Memorandum

DATE September 12, 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 September 15, 2014, 9:00 – 10:30 a.m.
1500 Marilla Street, City Hall, Room 6ES, Dallas, Texas 75201

AGENDA

1. Approval of August 18, 2014 Minutes of the Economic Development Committee

2. Deep Ellum Crossroads Redevelopment
   Project – Deep Ellum TIF District
   Karl Zavitkovsky, Director
   Office of Economic Development
   (Estimated time 20 minutes)

3. Upcoming agenda item:
   • World Affairs Contract Renewal

[Signature]
Teannell Atkins, Chair
Economic Development Committee

C: The Honorable Mayor and Members of the City Council
A.C. Gonzalez, City Manager
Warren M.S. Ernst, City Attorney
Craig D. Kinton, City Auditor
Rosa A. Rios, City Secretary
Daniel F. Solis, Administrative Judge
Ryan S. Evans, First Assistant City Manager
Jill A. Jordan, P.E., Assistant City Manager
Mark McDaniel, Assistant City Manager
Forest E. Turner, Assistant City Manager
Joey Zapata, Assistant City Manager
Charles M. Cato, (I) Assistant City Manager
Theresa O'Donnell, (I) Assistant City Manager
Karl Zavitkovsky, Director
Jeanne Chipperfield, Chief Financial Officer
Sana Syec, Public Information Officer
Elsa Cantu, Assistant to the City Manager – Mayor & Council

Note: A quorum of the Dallas City Council may attend this Council Committee meeting.
Economic Development Committee
Meeting Record
August 18, 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: August 18, 2014
Meeting Start time: 9:01 AM

Committee Members Present: Staff Present:
Tennell Atkins Joey Zapada, Assistant City Manager, City Managers
Rick Callahan Office
Jerry R. Allen Karl Zavitkovsky, Director, Office of Economic
Adam Medrano Development
Lee Kleinman Karl Stundins, Manager, Office of Economic
Development

Other Council Members Present: David Cossum, Assistant Director, Sustainable
Development & Construction

Other Presenters: Matt Jones, CFO, Dallas Convention and Visitors
Bureau

1. Approval of August 4, 2014 Minutes of the Economic Development Committee
Presenter(s): Karl Zavitkovsky, Director, Office of Economic Development

Action Taken/Committee Recommendation(s): Motion made to approve the minutes.
Motion made by: Mr. Callahan
Motion seconded by: Mr. Kleinman
Item passed unanimously: X
Item passed on a divided vote: _____
Item failed unanimously: _____
Item failed on a divided vote: _____

2. Dallas Public Improvement Districts (PIDs): Overview and Update
Presenter(s): Karl Zavitkovsky, 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. Callahan
Item passed unanimously: X
Item passed on a divided vote: _____
Item failed unanimously: _____
Item failed on a divided vote: _____

3. Deep Ellum TIF District Plan Amendment
Presenter(s): Karl Zavitkovsky, Director, Office of Economic Development

Action Taken/Committee Recommendation(s): Motion made to recommend item to full council for approval.
Motion made by: Mr. Medrano
Motion seconded by: Mr. Callahan
Item passed unanimously: X
Item passed on a divided vote: _____
Item failed unanimously: _____
Item failed on a divided vote: _____
4. **Desoto Boundary Adjustment and ETJ Waiver Proposal**

   **Presenter(s):** Karl Zavitkovsky, Director, Office of Economic Development

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

5. **Upcoming Agenda Item(s):**
   - Amendment to the Vickery Meadow TIF District Plan
   - Sports Arena TIF District: UST South Parking Garage Development Agreement
   - Amendment to Loan Agreement for GBG BDM, LLC, (Belinda Marshaw, DDS. Dental Delight Project)
   - Stoneridge Distribution Center

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

Meeting Adjourned: **10:04 AM**

Approved By: ____________________________
Memorandum

DATE: September 12, 2014

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

SUBJECT: Deep Ellum Crossroads Redevelopment Project – Deep Ellum TIF District

On Monday, September 15, 2014, the Economic Development Committee will be briefed on the Deep Ellum Crossroads project to redevelop properties along Main, Commerce, and Elm in the core area of the Deep Ellum TIF District.

Briefing material is attached.

Should you have any questions or concerns, please contact me at (214) 671-9837.

Ryan S. Evans
First Assistant City Manager

Cc: The Honorable Mayor and City Council
A.C. Gonzalez, City Manager
Warren M.S. Ernst, City Attorney
Craig D. Kinton, City Auditor
Rosa A. Rios, City Secretary
Daniel F. Solis, Administrative Judge
Jill A. Jordan, P.E., Assistant City Manager
Mark McDaniel, Assistant City Manager
Forest E. Turner, Assistant City Manager
Joey Zapata, Assistant City Manager
Charles M. Calo, (I) Assistant City Manager
Theresa O'Donnell, (I) Assistant City Manager
Jeanne Chipperfield, Chief Financial Officer
Sana Syed, Public Information Officer
Elsa Cantu, Assistant to the City Manager – Mayor & Council
Karl Zawilinski, Director, Office of Economic Development
J. Hammond Perot, Assistant Director, Office of Economic Development
Deep Ellum Crossroads Redevelopment Project

Deep Ellum TIF District

Economic Development Committee
September 15, 2014
Overview

• Discuss the redevelopment and site improvements of 42 Realty properties along Main, Commerce, and Elm

• Present proposed City of Dallas economic incentives for the project
Deep Ellum Crossroads

**Background**

**Deep Ellum Crossroads –**

- **Owner assembled 22 sites in Deep Ellum core** – Properties located on both the north and south sides of the 2600 and 2700 blocks of Main Street, as 2646 Elm, 2653 Commerce, and the parking lots at 2703, 2705, and 2711 Commerce

- **Buildings have varied redevelopment needs**
  - Historic red-brick buildings constructed between the 1920s and 1940s set tone for district and require sensitive renovations
  - Concrete masonry block buildings built between the 1960s and 1970s may require major renovation
  - Several are currently vacant, and are in need of repair and restoration

- **Owner developed comprehensive redevelopment plan for area, subject to City financial help**
  - New tenanting plan
  - More mid-block cut-through spaces
  - Plaza-like, multi-use north/south streets become more pedestrian and retail oriented
  - Added landscaping and lighting
  - Comprehensive parking strategy

- **Estimated private investment - $15M**

Before and after plans – (above) Mid-block cut-through and (below) streetscape and building improvements

City of Dallas
• **Project Site**
  – The project will revitalize currently vacant underutilized buildings in Deep Ellum’s historic core to encourage a walkable destination for entertainment, retail, and restaurants
  – The historic brick buildings will be rehabilitated in order to create new storefronts for small businesses
  – No existing buildings will be demolished.
  – Once completed, project will feature approximately 59,000 SF of Retail and 25,000 of public space
  – Existing buildings are currently 40% occupied
  – Some current tenants will be relocated to accommodate new building layouts
Map of 42 Deep Ellum Controlled Properties

<table>
<thead>
<tr>
<th>Street Address</th>
<th>Name</th>
<th>Building Area</th>
</tr>
</thead>
<tbody>
<tr>
<td>2600 Elm St.</td>
<td>Subway</td>
<td>2,500 SF</td>
</tr>
<tr>
<td>2415 Elm St.</td>
<td>Show Me Deck</td>
<td>2,500 SF</td>
</tr>
<tr>
<td>2301 Elm St.</td>
<td>Hotel</td>
<td>2,500 SF</td>
</tr>
<tr>
<td>2414 Elm St.</td>
<td>Rudberg</td>
<td>4,900 SF</td>
</tr>
<tr>
<td>2440 Elm St.</td>
<td>The Twit</td>
<td>4,900 SF</td>
</tr>
<tr>
<td>2405 Elm St.</td>
<td>Click &amp; Climb</td>
<td>3,000 SF</td>
</tr>
<tr>
<td>2400 Main St.</td>
<td>Click &amp; Climb</td>
<td>3,000 SF</td>
</tr>
<tr>
<td>2400 Main St.</td>
<td>Click &amp; Climb</td>
<td>3,000 SF</td>
</tr>
<tr>
<td>2315 Main St.</td>
<td>Bankhead</td>
<td>5,200 SF</td>
</tr>
<tr>
<td>2335 Main St.</td>
<td>Mann Cave</td>
<td>6,328 SF</td>
</tr>
<tr>
<td>2350 Main St.</td>
<td>Louis St.</td>
<td>7,032 SF</td>
</tr>
<tr>
<td>2370 Main St.</td>
<td>Golden Eagle</td>
<td>9,722 SF</td>
</tr>
<tr>
<td>2390 Main St.</td>
<td>Hill’s Lemon</td>
<td>9,954 SF</td>
</tr>
<tr>
<td>2400 Main St.</td>
<td>Copperwell</td>
<td>4,000 SF</td>
</tr>
<tr>
<td>2410 Main St.</td>
<td>Tugger’s Blue</td>
<td>1,322 SF</td>
</tr>
<tr>
<td>2410 Main St.</td>
<td>Air Lift</td>
<td>1,240 SF</td>
</tr>
<tr>
<td>2410 Main St.</td>
<td>Abell</td>
<td>3,200 SF</td>
</tr>
<tr>
<td>2410 Main St.</td>
<td>Rock &amp; Roll</td>
<td>5,000 SF</td>
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<tr>
<td>2410 Main St.</td>
<td>Talons Tattoo</td>
<td>5,000 SF</td>
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<tr>
<td>2420 Main St.</td>
<td>Corner</td>
<td>1,240 SF</td>
</tr>
<tr>
<td>2430 Main St.</td>
<td>Diner</td>
<td>1,240 SF</td>
</tr>
<tr>
<td>2440 Main St.</td>
<td>Comedy House</td>
<td>5,000 SF</td>
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<td>2450 Main St.</td>
<td>Shubert</td>
<td>5,000 SF</td>
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<tr>
<td>2450 Main St.</td>
<td>Henderson Kitchens</td>
<td>3,850 SF</td>
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<td>2470 Main St.</td>
<td>Pinion Lodge</td>
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<td>2570 Main St.</td>
<td>Landaff</td>
<td>5,000 SF</td>
</tr>
<tr>
<td>2590 Main St.</td>
<td>Gordon</td>
<td>4,940 SF</td>
</tr>
<tr>
<td>2600 Main St.</td>
<td>Otis Lady</td>
<td>3,000 SF</td>
</tr>
</tbody>
</table>

<table>
<thead>
<tr>
<th>Street Address</th>
<th>Name</th>
<th>Lot Area</th>
</tr>
</thead>
<tbody>
<tr>
<td>2600 Elm St.</td>
<td>Bill Lemon Lot</td>
<td>4,875 SF</td>
</tr>
<tr>
<td>2570 Main St.</td>
<td>Balcony-Man Lot</td>
<td>17,600 SF</td>
</tr>
<tr>
<td>2470 Main St.</td>
<td>Louis St Lot</td>
<td>5,000 SF</td>
</tr>
<tr>
<td>2525 Main St.</td>
<td>Click’s Lot</td>
<td>2,000 SF</td>
</tr>
<tr>
<td>2511 Commerce St.</td>
<td>Copperwell Lot</td>
<td>5,000 SF</td>
</tr>
<tr>
<td>2530 Main St.</td>
<td>Air Lift Lot</td>
<td>5,000 SF</td>
</tr>
<tr>
<td>2540 Main St.</td>
<td>Abell Lot</td>
<td>5,000 SF</td>
</tr>
<tr>
<td>2620 Commerce St.</td>
<td>Balcony-Commerce Lot</td>
<td>10,000 SF</td>
</tr>
<tr>
<td>2650 Commerce St.</td>
<td>First Lot</td>
<td>5,000 SF</td>
</tr>
<tr>
<td>2670 Commerce St.</td>
<td>EBS Lot</td>
<td>5,000 SF</td>
</tr>
<tr>
<td>2700 Commerce St.</td>
<td>Fish &amp; Chips Lot</td>
<td>10,000 SF</td>
</tr>
<tr>
<td>2710 Commerce St.</td>
<td>Landaff Lot</td>
<td>5,000 SF</td>
</tr>
<tr>
<td>2720 Main St.</td>
<td>Gordon Lot</td>
<td>5,000 SF</td>
</tr>
</tbody>
</table>
Project Site
Deep Ellum

Before-After Elevations
Proposed Incentives

• TIF Funding of $3,500,000 includes:
  - Economic Development TIF Grant: $775,000
  - Remaining $2,725,000 TIF Funding for:
    • Paving Streetscape and Lighting improvements (includes paving, landscaping, streetscape and design costs)
    • Open spaces & Trails (includes site improvements and landscaping costs)
    • Façade Restoration/Environment Remediation and Demolition
Deep Ellum Crossroads Project

Strategic Importance

- Redevelops key buildings in Deep Ellum TIF District Core
- Revitalizes and transforms a fairly empty and underused area of Deep Ellum
- First major TIF request to follow Deep Ellum TIF District Plan Amendment
- TIF amended by City Council to include properties approved on September 10th
- Creates mid-block cut thru on Main Street
- Adds three public areas to the area
- Creates usable retail space out of buildings who’s initially use is no longer needed in the area
Deep Ellum Crossroads *Project Team*

- **42 Deep Ellum, LP** is a Texas Limited Partnership that began acquiring retail-oriented property in the Deep Ellum Neighborhood in 2012. Since, the partnership has invested millions of dollars into rehabilitating the neighborhood by upgrading existing structures, repairing utilities, renovating storefronts, and attracting high-quality, community-minded tenants to the neighborhood. 42 Deep Ellum, LP has worked alongside the city, other property owners, and the local community to ensure that Deep Ellum is rejuvenated as a sustainable, business friendly environment that restores its place as an icon in the Dallas city culture.

- **Scott Rohrman – Manager of the General Partner of 42 Deep Ellum, LP**, specializes in commercial real estate investment and development and oversees the day-to-day efforts of the 42 Real Estate team. The 42 Real Estate team focuses on build to suit projects for corporate tenants, and also on land investments with outside partners for future development. The investment land tracts are typically planned for future retail, office, and industrial developments. Rohrman has also assembled over 30 parcels in the Deep Ellum area of Dallas near downtown, and has embarked on helping the community redevelopment going on in that area with the 100+ year old buildings.

- **Andrew Morgan – Project Management / Finance**, manages all internal operations for 42 Real Estate’s investments and build-to-suit projects. From due diligence to securing construction financing for the various projects, Morgan is the main point of contact for all of 42 Real Estate’s internal operations and processes. Outside of real estate investment and development, Andrew has a background in commercial real estate banking for a large, southeast regional bank.
Deep Ellum Crossroads Project Team

- **Joe LaGro – Project Management / Engineering & Construction**, has more than thirty years of combined construction and architectural experience with several prestigious companies throughout the Midwest and Western parts of the country. He began his career, after graduating from the University of Illinois, as an architect in Chicago and continued in Denver, Colorado after relocating to pursue a post graduate degree. After graduating from Denver University with an MBA, he managed a remote office for a major regional developer in Arizona coordinating the construction of large retail shopping centers, hotels, office showroom buildings and other various commercial projects. Following this experience, Joe directed the Circuit City construction activities for the western portion of the country, building stores, repair centers, and distribution centers. Most recently, he was involved in managing the construction of large shopping centers for Cypress Equities (Staubach) in California and Arizona.

- **Benton Payne – Asset Management / Government Relations / Marketing**, has lived in Dallas, Texas his entire life save for his undergraduate career at Vanderbilt University, from which he graduated in 2010 with a degree in Arts and Sciences. Benton served as volunteer coordinator and marketer for Mike Rawlings’ mayoral campaign in 2011 and joined 42 Deep Ellum, LP in 2012, where he has handled government relations, large scale project management, marketing, and community relations.

- **Will Harris – Property Management / Construction**, grew up in Dallas, Texas and graduated with a degree in Arts and Sciences from Colorado College in 2007. Since joining Deep Ellum 42, LP in 2012, Will has handled construction management, property management, tenant relations, and maintenance regarding the company’s portfolio.
# Deep Ellum Crossroads

## Project Funding Sources and Uses

<table>
<thead>
<tr>
<th>Sources</th>
<th>Amount</th>
<th>%</th>
<th>Uses</th>
</tr>
</thead>
<tbody>
<tr>
<td>Private Equity</td>
<td>$11,011,495</td>
<td>60%</td>
<td>Acquisition and Construction</td>
</tr>
<tr>
<td>Bank Loan</td>
<td>$3,348,085</td>
<td>18%</td>
<td>Construction</td>
</tr>
<tr>
<td>Seller Financing</td>
<td>4,067,800</td>
<td>22%</td>
<td>Construction</td>
</tr>
</tbody>
</table>

$18,427,380
Deep Ellum Crossroads

**Proposed TIF Funding**

- Portion of TIF funds will reimburse streetscape, open area site improvements, and façade restoration.
- The project is being defined as a catalyst project to help kick start redevelopment in the TIF District

<table>
<thead>
<tr>
<th>Description</th>
<th>Amount</th>
</tr>
</thead>
<tbody>
<tr>
<td>Redevelopment of Vacant/Public Plazas</td>
<td></td>
</tr>
<tr>
<td><em>Paving Streetscape &amp; Lighting</em> (includes paving, landscaping, streetscaping, design, electrical, mechanical, and engineering costs)</td>
<td>$750,000</td>
</tr>
<tr>
<td><em>Open Spaces &amp; Trails</em> (including site improvements, engineering, design, and landscaping costs)</td>
<td>1,075,000</td>
</tr>
<tr>
<td><em>Façade Restoration/Environmental Remediation &amp; Demolition</em></td>
<td>$900,000</td>
</tr>
<tr>
<td><em>Economic Development TIF Grant</em></td>
<td>$775,000</td>
</tr>
<tr>
<td><strong>Total TIF Funding Proposed</strong></td>
<td><strong>$3,500,000</strong></td>
</tr>
</tbody>
</table>
Deep Ellum Crossroads Project

*TIF Board Funding Recommendation*

- On August 5, 2014, the Deep Ellum TIF District Board of Directors reviewed and approved TIF funding for the Deep Ellum Crossroads project in an amount not to exceed $3,500,000, of which $775,000 is in the form of an Economic Development TIF Grant.
Recommendation

• Staff requests Economic Development Committee’s favorable recommendation of approval for TIF funding for the Deep Ellum Crossroads project in an amount not to exceed $3,500,000, of which $775,000 is in the form of an Economic Development TIF Grant.
## Deep Ellum Crossroads Mixed Use Project Facts

<table>
<thead>
<tr>
<th>Requirement</th>
<th>Details</th>
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</thead>
<tbody>
<tr>
<td>Minimum Retail Space</td>
<td>50,000 SF</td>
</tr>
<tr>
<td>Minimum Common Space</td>
<td>15,000 SF</td>
</tr>
<tr>
<td>Parking Spaces</td>
<td>183</td>
</tr>
<tr>
<td>Required Private Investment - (site acquisition, construction hard and soft costs)</td>
<td>Min. $14,000,000</td>
</tr>
<tr>
<td>Expected Total Project Cost</td>
<td>$18,427,380</td>
</tr>
<tr>
<td>TIF Funding</td>
<td>$3,500,000</td>
</tr>
<tr>
<td>% TIF funds to total project cost</td>
<td>19%</td>
</tr>
<tr>
<td>Return on Cost without TIF</td>
<td>3.31%</td>
</tr>
<tr>
<td>Return on Cost with TIF</td>
<td>4.09%</td>
</tr>
<tr>
<td>Deadline to Obtain Building Permit</td>
<td>January 30, 2016</td>
</tr>
<tr>
<td>Deadline to Obtain Final CO</td>
<td>December 31, 2016</td>
</tr>
</tbody>
</table>
Appendix B: Highlights of TIF Funding Conditions

• Minimum private investment of $14,000,000 for the Project, including acquisition, construction and construction related soft costs.

• Investment shall include a minimum of $2,000,000 for the following TIF Eligible expenditures associated with the “Project”:
  • Paving, Streetscape, & Lighting – minimum $500,000
  • Open Spaces & Trails – minimum $1,000,000
  • Façade Restoration/Environmental/Remediation/Demolition – minimum $500,000

• Redevelopment of the Project shall include a minimum of 65,000 square feet:
  • Minimum 50,000 square feet of retail/restaurant space
  • Minimum 15,000 square feet of back of house/common space, including public plaza spaces

• Start construction for the Project by January 30, 2016;

• Certificate of Occupancy (CO) for the Project by December 31, 2016;

• 25% of total net leasable commercial (non-residential) space with a minimum of 50% of ground floor space that front onto a street must be occupied prior to TIF payment;

• Project shall be managed by a management company acceptable to Director;

• TIF Reimbursement for the Project is subject to City Council’s approval of boundary amendment to add additional properties to the Deep Ellum TIF District;
Appendix B: Highlights of TIF Funding Conditions (Cont’d)

- On July 25, 2014, the design for the project was reviewed by the Urban Design Peer Review Panel (the “UDPRP”), an independent group of design, engineering, and/or planning professionals selected by the Dallas City Manager and required for all Deep Ellum TIF District projects.

- Recommendations by the UDPRP related to the Project include:
  - Support for the proposed building improvements, overall concept, and attention to detail of the proposal as acceptable and appropriate.
  - Support for landscape improvements including additional trees to reinforce continuity along Main as well as to provide additional shade for the pedestrian experience along Main Street.
  - The panel encourages the exploration of alternative parking solutions to eliminate valet parking over time to support the character of the area.

- Construction shall be in general conformance with site plans approved by the Deep Ellum TIF Board of Directors and Dallas City Council;

- Submit quarterly status reports for ongoing work on the project;

- 25% MWBE participation for TIF reimbursable improvements; 25% Good Faith Effort for private construction;

- Project deadline can be extended 6 months, with Director and Deep Ellum TIF District Board of Directors approval.
Appendix C: Deep Ellum Crossroads Project

**Project Proforma**

<table>
<thead>
<tr>
<th>Deep Ellum Crossroads Pro Forma</th>
</tr>
</thead>
<tbody>
<tr>
<td>Deep Ellum TIF District</td>
</tr>
</tbody>
</table>

**PROJECT DESCRIPTION:**
2600 & 2700 Block, Main St, Elm St. and Commerce St.

**PROJECT TYPE:**
Mixed Use

**CONSTRUCTION START DATE:**
January 1, 2016

**PROJECT SCHEDULE:**
December 31, 2016

**Use Breakdown**

<table>
<thead>
<tr>
<th>Use</th>
<th>SF</th>
<th>Total Leasable SF</th>
</tr>
</thead>
<tbody>
<tr>
<td>Retail/Restaurant</td>
<td>62,058</td>
<td>59,058</td>
</tr>
<tr>
<td>Common Areas/Public Areas</td>
<td>21,800</td>
<td>4,800 *</td>
</tr>
<tr>
<td>Total Building Square Footage</td>
<td>83,858</td>
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</tr>
</tbody>
</table>

**Project Costs**

<table>
<thead>
<tr>
<th>Cost</th>
<th>Amount</th>
</tr>
</thead>
<tbody>
<tr>
<td>Hard Costs</td>
<td>$3,850,000</td>
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<tr>
<td>Soft Costs</td>
<td>$3,687,320</td>
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<tr>
<td>Land Costs/Acquisition</td>
<td>$10,890,060</td>
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<tr>
<td>Total Project Cost (without City $)</td>
<td>$18,427,380</td>
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</tbody>
</table>

<table>
<thead>
<tr>
<th>Income</th>
<th>Amount</th>
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</thead>
<tbody>
<tr>
<td>Retail/Restaurant</td>
<td>$1,059,509</td>
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<tr>
<td>Parking Revenue</td>
<td>$83,242</td>
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<td>Total Revenue</td>
<td>$1,142,751</td>
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<table>
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<th>Expenses</th>
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<tr>
<td>Total Expenses</td>
<td>$(532,096)</td>
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<table>
<thead>
<tr>
<th>Net Cost to Developer (after TIF reimbursement)</th>
<th>Amount</th>
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</thead>
<tbody>
<tr>
<td>$14,927,380</td>
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</table>

<table>
<thead>
<tr>
<th>Return on Cost Analysis</th>
</tr>
</thead>
<tbody>
<tr>
<td>NOI/Total Project Costs</td>
</tr>
<tr>
<td>Return on Cost (without City $)</td>
</tr>
<tr>
<td>Return on Cost (with City $)</td>
</tr>
</tbody>
</table>

NOI - Total (2016-2021)

**Notes:**
- Stabilized rates in Year 3 (2019)
- *Leasable SF is for outdoor eateries in public plazas*
Deep Ellum TIF District Budget Status

Budget values may fluctuate as a result of district property value changes as provided by DCAD, completion of projects within the district, changes in tax rates for taxing jurisdictions, etc. (Includes Values from the proposed Deep Ellum TIF District Plan Amendment)

<table>
<thead>
<tr>
<th>Category</th>
<th>TIF Budget*</th>
<th>Allocated **</th>
<th>Balance</th>
</tr>
</thead>
<tbody>
<tr>
<td>Water, Wastewater, Storm &amp; Off-site Utility Replacement</td>
<td>$2,397,949</td>
<td>$138,183</td>
<td>$2,259,766</td>
</tr>
<tr>
<td>Paving Streetscape &amp; Lighting</td>
<td>$27,881,747</td>
<td>$716,634</td>
<td>$27,165,113</td>
</tr>
<tr>
<td>Open Space &amp; Trails</td>
<td>$2,710,725</td>
<td>$35,498</td>
<td>$2,675,227</td>
</tr>
<tr>
<td>Façade Restoration/Environmental Remediation/Demolition</td>
<td>$10,621,356</td>
<td>$307,288</td>
<td>$10,314,068</td>
</tr>
<tr>
<td>Latino Cultural Center Area Improvements</td>
<td>$9,609,109</td>
<td>$0</td>
<td>$9,609,109</td>
</tr>
<tr>
<td>Administration and Implementation</td>
<td>$4,377,162</td>
<td>$283,715</td>
<td>$4,136,475</td>
</tr>
<tr>
<td><strong>Total Project Costs (excluding interest)</strong></td>
<td>$57,598,048</td>
<td>$1,481,318</td>
<td>$56,116,730</td>
</tr>
</tbody>
</table>

* Budget shown above in current dollar; TIF Project Plan shows the budget in net present value.
** Project and Administrative costs are allocated as increment collection began in FY 2008.
Questions?
Memorandum

DATE  September 12, 2014

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

SUBJECT  World Affairs Contract Renewal

At the September 24 Council meeting, Council will consider an agenda item to authorize the fourth of four 12-month renewal options to the grant agreement with the World Affairs Council of Dallas / Fort Worth (WAC/DFW) for economic development and protocol services.

Since February 2003, the City has entered into a series of grant agreements for economic development and protocol services with the World Affairs Council of Dallas/Fort Worth. The World Affairs Council of Dallas/Fort Worth’s responsibilities include:

- Supporting the International Business Division of the Office of Economic Development to promote foreign investment and attract foreign companies to Dallas, particularly in the southern sector
- Working with the office of the Mayor, City Council Members and City officials to market Dallas to the international community and provide protocol and logistical support for international delegations visiting Dallas
- Managing the Sister Cities International Program

For the past eleven years, the World Affairs Council of Dallas/Fort Worth has received annual grants from the City to fund the City of Dallas Protocol office. The grant agreements stipulated funding to pay for salaries of two full time persons to work exclusively for the City of Dallas, plus a portion of the salaries and overhead of the executive staff of the World Affairs Council of Dallas/Fort Worth.

The fourth term of the contract will expire on September 30, 2014.

Since economic development is a high priority of the City, in addition to measuring protocol related responsibilities, the grant agreement also measures economic development criteria such as promoting business referrals from targeted trading partners; providing logistical and technical assistance to business-related inbound delegations and supporting partnership events such as trade workshops. Furthermore, the World Affairs Council of Dallas/Fort Worth committed approximately $137,000 in Fiscal Year 2014 in private sector funding and in-kind support for City of Dallas economic development and protocol activities. The goal is to leverage this agreement to create more synergy with economic development programs and priorities. The ultimate objective is to encourage more international companies to move to Dallas, thereby creating a higher tax base and more jobs.

A restricted fund, the “Mayor’s International Relations Fund”, was established in 2009 under the World Affairs Council’s (WAC) 501(c)3 charter. WAC will seek to capitalize the “Mayor’s International Relations Fund” by membership contributions with annual fund raising goal of $35,000, to support international

“Dallas, the City that Works: Diverse, Vibrant and Progressive”
September 12, 2014
World Affairs Contract Renewal

initiatives, specifically protocol activities, hospitality, and business development and this amount was raised in FY14.

The renewal amount for FY 2014-15 is $250,000 which is appropriated in the Public/Private Partnership Fund ($200,000) and in General Fund ($50,000).

Information related to FY14 performance is attached.

Should you have any questions, please contact me at (214) 670-3314.

Ryan S. Evans
First Assistant City Manager

CC: The Honorable Mayor and City Council
A.C. González, City Manager
Warren M.S. Ernst, City Attorney
Craig D. Kinton, City Auditor
Rosa A. Rios, City Secretary
Daniel F. Solis, Administrative Judge
Ryan S. Evans, First Assistant City Manager
Jill A. Jordan, P.E., Assistant City Manager
Mark McDaniel, Assistant City Manager
Forest E. Turner, Assistant City Manager

Joey Zapata, Assistant City Manager
Charles M. Cato, I(1) Assistant City Manager
Theresa O’Donnell, I(1) Assistant City Manager
Jeanna Chipperfield, Chief Financial Officer
Sana Syed, Public Information Officer
Elsa Cantu, Assistant to the City Manager – Mayor & Council
Karl Zavitkovsky, Director, Office of Economic Development
J. Hammond Perot, Assistant Director, Office of Economic Development
World Affairs Council (WAC), through its protocol partnership with the City of Dallas, has had a very busy and successful year of international activities and has made significant contributions to the City’s international initiatives. "Connect the World" launched by DFW International Airport is a new regional initiative and the World Affairs Council participated in this by aggressively marketing DFW International Airport to foreign governments, international companies and potential trading partners. The WAC is supporting the upcoming Mayor’s Mission to China which will promote the Airport’s existing international connection service to Shanghai and Hong Kong and will target an expansion route in Beijing.

The World Affairs Council has raised over $35,000 in direct financial support to carry out the Mayor’s international initiatives by hosting the Mayors International Relations Committee. The MIRF lunch was held at the Meadows Museum and showcased the Sorolla Exhibition. The Mayor worked with the Meadows Museum and the Honorary Consul of Spain to bring this important exhibit to the City which has attracted numerous tourists.

The World Affairs Council serves as the Secretariat of the DFW Consular Corps which provides strong international connections for the City and leveraging on this relationship, the City and World Affairs Council hosted the Consular Corps Summit in October at the beginning of the fiscal year. These visiting diplomats experienced the City’s vibrant Arts District and received economic briefings at the Federal Reserve Bank and the Dallas Regional Chamber. This effort proved most successful with over 30 countries participating.

Through this unique public/private partnership, the World Affairs Council has provided support and expertise to the City through WAC’s strong board of directors, programs, and relationships with international corporations and organizations not just in the region but throughout the world.