MEMORANDUM

DATE: January 31, 2014

TO: Members of the Economic Development Committee:
Rick Callahan, (Vice-Chair), Jerry R. Allen, Scott Griggs, Adam Medrano, Lee Kleinman

SUBJECT: Economic Development Committee
Monday, February, 3 2014, 9:00 – 10:30 a.m.
1500 Marilla Street, City Hall, Room 6ES, Dallas, Texas 75201

AGENDA

1. Approval of January 6, 2013 Minutes of the Economic Development Committee

2. Dallas Executive Airport Seeking Flight Into the Future
   Lana Furra, Assistant Director
   Department of Aviation
   (Estimated time 20 minutes)

3. Potential “Project C3PO”
   Closed Session (Sec. 551.071 T.O.M.A.)
   Deliberations Regarding Economic Development Negotiations Section 551.087 of the Texas Open Meetings Act;
   Deliberation of the Purchase, Exchange, Lease, or Value of Real Property Where the Deliberation in an Open Meeting Would Have a Detrimental Effect on the Position of the City in Negotiations with a Third Party, Section 551.072 of the Texas Open Meetings Act
   J. Hammond Perot, Assistant Director
   Office of Economic Development
   (Estimated time 20 minutes)

4. Upcoming Agenda Items
   • Two Podner’s Retail Eateries, LLC
   • Authorize a Third Amendment to the Development Agreement with GFD Opportunity II, LLC for the Hillside West Project (Davis Garden TIF District)

        Tennell Atkin's, Chair
        Economic Development Committee

C: The Honorable Mayor and Members of the City Council
   A. C. Gonzalez, Interim City Manager
   Rosa Rios, City Secretary
   Warren M.S. Ernst, City Attorney
   Judge Daniel Solis, Administrative Judge Municipal Court
   Craig Kinton, City Auditor
   Frank Librio, Public Information Officer
   Ryan S. Evans, Interim 1st Assistant City Manager
   Forest Turner, Assistant City Manager

   Jill A. Jordan, P.E., Assistant City Manager
   Joey Zapata, Assistant City Manager
   Charles M. Cato, Interim Assistant City Manager
   Theresa O'Donnell, Interim Assistant City Mgr.
   Jeanne Chipperfield, CFO, OFS
   Karl Zavitskoy, Director, OED
   J. Hammond Perot, Assistant Director, OED
   Elsa Cantu, Assistant to the CMO

Dallas – Together, we do it better
Note: A quorum of the Dallas City Council may attend this Council Committee meeting.

A closed session may be held if the discussion on any of the above agenda items concerns one of the following:

1. Contemplated or pending litigation, or matters where legal advice is requested to the City Attorney. Section 551.071 of the Texas Open Meetings Act.

2. The Purchase, exchange, lease or value of real property, if the deliberation in an Open Meeting would have a detrimental affect on the position of the City in negotiations with a third person. Section 551.072 of the Texas Open Meetings Act.

3. A contract for a prospective gift or donation to the City, if deliberation in an Open Meeting would have a detrimental affect on the position of the City in negotiations with a third person. Section 551.073 of the Texas Open Meetings Act.

4. Personnel matters involving appointments, employment, evaluation, reassignment, duties, discipline or dismissal of a public officer or employee or to hear a complaint against an officer or employee. Section 551.074 of the Texas Open Meetings Act.

5. The deployment or specific occasions for implementation of security personnel or device. Section 551.076 of the Texas Open Meetings Act.

Economic Development Committee DRAFT
Meeting Record
January 6, 2014

The Economic Development Committee meetings are recorded. Agenda materials and audiotapes may be reviewed/copied by contacting the Office of Economic Development, Staff Coordinator at 214-670-1686.

Meeting Date: January 6, 2014  Meeting Start time: 9:03 AM

Committee Members Present:
Tennell Atkins
Rick Callahan
Jerry R. Allen
Adam Medrano
Scott Griggs

Other Council Members Present:
Dwaine R. Caraway

Staff Present:
Ryan Evans, Interim First Assistant City Manager, City Managers Office
Karl Zavitkovsky, Director, Office of Economic Development
Karl Stundins, Manager Office of Economic Development
John Rogers, Assistant City Attorney, City Attorney’s Office
David Cossum, Interim Director, Sustainable Development & Construction
J. Hammond Perot, Assistant Director, Office of Economic Development
Tamara Leak, Senior Coordinator, Office of Economic Development

Other Presenters:
Graham Greene, President, METROarts Corporation

1. Approval of December 2 Minutes of the Economic Development Committee
Presenter(s):

Action Taken/Committee Recommendation(s): Motion made to approve the minutes.
Motion made by: Mr. Allen  Motion seconded by: Mr. Medrano
Item passed unanimously: X  Item passed on a divided vote: ____
Item failed unanimously: ____  Item failed on a divided vote: ____
Follow-up (if necessary):

2. The Olympic Project (1401 Elm Street) Downtown Connection TIF District
Presenter(s): Karl Zavitkovsky, Director, Office of Economic Development

Action Taken/Committee Recommendation(s): Motion made to recommend items to council for approval.
Motion made by: Mr. Allen  Motion seconded by: Mr. Callahan
Item passed unanimously: X  Item passed on a divided vote: ____
Item failed unanimously: ____  Item failed on a divided vote: ____
Follow-up (if necessary):
3. Flora Loft Project Downtown Connection/City Center TIF Districts
Presenter(s): Karl Zavitkovsky, Director, Office of Economic Development

Action Taken/Committee Recommendation(s): Motion made to recommend items to council for approval.
Motion made by: Mr. Griggs  Motion seconded by: Mr. Callahan
Item passed unanimously: X  Item passed on a divided vote: 
Item failed unanimously:  Item failed on a divided vote: 

Follow-up (if necessary):

4. Amendments to Variances to Alcohol Spacing Requirements
Presenter(s): David Cossum, Interim Director, Sustainable Development & Construction

Action Taken/Committee Recommendation(s): Motion made to recommend items to council for approval.
Motion made by: Mr. Griggs  Motion seconded by: Mr. Allen
Item passed unanimously: X  Item passed on a divided vote: 
Item failed unanimously:  Item failed on a divided vote: 

Follow-up (if necessary):

Upcoming Agenda Items

5. 1210 South Lamar - Cherokee Lamar Associates
Presenter(s): J. Hammond Perot, Assistant Director, Office of Economic Development

Action Taken/Committee Recommendation(s): Motion made to recommend item to full council for approval
Motion made by: Mr. Allen  Motion seconded by: Mr. Griggs
Item passed unanimously: X  Item passed on a divided vote: 
Item failed unanimously:  Item failed on a divided vote: 

- Follow-up (if necessary):

6. First Pinnacle Park – First Industrial Texas L.P.
Presenter(s): J. Hammond Perot, Assistant Director, Office of Economic Development

Action Taken/Committee Recommendation(s): Motion made to recommend item to full council for approval with Mr. Griggs and Mr. Callahan voting no
Motion made by: Mr. Allen  Motion seconded by: Mr. Medrano
Item passed unanimously:  Item passed on a divided vote: X
Item failed unanimously:  Item failed on a divided vote: 

- Follow-up (if necessary):

Meeting Adjourned: 10:31 AM

Approved By: _____________________________
Memorandum

DATE: January 31, 2014

TO: Honorable Members of the Economic Development Committee: Tennell Atkins (Chair), Rick Callahan (Vice-Chair), Jerry R. Allen, Scott Griggs, Adam Medrano, Lee Kleinman

SUBJECT: Dallas Executive Airport Seeking Flight Into the Future Briefing

On Monday, February 3, 2014, you will be presented the Dallas Executive Airport Seeking Flight into the Future briefing. The briefing material is attached for your review.

If you have questions or need additional information, please let me know.

Theresa O'Donnell,
Interim Assistant City Manager

Attachment

cc: Honorable Mayor and Members of the City Council
A.C. Gonzalez, Interim City Manager
Warren M. S. Ernst, City Attorney
Judge Daniel F. Solis, Administrative Judge
Rosa A. Rios, City Secretary
Craig D. Kinton, City Auditor
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Jeanne Chipperfield, Chief Financial Officer
Frank Librio, Public Information Officer
Elsa Cantu, Assistant to the City Manager – Mayor and Council
Karl Zavitkovsky, Director, Office of Economic Development
Dallas Executive Airport
Seeking Flight Into the Future

Economic Development Committee
February 3, 2014
The City of Dallas in partnership with TxDOT Aviation received a grant to conduct an airfield pavement analysis to determine the load bearing weight and structural integrity of the airport’s runways and taxiways.

In order to determine the structural condition and material properties below pavement surface, a dual approach of Heavy Weight Deflectometer (HWD) and Rolling Dynamic Deflectometer (RDD) testing was performed on all airfield pavements at Dallas Executive Airport between July 2012 and August 2012.

The data derived from these two evaluations was thoroughly analyzed and a prioritized pavement rehabilitation schedule was populated. The results determined that Runway 13/31 requires nearly full-length reconstruction which involves removing and replacing existing pavement with a new pavement section.
Dual Approach Non-Destructive Testing

- The Heavy Weight Deflectometer (HWD)
  - Non-destructive deflection testing
  - Testing every 200 feet, multiple lanes
  - **Identifies:**
    - Strength of pavement layers and subgrade

- The Rolling Dynamic Deflectometer (RDD)
  - Non-destructive deflection testing
  - Continuous deflection profiles, multiple lanes
  - **Identifies:**
    - Critical sections of pavement and subgrade

- Non-destructive testing was completed August 6, 2012
Non-destructive Testing Data
Existing Pavement Thickness
Pavement Evaluation Results

- High deflection values for pavement and subgrade
- Deficient pavement strength on Runway 13/31
- Existing pavement thickness as little as 5-inches
- Remaining pavement life = 0 to 5 years
Pavement Design & Recommendations

- Aircraft fleet mix with 90,000 pound aircraft limit (current limit = 60,000 pounds)
- The proposed pavement section
  - 10" reinforced concrete
  - 6" aggregate base
  - 12" lime-treated subgrade

- Construction Phasing
  - Four (4) Construction Phases
  - Runway 13/31 Reconstruction
  - Runway 13 Extension
## Runway 13/31 Reconstruction Phase 1

<table>
<thead>
<tr>
<th>Description</th>
<th>Phase</th>
<th>Estimated Construction Start Date</th>
<th>Estimated Construction Time</th>
<th>Runway 17/35 Availability</th>
<th>Runway 13/31 Availability</th>
<th>Largest Type of Aircraft Using Airport</th>
<th>Estimated Construction Cost</th>
</tr>
</thead>
<tbody>
<tr>
<td>Runway 17/35 &amp; Runway 13/31 Intersection Reconstruction and Design</td>
<td>1</td>
<td>Summer 2014</td>
<td>3-4 Months</td>
<td>Closed</td>
<td>3,200’</td>
<td>Small Jet (i.e. Cessna Citation 500)</td>
<td>$9,340,000</td>
</tr>
</tbody>
</table>

### Diagram

- **Runway 13/31** (Available)
- **Runway 17/35** (Closed)
- **Phase 1 Work Area**
- **3,200 Feet Available for Takeoffs and Landings**
- **600 Foot Safety Area Needed for Construction**
### Runway 13/31 Reconstruction Phase 2

<table>
<thead>
<tr>
<th>Description</th>
<th>Phase</th>
<th>Estimated Construction Start Date</th>
<th>Estimated Construction Time</th>
<th>Runway 17/35 Availability</th>
<th>Runway 13/31 Availability</th>
<th>Largest Type of Aircraft Using Airport</th>
<th>Estimated Construction Cost</th>
</tr>
</thead>
<tbody>
<tr>
<td>Runway 31 End Reconstruction (South)</td>
<td>2</td>
<td>Winter 2014</td>
<td>7-8 Months</td>
<td>Open</td>
<td>4,500’</td>
<td>Medium Jet (i.e. Cessna 560 Citation)</td>
<td>$7,348,000</td>
</tr>
</tbody>
</table>
# Runway 13/31 Reconstruction

## Phase 3

<table>
<thead>
<tr>
<th>Description</th>
<th>Phase</th>
<th>Estimated Construction Start Date</th>
<th>Estimated Construction Time</th>
<th>Runway 17/35 Availability</th>
<th>Runway 13/31 Availability</th>
<th>Largest Type of Aircraft Using Airport</th>
<th>Estimated Construction Cost</th>
</tr>
</thead>
<tbody>
<tr>
<td>Runway 13 End Reconstruction (North)</td>
<td>3</td>
<td>Fall 2015</td>
<td>9-10 Months</td>
<td>Open</td>
<td>Closed</td>
<td>Small Jet (i.e. Cessna 525 Citation)</td>
<td>$9,961,000</td>
</tr>
</tbody>
</table>
## Runway 13/31 Reconstruction
### Phase 4

<table>
<thead>
<tr>
<th>Description</th>
<th>Phase</th>
<th>Estimated Construction Start Date</th>
<th>Estimated Construction Time</th>
<th>Runway 17/35 Availability</th>
<th>Runway 13/31 Availability</th>
<th>Largest Type of Aircraft Using Airport</th>
<th>Estimated Construction Cost</th>
</tr>
</thead>
<tbody>
<tr>
<td>Runway 13 Extension (685 feet)</td>
<td>4</td>
<td>Fall 2016</td>
<td>8-9 Months</td>
<td>Open</td>
<td>5,730’</td>
<td>All Aircraft up to Gulfstream IV</td>
<td>$8,700,000</td>
</tr>
<tr>
<td>Description</td>
<td>Phase</td>
<td>Estimated Construction Start Date</td>
<td>Estimated Construction Time</td>
<td>Runway 17/35 Availability</td>
<td>Runway 13/31 Availability</td>
<td>Largest Type of Aircraft Able to use Airport</td>
<td>Estimated Construction Cost</td>
</tr>
<tr>
<td>--------------------------------------------------</td>
<td>-------</td>
<td>-----------------------------------</td>
<td>-----------------------------</td>
<td>---------------------------</td>
<td>---------------------------</td>
<td>---------------------------------------------</td>
<td>------------------------------</td>
</tr>
<tr>
<td>Runway 17/35 &amp; Runway 13/31 Intersection Reconstruction</td>
<td>1</td>
<td>Summer 2014</td>
<td>3-4 Months</td>
<td>Closed</td>
<td>3,200’</td>
<td>Small Jets</td>
<td>$9,340,000</td>
</tr>
<tr>
<td>Runway 31 End Reconstruction (South)</td>
<td>2</td>
<td>Winter 2014</td>
<td>7-8 Months</td>
<td>Open</td>
<td>4,500’</td>
<td>Medium Jets</td>
<td>$7,348,000</td>
</tr>
<tr>
<td>Runway 13 End Reconstruction (North)</td>
<td>3</td>
<td>Fall 2015</td>
<td>9-10 Months</td>
<td>Open</td>
<td>Closed</td>
<td>Small Jets</td>
<td>$9,961,000</td>
</tr>
<tr>
<td>Runway 13 Extension (685 feet)</td>
<td>4</td>
<td>Fall 2016</td>
<td>8-9 Months</td>
<td>Open</td>
<td>5,730’</td>
<td>All Currently Based Aircraft</td>
<td>$8,700,000</td>
</tr>
</tbody>
</table>

Total Construction Time: 31 Months
Total Construction Cost: $35,349,000
Dallas Executive Based Aircraft Data

Examples of Aircraft by Engine Type:

**Single Engine:** Cessna 172 Skyhawk, Cessna 182 Skylane, Piper Cherokee, Cirrus SR20 & SR22, Beechcraft Bonanza, Piper Saratoga

**Multi-Engine:** Beechcraft Baron, Piper Seneca, Cessna 421 Golden Eagle

**Jet:** Cessna 500, 525 & 560 Citation, Falcon 900, Gulfstream, Hawker, Challenger, Beech Jet, Lear Jet, Israel Jet Commander 1124
Aircraft Affected by Runway 13/31 Reconstruction Project

Based Aircraft Affected by Runway 13/31 Reconstruction

- Single Engine
- Multi-Engine
- Jet
- Helicopter

Phase 1
- Total Aircraft: 90
- Unable to Land: 15
- Able to Land: 19

Phase 2
- Total Aircraft: 90
- Unable to Land: 4
- Able to Land: 19

Phase 3
- Total Aircraft: 100
- Unable to Land: 11
- Able to Land: 19

Phase 4
Aircraft Affected by Runway 13/31 Reconstruction Project

<table>
<thead>
<tr>
<th></th>
<th>Total # of Aircraft Unable to Land</th>
<th>Total # of Aircraft Able to Land</th>
<th>Percentage of Aircraft Negatively Affected</th>
</tr>
</thead>
<tbody>
<tr>
<td>Phase 1</td>
<td>34</td>
<td>116</td>
<td>22.7%</td>
</tr>
<tr>
<td>Phase 2</td>
<td>23</td>
<td>127</td>
<td>15.3%</td>
</tr>
<tr>
<td>Phase 3</td>
<td>30</td>
<td>120</td>
<td>20.0%</td>
</tr>
<tr>
<td>Phase 4</td>
<td>0</td>
<td>150</td>
<td>0.0%</td>
</tr>
</tbody>
</table>

* By Fall of 2016 all currently based aircraft will be able to use Runway 13/31.
Tenant Outreach

• Staff has conducted numerous informational meeting with tenants, sub-tenants, and stakeholders.
  - September 27, 2013
  - November 7, 2013
  - January 14, 2014
  - January 24, 2014

• Included at the meetings were:
  - Garver Engineering discussed aggressive construction phasing plan
  - Rocket Red discussed
    - Marketing plan and website launch
    - www.dallassexcairport.com

• Follow-up tenant meeting on February 27, 2014
Accommodation Efforts

• Staff has determined the Department of Aviation does not have any City owned hangars at Dallas Love Field to accommodate aircraft from Executive during reconstruction.
• Currently looking to negotiate ramp space for aircraft parking displaced from Executive to Love Field.
• Issuing fuel permits to FBOs to accommodate fueling at Love Field.
• Staff is researching economic impact to stakeholders to determine potential rent abatement.
Next Steps

• Staff intends to return to council in April 2014 with suggested lease amendments to reflect the rent abatement that is in alignment with the economic impact findings.
EXECUTIVE SESSION

Potential “Project C3PO”

Closed Session (Sec. 551.071 T.O.M.A.)

Deliberations Regarding Economic Development Negotiations Section 551.087 of the Texas Open Meetings Act; Deliberation of the Purchase, Exchange, Lease or Value of Real Property Where the Deliberation in an Open Meeting Would Have a Detrimental Effect on the Position of the City in Negotiations with a Third Part, Section 551.072 of the Texas Open Meetings Act
Memorandum

DATE: January 31, 2014

TO: Members of the Economic Development Committee: Tennell Atkins (Chair), Rick Callahan (Vice Chair), Adam Medrano, Scott Griggs, Lee Kleinman, Jerry R. Allen,

SUBJECT: Two Podner’s Retail Eateries, LLC; February 12, 2014 Council Agenda

On February 12, 2014, City Council will be asked to consider authorizing a Chapter 380 Forgivable Loan in the amount of $275,000 to Two Podner’s Retail Eateries, LLC for gap financing to develop a 11,000 square foot commercial building located at 1441 Robert B. Cullum in Dallas to expand Two Podner’s Barbeque and Seafood Restaurant and add 6,500 square feet of retail space.

Two Podner’s Retail Eateries, LLC is a development company created by Fred Conwright and James Runnels, owners of Two Podner’s Barbeque and Seafood restaurant to develop a building for an expanded restaurant and other retail eateries. Two Podner’s has operated in a 2,500 square foot facility at their current location in the South Dallas/Fair Park area for over 30 years.

The new development when fully tenanted is expected to create 40 – 50 FTE jobs. The total project cost is $1,835,000. The developers, Fred Conwright and James Gunnels, will bring $460K of equity to the project. The project will demolish the current facility and build a 4,500 square foot restaurant as the anchor tenant and add 6,500 square feet of additional space. The developers are in discussions with Del Taco, Krispy Kreme, Subway and a Chinese takeout to fill the tenant space.

The development of the Property will further the City’s goals for redevelopment in the Southern Sector. The total consideration of $275,000 is contingent upon $460K of equity from the Developer, approval of one million in conventional financing (Spirit Bank of Texas has issued a $1,000,000 Commitment), a loan not to exceed $100,000 if needed from the South Dallas Fair Park Trust Fund and completion of the redevelopment of the subject site within three (3) years from the date of the Loan Agreement.

FISCAL INFORMATION

$275,000 – Public/Private Partnership Funds

OWNER

Two Podner’s Retail Eateries, LLC

Fred Conwright, Partner
James Runnels, Partner
MAP

Attached

RECOMMENDATION

Staff recommends approval of the subject item. Please contact me if you have any questions at 214-670-3296.

Ryan S. Evans
Interim First Assistant City Manager

C: The Honorable Mayor and Members of the City Council
   A.C. Gonzalez, Interim City Manager
   Warren M. S. Ernst, City Attorney
   Judge Daniel F. Solis, Administrative Judge
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   Jeanne Chipperfield, Chief Financial Officer
   Karl Zavitkovsky, Director, Office of Eco. Dev.
   J. Hammond Perot, Asst. Director, OED
   Frank Librio, Public Information Officer
   Elsa Cantu, Asst. to the CMO – Mayor and Council

"Dallas – Together, we do it better"
Memorandum

DATE       January 31, 2014
TO         Members of the Economic Development Committee:
            Tennell Atkins (Chair), Rick Callahan (Vice Chair), Adam Medrano,
            Lee Kleinman, Jerry R. Allen, Scott Griggs
SUBJECT   Authorize a Third Amendment to the Development Agreement with GFD
            Opportunity II, LLC for the Hillside West Project (Davis Garden TIF
            District), February 12, 2014 Council Agenda

Background

Staff is recommending extensions to the project deadlines to address industry-
wide material and labor shortages which delayed the project. The project was
completed on August 7, 2013. Approval of the recommended extensions will
allow the developer to close out the project.

On April 28, 2010, City Council approved GFD Opportunity II, LLC’s request for
$1,600,000 in TIF reimbursement for the development of the Hillside West
senior housing project. The project includes the following improvements at
3757 Falls Bluff Drive (formerly 4512 West Davis Street): (1) environmental
remediation activities consisting of the assessment and removal of
environmental hazards; and (2) construction of a senior housing development
and clubhouse within a 4-story building; and (3) infrastructure, streetscaping,
and landscaping improvements that consists of the burial of overhead utilities;
the construction of water utilities, stormwater drainage, sanitary sewers and
new sidewalks; the replacement and repair of existing sidewalks; the planting of
native plants and trees; and the addition of pedestrian lighting.

The building contains approximately 104,086 square feet in total residential
rental space and 130 affordable housing units. The clubhouse measures
approximately 7,000 square feet and contains the housing development’s
leasing office, a business center and a fitness center. The common area also
includes an outdoor pool adjacent to the clubhouse, a circulation/mechanical
area that measures approximately 23,536 square feet and the housing
development’s corridors, lobbies, elevators, etc.; The new sidewalks for the
development project shall be a minimum of 12’ measured from the back of the
curb and include a minimum 3-foot wide landscaping/pedestrian lighting zone
adjacent to the curb and a minimum 7-foot wide pedestrian zone.
Financing

No Cost Consideration to the City

Project Council District

District 3

Owner

GFD Opportunity II, LLC
A Texas Limited Liability Company

Brandon Bolin, Principal

Staff

Karl Stundins, Manager, Area Redevelopment Division
Telemachus Evans, Economic Development Analyst

Map

Attached

Staff recommends approval of the subject item. Please contact me if you have any questions at 214-670-3296.

Ryan S. Evans
Interim First Assistant City Manager

C: The Honorable Mayor and Members of the City Council
A.C. Gonzalez, Interim City Manager
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