

1 [Lease Amendment - Domestic Terminal 3 Common Use Club - American Express Travel  
2 Related Services Company, Inc.]

3 **Resolution approving Amendment No. 3 to the Domestic Terminal 3 Common Use**  
4 **Club Lease No. 13-0006 between American Express Travel Related Services**  
5 **Company, Inc., as tenant, and the City and County of San Francisco, acting by and**  
6 **through its Airport Commission, as landlord, to temporarily relocate the American**  
7 **Express Centurion Lounge from its Terminal 3 premises to Terminal 2 during the**  
8 **construction of the Terminal 3 West construction project, expected to last**  
9 **approximately two years, with a temporary decrease of the Minimum Annual**  
10 **Guarantee amount to \$2,025,827.70 and of the annual Promotional Charge to \$9,035**  
11 **and a day to day extension of the Lease term from July 18, 2014, through November**  
12 **5, 2031, during the temporary operation of the Centurion Lounge in Terminal 2.**

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14 WHEREAS, On November 10, 2020, by Resolution No. 13-0006, the Airport  
15 Commission (the "Commission") awarded the Terminal 3 Common Use Club Lease No. 13-  
16 0006 ("Lease") to American Express Travel Related Services Company, Inc., as tenant  
17 ("Tenant") for the operation of the American Express Centurion Lounge ("Centurion Lounge")  
18 in Terminal 3 of the San Francisco International Airport ("Airport"), for a term of 10 years,  
19 initially scheduled to expire November 5, 2024; and

20 WHEREAS, On October 22, 2013, by Resolution No. 367-13, this Board of Supervisors  
21 approved the Lease; and

22 WHEREAS, On October 6, 2020, by Resolution No. 20-0180, the Commission adopted  
23 the COVID-19 Emergency Rent Relief Program for Airport Concession Tenants, which was  
24 memorialized in Amendment No. 1 to the Lease ("Amendment No. 1"); and

1           WHEREAS, On January 5, 2021, by Ordinance No. 5-21, this Board of Supervisors  
2 approved Amendment No. 1; and

3           WHEREAS, On November 10, 2020, by Resolution No. 20-0207, the Commission  
4 approved Amendment No. 2 to the Lease (“Amendment No. 2”), which increased the square  
5 footage of the Centurion Lounge to approximately 15,287 square feet, established an  
6 increased Minimum Annual Guarantee (“MAG”) amount of \$3,226,546 for the newly expanded  
7 premises, increased the annual Promotional Charge to \$15,287, extended the term of the  
8 Lease through to November 5, 2031, and provided for a further day to day extension of the  
9 term in the event that the Centurion Lounge had to cease operations due to construction of  
10 the Airport’s T3 West construction project; and

11           WHEREAS, On June 8, 2021, by Resolution No. 270-21, this Board of Supervisors  
12 approved Amendment No. 2; and

13           WHEREAS, On March 4, 2025, by Resolution No. 25-0043 the Commission approved  
14 Amendment No. 3 to the Lease (“Amendment No. 3”), which (i) temporarily relocates the  
15 Centurion Lounge from Terminal 3 to Terminal 2 during the construction of the Airport’s T3  
16 West construction project, for approximately two years, commencing around July 1, 2025; (ii)  
17 establishes a new MAG amount of \$2,025,827.70 and annual Promotional Charge of \$9,035  
18 to reflect the decrease in square footage of the Terminal 2 premises; (iii) commits the Airport  
19 to construct a new entrance to the Centurion Lounge at the original premises in Terminal 3  
20 and (iv) confirms the day to day extension of the Lease term during the temporary operation of  
21 the Centurion Lounge in Terminal 2; and

22           WHEREAS, Given the inherent uncertainty around the schedule and logistics of  
23 temporarily relocating tenants during a large scale construction project such as the Terminal 3  
24 West construction project, Amendment No. 3 also authorizes the Airport Director to enter into  
25 further non-material modifications of the Lease in order to implement the purposes of the

1 temporary relocation of the Centurion Lounge without the further approval of the Commission  
2 or Board of Supervisors, provided that the terms of any such modification do not otherwise (a)  
3 materially increase the financial obligations or liabilities of City; (b) increase the term of the  
4 Lease, or (c) change the permitted use under the Lease; now, therefore, be it

5           RESOLVED, That this Board of Supervisors approves Amendment No. 3 to the  
6 Terminal 3 Common Use Club Lease No. 13-0006, a copy of which is on file with the Clerk of  
7 the Board of Supervisors in File No. 250627; and, be it

8           FURTHER RESOLVED, That within thirty (30) days of the amendment being fully  
9 executed by all parties, the Commission shall provide the final amendment to the Clerk of the  
10 Board of Supervisors for inclusion into the official file.

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