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BOARD OF PORT COMMISSIONERS CITY OF OAKLAND

RESOLUTION APPROVING CONSENT TO CHANGE IN CONTROL IN OWNERSHIP AND ASSIGNMENT OF A SPACE/USE PERMIT TO PROVIDE AIRLINE GROUND SERVICES AND LETTER AGREEMENT TO SPACE/USE PERMIT AT OAKLAND INTERNATIONAL AIRPORT FROM THE CURRENT OWNERS OF G2 SECURE STAFF, LLC TO TENEX CAPITAL PARTNERS II, LP.

WHEREAS, the Board of Port Commissioners ("Board") has reviewed and evaluated the Agenda Report Item No. 2.1, dated December 12, 2019 ("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; and

WHEREAS, on May 23, 2013, the Board approved a Space/Use Permit with G2 Secure Staff, LLC ("G2") to provide airline ground services at Oakland International Airport, and on June 28, 2018, the Board extended the Space/Use Permit through June 30, 2023 under a Letter Agreement to Space/Use Permit (collectively, the "SUP");

NOW, THEREFORE, BE IT RESOLVED AS FOLLOWS:

SECTION 1. Based upon the information contained in the Agenda Report and testimony received, the Board hereby:

A. Consents to the change in control of G2 and assignment of the SUP from the current owners of G2 to Tenex Capital Partners II, LP; and

B. Authorizes the Executive Director to execute the appropriate documentation to consent to the change in control and assignment, subject to approval as to form and legality by the Port Attorney.

SECTION 2. This resolution 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 Port. Unless and until a separate written agreement is duly executed on behalf of the Board as authorized by this resolution, 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 agreement.