

ORDINANCE

2022-05-05-0307

APPROVING A CONTRACT AMENDMENT WITH JP MORGAN CHASE BANK, N.A., AND PAYMENTECH, LLC, FOR MERCHANT BANKING (CREDIT CARD) SERVICES TO EXTEND THE TERM OF THE CONTRACT FOR AN ADDITIONAL NINE (9) MONTHS, COMMENCING ON JULY 1, 2022, AND ENDING ON MARCH 31, 2023, WITH THE OPTION TO RENEW FOR THREE (3) ADDITIONAL MONTHS UNDER THE SAME TERMS AND CONDITIONS.

* * * * *

WHEREAS, pursuant to Ordinance No. 2012-06-21-0520, passed and approved on June 21, 2021, the City entered into a contract with Paymentech, LLC, for itself and on behalf of JP Morgan Chase Bank, N.A., to provide merchant banking services and related financial services to the City, which commenced on July 1, 2012, and as renewed and extended, expires on June 30, 2022 ("Contract"); and

WHEREAS, in December 2021 the City issued a Request for Proposals for merchant banking services; and

WHEREAS, to ensure the City's ability to continue to accept credit card payments without interruption while the City evaluates the proposals, City Staff has recommended that the Contract be amended to extend the Contract for an additional nine (9) month period, the term of which will commence July 1, 2022, and terminate March 31, 2023, with the option for City to extend for one (1) additional three (3) month term; and

WHEREAS, upon consideration and deliberation of the matter and the City Staff recommendation on it, the City Council has determined that it is in the best interest of the City to accept the City Staff recommendation; **NOW THEREFORE:**

BE IT ORDAINED BY THE CITY COUNCIL OF THE CITY OF SAN ANTONIO:

SECTION 1. This *April 2022 Amendment to Merchant Payment Instrument Processing Contract* ("Extension") between the City and Paymentech, LLC, is hereby approved in all things. A copy of the Extension is attached hereto as **Exhibit I**. The Chief Financial Officer or the Deputy Chief Financial Officer or their designee is hereby authorized to execute the Extension on behalf of the City of San Antonio.

SECTION 2. Funding for this ordinance is available in the included departments' respective operating funds and General Ledger 5202030 as part of the Fiscal Year 2022 Adopted Budget approved by City Council.

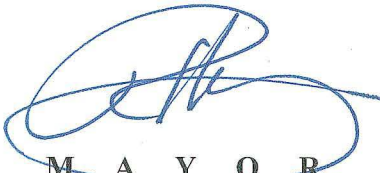
SECTION 3. Additional funding is contingent upon City Council approval of the Fiscal Year 2023 and subsequent budgets that fall within the term of the contract.

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SECTION 4. Payment is authorized to JP Morgan Chase Bank, N.A., and Paymentech, LLC, and should be encumbered with a purchase order.

SECTION 5. The financial allocations in this ordinance are subject to approval by the Deputy Chief Financial Officer, City of San Antonio. The Deputy Chief Financial Officer may, subject to concurrence by the City Manager or designee, correct allocations to specific SAP Fund Numbers, SAP Project Definitions, SAP WBS Elements, SAP Internal Orders, SAP Fund Centers, SAP Cost Centers, SAP Functional Areas, SAP Funds Reservation Document Numbers, and SAP GL Accounts as necessary to carry out the purpose of this ordinance.

SECTION 6. This ordinance is effective immediately upon passage by eight or more affirmative votes; otherwise, it is effective on the tenth day after passage.


PASSED and APPROVED this 5th day of May, 2022.


M A Y O R
Ron Nirenberg

ATTEST:

APPROVED AS TO FORM:


Debbie Racca-Sittre, Acting City Clerk


Andrew Segovia, City Attorney



City of San Antonio

City Council Meeting May 5, 2022

19.

2022-05-05-0307

Ordinance approving a contract amendment with JP Morgan Chase Bank, N.A. and Paymentech, LLC, for merchant banking (credit card) services to extend the term of the contract for an additional nine months, commencing on July 1, 2022, and ending on March 31, 2023, with an option to renew for three additional months under the same terms and conditions. [Ben Gorzell, Jr., Chief Financial Officer; Troy Elliott, Deputy Chief Financial Officer]

Councilmember Viagran moved to Approve on the Consent Agenda. Councilmember Rocha Garcia seconded the motion. The motion carried by the following vote:

Aye: Nirenberg, Bravo, McKee-Rodriguez, Viagran, Rocha Garcia, Castillo, Cabello
Havrda, Sandoval, Pelaez, Courage, Perry

Exhibit I



**APRIL 2022 AMENDMENT TO
MERCHANT PAYMENT INSTRUMENT PROCESSING CONTRACT**

MERCHANT NAME: City of San Antonio

This April 2022 Amendment (this "Amendment") is entered into by and between Paymentech, LLC, also known as Chase Merchant Services ("CMS"), for itself and on behalf of JPMorgan Chase Bank, N.A. a national banking association ("Chase"), and each of the merchant(s) whose signature(s) appear below (collectively, the "Merchant").

This Amendment amends and modifies that certain Merchant Payment Instrument Processing Contract, dated on or about July 31, 2012, as may have been amended through the date hereof (the "Agreement"), between CMS, Chase and Merchant. This Amendment is effective as of the date last signed below. Capitalized terms used but not defined herein shall have the meaning set forth in the Agreement. Unless otherwise specified references to section numbers herein shall refer to the corresponding section of the Agreement. To the extent of any conflict or inconsistency between the terms of this Amendment and the Agreement, this Amendment will control.

The Agreement is hereby amended and modified as follows:

1. EXTENSION OF TERM.

Section 10.1 of the Agreement is hereby amended to extend the term of the Agreement for an additional nine (9) month period under the same terms and conditions, the term of which will commence July 1, 2022, and terminate March 31, 2023. Merchant, at its sole discretion and option, shall have the right to renew or extend this Agreement for one (1) additional three (3) month term, under the same terms and conditions without further action by the San Antonio City Council, subject to and contingent upon appropriation of funding, therefore. If Merchant intends not to renew this Agreement after March 31, 2023, then Merchants agrees to provide Paymentech notice of such intent not less than ninety (90) days prior to March 31, 2023. In the event Merchant fails to provide such notice, then the Agreement shall be deemed to have renewed for an additional one (1) year term.

2. CONTINUED EFFECT.

Except to the extent amended hereby, all terms, provisions and conditions of the Agreement are hereby ratified and shall continue in full force and effect and the Agreement shall remain enforceable and binding in accordance with its terms.

[Signature page to Follow]



J.P.Morgan

**APRIL 2022 AMENDMENT TO
MERCHANT PAYMENT INSTRUMENT PROCESSING CONTRACT**

MERCHANT NAME: City of San Antonio

This Amendment shall be effective on the date on which it is fully executed (i.e. the last signature date below).

Agreed and Accepted by:

City of San Antonio

MERCHANT LEGAL NAME (Print or Type)

100 W. Houston Street, 8th Floor, San Antonio, TX 78205

Address (Print or Type)

By (authorized signature)

By, Name, Title (Print or Type)

Date

Agreed and Accepted by:

City of San Antonio

MERCHANT LEGAL NAME (Print or Type)

P.O. BOX 839966, San Antonio, TX 78216

Address (Print or Type)

By (authorized signature)

By, Name, Title (Print or Type)

Date

Agreed and Accepted by:

PAYMENTECH, LLC for itself and on behalf of
JPMORGAN CHASE BANK, N.A.

By: _____

Print Name: _____

Title: _____

Date: _____

Address: 8181 Communications Pkwy, Plano, TX 75024