

1 [Lease and Use Agreement Modifications - Air France, and Cathay Pacific Airways, Limited -
2 Estimated Minimum Combined Rent of \$29,666,807.61]

3 **Resolution approving Modification No. 1 to 2011 Lease and Use Agreement No. L10-**
4 **0076 with Air France, and Modification No. 2 to L10-0081 with Cathay Pacific Airways**
5 **Limited, and the City and County of San Francisco, acting by and through its Airport**
6 **Commission, for changes in demised premises, with an estimated minimum combined**
7 **rent of \$29,666,807.61 for the remainder of the lease terms expiring on June 30, 2021.**

8
9 WHEREAS, Air France entered into the 2011 Lease and Use Agreement No. L10-0076
10 ("L10-0076") pursuant to Airport Commission Resolution No. 10-0076 adopted on
11 March 16, 2010, and Board of Supervisors Resolution No. 208-10 adopted on May 11, 2010,
12 which commenced on July 1, 2011; and

13 WHEREAS, Cathay Pacific Airways Limited ("Cathay Pacific") entered into the 2011
14 Lease and Use Agreement No. L10-0081 ("L10-0081") pursuant to Airport Commission
15 Resolution No. 10-0081 adopted on March 16, 2010, and Board of Supervisors Resolution
16 No. 208-10 adopted on May 11, 2010, which commenced on July 1, 2011⁷; and

17 WHEREAS, By Resolution No. 15-0034 adopted on February 3, 2015, the Airport
18 Commission approved Modification No. 1 to L10-0076 with Air France for the removal of
19 approximately 2,510 square feet and the addition of approximately 5,268 square feet to its
20 demised premises, for a net gain of approximately 2,758 square feet of Exclusive Category II
21 Space ("Air France's Modification No. 1"); and

22 WHEREAS, By Resolution No. 15-0035 also adopted on February 3, 2015, the Airport
23 Commission approved Modification No. 2 to L10-0081 with Cathay Pacific for the addition of
24 approximately 3,790 square feet of Exclusive Category II Space to its demised premises
25 ("Cathy Pacific's Modification No. 2"); and

1 WHEREAS, Based on projected adjustments to the Airport's Rates and Charges, the
2 estimated minimum rent under L10-0076 with Air France is \$11,857,892.64, and
3 \$17,808,914.97 under L10-0081 with Cathay Pacific for the remainder of the lease terms; and

4 WHEREAS, A copy of the form of Air France's Modification No. 1 and Cathay Pacific's
5 Modification No. 2 are on file with the Clerk of the Board of Supervisors, in File No. 150211,
6 which is hereby declared to be a part of this resolution as if set forth fully herein; now,
7 therefore, be it

8 RESOLVED, That this Board of Supervisors hereby approves and authorizes the
9 execution of Modification No. 1 to 2011 Lease and Use Agreement No. L10-0076 between Air
10 France and the City and County of San Francisco, acting by and through its Airport
11 Commission, with an estimated minimum rent of \$11,857,892.64 over the remainder of the
12 term, which expires on June 30, 2021; and, be it

13 FURTHER RESOLVED, That this Board of Supervisors hereby approves and
14 authorizes the execution of Modification No. 2 to 2011 Lease and Use Agreement No. L10-
15 0081 between Cathay Pacific Airways Limited and the City and County of San Francisco,
16 acting by and through its Airport Commission, with an estimated minimum rent of
17 \$17,808,914.97 over the remainder of the term, which expires on June 30, 2021; and, be it

18 FURTHER RESOLVED, That within thirty (30) days of the Modifications being fully
19 executed by all parties, the Airport Commission shall provide a copy of the final Modifications
20 to the Clerk of the Board for inclusion into the official file.



City and County of San Francisco

Tails

Resolution

City Hall
1 Dr. Carlton B. Goodlett Place
San Francisco, CA 94102-4689

File Number: 150211

Date Passed: April 21, 2015

Resolution approving Modification No. 1 to 2011 Lease and Use Agreement No. L10-0076 with Air France, and Modification No. 2 to L10-0081 with Cathay Pacific Airways Limited, and the City and County of San Francisco, acting by and through its Airport Commission, for changes in demised premises, with an estimated minimum combined rent of \$29,666,807.61 for the remainder of the lease terms, expiring on June 30, 2021.


April 15, 2015 Budget and Finance Sub-Committee - RECOMMENDED

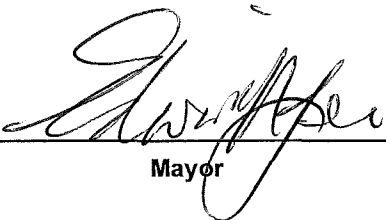
April 21, 2015 Board of Supervisors - ADOPTED


Ayes: 11 - Avalos, Breed, Campos, Christensen, Cohen, Farrell, Kim, Mar, Tang, Wiener and Yee

File No. 150211

I hereby certify that the foregoing Resolution was ADOPTED on 4/21/2015 by the Board of Supervisors of the City and County of San Francisco.


Angela Calvillo
Clerk of the Board


Mayor


Date Approved