

April 22, 2026

**WHEREAS**, the City and the Dallas Museum of Art (DMA) are parties to the Use Agreement, relating to the operation of the Dallas Museum of Art formerly located in Fair Park and presently located at 1717 North Harwood Street (such building and the contiguous outdoor spaces controlled by the DMA, the “Art Museum”); and

**WHEREAS**, on September 12, 1984, the City Council authorized the First Amendment to the Use Agreement in connection with the relocation of the Art Museum to its present location, pursuant to which the Parties agreed that the City held and would continue to hold title to the Art Museum land and buildings by Resolution No. 84-2917; and

**WHEREAS**, on October 10, 1990, the City Council authorized the Second Amendment to the Use Agreement to provide for the development of an expansion to the Art Museum in the form of the Hamon Building, for which the DMA privately raised over \$30.2 million, by Resolution No. 90-3227; and

**WHEREAS**, on April 27, 2011, the City Council authorized the Third Amendment to the Use Agreement to extend the term of the Use Agreement and update liability and insurance requirement by Resolution No. 11-1117; and

**WHEREAS**, on January 13, 2021, the City Council authorized the Fourth Amendment to the Use Agreement to extend the term of the Use Agreement by Resolution No. 21-0135; and

**WHEREAS**, on April 26, 2023, the City Council authorized the Fifth Amendment to the Use Agreement to extend the term of the Use Agreement by Resolution No. 23-0565; and

**WHEREAS**, on March 26, 2025, the City Council authorized the Sixth Amendment to the Use Agreement to extend the term of the Use Agreement to September 30, 2027, by Resolution No. 25-0465; and

**WHEREAS**, the DMA provides cultural and educational opportunities to residents and visitors of Dallas, as well as a year-round program of exhibits and educational programming, currently with free admission to most exhibits; and

**WHEREAS**, the DMA was the cornerstone of the Dallas Arts District and the catalyst that led to the development of the Dallas Arts District, and an economic driver for cultural tourism, which now is recognized as one of the top arts and cultural districts in the United States; and

**WHEREAS**, on May 4, 2024, Dallas voters approved Proposition E, of the 2024 General Obligation Bond Program (the “2024 Bond Program”) in the amount of \$75,200,000 for funding of the planning, design, construction, renovation, repair, replacement, and or improvements to the City’s Cultural and Performing Arts Facilities, with \$20,014,619 (the “Bond Funds”) allocated by the City Council for improvements to the existing structures comprising the Art Museum; and

April 22, 2026

**WHEREAS**, it is now desirable for the Parties to enter into a Seventh Amendment to enable the Parties to undertake planning, design, construction, renovation, repair, replacement, and/or improvements to the Art Museum, as listed and described on the attached Attachment I (the “2024 Bond Program DMA Project(s)”); and

**WHEREAS**, the DMA desires to assist the Office of Bond and Construction Management (the “Bond Office”) in the completion of the 2024 Bond Program DMA Project(s) by furnishing, at the DMA’s sole cost and expense, the design and development of necessary construction documents (collectively, any such final planning, design, and construction documents being referred to herein as “Bond Program Documents”) and performing project management duties (for which DMA expected to expend in excess of \$2,000,000.00 of private funds), subject to oversight by the Director of the Office of Bond and Construction Management’s (the “Director”), or the Director’s designee ; and

**WHEREAS**, the City is desirous of the DMA undertaking the design and development of necessary construction documents and performing the project management functions solely for the completion of the 2024 Bond Program DMA Project(s); and

**WHEREAS**, the DMA, at its sole cost and expense may sub-contract with an independent third-party project manager (the “DMA Project Manager”) to assist the DMA with the DMA’s project management obligations as assigned by the City to the DMA for the 2024 Bond Program DMA Project(s); and

**WHEREAS**, the City, upon acceptance of each set of Bond Program Documents, shall be responsible for procuring the construction contractor(s) for the applicable 2024 Bond Program DMA Project(s), based on a not-to-exceed budget funded by the Bond Funds, and thereafter may assign the project management of each such contract, which shall be identified in accordance with the Bond Office’s project management system, to the DMA who will, without charging to the City any management fee, act, by and through the DMA Project Manager, as the City project manager and oversee the completion of the 2024 Bond Program DMA Project(s); and

**WHEREAS**, the City’s representative for the 2024 Bond Program DMA Project(s) shall be the Director or the Director’s designee; and

**WHEREAS**, the Parties agree that the DMA shall be responsible for all cost overruns resulting from any change orders or otherwise not approved by the City through its applicable approval process; provided, however, the City will work to ensure the Director (or the Director’s duly authorized designee) is reasonably available to the DMA to consult on proposed adjustments; and

**WHEREAS**, it is now desirable for the parties to authorize a Seventh Amendment to the Use Agreement to enable the parties to undertake the 2024 DMA Bond Projects as provided in the Seventh Amendment.

April 22, 2026

**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 the Seventh Amendment to the Use Agreement to enable the parties to undertake the 2024 DMA Bond Projects as provided in the Seventh Amendment, approved as to form by the City's Attorney's Office.

**SECTION 2.** That the salient terms of the Seventh Amendment are as follows:

- (a) City's representative for the 2024 Bond Program DMA Project(s) shall be the Director of the Office of Bond and Construction Management ("Director"); and
- (b) the 2024 Bond Program DMA Project(s) may be amended subject to available funding and approved specifications and shall be undertaken only upon approval and direction and oversight of the Director; and
- (c) DMA at its sole cost and expense, and exercising commercially reasonable efforts, shall be responsible for the development of the Bond Program Documents, which shall be gifted to the City for use in the 2024 Bond Program DMA Project(s); and
- (d) the City shall not be obligated to provide Bond funds for 2024 Bond Program DMA Project(s) if DMA has failed to deliver the required Bond Program Documents for City's public advertisement by September 30, 2027 or such later date as the Director may determine; and
- (e) City, upon acceptance of each set of Bond Program Documents, shall be responsible for procurement of all applicable construction contracts; and
- (f) City shall, at Director's election, assign project management of the construction contract(s) to DMA; and
- (g) DMA shall be responsible for all cost overruns resulting from any change orders or otherwise not approved by the City through its applicable approval process; provided, however, the City will work to ensure the Director (or the Director's duly authorized designee) is reasonably available to the DMA to consult on proposed adjustments; and
- (h) City shall have no obligation to allocate more than \$20,014,619 to the 2024 Bond Program DMA Project(s); and
- (i) City, through Director, shall make final determination regarding which costs are eligible for bond funding; and
- (j) All other terms approved as necessary by the City Attorney's Office; and
- (k) All other terms, provisions, conditions, and obligations of the Use Agreement shall remain in full force and effect.

April 22, 2026

**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.