



**SUMMARY OF MEETINGS AND ACTIVITIES  
MONDAY, MARCH 26, 2012, THROUGH FRIDAY, MARCH 30, 2012**

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**MONDAY, MARCH 26, 2012**

	<b><u>TIME</u></b>	<b><u>LOCATION</u></b>
Pre-Building Standards Commission	9:30 a.m.	Pre-Council Chamber
Building Standards Commission	10:00 a.m.	Council Chamber

**TUESDAY, MARCH 27, 2012**

Pre-Council Meeting	8:30 a.m.	Pre-Council Chamber
City Council Meeting	10:00 a.m.	Council Chamber
TIF 9 (Trinity River Vision) Board Meeting	3:00 p.m.	Pre-Council Chamber
Human Relations Commission	5:30 p.m.	Hazel Harvey Peace Center for Neighborhoods 818 Missouri Avenue

**WEDNESDAY, MARCH 28, 2012**

City Plan Commission Work Session	12:00 p.m.	Pre-Council Chamber
City Plan Commission Public Hearing	1:30 p.m.	Council Chamber
Parks and Community Services Advisory Board Work Session	3:00 p.m.	Deborah Beggs Moncrief Garden Center Fort Worth Botanic Garden 3220 Botanic Garden Boulevard
Parks and Community Services Advisory Board Meeting	4:00 p.m.	Deborah Beggs Moncrief Garden Center Fort Worth Botanic Garden 3220 Botanic Garden Boulevard
Fort Worth Advisory Commission on Ending Homelessness	4:00 p.m.	Pre-Council Chamber
Firefighters' and Police Officers' Civil Service Commission	5:30 p.m.	Police and Fire Training Center 1000 Calvert, Auditorium

<p>This summary is compiled from data furnished to the Office of the City Secretary by 12:00 p.m. on March 22, 2012, and may not include all meetings to be conducted during the week of March 26, 2012 through March 30, 2012. It is a summary listing only. See individual agendas which are posted in compliance with the Texas Open Meetings Act for detailed information.</p>
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**SUMMARY OF MEETINGS AND ACTIVITIES  
MONDAY, MARCH 26, 2012, THROUGH FRIDAY, MARCH 30, 2012**

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**THURSDAY, MARCH 29, 2012**

TIF 4 (Southside) Board Meeting	10:30 a.m.	Pre-Council Chamber
TIF 8 (Lancaster) Board Meeting	11:30 a.m.	Pre-Council Chamber
Fort Worth After School Coordinating Board	11:30 a.m.	Fort Worth Independent School District Board Conference Room 2903 Shotts

**FRIDAY, MARCH 30, 2012**

No Meetings

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PRE-COUNCIL MEETING  
TUESDAY, MARCH 27, 2012  
8:30 A.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
    - [IR 9478](#): Funding for the Henderson Street Bridge Project
    - [IR 9479](#): Annual Purchase Agreements Expirations and Renewals ---  
Third Quarter FY 2012
    - [IR 9480](#): Proposed Council-Initiated Zoning Changes for the Oakridge  
Terrace Neighborhood
2. Current Agenda Items - City Council Members
3. Responses to Items Continued from a Previous Week
  - a. ORDINANCE - Forty-Eighth Supplemental Concurrent Bond Ordinance  
Authorizing One or More Series of Dallas/Fort Worth International Airport Joint  
Revenue Bonds, for Lawful Purposes; Providing the Security Therefore; Providing  
for the Sale, Execution and Delivery Thereof Subject to Certain Parameters; and  
Providing Other Terms, Provisions and Covenants With Respect Thereto  
(Continued from March 20, 2012 by Staff)
4. Briefing on Regional Transportation Projects - Michael Morris, North Central  
Texas Council of Governments
5. Briefing on Enterprise Resource Planning - Susan Alanis, City Manager's Office
6. City Council Requests for Future Agenda Items and/or Reports
7. 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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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, March 27, 2012**

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, as authorized by Section 551.071 of the Texas Government Code:
  - a. Legal issues concerning any item listed on today's City Council meeting agendas.
2. Deliberate the purchase, sale, 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 concerning 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.

**CITY COUNCIL AGENDA  
FOR THE MEETING AT 10:00 A.M. TUESDAY, MARCH 27, 2012  
CITY COUNCIL CHAMBER, CITY HALL  
1000 THROCKMORTON STREET, FORT WORTH, TEXAS**

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**I. CALL TO ORDER**

**II. INVOCATION** - Dr. Ted Kitchens, Christ Chapel Bible Church

**III. PLEDGE OF ALLEGIANCE**

**IV. CONSIDERATION OF MINUTES OF REGULAR MEETING OF MARCH 20, 2012,  
AND MINUTES OF COUNCIL BUS TOUR OF DISTRICTS 4 AND 8 ON MARCH 20,  
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**

1. [M&C G-17556](#) - Adopt Ordinance Amending Chapter 7-78(a) of the City Code to Expand the Authority of the Appeals Board Over Decisions of the Director of Code Compliance Relating to the Probationary Status, Suspension or Revocation of a Multi-Family Dwelling Registration (ALL COUNCIL DISTRICTS)
2. [M&C G-17557](#) - Adopt a Fee Schedule Outlining the Fees Associated with Ordinance No. 19998-12-2011 Adopted by City Council on December 6, 2011 Regarding the Registration and Inspection of Multi-Family Dwelling Complexes (ALL COUNCIL DISTRICTS)
3. [M&C G-17558](#) - Authorize Payments to The Active Network in the Amount of \$9,425.26 and to the Fort Worth Parks and Community Services Sports Advisory Council, Inc., in the Amount of \$26,500.00 for Revenue Share Commitments and Adopt Appropriation Ordinance (ALL COUNCIL DISTRICTS)
4. [M&C G-17559](#) - Authorize Acceptance of a Monetary Donation from the National Insurance Crime Bureau in the Amount of \$5,000.00 for the Special Trust Fund and Adopt Supplemental Appropriation Ordinance (ALL COUNCIL DISTRICTS)
5. [M&C G-17560](#) - Authorize Application and Acceptance, if awarded, of a Grant in the Amount Up to \$71,774.00 from the Criminal Justice Division of the Office of the Governor of Texas to Operate the Diamond Hill Coalition After-School Program, Authorize Execution of Contracts with YMCA of Metropolitan Fort Worth, Boys and Girls Clubs of Greater Fort Worth and Camp Fire USA First Texas Council, Designate the Assistant City Manager for Community Development Services to Serve as the Authorized Official

for the Grant, Adopt Resolution Required by Grant Regulations and Adopt Appropriation Ordinance (COUNCIL DISTRICT 2)

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

1. [M&C P-11365](#) - Authorize Execution of a Master Subscription and Service Agreement with eCivis, Inc., for Grant Tracking and Reporting Licenses and Related Services for City-wide Use in the Amount of \$52,000.00 for the First Year (ALL COUNCIL DISTRICTS)
2. [M&C P-11366](#) - Authorize the Purchase of a Comparison Toolmarks Microscope and Accessories from Leeds Instruments, Inc., Using Texas Comptroller of Public Accounts Non-Automated Term Contract for the Police Department, Crime Lab, Forensics Division, in the Amount of \$70,000.00 Using Grant Funds (ALL COUNCIL DISTRICTS)

**C. Land - Consent Items**

1. [M&C L-15340](#) - Authorize Acquisition of a Road Right-of-Way in Fee, a Permanent Water Line Easement, and Two Temporary Construction Easements from USMD Hospital at Fort Worth, L.P., in the Amount of \$73,900.00 Plus Closing Costs and the City's Construction of a Left-Turn Lane for the Dirks Road West Project (COUNCIL DISTRICT 3)
2. [M&C L-15341](#) - Authorize an Easement Interest in 0.0310 Acres of Land for a Permanent Drainage Easement for the Harley Avenue Realignment Project Located at 2050 Montgomery Street from WGH Properties LLC, for \$50,000.00 and Pay the Estimated Closing Costs of \$1,500.00 for a Total Amount of \$51,500.00 (COUNCIL DISTRICT 7)

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

1. [M&C PZ-2971](#) - Adopt a Resolution Closing a Portion of Irma Street at the Union Pacific Railroad Crossing Between Magnolia Avenue and East Rosedale Street (COUNCIL DISTRICT 8)

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

1. [M&C C-25514](#) - Authorize Execution of Amendment No. 2 to Economic Development Program Agreements, City Secretary Contract Nos. 35326 and 35327 with LPC Trinity Parks L.P., for the Trinity Bluff Project – Phase II & III, to Provide for a Single Supply and Service Spending Commitment and Employment Commitment for Both Agreements (COUNCIL DISTRICT 9)
2. [M&C C-25515](#) - Authorize Execution of a Contract in the Amount of \$816,256.25 with McClendon Construction Company, Inc., for Pavement Reconstruction and Water and Sanitary Sewer Main Replacement in Portions of Fox Hollow, Chaparral Lane and Tanglewood Trail, Utilizing \$521,709.36 from the Street Improvements 2008 Fund and \$457,453.70 from the Water and Sewer Capital

Projects Funds to Provide for Construction Contract Costs, Contingencies and Construction Services for a Project Total of \$979,163.06 and Adopt Appropriation Ordinances (COUNCIL DISTRICT 3)

3. [M&C C-25516](#) - Authorize Execution of a Contract in the Amount of \$448,849.25 with Conatser Construction TX, LP, for Pavement Reconstruction and Water and Sanitary Sewer Main Replacement on Portions of Kleinert Street, Melody Street and Tasman Street, Utilizing \$323,330.50 from the Street Improvements 2008 Fund and \$228,981.75 from the Water and Sewer Capital Projects Funds to Provide for Construction Contract Costs, Contingencies and Construction Services for a Project Total of \$552,312.25 and Adopt Appropriation Ordinances (COUNCIL DISTRICT 6)
4. [M&C C-25517](#) - Authorize Execution of a Contract in the Amount of \$596,838.00 with Conatser Construction TX, LP, for Pavement Reconstruction and Water and Sanitary Sewer Main Replacement on Portions of Lloyd Avenue, Normont Circle and Vinson Street, Utilizing \$493,646.00 from the Street Improvements 2008 Fund and \$232,518.00 from the Water and Sewer Capital Projects Funds to Provide for Construction Contract Costs, Contingencies and Construction Services for a Project Total of \$726,164.00 and Adopt Appropriation Ordinances (COUNCIL DISTRICT 8)
5. [M&C C-25518](#) - Authorize Execution of a Contract in the Amount of \$745,406.75 with Conatser Construction TX, LP, for Pavement Reconstruction and Water and Sanitary Sewer Main Replacement on Portions of Christine Avenue, Christine Court and Quinn Street, Utilizing \$557,955.00 from the Street Improvements 2008 Fund and \$312,353.00 from the Water and Sewer Capital Projects Funds to Provide for Construction Costs, Contingencies and Construction Services for a Project Total of \$870,308.00 and Adopt Appropriation Ordinances (COUNCIL DISTRICT 5)
6. [M&C C-25519](#) - Authorize the Assignment of City Secretary Contract No. 35581, an Engineering Agreement with Slater Engineering, Inc., for the Stormwater Utility Project, Berkshire-Hallmark Drainage Improvements, to McK Engineering, Inc., with a Remaining Balance of \$159,867.72 (COUNCIL DISTRICT 6)
7. [M&C C-25520](#) - Authorize Execution of a Contract in the Amount of \$500,620.00 with Estrada Concrete Company, LLC, for Concrete Restoration at Seven Locations and Adopt Appropriation Ordinance (COUNCIL DISTRICTS 3, 5, 6, 8 and 9)
8. [M&C C-25521](#) - Authorize Execution of an Engineering Agreement in the Amount of \$206,229.00 with S&B Infrastructure, Ltd, for the Design of NW 35th Street at Cement Creek Drainage Improvements (COUNCIL DISTRICT 2)
9. [M&C C-25522](#) - Authorize Execution of a Contract with JLB Contracting, LLC, in the Amount of \$793,895.00 for Hot Mix Asphaltic

Concrete Surface Overlay 2011-14 at Nineteen Locations  
(COUNCIL DISTRICT 8)

10. [M&C C-25523](#) - Authorize Execution of Amendment No. 1 to Engineering Agreement with Freese and Nichols, Inc., in the Amount of \$281,173.00 for Watershed Study Associated with Proposed Water Reclamation Facility in the Upper Portion of Mary's Creek, Thereby Revising the Total Contract Cost to \$524,219.00 for the Mary's Creek Master Plan, and Authorize Execution of an Amendment to City Secretary Contract No. 39306, Interlocal Agreement with the City of Benbrook, to Share Costs for this Amendment (COUNCIL DISTRICT 3)
11. [M&C C-25524](#) - Authorize Execution of an Engineering Agreement in the Amount of \$180,049.00 with A.N.A. Consultants, LLC, for the Design of the Tulsa Way Drainage Improvements (COUNCIL DISTRICT 7)
12. [M&C C-25525](#) - Authorize Solicitation and Acceptance of Donations for a Medical Treatment Room Expansion Project at the Chuck Silcox Animal Care and Control Center (COUNCIL DISTRICT 5)
13. [M&C C-25526](#) - Authorize Extension of the Contract with Smart City Networks to Provide Exclusive Communications Services for Facility Users and Exhibitors at the Fort Worth Convention Center for a Period of One Year with a One Year Extension (COUNCIL DISTRICT 9)
14. [M&C C-25527](#) - Authorize Acceptance of an Additional Award of \$1,406.25 in Fiscal Year 2011 Homeland Security Grant Program Funds from the Texas Department of Public Safety and Adopt Appropriation Ordinance (ALL COUNCIL DISTRICTS)
15. [M&C C-25528](#) - Authorize an Engineering Agreement in the Amount of \$192,000.00 with Dunaway Associates, L.P., for Water Main Relocation Along State Highway 114 from Blue Mound Road, F.M.156 to Harriet Creek Drive (COUNCIL DISTRICT 2)
16. [M&C C-25529](#) - Authorize Execution of Change Order No. 2 in the Amount of \$175,653.75 for a Total Contract Amount of \$868,088.75 to City Secretary Contract No. 41807 with Conatser Construction TX, LP, for Sanitary Sewer Rehabilitation Contract 56, Part 2 on Portions of West Peter Smith Street, West Cannon Street, West Leuda Street, West Terrell Avenue, College Avenue, Alston Avenue and Lipscomb Street and Adopt Appropriation Ordinance (COUNCIL DISTRICTS 8 and 9)
17. [M&C C-25530](#) - Authorize Acceptance of Two Grants from the Texas Department of Housing and Community Affairs for 2012-2013 Weatherization Assistance Program Up to a Total of \$2,400,000.00, Authorize Related Contracts, Authorize Waiver of Indirect Costs, Authorize Interfund Loan and Adopt Appropriation Ordinance (ALL COUNCIL DISTRICTS)

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



1. OCS - 1845 - Notice of Claims for Alleged Damages and/or Injuries

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

**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. ORDINANCE**

1. Forty-Eighth Supplemental Concurrent Bond Ordinance Authorizing One or More Series of Dallas/Fort Worth International Airport Joint Revenue Bonds, for Lawful Purposes; Providing the Security Therefore; Providing for the Sale, Execution and Delivery Thereof Subject to Certain Parameters; and Providing Other Terms, Provisions and Covenants With Respect Thereto **(Continued from March 20, 2012 by Staff)**

**XIV. REPORT OF THE CITY MANAGER**

**A. Benefit Hearing - None**

**B. General**

1. [M&C G-17561](#) - Adopt Ordinance Amending the City of Fort Worth Building Code to Allow Expanded Administrative Approval of Permanent Encroachment Agreements (ALL COUNCIL DISTRICTS)
2. [M&C G-17562](#) - Approve the Change of Use and Expenditure of \$1,200,000.00 of HOME Investment Partnerships Grant Funds for the City's Homebuyer Assistance Program and Authorize Substantial Amendment to Various Action Plans from 1998 to 2012 (ALL COUNCIL DISTRICTS)
3. [M&C G-17563](#) - Conduct a Public Hearing and Adopt Ordinance to Redesignate the Berryhill/Mason Heights Area as Fort Worth Neighborhood Empowerment Reinvestment Zone No. 34 (COUNCIL DISTRICT 8) **(PUBLIC HEARING)**
  - a. Report of City Staff
  - b. Citizen Presentations
  - c. Council Action
4. [M&C G-17564](#) - Conduct a Public Hearing, Adopt Resolution Redesignating the Ridglea Village/Como Area as a Neighborhood Empowerment Zone and Adopt Ordinance to Redesignate the Ridglea Village/Como Area as Fort Worth Neighborhood Empowerment Reinvestment Zone No. 2 (COUNCIL DISTRICTS 3 and 7) **(PUBLIC HEARING)**
  - a. Report of City Staff
  - b. Citizen Presentations
  - c. Council Action

**C. Purchase of Equipment, Materials, and Services**

1. [M&C P-11367](#) - Authorize Purchase Agreement with Morrison Supply Company for Water-Saving Toilets for the Water Department in the Amount of \$1,323,000.00 for the First Year (ALL COUNCIL DISTRICTS)

**D. Land**

1. [M&C L-15342](#) - Authorize Conveyance of an Easement to Oncor Electric Delivery for Electrical Equipment and Appurtenances to the Polytechnic Heights Neighborhood Police Center Located at 1100 East Nashville Avenue at No Expense to the City of Fort Worth (COUNCIL DISTRICT 8)

**E. Planning & Zoning - None**

**F. Award of Contract**

1. [M&C C-25531](#) - Authorize Expenditure in the Amount of \$1,115,000.00 of HOME Investment Partnerships Program Grant Funds to Tarrant County Housing Partnership, Inc., for the Development of Ten Single Family Houses in the Hillside-Morningside Neighborhood, Authorize Execution of Conditional Commitments and Contracts (COUNCIL DISTRICT 8)
2. [M&C C-25532](#) - Authorize Execution of a Contract in the Amount of \$1,079,601.00 with Conatser Construction TX, LP, for Pavement Reconstruction and Water and Sanitary Sewer Main Replacement on Portions of Belle Place, Dorothy Lane, Sutter Street, Washburn Avenue and Harley Avenue, Utilizing \$788,875.00 from the 2008 Capital Improvement Program Projects Fund and \$496,980.00 from the Water and Sewer Capital Projects Funds to Provide for Construction Contract Costs, Contingencies and Construction Services for a Project Total in the Amount of \$1,285,855.00 and Adopt Appropriation Ordinances (COUNCIL DISTRICT 7)
3. [M&C C-25533](#) - Authorize Execution of a Contract in the Amount of \$886,670.25 with Stabile & Winn, Inc., for Pavement Reconstruction and Water Main Replacement on Portions of Fifth Avenue, Sixth Avenue and West Beddell Street, Utilizing \$756,318.50 from the 2008 Capital Improvement Program Fund and \$302,917.00 from the Water and Sewer Capital Projects Funds to Provide for Construction Contract Costs, Contingencies and Construction Services for a Project Total of \$1,059,235.50 and Adopt Appropriation Ordinance (COUNCIL DISTRICT 9)
4. [M&C C-25534](#) - Authorize the Execution of a Contract in the Amount of \$1,023,642.65 with McClendon Construction Company, Inc., for Pavement Reconstruction and Water and Sanitary Sewer Main Replacement on Portions of 12th Street, Hawthorne Avenue and Lisbon Street, Utilizing \$857,873.40 from the Street Improvements 2008 Fund and \$301,530.00 from the Water Capital Projects Fund to Provide for Construction Contract Costs, Contingencies and

Construction Services for a Project Total of \$1,159,403.40 and Adopt Appropriation Ordinance (COUNCIL DISTRICT 9)

5. [M&C C-25535](#) - Authorize Execution of a Contract in the Amount of \$1,428,769.70 with McClendon Construction Company, Inc., for Paving, Retaining Wall, Street Lights and Drainage Improvements for Ray White Road from North Tarrant Parkway to Shiver Road, Utilizing \$1,739,904.70 from Transportation Public Works Gas Well Revenues Fund to Provide for Construction Contract Costs, Contingencies and Construction Services for a Project Total of \$1,739,904.70 and Adopt Appropriation Ordinance (COUNCIL DISTRICT 2)
6. [M&C C-25536](#) - Authorize Execution of a Contract with Laughley Bridge & Construction, Inc., in the Amount of \$2,000,000.00 for Water Main Extensions, Replacements and Relocations at Various Locations throughout the City of Fort Worth (ALL COUNCIL DISTRICTS)
7. [M&C C-25537](#) - Authorize Execution of a Construction Contract in the Amount of \$3,900,225.00, Including a \$185,725.00 Allocation Allowance with Prime Construction Company to Construct the Chisholm Trail Community Center to Be Located at 4680 McPherson Boulevard (COUNCIL DISTRICT 6)

#### **XV. CITIZEN PRESENTATIONS**

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

#### **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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***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.***

**No Documents for this Section**



*Updated March 22, 2012*

***City of Fort Worth  
City Council Pre-Council Agenda Calendar***

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**March 27, 2012**

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

**Continued Items:**

- **ORDINANCE** - Forty-Eighth Supplemental Concurrent Bond Ordinance Authorizing One or More Series of Dallas/Fort Worth International Airport Joint Revenue Bonds, for Lawful Purposes; Providing the Security Therefore; Providing for the Sale, Execution and Delivery Thereof Subject to Certain Parameters; and Providing Other Terms, Provisions and Covenants With Respect Thereto (**Continued from March 20, 2012 by Staff**)
- o Briefing on Regional Transportation Projects [*Michael Morris, North Central Texas Council of Governments*]
- o Briefing on Enterprise Resource Planning [*Susan Alanis, City Manager's Office*]

**April 3, 2012**

**Monthly Zoning Meeting**

***1:00 p.m. Housing and Economic Development Committee  
Fort Worth Local Development Corporation  
(Immediately following the HED)  
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 March 6, 2012 by Council Member Zimmerman**)



*Updated March 22, 2012*

***City of Fort Worth  
City Council Pre-Council Agenda Calendar***

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**April 3, 2012 (continued)**

**Continued Items:**

- **ZC-11-100A** – City of Fort Worth Planning & Development, Text Amendment: Proposed Amendments to the Camp Bowie Form Based Code, Ridglea Urban Village Core South: An Ordinance amending the Zoning Ordinance of the City of Fort Worth, being Ordinance No. 13896, as amended, codefied as Appendix "A" of the code of the City of Fort Worth, to amend: Section 5 "Schedule of Permitted Uses" of the Camp Bowie Revitalization Code of Section 4.1204 of Chapter 4, "District Regulations" and the Table of permitted uses in the Ridglea Urban Village Core South Zone. **(Recommended for Approval) (Continued from March 6, 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. **(Recommended for Approval) (Continued from March 20, 2012 by Council Member Espino)**
  - **ZC-12-021** - City of Fort Worth Planning & Development, Text Amendment: Telecommunication Towers: An Ordinance amending the Zoning Ordinance of the City of Fort Worth, being Ordinance No. 13896, as amended, codefied as Appendix "A" of the code of the City of Fort Worth, to amend:
    - Article 1 'Standards for Selected Uses', of Chapter 5, "Supplemental Use Standards"; Sections 5.136 "Telecommunications Antenna" and 5.137 "Telecommunication Tower and Stealth Telecommunication Tower" in their entirety;
    - Reorganize the sections and revise application requirements, design review responsibility, and allow administrative approvals;
    - Section 2.102 "Urban Design Commission" to revise the duties of the Urban Design Commission; and
    - Chapter 9, "Definitions" to revise definitions related to Telecommunications**(Recommended for Approval) (Continued from a Previous Meeting) (Continued from March 6, 2012 by Council Member Shingleton)**
- o Overview of Significant Zoning Cases [\*\[Dana Burghdoff, Planning and Development\]\*](#)
  - o Briefing on the Other Post Employment Benefits (OPEB) Trust [\*\[Susan Alanis, City Manager's Office\]\*](#)
  - o Briefing on Healthcare Strategies [\*\[Karen Marshall, Human Resources\]\*](#)



Updated March 22, 2012

**City of Fort Worth**  
**City Council Pre-Council Agenda Calendar**

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**April 10, 2012**

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

***1:00 p.m. Infrastructure & Transportation Committee***

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

- o Update on Trinity River Vision Project [*Mark Rauscher, Planning and Development*]
- o Briefing on Feral Cat Ordinance [*Brandon Bennett, Code Compliance*]
- o Update on Area Public School Systems in Fort Worth [*Randle Harwood, Planning and Development*]

**April 17, 2012**

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

- o Presentation on Mayfest [*Richard Zavala, Parks and Community Services and Elizabeth Basham, Executive Director, Mayfest, Inc.*]
- o Briefing on Proposed Ordinance to Regulate Land Disturbance and Grading [*Greg Simmons, Transportation and Public Works*]

**April 24, 2012**

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

***1:00 p.m. Tour of City Council District 7***

**April 26, 2012** (***Thursday***)

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

**May 1, 2012**

***Monthly Zoning Meeting***

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

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



*Updated March 22, 2012*

*City of Fort Worth  
City Council Pre-Council Agenda Calendar*

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

**May 8, 2012**

*1:00 p.m. Infrastructure & Transportation Committee*

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

**May 15, 2012**

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

**May 17, 2012**     *(Thursday)*

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

**May 22, 2012**

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

**May 28, 2012**     *(Monday)*

*City Hall Closed – Memorial Holiday*

**May 29, 2012**

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



## City Council Meeting of March 20, 2012 Staff Action Tracking

Item #1	Trinity River Vision Project		
Due Date:	April 10, 2012	Council District:	6
Staff Action:	Staff to provide Council a briefing covering an overview on the Trinity River Vision project.		
Responsibility:	Randle Harwood (Planning and Development)		

Item #2	Salt Water Disposal Wells		
Due Date:	April 3, 2012	Council District:	8
Staff Action:	Provide additional information for Council showing how other cities bordering Fort Worth handle Salt Water Disposal Wells and prepare an appropriate IR.		
Responsibility:	Randle Harwood (Planning and Development)		

Item #3	Overdue Parking Tickets		
Due Date:	April 3, 2012	Council District:	7
Staff Action:	Staff to meet with Council Member Shingleton on the collection of overdue parking tickets.		
Responsibility:	Deidra Emerson (Municipal Court)		

**CITY OF FORT WORTH, TEXAS  
REGULAR CITY COUNCIL MEETING  
MARCH 20, 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

**Absent:**

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 10:20 a.m., on Tuesday, March 20, 2012, in the City Council Chamber of the Fort Worth City Hall, 1000 Throckmorton Street, Fort Worth, Texas 76102, with Council Member Burns absent.

**II. INVOCATION - Imam Moujahed Bakhach, Islamic Association of Tarrant County**

The invocation was provided by Imam Moujahed Bakhach, Islamic Association of Tarrant County.

**III. PLEDGE OF ALLEGIANCE**

The Pledge of Allegiance was recited.

**IV. CONSIDERATION OF MINUTES OF REGULAR MEETING OF MARCH 6, 2012**

Motion: Mayor Pro tem Zimmerman made a motion, seconded by Council Member Shingleton, that the Minutes of the regular meeting of March 6, 2012, be approved. The motion carried unanimously 8 ayes to 0 nays, with Council Member Burns absent.

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

City Manager Higgins requested that Mayor and Council Communication No. C-25495 be withdrawn from the Consent Agenda.

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

City Manager Tom Higgins requested that the stand-alone Forty-Eighth Supplemental Concurrent Bond Ordinance authorizing one or more series of Dallas/Fort Worth International Airport Joint Revenue Bonds, be continued until the March 27, 2012, Council meeting and Mayor and Council Communication No. G-17540 be withdrawn from consideration and replaced with Mayor and Council Communication No. G-17540 (Revised).

**VII. CONSENT AGENDA**

Motion: Council Member Scarth made a motion, seconded by Council Member Hicks, that the Consent Agenda be approved as amended. The motion carried unanimously 8 ayes to 0 nays, with Council Member Burns absent.

**A. General - Consent Items**

**1. M&C G-17541 - Adopt Ordinance Amending Chapter 7 "Buildings" of the City Code to Require Appeals to District Court to Be Trial De Novo for Appeals of Appeals Board Decisions of Building Standards Commission Orders and Removing the Mandatory Requirement to Demolish Foundations Pursuant to Demolition Permits. (ALL COUNCIL DISTRICTS)**

The City Council approved the following recommendation: Adopt Ordinance No. 20104-03-2012 amending Chapter 7 "Buildings" of the City of Fort Worth by revising Section 7-108 to change the standard of review to trial de novo for appeals from Appeals Board decisions; amending Chapter 7 "Buildings" of the Code of the City of Fort Worth by revising Section 7-222 to eliminate the requirement to remove the foundation and concrete slab pursuant to a moving or demolition permit.

**2. M&C G-17542 - Approve Retroactive Extension of Injury Leave-of-Absence Pay Benefits in the Amount of \$19,323.20 for Police Officer Lisa Ramsey Beginning January 2, 2012 through July 4, 2012. (ALL COUNCIL DISTRICTS)**

The City Council approved the following recommendation: Approve a six (6) month Extension of Injury Leave-of-Absence pay benefits in the amount of \$19,323.20 for Police Officer Lisa Ramsey retroactively beginning January 2, 2012, through July 4, 2012.

**3. M&C G-17543 - Accept Donation from the U. S. Domestic Nuclear Detection Office for Radiation Detection Equipment Valued at Approximately \$169,662.93 for Use by the Police Department's Emergency Preparedness Incident Command Unit and Adopt Appropriation Ordinance. (ALL COUNCIL DISTRICTS)**

The City Council approved the following recommendation: Accept a donation from the U. S. Domestic Nuclear Detection Office for the following equipment for use by the Police Department's Emergency Preparedness Incident Command Unit: Seven (7) ICX identiFINDER NGH RID Kits and 71 D-tect mini rad-D Personal Radiation Detectors valued at approximately \$169,662.93; and adopt Appropriation Ordinance No. 20105-03-2012 increasing the estimated receipts and appropriations in the Grant Capital Projects Fund in the amount of \$169,662.93, upon receipt of the equipment, for the purpose of protecting against radiological/nuclear material in the North Texas region.

**4. M&C G-17544 - Adopt Ordinance Appointing Raquel D. Brown as a Municipal Judge for a Two Year Term Commencing April 1, 2012 and Ending March 31, 2014 to Fill a Vacant Municipal Judge Position. (ALL COUNCIL DISTRICTS)**

The City Council approved the following recommendation: Adopt Ordinance No. 20106-03-2012 appointing Raquel D. Brown as Municipal Judge for a two (2) year term commencing April 1, 2012, and ending March 31, 2014, or until a successor is qualified and appointed in accordance with state law.

**B. Purchase of Equipment, Materials, and Services - Consent Items - None**

**C. Land - Consent Items**

**1. M&C L-15334 - Authorize the Acquisition of a Fee Simple Interest in a Total of 0.90 Acres of Land for Right-of-Way, an Easement Interest in a Total of 0.11 Acres of Land for One Permanent Drainage Facility Easement, and 0.044 Acres of Land for One Variable Width Permanent Drainage Easement for the Ray White Road Improvement Project Near the Shiver and Ray White Road Intersection from Lazy F. Inc., and Quadrant North Tarrant Partners, Ltd., for \$138,300.00 and Pay the Estimated Closing Costs of \$8,000.00 in the Amount of \$146,300.00 and Adopt Appropriation Ordinance. (COUNCIL DISTRICT 2)**

The City Council approved the following recommendation: Adopt Appropriation Ordinance No. 20107-03-2012 increasing the estimated receipts and appropriations in the Transportation Public Works Gas Well Revenue Fund in the amount of \$146,300.00, from available funds, for the purpose of covering the acquisition of two (2) fee simple interests and one (1) permanent drainage facility easement and one (1) viable width permanent drainage easement; authorize the acquisition of fee simple interests in a total of 0.90 acre of land for right-of-way, an easement interest in a total of 0.11 acre of land for two (2) permanent drainage facility easements, and 0.044 acre of land for one (1) variable width permanent drainage easement located at 8501 Ray White Road and described as Eli W. Shriver, Abstract No. 1455, for the Ray White Road Improvement Project near the Shiver and Ray White Road Intersection from Lazy F., Inc., and Quadrant North Tarrant Partners, Ltd.; find that the total purchase price of \$138,300.00 is just compensation; and authorize the City Manager or his designee to accept the conveyances, record the appropriate instruments and to pay the estimated closing costs up to \$8,000.00.

**2. M&C L-15335 - Authorize the Acquisition of a Fee Simple Interest in 0.465 Acres of Land for Right-of-Way Located in the J.R. Knight Survey, Abstract 902, Tract 1C02, on the Southwest Corner of Alta Vista and Keller Hicks Road, from Hillwood Residential Services, LP, in the Amount of \$60,765.00 and Pay Estimated Closing Costs Not to Exceed \$2,500.00. (COUNCIL DISTRICT 2)**

The City Council approved the following recommendation: Authorize the acquisition of a fee simple interest in 0.465 acre of land for right-of-way located in the J.R. Knight Survey, Abstract 902, Tract 1C02, on the southwest corner of Alta Vista and Keller Hicks Road, Fort Worth, Texas, from Hillwood Residential Services, LP; find the price of \$60,765.00 offered for the purchase of the right-of-way is just compensation; and authorize the City Manager or his designee to accept the conveyance, record the appropriate instruments and to pay estimated closing costs not to exceed \$2,500.00.

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

**1. M&C PZ-2970 - Adopt Ordinance Vacating Two Alleys Located Between Third Street and Fourth Street and a Public Open Space Easement at the Intersection of Third Street and Main Street. (COUNCIL DISTRICT 9)**

The City Council approved the following recommendation: Adopt Ordinance No. 20108-03-2012 vacating and extinguishing two (2) ten foot wide alley rights-of-way located between Third Street and Fourth Street and one (1) public open space easement at the intersection of Third Street and Main Street situated in the M. Baugh Survey, Abstract No. 106, City of Fort Worth, and located in Blocks 50 and 52, original Town of Fort Worth, an Addition to the City of Fort Worth, Tarrant County, Texas; and waive any and all purchase fee value of the vacated land in accordance with City Policy (M&C G-15624).

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

**1. M&C C-25486 - Authorize Execution of an Encroachment Agreement with Castle Peak Homes III, LP, for the Construction of Three Paved Parking Spaces at 2632 Lubbock Avenue Encroaching onto the Prairie Avenue Right-of-Way. (COUNCIL DISTRICT 9)**

The City Council approved the following recommendation: Authorize execution of a standard Encroachment Agreement with Castle Peak Homes III, LP, for the construction of three (3) paved parking spaces at 2632 Lubbock Avenue proposed to encroach onto the Prairie Avenue right-of-way.

**2. M&C C-25487 - Authorize Expenditure in the Amount of \$245,460.00 in Community Development Block Grant - Recovery Funds with Bradley Douglas Construction Services, LLC, for Construction of Sidewalks in Community Development Block Grant - Eligible Areas and Authorize Execution of Related Construction Contract. (ALL COUNCIL DISTRICTS)**

The City Council approved the following recommendation: Authorize expenditure in the amount of \$245,460.00 in Community Development Block Grant - Recovery Funds with Bradley Douglas Construction Services, LLC, for construction of the Sidewalk Infrastructure Project, Phase III; and authorize the City Manager to execute a contract with Bradley Douglas Construction Services, LLC, for this project to be completed in 150 days.

**3. M&C C-25488 - Authorize Change of Use and Expenditure of \$300,000.00 of HOME Investment Partnerships Program Grant Funds to Sphinx Development Corporation or its Designated Affiliate, in the Form of an Interim Loan for Harmon Villas, a Multifamily Housing Development to Be Located at 9592 Harmon Road, Authorize Execution of a Conditional Commitment and Contract, Authorize Substantial Amendment to the City of Fort Worth's 2009-2010 and 2010-2011 Action Plans and Substitution of Funding Years and Adopt Resolution Supporting the 2012 Low Income Housing Tax Credit Application for the Development. (COUNCIL DISTRICT 2)**

The City Council approved the following recommendation: Authorize a substantial amendment to the City of Fort Worth's 2009-2010 and 2010-2011 Action Plans; authorize substitution of current and prior funding years in order to meet commitment, disbursement and expenditure deadlines for grant funds from the United States Department of Housing and Urban Development; authorize change in use and expenditure of \$300,000.00 in prior years HOME Investment Partnerships Program Grant funds to the Sphinx Development Corporation or its designated affiliate, in the form of a interim repayment loan for the development of Harmon

Villas; authorize the City Manager or his designee to execute a Conditional Commitment with the Sphinx Development Corporation or its designated affiliate, for a interim repayment loan that conditions funding on the completion of the Environmental Review, satisfactory completion of HOME requirements, and among other things, receipt of Low Income Housing Tax Credits from the Texas Department of Housing and Community Affairs; authorize the City Manager or his designee to execute a HOME contract with Sphinx Development Corporation or its designated affiliate, for the development for a term beginning on the date of execution of the contract and ending on the date the 20 year affordability period expires; authorize the City Manager or his designee to extend or renew the Conditional Commitment or the contract for up to one (1) year if Sphinx Development Corporation requests an extension and such extension is necessary for completion of the development; authorize the City Manager or his designee to amend the Conditional Commitment or the Contract if necessary to achieve project goals provided that the amendment is within the scope of the development and in compliance with City policies and applicable laws and regulations governing the use of federal grant funds; and adopt Resolution No. 4068-03-2012 supporting the 2012 Low Income Housing Tax Credit application for the Harmon Villas Apartments.

**4. M&C C-25489 - Authorize Change of Use and Expenditure in the Amount of \$368,000.00 of HOME Investment Partnerships Program Grant Funds to Miller Valentine Group or its Designated Affiliate, in the Form of an Interim Loan for the Reserve at Western Center, a Multifamily Housing Development to Be Located at Western Center Boulevard and Blue Mound Road, Authorize Execution of a Conditional Commitment and Contract, Authorize Substantial Amendment to the City of Fort Worth's 2009-2010 and 2010-2011 Action Plans and Substitution of Funding Years and Adopt Resolution Supporting the 2012 Low Income Housing Tax Credit Application for the Development. (COUNCIL DISTRICT 2)**

The City Council approved the following recommendation: Authorize a substantial amendment to the City of Fort Worth's 2009-2010 and 2010-2011 Action Plans; authorize substitution of current and prior funding years in order to meet commitment, disbursement and expenditure deadlines for grant funds from the United States Department of Housing and Urban Development; authorize Change in Use and Expenditure in the amount of \$368,000.00 in prior years HOME Investment Partnerships Program Grant funds to the Miller Valentine Group or its designated affiliate, in the form of a interim repayment loan for the development of the Reserve at Western Center; authorize the City Manager or his designee to execute a Conditional Commitment with the Miller Valentine Group or its designated affiliate, for a interim repayment loan that conditions funding on completion of the Environmental Review, satisfactory completion of HOME requirements, and among other things, receipt of Low Income Housing Tax Credits from the Texas Department of Housing and Community Affairs; authorize the City Manager or his designee to execute a HOME Investment Partnerships Program Contract with the Miller Valentine Group or its designated affiliate, for the development of a term beginning on the

date of execution of the contract and ending on the date the 20 year affordability period expires; authorize the City Manager or his designee to extend or renew the Conditional Commitment or the Contract for up to one year if Miller Valentine Group requests an extension and such extension is necessary for completion of the development; authorize the City Manager or his designee to amend the Conditional Commitment or the contract if necessary to achieve project goals provided that the amendment is within the scope of the development and in compliance with City of Fort Worth policies and applicable laws and regulations governing the use of Federal Grant Funds; and adopt Resolution No. 4069-03-2012 supporting the 2012 Low Income Housing Tax Credit application for the Reserve at Western Center Apartments.

**5. M&C C-25490 - Authorize Execution of an Engineering Services Agreement with Halff Associates, Inc., in the Amount of \$125,002.00 for the Preparation of Plans, Specifications and Construction Estimates for Intersection Capacity Improvements Projects at Three Locations, Western Center Boulevard at North Beach Street, South Hulen Street at Granbury Road, and West Cleburne Road at Columbus Trail. (COUNCIL DISTRICTS 3, 4 and 6)**

The City Council approved the following recommendation: Authorize execution of an Engineering Services Agreement with Halff Associates, Inc., in the amount of \$125,002.00 for the preparation of plans, specifications and construction estimates for intersection capacity improvement projects at three (3) locations: Western Center Boulevard at North Beach Street, South Hulen Street at Granbury Road, and West Cleburne Road at Columbus Trail.

**6. M&C C-25491 - Authorize Execution of a Contract with the Texas Department of Transportation and Quick Water Productions for Temporary Closure of Interstate Highway 820 Service Road from 900 Feet West of Marine Creek Parkway to 500 Feet Past Marine Creek Lake Beginning Saturday, September 8, 2012 through Sunday, September 9, 2012, for the Fort Worth Drag Boat Nationals at Marine Creek Lake. (COUNCIL DISTRICT 7)**

The City Council approved the following recommendation: Authorize the execution of a contract with the Texas Department of Transportation to temporarily close two (2) lanes of the Interstate Highway 820 service road from 900 feet west of Marine Creek Parkway to 500 feet past Marine Creek Lake beginning Saturday, September 8, 2012, at 6:00 a.m. through 6:00 p.m. Sunday, September 9, 2012; and authorize the execution of a contract with Quick Water Productions for the temporary closure of the Interstate Highway 820 service road for the Fort Worth Drag Boat Nationals at Marine Creek Lake.

**7. M&C C-25492 - Authorize Execution of an Engineering Agreement with Kasper/Graham & Associates, Inc., d/b/a Graham Associates, Inc., in the Amount of \$305,969.00 for the Design of the Shore View Drive Culvert Improvements. (COUNCIL DISTRICT 7)**



The City Council approved the following recommendation: Authorize execution of an Engineering Agreement with Kasper/Graham & Associates, Inc., d/b/a Graham Associates, Inc., in the amount of \$305,969.00 for the design of the Shore View Drive Culvert Improvements.

**8. M&C C-25493 - Authorize Execution of an Engineering Services Agreement with Kimley-Horn and Associates, Inc., in the Amount of \$475,600.00 for the Design of Old Decatur Road from WJ Boaz Road to McLeroy Boulevard Utilizing Funds from the 2008 Bond Program to Provide for Design, Project Management and Design Review for a City Project Total of \$508,600.00. (COUNCIL DISTRICT 7)**

The City Council approved the following recommendation: Authorize execution of an Engineering Services Agreement with Kimley-Horn and Associates, Inc., in the amount of \$475,600.00 for the design of Old Decatur Road from WJ Boaz Road to McLeroy Boulevard utilizing funds from the 2008 Bond Program to provide for design, project management and design review for a City project total of \$508,600.00.

**9. M&C C-25494 - Authorize Execution of an Engineering Agreement with HDR Engineering, Inc., in the Amount of \$270,126.00 for the Design of Pennsylvania Avenue from Tenth Street to West Cannon Street. (COUNCIL DISTRICT 9)**

The City Council approved the following recommendation: Authorize execution of an Engineering Agreement with HDR Engineering, Inc., in the amount of \$270,126.00 for the design of Pennsylvania Avenue from Tenth Street to West Cannon Street.

**11. M&C C-25496 - Authorize Execution of a Stormwater Facility Maintenance Agreement with SHG Resources, LP, for Property Located on Lot 2-R, Block 2, Medical Centre Addition. (COUNCIL DISTRICT 9)**

The City Council approved the following recommendation: Authorize execution of a Stormwater Facility Maintenance Agreement with SHG Resources, LP, for property located on Lot 2-R, Block 2, Medical Centre Addition at no expense to the City.

**12. M&C C-25497 - Authorize Amendment No. 1 to City Secretary Contract No. 35728 with CourtView Justice Solution in the Amount of \$121,025.00 for the Design and Installation of an Automated Interface to Retrieve Electronic Citation Data from the City of Fort Worth's Pocket Citation System for Case Initiation. (ALL COUNCIL DISTRICTS)**

The City Council approved the following recommendation: Authorize Amendment to City Secretary Contract No. 35728 with CourtView Justice Solutions for the installation of eCitation

Exchange with Review Queue and Image Handling interface to provide an interface between the Police Department's Pocket Citation System that produces electronic citations at an initial cost of \$121,025.00.

**13. M&C C-25498 - Adopt Resolution Authorizing an Increase of \$200,000.00 in the Maximum Amount to Be Paid to S.G. Johndroe, III and the Law Firm Cantey Hanger, LLP, as Outside Counsel in the Alliance Airport Runway Extension Project to an Amount Not to Exceed \$500,000.00. (COUNCIL DISTRICT 2)**

The City Council approved the following recommendation: Adopt Resolution No. 4070-03-2012 authorizing an increase of \$200,000.00 in the maximum amount to be paid to S.G. Johndroe, III and the law firm Cantey Hanger, LLP, as outside counsel in the Alliance Airport Runway Extension Project in an amount not to exceed \$500,000.00.

**14. M&C C-25499 - Authorize Execution of an Encroachment on Easement Agreement with Atmos Energy for the Installation of a Fire Lane by FTWFBO, LLC as Lessee and Texas Jet, Inc. as Sub-Lessee on an Existing Atmos Energy Easement in the Vicinity of 4709 North Main Street at Fort Worth Meacham International Airport. (COUNCIL DISTRICT 2)**

The City Council approved the following recommendation: Authorize the execution of an Encroachment on Easement Agreement with Atmos Energy for the installation of a fire lane by FTWFBO, LLC as Lessee and Texas Jet, Inc., as Sub-Lessee on an existing Atmos Energy easement in the vicinity of 4709 North Main Street at Fort Worth Meacham International Airport.

**15. M&C C-25500 - Authorize Acceptance of Grant Amendment No. 2 to City Secretary Contract No. 35315 from the Texas Department of Transportation Increasing the Sponsor's Share for the Perimeter Road Construction Project at Meacham International Airport by \$601,966.00, Authorize Use of Revenue Derived from Gas Leases in the Amount of \$601,966.00 for the Additional Grant Match and Adopt Appropriation Ordinances. (COUNCIL DISTRICT 2)**

The City Council approved the following recommendation: Authorize acceptance of Grant Amendment No. 2 to City Secretary Contract No. 35315, from the Texas Department of Transportation increasing the sponsor's share for the Perimeter Road Construction Project at Meacham International Airport in the amount of \$601,966.00; authorize use of existing revenue derived from gas leases on City owned airport properties in the amount of \$601,966.00 for the additional amount required to meet the City's match; adopt Appropriation Ordinance No. 20109-03-2012 increasing the estimated receipts and appropriations in the Airports Gas Lease Project Fund, from available funds, for the purpose of the construction project; authorize transfer of \$601,966.00 from the Airports Gas Lease Project Fund to the Airports Grant Fund;

and adopt Appropriation Ordinance No. 20110-03-2012 increasing the estimated receipts and appropriations in the Airports Grant Fund, from available funds, for the purpose of the construction project, subject to execution of the Grant Agreement Amendment.

**16. M&C C-25501 - Authorize Execution of a Contract with Burnsco Construction, Inc., in the Amount of \$714,475.90 for Water and Sanitary Sewer Replacement Contract 2005, WSM-L, Part 1, on Park Hill Drive from Shirley Avenue to Colonial Parkway and Adopt Appropriation Ordinances. (COUNCIL DISTRICT 9)**

The City Council approved the following recommendation: Authorize the transfer of \$792,475.90 from the Water and Sewer Operating Fund in the amount of \$778,252.00 to the Water Capital Projects Fund and in the amount of \$14,223.90 to the Sewer Capital Projects Fund; adopt Appropriation Ordinance No. 20111-03-2012 increasing the estimated receipts and appropriations in the Water Capital Projects Fund, from the transferred funds from the Water and Sewer Fund, for the purpose of a Water and Sanitary Sewer Replacement Contract; adopt Appropriation Ordinance No. 20112-03-2012 increasing the estimated receipts and appropriations in the Sewer Capital Projects Fund, from the transferred funds from the Water and Sewer Fund, for the purpose of a Water and Sanitary Sewer Replacement Contract; and authorize execution of a contract with Burnsco Construction, Inc., in the amount of \$714,475.90 for Water and Sanitary Sewer Replacement Contract 2005, WSM-L, Part 7.

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

**1. OCS -1844 - Notice of Claims for Alleged Damages and/or Injuries**

End of Consent Agenda.

**E. Award of Contract - Removed from Consent Agenda for Individual Consideration**

**10. M&C C-25495 - Authorize Execution of an Engineering Agreement with Freese and Nichols, Inc., in the Amount of \$455,825.00 for the Design of the Riverside Drive Bridge at Fossil Creek. (COUNCIL DISTRICT 4)**

The City Council approved the following recommendation: Authorize execution of an Engineering Agreement with Freese and Nichols, Inc., in the amount of \$455,825.00 for the design of the Riverside Bridge Drive at Fossil Creek.

Mr. Tom Burke, President, Stone Glen at Fossil Creek Neighborhood Association, 6521 Stone Creek Trail, appeared before Council in opposition to Mayor and Council Communication No. C-25495.

Council Member Scarth expressed appreciation to Mr. Burke and the neighborhood for their involvement on this project and stated that he understood the concerns. He stated that the road was necessary and that the neighborhood would have input on signage, commercial truck traffic and speed limit enforcement.

Motion: Council Member Scarth made a motion, seconded by Council Member Espino, that Mayor and Council Communication No. C-25495 be approved. The motion carried unanimously 8 ayes to 0 nays, with Council Member Burns absent.

Mayor Price recognized Municipal Court Judge Raquel D. Brown in the audience and stated she was appointed as a Municipal Court Judge by Mayor and Council Communication No. G-17544, which was approved on the Consent Agenda.

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

**1. Certificate of Recognition for Outstanding Act of Heroism Presented by the Fort Worth Police Department**

Deputy Chief Rhonda Robertson, Police Department, presented Certificates of Recognition for Outstanding Act of Heroism to LaDarius and LaDarian Martin. She stated that the two brothers, ages 9 and 10, witnessed a burglary in progress in east Fort Worth. She further stated that one of the suspects noticed his identity had been compromised as he and his accomplice were leaving with stolen property and handed both brothers \$100.00 each as "hush money". She advised that the young men were taught by their mother and grandmother, "right from wrong" and provided a true account to the responding officers. She also pointed out that the young men returned the money to the burglary victims. She advised that one of the young men was later assaulted for telling the Police about the burglary. She stated that warrants were issued and two suspects were apprehended and charged for the burglary and added that warrants were also issued for the assault on the witness.

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

**1. Upcoming and Recent Events**

Council Member Espino congratulated Judge Brown on her appointment and wished her continued success. He also announced that the Cesar Chavez Committee would hold a march on March 31, 2012, and encouraged those interested to contact Dennis Reese at 817-501-5341. He also encouraged the City Manager to invoke a City holiday in honor of Mr. Chavez and stated that Tarrant County and the State of Texas also observed a Cesar Chavez holiday.

Council Member Scarth announced that he attended one of the final days of the Welcome Home Hero program. He recognized District 4 resident Ms. Pat Brown and stated she had welcomed home soldiers nearly every week for the past six years. He expressed appreciation to Ms. Brown for her dedication to the Nation's heroes and stated he was sad to see the program end.

Council Member Shingleton announced that the Naval Air Station Joint Reserve Base would be conducting Anti-Terrorism Training and Security exercises this week and advised that traffic delays could be expected along with additional fly-overs in the area.

Mayor Price announced that the Joe's Run, benefitting the Samaritan House would be held on March 24, 2012, and encouraged everyone to attend. She also announced that the weekly Wednesday bicycle rides would resume and continue through the fall.

**2. Recognition of Citizens**

There were no citizens recognized at this time.

**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**

**1. Report by the Building Standards Commission**

Mr. Brandon Bennett, Director, Code Compliance Department introduced Mr. Carlos Flores, Chair, Building Standards Commission.

Mr. Flores provided a brief summary of the Building Standards Commission activities over the past year, including high points, future goals, projects and challenges. (Provided PowerPoint presentation.)

Council Member Espino expressed appreciation to the Mr. Flores and all members of the Building Standards Commission for their service to the community.

**2. Report by the Fort Worth Commission for Women**

Ms. Ossana Hermosillo, Housing and Economic Development introduced Ms. Melissa Mitchell, Chair, Fort Worth Commission for Women.

Ms. Mitchell provided a brief summary of the Fort Worth Commission for Women activities over the past year, including high points, future goals, projects and challenges.

Council Member Shingleton expressed appreciation to Ms. Mitchell and all members of the Fort Worth Commission for Women for their service to the community and for their work on the reduction of infant mortality in the City.

### **XIII. RESOLUTIONS**

**1. A Resolution Designating Saturday, March 31, 2012, from 8:30 p.m. to 9:30 p.m. as Earth Hour in Fort Worth**

Motion: Council Member Espino made a motion, seconded by Council Member Moss, that Resolution No. 4071-03-2012 be adopted. The motion carried unanimously 8 ayes to 0 nays, with Council Member Burns absent.

**2. A Resolution Appointing Francisco Hernandez to the Dallas-Fort Worth International Airport Board of Directors, Place 2**

Motion: Council Member Espino made a motion, seconded by Council Member Shingleton, that Resolution No. 4072-03-2012 be adopted as amended to change the expiration term to January 31, 2016. The motion carried unanimously 8 ayes to 0 nays, with Council Member Burns absent.

**3. A Resolution Appointing Lillie Biggins to the Dallas-Fort Worth International Airport Board of Directors, Place 8**

Motion: Council Member Scarth made a motion, seconded by Council Member Moss, that Resolution No. 4073-03-2012 be adopted as amended to change the expiration term to January 31, 2016. The motion carried unanimously 8 ayes to 0 nays, with Council Member Burns absent.

### **XIV. ORDINANCE**

**1. Forty-Eighth Supplemental Concurrent Bond Ordinance Authorizing One or More Series of Dallas/Fort Worth International Airport Joint Revenue Bonds, for Lawful Purposes; Providing the Security Therefore; Providing for the Sale, Execution and Delivery Thereof Subject to Certain Parameters; and Providing Other Terms, Provisions and Covenants With Respect Thereto**

It was the consensus of the City Council that the Forty-Eighth Supplemental Concurrent Bond Ordinance authorizing one or more series of Dallas/Fort Worth International Airport Joint Revenue Bonds, be continued until the March 27, 2012, Council meeting.

**XV. REPORT OF THE CITY MANAGER**

**A. Benefit Hearing - None**

**B. General**

**1. M&C G-17540 - Conduct a Public Hearing and Adopt Ordinance Designating Property in the Vicinity of Northwest Loop 820 and Old Decatur Road as Tax Abatement Reinvestment Zone No. 81, City of Fort Worth, Texas. (COUNCIL DISTRICT 2) (Continued from a Previous Meeting) (PUBLIC HEARING)**

It was the consensus of the City Council that Mayor and Council Communication No. G-17540 be withdrawn from consideration and replaced with G-17540 (Revised).

**2. M&C G-17540 - (Revised) Conduct a Public Hearing and Adopt Ordinance Designating Property in the Vicinity of Northwest Loop 820 and Old Decatur Road as Tax Abatement Reinvestment Zone No. 81, City of Fort Worth, Texas. (COUNCIL DISTRICT 2) (PUBLIC HEARING)**

The recommendation was that the City Council conduct a public hearing concerning the designation of property in the vicinity of Northwest Loop 820 and Old Decatur Road as Tax Abatement Reinvestment Zone No. 81, City of Fort Worth, Texas; and adopt an Ordinance designating a certain area in the City of Fort Worth as Tax Abatement Reinvestment Zone No. 81, City of Fort Worth, Texas, pursuant to and in accordance with Chapter 312 of the Texas Tax Code.

**a. Report of City Staff**

Mr. Robert Sturns, Economic Development Manager, Housing and Economic Development Department, appeared before Council and provided a staff report.

**b. Citizen Presentations**

There was no one present desiring to be heard in connection with the public hearing.

**c. Council Action**

Motion: Council Member Espino made a motion, seconded by Council Member Moss, that the public hearing be closed and that Mayor and Council Communication No. G-17540 (Revised) be approved and Ordinance No. 20113-03-2012 be adopted. The motion carried unanimously 8 ayes to 0 nays, with Council Member Burns absent.

**3. M&C G-17545 - Approve Verification of Historic Site Tax Exemptions for 1400 Fairmount Avenue, 1728 Ransom Terrace, 1704 Sixth Avenue, 2000 Alston Avenue, 1317 Alston Avenue, 1507 Alston Avenue, 1710 Sixth Avenue, 1945 Chatburn Court, 1939 Hurley Avenue, 1906 South Henderson Street, 1701 Alston Avenue, 1207 West Richmond Avenue, 1415 South Lake Street, 2340 Lipscomb Street, 3627 Mount Vernon Avenue, 1405 Fairmount Avenue and 312 West Cannon Street. (COUNCIL DISTRICTS 5, 8 and 9)**

The recommendation was that the City Council approve the applications from multiple property owners for verification of the Historic Site Tax Exemption for 1400 Fairmount Avenue, 1728 Ransom Terrace, 1704 Sixth Avenue, 2000 Alston Avenue, 1317 Alston Avenue, 1507 Alston Avenue, 1710 Sixth Avenue, 1945 Chatburn Court, 1939 Hurley Avenue, 1906 South Henderson Street, 1701 Alston Avenue, 1207 West Richmond Avenue, 1415 South Lake Street, 2340 Lipscomb Street, 3627 Mount Vernon Avenue, 1405 Fairmount Avenue and 312 West Cannon Street.

Motion: Council Member Moss made a motion, seconded by Council Member Espino, that Mayor and Council Communication No. G-17545 be approved. The motion carried unanimously 8 ayes to 0 nays, with Council Member Burns absent.

**4. M&C G-17546 - Authorize Execution of Interlocal Agreement with Tarrant County for Reimbursement in the Amount of \$1,500,000.00 to the City for Tarrant County Cost Participation Related to the Trinity River Vision-Central City Project. (COUNCIL DISTRICTS 2 and 9)**

The recommendation was that the City Council authorize the City Manager to execute an Interlocal Agreement with Tarrant County for reimbursement in the amount of \$1,500,000.00 to the City for Tarrant County cost participation related to the Trinity River Vision-Central City Project.

Mayor Price expressed appreciation to Tarrant County for their continued support of the Trinity River Vision-Central City Project.

Motion: Council Member Espino made a motion, seconded by Council Member Shingleton, that Mayor and Council Communication No. G-17546 be approved. The motion carried unanimously 8 ayes to 0 nays, with Council Member Burns absent.

**5. M&C G-17547 - Adopt Resolution Ratifying and Approving the Retention of Outside Legal Counsel to Represent the City in Matters Related to the AMR Bankruptcy. (ALL COUNCIL DISTRICTS)**



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The recommendation was that the City Council adopt a Resolution ratifying and approving the retention of Peter C. Lewis and the law firm of Scheef & Stone, L.L.P. as outside legal counsel to represent the City in matters related to the AMR bankruptcy.

Motion: Council Member Jordan made a motion, seconded by Council Member Shingleton, that Mayor and Council Communication No. G-17547 be approved and Resolution No. 4074-03-2012 be adopted. The motion carried unanimously 8 ayes to 0 nays, with Council Member Burns absent.

**6. M&C G-17548 - Authorize Execution of Supplemental Agreement Regarding North Airport Drilling Commitment in Dallas/Fort Worth International Airport Board, City of Fort Worth, and City of Dallas vs. Chesapeake Exploration, LLC, Cause No. 153-237052-09, in the 153rd Judicial District of Tarrant County, Texas. (ALL COUNCIL DISTRICTS)**

The recommendation was that the City Council authorize execution of a Supplemental Agreement regarding North Airport Drilling Commitment in the lawsuit styled Dallas/Fort Worth International Airport Board, City of Fort Worth, and City of Dallas vs. Chesapeake Exploration, LLC, Cause No. 153-237052-09, in the 153rd Judicial District of Tarrant County, Texas.

Council Member Jordan advised he had filed a Conflict of Interest Affidavit with the City Secretary's Office and would abstain from voting on this item.

Mr. Gary Hogan, 2117 Rolling Creek Run, submitted a comment card in opposition to Mayor and Council Communication G-17548.

Motion: Council Member Moss made a motion, seconded by Council Member Shingleton, that Mayor and Council Communication No. G-17548 be approved. The motion carried 7 ayes to 0 nays, with 1 abstention by Council Member Jordan and Council Member Burns absent.

**7. M&C G-17549 - Adopt Resolution Appointing Jarod Cox as Trustee to Place 9 on the Board of Trustees of the City of Fort Worth Employees' Retirement Fund. (ALL COUNCIL DISTRICTS)**

The recommendation was that the City Council adopt a Resolution appointing Jarod Cox as Trustee to Place 9 on the Board of Trustees of the City of Fort Worth Employees' Retirement Fund, to fill the remainder of an unexpired term ending on August 31, 2013.

Motion: Council Member Jordan made a motion, seconded by Council Member Espino, that Mayor and Council Communication No. G-17549 be approved and Resolution No. 4075-03-2012 be adopted. The motion carried unanimously 8 ayes to 0 nays, with Council Member Burns absent.

**8. M&C G-17550 - Adopt Supplemental Appropriation Ordinance in the Amount of \$1,678,346.00 for Fiscal Year 2011 Year End Budget Adjustments and Decrease Unaudited, Unassigned General Fund Balance by the Same Amount. (ALL COUNCIL DISTRICTS)**

The recommendation was that the City Council adopt a Supplemental Appropriation Ordinance increasing the estimated receipts and appropriations in the General Fund in the amount of \$1,678,346.00 and decreasing the unaudited, unassigned General Fund balance by the same amount, for the purpose of finalizing the Fiscal Year 2011 budget.

Motion: Council Member Shingleton made a motion, seconded by Council Member Scarth, that Mayor and Council Communication No. G-17550 be approved and Supplemental Appropriation Ordinance No. 20114-03-2012 be adopted. The motion carried unanimously 8 ayes to 0 nays, with Council Member Burns absent.

**9. M&C G-17551 - Authorize Amendment of the Financial Management Policy Statements to Dissolve the Trust Advisory Council and Establish a Gas Lease Revenue Trust and Adopt Resolution. (ALL COUNCIL DISTRICTS)**

The recommendation was that the City Council adopt a Resolution dissolving the Trust Advisory Council for the Fort Worth Permanent Fund; and authorize amendment of the Financial Management Policy Statements to establish a Gas Lease Revenue Trust Fund with oversight from the City of Fort Worth Chief Financial Officer.

Motion: Council Member Jordan made a motion, seconded by Council Member Shingleton, that Mayor and Council Communication No. G-17551 be approved and Resolution No. 4076-03-2012 be adopted. The motion carried unanimously 8 ayes to 0 nays, with Council Member Burns absent.

**10. M&C G-17552 - Adopt Ordinance Repealing Ordinance No. 19558-02-2011 Designating Property Located at 3715 NE 28th Street and 3650 Kimbo Road as Tax Abatement Reinvestment Zone No. 72, City of Fort Worth, Texas. (COUNCIL DISTRICT 4)**

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The recommendation was that the City Council adopt an Ordinance repealing Ordinance No. 19558-02-2011 designating Tax Abatement Reinvestment Zone No. 72, City of Fort Worth, Texas, for property located at 3715 NE 28th Street and 3650 Kimbo Road.

Motion: Council Member Scarth made a motion, seconded by Council Member Espino, that Mayor and Council Communication No. G-17552 be approved and Ordinance No. 20115-03-2012 be adopted. The motion carried unanimously 8 ayes to 0 nays, with Council Member Burns absent.

**11. M&C G-17553 - Authorize Acceptance of Monetary Donations from Quicksilver Resources Inc. and XTO Energy Inc., in the Amount of \$3,500.00 for the Purchase of Fitness Equipment for Fire Station No. 2 and Adopt Supplemental Appropriation Ordinance. (COUNCIL DISTRICT 9)**

The recommendation was that the City Council authorize acceptance of monetary donations in the amount of \$1,500.00 from Quicksilver Resources, Inc., and \$2,000.00 from XTO Energy, Inc.; adopt a Supplemental Appropriation Ordinance increasing the estimated receipts and appropriations in the General Fund in the amount of \$3,500.00, subject to receipt of monetary donations from Quicksilver Resources, Inc., and XTO Energy, Inc., for the purpose of purchasing fitness equipment for Fire Station No. 2; and authorize purchase of fitness equipment in accordance with City of Fort Worth regulations and state laws.

Council Member Scarth advised he had filed a Conflict of Interest Affidavit with the City Secretary's Office and would abstain from voting on this item.

Motion: Council Member Moss made a motion, seconded by Council Member Shingleton, that Mayor and Council Communication No. G-17553 be approved and Appropriation Ordinance No. 20116-03-2012 be adopted. The motion carried 7 ayes to 0 nays, with 1 abstention by Council Member Scarth and Council Member Burns absent.

**12. M&C G-17554 - Adopt an Update to the City-Wide Aquatic Master Plan 2008 and Adopt the Updated Plan as an Amendment to the Park, Recreation and Open Space Master Plan and the City of Fort Worth's Comprehensive Plan. (ALL COUNCIL DISTRICTS)**

The recommendation was that the City Council adopt an update to the City-wide Aquatic Master Plan 2008; and adopt update as an amendment to the Park, Recreation and Open Space Master Plan and the City of Fort Worth's Comprehensive Plan.

Ms. Dorothy DeBode, 5713 Humbert Avenue, completed a speaker card in opposition to Mayor and Council Communication No. G-17554 and was recognized by Mayor Price, but was not present in the Council Chamber.

Council Member Espino expressed appreciation to the Parks and Community Services Advisory Board, City staff, City Council and the public for their work on this project and the important issue of swimming pools in the City.

Council Member Jordan also expressed appreciation to the Parks and Community Services Advisory Board and citizens who participated in this project. He stated that he had concerns relative to budget limitations and stated that he would like to see this Master Plan and the approval of construction of any pools be delayed until the overall budget has been reviewed. He further stated that there was currently a \$40M budget gap and there were other needs that should also be considered. He advised that he would not support this item.

Motion: Council Member Shingleton made a motion, seconded by Council Member Espino, that Mayor and Council Communication No. G-17554 be approved. The motion carried 6 ayes to 2 nays, with Mayor Pro tem Zimmerman and Council Member Jordan opposed and Council Member Burns absent.

**13. M&C G-17555 - Authorize Acceptance of a Donation from CVS Pharmacy, Inc., of a Tot Lot Playground Valued at \$40,049.00 for Rosemont Park. (COUNCIL DISTRICT 9)**

The recommendation was that the City Council authorize the acceptance of a donation from CVS Pharmacy, Inc., of an installed Tot Lot Playground valued at \$40,090.00 for Rosemont Park.

Motion: Council Member Shingleton made a motion, seconded by Council Member Espino, that Mayor and Council Communication No. G-17555 be approved. The motion carried unanimously 8 ayes to 0 nays, with Council Member Burns absent.

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

**D. Land**

**1. M&C L-15336 - Approve Amendment to the Lincolnshire Park Natural Gas Lease Agreement with Chesapeake Exploration, LLC, in the Amount of \$20,299.18 to Include 5.757 Acres, More or Less, of Recently Purchased Property. (COUNCIL DISTRICT 6)**

The recommendation was that the City Council approve an amendment to the Lincolnshire Park Natural Gas Lease Agreement with Chesapeake Exploration, LLC, in the amount of \$20,299.18

for inclusion of an additional 5.757 acres, more or less, of recently purchased property under the same terms and conditions as the Lincolnshire Park natural gas lease.

Council Member Jordan advised he had filed a Conflict of Interest Affidavit with the City Secretary's Office and would abstain from voting on this item.

Motion: Council Member Scarth made a motion, seconded by Council Member Shingleton, that Mayor and Council Communication No. L-15336 be approved. The motion carried 7 ayes to 0 nays, with 1 abstention by Council Member Jordan and Council Member Burns absent.

**2. M&C L-15337 - Authorize Condemnation by Eminent Domain of a Fee Simple Interest in 0.462 Acres of Improved Commercial Land for the Lebow Channel Drainage Project Located at 1609 Brennan Avenue and Owned by Spencer Hodge. (COUNCIL DISTRICT 2)**

The recommendation was that the City Council declare that negotiations between the City, its agents, subagents and the landowner to acquire a combined total of approximately 0.462 acre of land owned by Spencer Hodge and known as a portion of 1609 Brennan Avenue, Block 4, Lots, 22D1 and 30-31, of the Diamond Hill Addition, City of Fort Worth, Tarrant County, Texas, according to the Deed recorded in Volume 8784, Page 241 and Instrument No. D200247475, Plat Records, Tarrant County, Texas, were unsuccessful because of the inability to reach an agreement to purchase; declare the necessity to take by condemnation the subject property for the Lebow Channel Drainage Project; authorize the City Attorney to institute condemnation proceedings to acquire fee-simple interest in the surface estate, but not the mineral estate of the property; authorize payment pursuant to an award of commissioners; authorize the acceptance and recording of appropriate instruments; and authorize payment of relocation expenses for occupants of residential and/or commercial properties acquired through condemnation by eminent domain as required by Senate Bill 18.

Motion: Council Member Espino made a motion, seconded by Council Member Shingleton, that Mayor and Council Communication No. L-15337 be approved and the Fort Worth City Council authorize for the Lebow Channel Drainage Improvements Project the use of the power of eminent domain to acquire a 0.462 acre tract of land for the Lebow Channel Drainage Improvements out of Block 4, Lots 22D1 and 30-31, Diamond Hill Addition, also known as 1609 Brennan Avenue, to alleviate flooding in multiple neighborhoods on the north side of Fort Worth. The motion carried unanimously 8 ayes to 0 nays, with Council Member Burns absent.

**3. M&C L-15338 - Authorize Condemnation by Eminent Domain of a Fee Simple Interest in 1.0060 Acres of Improved Commercial Land for the Lebow Channel Drainage Project Located at 3051-3061 Hardy Street and Owned by Betty J. Williamson. (COUNCIL DISTRICT 2)**

The recommendation was that the City Council declare that negotiations between the City, its agents, subagents and the landowner to acquire a combined total of approximately 1.0060 acre of land, owned by Betty J. Williamson, and known as 3051-3061 Hardy Street, Block 40, Lots, 7-12 and the strip of land west of Lots 7-12, of the Morgan Heights Addition, City of Fort Worth, Tarrant County, Texas, were unsuccessful because of the inability to reach an agreement on a price and other terms; declare the necessity to take by condemnation the subject property for the Lebow Channel Drainage Project; authorize the City Attorney to institute condemnation proceedings to acquire fee simple interest in the surface estate, but not the mineral estate of the property; authorize payment pursuant to an award of commissioners; authorize the acceptance and recording of appropriate instruments; and authorize payment of relocation expenses for occupants of residential and/or commercial properties acquired through condemnation by eminent domain as required by Senate Bill 18.

Motion: Council Member Espino made a motion, seconded by Council Member Shingleton, that Mayor and Council Communication No. L-15338 be approved and that the Fort Worth City Council authorize for the Lebow Channel Drainage Improvements Project, the use of the power of eminent domain to acquire a 1.0060 acre tract of land for the Lebow Channel Drainage Improvements out of Block 40, Lots 7-12, Morgan Heights Subdivision and the strip of land west of Lots 7-12, Morgan Heights Subdivision, to alleviate flooding in multiple neighborhoods on the north side of Fort Worth. The motion carried unanimously 8 ayes to 0 nays, with Council Member Burns absent.

**4. M&C L-15339 - Authorize Condemnation by Eminent Domain of a Fee Simple Interest in 1.171 Acres of Improved Commercial Land for the Lebow Channel Drainage Project Located at 3101-3109 and 3106 Hardy Street and Owned by Betty J. Williamson. (COUNCIL DISTRICT 2)**

The recommendation was that the City Council declare that negotiations between the City, its agents, subagents and the landowner to acquire a combined total of approximately 1.171 acre of land owned by Betty J. Williamson and known as 3101-3109 and 3106 Hardy Street, Block 6, Lots, 7-12 and Block 7, Lots 3-5, respectively, of the Shoe and Leather Company's Addition, City of Fort Worth, Tarrant County, Texas, were unsuccessful because of the inability to reach an agreement on price and other terms; declare the necessity to take by condemnation the subject property for the Lebow Channel Drainage Project; authorize the City Attorney to institute condemnation proceedings to acquire fee simple interest in the surface estate, but not the mineral estate of the property; authorize payment pursuant to an award of commissioners; authorize the acceptance and recording of appropriate instruments; and authorize payment of relocation expenses for occupants of residential or commercial properties acquired through condemnation by eminent domain as required by Senate Bill 18.

Motion: Council Member Espino made a motion, seconded by Council Member Shingleton, that Mayor and Council Communication No. L-15339 be approved and that the Fort Worth City Council authorize for the Lebow Channel Drainage Improvements Project the use of the power of eminent domain to acquire a 1.171 acres tract of land for the Lebow Channel Drainage Improvements out of Block 6, Lots 7-12 and Block 7, Lots 3-5, Shoe and Leather Company's Addition, also known as 3101-3109 and 3106 Hardy Street, respectively, to alleviate flooding in multiple neighborhoods on the north side of Fort Worth,. The motion carried unanimously 8 ayes to 0 nays, with Council Member Burns absent.

**E. Planning & Zoning - None**

**F. Award of Contract**

**1. M&C C-25475 - Authorize Execution of a Tax Abatement Agreement with Commercial Metals Company for the Construction of a Metal Recycling Facility and Various Other Commitments on Property Located in the Vicinity of Northwest Loop 820 and Old Decatur Road and Waive Certain Related Development Fees Pursuant to the City of Fort Worth's Relocation Incentives Policy. (COUNCIL DISTRICT 2) (Continued from a Previous Meeting)**

The recommendation was that the City Council authorize the execution of a Tax Abatement Agreement pursuant to the City of Fort Worth's Relocation Incentives Policy with Commercial Metals Company for the construction of a metal recycling facility and various other commitments on property located in the vicinity of Northwest Loop 820 and Old Decatur Road; and approve the waiver of certain related development fees pursuant to the City of Fort Worth's Relocation Incentives Policy.

Motion: Council Member Espino made a motion, seconded by Council Member Shingleton, that Mayor and Council Communication No. C-25475 be approved. The motion carried unanimously 8 ayes to 0 nays, with Council Member Burns absent.

Council Member Espino advised that this business was relocated due to the Trinity River-Central City Vision Project. He provided a brief history of this business and explained the various challenges associated with finding an appropriate industrial location for these kinds of businesses. He also encouraged City staff to develop a plan for the future to widen all of Old Decatur Road from Loop 820 to Marine Creek Parkway, as well as, Angle Avenue.

Council Member Scarth expressed appreciation to Council Member Espino, City staff and citizens for their work on this project.



**2. M&C C-25479 - Authorize Execution of a Construction Contract with Standard Parking Corporation d/b/a SP Plus in the Amount of \$1,766,535.59 and Authorize Amendment No. 1 to City Secretary Contract No. 42224 for Construction Administration Services in the Amount of \$46,000.00 with Dunaway Associates, LP, for the Landscaping, Paving, and Pedestrian Enhancements to Serve the Gendy Street Phase II Project at Will Rogers Memorial Center. (COUNCIL DISTRICT 7) (Continued from a Previous Meeting)**

The recommendation was that the City Council authorize execution of a construction contract with Standard Parking Corporation d/b/a SP Plus, in the amount of \$1,766,535.59 including \$78,471.82 in allocation allowance; and authorize Amendment No. 1 to City Secretary Contract No. 42224 for construction administration services in the amount of \$46,000.00 with Dunaway Associates, LP, for the landscaping, paving and Pedestrian Enhancements to serve the Gendy Street Phase II Project at Will Rogers Memorial Center.

Motion: Council Member Shingleton made a motion, seconded by Council Member Scarth, that Mayor and Council Communication No. C-25479 be approved. The motion carried 7 ayes to 1 nay, with Mayor Pro tem Zimmerman opposed and Council Member Burns absent.

**3. M&C C-25502 - Authorize Execution of Memorandum of Understanding and Master Utility Relocation Agreement with Oncor Electric Delivery Company LLC, Outlining Responsibilities and Processes for Utility Relocations Required by Trinity River Vision-Central City Project. (COUNCIL DISTRICT 2)**

The recommendation was that the City Council authorize execution of a Memorandum of Understanding and, if necessary, a Master Utility Relocation Agreement with Oncor Electric Delivery Company LLC, outlining responsibilities and processes for utility relocations required by the Trinity River Vision-Central City project.

Council Member Jordan requested clarification of whether this was a memorandum of understanding or an actual contract.

Mr. Randle Harwood, Director, Planning and Development Department, clarified that this item was a memorandum of understanding and the agreement would be between Tarrant Regional Water District (TRWD) and Oncor and pointed out that the City would support that contract. He stated that the \$3M was the overall project cost. He also advised that there were no appropriations coming from the City at this time.

Peter Vaky, Deputy City Attorney, Law Department, advised that there was some discrepancy between the City and Oncor over who would be responsible for various utility relocations. He stated that this agreement was a result of a settlement and the relocation of the utilities would be



paid by the City and the costs would be reimbursed by TRWD and in return Oncor agreed to certain concessions that were important to the TRWD and the Trinity River – Central City Vision. He further clarified that the \$3M would be reimbursed to the City.

Council Member Scarth advised he had filed a Conflict of Interest Affidavit with the City Secretary's Office and would abstain from voting on this item.

Motion: Council Member Espino made a motion, seconded by Council Member Shingleton, that Mayor and Council Communication No. C-25502 be approved. The motion carried 7 ayes to 0 nays, with 1 abstention by Council Member Scarth and Council Member Burns absent.

**4. M&C C-25503 - Authorize Execution of a Contract with McClendon Construction Company, Inc., in the Amount of \$1,980,373.85 for the Second Phase of the West Berry Streetscape Improvements Project from Waits Avenue to West of University Drive, Authorize Execution of an Interlocal Agreement with the Fort Worth Transportation Authority, Authorize the Acceptance of a Contribution from the Fort Worth Transportation Authority in the Amount of \$11,183.00 for the West Berry Transit Stop Retrofits, Amend M&C G-15992 to Reduce TCU's In-Kind Contribution and Adopt Appropriation Ordinance. (COUNCIL DISTRICT 9)**

The recommendation was that the City Council authorize execution of a contract with McClendon Construction Company, Inc., in the amount of \$1,980,373.85 for the Second Phase of the West Berry Streetscape Improvements Project from Waits Avenue to just west of University Drive contingent upon receipt of the West Berry-Grand Marc Sustainable Development grant reimbursement per M&C G-15244; authorize the execution of an Interlocal Agreement with the Fort Worth Transportation Authority outlining funding, project design, bidding services and construction responsibilities for new transit passenger landings along West Berry Street; authorize acceptance of an \$11,183.00 non-grant contribution from the Fort Worth Transportation Authority for this second phase of the West Berry Streetscape Improvements Project; adopt an Appropriation Ordinance increasing the estimated receipts and appropriations in the Grants Fund, from available funds, for the second phase of the project; and amend M&C G-15992 to reduce Texas Christian University's local match in kind contribution amount by \$139,101.00, rescind estimated receipts and appropriations as approved in recommendation No. 1 of M&C G-15992, and maintain their monetary funds contribution towards the local match.

Motion: Council Member Hicks made a motion, seconded by Council Member Shingleton, that Mayor and Council Communication No. C-25503 be approved and Appropriation Ordinance No. 20117-03-2012 be adopted. The motion carried unanimously 8 ayes to 0 nays, with Council Member Burns absent.

**5. M&C C-25504 - Authorize Execution of Enhanced Community Facilities Agreement with Keystone Equity Partners, LLC, with Reimbursement from the City of Fort Worth in an Amount Not to Exceed \$750,000.00 for the Reconstruction of Old Decatur Road from Loop 820 to the Southern Boundary of the Proposed Commercial Metals Company Site. (COUNCIL DISTRICT 2)**

The recommendation was that the City Council authorize execution of an Enhanced Community Facilities Agreement with Keystone Equity Partners, LLC, with reimbursement from the City of Fort Worth in an amount not to exceed \$750,000.00 for the reconstruction of Old Decatur Road from Loop 820 to the southern boundary of the proposed Commercial Metals Company site.

Motion: Council Member Espino made a motion, seconded by Mayor Pro tem Zimmerman, that Mayor and Council Communication No. C-25504 be approved. The motion carried unanimously 8 ayes to 0 nays, with Council Member Burns absent.

**6. M&C C-25505 - Authorize Execution of a Contract with Conatser Construction TX, LP, in the Amount of \$2,927,612.50 for Pavement Reconstruction, Water and Sanitary Sewer Main Replacement in Seven Streets Within the Northside and Northeast Sectors Utilizing \$2,645,200.64 from the 2007 Critical Capital Projects Fund and \$837,343.12 from the Water and Sewer Capital Projects Funds to Provide for Construction Contract Costs, Contingencies and Construction Services for a Project Total of \$3,482,543.76 and Adopt Appropriation Ordinances. (COUNCIL DISTRICT 2)**

The recommendation was that the City Council authorize the transfer of \$837,343.12 from the Water and Sewer Fund in the amounts of \$675,641.90 to the Water Capital Projects Fund (Project No. 00951, \$424,227.80, Project No. 00952, \$251,414.10) and \$161,701.22 to the Sewer Capital Projects Fund (Project No. 00951, \$111,420.25, Project No. 00952, \$50,280.97); adopt an Appropriation Ordinance increasing the estimated receipts and appropriations in the Water Capital Projects Fund in the amount of \$675,641.90, from available funds and adopt an Appropriation Ordinance increasing the estimated receipts and appropriations in the Sewer Capital Projects Fund in the amount of \$161,701.22, from available funds, for the purpose of funding pavement reconstruction, water and sanitary sewer main replacement for Kearney Avenue, Loraine Street NW, Menefee Avenue, NW Loraine Street to NW 35th Street, Grayson Avenue to Robinson Street, Azle Avenue to NW 35th Street, Damon Avenue, Holden Street, McLemore Avenue, Murphy Street, North Chandler to North Riverside Drive, Race Street to North Chandler Drive, and Blandin Street to North Riverside Drive; for the purpose of funding pavement reconstruction; and authorize the execution of a contract with Conatser Construction TX, LP, in the amount of \$2,927,612.50 for pavement reconstruction, water and sanitary sewer main replacement for the streets indicated.

Motion: Council Member Espino made a motion, seconded by Council Member Shingleton, that Mayor and Council Communication No. C-25505 be approved and Appropriation Ordinance Nos. 20118-03-2012 and 20119-03-2012 be adopted. The motion carried unanimously 8 ayes to 0 nays, with Council Member Burns absent.

**7. M&C C-25506 - Authorize Execution of a Contract with Conatser Construction TX, LP, in the Amount of \$2,829,690.10 for Pavement Reconstruction and Water and Sanitary Sewer Main Replacement on Portions of Chickering Road, Weyburn Drive and Marks Place, Utilizing \$1,979,116.12 from the 2007 Critical Capital Projects Fund and \$1,238,693.00 from the Water and Sewer Capital Projects Funds to Provide for Construction Contract Costs, Contingencies and Construction Services for a Project Total of \$3,217,809.12 and Adopt Appropriation Ordinances. (COUNCIL DISTRICT 3)**

The recommendation was that the City Council authorize the transfer of \$1,238,693.00 from the Water and Sewer Fund in the amounts of \$716,549.00 to the Water Capital Projects Fund and \$522,144.00 to the Sewer Capital Projects Fund; adopt an Appropriation Ordinance increasing the estimated receipts and appropriations in the Water Capital Projects Fund in the amount of \$716,549.00, from available funds and adopt an Appropriation Ordinance increasing the estimated receipts and appropriations in the Sewer Capital Projects Fund in the amount of \$522,144.00, from available funds, for the purpose of funding pavement reconstruction, water and sanitary sewer main replacement for Chickering Avenue from Southwest Boulevard (SH 183) to Angus Drive, Weyburn Drive from Selkirk Drive to Selkirk Drive, and Marks Place from Vickery Boulevard to Southwest Boulevard (SH 183); and authorize execution of a contract with Conatser Construction TX, L.P, in the amount of \$2,829,690.10 for the project.

Motion: Mayor Pro tem Zimmerman made a motion, seconded by Council Member Scarth, that Mayor and Council Communication No. C-25506 be approved and Appropriation Ordinance Nos. 20120-03-2012 and 20121-03-2012 be adopted. The motion carried unanimously 8 ayes to 0 nays, with Council Member Burns absent.

**8. M&C C-25507 - Authorize Execution of a Contract with Jet Underground Utilities, Inc., in the Amount of \$1,042,000.00 for Pavement Reconstruction and Water and Sanitary Sewer Main Replacement on Portions of Illinois Avenue, Leuda Street West, May Street, Marion Avenue and Mulkey Street, Utilizing \$1,101,060.00 from the 2008 Capital Improvement Program Projects Fund and \$251,115.00 from the Water Capital Projects Funds to Provide for Construction Contract Costs, Contingencies and Construction Services for a Project Total of \$1,352,175.00 and Adopt Appropriation Ordinance. (COUNCIL DISTRICT 8)**

The recommendation was that the City Council authorize the transfer of \$251,115.00 from the Water Fund to the Water Capital Projects Fund; adopt an Appropriation Ordinance increasing the estimated receipts and appropriations in the Water Capital Projects Fund in the amount of

\$251,115.00 from available funds, for the purpose of funding pavement reconstruction and water main replacement for Illinois Avenue, Leuda Street, May Street, Marion Avenue, Mulkey Street, E. Terrell Avenue to E. Pulaski Street, St. Louis Street to S. Jennings Avenue, W. Cannon Street to W. Terrell Avenue, South Fwy SR-NB- to Evans Avenue, and S. Jones Street to South Fwy SR-SB; and authorize the execution of a contract with Jet Underground Utilities, Inc., in the amount of \$1,042,000.00 for the project.

Motion: Council Member Hicks made a motion, seconded by Mayor Pro tem Zimmerman, that Mayor and Council Communication No. C-25507 be approved and Appropriation Ordinance No. 20122-03-2012 be adopted. The motion carried unanimously 8 ayes to 0 nays, with Council Member Burns absent.

**9. M&C C-25508 - Authorize Execution of an Engineering Agreement with Freese and Nichols, Inc., in the Amount of \$1,598,450.00 for the Design of East Rosedale Street from Miller Avenue to U.S. Highway 287. (COUNCIL DISTRICT 8)**

The recommendation was that the City Council authorize execution of an Engineering Agreement with Freese and Nichols, Inc., in the amount of \$1,598,450.00 for the design of East Rosedale Street from Miller Avenue to U.S. Highway 287.

Motion: Council Member Hicks made a motion, seconded by Mayor Pro tem Zimmerman, that Mayor and Council Communication No. C-25508 be approved, with appreciation. The motion carried unanimously 8 ayes to 0 nays, with Council Member Burns absent.

**10. M&C C-25509 - Authorize Execution of a Contract with JLB Contracting, LLC, in the Amount of \$1,185,492.76 for Pavement, Sidewalks, Water, Street Lights, and Drainage Improvements for Thompson Road from North Riverside Drive to Flowertree Drive. (COUNCIL DISTRICTS 2 and 4)**

The recommendation was that the City Council authorize execution of a contract with JLB Contracting, LLC, in the amount of \$1,185,492.76 for pavement, sidewalks, water, street lights, and drainage improvements along Thompson Road from North Riverside Drive to Flowertree Drive. This project will be paid for through the Transportation Public Works Gas Well Revenues Fund to provide for construction contract costs, contingencies and construction services for a total project cost of \$1,349,642.76.

Motion: Council Member Scarth made a motion, seconded by Council Member Espino, that Mayor and Council Communication No. C-25509 be approved. The motion carried unanimously 8 ayes to 0 nays, with Council Member Burns absent.

**11. M&C C-25510 - Authorize Execution of a Utility Adjustment Agreement with Oncor Electric Delivery Company, LLC, in the Amount of \$392,154.00 for Construction Fees Associated with the Relocation of an Electric Fiber Optic Line as Part of the Runway Extension Project at Fort Worth Alliance Airport. (COUNCIL DISTRICT 2)**

The recommendation was that the City Council authorize execution of a Utility Adjustment Agreement with Oncor Electric Delivery Company, LLC, in the amount of \$392,154.00 for construction fees associated with the relocation of an electrical power line as part of the Runway Extension Project at Fort Worth Alliance Airport.

Council Member Scarth advised he had filed a Conflict of Interest Affidavit with the City Secretary's Office and would abstain from voting on this item.

Motion: Council Member Espino made a motion, seconded by Council Member Moss, that Mayor and Council Communication No. C-25510 be approved. The motion carried 7 ayes to 0 nays, with 1 abstention by Council Member Scarth and Council Member Burns absent.

**12. M&C C-25511 - Authorize Execution of a Utility Relocation Reimbursement Agreement with Qwest Communications Company, LLC, in an Amount Not to Exceed \$1,274,844.51 for Relocating 12.5 Miles of Fiber Optic Line as Part of the Runway Extension Project at Fort Worth Alliance Airport. (COUNCIL DISTRICT 2)**

The recommendation was that the City Council authorize the execution of a Utility Relocation Reimbursement Agreement with Qwest Communications Company, LLC, in an amount not to exceed \$1,274,844.51 as required for relocating 12.5 miles of fiber optic line as part of the Runway Extension Project at Fort Worth Alliance Airport.

Motion: Council Member Espino made a motion, seconded by Council Member Shingleton, that Mayor and Council Communication No. C-25511 be approved. The motion carried unanimously 8 ayes to 0 nays, with Council Member Burns absent.

**13. M&C C-25512 - Authorize Execution of a Contract with Wright Construction Company, Inc., in the Amount of \$1,265,893.84 for Water and Sanitary Sewer Relocation on State Highway 114, Part 1 from Championship Parkway to Interstate Highway 35W. (COUNCIL DISTRICT 2)**

The recommendation was that the City Council authorize execution of a contract with Wright Construction Company, Inc., in the amount of \$1,265,893.84 for Water and Sanitary Sewer Relocation on State Highway 114, Part 1 from Championship Parkway to Interstate Highway 35W.

Motion: Council Member Espino made a motion, seconded by Council Member Hicks, that Mayor and Council Communication No. C-25512 be approved. The motion carried unanimously 8 ayes to 0 nays, with Council Member Burns absent.

**14. M&C C-25513 - Authorize Execution of a Design-Build Contract in the Guaranteed Maximum Price in the Amount of \$3,225,905.00 with Thos. S. Byrne, Ltd., to Design and Build the Enhanced Neighborhood Family Aquatic Center at Marine Park Located in the 300 Block of NW 20th Street, Authorize Transfer of \$2,000,000.00 from the Capital Projects Reserve Fund to the Specially Funded Capital Projects Fund and Adopt Appropriation Ordinance. (COUNCIL DISTRICT 2)**

The recommendation was that the City Council authorize transfer of \$2,000,000.00 from the Capital Projects Reserve Fund to the Specially Funded Capital Projects Fund; adopt an Appropriation Ordinance increasing the estimated receipts and appropriations in the Specially Funded Capital Projects Fund, from available funds, for the purpose of executing a contract with Thos. S. Byrne, Ltd. to design and build an Enhanced Neighborhood Family Aquatic Center at Marine Park; and authorize execution of a Design-Build Contract in the guaranteed maximum price in the amount of \$3,225,905.00 with Thos. S. Byrne, Ltd., for the Neighborhood Family Aquatic Center at Marine Park.

Motion: Council Member Espino made a motion, seconded by Council Member Hicks, that Mayor and Council Communication No. C-25513 be approved and Appropriation Ordinance No. 20123-03-2012 be adopted. The motion carried 7 ayes to 1 nay, with Council Member Jordan opposed and Council Member Burns absent.

**XVI. PUBLIC HEARING**

Mayor Price opened the public hearing and asked if there was anyone present desiring to be heard.

**1. Second Public Hearing for a Proposed Service Plan for Approximately 64 Acres of Land in Tarrant County, Located South of Wall Price Keller Road and West of US Highway 377 (AX-11-009 Annexation Area 18)**

**a. Report of City Staff**

Ms. Beth Knight, Senior Planner, Planning and Development Department appeared before Council and provided a staff report.

**b.**      **Citizen Comments**

There was no one present desiring to be heard in connection with the public hearing.

**c.**      **Council Action**

Motion:      Council Member Shingleton made a motion, seconded by Council Member Espino, that the public hearing be closed. The motion carried unanimously 8 ayes to 0 nays, with Council Member Burns absent.

**XVII.**   **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)**

The City Council at its regular meeting on March 6, 2012, continued Zoning Docket No. ZC-11-101.

Motion:      Council Member Espino made a motion, seconded by Council Member Hicks, that Zoning Docket No. ZC-11-101 be continued until the April 3, 2012, Council meeting. The motion carried unanimously 8 ayes to 0 nays, with Council Member Burns absent.

The Notice of Special Hearing set today as the date for the hearing in connection with recommended changes and amendments to Zoning Ordinance No. 13896 and that notice of the hearing had been given by publication in the *Fort Worth Star-Telegram*, the official newspaper of the City of Fort Worth, on February 28, 2012.

Mayor Price opened the public hearing and asked if there was anyone present desiring to be heard.

**2.**      **SP-12-002 - (CD 2) - McQuerry Properties, 2355 & 2425 Decatur Avenue; Site plan amendment to "PD-775" Planned Development for K uses plus recycling, to expand area of activity and adjust for new tenant. (Recommended for Approval)**

Council Member Espino requested the applicant or representative clarify the plans for screening and landscaping on the property.



Mr. Christopher Bonilla, 8540 Charleston Avenue, appeared before Council in support of Zoning Docket SP-12-002, and advised the entire property would be screened with fencing along Decatur Avenue. He also pointed out that the portion of the property that was adjacent to Decatur Avenue would be planted with new trees.

Council Member Espino pointed out that the screening fence and landscaping would be improvements to the current state of the property.

Motion: Council Member Espino made a motion, seconded by Council Member Shingleton, that Zoning Docket No. SP-12-002 be approved. The motion carried unanimously 8 ayes to 0 nays, with Council Member Burns absent.

**3. ZC-12-030 - (CD 2) - Tarrant Regional Water District, 500 Block of North Commerce Street; from: "TU-N1" Trinity Uptown Neighborhood Zone 1 and "TU-N2" Trinity Uptown Neighborhood Zone 2 to: "PD/TU-N2" Planned Development for all uses in "TU-N2" Trinity Uptown Neighborhood Zone 2 plus outdoor recreational activities to include drive-in movie theater, concerts, etc. a mobile food truck park, three to four screen theater with hard surface, dust free parking/viewing areas. Only temporary outdoor recreational activities and associated structures are exempt from the development standards of the TU-N2 district; all permanent structures not related to the drive-in theater shall meet the development standards. On-site concession stand and food trucks shall have paved surfaces. Site plan waiver recommended. (Recommended for Approval)**

Mr. J.D. Granger, completed a speaker card in favor of Zoning Docket No. ZC-12-030 and was recognized by Mayor Price, but was not present in the Council Chamber.

Motion: Council Member Espino made a motion, seconded by Council Member Hicks, that Zoning Docket No. ZC-12-030 be approved. The motion carried unanimously 8 ayes to 0 nays, with Council Member Burns absent.

There being no one else present desiring to be heard in connection with the recommended changes and amendments pertaining to Zoning Ordinance No. 13896 for the above listed cases, Council Member Espino made a motion, seconded by Council Member Hicks, that the hearing be closed and that Ordinance No. 20124-03-2012 be adopted. The motion carried unanimously 8 ayes to 0 nays, with Council Member Burns absent.

**XVIII. CITIZEN PRESENTATIONS**

Ms. Suzette Watkins, representing No Kill Fort Worth, 1801 Bomar Avenue, appeared before Council relative to a shelter dog nicknamed "Rex" being deprived of reasonable care. She stated the dog was to be adopted but had to be held for seven extra days due to a microchip in hopes



that the owner would retrieve the dog. She advised that during the time at the shelter, the dog was not given the necessary medication for epilepsy and the dog died. She encouraged the City to provide the proper care to all animals that are rescued. (Also displayed a No Kill Fort Worth flyer and photograph of “Rex”.)

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

**XX. ADJOURNMENT**

There being no further business, Mayor Price adjourned the regular meeting at 11:36 a.m.

**CITY OF FORT WORTH, TEXAS  
CITY COUNCIL BUS TOUR – DISTRICTS 4 & 8  
Tuesday, March 20, 2012, 1:00 p.m.  
MINUTES**

---

**Mayor and City Council Members**

**Present:**

Betsy Price, Mayor  
Zim Zimmerman, Mayor Pro tem, District 3  
Danny Scarth, District 4  
Frank Moss, District 5  
Jungus Jordan, District 6  
Dennis Shingleton, District 7  
Kathleen Hicks, District 8

**Absent:**

Salvador Espino, District 2  
Joel Burns, District 9

**City Staff:**

Tom Higgins, City Manager  
Susan Alanis, Assistant City Manager  
Fernando Costa, Assistant City Manager  
Sarah Fullenwider, City Attorney  
Mary J. Kayser, City Secretary  
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  
Dr. Camille Rodriguez, Council Aide in District 8

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 Tuesday, March 20, 2012, to begin their tour of City Council Member Scarth's District 4 (east portion) and City Council Member Hicks' District 8.

The bus tour began with remarks by Council Member Frank Moss about historic African American churches in the east Downtown area. The tour then proceed into the east portion of District 4, which is generally bounded by SH 121 on the north, Precinct Line Road on the east, I-30 and Meadowbrook Drive on the south, and Beach Street on the east. The District 4 tour included the following streets and neighborhoods:

**CITY OF FORT WORTH, TEXAS**  
**CITY COUNCIL BUS TOUR – DISTRICTS 4 & 8**  
**March 20, 2012**  
**Page 2 of 2**

---

1. East 1<sup>st</sup> Street and Randol Mill Road
2. Woodhaven
3. Brentwood Stair Road and Eastern Hills
4. Central Meadowbrook

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

The tour continued with District 8, generally bounded by SH 121 and I-30 on the north, US 287 and Miller Avenue on the east, Fort Worth city limits on the south, and I-35W on the west. The District 8 tour included the following streets and sites:

1. Oakland Corners Village
2. East Rosedale Street and Polytechnic/Wesleyan Village
3. Mitchell Boulevard and East Berry Street
4. Cobb Park
5. Berry/Riverside Village
6. South Riverside Drive and Campus Drive
7. South Loop 820 and VA Clinic
8. Evans & Rosedale Village
9. South Main Village

During the tour, Council Member Hicks pointed out existing neighborhoods, schools, parks, City facilities, urban villages, commercial conditions, transportation projects, gas wells, and future development sites.

With the tour completed, the City Council returned to Fort Worth City Hall, 1000 Throckmorton Street, Fort Worth, Texas 76102, at 2:50 p.m., on Tuesday, March 20, 2012.

These minutes approved by the Fort Worth City Council on the 27th day of March, 2012.

Attest:

Approved:

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Mary J. Kayser  
City Secretary

---

Betsy Price  
Mayor



## MEMO

**DATE:** March 21, 2012

**TO:** Council Members

**FROM:** Betsy Price, Mayor

**SUBJECT:** Appointment to Residential Board of Adjustment

---

I would like to respectfully ask that Paul Gerald Johnston be appointed to Place 1 on the Residential Board of Adjustment. Attached is his application. If you have any questions or concerns please do not hesitate to contact me.

Sincerely,

Mayor Betsy Price

**To the Mayor and Members of the City Council****March 27, 2012**

Page 1 of 2

**SUBJECT: FUNDING FOR THE HENDERSON STREET BRIDGE PROJECT**

The new Henderson Street Bridge will soon be under construction just north and west of Downtown Fort Worth. The bridge will replace the at-grade intersection that currently exists between Henderson Street and the Fort Worth & Western Railroad crossing and will enable the U.S. Army Corps of Engineers to construct the new bypass channel increasing flood control for areas surrounding Downtown and the Near North Side. Construction of the bridge is expected to begin in December 2012 with completion scheduled for October 2015. The total cost of the new Henderson Street Bridge is estimated to be \$32.2 million including design, right-of-way acquisition and construction. The bridge is fully funded with \$19.6 million in federal and state funds and \$4.0 million in City bond funds as local match for construction. Additionally, \$3.4 million in City bond funds were used for design of the bridge and the Tarrant Regional Water District provided \$5.2 million for right-of-way acquisition.

The Texas Department of Transportation (TxDOT) allocated \$250 million in funding for the 2011 Pass-Through Finance Program and qualifying projects had to be part of TxDOT's highway system ("on-system") in order to be eligible for selection. Reimbursement under this grant program is only provided to a local agency for local dollars contributed towards construction, and full reimbursement normally occurs over a 10-15 year period beginning one year after project completion. On average, 80-90% of local costs for construction of an on-system project are reimbursed with respect to selected projects. The actual reimbursement rate is negotiated after project selection and is primarily based upon the amount of traffic annually "passing through" the transportation improvement.

Staff reviewed multiple city projects to determine which projects would be eligible for the Pass-Through Finance Program. The only project meeting TxDOT's criteria was the new Henderson Street Bridge, which will be constructed on State Highway 199. On April 5, 2011, the City Council approved M&C C-24837 to ratify an application to TxDOT, and authorize the City Manager to accept, if awarded, a grant in an amount up to \$10,510,000 in Pass-Through Finance Project Funds from TxDOT for construction of the Henderson Street Bridge project. The City's application was approved and, as a result of the negotiation process that later ensued, TxDOT increased the grant award by \$1,175,000. On December 6, 2011, the City Council approved M&C C-25333 increasing the grant amount to \$11,685,000 for the Henderson Street Bridge project.

Since the award of the Pass-Through Finance grant, an additional \$7.5 million in regional toll revenue (RTR) funds have been awarded to the new Henderson Street Bridge project. Similarly, an additional \$7.5 million was awarded to the new North Main Street Bridge project that is also part of the Trinity River Vision. Both bridges are now fully funded and the additional non-local funding has reduced the need for City bond funds to be used for construction of the Henderson Street Bridge project beyond that required for local matching purposes. Staff is recommending, therefore, that the bond funding be re-allocated for construction of the North Main Street bridge project.

**To the Mayor and Members of the City Council****March 27, 2012**

Page 2 of 2

**SUBJECT: FUNDING FOR THE HENDERSON STREET BRIDGE PROJECT**

Following is a summary of funding sources for construction of the Henderson and North Main Street bridges:

**Henderson Bridge Construction**

Federal Funds	\$12.1 million
Local Match	1.6 million
Regional Toll Revenue	7.5 million
Local Match	1.8 million
2004/2008 CIP	<u>.6 million</u>
TOTAL	\$23.6 million

**North Main Bridge Construction**

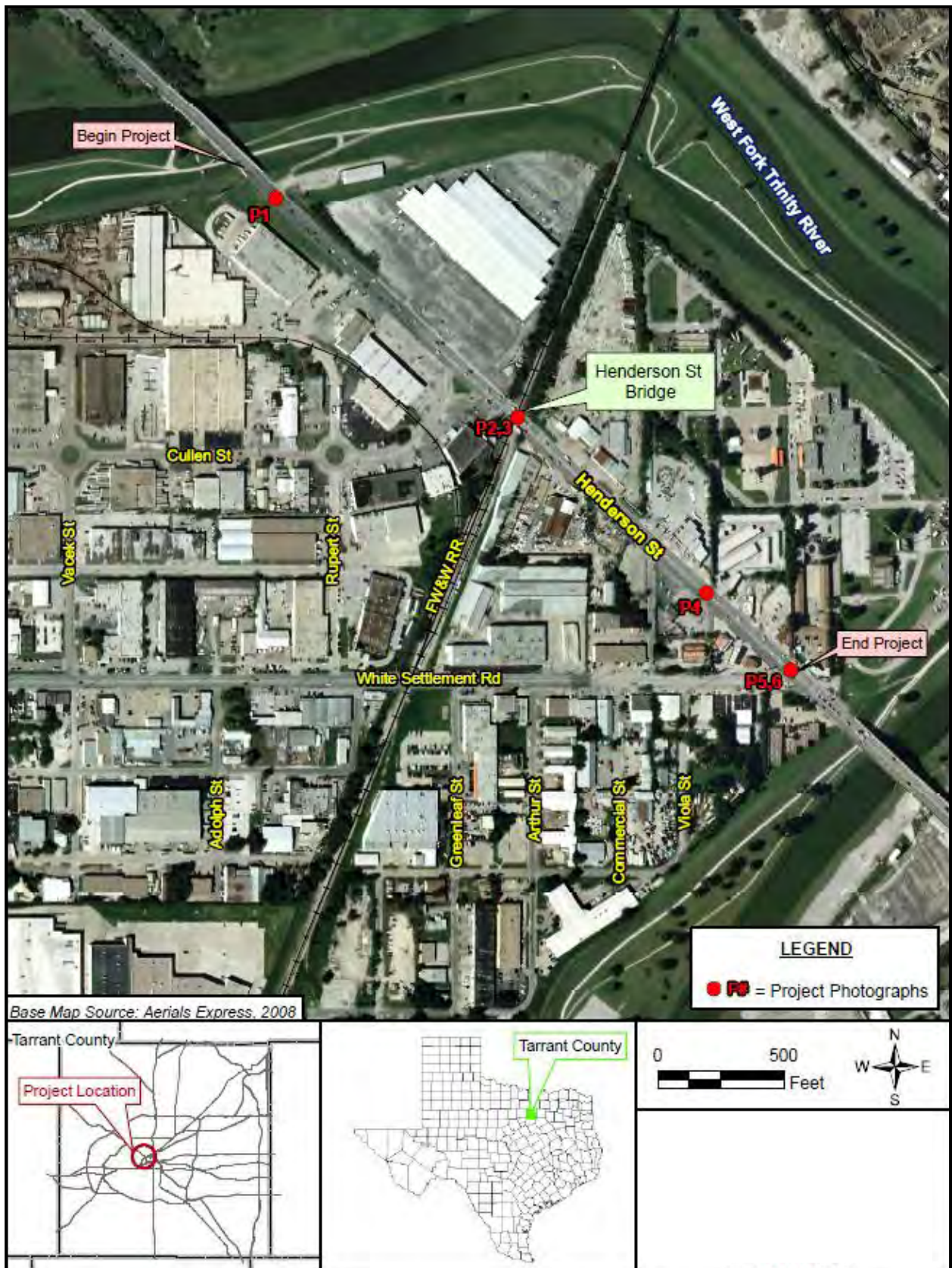
Federal Funds	\$12.9 million
Local Match	3.2 million
2004/2008 CIP	<u>1.4 million</u>
TOTAL	\$17.5 million

Under requirements of the Pass-Through Finance program, reimbursement from TxDOT was expected to begin in 2015 or 2016 at a rate of \$0.07 per vehicle utilizing the new Henderson Street Bridge. Full reimbursement was expected to take 10-20 years depending on traffic volumes, and the minimum annual reimbursement amount was set at \$584,250 with the maximum annual reimbursement amount set at \$1,168,500. However, the value of the additional non-local funding recently awarded to the Henderson Street Bridge project is much greater in today's dollars than the Pass-Through reimbursement process expected to begin three to four years from now. In order to utilize the Pass-Through grant, the City would need to reject a significant portion of the \$7.5 million of non-local award recently applied to the Henderson Bridge project, and fund the gap with the City's bond funds instead of allocating the bond funds over both the Henderson and Main Street Bridge projects. Staff has determined that there are no other eligible projects where this pass through grant funding could be transferred. As a result, staff has determined it is in the City's best interest not to accept the Pass-Through Finance grant previously awarded by TxDOT.

Should you have any questions or require additional information, please contact Mark Rauscher of the Planning and Development Department at (817) 392-2446.

**Tom Higgins**  
**City Manager**





**Figure 1**  
**Project Location**

**SH 199 at Bypass Channel**  
**CSJ: 0171-05-081**

**To the Mayor and Members of the City Council****March 27, 2012****Page 1 of 1****SUBJECT: ANNUAL PURCHASE AGREEMENTS EXPIRATIONS AND  
RENEWALS--- THIRD QUARTER FY 2012**

This Informal Report addresses annual purchase agreements which are scheduled to expire during the third quarter of FY 2012 with options to extend by renewal. These are routine purchases for items such as library books, plumbing services and water treatment chemicals. This information is being provided prior to the effective dates of the renewals listed. The Purchasing Division analyzes information from City departments and the vendors to determine the agreements which are eligible for extension and should be extended and renewed.

If sufficient funds have been appropriated by the City Council, a renewal may be accomplished by a written notice to the vendor within 60 days of the expiration date. As provided in the M&Cs awarding the agreements valued over \$50,000, "[renewal of these agreements] does not require specific City Council approval."

The list of agreements which have been deemed to be eligible for extension by the departments due to satisfactory performance based on the information received by the Purchasing Division is available on the City's Purchasing web page as "Purchasing Agreements Expiring April 1 – June 30, 2012". Lena Ellis will email a link to this report to Council Thursday afternoon, March 22, 2012.

This link is provided in order to save paper and photocopying costs.

Should you have any questions regarding this information, please contact Jack Dale, Purchasing Manager, at (817) 392-8357 or Lena Ellis, Director/CFO, at (817) 392-8517.

**Tom Higgins**  
**City Manager**



**To the Mayor and Members of the City Council****March 27, 2012**

Page 1 of 1

**SUBJECT: PROPOSED COUNCIL-INITIATED ZONING CHANGES FOR THE OAKRIDGE TERRACE NEIGHBORHOOD**

The April 3 City Council agenda will contain an M&C to initiate the zoning process for the Oakridge Terrace neighborhood. The purpose of the proposed zoning changes is to rezone residential and non-residential property to zoning classifications that reflect the prevailing land use and appropriate land use policies. For your reference, the attached PowerPoint presentation shows the future land use from the 2012 Comprehensive Plan, the current zoning, and the proposed zoning. Council Member Hicks would like to initiate rezoning of these areas in response to neighborhood concerns.

An informational meeting for the Oakridge Terrace neighborhood was held on March 1, 2012, which was attended by area property owners and staff. At this meeting, the property owners expressed support for the proposed zoning changes. One person in opposition has been noted to date.

Public hearings for the rezoning of these properties would be held by the Zoning Commission on May 9, 2012, and by the City Council on June 5, 2012.

If you have any questions, please contact Dana Burghdoff, Deputy Planning and Development Director, at 817-392-8018.

**Tom Higgins**  
**City Manager**

attachment: PowerPoint presentation

# PROPOSED COUNCIL-INITIATED ZONING CHANGES FOR THE OAKRIDGE TERRACE NEIGHBORHOOD



Prepared for the  
City Council

By the  
Planning and Development Department

March 27, 2012

1

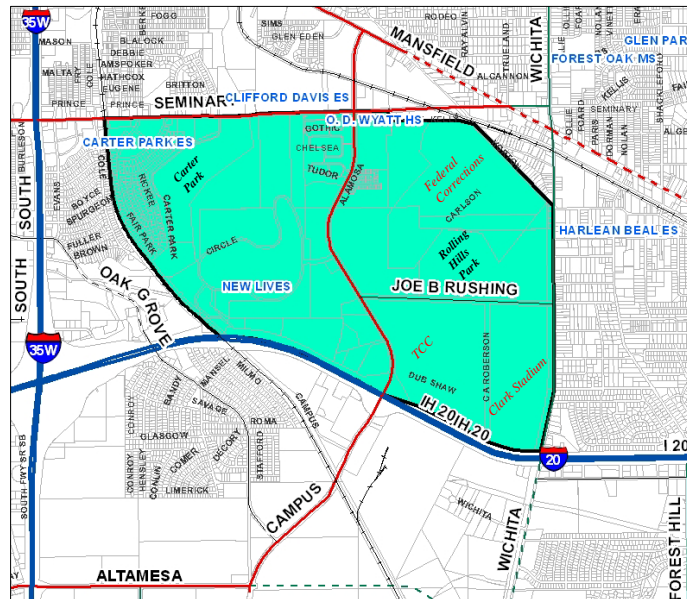
## PURPOSE

Provide a **briefing** on the proposed Council-initiated rezoning of 1,311 acres of property from various residential and commercial districts to be in conformance with the Comprehensive Plan.



2

## Where is the proposed rezoning area?

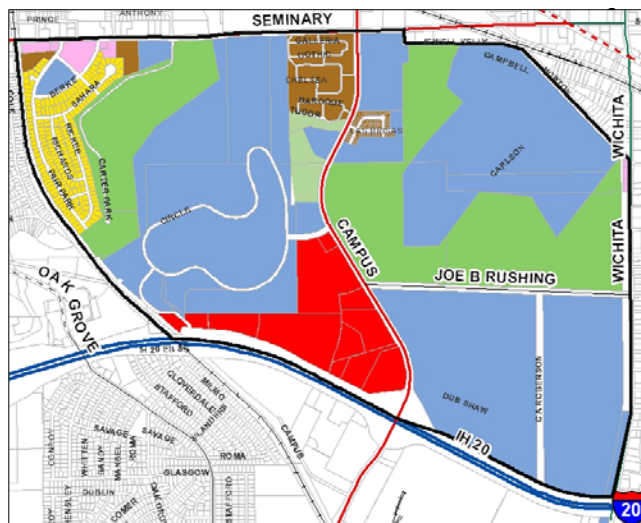


3

Note: The proposed rezoning area consists of a total of 371 properties.

## What future land use is designated in the 2012 Comprehensive Plan?

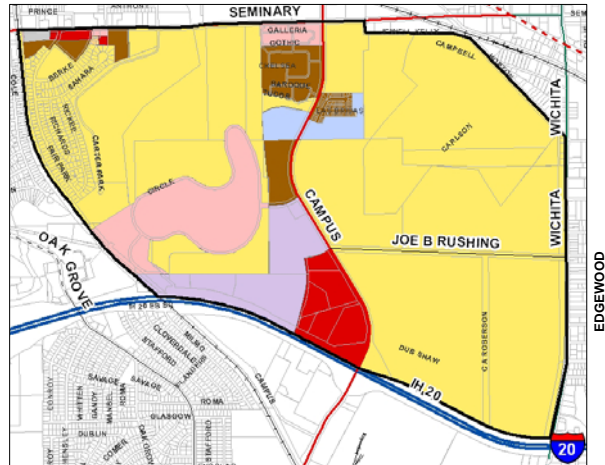
- Single-Family Residential
- Medium Density Residential
- Institutional
- Neighborhood Commercial
- General Commercial
- Public Park
- Private Open Space



4

## What is the current zoning?

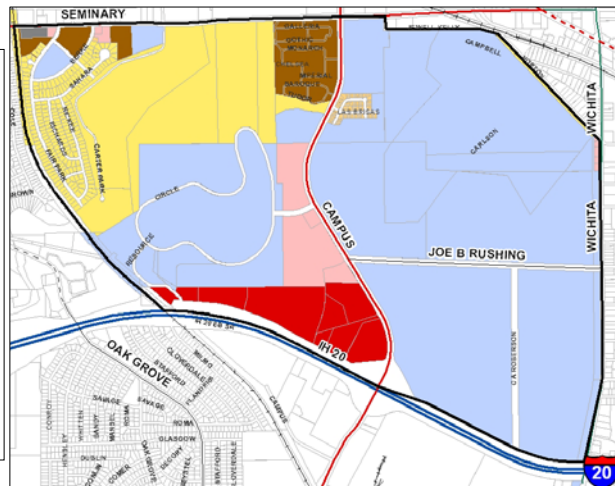
- A-5: One-Family
- B: Two-Family
- R2, CR, C, D: Multifamily
- CF: Community Facilities
- E: Neighborhood Commercial
- FR, G: Commercial
- I: Light Industrial
- PD: Planned Development



5

## What is the proposed zoning?

- A-5: One Family
- B, R2: Two-Family, Townhouse
- CR, C: Multifamily
- CF: Community Facilities
- E: Neighborhood Commercial
- G: General Commercial
- PD: Planned Development



6

## What is the proposed schedule?

<u>Date</u>	<u>Action</u>
March 1	Residents attend <b>public information meeting</b> and express support for zoning changes.
March 27	<b>City Council</b> receives <b>Informal Report</b> on proposed zoning changes.
April 3	<b>City Council</b> approves <b>M&amp;C</b> authorizing initiation of zoning changes.
May 9	<b>Zoning Commission</b> conducts <b>public hearing</b> and makes recommendations on proposed zoning changes.
June 5	<b>City Council</b> conducts <b>public hearing</b> and approves zoning changes.

**No Documents for this Section**

**No Documents for this Section**

# **FORTY-EIGHTH SUPPLEMENTAL CONCURRENT BOND ORDINANCE**

Authorizing One or More Series of

## **DALLAS/FORT WORTH INTERNATIONAL AIRPORT JOINT REVENUE BONDS**

revising the document which appeared in the March 20, 2012 City Council packet

Pursuant to a request from Dallas/Fort Worth International Airport Board Bond Counsel, several changes have been made to the Ordinance which was included in the March 20, 2012 City Council packet.

The changes to the body of the Ordinance are shaded and can be found on the following pages:

ii

1

2

10

11

24

33

35

Schedule I

NOTE: In addition to the shaded changes in Schedule I, the phrase “Original Issuer Amount” was changed to “Original Issue Amount” in each bond listing contained in the Schedule.



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**DALLAS/FORT WORTH INTERNATIONAL AIRPORT  
FORTY-EIGHTH SUPPLEMENTAL CONCURRENT BOND ORDINANCE**

Passed concurrently by the City Councils of the Cities of Dallas and Fort Worth, Texas

Authorizing One or More Series of  
**DALLAS/FORT WORTH INTERNATIONAL AIRPORT  
JOINT REVENUE BONDS**

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Passed by the City Council of the City of Dallas \_\_\_\_\_, 2012

Passed by the City Council of the City of Fort Worth \_\_\_\_\_, 2012

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Effective \_\_\_\_\_, 2012

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CITY OF DALLAS ORDINANCE NO. \_\_\_\_\_

CITY OF FORT WORTH ORDINANCE NO. \_\_\_\_\_

**FORTY-EIGHTH SUPPLEMENTAL CONCURRENT BOND ORDINANCE  
AUTHORIZING ONE OR MORE SERIES OF DALLAS/FORT WORTH  
INTERNATIONAL AIRPORT JOINT REVENUE BONDS, FOR LAWFUL  
PURPOSES; PROVIDING THE SECURITY THEREFORE; PROVIDING  
FOR THE SALE, EXECUTION AND DELIVERY THEREOF SUBJECT TO  
CERTAIN PARAMETERS; AND PROVIDING OTHER TERMS,  
PROVISIONS AND COVENANTS WITH RESPECT THERETO**

---

**WHEREAS**, prior to the adoption of this ordinance (herein defined and cited as the “Forty-Eighth Supplemental Concurrent Bond Ordinance” or as the or this “Ordinance”), the City Councils of the Cities of Dallas and Fort Worth, Texas (the “Cities”) passed the Thirtieth Supplemental Concurrent Bond Ordinance (defined and cited herein as the “Thirtieth Ordinance”) relating to the Dallas/Fort Worth International Airport (the “Airport”); and

**WHEREAS**, the Thirtieth Ordinance amended and supplemented the prior ordinance of the Cities that is defined therein as the “1968 Ordinance”; and

**WHEREAS**, the 1968 Ordinance, as amended and supplemented by the Thirtieth Ordinance, and the Thirtieth Ordinance, now constitute the controlling bond ordinances of the Cities (herein defined together as the “Controlling Ordinances”) that relate to the financing of the Airport and that, together (i) prescribe the terms and conditions upon the basis of which the Additional Obligations, Credit Agreements, and Parity Credit Agreement Obligations may be issued and executed, and (ii) provide and establish the pledge, security, and liens securing the Cities’ special obligations to pay when due the Outstanding Obligations, the Initial Obligations, any Parity Credit Agreement Obligations, and any Additional Obligations; and

**WHEREAS**, in accordance with the Controlling Ordinances, the Cities have been requested by the Dallas/Fort Worth International Airport Board (the “Board”) to issue Additional Obligations pursuant to this Ordinance to pay costs of capital improvements of the Airport and for other purposes as further described in Section 3.1; and

**WHEREAS**, the City Councils of the Cities of Dallas and Fort Worth, on February 23, 2000 and February 22, 2000, respectively, concurrently adopted the Thirty-First Supplemental Concurrent Bond Ordinance authorizing the issuance of the Dallas/Fort Worth International Airport Joint Revenue Bonds, Series 2000A (the “Series 2000A Bonds”), in the aggregate principal amount of \$335,000,000; and

**WHEREAS**, the Dallas/Fort Worth International Airport Public Facility Improvement Corporation, on April 11, 2001, approved a resolution authorizing the issuance of the Dallas/Fort Worth International Airport Public Facility Improvement Corporation Airport Hotel Revenue Bonds, Series 2001 (the “Series 2001 Bonds”), in the aggregate principal amount of \$75,050,000; and

**WHEREAS**, the City Councils of the Cities of Dallas and Fort Worth, on November 14, 2001 and November 13, 2001, respectively, concurrently adopted the Thirty-Third Supplemental Concurrent Bond Ordinance authorizing the issuance of the Dallas/Fort Worth International Airport Joint Revenue Improvement and Refunding Bonds, Series 2001A (the “Series 2001A Bonds”), in the aggregate principal amount of \$650,000,000; and

**WHEREAS**, the City Councils of the Cities of Dallas and Fort Worth, on August 14, 2002 and August 13, 2002, respectively, concurrently adopted the Thirty-Fourth Supplemental Concurrent Bond Ordinance authorizing the issuance of the Dallas/Fort Worth International Airport Joint Revenue Improvement and Refunding Bonds, Series 2002A (the “Series 2002A Bonds”), in the aggregate principal amount of \$375,000,000; and

**WHEREAS**, the City Councils of the Cities of Dallas and Fort Worth, on August 14, 2002 and August 13, 2002, respectively, concurrently adopted the Thirty-Fifth Supplemental Concurrent Bond Ordinance authorizing the issuance of the Dallas/Fort Worth International Airport Joint Revenue Bonds, Series 2002B (the “Series 2002B Bonds”), in the aggregate principal amount of \$75,000,000; and

**WHEREAS**, the City Councils of the Cities of Dallas and Fort Worth, on August 14, 2002 and August 13, 2002, respectively, concurrently adopted the Thirty-Sixth Supplemental Concurrent Bond Ordinance authorizing the issuance of the Dallas/Fort Worth International Airport Joint Revenue Bonds, Series 2002C (the “Series 2002C Bonds”), in the aggregate principal amount of \$50,000,000; and

**WHEREAS**, the City Councils of the Cities of Dallas and Fort Worth, on August 9, 2003 and August 8, 2003, respectively, concurrently adopted the Thirty-Seventh Supplemental Concurrent Bond Ordinance authorizing the issuance of the Dallas/Fort Worth International Airport Joint Revenue Bonds, Series 2003A (the “Series 2003A Bonds”), in the aggregate principal amount of \$1,457,700,000; and

**WHEREAS**, the City Councils of the Cities of Dallas and Fort Worth, on April 28, 2004 and April 27, 2004, respectively, concurrently adopted the Thirty-Ninth Supplemental Concurrent Bond Ordinance authorizing the issuance of the Dallas/Fort Worth International Airport Joint Revenue Improvement Bonds, Series 2004B (the “Series 2004B Bonds”), in the aggregate principal amount of \$207,000,000; and

**WHEREAS**, each City Council hereby finds and determines that the refunding of all or a portion of the outstanding maturities of the Series 2000A Bonds, Series 2001 Bonds, Series 2001A Bonds, Series 2002A Bonds, Series 2002B Bonds, Series 2002C Bonds, Series 2003A Bonds and Series 2004B Bonds described in Schedule I (the “Refunded Obligations”) is in the best interests of the Cities; and

**WHEREAS**, in accordance with the Controlling Ordinances, the Cities have been requested by the Dallas/Fort Worth International Airport Board (the “Board”) to issue Additional Obligations pursuant to this Ordinance to pay costs of capital improvements at the Airport (including capitalized interest, if any), refund all or a portion of the Refunded Obligations and for other purposes as further described in Section 3.1; and

**WHEREAS**, each City Council hereby finds and determines that it is not practical to determine on the date hereof the aggregate amount by which the debt service payments on the bonds authorized hereby (the “Bonds”) exceed the debt service payments on the Refunded Bonds, and that the issuance of the Bonds is in the best interest of the Cities in order to restructure the annual debt service requirements of the Airport; and

**WHEREAS**, each City Council finds and determines that the meeting at which this Ordinance was adopted was open to the public, and public notice of the time, place and subject matter of the public business to be considered and acted upon at said meeting, including this Ordinance, was given, all as required by Applicable Law; and

**WHEREAS**, pursuant to Sections 8.3 and 8.4 of the Thirtieth Ordinance, the “Outstanding Ordinances” (as defined in the Thirtieth Ordinance) and the Controlling Ordinances may be amended with the consent of the holders of more than sixty-six and two-thirds of the combined principal amount of the Obligations then outstanding at the time of the effective date of any amendments and each Credit Provider, if applicable, or, pursuant to Section 8.4(b) of the Thirtieth Ordinance, if the amendments are approved by Insurers and such other Credit Providers as applicable (all such capitalized terms having the respective meanings defined in the Thirtieth Ordinance); and

**WHEREAS**, the City Council of each of the Cities has heretofore approved a new Master Bond Ordinance as an amendment and restatement of the Controlling Ordinances, such Master Bond Ordinance to be effective immediately upon the receipt of the requisite consents referenced therein; and

**WHEREAS**, upon the effective date thereof, the Master Bond Ordinance shall govern and provide and establish the pledge, security, and liens securing the Outstanding Obligations, any Credit Agreement Obligations and any Additional Obligations; and

**WHEREAS**, all of the holders of the Bonds issued pursuant to this Ordinance are hereby deemed by the purchase of such Bonds to have irrevocably consented to the Master Bond Ordinance and the amendment and restatement of the Controlling Ordinances; and

**NOW, THEREFORE, BE IT ORDAINED BY THE CITY COUNCIL OF THE CITY OF DALLAS:**

**NOW, THEREFORE, BE IT ORDAINED BY THE CITY COUNCIL OF THE CITY OF FORT WORTH:**

## **ARTICLE I**

### **DEFINITIONS AND OTHER PRELIMINARY MATTERS**

Section 1.1 Short Title. This Ordinance may hereafter be cited in other documents and without further description as the “Forty-Eighth Supplemental Concurrent Bond Ordinance.”

Section 1.2 Definitions. The capitalized terms used herein, including in the preambles hereto, that are not otherwise defined herein shall have the same meanings and definitions as are

applied to such terms, respectively, in, or incorporated into, the Controlling Ordinances. Additionally, unless otherwise expressly provided or unless the context clearly requires otherwise, the following additional terms shall have the respective meanings specified below:

**Authorized Officer** – means each of the Chief Executive Officer, the Executive Vice President-Chief Financial Officer, or the Vice President-Treasury Management of the Board, each acting singly, and, in the event any of such positions is renamed or otherwise reorganized, including any person holding or exercising the duties of any comparable position.

**Bond** - means any of the Bonds.

**Bond Date** - means the date of such Bonds as designated in the Officers' Pricing Certificate.

**Bonds** - mean the bonds described in Section 3.1 as such series and titles are authorized by separate Officer's Pricing Certificates.

**Closing Date** - means the dates on which each series of Bonds are actually delivered to and paid for by the Purchaser.

**Code** – means the Internal Revenue Code of 1986, as amended.

**Designated Payment/Transfer Office** - means (i) with respect to the initial Paying Agent/Registrar named herein, its office in Dallas, Texas, or such other location as may be designated by the Paying Agent/Registrar, and (ii) with respect to any successor Paying Agent/Registrar, the office of such successor designated and located as may be agreed upon by the Cities and such successor.

**DTC** - means The Depository Trust Company of New York, New York, or any successor securities depository.

**DTC Participant** - means brokers and dealers, banks, trust companies, clearing corporations and certain other organizations on whose behalf DTC was created to hold securities to facilitate the clearance and settlement of securities transactions among such parties.

**Initial Bond** - means the Bonds described in Section 3.2 with the insertions required by Section 6.2(d) and an Officer's Pricing Certificate.

**Insurer or Insurers** - means the issuer of the Policy or of the Policies if more than one are issued, as certified by an Authorized Officer on the Closing Date.

**Interest Payment Date** - means the date or dates upon which interest on the Bonds is scheduled to be paid until the applicable Stated Maturity Date or Mandatory Redemption Date, as determined in the Officers' Pricing Certificate.

**Investment Proceeds** – is defined in section 1.148-1(b) of the Treasury Regulations and generally consists of any amounts actually or constructively received from investing Proceeds.

**Mandatory Redemption Dates** - mean the dates on which the Cities are obligated to redeem Bonds in advance of their respective Stated Maturity Dates in accordance with Section 4.4 and the Officer's Pricing Certificate.

**Master Bond Ordinance** – means the Master Bond Ordinance approved by the City Councils of the Cities and effective upon receipt of the consents required by the Thirtieth Ordinance.

**Master Paying Agent Agreement** - means the paying agent agreement previously executed by the Board and the Paying Agent/Registrar that specifies the duties and responsibilities of the Paying Agent/Registrar with respect to bonds or other obligations issued by the Cities in relation to the Airport.

**Net Proceeds** – means, with respect to any issue of Bonds, the Proceeds of such issue reduced by amounts in a reasonably required reserve or replacement fund.

**Non-PAB Bond** - shall mean any series of Bonds issued under this Ordinance that is, or was, as the case may be, issued and designated by the Cities in the Officer's Pricing Certificate or otherwise as "Non-PAB" or as a "non-private activity bond."

**Officer's Pricing Certificate(s)** - means the certificate(s) to be executed by one of the Authorized Officers pursuant to Section 3.2. Multiple Officer's Pricing Certificates for multiple series of Bonds may be executed pursuant to this Ordinance.

**Ordinance** - means this Ordinance and all amendments hereof and supplements hereto.

**Original Issue Date** - means the Closing Date of each series of Bonds.

**PAB Bond** – shall mean any series of Bonds issued under this Ordinance that is, or was, as the case may be, issued and designated by the Cities in the Officer's Pricing Certificate or otherwise as "PAB" or as a "private activity bond."

**Paying Agent/Registrar** - means The Bank of New York Mellon Trust Company, N.A., or any successor thereto as provided in this Ordinance.

**Proceeds** – is defined in section 1.148-1(b) of the Treasury Regulations and generally means any Sale Proceeds, Investment Proceeds and Transferred Proceeds of the Bonds.

**Policy or Policies** - means the policy or policies, if any, of municipal bond insurance relating to the Bonds issued on the Closing Date by the Insurer or the Insurers if more than one.

**Purchaser** - means the person, firm or entity or the group thereof, or the representative of such group, initially purchasing the Bonds issued hereunder from the Cities pursuant to each Underwriting Agreement.



**Rebate Fund** - means the special fund required to be created and maintained in Section 8.9 and is the type of fund referred to in the definition of that term in the Thirtieth Ordinance.

**Record Date** - means the 15th day of the month next preceding an Interest Payment Date.

**Refunded Bonds** - means those obligations designated as such in the Officers Pricing Certificate from the list of Refunded Bond Candidates described in Schedule I attached hereto.

**Refunded Bond Candidates** - means the obligations described in Schedule I attached hereto which are authorized to be designated Refunded Bonds in the Officers Pricing Certificate.

**Representation Letter** - means the “Blanket Letter of Representations” between the Cities and DTC, as approved ratified in Section 3.9(c).

**Sale Proceeds** – is defined in section 1.148-1(b) of the Treasury Regulations and generally consists of any amounts actually or constructively received from the sale (or other disposition) of any Bond, including amounts used to pay underwriters’ discount, if any, or compensation and accrued interest other than pre-issuance accrued interest. Sale Proceeds also include amounts derived from the sale of a right that is associated with any Bond and that is described in section 1.148-4(b)(4) of the Treasury Regulations.

**Stated Maturity Dates** - mean the respective dates on which the Bonds are stated to mature in accordance with Section 3.2(b) and the Officer’s Pricing Certificate.

**Transferred Proceeds** – means, with respect to any portion of the Bonds that is a refunding issue, proceeds that have ceased to be proceeds of a prior issue and are transferred proceeds of the refunding issue by reason of section 1.148-9 of the Treasury Regulations.

**Thirtieth Ordinance** - means the Thirtieth Supplemental Concurrent Bond Ordinance passed by the City Councils of the Cities and effective on February 23, 2000.

**Underwriting Agreement** - means the Underwriting Agreements hereafter entered into as contemplated and authorized in Section 3.2(b) and in the Officer’s Pricing Certificates. Multiple Underwriting Agreements may be entered into for multiple series of Bonds authorized pursuant to this Ordinance and separate Officer’s Pricing Certificates.

Section 1.3 **Table of Contents, Titles and Headings.** The table of contents, titles and headings of the Articles and Sections of this Ordinance have been inserted for convenience of reference only and are not to be considered a part hereof and shall not in any way modify or restrict any of the terms or provisions hereof and shall never be considered or given any effect in construing this Ordinance or any provision hereof or in ascertaining intent, if any question of intent should arise.

Section 1.4 Interpretation. (a) Unless the context requires otherwise, words of the masculine gender shall be construed to include correlative words of the feminine and neuter genders and vice versa, and words of the singular number shall be construed to include correlative words of the plural number and vice versa.

(b) Article and Section references shall mean references to Articles and Sections of this Ordinance unless designated otherwise.

(c) If any one or more of the covenants, provisions or agreements contained herein should be contrary to Applicable Law, then such covenants, provisions or agreements shall be deemed separable from the remaining covenants, provisions, and agreements hereof, and shall in no way affect the validity of the remaining covenants, provisions, and agreements contained in this Ordinance.

Section 1.5 Declarations and Additional Rights and Limitations Under Controlling Ordinances. (a) For all purposes of the Outstanding Ordinances and the Controlling Ordinances, as amended and supplemented, the Cities declare and provide as follows:

(i) The Bonds are Additional Obligations that are authorized by Section 3.2 of the Thirtieth Ordinance.

(ii) The Bonds are not Interim Obligations.

(iii) Each Policy is a Credit Agreement, and each Insurer is a Credit Provider. However, a Policy does not create a Parity Credit Agreement Obligation. A Policy, if any, entered into for the purpose of providing all or a portion of the amount equal to the Debt Service Reserve Requirement is hereby declared to be a Credit Agreement that is on a parity with Subordinate Lien Obligations; provided however, the provisions of subsection 5.2(b)(iii) of the Thirtieth Ordinance shall continue to apply with respect to any deficiencies in the Debt Service Reserve Fund, including any costs of a Policy with respect to the Debt Service Reserve Fund.

(iv) Administrative Expenses shall include the fees and expenses owed to the Paying Agent/Registrar.

(v) The amount of the Debt Service Reserve Requirement on account of the Bonds is an amount that is not less than the average annual Debt Service that will be required to be paid on or with respect to all Outstanding Obligations as of the date following the delivery of the Bonds. In the event that the amount on deposit in the Debt Service Reserve Fund is less than the amount required, the amount specified in the Officer's Pricing Certificate, pursuant to Section 8.1 shall be deposited to the Debt Service Reserve Fund out of the proceeds of the Bonds or shall be used to enter into a Credit Agreement to satisfy the Debt Service Reserve Requirement.

(vi) The Stated Maturity Dates and the Mandatory Redemption Dates established in accordance with Articles III and IV as modified by the Officer's

Pricing Certificate are Principal Payment Dates for the purposes of the Thirtieth Ordinance.

(vii) Each Insurer, as a Credit Provider, that is not at such time in default under its Policy is authorized to give and withdraw notices of default under the provisions of Section 7.1(vii) of the Thirtieth Ordinance.

(viii) Each of the Authorized Officers is designated and appointed as an “officer” of the Cities for the limited purposes of administering this Ordinance, including particularly the related documents and agreements described herein in accordance with Chapters 1207 and 1371, Government Code, as amended, as applicable.

(ix) This Ordinance is an Additional Supplemental Ordinance.

(b) For all purposes of the Outstanding Ordinances and the Controlling Ordinances, as amended and supplemented, the following additional rights and limitations are granted and imposed:

(i) No amendment to the Controlling Ordinances or this Ordinance shall be approved or adopted pursuant to any of Sections 8.2, 8.3, 8.4, or 8.5 of the Thirtieth Ordinance, whether with or without the consent of the Holders, unless and until the same is approved by the Insurer that at the time is not in default under its Policy has a then current credit rating of at least investment grade by two nationally recognized rating agencies, to the extent required under the terms of the Credit Agreement.

(ii) The Cities shall have the right to amend the Outstanding Ordinances, the Controlling Ordinances, and this Ordinance without the consent of or notice to the Holders, for any purpose not prohibited by Section 8.3 of the Thirtieth Ordinance, if such amendment is approved by the Insurer that at the time is not in default under its Policy has a then current credit rating of at least investment grade by two nationally recognized rating agencies and such other Credit Providers, if any, as may be required by an Additional Supplemental Ordinance.

(iii) Whenever in this Ordinance, or in the Controlling Ordinances, the right is granted to redeem Bonds in advance of a Stated Maturity Date, any such redemption may be accomplished with any lawfully available money. The Bonds may be redeemed according to their respective terms, and pro rata redemptions are not required. All money delivered to the Paying Agent/Registrar for the purpose of paying the principal of and interest on Bonds shall be held uninvested by the Paying Agent/Registrar.

(iv) In the event of the occurrence of an Event of Default, the right of acceleration of the Stated Maturity Date or the Mandatory Redemption Date of any Bond or of any Parity Credit Agreement Obligation is not granted as a remedy, and the right of acceleration is expressly denied.

(v) The specific information that must be provided pursuant to the disclosure requirements of Section 10.1 of the Thirtieth Ordinance with respect to the Bonds shall be (A) the audited financial statements of the Board for each Fiscal Year ending on and after September 30, 2011, and (B) the annual financial information shall be the operating data relating to the Bonds set forth in the numbered tables in the official statement relating to the issuance of the Bonds. In connection with the issuance of the Bonds, the Rule, as amended by 17 CFR Parts 240 and 241/Release No. 34-62184, will be effective and the Cities shall comply with such amendments. The Board shall provide such information on behalf of the Cities.

(vi) Pursuant to the terms of Section 8.4 of the Thirtieth Ordinance, Holders of the Bonds confirm that the Credit Providers, whether or not related to the Bonds, have the right to consent to amendments to the Controlling Ordinances, the Forty-Eighth Ordinance and the Outstanding Ordinances without notice to or the consent of the Holders of the Bonds.

(c) Notwithstanding any other provision hereof, the holders of the Bonds, as evidenced by the purchase thereof, irrevocably consent to the amendment and restatement of the Controlling Ordinances by the Master Bond Ordinance, such Master Bond Ordinance to be effective immediately upon receipt of the requisite consents set forth in the Thirtieth Ordinance.

## **ARTICLE II**

### **PURPOSES, PLEDGE AND SECURITY FOR BONDS**

Section 2.1 Purposes of Ordinance. The purposes of this Ordinance are to prescribe the specific terms and provisions of the Bonds, to extend expressly the pledge, lien, security, and provisions of the Controlling Ordinances to and for the benefit of the Holders, to provide certain covenants to and for the benefit of each Insurer and/or Credit Provider, and to sell the Bonds to the Purchaser.

Section 2.2 Pledge, Security for, Sources of Payment of Bonds. (a) The pledge, the security and the filing provisions of Sections 2.2 and 2.4, respectively, of the Thirtieth Ordinance are hereby expressly restated, fixed, brought forward and granted to the Holders, and to each Insurer, as a Credit Provider.

(b) The Bonds, as “Additional Obligations” under the Controlling Ordinances, are secured by a lien on and pledge of the Pledged Revenues and the Pledged Funds on a parity with the Prior Obligations, the Initial Obligations, and any other Additional Obligations that are Outstanding, and with Parity Credit Agreement Obligations, if any, that are unpaid from time to time, as declared and provided in Section 2.2 of the Thirtieth Ordinance.

## ARTICLE III

### AUTHORIZATION; GENERAL TERMS AND PROVISIONS REGARDING THE BONDS

Section 3.1 Authorization. Additional Obligations, to be designated as set forth in the Pricing Certificate, are hereby authorized to be issued and delivered in accordance with the Constitution and laws of the State of Texas, including specifically Chapters 1207 and 1371, Texas Government Code, as amended. The Authorized Officer is hereby authorized and directed to modify the title of each Series to the extent that, in the judgment of the Authorized Officer, it is necessary or appropriate. The final titles, the number of series and allocation of principal amount between each Series of Bonds shall be determined by the Authorized Officer based on market conditions in the discretion of the Authorized Officer and set forth in the Officer's Pricing Certificate for each series. The Authorized Officer shall also be authorized to issue and sell any series of Bonds as taxable obligations if the Authorized Officer determines that it is in the best interest of the Cities and the Airport to do so. The designation of any series of Bonds as taxable shall be set forth in the Officer's Pricing Certificate for that series. The Bonds shall be issued in the number of series and aggregate principal amount per series designated in the Officer's Pricing Certificate, provided that the aggregate principal amount of all of the Bonds shall not exceed \$2,100,000,000, for the purpose of (1) paying the costs of capital improvements at the Airport (including capitalized interest, if any), (2) refunding all or a portion of the Refunded Bonds, as set forth in the Officer's Pricing Certificate, (3) to provide funding for the Debt Service Reserve Requirement through either the deposit of Bond proceeds or entering into a surety or such other agreement, if applicable, and (3) to pay the Cities' and the Board's costs incurred in connection with the issuance of the Bonds including the costs of the Policy or Policies of Insurance or the surety or debt service reserve agreement.

Section 3.2 Initial Date, Denominations, Number, Maturity, Initial Registered Owner, Characteristics of the Initial Bond and Expiration Date of Delegation. (a) The Initial Bonds are hereby authorized to be issued, sold, and delivered hereunder as single fully registered Bonds, without interest coupons, dated the dates designated in the Officer's Pricing Certificate, in the denomination and maximum aggregate principal amount as designated in the Officer's Pricing Certificate, numbered T-1 or as otherwise set forth in the Officer's Pricing Certificate, payable in annual installments of principal to the initial registered owner thereof (to be determined by the Authorized Officer, as hereinafter provided), or to the registered assignee or assignees of said Bond or any portion or portions thereof (in each case, the "registered owner"), with the annual installments of principal of the Initial Bonds to be payable on the dates, respectively, and in the principal amounts, respectively, to be stated the Officer's Pricing Certificate, and as provided in this Ordinance, but with the final installment of principal (the maximum term) to be not later than November 1, 2045.

(b) As authorized by Chapters 1207 and 1371, Texas Government Code, as amended, the Authorized Officer and the City Managers are hereby authorized, appointed, and designated as the officers or employees of the Cities authorized to act on behalf of the Cities in the selling and delivering of the Initial Bonds and carrying out the other procedures specified in this Ordinance, including the determination of the prices at which the Initial Bonds will be sold, the amount of each Principal Installment of each series issued hereunder, the due date of each

Principal Installment of each series hereof, which shall be November 1 in each year in which a Principal Installment each series is due unless modified by the Officer's Pricing Certificate, the rate of interest to be borne by each Principal Installment of each series issued hereunder, the redemption features, including any requirements of Mandatory Redemption, and all other matters relating to the issuance, sale, and delivery of the Initial Bonds and each series of the Bonds provided that:

(i) each series of Bonds shall not bear interest at a rate greater than the maximum rate allowed by Chapter 1204, Texas Government Code, as amended; and

(ii) the combined aggregate principal amount of all the Bonds issued pursuant to this Ordinance and, authorized to be issued for the purposes described in Section 3.1 shall not exceed the maximum amount authorized in Section 3.1 hereof (\$2,100,000,000) and shall equal an amount at least sufficient to provide for the paying of the costs of capital improvements at the Airport (including capitalized interest, if any) and refunding of the Refunded Bonds to be selected from the Refunded Bond Candidates identified in schedule I hereto; and

(iii) all such terms and determinations pertaining to the pricing of each series of Bonds shall be based on bond market conditions and available interest rates for each series of Bonds on the date of the sale of each series of the Bonds, all as set forth in the Officer's Pricing Certificate for each series. The Refunded Bonds shall be identified in the Officer's Pricing Certificate for each series in accordance with the preceding sentence, except that if less than an entire maturity is to be refunded, the Refunded Bonds to be refunded within a maturity shall be selected as provided in the Ordinance authorizing their issuance and, if not so provided, by lot; and

(iv) prior to delivery of each series of Bonds to the Purchasers, each series of Bonds must have been rated by a nationally recognized rating agency for municipal securities in one of the four highest rating categories for long term obligations.

(v) The Authorized Officers are hereby authorized and directed to approve the final terms and provisions of each Underwriting Agreement in accordance with the terms of the Officer's Pricing Certificate and this Ordinance, such approval being evidenced by its execution thereof by any Authorized Officer. With regard to such terms and provisions of each Underwriting Agreement, the Authorized Officer is hereby authorized to come to an agreement with the Purchasers of each series of Bonds on the following, among other matters:

1. The details of the purchase and sale of the Bonds;
2. The details of the public offering of the Bonds by the Underwriters;

3. The details of an Official Statement (and, if appropriate, any Preliminary Official Statement) relating to the Bonds and the District's Rule 15c2-12 compliance;
4. A security deposit for the Bonds;
5. The representations and warranties of the Cities and the Airport to the Purchasers;
6. The details of the delivery of, and payment for, the Bonds;
7. The Purchasers' obligations under the Underwriting Agreements;
8. The certain conditions to the obligations of the Airport and the Cities under the Underwriting Agreements;
9. Termination of the Underwriting Agreements;
10. Particular covenants of the Airport and the Cities;
11. The survival of representations made in the Underwriting Agreements;
12. The payment of any expenses relating to the Underwriting Agreements;
13. Notices; and
14. Any and all such other details that are found by the Authorized Officer to be necessary and advisable for the purchase and sale of the Bonds.

Any Authorized Officer, acting singly, is hereby authorized and directed to execute each Underwriting Agreement for and on behalf of the Board and the Cities and as the act and deed of the Board and the Cities.

(c) A portion of Bonds are expected to be issued for restructuring of the Airport's debt service requirements; however, to the extent any present value savings is achieved with the issuance of any series of Bonds pursuant to this Ordinance, such restructuring purpose and requirement is hereby deemed to be achieved.

(d) In connection with the issuance and delivery of the Bonds, the Authorized Officer, acting for and on behalf of the Cities, is authorized to set out in the Officer's Pricing Certificate such information as contemplated herein. The Officer's Pricing Certificate shall

include such information as such Authorized Officer deem appropriate or is required by this Ordinance.

(e) The Authorized Officer is authorized to establish which maturity or maturities, if any, of each series of Bonds shall be insured based on recommendations of the Co-Financial Advisors of the Airport, and such Authorized Officer shall specify the name or names of the Insurer or Insurers in each Underwriting Agreement and shall specify therein which maturity or maturities, if any, will be insured.

(f) The Initial Bonds of each series (i) may be prepaid or redeemed prior to the respective scheduled due dates of installments of principal thereof as provided for in this Ordinance and in the Officer's Pricing Certificate, (ii) may be assigned and transferred, (iii) may be converted and exchanged for other Bonds, (iv) shall have the characteristics, and (v) shall be signed and sealed, and the principal of and interest on the Initial Bonds of each series shall be payable, all as provided, and in the manner required or indicated, in the FORM OF BOND set forth in this Ordinance and as determined by an Authorized Officer, as provided herein and in the Officer's Pricing Certificate, with such changes and additions as are required to meet the terms of each Underwriting Agreement and the Officer's Pricing Certificate, including the names as to which the Initial Bond of each series shall be registered.

(g) The authority granted to the Authorized Officer under this Section 3.2 shall expire on April 1, 2013 unless otherwise extended by the City Councils of each of the cities by separate action.

Section 3.3 Medium, Method and Place of Payment. (a) The principal of, premium, if any, and interest on the Bonds shall be paid in lawful money of the United States of America as provided in this Section.

(b) Interest on the Bonds shall be payable to the Holders whose names appear in the Obligation Register (as defined in Section 3.5) at the close of business on the Record Date; provided, however, that in the event of nonpayment of interest on a scheduled Interest Payment Date, and for 30 days thereafter, a new record date for such interest payment (a "Special Record Date") will be established by the Paying Agent/Registrar if and when funds for the payment of such interest have been received from the Cities or the Board. Notice of the Special Record Date and of the scheduled payment date of the past due interest (the "Special Payment Date," which shall be at least 15 days after the Special Record Date) shall be sent at least five business days prior to the Special Record Date by United States mail, first class postage prepaid, to the address of each Holder of a Bond appearing on the books of the Paying Agent/Registrar at the close of business on the last business day next preceding the date of mailing of such notice.

(c) Interest on the Bonds shall be paid by check (dated as of the Interest Payment Date) and sent by the Paying Agent/Registrar to the Holder entitled to such payment, United States mail, first class postage prepaid, to the address of the Holder as it appears in the Obligation Register or by such other customary banking arrangements acceptable to the Paying Agent/Registrar and the person to whom interest is to be paid; provided, however, that such person shall bear all risk and expenses of such other customary banking arrangements. Upon written request of a registered owner of at least \$1,000,000 in principal amount of Bonds, all



payments of the principal of, redemption premium, if any, and interest on the Bonds shall be paid by wire transfer in immediately available funds to an account designated by such registered owner.

(d) The principal of each Bonds shall be paid to the Holder on the due date thereof (whether at the maturity date or the date of prior redemption thereof) upon presentation and surrender of such Bond at the Designated Payment/Transfer Office.

(e) If a date for the payment of the principal of or interest on a Bond is a Saturday, Sunday, legal holiday, or a day on which banking institutions in the Cities or in the city in which the Designated Payment/Transfer Office is located, are authorized by law or executive order to close, then the date for such payment shall be the next succeeding Business Day, and payment on such date shall have the same force and effect as if made on the original date payment was due.

(f) Subject to any applicable escheat, unclaimed property, or similar and Applicable Law, unclaimed payments remaining unclaimed by the Holders entitled thereto for three years after the applicable payment or redemption date shall be paid to the Board and thereafter neither the Cities, the Paying Agent/Registrar, nor any other person shall be liable or responsible to any Holders of such Bonds for any further payment of such unclaimed moneys or on account of any such Bonds.

(g) The unpaid principal balance of each Initial Bond shall bear interest as set forth in such Initial Bond to the respective scheduled due dates, or to the respective dates of prepayment or redemption, of the Principal Installments, and said interest shall be payable to the registered owner thereof, all in the manner provided and on the dates fixed by the Authorized Officers in accordance with this Ordinance and the Officer's Pricing Certificate for each series, and with interest rates as fixed by the Authorized Officer in accordance with this Ordinance and the Officer's Pricing Certificate, and as set forth in the Underwriting Agreements.

Section 3.4 Ownership. (a) The Cities, the Board, the Paying Agent/Registrar and any other person may treat each Holder as the absolute owner of such Bond for the purpose of making and receiving payment of the principal thereof and premium, if any, thereon, and for the further purpose of making and receiving payment of the interest thereon (subject to the provisions herein that interest is to be paid to each Holder on the Record Date), and for all other purposes, whether or not such Bond is overdue, and neither the Cities, the Board, nor the Paying Agent/Registrar shall be bound by any notice or knowledge to the contrary.

(b) All payments made to the person deemed to be the Holder in accordance with this Section shall be valid and effectual and shall discharge the liability of the Cities, the Board, and the Paying Agent/Registrar upon such Bond to the extent of the sums paid.

Section 3.5 Registration, Transfer and Exchange. (a) So long as any Bonds remain outstanding, the Board shall cause the Paying Agent/Registrar to keep a register (the "Obligation Register") at its principal trust office in which, subject to such reasonable regulations as it may prescribe, the Paying Agent/Registrar shall provide for the registration and transfer of Bonds in accordance with this Ordinance.

(b) Ownership of any Bond may be transferred in the Obligation Register only upon the presentation and surrender thereof at the Paying Agent's Designated Payment/Transfer Office for transfer of registration and cancellation, together with proper written instruments of assignment, in form and with guarantee of signatures satisfactory to the Paying Agent/Registrar, evidencing assignment of the Bonds, or any portion thereof in any integral multiple of \$5,000, to the assignee or assignees thereof, and the right of such assignee or assignees thereof to have the Bond or any portion thereof registered in the name of such assignee or assignees. No transfer of any Bond shall be effective until entered in the Obligation Register. Upon assignment and transfer of any Bond or portion thereof, a new Bond or Bonds will be issued by the Paying Agent/Registrar in conversion and exchange for such transferred and assigned Bond. To the extent possible the Paying Agent/Registrar will issue such new Bond or Bonds in not more than three business days after receipt of the Bond to be transferred in proper form and with proper instructions directing such transfer.

(c) Any Bond may be converted and exchanged only upon the presentation and surrender thereof at the Designated Payment/Transfer Office of the Paying Agent/Registrar together with a written request therefor duly executed by the registered owner or assignee or assignees thereof, or its or their duly authorized attorneys or representatives, with guarantees of signatures satisfactory to the Paying Agent/Registrar, for a Bond or Bonds of the same maturity and interest rate and in any authorized denomination and in an aggregate principal amount equal to the unpaid principal amount of the Bond presented for exchange. If a portion of any Bond is redeemed prior to its scheduled maturity as provided herein, a substitute Bond or Bonds having the same maturity date, bearing interest at the same rate, in the denomination or denominations of any integral multiple of \$5,000 at the request of the registered owner, and in an aggregate principal amount equal to the unredeemed portion thereof, will be issued to the registered owner upon surrender thereof for cancellation. To the extent possible, a new Bond or Bonds shall be delivered by the Paying Agent/Registrar to the registered owner of the Bond or Bonds in not more than three business days after receipt of the Bond to be exchanged in proper form and with proper instructions directing such exchange.

(d) Each Bond issued in exchange for any Bond or portion thereof assigned, transferred or converted shall have the same principal maturity date and bear interest at the same rate as the Bond for which it is being exchanged. Each substitute Bond shall bear a letter and/or number to distinguish it from each other Bond. The Paying Agent/Registrar shall convert and exchange the Bonds as provided herein, and each substitute Bond delivered in accordance with this Section shall constitute an original contractual obligation of the Cities and shall be entitled to the benefits and security of this Ordinance to the same extent as the Bond or Bonds in lieu of which such substitute Bond is delivered.

(e) The Board will pay, as Administrative Expenses, the Paying Agent/Registrar's reasonable and customary charge for the initial registration or any subsequent transfer, exchange or conversion of the Bonds, but the Paying Agent/Registrar will require the Holder to pay a sum sufficient to cover any tax or other governmental charge that is authorized to be imposed in connection with the registration, transfer, exchange or conversion of a Bond. In addition, the Cities hereby covenant with the Holders of the Bonds that the Board will (i) pay the reasonable and standard or customary fees and charges of the Paying Agent/Registrar for its services with respect to the payment of the principal of and interest on the Bonds, when due, and

(ii) pay the fees and charges of the Paying Agent/Registrar for services with respect to the transfer, registration, conversion and exchange of Bonds as provided herein.

(f) Neither the Cities, the Board, nor the Paying Agent/Registrar shall be required to issue, transfer, or exchange any Bond called for redemption, in whole or in part, where such redemption is scheduled to occur within 45 calendar days after the transfer or exchange date; provided, however, such limitation shall not be applicable to an exchange by the Holder of the uncalled principal balance of a Bond.

Section 3.6 Cancellation and Authentication. All Bonds paid or redeemed before their Stated Maturity Dates in accordance with this Ordinance, and all Bonds in lieu of which exchange Bonds or replacement Bonds are authenticated and delivered in accordance with this Ordinance, shall be canceled upon the making of proper records regarding such payment, redemption, exchange or replacement. The Paying Agent/Registrar shall dispose of the canceled Bonds in accordance with Applicable Law.

Section 3.7 Temporary Bonds. (a) Following the delivery and registration of the Initial Bond issued hereunder and pending the preparation of definitive Bonds, the proper officers of the Cities may execute and, upon the Cities' or the Board's request, the Paying Agent/Registrar shall authenticate and deliver, one or more temporary Bonds that are printed, lithographed, typewritten, mimeographed or otherwise produced, in any denomination, substantially of the tenor of the definitive Bonds in lieu of which they are delivered, without coupons, and with such appropriate insertions, omissions, substitutions and other variations as the officers of the Cities executing such temporary Bonds may determine, as evidenced by their signing of such temporary Bonds.

(b) Until exchanged for Bonds in definitive form, such Bonds in temporary form shall be entitled to the benefit and security of this Ordinance.

(c) The Cities or the Board, without unreasonable delay, shall prepare, execute and deliver to the Paying Agent/Registrar the Bonds in definitive form; thereupon, upon the presentation and surrender of the Bond or Bonds in temporary form to the Paying Agent/Registrar, the Paying Agent/Registrar shall cancel the Bonds in temporary form and authenticate and deliver in exchange therefor a Bond or Bonds of the same maturity and series, in definitive form, in the authorized denomination, and in the same aggregate principal amount, as the Bond or Bonds in temporary form surrendered. Such exchange shall be made without the making of any charge therefor to any Owner.

Section 3.8 Replacement Bonds. (a) Upon the presentation and surrender to the Paying Agent/Registrar, at the Designated Payment/Transfer Office, of a mutilated Bond, the Paying Agent/Registrar shall authenticate and deliver in exchange therefor a replacement Bond of like tenor and principal amount, bearing a number not contemporaneously outstanding. The Cities, the Board, or the Paying Agent/Registrar may require the Holder of such Bond to pay a sum sufficient to cover any tax or other governmental charge that is authorized to be imposed in connection therewith and any other expenses connected therewith.

(b) In the event any Bond is lost, apparently destroyed or wrongfully taken, the Paying Agent/Registrar, pursuant to Subchapter D of Chapter 1201, Government Code, as amended, and in the absence of notice or knowledge that such Bond has been acquired by a bona fide purchaser, shall authenticate and deliver a replacement Bond of like tenor and principal amount, bearing a number not contemporaneously outstanding, provided that the Holder first:

(i) furnishes to the Paying Agent/Registrar satisfactory evidence of his or her ownership of and the circumstances of the loss, destruction or theft of such Bond;

(ii) furnishes such security or indemnity as may be required by the Paying Agent/Registrar, the Board and the Cities to save them harmless;

(iii) pays all expenses and charges in connection therewith, including, but not limited to, printing costs, legal fees, fees of the Paying Agent/Registrar and any tax or other governmental charge that is authorized to be imposed; and

(iv) satisfies any other reasonable requirements imposed by the Cities and the Paying Agent/Registrar.

(c) If, after the delivery of such replacement Bond, a bona fide purchaser of the original Bond in lieu of which such replacement Bond was issued presents for payment such original Bond, the Cities, the Board, and the Paying Agent/Registrar shall be entitled to recover such replacement Bond from the person to whom it was delivered or any person taking therefrom, except a bona fide purchaser, and shall be entitled to recover upon the security or indemnity provided therefor to the extent of any loss, damage, cost or expense incurred by the Cities, the Board, or the Paying Agent/Registrar in connection therewith.

(d) In the event that any such mutilated, lost, apparently destroyed or wrongfully taken Bond has become or is about to become due and payable, the Paying Agent/Registrar, in its discretion, instead of issuing a replacement Bond, may pay such Bond.

(e) Each replacement Bond delivered in accordance with this Section shall constitute an original contractual obligation of the Cities and shall be entitled to the benefits and security of this Ordinance to the same extent as the Bond or Bonds in lieu of which such replacement Bond is delivered.

Section 3.9 Book-Entry Only System. (a) The definitive Bonds for each series shall be initially issued in the form of a separate single fully registered Bond for each of the maturities thereof. Upon initial issuance, the ownership of each such Bond shall be registered in the name of Cede & Co., as nominee of DTC, and except as provided in Section 3.10, all of the outstanding Bonds shall be registered in the name of Cede & Co., as nominee of DTC.

(b) With respect to Bonds registered in the name of Cede & Co., as nominee of DTC, the Cities, the Board, and the Paying Agent/Registrar shall have no responsibility or obligation to any DTC Participant or to any person on behalf of whom such a DTC Participant holds an interest in the Bonds, except as provided in this Ordinance. Without limiting the immediately preceding sentence, the Cities, the Board, and the Paying Agent/Registrar shall have

no responsibility or obligation with respect to (i) the accuracy of the records of DTC, Cede & Co. or any DTC Participant with respect to any ownership interest in the Bonds, (ii) the delivery to any DTC Participant or any other person, other than a Holder, as shown on the Obligation Register, of any notice with respect to the Bonds, including any notice of redemption, or (iii) the payment to any DTC Participant or any other person, other than a Holder, as shown in the Register of any amount with respect to principal of, premium, if any, or interest on the Bonds. Notwithstanding any other provision of this Ordinance to the contrary, the Cities, the Board, and the Paying Agent/Registrar shall be entitled to treat and consider the person in whose name each Bond is registered in the Obligation Register as the absolute owner of such Bond for the purpose of payment of principal of, premium, if any, and interest on the Bonds, for the purpose of giving notices of redemption and other matters with respect to such Bond, for the purpose of registering transfer with respect to such Bond, and for all other purposes whatsoever. The Paying Agent/Registrar shall pay all principal of, premium, if any, and interest on the Bonds only to or upon the order of the respective Holders, as shown in the Obligation Register, or their respective attorneys duly authorized in writing, and all such payments shall be valid and effective to fully satisfy and discharge the Cities' obligations with respect to payment of, premium, if any, and interest on the Bonds to the extent of the sum or sums so paid. No person other than a Holder, as shown in the register, shall receive a certificate evidencing the obligation of the Cities to make payments of amounts due pursuant to this Ordinance. Upon delivery by DTC to the Paying Agent/Registrar of written notice to the effect that DTC has determined to substitute a new nominee in place of Cede & Co., and subject to the provisions in this Ordinance with respect to interest checks or drafts being mailed to the registered Owner at the close of business on the Record Date, the word "Cede & Co." in this Ordinance shall refer to such new nominee of DTC.

(c) The "Blanket Representation Letter" setting respective duties with respect to the Bonds has been previously executed and delivered by an Authorized Officer of the Airport and made applicable to the Bonds delivered in book-entry-only form to DTC, as securities depository therefor, is hereby ratified and approved for the Bonds.

Section 3.10 Successor Securities Depository. In the event that the Cities, the Board, or the Paying Agent/Registrar determine that DTC is incapable of discharging its responsibilities described herein and in the Representation Letter, and that it is in the best interest of the beneficial owners of the Bonds that they be able to obtain certificated Bonds, or in the event DTC discontinues the services described herein, the Cities, the Board, or the Paying Agent/Registrar shall (i) appoint a successor securities depository, qualified to act as such under Section 17(a) of the Securities and Exchange Act of 1934, as amended, notify DTC and DTC Participants, as identified by DTC, of the appointment of such successor securities depository and transfer one or more separate Bonds to such successor securities depository or (ii) notify DTC and DTC Participants, as identified by DTC, of the availability through DTC of Bonds and transfer one or more separate Bonds to DTC Participants having Bonds credited to their DTC accounts, as identified by DTC. In such event, the Bonds shall no longer be restricted to being registered in the Obligation Register in the name of Cede & Co., as nominee of DTC, but may be registered in the name of the successor securities depository, or its nominee, or in whatever name or names Holders transferring or exchanging Bonds shall designate, in accordance with the provisions of this Ordinance.

Section 3.11 Payments to Cede & Co. Notwithstanding any other provision of this Ordinance to the contrary, so long as any Bonds are registered in the name of Cede & Co., as nominee of DTC, all payments with respect to principal of, premium, if any, and interest on such Bonds, and all notices with respect to such Bonds, shall be made and given, respectively, in the manner provided in the Representation Letter.

## **ARTICLE IV**

### **REDEMPTION OF BONDS BEFORE MATURITY**

Section 4.1 Limitation on Redemption. The Bonds shall be subject to redemption before scheduled maturity only as provided in this Article IV and the Officer's Pricing Certificate.

Section 4.2 Optional Redemption. (a) The Authorized Officer shall specify in the Underwriting Agreements, Officer's Pricing Certificates, Initial Bonds, and in the Bonds such rights of optional redemption, if any, and the Redemption Prices therefor that are to be reserved by the Cities.

(b) To the extent the Bonds are subject to optional redemption, the Board, at least 45 days before the redemption date, unless a shorter period shall be satisfactory to the Paying Agent/Registrar, shall notify the Paying Agent/Registrar of such redemption date and of the principal amount of the Bonds to be redeemed.

Section 4.3 Partial Redemption. (a) If less than all of the Bonds are to be redeemed pursuant to Section 4.2, the Board shall have the right to determine the maturity or maturities and the amounts thereof to be redeemed and shall direct the Paying Agent/Registrar to call at random the Bonds, or portions thereof, within such maturity or maturities and in such principal amounts for redemption as determined by the Board in its sole discretion.

(b) A portion of a single Bond of a denomination greater than \$5,000 may be redeemed, but only in a principal amount equal to \$5,000 or any integral multiple thereof. If such a Bond is to be partially redeemed, the Paying Agent/Registrar shall treat each \$5,000 portion of the Bond as though it were a single Bond for purposes of selection for redemption.

(c) Upon surrender of any Bond for redemption in part, the Paying Agent/Registrar, in accordance with Section 3.5 of this Ordinance, shall authenticate and deliver an exchange Bond or Bonds in an aggregate principal amount equal to the unredeemed portion of the Bond so surrendered, such exchange being without charge.

(d) The Paying Agent/Registrar shall promptly notify the Board in writing of the principal amount to be redeemed of any Bond as to which only a portion thereof is to be redeemed.

Section 4.4 Mandatory Redemption of Certain Bonds. (a) The Authorized Officer shall specify in the Underwriting Agreements, Officer's Pricing Certificates, Initial Bonds and in the Bonds such obligations to redeem the Bonds mandatorily, and the Redemption Prices therefor, as are to be imposed on the Cities.

(b) Subject to the provisions of subsection (c) of this Section, when less than all of the Bonds of a specified maturity on a specified Stated Maturity Date are required to be redeemed as determined in accordance with this Section, the Board, acting on behalf of the Cities, shall have the right and shall direct the Paying Agent/Registrar to call by lot the Bonds, or portions thereof within a maturity, that are to be called for redemption. A portion of a single Bond of a denomination greater than \$5,000 may be redeemed, but only in a principal amount equal to \$5,000 or an integral multiple thereof. The Paying Agent/Registrar shall treat each \$5,000 portion of the Bond as though it were a single Bond for purposes of selection for redemption. Upon surrender of any Bond for redemption in part, the Paying Agent/Registrar shall authenticate and deliver an exchange Bond or Bonds in an aggregate amount equal to the unredeemed portion of the Bond so surrendered.

(c) In lieu of the procedure described in subsection (b) of this Section, if less than all of the Bonds of a Stated Maturity Date are required to be redeemed, the Cities and the Board shall have the right to accept tenders of Bonds of the applicable Stated Maturity Date and to purchase Bonds of such maturity in the open markets at any price that is less than the applicable Redemption Price for the Bonds required to be redeemed.

Section 4.5 Notice of Redemption to Holders. (a) The Paying Agent/Registrar shall give notice of any redemption of Bonds by sending notice by first class United States mail, postage prepaid, or by such other means as is acceptable to such Holders, not less than 30 days before the date fixed for redemption, to the Holder of each Bond (or part thereof) to be redeemed, at the address shown on the Obligation Register.

(b) The notice shall state the redemption date, the redemption price, the place at which the Bonds are to be surrendered for payment, and, if less than all the Bonds outstanding are to be redeemed, an identification of the Bonds or portions thereof to be redeemed.

(c) Any notice given as provided in this Section shall be conclusively presumed to have been duly given, whether or not the Holder receives such notice.

Section 4.6 Conditional Notice of Redemption. With respect to any optional redemption of Bonds, unless certain prerequisites to such redemption required by the Controlling Ordinances or this Ordinance have been met and moneys sufficient to pay the principal of and premium, if any, and interest on the Bonds to be redeemed shall have been received by the Paying Agent prior to the giving of such notice of redemption, such notice shall state that said redemption may, at the option of the Board, be conditional upon the satisfaction of such prerequisites and receipt of such moneys by the Paying Agent on or prior to the date fixed for such redemption. If a conditional notice of redemption is given and such prerequisites to the redemption and sufficient moneys are not received, such notice shall be of no force and effect, the Board shall not redeem such Bonds and the Paying Agent shall notice, in the manner in which the notice of redemption was given, to the effect that the Bonds have not been redeemed.

Section 4.7 Payment Upon Redemption. (a) Before or on each redemption date, the Board on behalf of the Cities shall deposit with the Paying Agent/Registrar money sufficient to pay all amounts due on the redemption date and the Paying Agent/Registrar shall make provision for the payment of the Bonds to be redeemed on such date by setting aside and holding in trust

such amounts as are received by the Paying Agent/Registrar from the Board and shall use such funds solely for the purpose of paying the principal of, redemption premium, if any, and accrued interest on the Bonds being redeemed, or the tender or negotiated price in the case of Bonds tendered or purchased under Section 4.4(c).

(b) Upon presentation and surrender of any Bond called for redemption at the Designated Payment/Transfer Office on or after the date fixed for redemption, the Paying Agent/Registrar shall pay the principal of, redemption premium, if any, and accrued interest on such Bond to the date of redemption from the money set aside for such purpose.

Section 4.8 Effect of Redemption. (a) Notice of redemption having been given as provided in Section 4.5 of this Ordinance, the Bonds or portions thereof called for redemption shall become due and payable on the date fixed for redemption and, unless the Cities fail in their obligation to make provision for the payment of the principal thereof, redemption premium, if any, or accrued interest thereon on the date fixed for redemption, such Bonds or portions thereof shall cease to bear interest from and after the date fixed for redemption, whether or not such Bonds are presented and surrendered for payment on such date.

(b) If the Cities shall fail to make provision for payment of all sums due on a redemption date, then any Bond or portion thereof called for redemption shall continue to bear interest at the rate stated on the Bond until due provision is made for the payment of same by the Cities.

## **ARTICLE V**

### **PAYING AGENT/REGISTRAR**

Section 5.1 Appointment of Initial Paying Agent/Registrar. The Bank of New York Mellon Trust Company, N.A., is hereby appointed as the initial Paying Agent/Registrar for the Bonds, under and subject to the terms and provisions of the Master Paying Agent Agreement.

Section 5.2 Qualifications. The Paying Agent/Registrar shall be a commercial bank, a trust company organized under applicable laws, or any other entity duly qualified and legally authorized to serve as and perform the duties and services of paying agent and registrar for the Bonds.

Section 5.3 Maintaining Paying Agent/Registrar. (a) At all times while any Bonds are Outstanding, the Cities will maintain a Paying Agent/Registrar that is qualified under Section 5.2 of this Ordinance.

(b) If the Paying Agent/Registrar resigns or otherwise ceases to serve as such, the Board will promptly appoint a replacement.

Section 5.4 Termination. The Cities, acting through the Board, upon not less than 60 days notice, reserves the right to terminate the appointment of any Paying Agent/Registrar by delivering to the entity whose appointment is to be terminated written notice of such termination, provided that such termination shall not be effective until a successor Paying Agent/Registrar has been appointed and has accepted the duties of Paying Agent/Registrar for the Bonds.



Section 5.5 Notice of Change. Promptly upon each change in the entity serving as Paying Agent/Registrar, the Board will cause notice of the change to be sent to each Holder and Insurer by first class United States mail, postage prepaid, at the address in the Obligation Register, stating the effective date of the change and the name and mailing address of the replacement Paying Agent/Registrar.

Section 5.6 Agreement to Perform Duties and Functions. By accepting the appointment as Paying Agent/Registrar, the Paying Agent/Registrar acknowledges receipt of copies of the Controlling Ordinances and this Ordinance, and is deemed to have agreed to the provisions thereof, and to perform the duties and functions of Paying Agent/Registrar prescribed therein and herein.

Section 5.7 Delivery of Records to Successor. If a Paying Agent/Registrar is replaced, such Paying Agent/Registrar, promptly upon the appointment of the successor, will deliver the Obligation Register (or a copy thereof) and all other pertinent books and records relating to the Bonds to the successor Paying Agent/Registrar.

## **ARTICLE VI**

### **FORM OF THE BONDS**

Section 6.1 Form Generally. (a) The Bonds, including the Registration Certificate of the Comptroller of Public Accounts of the State, the Certificate of the Paying Agent/Registrar, and the Assignment form to appear on each of the Bonds, (i) shall be substantially in the form set forth in this Article, with such appropriate insertions, omissions, substitutions, and other variations as are permitted or required by this Ordinance or the Officer's Pricing Certificates, and (ii) may have such letters, numbers, or other marks of identification (including identifying numbers and letters of the Committee on Uniform Securities Identification Procedures of the American Bankers Association) and such legends and endorsements (including any reproduction of an opinion of counsel) thereon as, consistently herewith, may be determined by the Board.

(b) Any portion of the text of any Bonds may be set forth on the reverse side thereof, with an appropriate reference thereto on the face of the Bonds.

(c) The Bonds, including the Initial Bonds submitted to the Attorney General of Texas and any temporary Bonds, shall be typed, printed, lithographed, photocopied or engraved, and may be produced by any combination of these methods or produced in any other similar manner, all as determined by the officers executing such Bonds, as evidenced by their execution thereof.

Section 6.2 Form of Bond. The forms of Bond, including the form of the Registration Certificate of the Comptroller of Public Accounts of the State, the form of Certificate of the Paying Agent/Registrar and the form of Assignment appearing on the Bonds, shall be substantially as follows for each Bond of each series:

(a) [Form of Bond]

REGISTERED

REGISTERED

No. \_\_\_\_\_

\$ \_\_\_\_\_

United States of America  
State of Texas  
Cities of Dallas and Fort Worth

**DALLAS/FORT WORTH INTERNATIONAL AIRPORT  
JOINT REVENUE BOND, SERIES \_\_\_\_\_<sup>1</sup>**

INTEREST RATE: \_\_\_\_\_%      MATURITY DATE: \_\_\_\_\_, \_\_\_\_\_      ORIGINAL ISSUE DATE: \_\_\_\_\_ 1, 2012      CUSIP NO.: \_\_\_\_\_

The Cities of Dallas and Fort Worth, Texas (the "Cities"), for value received, hereby promise to pay to

\_\_\_\_\_ or registered assigns, on the Maturity Date, as specified above, the sum of

\_\_\_\_\_ DOLLARS

unless this Bond shall have been sooner called for redemption and the payment of the principal hereof shall have been paid or provision for such payment shall have been made, and to pay interest on the unpaid principal amount hereof from the later of \_\_\_\_\_, 2012<sup>2</sup>, or the most recent interest payment date to which interest has been paid or provided for until such principal amount shall have been paid or provided for, at the per annum rate of interest specified above, computed on the basis of a 360-day year of twelve 30-day months, such interest to be paid semiannually on May 1 and November 1 of each year, commencing \_\_\_\_\_, 2012.<sup>3</sup> Interest on the Bonds shall accrue from the date of the initial delivery thereof.

Capitalized terms appearing herein that are defined terms in the Ordinances defined below, have the meanings assigned to them in the Ordinances. Reference is made to the Ordinances for such definitions and for all other purposes.

The principal of this Bond shall be payable without exchange or collection charges in lawful money of the United States of America upon presentation and surrender of this Bond at the corporate trust office in Dallas, Texas (the "Designated Payment/Transfer Office"), of The Bank of New York Mellon Trust Company, N.A. or, with respect to a successor Paying Agent/Registrar, at the Designated Payment/Transfer Office of such successor. Interest on this

<sup>1</sup> To be completed pursuant to the Officer's Pricing Certificate for the Bonds.

<sup>2</sup> To be completed pursuant to the Officer's Pricing Certificate for the Bonds.

<sup>3</sup> To be completed pursuant to the Officer's Pricing Certificate for the Bonds.

Bond is payable by check dated as of the interest payment date, mailed by the Paying Agent/Registrar to the registered owner at the address shown on the registration books kept by the Paying Agent/Registrar or by such other customary banking arrangements acceptable to the Paying Agent/Registrar, requested by, and at the risk and expense of, the person to whom interest is to be paid. Upon written request of a registered owner of at least \$1,000,000 in principal amount of Bonds, all payments of the principal of, redemption premium, if any, and interest on the Bonds shall be paid by wire transfer in immediately available funds to an account designated by such registered owner. For the purpose of the payment of interest on this Bond, the registered owner shall be the person in whose name this Bond is registered at the close of business on the "Record Date," which shall be the 15th day of the month next preceding such interest payment date; provided, however, that in the event of nonpayment of interest on a scheduled interest payment date, and for 30 days thereafter, a new record date for such interest payment (a "Special Record Date") will be established by the Paying Agent/Registrar, if and when funds for the payment of such interest have been received. Notice of the Special Record Date and of the scheduled payment date of the past due interest (the "Special Payment Date," which shall be 15 days after the Special Record Date) shall be sent at least five business days prior to the Special Record Date by United States mail, first class postage prepaid, to the address of each Holder of a Bond appearing on the books of the Paying Agent/Registrar at the close of business on the last business day preceding the date of mailing such notice.

If a date for the payment of the principal of or interest on the Bonds is a Saturday, Sunday, legal holiday, or a day on which banking institutions in the Cities or in the city in which the Designated Payment/Transfer Office is located are authorized by law or executive order to close, then the date for such payment shall be the next succeeding Business Day, and payment on such date shall have the same force and effect as if made on the original date payment was due.

This Bond is one of a series of fully registered bonds specified in the title hereof, dated \_\_\_\_\_, 2011<sup>4</sup> issued in the aggregate principal amount of \$ \_\_\_\_\_<sup>5</sup> issued pursuant to the authority of Chapter 22, Texas Transportation Code, as amended, Chapters 1207 and 1371, Texas Government Code, as amended and the "Controlling Ordinances," as defined in the Forty-Eighth Supplemental Concurrent Bond Ordinance adopted concurrently by the City Councils of the Cities (the "Forty-Eighth Supplemental Ordinance"). The Controlling Ordinances and the Forty-Eighth Supplemental Ordinance are herein collectively referred to as the "Ordinances." This Bond is one of the Additional Obligations authorized by the Ordinances and is subject to the terms and provisions thereof. The Ordinances and their respective terms and provisions are incorporated herein for all purposes. As set forth in the Forty-Eighth Supplemental Ordinance any owner hereof is deemed to have irrevocably consented to the complete replacement and substitution of the Controlling Ordinances by the "Master Bond Ordinance" (as defined in the Forty-Eighth Supplemental Ordinance).

The Bonds were issued by the Cities for the purposes of obtaining funds to [refund certain obligations previously issued by the Cities/pay costs of capital improvements at the Airport (including capitalized interest, if any)], to provide funding for the Debt Service Reserve Requirements through either the deposit of Bond proceeds or entering into a surety or such other

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<sup>4</sup> To be completed pursuant to the Officer's Pricing Certificate for the Bonds.

<sup>5</sup> To be completed pursuant to the Officer's Pricing Certificate for the Bonds.

agreements, and to pay the Cities' and the Board's costs incurred in connection with the issuance of the Bonds, including the costs of the Policy or Policies for Insurance, if any, or the surety or debt service reserve agreement.

The Bonds and the interest thereon are payable from, and are secured by a first lien on and pledge of the Pledged Revenues and the Pledged Funds.

The lien on and pledge of the Pledged Revenues and Pledged Funds created and granted in the Ordinances in favor of the Bonds is on a parity with the lien and pledge thereof granted by the Cities in favor of the Holders of Outstanding Obligations, the Initial Obligations, and any Additional Obligations or Parity Credit Agreement Obligations that may be issued or executed pursuant to the Controlling Ordinances, as defined and permitted therein. The Cities have reserved the right in the Ordinances to issue Additional Obligations and Parity Credit Agreement Obligations that, after issuance, may be secured by liens on and pledges of the Pledged Revenues and Pledged Funds on a parity with the lien thereon in favor of the Bonds.

The Cities have also reserved the right in the Ordinances to issue Subordinate Lien Obligations, and Net Revenue Obligations and Credit Agreement Obligations in connection therewith, provided the lien and pledge securing the same are expressly made junior and subordinate to the pledge and lien securing the Obligations and Parity Credit Agreement Obligations.

All covenants requiring the Cities to pay principal and interest or other payments on Obligations, Subordinate Lien Obligations, Net Revenue Obligations, and Credit Agreement Obligations shall be joint, and not several, obligations, and all monetary obligations shall be payable and collectible solely from the revenues and funds expressly pledged thereto by the Ordinances or by an Additional Supplemental Ordinance, such revenues and funds being owned in undivided interests by the City of Dallas (to the extent of 7/11ths thereof) and by the City of Fort Worth (to the extent of 4/11ths thereof); and, each and every Holder shall by his acceptance of this Bond consent and agree that no claim, demand, suit, or judgment for the payment of money shall ever be asserted, filed, obtained or enforced against either of the Cities apart from the other City and from sources other than the funds and revenues pledged thereto; and no liability or judgment shall ever be asserted, entered or collected against either City individually, except out of such pledged revenues and exceeding in the case of Dallas an amount equal to 7/11ths of the total amount asserted or demanded, and in the case of Fort Worth an amount equal to 4/11ths of the total amount asserted or demanded. The Holders hereof shall never have the right to demand payment of this obligation out of any funds raised or to be raised by taxation.

[The Cities have reserved the right and option to redeem the Bonds maturing in the years \_\_\_\_ through \_\_\_\_, inclusive, in whole or part, in principal amounts equal to \$5,000 or any integral multiple thereof, before their respective maturity dates, on November 1, \_\_\_\_, or on any date thereafter, at a price equal to the principal amount thereof, plus interest to the date fixed for redemption, without premium.]<sup>6</sup>

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<sup>6</sup> Optional redemption provisions to be inserted pursuant to the Officer's Pricing Certificate for the Bonds.

[The Bonds maturing November 1, \_\_\_\_ November 1, \_\_\_\_, November 1, \_\_\_\_ and November 1, \_\_\_\_ shall be redeemed prior to stated maturity in part at random on November 1 as indicated, in each of the years set forth below from moneys required to be deposited to the credit of the Debt Service Fund at the principal amount thereof and accrued interest to date of redemption, without premium. Such required sinking fund installments as to each maturity are as follows:

**BONDS MATURING NOVEMBER 1, \_\_\_\_**

<u>Year</u>	<u>Amount</u>
-------------	---------------

**BONDS MATURING NOVEMBER 1, \_\_\_\_**

<u>Year</u>	<u>Amount</u>
-------------	---------------

**BONDS MATURING NOVEMBER 1, \_\_\_\_**

<u>Year</u>	<u>Amount</u>
-------------	---------------

**BONDS MATURING NOVEMBER 1, \_\_\_\_**

<u>Year</u>	<u>Amount</u>
-------------	---------------

**BONDS MATURING NOVEMBER 1, \_\_\_\_**

<u>Year</u>	<u>Amount</u>
-------------	---------------

The Paying Agent/Registrar will select at random the specific Bonds (or with respect to Bonds having a denomination in excess of \$5,000, each \$5,000 portion thereof) to be redeemed by mandatory redemption. The principal amount of Bonds required to be redeemed on any redemption date pursuant to the foregoing mandatory sinking fund redemption provisions hereof shall be reduced, at the option of the Board on behalf of the City, by the principal amount of any Bonds having the same maturity which, at least 45 days prior to the mandatory sinking fund redemption date (i) shall have been acquired by the Board on behalf of the City at a price not exceeding the principal amount of such Bonds plus accrued interest to the date of purchase thereof, and delivered to the Paying Agent/Registrar for cancellation, or (ii) shall have been

redeemed pursuant to the optional redemption provisions hereof and not previously credited to a mandatory sinking fund redemption.]]<sup>7</sup>

Notice of such redemption or redemptions shall be given by first class mail, postage prepaid, not less than 30 days before the date fixed for redemption, to the registered owner of each of the Bonds to be redeemed in whole or in part. Notice having been so given, the Bonds or portions thereof designated for redemption shall become due and payable on the redemption date specified in such notice; from and after such date, notwithstanding that any of the Bonds or portions thereof so called for redemption shall not have been surrendered for payment, interest on such Bonds or portions thereof shall cease to accrue.

With respect to any optional redemption of Bonds, unless certain prerequisites to such redemption required by the Controlling Ordinances or this Ordinance have been met and moneys sufficient to pay the principal of and premium, if any, and interest on the Bonds to be redeemed shall have been received by the Paying Agent prior to the giving of such notice of redemption, such notice shall state that said redemption may, at the option of the Board, be conditional upon the satisfaction of such prerequisites and receipt of such moneys by the Paying Agent on or prior to the date fixed for such redemption. If a conditional notice of redemption is given and such prerequisites to the redemption and sufficient moneys are not received, such notice shall be of no force and effect, the Board shall not redeem such Bonds and the Paying Agent shall notice, in the manner in which the notice of redemption was given, to the effect that the Bonds have not been redeemed.

As provided in the Ordinances, and subject to certain limitations therein set forth, this Bond is transferable upon surrender of this Bond for transfer at the Designated Payment/Transfer Office, with such endorsement or other evidence of transfer as is acceptable to the Paying Agent/Registrar, and, thereupon, one or more new fully registered Bonds of the same stated maturity, of authorized denominations, bearing the same rate of interest, and for the same aggregate principal amount will be issued to the designated transferee or transferees.

Neither the Cities, the Board, nor the Paying Agent/Registrar shall be required to issue, transfer or exchange any Bond called for redemption where such redemption is scheduled to occur within 45 calendar days of the transfer or exchange date; provided, however, such limitation shall not be applicable to an exchange by the registered owner of the uncalled principal balance of a Bond.

The Cities, the Board, the Paying Agent/Registrar, and any other person may treat the person in whose name this Bond is registered as the owner hereof for the purpose of receiving payment as herein provided (except interest shall be paid to the person in whose name this Bond is registered on the Record Date or Special Record Date, as applicable) and for all other purposes, whether or not this Bond be overdue, and neither the Cities, the Board, nor the Paying Agent/Registrar shall be affected by notice to the contrary.

IT IS HEREBY CERTIFIED AND RECITED that the issuance of this Bond and the series of which it is a part is duly authorized by law; that all acts, conditions and things required

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<sup>7</sup> Mandatory redemption provisions to be inserted pursuant to the Officer's Pricing Certificate for the Bonds.

to be done precedent to and in the issuance of the Bonds have been properly done and performed and have happened in regular and due time, form and manner, as required by law.

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IN WITNESS WHEREOF, the City Council of the City of Dallas, Texas, has caused the facsimile seal of that City to be placed hereon and this Bond to be signed by the facsimile signature of its Mayor and countersigned by the facsimile signatures of its City Manager and City Secretary; and the City Council of the City of Fort Worth, Texas, has caused the facsimile seal of that City to be placed hereon and this Bond to be signed by the facsimile signature of its Mayor, countersigned by the facsimile signature of its City Secretary, and approved as to form and legality by its City Attorney.

**COUNTERSIGNED:**

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City Manager,  
City of Dallas, Texas

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Mayor,  
City of Dallas, Texas

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City Secretary,  
City of Dallas, Texas

**COUNTERSIGNED:**

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City Secretary,  
City of Fort Worth, Texas

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Mayor,  
City of Fort Worth, Texas

**APPROVED AS TO FORM AND LEGALITY:**

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City Attorney,  
City of Fort Worth, Texas

(b) [Form of Certificate of Paying Agent/Registrar]

### **CERTIFICATE OF PAYING AGENT/REGISTRAR**

This is one of the Bonds referred to in the within mentioned Ordinances. The series of Bonds of which this Bond is a part was originally issued as one Initial Bond which was approved by the Attorney General of the State of Texas and registered by the Comptroller of Public Accounts of the State of Texas.

THE BANK OF NEW YORK MELLON TRUST COMPANY, N.A.,  
as Paying Agent/Registrar

Dated:

By: \_\_\_\_\_  
Authorized Signatory

(c) [Form of Assignment]

### **ASSIGNMENT**

FOR VALUE RECEIVED, the undersigned hereby sells, assigns and transfers unto (print or typewrite name, address and zip code of transferee):

\_\_\_\_\_ (Social Security or other identifying number: \_\_\_\_\_) the within Bond and all rights hereunder and hereby irrevocably constitutes and appoints \_\_\_\_\_ attorney to transfer the within Bond on the books kept for registration hereof, with full power of substitution in the premises.

Dated: \_\_\_\_\_

Signature Guaranteed By:

\_\_\_\_\_  
Authorized Signatory

\_\_\_\_\_  
NOTICE: The signature on this Assignment must correspond with the name of the registered owner as it appears on the face of the within Bond in every particular and must be guaranteed in a manner satisfactory to the Paying Agent/Registrar.

(d) Initial Bond Insertions.

(i) The Initial Bond shall be in the form set forth in paragraph (a) of this Section, except that:



(A) immediately under the name of the Bond, the headings "INTEREST RATE" and "MATURITY DATE" shall both be completed with the words "As Shown Below" and "CUSIP NO. \_\_\_\_\_" deleted;

(B) in the first paragraph:

the words "on the Maturity Date" shall be deleted and the following will be inserted:

(C) "on \_\_\_\_\_ in the years, in the principal installments and bearing interest at the per annum rates set forth in the following schedule:

<u>Years</u>	<u>Principal Installments</u>	<u>Interest Rates</u>
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(D) (Information to be inserted in accordance with the Officer's Pricing Certificate; and

(E) the Initial Bond shall be numbered TC-1.

(ii) The following Registration Certificate of Comptroller of Public Accounts shall appear on the Initial Bond in lieu of the Certificate of the Paying Agent/Registrar:

**REGISTRATION CERTIFICATE OF  
COMPTROLLER OF PUBLIC ACCOUNTS**

OFFICE OF THE COMPTROLLER §	
OF PUBLIC ACCOUNTS §	REGISTER NO. _____
	§
THE STATE OF TEXAS §	

I HEREBY CERTIFY THAT there is on file and of record in my office a certificate to the effect that the Attorney General of the State of Texas has examined and approved this Bond as required by law, and that he finds that it has been issued in conformity with the constitution and laws of the State of Texas, and that this Bond has been registered this day by me.

WITNESS MY SIGNATURE AND SEAL OF OFFICE this \_\_\_\_\_.

[SEAL]

\_\_\_\_\_  
Comptroller of Public Accounts  
of the State of Texas

Section 6.3 CUSIP Registration. The Cities may secure identification numbers through the CUSIP Service Bureau Division of Standard & Poor's Corporation, New York, New York, and may authorize the printing of such numbers on the face of the Bonds. It is expressly provided, however, that the presence or absence of CUSIP numbers on the Bonds shall be of no significance or effect as regards the legality thereof and neither the Cities, the Board, nor the attorneys approving said Bonds as to legality are to be held responsible for CUSIP numbers incorrectly printed on the Bonds.

Section 6.4 Legal Opinion. The approving legal opinions of Bracewell & Giuliani LLP, McCall, Parkhurst & Horton L.L.P., and Newby Davis PLLC, Co-Bond Counsel, shall be delivered to the Paying Agent/Registrar and the delivery thereof shall be acknowledged by the Paying Agent/Registrar on behalf of the Holders of the Bonds.

## **ARTICLE VII**

### **EXECUTION, APPROVAL, REGISTRATION, SALE AND DELIVERY OF BONDS AND RELATED DOCUMENTS**

Section 7.1 Method of Execution, Delivery of Initial Bond. (a) Each of the Bonds shall be signed and executed on behalf of the City of Dallas by the manual or facsimile signature of its Mayor and countersigned by the manual or facsimile signatures of its City Manager and City Secretary, and the corporate seal of that City shall be impressed, printed, lithographed or otherwise reproduced or placed on each bond. Each of the Bonds shall be signed and executed on behalf of the City of Fort Worth by the manual or facsimile signature of its Mayor and countersigned by the manual or facsimile signature of its City Secretary; the same shall be approved as to form and legality by the manual or facsimile signature of the City Attorney of the City, and its corporate seal shall be impressed, printed, lithographed or otherwise reproduced or placed upon each bond. All manual or facsimile signatures placed upon the Bonds shall have the same effect as if manually placed thereon, all to be done in accordance with Applicable Law.

(b) In the event the Mayor, City Secretary, City Manager or City Attorney of either of the Cities is absent or otherwise unable to execute any document or take any action authorized herein, the Mayor Pro Tem, the Assistant City Secretary, an Assistant City Manager or an Assistant City Attorney, respectively, shall be authorized to execute such documents and take such actions, and the performance of such duties by the Mayor Pro Tem and the Assistant City Secretary, and an Assistant City Manager and an Assistant City Attorney shall, for the purposes of this Ordinance, have the same force and effect as if such duties were performed by the Mayor, City Secretary, City Manager and City Attorney, respectively. If any official from either City whose manual or facsimile signature shall appear on the Bonds, shall cease to be such official before the Authentication of the Bonds or before delivery of the Bonds, such manual or facsimile signature shall nevertheless be valid and sufficient for all purpose as if such official had remained in such office.

(c) On the Closing Date, one "Initial Bond," of each series representing the entire principal amount of all Bonds of such series and the terms set forth in each Officer's Pricing Certificate applicable thereto, payable in stated installments to the Purchasers or its designee, executed by manual or facsimile signatures of the Mayors and the City Manager of the

City of Dallas and countersigned by the City Secretaries of the Cities and approved as to form and legality by the City Attorney of the City of Fort Worth, approved by the Attorney General of Texas, and registered and manually signed by the Comptroller of Public Accounts of the State, will be delivered to the Purchaser of each series or its designee. Upon payment for the Initial Bonds, the Paying Agent/Registrar shall cancel the Initial Bonds and deliver to DTC on behalf of the Purchaser registered definitive Bonds for each maturity of each series as described in Section 3.7.

(d) Except as provided below, no Bond shall be valid or obligatory for any purpose or be entitled to any security or benefit of this Ordinance unless and until there appears thereon the Certificate of Paying Agent/Registrar substantially in the form provided in this Ordinance, duly authenticated by manual execution of the Paying Agent/Registrar. It shall not be required that the same authorized representative of the Paying Agent/Registrar sign the Certificate of Paying Agent/ Registrar on all of the Bonds. In lieu of the executed Certificate of Paying Agent/Registrar described above, the Initial Bonds shall have attached thereto the Comptroller's Registration Certificate substantially in the form provided in this Ordinance, manually executed by the Comptroller of Public Accounts of the State or by his duly authorized agent, which certificate shall be evidence that the Initial Bonds have been duly approved by the Attorney General of the State and that it is a valid and binding obligation of the Cities, and has been registered by the Comptroller.

Section 7.2 Approval and Registration. The Board is hereby authorized to have control and custody of the Bonds and all necessary records and proceedings pertaining thereto pending their delivery, and the Chairman, and the officers and employees of the Board and of the Cities are hereby authorized and instructed to make such certifications and to execute such instruments as may be necessary to accomplish the delivery of the Bonds or the Initial Bond to the Attorney General of the State of Texas and to assure the investigation, examination and approval thereof by the Attorney General and their registration by the Comptroller of Public Accounts. Upon registration of the Bonds, the Comptroller of Public Accounts (or a deputy designated in writing to act for him) shall manually sign the Comptroller's Registration Certificate accompanying the Bonds and the seal of the Comptroller shall be impressed, or placed in facsimile, on such certificate. The Chairman of the Board and the Chief Executive Officer of the Airport shall be further authorized to make such agreements and arrangements with the purchasers of Bonds and with the Paying Agent/Registrar as may be necessary to assure that such Bonds will be delivered to such purchasers in accordance with the terms of sale.

Section 7.3 TEFRA Approval. An Authorized Officer is hereby appointed to be the designated Hearing Officer for a public hearing, if applicable, relating to the Bonds to be held for purposes of satisfying Section 147 of the Code and the Mayors are hereby authorized to approve the issuance of the Bonds and the use of the proceeds thereof for the purpose of satisfying the requirements of Section 147 of the Code.

Section 7.4 Approval of Credit Agreements. The Board is authorized to enter into Credit Agreements relating to the Bonds from time to time while the Bonds are Outstanding in accordance with Applicable Law.

Section 7.5 Official Statement. The preparation, execution and delivery of a preliminary official statement and a final official statement for the Bonds and any supplements thereto which may be necessary to accomplish the issuance of Bonds are hereby authorized, in such form and with such changes therein as shall be approved by an Authorized Officer or the Board, with an Authorized Officer's execution of the Officers Pricing Certificate for the Bonds to constitute conclusive evidence of such approval.

Section 7.6 Attorney General Modification. In order to obtain the approval of the Bonds by the Attorney General of the State of Texas, any provision of this Ordinance may be modified, altered or amended after the date of its adoption if required by the Attorney General in connection with the Attorney General's examination as to the legality of the Bonds and approval thereof in accordance with the applicable law. Such changes, if any, shall be provided to the City Secretary of each City and such City Secretary shall insert such changes into this Ordinance as if approved on the date hereof.

Section 7.7 Further Action. The Authorized Officers and each of them are authorized, empowered and directed to execute such other documents in addition to those enumerated herein and to take such other actions as they deem necessary or advisable in order to carry out and perform the purposes of this Ordinance.

Section 7.8 Refunding and Redemption of Refunded Bonds. (a) The Cities hereby direct that the Refunded Bonds, or portions thereof specified in each Officer's Pricing Certificate, be called for redemption on the date or dates set forth in the Officer's Pricing Certificate (the "Redemption Date") and that the paying agent for the Refunded Bonds (the "Escrow Agent") deposit an amount sufficient, with investment earnings thereon, if any, to pay the amount due on the Refunded Bonds on the Redemption Date (the "Redemption Date"), all in accordance with the form of notice of redemption prepared by the Escrow Agent and attached to the Escrow Agreement. The Refunded Bonds shall not bear interest after the Redemption Date.

(b) The Authorized Officer is hereby authorized to enter into an escrow agreement (the "Escrow Agreement") with the Escrow Agent. The Escrow Agent is authorized to take such steps as may be necessary or appropriate to purchase securities and to create and fund the Escrow Fund pursuant to the Escrow Agreement through the use of the proceeds of the Bonds and other lawfully available monies, and to use such monies to redeem the Refunded Bonds on the Redemption Date.

## **ARTICLE VIII**

### **GENERAL PROVISIONS**

Section 8.1 Deposit and Uses of Bond Proceeds. The proceeds received from the sale of the Bonds, together with other available funds, if any, shall be applied as follows: (i) an amount as specified in the Officer's Pricing Certificate shall be deposited to the Construction Fund to pay costs of capital improvements at the Airport (including capitalized interest, if any); (ii) an amount as specified in the Officer's Pricing Certificate shall be deposited to the Debt Service Reserve Fund or shall be used to purchase a Credit Agreement, which together with the amount on deposit therein, is equal to the Debt Service Reserve Requirement; (iii) an amount,

specified in the Officer's Pricing Certificate shall be deposited into the Escrow Fund for the Refunded Bonds; and (iv) an amount specified in the Officer's Pricing Certificate, equal to the Cities' and the Board's costs of issuance of the Bonds will be deposited into the Construction Fund.

Section 8.2 Payment of the Bonds. While any of the Bonds are outstanding and unpaid, the Board shall make available to the Paying Agent/Registrar, out of the Debt Service Fund or the Debt Service Reserve Fund, the amounts and at the times required by this Ordinance and the Controlling Ordinances, money sufficient to pay when due all amounts required to be paid by this Ordinance, the Controlling Ordinances, the Outstanding Ordinances, and the Additional Supplemental Ordinances, if any, that authorize the issuance of the Initial Obligations or Additional Obligations.

Section 8.3 Representations and Covenants. (a) The Cities and the Board will faithfully perform at all times any and all covenants, undertakings, stipulations, and provisions contained in the Controlling Ordinances and this Ordinance; the Cities will promptly pay or cause to be paid from Pledged Revenues the principal of, interest on, and premium, if any, with respect to, each Bond on the dates and at the places and manner prescribed in each Bond; and the Cities will, at the times and in the manner prescribed by this Ordinance, deposit or cause to be deposited the amounts of money specified by the Controlling Ordinances and this Ordinance.

(b) The Cities are duly authorized by Applicable Law to issue the Bonds; all action on their part for the issuance of the Bonds has been duly and effectively taken; and the Bonds in the hands of the Holders are and will be valid and enforceable special obligations of the Cities and the Board in accordance with their terms.

(c) The Board, the officers, employees and agents are hereby directed to observe, comply with and carry out the terms and provisions of this Ordinance.

Section 8.4 General Tax Covenant Regarding Tax-Exemption. The Cities and the Board covenant to take any action necessary to assure, or refrain from any action which would adversely affect, the treatment of the Bonds as obligations described in section 103 of the Code, the interest on which is not includable in the "gross income" of the holder for purposes of federal income taxation. The Cities and the Board understand that the term "Proceeds" includes "disposition proceeds," as defined in the Treasury Regulations. It is the understanding of the Cities and the Board that the covenants contained in this Ordinance are intended to assure compliance with the Code and any regulations or rulings promulgated by the U.S. Department of the Treasury pursuant thereto. In the event that regulations or rulings are hereafter promulgated which modify, or expand provisions of the Code, as applicable to the Bonds, the Cities and the Board will not be required to comply with any covenant contained herein to the extent that such failure to comply, in the opinion of nationally-recognized bond counsel, will not adversely affect the exemption from federal income taxation of interest on the Bonds under section 103 of the Code. In the event that regulations or rulings are hereafter promulgated which impose additional requirements which are applicable to the Bonds, the Cities and the Board agree to comply with the additional requirements to the extent necessary, in the opinion of nationally-recognized bond counsel, to preserve the exemption from federal income taxation of interest on the Bonds under section 103 of the Code.

Notwithstanding any other provision of this Ordinance, the terms, conditions and requirements of Section 8.4 through 8.10 of the Ordinance shall survive the defeasance and discharge of the Bonds and the Cities and the Board will continue to comply with such terms, conditions and requirements to the extent that a failure to do so would adversely affect the treatment of the Bonds as obligations derived in section 103 of the Code, the interest on which is not includable in the “gross income” of the holder for purposes of federal income taxation. For purposes of making the foregoing determination, the Cities and the Board may rely on the advice of nationally-recognized bond counsel.

**Section 8.5    Use of Proceeds of Non-PAB Bonds.**    The Cities and Board covenant and agree that they will make use of the Proceeds of Non-PAB Bonds, including interest or other investment income derived from such Proceeds, regulate the use of property financed, directly or indirectly, with such Proceeds, and take such other and further action as may be requires so that the Non-PAB Bonds will not be “private activity bonds” within the meaning of section 141 of the Code.

**Section 8.6    Use of Proceeds Regarding PAB Bonds.**    The Cities and the Board covenant with respect to the PAB Bonds or any bonds refunded with the Proceeds of the PAB Bonds (the “PAB Refunded Bonds”).

(a)    that they have taken any action necessary to assure, or refrain from any action which would adversely affect, the treatment of the PAB Bonds or the PAB Refunded Bonds, if any, as “exempt facility bonds” as the term is defined in section 142 of the Code.

(b)    that at least 95 percent of the Net Proceeds of the PAB Bonds or the PAB Refunded Bonds, if any, actually expended have been and will be expended to finance or refinance costs of property (the “Financed Property”) that (A) either (1) were paid or incurred after the issue date of the PAB Refunded Bonds, or (2) paid prior to the issue date of the PAB Refunded Bonds, if any, but meet the requirements of section 1.150-2 of the Treasury Regulations; (B) are properly chargeable for federal income tax purposes to the capital account of the Financed Property, or would be so chargeable either with a proper election or but for a proper election to deduct such amounts; and (C) were incurred to provide “airport facilities,” which may include both an “airport” within the meaning of section 142 of the Code and property that is functionally related and subordinate thereto within the meaning of section 1.103-8(a)(3) of the Treasury Regulations or directly related and essential thereto within the meaning of Section 1.103-8(e)(2)(ii) of the Treasury Regulations (for purposes of this covenant a storage or training facility shall be an “airport facility” only if such facility is directly related to the airport, and an “office” shall be considered an “airport facility” only if such office is located on the premises of an airport and all but a de minimis amount of the functions to be performed at such office are directly related to the day-to-day operations at such airport).

(c)    that less than 25 percent of the Net Proceeds of the PAB Bonds or of the PAB Refunded Bonds, if any, has been and will be used, directly or indirectly, for the acquisition of land or an interest therein and no portion of the Net Proceeds of the PAB Bonds or the PAB Refunded Bonds, if any, has been or will be used, directly or indirectly, for the acquisition of land or an interest therein to be used for farming purposes (for purposes of this covenant, land

acquired for noise abatement purposes or for future use as an airport shall not be taken into account, if there is no other significant use of such land).

(d) that no portion of the Net Proceeds of the PAB Bonds or of the PAB Refunded Bonds, if any, has been or will be used for the acquisition of any existing property or an interest therein unless (A) the first use of such property is pursuant to such acquisition or (B) the rehabilitation expenditures with respect to any building and the equipment therefor equal or exceed 15 percent of the cost of acquiring such building financed or refinanced with the Net Proceeds of the PAB Bonds or of the PAB Refunded Bonds, if any, (with respect to structures other than buildings, this covenant shall be applied by substituting 100 percent for 15 percent and the term “rehabilitation expenditures” shall have the meaning set forth in section 147(d)(3) of the Code).

(e) to take such action to assure at all times while the PAB Bonds remain outstanding, the Financed Property, will be owned by a governmental unit.

(f) that no part of the Financed Property, will constitute (i) any lodging facility, (ii) any retail facility (including food or beverage facilities) in excess of a size necessary to serve passengers and employees at the exempt facility, (iii) any retail facility (other than parking) for passengers or the general public located outside the exempt facility terminal, (iv) any office building for individuals who are not employees of a governmental unit or of the operating authority for the exempt facility, (v) any industrial park or manufacturing facility, (vi) any airplane, (vii) any skybox or other private luxury box, (viii) any health club facility, (ix) any facility primarily used for gambling, or (x) any store the principal business of which is the sale of alcoholic beverages for consumption off premises.

(g) that the maturity of the PAB Bonds does not exceed 120 percent of the economic life of the Financed Property, as more specifically set forth in section 147(b) of the Code; and

(h) that the costs of issuance to be financed or refinanced with the Proceeds of the PAB Bonds do not exceed two (2) percent of the Sale Proceeds of the Bonds.

Section 8.7 No Federal Guarantee. The Cities and the Board covenant and agree to refrain from taking any action that would result in the Bonds being “federally guaranteed” within the meaning of section 149(b) of the Code.

Section 8.8 No Arbitrage. The Cities and the Board covenant and agree that they will make such use of the Proceeds of the Bonds, including interest or other investment income derived from Proceeds of the Bonds, regulate investments of Proceeds of the Bonds, and take such other and further action as may be required so that the Bonds will not be “arbitrage bonds” within the meaning of section 148(a) of the Code. In furtherance thereof, the Cities and the Board covenant and agree as follows:

(a) to refrain from using any portion of the Proceeds of the Bonds, directly or indirectly, to acquire or to replace funds which were used, directly or indirectly, to acquire investment property (as defined in section 148(b)(2) of the Code) which produces a materially

higher yield over the term of each issue of the Bonds, other than investment property acquired with --

(i) Proceeds of the Bonds invested for a reasonable temporary period, within the meaning of Section 148 of the Code,

(ii) Proceeds or amounts invested in a bona fide debt service fund, within the meaning of section 1.148-1(b) of the Treasury Regulations, and

(iii) amounts deposited in any reasonably required reserve or replacement fund to the extent such amounts do not exceed 10 percent of the stated principal amount (or, in the case of more than a “de minimis amount” of original issue discount, the issue price, within the meaning of section 1.148-1(b) of the Treasury Regulations) of the Bonds;

(b) to otherwise restrict the use of the Proceeds of the Bonds or amounts treated as Proceeds of the Bonds, as may be necessary, to satisfy the requirements of section 148 of the Code (relating to arbitrage);

(c) to create and maintain a Rebate Fund, as required below for each issue of the Bonds, to pay to the United States of America at least once during each five-year period (beginning on the date of delivery of the issue of the Bonds) an amount that is at least equal to 90 percent of the “Excess Earnings,” within the meaning of section 148(f) of the Code and to pay to the United States of America, not later than 60 days after the Bonds of such issue have been paid in full, 100 percent of the amount then required to be paid as a result of Excess Earnings under section 148(f) of the Code; and

(d) to maintain such records as will enable the Cities and the Board to fulfill their responsibilities under this section and section 148 of the Code and to retain such records for at least six years following the final payment of principal and interest on each issue of the Bonds.

In order to facilitate the requirements of subsection (c) of this Section, the Rebate Fund for each issue of the Bonds shall be established and maintained by the Board, on behalf of itself and the Cities, for the sole benefit of the United States of America, and such fund shall not be subject to the claim of any other Person, including Holders and Credit Providers. Amounts on deposit in the Rebate Fund in accordance with section 148 of the Code shall be paid periodically to the United States of America in such amounts and at such times as are required by said section.

**Section 8.9 Record Retention.** The City and the Board covenant and agree to retain all pertinent and material records relating to the use and expenditure of the Proceeds of each issue of the Bonds until six years after the last Bond is redeemed, or such shorter period as authorized by subsequent guidance issued by the Department of Treasury, if applicable. All records will be kept in a manner that ensures their complete access throughout the retention period. For this purpose, it is acceptable that such records are kept either as hardcopy books and records or in an electronic storage and retrieval system, provided that such electronic system includes reasonable controls and quality assurance programs that assure the ability of the Cities and the Board to



retrieve and reproduce such books and records in the event of an examination of the Bonds by the Internal Revenue Service.

Section 8.10 Disposition of Project. The Cities and the Board covenant that the property constituting the projects financed or refinanced with the proceeds of the Bonds will not be sold or otherwise disposed in a transaction resulting in the receipt by the Cities or the Board of cash or other compensation, unless the Cities and the Board obtain an opinion of nationally-recognized bond counsel that such sale or other disposition will not adversely affect the tax-exempt status of the Bonds. For purposes of the foregoing, the portion of the property comprising personal property and disposed in the ordinary course shall not be treated as a transaction resulting in the receipt of cash or other compensation. For purposes hereof, the Cities and the Board shall not be obligated to comply with this covenant if they obtain an opinion that such failure to comply will not adversely affect the excludability for federal income tax purposes from gross income of the interest on the Bonds.

Section 8.11 Bond Insurance. The Bonds may be offered with one or more commitments for bond insurance provided by the Insurer or Insurers, with the bond insurance to be evidenced by one or more of the then current legal forms of the Policy or Policies. The Cities may sell one or more maturities of the Bonds based on such insurance but are not required to obtain bond insurance from another source if the Insurer does not honor or is unable to honor its obligations to deliver the Policy or Policies on the Closing Date. In the event that any of the Bonds are insured, the covenants and representations of the Cities relating to insurance shall be set forth in the Officer's Pricing Certificates.

Section 8.12 Issuance of Taxable Bonds. In the event the Authorized Officer determines to issue any series of Bonds as taxable obligations pursuant to the authority granted in Section 3.1 of this Ordinance, all covenants and representations of the Cities regarding the tax-exempt status of the Bonds or any obligations relating to the issuance of tax-exempt Bonds shall be null and void, including the covenants contained in Sections 8.4 through 8.10 of this Article VIII.

## **ARTICLE IX**

### **REPEAL, SEVERABILITY, AND EFFECTIVE DATE**

Section 9.1 Ordinance Irrepealable. After any of the Bonds shall be issued, this Ordinance shall constitute a contract between the Cities, the Holders, and each Insurer, and this Ordinance shall be and remain irrepealable until the Bonds and the interest thereon shall be fully paid, canceled, refunded or discharged or provision for the payment thereof shall be made.

Section 9.2 Severability. If any Section, paragraph, clause or provision of this Ordinance shall for any reason be held to be invalid or unenforceable, the invalidity or lack of enforceability of such Section, paragraph, clause or provision shall not affect any of the remaining provisions of this Ordinance. If any Section, paragraph, clause or provision of the Contract and Agreement shall for any reason be held to be invalid or unenforceable, the invalidity or lack of enforceability of such Section, paragraph, clause or provision shall not affect any of the remaining provisions of the Contract and Agreement, or of any other provisions of this

Ordinance not dependent directly for effectiveness upon the provision of the Contract and Agreement thus declared to be invalid and unenforceable.

Section 9.3 Effective Date. This Ordinance, when duly passed by both Cities, shall be in full force and effect.

**PASSED BY THE FORT WORTH CITY COUNCIL THIS \_\_\_\_\_ DAY OF \_\_\_\_\_, 2012.**

**ATTEST:**

\_\_\_\_\_  
Mayor  
City of Fort Worth, Texas

\_\_\_\_\_  
City Secretary  
City of Fort Worth

**APPROVED AS TO FORM AND LEGALITY:**

\_\_\_\_\_  
City Attorney  
City of Fort Worth, Texas

THE STATE OF TEXAS     §  
COUNTY OF TARRANT   §  
CITY OF FORT WORTH    §

I, Mary J. Kayser, City Secretary of the City of Fort Worth, Texas, do hereby certify:

1. That the above and foregoing is a true and correct copy of an Ordinance, duly presented and passed by the City Council of the City of Fort Worth, Texas, at a regular meeting held on \_\_\_\_\_, 2012, as same appears of record in the Office of the City Secretary.

2. That said meeting was open to the public, and public notice of the time, place and purpose of said meeting was given, all as required by Chapter 551, Texas Government Code, as amended.

WITNESS MY HAND and the Official Seal of the City of Fort Worth, Texas, this \_\_\_ day of \_\_\_\_\_, 2012.

\_\_\_\_\_  
City Secretary,  
City of Fort Worth, Texas

(SEAL)

**APPROVED AND ADOPTED BY THE DALLAS CITY COUNCIL THIS \_\_\_\_\_, 2012.**

**CITY OF DALLAS:**

MARY K. SUHM,  
City Manager

**APPROVED AS TO FORM:**

THOMAS P. PERKINS, JR.,  
City Attorney

By: \_\_\_\_\_  
City Manager

By: \_\_\_\_\_  
Assistant City Attorney

THE STATE OF TEXAS                   §  
COUNTY OF DALLAS                   §  
CITY OF DALLAS                       §

I, Rosa Rios, Acting City Secretary of the City of Dallas, Texas, do hereby certify:

1. That the above and foregoing is a true and correct copy of an excerpt from the minutes of the City Council of the City of Dallas, had in regular meeting, \_\_\_\_\_, 2012, confirming the passage of Dallas/Fort Worth International Airport Forty-Eighth Supplemental Concurrent Bond Ordinance authorizing the issuance of Dallas/Fort Worth International Airport Joint Revenue Bonds which ordinance is duly of record in the minutes of said City Council.

2. That said meeting was open to the public, and public notice of the time, place and purpose of said meeting was given, all as required by Chapter 551, Texas Government Code, as amended.

WITNESS MY HAND and seal of the City of Dallas, Texas, this \_\_\_\_\_ day of \_\_\_\_\_, 2012.

\_\_\_\_\_  
Acting City Secretary,  
City of Dallas, Texas

(SEAL)

## **SCHEDULE I**

### **SCHEDULE OF REFUNDED BOND CANDIDATES**

All or any portion of the following outstanding bonds that are set for in the Officer's Pricing Certificate:

#### **Dallas/Fort Worth International Airport Joint Revenue Bonds, Series 2000A**

<u>Original Issue Date</u>	<u>Original Issue Amount</u>	<u>Maturities to be Refunded</u>
March 1, 2000	\$335,000,000	2016 thru 2035

#### **Dallas/Fort Worth International Airport Public Facility Improvement Corporation Airport Hotel Revenue Bonds, Series 2001**

<u>Original Issue Date</u>	<u>Original Issue Amount</u>	<u>Maturities to be Refunded</u>
April 1, 2001	\$75,050,000	2013 thru 2031

#### **Dallas/Fort Worth International Airport Joint Revenue Refunding and Improvement Bonds, Series 2001A**

<u>Original Issue Date</u>	<u>Original Issue Amount</u>	<u>Maturities to be Refunded</u>
December 1, 2001	\$650,000,000	2012 thru 2035

#### **Dallas/Fort Worth International Airport Joint Revenue Refunding and Improvement Bonds, Series 2002A**

<u>Original Issue Date</u>	<u>Original Issue Amount</u>	<u>Maturities to be Refunded</u>
September 1, 2002	\$375,000,000	2012 thru 2035

#### **Dallas/Fort Worth International Airport Joint Revenue Bonds, Series 2002B**

<u>Original Issue Date</u>	<u>Original Issue Amount</u>	<u>Maturities to be Refunded</u>
September 1, 2002	\$75,000,000	2018 thru 2028

#### **Dallas/Fort Worth International Airport Joint Revenue Bonds, Series 2002C**

<u>Original Issue Date</u>	<u>Original Issue Amount</u>	<u>Maturities to be Refunded</u>
September 1, 2002	\$50,000,000	2018 thru 2028

#### **Dallas/Fort Worth International Airport Joint Revenue Bonds, Series 2003A**

<u>Original Issue Date</u>	<u>Original Issue Amount</u>	<u>Maturities to be Refunded</u>
May 1, 2003	\$1,457,700,000	2021 thru 2035

**Dallas/Fort Worth International Airport Joint Revenue Improvement Bonds, Series 2004B**

<u>Original Issue Date</u>	<u>Original Issue Amount</u>	<u>Maturities to be Refunded</u>
April 27, 2004	\$207,000,000	2012 thru 2035

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

**DATE:** Tuesday, March 27, 2012

**LOG NAME:**

**REFERENCE NO.:** \*\*OCS-1845

**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, March 21, 2012.

**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, March 27, 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
Larry Dwayne Sternberg	3/14/2012	1/6/2012	FW Police Headquarters	Bodily Injury	Injured while in police custody.	Police	No	Yes
Thomas Harris	3/14/2012	1/30/2012	5th St & Calhoun	Auto Damage	Auto accident.	Police	Yes	No
Joe Blackshear	3/15/2012	2/16/2012	Hwy 183	Auto Damage	Hit pothole.	TPW	No	No
Sharon Hargrave	3/15/2012	11/27/2011	9300 South Freeway	Auto Damage	Auto accident.	Fire	Yes	No
Rolling P Investments	3/16/2012	2/27/2012	4625 Burton Avenue	Property Damage	Sewer backup caused damage to property	Water	No	No
Terry Muhia	3/16/2012	3/16/2012	Rainy Lake Dr.	Auto Damage	Vehicle damage due to road construction.	TPW	No	No
Andrew Carr	3/16/2012	3/2/2012	2121 Carlotta Dr.	Property Damage	Water turned on and flooded vacant house, buyer wants reimbursement of	Water	Yes	No



CLAIMANT	DATE RECEIVED	DATE OF INCIDENT	LOCATION	INCIDENT TYPE	ALLEGATION	DEPT	ESTIMATE	INJURY
Michael Hobbs, Jr.	3/20/2012	3/15/2012	City Secretary Office	Property Damage	City denied application for place on Special Election Ballot	City Sec	No	No
Sean Foley	3/19/2012	2/20/2012	7th & Cherry	Bodily Injury	Stepped in hole in asphalt of crosswalk.	TPW	No	Yes
Stacy Carey	3/20/2012	3/19/2012	4057 Staghorn Circle North	Property Damage	Sewer backup.	Water	No	No
Jesus Valdez	3/20/2012	2/18/2012	900 E Seminary	Reimbursement	Property missing from vehicle while impounded.	Police	Yes	No
Duke Pritchard	3/20/2012	2/24/2012	Hillcrest	Auto Damage	Hit by City vehicle.	Water	Yes	No
Roger Lazier	3/20/2012	3/12/2012	200 Silver Leaf Dr	Property Damage	Sewer backup.	Water	No	No

**No Documents for this Section**

**No Documents for this Section**

**No Documents for this Section**

**No Documents for this Section**