

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

**DEPARTMENT:** Aviation

**AGENDA DATE:** June 8, 2010

**CONTACT PERSON/PHONE:** Monica Lombraña, A.A.E. -780-4793

**DISTRICT(S) AFFECTED:** All

**SUBJECT:**

Authorize the City Manager to sign the Third Amendment to the Airline Operating Agreement and Terminal Building Lease by and between the City of El Paso and Delta Air Lines, Inc. This amendment extends the term of the agreement to August 31, 2011.

**BACKGROUND / DISCUSSION:**

The City entered into an Airline Operating Agreement and Terminal Building Lease effective September 1, 2001 granting Delta Air Lines the right to operate at El Paso International Airport (EPIA).

The Department of Aviation recommends extension based on the following:

- EPIA is currently working on new airline agreements.
- Airlines are in agreement with the extension.
- Facility use and airline space is balanced and meeting airline and community needs.

Amendments for remaining Airline Operating Agreements will be brought to City Council upon execution by respective airlines.

**PRIOR COUNCIL ACTION:**

- The Airline Operating and Terminal Building Lease between the City of El Paso and Delta Air Lines, Inc. was approved by City Council on July 31, 2001.
- The First Amendment to the Agreement was approved by City Council on April 5, 2005.
- The Second Amendment to the Agreement was approved by City Council on November 20, 2007.

**AMOUNT AND SOURCE OF FUNDING:**

N/A - Revenue Generating

**BOARD / COMMISSION ACTION:**

N/A

\*\*\*\*\*REQUIRED AUTHORIZATION\*\*\*\*\*

**DEPARTMENT HEAD:**



Monica Lombraña, A.A.E., Director of Aviation

*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 Third Amendment to the Airline Operating Agreement and Terminal Building Lease by and between the City of El Paso and Delta Air Lines, Inc. for the purpose of extending the term to August 31, 2011 and replacing Exhibits "A", "B-1", and "B-2".

ADOPTED this \_\_\_\_\_ day of \_\_\_\_\_ 2010.

THE CITY OF EL PASO

\_\_\_\_\_  
John F. Cook  
Mayor

ATTEST:

\_\_\_\_\_  
Richarda Duffy Momsen  
City Clerk

APPROVED AS TO FORM:

  
\_\_\_\_\_  
Theresa Cullen  
Deputy City Attorney

APPROVED AS TO CONTENT:

  
\_\_\_\_\_  
Monica Lombrana, A.A.E.  
Director of Aviation

STATE OF TEXAS            )  
                                          )  
COUNTY OF EL PASO    )    **THIRD AMENDMENT TO AIRLINE OPERATING  
AGREEMENT AND TERMINAL BUILDING LEASE**

This Third Amendment to the Airline Operating Agreement and Terminal Building Lease is made by and between the City of El Paso (“City”) and Delta Air Lines, Inc. (“Airline”).

**WHEREAS**, the City and Airline entered into an Airline Operating Agreement and Terminal Building Lease (“Agreement”) with an effective date of September 1, 2001 granting Airline the right to operate and maintain certain operations at the El Paso International Airport;

**WHEREAS**, the City and Airline entered into a First Amendment to the Agreement with an effective date of March 1, 2005, which added an additional gate to the Airline’s Preferential Use space as defined in the Agreement;

**WHEREAS**, the City and Airline entered into a Second Amendment to the Agreement with and effective date of November 20, 2007, which extended the term to August 31, 2009; and

**WHEREAS**, the City and Airline now desire to further amend the Agreement for the purpose of extending the term to August 31, 2011 and replacing Exhibits “A”, “B-1”, and “B-2”,

**NOW, THEREFORE**, in consideration of the mutual covenants contained herein and other good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged, the parties agree as follows:

1.    **EXTENDED TERM.** The City and Airline mutually agree that the term of the Agreement is hereby extended through August 31, 2011.
2.    **EFFECTIVE DATE.** Regardless of the date of execution, this Third Amendment shall be effective on September 1, 2009.
3.    **EXHIBITS A, B-1 AND B-2.** The City and Airline acknowledge that various changes to the Cost Centers, Terminal and location of the various airlines have occurred since the execution of the Agreement, the First Amendment and the Second Amendment. Accordingly, Exhibits “A”, “B-1”, and “B-2” of the Agreement shall be and are hereby replaced with Revised Exhibits “A”, “B-1”, and “B-2”, as attached hereto and incorporated herein for all purposes.
4.    **TERMS AND CONDITIONS.** All remaining terms and conditions of the Agreement, the First Amendment and the Second Amendment not specifically amended by the Third Amendment, shall remain in full force and effect.

(SIGNATURES BEGIN ON THE FOLLOWING PAGE)

IN WITNESS WHEREOF, this amendment was executed on this \_\_\_\_ day of \_\_\_\_\_ 2010.

**CITY OF EL PASO**

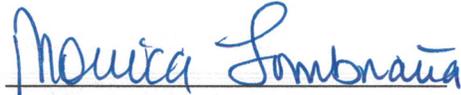
\_\_\_\_\_  
Joyce A. Wilson  
City Manager

**APPROVED AS TO FORM:**



\_\_\_\_\_  
Theresa Cullen  
Deputy City Attorney

**APPROVED AS TO CONTENT:**



\_\_\_\_\_  
Monica Lombraña, A.A.E.  
Director of Aviation

**ACKNOWLEDGMENT**

STATE OF TEXAS                    )  
                                                  )  
COUNTY OF EL PASO        )

This instrument was acknowledged before me on this \_\_\_\_ day of \_\_\_\_\_ 2010, by **Joyce A. Wilson as City Manager of the City of El Paso.**

\_\_\_\_\_  
Notary Public, State of Texas

My Commission Expires:  
\_\_\_\_\_

(SIGNATURES CONTINUE ON FOLLOWING PAGE)

IN WITNESS WHEREOF, this amendment was executed on this 17<sup>th</sup> day of May 2010.

AIRLINE: Delta Air Lines, Inc.

By: [Signature]

Name: DAVID HAMM

Title: DIRECTOR CORPORATE REAL ESTATE

**ACKNOWLEDGMENT**

STATE OF Georgia )

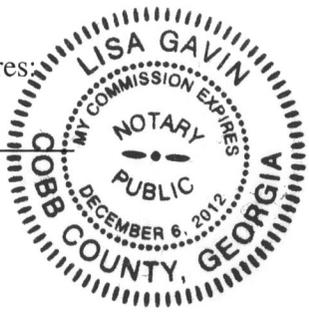
COUNTY OF Cobb )

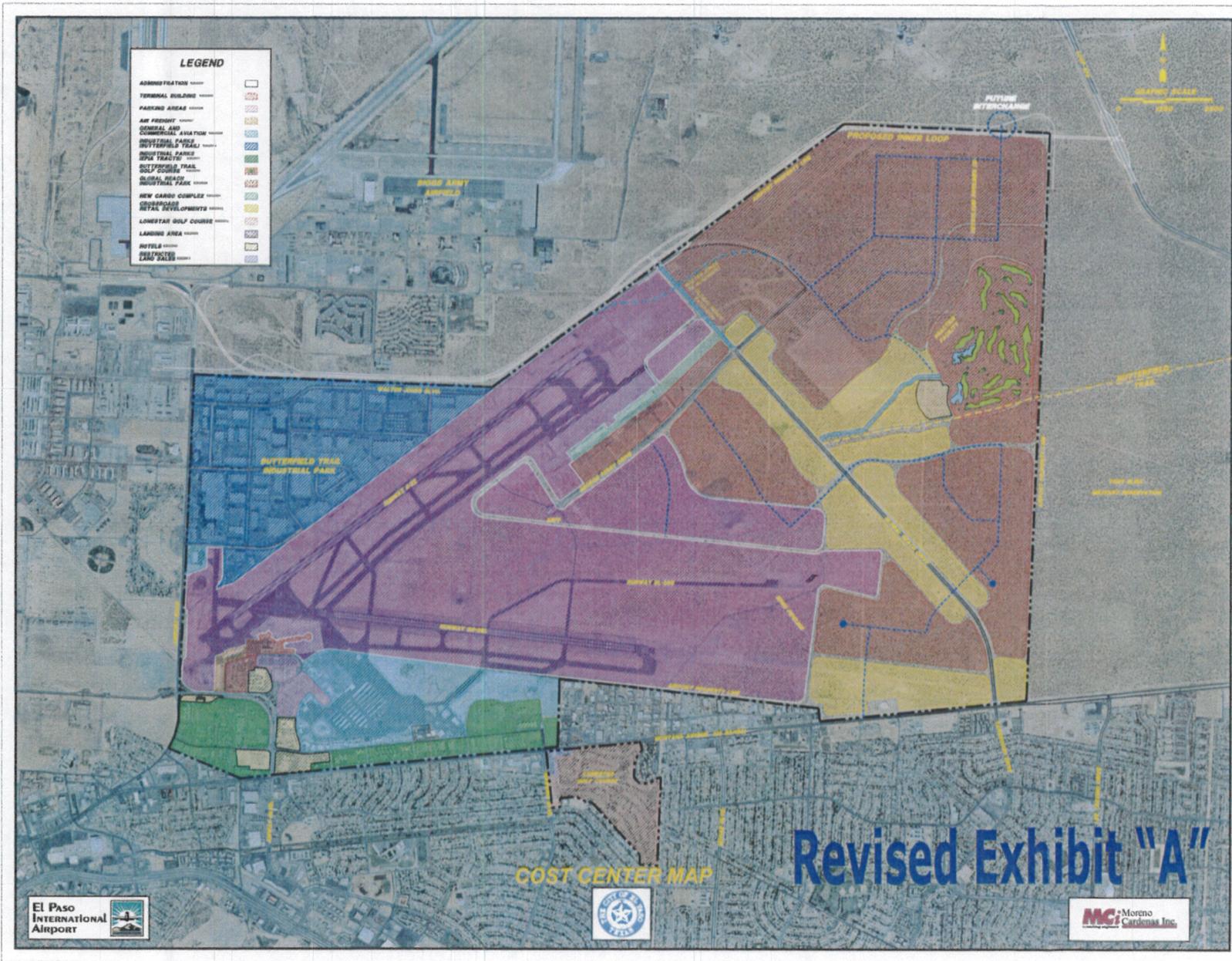
This instrument was acknowledged before me on this 17<sup>th</sup> day of May 2010, by David Hamm as Director of Delta Air Lines, Inc.

[Signature]  
Notary Public, State of Georgia

My Commission Expires:

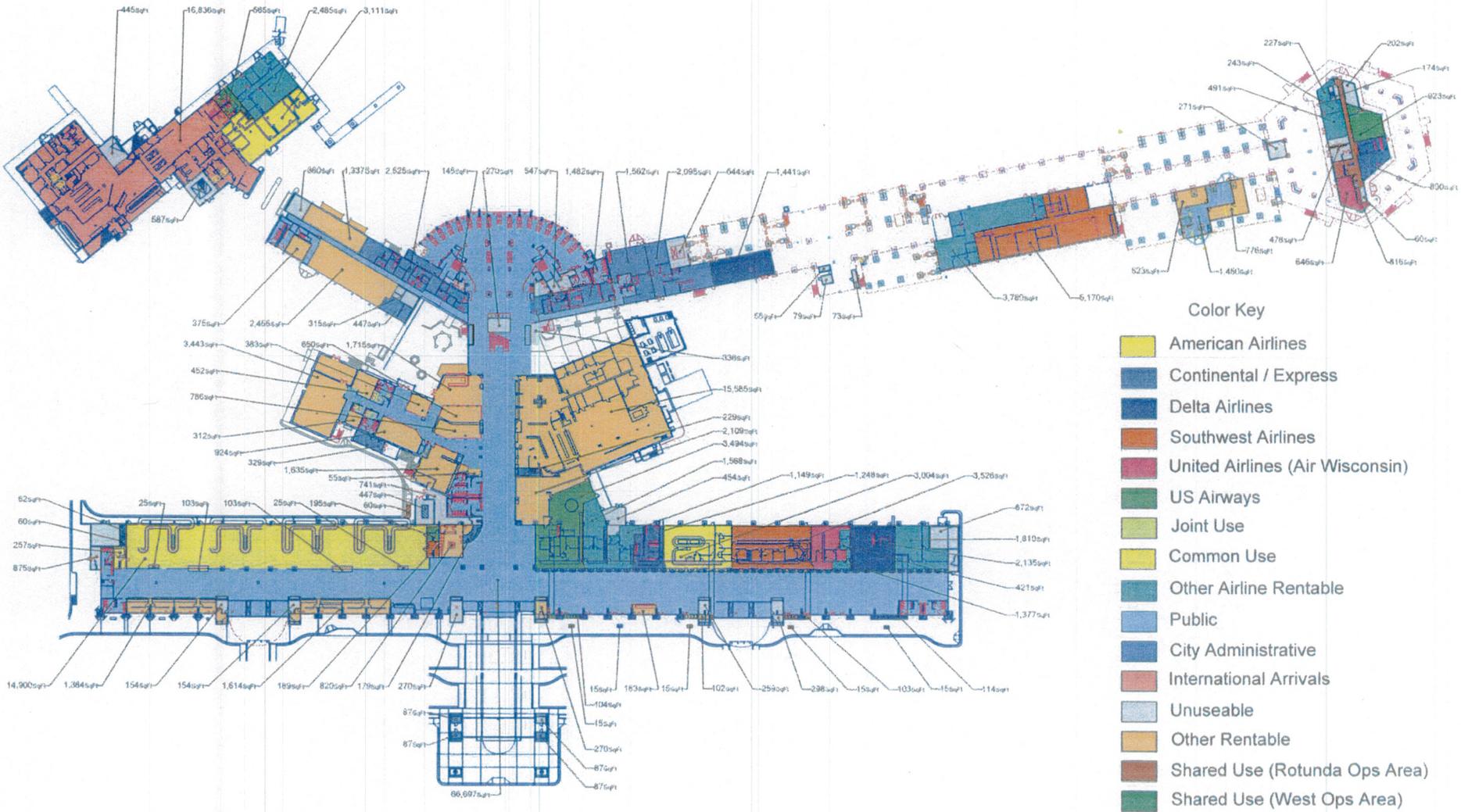
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# Revised Exhibit "A"





El Paso International Airport Airline Operating Agreement and Terminal Building Lease

Revised Exhibit B-1, drawing depicts terminal as of 02-01-2010 Level 1



El Paso International Airport Airline Operating Agreement and Terminal Building Lease  
 Revised Exhibit B-2, drawing depicts terminal as of 02-01-2010 Level 2