FOOD & BEVERAGE CONCESSION OPPORTUNITY Updated as of March 9, 2018

The Port of Oakland hosted Open House/Community Outreach Events on February 6, 2018 and February 7, 2018 at Oakland International Airport to introduce Port Staff's proposed business terms and conditions for the upcoming Food & Beverage Concessions Opportunities Request for Proposals (the "RFP"). Staff solicited feedback from the audience and received valuable and timely questions, comments and suggestions. The Port has revised and updated the material presented during the Open House/Community Outreach Events. Attached please fine the following:

- Outline of Business Terms
- → Terminal Map
- → RFP Schedule
- Questions/Comments Port's Responses
- Contact List of Concessionaires, Restauranteurs, Suppliers, Vendors



Food & Beverage Concession Opportunities Proposed Business Terms Updated as of March 9, 2018

Basic Terms:

- → Four Packages See Attached Terminal Map with Units Identified
 - Two multi-unit packages for Prime Operators with approximately equal number of spaces/square footage spread throughout Terminals 1 & 2.
 - Two Independent Units for Small Businesses.
 - The Port strongly supports the award of Packages A and B to separate Prime Operators. The Port will allow a single Prime Operator to be awarded both prime packages should it receive the top score for both Package A and Package B; however, the single Prime Operator is not required to accept both packages.
 - The Independent Units will be awarded to two separate Small Businesses.
- → Term = 10 years + 11 Months, occupancy for transition/construction as of February 1, 2019; primary term commences January 1, 2020
- → Initial Capital Investment = \$600/SF
- → Mid-term Capital Investment = \$150/SF
- → Marketing Fund = 0.5% of Gross Sales

Rental Structure:

- → Percent Rental Rates:
 - 8% First \$1,000,000 in Gross Revenues; plus
 - 10% Gross Revenues from \$1,000,001 to \$2,000,000; plus
 - 12% Gross Revenues in excess of \$2,000,001; plus
 - 15% Alcoholic Beverages
- → Minimum Annual Guarantee (MAG)
 - Post Secure, Units < 1,000 SF = \$250/SF
 - Post Secure, Units 1,000 to 5,000 SF = \$200/SF
 - Post Secure, Units > 5,000 SF = \$100/SF
 - Pre-Secure, Both units = \$75/SF

- → Pricing Policy = Street + 10%
- → Benefits Fee = +3% (Not attributable to MAG)

Experience & Qualifications:

- → Each Proposer for Packages A and/or B, or its majority partner, shall have significant experience operating in an airport environment. At a minimum, Proposer must have operated:
 - In a food and beverage concession in at least three airports;
 - In those airports for three continuous years within the last five years; and,
 - At least one of these operations must have generated at least \$5 million in annual gross sales in at least one of those three years.
 - Businesses without this experience and minimum qualifications are encouraged to partner with an entity(ies) with such experience.
- → Each Proposer for an Independent Unit (Packages C and D) shall have significant experience operating a food and beverage business and meet the following minimum requirements:
 - Be a "Small Business" defined as a firm with \$15 million gross receipts average operating a food and beverage operation in the preceding three years.
 - May be an ACDBE.
 - Not required to be a local business.
 - Airport experience preferred.

Outline Limitations: The above outline provides the basic business terms to be incorporated into Oakland International Airport's pending Food & Beverage Concessions Opportunities Request for Proposal. The RFP will include substantial terms, conditions, requirements, obligations, etc. that are not shown in this outline. All potential proposers must review and respond to the RFP as instructed after it has been posted on the Port of Oakland's website.





FOOD & BEVERAGE CONCESSION OPPORTUNITY Tentative RFP Schedule

Updated as of March 9, 2018

Outreach Meetings

Board Approval of RFP Business Terms

RFP Issued

Pre-proposal Meeting

Proposals Due to Port

Proposer Interviews

Proposers Selected

Board Meeting and Contract Awards

Design and Construction Documents

Construction of New Units Begin

All Units Open

February 2018

April 12, 2018

Mid April 2018

Late April 2018

Early July 2018

Mid August 2018

End August 2018

End September 2018

Oct 2018 - Jan 2019

February 1, 2019

January 2020



FOOD & BEVERAGE CONCESSION OPPORTUNITY OPEN HOUSE QUESTIONS & COMMENTS

Open House/Community Outreach Events were held on February 6th and 7th at Oakland International Airport to introduce Port Staff's proposed business terms and conditions for the upcoming Food & Beverage Concessions Opportunities Request for Proposals (the "RFP"). Staff solicited feedback from the audience, provided Questions/Comments cards and offered to accept electronic mail responses through February 23rd.

Staff has collected this information, reviewed, consolidated similar questions and comments, and summarized below:

	Question/Comment/Issue/Concern	Port Response
1.	Benefits Fee: Currently, the Port allows concessionaires to charge a Benefits Fee of 2% on top of Street Pricing; please consider an increase to 3%.	Port Staff's revised recommendation to the Board will be to increase the Benefits Fee from 2% to 3%. The Benefits Fee is in addition to Street Pricing and is not included in the calculation of Percentage of Gross Revenues.
2.	Benefits Fee: Should be allowed only for operators who have signed a collective bargaining agreement ("CBA").	Benefit Fees are for the benefit of all concessions employees; the Port will not place restrictions.
3.	Capital Investment: The proposed \$450 per square foot initial capital investment seems far too low given construction costs in the Bay Area. This amount should be increased so that the proposals are not received with unreasonably low capital commitments.	Port Staff's revised recommendation to the Board will be to increase the Minimum Initial Capital Investment from \$450 per square foot to \$600 per square foot.
4.	Construction: Window is <6 months. Has the Port considered disruption to passengers with so many concurrent projects?	Port Staff's revised recommendation to the Board will be to require all units to be open by the end of calendar year 2019; i.e., by December 31, 2019.

	Question/Comment/Issue/Concern	Port Response			
5.	Construction: Will CAD or REVIT plans of the units be made available to the design teams?	When the RFP is released, the Port will provide access to updated CAD drawings.			
6.	Construction: Consider a comprehensive transition and phasing plan with temporary units.	Proposals will require that each respondent prepare and include a comprehensive transition and phasing plan.			
7.	Construction: Define the number of temporary units required during the transition/construction period.	The number of temporary units should approximately match the number of permanent units with the transition plan designed by respondents and included in the proposal. It is the goal of the Airport to minimize impacts to passengers. Respondent should plan to use as many temporary units as necessary to accomplish that goal.			
8.	Employment Considerations: Are their youth employment opportunity requirements for the bidders?	No.			
9.	Employment Considerations: The Port should mandate that winning respondents adopt essentially the same terms on the CBA in place with the current prime operators and keep those terms in effect for the entire Term.	The Port is pre-empted by federal law from dictating the labor terms of the CBA. The Port's sole interest is to have uninterrupted concession services at the Airport without labor disruptions.			
10.	Employment Considerations: Since "labor peace" is a requirement for award, the Port should require that labor peace be submitted concurrent with proposals; otherwise, the union has too much leverage after contracts have been awarded.	Under the Port's labor peace policy, prior to entering into a concessionaire agreement, a concessionaire shall enter into a labor peace agreement with any labor organization that has requested such a labor peace agreement. UniteHere is the current labor organization representing food and beverage concession workers at the Airport. Nothing prevents a respondent from reaching a labor peace agreement as part of its proposal.			
11.	Local Businesses: Can the Port "tweak" the business terms to require prime	The Port is barred by law from giving preference to local businesses or for local hiring practices.			

	Question/Comment/Issue/Concern	Port Response
	operators to include local, independent	
	operators in their proposals?	
12.	Local vs. Small vs. ACDBE: Some of the presenters were using terms "small", "local" and "ACDBE" interchangeably. Might cause confusion?	These three terms represent different concepts; the Port apologizes for any confusion. We consider each term: → Small Business – a firm with \$15 million gross receipts average in the preceding three years that will be encouraged to respond to the RFP's
		Independent Unit Packages.
		→ Local – The Port wants the Food & Beverage Concessions Program to reflect a "sense of place" with representative "local flavor". We intentionally are not defining these terms, but the idea is we do not want OAK to look like a generic airport! Oakland, Alameda County, the entire Bay Area and Northern California offer beautiful scenery, vibrant culture, and a great brewing, winemaking and culinary scene. The food and beverage concepts, menus and design for each unit should reflect this "sense of place".
		→ ACDBE – Airport Concession Disadvantaged Business Enterprise – a for profit business with at least 51% of its ownership to be socially and economically disadvantaged as certified by the Unified Certification Program pursuant to criteria contained in 49 Code of Federal Regulation (CFR) Parts 23 and 26. The Port encourages ACDBE participation.
13.	Mid-Term Refurbishment: Can the Mid- Term Capital Investment amount be less than defined if approved by the Port?	Consolidated Response: Port Staff does not plan to recommend any change to the \$150 per square foot minimum Mid-Term Capital Improvement requirement. Port staff does not believe specifying a percentage of Initial
14.	Mid-Term Refurbishment: Consider a Director's Discretion Mid-Term Capital Investment of 10% of the initial build-out.	Capital Investment is appropriate. For example: the current contract with the existing concessionaires required an approximate \$600 PSF initial capital improvement plus a mid-term capital amount of \$100 PSF increased by CPI (eventually amounted to about \$110 PSF). Had the Port adopted the proposed 10% of initial capital, the existing concessionaires would have had a requirement of just \$60 PSF, which would have been inadequate.
15.	Operator Experience: Require that respondents have operated an airport	Port staff does not recommend any change to the proposed "Operator Experience": Each respondent, or its majority partner, shall have significant

	Question/Comment/Issue/Concern	Port Response
	food & beverage program with at least \$10M in annual sales at a single airport.	experience operating in an airport environment. At a minimum, respondents must have operated:
		 → In a food and beverage concession in at least three airports; → In those airport for three continuous years within the last five years; and, → At least one of these operations must have generated at least \$5 million in annual gross sales in at least one of those three years. Businesses without this experience and minimum qualifications are encouraged
		to partner with an entity(ies) with such experience.
16.	Package Make-Up: Would the Port consider shifting some locations between the two (2) packages to balance square footage and revenue potential?	Staff has slightly re-aligned the make-up of the packages (including removing two units to be offered on as Independent Units). The square footage shown on the maps are being updated – mostly increasing in size – to incorporate "patio" and other areas occupied, but not currently shown. The RFP will show accurate square footage for each unit.
17.	Package Make-Up: Define the location and size of the replacement for the Auntie Anne's kiosk which will be eliminated in its current location.	Staff and its consultant are working on replacement location for the kiosk currently operating as Auntie Anne's. The RFP will show all units included in each package.
18.	Package Make-Up: Is there a required split between local and national brands?	The Port is not making any recommendations concerning proposals offering local and national brands; that is a decision to be made by the respondent.
19.	Package Size: Divide number of total units to have at least four (4) small business plus one package with eleven (11) units for a single prime operator.	Consolidated Response: Port Staff's revised recommendation to the Board will be to adjust the packages as follows: Packages: → Two packages with units spread throughout both terminals, of approximately
20.	Package Size: Consider issuing 2 or 3 direct tenancy opportunities to small, local businesses.	equal (i) square footage (based on updated areas of each unit) and (ii) gross sales per square foot (based on analysis of both historical and projected sales).
21.	Package Size: Do not break up the packages into smaller bundles; keep at two (2) packages.	→ Two Independent Units, one each in Terminal 1 and Terminal 2 to be offered to two separate Small Businesses.

	Question/Comment/Issue/Concern	Port Response					
22.	Package Size: Redistribute the units so that one package has 80% of the sales (or similar) and the second package has the balance.	Details of the unit make up will be covered in the revised outline of proposed Business Terms and Conditions that will be posted on the Port's website.					
23.	Package Size: Award eight (8) packages of two (2) units each to create greater competition and allow smaller, independent operators to bid directly. To cover Port's added administration costs, charge an additional 1% in rents.						
24.	Rent Structure: Consider leaving the rent percentages the same/match the current percentages.	Consolidated Response: Port Staff's revised recommendation to the Board will be the following rent structure: 8% First \$1,000,000 in Gross Revenues; plus					
25.	Rent Structure: Consider lowering the proposed percentage rental rates to duplicate SFO's rent structure; i.e., 8% of the first million in gross revenues, 10% of the second million, and 12% of any revenue above \$2 million.	10% Gross Revenues from \$1,000,001 to \$2,000,000; plus 12% Gross Revenues in excess of \$2,000,001 15% All Gross Revenues from the sale of Alcoholic Beverages Port staff believes that percentage of gross revenues for the prime operator packages must be calculated and paid on a per-unit basis; not consolidated for					
26.	Rent Structure: Why is the rent 13% to 16%? SFO's 8%/10%/12% rent model is way more equitable. What is the rationale behind such high rents?	the entire operation. Both Staff and the operators can better identify exemplary and/or poorly performing units.					
27.	Rent Structure: Consider a tiered structure akin to SFO's. For example, 8% of Gross Revenues up to \$10M; plus 10% of from \$10M to \$20M; plus 12% over \$20M.						
28.	Rent Structure: Consider adopting the following: 8% of Gross Revenues up to						

	Question/Comment/Issue/Concern	Port Response
	\$9M; 10% for \$9M to \$22M; and 12% above \$22M.	
29.	Rent Structure: Eliminate the 0.5% Marketing Fee or reduce the percentages by the same 0.5%.	
30.	Support Space: Please provide the amount of square footage and location of office and storage space allocated to the packages.	The RFP will include currently available storage space and potential additional storage space that the Port is identifying and will be included in the RFP.
31.	Street Pricing: The "Street +10%" model makes it difficult to pay the current union benefit package. How are ACDBEs expected to make a profit with labor costs being this exorbitant?	Consolidated Response: Port Staff's recommendation to the Board will remain unchanged at Street + 10%. We believe the proposed modified Percentage of Gross Revenues shown above plus the increase in the Benefits Fee will provide adequate revenue for the operators to offer excellent food and beverage options, recoup capital investment and compensate employees.
32.	Street Pricing: Consider Street + 17%.	
33.	Street Pricing: Consider Street + 18%.	
34.	Subtenant/JV Structure: Has the Port considered joint ventures ("JVs") to be the most practical/equitable method of ACDBE participation? JVs are too capital-intensive and results in loss of independence of operators.	Consolidated Response: The Port does not take any position relative to the business relationship between Prime Operators and their business partners. The Port does not endorse, require and/or prohibit JVs or subtenancies.
35.	Subtenant Spaces: Are there any sublease spaces available? ACDBEs are being told there are no sublease opportunities being offered, only JVs. There is ZERO EQUITY for small businesses in JVs.	

	Question/Comment/Issue/Concern	Port Response
36.	<u>Term</u> : Would the Port consider extending the term to ten (1) years plus two (2) 2-year options?	Consolidated Response: Port Staff's recommendation to the Board will be revised slightly to incorporate the following "Term" for all contracts: → Fixed 10-Year Term commencing January 1, 2020.
37.	<u>Term</u> : Please consider adjusting the Term to include three (3) 1-Year extensions.	→ Transition/Construction Term commencing approximately February 1, 2019 and expiring December 31, 2019.
38.	Term: Consider a term of twelve (12) years after the opening of the last unit.	→ No options to extend.
39.	<u>Term</u> : Please consider allowing the successful respondent to take over existing operations at the beginning of 2019.	
40.	Term: Consider starting the Term for the operators once the final unit is open; all operators' leases would have the same expiration date.	

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JR Lester Inc.	Njambi	Mungai			•			
Leta Group, Inc. (Subway)	Alan	Hibbard						
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MTY Group Bo	ob	Cook	Bob cook@mtygroup.com	973-417-3021				
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Pacific Gateway Joe	oe	Waller	jwaller@pgconcessions.com	213-703-8574	273 East Harris Avenue	South San Francisco	CA	94080
Palazzo Concessions Sir	imeon	Stewart	simeon@palazzoconcessions.com	310-292-9401	6 Palos Verde Land	Rolling Hills Estates	CA	90274
Palazzo Concessions Mic	lichael	Washington	michael@palazzoconcessions.com	310-686-4925	440 Davis Court, Vista East #1521	San Francisco	CA	94111
Panda Restaurant Group, Inc. Re	egan	Jeric	Regan.Jeric@PandaRG.com	650-274-9297				
Paradies Lagardere Gre	regg	Paradies	gregg.paradies@paradies-na.com	404-509-1143	2849 Paces Ferry Road, 4th Floor	Atlanta	GA	30339
Paradies Lagardere Pa	atrick	Wallace	patrick.wallace@paradies-na.com	404-509-1143	2849 Paces Ferry Road, 4th Floor	Atlanta	GA	30339
Peet's Coffee Eri	rica	Brown	ebrown@peets.com	415-819-3457				
Peet's Coffee De	erek	Bushy	dbushy@peets.com					
Peet's Coffee Ro	obin	Quintal	rquintal@peets.com					
Pican Restaurant Mic	lichael	LeBlanc	michael@picanrestaurant.com	510-834-1000	2295 Broadway	Oakland	CA	94612
Pinnacle LLC Alr	Inoor	Hudda	alnoor@gmail.com	510.610.7826				
PinX Catering Po	ortia	Carroll	portia@pinxcatering.com	510-691-0423				
PinX Catering Cra	raig	Cooper	craig@pinxcatering.com	510-355-6193				
RDG Concessions Ca	arl	Gill	cgill@rdgconcessions.com	510-569-7969 x1020	2104 Adams Avenue	San Leandro	CA	94577
RDG Concessions Ra	alph	Glenn	ralph@rdgconcessions.com	510-569-7969 x1020	2104 Adams Avenue	San Leandro	CA	94577
Red Bay Coffee Ke	eba	Konte	keba@redbaycoffee.com					
Red Door Group Re	eign	Free	reign@reddoorcatering.com	510.339.2320 x 3	2925 Adeline Street	Oakland	CA	94608
Rewards Network Sh	haron	O'Neil	soneil@rewardsnetwork.com					
Rewards Network Ma	ariell	Rahmani	mrahmani@rewardsnetwork.com					
Rylo Management Gir	ina	Graziano	Gina@Rylomanagement.com	415-913-0367	12 Blackstone Lane	San Rafael	CA	94903
Rylo Management To	ony	Graziano						
Sacramento County Department of Airports Aly	lyson	Murphy	murphyal@saccounty.net	916-874-0918	6900 Airport Boulevard	Sacramento	CA	95837
Sacramento County Department of Airports Do	onna	Scranton	ScrantonD@saccounty.net	916.874.0910	6900 Airport Boulevard	Sacramento	CA	95837
• • •	onna eather	Scranton Clegghaman	ScrantonD@saccounty.net heather.clegghaman@sierranevada.com	916.874.0910 510.846.8794	6900 Airport Boulevard	Sacramento	CA	95837

Company	First Name	Family Name	Email Address	Phone	Street Address	City	State	Zip
Silver Dragon Café	Albert	Hom						
Silver Dragon Café	Lilly	Mar	lilly@silverdragoncafe.com	510-654-8899	1 Airport Drive, Box 39	Oakland	CA	94621
Skyview Concession	Apryl	Stewart	astewart@skyviewconcessions.com					
SmartDesign Group	Nick	Baker	nbaker@smartdesignsgroup.com					
SMP Concessions LLC	Silvia	Peralta	silvia.peralta@gmail.com					
Sodexo Convenience Solutions	Amy	Castillo						
Sodexo Convenience Solutions	Heather	Sheehan	heather.sheehan@Sodexo.com	408-654-9867				
SSP America	Heather	Barry	heather.barry@foodtravelexperts.com	720-329-8673	19465 Deerfield Avenue, Suite 105	Lansdowne	VA	20176
SSP America	Natalie	Green	Natalie.Greene@foodtravelexperts.com					
SSP America	Paul	Loupakos	Paul.Loupakos@foodtravelexperts.com	331-229-2489	19465 Deerfield Avenue, Suite 105	Lansdowne	VA	20176
SSP America	Patrick	Murray	Patrick.Murray@foodtravelexperts.com	202-321-7028	19465 Deerfield Avenue, Suite 105	Lansdowne	VA	20176
Stiles Consulting	Corey	Stiles	coreystiles@stilesconsultingfirm.com	909.556.9507	,			
Subway	Gurinder	Grewal	grewalngns@yahoo.com					
Subway	Navdeep	Grewal	grewalngns@yahoo.com					
Tastes on the Fly	Michael	Levine	michael@tasteonthefly.com	415-453-7757	411 Borel Avenue, Suite 606	San Mateo	CA	94402
Tay Ho Oakland Restaurant	Denise	Huynh	tayho.oakland@gmail.com	510-258-2372	344 12th Street, Suite B	Oakland	CA	94607
UniteHere	Wei-Long	Huber	whuber@uniteher.org	510-219-6434	1440 Broadway, Suite 208	Oakland	CA	94612
UniteHere	Taylor	Hudson	thudson@unitehere.org	213-509-9114	1440 Broadway, Suite 208	Oakland	CA	94612
Urban Equity, LLC	Herman	Badgett	hbadgett@urbanequityllc.com	415-717-0785	•			
Villa Restaurant Group	Christopher	McNamee	cmcnamee@villarestaurantgroup.com	973-206-7265	25 Washington Street	Morristown	NJ	07960
Vino Volo	Brian	Holtman	brianholtman@vinovolo.com	443-691-3906	360 - 22nd Street, Suite 640	Oakland	CA	94612
Vino Volo	Susan	Magen	susanmagen@vinovolo.com					
Vino Volo	Melanie	Matzorkis	melaniematzorkis@vinovolo.com					
Westfield Concession Management	David	Yamamoto	dyamamoto@westfield.com	310-893-4185	2260 Adair Street	San Marino	CA	91108
Wetzels Pretsels	Frank	Gonzales	frank@wetzels.com	909-717-9843				
Wolfgang Puck Worldwide, Inc.	Joe	Essa						
Wolfgang Puck Worldwide, Inc.	Vince	Modica	vince.modica@wolfgangpuck.com	703-598-5524	8687 Melrose Avenue, Suite B315	West Hollywood	CA	90069
Youth Employment Partnership	Benjamin	Pineda	bpineda@yep.org	510-533-3447 x307	2300 International Blvd.	Oakland	CA	64601