

January 27, 2021

WHEREAS, on April 25, 2018, City Council authorized a professional services contract with HNTB Corporation to provide design and construction documents for the Reconstruction of Runway 13R/31L Project at Dallas Love Field, in an amount not to exceed \$5,096,677.00, by Resolution No. 18-0598; and

WHEREAS, on May 23, 2018, City Council authorized an Other Transaction Agreement with the FAA to provide Limited Design and Implementation Reimbursable Agreement for analyzing the impact of FAA facilities due to Runway 13R/31L Reconstruction Project at Dallas Love Field, in an amount not to exceed \$98,677.00, by Resolution No. 18-0735; and

WHEREAS, on October 23, 2019, City Council authorized an engineering services contract with HNTB Corporation to provide design and construction administration services for the rehabilitation of Taxiway C at Dallas Love Field, in an amount not to exceed \$3,363,326.00, by Resolution No. 19-1638; and

WHEREAS, on November 25, 2019, Administrative Action No. 19-7016 authorized an Other Transaction Agreement with the FAA to provide engineering support services for the Rehabilitation of Taxiway C Phases I & II Project at Dallas Love Field, in an amount not to exceed \$43,530.35; and

WHEREAS, on March 25, 2020, City Council authorized the application for and acceptance of a series of grants from the U.S. Department of Transportation, FAA for the federal share of the eligible capital improvement projects for the Airport Improvement Program (AIP) at Dallas Love Field, in a total amount not to exceed \$75,000,000.00 for the Reconstruct of Runway Construction by Resolution No. 20-0456; and

WHEREAS, on September 9, 2020, City Council authorized the Love Field Airport Modernization Corporation to negotiate and bring to City Council for future approval a liquidity agreement and a commercial paper dealer agreement in an amount not to exceed \$150,000,000.00 by Resolution No. 20-1306; and

WHEREAS, on December 9, 2020, City Council authorized a construction services contract to provide construction services for the Reconstruction of Runway 13R/31L and Taxiway C Phase I Project at Dallas Love Field with Flatiron Constructors, Inc., lowest responsible bidder of four, in an amount not to exceed \$124,279,998.00 by Resolution No. 20-1940; and

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WHEREAS, on December 9, 2020, City Council authorized **(1)** the approval of Love Field Airport Modernization Corporation with respect to establishing a Commercial Paper Program to finance improvements at Love Field Airport; **(2)** the issuance of Love Field Airport Modernization Corporation Airport System Commercial Paper Notes, AMT Series, in an aggregate principal amount at any one time outstanding not to exceed \$150,000,000, to provide interim financing to pay Project Costs for Eligible Projects and to refund obligations issued in connection with Eligible Projects; **(3)** approving and authorizing certain authorized officers and employees to act on behalf of the Corporation in the selling and delivery of such Commercial Paper Notes, within the limitations and procedures specified herein; **(4)** making certain covenants and agreements in connection therewith; **(5)** resolving other matters incident and related to the issuance, sale, security, and delivery of such Commercial Paper Notes, including the approval and authorizing the execution of a Letter of Credit Reimbursement Agreement and a Fee Agreement with JPMorgan Chase Bank, National Association; **(6)** approving a Dealer Agreement with J.P. Morgan Securities LLC and a related Issuing and Paying Agent Agreement with U.S. Bank National Association, and an Amended and Restated Project Financing Agreement with the City; **(7)** approving the use of an Offering Memorandum in connection with the sale from time to time of such Commercial Paper Notes; and **(8)** providing an effective date in an amount not to exceed \$3,284,625 by Resolution No. 20-1875; and

WHEREAS, it is now necessary to authorize an amendment to Resolution No. 20-1940, previously approved on December 9, 2020 for the construction services contract to provide construction services for the Reconstruction of Runway 13R/31L and Taxiway C Phase I Project at Dallas Love Field with Flatiron Constructors, Inc., lowest responsible bidder of four, in an amount not to exceed \$124,279,998.00; and

Now, Therefore,

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

SECTION 1. That the City Manager is hereby authorized to amend Resolution No. 20-1940, previously approved on December 9, 2020 for the construction services contract for the Reconstruction of Runway 13R/31L and Taxiway C Phase I Project at Dallas Love Field to establish appropriations in an amount not to exceed \$95,266,257.00 in the 2021 AVI Commercial Paper Fund, as follows:

2021 AVI Commercial Paper Fund
Fund 0795, Department AVI, Unit D019, Object 4599
Activity AAIP, Program AVID019
Encumbrance/Contract No. CX-AVI-2021-00015246
Commodity 92500, Vendor VS96112

\$76,823,117.45

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SECTION 1. (continued)

2021 AVI Commercial Paper Fund
Fund 0795, Department AVI, Unit W122, Object 4599
Activity AAIP, Program AVW122
Encumbrance/Contract No. CX-AVI-2021-00015246
Commodity 92500, Vendor VS96112

\$18,443,139.55

Total amount not to exceed

\$95,266,257.00

SECTION 2. That Resolution No. 20-1940 shall otherwise remain unchanged.

SECTION 3. 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.