

**RICHARDSON CITY COUNCIL
MONDAY, JULY 13, 2015
WORK SESSION AT 6:00 PM; COUNCIL MEETING AT 7:00 PM
CIVIC CENTER/CITY HALL, 411 W. ARAPAHO, RICHARDSON, TX**

The Richardson City Council will conduct a Work Session at 6:00 p.m. on Monday, July 13, 2015 in the Richardson Room of the Civic Center, 411 W. Arapaho Road, Richardson, Texas. The Work Session will be followed by a Council Meeting at 7:00 p.m. in the Council Chambers. Council will reconvene the Work Session following the Council Meeting if necessary.

As authorized by Section 551.071 (2) of the Texas Government Code, this meeting may be convened into closed Executive Session for the purpose of seeking confidential legal advice from the City Attorney on any agenda item listed herein.

WORK SESSION – 6:00 PM, RICHARDSON ROOM

• **CALL TO ORDER**

A. REVIEW AND DISCUSS ITEMS LISTED ON THE CITY COUNCIL MEETING AGENDA

The City Council will have an opportunity to preview items listed on the Council Meeting agenda for action and discuss with City Staff.

B. REVIEW AND DISCUSS THE CITY COUNCIL COMMITTEE AND BOARD LIAISON APPOINTMENTS

C. REVIEW AND DISCUSS THE WATER/WASTEWATER MANAGEMENT STRATEGY

D. REVIEW AND DISCUSS THE FUTURE BOND PROGRAM DEVELOPMENT

E. REVIEW AND DISCUSS THE DRAINAGE UTILITY PROGRAM

F. REPORT ON ITEMS OF COMMUNITY INTEREST

The City Council will have an opportunity to address items of community interest, including: expressions of thanks, congratulations, or condolence; information regarding holiday schedules; an honorary or salutary recognition of a public official, public employee, or other citizen; a reminder about an upcoming event organized or sponsored by the City of Richardson; information regarding a social, ceremonial, or community event organized or sponsored by an entity other than the City of Richardson that was attended or is scheduled to be attended by a member of the City Council or an official or employee of the City of Richardson; and announcements involving an imminent threat to the public health and safety of people in the City of Richardson that has arisen after posting the agenda.

COUNCIL MEETING – 7:00 PM, COUNCIL CHAMBERS

1. INVOCATION – SCOTT DUNN

2. PLEDGE OF ALLEGIANCE: U.S. AND TEXAS FLAGS – SCOTT DUNN

3. MINUTES OF THE JUNE 22, 2015 MEETING

4. VISITORS

The City Council invites citizens to address the Council on any topic not already scheduled for Public Hearing. Citizens wishing to speak should complete a "City Council Appearance Card" and present it to the City Secretary prior to the meeting. Speakers are limited to 5 minutes and should conduct themselves in a civil manner. In accordance with the Texas Open Meetings Act, the City Council cannot take action on items not listed on the agenda. However, your concerns will be addressed by City Staff, may be placed on a future agenda, or by some other course of response.

PUBLIC HEARING ITEMS:

5. CONTINUED CONSIDERATION OF PUBLIC HEARING, ZONING FILE 15-08, A REQUEST BY ORVILLE W. WEISS, REPRESENTING PLANO-RICHARDSON ELKS LODGE #2485, FOR APPROVAL OF A SPECIAL PERMIT FOR A PRIVATE RECREATION CLUB IN CONJUNCTION WITH A FRATERNAL ORGANIZATION TO BE LOCATED AT 1203 APOLLO ROAD (NORTHEAST CORNER OF GLENVILLE DRIVE AND APOLLO ROAD). THE PROPERTY IS CURRENTLY ZONED I-M(1) INDUSTRIAL (CONTINUED FROM JUNE 22, 2015, CITY COUNCIL MEETING). THE APPLICANT HAS SUBMITTED A LETTER WITHDRAWING THIS REQUEST.
6. PUBLIC HEARING, ZONING FILE 15-12, A REQUEST BY COREY SHANE HYDEN, REPRESENTING FREE PLAY, INCORPORATED, FOR APPROVAL OF A SPECIAL PERMIT FOR AN AMUSEMENT ARCADE TO BE LOCATED AT 1730 E. BELT LINE ROAD (SOUTH SIDE OF BELT LINE ROAD, WEST OF YALE BOULEVARD). THE PROPERTY IS CURRENTLY ZONED LR-M(2) LOCAL RETAIL.

ACTION ITEM:

7. CONSIDER RESOLUTION NO. 15-22, APPOINTING BRUCE ARFSTEN TO THE AGGREGATED POSITION OF REPRESENTATIVE; AND STEVE MITCHELL AS ALTERNATE TO THE AGGREGATED POSITION OF REPRESENTATIVE TO THE REGIONAL TRANSPORTATION COUNCIL OF THE NORTH CENTRAL TEXAS COUNCIL OF GOVERNMENTS, WHICH FRACTIONAL ALLOCATION MEMBERSHIP IS SHARED WITH THE TOWN OF ADDISON.

8. CONSENT AGENDA:

All items listed under the Consent Agenda are considered to be routine by the City Council and will be enacted by one motion with no individual consideration. If individual consideration of an item is requested, it will be removed from the Consent Agenda and discussed separately.

A. CONSIDER ADOPTION OF THE FOLLOWING ORDINANCES:

1. ORDINANCE NO. 4123, AMENDING THE CODE OF ORDINANCES BY AMENDING CHAPTER 15, PARKS AND RECREATION, BY ADDING ARTICLE VI., PUBLIC ARTS PROGRAM.
2. ORDINANCE NO. 4124, AUTHORIZING THE CITY MANAGER ON BEHALF OF THE CITY TO JOIN IN AND CONSENT TO A TERMINATION OF RECIPROCAL EASEMENT AGREEMENT DATED DECEMBER 5, 2000, AND RECORDED ON JULY 27, 2001, IN VOLUME 4969, PAGE 769, OFFICIAL PUBLIC RECORDS OF COLLIN COUNTY, TEXAS.

B. CONSIDER RESOLUTION NO. 15-23, APPROVING THE TERMS AND CONDITIONS OF THE 2015 BYRNE JUSTICE ASSISTANCE GRANT (JAG) PROGRAM FUNDS SHARING AND FISCAL AGENCY AGREEMENT; AND AUTHORIZING THE CITY MANAGER TO EXECUTE SAID AGREEMENT.

C. CONSIDER AWARD OF THE FOLLOWING BIDS:

1. BID #67-15 – WE REQUEST AUTHORIZATION FOR THE REBID TO ISSUE AN ANNUAL REQUIREMENTS CONTRACT TO ROCAL, INC., FOR TRAFFIC SIGNS AND MATERIALS PURSUANT TO UNIT PRICES.
2. BID #76-15 – WE REQUEST AUTHORIZATION TO ISSUE A PURCHASE ORDER TO MAC HAIK DODGE CHRYSLER JEEP FOR THE COOPERATIVE PURCHASE OF A MOBILE INTENSIVE CARE UNIT (MICU) AMBULANCE FOR THE FIRE DEPARTMENT THROUGH THE HOUSTON-GALVESTON AREA COUNCIL OF GOVERNMENTS CONTRACT #AM10-14 IN THE AMOUNT OF \$185,725.

3. BID #77-15 – WE REQUEST AUTHORIZATION TO ISSUE A PURCHASE ORDER TO INSITUFORM TECHNOLOGIES, INC. FOR THE COOPERATIVE CONTRACT FOR THE 2015 TRENCHLESS SEWER REHABILITATION PROJECT THROUGH THE LOCAL GOVERNMENT PURCHASING COOPERATIVE (BUYBOARD) CONTRACT #462-14 PURSUANT TO UNIT PRICES BID.
- D. CONSIDER REJECTION OF BID #56-15 – WE RECOMMEND REJECTING ALL BIDS FOR AN ANNUAL REQUIREMENTS CONTRACT FOR TRAFFIC SIGNS & MATERIALS FOR TRAFFIC OPERATIONS.
- E. AUTHORIZE THE CITY MANAGER TO EXECUTE CHANGE ORDER NO. 6 AND 7 TO INCREASE PURCHASE ORDER NO. 150669 FOR THE SHERRILL PARK GOLF COURSE #1 – 2015 RENOVATIONS PROJECT IN THE AMOUNT OF \$179,994.75 FOR CHANGE ORDER NO. 6 AND \$19,483.23 FOR CHANGE ORDER NO. 7 TO MID-AMERICA GOLF AND LANDSCAPE, INC., FOR A TOTAL AMOUNT OF \$199,477.98.

EXECUTIVE SESSION

In compliance with Section 551.071 (2) of the Texas Government Code, Council will convene into a closed session to discuss the following:

- Consultation with City Attorney
 - Briefing to Discuss the 1988 North Texas Municipal Water District Regional Water Supply Facilities Amendatory Contract

RECONVENE INTO REGULAR SESSION

Council will reconvene into open session, and take action, if any, on matters discussed in Executive Session.

- **ADJOURN**

I CERTIFY THE ABOVE AGENDA WAS POSTED ON THE BULLETIN BOARD AT THE CIVIC CENTER/CITY HALL ON FRIDAY, JULY 10, 2015, BY 5:00 P.M.

AIMEE NEMER, CITY SECRETARY

ACCOMMODATION REQUESTS FOR PERSONS WITH DISABILITIES SHOULD BE MADE AT LEAST 48 HOURS PRIOR TO THE MEETING BY CONTACTING SUSAN MATTISON, ADA COORDINATOR, VIA PHONE AT 972 744-0809, VIA EMAIL AT ADACoordinator@cor.gov, OR BY APPOINTMENT AT 1621 E. LOOKOUT DRIVE, RICHARDSON, TX 75082.



City of Richardson
City Council Worksession
Agenda Item Summary



Worksession Meeting Date: Monday, July 13, 2015

Agenda Item: Review and Discuss the City Council Committee and Board Liaison Appointments

Staff Resource: Dan Johnson, City Manager

Summary: The City Council are assigned to serve on various committees, boards, and as liaisons to advisory boards and commissions. At the beginning of each city council term the city council reviews these assignments.

Board/Commission Action: N/A

Action Proposed: N/A



City of Richardson
City Council Worksession
Agenda Item Summary



City Council Meeting Date: Monday, July 13, 2015

Agenda Item: Review and Discuss Water / Wastewater Management Strategy

Staff Resource: Don Magner, First Assistant City Manager

Summary: An assessment of the City's water distribution and wastewater collection systems will be provided. In addition, various elements of the current maintenance strategies will be reviewed. Finally, proposed strategies for FY 15/16 for will be presented.

Board/Commission Action: N/A

Action Proposed: N/A



City of Richardson
City Council Worksession
Agenda Item Summary



City Council Meeting Date: Monday, July 13, 2015

Agenda Item: Review and Discuss Future Bond Program Development

Staff Resource: Don Magner, First Assistant City Manager

Summary: Staff will summarize the potential parks, public building, streets/alleys/sidewalks, traffic/transportation and drainage bond program projects outlined in previous City Council briefings. In addition, staff will present debt capacity considerations for potential bond program development. Finally, staff will accept feedback to begin developing recommendations for future City Council consideration.

Board/Commission Action: N/A

Action Proposed: N/A



City of Richardson
City Council Worksession
Agenda Item Summary



City Council Meeting Date:

Monday, July 13, 2015

Agenda Item:

Review and Discuss Drainage Utility Program

Staff Resource:

Cliff Miller, Assistant City Manager
Steve Spanos, Director of Engineering
Jim Lockart, Assistant Director of Engineering

Summary:

A briefing of the City's Drainage Utility Program will be provided. Staff will review the current work plan and present the proposed work plan for FY 15/ 16.

Board/Commission Action:

N/A

Action Proposed:

N/A

MINUTES
RICHARDSON CITY COUNCIL
WORK SESSION AND CITY COUNCIL MEETING
JUNE 22, 2015

WORK SESSION – 6:00 P.M.:

• **Call to Order**

Mayor Voelker called the meeting to order at 6:01 p.m. with the following Council members present:

Paul Voelker	Mayor
Mark Solomon	Mayor Pro Tem
Bob Townsend	Councilmember
Scott Dunn	Councilmember
Mabel Simpson	Councilmember
Marta Gomez Frey	Councilmember
Steve Mitchell	Councilmember

The following staff members were also present:

Dan Johnson	City Manager
Don Magner	First Assistant City Manager
Kent Pfeil	Chief Financial Officer
Cliff Miller	Assistant City Manager Development Services
Shanna Sims-Bradish	Assistant City Manager Admin/Leisure Services
Aimee Nemer	City Secretary
Taylor Paton	Management Analyst
Michael Spicer	Director of Development Services
Pete Smith	City Attorney

Consultants:

Meridith McKinley, Via Partnerships

A. REVIEW AND DISCUSS ITEMS LISTED ON THE CITY COUNCIL MEETING AGENDA

Michael Spicer, Director of Development Services, reviewed Zoning File 15-08 and Variance 15-11 for Council. Don Magner, First Assistant City Manager, reviewed the proposed economic development agreement with RealPage, Inc.

B. REVIEW AND DISCUSS EASTSIDE PHASE TWO PUBLIC ART PROPOSAL

Shanna Sims-Bradish, Assistant City Manager, and Meridith McKinley, Via Partnerships, reviewed this proposal for Council:

- Eastside Phase Two is a 13-acre mixed use development near Central Expressway and Campbell Road.
- The southern end is triangular in shape. The developer would like this area to be a focal point and is supportive of the City's efforts in regard to public art. This area is planned to be an open greenspace with a large-scale public art installation.
- The developer expressed interest in working with the City on the commissioning of a public art piece at Eastside Phase Two.

- The developer would provide the land and the City would enter into an agreement with the developer that would grant an easement to allow access to the public art.
- The developer would contribute \$200,000 for a public art piece.
- The developer would work with the City to coordinate these efforts and is supportive of using a public selection process for the art piece.
- The City would own and maintain the public art piece.
- Based on the importance of the location and the need to have a large scale art piece, City staff and the City’s consultant are recommending that the City supplement the developer’s funding from two sources.
 - ◆ Hotel/Motel Fund – Additional funding for the acquisition of an art piece to promote tourism
 - ◆ TIF #1 – Contingent funding for the art piece and funding for any site work needed
- Estimated Project Budget:

\$200,000 – Developer Contribution
\$200,000 – Hotel/Motel Fund Contribution
<u>\$200,000 – TIF #1 Contribution</u>
\$600,000 – Total Project
- ▶ Artist Selection Process

C. REVIEW AND DISCUSS PROPOSED ORDINANCE FOR CAPITAL FUNDS FOR PUBLIC ART

Shanna Sims-Bradish, Assistant City Manager, reviewed this item for Council:

- Included in the Public Art Master Plan was the identification of a variety of funding sources for a public art program.
- One of the recommendations was to establish a “Percent for Art Fund”. Cities such as Dallas, Fort Worth, Frisco, Allen, Mesquite and Denton use this funding method.
- City Council provided direction that the Public Art Master Plan include a recommendation that in future bond programs:
 - ◆ Setting aside up to 2% for public art related to parks and recreation projects
 - ◆ Setting aside up to 2% for public art related to public buildings that includes community use of the facility
- City staff has worked with the Chief Financial Officer, City’s Bond Counsel and the City Attorney to draft an ordinance that confirms this direction and establishes a public art program that defines how funding would be determined and managed for each project.
- Funding for public art is for up to 2% of general obligation funding authorized and approved by voters for the following projects
 - ◆ City facility projects that includes interaction with the public
 - ◆ Parks and recreation projects
- The allocation is calculated based on total construction costs, excluding demolition costs and real property acquisition.
- Public art funding shall be used for artist fees and costs related to the production and installation of artwork.

D. REVIEW AND DISCUSS RECOMMENDATIONS FROM THE CHARTER REVIEW COMMISSION

Mayor Voelker thanked the Charter Review Commission and explained that the review was completed in accordance with state, federal, and case law. He requested Council to identify any recommendations that they would like to discuss.

Councilmember Mitchell requested that Council consider that all council vacancies should be filled by election in Section 3.07. The remaining councilmembers were in favor of leaving the recommendation as is from the Charter Review Commission which allows for appointment for a vacancy when there one council seat vacant and requires special election for two or more vacancies.

Councilmember Simpson requested clarification of Section 3.11 and the calculation of a quorum. Pete Smith, City Attorney, explained that a quorum is five members of council with a majority required for approval of a vote except in certain cases where a super majority would be required.

Councilmember Mitchell inquired about the recommendation to increase council compensation from \$50.00 per meeting to \$100.00 per meeting. He commented that he had no comparison with other cities and questioned how the proposition would be worded on the ballot. Council discussed various options for changing city council compensation including taking this provision out of the Charter and doing it by ordinance. Council determined to keep the recommendation as is and allow the voters to decide.

Councilmember Simpson asked the City Attorney how the proposed recommendation for Section 7.01 affects the City Attorney's office. Mr. Smith explained that the proposed changes are consistent with current practice.

Councilmember Townsend requested that the wording in Section 9.07, "at large districts" be changed to be consistent with the other board and commission sections that specify representation from districts 1-4.

Mayor Voelker inquired what would happen if a future council did not comply with the recommendation to appoint a commission to review the Charter at least every ten years as recommended for Section 19.05 Mr. Smith explained that the City would not be in compliance and a complaint could be filed to compel the City to follow the Charter.

Mr. Smith explained that the next steps are to draft the propositions for each recommendation as they will appear on the ballot. Council directed that any significant changes to the Commission recommendations go back to the Commission for review.

E. REVIEW AND DISCUSS CITIZEN COMMUNICATION ENHANCEMENTS

Don Magner, First Assistant City Manager, reviewed this item for Council giving an overview of the primary options available to citizens when interacting the City:

Response Center

- Staffed 24 hours a day, 365 days a year
- Allows citizens to express a concern or request service by calling 972-744-4111
- The issue is then forwarded to the appropriate department for follow up
 - 35,000 calls per year

- 12,000 issues per year
- 43,000 BABIC requests per year

Online Issue System

- Reporting system on the City’s website
- Allows citizens to report and track issues

My Richardson App

- Portable reporting system that can be used with mobile devices
- Allows citizens to report and track issues, and view watering, trash, and recycle schedules associated with their address

City Council Email

- The Mayor and City Council have email addresses through the City’s server

F. REVIEW AND DISCUSS THE CITY COUNCIL COMMITTEE AND BOARD LIAISON APPOINTMENTS

Mayor Voelker requested Council to complete their preferences for committee service and return it to him by the end of June.

G. REPORT ON ITEMS OF COMMUNITY INTEREST

Mayor Pro Tem Solomon reported on the City’s recent Celebrating Leadership in Development Excellence Award (CLIDE). He explained that the City received the award for the acquisition and expansion of the Spring Creek Nature Area.

Mr. Johnson reminded Council of the summer break schedule of the fifth Monday in June and the Monday following Independence Day. He stated the next meeting would be July 13.

Mayor Voelker reminded Council of the various events coming up such as parades, fireworks celebrations, and the Miss Texas Pageant.

COUNCIL MEETING – 7:00 PM, COUNCIL CHAMBERS

1. **INVOCATION – MARK SOLOMON**
2. **PLEDGE OF ALLEGIANCE: U.S. AND TEXAS FLAGS – MARK SOLOMON**
3. **MINUTES OF THE JUNE 8, 2015, JUNE 10, 2015, AND JUNE 15, 2015 MEETINGS**

Council Action

Councilmember Mitchell moved to approve the Minutes as presented. Councilmember Simpson seconded the motion. A vote was taken and passed, 7-0.

4. VISITORS

Mr. Roy Matheny, 13811 Little Rd., Kingston, OK, addressed Council regarding the City’s retirement benefits and requested the Council to consider cost of living increases for the City’s retirees.

Mayor Voelker recognized Mr. Matheny for his years of service for the City of Richardson and Mr. Johnson, City Manager, directed Assistant City Manager Shanna Sims-Bradish to speak with Mr. Matheny regarding his benefits.

PUBLIC HEARING ITEM:

5. **CONTINUED CONSIDERATION OF PUBLIC HEARING, ZONING FILE 15-08 AND CONSIDER ADOPTION OF ORDINANCE NO. 4119, AMENDING THE COMPREHENSIVE ZONING ORDINANCE AND ZONING MAP TO APPROVE A CHANGE IN ZONING TO GRANT A SPECIAL PERMIT FOR A PRIVATE RECREATION CLUB IN CONJUNCTION WITH A FRATERNAL ORGANIZATION ON A 0.57-ACRE TRACT OF LAND ZONED I-M(1) INDUSTRIAL LOCATED ON THE NORTH SIDE OF APOLLO ROAD, EAST OF GLENVILLE DRIVE, RICHARDSON, TEXAS. (CONTINUED FROM JUNE 8, 2015, CITY COUNCIL MEETING, AND APPLICANT IS REQUESTING TO CONTINUE THE CASE TO JULY 13, 2015).**

Public Hearing

Mr. Spicer, Director of Development Services, explained that the applicant was requesting Council to consider another continuance until July 13, 2015. Mayor Voelker requested if there was anyone present to speak on this item. There were no public comments submitted.

Council Action

Councilmember Townsend moved to continue the Public Hearing for Zoning Case 15-08 to July 13, 2015. Mayor Pro Tem Solomon seconded the motion. A vote was taken and passed, 7-0.

ACTION ITEMS:

6. **VARIANCE NO. 15-11: A REQUEST FOR A VARIANCE FROM CHAPTER 21, SUBDIVISION AND DEVELOPMENT CODE, FOR A REDUCED PARKING RATIO FOR A MARTIAL ARTS FACILITY. THE SITE IS LOCATED AT 1600 N. PLANO ROAD. APPLICANT: BAQASH WILSON, REPRESENTING DFC DOMINION GYM.**

Council Action

Mayor Pro Tem Solomon moved to approve this request as presented. Councilmember Frey seconded the motion. A vote was taken and passed, 7-0.

7. **CONSENT AGENDA:**

A. CONSIDER ADOPTION OF THE FOLLOWING ORDINANCES:

1. **ORDINANCE NO. 4121, AMENDING THE COMPREHENSIVE ZONING ORDINANCE AND ZONING MAP BY REPEALING ORDINANCE 3858; SO AS TO GRANT A CHANGE IN ZONING FROM I-M(1) INDUSTRIAL WITH SPECIAL CONDITIONS AND C-M COMMERCIAL TO PD PLANNED DEVELOPMENT FOR C-M COMMERCIAL DISTRICT AND TO GRANT A SPECIAL PERMIT FOR A SELF-SERVICE WAREHOUSE ON A 4.71-ACRE TRACT OF LAND LOCATED ON THE NORTH SIDE**

OF ARAPAHO ROAD, WEST OF CUSTER ROAD, RICHARDSON, TEXAS.

- 2. ORDINANCE NO. 4122, AMENDING THE COMPREHENSIVE ZONING ORDINANCE AND ZONING MAP BY AMENDING AND RESTATING ORDINANCE NO. 4055 TO MODIFY THE PLANNED DEVELOPMENT STANDARDS TO PERMIT ADDITIONAL ACCESSORY STRUCTURES ON 1.763 ACRES LOCATED AT THE NORTHEAST QUADRANT OF OLD CAMPBELL ROAD AND NANTUCKET DRIVE.**

B. CONSIDER THE FOLLOWING RESOLUTIONS:

- 1. RESOLUTION NO. 15-18, DESIGNATING CERTAIN OFFICIALS AS BEING RESPONSIBLE FOR, ACTING FOR, AND ON BEHALF OF THE APPLICANT IN DEALING WITH THE COLLIN COUNTY PARKS AND OPEN SPACE BOARD (HEREINAFTER REFERRED TO AS “BOARD”) FOR THE PURPOSE OF PARTICIPATING IN THE 2015 COLLIN COUNTY PARKS AND OPEN SPACE FUNDING ASSISTANCE PROGRAM (HEREINAFTER REFERRED TO AS THE “PROGRAM”) CERTIFYING THAT THE APPLICANT IS ELIGIBLE TO RECEIVE PROGRAM ASSISTANCE; CERTIFYING THAT THE APPLICANT MATCHING SHARE IS READILY AVAILABLE; AND AUTHORIZING THE CITY MANAGER OR DESIGNEE TO SUBMIT AN APPLICATION FOR A GRANT FOR THE SPRING CREEK NATURE AREA TRAIL OUTSIDE LOOP CONNECTION.**
- 2. RESOLUTION NO. 15-19, DESIGNATING CERTAIN OFFICIALS AS BEING RESPONSIBLE FOR, ACTING FOR, AND ON BEHALF OF THE APPLICANT IN DEALING WITH THE COLLIN COUNTY PARKS AND OPEN SPACE BOARD (HEREINAFTER REFERRED TO AS “BOARD”) FOR THE PURPOSE OF PARTICIPATING IN THE 2015 COLLIN COUNTY PARKS AND OPEN SPACE FUNDING ASSISTANCE PROGRAM (HEREINAFTER REFERRED TO AS THE “PROGRAM”) CERTIFYING THAT THE APPLICANT IS ELIGIBLE TO RECEIVE PROGRAM ASSISTANCE; CERTIFYING THAT THE APPLICANT MATCHING SHARE IS READILY AVAILABLE; AND AUTHORIZING THE CITY MANAGER OR DESIGNEE TO SUBMIT AN APPLICATION FOR A GRANT FOR THE UNIVERSITY TRAIL PHASE II CONNECTION.**
- 3. RESOLUTION NO. 15-20, AUTHORIZING THE CITY MANAGER TO NEGOTIATE AND EXECUTE AN ECONOMIC DEVELOPMENT AGREEMENT PURSUANT TO CHAPTER 380, TEXAS LOCAL GOVERNMENT CODE, BY AND BETWEEN THE CITY OF RICHARDSON, TEXAS, AND REALPAGE, INC., A DELAWARE CORPORATION (AND ITS AFFILIATED AND RELATED ENTITIES) (“COMPANY”).**

4. **RESOLUTION NO. 15-21, APPROVING A NEGOTIATED SETTLEMENT BETWEEN THE ATMOS CITIES STEERING COMMITTEE (“ACSC”) AND ATMOS ENERGY CORP., MID-TEX DIVISION REGARDING THE COMPANY’S 2014 AND 2015 RATE REVIEW MECHANISM FILINGS; APPROVING A SETTLEMENT AGREEMENT WITH ATTACHED RATE TARIFFS AND PROOF OF REVENUES; DECLARING EXISTING RATES TO BE UNREASONABLE; ADOPTING TARIFFS THAT REFLECT RATE ADJUSTMENTS CONSISTENT WITH THE NEGOTIATED SETTLEMENT; FINDING THE RATES TO BE SET BY THE SETTLEMENT TARIFFS TO BE JUST AND REASONABLE AND IN THE PUBLIC INTEREST; REQUIRING THE COMPANY TO REIMBURSE ACSC’S REASONABLE RATEMAKING EXPENSES; DETERMINING THAT THIS RESOLUTION WAS PASSED IN ACCORDANCE WITH THE REQUIREMENTS OF THE TEXAS OPEN MEETINGS ACT; AND REQUIRING DELIVERY OF THIS RESOLUTION TO THE COMPANY AND THE ACSC’S LEGAL COUNSEL.**

C. AUTHORIZE THE ADVERTISEMENT OF BID #73-15 – 2010 STREET & ALLEY PAVING, DRAINAGE AND UTILITY REHABILITATION – PHASE VII (LAUREL LANE, SHENANDOAH PLACE, AND MISC. ALLEYS). BIDS TO BE RECEIVED BY WEDNESDAY, JULY 15, 2015 AT 2:00 P.M.

D. CONSIDER AWARD OF THE FOLLOWING BIDS:

1. **BID #62-15 – WE RECOMMEND THE AWARD TO 3D PAVING AND CONTRACTING, LLC, FOR THE 2010 ALLEY RECONSTRUCTION PHASE VI (300, 400 & 700 BLOCKS OF WEATHERED DRIVE, 700 BLOCK OF PALMER DRIVE, 400-420 BLOCK OF TIFFANY TRAIL) IN THE AMOUNT OF \$539,010.50.**
2. **BID #74-15 – WE REQUEST AUTHORIZATION TO ISSUE PURCHASE ORDERS FOR THE 2014-15 CELLULAR COMMUNICATION SERVICES TO AT&T (\$180,000) THROUGH THE STATE OF TEXAS DEPARTMENT OF INFORMATION SERVICES CONTRACT #DIR-SDD-1777 AND TO VERIZON WIRELESS (\$80,000) CONTRACT #DIR-SDD-1779 FOR AN ESTIMATED TOTAL AMOUNT OF \$260,000.**

E. AUTHORIZE THE CITY MANAGER TO EXECUTE CHANGE ORDER NO. 1 TO INCREASE PURCHASE ORDER NO. 150985 TO MARIO SINACOLA & SONS FOR THE CITYLINE EXTENSION PROJECT IN THE AMOUNT OF \$479,314.

Council Action

Councilmember Mitchell requested to remove Item 7A1 from the Consent Agenda to be considered individually. Councilmember Mitchell moved to approve the remaining Consent Agenda items as presented. Councilmember Dunn seconded the motion. A vote was taken and passed, 7-0.

Item 7A1

Council Action

Councilmember Mitchell explained that he requested to remove this item from the Consent Agenda so he could vote in opposition to the ordinance in order to be consistent with his opposing vote to the zoning request for this item.

Councilmember Dunn moved to approve Item 7A1 as presented. Mayor Pro Tem Solomon seconded the motion. A vote was taken and passed, 6-1, with Councilmember Mitchell voting in opposition.

ADJOURNMENT

With no further business, the meeting was adjourned at 8:58 p.m.

MAYOR

ATTEST:

CITY SECRETARY



MEMO

DATE: July 9, 2015
TO: Honorable Mayor and City Council
FROM: Michael Spicer, Director of Development Services *MS*
SUBJECT: Zoning File 15-08 – Special Permit – Plano-Richardson Elks Lodge Private Recreation Club – 1203 Apollo Road

REQUEST

On July 8, 2015 the applicant requested to withdraw the request for a Special Permit for a private recreation club and asks that no further action be taken by City Council regarding this case. The applicant's withdrawal request is attached.



To: Michael.Spicer@cor.gov,
Cc: chris.shacklett@cor.gov,
Bcc:
Subject: Re: Elks Lodge Withdrawal of Zoning Request
From: Orville Weiss <bigoweiss@aol.com> - Wednesday 07/08/2015 09:49 AM

City of Richardson
Planning and Zoning

As the applicant representing the Plano-Richardson Elks Lodge # 2485, I, Orville Weiss, request that Zoning File 15-08 be withdrawn and that no further action be taken by the City Council regarding this matter. Thank you for your consideration and help throughout the process.

Orville W. Weiss, Trustee
Plano-Richardson Elks Lodge #2485



MEMO

DATE: July 9, 2015
TO: Honorable Mayor and City Council
FROM: Michael Spicer, Director of Development Services *MS*
SUBJECT: Zoning File 15-12 – Special Permit – Amusement Arcade – 1730 E. Belt Line Road

REQUEST

Corey Shane Hyden, representing Free Play Incorporated, is requesting approval of a Special Permit for an amusement arcade to be located at 1730 E. Belt Line Road. The proposed arcade would occupy 5,000 square feet of lease space in an existing multi-tenant retail building 61,400 square feet in area as shown on the attached zoning exhibit (Exhibit “B”).

BACKGROUND

The applicant intends to operate a retro arcade where customers can both play arcade games and purchase the machines. Customers would have unlimited access to game play for a single entrance fee. The entrance fee would also include some food items. Other food items, non-alcoholic drinks and a variety of beer and wine options would also be available for separate purchase. The applicant estimates that machine sales and entrance fees will account for eighty percent (80%) of the facility’s gross revenue; food items, non-alcoholic drinks and merchandise sales, fifteen percent (15%); and alcoholic beverages about five percent (5%).

Proposed hours of operation are 11:00 a.m. to 11:00 p.m. Sunday through Thursday and 11:00 a.m. to midnight Fridays and Saturdays. Proposed age restrictions would require that patrons 13 and under be accompanied by a parent or guardian and would prohibit persons under 18 years of age after 9:00 p.m. A parking ratio of one (1) space per 333 square feet of gross floor area is proposed. Although more customers than what the ratio would provide for are likely, the applicant provided a parking study demonstrating that no more than 35% of the available parking was occupied at a given time. Staff has corroborated the parking demand findings. The proposed ratio would be limited to the proposed use exclusively and would not grant a parking variance for the entire property.

At the City Plan Commission public hearing two (2) residents spoke in opposition to the request and one (1) resident expressed a neutral position. Nineteen (19) letters in opposition have also been received.

City Plan Commission concerns included the potential for a future arcade operator to operate differently than that presented by the current applicant and the possible presence of “8-liners” or similar gaming devices. The applicant stated these types of machines would not be at the facility.

PLAN COMMISSION RECOMMENDATION

The City Plan Commission, by unanimous vote, recommends approval of the request as presented with the added conditions that the Special Permit be restricted to the applicant and/or his business partner and that “8-liners” and similar gaming devices be prohibited.

ATTACHMENTS

Special Conditions	Floor Plan (Exhibit “C”)
CC Public Hearing Notice	Applicant’s Statement
City Plan Commission Minutes 06-16-2015	Parking Study
Staff Report	Site Photos
Zoning Map	Notice of Public Hearing
Aerial Map	Notification List
Oblique Aerial Looking South	Correspondence in Opposition
Zoning Exhibit (Exhibit “B”)	

ZF 15-12 Special Conditions

1. A Special Permit shall be granted to allow an amusement arcade which shall be limited to the area shown on the attached concept plan, marked as Exhibit "B" and made a part thereof.
2. The amusement arcade shall provide parking at a ratio of one (1) parking space per 333 square feet.
3. The amusement arcade shall be allowed to operate between the hours 11:00 a.m. and 11:00 p.m. on Sunday through Thursday, and between the hours of 11:00 a.m. and 11:59 p.m. on Fridays and Saturdays.
4. Children ages 13 and under shall only be permitted on the premises with an adult parent or guardian. Children ages 17 and under shall be prohibited on the premises after 9:00 p.m.
5. Alcohol sales in conjunction with an amusement arcade shall be permitted.
6. The Special Permit for an amusement arcade shall be limited to Corey Shane Hyden and/or Richard Tregilgas. No other person, company, business or legal entity may operate an amusement arcade on the property other than Corey Shane Hyden and/or Richard Tregilgas. The special permit automatically terminates upon the change in ownership or operator, in accordance with Article XXII-A, Section 7 of the Comprehensive Zoning Ordinance, as amended.
7. The use of "8-liners" or similar gaming devices shall be prohibited.



Attn. Lynda Black
Publication for Dallas Morning News – Legals
Submitted on: June 24, 2015
Submitted by: City Secretary, City of Richardson

Please publish as listed below or in attachment and provide a publication affidavit to:

City Secretary's Office
P.O. Box 830309
Richardson, TX 75083-0309

FOR PUBLICATION ON: JUNE 26, 2015

**City of Richardson
Public Hearing Notice**

The Richardson City Council will conduct a public hearing at 7:00p.m. on Monday, July 13, 2015, in the Council Chambers, Richardson Civic Center/City Hall, 411 W. Arapaho Road, to consider the following requests.

ZF 15-12

A request by Corey Shane Hyden, representing Free Play, Incorporated, for approval of a Special Permit for an amusement arcade to be located at 1730 E. Belt Line Road (south side of Belt Line Road, west of Yale Boulevard). The property is currently zoned LR-M(2) Local Retail.

If you wish your opinion to be part of the record but are unable to attend, send a written reply prior to the hearing date to City Council, City of Richardson, P.O. Box 830309, Richardson, Texas 75083.

The City of Richardson
/s/ Aimee Nemer, City Secretary

**EXCERPT
CITY OF RICHARDSON
CITY PLAN COMMISSION MINUTES –JUNE 16, 2015**

PUBLIC HEARING

Zoning File 15-12 – Free Play Arcade: Consider and take necessary action on a request for approval of a Special Permit for an amusement arcade to be located at 1730 E. Belt Line Road, south side of Belt Line Road, west of Yale Boulevard. The property is currently zoned LR-M(2) Local Retail.

Mr. Shacklett stated the applicant was requesting a Special Permit for a 5,000 square foot amusement arcade in an existing 61,000 square foot retail shopping center located on the south side of Belt Line Road, west of Yale Boulevard.

Mr. Shacklett noted that the applicant was proposing a retro arcade where customers could play arcade games and the games would also be available for purchase. In addition, there would be an office and a small concession area serving non-alcoholic beverages as well as beer and wine upon approval of a permit from the Texas Alcoholic Beverage Commission (TABC).

Regarding alcohol sales, Mr. Shacklett pointed out that the City's code allows for the sale of alcoholic beverages assuming certain requirements were met and the site complied with those requirements.

Mr. Shacklett concluded his presentation by reviewing some of the items discussed with the applicant including: hours of operation, parking study and ratio, and age restrictions (13 or under with parent, 17 or under leaving the arcade by 9:00 p.m.). He added that 16 letters in opposition had been received with the concerns ranging from the site becoming a hangout for minors, sales of alcoholic beverages, to lack of updates to the retail center.

With no questions for staff, Chairman Hand opened the public hearing.

Mr. Cory Hyden, 1231 Northlake Drive, Richardson, Texas, said he started out as an arcade fanatic before transitioning his hobby to a high-end business and was currently looking for a "showroom" type location to show case the business as well as to have a place for customers to play the games. In addition, he was not targeting teenage audiences and most of the purchasers and future customers would be older individuals who have the money to pay for the arcade games. He added that his company was the largest retro arcade game dealer in Texas and possibly the southwest.

Mr. Hyden addressed the concerns expressed about the shopping center by stating his company would be spending a great deal of money making changes to their lease space to help bring high-end game purchasers to the area. He added that their license from TABC would be a mixed beverage permit; however, they would be selling only beer and wine in

addition to non-alcoholic drinks, which is similar to the license held by the Alamo Draffhouse.

Commissioner DePuy asked if similar businesses were in the area and what was the customer base like for those businesses.

Mr. Hyden replied there were locations in Garland and Richardson that handled on-line sales only and almost the entire customer base were doctors, engineers and others who could afford the games.

Commissioner Frederick asked if the games would be for sale or could someone lease them. She also wanted to know if the proposed business could be compared to a billiards showroom.

Mr. Hyden said he had considered leasing the games, but was not leasing them at the current time. Regarding the comparison between a billiards showroom and the proposed business, Mr. Hyden stated he was hoping to set up the business similar to an old style arcade to capture that nostalgia.

Commissioner Frederick asked what the price point would be on the games.

Mr. Hyden replied the prices ranged from \$1,000 to \$10,000, with an average sale of approximately \$2,000 to \$2,500.

Vice Chair Bright asked if the applicant had set up or seen a business similar to what was being proposed.

Mr. Hyden said he had not set up a similar business, but had seen similar businesses in other metropolitan areas across the country.

Commissioner Ferrell asked if the games would be refurbished or were the manufacturers still making the games. He also questioned whether letting someone play a refurbished game would affect the viability of the game and would the applicant service the machines after the sale.

Mr. Hyden replied all the games would be refurbished and if one of the games were purchased, he and his partners would go back and check the game's condition before releasing it to the customer. Regarding servicing the game machines, Mr. Hyden said they would not send out a service technician for purchased machines, but had considered letting customers drop them off for servicing.

Commissioner Ferrell asked if the arcade would have a maximum occupancy.

Mr. Hyden said they thought the number of people allowed in the arcade would be around 160.

Commissioner DePuy asked if the applicant had met with the adjacent homeowners association and if their concerns had been discussed.

Mr. Hyden replied he met with the Berkner Homeowners Association (HOA) board of directors for approximately two hours and felt the directors were more at ease with their business model.

Commissioner Ferrell asked if prizes would be offered.

Mr. Hyden said tickets and a prize counter were not part of their business plan, but they may have “highest score” competitions where a t-shirt would be awarded as a prize, but nothing else.

Commissioner Roland asked if eight-liners or other gaming machines would be sold.

Mr. Hyden replied those type of games would not be part of their arcade.

Commissioner Frederick asked how many staff people would be needed in the business to insure that minors, even if with their parents, did not partake of any of the alcoholic beverages.

Mr. Hyden said that although they were still in a learning mode as to when their busiest times would be, they anticipated 4 to 10 employees would be needed.

Vice Chair Bright asked if the other arcades in metropolitan areas were located in strip retail centers.

Mr. Hyden stated the Houston arcade was originally in a strip retail center, but they had recently constructed their own free-standing building.

Chairman Hand asked the applicant to define the term “retro arcade” and how that would impact the type of games in their business.

Mr. Hyden said most of his games were made between 1978 and 1995.

Ms. Kelsie Hyden, 1231 Northlake Drive, Richardson, Texas, stated she was Mr. Hyden’s wife and the sister of the second applicant, Mr. Richard Tregilgas. She wanted the Commission to know that her family had been long time residents of Richardson and they were not interested in starting a business that would not be beneficial to the city.

Chairman Hand called for any other comments in favor and with no other favorable comments, called for those opposed.

Ms. Diana Klauson, 800 Westminster, Richardson, Texas, said she was concerned that the strip retail center was run down and in terrible condition and there were already too many

establishments selling alcohol in the center. She suggested the proposed business would possibly fit better in CityLine or a newer development.

Ms. Carmen Herndon, 1500 Creekside, Richardson, Texas, stated her major concern was based on the fact the retail center was surrounded by residential homes, but she might be a little bit more in favor if the business was more family oriented and set up as a restaurant as opposed to just offering bar food.

Ms. Gayla Partlow, 1308 Grinnell Drive, Richardson, Texas, stated she was curious as to why the applicant thought the proposed location would be the best site for their business.

With no further comments in favor or opposed, Chairman Hand advised the applicant he could answer or rebut any statement made.

Mr. Hyden said that at end of the day if no one came to the business to play the games the business would still be profitable. He added the proposed location was the only lease space to meet all their needs and felt their business would help to revitalize the retail center.

Commissioner Roland asked if people subscribing to their three-month trial periods for games in their homes made the business profitable.

Mr. Hyden replied the opportunity to open the showroom happened first, but they were still looking at the possibility of leasing the machines.

Chairman Hand closed the public hearing.

Chairman Hand asked staff if the dashed lines on the floor plan represented walls to be removed.

Mr. Shacklett replied he thought the lines did not indicate anything specific and were simply areas where counters and a workroom may be placed.

Vice Chair Bright wanted to confirm that “eight-liners” or gambling machines would not be allowed.

Mr. Shacklett replied that the State of Texas did allow those types of machines for entertainment purposes only, but there were stringent restrictions on the type of payout (non-cash merchandise) as well as cost to play. He added the applicant had stated it was not his intention to have those types of machines in his business and if the Commission was concerned about those machines, that could be addressed in the special conditions.

Vice Chair Bright asked if customers would be allowed to bring their drinks into the same area as the arcade games.

Mr. Hyden replied it was their intention to allow the customers to move freely about the arcade with whatever they purchased.

Commission DePuy asked about the style of food that would be served.

Mr. Hyden said they would be providing an upscale twist on snack bar type food (i.e., roasted garlic and spinach nachos, grilled Gouda cheese sandwich with mushrooms and onions, etc.).

Commissioner DePuy stated she had read the letters of concern from the HOA, but pointed out the lease space was, by right, allowed to have alcohol sales. She also noted that a retail center close to her home had been in similar shape, but revitalization had taken place after a different, upscale tenant came to the center.

Mr. Shacklett concurred that a restaurant with alcohol sales was allowed by-right in the lease space as well as private clubs as long as the restaurant secured a permit from the TABC and met the City's building code requirements.

Vice Chair Bright said he thought the business concept was unique and was in favor of the item, but did want to have the use of gambling machines restricted.

Mr. Shacklett confirmed that the State of Texas Penal Code, Section 47 did list the "eight-liners" as gaming devices associated with giving out prizes.

Commissioner Roland stated that looking at the examples of other arcades in the state, it did not seem that gaming devices were part of the applicant's business plan. He also pointed out that the area was starting to see some revitalization and the proposed showroom could add to that.

Commissioner Frederick said she agreed with most of the comments, but noted that in the past the Commission had tied some Special Permits to an applicant and wondered if it would be appropriate for the proposed business.

Mr. Shacklett replied the current special conditions did not tie the permit to the applicant, but the Commission could add that requirement to the special conditions.

Chairman Hand asked if the applicant was opposed to having the Special Permit tied to his name or the business.

Mr. Hyden said he did not object and suggested tying it to the business.

Mr. Chavez suggested it might be better to have the Special Permit tied to the applicant so if the business was sold but the business name remained the same, the new owner would have to come before the Commission with their business plan and consideration for a new Special Permit.

Mr. Hyden asked that the permit be tied to himself and his business partner, Richard Tregilgas.

Commissioner Ferrell thanked those in attendance for coming out and commenting on the item, and the applicants for their desire to open a business in Richardson.

Chairman Hand said initially he was very cautious about approving the request, but felt the proposed business might be a factor in the revitalization of the retail center.

Motion: Vice Chair Bright made a motion to recommend approval of Item 7 as presented with the additional condition that no “eight-liner” type gaming devices be allowed and the Special Permit would be tied to Cory Hyden and Richard Tregilgas; second by Commissioner Roland. Motion approved 7-0.



Staff Report

TO: City Council

THROUGH: Michael Spicer, Director of Development Services *MS*

FROM: Sam Chavez, Assistant Director – Development Services *SC*

DATE: July 9, 2015

RE: **Zoning File 15-12:** Special Permit – Amusement Arcade – 1730 E. Belt Line Road

REQUEST:

Request for approval of a Special Permit for an amusement arcade to be located at 1730 E. Belt Line Road, south side of Belt Line Road, west of Yale Boulevard.

APPLICANT & PROPERTY OWNER:

Corey Shane Hyden – Free Play, Incorporated / Jack Corman – J. Corman Family LP #5

EXISTING DEVELOPMENT:

The site is developed with a 61,400-square foot retail building with two (2) freestanding restaurant buildings totaling 10,987 square feet.

ADJACENT ROADWAYS:

Belt Line Road: Six-lane, divided arterial; 29,400 vehicles per day on all lanes, eastbound and westbound, east of Plano Road (November 2013).

Yale Boulevard: Two-lane, divided minor collector; 3,700 vehicles per day on all lanes, northbound and southbound, north of Belt Line Road (November 2013).

SURROUNDING LAND USE AND ZONING:

North: Single Family; R-1100-M Residential

South: Single Family; R-1250-M Residential

East: Retail/Commercial; LR-M(2) Local Retail

West: Retail/Commercial; LR-M(2) Local Retail

FUTURE LAND USE PLAN:

Community Commercial

Retail centers with multiple anchors, mid-rise office, entertainment, and hospitality uses.

Future Land Uses of Surrounding Area:

North: Neighborhood Residential

South: Neighborhood Residential

East: Community Commercial

West: Community Commercial

EXISTING ZONING:

LR-M(2) Local Retail per Ordinance Number 628-A.

TRAFFIC/ INFRASTRUCTURE IMPACTS:

The requested Special Permit will not have any significant impacts on the surrounding roadway system or the existing utilities in the area.

APPLICANT'S STATEMENT

(Please refer to the complete Applicant's Statement.)

STAFF COMMENTS:

Background:

The subject property was developed in 1976. The development includes a 61,400-square foot retail building along the south property line with a 6,700-square foot restaurant building located along the west property line and a 4,287-square foot restaurant building located along Belt Line Road. The retail center is part of a larger retail shopping center located on the south side of Belt Line Road, west of Yale Boulevard. The former Richardson Square Mall site (currently Sears, Lowe's, Target, Ross and Anna's Linens) is located to the west of the subject property.

Request:

The applicant is requesting to occupy approximately 5,000 square feet in the retail building along the south property line as shown the attached zoning exhibit (Exhibit "B") for an amusement arcade. Amusement arcades are allowed in any LR-M(2) Local Retail and C-M Commercial district upon approval of a Special Permit. An amusement arcade is defined as:

a building or part of a building in which more than ten percent of the floor area or in which five or more amusement devices, pinball machines, video games, electronic games, shuffle board, pool tables, or other similar player-operated amusement devices are present and maintained as the primary use.

The applicant has stated he is presently the largest retro arcade dealer in Texas. His intention is to open a dedicated retro arcade in which customers can play the arcade games as well as purchase the machines. The applicant has provided a floor plan (Exhibit “C”) depicting the anticipated layout of the lease space. The following is a breakdown of the area dedicated to each portion of the business:

- Arcade and arcade showroom space – 3,100 square feet
- Arcade storage and repair space – 1,220 square feet
- Concession space and storage space – 400 square feet
- Prepackaged food and beverage storage – 200 square feet
- Restroom area – 80 square feet

The applicant intends to allow customers to enter and have unlimited access to gameplay for a single entrance fee. The fee would also include some food items. The applicant proposes to provide additional food items, non-alcoholic drinks as well as a variety of beer and wine options for purchase. He expects the alcohol to account for approximately 5% of the sales of the facility with food and non-alcoholic drinks comprising 15% of sales. He states the majority of the revenue generated from the arcade would be from the entrance fees and arcade machine sales.

Elements Related to the Request:

Hours of Operation and Age Restrictions – The applicant is proposing to limit the hours of operation of the arcade on a daily basis. Furthermore, he proposes to limit the hours at which times children under the age of 18 may be on the premises. The applicant’s proposed hours of operation are as follows:

- Monday through Thursday – 3:00 p.m. to 11:00 p.m.
- Friday – 3:00 p.m. to midnight
- Saturday – 11:00 a.m. to midnight
- Sunday – 11:00 a.m. to 11:00 p.m.

The applicant has stated that anyone age 13 and under will not be permitted on the premises without an adult parent or guardian. Additionally, children ages 17 and under will not be permitted to remain on the premises after 9:00 p.m. The applicant intends to utilize a colored wristband system or hand stamps to not only ensure compliance with the age/time restrictions, but also to prevent the service of alcoholic beverages to minors.

Alcohol Sales – The applicant proposes to provide alcoholic beverages for purchase to customers. He expects a small portion of the facility’s revenue to be generated from the sales of alcoholic beverages; however, he feels it is necessary to offer alcoholic beverages to attract a wider customer base, many of whom may be purchasers of the arcade machines. The zoning on the property allows sales of alcohol. There is currently one (1) restaurant and two (2) bars on the subject property. As the applicant has stated, colored wristbands and hand stamps will be utilized to ensure alcohol is not being served to minors.

Parking – As shown on Exhibit “B”, the site currently provides 384 parking spaces. All lease spaces on the subject property, excluding the proposed arcade lease space, require 366 parking spaces based on standard City parking ratios. Therefore, eighteen (18) additional parking spaces would be available for the proposed arcade. The City’s Parking Ordinance does not provide a standard parking ratio for an amusement arcade so a ratio would be set through the Special Permit. The applicant is proposing to utilize a ratio of one (1) parking space per 333 square feet, which would require the use fifteen (15) parking spaces.

The applicant has stated he admits the proposed ratio is low based on their proposed occupancy; however, he has provided a parking study which depicts an abundance of available parking throughout the daytime and evening hours. He has provided nine (9) parking counts at various times on several days of the week. At no time did the applicant observe more than 132 parking spaces being occupied at a given time. He provided a parking count for a Friday night at 8:55 p.m. and for a Saturday night at 9:50 p.m. The occupied spaces for those two (2) times were 98 and 90, respectively. Although the applicant is proposing a ratio that is lower than the expected occupancy, it would allow the use to occupy the space without having to grant a parking variance to the overall property. Staff has observed parking at the subject property on multiple occasions, and the counts provided by the applicant are consistent with staff observations.

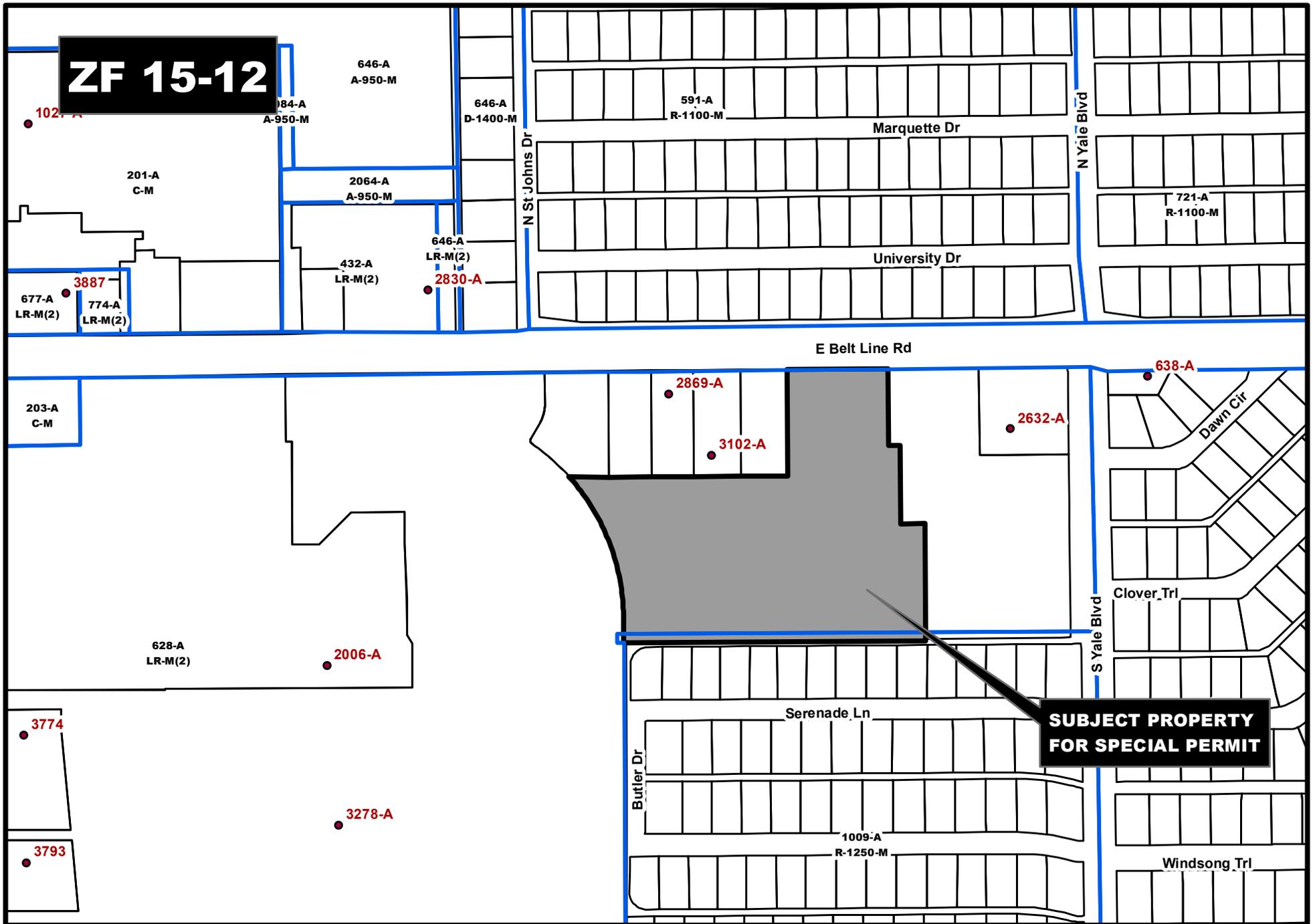
Correspondence: As of this date, nineteen (19) letters in opposition have been received.

Motion: On June 16, 2015, the City Plan Commission recommended approval of the request as presented along with a condition limiting the amusement arcade to the applicant and/or his business partner (noted in condition #6) and a prohibition on the use of “8-liners” or similar devices on the premises (noted in condition #7):

1. A Special Permit shall be granted to allow an amusement arcade which shall be limited to the area shown on the attached concept plan, marked as Exhibit “B” and made a part thereof.
2. The amusement arcade shall provide parking at a ratio of one (1) parking space per 333 square feet.
3. The amusement arcade shall be allowed to operate between the hours 11:00 a.m. and 11:00 p.m. on Sunday through Thursday, and between the hours of 11:00 a.m. and 11:59 p.m. on Fridays and Saturdays.
4. Children ages 13 and under shall only be permitted on the premises with an adult parent or guardian. Children ages 17 and under shall be prohibited on the premises after 9:00 p.m.
5. Alcohol sales in conjunction with an amusement arcade shall be permitted.
6. The Special Permit for an amusement arcade shall be limited to Corey Shane Hyden and/or Richard Tregilgas. No other person, company, business or legal entity may operate an amusement arcade on the property other than Corey Shane Hyden and/or Richard Tregilgas. The special permit automatically

terminates upon the change in ownership or operator, in accordance with Article XXII-A, Section 7 of the Comprehensive Zoning Ordinance, as amended.

7. The use of “8-liners” or similar gaming devices shall be prohibited.



ZF 15-12 Zoning Map

Updated By: shacklett, Update Date: June 1, 2015
 File: DSIMapping\Cases\Z\2015\ZF1512\ZF1512 zoning.mxd

This product is for informational purposes and may not have been prepared for or be suitable for legal, engineering, or surveying purposes. It does not represent an on-the-ground survey and represents only the approximate relative location of property boundaries.





ZF 15-12

**SUBJECT PROPERTY
FOR SPECIAL PERMIT**

ZF 15-12 Aerial Map

Updated By: shacklett, Update Date: June 1, 2015
File: DSI\Mapping\Cases\Z\2015\ZF1512\ZF1512 ortho.mxd

This product is for informational purposes and may not have been prepared for or be suitable for legal, engineering, or surveying purposes. It does not represent an on-the-ground survey and represents only the approximate relative location of property boundaries.





Yale Blvd

Serenade Ln

Subject Lease Space

Lowe's

Sears

Belt Line Rd

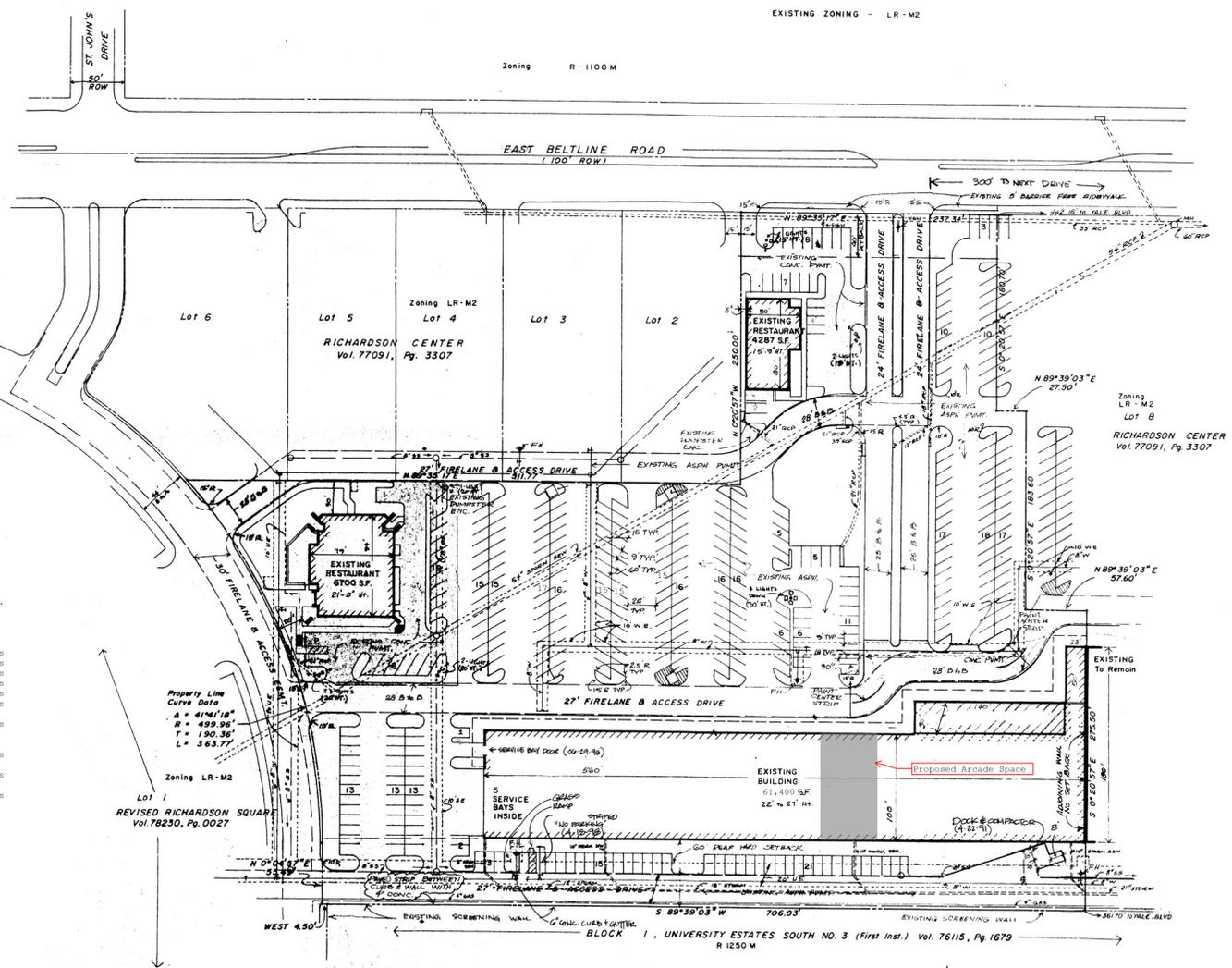
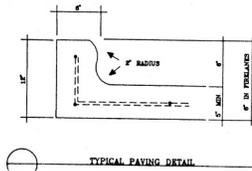
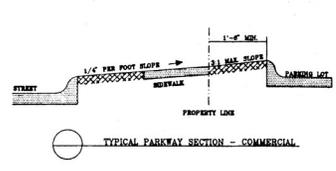
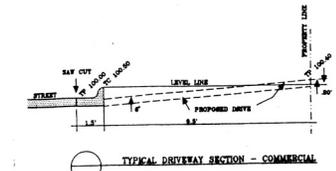
University Dr

St. Johns Dr

Oblique Aerial
Looking South

SITE DATA SUMMARY

SITE AREA	7.90 Acres =	344,141 S.F.
BUILDING AREA	(13 - BUILDINGS)	72,387 S.F.
BUILDING HEIGHTS	Main Building (One Story - Flat Roof)	22' to 27'
	Sizer (One Story - Pitched Roof)	21' - 6"
	Applebee's (One Story - Flat Roof)	15' - 9"
PARKING	Required	381 Spaces
	Provided	384 Spaces
LANDSCAPE AREA	7% Required -	24,090 S.F.
	12% Provided -	41,320 S.F.
LOT COVERAGE	21% - FAR =	1:1.475
EXISTING ZONING	LR - M2	

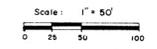


PARKING DATA

Lot 1 Total Building Square Feet	72,387 S.F.
Parking Requirements	
1st 10,000 S.F. (1 per 333 S.F.)	30 Cars
Retail Sales - 12,290 S.F. (1 per 200 S.F.)	61 Cars
Auto Service - 3,800 S.F. (5 + 2/Bay)	17 Cars
Food Service - 19,097 S.F. (1 per 100 S.F.)	191 Cars
Furniture Sales - 18,200 S.F. (1 per 500 S.F.)	37 Cars
Martial Arts - 4,000 S.F. (3,000 S.F. active) (1 per 100 S.F. active)	30 Cars
Proposed Arcade - 5,000 S.F. (1 per 333 S.F.) * see parking study	15 Cars
Total Required Lot 1	381 Spaces
Total Spaces Provided	384 Spaces
Surplus	3 Spaces

Property Line Curve Data
 $\Delta = 41^\circ 45' 18''$
 $R = 499.96'$
 $T = 190.36'$
 $L = 363.77'$

OVERALL SITE PLAN LOT 1
 RICHARDSON CENTER



OVERALL SITE PLAN - LOT 1
 RICHARDSON CENTER
 RICHARDSON, DALLAS COUNTY, TEXAS
 JACK CORMAN 10830 N CENTRAL, SUITE 160, DALLAS, TEX.

PROPOSED
 ARCADE
 PROJECT

June 4, 2015

SP1

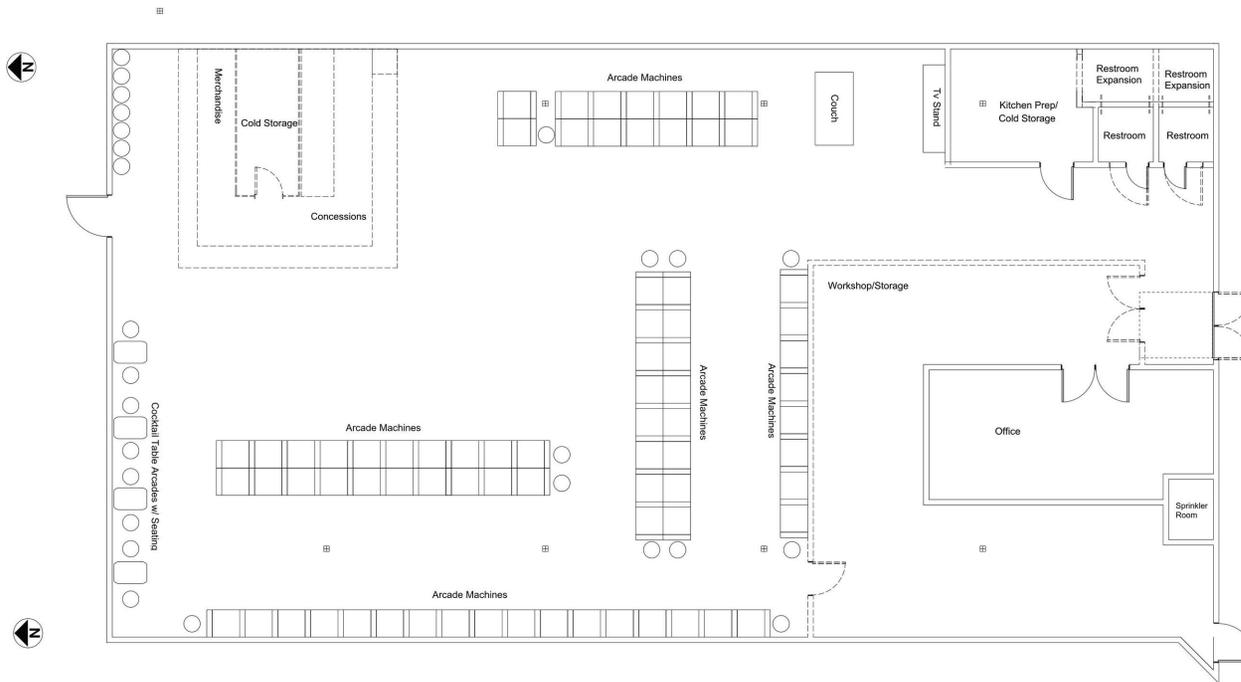
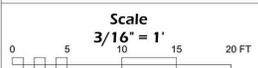


Exhibit C



Approx. 5000 sq ft

Proposed Project

Freeplay Arcade

**Internal layout w/ proposed modifications
 Richardson, Dallas County, Texas**

Owner
 Jack Corman
 10830 N. Central,
 Suite 160, Dallas, TX.

Leasee
 Freeplay Inc.
 801 Alpha Dr,
 Suite 109, Richardson, TX.

Black Lines- current permant structure
Dashed lines- proposed static modifications
Grey blocks- proposed layout of non stationary objects including arcade machines, tables, and stools

Drafted by:
 Richard Tregilgas
Updated
 06/03/2015

**Plate
 1 of 1**

ZF 15-12 Applicant's Statement

Applicant (Free Play, Incorporated) seeks a special permit in order to operate more than five (5) arcade game machines within the above-described premises. Applicant seeks said special permit pursuant to Article XXII-A, Section 2(b)(2) of the City of Richardson Comprehensive Zoning Ordinance. The above-described property address is zoned LR-M(2), as required by the City of Richardson Zoning Ordinance.

Applicant is presently the largest retro arcade dealer in Texas. Recently, retro amusement arcades have opened in numerous major metropolitan areas. To date, the DFW metroplex has no dedicated retro amusement arcades.

Applicant anticipates operating its business in approximately five-thousand (5000) square feet of space leased in the Richardson East Shopping Center, as defined above. The business will be a combination amusement arcade / arcade dealership. The space shall be renovated to contain ~1220 sq. ft. of storage and arcade repair space, ~200 sq. ft. of prepackaged food and beverage storage, ~400 sq. ft. of concession space and storage, ~80 sq. ft. of bathroom space, and ~3100 of arcade showroom space. The space will contain approximately seventy (70) retro amusement arcade machines - games such as Galaga, Ms. Pac Man, Defender, and the like.

There will be a single price ("entrance fee") that grants entrance to the premises and includes certain food and unlimited access to the arcade machines. The arcade machines in the space will be set to free play, allowing any person who enters the premises unlimited free gameplay. There will be additional food and beverage options at additional cost to the patrons of the business. As part of the food and beverage sales, Applicant shall seek the appropriate permits and licensing to sell beer and/or wine to its patrons.

Applicant's build out plans include a concession "snack bar", which will offer food products such as candy, pre-packaged snacks, and a variety of prepared food. Applicant's beverage options will include sodas, a variety of non-alcoholic bottled drinks, and a variety of beer and wine options.

Applicant anticipates eighty percent (80%) of its gross revenue will result from arcade machine sales or the arcade "entrance fee". Applicant anticipates fifteen percent (15%) of its gross revenue will result from the sale of non-alcoholic drinks, snacks, and other merchandise. Applicant anticipates the remaining five percent (5%) of its gross revenue will result from the sale of alcoholic beverages. Applicant does not anticipate operating as a "bar" or "barcade".

Applicant anticipates its hours of operation being as follows: Sunday, 11:00 AM to 11:00 PM; Monday, 3:00 PM to 11:00 PM; Tuesday, 3:00 PM to 11:00 PM; Wednesday, 3:00 PM to 11:00 PM, Thursday, 3:00 PM to 11:00 PM; Friday, 3:00 PM to 12:00 AM; Saturday, 11:00 AM to 12:00 AM. Applicant will allow no children aged 13 or under to enter the premises without an adult parent or guardian. Applicant will not permit any children age 17 or under to remain in the premises after 9:00 PM. Applicant will ensure all amusement arcade machines with mature content, if any, will contain appropriate warnings.

Beyond ongoing ID checks, Applicant will utilize colored wristbands and/or hand stamps to prevent the service of alcoholic beverages to any minor. These wristbands and/or hand stamps will further be used to ensure compliance with the 9:00 PM age restrictions.

FREE PLAY, INCORPORATED

*801 ALPHA DRIVE, SUITE 109
RICHARDSON, TX 75081*

Updated - 6/7/2015

City of Richardson
Development Services Department
411 W. Arapaho Road
Richardson, Texas 75080

Re: Ongoing Parking Study.

To Whom it May Concern:

This parking study is to be submitted concurrent with Free Play, Incorporated's ("Free Play") Development Application wherein Free Play seeks a special permit to operate an amusement arcade.

The amount of necessary parking spaces for an amusement arcade is not defined by the City of Richardson. As noted on the site plan submitted with Free Play's application, there are 384 available parking spaces for the site in which Free Play's proposed arcade will operate. Based on the updated parking data contained in the submitted site plan, not including any spaces for Free Play, there are 366 required spaces for businesses presently operating in the lot.

Of the remaining 18 parking spots, Free Play has requested that its parking requirements be set at 1 spot per 333 square feet of occupied space. Under Free Play's proposed parking requirements, there will be a 3 space surplus for the site.

Admittedly, this is a low parking requirement based on Free Play's proposed occupancy and use of the space. Beyond being a parking requirement that fits the available parking spaces for the site however, Free Play has proposed such a parking requirement based on the amount of the parking spaces actually used at the site. Free Play has begun a parking study on the available spaces for the site that will continue throughout the permit application process. To date, Free Play has observed the following parking uses:

Date	Time	Parking Spaces Used	Free Parking Spaces
5/7/15	5:00 PM	105	279

5/12/15	9:00 PM	65	319
5/14/15	3:35 PM	75	309
5/17/15	7:45 PM	60	324
5/20/15	3:55 PM	96	288
5/20/15	6:35 PM	132	252
5/31/15	8:05 PM	57	327
6/5/15	8:55 PM	98	286
6/6/15	9:50 PM	90	294

At no point have we observed more than 132 parking spaces in use and we do not anticipate such an occasion. Free Play has taken photographs of the lot during each of these recorded times and will provide such photographs if requested. Free Play will continue to record parking uses for the foreseeable future and supplement this study as necessary.

Additionally, the site is bordered by two sites that contain directly accessible parking, including the Richardson Square site that routinely has more than 1000 available parking spaces. Though Free Play has requested a low parking space requirement for its usage, it is clear that, even if Free Play was operating at full occupancy, there will always be sufficient parking available at the site.

 /s/ Corey S. Hyden
Corey S. Hyden
Attorney-at-Law

SHERWIN-WILLIAMS

FOR LEASE
214-369-7761

CHASE PLACE

CHASE PLACE

(1)

Looking South
at Subject Lease Space



SHERWIN-WILLIAMS

FOR LEASE
214-369-7761

STOP

(2)

Looking East along
Front of Shopping Center



(3)

**Looking West along
Front of Shopping Center**



(4)

**Looking West along
Rear Property Line**



**Looking West along
Rear Property Line
(from alley side)**

(5)



Notice of Public Hearing

City Plan Commission • Richardson, Texas

An application has been received by the City of Richardson for a:

SPECIAL PERMIT

File No./Name: ZF 15-12 / Free Play, Incorporated
Property Owner: Jack Corman / J. Corman Family Limited Partnership #5
Applicant: Corey Shane Hyden / Free Play, Incorporated
Location: 1730 E. Belt Line Road (See map on reverse side)
Current Zoning: LR-M(2) Local Retail
Request: A request for approval of a Special Permit for an amusement arcade.

The City Plan Commission will consider this request at a public hearing on:

TUESDAY, JUNE 16, 2015
7:00 p.m.
City Council Chambers
Richardson City Hall, 411 W. Arapaho Road
Richardson, Texas

This notice has been sent to all owners of real property within 200 feet of the request; as such ownership appears on the last approved city tax roll.

Process for Public Input: A maximum of 15 minutes will be allocated to the applicant and to those in favor of the request for purposes of addressing the City Plan Commission. A maximum of 15 minutes will also be allocated to those in opposition to the request. Time required to respond to questions by the City Plan Commission is excluded from each 15 minute period.

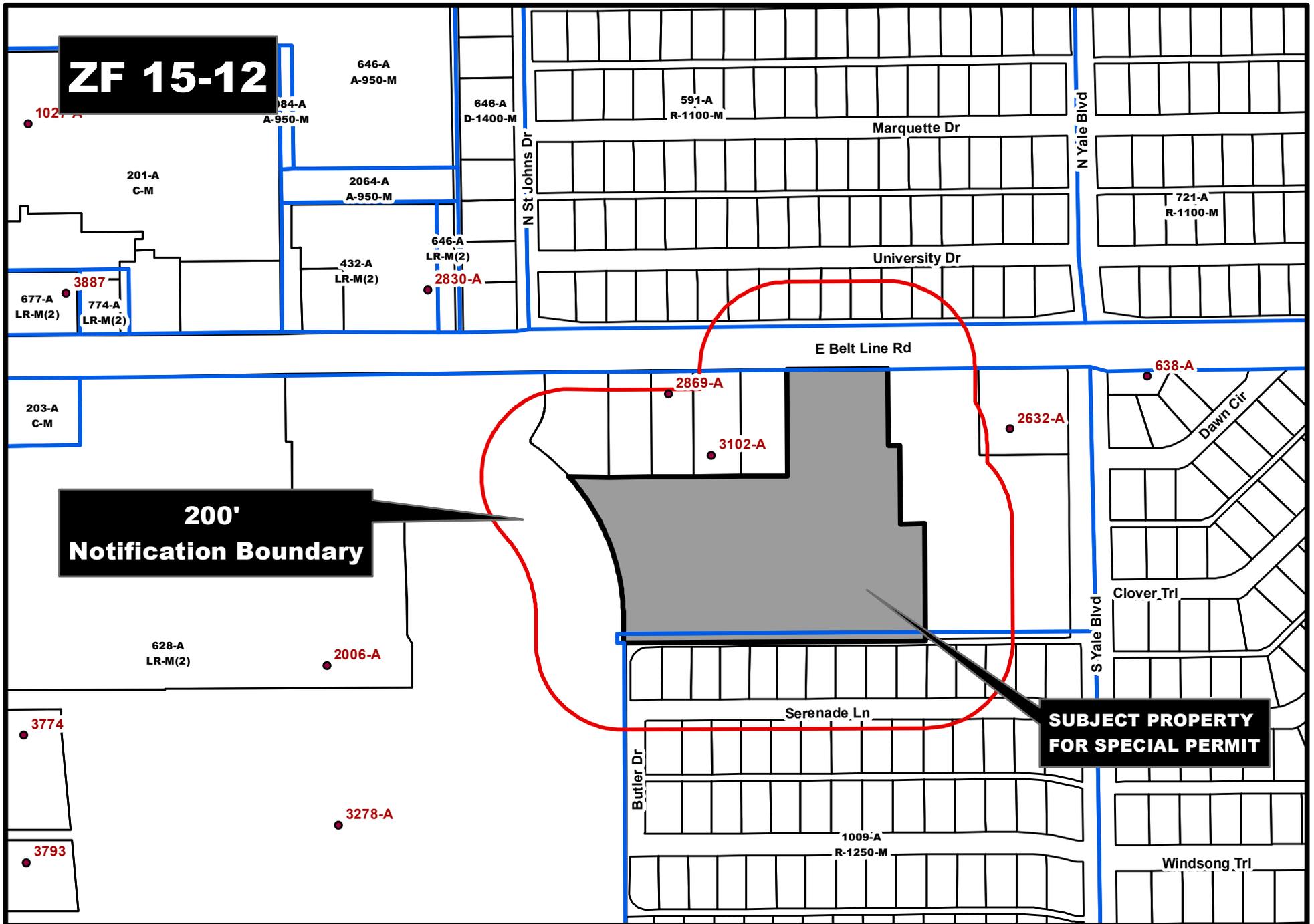
Persons who are unable to attend, but would like their views to be made a part of the public record, may send signed, written comments, referencing the file number above, prior to the date of the hearing to: Dept. of Development Services, PO Box 830309, Richardson, TX 75083.

The City Plan Commission may recommend approval of the request as presented, recommend approval with additional conditions or recommend denial. Final approval of this application requires action by the City Council.

Agenda: The City Plan Commission agenda for this meeting will be posted on the City of Richardson website the Saturday before the public hearing. For a copy of the agenda, please go to: <http://www.cor.net/index.aspx?page=1331>.

For additional information, please contact the Dept. of Development Services at 972-744-4240 and reference Zoning File number ZF 15-12.

Date Posted and Mailed: 06/05/2015



ZF 15-12 Notification Map

Updated By: shacklett, Update Date: June 1, 2015
 File: DSI\Mapping\Cases\Z\2015\ZF1512\ZF1512 notification.mxd

This product is for informational purposes and may not have been prepared for or be suitable for legal, engineering, or surveying purposes. It does not represent an on-the-ground survey and represents only the approximate relative location of property boundaries.



RODRIGUEZ OSCAR
1626 UNIVERSITY DR
RICHARDSON, TX 75081-3817

MILLS BILLY V
1624 UNIVERSITY DR
RICHARDSON, TX 75081-3817

LIN MANDY
1622 UNIVERSITY DR
RICHARDSON, TX 75081-3817

PARKER TIMOTHY WAYNE
1620 UNIVERSITY DR
RICHARDSON, TX 75081-3817

BRADY JERRY T
1618 UNIVERSITY DR
RICHARDSON, TX 75081-3817

GILANI ALLISON P
1616 UNIVERSITY DR
RICHARDSON, TX 75081-3817

HILL DAN JOHN & DOROTHY
A LIVING TRUST
1614 UNIVERSITY DR
RICHARDSON, TX 75081-3817

KING LEWILBURNE MAURICE
1612 UNIVERSITY DR
RICHARDSON, TX 75081-3817

SANDS BILLY MARK
1610 UNIVERSITY DR
RICHARDSON, TX 75081-3817

LAKEVIEW PARKWAY CROSSING
1101 KING MARK DR
THE COLONY, TX 75056-5785

CORMAN J FAMILY LTD PS #5
7405 HUGHES DR
PLANO, TX 75024-3446

NGUYEN KIM TRANG
1709 SERENA LN
RICHARDSON, TX 75081-4626

TRINH TIEN N & THU N
1707 SERENA LN
RICHARDSON, TX 75081-4626

WOODALL ALISHA N
1705 SERENA LN
RICHARDSON, TX 75081-4626

LOPEZ MARIO E & SILVIA S
1703 SERENA LN
RICHARDSON, TX 75081-4626

BRUMFIELD DAVID & CAROL
1701 SERENA LN
RICHARDSON, TX 75081-4626

CHAMBERS RAYBON C
1615 SERENA LN
RICHARDSON, TX 75081-4624

YUNG LEE
1613 SERENA LN
RICHARDSON, TX 75081-4624

MIYAGI KAZUAKI & WINIFRED LIAO
1611 SERENA LN
RICHARDSON, TX 75081-4624

SAMPATH TEJASWINI S
110 EDGEMERE CT
PLANO, TX 75094-4221

TOPE DONALD W & COLLEEN M
1607 SERENA LN
RICHARDSON, TX 75081-4624

VALADEZ MIGUEL
1605 SERENA LN
RICHARDSON, TX 75081-4624

BULUT EYUPHAN
1603 SERENA LN
RICHARDSON, TX 75081-4624

BOUCHER BRIAN MICHAEL
MELISSA KAY
1601 SERENA LN
RICHARDSON, TX 75081-4624

WILLIAMS RODNEY M
1706 SERENA LN
RICHARDSON, TX 75081-4625

PATTERSON BRIAN D & AMY L
1704 SERENA LN
RICHARDSON, TX 75081-4625

YOUNG TERENCE CHI TAI &
CHRISTINA CHIA-JU
1702 SERENA LN
RICHARDSON, TX 75081-4625

FLEMING ERICA
1700 SERENA LN
RICHARDSON, TX 75081-4625

SMITH JAMES EDWARD & MARY LOU
1612 SERENA LN
RICHARDSON, TX 75081-4623

GRAY CAROL LEE
1610 SERENA LN
RICHARDSON, TX 75081-4623

DUNNAHOE LANA J
1608 SERENADE LN
RICHARDSON, TX 75081-4623

WILSON DONNA C & MICHAEL G
1606 SERENADE LN
RICHARDSON, TX 75081-4623

YEH FRANK LIN & MEINA LIN YEH
3431 ASBURY ST
DALLAS, TX 75205-1844

ROACH DONALD P & ETAL
1602 SERENADE LN
RICHARDSON, TX 75081-4623

GUARRAIA THOMAS J & COLLEEN M
1600 SERENADE LN
RICHARDSON, TX 75081-4623

CORMAN J FAMILY LTD PS #5
10830 N CENTRAL EXPY
DALLAS, TX 75231-1050

CORMAN J FAMILY LTD PS #5
PARK CITIES
P O BOX 2300 BTC 3 SOUTH
TULSA, OK 74192-0001

CORMAN J FAMILY LTD PS #5
PIZZA HUT #744119
PO BOX 35370
LOUISVILLE, KY 40232-5370

CORMAN J FAMILY LTD PS #5
17890 BLANCO RD # 401
HOLLYWOOD PARK, TX 78232-1031

CORMAN J FAMILY LTD PS #5
% TBC TAX #002586
PO BOX 35370
LOUISVILLE, KY 40232-5370

CORMAN J FAMILY LTD PS #5
% ARBY'S REST
1155 PERIMETER CTR
ATLANTA, GA 30338-5463

RICHARDSON SQUARE LLC
225 W WASHINGTON ST
INDIANAPOLIS, IN 46204-3435

CORMAN J FAMILY LTD PS #5
17890 BLANCO RD STE 401
SAN ANTONIO, TEXAS 78232-1031

SAMPATH TEJASWINI S
1609 SERENADE LN
RICHARDSON, TX 75081-4623

LAKEVIEW PARKWAY CROSSING LLC
1101 KING MARK DR
LEWISVILLE, TEXAS 75056-5785

**COREY SHANE HYDEN
FREE PLAY, INCORPORATED
801 ALPHA DRIVE, SUITE 109
RICHARDSON, TEXAS 75081**

**JACK CORMAN
J. CORMAN FAMILY LTD #5
10830 N. CENTRAL EXPWY
DALLAS, TEXAS 75231**

**ZF 15-12
Notification List**

June 11, 2015

Dept. of Development Services
P.O. Box 830309
Richardson, TX 75083

RE: ZF 15-12

Sirs:

Please deny a Special Permit request for and amusement arcade in the retail center at Beltline and Yale. I am very much opposed to this concept for that area. We have an elementary school and high school within close proximity of that location and do not want to encourage children from the surrounding neighborhoods hanging out there.

Sincerely,



Mrs. Dean Walden
1633 Villanova Drive
Richardson, TX 75081

RECEIVED
JUN 15 2015
DEVELOPMENT SERVICES

June 12, 2015

City of Richardson
Department of Development Services
P.O. Box 830309
Richardson, TX 75083

RE: ZF 15-12

I am writing to express my disapproval of the Special Permit request for an amusement arcade to be placed in the retail center at Beltline and Yale. It is my understanding that you will be discussing this request on Tuesday, June 16.

Recently, the City of Richardson has shown thoughtful direction in choosing which businesses may make Richardson their home. I'm thinking specifically of State Farm, Raytheon and Whole Foods in the Renner Road area. The increased sale prices for Richardson homes reflect these excellent choices. As a homeowner in the Duck Creek area of Richardson, I say "thank you!"

When considering this Special Permit request for an amusement arcade, please take a moment and think how this will affect the desirability of the neighborhood for prospective families and businesses. Also, it is my understanding that the arcade plans to serve alcohol. The shopping center currently has Callisto, Nico's and another bar whose name I can't recall. Three places serving alcohol in one small shopping strip is certainly adequate without the addition of another.

Please decline the Special Permit request.

Thank you for your consideration,



Diane Kuhn
223 Syracuse Place
Richardson, TX 75081
214-450-9050
diane_kuhn@att.net

To: Development Services

Regarding ZF15-12

Good People:

I have strong reservations about the quality of the proposed arcade center in the strip shopping center located at Beltline and Yale.

I understand it will serve alcohol and food at the site as well as having some kind of food services.

There had been, at one time a Chuckie Cheese located just west of Plano road and Beltline. The C. C. was located behind McDonalds. The C.C. closed. The C. C. may have also served alcohol along with food. The C.C had numerous games.

I do not recommend the approval of the rezoning application. If it is appoved hopefully another building will not be built. Maybe Callisto's can be bumped out. The Callisto's location seems to have the kiss of restaurant death. Callisto's is now a seedy bar.

The immediate neighborhood has been in decline. However some houses have been flipped and resold or rented. The flipping has been a good glimmer of hope. The booming real-estate market in the DFW area has helped.

It helps existing home owners and potential home owners to have access to quality family friendly retail and restaurant businesses. I think making that the retail space attractive at Beltline and Yale is essential. What kind of disposable income new home owners may have I have no idea. What is not needed is a business that has some kind of garish appearance and that will fail and a new empty building.

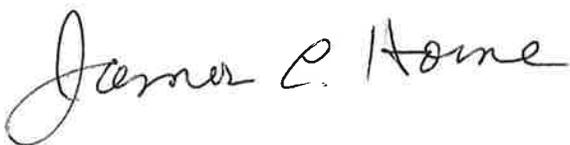
Thank You

James C. Horne

1812 University Drive

Richardson , Texas 75081

972-235-7791

A handwritten signature in cursive script that reads "James C. Horne". The signature is written in dark ink and is positioned below the typed contact information.

June 12, 2015

Department of Development Services

Richardson, Texas 75083

SUBJECT: ZF 15-12 ARCADE ON BELTLINE & YALE

Dear Sirs:

I am a resident of Richardson Texas ever since 1977, when my wife & I moved into a house we had built on Auburn Drive, just north of this shopping center. My wife & I have been here & have seen a Kroger Store on the corner replaced by a Tom Thumb Store to be replaced by a Dollar Store. All of this has seem to be a slow decline in the quality of Retail operations for this area. There is a High School within walking distance south of this location not to mention Elementary & Middle Schools directly north of the proposed location. An Arcade that serves "alcohol" doesn't seem to be a good idea in my opinion. We have seen our "Downtown Area" decline due to the questionable type of businesses & I would hate to see this deterioration continue into our neighborhood retail outlets.

I have no problem with the City's Development Dept. trying to bring in new businesses or retail outlets to our area but I really feel they need to be more "selective" in what they bring in or pursue to bring in.

Your consideration to discourage the Arcade with alcohol in our neighborhood will be appreciated by this "concerned Richardson Citizen of long standing".

Regards

John & Pam Milliken

1710 Auburn Drive

Richardson, Texas 75081

A handwritten signature in cursive script that reads "John Milliken". The signature is written in dark ink and is positioned to the right of the typed name and address.

Dept. of Development Services

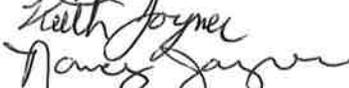
P.O. Box 830309

Richardson, TX 75083

This letter is in regard to the amusement arcade (file no./name: 080218907ZF15-12/Free Play, Incorporated) to be located at 1730 E. Belt Line Rd. We are owners of a home across Belt Line on University Dr. Our concern is twofold. First, kids from everywhere will be drawn to this and will likely cause problems in the shopping center. If this arcade is open late, it could cause a noise problem. Also and even more importantly, our property values will likely be adversely affected. Surely there are areas which are away from subdivisions that an amusement arcade could be located.

You have two (2) no votes for this amusement arcade at this location.

Sincerely,



Keith and Nancy Joyner

1631 University Dr.

Richardson

(972)699-8790

1813 Marquette Dr.
Richardson, TX 75081
June 12, 2015

Dept. of Development Services
P.O. Box 830309
Richardson, TX 75083

RE: ZF 15-12

We are absolutely opposed to your allowing an arcade with alcohol permits to be placed in the strip center at the southwest corner of Beltline and Yale. That center is currently in poor condition and already has a bar and other establishments that serve alcohol.

Establishment of the arcade will draw young people from outside the neighborhood and expose them (and the neighborhood) to alcohol and the problems that go with it.

Would you like this arcade in your neighborhood?

PLEASE DON'T ALLOW IT IN OURS!!!

We are very concerned,



Kenneth C. and Melissa Vauthier

Lydia M.V. Brandt
1606 University Drive
Richardson, TX 75081
June 12, 2015

Dept. of Development Services
P.O. Box 830309
Richardson, TX 75083

To Whom It May Concern:

I am writing to let the Dept. of Development Services know that I vote "no" for the amusement arcade, (file no./name: 080218907ZF15-12/Free Play, Incorporated) to be located at 1730 E. Belt Line Rd. I am a home owner of a home across Belt Line on University Dr. My concern and opposition are several. First, there is the noise and congestion that such a facility can cause. Second, an amusement arcade does not fit within the character and use of the property in my neighborhood, which is residential in nature. The businesses that surround the neighborhood provide necessary services to those of us who live in the neighborhood, such as banks, retail stores for grocery shopping and home supplies, or restaurants. An amusement arcade is an oddity and will likely adversely affect property values in the neighborhood, including that of my home. I am sure that there are other areas where this amusement arcade could be located.

You have my "no" vote for this amusement arcade at this location.

Sincerely,



Lydia M.V. Brandt

City of Richardson Planning and Zoning
Ref: ZF 15-12
June 12, 2015.

To whom it may concern:

I am writing this letter in opposition to the proposed Arcade/Bar that is being considered for the shopping center site at Beltline Road and Yale Boulevard. This type of business is not needed in an already blighted shopping center that has two bars currently in the strip. I do not believe that this is in keeping with the direction that Richardson desires. I have had an opportunity to look at other shopping centers in Richardson that were once old and disheveled and have seen how they were updated and now are shopping centers that Richardson can once again be proud of. I speak specifically of the Richardson Heights shopping center on the corner of US 75 and Beltline Rd. as well as the shopping center located on Lookout Dr. and Custer Rd. I have also seen the shopping center on the corner of Belt Line and Plano Rd. improve as well. I can see no improvement by allowing such establishments as the Arcade/Bar in this already dilapidated shopping center, which incidentally is also within walking distance of Berkner High School.

Please take into consideration that the surrounding neighborhoods have many children who need a safe place to grow and live. By allowing such establishments into this neighborhood, you will be negating the features and the ideals that Richardson has always stood for. In addition, please take a further look at this shopping center and uphold them to the same standards that are held for homeowners in Richardson. Please do not allow this type of business into this neighborhood.

Sincerely,

A handwritten signature in cursive script that reads "Samantha L. Slaight". The signature is written in black ink and is positioned above the printed name and address.

Samanthia L. Slaight
Duck Creek Neighborhood homeowner

June 12, 2015

Dept. of Development Services
Richardson, TX

Ref: Zoning Change ZF 15-12

We have learned that you are considering the above zoning change request for an Amusement Arcade, that wishes to serve alcohol.

We have lived at 1600 University Dr. since 1973 and are very much opposed to this type of business being located at Beltline and Yale in the strip mall area. You must know that there is already a tavern/bar, Callisto, just west of the proposed arcade in the same area.

Callisto is located approx. one hundred yards south of our home and we have been disturbed by loud music from there at times. Why the City allowed this bar at this location is puzzling. Another business of this type in the strip mall would not improve the quality of life for Duck Creek residence and surrounding neighborhoods.

An arcade will attract large groups of teenagers, who do not mix well with alcohol. We do not want this in our neighborhood.

Thank you for considering our interest.



Sid and Carolyn Kelley
1600 University Dr.
Richardson, TX 75081

Reference: ZF 15-12

Dear Sir,

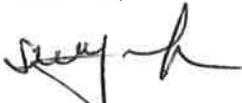
My name is Steve York. My address is 1803 Auburn Drive, Richardson, Tx. 75081.

In reference to the proposed arcade, (ZF 15-12), I am TOTALLY AGAINST IT. We do not need more transients in our neighborhood and we especially do not need one that will serve alcohol.

I moved myself and my family into the Duck Creek neighborhood for the superior schools, the kinder atmosphere and terrific city government. Please heed my notice and that of ALL OF THE RESIDENTS that again, WE DO NOT WANT NOR WILL WE SUPPORT THIS ARCADE AND ALCOHOL BUSINESS.

If you continue on this course of action, I will and must protest at the council meeting next week and believe me, our neighborhood association remembers and votes in all local elections.

Thank You,



Steve York

972 765-5187

P.S. Please do not let this note reflect the fact that we all appreciate your time and effort that you un-selfishly give of yourselves in the betterment of our community.

This is in regard to an arcade of some sort going in at the shopping center at Yale and Belt Line in Richardson. **ZF 15-12**

I'm strongly OPPOSED to this arcade AND the selling of alcohol at this establishment.

I live just down the street in Duck Creek and I don't think this is an appropriate "retail" store for this area.

Terri Minor
1705 Hanover Dr.
Richardson, TX. 75081

June 12, 2015

To those making decisions on ZF 15-12:

As a resident of Duck Creek, I am asking you to very carefully reconsider allowing this arcade. Games for children might be ok, as long as it's not open late at night. But alcohol is not needed or necessary. There are already many accidents along Bettine Road, particularly at Yule.

Please do not allow alcohol to be added to this Shopping Strip and please make sure if an arcade is allowed that it is Family Friendly!

Thank you,

Tommy and Debbie Collins
N. Spring Creek Drive
Duck Creek, South East

220 Amherst Ave.
Richardson, TX 75081

13 June 2015

Department of Development Services
PO Box 830309
Richardson, TX 75083

Re: Fie 2F 15-12 = Amusement Arcade

I dislike the possibility of an arcade being added to the retail area at Belt Line and Yale. Without a bar, the arcade is a child magnet and with a bar it will present an attraction for a criminal element unwanted in our area. The additional crowds of boisterous citizens will be a distraction for the local stores.

Please give this permit request a rejection with prejudice.

Sincerely,

A handwritten signature in cursive script that reads "Byron Byars". The signature is fluid and somewhat stylized, with the first and last letters of the first and last names being prominent.

Byron Byars

June 13, 2015

Department of Development Services
Re: CPC meeting 6/16/15
P.O. Box 830309
Richardson, TX 75083

RE: ZF 15-12 / Free Play, Incorporated

To Whom It May Concern:

On June 16, 2015, the City Plan Commission will hold a meeting and they will vote to allow a Special Permit for an amusement arcade to be placed in the retail center at the corner of Beltline and Yale.

As a homeowner and resident of Duck Creek I am opposed to this Special Permit for several reasons. I believe that the Special Permit will have a significant impact on the character and quality, not only of our neighborhood, but of the City of Richardson as a whole.

This particular retail shopping center is already an eye sore, it is not well maintained or lit and presently contains two establishments that serve alcohol. It appears this arcade will not only serve alcohol but it will allow minors. Not typically a good combination. An establishment like this will create crime, noise and other nuisances in the neighborhood and should be rejected.

Regards,



Meredith Martin
2104 Goldenrod Drive
Richardson, TX 75081

RECEIVED
JUN 18 2015
DEVELOPMENT SERVICES

June 13, 2015

Department of Development Services
PO Box 830309
Richardson, TX 75083

Subject: File ZF 15-12 – Amusement Arcade

I have just learned that a Special Permit Request for an amusement arcade to be put in the retail center at Beltline and Yale is on the City Planning Commission's agenda for Tuesday, June 16.

This addition affects property owners and businesses in the general area. It is my concern that the arcade will attract many unsupervised children/kids from surrounding neighborhoods wandering/hanging around the area with nothing to do. In addition I understand that alcohol will be served. The shopping center already has one bar.

Some of my major concerns are:

1. How will this area be protected from people loitering around the arcade?
2. How will stores be protected from the additional noise and possible increase in crime?
3. Will this provide a meeting place for "gang" members?
4. Should problems arise, will our police department have adequate help to insure the safety of its staff, citizens and shoppers?
5. With the location of Berkner High School nearby, will this arcade present additional problems with student truancy?

As a teacher and parent, I know it is hard for young people to avoid amusement arcades. As a resident of East Richardson for 40 years, I feel that another location should be found for this type of business.

Sincerely yours,



Pat Byars
220 Amherst Drive
Richardson, TX 75081

To Whom it MAY concern: ZF15-12

I Am against the request of a special permit for an Amusement Arcade. I think this kind of business attracts the wrong kind of people & creates noise for people that live behind this kind of business.

Sincerely

Lana J. Dunnahoe
homeowner since
1977 at 1608 Serenade
LANE



To: Chris Shacklett/CH/Cor@Cor,
Cc:
Bcc:
Subject: Fw: Zoning Change Belt Line & Yale
From: Michael Spicer/CH/Cor - Tuesday 06/16/2015 08:40 AM

From: "Linda Jensen" <lajensen09@gmail.com>
Date: June 14, 2015 at 10:52:11 PM CDT
To: bob.townsend@cor.gov
Subject: Zoning Change Belt Line & Yale

Mr. Townsend,

I am so disturbed to hear that we could end up with a amusement arcade in the strip center next door to where we have lived since 1985. We have seen the center deteriorate over the past thirty years that we have lived here on the East side of Richardson. I don't think I ever remember seeing a decent parking lot in that strip center. What can I do to protest such a consideration by the City Council Monday night, as I cannot attend the meeting. I appreciate your assistance, and I hope that you are not voting in favor of such a business going in there.

Thank you,
Linda A. Jensen
1814 Clover Trail
75081



To: Chris Shacklett/CH/Cor@Cor,
Cc:
Bcc:
Subject: Fw: Arcade business
From: Taylor Paton/CH/Cor - Monday 06/22/2015 01:52 PM

From: "Debbie Sullins" <debbie.sullins@gmail.com>

Date: June 17, 2015 at 3:16:14 PM CDT

To: paul.voelker@cor.gov, Mark.Solomon@cor.gov,
bob.townsend@cor.gov, scott.dunn@cor.gov,
mabel.simpson@cor.gov, marta.frey@cor.gov,
steve.mitchell@cor.gov

Subject: Arcade business

Mr. Voelker,

This business does not sound attractive to me at all. First of all, I don't appreciate alcohol being served. And the idea of selling the arcade games sounds crazy to me. (Sounds like an E-bay business!) I don't think that would be a business that would stay in the area very long. I know this area is kind of going downhill and we need the taxes they would pay to the city, but is there not something of a better class to go in at that address?

I'm very concerned,
Debbie Sullins
1902 Hanover Dr



Richardson 0.9E6.gif



To: Chris Shacklett/CH/Cor@Cor, Michael Spicer/CH/Cor@Cor,
Cc:
Bcc:
Subject: Fw: Arcade Permit
From: Taylor Paton/CH/Cor - Thursday 07/02/2015 10:06 AM

To: paul.voelker@cor.gov, "Mark Solomon"@cor.gov, bob.townsend@cor.gov, scott.dunn@cor.gov, "mabel simpson"@cor.gov, marta.frey@cor.gov, steve.mitchell@cor.gov
From: Millie Walden <mfwalden@swbell.net>
Date: 07/02/2015 09:38AM
Subject: Arcade Permit

Please deny a Special Permit request for an amusement arcade business in the retail center at Beltline and Yale. I am very much opposed to this concept of a business which hopes to sell and store gaming machines in that location..

We are a family oriented neighborhood and have no desire to promote any area of gaming activities. We encourage the proper upbringing of our children at a nearby grade school, middle school, and high school.

I am requesting a NO vote.

Thank you,

Mrs. Dean Walden.

1633 Villanova Drive.

RESOLUTION NO. 15-22

A RESOLUTION OF THE CITY COUNCIL OF THE CITY OF RICHARDSON, TEXAS, APPOINTING BRUCE ARFSTEN TO THE AGGREGATED POSITION OF REPRESENTATIVE; AND STEVE MITCHELL AS ALTERNATE TO THE AGGREGATED POSITION OF REPRESENTATIVE TO THE REGIONAL TRANSPORTATION COUNCIL OF THE NORTH CENTRAL TEXAS COUNCIL OF GOVERNMENTS, WHICH FRACTIONAL ALLOCATION MEMBERSHIP IS SHARED WITH THE TOWN OF ADDISON; AND PROVIDING AN EFFECTIVE DATE.

WHEREAS, regional transportation planning and improved mobility are goals of the City of Richardson; and

WHEREAS, the City of Richardson desires to have a representative on the Regional Transportation Council.

NOW, THEREFORE, BE IT RESOLVED BY THE CITY COUNCIL OF THE CITY OF RICHARDSON, TEXAS:

SECTION 1. That Bruce Arfsten, Council Member for the Town of Addison, is hereby appointed to the Regional Transportation Council of the North Central Texas Council of Governments.

SECTION 2. That Steve Mitchell, Council Member of the City of Richardson, is hereby appointed as Alternate to the Regional Transportation Council of the North Central Texas Council of Governments.

SECTION 3. This resolution shall become effective immediately from and after its passage.

DULY RESOLVED AND ADOPTED by the City Council of the City of Richardson, Texas, on this the 13th day of July 2015.

CITY OF RICHARDSON, TEXAS

MAYOR

APPROVED AS TO FORM:

ATTEST:

CITY ATTORNEY

CITY SECRETARY

ORDINANCE NO. 4123

AN ORDINANCE OF THE CITY OF RICHARDSON, TEXAS, AMENDING THE CODE OF ORDINANCES BY AMENDING CHAPTER 15, PARKS AND RECREATION, BY ADDING ARTICLE VI., PUBLIC ARTS PROGRAM; PROVIDING A REPEALING CLAUSE; PROVIDING A SEVERABILITY CLAUSE; AND PROVIDING FOR AN EFFECTIVE DATE.

WHEREAS, the City Council of the City of Richardson, Texas (the “City Council”), approved a Public Art Master Plan for the City of Richardson, Texas (the “City”) on March 23, 2015; and

WHEREAS, the Public Art Master Plan recommends that the City provide funding from City bond proceeds for artwork for parks and City facilities capital improvement projects; and

WHEREAS, the City Council has investigated and determined that it will be advantageous and beneficial to the City and its inhabitants, to establish the Richardson Public Arts Program for the purpose of, among other things, the promotion of the arts; and

WHEREAS, the City Council further recognizes the substantial economic benefits to be gained in the form of increased tourism through enhancement of public spaces and consequent retail activity throughout the City; and

WHEREAS, the City Council has further investigated and determined that the establishment of the Richardson Public Arts Program will promote and encourage public and private programs to further the development and awareness of, and interest in, the visual arts;

BE IT ORDAINED BY THE CITY COUNCIL OF THE CITY OF RICHARDSON, TEXAS:

SECTION 1. That the Code of Ordinances of the City of Richardson, Texas, be and the same is hereby amended by amending Chapter 15, “Parks and Recreation,” by adding Article VI., “Public Arts Program,” to read as follows:

“CHAPTER 15 – PARKS AND RECREATION

ARTICLE VI. – PUBLIC ARTS PROGRAM

Sec. 15-110. – Purpose.

The Public Arts Program is hereby established to, among other things, promote and encourage public and private art programs, to further the development and awareness of, and interest in, the visual arts, to create an enhanced visual environment for Richardson residents, to

commemorate Richardson's rich cultural and ethnic diversity, to integrate the work of artists into the development of Richardson's capital improvements and to promote tourism and economic vitality in Richardson through the artists design of public spaces.

Sec. 15-111. – Definitions.

The following words and phrase shall have the meaning assigned below unless the context clearly means otherwise:

Annual Public Art Workplan means a prioritized list, to be recommended by the Cultural Arts Commission, and approved by the City Council, of visual projects, including budgets and recommended design approaches, developed by the City Manager's Office in consultation with City departments anticipating capital improvement projects.

Artwork means an aesthetic creation of permanent or temporary medium or combination of media resulting from the skill and creativity of an artist or artists.

Bonds mean all general obligation bonds authorized and issued by the City.

City Capital Improvement Project means any permanent public improvement project paid for wholly or in part by monies appropriated by the City to construct, improve or renovate a building, a park or any portion thereof, within the City limits or under the jurisdiction of the City.

City Facility Project means a building or structure that helps provides basic services to citizens.

Demolition Costs mean payments for any work needed for the removal of a building or other existing structure from City property.

Equipment Costs mean payments for rolling stock, equipment or furnishing that is portable and of standard manufacture or that is installed as part of normal major maintenance, whether portable or affixed, that is custom designed or specially fabricated for a facility.

General Obligation Bond Proceeds mean proceeds from general obligation bonds payable from a pledge of all or part of any revenues, funds, or property taxes or any combination thereof. The term does not include proceeds of bonds authorized and issued by the City to refund or otherwise refinance other bonds.

Parks and Recreation Projects mean City facilities that are focused on providing enjoyment through physical activities or enjoying the outdoors.

Public Art Account means an account established for each capital improvement project by the City to receive monies appropriated to the public art program, provided that:

- (a) City bond proceeds to be used for the public art program must be maintained in the respective bond funds established in accordance with the City ordinance authorizing the issuance of the bonds; and
- (b) Monies from non-bond sources that are appropriated from a City fund to be used for the public art program must be maintained in a separate fund.

Public Art Collection means all City-owned artworks.

Real Property Acquisition Costs mean payments made for the purchase of parcels of land, right-of-way, any existing building, structure or improvement on the land, and costs incurred by the City for appraisals or negotiations in connection with the purchase.

Sec. 15-112. - Parks and Recreation and City Facility Projects.

- (a) Beginning October 1, 2015, funding for the Public Arts Program shall be accomplished by designating up to two percent (2%) of general obligation funding authorized and approved by the voters for city facility projects that help facilitate interaction with the public and parks and recreation projects for public art associated with these projects. This section shall not apply to any refunding bond proceeds.
- (b) The allocation of funds shall be calculated based on total construction costs, excluding demolition costs and real property acquisition. In addition, the allocation for the Public Arts Program will be calculated only on the original appropriation for design and construction services, excluding any subsequent amounts appropriated for amendments and change orders.
- (c) The public art financed with City bond proceeds shall be established in the fiscal year in which the bonds are sold. The use of amounts allocated for artists' services and artwork in accordance with this section must be consistent with any voted proposition approved by the voters of the City and any ordinance adopted by the City Council authorizing the issuance of bonds.
- (d) Public Arts Program funding shall be used for artist fees and costs related to the production and installation of artwork. Artwork must be of a permanent nature and may be integral to the architecture or incorporated into the City's capital improvement project. Funds shall not be used for professional graphics, mass produced work or work not approved by a Cultural Arts Commission recommended artist.
- (e) Monies allocated as part of one project, but not deemed necessary by the City Council in total or in part of the project, may be expended on other projects approved under the annual Public Art Workplan; provided that proceeds from bonds issued and authorized for a particular use or purpose shall not be used or diverted for a different use or purpose.
- (f) Allocation for art shall be made through the approval of the Annual Public Art Workplan as submitted in the City annual budget. The Annual Public Art Workplan shall show the funding from capital or any other funds and identify appropriate project(s) to be pursued

for the ensuing fiscal year, with recommended funding levels by project of not more than two percent (2%). Any funds not expended at the conclusion of the fiscal year will rollover into the following year.

- (g) Amounts allocated pursuant to this section shall be established by the City Manager, or designee, within each applicable capital improvement project fund. Contributions to the Public Art Program from private sources shall be accounted for in accordance with any donor conditions within the instrument of conveyance. Disbursements for public art must be made in accordance with the Public Arts Workplan and this Article.
- (h) In developing the capital improvement program for bond-financed capital improvement projects, the City manager may recommend that the City Council exclude certain bond-financed capital improvement projects from the application of this Article.
- (i) When the city is not the sole funding entity, the art allocation shall apply only to the City's portion of the project cost, though all project partners are encouraged to participate.

SECTION 2. That all provisions of the ordinances of the City of Richardson in conflict with the provisions of this Ordinance be, and the same are hereby, repealed, and all other provisions of the ordinances of the City of Richardson not in conflict with the provisions of this Ordinance shall remain in full force and effect.

SECTION 3. That should any sentence, paragraph, subdivision, clause, phrase or section of this Ordinance be adjudged or held to be unconstitutional, illegal or invalid, the same shall not affect the validity of this Ordinance as a whole, or any part or provision thereof other than the part so decided to be invalid, illegal or unconstitutional, and shall not affect the validity of the Code of Ordinances as a whole.

SECTION 4. That this Ordinance shall take effect immediately from and after its passage as the law and charter in such cases provide.

DULY PASSED by the City Council of the City of Richardson, Texas, on the 13th day of July 2015.

APPROVED:

MAYOR

CORRECTLY ENROLLED:

CITY SECRETARY

APPROVED AS TO FORM:

CITY ATTORNEY
(PGS: 7-6-15:TM 71589)

ORDINANCE NO. 4124

AN ORDINANCE OF THE CITY OF RICHARDSON, TEXAS, AUTHORIZING THE CITY MANAGER ON BEHALF OF THE CITY TO JOIN IN AND CONSENT TO A TERMINATION OF RECIPROCAL EASEMENT AGREEMENT ATTACHED HERETO AS EXHIBIT “A”; PROVIDING A REPEALING CLAUSE; PROVIDING A SEVERABILITY CLAUSE; AND PROVIDING AN EFFECTIVE DATE.

WHEREAS, Crescent Real Estate Equities Limited Partnership and Crescent Real Estate Funding VIII, L.P. entered into that certain Reciprocal Easement Agreement (the “Easement Agreement”) dated December 5, 2000, and recorded on July 27, 2001, in Volume 4969, Page 769, Official Public Records of Collin County, Texas, with respect to the Plat of Palisades Central, Lots 4A, 5, 6, and 7, Block A, an Addition to the City of Richardson, Texas, according to the plat thereof filed in Volume 2001015, Page 4931, Real Property Records, Dallas County, Texas, and Cabinet M, Pages 418 and 419, Plat Records, Collin County, Texas (the “Property”); and

WHEREAS, the Easement Agreement granted the City of Richardson certain rights regarding the construction and maintenance of certain common area features, specifically, a water feature, to be developed on the Property; and

WHEREAS, subsequent approval of revised development regulations and plans for the Property have made the Easement Agreement and the rights granted to the City therein no longer necessary in so far as the previously contemplated common area features are no longer required to be constructed; and

WHEREAS, the current owner of the Property has requested that the City consent to the termination of the Easement Agreement; and

WHEREAS, the City Council of the City of Richardson, Texas, finds it to be in the public interest to grant the request; **NOW, THEREFORE**,

BE IT ORDAINED BY THE CITY COUNCIL OF THE CITY OF RICHARDSON, TEXAS:

SECTION 1. That the City Manager is hereby authorized on behalf of the City of Richardson, Texas, to join in and consent to the Termination of Reciprocal Easement Agreement substantially in the form attached as Exhibit “A”, and to take such other actions as are necessary and reasonable in consultation with the City Attorney in regard to such action.

SECTION 2. That all provisions of the ordinances of the City of Richardson in conflict with the provisions of this ordinance be, and the same are hereby, repealed, and all other provisions of the ordinances of the City of Richardson not in conflict with the provisions of this ordinance shall remain in full force and effect.

SECTION 3. That should any sentence, paragraph, subdivision, clause, phrase or section of this ordinance be adjudged or held to be unconstitutional, illegal or invalid, the same shall not affect the validity of this ordinance as a whole, or any part or provision thereof other than the part so decided to be invalid, illegal or unconstitutional.

SECTION 4. This ordinance shall take effect immediately from and after its passage as the law and charter in such cases provide.

DULY PASSED by the City Council of the City of Richardson, Texas, on this the 13th day of July 2015.

CITY OF RICHARDSON, TEXAS

MAYOR

APPROVED AS TO FORM:

CORRECTLY ENROLLED:

CITY ATTORNEY

(PGS:7/9/15:TM 72137)

CITY SECRETARY

Exhibit "A"
Termination of Reciprocal Easement Agreement

RECORDING REQUESTED BY
AND WHEN RECORDED MAIL TO:

Sheppard, Mullin, Richter & Hampton LLP
650 Town Center Drive, 4th Floor
Costa Mesa, California 92626
Attn: Scott A. Morehouse, Esq.

THIS SPACE ABOVE FOR RECORDER'S USE

TERMINATION OF RECIPROCAL EASEMENT AGREEMENT

This Termination of Reciprocal Easement Agreement (this "**Termination**") is executed as of May __, 2015 (the "**Effective Date**"), by and among JP-Palisades I, LLC, a Texas limited liability company ("**Palisades I**"), JP-Palisades II, LLC, a Texas limited liability company ("**Palisades II**"), JP-Palisades III, LLC, a Texas limited liability company ("**Palisades III**"), JP-Palisades IV, LLC, a Texas limited liability company ("**Palisades IV**", and collectively with Palisades I, Palisades II and Palisades III, the "**Owners**"), with respect to the following facts and circumstances:

A. WHEREAS, Crescent Real Estate Equities Limited Partnership, a Delaware limited partnership, and Crescent Real Estate Funding VIII, L.P., a Delaware limited partnership, entered into that certain Reciprocal Easement Agreement (the "**Easement Agreement**") dated December 5, 2000 and recorded in the Official Records of Collin County, Texas (the "**Official Records**") on July 27, 2001 in Volume 4969, Page 769, with respect to certain real property more particularly described in the Easement Agreement (the "**Property**").

B. WHEREAS, the Owners are the current owners of all of the Property, as more particularly described on Exhibit A attached hereto and made a part hereof.

C. WHEREAS, pursuant to Section 3.1 of the Easement Agreement, the Easement Agreement may be terminated by the written agreement of all of the then current owners of the Property and their mortgagees; and

D. WHEREAS, the Owners, constituting all of the owners of the Property, desire to terminate the Easement Agreement and to execute and record this Termination to memorialize such termination.

NOW, THEREFORE, the parties hereto agree as follows:

The recitals set forth above are hereby incorporated by reference.

The Owners hereby agree that, as of the Effective Date, the Easement Agreement is hereby terminated pursuant to the terms of Section 3.1 thereof and that, as of the Effective Date, the Easement Agreement shall be of no further force or effect.

By executing the Consent and Joinder attached hereto, the City of Richardson, Texas hereby consents to the termination of the Easement Agreement pursuant to this Termination.

By executing the Consent and Joinder attached hereto, Wells Fargo Bank, National Association, the mortgagee of the portions of the Property owned by Palisades I and Palisades II and only mortgagee of the Property, hereby consents to the termination of the Easement Agreement pursuant to this Termination.

The parties agree to execute all such further agreements and documents as may be required to effectuate the transactions contemplated hereby.

(Signatures on following pages)

IN WITNESS WHEREOF, the parties have caused this Termination to be executed as of the date first above written.

PALISADES I:

JP-PALISADES I, LLC,
a Texas limited liability company

By: JP-KBS Richardson Acquisition I, LLC,
a Delaware limited liability company,
its Sole Member

By: JP-KBS Richardson Holdings, LLC,
a Delaware limited liability company,
its Sole Member

By: JP-Richardson, LLC,
a Delaware limited liability company,
its Managing Member

By: _____
Mark D. Jordan
Manager

STATE OF TEXAS)
COUNTY OF DALLAS)

BEFORE ME, the undersigned, a Notary Public in and for said County and State, on this day personally appeared Mark D. Jordan, known to me to be the person whose name is subscribed to the foregoing instrument, and acknowledged to me that he executed the same for the purposes and consideration therein expressed.

GIVEN, UNDER MY HAND SEAL OF OFFICE this the ____ day of _____, 2015.

Notary Public in and for the State of Texas

Printed Name

PALISADES II:

JP-PALISADES II, LLC,
a Texas limited liability company

By: JP-KBS Richardson Acquisition I, LLC,
a Delaware limited liability company,
its Sole Member

By: JP-KBS Richardson Holdings, LLC,
a Delaware limited liability company,
its Sole Member

By: JP-Richardson, LLC,
a Delaware limited liability company,
its Managing Member

By: _____
Mark D. Jordan
Manager

STATE OF TEXAS)
COUNTY OF DALLAS)

BEFORE ME, the undersigned, a Notary Public in and for said County and State, on this day personally appeared Mark D. Jordan, known to me to be the person whose name is subscribed to the foregoing instrument, and acknowledged to me that he executed the same for the purposes and consideration therein expressed.

GIVEN, UNDER MY HAND SEAL OF OFFICE this the ____ day of _____, 2015.

Notary Public in and for the State of Texas

Printed Name

PALISADES III:

JP-PALISADES III, LLC,
a Texas limited liability company

By: JP-KBS Richardson Holdings, LLC,
a Delaware limited liability company,
its Sole Member

By: JP-Richardson, LLC,
a Delaware limited liability company,
its Managing Member

By: _____
Mark D. Jordan
Manager

STATE OF TEXAS)
COUNTY OF DALLAS)

BEFORE ME, the undersigned, a Notary Public in and for said County and State, on this day personally appeared Mark D. Jordan, known to me to be the person whose name is subscribed to the foregoing instrument, and acknowledged to me that he executed the same for the purposes and consideration therein expressed.

GIVEN, UNDER MY HAND SEAL OF OFFICE this the ____ day of _____, 2015.

Notary Public in and for the State of Texas

Printed Name

PALISADES IV:

JP-PALISADES IV, LLC,
a Texas limited liability company

By: JP-KBS Richardson Holdings II, LLC,
a Delaware limited liability company,
its Sole Member

By: JP-PAL IV MM, LLC,
a Texas limited liability company,
its Managing Member

By: _____
Mark D. Jordan
Manager

STATE OF TEXAS)
COUNTY OF DALLAS)

BEFORE ME, the undersigned, a Notary Public in and for said County and State, on this day personally appeared Mark D. Jordan, known to me to be the person whose name is subscribed to the foregoing instrument, and acknowledged to me that he executed the same for the purposes and consideration therein expressed.

GIVEN, UNDER MY HAND SEAL OF OFFICE this the ____ day of _____, 2015.

Notary Public in and for the State of Texas

Printed Name

Consent and Joinder of City of Richardson, Texas

The undersigned, City of Richardson, Texas (the “City”), here by joins in the execution of this Termination of Reciprocal Easement Agreement to evidence its consent and agreement to the terms and provisions thereof, and to confirm and agree that any and all rights of the City pursuant to the Easement Agreement are hereby terminated and of no further force or effect. Upon the execution and delivery of this Consent and Joinder, the City shall, without further action, be a party to the Termination of Reciprocal Easement Agreement for all purposes thereof.

City of Richardson, Texas

By: _____
Its: _____

STATE OF TEXAS)
COUNTY OF DALLAS)

BEFORE ME, the undersigned, a Notary Public in and for said County and State, on this day personally appeared _____, known to me to be the person whose name is subscribed to the foregoing instrument, and acknowledged to me that he executed the same for the purposes and consideration therein expressed.

GIVEN, UNDER MY HAND SEAL OF OFFICE this the ____ day of _____, 2015.

Notary Public in and for the State of Texas

Printed Name

Consent and Joinder of Wells Fargo Bank

The undersigned, Wells Fargo Bank, National Association (“**Wells Fargo**”), here by joins in the execution of this Termination of Reciprocal Easement Agreement to evidence its consent and agreement to the terms and provisions thereof, and to confirm and agree that any and all rights of Wells Fargo pursuant to the Easement Agreement, as mortgagee of the portions of the Property owned by Palisades I and Palisades II, are hereby terminated and of no further force or effect. Upon the execution and delivery of this Consent and Joinder, Wells Fargo shall, without further action, be a party to the Termination of Reciprocal Easement Agreement for all purposes thereof.

Wells Fargo Bank, National Association,

By: _____
Its: _____

STATE OF TEXAS)
COUNTY OF DALLAS)

BEFORE ME, the undersigned, a Notary Public in and for said County and State, on this day personally appeared _____, known to me to be the person whose name is subscribed to the foregoing instrument, and acknowledged to me that he executed the same for the purposes and consideration therein expressed.

GIVEN, UNDER MY HAND SEAL OF OFFICE this the ____ day of _____, 2015.

Notary Public in and for the State of Texas

Printed Name

EXHIBIT A

Legal Description of the Property

(Attached)

Exhibit A-1

Legal Description of Palisades I Property

(Attached)

TRACT 1: (FEE SIMPLE)

BEING A TRACT OR PARCEL OF LAND SITUATED IN THE JOHN U. VANCE SURVEY, ABSTRACT NO. 1513, CITY OF RICHARDSON, COLLIN AND DALLAS COUNTY, TEXAS, BEING A PART OF LOT 1, BLOCK A, OF SECOND REPLAT PALISADES CENTRAL, AN ADDITION TO THE CITY OF RICHARDSON, DALLAS AND COLLIN COUNTIES, TEXAS, ACCORDING TO THE PLAT RECORDED IN VOLUME 85164, PAGE 2204, DEED RECORDS, DALLAS COUNTY, TEXAS, AND CABINET F, SLIDES 268-269, PLAT RECORDS, COLLIN COUNTY, TEXAS, AS COVEYED TO JP-PALISADES I, LLC BY DEED RECORDED IN INSTRUMENT NO. 201100307789, OFFICIAL PUBLIC RECORDS, DALLAS COUNTY, TEXAS, AND BEING MORE PARTICULARLY DESCRIBED AS FOLLOWS:

BEGINNING AT A CHISELED "X" SET IN CONCRETE FOR CORNER AT THE INTERSECTION OF THE NORTHWEST LINE OF U.S. HIGHWAY NO. 75 (VARIABLE WIDTH RIGHT-OF-WAY) AND THE NORTH LINE OF PALISADES BOULEVARD (60.0 FOOT RIGHT-OF-WAY), SAID ROD BEING AT THE BEGINNING OF A CURVE TO THE LEFT;

THENCE IN A NORTHWESTERLY DIRECTION ALONG THE NORTH LINE OF SAID PALISADES BOULEVARD AND ALONG SAID CURVE TO THE LEFT WHOSE CHORD BEARS NORTH 80°17'49" WEST A DISTANCE OF 130.93 FEET, HAVING A RADIUS OF 360.00 FEET, A CENTRAL ANGLE OF 20°57'14", AND AN ARC LENGTH OF 131.66 FEET TO A 1/2 INCH IRON ROD WITH YELLOW PLASTIC CAP STAMPED "RLG INC" SET FOR CORNER AT THE END OF SAID CURVE TO THE LEFT;

THENCE SOUTH 89°13'34" WEST ALONG THE NORTH LINE OF SAID PALISADES BOULEVARD A DISTANCE OF 597.99 FEET TO A CHISELED "X" SET IN CONCRETE FOR CORNER, SAID "X" BEING THE SOUTHEAST CORNER OF LOT 10, BLOCK A OF PALISADES CENTRAL, AN ADDITION TO THE CITY OF RICHARDSON ACCORDING TO THE PLAT RECORDED IN DOCUMENT NO. 200600353953, DEED RECORDS, DALLAS COUNTY, TEXAS AND BOOK 2006, PAGE 622, PLAT RECORDS, COLLIN COUNTY, TEXAS;

THENCE NORTH 00°46'26" WEST ALONG THE COMMON LINE BETWEEN SAID LOT 1 AND SAID LOT 10 FOR A DISTANCE OF 230.31 FEET TO A CHISELED "X" SET IN CONCRETE FOR CORNER AT THE BEGINNING OF A CURVE TO THE RIGHT;

THENCE IN A NORTHEASTERLY DIRECTION ALONG SAID COMMON LINE AND SAID CURVE TO THE RIGHT WHOSE CHORD BEARS NORTH 08°33'46" EAST A DISTANCE OF 81.12 FEET, HAVING A RADIUS OF 250.00 FEET, A CENTRAL ANGLE OF 18°40'24", AND AN ARC LENGTH OF 81.48 FEET TO A CHISELED "X" SET IN CONCRETE FOR CORNER AT THE END OF SAID CURVE TO THE RIGHT AND THE BEGINNING OF A NON-TANGENT CURVE TO THE LEFT, SAID "X" BEING THE MOST WESTERLY SOUTHWEST CORNER OF LOT 3, BLOCK A OF SAID SECOND REPLAT PALISADES CENTRAL;

THENCE IN A SOUTHEASTERLY DIRECTION ALONG THE COMMON LINE BETWEEN SAID LOTS 1 AND 3, AND ALONG SAID NON-TANGENT CURVE TO THE LEFT WHOSE CHORD BEARS SOUTH 76°05'49" EAST A DISTANCE OF 238.17 FEET, HAVING A RADIUS OF 470.00 FEET, A CENTRAL ANGLE OF 29°21'15", AND AN ARC LENGTH OF 240.79 FEET TO A 1/2 INCH IRON ROD WITH YELLOW PLASTIC CAP STAMPED "RLG INC" SET FOR CORNER AT THE END OF SAID NON-TANGENT CURVE TO THE LEFT;

THENCE NORTH 89°13'34" EAST ALONG SAID COMMON LINE A DISTANCE OF 20.44 FEET TO A 1/2 INCH IRON ROD WITH YELLOW PLASTIC CAP STAMPED "RLG INC" SET FOR CORNER AT THE BEGINNING OF A CURVE TO THE LEFT;

THENCE IN A NORTHEASTERLY DIRECTION ALONG SAID COMMON LINE AND SAID CURVE TO THE LEFT WHOSE CHORD BEARS NORTH 65°25'54" EAST A DISTANCE OF 282.42 FEET, HAVING A RADIUS OF 350.00 FEET, A CENTRAL ANGLE OF 47°35'20", AND AN ARC LENGTH OF 290.70 FEET TO A CHISELED "X" SET IN CONCRETE FOR CORNER AT THE END OF SAID CURVE TO THE LEFT AND THE BEGINNING OF A COMPOUND CURVE TO THE LEFT;

THENCE IN A NORTHEASTERLY DIRECTION ALONG SAID COMMON LINE AND SAID COMPOUND CURVE TO THE LEFT WHOSE CHORD BEARS NORTH 40°36'21" EAST A DISTANCE OF 41.39 FEET, HAVING A RADIUS OF 1150.00 FEET, A CENTRAL ANGLE OF 02°03'44", AND AN ARC LENGTH OF 41.39 FEET TO A 1/2 INCH IRON ROD WITH YELLOW PLASTIC CAP STAMPED "RLG INC" SET FOR CORNER AT THE SOUTHWEST CORNER OF LOT 2, BLOCK A OF SAID SECOND REPLAT PALISADES CENTRAL;

THENCE NORTH 89°13'34" EAST ALONG THE COMMON LINE BETWEEN SAID LOT 2 AND SAID LOT 1, A DISTANCE OF 335.40 FEET TO A 1/2 INCH IRON ROD WITH YELLOW PLASTIC CAP STAMPED "RLG INC" SET FOR CORNER IN THE NORTHWEST LINE OF SAID U.S. HIGHWAY NO. 75, SAID ROD BEING IN A NON-TANGENT CURVE TO THE RIGHT;

THENCE IN A SOUTHWESTERLY DIRECTION ALONG THE NORTHWEST LINE OF SAID U.S. HIGHWAY NO. 75 AND SAID NON-TANGENT CURVE TO THE RIGHT WHOSE CHORD BEARS SOUTH 19°26'58" WEST A DISTANCE OF 142.18 FEET, HAVING A RADIUS OF 5574.65 FEET, A CENTRAL ANGLE OF 01°27'41", AND AN ARC LENGTH OF 142.19 FEET TO A 1/2 INCH IRON ROD WITH YELLOW PLASTIC CAP STAMPED "RLG INC" SET FOR CORNER AT THE END OF SAID NON-TANGENT CURVE TO THE RIGHT;

THENCE SOUTH 20°10'49" WEST ALONG THE NORTHWEST LINE OF SAID U.S. HIGHWAY NO. 75 A DISTANCE OF 305.60 FEET TO THE POINT OF BEGINNING, AND CONTAINING 259,414 SQUARE FEET OR 5.9553 ACRES OF LAND, MORE OR LESS.

NOTE: COMPANY DOES NOT REPRESENT THAT THE ABOVE ACREAGE AND/OR SQUARE FOOTAGE CALCULATIONS ARE CORRECT.

TRACT 2: (EASEMENT ESTATE)

BEING A NON EXCLUSIVE EASEMENT FOR VEHICULAR AND PEDESTRIAN INGRESS, EGRESS AND REGRESS OVER, ACROSS, THROUGH AND ALONG PRIVATE ROADS DESCRIBED IN RECIPROCAL EASEMENT AGREEMENT BETWEEN CARTER CROWLEY PROPERTIES, INC.,

A TEXAS CORPORATION AND HOME INTERIORS & GIFTS, INC., A TEXAS CORPORATION, DATED OCTOBER 15, 1993, FILED NOVEMBER 5, 1993, RECORDED IN/UNDER VOLUME 93217, PAGE 3015 OF THE REAL PROPERTY RECORDS OF DALLAS COUNTY, TEXAS (ALSO RECORDED IN/UNDER CLERK'S NO. 93-0097019 OF THE REAL PROPERTY RECORDS OF COLLIN COUNTY, TEXAS). SAID PRIVATE ROADS ARE SHOWN AS ROADS A, B, C, E AND F ON PLATS RECORDED IN VOLUME 85054, PAGE 4060, MAP RECORDS OF DALLAS COUNTY, TEXAS AND VOLUME E, PAGES 8 AND 9, MAP RECORDS OF COLLIN COUNTY, TEXAS, SAVE AND EXCEPT THOSE PORTIONS THEREOF ABANDONED BY REPLAT RECORDED IN VOLUME 2001015, PAGE 4931 OF THE MAP RECORDS OF DALLAS COUNTY, TEXAS, AND RECORDED IN VOLUME M, PAGE 418 OF THE MAP RECORDS OF COLLIN COUNTY, TEXAS.

TOGETHER WITH EASEMENT ESTATE CREATED BY DOCUMENT IN/UNDER VOLUME 2001146, PAGE 02107 OF THE REAL PROPERTY RECORDS OF DALLAS COUNTY, TEXAS; ALSO RECORDED IN VOLUME 4969, PAGE 769, REAL PROPERTY RECORDS, COLLIN COUNTY, TEXAS.

Exhibit A-2

Legal Description of Palisades II Property

(Attached)

BEING A TRACT OR PARCEL OF LAND SITUATED IN THE JOHN U. VANCE SURVEY, ABSTRACT NO. 942 AND THE JOHN U. VANCE SURVEY, ABSTRACT NO. 1513, CITY OF RICHARDSON, COLLIN AND DALLAS COUNTY, TEXAS, BEING PART OF LOT 3, BLOCK A OF SECOND REPLAT PALISADES CENTRAL, AN ADDITION TO THE CITY OF RICHARDSON, DALLAS AND COLLIN COUNTIES, TEXAS, ACCORDING TO THE PLAT RECORDED IN VOLUME 85164, PAGE 2204, DEED RECORDS, DALLAS COUNTY, TEXAS, AND CABINET F, SLIDES 268-269, PLAT RECORDS, COLLIN COUNTY, TEXAS AS CONVEYED BY DEED RECORDED IN INSTRUMENT NO. 201100307790, OFFICIAL PUBLIC RECORDS, DALLAS COUNTY, TEXAS, AND BEING MORE PARTICULARLY DESCRIBED AS FOLLOWS:

BEGINNING AT A 1/2 INCH IRON ROD WITH YELLOW PLASTIC CAP STAMPED "RLG INC" SET FOR CORNER IN THE NORTHWEST LINE OF U.S. HIGHWAY NO. 75 (VARIABLE WIDTH RIGHT-OF-WAY), AND BEING THE MOST EASTERLY NORTHEAST CORNER OF SAID LOT 3 AND THE SOUTHEAST CORNER OF RESERVE PARCEL "C", PALISADES CENTRAL, AN ADDITION TO THE CITY OF RICHARDSON ACCORDING TO THE PLAT RECORDED IN VOLUME 85054, PAGE 4060, DEED RECORDS, DALLAS COUNTY, TEXAS AND CABINET E, SLIDE 8-9, PLAT RECORDS, COLLIN COUNTY, TEXAS, SAID ROD BEING IN A CURVE TO THE RIGHT;

THENCE IN A SOUTHERLY DIRECTION ALONG THE NORTHWEST LINE OF SAID U.S. HIGHWAY NO. 75 AND SAID CURVE TO THE RIGHT AND WHOSE CHORD BEARS SOUTH 15°55'20" WEST A DISTANCE OF 150.00 FEET, HAVING A RADIUS OF 5579.65 FEET, A CENTRAL ANGLE OF 01°32'25", AND AN ARC LENGTH OF 150.00 FEET TO A CHISELED "X" IN CONCRETE SET FOR CORNER, SAID "X" BEING THE EASTERLY COMMON CORNER BETWEEN SAID LOT 3 AND LOT 2, BLOCK A, OF SAID SECOND REPLAT PALISADES CENTRAL;

THENCE NORTH 73° 18' 27" WEST ALONG THE COMMON LINE BETWEEN SAID LOTS 2 AND 3 A DISTANCE OF 258.10 FEET TO A 1/2 INCH IRON ROD WITH YELLOW PLASTIC CAP STAMPED "RLG INC" SET FOR CORNER;

THENCE SOUTH 59° 57' 23" WEST ALONG SAID COMMON LINE A DISTANCE OF 13.71 FEET TO A 1/2 INCH IRON ROD WITH YELLOW PLASTIC CAP STAMPED "RLG INC" SET FOR CORNER;

THENCE SOUTH 13° 13' 14" WEST ALONG SAID COMMON LINE A DISTANCE OF 152.52 FEET TO A 1/2 INCH IRON ROD WITH YELLOW PLASTIC CAP STAMPED "RLG INC" SET FOR CORNER AT THE BEGINNING OF A CURVE TO THE RIGHT;

THENCE IN A SOUTHWESTERLY DIRECTION ALONG SAID COMMON LINE, AND ALONG SAID CURVE TO THE RIGHT WHOSE CHORD BEARS SOUTH 27° 25' 44" WEST A DISTANCE OF 564.53 FEET, HAVING A RADIUS OF 1150.00 FEET, A CENTRAL ANGLE OF 28° 25' 00", AND PASSING AT A DISTANCE OF 528.97 FEET THE WESTERLY COMMON CORNER BETWEEN SAID LOT 2 AND LOT 1, BLOCK A, OF SAID SECOND REPLAT PALISADES CENTRAL, AND CONTINUING FOR A TOTAL ARC LENGTH OF 570.36 FEET TO A CHISELED "X" IN CONCRETE SET FOR CORNER AT THE END OF SAID CURVE TO THE RIGHT, SAID ROD BEING THE BEGINNING OF A COMPOUND CURVE TO THE RIGHT;

THENCE IN A SOUTHWESTERLY DIRECTION ALONG THE COMMON LINE BETWEEN SAID LOTS 1 AND 3, AND ALONG SAID COMPOUND CURVE TO THE RIGHT WHOSE CHORD BEARS SOUTH 65°25'54" WEST A DISTANCE OF 282.42 FEET, HAVING A RADIUS OF 350.00 FEET, A CENTRAL ANGLE OF 47°35'20", AND AN ARC LENGTH OF 290.70 FEET TO A 1/2 INCH IRON ROD WITH YELLOW PLASTIC CAP STAMPED "RLG INC" SET FOR CORNER AT THE END OF SAID COMPOUND CURVE TO THE RIGHT;

THENCE SOUTH 89° 13' 34" WEST ALONG SAID COMMON LINE A DISTANCE OF 20.44 FEET TO A 1/2 INCH IRON ROD WITH YELLOW PLASTIC CAP STAMPED "RLG INC" SET FOR CORNER AT THE BEGINNING OF A CURVE TO THE RIGHT;

THENCE IN A NORTHWESTERLY DIRECTION ALONG SAID COMMON LINE, AND ALONG SAID CURVE TO THE RIGHT WHOSE CHORD BEARS NORTH 76°05'49" WEST A DISTANCE OF 238.17 FEET, HAVING A RADIUS OF 470.00 FEET, A CENTRAL ANGLE OF 29°21'15", AND AN ARC LENGTH OF 240.79 FEET TO A CHISELED "X" SET IN CONCRETE FOR CORNER IN THE COMMON LINE BETWEEN SAID LOT 1 AND LOT 10, BLOCK A OF PALISADES CENTRAL, AN ADDITION TO THE CITY OF RICHARDSON ACCORDING TO THE PLAT RECORDED IN DOCUMENT NO. 200600353953, DEED RECORDS, DALLAS COUNTY, TEXAS AND BOOK 2006, PAGE 622, PLAT RECORDS, COLLIN COUNTY, TEXAS;

THENCE NORTH 28° 34' 51" EAST ALONG SAID COMMON LINE, PASSING AT A DISTANCE OF 50.00 FEET THE MOST EASTERLY COMMON CORNER BETWEEN SAID LOT 10 AND LOT 9, BLOCK A OF SAID PALISADES CENTRAL CONTINUING ALONG THE COMMON LINE BETWEEN SAID LOTS 3 AND 9 A TOTAL DISTANCE OF 100.00 FEET TO A 1/2 INCH IRON ROD WITH YELLOW PLASTIC CAP STAMPED "RLG INC" SET FOR CORNER AT THE BEGINNING OF A NON-TANGENT CURVE TO THE LEFT, SAID ROD BEING A COMMON CORNER BETWEEN SAID LOT 3 AND LOT 9, FROM WHICH A FOUND 1/2 INCH IRON ROD BEARS NORTH 23° 42' 41" EAST A DISTANCE OF 0.76 FEET;

THENCE IN A EASTERLY DIRECTION ALONG SAID COMMON LINE AND SAID NON-TANGENT CURVE TO THE LEFT WHOSE CHORD BEARS SOUTH 76° 05' 47" EAST A DISTANCE OF 187.50 FEET, HAVING A RADIUS OF 370.00 FEET, A CENTRAL ANGLE OF 29° 21' 18" AND AN ARC LENGTH OF 189.57 FEET TO A 1/2 INCH IRON ROD FOUND FOR CORNER AT THE END OF SAID NON-TANGENT CURVE TO THE LEFT;

THENCE NORTH 89° 13' 34" EAST ALONG SAID COMMON LINE A DISTANCE OF 20.44 FEET TO A 1/2 INCH IRON ROD FOUND FOR CORNER AT THE BEGINNING OF A CURVE TO THE LEFT;

THENCE IN A EASTERLY DIRECTION ALONG SAID COMMON LINE AND SAID CURVE TO THE LEFT WHOSE CHORD BEARS NORTH 75° 21' 12" EAST A DISTANCE OF 119.88 FEET, HAVING A RADIUS OF 250.00 FEET, A CENTRAL ANGLE OF 27° 44' 44" AND AN ARC LENGTH OF 121.06 FEET TO A 1/2 INCH IRON ROD FOUND FOR CORNER AT THE END OF SAID CURVE TO THE LEFT, FROM WHICH A FOUND 3/4" IRON ROD BEARS NORTH 81° 30' 46" EAST A DISTANCE OF 1.19 FEET;

THENCE NORTH 45° 23' 56" WEST ALONG SAID COMMON LINE A DISTANCE OF 207.95 FEET TO A POINT FOR CORNER; THENCE NORTH 44° 36' 04" EAST ALONG SAID COMMON LINE A DISTANCE OF 35.83 FEET TO A 1/2 INCH IRON ROD WITH YELLOW PLASTIC CAP STAMPED "RLG INC" SET FOR CORNER, FROM WHICH A FOUND 3/4" IRON ROD BEARS NORTH 88° 25' 20" EAST A DISTANCE OF 1.32 FEET;

THENCE NORTH 45° 23' 56" WEST ALONG SAID COMMON LINE, PASSING AT A DISTANCE OF 73.96 FEET THE EASTERLY COMMON CORNER BETWEEN LOT 8, BLOCK A OF SAID PALISADES CENTRAL AND SAID LOT 9, CONTINUING ALONG THE COMMON LINE BETWEEN SAID LOTS 3 AND 8 A TOTAL DISTANCE OF 114.41 FEET TO A 1/2 INCH IRON ROD WITH YELLOW PLASTIC CAP STAMPED "RLG INC" SET FOR CORNER, FROM WHICH A FOUND 1/2" IRON ROD BEARS SOUTH 29° 30' 33" WEST A DISTANCE OF 0.34 FEET;

THENCE NORTH 00° 23' 56" WEST ALONG SAID COMMON LINE A DISTANCE OF 128.12 FEET TO A CHISELED "X" SET IN CONCRETE FOR CORNER;

THENCE NORTH 44° 36' 04" EAST ALONG SAID COMMON LINE A DISTANCE OF 278.57 FEET TO AN "X" MARKED ON PAVEMENT FOUND FOR CORNER IN A SOUTHWESTERLY LINE OF LOT 4B, BLOCK A OF SAID PALISADES CENTRAL, SAID "X" BEING THE MOST NORTHERLY COMMON CORNER BETWEEN SAID LOT 3 AND SAID LOT 8;

THENCE SOUTH 45° 23' 56" EAST ALONG THE COMMON LINE BETWEEN SAID LOTS 3 AND 4B A DISTANCE OF 356.01 FEET TO AN IRON ROD WITH YELLOW PLASTIC CAP STAMPED "BGT" FOUND FOR CORNER AT THE BEGINNING OF A NON-TANGENT CURVE TO THE LEFT;

THENCE IN A NORTHEASTERLY DIRECTION ALONG SAID COMMON LINE AND SAID NON-TANGENT CURVE TO THE LEFT WHOSE CHORD BEARS NORTH 18° 29' 03" EAST A DISTANCE OF 192.65 FEET, HAVING A RADIUS OF 1050.00 FEET, A CENTRAL ANGLE OF 10° 31' 38" AND AN ARC LENGTH OF 192.92 FEET TO A 1/2 INCH IRON ROD WITH YELLOW PLASTIC CAP STAMPED "RLG INC" SET FOR CORNER AT THE END OF SAID NON-TANGENT CURVE TO THE LEFT, FROM WHICH A FOUND 1/2" IRON ROD BEARS SOUTH 50° 52' 45" EAST A DISTANCE OF 0.23 FEET;

THENCE NORTH 13° 13' 14" EAST ALONG SAID COMMON LINE A DISTANCE OF 295.00 FEET TO A 1/2" IRON ROD WITH YELLOW PLASTIC CAP STAMPED "RLG INC" SET FOR CORNER, FROM WHICH A FOUND 1/2 INCH IRON ROD BEARS NORTH 21° 08' 10" EAST A DISTANCE OF 1.19 FEET;

THENCE SOUTH 76° 46' 46" EAST ALONG SAID COMMON LINE AND PASSING AT A DISTANCE OF 50.00 FEET AN EASTERLY CORNER OF SAID LOT 4B AND CONTINUING FOR A TOTAL DISTANCE OF 100.00 FEET TO A 1/2 INCH IRON ROD WITH YELLOW PLASTIC CAP STAMPED "RLG INC" SET FOR CORNER IN A WESTERLY LINE OF SAID RESERVE PARCEL "C";

THENCE SOUTH 13° 13' 14" WEST ALONG THE COMMON LINE BETWEEN SAID LOT 3 AND SAID RESERVE PARCEL "C" A DISTANCE OF 10.97 FEET TO A 1/2 INCH IRON ROD WITH YELLOW PLASTIC CAP STAMPED "RLG INC" SET FOR CORNER;

THENCE SOUTH 34° 04' 40" EAST ALONG SAID COMMON LINE A DISTANCE OF 13.55 FEET TO A 1/2 INCH IRON ROD WITH YELLOW PLASTIC CAP STAMPED "RLG INC" SET FOR CORNER;

THENCE SOUTH 81° 22' 34" EAST ALONG SAID COMMON LINE A DISTANCE OF 265.57 FEET TO THE POINT OF BEGINNING, AND CONTAINING 319,915 SQUARE FEET OR 7.3442 ACRES OF LAND, MORE OR LESS.

NOTE: COMPANY DOES NOT REPRESENT THAT THE ABOVE ACREAGE AND/OR SQUARE FOOTAGE CALCULATIONS ARE CORRECT.

TRACT 2: (EASEMENT ESTATE)

NON-EXCLUSIVE EASEMENT RIGHTS CREATED IN RECIPROCAL EASEMENT AGREEMENT EXECUTED BY AND BETWEEN CARTER-CROWLEY PROPERTIES, INC., A TEXAS CORPORATION AND HOME INTERIORS & GIFTS, INC., A TEXAS CORPORATION, DATED EFFECTIVE AS OF OCTOBER 15, 1993, FILED NOVEMBER 1993, RECORDED IN VOLUME 93217, PAGE 3015, REAL PROPERTY RECORDS, COLLIN COUNTY, TEXAS AND ALSO FILED NOVEMBER 8, 1993, RECORDED UNDER CC# 93-0097019, REAL PROPERTY RECORDS, COLLIN COUNTY, TEXAS.

TOGETHER WITH AN EASEMENT ESTATE CREATED IN/UNDER VOLUME 2001146, PAGE 2107, REAL PROPERTY RECORDS OF DALLAS COUNTY, TEXAS; ALSO RECORDED IN VOLUME 4969, PAGE 769, REAL PROPERTY RECORDS, COLLIN COUNTY, TEXAS.

Exhibit A-3

Legal Description of Palisades III Property

(Attached)

Tract 1: (Fee Simple)

Being a tract or parcel of land situated in the John V. Vance Survey, Abstract No. 942 and the John J. Vance Survey, Abstract No. 1513, City of Richardson, Collin and Dallas County, Texas, as conveyed by deed recorded in County Clerks' No. 97-0037026, Deed Records, Collin County, Texas, and being all of Lots 4B, 5A, 6A, 7A, 8, 9, 10 and 11, Block A, Palisades Central, an addition to the City of Richardson according to the plat recorded in Document No. 200600353953, Deed Records, Dallas County, Texas and Book 2006, Page 622, Plat Records, Collin County, Texas, and being more particularly described as follows:

BEGINNING at a 1/2" iron rod with yellow plastic cap stamped "RLG INC" set for corner at the intersection of the east line of Collins Boulevard (a 100' right-of-way) and the north line of Palisades Boulevard (a 60' right-of-way), said rod being the southwest corner of said Lot 10, from which a found iron rod with yellow plastic cap stamped "BGT" bears North 29°06'10" West a distance of 0.89 feet;

THENCE North 00° 46' 26" West along the common line between said Lot 10 and said Collins Boulevard for a distance of 611.30 feet to a 1/2" iron rod with yellow plastic cap stamped "RLG INC" found for corner at the beginning of a tangent curve to the right;

THENCE in a northerly direction along said tangent curve to the right and said common line whose chord bears North 02° 39' 49" East a distance of 233.84 feet, having a radius of 1950.00 feet, a central angle of 6° 52' 30", and an arc length of 233.98 feet to 1/2" iron rod with yellow plastic cap stamped "RLG INC" set for corner and end of said curve to the right;

THENCE North 06° 06' 04" East along said common line a distance of 285.77 feet to a 1/2" iron rod with yellow plastic cap stamped "RLG INC" set for corner and the beginning of a tangent curve to the right;

THENCE in a northeasterly direction along said common line and said tangent curve to the right whose chord bears North 20° 40' 19" East a distance of 357.24 feet, having a radius of 710.00 feet, a central angle of 29° 08' 30", passing at an arc length of 277.09 feet the westerly common corner of said Lots 10 and 11, continuing along the common line between said Lot 11 and said Collins Boulevard for a total arc length of 361.12 feet to a 1/2" iron rod with yellow plastic cap stamped "RLG INC" set for corner at the end of said curve to the right and the beginning of a reverse curve to the left;

THENCE in a northeasterly direction along said common line and said reverse curve to the left whose chord bears North 23° 38' 13" East a distance of 325.91 feet, having a radius of 810.00 feet, a central angle of 23° 12' 42" and an arc length of 328.15 feet to a 1/2" iron rod with yellow plastic cap stamped "RLG INC" found for corner at the intersection of the east line of said Collins Boulevard and the southerly line of Palisades Creek Drive (a 60' right-of-way), said rod

being the northwesterly corner of said Lot 11 and the beginning of a non-tangent curve to the left;

THENCE in an easterly direction along the common line between said Palisades Creek Drive and said Lot 11 and along said non-tangent curve to the left whose chord bears North 77° 56' 28" East a distance of 181.42 feet, having a radius of 330.00 feet, a central angle of 31° 54' 31" and an arc length of 183.78 feet to a 1/2" iron rod with yellow plastic cap stamped "RLG INC" set for corner at the end of said non-tangent curve to the left, from which a found 1/2" iron rod bears North 35° 08' 40" West a distance of 0.46 feet;

THENCE North 61° 59' 13" East along said common line a distance of 337.06 feet to a chiseled "X" set in concrete for corner, said "X" being the northerly common corner between said Lot 11 and Reserve Parcel "C", Palisades Central, an addition to the City of Richardson according to the plat recorded in Volume 85054, Page 4060, Deed Records, Dallas County, Texas and Cabinet E, Slide 8-9, Plat Records, Collin County, Texas, and the beginning of a non-tangent curve to the right, from which a found chiseled "X" bears North 13° 48' 15" West a distance of 0.46 feet;

THENCE in a southeasterly direction along the common line between said Lot 11 and said Reserve Parcel "C" and along said non-tangent curve to the right whose chord bears South 21° 09' 49" East a distance of 109.76 feet, having a radius of 460.00 feet, a central angle of 13° 42' 12" and an arc length of 110.02 feet to a chiseled "X" set in concrete for corner at the end of said non-tangent curve to the right and the beginning of a reverse curve to the left, from which a found chiseled "X" bears North 13° 27' 14" West a distance of 0.55 feet;

THENCE in a southeasterly direction along said common line and said reverse curve to the left whose chord bears South 23° 21' 19" East a distance of 107.90 feet, having a radius of 343.22 feet, a central angle of 18° 05' 13" and an arc length of 108.35 feet to a chiseled "X" set in concrete for corner at the end of said reverse curve to the left, from which a found chiseled "X" bears North 23° 45' 56" West a distance of 0.45 feet;

THENCE South 32° 23' 55" East along said common line a distance of 30.75 feet to a chiseled "X" set in concrete for corner in the northerly line of said Lot 6A, said "X" being the most easterly corner of said Lot 11, and the beginning of a non-tangent curve to the right, from which a found chiseled "X" bears South 37° 35' 16" East a distance of 2.10 feet;

THENCE in an easterly direction along the common line between said Lot 6A and said Reserve Parcel "C", and along said non-tangent curve to the right whose chord bears North 69° 37' 16" East a distance of 249.90 feet, having a radius of 600.00 feet, a central angle of 24° 02' 22", passing at an arc length of 233.65 feet the northerly common corner between said Lot 6A and said Lot 5A, continuing along the common line between said Lot 5A and said Reserve Parcel "C" for a total arc length of 251.74 feet to a 1/2" iron rod with yellow plastic cap stamped "RLG INC" set for corner and the end of said non-tangent curve to the right and the beginning of a compound curve to the right,

THENCE in a southeasterly direction along said common line and said compound curve to the right whose chord bears South 55° 51' 33" East a distance of 297.26 feet, having a radius of

220.00 feet, a central angle of 85° 00' 00" and an arc length of 326.38 feet to a 1/2" iron rod with yellow plastic cap stamped "RLG INC" set for corner at the end of said compound curve to the right and the beginning of a compound curve to the right;

THENCE in a southerly direction along said common line and said compound curve to the right whose chord bears South 00° 04' 10" East a distance of 399.99 feet, having a radius of 870.00 feet, a central angle of 26° 34' 47", passing at an arc length of 260.07 feet the easterly common corner between said Lots 5A and 4B, continuing along the common line between Lot 4B and said Reserve Parcel "C" a total arc length of 403.60 feet to a chiseled "X" found in concrete for corner at the end of said compound curve to the left;

THENCE South 13° 13' 14" West along said common line, passing at a distance of 73.76 feet a chiseled "X" found at the common corner between said Reserve Parcel "C" and Lot 3, Block A, Second Replat of Palisades Central, an addition to the City of Richardson according to the plat recorded in Volume 85164, Page 2204, Deed Records, Dallas County, Texas and Cabinet F, Slide 268-269, Plat Records, Collin County, Texas, continuing for a total distance of 75.00 feet to a chiseled "X" set in concrete for corner, said "X" being an east corner of said Lot 4B;

THENCE North 76° 46' 46" West along the common line between said Lots 4B and 3 a distance of 50.00 feet to a 1/2" iron rod with yellow plastic cap stamped "RLG INC" set for corner, from which a found 1/2" iron rod bears North 21° 08' 10" East a distance of 1.19 feet;

THENCE South 13° 13' 14" West along said common line a distance of 295.00 feet to a 1/2" iron rod with yellow plastic cap stamped "RLG INC" set for corner at the beginning of a tangent curve to the right, from which a found 1/2" iron rod bears South 50° 52' 45" East a distance of 0.23 feet;

THENCE in a southeasterly direction along said common line and said tangent curve to the right whose chord bears South 18° 29' 03" West a distance of 192.65 feet, having a radius of 1050.00 feet, a central angle of 10° 31' 38" and an arc length of 192.92 feet to an iron rod with yellow plastic cap stamped "BGT" found for corner at the end of said tangent curve to the right;

THENCE North 45° 23' 56" West along said common line a distance of 356.01 feet to an "X" marked on pavement found for corner, said "X" being the most northerly common corner between said Lot 3 and said Lot 8;

THENCE South 44° 36' 04" West along the common line between said Lots 3 and 8 a distance of 278.57 feet to a chiseled "X" set in concrete for corner;

THENCE South 00° 23' 56" East along said common line a distance of 128.12 feet to a 1/2" iron rod with yellow plastic cap stamped "RLG INC" set for corner, from which a found 1/2" iron rod bears South 29° 30' 33" West a distance of 0.34 feet;

THENCE South 45° 23' 56" East along said common line, passing at a distance of 40.45 feet the easterly common corner between said Lots 8 and 9, continuing along the common line between said Lots 3 and 9 a total distance of 114.41 feet to a 1/2" iron rod with yellow plastic cap

stamped "RLG INC" set for corner, from which a found 3/4" iron rod bears North 88° 25' 20" East a distance of 1.32 feet;

THENCE South 44° 36' 04" West along said common line a distance of 35.83 feet to a 1/2" iron rod with yellow plastic cap stamped "RLG INC" set for corner;

THENCE South 45° 23' 56" East along said common line a distance of 207.95 feet to a 1/2" iron rod found for corner at the beginning of a non-tangent curve to the right, from which a found 3/4" iron rod bears North 81° 30' 46" East a distance of 1.19 feet;

THENCE in a westerly direction along said common line and said non-tangent curve to the right whose chord bears South 75° 21' 12" West a distance of 119.88 feet, having a radius of 250.00 feet, a central angle of 27° 44' 44" and an arc length of 121.06 feet to a 1/2" iron rod found for corner at the end of said non-tangent curve to the right;

THENCE South 89° 13' 34" West along said common line a distance of 20.44 feet to a 1/2" iron rod found for corner at the beginning of a tangent curve to the right;

THENCE in a westerly direction along said common line and said tangent curve to the right whose chord bears North 76° 05' 47" West a distance of 187.50 feet, having a radius of 370.00 feet, a central angle of 29° 21' 18" and an arc length of 189.57 feet to a 1/2" iron rod with yellow plastic cap stamped "RLG INC" set for corner at the end of said tangent curve to the right, from which a found 1/2" iron rod bears North 23° 42' 41" East a distance of 0.76 feet;

THENCE South 28° 34' 51" West along said common line, passing at a distance of 50.00 feet the most easterly common corner between said Lots 9 and 10, continuing along the common line between said Lots 3 and 10 a total distance of 100.00 feet to a chiseled "X" set in concrete for corner at the beginning of a non-tangent curve to the left, said "X" being a common corner between said Lot 10 and Lot 1, Block A, said Second Replat of Palisades Central;

THENCE in a southwesterly direction along the common line between said Lots 10 and 1 and along said non-tangent curve to the left whose chord bears South 08° 33' 46" West a distance of 81.12 feet, having a radius of 250.00 feet, a central angle of 18° 40' 24" and an arc length of 81.48 feet to a PK nail found for corner at the end of said non-tangent curve to the left;

THENCE South 00° 46' 26" East along said common line a distance of 230.31 feet to a chiseled "X" found for corner in the north line of said Palisades Boulevard, said "X" being the southerly common corner between said Lots 10 and 1;

THENCE South 89° 13' 34" West along the common line between said Lot 10 and said Palisades Boulevard a distance of 531.00 feet to the POINT OF BEGINNING, containing 1,711,569 square feet or 39.2922 acres, more or less.

Tract 2: (Fee Simple)

Being a tract of land situated in the John J. Vance Survey, Abstract No. 1513, City of Richardson, Dallas County, Texas, and the John V. Vance Survey, Abstract No. 942, City of Richardson, Collin County, Texas, and being all of Lot 2, Block A, of Second Replat Palisades Central, an addition to the City of Richardson, Dallas and Collin Counties, Texas, according to the plat recorded in Volume 85164, Page 2204, Deed Records, Dallas County, Texas, and Cabinet F, Slides 268-269, Plat Records, Collin County, Texas, and being more particularly described as follows:

BEGINNING at a ½" iron rod with yellow plastic cap stamped "RLG INC" set for corner in the westerly line of U.S. Highway No. 75 (a variable width right-of-way), said rod being the easterly common corner between said Lot 2 and Lot 3, Block A, of said Second Replat Palisades Central, said rod being in a curve to the right;

THENCE in a southwesterly direction along the common line between said Lot 2 and said U.S. Highway No. 75, and along said curve to the right whose chord bears South 18° 26' 11" West a distance of 339.60 feet, having a radius of 5579.65 feet, a central angle of 03° 29' 16", and an arc length of 339.65 feet to a ½" iron rod with yellow plastic cap stamped "RLG INC" set for corner and the end of said curve to the right;

THENCE South 20° 10' 49" West along said common line a distance of 60.35 feet to a ½" iron rod with yellow plastic cap stamped "RLG INC" set for corner;

THENCE South 89° 10' 49" West along said common line a distance of 9.71 feet to a ½" iron rod with yellow plastic cap stamped "RLG INC" set for corner, said rod being at the beginning of a non-tangent curve to the right;

THENCE in a southwesterly direction along said common line and along said non-tangent curve to the right whose chord bears South 17° 48' 55" West a distance of 175.80 feet, having a radius of 5574.65 feet, a central angle of 01° 48' 25", and an arc length of 175.81 feet to a ½" iron rod with yellow plastic cap stamped "RLG INC" set for corner, said rod being the easterly common corner between said Lot 2 and Lot 1, Block A, of said Second Replat Palisades Central;

THENCE South 89° 13' 34" West along the common line between said Lots 2 and 1 a distance of 335.40 feet to an iron rod with cap stamped "KNA" found for corner in the easterly line of said Lot 3, said rod being the westerly common corner between said Lots 2 and 1, and being in a non-tangent curve to the left;

THENCE in a northeasterly direction along the common line between said Lots 2 and 3, and along said non-tangent curve to the left whose chord bears North 26° 23' 51" East a distance of 524.32 feet, having a radius of 1150.00 feet, a central angle of 26° 21' 16", and an arc length of 528.97 feet to a ½" iron rod with yellow plastic cap stamped "RLG INC" set for corner and the end of said non-tangent curve to the left;

THENCE North 13° 13' 14" East along said common line a distance of 152.52 feet to a ½" iron rod with yellow plastic cap stamped "RLG INC" set for corner;

THENCE North 59° 57' 23" East along said common line a distance of 13.71 feet to a ½" iron rod with yellow plastic cap stamped "RLG INC" set for corner;

THENCE South 73° 18' 27" East along said common line a distance of 258.10 feet to the POINT OF BEGINNING and containing 163,284 square feet or 3.7485 acres, more or less.

Tract 3: (Easement Estate)

Being a non-exclusive easement for vehicular and pedestrian ingress, egress and regress over, across, through and along private roads described in Reciprocal Easement Agreement executed by and between Carter-Crowley Properties, Inc., a Texas corporation and Home Interiors & Gifts, Inc., a Texas corporation, dated effective as of 10/15/93, filed 11/05/93, recorded in Volume 93217, Page 3015, Deed Records of Dallas County, Texas. (Also recorded in CC#93-0097019, Land Records, Collin County, Texas.) Said private roads are shown as Roads A, B, C, E and F on plats recorded in Volume 85054, Page 4060, Map Records of Dallas County, Texas and Volume E, Pages 8 and 9, Map Records of Collin County, Texas, SAVE AND EXCEPT those portions thereof abandoned by Replat recorded in Volume 2001015, Page 4931, Map Records, Dallas County, Texas, and recorded in Volume M, Page 418, Map Records of Collin County, Texas.

Tract 4: (Easement Estate)

Being a non-exclusive easement for vehicular and pedestrian ingress and egress described in Reciprocal Easement Agreement executed by and between Crescent Real Estate Equities Limited Partnership, a Delaware limited partnership, and Crescent Real Estate Funding VIII, L.P., dated December 5, 2000, filed July 27, 2001, recorded in/under Volume 2001146, Page 2107 of the Real Property Records of Dallas County, Texas, and recorded in/under Volume 4969, Page 769 of the Real Property Records of Collin County, Texas.

Exhibit A-4

Legal Description of Palisades IV Property

(Attached)

TRACT I: (SURVEYED PROPERTY)

BEING a tract of land situated in the John J. Vance Survey, Abstract No. 942, City of Richardson, Collin County, Texas and being all of Reserve Parcel "C", Palisades Central, an addition to the City of Richardson, Texas according to the plat recorded in Cabinet E, Page 8, Map Records of Collin County, Texas and being more particularly described as follows:

BEGINNING at a 5/8" iron rod with plastic cap stamped "KHA" set at the intersection of the south right-of-way line of Palisades Creek Drive (a 60-foot wide right-of-way) and the west right-of-way line of Central Expressway (U.S. Highway No. 75, a variable width right-of-way);

THENCE with said west right-of-way line, the following courses and distances to wit:

South 3° 13' 13" West, a distance of 402.93 feet (PLAT: 403.06 feet) to a 5/8" iron rod with plastic cap stamped "KHA" set at the beginning of a non-tangent curve to the right having a central angle of 10° 00' 05", a radius of 5579.65 feet, a chord bearing and distance of South 10° 09' 08" West, 972.73 feet; from said point, a 5/8" iron rod with cap found bears North 42° 26' East, a distance of 0.7 feet;

In a southwesterly direction, with said curve to the right, an arc distance of 973.96 feet to a 1/2" iron rod with plastic cap stamped "RLG" found at the northeast corner of Lot 3, Block A, Second Replat Palisades Central, an addition to the City of Richardson, Texas according to the plat recorded in Cabinet F, Page 268, Map Records of Collin County, Texas and in Volume 85164, Page 2204, Deed Records of Dallas County, Texas and the intersection of said west right-of-way line and the north line of Road "B" (a variable width fire lane, access and utility easement);

THENCE departing said west right-of-way line, and with the north line of said Lot 3, Block A, and the north line of said Road "B", North 81° 22' 34" West, a distance of 265.58 feet to a 1/2" iron rod with plastic cap stamped "RLG" found at the southernmost end of a corner clip at the intersection of said north line of Road "B" and the east line of Road "A" (a 100-foot wide fire lane, access and utility easement);

THENCE with said corner clip, North 34° 04' 40" West, a distance of 13.55 feet to a 5/8" iron rod with plastic cap stamped "KHA" set at the northernmost end of said corner clip;

THENCE with said east line of Road "A" and said north line of Lot 3, Block A, North 13° 13' 14" East, a distance of 10.97 feet to a 1/2" iron rod with plastic cap stamped "RLG" found for corner;

THENCE departing said east line of Road "A" and with said north line of Lot 3, Block A, North 76° 46' 46" West, a distance of 50.00 feet to a "X" cut in concrete set at the easternmost southeast corner of Lot 4B, Palisades Central, an addition to the City of Richardson, Texas according to the plat recorded in Instrument No. 20060922010004110, Land Records of Collin County, Texas and in Volume 2006, Page 622, Map Records of Collin County, Texas;

THENCE with the east line of Lot 48, the east and north lines of Lot 5A, the north line of Lot 6A, Block A, and along the centerline of said Road "A", the following courses and distances to wit:

North 13° 13' 14" East, a distance of 75.00 feet to a "X" cut in concrete set at the beginning of a tangent curve to the left having a central angle of 26° 34' 48", a radius of 870.00 feet, a chord bearing and distance of North 0° 04' 10" West, 399.99 feet;

In a northwesterly direction, with said curve to the left, an arc distance of 403.60 feet to a 5/8" iron rod with plastic cap stamped "KHA" set at the beginning of a compound curve to the left having a central angle of 85° 00' 00", a radius of 220.00 feet, a chord bearing and distance of North 55° 51' 33" West, 297.26 feet;

In a northwesterly direction, with said curve to the left, an arc distance of 326.38 feet to a 5/8" iron rod with plastic cap stamped "KHA" set at the beginning of a compound curve to the left having a central angle of 24° 02' 22", a radius of

600.00 feet, a chord bearing and distance of South 69° 37' 16" West, 249.90 feet;

In a southwesterly direction, with said curve to the left, an arc distance of 251.74 feet to a "X" cut in concrete set at the southeast corner of Lot 11, of said Block A;

THENCE departing the north line of said Lot 6A, Block A, and with the northeast line of said Lot 11, Block A and along the centerline of Road "F" (a 64-foot wide fire lane, access and utility easement) the following courses and distances to wit:

North 32° 23' 55" West, a distance of 30.75 feet to a "X" cut in concrete set at the beginning of a tangent curve to the right having a central angle of 18° 05' 15", a radius of 343.22 feet, a chord bearing and distance of North 23° 21' 19" West, 107.90 feet;

In a northwesterly direction, with said curve to the right, an arc distance of 108.35 feet to a "X" cut in concrete set at the beginning of a reverse curve to the left having a central angle of 13° 42' 14", a radius of 460.00 feet, a chord bearing and distance of North 21° 09' 49" West, 109.76 feet;

In a northwesterly direction, with said curve to the left, an arc distance of 110.02 feet to a "X" cut in concrete set in the southeast right-of-way line of said Palisades Creek Drive at the northeast corner of said Lot 11, Block A;

THENCE with said southeast and south right-of-way line of Palisades Creek Drive, the following courses and distances to wit:

North 61° 59' 13" East, a distance of 70.50 feet to a point at the beginning of a tangent curve to the left having a central angle of 45° 50' 00", a radius of 330.00 feet, a chord bearing and distance of North 39° 04' 13" East, 257.00 feet, from said point, a 1/2" iron rod found bears North 39° 20' West, a distance of 0.5 feet;

In a northeasterly direction, with said curve to the left, an arc distance of 263.98 feet to a 5/8" iron rod with plastic cap stamped "KHA" set for corner, from which, a 1/2" iron rod found bears North 64° 45' West, a distance of 0.6 feet;

North 16° 09' 13" East, a distance of 140.06 feet to a 5/8" iron rod with plastic cap stamped "KHA" set at the beginning of a non-tangent curve to the right having a central angle of 79° 45' 00", a radius of 270.00 feet, a chord bearing and distance of North 56° 02' 21" East, 346.20 feet, from which a 1/2" iron rod found bears North 39° 20' West, a distance of 0.5 feet;

In a northeasterly direction, with said curve to the right, an arc distance of 375.81 feet to a 5/8" iron rod with plastic cap stamped "KHA" set for corner, from which, a 1/2" iron rod found bears North 4° 27' West, a distance of 0.8 feet;

South 84° 05' 11" East, a distance of 525.39 feet to the POINT OF BEGINNING and containing 19.891 acres or 866,463 square feet of land.

TRACT II: (EASEMENT ESTATE)

Those areas indicated as private roads as shown on plat recorded in Volume E, Page 8, Map Records of Collin County, Texas and in Volume 85164, Page 2204, Volume 85054, Page 4060, Volume 90158, Page 4343, Deed Records of Dallas County, Texas.

RESOLUTION NO. 15-23

A RESOLUTION OF THE CITY COUNCIL OF THE CITY OF RICHARDSON, TEXAS, APPROVING THE TERMS AND CONDITIONS OF THE 2015 BYRNE JUSTICE ASSISTANCE GRANT (JAG) PROGRAM FUNDS SHARING AND FISCAL AGENCY AGREEMENT; AUTHORIZING THE CITY MANAGER TO EXECUTE SAID AGREEMENT; AND PROVIDING AN EFFECTIVE DATE.

WHEREAS, Part E of Title 1 of the Omnibus Crime Control and Safe Streets Act of 1968, as amended, and the Edward Bryne Memorial Justice Assistance Grant Program (the “JAG Program”) authorize the Department of Justice’s Bureau of Justice Assistance (the “BJA”) to make funds (the “JAG Funds”) available to units of local government in order to support a broad range of activities to prevent and control crime and to improve the criminal justice system; and

WHEREAS, Dallas County, the City of Richardson, and other cities located in Dallas County are eligible for 2015 JAG Program Funds and have been certified by the BJA as a disparate jurisdiction; and

WHEREAS, for the purposes of simplifying the application process, the JAG Program permits the chief executive officer of one of the eligible units of local government in the disparate jurisdiction to submit a joint application for JAG Funds on behalf of the other eligible units of local governments within that jurisdiction and to act as the fiscal agent for those local governments in administering the JAG Funds; and

WHEREAS, certified disparate jurisdictions must reach an agreement regarding the sharing of JAG Funds prior to submission of the JAG Program application; and

WHEREAS, the City Council of the City of Richardson agrees and acknowledges that as a certified disparate jurisdiction, the City of Richardson must reach an agreement with Dallas County and the other cities joining in the JAG application regarding the sharing of JAG Funds prior to submitting a JAG application to the BJA; and

WHEREAS, the City Council wishes to join with Dallas County and the other participating cities in naming the City of Dallas as fiscal agent to administer and distribute the JAG Funds and to designate a share of its JAG Funds for administrative costs to be paid to the City of Dallas, prior to submission of the joint application for JAG Funds to the BJA; and

WHEREAS, the City Council agrees to transfer seven percent (7%) of its allocation of JAG funds for costs associated with administering the JAG Funds to the City of Dallas pursuant to the Fiscal Agency Agreement (“the Agreement”) attached hereto as Exhibit “A” and incorporated herein by reference; and

WHEREAS, the City Council of the City of Richardson finds that the execution and performance of this Agreement is in the best interests of the City of Richardson, that the undertaking will benefit the public, and that the shares of the JAG Funds to the City of Richardson

and the other parties will fairly compensate the parties to the Agreement for their respective functions under the Agreement;

NOW, THEREFORE, BE IT RESOLVED BY THE CITY COUNCIL OF THE CITY OF RICHARDSON, TEXAS:

SECTION 1. That the terms, provisions, and conditions of the 2015 Byrne Justice Assistance Grant (JAG) Program Funds Sharing and Fiscal Agency Agreement (GMS Application #2015-H2659-TX-DJ), a copy of which is attached hereto as Exhibit "A", be, and the same are hereby, approved.

SECTION 2. That the City Manager is hereby authorized to execute the appropriate documents for entering into said agreement for the purposes recited therein, and any further amendments necessary to the agreement on behalf of the City of Richardson, Texas.

SECTION 3. That this Resolution shall become effective immediately from and after its passage.

DULY RESOLVED AND ADOPTED by the City Council of the City of Richardson, Texas, on this the 13th day of July 2015.

CITY OF RICHARDSON, TEXAS

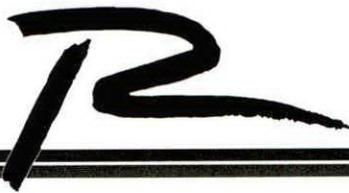
MAYOR

ATTEST:

CITY SECRETARY

APPROVED AS TO FORM:

PETER G. SMITH, CITY ATTORNEY
(PGS:05-26-15:TM 71756)



MEMO

DATE: July 6, 2015
TO: Keith Dagen – Director of Finance
FROM: Pam Kirkland – Purchasing Manager *Pam*
SUBJECT: Award of Bid #67-15 for the rebid of an annual requirements contract for Traffic Signs and Materials to Rocal, Inc. pursuant to unit prices

Proposed Date of Award: July 13, 2015

I concur with the recommendation of Robert Saylor – Traffic Engineering and Operations Manager, and request permission to issue an annual requirements contract for traffic signs and materials to Rocal, Inc. pursuant to unit prices.

This contract was originally bid on Bid #56-15, which we are requesting rejection of all bids received, as outlined in a separate rejection memo listed in this July 13, 2015 City Council Consent Agenda. The specifications were amended and rebid on Bid #67-15. This contract is for aluminum sign blanks and reflective sheeting for Traffic Operations and unit pricing was provided per square foot. This is a one year contract with options to renew for four (4) additional one year periods, if acceptable to both parties. The award of this contract allows the city to order the signs and materials as the requirements and needs of the agency arise on an annual basis and during any subsequent renewal period(s). Since the City is not obligated to pay for or use a minimum or maximum amount of services, payment will be rendered pursuant to the unit prices and percentage of discount from list prices bid.

The award of this bid was based on best value criteria as provided in the Texas Local Government Code, Chapter 252.043, which allows consideration of other factors besides price alone when awarding a contract for goods and services. The bids were evaluated on the following criteria specified in the bid:

1. Price - 50%;
2. Experience and Qualifications of the Bidder – 25%;
3. Reference Information and Comments – 10%;
4. Extent the Goods and Services Meet Specifications – 15%.

Five responses were received from Centerline Supply, Lowen Sign Company, Pathmark Traffic Products of Texas, Rocal, Inc. and Vulcan Signs. Rocal, Inc. provided the bid with the best value and received the highest score in the evaluations.

The bid was advertised in the Dallas Morning News on May 29 and June 5, 2015 and was posted on Bidsync. A total of 964 bids were electronically solicited; 33 vendors viewed the bids, and 5 bids were received.

Concur:

Keith Dagen
Keith Dagen

ATTACHMENTS

Xc: Dan Johnson
Don Magner
Cliff Miller
Shanna Sims-Bradish
Kent Pfeil



MEMO

TO: Pam Kirkland, Director of Purchasing
FROM: Robert Saylor, P.E., PTOE – Traffic Engineering and Operations Manager
DATE: June 30, 2015

SUBJECT: Annual Contract for Traffic Signs and Materials

I recommend that the City award the contract for Traffic Signs and Materials to Rocal, Inc. I recommend that this be awarded as an annual contract with options to renew for four (4) additional years.

Expenditures will be \$86,225.01 annually and will come from a number of General Fund accounts, however, most of the activity will be paid from account 011-20-71-531-43-32.

The selection committee believes this award choice represents the best value to the City. This procurement has gone through an unusual process. Bids submitted from the first advertisement were all deemed non-responsive, primarily due to lack of required documentation, and with additional deficiencies in some cases. The specification was revised for enhanced clarity and re-advertised. Rocal, Inc. is the only vendor of five submitting that met all of the documentation requirements on the second bid. Rocal, Inc. is the next to lowest bid total of all bids received from the second advertisement, but the combination of price, materials, company reputation, and conformance with procedures makes their submission the best value.

Thanks,
Robert Saylor, P.E., PTOE
Traffic Engineering and Operations Manager
City of Richardson
(972) 744-4324

BID TABULATION-A/R/C FOR TRAFFIC SIGNS MATERIALS

ITEM NO.	DESCRIPTION	EST. QTY.	UNIT	Centerline Supply		Lowen Sign Company		Pathmark Traffic		Rocal, Inc.	
				UNIT PRICE	AMOUNT	UNIT PRICE	AMOUNT	UNIT PRICE	AMOUNT	UNIT PRICE	AMOUNT
1	Aluminum Sign Blanks	4500	sf	3.870	\$17,415.00	2.220	\$9,990.00	2.700	\$12,150.00	3.100	\$13,950.00
2	HIP Backing-White	2100	sf	2.390	\$5,019.00	2.780	\$5,838.00	1.440	\$3,024.00	2.630	\$5,523.00
3	HIP Backing-Yellow	2000	sf	2.390	\$4,780.00	2.780	\$5,560.00	1.440	\$2,880.00	2.630	\$5,260.00
4	HIP Backing-FYG	1	sf	3.750	\$3.75	2.880	\$2.88	3.500	\$3.50	2.630	\$2.63
5	HIP Backing-Orange	1	sf	3.750	\$3.75	2.880	\$2.88	1.440	\$1.44	2.630	\$2.63
6	Overlay Sheeting-Red	800	sf	1.050	\$840.00	0.930	\$744.00	1.100	\$880.00	1.000	\$800.00
7	Overlay Sheeting-Blue	1600	sf	1.050	\$1,680.00	0.930	\$1,488.00	1.100	\$1,760.00	1.000	\$1,600.00
8	Overlay Sheeting-Yellow	700	sf	1.050	\$735.00	0.930	\$651.00	1.100	\$770.00	1.000	\$700.00
9	Overlay Sheeting-Brown	1	sf	1.550	\$1.55	0.930	\$0.93	1.100	\$1.10	1.000	\$1.00
10	Overlay Sheeting-Green	1	sf	1.550	\$1.55	0.930	\$0.93	1.100	\$1.10	1.000	\$1.00
11	Overlay Sheeting-Orange	1	sf	1.550	\$1.55	0.930	\$0.93	1.000	\$1.00	1.000	\$1.00
12	Overlay Sheeting-Clear	1	sf	1.750	\$1.75	0.550	\$0.55	1.100	\$1.10	1.000	\$1.00
13	Opaque Sheeting-Black	1100	sf	1.050	\$1,155.00	0.930	\$1,023.00	1.100	\$1,210.00	1.000	\$1,100.00
14	Informational Signs-Blue/White	750	sf	11.790	\$8,842.50	7.300	\$5,475.00	7.000	\$5,250.00	6.990	\$5,242.50
15	Informational Signs-Sign Face Only	200	sf	7.850	\$1,570.00	5.010	\$1,002.00	5.000	\$1,000.00	3.930	\$786.00
16	Informational Signs-Green/White	80	sf	13.390	\$1,071.20	7.300	\$584.00	7.000	\$560.00	6.990	\$559.20
17	Informational Signs-Face Only	20	sf	13.390	\$267.80	5.010	\$100.20	5.000	\$100.00	3.630	\$72.60
18	Informational Signs-Brown/White	80	sf	13.390	\$1,071.20	7.300	\$584.00	7.000	\$560.00	6.990	\$559.20
19	Information Signs-Face Only	20	sf	11.890	\$237.80	5.010	\$100.20	5.000	\$100.00	3.930	\$78.60
20	Regulatory Signs-Red/White	2700	sf	8.000	\$21,600.00	7.300	\$19,710.00	7.000	\$18,900.00	5.930	\$16,011.00
21	Regulatory Signs-Red/White, Face Only	700	sf	6.000	\$4,200.00	5.010	\$3,507.00	5.000	\$3,500.00	2.980	\$2,086.00
22	Regulatory Signs-Black/White	700	sf	8.000	\$5,600.00	7.300	\$5,110.00	7.000	\$4,900.00	2.980	\$2,086.00
23	Regulatory Signs-Black/White, Face Only	175	sf	6.000	\$1,050.00	5.010	\$876.75	5.000	\$875.00	5.930	\$1,037.75
24	Regulatory Signs-Black/Color/White	900	sf	8.380	\$7,542.00	7.300	\$6,570.00	7.000	\$6,300.00	2.980	\$2,682.00
25	Regulatory Signs-Black/Color/White, Face	250	sf	6.380	\$1,595.00	5.010	\$1,252.50	5.000	\$1,250.00	5.930	\$1,482.50
26	Warning Signs-Black/Yellow	2800	sf	8.000	\$22,400.00	7.300	\$20,440.00	7.000	\$19,600.00	2.980	\$8,344.00

BID TABULATION-A/R/C FOR TRAFFIC SIGNS MATERIALS

ITEM NO.	DESCRIPTION	EST. QTY.	UNIT	Centerline Supply		Lowen Sign Company		Pathmark Traffic		Rocal, Inc.	
				UNIT PRICE	AMOUNT	UNIT PRICE	AMOUNT	UNIT PRICE	AMOUNT	UNIT PRICE	AMOUNT
27	Warning Signs-Black/Yellow, Face Only	700	sf	6.000	\$4,200.00	5.010	\$3,507.00	5.000	\$3,500.00	5.930	\$4,151.00
28	Warning Signs-Black/Color/Yellow	200	sf	8.380	\$1,676.00	7.300	\$1,460.00	7.000	\$1,400.00	5.930	\$1,186.00
29	Warning Signs-Black/Color/Yellow, Face	50	sf	6.380	\$319.00	5.010	\$250.50	5.000	\$250.00	2.980	\$149.00
30	School Signs-Black/FYG/White	1300	sf	11.190	\$14,547.00	7.400	\$9,620.00	9.880	\$12,844.00	5.930	\$7,709.00
31	School Signs-Black/FYG/Yellow, Face Only	350	sf	9.580	\$3,353.00	5.110	\$1,788.50	7.880	\$2,758.00	2.980	\$1,043.00
32	Constructon Signs-Black/Orange	300	sf	8.000	\$2,400.00	7.400	\$2,220.00	7.000	\$2,100.00	5.930	\$1,779.00
33	Construction Signs-Black/Orange, Face	80	sf	6.000	\$480.00	5.110	\$408.80	5.000	\$400.00	2.980	\$238.40
34	Catalog Price Discount				10%	No	Bid	No	Bid		0%
TOTAL GROSS PRICE						\$135,660.40		\$109,869.55		\$108,830.24	\$86,225.01

BID TABULATION-A/R/C FOR TRAFFIC SIGNS MATERIALS

ITEM NO.	DESCRIPTION	EST. QTY.	UNIT	Vulcan Signs		UNIT PRICE	AMOUNT	UNIT PRICE	AMOUNT	UNIT PRICE	AMOUNT
				UNIT PRICE	AMOUNT						
1	Aluminum Sign Blanks	4500	sf	2.120	\$9,540.00						
2	HIP Backing-White	2100	sf	2.250	\$4,725.00						
3	HIP Backing-Yellow	2000	sf	2.250	\$4,500.00						
4	HIP Backing-FYG	1	sf	2.250	\$2.25						
5	HIP Backing-Orange	1	sf	2.250	\$2.25						
6	Overlay Sheeting-Red	800	sf	1.010	\$808.00						
7	Overlay Sheeting-Blue	1600	sf	1.010	\$1,616.00						
8	Overlay Sheeting-Yellow	700	sf	1.010	\$707.00						
9	Overlay Sheeting-Brown	1	sf	1.010	\$1.01						
10	Overlay Sheeting-Green	1	sf	1.010	\$1.01						
11	Overlay Sheeting-Orange	1	sf	1.010	\$1.01						
12	Overlay Sheeting-Clear	1	sf	1.010	\$1.01						
13	Opaque Sheeting-Black	1100	sf	1.010	\$1,111.00						
14	Informational Signs-Blue/White	750	sf	6.250	\$4,687.50						
15	Informational Signs-Sign Face Only	200	sf	4.100	\$820.00						
16	Informational Signs-Green/White	80	sf	6.250	\$500.00						
17	Informational Signs-Face Only	20	sf	4.100	\$82.00						
18	Informational Signs-Brown/White	80	sf	6.250	\$500.00						
19	Information Signs-Face Only	20	sf	4.100	\$82.00						
20	Regulatory Signs-Red/White	2700	sf	4.850	\$13,095.00						
21	Regulatory Signs-Red/White, Face Only	700	sf	2.780	\$1,946.00						
22	Regulatory Signs-Black/White	700	sf	4.850	\$3,395.00						
23	Regulatory Signs-Black/White, Face Only	175	sf	2.780	\$486.50						
24	Regulatory Signs-Black/Color/White	900	sf	5.010	\$4,509.00						
25	Regulatory Signs-Black/Color/White, Face	250	sf	2.930	\$732.50						
26	Warning Signs-Black/Yellow	2800	sf	4.850	\$13,580.00						

BID TABULATION-A/R/C FOR TRAFFIC SIGNS MATERIALS

ITEM NO.	DESCRIPTION	EST. QTY.	UNIT	Vulcan Signs		UNIT PRICE	AMOUNT	UNIT PRICE	AMOUNT	UNIT PRICE	AMOUNT
				UNIT PRICE	AMOUNT						
27	Warning Signs-Black/Yellow, Face Only	700	sf	2.780	\$1,946.00						
28	Warning Signs-Black/Color/Yellow	200	sf	5.010	\$1,002.00						
29	Warning Signs-Black/Color/Yellow, Face	50	sf	2.930	\$146.50						
30	School Signs-Black/FYG/White	1300	sf	4.850	\$6,305.00						
31	School Signs-Black/FYG/Yellow, Face Only	350	sf	2.780	\$973.00						
32	Constructon Signs-Black/Orange	300	sf	4.850	\$1,455.00						
33	Construction Signs-Black/Orange, Face	80	sf	2.780	\$222.40						
34	Catalog Price Discount			0.100							
Total Price					\$79,480.94		\$0.00		\$0.00		\$0.00



MEMO

DATE: July 6, 2015

TO: Keith Dagen – Director of Finance

FROM: Pam Kirkland – Purchasing Manager

SUBJECT: Award of Bid #76-15 for the cooperative purchase of a Mobile Intensive Care Unit (MICU) ambulance for the Fire Department to Mac Haik Dodge Chrysler Jeep in the amount of \$185,725 through the Houston-Galveston Area Council of Governments Contract #AM10-14

Proposed Date of Award: July 13, 2015

I concur with the recommendations of Ernest Ramos – Fleet and Materials Manager and Alan Palomba – Fire Chief and request permission to issue a purchase order for a Frazer 14' Type 1 MICU ambulance on a Dodge 4500 regular cab chassis, as specified in the attached quotations, to Mac Haik Dodge Chrysler Jeep, in the amount of \$185,725.

The above referenced equipment has been bid through the Houston-Galveston Area Council of Governments (HGAC) Contract #AM10-14. As specified in the contract, the chassis and invoicing for the complete unit is provided from Mac Haik Dodge Chrysler Jeep and the MICU conversions are completed through Frazer, LTD. The City of Richardson participates in the HGAC program through our existing interlocal agreement for cooperative purchasing pursuant to Texas Government Code, Chapter 791.025 and Texas Local Government Code, Subchapter F, Section 271.102. This agreement automatically renews annually unless either party gives prior notice of termination.

A total of \$280,000 was budgeted for this expenditure in account 235-1410-581-7421, Project FD1512, which includes make ready costs.

Concur:

Keith Dagen

ATTACHMENTS

Xc: Dan Johnson
Don Magner
Cliff Miller
Shanna Sims-Bradish
Kent Pfeil



MEMO

DATE: July 1, 2015
TO: Pam Kirkland, Purchasing Manager
FROM: Ernie Ramos, Fleet & Materials Manager *E.R.*
RE: Capital Equipment Purchase, FD1512, via HGAC Contract # AM10-14, Product Code: HD10, contract expires 9/30/16

I have reviewed the existing contract referenced above and recommend purchasing Product Code HD10, one (1) Dodge 4500 Regular Cab Chassis with Frazer 14' Type 1 Mobile Intensive Care Unit (MICU) module for an amount totaling \$185,725. I received and approved the quote with options listed from Mac Haik Dodge Chrysler Jeep.

The funding for the purchase is funded from account # 235-1410-581-7421, Project # FD1512. The contact at Mac Haik Dodge Chrysler Jeep is Mr. David Sheehy, and he can be reached at (281) 310-9520, or E-mail: dsheehy@machaikdcj.com, or Fax: (281) 820-7435. Please order the MICU as specified on the attached quote provided.

Attachment/s: HGAC Quote (1-page)
HGAC Contract, AM10-14 (32-pages)
Frazer Quote (6-pages)

CC: Allan Journey, EMS Captain
Curtis Poovey, Battalion Chief
Robert Younger, Battalion Chief
Alan Palomba, Fire Chief
Keith Dagen, Director of Finance



MEMO

DATE: July 2, 2015
TO: Pam Kirkland, Purchasing Manager
FROM: Alan Palomba, Fire Chief
RE: Capital Equipment Purchase, FD1512, via HGAC Contract # AM10-14, Product Code: HD10, contract expires 9/30/16

I recommend purchasing Product Code HD10, one (1) Dodge 4500 Regular Cab Chassis with Frazer 14' Type 1 Mobile Intensive Care Unit (MICU) module for an amount totaling \$185,725. Fleet Services received and approved the quote with options listed from Mac Haik Dodge Chrysler Jeep.

The funding for the purchase is funded from account # 235-1410-581-7421, Project # FD1512. The contact at Mac Haik Dodge Chrysler Jeep is Mr. David Sheehy, and he can be reached at (281) 310-9520, or E-mail: dsheehy@machaikdcj.com, or Fax: (281) 820-7435. Please order the MICU as specified on the quote provided by Fleet Services

CC: Allan Journey, EMS Captain
Curtis Poovey, Battalion Chief
Ernie Ramos, Fleet & Materials Manager
Robert Younger, Battalion Chief
Keith Dagen, Director of Finance



CONTRACT PRICING WORKSHEET
For MOTOR VEHICLES Only

Contract No.:

AM10-14

Date Prepared:

07/01/15

This Worksheet is prepared by Contractor and given to End User. If a PO is issued, both the PO and the Worksheet **MUST** be faxed to H-GAC @ 713-993-4548. Therefore please type or print legibly.

Buying Agency:	Richardson Fire Department	Contractor:	Mac Haik Dodge Quote 9861A-HGAC
Contact Person:	Ernie Ramos	Prepared By:	David Sheehy
Phone:	972-744-4421	Phone:	281-768-1881
Fax:	972-744-5812	Fax:	281-820-7435
Email:	ernest.ramos@cor.gov	Email:	dsheehy@machaikdcj.com

Product Code:	HD10	Description:	Type I 14' on Ram 4500 Diesel DRW Cab/Chassis, Gen Pwr Mod
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A. Product Item Base Unit Price Per Contractor's H-GAC Contract: \$159,750.00

B. Published Options - Itemize below - Attach additional sheet(s) if necessary - Include Option Code in description if applicable.

(Note: Published Options are options which were submitted and priced in Contractor's bid.)

Description	Cost	Description	Cost
9852-Liquid Spring suspension system	\$9,500.00	10940-BP200-EF speaker in the center of the front bumper	\$750.00
7932-OnSpot tire chains for 2012 Dodge Ram 4500	\$2,500.00	8008-Replacement rearview mirror with a built in monitor	\$1,050.00
1584-Module has single color paint scheme - NOT white	\$1,200.00	564-Armrests on the console	\$200.00
1630-Conspicuity on the entire rear of the module including the	\$1,500.00	7794-Exhaust buzzer cut off switch at the rear door switch pane	\$200.00
1613-Striping and lettering - \$3000	\$3,000.00	958-3 high powder coated aluminum glove box holder/ end rail	\$450.00
7654-Whelen Pioneer Plus dual panel Super-LED floodlights -	\$2,700.00	11343-Loncoin II Flecks, Sapphire, color no.152, in lieu of stan	\$350.00
11096-(2) Whelen Pioneer Plus dual panel Super-LED floodlight	\$3,500.00	1399-Extra sharps container and bracket above squad bench	\$75.00
4655-Whelen traffic advisor on the rear wall with a control head	\$1,400.00		
12077-3M-GTT Opticom on the front wall (latching)	\$1,800.00		
1036-Engel 15 qt. Refrigerator with a hasp on the stationary port	\$900.00		
12195-Red captain's chair with built-in child safety seat	\$700.00		
8122-ArcRite running boards for 2009 thru 2014 Dodge Ram 35	\$850.00		
		Subtotal From Additional Sheet(s):	
		Subtotal B:	\$32,625.00

C. Unpublished Options - Itemize below / attach additional sheet(s) if necessary.

(Note: Unpublished options are items which were not submitted and priced in Contractor's bid.)

Description	Cost	Description	Cost
Squad bench cabinet	\$600.00		
		Subtotal From Additional Sheet(s):	
		Subtotal C:	600

Check: Total cost of Unpublished Options (C) cannot exceed 25% of the total of the Base Unit Price plus Published Options (A+B). For this transaction the percentage is: 0%

D. Total Cost Before Any Applicable Trade-In / Other Allowances / Discounts (A+B+C)

Quantity Ordered:	1	X Subtotal of A + B + C:	\$192,975.00	=	Subtotal D:	\$192,975.00
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E. H-GAC Order Processing Charge (Amount Per Current Policy) Subtotal E: \$1,000.00

F. Trade-Ins / Special Discounts / Other Allowances / Freight / Installation / Miscellaneous Charges

Description	Cost	Description	Cost
Credit for gasoline chassis	-\$8,250.00		
		Subtotal F:	-8250

Delivery Date: **G. Total Purchase Price (D+E+F):** \$185,725.00



MEMO

DATE: July 6, 2015
TO: Keith Dagen – Director of Finance
FROM: Pam Kirkland – Purchasing Manager 
SUBJECT: Award of Bid #77-15 for the cooperative contract for the 2015 Trenchless Sewer Rehabilitation Project to Insituform Technologies, Inc. pursuant to unit prices bid through the Local Government Purchasing Cooperative (Buyboard) Contract #462-14

Proposed Date of Award: July 13, 2015

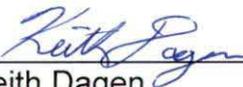
I concur with the recommendation of Hunter Stephens – Superintendent of Utilities, and request permission to issue a purchase order to Insituform Technologies, Inc. for the above referenced contract in the amount of \$305,990, as per the project description and unit prices in the attached quotation. Insituform Technologies, Inc. is the contract vendor for trenchless sewer repair through the Local Government Purchasing Cooperative (Buyboard) Contract #462-14.

The city is not obligated to pay for or use a minimum or maximum amount of repair services, payment will be rendered according to the amount of work that is done and pursuant to the unit prices bid.

The City of Richardson is a member of the Local Government Purchasing Cooperative through our existing interlocal agreement for cooperative purchasing pursuant to Texas Government Code, Chapter 791.025 and Texas Local Government Code, Subchapter F, Section 271.102. This agreement automatically renews annually unless either party gives prior notice of termination.

Funding is provided from account 511-5610-503-7704.

Concur:


Keith Dagen

Attachments

Xc: Dan Johnson
Don Magner
Cliff Miller
Shanna Sims-Bradish
Kent Pfeil



MEMO

TO: Darryl Fourte, Director of Public Services

FROM: Hunter Stephens, Utilities System Superintendent *HP DES*

DATE: 7/1/2015

SUBJECT: Award of Contract –Insituform Technologies, Inc. -
2015 Trenchless Sewer Rehabilitation Project.

ACTION REQUESTED

Council to consider award of a contract to Insituform Technologies, Inc., for the 2015 Trenchless Sewer Rehabilitation Project.

BACKGROUND INFORMATION

Insituform Technologies, Inc., uses a trenchless sewer pipe rehabilitation technology that allows fully structural liner that reinforces the sewer pipe and makes it water tight. This process helps reduce inflow and infiltration (I&I) of the wastewater system and extends the life of the pipe.

Insituform Technologies is considered for this construction method through the Texas Local Government Statewide Purchasing Cooperative Contract #462-14 administered through Buy Board.

There are six locations ranging in size from 8 inch to 10 inch for this capital improvement in-line reconstruction. These locations were identified from infrastructure assessments and verified with camera inspection of the assets. Pursuant to Buy Board pricing, the base proposal for this work is \$305,990.

FUNDING

Funding for the 2015 sewer line rehabilitation project will be provided from Public Services Construction Account # 511-5610-503-7704

SCHEDULE

The work is scheduled to start in August of 2015.



1103 Postwood Dr.
Corinth, TX 76210
www.insituform.com

Name: Tim Peterie
Phone: 214-317-0950

Fax: 940-498-0265
Email: tpeterie@insituform.com

June 23, 2015

ACES#: AAJA-NY9LIN

Mr. Hunter Stephens
City of Richardson
411 W. Arapaho Rd.
Richardson, TX US 75080-4551

Proposal

Project Name: **City of Richardson, TX
'15 In-Line Sanitary Sewer Rehabilitation**

INSITUFORM TECHNOLOGIES, LLC herein proposes to furnish all labor, materials, equipment, and services necessary to reconstruct the referenced project (as detailed in the project location maps presented by the City of Richardson) utilizing the Texas Statewide Cooperative Purchasing Contract #462-14 administered through the BuyBoard.

ASSUMPTIONS AND QUALIFICATIONS

Insituform™ Design. We have based this proposal on a nominal wall thickness for the Insitutube™, which is based on the best available information at the time of this proposal. Existing pipe deterioration in excess of the conditions assumed, ground water loads in excess of those assumed, or other loads or conditions may increase the recommended thickness for all or portions of the work. Final recommendations may be submitted to you following the completion of the preliminary TV phase of the project. Stated prices are subject to adjustment if design changes are agreed upon.

Laterals. During TV inspection all side sewers are verified, using best practical efforts, to determine if each is an active hook up. Normal practice only reinstates those that are active. You may direct us to reinstate all, or specific laterals, as you desire. This proposal, unless otherwise stated, assumes that all laterals will be reconnected, and all will be internally reconnected using the Insitucutter™. Specific service connections will not be reconnected only when written directions are received from the Owner. The Owner will indemnify and hold INSITUFORM TECHNOLOGIES, LLC harmless from all claims arising from backups and other effects of such actions or inaction's.

The pricing in this proposal assumes that all Technical Specifications set forth by the BuyBoard will be strictly adhered to.

INSITUFORM TECHNOLOGIES, LLC will supply the City of Richardson the necessary Maintenance, Payment, and Performance Bonds as required by the City, following acceptance of this proposal.

- Special:**
- 1. Pricing for point repairs is based on a length of 6 feet. Any point repairs found to be necessary for lengths over 6 feet will be addressed on an as-needed basis and priced accordingly.**
 - 2. Price includes cutting fiber optic cable casing that crosses Jay Ell sewer line.**
 - 3. Richardson to allow looped soft bypass during the day of installation.**
 - 4. Water shall be provided at no cost to Insituform Technologies, LLC for all construction phases of this project. Insituform Technologies, LLC will follow all required deposit, backflow prevention and metering procedures**
 - 5. Insituform estimates that this project should be completed 120 days following the Notice to Proceed from the City of Richardson.**

PROPOSAL TERMS AND CONDITIONS

Terms and Conditions from the Texas Statewide Cooperative Purchasing Contract are available upon request from the BuyBoard. Any changes to these conditions must be noted and agreed upon by both parties.

PROPOSAL PRICING

Richardson Defined Scope '15 In-Line Rehab

Description	Quantity	Unit of Measure	BuyBoard Price	Adjusted Price	Extended Total
8" x 6.0mm CIPP	4,360	LF	\$30.00	\$30.00	\$130,800.00
10" x 6.0mm CIPP	640	LF	\$34.00	\$34.00	\$21,760.00
8" Clean and TV sanitary sewer	4,360	LF	\$5.00	\$4.00	\$17,440.00
10" Clean and TV sanitary sewer	640	LF	\$6.00	\$6.00	\$3,840.00
Internal reconnects	80	EA	\$275.00	\$250.00	\$20,000.00
Other remote obstruction removal	3	EA	\$1,350.00	\$300.00	\$900.00
6"-10" Post TV inspection	5,000	LF	\$2.00	\$2.00	\$10,000.00
Set up 4" pump (per pump)	10	EA	\$500.00	\$250.00	\$2,500.00
Set up 4" piping	5,000	LF	\$5.00	\$1.50	\$7,500.00
Operate 4" pumping system	10	Day	\$100.00	\$100.00	\$1,000.00
6"-8" Point repair (0'-8' deep)	8	EA	\$4,250.00	\$3,500.00	\$28,000.00
6"-10" Point repair (8'-12' deep)	2	EA	\$4,750.00	\$4,750.00	\$9,500.00
New 4' DIA manhole (0'-6' deep)	1	EA	\$5,000.00	\$5,000.00	\$5,000.00
Extra depth 4" DIA manhole over 6'	1	VF	\$450.00	\$450.00	\$450.00
Trench safety	105	LF	\$10.00	\$10.00	\$1,050.00
Repair/Rehab 8" concrete pavement	100	SY	\$250.00	\$250.00	\$25,000.00
Sod	30	SY	\$10.00	\$10.00	\$300.00
Traffic control	15	Day	\$1,000.00	\$900.00	\$13,500.00
Traffic control plan	1	EA	\$3,000.00	\$2,500.00	\$2,500.00
Travel & Mobilization	1	EA	\$1,500.00	\$1,500.00	\$1,500.00
Cut fiber casing 2736-2736A	1	LS	N/A	\$3,450.00	\$3,450.00
TOTAL					\$305,990.00

Note: It is understood that the point repairs and associated items may not be necessary until verified during the pre-tv/clean phase. These items will only be billed if utilized.

OFFERED BY

INSITUFORM TECHNOLOGIES, LLC



TIMOTHY R. PETERIE
BUSINESS DEVELOPMENT MANAGER

REVIEWED BY:
ANDY OZMENT
AREA MANAGER

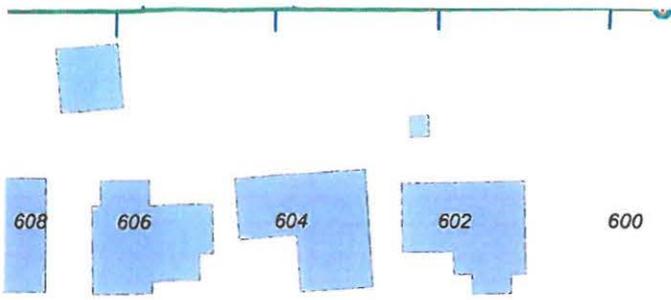
cc: Donnie Davis (City of Richardson)
Josh Awalt
Ben Hawkins

2014/15 In Line Reconstruction

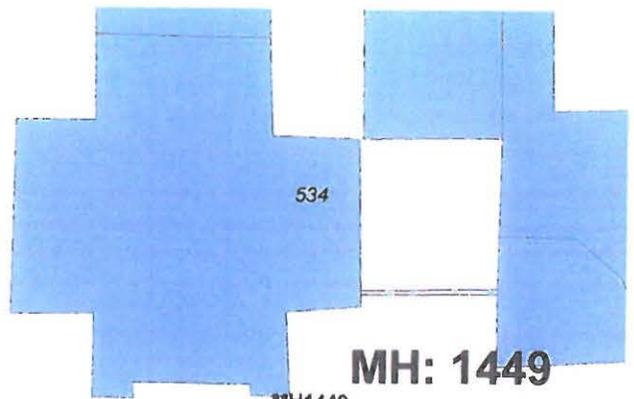
Project Number	Street Name	From	To	Location	Drainage Basin	Priority	Break Down	Unit	Total	Pipe Size	CST FCT	Cost
5610-15-001	700 St. Lukes	702	800	Street	Cottonwood	1	CIPP	LNFT	382	8"	\$39	
							CL/TV	LNFT	382	8"	\$7	
							Manhole Install	EACH				
							R/R Concrete Pavement	SQ YDS				
							R/R Flex Base	SQ YDS	20			
							Bypass Setup	EACH	382	4"	\$5/lf, \$500 set up	
							Bypass Operation	DAY	3	4"	\$100/day	
							Services	EACH	4	4"	\$275	
Excavation Spot Repair	EACH	2	8"	\$4,000								
5610-15-002	700 S. Sherman St.	716	Spring Valley	Alley	Flyd/Branch	2	CIPP	LNFT	1641	8"	\$39	
							CL/TV	LNFT	1641	8"	\$7	
							Manhole Install	EACH				
							R/R Concrete Pavement	SQ YDS				
							R/R Flex Base	SQ YDS				
							Bypass Setup	EACH	1641	4"	\$5/lf, \$500 set up	
							Bypass Operation	EACH	3	4"	\$100	
							Services	EACH	20	4"	\$275	
Excavation Spot Repair	EACH	2	8"	\$4,000								
5610-15-003	601 W. Beltline Rd	601	103 Lindale	Easement	Flyd/Branch	3	CIPP	LNFT	192	10	\$39	
							CL/TV	LNFT	192	10	\$7	
							Manhole Install	EACH				
							R/R Concrete Pavement	SQ YDS				
							R/R Flex Base	SQ YDS				
							Bypass Setup	EACH	192	4"	\$5/lf, \$500 set up	
							Bypass Operation	EACH	1	4"	\$100/day	
							Services	EACH		4"	\$275	
Excavation Spot Repair	EACH		8"									
5610-15-004	200-312 Ocean Dr.	200	312	Alley	Duck Creek	4	CIPP	LNFT	1028	8"	\$39	
							CL/TV	LNFT	1028	8"	\$7	
							Manhole Install	EACH				
							R/R Concrete Pavement	SQ YDS				
							R/R Flex Base	SQ YDS				
							Bypass Setup	EACH	1028	4"	\$5/lf, \$500 set up	
							Bypass Operation	EACH	3	4"	\$100/day	
							Services	EACH	26	4"	\$275	
Excavation Spot Repair	EACH	3	8"	\$4,000								
5610-15-005	1312 Commanche Dr.	1312	1222	Street	Cottonwood	5	CIPP	LNFT	1290	8"	\$39	
							CL/TV	LNFT	1290	8"	\$7	
							Manhole Install	EACH				
							R/R Concrete Pavement	SQ YDS				
							R/R Flex Base	SQ YDS				
							Bypass Setup	EACH	1290	4"	\$5/lf, \$500 set up	
							Bypass Operation	EACH	2	4"	\$100/day	
							Services	EACH	30	4"	\$275	
Excavation Spot Repair	EACH	2	8"	\$4,000								

2014/15 In Line Reconstruction

5610-15-006	Jay Ell	1700	1800	Creek	Duck Creek	6	CIPP	LNFT	440	10	\$43	
							CL/TV	LNFT	440	10	\$7	
							Manhole Install	EACH				
							R/R Concrete Pavement	SQ YDS				
							R/R Flex Base	SQ YDS				
							Bypass Setup	EACH	440	6"	\$15/lf, \$1250 set up	
							Bypass Operation	EACH	1	6"	\$100/day	
							Services	EACH				
							Excavation Spot Repair	EACH	1	8"	\$4,000	



N Lindale Ln



MH: 1449

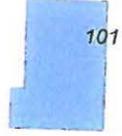
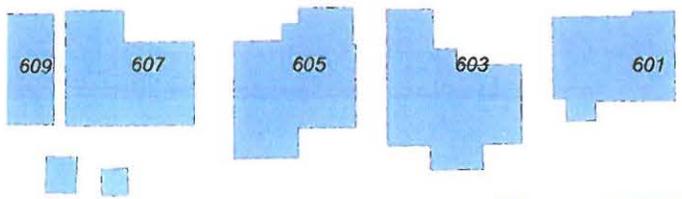
MH1449

W Belt Line Rd

W Belt Line Rd

Lindale Ln

SM1506 (8)



SM10340 (10)

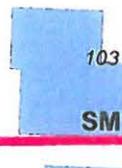
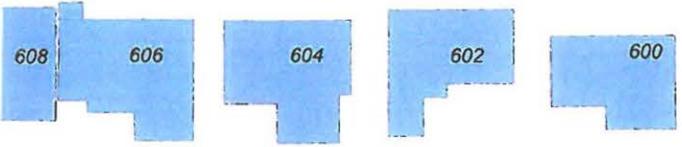
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MH5369

MH1454

MH: 5369

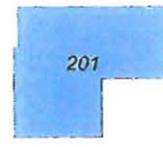
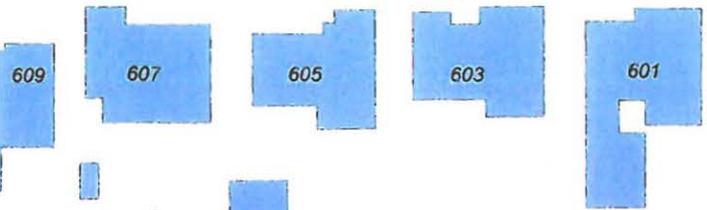


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S Lindale Ln

SM1508 (10)

Devonshire Dr



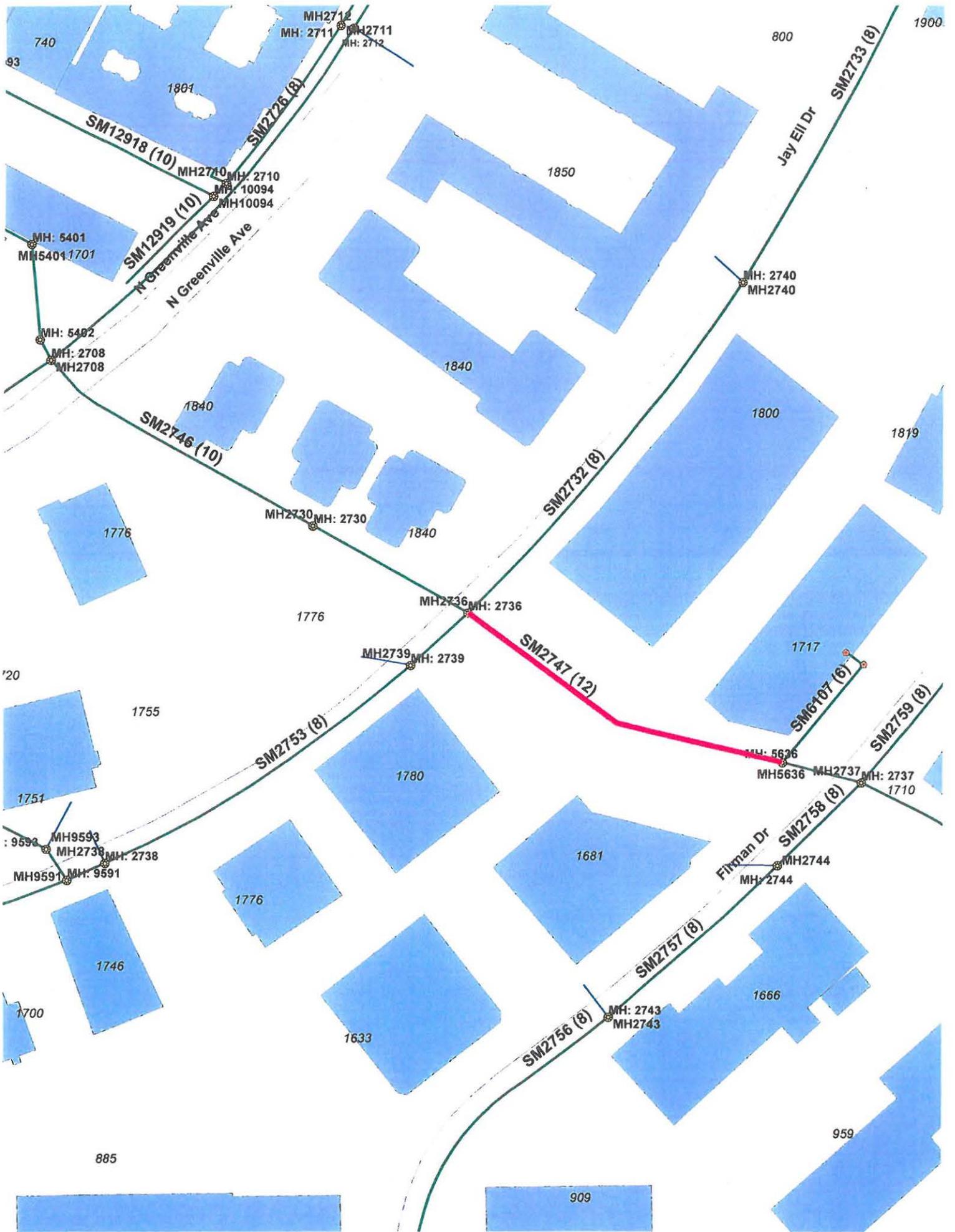
SM10545 (8)

MH1455

MH: 1455









MEMO

DATE: July 6, 2015
TO: Keith Dagen – Director of Finance
FROM: Pam Kirkland – Purchasing Manager *Pam*
SUBJECT: Rejection of Bid #56-15 for an Annual Requirements Contract for Traffic Signs and Materials for Traffic Operations

Proposed Date of Award: July 13, 2015

I concur with the recommendation of Robert Saylor – Traffic Engineering & Operations Manager, and request to reject all bids received for the annual requirements contract for traffic signs and materials.

After evaluating the six responses received, it was discovered our specifications were not clear on the type of sheeting we specified. Also, several bidders did not provide the additional information requested to evaluate the bids based on the best value criteria specified in the bid. We therefore, rewrote our specifications and rebid the contract on Bid 67-15, which we are recommending award to Rocal, Inc.

This bid was advertised in the Dallas Morning News on April 8 & 14, 2015 and was posted on Bidsync.com. A prebid conference was held on April 15, 2015 and two vendors and five staff members were in attendance. A total of 938 bidders were electronically notified of the bid; 31 viewed the bid; and 6 bids were received.

Concur:

Keith Dagen

Keith Dagen

ATTACHMENTS

Xc: Dan Johnson
David Morgan
Cliff Miller
Shanna Sims-Bradish
Kent Pfeil



MEMO

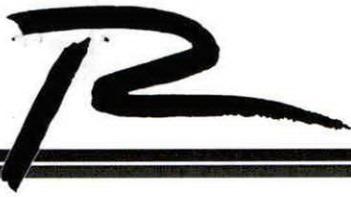
TO: Pam Kirkland, Director of Purchasing
FROM: Robert Saylor, P.E., PTOE – Traffic Engineering and Operations Manager
DATE: April 30, 2015

SUBJECT: Bid 56-15 - Annual Contract for Traffic Signs and Materials

I recommend that the City not award the contract for Traffic Signs and Materials from Bid 56-15. I recommend that the specification for this Bid be altered for greater clarity and re-bid.

Bids submitted from the advertisement are all deemed non-responsive, primarily due to lack of required documentation, and with additional deficiencies in some cases. The specification will be revised for enhanced clarity and should be re-advertised.

Thanks,
Robert Saylor, P.E., PTOE
Traffic Engineering and Operations Manager
City of Richardson
(972) 744-4324



MEMO

DATE: July 8, 2015
TO: Keith Dagen – Finance Director
FROM: Pam Kirkland – Purchasing Manager
Bill Masten for
SUBJECT: Change Order to increase purchase order 150669 to Mid-America Golf and Landscape, Inc. for the Sherrill Park Course #1 – 2015 Renovations in the amount of \$199,477.98

Proposed Date of Award: July 13, 2015

I concur with the recommendation of Jim Lockart – Assistant Director of Engineering, and request permission to increase the above referenced purchase order in the amount of \$199,477.98, as outlined in Mr. Lockart's attached memo.

Texas Local Government Code Chapter 252.048 allows for change orders to contracts if plans or specifications are necessary after or during the performance of the contract to decrease or increase the quantity of work to be performed or of materials, equipment or supplies to be furnished. The contract may not be increased by more than 25% of the original contract amount or decreased more than 25% without the consent of the contractor and any change order over \$50,000 must be approved by the governing body of the municipality.

This change order is within the 25% maximum change order limit but requires approval by the governing body because it is over \$50,000.

Concur:

Keith Dagen

Keith Dagen

Approved:

Dan Johnson

ATTACHMENTS

Xc: Dan Johnson
Don Magner
Cliff Miller
Shanna Sims-Bradish
Kent Pfeil



MEMO

TO: Pam Kirkland, Purchasing Manager

FROM: Jim Lockart, P.E., Assistant Director of Engineering *JAL*

SUBJECT: Change Order 6 & 7 to INCREASE Purchase Order #150669
Mid-America Golf—Sherrill Park Course #1—2015 Renovations

DATE: 7/13/15

ACTION REQUESTED

Process change order #6 & 7 to increase Purchase Order #150669.

ACCOUNT SUMMARY

Original Purchase Order		\$2,200,000.00
Change Order #1	Delete water line \$12,985 .00	\$0.00
	Increase contingency \$12,985.00	
Change Order #2	36" Hanson Type "B" Headwall – Contingency	\$0.00
Change Order #3	Substitute steel truss bridge for cast in place bridge	\$0.00
Change Order#4	Time extension due to weather	\$0.00
Change Order#5	Contingency Items – delete reconstruction of putting green, add drainage improvements	\$0.00
Change Order#6	Delete 13 acres of 419 TIF sprigs	\$179,994.75
	Add 13 acres of 419 TIF sod	
Change Order#7	Add 16 Fairway irrigation heads	\$19,483.23
	Add 12 infinity irrigation heads	
Total Authorized Contract Amount		\$2,399,477.98

BACKGROUND INFORMATION

Change Order #6 is for sod which will be laid in July. The unusually heavy rainfall delayed the finish grading work, and as a result, the course was not ready for sprigs in June. In order to open the course on schedule, sod will be used in place of grass sprigs. Change Order #7 is for additional irrigation coverage at various locations on the course.

FUNDING INFORMATION

\$179,994.75 - Add Line Item 3 Account #313-9755-583-7524, Project# 313251

\$19,483.23 - Add Line Item 4 Account #313-9755-583-7524, Project #313251

AIA® Document G701™ – 2001

Change Order

PROJECT (Name and address): Sherrill Park Golf Course #1-2015 Renovations CSP#902-15 2001 E Lookout Dr Richardson TX 75082	CHANGE ORDER NUMBER: 007 DATE: 6-30-15	OWNER: <input type="checkbox"/> ARCHITECT: <input type="checkbox"/> CONTRACTOR: <input type="checkbox"/> FIELD: <input type="checkbox"/> OTHER: <input type="checkbox"/>
TO CONTRACTOR (Name and address): Mid-America Golf and Landscape, Inc 1621 SE Summit Lee's Summit, MO 64081-3291	ARCHITECT'S PROJECT NUMBER: CONTRACT DATE: January 13, 2015 CONTRACT FOR: General Construction	

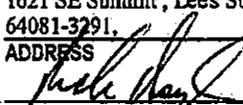
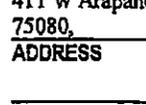
THE CONTRACT IS CHANGED AS FOLLOWS:
(Include, where applicable, any undisputed amount attributable to previously executed Construction Change Directives)
 Additional: Add 16 Fairway heads @ \$518.80 = \$8,300.00 Add 12 infinity heads @ \$491.91 = \$5,902.92
 Add 1 Satellite field controller \$5,279.51

The original Contract Sum was	\$ <u>2,200,000.00</u>
The net change by previously authorized Change Orders	\$ <u>179,994.75</u>
The Contract Sum prior to this Change Order was	\$ <u>2,379,994.75</u>
The Contract Sum will be increased by this Change Order in the amount of	\$ <u>19,483.23</u>
The new Contract Sum including this Change Order will be	\$ <u>2,399,477.98</u>

The Contract Time will be increased by Zero (0) days.
 The date of Substantial Completion as of the date of this Change Order therefore is

NOTE: This Change Order does not include changes in the Contract Sum, Contract Time or Guaranteed Maximum Price which have been authorized by Construction Change Directive until the cost and time have been agreed upon by both the Owner and Contractor, in which case a Change Order is executed to supersede the Construction Change Directive.

NOT VALID UNTIL SIGNED BY THE ARCHITECT, CONTRACTOR AND OWNER.

Weibring Wolfard Golf Design ARCHITECT (Firm name)	Mid-America Golf and Landscape, Inc CONTRACTOR (Firm name)	City of Richardson OWNER (Firm name)
C/O Steve Wolfard, 5064 Lakeshore Blvd, The Colony, TX 75056, ADDRESS	1621 SE Summit, Lee's Summit, MO 64081-3291, ADDRESS	411 W Arapaho Rd, Richardon, TX 75080, ADDRESS
BY (Signature)	 BY (Signature)	 BY (Signature)
(Typed name)	Rick Bay Law (Typed name)	Dan Johnson (Typed name)
DATE	6-30-15 DATE	DATE



AIA Document G701™ – 2001

Change Order

PROJECT (Name and address): Sherrill Park Golf Course #1-2015 Renovations CSP#902-15 2001 E Lookout Dr Richardson TX 75082	CHANGE ORDER NUMBER: 006 DATE: 6-30-2015	OWNER: <input type="checkbox"/> ARCHITECT: <input type="checkbox"/> CONTRACTOR: <input type="checkbox"/> FIELD: <input type="checkbox"/> OTHER: <input type="checkbox"/>
TO CONTRACTOR (Name and address): Mid-America Golf and Landscape, Inc 1621 SE Summit Lee's Summit, MO 64081-3291	ARCHITECT'S PROJECT NUMBER: CONTRACT DATE: January 13, 2015 CONTRACT FOR: General Construction	

THE CONTRACT IS CHANGED AS FOLLOWS:

(Include, where applicable, any undisputed amount attributable to previously executed Construction Change Directives)

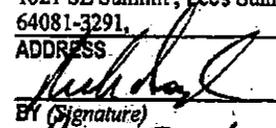
Additional: Add 13 acres of sod @16117 = \$ 209521.00
Delete 13 acres of sprigs @271.25 = -29526.25 total of Change order \$179,994.75

The original Contract Sum was	\$	2,200,000.00
The net change by previously authorized Change Orders	\$	0.00
The Contract Sum prior to this Change Order was	\$	2,200,000.00
The Contract Sum will be increased by this Change Order in the amount of	\$	179,994.75
The new Contract Sum including this Change Order will be	\$	2,379,994.75

The Contract Time will be increased by Thirty (30) days.
The date of Substantial Completion as of the date of this Change Order therefore is

NOTE: This Change Order does not include changes in the Contract Sum, Contract Time or Guaranteed Maximum Price which have been authorized by Construction Change Directive until the cost and time have been agreed upon by both the Owner and Contractor, in which case a Change Order is executed to supersede the Construction Change Directive.

NOT VALID UNTIL SIGNED BY THE ARCHITECT, CONTRACTOR AND OWNER.

<u>Weibring Wolfard Golf Design</u> ARCHITECT (Firm name)	<u>Mid-America Golf and Landscape, Inc</u> CONTRACTOR (Firm name)	<u>City of Richardson</u> OWNER (Firm name)
<u>C/O Steve Wolfard, 5064 Lakeshore Blvd, The Colony, TX 75056,</u> ADDRESS	<u>1621 SE Summit, Lee's Summit, MO 64081-3291,</u> ADDRESS	<u>411 W Arapaho Rd, Richardson, TX 75080,</u> ADDRESS
<u>BY (Signature)</u>	<u></u> BY (Signature)	<u>BY (Signature)</u>
<u>(Typed name)</u>	<u>Rick Bay Law</u> (Typed name)	<u>Dan Johnson</u> (Typed name)
<u>DATE</u>	<u>6-30-15</u> DATE	<u>DATE</u>

