

ORDINANCE 2021-03-18-0180

AUTHORIZING THE FIRST AMENDMENT TO THE FUNDING AGREEMENT BETWEEN THE CITY OF SAN ANTONIO, CPS ENERGY, AND PORT AUTHORITY OF SAN ANTONIO TO DESIGN AND BUILD OUT THE FACILITY PASSED AND APPROVED JUNE 18, 2020. FUNDING IS AVAILABLE IN THE ITSD ADOPTED CAPITAL BUDGET.

* * * * *

WHEREAS, the Alamo Regional Security Operations Center (“ARSOC”) vision is for a centralized security operations facility to provide real-time, collaborative, cyber-security information sharing among municipally owned entities in the San Antonio Area; and

WHEREAS, on June 18, 2020, City Council approved through Ordinance No. 2020-06-18-0418 a Funding Agreement between the City of San Antonio, CPS Energy, and Port Authority of San Antonio to provide funding to Port SA for the design and buildout of the ARSOC at property owned by Port SA and leased to the City; and

WHEREAS, the global pandemic occurred during the design phase and the parties identified the need to add COVID health and safety facility enhancements and design changes to the project; and

WHEREAS, an amendment is requested to include additional funds to be paid by the City to Port SA and to extend the project completion and “Move-in ready” date in order to include these health and safety facility enhancements and design changes; and

WHEREAS, this first amendment will extend the project completion date to September 1, 2021, plus any additional days for delays that are beyond Port SA’s control; and

WHEREAS, this first amendment will result in an increase of \$207,000.00 to the overall project budget to be covered by the City’s Information Technology Services Department’s FY2021 Security Budget allocation; and

WHEREAS, the project estimate will thereby increase to \$3,176,834.00; and

WHEREAS, all other terms, conditions, covenants, and provisions of the Funding Agreement not specifically amended by this first amendment will remain in full force and effect and unmodified; **NOW THEREFORE:**

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

SECTION 1. The City Council authorizes the City Manager or designee to enter into the First Amendment to the Funding Agreement in the form as shown in **Attachment I** with CPS Energy and Port Authority of San Antonio.

SECTION 2. The amount of \$207,000.00 is appropriated in SAP Fund 43904032, 2011 Tax Notes: ITSD, SAP WBS TN-20111-01-01-35, SAP GL account 6102100 - Interfund Transfer out entitled Transfer to 23-00127-90-03-01-01. The amount of \$207,000.00 is authorized to be transferred to SAP Fund 40099000.

SECTION 3. The budget in SAP Fund 40099000, Other Capital Projects, SAP Project Definition 09-00127, ARSOC - Alamo Regional Security Op Ct, shall be revised by increasing SAP WBS Element 09-00127-90-03-01-01 entitled Trf Fr TN-20111-01-01-35, SAP GL account 6101100, and SAP WBS Element 09-00127-01-03, SAP GL account 5201140, each by the amount of \$207,000.00.

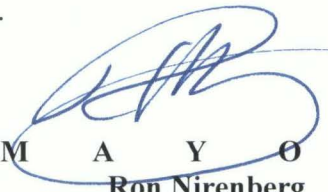
SECTION 4. Payment is authorized to be encumbered and made payable to Port SA in an amount not to exceed \$470,939.00. Payment is in support of the ARSOC - Alamo Regional Security Op Ct Project, using Fund 40099000, with the WBS 09-00127-01-03 and GL 5201140. Funding for this project is provided by Tax Notes and is in the FY2021-FY2026 CIP Budget as amended above.

Payment is limited to the amounts budgeted in the Operating and/or Capital Budget funding sources identified. All expenditures will comply with approved operating and/or capital budgets for current and future fiscal years.


SECTION 5. The financial allocations in this Ordinance are subject to approval by the Deputy Chief Financial Officer, City of San Antonio. The Deputy Chief Financial Officer may, subject to concurrence by the City Manager or the City Manager's designee, correct allocations to specific Fund Numbers, Project Definitions, WBS Elements, Internal Orders, Fund Centers, Cost Centers, Functional Areas, Funds Reservation Document Numbers, and GL Accounts as necessary to carry out the purpose of this Ordinance.

SECTION 6. This Ordinance becomes effective immediately upon its passage by eight (8) votes or more and 10 days after passage upon its approval by less than eight (8) votes.

PASSED AND APPROVED this 18th day of March, 2021.

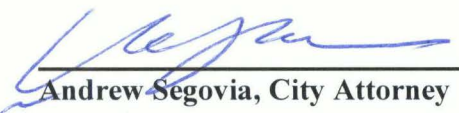

M A Y O R
Ron Nirenberg

ATTEST:



Tina J. Flores, City Clerk

APPROVED AS TO FORM:



Andrew Segovia, City Attorney



City of San Antonio

City Council

March 18, 2021

Item: 21B

File Number: 21-2177

Enactment Number:

2021-03-18-0180

Ordinance approving the first amendment to the funding agreement between the City of San Antonio, CPS Energy, and Port Authority of San Antonio to design and build out the facility, approved on June 18, 2020. This amendment will result in a net increase of \$207,000 for the project. Funding is available in the ITSD adopted capital budget.

Councilmember John Courage made a motion to approve. Councilmember Clayton H. Perry seconded the motion. The motion passed by the following vote:

Aye: 11 Nirenberg, Treviño, Andrews-Sullivan, Viagran, Rocha Garcia,
Gonzales, Cabello Havrda, Sandoval, Pelaez, Courage and Perry

JG
03/18/21
Item No. 21B

Attachment I

FIRST AMENDMENT TO FUNDING AGREEMENT

**BETWEEN THE CITY OF SAN ANTONIO AND CPS ENERGY
AND PORT AUTHORITY OF SAN ANTONIO**

STATE OF TEXAS §
 §
COUNTY OF BEXAR §

This FIRST AMENDMENT TO THE FUNDING AGREEMENT (“this **First Amendment**”) is hereby made and entered into by and between the City of San Antonio, a Texas Municipal Corporation (“**City**”), CPS Energy, a Texas electric and gas utility owned by the City (“**CPS**”), and Port Authority of San Antonio, a Texas Defense-Base Development Authority (“**Port SA**”). City, CPS, and Port SA are referred to herein as “Parties” collectively and as a “Party” individually.

RECITALS

On June 18, 2020, the Funding Agreement between the Parties (the “**Agreement**”) was passed and approved by the San Antonio City Council through Ordinance No. 2020-06-18-0418 (the “**Ordinance**”). Subsequent to the passing of the Ordinance and execution of the Agreement, it has become necessary to enter into this First Amendment to the Agreement to include additional funds to be paid by City to Port SA and extend the date for completion of the Project by Port SA.

AMENDMENT

NOW THEREFORE, the Parties hereby agree and amend the Agreement as follows:

1. REVISIONS TO THE AGREEMENT.

(a) The sixth recital is hereby revised to read as follows:

WHEREAS, subject to the terms of this Agreement, Port SA shall complete the Project by September 1, 2021; and

(b) The seventh recital is hereby revised to read as follows:

WHEREAS, the total cost of the Project is estimated at **THREE MILLION ONE HUNDRED SEVENTY-SIX THOUSAND EIGHT HUNDRED THIRTY-FOUR DOLLARS AND NO/100 (\$3,176,834.00)**, which includes an interest payment of **TEN DOLLARS AND NO/100 (\$10.00)**; and

(c) The eighth recital is hereby revised to read as follows:

WHEREAS, City has agreed to contribute funds toward the completion of the Project in the amount of **ONE MILLION SIX HUNDRED SEVENTY-SIX THOUSAND EIGHT HUNDRED THIRTY-FOUR DOLLARS AND NO/100 (\$1,676,834.00)**; and

- (d) The tenth recital is hereby revised to read as follows:

WHEREAS, the Parties desire to enter into this Agreement, through which City will provide the total combined funding of **THREE MILLION ONE HUNDRED SEVENTY-SIX THOUSAND EIGHT HUNDRED THIRTY-FOUR DOLLARS AND NO/100 (\$3,176,834.00)** to Port SA to oversee and administer the Project; and

- (e) Section 2.01 is hereby revised to read as follows:

2.01 City shall contribute ONE MILLION SIX HUNDRED SEVENTY-SIX THOUSAND EIGHT HUNDRED THIRTY-FOUR DOLLARS AND NO/100 (\$1,676,834.00) ("City Funds") towards the Project.

- (f) Section 2.03 is hereby revised to read as follows:

2.03 City Funds and CPS Funds shall be paid by City to Port SA for the Project in an amount not to exceed THREE MILLION ONE HUNDRED SEVENTY-SIX THOUSAND EIGHT HUNDRED THIRTY-FOUR DOLLARS AND NO/100 (\$3,176,834.00) ("Project Funding"). Project Funding will be paid as follows:

- (A) \$2,676,824.00 by City to Port SA within thirty (30) calendar days of the Commencement Date (as defined in the Primary Lease) of the Primary Lease; and
- (B) \$500,010.00 by City to Port SA no later than December 31, 2021, which includes an interest payment of \$10.00.

- (g) Section 3.01 is hereby revised to read as follows:

3.01 Subject to the appropriation of the Project Funding by City as set out in Section 2.04 above, and subject to the terms and conditions of this Agreement, Port SA hereby accepts full responsibility for the performance of all services and activities required to design, build out, and complete the Project by September 1, 2021.

2. CAPITALIZED TERMS. Unless otherwise defined in this First Amendment, capitalized terms and phrases used in this First Amendment shall have the meaning stated in the Agreement.

3. PROVISIONS REMAIN IN EFFECT. All other terms, conditions, covenants, and provisions of the Agreement not specifically amended by this First Amendment remain in full force and effect and unmodified.

4. ENTIRE AGREEMENT. The Agreement, as amended by this First Amendment, and all agreements entered into pursuant to the Agreement, including without limitation, the Lease

Agreement between Port Authority of San Antonio and the City of San Antonio dated June 29, 2020, constitute the final and entire agreement between the Parties hereto relating to the Project. No other agreements, oral or otherwise, regarding the Project shall be deemed to exist or to bind the Parties.

5. COUNTERPARTS. This First Amendment may be executed in multiple counterparts, each of which shall be fully executed as an original and all of which together shall constitute one and the same instrument.

[Signatures on Next Page]

EXECUTED and AGREED as of the dates indicated below.

CITY OF SAN ANTONIO

By: _____

Craig Hopkins

Printed Name

Chief Information Officer

Title

Date: _____

APPROVED AS TO FORM:

Assistant City Attorney

CPS ENERGY

By: Fred W. Bonewell

Fred Bonewell

Printed Name

Chief Security, Safety & Gas Solution Officer

Title

Date: February 3, 2021

PORT AUTHORITY OF SAN ANTONIO

By: *James E Perschbach*
James E Perschbach [Jan 26, 2021 19:52 CST]

James E. Perschbach

Printed Name

President & CEO

Title

Date: Jan 26, 2021