



**SUMMARY OF MEETINGS AND ACTIVITIES  
MONDAY, FEBRUARY 6, 2012, THROUGH FRIDAY, FEBRUARY 10, 2012**

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**MONDAY, FEBRUARY 6, 2012**

	<b><u>TIME</u></b>	<b><u>LOCATION</u></b>
North Central Texas Council of Governments Regional Transportation Council Public Meeting	6:30 p.m.	Farmers Branch Community Recreation Center 14050 Heartside Place Farmers Branch, Texas

**TUESDAY, FEBRUARY 7, 2012**

North Central Texas Council of Governments Regional Transportation Council Public Meeting	10:30 a.m.	Benbrook Public Library 1065 Mercedes Street Benbrook, Texas
Legislative and Intergovernmental Affairs Committee Meeting	11:00 a.m.	Pre-Council Chamber
Housing and Economic Development Committee (HEDC) Meeting	1:00 p.m.	Pre-Council Chamber
Fort Worth Housing Finance Corporation Meeting	Immediately following HEDC	Pre-Council Chamber
Pre-Council Meeting	3:00 p.m.	Pre-Council Chamber
North Central Texas Council of Governments Regional Transportation Council Public Meeting	6:30 p.m.	Hurst City Hall, Council Chambers 1505 Precinct Line Road Hurst, Texas
Council Meeting	7:00 p.m.	Council Chamber

**WEDNESDAY, FEBRUARY 8, 2012**

Zoning Commission Work Session	9:00 a.m.	Pre-Council Chamber
Zoning Commission Public Hearing	10:00 a.m.	Council Chamber
Golf Advisory Committee Meeting	4:00 p.m.	Parks and Community Services Conference Room No. 2 4200 South Freeway, Suite 2200

This summary is compiled from data furnished to the Office of the City Secretary by 12:00 p.m. on February 2, 2012, and may not include all meetings to be conducted during the week of February 6, 2012 through February 10, 2012. It is a summary listing only. See individual agendas which are posted in compliance with the Texas Open Meetings Act for detailed information.



**SUMMARY OF MEETINGS AND ACTIVITIES  
MONDAY, FEBRUARY 6, 2012, THROUGH FRIDAY, FEBRUARY 10, 2012**

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**THURSDAY, FEBRUARY 9, 2012**

Construction and Fire Prevention Board  
of Appeals Meeting

**TIME    LOCATION**

2:00 p.m.    Development Conference Room,  
Lower Level, City Hall

**FRIDAY, FEBRUARY 10, 2012**

No Meetings

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LEGISLATIVE AND INTERGOVERNMENTAL AFFAIRS COMMITTEE MEETING  
TUESDAY, FEBRUARY 7, 2012  
11:00 A.M.  
PRE-COUNCIL CHAMBER, CITY HALL  
1000 THROCKMORTON STREET, FORT WORTH, TEXAS

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HOUSING AND ECONOMIC DEVELOPMENT COMMITTEE MEETING  
TUESDAY, FEBRUARY 7, 2012  
1:00 P.M.  
PRE-COUNCIL CHAMBER, CITY HALL  
1000 THROCKMORTON STREET, FORT WORTH, TEXAS

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FORT WORTH HOUSING FINANCE CORPORATION MEETING  
(IMMEDIATELY FOLLOWING THE HOUSING AND ECONOMIC DEVELOPMENT  
COMMITTEE MEETING)  
TUESDAY, FEBRUARY 7, 2012  
PRE-COUNCIL CHAMBER, CITY HALL  
1000 THROCKMORTON STREET, FORT WORTH, TEXAS

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PRE-COUNCIL MEETING  
TUESDAY, FEBRUARY 7, 2012  
3:00 P.M.  
PRE-COUNCIL CHAMBER, CITY HALL  
1000 THROCKMORTON STREET, FORT WORTH, TEXAS

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1. Report of the City Manager - Tom Higgins, City Manager
  - a. Changes to the City Council Agenda
  - b. Upcoming and Recent Events
  - c. Organizational Updates and Employee Recognition(s)
  - d. Informal Reports
  
2. Questions Concerning Current Agenda Items - City Council Members
  - a. Overview of Significant Zoning Cases - Dana Burghdoff, Planning and Development
  
3. Responses to Items Continued from a Previous Week
  - a. [M&C L-15314](#) - Conduct a Public Hearing and Authorize Subsurface Drilling and Extraction of Natural Gas at City View Park from an Off-Site Location (COUNCIL DISTRICT 3) (Continued from January 24, 2012 by Council Member Zimmerman)
  - b. [ZC-11-101](#) - Victor Lopez, 3602 North Grove Street; from: "K" Heavy Industrial to: "PD/K" Planned Development for all uses in "K" Heavy Industrial plus glass recycling, site plan included. (COUNCIL DISTRICT 2) (Continued from January 24, 2012 by Council Member Espino)

- c. [ZC-11-121](#) - Millennium Recycling, LLP, 3750 N. Main Street, 3713 and 3715 N. Commerce Street; from: "K" Heavy Industrial and "PD-787" Planned Development for all uses in "K" Heavy Industrial plus metal recycling; site plan included to: Amend "PD-787" Planned Development for "K" uses plus metal recycling for expansion; site plan included. (COUNCIL DISTRICT 2) (Continued from January 24, 2012 by Council Member Espino)
- 4. Update on City-Wide Aquatics Master Plan - Richard Zavala, Parks and Community Services, Mark Hatchel, Kimley-Horn & Associates and Kevin Post, Councilman-Hunsaker & Associates
- 5. Briefing on Gas Lease Revenue Management Policy - Lena Ellis, Financial Management Services
- 6. Review of Performance Appraisal Process for Appointed Officials - Karen Marshall, Human Resources
- 7. City Council Requests for Future Agenda Items and/or Reports
- 8. Executive Session - The City Council may conduct a closed meeting as authorized by Section 551.071 of the Texas Government Code to seek the advice of its attorneys on legal issues regarding any matter listed on today's City Council Agendas

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***This facility is wheelchair accessible. For accommodations or sign interpretive services, please call the City Manager's Office at 817-392-6143, 48 hours in advance.***

## ATTACHMENT

### Executive Session (PRE-COUNCIL CHAMBER, CITY HALL) Tuesday, February 07, 2012

Notice is hereby given that the City Council of the City of Fort Worth will hold a special meeting in the Pre-Council Chamber of the Fort Worth City Hall, 1000 Throckmorton Street, Fort Worth, Texas, on Tuesday, February 7, 2012 to consider the items on the agenda listed below. The special meeting will be held immediately after the Pre-Council meeting that begins at 3:00 P.M. in the Pre-Council Chamber at City Hall and before the regular City Council meeting that begins at 7:00 P.M. in the Council Chamber at City Hall.

I. CALL TO ORDER

II. EXECUTIVE SESSION

The City Council will conduct a closed meeting in order to:

1. Seek the advice of its attorneys concerning the following pending or contemplated litigation or other matters that are exempt from public disclosure under Article X, Section 9 of the Texas State Bar Rules and as authorized by Section 551.071 of the Texas Government Code:

- a. I Gotcha, Inc. d/b/a BT Cabaret, Main Stage Cabaret, and Illusions Gentlemen's Club v. City of Fort Worth, Civil Action No. 4:11-CV-011-A;
- b. City of Dallas v. Stewart, Texas Supreme Court No. 09-0257; and
- c. Legal issues concerning any item listed on today's City Council meeting agendas.

2. Deliberate the purchase, exchange, lease, or value of real property in accordance with Section 551.072 of the Texas Government Code. Deliberation in an open meeting would have a detrimental effect on the position of the City in negotiations with a third party; and

3. Deliberate economic development negotiations as authorized by Section 551.087 of the Texas Government Code; and

4. Deliberate the deployment, or specific occasions for implementation, of security personnel or devices, in accordance with Section 551.076 of the Texas Government Code.

III. ADJOURN

**REVISED**

**CITY COUNCIL AGENDA  
FOR THE MEETING AT 7:00 P.M. TUESDAY, FEBRUARY 07, 2012  
CITY COUNCIL CHAMBER, CITY HALL  
1000 THROCKMORTON STREET, FORT WORTH, TEXAS**

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**I. CALL TO ORDER**

**II. INVOCATION** - Reverend Walter McDonald, Baker Chapel AME

**III. PLEDGE OF ALLEGIANCE**

**IV. CONSIDERATION OF MINUTES OF REGULAR MEETING OF JANUARY 31, 2012, AND MINUTES OF COUNCIL BUS TOUR OF DISTRICTS 2 AND 4 ON JANUARY 31, 2012**

**V. ITEMS TO BE WITHDRAWN FROM THE CONSENT AGENDA**

**VI. ITEMS TO BE CONTINUED OR WITHDRAWN BY STAFF**

**VII. CONSENT AGENDA**

Items on the Consent Agenda require little or no deliberation by the City Council. Approval of the Consent Agenda authorizes the City Manager, or his designee, to implement each item in accordance with staff recommendations.

**A. General - Consent Items - None**

**B. Purchase of Equipment, Materials, and Services - Consent Items**

1. [M&C P-11355](#) - Authorize Execution of Agreement with ThyssenKrupp Elevator Corporation Using The Cooperative Purchasing Network Contract in an Amount Not to Exceed \$200,000.00 for the First Year for Elevator and Escalator Repairs and Service for Public Events Department Facilities (ALL COUNCIL DISTRICTS)
2. [M&C P-11356](#) - Authorize Maintenance Agreement with Agilent Technologies for the Water Department for Agilent Gas Chromatograph-Mass Spectrophotometer Equipment in the Amount of \$60,000.00 for the First Year (ALL COUNCIL DISTRICTS)

**C. Land - Consent Items - None**

**D. Planning & Zoning - Consent Items**

1. [M&C PZ-2966](#) - Authorize Initiation of Rezoning for Certain Properties in the Burchill Neighborhood Area in Accordance with the Comprehensive Plan (COUNCIL DISTRICTS 5 and 8)

**E. Award of Contract - Consent Items**

1. [M&C C-25425](#) - Authorize Execution of a Communications Systems Agreement with the City of Cleburne for Participation in the City of Fort Worth's Two-Way Public Safety Radio System at No Cost to the City of Fort Worth (ALL COUNCIL DISTRICTS)
2. [M&C C-25426](#) - Authorize Execution of a Work Order with Job Order

Contractor, Yeargan Construction Company, LLC–The Mark IV Construction Group, LLC, in the Amount of \$73,932.61 Plus \$15,067.39 in Staff Costs and Contingency to Expand the Covered Exercise Arena in the Burnett Building at the Will Rogers Memorial Center (COUNCIL DISTRICT 7)

3. [M&C C-25427](#) - Authorize Execution of a Contract with Conatser Construction TX, LP, in the Amount of \$727,316.50 for Sanitary Sewer Rehabilitation Contract 69, Part 3 on Griggs Avenue, Ava Drive, Vel Drive, Tanney Hill Lane, Ramey Avenue, Eastland Street and Montague Street (COUNCIL DISTRICT 5)
4. [M&C C-25428](#) - Authorize Engineering Agreement with Malcolm Pirnie, Inc., in the Amount of \$293,400.00 for Process Evaluation and Conceptual Design of Side Stream Treatment at the Village Creek Water Reclamation Facility (COUNCIL DISTRICT 5)

#### **VIII. PRESENTATIONS BY THE CITY SECRETARY - CONSENT ITEMS**

1. OCS - 1840 - Notice of Claims for Alleged Damages and/or Injuries

#### **IX. SPECIAL PRESENTATIONS, INTRODUCTIONS, ETC.**

1. Presentation of Certificate of Recognition to Tarrant County Black Historical and Genealogical Society, Inc.
2. Recognition of the 2011 Neighborhood Award Winners

#### **X. ANNOUNCEMENTS BY CITY COUNCIL MEMBERS AND STAFF**

1. Upcoming and Recent Events
2. Recognition of Citizens

#### **XI. PRESENTATIONS BY THE CITY COUNCIL**

1. Changes in Membership on Boards and Commissions

#### **XII. PRESENTATIONS AND/OR COMMUNICATIONS FROM BOARDS, COMMISSIONS AND/OR CITY COUNCIL COMMITTEES**

#### **XIII. ZONING HEARING**

1. [ZC-11-101](#) - (CD 2) - Victor Lopez, 3602 North Grove Street; from: "K" Heavy Industrial to: "PD/K" Planned Development for all uses in "K" Heavy Industrial plus glass recycling, site plan included. **(Recommended for Approval) (Continued from a Previous Meeting)**
2. [ZC-11-121](#) - (CD 2) - Millennium Recycling, LLP, 3750 N. Main Street, 3713 and 3715 N. Commerce Street; from: "K" Heavy Industrial and "PD-787" Planned Development for all uses in "K" Heavy Industrial plus metal recycling; site plan included to: Amend "PD-787" Planned Development for "K" uses plus metal recycling for expansion; site plan included. **(Recommended for Approval as Amended for an eight foot solid concrete screening wall around 3703 N. Commerce Street) (Continued from a Previous Meeting)**
3. [ZC-11-123A](#) - (CD 8) - KT Land, Ltd., 926 East Humbolt Street; from: "A-5/HC" One-Family/Historic & Cultural Overlay to: "NS-T4R/HC" Near Southside-T4 Restricted/Historic & Cultural Overlay. **(Recommended for Approval)**
4. [ZC-12-002](#) - (CD 8) - Juan Martinez, 1001 Oak Grove Road; from: "A-5" One-Family to: "E" Neighborhood Commercial. **(Recommended for Approval)**
5. [ZC-12-004](#) - (CD 9) - Fort Worth Living, Ltd., 211 University Drive; from: "E"

Neighborhood Commercial to: "PD/E" Planned Development for all uses in "E" Neighborhood Commercial plus automotive service center and car wash for auto dealership; site plan included. **(Recommended for Approval)**

6. [ZC-12-006](#) - (CD 9) - City of Fort Worth Planning & Development, 1400 West Seminary Drive; from: "A-5" One-Family to: "A-5/HC" One-Family/Historic & Cultural Overlay. **(Recommended for Approval)**
7. [ZC-12-007](#) - (CD 9) - City of Fort Worth Planning & Development, 907 West Berry Street; from: "A-5" One-Family to: "A-5/HC" One-Family/Historic & Cultural Overlay. **(Recommended for Approval)**
8. [ZC-12-008](#) - (CD 9) - City of Fort Worth Planning & Development, 410 West Shaw Street; from: "J" Medium Industrial to: "A-5" One-Family. **(Recommended for Approval)**
9. [ZC-12-009](#) - (CD 9) - City of Fort Worth Planning & Development, 1341 Elva Warren Street; from: "B" Two-Family to: "A-5" One-Family. **(Recommended for Approval)**

#### XIV. REPORT OF THE CITY MANAGER

##### A. Benefit Hearing - None

##### B. General

1. [M&C G-17515](#) - Authorize Continuation of the Military Pay Supplement Benefit and Military Leave Fund Policy Until December 31, 2012 (ALL COUNCIL DISTRICTS)
2. [M&C G-17516](#) - Accept Donation Valued at \$140,000.00 from the Fort Worth Botanical Society, Inc., for Proposed Renovations to the Children's Vegetable Garden at the Fort Worth Botanic Garden (COUNCIL DISTRICT 7)
3. [M&C G-17517](#) - Authorize Renaming of Linwood Park to Linwood – Jesse D. Sandoval Park (COUNCIL DISTRICT 9)

##### C. Purchase of Equipment, Materials, and Services - None

##### D. Land

1. [M&C L-15314](#) - Conduct a Public Hearing and Authorize Subsurface Drilling and Extraction of Natural Gas at City View Park from an Off-Site Location (COUNCIL DISTRICT 3)  
**(Continued from a Previous Meeting) (PUBLIC HEARING)**
  - a. Report of City Staff
  - b. Citizen Presentations
  - c. Council Action

##### E. Planning & Zoning - None

##### F. Award of Contract

1. [M&C C-25429](#) - Authorize Amendment to Community Facilities Agreement, City Secretary Contract No. 41194 with Fort Worth Independent School District to Include City Participation in an Amount Not to Exceed \$8,658.79 for Oversizing a Proposed Eight Inch to a Ten Inch Water Main to Serve D. McRae Elementary School and Surrounding Area (COUNCIL

**XV. CITIZEN PRESENTATIONS**

**XVI. [EXECUTIVE SESSION \(PRE-COUNCIL CHAMBER\) - See Attachment](#)**

**XVII. ADJOURNMENT**

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According to the City Council Rules of Procedures, individual citizen presentations shall be limited to three minutes, and group presentations shall be limited to ten minutes. At the Mayor's discretion, time limits may be reasonably extended.

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**CITY COUNCIL  
Legislative and Intergovernmental Affairs Committee  
Agenda**

**Tuesday, February 7, 2012  
11:00 a.m.  
Pre-Council Chambers  
1000 Throckmorton Street  
Fort Worth, Texas**

Councilmember Danny Scarth, Chair  
Councilmember Dennis Shingleton, Vice Chair

Mayor Pro Tem Zim Zimmerman  
Councilmember Frank Moss

Charles Daniels, Assistant City Manager  
Shirley Little, Manager, Government Relations  
TJ Patterson, Manager, Legislative Affairs  
Maleshia Farmer, Sr. Assistant City Attorney  
Evonia Daniels, Staff Liaison

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**I CALL TO ORDER**

**II APPROVAL OF MINUTES FROM DECEMBER 6, 2011**

**III ACTION ITEMS**

- A. CONSIDERATION OF THE APPOINTMENT OF DAMON BLAKELEY TO PLACE 9 ON THE FORT WORTH HUMAN RELATIONS COMMISSION (ANGELA RUSH, HUMAN RELATIONS COMMISSION ADMINISTRATOR)

**IV BRIEFING**

- A. UPDATE ON REQUEST FOR PROPOSAL FOR GRANT TRACKING PROGRAM (SHIRLEY LITTLE, MANAGER, GOVERNMENT RELATIONS AND DOROTHY WING, CONSULTANT)
- B. DISCUSSION OF THE FEDERAL AND STATE LEGISLATIVE CONSULTING FIRMS SELECTION PROCESS (TJ PATTERSON, MANAGER, LEGISLATIVE AFFAIRS)
- C. DISCUSSION OF THE PROPOSED 2012 FEDERAL LEGISLATIVE PROGRAM (SHIRLEY LITTLE, MANAGER GOVERNMENT RELATIONS)

**V REQUEST FOR FUTURE AGENDA ITEMS**

- A. THE NEXT MEETING IS SCHEDULED FOR MARCH 6, 2012, AT 11:00 A.M. IN THE PRE-COUNCIL CHAMBERS.

**VI EXECUTIVE SESSION**

THE LEGISLATIVE AND INTERGOVERNMENTAL AFFAIRS COMMITTEE MAY CONDUCT A CLOSED MEETING TO SEEK THE ADVICE OF ITS ATTORNEYS CONCERNING LEGAL ISSUES REGARDING ANY MATTERS LISTED ON TODAY'S AGENDA, WHICH ARE EXEMPT FROM PUBLIC DISCLOSURE UNDER ARTICLE X, SECTION 9 OF THE TEXAS STATE BAR RULES, AS AUTHORIZED BY SECTION 551.071 OF THE TEXAS GOVERNMENT CODE.

**VII ADJOURN**

**Please Note: It is anticipated that additional members of the Fort Worth City Council will be attending the meeting for information-gathering purposes. Any members of the Council who are not on the Committee will not be deliberating or voting on any Committee agenda items.**

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**CITY COUNCIL**  
**Legislative and Intergovernmental Affairs Committee**  
**Minutes**  
**Tuesday, December 6, 2011**

COUNCIL MEMBERS IN ATTENDANCE: (Chairman), Councilmember Danny Scarth, Mayor Pro Tem Zim Zimmerman, Councilmember Dennis Shingleton. Councilmember Frank Moss was not in attendance.

The Legislative and Intergovernmental Affairs Committee was called to order by Chairman Danny Scarth at 11:03 a.m.

Chairman Scarth called for a motion for approval of the October 18, 2011 minutes. The minutes were approved.

### **Action Items**

- A. Recommendation on addition of alternative asbestos abatement method to City of Fort Worth's Federal Legislative Platform –(Michael Gange, Assistant Director, Transportation and Public Works)

#### **National Emission Standard for Hazardous Air Pollutants (NESHAP) Demolition**

Asbestos is NOT removed before demolition in the following situations:

- Building does not meet definition of “facility” under the NESHAP
- Quantities are below thresholds
  - *160 square feet, 260 linear feet, or 35 cubic feet*
- Building is structurally unsound or in danger of imminent collapse

#### **What is the Alternative Asbestos Control Method (AACM)?**

- Pre-wetting of building
- Wetting during all handling operations
- Contain all water, no site runoff
- Transport waste in lined trucks
- Disposal as asbestos waste
- Removal of at least three inches of soil from work area following demolition

#### **AACM Projects**

- AACM1 – Wall system and floor tile
  - Side by side comparison
  - Fort Chaffee, AR
- AACM2 – Transite® siding
  - Structure was declared structurally unsound
  - Fort Chaffee, AR
- AACM3 – Popcorn/Acoustic Ceiling

- Fort Worth, TX

### **Current Status**

- AACM1
  - Complete and Final Report published
- AACM2 and AACM3
  - Peer Review covered both reports
  - Peer Review complete
  - Final reports still UNPUBLISHED

### **Recent Activities**

- Letter to U.S. Environmental Protection Agency (EPA) on October 6, 2011
- Consultants in DC working to engage the U.S. Department of Housing and Urban Development (HUD) to request EPA to move forward with Alternative Method

### **Action Request**

- Add the Alternative Asbestos Control Method (AACM) research and efforts to the City of Fort Worth's Federal Legislative Agenda

Michael Gange-(Assistant Director, Transportation and Public Works), to the LIGA committee that the addition of alternative asbestos abatement method be added to the 2012 Federal Legislative Platform for the City of Fort Worth. The motion was approved and will be brought to full council.

- B. Recommendation on new on-line advertising campaign for prospective applications for city boards/committees-(Ron Gonzales, Assistant City Secretary and Jason Lamers, Manager, Media and Public Affairs)

### **Purpose**

- Need to get more citizens involved and aware of appointment opportunities
- Improve ease of application process (apply online)
- Improve awareness of vacancies
- Improve presentation of information online

### **Identified Problems**

- Difficult to find vacancies on website
- Must apply using printed form
- Inconsistent reporting of agendas and minutes
- Inconsistent and old information online
- No community engagement initiative

## **Recommendations – City Secretary**

- Online Application
  - Change process for reviewing applicants
  - No requirement for resumes, signatures, etc.
- Regular list of vacancies, advertisement period
- Consistent format for agendas and minutes
- Webinar-style training for current and prospective board/committee members

## **Recommendations – Public Affairs**

- Revise all webpages to improve consistency
  - Responsibilities/Meeting times/Membership
  - Agendas/Minutes
- Online application form
  - Current list of vacancies
  - Easy to use
- Community Engagement Plan
  - Traditional/Digital/Social media

Mayor Pro Tem, Zim Zimmerman proposed that an update on the advertising process for applicants for city boards/committees be brought to the entire council for briefing and review. The motion was approved and will be brought to the full council.

## **Briefings:**

- A. I-35 Advocacy Team update-(Bryan Beck, Sr. Capital Projects Officer, Planning and Development)

Bryan Beck, Sr. Capital Projects Officer, Planning and Development Officer briefed the LIGA committee about developments on the I-35 Advocacy Team as well as regional transportation updates.

One currently major project going on in Fort Worth is Section 3-A which is a section of I-35 that connects Downtown to 820 interchange. TXDOT and North Texas mobility partners (also known as INTEMP) have executed all necessary agreements to begin construction.

The plan includes a \$537 million transportation infrastructural financing and innovation act loan currently known as TIFIA. Currently, the TIGER III grant the city was awarded has a component of TIFIA of \$150 million which can be used alongside the \$527 million TIGER III grant awarded.

TXDOT has applied for \$70 million that is available under this TIFIA component. If awarded, the \$70 million in grant funding can be applied full \$537 million dollar loan that is part of the finalization plan for section 3-A.

TXDOT has asked the city to be a member of the I-35 Advocacy Team along with other public/private stakeholders in the area.

In support of this effort Mayor Price sent a letter of support to the Tarrant County Federal Delegation to support a request from the Tarrant Regional Water District for TIGER III funding to support funding for the construction of the Trinity Uptown Bridge and street modification built in conjunction with a canal-based storm water conveyance system.

Next week city staff and members of TXDOT will meet with Washington to discuss the merits and needs for the project. If the grant is not awarded, TXDOT and the City of Fort Worth intend to reapply for the grant.

Bryan Beck, Sr. Capital Projects Officer, Planning and Development Officer opened the briefing for questions by LIGA members. Shirley Little, Manager of Government Relations explained to the LIGA Committee that city staff wanted to make the LIGA committee aware that several staff members and councilmembers may be advocating for this project in Washington in the future.

B. Texas Municipal League Policy Committee Appointments-(T.J. Patterson, Manager, Legislative Affairs)

T.J. Patterson, Manager, Legislative Affairs explained to the LIGA Committee the current roster representation on the TML Policy Committees. Currently several City of Fort Worth Councilmembers serve on the following committees:

- Councilmember Jungus Jordan-Personnel and Pension Reform Committee
- Councilmember Zim Zimmerman-Utilities and Transportation Committee
- Councilmember Danny Scarth- Regulation of Development Committee
- Councilmember Kathleen Hicks- Revenue and Finance Committee

T.J. Patterson, Manager, Legislative Affairs briefed the LIGA committee and explained that Councilmember Kathleen Hicks has voluntarily released her seat on the Revenue and Finance Committee. Mr. Patterson invited members of the LIGA Committee and full council to possibly seek the seat in place of Councilmember Hicks.

Mr. Patterson explained that any position on the TML Policy Committees allows for the City of Fort Worth to have a direct by in to TML and to provide essential representation to TML on city issues.

Chairman Scarth stated that the position will be brought to the attention of the full council in order for city councilmembers to be aware of the position and possibly might join the Revenue and Finance Committee in the future.

C. Update on request for proposal for grant tracking program-(Shirley Little, Manager, Governmental Relations)

Shirley Little, Manger of Government Relations explained to the LIGA committee that the RFP Selection Committee that was formed that consist of nine expert area specialists. The RFP Selection Committee met several times between October and December to search for a vendor to supply a grant tracking and research software service.

The search has a major grant tracking and research component because of the lack of discretionary funding from Congress. On December 1, 2011 the RFP Selection Committee narrowed its search to two vendors. One is located in San Antonio, TX and the other is located in San Jose, CA. Members of the RFP Selection Committee will visit these two cities in the next few weeks to talk to representatives of each respective city to get feedback on the software and services they purchased from each vendor.

Shirley Little, Manager of Governmental Relations plans to update the LIGA Committee on the RFP Selection visit to San Jose, CA and San Antonio, TX as well as provide recommendations to the LIGA committee in February and later that month to the full council.

**Action Requested:**

--None

There being no further business, the Committee adjourned at 11:38 A.M.



CITY OF FORT WORTH  
CITY COUNCIL

**HOUSING AND ECONOMIC DEVELOPMENT COMMITTEE**

**AGENDA**

**Tuesday, February 7, 2012**

*1:00 p.m.*

City Hall, Pre-Council Chamber, Second Floor  
1000 Throckmorton Street, Fort Worth, Texas 76102

Housing and Economic Development Committee Members

Joel Burns, Chair	Kathleen Hicks, Vice Chair	Frank Moss, Council Member
Dennis Shingleton, Council Member	Sal Espino, Council Member	Danny Scarth, Council Member
Jungus Jordan, Council Member	Betsy Price, Mayor	Zim Zimmerman, Mayor Pro Tem

Staff Liaison – Fernando Costa, Assistant City Manager

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1. **Call to Order** – Joel Burns, Chair
  2. **Approval of Minutes from the Meeting Held on December 6, 2011** – Joel Burns, Chair
  3. **Written Reports** – Jay Chapa, Director, Housing and Economic Development
    - A. Memo Regarding Update of Implementation of Business Diversity Enterprise Ordinance
    - B. Memo Regarding Texas Enterprise Zone Nomination for FTS International Services, LLC
    - C. Memo Regarding Tax Abatement Agreement with Alcon Laboratories Corporation Expansion Plans Revision
    - D. Memo Regarding Economic Development Program Agreement with Ferris Manufacturing for Corporate Site Location Change
    - E. Memo Regarding Relocation of Link America Corporation Headquarters
    - F. Memo Regarding Amendment to the 2003 Downtown Strategic Action Plan
    - G. Memo Regarding the Repeal of Ordinance #19558-02-2011 to Create Reinvestment Zone #72

- H. Memo Regarding the Reallocation of \$477,835.40 in Community Development Grant Funds from the ADA Ramp Project to the 2010 and 2011 Street Reconstruction Projects
  - I. Memo Regarding Expansion of the Lancaster Mixed Use Project and Consent to Waive Development Fees Related to the Project
  - J. Tax Increment Finance Districts Annual Report
4. **Presentation on Economic Development Impact Study Commissioned by Fort Worth Chamber of Commerce** – Jay Chapa, Director, Housing and Economic Development Department and David Berzina, Executive Vice President of Economic Development, Fort Worth Chamber of Commerce
5. **Presentation on Potential Reductions in Fiscal Year 2012-2013 Funding for Community Development Block Grant and HOME Investment Partnerships Program (HOME) and Proposed Rule Changes to the HOME Program from the US Department of Housing and Urban Development**– Jay Chapa, Director, Housing and Economic Development Department
6. **Executive Session** - The Housing and Economic Development Committee will conduct a closed meeting to:
- A. Seek the advice of its attorneys concerning the following items that are exempt from public disclosure under Article X, Section 9 of the Texas State Bar Rules, as authorized by section 551.071 of the Texas Government Code:
    - (i) legal issues related to any current agenda items; and
  - B. Discuss the purchase, sale, lease or value of real property, as authorized by Section 551.072 of the Texas Government Code. Deliberation in an open meeting would have a detrimental effect on the position of the City in negotiations with a third party; and
  - C. Discuss or deliberate negotiations relating to any economic development negotiations, as authorized by Section 551.087 of the Texas Government Code.
7. **Requests for Future Agenda Items** – Joel Burns, Chair
8. **Date of Next Regular Meeting:** March 6, 2012 – Joel Burns, Chair
9. **Adjourn** - Chair

**This facility is wheelchair accessible. For accommodations or sign interpretation services, please call the Housing and Economic Development Department 48 hours in advance at 817-392-7316.**

**CITY OF FORT WORTH  
CITY COUNCIL  
HOUSING AND ECONOMIC DEVELOPMENT COMMITTEE  
NOVEMBER 1, 2011**

**Present:**

Committee Member Joel Burns, Chairman  
Committee Member Kathleen Hicks, Vice Chair (Arrived at 1:40 p.m.)  
Committee Member Salvador Espino  
Committee Member W. B. "Zim" Zimmerman  
Committee Member Danny Scarth  
Committee Member Jungus Jordan  
Committee Member Dennis Shingleton

**Absent:**

Committee Member Betsy Price  
Committee Member Frank Moss

**City Staff:**

Fernando Costa, Assistant City Manager  
Peter Vaky, Deputy City Attorney  
Ron Gonzales, Assistant City Secretary  
Jay Chapa, Director of Housing & Economic Development Department  
Cynthia Garcia, Assistant Director, Housing & Economic Development Department  
Robin Bentley, Community Development Manager, Housing & Economic Development Dept.  
Robert Sturns, Manager, Housing and Economic Development Department  
Mark Rauscher, Senior Capital Projects Officer, Planning and Development Department

**Other City Staff in Attendance:**

Tom Higgins, City Manager  
Vicki Ganski, Senior Assistant City Attorney, Law Department  
LeAnn Guzman, Assistant City Attorney, Law Department  
Richard Zavala, Director of Parks and Community Services Department  
Mark Folden, Business Development Coordinator, Housing and Economic Development Dept.  
Henry Day, Senior Management Analyst, Housing & Economic Development Department  
Otis Thornton, Homeless Program Coordinator, Housing & Economic Development Department

With a quorum of the committee members present, Chairman Joel Burns called the meeting of the Housing and Economic Committee to order at 1:12 p.m., on Tuesday, December 6, 2011, in the Pre-Council Chamber of the Fort Worth Municipal Building, 1000 Throckmorton Street, Fort Worth, Texas 76102, with Committee Member Kathleen Hicks temporarily absent and Committee Members Betsy Price and Frank Moss absent.

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**Approval of Minutes from November 1, 2011,  
Housing and Economic Development  
Committee**

**(Agenda Item 2)**

**MOTION:** Upon a motion made by Committee Member Scarth and seconded by Committee Member Jordan, the Committee Members voted six (6) “ayes” and zero (0) “nays”, with Committee Member Hicks temporarily absent and Committee Members Price and Moss absent, to approve the minutes of the November 1, 2011, Housing and Economic Development Committee Meeting. The motion carried unanimously.

Chairman Burns adjourned the regular meeting of the Housing and Economic Development Committee into Executive Session at 1:13 p.m.

**Executive Session**

**(Agenda Item 3)**

Chairman Burns called to order the Executive Session at 1:13 p.m. in order to discuss the following items:

- A. Seek the advice of its attorneys concerning the following items that are exempt from public disclosure under Article X, Section 9 of the Texas State Bar Rules, as authorized by Section 551.071 of the Texas Government Code: (i) legal issues related to any current agenda items;
- B. Discuss the purchase, sale, lease or value of real property, as authorized by Section 551.072 of the Texas Government Code. Deliberation in an open meeting would have a detrimental effect on the position of the City in negotiations with a third party; and,
- C. Discuss or deliberate negotiations relating to any economic development negotiations, as authorized by Section 551.087 of the Texas Government Code.

(Committee Member Hicks assumed her place at the table)

Chairman Burns adjourned the Executive Session at 1:50 p.m., on Tuesday, December 6, 2011.

Chairman Burns reconvened the regular session of the Housing and Economic Development Committee at 1:51 p.m.

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**Written Reports**

**(Agenda Item 4)**

Chairman Burns advised that the following written reports had been provided as a matter of information to the committee members:

- A. Memo Regarding Timeline for Housing Trust Fund
- B. Memo Regarding Economic Development Program Agreement for Street Construction with Walmart, LLC.

Chairman Burns opened the floor for questions and/or comments. There were none.

**Presentation of Recommendations for  
Award of HOME Funds and Housing Trust  
Funds for Quality Affordable Accessible  
Housing Projects**

**(Agenda Item 5)**

Ms. Robin Bentley, Community Development Manager, Housing and Economic Development Department, addressed the Committee regarding this issue. She began her PowerPoint presentation by providing the Committee with the following overview:

- Request for Proposal (RFP) Timeline.
- Funding Availability.
- Proposed Development Summaries and Funding Requests.
- Funding Recommendations.
- Recommended Next Steps.

Ms. Bentley followed the above information with a slide reflecting the RFP timeline below:

- October 5, 2011 – RFP posted.
- November 3, 2011 – All responses due.
- November 12, 2011 – Public Notice
- December 6, 2011 – Presentation to Housing and Economic Development Committee.
- December 13, 2011 – M&Cs on the City Council Agenda for recommended projects.

Ms. Bentley advised of the proposed funding as follows:

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**Presentation of Recommendations for  
Award of HOME Funds and Housing Trust  
Funds for Quality Affordable Accessible  
Housing Projects (cont'd)**

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**(Agenda Item 5)**

- Up to \$1,750,000.00.
- Funding Sources:
  - 2012 HOME Funds (estimated)
  - Housing Trust Fund General Funds

Ms. Bentley then explained how the five (5) proposals received were evaluated based on the following criteria:

- Project Location – 30 points
- Proof of Site Control – 5 points
- Project Description & Design – 50 points
- Project Budgets – 15 points
- Experience/Capacity – 20 points
- Financial Capability – 10 points
- Community Support – 20 points

She then displayed an aerial view of the location of the Hunter Plaza building at 601 West First Street in Council District 9 that was located on the north side of downtown and depicted by an orange box. She showed a picture of the current status of the building and explained the Fort Worth Housing Authority's proposal to rehabilitate the structure as follows:

- Proposal: Substantial rehabilitation and restoration of an existing 11 story structure into mixed income residential and retail/commercial Space on lower level.
  - Converting 225 units into 144 – 1 & 2 bedroom units
  - 60% Affordable units and 40% market rate units
- City Funds Requested: \$1,500,000.00
- Total Development Costs: \$24,114,573.00
- Amenities:
  - Library
  - Fitness Center
  - Theatre Room
  - Business Center
  - Community Room

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**Presentation of Recommendations for  
Award of HOME Funds and Housing Trust  
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Housing Projects (cont'd)**

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**(Agenda Item 5)**

Ms. Bentley then displayed two slides that reflected proposed building elevations from two viewpoints. She transitioned to the set of slides that began with an aerial view of the proposed site for the NRP Group – Four Seasons project located at Oak Grove Shelby Road and South Race Street in Council District 8 with the site again depicted by an orange box. She advised that staff had recommended not funding this project because of the project's isolated location and provided the following background information:

- Proposal: New construction of a 96 unit mixed-income multi-family complex.
  - 1, 2 & 3 bedroom units ranging from 712 to 1,112 square feet.
- City Funds Requested: \$750,000.00
- Total Development Costs: \$13,023,105.00
- Amenities:
  - Community center and clubhouse with amenities such as workout room, computer room with internet access and kitchenette.
  - Support services offered at no costs t residents.
    - Child care and after school programs.
    - Adult GED.
    - Vocation and computer skills training.

Ms. Bentley completed her comments on this project by displaying a slide that depicted proposed elevations for the community center and the apartment building. The briefing on the next project started with Ms. Bentley displaying an aerial view of the proposed site for the NRP Group – Mansfield Highway project located at Mansfield Highway and Parker Henderson Road in Council District 5, the project area again depicted by orange boxes. She advised the Committee that staff also recommended not funding this project due to its isolated location to retail and transit and provided information on the proposal as follows:

- Proposal: Acquisition and new construction of a 288 unit 2-3 story multi-family complex.
  - 1, 2, 3 & 4 bedroom units ranging from 712 to 1,561 square feet
- City Funds Requested: \$1,600,000.00 over two (2) years
- Total Development Costs: \$25,756,198.00
- Amenities:

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**Presentation of Recommendations for  
Award of HOME Funds and Housing Trust  
Funds for Quality Affordable Accessible  
Housing Projects (cont'd)**

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**(Agenda Item 5)**

- Community center and clubhouse with amenities such as pool, workout room, computer room with internet access and kitchenette
- Support services offered at no cost to residents.
  - Child care and after school programs.
  - Adult GED.
  - Vocation and computer skills training.

Ms. Bentley completed her comments on this proposed project by displaying an aerial view of the elevation at the site location which was followed by a slide pertaining to the conceptual site plan. She then displayed two (2) aerial views of the next proposed project for the Mooreland Fund I, LP – Mission Village located at McPherson Road (South Grove Estates Addition), in Council District 8 and advised that the project location was outlined by an orange box. She advised that staff also did not recommend funding this project as the location was not in a Community Development Block Grant Fund eligible area and provided the following background information:

- Proposal: New construction of 36 single family houses in a platted subdivision.
- City Funds Requested: \$1,713,472.00
- Total Development Costs \$19,259,277.00
- Scope of Work:
  - New construction of 2 and 3 bedroom houses.
    - Total Hard Cost Budget: \$48,075.00 for 1,000 square foot house.
    - Cost per AC Foot: \$48.08.
  - Approximately 800 to 1,000 square feet.
  - Affordable to four (4) person households at 60% of AMI.

Ms. Bentley concluded this portion of her presentation by displaying a proposed elevation for one of the homes, followed by a picture of the front exterior of a sample house. The briefing on her last proposed project started with an aerial view of the proposed location for the YWCA of Fort Worth & Tarrant County – Permanent Supportive Housing Development located at 410 and 414 NW 26<sup>th</sup> Street, 401 Cliff Street and 2601, 2603, 2605 and 2607 Clinton Avenue, located in Council District 2. She advised that the specific addresses were indicated in orange and summarized the project for the Committee as follows:

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**Presentation of Recommendations for  
Award of HOME Funds and Housing Trust  
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**(Agenda Item 5)**

- Proposal: Acquisition of land and new construction of an 85 unit, 4 story multi-family project.
  - 1, 2 & 3 bedroom units.
  - 60% affordable units and 40% permanent supportive housing units.
- City Funds Requested: \$750,000.00
- Total Development Costs: \$8,367,184.00
- Amenities:
  - Community center with community meeting space.
  - Common kitchen for shared meals and cooking demos.
  - Supportive services such as employment support, subsidized child care, plus mental health and substance abuse care will be provided by the YMCA.

Ms. Bentley completed her comments on this project by displaying a slide that depicted two (2) different elevations of the proposed building. She advised of the following funding recommendations from the staff:

<b>Organization</b>	<b>CD</b>	<b>RFP Score</b>	<b>Funding Request</b>	<b>Staff Recommendation</b>
YWCA – Permanent Supportive Housing (LIHTC)	2	124	\$750,000.00	\$750,000.00
Fort Worth Housing Authority – Hunter Plaza Redevelopment *(LIHTC)	9	114	\$1,500,000.00	\$1,000,000.00
NRP Group, LLC – Mansfield Highway (LIHTC)	5	106.5	\$1,600,000.00 (over two years)	\$0.00
NRP Group, LLC – Four Seasons (LIHTC)	8	81	\$750,000.00	\$0.00
Mooreland Fund I, LP – Mission Village	8	68	\$1,713,472.00	\$0.00
<b>Proposed HOME Funding</b>				<b>\$1,250,000.00</b>
<b>Proposed Housing Trust Fund Funding</b>				<b>\$500,000.00</b>
<b>TOTAL FUNDS</b>				<b>\$1,750,000.00</b>

\*Low Income Housing Tax Credit

Ms. Bentley advised the Committee of the following proposed loan terms:

**Presentation of Recommendations for  
Award of HOME Funds and Housing Trust  
Funds for Quality Affordable Accessible  
Housing Projects (cont'd)**

**(Agenda Item 5)**

- Hunter Plaza:
  - \$500,000.00 HOME loan
    - 15-year loan term
    - 1 percent interest
    - Interest payments from cash flow; principal and accrued interest due at maturity.
  - \$500,000.00 construction loan – Housing Trust Fund General Funds
    - 40-month loan term
    - Interest at Applicable Federal Rate for midterm loans
    - Principal and accrued interest due at conversion to permanent financing
  - Construction proposed to begin in Winter 2012 if receives tax credit allocation.
- YWCA:
  - \$750,000.00 HOME loan
    - 20-year loan term
    - 1 percent interest
    - Loan is forgiven on expiration of 20-year affordability period
  - \$100,000.00 pre-development loan
    - Urban Development Action Grant funds
    - 1 percent interest
    - If tax credits are not awarded, funds are due and payable within 30 days of notification
    - If tax credits are awarded, funds are due and payable at equity closing
  - Construction proposed to begin in Winter 2012 if receives tax credit allocation.

Ms. Bentley concluded her presentation by advising the Committee of the recommended next steps as reflected below:

M&C on City Council Agenda	December 13, 2011
Letter of Support to Texas Dept. of Housing & Community Affairs	January 2012
Conditional Commitment Agreements Executed	January 2012

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**Presentation of Recommendations for  
Award of HOME Funds and Housing Trust  
Funds for Quality Affordable Accessible  
Housing Projects (cont'd)**

**(Agenda Item 5)**

Chairman Burns opened the floor for questions and/or comments.

Committee Member Espino commended staff for the thorough analysis of the RFPs and stated he was pleased to see the YWCA working on permanent supportive housing. He added that there had been challenges looking at sites in the City to move forward with the Directions Home program and that the YWCA did this the right way by reaching out to the community.

Committee Member Shingleton asked what was the source of the Housing Trust Fund (FWHTF) General Funds. Ms. Chapa stated that a few years ago the City Council created the FWHTF in which HOME funds, CDBG funds and General Fund dollars were appropriated into the annual budget and then placed into the FWHTF. He added that the City placed funds in the FWHTF for two (2) years, not consecutive years, but individual years, with the intent to fund \$2M a year on an annual basis. However, when the City had challenges with the budget that funding support stopped. He added that the funds were typically used for construction loans and pointed out that those funds got paid back and then revolved into other projects. He further added that General Funds were typically used for the short-term construction loans. He advised that another issue surfaced this morning and referenced the chart on recommended next steps and clarified that the letter of support went to the TDHCA along with a conditional contract for the loans for the two (2) properties that the Council would approve next week. He explained what occurred when staff received requests from other developers that wanted to submit tax credit applications and did not apply through this process, but wanted local support for tax credit projects. He stated that one of the things that was a normal practice for staff was to not necessarily provide resolutions to the City Council that provide support beyond that which staff was recommending for funding. He then asked for feedback from the Committee on continuing this practice and advised that the Committee would receive requests for this type of funding from developers as the March 1<sup>st</sup> deadline came closer.

Committee Member Scarth stated that on occasion there were projects that were worthwhile that would achieve the same goals but did not require the City's support. Mr. Chapa stated that if they would have gone through our process, staff may have reduced the amount such as in the case of funding for Pilgrim Valley. He added that it was not fully funded but was still a successful project. He stated that some of the projects did not meet the criteria for being on transit lines, access to retail and jobs and that staff would work with individual Council Members to address projects that did not meet the criteria.

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**Presentation of Recommendations for  
Award of HOME Funds and Housing Trust  
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Housing Projects (cont'd)**

**(Agenda Item 5)**

President Burns asked that staff review requests from developers on a case-by-case basis and to compare them with council priorities.

This concluded the presentation and discussion on this agenda item.

**Presentation on Proposed Expansion of  
Alliance Foreign Trade Zone for TTI, Inc.**

**(Agenda Item 6)**

Mr. Robert Sturns, Economic Development Manager, Housing and Economic Development Department, addressed the Committee regarding the proposed expansion. His PowerPoint Presentation began with a slide that provided the following background information regarding a foreign trade zone (FTZ):

- An FTZ is a geographical area, where commercial merchandise receives the same customs treatment it would if it were outside the commerce of the United States.
- Merchandise may be held in the zone without being subject to customs duties and other ad valorem taxes.
- FTZ is designed to:
  - Lower the costs of U.S.-based operations.
  - Create and retain the employment and capital investment opportunities that result from those operations.
- The City of Fort Worth has two zones:
  - DFW Airport Zone #39.
  - Alliance Zone #196.
- In January 2009, the FTZ Board created the Alternative Site Framework (ASF).
- ASF allowed for an expansion of the Alliance Zone to encompass the entire Alliance Corridor.

Mr. Sturns then displayed two (2) slides. The first depicted a map of FTZ No. 196 areas that were indicated in green and pointed out that businesses in this zone would be able to automatically take advantage of the inventory tax exemption in the FTZ. His second map depicted the Alliance Corridor, Inc., FTZ Service area that was outlined in red and explained that it was under the ASF and that businesses coming into the expanded zone would also be able to take advantage of the foreign trade exemption; however it was not an automatic designation and

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**Presentation on Proposed Expansion of Alliance  
Foreign Trade Zone for TTI, Inc. (cont'd)**

**(Agenda Item 6)**

they would have to apply to the City and the FTZ Board to activate their site. He added that the exemption was not transferable. His next slide provided a summary of the FTZ request from TTI, Inc., as indicated below:

- Company would like to activate a FTZ license at two (2) facilities to fuel growth.
- Company needs letters of concurrence from the City to get benefit of FTZ exemption on City taxes.
- Current have 753 employees in Fort Worth (340 are Fort Worth residents).

He followed the above summary by displayed an aerial map of the two facilities 2441 NE Parkway and 2601 Sylvania Crossing and advised that both locations were outlined in red boxes. Mr. Sturns then advised the Committee of the proposed agreement below:

- Enter into a Payment in Lieu of Taxes (PILOT) agreement which will require TTI, Inc., to pay City taxes exempt by FTZ if commitments are not met.
- TTI, Inc., will commit that by December 31, 2016:
  - Invest a minimum of \$20.0 million in new real and personal property.
  - Employ an additional 100 new employees.
- PILOT will expire if commitments are met within five (5) year timeframe.
- Potential additional benefit Fort Worth is preferred location for a future 600,000 square foot operations center.

Mr. Sturns advised the Committee of staff's recommended next steps as follows:

- City Council approve the submittal of letter of concurrence to FTZ Board allowing for FTZ application to City taxes, and
- Enter into a PILOT agreement to secure commitments.
- City Council action regarding FTZ letter and PILOT agreement on December 13, 2011, Council meeting agenda.

Chairman Burns opened the floor for questions and/or comments. This concluded the presentation; there was no discussion on this agenda item.

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**Presentation on Proposed Community  
Facility on Evans Avenue**

**(Agenda Item 7)**

Ms. Cynthia Garcia, Assistant Director, Housing and Economic Development Department, addressed the Committee regarding the proposed community facility. The first slide of her PowerPoint presentation reflected an aerial view of the original boundary of the Evans and Rosedale area which was outlined in red. She provided the following background summary:

- 1999 – City applied and received EDI Grant and Section 108 loan for the Evans and Rosedale area for economic development.
  - EDI Grant - \$1,500,000.00
  - Section Loan - \$7,500,000.00
  - Funds were to be used for loans for new businesses in the area to create jobs.
- 2004 – City amended its application for these funds to include community facilities.
  - Funds used in the Hazel Harvey Peace building and the Shamblee Library.
- Approximately \$5 million still available for a project in the area.
- Funds must benefit low and moderate income individuals.

Ms. Garcia then provided information on the proposed project overview as indicated below:

- City requested amendment to expand boundaries of the Evans and Rosedale area for the development of a public facility.
- Proposal to lease building to United Community Center (UCC) for 30 years to operate, maintain all property and provide the following services for low and moderate income individuals:
  - Childcare
  - Youth after-school programs
  - Clothing pantry
  - Food pantry
  - Case management
- Building will be approximately 10,000 – 15,000 square feet.

She then displayed an aerial slide reflecting the current Evans and Rosedale Business and Cultural District and explained that the property outlined in blue and the property outlined in black was the proposed expansion area. She followed her explanation of two slides that showed the proposed elevations of the community facility from two different perspectives. She added

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**Presentation on Proposed Community  
Facility on Evans Avenue**

**(Agenda Item 7)**

that the current building had a church and an addition would be built along with a parking area. Ms. Garcia's next slide showed an aerial view of the property to be acquired that was indicated by the color turquoise. She informed the Committee of the steps needed to complete the project as follows:

- Meet all HUD regulations regarding use of funds.
- Acquire land.
- Obtain architect design.
- Lease with UCC
- Construction agreement

She concluded her presentation by advising the Committee of the recommended next steps below:

- Bring forward M&Cs on December 13<sup>th</sup>.
  - Fund the community facility with the EDI and Section 108 loan.\
  - Acquire land necessary for the project.
  - Execute lease with UCC
  - Execute contract with BOKA Powell for architectural services.
- Bring forward M&Cs on January 10, 2012, to execute contract with Enercon for environmental remediation.
- Construction anticipated to begin in summer of 2012.

Chairman Burns opened the floor for questions and/or comments.

Committee Member Hicks stated that she was very excited about this project. She added that she attended the Bethlehem Center as a child and the new facility would really add some synergy with the new housing and other ED occurring on Evans Avenue and appreciated staff continuing to work with the community. She was recently at St. Andrews Church to speak with the church about the progress of the area and they were very excited about the project.

Committee Member Espino commended Committee Member Hicks and the UCC for this project and expressed appreciation to the staff for their work.

There was no further presentation or discussion on this agenda item.

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**Request for Future Agenda Items**

**(Agenda Item 8)**

Chairman Burns opened the floor for requests for future agenda items. There were no requests for future agenda items.

**Date of Next Regular Meeting –  
January 10, 2012, \_\_\_\_\_**

**(Agenda Item 9)**

Chairman Burns advised that the next regular meeting of the Housing and Economic Development Committee was tentatively scheduled for Tuesday, January 10, 2012.

**Adjourn**

**(Agenda Item 10)**

With no further presentations or discussions, Chairman Burns adjourned the regular meeting of the Housing and Economic Development Committee at 2:18 p.m., on Tuesday, December 6, 2011.

These minutes approved by the Housing and Economic Development Committee on the \_\_\_\_\_ day of \_\_\_\_\_, 2011.

APPROVED:

\_\_\_\_\_  
Joel Burns, Chairman

Minutes Prepared by and Attest:

\_\_\_\_\_  
Ronald P. Gonzales, Assistant City Secretary



## MEMORANDUM

Date: February 7, 2012

To: Chairman Burns & Members of the Housing and Economic Development Committee

From: Jay Chapa, Director Housing and Economic Development *Jay*

Subject: Business Diversity Ordinance Implementation Plan and Status

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The new Business Diversity Ordinance was adopted on December 13, 2011 with an effective date of June 1, 2012. Since the new ordinance contains significant changes, including a limited ability to set MBE subcontracting goals, the elimination of Women owned businesses as a goal category and a new Small Business Enterprise program, this interim period is providing an opportunity to facilitate an effective transition for staff and our external stakeholders. Below is an outline of the various activities the Business Diversity staff will be engaged in over the next few months.

Staff in general will partner with other departments to highlight and discuss the ordinance changes, obtain feedback, identify potential process improvements, and revise procedures, processes and documents to reflect the relevant changes. Additionally, staff continues to engage external stakeholders, as needed.

- 1) January: Work with IT Department on M/WBE database modifications;
- 2) February – May: Regular meetings with the Infra-structure Group of Departments, Parks and Community Services, IT and Procurement on ordinance changes, procedures and processes;
- 3) March – May: Meetings with remaining departments;
- 4) March – May: Follow-up with external stakeholders as needed;
- 5) June 1st: Business Diversity Ordinance Becomes Effective.
- 6) Post Implementation: Continuously monitor and evaluate the effectiveness of the new ordinance.



## MEMORANDUM

Date: February 7, 2012

To: Chairman Burns & Members of the Housing and Economic Development Committee

From: Jay Chapa, Director of Housing and Economic Development *Jay*

Subject: Texas Enterprise Zone Nomination for FTS International Services, LLC.

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The City of Fort Worth approved a Tax Abatement agreement with FTS International Services, LLC formally known as Frac Tech Services, LLC for the relocation of its industrial pump manufacturing operation to Railhead Industrial Park on September 20, 2011. The company now occupies a 559,000 square foot facility at 4601 Gold Spike Drive that is used for industrial pump manufacturing.

FTS International Services, LLC is requesting that the City of Fort Worth nominate the company as an Enterprise Zone Project under the Texas Enterprise Zone Program.

The Texas Enterprise Zone Program is an economic development tool for local communities to partner with the State of Texas to promote job creation and capital investment in economically distressed areas of the State. An enterprise project is a business that is nominated by a municipality or county and then approved for state benefits. Designated projects are eligible to apply for state sales and use tax refunds on qualified expenditures. The level and amount of refund is related to the capital investment and jobs created at the qualified business site.

FTS International Services, LLC qualifies for a single Enterprise Project Designation with a projected capital investment of \$63,325,000 and 230 new jobs created at an average wage of \$38,689. FTS will also retain an additional 97 jobs with an average wage of \$42,812. The single project designation allows for \$2,500 in state sales and use tax refund on qualified expenditures per job up to a maximum of \$1.25 M over a five year period.

Under the Texas Enterprise Zone Act at least thirty-five percent (35%) of the business's new employees must be residents of an enterprise zone or classified as economically disadvantaged individuals. In addition, the jobs will be provided through the end of the designation period or at least three years after the date on which a state benefit is received, whichever is later.

Staff will bring forward an M&C to Council on February 21, 2012 nominating FTS International Services, LLC as an Enterprise Zone Project pursuant to the Texas Enterprise Zone Program.

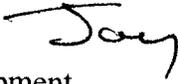
Please contact me at 817-392-5804 if you have any questions or concerns.



## MEMORANDUM

Date: February 7, 2012

To: Chairman Burns & Members of the Housing and Economic  
Development Committee

From: Jay Chapa, Director of Housing and Economic Development 

Subject: Tax Abatement Reinvestment Zone for Alcon Laboratories Holdings Corporation  
Expansion Plans

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On November 1, 2011 City Council approved the execution of a tax abatement agreement with Alcon Laboratories Holdings Corporation for the expansion and renovation of the existing Alcon Campus located at 6201 South Freeway (Council District 8). Since then, Alcon has modified their plans for expansion to include an additional building that was not part of the Tax Abatement Reinvestment Zone No. 77 approved by Council on November 1, 2011.

In accordance with Chapter 312 of the Texas Tax Code tax abatement may only be applied to property located in a tax abatement reinvestment zone. Therefore, in order to accommodate Alcon's expansion plans, Tax Abatement Reinvestment Zone No. 80 must be created to encompass the additional property within the proposed expansion plans.

The new addition to the expansion and renovation plan is a 45,000 square foot facility located at 6801 Will Rogers Blvd. The additional investment on this property is estimated to be over \$5.0 million.

City staff will conduct a public hearing at the City Council meeting on February 21<sup>st</sup> to receive public comments on designation of Tax Abatement Reinvestment Zone No. 80.

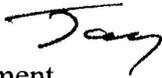
Please contact me at 817-392-5804 if you have any questions or concerns.



## MEMORANDUM

Date: February 7, 2012

To: Chairman Burns & Members of the Housing and Economic Development Committee

From: Jay Chapa, Director of Housing and Economic Development 

Subject: Economic Development Program Agreement with Ferris Mfg. Corp.

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On September 20, 2011 City Council approved an Economic Development Program Agreement with Ferris Mfg. Corp. for the relocation of its corporate headquarters to 13301 Park Vista Blvd (Council District 2) from Burr Ridge, Illinois. The company is a manufacturer and distributor of wound care dressings and gauzes, and the proposed project is estimated to have an investment of at least \$3,500,000.00 in new taxable personal property investment at the site. The agreement approved by Council was a 5-year Economic Development Program Agreement that would provide grant payments equal to 40 percent of the City's taxes on the incremental value of the new business personal property investment.

On November 30, 2011 the owner of Ferris Mfg. Corp. notified city staff that the company was no longer considering 13301 Park Vista Blvd for the relocation site. The company could not secure the rental rates from the property owner that would make the move from Illinois to Fort Worth financially feasible. In addition, they wanted to have the opportunity to purchase the site in the future. The company has identified another site in Fort Worth for their corporate headquarters and has asked that the City keep its incentive in place at the new location. The site is located at 5133 Northeast Parkway and remains in Council District 2. The company has also stated their intent to purchase the property within the first 3 years of occupancy. Staff recommends keeping the incentive in place with the only change being the location of the facility. All other terms and conditions of the agreement remain the same.

Since the agreement document with Ferris Mfg. Corp. has not been finalized due to the protracted property issue, staff will bring forward an M&C on February 21, 2012 recommending that M&C C-25182 be modified to reflect the new site location to allow the execution of an Economic Development Program Agreement for the relocation of their headquarters operation to Fort Worth.

Please contact me at 817-392-5804 if you have any questions or concerns.



## MEMORANDUM

Date: February 7, 2012

To: Chairman Burns & Members of the Housing and Economic Development Committee

From: Jay Chapa, Director of Housing and Economic Development *Jay*

Subject: LinkAmerica Corporation Headquarters Relocation to Fort Worth

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LinkAmerica Corporation is a transportation and logistics company providing traditional over-the-road logistics services across the United States. The company operates primarily in the south-central and southeastern USA with corporate headquarters currently located in Tulsa, Oklahoma. Over the last six months, LinkAmerica has invested a significant amount of resources into new technology, vehicles, and employees as they seek to support new growth in sales and expand into new transportation and 3rd party logistics markets.

In order to accommodate their projected growth plans, the company has decided to relocate its headquarters and a significant portion of the operation from Tulsa to Fort Worth. Beginning March 1, 2012, LinkAmerica will be leasing office space at 4400 Amon Carter Blvd., which will serve as the site of their new Corporate Headquarters. This location was chosen to enable LinkAmerica to establish a presence in closer proximity to key customers and to their largest terminal which is located in Fort Worth at 2560 E. Long Avenue. The terminal houses a driver training facility which will also be relocating to the new site. It is expected that 40 new drivers per week will pass through the training program.

The company will invest up to \$165,000 to remodel the existing location to showcase the lobby, upgrade networking and telecommunications infrastructure, add 5 offices and install new personal property at the site. This project will result in the relocation of 40 jobs and the creation of 100 new jobs at an average annual wage of \$42,000 per year.

The company inquired about receiving financial and/or relocation assistance from the City and was accommodated by staff through ensuring the City's permitting process could meet their expedited schedule. The recruitment of this company was the result of a collaborative site selection effort between the City of Fort Worth Housing & Economic Development Department and the Fort Worth Chamber of Commerce.

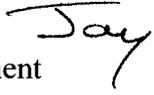
Please contact me at 817-392-5804 if you have any questions or concerns.



## MEMORANDUM

Date: February 7, 2012

To: Chairman Burns & Members of the Housing and Economic Development Committee

From: Jay Chapa, Director of Housing and Economic Development 

Subject: Proposed Amendment to the 2003 Downtown Strategic Action Plan

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In 2002, Downtown Fort Worth, Inc., the Fort Worth Transportation Authority and the City of Fort Worth partnered to update the 1993 Downtown Strategic Action Plan. The Plan was developed by a 38 member Downtown Strategic Action Plan Committee made up of various community stakeholders. The 2003 Downtown Strategic Action Plan was adopted by the City of Fort Worth in January 2004 and incorporated into the city's Comprehensive Plan (G-14241 Resolution 3040).

The Housing Policy section of the 2003 Action Plan states the following:

"Encourage a variety of housing opportunities.

- a. Promote home ownership - condominiums, single family, and other types
- b. Encourage a range of pricing - low/moderate income to high income
- c. Attract senior citizen developments
- d. Promote live/work spaces for artists, professionals, and others."

In 2007, the Steering Committee amended the Housing Policy section of the 2003 Action Plan to encourage mixed income developments. Item b. was amended to state the following:

*"Encourage a range of affordability – low, moderate and high income – with a goal of 10% of the housing to be developed in quality mixed income developments as affordable to persons/households whose income is less than 60% of the area median income adjusted for family size. Mixed income projects should be a blend of market rate and affordable units*

The proposed amendment was to be presented to City Council later that year, however this did not occur. Because the amendment further promotes affordable housing and mixed income developments, staff will present an M&C to the City Council for consideration on February 21, 2012 to amend the Housing Policy of the 2003 Action Plan to reflect the committee's recommendation.

Please contact me at 817-392-5804 if you have any questions or concerns.



## MEMORANDUM

Date: February 7, 2012

To: Chairman Burns & Members of the Housing and Economic Development Committee

From: Jay Chapa, Director of Housing and Economic Development 

Subject: Repeal Ordinance for Tax Abatement Reinvestment Zone No. 72  
Ordinance No. 19558-02-2011

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On February 15, 2011, City Council approved the creation of Tax Abatement Reinvestment Zone No. 72 (Ordinance No. 19558-02-2011) for property located in Council District 4. The reinvestment zone was created for future tax abatement with MR Development for sixty-eight single family rental units at 3715 NE 28<sup>th</sup> Street and 3650 Kimbo Road. Since the reinvestment zone was established, MR Development has been pursuing tax credits and making ongoing changes to the original project scope to fit the criteria for eligible tax credit projects.

At this time, the original scope of the project outlined in the reinvestment zone does not fit the new project scope that is still under revision. For administration purposes, a repeal ordinance needs to be approved by Council in order to bring forth a new tax abatement reinvestment zone to fit the revised project scope.

Staff will bring forward an M&C on February 21, 2012 requesting the approval of the repeal ordinance to dissolve Tax Abatement Reinvestment Zone No. 72 Ordinance No. 19558-02-2011.

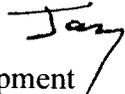
Please contact me at 817-392-5804 if you have any questions or concerns.



**MEMORANDUM**

Date: February 7, 2012

To: Chairman Burns & Members of the Housing and Economic Development Committee

From: Jay Chapa, Director of Housing and Economic Development 

Subject: Reallocation of \$477,835.40 in Community Development Block Grant from the ADA Ramp Project to the 2010 and 2011 Street Reconstruction Projects

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On April 7, 2009 (M&C G-16513), the City Council authorized \$605,000.00 in Community Development Block Grant (CDBG) funds for the construction of Americans with Disabilities Act (ADA) compliant sidewalk ramps through the approval of the 2009-2010 Action Plan. There is currently \$477,835.40 remaining.

An evaluation of the project by the Transportation and Public Works (TPW) department determined that a high percentage of the sidewalks where ramps were being installed needed additional work that was not included in the ADA Ramp project scope, i.e. construction and reconstruction of sidewalks, utility relocates, work on curbs and gutters, and in many cases, street reconstruction. As a result, Staff began a discussion to combine approved street reconstruction projects with the ADA Ramp project to effectively and efficiently address the identified issues.

Therefore, Staff recommends moving the remaining funds from the ADA Ramp Project to the 2010 and 2011 Street Reconstruction Projects that will include the installation and reconstruction of ADA compliant sidewalk ramps.

The Project is available in CDBG-eligible areas of ALL COUNCIL DISTRICTS.

Staff intends to place an M&C regarding the recommendation on the City Council agenda on March 6, 2012 for City Council's consideration.

Please contact me at 817-392-5804 if you have any questions or concerns.



## MEMORANDUM

Date: February 7, 2012

To: Chairman Burns & Members of the Housing & Economic Development Committee

From: Jay Chapa, Director  
Housing and Economic Development Department 

Subject: Expansion of the Lancaster Mixed Use Project and Consent to Waive Fees Related to the Lancaster Mixed Use Project

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On June 14, 2011, the City Council authorized the expenditure of \$2,000,000.00 of HOME Investment Partnerships Program Grant Funds (HOME) for the Lancaster Mixed Use Project (Project), (M&C C-24976) being undertaken by the Fort Worth Local Development Corporation (LDC). The M&C approved the development of the Project with up to fifty residential units to be located on the north side of Lancaster Avenue between Monroe and Jennings.

Since June, the Project has expanded with additional residential units (130), expanded first floor retail, five floors of office space and a parking garage. The overall footprint of the Project now includes 13th Street to the North, Throckmorton to the East, Lancaster Ave to the South and Monroe to the West.

Because of the change in the overall scope of the Project, City Council approval authorizing the use of the \$2.0 million of HOME funds in the larger project with the new boundaries is required to move the project forward. Additionally, since the LDC Project will provide quality, affordable, accessible housing and the City is required annually to have local HOME match expenditures, staff recommends that the City waive development fees so that the waived fees apply toward the City's HOME match requirement.

An M&C authorizing the change in use of HOME funds to the larger project and approving the waiver of fees related to the Lancaster Mixed Use Project will be placed on the February 21, 2012 City Council meeting agenda for consideration.

Please contact me at 817-392-5804 if you have any questions or concerns.



## MEMORANDUM

**Date:** February 7, 2012

**To:** Mayor and Members of the City Council

**From:** Jay Chapa, Director, Housing and Economic Development

**Subject:** 2011 Tax Increment Financing (TIF) Annual Report

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Tax increment financing (TIF) is a tool authorized by Chapter 311 of the Texas Tax Code by which local governments can publicly finance needed structural improvements and enhanced infrastructure within a defined area called a reinvestment zone.

Each year, the Housing and Economic Development Department provides a "TIF Annual Report" as an update on the active TIF districts. The TIF Annual Report includes an overview of tax increment financing, frequently asked questions, and information on each TIF district including maps, background information, current obligations and projections, and a summary of how new development and redevelopment has promoted property growth within TIF boundaries. A copy of this year's TIF Annual Report has been included for your reference.

For additional information, please contact me at 817.392.5804.



City of Fort Worth  
Tax Increment Financing Districts  
*Annual Report 2011*



- Build
- Develop
- Revamp
- Rebuild
- Remodel
- Invest
- Exhilarate
- Awaken
- Refresh
- Invigorate
- Rejuvenate
- Model
- Repair
- Stimulate
- Grow
- Transform
- Flourish
- Gain
- Sustain
- Thrive
- Amplify

## Tax Increment Financing (TIF)

### Questions and Answers

#### What is tax increment financing?

Tax increment financing (TIF) is an economic development tool authorized by Chapter 311 of the Texas Tax Code by which local governments can publicly finance needed structural improvements and enhanced infrastructure within a defined area called a reinvestment zone.

#### Why are TIF districts created?

City Council identifies sluggish or distressed areas within the city where development would not occur by itself. TIF districts help fund public improvements which attract investment, create jobs, and diversify our economy. TIF districts may also be used to preserve a community's history by providing funding to encourage historical preservation.

#### What is tax increment?

Tax increment is equal to the difference between the taxes collected on the improved parcel less the taxes that would have been collected had the parcel remained unimproved (ex. Taxable Value – Base Value = Increment). Participating taxing entities may deposit all, a predetermined portion, or none of the incremental taxes in a designated TIF fund for the purpose of financing the planning, design, construction, or acquisition of public improvements. Taxing entities still receive taxes generated from the property values of the base value of the TIF district as incremental revenues are based solely on the increased value of the property.

#### How can TIF funds be used?

TIF funds are reinvested into the area of the TIF district and may only be used to pay for those public improvements authorized by Chapter 311 of the Texas Tax Code. TIF funds cannot be used to support exclusively private purposes. Examples of public improvements include, but are not limited to: capital costs, financing, real property assembly, professional services, imputed administrative costs, relocation, organizational costs, costs of operating the reinvestment zone and project facilities, and public works projects such as roads and drainage systems.

#### What are the benefits to participating in TIF districts?

There are many benefits to participating in TIF districts. For one, TIF districts encourage new growth and redevelopment of targeted areas resulting in new construction, jobs, positive direct (and indirect) impacts, funding of major infrastructure projects that would otherwise be difficult to complete, attraction and growth of new and existing businesses, all resulting in the generation of additional tax dollars to the general fund of each taxing jurisdiction increasing the ability to provide much needed public services. Tax increment financing is yet another element in the tool box for economic developers to grow cities and make them better places to live, work, and play.

#### How much did the City of Fort Worth invest in TIF districts last year?

The City of Fort Worth collected approximately \$286,109,537 in property taxes last year. From these dollars the city invested \$8,229,400 in TIF districts or 2.87 percent.

TIF District	Base Year	2010 Tax Year	Property Value Growth	City Contributions
2 - Speedway	\$ 5,084,127	\$ 64,937,249	\$ 59,853,122	\$ 338,772
3 - Downtown	\$ 322,440,637	\$ 869,702,569	\$ 547,261,932	\$ 1,936,405
4 - Southside	\$ 229,759,626	\$ 435,472,871	\$ 205,713,245	\$ 1,758,848
6 - Riverfront	\$ 2,822,348	\$ 41,792,282	\$ 38,969,934	Does Not Contribute
7 - North Tarrant Parkway	\$ 1,597,471	\$ 168,508,142	\$ 166,910,671	\$ 1,141,669
8 - Lancaster	\$ 178,938,722	\$ 385,067,570	\$ 206,128,848	\$ 1,762,402
9 - Trinity River Vision	\$ 130,744,298	\$ 334,881,481	\$ 204,137,183	\$ 1,001,785
10 - Lone Star	\$ 16,073,937	\$ 45,707,853	\$ 29,633,916	\$ 253,370
12 - East Berry Renaissance	\$ 26,176,323	\$ 33,404,339	\$ 7,228,016	\$ 36,150
13 - Woodhaven	\$ 181,846,751	\$ 165,228,642	\$ (16,618,109)	No Increment Generated
<b>TOTAL</b>	<b>\$ 913,637,489</b>	<b>\$ 2,379,474,356</b>	<b>\$ 1,465,836,867</b>	<b>\$ 8,229,400</b>

## City of Fort Worth Tax Increment Financing Districts

*A Year in Review*

There are ten active TIF districts in Fort Worth: Speedway, Downtown, Southside, Riverfront, North Tarrant Parkway, Lancaster, Trinity River Vision, Lone Star, East Berry Renaissance, and Woodhaven. The eleventh TIF district, Southwest Parkway, was terminated earlier this year as additional funding sources were realized for the Southwest Parkway / Chisholm Trail project, disengaging the need for taxing jurisdiction participation.

The Texas Motor Speedway featured a number of racing events and entertainment. The AAA Texas 500 Weekend in November included a NASCAR tripleheader, including races from Sprint Cup, Nationwide, and Camping World Truck Series.

Downtown Fort Worth recently welcomed the opening of Oliver's Fine Foods, downtown's first grocery store. Oliver's offers a variety of prepared foods, fresh meats and cheese, and wine. Sundance Square, LLC recently announced plans for three new buildings and a central plaza in Sundance Square.

Near Southside's "Complete Street" striping program has made streets of the Near Southside community better for the community, especially bikers. The program provided for plans and pavement markings on a number of streets in the Southside area in order to better align with the Near Southside's street plan and the Bike Fort Worth plan. Other projects included a number of streetscape improvements, installation of public infrastructure, and concept plans for the South Main urban village.

The north end of downtown Fort Worth continues to be a beautiful campus for many to learn and enjoy. The Trinity River College even offers Weekend College for those who may only be available Friday, Saturday, and Sunday.

HCA Healthcare opened their free-standing emergency clinic in north Fort Worth. According to a November 2011 article in the *Star-Telegram*, the concept of free-standing emergency clinics is growing as these facilities are able to serve areas that are not quite populous enough for a general hospital, but need medical care.

The Lancaster Corridor will soon welcome a mixed-use project to the scene, complete with a public parking garage. The redevelopment project will include 130 residential units, including workforce housing; 73,000 square feet of office space, 33,000 square feet of retail space, and a 206,000 square foot structured parking garage. \$40 to \$45 million in real property improvements are expected to take place.

The Trinity River Vision project is continuing to move forward with great impacts. It was originally anticipated the TIF district would see no growth for the first three years, but early projections have already proved this assumption false. In addition to taxable growth, the Trinity River Vision Authority has hosted a number of events along the banks of the Trinity River therefore increasing the public's awareness about the project and how important the Trinity River is to the community.

Cabela's in north Fort Worth is more than just retail, it is a destination. Beyond serving the needs of every outdoorsman, Cabela's also has an aquarium, African safari exhibit, Texas wildlife exhibit, archery range, outdoor theater, boat service department, and a 2-acre pond.

ACH Child and Family Services completed the Julie and Glenn Davidson Family Chapel, Paul E. Andrews Family Welcome Center, and a number of public streetscape improvements around the campus. In addition, Men's Collection opened its new store on East Berry Street, taking advantage of a former tax-foreclosed building.

The Woodhaven neighborhood welcomed a new Fort Worth Police storefront located next door to Potter's House Fort Worth. The Police storefront will provide a great place for police officers to check-in and complete their reports while also providing additional security to the community.

The City of Fort Worth is fortunate to have so many community partners that continue to work together to make Fort Worth an even better All-America City. 2011 was a great year, but we are full-speed ahead for 2012.





Photos courtesy of Texas Motor Speedway



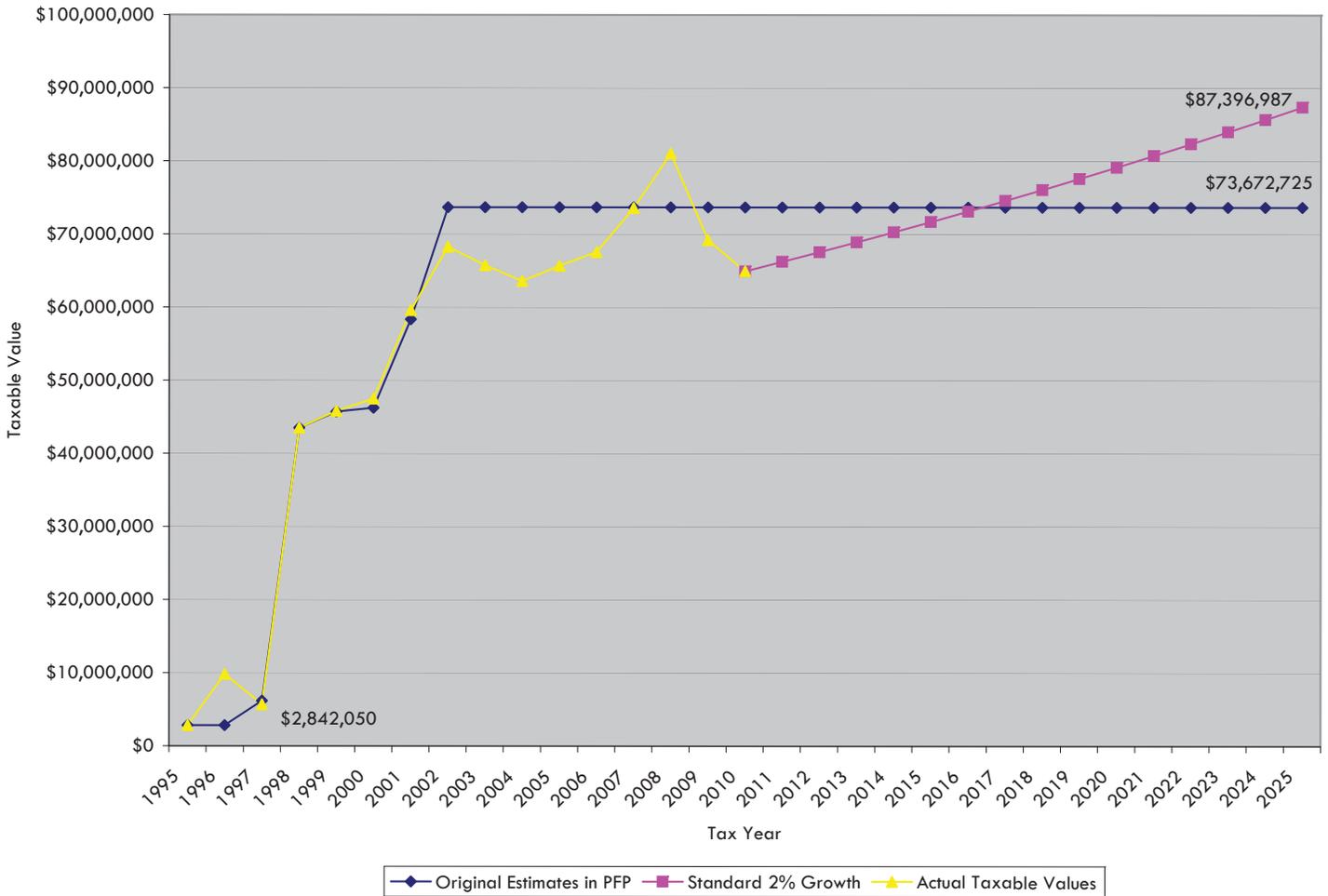
**TIF 2A (Speedway)**  
**Balance Sheet**  
*As of September 30, 2011*

	<b>Current Year</b>	<b>Total to Date</b>
<b>Revenues</b>		
TIF Increment - City of Fort Worth	\$ 338,772	\$ 4,604,044
TIF Increment - Denton County	\$ 108,526	\$ 1,302,820
TIF Increment - Northwest ISD	\$ 594,337	\$ 7,910,055
Unrealized Gain (Loss)	\$ -	\$ -
Interest on Investments	\$ 14,274	\$ 481,362
	<hr/>	<hr/>
<b>Total Revenues</b>	\$ 1,055,909	\$ 14,298,281
<b>Expenditures</b>		
Texas Motor Speedway	\$ 295,356	\$ 7,538,137
Northwest ISD	\$ 396,225	\$ 5,273,370
	<hr/>	<hr/>
<b>Total Expenditures</b>	\$ 691,580	\$ 12,811,507
	<hr/>	<hr/>
<b>Excess of Revenues Over Expenditures</b>	<u>\$ 364,329</u>	<u>\$ 1,486,774</u>

**TIF 2B (Speedway - Expanded Area)**  
**Balance Sheet**  
*As of September 30, 2011*

	<b>Current Year</b>	<b>Total to Date</b>
<b>Revenues</b>		
TIF Increment - Northwest ISD	\$ 303,460	\$ 3,961,695
Unrealized Gain (Loss)	\$ -	\$ -
Interest on Investments	\$ 1,788	\$ 56,514
	<hr/>	<hr/>
<b>Total Revenues</b>	\$ 305,248	\$ 4,018,209
 <b>Expenditures</b>		
Texas Motor Speedway	\$ 99,457	\$ 1,219,412
Northwest ISD	\$ 202,307	\$ 2,641,130
	<hr/>	<hr/>
<b>Total Expenditures</b>	\$ 301,764	\$ 3,860,542
	<hr/>	<hr/>
<b>Excess of Revenues Over Expenditures</b>	<u>\$ 3,484</u>	<u>\$ 157,667</u>

## TIF 2 (Speedway) Past Performance and Future Projections



In order to remain conservative, original projections from the Project and Financing Plan anticipated rapid growth through tax year 1998 and stagnant growth through the remaining term. Thus far, the TIF district has exceeded these original projections, but annual growth is not estimated to exceed 1.5 percent.



Photo courtesy of Trinity Bluff Development, Ltd.

## TIF 3 (Downtown) Overview

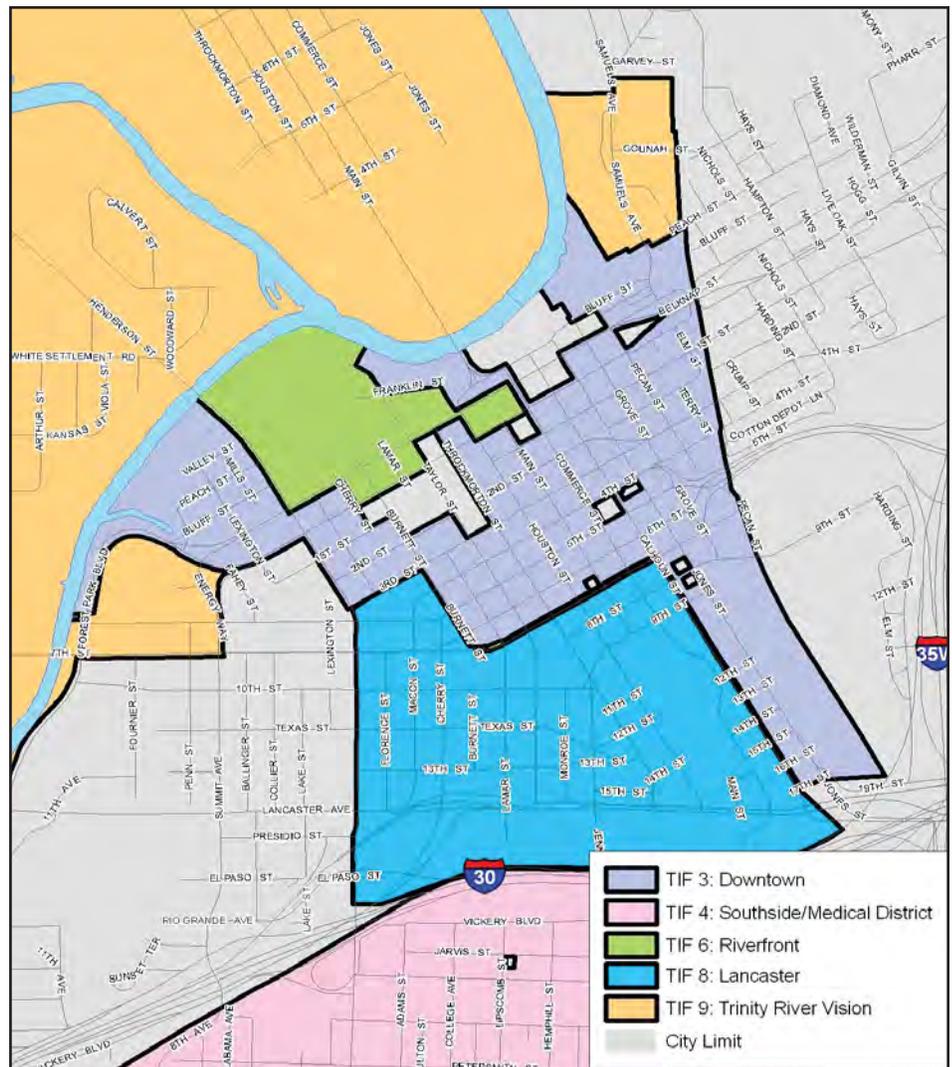
The term of TIF 3 (Downtown) began on January 1, 1996 and is expected to conclude on December 31, 2025. The TIF district was created to finance infrastructure and historic site projects in order for the downtown area to attract new assets and development, as outlined in the 1993 Downtown Plan. The TIF district stretches across 407 acres in the heart of downtown Fort Worth and includes the Central Business District and the Santa Fe Freight House. Generally speaking, the TIF district is bounded to the north and west by the Trinity River, east by the Santa Fe Railroad, and south by Weatherford Street, Henderson Street, 3<sup>rd</sup> Street, Burnett Street, 7<sup>th</sup> Street, and Calhoun Street.

### Project and Financing Plan

The Project and Financing Plan was originally approved in October 1998, but was amended in February 2003 to include additional area, TIF 3A.

### Participation

The City of Fort Worth, Fort Worth ISD, Tarrant County, Tarrant County College District, Tarrant County Hospital District, and the Tarrant Regional Water District all participate in the TIF district and contribute 100 percent of their increment. Fort Worth ISD does not participate in the expanded area, TIF 3A. The TIF district is restricted in revenue collection in two ways: (1) a lifetime cap of \$72 million, and (2) an annual cap of \$5 million.



### Obligations

The TIF district has eleven obligations: (1) Ashton Hotel, (2) Chase Bank Garage, (3) City Center Garage, (4) City Place Parking Lease, (5) County Garage, (6) Crescent Garage, (7) Santa Fe Freight House, (8) Tower Parking Lease, (9) Trinity Bluff, (10) Oliver's Fine Foods, and (11) administrative costs. To date, the TIF district has expended \$37,250,812. Two remaining projects in the Project and Financing Plan have not yet moved forward: (1) Central Plaza, and (2) 3<sup>rd</sup> Street Streetscape.

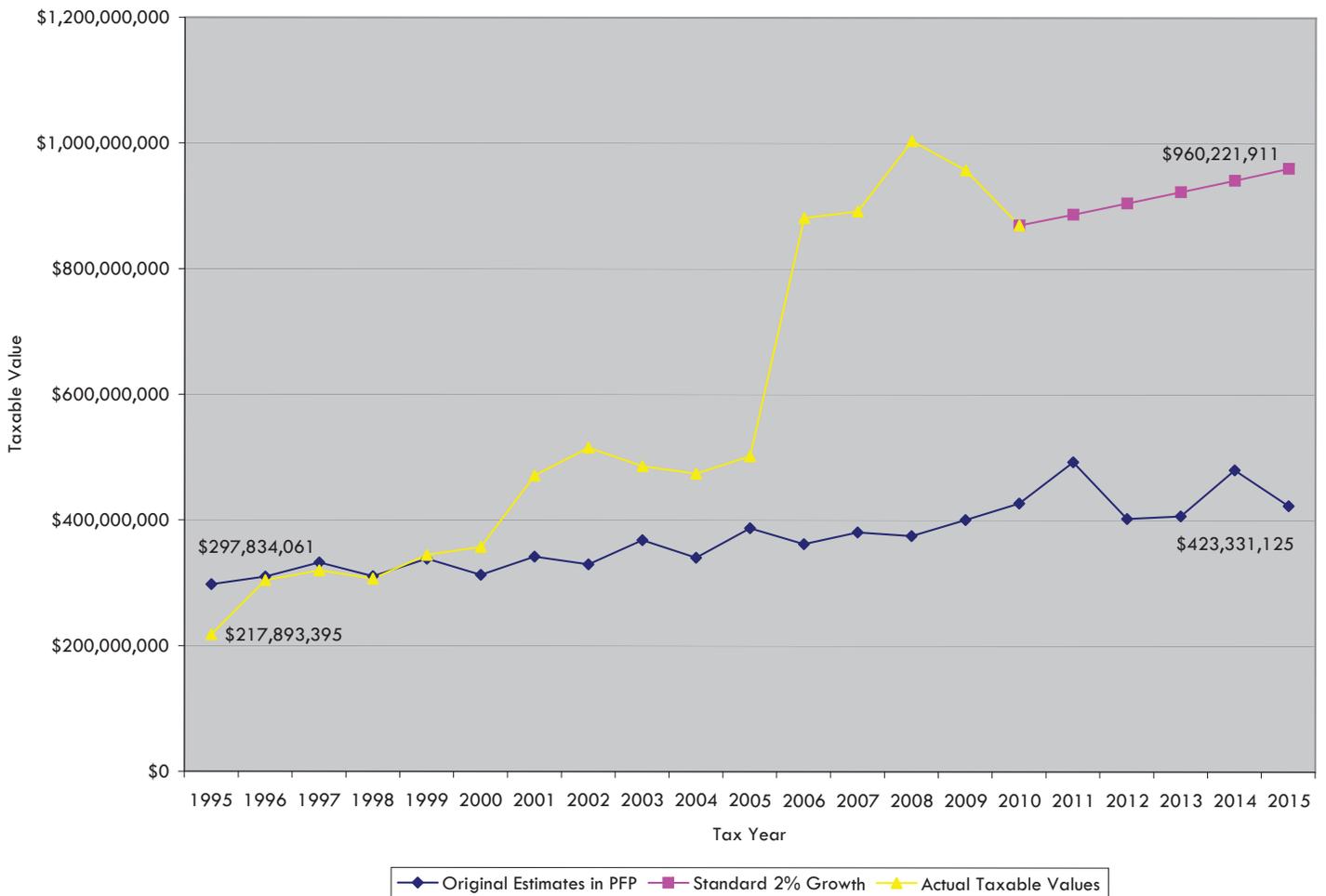


**TIF 3 (Downtown)**  
**Balance Sheet**  
*As of September 30, 2011*

	<b>Current Year</b>	<b>Total to Date</b>
<b>Revenues</b>		
TIF Increment - City of Fort Worth	\$ 1,592,523	\$ 13,181,899
TIF Increment - Fort Worth ISD	\$ 1,592,523	\$ 16,164,769
TIF Increment - Hospital District	\$ 424,481	\$ 3,635,765
TIF Increment - College District	\$ 256,368	\$ 2,059,830
TIF Increment - Water District	\$ 37,252	\$ 307,045
TIF Increment - Tarrant County	\$ 491,726	\$ 4,207,541
Miscellaneous Income	\$ -	* \$ 400,000
Unrealized Gain (Loss)	\$ -	\$ -
Interest on Investments	\$ 41,377	\$ 711,264
	<hr/>	<hr/>
<b>Total Revenues</b>	\$ 4,436,249	\$ 40,668,113
<b>Expenditures</b>		
Downtown Fort Worth Inc.	\$ 4,006,371	\$ 36,339,945
	<hr/>	<hr/>
<b>Total Expenditures</b>	\$ 4,006,371	\$ 36,339,945
	<hr/>	<hr/>
<b>Excess of Revenues Over Expenditures</b>	<u>\$ 429,878</u>	<u>\$ 4,328,169</u>

*\*M&C C-19062 Improvements to the Fort Worth Rail Market funded by The T*

**TIF 3 (Downtown)**  
*Past Performance and Future Projections*



Projections in the Project and Financing Plan anticipated over \$438 million in private investment over the course of the TIF district’s build out, expected to generate over \$126 million in revenues. Although projections and actual numbers remained relatively consistent throughout tax year 2005, taxable values saw an incredible jump in 2006 primarily due to new construction, rising office occupancies and rents; at that time downtown had one of the strongest office markets in the country.

**TIF 3A (Downtown - Expanded Area)**  
**Balance Sheet**  
*As of September 30, 2011*

	<b>Current Year</b>	<b>Total to Date</b>
<b>Revenues</b>		
TIF Increment - City of Fort Worth	\$ 343,883	\$ 2,415,241
TIF Increment - Hospital District	\$ 91,661	\$ 650,645
TIF Increment - College District	\$ 55,359	\$ 391,114
TIF Increment - Water District	\$ 8,044	\$ 56,421
TIF Increment - Tarrant County	\$ 106,181	\$ 753,380
Unrealized Gain (Loss)	\$ -	\$ -
Interest on Investments	\$ 35,409	\$ 200,699
	<hr/>	<hr/>
<b>Total Revenues</b>	\$ 640,536	\$ 4,467,501
 <b>Expenditures</b>		
Downtown Fort Worth Inc.	\$ -	\$ 910,868
	<hr/>	<hr/>
<b>Total Expenditures</b>	\$ -	\$ 910,868
	<hr/>	<hr/>
<b>Excess of Revenues Over Expenditures</b>	<u>\$ 640,536</u>	<u>\$ 3,556,633</u>



## TIF 4 (Southside) Overview

**T**IF 4 (Southside) was created on January 1, 1998 to “strengthen existing positive conditions and attract new private sector development” to promote the development and redevelopment of the Near Southside neighborhood and the Medical District. The TIF district covers 1,400 acres generally bounded to the north by Interstate 30 and Vickery Boulevard and to the south by Allen Street and West Arlington Avenue. It extends east of Interstate 35 to Kentucky Avenue. The term is expected to end on December 31, 2022.

### Project and Financing Plan

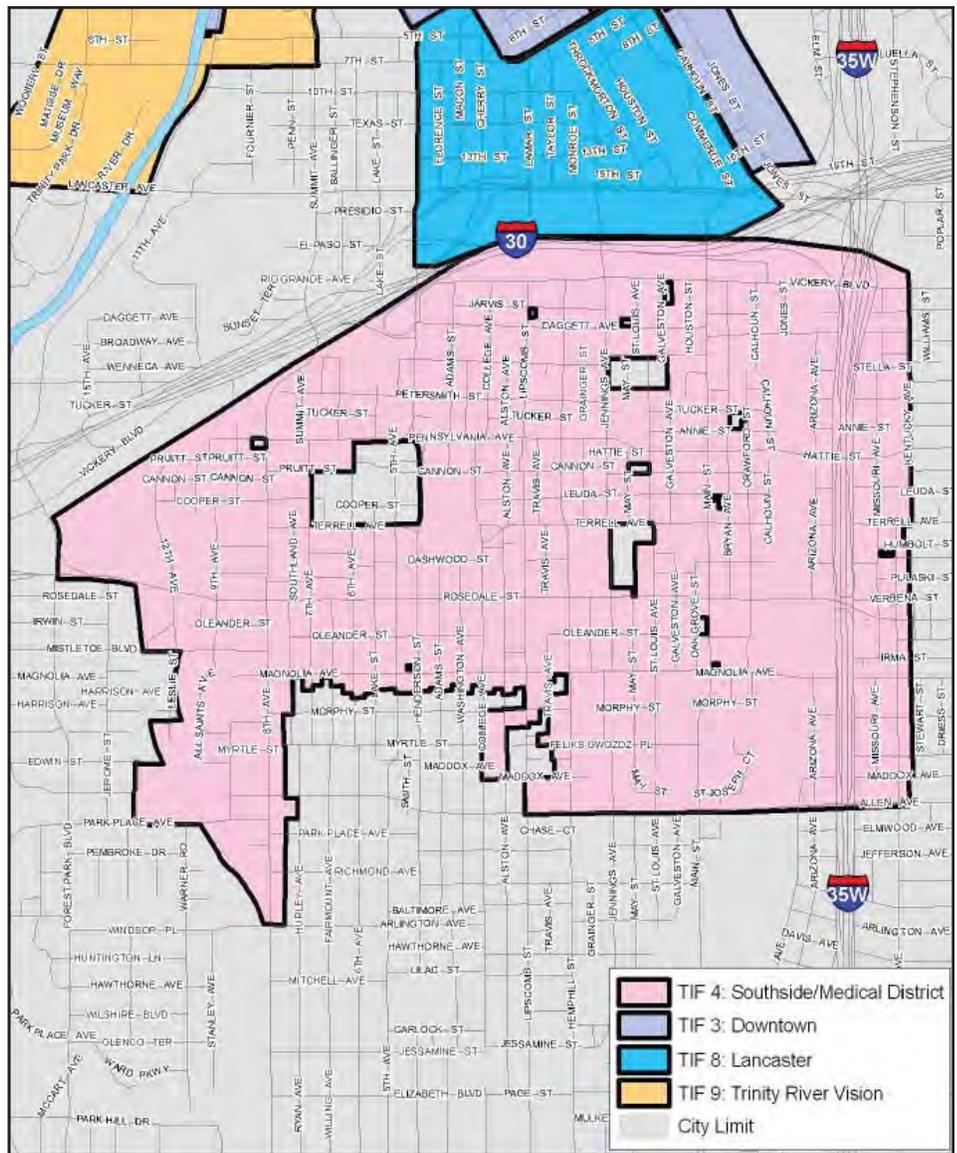
The Project and Financing Plan was approved in August 1999 and updated in January 2004. Project categories include residential, retail, business development sites, streetscapes and gateways, parks, schools, signage, parking structures, and administration.

### Participation

Although all Fort Worth taxing jurisdictions participate in the TIF district at 100 percent, total increment is capped at \$60 million. Additionally, Tarrant County and Tarrant County Hospital District carry lifetime caps of \$4 million and \$3.5 million, respectively.

### Obligations

Over the past year, the TIF Board approved a number of projects including Hemphill streetscape improvements, “Complete Street”



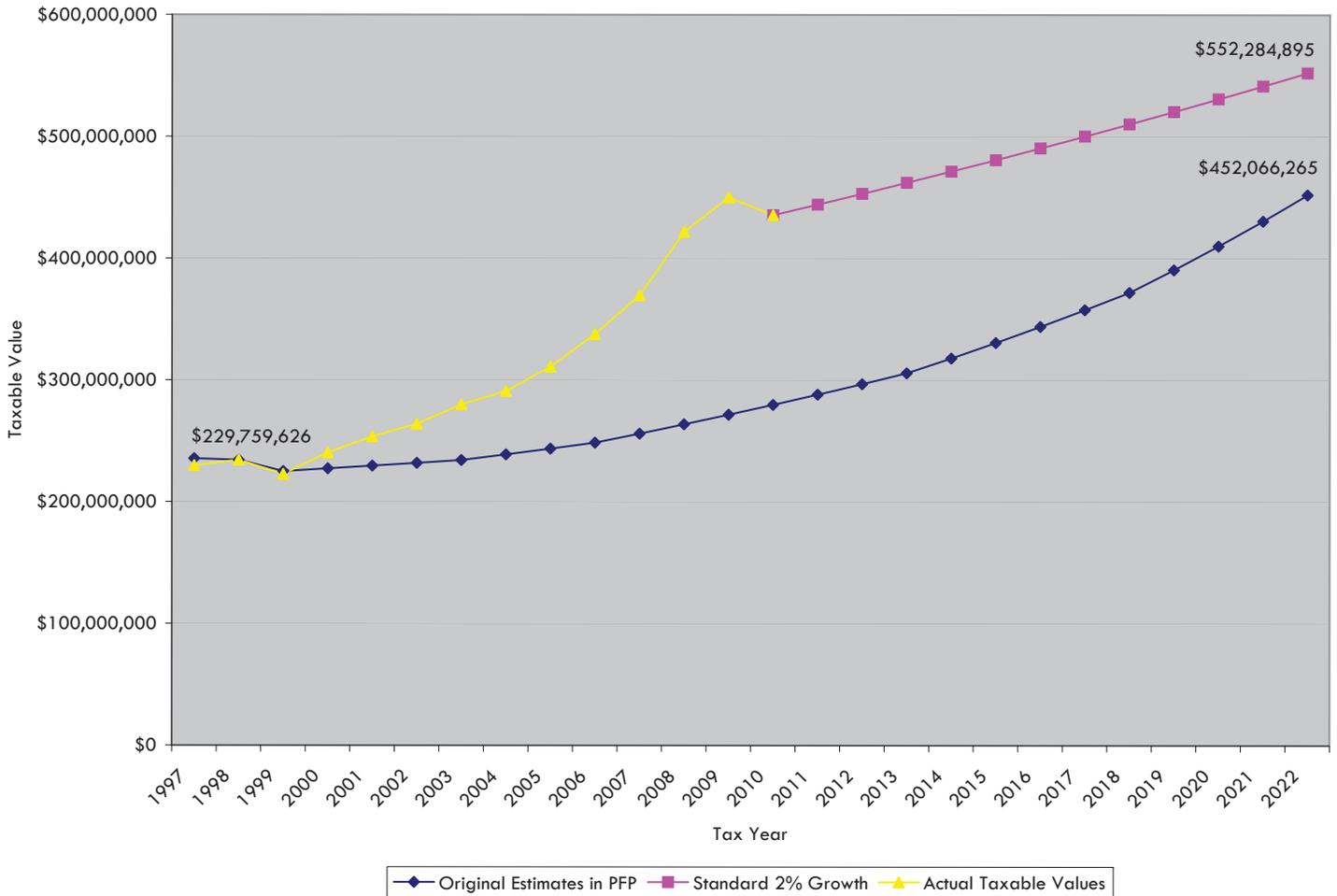
restriping program, engineering design concept for South Main, public improvements associated with new construction and multi-family development. To date, over \$13 million in TIF revenues have been utilized in the community through projects managed by Fort Worth South, Inc. and \$6.2 million has been reimbursed to Fort Worth ISD for additional public improvements.



**TIF 4 (Southside)**  
**Balance Sheet**  
*As of September 30, 2011*

	<b>Current Year</b>	<b>Total to Date</b>
<b>Revenues</b>		
TIF Increment - City of Fort Worth	\$ 1,758,848	\$ 9,602,937
TIF Increment - Hospital District	\$ 473,442	\$ 2,599,303
TIF Increment - College District	\$ 281,947	\$ 1,509,425
TIF Increment - Water District	\$ 40,969	\$ 219,167
TIF Increment - Tarrant County	\$ 548,444	\$ 2,976,347
TIF Increment - Fort Worth ISD	\$ 2,705,483	\$ 15,197,681
Contribution from General Fund	\$ 6,956	\$ 6,956
Unrealized Gain (Loss)	\$ -	\$ -
Interest on Investments	\$ 127,285	\$ 703,316
	<hr/>	<hr/>
<b>Total Revenues</b>	\$ 5,943,374	\$ 32,815,131
<b>Expenditures</b>		
Transfer to Grants Fund	\$ -	\$ 324,415
Fort Worth ISD	\$ 2,660,441	\$ 6,246,098
Fort Worth South Inc.	\$ 1,711,178	\$ 13,441,012
	<hr/>	<hr/>
<b>Total Expenditures</b>	\$ 4,371,619	\$ 20,011,525
	<hr/>	<hr/>
<b>Excess of Revenues Over Expenditures</b>	<u>\$ 1,571,755</u>	<u>\$ 12,803,606</u>

**TIF 4 (Southside)**  
*Past Performance and Future Projections*



The TIF district has done exceptionally well, exceeding all expectations. By 2022, the taxable value is estimated to exceed \$550 million, which is nearly 25 percent higher than what was originally expected and more than double the taxable value of the base year.

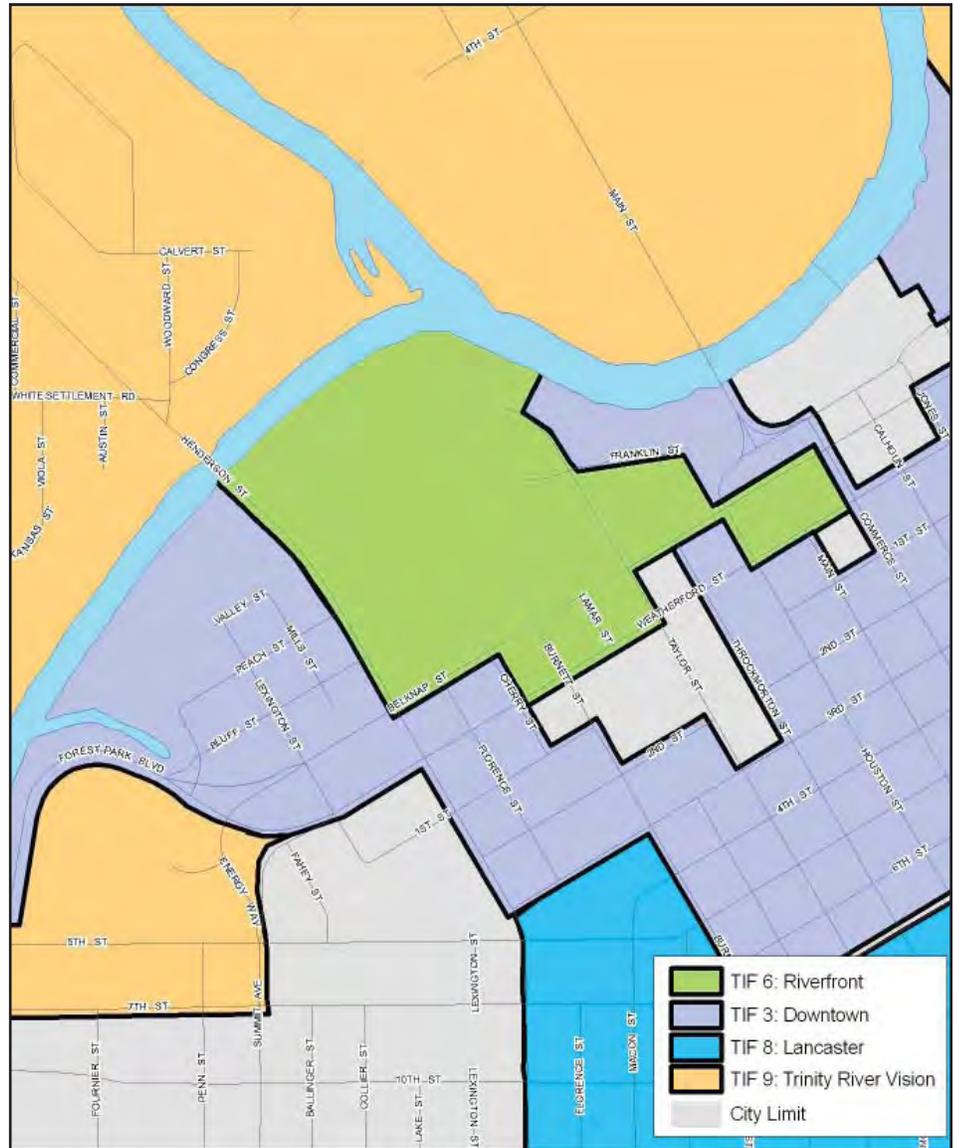


## TIF 6 (Riverfront) Overview

The term of TIF 6 (Riverfront) began on January 1, 2002 with an end date of November 30, 2036. Created to encourage the development of public infrastructure associated with the construction of the new RadioShack headquarters, the TIF district expands over 63 acres in northern downtown Fort Worth and also includes the Tarrant County Courthouse and Tarrant County College District's Trinity River Campus.

### Project and Financing Plan

The Project and Financing Plan was approved in March 2003 and included acquisition of the Tandy Technology Center, utility relocations and upgrades, pedestrian and street landscape improvements, roadway and storm drain improvements, Trinity River waterfront development, the historic courthouse block, and a public plaza. It was expected the development of RadioShack would directly impact surrounding areas including the Henderson Corridor, LaGrave Field, Northlake area, and Samuels Avenue.

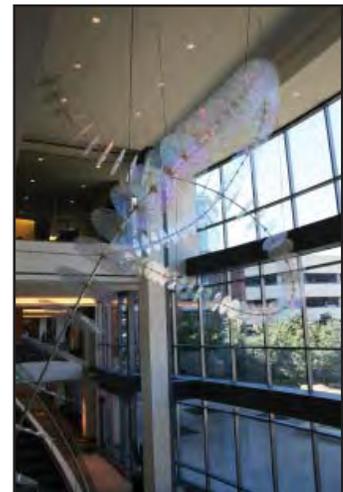


### Participation

Tarrant County, Tarrant County Hospital District, and Tarrant Regional Water District participate at 100 percent. Tarrant County College District participates at 80 percent. The City of Fort Worth and Fort Worth ISD do not participate in the TIF district.

### Obligations

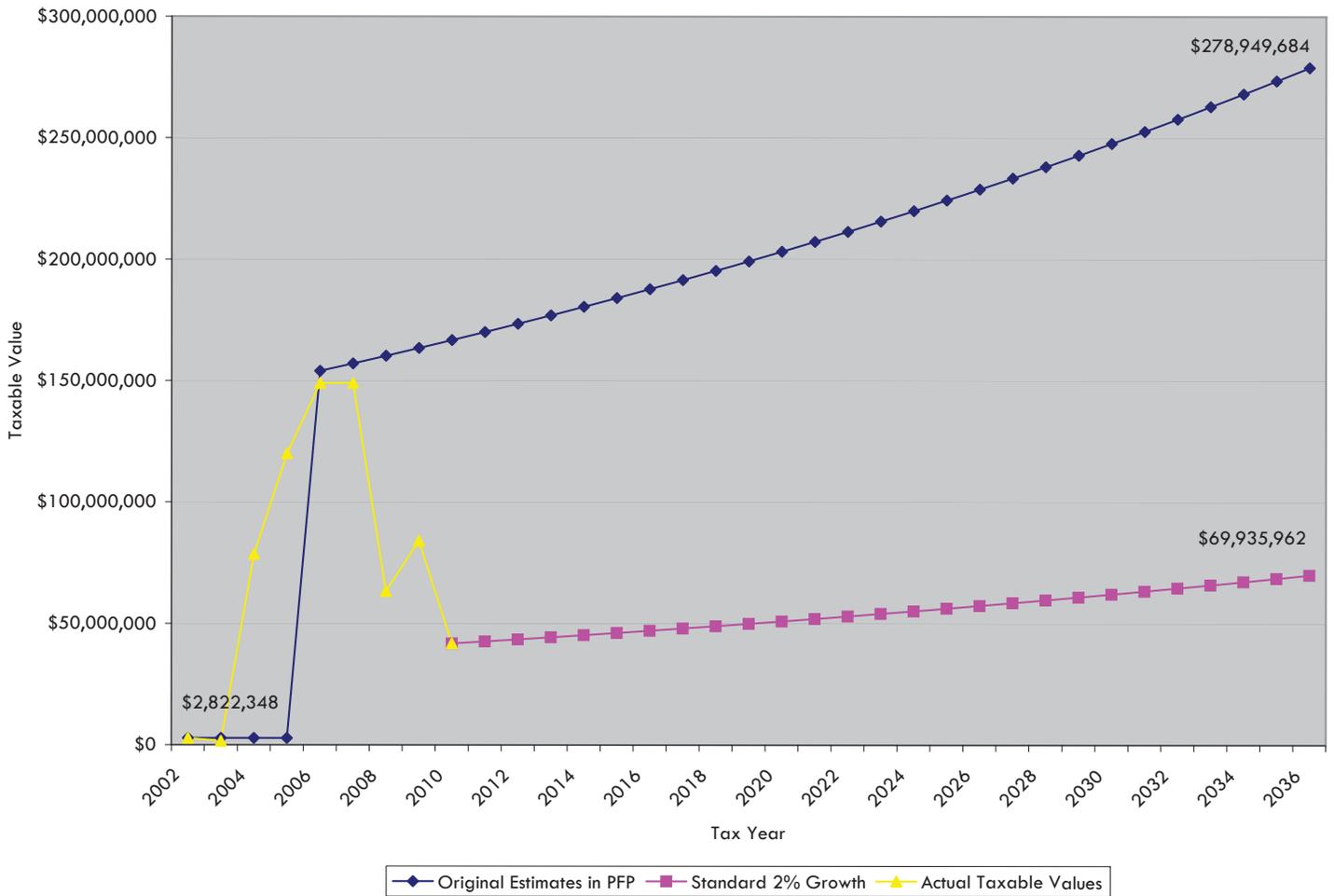
Along with the renegotiated RadioShack agreement, there are two remaining projects in the Project and Financing Plan that have not yet been approved by the TIF Board: (1) acquisition of the Tandy Technology Center, and (2) renovation of the historic courthouse block. These projects are estimated at \$8.4 million and \$6 million, respectively.



**TIF 6 (Riverfront)**  
**Balance Sheet**  
*As of September 30, 2011*

	<b>Current Year</b>	<b>Total to Date</b>
<b>Revenues</b>		
TIF Increment - Hospital District	\$ 88,811	\$ 1,463,402
TIF Increment - College District	\$ 42,911	\$ 786,201
TIF Increment - Water District	\$ 7,794	\$ 141,522
TIF Increment - Tarrant County	\$ 102,881	\$ 1,899,112
Unrealized Gain (Loss)	\$ -	\$ -
Interest on Investments	\$ 710	\$ 83,233
	<hr/>	<hr/>
<b>Total Revenues</b>	\$ 243,106	\$ 4,373,470
 <b>Expenditures</b>		
Radio Shack	\$ 249,674	\$ 4,372,504
	<hr/>	<hr/>
<b>Total Expenditures</b>	\$ 249,674	\$ 4,372,504
	<hr/>	<hr/>
<b>Excess of Revenues Over Expenditures</b>	<u>\$ (6,567)</u>	<u>\$ 965</u>

**TIF 6 (Riverfront)**  
*Past Performance and Future Projections*



Although the early years of the TIF district followed, and even exceeded the original projections, the taxable values dropped dramatically when the RadioShack campus was purchased by Tarrant County College District for their Trinity River Campus since Tarrant County College District is a public entity. Although RadioShack still occupies a small portion of the property, the Trinity River Campus resides in the majority.



Photos courtesy of HCA ER at Alliance

## TIF 7 (North Tarrant Parkway) Overview

The term of TIF 7 (North Tarrant Parkway) began January 1, 2003 and is expected to terminate on December 31, 2019. The TIF district was created to promote infrastructure improvements and public thoroughfares, including the North Tarrant Parkway interchange ramps, frontage roads, and the connecting road from Interstate 35W East to Rainey Lake Road. The TIF covers over 2,100 acres and is generally bounded to the north by Golden Triangle Boulevard, to the south at the intersection of Interstate 35N and Highway 287, and along the west by Harmon Road.

### Project and Financing Plan

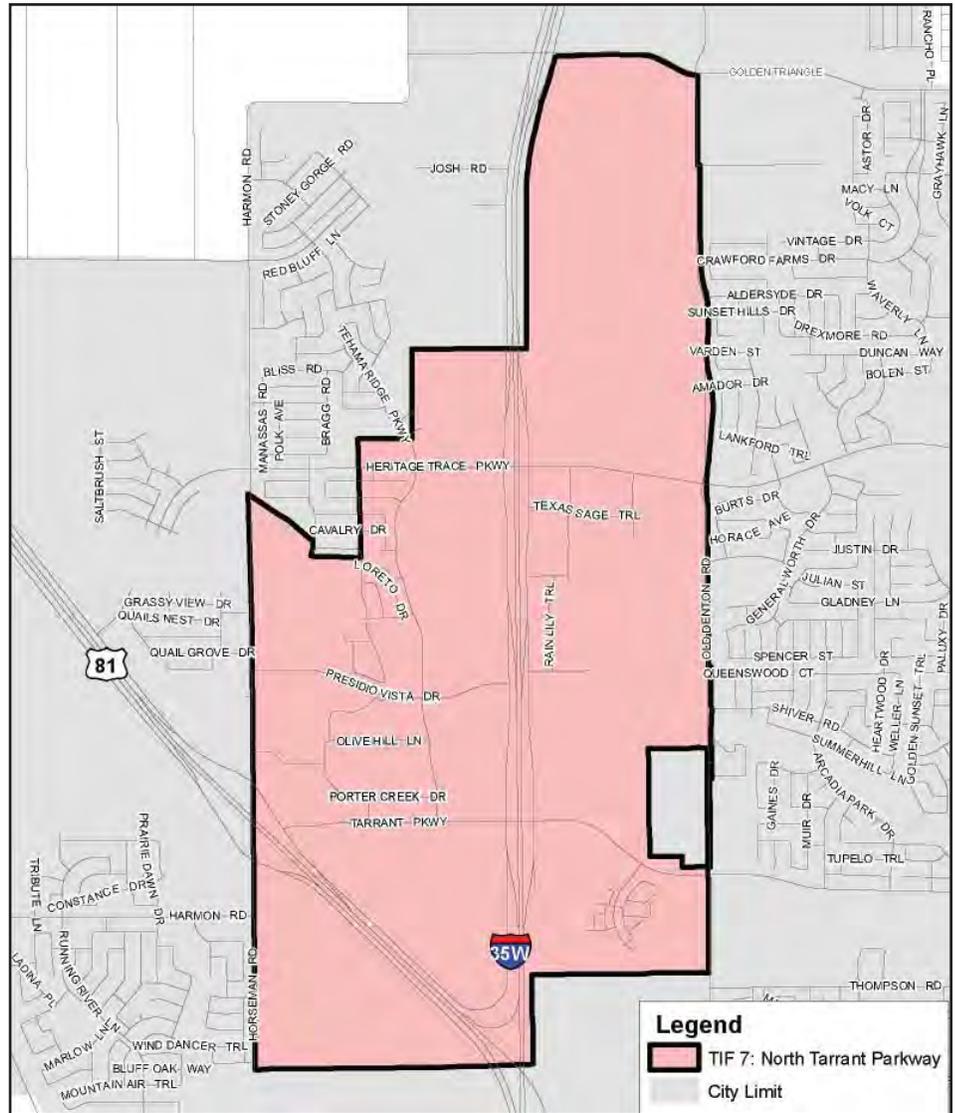
The Project and Financing Plan was approved in October 2005 and includes a number of phased infrastructure projects designed to meet regional transportation facility priorities, alleviate traffic congestion, and ease safety concerns.

### Participation

The City of Fort Worth, Tarrant County, Tarrant County Hospital District, and the Tarrant Regional Water District all participate at 80 percent. Fort Worth ISD and Tarrant County College District do not participate in the TIF district.

### Obligations

The TIF district currently holds obligations for administrative costs, public improvements associated with the Presidio Vista, Ltd. development project, road improvements along North Riverside Drive, and public improvements associated with



the HCA Alliance freestanding emergency department, which opened in November to meet the needs of residents in north Fort Worth. Total obligations equate to approximately \$16 million, not including for interest or administrative fees.



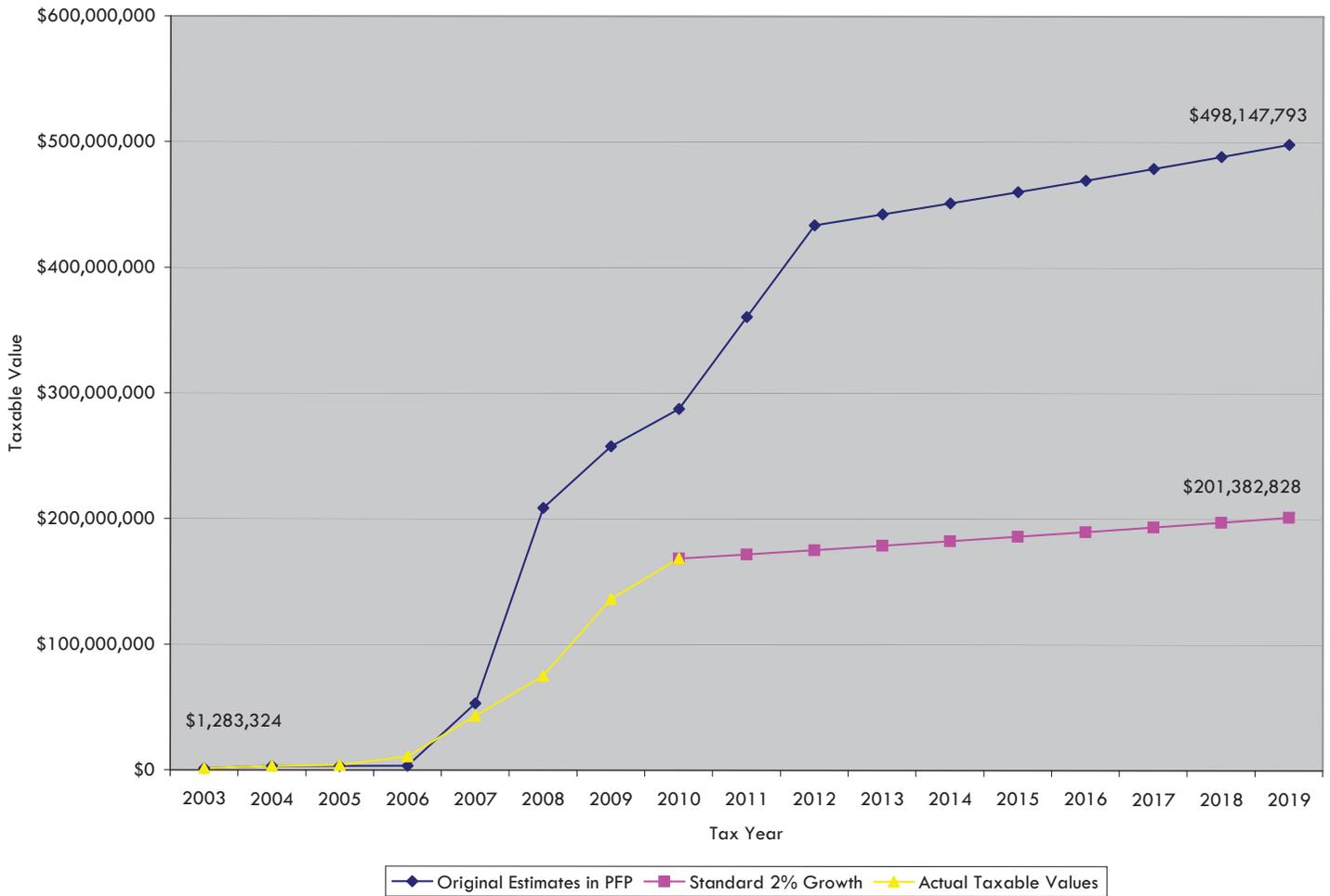
**TIF 7 (North Tarrant Parkway)**  
**Balance Sheet**  
*As of September 30, 2011*

	<b>Current Year</b>	<b>Total to Date</b>
<b>Revenues</b>		
TIF Increment - City of Fort Worth	\$ 1,141,412	\$ 2,948,574
TIF Increment - Hospital District	\$ -	\$ -
TIF Increment - Water District	\$ 26,744	\$ 66,799
TIF Increment - Tarrant County	\$ 358,471	\$ 921,551
Unrealized Gain (Loss)	\$ -	\$ -
Interest on Investments	\$ 9,793	\$ 26,151
	<hr/>	<hr/>
<b>Total Revenues</b>	\$ 1,536,421	\$ 3,963,074
<b>Expenditures</b>		
Contractual Services	\$ 239,745	\$ 2,269,620
	<hr/>	<hr/>
<b>Total Expenditures</b>	\$ 239,745	\$ 2,269,620
	<hr/>	<hr/>
<b>Excess of Revenues Over Expenditures</b>	<u>\$ 1,296,676</u>	<u>\$ 1,693,454</u>

**TIF 7A (North Tarrant Parkway - Expanded Area)**  
**Balance Sheet**  
*As of September 30, 2011*

	<b>Current Year</b>	<b>Total to Date</b>
<b>Revenues</b>		
TIF Increment - City of Fort Worth	\$ 257	\$ 257
TIF Increment - Hospital District	\$ -	\$ -
TIF Increment - Water District	\$ -	\$ -
TIF Increment - Tarrant County	\$ -	\$ -
Unrealized Gain (Loss)	\$ -	\$ -
Interest on Investments	\$ 1	\$ 1
	<hr/>	<hr/>
<b>Total Revenues</b>	\$ 259	\$ 259
 <b>Expenditures</b>		
Contractual Services	\$ -	\$ -
	<hr/>	<hr/>
<b>Total Expenditures</b>	\$ -	\$ -
	<hr/>	<hr/>
<b>Excess of Revenues Over Expenditures</b>	<u>\$ 259</u>	<u>\$ 259</u>

**TIF 7 (North Tarrant Parkway)**  
*Past Performance and Future Projections*



Although original estimates anticipated the TIF district would generate over \$500 million, it has become increasingly clear the economic recession had an effect on revenue generation. Additionally, a number of parcels have carried agricultural exemptions for longer than expected, further lagging growth. In order to remain conservative, future revenues are anticipated at only two percent on an annual basis. Even so, taxable values have increased dramatically since the TIF district's inception in 2003.



Renderings courtesy of Ibanez Architecture and Bennett Benner Pettit, Inc.

## TIF 8 (Lancaster) Overview

The term of TIF 8 (Lancaster) began on January 1, 2003 and is expected to conclude on December 31, 2024. The TIF district was created in order to promote the growth of the Lancaster Corridor after the former Interstate 30 overhead was demolished and Lancaster Avenue was repositioned as one of the “primary gateways to downtown Fort Worth and the Southside medical district.” It expands over 220 acres and is generally bounded to the west by Henderson Street, east by Calhoun Street, and the south by Interstate 30.

### Project and Financing Plan

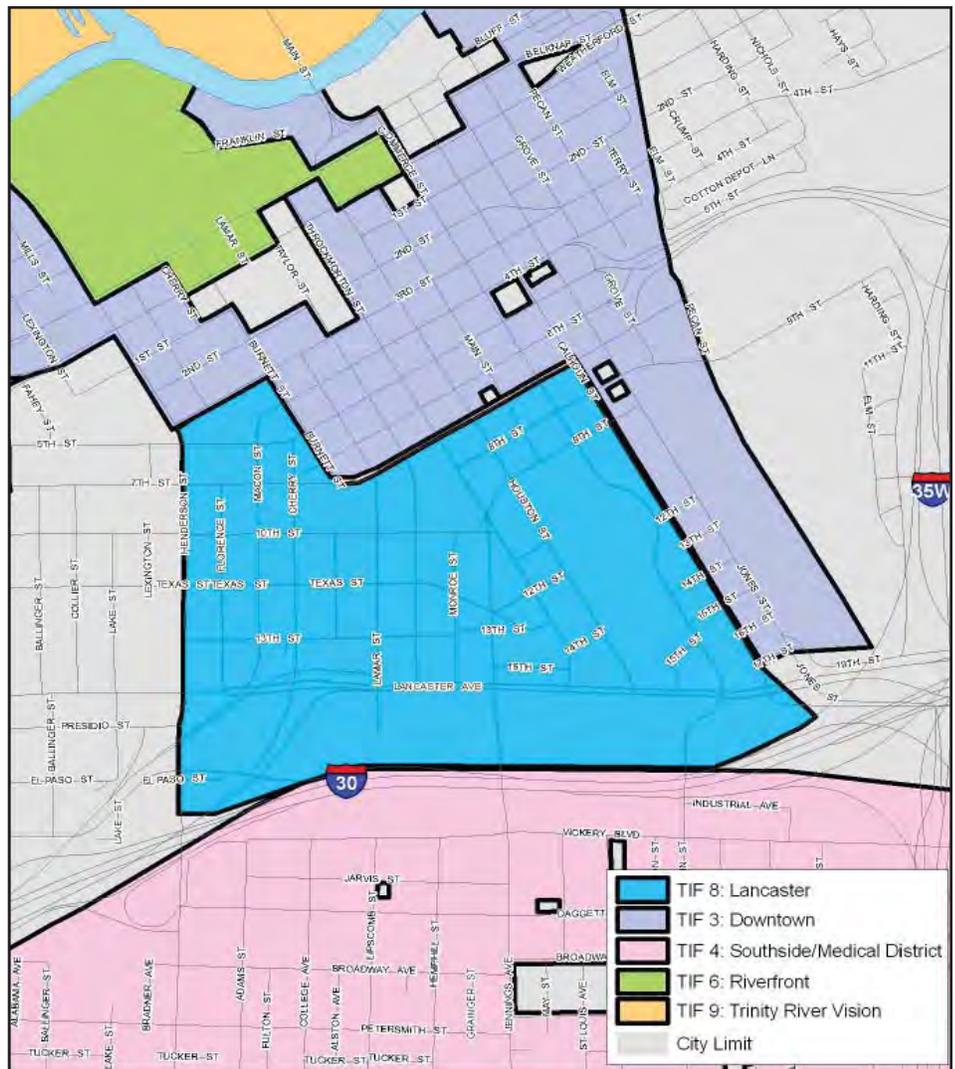
The Project and Financing Plan was approved in January 2004 and was most recently amended in 2011 to support mixed-use residential development in designated zones within the TIF district.

### Participation

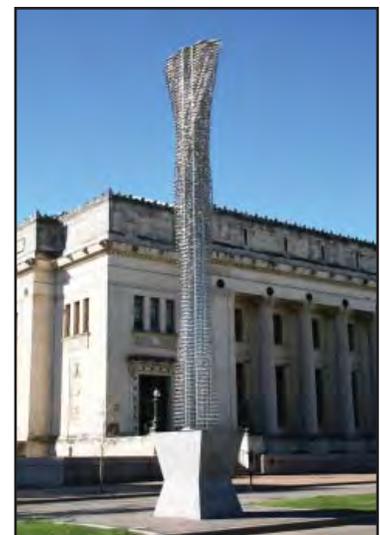
The City of Fort Worth and the Tarrant Regional Water District participate in full at 100 percent. Tarrant County and Tarrant County College District participate at 80 percent. Fort Worth ISD and Tarrant County Hospital District do not participate in the TIF district.

### Obligations

The TIF district currently has obligations for administrative costs and public improvements associated with the redevelopment of the T&P Warehouse Building. Over the past year, the TIF district approved TIF funding for redevelopment of the ground floor of the Oncor



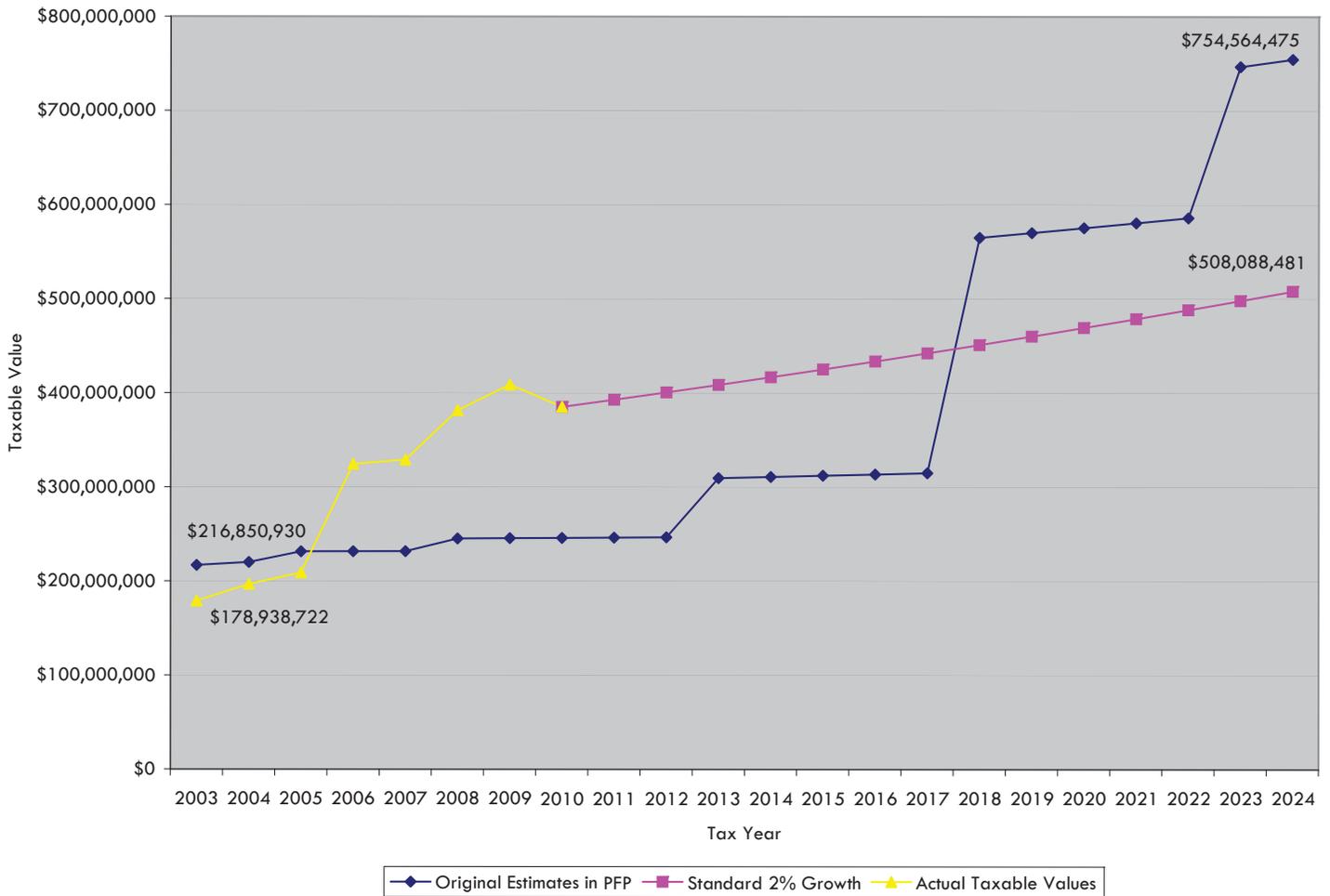
Building towards the southern end of downtown Fort Worth bridging the activity void between the north and south ends of downtown. In addition, the TIF Board also approved the use of up to \$7.6 million in TIF funds for the construction of a public parking garage to support the development of the Lancaster mixed-use project, which will include new construction of office, retail, and residential space, pending approval of the final design and construction contracts.



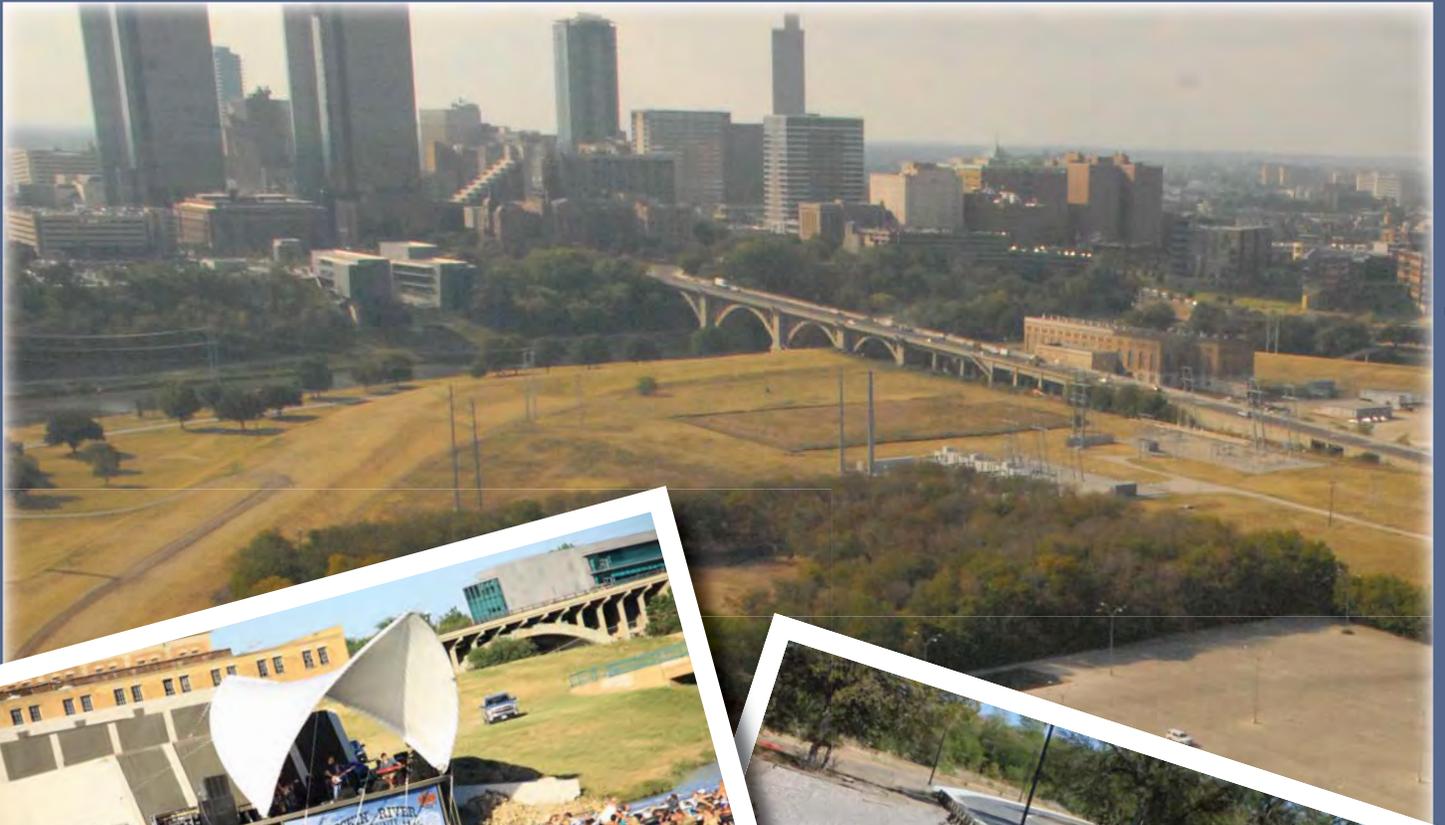
**TIF 8 (Lancaster)**  
**Balance Sheet**  
*As of September 30, 2011*

	<b>Current Year</b>	<b>Total to Date</b>
<b>Revenues</b>		
TIF Increment - City of Fort Worth	\$ 1,762,402	\$ 8,393,473
TIF Increment - Hospital District	\$ -	\$ -
TIF Increment - College District	\$ 349,941	\$ 1,478,064
TIF Increment - Water District	\$ 63,560	\$ 267,343
TIF Increment - Tarrant County	\$ 483,060	\$ 2,219,520
Unrealized Gain (Loss)	\$ -	\$ -
Interest on Investments	\$ 57,598	\$ 261,386
	<hr/>	<hr/>
<b>Total Revenues</b>	\$ 2,716,560	\$ 12,619,786
<b>Expenditures</b>		
Transfers Out	\$ -	\$ -
Contractual Services	\$ 132,952	\$ 5,802,789
	<hr/>	<hr/>
<b>Total Expenditures</b>	\$ 132,952	\$ 5,802,789
	<hr/>	<hr/>
<b>Excess of Revenues Over Expenditures</b>	<u>\$ 2,583,608</u>	<u>\$ 6,816,997</u>

**TIF 8 (Lancaster)**  
*Past Performance and Future Projections*



The TIF district has performed exceptionally well; it is expected tax year 2011 will increase the taxable value within the TIF district by over 20 percent since the previous year, bringing values over \$470 million. Due to these high values, it is estimated the TIF district will generate between \$3.5 and \$4.4 million each year over its remaining term.



Photos and renderings courtesy of Trinity River Vision Authority

## TIF 9 (Trinity River Vision) Overview

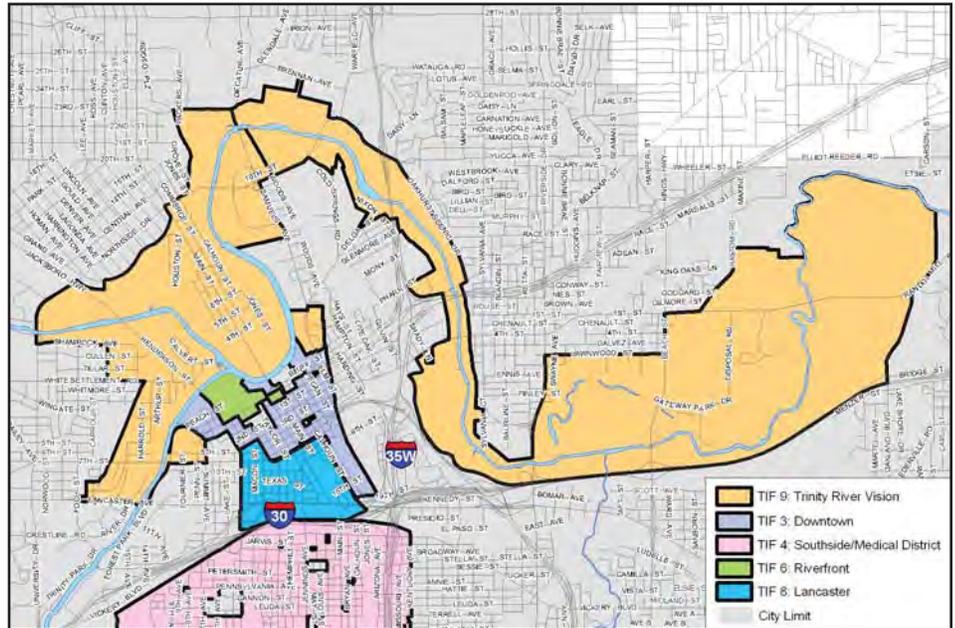
The term of TIF 9 (Trinity River Vision) began on January 1, 2003 and was originally expected to conclude by the end of 2028; however, in December 2009 the initial term was extended until December 31, 2044 and the TIF boundary was expanded to include Gateway Park. The TIF district was created to promote development along the Trinity River, while also creating mixed-use development and utilizing Gateway Park as hydraulic valley storage to provide the necessary flood protection associated with the bypass flood control project. The TIF district wraps across 3,980 acres and is generally bounded to the north by Northeast 23<sup>rd</sup> Street and to the south by West Lancaster Avenue.

### Project and Financing Plan

The Project and Financing Plan was approved in January 2006 and was most recently amended in 2009 to include additional costs associated with the Trinity River Vision Project. The Plan includes costs for land acquisition, demolition, relocation costs, environmental remediation, preliminary design, ecosystem restoration, recreation, valley storage, utility relocation, bridges and roadways, a pump station, a bypass channel, waterfront and pedestrian bridges, gates, a dam, and program management costs.

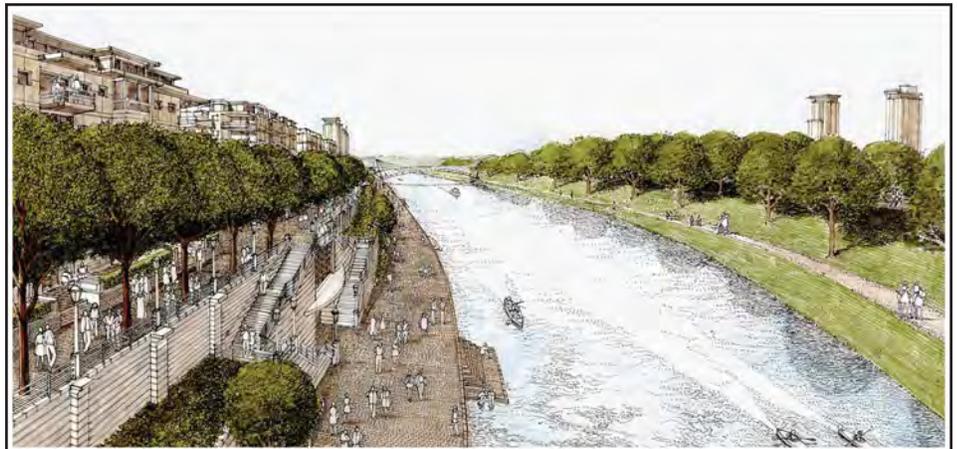
### Obligations

The TIF district currently carries costs associated with the Trinity River Vision capital improvement project.



### Participation

The City of Fort Worth, Tarrant County, Tarrant County College District, Tarrant County Hospital District, and the Tarrant Regional Water District all participate at 80 percent. Fort Worth ISD does not participate in the TIF district.



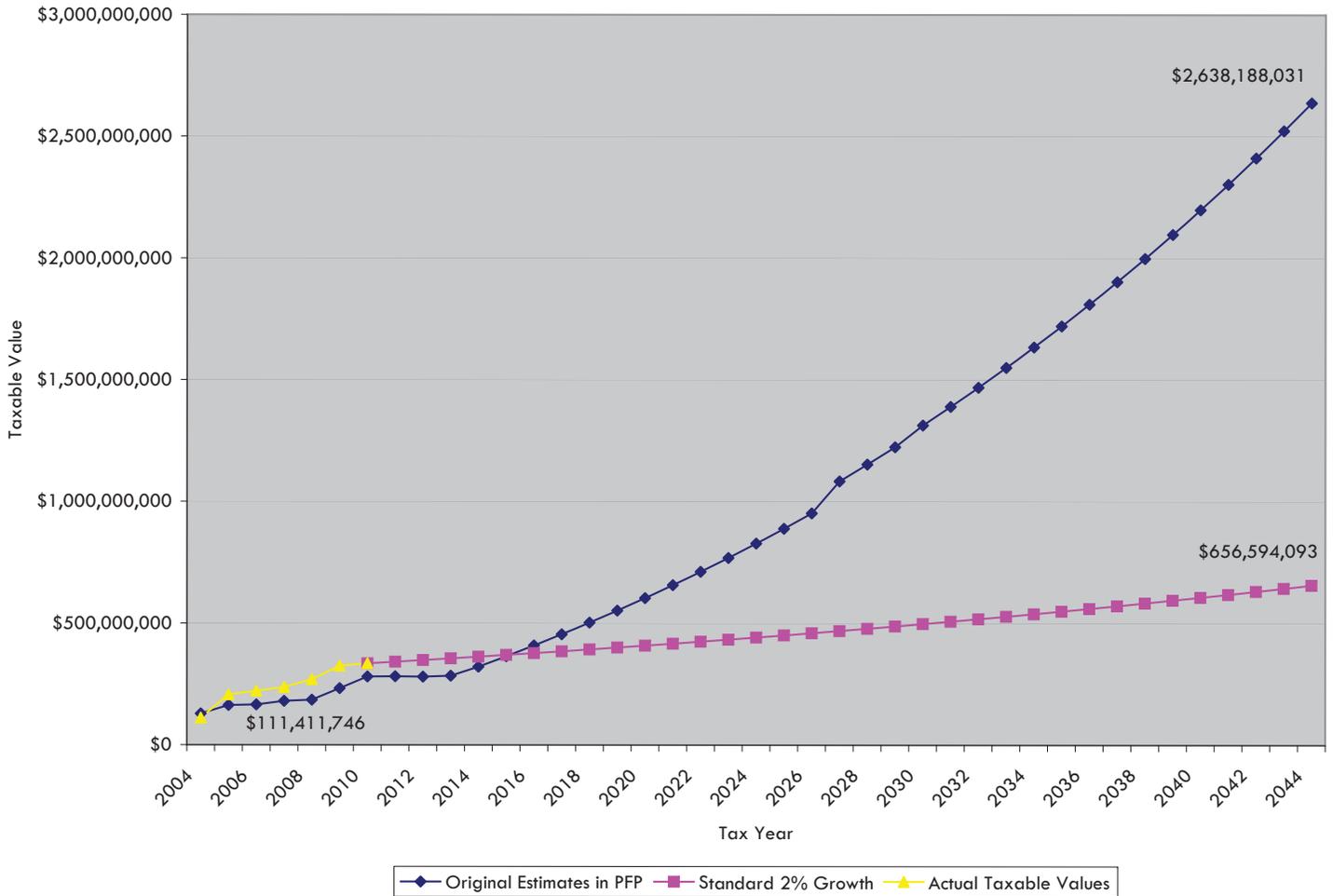
**TIF 9 (Trinity River Vision)**  
**Balance Sheet**  
*As of September 30, 2011*

	<b>Current Year</b>	<b>Total to Date</b>
<b>Revenues</b>		
TIF Increment - City of Fort Worth	\$ 997,725	\$ 3,740,903
TIF Increment - Hospital District	\$ 378,726	\$ 1,260,682
TIF Increment - College District	\$ 228,734	\$ 1,040,419
TIF Increment - Water District	\$ 33,237	\$ 150,363
TIF Increment - Tarrant County	\$ 438,723	\$ 2,002,836
Unrealized Gain (Loss)	\$ -	\$ -
Interest on Investments	\$ 49,754	\$ 244,667
	<b>Total Revenues</b>	<b>\$ 8,439,868</b>
	\$ 2,126,900	\$ 8,439,868
<b>Expenditures</b>		
Transfers Out	\$ -	\$ -
Contractual Services	\$ -	\$ 2,576,015
	<b>Total Expenditures</b>	<b>\$ 2,576,015</b>
	\$ -	\$ 2,576,015
	<b>Excess of Revenues Over Expenditures</b>	<b>\$ 5,863,853</b>
	<b>\$ 2,126,900</b>	<b>\$ 5,863,853</b>

**TIF 9A (Trinity River Vision - Expanded Area)**  
**Balance Sheet**  
*As of September 30, 2011*

	<b>Current Year</b>	<b>Total to Date</b>
<b>Revenues</b>		
TIF Increment - City of Fort Worth	\$ 4,060	\$ 4,060
TIF Increment - Hospital District	\$ 1,062	\$ 1,062
TIF Increment - College District	\$ 641	\$ 641
TIF Increment - Water District	\$ 93	\$ 93
TIF Increment - Tarrant County	\$ 1,230	\$ 1,230
Unrealized Gain (Loss)	\$ -	\$ -
Interest on Investments	\$ 33	\$ 33
	<hr/>	<hr/>
<b>Total Revenues</b>	\$ 7,120	\$ 7,120
<b>Expenditures</b>		
Transfers Out	\$ -	\$ -
Contractual Services	\$ -	\$ -
	<hr/>	<hr/>
<b>Total Expenditures</b>	\$ -	\$ -
	<hr/>	<hr/>
<b>Excess of Revenues Over Expenditures</b>	<u>\$ 7,120</u>	<u>\$ 7,120</u>

**TIF 9 (Trinity River Vision)**  
*Past Performance and Future Projections*



In 2009, the projections were modified to include the expanded area and include projects for the extended time period. Thus far, the TIF district has surpassed conservative expectations as no growth was expected for the first three years due to “existing supply, tight credit markets, and weak consumer sentiment”; however, early projections for next year anticipate a 200 percent increase from the base year.



## TIF 10 (Lone Star) Overview

The term of TIF 10 (Lone Star) began on January 1, 2004 and is expected to expire on December 31, 2025. The TIF district was created to encourage the development of public space and infrastructure on and near the site of Cabela's, a 200,000 square foot hunting and outdoor retail facility. The TIF district stretches across 981 acres generally bounded to the north by Keller-Haslet Road, west by Interstate 35 West, south by Highway 170 and east by Alta Vista Road.

### Project and Financing Plan

The Project and Financing Plan was approved in September 2004 and included water and sewer improvements, construction of a six-lane divided highway, lake and stream improvements, extension of a gas service line, and public exhibition space. Tax-exempt bonds were issued for the project which the TIF district makes annual payments on through the Lone Star Local Government Corporation. The bonds are backed by Cabela's and not by the full faith and credit of the City of Fort Worth. Including the corresponding Chapter 380 agreement, the maximum benefit is approximately \$42 million.

### Participation

The City of Fort Worth has agreed to participate at 100 percent from 2005 through 2019 and 90 percent throughout the remainder of the term. Tarrant County and Tarrant County Hospital District contributed 80 percent of their incremental revenue 2005 through 2009; their



participation was reduced to 70 percent in 2010 and will remain as such through 2014. Throughout the remaining term, Tarrant County and the Tarrant County Hospital District will contribute at a 50 percent level. Tarrant County College District and Tarrant Regional Water District have pledged 50 and 60 percent of their revenues, respectively. Northwest ISD does not participate in the TIF district.

### Obligations

Currently, all of the TIF district's revenue is dedicated to reimbursement for improvements made on and around the Cabela's property.



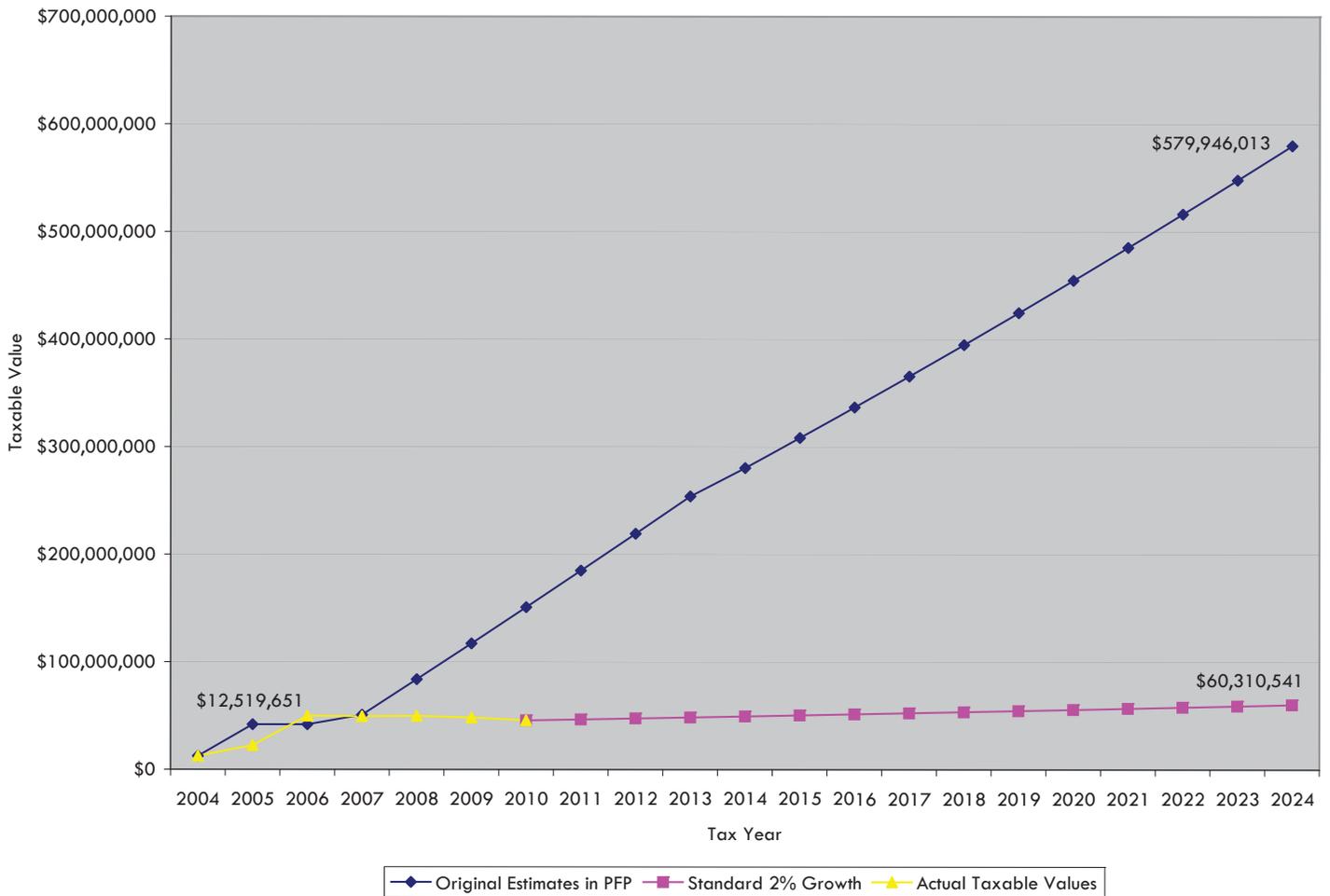
**TIF 10 (Lone Star)**  
**Balance Sheet**  
*As of September 30, 2011*

	<b>Current Year</b>	<b>Total to Date</b>
<b>Revenues</b>		
TIF Increment - City of Fort Worth	\$ 249,653	\$ 1,542,719
TIF Increment - Hospital District	\$ 46,581	\$ 325,279
TIF Increment - College District	\$ 20,095	\$ 124,736
TIF Increment - Water District	\$ 3,333	\$ 20,877
TIF Increment - Tarrant County	\$ 53,960	\$ 376,322
Unrealized Gain (Loss)	\$ -	\$ -
Interest on Investments	\$ 841	\$ 6,020
	<hr/>	<hr/>
<b>Total Revenues</b>	\$ 374,462	\$ 2,395,953
<b>Expenditures</b>		
Transfer to Lone Star LGC	\$ 376,482	\$ 2,373,109
	<hr/>	<hr/>
<b>Total Expenditures</b>	\$ 376,482	\$ 2,373,109
	<hr/>	<hr/>
<b>Excess of Revenues Over Expenditures</b>	<u>\$ (2,020)</u>	<u>\$ 22,844</u>

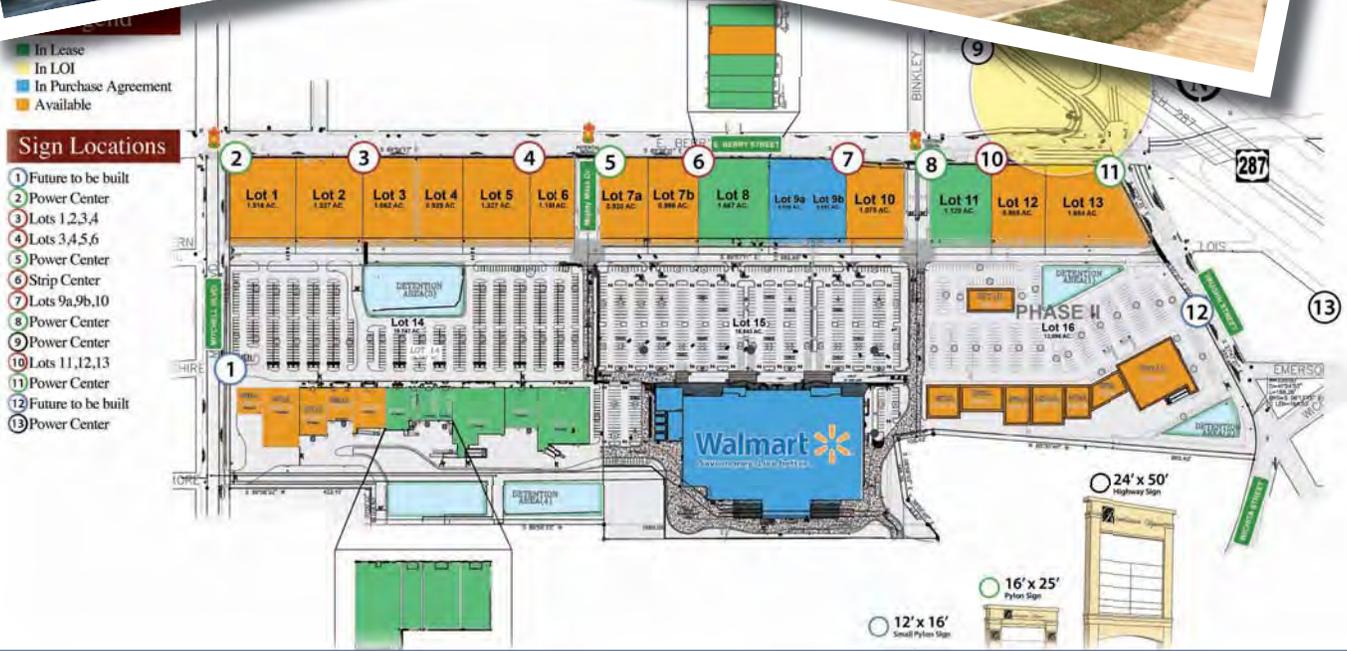
**TIF 10A (Lone Star - Expanded Area)**  
**Balance Sheet**  
*As of September 30, 2011*

	<b>Current Year</b>	<b>Total to Date</b>
<b>Revenues</b>		
TIF Increment - City of Fort Worth	\$ 3,717	\$ 3,717
TIF Increment - Hospital District	\$ -	\$ -
TIF Increment - College District	\$ -	\$ -
TIF Increment - Water District	\$ -	\$ -
TIF Increment - Tarrant County	\$ -	\$ -
Unrealized Gain (Loss)	\$ -	\$ -
Interest on Investments	\$ 21	\$ 21
	\$ 3,738	\$ 3,738
<b>Total Revenues</b>		
 <b>Expenditures</b>		
Transfer to Lone Star LGC	\$ -	\$ -
	\$ -	\$ -
<b>Total Expenditures</b>		
	\$ 3,738	\$ 3,738
<b>Excess of Revenues Over Expenditures</b>		

**TIF 10 (Lone Star)**  
*Past Performance and Future Projections*



When the TIF was established to assist the Cabela’s project it was assumed an increased amount of development would be triggered by the opening of the retailer. Unfortunately, this has not been the case so far and development has lagged. At this time the TIF district is not generating enough revenue to cover the bonds associated with the Cabela’s development.



Site plan courtesy of Lockard Companies

## TIF 12 (East Berry Renaissance)

### Overview

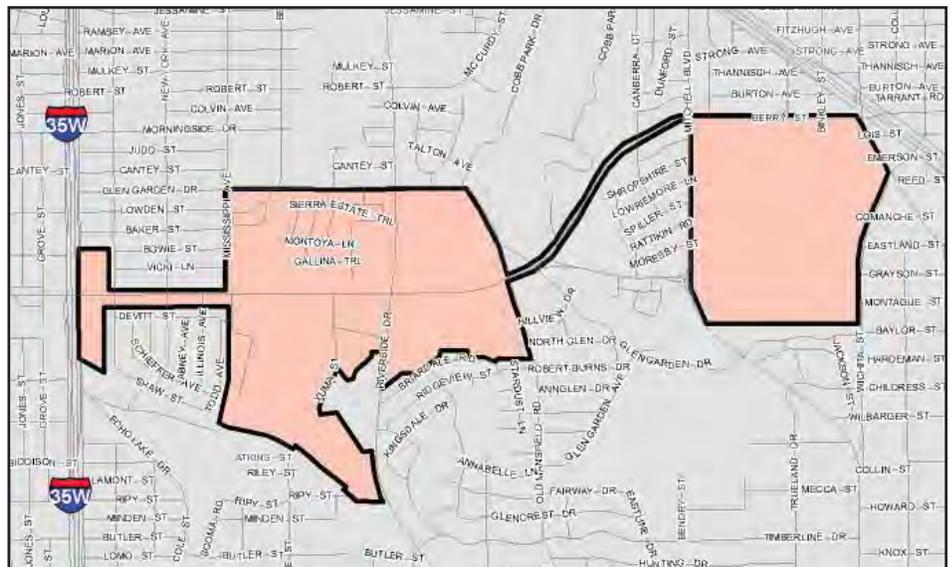
The term of TIF 12 (East Berry Renaissance) began on January 1, 2006 and is expected to terminate on December 31, 2027. The TIF district was created to help fund public infrastructure improvements along the East Berry Street corridor and promote redevelopment and growth throughout the area. The TIF district covers 604 acres and is generally bounded to the north by Glen Garden Drive, south by Riverside Drive east of Ripley Street, east by Highway 287, and west by Interstate 35.

#### Project and Financing Plan

The Project and Financing Plan was approved in June 2007. Initial improvements include East Berry corridor improvements, public infrastructure associated with Sierra Vista development and redevelopment of the former Masonic Home of Texas School property, Berry Street gateway enhancements, and administrative expenses. Additionally, the TIF Board may elect to take on additional commitments to promote development of the area.

#### Participation

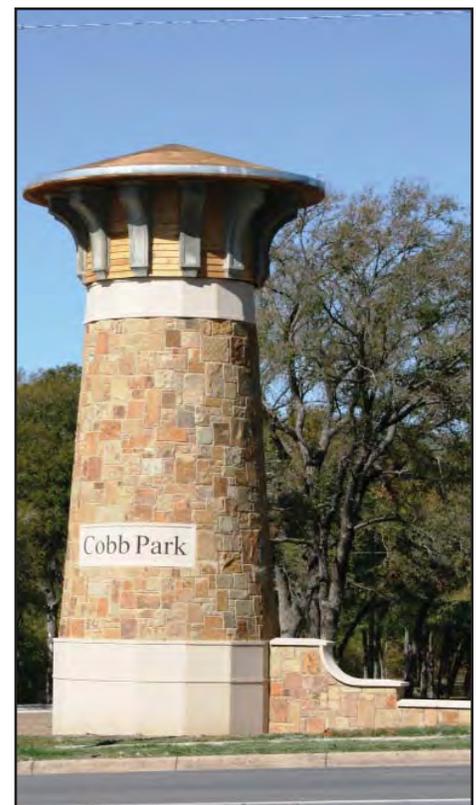
The City of Fort Worth and Tarrant Regional Water District contribute 100 percent of their increment to the TIF district. Tarrant County participates at 50 percent, but total contributions are capped at \$9.5 million. Tarrant County College District participates at 50 percent. Tarrant County Hospital District is also expected to participate at 50 percent, but has not yet signed a participation agreement.



Fort Worth ISD does not participate in TIF 12.

#### Obligations

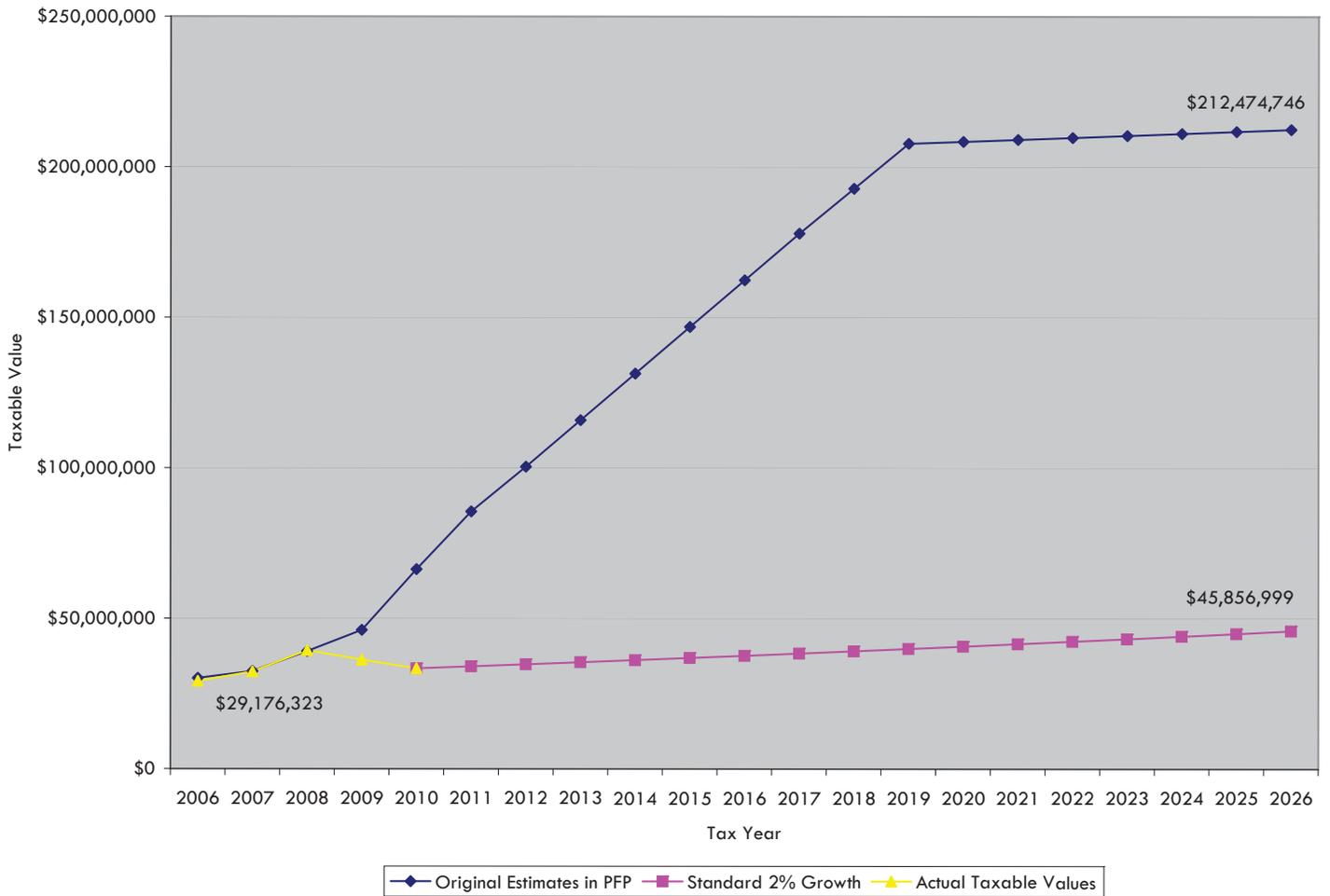
Two projects within the TIF district have been completed and one has already been paid in full. ACH Child and Family Services has completed TIF improvements to their new campus on 19 acres of the 200-acre former Masonic Home site. Men's Collection has completed the revitalization of a former tax-foreclosed property along East Berry Street. Additionally, the construction of Renaissance Square is underway. Wal-Mart, the area's first grocery store, has already committed their participation in the new development. The project is expected to be completed in full by December 31, 2013.



**TIF 12 (East Berry Renaissance)**  
**Balance Sheet**  
*As of September 30, 2011*

	<b>Current Year</b>	<b>Total to Date</b>
<b>Revenues</b>		
TIF Increment - City of Fort Worth	\$ 36,150	\$ 211,199
TIF Increment - Hospital District	\$ -	\$ -
TIF Increment - College District	\$ 7,373	\$ 7,373
TIF Increment - Water District	\$ 2,137	\$ 4,715
TIF Increment - Tarrant County	\$ 28,213	\$ 109,382
Unrealized Gain (Loss)	\$ -	\$ -
Interest on Investments	\$ 2,140	\$ 7,025
<b>Total Revenues</b>	\$ 76,013	\$ 339,695
 <b>Expenditures</b>		
Contractual Services	\$ 206,791	\$ 221,890
<b>Total Expenditures</b>	\$ 206,791	\$ 221,890
<b>Excess of Revenues Over Expenditures</b>	\$ (130,779)	\$ 117,805

**TIF 12 (East Berry Renaissance)**  
*Past Performance and Future Projections*



Although improvements were delayed by the economic recession, the TIF district is beginning to see new life. Early projections for 2011 assume taxable values at over \$42 million, a 26 percent increase since the previous year, as East Berry begins its true renaissance.



## TIF 13 (Woodhaven) Overview

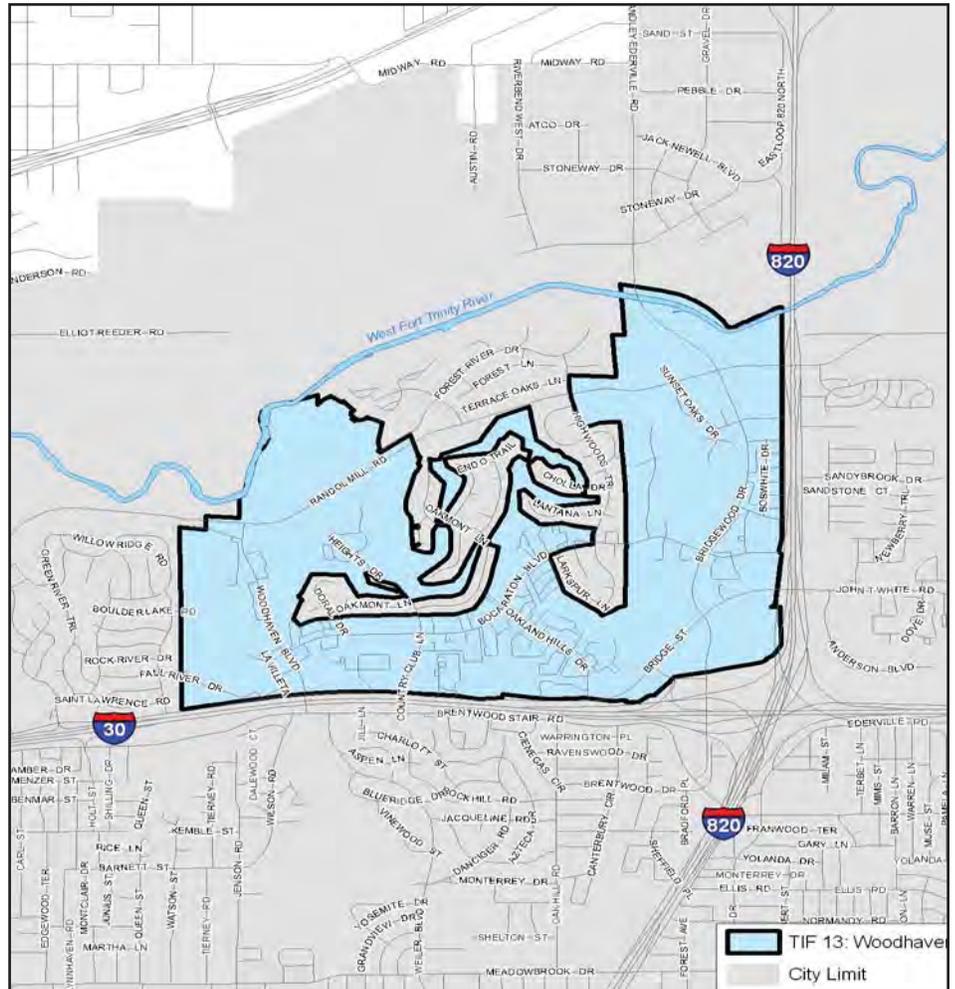
The term of TIF 13 (Woodhaven) began on January 1, 2007 and is expected to conclude on December 31, 2028. The TIF district was created to help fund public infrastructure improvements in the Woodhaven area therefore providing a “foundation of development”, promote mixed-use growth, and support the needs of the community. The TIF district spans over 1,100 acres and includes major intersections of Woodhaven Boulevard and Boca Raton Boulevard as well as Bridge Street and Boca Raton Boulevard as they intersect Loop 820. It is generally bounded to the west by Willow Ridge Road, south by Interstate 30, and north by the Trinity River.

### Project and Financing Plan

The Project and Financing Plan was approved in June 2008. Initial improvements include corridor improvements, public infrastructure associated with the renovation of two old strip centers along Woodhaven Boulevard and Boca Raton Boulevard and new construction at the sites of two former apartment complexes; gateway enhancements, and administrative expenses. Additionally, the TIF Board may elect to take on additional commitments to promote development of the area.

### Participation

The City of Fort Worth and Tarrant Regional Water District contribute 100 percent of their increment to the TIF district. Tarrant County participates at 80 percent, but is capped at \$2,787,855 over the TIF district’s lifetime. Tarrant County



College District has elected to participate at the 50 percent level. Tarrant County Hospital District is also expected to participate at 50 percent, but has not yet signed a participation agreement. Fort Worth ISD does not participate in the TIF district.

### Obligations

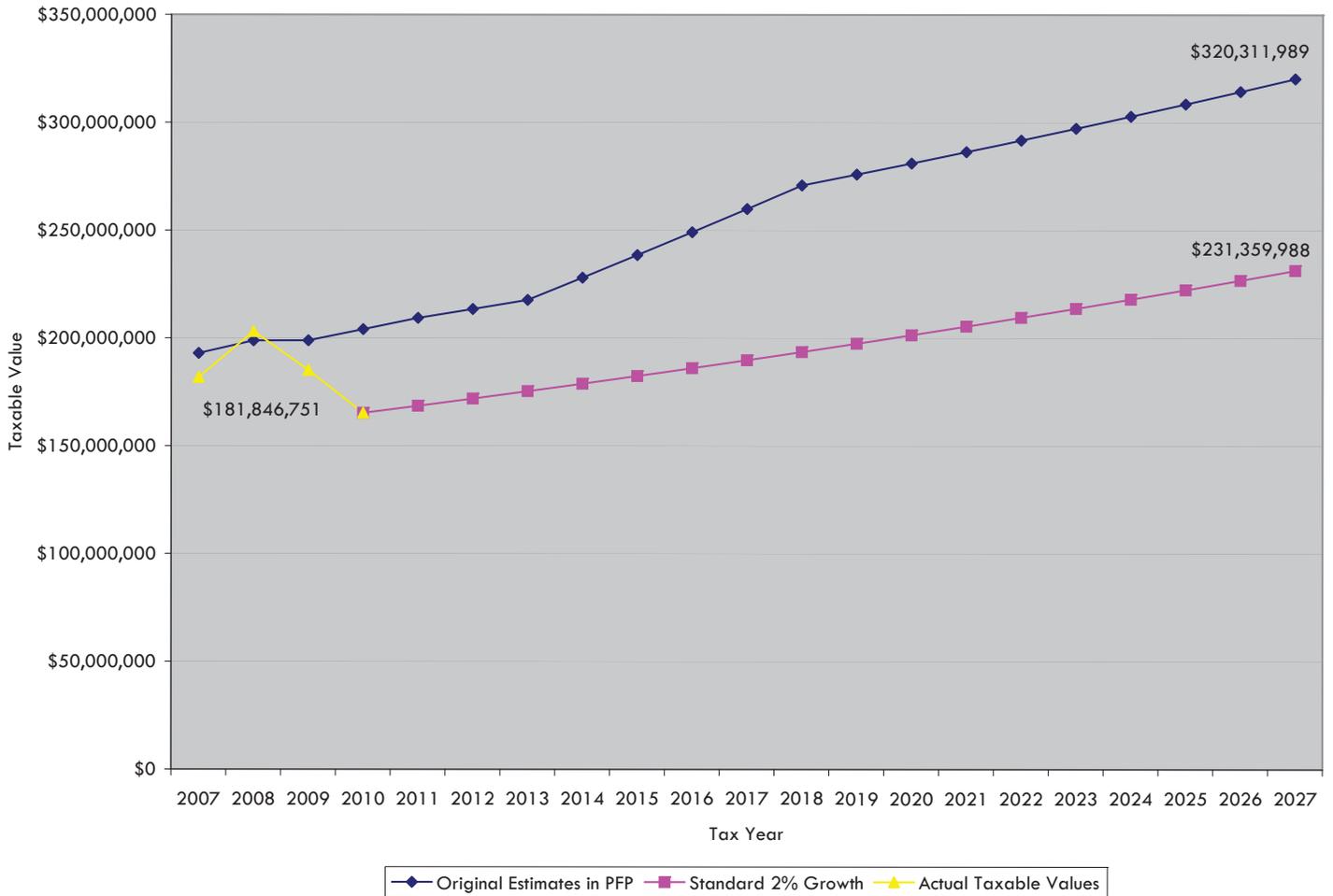
The TIF district carries no other obligations than administrative costs at this time. City staff has been in discussions with a number of interested parties and is examining other ways to promote development in the area.



**TIF 13 (Woodhaven)**  
**Balance Sheet**  
*As of September 30, 2011*

	<b>Current Year</b>	<b>Total to Date</b>
<b>Revenues</b>		
TIF Increment - City of Fort Worth	\$ -	\$ 124,000
TIF Increment - Hospital District	\$ -	\$ -
TIF Increment - College District	\$ -	\$ -
TIF Increment - Water District	\$ -	\$ 3,167
TIF Increment - Tarrant County	\$ -	\$ 29,075
Unrealized Gain (Loss)	\$ -	\$ -
Interest on Investments	\$ 1,614	\$ 3,883
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<b>Total Revenues</b>	\$ 1,614	\$ 160,124
 <b>Expenditures</b>		
Contractual Services	\$ -	\$ 13,789
	<hr/>	<hr/>
<b>Total Expenditures</b>	\$ -	\$ 13,789
	<hr/>	<hr/>
<b>Excess of Revenues Over Expenditures</b>	<u>\$ 1,614</u>	<u>\$ 146,335</u>

**TIF 13 (Woodhaven)**  
*Past Performance and Future Projections*



Original estimates in the Project and Financing Plan assumed the taxable value of the TIF district would eventually exceed \$320 million. Unfortunately, it is unlikely the taxable value will reach such an amount; early estimates for 2011 project a taxable value less than that of the base value therefore resulting in no collection of revenue.

City of Fort Worth  
Housing & Economic Development Department  
1000 Throckmorton Street  
Fort Worth, Texas 76102  
817-392-7540 (main)



**FORT WORTH HOUSING FINANCE CORPORATION**  
**AGENDA**

**Tuesday, February 7, 2012**

*Immediately Following the Housing and  
Economic Development Committee Meeting  
Scheduled to Begin at 1:00 P.M.*

City Hall, Pre-Council Chamber, Second Floor  
1000 Throckmorton Street, Fort Worth, Texas 76102

Board of Directors

Kathleen Hicks, President  
Danny Scarth, Vice President  
Frank Moss, Secretary

Dennis Shingleton, Director  
Joel Burns, Director  
Salvador Espino, Director

Jungus Jordan, Director  
Betsy Price, Director  
Zim Zimmerman, Director

Staff Liaison: Fernando Costa, Assistant City Manager

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1. **Call to Order** – Kathleen Hicks, President
2. **Approval of Minutes from the Meeting Held on January 10, 2012** – Kathleen Hicks, President
3. **Written Reports** – Jay Chapa, Assistant General Manager
  - a. Financial Report through December 31, 2011
4. **Consider and Adopt Resolution Amending the Bylaws of the Corporation to Change the Number of Directors Required for a Quorum and Increase Spending Authority** – Jay Chapa, Assistant General Manager
5. **Executive Session:** The Fort Worth Housing Finance Corporation will conduct a closed meeting to:
  - a. Seek the advice of its attorneys concerning the following items that are exempt from public disclosure under Article X, Section 9 of the Texas State Bar Rules, as authorized by Section 551.071 of the Texas Government Code: (i) legal issues concerning any current agenda item;
  - b. Discuss the purchase, sale, lease or value of real property, as authorized by Section 551.072 of the Texas Government Code. Deliberation in an open meeting would have a detrimental effect on the position of the Corporation in negotiations with a third party; and

- c. Discuss or deliberate negotiations relating to any economic development negotiations, as authorized by Section 551.087 of the Texas Government Code.

6. **Requests for Future Agenda Items** – Kathleen Hicks, President

7. **Adjourn** – Kathleen Hicks, President

**This facility is wheelchair accessible. For accommodations or sign interpretation services, please call the Housing and Economic Development Department 48 hours in advance at 817-392-7316.**

**CITY OF FORT WORTH, TEXAS  
FORT WORTH HOUSING FINANCE CORPORATION  
CALLED – SPECIAL SESSION  
TUESDAY, JANUARY 10, 2012**

**Present:**

President Kathleen Hicks  
Vice President Danny Scarth  
Secretary Frank Moss  
Director Betsy Price (Arrived at 2:37 p.m.)  
Director W. B. “Zim” Zimmerman  
Director Jungus Jordan  
Director Dennis Shingleton  
Director Joel Burns

**Absent:**

Director Salvador Espino

**City staff:**

Fernando Costa, Assistant City Manager  
Vicki Ganske, Senior Assistant City Attorney  
Ron Gonzales, Assistant City Secretary  
Jay Chapa, Assistant General Manager

**Other staff:**

Cynthia Garcia, Administrator  
Robert Sturns, Economic Development Manager, Housing & Economic Development Dept.  
Robin Bentley, Community Development Manager, Housing & Economic Development Dept.  
Henry Day, Senior Management Analyst, Housing & Economic Development Dept.  
LeAnn Guzman, Senior Assistant City Attorney

**1. Call to Order.**

With a quorum present, President Hicks called the meeting to order for the Board of Directors of the Fort Worth Housing Finance Corporation (Corporation) at 2:35 p.m. on Tuesday, January 10, 2012, in the Pre-Council Chamber of the Fort Worth Municipal Building, 1000 Throckmorton Street, Fort Worth, Texas, with Director Betsy Price temporarily absent and Director Salvador Espino absent.

**2. Approval of Minutes of the October 4, 2011, Meeting.**

President Hicks opened the floor for a motion on the approval of the minutes of the Tuesday, October 4, 2011, meeting.

**MOTION:** Upon a motion made by Vice President Scarth and seconded by Director Zimmerman, the Board of Directors voted unanimously seven (7) “ayes” and zero (0) “nays”, with Directors Price and Espino absent, to approve the Tuesday, October 4, 2011, minutes of the Corporation as presented. The motion carried.

**3a. Written Reports: Fort Worth Housing Finance Corporation Financial Report through November 30, 2011.**

President Hicks referenced the Financial Report through November 30, 2011, and opened the floor for discussion on the report. There was no discussion on this agenda item.

The written report was provided to the Board as a matter of information. There was no formal action taken on the report.

(Director Price assumed her place at the table.)

**4. Consider and Adopt Resolution Approving a Contract with the Fort Worth Housing Authority for \$200,000.00 to Create a Development Plan for the J.A. Cavile Place Apartments and the Cavile Place Neighborhood.**

Mr. Jay Chapa, Assistant General Manager, Fort Worth Housing Finance Corporation (Corporation), addressed the Corporation regarding the proposed resolution. He advised that Ms. Barbara Holston, President and Chief Executive Officer, Fort Worth Housing Authority (FWHA), and Mr. Ramon Guajardo who served as a consultant with the FWHA on development issues, were also present. Mr. Chapa began his PowerPoint presentation by displaying two (2) aerial maps that reflected the location of the Cavile area and explained that the property was in Southeast Fort Worth in District 5, just south of Rosedale. He advised that the red box on the map was the location of the Cavile Place Apartments and the larger blue box was the study area that staff was including in the overall redevelopment of the area that was bounded by Old Handley on the north, Edgewood on the west, Stalcup on the east and Ramey on the south. He then provided information on the history for this redevelopment as follows:

- FWHA and City have had several discussions over several years regarding the potential dispersion of the public housing units.
- In February 2011, the Corporation was provided information on the FWHA’s request to partner with the Corporation to develop a revitalization plan for the Cavile Place neighborhood in an effort to apply for future grants such as HOPE VI and Choice Neighborhoods.

**(Item 4 – Continued)**

- FWHA and City staff developed a Request for Qualifications (RFQ) seeking consulting services to create the plan.

Mr. Chapa explained that the RFQ was issued in the Fall of 2011 and had 13 respondents who were all national firms with a lot of experience. He advised the Corporation with information on the consultant as reflected below:

- Four finalists interviewed by a panel from pool of firms that responded.
- Gilmore Kean, LLC, was selected.
- Consultant Team Members:
  - Gilmore Kean – lead consultants
  - Freese and Nichols
  - The Catalyst Group
  - Open Channels Group
  - Duvernay & Brooks
  - Edgemere Consulting Corp.
  - Campus + Community Strategies

Mr. Chapa then provided the following information on the services to be performed:

- Inventory and Analysis.
  - Data Collection, Site Visits, Interviews, Market Analysis
  - Analysis of Issues, Problems, Needs and Opportunities
- Revitalization/Transformation Plan.
  - Vision Workshop
  - Preliminary and Final Plan
    - Housing
    - Economic Development
    - Community Facilities
    - Recreation and Open Spaces
    - Transportation
    - Infrastructure
    - Implementation Strategy
- Public Engagement throughout the entire process.
- Timeline – approximately 9 to 12 months to complete.
- Cost - \$399,996.00.
- Assistance with grant application submittals additional.

Mr. Chapa concluded his presentation with the following recommendation from staff:

- FWHA and Corporation partner in sharing the cost of the development of the plan with the FWHA serving as the contracting agency and manager.

**(Item 4 – Continued)**

- Staff recommends that the Board approve entering into a contract with FWHA to provide up to \$200,000.00 for the development of a revitalization plan of the J.A. Cavile Place Apartments and the surrounding Cavile Place Neighborhood.
- FWHA will expend a minimum of \$200,000.00 for the consultant services plus any costs over \$400,000.00 in total that may be incurred.

Mr. Chapa advised the Board that the Corporation was involved in this issue for two reasons. First, staff saw the Corporation being used as the main vehicle for redevelopment of this area and second, that the Corporation and the City, through tax-foreclosed properties, owned a significant amount of properties in the study area.

President Hicks opened for the floor for discussion on this issue.

Director Moss emphasized that 45 percent of the area was vacant land and that did not account for the other properties in the area. He added that even though there was talk about looking at the boarded up revitalization of Cavile Place, the overall community needed to be revitalized as 45 percent of the vacant land was non-producing. He pointed out that there was a lot going on in that community and the Corporation needed to look at how to tap into that development and that is why the redevelopment plan was so critical.

Mr. Chapa stated that the plan would provide a roadmap for the redevelopment. He pointed out that the City and/or the Corporation owned 117 individual properties in the study area.

Ms. Barbara Holstein, President and CEO, FWHA stated that the Housing Authority was very excited about this redevelopment and that for many years the issue was how to pay for this study so the plan could be created. She added what was being stressed was housing, people, and neighborhood to make change in this neighborhood. She pointed out that they wanted respondents to the RFQ to have a proven success with developing viable plans, but also how to access funding to implement the plan.

President Hicks stated that this was very exciting and important and pointed out that Director Moss had worked on this issue for a long time.

Director Moss stated that the overall concept was to develop a mixed-income neighborhood rather than just a low-income neighborhood which was critical to improving the area.

There being no further discussion, President Hicks opened the floor for a motion.

**(Item 4 – Continued)**

**MOTION:** Upon a motion made by Director Moss and seconded by Director Shingleton, the Board voted unanimously eight (8) “ayes” and zero (0) “nays”, with Director Espino absent, to approve Resolution No. FWHFC 2012-01. The motion carried.

**5. Consider and Adopt Resolution Amending the 2011-2012 Budget to Add Funds for Personnel Costs to Manage Corporation Projects.**

Mr. Jay Chapa, Assistant General Manager of the Corporation, addressed the Board regarding the proposed resolution. Mr. Chapa advised that staff was requesting the Board’s approval for additional funds to cover staffing costs associated with managing the Corporation’s low income tax credit projects. Using a PowerPoint presentation, Mr. Chapa explained the Corporation’s Adopted Budget as follows:

<b>Revenues</b>	Interest on Investments	\$80,000.00
	Program Income Principal Loan	\$750.00
	Land/Home Sales	\$182,000.00
	Gas Lease/Royalties	\$8,000.00
	Miscellaneous Revenue	\$10,000.00
	<b>TOTAL REVENUE</b>	<b>\$280,750.00</b>

<b>Expenditures</b>	<b>Salaries &amp; Benefits</b>	<b>\$26,924.00</b>
	Other Expenses:	
	Office Supplies	\$1,500.00
	Postage	\$700.00
	Conference & Seminars	\$3,000.00
	Engineering Services	\$500.00
	Electricity	\$3,000.00
	Water & Waste Disposal	\$1,600.00
	Dues & Memberships	\$2,250.00
	Contractual Services	\$15,000.00
	D&O Liability Insurance	\$2,050.00
	Mowing HFC Properties	\$30,745.00
	Audit Fees (VOE)	\$9,500.00
	Security Systems (HFC Houses)	\$4,000.00
	Land Purchases	\$30,000.00
	<b>Other Expenses Subtotal</b>	<b>\$103,845.00</b>
	<b>TOTAL EXPENDITURES</b>	<b>\$130,769.00</b>
<b>EXCESS (DEFICIENCY) OF REVENUES OVER (UNDER)</b>		<b>\$149,981.00</b>

**(Item 5 – Continued)**

Mr. Chapa transitioned to the next slide that pertained to Corporation's low income housing tax credit projects, and advised the Board of the following:

- \$26,924.00 appropriated for salaries in the adopted budget.
- Corporation has two (2) low income housing tax credit projects under construction.
  - Race Street Lofts
  - Terrell Homes I
- Corporation will receive a minimum of \$1,413,400.00 as Owner and Developer of the tax credit projects.
  - \$449,650.00 received in 2011.
  - \$963,750.00 within the next five (5) years.

Mr. Chapa then displayed two (2) slides showing pictures of the Race Street Lofts construction and then for the Terrell Homes I construction. He advised that the Race Street Lofts should be completed by August 2012 and the Terrell Homes I project had just begun construction. He concluded his presentation with the following recommendation by staff:

- Staff recommends increasing the amount appropriated for salaries by \$82,609.16 to cover a staff salary to manage these Corporation projects.
- Funds to be spread across six (6) positions needed to manage these projects:
  - Project management
  - Construction inspection
  - Operational compliance
  - Administrative services

President Hicks opened for the floor for discussion on this issue. There being no discussion, President Hicks opened the floor for a motion.

**MOTION:** Upon a motion made by Director Jordan and seconded by Director Moss, the Board voted unanimously eight (8) "ayes" and zero (0) "nays", with Director Espino absent, to approve Resolution No. FWHFC 2012-02. The motion carried.

**6. Executive Session.**

President Hicks stated that she had been advised that an Executive Session was not necessary to discuss the following items:

- A. Seek the advice of its attorneys concerning the following items that are exempt from public disclosure under Article X, Section 9, of the Texas State Bar Rules, as authorized by Section 551.071 of the Texas Government Code: (i) legal issues concerning any current agenda item;

**(Item 6 – Continued)**

- B. Discuss the purchase, sale, lease or value of real property, as authorized by Section 551.072 of the Texas Government Code. Deliberation in an open meeting would have a detrimental effect on the position of the Corporation in negotiations with a third party; and
- C. Discuss or deliberate negotiations relating to any economic development negotiations, as authorized by Section 551.087 of the Texas Government Code.

This agenda item was passed over.

**7. Requests for Future Agenda Items.**

President Hicks opened the floor on requests for future agenda items. No requests were made by Board members.

**8. Adjourn.**

With no further discussion, President Hicks adjourned the called – special session of the Fort Worth Housing Finance Corporation Board at 2:50 p.m. on Tuesday, January 10, 2012.

These minutes approved by the Fort Worth Housing Finance Corporation Board of Directors on the 7<sup>th</sup> day of February, 2012.

APPROVED:

\_\_\_\_\_  
Kathleen Hicks  
President

ATTEST:

\_\_\_\_\_  
Frank Moss  
Secretary

Prepared and respectfully submitted by:

\_\_\_\_\_  
Ronald P. Gonzales, TRMC/CMC  
Assistant City Secretary

**THE VILLAS OF EASTWOOD TERRACE, LLC**  
**BALANCE SHEET AS ON DECEMBER 31, 2011\***  
**(UNAUDITED)**

**ASSETS**

Cash and other assets:

Cash	\$ 27,102	
Accounts receivable	2,478	
Prepaid expenses	74,756	
Total cash and other assets		104,336

Restricted deposits:

Cash - tenant security deposits held in trust	24,244	
Escrow deposits held by mortgagee	38,993	
Replacement reserve held by mortgagee	157,319	
Other reserves held by mortgagee	-	
Total restricted deposits		220,556

Fixed Assets:

Land	216,561	
Building and Improvements	9,538,302	
Furniture and Equipments	72,332	
Motor vehicles	8,854	
Total	9,836,048	
Accumulated depreciation	(3,197,639) (1)	
Net		6,638,409

**Total Assets**

\$ 6,963,302

**LIABILITIES & NET ASSETS (DEFICIT)**

Mortgage payable, collateralized by apartment property	\$ 9,072,999
Owner loan (HFC)	615,000
Advances from owner (HFC)	638,979
Misc current liabilities	-
Accounts payable - operations	2,968
Accrued mortgage interest	47,384
Accrued wages and taxes	3,224
Prepaid revenue	631
Tenant security deposits	24,143

**Total liabilities** 10,405,328

**Net assets (deficit)** (3,442,027)

**Total liabilities and net assets (deficit)** \$ 6,963,301

\*Source, Quest Asset Management, Inc.

Note:

(1) No depreciation expense has been booked by QUEST ASSET Management for this period but an estimated depreciation expense of \$348,616.00 has been booked by CFW staff for this statement.

**THE VILLAS OF EASTWOOD TERRACE, LLC**  
**REVENUES AND EXPENDITURE FOR PERIOD (12 MONTHS) ENDING DECEMBER 31, 2011\***  
**(UNAUDITED)**

<b>Revenues:</b>			
Rental income - apartments	\$	1,176,292	
Other income from teneants		38,713	
Interest income		144	
<b>Total Revenues</b>		<u>1,215,149</u>	1,215,149
<b>Expenses:</b>			
Administrative		149,832	
Utilities		97,415	
Operating and maintenance		132,920	
Taxes and insurance		52,076	
Mortgage interest		571,165	
Mortgage insurance		72,432	
Depreciation		348,616	(1)
<b>Total Expenses</b>		<u>1,424,456</u>	1,424,456
<b>Change in net assets</b>			(209,307)
<b>Net assets (Deficit) at beginning of period</b>			<u>(3,232,720)</u>
<b>Net assets (Deficit) at end of period</b>	\$		<u><u>(3,442,027)</u></u>

\*Source, Quest Asset Management, Inc.

Note:

(1) No depreciation expense has been booked by QUEST ASSET Management for this period but an estimated depreciation expense of \$348,616.00 has been booked by CFW staff for this statement.

**FORT WORTH HOUSING FINANCE CORPORATION**  
**DETAILS OF PROPERTIES HELD FOR SALE AS ON DECEMBER 31, 2011**

<u>SQ#</u>	<u>Address</u>	<u>Status</u>	<u>Date of Acquisition</u>	<u>Value Paid</u>	<u>Tax Paid</u>	<u>Fees paid</u>	<u>Other Exp Capitalized</u>	<u>Constn.Exp Capitalized</u>	<u>Donated Value</u>	<u>Total Value</u>
	<b>NORTHSIDE (District 2)</b>									
1	2607 Clinton	L	01/07/03	3,215.00		100.00				3,315.00
	<b>District 4</b>									
2	White Lake	LL	05/26/04	284,788.38			12,964.08			297,752.46
	<b>SOUTHEAST (District 5)</b>									
3	<b>5250 Wonder Dr. &amp; 5240 Wooten (Granbury Hills)</b>	L	05/01/10	181,669.00						181,669.00
4	5220 Anderson St.	L	04/13/04	1,296.00		100.00				1,396.00
5	5300 Anderson St.	L	01/07/03	1,762.00		100.00				1,862.00
6	5401 Berry	L	04/13/04	15,180.60		100.00				15,280.60
7	E. Berry St	L	10/10/00	28,265.70						28,265.70
8	E. Berry St	L	10/10/00	7,023.60						7,023.60
9	4700 E. Berry St	L	05/19/00	6,600.00						6,600.00
10	4700 E Berry St	L	05/19/00	479.21						479.21
11	1604 Birdell	L	09/01/05	1,201.48	205.33				2,500.00	3,906.81
12	2803 Burger	L	01/07/03	1,116.00		100.00				1,216.00
13	2805 Burger	L	01/07/03	1,537.00		100.00				1,637.00
14	5151 Charlene St.	L	05/19/00	582.15	35.06				2,000.00	2,617.21
15	5175 Charlene St.	L	02/28/03	1,176.00		100.00				1,276.00
16	5328 Cottey	L	07/05/02	2,717.77	73.53					2,791.30
17	5400 Cottey	L	01/12/04	5,232.04	10.87					5,242.91
18	5401 Cottey	L	12/20/06	4,650.48						4,650.48
19	5402 Cottey	L	01/12/04	5,232.04	10.87					5,242.91
20	2808 Dillard	L	04/13/04	544.32		100.00				644.32
21	3012 Dillard	L	04/13/04	1,587.00		100.00				1,687.00
22	3101 Esatcrest Ct.	L	06/15/01	2,859.02	96.96					2,955.98
23	3109 Eastcrest Ct.	L	06/15/01	2,859.02	96.96					2,955.98
24	3133 Eastcrest Ct.	L	06/15/01	2,859.02	96.96					2,955.98
25	3137 Eastcrest Ct.	L	06/15/01	2,859.02	96.96					2,955.98

26	2600 Marlin	L	04/13/04	606.00		100.00		706.00
27	2709 Marlin	L	04/13/04	1,081.00		100.00		1,181.00
28	5101 Pinson	L	01/07/03	1,660.00		100.00		1,760.00
29	5300 Pinson	L	01/06/04	4,600.00				4,600.00
30	4913 Ramey	L	07/05/02	1,582.91	43.59		2,500.00	4,126.50
31	3412 Stalcup	L	06/04/99	852.00		100.00		952.00
32	2732 Stalcup	L	06/04/99	3,202.00		100.00		3,302.00
33	5217 Turner	L	08/06/99	3,588.25	70.60			3,658.85
34	5401 Turner	L	04/13/04	3,113.00		100.00		3,213.00
35	Wills Point Ct.	L	07/05/02	1,651.37	39.76		2,000.00	3,691.13
36	2514 Wills Point Ct.	L	04/13/04	508.00		100.00		608.00
37	2929 Burger	L	12/20/06	4,650.50				4,650.50
38	2933 Burger	L	12/20/06	4,650.50				4,650.50
39	3221 &3223 NW 33 rd St	L		330.95				330.95
40	2510 Sheraton	L	03/04/08	6,100.00	552.71	1.00		6,653.71
41	2512 Sheraton	L	03/04/08	5,000.00	552.71	1.00		5,553.71
42	2514 Sheraton	L	03/04/08	5,600.00	552.71	1.00		6,153.71
43	2516 Sheraton	L	03/04/08	5,000.00	552.71	1.00		5,553.71
44	2518 Sheraton	L	03/04/08	3,300.00	552.71	1.00		3,853.71
45	1708 Talton	L	03/04/08	6,100.00	337.48	1.00		6,438.48
46	1704 Colvin	L	03/04/08	3,000.00	95.44	1.00		3,096.44
47	5600 Bong	L	05/10/08	3,000.00	48.95	573.05		3,622.00

\*LEGEND

L -Land

UC-Under construction

UCH -With House

VH -Vacant Structure

LL -Land & Lake

APH-Assigned Property HOUSE

APL-Assigned Property LAND

**District 6**

**COMO (District 7)**

48	5424 Carver	L	04/28/04	2,678.52	34.62			2,713.14
49	5420 Chariot	L	04/13/04	1,745.00		100.00		1,845.00
50	5620 Chariot	L	04/21/99	1,268.00				1,268.00
51	5621 Como Dr.	L	12/16/98	1,000.00				1,000.00
52	5500 Farnsworth	L	04/28/04	2,678.52	34.62			2,713.14
53	5826 Farnsworth	L	04/28/04	2,678.52	28.05			2,706.57

54	5908 Fletcher	L	04/28/04	2,678.52	28.05		2,706.57
55	5425 Geddes	L	04/28/04	2,678.52	28.05		2,706.57
56	5336 Goodman	L	04/28/04	2,678.52	28.05		2,706.57
57	5438 Goodman	L	04/28/04	2,678.52	28.05		2,706.57
58	5515 Goodman	L	04/28/04	2,678.52	91.41		2,769.93
59	5407 Kilpatrick	L	04/28/04	2,678.52	34.62		2,713.14
60	5514 Shiloh	L	01/07/03	1,244.00		100.00	1,344.00
61	5520 Shiloh	L	01/07/03	1,244.00		100.00	1,344.00
62	5528 Shiloh	L	02/28/03	1,244.00		100.00	1,344.00
63	5532 Shiloh	L	01/07/03	1,318.00		100.00	1,418.00
64	5716 Wellesley	L	04/28/04	2,678.52			2,678.52
65	5720 Wellesley	L	04/28/04	2,678.52			2,678.52
<b>MITCHEL BLVD (District 8)</b>							
66	2705 Berryhill Dr.	L	04/14/04	1,031.00		100.00	1,131.00
67	1325 New York Ave	L	06/03/08	3,600.00		7.00	3,607.00
<b>NEAR SOUTHEAST (District 8)</b>							
68	1346 E. Jefferson	L	06/02/97	600.00		100.00	700.00
69	953 E. Powell	L	05/05/01	2,694.40			2,694.40
70	2651 Belzise Ter	L	11/12/07	4,250.00	47.27	352.50	4,649.77
71	1401 Illinois Ave	L	11/12/07	4,250.00	47.27	352.50	4,649.77
<b>TWU (District 8)</b>							
72	2710 Ave. C	L	03/12/99	4,760.32	24.33		4,784.65
<b>OTHER(District 8)</b>							
73	1321 Driess	L	04/10/07		394.95	1,500.00	1,894.95
74	2709 Ash Crescent St	L	06/05/07	3,900.00		3.50	3,903.50
75	2713 Ash Crescent St	L	06/05/07	2,600.00		3.50	2,603.50
76	2670 Ash Crescent St	L	07/03/07	3,200.00		3.50	3,203.50
77	2771 Belzise	L	07/03/07	2,700.00		3.50	2,703.50
78	2750 Ash Crecent St.	L	08/24/07	4,000.00	48.95	561.00	4,609.94
79	2650 Ash Crecent St.	L	08/07/07	3,000.00		7.00	3,007.00
80	2770 Ash Crecent St.	L	09/29/07	4,100.00			4,100.00
81	2721 Belzise	L	09/29/07	3,100.00			3,100.00
82	929 Maddox Ave.	L	09/29/07	1,900.00			1,900.00
83	919 E. Maddox Ave.	L	03/03/08	3,500.00	(6.40)	81.65	3,575.25
84	1018 E. Myrtle	L	03/03/08	3,500.00	(6.40)	81.65	3,575.25



## FORT WORTH HOUSING FINANCE CORPORATION

### Details of property transactions as on December 31, 2011

<u>Status</u>	<u>Date</u>	<u>Value</u>	<u>Tax</u>	<u>Fees</u>	<u>Other</u>	<u>Constn.Exp</u>	<u>Donated</u>	<u>Total</u>
	<u>Sold/</u>	<u>Paid</u>	<u>Paid</u>	<u>paid</u>	<u>Exp Capitalized</u>	<u>Capitalized</u>	<u>Value</u>	<u>Value</u>
	<u>Purchased</u>							
<b>Opening Balance (October 1st, 2011)</b>		744,470.23	51,525.72	7,589.77	143,316.05	110,454.23	10,500.00	1,067,855.99
<b>Add:</b>								
<b>Additions</b>								
<u>1405 &amp; 1407 E Cannon</u>	L	11/17/11	20000	17.49	369			20,386.49
						-	-	-
						-	-	-
<b>Total Additions</b>		<b>20,000.00</b>	<b>17.49</b>	<b>369.00</b>	<b>0.00</b>	<b>0.00</b>	<b>0.00</b>	<b>20,386.49</b>
<b>Less:</b>								
<b>Property Sold</b>								
4525 Trueland Dr	APH	10/24/11		286.98	93,190.75			93,477.73
								0.00
<b>Total cost of Properties sold</b>		<b>0.00</b>	<b>0.00</b>	<b>286.98</b>	<b>93,190.75</b>	<b>0.00</b>	<b>0.00</b>	<b>93,477.73</b>
<b>Add: Assigned property</b>		<u>TAD Value</u>						
<hr/>								
<b>Total</b>		-	-	-	-	-	-	-
<hr/>								
<b>Balance</b>		<b>764,470.23</b>	<b>51,543.21</b>	<b>7,671.79</b>	<b>50,125.30</b>	<b>110,454.23</b>	<b>10,500.00</b>	<b>994,764.75</b>

**THE VILLAS OF EASTWOOD TERRACE, LLC**  
**BALANCE SHEET AS ON DECEMBER 31, 2011\***  
**(UNAUDITED)**

**ASSETS**

Cash and other assets:

Cash	\$ 27,102	
Accounts receivable	2,478	
Prepaid expenses	74,756	
Total cash and other assets		104,336

Restricted deposits:

Cash - tenant security deposits held in trust	24,244	
Escrow deposits held by mortgagee	38,993	
Replacement reserve held by mortgagee	157,319	
Other reserves held by mortgagee	-	
Total restricted deposits		220,556

Fixed Assets:

Land	216,561	
Building and Improvements	9,538,302	
Furniture and Equipments	72,332	
Motor vehicles	8,854	
Total	9,836,048	
Accumulated depreciation	(3,197,639) (1)	
Net		6,638,409

**Total Assets**

\$ 6,963,302

**LIABILITIES & NET ASSETS (DEFICIT)**

Mortgage payable, collateralized by apartment property	\$ 9,072,999
Owner loan (HFC)	615,000
Advances from owner (HFC)	638,979
Misc current liabilities	-
Accounts payable - operations	2,968
Accrued mortgage interest	47,384
Accrued wages and taxes	3,224
Prepaid revenue	631
Tenant security deposits	24,143

**Total liabilities**

10,405,328

**Net assets (deficit)**

(3,442,027)

**Total liabilities and net assets (deficit)**

\$ 6,963,301

\*Source, Quest Asset Management, Inc.

Note:

(1) No depreciation expense has been booked by QUEST ASSET Management for this period but an estimated depreciation expense of \$348,616.00 has been booked by CFW staff for this statement.

**THE VILLAS OF EASTWOOD TERRACE, LLC**  
**REVENUES AND EXPENDITURE FOR PERIOD (12 MONTHS) ENDING DECEMBER 31, 2011\***  
**(UNAUDITED)**

<b>Revenues:</b>			
Rental income - apartments	\$	1,176,292	
Other income from tenants		38,713	
Interest income		144	
<b>Total Revenues</b>		<u>1,215,149</u>	1,215,149
<b>Expenses:</b>			
Administrative		149,832	
Utilities		97,415	
Operating and maintenance		132,920	
Taxes and insurance		52,076	
Mortgage interest		571,165	
Mortgage insurance		72,432	
Depreciation		348,616	(1)
<b>Total Expenses</b>		<u>1,424,456</u>	1,424,456
<b>Change in net assets</b>			(209,307)
<b>Net assets (Deficit) at beginning of period</b>			<u>(3,232,720)</u>
<b>Net assets (Deficit) at end of period</b>	<b>\$</b>		<u><u>(3,442,027)</u></u>

\*Source, Quest Asset Management, Inc.

Note:

(1) No depreciation expense has been booked by QUEST ASSET Management for this period but an estimated depreciation expense of \$348,616.00 has been booked by CFW staff for this statement.

**RESOLUTION NO. FWHFC-2012-**

**FORT WORTH HOUSING FINANCE CORPORATION**

**A RESOLUTION AMENDING THE BYLAWS OF THE FORT WORTH  
HOUSING FINANCE CORPORATION TO CHANGE THE NUMBER OF  
DIRECTORS REQUIRED FOR A QUORUM AND INCREASE SPENDING  
AUTHORITY**

**WHEREAS**, the City Council of the City of Fort Worth (“City”) approved the formation of the Fort Worth Housing Finance Corporation (the “Corporation”) pursuant to Chapter 394, Texas Local Government Code and the Corporation’s Articles of Incorporation which were filed with the Texas Secretary of State on December 27, 1979 and were thereafter amended in 1982 and 1996;

**WHEREAS**, the City Council approved the Corporation’s Bylaws which had been adopted by the Board of Directors (the “Board”) at the Corporation’s organizational meeting on January 22, 1980;

**WHEREAS**, on June 3, 2008, the Board adopted Amended and Restated Bylaws (the “Bylaws”) for the Corporation;

**WHEREAS**, the Board has determined that the Bylaws should be amended by lowering the number of Directors required for a quorum from six (6) to five (5), raising the amount of expenditure requiring prior Board approval from \$25,000.00 to \$50,000.00, raising the General Manager’s spending authority for certain routine activities, and clarifying certain other provisions;

**WHEREAS**, the Board has determined that it is in the best interest of the Corporation to adopt the attached 2012 amendments to the Amended and Restated Bylaws, and that the adoption of the proposed 2012 amendments will result in increased administrative efficiency for the Corporation.

**NOW THEREFORE, BE RESOLVED BY THE BOARD OF DIRECTORS  
OF THE FORT WORTH HOUSING FINANCE CORPORATION:**

1. THAT the attached 2012 amendments to the Amended and Restated Bylaws as presented to the Board are hereby approved and adopted subject to approval by the City Council of the City of Fort Worth.

2. THAT this Resolution shall take effect from the date of its adoption and the Amended and Restated Bylaws, as amended by this Resolution, shall be the Bylaws of the Corporation from and after the date of their approval by the City Council of the City of Fort Worth.

**AND IT IS SO RESOLVED.**

Adopted February 7, 2012.

**FORT WORTH HOUSING FINANCE CORPORATION**

By: \_\_\_\_\_  
Kathleen Hicks, President

## EXHIBIT “A”

### 2012 Amendments to the Bylaws of the Fort Worth Housing Finance Corporation, as Amended and Restated on June 3, 2008

The following sections of the Bylaws of the Fort Worth Housing Finance Corporation shall be amended to be and read as follows:

“Section 2.08. Quorum. ~~Six~~Five duly appointed and qualified Directors shall constitute a quorum for the consideration of matters pertaining to the purposes of the Corporation. The act of a majority of the Directors present at a meeting at which a quorum is in attendance shall constitute the act of the Board of Directors, unless the act of a greater number is required by law, the Corporation’s Articles of Incorporation or these Bylaws.

“Section 4.03. President. The President shall be the chief executive officer of the Corporation and, subject to the Board of Directors, he shall be in general charge of the properties and affairs of the Corporation; he shall preside at all meetings of the Board of Directors; he shall be an ex-officio member of all standing committees; in furtherance of the purposes of the Corporation, he may sign and execute all contracts, conveyances, franchises, bonds, deeds, assignments, mortgages, notes and other instruments in the name of the Corporation, except where required or permitted by law to be otherwise signed and executed and except where the signing and execution thereof shall be expressly delegated by the Board to some other officer or agent of the Corporation; and, provided further, that any agreement or instrument involving ~~the any~~ expenditure ~~over of~~ twenty-five~~fifty~~ thousand dollars (~~\$2550,000.00~~ \$250,000.00) ~~or more~~ of Corporation funds shall require the prior approval of the Board of Directors.

“Section 4.07. General Manager.

(a) The powers and duties of the General Manager shall include the following:

1) In cooperation with the Corporation’s attorney, to see that all actions of the Board are in compliance with the laws, ordinances, orders and resolutions in effect.

(2) Except as otherwise herein provided, to appoint and remove all subordinate and employees, agents or contractors of the Corporation.

(3) To exercise control over all dealings and matters of the Corporation, except as hereinafter provided.

(4) To review all contracts of the Corporation to ensure each contract is in accordance with Board directives and execute such contracts when directed.

(5) To attend and participate in all meetings and deliberations of the Board of Directors, but shall not possess the power to vote..

(6) To recommend to the Board for adoption such measures as he or she may deem necessary or expedient.

(7) To keep the Board at all times fully advised of the financial condition of the Corporation.

(8) To spend appropriated funds up to \$~~2550~~,000.00 without additional Board approval when ~~funds have been appropriated and~~ the General Manager deems the expenditure necessary to perform the powers and duties stated herein. Any expenditure over \$~~2550~~,000.00 must be approved by the Board. In addition, any contract or other legal instrument for the sale, purchase or lease of real property or real property interests shall be approved by the Board prior to execution or acceptance, except that the General Manager may (i) ~~deposit~~pay up to \$~~1025~~,000.00 for an option fee or deposit \$25,000.00 earnest money with a Title Company or Independent Escrow agent on any land purchase agreement or ii) purchase property for up to \$25,000 for each parcel without the approval of the Board.

(9) To act as budget supervisor with the Treasurer and as such prepare and submit to the Board the annual budget.

(b) Notwithstanding the provisions in Section 4.07(a) above, the Board may authorize the General Manager to execute all necessary documents to meet project objectives as contained in Resolutions ~~for targeted area projects.~~”

**AMENDED AND RESTATED BYLAWS OF  
FORT WORTH HOUSING FINANCE CORPORATION**

**PREAMBLE**

These Bylaws are subject to, and governed by, Chapter 394, Texas Local Government Code (“Chapter 394”) and the Texas Business Organizations Code (“TBOC” and together with Chapter 394, referred to collectively as the “Act”) and the Articles of Incorporation of the Corporation. In the event of a direct conflict between the provisions of these Bylaws and the mandatory provisions of the Act or the provisions of the Articles of Incorporation of the Corporation, such provisions of the Act or the Articles of Incorporation of the Corporation, as the case may be, will be controlling.

**ARTICLE I**

**THE CORPORATION**

Section 1.01. Purposes. Fort Worth Housing Finance Corporation (the “Corporation”) shall have and possess the broadest possible powers granted by the Act to accomplish the purposes for which the Corporation is organized including the power to issue bonds to defray, in whole or in part, (a) the development costs of a residential development, as defined in the Act (b) the costs of purchasing or funding the making of home mortgages, either on a first come first served basis or by selling lender commitments, including all costs related thereto and (c) any other costs associated with the provision of decent, safe, and sanitary housing and non-housing facilities that are an integral part of or are functionally related to an affordable housing project.. The Corporation is a duly constituted authority and a public instrumentality of the City of Fort Worth, Texas (the "City") within the meaning of the regulations of the United States Treasury Department and the rulings of the Internal Revenue Service prescribed and promulgated pursuant to Section 103 of the Internal Revenue Code of 1986 (26 U.S.C. §103), as amended, and the Corporation is authorized, and has as an additional specific purpose for its organization and operation, to act on behalf of the City as provided in the Articles of Incorporation. However, no agreements, bonds, debts or obligations of the Corporation are or shall ever be deemed to be the agreements, bonds, debts or obligations, or the lending of credit, or a grant of public money or thing of value, of or by the City, or any other political corporation, subdivision or agency of the State of Texas, or a pledge of the faith and credit of any of them.

Section 1.02. Principal Office. The principal office of the Corporation shall be located at 1000 Throckmorton Street, Fort Worth, Texas 76102.

ARTICLE II  
BOARD OF DIRECTORS

| Section 2.01. Powers, Number and Term of Office.

(a) The property and affairs of the Corporation shall be managed and controlled by a board of directors (the "Board") which shall be composed of nine (9) persons, or such other number of persons as the City Council of the City from time to time shall determine, appointed by, and whose terms of office shall be fixed by, the City Council of the City. Subject to the restrictions imposed by law, the Articles of Incorporation and these Bylaws, the Board of Directors shall exercise all of the powers of the Corporation.

| (b) Directors shall serve for two (2) years or until his or her successor is appointed by the City Council of the City and has qualified. Notwithstanding the foregoing, if any Director -at any time shall also be a member of the Governing Body of the City, then the term of such Director shall never exceed the period for which such Director is a member of the City Council of the City.

Section 2.02. Removal; Resignations; Vacancies.

(a) Any director may be removed from office by the City Council of the City with or without cause.

(b) Any director may resign at any time. Such resignations shall be made in writing and shall take effect at the time specified therein, or, if no time be specified, at the time of its receipt by the President or Secretary. The acceptance of a resignation shall not be necessary to make it effective, unless expressly so provided in the resignation.

(c) Vacancies in the Board of Directors, including vacancies to be filled as the result of an increase in the number of directors, shall be filled for the unexpired term by the City Council of the City.

Section 2.03. Meetings of Directors.

(a) The Directors may hold their meetings at such place or places in the State of Texas, as determined by the Board.

(b) The Board of Directors shall have regular quarterly meetings but may meet more often as required by the Board.

Section 2.04. Regular Meetings. Regular meetings of the Board of Directors shall be held at such times and places as shall be designated, from time to time, without necessity of notice except as provided in Section 2.07(a) of these Bylaws.

Section 2.05. Special Meetings. Special meetings of the Board of Directors shall be held whenever called by the President, by three or more of the directors or upon advice of or request by the City Council of the City. Such call shall be in writing and shall state the object of the meeting, and no other business shall be transacted other than that specified in the call, in accordance with state law. Unless otherwise indicated in the notice thereof, any and all matters pertaining to the purposes of the Corporation may be considered and acted upon at a special meeting. Notice of special meetings shall be given as provided in Section 2.07(a) of these Bylaws.

Section 2.06. Waiver of Notice. Attendance of a Director at a meeting shall constitute a waiver of notice of such meeting, except when a Director attends a meeting for the express purpose of objecting to the transaction of any business on the grounds that the meeting is not lawfully called or convened. A waiver of notice in writing, signed by the person or persons entitled to said notice, whether before or after the time state therein, shall be deemed equivalent to the giving of such notice.

Section 2.07. Public Notice of Meetings; Open Meetings.

(a) Written notice of the date, hour, place and subject of each meeting of the Board of Directors shall be posted before each meeting at such times and in such places as prescribed by applicable law, including, without limitation, the Open Meetings Act, Chapter 551, Tex. Government Code, as amended.

(b) Every meeting of the Board of Directors shall be open to the public, except as otherwise permitted by the Open Meetings Act, Chapter 551, Tex. Government Code, as amended.

Section 2.08. Quorum. ~~Six~~-Five duly appointed and qualified Directors shall constitute a quorum for the consideration of matters pertaining to the purposes of the Corporation. The act of a majority of the Directors present at a meeting at which a quorum is in attendance shall constitute the act of the Board of Directors, unless the act of a greater number is required by law, the Corporation's Articles of Incorporation or these Bylaws.

Section 2.09. Compensation of Directors. Directors as such shall not receive any salary or compensation for their services, except that they shall be reimbursed for their actual expenses incurred in the performance of their duties hereunder.

### ARTICLE III

### COMMITTEES

Section 3.01. Committees. The Board of Directors, by resolution passed by a majority of the Directors in office, may establish one or more committees, each committee to consist of three (3) or more Directors of the Corporation. Each such committee shall have such name and such

powers as from time to time may be determined by resolution adopted by the Board of Directors. Each committee shall keep regular minutes of the transactions of its meetings and shall cause such minutes to be recorded in books kept for the purpose in the office of the Corporation, and shall report the same to the Board of Directors from time to time.

## ARTICLE IV

### OFFICERS, MANAGERS AND ADMINSTRATOR

#### Section 4.01. Titles and Term of Office.

(a) The officers of the Corporation shall be a President, a Vice President, a Secretary, a Treasurer, and such other officers as the Board of Directors from time to time may elect or appoint. One person may hold more than one office, except that the President shall not hold the office of Secretary. Officers shall be elected or appointed in July of each odd numbered year for terms of office which shall not exceed two (2) years.

(b) The General Manager of the Corporation shall be appointed by the Board of Directors and shall exercise such powers and perform such duties as shall be determined from time to time by the Board of Directors, including those set forth in Section 4.07 of these Bylaws. The General Manager shall be removable, with or without cause, at any time by the Board of Directors. The General Manager shall not be an officer of the Board.

(c) The General Manager may appoint an Assistant General Manager who shall perform such duties as may be assigned by the General Manager. The Assistant General Manager shall be removable, with or without cause, at any time by the General Manager. The Assistant General Manager shall not be an officer of the Board

(d) The General Manager may appoint an Administrator who shall perform such duties as may be assigned by the General Manager or the Assistant General Manager and shall report to the General Manager or the Assistant General Manager, as applicable. The Administrator shall be removable, with or without cause, at any time by the General Manager and shall not be an officer of the Board.

#### Section 4.02. Removal; Resignations; Vacancies.

(a) All officers shall be subject to removal from office, with or without cause, at any time by a vote of a majority of all of the Directors.

(b) Any officer, manager, agent or administrator may resign at any time. Such resignation shall be made in writing and shall take effect at the time specified therein, or, if no time be specified, at the time of its receipt by the President or Secretary. The acceptance of a resignation shall not be necessary to make it effective, unless expressly so provided in the resignation.

(c) A vacancy in the office of any officer or General Manager shall be filled by a vote of a majority of all of the Directors. Any vacancy in the office of the Assistant General Manager or Administrator shall be filled by the General Manager.

Section 4.03. President. The President shall be the chief executive officer of the Corporation and, subject to the Board of Directors, he shall be in general charge of the properties and affairs of the Corporation; he shall preside at all meetings of the Board of Directors; he shall be an ex-officio member of all standing committees; in furtherance of the purposes of the Corporation, he may sign and execute all contracts, conveyances, franchises, bonds, deeds, assignments, mortgages, notes and other instruments in the name of the Corporation, except where required or permitted by law to be otherwise signed and executed and except where the signing and execution thereof shall be expressly delegated by the Board to some other officer or agent of the Corporation; and, provided further, that any agreement or instrument involving ~~the~~any expenditure ~~over of twenty five fifty~~ thousand dollars (\$~~2550~~50,000.00) ~~or more~~ of Corporation funds shall require the prior approval of the Board of Directors.

Section 4.04. Vice President. The Vice President shall have such powers and duties as may be assigned to him by the Board of Directors and shall exercise the powers of the President during that officer's absence or inability to act. Any action taken by the Vice President in the performance of the duties of the President shall be conclusive evidence of the absence or inability to act of the President at the time such action was taken.

Section 4.05. Secretary.

(a) The Secretary shall keep the minutes of all meetings of the Board of Directors in books provided for that purpose; he or she shall attend to the giving and serving of all notices; in furtherance of the purposes of this Corporation, he or she may sign with the President in the name of the Corporation; and/or attest the signature thereto, all contracts, conveyances, franchises, bonds, deeds, assignments, mortgages, notes and other instruments of the Corporation, except where required or permitted by law to be otherwise signed and executed and except where the signing and execution thereof shall be expressly delegated by the Board to some other officer or agent of the Corporation; he or she shall have charge of all corporate books and records, other than those over which the Treasurer shall have custody and charge, and such other books and papers as the Board of Directors may direct, all of which shall at all reasonable times be open to inspection upon application at the office of Corporation during business hours, and he or she shall in general perform all duties incident to the office of Secretary subject to the control of the Board of Directors.

(b) The Board of Directors may appoint one or more persons to serve as an Assistant Secretary, which person may, but need not, be a Director. The Assistant Secretary may perform any duty required of or granted to the Secretary in these Bylaws and/or in any resolution or order approved by the Board.

Section 4.06. Treasurer.

(a) To the extent not otherwise provided by the Board, by rules or regulations, in resolutions relating to the issuance of bonds, or in any financing documents relating to such issuance, the Treasurer, who may, but need not, be a Director, shall have custody of the funds and securities of the Corporation that come into his or her hands. When necessary or proper, he or she may endorse, on behalf of the Corporation, for collection, checks, notes and other obligations and shall deposit the same to the credit of the Corporation in such bank or banks or depositories as shall be designated in the manner prescribed by the Board of Directors; he or she may sign all receipts and vouchers for payment made to the Corporation, either alone or jointly with such other officer as is designated by the Board of Directors; whenever required by the Board of Directors, he or she shall render a statement of all transactions performed as Treasurer of the financial condition of the Corporation; he or she shall enter or cause to be entered regularly in the books of the Corporation to be kept by him for that purpose full and accurate accounts of all monies received and paid out on account of the Corporation; he or she shall perform all acts incident to the position of Treasurer subject to the control of the Board of Directors; he or she shall, if required by the Board of Directors, give such bond for the faithful discharge of his duties in such form as the Board of Directors may require.

(b) The Board of Directors may appoint one or more persons to serve as an Assistant Treasurer. Such Assistant Treasurer need not be a Director or officer of the Board. The Assistant Treasurer may perform any duty granted to the Treasurer in these Bylaws and/or in any resolution or order approved by the Board.

Section 4.07. General Manager.

(a) The powers and duties of the General Manager shall include the following:

1) In cooperation with the Corporation's attorney, to see that all actions of the Board are in compliance with the laws, ordinances, orders and resolutions in effect.

(2) Except as otherwise herein provided, to appoint and remove all subordinate and employees, agents or contractors of the Corporation.

(3) To exercise control over all dealings and matters of the Corporation, except as hereinafter provided.

(4) To review all contracts of the Corporation to ensure each contract is in accordance with Board directives and execute such contracts when directed.

(5) To attend and participate in all meetings and deliberations of the Board of Directors, but shall not possess the power to vote.

(6) To recommend to the Board for adoption such measures as he or she may deem necessary or expedient.

(7) To keep the Board at all times fully advised of the financial condition of the Corporation.

(8) To spend appropriated funds up to ~~\$25~~50,000.00 without additional Board approval ~~when funds have been appropriated when and~~ the General Manager deems the expenditure necessary to perform the powers and duties stated herein. Any expenditure over ~~\$50~~25,000.00 must be approved by the Board. In addition, any contract or other legal instrument for the sale, purchase or lease of real property or real property interests shall be approved by the Board prior to execution or acceptance, except that the General Manager may (i) ~~deposit pay~~ up to ~~\$2510~~,000.00 for an option fee or deposit \$25,000 earnest money with a Title Company or Independent Escrow agent on any land purchase agreement or ii) purchase property for up to ~~\$25~~5,000 for each parcel without the approval of the Board.

(9) To act as budget supervisor with the Treasurer and as such prepare and submit to the Board the annual budget.

(b) Notwithstanding the provisions in Section 4.07(a) above, the Board may authorize the General Manager to execute all necessary documents to meet project objectives as contained in Resolutions ~~for targeted area projects~~.

Section 4.08. Compensation. Officers as such shall not receive any salary or compensation for their services, except that they shall be reimbursed for their actual expenses incurred in the performance of their duties hereunder. The General Manager, Assistant General Manager and Treasurer and Assistant Secretary shall not receive any salary from Corporation for their performance of their duties.

Section 4.09. Facsimile Signatures. The provisions of the Texas Uniform Facsimile Signature of Public Officials Act shall be applicable to the Corporation, which is a duly constituted instrumentality of the City, a public corporation and unit of government of the State of Texas.

## ARTICLE V

### FISCAL PROVISIONS

Section 5.01. Fiscal Year. The fiscal year of the Corporation shall be as determined by the Board of Directors.

Section 5.02. Execution of Financial Instruments. All checks, demands for money, withdrawals of money, notes, time and demand deposits and certificates of deposit shall be signed by such officer or officers of the Corporation or such other person or persons as the Board of Directors from time to time may designate by resolution or other action of the Board of Directors or as

may be designated in any financing documents relating to the issuance of bonds or other obligations of the Corporation, provided that in the case of checks or wire transfers:

- (i) under \$ 25,000.00 at least two (2) of the authorized signatories shall be the Administrator or designee and the Treasurer, Assistant Treasurer or designee; and
- (ii) \$25,000 and over, at least two (2) of the authorized signatories shall be the Treasurer or Assistant Treasurer or their designee and the General Manager or Assistant General Manager

Section 5.03. Books and Records; Approval of Programs and Financial Statements. The Corporation shall keep correct and complete books and records of account and shall also keep minutes of the proceedings of its Board of Directors and any committees of the Board. All books and records of the Corporation shall be kept at the principal office of the Corporation where they shall be available to the public in accordance with the applicable provisions of the Open Records Act, Tex. Gov't Code Ann. ch. 552. The City shall be entitled to approve all programs and expenditures of the Corporation and annually review any financial statements of the Corporation.

Section 5.04. Non-Profit Corporation. The Corporation is a non-profit corporation, and no dividends shall ever be paid by the Corporation and no part of its net earnings remaining after payment of its expenses shall be distributed to or inure to the benefit of its Directors or officers or any individual, firm, corporation, or association, except that in the event the Board of Directors shall determine that sufficient provision has been made for the full payment of the expenses, bonds and other obligations of the Corporation, then any net earnings of the Corporation thereafter accruing shall be paid to the City. No part of the Corporation's activities shall be carrying on propaganda or otherwise attempting to influence legislation or referendums, and it shall not participate in, or intervene in (including the publishing or distributing of statements), any political campaign on behalf of or in opposition to any candidate for public office.

## ARTICLE VI

### SEAL

Section 6.01. Seal. The Corporation seal shall be circular and shall inscribed in the outer circle "Fort Worth Housing Finance Corporation" and shall have inscribed in the inner circle the letters "T-E-X-A-S" and a five pointed star. Said seal may be used by causing it or a facsimile thereof to be impressed or affixed or reproduced or otherwise.

## ARTICLE VII

### INDEMNIFICATION OF DIRECTORS AND OFFICERS

Section 7.01. Right to Indemnification. Subject to the limitations and conditions as provided in this Article VII and the Articles of Incorporation, each person who was or is made a party or is threatened to be made a party to or is involved in any threatened, pending or contemplated action, suit or proceeding, whether civil, criminal, administrative, arbitrative or investigative (hereinafter a "proceeding"), or any appeal in such a proceeding or any inquiry or investigation that could lead to such a proceeding, by reason of the fact that he or she, or a person for whom he or she is the legal representative, is or was a Director or officer of the Corporation or the General Manager, Assistant General Manager or Administrator of the Corporation or while serving in such capacity or was serving at the request of the Corporation as a director, officer, partner, venturer, proprietor, trustee, employee, agent or similar functionary of another foreign or domestic corporation, partnership, joint venture, sole proprietorship, trust, employee benefit plan or other enterprise shall be indemnified by the Corporation to the fullest extent permitted by the Texas Non-Profit Corporation Act, as the same exists or may hereafter be amended (but, in the case of any such amendment, only to the extent that such amendment permits the Corporation to provide broader indemnification rights than said law permitted the Corporation to provide prior to such amendment) against judgments, penalties (including excise and similar taxes and punitive damages), fines, settlements and reasonable expenses (including, without limitation, attorneys' fees) actually incurred by such person in connection with such proceeding, and indemnification under this Article VII shall continue as to a person who has ceased to serve in the capacity which initially entitled such person to indemnity hereunder. The rights granted pursuant to this Article VII shall be deemed contract rights, and no amendment, modification or repeal of this Article VII shall have the effect of limiting or denying any such rights with respect to action taken or proceedings arising prior to any such amendment, modification or repeal. It is expressly acknowledged that the indemnification provided in this Article VII could involve indemnification for negligence or under theories of strict liability.

Section 7.02. Advance Payment. The right to indemnification conferred in this Article VII shall include the right to be paid in advance or reimbursed by the Corporation the reasonable expenses incurred by a person of the type entitled to be indemnified under Section 7.01 who was, is or is threatened to be made a named defendant or respondent in a proceeding in advance of the final disposition of the proceeding and without any determination as to the person's ultimate entitlement to indemnification; provided, however, that the payment of such expenses incurred by any such person in advance of the final disposition of a proceeding, shall be made only upon delivery to the Corporation of a written affirmation by such Director or officer of his or her good faith belief that he or she has met the standard of conduct necessary for indemnification under this Article VII and a written undertaking, by or on behalf of such person, to repay all amounts so advanced if it shall ultimately be determined that such indemnified person is not entitled to be indemnified under this Article VII or otherwise.

Section 7.03. Indemnification of Employees and Agents. The Corporation, by adoption of a resolution of the Board, may indemnify and advance expenses to an employee or agent of the Corporation to the same extent and subject to the same conditions under which it may indemnify and advance expenses to Directors and officers under this Article VII; and the Corporation may indemnify and advance expenses to persons who are not or were not Directors, officers, employees or agents of the Corporation but who are or were serving at the request of the Corporation as a Director, officer, partner, venture proprietor, trustee, employee, agent or similar functionary of another foreign or domestic corporation, partnership, joint venture, sole proprietorship, trust, employee benefit plan or other enterprise against any liability asserted against him or her and incurred by him or her in such a capacity or arising out of his or her status as such a person to the same extent that it may indemnify and advance expenses the persons described in Section 7.01 hereof.

Section 7.04. Appearance as a Witness. Notwithstanding any other provision of this Article VII, the Corporation may pay or reimburse expenses incurred by a Director or officer in connection with his or her appearance as a witness or other participation in a proceeding involving the Corporation or its business at a time when he or she is not a named defendant or respondent in the proceeding.

Section 7.05. Non-exclusivity of Rights. The right to indemnification and the advancement and payment of expenses conferred in this Article VII shall not be exclusive of any other right which a Director or officer or other person indemnified pursuant to Section 7.01 or 7.03 of this Article VII may have or hereafter acquire under any law (common or statutory), provision of the Articles of Incorporation of the Corporation or these Bylaws, agreement, vote of disinterested Directors or otherwise.

Section 7.06. Insurance. The Corporation may purchase and maintain insurance, at its expense, to protect itself and any person who is or was serving as a Director, officer, employee or agent of the Corporation or is or was serving at the request of the Corporation as a Director, officer, partner, venturer, proprietor, trustee, employee, agent or similar functionary of another foreign or domestic corporation, partnership, joint venture, proprietorship, employee benefit plan, trust or other enterprise against any expense, liability or loss, whether the Corporation would have the power to indemnify such person against such expense, liability or loss under this Article VII.

Section 7.07. Notification. Any indemnification of or advance of expenses to a Director or officer in accordance with this Article VII shall be reported in writing to the members of the Board with or before the notice of the next regular meeting of the Board and, in any case, within the 12-month period immediately following the date of the indemnification or advance.

Section 7.08. Savings Clause. If this Article VII or any portion hereof shall be invalidated on any ground by any court of competent jurisdiction, then the Corporation shall nevertheless indemnify and hold harmless each Director, officer or any other person indemnified pursuant to this Article VII as to costs, charges and expenses (including attorneys' fees), judgments, fines and in amounts paid in settlement with respect to any action, suit or proceeding, whether civil, criminal, administrative or investigative, to the full extent permitted by any applicable portion of

this Article VII that shall not have been invalidated and to the fullest extent permitted by applicable law.

## ARTICLE VIII

### CODE OF ETHICS

#### Section 8.01. Policy and Purposes.

(a) It is the policy of the Corporation that Directors and officers conduct themselves in a manner consistent with sound business and ethical practices; that the public interest always be considered in conducting corporate business; that the appearance of impropriety be avoided to ensure and maintain public confidence in the Corporation; and that no officer, employee or member of the board, should have any interest, financial or otherwise, direct or indirect, or engage in any business, transaction or professional activity or incur any obligation of any nature which is in conflict with the proper discharge of his duties and are not to use their position for personal gain; and that the Board establish policies to control and manage the affairs of the Corporation fairly, impartially, and without discrimination.

b) The Article VII, Division 1 of City of Fort Worth Code of Ethics, as such Code may be amended from time to time by the City, is hereby adopted and incorporated by reference in these Bylaws for the following purposes: (a) to encourage high ethical standards in official conduct by Directors and corporate officers; and (b) to establish guidelines for such ethical standards of conduct..

## ARTICLE IX

### MISCELLANEOUS PROVISIONS

Section 9.01. Amendments. A proposal to alter, amend, or repeal these Bylaws shall be made by the affirmative vote of a majority of the full Board at any annual or regular meeting, or at any special meeting if notice of the proposed amendment be contained in the notice of said special meeting. Any proposed change or amendment to the Bylaws, however, must be approved by the City Council of the City to be effective.

Section 9.02. Gender; Number. Whenever the masculine, feminine or neuter gender is used inappropriately in these bylaws, these bylaws shall be read as if the appropriate gender was used, and, unless the context otherwise requires, the singular shall include the plural, and vice versa.

SECRETARY'S CERTIFICATE

This is to certify that the foregoing Amended and Restated Bylaws of Fort Worth Housing Finance Corporation were duly adopted by resolution of the Board of Directors at a meeting of the Board of Directors held on the \_\_\_ day of \_\_\_\_\_, 200\_, and approved by the City Council of the City of Fort Worth on the \_\_\_\_\_ day of \_\_\_\_\_, 200\_ .

In witness whereof, the undersigned, the duly elected and acting Secretary of the Corporation, has signed this Secretary's Certificate.

\_\_\_\_\_  
\_\_\_\_\_, Secretary

Date: \_\_\_\_\_



Updated February 2, 2012

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**February 7, 2012**      **Monthly Zoning Meeting**

***11:00 a.m. Legislative and Intergovernmental Affairs Committee***

***1:00 p.m. Housing and Economic Development Committee***

***Housing Finance Corporation  
(Immediately following the HED)***

***3:00 p.m. Pre-Council Meeting***

**Continued Items:**

- **M&C L-15314** - Conduct a Public Hearing and Authorize Subsurface Drilling and Extraction of Natural Gas at City View Park from an Off-Site Location (COUNCIL DISTRICT 3) **(Continued from January 24, 2012 by Council Member Zimmerman)**
- **ZC-11-101** – Victor Lopez, 3602 North Grove Street; from: "K" Heavy Industrial to: "PD/K" Planned Development for all uses in "K" Heavy Industrial plus glass recycling, site plan included. **(Continued from January 24, 2012 by Council Member Espino)**
- **ZC-11-121** – Millennium Recycling, LLP, 3750 N. Main Street, 3713 and 3715 N. Commerce Street; from: "K" Heavy Industrial and "PD-787" Planned Development for all uses in "K" Heavy Industrial plus metal recycling; site plan included to: Amend "PD-787" Planned Development for "K" uses plus metal recycling for expansion; site plan included. **(Continued from January 24, 2012 by Council Member Espino)**
- o Overview of Significant Zoning Cases [*Dana Burghdoff, Planning and Development*]
- o Update on City-wide Aquatics Master Plan [*Richard Zavala, Parks and Community Services and Mark Hatchel, Kimley-Horn & Associates and Kevin Post, Councilman-Hunsaker & Associates*]
- o Briefing on Gas Lease Revenue Management Policy [*Lena Ellis, Financial Management Services*]
- o Review of Performance Appraisal Process for Appointed Officials [*Karen Marshall, Human Resources*]



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**February 14, 2012**

***1:00 p.m. Infrastructure & Transportation Committee***  
***3:00 p.m. Pre-Council Meeting***

**Continued Items:**

- **M&C G-17502** - Authorize the Naming of Parkland Currently Identified as Trail Ridge Estates Park as Chuck Silcox Park (**Continued from January 10, 2012 by Staff**)
- o Outdoor Events Ordinance Update [*Kirk Slaughter, Public Events*]
- o Briefing on Enterprise Resource Planning [*Susan Alanis, City Manager's Office*]
- o 2012 Federal Legislative Agenda and Update from Washington [*Shirley Little, Government Relations and Pete Rose, The Franklin Partnership*]
- o Briefing on 2012 Comprehensive Plan [*Dana Burghdoff, Planning and Development*]

**February 16, 2012** (***Thursday***)

***7:00 p.m. Fort Worth Crime Control and Prevention District Board of Directors Meeting (Pre-Council Chambers)***

**February 21, 2012**

***8:30 a.m. Pre-Council Meeting***

- o 1<sup>st</sup> Quarter Financial Report and Capital Projects Update [*Horatio Porter, Budget Office and Doug Wiersig, Transportation and Public Works*]
- o Briefing on Proposed Ordinance to Regulate Land Disturbance and Grading [*Greg Simmons, Transportation and Public Works*]
- o Briefing on 911 Triage System [*Rudy Jackson, Fire and Matt Zavadsky, Medstar*]
- o Briefing on Healthcare Strategies [*Karen Marshall, Human Resources*]



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**February 23, 2012**    ***(Thursday)***

***3:00 p.m. Audit and Finance Advisory Committee***

**February 28, 2012**

***8:30 a.m. Pre-Council Meeting (cancelled)***

**March 6, 2012**        ***Monthly Zoning Meeting***

***11:00 a.m. Legislative and Intergovernmental Affairs Committee***

***1:00 p.m. Housing and Economic Development Committee***

***3:00 p.m. Pre-Council Meeting***

**Continued Items:**

- **ZC-11-075A** - City of Fort Worth Planning & Development, Camp Bowie Corridor Form Based Code District: Ridglea Urban Village Core South: Generally bounded by the 6100 - 6400 blocks of Camp Bowie Boulevard, southside; from: "MU-1" Low Intensity Mixed-Use, "MU-1/HSE" Low Intensity Mixed-Use/Highly Significant Endangered "F" General Commercial, "G" Intensive Commercial, "MU-2" High Intensity Mixed-Use, and "PD" Planned Developments Nos. 400, 633, and 882 to: Camp Bowie Form-Based district: Ridglea Urban Village Core South Subdistrict (**Continued from January 10, 2012 by Council Member Zimmerman**)
- o Overview of Significant Zoning Cases [[Dana Burghdoff, Planning and Development](#)]
- o Briefing on Re-Purposing of Z Boaz Golf Course for Use as a Community Park [[Richard Zavala, Parks and Community Services](#)]
- o Update on Aviation Exhibit [[Bill Welstead, Aviation](#)]



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**March 13, 2012**

*1:00 p.m. Infrastructure & Transportation Committee (cancelled)*  
*3:00 p.m. Pre-Council Meeting (cancelled)*

**March 20, 2012**

*8:30 a.m. Pre-Council Meeting*

- o Briefing on Salt Water Wells [*Rick Trice, Planning and Development*]

**March 27, 2012**

*8:30 a.m. Pre-Council Meeting*

**April 3, 2012**      **Monthly Zoning Meeting**

*11:00 a.m. Legislative and Intergovernmental Affairs Committee*  
*1:00 p.m. Housing and Economic Development Committee*  
*3:00 p.m. Pre-Council Meeting*

- o Overview of Significant Zoning Cases [*Dana Burghdoff, Planning and Development*]

**April 10, 2012**

*1:00 p.m. Infrastructure & Transportation Committee*  
*3:00 p.m. Pre-Council Meeting*



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*April 17, 2012*

*8:30 a.m. Pre-Council Meeting*

*April 24, 2012*

*8:30 a.m. Pre-Council Meeting (cancelled)*

*April 26, 2012* *(Thursday)*

*3:00 p.m. Audit and Finance Advisory Committee*





**CITY OF FORT WORTH, TEXAS  
REGULAR CITY COUNCIL MEETING  
JANUARY 31, 2012**

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**Present:**

Mayor Betsy Price  
Mayor Pro tem W. B. "Zim" Zimmerman, District 3  
Council Member Salvador Espino, District 2  
Council Member Daniel Scarth, District 4  
Council Member Frank Moss, District 5  
Council Member Jungus Jordan, District 6  
Council Member Dennis Shingleton, District 7  
Council Member Kathleen Hicks, District 8  
Council Member Joel Burns, District 9

**Staff Present:**

Tom Higgins, City Manager  
Sarah Fullenwider, City Attorney  
Mary J. Kayser, City Secretary

**I. CALL TO ORDER**

With a quorum of the City Council Members present, Mayor Price called the regular session of the Fort Worth City Council to order at 10:08 a.m., on Tuesday, January 31, 2012, in the City Council Chamber of the Fort Worth City Hall, 1000 Throckmorton Street, Fort Worth, Texas 76102.

**II. INVOCATION - Rabbi Ralph Mecklenburger, Bethel Congregation**

The invocation was provided by Rabbi Ralph Mecklenburger, Bethel Congregation.

**III. PLEDGE OF ALLEGIANCE**

The Pledge of Allegiance was recited.

**IV. CONSIDERATION OF MINUTES OF REGULAR MEETING OF JANUARY 24, 2012**

Motion: Council Member Scarth made a motion, seconded by Mayor Pro tem Zimmerman that the Minutes of the regular meeting of January 24, 2012, be approved. The motion carried unanimously 9 ayes to 0 nays.

**V. ITEMS TO BE WITHDRAWN FROM THE CONSENT AGENDA**

There were no items to be withdrawn from the Consent Agenda.

**VI. ITEMS TO BE CONTINUED OR WITHDRAWN BY STAFF**

There were no items to be continued or withdrawn by staff.

**VII. CONSENT AGENDA**

Motion: Council Member Moss made a motion, seconded by Council Member Scarth that the Consent Agenda be approved. The motion carried unanimously 9 ayes to 0 nays.

**A. General - Consent Items**

- 1. M&C G-17513 - Authorize Transfer of Funds in the Amount of \$235,552.00 from Various Tax Increment Financing Reinvestment Zones and Accept Funds in the Amount of \$26,000.00 from the Fort Worth Local Development Corporation into a Special Trust Fund for Fiscal Year 2011-2012 Administration by the Housing and Economic Development Department and Adopt Appropriation Ordinance.**

The City Council approved the following recommendation: Transfer \$235,552.00 From Tax Increment Reinvestment Zones No. 7 - North Tarrant Parkway TIF, No. 8 - Lancaster Corridor TIF and No. 12 - East Berry Renaissance TIF to the Special Trust Fund, for the Purpose of Funding Positions in the Housing and Economic Development Department Related to Administration of Tax Increment Reinvestment Zones; Accept \$26,000.00 From the Fort Worth Local Development Corporation to the Special Trust Fund for the Purpose of Funding Positions in the Housing and Economic Development Department Related to Administration of the Fort Worth Local Development Corporation; and Adopt Appropriation Ordinance No. 20062-01-2012 Increasing the Estimated Receipts and Appropriations in the Special Trust Fund, From Available Funds, for the Purpose of Funding Positions in the Housing and Economic Development Department Related to Administration of Tax Increment Reinvestment Zones and the Fort Worth Local Development Corporation.

- 2. M&C G-17514 - Approve Findings of Ground Transportation Coordinator Regarding Renewal Application of Ian's Limousine Service, to Operate Three Limousines Within the City of Fort Worth and Adopt Ordinance Granting Such Authority.**

**(VII. CONSENT AGENDA – G-17514 Continued)**

The City Council approved the following recommendation: Consider and Adopt the Following Findings of the Ground Transportation Coordinator: The Public Necessity and Convenience Require the Operation of Three Limousines Upon the City Streets, Alleys and Thoroughfares; Ian's Limousine Service is Qualified and Financially Able to Conduct a Limousine Service Within the City; Ian's Limousine Service has Complied With the Requirements of Chapter 34 of the City Code; Ian's Limousine Service Presented Facts in Support of Compelling Demand and Necessity for Three Limousines; the General Welfare of the Citizens of the City Will Best be Served by the Operation of Three Limousines Upon City Streets, Alleys and Thoroughfares; and Adopt Ordinance No. 20063-01-2012 Granting the Privilege of Operating Authority to Ian's Limousine Service for the Use of the Streets, Alleys, and Public Thoroughfares of the City in the Conduct of its Limousine Business, Which Shall Consist of the Operation of Three Limousines for a One Year Period Beginning on the Effective Date; Providing for Written Acceptance by Ian's Limousine Service, Subject to and Conditioned on Ian's Limousine Service Complying With All Requirements of Chapter 34, Article VI of the Code of the City of Fort Worth (1986), as Amended.

**B. Purchase of Equipment, Materials, and Services - Consent Items**

**1. M&C P-11352 - Authorize a Purchase Agreement with Stellar Refrigeration Services, Inc., for Vilter Compressor Parts, Equipment and Service for the Water Department in the Amount of \$135,000.00 for the First Year.**

The City Council approved the following recommendation: Authorize a Purchase Agreement With Stellar Refrigeration Services, Inc., for Vilter Compressor Parts, Equipment and Service for the Water Department in the Amount of \$135,000.00 for the First Year.

**2. M&C P-11353 - Authorize the Purchase of Seven Certified Police Motorcycles from American Eagle Harley-Davidson, for the Police Department in the Amount of \$114,481.00.**

The City Council approved the following recommendation: Authorize the Purchase of Seven Certified Police Motorcycles From American Eagle Harley-Davidson, for the Police Department for a Total Amount of \$114,481.00, With Freight and Three Year Extended Warranty Included.

**3. M&C P-11354 - Authorize a Sole Source Purchase Agreement with Premier Magnesia LLC, for Magnesium Hydroxide for the Water Department in the Amount of \$150,000.00 for the First Year.**

**(VII. CONSENT AGENDA – P-11354 Continued)**

The City Council approved the following recommendation: Authorize a Sole Source Purchase Agreement With Premier Magnesia, LLC, for Magnesium Hydroxide for the Water Department in the Amount of \$150,000.00 for the First Year.

**C. Land - Consent Items**

**1. M&C L-15317 - Authorize Direct Sale of Tax-Foreclosed Property Located at 0 Braswell Drive to Land Renewal Corporation in the Amount of \$74,430.72.**

The City Council approved the following recommendation: Authorize Direct Sale of Tax-Foreclosed Property Located at 0 Braswell Drive to Land Renewal Corporation in Accordance With Section 34.05 of the Texas Tax Code for \$74,430.72; and Authorize Execution and Recording of the Appropriate Instruments Conveying the Property to Complete the Sale.

**2. M&C L-15318 - Authorize the Conveyance of 10.05 Acres of Land Located in the CentrePort Area to CentrePort Venture, Inc., and Accept and Record Avigation Easement and Release from CentrePort Venture, Inc.**

The City Council approved the following recommendation: Authorize the Execution of a General Warranty Deed Conveying the Property Located in the CentrePort Area, Described as a 10.05 Acres Tract of Land in the Vincent J. Hutton Survey, A-681, City of Fort Worth, Tarrant County, Texas, to CentrePort Venture, Inc.; and Authorize the Acceptance, Filing and Recording by the City of an Aviation Easement and Release From CentrePort Venture, Inc., Covering the Property Conveyed in Favor of the Cities of Dallas and Fort Worth and the Dallas/Fort Worth Regional Airport Board.

**3. M&C L-15319 - Authorize Conveyance of 29.05 Acres of Land Located in the CentrePort Area to CentrePort Venture, Inc., and Accept and Record Avigation Easement and Release from CentrePort Venture, Inc.**

The City Council approved the following recommendation: Authorize the Execution of a General Warranty Deed Conveying the Property Located in the CentrePort Area, Described as a 29.05 Acres Tract of Land in the Vincent J. Hutton Survey, A-681, City of Fort Worth, Tarrant County, Texas, to CentrePort Venture, Inc.; and Authorize the Acceptance, Filing and Recording by the City of an Aviation Easement and Release From CentrePort Venture, Inc., Covering the Property Conveyed in Favor of the Cities of Dallas and Fort Worth and the Dallas/Fort Worth Regional Airport Board.

(VII. CONSENT AGENDA Continued)

4. **M&C L-15320 - Authorize Acquisition of Fee Simple Interest in 0.5350 Acres of Improved Land for the Lebow Channel Drainage Improvements Project, Located at 2709 Guenther Avenue, from Elvia Rascon and Jeorge Tamayo for \$110,000.00, Pay the Estimated Closing Costs of \$3,000.00, Authorize Payment of Relocation Assistance Up to \$5,400.00 for a Total Cost of \$118,400.00.**

The City Council approved the following recommendation: Authorize the Acquisition of Fee Simple Interest in Improved Lots Located at 2709 Guenther Avenue, Fort Worth, Texas, Described as Lots 13 and 14, Block 5, Diamond Hill Addition, From Elvia Rascon and Jeorge Tamayo; Find That the Total Purchase Price of \$110,000.00 is Just Compensation; Authorize Acceptance of the Conveyances, the Recording of the Appropriate Instruments and Payment of the Estimated Closing Costs Up to \$3,000.00; and Authorize the Payment of Relocation Assistance Up to the Amount of \$5,400.00.

**E. Award of Contract - Consent Items**

1. **M&C C-25421 - Authorize Execution of a Communications Systems Agreement with the Town of Westover Hills for Participation in the City of Fort Worth's Two-Way Public Safety Radio System at No Cost to the City of Fort Worth.**

The City Council approved the following recommendation: Authorize the Execution of a Communications Systems Agreement With the Town of Westover Hills for Participation in the City of Fort Worth's Two-Way Public Safety Radio System in Which the Town of Westover Hills Will Reimburse its Share of Operations and Maintenance Estimated to be \$5,200.00.

2. **M&C C-25422 - Authorize a Sole Source Contract with Accela, Inc., for the Purchase of Automation Permitting System Software and Implementation, Training and Maintenance Services for the Planning and Development Department in the Amount of \$633,820.00.**

The City Council approved the following recommendation: Authorize a Sole Source Contract With Accela, Inc., for the Purchase of Automation Permitting System Software and Implementation, Training and Maintenance Services for the Planning and Development Department in the Amount of \$633,820.00.

3. **M&C C-25423 - Authorize Execution of a Utility Adjustment Agreement with Cowtown Pipeline Partners, L.P., in the Amount of \$228,100.00 for Relocation of a Gas Pipeline as Part of the Runway Extension Project at Fort Worth Alliance Airport.**

**(VII. CONSENT AGENDA – C-25423 Continued)**

The City Council approved the following recommendation: Authorize Execution of a Utility Agreement With Cowtown Pipeline Partners, L.P., in the Amount of \$228,100.00, for Relocation of a Gas Pipeline as Part of the Runway Extension Project at Fort Worth Alliance Airport.

4. **M&C C-25424 - Authorize Execution of a Utility Adjustment Agreement with McLeodUSA Telecommunications Services, LLC d/b/a PAETEC Business Services, in the Amount of \$81,275.00 for Relocation of a Fiber Duct System as Part of the Runway Extension Project at Fort Worth Alliance Airport.**

The City Council approved the following recommendation: Authorize Execution of a Utility Adjustment Agreement with McLeodUSA Telecommunications Services, LLC d/b/a PAETEC Business Services, in the Amount of \$81,275.00, for Relocation of a Fiber Duct System as Part of the Runway Extension Project at Fort Worth Alliance Airport.

**VIII. PRESENTATIONS BY THE CITY SECRETARY - CONSENT ITEMS**

1. **OCS - 1839 - Notice of Claims for Alleged Damages and/or Injuries**

End of Consent Agenda.

**IX. SPECIAL PRESENTATIONS, INTRODUCTIONS, ETC.**

There were no special presentations, introductions, etc.

**X. ANNOUNCEMENTS BY CITY COUNCIL MEMBERS AND STAFF**

1. **Upcoming and Recent Events**

Mayor Price announced that the City of Fort Worth was proud to support the American Heart Association's national Go Red for Women Day. She stated that the Go Red Campaign was an initiative designed to bring awareness to the prevention of heart disease which was the number one killer of American men and women. She encouraged everyone to raise awareness by wearing red on February 3, 2012, which was Go Red for Women Day. She also announced that Ms. Susan Alanis, Assistant City Manager, City Manager's Office, and Ms. Vicki Tieszen, Health and Wellness Coordinator, Human Resources Department, were coordinating the Walk a Mile to Fight Heart Disease event on February 3, 2012, at 11:30 a.m., at City Hall, and added that snacks and informational brochures about heart disease prevention would be available at the event. She also announced that she and Mayor Pro tem Zimmerman attended the SOKOL of Fort Worth 100th anniversary event on January 28, 2011. She stated that SOKOL Fort Worth had been promoting physical activity and movement since 1913.

**(X. ANNOUNCEMENTS BY CITY COUNCIL MEMBERS AND STAFF #1 Continued)**

Mayor Pro tem Zimmerman agreed that the event was a wonderful celebration and SOKOL Fort Worth was an exception program that showcased our great and diverse city.

Mayor Price encouraged everyone to attend the Fort Worth Stock Show, which would end on February 4, 2012. She stated that 867,000 people had attended the event since it began on January 13, 2012, and added that the proceeds from the event would support facility improvements and education regarding the City's rich western heritage. She also referenced an article in the newspaper regarding the employment of 200 homeless men and women at the Fort Worth Stock Show.

Council Member Burns expressed appreciation to the neighborhood association presidents who attended the District 9 Quarterly Neighborhood President's Breakfast held on January 8, 2012. He also expressed appreciation to the Police Department representatives who attended the meeting to discuss neighborhood crime prevention. He announced that Council Member Shingleton was retiring from the University of North Texas Health Science Center after 30 years of service and wished him a happy retirement.

Mayor Pro tem Zimmerman announced that he had the opportunity to welcome a new family to Fort Worth on January 27, 2012. He stated that retired United States Air Force Captain Jason Vest and his family received the keys to their new home in the West Fork Ranch development in north Fort Worth as well as a key to the City. He further stated that the home was donated by the Operation Finally Home program which was sponsored by the Pulte Group. He pointed out that in addition to the home, the non-profit organization Folds of Honor presented the Vest children with scholarships worth \$5,000.00 per year towards their college education. He added that instances like these made him proud to be a resident of Fort Worth.

Council Member Moss announced that a meeting would be held regarding the Historic Carver Heights Neighborhood on February 4, 2012, from 10:00 a.m. to 12:00 p.m., at the Holy Tabernacle Church of God in Christ located at 2800 East Loop 820 South. He stated City staff would be present to discuss the Historic Carver Heights Neighborhood Association, Model Block, Historic Guidelines and Neighborhood Association Policy updates.

Mayor Price welcomed new City Secretary Mary J. Kayser to the City and introduced her to the audience and City staff.

**2. Recognition of Citizens**

Mayor Pro tem Zimmerman presented a Certificate of Recognition to Mr. Jack Eades, Executive Director, MedStar. He stated that in 1990, Mr. Eades joined the MedStar system when he was elected to the Authority's Board of Directors and was later appointed as Executive Director in 1992. He pointed out that prior to his service at MedStar, Mr. Eades had a career in city

**(X. ANNOUNCEMENTS BY CITY COUNCIL MEMBERS AND STAFF #2 Continued)**

management as a city manager and assistant city manager for 16 years in several Texas cities. He further stated that while serving as the City Manager for the City of Burleson and as a Board member, he represented 14 suburban cities. He advised that during Mr. Eades tenure at MedStar, he built the Authority's fund balance from a deficit of \$185,000 in 1992 to a positive balance of more than \$20 million in 2011 all while consistently achieving one of the lowest cost per ambulance transport in the nation. He also advised that MedStar provided funding for the training of over 50,000 Fort Worth Independent School District students in Cardio Pulmonary Resuscitation (CPR) and added that MedStar operations, the Ambulance Authority and the Emergency Physicians Advisory Board had been consolidated into one facility, which dramatically improved efficiency and lowered costs. He stated that over the last two decades, Mr. Eades had overseen the creation of the Community Health Program and the utilization of Advanced Practice Paramedics to improve the care of high frequency MedStar patients and added that in 2010, he was honored as the EMS Provider of the Year for the State of Texas by the Department of State Health Services.

Mr. Eades expressed appreciation to the Mayor and Council for the Certificate of Recognition and stated it was an honor to have worked with the men and women at MedStar. He stated that MedStar was one of the finest emergency care providers in the nation.

**XI. PRESENTATIONS BY THE CITY COUNCIL**

**1. Changes in Membership on Boards and Commissions**

There were no changes in membership on boards and commissions.

**XII. PRESENTATIONS AND/OR COMMUNICATIONS FROM BOARDS, COMMISSIONS AND/OR CITY COUNCIL COMMITTEES**

There were no presentations and/or communications from boards, commissions and/or city council committees.

**XIII. RESOLUTION**

**1. A Resolution of the City of Fort Worth, Texas Authorizing Application for a Recreational Trails Grant for Trailhead Improvements at Trinity Park, and Assuring that the Local Match Funds Will Be Available**

Council Member Burns expressed appreciation for the donation of matching funds from the Fort Worth Rotary Club in the amount of \$100,000.00 and from Streams and Valleys, Inc., in the amount of \$10,000.00 for trailhead improvements at Trinity Park.

**(XIII. RESOLUTION #1 Continued)**

Motion: Council Member Burns made a motion, seconded by Council Member Shingleton that Resolution No. 4060-01-2012 be adopted with appreciation. The motion carried unanimously 9 ayes to 0 nays.

**XIV. REPORT OF THE CITY MANAGER**

**D. Land**

**1. M&C L-15321 - Authorize Condemnation by Eminent Domain of a Fee-Simple Interest in 14.394 Acres of Land Owned by Phoenix Industrial Park, LLC, Located at 1100-1120 East Rendon Crowley Road, to Provide Access to the East Side of Spinks Airport, to Expand the Airport-Runway Apron, and to Prevent Mixing Vehicular and Aircraft Traffic at Fort Worth Spinks Airport.**

The recommendation was that the City Council Declare That Negotiations Between the City and the Landowner Were Unsuccessful Because of an Inability to Agree on a Purchase Price to Acquire for Fort Worth Spinks Airport a Fee-Simple Interest in Approximately 14.394 Acres of Land Owned by Phoenix Industrial Park, LLC, and Located East of I-35W South Freeway at 1100-1120 East Rendon Crowley Road, in the Hiram Little Survey, Abstract No. 930, Fort Worth, Tarrant County, Texas; Declare the Necessity to Acquire Fee-Simple Interest in the Subject Property to Provide Access to Airport Property From the East, to Expand the Airport-Runway Apron and to Prevent Mixing Vehicular and Aircraft Traffic; Authorize the City Attorney to Institute Condemnation by Eminent-Domain Proceedings to Acquire the Fee-Simple Interest in the Property to Access the East Side of Fort Worth Spinks Airport From FM-1187, to Expand the Airport-Runway Apron and to Help Prevent Mixing Vehicular and Aircraft Traffic; and Authorize the Acceptance and Recording of the Appropriate Instruments.

Motion: Council Member Hicks made a motion, seconded by Council Member Shingleton that Mayor and Council Communication No. L-15321 be approved and that the Fort Worth City Council authorize the use of the power of eminent domain to acquire for Fort Worth Spinks Airport approximately 14.394 acres of land out of Abstract No. 930, Hiram Little Survey situated in Tarrant County, Texas, at 1100-1120 East Rendon Crowley Road. The acquisition will be used to provide access to airport property from FM-1187, permit expansion of the airport-runway apron, and prevent mixing vehicular and aircraft traffic. The motion carried unanimously 9 ayes to 0 nays.

**F. Award of Contract**

**1. M&C C-25420 - Suspend the Financial Management Policy Statements that Limit the Expenditure of Mineral Lease Revenue and Approve Bill of Sale to Accept Title to the Traveling Aviation Exhibition from the Fort Worth Air and Space Museum Foundation, Authorize Cancellation of City Secretary Contract No. 41669 and the Execution of an Agreement with the Fort Worth Museum of Science and History, and Adopt Appropriation Ordinances. (Continued from a Previous Meeting)**

The recommendation was that the City Council Suspend the Financial Management Policy Statements That Limit the Expenditure of Mineral Lease Revenue to One Time Capital Items; Approve a Bill of Sale to Accept Title to the Traveling Aviation Exhibition *Ascent... When Dreams Defy Gravity*, in Lieu of Foreclosure of the Loan Authorized by M&C G-17186 and Set Forth in City Secretary Contract No. 41669, a Loan Agreement With the Fort Worth Air and Space Museum Foundation for Up to \$3 Million; and Authorize Cancellation of City Secretary Contract No. 41669; Adopt an Appropriation Ordinance Increasing the Estimated Receipts and Appropriations in the Airports Gas Lease Project Fund in the Amount of \$510,000.00, From Available Funds, for the Purpose of Funding a Professional Services Agreement With the Fort Worth Museum of Science and History to Maintain a Traveling Aviation Exhibition; Authorize the Transfer of \$510,000.00 From the Airports Gas Lease Project to Municipal Airports Fund; Adopt an Appropriation Ordinance Increasing the Estimated Receipts and Appropriations in the Municipal Airports Fund in the Amount of \$510,000.00, From Available Funds, for the Purpose of Funding the Professional Services Agreement; Authorize the Execution of a Services Agreement With the Fort Worth Museum of Science and History in the Amount of \$500,000.00 Per Year to Maintain the Exhibition; and Authorize the Expenditure of Up to \$10,000.00 for Interim Storage of the Exhibit, While it is Being Inventoried for Transfer to the Fort Worth Museum of Science and History.

Mayor Pro tem Zimmerman advised he was the Chairman of the Fort Worth Air and Space Museum and stated there was no legal conflict of interest but requested to recuse from voting on this item.

Mr. Jim Hodgson, representing the Veterans Memorial Air Park at Meacham Field, 3300 Ross Avenue, appeared before Council in support of Mayor and Council Communication No. C-24520 and stated that the motto of the Fort Worth Air and Space Museum Foundation was to preserve, inspire and educate. He provided historical facts and an overview of the City's aviation heritage. He requested that the City preserve the collection that had been acquired over the past 30 years and also suggested that the collection be kept intact. He referenced the 2003 Fort Worth Citywide Historic Preservation Plan which he stated was a good document but did not include preservation information in terms of aviation. He stated the Fort Worth Air and Space Museum Foundation wished to educate the public about the role of aviation in Fort Worth. He pointed out

**(C-25420 Continued)**

that the City had a high school drop-out rate of 20 percent which was higher than the state and national average. He stated that the youth had a lack of awareness of aviation and stated the collection would inspire students to pursue a career in aviation, engineering and other fields.

Council Member Jordan expressed appreciation to Major Hodgson and others in the audience for their service to the country and community. He stated there had been many starts and stops in the quest to preserve the City's aviation heritage. He agreed that the education system lacked the ability to inspire youth to pursue careers in aviation, engineering, healthcare and transportation. He pointed out that the City had a strong history of leadership in aviation, many of whom were very passionate about the topic. He stated the City Council had enlisted the services of top museum curators to provide a plan to the City for this collection. He further stated that this plan needed to be restarted and added that two points to consider were what type of value the collection added to the community in preserving the aviation history and what was the plan for moving forward. He advised he would make a motion to deny this item with the following recommendation:

1. The City would take ownership of the exhibit and all assets of the Foundation.
2. The City would enlist the assistance of the volunteers of the Veterans of the Air Park to sort, catalog and determine the value of each item in the inventory and make recommendations to the Council relative to which items should be retained.
3. The City would continue to lease the storage space where the collection was currently stored.
4. The City would store any and all collector's items relative to the exhibit in a City facility.
5. The City Manager would provide a plan within six months detailing the value added to the community and a plan to repay the loan.

Ms. Alanis advised staff understood what research was needed relative to this item and clarified that the recommended motion would be to deny Mayor and Council Communication No. C-25420. She stated that staff would bring forward a new Mayor and Council Communication approving the bill of sale and accepting the exhibit.

Council Member Shingleton stated he had deep and earnest appreciation for the value of education. He further stated the purpose of the exhibit was to educate the youth on the history of Fort Worth. He advised that he was most concerned about providing these types of important education opportunities to youth and stated he hoped that decisions like these were not a sign of what was to come in the future. He requested City staff look at ways to recapture some of the losses on this very well intended effort.

**(C-25420 Continued)**

Council Member Hicks stated that all of the Council Members supported education and requested Ms. Alanis clarify the staff recommendation for Mayor and Council Communication No. C-25420.

Ms. Alanis stated the staff's recommendation was to deny Mayor and Council Communication No. C-25420. She advised that there were two main parts to this item, approval of the bill of sale which would allow the acceptance of the exhibit and the contract with the Museum of Science and History. She reiterated that in the interest of transparency a new Mayor and Council Communication would come before Council that was unencumbered with the other issues.

Council Member Hicks requested Ms. Sarah Fullenwider, City Attorney, Law Department, clarify if an amended motion was necessary.

Ms. Fullenwider requested Council Member Jordan clarify his motion.

Council Member Jordan stated the motion was to give direction to the City Manager to provide a report relative to the value added to the community regarding this collection, to store the exhibit and to enlist the aid of volunteers of the Veterans of the Air Park.

Council Member Hicks requested Ms. Fullenwider to clarify the motion.

Ms. Fullenwider advised that the motion was to deny Mayor and Council Communication No. C-25420 with staff direction given outside of the Mayor and Council Communication.

Council Member Jordan confirmed this was the intended motion on the floor.

Council Member Espino stated he would support the motion to deny this item and pointed out that the airport gas well revenue should continue to be used for capital projects. He stated that it would be hard to justify this type of expenditure given the road and transportation needs throughout the City. He further stated that when the Council formulated the Gas Well Revenue Policy, a number of members requested a large portion of the revenue be allocated toward transportation improvements; therefore, he would not support this large exception to the Gas Well Revenue Policy. He also suggested the historic Meacham Airport, which was named after a City of Fort Worth Mayor, as a possible location to display this exhibit.

Motion: Council Member Jordan made a motion, seconded by Council Member Shingleton that Mayor and Council Communication No. C-25420 be denied, with staff direction given outside of the Mayor and Council Communication. The motion carried 8 ayes to 0 nays, with 1 recusal by Mayor Pro tem Zimmerman.

**XV. CITIZEN PRESENTATIONS**

There were no citizen presentations.

Mayor Price recessed the regular meeting of the Fort Worth City Council and reconvened back into Executive Session at 10:46 a.m., in accordance with the requirement of the Open Meetings Law.

**XVI. EXECUTIVE SESSION (PRE-COUNCIL CHAMBER)**

It was the consensus of the City Council that they reconvene into Executive Session at 10:46 a.m., to complete the agenda items as follows:

- a. Legal issues concerning meet and confer bargaining with the Fort Worth Police Officers Association; and;
- b. Legal issues concerning any item listed on today's City Council meeting agendas.

Mayor Price adjourned the closed Executive Session at 11:55 a.m., on Tuesday, January 31, 2012, and reconvened back into the regular meeting.

**XVII. ADJOURNMENT**

There being no further business, Mayor Price adjourned the regular meeting at 11:55 a.m.

**CITY OF FORT WORTH, TEXAS**  
**CITY COUNCIL BUS TOUR – DISTRICTS 2 & 4 (North Portion)**  
**Tuesday, January 31, 2012, 1:00 p.m.**

**MINUTES**

**Mayor and City Council Members**

Present

Betsy Price, Mayor  
Zim Zimmerman, Mayor Pro tem, District 3  
Salvador Espino, District 2  
Danny Scarth, District 4  
Frank Moss, District 5  
Jungus Jordan, District 6  
Dennis Shingleton, District 7

Absent

Kathleen Hicks, District 8  
Joel Burns, District 9

**City Staff**

Tom Higgins, City Manager  
Susan Alanis, Assistant City Manager  
Charles Daniels, Assistant City Manager  
Fernando Costa, Assistant City Manager  
Sarah Fullenwider, City Attorney  
Jason Lamers, Mayor and Council Chief of Staff  
Gleniece Robinson, Library Director  
Richard Zavala, Parks and Community Services Director  
Dana Burghdoff, Deputy Planning and Development Director  
Jeanine Ricks, Council Aide in District 4

With a quorum of the City Council members present, the Council and staff boarded a bus at the northeast corner of Fort Worth City Hall, 1000 Throckmorton Street, Fort Worth, Texas 76102, at 1:10 p.m. on Wednesday, January 31, 2012, to begin their tour of City Council Member Scarth's District 4 (north portion) and City Council Member Espino's District 2.

The bus tour began with a tour of the north portion of District 4, which is bounded by North Tarrant Parkway on the north, I-35W on the west, Fort Worth city limits on the east and I-30 on the south. The District 4 tour included the following streets:

1. I-35W
2. Western Center Boulevard
3. North Riverside Drive
4. North Beach Street
5. Basswood Boulevard

**CITY OF FORT WORTH, TEXAS**  
**CITY COUNCIL BUS TOUR – DISTRICTS 2 & 4 (North Portion)**  
**January 31, 2012**  
**Page 2 of 3**

During the tour, Council Member Scarth pointed out existing neighborhoods, schools, parks, City facilities, industrial areas, transportation projects, gas wells, and future development sites.

The tour continued with District 2, generally bounded by Fort Worth city limits and Loop 820 on the north, Fort Worth city limits and I-35W on the east, North Tarrant Parkway and the Trinity River on the south, and Blue Mound Road and Jacksboro Highway on the west. The District 2 tour included the following streets:

1. North Beach Street
2. Golden Triangle Road
3. Altavista Road
4. Timberland Boulevard
5. Old Denton Road and North Riverside Drive
6. North Main Street
7. East Long Avenue
8. Decatur Avenue, NE 36<sup>th</sup> Street, and Schwartz Avenue
9. Central Avenue, Lee Avenue, NW 14<sup>th</sup> Street, and Circle Park Boulevard

During the tour, Council Member Espino pointed out existing neighborhoods, schools, parks, City facilities, commercial and industrial conditions, transportation projects, gas wells, and future development sites. Acting Aviation Director Bill Welstead also provided a brief tour of Meacham Airport.

With the tour completed, the City Council returned to Fort Worth City Hall, 1000 Throckmorton, Fort Worth, Texas 76102, at 3:25 p.m., on Wednesday, January 31, 2012.

These minutes approved by the Fort Worth City Council on the 7th day of February, 2012.

APPROVED:

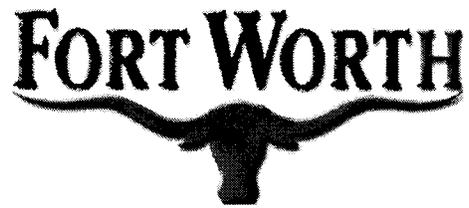
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Betsy Price  
Mayor

ATTEST:

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Mary J. Kayser, City Secretary



**TO:** The Honorable Mayor and City Council Members  
**FROM:** Kathleen Hicks, Council Member District 8  
**DATE:** February 7, 2012  
**SUBJECT:** Board and Commission Application

Request your consideration to appoint Ericka Carlton to Place 8 on the Aviation Advisory Board with a term expiring October 1, 2012.

This memorandum and a copy of Ericka Carlton's application were sent to each Council Member electronically for review, and the original copy will be maintained in the City Secretary's Office.

**KATHLEEN HICKS  
CITY COUNCIL – DISTRICT 8**

**No Documents for this Section**

**City of Fort Worth, Texas**  
**Mayor and Council Communication**

**DATE:** Tuesday, February 7, 2012

**LOG NAME:**

**REFERENCE NO.:** \*\*OCS-1840

**SUBJECT:**

Notices of Claims for Alleged Damages and/or Injuries

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**RECOMMENDATION:**

It is recommended that the City Council refer the notices of claims for alleged damaged and/or injuries to the Finance Department/Risk Management for evaluation and investigation.

**DISCUSSION:**

The procedure for filing of claims of alleged damages and/or injuries is prescribed in Chapter XXVII, Section 25 of the Charter of the City of Fort Worth, Texas.

The attached list is a summary of the notices of claims against the City of Fort Worth received in the City Secretary's Office as of 5:00 p.m., Wednesday, February 1, 2011.

**Attachment**

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**Submitted for City Secretary's Office by:**

Mary J. Kayser (6152)

**Originating Department Head:**

Mary J. Kayser (6152)

**Additional Information Contact:**

Lena Ellis (8517)  
Nancy McKenzie (7744)

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# CITY COUNCIL MEETING

Tuesday, February 07, 2012

## RISK MANAGEMENT CLAIMS REPORT

Claims listed on this report have been received in the Risk Management Division claims office and either have been or will be thoroughly investigated. The decision whether or not to accept liability is predicated on applicable provisions of the Texas Tort Claims Act. If any claimant contacts you, please refer them to Nancy McKenzie ext 7744 or JoAnn Rowls ext 7784. Thank you.

CLAIMANT	DATE RECEIVED	DATE OF INCIDENT	LOCATION	INCIDENT TYPE	ALLEGATION	DEPT	ESTIMATE	INJURY
Roger Moorhead	1/25/2012	12/22/2011	2600 N Main	Auto Damage	Hit pothole.	TPW	Yes	No
Jaime Mijares	1/26/2012	1/12/2012	Southwest Blvd.	Auto Damage	Collision with City vehicle.	Police	Yes	No
Shirley Smith	1/27/2012	1/18/2012	E Berry St & Vaughn Blvd.	Auto Damage	Colision with City vehicle.	TPW	No	Yes
Jesse Arredondo	1/27/2012	1/22/2012	1505 Clinton Ave	Bodily Injury	Hit dip in road causing injuries and damage to motorcycle.	TPW	No	Yes
Lufty Smith	1/27/2012	11/28/2011	3901 SW Loop 820 E	Auto Damage	Hit pothole.	TPW	No	No
Jennifer Murphy	1/27/2012	11/5/2011	Texas Motor Speedway	Auto Damage	Collision with City vehicle.	Police	Yes	No
Jonathan Huseman	1/30/2012	11/5/2011	Texas Motor Speedway	Auto Damage	Hit by City vehicle.	Police	No	No

CLAIMANT	DATE RECEIVED	DATE OF INCIDENT	LOCATION	INCIDENT TYPE	ALLEGATION	DEPT	ESTIMATE	INJURY
Amilcara Nolasco	1/30/2012	12/6/2011	8701 Brushy Creek Trail	Property Damage	Flood in home from water meter installation.	Water	Yes	No
Virginia Montez	1/30/2012	1/4/2012	Azle Ave & 25th St.	Auto Damage	Hit drop off in street.	TPW	Yes	No
Larry Jordan	1/31/2012	1/28/2012	2017 Leandra Ln	Property Damage	Door damaged when police were called for disturbance.	Police	No	No
Linda Kowena	1/31/2012	1/31/2012	Hwy 121-west of Handley	Auto Damage	Object from City vehicle hit and damaged citizen vehicle.	Water	No	No
Frendale Anderson	2/1/2012	11/9/2011	Riverside & Richmond St	Property Damage	Hit trench in street, damaging motorcycle.	TPW	Yes	No
Texas Golden Gloves	2/1/2012		1040 N Henderson	Property Damage	Water line issues from construction work.	Water	Yes	No

**No Documents for this Section**

**No Documents for this Section**

Zoning Docket items are linked on the Council Meeting Agenda.



**FORT WORTH**



# **S.M.A.R.T. Report**

**Street Management And Road Traffic  
Transportation and Public Works  
February 3 — February 16**



## **CENTRAL BUSINESS DISTRICT STREET CLOSURES (Partial)**

### North Main Street Bridge Rehabilitation—TxDOT Project

- **Bottom side work and topside intermittent (9am-4pm) lane closures until end of March 2012**

### Spur 347 (Weatherford St) Bridge Replacement Over UP Railroad

- TxDOT Project
- Weatherford reduced to one lane early June 2011 for partial demolition and reconstruction
- Project will take 18—24 months to complete

### Demolition Project—Construction of Spire Center

- 100 blk Throckmorton St and 100 blk Taylor St: various lane and sidewalk closures through **June 2012**

### Chisholm Trail Parkway

Chisholm Trail Parkway construction prompts several road closures near Interstate 30

- **Permanent closures**  
Southbound 15<sup>th</sup> Avenue between the westbound I-30 frontage road and Vickery Boulevard  
North- and southbound old University Drive from north of I-30 to just south of the Union Pacific Railroad  
Eastbound Vickery Boulevard from west of Rogers Road to University Avenue
- **Indefinite closures**  
East- and westbound West Vickery Boulevard from Forest Park Boulevard to just west of Summit Avenue  
The I-30 westbound frontage road from east of 15<sup>th</sup> Avenue

For more information about upcoming lane closures, go to the "Chisholm Trail Lane/Ramp Closures" listing at [www.ntta.org](http://www.ntta.org) or call (817) 207-0184.

### **Other Areas**

#### University Dr South and Devitt

- Devitt Street closed through May 2012. Sidewalk closed and intermittent lane closures on South University

### New Tarrant County Jail

- Belknap (from Cherry to Burnett) Parking lane and Sidewalk closures through **April 2012**
- Weatherford (from Cherry to Burnett) Parking lane and Sidewalk closures through **April 2012**
- Weatherford (from Cherry to Burnett) various lanes closed from 9am to 4pm through **April 2012**
- Cherry (from Belknap to Weatherford) Northbound direction closed and sidewalk closures through **April 2012**
- Southbound Burnett (from Belknap to Weatherford) closed and sidewalk closures through **April 2012**
- Burnett (from Belknap to Weatherford) dates and times TBD

### St Patrick's Cathedral New Hall

- W 12th (from Throckmorton to Jennings) Parking Lane closures through **late March 2012**
- Texas (from W 13<sup>th</sup> to Jennings) Parking Lane closures through **late March 2012**
- W 13<sup>th</sup> (from Texas to Throckmorton) Parking lane closures through **late March 2012**

For detailed information on TxDOT closures:  
[http://www.dot.state.tx.us/travel/road\\_conditions.htm](http://www.dot.state.tx.us/travel/road_conditions.htm)

For additional information, please contact 817-392-6672.

***New items printed in red.***



# FORT WORTH



## S.M.A.R.T. Report

Street Management And Road Traffic  
Transportation and Public Works  
February 3 — February 16



### Special Events

Festivals \* Runs \* Walks

#### CULTURAL DISTRICT

- **Stock Show and Rodeo**  
Jan 13 — February 4 Will Rogers Memorial Complex

- **Cowtown Marathon**  
Feb 24—Feb 26 Will Rogers Memorial Complex  
Street Closures: Begin at 2 p.m. Feb 24 and end at 4pm Feb 26  
Harley from University to Gendy  
Burnett Tandy from Gendy to WR Watt  
Rip Johnson from Haley to Burnett Tandy  
Gendy from Harley to Lansford

Health Expo	Feb 24—26 11:30 a.m.—7 p.m., Sun to 5 p.m.
Children's 5K	Feb 25 9 a.m.
Adults 5K	Feb 25 8:15 a.m.
10K	Feb 25 7 a.m.

Half Marathon	Feb 26 7 a.m.
Marathon	Feb 26 7 a.m.
Ultra Marathon	Feb 26 7 a.m.

For individual courses visit [www.cowtownmarathon.org](http://www.cowtownmarathon.org)

#### DOWNTOWN OUTDOOR EVENTS DISTRICT (DOED)

#### NEAR SOUTHSIDE OUTDOOR EVENTS DISTRICT (NSOED)

#### STOCKYARDS OUTDOOR EVENTS DISTRICT (SOED)

#### WEST 7TH

#### OTHER

### Special Events *Continued...*

Festivals \* Runs \* Walks

#### OTHER

## Parades

#### CULTURAL DISTRICT

#### DOWNTOWN OUTDOOR EVENTS DISTRICT

#### NEAR SOUTHSIDE OUTDOOR EVENTS DISTRICT

#### STOCKYARDS OUTDOOR EVENTS DISTRICT

#### OTHER

For additional information, please contact 817-392-6672.

***New items printed in red.***