

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

DEPARTMENT: Human Resources/Benefit Services

AGENDA DATE: September 23, 2014

CONTACT PERSON NAME AND PHONE NUMBER: Linda Ball Thomas, 212-1240
Irene Y. Morales, 212-1270

DISTRICT(S) AFFECTED: All

SUBJECT:

Approve a Consent to Assignment from Wells Fargo Insurance Services USA, Inc. (Wells Fargo) and Wells Fargo Insurance Services of Texas, Inc. (Wells Fargo) to USI Southwest, Inc.

BACKGROUND / DISCUSSION:

Wells Fargo Insurance Services USA, Inc. and Wells Fargo Insurance Services of Texas, Inc. have been purchased by USI Southwest, Inc. The property, boiler and machinery insurance and the public officials and employment practices liability insurance is written thru Wells Fargo. The assignment of contracts serviced by Wells Fargo (contract #2009-278R and contract 2011-033R) to USI requires City Council approval.

PRIOR COUNCIL ACTION:

Has the Council previously considered this item or a closely related one? No.

AMOUNT AND SOURCE OF FUNDING:

Assignment does not require additional funding.

BOARD / COMMISSION ACTION: NA
Enter appropriate comments or N/A

*****REQUIRED AUTHORIZATION*****

DEPARTMENT HEAD:


Linda Ball Thomas, Human Resources

Information copy to appropriate Deputy City Manager

**COUNCIL PROJECT FORM
(Consent to Assignment)**

*******POSTING LANGUAGE BELOW*******

Please place the following item on the **CONSENT** agenda (under **PURCHASING REQUESTS, ETC.**) for the Council Meeting of **September 23, 2014**.

That the City Manager be authorized to sign Consent to Assignment of Contract from Wells Fargo Insurance Services of Texas, Inc./Wells Fargo Insurance Services USA, Inc. ("Assignor") to USI Southwest, Inc. ("Assignee") with respect to the City of El Paso's Contract No. 2009-278R (Public Officials and Employment Practices Liability Insurance) and Contract No. 2011-033R (Property, Casualty, Boiler, and Machinery Insurance).

*******ADDITIONAL INFO BELOW*******

STATE OF TEXAS)
)
COUNTY OF EL PASO)

**CONSENT TO ASSIGNMENT OF
CONTRACT NO. 2009-278R AND
2011-033R**

This Consent to Assignment is executed this _____ day of _____, 2014, by and between the City of El Paso (the “City”), Wells Fargo Insurance Services of Texas, Inc./Wells Fargo Insurance Services USA, Inc. (“Assignor”) and USI Southwest, Inc. (“Assignee”).

WHEREAS, on January 26, 2010, the City entered into Contract No.2009-278R (Public Officials and Employment Practices Liability Insurance) with Illinois National Insurance Company through Wells Fargo Insurance Services of Texas, Inc. for an initial term of four (4) years, which is fully incorporated herein by reference (the “Contract 1”);

WHEREAS, on January 14, 2014, the City exercised the City’s option to extend Contract 1 for two (2) additional years;

WHEREAS, on December 21, 2010, the City entered into Contract No. 2011-033R (Property, Casualty, Boiler, and Machinery Insurance) with Affiliated FM Insurance Company through Wells Fargo Insurance Services USA, Inc. for an initial term of three (3) years, which is fully incorporated herein by reference (“Contract 2”);

WHEREAS, on January 14, 2014, the City exercised the City’s option to extend Contract 2 for one (1) additional year;

WHEREAS, Contract 1 and Contract 2 provides that it is not assignable without the consent of the City;

WHEREAS, Assignor has requested that the City approve an assignment of Contract 1 and Contract 2 to Assignee;

WHEREAS, Assignee has agreed to be responsible for all duties and obligations under

Contract 1 and Contract 2; and

WHEREAS, the City agrees to the assignment of all rights, duties and obligations encompassed in Contract 1 and Contract 2 to Assignee.

NOW, THEREFORE, IT IS HEREBY AGREED as follows:

1. The City consents to the assignment of the rights, duties and obligations under Contract No. 2009-278R and Contract No. 2011-033R to Assignee.
2. Assignee agrees to assume and perform all duties, obligations and responsibilities under Contract No. 2009-278R and Contract No. 2011-033R.
3. All terms and conditions of the Service Agreement for Contract No. 2009-278R and Contract No. 2011-033R shall remain in full force and effect.
4. **Assignee agrees to indemnify, defend and hold harmless the City from and against any and all claims, demands, causes of action, court costs, expenses, and attorney's fees which are connected with or arise from the assignment of this Contract or the City's acceptance and recognition of the assignment of Contract No. 2009-278R and Contract No. 2011-033R.**

(Signature Page to follow)

STATE OF TEXAS)
)
COUNTY OF EL PASO)

CONSENT TO ASSIGNMENT OF
CONTRACT NO. 2009-278R AND
CONTRACT NO. 2011-033R

(Signature Page)

EXECUTED this the _____ day of _____, 2014

THE CITY OF EL PASO

Tomás González
City Manager

APPROVED AS TO FORM:

Sol M. Cortez
Assistant City Attorney

APPROVED AS TO CONTENT:

Bruce D. Collins, Director
Purchasing and Strategic Sourcing Dept.

ASSIGNOR:
Wells Fargo Insurance Services of Texas, Inc./
Wells Fargo Insurance Services USA, Inc.

Name: _____
Title: _____

ASSIGNEE:
USI Southwest, Inc.

Name: _____
Title: _____