

December 9, 2020

**WHEREAS**, on August 1, 1985, the City of Dallas ("City") entered into a thirty year lease with Texas Industries, Inc. for approximately 168,031 square feet of land and facilities at Dallas Love Field Airport ("Airport"), authorized by City Council Resolution No. 85-1033 ("1985 Lease"); and

**WHEREAS**, on May 1, 2007, the City entered into a forty-year lease with TXI Aviation I, LLC for approximately 101,552 square feet of land adjacent to the 1985 Lease property, authorized by City Council Resolution No. 07-1134 ("2007 Lease"); and

**WHEREAS**, both the 1985 Lease and the 2007 Lease were assigned to TWG Aviation, Ltd. ("TWG") with the consent of the City; and

**WHEREAS**, the City issued a Request for Competitive Sealed Proposals ("RFCSP"), which included the lease and development of two parcels of land at the Airport; and

**WHEREAS**, the City's RFCSP evaluation committee determined that TWG was the most advantageous proposer on the approximately 324,594 square foot parcel of land located at the south end of the Airport adjacent to TWG's existing leaseholds; and

**WHEREAS**, the City now desires to terminate the 1985 Lease and 2007 Lease and consolidate the two leases into a thirty-four year and five-month Consolidated Lease of Land and Facilities with TWG, including one five-year and two ten-year renewal options; and

**WHEREAS**, the City also desires to add the approximately 324,594 square foot parcel of land to the leased premises for the construction and development of new hangars, office space, and ramp areas.

**Now, Therefore,**

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

**SECTION 1.** That the termination of the 1985 Lease and the 2007 Lease is hereby approved and the City Manager is hereby authorized to execute appropriate documentation to terminate the leases with TWG, approved as to form by the City Attorney.

**SECTION 2.** That the City Manager is hereby authorized to execute a new Consolidated Lease of Land and Facilities between the City and TWG Aviation, Ltd. for approximately 619,609 square feet of land and existing facilities (the "Lease"), approved as to form by the City Attorney.

**SECTION 3.** That the Lease must contain the following terms and conditions:

December 9, 2020

**SECTION 3.** (continued)

- a. The Lease shall be for a primary term of thirty-four years and five months with one five-year and two ten-year renewal options.
- b. Rent for approximately 324,594 square feet shall be abated for the first three years of the lease term and beginning in year four of the Lease, be payable at the Airport's then prevailing rates.
- c. TWG shall expend no less than \$6,000,000.00 in the construction of a new hangar, office space, parking, and ramp area.

**SECTION 4.** That the Chief Financial Officer is hereby authorized to deposit all revenues received under the Lease to - Aviation Operating Fund, Fund 0130, Department AVI, Unit 7722, Revenue Code 7707.

**SECTION 5.** That this Lease is designated as Contract No. AVI-2020-00014783.

**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.