

**SECOND AMENDMENT TO THE AIRPORT USE AND LEASE AGREEMENT**

**THIS SECOND AMENDMENT TO THE AIRPORT USE AND LEASE AGREEMENT** is made and entered into as of the date stated on the City’s signature page below, by and between the **CITY AND COUNTY OF DENVER**, a municipal corporation of the State of Colorado, on behalf of its Department of Aviation (“**the City**”) and **ALASKA AIRLINES, INC.**, a corporation organized and existing under and by virtue of the laws of the State of Alaska, and authorized to do business in the State of Colorado (“**Airline**”).

**WITNESSETH**

**WHEREAS**, the City owns and operates Denver International Airport (“**DEN**” or the “**Airport**”); and

**WHEREAS**, the parties hereto entered into a certain Use and Lease Agreement, which was effective January 1, 2012, and a First Amendment effective November 9, 2016 (the “**Existing Agreement**”), under which the Airline and the City agree to the terms of the Airline's use and lease of certain premises and facilities at the Airport; and

**WHEREAS**, the City, in 2017, required the Airline to relocate some of its storage space and the parties now wish to memorialize these changes to the existing Demised Premises; and

**WHEREAS**, the City is relocating the Airline’s ticket counter and other operations in the Jeppesen Terminal for the Great Hall project (the “**Relocation Project**”);

**NOW, THEREFORE**, for and in consideration of the premises and other good and valuable consideration, the parties hereto agree as follows:

1. “**Exhibit C**” found in the Existing Agreement shall be deleted in its entirety and replaced with the new “**Exhibit C**” attached hereto.
2. “**Exhibit D**” found in the Existing Agreement shall be deleted in its entirety and replaced with the new “**Exhibit D**” attached hereto.
3. In accordance with section 4.08 of the Agreement, the City is responsible for reasonable costs related to the Relocation Project. The reasonable cost for this relocation is capped at Eight Hundred Six Thousand Four Hundred Eighty-Four Dollars and zero cents (\$806,484.00) (the “**Maximum Relocation Liability**”). The City will contract for the relocation and will pay the relocation contractor directly for the relocation expenses. Any cost which exceeds the Maximum Relocation Liability will be paid by the Airline.
4. Any subsequent expenses directly incurred by the Airline must be submitted to the City with sufficient documentation to support the expenses. The City will reimburse the actual cost of these expenses; however, the City shall not be liable for any expenses which exceed the Maximum Relocation Liability.
5. The City installed an additional self-service kiosk for the Airline. The cost of the

installation was Ten Thousand Thirty-Four dollars (\$10,034.00) (the “Reimbursement Amount”). The Reimbursement Amount will be deducted from the Maximum Relocation Liability paid by the City.

6. The following is added to the Agreement as Section 10.25:

**10.25. PAYMENT OF MINIMUM WAGE**

Airline shall comply with, and agrees to be bound by, all requirements, conditions, and City determinations regarding the City’s Minimum Wage Ordinance, Sections 20-82 through 20-84 D.R.M.C., including, but not limited to, the requirement that every covered worker shall be paid no less than the City Minimum Wage in accordance with the foregoing D.R.M.C. Sections. By executing this Agreement, Airline expressly acknowledges that Airline is aware of the requirements of the City’s Minimum Wage Ordinance and that any failure by Airline, or any other individual or entity acting subject to this Agreement, to strictly comply with the foregoing D.R.M.C. Sections shall result in the penalties and other remedies authorized therein.

7. Except as modified by this Amendment, all of the terms and conditions of the Existing Contract shall remain in full force and effect.

8. This Amendment to Contract shall not be effective or binding on the City until approved and fully executed by all signatories of the City and County of Denver.

**[THE REMAINDER OF THIS PAGE IS INTENTIONALLY LEFT BLANK]**

**[SIGNATURE PAGES TO FOLLOW]**

**Contract Control Number:**

IN WITNESS WHEREOF, the parties have set their hands and affixed their seals at Denver, Colorado as of

SEAL

**CITY AND COUNTY OF DENVER**

ATTEST:

By \_\_\_\_\_

\_\_\_\_\_

APPROVED AS TO FORM:

REGISTERED AND COUNTERSIGNED:

By \_\_\_\_\_


By \_\_\_\_\_

By \_\_\_\_\_



Contract Control Number: PLANE-201205585-02

Contractor Name: Alaska Airlines, Inc.

By: 

Name: Shane Jones  
(please print)

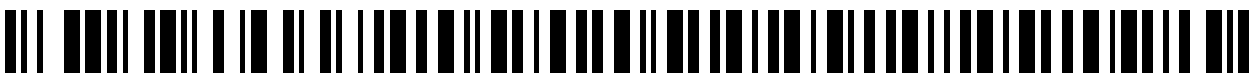
Title: VP - Airport Real Estate  
(please print)

ATTEST: [if required]

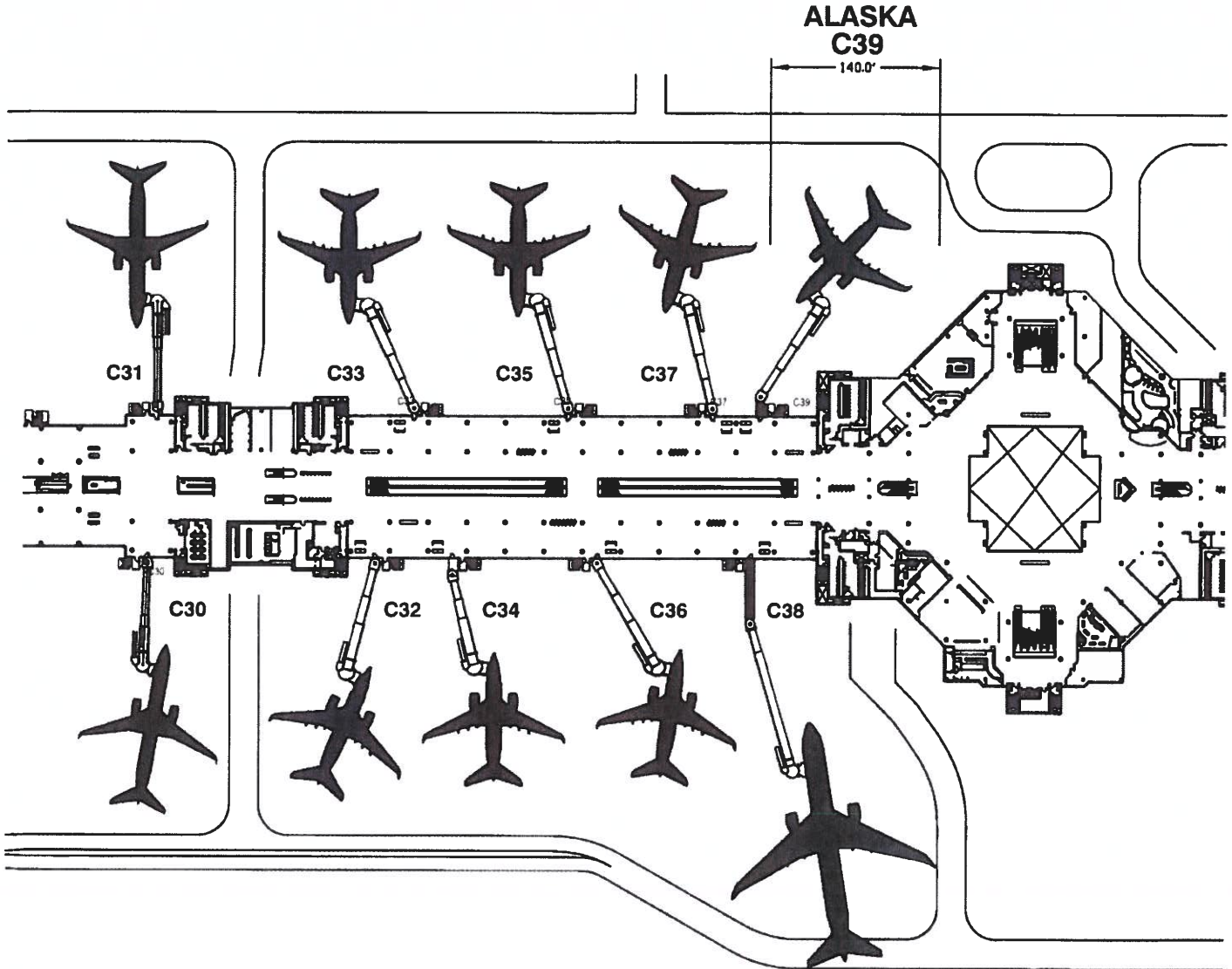
By: 

Name: Amy Fuller-Lyman  
(please print)

Title: Manager  
(please print)



March 15, 2016 to End of Term



■ PLANE POSITIONS FOR PREFERENTIAL USE ONLY

SCALE 1" = 120.00'



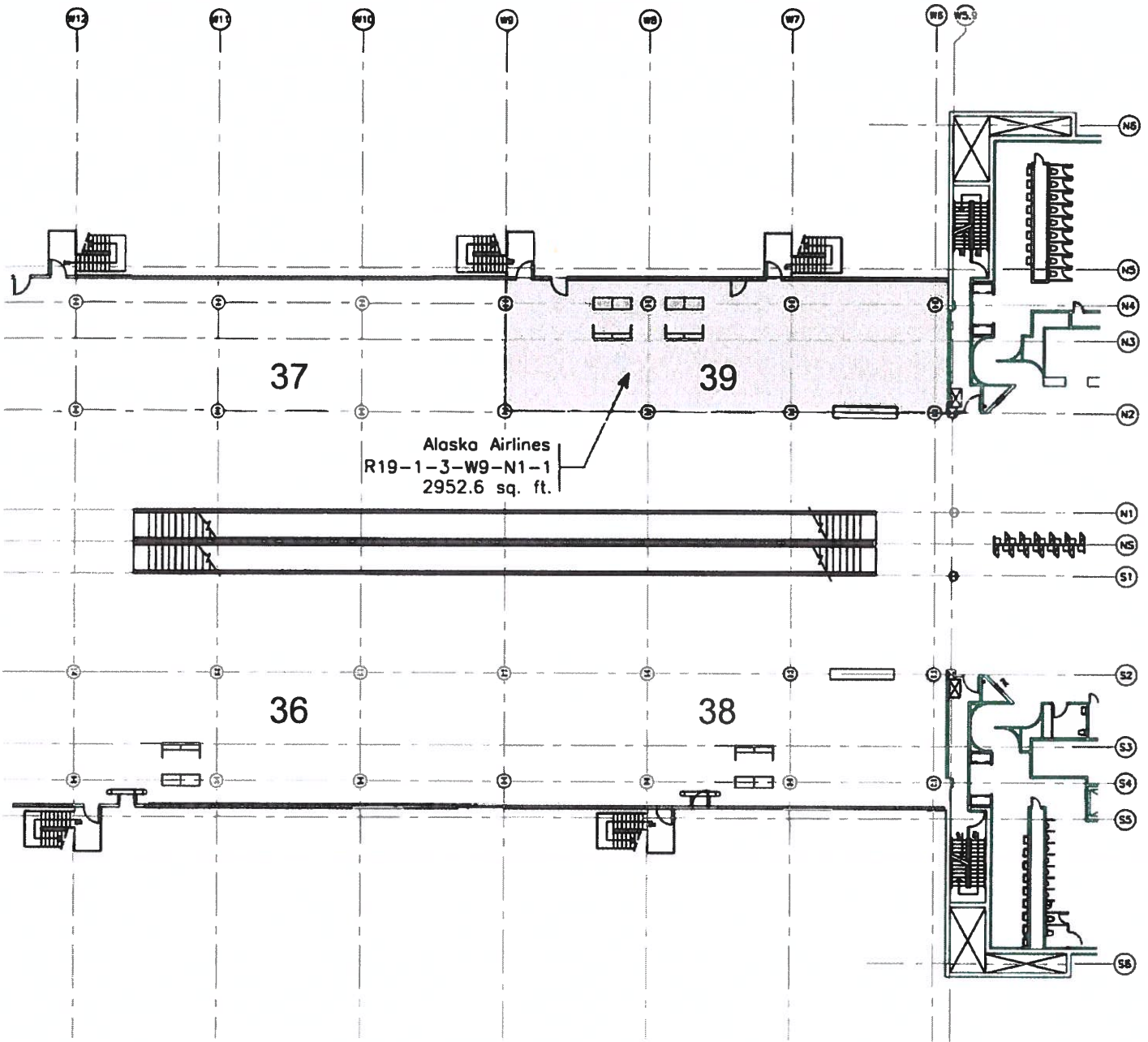
**NOTE:**

This exhibit depicts only approximate dimensions and square footage of leased area based upon planning data and is not intended to show dimensions for construction details.

DEN Property Management

 KEY PLAN CONCOURSE C		REVISED	DENVER INTERNATIONAL AIRPORT	
			EXHIBIT C Alaska Airlines Gate Location	
		CC#: atal	DATE: 05/03/16	

AC-PKG-ALAL-CONC-C1



- CONC. WALL (BY CITY)
- STUD/BRICK/CMU WALL (BY CITY)
- GLASS WALL (BY CITY)
- TENANT LEASE LINE

(H) (S) COLUMNS  
 NIC = Not Included  
 (In Lease or Sq. Ft. Calc.)

SCALE 1" = 30.00'



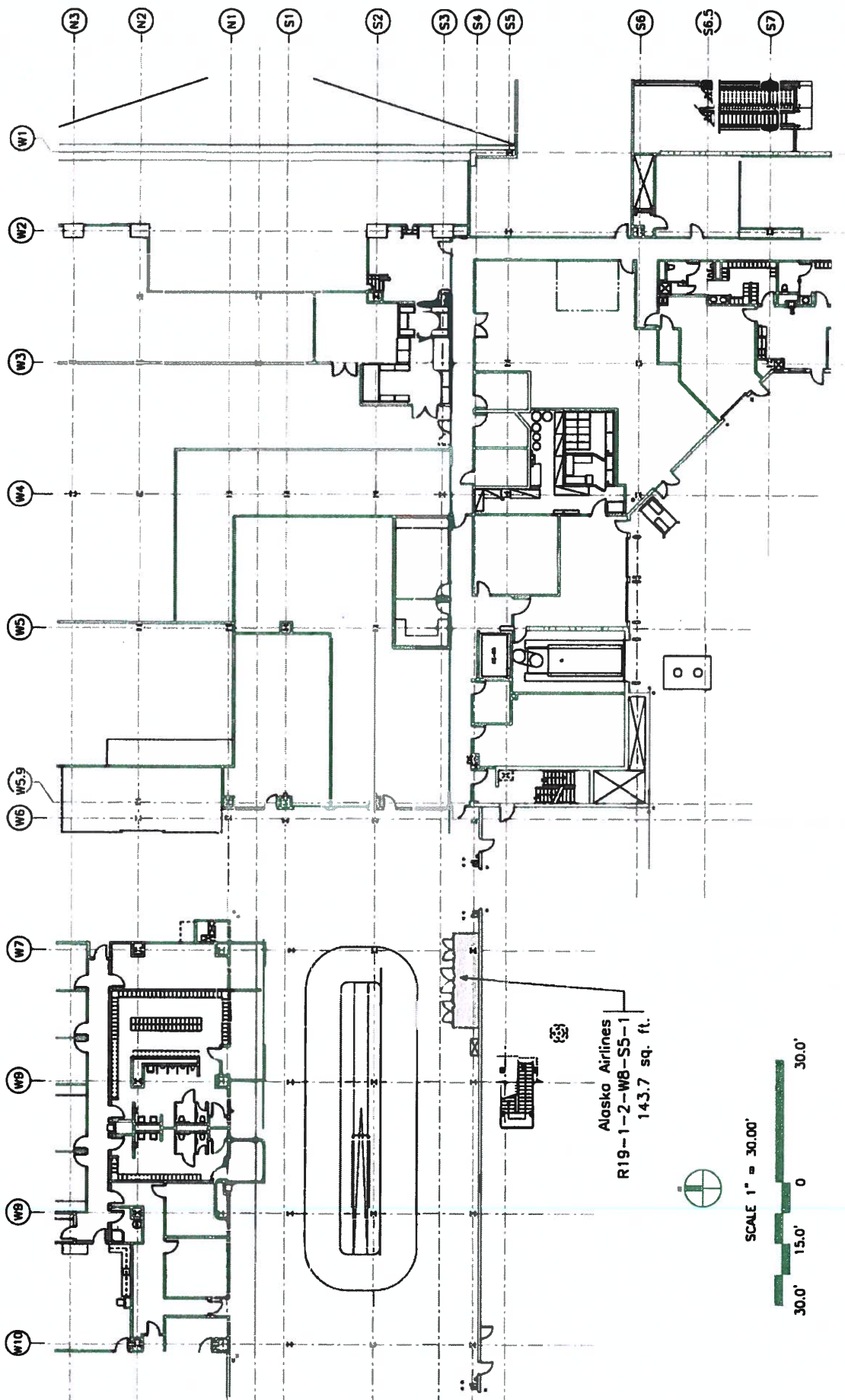
**NOTE:**

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DEN Property Management

<p>KEY PLAN CONCOURSE C</p>		REVISED	DENVER INTERNATIONAL AIRPORT	
			EXHIBIT C Concourse C Conc. Level Alaska Airlines	
		CC#: alal	DATE: 04/26/16	

R19-1-3-15-18



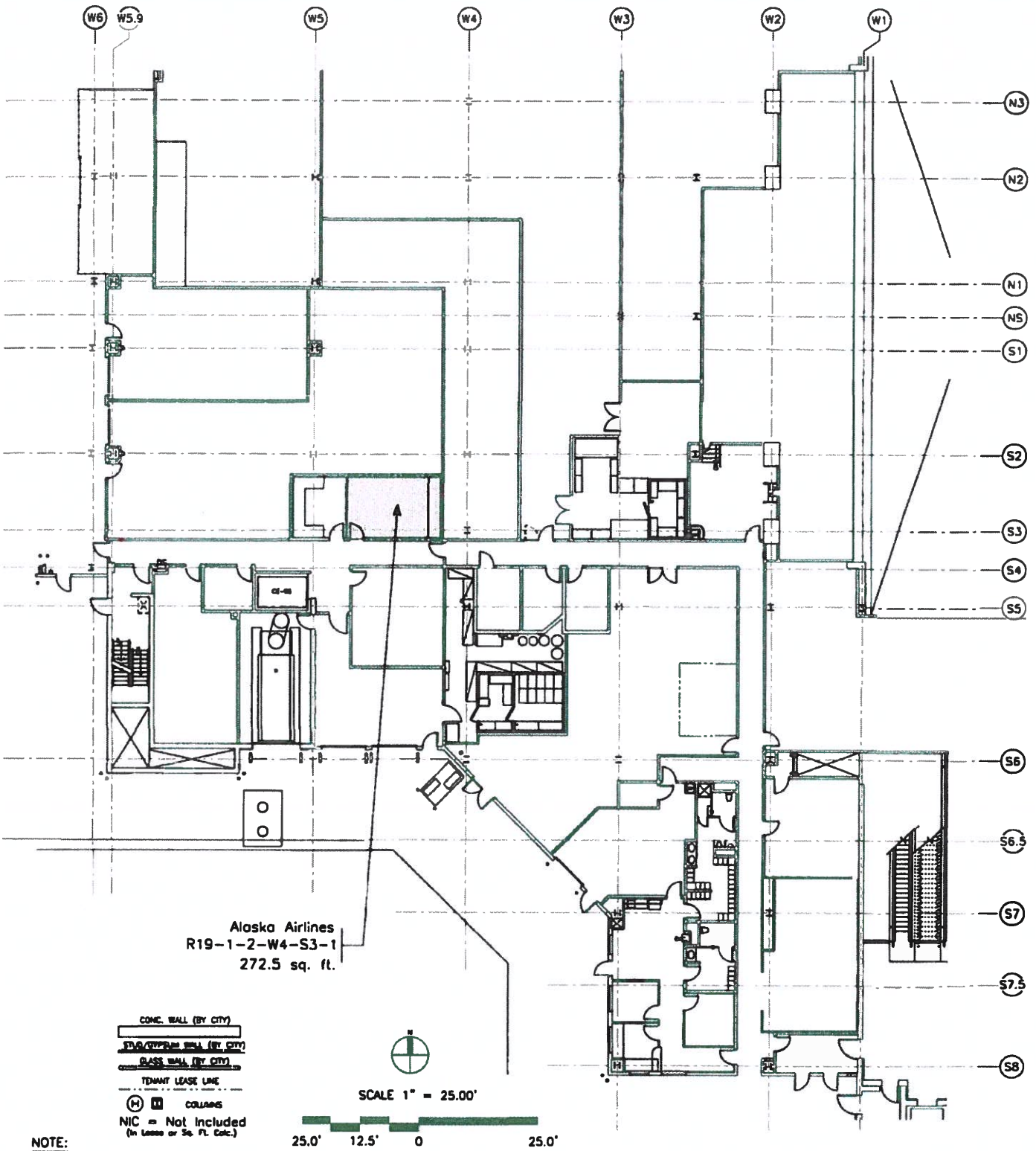
**NOTE:**  
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DEN Property Management	
REVISED	DENVER INTERNATIONAL AIRPORT
EXHIBIT C	
Concourse C Apron Level	
Alaska Airlines	
CC#: alal	DATE: 05/31/16
R19-1-2-15-82	



KEY PLAN CONCOURSE C

- CONC. WALL (BY CITY)
- STUD/CONCRETE WALL (BY CITY)
- GLASS WALL (BY CITY)
- TENANT LEASE LINE
- (H) COLUMNS
- NIC = Not Included (In Lease of Sq. Ft. Conc.)



**NOTE:**  
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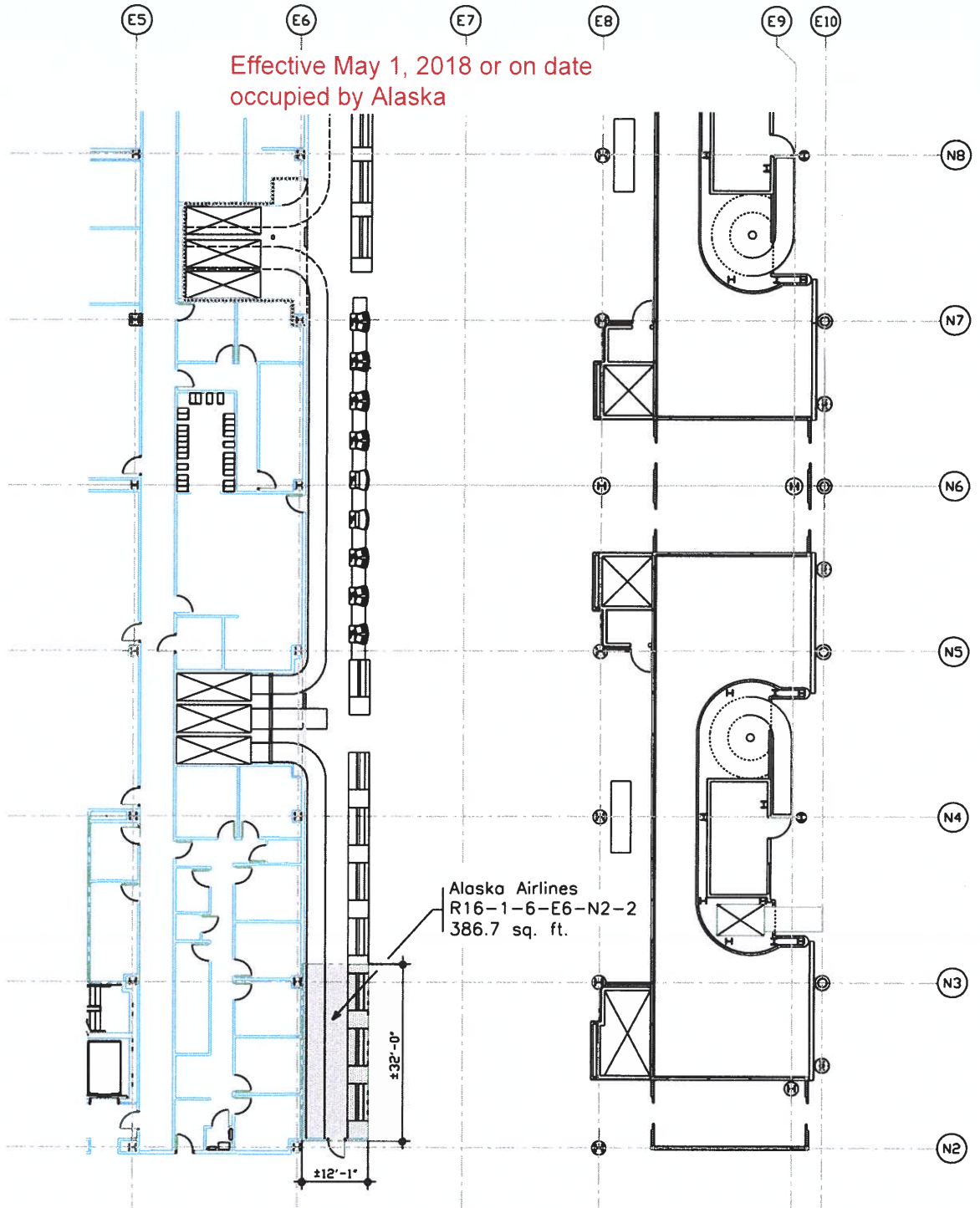
DEN Property Management

 KEY PLAN CONCOURSE C		REVISED	DENVER INTERNATIONAL AIRPORT	
			EXHIBIT C Concourse C Apron Level Alaska Airlines	
		CC#: olol	DATE: 04/25/16	

R19-1-2-15-81



Effective May 1, 2018 or on date occupied by Alaska



- CONC. WALL (BY CITY)
- STUD/GYPSUM WALL (BY CITY)
- GLASS WALL (BY CITY)
- TENANT LEASE LINE

(H) (C) COLUMNS  
 NIC = Not Included  
 (In Lease or Sq. Ft. Calc.)

SCALE 1" = 25.00'



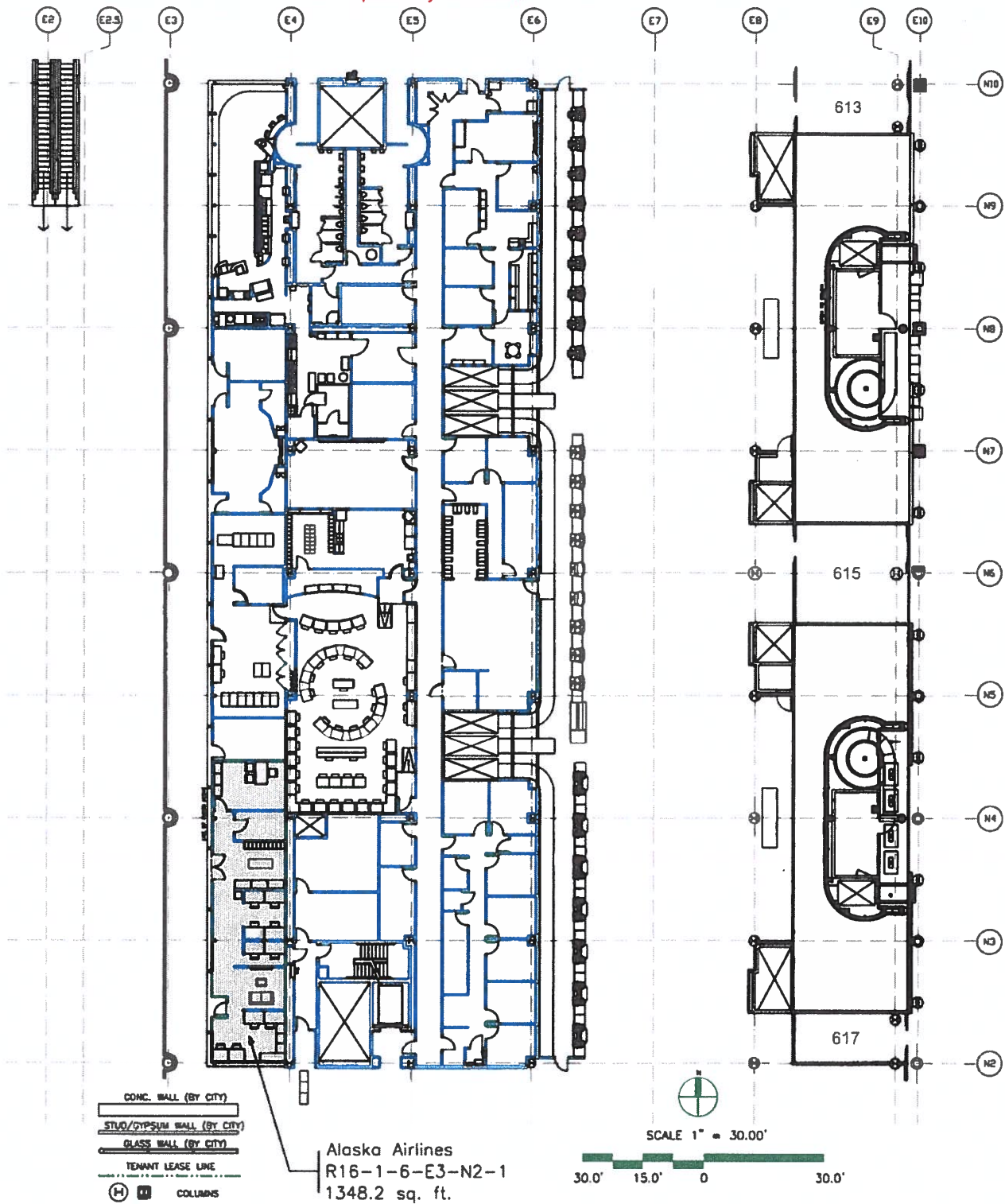
NOTE:

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DEN Property Management

		REVISED	DENVER INTERNATIONAL AIRPORT	
			EXHIBIT D Terminal Level 6 Alaska Airlines	
		CC#: alal	DATE: 01/10/18	

Effective May 1, 2018 or on date occupied by Alaska.



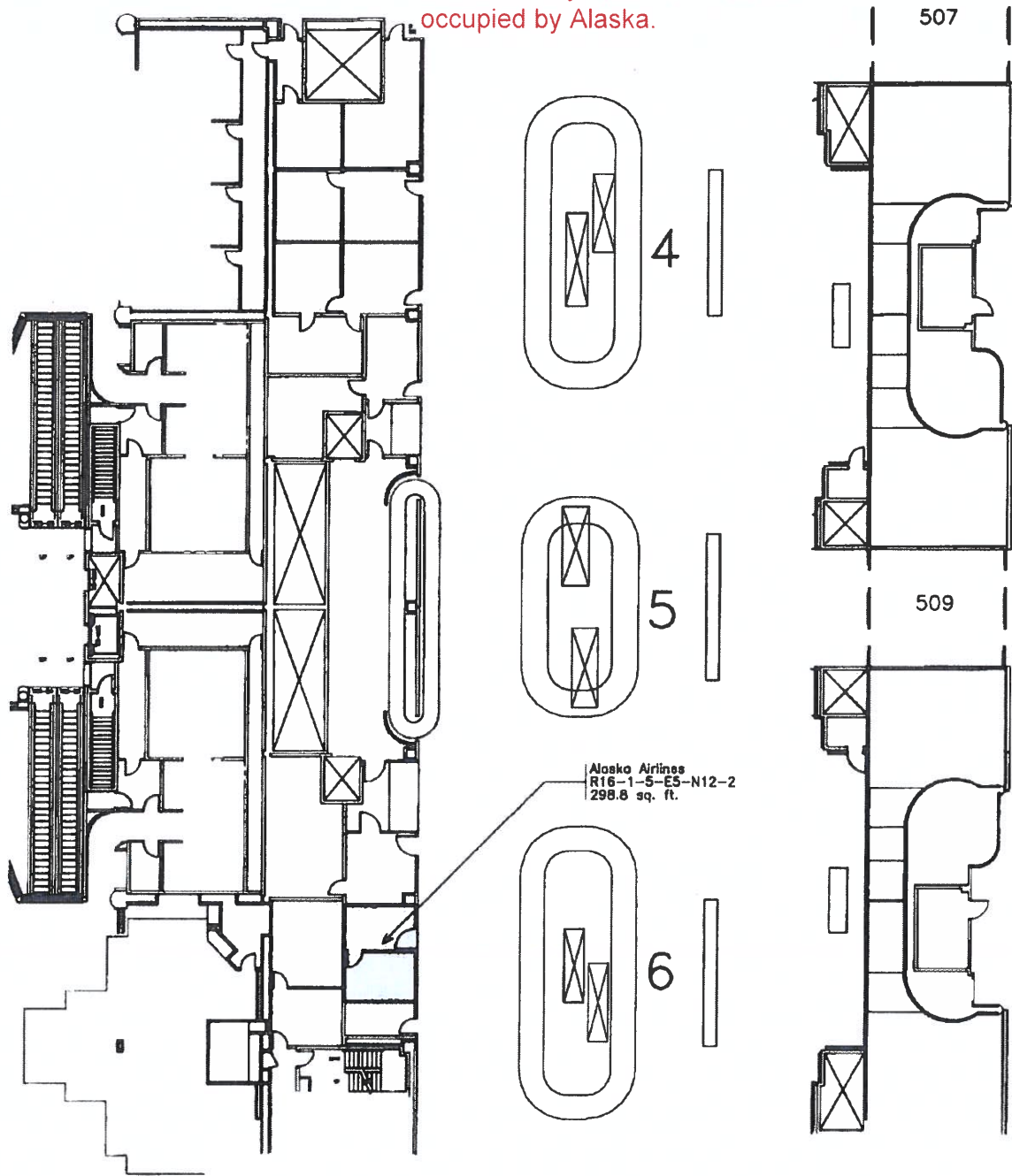
**NOTE:**  
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DEN Property Management

	<p>KEY PLAN TERMINAL AREA</p>		REVISED	DENVER INTERNATIONAL AIRPORT
			<p>EXHIBIT D Terminal Level 6 Alaska Airlines</p>	
			CC#: alal	DATE: 01/05/18

R16-1-6-15-163

Effective May 1, 2018 or on date occupied by Alaska.



Alaska Airlines  
R16-1-5-ES-N12-2  
298.8 sq. ft.

CONC. WALL (BY CITY)  
REINFORCED CONCRETE WALL (BY CITY)  
GLASS WALL (BY CITY)  
TENTATIVE LEASE LINE  
COLUMNS  
NIC = Not Included  
(By Lease or Sq. Ft. Calc.)

SCALE 1" = 30.00'

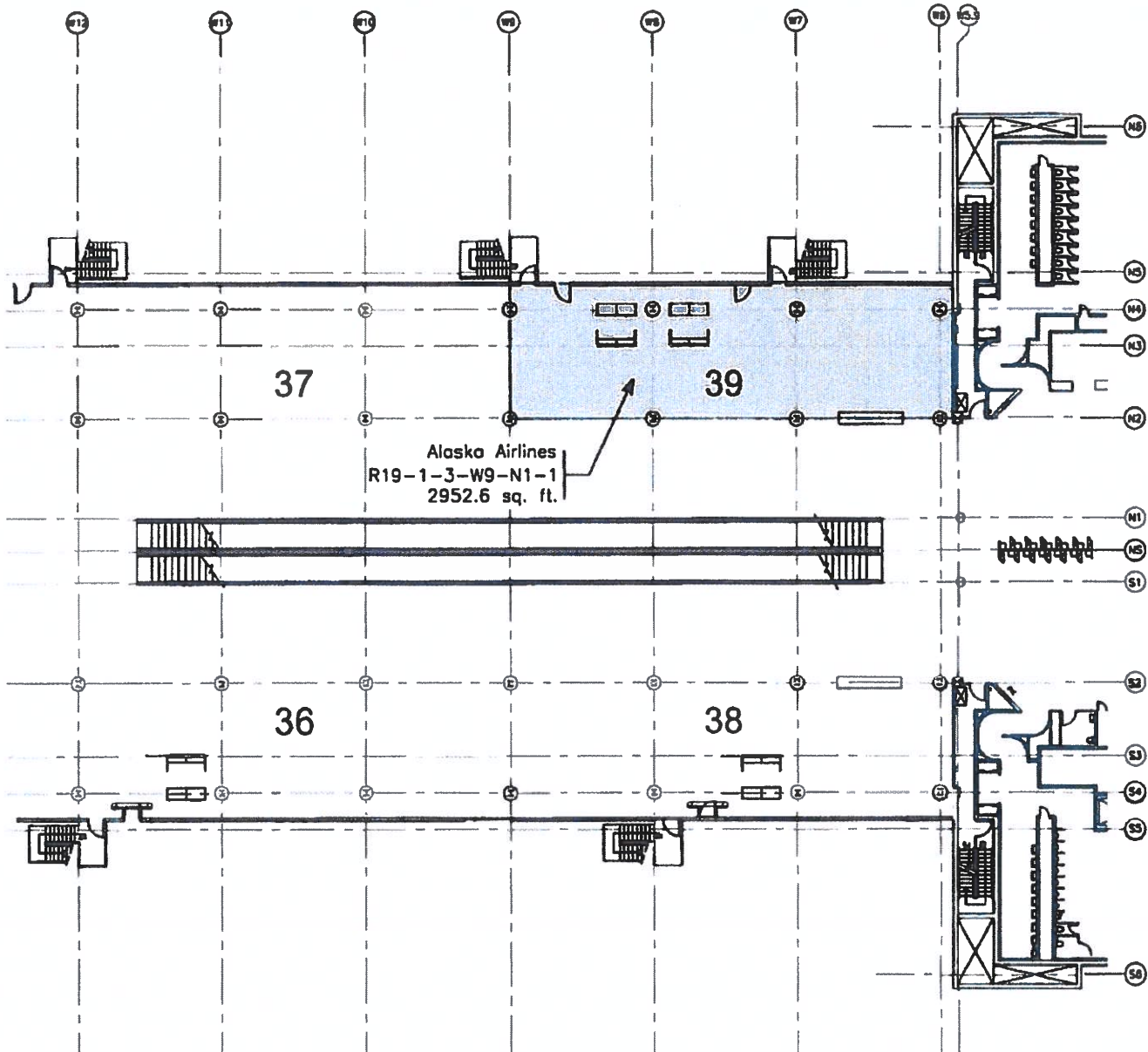


*Ronald Horn*  
MANAGER OF DESIGN

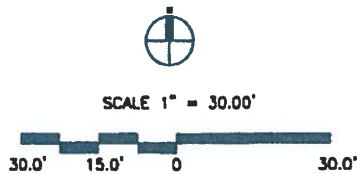
NOTE: This exhibit depicts only square footage of leased area based upon planning data and is not intended to address construction details.

<p>KEY PLAN TERMINAL AREA</p>		REVISED	DENVER INTERNATIONAL AIRPORT	
			EXHIBIT D Terminal Level 5 Alaska Airlines	
		CC#: alal	DATE: 6/27/08	

Effective March 15, 2016.



CONC. WALL (BY CITY)  
 STUO/GYPSUM WALL (BY CITY)  
 GLASS WALL (BY CITY)  
 TENANT LEASE LINE  
 (H) (M) COLUMNS  
 NIC = Not Included  
 (In Lease or Sq. Ft. Calc.)



**NOTE:**

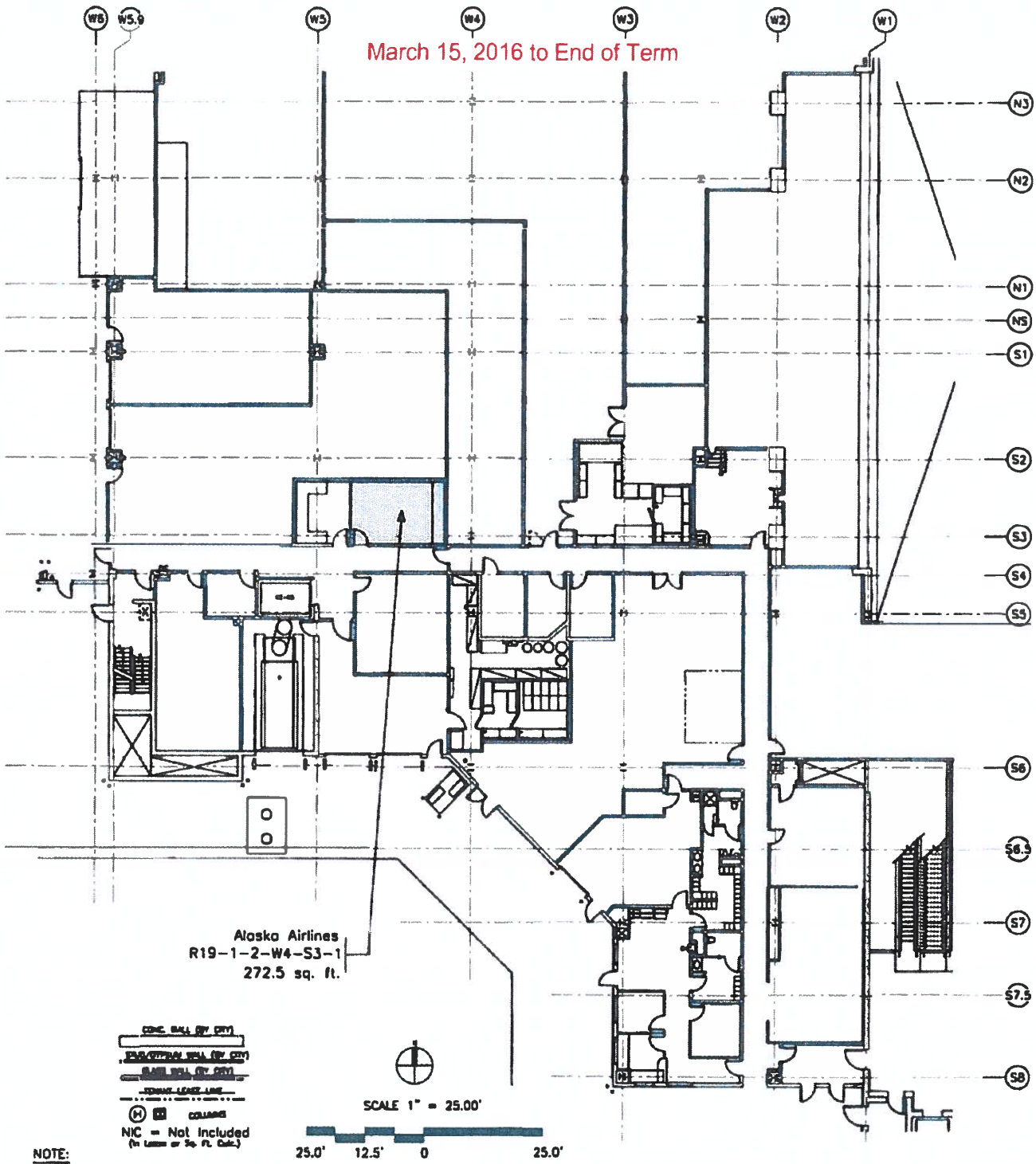
This exhibit depicts only approximate dimensions and square footage of leased area based upon planning data and is not intended to show dimensions for construction details.

DEN Property Management

 KEY PLAN CONCOURSE C		REVISED	DENVER INTERNATIONAL AIRPORT	
			EXHIBIT D	
			Concourse C Conc. Level	
			Alaska Airlines	
			CC#: alal	DATE: 04/26/16

R19-1-3-15-18

March 15, 2016 to End of Term



Alaska Airlines  
R19-1-2-W4-S3-1  
272.5 sq. ft.

- CONC. WALL (BY CITY)
- STEEL WALL (BY CITY)
- STEEL BEAM (BY CITY)
- FORMER LEVEL LINE
- COLLARS
- NIC = Not Included  
(In Location or Sq. Ft. Counts)

SCALE 1" = 25.00'

25.0' 12.5' 0 25.0'

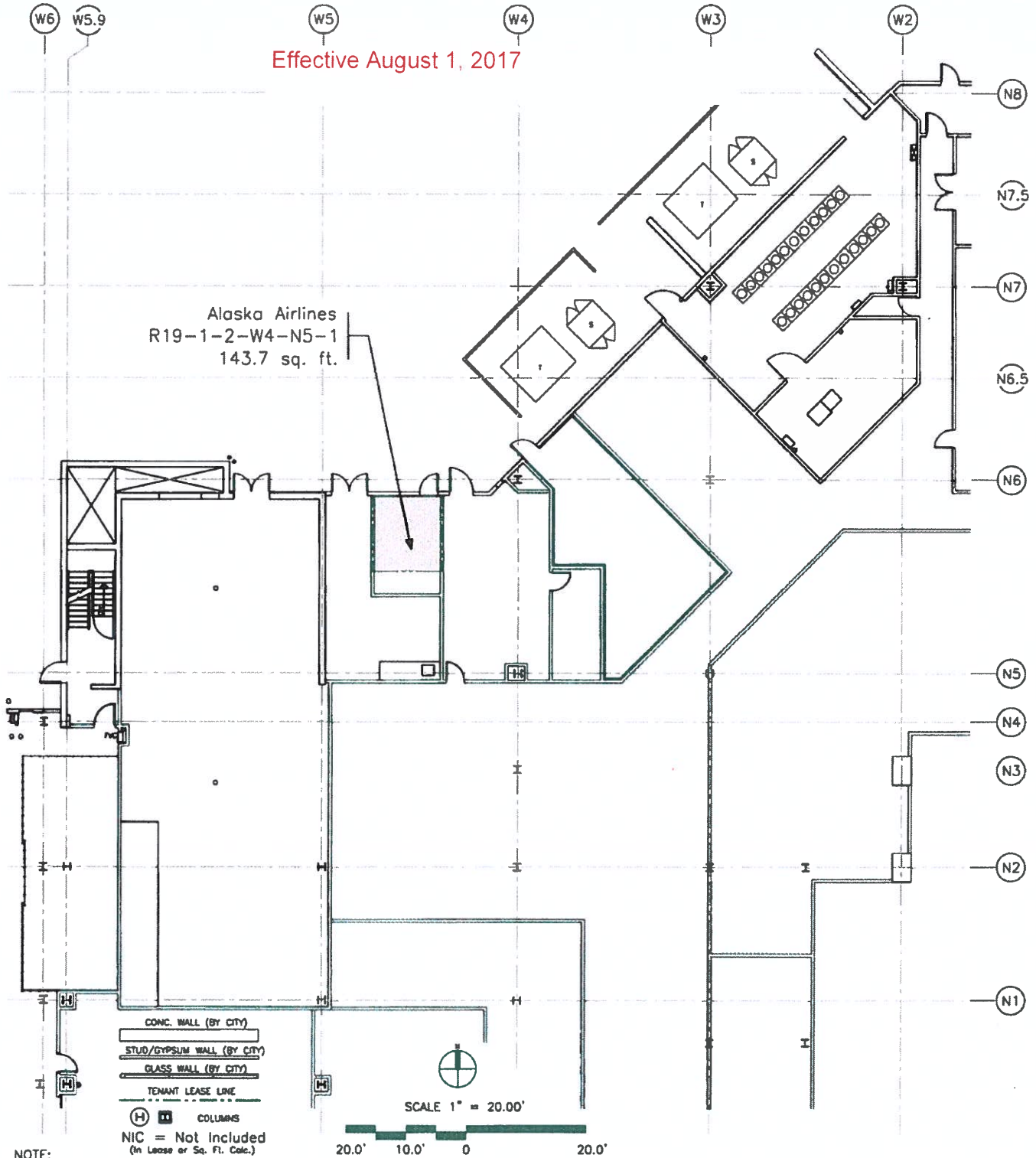
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DEN Property Management

<p>KEY PLAN CONCOURSE C</p>		REVISED	DENVER INTERNATIONAL AIRPORT	
			EXHIBIT D Concourse C Apron Level Alaska Airlines	
		CC#: alal	DATE: 04/25/16	
R19-1-2-15-81				

Effective August 1, 2017



**NOTE:**

This exhibit depicts only approximate dimensions and square footage of leased area based upon planning data and is not intended to show dimensions for construction details.

DEN Property Management

<p>KEY PLAN CONCOURSE C</p>		REVISED	DENVER INTERNATIONAL AIRPORT	
			EXHIBIT D Concourse C Apron Level Alaska Airlines	
		CC#: alal	DATE: 10/09/17	

R19-1-2-15-27