

September 28, 2022

WHEREAS, the City owns and operates a municipal airport, Dallas Love Field; and

WHEREAS, on March 7, 2012, City Council authorized a Dallas Love Field Food and Beverage Concession Contract, for a primary term of nine years with two one-year renewal options for food and beverage concession services at Dallas Love Field with Gina Puente Ventures, Inc. by Resolution No. 12-0706; and

WHEREAS, on August 12, 2015, City Council authorized the First Amendment to the concession contract with Puente Enterprises, Inc., successor in interest to Gina Puente Ventures, Inc., relating to street pricing, rate of pay and shared costs, by Resolution No. 15-1335; and

WHEREAS, Puente Enterprises, Inc. entered into an Asset Purchase Agreement with CBC SSP America DAL, LLC, effective July 15, 2022; and

WHEREAS, pursuant to the Asset Purchase Agreement, Puente Enterprises, Inc. will assign the concession contract with the City to CBC SSP America DAL, LLC; and

WHEREAS, the City will execute a written consent to the assignment of the concession contract from Puente Enterprises, Inc. to CBC SSP America, LLC, as is required for the concession contract to be assigned; and

WHEREAS, the primary term of the concession contract expires October 31, 2023, with the two one-year renewal terms remaining; and

WHEREAS, two additional one-year extension terms were granted to other concessionaires at Dallas Love Field in consideration of their continued operation during the COVID-19 pandemic, and similar extension terms are necessary for CBC SSP America DAL, LLC to amortize capital expenses anticipated to rebrand and remodel space No. C2216, originally branded as Sky Canyon; and

WHEREAS, Puente Enterprises, Inc. will assign the concession contract to CBC SSP America DAL, LLC after the City executes the consent to assignment and the City Council authorizes a Second Amendment to the concession contract with CBC SSP America DAL, LLC to exercise the two one-year renewal terms and add the two one-year extension terms; and

WHEREAS, the City's authorization to execute such Second Amendment with CBC SSP America DAL, LLC is conditioned on, and the City will not execute such Second Amendment with CBC SSP America DAL, LLC until, the assignment of the concession contract from Puente Enterprises, Inc. to CBC SSP America DAL, LLC pursuant to the terms of the Asset Purchase Agreement.

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Now, Therefore,

BE IT RESOLVED BY THE CITY COUNCIL OF THE CITY OF DALLAS

SECTION 1. Provided that Puente Enterprises, Inc. assigns the concession contract to CBC SSP America DAL, LLC pursuant to the terms of the Asset Purchase Agreement between those parties, the City Manager is hereby authorized to execute a Second Amendment to the Dallas Love Field Food and Beverage Concession Contract with CBC SSP America DAL, LLC, as concessionaire, to exercise both one-year renewal terms and add two one-year extension terms, approved as to form by the City Attorney.

SECTION 2. That the Chief Financial Officer is hereby authorized to receive and deposit funds in an estimated revenue amount of \$824,000.00 from the Aviation Fund, Fund 0130, Department AVI, Unit 7725, Revenue Code 7710, Vendor VS91449.

SECTION 3. That this contract is designated as Contract No. AVI-2022-00019684.

SECTION 4. That this resolution shall take effect immediately from and after its passage in accordance with the provisions of the Charter of the City of Dallas, and it is accordingly so resolved.