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City of Dallas

CITY SECRETARY
DALLAS, TEXAS

1500 Marilla Street, Room 6ES
Dallas, Texas 75201



Public Notice

200380

POSTED CITY SECRETARY
DALLAS, TX

Economic Development Committee

May 4, 2020

1:00 PM

This Economic Development Committee meeting will be held by videoconference. The meeting will be broadcast live on Spectrum Cable Channel 95 and online at [bit.ly/cityofdallastv](https://cityofdallas.tv).

The public may also listen to the meeting as an attendee at the following videoconference link:

[https://dallascityhall.webex.com/dallascityhall/onstage/g.php?](https://dallascityhall.webex.com/dallascityhall/onstage/g.php?MTID=e95e41945110323b307b4074564f3ef13)

MTID=e95e41945110323b307b4074564f3ef13

2020 CITY COUNCIL APPOINTMENTS

COUNCIL COMMITTEE	
ECONOMIC DEVELOPMENT Atkins (C), Blewett (VC), Gates, McGough, Narvaez, Resendez, West	ENVIRONMENT AND SUSTAINABILITY Narvaez (C), Atkins (VC), Blackmon, Blewett, Gates
GOVERNMENT PERFORMANCE AND FINANCIAL MANAGEMENT Gates (C), Mendelsohn (VC), Arnold, Bazaldua, Kleinman, Narvaez, Thomas	HOUSING AND HOMELESSNESS SOLUTIONS West (C), Thomas (VC), Arnold, Blackmon, Kleinman, Mendelsohn, Resendez
PUBLIC SAFETY McGough (C), Arnold (VC), Bazaldua, Blewett, Medrano, Mendelsohn, Thomas	QUALITY OF LIFE, ARTS, AND CULTURE Arnold (C), Gates (VC), Atkins, Narvaez, West
TRANSPORTATION AND INFRASTRUCTURE Kleinman (C), Medrano, (VC), Atkins, Bazaldua, Blewett, McGough, West	WORKFORCE, EDUCATION, AND EQUITY Thomas (C), Resendez (VC), Blackmon, Kleinman, Medrano
AD HOC JUDICIAL NOMINATING COMMITTEE McGough (C), Blewett, Mendelsohn, Narvaez, West	AD HOC LEGISLATIVE AFFAIRS Johnson (C), Blackmon (VC), Atkins, Gates, Mendelsohn
AD HOC COMMITTEE ON COVID-19 ECONOMIC RECOVERY AND ASSISTANCE Thomas (C), Blackmon, Atkins, Bazaldua, Kleinman, Medrano, West	AD HOC COMMITTEE ON COVID-19 HUMAN AND SOCIAL RECOVERY AND ASSISTANCE McGough (C), Mendelsohn, Arnold, Blewett, Gates, Narvaez, Resendez

(C) – Chair, (VC) – Vice Chair

Handgun Prohibition Notice for Meetings of Governmental Entities

"Pursuant to Section [30.06](#), Penal Code (trespass by license holder with a concealed handgun), a person licensed under Subchapter H, Chapter 411, Government Code (handgun licensing law), may not enter this property with a concealed handgun."

"De acuerdo con la sección [30.06](#) del código penal (ingreso sin autorización de un titular de una licencia con una pistola oculta), una persona con licencia según el subcapítulo h, capítulo 411, código del gobierno (ley sobre licencias para portar pistolas), no puede ingresar a esta propiedad con una pistola oculta."

"Pursuant to Section [30.07](#), Penal Code (trespass by license holder with an openly carried handgun), a person licensed under Subchapter H, Chapter 411, Government Code (handgun licensing law), may not enter this property with a handgun that is carried openly."

"De acuerdo con la sección [30.07](#) del código penal (ingreso sin autorización de un titular de una licencia con una pistola a la vista), una persona con licencia según el subcapítulo h, capítulo 411, código del gobierno (ley sobre licencias para portar pistolas), no puede ingresar a esta propiedad con una pistola a la vista."

Note: A quorum of the Dallas City Council may attend this Council Committee meeting.

Call to Order**MINUTES**

1. [20-847](#) Approval of the March 2, 2020 Economic Development Committee Minutes

Attachments: [Minutes](#)

BRIEFING ITEMS

- A. [20-849](#) Authorize **(1)** a third amendment to the Chapter 380 Grant Agreement ("2016 Chapter 380 Agreement") with WCWRD Inc and its affiliates or subsidiaries ("Developer") and a second amendment to the Tax Increment Development, Chapter 380 Grant, and Chapter 380 Loan Agreement ("2018 TIF/Chapter 380 Agreement") with Developer, approved as to form by the City Attorney, related to the Red Bird Mall Redevelopment Project ("Project") to: **(a)** increase the amount of the 2018 Chapter 380 conditional grant by \$3,000,000.00 in bond funds; **(b)** remove the requirement that the Developer make any Distributable Cash Payments to the City pari passu with distributions of cash flow to the Project's equity investors; and **(c)** increase the minimum Investment Requirement for the Project by \$14,000,000.00; **(2)** an amendment to the Amended and Restated Deed of Trust to add the former Sears property and, at the request of the Developer, any other future properties acquired by the Developer within the Westmoreland-IH 20 Sub-District of Tax Increment Reinvestment Zone Number Twenty ("Mall Area Redevelopment TIF District") as collateral property; and **(3)** the City Manager to negotiate and execute any other documents, including but not limited to Subordination, Non-Disturbance, and Attornment agreements necessary to accommodate the Project in accordance with City Council approved terms, approved as to form by the City Attorney.

[Kevin Spath, Assistant Director, Office of Economic Development]

Attachments: [Presentation](#)

- B. [20-881](#) “Request for Resolutions of No Objection for 4% Non-Competitive Housing Tax Credits Allocated Through the Texas Department of Housing and Community Affairs and Proposed Recommendations for (1) the renovation of Ridgecrest Terrace Apartments, a 250-unit affordable multifamily property located at 526 South Walton Walker Boulevard, (2) the development of Ridge at Lancaster, a 300-unit affordable multifamily property located at 5703 Lancaster Road & 1819 Crouch Road, (3) the development of Gateway Oak Cliff, a 230-unit mixed income multifamily property located at 400 South Beckley Avenue, and (4) the development of The Oaks, a 260-unit mixed income multifamily property for seniors located at 630 South Llewellyn Avenue.”
[Kyle Hines, Manager, Office of Economic Development]

Attachments: [Presentation](#)

BRIEFING MEMORANDUMS

- C. [20-853](#) Consideration of authorizing a public hearing to determine the proper zoning on property zoned Planned Development District No. 595, the South Dallas/Fair Park Special Purpose District, in an area generally bounded by the Union Pacific (DART) Railroad, the Southern Pacific Railroad, C.F. Hawn Freeway, the D.P. & L Company easement, Central Expressway (S.M. Wright Freeway), the Southern Pacific Railroad, the Santa Fe Railroad, R.L. Thornton Freeway, Second Avenue, Parry Avenue, Robert B. Cullum Boulevard, Fitzhugh Avenue, Gaisford Street, and the common line between City Blocks 1820 and D/1821. This is a hearing to consider the request to authorize the hearing and not the rezoning of the property at this time.
[Kris Sweckard, Director, Sustainable Development and Construction]

Attachments: [5 Signature memo - CM Bazaldua](#)
[Authorized Hearings Prioritization Memo](#)

- D. [20-852](#) Incentive Agreement Extension, authorizing (i) extensions of up to six months, subject to approval of the Director of the Office of Economic Development ("Director"), for city-imposed contractual deadlines occurring on or after March 1, 2020 for active incentive agreements approved by the City Council prior to March 1, 2020; (ii) an additional extension of up to six months, subject to approval of the Director, for such active incentive agreements; and (iii) forbearance of loan payments and extension of loan maturity dates for a period of up to six months, subject to approval of the Director, due to the economic impact of COVID-19.
[Courtney Pogue, Director, Office of Economic Development]

Attachments: [Memo](#)

- E. [20-850](#) Authorize an amendment to the Chapter 380 Economic Development Grant Agreement and Business Personal Property Tax Abatement with Uber Technologies, Inc., authorized by City Council on August 14, 2019 by Resolution No. 19-1166, to extend deadlines for certain city-imposed contractual requirements at no additional cost consideration to the City.
[Courtney Pogue, Director, Office of Economic Development]

Attachments: [Memo](#)

- F. [20-848](#) Acceptance of Four Grants from Preservation Dallas as a Match to City Funds for a Contract for a Historic Survey and Contextual Statements
[Murray G. Miller, Historic Preservation Officer, Office of Historic Preservation]

Attachments: [Memo](#)

- G. [20-894](#) Dallas Small Business Continuity Fund, Launch
[Courtney Pogue, Director, Office of Economic Development]

Attachments: [Memo](#)

ADJOURNMENT

EXECUTIVE SESSION NOTICE

A closed executive session may be held if the discussion of any of the above agenda items concerns one of the following:

1. seeking the advice of its attorney about pending or contemplated litigation, settlement offers, or any matter in which the duty of the attorney to the City Council under the Texas Disciplinary Rules of Professional Conduct of the State Bar of Texas clearly conflicts with the Texas Open Meetings Act. [Tex. Govt. Code §551.071]
2. deliberating the purchase, exchange, lease, or value of real property if deliberation in an open meeting would have a detrimental effect on the position of the city in negotiations with a third person. [Tex. Govt. Code §551.072]
3. deliberating a negotiated contract for a prospective gift or donation to the city if deliberation in an open meeting would have a detrimental effect on the position of the city in negotiations with a third person. [Tex. Govt. Code §551.073]
4. deliberating the appointment, employment, evaluation, reassignment, duties, discipline, or dismissal of a public officer or employee; or to hear a complaint or charge against an officer or employee unless the officer or employee who is the subject of the deliberation or hearing requests a public hearing. [Tex. Govt. Code §551.074]
5. deliberating the deployment, or specific occasions for implementation, of security personnel or devices. [Tex. Govt. Code §551.076]
6. discussing or deliberating commercial or financial information that the city has received from a business prospect that the city seeks to have locate, stay or expand in or near the city and with which the city is conducting economic development negotiations; or deliberating the offer of a financial or other incentive to a business prospect. [Tex Govt. Code §551.087]
7. deliberating security assessments or deployments relating to information resources technology, network security information, or the deployment or specific occasions for implementations of security personnel, critical infrastructure, or security devices. [Tex Govt. Code §551.089]



City of Dallas

1500 Marilla Street
Dallas, Texas 75201

Agenda Information Sheet

File #: 20-847

Item #: 1.

Approval of the March 2, 2020 Economic Development Committee Minutes

Economic Development Meeting Record

The Economic Development Committee meetings are recorded. Agenda materials are available online at www.dallascityhall.com. Recordings may be reviewed/copied by contacting the Economic Development Committee Coordinator at 214-671-8958

Meeting Date: March 2, 2020

Convened: 1:02 p.m.

Adjourned: 2:17 p.m.

Committee Members Present:

Tennell Atkins, Chair
David Blewett, Vice Chair
Jennifer S. Gates
B. Adam McGough
Omar Narvaez
Jaime Resendez
Chad West

Committee Members Absent:

Other Council Members Present:

Presenters:

Michael Mendoza, Chief Eco. Dev. & Neighborhood Services
Todd Plesko, VP of Service Planning for Dallas Area Rapid Transit
Gary C. Thomas, President/Executive Director for Dallas Area Rapid Transit
Kris Sweckard, Director, Department of Sustainable Development and Construction
Peer Chacko, Director, Planning & Urban Design Department

AGENDA

Call to Order (1:02p.m.)

1. Approval of the February 3, 2020 Meeting Minutes

Presenter(s): Tennell Atkins, Chair

Action Taken/Committee Recommendation(s): A motion was made to approve the minutes for the February 3, 2020 Economic Development Committee meeting.

Motion made by: Chad West	Motion seconded by: David Blewett
Item passed unanimously: X	Item passed on a divided vote:
Item failed unanimously:	Item failed on a divided vote:

2. Bus Redesign Network Process

Presenter(s): Todd Plesko, Vice President of Service Planning for Dallas Area Rapid Transit and Gary C. Thomas, President/Executive Director for Dallas Area Rapid Transit

Action Taken/Committee Recommendation(s): No action taken

3. Zoning Maps by Council Districts

Presenter(s): Kris Sweckard, Director, Department of Sustainable Development and Construction and Peer Chacko, Director, Planning & Urban Design Department

Action Taken/Committee Recommendation(s): No action taken

4. Strategic Economic Development Plan Update

Presenter(s): Michael Mendoza, Chief of Economic Development and Neighborhood Services

Action Taken/Committee Recommendation(s): No action was taken

Adjourn (2:17p.m.)

APPROVED BY:

ATTESTED BY:

Tennell Atkins, Chair
Economic Development Committee

Tenna Kirk, Coordinator
Economic Development Committee



Agenda Information Sheet

File #: 20-849

Item #: A.

Authorize **(1)** a third amendment to the Chapter 380 Grant Agreement ("2016 Chapter 380 Agreement") with WCWRD Inc and its affiliates or subsidiaries ("Developer") and a second amendment to the Tax Increment Development, Chapter 380 Grant, and Chapter 380 Loan Agreement ("2018 TIF/Chapter 380 Agreement") with Developer, approved as to form by the City Attorney, related to the Red Bird Mall Redevelopment Project ("Project") to: **(a)** increase the amount of the 2018 Chapter 380 conditional grant by \$3,000,000.00 in bond funds; **(b)** remove the requirement that the Developer make any Distributable Cash Payments to the City pari passu with distributions of cash flow to the Project's equity investors; and **(c)** increase the minimum Investment Requirement for the Project by \$14,000,000.00; **(2)** an amendment to the Amended and Restated Deed of Trust to add the former Sears property and, at the request of the Developer, any other future properties acquired by the Developer within the Westmoreland-IH 20 Sub-District of Tax Increment Reinvestment Zone Number Twenty ("Mall Area Redevelopment TIF District") as collateral property; and **(3)** the City Manager to negotiate and execute any other documents, including but not limited to Subordination, Non-Disturbance, and Attornment agreements necessary to accommodate the Project in accordance with City Council approved terms, approved as to form by the City Attorney.

[Kevin Spath, Assistant Director, Office of Economic Development]

Requested Amendments Red Bird Mall Redevelopment Project

**Economic Development
Committee
May 4, 2020**

**Kevin Spath, AICP, HDFP, EDFP
Assistant Director
Office of Economic Development**

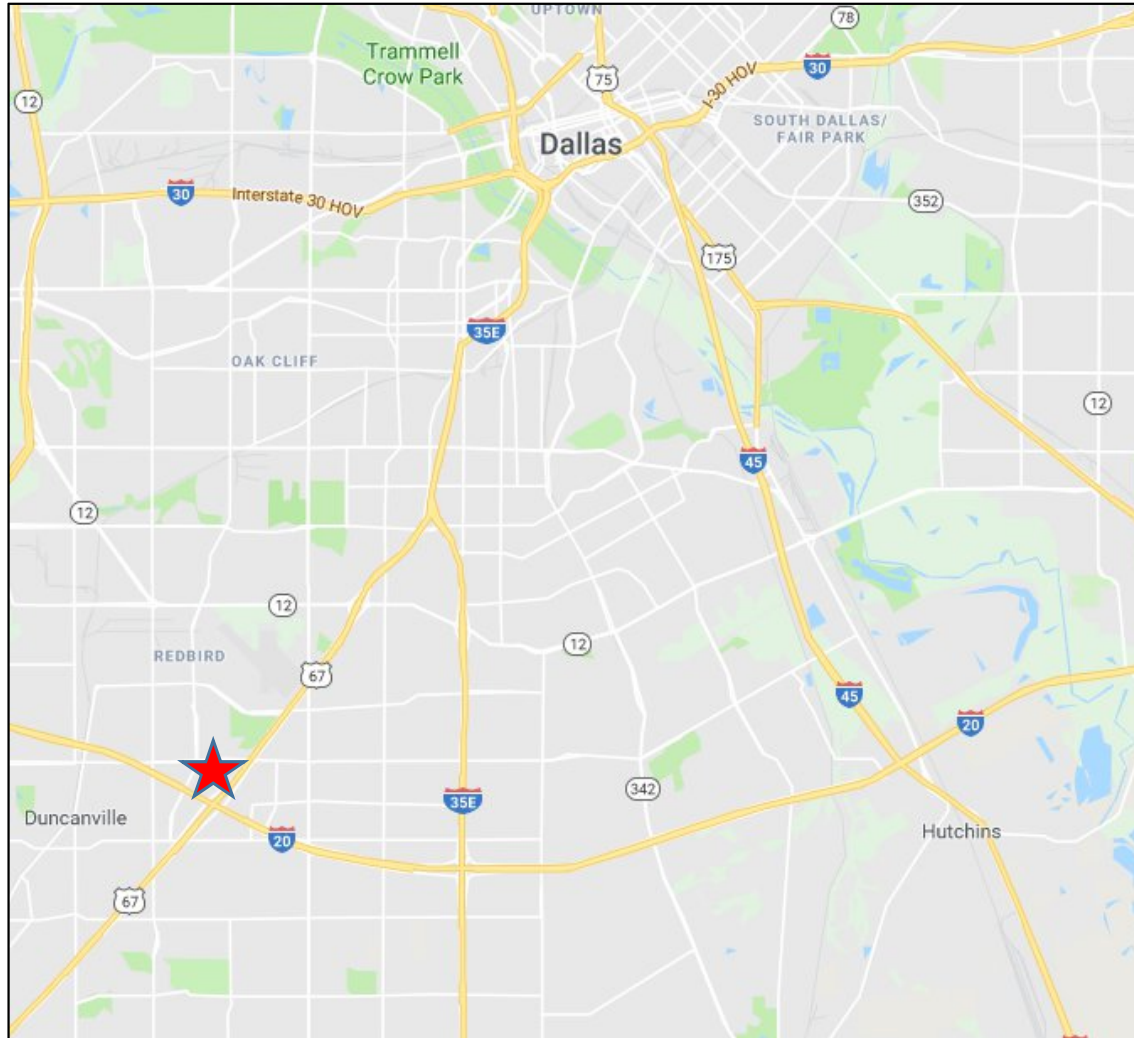


Presentation Overview

- Background
- Project History
- Requested Amendments
- Staff Recommendation
- Next Steps
- Appendix



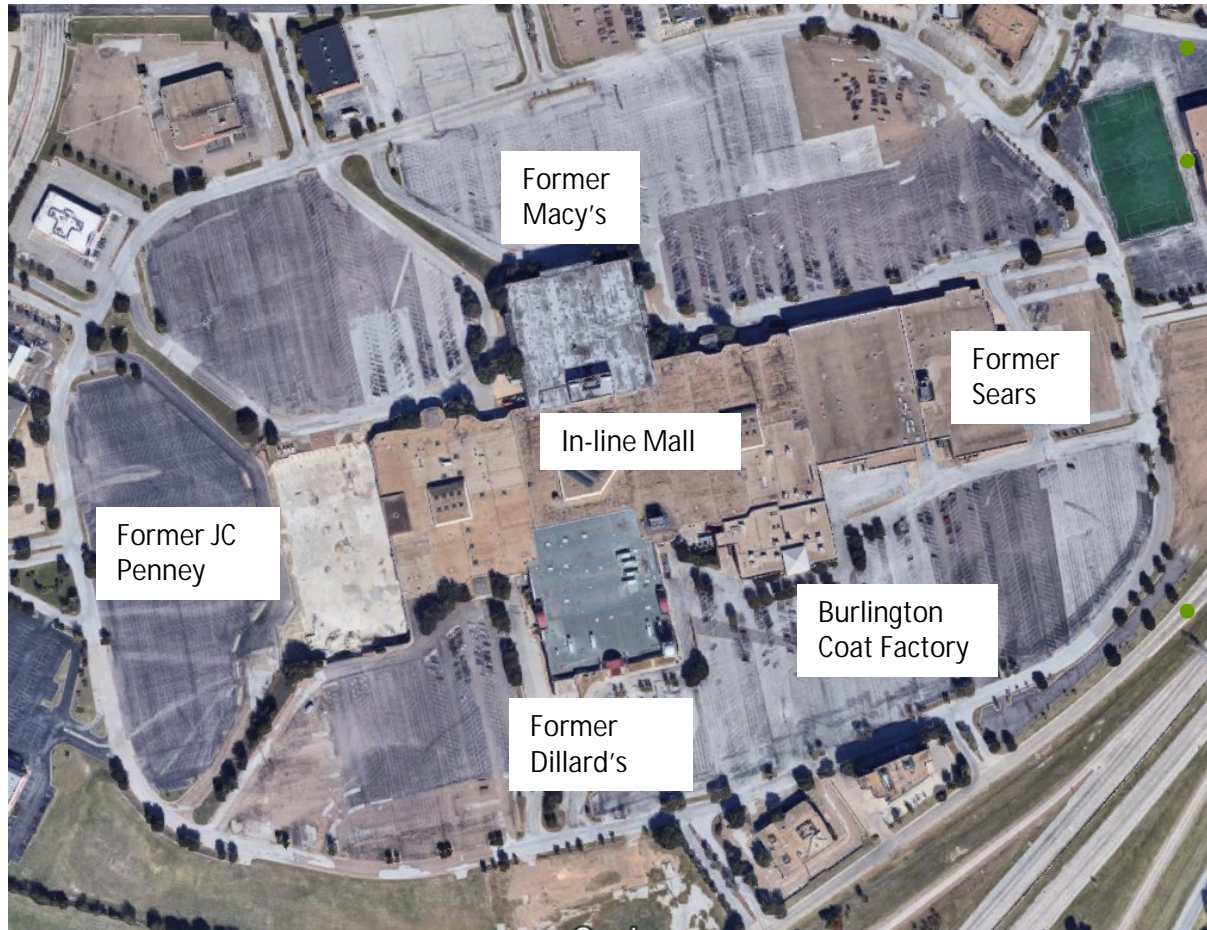
Background



- Located at the northwest corner of US Highway 67 and Interstate 20
- Built in 1975 by DeBartolo Company as Redbird Mall
- Approximately 950,000 SF buildings on 90 acres
- Renamed Southwest Center Mall in 2001 in effort to rebrand facility

Background

Mall comprised of the in-line mall building and five anchors



Occupied anchors:

- Burlington Coat Factory

Vacant anchors:

- Sears (vacated 2019)
- Former JC Penney (vacated 2001; demolished 2012)
- Former Dillard's (vacated 2006)
- Former Macy's (vacated 2017)

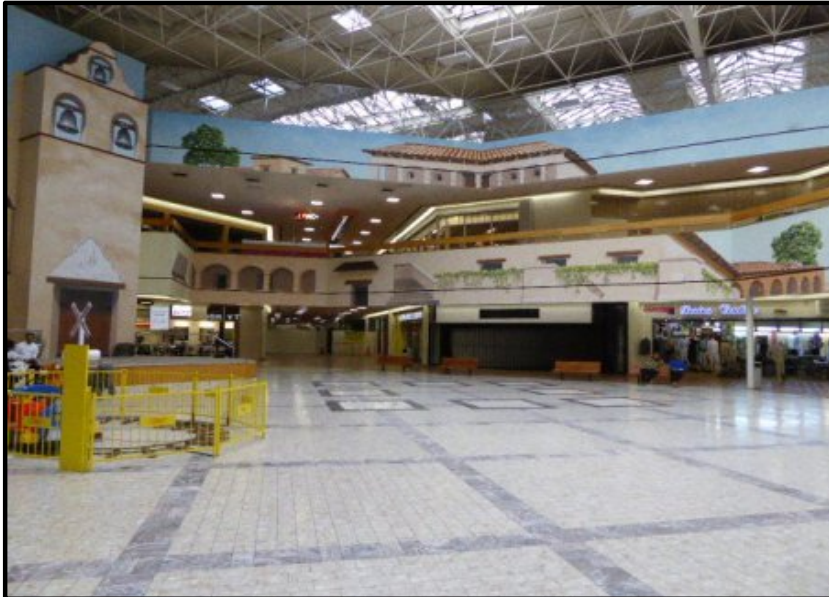
In-line portion of mall:

- 341,251 building square feet
- Approximately 65% occupied in 2018

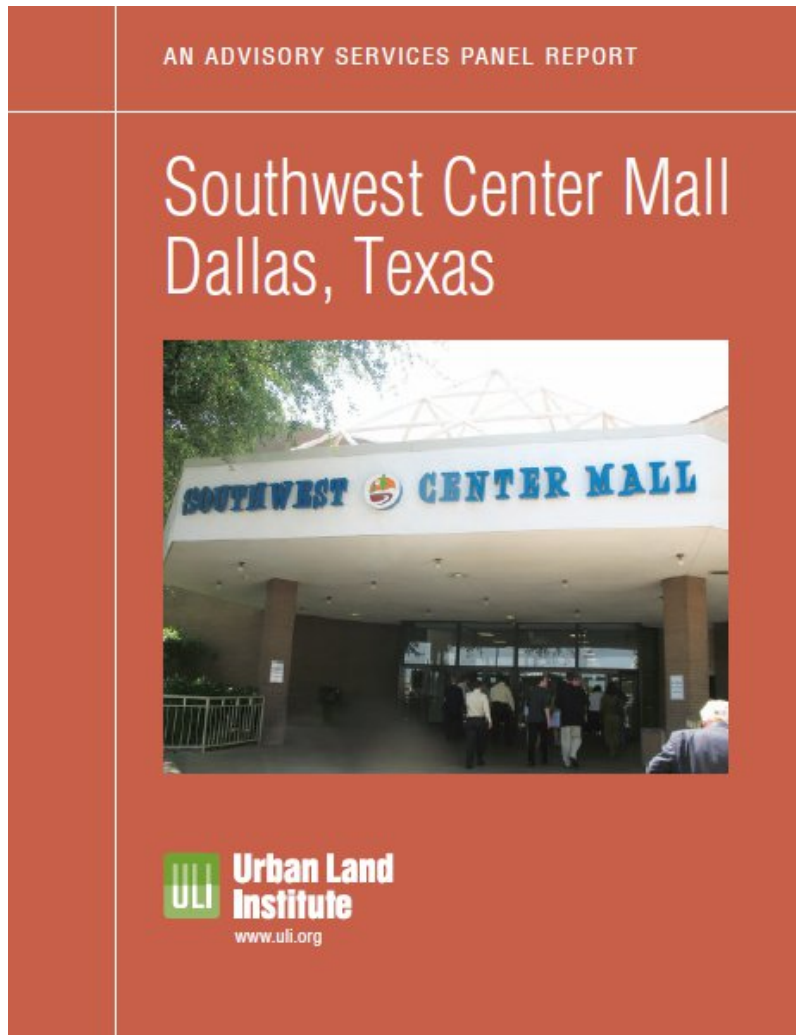
Background

Existing conditions in the recent past:

- Vacant land and buildings
- Deteriorated site and structures
- Lack of green space
- Inadequate sidewalk & street layout



Background



- In 2009 the Mayor's Southern Dallas Task Force (Southwest Oak Cliff Work Team) identified redevelopment of the mall as their top priority.
- An Advisory Services Panel from Urban Land Institute (ULI) spent five days in Dallas examining the mall, and issued in a written report in October 2009 finding three main issues:
 - **WEAK MARKET:** The market is too weak to justify private investment without public investment.
 - **DIVIDED OWNERSHIP:** Fragmented site ownership makes redevelopment challenging.
 - **LACK OF VISION:** There is no clear vision or comprehensive redevelopment plan for the area.

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Background

- The ULI Panel recommended that the City take the following actions:
 1. Play an active role in recruitment of investors/developers.
 2. Play an active role in land assembly to consolidate ownership and gain control of the site.
 3. Assure existing anchors of City's interest in site redevelopment.
 4. Establish a TIF district to support public investment in site redevelopment.
 5. Articulate a community-based vision and redevelopment plan.

Background

In the years following the ULI study, the City took a number of actions, including:

- City negotiated an option to purchase former JCPenney building to avoid undesirable “flea market” use.
- Mayor Rawlings launched GrowSouth Initiative in 2012, representing a comprehensive strategy for economic development in southern Dallas, with the RedBird Mall area identified as a core investment area.
- City created Mall Area Redevelopment TIF District in 2014, which signaled a critical step in the process of attracting viable development partners, stimulating private investment, and leveraging other capital sources.
- City took an active role in recruitment of investors/developers.
- City took an active role in land assembly to consolidate ownership and gain control of the site.

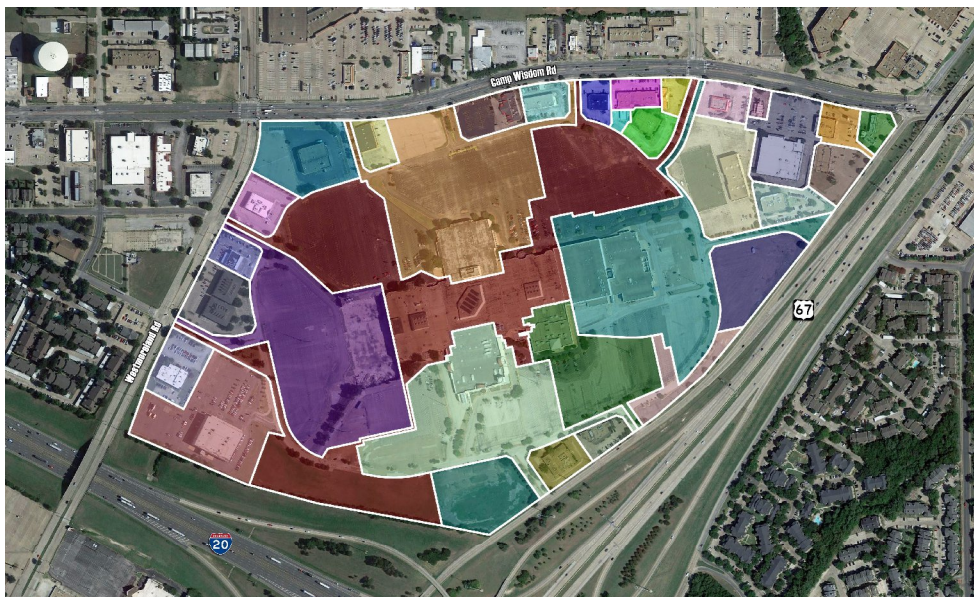
8

Project History

- In late 2015, there was an opportunity to begin to consolidate the fragmented property ownership when a portion of the mall was put up for auction by the previous owner, and the City began negotiating a possible public/private partnership with Peter Brodsky as the prospective bidder.
- Peter Brodsky won the bid, risking significant personal capital to purchase a substantial portion of the mall.
- In January 2016, City Council authorized a Chapter 380 grant agreement in the amount of \$2.4 million to assist with property assembly/acquisition and to jumpstart redevelopment of the mall (in exchange for \$15 million private investment and secured by a performance deed of trust on collateral property--the former Dillard's and former JC Penney properties).

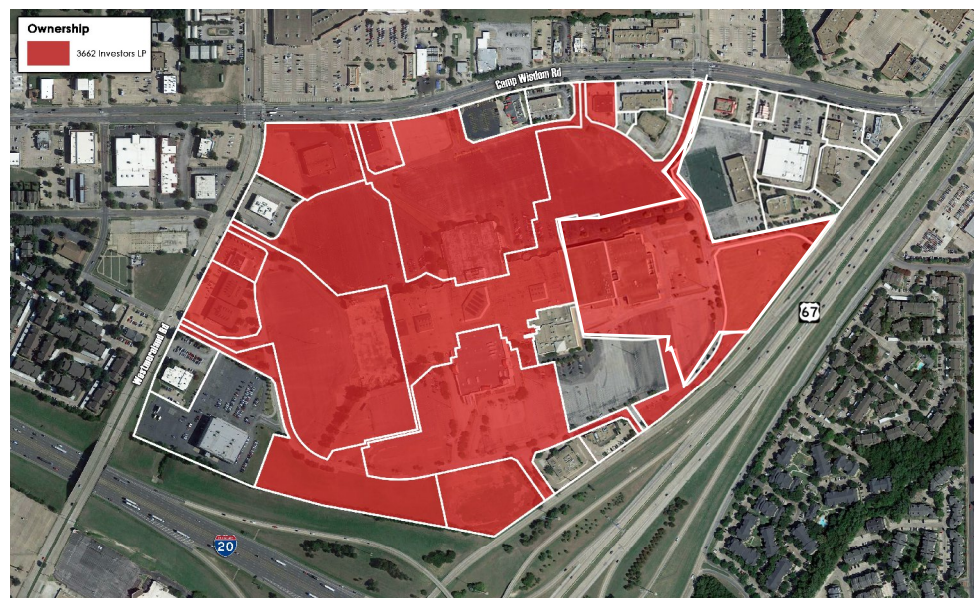
Project History

Prior to 2015



Ownership fragmentation

Since 2015



Ownership consolidation

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Project History

Between 2016-2018, the Developer:

- acquired and assembled more properties
- analyzed market feasibility
- explored preliminary redevelopment concepts and configurations
- conducted extensive community engagement
- assembled an experienced development team
- completed engineering studies and cost estimates
- negotiated with existing anchors and tenants and marketed the development to prospective new tenants (grocers, hotels, apartment developers, office users, retailers, restaurants)
- rebranded the mall as Red Bird



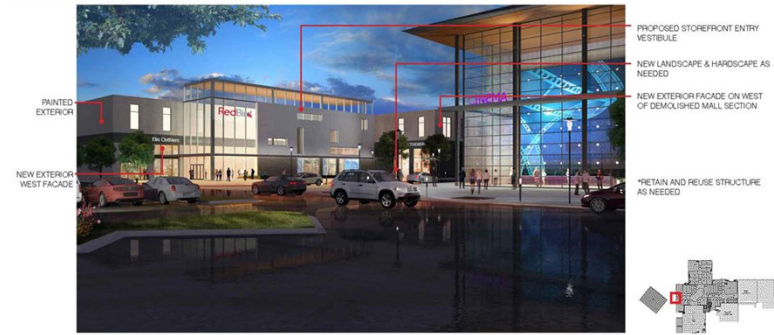
November 2017 groundbreaking for the development of a new Starbucks Community Cafe

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Project History

- In late 2017, the Developer came forward with a proposed project (Reimagine RedBird) to update the mall into a more contemporary and relevant mixed-use development with high-quality options for shopping, dining, living, and entertainment for southern Dallas citizens.
- Plans included renovations and repurposing some of the existing mall structure into:
 - Class A office space
 - medical offices
 - retail
- Plans also included:
 - new construction of new retail, restaurant, and entertainment options
 - establishment of a new 1-acre green space
 - preparation of sites for sale to apartment and hotel developers

Project History



SCOPE SUMMARY PACKAGE
NOVEMBER 2017

OMNIPLAN

REDBIRD RENOVATION

ENTRY NO. 3

11

SCOPE SUMMARY PACKAGE
NOVEMBER 2017

OMNIPLAN

REDBIRD RENOVATION

ENTRY NO. 2

10

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Economic and Neighborhood Vitality

Project History

In June 2018, City Council authorized the following to support the Project:

- 1) conditional grant agreement for \$10 million (2006; 2012; 2017 GO bond funds)
- 2) 15-year interest-only loan agreement for \$12 million (Public/Private Partnership Fund)
- 3) development agreement for \$15.6 million in tax increment funding from the Mall Area Redevelopment TIF District
- 4) an assignment of all tax increment payable under the development agreement back to the City of Dallas
- 5) an amendment to the 2016 Chapter 380 grant agreement to extend all dates in the agreement by 18 months
- 6) a loan payment guarantee agreement from the parent company controlled by Brodsky family

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Project History

- In February 2019, all of the agreements were executed
- In March 2019, the City and the community celebrated a groundbreaking event for Reimagine RedBird



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Project History

In January 2020, City Council authorized:

- 1) a New Markets Tax Credit transaction between the Dallas Development Fund, Capital One, and Developer for improvements within the Red Bird Mall Redevelopment Project (to generate approximately \$2.8 million in outside equity)
- 2) a second amendment to the 2016 Chapter 380 Grant Agreement, a first amendment to the TIF/Chapter 380 Agreement, and amendments or execution of any other documents necessary to:
 - (A) release the property owned by OMRB LLC (being the Foot Locker) and the property owned by OMRB II LLC (being the Lawn) from the lien Deed of Trust and the indebtedness evidenced by the City's 15-year interest-only loan;
 - (B) specifically remove the condition of the disbursement of the second loan installment that all 2017 general obligation bond funds be fully disbursed and expended by Developer and allow the second loan installment to be disbursed on or before January 31, 2020;
 - (C) increase the Developer's required total minimum investment for the Project by \$1,000,000 from \$115,000,000 to \$116,000,000 as consideration for (A) and (B); and
 - (D) make such other modifications which may be necessary to effectuate the foregoing amendments.

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Project History – Progress

Capital Sources (as of March 23, 2020)

Private Equity

- approximately \$25 million from Peter Brodsky family and other investors (including New Markets Tax Credit investors)

Private Debt (mezzanine and senior)

- approximately \$40 million

Public

- \$2.4 million City grant in 2016
- \$10 million City grant in 2018
- \$12 million City loan in 2018

Capital Uses (as of March 23, 2020)

- approximately \$28.3 million in property acquisitions
- approximately \$25 million in soft costs and hard construction costs associated with the Infrastructure Work as well as tenant improvement allowances on construction projects associated with the leases described on slides 21-23

Project History – Progress

Development Milestones

- 1) Re-grading the overall site to remove multi-level mall elevations and promote walkability by December 31, 2021. **A significant portion of the western site has been re-graded to allow for a new multifamily development, a new hotel site and new parking fields. Expected completion: December 31, 2020.**
- 2) Upgrading and rerouting utilities to accommodate increased density and create commercial pad sites within the development, all to be completed by December 31, 2021. **Utilities serving the Foot Locker building have been upgraded. Utilities serving the Palladium site are currently under construction. Expected completion: December 31, 2020.**
- 3) Demolishing approximately 100,000 square feet of the existing mall structure on the western edge of the property and build in place of that structure one of the vehicular access roads referenced in (4) below, a new mall enclosure and entrance, as well as any public spaces contemplated between the road and the entrance by December 31, 2021. **To date, approximately 70,000 square feet has been demolished, with the remaining demolition expected to be completed by June 30th, 2020. Expected completion: December 31, 2020.**
- 4) Constructing two new private vehicular access roads by December 31, 2021. **Expected completion: December 31, 2020.**
- 5) Establishing a one-acre green space to be privately owned, privately maintained, and publicly accessible for programming and community gathering by December 31, 2021. **A green space has been established in front of the new Foot Locker building. Developer plans to commence construction on the one acre Lawn at RedBird by September 2020. Expected completion: January 31, 2021.**

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Project History – Progress

Development Milestones

- 6) Enhancing landscape, hardscape, and outdoor lighting by December 31, 2021. **Landscape, hardscape and outdoor lighting has been enhanced on the Foot Locker site. Expected completion: December 31, 2020.**
- 7) Renovating and modernizing existing mechanical, electrical and structural systems including lighting, HVAC, flooring, and ceilings to create an office environment on the second floor of the in-line portion of the Mall, and in the former Macy's building and the former Dillard's building...by December 31, 2023. **As part of renovating the suite for Chime Solutions, the existing mechanical, electrical and structure systems (lighting, HVAC, flooring and ceilings) were modernized. Additional renovations will occur with leasing. Expected completion: December 31, 2023.**
- 8) Redesigning and remodeling existing entryways by December 31, 2023. **In connection with the opening of the Workforce Solutions office, the entry of the South Wing (former Dillard's) was renovated. Developer is currently working with Omniplan on the redesigning and remodeling of other existing entryways. Expected completion: December 31, 2023.**
- 9) Adding windows and skylights to the second-floor mall space to create office space by December 31, 2023. **As part of the Chime Solutions finish out, skylights were added to the second floor mall space. The South Wing (former Dillard's) is currently under renovation to add windows. As other buildings are renovated, windows and skylights will be added as appropriate. Expected completion: December 31, 2023.**

Project History – Progress

Development Milestones

- 10) Constructing a minimum of 100,000 gross square feet of new retail, restaurant, and entertainment buildings by the December 31, 2024. **To date, approximately 23,000 square feet of new construction has been completed. Additional buildings will be constructed as leases require.**
- 11) Preparing and conveying properties within the Project site to a hotel user reasonably approved by the Director for the construction of a minimum 125-room hotel and conference center, and to a residential developer reasonably approved by the Director for the construction of a minimum 250-unit multi-family development by December 31, 2023. **Developer prepared and conveyed a site to a residential developer in October 2019. Developer is in the process of preparing a site for a hotel user. Developer had expected the hotel site to be conveyed by June 30, 2020. However, Developer learned very recently that the anticipated hotel user was experiencing financing issues due to the COVID-19 crisis and will delayed. Expected completion: December 31, 2023.**
- 12) Constructing the infrastructure improvements (e.g. new roads, utilities, and streetscape) necessary to support the required minimum of new vertical improvements. **Expected completion: December 31, 2020**

Project History – Progress

Retail (as of March 23, 2020)

- Starbucks
 - Lease: 10 years; signed in May 2017
 - Premises: 2,500 sf
 - Construction: New construction of free standing building at 3650 W. Camp Wisdom Road
 - Opening: December 2018
- Foot Locker Concepts
 - Lease: 10 years; signed in March 2019
 - Premises: 20,493 sf
 - Construction: New construction of free standing building at 3450 W. Camp Wisdom Road
 - Opening: Expected April 2020
- Frost Bank
 - Lease: 10 years; signed in June 2019
 - Premises: 3,000 sf
 - Construction: Renovation of end cap of a 12,000 sf free standing building 3704 W. Camp Wisdom Road
 - Opening: Expected Summer 2020
- Miscellaneous
 - New leases/lease renewals inside main mall with small, locally owned retail businesses



Project History – Progress

Office (as of March 23, 2020)

- Dallas Entrepreneur Center
 - Lease: 5 years; signed in 2018
 - Premises: 7,130 sf
 - Construction: Renovation of second floor of 3662 W. Camp Wisdom Road (main mall)
 - Opening: September 2018
- Jarvis Christian College
 - Lease: 3 years; signed 2018
 - Premises: 6,018 sf
 - Construction: Renovation of second floor of 3662 W. Camp Wisdom Road (main mall)
 - Opening: July 2019
- Workforce Solutions
 - Lease: 10 years; signed May 2019
 - Premises: 30,000 sf
 - Construction: Renovation of first floor of 3560 W. Camp Wisdom Road (former Dillard's)
 - Opening: February 2020
- Chime Solutions
 - Lease: 7 years; signed June 2019
 - Premises: 52,856 sf
 - Construction: Renovation of second floor of 3662 W. Camp Wisdom Road (main mall)
 - Opening: October 2019
- Miscellaneous
 - New leases/renovations in the two free standing buildings at 7220 and 7222 S. Westmoreland Road (tenants are generally small businesses, local non-profits, or medical practices)



Project History – Progress

Medical (as of March 23, 2020)

- Parkland Hospital Clinic
 - Lease: 15 years; signed September 2019
 - Premises: 43,000 sf
 - Construction: Renovation of first floor of 3560 W. Camp Wisdom Road (former Dillard's)
 - Opening: Expected April 2021
- UT Southwestern Medical Center
 - Lease: 15 years; signed December 2019
 - Premises: 150,000 sf
 - Construction: Renovation of 3450 W. Camp Wisdom Road (former Sears)
 - Opening: Expected December 2021

OPINION > EDITORIALS

UT Southwestern, Parkland investments continue the redevelopment of RedBird mall

From health care to retail, each new investment validates the market potential of this underserved neighborhood.

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Project History – Progress

Residential (as of March 23, 2020)

- Palladium Red Bird Apartments
 - Developer made horizontal improvements necessary to get the 6.1 acre site shovel-ready for the vertical developer (Palladium Redbird LP)
 - Developer executed Purchase and Sale Agreement (PSA) with Palladium Redbird LP
 - At closing, Palladium Redbird LP assigned the PSA to the Dallas Housing Finance Corp (DHFC)
 - DHFC purchased the land for \$1.25 million and ground leased it back to Palladium Redbird LP to build/operate the apartments
 - New construction of 300 units of Class A apartments
 - 70% (210 units) affordable (at/below 60% area median income) and 30% (90 units) market rate
 - Opening: Expected October 2021



Requested Amendments

- As progress has continued on the Project, City staff has been working with the Developer over the past several months (i.e. prior to COVID-19) on several amendments needed to address unforeseen issues and to accommodate the Developer's recent acquisition of the former Sears property (approximately 202,000 square foot building on approximately 16.7 acres), which was not included in the original site and budget for the Project in June 2018.
- In February 2020, the Developer submitted a formal request for these amendments, including an additional \$4 million in grant funds to support the Developer's completion of the Infrastructure Work for the Project.
- The next 7 slides contain a summary of the Developer's request and staff's recommendations.

Requested Amendments

Increase the amount of the 2018 Chapter 380 conditional grant by \$4 million in bond funds (from \$10 million to \$14,000,000) to support the Developer's completion of the Infrastructure Work for the Project

- In early 2018, the Developer originally projected that the Infrastructure Work would cost approximately \$28 million.
- With a continued construction boom, price increases, and the scope and magnitude of the infrastructure/utility upgrades also growing due to the City's development and design requirements, the Infrastructure Work budget escalated to \$40 million in 2019.
- Since that time, the Developer has been able to reduce or defer approximately \$5.6 million of costs, leaving the current total at approximately \$34.4 million (\$12.4 million more than the \$22 million currently being provided by the City for the Infrastructure Work).
- The Developer is bridging a portion of the \$12.4 million gap by securing \$8.3 million of private capital through New Market Tax Credit transactions and excess debt capacity from other parts of the Project, but a gap of approximately \$4 million still remains.
- **Staff recommends increasing the amount of the 2018 Chapter 380 conditional grant by \$3,000,000 in bond funds (from \$10,000,000 to \$13,000,000) to support the Developer's completion of the Infrastructure Work for the Project.**

Requested Amendments

The additional \$3,000,000 in grant funds would come from the following sources:

- \$1,380,786 in remaining 2012 GO bond funds (Proposition 3—Economic Development/Housing)
- \$1,119,214 in 2017 GO bond funds (Council District 8 discretionary allocation in Proposition I—Economic Development/Housing)
- \$500,000 in 2017 GO bond funds (Council District 3 discretionary allocation in Proposition I—Economic Development/Housing)

Requested Amendments

Remove the requirement that the Developer (through the Loan Guarantor) make any Distributable Cash Payments to the City pari passu with distributions of cash flow to the Project's equity investors

- The 2018 TIF/Chapter 380 Agreement contains a provision wherein the Parties agreed that if there is cash flow available for distribution to the Project's equity investors after payment of all current and accrued interest due on the City's \$12 million loan, and if the Developer (through the Loan Guarantor) elects to make such a distribution, such cash flow must be divided between the City and the equity investors in a ratio equal to the ratio of the total amount of equity invested in the Project versus the total principal balance of the City's loan.
- In other words, the Developer (through the Loan Guarantor) is currently required to make a payment of distributable cash to the City (to be applied to the loan balance) equal to the City's pro-rata share of distributable cash pari passu with cash distributions to the equity investors.
- This requirement has had a chilling effect on the Developer's ability to attract equity investors to the Project without the realistic possibility of liquidity opportunities. In the future, and as more equity will be needed, the Distributable Cash Payment requirement will continue to significantly hamper the Developer's ability to raise additional equity needed to keep the Project moving forward.
- **Staff recommends removing this requirement in Section 5.B(3) of the Agreement.**

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Requested Amendments

Delegate authority to the City Manager to negotiate and execute any other documents, including but not limited to Subordination, Non-Disturbance, and Attornment (“SNDA”) agreements necessary to accommodate the Project in accordance with City Council approved terms, approved as to form by the City Attorney

- SNDAs are considered ordinary course of business in commercial lease transactions. Under the existing 2018 TIF/Chapter 380 Agreement, the City is a subordinate lender to the Project, and the City's loan is secured by a performance Amended and Restated Deed of Trust.
- The 2018 TIF/Chapter 380 Agreement gives the City Manager the authority to execute partial lien releases and lien subordination agreements as well as consent to title encumbrances, but it does not give the City Manager the explicit authority to execute an SNDA agreement with a tenant in the Project.
- An SNDA agreement would cover an event wherein if the City were to foreclose on/purchase the Project, it would respect a tenant's lease so long as the tenant is not in default. In the near-term, SNDA agreements are needed for several key new tenants, including Foot Locker, Chime Solutions, Parkland Hospital clinic, and The University of Texas Southwestern Medical Center.
- Over the longer-term, prospective future tenants will also require SNDA agreements with the City.
- **Staff recommends delegating this authority to the City Manager.**

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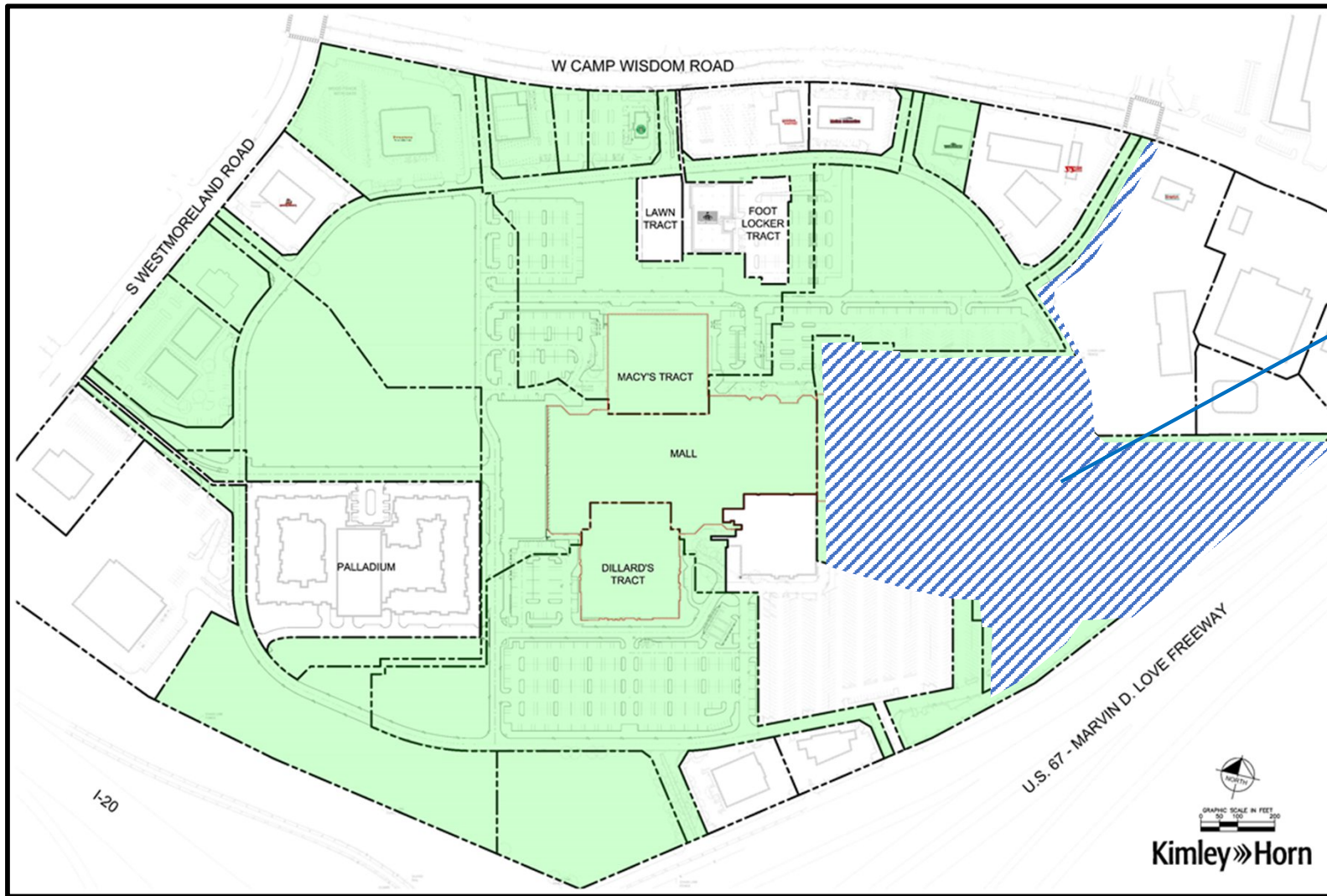
Requested Amendments

As consideration for the above items, the Developer has agreed to provide the City with the following:

- **Increase the Developer's minimum Investment Requirement for the Project by \$14,000,000** (from \$101,000,000 to \$115,000,000 in the 2018 TIF/Chapter 380 Agreement and cumulatively with the 2016 Chapter 380 Agreement, from \$116,000,000 to \$130,000,000)
- **Increase the City's collateral property included in the Amended and Restated Deed of Trust** securing the Developer's performance of obligations pursuant to the 2016 Chapter 380 Agreement and the 2018 TIF/Chapter 380 Agreement by adding the Sears Property and, at the request of the Developer, adding any other future properties that may be acquired by the Developer ("Future Property") within the Westmoreland-IH 20 Sub-District of the Mall Area Redevelopment TIF District. The Sears Property is depicted in the next slide.
- **Add the building portion of the Sears Property to the definition of Main Mall Properties in the 2018 TIF/Chapter 380 Agreement, subject to the rights in favor of the current tenant, The University of Texas Southwestern Medical Center.** The former Macy's building, the former Dillard's building, and the in-line Mall buildings (but excluding the surface parking lots) are already defined as Main Mall Properties. Buildings defined as Main Mall Properties cannot be sold by the Developer while the City's loan is outstanding. Therefore, adding the building portion of the Sears Property to the definition of Main Mall Properties also improves the security of the City's loan. However, it must be caveated that the new tenant of the Sears building, The University of Texas Southwestern Medical Center, has a right-of-first-refusal provision in their lease which gives The University of Texas Southwestern Medical Center the right but not the obligation to purchase the Sears building ten years after their lease commencement (i.e. December 2031). In the event that The University of Texas Southwestern Medical Center exercises the right to purchase the building at that time, the City would need to release the building from the lien.

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Requested Amendments



Sears Property
to be added as
collateral

Requested Amendments

In conjunction with adding the Sears Property and any Future Property to the Amended and Restated Deed of Trust, the Developer is requesting to amend the Developer's Investment Requirement to:

- Allow development costs incurred by the Developer on the Sears Property to be counted towards the Developer's Investment Requirement.
- Allow development costs incurred by the Developer on any Future Property to be counted towards the Developer's Investment Requirement only if such Future Property is added as collateral to the Amended and Restated Deed of Trust.
- Increase by \$6,500,000 (from \$10,000,000 to \$16,500,000) the limitation on the amount of acquisition costs of additional property that can be counted towards the Developer's Investment Requirement.

Next Steps

- On May 8, 2020, the Mall Area Redevelopment TIF District Board of Directors will review and consider this matter.
- An agenda item has been placed on the City Council voting agenda on May 13, 2020

Amended Project Budget

comparison of 2018 Project Budget vs. 2020 Project Budget

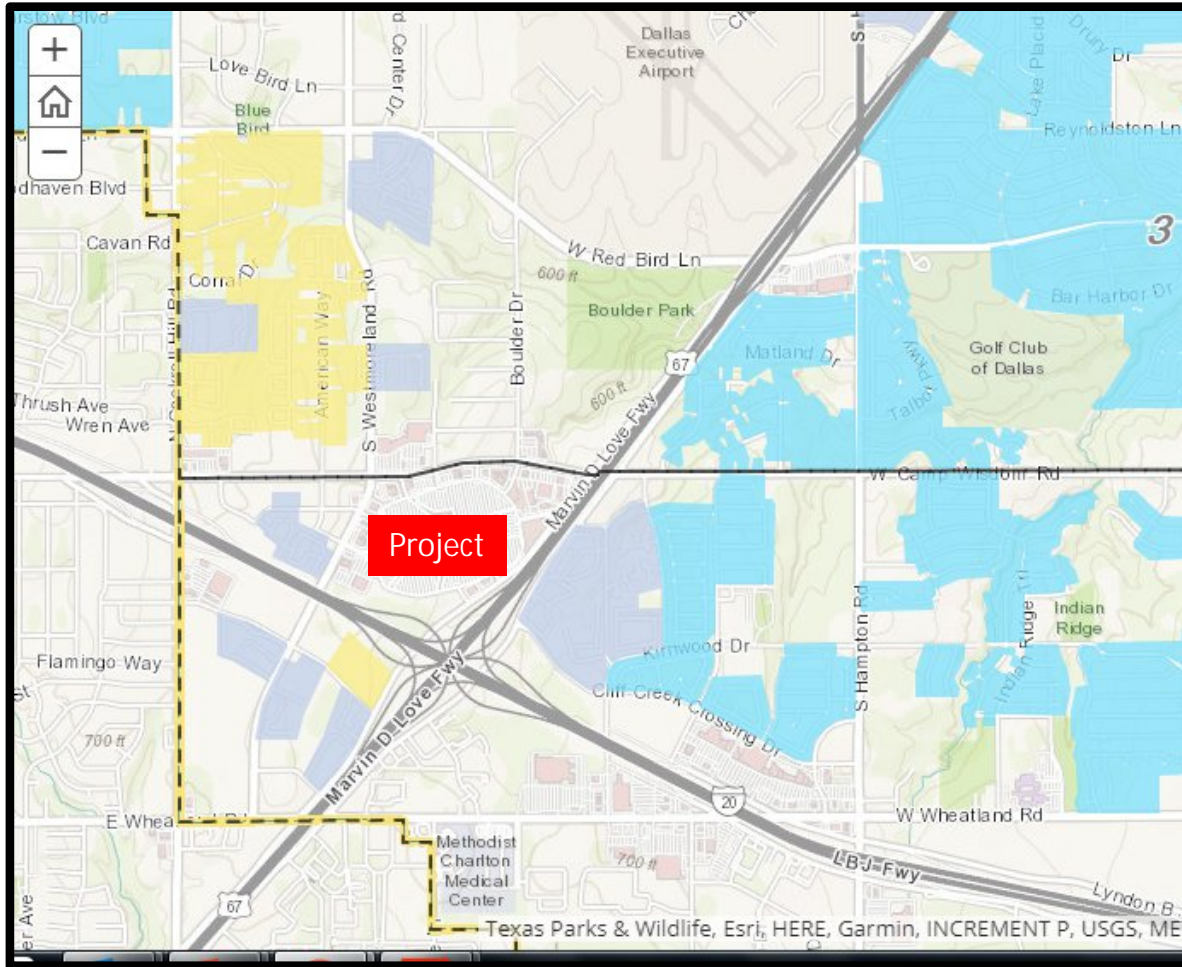
Category	Estimated 2018		Now	
	Cost	% of Total Budget	Cost	% of Total Budget
Land Acquisition	\$21,770,664	13.9%	\$28,270,664	16.0%
Site Development/Infrastructure	\$23,235,998	14.8%	\$29,349,291	16.6%
New Construction of Buildings	\$20,591,824	13.1%	\$20,666,320	11.7%
Rehabilitation/Adaptive Reuse of Buildings	\$47,441,803	30.2%	\$53,925,000	30.5%
Tenant Improvement Allowances	\$14,514,800	9.2%	\$14,514,800	8.2%
Soft Costs	\$16,302,786	10.4%	\$17,232,110	9.8%
Hard and Soft Cost Contingency	\$10,481,286	6.7%	\$9,450,957	5.4%
Developer Fee	\$2,834,735	1.8%	\$3,228,282	1.8%
Total	\$157,173,896	100.0%	\$176,637,424	100.0%

Summary Comparison

Red Bird Summary Comparison		
	Existing	Proposed
Minimum Required Investment	\$116,000,000	\$130,000,000
Estimated Total Project Cost	\$157,173,896	\$176,637,424
City funds (Public/Private Partnerships Funds awarded as conditional grant--2016)	\$2,400,000	\$2,400,000
City funds (General Obligation Bond Funds awarded as conditional grant--2018)	\$10,000,000	\$10,000,000
City funds (Public/Private Partnership Funds awarded as loan--2018)	\$12,000,000	\$12,000,000
City funds (requested additional General Obligation Bond Funds awarded as conditional grant--2020)		\$3,000,000
% City funds to Total Project Cost	15.5%	15.5%

Market Value Analysis











Project is located adjacent to MVA Categories E, F, and G



The Market Value Analysis (MVA) is a tool to assist residents and policy-makers to more precisely target intervention strategies in/near weak markets and support sustainable growth in/near stronger markets.

Market types E, F, and G reflect middle to lower-middle residential real estate markets within Dallas.

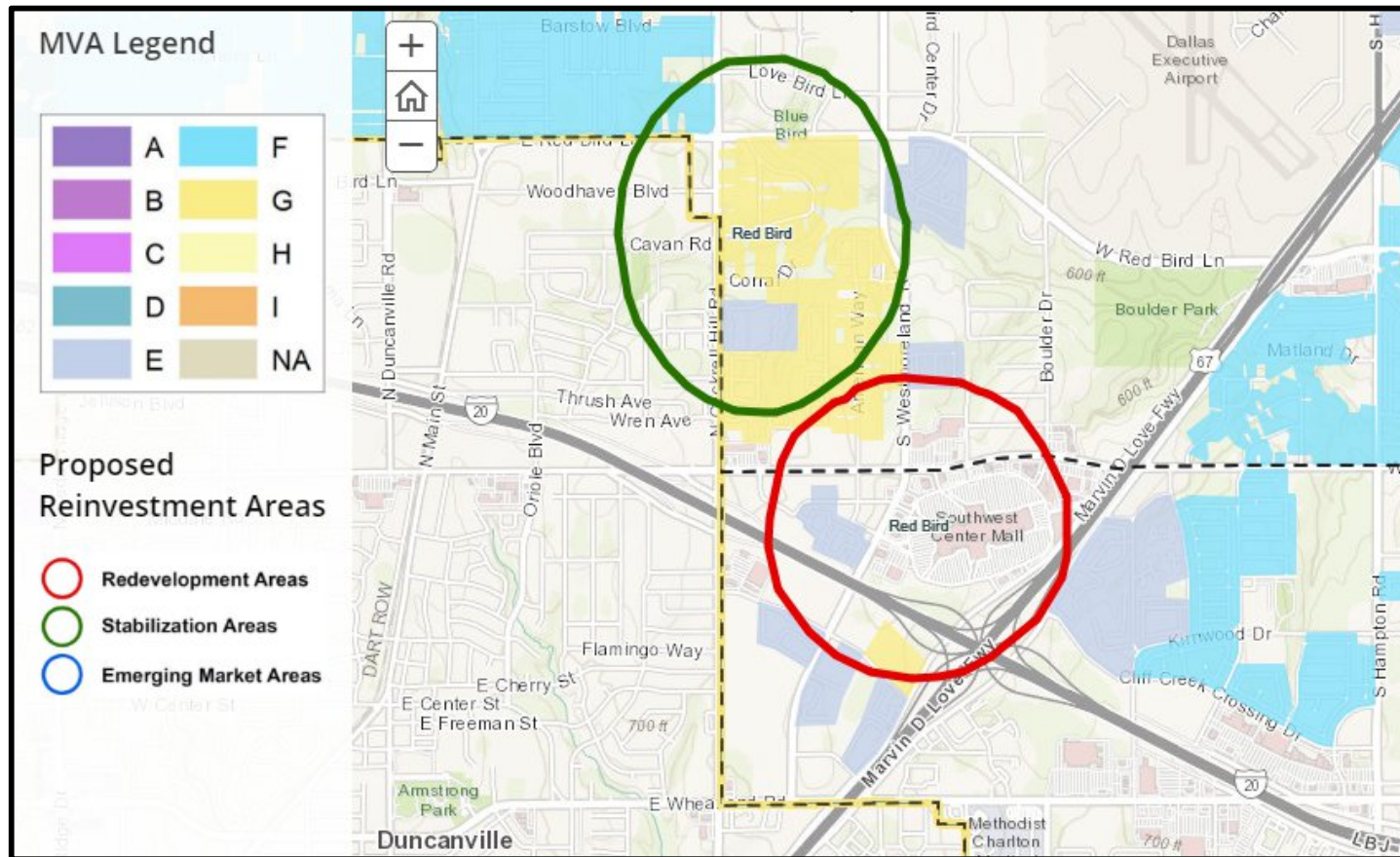
MVA Market Types/Categories

	A		F
	B		G
	C		H
	D		I
	E		NA

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Comprehensive Housing Policy

Project is located in a Redevelopment Area as designated in the Comprehensive Housing Policy adopted by City Council on May 9, 2018



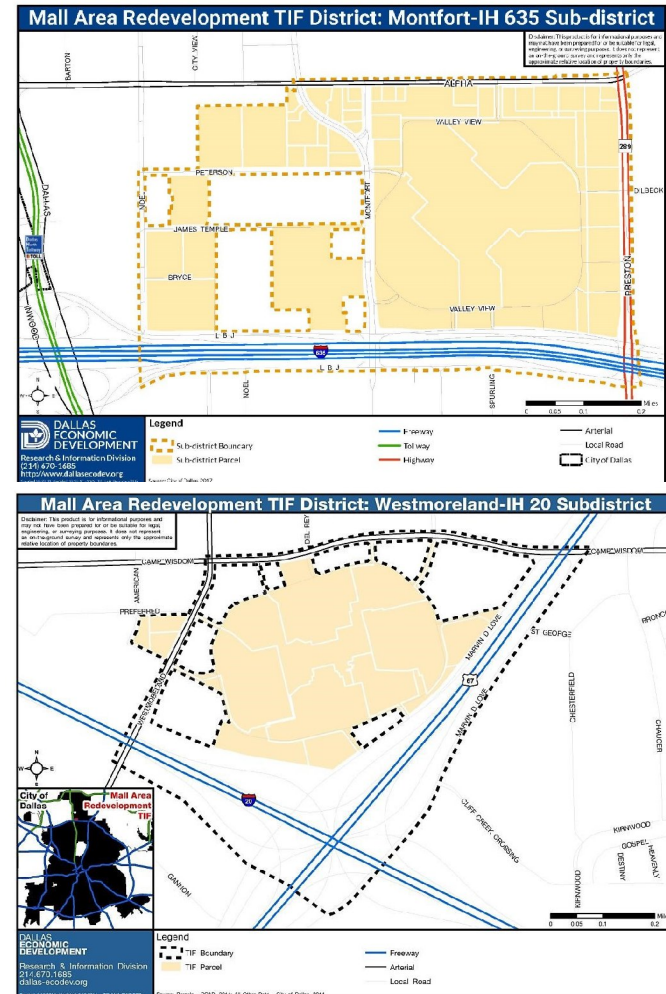
37

Development Team (updated as of March 2020)

- **Majority Owner and Developer**
 - Peter S. Brodsky
- **Co-Developer**
 - Russell Glen (Terrence Maiden)
- **Mall Management Team**
 - Lisa Powell Long, General Manager
 - Jon Cochran, VP Finance
 - Markeysha Wilson, Senior Accountant
- **Architects**
 - OmniPlan (Master Plan; Foot Locker; South Wing)
 - Perkins + Will (UTSW Medical Center)
 - KAI (Frost Bank)
- **Civil Engineering**
 - Kimley-Horn and Associates
- **Community Relations**
 - JBJ Management (Willis Johnson; Noa Dowl)
- **M/WBE Diversity Program Manager:**
 - ACARI Management (Jollyn Mwisongo; Petrina Bonnick-Higgins)
- **Marketing, Events and PR: Alpha Business Images**
 - Alpha Business Images (Sophia Johnson; Marchella Simon)
- **Owner's Rep**
 - Cat Alexander
- **Legal**
 - Munsch Hardt Kopf & Harr (Phill Geheb)
- **General Contractors**
 - VCC/Con-Real joint venture (Infrastructure Work; Foot Locker)
 - Whiting-Turner/Source Building Group (UTSW Medical Center)
 - Source Building Group (South Wing)
 - Novel Builders (Frost Bank)

Mall Area Redevelopment TIF District

- Created in 2014 to stimulate private investment and sustain the orderly redevelopment of the Valley View Center Mall area and the Red Bird Mall area, two commercial core assets of the City of Dallas.
- TIF District comprises 2 non-contiguous sub-districts:
 - Montfort-IH 635 Sub-District
 - Westmoreland-IH 20 Sub-District
- City participation: 0% in 2015; 90% from 2016 through 2042; 75% in 2043; and 55% in 2044.
- County participation: 55% from 2020 through 2039.
- The TIF District expires on December 31, 2044 or when budget has been collected.



Mall Area Redevelopment TIF District

Increment Sharing Between Sub-Districts

- When the Mall Area Redevelopment TIF District was created by City Council in 2014, it was set up to facilitate tax increment revenue sharing from the Montfort-IH 635 Sub-District in order to help jump start redevelopment activity in the Westmoreland-IH 20 Sub-District.
- Per the District's Plan, ten percent (10%) of the annual tax increment generated by the Montfort-IH 635 Sub-District (less payment of annual administrative expenses) will be transferred to the Westmoreland-IH 20 Sub-District to help facilitate the revitalization and redevelopment of the Red Bird Mall area.



Agenda Information Sheet

File #: 20-881

Item #: B.

“Request for Resolutions of No Objection for 4% Non-Competitive Housing Tax Credits Allocated Through the Texas Department of Housing and Community Affairs and Proposed Recommendations for (1) the renovation of Ridgecrest Terrace Apartments, a 250-unit affordable multifamily property located at 526 South Walton Walker Boulevard, (2) the development of Ridge at Lancaster, a 300-unit affordable multifamily property located at 5703 Lancaster Road & 1819 Crouch Road, (3) the development of Gateway Oak Cliff, a 230-unit mixed income multifamily property located at 400 South Beckley Avenue, and (4) the development of The Oaks, a 260-unit mixed income multifamily property for seniors located at 630 South Llewellyn Avenue.”

[Kyle Hines, Manager, Office of Economic Development]

Request for Resolutions for 4% Housing Tax Credits Allocated through Texas Department of Housing and Community Affairs and Proposed Recommendations

**Economic Development Committee
May 4, 2020**

**Kyle Hines, Economic Development Manager
Office of Economic Development
City of Dallas**



Presentation Overview

- Background
- Summary
- Request for Application Results
- Benefit to the City
- Recommendations and Next Steps

Background

- **May 9, 2018:** City Council adopted the Comprehensive Housing Policy (CHP), Resolution No. 18-0704 and 18-1680, as amended on November 28, 2018
- CHP contains scoring criteria and a timeframe for reviewing housing developments seeking Housing Tax Credits (HTCs) through Texas Department of Housing and Community Affairs (TDHCA)
- **June 12, 2019:** City Council adopted an amendment to the CHP updating the terms by which the City will receive, score, and approve HTC developments
- **No** City funds required for HTC developments

Background

- 4% HTC program
 - **Non-competitive**
 - Submitted year round and must obtain private activity bond financing
 - Resolution of No Objection required and if provided it cannot be changed or withdrawn once provided
- 9% HTC program
 - **Competitive** and can submit application 1x/year
 - Resolution of Support – 17 points
 - Resolution of No Objection – 14 points
 - Commitment of Development Funding – 1 point
 - Concerted Revitalization Plan (CRP) – up to 7 points

Background

- CHP applies to developers requesting a Resolution of Support or No Objection for multifamily rental developments
 - **Timeline:**
 - Request for Applications (RFA) deadlines spread quarterly throughout the calendar year
 - Staff reviews both 4% and 9% application for completion, threshold requirements, and fair housing
 - Provides recommendation to Committee/Council based solely on application completion, threshold requirements, and fair housing review
 - TDHCA determines HTC allocations using scoring criteria listed in its Qualified Action Plan
 - Threshold requirements listed in the CHP, as amended

Background

- **Application Threshold Requirements**
 - Submission of a complete application
 - Must have site control
 - If rezoning is required, Applicant must complete consultation with City Planning Staff
 - Must meet TDHCA minimum site and development requirements or provide a mitigation plan to meet requirements
 - Must meet TDHCA underwriting standards
 - Must meet Fair Housing requirements

Background

- **Application Threshold Requirements**

- Any affected residents must be notified within 45 days of application
 - If relocation is required, subject to Uniform Relocation Act (URA)
- Any renovation of existing space must submit a plan and cost review
 - Housing & Neighborhood Revitalization Inspectors visit site to confirm project scope
- Applicant not eligible if they are a) in debt to the City, b) is currently in litigation with the City, or c) in violation of Fair Housing or Human Rights and Sexual Orientation sections of the Dallas City Code

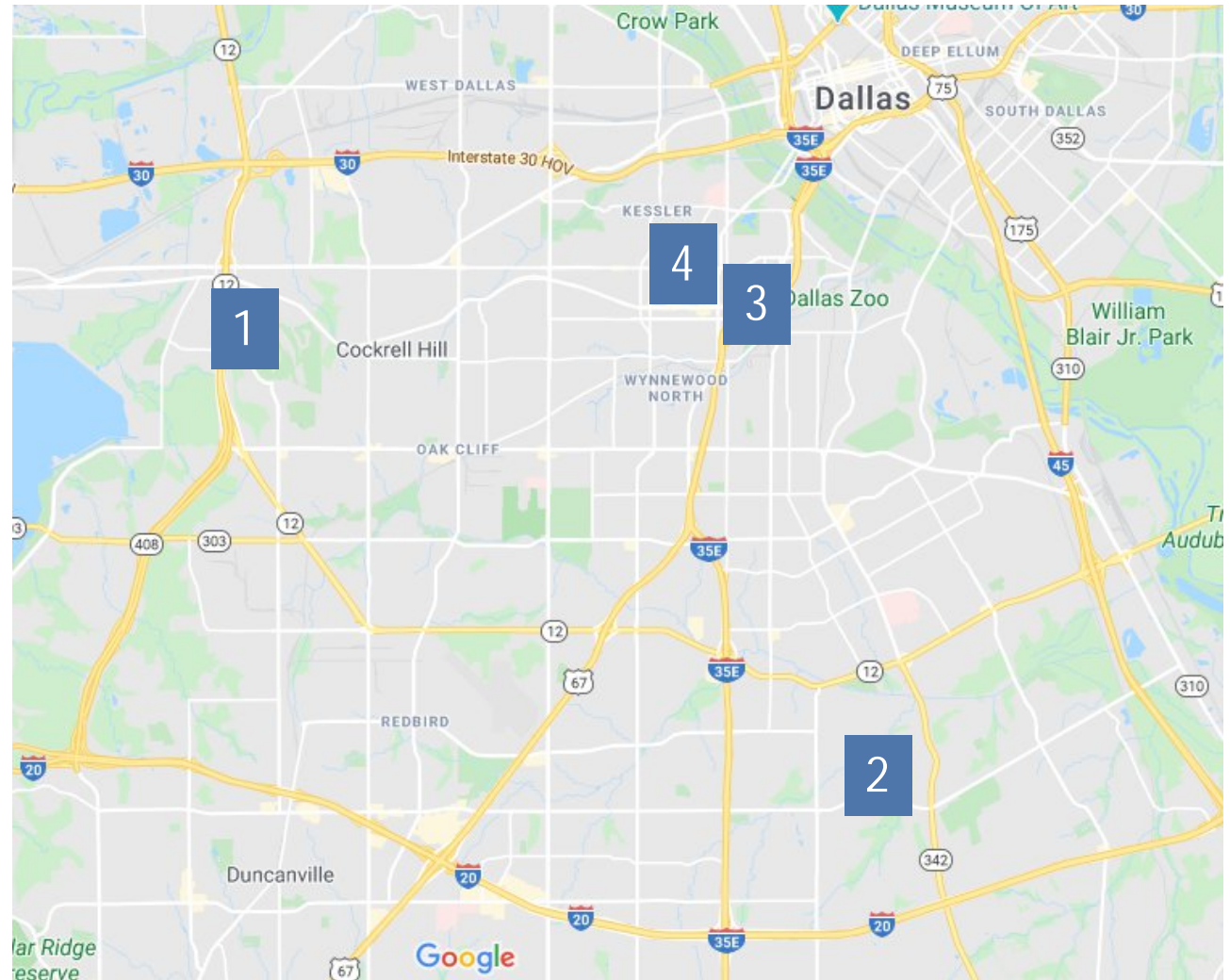
Summary

Development Name	Council District	Address	Units	Income Bands Served	Request Type	Total Development Cost	DHFC Partnership?
Ridgecrest Terrace Apartments	3	526 S. Walton Walker Blvd.	250 Multifamily	225 @ 31%-60% AMI 25 @ 0%-30% AMI	Resolution of No Objection (4%)	\$57,361,222.00	Yes
The Ridge at Lancaster	8	5995 Crouch Road	300 Multifamily	300 @ 0%-60% AMI	Resolution of No Objection (4%)	\$59,560,307.00	Yes
Gateway Oak Cliff	1	400 S. Beckley Ave.	230 Multifamily	172 @ 0%-60% AMI 58 @ Market Rate	Resolution of No Objection (4%)	\$47,131,511.00	No
The Oaks	1	630 S. Llewellyn Ave.	260 Multifamily (Elderly)	113 @ 51%-60% AMI 103 @ 31%-50% AMI 27 @ 0%-30% AMI 17 @ Market Rate	Resolution of No Objection (4%)	\$44,053,609.00	No
TOTALS:			1,040 Multifamily	810 @ 60% AMI 103 @ 50% AMI 52 @ 30% AMI 75 @ Market Rate	4 Resolutions of No Objection	\$208,106,649.00	2 Requesting DHFC Partnership

4/1/2020 Deadline RFA Applications

Application Map

1. Ridgecrest Terrace Apartments
2. The Ridge at Lancaster
3. Gateway Oak Cliff
4. The Oaks



Ridgecrest Terrace Apartments

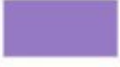




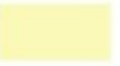




- **526 South Walton Walker Boulevard**
- **Council District: 3**
- **Applicant:** Ridgecrest Terrace, LP
- **Co-Developers:** Steele Properties III, LLC and the Dallas Housing Finance Corporation
 - Steele has developed/acquired over 70 affordable properties totaling over 6,000 units (over \$1B in investments)
- **Total Units:** 250 affordable units
 - 225 Units @ 31%-60% AMI
 - 25 Units @ 0%-30% AMI
- **Total Acquisition & Renovation Budget:** **\$57,361,222**

Ridgecrest Terrace Apartments

G MVA Market Type

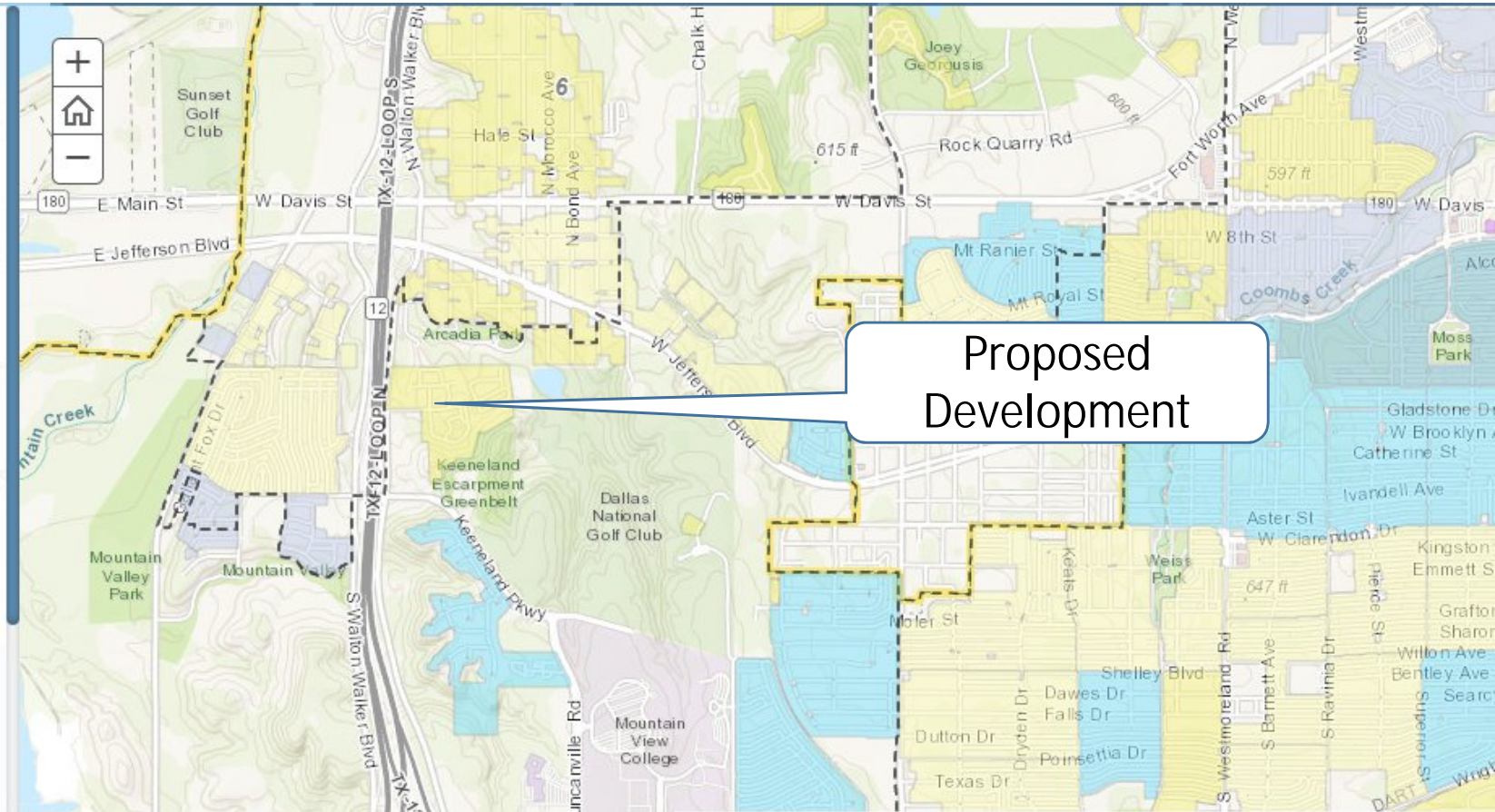
Near E, F, G MVA Market Types

MVA Legend

	A		F
	B		G
	C		H
	D		I
	E		NA

Dallas MVA

The Market Value Analysis (MVA) is a tool to assist residents and policy-makers identify and understand the elements of their local real estate markets. Similarly colored area represent neighborhood areas of similar market type. Because this analysis is for residential market



Ridgecrest Terrace Apartments



Ridgecrest Terrace Apartments

- **Interior Renovations will include:**
 - New kitchens and bathrooms
 - New flooring, interior drywall and paint
 - Cabinets and countertops
 - Energy efficient appliances
- **Exterior Renovations will include:**
 - New playgrounds and sports court
 - Upgrades to the building envelop
 - New roofs, siding, insulation
 - HVAC system
- **Construction** of a community center to include space for after school tutoring, arts and crafts room, game room, community dining and gathering spaces, and a Dallas Police Department (DPD) Substation

Ridgecrest Terrace Apartments

- **Security upgrades to be implemented based on Dallas Police Department recommendations:**
 - Increased security patrols during construction and after stabilization
 - New modern security camera system with DPD access
 - New LED lighting throughout the Property
 - On-site DPD substation in new community building
 - Perimeter fencing repairs and full replacement of unit exterior doors
- **Management will include:**
 - Six full-time, on-site staff
 - District and regional management staff who are well versed in managing large multifamily communities similar to the Property
 - Housing and Urban Development (HUD) file review by third-party specialists to ensure tenant compliance

Ridgecrest Terrace Apartments

- **70 hours per month of resident services will be provided including:**
 - After-school tutoring and computer training for kids
 - Arts & crafts programs
 - Financial literacy programs
 - Addiction recovery resources
 - Healthy eating habits on a budget
 - Legal assistance resources
 - Organized team sports
 - Health screening services

The Ridge at Lancaster

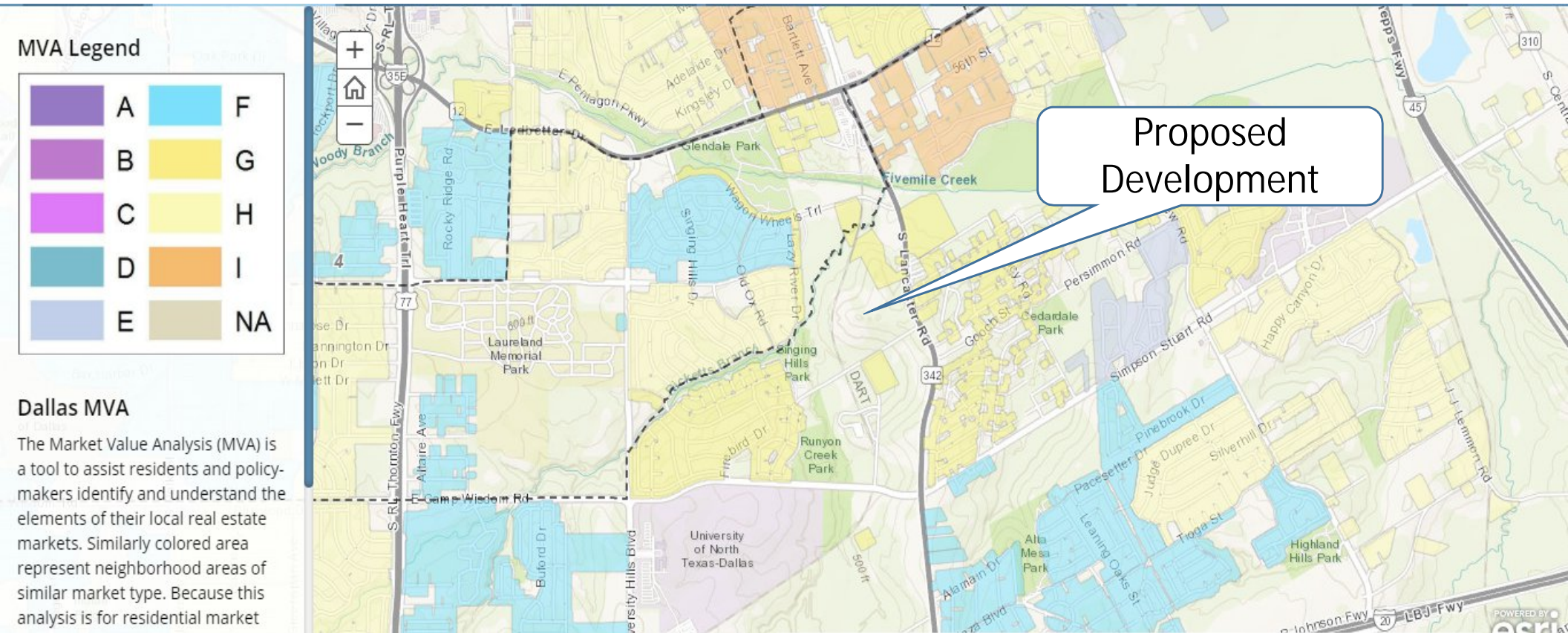
- **5995 Crouch Road**
- **Council District: 8**
- **Applicant:** LDG The Ridge at Lancaster, LP
- **Co-Developers:** LDG Multifamily, LLC and the Dallas Housing Finance Corporation
 - LDG has developed over 77 multifamily properties totaling over 13,000 units
- **Total Units:** 300 affordable units
 - 300 Units @ 0%-60% AMI
 - LDG will implement income averaging at the property during the compliance period when area market rents are higher than 60% AMI.
- **Total Development Budget: \$59,560,307**

The Ridge at Lancaster

Uncategorizable MVA Market Type

F, G MVA Market Types

University Hills Emerging Market RSA

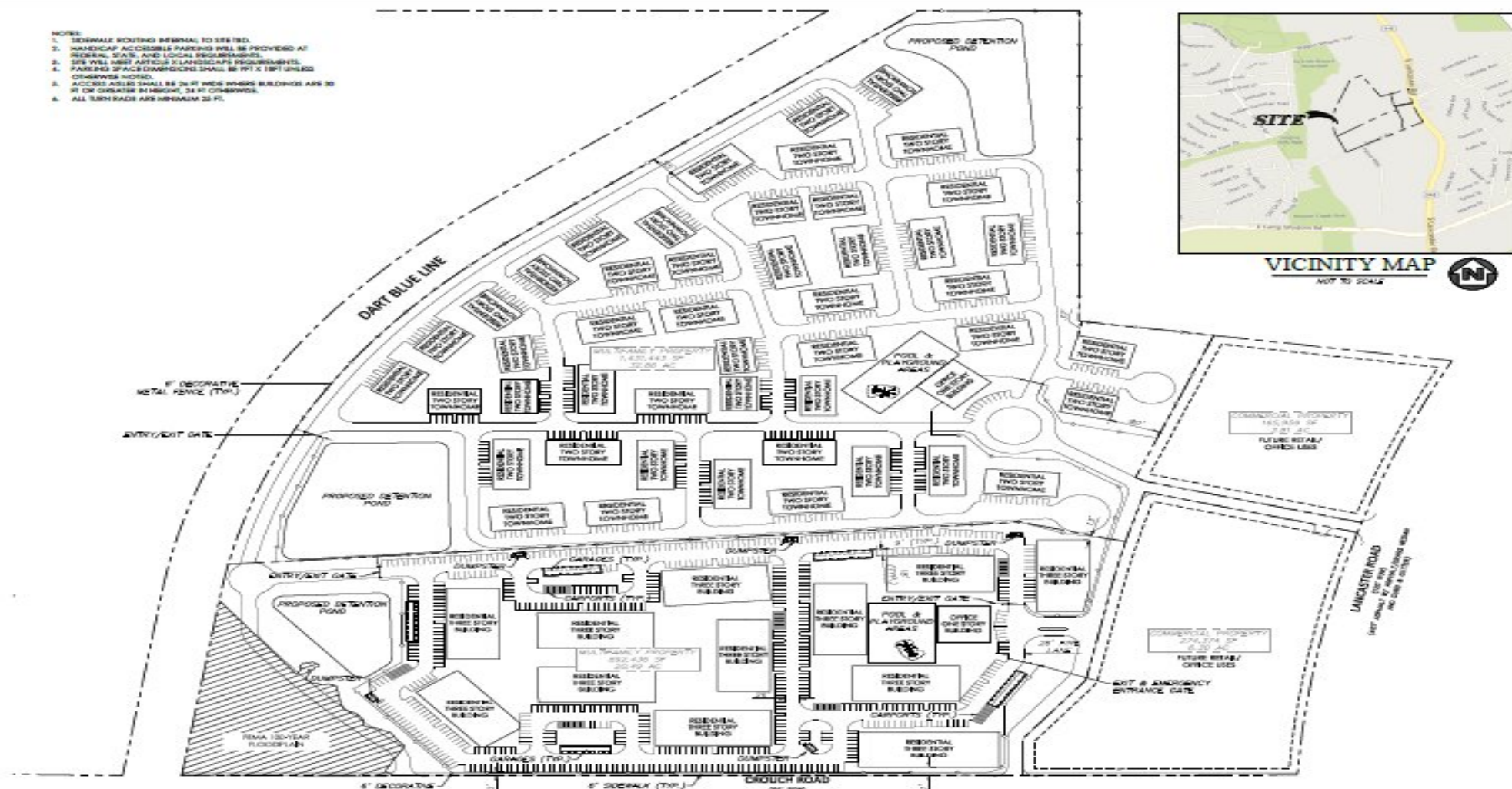


The Ridge at Lancaster



Economic Development Committee

The Ridge at Lancaster



The Ridge at Lancaster

- **Unit amenities will include:**
 - TDHCA required unit amenities
 - Washer and dryer hookups
 - Energy star appliances and lighting
 - Pre-wired for cable
- **Community Amenities will include:**
 - Controlled access gates
 - Multipurpose community room
 - Swimming pool
 - Business center
 - Children's playscape
 - Landscaped grounds with walking paths

The Ridge at Lancaster

- **Resident services will include:**
 - After-school tutoring and computer training for kids
 - Food pantry
 - Financial literacy programs
 - Annual health fair
 - Notary services
 - Arts and crafts programs
 - On-site social programming
 - Weekly home chore and quarterly preventive maintenance for elderly and disabled residents

Gateway Oak Cliff

- **400 South Beckley Avenue**
- **Council District: 1**
- **Applicant:** Gateway Oak Cliff, LP
- **Co-Developers:** St. Margaret, Inc., a member of the Catholic Housing Initiative & Dallas County as Landowner
- **Total Units:** 230 mixed income units
 - 172 Units @ 0%-60% AMI
 - 58 Units @ Market Rate
- **Total Development Budget: \$47,131,511**
- Previously received a Resolution of Support for a 9% Application to TDHCA from Council on February 12, 2020

Gateway Oak Cliff






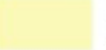




MVA Market Type E

Near C, D, E, H, and I MVA Market Types

Southern Gateway Emerging Market RSA

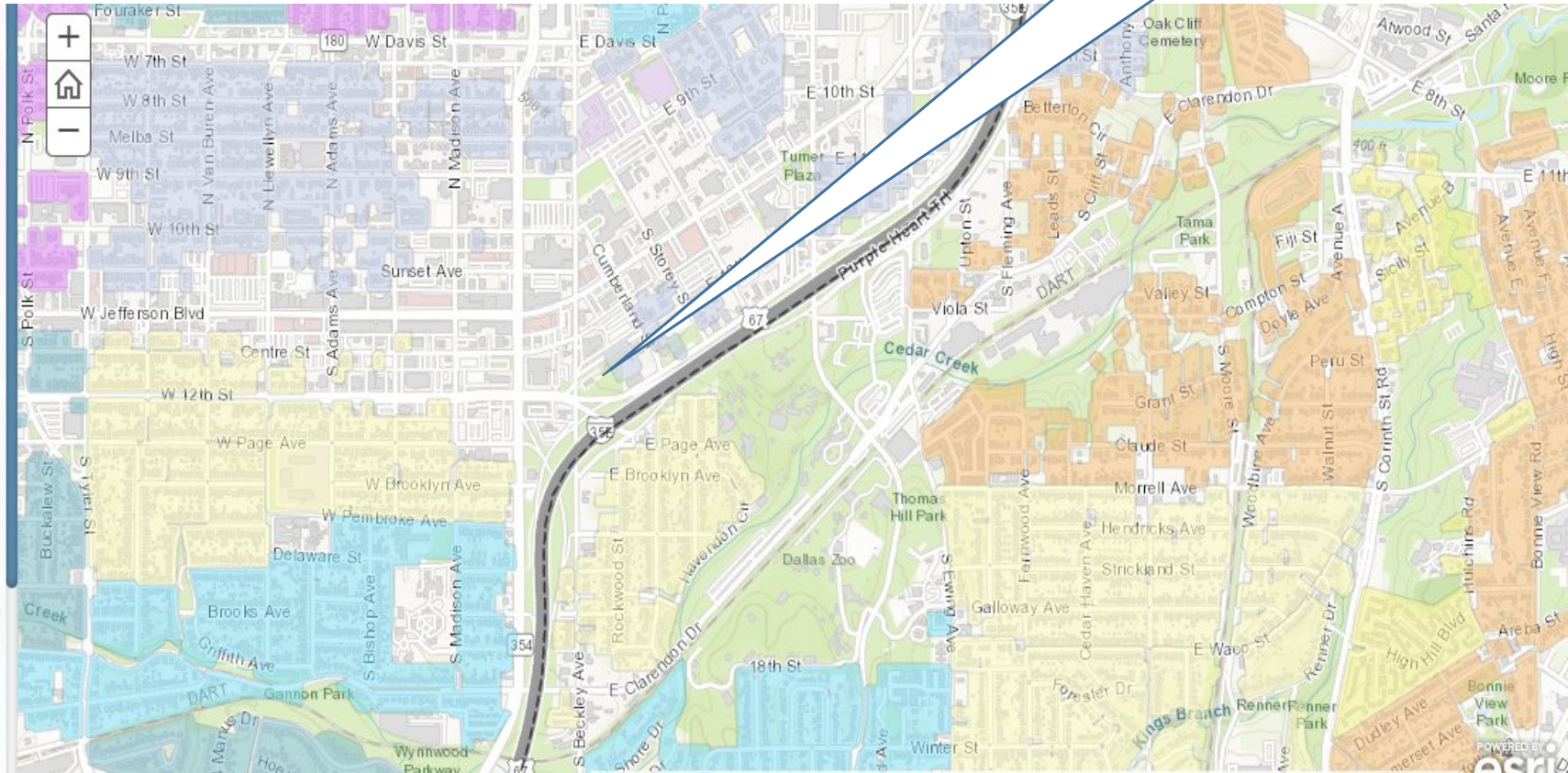
Proposed
Development

MVA Legend

	A		F
	B		G
	C		H
	D		I
	E		NA

Dallas MVA

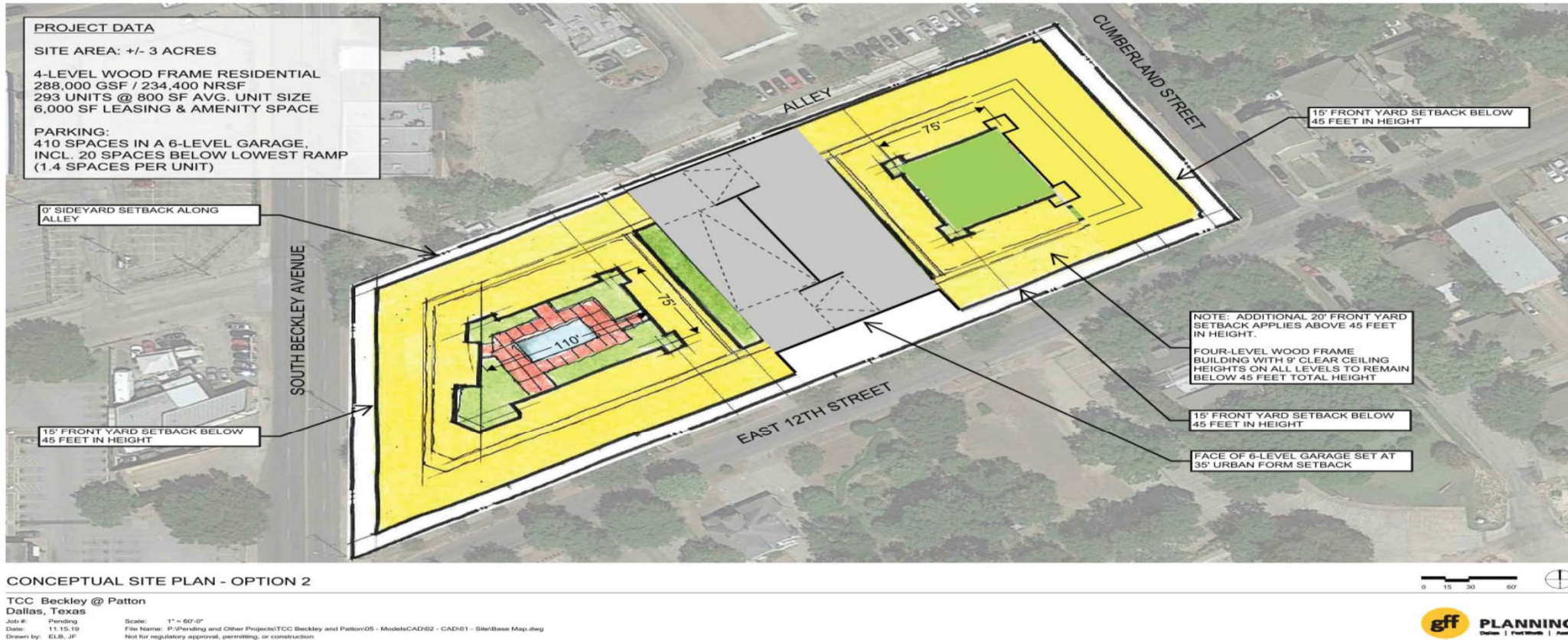
The Market Value Analysis (MVA) is a tool to assist residents and policy-makers identify and understand the elements of their local real estate markets. Similarly colored area represent neighborhood areas of similar market type. Because this analysis is for residential market



Economic Development Committee

Gateway Oak Cliff

Design is currently under review by the Urban Design Peer Review Panel



Gateway Oak Cliff

- **Unit amenities will include:**
 - TDHCA required unit amenities
 - Washer and dryer hookups
 - Energy star appliances and lighting
 - Pre-wired for cable
- **Community Amenities will include:**
 - Controlled access
 - Multipurpose community room
 - Structured parking
- **Resident Services will include:**
 - Bimonthly community events and programs
 - Partnership with DPD to provide quarterly activities
 - Case Management for elderly, disable, and special needs tenants

The Oaks

- **630 South Llewellyn Avenue**
- **Council District: 1**
- **Applicant:** Brooks Manor, LP
- **Co-Developers:** Volunteers of America and DHA Housing Solutions for North Texas
- **Total Units:** 260 mixed income units for seniors
 - 113 Units @ 51%-60% AMI
 - 103 Units @ 31%-50% AMI
 - 27 Units @ 0%-30% AMI
 - 17 Units @ Market Rate
- **Total Development Budget: \$44,053,609**
- **Redevelopment** of DHA's former Brooks Manor site

The Oaks

MVA Market Type H

Near C, D, E, and H MVA Market Types

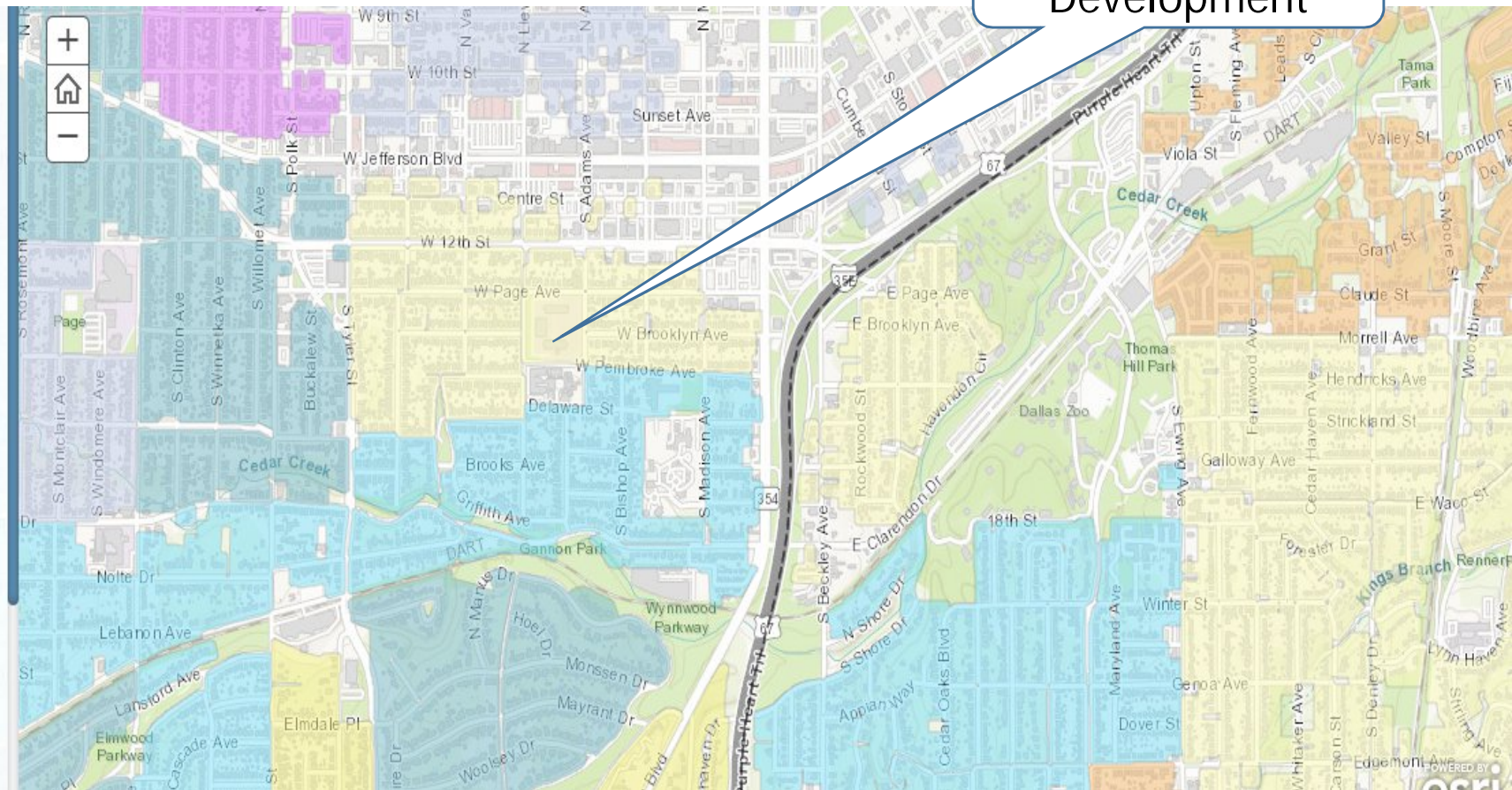
Proposed
Development

MVA Legend

A	F
B	G
C	H
D	I
E	NA

Dallas MVA

The Market Value Analysis (MVA) is a tool to assist residents and policy-makers identify and understand the elements of their local real estate markets. Similarly colored area represent neighborhood areas of similar market type. Because this analysis is for residential market



The Oaks

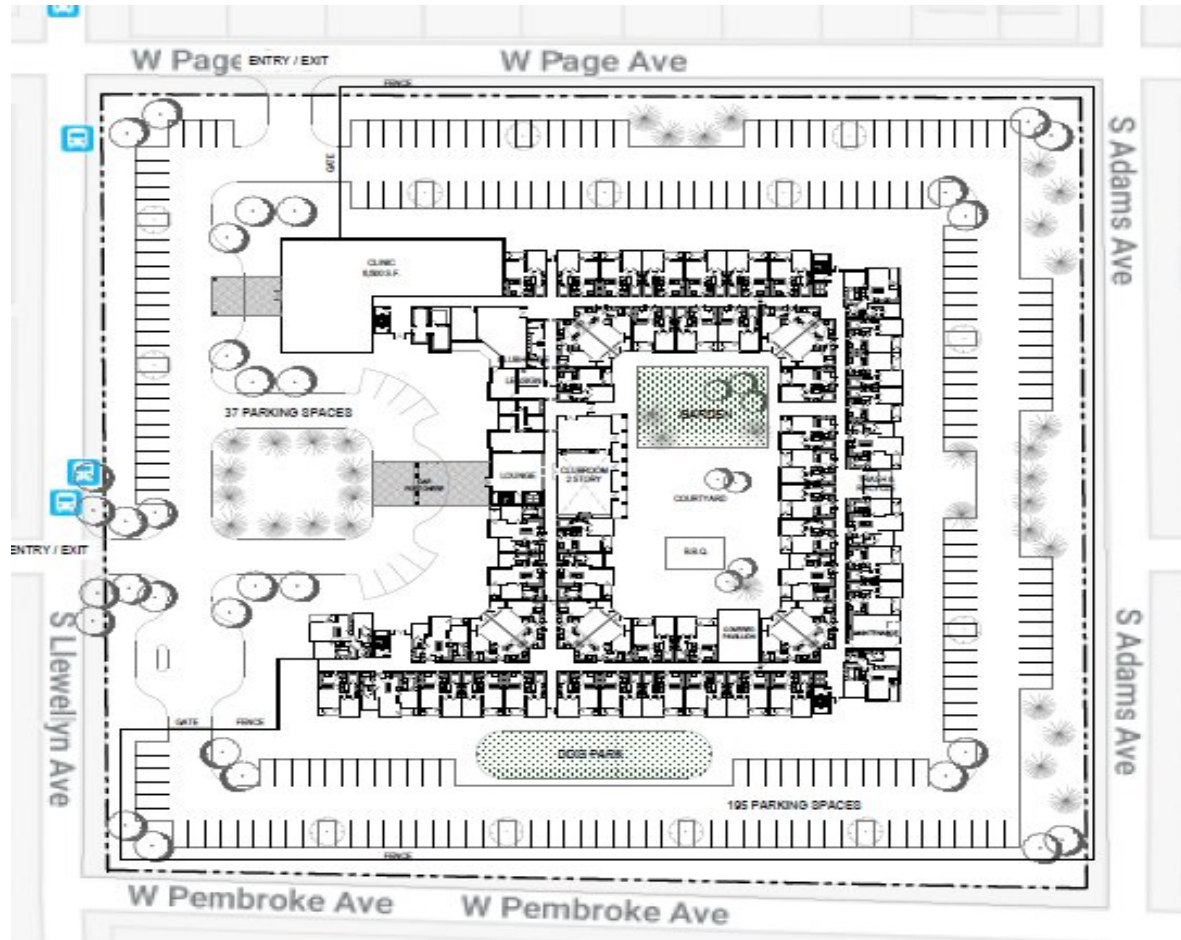


EAST ELEVATION



NORTH ELEVATION

The Oaks



The Oaks

- **Unit amenities will include:**
 - TDHCA required unit amenities
 - Washer and dryer hookups
 - Energy star appliances and lighting
- **Community Amenities will include:**
 - 2 Rooftop terraces
 - Fitness center
 - Business center
 - Community room with kitchen
 - Property-wide Wi-Fi
 - Grill and picnic area
- **Property will include a 6,500 SF Health Clinic for both residents and surrounding community**

The Oaks

- **Resident services will include:**
 - On-site resident coordinator
 - Health services
 - Meal programs
 - Exercise classes
 - Bimonthly social activities
 - Educational programs
 - Transportation services
 - Food pantry
 - Notary services

Benefit to the City

- Contribute toward production goals under the CHP
- Ridgcrest Terrace Apartments will provide renovated and modern housing to current residents and provide access to opportunity through extensive on-site programming and management
- Ridge at Lancaster will serve as catalyst in the University Hills RSA and future residential and commercial development on site
- Gateway at Oak Cliff maintains affordability in an area that is experiencing reinvestment and threats of displacement
- The Oaks also maintains affordability in an area that is experiencing reinvestment and threats of displacement for elderly residents as well as provides access to additional health care options and services in the area

Recommendation

Staff recommends the Economic Development Committee recommend approval of the following items for Council consideration at the **May 27, 2020** meeting:

- Conduct a public hearing and adopt a Resolution of No Objection related to the applications to TDHCA for 4% Non-Competitive Housing Tax Credits for Ridgecrest Terrace Apartments, Ridge at Lancaster, Gateway Oak Cliff, and The Oaks

Request for Resolutions for 4% Housing Tax Credits Allocated through Texas Department of Housing and Community Affairs and Proposed Recommendations

**Economic Development Committee
May 4, 2020**

**Kyle Hines, Economic Development Manager
Office of Economic Development
City of Dallas**



Appendix

Additional Project Information



Ridgecrest Terrace Apartments

Proposed Financing Sources	Amount
Private Activity Bonds	\$34,200,000
Housing Tax Credits Equity	\$18,211,373
Deferred Developer Fee	\$3,403,995
NOI During Renovation	\$1,545,855
Total	\$57,361,223

Proposed Uses	Costs
Acquisition	\$22,640,000
Construction Costs	\$20,177,535
Cost of Financing	\$5,434,842
Fees, Reserves, Soft Costs	\$9,108,846
Total	\$57,361,223

The Ridge at Lancaster

Proposed Financing Sources	Amount
Private Activity Bonds	\$39,877,000
Housing Tax Credits Equity	\$19,067,232
Deferred Developer Fee	\$616,075
Total	\$59,560,307

Proposed Uses	Costs
Acquisition	\$3,200,000
Construction Costs	\$36,318,120
Soft Costs & Financing Fees	\$13,450,562
Developer Fees	\$6,591,625
Total	\$59,560,307

Gateway Oak Cliff

Proposed Financing Sources	Amount
Private Activity Bonds	\$27,500,000
Housing Tax Credits Equity	\$13,397,794
Deferred Developer Fee	\$1,233,717
TBD Gap Funding	\$5,000,000
Total	\$47,131,511

Proposed Uses	Costs
Construction Costs	\$34,342,875
Soft Costs	\$2,445,690
Financing Fees	\$3,609,083
Developer Fees	\$5,829,953
Reserves	\$903,910
Total	\$47,131,511

The Oaks

Proposed Financing Sources	Amount
Private Activity Bonds	\$21,400,000
Housing Tax Credits Equity	\$14,555,634
Deferred Developer Fee	\$1,097,975
DHA RHF Funds	\$4,500,000
Federal Home Loan Bank	\$500,000
TBD Gap Funding	\$2,000,000
Total	\$44,053,609

Proposed Uses	Costs
Construction Costs	\$35,346,096
Soft Costs/Financing	\$1,914,107
Developer Fee	\$5,329,150
Reserves	\$1,464,256
Total	\$44,053,609



City of Dallas

1500 Marilla Street
Dallas, Texas 75201

Agenda Information Sheet

File #: 20-853

Item #: C.

Consideration of authorizing a public hearing to determine the proper zoning on property zoned Planned Development District No. 595, the South Dallas/Fair Park Special Purpose District, in an area generally bounded by the Union Pacific (DART) Railroad, the Southern Pacific Railroad, C.F. Hawn Freeway, the D.P. & L Company easement, Central Expressway (S.M. Wright Freeway), the Southern Pacific Railroad, the Santa Fe Railroad, R.L. Thornton Freeway, Second Avenue, Parry Avenue, Robert B. Cullum Boulevard, Fitzhugh Avenue, Gaisford Street, and the common line between City Blocks 1820 and D/1821. This is a hearing to consider the request to authorize the hearing and not the rezoning of the property at this time.

[Kris Sweckard, Director, Sustainable Development and Construction]

Memorandum

RECEIVED

2020 JAN 29 PM 1:30

CITY SECRETARY
DALLAS, TEXAS



City of Dallas

DATE January 22, 2020

TO The Honorable Eric Johnson

FROM Adam Bazaldua

SUBJECT Request for Placement of Agenda Item – Council Member(s)

ITEM/ISSUE PROPOSED FOR COUNCIL CONSIDERATION:

Pursuant to Section 6.2 of the City Council Rules of Procedure, please refer the following item to a city council committee within 15 calendar days after receipt of this request:

Consideration of authorizing a public hearing to determine the proper zoning on property zoned Planned Development District No. 595, the South Dallas/Fair Park Special Purpose District, in an area generally bounded by the Union Pacific (DART) Railroad, the Southern Pacific Railroad, C.F. Hawn Freeway, the D.P. & L. Company easement, Central Expressway (S.M. Wright Freeway), the Southern Pacific Railroad, the Santa Fe Railroad, R.L. Thornton Freeway, Second Avenue, Parry Avenue, Robert B. Cullum Boulevard, Fitzhugh Avenue, Gaisford Street, and the common line between City Blocks 1820 and D/1821. This is a hearing to consider the request to authorize the hearing and not the rezoning of the property at this time.

BRIEF BACKGROUND:

Planned Development District No. 595 encompasses over 3,000 acres in the South Dallas/Fair Park area. PD 595 was established by Ordinance No. 24726 on September 26, 2001. The last comprehensive amendment to PD 595 was in 2012. City Council approved Ordinance No. 28860 on December 12, 2012. Ordinance No. 28860 established new subdistricts and uses within PD 595 among other changes. This request is an authorization to determine proper zoning in the area.

In accordance with Dallas City Code Section 51A-4.701(a) and state law, the city council or the city plan commission may authorize a public hearing on a change in a zoning district classification. If city council authorizes the public hearing for PD 595, the city plan commission shall hold public hearings and provide a recommendation to city council.

Submitted for consideration by:

Adam Bazaldua
Printed Name

Dist. # 7

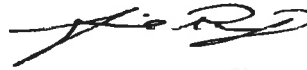
A handwritten signature in blue ink, appearing to read 'Adam Bazaldua', written over a horizontal line.
Signature

Supporting Council Member Signatures (4 Signatures Only):

Jaime Resendez

Dist. # 5

Printed Name



Signature

Paula Blackmon

Dist. # 9

Printed Name



Signature

Omar Narvaez

Dist. # 6

Printed Name



Signature

Adam Medrano

Dist. # 2

Printed Name



Signature

Attachment: Draft Resolution

c: Honorable Council Members
T.C. Broadnax, City Manager
Christopher J. Caso, Interim City Attorney
Mark S. Swann, City Auditor
Biliera Johnson, City Secretary
Tristan R. Hallman, Chief of Policy and Communications, Office of the Mayor

[DATE]

WHEREAS, Planned Development District No. 595, the South Dallas/Fair Park Special Purpose District, was established by Ordinance No. 24726 on September 26, 2001;

WHEREAS, Planned Development District No. 595 encompasses an area of over 3,000 acres in the South Dallas/Fair Park area;

WHEREAS, the last comprehensive amendment to Planned Development District No. 595 was approved as part of Ordinance No. 28860 on December 12, 2012; and

WHEREAS, City Council wishes to authorize a public hearing to determine the proper zoning for the area;

Now, Therefore,

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

SECTION 1. That the City Council authorizes a public hearing to determine the proper zoning on property zoned Planned Development District No. 595, the South Dallas/Fair Park Special Purpose District, in an area generally bounded by the Union Pacific (DART) Railroad, the Southern Pacific Railroad, C.F. Hawn Freeway, the D.P. & L. Company easement, Central Expressway (S.M. Wright Freeway), the Southern Pacific Railroad, the Santa Fe Railroad, R.L. Thornton Freeway, Second Avenue, Parry Avenue, Robert B. Cullum Boulevard, Fitzhugh Avenue, Gaisford Street, and the common line between City Blocks 1820 and D/1821.

SECTION 2. That this resolution shall take effect immediately from and after its passage in accordance with the Charter of the City of Dallas, and it is accordingly so resolved.

Each councilmember signing the five-person request to place an item on the agenda must review and confirm that they have read and agree with the draft resolution by dating, initialing, and placing their district number below.

<u>1/28/2020</u>	<u>1-28-20</u>	<u>1-28-20</u>	<u>1/28/2020</u>	<u>1-28/2020</u>
DATE	DATE	DATE	DATE	DATE
<u>AB</u>	<u>PB</u>	<u>AM</u>	<u>J.R.</u>	<u>[Signature]</u>
CM INITIAL	CM INITIAL	CM INITIAL	CM INITIAL	CM INITIAL
<u>7</u>	<u>9</u>	<u>2</u>	<u>5</u>	<u>6</u>
DIST. NO.	DIST. NO.	DIST. NO.	DIST. NO.	DIST. NO.

Memorandum



CITY OF DALLAS

DATE May 1, 2020

The Honorable Members of the Economic Development Committee:

TO Tennell Atkins (Chair), David Blewett (Vice-Chair), Jennifer Staubach Gates, Adam McGough, Omar Narvaez, Jaime Resendez, Chad West

SUBJECT **Revised Prioritization of Authorized Hearings with Planned Development District No. 595 Authorized Hearing**

On April 15, 2020, City Council was briefed by the Sustainable Development and Construction Department on a new policy for prioritizing authorized hearings to leverage City resources and investment. The new method for determining the order of authorized hearings calls for staff to inform the City Council or the City Plan Commission of the placement on the list of a potential authorized hearing. The information is to be provided at the time of the public hearing to consider initiating the zoning case.

A five-member memo requesting the consideration of an authorized hearing for Planned Development District No. 595, the South Dallas/Fair Park Special Purpose District is on the May 4, 2020, Economic Development Committee agenda. Staff reviewed the criteria for prioritization and have attached the re-ordered authorized hearing list with this proposed case included. If the PD No. 595 authorized hearing is initiated, the case would become fifth on the list.

If you have questions about the prioritization, please contact Kris Sweckard, Director of Sustainable Development and Construction, at 214-671-9293.

Majed A. Al-Ghafry
Assistant City Manager

[Attachment]

c: Honorable Mayor and Members of the City Council

T.C. Broadnax, City Manager

Chris Caso, City Attorney

Mark Swann, City Auditor

Biliera Johnson, City Secretary

Preston Robinson, Administrative Judge

Kimberly Bizzor Tolbert, Chief of Staff to the City Manager

Dr. Eric Anthony Johnson, Chief of Economic Development & Neighborhood Services

Jon Fortune, Assistant City Manager

Joey Zapata, Assistant City Manager

Nadia Chandler Hardy, Assistant City Manager

M. Elizabeth Reich, Chief Financial Officer

Laila Alequresh, Chief Innovation Officer

M. Elizabeth (Liz) Cedillo-Pereira, Chief of Equity and Inclusion
Directors and Assistant Directors

[illegible]

Currently in process:

Arts District (Z167-360)

Vickery Meadow (Z167-378)

Elm Thicket (Z167-395)

PD No. 317 - The Cedars (Z167-311)



Agenda Information Sheet

File #: 20-852

Item #: D.

Incentive Agreement Extension, authorizing (i) extensions of up to six months, subject to approval of the Director of the Office of Economic Development ("Director"), for city-imposed contractual deadlines occurring on or after March 1, 2020 for active incentive agreements approved by the City Council prior to March 1, 2020; (ii) an additional extension of up to six months, subject to approval of the Director, for such active incentive agreements; and (iii) forbearance of loan payments and extension of loan maturity dates for a period of up to six months, subject to approval of the Director, due to the economic impact of COVID-19.

[Courtney Pogue, Director, Office of Economic Development]

Memorandum



DATE May 1, 2020

TO The Honorable Members of the Economic Development Committee:
Tennell Atkins, (Chair), David Blewett, (Vice-Chair), Jennifer Staubach Gates,
Adam McGough, Omar Narvaez, Jaime Resendez, Chad West

SUBJECT **Incentive Agreement Extension**

On May 13, 2020 City Council will be asked to consider authorizing (i) extensions of up to six months, subject to approval of the Director of the Office of Economic Development (“Director”), for city-imposed contractual deadlines occurring on or after March 1, 2020 for active incentive agreements approved by the City Council prior to March 1, 2020; (ii) an additional extension of up to six months, subject to approval of the Director, for such active incentive agreements; and (iii) forbearance of loan payments and extension of loan maturity dates for a period of up to six months, subject to approval of the Director, due to the economic impact of COVID-19.

Summary

To support businesses and development projects impacted by COVID-19, and in acknowledgement of the economic impact caused by the virus, staff is requesting that the Director be authorized to approve extensions up to six months for all city-imposed deadlines in any active economic development incentive agreement approved by the City Council on or before March 1, 2020, regardless of whether the agreement has been executed or not by the parties. These agreements include, but are not limited to, tax increment financing development agreements, Chapter 380 loan and grant agreements, tax abatement agreements, small business loans, workforce development agreements, and any other agreement whereby the City of Dallas agreed to provide incentives or financial assistance to an external party through the Office of Economic Development. If the awardee demonstrates need for an additional extension after expiration of the period described above, an additional extension of up to six months may be granted upon approval of the Director, in his or her sole discretion.

The extension of deadlines in any incentive agreement is not automatic. Incentive awardees must request such extensions in accordance with the notice requirements of each incentive agreement, and the approval of and terms of any extension shall be determined by the Director. The extensions discussed above shall be in addition to any extensions already provided for in any active economic development incentive agreement.

Additionally, City Council will be asked to authorize forbearance of loan payments owed to the City of Dallas for up to six months, with an extension of the loan agreement maturity date for the same time period. The intent of such forbearance is to act as a pause of the loan, and not to accrue interest, fees, or penalties during such pause. The paused payments will be

Extension of Deadlines for Incentive Agreements

May 1, 2020

Page 2

added to the end of the extended loan term. The forbearance and extension of any loan is not automatic. Borrowers must request such amendments in accordance with the notice requirements of each loan agreement, and the approval of and terms of any forbearance and extension shall be determined by the Director.

Financing

No Cost Consideration to the City for this request.

Coordination

No coordination consideration required for this request.

Recommendation

Staff recommends approval of an item authorizing extensions of up to six months, subject to approval of the Director, for city-imposed contractual deadlines occurring on or after March 1, 2020 for active incentive agreements approved by the City Council prior to March 1, 2020; and an additional extension of up to six months, subject to approval of the Director for such active incentive agreements; and forbearance of loan payments and extension of loan maturity dates for a period of up to six months, subject to approval of the Director, due to the economic impact of COVID-19.

Should you have any questions, please contact Courtney Pogue at (214) 670- 0170



Dr. Eric Anthony Johnson
Chief of Economic Development & Neighborhood Services

c: Honorable Mayor and City Council
T.C. Broadnax, City Manager
Chris Caso, City Attorney
Mark S. Swann, City Auditor
Biliera Johnson, City Secretary
Preston Robinson, Administrative Judge
Kimberly Bizar Tolbert, Chief of Staff to the City Manager
Majed A. Al-Ghafry, Assistant City Manager
Jon Fortune, Assistant City Manager

Joey Zapata, Assistant City Manager
Nadia Chandler Hardy, Assistant City Manager and Chief Resilience Officer
M. Elizabeth Reich, Chief Financial Officer
Laila Alequresh, Chief Innovation Officer
M. Elizabeth (Liz) Cedillo-Pereira, Chief of Equity and Inclusion
Directors and Assistant Directors



City of Dallas

1500 Marilla Street
Dallas, Texas 75201

Agenda Information Sheet

File #: 20-850

Item #: E.

Authorize an amendment to the Chapter 380 Economic Development Grant Agreement and Business Personal Property Tax Abatement with Uber Technologies, Inc., authorized by City Council on August 14, 2019 by Resolution No. 19-1166, to extend deadlines for certain city-imposed contractual requirements at no additional cost consideration to the City.

[Courtney Pogue, Director, Office of Economic Development]

Memorandum



DATE May 1, 2020

TO The Honorable Members of the Economic Development Committee:
Tennell Atkins, (Chair), David Blewett, (Vice-Chair), Jennifer Staubach Gates,
Adam McGough, Omar Narvaez, Jaime Resendez, Chad West

SUBJECT **Uber Technologies, Inc. Extension**

On May 13, 2020 City Council will be asked to consider authorizing an amendment to the Chapter 380 Economic Development Grant Agreement and Business Personal Property Tax Abatement ("Incentive Agreement") with Uber Technologies, Inc., previously approved by Resolution No. 19-1166 on August 14, 2019 to extend deadlines for certain city-imposed contractual requirements due to the economic impact of COVID-19.

Summary

On August 14, 2019, by Resolution No. 19-1166, Dallas City Council authorized a business personal property tax abatement and Chapter 380 grant agreement with Uber Technologies, Inc. or an affiliate thereof ("Uber") in connection with the proposed expansion of certain corporate operations into a new two phase office development located at 2550 Pacific Avenue in accordance with the City's Public/Private Partnership Program (the "Incentive Agreement"). The City and Uber subsequently executed the Incentive Agreement on October 9, 2019.

Since the execution of the Incentive Agreement, Uber has signed a lease for 168,000 square feet at the existing Epic office tower, and will continue to occupy that space while the second Epic office tower is constructed. Once the second 500,000 square foot Epic office tower is constructed, Uber will lease 450,000 square feet of that building and move all of its operations into the new second tower.

Under the Incentive Agreement, Uber agreed to invest a minimum of \$60,000,000.00 in leasehold improvements associated with the two buildings, along with \$50,000,000.00 in business personal property. Uber will hire a minimum of 2,500 employees at the Epic with an average annual salary of \$100,000.00. None of these commitments have changed.

While construction of the second office building continues, the current COVID-19 crisis has caused Uber to temporarily delay plans for construction of tenant improvements in the first building and hiring of new employees in Dallas.

In the long-term, Uber does not expect any changes to its strategy or expectations regarding growth in Dallas, but Uber has requested City Council authorization of an amendment to the incentive agreement to extend certain city-imposed contractual deadlines that will be impacted by the delay, including:

- Commencement of the BPP Tax Abatement Period from on or before January 1, 2024 to on or before January 1, 2026;
- Completion of Leasehold Improvements from on or before December 31, 2023 to on or before December 31, 2025;
- Completion of BPP Investment from on or before December 31, 2023 to on or before December 31, 2025;
- Creation or location of FTEs from on or before December 31, 2023 to on or before December 31, 2025, and maintenance period for FTEs from December 31, 2033 to December 31, 2035;
- Attainment of Threshold Resident Hire Requirement from no later than December 31, 2023 to no later than December 31, 2025;
- Attainment of Minimum Average Annual Salary Requirement from no later than December 31, 2023 to no later than December 31, 2025; and maintenance period for Minimum Average Annual Salary Requirement from December 31, 2033 to December 31, 2035; and maintenance period for Salary Threshold Requirement from December 31, 2031 to December 31, 2033;
- Job Recruitment Requirement from December 31, 2022 to December 31, 2024;
- P-Tech Requirement from December 31, 2020 to December 31, 2022;
- BPP Investment from on or before December 31, 2023 to on or before December 31, 2025;
- Termination date from December 31, 2024 to December 31, 2035 to provide consistency with monitoring requirements.

Financing

No Cost Consideration to the City for this request.

Uber Contract Amendment – Extension of Deadlines

May 1, 2020

Page 3

Coordination

No coordination consideration required for this request.

Recommendation

Staff recommends approval of an item authorizing amendment of the current incentive agreement with Uber Technologies to extend certain contractual deadlines impacted by COVID-19.

Should you have any questions, please contact me at (214) 670-3309.



Dr. Eric Anthony Johnson
Chief of Economic Development & Neighborhood Services

c: Honorable Mayo and City Council	Joey Zapata, Assistant City Manager
T.C. Broadnax, City Manager	Nadia Chandler Hardy, Assistant City Manager and Chief Resilience Officer
Chris Caso, City Attorney	M. Elizabeth Reich, Chief Financial Officer
Mark S. Swann, City Auditor	Laila Alequresh, Chief Innovation Officer
Biliera Johnson, City Secretary	M. Elizabeth (Liz) Cedillo-Pereira, Chief of Equity and Inclusion
Preston Robinson, Administrative Judge	Directors and Assistant Directors
Kimberly Bizer Tolbert, Chief of Staff to the City Manager	
Majed A. Al-Ghafry, Assistant City Manager	
Jon Fortune, Assistant City Manager	



City of Dallas

1500 Marilla Street
Dallas, Texas 75201

Agenda Information Sheet

File #: 20-848

Item #: F.

Acceptance of Four Grants from Preservation Dallas as a Match to City Funds for a Contract for a Historic Survey and Contextual Statements
[Murray G. Miller, Historic Preservation Officer, Office of Historic Preservation]

Memorandum



CITY OF DALLAS

DATE April 29, 2020

The Honorable Members of the Economic Development Committee:

TO Tennell Atkins (Chair), David Blewett (Vice-Chair), Jennifer Staubach Gates, Adam McGough, Omar Narvaez, Jaime Resendez, Chad West

SUBJECT **Acceptance of four grants from Preservation Dallas as a match for City funds for a contract for a Historic Survey and Contextual Statements**

On May 27, 2020, City Council will consider the acceptance of a financial contribution from Preservation Dallas in the amount of \$95,000. The funding aims to match the City's contribution of \$100,000 for a total of \$195,000 for the purpose of undertaking a historic thematic context assessment and survey of Greater Downtown Dallas. The contract for undertaking this work is also scheduled to be considered at the May 27, 2020, Council hearing.

Background Information

In 2015, the Mayor's appointed Downtown Historic Preservation Task Force identified nine recommendations to improve the preservation program in Dallas. One of the recommendations was to conduct a downtown survey to provide a "base-layer for direction, to establish preservation priorities, and to provide a tool for existing and future planning." The Task Force encouraged exploring sources other than general funds to finance the survey.

Preservation Dallas, a nonprofit organization based in Dallas, participated on the Downtown Historic Preservation Task Force and the subsequent Preservation Solutions Committee. Preservation Dallas has accepted four grants in the amount of \$95,000 to help fund the survey as follows:

1. The Summerlee Foundation \$50,000;
2. Downtown Dallas, Inc. \$15,000;
3. The Hoblitzelle Foundation \$25,000; and
4. The National Trust for Historic Preservation \$5,000.

Scope of Survey Work to be Undertaken

The Survey will provide a historic thematic context assessment and survey of Greater Downtown Dallas. The work will include undertaking a comprehensive reconnaissance field survey of the Downtown area and provide thematic context statements. Context statements provide the framework for evaluating the historic significance and integrity of a property and describe historic events, trends and people that are important to the physical development of an area. These themes may include early settlement; forms of

DATE April 29, 2020

SUBJECT **Acceptance of four grants from Preservation Dallas as a match for City funds for a contract for a Historic Survey and Contextual Statements**

development; transportation networks including railroads, street cars, and motor trolleys; architecture and engineering or tourism development.

The historic thematic context assessment and survey will also provide updated National Register information regarding contributing structures within City historic districts, assist with building identification as part of the City's demolition delay districts, and be a starting point towards an updated City of Dallas preservation plan.

Public Consultation

The consultant will host an informational presentation to inform the public of the survey efforts and gather oral histories and historical documents that may inform the context statements. The consultant will submit a final report and copies of photographs, database files, maps, and research supporting the final report.

Schedule

It is anticipated that the work on the survey and historic thematic context assessment will take up to 24 months to complete. The consultant will work with staff, historic preservation stakeholders, and the community throughout the process.

If you have questions about the grants or the historic thematic context assessment and survey, please contact Murray G. Miller, Historic Preservation Officer, Office of Historic Preservation at (214) 671-9260



Dr. Eric Anthony Johnson
Chief of Economic Development & Neighborhood Services

c: Honorable Mayor and Members of the City Council
T.C. Broadnax, City Manager
Chris Caso, City Attorney
Mark Swann, City Auditor
Billerae Johnson, City Secretary
Preston Robinson, Administrative Judge
Kimberly Bizor Tolbert, Chief of Staff to the City Manager
Majed A. Al-Ghafry, Assistant City Manager

Jon Fortune, Assistant City Manager
Joey Zapata, Assistant City Manager
Nadia Chandler Hardy, Assistant City Manager
M. Elizabeth Reich, Chief Financial Officer
Laila Alequresh, Chief Innovation Officer
M. Elizabeth (Liz) Cedillo-Pereira, Chief of Equity and Inclusion
Directors and Assistant Directors



City of Dallas

1500 Marilla Street
Dallas, Texas 75201

Agenda Information Sheet

File #: 20-894

Item #: G.

Dallas Small Business Continuity Fund, Launch
[Courtney Pogue, Director, Office of Economic Development]

Memorandum



DATE May 1, 2020

TO The Honorable Members of the Economic Development Committee:
Tennell Atkins, (Chair), David Blewett, (Vice-Chair), Jennifer Staubach Gates,
Adam McGough, Omar Narvaez, Jaime Resendez, Chad West

SUBJECT **Dallas Small Business Continuity Fund**

On Monday, May 4, 2020, the Small Business Continuity Fund (SBCF) will official accept applications for assistance from Dallas-based small businesses. The goal of the fund is to provide immediate relief by helping business owners retain their businesses and their employees in the City of Dallas.

Summary

On April 22, 2020, the Dallas City Council established and provided for the administration of the City of Dallas Small Business Continuity (CDSBC) Program to promote local economic development by maintaining small business operations and retaining employment within the City, pursuant to 42 U.S.C. §5305 and the Coronavirus Aid, Relief, and Economic Security (CARES) Act. The purpose of the Fund is to ensure continued operations of small businesses and job retention by those businesses impacted by the COVID-19 Pandemic, with the expectation that funding recipients retain at least 80% of the workforce that they had as of February 29, 2020. The Fund will be administered by the Office of Economic Development or through selection of a third-party financial administrator. The program will operate in conformance with the Community Development Block Grant (CDBG) program with a national objective of providing benefit to the low to moderate income community.

Funding for the program was provided by using \$5 million in allocation of Community Development Block Grants (CDBG) from Housing and Urban Development (HUD) from the CARES Act. These funds must be used to benefit a low-to-moderate income population and must meet certain job creation and retention requirements. Approximately \$2.5 million would be available for grant funding, providing a minimum of 250 small business grants. Of the \$2.5 million available for grant money, \$1.25 million would be targeted to businesses located in high poverty and/or low-income areas. The remaining \$2.5 million would be available as loan funding, providing a minimum of 50 loans. Additional funds, including general funds, may be added at the sole discretion of the City Council. Additional outside funds as provided by private sector partners may also be added by donation to the City or by donation to the third-party financial administrator on behalf of the City.

Eligible businesses may receive a grant of SBCF funding in an amount equal to the lesser of (i) \$10,000.00 or (ii) the company's average monthly payroll total for the previous three months. Grant funds shall be used for payroll expenses. Grantees shall execute a grant agreement committing the Grantee to retain 80% of jobs held on February 29 as documented in the application in consideration of the grant funds and provide the City with documentation showing that the Grantee maintained certain employment levels for at least six months after the date of issuance of the financial assistance.

Rather than a grant payment, businesses may opt to apply for a SBCF loan. Loans under this program would be the lesser amount of (i) two months expenses or (ii) \$50,000.00, with an interest rate of 0-1%, up to twelve months deferred payment, and a loan term of up to five years. Loans must be repaid in full. Two months expenses would be sized based on a company's average monthly payroll, total rent or mortgage interest, utilities and any inventory costs for the previous three months. The loan funds would meet the needs of small businesses who have a larger capital need. Funds may be used for payroll, rent, and/or working capital. Businesses would again need to demonstrate a 25% reduction in business as a result of the COVID-19 Pandemic. Grantees shall execute a loan agreement committing the Grantee to retain 80% of the jobs held on February 29 as documented in the application in consideration of the loan funds and provide the City with documentation showing that the Grantee maintained certain employment levels for at least six months after the date of issuance of the financial assistance.

Applicants to the Small Business Program will be required to provide the following:

- Confirmation that business is engaged in activities that are regulated by the City of Dallas and contains appropriate licenses/permits to operate in the City.
- Certification that the businesses is located in the City of Dallas.
- Verification that entity is registered with Secretary of State of Texas and/or Dallas County as a valid business by September 1, 2019
- Documentation that revenue has declined by 25% or more as a result of the COVID-19 crisis.
- Verification that the businesses have \$1.5 million or less than annual gross revenue in 2019
- Evidence that the business has 50 or fewer employees
- Evidence that the microenterprise has 5 or fewer employees
- Completed and signed IRS W-9 Form
- Documentation to verify the economic hardship suffered as a result of the COVID-19; including tax returns, financial statements, and other financial and employment data, including IRS form 941.
- Documentation on income eligibility, job creation/retention and employees are Dallas residents.

Financing

2020 CDBG Fund (CARES Act) - \$5,000,000.00

Coordination

The Office of Economic Development staff coordinated with multiple departments for the creation and launch of the SBCF.

Recommendation

No recommendation at this time. This memo is for informational purposes only.

Should you have any questions, please contact Courtney Pogue, Director, Office of Economic Development at 214-670-0170.



Dr. Eric Anthony Johnson
Chief of Economic Development & Neighborhood Services

c: Honorable Mayor and City Council
T.C. Broadnax, City Manager
Chris Caso, City Attorney
Mark S. Swann, City Auditor
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Directors and Assistant Directors