

AN ORDINANCE 2019-06-13-0513

**APPROVING A CONTRACT AMENDMENT REGARDING THE MERCHANT PAYMENT INSTRUMENT PROCESSING AGREEMENT WITH PAYMENTECH LLC AND JPMORGAN CHASE BANK, N.A. TO EXTEND THE TERM OF THE CONTRACT FOR AN ADDITIONAL YEAR, COMMENCING ON JULY 1, 2019, AND ENDING ON JUNE 30, 2020 WITH THE OPTION TO RENEW AND EXTEND FOR ONE (1) ADDITIONAL ONE (1) YEAR TERM UNDER THE SAME TERMS AND CONDITIONS.**

\* \* \* \*

**WHEREAS**, pursuant to Ordinance No. 2012-06-21-0520, passed and approved on June 21, 2012, the *Merchant Payment Instrument Processing Agreement* ("Agreement") with JPMORGAN CHASE BANK, N.A. and PAYMENTECH, LLC ("Chase Paymentech") was approved, under which Chase Paymentech has provided merchant banking services for an initial three (3) year term commencing July 1, 2012, with the option in the City to renew for one (1) additional two (2) year term under the same terms and conditions, subject to approval of the City Council; and

**WHEREAS**, pursuant to Ordinance No. 2015-06-04-0492, passed and approved June 4, 2015, the Agreement was extended for its two (2) year renewal term beginning July 1, 2015 and ending June 30, 2017; and

**WHEREAS**, pursuant to Ordinance No. 2017-06-15-0452, passed and approved June 15, 2017, the Agreement was amended and extended for an additional two (2) year renewal term beginning July 1, 2017 and ending June 30, 2019; and

**WHEREAS**, City Staff has recommended that the Agreement be amended to provide for one (1) additional one (1) year renewal term that will begin July 1, 2019 and end June 30, 2020, with the option to renew and extend for one (1) additional one (1) year term under the same terms and conditions, and as so amended, that the Agreement be extended for the one (1) year renewal term that will begin July 1, 2019 and end June 30, 2020; and

**WHEREAS**, upon consideration and deliberation of the matter, the City Council has determined that it is in the best interest of the City to accept and follow the City Staff recommendations set out above; **NOW THEREFORE:**

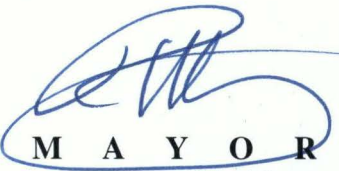
**BE IT ORDAINED BY THE CITY COUNCIL OF THE CITY OF SAN ANTONIO:**

**SECTION 1.** The *May 2019 Amendment to Merchant Payment Instrument Processing Agreement* ("Third Extension") between the City and Paymentech, LLC for itself and on behalf of JPMorgan Chase Bank, N.A. is hereby approved in all things. A copy of the Third Extension is attached hereto as **Attachment I**. The Deputy Chief Financial Officer or his designee is hereby authorized to execute the Third Extension on behalf of the City of San Antonio.

**SECTION 2.** No fiscal language is required for this Ordinance.

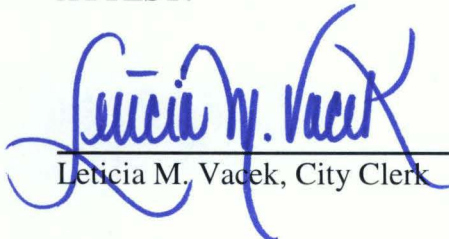
**SECTION 3.** This Ordinance shall take effect immediately if passed by eight (8) affirmative votes; otherwise this Ordinance shall take effect ten (10) days from the date of passage hereof.

PASSED and APPROVED this 13<sup>th</sup> day of June, 2019.



**M A Y O R**  
Ron Nirenberg

**ATTEST:**



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

**APPROVED AS TO FORM:**



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



<b>Agenda Item:</b>	<b>37 ( in consent vote: 4, 5, 6, 7, 8, 9, 10, 11, 12, 13, 14, 15, 16, 17, 18, 19, 20, 21A, 21B, 22, 24, 25, 26, 27, 30, 31, 32, 33, 34, 35, 37, 39, 40, 41, 42, 43, 44, 45, 46, 47, 49, 48, 50, 51A, 51B, 52 )</b>
<b>Date:</b>	06/13/2019
<b>Time:</b>	10:10:52 AM
<b>Vote Type:</b>	Motion to Approve
<b>Description:</b>	Ordinance amending the merchant banking (credit card) services contract with JP Morgan Chase Bank, N.A. and Paymentech, LLC to extend the term of the contract for an additional year, commencing on July 1, 2019, and ending on June 30, 2020 with the option to renew and extend for one (1) additional one (1) year term under the same terms and conditions. [Ben Gorzell, Jr., Chief Financial Officer; Troy Elliott, Deputy Chief Financial Officer]
<b>Result:</b>	Passed

<b>Voter</b>	<b>Group</b>	<b>Not Present</b>	<b>Yea</b>	<b>Nay</b>	<b>Abstain</b>	<b>Motion</b>	<b>Second</b>
Ron Nirenberg	Mayor	x					
Roberto C. Treviño	District 1		x			x	
Art A. Hall	District 2		x				
Rebecca Viagran	District 3		x				x
Rey Saldaña	District 4		x				
Shirley Gonzales	District 5		x				
Greg Brockhouse	District 6		x				
Ana E. Sandoval	District 7		x				
Manny Pelaez	District 8		x				
John Courage	District 9		x				
Clayton H. Perry	District 10		x				

RKN  
06/13/19  
Item No. 37

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



MAY 2019 AMENDMENT TO  
MERCHANT PAYMENT INSTRUMENT PROCESSING AGREEMENT

MERCHANT NAME: The City of San Antonio

This May 2019 Amendment (this "Amendment") is entered into by and between Paymentech, LLC, also known as Chase Merchant Services ("CMS"), for itself and on behalf of JPMorgan Chase Bank, N.A. a national banking association ("Chase"), and each of the merchant(s) whose signature(s) appear below (collectively, the "Merchant").

This Amendment amends and modifies that certain Merchant Payment Instrument Processing Agreement, dated on or about July 31, 2012, as may have been amended through the date hereof (the "Agreement"), between CMS, Chase and Merchant. This Amendment is effective as of the date last signed below. Capitalized terms used but not defined herein shall have the meaning assigned to them in the Agreement. All references to section numbers herein shall refer to the corresponding section of the Agreement. To the extent of any conflict or inconsistency between the terms of this Amendment and the Agreement, this Amendment will control.

The Agreement is hereby amended and modified as follows:

1. **EXTENSION OF TERM.**

Section 10.1 of the Agreement is hereby amended to provide that the term of the Agreement is extended to run through June 30, 2020. Merchant shall have the right to renew or extend this Agreement for one (1) additional one (1) year term under the same terms and conditions of this Agreement contingent on Merchant's City Council approval to exercise such option. If Merchant intends not to renew this Agreement after June 30, 2020 then Merchant agrees to provide Paymentech notice of such intent no less than ninety (90) days prior to June 30, 2020. In the event Merchant fails to provide such notice of intent to renew then the Agreement shall be deemed to have renewed for an additional one (1) year term.

2. **CONTINUED EFFECT.**

Except to the extent amended hereby, all terms, provisions and conditions of the Agreement are hereby ratified and shall continue in full force and effect and the Agreement shall remain enforceable and binding in accordance with its terms.

This Amendment shall be effective on the date on which it is fully executed (i.e. the last signature date below).

Agreed and Accepted by:

The City of San Antonio  
MERCHANT LEGAL NAME (Print or Type)  
111 Soledad St., San Antonio, TX 78205  
Address (Print or Type)

By (authorized signature)

By, Name, Title (Print or Type)

Date

K.Frillici/N.Stassi/4/30/19

Agreed and Accepted by:

PAYMENTECH, LLC for itself and on behalf of  
JPMORGAN CHASE BANK, N.A.

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

Print Name: \_\_\_\_\_

Title: \_\_\_\_\_

Date: \_\_\_\_\_

Address: 8181 Communications Pkwy, Plano, TX 75024