

1 BY AUTHORITY

2 ORDINANCE NO. _____
3 SERIES OF 2011

COUNCIL BILL NO. _____
COMMITTEE OF REFERENCE:
4 BUSINESS, WORKFORCE & SUSTAINABILITY

5 A BILL

6 For an ordinance approving a proposed Second Amendment to Airport Use and
7 Facilities Lease Agreement between the City and County of Denver and Delta Air Lines,
8 Inc., concerning a lease at Denver International Airport.

9
10 **BE IT ENACTED BY THE COUNCIL OF THE CITY AND COUNTY OF DENVER:**

11 **Section 1.** The proposed Second Amendment to Airport Use and Facilities Lease
12 Agreement between the City and County of Denver and Delta Air Lines, Inc., in the words and
13 figures contained and set forth in that form of the Second Amendment to Airport Use and Facilities
14 Lease Agreement filed in the office of the Clerk and Recorder, Ex-Officio Clerk of the City and
15 County of Denver, on the 14th day of April, 2011, City Clerk's Filing No. 05-270-B is
16 hereby approved.

17
18 COMMITTEE APPROVAL DATE: April 8, 2011

19 MAYOR-COUNCIL DATE: April 12, 2011

20 PASSED BY THE COUNCIL _____ 2011

21 _____ - PRESIDENT

22 APPROVED: _____ - MAYOR _____ 2011

23 ATTEST: _____ - CLERK AND RECORDER,
24 EX-OFFICIO CLERK OF THE
25 CITY AND COUNTY OF DENVER
26

27 NOTICE PUBLISHED IN THE DAILY JOURNAL _____ 2011 _____ 2011

28 PREPARED BY: Helen E. Raabe, *[Signature]* DATE: April 14, 2011

29 Pursuant to section 13-12, D.R.M.C., this proposed ordinance has been reviewed by the office of the
30 City Attorney. We find no irregularity as to form, and have no legal objection to the proposed
31 ordinance. The proposed ordinance is submitted to the City Council for approval pursuant to § 3.2.6
32 of the Charter.
33

34 David R. Fine, City Attorney

35 BY: _____, _____ City Attorney

36 DATE: April 14, 2011

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

This Second Amendment to Airport Use and Facilities Lease Agreement is made and entered into as of this ____ day of _____, 2011, by and between the City and County of Denver, a municipal corporation of the State of Colorado ("the City"), and Delta Air Lines, Inc., a corporation organized and existing under and by virtue of the laws of the State of Delaware, and authorized to do business in the State of Colorado ("Airline").

WHEREAS, the City and Airline have previously entered into an Airport Use and Facilities Lease Agreement at Denver International Airport ("DIA"), dated May 17, 2005, and an Omnibus Agreement and Second Amendment dated October 3, 2006 ("Existing Agreement");

WHEREAS, City and Airline desire to modify the Existing Agreement to create an amended agreement ("Amended Agreement");

NOW, THEREFORE, for and in consideration of the mutual covenants and agreements, herein contained, City and Airline do hereby mutually undertake, promise and agree, each for itself and its successors, as follows:

1. Exhibit C-1, attached hereto, replaces Exhibit C of the Existing Agreement, effective on the dates specified in the attached revised Exhibit C-1.
2. Exhibit D-1, attached hereto, replaces Exhibit D of the Existing Agreement, effective on the dates specified in the attached revised Exhibit D-1.
3. Section 2.01 of the Existing Agreement is replaced by the following:

2.01 DEMISED PREMISES

The City hereby leases to the Airline and the Airline hereby agrees to lease from the City space in the passenger terminal building and concourses at the Airport designated in Exhibit D-1, (which drawings are incorporated herein and made a part hereof by reference) (collectively, the "Demised Premises"). The City and Airline acknowledge and agree that the dimensions of the Demised Premises as set forth in Exhibit D-1 are defined as part of this Agreement. It is acknowledged and agreed that the Demised Premises under this Agreement constitute non-residential real property. Except to the extent required for the performance of the obligations of the Airline hereunder, nothing contained in this Agreement shall grant to the Airline any rights whatsoever in the air space above the Demised Premises except as approved by the City.

4. Paragraph 6.01, "TERM OF AGREEMENT," of the Existing Agreement is deleted in its entirety and replaced with the following:

05-210-B

“The term of this Agreement shall commence on March 1, 2005 and shall terminate on December 31, 2011, unless this Agreement is earlier cancelled, terminated, or extended as hereinafter provided.”

4. Except as otherwise modified or amended herein, all terms and conditions of the Existing Agreement shall remain in full force and effect as though set out in full herein.

5. This Second Amendment to Airport Use and Facilities Lease Agreement is expressly subject to and shall not be or become effective or binding on the City until approved by the Denver City Council and fully executed by all signatories of the City.

[SIGNATURE PAGE FOLLOWS]

IN WITNESS WHEREOF, the parties hereto have caused this instrument to be executed as of the day and year first above written.

ATTEST:

CITY AND COUNTY OF DENVER

By _____
STEPHANIE Y. O'MALLEY, Clerk
and Recorder, Ex-Officio Clerk of
the City and County of Denver

By _____
Mayor

RECOMMENDED AND APPROVED:

By  _____
Manager of Aviation

APPROVED AS TO FORM:

DAVID R. FINE, Attorney for
the City and County of Denver

By _____
Assistant City Attorney

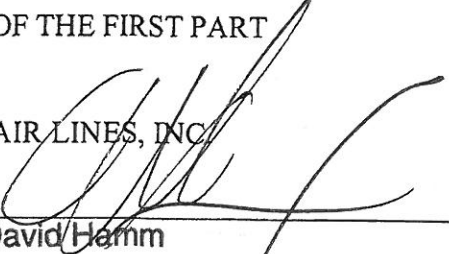
REGISTERED AND COUNTERSIGNED:

By _____
Manager of Finance
Contract Control No. AR 56006 (2)

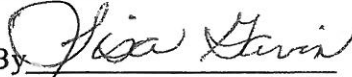
By _____
Auditor

PARTY OF THE FIRST PART

DELTA AIR LINES, INC.

By  _____
David Hamm
Title Director- Corporate Real Estate

ATTEST:

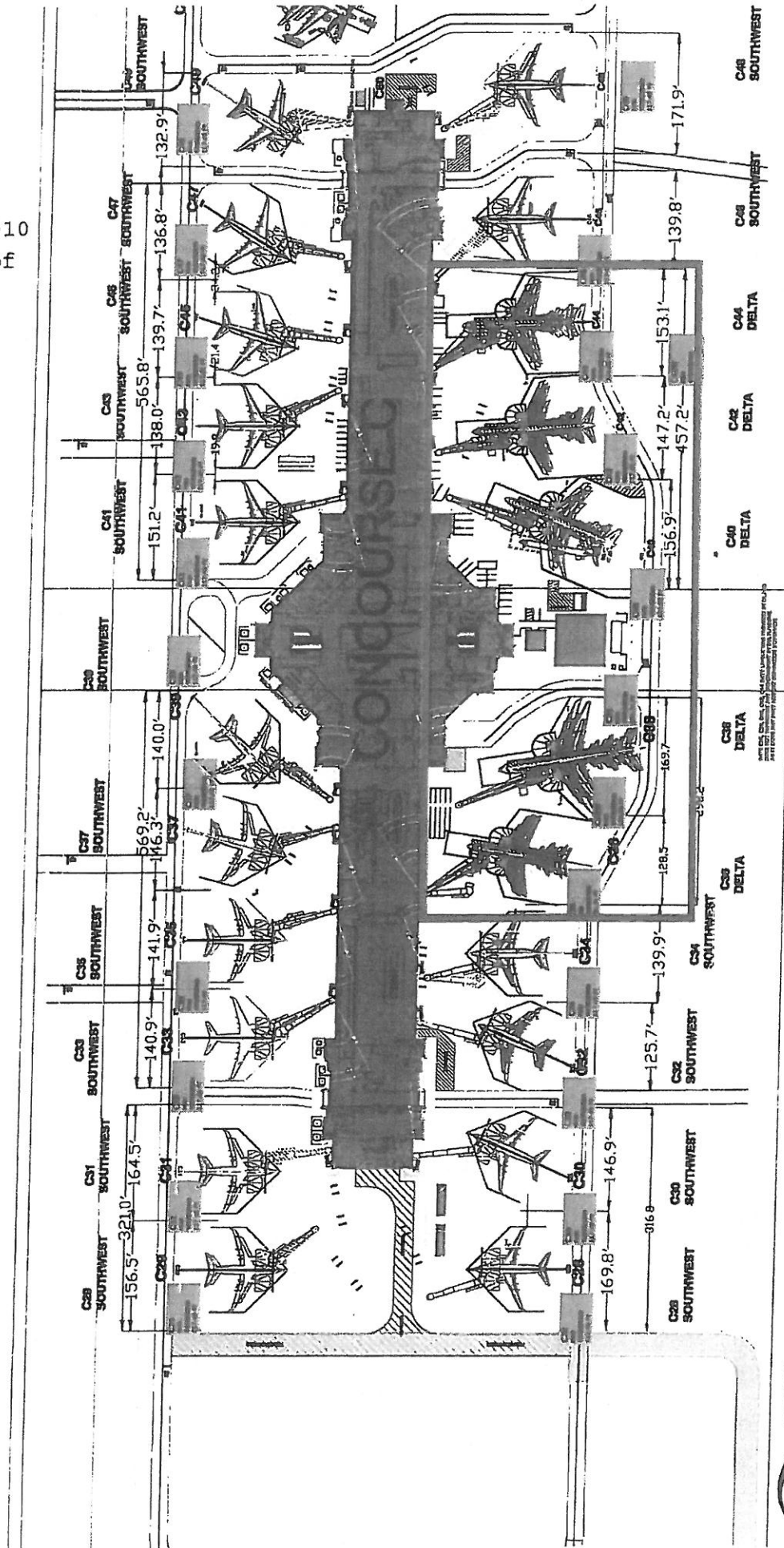
By  _____
Title Analyst

PARTY OF THE SECOND PART

Exhibit C-1

Effective
January 1, 2010
through End of
Term

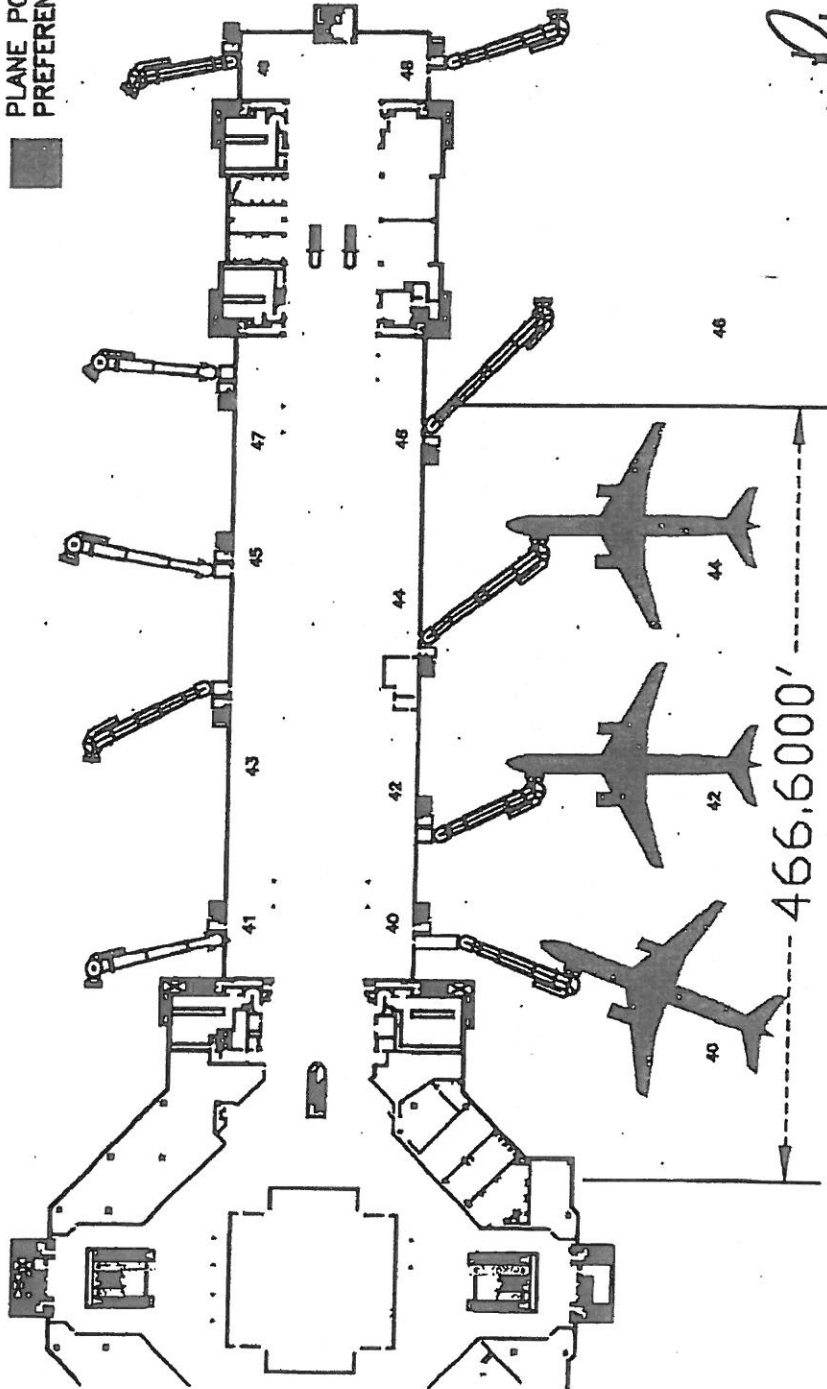
Exhibit C-1



DENVER INTERNATIONAL AIRPORT
CONCOURSE C


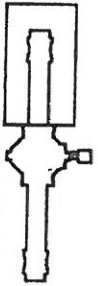

Effective September 1, 2006 through December 31, 2009

PLANE POSITION FOR
PREFERENTIAL USE ONLY

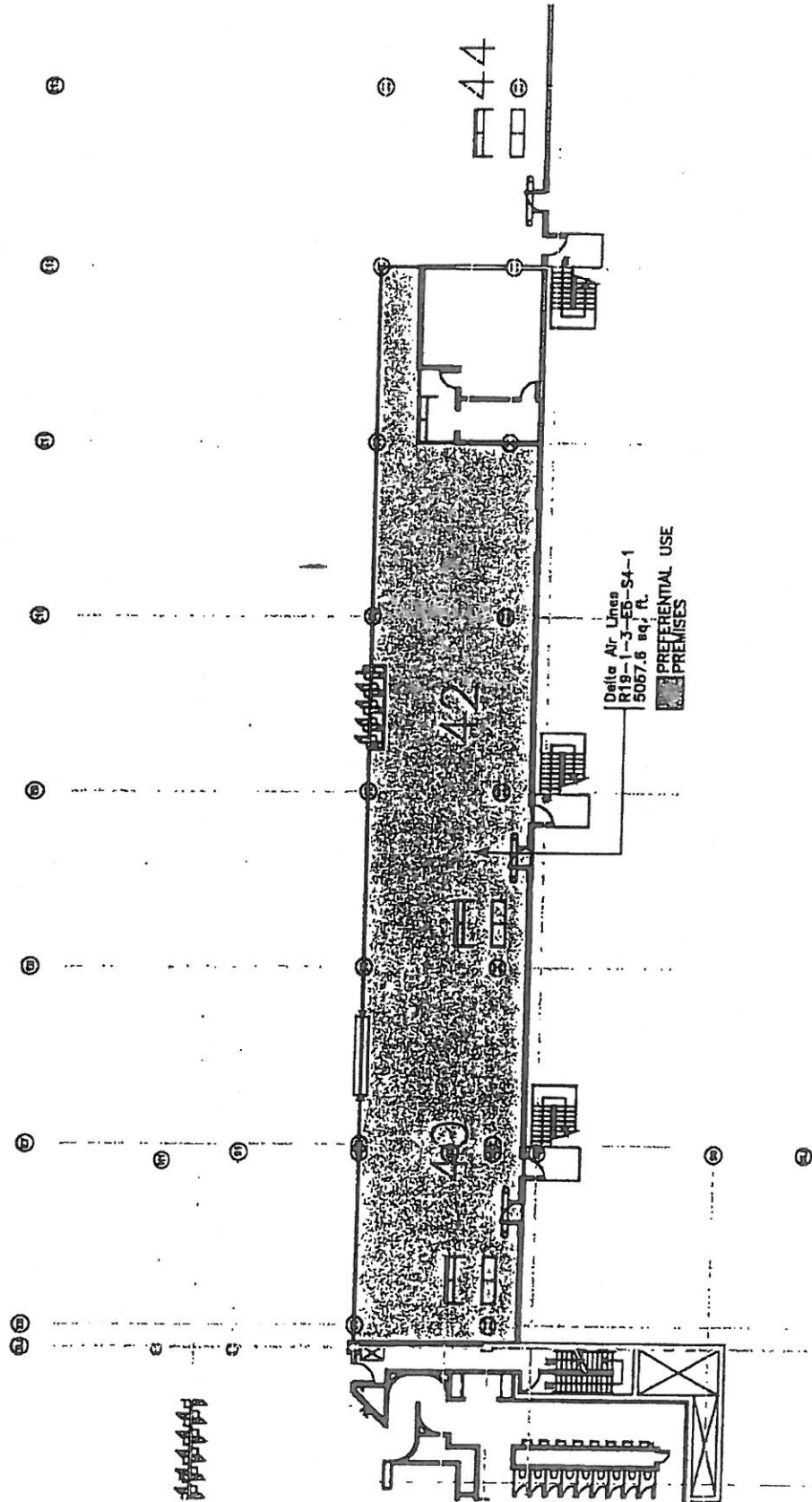


R. M. Brown
MANAGER OF DESIGN

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

REVISED	7/26/06		
DENVER INTERNATIONAL AIRPORT			
EXHIBIT C-1			DATE: 1/25/00
DELTA-AIRLINES GATE LOCATIONS			
CC#: DELTA			

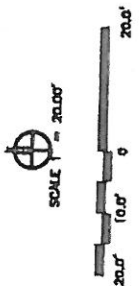
Effective March 1, 2005 through End of Term



Frank K. ...
 MANAGER OF DESIGN

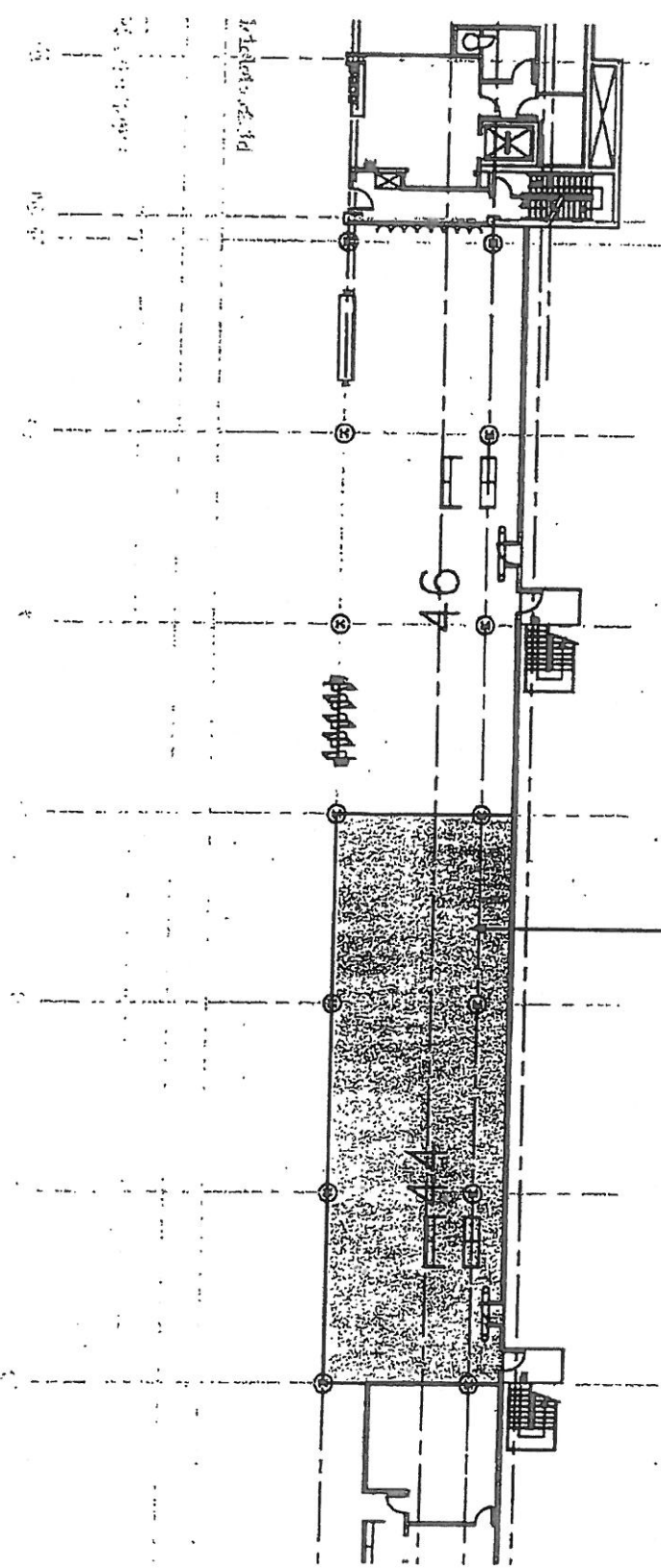
NOTE: This exhibit depicts only square footage of leased area based upon planning data and is not intended to address construction details.

REVISED	TO/12/04	DENVER INTERNATIONAL AIRPORT EXHIBIT C-1 D-1 Concourse C Conc. Level Delta Air Lines
KEY PLAN CONCOURSE C		
		DATE: 2/16/03



DATE: 2/16/03
 PROJECT: DENVER INTERNATIONAL AIRPORT
 EXHIBIT C-1 D-1
 CONCOURSE C CONC. LEVEL
 DELTA AIR LINES
 C-1
 DATE: 2/16/03

Effective September 1, 2006 through End of Term



Delta Air Lines
R19-1-3-E11-S4-1
2885.3 sq. ft.

■ PREFERENTIAL USE
PREMISES

SCALE 1" = 20.00'
20.0' 10.0' 0 20.0'

Frank Kout
MANAGER OF DESIGN

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

REVISED 2/28/03 T-28-03	DENVER INTERNATIONAL AIRPORT EXHIBIT D - 1 Concourse C Concourse Level Delta Air Lines	DATE: 2/18/03
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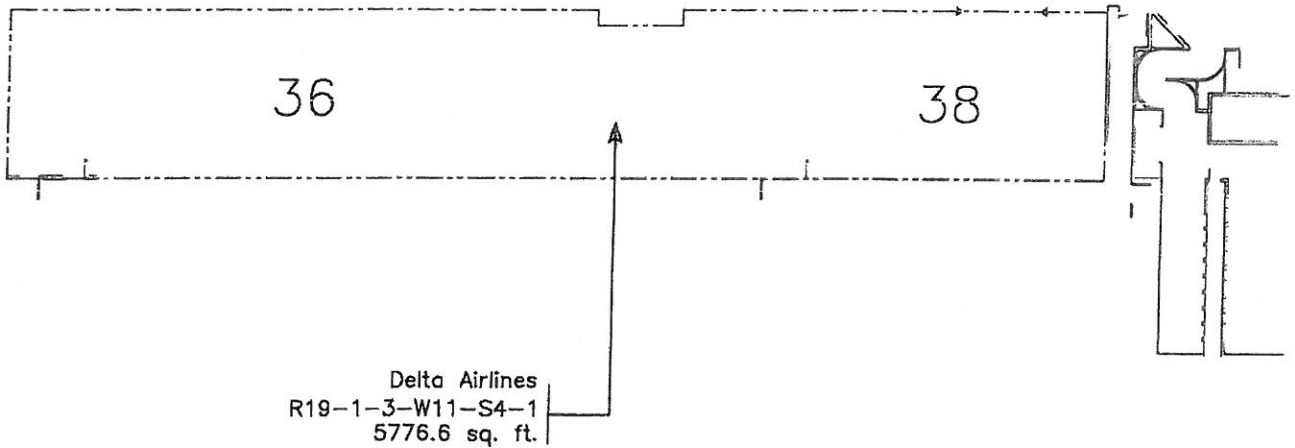
KEY PLAN CONTOUR C

R19-1-3-1B-2

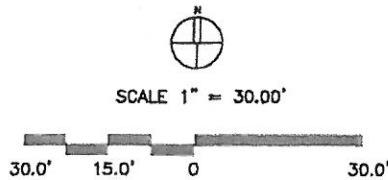
Effective January 1, 2010 through End of Term

37

39



CONC. WALL (BY CITY)
 STUB/CRIPPLED WALL (BY CITY)
 GLASS WALL (BY CITY)
 TENANT LEASE LINE
 (F) (M) columns
 NIC = Not Included
 (in Lease or Sq. Ft. Calc.)



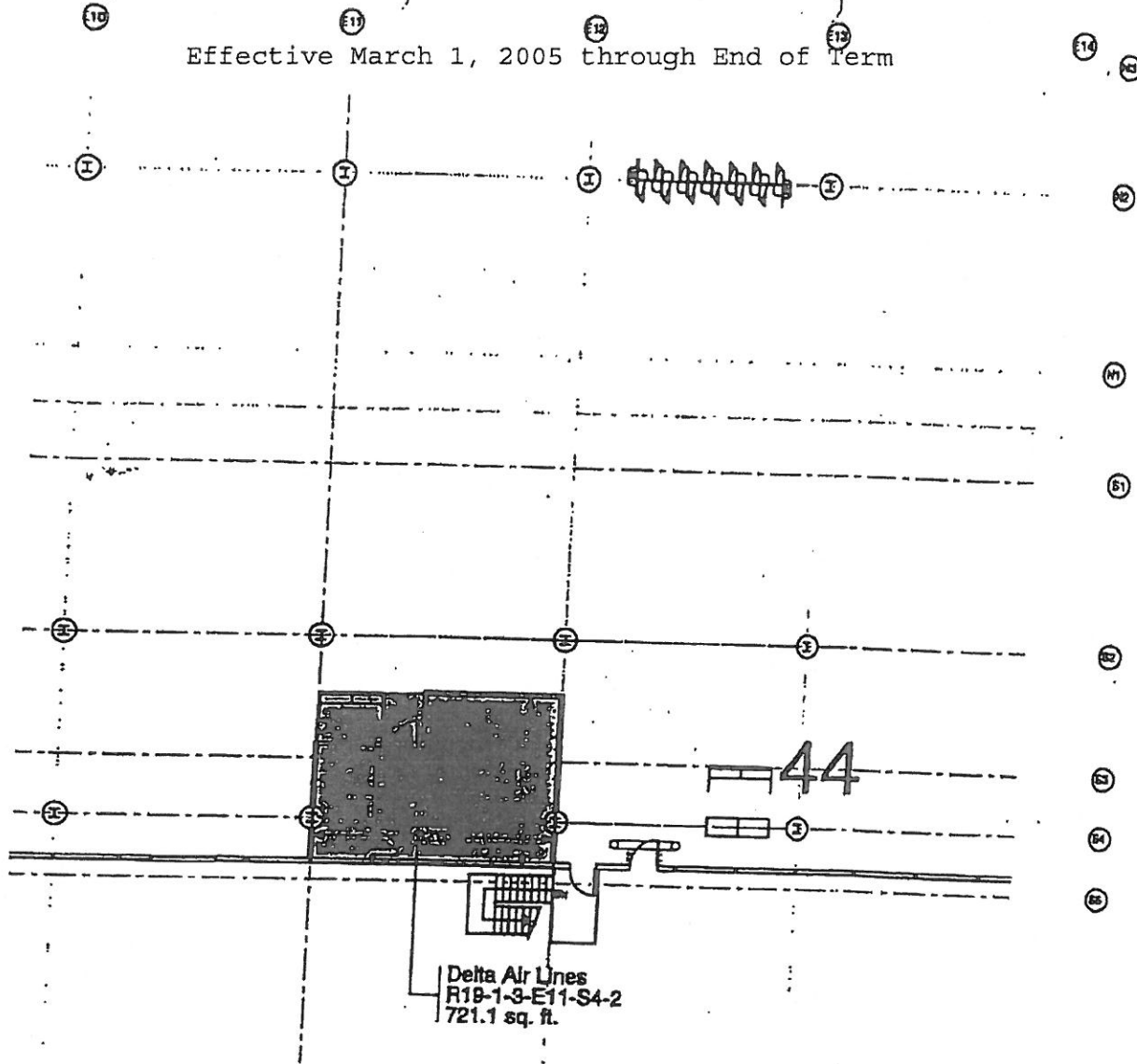
Ronald Horn
 MANAGER OF DESIGN

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

 KEY PLAN CONCOURSE C		REVISED	DENVER INTERNATIONAL AIRPORT	
		01/25/00	EXHIBIT D - 1	
		01/26/11	Concourse C Conc. Level	
			Delta Airlines	
			CC#: dal	DATE: 3/16/93

R19-1-3-15-8

Effective March 1, 2005 through End of Term



SCALE 1" = 20.00'



CONC. WALL (BY CITY)
 STUPE WALL (BY CITY)
 GLASS WALL (BY CITY)
 TYPICAL LEASE LINE
 (C) (D) COLLUMEN
 NIC = Not Included
 (By Letter or By Pt. Cloud)

Hana Rocis

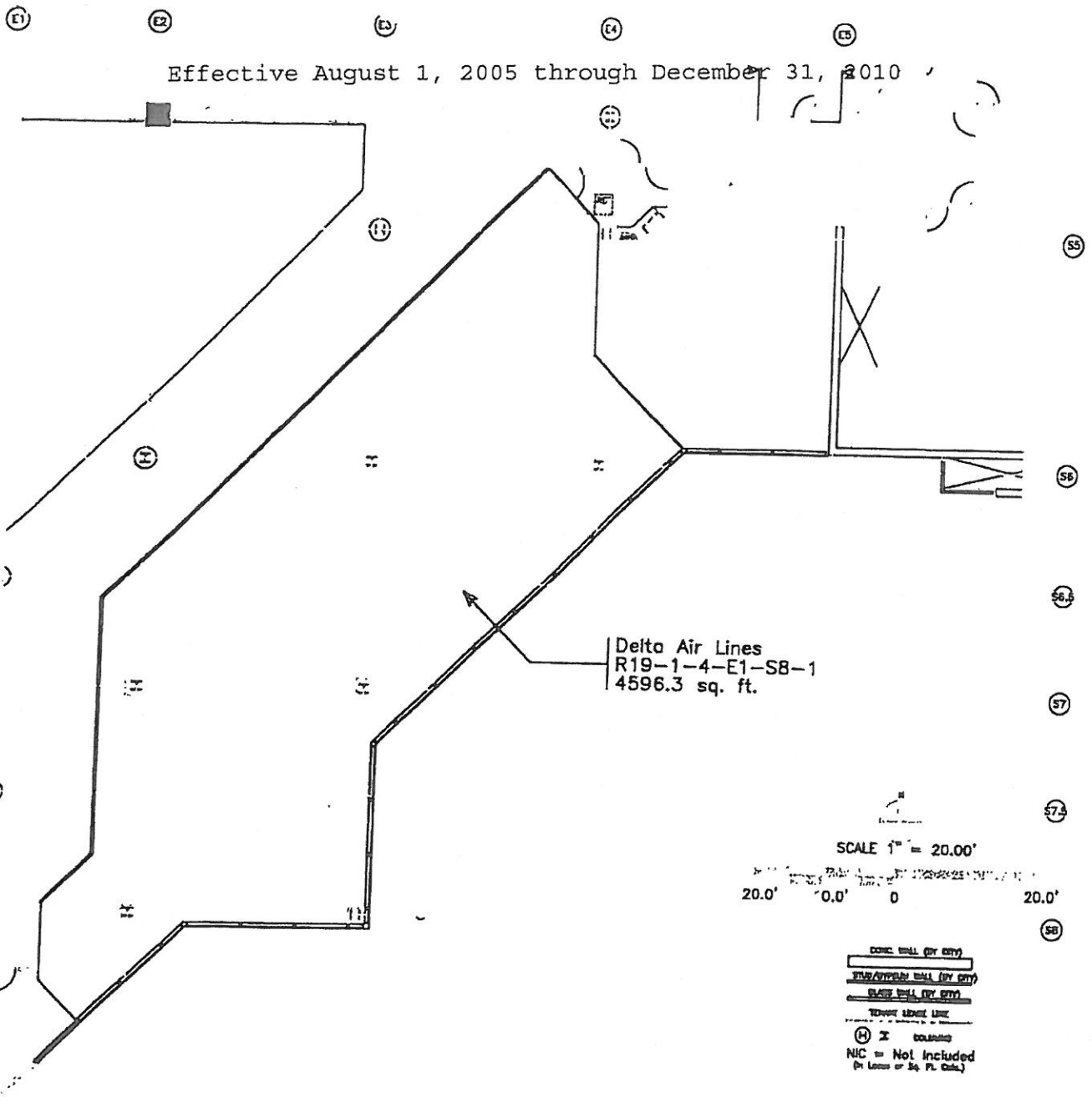
MANAGER OF DESIGN

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

KEY PLAN CONCOURSE C 		REVISED	DENVER INTERNATIONAL AIRPORT EXHIBIT D - 1 Concourse C Conc. Level Delta Air Lines
		2/24/93 8.16.93	

R19-1-3-15-1

Effective August 1, 2005 through December 31, 2010



Delta Air Lines
R19-1-4-E1-S8-1
4596.3 sq. ft.

SCALE 1" = 20.00'

20.0' 0.0' 0 20.0'

CONCRETE WALL (Dotted)
STAINLESS STEEL WALL (Long Dash)
GLASS WALL (Short Dash)
TYPICAL ALUMINUM (Thin Solid)
NIC = Not Included
(Per Lease or Sq. Ft. Data.)

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.

KEY PLAN CONCOURSE C



REVISED
2/8/05

DENVER INTERNATIONAL AIRPORT

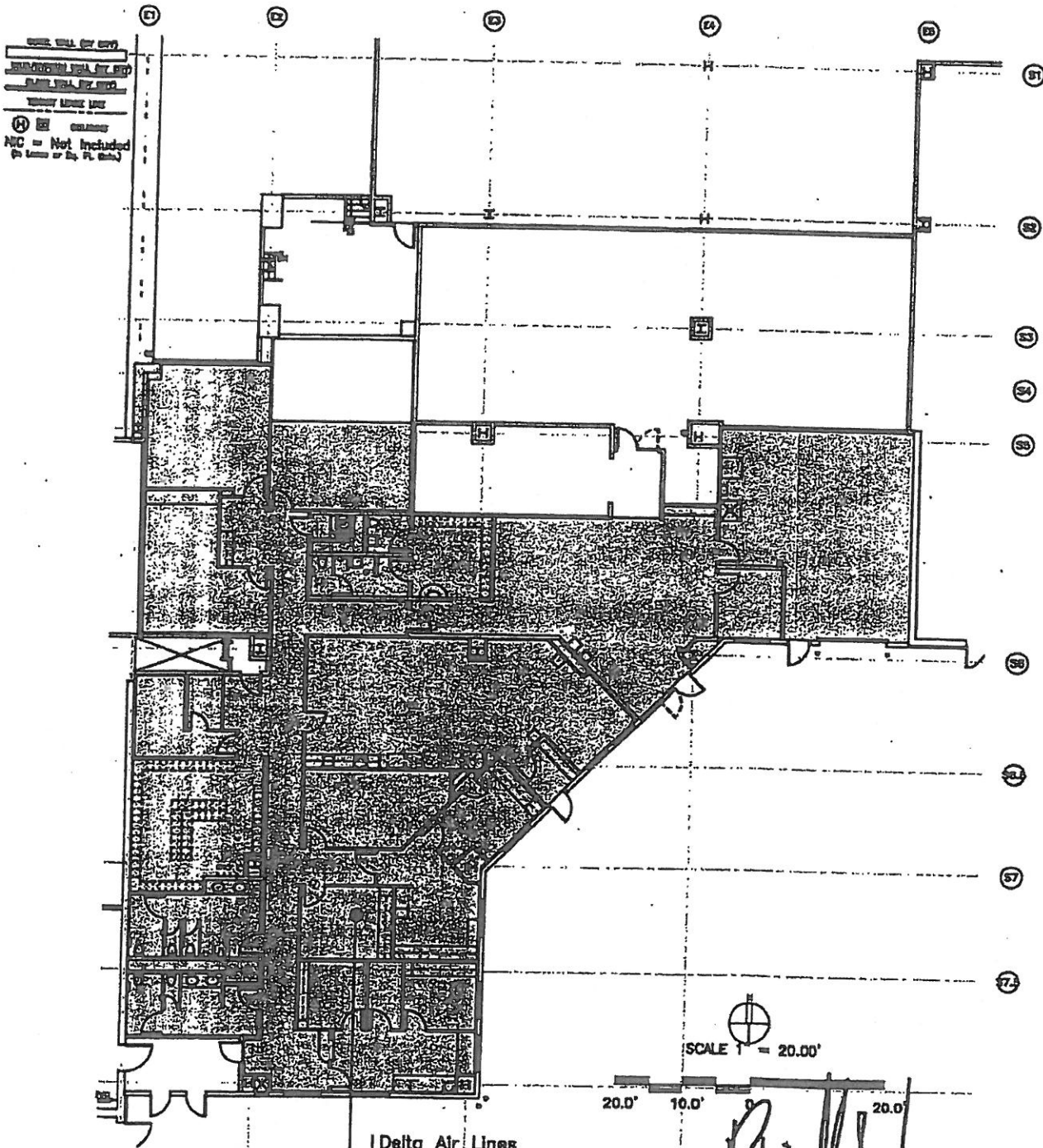
EXHIBIT D-1
Concourse C Mezz, Level
Delta Air Lines

CC#: dia

DATE: 2/6/93

R19-1-4-15-2

October 1, 2006 through End of Term



Delta Air Lines
R19-1-2-E1-S7-1
6988.3 sq. ft.

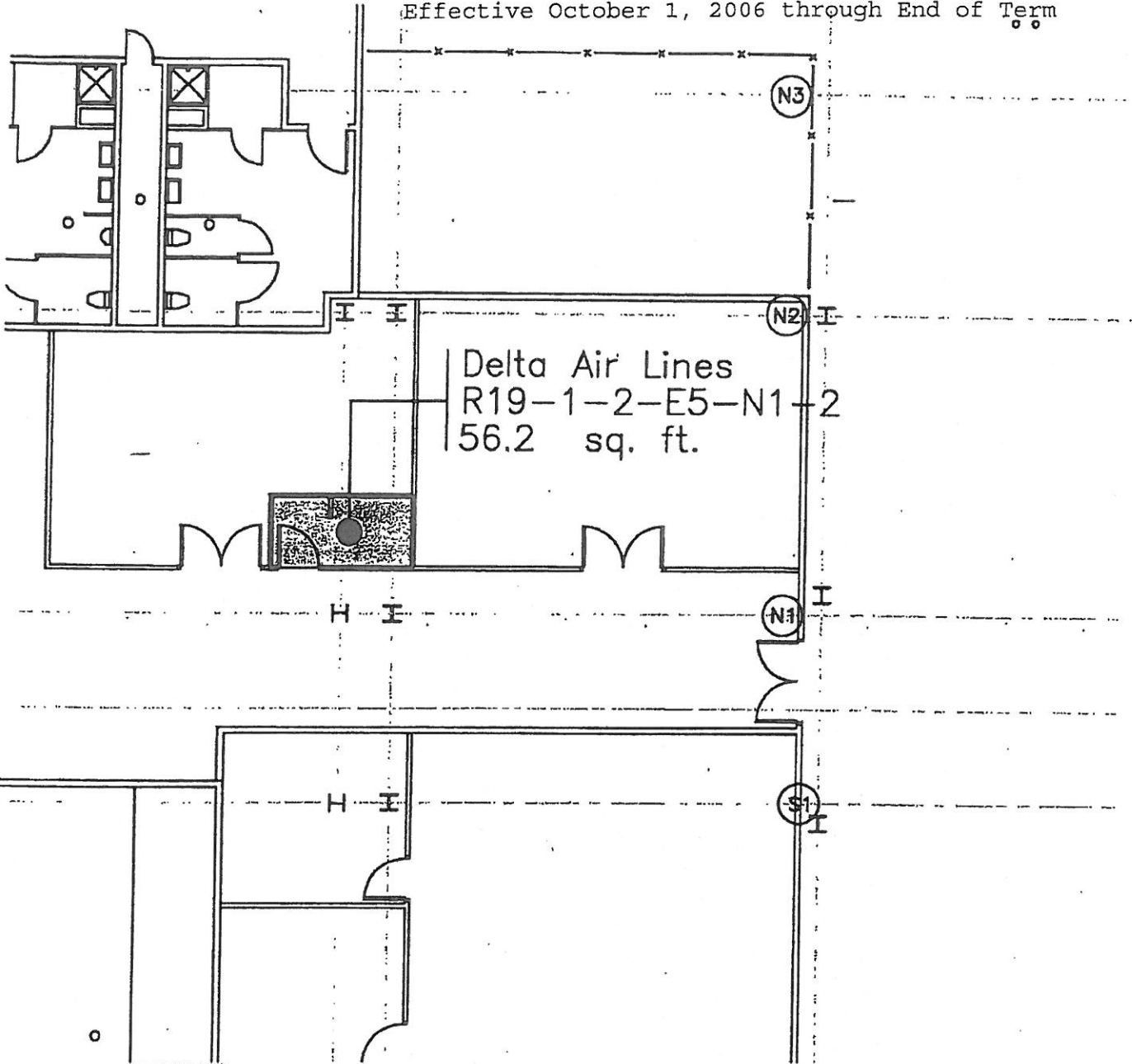
[Signature]
MANAGER OF DESIGN

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

		REVISED	DENVER INTERNATIONAL AIRPORT
		8/1/06	EXHIBIT D-1 Concourse C Apron Level Delta Air Lines
		CC#: dia	DATE: 2/6/83

R19-1-2-15-5

Effective October 1, 2006 through End of Term





CONC. WALL BY CITY
 CONC. WALL BY AIR STRIP
 CONC. WALL BY STATE
 VERTICAL REINFORCING
 WALL
 WALL
 NC = Not Included
 (See Notes on Site Plan)

Arnold Horn

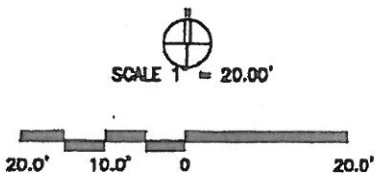
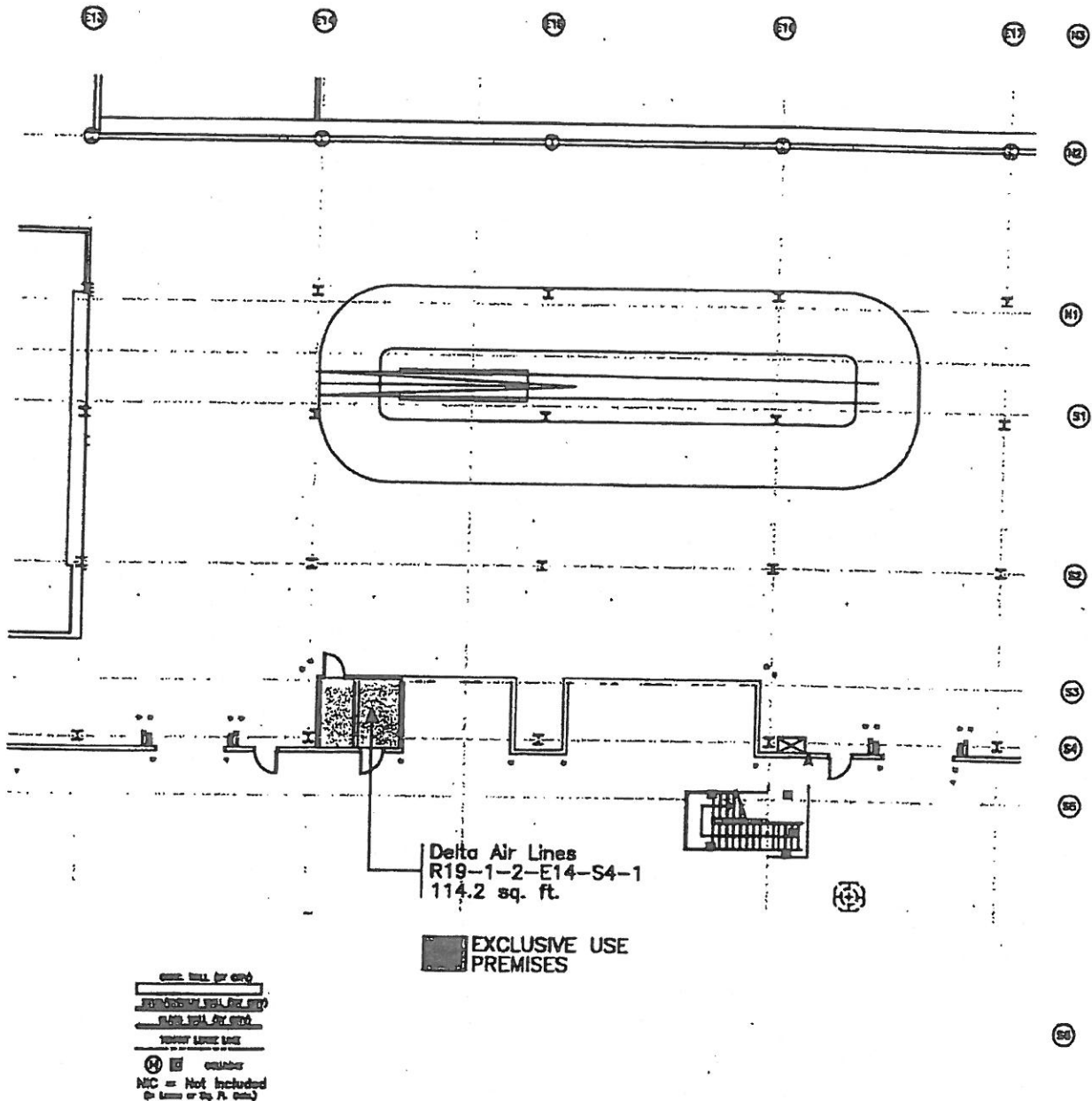
MANAGER OF DESIGN

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

KEY PLAN CONCOURSE C 		REVISED	DENVER INTERNATIONAL AIRPORT
		8/1/06	
		EXHIBIT D-1	
		Concourse C Apron Level	
		Delta Air Lines	
		CC#: dia	DATE: 8/23/05

R19-1-2-15-33

September 1, 2006 through End of Term



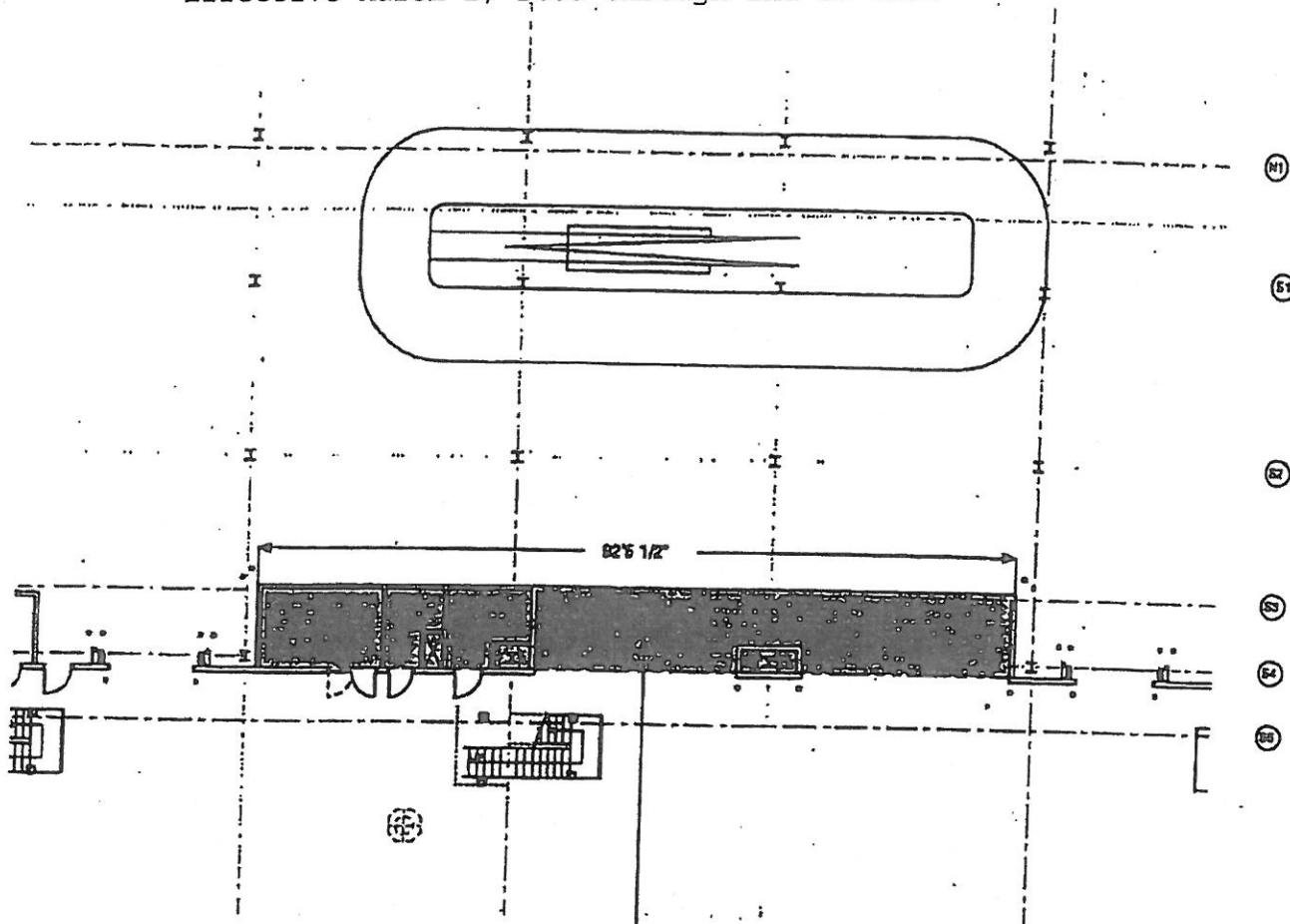
Ronald Horn
MANAGER OF DESIGN

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

KEY PLAN CONCOURSE C 		REVISED	DENVER INTERNATIONAL AIRPORT
		2/25/93	
		7/26/06	Concourse C Apron Level Delta Air Lines
			CC#: dia
			DATE: 2/6/93

R19-1-2-15-8

Effective March 1, 2005 through End of Term



CONC. WALL (BY CITY)
 STRUCTURAL WALL (BY CITY)
 GLASS WALL (BY CITY)
 TYPICAL LEASE LINE
 (C) (E) COLLARED
 NIC = Not Included
 (in Lease or Eq. Pl. Cont.)

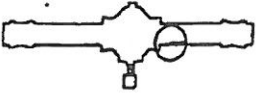

Delta Air Lines
 R19-1-2-E8-S4-1
 926.0 sq. ft.


 SCALE 1" = 20.00'



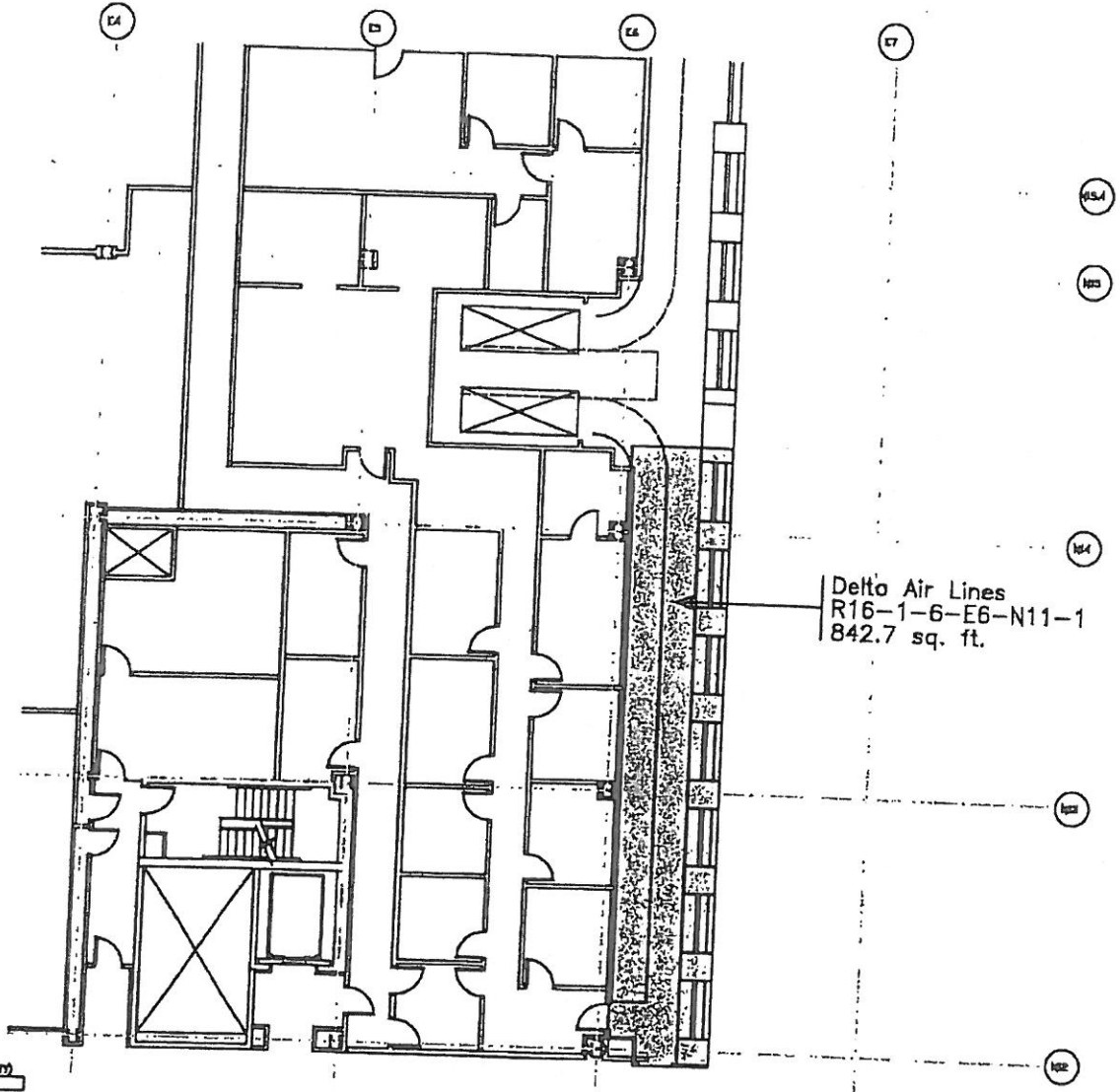
Hana Rocis
 MANAGER OF DESIGN

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

KEY PLAN CONCOURSE C 		REVISED	DENVER INTERNATIONAL AIRPORT EXHIBIT D-1 Concourse C Apron Level Delta Air Lines
		2/25/99	
		8/16/98	
			CC#: dia
			DATE: 2/6/99

R19-1-2-15-7

Effective March 1, 2005 through End of Term



CONC. WALL (BY CITY)
 STUD/CHIMNEY WALL (BY CITY)
 BLOCK WALL (BY CITY)
 TENANT LEASE LINE
 (M) (S) ceiling
 NIC = Not included
 (On Lease or The P.L. Code.)

SCALE 1" = 20.00'

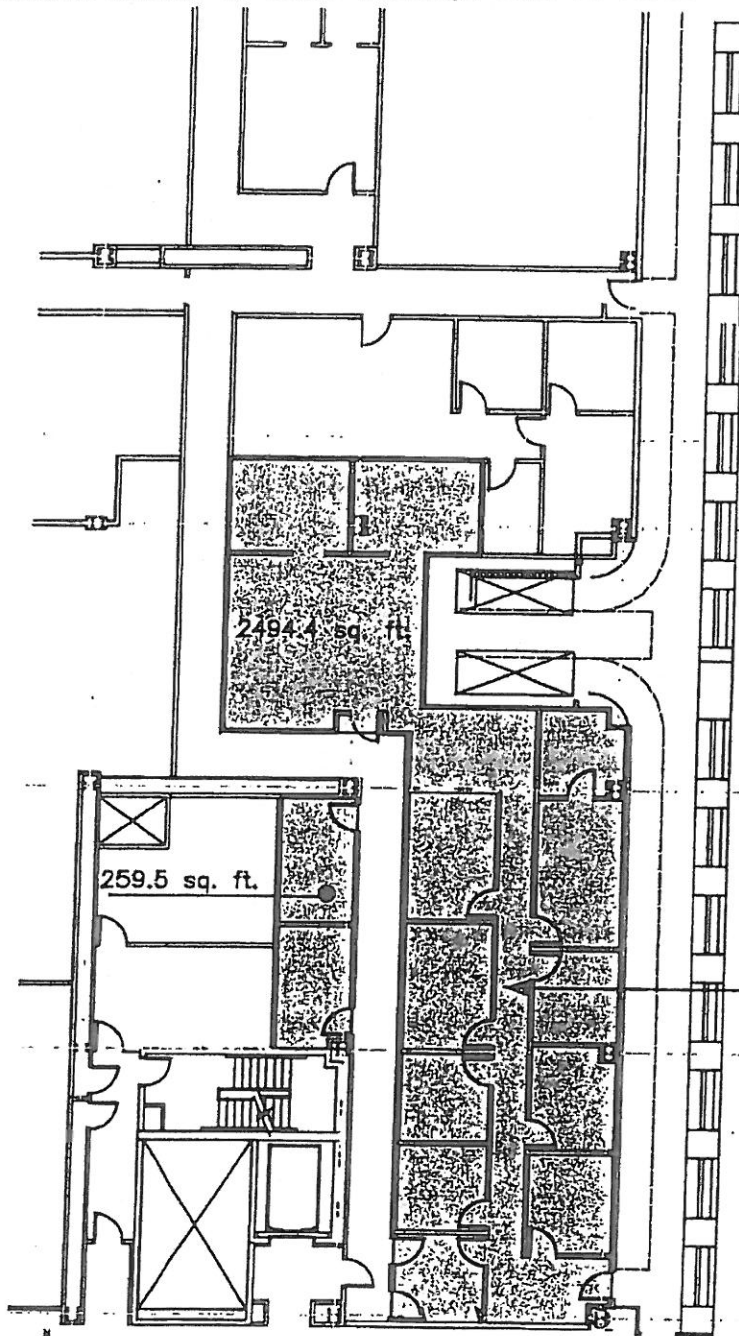


Ronald Horn
 MANAGER OF DESIGN

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

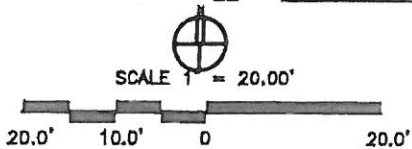
<p>KEY PLAN TERMINAL AREA</p>		REVISED	DENVER INTERNATIONAL AIRPORT EXHIBIT D-1 Terminal Level 6 Delta Air Lines
		10/14/04	
			DATE: 2/5/93

Effective March 1, 2005 through End of Term



Delta Air Lines
R16-1-6-E5-N11-1
2754.5 sq. ft.

Ronald Horn
MANAGER OF DESIGN



- CONC. WALL (BY CITY)
- STRUCTURAL WALL (BY CITY)
- GLASS WALL (BY CITY)
- TECHNICAL LEASE LINE
- ④ ⑤ columns

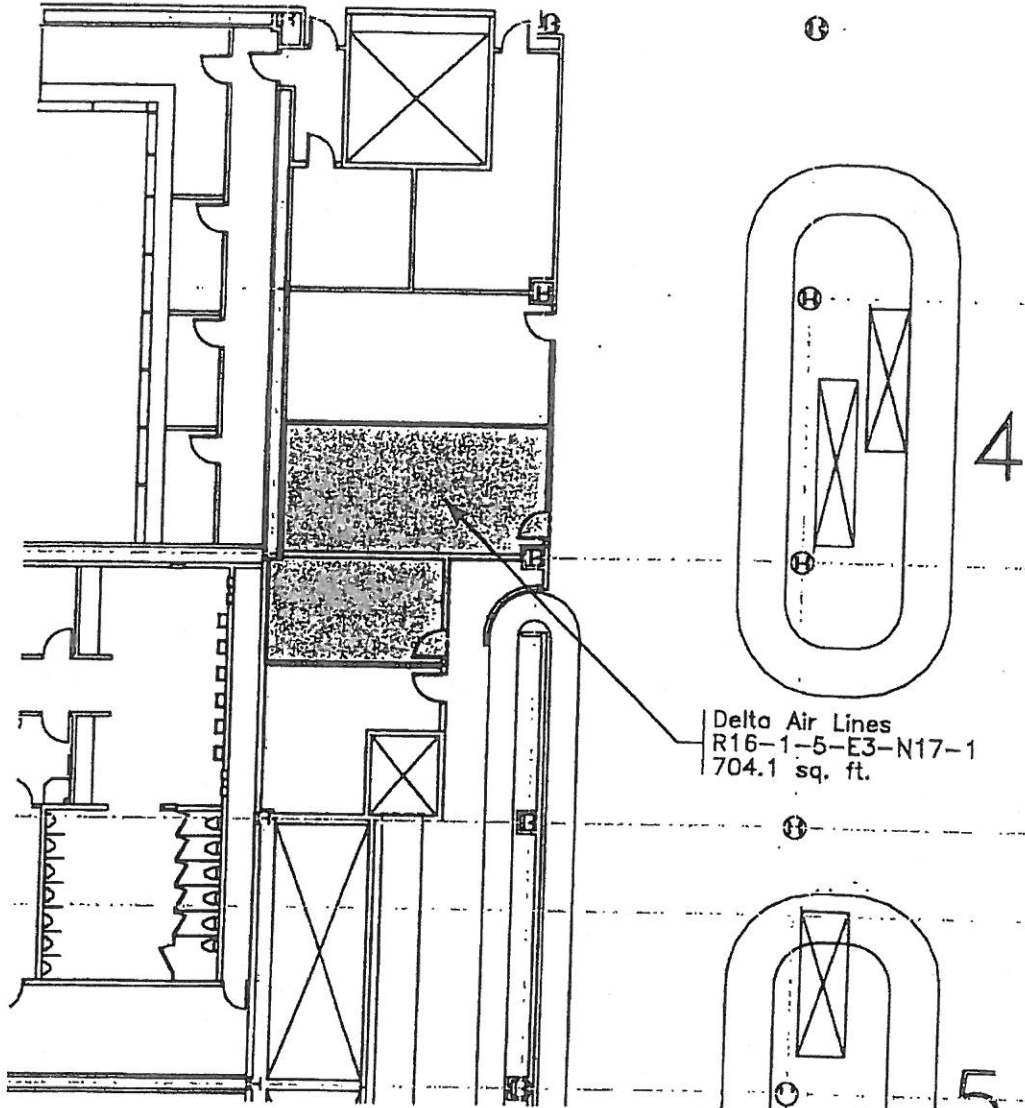
NOTE: This exhibit depicts only square footage of leased area based upon planning data and is not intended to address construction details.

<p>KEY PLAN TERMINAL AREA</p>		REVISED	DENVER INTERNATIONAL AIRPORT EXHIBIT D-1 Terminal Level 6 Delta Air Lines
		10/14/04	
		CC#: dia	DATE: 2/5/93

CONC. (ALL BY CITY)
 STRUCTURAL WALL (BY CITY)
 GLASS WALL (BY CITY)
 TYPICAL LEASE LINE

NIC = Not Included
 (As Labeled on Site Plans)

Effective March 1, 2005 through End of Term



SCALE 1" = 20.00'



Delta Air Lines
R16-1-5-E3-N17-1
704.1 sq. ft.

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.

	KEY PLAN TERMINAL AREA		REVISED	DENVER INTERNATIONAL AIRPORT
			10/14/04	
			EXHIBIT D-1 Terminal Level 5 Delta Air Lines	
			CC#: dia	DATE: 2/5/03

W21.4

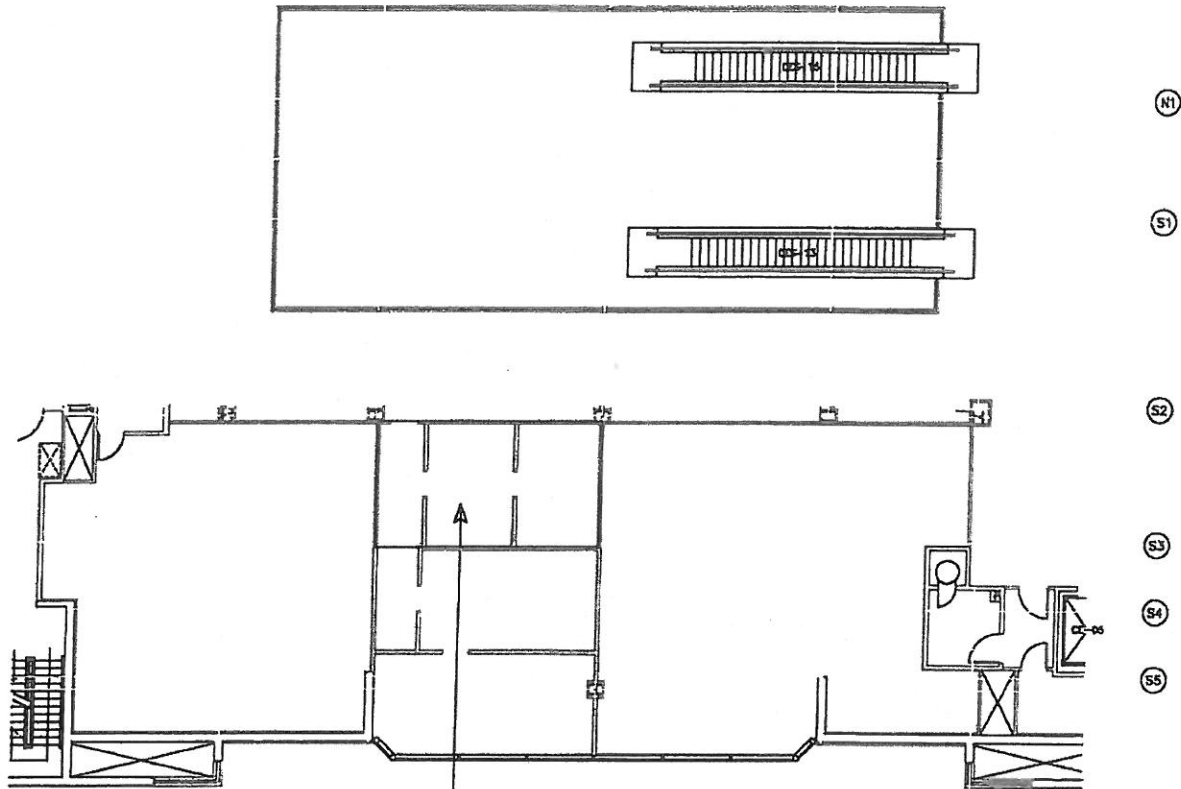
W2

W23

W19

W18.6

Effective January 1, 2010 through December 31, 2010



Delta Airlines
 R19-1-4-W20-S5-4
 396.4 sq. ft.

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



SCALE 1" = 20.00'



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.

 KEY PLAN CONCOURSE C		REVISED 1/26/11	DENVER INTERNATIONAL AIRPORT	
			EXHIBIT D - 1 Concourse C Mezz. Level Delta Airlines	
		CC#: dal	DATE: 8/10/05	

R19-1-4-15-21

W21.4

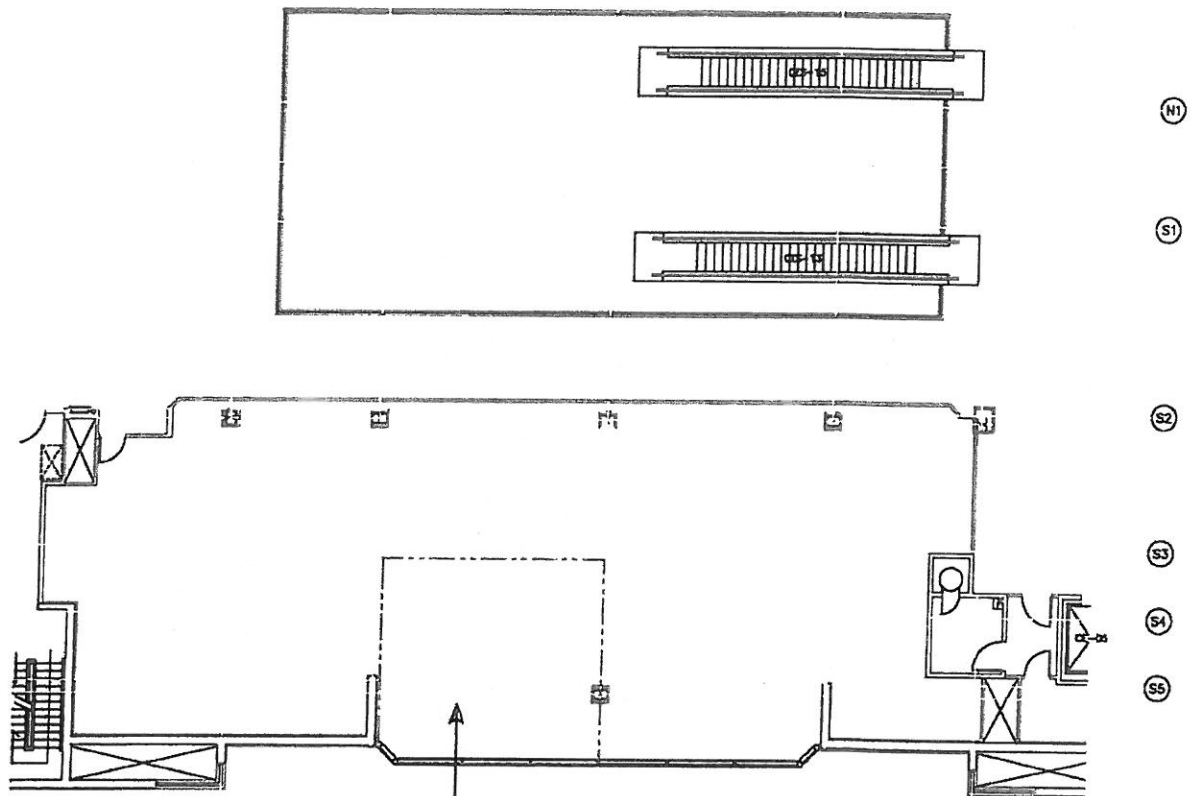
W2

W20

W19

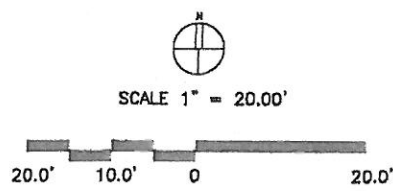
W18.6

Effective January 1, 2010 through December 31, 2010



Delta Airlines
 R19-1-4-W20-S5-2
 630.6 sq. ft.

CONC. WALL (BY CITY)
 STUO/GYPSUM WALL (BY CITY)
 GLASS WALL (BY CITY)
 DRAWN LEASE LINE
 (H) (I) COLUMNS
 N/C = Not Included
 (In Lease or Sq. Ft. Calc.)



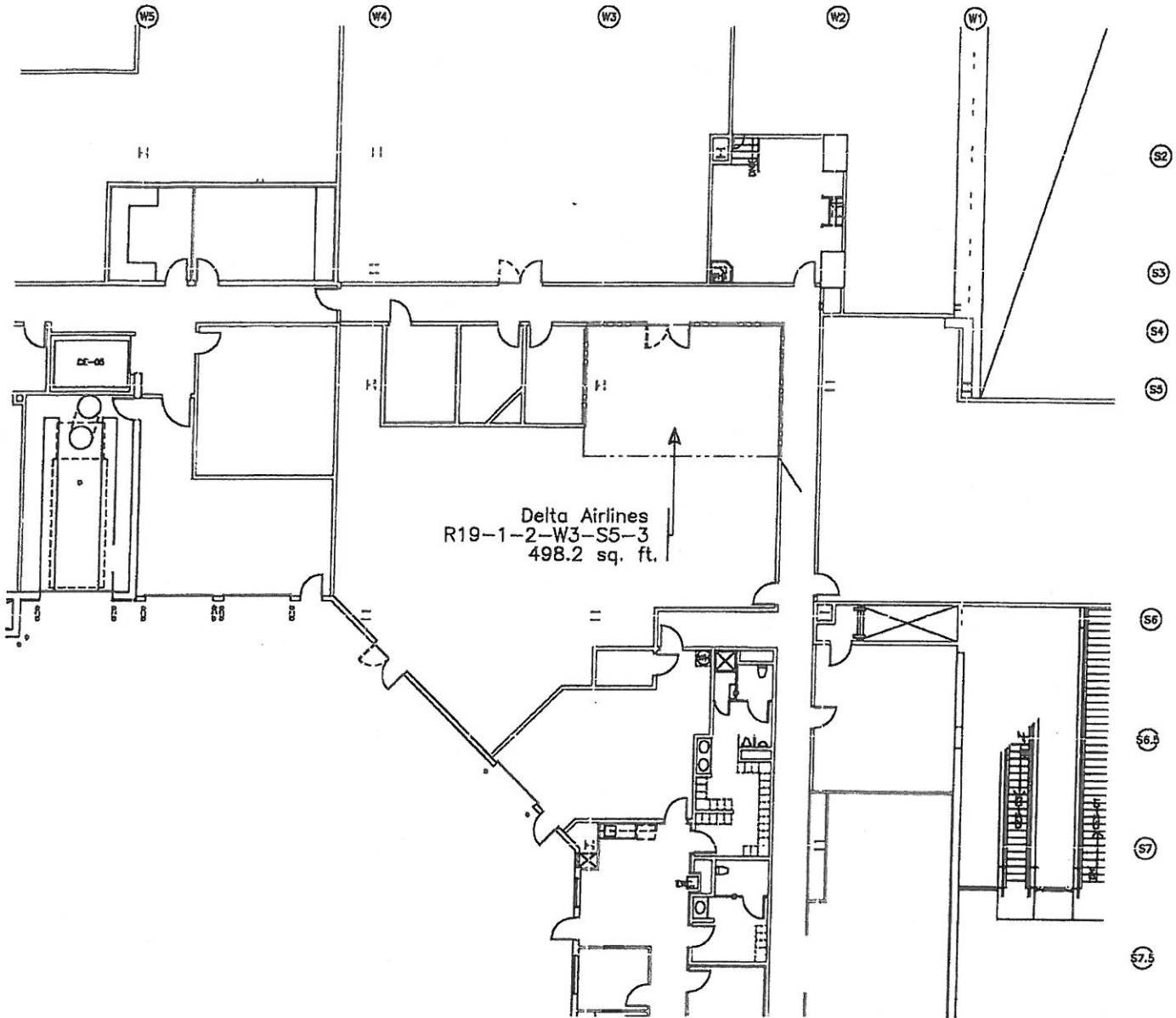
Ronald Horn
 MANAGER OF DESIGN

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

 KEY PLAN CONCOURSE C		REVISED	DENVER INTERNATIONAL AIRPORT EXHIBIT D-1 Concourse C Mezz. Level Delta Airlines
		01/25/00	
		01/26/11	
		CC#: dal	DATE: 10/6/99

R19-1-4-15-17

Effective January 1, 2010 through December 31, 2010



Delta Airlines
R19-1-2-W3-S5-3
498.2 sq. ft.

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

SCALE 1" = 20.00'



[Handwritten Signature]

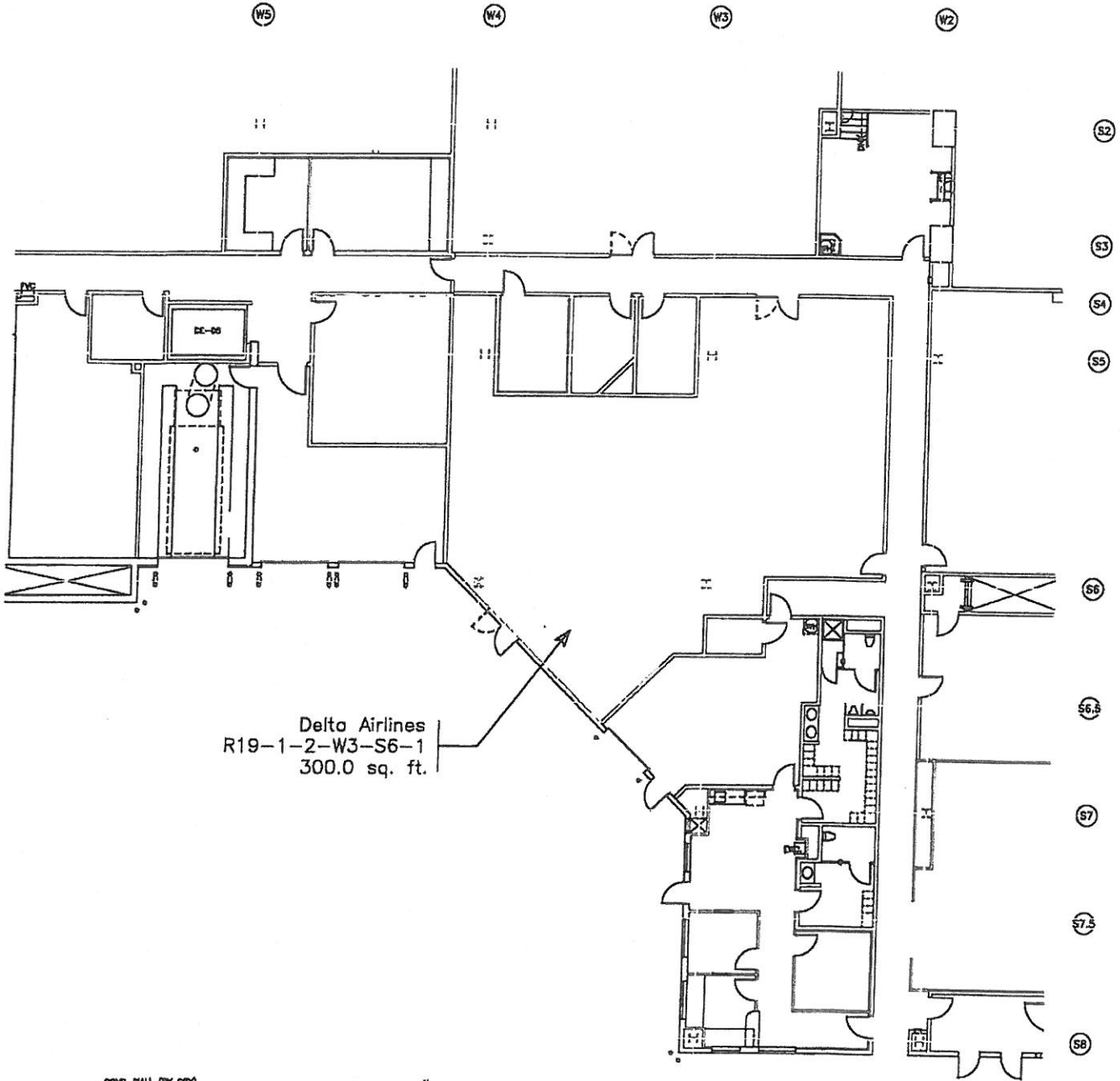
MANAGER OF DESIGN

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 CONCOURSE C</p>		REVISED	DENVER INTERNATIONAL AIRPORT
		01/25/00	
		01/26/11	Concourse C Apron Level
			Delta Airlines
		CC#: dal	DATE: 2/17/99

R19-1-2-15-47

Effective January 1, 2010 through December 31, 2010



Delta Airlines
R19-1-2-W3-S6-1
300.0 sq. ft.

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

SCALE 1" = 20.00'



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.

 KEY PLAN CONCOURSE C		REVISED	DENVER INTERNATIONAL AIRPORT EXHIBIT D-1 Concourse C Apron Level Delta Airlines
		1/25/00	
		1/26/11	
		CC#: dal	DATE: 1/3/94

R19-1-2-20-2

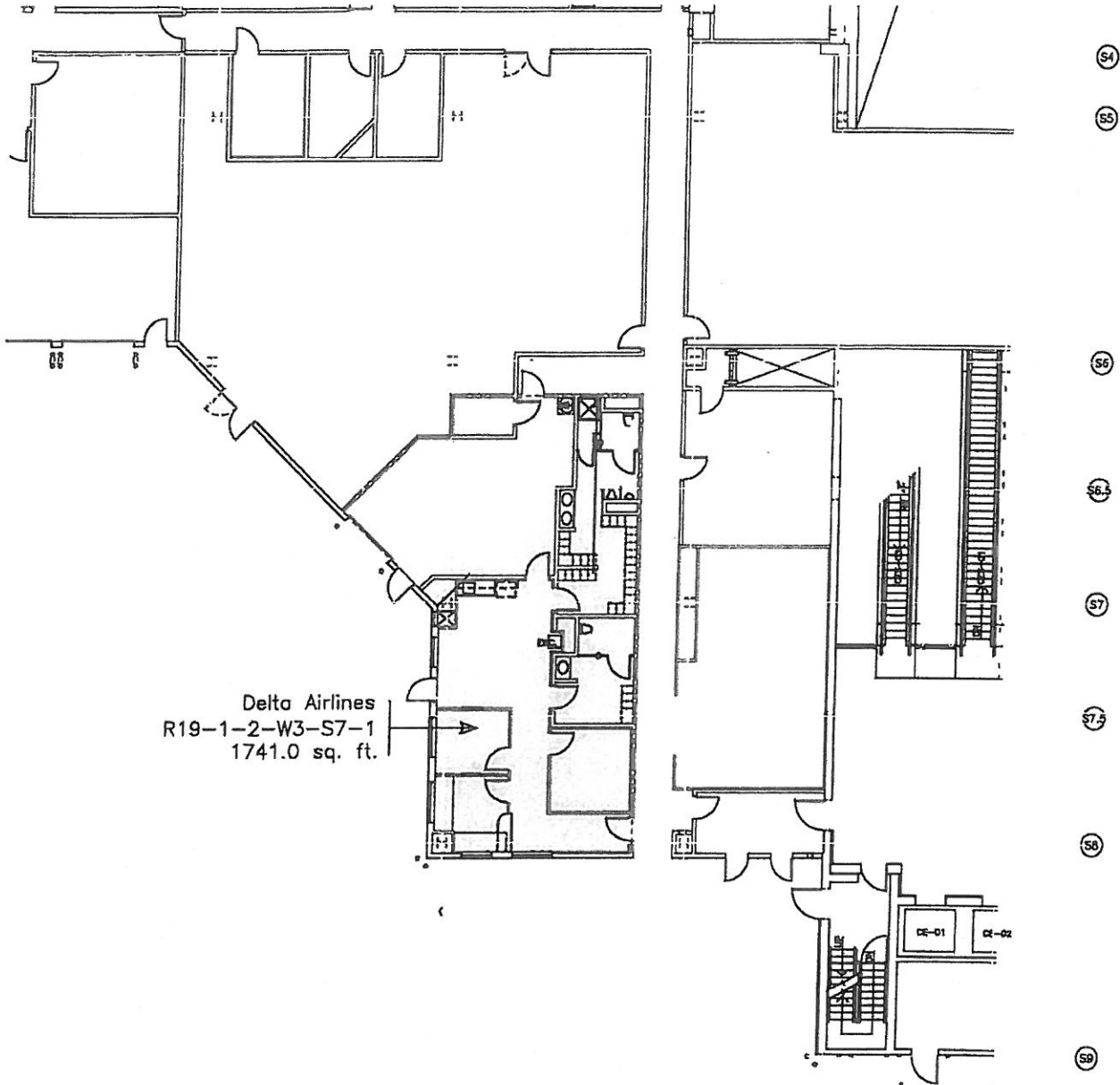
Effective January 1, 2010 through December 31, 2010

W4

W3

W2

W1



Delta Airlines
R19-1-2-W3-S7-1
1741.0 sq. ft.



SCALE 1" = 20.00'



- CONC. WALL (BY CITY)
- STUD/DRYWALL WALL (BY CITY)
- GLASS WALL (BY CITY)
- TENANT LEASE LINE
- (H) (R) COLUMNS
- NIC = Not Included
(In Lease or Sq. Ft. Data.)

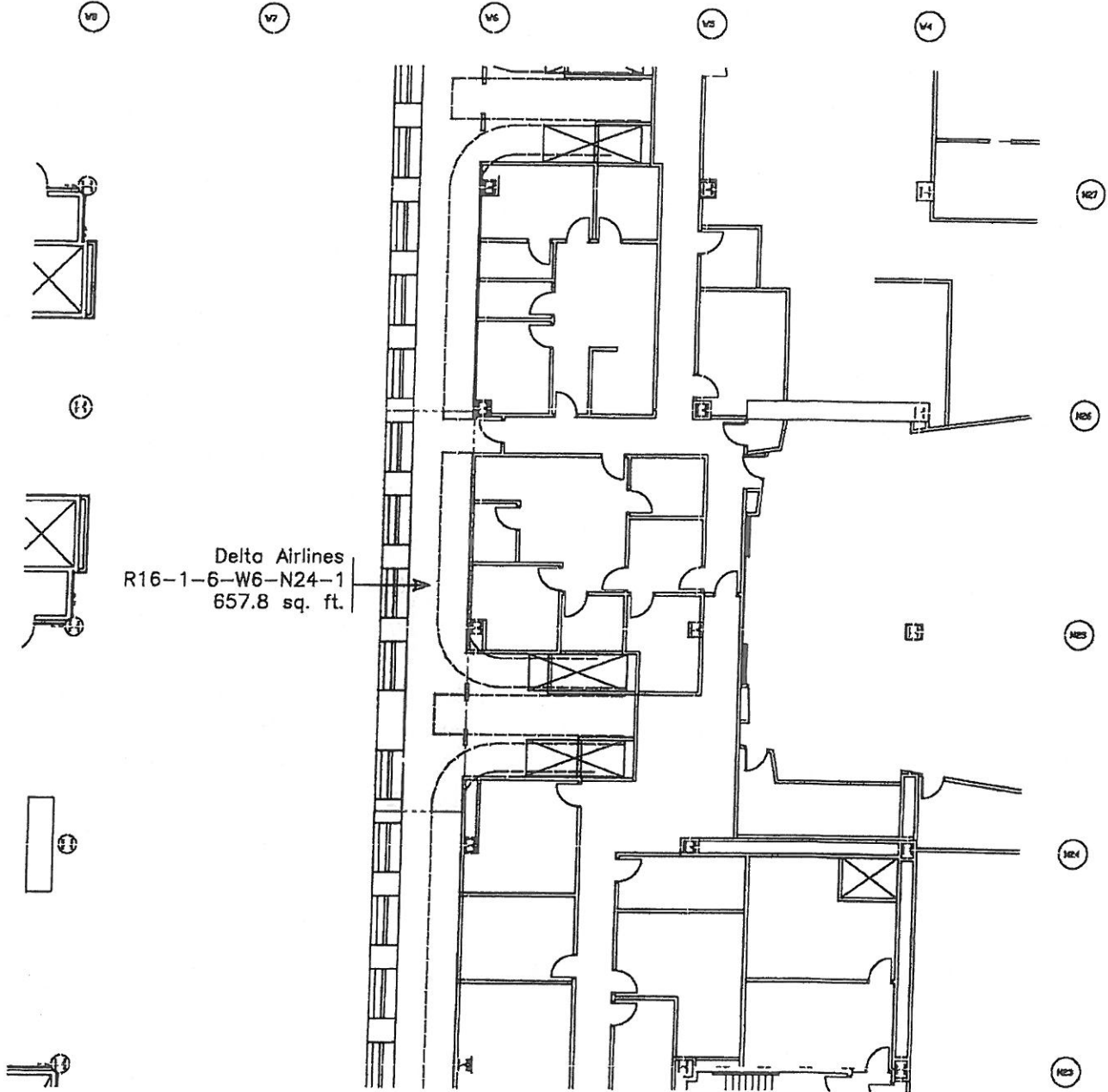
Ronald Horn
MANAGER OF DESIGN

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

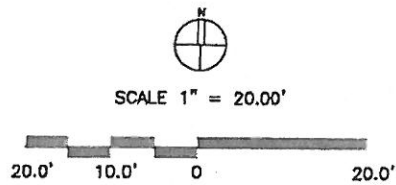
 KEY PLAN CONCOURSE C		REVISED	DENVER INTERNATIONAL AIRPORT	
		01/25/00	EXHIBIT D - 1	
		01/26/11	Concourse C Apron Level	
			Delta Airlines	
			CC#: dal	DATE: 3/16/93

R19-1-2-15-9

Effective January 1, 2010 through August 15, 2010



CONCRETE WALL (BY CITY)
 STUB/EXPOSED WALL (BY CITY)
 GLASS WALL (BY CITY)
 TENANT LEASE LINE
 (H) COLUMNS
 NIC = Not Included
 (in Lease or Sq. Ft. Calc.)



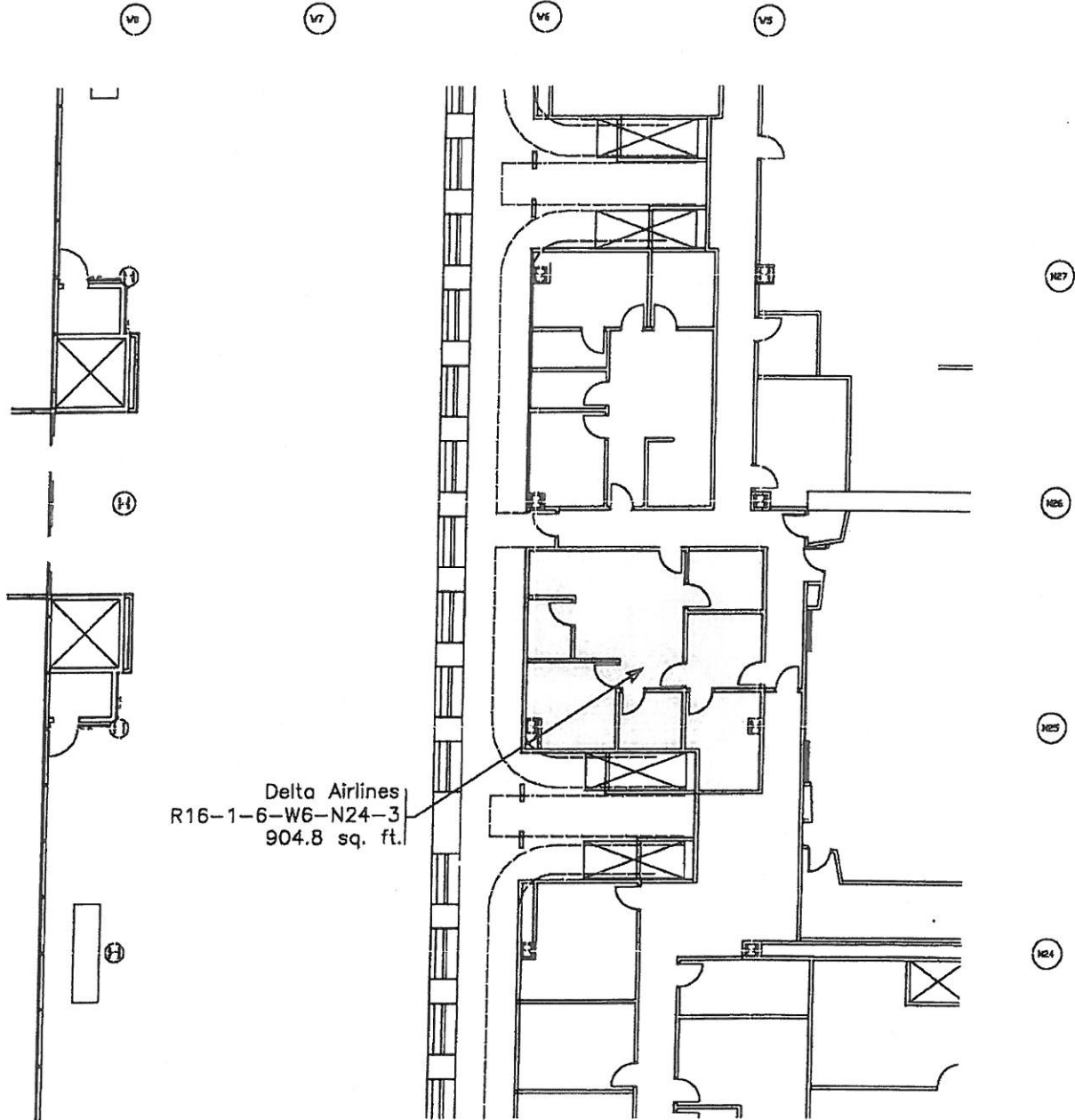
Richard Horn
 MANAGER OF DESIGN

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

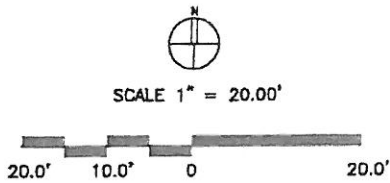
	KEY PLAN TERMINAL AREA 		REVISED 10/25/04 10/12/09 03/08/10 01/26/11	DENVER INTERNATIONAL AIRPORT	
			EXHIBIT D - 1 Terminal Level 6 Delta Airlines		
			CC#: dal	DATE: 3/13/93	

R16-1-6-15-20

Effective January 1, 2010 through August 15, 2010



Delta Airlines
R16-1-6-W6-N24-3
904.8 sq. ft.



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

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 - 1 Terminal Level 6 Delta Airlines
		10/25/04	
10/12/09			
01/26/11		CC#: dal	DATE: 3/15/93

V3

V4

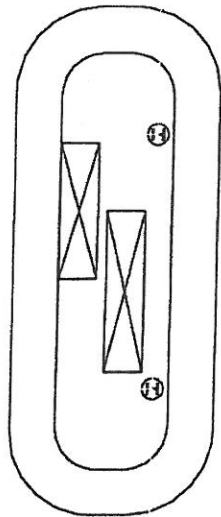
V4

V2

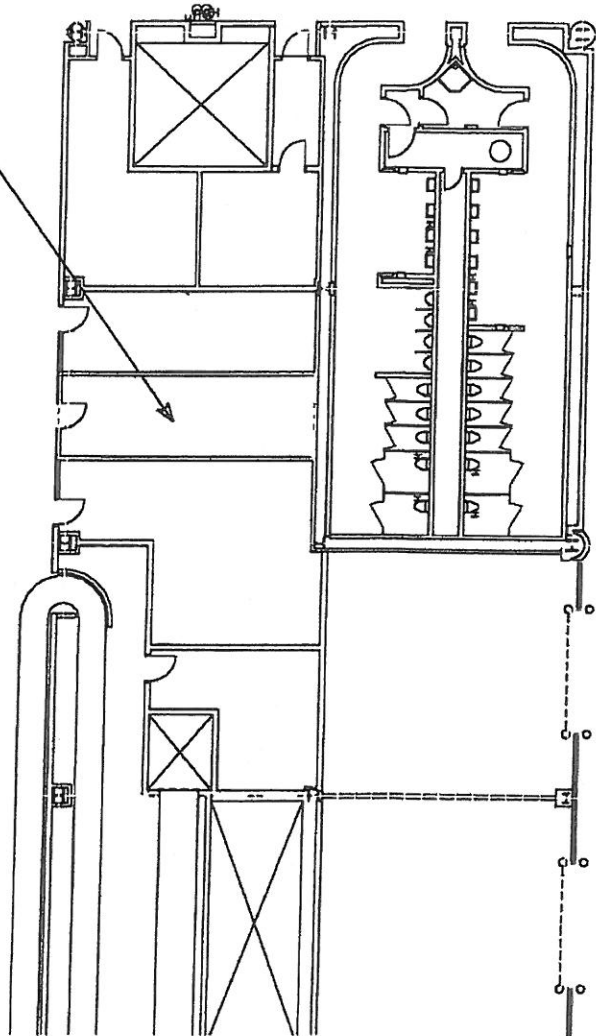
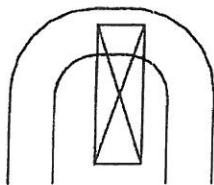
Effective January 1, 2010 through August 15, 2010

Delta Airlines
R16-1-5-W5-N2B-1
301.2 sq. ft.

19



18



M20

M29

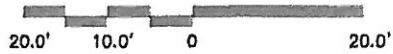
M28

M27

- CONC. WALL (BY CITY)
- STUD/CLIPPER WALL (BY CITY)
- GLASS WALL (BY CITY)
- TENANT LEASE LINE
- ⊕ □ COLUMNS
- NIC = Not Included
(In Lease or Eq. Pl. Docs.)

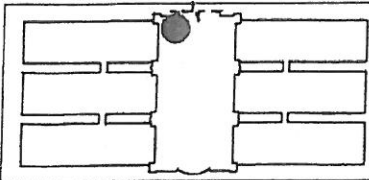


SCALE 1" = 20.00'

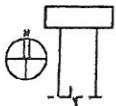


Final Horn
MANAGER OF DESIGN

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



KEY PLAN
TERMINAL AREA



REVISED
1/25/00
10/12/09
1/26/11

DENVER INTERNATIONAL AIRPORT

EXHIBIT D-1
Terminal Level 5
Delta Airlines

CC#: dal

DATE: 3/12/93

R16-1-5-15-7

