

**AMENDMENT NO. 2 TO
AGREEMENT TO PARTICIPATE IN
TAX INCREMENT REINVESTMENT ZONE NUMBER NINE,
CITY OF FORT WORTH, TEXAS**

This **AMENDMENT NO. 1 TO AGREEMENT TO PARTICIPATE IN TAX INCREMENT REINVESTMENT ZONE NUMBER NINE, CITY OF FORT WORTH, TEXAS** (“**Amendment**”) is entered into by and between the **CITY OF FORT WORTH, TEXAS** (the “**City**”) and **TARRANT COUNTY** on behalf of the **TARRANT COUNTY HOSPITAL DISTRICT** (the “**Hospital District**”).

The City and the Hospital District hereby agree that the following statements are true and correct and constitute the basis upon which the City and the Hospital District have entered into this Amendment:

A. On December 9, 2003 the City Council of the City (the “**City Council**”) adopted Ordinance No. 15797 designating certain real property in the vicinity of the Trinity River north and west of the City’s downtown area (the “**Original TIF Area**”) as Tax Increment Reinvestment Zone Number Nine, City of Fort Worth, Texas (the “**TIF District**”).

B. On June 15, 2004 the City Council adopted Ordinance No. 16005, which amended Ordinance No. 15797 by increasing the number of directors on the TIF District’s Board of Directors (the “**Board**”). On February 7, 2006 the City Council adopted Ordinance No. 16808-2-2006 amending Ordinance No. 15797 by removing certain real property from the boundaries of the TIF District.

C. On September 15, 2005 the Board adopted a project plan and financing plan for the TIF District (collectively, the “**Plans**”). On January 19, 2006 the City Council adopted Ordinance No. 16768-01-2006 approving such Plans.

D. The City and the Hospital District have entered into an agreement (the “**Participation Agreement**”) pursuant to which the Hospital District agreed to deposit eighty percent (80%) of the Hospital District’s Tax Increment into the TIF District’s Tax Increment Fund, as specifically provided in the Participation Agreement. The Participation Agreement is a public document on file in the City Secretary’s Office as City Secretary Contract No. 35440.

E. On December 15, 2009 the City Council adopted Ordinance No. 18975-12-2009 expanding the boundaries of the TIF District to include certain additional real property along the Trinity River east and south of the Original TIF Area (the “**Expanded TIF Area**”). Ordinance No. 18975-12-2009 is incorporated herein by reference for all purposes.

F. On December 4, 2009 the Board adopted an amended project plan and an amended financing plan for the TIF District (collectively, the “**Amended Plans**”), subject to the City Council’s adoption of an ordinance expanding the TIF District’s boundaries to include the Expanded TIF Area. On December 15, 2009 the City Council adopted Ordinance No. 18975-12-2009 approving such Amended Plans. Ordinance No. 18975-12-2009 is incorporated herein by reference for all purposes.

G. Thereafter, the Hospital District’s governing body took appropriate and sufficient action in a public meeting to authorize (i) the Hospital District to contribute 80% of the Hospital District’s Tax Increment from property in the Expanded TIF Area into the Tax Increment Fund to implement the amended project and financing plans and (ii) the Hospital District’s deposit of Tax Increment from property located in the both the Amended TIF Area and the Expanded TIF Area to continue until termination of the TIF District in accordance with Ordinance No. 18975-12-2009, which the parties reduced to writing through Amendment No. 1 of the Agreement (the same being CSC 35441-A1) (“**First Amendment**”).

H. On August 3, 2022, the Board adopted further amendments to the project and financing plans for the TIF District, which included extending the term of the TIF District.

I. On September 13, 2022, City Council adopted Ordinance No. 25709-09-2022, approving the amended project and financing plans.

J. The Hospital District’s governing body has adopted a resolution or otherwise taken appropriate and sufficient action in a public meeting, following a vote of the majority of the governing body, to authorize the Hospital District’s deposit of Tax Increment from property located in both the Amended TIF Area and Expanded TIF Area to continue until termination of the TIF District as set forth in the **Project Plan** and in accordance with Ordinance No. 25709-09-2022, which intent the parties with to reduce to writing through this Second Amendment.

NOW, THEREFORE, the City and Hospital District, for and in consideration of the terms and conditions set forth herein, do hereby contract, covenant and agree as follows:

1. The following terms and their definitions are hereby added to Section 2 (Definitions) of the Participation Agreement:

Project Plan means the project plan for the development or redevelopment of the TIF District, as adopted by the TIF Board and approved by the City Council pursuant to Ordinance No. 25709-09-2022, which is attached hereto as Exhibit A-1 and incorporated herein for all purposes.

TIF Ordinance means City Ordinance No. 15797 adopted December 16, 2003, as amended by Ordinance Nos. 16005 on June 15, 2004, 16808-2-2006 on February 7, 2006, (each of which are attached to Exhibit A of the Participation Agreement), 18975-12-2009 on December 15, 2009 (which was incorporated by reference into the Participation Agreement through the First Amendment), and Ordinance No. 25709-09-2022 on September 13, 2022 (as set forth in Exhibit A-1 to this Second Amendment).

2. Section 5 (Term) of the Participation Agreement is hereby amended to extend the term of the TIF District to read as follows:

This Agreement shall take effect on the date as of which both parties have executed it and shall expire on the earliest of (i) December 31, 2054; (ii) a date earlier than December 31, 2054 that is specified for termination of the TIF District in an ordinance adopted by the City Council; or (iii) the date as of which all project costs of the TIF District, including, but not limited to, any tax increment bonds and interest on those bonds, have been paid or otherwise satisfied in full as stated in the **Project Plan**. The adoption of an ordinance by the City Council extending the term of the TIF District beyond December 31, 2054 shall not serve to extend the term of this Agreement unless this Agreement is amended in writing and signed by the Hospital District.

5. This Amendment shall take effect on the date as of which both parties have executed it. All provisions and conditions of the Participation Agreement that are not specifically amended by this Amendment shall remain in full force and effect.

6. Capitalized terms used but not identified in this Amendment shall have the same meanings assigned to them in the Participation Agreement.

7. This Amendment contains the final written expression of the City and the Hospital District with respect to the subject matter hereof. This Amendment may be executed in multiple counterparts, each of which shall be considered an original, but all of which shall constitute one instrument. This amendment may be executed by electronic signature, which will be considered an original signature for all purposes and have the same force and effect as an original signature.

EXECUTED as of the later date below:

CITY OF FORT WORTH, TEXAS:

By: _____
Reginald Zeno
Assistant City Manager

Date: _____

ATTEST:

By: _____
Janette Goodall
City Secretary

APPROVED AS TO FORM/LEGALITY:

By: _____
Tyler F. Wallach
Assistant City Attorney

M&C: _____

TARRANT COUNTY, TEXAS

On behalf of
**TARRANT COUNTY HOSPITAL
DISTRICT**

By: _____
B. Glen Whitley
County Judge

Date: _____

ATTEST:

By: _____
Name:
Deputy County Clerk

APPROVED AS TO FORM*:

By: _____
Criminal District Attorney's Office

**By law, the Criminal District Attorney's Office may only approve contracts for its clients. We reviewed this document as to form from our client's legal perspective. Other parties may not rely on this approval. Instead those parties should seek contract review from independent counsel.*