



**PUBLIC SERVICE BOARD MEETING  
AGENDA ITEM  
REGULAR MEETING**

**Wednesday, January 13, 2021**

**SUBJECT**

Request for Consent to Assignment of Contract from Paymentus Group, Inc, to Paymentus Corporation

**BACKGROUND**

On December 9, 2020, the PSB approved a Supplemental Master Service Agreement for payment services with Paymentus Group, Inc. through ESC Region 19-Allied Services Cooperative Contract Number 20-7369.

Increase Customer Satisfaction & Confidence

**EVALUATION PROCESS**

Staff was notified on December 9, 2020, by ESC Region 19, that Paymentus Group, Inc had requested the assignment of contract name change from Paymentus Group, Inc., to Paymentus Corporation. On December 16, 2020, ESC Region 19 provided Staff with the approved assignment documentation.

**FINANCIAL IMPLICATIONS**

None

**PROPOSED ACTION REQUESTED**

Consider and approve a Consent to Assignment of the Supplemental Master Service Agreement for payment services through ESC Region 19-Allied Services Cooperative Contract Number 20-7369, from Paymentus Group, Inc. (Assignor) to Paymentus Corporation (Assignee).

**SUPPORTING DOCUMENTATION PROVIDED**

- Consent to Assignment
- Paymentus Group, Inc. Request for Assignment
- ESC Reg 19 Contract 20-7369 Award Summary

STATE OF TEXAS       )  
  )  
COUNTY OF EL PASO   )

**CONSENT TO ASSIGNMENT**

THIS CONSENT TO ASSIGNMENT (this “*Agreement*”) is entered into on January \_\_, 2021 (“Effective Date”) by EL PASO WATER UTILITIES – PUBLIC SERVICE BOARD, a component of the City of El Paso , Texas, a home rule municipal corporation, hereinafter referred to as (“*EPWater*”), Paymentus Group, Inc., a Delaware Corporation (“Assignor”), and Paymentus Corporation, a Delaware Corporation (“Assignee”).

**RECITALS**

**WHEREAS**, on December 11, 2020 EPWater and Assignor entered into a Supplemental Master Services Agreement for payment services through ESC Region 19 Allied Services Cooperative Contract Number 20-7369, for an initial term beginning on the Effective Date and ending on May 31, 2020, with four options to extend for one-year periods;

**WHEREAS**, on December 16, 2020 Region 19 Allied Services Cooperative Contract Number 20-7369 assigned Contract Number 20-7369 to Assignee; and

**WHEREAS**, Assignor has requested that EPWater assign Supplemental Master Services Agreement to Assignee; and

**WHEREAS**, Assignee agrees to be responsible for all duties and obligations under the Supplemental Master Services Agreement; and

**WHEREAS**, EPWater agrees to the assignment of all rights, duties and obligations encompassed in the Supplemental Master Services Agreement to Assignee.

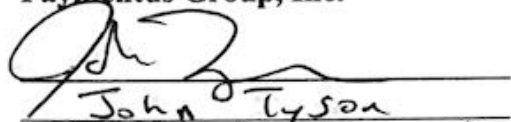
**NOW, THEREFORE, IT IS HEREBY AGREED as follows:**

1. EPWater consents to the assignment of the rights, duties and obligations under the Supplemental Master Services Agreement for payment services executed by the parties on December 11, 2020, to Assignee.
2. Assignee agrees to assume and perform all duties, obligations and responsibilities under the Supplemental Master Services Agreement.
3. All terms and conditions of the Supplemental Master Services Agreement shall remain in full force and effect.

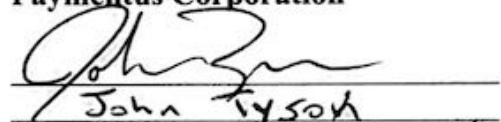
*(Signature Page to Follow)*

IN WITNESS WHEREOF, duly authorized representatives of the parties have signed in confirmation of this AGREEMENT.

**ASSIGNOR:**  
**Paymentus Group, Inc.**

  
\_\_\_\_\_  
John Tyson  
VP, Legal and Compliance

**ASSIGNEE:**  
**Paymentus Corporation**

  
\_\_\_\_\_  
John Tyson  
V.P., Legal + Compliance

**EPWater:**  
**EL PASO WATER UTILITIES**  
**PUBLIC SERVICE BOARD**

\_\_\_\_\_  
John Balliew  
President / CEO

**APPROVED AS TO FORM:**

**APPROVED AS TO CONTENT:**

\_\_\_\_\_  
Sol M. Cortez  
Assistant General Counsel

\_\_\_\_\_  
Art Duran  
Chief Financial Officer

**EDUCATION SERVICE CENTER REGION 19 ALLIED STATES COOPERATIVE**  
**RFP AWARD SUMMARY**

**RFP TITLE:** Payment Service Provider – ESC Region 19 Allied States Cooperative  
**RFP NUMBER:** 20-7369  
**RFP OPENING DATE:** April 14, 2020  
**CONTRACT TERM:** Date of award until May 31, 2021 with 4 annual extension options.  
**FUNDING SOURCE:** Various  
**RFP's ISSUED:** 528  
**RESPONSES:** 4  
**ADVERTISEMENT DATES:** El Paso Times – February 17, 2020 & February 24, 2020

**RECOMMENDED FOR AWARD:** CityBase, Inc.  
Focus Merchant Services, LLC  
~~Paymentus Group, Inc.~~ Paymentus Corporation (updated 12/16/2020)

**TOTAL (estimated)** **\$3,000,000.00/year** (amended 12/1/2020)

**EXPLANATIONS:**

Award of this contract will enable ESC Region 19 - Allied States Cooperative (ASC) to establish a contract with vendor(s) for Payment Service Provider for those procurements that must comply with the new federal EDGAR requirement when federal funds are being utilized. Evaluation and award recommendation were based on 40% pricing, 30% references/reputation and 30% meets the needs. Fiserv Solutions, LLC withdrew from evaluation as they were not able to comply with the terms and conditions of our contract. The awarded vendors' pricing and information can be found on the Award Detail spreadsheet.

**SPECIFICATIONS, PREPARATION AND EVALUATION PROVIDED BY:**

Rebecca Hernandez – ESC Region 19

Andrea Amiri – ESC Region 19

Debbie Oropeza - ESC Region 19

**Special Conditions**

1. Member may require vendor to sign a separate contract.

**Approved By:** \_\_\_\_\_  
**Dr. Armando Aguirre**  
**Dr. Armando Aguirre**

**Date:** \_\_\_\_\_  
**May 4, 2020**  
**December 1, 2020**



13024 Ballantyne Corporate Place  
Suite 400  
Charlotte, NC 28277

December 23, 2020

**VIA EMAIL**

Rose Guevara  
Sr. Purchasing Agent  
Purchasing and Contracts Administration  
El Paso Water  
1154 Hawkins Blvd.  
El Paso, TX 79925  
E: [rguevara@epwater.org](mailto:rguevara@epwater.org)

RE: Request for assignment of contract from Paymentus Group, Inc. to Paymentus Corporation

Dear Ms. Guevara:

Paymentus Group, Inc. requests the assignment of its contract with El Paso Water to Paymentus Corporation. Paymentus Group, Inc. and Paymentus Corporation are affiliated by common ownership and control.

I have signing authority for both Paymentus Group, Inc. and Paymentus Corporation.

I appreciate your prompt attention to this request. Thank you.

Very truly yours,

John Tyson  
VP, Legal and Compliance  
Paymentus Group, Inc.  
Paymentus Corporation