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**WHEREAS**, Texas Central Rail Holdings, LLC, (Texas Central) and its affiliates desire to design, construct and operate a private high-speed passenger rail line (HSR) to provide the citizens of Dallas with another transportation service option between the Dallas-Fort Worth Metropolitan Area and the Houston Metropolitan Area; and

**WHEREAS**, Texas Central has announced its proposal that the HSR will be designed and constructed to be operated on a totally dedicated, grade separated, secure corridor where trains will operate at speeds up to 205 miles per hour, enabling Texas Central to move passengers between Dallas and Houston (a 240-mile route) in less than 90 minutes; and

**WHEREAS**, the City recognizes that the transportation of the City's population and visiting population, reduction of traffic congestion and related air emissions, transit oriented economic development, and the provision of transportation alternatives are in fact public purposes of the City and for the benefit of its citizens; and

**WHEREAS**, the City recognizes that HSR may provide public benefits through the transportation of the City's population, economic development in Dallas, reduction of traffic congestion and related air emissions, flood protection and the provision of transportation alternatives for the citizens of Dallas, while not unduly diminishing the City's ecological and recreational resources; and

**WHEREAS**, within the Dallas city limits, Texas Central's projected HSR System and HSR related improvements are proposed to traverse portions of the Dallas Floodway and Dallas Floodway Extension (DFE) Project, which are federally authorized Civil Works projects with oversight of the United States Army Corps of Engineers (USACE), and other sensitive environmental areas including the Trinity River, Great Trinity Forest, floodways and certain wetland areas which represent valuable and sensitive ecological and recreational resources that the City wishes to protect for the benefit of Dallas citizens; and

**WHEREAS**, in December 2017, the Federal Railroad Administration (FRA) issued a draft environmental impact statement (DEIS) for the Texas Central HSR Project, pursuant to the National Environmental Policy Act of 1969, 42 United.States.Code. (U.S.C.) §4321 et seq; and

**WHEREAS**, on February 2, 2018, Texas Central submitted an initial Section 408 Submittal to the USACE under 33 U.S.C. Section 408 for permission to alter, occupy or use the Dallas Floodway, which submittal was accompanied by a concurrence letter dated December 19, 2017 from the City, acting as the non-federal sponsor for such federally authorized civil works project, to the USACE; and

**WHEREAS**, in March 2018, the USACE informed the City that the USACE will be constructing, at the USACE's cost, an extension of the Dallas Floodway (Dallas DFE Project) to include an extension of the Lamar Levee; and

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**WHEREAS**, the HSR alignment selected by FRA in the DEIS as the preferred alternative runs adjacent to the new Lamar Levee necessitating a modification to the USACE's standard levee design; and

**WHEREAS**, Texas Central has been working with the City and the USACE to address modifications to the Lamar Levee to accommodate HSR-related improvements adjacent to the Lamar Levee; and

**WHEREAS**, a proposed floodwall extension in the Lamar Levee area adjacent to the HSR alignment has been determined to be suitable for flood risk mitigation; said floodwall, as referenced in Section 408 Submittal (as defined in Article I.B) and based on the design specified in any USACE approval issued pursuant thereto, is hereinafter called the "Lamar Levee Floodwall" Extension; and

**WHEREAS**, the City and the USACE entered into a Project Cooperation Agreement dated December 14, 2001 that specifies the roles and responsibilities of the USACE and the City relating to the construction of the DFE Project; and

**WHEREAS**, an extension of the floodwall as contemplated in the Lamar Levee Floodwall Extension is considered a "betterment" of the USACE's standard levee design as such term is defined in the Project Cooperation Agreement between the City and the USACE; and

**WHEREAS**, the proposed floodwall extension is approximately 1,800 feet in length; and

**WHEREAS**, the USACE will construct the Lamar Levee using a design, bid, build project delivery method; and

**WHEREAS**, the design for the Dallas DFE, will include one design alternative consisting of design of the DFE inclusive of the Lamar Levee Floodwall Extension as a betterment and one design alternative consisting of design of the DFE excluding the Lamar Levee Floodwall Extension (such designs, the "Design Alternatives"); and

**WHEREAS**, Texas Central is requesting the right to review the Design Alternatives, together with any associated cost estimates, to the extent provided by the USACE to the City; and

**WHEREAS**, the City and Texas Central desire to provide for payment by Texas Central of any incremental costs to USACE for the design inclusive of the Lamar Levee Floodwall Extension (the Incremental Design Costs); and

**WHEREAS**, the Project Cooperation Agreement requires the City to commit to pay the estimated design costs of the Lamar Levee Floodwall Extension; and

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**WHEREAS**, on August 24, 2016, the City and Texas Central entered into a Cooperation Agreement for the purpose of defining each party's role in the federal review approval process, providing a mechanism for the City's reimbursement of its costs in the federal review and approval process, and recognizing that the City and Texas Central would need to negotiate a more comprehensive master agreement or agreements in the future to govern the design, construction, operation and maintenance of HSR in the City of Dallas; and

**WHEREAS**, the City and Texas Central desire to amend the existing Cooperation Agreement in order to expressly describe the terms and conditions under which the parties shall proceed with the funding of the design of the Lamar Levee Floodwall Extension; and

**WHEREAS**, this amendment applies only to the design costs associated with the Lamar Levee Floodwall Extension; and

**WHEREAS**, when the USACE moves forward on a contract to construct the DFE, if Texas Central requests construction of the Lamar Levee Floodwall Extension, a separate agreement or a second amendment to the Cooperation Agreement will be developed to provide for Texas Central's payment of the costs associated with the construction of the Lamar Levee Floodwall Extension.

**Now, Therefore,**

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

**SECTION 1.** That the City Manager is hereby authorized to execute Supplemental Agreement No. 1 to the Cooperation Agreement between the City of Dallas and Texas Central Rail Holdings, LLC, approved as to form by the City Attorney, to fund the design by the United States Army Corps of Engineers (USACE) for a Lamar Levee Floodwall Extension.

**SECTION 2.** That Supplemental Agreement No. 1 provides for, among other things: **(1)** the receipt and deposit of funds from Texas Central to the Dallas High Speed Rail Fund in an amount not to exceed the cost the USACE provides for the design of the Lamar Levee Floodwall, if, and, when: (a.) the USACE provides the cost of design of the Lamar Levee Floodwall and (b.) Texas Central requests the City to submit a request for the USACE to move forward with the design of the Lamar Levee Floodwall; **(2)** the establishment of appropriations in the Dallas High Speed Rail Fund in a pass-through amount not to exceed the cost for the design of the Lamar Levee Floodwall provided by the USACE, as such cost may be amended by USACE and funded by Texas Central; and **(3)** the disbursement of funds to the USACE in accordance with the Project Cooperation Agreement between the City of Dallas and the USACE in an amount not to exceed the cost provided by the USACE for the Lamar Levee Floodwall design as those costs may be amended.

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**SECTION 3.** That the Chief Financial Officer is hereby authorized to receive and deposit funds from Texas Central Rail Holdings, LLC in the Dallas High Speed Rail Fund, Fund 0434, Department TRN, Unit 3647, Revenue Code 8411 in an amount not to exceed the cost the USACE provides for design of the Lamar Levee Floodwall if, and, when the USACE provides the cost for the design of the Lamar Levee Floodwall and Texas Central requests the City to submit a request for the USACE to move forward with the design of the Lamar Levee Floodwall.

**SECTION 4.** That the City Manager is hereby authorized to establish appropriations in an in the Dallas High Speed Rail Fund, Fund 0434, Department TRN, Unit 3647, Object 3070, subject to receipt of funds in accordance with the terms and conditions of the Supplemental Agreement No. 1 (The actual amount received will be the cost provided by the USACE for the design of the Lamar Levee Floodwall Extension).

**SECTION 5.** That the Chief Financial Officer is hereby authorized to disburse the funds provided by Texas Central in an amount not to exceed the cost provided by the USACE for the Lamar Levee Floodwall design as those costs may be amended, to the USACE (352290), in accordance with the terms and conditions of Supplemental Agreement No. 1 from the High Speed Rail Fund, Fund 0434, Department TRN, Unit 3647, Object 3070, Activity HSR1, Encumbrance/Contract No. DWU-2019-00011141.

**SECTION 6.** That this resolution shall take effect immediately from and after its passage in accordance with the provisions of the Charter of the City of Dallas, and it is accordingly so resolved.