

RESOLUTION NO. _____

A RESOLUTION OF THE CITY OF MANSFIELD, TEXAS, APPROVING THE ASSIGNMENT OF A GAS PIPELINE LICENSE AGREEMENT WITH THE CITY FROM TEXAS ENERGY MIDSTREAM TO DFW MIDSTREAM SERVICES, LLC; RATIFYING THE PRIOR ASSIGNMENT OF THE LICENSE AGREEMENT FROM COMMERCE MIDSTREAM, LLC TO TEXAS ENERGY MIDSTREAM; AND PROVIDING AN EFFECTIVE DATE.

WHEREAS, the City of Mansfield (“City”) is a home rule city located in Tarrant and Johnson County acting under its charter adopted by the electorate pursuant to Article XI, Section 5 of the Texas Constitution and Chapter 9 of the Local Government Code; and

WHEREAS, Commerce Midstream, LLC (“Commerce”) and City entered into the Pipeline License Agreement (the “License”) described in the attached and incorporated Assignment Agreement, attached hereto as Exhibit “A,” covering that certain property located in the City of Mansfield, Texas, as more particularly described in the License; and

WHEREAS, the License was previously assigned to Texas Energy Midstream (“TEM”) by Commerce, effective May 29, 2014 (“Prior Assignment”); and

WHEREAS, Commerce is an affiliated entity of TEM, but does not meet the definition of “Affiliate” as defined in the License, and Commerce did not receive consent from City prior to the assignment of the License to TEM; and

WHEREAS, TEM now seeks ratification of the Prior Assignment and desires to assign its rights and interest in the License to DFW Midstream Services, LLC (“DMS”); and

WHEREAS, DMS agrees to assume TEM’s obligations and liabilities under the License; and

WHEREAS, City desires to approve the assignment of the License to DMS and to ratify the Prior Assignment, subject to the terms and conditions set forth in the proposed Assignment Agreement; and

NOW, THEREFORE, be it resolved by the City Council of the City of Mansfield, Texas that:

SECTION 1.

That the Assignment, Assumption and Amendment to the Pipeline License Agreement by and between the City of Mansfield, Texas Energy Midstream and DFW Midstream Services, LLC, and attached hereto as Exhibit “A,” is hereby approved; and that the Prior Assignment of the License from Commerce Midstream, LLC to Texas Energy Midstream, is hereby ratified.

SECTION 2.

That this resolution shall take effect upon its adoption.

**DULY PASSED AND APPROVED BY THE CITY COUNCIL OF THE CITY OF
MANSFIELD, TEXAS ON THIS the ____ day of _____, 2014.**

Mayor

ATTEST:

City Secretary

APPROVED AS TO FORM:

City Attorney