



RESOLUTION NO. 2017-042

A RESOLUTION OF THE CITY COUNCIL OF THE CITY OF FARMERS BRANCH, TEXAS, APPROVING A MASTER DEVELOPMENT AGREEMENT, A REIMBURSEMENT AGREEMENT, AND A CONTINUING DISCLOSURE AGREEMENT WITH RESPECT TO THE MERCER CROSSING DEVELOPMENT, AND APPROVING OTHER MATTERS RELATED THERETO; AND PROVIDING FOR AN EFFECTIVE DATE.

WHEREAS, the City of Farmers Branch (the “City”) wishes to facilitate the development and construction of the Mercer Crossing Development, a first-class mixed-use development within the City; and

WHEREAS, CADG Mercer Crossing Holding, LLC, a Texas limited liability company (the “Developer”) is the majority owner of the property within the Mercer Crossing Development and will be the developer of the Mercer Crossing Development; and

WHEREAS, in order to facilitate the development and construction of the Mercer Development, the City has created, upon petition by the Developer, the Mercer Crossing Public Improvement District (the “PID”) pursuant to Chapter 372, Texas Local Government Code, as amended (the “Act”); and

WHEREAS, the City desires to facilitate the Mercer Crossing Development through the reimbursement of certain Public Improvement costs to the Developer from the proceeds of assessments levied on parcels within the PID pursuant to the Act; and

WHEREAS, the City has also created the City of Farmers Branch Tax Increment Reinvestment Zone No. 3 and has dedicated certain tax increment revenues to the Mercer Crossing Development through the deposit of such tax increment revenues to the assessment fund created for the PID and the application of such tax increment revenues to offset the assessments levied within the PID; and

WHEREAS, the Developer intends to assign assessment revenues paid to the Developer by the City for reimbursement of certain Public Improvement costs to the Public Finance Authority of Wisconsin, a unit of government and body corporate and politic of the State of Wisconsin (the “PFA”); and

WHEREAS, the PFA intends to issue tax-exempt bonds containing a pledge of the reimbursement payments assigned to it by the Developer, the proceeds of which will be used by the Developer to construct the Public Improvements; and

WHEREAS, the City and the Developer desire to enter into a Master Development Agreement to memorialize the responsibilities of each party with respect to the Mercer Crossing Development and further desire to enter into a Reimbursement Agreement whereby the Developer will be

reimbursed certain Public Improvement costs from assessments and tax increment revenues as set forth in the Reimbursement Agreement; and

WHEREAS, to facilitate the PFA's issuance of tax-exempt bonds, the City wishes to enter into a Continuing Disclosure Agreement in order to report to the bond market certain information relating to the levy and collection of the assessments; and

WHEREAS, the meeting at which this Resolution is being considered is open to the public as required by law, and the public notice of the time, place and purpose of said meeting was given as required by Chapter 551, Texas Government Code;

NOW, THEREFORE, BE IT RESOLVED BY THE CITY COUNCIL OF THE CITY OF FARMERS BRANCH, TEXAS, THAT:

SECTION 1. The Master Development Agreement between the Developer and the City attached hereto is approved, and the Mayor is authorized to execute the Master Development Agreement on behalf of the City, with such changes as the City Manager may approve.

SECTION 2. The Reimbursement Agreement between the Developer and the City attached hereto is approved, and the Mayor is authorized to execute the Reimbursement Agreement on behalf of the City, with such changes as the City Manager may approve.

SECTION 3. The Continuing Disclosure Agreement between the PFA, the City, the underwriter of the PFA bonds, and the dissemination agent attached hereto is approved, and the Mayor is authorized to execute the Continuing Disclosure Agreement on behalf of the City, with such changes as the City Manager may approve.

SECTION 4. This Resolution shall become effective immediately upon final passage.

PASSED AND APPROVED BY THE CITY COUNCIL OF THE CITY OF FARMERS BRANCH, TEXAS, THIS ____ DAY OF MARCH, 2017.

ATTEST:

APPROVED:

Amy Piukana, City Secretary

Bob Phelps, Mayor

APPROVED AS TO FORM:

Peter G. Smith, City Attorney
(PGS:2-28-17:TM 84186)