

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

**DEPARTMENT:** Financial Services – Purchasing  
**AGENDA DATE:** August 7, 2007  
**CONTACT PERSON/PHONE:** Terrence Freiburg, 541-4313  
**DISTRICT(S) AFFECTED:** All

**SUBJECT:**

That the City Manager be authorized to sign a Consent to Assignment of the contract by and between the City of El Paso, CMI Copy Machines, Inc. (“Assignor”) and Office Communications Systems, Inc. dba Toshiba Business Solutions TX/NM (“Assignee”) with respect to the City of El Paso Contract No. 2002-116C1.

**BACKGROUND / DISCUSSION:**

On or after May 1, 2002, the City entered into Contract No. 2002-116C1 with CMI Copy Machines, Inc. CMI Copy Machines, Inc. was purchased by Office Communications Systems, Inc. dba Toshiba Business Solutions TX/NM. Assignee agrees to assume and perform all duties, obligations, and responsibilities under Contract No. 2002-116C1.

**PRIOR COUNCIL ACTION:**

Common Council action when vendor changes ownership/name and agrees to assume and perform all duties, obligations, and responsibilities of a contract.

**AMOUNT AND SOURCE OF FUNDING:**

No change to funding.

**BOARD / COMMISSION ACTION:**

Enter appropriate comments or N/A

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

**LEGAL:** (if required) \_\_\_\_\_ **FINANCE:** (if required) \_\_\_\_\_

**DEPARTMENT HEAD:** \_\_\_\_\_  
(Example: if RCA is initiated by Purchasing, client department should sign also)  
*Information copy to appropriate Deputy City Manager*

**APPROVED FOR AGENDA:**

**CITY MANAGER:** \_\_\_\_\_ **DATE:** \_\_\_\_\_

## RESOLUTION

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

THAT the City Manager be authorized to sign a Consent to Assignment of the contract by and between the CITY OF EL PASO, CMI COPY MACHINES, INC. ("Assignor") and OFFICE COMMUNICATION SYSTEMS, INC. DBA TOSHIBA BUSINESS SOLUTIONS TX/NM ("Assignee") with respect to the City of El Paso Contract No. 2002-116C1.

PASSED AND APPROVED this \_\_\_\_\_ day of August 2007.

### CITY OF EL PASO

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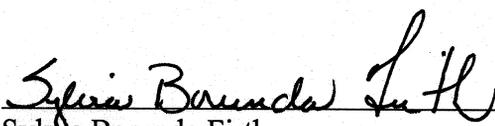
John F. Cook  
Mayor

### ATTEST:

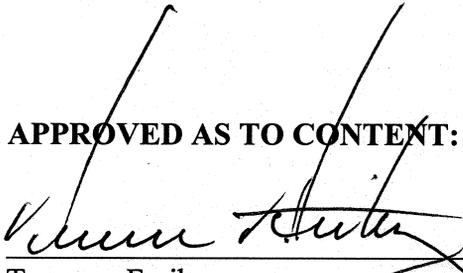
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Richarda Duffy Momsen  
City Clerk

### APPROVED AS TO FORM:

  
Sylvia Borunda Firth  
Senior Assistant City Attorney

### APPROVED AS TO CONTENT:

  
Terrence Freiburg  
Purchasing Manager, Financial Services

STATE OF TEXAS            )  
  )  
COUNTY OF EL PASO        )

CONSENT TO ASSIGNMENT

This Consent to Assignment is executed this \_\_\_\_\_ day of August 2007, by and between the City of El Paso (the "City"), CMI Copy Machines, Inc. ("Assignor"), and Office Communication Systems, Inc. dba Toshiba Business Solutions Tx/NM ("Assignee").

**WHEREAS**, on or after May 1, 2002, the City entered into Contract No. 2002-116C1 (the "Contract") with Assignor and fully incorporated herein by reference;

**WHEREAS**, pursuant to the Contract, the Assignor was to provide copier services to the City;

**WHEREAS**, after entering into the Contract, the assets of Assignor were sold to Assignee;

**WHEREAS**, the Contract provides that it is not assignable without the consent of the City;

**WHEREAS**, Assignor has requested that the City approve an assignment of the Contract to Assignee;

**WHEREAS**, Assignee has agreed to be responsible for all duties and obligations under the Contract; and

**WHEREAS**, the City agrees to the assignment of all rights, duties and obligations encompassed in the Contract to Assignee.

**NOW THEREFORE, IT IS HEREBY AGREED as follows:**

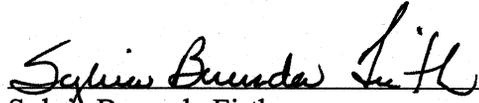
1. The City consents to the assignment of the rights, duties and obligations under Contract No. 2002-116C1 to Assignee.
2. Assignee agrees to assume and perform all duties, obligations, and responsibilities under Contract No. 2002-116C1.
3. All of the terms and conditions of Contract No. 2002-116C1 shall remain in full force and effect.
4. **Assignee agrees to indemnify, defend, and hold harmless the City from and against any and all claims, demands, causes of action, court costs, expenses, and attorney's fees which are connected with or arise from the assignment of this Contract or the City's acceptance and recognition of the assignment of Contract No. 2002-116C1.**

EXECUTED this the \_\_\_\_ day of August 2007.

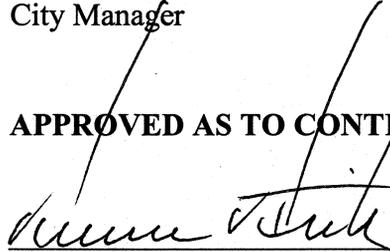
**CITY OF EL PASO**

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

**APPROVED AS TO FORM:**

  
\_\_\_\_\_  
Sylvia Borunda Firth  
Senior Assistant City Attorney

**APPROVED AS TO CONTENT:**

  
\_\_\_\_\_  
Terrence Freiburg  
Purchasing Manager, Financial Services

**ASSIGNOR:  
CMI COPY MACHINES, INC.**

\_\_\_\_\_  
Name Printed: \_\_\_\_\_  
Title: \_\_\_\_\_

**ASSIGNEE:  
OFFICE COMMUNICATION  
SYSTEMS, INC. dba Toshiba Business  
Solutions Tx/NM**

\_\_\_\_\_  
Name Printed: \_\_\_\_\_  
Title: \_\_\_\_\_