



**CITY OF LODI
COUNCIL COMMUNICATION**

AGENDA TITLE: Approve addendum to State of California Purchase Card Program (CAL-Card)

MEETING DATE: August 15,2007

PREPARED BY Management Analyst

RECOMMENDED ACTION: Approve addendum to existing California Purchase Card Program.

BACKGROUND INFORMATION: City of Lodi has participated in the California Purchase Card Program since 2000 using Master Services Agreement 5-06-99-01. The processing agent US Bank has created a new card processing platform, Total Systems and an online program management and reporting tool, Access Online. The agreement addendum is needed to participate in these new online systems.

FISCAL IMPACT None

FUNDING AVAILABLE: None


Kirk J. Evans
Budget Manager

APPROVED: 
Blair King, City Manager

ADDENDUM TO STATE OF CALIFORNIA PURCHASE CARD PROGRAM
MASTER SERVICES AGREEMENT (DGS MSA 5-06-99-01)

This Addendum ("Addendum") to the State of California Purchase Card Program Master Services Agreement (DGS MSA 5-06-99-01) (the "Agreement") between the Department of General Services ("**DGS**") on behalf of the State of California, and U.S. Bank National Association ND ("**U.S. Bank**"), is made this _____ day of _____, 2007 by the _____ ("Participating Agency") for the purpose of becoming a "participating Agency" as that term is defined in the Agreement. The Master Services Agreement DGS MSA 5-06-99-01 and its amendments are incorporated by reference and made a part of this Addendum.

RECITALS:

- A. DGS has entered into the Agreement for the purpose of making available for Participating Agency's use a purchase card program as described in the Agreement; and
- B. The Agreement contemplates the inclusion of Participating Agencies by a process of voluntary execution of an addendum; and
- C. The Participating Agency has received a copy of the Agreement and after thorough review of the Agreement desires to become Participating Agency as that term is defined in the Agreement.

AGREEMENT:

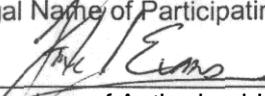
NOW THEREFORE, in consideration of the foregoing Recitals, which are incorporated herein by reference, the mutual promises and covenants set forth in the Agreement, which is incorporated herein by reference, and other good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, the Participating Agency, and U.S. Bank agree as follows:

1. The Participating Agency agrees to accept and perform all duties, responsibilities and obligations required of Participating Agency as set forth in the Agreement. CAL-Cards shall be issued to employees of the Participating Agency upon execution of this Addendum by the Participating Agency and U.S. Bank. U.S. Bank shall submit invoice(s) to the Participating Agency at the address indicated herein.
2. U.S. Bank is authorized to place the seal or logo of the Participating Agency on the CAL-Cards issued to employees of the Participating Agency for the sole purpose of identifying the card for official use only. Such seal or logo shall be subject to use limitations as apply to the State seal on Page 3 of the Agreement.
3. The Participating Agency shall make monthly payments as provided in the Agreement to U.S. Bank of the full amount of the ~~due~~ monthly invoice by causing a check or checks or a warrant or warrants to be issued payable to the order of U.S. Bank on demand or by use of an Automated Clearing ~~House~~ or Electronic Data Interchange to make such payment to U.S. Bank.
4. The Participating Agency shall provide U.S. Bank with a copy of its audited financial statements within sixty (60) days of completion and, upon request of U.S. Bank, such other financial information as may be reasonably requested.
5. Either party may terminate this Addendum at any time by giving a thirty (30) days written notice to the other party, whether or not such other party is in default.
6. The Participating Agency declares that CAL-Cards shall be used for official Participating Agency purchases only, and shall not be used for individual or consumer purchases nor to incur consumer debt. The Participating Agency warrants that it possesses the financial capacity to perform all of its obligations under the Agreement and this Addendum and the Participating Agency will not allow purchases to be made with CAL-Cards or incur any other financial obligation hereunder or under the Agreement prior to determining that existing appropriations available therefore are sufficient in amount to pay for such purchases or such other financial obligations.

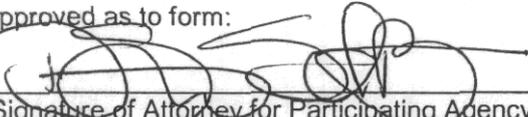
7. The contact notice address for the Participant is:

Program Manager Name	KIRK EVANS
Participating Agency Name	CITY OF LODI
Mailing Address	P.O. Box 3006
City, State, Zip	LODI, CA. 95240
Email Address	KEVANS@LODI.GOV

8. The agreements of the Participating Agency set forth in this Addendum and the Agreement constitute valid, binding and enforceable agreements of the Participating Agency and all extensions of credit made pursuant to this Addendum and the Agreement to the Participating Agency will be valid and enforceable obligations of the Participating Agency in accordance with the terms of the Agreement and this Addendum. The execution of this Addendum and the performance of the obligations hereunder and under the Agreement are within the powers of the Participating Agency, have been authorized by all necessary action and do not constitute a breach of any agreement to which the Participating Agency is a party or is bound. The signer of this Addendum further represents and warrants that he or she is duly authorized by an applicable constitution, charter, code, law resolution or other governmental authority to enter into transactions of this nature. Participating Agency represents and warrants that this transaction is within the scope of the normal course of business and does not require further authorization for Participating Agency to be duly bound by this Addendum. This Addendum requires approval as to form by the Attorney for the Participating Agency. If this Addendum is not approved as to form by the Attorney for Participating Agency, the completion of the attached Certificate of Authority is required and must accompany this Addendum.

<u>CITY OF LODI</u> Legal Name of Participating Agency	<u>U.S. Bank National Association ND</u>
<u></u> (Signature of Authorized Individual)	<u></u> (Signature of Authorized Individual)
<u>KIRK EVANS</u> (Printed Name of Authorized Individual)	<u>Charles L. Wilkins</u> (Printed Name of Authorized Individual)
<u>BUDGET MANAGER</u> (Printed Title of Authorized Individual)	<u>Vice President</u> (Printed Title of Authorized Individual)

Approved as to form:


(Signature of Attorney for Participating Agency)

D. Stephen Schaubauer
(Printed Name of Attorney)

CERTIFICATE OF AUTHORITY

1. Government Entity Information. This Certificate of Authority has been completed on behalf of the following government entity (the "Government Entity"):

Government Entity Name: CITY OF LODI
 Federal Tax Identification Number: 946 000 361

Name	Title	Signature
JAMES R. KRUEGER	DEPUTY CITY MANAGER	<i>[Handwritten Signature]</i>

3. Execution Requirements. The governance rules relating to the Government Entity require the following number of Authorized Persons to sign the Documents for the Services (choose only one):

- One (1) Authorized Person
- Two (2) Authorized Persons

4. Execution. By signing the Documents, each individual signing in his or her capacity as an authorized signing officer of Company and not in his or her personal capacity, certifies and warrants that (a) all action required by Company's organizational documents to authorize the signer(s) to act on behalf of Company in all actions taken under the Documents, including but not limited to, the authority to incur debt on behalf of Company, has been taken, (b) each signer is empowered in the name of and on behalf of Company to enter into all transactions and Services contemplated in the Documents and (c) the signatures appearing on all supporting documents of authority are authentic.

5. Certification. I certify that I am the KIRK EVANS of the Government Entity, and as such, I certify that the Authorized Person(s) has/have the full power and authority under applicable law and the governance rules relating to the Government Entity to execute and deliver to U.S. Bank, on behalf of the Government Entity, and to bind the Government Entity under the Documents for the purpose of establishing and extending the Services. I also certify that the name(s) and title(s) of the Authorized Person(s) set forth above are correct and that the signature appearing beside each name is a true and genuine specimen of his/her signature.

KIRK EVANS
 ↑ Printed Name of _____ of the Government Entity ↑
[Handwritten Signature]
 ↑ Signature of _____ (Cannot be an Authorized Person listed in Section 2) _____ Date 7/30/07

I certify that I am an officer of the Government Entity, and as such, I certify that the above-named Secretary or Assistant Secretary is acting in such capacity on behalf of the Government Entity, the signature below is my genuine signature and the signature above is the genuine signature of such Secretary or Assistant Secretary.

JAMES R. KRUEGER DEPUTY CITY MANAGER
 ↑ Printed Name & Title of Individual Signing Below ↑
[Handwritten Signature]
 Attested by One Other individual of Government Entity ↑ Signature ↑ (Cannot be an Authorized Person listed in Section 2) _____ Date 7/30/07

**INSTRUCTIONS FOR COMPLETING THE
CERTIFICATE OF AUTHORITY (COA)**

**NOTE THAT AT LEAST THREE DIFFERENT INDIVIDUALS MUST SIGN THIS DOCUMENT-
ONE IN SECTION 2, TWO IN SECTION 5**

Section 1 Governmental Entity Information

Enter the **entity/agency** name and the tax ID number on the document.

Note that the **entity/agency** name must match exactly the name on the Participation Addendum and it must be the legal name of the entity. An exact match is required. If you do not know the legal *name* please consult with your legal department.

Section 2 Authorized Persons

The individual who signed the Participation Addendum must complete and sign Section 2.

Section 3 Execution Requirement

Check one box in Section 3 to indicate how many individuals (either 1 or 2) at your entity are required to sign legal documents on behalf of entity.

Section 4 Execution

No action required.

Section 5 Certification

The Secretary or Assistant Secretary of the organization is required to sign this section attesting to the signatures in Section 2. One other officer of the **entity** must sign as well below the signature of the Secretary or Asst. Secretary attesting to the signature of the Secretary or Asst. Secretary.

Note: Two individuals must sign this section
The *individual(s)* who signed in Section 2 cannot sign in Section 5 or this document is invalid.

QUESTIONS? CALL YOUR U.S. BANK REPRESENTATIVE!