

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

DEPARTMENT: AIRPORT

AGENDA DATE: August 31, 2010

CONTACT PERSON NAME AND PHONE NUMBER: Monica Lombraña/780-4724

DISTRICT(S) AFFECTED: District 3

SUBJECT:

APPROVE a resolution / ordinance / lease to do what? OR AUTHORIZE the City Manager to do what? Be descriptive of what we want Council to approve. Include \$ amount if applicable.

This is a resolution to allow the City Manager to sign an Approval of Assignment by and among the City of El Paso, Midwest Car Corporation, an independent licensee of National Car Rental and Alamo Rent A Car, and EAN Holdings, LLC dba National Car Rental and Alamo Rent A Car of the Industrial Site Lease for the following described property:

Lots 1A and 1B, Block 1C, El Paso International Airport Tracts, City of El Paso, Texas.

BACKGROUND / DISCUSSION:

Discussion of the what, why, where, when, and how to enable Council to have reasonably complete description of the contemplated action. This should include attachment of bid tabulation, or ordinance or resolution if appropriate. What are the benefits to the City of this action? What are the citizen concerns?

Midwest Car Corporation has entered into a definitive sales agreement with EAN Holdings, LLC for the sale of its rental car business in El Paso. The sale is to be effective on September 2, 2010. As such, Midwest Car Corporation is requesting the assignment of the Industrial Site Lease to EAN Holdings, LLC dba National Car Rental and Alamo Rent A Car.

PRIOR COUNCIL ACTION:

Has the Council previously considered this item or a closely related one?

Approval of assignment of Industrial Site Lease for the above referenced property from Tri-State Auto Rentals, Inc. to Midwest Car Corporation on July 1, 2001.

AMOUNT AND SOURCE OF FUNDING:

How will this item be funded? Has the item been budgeted? If so, identify funding source by account numbers and description of account. Does it require a budget transfer?

N/A - Revenue generating

BOARD / COMMISSION ACTION: N/A

Enter appropriate comments or 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 a Lessor's Approval of Assignment of the Industrial Site Lease by and among the City of El Paso, Midwest Car Corporation, and EAN Holdings, LLC d/b/a National Car Rental and Alamo Rent A Car for the following described property:

Lots 1A and 1B, Block 1C, El Paso International Airport Tracts, City of El Paso, El Paso County, Texas.

ADOPTED this the ____ 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 Lombrafia, A.A.E.
Director of Aviation

STATE OF TEXAS §
 §
COUNTY OF EL PASO §

LESSOR'S APPROVAL OF ASSIGNMENT

The City of El Paso is the Lessor in the Industrial Site Lease effective September 29, 1966 between the City of El Paso ("Lessor") and R. E. Welch, Contractor, Inc. ("Lessee") and the Industrial Site Lease has been subsequently assigned to Midwest Car Corporation ("Assignor"). The Industrial Site Lease, as amended with an Amendment to Lease effective October 10, 1968 and with an Amendment to Lease effective June 17, 1980, (collectively referred to herein as the "Lease") is for the following described property:

Lots 1A and 1B, Block 1C, El Paso International Airport Tracts, City of El Paso, El Paso County, Texas.

1. **CONSENT TO ASSIGNMENT.** Lessor hereby approves and consents to the assignment of the Lease from Assignor to EAN Holdings, LLC d/b/a National Car Rental and Alamo Rent A Car ("Assignee"), on the condition that Assignee assumes and becomes responsible for any and all obligations under the Lease arising from and after the effective date of the assignment of the Lease to Assignee and upon the further condition that Assignee agrees to accept and abide by all the terms, covenants, and conditions of the Lease.

2. **PROOF OF INSURANCE AND INDEMNIFICATION.** Assignee has provided a certificate of insurance to evidence compliance with the insurance requirements of the Lease and expressly agrees to be bound by the indemnification provisions contained in the Lease.

3. **GUARANTOR.** Assignor remains responsible for any and all obligations under the Lease arising prior to the effective date of the assignment of the Lease, and Assignee, as of the effective date of the assignment, accepts, assumes, takes over and succeeds to all of the Assignor's rights, duties, interests, liabilities and obligations under the Lease from the Effective Date forward and agrees to all of the terms, conditions, provisions, covenants and obligations contained therein.

4. **RATIFICATION OF LEASE.** Except as expressly modified herein, no provision of this consent alters or modifies any of the terms and conditions of the Lease; all other terms and conditions of the Lease shall remain in full force and effect.

5. **ADDRESS FOR NOTICE.** Notices to Assignee shall be sufficient if sent by certified mail, postage prepaid, addressed to:

ASSIGNEE: EAN Holdings, LLC d/b/a National Car Rental
and Alamo Rent A Car
4740 Pan American Freeway, NE
Albuquerque, NM 87109

COPY TO: Enterprise Holdings, Inc.
600 Corporate Park Drive
St. Louis, MO 63105
Attn: Airport Relations Department

6. **AUTHORIZED REPRESENTATIVE.** The persons signing this Lessor's Approval of Assignment on behalf of the Assignee and Assignor represent and warrant that they have the authority legally to bind the Assignee or Assignor, respectively, to the provisions of this Lessor's Approval of Assignment.
7. **NON-WAIVER.** This Lessor's Approval of Assignment hereby given by Lessor shall not end the need for Lessor's consent for any future assignments.
8. **EFFECTIVE DATE.** The effective date of this Lessor's Approval of Assignment is Sept. 1, 2010.

ADOPTED this _____ day of _____, 2010

[SIGNATURES BEGIN ON THE FOLLOWING PAGE]

LESSOR: CITY OF EL PASO

Joyce A. Wilson
City Manager
Date: _____

APPROVED AS TO FORM:

Theresa Cullen
Deputy City Attorney

APPROVED AS TO CONTENT:

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

LESSOR'S ACKNOWLEDGEMENT

THE 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, Texas.

My Commission Expires:

Notary Public, State of Texas

[SIGNATURES CONTINUE ON THE FOLLOWING PAGE]

