## 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.

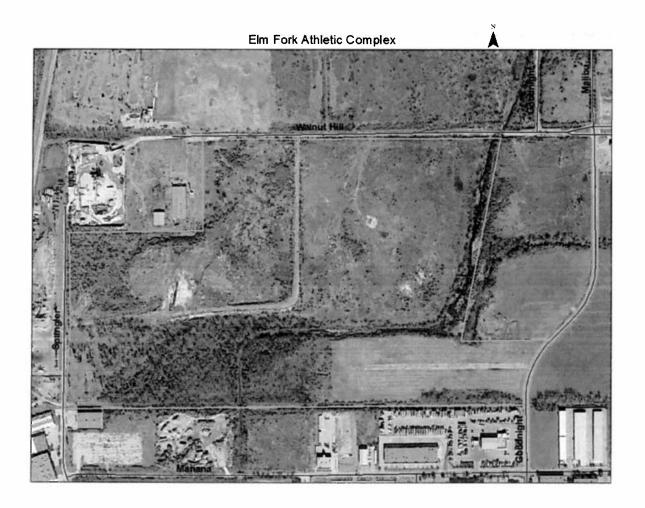
APPROVED BY CITY COUNCIL

OCT 2 3 2013

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

### Annual Settlement

	Annual Amounts	
Gross Revenue (Field Rental, Net Naming Rights,	\$ 995,781	
Tournament and League Fees)		
Gross Expenses (Allowable Expenses and	\$ (936,228)	
Management Fee)	Company	
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.