

September 25, 2019

BE IT RESOLVED BY THE CITY COUNCIL OF THE CITY OF DALLAS:

SECTION 1. That the City Manager, upon approval as to form by the City Attorney, be and is hereby authorized to execute a license agreement (the "License") between ATC Watertown, LLC, a Delaware limited liability company, or its successor and assigns, as licensor, hereinafter referred to as "Licensor", and the City of Dallas, as licensee, hereinafter referred to as "City" for approximately 500 square feet of tower space located at 501 South Potter Street, City of Cedar Hill, Dallas County, Texas (the "Premises") to be used by the Communication and Information Services Department.

SECTION 2. That the special terms and conditions of the license are:

- (a) The license is for a term of ten (10) years beginning October 1, 2019 and ending September 30, 2029.
- (b) Monthly license payments shall have an annual escalator of 3% and payments during the term shall be as follows (subject to annual appropriations):

October 1, 2019 – September 30, 2020	\$7,000.00 per month
October 1, 2020 – September 30, 2021	\$7,210.00 per month
October 1, 2021 – September 30, 2022	\$7,426.30 per month
October 1, 2022 – September 30, 2023	\$7,649.09 per month
October 1, 2023 – September 30, 2024	\$7,878.56 per month
October 1, 2024 – September 30, 2025	\$8,114.92 per month
October 1, 2025 – September 30, 2026	\$8,358.37 per month
October 1, 2026 – September 30, 2027	\$8,609.12 per month
October 1, 2027 – September 30, 2028	\$8,867.39 per month
October 1, 2028 – September 30, 2029	\$9,133.41 per month

The license payments shall begin October 1, 2019.

SECTION 2. (continued)

- (c) Annual inspection payments shall have an annual escalator of 3% and payments during the term shall be as follows (subject to annual appropriations):

October 1, 2019	\$1,500.00 per year
October 1, 2020	\$1,545.00 per year
October 1, 2021	\$1,591.35 per year
October 1, 2022	\$1,639.09 per year
October 1, 2023	\$1,688.26 per year
October 1, 2024	\$1,738.91 per year
October 1, 2025	\$1,791.08 per year
October 1, 2026	\$1,844.81 per year
October 1, 2027	\$1,900.16 per year
October 1, 2028	\$1,957.16 per year

The annual inspection payments shall begin October 1, 2019.

- (d) Licensor grants City reasonable access to the Premises for the purpose of installing and maintaining the approved equipment and its appurtenances.
- (e) City shall have two (2) five-year automatic renewal options unless either party notifies the other in writing at least 180 days prior to the end of the then existing term of the license of no intent to renew.
- (f) City is responsible for cost of electricity for operation of its approved equipment during the term of the license.
- (g) City shall provide Licensor with as-built or constructions drawings showing the approved equipment as installed in both hard copy and electronic form within forty-five (45) days following the commencement of the installation of the approved equipment. In the event City fails to deliver the construction drawings, Licensor shall assess a fee for such construction drawings in an amount equal to one-hundred twenty (120) percent of the actual cost of obtaining the construction drawings, which upon invoicing shall be immediately due and payable by the City.

SECTION 2. (continued)

- (h) City is responsible for the payment of any applicable taxes, fees or governmental assessments against any equipment, personal property and/or improvements owned, leased or operated by City or directly associated with City's use of the Premises.
- (i) City shall reimburse Licensor for any increases in real property taxes which are assessed as a direct result of City's improvements to or approved equipment located on the Premises within thirty (30) days of Licensor's request for such reimbursement. City may request Licensor to provide copies of the documentation from the taxing authority, reasonable acceptable to City, indicating the increase results from City's improvements or approve equipment.
- (j) City shall be responsible for reimbursing Licensor for their pro-rata share of all common expenses incurred by Licensor in the installation, operation, maintenance and repair of the Premises, including, but not limited to, the construction, maintenance and repair of a common septic system and field, insurance, common utilities and any and all other costs of operating and maintaining the Premises.
- (k) City shall identify all approved equipment, including equipment cabinets and coaxial cable by labels with City's name, contact phone number and date of installation. In the event City fails to comply with this provision, Licensor may label the approved equipment and assess a \$1,500.00 fee payable upon receipt of an invoice.
- (l) City shall cooperate with Licensor and with other licensees, lessees or occupants of the Premises for purposes of avoiding interference and/or investigating claims of interference.
- (m) City is responsible for the installation and expense of all utilities it requires.
- (n) City is responsible for painting the transmission lines to match the colors of the tower, if required to do so.
- (o) City shall not relocate, modify or remove approved equipment without seeking Licensor's written approval. Relocation, modification and/or removal of approved equipment could require a Relocation Application Fee and adjustment of monthly license fee payments.
- (p) City shall reimburse Licensor for any and all costs required to modify and/or upgrade Licensor's lighting system to comply with all necessary FAA/FCC regulations should City's approved equipment interfere with Licensor's lighting system located on the Premises.

SECTION 2. (continued)

(q) City and Licensor agree and acknowledge this license is contingent upon the ground lessor's consent.

SECTION 3. That the Chief Financial Officer be and is hereby authorized to draw warrants payable to Licensor, or its successors and assigns for the monthly license payment on the first day of each month in advance during the license term beginning October 1, 2019 in the amount specified below:

October 1, 2019 – September 30, 2020 (subject to annual appropriations)	\$7,000.00 per month
October 1, 2020 – September 30, 2021 (subject to annual appropriations)	\$7,210.00 per month
October 1, 2021 – September 30, 2022 (subject to annual appropriations)	\$7,426.30 per month
October 1, 2022 – September 30, 2023 (subject to annual appropriations)	\$7,649.09 per month
October 1, 2023 – September 30, 2024 (subject to annual appropriations)	\$7,878.56 per month
October 1, 2024 – September 30, 2025 (subject to annual appropriations)	\$8,114.92 per month
October 1, 2025 – September 30, 2026 (subject to annual appropriations)	\$8,358.37 per month
October 1, 2026 – September 30, 2027 (subject to annual appropriations)	\$8,609.12 per month
October 1, 2027 – September 30, 2028 (subject to annual appropriations)	\$8,867.39 per month
October 1, 2028 – September 30, 2029 (subject to annual appropriations)	\$9,133.41 per month

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SECTION 4. That the monthly license payments will be charged as follows:

October 1, 2019 – September 30, 2020: Communication Service Fund, Fund 0197, Department DSV, Unit 1812, Object 3099, Encumbrance/Contract No. CX-DSV-2019-00010785, Commodity 97145, Vendor VS100449.

October 1, 2020 – September 30, 2021: Communication Service Fund, Fund 0197, Department DSV, Unit 1812, Object 3099, Encumbrance/Contract No. CX-DSV-2019-00010785, Commodity 97145, Vendor VS100449.

October 1, 2021 – September 30, 2022: Communication Service Fund, Fund 0197, Department DSV, Unit 1812, Object 3099, Encumbrance/Contract No. CX-DSV-2019-00010785, Commodity 97145, Vendor VS100449.

October 1, 2022 – September 30, 2023: Communication Service Fund, Fund 0197, Department DSV, Unit 1812, Object 3099, Encumbrance/Contract No. CX-DSV-2019-00010785, Commodity 97145, Vendor VS100449.

October 1, 2023 – September 30, 2024: Communication Service Fund, Fund 0197, Department DSV, Unit 1812, Object 3099, Encumbrance/Contract No. CX-DSV-2019-00010785, Commodity 97145, Vendor VS100449.

October 1, 2024 – September 30, 2025: Communication Service Fund, Fund 0197, Department DSV, Unit 1812, Object 3099, Encumbrance/Contract No. CX-DSV-2019-00010785, Commodity 97145, Vendor VS100449.

October 1, 2025 – September 30, 2026: Communication Service Fund, Fund 0197, Department DSV, Unit 1812, Object 3099, Encumbrance/Contract No. CX-DSV-2019-00010785, Commodity 97145, Vendor VS100449.

October 1, 2026 – September 30, 2027: Communication Service Fund, Fund 0197, Department DSV, Unit 1812, Object 3099, Encumbrance/Contract No. CX-DSV-2019-00010785, Commodity 97145, Vendor VS100449.

October 1, 2027 – September 30, 2028: Communication Service Fund, Fund 0197, Department DSV, Unit 1812, Object 3099, Encumbrance/Contract No. CX-DSV-2019-00010785, Commodity 97145, Vendor VS100449.

October 1, 2028 – September 30, 2029: Communication Service Fund, Fund 0197, Department DSV, Unit 1812, Object 3099, Encumbrance/Contract No. CX-DSV-2019-00010785, Commodity 97145, Vendor VS100449.

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SECTION 5. That the Chief Financial Officer be and is hereby authorized to draw warrants payable to Licensor, or its successors and assigns for the annual inspection payment on the first day of each year in advance during the license term beginning October 1, 2019 in the amount specified below:

October 1, 2019 (subject to annual appropriations)	\$1,500.00 per year
2October 1, 2020 (subject to annual appropriations)	\$1,545.00 per year
October 1, 2021 (subject to annual appropriations)	\$1,591.35 per year
October 1, 2022 (subject to annual appropriations)	\$1,639.09 per year
October 1, 2023 (subject to annual appropriations)	\$1,688.26 per year
October 1, 2024 (subject to annual appropriations)	\$1,738.91 per year
October 1, 2025 (subject to annual appropriations)	\$1,791.08 per year
October 1, 2026 (subject to annual appropriations)	\$1,844.81 per year
October 1, 2027 (subject to annual appropriations)	\$1,900.16 per year
October 1, 2028 (subject to annual appropriations)	\$1,957.16 per year

SECTION 6. That the annual inspection payments will be charged as follows:

October 1, 2019: Communication Service Fund, Fund 0197, Department DSV, Unit 1812, Object 3099, Encumbrance/Contract No. CX-DSV-2019-00010785, Commodity 97145, Vendor VS100449.

October 1, 2020: Communication Service Fund, Fund 0197, Department DSV, Unit 1812, Object 3099, Encumbrance/Contract No. CX-DSV-2019-00010785, Commodity 97145, Vendor VS100449.

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SECTION 6. (continued)

October 1, 2021: Communication Service Fund, Fund 0197, Department DSV, Unit 1812, Object 3099, Encumbrance/Contract No. CX-DSV-2019-00010785, Commodity 97145, Vendor VS100449.

October 1, 2022: Communication Service Fund, Fund 0197, Department DSV, Unit 1812, Object 3099, Encumbrance/Contract No. CX-DSV-2019-0001078, Commodity 97145, Vendor VS100449.

October 1, 2023: Communication Service Fund, Fund 0197, Department DSV, Unit 1812, Object 3099, Encumbrance/Contract No. CX-DSV-2019-00010785, Commodity 97145, Vendor VS100449.

October 1, 2024: Communication Service Fund, Fund 0197, Department DSV, Unit 1812, Object 3099, Encumbrance/Contract No. CX-DSV-2019-00010785, Commodity 97145, Vendor VS100449.

October 1, 2025: Communication Service Fund, Fund 0197, Department DSV, Unit 1812, Object 3099, Encumbrance/Contract No. CX-DSV-2019-00010785, Commodity 97145, Vendor VS100449.

October 1, 2026: Communication Service Fund, Fund 0197, Department DSV, Unit 1812, Object 3099, Encumbrance/Contract No. CX-DSV-2019-00010785, Commodity 97145, Vendor VS100449.

October 1, 2027: Communication Service Fund, Fund 0197, Department DSV, Unit 1812, Object 3099, Encumbrance/Contract No. CX-DSV-2019-00010785, Commodity 97145, Vendor VS100449.

October 1, 2028: Communication Service Fund, Fund 0197, Department DSV, Unit 1812, Object 3099, Encumbrance/Contract No. CX-DSV-2019-00010785, Commodity 97145, Vendor VS100449.

SECTION 7. That the Chief Financial Officer is hereby authorized to draw warrants payable to the respective utility companies and tax authority upon receipt of a bill for such services or other applicable charges throughout the license term.

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SECTION 8. That this resolution shall take effect immediately from and after its passage in accordance with the provisions of the Charter of the City of Dallas, and it is accordingly so resolved.

APPROVED AS TO FORM:

CHRISTOPHER J. CASO, Interim City Attorney

BY:


Assistant City Attorney