

1 [Lease and Use Agreement Modifications - Air France, and Cathay Pacific Airways, Limited -
2 Estimated Minimum Combined Rent of \$29,666,807.61]

3 **Resolution approving Modification No. 1 to 2011 Lease and Use Agreement No. L10-**
4 **0076 with Air France, and Modification No. 2 to L10-0081 with Cathay Pacific Airways**
5 **Limited, and the City and County of San Francisco, acting by and through its Airport**
6 **Commission, for changes in demised premises, with an estimated minimum combined**
7 **rent of \$29,666,807.61 for the remainder of the lease terms expiring on June 30, 2021.**

8
9 WHEREAS, Air France entered into the 2011 Lease and Use Agreement No. L10-0076
10 (“L10-0076”) pursuant to Airport Commission Resolution No. 10-0076 adopted on
11 March 16, 2010, and Board of Supervisors Resolution No. 208-10 adopted on May 11, 2010,
12 which commenced on July 1, 2011; and

13 WHEREAS, Cathay Pacific Airways Limited (“Cathay Pacific”) entered into the 2011
14 Lease and Use Agreement No. L10-0081 (“L10-0081”) pursuant to Airport Commission
15 Resolution No. 10-0081 adopted on March 16, 2010, and Board of Supervisors Resolution
16 No. 208-10 adopted on May 11, 2010, which commenced on July 1, 2011; and

17 WHEREAS, By Resolution No. 15-0034 adopted on February 3, 2015, the Airport
18 Commission approved Modification No. 1 to L10-0076 with Air France for the removal of
19 approximately 2,510 square feet and the addition of approximately 5,268 square feet to its
20 demised premises, for a net gain of approximately 2,758 square feet of Exclusive Category II
21 Space (“Air France’s Modification No. 1”); and

22 WHEREAS, By Resolution No. 15-0035 also adopted on February 3, 2015, the Airport
23 Commission approved Modification No. 2 to L10-0081 with Cathay Pacific for the addition of
24 approximately 3,790 square feet of Exclusive Category II Space to its demised premises
25 (“Cathy Pacific’s Modification No. 2”); and

1 WHEREAS, Based on projected adjustments to the Airport's Rates and Charges, the
2 estimated minimum rent under L10-0076 with Air France is \$11,857,892.64, and
3 \$17,808,914.97 under L10-0081 with Cathay Pacific for the remainder of the lease terms; and

4 WHEREAS, A copy of the form of Air France's Modification No. 1 and Cathay Pacific's
5 Modification No. 2 are on file with the Clerk of the Board of Supervisors, in File No. 150211,
6 which is hereby declared to be a part of this resolution as if set forth fully herein; now,
7 therefore, be it

8 RESOLVED, That this Board of Supervisors hereby approves and authorizes the
9 execution of Modification No. 1 to 2011 Lease and Use Agreement No. L10-0076 between Air
10 France and the City and County of San Francisco, acting by and through its Airport
11 Commission, with an estimated minimum rent of \$11,857,892.64 over the remainder of the
12 term, which expires on June 30, 2021; and, be it

13 FURTHER RESOLVED, That this Board of Supervisors hereby approves and
14 authorizes the execution of Modification No. 2 to 2011 Lease and Use Agreement No. L10-
15 0081 between Cathay Pacific Airways Limited and the City and County of San Francisco,
16 acting by and through its Airport Commission, with an estimated minimum rent of
17 \$17,808,914.97 over the remainder of the term, which expires on June 30, 2021; and, be it

18 FURTHER RESOLVED, That within thirty (30) days of the Modifications being fully
19 executed by all parties, the Airport Commission shall provide a copy of the final Modifications
20 to the Clerk of the Board for inclusion into the official file.