

ORDINANCE/RESOLUTION REQUEST

**All fields must be completed.*
Incomplete request forms will be returned to sender which may cause a delay in processing.*

Date of Request: 5/16/2017

Please mark one: **Bill Request** or **Resolution Request**

1. Has your agency submitted this request in the last 12 months?

Yes **No**

If yes, please explain:

2. Title: Denver International Airport requests a Non-Disturbance, Attornment, Concession, and PVC Participation Agreement with Skyport Development Company, LLC and DFASS Partnership Group, LLC #201631945

3. Requesting Agency: Department of Aviation

4. Contact Person: *(With actual knowledge of proposed ordinance/resolution.)*

- **Name:** Aaron Barraza
- **Phone:** (303) 342-2261
- **Email:** Aaron.Barraza@flydenver.com

5. Contact Person: *(With actual knowledge of proposed ordinance/resolution who will present the item at Mayor Council and who will be available for first and second reading, if necessary.)*

- **Name:** Neil A. Maxfield
- **Phone:** (303) 342-2574
- **Email:** Neil.Maxfield@flydenver.com

6. General description of proposed ordinance including contract scope of work if applicable: This Non-Disturbance, Attornment, Concession, and PVC Participation Agreement (“Attornment”) with Skyport Development Company, LLC and DFASS Partnership Group, LLC approves the Standard Mezzanine Sublease and an Amendment Number One to the Standard Mezzanine Sublease for the subleased occupancy and operations of four (4) Concession Spaces through the Tenant’s Lease expiration and extended afterward through June 30, 2026. The sublease is governed by the Amended and Restated Mezzanine Lease Agreement with Skyport Development Company, LLC, contract number AC 69004. The concession concepts currently named are Time Travel, Victoria’s Secret, Sky Market, and Guess.

The Attornment sets forth the concessions’ direct involvement in the Premium Value Concessions program (Major Category: Retail, Minor Category: Specialty Retail) and payment into the Joint Marketing Fund. The Merchandise Categories set up peer groups to prompt competition(s) within similar types of businesses.

The Premium Value Concessions (PVC) program is designed to provide an objective method of evaluating Concessions to determine which Concessions are top performers in their merchandise category and therefore eligible to receive the Program benefit. Three criteria categories are delineated in the PVC program: (i) Operations (ii) Financial (iii) Customer Service. The Program Benefit provides the successful concessionaire the opportunity to enter into direct negotiations with the Airport for a new concession agreement.

- a. Contract Control Number:** 201631945-00
- b. Duration:** 12 ½ years
- c. Location:** DEN
- d. Affected Council District:** 11
- e. Benefits:** Contract approves the concession subtenants’ Sublease and Sublease Amendment One for occupancy and operations at four (4) Denver International Airport B Concourse – Mezzanine locations.
- f. Costs:**

<i>Current Contract Amount</i>	<i>Additional Funds</i>	<i>Total Contract Amount</i>
<i>(A)</i>	<i>(B)</i>	<i>(A+B)</i>

To be completed by Mayor’s Legislative Team:

SIRE Tracking Number: _____

Date: _____

\$0/yr.	N/A	\$0/yr.
---------	-----	---------

<i>Current Contract Term</i>	<i>Added Time</i>	<i>New Ending Date</i>
12/31/2016 – 6/30/2026	N/A	12/31/2013 – 6/30/2026

g. Date Goals Assigned: N/A

h. Goals: N/A

7. Is there any controversy surrounding this ordinance? (Groups or individuals who may have concerns about it?) Please explain. None are known.

To be completed by Mayor's Legislative Team:

SIRE Tracking Number: _____

Date: _____

Key Contract Terms

Type of Contract:

Professional Services > \$500K Lease Design or Construction for airport improvements > \$5M

Grant IGA Sale of Real Property Sale of Personal Property

Vendor/Contractor Name: Skyport Development Company, LLC and DFASS Partnership Group, LLC

Contract control number: 201631945-00

City's contract manager: Linda Kay Nedved

Was this contractor selected by competitive process? N/A – Attornment of Sublease

Has this contractor provided these services to the City before? Yes No

Term/Duration of contract/project: 12 ½ years

Is this a new contract? Yes No Is this an Amendment? Yes No If yes, how many? _____

Renewal terms: N/A

Purpose: Attornment of sublease to a development agreement for four (4) concession locations

Cost/value: No current compensation/revenue requirements due to direct agreement for development of area's concessions, Denver International Airport B Concourse – Mezzanine level (Center Core)

Source of funds: Sublease to a Revenue Agreement

Benefit: Attornment supports four concession locations' occupancy and operations

Is this contract subject to: W/MBE DBE SBE XO101 ACDBE N/A

WBE/MBE/DBE commitments (construction, design, Airport concession contracts):

Who are the subcontractors to this contract? The DEN Tenant Project Manager will work with DSBO to ensure that any construction performed meets with the DSBO commitments.

Location: DEN

Affected Council District: 11

To be completed by Mayor's Legislative Team:

SIRE Tracking Number: _____

Date: _____