

BE IT RESOLVED BY THE PARK AND RECREATION BOARD AND THE CITY COUNCIL OF THE CITY OF DALLAS:

Section 1. That the City Manager is authorized under the five-year management contract **(1)** to pay an annual management fee of \$100,000.00 for the term of the five-year contract with two five-year renewal options, to be paid to FCD Management, LLC (VS0000081337); and **(2)** reimburse FCD Management, LLC (VS0000081337) for allowable expenses associated with the operation of Elm Fork Soccer Complex expenses net of revenue in an amount not to exceed \$400,000 annually, total amount not to exceed \$2,500,000.00, upon approval as to form by the City Attorney.

Section 2. That the City Controller is authorized to disperse funds in an amount not to exceed \$100,000.00 (subject to annual appropriations) for payment of an annual management fee for the term of five years associated with the operation of Elm Fork Soccer Complex from Fund 0001, Dept. PKR, Unit 9484, Object 3070.

Section 3. That the City Controller is authorized to deposit revenue generated from the operation of Elm Fork Soccer Complex to Fund 0447, Dept. PKR, Unit 9483, Revenue Source 8428.

Section 4. That the City Controller is authorized to disperse funds for incentive payment in an amount not to exceed 25% from net revenues from Fund 0001, Dept. PKR, Unit 9484, Object 3070.

Section 5. That the City Controller is authorized to reimburse allowable expenses net of revenue for operational expenses in an amount not to exceed \$400,000.00 (subject to annual appropriations) from Fund 0001, Dept. PKR, Unit 9484, Object 3070.

Section 6. That the City Controller is authorized to deposit 100% of revenues generated from naming rights contract in Fund 0447, Dept. PKR, Unit 9483, Revenue Source 8428.

Section 7. That the City Controller is authorized to pay 20% of naming rights contract to FCD Management, LLC from Fund 0447, Dept. PKR, Unit 9483, Object 3070.

Section 8. 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.



EXHIBIT A

ELM FORK SOCCER PARK AGREEMENT between the CITY OF DALLAS and
FCD MANAGEMENT, LLC a Texas limited liability company ("FCD").

Pursuant to Article I, Section 1.1, the Soccer Park premises for purposes of the agreement
between the City of Dallas and FCD management is identified below:



EXHIBIT B

ELM FORK SOCCER PARK AGREEMENT between the CITY OF DALLAS and
FCD MANAGEMENT, LLC a Texas limited liability company (“FCD”).

Pursuant to Article IV, Section 4.1 H

There are no existing contracts that apply to FCD’s operation of the Soccer Park pertaining to
matters of record and zoning.

EXHIBIT C

ELM FORK SOCCER PARK AGREEMENT between the CITY OF DALLAS and
FCD MANAGEMENT, LLC a Texas limited liability company ("FCD").

Pursuant to Article VII, Section 7.1 and Article VIII, Section 8.1 A

The following represents the quarterly payment settlements and FCD's incentive payment of 25% of net income from the Soccer Park will be calculated on an annual basis.

Quarterly Settlement

	First Quarter	Second Quarter	Third Quarter	Fourth Quarter	Total
Gross Revenue (Field Rental, Net Naming Rights, Tournament and League Fees)	\$ 124,472	\$ 306,309	\$ 450,000	\$ 115,000	\$ 995,781
Gross Expenses (Allowable Expenses and Management Fee)	\$ (250,000)	\$ (161,228)	\$ (300,000)	\$ (225,000)	\$ (936,228)
Net Income (Loss)	\$ (125,528)	\$ 145,081	\$ 150,000	\$ (110,000)	\$ 59,553
Cash Flow City pays FCD at beginning of quarter	\$ 100,000	\$ 100,000	\$ 100,000	\$ 100,000	
Payment/Settlement 45 days following each quarter					
FCD pays net revenue including cash flow to City		\$ 245,081	\$ 250,000		
City reimburses net allowable expenses to FCD	\$ 25,528			\$ 10,000	

Annual Settlement

	Annual Amounts
Gross Revenue (Field Rental, Net Naming Rights, Tournament and League Fees)	\$ 995,781
Gross Expenses (Allowable Expenses and Management Fee)	\$ (936,228)
Net Revenue	\$ 59,553
25% incentive payment to FCD (of net revenue)	\$ 14,888.25
75% retained by City (of net revenue)	\$ 44,664.75

EXHIBIT D

ELM FORK SOCCER PARK AGREEMENT between the CITY OF DALLAS and
FCD MANAGEMENT, LLC a Texas limited liability company ("FCD").

Pursuant to Article IX, Section 9.4

The following represents an example of the financial performance standard

EXHIBIT E

ELM FORK SOCCER PARK AGREEMENT between the CITY OF DALLAS and
FCD MANAGEMENT, LLC a Texas limited liability company ("FCD").

Pursuant to Article IX, Section 9.6, Paragraph G

At the time of entering into the agreement, the City has no pre-existing user agreements for use of the Soccer Park.