



Huntsville, Alabama

308 Fountain Circle
Huntsville, AL 35801

Cover Memo

Meeting Type: City Council Regular Meeting **Meeting Date:** 6/22/2023

File ID: TMP-3044

Department: Finance

Subject:

Type of Action: Approval/Action

Resolution authorizing the Mayor to execute the Consent to Assignment of Contract agreement between American Overhead Door Inc. and DH Pace Company Inc. to transfer the rights and obligations of the Overhead Door Repair & Maintenance Contract, awarded under Resolution No. 22-587, from American Overhead Door Inc to DH Pace Company Inc.

Resolution No.

Finance Information:

Account Number: Varies depending on department utilizing contract.

City Cost Amount: \$ Varies depending on quantity ordered/services provided.

Total Cost: \$ Varies depending on quantity ordered/services provided.

Special Circumstances:

Grant Funded: \$ N/A

Grant Title - CFDA or granting Agency: N/A

Resolution #: N/A

Location: (list below)

Address: N/A

District: District 1 ☐ District 2 ☐ District 3 ☐ District 4 ☐ District 5 ☐

Additional Comments:

Procurement Services received notification from incumbent vendor, American Overhead Door, Inc., that they have been acquired by DH Pace Company, Inc. The contract was awarded July 28, 2022 and is currently in its first term which is set to expire on July 27, 2023. Procurement Services in conjunction with General Services requests to transfer the contract #80-2022-74 from American Overhead Door Inc. to DH Pace Company, Inc. in accordance with the terms and conditions as outlined in the Consent to Assignment of Contract agreement.

RESOLUTION NO. 23 - _____

WHEREAS, on July 28, 2022, the City Council of the City of Huntsville, Alabama awarded a contract for the provision of overhead door repair & maintenances services to American Overhead Door Inc., pursuant to Resolution No. 22-587; and

WHEREAS, the contract became effective July 28, 2022 and the initial term set to expire on July 27, 2023; and

WHEREAS, the contract (#80-2022-74) may be extended for two additional one-year terms; and

WHEREAS, on May 16, 2022 Procurement Services was notified by American Overhead Door Inc. that they had been acquired by DH Pace Company, Inc.; and

WHEREAS, section 2.14 of the contract (#80-2022-74) permits American Overhead Door Inc. to assign the contract with written consent of the City; and

NOW, THEREFORE, BE IT RESOLVED, by the City Council of the City of Huntsville, Alabama, that the Mayor be, and is hereby authorized to accept the Consent to Assignment of Contract signed by authorized representatives of both American Overhead Door Inc. and DH Pace Company Inc. and attached hereto and enter into agreement with DH Pace Company, Inc. for provision of overhead door repair & maintenance services in accordance with specified scope of services, terms, and conditions as outlined in the Invitation to Bid (contract documents) dated June 13, 2022 and the Consent to Assignment of Contract agreement..

ADOPTED this the 22nd day of June, 2023.

President of the City Council
of the City of Huntsville

ADOPTED this the 22nd day of June, 2023.

Mayor of the City of Huntsville

CONSENT TO ASSIGNMENT OF CONTRACT

This Consent to Assignment of Contract is made and entered into on the 22nd day of June, 2023, by and between the **CITY OF HUNTSVILLE, ALABAMA**, a municipal corporation in the State of Alabama, hereinafter referred to as the "City," and **DH PACE COMPANY INC**, an Alabama limited liability company, hereinafter referred to as "Best One Tire".

WITNESSETH:

WHEREAS, the City and American Overhead Door Inc. entered into a contract #80-2022-74 for the provision of overhead door repair and maintenance services (hereinafter the "Contract"); and

WHEREAS, pursuant to Resolution No. 22-587 the Contract was adopted and approved by the City Council of the City of Huntsville on July 28, 2022; and

WHEREAS, DH Pace Company, Inc has acquired American Overhead Door Inc; and

WHEREAS, American Overhead Door, Inc desires to assign the Contract to DH Pace Company Inc and waives it rights conveyed to it under the terms of the July 28, 2022 contract; and

WHEREAS, the City desires to consent to the assumption of the Contract by DH Pace Company Inc conditioned upon DH Pace Company Inc assuming American Overhead Door Inc obligations under the Contract.

WHEREAS, DH Pace Company Inc agrees to adhere to the terms and conditions, pricing structure, and scope of services as outlined in the July 28, 2022 Contract for the remainder of the Contract which is set to expire on July 27, 2023;

NOW THEREFORE, in consideration of the mutual promises and covenants contained herein and for other good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged, the parties hereby agree to modify the Agreement as follows:

1. The City hereby consents to American Overhead Door Inc assignment of its rights and obligations under the Contract to DH Pace Company effective on the above-stated date.
2. DH Pace Company hereby agrees to assume American Overhead Door Inc obligations under the Contract, including but not limited to all insurance requirements and contract pricing structure.
3. DH Pace Company will provide the City of Huntsville's Procurement Services with a current certificate of insurance evidencing insurance coverage, City of Huntsville, Alabama Report of Ownership form, E-Verify Memorandum of Understanding, 2023 City of Huntsville

President of the City Council of the City of
Huntsville, Alabama
Date: 6 / 22/2023

Business License, and proof of registration with Alabama Secretary of State as required by the Contract.

IN WITNESS WHEREOF, the parties hereto have caused this Consent to Assignment of Contract to be executed under their respective seals and delivered as of the date first above written. This Agreement may be executed in one or more counterparts and each counterpart shall, for all purpose, be deemed an original, but all such counterparts shall together constitute but one and the same instrument.

AMERICAN OVERHEAD DOOR INC

DH PACE COMPANY INC

By: Donnie Pearson

By: Jeff Allen Digitally signed by Jeff Allen
DN: c=US
Email=jeff.allen@dhpace.com, o=DH
Postal CN=Jeff Allen
Date: 2023.08.12 12:37:19-04'00'

Its: PRESIDENT

Its: Jeff Allen, Sr. Vice President

ATTEST

CITY OF HUNTSVILLE, ALABAMA

By: _____
Shaundrika Edwards

Its: City Clerk

By: _____
Tommy Battle

Its: Mayor

The Parties agree that any form of electronic signature, including but not limited to signatures via facsimile, scanning, or electronic mail, may substitute for the original signature and shall have the same legal effect as the original signature.