

ORDINANCE NO. 4679

AN ORDINANCE OF THE CITY OF MESQUITE, TEXAS, APPROVING AN AMENDED PROJECT PLAN AND REINVESTMENT ZONE FINANCING PLAN FOR MESQUITE RODEO CITY REINVESTMENT ZONE NUMBER ONE, CITY OF MESQUITE, TEXAS (THE "ZONE"); INCREASING THE TOTAL ESTIMATED PROJECT COSTS FOR THE ZONE; MAKING A FINDING OF FEASIBILITY; PROVIDING A REPEALER CLAUSE; PROVIDING A SEVERABILITY CLAUSE; AND PROVIDING AN EFFECTIVE DATE THEREOF.

WHEREAS, the City of Mesquite, Texas ("City"), established the Mesquite Rodeo City Reinvestment Zone Number One, City of Mesquite, Texas (the "Zone"), and established a board of directors for the Zone (the "Board of Directors") to promote development or redevelopment in the Zone pursuant to Ordinance No. 3138, approved by the City Council of the City ("City Council") on February 3, 1997 ("Ordinance No. 3138"), in accordance with the Tax Increment Financing Act, Chapter 311 of the Texas Tax Code, as amended (the "Act"); and

WHEREAS, the Zone is also sometimes referred to as the Rodeo City Tax Increment Finance Reinvestment Zone Number One, City of Mesquite, Texas; and

WHEREAS, Ordinance No. 3138 has been amended by Ordinance No. 3414, approved by the City Council on February 5, 2001, and by Ordinance No. 4634, approved by the City Council on December 3, 2018 ("Ordinance No. 4634"); and

WHEREAS, on April 3, 1997, the Board of Directors prepared and adopted a project plan and reinvestment zone financing plan for the Zone which was subsequently approved by the City Council on April 21, 1997, pursuant to Ordinance No. 3152 (the "Original Project Plan and Financing Plan"); and

WHEREAS, amendments and/or restatements to the Original Project Plan and Financing Plan for the Zone have previously been adopted by the Board of Directors and approved by the City Council on the following dates pursuant to the following ordinances, to-wit: (i) on July 7, 1997, pursuant to Ordinance No. 3162; (ii) on February 5, 2001, pursuant to Ordinance No. 3412; (iii) on August 25, 2003, pursuant to Ordinance No. 3597; (iv) on February 16, 2004, pursuant to Ordinance No. 3635; and (v) on December 3, 2018, pursuant to Ordinance No. 4634; and

WHEREAS, Ordinance No. 4634 also enlarged the boundaries and increased the geographic area of the Zone, increased the total estimated project costs for the Zone, and amended the composition of the Board of Directors of the Zone; and

WHEREAS, Section 311.010 (a) of the Act provides that the board of directors of a tax increment reinvestment zone shall make recommendations to the governing body of the municipality that created the zone concerning the administration of the Act in the zone; and

WHEREAS, Section 311.011 (e) of the Act allows the board of directors of a tax increment reinvestment zone to adopt an amendment to a project plan for the zone so long as the amendment is consistent with the requirements and limitations of the Act and is approved by the governing body of the municipality that created the zone; and

WHEREAS, on June 3, 2019, the Board of Directors prepared and adopted an amended project plan and reinvestment zone financing plan for the Zone, a copy of which is attached hereto as Exhibit "A" and made a part hereof for all purposes (the "2019 Amended Project and Financing Plan"); and

WHEREAS, the 2019 Amended Project and Financing Plan is consistent with the requirements and limitations of the Act; and

WHEREAS, the 2019 Amended Project and Financing Plan proposes to increase the total estimated project costs for the Zone; and

WHEREAS, the 2019 Amended Project and Financing Plan is not effective unless it is approved by the City Council by ordinance adopted after a public hearing; and

WHEREAS, notice of the public hearing to be held at 7:00 p.m. on June 3, 2019 to consider approving the 2019 Amended Project and Financing Plan and increasing the total estimated project costs for the Zone was published in the *Daily Commercial Record*, a newspaper of general circulation in the City, on May 23, 2019, which date is at least seven (7) days before the date of the public hearing held on June 3, 2019, in accordance with Section 311.003 of the Act; and

WHEREAS, on May 24, 2019, notice of the public hearing to be held at 7:00 p.m. on June 3, 2019 to consider approving the 2019 Amended Project and Financing Plan and increasing the total estimated project costs for the Zone was mailed by first class mail to the property owners within the Zone; and

WHEREAS, on June 3, 2019, the City Council opened a public hearing in accordance with the Act and interested persons were allowed to speak for or against the 2019 Amended Project and Financing Plan, increasing the total estimated project costs for the Zone and the concept of tax increment financing; and

WHEREAS, after all comments and evidence, both written and oral, were received by the City Council, the public hearing was closed on June 3, 2019; and

WHEREAS, the public hearing was held in full compliance with the Act; and

WHEREAS, the Board of Directors is recommending the 2019 Amended Project and Financing Plan to the City Council for approval; and

WHEREAS, the City has taken all actions required to approve the 2019 Amended Project and Financing Plan and increase the total estimated project costs for the Zone including, but not limited to, all actions required by the home-rule Charter of the City, the Act, Chapter 551 of the

Texas Government Code, commonly referred to as the Texas Open Meetings Act, and all other applicable laws; and

WHEREAS, the City Council finds that approving the 2019 Amended Project and Financing Plan and increasing the total estimated project costs for the Zone as more fully set forth in the 2019 Amended Project and Financing Plan, is in the best interest of the City and its citizens.

NOW, THEREFORE, BE IT ORDAINED BY THE CITY COUNCIL OF THE CITY OF MESQUITE, TEXAS:

SECTION 1. That the statements, facts, findings and recitals contained in the preamble of this ordinance are hereby found and declared to be true and correct and are incorporated herein and adopted as part of this ordinance for all purposes.

SECTION 2. That the City Council, after conducting the above described public hearing and having heard the evidence and testimony presented at the hearing, has found and determined based on the evidence and testimony presented to it that the public hearing to consider approving the 2019 Amended Project and Financing Plan and increasing the total estimated project costs for the Zone has been properly held and conducted and that notice of such hearing has been published as required by applicable law, including the Act, and that owners of property within the Zone were given a reasonable opportunity to present testimony at the public hearing.

SECTION 3. That the City Council finds that the 2019 Amended Project and Financing Plan submitted to the City Council includes the following information required by §311.011 of the Act:

- A. The 2019 Amended Project and Financing Plan includes:
- (1) A description and map showing existing uses and conditions of real property in the Zone and proposed uses of that property;
 - (2) Proposed changes of zoning ordinances, the master plan of the City, building codes, other municipal ordinances, and subdivision rules and regulations, if any, of the county, if applicable;
 - (3) A list of estimated non-project costs; and
 - (4) A statement of a method of relocating persons to be displaced, if any, as a result of implementing the plan.
- B. The 2019 Amended Project and Financing Plan also includes:
- (1) A detailed list describing the estimated project costs of the Zone, including administrative expenses;
 - (2) A statement listing the proposed kind, number and location of all public works or public improvements to be financed by the Zone;

- (3) A finding that the plan is economically feasible and an economic feasibility study;
- (4) The estimated amount of bonded indebtedness to be incurred;
- (5) The estimated time when related costs or monetary obligations are to be incurred;
- (6) A description of the methods of financing all estimated project costs and the expected sources of revenue to finance or pay project costs, including the percentage of tax increment to be derived from the property taxes of each taxing unit anticipated to contribute tax increment to the Zone that levies taxes on real property in the Zone;
- (7) The current total appraised value of taxable real property in the Zone;
- (8) The estimated captured appraised value of the Zone during each year of its existence; and
- (9) The duration of the Zone.

SECTION 4. That the City Council has reviewed the 2019 Amended Project and Financing Plan and hereby finds that the 2019 Amended Project and Financing Plan is feasible.

SECTION 5. That the City Council hereby approves and adopts the 2019 Amended Project and Financing Plan attached hereto as Exhibit "A" and made a part hereof for all purposes.

SECTION 6. That the City Council hereby approves the increased total estimated project costs for the Zone as set forth in the 2019 Amended Project and Financing Plan.

SECTION 7. That the City Manager, or the City Manager's designee, is hereby authorized to execute all documents and take all actions necessary or requested to implement the 2019 Amended Project and Financing Plan.

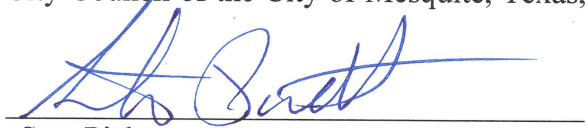
SECTION 8. That it is hereby found, determined, and declared that sufficient public notice of the date, hour, place and subject of the meeting of the City Council at which this ordinance was adopted was given as required by the Texas Open Meetings Act, Chapter 551 of the Texas Government Code. The City Council further ratifies, approves and confirms such written notice and the contents and posting thereof.

SECTION 9. That all ordinances or portions thereof in conflict with the provisions of this ordinance, to the extent of such conflict, are hereby repealed. To the extent that such ordinances or portions thereof are not in conflict herewith, the same shall remain in full force and effect.

SECTION 10. That it is hereby declared to be the intent of the City Council that the words, phrases, clauses, sentences, paragraphs and sections of this ordinance are severable, and if any word, phrase, clause, sentence, paragraph or section of this ordinance shall be declared invalid or unconstitutional by a final judgment or decree of a court of competent jurisdiction, such invalidity or unconstitutionality shall not affect any of the remaining words, phrases, clauses, sentences, paragraphs or sections of this ordinance, the City Council hereby declaring that this ordinance would have been enacted by the City Council without the incorporation of any such invalid or unconstitutional word, phrase, clause, sentence, paragraph or section.

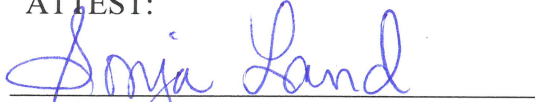
SECTION 11. That this ordinance shall take effect immediately upon passage of this ordinance.

DULY PASSED AND APPROVED by the City Council of the City of Mesquite, Texas, on the 3rd day of June 2019.



Stan Pickett
Mayor

ATTEST:



Sonja Land
City Secretary

APPROVED:



David L. Paschall
City Attorney

EXHIBIT "A"

Amended Project Plan and Reinvestment Zone Financing Plan

**Rodeo City Tax Increment Reinvestment Zone Number One
City of Mesquite, Texas**

June 2019



Amended Project and Financing Plan

Rodeo City

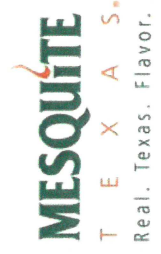
Tax Increment Reinvestment Zone No. One

June 2019



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<p>City of Mesquite</p> <p>Department of Economic Development</p> <p>David Witcher Director of Economic Development Phone: (972) 216-6340 Mobile: (682) 540-4480 E-mail: dwitcher@cityofmesquite.com</p> <p>Kim Buttram Assistant Director of Economic Development Phone: (972) 216.6446 Mobile: (214) 212.4997 E-mail: kbuttram@cityofmesquite.com</p> <p>Beverly Abell Downtown Development Manager Phone: (972) 216.6450 Mobile: (903) 253.6302 E-mail: babell@cityofmesquite.com</p> <p>1515 N. Galloway Ave. Mesquite, TX 75149</p>	<p>Description of the Zone</p> <p>Introduction 3</p> <p>Actions Taken to Date/Board Recommendations 4-6</p> <p>TIRZ Boundary Descriptions 7-10</p> <p>Current Land Use and Zoning - Original Zone 11-14</p> <p>Current Land Use and Zoning - Rodeo City Expansion 15-17</p> <p>Proposed Land Use and Zoning - Rodeo City Expansion 18-20</p> <p>Proposed Land Use and Zoning - Original Zone 21-26</p> <p>Economic Feasibility</p> <p>Iron Horse Village Development 27-36</p> <p>Tax Increment Projections</p> <p>Captured Value Projections to 2049 37-40</p> <p>Project Plan and Costs 41</p> <p>Ordinances</p> <p>TIRZ Designation Ordinance No. 3138 42-44</p>
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Introduction

Tax Increment Financing Program

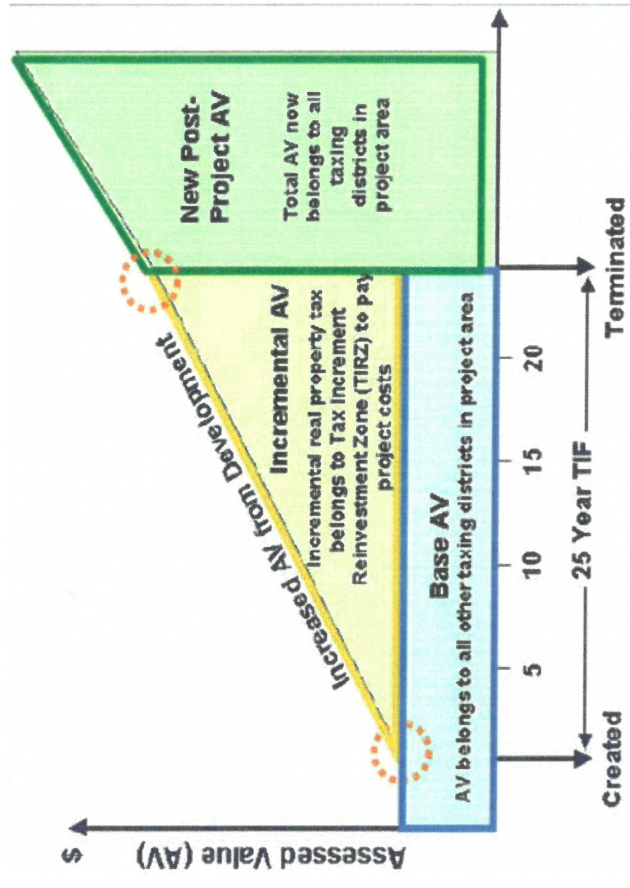
Chapter 311 of the Texas Tax Code (the TIRZ Act) authorizes the governing body of a municipality to promote redevelopment of a contiguous or noncontiguous geographic area by designating it a Tax Increment Reinvestment Zone (TIRZ). The future value of private investment within a TIRZ is leveraged to finance public improvements, to enhance existing public infrastructure, and to maximize the benefits of other incensing tools. Public investment in TIRZ, using tax increment as a financing mechanism, stimulates private sector investment in areas of the City that would not otherwise attract market interest. Taxing entities, including school districts, can opt in at a participation rate of their choosing, electing to contribute 0% to 100% of their tax increment into the zone.

Key Points:

- Chapter 311 of the Texas Code controls all procedures for the creation of a TIRZ
- Base value is assessed value in year TIRZ is designated (as of January 1)
- Development over time increases assessed value
- Higher assessed value results in additional real property tax revenues

Once a TIRZ has been established, incremental real property taxes resulting from new construction, public improvements and redevelopment efforts accrue to the various taxing entities. Local taxing entities retain the right to determine the amount of the tax increment. The City enters into written Interlocal Agreements with all participating taxing entities to specify: (1) the conditions for payment of tax increment into a tax increment fund, (2) the portion of tax increment to be paid by each entity into the tax increment fund, and (3) the term of the Interlocal Agreement.

The amount of a taxing unit's tax increment for a year is the amount of property taxes levied and collected by the unit for that year on the "captured" appraised value of real property taxable by the unit and located in the TIRZ. Captured appraised value is the total appraised value of all real property taxable by the unit and located in a TIRZ for that year less the total appraised value of taxable real property in the base year (the year in which zone was designated by ordinance).



Board of Director Responsibilities

The TIRZ Board prepares and adopts a project plan and a reinvestment zone financing plan and submits the plans to the City Council that designated the zone. Once a TIRZ project and financing plan has been approved by the City Council, the Board monitors the ongoing performance of the TIRZ by reviewing the construction status of proposed public improvements and amenities, reviewing the status of the tax increment fund, approving amendments to the project and financing plan, and recommending certain actions by City Council related to the TIRZ. The TIRZ Board must comply with the Texas Open Meetings Act as well as with all subsequent City Code provisions for City Boards and Commissions, to the extent that there is no conflict with the TIRZ Act.

Rodeo City TIRZ No. One

Actions Taken to Date

- In January 1996, Addison AGF, Inc. prepared a feasibility plan to develop a 45-acre western themed entertainment, retail and restaurant complex called "Rodeo City." The proposed development centered around a 3,000-seat "Branson style" Country Western Music Theater, an 800-seat Western dinner and dance hall, and a public Rodeo Plaza to accommodate outdoor live entertainment and activities. The concept was intended to complement the City's plans for a new convention center and hotel adjacent to the property and major improvements to the nationally-renowned Mesquite Championship Rodeo Arena.
- On November 4, 1996, the City Council passed Resolution No. 40-96 calling for a public hearing to create the Mesquite Rodeo City Reinvestment Zone as a means to finance a portion of public improvements related to the Rodeo City development and the convention center.
- On February 3, 1997, the City Council adopted Ordinance No. 3138 creating Rodeo City Tax Increment Reinvestment Zone (TIRZ) Number One, the first reinvestment zone in Mesquite. Participation in the new TIRZ included 100% of new incremental ad valorem value by the City, Mesquite Independent School District and Dallas County Community College District, as well as 80% of new incremental value by Dallas County and the Dallas County Hospital District.
- On April 3, 1997, the TIRZ Board of Directors adopted a Project and Financing Plan, and on April 21, 1997, the City Council adopted Ordinance No. 3152 to approve the initial Project and Financing Plan, which included:

\$3,100,000	Conference Center and Exhibit Hall
1,000,000	Memorial Stadium
<u>5,403,851</u>	AGF Rodeo City Development
\$9,503,851	
- The initial Financing Plan included 28 taxable properties with a base taxable value of \$9,580,052 and assumed an ultimate build-out value of \$69.6 million.
- On July 7, 1997, the City Council adopted Ordinance No. 3161 to approve Amendment No. 1 of the Project Plan, which expanded eligible MISD projects to include all athletic facilities. The estimated costs remained at \$9,503,851.
- On February 5, 2001, after more than three years of inactivity with the Rodeo City development and no immediate alternative plans contemplated by the developer, the City Council adopted Ordinance No. 3412 to approve Amendment No. 2 of the Project Plan. The amended plan removed the Rodeo City development and added sidewalk and erosion control improvements along Hickory Tree Road (now Rodeo Center Blvd) and specified annual reimbursements for TIRZ administrative costs:

\$3,100,000	Conference Center and Exhibit Hall
1,000,000	MISD Athletic Facilities
146,200	Hickory Tree Road Erosion Control
<u>210,000</u>	TIRZ Administrative Costs
\$4,456,200	
- Earlier, Dallas County chose to discontinue its participation in the TIRZ, and the amended Financing Plan was revised to reflect the participation of only the City and MISD. Additionally, at the end of each year, 76.45% of any excess TIRZ fund balance not obligated towards projects would be reimbursed to the City and 23.55% reimbursed to MISD. The estimated buildout value for the TIRZ was revised to \$32.4 million.
- On August 25, 2003, the City Council adopted Ordinance No. 3597 to approve Amendment No. 3 of the Project Plan, which added operating costs for MISD athletic facilities and revised TIRZ administrative costs. The estimated value at total buildout was revised to \$34.3 million.

\$3,100,000	Conference Center and Exhibit Hall
1,000,000	MISD Athletic Facilities
814,434	MISD Athletic Facilities Operating
146,200	Hickory Tree Road Erosion Control
<u>200,000</u>	TIRZ Administrative Costs
\$5,260,634	
- On February 2, 2004, the TIRZ Board approved a revised boundary map to more accurately depict three tax-exempt properties within the TIRZ; (1) an area east of IH-635 along Military Parkway; (2) the Fire Station No. 4 parcel; and (3) the drainage channel behind Mesquite Arena.

Rodeo City TIRZ No. One

Actions Taken to Date

- On February 2, 2004, the City Council passed Resolution No. 04-2004 calling a public hearing to amend the TIRZ Project and Financing Plan. The new boundary map was included as an Exhibit to the proposed amended Plan, but the resolution did not state that the TIRZ boundaries were being expanded, rather the amended Plan was viewed as a correction given the absence of any metes and bounds for the Zone.
- On February 16, 2004, at the conclusion of the public hearing, the City Council adopted Ordinance No. 3635 to approve Amendment No. 4 of the Project Plan, which added the new boundary map, but did not change the Project Plan or Financing Plan that was adopted in 2003.
- On December 15, 2008, the City Council passed Resolution No. 56-2008 authorizing the City Manager to finalize and execute a Chapter 380 Economic Development Agreement with Camelot Sports & Entertainment to renovate the Mesquite Arena to include three video display boards for a maximum incentive of \$1,400,000 to be reimbursed by the TIRZ.
- On April 6, 2009, the City Council passed Resolution No. 13-2009 calling for a public hearing to revise the Chapter 380 Agreement, and on April 20, 2009, the City Council approved the revised Chapter 380 Agreement. Some minor changes were made to the terms, but the incentive remained capped at \$1.4 million.
- On March 11, 2011, the TIRZ Board approved plans to revise the Project Plan to include a proposed marquee video board along IH-635, improvements for an "8-Second Club" and interior renovations inside the Arena to house a visitors center and Convention and Visitors Bureau staff.
- On October 3, 2011, the TIRZ Board approved a revised Project and Financing Plan to add the reimbursement of \$883,921 for a "Marquee Gateway Sign" along IH-635. Combined with the unpaid incentive balance of \$616,079 under the 2009 revised Chapter 380 Agreement, a new Chapter 380 Agreement would cap reimbursements going forward at \$1,500,000.

- Under terms of the new Agreement, the City would receive 10% of gross advertising revenues on the first \$100,000 and 25% thereafter until the \$883,921 incentive was paid back to the TIRZ Fund.
- On October 3, 2011, after holding a public hearing, the City Council approved the new Chapter 380 Agreement with Camelot Sports & Entertainment, which included the reimbursement of \$883,921 for the marquee gateway sign along IH-635 and capped the revised incentive amount at \$1.5 million.
- On October 17, 2011, the City Council adopted Ordinance No. 4180 approving a zoning change to the Mesquite Arena/Rodeo Entertainment Overlay to allow the new marquee gateway sign.
- The original term of the TIRZ was 20 years to expire on December 31, 2018, and through that term, total captured appraised value of the TIRZ had increased by \$24,486,568, from a base value of \$9,580,052 to \$34,066,620 (an increase of 255.6%), which was close to the 2003 projection of \$34.3 million..

TIRZ Expenditures to Date

Conference Center and Exhibit Hall	\$2,007,523
MISD Athletic Fields	1,000,000
MISD Athletic Fields Operating	814,434
Hickory Tree Road Erosion Control	146,200
TIRZ Administrative Costs	200,000
City TIRZ Fund Balance Distribution	90,583
MISD TIRZ Fund Balance Distribution	27,904
Chapter 380 Economic Development Incentives	<u>2,283,921</u>
Total	<u>\$6,570,565</u>

Rodeo City TIRZ No. One Board Recommendations

- On November 19, 2018, the City Council passed Resolution No. 69-2018 approving the Iron Horse Development Agreement with MM Mesquite 50, LLC to develop a 56-acre mixed use residential and retail development located within the TIRZ. Under terms of the Agreement, seventy-five percent of TIRZ revenues collected within the PID would be used to reduce the amount of property assessments within a Public Improvement District (PID) for a period of up to 31 years or until the amount of TIRZ revenues total \$18,500,000, whichever occurs first.

- At their December 3, 2018, meeting, the Mesquite Rodeo City TIRZ Board of Directors adopted an Amended Project and Financing Plan for the Zone to enlarge the contiguous boundaries of the Zone south to include the Fire Station No. 4 tract and a 25-acre tract of vacant property abutting New Market Road. The amended Project and Financing Plan also extended the term of the Zone an additional 31 years to expire no later than December 31, 2049. The extension was needed in order to dedicate TIRZ revenue to reduce proposed assessments related to the Iron Horse Village development.

- On December 3, 2018, the TIRZ Board also adopted Resolution No. 2018-01 approving an Agreement Regarding the Construction of Public Improvements within the Iron Horse Public Improvement District (PID) to formally dedicate 75 percent of TIRZ increment revenue collected within the PID to reduce the assessments levied for the public improvements on properties within the PID in accordance with the PID Service and Assessment Plan (SAP). The SAP would be updated annually to reflect any changes in assessed property.

- On December 3, 2018, the City Council adopted Ordinance No. 4634 to expand the TIRZ boundaries and extend the term of the Zone to expire on December 31, 2049, and passed Resolution No. 73-2018 approving an Agreement Regarding the Construction of Public Improvements within the Iron Horse Public Improvement District (PID) to dedicate 75 percent of TIRZ increment revenue collected within the PID to reduce the property assessments.

- On February 4, 2019, the City Council passed Resolution No. 15-2019 to create the Iron Horse Public Improvement District.
- On May 6, 2019, the City Council passed Resolution No. 36-2019 to accept the preliminary Iron Horse PID SAP. The SAP defines the methodology and allocation of the assessments and also describes how the dedicated annual TIRZ revenues credit or offset property assessments within the PID.

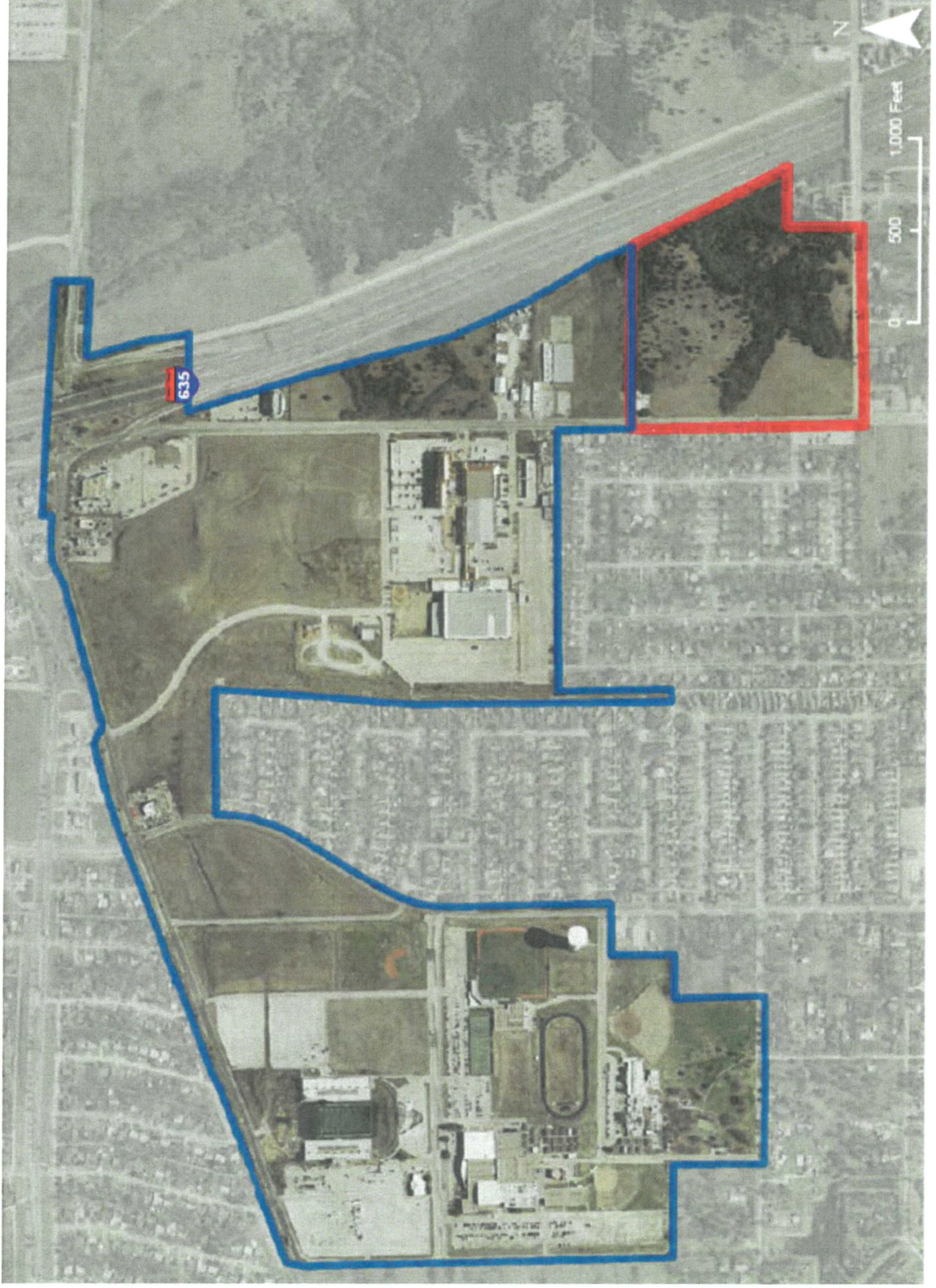
- On June 3, 2019, the City Council will hold a public hearing on the proposed assessments and will adopt the final SAP, along with all the bond documents related to the PID. The allocated TIRZ revenues in the proposed final SAP total \$18,323,074, which is under the \$18.5 million cap per the Iron Horse Development Agreement. The City Council will also approve two Chapter 380 Economic Development Agreements required under the Development Agreement: (1) Peachtree Road 380 Agreement to reimburse impact fees to the Developer for improvements along Peachtree Road, and (2) City Tract 380 Agreement to convey a 5.3-acre City-owned tract within the Zone to the Developer in the form of an economic development grant.

Board Recommendations

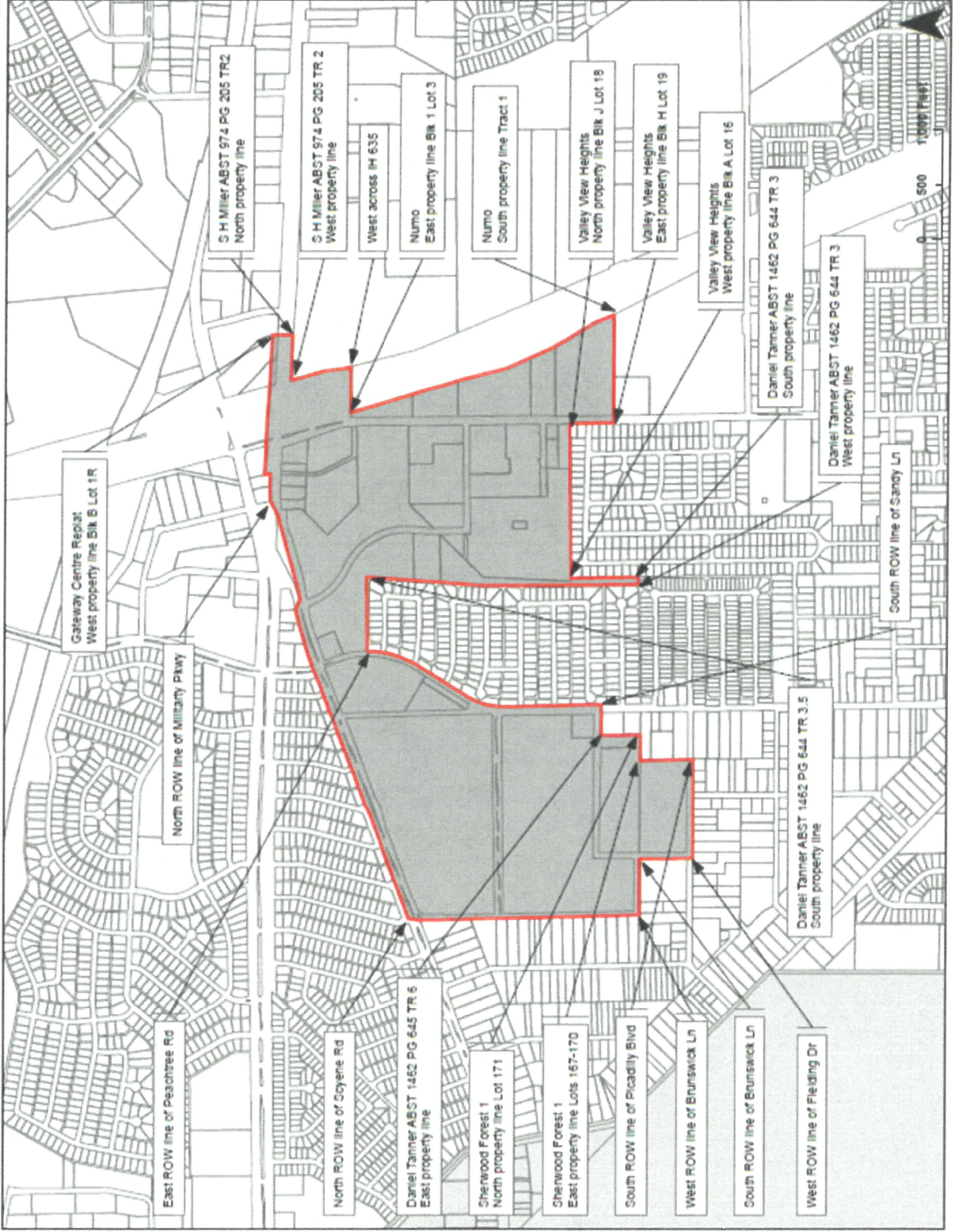
The Board has prepared and adopted, and recommends to the City Council for approval this **Amended Project and Financing Plan for Polo Ridge Reinvestment Zone Number Ten, City of Mesquite, Texas**, increasing the total estimated project costs to \$40,570,216 over the term of the TIRZ.

The Board finds that the Zone is feasible, and that TIRZ Project and Financing Plan is in the best interest of the City of Mesquite.

Rodeo City TIRZ No. One Boundary



Rodeo City TIRZ No. One Boundary Description - Original Zone



Rodeo City TIRZ No. One

Boundary Description - Original Zone

Beginning at the North ROW of Scyene Rd and the East ROW of Brunswick Ln, thence:

Northeasterly along the North ROW of Scyene Rd until the line intersects with the southernmost North ROW of Military Pwky, thence:

Easterly along the southernmost North ROW until the line intersects with the southwestern corner of Gateway Center Replat BLK B LOT 1R, thence:

Southerly following the property line, across Military Pkwy until the line intersects with the northern boundary line of SH Miller ABST 974, PG 205, TR 2, thence:

Westerly along the property line until reaching the northwestern corner, thence:

Southerly along the property line for approximately 563 feet, thence:

Westerly across IH 635 until the line intersects with the northeastern corner of NUMO BLK 1 LOT 3, thence:

Southerly along the property lines until the line reaches the southeastern corner of NUMO TRI, thence:

Westerly along the property line and across Rodeo Center Blvd., to the western ROW of Rodeo Center Blvd., thence:

Northerly along the ROW of Rodeo Center Blvd. until the line intersects the northeastern corner of Valley View Heights subdivision, thence:

Westerly along the northern boundary of Valley View Heights subdivision until the line intersects the northwestern corner of Valley View Heights subdivision, thence:

Southerly along the western boundary of Valley View Heights subdivision until the line intersects the southwestern corner of Valley View Heights BLK A LOT 9, thence:

Westerly across the southern boundary of Daniel Tanner ABST 1462, PG 644, TR 3.4 until the line intersects the southwestern boundary of Daniel Tanner ABST 1462, PG 644, TR 3.4, thence:

Northerly along the western boundary of Daniel Tanner ABST 1462, PG 644, TR 3.4 until the line intersects the inner southeastern corner of Daniel Tanner ABST 1462, PG 644, TR 3.5, thence:

Westerly along the southern boundary of Daniel Tanner ABST 1462, PG 644, TR 3.5 and across Peachtree Rd., until the line intersects the East ROW of Peachtree Rd., thence:

Southwesterly along east ROW of Peachtree Rd., until the line intersects the South ROW of Sandy Ln, thence:

Westerly along South ROW of Sandy Ln until the line intersects the northwestern corner of Daniel Tanner ABST 1462, PG 645, TR 2, thence:

Southerly along the western property line until the line intersects the northern property line of Sherwood Forest 1, LT 171, thence:

Westerly along the property line until the line intersects the northwestern corner of Sherwood Forest 1, LT 171, thence:

Southerly along the eastern property line of Sherwood Forest 1, LTS 167-170 & PT LTS 162-166 until the line intersects the South ROW of Picadilly Blvd, thence:

Westerly along the South ROW of Picadilly Blvd until the line intersects the West ROW of Fielding Dr, thence:

Northerly along West ROW of Fielding Dr until the line intersects the South ROW of Brunswick Ln, thence:

Westerly along the South ROW of Brunswick Ln until the line intersects with the West ROW of Brunswick Ln, thence:

Northerly along the West ROW of Brunswick Ln until the line intersects with the North ROW of Scyene Rd, the point of beginning.

Rodeo City TIRZ No. One Boundary Description - Rodeo City Expansion

Beginning at the northeastern corner of Valley View Heights, BLK H, LOT 20, thence

Easterly across Rodeo Center Blvd until the line reaches the southwestern corner of NUMO TRACT 1, thence

Easterly along the property line until the line reaches the southeastern corner of NUMO TRACT 1, thence

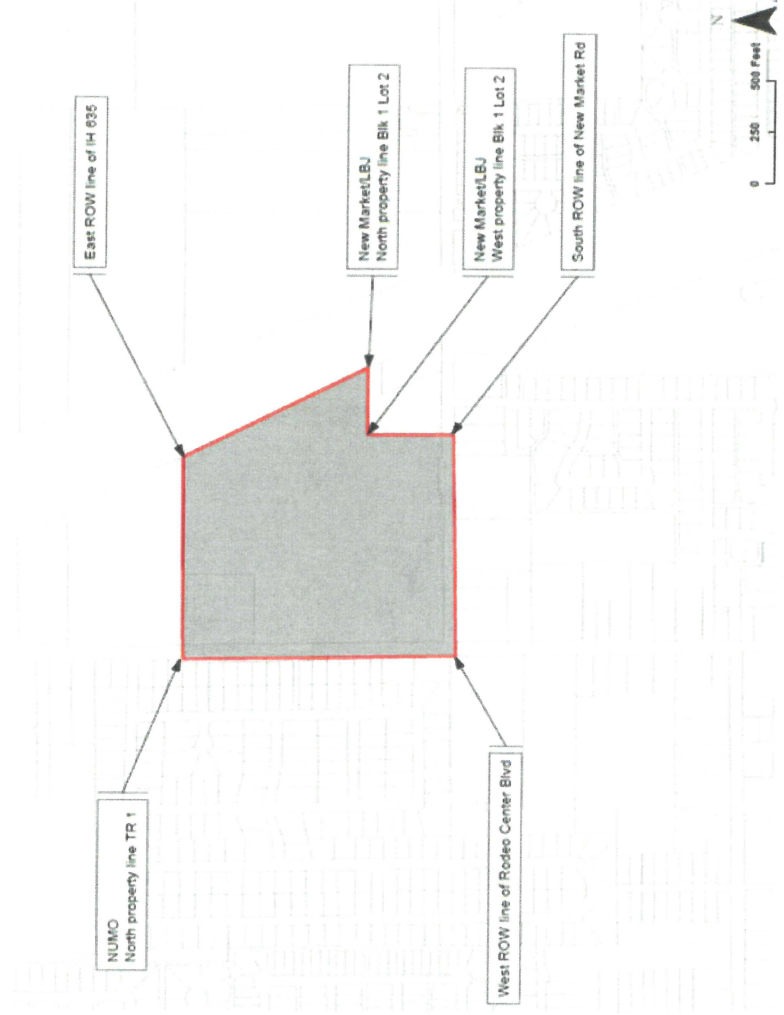
Southerly along the property line until the line reaches the second and northeastern corner of New Market/LBJ BLK 1, LOT 2, thence

Westerly along the property line until the line reaches the northwestern corner of New Market/LBJ BLK 1, LOT 2, thence

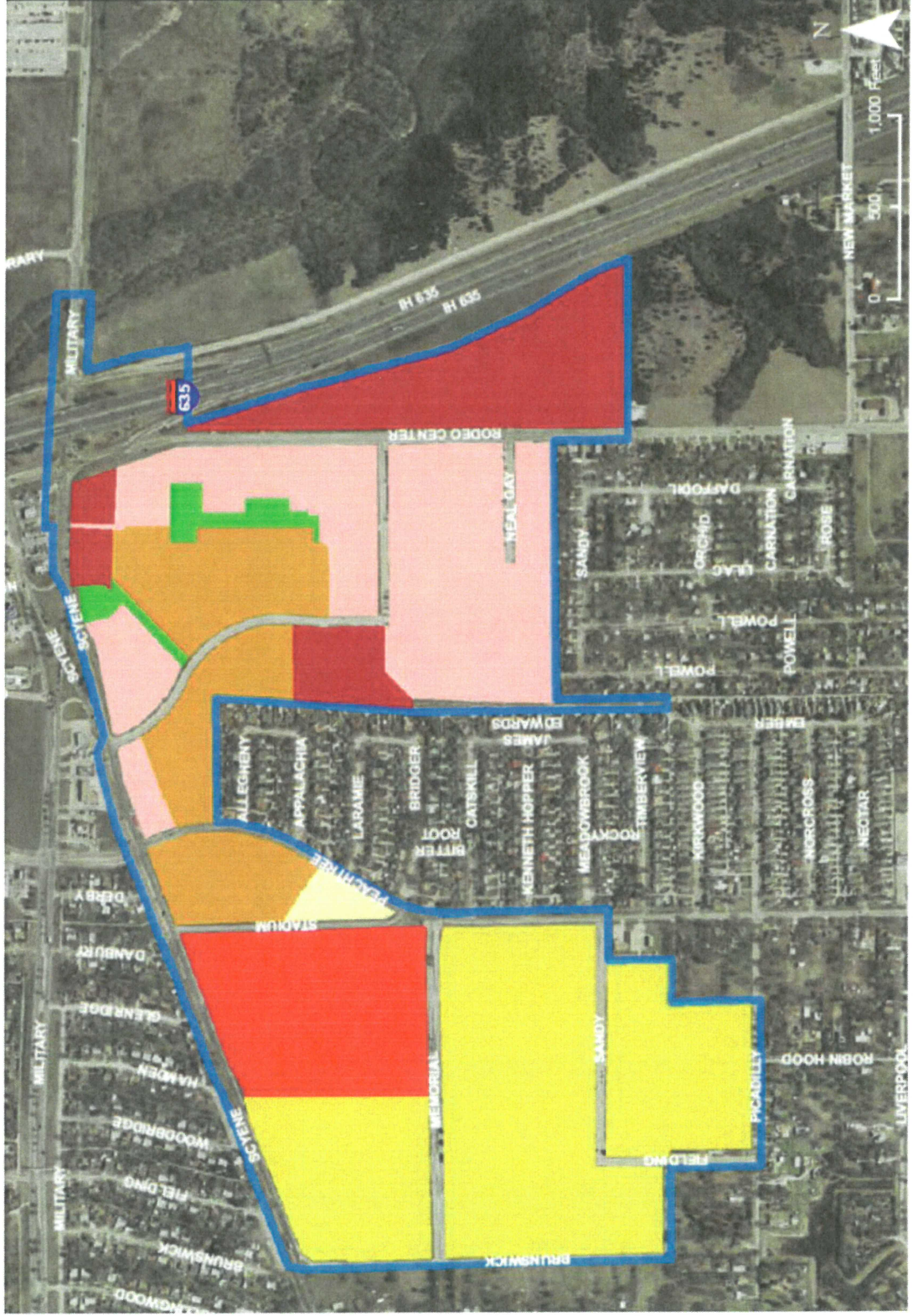
Southerly along the property line, across New Market Road, until the line intersects the southern ROW of New Market Road, thence

Westerly along the southern New Market Road ROW, across Rodeo Center Blvd., until the line intersects the western ROW of Rodeo Center Blvd., thence

Northerly along the ROW of Rodeo Center Blvd. until the line intersects the northeastern corner of Valley View Heights, BLK H, LOT 20, the point of beginning.

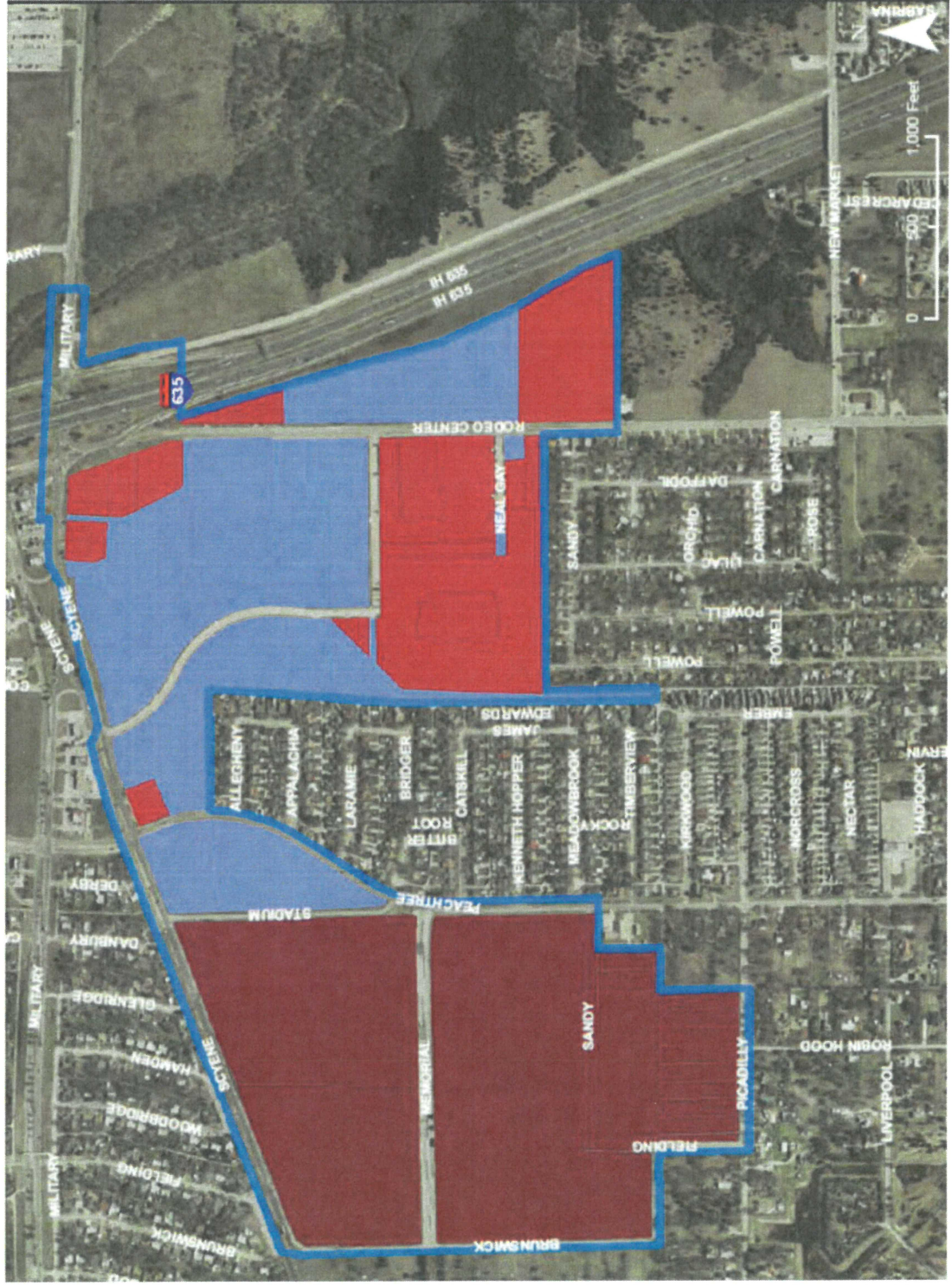


Rodeo City TIRZ No. One Current Zoning - Original Zone



- Current Zoning**
- COMMERCIAL
 - PD LIGHT COMMERCIAL
 - OFFICE
 - OPEN SPACE
 - PD RESIDENTIAL
 - SINGLE FAMILY RESIDENTIAL
 - TOWNHOMES

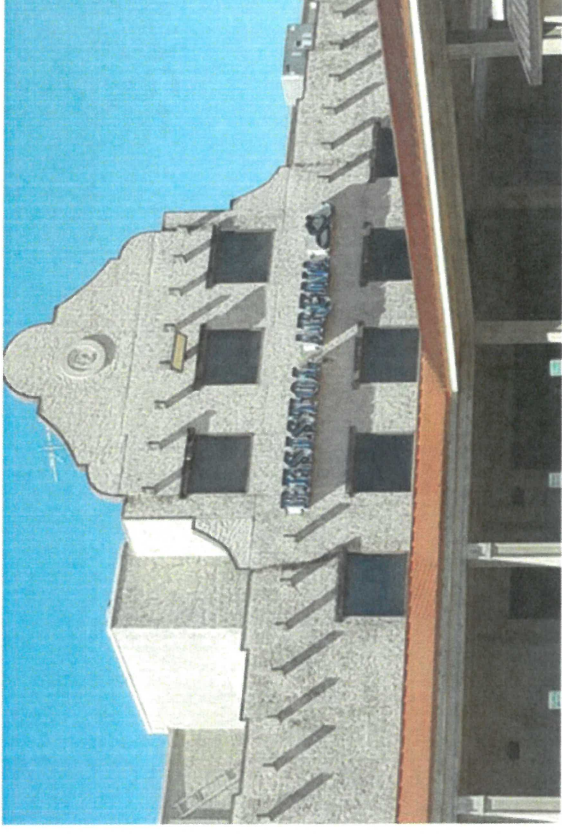
Rodeo City TIRZ No. One Current Land Use - Original Zone



Rodeo City TIRZ No. One Current Land Use - Original Zone

Existing Uses and Conditions

Located within the Mesquite Arena/Rodeo Entertainment Overlay at Scylene Road and IH-635 in Mesquite, the Rodeo City TIRZ is anchored by Rodeo Center to the east and West Mesquite High School and Memorial Stadium to the west, and features light commercial development along Scylene Road with several fast food restaurants and small storefront office space. Recently, the Zone has seen the addition of two limited service hotels, the Holiday Inn Express & Suites and TownePlace Suites by Marriott, which look to capitalize on convention center overflow business from the Hampton Inn & Suites, which currently operates the Mesquite Convention Center under the *Rodeo Center* trademark.



Mesquite Arena

The Mesquite Championship Rodeo, which has been a major tourist attraction for the past 60 years, is situated on 24 acres located in the heart of the Zone. The Rodeo City TIRZ was created in 1997 with the concept in mind of a western themed, mixed-use entertainment district centered around the Rodeo. This concept has changed, as has recent ownership of the Rodeo, and on September 4, 2018, the City Council adopted Ordinance No. 4595 to approve a change of zoning for the adjacent 56 acres of vacant property to allow for commercial and residential development described in more detail in the following pages.

Other uses within the Zone include a mixture of fast food restaurants, an insurance agency, dental practice, cellphone repair shop, and a veterinary hospital.



Holiday Inn Express and TownePlace Suites

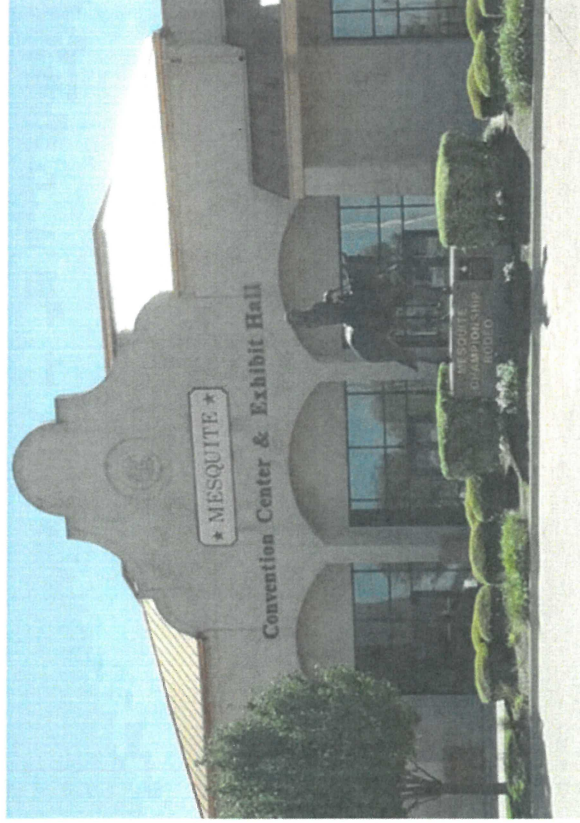
Rodeo City TIRZ No. One

Current Land Use - Original Zone

Current Property Ownership

There are 21 property owners within the TIRZ with 40 parcels totaling 248 acres. The Mesquite Independent School District is the largest property owner within the Zone with 88.3 acres. In 2018; MM Mesquite 50, LLC acquired 56-acres of vacant land in the heart of the Zone; and the City owns 20 acres, most notably the site of the Mesquite Convention Center.

The base taxable value of all property within the TIRZ was \$9,580,052 in 1998. Currently, values have reached \$34 million and it is estimated that values will top \$187 million when the Zone expires in 2049.



Mesquite Convention Center

Account	Street Address	Owner	Appraisal Year	Base Taxable Value
381182000A0010000	2012 W SCYENE RD	ROLAND PARRISH	1998	285,660
38142980000010000	700 RODEO CENTER BLVD	LIVING GOSPEL THE	1998	847,070
38142980010030000	21850 LBJ FWY	TANISHQ SAM LLC	1998	0
38142990000020000	622 RODEO CENTER BLVD	MESQUITE RODEO DRIVE PROPERTY LLC	1998	219,180
381620000A0010000	21717 LBJ FWY	SCYENE RODEO LTD	1998	1,400,000
381620000A0040000	21713 LBJ FWY	SCYENE RODEO LTD	1998	275,550
381620000A0040100	21717 LBJ FWY	SCYENE RODEO LTD	1998	0
381620000A02A0000	1714 MILITARY PKWY	FM TB MESQUITE LTD	1998	249,220
381620000A02B0000	1704 MILITARY PKWY	CHARGER GREEN 51 II LLC	1998	696,920
381620000A03A0000	1726 MILITARY PKWY	ELTRA JV	1998	59,540
381620000A03B0000	1730 MILITARY PKWY	FIREBRAND PPTIES LP	1998	290,520
381620000A03C0000	1726 MILITARY PKWY	WHATABURGER OF MESQUITE	1998	259,270
38162050010010000	600 RODEO CENTER BLVD	CAMELOT SPORTS & ENTERTAINMENT LLC	1998	19,680
38162050010010100	1818 RODEO DR	CAMELOT SPORTS & ENTERTAINMENT LLC	1998	3,135,210
38162050010010200	1901 RODEO DR	RODEO DRIVE PARTNERS	1998	12,530
3816205001001M100	1700 NEAL GAY	AMERICAN ENERGY ASSETS LLC	1998	0
38162050010020000	1919 RODEO DR	SIMPSON ANN K	1998	192,120
38162050010030000	613 RODEO CENTER BLVD	SKINNER REAL EST LP PS	1998	28,400
38162050010040000	1720 NEAL GAY DR	CHIMERA ENTERPRISES INC	1998	155,700
382276000A01R0000	2250 W SCYENE RD	MESQUITE ISD	1998	0
382276000B0020000	2500 MEMORIAL BLVD	MESQUITE CITY OF	1998	0
382276000B1R10000	2500 MEMORIAL BLVD	MESQUITE ISD	1998	0
65007456510010000	1705 RODEO DR	SCYENE RODEO LTD	1998	100,140
65007456510010200	1703 RODEO DR	MESQUITE CITY OF	1998	231,600
65007456510010300	417 RODEO CENTER BLVD	SCYENE RODEO LTD	1998	150,000
65007456510030000	1800 RODEO DR	MESQUITE CITY OF	1998	263,060
65007456510030100	1700 RODEO DR	JOHN Q HAMMONS HOTELS LP	1998	0
65007456510050000	627 RODEO CENTER BLVD	SKINNER REAL EST LP	1998	71,080
65097420510020100	500 RODEO CENTER BLVD	PROFOUND HOTEL GROUP LLC	1998	13,941
6509742051002D100	500 RODEO CENTER BLVD	PROFOUND HOTEL GROUP LLC	1998	13,941
651031550010130000	410 RODEO CENTER BLVD	SINGH LEHMBER	1998	96,810
65146264410030000	1900 W SCYENE RD	SCYENE RODEO LTD	1998	0
65146264410030200	2000 W SCYENE RD	SCYENE RODEO LTD	1998	272,540
65146264410030300	301 N PEACHTREE RD	MESQUITE CITY OF	1998	0
65146264410030400	1700 RODEO DR	CAMELOT SPORTS & ENTERTAINMENT LLC	1998	46,290
65146264410030500	2000 W SCYENE RD	SCYENE RODEO LTD	1998	144,080
65146264410030600	1700 RODEO DR	CAMELOT SPORTS & ENTERTAINMENT LLC	1998	50,000
65146264410030700	301 N PEACHTREE RD	MESQUITE ISD	1998	0
65146264510050000	713 S PEACHTREE RD	MESQUITE CITY OF	1998	0
65146264510060000	711 S PEACHTREE RD	NORTH TEXAS DISTRICT COUNCIL OF THE	1998	0
		Total		9,580,052

Rodeo City TIRZ No. One

Current Zoning - Rodeo City Expansion



Rodeo City TIRZ No. One Current Land Use - Rodeo City Expansion



Rodeo City TIRZ No. One

Current Land Use - Rodeo City Expansion

Current Property Ownership

There are two parcels within the proposed TIRZ expansion area; Tract 1 is a 2.61-acre tract belonging to the City of Mesquite, which is home to Fire Station No. 4, and Tract 2 is a 25.39-acre vacant tract, zoned commercial, owned by Metallic Land Company, LLC.

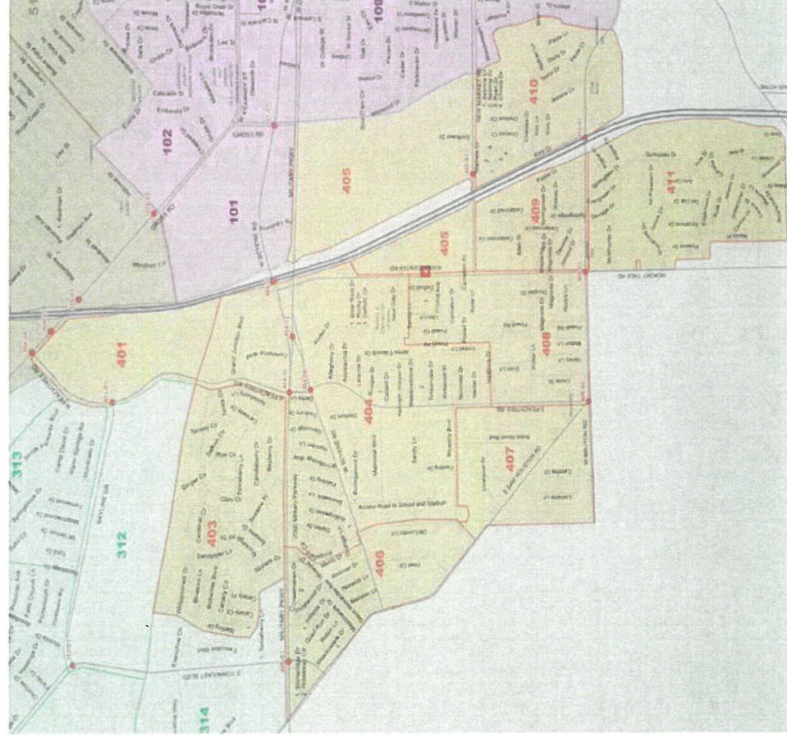
The City-owned parcel is tax-exempt, and the taxable value of the vacant commercial parcel is \$1,132,460.

Current Uses

Fire Station No. 4, located at 816 Rodeo Center Boulevard, is a 4,032 square-foot, one-story facility that was built in 1963. The Station houses a four-man Engine crew and a two-man Ambulance crew to cover an area approximately three square miles in southwest Mesquite. The Station is manned 24 hours, seven days a week with three shifts of firefighters working one day on and two days off.

The 25-acre commercial tract is vacant with no uses.

Fire Station No. 4 Service Area



Fire Station No. 4

Rodeo City TIRZ No. One Proposed Zoning - Rodeo City Expansion



Rodeo City TIRZ No. One Proposed Land Use - Rodeo City Expansion



Rodeo City TIRZ No. One Proposed Land Use - Rodeo City Expansion



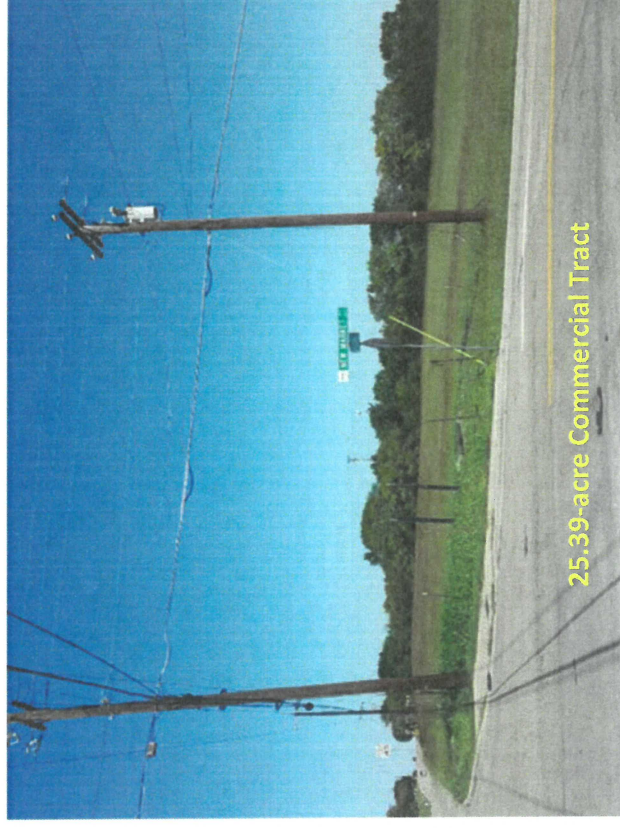
Architectural Rendering of Future Fire Station

Proposed Uses

In May 2018, the City acquired an additional 2.6 acres to rebuild Fire Station No. 4. The existing fire house is 55 years old and was constructed at a time when fire engines were smaller in size and the Station's existing bays are now too small to house larger, modern day apparatus. A new 14,000 square-foot, state-of-art facility will be three times larger than the existing fire house and will include three large, drive-thru bays and all of the latest features in environmental safety and living comfort.

The City will issue \$7.2 million in certificates of obligation to construct the new station and the debt service costs will be reimbursed from the City's portion of TIRZ revenues on an annual basis.

The property owner of the 25-acre vacant tract has not informed the City of any immediate plans to develop the property, but has indicated a desire to create some type of mixed use development in the future.

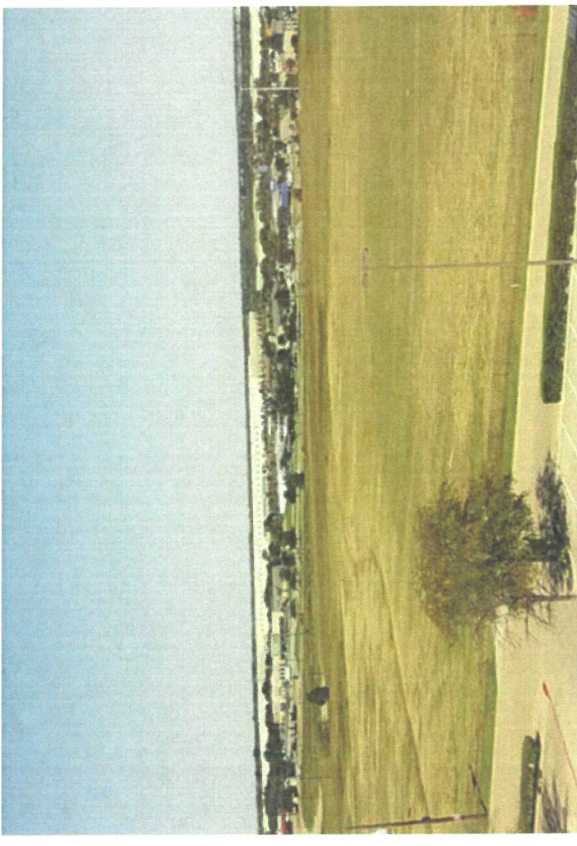


Rodeo City TIRZ No. One Proposed Land Use - Original Zone

Proposed Uses

The only change to proposed land uses within the original TIRZ boundaries is a 56-acre mixed use development consisting of retail, restaurant, office and residential known as "Iron Horse Village," as outlined in a Development Agreement between the current owner of the Mesquite Rodeo Arena, Centurion American, and the City. The 336 lot residential and commercial development is expected to develop quickly over the next two or three years. The development will include:

- 51 single-family bungalow homes with a minimum lot size of 2,600 sq.ft. and a minimum dwelling size of 1,250 sq.ft. for one-story bungalows and 1,600 sq.ft. for two-story bungalows, each with an average taxable value of \$288,900.
- 30 single-family villas with a minimum lot size of 4,000 sq.ft. and a minimum two-story dwelling size of 1,800 sq.ft., each with an average taxable value of \$310,300.
- 57 single-family urban row homes with a minimum lot size of 1,296 sq.ft. and a minimum three-story dwelling size of 1,200 sq.ft., each with an average taxable value of \$256,800.
- 198 single-family townhomes with a minimum lot size of 1,400 sq.ft. and a minimum two-story dwelling size of 1,200 sq.ft., each with an average taxable value of \$235,400.
- 130,000 sq.ft. of restaurant and retail space
- Mandatory property owners' association (POA) to maintain open spaces and landscaping in common areas within the general retail property and a homeowners' association (HOA) within the residential property.



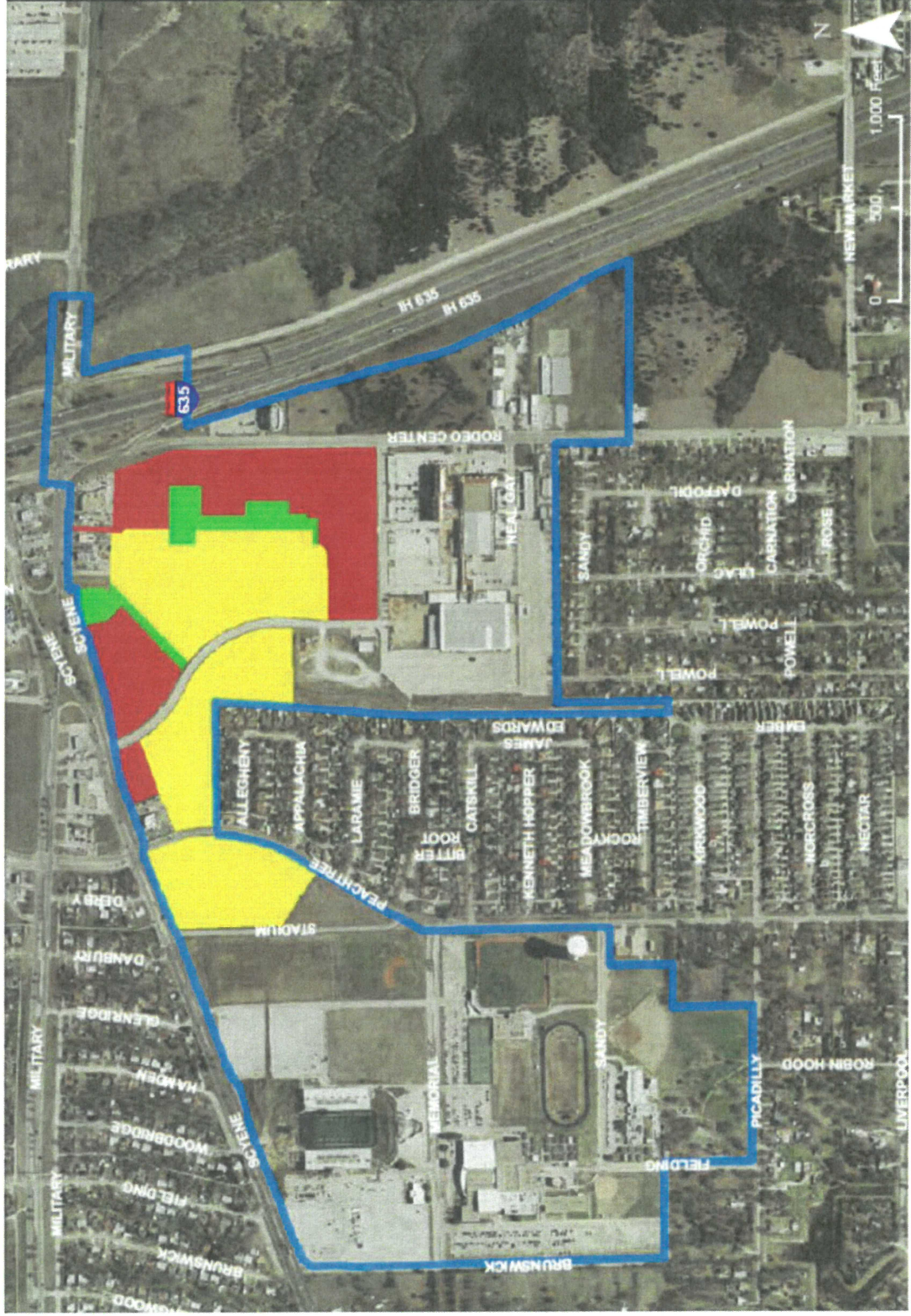
Future Iron Horse Village Site

Proposed Changes to Ordinances, Codes, and Regulations

In addition to Ordinance No. 4595 approving the PD Light Commercial and PD Residential zoning, the property must conform with the Concept Plan, Landscape Plan and Development Standards specified in the ordinance and within the Iron Horse Village Development Agreement.

These standards regulate minimum square footage of residential housing and in certain cases age restrictions on ownership. The Agreement provides for the reimbursement of roadway impact fees and ties the issuance of residential building permits to construction progress of the first 30,000 square feet of commercial development.

Rodeo City TIRZ No. One Proposed Zoning - Original Zone

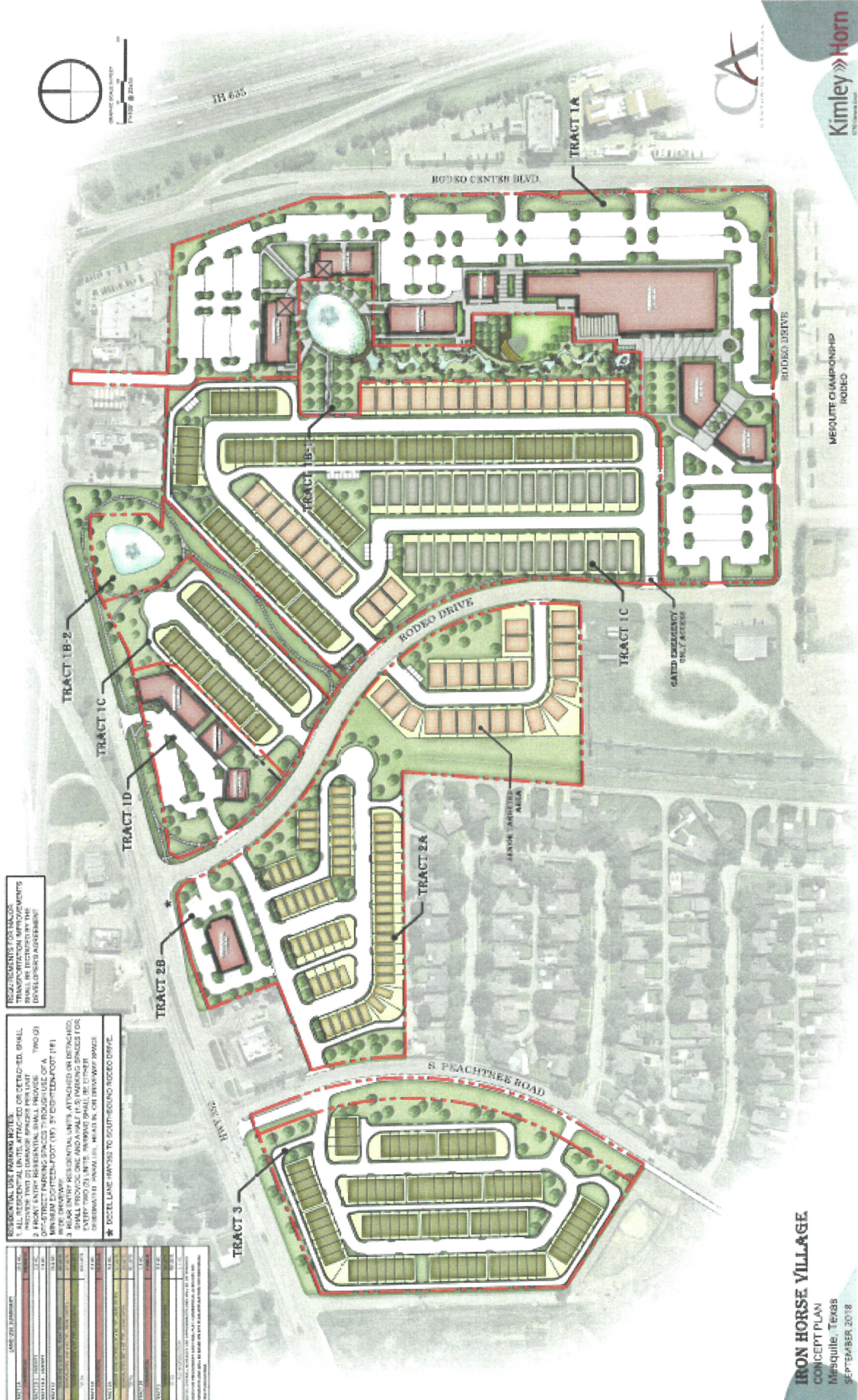


- Proposed Zoning
- OPEN SPACE
 - PD LIGHT
 - COMMERCIAL
 - PD RESIDENTIAL

Rodeo City TIRZ No. One Proposed Land Use - Original Zone



Rodeo City TIRZ No. One Iron Horse Village Development Concept Plan



REGULATORY CONTRACTS
 TRANSPORTATION IMPROVEMENTS
 ENVIRONMENTAL IMPROVEMENTS
 DEVELOPER'S AGREEMENT

- RESIDENTIAL USE PARKING NOTES:**
- 1. ALL RESIDENTIAL UNITS, ATTACHED OR DETACHED, SHALL PROVIDE ONE (1) CARPORT OR COVERED PARKING SPACE PER UNIT.
 - 2. FRONT ENTRY RESIDENTIAL UNITS SHALL PROVIDE TWO (2) OFF-STREET PARKING SPACES TO INCLUDE USE OF A MINIMUM 10' X 20' CARPORT (10' X 20' COVERED FOOTPRINT) (10' X 20' CARPORT).
 - 3. REAR ENTRY RESIDENTIAL UNITS, ATTACHED OR DETACHED, SHALL PROVIDE ONE (1) CARPORT AND ONE (1) PARKING SPACE FOR DISCRETELY HANDLED, HAND IN OR DRIVE-WAY SPACE.
 - 4. DECELERATION LANE TO SOUTHBOUND RODEO DRIVE.

NO.	NAME OF CONTRACT	DATE	STATUS
1
2
3
4
5
6
7
8
9
10

IRON HORSE VILLAGE
 CONCEPT PLAN
 Mesquite, Texas
 SEPTEMBER 2018



Rodeo City TIRZ No. One
Iron Horse Village Development
Landscape Plan

IRON HORSE VILLAGE

CRANE AND BRYAN DEVELOPMENT GROUP
Site & Landscape Architecture

DESIGN & CONSTRUCTION SERVICES
Landscape Architecture
Site Planning
Civil Engineering
Structural Engineering
Mechanical Engineering
Electrical Engineering
Energy Engineering
Fire Protection Engineering
Interior Architecture
Exterior Architecture
Graphic Design
Construction Management
Programming
Environmental Science
Historic Preservation
Archaeology
Parks & Recreation
Urban Planning
Community Development
Public Works
Transportation Planning
Aviation Planning
Marine Planning
Healthcare Planning
Retail Planning
Hospitality Planning
Specialty Planning
Senior Housing Planning
Student Housing Planning
Therapeutic Communities Planning
Workforce Housing Planning
Other Specialized Planning

Project Information:
Project Name: Iron Horse Village
Client: Crane and Bryan Development Group
Location: Rodeo City, Mesquite, Texas
Phase: Landscape Plan
Scale: 1/8" = 1'-0"

Site Overview:
The site is located in Rodeo City, Mesquite, Texas. It is a 100-acre development consisting of several tracts. The site is bounded by [Street Name] to the north, [Street Name] to the south, and [Street Name] to the east. The site is currently undeveloped and is surrounded by [Street Name] and [Street Name].

Tract Details:
TRACT 1A: 100-000-0000-0000
TRACT 1B: 100-000-0000-0000
TRACT 1C: 100-000-0000-0000
TRACT 1D: 100-000-0000-0000
TRACT 1E: 100-000-0000-0000
TRACT 1F: 100-000-0000-0000
TRACT 1G: 100-000-0000-0000
TRACT 1H: 100-000-0000-0000
TRACT 1I: 100-000-0000-0000
TRACT 1J: 100-000-0000-0000

Site Plan Features:
- Residential Units: 100 units
- Commercial Units: 10 units
- Office Units: 10 units
- Retail Units: 10 units
- Community Center: 10,000 sq. ft.
- Parking: 100 spaces
- Landscaping: 100,000 sq. ft.
- Water Features: 10,000 sq. ft.
- Outdoor Amenities: 10,000 sq. ft.

Planting Schedule:
- Phase 1: 100 units, 10 units, 10 units, 10 units, 10,000 sq. ft. community center, 100 parking spaces, 100,000 sq. ft. landscaping, 10,000 sq. ft. water features, 10,000 sq. ft. outdoor amenities.
- Phase 2: 100 units, 10 units, 10 units, 10 units, 10,000 sq. ft. community center, 100 parking spaces, 100,000 sq. ft. landscaping, 10,000 sq. ft. water features, 10,000 sq. ft. outdoor amenities.
- Phase 3: 100 units, 10 units, 10 units, 10 units, 10,000 sq. ft. community center, 100 parking spaces, 100,000 sq. ft. landscaping, 10,000 sq. ft. water features, 10,000 sq. ft. outdoor amenities.

Planting Recommendations:
- 100 units: 100 units, 10 units, 10 units, 10 units, 10,000 sq. ft. community center, 100 parking spaces, 100,000 sq. ft. landscaping, 10,000 sq. ft. water features, 10,000 sq. ft. outdoor amenities.
- 10 units: 10 units, 10 units, 10 units, 10 units, 10,000 sq. ft. community center, 100 parking spaces, 100,000 sq. ft. landscaping, 10,000 sq. ft. water features, 10,000 sq. ft. outdoor amenities.
- 10 units: 10 units, 10 units, 10 units, 10 units, 10,000 sq. ft. community center, 100 parking spaces, 100,000 sq. ft. landscaping, 10,000 sq. ft. water features, 10,000 sq. ft. outdoor amenities.
- 10 units: 10 units, 10 units, 10 units, 10 units, 10,000 sq. ft. community center, 100 parking spaces, 100,000 sq. ft. landscaping, 10,000 sq. ft. water features, 10,000 sq. ft. outdoor amenities.
- 10,000 sq. ft. community center: 10,000 sq. ft. community center, 100 parking spaces, 100,000 sq. ft. landscaping, 10,000 sq. ft. water features, 10,000 sq. ft. outdoor amenities.
- 100 parking spaces: 100 parking spaces, 100,000 sq. ft. landscaping, 10,000 sq. ft. water features, 10,000 sq. ft. outdoor amenities.
- 100,000 sq. ft. landscaping: 100,000 sq. ft. landscaping, 10,000 sq. ft. water features, 10,000 sq. ft. outdoor amenities.
- 10,000 sq. ft. water features: 10,000 sq. ft. water features, 10,000 sq. ft. outdoor amenities.
- 10,000 sq. ft. outdoor amenities: 10,000 sq. ft. outdoor amenities.

Planting Schedule Table:

Planting Area	Planting Type	Planting Schedule
Phase 1	Planting Type 1	Planting Schedule 1
Phase 2	Planting Type 2	Planting Schedule 2
Phase 3	Planting Type 3	Planting Schedule 3

Planting Recommendations Table:

Planting Area	Planting Type	Planting Recommendation
Phase 1	Planting Type 1	Planting Recommendation 1
Phase 2	Planting Type 2	Planting Recommendation 2
Phase 3	Planting Type 3	Planting Recommendation 3

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- Phase 1: 100 units, 10 units, 10 units, 10 units, 10,000 sq. ft. community center, 100 parking spaces, 100,000 sq. ft. landscaping, 10,000 sq. ft. water features, 10,000 sq. ft. outdoor amenities.
- Phase 2: 100 units, 10 units, 10 units, 10 units, 10,000 sq. ft. community center, 100 parking spaces, 100,000 sq. ft. landscaping, 10,000 sq. ft. water features, 10,000 sq. ft. outdoor amenities.
- Phase 3: 100 units, 10 units, 10 units, 10 units, 10,000 sq. ft. community center, 100 parking spaces, 100,000 sq. ft. landscaping, 10,000 sq. ft. water features, 10,000 sq. ft. outdoor amenities.

Planting Recommendations Table:

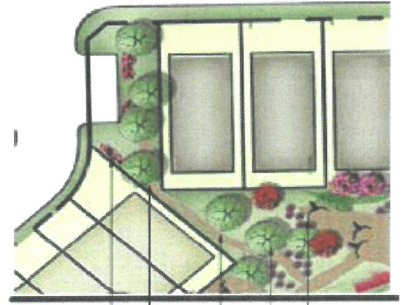
Planting Area	Planting Type	Planting Recommendation
Phase 1	Planting Type 1	Planting Recommendation 1
Phase 2	Planting Type 2	Planting Recommendation 2
Phase 3	Planting Type 3	Planting Recommendation 3

Planting Schedule:
- Phase 1: 100 units, 10 units, 10 units, 10 units, 10,000 sq. ft. community center, 100 parking spaces, 100,000 sq. ft. landscaping, 10,000 sq. ft. water features, 10,000 sq. ft. outdoor amenities.
- Phase 2: 100 units, 10 units, 10 units, 10 units, 10,000 sq. ft. community center, 100 parking spaces, 100,000 sq. ft. landscaping, 10,000 sq. ft. water features, 10,000 sq. ft. outdoor amenities.
- Phase 3: 100 units, 10 units, 10 units, 10 units, 10,000 sq. ft. community center, 100 parking spaces, 100,000 sq. ft. landscaping, 10,000 sq. ft. water features, 10,000 sq. ft. outdoor amenities.

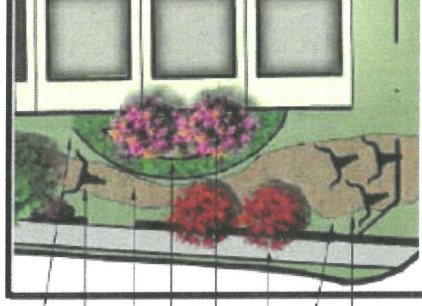
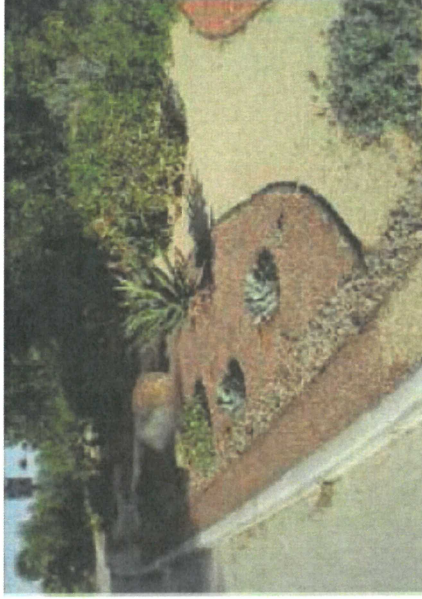
Rodeo City TIRZ No. One Iron Horse Village Development Neighborhood Amenities

Amenity Features

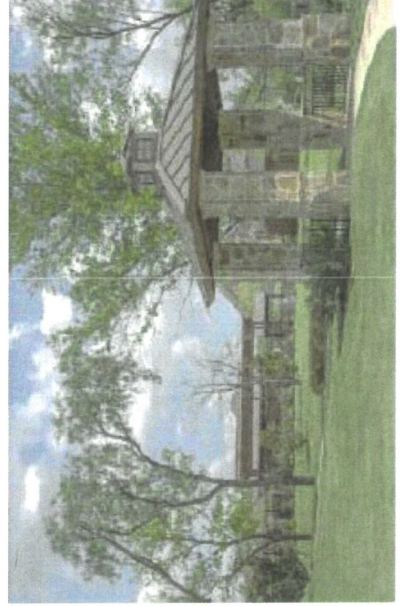
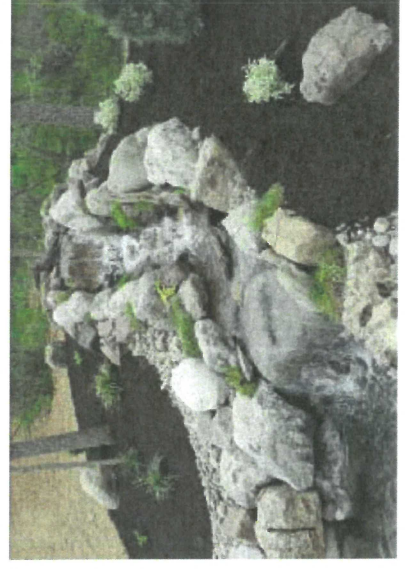
- > Community trails, park, water features, pavilion, and sculptures.
- > Community gatherings, open space and picnic areas.
- > Walkability to restaurants, retail, and entertainments facilities.



- RAISED PLANTER BEDS
- DECOMPOSED GRANITE SEATING AREA W/ NATIVE STONE BENCHES
- DECOMPOSED GRANITE PATHWAY
- LARGE CANOPY TREE, TYP.
- STEEL CATTLE THICKED LANDSCAPE MONUMENT



- NATIVE GRASSES FOR GROUNDCOVER
- STEEL CATTLE THEMED LANDSCAPE MONUMENT
- DECOMPOSED GRANITE PATHWAY
- LANDSCAPE BERMS W/ SHRUBS AND GROUNDCOVER
- FLOWERING ORNAMENTAL TREE
- 6'-0" CONCRETE SIDEWALK
- BERNARDIA SOP. TYP.
- CONNECTING CONCRETE SIDEWALK TO ADJACENT RESIDENCE



Rodeo City TIRZ No. One Iron Horse Village Economic Feasibility

TIRZ Agreement

In accordance with the Agreement Regarding the Construction of Public Improvements within the Iron Horse Village Public Improvement District, the TIRZ Board agrees to dedicate 75% of the collected TIRZ ad valorem tax increment from property only within the PID to offset or pay a portion of any assessments levied on the residential and general retail tracts. The amount of TIRZ contributions to the PID is capped at \$18,500,000.

Assumptions	
City Tax Rate: \$	0.7340
Cost per Capita: \$	752
People/Unit	2.1
TIRZ Contribution:	75%
Base Value: \$	10,998,039
Base Property Tax: \$	80,726
TIRZ Buydown to: \$	3.08
Tax Stack Before PID & TIRZ: \$	2.91

Taxing Unit Participation and Tax Increment Contribution
75% City Tax Increment or 0.308 Tax Rate Equivalent

Debt Service

It is not anticipated that the TIRZ will incur any bonded indebtedness.

TIRZ Board Finding of Feasibility

Based on revenue projections and the Iron Horse Village developer's assumptions, expanding the boundary of the Zone as illustrated in this amended plan, extending the TIRZ an additional 31 years to expire on December 31, 2049, and assuming a conservative percentage of annual ad valorem growth, the Board finds that the TIRZ will generate sufficient revenue to meet the obligations detailed in the Project Plan and is economically feasible.

Economic Feasibility

In April 2018, owner of the Mesquite Arena, and President and CEO of Centurion American, approached City staff with a concept to develop 56 acres adjacent to the Rodeo as a mixed use development containing retail, restaurant and residential components and to utilize a Public Improvement District (PID) and Rodeo City TIRZ revenue as a means to finance a portion of the development public infrastructure needs.

An analysis was developed by T. Wilson & Associates, Inc. and Kimley-Horn and Associates, Inc. to determine the economic feasibility of the project. The analysis was fully vetted by the City's consultant, Petty & Associates, Inc., as well as City staff and the City's financial advisor, Hilltop Securities. The following pages summarize the revenue assumptions, characteristics of anticipated development including square footages, and the anticipated taxable value per unit for both residential and commercial components.

City TIRZ participation will remain at 100% of ad valorem valuation, but the City will be the only taxing jurisdiction participating; MISD will no longer participate effective January 1, 2019. The term of the TIRZ is extended an additional 31 years to expire on December 31, 2049, and the boundary expanded as shown earlier.

Method of Financing

To finance a portion of the eligible public improvements for the Iron Horse Village development, the City will issue special assessment revenue bonds not to exceed \$10,200,000 and secured by PID assessments. Any remaining, non-project costs of public improvements will be paid by the Developer.

In accordance with the Development Agreement, this TIRZ Project and Finance Plan, and the PID Service and Assessment Plan, 75 percent of the ad valorem tax increment collected for property located within the PID boundaries will be used to reduce the property assessments levied on property within the PID boundaries.

Rodeo City TIRZ No. One
Iron Horse Village Revenue Assumptions

Villas—Family Oriented

- ◆ Two story homes 1,800 to 2,000 square feet
- ◆ 90 percent brick or stone masonry
- ◆ Two car garages + driveway/street parking



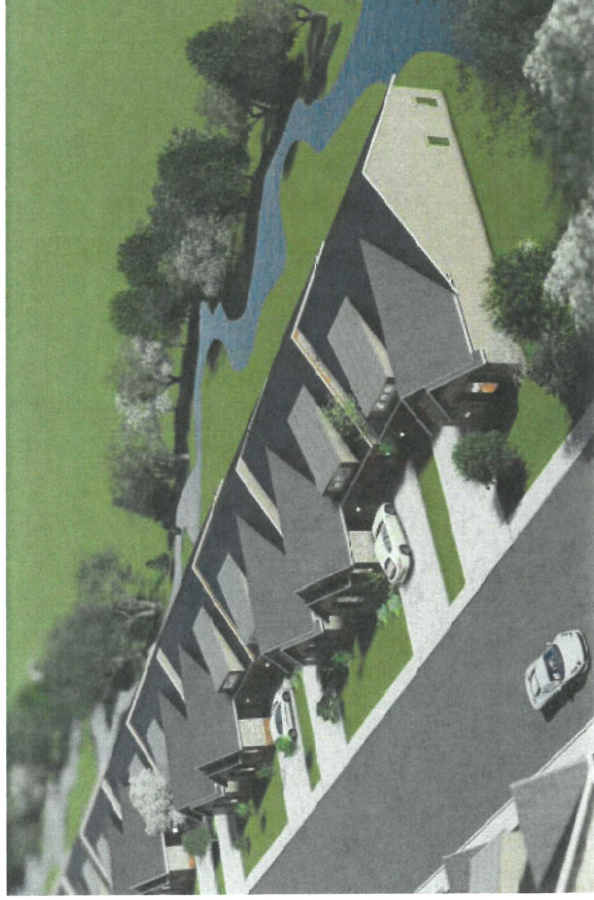
Proposed Villas

Year No.	Const. Year & PID Inst. Due 1/31	Villas			Total Value
		# Units	Value/Home	Total Value	
0	2018	0	\$ 310,300	\$ -	
1	2019	8	310,300	2,482,400	
2	2020	16	310,300	4,964,800	
3	2021	24	310,300	7,447,200	
4	2022	30	310,300	9,309,000	
5	2023	30	310,300	9,309,000	
6	2024	30	310,300	9,309,000	
7	2025	30	310,300	9,309,000	
8	2026	30	310,300	9,309,000	
9	2027	30	310,300	9,309,000	
10	2028	30	310,300	9,309,000	
11	2029	30	310,300	9,309,000	
12	2030	30	310,300	9,309,000	
13	2031	30	310,300	9,309,000	
14	2032	30	310,300	9,309,000	
15	2033	30	310,300	9,309,000	
16	2034	30	310,300	9,309,000	
17	2035	30	310,300	9,309,000	
18	2036	30	310,300	9,309,000	
19	2037	30	310,300	9,309,000	
20	2038	30	310,300	9,309,000	
21	2039	30	310,300	9,309,000	
22	2040	30	310,300	9,309,000	
23	2041	30	310,300	9,309,000	
24	2042	30	310,300	9,309,000	
25	2043	30	310,300	9,309,000	
26	2044	30	310,300	9,309,000	
27	2045	30	310,300	9,309,000	
28	2046	30	310,300	9,309,000	
29	2047	30	310,300	9,309,000	
30	2048	30	310,300	9,309,000	
31	2049	30	310,300	9,309,000	

Rodeo City TIRZ No. One Iron Horse Village Revenue Assumptions

Bungalows—Family/Senior Oriented

- ◆ One or two story homes 1,250 to 1,700 square feet
- ◆ 90 percent brick or stone masonry
- ◆ Age restricted community
- ◆ Two car garages + driveway/street parking



Proposed Bungalows

Year No.	Const. Year & PID Inst. Due 1/31	Bungalows			Total Value
		# Units	Value/Home		
0	2018	0	\$ 288,900	\$ -	
1	2019	12	288,900	3,466,800	
2	2020	24	288,900	6,933,600	
3	2021	36	288,900	10,400,400	
4	2022	51	288,900	14,733,900	
5	2023	51	288,900	14,733,900	
6	2024	51	288,900	14,733,900	
7	2025	51	288,900	14,733,900	
8	2026	51	288,900	14,733,900	
9	2027	51	288,900	14,733,900	
10	2028	51	288,900	14,733,900	
11	2029	51	288,900	14,733,900	
12	2030	51	288,900	14,733,900	
13	2031	51	288,900	14,733,900	
14	2032	51	288,900	14,733,900	
15	2033	51	288,900	14,733,900	
16	2034	51	288,900	14,733,900	
17	2035	51	288,900	14,733,900	
18	2036	51	288,900	14,733,900	
19	2037	51	288,900	14,733,900	
20	2038	51	288,900	14,733,900	
21	2039	51	288,900	14,733,900	
22	2040	51	288,900	14,733,900	
23	2041	51	288,900	14,733,900	
24	2042	51	288,900	14,733,900	
25	2043	51	288,900	14,733,900	
26	2044	51	288,900	14,733,900	
27	2045	51	288,900	14,733,900	
28	2046	51	288,900	14,733,900	
29	2047	51	288,900	14,733,900	
30	2048	51	288,900	14,733,900	
31	2049	51	288,900	14,733,900	

Rodeo City TIRZ No. One
Iron Horse Village Revenue Assumptions

Urban Row Homes—Young Professionals / Family Oriented

- ◆ Three story, zero lot line homes 1,200 to 1,500 square feet
- ◆ 90 percent brick or stone masonry
- ◆ Two car garages + street parking



Proposed Urban Row Homes

City of Mesquite, TX

Year No.	Const. Year & PID Inst. Due 1/31	Urban Row Homes		
		# Units	Value/Home	Total Value
0	2018	0	\$ 256,800	\$ -
1	2019	15	256,800	3,852,000
2	2020	30	256,800	7,704,000
3	2021	45	256,800	11,556,000
4	2022	57	256,800	14,637,600
5	2023	57	256,800	14,637,600
6	2024	57	256,800	14,637,600
7	2025	57	256,800	14,637,600
8	2026	57	256,800	14,637,600
9	2027	57	256,800	14,637,600
10	2028	57	256,800	14,637,600
11	2029	57	256,800	14,637,600
12	2030	57	256,800	14,637,600
13	2031	57	256,800	14,637,600
14	2032	57	256,800	14,637,600
15	2033	57	256,800	14,637,600
16	2034	57	256,800	14,637,600
17	2035	57	256,800	14,637,600
18	2036	57	256,800	14,637,600
19	2037	57	256,800	14,637,600
20	2038	57	256,800	14,637,600
21	2039	57	256,800	14,637,600
22	2040	57	256,800	14,637,600
23	2041	57	256,800	14,637,600
24	2042	57	256,800	14,637,600
25	2043	57	256,800	14,637,600
26	2044	57	256,800	14,637,600
27	2045	57	256,800	14,637,600
28	2046	57	256,800	14,637,600
29	2047	57	256,800	14,637,600
30	2048	57	256,800	14,637,600
31	2049	57	256,800	14,637,600

Rodeo City TIRZ No. One Iron Horse Village Revenue Assumptions

Rear Entry Townhomes—Young Professionals / Family Oriented

- ◆ Two story homes 1,200 to 1,400 square feet
- ◆ 90 percent brick or stone masonry
- ◆ Two car garages + street parking



Proposed Townhomes

Year No.	Const. Year & PID Inst. Due 1/31	Townhomes				Total Value	Total Value
		# Units	Value/Home	# Units	Value/Home		
0	2018	0	\$ 235,400	0	\$ 0	\$ -	\$ -
1	2019	25	235,400	25	235,400	5,885,000	5,885,000
2	2020	50	235,400	50	235,400	11,770,000	11,770,000
3	2021	75	235,400	75	235,400	17,655,000	17,655,000
4	2022	100	235,400	98	235,400	23,540,000	23,069,200
5	2023	100	235,400	98	235,400	23,540,000	23,069,200
6	2024	100	235,400	98	235,400	23,540,000	23,069,200
7	2025	100	235,400	98	235,400	23,540,000	23,069,200
8	2026	100	235,400	98	235,400	23,540,000	23,069,200
9	2027	100	235,400	98	235,400	23,540,000	23,069,200
10	2028	100	235,400	98	235,400	23,540,000	23,069,200
11	2029	100	235,400	98	235,400	23,540,000	23,069,200
12	2030	100	235,400	98	235,400	23,540,000	23,069,200
13	2031	100	235,400	98	235,400	23,540,000	23,069,200
14	2032	100	235,400	98	235,400	23,540,000	23,069,200
15	2033	100	235,400	98	235,400	23,540,000	23,069,200
16	2034	100	235,400	98	235,400	23,540,000	23,069,200
17	2035	100	235,400	98	235,400	23,540,000	23,069,200
18	2036	100	235,400	98	235,400	23,540,000	23,069,200
19	2037	100	235,400	98	235,400	23,540,000	23,069,200
20	2038	100	235,400	98	235,400	23,540,000	23,069,200
21	2039	100	235,400	98	235,400	23,540,000	23,069,200
22	2040	100	235,400	98	235,400	23,540,000	23,069,200
23	2041	100	235,400	98	235,400	23,540,000	23,069,200
24	2042	100	235,400	98	235,400	23,540,000	23,069,200
25	2043	100	235,400	98	235,400	23,540,000	23,069,200
26	2044	100	235,400	98	235,400	23,540,000	23,069,200
27	2045	100	235,400	98	235,400	23,540,000	23,069,200
28	2046	100	235,400	98	235,400	23,540,000	23,069,200
29	2047	100	235,400	98	235,400	23,540,000	23,069,200
30	2048	100	235,400	98	235,400	23,540,000	23,069,200
31	2049	100	235,400	98	235,400	23,540,000	23,069,200

Rodeo City TIRZ No. One Iron Horse Village Revenue Assumptions

Commercial Development

- ◆ 133,190 square feet restaurant and retail space
- ◆ \$31,299,650 added taxable value based on average of \$235 per square foot
- ◆ Maintained by Property Owners Association (POA)



Proposed Restaurant / Retail Common Area

Year No.	Const. Year & PID Inst. Due 1/31	Commercial		Total Value
		Sq. Ft.	Value/ Sq. Ft.	
0	2018	-	\$ 235	\$ -
1	2019	-	235	-
2	2020	38,000	235	8,930,000
3	2021	75,000	235	17,625,000
4	2022	100,000	235	23,500,000
5	2023	125,000	235	29,375,000
6	2024	133,190	235	31,299,650
7	2025	133,190	235	31,299,650
8	2026	133,190	235	31,299,650
9	2027	133,190	235	31,299,650
10	2028	133,190	235	31,299,650
11	2029	133,190	235	31,299,650
12	2030	133,190	235	31,299,650
13	2031	133,190	235	31,299,650
14	2032	133,190	235	31,299,650
15	2033	133,190	235	31,299,650
16	2034	133,190	235	31,299,650
17	2035	133,190	235	31,299,650
18	2036	133,190	235	31,299,650
19	2037	133,190	235	31,299,650
20	2038	133,190	235	31,299,650
21	2039	133,190	235	31,299,650
22	2040	133,190	235	31,299,650
23	2041	133,190	235	31,299,650
24	2042	133,190	235	31,299,650
25	2043	133,190	235	31,299,650
26	2044	133,190	235	31,299,650
27	2045	133,190	235	31,299,650
28	2046	133,190	235	31,299,650
29	2047	133,190	235	31,299,650
30	2048	133,190	235	31,299,650
31	2049	133,190	235	31,299,650

Rodeo City TIRZ No. One Iron Horse Village Revenue Assumptions

Total Estimate Taxable Value Added by Year 2049

\$157,562,480

(Assumptions provided by Developer)

- ◆ Iron Horse Village - \$116,589,350
- ◆ Existing Development - \$40,973,130
- ◆ Estimated 706 Residents added to City population

Tax Stack	
City of Mesquite	0.73400
Mesquite ISD	1.52000
Dallas County	0.25310
Parkland Hospital	0.27940
DCCCD	0.12424
PID	0.71928
TIRZ Increment Grant Offset	0.55002
Totals	3.08000

Bond Sizing	
Buildout Value:	\$ 27,023,664
LTV Ratio:	2.65
Max ETR:	\$ 0.7193
Sources:	
Bond Par Amount (6.00% Interest Rate)	\$ 10,200,000
Uses:	
Reserve Fund (Maximum Annual Debt Service)	\$ 752,600
Capitalized Interest (21 months)	\$ 1,071,000
Underwriter Discount (3%)	\$ 306,000
Cost of Issuance (6.5%)	\$ 663,000
Infrastructure Bond Net Construction Proceeds	\$ 7,407,400

Year No.	Const. Year & PID Inst. Due 1/31	Added Population	New Development Value	Existing Development	Total Development
0	2018	-	\$ 2,920,580	\$ 28,238,920	\$ 31,159,500
1	2019	179	21,571,200	28,662,504	50,233,704
2	2020	357	52,072,400	29,092,441	81,164,841
3	2021	536	82,338,600	29,528,828	111,867,428
4	2022	706	108,789,700	29,971,760	138,761,460
5	2023	706	114,664,700	30,421,337	145,086,037
6	2024	706	116,589,350	30,877,657	147,467,007
7	2025	706	116,589,350	31,340,822	147,930,172
8	2026	706	116,589,350	31,810,934	148,400,284
9	2027	706	116,589,350	31,810,934	148,400,284
10	2028	706	116,589,350	31,810,934	148,400,284
11	2029	706	116,589,350	32,288,098	148,877,448
12	2030	706	116,589,350	32,772,420	149,361,770
13	2031	706	116,589,350	33,264,006	149,853,356
14	2032	706	116,589,350	33,762,966	150,352,316
15	2033	706	116,589,350	34,269,410	150,858,760
16	2034	706	116,589,350	34,783,452	151,372,802
17	2035	706	116,589,350	35,305,203	151,894,553
18	2036	706	116,589,350	35,834,781	152,424,131
19	2037	706	116,589,350	35,834,781	152,424,131
20	2038	706	116,589,350	35,834,781	152,424,131
21	2039	706	116,589,350	36,372,303	152,961,653
22	2040	706	116,589,350	36,917,888	153,507,238
23	2041	706	116,589,350	37,471,656	154,061,006
24	2042	706	116,589,350	38,033,731	154,623,081
25	2043	706	116,589,350	38,604,237	155,193,587
26	2044	706	116,589,350	39,183,300	155,772,650
27	2045	706	116,589,350	39,771,050	156,360,400
28	2046	706	116,589,350	40,367,616	156,956,966
29	2047	706	116,589,350	40,367,616	156,956,966
30	2048	706	116,589,350	40,367,616	156,956,966
31	2049	706	\$ 116,589,350	\$ 40,973,130	\$ 157,562,480

Rodeo City TIRZ No. One
Iron Horse Village TIRZ Revenue Projections

Year No.	Const. Year & PID Inst. Due 1/31	Ad Valorem Revenue ¹		PID		TIRZ		
		Gross Yearly Ad Valorem Revenue	PID Annual Installment	ETR w/ PID Assessment	Beginning TIRZ Balance	TIRZ Credit	TIRZ Reserve Balance (Rodeo & Fire Station)	
0		\$	\$	\$	\$	\$	\$	\$
1	2018	228,711	86,000	2.91	110,888	110,888	-	-
2	2019	228,711	379,700	3.31	110,888	110,888	110,888	-
3	2020	368,715	835,314	3.49	110,888	110,888	110,888	-
4	2021	694,364	835,314	3.45	215,796	215,796	215,796	-
5	2022	1,348,379	835,517	3.20	459,810	459,810	459,810	0
6	2023	2,323,458	837,285	3.10	949,877	949,877	612,213	337,664
7	2024	3,475,876	837,318	3.04	2,018,185	2,018,185	646,672	1,371,513
8	2025	4,956,664	836,716	3.04	3,915,564	3,915,564	646,672	3,268,891
9	2026	4,960,064	835,479	3.04	6,922,524	6,922,524	646,672	6,275,851
10	2027	4,963,515	838,608	3.04	9,932,031	9,932,031	646,672	9,285,359
11	2028	4,963,515	835,778	3.04	12,944,125	12,944,125	646,672	12,297,452
12	2029	4,963,515	837,315	3.04	15,956,218	15,956,218	646,672	15,309,546
13	2030	4,967,017	837,893	3.04	18,968,311	18,968,311	646,672	18,321,639
14	2031	4,970,572	837,513	3.04	21,983,029	21,983,029	646,672	21,336,357
15	2032	4,974,180	836,176	3.04	25,000,410	25,000,410	646,672	24,353,738
16	2033	4,977,842	833,882	3.04	28,020,495	28,020,495	646,672	27,373,823
17	2034	4,981,560	835,630	3.04	31,043,325	31,043,325	646,672	30,396,653
18	2035	4,985,333	831,097	3.04	34,068,940	34,068,940	646,672	33,422,268
19	2036	4,989,162	830,508	3.04	37,097,382	37,097,382	646,672	36,450,710
20	2037	4,993,050	828,839	3.04	40,128,694	40,128,694	646,672	39,482,021
21	2038	4,993,050	830,788	3.04	43,162,918	43,162,918	646,672	42,516,246
22	2039	4,993,995	831,133	3.04	46,197,143	46,197,143	646,672	45,550,470
23	2040	4,996,995	829,873	3.04	49,231,367	49,231,367	646,672	48,584,695
24	2041	5,001,000	827,009	3.04	52,268,548	52,268,548	646,672	51,621,875
25	2042	5,005,064	827,541	3.04	55,308,729	55,308,729	646,672	54,662,057
26	2043	5,009,190	826,145	3.04	58,351,957	58,351,957	646,672	57,705,284
27	2044	5,013,377	822,821	3.04	61,398,275	61,398,275	646,672	60,751,603
28	2045	5,017,628	822,570	3.04	64,447,732	64,447,732	646,672	63,801,059
29	2046	5,021,942	820,066	3.04	67,500,373	67,500,373	646,672	66,853,701
30	2047	5,026,321	815,311	3.04	70,556,247	70,556,247	646,672	69,909,574
31	2048	5,026,321	65,705	2.92	73,615,402	73,615,402	646,672	72,968,730
	2049	5,026,321		2.91	76,674,557	76,674,557	646,672	76,027,885
		\$	\$	\$	\$	\$	\$	\$
		133,444,457	22,986,733		18,323,074	18,323,074		76,027,885

Rodeo City TIRZ No. One Iron Horse Village TIRZ Revenue Projections

Net PID Effect		City Net Effect				Net Cumulative Effect
Net Annual Installment w/ TIRZ Buydown	ETR After TIRZ Buydown	Net Yearly Ad Valorem Revenue	Sales Tax	Yearly Cost of Service	Net Yearly Effect	
\$ -	2.91	\$ 228,711	\$ -	\$ -	228,711	228,711
\$ -	2.80	\$ 228,711	\$ -	\$ 134,232	94,479	323,189
\$ 268,812	3.32	\$ 117,823	\$ 11	\$ 268,464	(150,631)	172,559
\$ 619,518	3.31	\$ 152,919	\$ 21	\$ 402,696	(249,755)	(77,196)
\$ 376,807	3.04	\$ 234,553	\$ 32	\$ 530,611	(296,036)	(373,222)
\$ 225,073	2.96	\$ 398,502	\$ 43	\$ 530,611	(132,066)	(505,288)
\$ 190,646	2.94	\$ 642,936	\$ 54	\$ 530,611	112,379	(392,910)
\$ 190,043	2.94	\$ 931,826	\$ 54	\$ 530,611	401,268	8,359
\$ 188,807	2.94	\$ 1,303,032	\$ 54	\$ 530,611	772,474	780,833
\$ 191,936	2.94	\$ 1,303,884	\$ 54	\$ 530,611	773,326	1,554,159
\$ 189,106	2.94	\$ 1,304,749	\$ 54	\$ 530,611	774,191	2,328,351
\$ 190,643	2.94	\$ 1,304,749	\$ 54	\$ 530,611	774,191	3,102,542
\$ 191,721	2.94	\$ 1,304,749	\$ 54	\$ 530,611	774,191	3,876,734
\$ 190,841	2.94	\$ 1,305,627	\$ 54	\$ 530,611	775,069	4,651,803
\$ 189,504	2.94	\$ 1,306,518	\$ 54	\$ 530,611	775,961	5,427,763
\$ 187,209	2.94	\$ 1,307,423	\$ 54	\$ 530,611	776,855	6,204,628
\$ 188,958	2.94	\$ 1,308,341	\$ 54	\$ 530,611	777,753	6,982,412
\$ 184,425	2.94	\$ 1,309,273	\$ 54	\$ 530,611	778,715	7,761,127
\$ 183,936	2.94	\$ 1,310,218	\$ 54	\$ 530,611	779,661	8,540,787
\$ 182,166	2.94	\$ 1,311,178	\$ 54	\$ 530,611	780,621	9,321,408
\$ 184,116	2.94	\$ 1,312,153	\$ 54	\$ 530,611	781,595	10,103,004
\$ 184,461	2.94	\$ 1,312,153	\$ 54	\$ 530,611	781,595	10,884,599
\$ 183,201	2.94	\$ 1,312,153	\$ 54	\$ 530,611	781,595	11,666,194
\$ 180,337	2.94	\$ 1,313,142	\$ 54	\$ 530,611	782,584	12,448,778
\$ 180,869	2.94	\$ 1,314,146	\$ 54	\$ 530,611	783,588	13,232,366
\$ 179,473	2.94	\$ 1,315,165	\$ 54	\$ 530,611	784,607	14,016,974
\$ 176,149	2.94	\$ 1,316,199	\$ 54	\$ 530,611	785,641	14,802,615
\$ 175,897	2.94	\$ 1,317,249	\$ 54	\$ 530,611	786,691	15,589,306
\$ 173,394	2.94	\$ 1,318,314	\$ 54	\$ 530,611	787,757	16,377,063
\$ 168,639	2.94	\$ 1,319,396	\$ 54	\$ 530,611	788,838	17,165,901
\$ (580,968)	2.82	\$ 1,320,493	\$ 54	\$ 530,611	789,936	17,955,836
\$ (646,672)	2.81	\$ 1,320,493	\$ 54	\$ 530,611	789,936	18,745,772
		\$ 34,406,777				

Assumptions

City Tax Rate:	\$ 0.7340
Cost per Capita:	\$ 752
People/Unit:	2.1
TIRZ Contribution:	75%
Base Value:	\$ 10,998,099
Base Property Tax:	\$ 80,726
TIRZ Buydown to:	\$ 3.08
Tax Stack Before PID & TIRZ:	\$ 2.91

Rodeo City TIRZ No. One Iron Horse Village PID Requirements

Summary of Annual Installments on all Parcels									
Annual Installment Due January 31,	Principal	Interest ¹	Annual Collection Costs	Additional Interest ²	Capitalized Interest	Reserve Fund	Total Annual Installment		
2020	\$ -	\$ 797,442	\$ 45,900	\$ 61,342	\$ 797,442	\$ -	\$ 107,242		
2021	\$ -	\$ 663,000	\$ 46,818	\$ 51,000	\$ -	\$ -	\$ 760,818		
2022	\$ 135,000	\$ 663,000	\$ 47,754	\$ 51,000	\$ -	\$ -	\$ 896,754		
2023	\$ 140,000	\$ 654,225	\$ 48,709	\$ 50,325	\$ -	\$ -	\$ 893,259		
2024	\$ 150,000	\$ 645,125	\$ 49,684	\$ 49,625	\$ -	\$ -	\$ 894,434		
2025	\$ 160,000	\$ 635,375	\$ 50,677	\$ 48,875	\$ -	\$ -	\$ 894,927		
2026	\$ 170,000	\$ 624,975	\$ 51,691	\$ 48,075	\$ -	\$ -	\$ 894,741		
2027	\$ 185,000	\$ 613,925	\$ 52,725	\$ 47,225	\$ -	\$ -	\$ 898,875		
2028	\$ 195,000	\$ 601,900	\$ 53,779	\$ 46,300	\$ -	\$ -	\$ 896,979		
2029	\$ 210,000	\$ 589,225	\$ 54,855	\$ 45,325	\$ -	\$ -	\$ 899,405		
2030	\$ 220,000	\$ 575,575	\$ 55,952	\$ 44,275	\$ -	\$ -	\$ 895,802		
2031	\$ 235,000	\$ 561,275	\$ 57,071	\$ 43,175	\$ -	\$ -	\$ 896,521		
2032	\$ 255,000	\$ 546,000	\$ 58,212	\$ 42,000	\$ -	\$ -	\$ 901,212		
2033	\$ 270,000	\$ 529,425	\$ 59,377	\$ 40,725	\$ -	\$ -	\$ 899,527		
2034	\$ 290,000	\$ 511,875	\$ 60,564	\$ 39,375	\$ -	\$ -	\$ 901,814		
2035	\$ 305,000	\$ 493,025	\$ 61,775	\$ 37,925	\$ -	\$ -	\$ 897,725		
2036	\$ 330,000	\$ 473,200	\$ 63,011	\$ 36,400	\$ -	\$ -	\$ 902,611		
2037	\$ 350,000	\$ 451,750	\$ 64,271	\$ 34,750	\$ -	\$ -	\$ 900,771		
2038	\$ 375,000	\$ 429,000	\$ 65,557	\$ 33,000	\$ -	\$ -	\$ 902,557		
2039	\$ 400,000	\$ 404,625	\$ 66,868	\$ 31,125	\$ -	\$ -	\$ 902,618		
2040	\$ 425,000	\$ 378,625	\$ 68,205	\$ 29,125	\$ -	\$ -	\$ 900,955		
2041	\$ 455,000	\$ 351,000	\$ 69,569	\$ 27,000	\$ -	\$ -	\$ 902,569		
2042	\$ 485,000	\$ 321,425	\$ 70,960	\$ 24,725	\$ -	\$ -	\$ 902,110		
2043	\$ 520,000	\$ 289,900	\$ 72,380	\$ 22,300	\$ -	\$ -	\$ 904,580		
2044	\$ 555,000	\$ 256,100	\$ 73,827	\$ 19,700	\$ -	\$ -	\$ 904,627		
2045	\$ 590,000	\$ 220,025	\$ 75,304	\$ 16,925	\$ -	\$ -	\$ 902,254		
2046	\$ 630,000	\$ 181,675	\$ 76,810	\$ 13,975	\$ -	\$ -	\$ 902,460		
2047	\$ 675,000	\$ 140,725	\$ 78,346	\$ 10,825	\$ -	\$ -	\$ 904,896		
2048	\$ 720,000	\$ 96,850	\$ 79,913	\$ 7,450	\$ -	\$ -	\$ 904,213		
2049	\$ 770,000	\$ 50,050	\$ 81,511	\$ 3,850	\$ -	\$ 820,050	\$ 85,361		
Total	\$ 10,200,000	\$ 13,750,317	\$ 1,862,075	\$ 1,057,717	\$ 797,442	\$ 820,050	\$ 25,252,617		

¹Interest is calculated at a 6.50% rate.

²Additional interest is calculated at 0.5% of the remaining principal amount due on the PID Bonds.

Rodeo City TIRZ No. One Annual Captured Value Projections

	0 Actual 2018-19 33,263,300 18%	1 Proposed 2019-20 34,261,199 3.0%	2 Proposed 2020-21 38,209,615 3.0%	3 Proposed 2021-22 58,006,523 3.0%	4 Proposed 2022-23 89,667,854 2.0%	5 Proposed 2023-24 121,727,411 2.0%	6 Proposed 2024-25 150,613,059 2.0%	7 Proposed 2025-26 159,500,320 2.0%
CITY OF MESQUITE, TEXAS Rodeo City TIRZ No. One As of June 3, 2019								
ORIGINAL TIRZ AREA Base Value \$9,580,052								
Projected % growth in taxable value								
Taxable Value Changes:								
Beginning TIRZ Value Increase	18,658,868	23,683,248	24,681,147	28,629,563	48,426,471	80,087,802	112,147,359	141,033,007
Appraised Value Annual Growth	5,024,380	997,899	1,027,836	1,146,288	1,160,130	1,793,357	2,434,548	3,012,261
Development: Iron Horse Development \$116,589,350	-	-	2,920,580	18,650,620	30,501,200	30,266,200	26,451,100	5,875,000
Ending TIRZ Value Increase	23,683,248	24,681,147	28,629,563	48,426,471	80,087,802	112,147,359	141,033,007	149,950,268
City Tax Rate	0.734	0.734	0.734	0.734	0.734	0.734	0.734	0.734
TIRZ Participation Percentage	100%	100%	100%	100%	100%	100%	100%	100%
REVENUE:								
Iron Horse City Tract Sale	926,100	-	-	-	-	-	-	-
City of Mesquite	\$ 173,835	\$ 181,160	\$ 210,141	\$ 355,450	\$ 587,844	\$ 823,162	\$ 1,035,182	\$ 1,100,415
Original TIRZ Zone Revenue	\$ 1,099,935	\$ 181,160	\$ 210,141	\$ 355,450	\$ 587,844	\$ 823,162	\$ 1,035,182	\$ 1,100,415
EXPANSION AREA OCTOBER 2018								
TIRZ Base Value & Cumulative Growth	Base Year 1,132,460	1,166,434	1,201,427	1,237,470	1,262,219	1,287,463	1,313,213	1,339,477
Taxable Value Changes:								
Beginning TIRZ Value	33,974	33,974	33,974	68,987	105,010	129,759	155,003	180,753
Appraised Value Annual Growth	33,974	34,993	34,993	36,043	24,749	25,244	25,749	26,264
Development:	-	-	-	-	-	-	-	-
Total Expansion Area TIRZ Value Increase	33,974	68,967	68,967	105,010	129,759	155,003	180,753	207,017
City Tax Rate	0.734	0.734	0.734	0.734	0.734	0.734	0.734	0.734
TIRZ Participation Percentage	100%	100%	100%	100%	100%	100%	100%	100%
Expansion Area Revenue	\$ 249	\$ 506	\$ 771	\$ 952	\$ 1,138	\$ 1,327	\$ 1,520	\$ 1,717
TOTAL REVENUES ALL AREAS	\$ 1,099,935	\$ 181,409	\$ 210,647	\$ 356,221	\$ 588,797	\$ 824,299	\$ 1,036,509	\$ 1,101,934
EXPENDITURES:								
City Administrative Fee	\$ 50,000	\$ 50,000	\$ 50,000	\$ 50,000	\$ 50,000	\$ 50,000	\$ 50,000	\$ 50,000
Annual TIRZ Amount to PID (Total \$18,323,074)	-	54,102	188,356	235,919	421,905	606,515	699,628	698,970
Iron Horse City Tract Conveyance	926,100	-	-	-	-	-	-	-
City Capital Projects From Original Zone \$1,092,378	113,834	-	-	-	-	-	-	-
Fire Station #4 (Bonds Par \$7,630,000; Interest \$4,578,000)	-	-	50,000	60,000	100,000	150,000	200,000	250,000
Total Expenditures Not Including Admin Fee 1998-2018	6,370,662	-	-	-	-	-	-	-
TOTAL EXPENDITURES ALL AREAS	\$ 1,089,934	\$ 104,102	\$ 288,356	\$ 345,919	\$ 571,905	\$ 806,515	\$ 949,628	\$ 988,970
Excess (Deficiency) Revenues over Expenditures	\$ 10,001	\$ 77,307	\$ (77,709)	\$ 10,302	\$ 16,892	\$ 17,784	\$ 86,881	\$ 102,964
Beginning Fund Balance, Oct 1	\$ (1)	\$ 10,000	\$ 87,306	\$ 9,598	\$ 19,900	\$ 36,792	\$ 54,576	\$ 141,457
Ending Fund Balance, Sep 30	\$ 10,000	\$ 87,306	\$ 9,598	\$ 19,900	\$ 36,792	\$ 54,576	\$ 141,457	\$ 244,421

Rodeo City TIRZ No. One Annual Captured Value Projections

	8	9	10	11	12	13	14	15	16
	Proposed 2026-27	Proposed 2027-28	Proposed 2028-29	Proposed 2029-30	Proposed 2030-31	Proposed 2031-32	Proposed 2032-33	Proposed 2033-34	Proposed 2034-35
CITY OF MESQUITE, TEXAS Rodeo City TIRZ No. One As of June 3, 2019									
ORIGINAL TIRZ AREA Base Value \$9,580,052									
Projected % growth in taxable value	0.5%	0.5%	0.5%	0.5%	0.5%	0.5%	0.5%	0.5%	0.5%
Taxable Value Changes:									
Beginning TIRZ Value Increase	149,920,268	152,642,420	153,453,532	154,268,700	155,087,944	155,911,284	156,738,741	157,570,335	158,406,087
Appraised Value Annual Growth	797,502	811,112	815,168	819,244	823,340	827,457	831,594	835,752	839,931
Development: Iron Horse Development \$116,589,350	1,924,650								
Ending TIRZ Value Increase	152,642,420	153,453,532	154,268,700	155,087,944	155,911,284	156,738,741	157,570,335	158,406,087	159,246,017
City Tax Rate	0.734	0.734	0.734	0.734	0.734	0.734	0.734	0.734	0.734
TIRZ Participation Percentage	100%	100%	100%	100%	100%	100%	100%	100%	100%
REVENUE:									
Iron Horse City Tract Sale	\$ 1,120,395	\$ 1,126,349	\$ 1,132,332	\$ 1,138,346	\$ 1,144,389	\$ 1,150,462	\$ 1,156,566	\$ 1,162,701	\$ 1,168,866
City of Mesquite	\$ 1,120,395	\$ 1,126,349	\$ 1,132,332	\$ 1,138,346	\$ 1,144,389	\$ 1,150,462	\$ 1,156,566	\$ 1,162,701	\$ 1,168,866
Original TIRZ Zone Revenue	\$ 1,120,395	\$ 1,126,349	\$ 1,132,332	\$ 1,138,346	\$ 1,144,389	\$ 1,150,462	\$ 1,156,566	\$ 1,162,701	\$ 1,168,866
EXPANSION AREA OCTOBER 2018									
TIRZ Base Value & Cumulative Growth	1,346,174	1,352,905	1,359,670	1,366,468	1,373,300	1,380,167	1,387,068	1,394,003	1,400,973
Taxable Value Changes:									
Beginning TIRZ Value	207,017	213,714	220,445	227,210	234,008	240,840	247,707	254,608	261,543
Appraised Value Annual Growth	6,697	6,731	6,765	6,798	6,832	6,867	6,901	6,935	6,970
Development:									
Total Expansion Area TIRZ Value Increase	213,714	220,445	227,210	234,008	240,840	247,707	254,608	261,543	268,513
City Tax Rate	0.734	0.734	0.734	0.734	0.734	0.734	0.734	0.734	0.734
TIRZ Participation Percentage	100%	100%	100%	100%	100%	100%	100%	100%	100%
Expansion Area Revenue	\$ 1,569	\$ 1,618	\$ 1,668	\$ 1,718	\$ 1,768	\$ 1,818	\$ 1,869	\$ 1,920	\$ 1,971
TOTAL REVENUES ALL AREAS	\$ 1,121,964	\$ 1,127,967	\$ 1,134,000	\$ 1,140,063	\$ 1,146,157	\$ 1,152,281	\$ 1,158,435	\$ 1,164,620	\$ 1,170,837
EXPENDITURES:									
City Administrative Fee	\$ 50,000	\$ 50,000	\$ 50,000	\$ 50,000	\$ 50,000	\$ 50,000	\$ 50,000	\$ 50,000	\$ 50,000
Annual TIRZ Amount to PID (Total \$18,323,074)	697,618	701,038	697,944	699,625	700,257	699,841	698,380	695,872	697,783
Iron Horse City Tract Conveyance									
City Capital Projects From Original Zone \$1,092,378	450,000	400,000	400,000	400,000	425,000	425,000	425,000	425,000	425,000
Fire Station #4 (Bonds Par \$7,630,000; Interest \$4,578,000)									
Total Expenditures Not Including Admin Fee 1998-2018									
TOTAL EXPENDITURES ALL AREAS	\$ 1,197,618	\$ 1,151,038	\$ 1,147,944	\$ 1,149,625	\$ 1,175,257	\$ 1,174,841	\$ 1,173,380	\$ 1,170,872	\$ 1,172,783
Excess (Deficiency) Revenues over Expenditures	\$ (75,654)	\$ (23,071)	\$ (13,944)	\$ (9,562)	\$ (29,100)	\$ (22,561)	\$ (14,944)	\$ (6,251)	\$ (1,946)
Beginning Fund Balance, Oct 1	\$ 244,421	\$ 168,768	\$ 145,697	\$ 131,752	\$ 122,191	\$ 93,091	\$ 70,530	\$ 55,587	\$ 49,335
Ending Fund Balance, Sep 30	\$ 168,768	\$ 145,697	\$ 131,752	\$ 122,191	\$ 93,091	\$ 70,530	\$ 55,587	\$ 49,335	\$ 47,389

Rodeo City TIRZ No. One Annual Captured Value Projections

	17 Proposed 2035-36 169,670,200 0.5%	18 Proposed 2036-37 170,518,551 0.5%	19 Proposed 2037-38 171,371,143 0.5%	20 Proposed 2038-39 172,227,999 0.5%	21 Proposed 2039-40 173,089,199 0.5%	22 Proposed 2040-41 173,954,585 0.5%	23 Proposed 2041-42 174,824,358 0.5%	24 Proposed 2042-43 175,698,479 0.5%	25 Proposed 2043-44 176,576,972 0.5%
CITY OF MESQUITE, TEXAS									
Rodeo City TIRZ No. One									
As of June 3, 2019									
ORIGINAL TIRZ AREA Base Value \$9,580,052									
Projected % growth in taxable value									
Taxable Value Changes:									
Beginning TIRZ Value Increase	159,246,017	160,090,148	160,938,499	161,791,091	162,647,947	163,509,087	164,374,533	165,244,306	166,118,427
Appraised Value Annual Growth	844,130	848,351	852,593	856,856	861,140	865,446	869,773	874,122	878,492
Development: Iron Horse Development \$116,589,350	-	-	-	-	-	-	-	-	-
Ending TIRZ Value Increase	160,090,148	160,938,499	161,791,091	162,647,947	163,509,087	164,374,533	165,244,306	166,118,427	166,996,920
City Tax Rate	0.734	0.734	0.734	0.734	0.734	0.734	0.734	0.734	0.734
TIRZ Participation Percentage	100%	100%	100%	100%	100%	100%	100%	100%	100%
REVENUE:									
Iron Horse City Tract Sale	\$ 1,175,062	\$ 1,181,289	\$ 1,187,547	\$ 1,193,836	\$ 1,200,157	\$ 1,206,509	\$ 1,212,893	\$ 1,219,309	\$ 1,225,757
City of Mesquite	\$ 1,175,062	\$ 1,181,289	\$ 1,187,547	\$ 1,193,836	\$ 1,200,157	\$ 1,206,509	\$ 1,212,893	\$ 1,219,309	\$ 1,225,757
Original TIRZ Zone Revenue	\$ 1,175,062	\$ 1,181,289	\$ 1,187,547	\$ 1,193,836	\$ 1,200,157	\$ 1,206,509	\$ 1,212,893	\$ 1,219,309	\$ 1,225,757
EXPANSION AREA OCTOBER 2018									
TIRZ Base Value & Cumulative Growth	1,407,978	1,415,018	1,422,093	1,429,203	1,436,349	1,443,531	1,450,749	1,458,003	1,465,293
Taxable Value Changes:									
Beginning TIRZ Value	268,513	275,518	282,558	289,633	296,743	303,889	311,071	318,289	325,543
Appraised Value Annual Growth	7,005	7,040	7,075	7,110	7,146	7,182	7,218	7,254	7,290
Development:	-	-	-	-	-	-	-	-	-
Total Expansion Area TIRZ Value Increase	275,518	282,558	289,633	296,743	303,889	311,071	318,289	325,543	332,833
City Tax Rate	0.734	0.734	0.734	0.734	0.734	0.734	0.734	0.734	0.734
TIRZ Participation Percentage	100%	100%	100%	100%	100%	100%	100%	100%	100%
Expansion Area Revenue	\$ 2,022	\$ 2,074	\$ 2,126	\$ 2,178	\$ 2,231	\$ 2,283	\$ 2,336	\$ 2,389	\$ 2,443
TOTAL REVENUES ALL AREAS	\$ 1,177,084	\$ 1,183,363	\$ 1,189,673	\$ 1,196,014	\$ 1,202,387	\$ 1,208,792	\$ 1,215,229	\$ 1,221,699	\$ 1,228,200
EXPENDITURES:									
City Administrative Fee	\$ 50,000	\$ 50,000	\$ 50,000	\$ 50,000	\$ 50,000	\$ 50,000	\$ 50,000	\$ 50,000	\$ 50,000
Annual TIRZ Amount to PID (Total \$18,323,074)	692,827	692,293	690,358	692,489	692,866	691,489	688,358	688,940	687,414
Iron Horse City Tract Conveyance	-	-	-	-	-	-	-	-	-
City Capital Projects From Original Zone \$1,092,378	425,000	450,000	450,000	475,000	475,000	475,000	475,000	475,000	475,000
Fire Station #4 (Bonds Par \$7,630,000; Interest \$4,578,000)	-	-	-	-	-	-	-	-	-
Total Expenditures Not Including Admin Fee 1998-2018	-	-	-	-	-	-	-	-	-
TOTAL EXPENDITURES ALL AREAS	\$ 1,167,827	\$ 1,192,293	\$ 1,190,358	\$ 1,217,489	\$ 1,217,866	\$ 1,216,489	\$ 1,213,358	\$ 1,213,940	\$ 1,212,414
Excess (Deficiency) Revenues over Expenditures	\$ 9,257	\$ (8,930)	\$ (685)	\$ (21,475)	\$ (15,479)	\$ (7,697)	\$ 1,871	\$ 7,759	\$ 15,787
Beginning Fund Balance, Oct 1	\$ 47,389	\$ 56,645	\$ 47,715	\$ 47,030	\$ 25,555	\$ 10,076	\$ 2,379	\$ 4,251	\$ 12,010
Ending Fund Balance, Sep 30	\$ 56,645	\$ 47,715	\$ 47,030	\$ 25,555	\$ 10,076	\$ 2,379	\$ 4,251	\$ 12,010	\$ 27,796

Rodeo City TIRZ No. One Annual Captured Value Projections

	26 Proposed 2044-45 177,459,867 0.5%	27 Proposed 2045-46 178,347,156 0.5%	28 Proposed 2046-47 179,238,892 0.5%	29 Proposed 2047-48 180,135,086 0.5%	30 Proposed 2048-49 181,036,762 0.5%	31 Proposed 2049-50 181,940,940 0.5%	Grand Total
CITY OF MESQUITE, TEXAS							
Rodeo City TIRZ No. One							
As of June 3, 2019							
ORIGINAL TIRZ AREA Base Value \$9,580,052							
Projected % growth in taxable value							
Taxable Value Changes:							
Beginning TIRZ Value Increase	166,996,920	167,879,805	168,767,104	169,658,840	170,555,034	171,455,710	
Appraised Value Annual Growth	882,885	887,299	891,736	896,194	900,675	905,179	
Development: Iron Horse Development \$116,589,350	-	-	-	-	-	-	
Ending TIRZ Value Increase	167,879,805	168,767,104	169,658,840	170,555,034	171,455,710	172,360,888	
City Tax Rate	0.734	0.734	0.734	0.734	0.734	0.734	
TIRZ Participation Percentage	100%	100%	100%	100%	100%	100%	
REVENUE:							
Iron Horse City Tract Sale	\$ 1,232,238	\$ 1,238,751	\$ 1,245,296	\$ 1,251,874	\$ 1,258,485	\$ 1,265,129	
City of Mesquite	\$ 1,232,238	\$ 1,238,751	\$ 1,245,296	\$ 1,251,874	\$ 1,258,485	\$ 1,265,129	
Original TIRZ Zone Revenue	\$ 1,232,238	\$ 1,238,751	\$ 1,245,296	\$ 1,251,874	\$ 1,258,485	\$ 1,265,129	\$ 40,558,487
EXPANSION AREA OCTOBER 2018							
TIRZ Base Value & Cumulative Growth	1,472,619	1,479,982	1,487,382	1,494,819	1,502,293	1,509,804	
Taxable Value Changes:							
Beginning TIRZ Value	332,833	340,159	347,522	354,922	362,359	369,833	
Appraised Value Annual Growth	7,326	7,363	7,400	7,437	7,474	7,511	
Development:							
Total Expansion Area TIRZ Value Increase	340,159	347,522	354,922	362,359	369,833	377,344	
City Tax Rate	0.734	0.734	0.734	0.734	0.734	0.734	
TIRZ Participation Percentage	100%	100%	100%	100%	100%	100%	
Expansion Area Revenue	\$ 2,497	\$ 2,551	\$ 2,605	\$ 2,660	\$ 2,715	\$ 2,770	\$ 58,260
TOTAL REVENUES ALL AREAS	\$ 1,234,736	\$ 1,241,301	\$ 1,247,901	\$ 1,254,534	\$ 1,261,199	\$ 1,267,899	\$ 40,616,747
EXPENDITURES:							
City Administrative Fee	\$ 50,000	\$ 50,000	\$ 50,000	\$ 50,000	\$ 50,000	\$ 50,000	\$ 1,650,000
Annual TIRZ Amount to PID (Total \$18,323,074)	683,780	683,505	680,768	675,570	670,666	665,766	18,323,074
Iron Horse City Tract Conveyance	-	-	-	-	-	-	926,100
City Capital Projects From Original Zone \$1,092,378	-	-	-	-	-	-	1,092,378
Fire Station #4 (Bonds Par \$7,630,000; Interest \$4,578,000)	500,000	525,000	525,000	525,000	525,000	525,000	12,208,000
Total Expenditures Not Including Admin Fee 1998-2018	-	-	-	-	-	-	6,370,662
TOTAL EXPENDITURES ALL AREAS	\$ 1,233,780	\$ 1,258,505	\$ 1,255,768	\$ 1,250,570	\$ 1,248,666	\$ 1,251,544	\$ 40,570,214
Excess (Deficiency) Revenues over Expenditures	\$ 955	\$ (17,204)	\$ (7,867)	\$ 53,964	\$ (127,467)	\$ 116,355	
Beginning Fund Balance, Oct 1	\$ 27,796	\$ 28,751	\$ 11,548	\$ 3,680	\$ 57,644	\$ (69,822)	
Ending Fund Balance, Sep 30	\$ 28,751	\$ 11,547	\$ 3,680	\$ 57,644	\$ (69,822)	\$ 46,533	\$ 46,532

Rodeo City TIRZ No. One Project Plan and Estimated Costs

CITY OF MESQUITE Rodeo City TIRZ No. One As of June 3, 2019

TAXABLE VALUE			
TIRZ Tax Value-2018-19	\$ 33,263,300		
Base Tax Year Value-1997	\$ 9,580,052		
Total Value Increase	\$ 23,683,248		
Percent Increase	247.2%		
REVENUES			
Total Revenue Projected Through 2049-50	\$ 40,616,747		
Total Revenues Received To Date	\$ 7,670,596		
PUBLIC IMPROVEMENT PROJECTS			
	Amount Approved	Amount Paid Through FY 2017-18	Balance
Public Improvement Projects:			
City			
Convention Center Land	\$ 975,000	\$ 975,000	\$ -
Exhibit Hall/Conference Center	2,125,000	1,032,620	1,092,380
Hickory Tree Road	146,200	146,200	-
Fire Station #4 Bond Principle and Interest	12,208,000	-	12,208,000
Administrative Fee	1,650,000	200,000	1,450,000
Total City Public Improvements	\$ 17,104,200	\$ 2,353,820	\$ 14,750,380
Mesquite ISD			
Capital Improvements in the TIRZ Zone	\$ 1,000,000	\$ 1,000,000	\$ -
Operation of project facilities	814,434	814,434	-
Total MISD Public Improvements	\$ 1,814,434	\$ 1,814,434	\$ -
Total Public Improvement Projects	\$ 18,918,634	\$ 4,168,254	\$ 14,750,380
Economic Development Incentives:			
Camelot Sports - Agreement I (2008)	\$ 783,921	\$ 783,921	\$ -
Camelot Sports - Agreement II (2011)	1,500,000	1,500,000	-
Iron Horse - City Tract Agreement (2019)	926,100	926,100	-
Total Economic Development Incentives	\$ 3,210,021	\$ 3,210,021	\$ -
TIRZ Credit to Public Improvement District	\$ 18,323,074		\$ 18,323,074
Fund Balance Distributions:			
City	\$ 90,583	\$ 90,583	\$ -
MISD	27,904	27,904	-
Total Fund Balance Distributions	\$ 118,487	\$ 118,487	\$ -
Grand Total	\$ 40,570,216	\$ 7,496,762	\$ 33,073,454
AVAILABLE FUNDING FOR OTHER PROJECTS			\$ 46,531

Estimated Non-Project Costs

Non-project costs are private funds that will be spent to develop in the TIRZ but will not be financed by TIRZ revenues. Non-project costs include Iron Horse Village lot development costs and home construction costs. Iron Horse Village non-project public improvement costs are estimated at \$7,481,048.

Relocation of Displaced Persons

No persons will be displaced or relocated due to the implementation of this Plan.

Estimated Time When Costs Incurred

The Administrative Costs will be incurred annually. It is estimated that the remainder of the Project Costs will be incurred during the time intervals set forth in the TIRZ revenue projections.

TIRZ Revenues Capped

Total TIRZ revenues dedicated to the Iron Horse PID are capped at \$18,500,000 per the Development Agreement.

Rodeo City TIRZ No. One Designation Ordinance No. 3138

ORDINANCE NO. 3138

Page 2

AN ORDINANCE OF THE CITY OF MESQUITE, TEXAS, DESIGNATING A CERTAIN AREA FOR A TAX INCREMENT FINANCING DISTRICT TO BE KNOWN AS MESQUITE RODEO CITY REINVESTMENT ZONE NO. ONE, CITY OF MESQUITE, TEXAS, ESTABLISHING THE BOUNDARIES THEREOF, ESTABLISHING A BOARD OF DIRECTORS FOR SUCH REINVESTMENT ZONE, AND OTHER MATTERS RELATING THERETO.

WHEREAS, the City Council of the City of Mesquite, Texas (the "City"), desires to promote the development or redevelopment of a certain contiguous geographic area (the Rodeo City area) within its jurisdiction by creation of a reinvestment zone for tax increment financing, as authorized by the Tax Increment Financing Act, Chapter 311 of the *Texas Property Tax Code*, *Vernon's Texas Codes Annotated* (the "Act"); and

WHEREAS, in compliance with the Act, the City has called a public hearing to hear comments on the creation of the proposed reinvestment zone and its benefits to the City and the property in the proposed reinvestment zone; and

WHEREAS, by Resolution No. 40-96 duly adopted by the City on the 4th day of November, 1996, said public hearing was set for 3 p.m. on the 3rd day of February, 1997, such date being at least seven (7) days after the date of publication of the notice of such public hearing; and

WHEREAS, the City held such public hearing after publishing notice of such public hearing, and giving written notice of such hearing at least sixty (60) days prior thereto to all taxing units overlapping the territory inside the proposed reinvestment zone; and

WHEREAS, the City at such hearing invited any interested person, or his attorney, to appear and contend for or against the creation of the reinvestment zone, the boundaries of the proposed reinvestment zone, whether all or part of the territory described in the ordinance calling such hearing should be included in such proposed reinvestment zone, the concept of tax increment financing and the appointment of a board of directors for the proposed reinvestment zone; and

WHEREAS, the proponents of the reinvestment zone offered evidence, both oral and documentary, in favor of all of the foregoing matters relating to the creation of the reinvestment zone, and opponents of the reinvestment zone appeared to contest creation of the reinvestment zone;

NOW, THEREFORE, BE IT ORDAINED BY THE CITY COUNCIL OF THE CITY OF MESQUITE, TEXAS:

SECTION 1. That the facts and recitations contained in the preamble of this Ordinance are hereby found and declared to be true and correct.

SECTION 2. That the City Council, after conducting such hearings and having heard such evidence and testimony, has made the following findings and determinations based on the testimony presented to it:

- a) That a public hearing on the adoption of the reinvestment zone has been properly called, held and conducted and that notices of such hearings have been published as required by law and mailed to all taxing units overlapping the territory inside the proposed reinvestment zone; and
- b) That the boundaries of the reinvestment zone should be the area as described in the description attached hereto as Exhibit "A"; and
- c) That improvements in the reinvestment zone created herein for tax increment financing as described in Exhibit "A" will significantly enhance the value of all taxable real property in the reinvestment zone and will be of general benefit to the City; and
- d) That the reinvestment zone as defined in Exhibit "A" meets the criteria for the creation of a reinvestment zone as set forth in Section 311.005 of the "Act" in that:
 - (1) It is a contiguous geographic area located wholly within the corporate limits of the City; and
 - (2) The area is predominately open and because of obsolete platting or deterioration of structures or site improvements, substantially impairs or arrests the growth of the City.
- e) That 10 percent or less of the property in the proposed reinvestment zone, excluding property dedicated to public use, is used for residential purposes, which is defined in the Act as any property occupied by a house which has less than five (5) living units; and
- f) That the total appraised value of all taxable real property in the proposed reinvestment zone according to the most recent appraisal rolls of the City, together with the total appraised value of taxable real property in all other existing reinvestment zones within the City, according to the most recent appraisal rolls of the City, does not exceed 15 percent of the total appraised value of taxable real property in the City and in the industrial districts created by the City, if any; and

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- g) That the proposed reinvestment zone does not contain more than 15 percent of the total appraised value of real property taxable by Dallas County or Mesquite Independent School District; and
- h) That the improvements in the reinvestment zone will significantly enhance the value of all taxable real property in the reinvestment zone; and
- i) That the development or redevelopment of the property in the proposed reinvestment zone will not occur solely through private investment in the reasonably foreseeable future.

SECTION 3. That pursuant to the "Act", the City hereby creates a reinvestment zone for tax increment financing encompassing only the area described by the description in Exhibit "A" attached hereto and such reinvestment zone is hereby designated and shall hereafter be designated as Mesquite Rodeo City Reinvestment Zone Number One, City of Mesquite, Texas (the "Zone").

SECTION 4. That the Zone shall take effect on January 1, 1998 and that the termination of the Zone shall occur on December 31, 2018, or at an earlier time designated by subsequent ordinance of the City Council in the event the City determines that the Zone should be terminated due to insufficient private investment, accelerated private investment or other good cause, or at such time as all project costs and tax increment bonds, if any, and the interest thereon, have been paid in full.

SECTION 5. That there is hereby established a board of directors for the Zone which shall consist of seven (7) members. The board of directors for the Zone shall be appointed as follows:

- a) Three (3) members shall be appointed by the City Council with one (1) of those three members to be recommended by the Mesquite Independent School District Board of Trustees, and one (1) additional member to the Board by the Mesquite Independent School District, Dallas County, Dallas County Hospital District, and the Dallas County Community College District, however, that if a taxing unit waives its right to appoint a member of the board, the City may appoint such board member in its stead. The initial board of directors shall be appointed by resolution of the governing bodies of the City and the taxing units as provided herein within sixty (60) days of the passage of this ordinance or within a reasonable time thereafter. All members appointed to the board shall meet eligibility requirements as set forth in the Act.

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- b) The terms of the board members shall be for two (2) year terms. The City Council shall annually designate a member of the board to serve as chairman of the board of directors for a one (1) year term, and the board shall elect from its members, a vice chairman and other officers as it sees fit.
- c) The board of directors shall make recommendations to the City Council concerning the administration of the Zone. It shall prepare and adopt a project plan and reinvestment zone financing plan for the Zone and must submit such plans to the City Council for its approval. The board of directors shall possess all powers necessary to prepare, implement and monitor such project plan for the Zone as the City Council considers advisable, including the submission of an annual report on the status of the Zone.

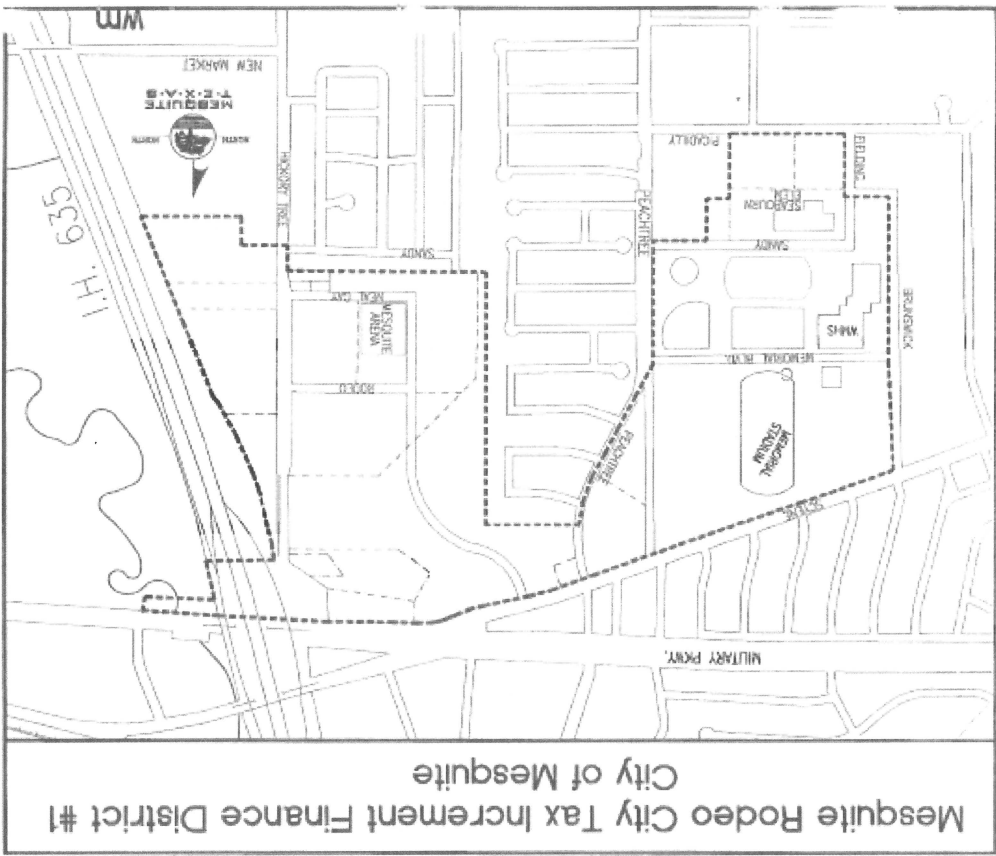
SECTION 6. That there is hereby created and established a Tax Increment Fund for the Zone which may be divided into such subaccounts as may be authorized by subsequent resolution or ordinance, into which all Tax Increments, less any of the amounts not required to be paid into the Tax Increment Fund pursuant to the Act, are to be deposited. The Tax Increment Fund and any subaccounts are to be maintained in an account at the depository bank of the City and shall be secured in the manner prescribed by law. In addition, all revenues from the sale of any tax increment bonds and notes hereafter issued by the City, revenues from the sale of any property acquired as part of the tax increment financing plan and other revenues to be dedicated to and used in the Zone shall be deposited into such fund or subaccount from which money will be disbursed to pay project costs for the Zone or to satisfy the claims of holders of tax increment bonds or notes issued for the Zone.

SECTION 7. That if any portion of this Ordinance shall, for any reason, be declared invalid by any court of competent jurisdiction, such invalidity shall not affect the remaining provisions hereof.

SECTION 8. This ordinance shall take effect immediately from and after its passage and publication in accordance with the provisions of the Charter of the City of Mesquite and it is accordingly so ordained.

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EXHIBIT A



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DULY PASSED AND APPROVED by the City Council of the City of Mesquite, Texas,
 on the 3rd day of February, 1997.

Cathy Ray
 Cathy Ray
 Mayor

APPROVED:

B. J. Smith
 B. J. Smith
 City Attorney

ATTEST

Ellen Williams
 Ellen Williams
 City Secretary

