

WHEREAS, the Regional Transportation Council (RTC) is the regional transportation policy board of the North Central Texas Council of Governments (NCTCOG), and is a regional forum for cooperative decisions on transportation; and

WHEREAS, pursuant to Chapter 228 of the Texas Transportation Code, the State of Texas provided surplus revenue from a SH 121 toll project to RTC for its Sustainable Development Program; and

WHEREAS, the RTC approved \$41.0 million for the 2009-2010 Sustainable Development Program call for projects; and

WHEREAS, the City of Dallas issued a request for proposals to private developers and other organizations to solicit projects to submit to the RTC's Sustainable Development call for projects; and

WHEREAS, the City of Dallas submitted sixteen infrastructure projects, including the Omni Convention Hotel and Convention Center DART Station Infrastructure Project (Project CSJ# 0918-47-023), and seven planning projects to the RTC's Sustainable Development Call for Projects; and

WHEREAS, on June 3, 2010, the RTC approved \$13,779,712 in Regional Toll Revenue (RTR) or Regional Transportation Council (RTC) local funds for nine infrastructure and three planning projects in the City of Dallas; and

WHEREAS, the RTC awarded funding included \$2,156,842 in RTR funds for the Omni Convention Hotel and Convention Center DART Station Sustainable Development Infrastructure Project (Project CSJ# 0918-47-023); and

WHEREAS, the Sustainable Development Program requires a minimum local match of 20% of the total project cost of \$2,156,842, or \$539,210, which will be provided by Convention Center Revenue Bonds funds; and

WHEREAS, on August 25, 2010, City Council authorized support for the Omni Convention Hotel and Convention Center DART Station Sustainable Development Infrastructure Project (Project CSJ# 0918-47-023 and authorized the City Manager to negotiate agreements with NCTCOG and private sector partners by Resolution No. 10-2152; and

WHEREAS, on June 18, 2012, a memo was submitted to the Economic Development Committee to consider agreements with the North Central Texas Council of Governments, the State of Texas, and Matthews Holdings Southwest, Inc., for the Convention Center Sustainable Development Infrastructure Project.

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 with Matthews Holdings Southwest, Inc., in support of the design and construction of the Omni Convention Hotel and Convention Center DART Station Sustainable Development Infrastructure Project (Project CSJ# 0918-47-023).

Section 2. That the development agreement is hereby expressly made subject to all of the following contingencies:

- A. Matthews Holdings Southwest, Inc., shall work in coordination with the City to follow applicable procurement procedures for the design and construction of the NCTCOG-funded project improvements ("NCTCOG-Funded Project").
- B. Matthews Holdings Southwest, Inc. shall prepare NCTCOG required summary documents, progress reports and final close out report.
- C. Matthews Holdings Southwest, Inc., shall provide or assist in securing any infrastructure related right of way and/or easements through private owned property as necessary for the NCTCOG-Funded Project.
- D. NCTCOG-Funded Project improvements shall begin by March 31, 2013.
- E. Matthews Holdings Southwest, Inc., shall submit a copy of an approved building permit for a vertical development in satisfaction of the requirements of the City/NCTCOG/TXDOT Interlocal Agreement no later than December 31, 2015. The City may not commence any NCTCOG-related expenditures until the required building permit has been submitted and accepted.
- F. Matthews Holdings Southwest, Inc., shall assist the City to have an operating and maintenance agreement executed prior to completion of NCTCOG-Funded Project improvements for all non-standard public improvements installed as part of the NCTCOG-Funded Project.
- G. If the State of Texas terminates funding for the NCTCOG-Funded Project for any reason, the City reserves the right to suspend or terminate the agreement with Matthews Holdings Southwest, Inc.

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June 27, 2012

Section 3. That either the Director of the Office of Economic Development or the Director of the Convention Center may authorize minor modifications to the Project including project boundaries and scope of improvements and execute any amendments to the agreement that are related to such modifications.

Section 4. 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.

APPROVED BY
CITY COUNCIL

JUN 27 2012


City Secretary