

[Lease Amendment - Domestic Terminal 3 Common Use Club - American Express Travel Related Services Company, Inc.]

Resolution approving Amendment No. 3 to the Domestic Terminal 3 Common Use Club Lease No. 13-0006 between American Express Travel Related Services Company, Inc., as tenant, and the City and County of San Francisco, acting by and through its Airport Commission, as landlord, to temporarily relocate the American Express Centurion Lounge from its Terminal 3 premises to Terminal 2 during the construction of the Terminal 3 West construction project, expected to last approximately two years, with a temporary decrease of the Minimum Annual Guarantee amount to \$2,025,827.70 and of the annual Promotional Charge to \$9,035 and a day to day extension of the Lease term from July 18, 2014, through November 5, 2031, during the temporary operation of the Centurion Lounge in Terminal 2.

WHEREAS, On November 10, 2020, by Resolution No. 13-0006, the Airport Commission (the "Commission") awarded the Terminal 3 Common Use Club Lease No. 13-0006 ("Lease") to American Express Travel Related Services Company, Inc., as tenant ("Tenant") for the operation of the American Express Centurion Lounge ("Centurion Lounge") in Terminal 3 of the San Francisco International Airport ("Airport"), for a term of 10 years, initially scheduled to expire November 5, 2024; and

WHEREAS, On October 22, 2013, by Resolution No. 367-13, this Board of Supervisors approved the Lease; and

WHEREAS, On October 6, 2020, by Resolution No. 20-0180, the Commission adopted the COVID-19 Emergency Rent Relief Program for Airport Concession Tenants, which was memorialized in Amendment No. 1 to the Lease ("Amendment No. 1"); and

1 WHEREAS, On January 5, 2021, by Ordinance No. 5-21, this Board of Supervisors
2 approved Amendment No. 1; and

3 WHEREAS, On November 10, 2020, by Resolution No. 20-0207, the Commission
4 approved Amendment No. 2 to the Lease ("Amendment No. 2"), which increased the square
5 footage of the Centurion Lounge to approximately 15,287 square feet, established an
6 increased Minimum Annual Guarantee ("MAG") amount of \$3,226,546 for the newly expanded
7 premises, increased the annual Promotional Charge to \$15,287, extended the term of the
8 Lease through to November 5, 2031, and provided for a further day to day extension of the
9 term in the event that the Centurion Lounge had to cease operations due to construction of
10 the Airport's T3 West construction project; and

11 WHEREAS, On June 8, 2021, by Resolution No. 270-21, this Board of Supervisors
12 approved Amendment No. 2; and

13 WHEREAS, On March 4, 2025, by Resolution No. 25-0043 the Commission approved
14 Amendment No. 3 to the Lease ("Amendment No. 3"), which (i) temporarily relocates the
15 Centurion Lounge from Terminal 3 to Terminal 2 during the construction of the Airport's T3
16 West construction project, for approximately two years, commencing around July 1, 2025; (ii)
17 establishes a new MAG amount of \$2,025,827.70 and annual Promotional Charge of \$9,035
18 to reflect the decrease in square footage of the Terminal 2 premises; (iii) commits the Airport
19 to construct a new entrance to the Centurion Lounge at the original premises in Terminal 3
20 and (iv) confirms the day to day extension of the Lease term during the temporary operation of
21 the Centurion Lounge in Terminal 2; and

22 WHEREAS, Given the inherent uncertainty around the schedule and logistics of
23 temporarily relocating tenants during a large scale construction project such as the Terminal 3
24 West construction project, Amendment No. 3 also authorizes the Airport Director to enter into
25 further non-material modifications of the Lease in order to implement the purposes of the

1 temporary relocation of the Centurion Lounge without the further approval of the Commission
2 or Board of Supervisors, provided that the terms of any such modification do not otherwise (a)
3 materially increase the financial obligations or liabilities of City; (b) increase the term of the
4 Lease, or (c) change the permitted use under the Lease; now, therefore, be it

5 RESOLVED, That this Board of Supervisors approves Amendment No. 3 to the
6 Terminal 3 Common Use Club Lease No. 13-0006, a copy of which is on file with the Clerk of
7 the Board of Supervisors in File No. 250627; and, be it

8 FURTHER RESOLVED, That within thirty (30) days of the amendment being fully
9 executed by all parties, the Commission shall provide the final amendment to the Clerk of the
10 Board of Supervisors for inclusion into the official file.



City and County of San Francisco
Tails
Resolution

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

File Number: 250627

Date Passed: July 22, 2025

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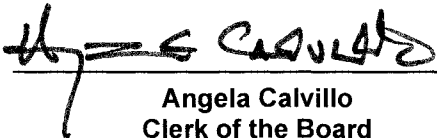
July 16, 2025 Budget and Finance Committee - RECOMMENDED

July 22, 2025 Board of Supervisors - ADOPTED

Ayes: 11 - Chan, Chen, Dorsey, Engardio, Fielder, Mahmood, Mandelman, Melgar, Sauter, Sherrill and Walton

File No. 250627

**I hereby certify that the foregoing
Resolution was ADOPTED on 7/22/2025 by
the Board of Supervisors of the City and
County of San Francisco.**


Angela Calvillo
Clerk of the Board



Daniel Lurie
Mayor

08/01/25

Date Approved