

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 \_\_\_\_\_, 2024, by Resolution No. \_\_\_\_\_, 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. \_\_\_\_\_; 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.