

ORDINANCE NUMBER 3178

AN ORDINANCE AMENDING ORDINANCE NUMBER 2776 TO AUTHORIZE THE MAYOR AND CITY MANAGER TO EXECUTE AND DELIVER A SECOND ADDENDUM TO VIDEO SERVICES AGREEMENT WITH DIRECTV, LLC (FORMERLY BELLSOUTH TELECOMMUNICATIONS, LLC D/B/A AT&T ALABAMA)

RECITALS

WHEREAS, City of Vestavia Hills and BellSouth Telecommunications, LLC d/b/a AT&T Alabama (“AT&T Alabama”) entered into an agreement styled Agreement (“Agreement”) on December 23, 2013 regarding the provision by AT&T Alabama of its integrated Internet Protocol (“IP”) enabled broadband platform of voice, data and video services (“IP Network”), the video component of which is a switched, two-way, point-to-point and interactive service (“IP Video Service”) to expire December 31, 2018; and

WHEREAS, The City of Vestavia Hills and BellSouth Telecommunications, LLC d/b/a AT&T Alabama, (“AT&T Alabama”) entered into an addendum to said video services on July 23, 2018 to extend the expiration date to December 31, 2023; and

WHEREAS, on or about July 31, 2021, AT&T Alabama completed the transfer of its interest in the amended Video Services Agreement (“Agreement”) with the City regarding the provision of the U-verse IPTV video service to its affiliate, DIRECTV, LLC (“DIRECTV”); and

WHEREAS, the City and DIRECTV now desire to extend the term of the Agreement through December 31, 2027, and agree that there is sufficient mutual consideration for renewing and extending the term of the Agreement; and

WHEREAS, DIRECTV has submitted a Second Addendum to Video Services Agreement (“Second Agreement”) to the City Manager to request the term of the Agreement to December 31, 2027 along with one other modification changing the assignment to DIRECTV. A copy of the Second Agreement is marked as Exhibit A, attached to and incorporated into this Ordinance Number 3178 as if written fully therein; and

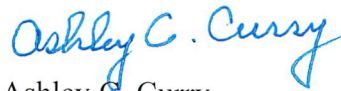
WHEREAS, the City Manager has reviewed said Second Agreement and recommended approval; and

WHEREAS, the Mayor and City Council feel it is in the best public interest to accept the City Manager’s recommendation to accept the Second Agreement with the extension of expiration to December 31, 2027 and one other modification.

NOW, THEREFORE, BE IT ORDAINED BY THE MAYOR AND CITY COUNCIL OF THE CITY OF VESTAVIA HILLS, ALABAMA, AS FOLLOWS:

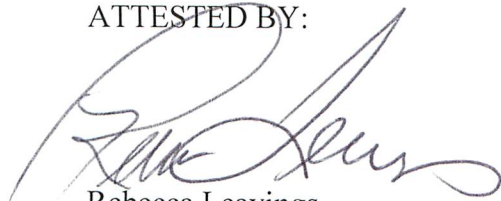
1. The Mayor and City Manager are authorized to execute and deliver the Second Addendum to Video Services Agreement with DIRECTV, LLC as detailed in the attached Exhibit A; and
2. This Ordinance shall become effective immediately upon approval and posting/publication as required by Alabama law.

ADOPTED and APPROVED this the 22nd day of May, 2023.



Ashley C. Curry
Mayor

ATTESTED BY:

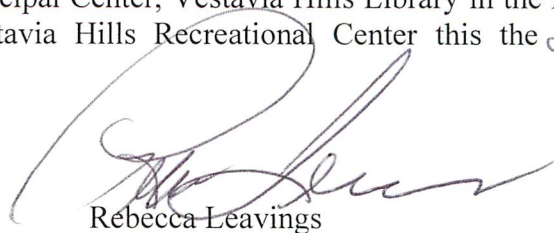


Rebecca Leavings
City Clerk

CERTIFICATION:

I, Rebecca Leavings, as City Clerk of the City of Vestavia Hills, Alabama, hereby certify that the above and foregoing copy of 1 (one) Ordinance # 3178 is a true and correct copy of such Ordinance that was duly adopted by the City Council of the City of Vestavia Hills on the 22nd day of May, 2023, as same appears in the official records of said City.

Posted at Vestavia Hills Municipal Center, Vestavia Hills Library in the Forest, Vestavia Hills New Merkle House and Vestavia Hills Recreational Center this the 22nd day of May, 2023.



Rebecca Leavings
City Clerk

THIS SECOND ADDENDUM TO VIDEO SERVICES AGREEMENT ("Second Addendum") is made on this _____ day of _____, 2023, by and between DIRECTV, LLC ("DIRECTV") and the City of Vestavia Hills, Alabama ("City").

RECITALS

WHEREAS on or about July 31, 2021, BellSouth Telecommunications, LLC d/b/a AT&T Alabama ("AT&T Alabama") completed the transfer of its interest in the Video Services Agreement ("Agreement") with the City regarding the provision of the U-verse IPTV video service to its affiliate, DIRECTV; and

WHEREAS the initial Agreement with the City was entered on December 23, 2013 for a term expiring December 31, 2018, but allows for extending the Agreement upon written mutual request of the parties; and

WHEREAS the parties to the initial Agreement entered into an addendum on July 23, 2018 to extend the expiration date to December 31, 2023;

WHEREAS the City and DIRECTV now desire to extend the term of the Agreement through December 31, 2027, and agree that there is sufficient mutual consideration for renewing and extending the term of the Agreement; and

WHEREAS DIRECTV and the City of Vestavia Hills desire to make one other modification to the terms of the Agreement, which is fully set forth herein below and agree that there is sufficient mutual consideration for renewing and extending the term of the Agreement through December 31, 2027.

AGREEMENTS

NOW, THEREFORE, in consideration of the mutual covenants contained herein and in the original Agreement, and for other good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, DIRECTV and the City of Vestavia Hills agree as follows:

1. Paragraph 1 of the Agreement is hereby amended and acknowledged to read as follows

Term. The term of this Agreement shall be from the Effective Date of this Agreement through December 31, 2027. The term may be extended upon mutual agreement of the parties in writing.

2. The "Notices" paragraph of the Agreement is amended by changing the address for AT&T Alabama to the following:

DIRECTV
Legal/External Affairs
2260 E. Imperial Hwy.
El Segundo, CA 90245

e-mail: scott.alexander@directv.com

3. Unless amended by the terms of this Addendum, all other terms and conditions of the Agreement, shall remain unchanged and in full force and effect throughout the extended term. In the event the terms and conditions of the Agreement conflict with the terms of this Addendum, this Addendum shall be deemed to supersede and override the terms of the Agreement.

representative, as of the date first above written.

(Signature page immediately follows)

Printed Name: Scott G. Alexander

Title: Senior Director, External Affairs



Signature: _____

Date: **April 27, 2023**

City of Vestavia Hills Alabama

Printed Name: _____

Title: CITY MANAGER

Signature: _____

Date: _____

Printed Name: _____

Title: MAYOR

Signature: _____

Date: _____

ATTEST

Name: _____

Title: _____

Date: _____