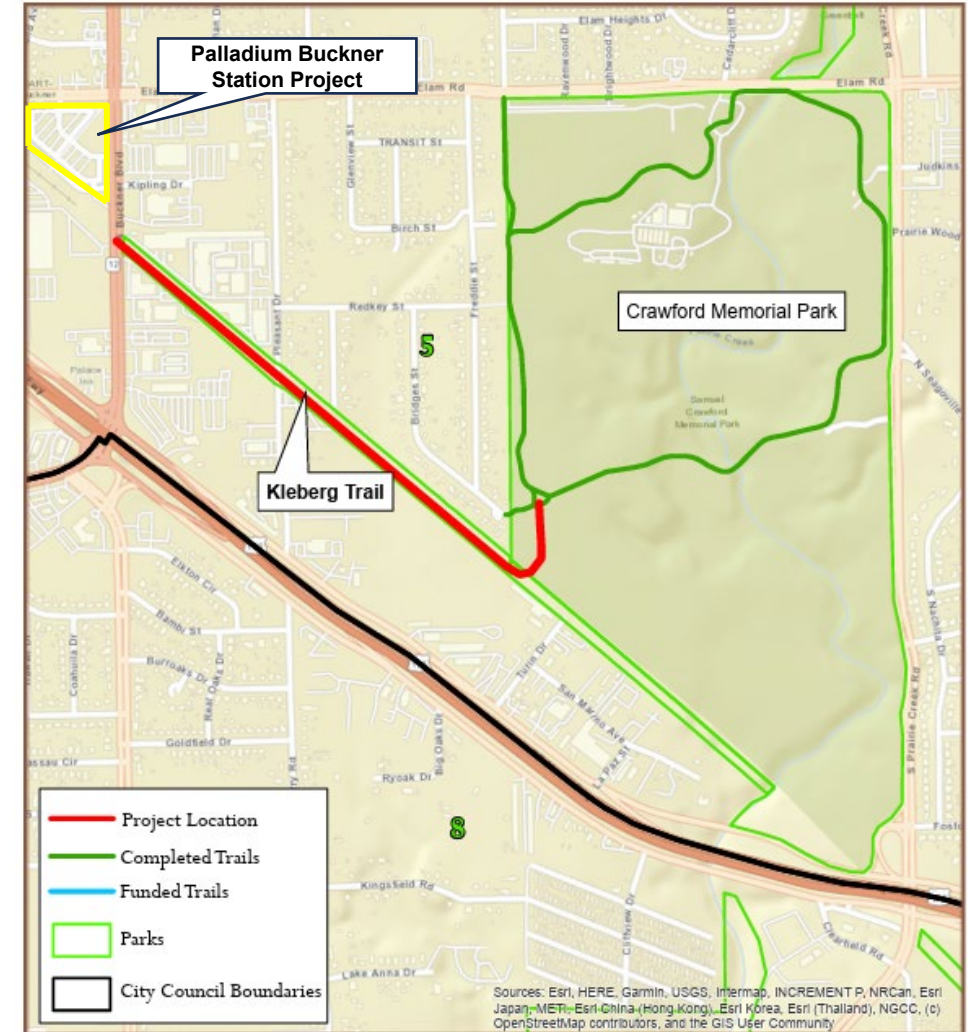




# Appendix F: Kleberg Trail



- On March 26, 2025, City Council authorized an amendment to the Project Specific Agreement with Dallas County for the Dallas County Transportation Major Capital Improvement Project 10230 for the purpose of trail design, construction, and funding for the Kleberg Trail from the DART Buckner Station to Crawford Park at Bridges Street, in the amount not to exceed \$1,728,908.00
- As a required Project component, wayfinding signage, to be approved by OED Director with consultation from the City's Park and Recreation Department Director, not to be unreasonably withheld, is anticipated to be placed near the intersection of Kipling Drive and Buckner Boulevard to promote Kleberg Trail connectivity, contingent upon such trail commencing construction prior to Substantial Completion of the Project



# Appendix G: 2006 Bond Program



## Proposition 8 (\$41,495,000)

- Providing funds for the purpose of 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 therefor, 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



# Appendix H: 2017 Bond Program



## Proposition I (\$55,400,000)

- Providing funds for promoting economic development throughout the city, through planning, designing, constructing, improving, extending, expanding public street, utility, and other infrastructure facilities, including the acquisition of land therefor; and through the City's programs for economic development and housing including the acquisition of improved and unimproved properties, the demolition of existing structures, making grants of bond proceeds and otherwise providing assistance for private commercial, industrial, retail, residential and mixed-use development, neighborhood revitalization projects, and mixed income development





# Appendix I: 2024 Bond Program



## Proposition G (\$72,300,000)

- Providing funds for City's programs for economic development pursuant to City's Economic Development Incentive Policy, including making grants of bond proceeds and otherwise providing assistance and incentives for commercial, industrial, retail, residential, mixed-use development and other economic development and redevelopment, land acquisition, demolition, and infrastructure development
- \$29.2 million for Office of Economic Development; \$36.6 million for Housing Department; \$6.5 million for Council District-specific (District 1: \$2 million; District 3: \$1 million; District 11: \$3.5 million) to be used by either Office of Economic Development or Housing Department





**City of Dallas**

# **Palladium Buckner Station**

a mixed-income and transit-oriented development project  
proposed at DART Buckner Station  
(City Council District 5)

**Economic Development Committee**  
**May 5, 2025**

Kevin Spath, AICP, EDFP, HDFP  
Director (I)  
Office of Economic Development