

AN ORDINANCE 2012-02-09-0091

APPROVING THE ASSIGNMENT OF A LICENSE AGREEMENT
TO PARK IN THE HOUSTON STREET PARKING GARAGE
FROM ACCORD MEDICAL MANAGEMENT LP DBA NIX
HEALTH CARE SYSTEM TO NIX HOSPITALS SYSTEM LLC.

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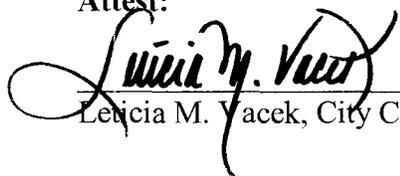
BE IT ORDAINED BY THE CITY COUNCIL OF THE CITY OF SAN ANTONIO:

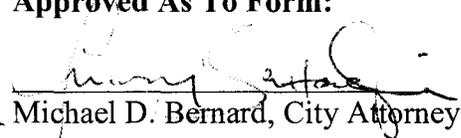
SECTION 1. The City Manager and her designee, severally, are authorized and directed to execute and deliver a Consent to Assignment and Assumption of Lease substantially in the form attached hereto as **Attachment I**, which is incorporated by reference for all purposes as if fully set forth. The City Manager and her designee, severally, should take all other actions conducive to effectuate the transaction described in Attachment I, including agreeing to non-material changes to its terms and executing and delivering ancillary documents and instruments conducive to effectuating the transaction.

SECTION 2. This Ordinance is effective immediately upon the receipt of eight affirmative votes; otherwise, it is effective ten days after passage.

PASSED AND APPROVED this 9th day of February 2012.


M A Y O R
Julián Castro

Attest:

Leticia M. Yacek, City Clerk

Approved As To Form:

Michael D. Bernard, City Attorney



Request for
COUNCIL
 ACTION

City of San Antonio



Agenda Voting Results - 11

Name:	5, 6, 7, 8, 9, 10, 11, 12A, 12B, 12C, 12D, 12E, 12F, 12G, 12H, 12I, 13, 14, 15, 16, 17, 18, 19A, 19B						
Date:	02/09/2012						
Time:	09:55:02 AM						
Vote Type:	Motion to Approve						
Description:	An Ordinance approving the assignment of a license agreement to park in the Houston Street Parking Garage from Accord Medical Management LP dba Nix Health Care System to Nix Hospitals System LLC. [Pat DiGiovanni, Deputy City Manager; Jim Mery, Interim Director, Downtown Operations]						
Result:	Passed						
Voter	Group	Not Present	Yea	Nay	Abstain	Motion	Second
Julián Castro	Mayor		x				
Diego Bernal	District 1	x					
Ivy R. Taylor	District 2		x				x
Leticia Ozuna	District 3		x				
Rey Saldaña	District 4		x			x	
David Medina Jr.	District 5		x				
Ray Lopez	District 6		x				
Cris Medina	District 7		x				
W. Reed Williams	District 8		x				
Elisa Chan	District 9		x				
Carlton Soules	District 10		x				

Attachment I

Consent to Assignment of License Agreement

(Assignment from Accord Medical Management, LP, successor by conversion to Accord Medical Management, Inc. dba Nix Health Care System to Nix Hospitals System, LLC)

This Consent to Assignment of License Agreement is entered into among the City of San Antonio (Licensor) and the Assignee and Assignor designated below.

Predicate Facts

Assignor is the Licensee under the below described License, and City of San Antonio is the Licensor.

Assignor wishes to assign the License to Assignee, and Licensor consents to the Assignment on the terms and conditions of this instrument.

Rights and Obligations

Now Therefore, in consideration of the uses, the mutual covenants and promises contained herein, and other good and valuable consideration, the receipt and adequacy of which are hereby acknowledged, the parties agree as follows:

1. Identifying Information.

**Ordinance Authorizing
Consent to Assignment:**

License: License Agreement between Licensor and Licensee pertaining to Licensee's use of parking spaces at Licensor's Mid-City Parking Garage, now known as the Houston Street Garage

**Ordinance Authorizing
Original License
Agreement:** 87741, April 30, 1998

**1st Renewal of
Agreement to be
Amended:** Renewal and extension of License Agreement between Licensor and Licensee pertaining to the Original License and authorized by the Ordinance authorizing 1st renewal

**Ordinance Authorizing
1st Renewal:** 98803, February 12, 2004

**2nd Renewal of
Agreement to be** 2nd Renewal of License Agreement (Nix Hospital Parking) between Licensor and Licensee and authorized by the

Amended: Ordinance authorizing 2nd renewal

**Ordinance Authorizing
2nd Renewal:** 2008-05-01-0346

**Amendment of
Agreement:** Amendment of agreement to formalize the discount for validated ticket relationship (“Visitor Validation Program”) and to provide the opportunity to extend the agreement for up to two additional five year terms (potentially through April 30, 2028)

**Ordinance Authorizing
Amendment of
Agreement:** 2011-12-15-1058

Assignor: Accord Medical Management, LP, successor by conversion to Accord Medical Management, Inc., dba Nix Health Care System

Assignor’s Address: 414 Navarro Street, Suite 600, San Antonio, TX 78205-2523

Assignee: Nix Hospitals System, LLC
A Texas limited liability company

Assignee’s Address 414 Navarro Street, Suite 600, San Antonio, TX 78205-2523

Assignment Fee: \$1,500

2. Defined Terms.

All terms defined in the License and not otherwise defined in this Consent to Assignment, when used in this instrument, have the meanings ascribed to them in the License.

3. Consent.

Licensor consents to the assignment contemplated by this agreement, but this consent is dependent on the other terms of this agreement.

4. No Default.

As a part of the inducement to Licensor to execute and deliver this consent, Assignor represents to Licensor and Assignee that:

- a. The License is in full force and effect according to its terms.
- b. Licensor is not in default under the License.

c. Assignor has no offset or claim against Licensor that would reduce or impair its obligations to Licensor under the License.

5. Assumption of License Agreement.

Assignor assigns to Assignee all of Assignor's rights, title, interest, and obligations as subtenant under the License, to the extent accruing and applicable to the time period occurring on and after the effective date of the assignment. Assignee accepts the foregoing assignment and hereby assumes all of Assignor's rights, title, interest, and obligations as Licensee under the License, to the extent accruing and applicable to the time period occurring after the effective date of the assignment.

6. Assignment Fee.

The Assignment Fee must be paid to City before City executes and delivers this consent.

7. Scope of Agreement.

This instrument defines the rights and obligations of Licensor as against Assignor and Assignee. As between themselves, Assignor and Assignee may define the rights and obligations between themselves differently, except that Licensor is a third party beneficiary of any retention by Assignor, in any agreement with Assignee, of liabilities arising out of or relating to this License.

8. Same Terms and Conditions.

This Consent to Assignment is a fully integrated statement of the modifications to the License. Except as expressly modified by this consent, the License remains a comprehensive statement of the rights and obligations of Licensor, Assignor, and Assignee under the License. Licensor, Assignor, and Assignee reaffirm the License, as modified by this consent.

9. Public Information.

The parties acknowledge that this instrument is public information within the meaning of Chapter 552 of the Texas Government Code and accordingly may be disclosed to the public.

In Witness Whereof, the parties have hereunto caused their representatives to set their hands.

Licensors:

City of San Antonio, a Texas
municipal corporation

By: _____

Printed Name: Sheryl L. Sculley

Title: City Manager

Date: _____

Assignor:

Accord Medical Management, LP,
successor by conversion to Accord
Medical Management, Inc., dba Nix
Health Care System

By: _____

Printed
Name: _____

Title: _____

Date: _____

Assignee:

Nix Hospitals System, LLC
A Texas limited liability company

By: _____

Printed
Name: _____

Title: _____

Date: _____

Approved as to Form:

City Attorney