

**FY 2002-2003**

**ANNUAL REPORT  
REINVESTMENT ZONE NUMBER FIVE**

**CITY CENTER  
TAX INCREMENT FINANCING DISTRICT**



**CITY OF DALLAS**

Department of Development Services  
1500 Marilla, 5CS  
Dallas, Texas 75201  
(214) 670-1685

**October 1, 2002 – September 30, 2003**

## Mission Statement

The mission of Reinvestment Zone Number Five, City Center Tax Increment Financing District (City Center TIF) is the promotion of the redevelopment, stabilization, and growth of the City Center TIF District area. An accompanying goal is the stabilization and growth of the value of the area's tax base and a positive reversal of urban decay.

## City Center TIF District Accomplishments

In less than seven years, the City Center TIF District has been an instrumental part in creating a positive investment climate in the historic downtown core. Twenty-seven projects will generate approximately \$389.5 million in new investment. There are 1,624 completed or planned apartment units, 2,271 completed or planned hotel rooms, approximately 262,600 square feet of planned retail space and the renovation of approximately 194,000 square feet of office space. City Center redevelopment projects and their status are listed on the following two pages (with projects with direct TIF assistance and anticipated TIF assistance shown in bold type):



City Center TIF Project Status 9-30-03

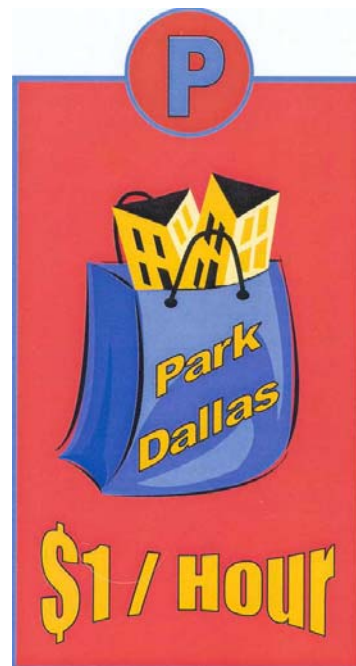
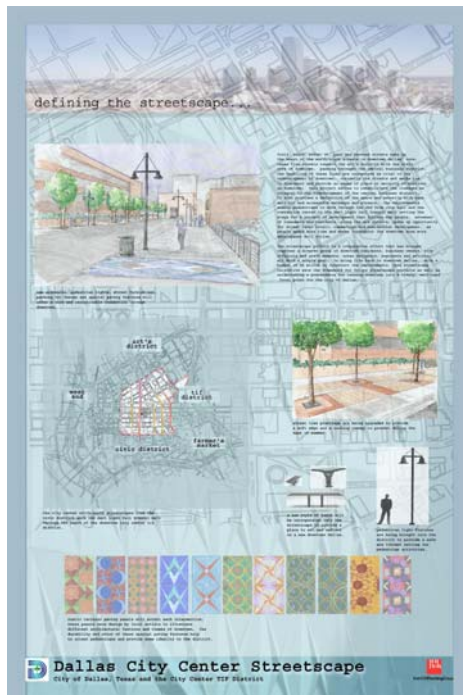
Project	Units/Hotel Rooms	SF Retail or Office	Approx. Investment	Status	TIF \$	Year Comp.
1900 Elm (Titcher-Goettinger)	129 apartment units	15,000 s.f. of retail space	\$11.8 million	Complete	\$0	1997
Adams Mark Hotel – 400 North Olive Street	1,844 hotel rooms		\$70.0 million	Complete	\$0	1998
<b>Kirby Building – 1509 Main Street</b>	<b>156 apartment units</b>	<b>15,000 s.f. of retail space</b>	<b>\$21.5 million</b>	<b>Complete</b>	<b>\$1.375 million</b>	<b>1999</b>
<b>Wilson Building – 1623 Main Street</b>	<b>133 apartment units</b>	<b>10,000 s.f. of retail space</b>	<b>\$18.0 million</b>	<b>Complete</b>	<b>\$3.8 million</b>	<b>1999</b>
<b>Magnolia Building- – 1401 Commerce Street</b>	<b>330 hotel rooms/ suites</b>		<b>\$35.0 million</b>	<b>Complete</b>	<b>\$0.594 million</b>	<b>1999</b>
Santa Fe II – 1122 Jackson Street	205 apartment units		\$18.7 million	Complete	\$0	1999
2020 Live Oak Street		130,000 s.f. of office space	\$3.2 million	Complete	\$0	2000
<b>Stone Street Gardens – 1525 Main, 1520 Elm Streets</b>		<b>29,000 square feet of retail space</b>	<b>\$3.0 million</b>	<b>Complete</b>	<b>\$0.876 million</b>	<b>2002</b>
<b>Universities Center at Dallas – 1901 Main</b>		<b>20,000 s.f. of educational space</b>	<b>\$2.24 million</b>	<b>Complete</b>	<b>\$2.24 million</b>	<b>2002</b>
Jackson Street Lofts – SWC Jackson/Field Streets	8 Condominium Units	5,000 s.f. of retail space	\$4.0 million	Complete	\$0	2002
<b>Merriman Architects – 300 N. Field Street</b>		<b>40,000 s.f. office space</b>	<b>\$1.0 million</b>	<b>Complete</b>	<b>\$50k</b>	<b>2002</b>
<b>Davis Building – 1309 Main Street</b>	<b>183 apartment units</b>	<b>15,000 s.f. of retail space</b>	<b>\$34.0 million</b>	<b>Under Construction</b>	<b>\$1.35 million</b>	<b>2003</b>
<b>Hart Furniture Building – 1929-1933 Elm Street</b>		<b>16,600 s.f. of retail space</b>	<b>\$4.0 million</b>	<b>Under Construction</b>	<b>\$1.37 million</b>	<b>2003</b>
<b>Thompson Bldg – 1520-22 Main Street</b>		<b>19,000 s.f. of retail space</b>	<b>\$3.7 million</b>	<b>Under Construction</b>	<b>\$1.07 million</b>	<b>2004</b>

<b>Bank One – 1717 Main Street</b>		<b>12,000 s.f. of retail space</b>	<b>\$1.0 million</b>	<b>Planned</b>	<b>\$.25 million</b>	<b>2004</b>
U.S. Post Office Bldg – 400 N. Ervay	91 apartments		\$10.0 million	Under Construction	\$0	2004
1505 Elm Condos	65 Condominiums		\$12.0 million	Complete	\$0	2004
<b>1600-04 Elm Street</b>		<b>15,000 s.f. retail space</b>	<b>\$4.5 million</b>	<b>Approved</b>	<b>\$1.9 million</b>	<b>2004</b>
<b>Gulf States Bldg- 1415 Main Street</b>	<b>69 apartment units</b>		<b>\$10.4 million</b>	<b>Approved</b>	<b>\$4.67 million</b>	<b>2005</b>
<b>1414 Elm Street</b>	<b>8 Condominiums</b>	<b>5,000 sf retail space</b>	<b>\$5 million</b>	<b>Approved</b>	<b>\$1.09 million</b>	<b>2005</b>
<b>1608 Main Street &amp; Pedestrian Access-way</b>		<b>8,000 sf retail space; 4,000 sf office</b>	<b>\$3.4 million</b>	<b>Approved</b>	<b>\$1.55 million</b>	<b>2005</b>
<b>1217 Main St</b>		<b>28,000 sf retail space</b>	<b>\$5.2 million</b>	<b>Approved</b>	<b>\$.97 million</b>	<b>2005</b>
<b>Dallas Power &amp; Light Bldgs – 1506 &amp; 1512 Commerce Street</b>	<b>154 apartments</b>	<b>28,000 sf retail space</b>	<b>\$24 million</b>	<b>Approved</b>	<b>\$7.5 million</b>	<b>2006</b>
<b>1530 Main Street</b>	<b>97 hotel rooms</b>	<b>5,000 sf retail space</b>	<b>\$11.1 million</b>	<b>Approved</b>	<b>\$2.95 million</b>	<b>2006</b>
<b>Tower Petroleum Bldg (1907 Elm Street) &amp; 1900 Pacific Avenue</b>	<b>203 apartment</b>	<b>9,000 sf retail space</b>	<b>\$22.8 million</b>	<b>Approved</b>	<b>\$4.6 million</b>	<b>2006</b>
<b>Republic Center – 300 N.Ervay Street</b>	<b>220 apartments</b>		<b>\$37.0 million</b>	<b>Planned</b>	<b>Pending</b>	<b>2006</b>
Davis Lot Garage – 1407 Main Street		28,000 sf of retail space (also see chart below)	\$13.0 million	Planned	Pending	2006
<b>TOTAL</b>	<b>1,624 residential units and 2,271 hotel rooms</b>	<b>262,600 sf of retail space and 194,000 sf of office space</b>	<b>\$389.5 million</b>		<b>\$38.21 million</b>	

Not only is the City Center TIF District committed to assisting with building conversions that are increasing the critical mass of residents downtown and providing the space for retail tenants, but is also focused on additional activities such as improved streetscapes, low-cost customer parking and retail recruitment. The chart on the following page shows additional City Center TIF District activities:

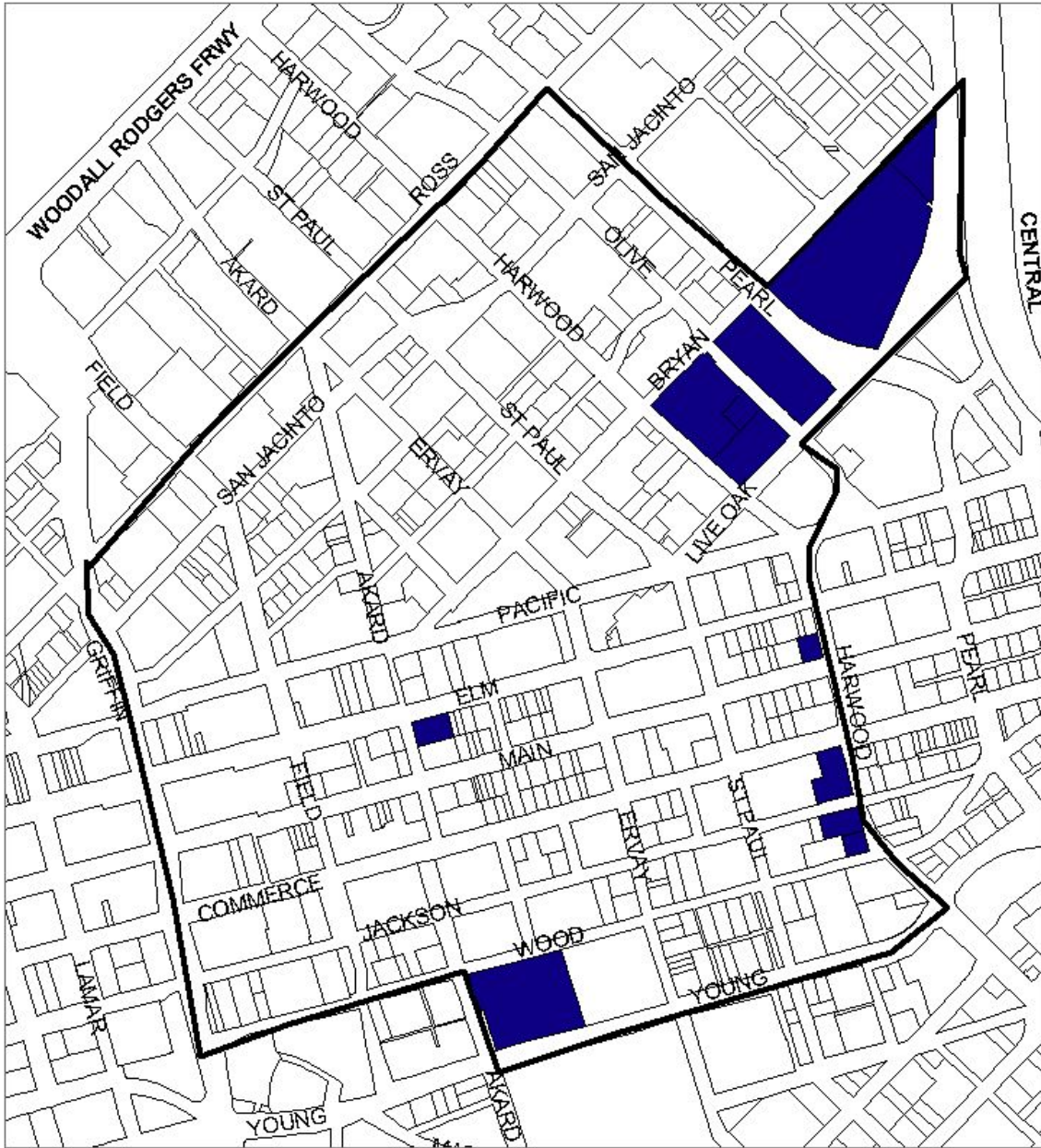
Activity	Scope	TIF \$	Status
Retail Study	Determine needs for District	\$150,000	Complete
Parking Study	Determine needs for District	\$380,154	Complete
N/S Streetscape	5 North/South Streets from Young to Ross Avenue	\$5,403,602	Design Complete, Construction underway
Park Master Plan	Determine priority sites for District	\$182,500	Underway
Affordable Housing	Assist Housing Dept. with Affordable Housing Cost Participation Program	\$500,000	\$500,000 out of \$5 million funded
Metropolitan Garage	Up to 600 public parking spaces	\$450,000	3-year lease in place
Dalpark Garage	Use of 444 parking spaces for public use	\$1,695,000	7-year lease in place
"Davis Lot" Garage	370 public parking spaces; 95 parking spaces for adjacent residential developments	*Pending	Planned
Fire Corridor	1600 Block of Elm Street	Pending	Planned
Retail Initiative	Approximately 40,000 sf of non-restaurant retailers through tenant start-up cost assistance	*Pending	Planned

\* The Davis Lot Garage and Retail Initiative will be paid from public/private partnership funds through a release of \$12.5 million in TIF funds.





# City Center TIF District Boundaries



## Exhibit A City Center TIF District Boundary



CITY OF DALLAS

Development Services Dept.  
Economic Development Div.  
May 2003

- City Center TIF Boundary\*
- Excluded Parcels

\*Note: general TIF boundary shown as of November 2002, some properties are excluded (see TIF Plan for more detail).

## Value and Increment Revenue Summary

The City Center TIF District's assessed tax value in 2003 was \$1,257,003,421. This represents an increase of \$335.1 million over the assessed value of the base year (1996) value, 39.4%. The total value decreased by \$121.2 million (-8.8%) from the previous year due to significant reductions in value for several newer office buildings in the TIF District. This value will result in the collection of approximately \$1.9 million in incremental revenue for the City Center TIF District. The 1997 City Center TIF District Project Plan projected that, in 2003, the City Center TIF District would have collected \$10,853,719 in tax increment. Instead, the TIF has collected \$43,984,454, a 305% increase over the original projections.

## Objectives, Programs and Success Indicators

On February 12, 1997, as amended, the Dallas City Council adopted Ordinance Number 23034 which approved the City Center Tax Increment Financing District Final Project Plan and Reinvestment Zone Financing Plan. The goals of the plan are as follows:

- Make the City Center Area a safer place to live and work
- Improve access to the City Center Area
- Improve the image of the City Center Area
- Take advantage of the existing building stock
- Develop a diverse mix of land uses within the City Center Area
- Increase recreational opportunities in the City Center Area

The follow specific objectives set the framework for the planned public improvements within the City Center TIF District and, in italics, specific actions by the Board addressing these objectives:

- Improve street and pedestrian lighting within the City Center TIF District.

*Construction on the five north/south streets (Field, Akard, Ervay, St. Paul and Harwood Streets) has begun. During FY 2002-2003, the scope of the north/south streetscape project was expanded north from the transit mall to Ross Avenue.*

- Improve the pedestrian environment through landscaping, lighting and design standards for surface parking lots.

*Construction contracts have been awarded for pedestrian improvements in the downtown core/retail district. This work will create a retail- and pedestrian-friendly environment through landscaping and lighting on Field,*

*Akard, Ervay, St. Paul and Harwood Streets focusing on the core district between Elm and Commerce Streets. As part of the streetscape improvements, fencing will be added to each of the surface parking lots within the District. Landscaping is being encouraged through suggested ordinance amendments.*

- Provide public parking to encourage redevelopment of underutilized downtown office and retail space.

*In response to the findings of the Parking Strategy Study, the City is leasing low cost, transient parking spaces to assist with the retail efforts. The leases are in the Metropolitan and Dalpark Garages. Additionally, the City is working with a development team to loan up to \$10 million with a forgivable interest component in order to develop between 20,000 and 28,000 square feet of retail space, approximately 370 public parking spaces and underground parking for adjacent residential projects on the Davis Lot site (1407 Main Street).*

- Coordinate linkages with the new DART light rail transit mall by extending streetscape improvements from the transit mall to the Arts District, Main Street, public open spaces and City Hall.

*Construction is underway for the pedestrian linkages connecting the DART light rail transit mall with the Main Street Retail District, public open spaces, City Hall and the Convention Center.*

- Direct overall development of the City Center area through the application of design standards for public improvements and design guidelines for private development.

*Standards for streetscape improvements have been determined. All developments receiving TIF funds design and construct the improved streetscapes. Furthermore, construction on streetscape improvements on five north/south streets (Field, Akard, Ervay, St. Paul, and Harwood Streets) has begun. Design guidelines for building rehabilitations are primarily established through research on historic buildings and recommendations from the City's Landmark Commission.*

- Encourage development of residential housing, including conversions of existing office space.

*The creation of the City Center TIF District continues to encourage specific redevelopment projects, reducing the number of office vacancy square footage and increasing the number of downtown residents – Kirby Building, Magnolia Building, Wilson Building, Davis Building, Gulf States Building, Dallas Power & Light Buildings, 1505 Elm Condominiums, 1414 Elm Street,*



*Jackson Street Lofts, Tower Petroleum, 1530 Main Street, and Republic Center.*

- Encourage redevelopment of street-front retail.

*City Council authorized \$150,000 to have a nationally recognized downtown retail developer develop a retailing plan for downtown. Madison Retail Group was hired. They recommended increasing the TIF budget and creating a retail recruitment grant program. The increased TIF funding was authorized in May 2002. The consultants indicated that without a retail recruitment grant program the district would primarily attract restaurants and bars. They further indicated that a one-dimensional retail district would develop and would not be sustainable over time. These projections have proven to be accurate. City staff developed the strategy of using released TIF money to fund a grant program for retail recruitment. A Retail Initiative aimed at stimulating the creation of a high performance retail district in downtown Dallas, initially focusing on 40,000 to 60,000 square feet in the Main Street District, is pending. The program will have a \$2.5 million budget for tenant start-up costs and a Leasing/Marketing Partner. Conversions of structures such as the Stone Street Gardens Buildings, the Hart Furniture Building, 1600-1604 Elm Street, the Thompson Building, and 1608 Main Street continue to provide improved retail space.*

- Encourage redevelopment of school property and improve educational and training facilities within the district.

*Work was completed on Phase I & II Improvements to the Universities Center at Dallas.*

- Complement and protect existing historic structures.

*Through the efforts of the City Center TIF and the City of Dallas Historic Preservation Program, the following historic buildings within the TIF District have been improved or have planned major renovations – Kirby Building, Wilson Building, Magnolia Building, Davis Building, Stone Street Gardens, Gulf States Building, Dallas Power & Light Buildings, Thompson Building, 1600-04 Elm Street, 1608 Main Street, Hart Furniture Building, Tower Petroleum, 1530 Main Street, and Republic Center. A study was completed and adopted by the Texas Historical Commission to create a Main Street National Register Historic District.*

The City Center TIF District development program includes:

- 2,500 residential units

*To date 1,624 residential units have been built or are planned in the City Center TIF District, representing 65% of the development program goal. In addition, 2,271 hotel guestrooms and suites have been added or are planned within the TIF District.*

- Absorption of 3.5 million square feet of the currently vacant office space in the district

*To date, nearly 3.1 million square feet of previously vacant office space located within the City Center TIF District has been renovated and occupied, representing 89% of the development program goal. Buildings removed from the list of previously vacant office space include 1900 Elm, Santa Fe II, 2020 Live Oak, Adams Mark Hotel, Kirby Building, Wilson Building, Magnolia Building, Hart Furniture, 1505 Elm, Davis Building, Republic Center and Merriman. In addition, improvements are planned for buildings within the TIF District, which represent 1.3 million square feet of vacant office space. Buildings planned for rehabilitation and occupancy include Republic Center Tower I, 1600-04 Elm, Dallas Power & Light, Interurban, Praetorian, 1217 Main Street, Tower Petroleum, 1530 Main Street and Gulf States.*

- Absorption of 300,000 square feet of retail space

*To date, approximately 262,600 square feet of ground floor retail space has been improved, representing 88% of the development program goal. The planned Main Street Retail Initiative will assist in adding retail tenants to the growing number of those already established.*

In addition to the information listed above, the City Center TIF District re-confirmed the goals and objectives of the District during a half-day workshop. The TIF District Board members, in order to meet the goals and objectives of the District, decided to focus the remaining TIF funds on the Main Street Core District. The decision was also made to continue to fund seed projects that had large impacts to the City and also noted the need for open space and public parking.

## Year-end Summary of Meetings/City Council Actions

During the period October 1, 2002 through September 30, 2003, the City Center TIF District Board of Directors met 12 times and forwarded several items to City Council for final consideration. One of the meetings was a half-day Board workshop/retreat to solidify objectives of the District and to make decisions on how to obtain the objectives. There are 15 Board members. There were several changes in board composition during the year. Gerry Sampson, John Tatum and Dr. Wright Lassiter left the board during the year after many years of service. Clyde Porter and Guymon Phillips joined the Board during the year.

The Board members are (FY 2002-2003 meetings attended): Miles Zitmore (10 of 12 meetings), Michael Harling (10 of 12 meetings), Steve Kanoff (11 of 12 meetings), John Giesler (11 of 12 meetings), Dan Savage – Dallas County Representative (11 of 12 meetings), Sheryl Pickens (10 of 12 meetings), Myron Mims (8 of 12 meeting), John Collins (6 of 12 meetings), Karen Wilson – DISD Representative (5 of 12 meetings), Dr. Larry Groppel – DISD Representative (3 of 12 meetings), Guymon Phillips (9 of 9 meetings), Clyde Porter – DCCCD Representative (4 of 4 meetings), John Tatum (11 of 11 meetings), Dr. Wright Lassiter - DCCCD Representative (4 of 8 meetings), and Gerald Sampson (3 of 4 meetings).

During the subject period, the City Council approved fifty items associated with the City Center TIF District. This is an increase of 17 items from the previous year (52%).

- **Resolution 02-2935 – October 9, 2002** – Authorize (1) a public hearing to be held on November 13, 2002, to receive citizens' comments, and (2) council action on November 13, 2002 on the proposed change of use and lease of approximately 3,280 square feet of park land located at the intersection of Akard Street and Main Street being part of Pegasus Plaza.
- **Resolution 02-3043– October 23, 2002** – Authorize (1) a public hearing to be held on November 13, 2002 to receive citizens' comments on amendments to the City Center TIF District Project Plan and Reinvestment Zone Financing Plan (Plan) to modify the City Center TIF District Boundary to include four buildings located at 1530 Main Street, 1609 Main Street, 1506 Commerce Street, and 1512 Commerce Street in the Main Street Retail Initiative Area of the City Center TIF District, modifications to the Plan and modifications to Ordinance Nos. 22802 and 23034, which created the City Center TIF District and adopted the Plan for the City Center Tax Increment Financing District in accordance with the Tax Increment Financing Act, as amended (V.T.C.A. Tax Code, Chapter 311); and (2) at the close of the public hearing, consideration of an ordinance amending Ordinance No. 22802, previously approved on June 26, 1996, and Ordinance No. 23034, previously approved on February 12, 1997, which approved the Plan, to reflect all such Plan amendments; such actions will not affect the term of the City Center TIF District and will be revenue neutral as to Dallas Independent School District.

- **Resolution 02-3044 – October 23, 2002** – Authorize an Interlocal Agreement with Dallas County setting the terms of Dallas County's participation in the amended Project Plan and Reinvestment Zone Financing Plan previously approved on May 22, 2002 by Ordinance No. 24944, as amended, for Tax Increment Financing Reinvestment Zone Number Five (City Center TIF District).
- **Resolution 02-3249 – November 13, 2002** - A public hearing to receive citizen comments and Council action on the proposed change of use and lease of approximately 3,280 square feet of park land located at the intersection of Akard Street and Main Street being part of Pegasus Plaza.
- **Resolution 02-3348 – November 20, 2002** - Authorize a 40-year lease agreement with Main Street Investors Joint Venture, for approximately 3,280 square feet of park land located at the intersection of Akard Street and Main Street being part of Pegasus Plaza for the term beginning no later than June 1, 2003 at the minimum rental for the periods June 1, 2003 through December 31, 2003 (\$2,916); January 1, 2004 through December 31, 2042: \$10,000 annually (\$390,000); January 1, 2043 through May 31, 2043: (\$4,167) - Revenue: \$397,083 over the 40-year term.
- **Resolution 02-3250 (Ordinance 25120) – November 13, 2002** - A public hearing to receive citizens' comments on amendments to the Project Plan and Reinvestment Zone Financing Plan for Tax Increment Financing Reinvestment Zone Number Five, (City Center TIF District) in accordance with the Tax Increment Financing Act, as amended (V.T.C.A. Tax Code, Chapter 311), to include 1530 and 1609 Main Street and 1506 and 1512 Commerce Street, modifications to the Plan and of Ordinance Nos. 22802 and 23034, which created the City Center TIF District and adopted the Plan for the City Center Tax Increment Financing District and an ordinance amending Ordinance Nos. 22802 and 23034 to amend the Project Plan and Reinvestment Financing Plan for Tax Increment Financing Reinvestment Zone Number Five, (City Center TIF District) in accordance with the Tax Increment Financing Act, as amended (V.T.C.A. Tax Code, Chapter 311), to include 1530 and 1609 Main Street and 1506 and 1512 Commerce Street, modifications to the Plan and modifications of Ordinance Nos. 22802 and 23034, which created the City Center TIF District and adopted the Plan for the City Center Tax Increment Financing District.
- **Resolution 02-3565 – December 11, 2002** - Consideration of and an ordinance granting an amendment to Chapter 51A of the Dallas City Code, as amended, to amend the parking regulations for multifamily uses in central area districts.
- **Resolution 02-3574 – December 11, 2002** - Authorize **(1)** a professional services contract with Carter & Burgess, Inc. to prepare a downtown parks master plan including site selection and conceptual planning for new urban

parks, open spaces, plazas and other green spaces in downtown in the amount of \$365,000, **(2)** acceptance of donated funds from a private partnership in the amount of \$182,500, **(3)** establish appropriations in the amount of \$182,500 in the Capital Gift and Donation Fund, and **(4)** Interlocal Agreements required for the acceptance of the funds - total not to exceed \$365,000.

- **Resolution 02-3581 – December 11, 2002** - Authorize **(1)** a development agreement with 1600 Elm Street LTD to provide for the funding of facade restoration and other improvements related to the redevelopment of 1600-1604 Elm Street (to be known as Blue Matrix), located in Tax Increment Financing Reinvestment Zone Five, City of Dallas, Texas (City Center TIF District) in an amount not to exceed \$1,500,000; **(2)** funding for a fire access corridor for 1600-1604 Elm Street in an amount not to exceed \$400,000 and **(3)** the establishment of appropriations in the amount of \$1,500,000 in the City Center TIF District Fund – Total not to exceed \$1,900,000.



- **Resolution 02-3582 – December 11, 2002** - A resolution declaring the intent of Tax Increment Financing Reinvestment Zone Number Five, City of Dallas, Texas (City Center TIF District) to reimburse 1600 Elm Street LTD for funds advanced pursuant to a development agreement between the City and 1600 Elm Street LTD in an amount not to exceed \$1,500,000 plus interest, for facade restoration and certain public infrastructure improvements related to the redevelopment of 1600-1604 Elm Street, located in the City Center TIF District - \$1,500,000.
- **Resolution 02-3583 – December 11, 2002** - Authorize **(1)** a development agreement with Main Street Partners Funding, L.P. to provide for the funding of demolition and public use improvements related to the redevelopment of 1717 Main Street (Bank One Center) in Tax Increment Financing Reinvestment Zone Five, City of Dallas, Texas (City Center TIF District) in an amount not to exceed \$250,000; **(2)** the establishment of appropriations in the amount of \$250,000 in the City Center TIF District Fund - Total not to exceed \$250,000.
- **Resolution 02-3584 – December 11, 2002** - A resolution declaring the intent of Tax Increment Financing Reinvestment Zone Number Five, City of Dallas,

Texas (City Center TIF District) to reimburse Main Street Partners Funding, L.P. for funds advanced pursuant to a development agreement between the City and Main Street Partners Funding, L.P. in an amount not to exceed \$250,000 plus interest, for demolition and public use improvements related to the redevelopment of 1717 Main Street (Bank One Center) in the City Center TIF District - \$250,000.

- **Resolution 02-3585 – December 11, 2002** - Authorize **(1)** a development agreement with GS Renaissance LTD to provide for the funding of facade, demolition, streetscape and other authorized improvements related to the redevelopment of the Gulf States Building located at 1415 Main Street in Tax Increment Financing Reinvestment Zone Five, City of Dallas, Texas (City Center TIF District) in an amount not to exceed \$3,200,000; and **(2)** the establishment of appropriations in the amount of \$3,200,000 in the City Center TIF District Fund.
- **Resolution 02-3586 – December 11, 2002** - A resolution declaring the intent of Tax Increment Financing Reinvestment Zone Number Five, City of Dallas, Texas (City Center TIF District) to reimburse GS Renaissance LTD for funds advanced pursuant to a development agreement between the City and GS Renaissance LTD in an amount not to exceed \$3,200,000 plus interest, for facade improvements, demolition, streetscape and other authorized improvements related to the redevelopment of the Gulf States Building located at 1415 Main Street in the City Center TIF District - \$3,200,000.
- **Resolution 02-3587 – December 11, 2002** - Authorize Supplemental Agreement No. 2 to the professional services contract with Hellmuth, Obata + Kassabaum, Inc., to **(1)** fund design and construction phasing changes and add funding for electrical and structural design for pedestrian light standards, and **(2)** increase appropriations in the amount of \$58,200 City Center TIF District Fund - \$58,200, from \$1,526,254 to \$1,584,454.
- **Resolution 02-3589 – December 11, 2002** - Authorize **(1)** the Affordable Housing Cost Participation Program pursuant to the Program Statement and the City Center TIF District Plan for the Tax Increment Financing Reinvestment Zone No. Five, City of Dallas, Texas (City Center TIF District); **(2)** the acceptance of a transfer of appropriations in the amount of \$500,000 from the City Center TIF District Fund to fund the Affordable Housing Cost Participation Program; and **(3)** an amendment to the current Development Fee Rebate Program Statement to increase the fee rebate from \$1,500 to \$2,500 for the remaining funds for this program - \$500,000.
- **Resolution 02-3600 – December 11, 2002** – Authorize **(1)** a contract for the exterior restoration of the Hart Furniture Building, located at 1929-1933 Elm Street, with Harrison, Walker & Harper, LP, lowest responsible bidder of six, in an amount not to exceed \$1,082,474, **(2)** assignment of the construction



- contract to Elm Street Development for construction management, and **(3)** payment to Elm Street Development, LLC in an amount not to exceed \$136,516 for design, reimbursables and construction management - Total not to exceed \$1,218,990.
- **Resolution 03-0170 – January 8, 2003** – Authorize **(1)** a development agreement with 1414 Elm, LTD, to provide for the funding of demolition, facade improvements and construction of public infrastructure improvements related to the redevelopment of the Residences at 1414 Elm Street (1414 Elm Street LTD) in Tax Increment Financing Reinvestment Zone Five, City of Dallas, Texas, (City Center TIF District) in the amount of \$1,073,280; **(2)** the establishment of appropriations in the amount of \$1,073,280 in the City Center TIF District Fund - Total not to exceed \$1,073,280.
  - **Resolution 03-0171 – January 8, 2003** - A resolution declaring the intent of Tax Increment Financing Reinvestment Zone Number Five, City of Dallas, Texas (City Center TIF District) to reimburse 1414 Elm, LTD for funds advanced or paid for approved project costs, pursuant to a development agreement between the City and 1414 Elm, LTD in the amount of \$1,073,280 plus interest for demolition, design and construction of public infrastructure improvements related to the redevelopment of the Residences at 1414 Elm Street (1414 Elm Street LTD) in City Center TIF District - \$1,073,280.
  - **Resolution 03-0396 – January 22 2003** – A resolution endorsing recommendations for the Dallas Central Business District Wayfinding and Signage Program as the system of wayfinding principles, signage types and graphic designs to be used for directing visitors to destinations in or immediately adjacent to the Central Business District and the Dallas Zoo and Fair Park.
  - **Resolution 03-0397 – January 22, 2003** – Authorize **(1)** a Participation Agreement with the Downtown Improvement District for the design and construction of Phase 1 of the Central Business District Wayfinding and Signage Program, **(2)** the receipt and deposit of funds from the Downtown Improvement District in an amount not to exceed \$200,000, and **(3)** an increase in appropriations in the amount of \$200,000 in the Capital Projects Reimbursement Fund - \$200,000.
  - **Resolution 03-0398 – January 22, 2003** - Authorize an Interlocal Agreement with the Texas Department of Transportation for the design and construction of Phase 1 of the Central Business District Wayfinding and Signage Program - \$5,000.
  - **Resolution 03-0617 – February 12, 2003** - A resolution accepting the FY 2001-02 Annual Report on the status of Tax Increment Financing Reinvestment Zone Number Five, City of Dallas, Texas (City Center TIF District) submitted by the

City Center TIF District's Board of Directors, and authorizing the City Manager to submit the annual report to other taxing units which participate in the District, and to the Attorney General of Texas, and the State Comptroller, as required by state law.

- **Resolution 03-0659 – February 12, 2003** - Authorize **(1)** a contract for the facade improvements related to the Thompson Building at 1520-1522 Main Street with Nedderman and Associates, lowest responsible bidder of two, in an amount not to exceed \$1,698,900, **(2)** assignment of the construction contract to Main Street Investors Joint Venture for construction management, **(3)** payment to Main Street Investors Joint Venture in an amount not to exceed \$80,160 for design, reimbursables and construction management, and **(4)** an increase in appropriations in the amount of \$410,611 in the City Center TIF District Fund - Total not to exceed \$1,779,060 - Financing: City Center TIF District Funds (\$986,305), Private Funds (\$792,755).



- **Resolution 03-0781 – February 26, 2003**  
- Authorize **(1)** a development agreement with Hamilton DPL, LP to provide for the funding of facade, demolition, environmental remediation, and other authorized improvements related to the redevelopment of the Dallas Power and Light Buildings located at 1506 and 1512 Commerce Street in Tax Increment Financing Reinvestment Zone Five, City of Dallas, Texas (City Center TIF District)

in an amount not to exceed ~~\$7,500,000~~ ~~\$6,500,000~~; and **(2)** the establishment of appropriations in the amount of ~~\$7,500,000~~ ~~\$6,500,000~~ in the City Center TIF District Fund - Total not to exceed ~~\$7,500,000~~ ~~\$6,500,000~~.

- **Resolution 03-0782 – February 26, 2003** - A resolution declaring the intent of Tax Increment Financing Reinvestment Zone Number Five, City of Dallas, Texas (City Center TIF District) to reimburse Hamilton DPL, LP for funds advanced pursuant to a development agreement between the City and Hamilton DPL, LP in an amount not to exceed ~~\$7,500,000~~ ~~\$6,500,000~~, plus interest, for facade improvements, demolition, environmental remediation, and other authorized improvements related to the redevelopment of the Dallas Power and Light Buildings located at 1506 and 1512 Commerce Street in the City Center TIF District - ~~\$7,500,000~~ ~~\$6,500,000~~.

- **Resolution 03-0783 – February 26, 2003** - Authorize a Neighborhood Revitalization and Historic Preservation program tax abatement for the Dallas Power and Light buildings located at 1506 and 1512 Commerce Street (Estimated revenue foregone for an abatement ending on December 31, 2011 is an amount not to exceed \$1,796,852).

- **Resolution 03-0985 – March 26, 2003** - Authorize **(1)** receipt and deposit of funds from Main Street Investors Joint Venture in an amount not to exceed \$78,695 for design, reimbursables and construction management for the Thompson Building at 1520-1522 Main Street, **(2)** payment to Main Street Investors Joint Venture in an amount not to exceed \$78,695 for design, reimbursables and construction management, and **(3)** an increase in appropriations in an amount not to exceed \$78,695 in the City Center TIF District Fund - Total not to exceed \$78,695.
  
- **Resolution 03-1020 – March 26, 2003** - Authorize **(1)** a public hearing to be held on April 9, 2003 to receive citizens' comments on amendments to the City Center TIF District Project Plan and Reinvestment Zone Financing Plan (Plan), to increase the budget category of Acquisition and Restoration of Historic Sites by \$190,000 and decrease the category of Streetscapes by \$190,000 for the Davis Building development, to include 1704 and 1802 Main Street (Mercantile and Securities Buildings) in the City Center TIF District Boundaries, modifications to the Plan and modifications to Ordinance Nos. 22802 and 23034, which created the City Center TIF District and adopted the Plan for the City Center Tax Increment Financing District in accordance with the Tax Increment Financing Act, as amended (V.T.C.A. Tax Code, Chapter 311); and **(2)** at the close of the public hearing, consideration of an ordinance amending Ordinance No. 22802, previously approved on June 26, 1996, and Ordinance No. 23034, previously approved on February 12, 1997, which approved the Plan, to reflect all such Plan amendments.
  
- **Resolution 03-1180 (Ordinance 25230) - April 9, 2003** - A public hearing to receive citizens' comments on amendments to the Project Plan and Reinvestment Zone Financing Plan (Plan) for Tax Increment Financing Reinvestment Zone Number Five (City Center TIF District) in accordance with the Tax Increment Financing Act, as amended (V.T.C.A. Tax Code, Chapter 311), to increase the budget category of Acquisition and Restoration of Historic Sites by \$190,000 and decrease the category of streetscapes by \$190,000 for the Davis Building development, to include 1704 and 1802 Main Street (Mercantile and Securities Buildings) in the City Center TIF District Boundaries, modifications to the Plan and modifications to Ordinance Nos. 22802 and 23034, which created the City Center TIF District and adopted the Plan for the City Center Tax Increment Financing District - Financing: No cost consideration to the City and an ordinance amending Ordinance Nos. 22802 and 23034 to amend the Project Plan and Reinvestment Financing Plan for Tax Increment Financing Reinvestment Zone Number Five, (City Center TIF District) in accordance with the Tax Increment Financing Act, as amended (V.T.C.A. Tax Code, Chapter 311), to increase the budget category of Acquisition and Restoration of Historic Sites by \$190,000 and decrease the category of streetscapes by \$190,000 for the Davis Building development, to include 1704 and 1802 Main Street (Mercantile and Securities Buildings) in the

City Center TIF District Boundaries, modifications to the Plan and modifications to Ordinance Nos. 22802 and 23034, which created the City Center TIF District and adopted the Plan for the City Center Tax Increment Financing District.

- **Resolution 03-1206 – April 9, 2003** - Authorize an amendment to the provisions of the purchase and sale agreement for an historical facade easement on the Davis Building approved on April 28, 1999, pursuant to Resolution No. 99-1434, located in Tax Increment Financing Reinvestment Zone Number Five (City Center TIF District) increasing the amount of purchase for the facade easement from \$1,100,000 to \$1,290,000.
- **Resolution 03-1335 – May 14, 2003** - Authorize a contract for the construction of streetscape improvements on Akard Street from Young Street to Bryan Street (excluding Bell Plaza) for the City Center TIF District - Integrated Roadway Services, Inc., lowest responsible bidder of three - \$683,557.
- **Resolution 03-1411 – May 14, 2003** - An ordinance granting a private license to Elm Street Developments, LLC for the use of a total of approximately 449 square feet of land to construct, install and maintain lighting, planters, canopies, a raised stoop and glass entry surround on and over portions of Pacific Avenue and Elm and North Harwood Streets rights-of-way.
- **Resolution 03-1558 – May 28, 2003** - Authorize Supplemental Agreement No. 3 to the professional services contract with Hellmuth, Obata + Kassabaum, Inc., to provide for the expansion of the North/South Linkages Project to include the Transit Mall to the south side of Ross Avenue - \$355,000, from \$1,584,354 to \$1,939,354.
- **Resolution 03-1688 (Ordinance 25276) – June 11, 2003** - An ordinance amending Ordinance No. 22802 previously authorized on June 26, 1996 which created Tax Increment Financing Reinvestment Zone Number Five, (City Center TIF District) and Ordinance 23034 previously authorized on February 12, 1997 which approved the City Center TIF District Project Plan and Reinvestment Financing Plan to provide for the purchase of Facade Beautification/Conservation Easements to preserve the architectural or aesthetic effects of enhancing the facades of new buildings or the redevelopment of existing facades downtown in accordance with the Tax Increment Financing Act, as amended (V.T.C.A. Tax Code, Chapter 311).
- **Resolution 03-1712 – June 11, 2003** - Consideration of amendments to Section 51A-7.930 "Supergraphic Signs" of the Dallas Development Code and an ordinance implementing the proposal.
- **Resolution 03-1723 – June 11, 2003** - Authorize **(1)** a development agreement with 1530 Main Street Hotel Group LP to provide for the funding of environmental remediation, interior demolition, facade restoration, and related



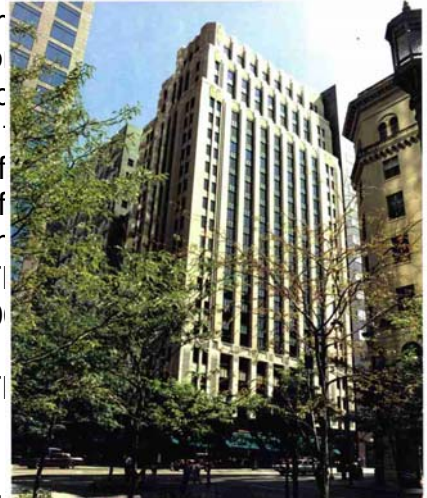
design costs for the redevelopment of 1530 Main Street (Dallas National Bank Building) in Tax Increment Financing Reinvestment Zone Five (City Center TIF District) in an amount not to exceed \$2,950,000 plus accrued interest compounded semi-annually; **(2)** the establishment of appropriations in the amount of \$2,950,000.

- **Resolution 03-1724 – June 11, 2003** - A resolution declaring the intent of Tax Increment Financing Reinvestment Zone Number Five, City of Dallas, Texas (City Center TIF District) to reimburse 1530 Main Street Hotel Group LP for funds advanced

pursuant to a development agreement between the City and 1530 Main Street Hotel Group LP in an amount not to exceed \$2,950,000 plus accrued interest compounded semi-annually, for demolition, facade restoration, environmental remediation, and public use improvements related to the redevelopment of 1530 Main Street (Dallas National Bank Building) in the City Center TIF District - \$2,950,000 plus accrued interest compounded semi-annually.

- **Resolution 03-1725 – June 11, 2003** - Authorize

**(1)** a development agreement with 1907 Elm LLC to provide for the funding of demolition, environmental remediation, historic facade restoration, and other improvements related to the redevelopment of 1907 Elm and 1900 Pacific Streets (Tower Petroleum and 1900 Pacific Buildings) in Tax Increment Financing Reinvestment Zone Five (City Center TIF District) in an amount not to exceed \$4,600,000 and, **(2)** the establishment of appropriations in the amount of \$4,600,000 in the City Center TIF District Fund - Total not to exceed \$4,600,000.



- **Resolution 03-1726 – June 11, 2003** - A resolution declaring the intent of Tax Increment Financing Reinvestment Zone Number Five, (City Center TIF District) to reimburse 1907 Elm, LLC for funds advanced pursuant to a development agreement between the City and 1907 Elm, LLC in an amount not to exceed \$4,600,000 plus interest, for demolition, environmental remediation, historic facade restoration, and other improvements related to the redevelopment of 1907 Elm and 1900 Pacific Streets (Tower Petroleum and 1900 Pacific Buildings) in the City Center TIF District - \$4,600,000.

- **Resolution 03-1898 – June 25, 2003** - Authorize a contract for the construction of streetscape improvements on Field Street from Wood Street to Pacific

Avenue; Ervay Street from Young Street to Pacific Avenue; St. Paul Street from Young Street to Bryan Street, and Harwood Street from Young Street to Bryan Street for the Dallas City Center TIF District - Northern Pipeline Construction Company, lowest responsible bidder of five - \$2,780,691.

- **Resolution 03-1920 – June 25, 2003** - Rescind Resolution No. 02-3586 and Resolution No. 02-3587, previously approved on December 11, 2002, authorizing a development agreement and declaring the intent to reimburse GS Renaissance LTD for the funding in an amount to exceed \$3,200,000, of facade, demolition, streetscape and other authorized improvements related to the redevelopment of the Gulf States Building located at 1415 Main Street in Tax Increment Financing Reinvestment Zone Number Five (City Center TIF District) for the purpose of re-authorizing a development agreement and declaring the intent to reimburse GS Renaissance LTD and release appropriations previously established in Resolution No. 02-3586 in the amount of \$3,200,000 from the City Center TIF District Fund.
- **Resolution 03-1919 – June 25, 2003** - Authorize **(1)** a development agreement with GS Renaissance LTD to provide for the funding of facade, demolition, streetscape and other authorized improvements related to the redevelopment of the Gulf States Building located at 1415 Main Street in Tax Increment Financing Reinvestment Zone Number Five (City Center TIF District) in an amount not to exceed \$4,666,650; and **(2)** the establishment of appropriations in the amount of \$4,666,650 in the City Center TIF District Fund - Total not to exceed \$4,666,650.
- **Resolution 03-1921 – June 25, 2003** - A resolution declaring the intent of Tax Increment Financing Reinvestment Zone Number Five (City Center TIF District) to reimburse GS Renaissance LTD for funds advanced pursuant to a development agreement with GS Renaissance LTD in an amount not to exceed \$4,666,650 plus interest, for facade improvements, demolition, streetscape and other authorized improvements related to the redevelopment of the Gulf States Building located at 1415 Main Street in the City Center TIF District - \$4,666,650.



- **Resolution 03-1922 – June 25, 2003** - Authorize a purchase and sale agreement with Dallas Roof Gardens, Inc. for a facade beautification easement on 1217 Main Street, upon completion of the building located in Tax Increment Financing Reinvestment Zone Number Five (City Center TIF District) and subject to the availability of City Center TIF District Funds in an amount not to exceed \$959,380 and future City Council approval of funding at the time of issuance of Certificate of Occupancy.



- **Resolution 03-1923 – June 25, 2003** - Authorize **(1)** a seven-year parking agreement in an amount not to exceed \$1,614,000 with Central Parking System of Texas, Inc., Parking Operator of the Dalpark Garage, to provide 225 parking spaces for public, short-term parking in the Dalpark Garage located at 1600 Commerce Street in Tax Increment Financing Reinvestment Zone Number Five; **(2)** TIF eligible public improvements in the form of leasehold improvements in an amount not to exceed \$81,000; and **(3)** the collection of parking revenue on a monthly basis for self parking in the Dalpark Garage located at 1600 Commerce Street near the intersection of Commerce and Ervay Streets in Tax Increment Financing Reinvestment Zone Number Five for an estimated amount of \$703,500 over a period of seven years - Total not to exceed \$1,695,000.
- **Resolution 03-2123 – August 13, 2003** – An ordinance granting a revocable license to Tortilla Flats, Ltd. for the use of approximately 144 square feet of land to construct and maintain a sidewalk cafe, fence, awning and signs on and over portions of Main Street right-of-way located near its intersection with Field Street (for Pegasou).
- **Resolution 03-2449 – September 10, 2003** - Authorize **(1)** funding for the acquisition of the historic facade easement on the Davis Building, located at 1309 Main Street in accordance with Resolution No. 99-1434 as amended, previously approved on April 28, 1999, and the terms of the Purchase and Sale Agreement; and **(2)** a maintenance agreement with Hamilton Davis, LLP (Hamilton) setting out Hamilton's responsibility in maintaining the facade of the Davis Building, located in Tax Increment Financing Reinvestment Zone Number Five (City Center TIF District) - \$1,290,000.



- **Resolution 03-2455 – September 10, 2003** - Authorize **(1)** a development agreement with Main Street Investors J.V. to provide for the funding of environmental remediation, demolition, facade restoration, and other improvements related to the redevelopment of 1608 Main Street, in Tax Increment Financing

Reinvestment Zone Five (City Center TIF District) in an amount not to exceed \$919,032; **(2)** funding for design and construction of certain public improvements related to a pedestrian access-way through 1608 Main Street, in Tax Increment Financing Reinvestment Zone Five (City Center TIF District) in an amount not to exceed \$636,480; and **(3)** the establishment of appropriations

in the amount of \$1,555,512 in the City Center TIF District Fund - Total not to exceed \$1,555,512.

- Resolution 03-2456 – September 10, 2003** - A resolution declaring the intent of Tax Increment Financing Reinvestment Zone Number Five (City Center TIF District) to reimburse Main Street Investors J.V. for funds advanced pursuant to a development agreement between the City and Main Street Investors J.V. in an amount not to exceed \$919,032 plus interest, for certain public infrastructure improvements related to the redevelopment of 1608 Main Street, in the City Center TIF District - \$919,032.

## **City Center TIF Project Plan Budget (spent and committed funds)**

(in current dollars including interest earnings and potential parking revenue)

<b>ACTIVITY</b>	<b>BUDGET AMT.</b>	<b>ALLOCATED</b>
Streetscape		
Pedestrian Linkages/Lighting	\$12,070,384	\$7,954,411
Facade Improvements	\$2,000,000	\$2,000,000
Educational/Training Facilities	\$3,000,000	\$2,236,550
Parking	\$31,011,405	\$12,525,154*
Acquisition & Restoration of Historic Sites	\$4,022,486	\$4,022,486
Public-Use Improvements	\$1,743,713	\$207,500
Environmental, Facade, Etc.	\$41,052,955	\$30,778,382*
Public Plaza out of TIF	\$7,000,000	\$0
Affordable Housing	\$5,000,000	\$500,000
Plan Implementation	\$2,000,000	\$453,684
<b>Grand Total</b>	<b>\$108,900,943</b>	<b>\$60,676,167</b>

\* Includes two pending projects (\$10 million for Davis Lot Garage from Parking Category and \$2.5 million for Retail Initiative from Environmental Remediation/ Facade Category)

See Exhibit A for details

### City Center TIF District Construction Contracts and Minority Participation (Awarded FY 2002-2003)

Project	Contractor	Contract Amount	M/WBE %	M/WBE \$
Park Master Plan	Carter and Burgess	\$365,000	2.47%	\$9,000
*Streetscape Supplement	HOK	\$58,000	N/A	N/A
Hart Furniture Bldg	Harrison Walker	\$1,082,474	18.48%	\$200,015
1520-1522 Main Street	Nedderman & Assoc.	\$1,698,900	12.18%	\$207,000
*Streetscape Supplement	HOK	\$355,000	N/A	N/A
Streetscape Construction	Northern Pipeline Construction Co.	\$2,780,691	41.05%	\$1,141,540
Totals		\$6,340,065	19.81% (average w/o HOK)	\$1,555,755

\*HOK Supplemental Agreements #2 and #3 do not require additional M/WBE information. The original contract was as follows:

Streetscapes	HOK	\$1,526,154	43.57%	\$664,945
--------------	-----	-------------	--------	-----------

In addition to the City's Good Faith Effort Policy, the City Center TIF District adopted a similar policy related to the private investment on TIF funded projects. As of September 8, 2003, the policy, which includes each developer agreeing to a M/WBE participation rate on private construction based on TIF and other City incentives compared to total project cost, went into effect.

## **FY 2003-2004 Work Program**

The City Center TIF District Board of Directors will work to achieve the objectives outlined in the City Center TIF Project Plan and Reinvestment Zone Financing Plan. Specific work activities for FY 2003 –2004 include:

- Continuing to work with individual property owners and merchants to enable them to redevelop underutilized buildings primarily in the Main Street Core Area
- Implementing Retail Initiative, secure Leasing/Marketing Partner, and secure non-restaurant retailers
- Continuing efforts on “Davis Lot” Parking Garage
- Continuing construction on five North/South Streetscapes project from Young to the south side of Ross Avenue
- Continuing involvement in Downtown Park Master Plan analysis and prioritization

## **City Center TIF District Board of Directors Recommendations**

The City Center TIF District Board recommends that the District continue to pursue development opportunities in the City Center TIF District, primarily within the Main Street Core Area.