

AMENDED IN COMMITTEE

7/26/18

FILE NO. 180210

RESOLUTION NO. 278-18

1 [Lease Amendment - Airport Concession Lease - InMotion Entertainment Group, LLC -  
2 Minimum Annual Guarantee \$412,485]

3 **Resolution retroactively approving Amendment No. 2 to the Electronics and**  
4 **Technology Stores in Terminal 2 and Terminal 3 Lease No. 10-0038, between InMotion**  
5 **Entertainment Group, LLC, and the City and County of San Francisco, acting by and**  
6 **through its Airport Commission, to extend the term for two years for a total term of May**  
7 **19, 2010, through December 31, 2020, with an option for early termination, and no**  
8 **change to the minimum annual guarantee of \$412,485.**

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10 WHEREAS, On February 18, 2010, by Resolution No. 10-0038, the Airport  
11 Commission awarded the Electronics and Technology Stores in Terminal 2 and Terminal 3  
12 Lease (the "Lease") No. 10-0038 to Edge 1 Cellular, LP; and

13 WHEREAS, The Board of Supervisors approved the Lease by Resolution No. 185-10,  
14 adopted on April 27, 2010; and

15 WHEREAS, On December 6, 2011, by Resolution No. 11-0291, the Airport  
16 Commission approved Amendment No. 1 to the Lease authorizing a revision to the definition  
17 of Lease Year within the Lease as warranted to correctly set the first Lease Year as an eight-  
18 month period rather than a twenty-month period ("Amendment No. 1"); and

19 WHEREAS, On December 3, 2013, by Resolution No. 13-0259, the Airport  
20 Commission consented to the assignment of the Lease from Edge 1 Cellular, LP to InMotion  
21 Entertainment Group, LLC; and

22 WHEREAS, The Board of Supervisors approved Amendment No. 1 by Resolution  
23 No. 487-15, adopted on December 8, 2015; and

24 WHEREAS, To accommodate the Terminal 3 West renovation, the Airport Commission  
25 adopted Resolution No. 17-0319 on December 19, 2017, approving Amendment No. 2 to the

1 Lease, which extends the term to December 31, 2020, with the condition that the Airport  
2 Director, at his sole and absolute discretion, may terminate earlier by providing six months'  
3 advance written notice ("Amendment No. 2"); and

4 WHEREAS, A copy of Amendment No. 2 is on file with the Clerk of the Board of  
5 Supervisors in File No. 180210, which is hereby declared to be a part of this resolution as if  
6 set forth fully herein; now, therefore, be it,

7 RESOLVED, That the Board of Supervisors hereby retroactively approves Amendment  
8 No. 2 to the Electronics and Technology Stores in Terminal 2 and Terminal 3 Lease No. 10-  
9 0038 with InMotion Entertainment Group, LLC; and, be it

10 FURTHER RESOLVED, That within 30 days of Amendment No. 2 being fully executed  
11 by all parties, the Airport shall provide a copy of the final Amendment No. 2 to the Clerk of the  
12 Board for inclusion into the official file.

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**City and County of San Francisco**  
**Tails**  
**Resolution**

City Hall  
1 Dr. Carlton B. Goodlett Place  
San Francisco, CA 94102-4689

**File Number:** 180210

**Date Passed:** July 31, 2018

Resolution retroactively approving Amendment No. 2 to the Electronics and Technology Stores in Terminal 2 and Terminal 3 Lease No. 10-0038, between InMotion Entertainment Group, LLC, and the City and County of San Francisco, acting by and through its Airport Commission, to extend the term for two years for a total term of May 19, 2010, through December 31, 2020, with an option for early termination, and no change to the minimum annual guarantee of \$412,485.

July 26, 2018 Budget and Finance Sub-Committee - AMENDED

July 26, 2018 Budget and Finance Sub-Committee - RECOMMENDED AS AMENDED AS A COMMITTEE REPORT

July 31, 2018 Board of Supervisors - ADOPTED

Ayes: 11 - Cohen, Brown, Fewer, Kim, Mandelman, Peskin, Ronen, Safai, Stefani, Tang and Yee

File No. 180210

**I hereby certify that the foregoing Resolution was ADOPTED on 7/31/2018 by the Board of Supervisors of the City and County of San Francisco.**

**Angela Calvillo**  
Clerk of the Board

**London N. Breed**  
Mayor

**Date Approved**