

1 [Management Agreement Amendment - Moscone Center Joint Venture - Moscone Convention
Center]

2
3 **Resolution approving and authorizing the City Administrator to enter into a Seventh**
4 **Amendment to the Management Agreement with Moscone Center Joint Venture**
5 **(“Contractor”) for the Moscone Convention Center to extend the term of the Agreement**
6 **an additional ten years commencing July 1, 2017, and ending June 30, 2027; require**
7 **Contractor to make certain capital contributions to the City in the amount of**
8 **\$15,000,000; revise certain contractual clauses regarding the calculation and payment**
9 **of fees for food, beverage, and internet services; and revise certain contractual clauses**
10 **regarding financial records and reporting.**

11
12 WHEREAS, Pursuant to Board of Supervisor’s Resolution No. 895-90, on
13 November 6, 1990, the City and County of San Francisco (“City”) and Facility Management
14 Incorporated of California (“FMI”) entered into a Management Agreement (the “Agreement”)
15 for the management of George R. Moscone Convention Center, Brooks Hall, and Civic
16 Auditorium; and

17 WHEREAS, Pursuant to a certain Agreement to Assignment dated March 18, 1991, the
18 City consented to an assignment of the Agreement from FMI to Spectator Management Group
19 (“SMG”); and

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

22 WHEREAS, By the First Amendment to the Agreement, dated December 20, 1993, the
23 City exercised its option to renew the term for the Agreement for an additional five years
24 commencing July 1, 1994, and ending June 30, 1999; and in order to increase the
25 participation of minority owned businesses in the management of the Moscone Convention

1 Center and Civic Auditorium, the City agreed to SMG's assignment of an interest in the
2 Agreement to Thigpen Limited, Incorporated, a certified local women-owned business, with
3 further assignment by Thigpen and SMG of their interests in the Agreement to Moscone
4 Center Joint Venture ("MCJV"); and

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

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

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

15 WHEREAS, By the Fifth Amendment to the Agreement dated January 14, 2009, the
16 City exercised its option to renew the term of the Agreement for an additional eight year term
17 commencing July 1, 2009, and ending June 30, 2017; and

18 WHEREAS, By the Sixth Amendment to the Agreement dated July 1, 2009, the City
19 extended the Contractor's management of Bill Graham Civic Auditorium for a period not to
20 exceed six months or December 31, 2009, so as to allow time to transition the management of
21 the Civic Auditorium ; and

22 WHEREAS, The City Administrator and MCJV have agreed to amend the Agreement
23 to (i) extend the term of the Agreement as to the Moscone Convention Center for an additional
24 ten years commencing July 1, 2017, and ending June 30, 2027; (ii) require Contractor to
25 make certain capital contributions to the City in the amount of \$15,000,000; (iii) revise certain

1 contractual clauses regarding the calculation and payment of fees for food, beverage and
2 internet services; and (iv) revise certain contractual clauses regarding financial records and
3 reporting; and

4 WHEREAS, A copy of the form of the Seventh Amendment is on file with the Clerk of
5 the Board of Supervisors in File No. 160969, which is hereby declared to be part of this
6 resolution as if set forth fully herein, now, therefore, be it

7 RESOLVED, That the Board of Supervisors of the City and County of San Francisco
8 hereby approves and authorizes the City Administrator to enter into the Seventh Amendment
9 to the Agreement; and, be it

10 FURTHER RESOLVED, That within thirty (30) days of the Seventh Amendment being
11 fully executed by all parties, the City Administrator shall provide the final document to the
12 Clerk of the Board for inclusion into the official file.

13
14
15
16
17
18
19
20
21
22
23
24
25