

Memorandum

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CITY OF DALLAS

DATE October 31, 2014

TO Members of the Economic Development Committee:
Rick Callahan (Vice-Chair), Jerry R. Allen, Scott Griggs, Adam Medrano, Lee Kleinman

SUBJECT **Economic Development Committee**
Monday, November 3, 2014, 9:00 – 10:30 a.m.
1500 Marilla Street, City Hall, Room 6ES, Dallas, Texas 75201

AGENDA

1. Approval of October 6, 2014 Minutes of the Economic Development Committee
2. Dallas Executive Airport
Past, Present, and Future
Mark Duebner, Director, Aviation
J. Hammond Perot, Asst. Director, OED
(Estimated time 20 minutes)
3. Design District TIF
Alexan Riveredge
Karl Zavitkovsky, Director
Office of Economic Development
(Estimated time 20 minutes)
4. Oak Cliff Gateway TIF District
Plan Amendmen /Bishop Arts Project
Karl Zavitkovsky, Director
Office of Economic Development
(Estimated time 20 minutes)
5. Community Loan Center of Dallas
A Low-Cost Alternative to Payday &
Auto Title Loans for Dallas County
Rosa Rios Valdez, President & CEO
Business & Community Lenders of Texas
(Estimated time 20 minutes)
4. Upcoming agenda items:
 - WWF Operating Company (WhiteWave Foods)
 - Volunteer Income Tax Assistance Program (VITA)


Tennell Atkins, Chair
Economic Development Committee

C: The Honorable Mayor and Members of the City Council
A.C. Gonzalez, City Manager
Ryan Evans, First Assistant City Manager
Warren M.S. Ernst, City Attorney
Craig D. Kinton, City Auditor
Rosa A. Rios, City Secretary
Daniel F. Solis, Administrative Judge
Eric D. Campbell, Assistant City Manager

Jill A. Jordan, P.E., Assistant City Manager
Mark McDaniel, Assistant City Manager
Joey Zapata, Assistant City Manager
Jeanne Chipperfield, Chief Financial Officer
Sana Syed, Public Information Officer
Karl Zavitkovsky, Director, Office of Economic Development
J. Hammond Perot, Assistant Director, Office of Economic Development
Elsa Cantu, Assistant to the City Manager – Mayor & Council

Note: A quorum of the Dallas City Council may attend this Council Committee meeting.

A closed session may be held if the discussion on any of the above agenda items concerns one of the following:

1. Contemplated or pending litigation, or matters where legal advice is requested to the City Attorney. Section 551.071 of the Texas Open Meetings Act.
2. The purchase, exchange, lease or value of real property, if the deliberation in an Open Meeting would have a detrimental affect on the position of the City in negotiations with a third person. Section 551.072 of the Texas Open Meetings Act.
3. A contract for a prospective gift or donation to the City, if deliberation in an Open Meeting would have a detrimental affect on the position of the City in negotiations with a third person. Section 551.073 of the Texas Open Meetings Act.
4. Personnel matters involving appointments, employment, evaluation, reassignment, duties, discipline or dismissal of a public officer or employee or to hear a complaint against an officer or employee. Section 551.074 of the Texas Open Meetings Act.
5. The deployment or specific occasions for implementation of security personnel or device. Section 551.076 of the Texas Open Meetings Act.
6. Deliberations regarding Economic Development negotiations. Section 551.087 of the Texas Open Meeting Act.

Economic Development Committee **DRAFT**

Meeting Record

October 6, 2014

The Economic Development Committee meetings are recorded. Agenda materials and audiotapes may be reviewed/copied by contacting the Office of Economic Development, Staff Coordinator at 214-670-1686.

Meeting Date: October 6, 2014 **Meeting Start time:** 9:05 AM

Committee Members Present:

Tennell Atkins
Rick Callahan
Jerry R. Allen
Adam Medrano

Staff Present:

Ryan Evans, First Assistant City Manager,
City Manager Office
Karl Zavitkovsky, Director, Office of Economic
Development
Karl Stundins Manager, Office of Economic
Development

Other Council Members Present:

Other Presenters:

1. Approval of September 15 Minutes of the Economic Development Committee

Presenter(s):

Action Taken/Committee Recommendation(s): Motion made to approve the minutes.

Motion made by: Mr. Allen

Motion seconded by: Mr. Callahan

Item passed unanimously: X

Item passed on a divided vote:

Item failed unanimously:

Item failed on a divided vote:

Follow-up (if necessary):

2. City Center TIF District Plan Amendment/Thanksgiving Tower Project

Presenter(s): Karl Zavitkovsky, Director, Office of Economic Development

Action Taken/Committee Recommendation(s): Motion made to recommend item to full council for approval

Motion made by: Mr. Kleinman

Motion seconded by: Mr. Callahan

Item passed unanimously: X

Item passed on a divided vote:

Item failed unanimously:

Item failed on a divided vote:

Follow-up (if necessary):

3. Trinity Groves Mixed-Use Project Sports Arena TIF District

Presenter(s): Karl Zavitkovsky, Director, Office of Economic Development

Action Taken/Committee Recommendation(s): Motion made to recommend item to full council for approval

Motion made by: Mr. Klienman

Motion seconded by: Mr. Callahan

Item passed unanimously: X

Item passed on a divided vote:

Item failed unanimously:

Item failed on a divided vote:

Follow-up (if necessary):

4. Upcoming Agenda Items

a). Amendments to Resolution NO. 13-1711 which authorize TIF funding for the Plaza Hotel Project (Cecars TIF Disctict)

Presenter(s): Karl Zavitkovsky, Director, Office of Economic Development

Action Taken/Committee Recommendation(s): Motion made to recommend item to full council for approval

Motion made by: Mr. Medrano

Motion seconded by: Mr. Callahan

Item passed unanimously: X

Item passed on a divided vote: _____

Item failed unanimously: _____

Item failed on a divided vote: _____

Follow-up (if necessary):

b). 5 year Acquisition contract, and Service Contract to establish a Master Agreement for Purchase of Additional Licenses, maintenance and support of exisiting POSSE Land Management System

Presenter(s): Karl Zavitkovsky, Director, Office of Economic Development

Action Taken/Committee Recommendation(s): Motion made to recommend item to full council for approval

Motion made by: Mr. Medrano

Motion seconded by: Mr. Callahan

Item passed unanimously: X

Item passed on a divided vote: _____

Item failed unanimously: _____

Item failed on a divided vote: _____

Follow-up (if necessary):

c). Andrews Building Services Agenda Item-October 22, 2014

Presenter(s):

Action Taken/Committee Recommendation(s): Motion made to recommend item to full council for approval

Motion made by: Mr. Medrano

Motion seconded by: Mr. Callahan

Item passed unanimously: X

Item passed on a divided vote: _____

Item failed unanimously: _____

Item failed on a divided vote: _____

Follow-up (if necessary):

d). Business Assistant Center (BAC) Contracts

Presenter(s): Karl Zavitkovsky, Director, Office of Economic Development

Action Taken/Committee Recommendation(s): Motion made to recommend item to full council for approval

Motion made by: Mr. Medrano

Motion seconded by: Mr. Allen

Item passed unanimously: X

Item passed on a divided vote: _____

Item failed unanimously: _____

Item failed on a divided vote: _____

Follow-up (if necessary):

Meeting Adjourned: 10:10 AM

Approved By: _____

Memorandum



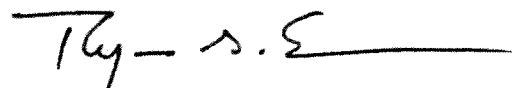
DATE October 31, 2014

TO Members of the Economic Development Committee: Tennell Atkins (Chair),
Rick Callahan (Vice Chair), Scott Griggs, Adam Medrano, Jerry R. Allen, Lee Kleinman

SUBJECT **Dallas Executive Airport: Past, Present and Future**

On Monday, November 3, you will be briefed on the Dallas Executive Airport: Past, Present and Future. A copy of the briefing is attached.

Staff recommends approval of the subject item. Please contact me if you have any questions at 214-670-3296.



Ryan S. Evans
First Assistant City Manager

C: The Honorable Mayor and Members of the City Council

A.C. Gonzalez, City Manager	Mark McDaniel, Assistant City Manager
Warren M.S. Ernst, City Attorney	Joey Zapata, Assistant City Manager
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Dallas Executive Airport: Past, Present and Future

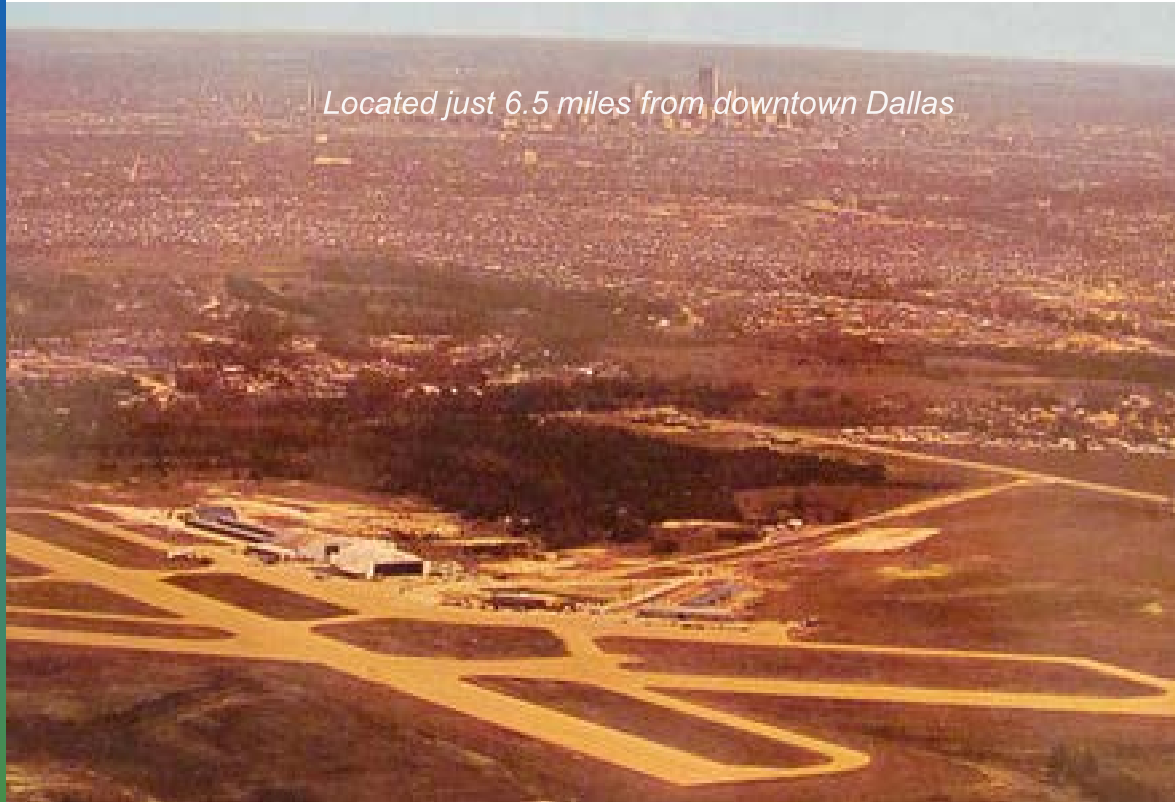


Economic Development Committee
November 3, 2014

Purpose

- Provide background about Dallas Executive Airport
- Describe recent and ongoing development activity
- Present a proposal related to the Commemorative Air Force (CAF)

A Look Back



- Built in 1945
- Since 2002, City has invested \$12 million+ in capital improvements and secured an additional \$13 million in private investment

A Look at Today

- Service level established and defined by the National Plan of Integrated Airport Systems (NPIAS)



- Reliever airport for Dallas Love Field and DFW International Airport.
- Dallas Love Field, Dallas Executive Airport and Vertiport (CBD): City-owned.
- Significant link to the national transportation system.
- Eligible to receive Federal grants under the Airport Improvement Program: infrastructure development projects.

Facility Overview

1,040 acres of land, with two concrete runways

- 13/31 measuring 6,451' L and 150' W
- 17/35 measuring 3,800' L and 150' W

Fully equipped with:

- Air traffic control tower
- Two full service FBOs
- Full fire service protection
- Instrument landing and aeronautical lighting system
- Navigational radio aids and weather facilities

Full range of specialty aviation businesses



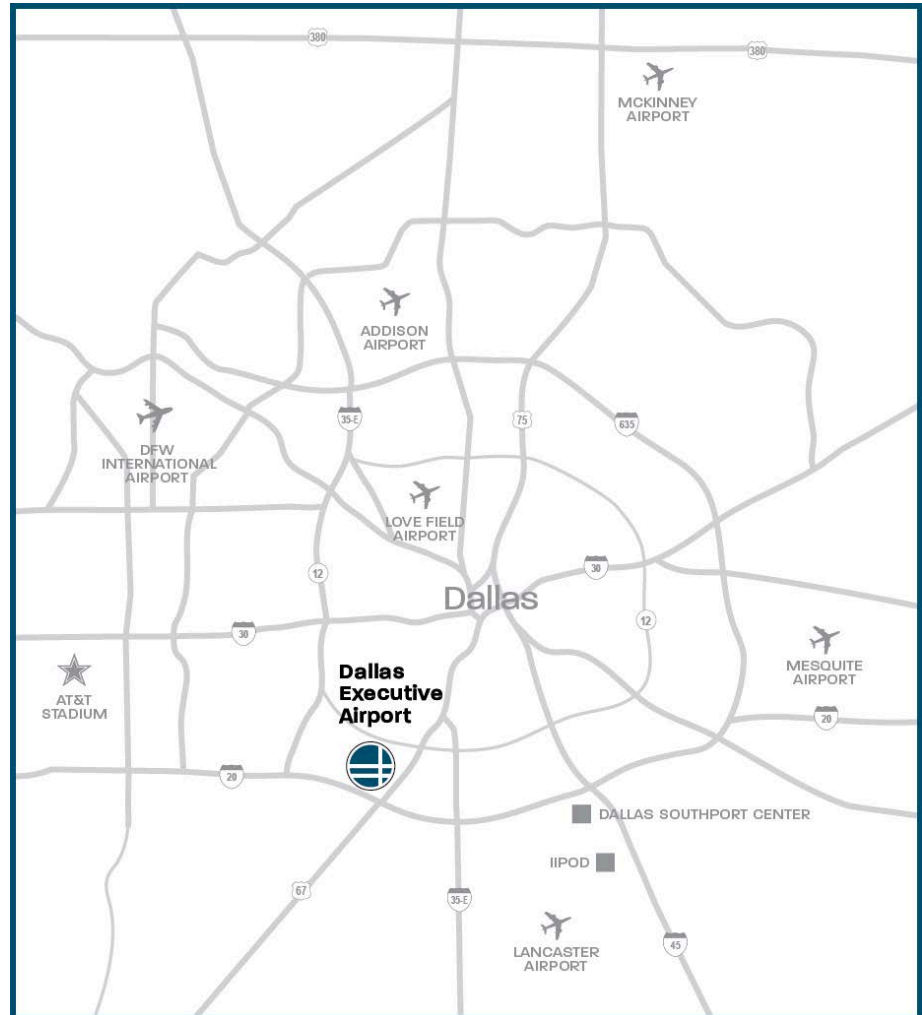
Comparison of the Two Closest Airports to Downtown

	Dallas Executive	Addison Airport
Acres	1,040	366
Longest Runway	6,451 by 150 ft	7,202 by 100 ft
Operations Annually	Approx. 50,000	Approx. 100,000
Property Value within 1 Mile	\$1,116,895,205	\$5,611,978,301
- Commercial	\$540,679,165	\$4,226,072,256
- Residential	\$576,216,040	\$1,385,906,045
- Avg. Single Family	\$93,030	\$527,030
Number of Ground Leases	26	44
Lease Rates for Improved/Unimproved Land	\$0.13 to \$0.19	\$0.48 to \$0.65
Undeveloped Land	480 acres	27 acres
Number of FBOs	Two	Three

Why Dallas Executive?

- 10 minutes to downtown Dallas
- Easy access to I-20, I-30, I-35E, I-45, US-67 and Loop 12
- Within 20 minutes of commercial international airport
- Approximately 15 miles from Dallas Intermodal Terminal (Union Pacific) by car
- Public transportation (DART) access to property
- Only General Aviation Reliever Airport in DFW with available land and infrastructure in place
- Minimal congestion, full services and competitive lease rates

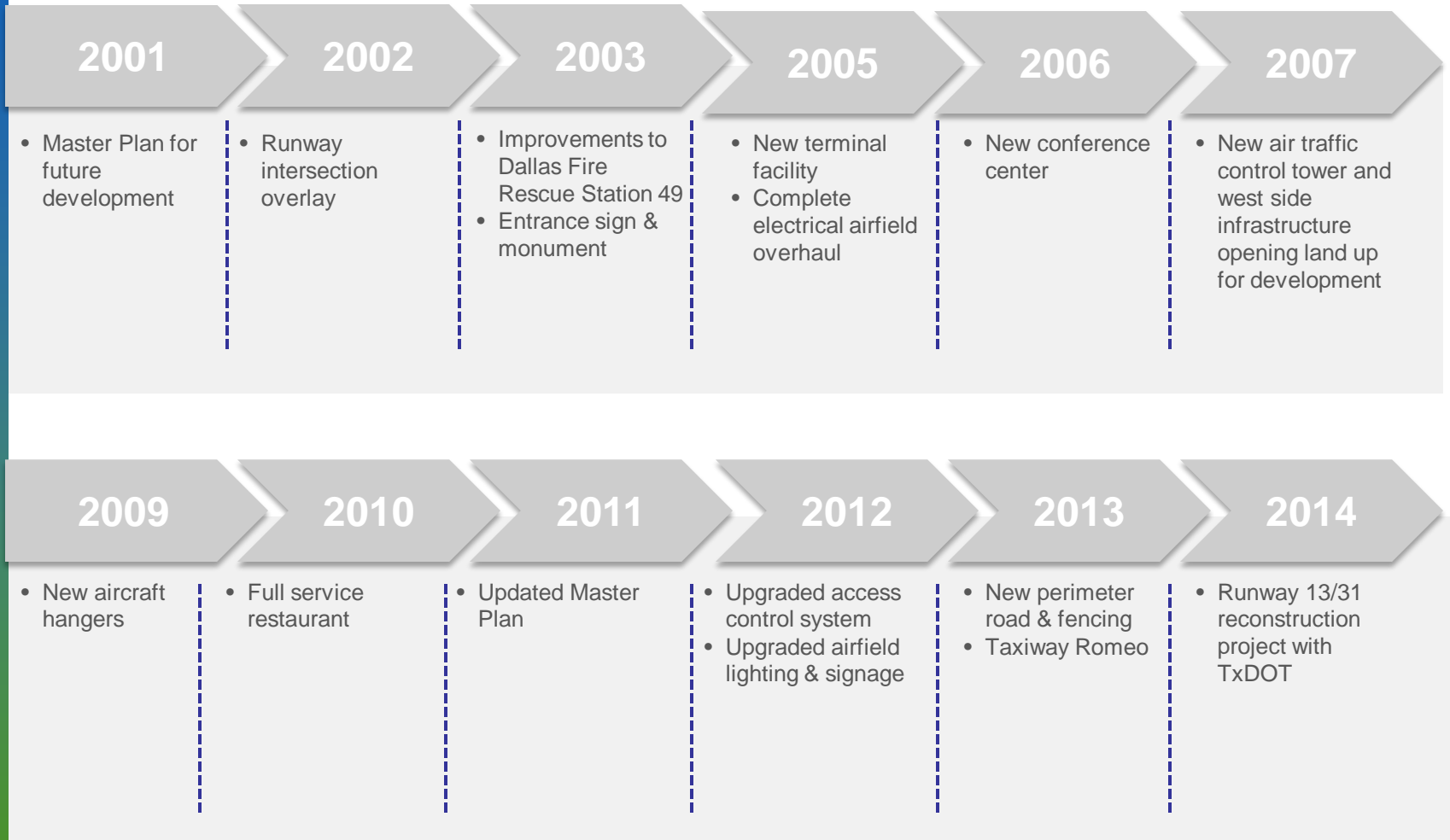
Note: In Class D, under Class B Airspace









Dallas Executive Airport Development Goals

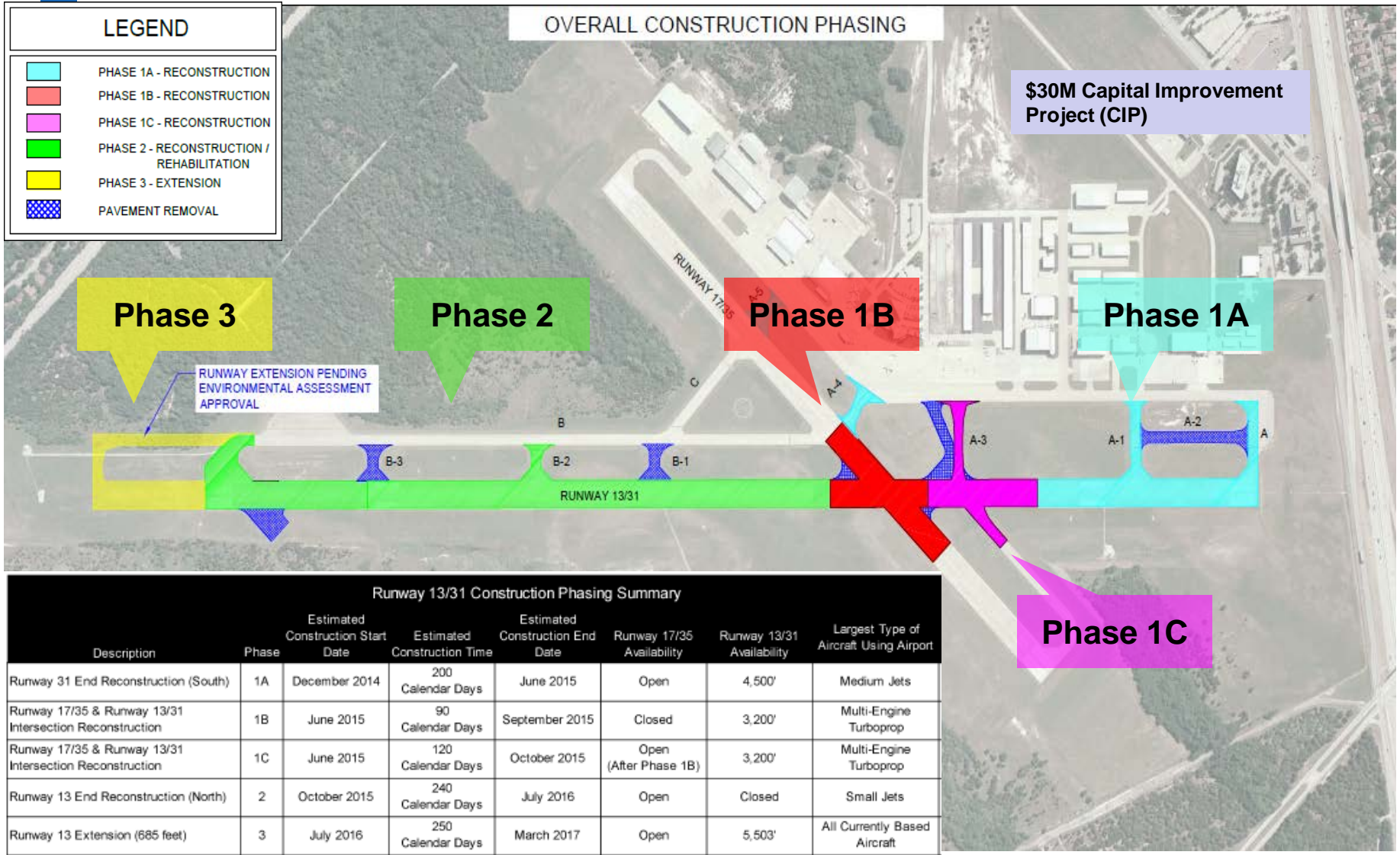
- Replace aging/inadequate infrastructure
 - Runway
 - Hangars
 - FBO's
 - Taxiways
 - Extend Runway
- Construct catalyst projects on the west airside
- Create venue to enhance public perception and familiarity with airport
- Ultimate Goal: Increase tax base and create vibrant airport

Recent Capital Projects



Runway Reconstruction Plan

LEGEND	
	PHASE 1A - RECONSTRUCTION
	PHASE 1B - RECONSTRUCTION
	PHASE 1C - RECONSTRUCTION
	PHASE 2 - RECONSTRUCTION / REHABILITATION
	PHASE 3 - EXTENSION
	PAVEMENT REMOVAL



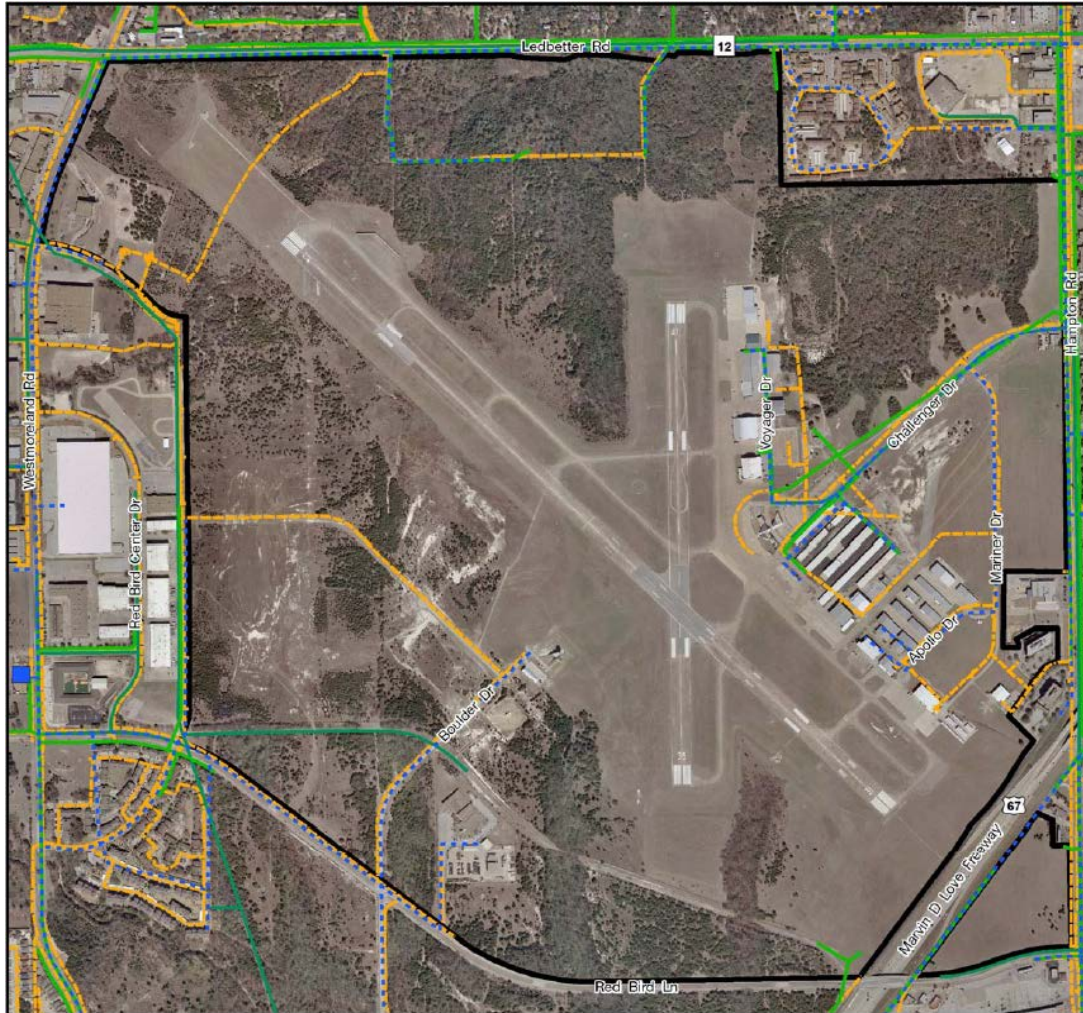
\$30M Capital Improvement Project (CIP)

Runway 13/31 Construction Phasing Summary

Description	Phase	Estimated Construction Start Date	Estimated Construction Time	Estimated Construction End Date	Runway 17/35 Availability	Runway 13/31 Availability	Largest Type of Aircraft Using Airport
Runway 31 End Reconstruction (South)	1A	December 2014	200 Calendar Days	June 2015	Open	4,500'	Medium Jets
Runway 17/35 & Runway 13/31 Intersection Reconstruction	1B	June 2015	90 Calendar Days	September 2015	Closed	3,200'	Multi-Engine Turboprop
Runway 17/35 & Runway 13/31 Intersection Reconstruction	1C	June 2015	120 Calendar Days	October 2015	Open (After Phase 1B)	3,200'	Multi-Engine Turboprop
Runway 13 End Reconstruction (North)	2	October 2015	240 Calendar Days	July 2016	Open	Closed	Small Jets
Runway 13 Extension (685 feet)	3	July 2016	250 Calendar Days	March 2017	Open	5,503'	All Currently Based Aircraft






Phase 1C

Existing Utilities Overview



- All utilities including water, wastewater, electric, natural gas, fiber and coaxial cable located on the airport
- Remote areas, service can usually be extended in 60 to 90 days

Utilities

-  Electric Substation
-  Electric Line
-  Fiber Optic Cable
-  Natural Gas Line
-  Pressurized Water Main

Development-Ready Land

- Over 480 acres
- 130 acres *Aeronautical*
- 350 acres *Non-aeronautical*

LEGEND

Land Overview

- Airfield Operations
- Aviation Related Development
- Mixed Use Aviation/ Non-Aviation Related Development
- Non-Aviation Related Development
- Open Space/Recreational
- Public/Institutional
- Existing Airport Property Line

Runway Reconstruction

- Phase 1A
- Phase 1B
- Phase 1C
- Phase 2
- Phase 3

Utilities

- Electric Substation
- Electric Line
- Fiber Optic Cable
- Natural Gas Line
- Pressurized Water Main



Next Development Step

- Relocation of the Dallas Police Helicopter Hangar to west airfield
 - Current facility has reached end of its useful life
 - DPD helicopter unit needs improved office and locker room facilities
 - Will be first step in redevelopment of west side of the airport as well as provides unit greater security
 - Estimated cost \$3 million (Aviation funds -completion Summer 2016)

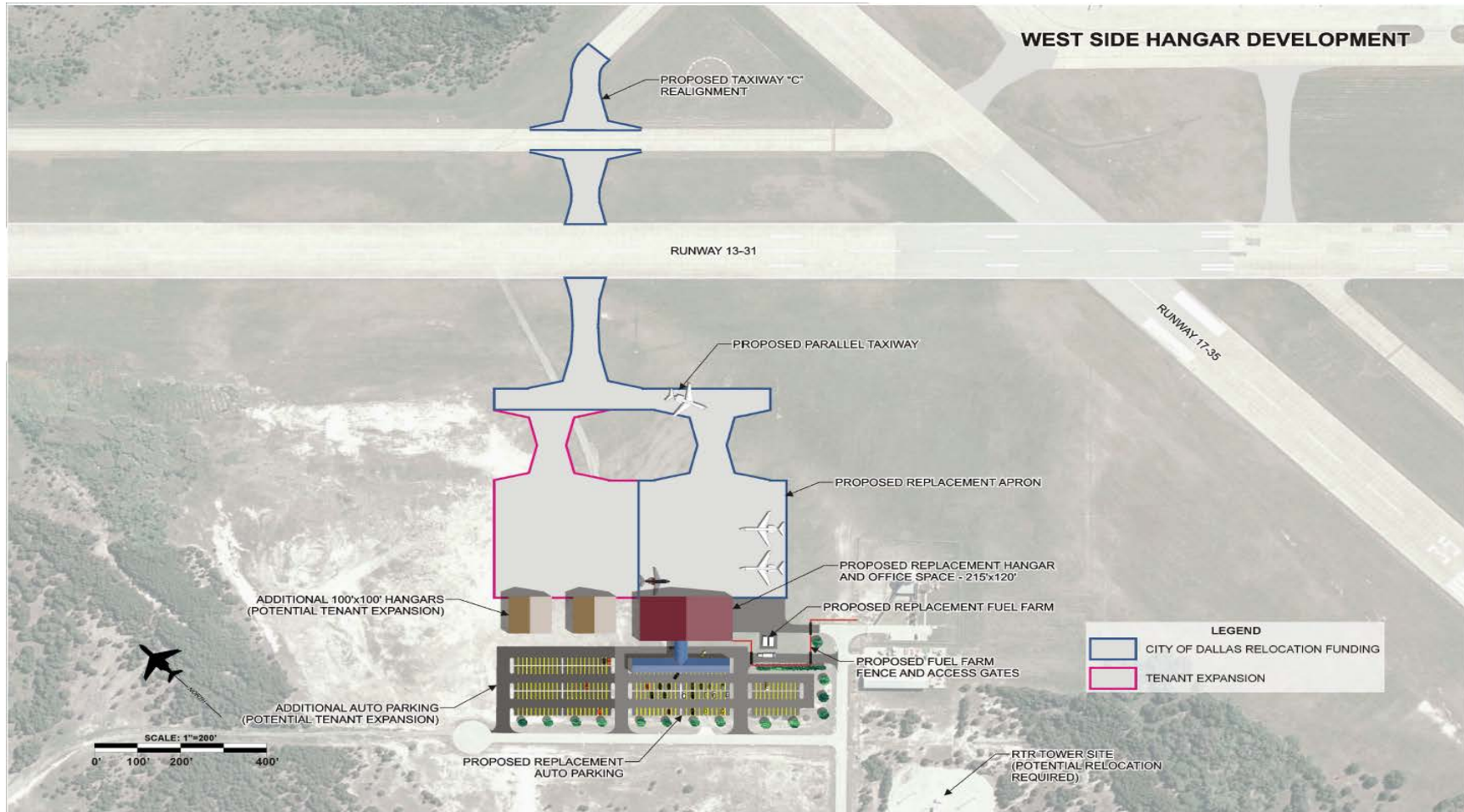
Next Development Steps



Next Development Step

- Begin development and infrastructure improvement
 - Aircraft parking apron and taxiway infrastructure improvements to connect to runway system – est. cost \$1.9 million (completion Fall 2016)
- Relocate one FBO facility to west airside (completion Fall 2016)
 - Hanger – est. cost \$4.8 million (Aviation funds)
 - Parking – est. cost \$1.2 million (Aviation funds)
 - Fuel farm relocation – est. cost \$600k (Aviation funds)
- Additional ramp improvements on the east side
 - Est. cost \$1.2 million (Aviation funds – completion Summer 2016)
- All expenditures will require additional City Council approvals

Next Development Steps



Next Development Step

- To implement next steps, Aviation will build new hangar on the west side to be occupied by the current FBO leasehold
 - Vacated FBO site will be leased to the Commemorative Air Force (CAF) to support the relocation of the CAF headquarters
- It has been and will remain a goal of the City of Dallas, Department of Aviation, to attract corporate business aircraft, aircraft manufacturer facilities, service centers for corporate aircraft, development of non-aviation support businesses, and to implement improvements outlined in our planning documents



Who is the Commemorative Air Force?

- Officially formed in September, 1961 to restore and preserve World War II Era military aircraft.
- Headquarters in Midland, Texas since 1991.
- 80 units in 26 States and 12,000 members (see appendix A).
- Operates 162 aircraft around the U.S. including B-29 SuperFortress (FiFi), B-25 Mitchell, B-17 Flying Fortress and B-24 Liberator (see appendices B and C).

Commemorative Air Force

1) The Commemorative Air Force:

<https://www.youtube.com/watch?v=OMI3xOp3XZg>

2) The Red Tail Squadron Program:

<https://www.youtube.com/watch?v=qjeopS9t0bU&feature=youtu.be>

CAF Corporate Structure

- **The American Airpower Heritage Group is comprised of 4 separate corporations**
 - CAF: the membership association
 - Foundation: financial assets, endowment
 - Museum: artifacts, nose art....etc.
 - Flying Museum: 162 aircraft
- All are 501c3 non-profits.

CAF Finances

- Assets of the American Airpower Heritage Group
 - \$27.6 million (hangars, land, endowment, etc.)
 - Additionally, the group owns 162 aircraft valued in excess of \$55 million
- Other than real estate mortgages on property around the country, CAF has no long term debt.

CAF Financial Recap

- CAF is independently audited each year.
- Audited accounts show a consistent pattern of growth.
- Surplus funds are invested in programs and safety initiatives (CAF is a non-profit).
- CAF is “Gold” rated by Guidestar for its commitment to transparency.



World War II Air Expo Special Event at Dallas Executive Airport October 2014

- Weekend attendance over 6,000



World War II Air Expo Special Event at Dallas Executive Airport October 2014



- Tuskegee Airmen "Red Tail" P-51 Mustang and traveling movie theater
- Outreach program travels to 40 cities reaching 50,000 kids per year



Living History



The CAF Headquarters Move

- **Criteria for new HQ**

- Site with capacity to build a World Class aviation attraction on airport grounds
- Airport capable of handling CAF aircraft and an annual air show
- Population base of at least 1 million
- Excellent transport infrastructure
- Potential for capital fundraising
- Local support
- Cooperation with local organizations and educational institutions

- **Selection Process**

- 23 cities expressed initial interest, summer 2013
- Round II: Initial shortlist of 6, Round III: Narrowed to 3
- Dallas Executive Airport selected in April 2014

What does CAF plan to do in Dallas?



Project Description

- CAF World War II Era theme will host a number of special historic aviation events throughout the year featuring and displaying historic CAF aircraft, air shows, flying events, special speakers, symposiums, reunions and other special events.
- CAF plans to construct Phase-I a museum and operations hangar estimated at \$5 million and approximately 35,000 square feet. The CAF estimates an annual attendance of between 20,000 and 60,000 per year will visit its Major Events and the “Rise Above” exhibit.
- CAF proposed Phase-II Aviation Museum Attraction and Education Center is estimated at \$30-40 million and approximately 50,000 square feet. CAF expects facility will be a major tourist attraction for the CAF and City of Dallas attracting an estimated 150,000 to 275,000 people per year. Facility will create an additional 10 jobs when completed.
- Proposed site is currently under lease with existing FBO tenant and Dallas Police Helicopter Hanger Unit (existing tenants to be relocated to the western side of airfield).

Dallas Executive Airport CAF Proposed Site



Proposed City of Dallas Incentive Package

	Grant Expiration/ Project Timing	Grant Installment	Grant Conditions for CAF
1	On or before December 31, 2015	Grant A \$200,000 (PPP)	<ul style="list-style-type: none"> • Designate Dallas Executive Airport as International HQ • Execute a 30-Year Lease at Dallas Executive Airport • Employ 5 full-time jobs at Dallas Executive Airport • Form a fundraising committee • Minimum permanent based fleet of 8 aircraft
2	On or before December 31, 2016	Grant B \$400,000 (PPP)	<ul style="list-style-type: none"> • Employ an additional 20 jobs at Dallas Executive Airport • Maintain a minimum permanent based fleet of 9 aircraft and maintenance equipment at Dallas Executive Airport
3	On or before Dec 31, 2018	Grant C \$100,000 (PPP)	<ul style="list-style-type: none"> • Employ an additional 5 jobs at Dallas Executive Airport • Relocate the B-29 / B-24 Squadron personnel and the AirPower History Tour to Dallas Executive Airport
4	On or before December 31, 2020	Development Agreement up to \$2,000,000 (Dept. of Aviation)	<ul style="list-style-type: none"> • Phase-I – CAF will construct a Museum/Hangar building with minimum cost \$5 million and approx. 35,000 sq. ft. • Reimburse CAF \$2M when Certificate of Occupancy is approved and work substantially complete. • Maintain a minimum permanent based fleet of 14 aircraft and maintenance equipment at Dallas Executive Airport
5	On or before December 31, 2025	Development Agreement up to \$6,000,000 (15% funding match, requires future Council approval)	<ul style="list-style-type: none"> • Phase-II – CAF will construct museum/hangar building with approximate cost \$25 to \$40 million and approx. 50,000 square feet • City will consider a Grant of 15% as a funding match (on a pro-rata basis), if CAF secures a minimum of \$5 million by Dec. 31, 2025. • Create an additional 10 full-time jobs at Dallas Executive Airport • Relocate the B-29 FIFI

Proposed Lease Terms

•Ground Lease

- CAF will enter into a 30 year (with one ten year option) lease agreement with the City.
- A Base Rent of \$1,000.00 per year if development goals are achieved by CAF
- Additional rents will be due in the amount of \$120,000 per year beginning in year 3 of the lease to the City if development is not completed.

•Development Agreement with CAF to construct Phase-I

- The City Development Agreement will include Construction of Improvements Clause, to ensure that design standards, quality, and conformance to standards are met and follow the long term vision for the airport.
- The City will include a Reversionary Clause, should CAF fail to meet the obligations stipulated in the lease, performance violations of the terms of development agreement.

CAF Economic Impact

- Proposed agreement will result in an estimated 10-year net fiscal impact of \$15,744,321 and a \$35,981,031 20-year net fiscal impact for the City of Dallas.
 - Project will create 60 direct and indirect jobs in the City of Dallas.

Recommendation

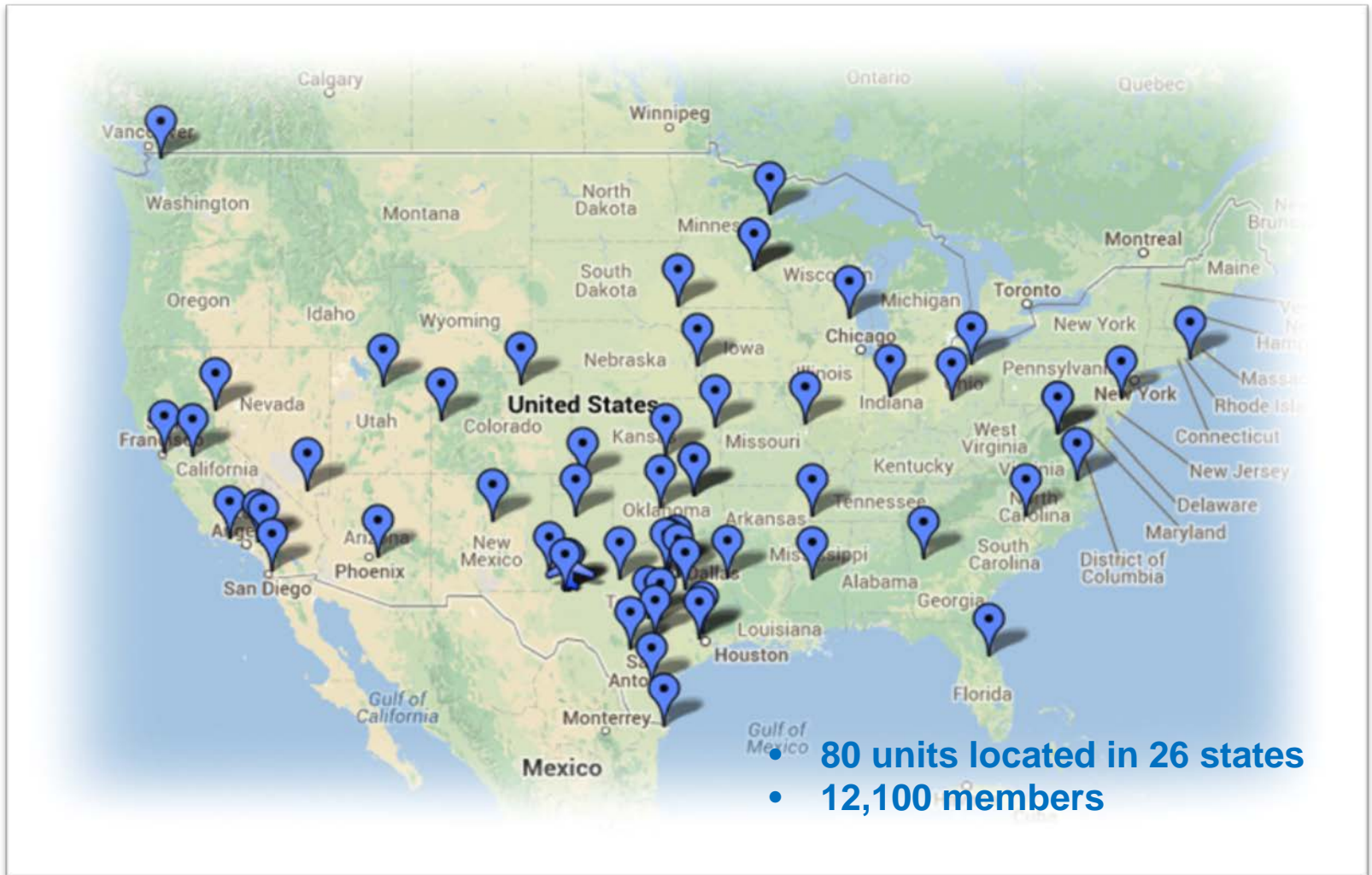
- Staff requests ECO Committee's approval for consideration by Council on 11/12/2014 of a grant agreement (as detailed on p. 31) with the Commemorative Air Force, for payments not to exceed \$700,000, for the relocation and expansion of its Headquarters and National AirBase operation to Dallas Executive Airport.
- Phase-I (future consideration) City will enter into development agreements with CAF in December 2014, to construct a museum/hangar building with a minimum cost of \$5 million and approx. 35,000 sq. ft. City will reimburse CAF \$2M upon substantial completion of the capital improvements, receipt of the certificate of occupancy, and subject to future appropriations and approvals by the City Council.
- Phase-II (future consideration) - After CAF has met all of its performance goals and commitments for Phase I and the CAF and has been successful in raising a minimum of an additional \$5 million to expand premises into a major attraction on or before December 31, 2025, City will agree to consider a matching grant in an amount up to 15 percent of potential costs (not to exceed \$6 million) as detailed on page 32, and subject to future appropriations and approvals by the City Council.

Questions?



APPENDIX

CAF National Organization - Appendix A

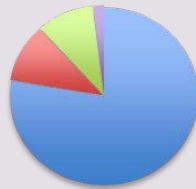


CAF Aircraft - Appendix B

The Commemorative Air Force operates **162** aircraft.
The aircraft are assigned to units around the U.S.



Aircraft Status



- Bombers- 19
- Fighters- 28
- Trainers- 61
- Transports - 15
- Liaison/Other- 39

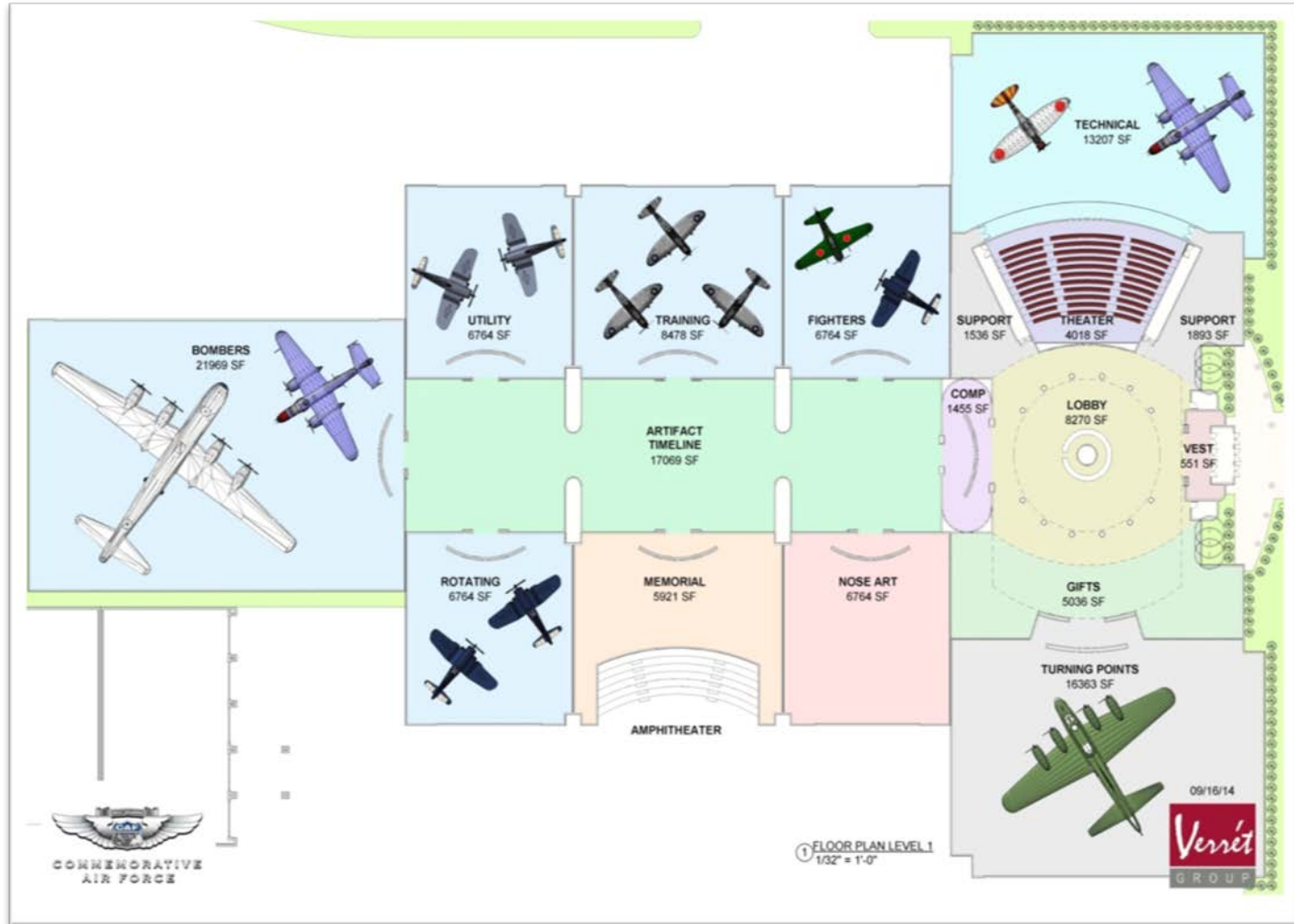
Unique Flying Assets Include - Appendix C

- The world's only flying B-29 Superfortress *FIFI*
- Two B-17 Flying Fortresses
- Two P-51 Mustangs
- The world's only flying SB2C Helldiver
- A very rare SBD Dauntless
- A very rare P-39 Airacobra
- One of two flying B-24 Liberators
- A Japanese Mitsubishi A6M3 Zero
- An RAF Spitfire
- A P-40 Warhawk



Interior Floor Plan Layout - Design Concepts

- Appendix D



Exterior Building - Design Concepts

- Appendix E



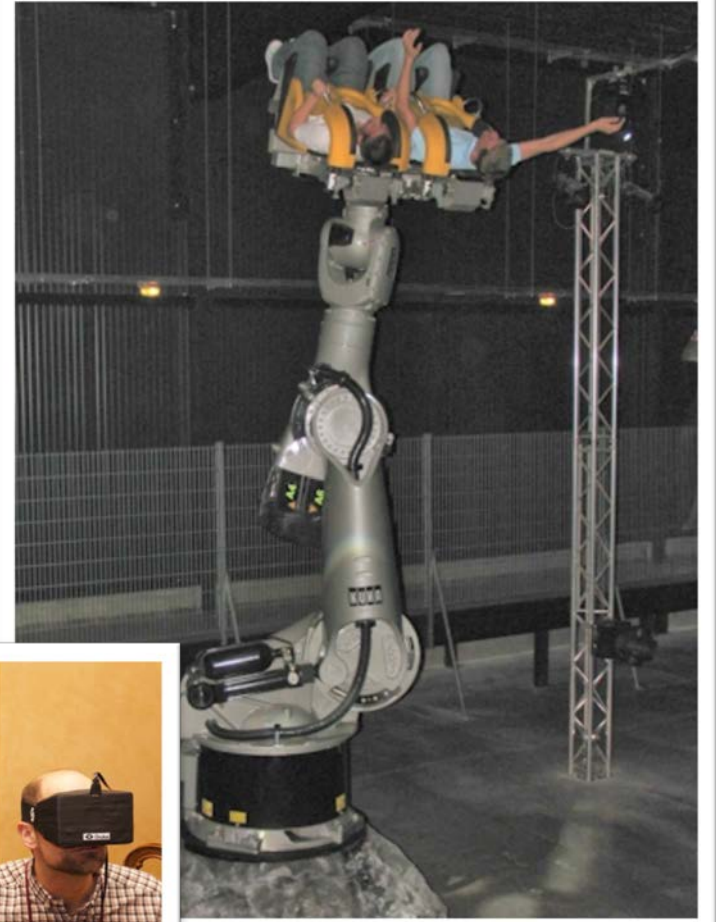
Interior Exhibits - Design Concepts

- Appendix F



Cutting Edge Flight Simulation

- Appendix G



Memorandum



DATE October 31, 2014

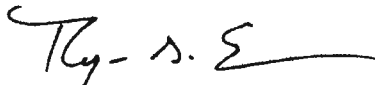
TO Members of the Economic Development Committee: Tennell Atkins (Chair),
Rick Callahan (Vice Chair), Scott Griggs, Adam Medrano, Jerry R. Allen, Lee Kleinman

SUBJECT **Design District TIF Alexan Riveredge**

On Monday, November 3, 2014, the Economic Development Committee will be briefed on proposed the proposed Alexan Riveredge Project – Design District TIF District.

Briefing material is attached.

Should you have any questions, please contact me at (214) 670-3296.



Ryan S. Evans
First Assistant City Manager

C: The Honorable Mayor and Members of the City Council
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Design District TIF: Alexan Riveredge

Economic Development Committee
November 3, 2014

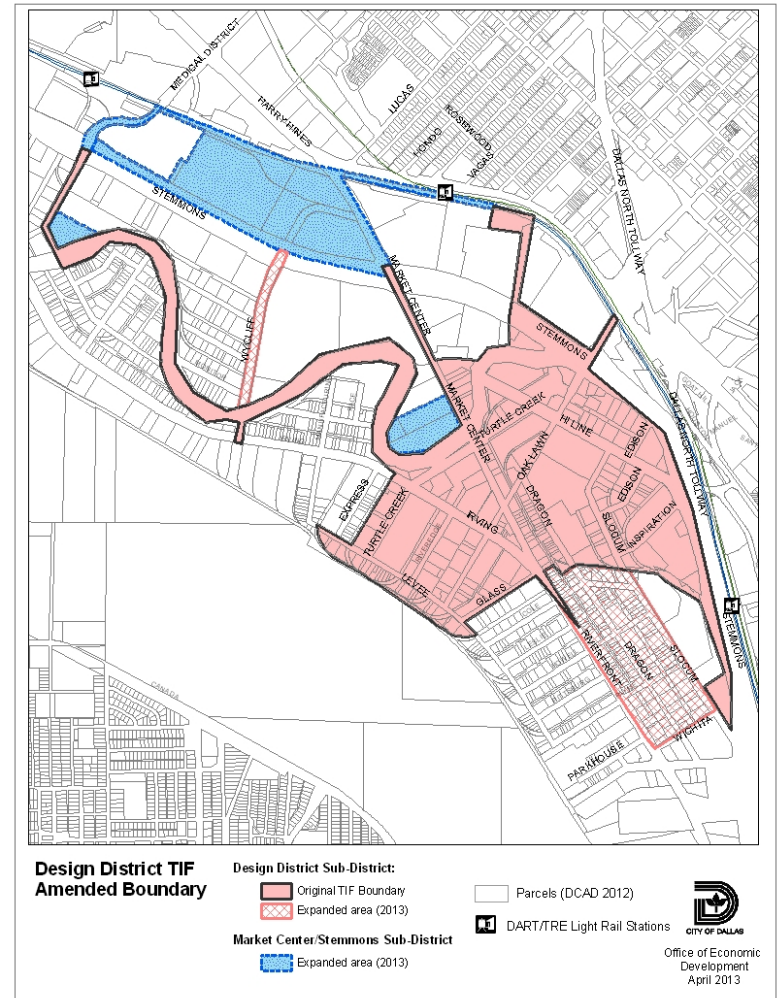


Purpose

- Review Alexan Riveredge proposal for funding in Design District TIF.
- Obtain Economic Development Committee approval for consideration of this item by City Council on November 12, 2014.

Design District TIF District: *Background*

- Design District TIF created in 2005.
- Comprehensive boundary and plan amendment approved by Council on June 12, 2013.
- Amended district includes two sub-districts:
 - **Design District Sub-District** – original boundary of the TIF District plus additional property along the Slocum, Dragon Street, and Riverfront Blvd. corridors (original shown in the solid coral and added property in hatched coral pattern)
 - **Market Center/Stemmons Sub-District** – encompasses the former Dallas Apparel Mart site and additional properties (shown in blue pattern)



Design District TIF District: *Background (con't)*

- Created to assist in conversion of industrial and warehouse district to a unique urban neighborhood to:
 - Take advantage of the expanding DART light rail system
 - Improve access to the Trinity River and quality of development adjacent to Trinity/Stemmons Corridor.
- Recent district expansion incorporates the former Dallas Apparel Mart site:
 - Proposed for redevelopment by Market Center Land, L.P., (“MCL”), an affiliate of Crow Holdings.
 - Potential for office and hotel development opportunities.
- District will expire December 31, 2027, or when approximately \$132 million in TIF increment collected.

Design District TIF District: *Background (con't)*

- Since 2005, district has grown to include 1,000+ apartments, new restaurants, upgraded showrooms/retailers (approximately \$168 million in new investment completed or planned).
- Annual increment collection \$1 million+ per year.
- Total Budget = \$132 million (see Appendix 1).



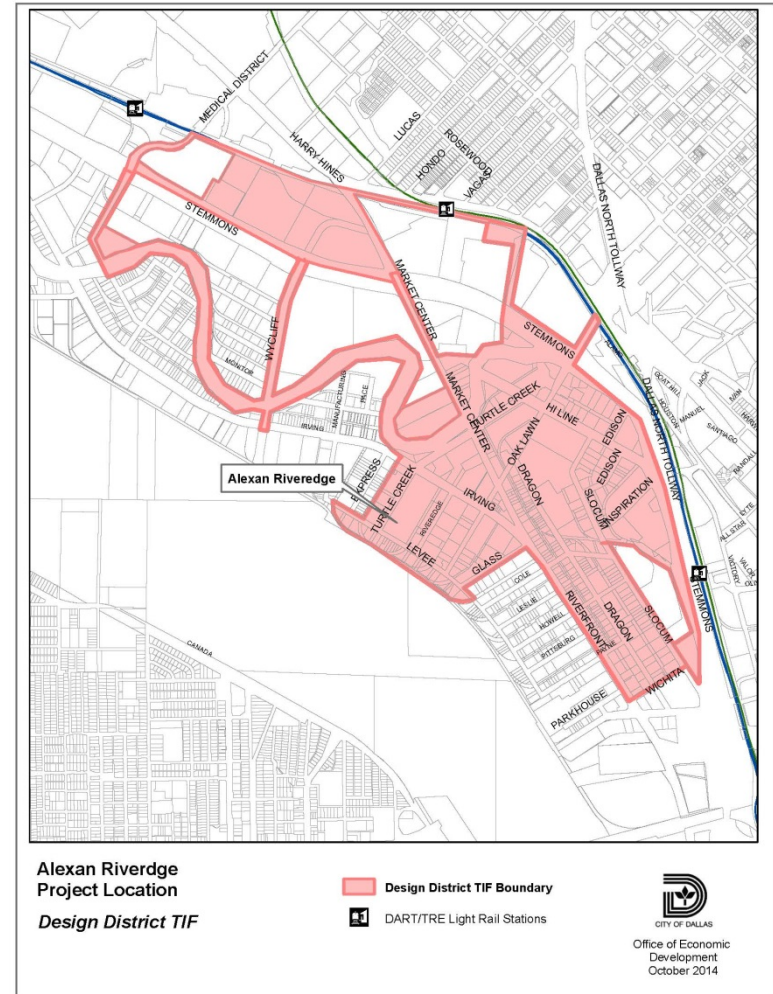
1525 Turtle Creek development



1400 Hi Line development

Alexan Riveredge *Project Location*

- Project is a new development on approximately 2.47 acres of vacant land currently addressed at 150 Turtle Creek Boulevard directly behind the International on Turtle Creek design center with frontage on both Turtle Creek Boulevard and Levee Street.



Alexan Riveredge

Project Description

- Development is first major residential development in southern portion of the TIF district and would be a potential catalyst along Trinity River frontage.
- Project will include 309 residential units in a 5 story urban style project with structured parking (approximately 427 spaces).
- 20% (approximately 63 units) will meet TIF district's affordable housing requirements and be disbursed both spatially within the development and among unit sizes.
- Pedestrian amenities and a future Trinity River Trail connection are also planned.
- Private investment is estimated to exceed \$46 million.

Alexan Riveredge Site Plan



LEGEND

1	PLAZA
2	TERRACE/LEARNING AREA
3	ON-2 STREET PARKING
4	3 DE PARKING
5	P' SIDEWALK
6	PAVING ADJ TO LANDSCAPE
7	APARTMENT ZI (OFF)
8	HANDICAP RAMP ACCESS
9	SECURITY FAYING & W/ PROTECTION AND CROSSWALK
10	2 TREE 1 TREE W/ PLANTING BY D.C.
11	TRANSFORMER PAD

TBG ALEXAN RIVEREDGE / CONCEPTUAL LANDSCAPE PLAN

Dallas, TX | TRAMMELL CROW RESIDENTIAL | 23 Oct 2014

This information is shared for the best information available and is subject to change without notice.

SCALE: 1" = 20'-0"

Alexan Riveredge

Conceptual Elevation



ARCHITECTURE DEMAREST
200 Lakeside Plaza, Suite 1100 Dallas, TX 75244

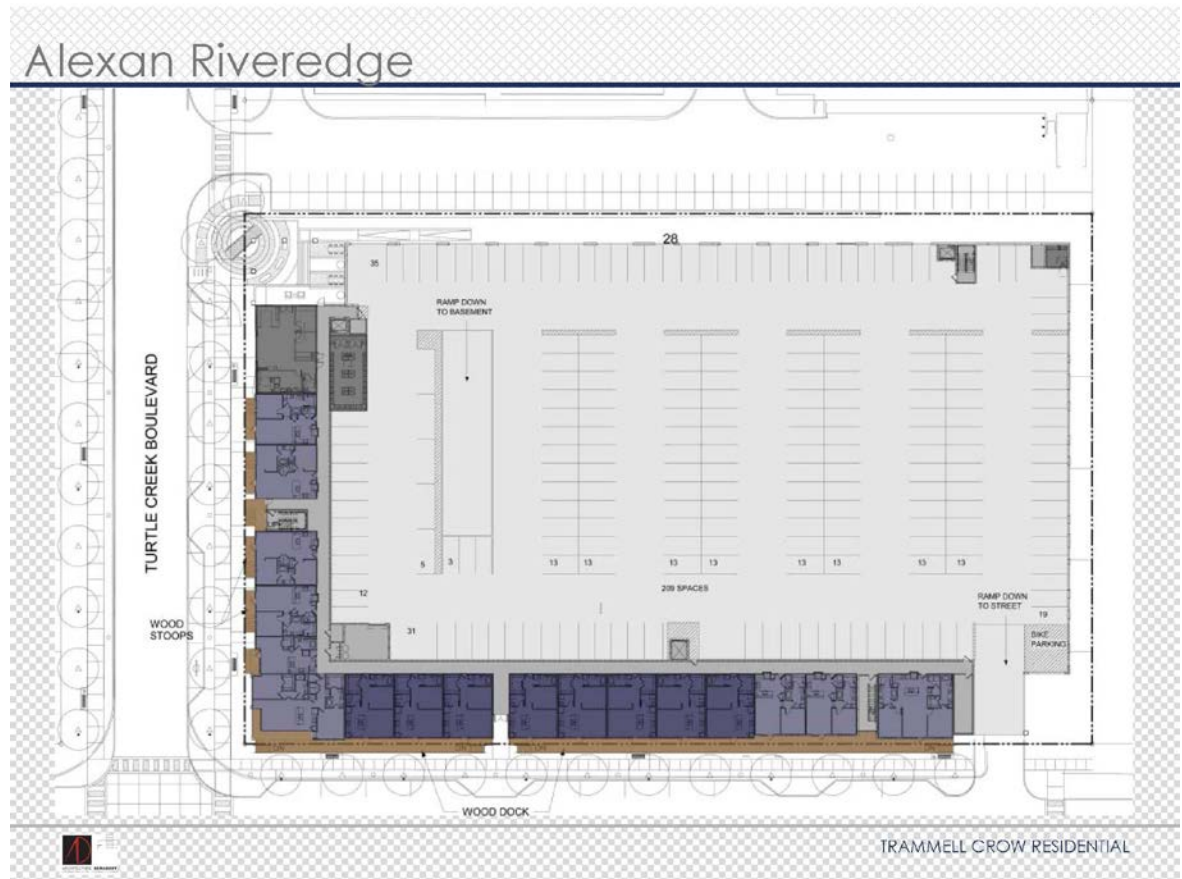
Concept Rendering

Alexan Riveredge
Dallas, Texas

Alexan Riveredge

Design Studio Recommendations

- Encourage ground level units to potentially operate as live-work spaces with public frontage and unified stoop.
- Introduce a “continuous dock” condition along the Levee Street frontage along with an additional pedestrian sidewalk



Alexan Riveredge

Proposed TIF Funding

- Recommended TIF subsidy is an amount up to \$7,800,000 for eligible TIF costs.
- TIF funds for project would be used to offset the cost of the following improvements:
 - Demolition/Environmental Remediation
 - Paving, Streetscape and Utility Improvements
 - A Trinity River trail connection (open space, portals)
 - An economic development grant

TIF Improvement Category	Amount
Design District Sub-District:	
<i>Environmental remediation & demolition</i>	\$81,600
<i>Paving, streetscape & utility improvements</i>	\$1,349,835
<i>Open space, plazas, portals, civic</i>	\$150,000
<i>Economic Development Grant</i>	\$6,218,565
TOTAL TIF REQUEST	\$7,800,000

Alexan Riveredge

Proposed TIF Funding (con't)

- Total TIF funding may be reduced by \$150,000 to \$7,650,000 if an off-site trail connection to the Trinity River corridor (listed under the Open space, plazas, portals, civic sub-category above) is not constructed within a mutually agreed upon timeframe as part of the project or is funded by alternative non-City sources of funding such as North Central Texas Council of Governments (NCTCOG) programs or federal grants.
- Staff will be working in conjunction with the developer to explore options for the trail connection along one or more access points along Levee Street.

Alexan Riveredge

Funding Sources and Uses

Funding Source	Amount		Use
Private Equity	\$16,751,334	35%	Acquisition and Construction
Construction Loan	\$31,109,620	65%	Construction
Total	\$47,860,953		

Alexan Riveredge Summary

Proposed Alexan Riveredge Project	
Project Square Footage	254,911 square feet net residential space
Total Project Costs (<i>acquisition cost, demolition, hard and soft costs, and public infrastructure</i>)	\$47,860,953
TIF Funding	\$7,800,000 maximum
% TIF Funds to Total Project Costs	16.30%
Return on Cost with TIF Reimbursement	7.17%
Return on Cost without TIF Reimbursement	6.00%
Developer Fee	4%
Anticipated Construction Start Date	June 30, 2015
Anticipated Project Completion Date	September 30, 2018

Alexan Riveredge

TIF Board Funding Recommendation

- On October 23, 2014, the Design District TIF Board of Directors reviewed and approved TIF funding for the Alexan Riveredge project in an amount not to exceed \$7,800,000.

Recommendations

- Economic Development Committee recommendation for Council approval of a development agreement for TIF funding.
- Council consideration on November 12, 2014.

Appendices

Appendix 1: Design District TIF Budget

Category	Estimated TIF Expenditure Current Dollars	Allocated	Balance
Design District Sub-District:	\$87,485,550	\$12,518,758	\$74,966,792
Paving & Streetscape			
Wayfinding & District Signage			
Water, Wastewater & Storm			
Open Spaces, Plazas, Portals, Civic			
Environmental Remediation & Demolition			
Utility Burial			
Economic Development Grants			
Market Center/Stemmons Sub-District:	\$33,234,578	\$7,025,000	\$26,209,578
Paving & Streetscape			
Wayfinding & District Signage			
Water, Wastewater & Storm			
Open Spaces, Plazas, Portals, Civic			
Environmental Remediation & Demolition			
Utility Burial			
Economic Development Grants			
Old Trinity Trail	\$7,320,776	\$400,000	\$6,920,776
Administration and implementation	\$4,392,466	\$186,118	\$4,206,348
Total Project Costs, excluding interest	\$132,433,370	\$20,129,876	\$112,303,494
<i>Design and engineering costs may be considered in the above categories.</i>			
<i>*Pending City Council approval of Alexan Riveredge \$7,800,000 included in the above allocation for the Design District Sub-District</i>			

Appendix 2: Alexan Riveredge Pro Forma and Budget

PROJECT DESCRIPTION:		Alexan Riveredge		
SITE AREA:		2		
NUMBER OF FLOORS/STORIES:		5		
BUILDING AREA (g.s.f.):		254,911		
CONSTRUCTION PERIOD:		24 mo		
ANTICIPATED CONSTR START DATE:		06/01/2015		
Alexan Riveredge	SF	# of Units	Total SF	\$ per SF
MF	254,911		254,911	\$187.76
Income (Annual)			Total Project Cost (incl. public costs)	\$47,860,953
Revenue year 2	\$4,949,051		CITY ASSISTANCE (current \$)	\$7,800,000
plus misc income	\$365,448		Total Project Cost (with City \$)	\$40,060,953
plus commercial space	\$0		Return on Cost Analysis	
less vacancy	(\$318,870)		NOI/Total Project Costs	
less expenses	(\$2,122,613)		Return on Cost (no City \$)	6.00%
NOI (w/o TIF)	\$2,873,016		Return on Cost (with City \$)	7.17%
Project Costs				
Acquisition & demolition	\$3,464,501			
Hard Cost	\$34,527,261			
Soft Cost	\$8,287,756			
Public costs	\$1,581,435			
Total Project Cost (incl. public)	\$47,860,953			

Appendix 3: TIF Project Increment Chart

Alexan Riveredge									
Project Only									
Tax Year	Property Value Estimate	Property Value Growth	Total Value change	Anticipated Captured Value City	Anticipated Increment Revenue	Anticipated Accumulated Revenue (NPV) 4.00%	Participation Rate City	Tax Increment Revenue City (varies)	Tax Increment Revenue County (55%)
2014	\$1,201,736	0.00%	0.00%	\$0	\$0	\$0	90%	\$0	\$0
2015	\$1,207,744	0.50%	0.50%	\$6,009	\$53	\$49	90%	\$43	\$9
2016	\$1,213,783	0.50%	1.00%	\$12,047	\$105	\$142	90%	\$86	\$19
2017	\$1,219,852	0.50%	1.51%	\$18,116	\$159	\$278	90%	\$130	\$29
2018	\$42,167,125	3356.74%	3408.85%	\$40,965,390	\$358,576	\$295,001	90%	\$293,845	\$64,731
2019	\$42,377,961	0.50%	3426.40%	\$41,176,225	\$360,422	\$579,848	90%	\$295,357	\$65,065
2020	\$42,589,851	0.50%	3444.03%	\$41,388,115	\$362,276	\$855,148	90%	\$296,877	\$65,399
2021	\$42,802,800	0.50%	3461.75%	\$41,601,064	\$364,140	\$1,121,222	90%	\$298,404	\$65,736
2022	\$43,016,814	0.50%	3479.56%	\$41,815,078	\$366,014	\$1,378,378	90%	\$299,940	\$66,074
2023	\$43,231,898	0.50%	3497.46%	\$42,030,162	\$367,896	\$1,626,916	90%	\$301,482	\$66,414
2024	\$43,448,057	0.50%	3515.44%	\$42,246,322	\$369,788	\$1,867,123	90%	\$303,033	\$66,756
2025	\$43,665,298	0.50%	3533.52%	\$42,463,562	\$371,690	\$2,099,280	90%	\$304,591	\$67,099
2026	\$43,883,624	0.50%	3551.69%	\$42,681,889	\$373,601	\$2,323,655	90%	\$306,157	\$67,444
2027	\$44,103,042	0.50%	3569.95%	\$42,901,307	\$375,522	\$2,540,509	90%	\$307,731	\$67,790
					\$3,670,242			\$3,007,677	\$662,565
	assumes	0.50% growth							

Appendix 4: Design District Sub-District Increment Chart

PROJECTED TIF INCREMENT SCHEDULE									
Tax Year	Property Value Estimate	Property Value Growth	Comp. Value Growth	Anticipated Captured Value	Anticipated Increment Revenue	Anticipated Accumulated Revenue (NPV)	Tax Increment Revenue into TIF		
							CITY @ 90%	COUNTY @ 55%	
Base	2005	\$141,852,062							
Adj	2013	\$193,949,815							
1	2006	\$161,328,660	13.73%	13.73%	\$19,476,598	\$0	\$0	\$0	\$0
2	2007	\$177,595,830	10.08%	25.20%	\$35,743,768	\$0	\$0	\$0	\$0
3	2008	\$233,718,204	31.60%	64.76%	\$91,866,142	\$673,629	\$598,854	\$566,332	\$107,297
4	2009	\$265,554,293	13.62%	87.21%	\$123,702,231	\$1,005,884	\$1,458,688	\$859,988	\$145,896
5	2010	\$276,848,629	4.25%	95.17%	\$134,996,567	\$1,165,261	\$2,416,448	\$983,504	\$181,758
6	2011	\$274,649,352	-0.79%	93.62%	\$132,797,290	\$1,130,112	\$3,309,592	\$952,555	\$177,557
7	2012	\$307,057,736	11.80%	116.46%	\$165,205,674	\$1,405,909	\$4,377,967	\$1,185,020	\$220,888
8	2013	\$415,101,402	35.19%	192.63%	\$221,151,587	\$1,882,302	\$5,753,346	\$1,586,565	\$295,736
9	2014	\$436,775,044	5.22%	207.91%	\$242,825,229	\$2,066,745	\$7,205,414	\$1,742,030	\$324,715
10	2015	\$480,452,548	10.00%	238.70%	\$286,502,733	\$2,438,443	\$8,852,739	\$2,055,329	\$383,114
11	2016	\$531,475,176	10.62%	274.67%	\$337,525,361	\$2,872,648	\$10,718,756	\$2,421,314	\$451,334
12	2017	\$600,907,235	13.06%	323.62%	\$406,957,420	\$3,463,519	\$12,882,060	\$2,919,351	\$544,168
13	2018	\$673,836,843	12.14%	375.03%	\$479,887,028	\$4,084,153	\$15,334,897	\$3,442,475	\$641,679
14	2019	\$734,274,396	8.97%	417.63%	\$540,324,581	\$4,598,480	\$17,990,404	\$3,875,993	\$722,487
15	2020	\$811,191,971	10.48%	471.86%	\$617,242,156	\$5,253,052	\$20,907,238	\$4,427,723	\$825,329
16	2021	\$876,051,264	8.00%	517.58%	\$682,101,449	\$5,805,008	\$24,006,579	\$4,892,959	\$912,049
17	2022	\$1,030,544,218	17.64%	626.49%	\$836,594,403	\$7,119,751	\$27,661,668	\$6,001,137	\$1,118,614
18	2023	\$1,124,620,422	9.13%	692.81%	\$930,670,607	\$7,920,344	\$31,571,373	\$6,675,945	\$1,244,399
19	2024	\$1,156,489,728	2.83%	715.28%	\$962,539,913	\$8,191,553	\$35,459,432	\$6,904,544	\$1,287,010
20	2025	\$1,268,069,102	9.65%	793.94%	\$1,074,119,287	\$9,141,099	\$39,631,310	\$7,704,903	\$1,436,197
21	2026	\$1,302,090,138	2.68%	817.92%	\$1,108,140,323	\$9,430,620	\$43,769,783	\$7,948,936	\$1,481,685
22	2027	\$1,391,221,490	6.85%	880.76%	\$1,197,271,675	\$8,811,127	\$47,487,686	\$7,210,269	\$1,600,858
Total (2006 - 2027)						\$88,493,129	\$47,487,686	\$74,385,337	\$14,107,793
2006 NPV @ 4%						\$47,487,686	-	\$39,945,506	\$7,542,179

Appendix 5: Market Center/Stemmons Sub-District Increment Chart

PROJECTED TIF INCREMENT SCHEDULE									
Tax Year		Property Value Estimate	Property Value Growth	Comp. Value Growth	Anticipated Captured Value	Anticipated Increment Revenue	Anticipated Accumulated Revenue (NPV)	Tax Increment Revenue into TIF	Tax Increment Revenue into TIF
								CITY @ 90%	COUNTY @ 55%
Base	2013	\$87,958,090							
1	2014	\$106,973,200	21.62%	21.62%	\$19,015,110	\$154,886	\$148,929	\$136,395	\$18,490
2	2015	\$108,577,798	1.50%	23.44%	\$20,619,708	\$167,956	\$304,213	\$147,905	\$20,051
3	2016	\$189,471,907	74.50%	115.41%	\$101,513,817	\$826,871	\$1,039,298	\$728,159	\$98,712
4	2017	\$230,755,739	21.79%	162.35%	\$142,797,649	\$1,163,144	\$2,033,558	\$1,024,288	\$138,856
5	2018	\$300,655,696	30.29%	241.82%	\$212,697,606	\$1,732,507	\$3,457,553	\$1,525,680	\$206,827
6	2019	\$366,957,738	22.05%	317.20%	\$278,999,648	\$2,272,564	\$5,253,593	\$2,001,264	\$271,299
7	2020	\$423,378,882	15.38%	381.34%	\$335,420,792	\$2,732,137	\$7,329,792	\$2,405,973	\$326,163
8	2021	\$429,729,565	1.50%	388.56%	\$341,771,475	\$2,783,865	\$9,363,935	\$2,451,527	\$332,339
9	2022	\$436,175,509	1.50%	395.89%	\$348,217,419	\$2,836,370	\$11,356,732	\$2,497,764	\$338,607
10	2023	\$479,326,424	9.89%	444.95%	\$391,368,334	\$3,187,852	\$13,510,330	\$2,807,285	\$380,567
11	2024	\$486,516,320	1.50%	453.12%	\$398,558,230	\$3,246,416	\$15,619,140	\$2,858,858	\$387,558
12	2025	\$542,917,270	11.59%	517.25%	\$454,959,180	\$3,705,825	\$17,933,787	\$3,263,422	\$442,402
13	2026	\$551,061,029	1.50%	526.50%	\$463,102,939	\$3,772,159	\$20,199,248	\$3,321,837	\$450,321
14	2027	\$559,326,944	1.50%	535.90%	\$471,368,854	\$3,839,488	\$22,416,456	\$3,381,129	\$458,359
Total (2013 - 2027)						\$32,422,038	\$22,416,456	\$28,551,486	\$3,870,551
2013 NPV @ 4%						\$22,416,456	-	\$19,740,374	\$2,676,082

Appendix 6: Alexan Riveredge

Conditions of TIF Funding

- Minimum private investment of \$35 million in the project, including all land and building acquisition, site preparation, and construction hard costs.
- Development of a minimum of 250,000 square feet of residential and/or live/work or flex commercial space.
- At least 20% of the residential units will be affordable for a period of fifteen (15) years and will be disbursed both spatially within the development and among unit sizes.
- The Project shall be marketed pursuant to an Affirmative Fair Housing Marketing Plan approved by the City.

Appendix 6: Alexan Riveredge

Conditions of TIF Funding (con't)

- Obtain a building permit for the construction of the Project by June 30, 2015.
- Provide public access easements (if necessary).
- Obtain final acceptance of the TIF eligible street and infrastructure improvements by September 30, 2018.
- Complete construction and pass final building inspection by September 30, 2018.
- Execute an Operating and Maintenance Agreement for all non-standard TIF eligible improvements by September 30, 2018.

Appendix 6: Alexan Riveredge

Conditions of TIF Funding (con't)

- Owner shall make a good faith effort to comply with a Business Inclusion and Development (“BID”) goal of 25% minority/women-owned business enterprise (M/WBE) for the TIF reimbursable improvements, and 20% certified M/WBE participation for the private improvement construction and meet all reporting requirements for each.
- Submit to the Office of Economic Development a quarterly status report for ongoing work on the project.
- Construct public and private improvements that conform in design and materials to images and site plans approved by the Design District TIF Board of Directors and the Dallas City Design Studio.

Appendix 6: Alexan Riveredge

Conditions of TIF Funding (con't)

- Provide evidence that reasonable efforts were made to promote the hiring of neighborhood residents for any new jobs created.
- If necessary, minor modifications may be approved and/or project deadlines can be extended up to 6 months, subject to the Office of Economic Development Director's and Design District TIF Board approval.

Appendix 7: Maple Multi-Family Development, LLC

- Maple Multi-Family Development, LLC was formed by members of Trammell Crow Residential (TCR):
 - Ken Valach, President
 - Steve Bancroft, Senior Managing Director
 - Matt Enzler, Managing Director
- Representative experience includes the recently completed Alexan Trinity in the Oak Cliff Gateway TIF District along with extensive multi-family development experience.

Memorandum




DATE October 31, 2014

TO Members of the Economic Development Committee: Tennell Atkins (Chair),
Rick Callahan (Vice Chair), Scott Griggs, Adam Medrano, Jerry R. Allen, Lee Kleinman

SUBJECT **Oak Cliff Gateway TIF District
Plan Amendment/Bishop Arts Project**

On Monday, November 3, 2014, the Economic Development Committee will be briefed on the proposed amendments to the TIF plan and the proposed Bishop Arts Project Phase I (Oak Cliff Gateway TIF District). Briefing material is attached for your review.

Should you have any questions, please contact me.



Ryan S. Evans
First Assistant City Manager

C: The Honorable Mayor and Members of the City Council
A.C. Gonzalez, City Manager
Warren M.S. Ernst, City Attorney
Craig D. Kinton, City Auditor
Rosa A. Rios, City Secretary
Daniel F. Solis, Administrative Judge
Eric D. Campbell, Assistant City Manager
Jill A. Jordan, P.E., Assistant City Manager
Mark McDaniel, Assistant City Manager
Joey Zapata, Assistant City Manager
Jeanne Chipperfield, Chief Financial Officer
Sana Syed, Public Information Officer
Karl Zavitkovsky, Director, Office of Economic Development
J. Hammond Perot, Assistant Director, Office of Economic Development
Elsa Cantu, Assistant to the City Manager – Mayor & Council

Oak Cliff Gateway TIF District *Plan Amendment / Bishop Arts Project*

Economic Development Committee
November 3, 2014



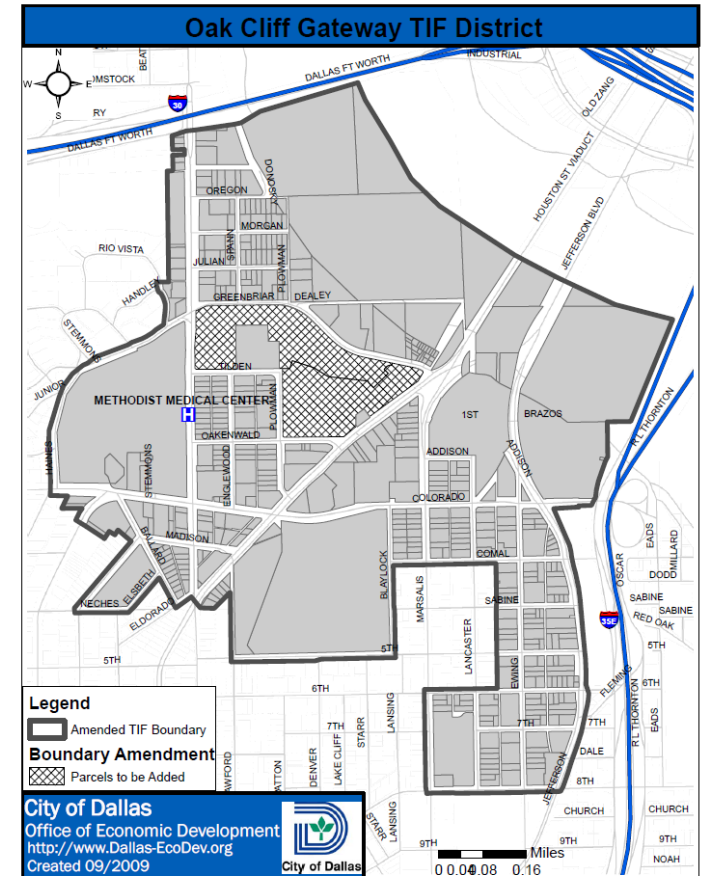
Purpose

- Provide background information on Oak Cliff Gateway TIF District
- Review proposed TIF District plan amendments
- Review Bishop Arts Phase I Project
- Obtain Economic Development Committee's approval for City Council consideration of the following:
 - Call public hearing on November 12th to amend TIF District plan
 - Conduct public hearing on December 10th to consider plan amendments
 - Bishop Arts Phase I Project incentives on December 10th

Oak Cliff Gateway TIF District

Background

- Created in 1992 to encourage development in the north Oak Cliff area of Dallas
- District was amended in 2009 to:
 - Add two parcels (previously removed) back into the district (total of 30 acres)
 - Extend term of district by 10 years
 - Decrease City participation rate from 100% to 85%
 - Decrease Dallas County's participation rate from 100% to 65%
 - Decrease other jurisdictions' participation from 100% to 0%
 - Increase total budget from \$13M total dollars to \$33M total dollars
- District is currently set to expire in 2022.



Oak Cliff Gateway TIF District

Development Projects

- **TIF projects from 1999 to 2014:**

- Walgreens (1999)
- Greenbriar Lane infrastructure (2004)
- Lake Cliff Tower (2006)
- Grand Bank building (2008)
- Bishop/Colorado retail (2009)
- Zang Triangle (2012)
- Alexan Trinity (2014)

- **Non-TIF projects from 2000 to 2014:**

- Oak Cliff Academy (2000)
- Grand Peaks at Kessler Park (2002)
- Grand Peaks at Founders Park (2004)
- Beckley Properties retail (2007)
- Trinity Townhomes (2007)
- Trinity Townhomes II (ongoing)
- Methodist Medical Center Pavilion III (2008)
- Methodist Medical Center Sammons Tower (2014)



Grand Estates at Kessler Park



Alexan Trinity



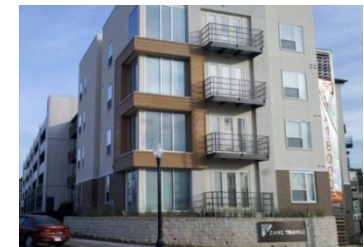
Sammons Critical Care Tower
(credit: Methodist Dallas Medical Center)



Trinity Townhomes



Lake Cliff Tower

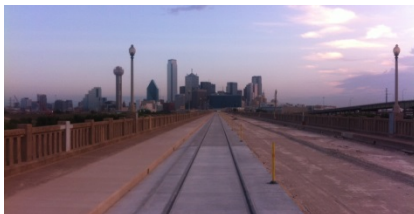


Zang Triangle

Oak Cliff Gateway TIF District

Oak Cliff Streetcar

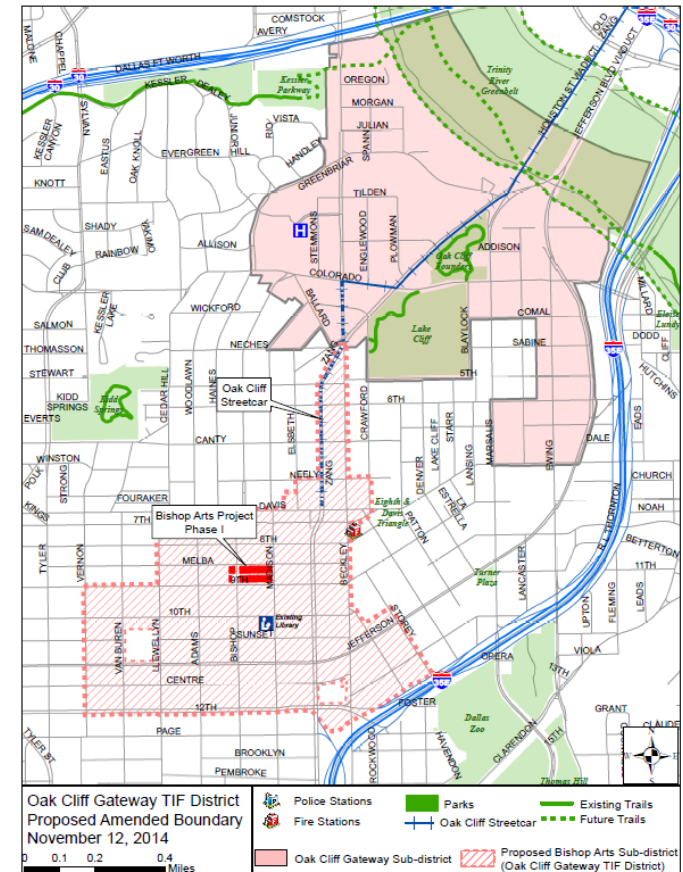
- **Streetcar background**
 - Streetcar TIGER grant project planned to connect Union Station and the Dallas Convention Center with Methodist Medical Center and the Bishop Arts area.
- **Status**
 - Phase I construction complete; first streetcar vehicle anticipated to be delivered January/February 2015. Revenue service anticipated April/May 2015.
 - Phase II extension from Methodist Hospital to Bishop Arts - construction to begin with utility relocation in January 2015. Project construction to be completed by December 31, 2015.
 - Phase III extension - Union Station/Omni Loop is proposed to begin construction in July 2015 with anticipated completion in April 2016.



Credit: Don Raines



Proposed streetcar



Oak Cliff Gateway TIF District

Current Status and Proposed Amendments

- Since 1992, taxable value in district has increased by \$120 million, including recent developments such as Zang Triangle and Alexan Trinity.
- However, district lost ground between 2008 and 2011.
- Several important properties are still available to be redeveloped, such as parcels east of Methodist Regional Medical Center, Burnett Field, and Oak Farms Dairy.
- Current expansion and extension of term of district allows time for these properties to redevelop and to capitalize on potential in district to benefit area between Bishop Arts and Jefferson corridor.
- Expansion supports proposed new Gateway zoning.
- Potential future development in existing boundary valued at over \$100M.
- Potential future development in expansion area valued at over \$200M.
- Bishop Arts Project Phase I (Bishop/Jefferson Sub-district) revitalizes under-utilized property between Bishop Arts and Jefferson Corridor.

Oak Cliff Gateway TIF District

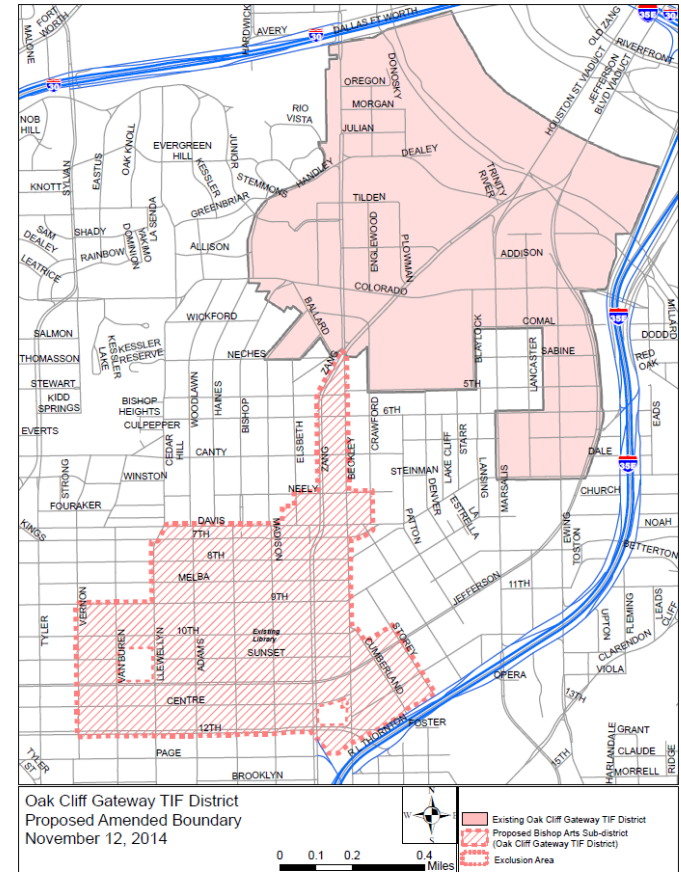
Proposed Amendments

- Following amendments recommended for district:
 - Adjust boundary – create two sub-districts: Oak Cliff Gateway (original boundary) and Bishop/Jefferson (additional 193 acres)
 - Extend termination date of District from 2022 to 2027 for the Oak Cliff Gateway Sub-district to allow the Sub-district to reach its full potential.
 - Second extension is an exception to City of Dallas TIF policy.
 - No increase in district's NPV budget.
 - Establish a termination date for Bishop/Jefferson Sub-district of December 31, 2044
 - Maintain City participation for Oak Cliff Gateway Sub-district at 85% and establish city participation in Bishop/Jefferson Sub-district at 90%
 - Request County participation for 20 years at 65% for the Bishop/Jefferson Sub-district only.
 - Authorize an amendment to participation agreement with Dallas County
 - Increase the District's total budget from \$33,432,572 total dollars to approximately \$76,665,998 total dollars (no change in NPV budget for Oak Cliff Gateway Sub-district).
 - Restructure TIF budget to consolidate and broaden categories of eligible project costs
 - Make corresponding modifications to TIF Plan

Oak Cliff Gateway TIF District

Proposed Amendments

- Creation of Sub-districts
 - Oak Cliff Gateway Sub-district – original boundary of the district
 - Bishop/Jefferson Sub-district
 - Extends south along proposed Oak Cliff Trolley route to Bishop Arts area
 - Bounded by Llewellyn Avenue and Vernon Avenue on the west, 12th Street on south; and IH-35, Storey Street, and Beckley Avenue on east.
 - Excludes established single-family residential neighborhoods; includes primarily vacant and underdeveloped properties.
 - Boundary adjustment includes input from Kidd Springs NA, Bishop Arts NA, Bishop Arts Merchants' Association, and others.
 - Redevelops vacant and under-utilized lots, aging multi-family structures, etc.



Oak Cliff Gateway TIF District

Proposed Amendments

- District's total budget will increase from approximately \$33,432,572 total dollars (\$10,066,977 NPV) to \$76,665,998 total dollars (\$28,621,027 NPV)
 - Provide a source of funding to support:
 - Additional development in the original boundary
 - Connection along streetcar line from downtown, past Bishop Arts, to Jefferson Corridor
 - Bishop Arts Project Phase I
 - Additional development in the Bishop/Jefferson Sub-district
 - Increase taxable value in expanded district to over \$1 billion.

Oak Cliff Gateway TIF District	
Category	Recommended TIF Budget (total dollars)
Oak Cliff Gateway Sub-district <ul style="list-style-type: none"> • Public Infrastructure Improvements – Streets, Streetscape, Water, Wastewater, Utility Burial, etc. • Façade Improvements • Environmental Remediation and Demolition • Pedestrian Linkages/Lighting • Economic Development Grants 	\$34,463,508
Bishop/Jefferson Sub-district <ul style="list-style-type: none"> • Public Infrastructure Improvements – Streets, Streetscape, Water, Wastewater, Utility Burial, etc. • Façade Improvements • Environmental Remediation and Demolition • Pedestrian Linkages/Lighting • Economic Development Grants 	\$38,611,351
Educational/Training Facilities	\$756,029
Administration	\$2,835,110
Total Project Costs	\$76,665,998

*In order to encourage development in the Bishop/Jefferson Sub-district, Administration expenses and Educational/Training Facilities expenses for the entire District shall be paid out of the Oak Cliff Gateway Sub-district until the Oak Cliff Gateway Sub-district expires. Remaining Administration and Educational/Training Facilities expenses shall then be paid from the Bishop/Jefferson Sub-district.

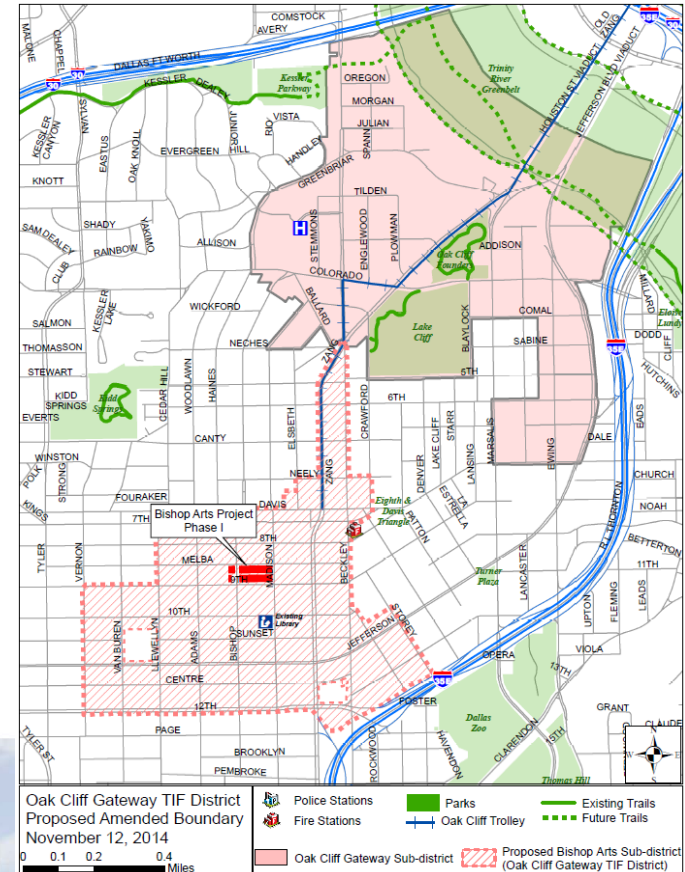
Bishop Arts Project Phase I

Description

Project Description

- Mixed use development – 218 residential units, 26,670 sf retail/restaurant/office space, parking garage
- 20% (approximately 44 units) will meet the district's affordable housing requirements and be disbursed spatially within the development and among unit sizes
- Total investment: \$42M (minimum required - \$30M)
- TIF funding - \$5M
- Start: June 2015
- Completion: December 2017
- Enhanced design and landscaping improvements
- 30 publicly-available, non-valet, parking spaces above the amount required by code

BISHOP ARTS PROJECT • East Elevation Along Bishop Ave



Bishop Arts Project Phase I

Project Description

South Elevation along 9th



North elevation along Melba



Bishop Arts Project Phase I

Proposed City Incentives

TIF funding

- \$5M in proposed TIF funding for this project will offset expenses such as environmental remediation, infrastructure improvements (wide sidewalks, street trees, pedestrian lighting), utility improvements (improved water and wastewater lines, franchise utility burial), and will include an economic development grant to offset other development costs such as structured parking and mixed income housing.
- TIF funding for the project is contingent on approval of proposed District amendment

Economic development grant funding

- In December 2010, developer received \$2M in economic development grant funding for land assemblage
- Staff recommends an additional \$2M in economic development grant funding, to be received after project completion and all requirements of the TIF development agreement have been completed.

Incentive funding from bond program

- \$4.1M in general obligation bond funding for the streets will be reprogrammed to support public infrastructure proximate to the project.

This market is unproven and this project would not be viable without funding at this level.

TIF Board Recommendations

Plan Amendment/ Bishop Arts Project Phase I

- On October 23, 2014 Oak Cliff Gateway TIF District board of directors reviewed and recommended approval of:
 - Amendments to the Oak Cliff Gateway TIF District to create a new sub-district and amend the budget in support of this project.
 - A development agreement with Bishop Arts Village LLC, and TIF funding for Bishop Arts Project Phase I in an amount not to exceed \$5,000,000, of which a portion is in the form of an economic development grant.
 - Amendments to the Oak Cliff Gateway TIF Allocation Policy to provide for the new sub-district
 - In general, funding created in each sub-district will be spent in that sub-district, with the following exception: Administrative costs and district-wide improvements will be paid out of the Oak Cliff Gateway sub-district until that sub-district's expiration.
 - Amendments to the Oak Cliff Gateway TIF Grant Program to update the geographical location of the grant program to include the new sub-district.

Strategic Importance of Proposed Plan

Plan Amendment/ Bishop Arts Project Phase I

- **District Amendment**
 - Provides time needed to provide funding for likely infrastructure needed for future planned development within original boundary
 - Additional time allows Oak Cliff Gateway Sub-district to grow to its originally intended value, spurring an additional \$100 million in private investment
 - Taxable value will increase from \$168M in 2014 to \$405M in 2027
 - At termination, approximately \$2.5 million will flow to general fund each year, as opposed to \$1.7M if not extended.
 - Inclusion of the Bishop/Jefferson Sub-district provides funding to spur more than \$200 million in private investment.
 - Taxable value will grow from \$105 million to \$659 million in 2044
 - At termination, approximately \$4.4 million will flow to general fund each year.
- **Bishop Arts Project Phase I**
 - Helps to spur additional investment in area by providing a source for comparable rental rates.
 - Sets tone for new development in area to both blend with existing architecture and increase density to area's potential.
 - Provides additional residential space to encourage new residents in Southern Dallas
 - Begins to connect Bishop Arts to Jefferson corridor

Recommendation

- Staff requests ECO Committee's approval of City Council's consideration of the following:
 - November 12, 2014 – Call a public hearing to be held on December 10, 2014, for proposed plan amendments
 - December 10, 2014 – Conduct public hearing and consider proposed plan amendments
 - December 10, 2014 – consider development agreement and related incentives for Bishop Arts Project Phase I

APPENDICES

Appendix A: Oak Cliff Gateway TIF District

TIF Budget

Oak Cliff Gateway TIF District			
Category	Estimated TIF Expenditures (Current dollars)	Allocated	Balance
Oak Cliff Gateway Sub-district *Public Infrastructure Improvements – Streets, Streetscape, Water, Wastewater, Utility Burial, etc. *Façade Improvements *Environmental Remediation and Demolition *Pedestrian Linkages/Lighting *Economic Development Grants	\$34,463,508	\$18,319,760	\$16,143,748
Bishop/Jefferson Sub-district *Public Infrastructure Improvements – Streets, Streetscape, Water, Wastewater, Utility Burial, etc. *Façade Improvements *Environmental Remediation and Demolition *Pedestrian Linkages/Lighting *Economic Development Grants	\$38,611,351	\$5,000,000	\$33,611,351
Educational/Training Facilities	\$756,029	0	\$756,029
Administration	\$2,835,110	\$700,461	\$2,134,649
Total Project Costs	\$76,665,998	\$24,020,221	\$52,645,777
<i>Budget shown in total dollars and based on proposed 2014 amendments and district extension. Amount allocated for Bishop/Jefferson Sub-district includes proposed Bishop Arts Project Phase I. Administration allocation is as of FY 2013.</i>			
<i>All values are estimated expenditures based on annual TIF project costs. These values depend on the timing of projects and will fluctuate.</i>			

Appendix B: Oak Cliff Gateway TIF District TIF Increment Chart – Oak Cliff Gateway Sub-district

Projected TIF Increment Schedule									
Tax Year		Net Taxable	Captured	Tax	Accumulated	Tax	Tax	Tax	Tax
	tax	Assessed	Appraised	Increment	Net	Increment	Increment	Increment	Increment
	Year	Value	Value	Revenue	Present	Revenue	Revenue	Revenue	Revenue
		City	City	Total Dollars	Value	City	Dallas County	DCHD	DCCCD
Base Year	1992	\$38,570,128							
1	1993	\$38,245,158	(\$324,970)	\$0	\$0	\$0	\$0	\$0	\$0
2	1994	\$38,099,602	\$129,564	\$0	\$0	\$0	\$0	\$0	\$0
3	1995	\$38,323,980	(\$246,148)	\$0	\$0	\$0	\$0	\$0	\$0
4	1996	\$39,118,366	\$548,238	\$0	\$0	\$0	\$0	\$0	\$0
5	1997	\$41,514,962	\$2,944,834	\$59,146	\$44,722	\$19,189	\$5,919	\$5,471	\$1,472
6	1998	\$43,746,236	\$5,176,108	\$103,331	\$118,606	\$33,598	\$10,207	\$9,312	\$2,588
7	1999	\$45,659,848	\$7,089,720	\$142,199	\$214,752	\$47,324	\$13,868	\$13,868	\$3,566
8	2000	\$51,431,069	\$12,860,941	\$266,401	\$385,083	\$85,847	\$25,188	\$32,641	\$6,444
9	2001	\$54,818,286	\$16,248,158	\$339,026	\$590,062	\$108,456	\$31,827	\$41,245	\$9,771
10	2002	\$56,761,977	\$18,191,849	\$385,383	\$810,400	\$127,307	\$35,636	\$46,181	\$10,947
11	2003	\$52,797,457	\$14,227,329	\$260,649	\$951,319	\$85,116	\$24,785	\$30,875	\$9,496
12	2004	\$55,421,996	\$16,851,868	\$324,311	\$1,117,124	\$111,266	\$30,582	\$36,950	\$11,695
13	2005	\$57,308,839	\$18,738,711	\$412,881	\$1,316,733	\$138,985	\$40,039	\$47,546	\$15,336
14	2006	\$60,675,614	\$22,105,486	\$485,923	\$1,538,881	\$161,193	\$47,284	\$56,148	\$17,905
15	2007	\$76,125,212	\$37,555,084	\$772,572	\$1,872,871	\$256,776	\$84,545	\$87,155	\$27,649
16	2008	\$95,665,708	\$57,095,580	\$1,212,775	\$2,368,657	\$402,920	\$129,094	\$136,763	\$43,384
17	2009	\$104,589,616	\$66,019,488	\$1,453,846	\$2,930,677	\$469,662	\$150,499	\$167,588	\$53,176
New Base		\$40,097,623							
18	2010	\$98,972,493	\$58,874,870	\$1,374,736	\$3,433,219	\$469,233	\$143,015	\$159,429	\$55,978
19	2011	\$95,104,431	\$55,006,808	\$1,270,510	\$3,872,408	\$433,545	\$132,142	\$147,357	\$51,697
20	2012	\$139,484,827	\$99,387,204	\$2,397,184	\$4,656,007	\$811,126	\$272,455	\$275,705	\$97,671
1	2013	\$153,397,659	\$113,300,036	\$946,511	\$4,948,582	\$767,551	\$178,960	\$0	\$0
2	2014	\$168,670,265	\$128,572,642	\$1,074,179	\$5,262,567	\$871,015	\$203,164	\$0	\$0
3	2015	\$211,862,113	\$171,764,490	\$1,435,032	\$5,659,222	\$1,163,619	\$271,414	\$0	\$0
4	2016	\$229,017,976	\$188,920,353	\$1,578,363	\$6,071,774	\$1,279,841	\$298,522	\$0	\$0
5	2017	\$250,888,516	\$210,790,893	\$1,428,003	\$6,424,729	\$1,428,003	\$0	\$0	\$0
6	2018	\$258,415,171	\$218,317,548	\$1,478,992	\$6,770,410	\$1,478,992	\$0	\$0	\$0
7	2019	\$266,167,626	\$226,070,003	\$1,531,511	\$7,108,904	\$1,531,511	\$0	\$0	\$0
8	2020	\$274,152,655	\$234,055,032	\$1,585,606	\$7,440,298	\$1,585,606	\$0	\$0	\$0
9	2021	\$339,766,635	\$299,669,012	\$2,030,108	\$7,841,523	\$2,030,108	\$0	\$0	\$0
10	2022	\$349,959,634	\$309,862,011	\$2,099,160	\$8,233,837	\$2,099,160	\$0	\$0	\$0
1	2023	\$360,458,423	\$320,360,800	\$2,170,284	\$8,617,390	\$2,170,284	\$0	\$0	\$0
2	2024	\$371,272,175	\$331,174,552	\$2,243,542	\$8,992,330	\$2,243,542	\$0	\$0	\$0
3	2025	\$382,410,341	\$342,312,718	\$2,318,998	\$9,358,808	\$2,318,998	\$0	\$0	\$0
4	2026	\$393,882,651	\$353,785,028	\$2,396,717	\$9,716,974	\$2,396,717	\$0	\$0	\$0
5	2027	\$405,699,130	\$365,601,507	\$2,476,767	\$10,066,977	\$2,476,767	\$0	\$0	\$0
				\$38,054,647	\$10,066,977	\$29,603,257	\$2,129,144	\$1,294,232	\$418,776

Appendix C: Oak Cliff Gateway TIF District TIF Increment Chart - Bishop/Jefferson Sub-District

Oak Cliff Gateway TIF District Increment Collection Chart - Bishop/Jefferson Village Sub-district								
Tax Year	Property Value Estimate	Anticipated Captured Value	Tax Increment Revenue City	Tax Increment Revenue (NPV) City	Tax Increment Revenue Dallas County	Tax Increment Revenue (NPV) Dallas County	Tot. Anticipated Increment Revenue	Tot. Anticipated Accumulated Revenue (NPV)
2014	\$105,400,615							
2015	\$108,562,633	\$3,162,018	\$22,681	\$21,448	\$4,996	\$4,725	\$27,678	\$26,173
2016	\$111,819,512	\$6,418,897	\$46,043	\$62,620	\$10,143	\$13,795	\$56,186	\$76,414
2017	\$121,365,483	\$15,964,868	\$114,516	\$159,453	\$25,227	\$35,126	\$139,743	\$194,579
2018	\$150,832,881	\$45,432,266	\$325,886	\$420,035	\$71,790	\$92,530	\$397,675	\$512,565
2019	\$207,092,304	\$101,691,689	\$729,434	\$971,584	\$160,688	\$214,032	\$890,123	\$1,185,616
2020	\$260,007,296	\$154,606,681	\$1,108,994	\$1,764,536	\$244,302	\$388,712	\$1,353,295	\$2,153,248
2021	\$281,128,987	\$175,728,372	\$1,260,500	\$2,616,812	\$277,677	\$576,461	\$1,538,177	\$3,193,273
2022	\$304,455,774	\$199,055,159	\$1,427,823	\$3,529,729	\$314,537	\$777,569	\$1,742,360	\$4,307,297
2023	\$313,589,447	\$208,188,832	\$1,493,338	\$4,432,619	\$328,970	\$976,468	\$1,822,308	\$5,409,086
2024	\$350,337,447	\$244,936,832	\$1,756,932	\$5,437,121	\$387,037	\$1,197,751	\$2,143,969	\$6,634,872
2025	\$375,959,851	\$270,559,236	\$1,940,721	\$6,486,372	\$427,524	\$1,428,892	\$2,368,246	\$7,915,263
2026	\$387,238,647	\$281,838,032	\$2,021,624	\$7,519,932	\$445,346	\$1,656,576	\$2,466,971	\$9,176,508
2027	\$398,855,806	\$293,455,191	\$2,104,954	\$8,537,581	\$463,703	\$1,880,755	\$2,568,657	\$10,418,336
2028	\$410,821,480	\$305,420,865	\$2,190,784	\$9,539,134	\$482,611	\$2,101,389	\$2,673,395	\$11,640,523
2029	\$423,146,125	\$317,745,510	\$2,279,189	\$10,524,448	\$502,086	\$2,318,445	\$2,781,274	\$12,842,893
2030	\$435,840,509	\$330,439,894	\$2,370,245	\$11,493,411	\$522,145	\$2,531,899	\$2,892,390	\$14,025,311
2031	\$448,915,724	\$343,515,109	\$2,464,034	\$12,445,945	\$542,805	\$2,741,734	\$3,006,839	\$15,187,679
2032	\$462,383,196	\$356,982,581	\$2,560,636	\$13,381,999	\$564,086	\$2,947,939	\$3,124,722	\$16,329,938
2033	\$476,254,691	\$370,854,076	\$2,660,136	\$14,301,552	\$586,005	\$3,150,509	\$3,246,141	\$17,452,061
2034	\$490,542,332	\$385,141,717	\$2,762,622	\$15,204,607	\$608,582	\$3,349,444	\$3,371,203	\$18,554,050
2035	\$505,258,602	\$399,857,987	\$0	\$15,204,607	\$0	\$0	\$0	\$18,554,050
2036	\$520,416,360	\$415,015,745	\$0	\$15,204,607	\$0	\$0	\$0	\$18,554,050
2037	\$536,028,851	\$430,628,236	\$0	\$15,204,607	\$0	\$0	\$0	\$18,554,050
2038	\$552,109,716	\$446,709,101	\$0	\$15,204,607	\$0	\$0	\$0	\$18,554,050
2039	\$568,673,008	\$463,272,393	\$0	\$15,204,607	\$0	\$0	\$0	\$18,554,050
2040	\$585,733,198	\$480,332,583	\$0	\$15,204,607	\$0	\$0	\$0	\$18,554,050
2041	\$603,305,194	\$497,904,579	\$0	\$15,204,607	\$0	\$0	\$0	\$18,554,050
2042	\$621,404,350	\$516,003,735	\$0	\$15,204,607	\$0	\$0	\$0	\$18,554,050
2043	\$640,046,480	\$534,645,865	\$0	\$15,204,607	\$0	\$0	\$0	\$18,554,050
2044	\$659,247,875	\$553,847,260	\$0	\$15,204,607	\$0	\$0	\$0	\$18,554,050
Totals		\$553,847,260	\$31,641,092		\$6,970,259	\$2,318,445	\$38,611,351	\$18,554,050

Appendix D: Bishop Arts Project Phase I

Project Funding Sources and Uses

Funding Source	Amount		Use
Private Equity	\$14,884,061	35%	Acquisition and Construction
Construction Loan	\$27,641,826	65%	Construction
Total	\$42,525,887		

Appendix E: Bishop Arts Project Phase I

Project Increment Chart

PROJECTED TIF INCREMENT SCHEDULE - BISHOP ARTS PROJECT PHASE I										
Tax Year		Property Value Total	Cumulative Prop Val Growth	Anticipated Captured Value	Part'n Rate City	TIF Contribution City	Part'n Rate County	TIF Contribution Dallas County	Total TIF Contribution	TOTAL TIF 2014 NPV @ 4.00%
Base	2014	\$2,086,148								
1	2015	\$2,117,440	129.4%	\$31,292	90%	\$224	65%	\$49	\$275	\$264
2	2016	\$2,149,202	132.8%	\$63,054	90%	\$452	65%	\$100	\$553	\$775
3	2017	\$2,181,440	158.1%	\$95,292	90%	\$684	65%	\$151	\$835	\$1,517
4	2018	\$28,910,180	191.2%	\$26,824,032	90%	\$192,409	65%	\$42,386	\$234,795	\$202,221
5	2019	\$29,343,833	255.3%	\$27,257,685	90%	\$195,519	65%	\$43,071	\$238,591	\$398,326
6	2020	\$29,783,990	539.1%	\$27,697,842	90%	\$198,677	65%	\$43,767	\$242,444	\$589,933
7	2021	\$30,230,750	610.9%	\$28,144,602	90%	\$201,881	65%	\$44,473	\$246,355	\$777,142
8	2022	\$30,684,211	777.9%	\$28,598,063	90%	\$205,134	65%	\$45,189	\$250,324	\$960,051
9	2023	\$31,144,474	869.4%	\$29,058,326	90%	\$208,435	65%	\$45,917	\$254,353	\$1,138,756
10	2024	\$31,611,641	948.6%	\$29,525,493	90%	\$211,786	65%	\$46,655	\$258,442	\$1,313,350
11	2025	\$32,085,816	964.3%	\$29,999,668	90%	\$215,188	65%	\$47,404	\$262,592	\$1,483,925
12	2026	\$32,567,103	980.3%	\$30,480,955	90%	\$218,640	65%	\$48,164	\$266,805	\$1,650,570
13	2027	\$33,055,610	1039.0%	\$30,969,462	90%	\$222,144	65%	\$48,936	\$271,081	\$1,813,375
14	2028	\$33,551,444	1086.8%	\$31,465,296	90%	\$225,701	65%	\$49,720	\$275,421	\$1,972,423
15	2029	\$34,054,716	1104.6%	\$31,968,568	90%	\$229,311	65%	\$50,515	\$279,826	\$2,127,801
16	2030	\$34,565,536	1122.6%	\$32,479,388	90%	\$232,975	65%	\$51,322	\$284,298	\$2,279,590
17	2031	\$35,084,019	1141.0%	\$32,997,871	90%	\$236,694	65%	\$52,142	\$288,836	\$2,427,870
18	2032	\$35,610,280	1159.6%	\$33,524,132	90%	\$240,469	65%	\$52,973	\$293,442	\$2,572,722
19	2033	\$36,144,434	1178.5%	\$34,058,286	90%	\$244,300	65%	\$53,817	\$298,118	\$2,714,221
20	2034	\$36,686,600	1197.6%	\$34,600,452	90%	\$248,189	65%	\$54,674	\$302,864	\$2,852,444
21	2035	\$37,236,899	1217.1%	\$35,150,751	90%	\$252,136	0%	\$0	\$252,136	\$2,963,090
22	2036	\$37,795,453	1236.9%	\$35,709,305	90%	\$256,143	0%	\$0	\$256,143	\$3,071,171
23	2037	\$38,362,385	1256.9%	\$36,276,237	90%	\$260,209	0%	\$0	\$260,209	\$3,176,745
24	2038	\$38,937,821	1277.3%	\$36,851,673	90%	\$264,337	0%	\$0	\$264,337	\$3,279,868
25	2039	\$39,521,888	1297.9%	\$37,435,740	90%	\$268,527	0%	\$0	\$268,527	\$3,380,597
26	2040	\$40,114,716	1318.9%	\$38,028,568	90%	\$272,779	0%	\$0	\$272,779	\$3,478,986
27	2041	\$40,716,437	1340.2%	\$38,630,289	90%	\$277,095	0%	\$0	\$277,095	\$3,575,087
28	2042	\$41,327,183	1361.8%	\$39,241,035	90%	\$281,476	0%	\$0	\$281,476	\$3,668,953
29	2043	\$41,947,091	1383.7%	\$39,860,943	90%	\$285,923	0%	\$0	\$285,923	\$3,760,634
30	2044	\$42,576,298	1406.0%	\$40,490,150	90%	\$290,436	0%	\$0	\$290,436	\$3,850,181
						\$6,437,871		\$821,425	\$7,259,309	
2014 NPV						\$3,335,240		\$514,932	\$3,850,181	

Appendix F: Bishop Arts Project Phase I

Site Layout and Landscaping

BISHOP ARTS PROJECT • Illustrative Site Plan Phase I



SITE PLAN LEGEND

- ① SPECIMEN TREE IN PLANTER
SEE TREE SELECTION BELOW
- ② STREET TREE IN OPEN WELL
SEE TREE SELECTION BELOW
- ③ CONCRETE SIDEWALK
COLOR: NATURAL GRAY
FINISH: LIGHT BROOM FINISH
PERPENDICULAR TO BUILDINGS
- ④ PRECAST CONCRETE PAVERS
TO MATCH EXISTING PAVERS ON BISHOP AVENUE
- ⑤ BRICK PAVING
TO MATCH EXISTING BRICKS ON BISHOP AVENUE
- ⑥ LIGHT POLE
MANUFACTURER: TARGETTI POULSEN USA, INC.
MODEL: TO MATCH COMMERCE STREET, JOB #20316
FINISH: RAL 9005/ANTI-GRAFFITI
SIZE: 14.5 FT
INSTALLATION: REF. MANUFACTURER'S SPEC.S
CONTACT: (P) 954-349-2525; (F) 954-349-2550
- ⑦ BOLLARDS AT 7'-0" O.C.

DEVELOPMENT ACCENT MATERIALS:
DECOMPOSED GRANITE BLUESTONE
FLAGSTONE LIMESTONE

TREE MIX SELECTION



AMERICAN SWEETGUM
Liquidambar styraciflua



CHINESE PISTACHE
Pistacia chinensis



SHUMARD RED OAK
Quercus shumardi



LIVE OAK
Quercus virginiana



BURR OAK
Quercus macrocarpa



LACEBARK ELM
Ulmus parvifolia



CEDAR ELM
Ulmus crassifolia



CHINQUAPIN OAK
Quercus muhlenbergii

BIKE RACK
MANUFACTURER: LANDSCAPE FORMS
MODEL: RIDE
INSTALLATION: REF. MANUFACTURER'S SPEC.S
CONTACT: LARA MOFFAT (800) 430-6206 X1309;
WWW.LANDSCAPEFORMS.COM

TABLE AND CHAIRS
MANUFACTURER: LANDSCAPE FORMS
MODEL: CHIPMAN
INSTALLATION: REF. MANUFACTURER'S SPEC.S
CONTACT: LARA MOFFAT (800) 430-6206 X1309;
WWW.LANDSCAPEFORMS.COM

LITTER RECEPTACLE
MANUFACTURER: LANDSCAPE FORMS
MODEL: POE
INSTALLATION: REF. MANUFACTURER'S SPEC.S
CONTACT: LARA MOFFAT (800) 430-6206 X1309;
WWW.LANDSCAPEFORMS.COM

BENCH
MANUFACTURER: LANDSCAPE FORMS
MODEL: AUSTIN
INSTALLATION: REF. MANUFACTURER'S SPEC.S
CONTACT: LARA MOFFAT (800) 430-6206 X1309;
WWW.LANDSCAPEFORMS.COM

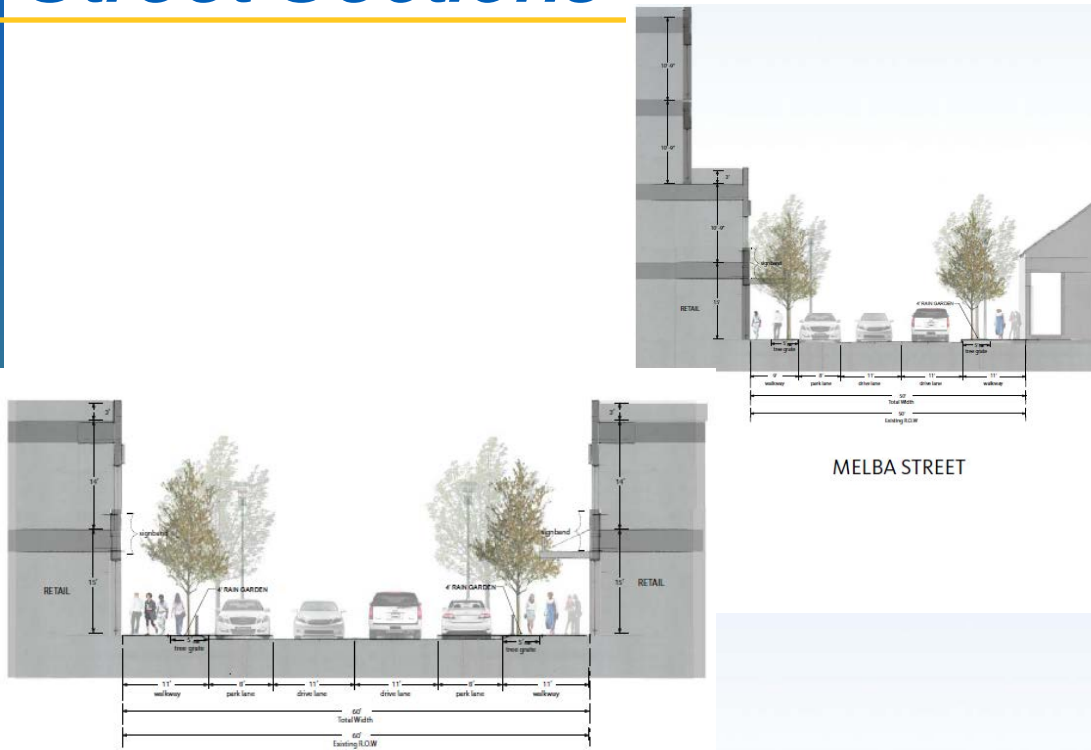
Exxir Development

Bishop Arts - Garden District | October 23, 2014 | 4

JHP studioOutside Gensler

Appendix G: Bishop Arts Project Phase I

Street Sections

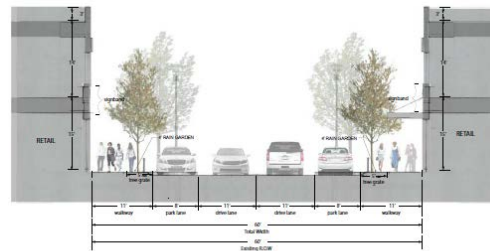


MELBA STREET

BISHOP AVENUE



MADISON AVENUE



9TH STREET
23

Appendix H: Bishop Arts Project Phase I

Conditions of TIF Funding

- Minimum private investment of \$30,000,000 for the project (acquisition, construction and construction related soft costs)
- Redevelopment of project shall include:
 - Minimum 180,000 square feet of residential space
 - Minimum 20,000 square feet of retail/restaurant/commercial space
 - Minimum of 30 publicly-accessible, non-valet, off-street parking spaces above the amount required by code shall be provided within the Property or nearby
 - Plaza and open space improvements
- Submit a building permit application for the project by June 30, 2015
- Fund construction for the project by September 30, 2015
- Obtain a certificate of occupancy (CO) for the residential portion of the project by December 31, 2017.
- Complete construction and pass final building inspection for the commercial portion by December 31, 2017

Appendix H: Bishop Arts Project Phase I

Conditions of TIF Funding (Continued)

- Obtain final acceptance of non-bond-funded public infrastructure improvements associated with the project by the CO date
- Execute an operating and maintenance agreement for public infrastructure improvements associated with the project by December 31, 2017 , for a period of 20 years
- At least 20% of the residential units (approximately 44 units) will be affordable for a period of fifteen (15) years and will be disbursed both spatially within the development and among unit sizes
- A minimum of at least 50% of commercial space, not including office lobby space, must be occupied prior to TIF reimbursement and economic development grant payment
- Provide public access easements (for a term to be negotiated)
- TIF reimbursement for the project is subject to City Council's approval of boundary amendment to expand the Oak Cliff Gateway TIF District

Appendix H: Bishop Arts Project Phase I

Conditions of TIF Funding (Continued)

- Owner shall submit to Director of the OED a quarterly status report for ongoing work on project, as well as public improvements. Status reports will be due once every three months after Council approval date
- Owner will make good faith efforts to comply with the Business Inclusion and Development (“BID”) goals of twenty-five percent (25%) Minority/Women-owned Business Enterprise (M/WBE) participation for TIF reimbursable improvements, and ten percent (10%) certified M/WBE participation for the remainder of the project construction expenditures, not including land acquisition or soft costs, and meet all reporting requirements for each
- If necessary, project deadline can be extended up to 6 months, subject to the Office of Economic Development Director’s and Oak Cliff Gateway TIF District Board of Directors’ approval.

Appendix I: Project Requirements/Other Information

Bishop Arts Project Phase I	
Minimum Residential space	180,000
Minimum retail space	20,000
Required private investment	\$30,000,000
Expected total project cost	\$42,525,887
TIF funding	\$5,000,000
ED grant assistance	\$4,000,000
% public funds to total project cost	21.1%
Return on cost without public assistance	5.60%
Return on cost with public assistance	7.11%
Deadline to apply for building permit	6/30/2015
Deadline to obtain final CO	12/31/2017

Appendix J: Bishop Arts Project Phase I

Project Proforma

Project name	Bishop Arts Project Phase I		
Project location	SEQ Bishop Ave. and Melba St.		
Project type	mixed use		
Construction start date	6/30/2015		
Construction finish date	12/31/2017		
Use breakdown			
	Net SF	Gross SF	
Residential	171,518	222,750	
Commercial	26,671	29,634	
Project Costs		Income (Annual)	
Acquisition & demolition	\$7,008,347	Residential Rental Income	\$3,604,841
Hard Cost	\$26,545,946	plus misc income	\$154,291
Soft Cost	\$7,371,553	plus commercial space	\$702,463
Public costs	\$1,600,041	less vacancy	-\$585,612
Total Project Cost (incl. public)	\$42,525,887	less expenses	-\$1,493,121
		NOI (w/o City \$)	\$2,382,862
Total Project Cost (incl. public)	\$42,525,887	Return on Cost Analysis	
TIF assistance	\$5,000,000	NOI/Total Project Costs	
ED Grant assistance	\$4,000,000	Return on Cost (no City \$)	5.60%
Total Project Cost (with City \$)	\$33,525,887	Return on Cost (with City \$)	7.11%

Appendix K: Bishop Arts Project Phase I

Development Team – Bishop Arts Village LLC

- Bishop Arts Village LLC is an affiliate of Exxir Capital
 - Exxir - family-owned real estate company in Texas since 1991. In 2000 Exxir acquired 20+ acres across 3 infill sites in Uptown and the Bishop Arts District with the aim of delivering top-class, beautifully designed urban, infill mixed-use projects.
 - Exxir maintains a local management and development office in Dallas and finances all transactions through its own resources. Its local development team has delivered 900+ multi-family units within Dallas County in the last decade, the majority with LEED certification, and it directly owns and operates an additional 850+ units.
 - Exxir and its development team have an average of over 25 years of real estate experience and have transacted over 9 million square feet in the past decade alone. They have participated in the development of innovative, high-quality projects across the United States and England including projects in New York, London and Santa Barbara in addition to markets like Phoenix, Dallas, and Nashville.

Appendix K: Bishop Arts Project Phase I

Development Team – Bishop Arts Village LLC

- Farrokh Nazerian, Principal/President - Exxir Capital, LLC
 - Farrokh has over 35 years' experience in businesses spanning real estate, international trading and finance. Real estate investor and developer in London before moving to the US
- Michael Nazerian, COO - Exxir Capital, LLC
 - Resident of Dallas since 2006. Oversees day to day operations of Exxir Capital's acquisitions, property management and development divisions. His staff of 30 manage over \$75m in commercial assets. Michael's specialty is acquisition and preparation of the challenging, highly-sought after urban development sites. Assembled more than 30 parcels from over 20 sellers in Bishop Arts. Involved in the Bishop Arts community since 2008 as a member of the Bishop-Davis Land Use initiative and the Bishop Arts Foundation.
- Thea Van Loggerenberg, Project Manager – Exxir Capital, LLC
 - Manages and directs new construction projects for Exxir Capital LLC, overseeing and coordinating strategic acquisitions, financing, design and construction. With over 17 years' experience in the construction industry practicing as a licensed architect, she designed, secured state funding and managed large scale commercial, educational, and civic projects in California and more recently in Dallas, Texas.
- Eric Little - President
 - 15 years' experience in commercial and multifamily construction. Has managed construction of over 3,000 apartments, including the 464 unit Belmont Apartments, completed in 2008 and the first LEED Silver multifamily community in North Texas.

Memorandum



DATE October 31, 2014

TO Members of the Economic Development Committee: Tennell Atkins (Chair),
Rick Callahan (Vice Chair), Scott Griggs, Adam Medrano, Jerry R. Allen, Lee Kleinman

SUBJECT **Community Loan Center of Dallas**
A Low-Cost Alternative to Payday & Auto Title Loans for Dallas County

On Monday, November 3, 2014, the Economic Development Committee will be briefed on Community Loan Center of Dallas A Low-Cost Alternative to Payday & Auto Title Loans for Dallas County. The briefing will include information presented by Rosa Rios Valdez, President and CEO of Business & Community Lenders (BCL) of Texas. Briefing is attached for your review.

Should you have any questions, please contact me at (214) 670-3296.



Ryan S. Evans
First Assistant City Manager

c: Honorable Mayor and Members of City Council
A.C. Gonzalez, City Manager
Warren M.S. Ernst, City Attorney
Craig D. Kinton, City Auditor
Rosa A. Rios, City Secretary
Daniel F. Solis, Administrative Judge
Jill A. Jordan, P.E., Assistant City Manager
Joey Zapata, Assistant City Manager
Eric D. Campbell, Assistant City Manager
Mark McDaniel, Assistant City Manager
Jeanne Chipperfield, Chief Financial Officer
Sana Syed, Public Information Officer
Karl Zavitkovsky, Director, Office of Economic Development
J. Hammond Perot, Assistant Director, Office of Economic Development
Elsa Cantu, Assistant to the City Manager



COMMUNITY LOAN CENTER
OF DALLAS
Affordable Small Dollar Loans

A LOW-COST ALTERNATIVE TO PAYDAY &
AUTO TITLE LOANS FOR DALLAS COUNTY

Economic Development Committee
November 3, 2014

*Rosa Rios Valdez, CEO
Community Loan Center of Dallas,
a program of Business & Community Lenders (BCL) of Texas*



BCL of Texas
Business & Community Lenders

The Toll of Payday & Auto Title Loans in Texas



Texas is one of 27 states with permissive lending regulations.

Texan borrowers get larger loans and pay higher fees than consumers in the nation as a whole.



3,590

Payday and Auto Title Lenders



\$1.47 Billion

Fees charged



36,800

Cars repossessed

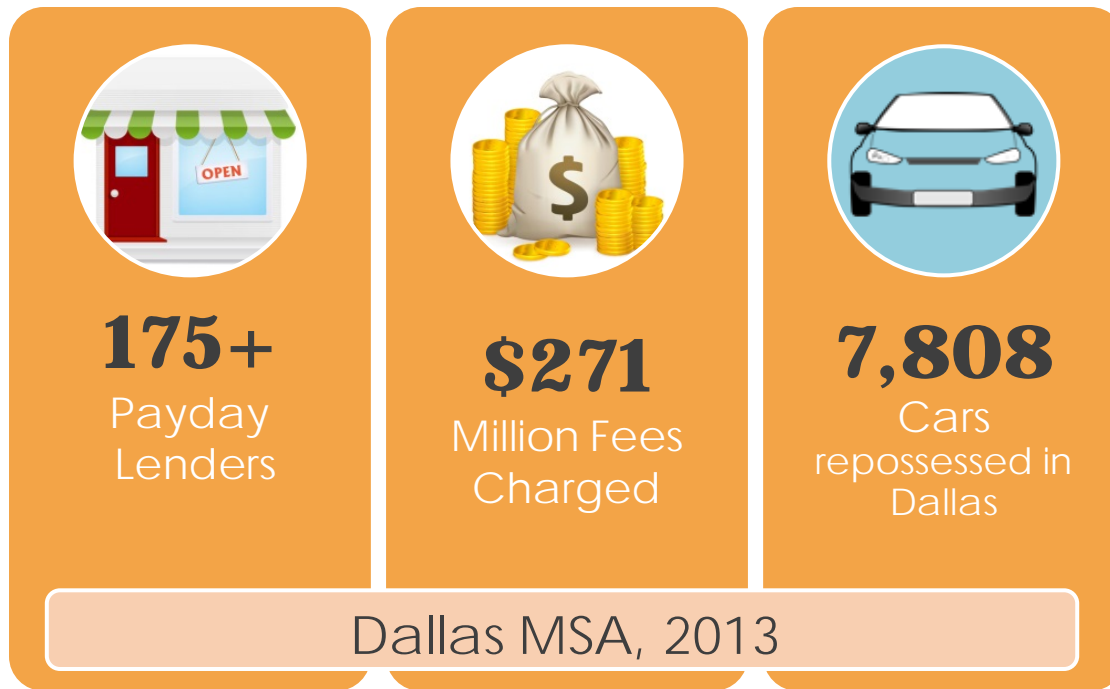
\$5.9 Billion

The industry of payday and auto-title lending in our state

Sources: Center for Public Policy Priorities; Texas Tribune



The Toll of Payday & Auto Title Loans in Dallas



Source: Center for Public Policy Priorities; The Texas Tribune



A \$1,000 loan costs
the borrower
\$775 in fees



Why is Dallas vulnerable to payday lenders?

- ▶ A 2012 CFED study reports that **39%** of the City of Dallas populations are households in **asset poverty**.
- ▶ The City of Dallas population is **68% minority** compared to 30% in the U.S. and the Dallas **income poverty rate is two times higher** than the U.S. income poverty rate.
- ▶ The number of **Dallas unbanked households is two times higher** (15.6% vs 7.7%) than U.S. unbanked households. The **homeownership rate** of Dallas families is **21% lower** than the U.S. homeownership rate and the **uninsured rate** for Dallas low income families is **50.4%**.



Problems with payday loans

- ▶ **Targets.** Borrowers tend to be low-income, young, people of color, females, renters, separated or divorced. Payday lending storefronts are more likely to locate in neighborhoods of color.
- ▶ **Lack of underwriting for affordability.** The payday lending business model depends on borrowers' inability to afford their loan and their subsequent need to borrow—paying more fees—multiple times.
- ▶ **High fees.** Payday lenders typically charge the maximum possible rate allowed in a state. As a result, the annual percentage rate (APR) on payday loans is often 400% or higher.
- ▶ **Short-term due date.** Most borrowers cannot repay their payday loan principal within a two-week period—let alone the principal plus a fee. In fact, some payday lenders offer a “free” first payday loan with no fee, knowing that borrowers who cannot afford to repay the principal in two weeks will incur many repeat borrowings and fees in subsequent pay periods.

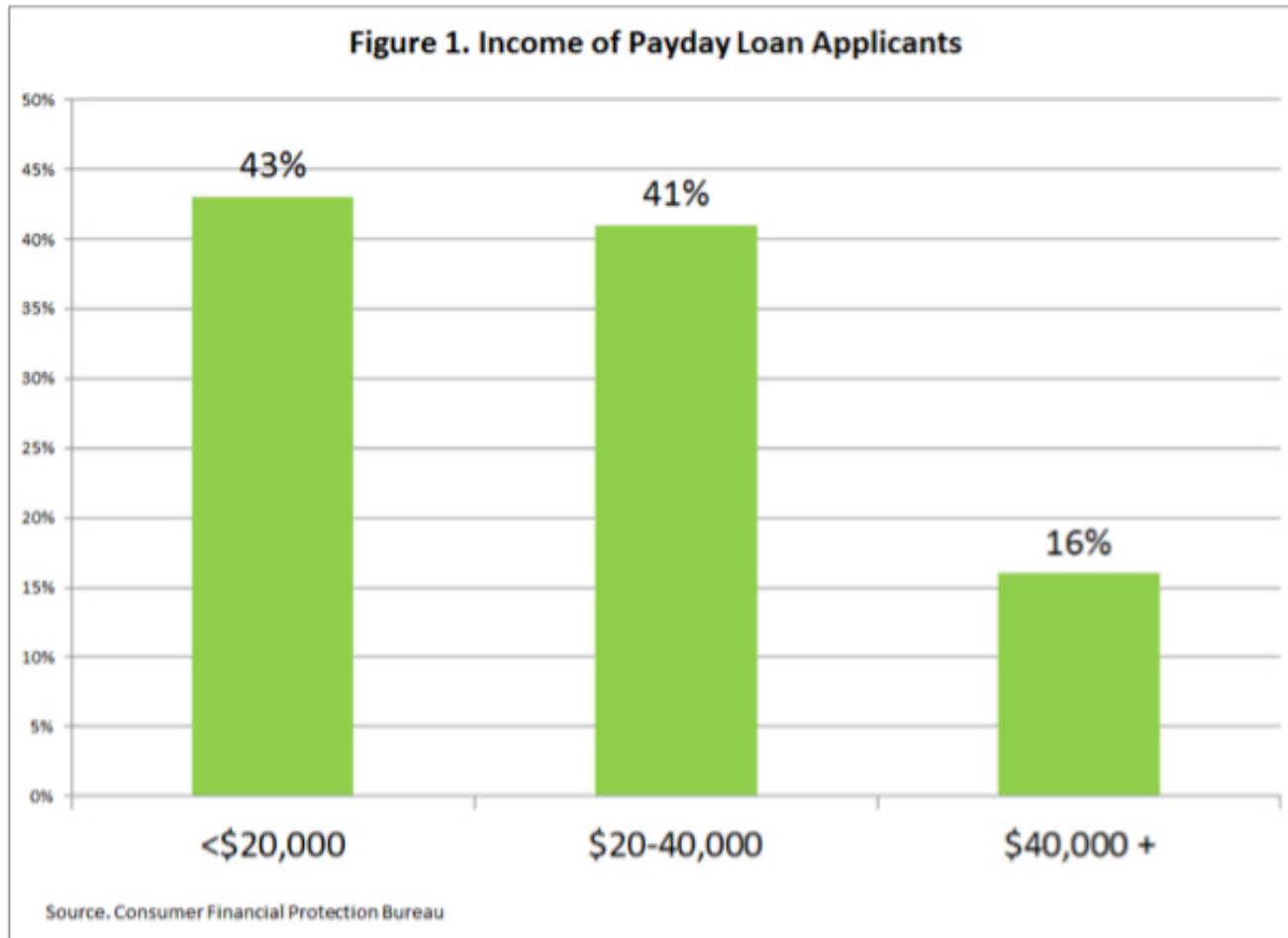


Problems with payday loans, continued

- ▶ **Borrowing cycle.** Rapid re-borrowing indicates that very few borrowers can clear a monthly borrowing cycle without borrowing again. According to CFED, 80% of borrowers will renew the first loan.
- ▶ **Lack of transparency.** In a time of business transparency, Texas payday lenders, a \$3 billion lending industry, now operate as “credit services organizations” (CSO’s), a model that carries few restrictions. CSO’s continue the practice of excessive fees and interest rates, loan flipping, aggressive and deceptive marketing to uninformed consumers without regard to the borrower’s ability to repay.



Income of Payday Loan Borrowers



The BCL of Texas Solution: The *Community Loan Center of Dallas*

▶ **Market-Based Approach**

- ▶ Fairly priced small-dollar loans with reasonable terms
- ▶ Direct competition to high costs lenders
- ▶ Employer based loan to workers

▶ **Sustainable and Scalable**

- ▶ Need a program that can outgrow the need for subsidy and generate revenues
- ▶ Program designed to be replicated across state and beyond



Community Loan Center

Terms

- ▶ \$1,000 Loan maximum *(or up to half of borrower's monthly gross pay)*
- ▶ One-year loan term
- ▶ 18% Interest *(21.83% APR)*
- ▶ \$20 Origination fee *(no other fees)*
- ▶ No collateral or credit check
- ▶ No prepayment penalties
- ▶ Reports to credit bureaus



Pilot Program Successes-

Community Loan Center of the Rio Grande Valley

- ▶ 792 Loans in first year 2011, of operation in Brownsville
- ▶ Active at 55 employers covering over 12,000 employees
- ▶ 5% Loan Loss
- ▶ Originated over \$3 million to date
- ▶ Saved borrowers over \$2 million in fees and interest



Projections: \$1 Million Base Capital

Month	Drivers	YEAR 1 TOTALS	YEAR 2 TOTALS
No. Loans Originated	100%	791	1046
Loan Amount Origination	\$ 900.00	\$ 711,900.00	\$ 941,400.00
Principal Repaid		\$ 295,902.62	\$ 919,824.99
Outstanding Balance		\$ 415,997.38	\$ 437,572.39
Allowance for Loan Loss	5.00%	\$ 35,595.00	\$ 47,070.00
Loan Pool Balance	\$ 1,000,000.00		
Revenue			
Interest	18%	\$ 40,168.73	\$ 86,531.49
Admin. Fees	\$ 10.00	\$ 4,053.33	\$ 13,558.33
Total Revenue		\$ 44,222.07	\$ 100,089.82
Expenses			
Admin. Expense (% of Salary Cost)	25%	\$ 3,750.00	\$ 3,750.00
Staffing (base, Fringe)	\$ 15,000	\$ 15,000.00	\$ 15,000.00
Servicing	0.3500%	\$ 18,750.00	\$ 20,507.64
capital cost	2.0%	\$ -	\$ -
Provision for Loan Loss	5.00%	\$ 23,445.00	\$ 46,530.00
Total Expense		\$ 60,945	\$ 85,788
Profit/Loss		\$ (16,723)	\$ 14,302.18



How you can contribute to the success of the program

- ▶ **Personally Donate** to the Texas Community Loan Center crowdfunding campaign at www.igg.me/at/communityloancenter
- ▶ Assist the Community Loan Center of Dallas to **enroll employers**
- ▶ Help identify funders to **help grow the capital base** from which to lend
- ▶ Explore **financial support for program administration and loan loss reserves**
- ▶ Help the Community Loan Center of Dallas **gain visibility**





BCL of Texas
Business & Community Leaders

Who we are

- ▶ A *501c3 nonprofit* community & economic development organization founded in 1990
- ▶ Promote *asset-building and community impacts* through financial empowerment, microentrepreneurship, small business & homeownership programs
- ▶ Opened *central Dallas location in 2008*
- ▶ BCL of Texas has:
 - ▶ Assisted *5,000+ to become homeowners* with homebuyer education from our NeighborWorks HomeOwnership Center
 - ▶ Assisted *150+ small businesses & microentrepreneurs* in Dallas with capital & technical assistance
 - ▶ Provided *down payment assistance loans to 134 families* to purchase Dallas homes through the NeighborhoodLIFT program



Contact info



Community Loan Center

Contact: Raquel Valdez

1322 Record Crossing Rd.
Dallas, TX 75235

(888) 241-2215

askus@clcofdallas.org

CLCofDallas.org

www.CLCofDallas.org



Rosa Rios Valdez, CEO

(512) 912-9884

rriosval@bcloftexas.org

BCLofTexas.org



Memorandum



DATE October 31, 2014

TO Members of the Economic Development Committee:
Tennell Atkins (Chair), Rick Callahan (Vice Chair), Adam Medrano, Scott Griggs, Lee Kleinman, Jerry R. Allen

SUBJECT **WWF Operating Company (WhiteWave Foods) – Council Agenda
November 12, 2014**

BACKGROUND

On Wednesday, November 12, 2014, City Council will be asked to consider an economic development grant in an amount not to exceed \$300,000 for WWF Operating Company (WhiteWave Foods). For the past several months, City staff has been in discussions with WhiteWave Foods regarding a potential expansion of its facility located at 3333 Dan Morton Drive in Dallas. The proposed expansion would result in approximately \$38,000,000 in real property improvements and the installation of approximately \$100,000,000 in new equipment and other business personal property over the next three years.

WhiteWave Foods opened its facility in the Spring/Summer of 2011, with the City providing a ten-year, 90 percent business personal property tax abatement. In consideration of the incentives offered in 2011, WhiteWave Foods invested a minimum of \$85,000,000 in real property and business personal property improvements at the facility. WhiteWave Foods exceeded all requirements of that incentive agreement with over \$200,000,000 invested.

In order to support this expansion in Dallas, WhiteWave Foods requests council consideration of an Economic Development Grant in the amount of \$300,000. The incentive will help offset necessary sanitary sewer improvements required to expand at the site.

In consideration of the proposed economic development grant, WhiteWave Foods will:

- 1) Invest a minimum of \$30,000,000 in real property improvements and other related project costs such as design, engineering, architects, etc. by December 31, 2016,
- 2) invest a minimum of \$90,000,000 in business personal property by December 31, 2016 and
- 3) create a minimum 85 additional jobs onsite (reaching a total of 310)

This project conforms to the Public Private Program Guidelines and Criteria in that it involves an investment of over \$1,000,000 and involves the creation of more than 25 jobs at this Southern Dallas location. The 10-year net fiscal impact of this project is \$2,170,339. The 20-year net fiscal impact of this project is \$12,308,386.

WWF Operating Company (WhiteWave Foods): Economic Development Grant

October 31, 2014

Page 2 of 2

Council District: 3

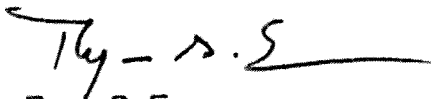
Owner

WWF Operating Company
Joe Sklenar – Controller

Staff

J. Hammond Perot, Assistant Director
Christopher O'Brien, Sr. Coordinator

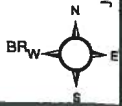
Staff recommends approval of the subject item. Please contact me if you have any questions at 214-670-3296.



Ryan S. Evans
First Assistant City Manager

- C: The Honorable Mayor and Members of the City Council
- | | |
|--|--|
| A.C. Gonzalez, City Manager | Mark McDaniel, Assistant City Manager |
| Warren M.S. Ernst, City Attorney | Joey Zapata, Assistant City Manager |
| Craig D. Kinton, City Auditor | Jeanne Chipperfield, Chief Financial Officer |
| Rosa A. Rios, City Secretary | Sana Syed, Public Information Officer |
| Daniel F. Solis, Administrative Judge | Karl Zavitkovsky, Director, Office of Economic Development |
| Eric D. Campbell, Assistant City Manager | J. Hammond Perot, Assistant Director, Office of Economic Development |
| Jill A. Jordan, P.E., Assistant City Manager | Elsa Cantu, Assistant to the City Manager – Mayor & Council |

3333 Dan Morton Dr.



DALLAS ECONOMIC DEVELOPMENT
Research & Information Division
1.4.670.1685
dallas-ecodev.org
dated 3/28/2011 - 11:02:38 AM. Chris O'Brien/TCG

Legend

- Freeway
- Highway
- Arterial
- Local Road

Source: City of Dallas, 2011

Memorandum



CITY OF DALLAS

DATE October 31, 2014

TO Members of the Economic Development Committee: Tennell Atkins (Chair),
Rick Callahan (Vice-Chair), Jerry R. Allen, Adam Medrano, Lee Kleinman, Scott Griggs,

SUBJECT **One year renewal to a service contract with United Way of Metropolitan Dallas, Inc. for
Volunteer Income Tax Assistance program (VITA)**

Total amount: \$100,000 Cost consideration to the City
Funding: Current Funds (subject to appropriations)

BACKGROUND

On Wednesday, November 12, 2014, City Council will be asked to consider a one year renewal to a service contract with United Way of Metropolitan Dallas, Inc. to allow for continued administration of a Volunteer Income Tax Assistance (VITA) program.

This will allow for the continued administration of the VITA program that assists low and moderate income families and individuals in Dallas with tax preparation and directs filers to providers of financial education. Qualifying individuals and families are provided free tax preparation assistance and information to determine qualifications to receive Earned Income Tax Credits (EITC). It is estimated that nationally, only 20% of eligible households file for the EITC which could result in up to \$4,000 of additional income for the filer.

Council previously authorized a one year contract with United Way for an amount of \$100,000 with a one year renewal option. Under this contract, United Way prepared 7,081 Tax Returns at six VITA sites in the city. Of the Returns filed, 1,766 received EITC for an average of \$2,040. Tax preparation season for 2015 begins January 1st and ends April 15th. One additional VITA site is planned.

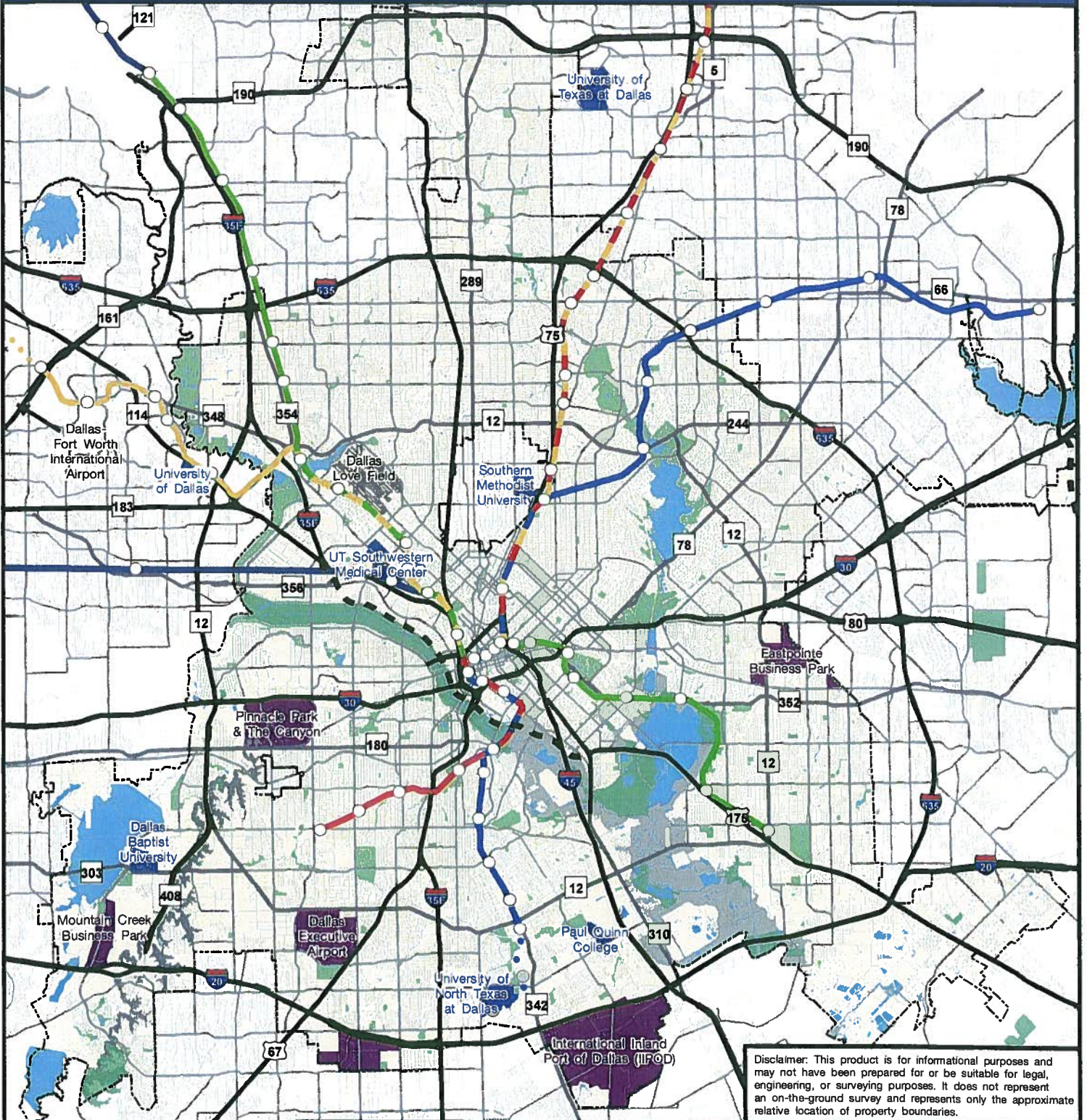
United Way projects that they will provide assistance to 8,515 Dallas families and individuals during the 2015 tax season. The number of EITC returns prepared through VITA sites is expected to be 2,593. As additional resources are identified, the number of VITA sites will be increased with the expectation that the EITC numbers for filers at VITA sites will increase. Payment for services is contingent upon reaching the projections.

Should you have any questions, please contact me at (214) 670-3314.

Ryan S. Evans
First Assistant City Manager

C: The Honorable Mayor and Members of the City Council
A.C. Gonzalez, City Manager
Warren M.S. Emst, City Attorney
Craig D. Kinton, City Auditor
Rosa A. Rios, City Secretary
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J. Hammond Perot, Assistant Director, Office of Economic Development
Elsa Cantu, Assistant to the City Manager - Mayor & Council

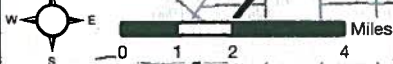
City of Dallas



Disclaimer: This product is for informational purposes and may not have been prepared for or be suitable for legal, engineering, or surveying purposes. It does not represent an on-the-ground survey and represents only the approximate relative location of property boundaries.

Legend

- City of Dallas
- Rail Station
- Future Station
- DART Red Line
- DART Blue Line
- DART Green Line
- DART Orange Line
- Commuter Rail
- DART Orange Line to DFW Airport (2014)
- DART Blue Line to UNT-Dallas (2016)
- Freeway or Tollway
- Highway
- Arterial
- Local Road
- Proposed Freeway or Tollway
- Colleges & Universities
- Lakes & Rivers
- Parks
- Escarpment
- Flood Plain
- Airport
- Business Parks



DALLAS ECONOMIC DEVELOPMENT
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