

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

**DEPARTMENT:** Aviation

**AGENDA DATE:** October 19, 2010

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

**DISTRICT(S) AFFECTED:** All

**SUBJECT:**

Authorize the City Manager to sign the Second Amendment to the Airline Operating Agreement and Terminal Building Lease by and between the City of El Paso and American Airlines, Inc. This amendment extends the term of the agreement to August 31, 2011 and replaces Exhibits "A", "B-1", and "B-2".

**BACKGROUND / DISCUSSION:**

The City entered into an Airline Operating Agreement and Terminal Building Lease effective April 1, 2002 granting American Airlines, Inc. 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.

City Council previously approved similar amendments to the Airline Operating Agreement and Terminal Building Lease between the City and Delta Air Lines, Inc. (June 8, 2010), Continental Airlines (June 22, 2010), and Southwest Airlines Co. (July 20, 2010).

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 American Airlines, Inc. was approved by City Council on March 5, 2002.
- The First Amendment to the Agreement was approved by City Council on April 1, 2008.

**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 Second Amendment to the Airline Operating Agreement and Terminal Building Lease by and between the City of El Paso and American Airlines, 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 Lombrafia, A.A.E.  
Director of Aviation

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

This Second Amendment to the Airline Operating Agreement and Terminal Building Lease is made by and between the City of El Paso ("City") and American Airlines, Inc. ("Airline").

**WHEREAS**, the City and Airline entered into an Airline Operating Agreement and Terminal Building Lease ("Agreement") with an effective date of April 1, 2002 granting Airline the right to operate and maintain certain operations at the El Paso International Airport;

**WHEREAS**, on April 1, 2008 the Agreement was amended by that First Amendment to extend the term to August 31, 2009; and

**WHEREAS**, City and Airline now desire to 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 Second 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 and the First 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 and the First Amendment not specifically amended by this Second 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*  
\_\_\_\_\_  
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 20th day of September 2010.

AIRLINE: American Airlines, Inc.

By: [Signature]  
Name: \_\_\_\_\_  
Title: Charlotte Teklitz  
Managing Director Corporate Real Estate

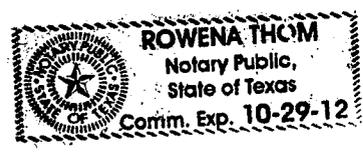
**ACKNOWLEDGMENT**

STATE OF TEXAS  
COUNTY OF TARRANT

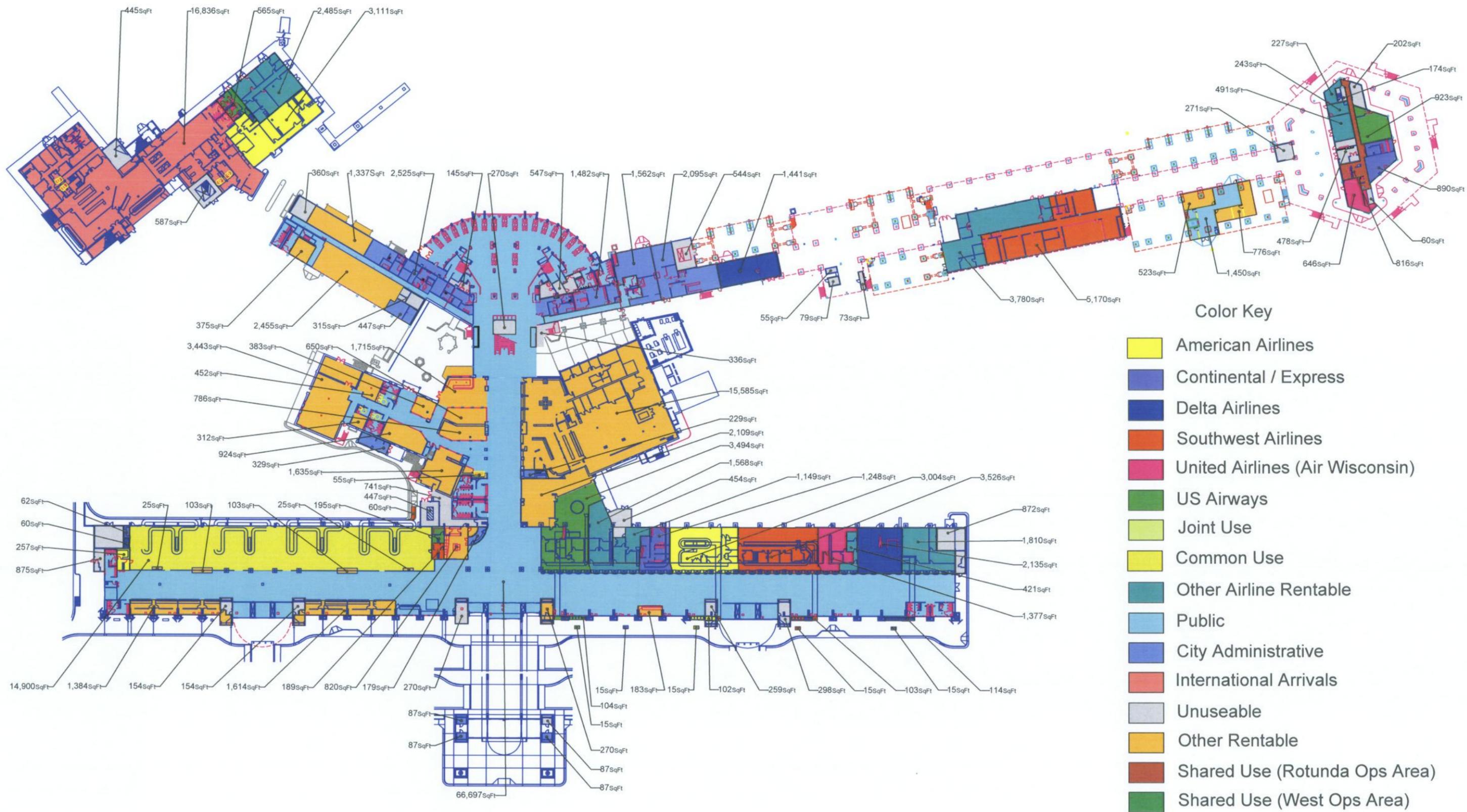
This instrument was acknowledged before me on this 20th day of September 2010, by Charlotte Teklitz as Managing Director of American Airlines, Inc.

[Signature]  
Notary Public, State of Texas

My Commission Expires:  
October 29, 2012

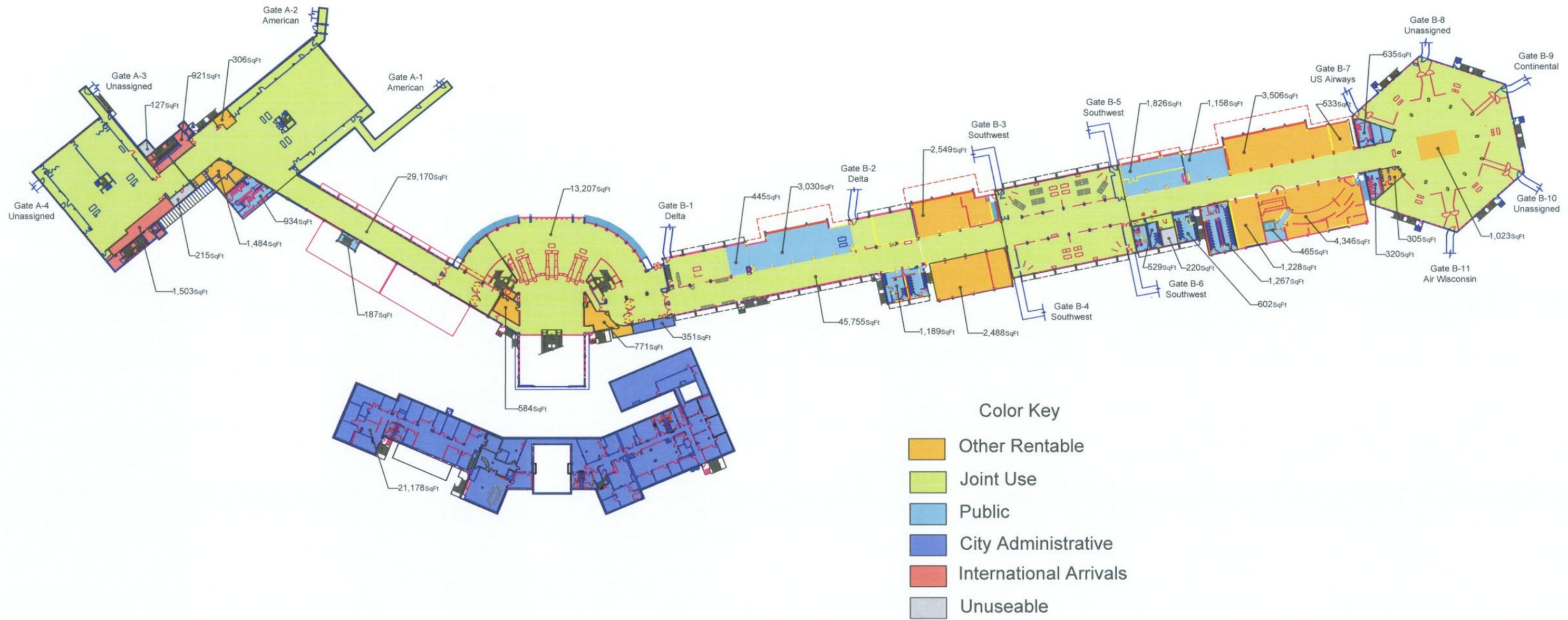






El Paso International Airport Airline Operating Agreement and Terminal Building Lease

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