

1 [Airline/Airport Lease and Use Agreements - Various Airlines]

2  
3 **Approving Leases to the terms of eight (8) new Airline/Airport Lease and Use**  
4 **Agreements between the City and various airlines, effective July 1, 2011, to allow such**  
5 **Airlines to conduct domestic and international flight operations at San Francisco**  
6 **International Airport.**

7  
8 WHEREAS, various airlines conduct flight operations at San Francisco International  
9 Airport (the "Airport") pursuant to Airline/Airport Lease and Use Agreements, or Airline  
10 Operating Permits (collectively, the "Agreements"), including: ABX Air, Inc–Permit 3592, Air  
11 Berlin PLC & Co. Luftverkehrs KG–Permit 4073, Air Canada–L82-0114, Air Cargo Carriers,  
12 LLC-Permit 4112, Air New Zealand Limited–Permit 3684, Ameriflight, LLC–Permit 3605,  
13 Hawaiian Airlines, Inc. –Permit 2003, Lan Peru, S.A. –Permit 4113; (collectively, the  
14 "Airlines"); and,

15 WHEREAS, the Airport Commission of the City and County of San Francisco (the  
16 "City") and Airlines have negotiated a new Lease and Use Agreement to take effect  
17 July 1, 2011, (the "Lease") for a term of ten (10) years to provide for the continuation of flight  
18 operations by the Airlines at the Airport; and,

19 WHEREAS, the above referenced Airlines desire to lease from City and City desires to  
20 lease the said Airlines certain premises at the Airport, as described on Attachment A hereto;  
21 and,

22 WHEREAS, the City also desires to authorize the Airport Director to enter into non-  
23 material modifications to the Leases, including changes to the demised premises of not-to-  
24 exceed ten percent (10%) of the leased square footage, that the Commission, in consultation  
25 with the City Attorney, determines are in the best interests of the Commission and necessary  
to effectuate the purposes of the Leases and are in compliance with all applicable laws,  
including the City's Charter; and,

- 1
- 2
- 3
- 4
- 5
- 6
- 7
- 8
- 9
- 10
- 11
- 12
- 13
- 14
- 15
- 16
- 17
- 18
- 19
- 20
- 21
- 22
- 23
- 24
- 25

1           WHEREAS, the Commission adopted Resolutions on January 18, 2011, approving the  
2 new Leases between the Airlines and the City, and authorizing the Airport Director to execute  
3 the new Leases, subject to the Airlines complying with Chapter 12B of the City's  
4 Administrative Code and other City contracting requirements, or obtaining the appropriate  
5 waivers thereto, specifically as follows: ABX Air, Inc. – Lease 11-0005 by Resolution 11-005;  
6 Air Berlin PLC & Co Luftverkehrs KG – Lease 11-0006 by Resolution 11-0006; Air Canada, –  
7 L11-0007 by Resolution 11-0007; Air Cargo Carriers-LLC – Lease -11-0008 by Resolution  
8 11-0008; Air New Zealand Limited – Lease 11-0009 by Resolution 11-0009; Ameriflight, LLC.  
9 – Lease 11-0010 by Resolution 11-0010; Hawaiian Airlines, Inc. – Lease 11-0011 by  
10 Resolution 11-0011; and Lan Peru, S.A – Lease 11-0012 by Resolution 11-001276; and,

11           WHEREAS, a copy of the form of the 2011 Lease and Use Agreement is on file with  
12 the Clerk of the Board of Supervisors in File No. 208-10, which is hereby declared to be a part  
13 of this resolution as if set forth fully herein; now, therefore, be it

14           RESOLVED, that this Board of Supervisors approves the new Leases with ABX Air,  
15 Inc.– L11-0005; Air Berlin PLC & Co. Luftverkehrs KG – L11-0006; Air Canada – L11-0007;  
16 Air Cargo Carriers, LLC. – L11-0008; Air New Zealand Limited – L11-0009; Amerflight, LLC–  
17 11-0010; Hawaiian Airlines, Inc. L11–0011 and Lan Peru S.A.–11-0012, subject to the Airlines  
18 complying with Chapter 12B of the City's Administrative Code and other City contracting  
19 requirements, or obtaining the appropriate waivers thereto; and, be it further

20           RESOLVED, that this Board of Supervisors authorizes the Airport Director to enter into  
21 non-material modifications to the Leases, including changes to the demised premises of not-  
22 to-exceed ten percent (10%) of the leased square footage, that the Commission, in  
23 consultation with the City Attorney, determines are in the best interests of the Commission  
24 and necessary to effectuate the purposes of the Leases and are in compliance with all  
25 applicable laws, including the City's Charter.

1  
2  
3  
4  
5  
6  
7  
8  
9  
10  
11  
12  
13  
14  
15  
16  
17  
18  
19  
20  
21  
22  
23  
24  
25

**Exclusive Use Space Summary (in square feet)**

|   | Airline                                 | Categories of Rent |        |         |        |       |
|---|---|--------------------|--------|---------|--------|-------|
|   |   | Cat I              | Cat II | Cat III | Cat IV | Cat V |
| 1 | ABX Air, Inc.                           | -                  | -      | -       | -      | -     |
| 2 | Air Berlin PLC & CO.<br>Luftverkehrs KG | -                  | -      | -       | -      | -     |
| 3 | Air Canada                              | 538                | 4,905  | 339     | -      | -     |
| 4 | Air Cargo Carriers, LLC                 | -                  | -      | -       | -      | -     |
| 5 | Air New Zealand Limited                 | -                  | 297    | -       | -      | -     |
| 6 | Ameriflight, LLC                        | -                  | -      | -       | -      | -     |
| 7 | Hawaiian Airlines, Inc.                 | -                  | -      | -       | -      | -     |
| 8 | LAN Peru, S. A.                         | -                  | 1,136  | -       | -      | -     |

**Joint Use Space (in square feet)**

| Joint Use Space               | Categories of Rent |         |         |         |       |
|-------------------------------|--------------------|---------|---------|---------|-------|
|                               | Cat I              | Cat II  | Cat III | Cat IV  | Cat V |
| <i>International Terminal</i> |                    |         |         |         |       |
| Total = 631,987 square feet   | 138,367            | 214,307 | 12,025  | 265,400 | 1,888 |
| <i>Terminal 3</i>             |                    |         |         |         |       |
| Total = 32,356 square feet    | -                  | -       | 2,309   | 30,047  | -     |