

**WHEREAS**, the City recognizes the importance of its role in local economic development; and

**WHEREAS**, on December 14, 1988, the City Council authorized the establishment of Tax Increment Financing Reinvestment Zone Number One, (State-Thomas TIF District), in accordance with the Tax Increment Financing Act, as amended (V.T.C.A. Tax Code, Chapter 311, hereafter the "Act") to promote development and redevelopment in the State-Thomas area through the use of tax increment financing by Ordinance No. 20160; and

**WHEREAS**, Since June 2003 to date, there were several State-Thomas Design Review Committee and State-Thomas TIF District Board Meetings which lead to the adoption of the Final Improvement Projects; and

**WHEREAS**, on September 11, 2003 and October 13, 2003, two community workshops were held at the Notre Dame School to seek input from residents, property owners and other stakeholders to complete the remaining improvements in the State-Thomas TIF District; and

**WHEREAS**, on April 13, 2005, the City Council authorized four engineering firms to provide preliminary engineering designs of four State-Thomas TIF District projects (Group I, Group II, Group III and Group IV) by Resolution No. 05-1105; and

**WHEREAS**, on June 28, 2006, the City Council authorized supplemental agreements with the four engineering firms (Huitt-Zollars Inc., HDR Engineering, Inc., Teague Nall and Perkins, Inc., and GSWW, Inc.), to complete the preliminary engineering designs of four State-Thomas TIF District projects (Group I, Group II, Group III and Group IV) by Resolution No. 06-1700; and

**WHEREAS**, on June 29, 2006 and December 17, 2007, two community workshops were held at the Notre Dame School to inform the Allen Street/Hallsville neighbors about the upcoming improvements in the neighborhood, discuss the easement requirements for the Allen Street/Hallsville utility burial, private contributions for the project (from public right-of-way to individual property) and address neighbor's concerns; and

**WHEREAS**, on June 27, 2008, the State-Thomas TIF District Board of Directors reviewed the development agreement with Uptown Dallas Inc., relating to the State-Thomas TIF Group I, Group II, Group III and Group IV projects and recommended the City Council approval of the same (see **Exhibit A** for Improvement Project Map).

**NOW, THEREFORE,**

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

**Section 1.** That the City Manager, upon approval as to the form by the City Attorney is hereby authorized to execute a development agreement between Uptown Dallas Inc., in an amount not to exceed \$2,300,000 for utility work related to the State-Thomas TIF Group I, Group II, Group III and Group IV projects including payments to utility companies related to the overhead-utility burial work, installation of specialty pedestrian lights and payment for completion of the project.

**Section 2.** That the facts and recitations contained in the preamble of this Resolution are hereby found and declared to be true and correct.

**Section 3.** That the City Controller is hereby authorized to encumber and disburse funds from the State-Thomas TIF District Fund: Fund 0032, Department ECO, Unit P145, Object 4599, Activity STTI, Program No. STTIF0004, Encumbrance No. CT ECOP145A031, Vendor No. 355176, in an amount not to exceed \$2,300,000.

**Section 4.** That in addition to the conditions set out in the Sections above, the Development Agreement is hereby expressly made subject to all of the following contingencies which must be performed or occur:

- a. Uptown Dallas Inc., shall be responsible for (1) coordinating utility work related to the State-Thomas TIF Group I, Group II, Group III and Group IV projects (2) coordinating payments to utility companies related to the overhead-utility burial work, installation of specialty pedestrian lights (3) coordinating payments for completion of Specific Projects as listed in **Exhibit B**, in an amount not to exceed \$2,300,000 (see **Exhibit C** for Cost Estimates).
- b. Uptown Dallas Inc., shall not claim any service charge for coordination efforts.
- c. Uptown Dallas Inc., shall not be responsible for payments for the construction work related to the State-Thomas Group I, Group II, Group III and Group IV projects (Gibson Associates will complete the construction work).
- d. Uptown Dallas Inc., shall coordinate the payments to the utility companies for overhead-utility work and specialty pedestrian lights related to the State-Thomas Group I, Group II, Group III and Group IV projects.
- e. Uptown Dallas Inc., shall coordinate the payments related to specific projects as listed in the **Exhibit B**.
  - Miscellaneous payments related to the completion of Specific Projects shall include designs, additional construction work and easement purchase required for completion of the Specific Projects.
- f. Uptown Dallas Inc., is responsible for the collection of the funds related to the construction contract for the Private Improvements for the Allen Street over-head utility work.
- g. Uptown Dallas Inc., shall initiate Clyde Alley abandonment process as soon as possible.
- h. Uptown Dallas Inc., shall be responsible for the maintenance of the improvements to the Griggs Park and Woodside Pedestrian Extension Way extension.

**Section 4.** (Continued)

- i. Uptown Dallas Inc., shall submit a quarterly project status report to the OED Staff (once every three months, starting from the construction start date).
- j. **TIF Reimbursement Process:**
  - Uptown Dallas Inc., shall submit a latter along with the invoice to City of Dallas within 15 days of receiving such invoice.
  - City of Dallas shall process such invoices as quickly as possible and payments shall be made to the Uptown Dallas Inc., within 30 days of receiving the invoice.

**Section 5.** That the City Manager, after approval and recommendation of the Director of the Office of Economic Development, may authorize an extension of the project deadline up to 6 months.

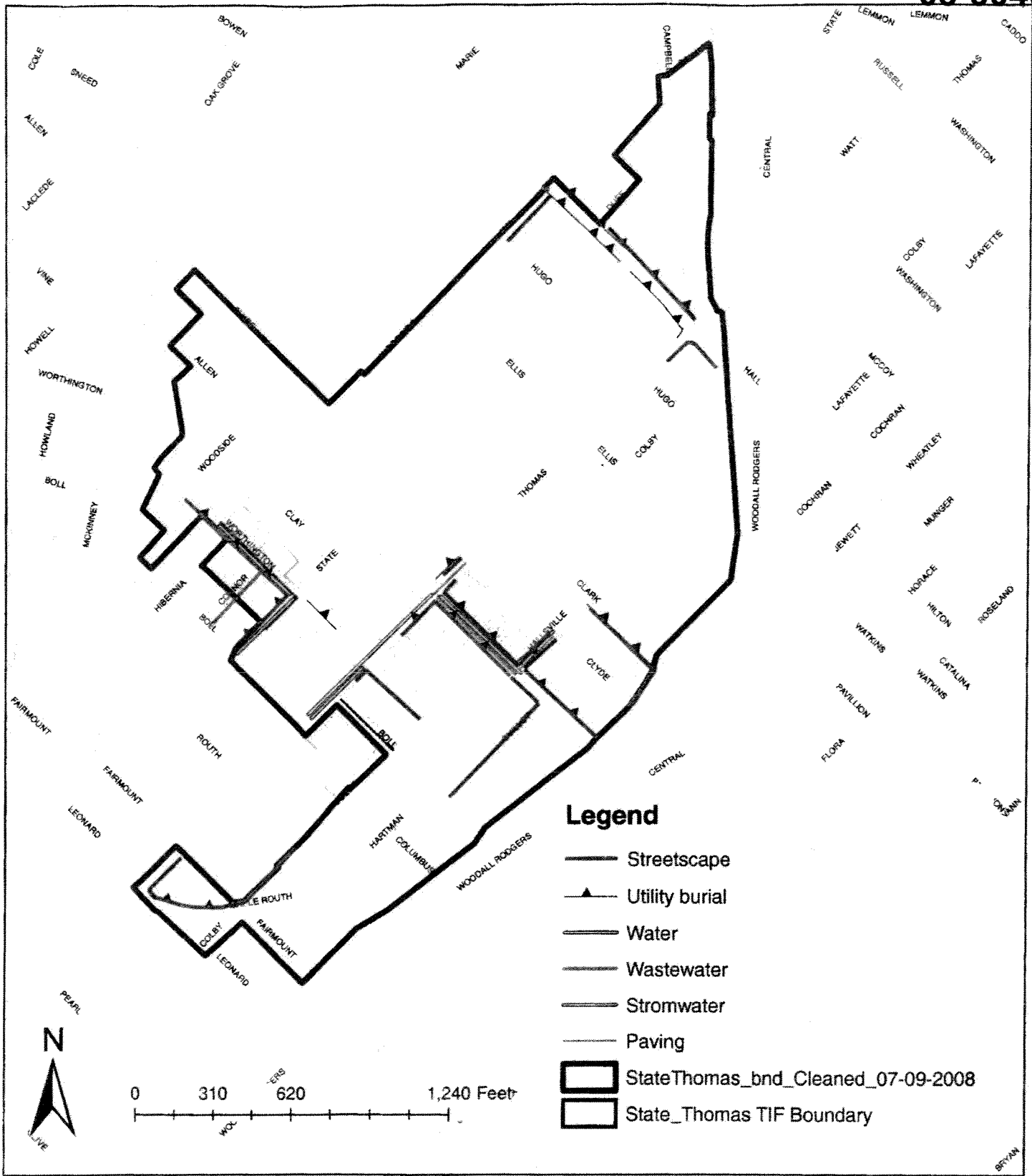
**Section 6.** That this resolution shall take effect immediately from and after its passage in accordance with the provisions of the Charter of the City of Dallas, and it is accordingly so resolved.

Distribution: Office of Economic Development – Tenna Kirk, 5CS  
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APPROVED BY  
CITY COUNCIL

NOV 10 2008

  
City Secretary



# State-Thomas TIF District Final Improvement Project Map

## Exhibit A

**EXHIBIT B**  
**Specific Project List**

<b>Project</b>	<b>Description</b>
Hall Street - Cemetery / N Central	Utility burial
Woodside Pedestrian Extension	Sidewalk
Development Block 562 ( State / Worthington)	Utility burial
Allen Street - Thomas / Hallsville	Utility burial
Allen Street - Hallsville/Woodall Rodgers	Utility burial
Thomas Ave - Alley N of Allen / Boll	Utility burial
Worthington St - State / Thomas	Utility burial
Hallsville Street - Alley / Allen Street Griggs Park (SE Corner, Clark ST, Nc Expy, Street Islands)	Utility burial

**EXHIBIT C**  
**Cost Estimate**

<b>Cost Estimate</b>	<b>Amount</b>
ONCOR	\$1,300,000
Other utility companies (AT&T., Time Warner etc.,)	\$500,000
Miscellaneous expenses (acquisitions for utility easements, change orders etc., related to the utility work: Group I-IV)	\$500,000
<b>Total Amount</b>	<b>\$2,300,000</b>

Note: The above costs may be shifted among categories, as long as the total amount does not exceed \$2,300,000