

**BOARD OF PORT COMMISSIONERS
CITY OF OAKLAND**

PORT ORDINANCE NO. 4419

ORDINANCE (I) APPROVING AN AMENDMENT TO SPACE USE PERMIT FOR NON-EXCLUSIVE RENTAL CAR CONCESSION WITH AVIS BUDGET CAR RENTAL, LLC, DTG OPERATIONS, INC., ENTERPRISE RENT A CAR COMPANY OF SAN FRANCISCO, FOX RENT A CAR, INC., THE HERTZ CORPORATION AND VANGUARD CAR RENTAL USA HOLDINGS, INC. (II) APPROVING SPACE USE PERMITS FOR NON-EXCLUSIVE RENTAL CAR CONCESSION WITH AVIS BUDGET CAR RENTAL, LLC, ENTERPRISE RENT A CAR COMPANY OF SAN FRANCISCO, FOX RENT A CAR, INC. AND THE HERTZ CORPORATION, AND (III) APPROVING A THIRD SUPPLEMENTAL AGREEMENT TO A LEASE WITH ENTERPRISE RENT A CAR COMPANY OF SAN FRANCISCO, FOR PROPERTY AND OPERATIONS AT OAKLAND INTERNATIONAL AIRPORT.

WHEREAS, the Board of Port Commissioners ("Board") has reviewed and evaluated the Agenda Report Item 6.1, dated May 18, 2017 ("Agenda Report") and related agenda materials, has received the expert testimony of Port of Oakland ("Port") staff, and has provided opportunities for and taken public comment; and

WHEREAS, that in acting upon this matter, the Board has exercised its independent judgment based on substantial evidence in the record and adopts and relies upon the facts, data, analysis, and findings set forth in the Agenda Report, and in related agenda materials and in testimony received; now, therefore

BE IT ORDAINED by the Board of Port Commissioners of the City of Oakland as follows:

Section 1. The Board hereby approves the terms and conditions of the Amendment to Space Use Permits for Non-Exclusive Rental Car Concession with Avis Budget Car Rental, LLC, DTG Operations, Inc., Enterprise Rent A Car Company of San Francisco, Fox Rent A Car, Inc., The Hertz Corporation and Vanguard Car Rental USA Holdings, Inc., for premises at the Customer Service Building (7600 Earhart Road), extending the term on a month-to-month basis up to December 31, 2017, with rent consisting of (i) 10% of gross receipts, (ii) \$0.32 per square foot for ready/return areas, (iii) \$0.32 per square foot for additional land areas, and (iv) \$1.23 per square foot in the customer service building.

Section 2. The Board hereby approves the terms and conditions of the Space Use Permits for Non-Exclusive Rental Car Concession with Avis Budget Car Rental, LLC, Enterprise Rent A Car Company of San Francisco, Fox Rent A Car, Inc. and The Hertz Corporation, for premises at the Customer Service Building (7600 Earhart Road), for an initial term expiring on June 30, 2022, with mutual options to extend for two additional five year periods through June 30, 2032, at the initial Minimum Annual Guarantees of \$3,612,565 (Avis),

\$4,050,022 (Enterprise), \$3,001,000 (Hertz) and \$616,000 (Fox), and land rent, building rent and percentage of gross revenue as described in the Agenda Report.

Section 3. The Board hereby approves the Third Supplemental Agreement with Enterprise Rent A Car Company of San Francisco to provide an option to extend the term of its Lease for its Quick Turnaround Facility for approximately five years to June 30, 2032.

Section 4. The Board hereby authorizes the Executive Director to execute (i) the Amendment to Space Use Permits for Non-Exclusive Rental Car Concession, (ii) the Space Use Permits for Non-Exclusive Rental Car Concession and (iii) Third Supplemental Agreement and such additional documents as may be necessary to effectuate the above approvals, subject to the Port Attorney's approval as to form and legality.

Section 5. The Board hereby finds and determines that the proposed actions are categorically exempt from the California Environmental Quality Act ("CEQA") pursuant to CEQA Guidelines Sections 15301, Existing Facilities. CEQA does not apply to the operation, repair, maintenance, permitting, leasing, licensing, or minor alteration of existing public or private structures, facilities, mechanical equipment or topographical features, involving negligible or no expansion of use beyond that existing at the time of the lead agency's determination.

Section 6. This ordinance is not evidence of and does not create or constitute (a) a contract or lease, entitlement or property interest, or (b) any obligation or liability on the part of the Board or any officer or employee of the Board. Unless and until separate written agreement(s) are duly executed on behalf of the Board as authorized by this ordinance, is signed and approved as to form and legality by the Port Attorney, and is delivered to the other contracting party, there shall be no valid or effective agreement(s).

The Board of Port Commissioners, Oakland, California, May 18, 2017, 2017. Passed to print for one day by the following vote: Ayes: Commissioners Cluver, Hamlin, Martinez, Story, Yee and President Colbruno - 6. Excused: Commissioner Butner -1. Noes: 0.

John T. Betterton
Secretary of the Board

Adopted at a Regular Meeting held June 8, 2017
by the following vote:

Ayes: Commissioners Butner, Cluver, Hamlin, Martinez, Story, Yee and **President.**
President Colbruno - 7
Noes: 0

Attest:

Secretary.

Approved as to form and legality:

Port Attorney

**BOARD OF PORT COMMISSIONERS
CITY OF OAKLAND**

PORT ORDINANCE NO. 4420

**ORDINANCE APPROVING AIRLINE OPERATING AGREEMENT
WITH IBERIA LINEAS AEREAS DE ESPAÑA, S.A.
OPERADORA, DOING BUSINESS AS LEVEL, OPERATING AT
OAKLAND INTERNATIONAL AIRPORT.**

WHEREAS, the Board of Port Commissioners ("Board") has reviewed and evaluated the Agenda Report Item 6.2, dated May 18, 2017 ("Agenda Report") and related agenda materials, has received the expert testimony of Port of Oakland ("Port") staff, and has provided opportunities for and taken public comment; and

WHEREAS, that in acting upon this matter, the Board has exercised its independent judgment based on substantial evidence in the record and adopts and relies upon the facts, data, analysis, and findings set forth in the Agenda Report, and in related agenda materials and in testimony received; now, therefore

BE IT ORDAINED by the Board of Port Commissioners of the City of Oakland as follows:

Section 1. The Board hereby approves the terms and conditions of the Port's standard form Airline Operating Agreement ("AOA") with Iberia Lineas Aereas de España, S. A. Operadora ("Iberia"), doing business as LEVEL, for a term expiring on September 30, 2021, at the rates set forth in the Port's annual Rates and Charges Ordinance and terms and conditions set forth in the Agenda Report, and upon such standard terms and conditions as specified in the AOA, subject to the Port Attorney's review and approval as to form and legality.

Section 2. The Board hereby authorizes the Executive Director to execute the AOA, subject to the Port Attorney's approval as to form and legality.

Section 3. The Board hereby approves the future assignment of the AOA from Iberia to LEVEL if and when LEVEL is issued its airline operating certificate, and authorizes the Executive Director to execute an assignment of the AOA from Iberia to LEVEL, subject to the Port Attorney's approval as to form and legality.

Section 4. The Board hereby finds and determines that entering into the AOA is categorically exempt from the California Environmental Quality Act ("CEQA") pursuant to CEQA Guidelines Sections 15301, Existing Facilities. CEQA does not apply to the operation, repair, maintenance, permitting, leasing, licensing, or minor alteration of existing public or private structures, facilities, mechanical equipment or topographical features, involving negligible or no expansion of use beyond that existing at the time of the lead agency's determination.

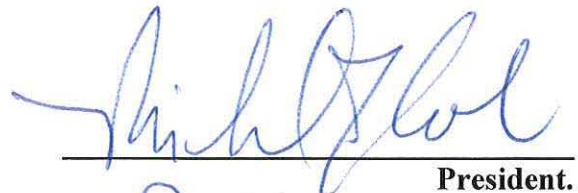
Section 5. This ordinance is not evidence of and does not create or constitute (a) a contract or lease, entitlement or property interest, or (b) any obligation or liability on the part of the Board or any officer or employee of the Board. Unless and until separate written agreement(s) are duly executed on behalf of the Board as authorized by this ordinance, is signed and approved as to form and legality by the Port Attorney, and is delivered to the other contracting party, there shall be no valid or effective agreement(s).

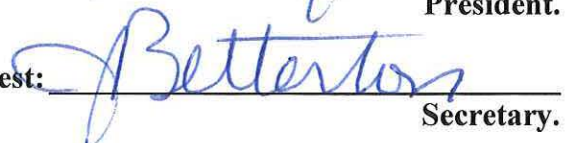
The Board of Port Commissioners, Oakland, California, May 18, 2017, 2017. Passed to print for one day by the following vote: Ayes: Commissioners Cluver, Hamlin, Martinez, Story, Yee and President Colbruno - 6. Excused: Commissioner Butner -1. Noes: 0.

John T. Betterton
Secretary of the Board

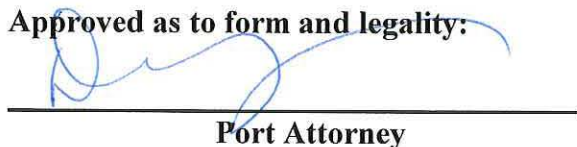
Adopted at a Regular Meeting held June 8, 2017
by the following vote:

Ayes: Commissioners Butner, Cluver, Hamlin, Martinez, Story, Yee and President Colbruno - 7
Noes: 0


President.

Attest: 
Secretary.

Approved as to form and legality:


Port Attorney

**BOARD OF PORT COMMISSIONERS
CITY OF OAKLAND**

PORT ORDINANCE NO. 4421

**ORDINANCE APPROVING SPACE/USE PERMIT WITH AIRPORT
TERMINAL SERVICES, INC. OPERATING AS AN AIRLINE SERVICES
PROVIDER AT OAKLAND INTERNATIONAL AIRPORT.**

WHEREAS, the Board of Port Commissioners of the City of Oakland ("Board") has reviewed and evaluated the Agenda Report for Agenda Item 6.3, dated May 18, 2017 (the "Agenda Report") and related agenda materials, has received the expert testimony of Port of Oakland ("Port") staff, and has provided opportunities for and taken public comment; now, therefore

BE IT ORDAINED by the Board of Port Commissioners of the City of Oakland as follows:

Section 1. In acting upon this matter, the Board has exercised its independent judgment based on substantial evidence in the record and adopts and relies upon the facts, data, analysis, and findings set forth in the Agenda Report and in related agenda materials and in testimony received.

Section 2. The Board hereby approves the terms and conditions set forth in the Agenda Report for the Space/Use Permit with **Airport Terminal Services, Inc.** to operate as an airline services provider at Oakland International Airport for a concession fee of 10% of gross revenue, with a minimum monthly concession fee of \$250, and the right to occupy approximately 594 square feet of office space in Terminal 1 pursuant to the annual Rates and Charges Ordinance (initial monthly rent of \$13,360.84 based on the current Rates and Charges Ordinance) for a term of approximately five years, expiring March 31, 2022, with the right of either party to terminate upon written 30-day notice.

Section 3. The Board hereby authorizes the Executive Director to execute the Space/Use Permit with **Airport Terminal Services, Inc.**, subject to approval as to form and legality by the Port Attorney.

Section 4. The Board hereby finds and determines that entering into the Space/Use Permit is categorically exempt from the California Environmental Quality Act ("CEQA") pursuant to CEQA Guidelines Sections 15301, (Existing Facilities), which exempts the operation, repair, maintenance, permitting, leasing, licensing, or minor alteration of

existing public or private structures, facilities, mechanical equipment or topographical features, involving negligible or no expansion of use beyond that existing at the time of the lead agency's determination.

Section 5. This ordinance is not evidence of and does not create or constitute (a) a contract(s), or the grant of any right, entitlement or property interest, or (b) any obligation or liability on the part of the Board or any officer or employee of the Board. Unless and until a separate written contract is duly executed on behalf of the Board as authorized by this ordinance, is signed as approved as to form and legality by the Port Attorney, and is delivered to other contracting party, there shall be no valid or effective contract.

The Board of Port Commissioners, Oakland, California, May 18, 2017, 2017. Passed to print for one day by the following vote: Ayes: Commissioners Cluver, Hamlin, Martinez, Story, Yee and President Colbruno - 6. Excused: Commissioner Butner -1. Noes: 0.


John T. Betterton
Secretary of the Board

Adopted at a Regular Meeting held June 8, 2017
by the following vote:

Ayes: Commissioners Butner, Cluver, Hamlin, Martinez, Story, Yee and President Colbruno - 7
Noes: 0

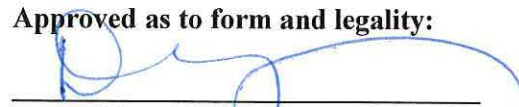


President.

Attest: 

Secretary.

Approved as to form and legality:



Port Attorney

**BOARD OF PORT COMMISSIONERS
CITY OF OAKLAND**

PORT ORDINANCE NO. 4422

ORDINANCE APPROVING AND AUTHORIZING THE EXECUTIVE
DIRECTOR TO ENTER INTO AN APPROXIMATELY 13-MONTH
SPACE ASSIGNMENT WITH TRAPAC, LLC FOR APPROXIMATELY
24-ACRES AT BERTH 24 FOR A MONTHLY RENT OF
\$0.205/SF/MONTH AND \$0.010/SF/MONTH LIGHTING-
RELATED CHARGES.

WHEREAS, the Board of Port Commissioners of the City of Oakland ("Board") has reviewed and evaluated the Agenda Report for Agenda Item 6.4, dated May 18, 2017 (the "Agenda Report") and related agenda materials, has received the expert testimony of Port of Oakland ("Port") staff, and has provided opportunities for and taken public comment; now, therefore

BE IT ORDAINED by the Board of Port Commissioners of the City of Oakland as follows:

Section 1. In acting upon this matter, the Board has exercised its independent judgment based on substantial evidence in the record and adopts and relies upon the facts, data, analysis, and findings set forth in the Agenda Report and in related agenda materials and in testimony received.

Section 2. The Board hereby finds and determines as follows:

A. In October, 2016, the Port and TraPac, LLC ("TraPac") entered into a Non-Exclusive Preferential Assignment Agreement (the "Lease") for an expanded marine terminal referred to as Berths 25-33; and

B. The Lease obligates TraPac to design and construct certain improvements within the first 12 to 48 months of the Lease; and

C. In order to continue terminal operations during construction, TraPac has requested to lease approximately 24 acres of the adjacent uplands at Berth 24 through June 30, 2018, TraPac's anticipated completion date for its construction work; and

D. In connection with the 24 acres at Berth 24, TraPac also requested that the Port agree to modify its standard form of environmental conditions to be consistent with the principles the Port agreed to in the environmental exhibit to the Lease and that the Port waive its requirement for a security deposit; and

E. Port staff have negotiated an agreement with TraPac based upon the Port's form of Space Assignment whereby TraPac will pay rent of \$0.205/square foot per month plus an additional \$0.010 per square foot per month for lighting-related charges for a fixed term from June 1, 2017 to June 30, 2018. TraPac shall have no right to terminate the Space Assignment early and shall pay rent as stated in this Subsection E for the entire term of the Space Assignment without regard to an early surrender and vacation of such 24 acre premise. However, TraPac may elect to vacate the entire premises prior to June 30, 2018 if it provides the Port with 30-days' prior written notice of vacation and TraPac surrenders and completely vacates the premises on or before the expiration of such 30-days' written notice. In the event TraPac vacates the premises as stated herein, TraPac shall continue to pay the Port rent for the remainder of the term, but TraPac would not have to pay the lighting-related charges for those months between the expiration of the 30-days' notice and June 30, 2018; and

F. Port staff are also willing to modify Section 7 (Limitation of Liability and Indemnity) and Section 8 (Responsibility for Toxic Materials) of the standard form of environmental exhibit to be consistent with the Lease provided that TraPac expressly agrees not to (i) conduct any excavation on the proposed premises that would breach the surface and expose underlying soil, and (ii) otherwise excavate any soil from the premises; and

G. TraPac's current circumstance is unique, and the proposed changes to the environmental exhibit to the Space Assignment would result in a minimal increase to the Port's exposure to claims for pre-existing contamination because TraPac would be prohibited from performing any excavation or similar work that could cause a breach or disturbance to the soil unless the Port explicitly agrees to such work, and if TraPac performs such prohibited activities, TraPac would be directly responsible for any environmental costs resulting from such prohibited activities; and

H. For the reasons stated in this ordinance, the Agenda Report, and other information received by the Board, the Board hereby finds and determines that the proposed approximately 13-month Space Assignment with TraPac is in the Port's best interest; and

I. The Board further finds and determines that the proposed 13-month Space Assignment with TraPac for approximately 24 acres of uplands at Berth 24 was reviewed in accordance with the requirements of the California Environmental Quality Act ("CEQA") and the Port CEQA Guidelines. The proposed Space Assignment is categorically exempt from

CEQA pursuant to Section 15301 Existing Facilities, which includes the operation of existing facilities. The proposed modification to the Space Assignment environmental provisions to conform with the environmental terms of the Lease will not result in a physical change to the environment and thus this action is also exempt from CEQA pursuant to Section 15061(b) (3).

Section 3. The Board hereby authorizes the Executive Director or his designee to execute the proposed 13-month Space Assignment with TraPac subject to the following key terms:

- Term: Approximately thirteen (13) months, from June 1, 2017 to June 30, 2018, and TraPac shall have no right to terminate the Space Assignment early;
- Premises: approximately twenty-four (24) acres uplands at Berth 24;
- Rent: \$0.205/sf/month, plus an additional \$0.010/sf/month for lighting-related charges. TraPac shall pay rent for the entire term of the Space Assignment without regard to any early surrender or vacation of the premises by TraPac, but if TraPac gives the Port 30-days' written notice of its intent to vacate the premises early and thereafter completely vacates the premises, TraPac will not be required to pay lighting-related charges for those months following the expiration of the 30-days' notice and ending on June 30, 2018 that TraPac does not use and occupy the premises;
- Security Deposit: waived;
- Environmental Exhibit: Section 7 and Section 8 to the environmental exhibit may be modified to be consistent with the Lease as described in this Ordinance and the Agenda Report.
- No Disturbance of Soil: TraPac will be prohibited from performing any excavation or similar work that could cause a breach or disturbance to the soil on the premises unless the Port explicitly agrees to such work in writing.

The Executive Director is further authorized to make minor amendments to the Space Assignment consistent with the intent of this ordinance and the Agenda Report, subject to approval as to form and legality by the Port Attorney.

Section 4. This ordinance is not evidence of and does not create or constitute (a) a contract, or the grant of any right, entitlement or property interest, or (b) any obligation or liability on the part of the Board or any officer or employee of the Board. Unless and until a separate written agreement is duly executed on behalf of the Board as authorized by this ordinance, is signed as approved as to form and legality by the Port Attorney, and is delivered to the other contracting party, there shall be no valid or effective agreement.

The Board of Port Commissioners, Oakland, California, May 18, 2017, 2017. Passed to print for one day by the following vote: Ayes: Commissioners Cluver, Hamlin, Martinez, Story, Yee and President Colbruno - 6. Excused: Commissioner Butner -1. Noes: 0.

John T. Betterton
Secretary of the Board

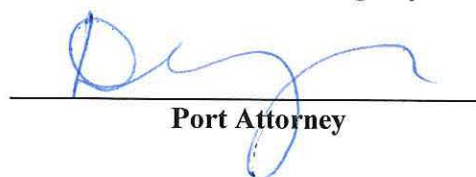
Adopted at a Regular Meeting held June 8, 2017
by the following vote:

Ayes: Commissioners Butner, Cluver, Hamlin, Martinez, Story, Yee and President Colbruno - 7
Noes: 0


President.

Attest: 
Secretary.

Approved as to form and legality:


Port Attorney

**BOARD OF PORT COMMISSIONERS
CITY OF OAKLAND**

PORT ORDINANCE NO. 4423

**ORDINANCE APPROVING AND AUTHORIZING THE
EXECUTIVE DIRECTOR TO EXECUTE A LICENSE AND
CONCESSION AGREEMENT WITH RAY HAYAME (DBA NISEI
PLASTICS) FOR A ONE-YEAR TERM FOR PROPERTY
LOCATED AT 7721 OAKPORT STREET, OAKLAND.**

WHEREAS, the Board of Port Commissioners of the City of Oakland ("Board") has reviewed and evaluated the Agenda Report for Agenda Item 6.5, dated May 18, 2017 (the "Agenda Report") and related agenda materials, has received the expert testimony of Port of Oakland ("Port") staff, and has provided opportunities for and taken public comment; now, therefore

BE IT ORDAINED by the Board of Port Commissioners of the City of Oakland as follows:

Section 1. In acting upon this matter, the Board has exercised its independent judgment based on substantial evidence in the record and adopts and relies upon the facts, data, analysis, and findings set forth in the Agenda Report and in related agenda materials and in testimony received.

Section 2. The Board hereby finds and determines as follows:

A. Ray Hayame, dba Nisei Plastics ("Hayame") currently occupies approximately 3,750 square feet of building space located at 7721 Oakport Street, Oakland (the "Premises"); and

B. Hayame initially subleased the Premises from a prior Port tenant who master leased the Premises together with other Port lands (the "Previous Master Lease") from the Port; and

C. The Previous Master Lease terminated in 2016, and the Port granted Hayame a 12-month Temporary Rental Agreement that will expire on May 31, 2017; and

D. Port staff have negotiated and recommend a new one-year License and Concession Agreement with Hayame under the following terms, as described further in the Agenda Report:

- i. Premises: the Premises described above;
- ii. Term: One year, commencing June 1, 2017 and terminating on May 31, 2018;
- iii. Monthly Rent: \$1,504.46;
- iv. Performance Deposit: An amount equal to three times the currently effective Monthly Rent;
- v. Maintenance Obligations of Hayame: Hayame shall maintain the Premises, including all interior finishes, windows, doors, utilities, mechanical, electrical, and plumbing systems serving the Premises; and
- vi. Maintenance Obligations of the Port: Port shall maintain the roof, foundation, structural walls, pavement, and landscaping.

E. The Board further finds and determines that the proposed License and Concession Agreement is exempt from the requirements of the California Environmental Quality Act ("CEQA") pursuant to CEQA Guidelines Section 15301, which exempts the operation, repair, maintenance, permitting, leasing, licensing, or minor alteration of existing public or private structures, facilities, mechanical equipment or topographical features, involving negligible or no expansion of use beyond that existing at the time of the lead agency's determination. The proposed agreement with Mr. Hayame will not have a significant effect on the environment and therefore will not require further environmental review.

Section 3. The Board hereby authorizes the Executive Director or his designee to execute the proposed License and Concession Agreement with **Ray Hayame, dba Nisei Plastics**, as described in the Agenda Report, subject to approval as to form and legality by the Port Attorney. Furthermore, if the proposed License and Concession Agreement is not fully executed within thirty (30) days after Board approval, the approval shall be null and void unless extended at the sole and absolute discretion of the Executive Director or his designee.

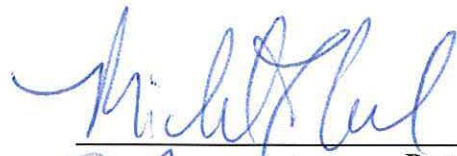
Section 4. This ordinance is not evidence of and does not create or constitute (a) a contract, or the grant of any right, entitlement or property interest, or (b) any obligation or liability on the part of the Board or any officer or employee of the Board. Unless and until a separate written agreement is duly executed on behalf of the Board as authorized by this ordinance, is signed as approved as to form and legality by the Port Attorney, and is delivered to the other contracting party, there shall be no valid or effective agreement.

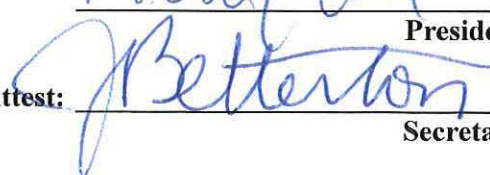
The Board of Port Commissioners, Oakland, California, May 18, 2017, 2017. Passed to print for one day by the following vote: Ayes: Commissioners Cluver, Hamlin, Martinez, Story, Yee and President Colbruno - 6. Excused: Commissioner Butner -1. Noes: 0.

John T. Betterton
Secretary of the Board

Adopted at a Regular Meeting held June 8, 2017
by the following vote:

Ayes: Commissioners Butner, Cluver, Hamlin, Martinez, Story, Yee and
President Colbruno - 7
Noes: 0



President.
Attest: 

Secretary.

Approved as to form and legality:



Port Attorney

**BOARD OF PORT COMMISSIONERS
CITY OF OAKLAND**

PORT ORDINANCE NO. 4424

**ORDINANCE AMENDING PORT ORDINANCE NO. 867 TO ADD
A NEW SECTION AND CREATE THE LEGAL ASSISTANT I -
RECORDS MANAGEMENT CLASSIFICATION AND TO ASSIGN
THE NEW CLASSIFICATION TO AN EXISTING SALARY
GRADE.**

WHEREAS the Board of Port Commissioners of the City of Oakland ("Board") has reviewed and evaluated the Agenda Report Item No. 6.6, dated May 18, 2017 (the "Agenda Report") and related agenda materials, has received the expert testimony of Port of Oakland ("Port") staff, and has provided opportunities for and taken public comment; now, therefore,

BE IT ORDAINED by the Board of Port Commissioners of the City of Oakland as follows:

Section 1. Port Ordinance No. 867 is hereby amended to add the following new section number, to create the referenced classification, and to assign such classification to the referenced existing salary grade:

Section No.	No. of Positions	Title	Salary or Grade No.
6.028	1	Legal Assistant I - Records Management (Civil Service Exempt; see, Section 714 of Oakland City Charter)	94

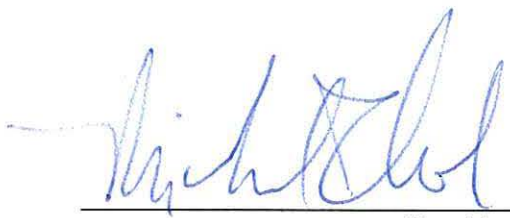
Section 2. In acting upon this matter, the Board has exercised its independent judgment based upon substantial evidence in the record and adopts and relies upon the facts, data, analysis, and findings set forth in the Agenda Report and in related agenda materials and in testimony received.


The Board of Port Commissioners, Oakland, California, May 18, 2017, 2017. Passed to print for one day by the following vote: Ayes: Commissioners Cluver, Hamlin, Martinez, Story, Yee and President Colbruno - 6. Excused: Commissioner Butner -1. Noes: 0.

John T. Betterton
Secretary of the Board

Adopted at a Regular Meeting held June 8, 2017
by the following vote:

Ayes: Commissioners Butner, Cluver, Hamlin, Martinez, Story, Yee and
President Colbruno - 7
Noes: 0



President.
Attest: 

Secretary.

Approved as to form and legality:



Port Attorney