

1 [Lease Amendment - Elevate Gourmet Brands, Inc. and Aimhigh ESG, LLC, a Joint Venture
2 dba Elevate Gourmet Brands - SFO Group - Terminal 3 Coffee and Quick Serve Concession
3 Lease No. 18-0346 - Reimbursement of \$279,627 for Unamortized Construction Costs]

4 **Resolution approving Amendment No. 3 to the Terminal 3 Coffee and Quick Serve**
5 **Concession Lease - Lease No. 18-0346, between Elevate Gourmet Brands, Inc., and**
6 **Aimhigh ESG, LLC, a joint venture dba Elevate Gourmet Brands - SFO Group and the**
7 **City and County of San Francisco, acting by and through its Airport Commission, for**
8 **the removal of the SF Mac & Cheese Kitchen facility from the Lease, reimbursement**
9 **of \$279,627 to Tenant for unamortized construction costs relating to the SF Mac &**
10 **Cheese Kitchen facility, and reduction of the Minimum Annual Guarantee from**
11 **\$375,000 to \$185,000 and the Annual Promotion Charge from \$1,991 to \$405 to reflect**
12 **the reduction in the square footage of the remaining premises of the Lease, effective**
13 **upon approval of this Resolution, with no changes to the term.**

14
15 WHEREAS, On October 16, 2018, by Resolution No. 18-0346, the Airport Commission
16 (Commission) awarded the Terminal 3 Coffee and Quick Serve Concession Lease (Lease) to
17 Elevate Gourmet Brands, Inc. and Aimhigh ESG, LLC, a joint venture d.b.a. Elevate Gourmet
18 Brands - SFO Group (Tenant), for two restaurant locations in Terminal 3 Boarding Area F; on
19 February 12, 2019, by Resolution No. 72-19, the Board of Supervisors approved the Lease;
20 and

21 WHEREAS, On March 17, 2020, construction of the SF Mac & Cheese Kitchen facility
22 was suspended due to the COVID-19 Shelter-In-Place order and has remained suspended
23 due to the lack of passenger traffic in this area of Terminal 3; and

24 WHEREAS, On October 6, 2020, by Resolution No. 20-0180, the Commission
25 approved Amendment No. 1 which implemented the COVID-19 Emergency Rent Relief

1 Program for Airport Concession Tenants; on January 5, 2021, by Ordinance No. 5-21, the
2 Board of Supervisors approved Amendment No. 1; and

3 WHEREAS, On September 5, 2023, by Resolution No. 23-0224, the Commission
4 approved Amendment No. 2 to the Lease implementing the COVID-19 Lease Extension
5 Program; on April 2, 2024, by Resolution No. 157-24, the Board of Supervisors approved
6 Amendment No. 2; and

7 WHEREAS, The Airport would like to recapture the SF Mac & Cheese Kitchen location
8 for use in connection with the Terminal 3 West Modernization Project; and

9 WHEREAS, On December 19, 2023, by Resolution No. 23-0313, the Commission
10 approved Amendment No. 3 to the Lease, which removes the SF Mac & Cheese Kitchen
11 facility from the Lease, reimburses Tenant \$279,627 for unamortized construction costs
12 relating to the SF Mac & Cheese Kitchen facility, and reduces the Minimum Annual Guarantee
13 from \$375,000 to \$185,000 and the Annual Promotion Charge from \$1,991 to \$405 to reflect
14 the reduced square footage in the premises remaining under the Lease; now, therefore, be it

15 RESOLVED, That this Board of Supervisors hereby approves Amendment No. 3 to the
16 Terminal 3 Coffee and Quick Serve Concession Lease No. 18-0346; a copy of which is on file
17 with the Clerk of the Board of Supervisors in File No. 240257; and, be it

18 FURTHER RESOLVED, That within thirty (30) days of the amendment being fully-
19 executed by all parties, the Commission shall provide the final amendment to the Clerk of the
20 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: 240257

Date Passed: June 04, 2024

Resolution approving Amendment No. 3 to the Terminal 3 Coffee and Quick Serve Concession Lease - Lease No. 18-0346, between Elevate Gourmet Brands, Inc., and Aimhigh ESG, LLC, a joint venture dba Elevate Gourmet Brands - SFO Group and the City and County of San Francisco, acting by and through its Airport Commission, for the removal of the SF Mac & Cheese Kitchen facility from the Lease, reimbursement of \$279,627 to Tenant for unamortized construction costs relating to the SF Mac & Cheese Kitchen facility, and reduction of the Minimum Annual Guarantee from \$375,000 to \$185,000 and the Annual Promotion Charge from \$1,991 to \$405 to reflect the reduction in the square footage of the remaining premises of the Lease, effective upon approval of this Resolution, with no changes to the term.

May 22, 2024 Budget and Finance Committee - RECOMMENDED

June 04, 2024 Board of Supervisors - ADOPTED

Ayes: 11 - Chan, Dorsey, Engardio, Mandelman, Melgar, Peskin, Preston, Ronen, Safai, Stefani and Walton

File No. 240257

I hereby certify that the foregoing Resolution was ADOPTED on 6/4/2024 by the Board of Supervisors of the City and County of San Francisco.

Handwritten signature of Angela Calvillo
Angela Calvillo
Clerk of the Board

Handwritten signature of London N. Breed
London N. Breed
Mayor

6/13/24
Date Approved