

# **EXHIBIT A**

## **Farmers Market TIF District**

### **FY 2018-2019 Annual Report**

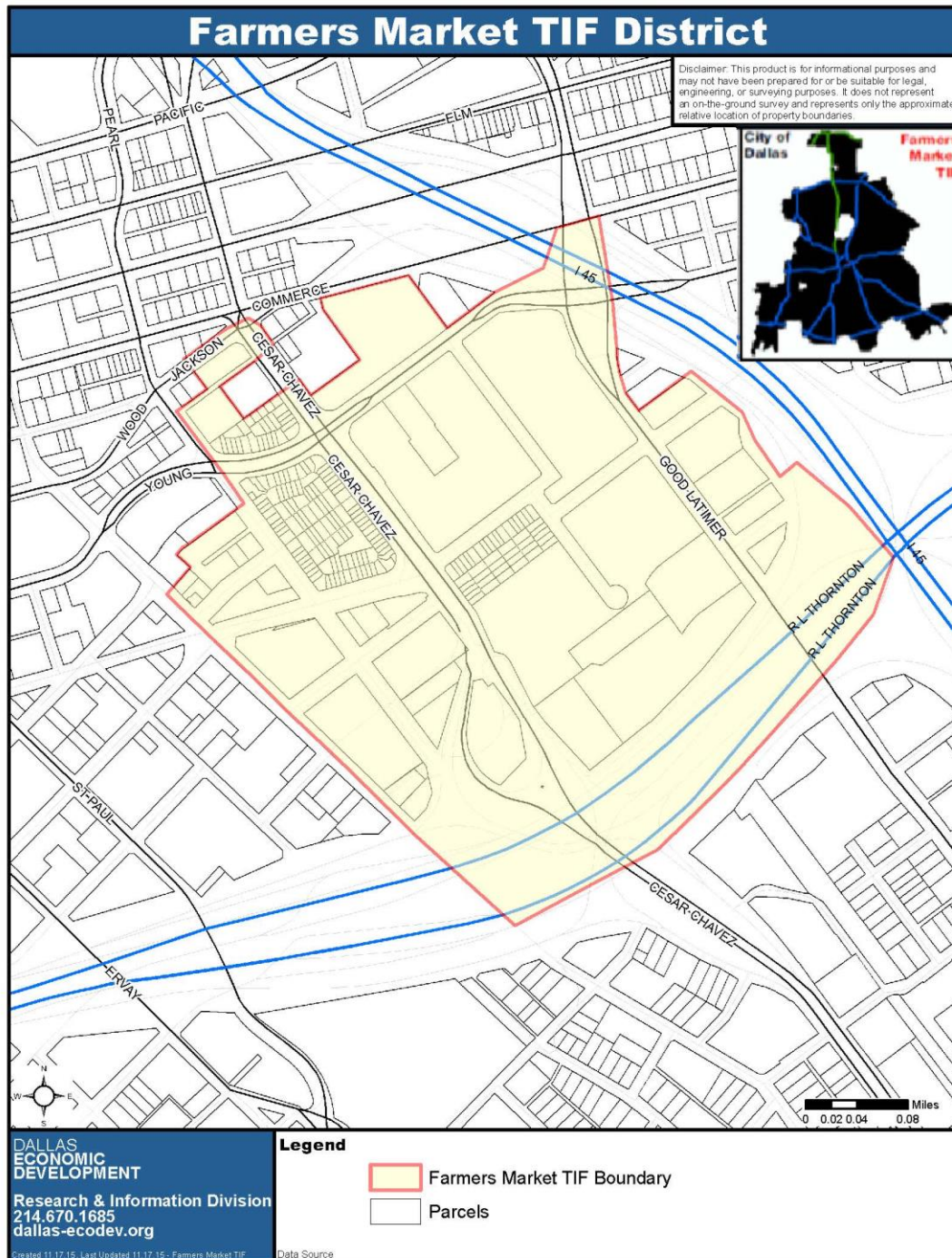


**City of Dallas**

Office of Economic Development  
1500 Marilla Street, 5CS  
Dallas, Texas 75201  
(214) 670-1685  
[www.dallasecdev.org](http://www.dallasecdev.org)

**October 1, 2018 to September 30, 2019**

## Reinvestment Zone Number Six Farmers Market Tax Increment Financing District



## Table of Contents

Mission Statement.....	4
Farmers Market TIF District Accomplishments.....	4
Farmers Market TIF District Projects.....	10
Mixed-Income Housing Summary .....	12
Value and Increment Revenue Summary.....	14
Development Goals and Objectives .....	14
Year-End Summary of Meetings .....	16
Pending TIF Items.....	16
Budget and Spending Status.....	16
District Set-Aside.....	17
FY 2020 Work Program.....	18
Appendix A: Financials.....	19
Appendix B: Project Payback Projections .....	23



## Mission Statement

The mission of the Farmers Market Tax Increment Financing District is to provide a source of funding for public infrastructure improvements to promote the redevelopment, stabilization and growth of the Farmers Market TIF District area. An accompanying goal is the stabilization and growth of the value of the area's tax base and support of the Dallas Farmers Market.

The Dallas City Council established the Farmers Market TIF District by Ordinance Number 23521 on May 27, 1998. The Farmers Market TIF District took effect on October 1, 1998.

In 2013, the Project and Reinvestment Zone Financing Plan was amended to increase the geographic area of the Farmers Market TIF District to include properties located south and east of the existing boundary and extend the term of the District to December 31, 2028 and other related changes as approved by Ordinance 28951. In 2015, the Project and Reinvestment Zone Financing Plan was further amended to increase the geographic area of the Farmers Market TIF District to include properties located on the east side of Harwood Street, south of Canton Street and to adjust the TIF Budget to reflect an increase in TIF collections. As per the amendments, the City of Dallas and Dallas County are the two participating jurisdictions; the City's participation is 90%, and the County's participation is 40%.

## Farmers Market TIF District Accomplishments

The Farmers Market TIF District was initially created to facilitate the redevelopment of vacant and underutilized land adjacent to the Dallas Farmers Market. The District was amended to promote redevelopment of the Dallas Farmers Market. With more new residential development under construction and planned, the area is maturing as a major contributor to the revitalization and growth of the downtown area.



Phase 1A of The Park at Farmers Market features 620 apartment units and a clubhouse. Public improvements in Phase 1A include the extension of Marilla Street into the project, construction of Farmers Market Way, streetscape improvements and street lighting. Construction of Phase 1B, with 284 apartment units, is completed on the site immediately south of Phase 1A.

Phase II, a 17-unit townhouse development at the northeast corner of Canton Street and South Cesar Chavez Boulevard, were completed during the summer of 2000. Public improvements for Phase II include streetscape improvements, street lighting, wastewater and water improvements.



Camden Phase 1A apartments



Camden Phase II - 17 Town Homes

The Farmers Market/Deep Ellum Connector Walkway provides connectivity from the District to the Deep Ellum entertainment district and was completed in 2002. Improvements such as lighting and benches in conjunction with the Bark Park Central project were completed and banners were installed in 2004. Recently, Deep Ellum Foundation with the support of Farmers Market TIF funds added lighting to the Art Park and commissioned new art work.



Farmers Market/ Deep Ellum  
Connector Walkway



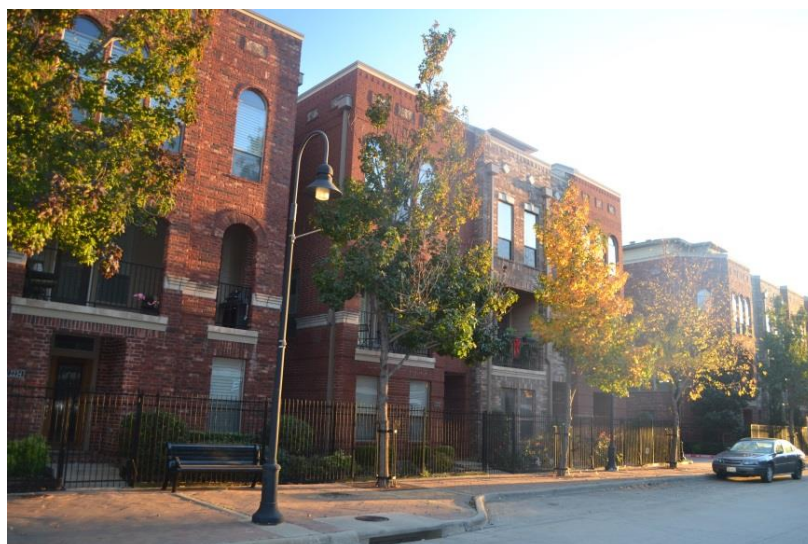
Lighting and open space  
improvements

The Harlan Building was completed in 2005. The renovation of the structure provides 10,000 square feet of retail/commercial space and 5 residential units. The public improvements associated with the project included water and wastewater improvements, paving, streetscape, demolition, environmental remediation and façade improvements.



The Harlan Building

Perry Homes has constructed forty-four, three story townhomes - the Farmers Market Way Townhomes (Cityview at Farmers Market Townhomes) at the corner of Farmers Market Way and Cesar Chavez Boulevard.



Perry Homes – Cityview at Farmers Market



An additional 28 townhomes were built in 2010 and 2011 along Young Street at Cesar Chavez.



Texas InTownHomes, LLC has constructed 108 single-family townhomes called Farmers Market Square, at the southeast corner of Canton Street and Pearl Street. The total private cost of the Farmers Market Square Project was approximately \$47.7 million (current DCAD value is \$62.3M). The cost of related TIF eligible public improvements was \$3,000,000. These improvements included paving, streetscape and pedestrian lighting improvements on Cesar Chavez Boulevard, Canton Street, Marilla Street and Pearl Street. The project construction started in December 2011 and was completed in 2017. All but the model unit (currently not for sale) has been sold.

Eat the Yard is a veteran-owned urban farming business to grow a diverse selection of produce and herbs using environmentally friendly methods. The proposed project will be located at the southeast corner of Taylor Street and Good Latimer Street, two blocks from the Dallas Farmers Market. On May 25, 2016 City Council authorized a ten-year lease agreement, with two five-year renewal options with Farmers Assisting Returning Military, a Texas 501(c)(3) non-profit corporation, to be used as an urban farm.



The Farmers Market Redevelopment Plan is underway to revitalize the Dallas Farmers Market in to a vibrant urban neighborhood and includes multiple components:

- Shed 1 is renovated and now operating as a marketplace for local farmers, farm merchants and vendors to sell produce and other farm-related products. It has capacity for 119 stalls.
- Shed 2 has been renovated and contains 24,148 square feet of retail space. It is active with restaurants, specialty food vendors and other retail vendors. The free-standing restaurant building to the north of the Shed was constructed as part of the Shed 2 development.
- North Texas Food Bank purchased the Farmers Market Administration Building in 2014 and relocated its administration office to that site in 2015.
- Harvest Lofts Mixed Use Project (Sheds 3 and 4) is complete and contains 240 residential units, 16,000 square feet of retail space and 300 public parking spaces, purchased by the City of Dallas during the 2017-2018 fiscal year.
- 2101 and 2111 Taylor Street project is complete and includes 60 residential units and 25,000 square feet of commercial space.
- Construction of the futsal fields, on land east of southbound Cesar Chavez Boulevard, and community garden, is complete.



Mudhen Restaurant



Street view between Taylor Building and  
Farmers Market Shed 2 Harvest Lofts  
(Shed 3 and 4) in distance



Taylor Street



Total private development in the Farmers Market TIF District completed to-date is approximately \$425.6 million, and an additional estimated \$20 million investment is under construction in the area.



Banners/Streetscape



Ruibal's at Farmers Market

<b>Farmers Market TIF District Projects<sup>1</sup></b>						
<b>Projects Within TIF District Utilizing TIF Funding</b>						
<b>Project</b>	<b>Location</b>	<b>Year Complete</b>	<b>Status</b>	<b>Units/ SF<sup>2</sup></b>	<b>Approx. Value<sup>3</sup></b>	<b>TIF Investment<sup>4</sup></b>
The Park at Farmers Market Phase 1A Apts.	2210 & 2410 Canton St.	2001	Complete	620 apartments	\$95,263,000	\$3,456,274
Townhomes Project, Phase IIA	2205 Canton St.	2001	Complete	17 Townhomes	\$5,471,210	\$162,225
Farmers Market/Deep Ellum Connector Walkway		2002	Complete	N/A	N/A	\$697,970 <sup>5</sup>
Bark Park Central improvements in Farmers Market/Deep Ellum Connector		2004	Complete	N/A	N/A	N/A
Harlan Building Redevelopment Project	2018 Cadiz St.	2005	Complete	5 units 10,000 SF commercial	\$1,371,250	\$649,900
Farmers Market Project Phase IB- Apartments	625 S Good Latimer Expwy	2005	Complete	284 apartments	\$43,637,000	\$742,031
Farmers Market Redevelopment Phase I		2015	Complete	Design work for the Farmers Market Redevelopment	N/A	\$1,664,832
Farmers Market Square (InTown)		2017	Complete	108 Townhomes	\$62,327,070	\$3,000,000
Farmers Market Redevelopment Phase II <sup>7</sup> :		2019	Complete	Shed 1 Project (119 stalls/ 20,000 sf), Shed 2 (24,148 sf retail + 6,310 sf restaurant) Shed 3 and 4 (Harvest Lofts) (240 apts, 16,000 sf retail, parking for project and public); Taylor Street (60 apts, 25,000 sf commercial and Futsal Projects	\$62,887,820	\$19,668,027

<b>Total of projects within TIF District using TIF funding</b> <b>1,204 apartment units completed</b> <b>130 townhomes completed</b> <b>101,458 square feet commercial use completed</b>					<b>\$270,957,350</b>	<b>\$30,041,259</b>
<b>Projects Within TIF District Not Utilizing TIF Funding<sup>5</sup></b>						
Farmers Market Way Townhomes	1000 S. Cesar Chavez Blvd.	2007	Complete	44 Townhomes	\$22,014,330	\$0
2100 Downtown Townhomes <sup>6</sup>	2140 Young St. (various)	2010/2011	Complete	28 Townhomes	\$14,161,240	\$0
Alta Farmers Market	1110 S Cesar Chavez Blvd	2015	Complete	313 Units	\$56,665,000	\$0
Alliance Residential	835 S. Good Latimer	2016	Complete	340 Units	\$57,500,000	\$0
Life Storage	717 S. Good Latimer	2016	Complete	Self-Storage Facility	\$4,280,000	\$0
Townhomes Project	2205 Canton	2020	Under Construction	40 Townhomes	\$20,000,000	\$0
<b>Total of projects within TIF District NOT using TIF funding</b> <b>653 apartment units completed</b> <b>72 townhomes completed</b> <b>40 townhomes under construction</b>					<b>\$154,620,570</b> <b>Completed</b> <b>\$20,000,000</b> <b>Under construction</b>	<b>\$0</b>
<b>Total</b> <b>1,857 apartment units completed</b> <b>202 townhomes completed</b> <b>101,458 square feet commercial use completed</b> <b>40 townhomes under construction</b>					<b>\$425,577,920</b> <b>Completed</b> <b>+</b> <b>\$20,000,000</b> <b>Under Construction</b> <b>= \$445,557,920</b>	<b>\$30,041,259</b>
<sup>1</sup> All information updated as of September 30, 2019. <sup>2</sup> Based upon either the TIF application or required minimum stated in the development agreement. May be updated for completed projects based on actual unit mix and square footage.						



<sup>3</sup> Based upon 1) market value of comparable projects for anticipated projects, 2) private investment stated in the development agreement for projects that are approved or under construction, or 3) City GIS & DCAD market value for completed projects (unless project has not yet been assessed). Values may not be fully captured by the TIF District for redevelopment projects once pre-existing value and/or the demolition of structures is netted out.

<sup>4</sup> Principal amounts not to be exceeded per the development agreement.

<sup>5</sup> TIF Investment for Farmers Market/Deep Ellum connector includes the TIF investment for the Bark Park Central improvements, Lighting near Art Park and Open space improvements (\$25,000) and Pearl Street conceptual design work (\$25,000).

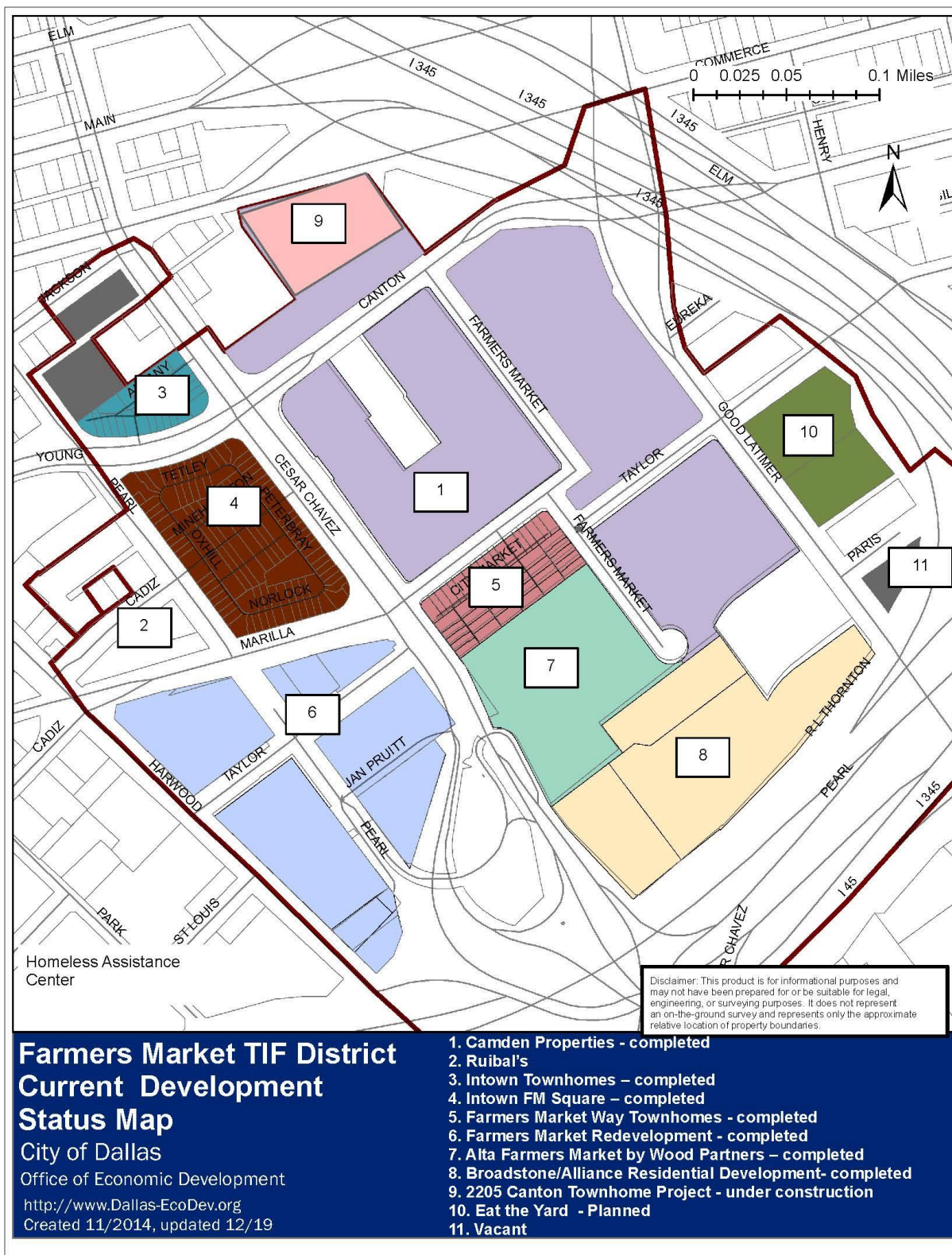
<sup>6</sup> Development Agreement with 2100 Downtown Condominium LLC was rescinded.

<sup>7</sup> Per the TIF program mixed-income housing requirement, the project is providing at least 20% of units as affordable

## Mixed-Income Housing Summary

Successful development efforts support a variety of housing options. Accordingly, twenty percent (20%) of all housing units in projects using direct site-specific TIF funding assistance are subject to the City's and County's established criteria for mixed income housing. The District was created prior to establishment of the Mixed-Income Housing Guidelines for TIF Districts. When the TIF Plan was amended in 2013, provisions for affordable housing were added. In this District, a total of 1,334 units have been built to date using TIF funds and 60 units have been set-aside as affordable (20% of units funded since Mixed-Income Housing Guidelines were adopted for the Farmers Market TIF District).

Farmers Market TIF District Housing Counts	# of Units
Completed TIF residential units	1,334
Non-TIF funded residential units	725
Total completed units within TIF boundary	2,059
Affordable units	60
Note that the Farmers Market TIF District Mixed-Income Housing Guidelines were adopted in 2013; only Harvest Lofts and Taylor Lofts have been constructed since implementation of the Guidelines.	



## Value and Increment Revenue Summary

The Farmers Market TIF District's assessed 2019 tax value was \$438,051,692, an increase of \$402,337,601 over the amended base year (note that County base and County taxable value may vary). This property value change represents 1127% increase from the adjusted base value. The 2019 tax value increased \$33,020,748 (8%) over the 2018 tax value. The total revenue collected in 2020 from 2019 values is expected to be \$3,123,403.

## Development Goals and Objectives

On August 25, 1999, the City Council passed Ordinance Number 24001 as amended, which approved the Farmers Market Tax Increment Financing District Project Plan and Reinvestment Zone Financing Plan. Among the goals of the Plan are:

- Goal 1: Create additional taxable value attributable to new private investment in projects in the Farmers Market TIF District totaling approximately \$114,000,000 over the term of the District.

*Total private development in the Farmers Market TIF District completed so far is approximately \$425.6 million and an additional \$20 million investment is under construction or planned in the area (391% of goal).*

- Goal 2: Create urban neighborhood in southeast quadrant of downtown that capitalizes on proximity to the Dallas Farmers Market and supports concepts developed in the Downtown 360 Plan.

*City of Dallas initiated an effort to promote the redevelopment of the Dallas Farmers Market and this effort to convert the southeast quadrant of downtown into a vibrant urban neighborhood is well underway.*

- Goal 3 – Facilitate redevelopment of the current Dallas Farmers Market area to adapt to changing market conditions and anchor the neighborhood.

*Dallas Farmers Market Shed 1 has been renovated as part of the Farmers Market Redevelopment Project to include improvements to meet the existing market conditions. A diversified tenant mix in Shed 1 and the addition of Shed 2 restaurants and retail support the changing neighborhood.*

- Goal 4 – Improve pedestrian, transit, bicycle and vehicular connections from the Farmers Market TIF District to the Downtown Core, Government District, Deep Ellum Entertainment District and Dallas Heritage Village/Cedars neighborhood.

*Beginning in 2016, the D-Link downtown shuttle service began proving circulation to and from Farmers Market. D-Link stopped service during fiscal year 2018-2019, after a four-month extension approved on January 9, 2019. Staff and the Board will continue to seek ways to improve pedestrian, transit, bicycle and vehicular connections from the District to various destinations. The update to the Downtown 360 Plan focuses on such connections.*



- Goal 5 – Generate approximately \$19.2 million in total TIF collections through the end of the term of the TIF District in 2028 (final collection in 2029).  
*This initial goal was set in net present value (NPV). Collections to date equal \$9.63 million NPV. Since the inception of the Farmers Market TIF District in 1998, the tax value has increased by 1481% (2019 increment, 2020 disbursements).*
- Goal 6 – Diversify retail and commercial uses in the Farmers Market TIF District. 101,458 square feet of retail and commercial space has been constructed in the Farmers Market TIF District boundary, including the Harlan Building (10,000 sf), Shed 1 (20,000 sf that accommodates 119 farm-related produce and product stalls), Shed 2 (24,148 sf), the free-standing restaurant building north of Shed 2 (6,310 sf), Harvest Lofts retail space (16,000 sf) and Taylor Lofts retail space (25,000 sf).
- Goal 7 – Encourage the development of housing in the Farmers Market TIF District that is available to households with diverse income levels.  
*The Farmers Market TIF adopted the Mixed-Income Housing Guidelines to promote housing for diverse income levels for development receiving TIF funding initiated after 2013. Projects approved for TIF funding after 2013 are required to set-aside 20% of residential units as affordable housing units.*
- Goal 8 – Develop 1,700 housing units within the Farmers Market TIF District; and 100,000 square feet of commercial, restaurant and farmers market space.  
*Since the creation of the Farmers Market TIF District, 2,059 residential units (121% of goal) (1,857 apartments, 202 townhomes) and 101,458 square feet of commercial space (101% of goal) has been completed. Currently, an additional 40 residential units are under construction.*
- Goal 9 – Encourage the redevelopment of the current Dallas Farmers Market area including the sale of some City-owned property in the area and some streets reconfigured to create a more usable site.  
*Portion of the development are complete while other phases are currently under construction with a mix of residential, retail/restaurant and recreational space. The City purchased the 300 public parking spaces in FY 2016-2017.*



Shed 1 – helping to  
meet several  
Farmers Market  
TIF District Goals

## **Year-End Summary of Meetings**

During the period of October 1, 2018 through September 30, 2019, the Farmers Market TIF Board met one time, on December 10, 2018.

The FY 2018-2019 Board members were:

George (Rob) J. Robinson - City Representative (1 of 1 meetings)  
Jake McCall – City Representative (1 of 1 meetings)  
Melissa Prycer – City Representative (1 of 1 meetings)  
Mark Ruibal - City Representative (0 of 1 meetings)  
Matthew Vermillion - City Representative (1 of 1 meetings)  
Veronica Simmons - City Representative (0 of 1 meetings)  
Ivy Sweeney – City Representative (1 of 1 meetings)  
Rick Loessberg – Dallas County Representative (0 of 1 meetings).

During the fiscal year, the City Council approved one item directly associated with the Farmers Market TIF District:

On February 27, 2019, City Council approved Resolution No. 19-0364, accepting the FY 2017-2018 Annual Report on the status of Tax Increment Financing Reinvestment Zone Number Six, (Farmers Market TIF District), submitted by the Farmers Market TIF District's Board of Directors, and authorizing the City Manager to submit the annual report to the Chief Executive Officer of each taxing jurisdiction that levies taxes on real property in the District, and to the State Comptroller, as required by state law.

## **Pending TIF Items**

- FY 2018-2019 Annual Report, Farmers Market TIF District.

## **Budget and Spending Status**

Each TIF District establishes a budget for the public improvement expenditures necessary to support private investment in the District in the Project Plan and Reinvestment Zone Financing Plan. The Farmers Market TIF District budget and spending to date is shown in the following tables:

Farmers Market TIF District Project Plan Budget	
Category	TIF Budget (in NPV)
Phase IA	\$4,162,445
Deep Ellum Connector	\$197,138
Phase IB	\$336,434
Phase II	\$1,666,033
Harlan Building Redevelopment	\$162,475
Farmers Market Area Improvements	\$11,948,989
Administrative	\$765,000
<b>Total</b>	<b>\$19,238,514</b>

Farmers Market TIF District Projected Increment Revenues to Retire TIF Fund Obligations			
Category	TIF Budget <sup>1</sup>	Allocated <sup>2</sup>	Balance
Phase IA <sup>3</sup>	\$12,460,450	\$8,125,410	\$4,335,040
Deep Ellum Connector <sup>4</sup>	\$672,970	\$672,970	\$0
Phase IB	\$742,031	\$742,031	\$0
Phase II <sup>5</sup>	\$4,987,338	\$3,252,225	\$1,735,113
Harlan Building	\$701,142	\$701,142	\$0
Farmers Market Area Improvements	\$35,769,790	\$19,668,027	\$16,101,763
TIF Administration <sup>6</sup>	\$2,257,561	\$858,219	\$1,399,342
<b>Total</b>	<b>\$57,591,283</b>	<b>\$34,020,024</b>	<b>\$23,571,259</b>
<sup>1</sup> Budget shown above in current dollars; Budget items that have been completely expended have not been escalated to current dollars. Catalyst Infrastructure Projects may be partially paid from Phase IA and Phase II <sup>2</sup> Allocated includes money expended and committed for existing and future projects. <sup>3</sup> Phase 1A and Phase II includes \$7,654,743, funds advanced by the City. <sup>4</sup> Deep Ellum Connector includes – Lighting near Art Park and Open Space Improvements (AA)- \$25,000 & Pearl Street conceptual design – 25,000. <sup>5</sup> Phase II includes Farmers Market Square and Phase IIA <sup>6</sup> TIF administration fee includes funds expended or committed through FY 2018; Actual FY 2018-2019 (in process) administration costs will be reflected in the FY 2019-2020 financial statements. NPV value of \$19,238,514			

## District Set-Aside

The Farmers Market TIF District has one set-aside, District-Wide Improvements. These funds are intended for improvements that are not specific to a single development site such as gateways, trails, open space, public facilities, or utility/streetscape improvements benefiting multiple properties or blocks. There is \$1,119,234 available to-date in the District-Wide Improvement Set-Aside.



<b>Farmers Market M/WBE Participation</b>				
<b>Project</b>	<b>Contractor</b>	<b>Total Contract</b>	<b>Contract Awarded</b>	<b>% Minority Participation</b>
Marilla St. & Farmers Market Way Infrastructure	Tiseo Paving	\$15,466,589	\$1,791,031	11.58%
Marilla St. & Farmers Market Way Streetscape	Gibson & Assoc., Inc.	\$21,761,854	\$1,863,606	8.56%
Marilla St. & Farmers Market Way Streetscape – contract increase	Gibson & Assoc., Inc.	\$1,272,337	\$120,872	9.50%
Good Latimer Expwy Streetscape	Gibson & Assoc., Inc	\$1,834,207	\$425,536	23.20%
Canton St. & S. Cesar Chavez Blvd Infrastructure	New Star Grading & Paving	\$295,908	\$197,045	66.59%
Farmers Market Townhomes Phase IIA Water & Waste Water	Saber Development Corporation	\$4,477,258	\$138,795	3.10%
Camden Farmers Market Ph. 1B, parcel 1 Streetscaping, Water & Waste Water	Gibson & Assoc., Inc.	\$2,384,950	\$617,702	25.90%
Harlan Building Redevelopment	Nedderman & Assoc.	\$3,693,182	\$650,000	17.60%
Farmers Market Square	Fenway Development	\$3,103,062	\$1,402,584	45.20%
Farmers Market Redevelopment – Shed 2	Benge GC	\$1,784,987	\$311,807	17.47%
Farmers Market Harvest Lofts – Shed 3&4	Andres Construction	\$31,002,873	\$5,073,714	16.37%
<b>Total</b>		<b>\$87,077,207</b>	<b>\$12,592,692</b>	<b>14.46%</b>

Includes only completed construction projects.

## FY 2020 Work Program

- Monitor and assist completion of the Farmers Market Redevelopment Project.
- Support the development of Liberty State Bank Preservation Phase II development.
- Continue facilitating partnership with Farmers Market and other organizations in strengthening the Farmers Market TIF District.
- Support connectivity initiatives to assist in tying Farmers Market with other downtown neighborhoods.

## Appendix A: Financials

**City of Dallas, Texas**

**Farmers Market Tax Increment Financing District Fund**

**Balance Sheet as of September 30, 2019 (Unaudited)**

**With Comparative Totals for September 30, 2018, 2017, 2016, and 2015 (Audited)**

	2019	2018	2017	2016	2015
<b>Assets:</b>					
Pooled cash and cash equivalents	\$1,361,583	\$1,316,980	\$952,813.37	\$2,009,332	\$2,508,902
Interest receivable	\$1,480	\$3,049	\$2,435.00	\$2,754	\$3,064
<b>Total assets</b>	<b>\$1,363,063</b>	<b>\$1,320,029</b>	<b>\$955,248</b>	<b>\$2,012,086</b>	<b>\$2,511,967</b>
<b>Liabilities and Fund Balance (Deficit):</b>					
<b>Liabilities:</b>					
Accounts & contracts payable	\$0	\$0	\$0	\$0	\$1,314,000
Advances from developers	\$2,496	\$2,496	\$2,496	\$2,496	\$2,496
Advances from City	\$4,491,169	\$4,491,169	\$4,491,169	\$4,491,169	\$4,491,169
Due to general fund	\$40,524	\$0	\$16,786	\$16,786	\$16,786
Accrued liability	\$22,759	\$22,759	\$32,729	\$32,729	\$32,243
<b>Total liabilities</b>	<b>\$4,556,949</b>	<b>\$4,516,425</b>	<b>\$4,543,180</b>	<b>\$4,543,180</b>	<b>\$5,856,694</b>
<b>Fund Balance (Deficit):</b>					
Fund Balance (Deficit)	(\$3,193,886)	(\$3,196,395)	(\$3,587,932)	(\$2,531,094)	(\$3,344,727)
<b>Total Liabilities and Fund Equity</b>	<b>\$1,363,063</b>	<b>\$1,320,030</b>	<b>\$955,249</b>	<b>\$2,012,086</b>	<b>\$2,511,967</b>

**Farmers Market Tax Increment Financing District Fund**

**Statement of Revenues, Expenditures and Changes in Fund Balance (Deficit)**

**For the Period September 30, 2019 (Unaudited)**

**With Comparative Totals for September 30, 2018, 2017, 2016, and 2015 (Audited)**

	ITD	2019	2018	2017	2016	2015
<b>Revenues:</b>						
Tax increment-Governmental	\$16,272,101	\$3,123,723	\$2,493,005	\$1,896,170	\$1,251,470	\$991,485
Interest income	\$626,218	\$28,113	\$19,628	\$15,854	\$12,325	\$11,932
Other revenue-developer reimbursement savings	\$217,974	\$0	\$0	\$0	\$0	\$0
Proceeds from sale of land	\$433,711	\$0	\$0	\$0	\$0	\$0
Net increase in fair value of investments	(\$9,575)	\$7,856	(\$3,667)	(\$4,620)	(\$2,398)	\$5,778
<b>Total revenues</b>	<b>\$17,540,429</b>	<b>\$3,159,692</b>	<b>\$2,508,966</b>	<b>\$1,907,404</b>	<b>\$1,261,397</b>	<b>\$1,009,194</b>
<b>Expenditures:</b>						
Administrative expenses	\$858,219	\$43,906	\$0	\$57,974	\$39,037	\$75,836
Non-Capital outlay	\$3,772,841	\$3,113,277	\$344	\$0	\$48,176	\$139,020
Capital outlay	\$15,574,686	\$0	\$2,117,085	\$2,906,267	\$360,551	\$1,664,652
Debt service payment-Principal	\$432,967	\$0	\$0	\$0	\$0	\$0
Interest and fiscal charges	\$1,058,458	\$0	\$0	\$0	\$0	\$0
<b>Total expenditures</b>	<b>\$21,697,172</b>	<b>\$3,157,182</b>	<b>\$2,117,429</b>	<b>\$2,964,241</b>	<b>\$447,764</b>	<b>\$1,879,508</b>
<b>Excess (Deficiency) of Revenues over Expenditures</b>	<b>(\$4,156,742)</b>	<b>\$2,509</b>	<b>\$391,537</b>	<b>(\$1,056,837)</b>	<b>\$813,633</b>	<b>(\$870,314)</b>
<b>Fund balance (Deficit) at beginning of year as previously reported</b>	<b>\$0</b>	<b>(\$3,196,395)</b>	<b>(\$3,587,932)</b>	<b>(\$2,531,094)</b>	<b>(\$3,344,727)</b>	<b>(\$2,474,414)</b>
<b>Prior period restatement</b>	<b>\$962,857</b>	<b>\$0</b>	<b>\$0</b>	<b>\$0</b>	<b>\$0</b>	<b>\$0</b>
<b>Fund balance (Deficit) at beginning of year, as restated</b>	<b>\$962,857</b>	<b>(\$3,196,395)</b>	<b>(\$3,587,932)</b>	<b>(\$2,531,094)</b>	<b>(\$3,344,727)</b>	<b>(\$2,474,414)</b>
<b>Fund balance (deficit) at end of year</b>	<b>(\$3,193,886)</b>	<b>(\$3,193,886)</b>	<b>(\$3,196,395)</b>	<b>(\$3,587,932)</b>	<b>(\$2,531,094)</b>	<b>(\$3,344,727)</b>

**Note: Fiscal year 2017-18 unaudited financial statements are based on preliminary close numbers and are subject to review by the City Controller's Office prior to approval by the City Council. In case of any material changes, TIF board will be provided with the updated financial statements.**

**Farmers Market Tax Increment Financing District  
Reinvestment Zone Number Six, City of Dallas, Texas  
As of September 30, 2019**

Chapter 311.016 of V.C.T.A. requires the following information as part of the annual report on the status of the TIF District. Information is contained in detail on the attached financial statements.

**1. Amount and source of revenue in the tax increment fund established for the zone:**

\$35,969	Interest Income
\$0	Other revenue-developer reimbursement savings
\$0	Proceeds from sale of land
\$3,123,723	Ad Valorem Taxes (Collected in FY'2018-19 based on 2018 Final Tax Roll)
<b>\$3,159,692</b>	<b>Total Revenue</b>

**2. Amount and purpose of expenditures from the fund:**

\$43,906	Administrative Expense - For fiscal year 2018.*
\$3,113,277	Non-Capital outlay Farmers Market Shed 3 & 4 TIF subsidy
\$0	Capital outlay (1)
\$0	Additional Subsidy in Form of Grant (in lieu of interest expense)
<b>\$3,157,182</b>	<b>Total Expenditures</b>

\* TIF Admin cost is \$40,524 and PNW cost is \$3,382 for a combined total admin cost of \$43,906

\*Actual FY 2018-2019 (in Process) administration costs will be reflected in the FY 2019-2020 Financial Statements.

(1) These expenditures were for the following projects:

	<u>Capital</u>	<u>Non-Capital</u>	<u>Total</u>
Farmers Market Harvest Lofts (Shed 3 & 4) Mixed Use Redev Project - Ph II	\$0	\$3,113,277	\$3,113,277
			\$0
Total	\$0	\$3,113,277	\$3,113,277

**3. a. Amount of Principal and Interest due-on outstanding bonded indebtedness is as follows:**

Farmers Market TIF District has incurred no bonded indebtedness as of September 30, 2019.

**b. The Zone has the following contingent obligations reimbursable from available TIF funds as of September 30, 2019 :**

<u>Source of Funds</u>	<u>Project</u>	<u>Principal</u>	<u>Accrued Add'l Subsidy (1)</u>	<u>Total Due</u>	<u>Payments To Date</u>	<u>Net Balance Due</u>
City of Dallas	Catalyst Infrastructure projects	\$4,491,169	\$6,385,758	\$10,876,927	\$0	\$10,876,927
Camden Realty Trust	Townhomes Phase IIA	\$162,225	\$154,768	\$316,993	\$316,993	\$0
Camden Realty Trust	Townhomes Phase IB	\$742,031	\$244,610	\$986,641	\$986,641	\$0
Cadiz Street Properties	Harlan Building redevelopment	\$649,900	\$51,242	\$701,142	\$701,142	\$0
	Total	<b>\$6,045,325</b>	<b>\$6,836,378</b>	<b>\$12,881,703</b>	<b>\$2,004,776</b>	<b>\$10,876,927</b>

Note: The above developer payments (Camden Realty Trust) have been made. However, the TIF received an advance from the City of Dallas for catalyst infrastructure projects from the 1985 bond funds. Those funds, plus interest, will be paid once developer obligations have been paid.

c. The Zone has entered into a development agreement for each of the following projects and their status is as follows as of September 30, 2019:

Developer	Project Name	Principal	Maximum	Less Payments		Total P & I	Net Bal.
		TIF Award	TIF Award	Principal	Accrued Add'l Subsidy (1)	Payments	Remaining
FM Futsal, Ltd.	Farmers Market Area Redev-Futsal	\$589,888	\$589,888	\$0	\$0	\$0	\$589,888
Taylor Street 2111, LP	Farmers Market Area Redev-2101 & 2111 Taylor St.	\$3,553,480	\$3,553,480	\$0	\$0	\$0	\$3,553,480
Texas IntownHomes LLC	IntownHomes	\$3,000,000	\$3,000,000	\$3,000,000	\$0	\$3,000,000	\$0
DFM Developer, Ltd.	Farmers Market Area Redev-Phase I	\$1,664,832	\$1,664,832	\$1,664,832	\$0	\$1,664,832	\$0
DFM 1, LLC.	Farmers Market Area Redev-Shed 1	\$300,000	\$300,000	\$300,000	\$0	\$300,000	\$0
DFM2, LLC.	Farmers Market Area Redev-Shed 2	\$355,477	\$355,477	\$355,477	\$0	\$355,477	\$0
DFM Developer, Ltd.	Farmers Market Area Redev-Sheds 3 & 4 *	\$13,204,350	\$13,204,350	\$7,781,152	\$0	\$7,781,152	\$5,423,198
Total		<b>\$22,668,027</b>	<b>\$22,668,027</b>	<b>\$13,101,461</b>	<b>\$0</b>	<b>\$13,101,461</b>	<b>\$9,566,566</b>

\* Reimbursements began in fiscal year 2015 and will continue each year after project completion and upon availability of TIF funds. Principal payments of \$4,667,875 relates to purchase of the public parking garage.

(1) Additional Subsidy in Form of Grant (in lieu of interest expense)

4 Tax increment base and current captured appraised value retained by the zone:

Taxing Jurisdiction	Taxable Value 2019	Base Year 1996 Value	Est. Captured Value 2019*
City of Dallas	\$438,051,692	\$35,714,091	\$402,337,601
Dallas County	\$438,459,962	\$118,319,554	\$320,140,408

\* Based on Certified Taxable Values. Final values will be determined on February 01, 2020.

5 Captured appraised value by the municipality and other taxing units, the total amount of the tax increment received, and any additional information necessary to demonstrate compliance with the tax increment financing plan adopted by the governing body of the municipality:

A. Estimated tax increment shared by the municipality and other participating taxing jurisdictions:

Taxing Jurisdiction	Assessment	Amount of
	Per \$100	Estimated 2019 Increment
City of Dallas	\$0.69894	\$2,812,098.43
Dallas County	\$0.09724	\$311,304.53
Total for all Jurisdictions	<b>\$1.51348</b>	<b>\$3,123,403</b>

B. The total amount of estimated tax increment to be billed for the 2019 tax year is \$3,123,403. For the 2018 tax year, increment in the amount of \$3,123,723 was received.



City of Dallas, Texas  
Farmers Market Tax Increment Financing District  
Notes to Financial Statements for the Year Ended September 30, 2019  
(Unaudited)

1. The measurement focus used for the TIF Zone fund is a flow of financial resources. The financial statements are prepared using the modified accrual basis of accounting. Under the modified accrual basis of accounting, tax increment revenues and interest are recognized as revenue when they become both "measurable" and "available" to finance expenditures of the current period. Expenditures are recognized when the liability is incurred.
2. State statute requires that each taxing jurisdiction remit its ad valorem taxes to the Zone by May 1 of each year (remittance to occur no more than 90 days after taxes for the jurisdiction become delinquent).
3. The Zone's cash balances are invested in the City's investment pool and include amounts in demand deposits as well as short-term investments. Pooled investments and short-term non-pooled investments are treated as cash equivalents. Investment income on the pooled investments is prorated monthly based upon the average daily cash balance in each fund.
4. The Zone's Financial Plan permits expenditures not to exceed \$1,112,684 (in current \$) of the TIF to reimburse the City for administrative costs. The City began billing the Zone for administrative costs in FY'1998-99. Any future remittance for administrative expenses would come from excess cash as tax increment revenue increases as a result of increased assessed values.
5. The Zone has received advances from City of Dallas to fund improvements that have been made by the Department of Public Works and Transportation. The City used the funds from the 1985 bond program that were allocated to fund these public improvements in the TIF district. Funds advanced by the City, which bear interest from the date of advance, include the following:
  - \$1,791,030 advance as of March 11, 1999 bears interest at 5.20% compounded annually;
  - \$1,995,017 advance as of September 25, 2000 bears interest at 5.20% compounded annually;
  - \$478,886 advance as of October 01, 2001 bears interest at 5.20% compounded annually; and
  - \$226,237 advance as of September 25, 2002 bears interest at 5.20% compounded annually; and
6. "Due to general fund" amount of \$40,524 at September 30, 2019 represents the TIF administration costs for the fiscal year 2017-2018 that have been earned but will be reimbursed to the General Fund in future years based on the availability of TIF funds.
7. Actual FY 2018-2019 (in Process) administration costs will be reflected in the FY 2019-2020 Financial Statements.
8. All project costs resulting in capital improvements that are owned by the City of Dallas are capitalized.

## Appendix B – Project Payback Assumptions

	Net Available for Reimbursement	Harvest Lofts/ Public Parking	Taylor Building	Futsal	TIF Advance of Bond Funds	Total Payments	Net Available Funds
<b>2018</b>	\$2,493,005	\$2,493,005				\$2,493,005	\$0
<b>2019</b>	\$3,113,277	\$3,113,277				\$3,113,277	\$0
<b>2020</b>	\$2,927,233	\$2,927,233				\$2,927,233	\$0
<b>2021</b>	\$3,031,114	\$2,120,044	\$911,070			\$3,031,114	\$0
<b>2022</b>	\$2,872,145		\$2,642,410	\$229,735		\$2,872,145	\$0
<b>2023</b>	\$2,936,424			\$360,153	\$2,576,271	\$2,936,424	\$0
<b>2024</b>	\$3,032,831				\$3,032,831	\$3,032,831	\$0
<b>2025</b>	\$3,132,130				\$3,132,130	\$3,132,130	\$0
<b>2026</b>	\$3,234,408				\$3,234,408	\$3,234,408	\$0
<b>2027</b>	\$3,339,754					\$0	\$3,339,754
<b>2028</b>	\$3,448,261					\$0	\$3,448,261
<b>2029</b>	\$3,560,023					\$0	\$3,560,023
	<b>\$33,560,580</b>	<b>\$13,204,350</b>	<b>\$3,553,480</b>	<b>\$589,888</b>	<b>\$11,975,639</b>	<b>\$26,772,566</b>	

\* Year funds are disbursed (tax increment from previous year)

Estimated Payback Schedule is based on the following assumptions:

1. Payments through 2019 are actual; Remainder of years increment is produced as estimated
2. Projects are complete and developer obligations are met
3. District Set-Aside (5% of Annual Increment) and Administration Costs are funded prior to funding developer projects (Net Available for Reimbursement)
4. A portion of Harvest Lofts payments were made in 2017 (\$2,550,791); Total TIF funding is in the amount of \$13,704,350, minus \$500,000 withheld for lack of stoops, for a total payment of \$13,204,350
5. All approved TIF District current TIF funding obligations are due to the same developer for Phase II components of the FM Redevelopment Project
6. Payback based on assumption that no other projects receive TIF funds (distribution would be per Increment Allocation Policy)
7. Current projections show that full Plan Budget amount is not collected
8. TIF Advance of Bond Fund Payments is an estimate (interest owed)