

1 [Approval of Fifth Amendment to the Management Agreement for Moscone Convention  
2 Center.]

3 **Resolution approving and authorizing the City Administrator to enter into a Fifth**  
4 **Amendment to the Management Agreement for Moscone Convention Center.**

5  
6 WHEREAS, Pursuant to Board of Supervisors Resolution No. 895-90, on November 6,  
7 1990, the City and County of San Francisco ("City") and Facility Management Incorporated of  
8 California ("FMI") entered into a Management Agreement (the "Agreement") for the  
9 management of George R. Moscone Convention Center, Brooks Hall, and Civic Auditorium;  
10 and,

11 WHEREAS, Pursuant to a certain Agreement to Assignment dated March 18, 1991, the  
12 City consented to an assignment of the Agreement from FMI to Spectator Management Group  
13 ("SMG"); and,

14 WHEREAS, Under the Agreement, the City has an option to renew the Agreement for a  
15 term of five years; and,

16 WHEREAS, By the First Amendment to the Agreement, dated December 20, 1993, the  
17 City exercised its option to renew the term of the Agreement for an additional five years  
18 commencing July 1, 1994, and ending June 30, 1999; and in order to increase the  
19 participation of minority owned businesses in the management of the Moscone Convention  
20 Center and Civic Auditorium, the City agreed to SMG's assignment of an interest in the  
21 Agreement to Thigpen Limited, Incorporated, a certified local woman-owned business, with  
22 further assignment by Thigpen and SMG of their interests in the Agreement to Moscone  
23 Center Joint Venture ("MCJV"); and,

24  
25

1           WHEREAS, By the Second Amendment to the Agreement, dated January 14, 1999,  
2 the City exercised its option to renew the term of the Agreement for an additional five year  
3 term commencing July 1, 1999, and ending June 30, 2004; and,

4           WHEREAS, By the Third Amendment to the Agreement, dated June 10, 2003, the City  
5 exercised its option to renew the term of the Agreement for an additional five year term  
6 commencing July 1, 2004, and ending June 30, 2009; and,

7           WHEREAS, By the Fourth Amendment to the Agreement, dated October 22, 2007, the  
8 City and MCJV agreed that MCJV would perform certain public works improvements on behalf  
9 of the City through the hiring of contractors pursuant to Section 6.66 of the San Francisco  
10 Administrative Code; and,

11           WHEREAS, The City Administrator and MCJV have agreed to amend the Agreement  
12 to (i) extend the term of the Agreement as to Moscone Convention Center for an additional  
13 eight years commencing July 1, 2009, and ending June 30, 2017; (ii) require MCJV to make  
14 certain capital contributions to the City in the amount of \$8,500,000; (iii) revise certain  
15 contractual clauses regarding the calculation and payment of fees for food, beverage and  
16 merchandise; and (iv) remove certain contractual clauses that authorized the City to terminate  
17 the Agreement for its convenience; and,

18           WHEREAS, A copy of the form of the Fifth Amendment is on file with the Clerk of the  
19 Board of Supervisors in File No. \_\_\_\_\_, which is hereby declared to be a part of this  
20 resolution as if set forth fully herein, now, therefore, be it

21           RESOLVED, That the Board of Supervisors of the City and County of San Francisco  
22 hereby approves and authorizes the City Administrator to enter into the Fifth Amendment to  
23 the Agreement.

24  
25