

**THIS IS A DRAFT AND WILL BE REPLACED BY THE FINAL, SIGNED  
ORDINANCE OR RESOLUTION ADOPTED BY THE CITY COUNCIL.**

**AN ORDINANCE**

**RATIFYING THE FIRST AMENDMENT AND EXTENSION OF THE CITY  
OF SAN ANTONIO FINANCIAL ADVISOR SERVICES CONTRACTS WITH  
FTN FINANCIAL MUNICIPAL ADVISORS AND HILLTOP SECURITIES,  
INC. FOR A TERM THAT WILL TERMINATE ON THE FIRST TO OCCUR  
OF (A) THE APPROVAL BY THE SAN ANTONIO CITY COUNCIL OF NEW  
CITY OF SAN ANTONIO FINANCIAL ADVISOR SERVICES CONTRACTS  
AND THE EXECUTION OF THOSE CONTRACTS BY ALL PARTIES TO  
THEM, OR (B) DECEMBER 31, 2019.**

\* \* \* \* \*

**WHEREAS**, pursuant to Ordinance No. 2016-04-14-0289, passed and approved April 14, 2016, the City and Coastal Securities, Inc. (“Coastal”) entered into that certain *City Of San Antonio Financial Advisor Services Contract* (“Coastal Contract”) under which Coastal served as Financial Advisor or Co-Financial Advisor to City in connection with financing capital improvements and other projects through the potential issuance of certain financial obligations; and

**WHEREAS**, pursuant to Ordinance No. 2017-03-30-0188, passed and approved March 30, 2017, the City gave its consent to the transfer of all right, title and interest of Coastal in and to the Coastal Contract to **FTN FINANCIAL MUNICIPAL ADVISORS** (hereinafter referred to as “FTN”); and

**WHEREAS**, since such consent by the City, FTN has served and is currently serving as Financial Advisor or Co-Financial Advisor to City in connection with financing capital improvements and other projects through the potential issuance of certain financial obligations; and

**WHEREAS**, the Coastal Contract is hereafter referred to as the “FTN Contract”); and

**WHEREAS**, pursuant to Ordinance No. 2016-04-14-0290, passed and approved April 14, 2016, the City and **HILLTOP SECURITIES, INC.** (“Hilltop”) have heretofore entered into that certain *City Of San Antonio Financial Advisor Services Contract* (“Contract”) under which Hilltop serves as Financial Advisor or Co-Financial Advisor to City in connection with financing capital improvements and other projects through the potential issuance of certain financial obligations; and

**WHEREAS**, the initial term of both the FTN Contract and the Hilltop Contract, as provided in **ARTICLE III. TERM**, Section 3.1 of each Contract, commenced on April 25, 2016, and terminated on March 31, 2019; and

**WHEREAS**, the City and FTN desire to (1) amend **ARTICLE III. TERM**, Section 3.1 of the FTN Contract to provide that the initial term of the FTN Contract will terminate on the first to occur of (a) the approval by the San Antonio City Council of new City of San Antonio financial advisor services contracts and the execution of those contracts by all parties to them, or (b) December 31, 2019, and (2) delete **ARTICLE III. TERM**, Section 3.2 of the FTN Contract in its entirety; and as so amended, to be so extended; and

**WHEREAS**, the City and Hilltop desire to (1) amend **ARTICLE III. TERM**, Section 3.1 of the Hilltop Contract to provide that the initial term of the Hilltop Contract will terminate on the first to occur of (a) the approval by the San Antonio City Council of new City of San Antonio financial advisor services contracts and the execution of those contracts by all parties to them, or (b) December 31, 2019, and (2) delete **ARTICLE III. TERM**, Section 3.2 of the Hilltop Contract in its entirety; and as so amended, to be so extended; and

**WHEREAS**, City Staff has recommended to the City Council that the FTN Contract and the Hilltop Contract be amended and extended in the manner described above; and

**WHEREAS**, following discussion and deliberations by the City Council on the matter, the City Council is of the opinion that the recommendation of City Staff should be accepted and followed; **NOW THEREFORE:**

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

**SECTION 1.** The amendment and extension of the FTN Contract to provide that its initial term will terminate on the first to occur of (a) the approval by the San Antonio City Council of new City of San Antonio financial advisor services contracts and the execution of those contracts by all parties to them, or (b) December 31, 2019, is hereby ratified and confirmed in all things. A true and correct copy of that certain *Amendment No. 1 To Financial Advisor Services Contract* ("FTN Amendment") between the City and FTN is attached hereto and incorporated herein for all purposes as **Attachment I**. The City Manager or his Designee, or the Chief Financial Officer (CFO) or his Designee, are hereby authorized to execute the FTN Amendment containing the same or substantially the same terms and conditions as those set forth in **Attachment I**.

**SECTION 2.** The amendment and extension of the Hilltop Contract to provide that its initial term will terminate on the first to occur of (a) the approval by the San Antonio City Council of new City of San Antonio financial advisor services contracts and the execution of those contracts by all parties to them, or (b) December 31, 2019, is hereby ratified and confirmed in all things. A true and correct copy of that certain *Amendment No. 1 To Financial Advisor Services Contract* ("Hilltop Amendment") between the City and Hilltop is attached hereto and incorporated herein for all purposes as **Attachment II**. The City Manager or his Designee, or the Chief Financial Officer (CFO) or his Designee, are hereby authorized to execute the FTN Amendment containing the same or substantially the same terms and conditions as those set forth in **Attachment II**.

**SECTION 3.** All actions taken on behalf of the City, and all services provided by FTN under, the FTN Contract from April 1, 2019 through the date of this Ordinance are hereby ratified and confirmed in all things. All actions taken on behalf of the City, and all services provided by Hilltop under, the Hilltop Contract from April 1, 2019 through the date of this Ordinance are hereby ratified and confirmed in all things.

**SECTION 4.** The City's Financial Advisors are paid from the proceeds derived from the issuance of obligations and other financings; therefore, there is no impact on the City's operating budget and no financial language is required for this ordinance.

**SECTION 5.** This Ordinance is effective immediately upon the receipt of eight affirmative votes; otherwise, it is effective ten days after passage.

**PASSED AND APPROVED** this \_\_\_\_ day of \_\_\_\_, 2019.

**M A Y O R**  
Ron Nirenberg

**ATTEST:**

**APPROVED AS TO FORM:**

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

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

**A T T A C H M E N T I**

**A T T A C H M E N T   I I**