

**CITY OF EL PASO, TEXAS
AGENDA ITEM
DEPARTMENT HEAD'S SUMMARY FORM**

DEPARTMENT: Engineering and Construction Management

AGENDA DATE: February 11, 2013

CONTACT PERSON NAME AND PHONE NUMBER: Irene D. Ramirez, P.E., Interim City Engineer, 541-4428
Mass Transit Department, Jay Banasiak, 534-5811

DISTRICT(S) AFFECTED: All

SUBJECT:

1. That the City Manager be authorized to sign the First Amendment Natural Gas Fuel Processing Facility Agreement by and between the City of El Paso and Mansfield Gas Equipment Systems Corporation, a Georgia corporation and wholly owned subsidiary of Mansfield Energy Corporation, extending the date for completion of construction of the fuel processing facility from December 1, 2013 to February 1, 2014 and clarifying the term of the Agreement.

2. That the City Manager be authorized to sign the First Amendment to the Fuel Compressing Station Lease by and between the City of El Paso and Mansfield Gas Equipment Systems Corporation to revise the date when the Compressed natural Gas fuel processing facility and station will be fully operational to February 1, 2014 and to clarify the termination date of the Initial Term identified in the Lease for the following described property:

A portion of Lot 2, Block 2, Butterfield Trail Aviation Park, Unit Two, El Paso, El Paso County, Texas, consisting of 64,400 square feet of land or 1.478 acres, more or less.

3. That the City Manager be authorized to sign the First Amendment to Lease Agreement by and between the City of El Paso and Mansfield Gas Equipment Systems Corporation, a Georgia corporation and wholly owned subsidiary of Mansfield Energy Corporation, revising the metes and bounds description of the leased premises, extending the date for completion of construction of the fuel processing facility from December 1, 2013 to February 1, 2014 and clarifying the term of the Agreement, for the following described property:

5,000 square feet of a portion of Section 17, Block 81, Township 2, T&P RR Co. Surveys, El Paso County, Texas (municipally numbered and known as 5081 Fred Wilson Avenue).

4. That the City Manager be authorized to sign the First Amendment to Lease Agreement by and between the City of El Paso and Mansfield Gas Equipment Systems Corporation, a Georgia corporation and wholly owned subsidiary of Mansfield Energy Corporation, revising the metes and bounds description of the leased premises, extending the date for completion of construction of the fuel processing facility from December 1, 2013 to February 1, 2014 and clarifying the term of the Agreement, for the following described property:

9,100 square feet of a portion of Lot 1, Municipal Center Subdivision as recorded in Deed Book No. 2499308, Pg. 16, Instrument No. 49308, County Clerk, El Paso County, Texas, (municipally numbered and known as 1059 Lafayette Dr).

BACKGROUND / DISCUSSION:

City Council approved award of Solicitation No. 2012-182R for Fuel Processing Provider-Compressed Natural Gas (CNG) Fuel for City Vehicles and Related Lease of City Property for Natural Gas Fuel

Processing Facility to Mansfield Gas Equipment Systems Corporation on November 27, 2012. The First Amendment to Agreement and related leases is to extend the date for completion of construction and clarify the term of the Agreement from December 1, 2013 to February 1, 2014.

PRIOR COUNCIL ACTION:

N/A

AMOUNT AND SOURCE OF FUNDING:

N/A

BOARD / COMMISSION ACTION:

N/A

*****REQUIRED AUTHORIZATION*****

DEPARTMENT HEAD:



(If Department Head Summary Form is initiated by Purchasing, client department should sign also)
Information copy to appropriate Deputy City Manager

RESOLUTION

BE IT RESOLVED BY THE CITY COUNCIL OF THE CITY OF EL PASO:

That the City Manager be authorized to sign the First Amendment to Lease Agreement by and between the City of El Paso and Mansfield Gas Equipment Systems Corporation, a Georgia corporation and wholly owned subsidiary of Mansfield Energy Corporation, revising the metes and bounds description of the leased premises, extending the date for completion of construction of the fuel processing facility from December 1, 2013 to February 1, 2014 and clarifying the term of the Agreement, for the following described property:

5,000 square feet of a portion of Section 17, Block 81, Township 2, T&P RR Co. Surveys, El Paso County, Texas (municipally numbered and known as 5081 Fred Wilson Avenue).

ADOPTED this ____ day of _____ 2013.

THE CITY OF EL PASO

ATTEST:

John. F. Cook,
Mayor

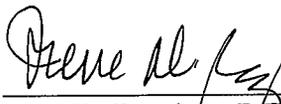
Richarda Duffy Momsen,
City Clerk

APPROVED AS TO FORM:



Cynthia Osborn
Assistant City Attorney

APPROVED AS TO CONTENT:



Irene D. Ramirez, P.E.
Interim City Engineer

THE STATE OF TEXAS)
)
COUNTY OF EL PASO)

FIRST AMENDMENT
TO LEASE AGREEMENT

This First Amendment to the Lease Agreement is made this ____ day of _____, 2013, by and between the **City of El Paso**, a Texas municipal corporation organized and existing under the laws of the State of Texas, (the "Lessor"), and **Mansfield Gas Equipment Systems Corporation**, a Georgia corporation and wholly owned subsidiary of Mansfield Energy Corporation, (the "Lessee").

WHEREAS, on November 27, 2012, Lessor and Lessee entered in a Lease Agreement ("**Lease**") for the following described property:

5,000 square feet of a portion of Section 17, Block 81, Township 2, T&P RR Co. Surveys, El Paso County, Texas (municipally numbered and known as 5081 Fred Wilson Avenue) as more fully depicted in **Exhibit "A"** attached hereto and incorporated herein by reference (the "Premises").

WHEREAS, the parties hereto desire to amend the Lease Agreement to provide a **First Amended Exhibit "A"** revising the metes and bounds description of the Premises, extend the time for completion of construction of the fuel processing facility and clarify the term of the Lease.

NOW THEREFORE, in consideration of the mutual promises set forth in this Amendment and for other good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged, the parties hereto agree as follows:

1. **That Article I Premises and Privileges, Section 1.01 Description of Premises Demised, shall be amended to read as follows:**

1.01 Description of Premises Demised. Subject to and on the terms, conditions, covenants, agreements and undertakings hereinafter set forth, Lessor does hereby demise and lease to Lessee and Lessee does hereby lease from Lessor the following described real property located in El Paso County, Texas:

5,000 square feet of a portion of Section 17, Block 81, Township 2, T&P RR Co. Surveys, El Paso County, Texas (municipally numbered and known as 5081 Fred Wilson Avenue) as more fully depicted in **First Amended Exhibit "A"** attached hereto and incorporated herein by reference (the "Premises").

2. **That Article I, Premises and Privileges, Section 1.04 Restriction of Privileges, Uses and Rights, shall be amended to read as follows:**

1.04 Restriction of Privileges, Uses and Rights. The rights and privileges granted Lessee hereunder are subject and expressly limited to the design, development, construction, operation and maintenance of a natural gas fuel compressing station for the fueling of City owned vehicles. Any change of use will require the prior written approval of the City Council. Failure to obtain the prior written approval of the City Council prior to using the Premises for anything other than a natural gas fuel compressing station shall constitute an event of default and may result in termination of the Lease. Lessee agrees that it shall complete the construction of the natural gas fuel compressing station and the station shall be fully operational by February 1, 2014.

3. That Article IV, Term of Leasehold, Section 4.01 Term, shall be amended to read as follows:

4.01 Term. The Initial Term of this Lease shall commence on the Effective Date of this Lease and terminate January 31, 2024. This term shall hereinafter be referred to as the "Initial Term".

4. Except as expressly modified herein, all other terms and conditions of the November 27, 2012 Lease Agreement shall remain in full force and effect and shall remain as written.

IN WITNESS WHEREOF, this First Amendment to the Lease Agreement has been approved by the parties hereto as of the dated first noted above.

**LESSOR:
CITY OF EL PASO**

Joyce A. Wilson
City Manager

**LESSEE:
MANSFIELD GAS EQUIPMENT
SYSTEMS CORPORATION**

By: J. Alexander
Title: Vice President/Treasurer

APPROVED AS TO FORM:

Cynthia Osborn
Assistant City Attorney

APPROVED AS TO CONTENT:

Jane Tomchik
Real Estate, City Development

Jay Banasiak, Director
Mass Transit Department

ACKNOWLEDGMENT

THE STATE OF TEXAS)
)
COUNTY OF EL PASO)

This instrument was acknowledged before me on this _____ day of _____, 2013
by Joyce A. Wilson, as City Manager of the City of El Paso (Lessor).

Notary Public, State of Texas

My Commission Expires:

ACKNOWLEDGEMENT

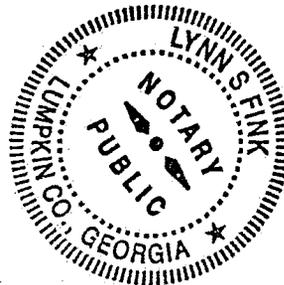
THE STATE OF GEORGIA §
 §
COUNTY OF HALL §

This instrument was acknowledged before me on this 29 day of January, 2013,
by J. Alexander, as Vice President/Treasurer of Mansfield Gas Equipment Systems
Corporation.

Lynn S. Fink
Notary Public, State of Georgia

My commission expires:

6-1-15



**FIRST AMENDED
EXHIBIT "A"**

METES AND BOUNDS DESCRIPTION

Revised Location

(Sun Metro Lift Fuel Station)

Description of a portion of a parcel of land, being a portion of Section 17, Block 81, Township 2, T & P RR Co. Surveys, El Paso County, El Paso, Texas and being more particularly described by metes and bounds as follows:

Commencing for reference at the existing bolt in casing at the common corner of Sections 17, 18, 19, and 20; Thence, leaving said bolt in casing along the common line of sections 17 and 20, and original centerline of Fred Wilson Road, (Right-of-Way Width varies), S 88° 47' 10" W a distance of 508.45' to appoint; Thence leaving the common section line, N 01° 12' 50" W, a distance of 85'00" to a point set with a 5/8" rebar with cap and marked "RPLS 4178", said point being located at the northerly Right-of-Way line of Fred Wilson Road and the southeast corner of El Paso Sun Metro Lift, Operations and Maintenance Facility; Thence, leaving the northerly right-of-way line of Fred Wilson Road N 01° 12' 50" W a distance of 525' 00" to a point set with a 5/8" rebar with cap and marked "RPLS 4178", Thence S 88° 47' 10" W, a distance of 167.30' to a point located along an existing chain-link fence; Thence leaving said point S 01° 12' 50" E a distance of 40.10' to a point for the northeasterly corner of herein described parcel for the "TRUE POINT OF BEGINNING".

Thence S 01° 12' 50" E a distance of 100.00' to a point at the southeasterly corner of the herein described portion of the parcel;

Thence S 88° 47' 10" W a distance of 50.00' to a point at the southwesterly corner of the herein described portion of the parcel;

Thence N 01° 12' 50" W a distance of 100.00' to a point at the northwesterly corner of the herein described portion of the parcel;

Thence, N 88° 47' 10" E a distance of 50.00' to the "TRUE POINT OF BEGINNING" and containing 5,000 square feet or 0.1147 acres of land more or less.

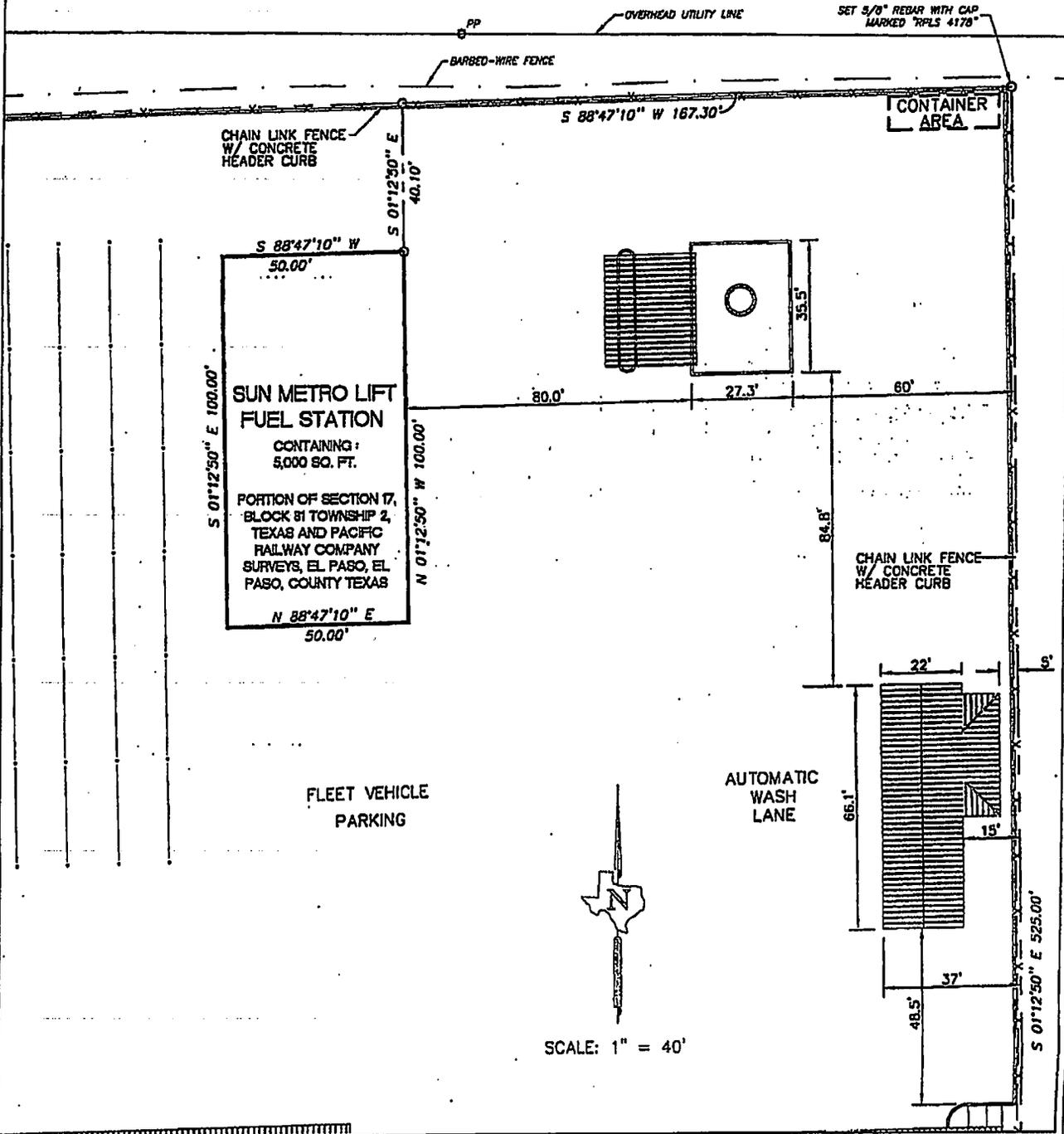
Note: The section corner monuments used as control for survey are taken from a survey map of the area prepared by the Fort Bliss Department of Engineering; the bearings and distances noted are referenced on said map as being actual data.



CITY OF EL PASO ENGINEERING

SUN METRO LIFT FUEL STATION

BLOCK 81 TOWNSHIP 2 TEXAS & PACIFIC RAILWAY COMPANY SURVEYS



SCALE: 1" = 40'