

1 [Airport 2011 Lease and Use Agreements with Various Airlines]

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3 **Resolution approving a term of twenty five (25) new Lease and Use Agreements**  
4 **between City and County of San Francisco and various airlines, effective July 1, 2011,**  
5 **to allow such airlines to conduct domestic and international flight operations at the**  
6 **San Francisco International Airport.**

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8 WHEREAS, Various airlines conduct flight operations at San Francisco International  
9 Airport (the "Airport") pursuant to Airline/Airport Lease and Use Agreements, Lease and  
10 Operating Agreements, or Airline Operating Permits (collectively, the "Agreements"),  
11 including: Air China Limited - L99-0315; Air France - L99-0316; All Nippon Airways  
12 Corporation Limited - L99-0319; American Airlines, Inc. - L82-0111; Asiana Airlines –  
13 L99-0318; British Airways, PLC - L99-0320; Cathay Pacific Airways Limited - L99-0321; China  
14 Airlines Limited - L82-0315; Delta Air Lines, Inc. - L82-0115; Emirates - Permit 4039; EVA  
15 Airways Corporation - L99-0323; Federal Express Corporation - L82-0318; Frontier Airlines,  
16 Inc. - Permit 3129; Japan Airlines International Company Limited - L82-0117; KLM Royal  
17 Dutch Airlines - Permit 2579; Korean Airlines Company Limited - L99-0325; Deutsche  
18 Lufthansa, AG, dba, Lufthansa German Airlines - L99-0328; Compania Mexicana de Aviacion  
19 S.A. de C.V. dba Mexicana Airlines - L83-0045; Philippine Airlines, Inc. - L82-0317; Singapore  
20 Airlines Limited - L82-0124; Southwest Airlines Company - Permit 3948; TACA International  
21 Airlines - Permit 2048; United Air Lines, Inc. - L82-0126; Virgin America, Inc. - Permit 3951;  
22 and Virgin Atlantic Airways Limited Company - L99-0331, (collectively, the "Airlines"); and

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24 WHEREAS, The Airport Commission of the City and County of San Francisco (the  
"City") and Airlines have negotiated a new Lease and Use Agreement to take effect

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1 July 1, 2011 (the “Lease”) for a term of ten (10) years to provide for the continuation of flight  
2 operations by the Airlines at the Airport; and

3 WHEREAS, The above referenced Airlines desire to lease from City and City desires to  
4 lease the said Airlines certain premises at the Airport, as described on Attachment A hereto;  
5 and

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

12 WHEREAS, The Commission adopted Resolutions on March 16, 2010, approving the  
13 new Leases between the Airlines and the City, and authorizing the Airport Director to execute  
14 the new Leases, subject to the Airlines complying with Chapter 12B of the City’s  
15 Administrative Code and other City contracting requirements, or obtaining the appropriate  
16 waivers thereto, specifically as follows: Air China Limited – L10-0075 by Resolution No. 10-  
17 0075; Air France – L10-0076 by Resolution 10-0076; All Nippon Airways Corporation Limited  
18 – L10-0077 by Resolution No 10-0077; American Airlines, Inc. – L10-0078 by Resolution No  
19 10-0078; Asiana Airlines – L10-0079 by Resolution No 10-0079; British Airways, PLC – L10-  
20 0080 by Resolution No. 10-0080; Cathay Pacific Airways Limited – L10-0081 by Resolution  
21 No. 10-0081; China Airlines Limited – L10-0082 by Resolution No. 10-0082; Delta Air Lines,  
22 Inc. – L10-0083 by Resolution No. 10-0083; Emirates – L10-0084 by Resolution No 10-0084;  
23 EVA Airways Corporation – L10-0085 by Resolution No. 10-0085; Federal Express  
24 Corporation – L10-0086 by Resolution No. 10-0086; Frontier Airlines, Inc. – L10-0087 by  
25 Resolution No. 10-0087; Japan Airlines International Company – L10-0088 by Resolution No.

1 10-0088; KLM Royal Dutch Airlines – L10-0089 by Resolution No. 10-0089; Korean Airlines  
2 Company Limited – L10-0090 by Resolution No. 10-0090; Deutsche Lufthansa, AG, dba,  
3 Lufthansa German Airlines – L10-0091 by Resolution No. 10-0091; Compania Mexicana de  
4 Aviacion S.A. de C.V. dba Mexicana Airlines – L10-0092 by Resolution No. 10-0092;  
5 Philippine Airlines, Inc. – L10-0093 by Resolution No. 10-0093; Singapore Airlines Limited –  
6 L10-0094 by Resolution No. 10-0094; Southwest Airlines Company – L10-0095 by Resolution  
7 No. 10-0095; TACA International Airlines – L10-0096 by Resolution No. 10-0096; United Air  
8 Lines, Inc. – L10-0097 by Resolution No. 10-0097; Virgin America, Inc. – L10-0098 by  
9 Resolution No. 10-0098; and Virgin Atlantic Airways Limited Company – L10-0099 by  
10 Resolution No. 10-0099. A copy of the generic form of the Lease is on file with the Clerk of  
11 the Board of Supervisors in File No. 100351, which is hereby declared to be a part of this  
12 resolution as if set forth fully herein; now, therefore, be it  
13 RESOLVED, That this Board of Supervisors approves the new Leases with Air China Limited  
14 – L10-0075; Air France – L10-0076; All Nippon Airways Corporation Limited – L10-0077;  
15 American Airlines, Inc. – L10-0078; Asiana Airlines – L10-0079; British Airways, PLC – L10-  
16 0080; Cathay Pacific Airways Limited – L10-0081; China Airlines Limited – L10-0082; Delta  
17 Air Lines, Inc. – L10-0083; Emirates – L10-0084; EVA Airways Corporation – L10-0085;  
18 Federal Express Corporation – L10-0086; Frontier Airlines, Inc. – L10-0087; Japan Airlines  
19 International Company – L10-0088; KLM Royal Dutch Airlines – L10-0089; Korean Airlines  
20 Company Limited – L10-0090; Deutsche Lufthansa, AG, dba, Lufthansa German Airlines –  
21 L10-0091; Compania Mexicana de Aviacion S.A. de C.V. dba Mexicana Airlines – L10-0092;  
22 Philippine Airlines, Inc. – L10-0093; Singapore Airlines Limited – L10-0094; Southwest  
23 Airlines Company – L10-0095; TACA International Airlines – L10-0096; United Air Lines, Inc.  
24 – L10-0097; Virgin America, Inc. – L10-0098; and Virgin Atlantic Airways Limited Company –  
25 L10-0099, subject to the Airlines complying with Chapter 12B of the City’s Administrative  
Code and other City contracting requirements, or obtaining the appropriate waivers thereto;  
and, be it further RESOLVED, That this Board of Supervisors authorizes the Airport Director

1 to enter into non-material modifications to the Leases, including changes to the demised  
2 premises of not- to-exceed ten percent (10%) of the leased square footage, that the  
3 Commission, in consultation with the City Attorney, determines are in the best interests of the  
4 Commission and necessary to effectuate the purposes of the Leases and are in compliance  
5 with all applicable laws, including the City's Charter.

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**ATTACHMENT A**

<b>Exclusive Use Space Summary (in square feet)</b>						
Airline		Categories of Rent				
		Cat I	Cat II	Cat III	Cat IV	Cat V
1	Air China Limited	-	409	916	-	-
2	Air France	-	4,673	537	158	-
3	All Nippon Airways Corp. Limited	-	1,777	-	-	-
4	American Airlines, Inc.	1,452	25,728	19,698	551	-
5	Asiana Airlines	-	1,789	-	-	-
6	British Airways, PLC	-	8,917	1,236	-	-
7	Cathay Pacific Airways Limited	-	2,616	-	-	-
8	China Airlines Limited	-	3,249	-	-	-
9	Delta Air Lines, Inc.	1,784	28,190	20,264	8,481	-
10	Emirates	-	1,696	-	-	-
11	EVA Airways Corporation	-	4,056	495	-	-
12	Federal Express Corporation	-	-	-	-	-
13	Frontier Airlines, Inc.	277	3,695	781	4,247	-
14	Japan Airlines Int'l Co. Limited	-	6,547	647	-	-
15	KLM Royal Dutch Airlines	-	607	-	-	-
16	Korean Airlines Company Limited	-	1,534	421	-	-
17	Lufthansa German Airlines	-	2,292	1,023	-	-
18	Mexicana Airlines	-	1,599	594	-	-
19	Philippine Airlines, Inc.	-	4,192	-	-	-
20	Singapore Airlines Limited	-	5,190	588	-	-
21	Southwest Airlines Company	732	9,199	6,900	10,833	-
22	TACA International Airlines	-	672	-	-	-
23	United Air Lines, Inc.	5,585	94,187	71,297	191,207	21,610
24	Virgin America, Inc.	1,096	899	7,185	-	-
25	Virgin Atlantic Airways Limited	-	4,898	425	-	-

<b>Joint Use Space Summary (in square feet)</b>					
International Airlines	Categories of Rent				
	Cat I	Cat II	Cat III	Cat IV	Cat V
International Terminal	138,367	214,307	12,025	265,400	1,888
Total = 631,987 square feet					
Terminal 1	-	216	-	791	-
Total = 1,007 square feet					
Terminal 2	-	13,006	-	78,957	-
Total = 91,963 square feet					
Terminal 3	-	-	-	-	-
Total = 0 square feet					