

AN ORDINANCE 2017-05-18-0335

**AUTHORIZING A SECOND AMENDMENT TO THE FUNDING AGREEMENT WITH THE WITTE MUSEUM IN AN AMOUNT NOT TO EXCEED \$1,201,615.67 FOR THE REHABILITATION AND CONSTRUCTION OF RIVER WALLS IN BRACKENRIDGE PARK LOCATED ON THE WITTE MUSEUM LEASED PROPERTY IN COUNCIL DISTRICT 2, A DEFERRED MAINTENANCE FUND PROJECT TO THE EXISTING WITTE MUSEUM CAPITAL PROJECT.**

\* \* \* \* \*

**WHEREAS**, the Witte Museum (“the Witte”), located at 3801 Broadway, was opened to the public on October 8, 1926; and

**WHEREAS**, since its opening, the Witte has showcased South Texas’s rich Texas heritage and has served an average of 350,000 visitors each year, including 160,000 school-aged children and 60,000 free-of-charge during weekly Free Tuesdays hours; and

**WHEREAS**, since celebrating its 87th Anniversary, the Witte has plans to invest \$75 million in a campus expansion plan intended to sustain and expand exhibitions and programs to serve the City’s growing community needs; and

**WHEREAS**, the Witte has raised \$30 million in private funds over the years for the City’s first and largest public museum, specifically for the campus expansion; and

**WHEREAS**, the Witte is doing site improvements within the area of the San Antonio River that requires rehabilitation and repairs to the river walls; and

**WHEREAS**, construction is anticipated to begin in June, 2017; and

**WHEREAS**, on September 19, 2013, City Council authorized the execution of a Funding Agreement totaling \$8,000,000.00 to the Witte Museum; and

**WHEREAS**, on September 18, 2014, City Council, adopted the FY 2015 Annual Budget which increased funding to the Witte Museum by an additional \$8,000,000.00; and

**WHEREAS**, the total City funding commitment to the Witte has been \$16,000,000.00 overall since 2013; **NOW THEREFORE:**

**BE IT ORDAINED BY THE CITY COUNCIL OF THE CITY OF SAN ANTONIO:**

**SECTION 1.** The City Manager or her designee or the Director of the Transportation and Capital Improvements Department or his designee, is hereby authorized to execute a second amendment to the Funding Agreement with the Witte Museum in an amount not to exceed \$1,201,615.67 for the rehabilitation and construction of river walls in Brackenridge Park located on the Witte Museum

leased property in Council District 2. A copy of the amendment in substantially final form is attached hereto and incorporated herein for all purposes as **Attachment I**.

**SECTION 2.** The budget in SAP Fund 40099000, Other Capital Projects, SAP Project Definition 35-00024, DM - Brackenridge Park, shall be revised by decreasing the SAP WBS Elements as follows:

WBS NO.	WBS NAME	G/L	G/L NAME	PLAN VERSION 0 REVISION/ Appropriation
35-00024-03-01	Cap Admin	5402030	Cap Admin Cost - Dir	\$670.64
35-00024-03-01	Cap Admin	5402050	Cap Admin Cost - Indir	\$283.60
35-00024-06-02	Construction (2017) - Phase 3	5201140	Construction Cost	-\$905,000.00
35-00024-06-03	Cap Admin (2017) - Phase 3	5402030	Cap Admin Cost - Dir	-\$18,055.93
35-00024-06-03	Cap Admin (2017) - Phase 3	5402050	Cap Admin Cost - Indir	-\$4,513.98
<b>TOTALS</b>				<b>-\$926,615.67</b>

**SECTION 3.** The budget in SAP Fund 40099000, Other Capital Projects, SAP Project Definition 35-00024, DM - Brackenridge Park, shall be revised by decreasing SAP WBS element 35-00024-90-03-02 entitled Transfer from TN-20163-01-01-05, SAP GL account 6101100, by the amount of \$426,615.67.

**SECTION 4.** The amount of \$426,615.67 is reverted in SAP Fund 43904056, 2016 Tax Notes Information Technology Services, SAP WBS TN-20163-01-01-05, SAP GL account 6102100 - Interfund Transfer out entitled Transfer to 35-00024-90-02-01. The amount of \$426,615.67 is authorized to be transferred from SAP Fund 40099000.

**SECTION 5.** The budget in SAP Fund 40099000, Other Capital Projects, SAP Project Definition 35-00024, DM - Brackenridge Park, shall be revised by decreasing SAP WBS element 35-00024-90-02-03 entitled Tax Notes (2017)-Phase 3, SAP GL account 6101100, by the amount of \$500,000.00.

**SECTION 6.** The budget in SAP Fund 43099000, Certificates of Obligation Capital Projects, SAP Project Definition 35-00113, Cuellar Community Center, shall be revised by decreasing the SAP WBS Elements as follows:

WBS NO.	WBS NAME	G/L	G/L NAME	PLAN VERSION 0 REVISION/ Appropriation
35-00113-01-02	Construction (2017)-Paint	5201140	Construction Cost	-\$101,728.65
35-00113-01-03	Cap Admin (2017)-Paint	5402030	Cap Admin Cost-Dir	-\$2,000.00
35-00113-01-03	Cap Admin (2017)-Paint	5402050	Cap Admin Cost-Indir	-\$271.35
<b>TOTALS</b>				<b>-\$104,000.00</b>

SW  
05/18/17  
Item No. 9

**SECTION 7.** The budget in SAP Fund 43099000, Certificates of Obligation Capital Projects, SAP Project Definition 35-00113, Cuellar Community Center, shall be revised by decreasing SAP WBS element 35-00113-90-14-01 entitled Transfer from IO# 390000002095 (SWAP), SAP GL account 6101100, by the amount of \$104,000.00.

**SECTION 8.** The budget in SAP Fund 40099000, Other Capital Projects, SAP Project Definition 26-00679, DM Parks-Sunken Garden Theater, shall be revised by decreasing SAP WBS Element 26-00679-05-08 entitled Construction-Costs, SAP GL account 5201140, by the amount of \$171,000.00.

**SECTION 9.** The budget in SAP Fund 40099000, Other Capital Projects, SAP Project Definition 26-00679, DM Parks-Sunken Garden Theater, shall be revised by decreasing SAP WBS element 26-00679-90-14-01 entitled Transfer from IO# 390000002074, SAP GL account 6101100, by the amount of \$171,000.00.

**SECTION 10.** The amount of \$171,000.00 is reverted in SAP Fund 11001000, General Fund, SAP Internal Order # 390000002074, SAP GL account 6102100 - Interfund Transfer out entitled Transfer to 26-00679-90-14-01. The amount of \$171,000.00 authorized to be transferred from SAP Fund 40099000.

**SECTION 11.** The amount of \$171,000.00 is appropriated in SAP Fund 11001000, General Fund, SAP Internal Order # 39000000020XX, SAP GL account 6102100 - Interfund Transfer out entitled From 11001000 to 40-00413-90-14-02. The amount of \$171,000.00 is authorized to be transferred to SAP Fund 45099000.

**SECTION 12.** The budget in SAP Fund 45099000, General Obligation Capital Projects, SAP Project Definition 40-00413, Witte Museum, shall be revised by increasing SAP WBS Element 40-00413-90-14-02 entitled Transfer from I/O# 39000000020XX, SAP GL Account 6101100 - Interfund Transfer In, by the amount of \$171,000.00.

**SECTION 13.** The budget in SAP Fund 45099000, General Obligation Capital Projects, SAP Project Definition 40-00413, Witte Museum, shall be revised by increasing SAP WBS element 40-00413-90-02-03 entitled FY 2017 Unissued CO's, SAP GL account 6101100, by the amount of \$500,000.00

**SECTION 14.** The budget in SAP Fund 45099000, General Obligation Capital Projects, SAP Project Definition 40-00413, Witte Museum, shall be revised by increasing SAP WBS Element 40-00413-90-14-03 entitled Transfer from IO# 390000002095 (SWAP), SAP GL Account 6101100 - Interfund Transfer In, by the amount of \$104,000.00.

**SECTION 15.** The amount of \$426,615.67 is appropriated in SAP Fund 43904056, 2016 Tax Notes Information Technology Services, SAP WBS TN-20163-01-01-14, SAP GL account 6102100 - Interfund Transfer out entitled Transfer to 40-00413-90-03-01. The amount of \$426,615.67 is authorized to be transferred to SAP Fund 45099000.

SW  
05/18/17  
Item No. 9

**SECTION 16.** The budget in SAP Fund 45099000, General Obligation Capital Projects, SAP Project Definition 40-00413, Witte Museum, shall be revised by increasing SAP WBS element 40-00413-90-03-01 entitled Transfer from TN-20163-01-01-14, SAP GL account 6101100 - Interfund Transfer In, by the amount of \$426,615.67.

**SECTION 17.** The amount of \$1,201,615.67 is appropriated in SAP Fund 45099000, General Obligation Capital Projects, SAP Project Definition 40-00413, Witte Museum, and the budget shall be revised by increasing SAP WBS Elements as follows:

WBS NO.	WBS NAME	G/L	G/L NAME	PLAN VERSION 0 REVISION/ Appropriation
40-00413-05-01-01	Construction-Cap Admin	5402030	Cap Admin-Direct	15,000.00
40-00413-05-01-01	Construction-Cap Admin	5402050	Cap Admin-Indirect	6,615.67
40-00413-05-02-01	Construction-City	5201140	Construction Cost	1,180,000.00
			Totals	1,201,615.67

**SECTION 18.** The financial allocations in this Ordinance are subject to approval by the Director of Finance, City of San Antonio. The Director of Finance may, subject to concurrence by the City Manager or the City Manager's designee, correct allocations to specific SAP Fund Numbers, SAP Project Definitions, SAP WBS Elements, SAP Internal Orders, SAP Fund Centers, SAP Cost Centers, SAP Functional Areas, SAP Funds Reservation Document Numbers, and SAP GL Accounts as necessary to carry out the purpose of this Ordinance.

**SECTION 19.** This Ordinance is effective immediately upon the receipt of eight affirmative votes; otherwise, it is effective ten days after passage.

**PASSED AND APPROVED this 18th day of May, 2017.**

**M A Y O R**  
Ivy R. Taylor

**ATTEST:**

  
\_\_\_\_\_  
Leticia M. Vacek, City Clerk

**APPROVED AS TO FORM:**

  
\_\_\_\_\_  
Andrew Segovia, City Attorney

<b>Agenda Item:</b>	9 ( in consent vote: 5, 6, 7, 8, 9, 11, 13, 14, 15A, 15B, 17, 19, 21, 22, 23, 24, 25A, 25B, 25C )						
<b>Date:</b>	05/18/2017						
<b>Time:</b>	09:21:19 AM						
<b>Vote Type:</b>	Motion to Approve						
<b>Description:</b>	An Ordinance authorizing a second amendment to the Funding Agreement with the Witte Museum in an amount not to exceed \$1,201,615.67 for the rehabilitation and construction of river walls in Brackenridge Park located on the Witte Museum leased property in Council District 2, a Deferred Maintenance Fund project to the existing Witte Museum capital project. [Peter Zaroni, Deputy City Manager; Mike Frisbie, Director, Transportation and Capital Improvements]						
<b>Result:</b>	Passed						
Voter	Group	Not Present	Yea	Nay	Abstain	Motion	Second
Ivy R. Taylor	Mayor		x				
Roberto C. Treviño	District 1		x				
Alan Warrick	District 2		x				
Rebecca Viagran	District 3		x				
Rey Saldaña	District 4		x				
Shirley Gonzales	District 5		x				
Ray Lopez	District 6		x				
Cris Medina	District 7		x				
Ron Nirenberg	District 8		x				
Joe Krier	District 9		x				x
Michael Gallagher	District 10		x			x	

AMENDMENT NO. 2  
TO  
A FUNDING AGREEMENT BETWEEN  
THE CITY OF SAN ANTONIO AND THE WITTE MUSEUM

This Amendment No. 2 (hereafter referred to as "the Amendment No. 2") to a Funding Agreement (hereafter referred to as "the Funding Agreement") between the City of San Antonio, a Texas municipal corporation (hereafter referred to as "City"), acting by and through its Director of the Transportation & Capital Improvements Department (hereafter referred to as "TCI") and City's Witte Museum, located at 3801 Broadway, San Antonio, Texas (hereafter referred to as "Grantee"), is entered into between City and the Witte, as set out below.

WITNESSETH:

**WHEREAS**, on September 19, 2013, the San Antonio City Council, via Ordinance 2013-09-19-0642 authorized the execution of a Funding Agreement totaling \$8,000,000.00 to Grantee, said \$8,000,000.00 funding comprised of \$4,000,000.00 in Library, Museum and Cultural Arts Improvements General Obligation Bond funds, along with an additional \$4,000,000.00 in Hotel Occupancy Tax (hereafter referred to as "HOT") funds from sources other than HOT collections with the \$4,000,000.00 HOT funds to be distributed \$2,000,000.00 in FY 2014 and \$2,000,000.00 in FY 2015; and

**WHEREAS**, on September 18, 2014 the San Antonio City Council, via Ordinance 2014-09-18-0690 authorized the execution of Amendment No. 1 to the existing Funding Agreement totaling \$8,000,000.00 to Grantee, said \$8,000,000.00 funding comprised \$4,000,000.00 from the State Event Trust Fund and \$4,000,000.00 from Certificates of Obligation to be distributed \$6,000,000.00 in FY 2015 and \$2,000,000.00 in FY 2016; and

**WHEREAS**, Grantee in its 91<sup>st</sup> year of operation is undergoing an expansion, with said expansion being conducted in four phases: Phase I completed and opened to the public in the Spring of 2012; Phase II – Mays Family Center complete and opened to the public in April 2016; Phase II – Susan Naylor Center completed and opened to the public in March 2017;

**WHEREAS**, City now desires to increase its funding to Grantee, as authorized by the San Antonio City Council on September 15, 2016 through its Fiscal Year 2017 Adopted Budget, by an additional \$1,201,615.67, bringing City's funding commitment, through said Funding Agreement to \$17,201,615.67;

**WHEREAS**, the additional \$1,201,615.67 of funding from City shall come from \$275,000.00 from the General Fund, \$500,000.00 from Certificates of Obligation and \$426,615.67 from Tax Notes. Of this amount \$1,201,615.67 is available in FY 2017 in conjunction with the Grantee's planned Phase III improvements to begin in June 2017;

**NOW THEREFORE**, in consideration of the terms, covenants, agreements and demises herein contained and in consideration of other goods and valuable consideration, each to the other

given, the sufficiency and receipt of which hereby are acknowledged, the Funding Agreement is amended as follows:

1. Paragraphs 5.01 & 5.03 of Article V. FUNDING AND ASSISTANCE BY CITY are deleted in their entirety and replaced by the following:

5.01 City shall reimburse Grantee for all eligible expenses incurred hereunder. Notwithstanding any other provisions of the Agreement, the total of all payments and other obligations made or incurred by City hereunder shall not exceed the sum or \$17,060,000.00, plus the sum of \$141,615.67 that City shall retain for fiscal and Project oversight, for a total funding by City of \$17,201,615.67.

5.03 City Funding shall consist of reimbursements paid to Grantee for costs of construction of the Project, not to exceed \$17,060,000.00 and \$141,615.67 to be retained by the City.

Except as amended hereby, all other provisions of the Funding Agreement hereby are retained in their entirety and remain unchanged.

**EXECUTED AND AGREED TO** this \_\_\_\_\_ day of \_\_\_\_\_, 20\_\_\_\_\_.

**CITY OF SAN ANTONIO, TEXAS**

**THE WITTE MUSEUM**

By: \_\_\_\_\_

Mike Frisbie, P.E.  
Director  
Transportation & Capital Improvements

By: \_\_\_\_\_

Marise McDermott  
President & CEO

**APPROVED AS TO FORM:**

\_\_\_\_\_  
San Antonio City Attorney