



**AGENDA REPORT**

**PROPOSED ACTION: Resolution:** Approve and Authorize the Executive Director to Execute a Consent to Assignment of Operating Agreement for Ground Transportation and Curbside Management Services, and Shuttle Bus Services from SP Plus Corporation to Metropolis Technologies, Inc., and Find that the Proposed Action is Exempt Under the California Environmental Quality Act. **(Aviation)**

**Submitted By:** Craig Simon, Director of Aviation; Kristi McKenney, Executive Director

**Parties Involved:** SP Plus Corporation, Cleveland, OH  
Metropolis Technologies, Inc., Santa Monica, CA

**Amount:** \$0  
(Administrative Change)

**EXECUTIVE SUMMARY:** The Port of Oakland’s (Port) current agreement for shuttle bus operations and ground transportation management at Oakland San Francisco Bay Airport (OAK) remains in effect under its first optional extension and may continue through January 2028 if the final extension is exercised. SP Plus Corporation (SP Plus), the contracted operator, was acquired in May 2024 and is now under the ownership of Metropolis Capital Holdings, LLC, a subsidiary of Metropolis Technologies, Inc. Although SP Plus continues to operate as the legal entity under the Operating Agreement, the change in ownership structure triggers the Operating Agreement’s requirement for Board approval of assignments associated with a transfer of controlling interest in SP Plus.

**BACKGROUND & ANALYSIS**

In February 2023, the Port entered into an Operating Agreement with SP Plus for the operation of ground transportation and curbside management services, and shuttle bus services at OAK. The Operating Agreement has a three-year initial term with two optional one-year extensions. The Port is currently in the first of these one year extension periods. If the Port elects to exercise the second one-year extension, the Operating Agreement would expire on January 31, 2028.

In May 2024, the Port was notified that Metropolis Technologies, Inc. had acquired SP Plus Corporation, through its subsidiary, Metropolis Capital Holdings, LLC. Effective May 16, 2024, SP Plus became a wholly owned subsidiary of Metropolis Capital Holdings, LLC. Following the acquisition, SP Plus remained the surviving corporate entity, and all rights and obligations under the Operating Agreement with the Port of Oakland continue to reside with SP Plus. Board of Port Commissioners consent is required for any assignment resulting from a change in control of SP Plus.

**OTHER FINDINGS AND PROVISIONS**

**ENVIRONMENTAL REVIEW**

The proposed action was analyzed under the California Environmental Quality Act (CEQA) and was found to be:

Categorically exempt under the following CEQA Guidelines Section:

Choose an item.

"Common Sense" exemption under CEQA Guidelines Section 15061(b)(3).

Other/Notes:

**BUDGET**

Administrative (No Impact to Operating, Non-Operating, or Capital Budgets); OR

Operating

Non-Operating

Capital

Analysis: There is no impact to the current FY 2026 Aviation Division Operating Expense Budget.

**STAFFING**

No Anticipated Staffing Impact.

Anticipated Change to Budgeted Headcount.

Reason:

Other Anticipated Staffing Impact (e.g., Temp Help).

Reason:

**MARITIME AND AVIATION PROJECT LABOR AGREEMENT (MAPLA):**

Applies? No (Not Aviation or Maritime CIP Project) – proposed action is not covered work on Port’s Capital Improvement Program in Aviation or Maritime areas above the threshold cost.

Additional Notes:

**LIVING WAGE** (City Charter § 728):

Applies?

Yes (Service Provider) – proposed action entails at least \$50,000 in payments to service provider (and/or its subcontractor) employing at least 21 employees who spend at least 25% of their time on Port-related work on premises owned or managed by the Port

Additional Notes:

**SUSTAINABLE OPPORTUNITIES:**

Applies? **No.**

**GENERAL PLAN** (City Charter § 727):

Conformity Determination:

Reason: There are no sustainability opportunities related to this proposed action because it is limited to Board approval for the change in ownership of SP Plus Corporation under the existing Operating Agreement.

Not Required – conformity determination not required because proposed action does not change use of or make alterations to an existing facility, or create a new facility.

**STRATEGIC PLAN.** The proposed action would help the Port achieve the following goal(s) in the Port’s Strategic Plan:

- Capture Our Market and Grow the Economic Base
- Modernize and Upgrade Infrastructure
- Transition to Zero-Emissions and Build Climate Resilience
- Maximize Land Use Value and Revenues
- Workforce Training and Jobs Development
- Create Opportunities for Local Businesses and Community Economic Development