

## REQUEST FOR PROPOSALS #23-49-9999-018 for Food Service and Retail Concessions

### Addendum No. 2

DATE OF ADDENDUM: August 25, 2023

The following changes, additions, and/or deletions are considered as Addendum No. 2, and are hereby made a part of the Request for Proposals (RFP) documents. All Proposers are required to base their Proposals upon the information furnished in this Addendum No. 2; and as required in the RFP and Concession Lease documents. Proposers are required to acknowledge Addendum No. 2 in their Proposals. Failure to acknowledge addenda on the Addenda Acknowledgment Form included as Appendix E of the RFP may result in a Proposal being declared non-responsive.

- 1. The proposal submission due date scheduled for Tuesday, September 26, 2023 at 2:00 PM Pacific Time has changed to Tuesday, October 24, 2023 at 2:00 PM Pacific Time.
- 2. This Addendum No. 2 provides responses to questions submitted as of Tuesday, August 22, 2023 in conjunction with the RFP's Question-and-Answer process, which ended on August 22, 2023 at 2:00 pm Pacific Time.

#### **Questions and Answers**

- 1. Question received by Friday, July 14, 2023 at 12:00 AM:
  - **Q.** 10 weeks is not enough time to pull together the requirements of this RFP. Can you please extend the due date by one month?
    - **A.** The proposal due date has been extended to **Tuesday, October 24, 2023 at 2:00 pm** Pacific Time.
- 2. Question received by Friday, July 14, 2023 at 12:00 AM:
  - **Q.** For the pre-proposal meeting, do you have dates you are considering?
    - **A.** The pre-proposal conference was held on July 31, 2023.

- 3. Question received by Friday, July 14, 2023 at 12:00 AM:
  - **Q.** Throughout the F&B locations you mention local, regional, or national brands. Are you also willing to accept proprietary brands?
    - **A.** Yes. Proprietary brands may be proposed if the Desired Concept and Menu description for a unit included in Sections C.1 Package 1 Opportunity and C.2 Package 2 Opportunities of the RFP do <u>not</u> specify "local or national brand." Several units that do not specify a requirement for a local or national brand still require the inclusion of local products and menu offerings.
- 4. Question received by Friday, July 14, 2023 at 12:00 AM:
  - **Q.** The permanent, interim, support and office spaces have unit numbers associated with them, but there is not an accompanying map that identifies these locations. Can you please produce a map that clearly articulates this?
    - A. Yes. See Attachment 2.
- 5. Question received by Friday, July 14, 2023 at 12:00 AM:
  - **Q.** The Tenant Design criteria is TBD. When can we expect to see the TDC It's imperative to have as we start designs.
    - **A.** The Tenant Design Guidelines were uploaded to the Airport website on August 4, 2023.
- 6. Question received by Friday, July 14, 2023 at 12:00 AM:
  - **Q.** A copy of a draft lease was not provided. We need that very soon to begin legal review.
    - **A.** The draft Concession Lease will be issued in a future addendum to the RFP.
- 7. Question received by Sunday, July 16, 2023 at 12:00 AM:
  - **Q.** Lease Outline Drawings (LOD's) were not provided for any location. What is the expected release date for the LOD's?
    - A. See Addendum No. 1.
- 8. Question received by Wednesday, July 19, 2023 at 12:00 AM:
  - Q. Due to the consolidated time of the RFP would you consider a fully digital submittal?
    A. Yes. Proposers may submit a digital copy of their proposal in accordance with the <u>Electronic Copy</u> paragraph in Section 10.0, Proposal Format, of the RFP. In addition to the digital copy of the Proposal and pro formas in Excel and pdf format, Proposers should submit one hard copy of the pro formas. The Proposal delivery instructions in Section 8.A of the RFP have not changed.
- 9. Question received by Wednesday, July 19, 2023 at 12:00 AM:
  - **Q.** Please confirm that a physical material board is not required, that design and material can be reflected through digital imagery.
    - **A.** Quality photographic images of material boards with descriptions of the materials are permitted in the Proposal. Successful Proposers will be required to submit physical material boards with their design submittals.
- 10. Question received by Wednesday, July 19, 2023 at 12:00 AM:
  - Q. Are renderings and imagery required for the temp/interim locations?
    - **A.** Photos of similar temporary or interim units operated at other locations may be provided in lieu of renderings for the temporary and interim concepts proposed.

- 11. Question received by Wednesday, July 19, 2023 at 12:00 AM:
  - **Q.** Can seating spaces be included in the design packages and renderings of the associated F&B space?
    - **A.** Yes. Renderings of seating associated with food service units can be included in the rendering of the food service unit.
- 12. Question received by Tuesday, July 25, 2023 at 12:00 AM:
  - **Q.** Is there any way for a small business, like Method, to bid on a single unit, like a 1,000-1,200 sq foot space?
    - **A.** Proposals must include all units in a package. Proposers may team with local, national and ACDBE businesses to fulfill concepts and products required in the RFP.
- 13. Question received by Tuesday, July 25, 2023 at 12:00 AM:
  - **Q.** How does the whole proposal process work? To us, it seems that one larger business does the bid and puts up \$130k then has other smaller businesses propose to be in those spaces. Is this correct?
    - **A.** See the response to Question 12.
- 14. Question received by Thursday, July 27, 2023 at 12:00 AM:
  - **Q.** The RFP states that rent can be set or tiered per package, however on pg. 37 it also states that rent should be shown on the pro-forma showing food and non-alcoholic beverages versus alcoholic beverage rent. Therefore, can rent also be by category for F&B, or can it be tiered between the two categories?
    - **A.** Percentage Rent may be proposed as a fixed rent by concession product category (food and non-alcoholic beverages, alcoholic beverages, retail products) or as a tiered rent by concession product category (food and non-alcoholic beverages, alcoholic beverages, retail products). Please see the revised Financial Offer Form in Attachment 1 of this Addendum 2.
- 15. Question received by Thursday, July 27, 2023 at 12:00 AM:
  - **Q.** Can rent of different percentages between the interim period, first partial year, and/or first calendar year and second calendar year and beyond?
    - **A.** As shown in the Financial Offer Form in Attachment 1, the Percentage Rent offer for the Interim operations may differ from the Percentage Rent Offer for the permanent concessions.
- 16. Question received by Thursday, July 27, 2023 at 12:00 AM:
  - **Q.** What is the difference between class 1 storage and class 2 storage?
    - **A.** Storage space is categorized according to location within the terminal. Class I space is typically passenger-facing areas or on a main level of the terminal. Class II space is typically in lower level areas or non-passenger areas. Storage spaces for the concession program are likely to be class II.
- 17. Question received by Friday, July 28, 2023 at 12:00 AM:
  - **Q.** The RFP states that rent can be set or tiered per package, however on pg. 37 it also states that rent should be shown on the pro-forma showing food and non-alcoholic beverages versus alcoholic beverage rent. Therefore, can rent also be by category for F&B, or can it be tiered between the two categories?
    - **A.** See the response to Question 14.

- 18. Question received by Friday, July 28, 2023 at 12:00 AM:
  - **Q.** Can rent of different percentages between the interim period, first partial year, and/or first calendar year and second calendar year and beyond?
    - **A.** See the response to Question 15.
- 19. Question received by Friday, July 28, 2023 at 12:00 AM:
  - **Q.** What is the difference between class 1 storage and class 2 storage?
    - **A.** See the response to Question 16.
- 20. Question received by Friday, July 28, 2023 at 12:00 AM:
  - **Q.** Are standard souvenirs & apparel permitted in the Convenience Retail & Newsstand stores?
    - **A.** Typical souvenir products and souvenir apparel may be permitted in the Convenience Retail and Newsstand stores as long as priority is given to the minimum products requirement for the specific unit listed in Sections C.1 and C.2 of the RFP, and souvenirs and apparel are not listed in the "Non-Permitted Items" section. All proposed products will need to be approved by the Airport CEO.
- 21. Question received by Friday, July 28, 2023 at 12:00 AM:
  - Q. Is dividing Space R-212 into two concepts permitted given its size? It is 1,478 sq ft.
    - **A.** No. Unit R-212 should remain as one concept.
- 22. Question received by Friday, July 28, 2023 at 12:00 AM:
  - **Q.** Is there a preference for locally themed or national brand names for the travel essential/convenience/newsstand stores?
    - **A.** There is a preference for locally or regionally-themed travel essential/convenience/newsstand stores.
- 23. Question received by Friday, July 28, 2023 at 12:00 AM:
  - **Q.** Given we haven't been able to map out all of the spaces in the Use Clause/Space Description pages on a detailed terminal map, will GEG extend the due date by 30 days to make up for lost time?
    - **A.** See the response to Question 1.
- 24. Question received by Friday, July 28, 2023 at 12:00 AM:
  - **Q.** Can GEG e-mail prospective proposers an electronic copy of the detailed terminal lease outline dimension by space map, to include space numbers and sq ft indicated after the Outreach meeting completes on Monday, July 31?
    - **A.** See the response to Question 7.
- 25. Question received by Monday, July 31, 2023 at 12:00 AM:
  - **Q.** Is a bar allowed in Riverfront Marketplace/market concept?
    - **A.** Unit R-214a Gourmet Market with Coffee should include a coffee bar and may include a wine bar or full-service bar. Please refer to the unit's Desired Concept and Menu in section C.1., Package 1 Opportunity in the RFP.
- 26. Question received by Monday, July 31, 2023 at 12:00 AM:
  - **Q.** What type of exhaust systems in A/B concourse locations?
    - **A.** Existing food service concessions in *Concourses A and B have Type II exhaust systems.* Existing food service concessions in the A/B Rotunda have Type I exhaust systems.

- 27. Question received by Monday, July 31, 2023 at 12:00 AM:
  - **Q.** What are the open dates for locations near gates 27-29?
    - **A.** The opening date for the concessions near the new Gates 27-29 in Concourse C will coincide with the completion date for the new Gates 27-29, which is currently estimated as January 2026.
- 28. Question received by Monday, July 31, 2023 at 12:00 AM:
  - **Q.** Does GEG have or can it get a stadium license?
    - **A.** Liquor licenses are the responsibility of the successful Proposers.
- 29. Question received by Monday, July 31, 2023 at 12:00 AM:
  - **Q.** Is there a size limit for the electronic submittal?
    - **A.** Please refer to Section 10.0, Proposal Format, of the RFP.
- 30. Question received by Monday, July 31, 2023 at 12:00 AM:
  - **Q.** Will the outreach presentation be available online?
    - **A.** The pre-proposal conference presentation was distributed to all participants who attended the conference and provided their email at sign-in.
- 31. Question received by Monday, July 31, 2023 at 12:00 AM:
  - **Q.** This is our first time in this position. From our understanding now larger companies are making the bids and once awarded they bring in companies like ours? Correct or...? How are you making it possible for small businesses to break the barrier of entry? What do you recommend?
    - **A.** See the response to Question 13.
- 32. Question received by Monday, July 31, 2023 at 12:00 AM:
  - **Q.** Could you please outline storage/BOH areas, office spaces, and route of transportation from loading dock to locations on C-concourse?
    - A. See Attachment 3.
- 33. Question received by Tuesday, August 01, 2023 at 12:00 AM:
  - **Q.** Is there a preference for locally themed or national brand names for the travel essential/convenience/newsstand stores?
    - **A.** See the response to Question 22.
- 34. Question received by Tuesday, August 01, 2023 at 12:00 AM:
  - Q. Is dividing Space R-212 into two concepts permitted given its size? It is 1,478 sq ft.
    - A. See the response to Question 21.
- 35. Question received by Tuesday, August 01, 2023 at 12:00 AM:
  - **Q.** Are standard souvenirs & apparel permitted in the Convenience Retail & Newsstand stores?
    - **A.** See the response to question 20.
- 36. Question received by Tuesday, August 01, 2023 at 12:00 AM:
  - **Q.** Can rent of different percentages between the interim period, first partial year, and/or first calendar year and second calendar year and beyond?
    - A. See the response to question 15.

- 37. Question received by Tuesday, August 01, 2023 at 12:00 AM:
  - **Q.** The RFP states that rent can be set or tiered per package, however on pg. 37 it also states that rent should be shown on the pro-forma showing food and non-alcoholic beverages versus alcoholic beverage rent. Therefore, can rent also be by category for F&B, or can it be tiered between the two categories?
    - **A.** See the response to question 14.
- 38. Question received by Tuesday, August 01, 2023 at 12:00 AM:
  - **Q.** For Package 1 space CC-02-1410, "gift items" are considered a non-permitted item. Would souvenir apparel be considered a gift item that is not permitted?
    - **A.** Limited souvenir apparel would be permitted in this store.
- 39. Question received by Monday, August 07, 2023 at 12:00 AM:
  - Q. Can GEG please provide a Draft concession lease for review ASAP?
    - **A**. See the response to Question 6.
- 40. Question received by Monday, August 07, 2023 at 12:00 AM:
  - **Q.** Will GEG require the winning proposer to sign any type/form of Collective Bargaining Agreement, Labor Harmony Agreement or similar as a stipulation?
    - A. No.
- 41. Question received by Tuesday, August 08, 2023 at 12:00 AM:
  - **Q.** We are looking for the dimensions of spaces C-271, C-308 and T-200.
    - **A.** Unit C-271 is the existing 958 Sq. Ft. CNBC News on the lower level of Concourse C. See Attachment 2 for approximate dimensions.
    - Unit C-308 is the existing 328 Sq. Ft. Spokane News Express on upper level of Concourse C. See Attachment 2 for approximate dimensions.
    - Unit T-200 is the existing 948 Sq. Ft. Inland NW Travelmart located pre-security on the main level of Concourses A & B. See Attachment 2 for approximate dimensions.
- 42. Question received by Tuesday, August 08, 2023 at 12:00 AM:
  - **Q.** In order to right size the facility equipment needs for certain brand concepts for Space R-217 to accommodate broader specialty coffee offerings today, will the airport board consider granting flexibility for use of square footage between spaces R-217 and R-217S?
    - **A.** Yes. Visual transparency and customer seating should be maintained with any space shift.
- 43. Question received by Wednesday, August 16, 2023 at 12:00 AM:
  - **Q.** It is noted that Local wines for gifting are permitted in package 2 space CC-02-1405b. Are they also permitted in the package 1 gift space R-212? Are they also permitted in the convenience retail/newsstand spaces?
    - **A.** Local wine for off-premises consumption would be permitted in Unit R-212 in Package 1. The sale of alcohol, including wine, is not permitted in convenience retail/newsstand concessions.
- 44. Question received by Wednesday, August 16, 2023 at 12:00 AM:
  - **Q.** Are grab and go foods (pre-packaged sandwiches, wraps, salads, yogurt, fruit, etc.) permitted for sale in spaces CC-02-1410 AND B-204b?
    - **A.** No. CC-02-1410 and B-204b should not offer grab and go foods.

- 45. Question received by Monday, August 21, 2023 at 12:00 AM:
  - **Q.** For the pre-proposal meeting, do you have dates you are considering?
    - **A.** See the response to Question 2.
- 46. Question received by Monday, August 21, 2023 at 12:00 AM:
  - **Q.** Throughout the F&B locations, you mention local, regional or national brands. Are you willing to accept proprietary brands?
    - **A.** See the response to Question 3.
- 47. Question received by Monday, August 21, 2023 at 12:00 AM:
  - **Q.** The permanent, interim, support and office spaces have unit numbers associated with them, but there is not an accompanying map that identifies these locations. Can you please produce a map that clearly articulates this?
    - A. See Addendum No. 1.
- 48. Question received by Monday, August 21, 2023 at 12:00 AM:
  - **Q.** The Tenant Design criteria is TBD. When we can expect to see the TDC? It's imperative to have as we start designs.
    - **A.** See the response to Question 5.
- 49. Question received by Monday, August 21, 2023 at 12:00 AM:
  - **Q.** A copy of the draft lease was not provided. We need that very soon to begin legal review.
    - **A.** See the response to Question 6.
- 50. Question received by Monday, August 21, 2023 at 12:00 AM:
  - Q. Due to the consolidated time of the RFP would you consider a fully digital submittal?
    - A. See the response to Question 8.
- 51. Question received by Monday, August 21, 2023 at 12:00 AM:
  - **Q.** Please confirm that a physical material board is not required, that design and material can be reflected through digital imagery.
    - **A.** See the response to Question 9.
- 52. Question received by Monday, August 21, 2023 at 12:00 AM:
  - **Q.** Are renderings and imagery required for the temp/interim locations?
    - **A.** See the response to Question 10.
- 53. Question received by Monday, August 21, 2023 at 12:00 AM:
  - **Q.** Can seating spaces be included in the design packages and renderings of the associated F&B space?
    - **A.** See the response to Question 11.
- 54. Question received by Tuesday, August 22, 2023 at 12:00 AM:
  - **Q.** If the Airport will allow a fully digital submittal, would this be via online portal or USBs?
    - **A.** See the response to Question 8.
- 55. Question received by Tuesday, August 22, 2023 at 12:00 AM:
  - Q. When will GEG release a copy of the Tenant Design Manual? The Question deadline is August 22<sup>nd</sup> will GEG extend the deadline to allow questions specific to the Tenant Design Manual document?
    - **A.** See the response to Question 5.

- 56. Question received by Tuesday, August 22, 2023 at 12:00 AM:
  - **Q.** When will GEG release a copy of the Draft Lease? The Question deadline in August 22<sup>nd</sup> will GEG extend the deadline period to allow questions specific to the Draft Lease?
    - **A.** See the responses to Question 6.
- 57. Question received by Tuesday, August 22, 2023 at 12:00 AM:
  - **Q.** The evaluation criteria on Page 45 of the RFP lists the evaluation criteria without point allocation. Will GEG consider providing for transparency of process?
    - **A.** All of the evaluation criteria are important to the Board.
- 58. Question received by Tuesday, August 22, 2023 at 12:00 AM:
  - **Q.** The RFP schedule on page 15 of the RFP is limited. Will GEG provide the prospective schedule for the remaining related activities such as interview and related Board meetings?
    - **A.** The schedule information for remaining related activities will be provided with reasonable notice to qualified proposers.
- 59. Question received by Tuesday, August 22, 2023 at 12:00 AM:
  - **Q.** Does the Agreement term length commence upon construction completion of all locations within the package? If not, please specify.
    - **A.** The Agreement term begins on the Date of Beneficial Occupancy or the Build-Out Deadline for the final location of the Premises to be constructed, whichever occurs earlier.
- 60. Question received by Tuesday, August 22, 2023 at 12:00 AM:
  - **Q.** The past 2+ years have taught us a lot, most especially to be forward thinking about relevant issues that affect the way we do business and the external factors that play a significant part in our collective success. Taking into account various lessons learned, will GEG consider:
  - \*Incorporating 'sever decline in enplanement' language into the agreement?
  - \*Reasonable allowances for unexpected and unavoidable interruptions due to items such as extended lead-time for construction material and equipment (i.e. supply chain disruptions)?
    - **A.** Proposers can review the draft concession lease once it is issued to evaluate these questions.
- 61. Question received by Tuesday, August 22, 2023 at 12:00 AM:
  - **Q.** For optimal return on investment and to enhance the customer experience, we propose initiating the first refurbishment period in year 5 and completing the construction in year 6. Would the airport consider this arrangement?
    - **A.** Mid-term refurbishment requirements will be identified in the draft concession lease to be issued.

#### **ADDENDUM NO. 2 – ATTACHMENT 1**

# Appendix B.1 Financial Offer Form – Package 1

Proposer Name:			

During each year of the term of the Concession Lease, for the right and privilege of designing, constructing, operating, maintaining, and managing the Premises at the Airport, the undersigned company hereby proposes to pay monthly to the Airport Board beginning on the Rent Commencement Date, the Rent detailed below.

#### A. Rent during Interim Concession Operations

For the right and privilege of operating, maintaining, and managing the Interim Concessions at the Airport, the undersigned company hereby proposes to pay monthly to the Airport Board, beginning on the Commencement Date, Percentage Rent calculated as a percentage of Gross Receipts based on the proposed percentage fees included in Table 1. Upon the earlier of the completion of the Leasehold Improvements or the Buildout Deadline for each concession location in the Premises, Concessionaire shall pay the Minimum Annual Guarantee or Percentage Rent as detailed in Section B through Section D (see Section 6 of the Lease).

**Table 1. Fixed Percentage Rent by Category – Interim Operations** 

Concession Type	Proposed Percentage Fee in Number Format	Proposed Percentage Fee in Words
<b>Food Service Concessions</b>		
Food and Non-Alcoholic Beverages	%	
Alcoholic Beverages	%	
Retail Concessions (including retail and hybrid units) <sup>1</sup>		
All Products Sold	%	

#### B. First Partial Year and First Calendar Year Rent – Permanent Concessions

During the First Partial Year and First Calendar Year of the Term of the Lease, for the right and privilege of designing, constructing, operating, maintaining, and managing the Premises at the Airport, the undersigned company hereby proposes to pay monthly to the Airport Board, beginning on the Rent Commencement Date, Percentage Rent calculated as a percentage of Gross Receipts based on the proposed percentage fees included in Table 2 OR Tables 3, 4, and 5. [Complete only Table 2 OR Tables 3, 4, and 5 below.]

Table 2. Fixed Percentage Rent by Category – Permanent Concessions

Table 2. Fixed Percentage Rent by Category – Permanent Concessions			
Concession Type	Proposed Percentage	Proposed Percentage Fee	
Concession Type	Fee in Number Format	in Words	
Food Service Locations			
Food and Non-Alcoholic Beverages	%		
Alcoholic Beverages			
Retail Concessions (including retail and hybrid units) <sup>1</sup>			
All products sold	%		

<sup>&</sup>lt;sup>1</sup> Hybrid indicates any retail unit with a food service component (i.e., newsstand with coffee)

Annual Gross Sales

Proposed Percentage
Fee in Number Format

Proposed Percentage in Words

Annual Gross Sales	Proposed Percentage	Proposed Percentage Fee
7 Hillian Gross Bales	Fee in Number Format	in Words
Annual Gross Sales less than \$	%	
Annual Gross Sales greater than  \$ and less than \$	%	
Annual Gross Sales equal to or greater than \$	%	

Table 4. Tiered Percentage Rent for Alcoholic Beverages – Permanent Concessions

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Annual Gross Sales	Proposed Percentage	Proposed Percentage Fee	
7 tillidai Gioss Sales	Fee in Number Format	in Words	
Annual Gross Sales less than	0/		
\$	%		
Annual Gross Sales greater than			
\$ and less	%		
than \$			
Annual Gross Sales equal to or greater	%		
than \$			

Table 5. Tiered Percentage Rent for Retail Concessions – Permanent Concessions

Annual Gross Sales	Proposed Percentage Fee in Number Format	Proposed Percentage Fee in Words
Annual Gross Sales less than \$	%	
Annual Gross Sales greater than  \$ and less than \$	%	
Annual Gross Sales equal to or greater than \$	%	

#### C. Second Calendar Year Rent – Permanent Concessions

During the Second Calendar Year of the Term of the Lease, for the right and privilege of designing, constructing, operating, maintaining, and managing the Premises at the Airport, the undersigned company hereby proposes to pay monthly to the Airport Board, the greater of items 1 or 2 below:

1. One-twelfth (1/12) of the Minimum Annual Guarantee (MAG) paid in advance, on the first (1st) day of the month. The Second Calendar Year Minimum Annual Guarantee will be \$880,000 as set by the Airport Board for the Premises

OR

2. Proposed Percentage(s) of Gross Receipts calculated according to the Percentage Fees included in Table 2 OR Tables 3, 4, and 5.

#### D. Third through Last Calendar Year and Last Partial Year Rent

During the Third Calendar Year and subsequent Calendar Years of the Term of the Lease, for the right and privilege of designing, constructing, operating, maintaining, and managing the Premises at the Airport, the undersigned company hereby proposes to pay monthly to the Airport Board, the greater of items 1 or 2 below:

1. One-twelfth (1/12) of the MAG paid in advance, on the first (1st) day of the month. The MAG for the Third Calendar Year and each subsequent Calendar Year or partial Calendar Year during the Term will be the higher of the previous Calendar Year's MAG or eighty-five percent (85%) of the total rent owed during the previous Calendar Year, which amount shall never be lower than the MAG during the Second Calendar Year

OR

2. Proposed Percentage(s) of Gross Receipts calculated according to the Percentage Fees included in Table 2 OR Tables 3, 4, and 5.

The Minimum Annual Guarantee and percentage fee will be reconciled annually after the completion of the Second Calendar Year, as set forth in the Lease.

The signature of the Chief Financial Officer certifies that this Financial Offer is supportable throughout the Term of the Lease.

ATTEST: Name)	BY:	(Company
(Witness Signature)	(Signature of Chic	ef Financial Officer)
Date:	(Printed Name of	Chief Financial Officer)
	Telephone No:	

#### Appendix B.2

#### Financial Offer Form – Package 2

Proposer Name:		
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During each year of the term of the Concession Lease, for the right and privilege of designing, constructing, operating, maintaining, and managing the Premises at the Airport, the undersigned company hereby proposes to pay monthly to the Airport Board beginning on the Rent Commencement Date, the Rent detailed below.

#### A. Rent during Interim Concession Operations

For the right and privilege of operating, maintaining, and managing the Interim Concessions at the Airport, the undersigned company hereby proposes to pay monthly to the Airport Board, beginning on the Commencement Date, Percentage Rent calculated as a percentage of Gross Receipts based on the proposed percentage fees included in Table 1. Upon the earlier of the completion of the Leasehold Improvements or the Buildout Deadline for each concession location in the Premises, Concessionaire shall pay the Minimum Annual Guarantee or Percentage Rent as detailed in Section B through Section D (see Section 6 of the Lease).

**Table 1. Fixed Percentage Rent by Category – Interim Operations** 

Concession Type	Proposed Percentage Fee in Number Format	Proposed Percentage Fee in Words
<b>Food Service Concessions</b>		
Food and Non-Alcoholic Beverages	%	
Alcoholic Beverages		
Retail Concessions (including retail and hybrid units) <sup>1</sup>		
All Products Sold	%	

#### B. First Partial Year and First Calendar Year Rent – Permanent Concessions

During the First Partial Year and First Calendar Year of the Term of the Lease, for the right and privilege of designing, constructing, operating, maintaining, and managing the Premises at the Airport, the undersigned company hereby proposes to pay monthly to the Airport Board, beginning on the Rent Commencement Date, Percentage Rent calculated as a percentage of Gross Receipts based on the proposed percentage fees included in Table 2 OR Tables 3, 4, and 5.

Table 2. Fixed Percentage Rent by Category – Permanent Concessions

Concession Type	Proposed Percentage Fee in Number Format	Proposed Percentage Fee in Words
Food Service Locations		
Food and Non-Alcoholic Beverages	%	
Alcoholic Beverages	%	
Retail Concessions (including retail and hybrid units) <sup>1</sup>		
All products sold	%	

<sup>&</sup>lt;sup>1</sup> Hybrid indicates any retail unit with a food service component (i.e., newsstand with coffee) Appendix B.2 - Financial Offer Form, Package 2

Table 3. Tiered Percentage Rent for Food and Non-Alcoholic Beverages – Permanent Concessions

Proposed Percentage Percentage Percentage Fee

Annual Gross Sales	Proposed Percentage Fee in Number Format	Proposed Percentage Fee in Words
Annual Gross Sales less than \$	%	
Annual Gross Sales greater than  \$ and less than \$	%	
Annual Gross Sales equal to or greater than \$	%	

Table 4. Tiered Percentage Rent for Alcoholic Beverages – Permanent Concessions

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Annual Gross Sales	Proposed Percentage	Proposed Percentage Fee	
7 tillidai Gioss Sales	Fee in Number Format	in Words	
Annual Gross Sales less than	0/		
\$	%		
Annual Gross Sales greater than			
\$ and less	%		
than \$			
Annual Gross Sales equal to or greater	%		
than \$			

Table 5. Tiered Percentage Rent for Retail - Permanent Concessions

Annual Gross Sales	Proposed Percentage Fee in Number Format	Proposed Percentage Fee in Words
Annual Gross Sales less than \$	%	
Annual Gross Sales greater than  \$ and less than \$	%	
Annual Gross Sales equal to or greater than \$	%	

#### C. Second Calendar Year Rent – Permanent Concessions

During the Second Calendar Year of the Term of the Lease, for the right and privilege of designing, constructing, operating, maintaining, and managing the Premises at the Airport, the undersigned company hereby proposes to pay monthly to the Airport Board, the greater of items 1 or 2 below:

1. One-twelfth (1/12) of the Minimum Annual Guarantee (MAG) paid in advance, on the first (1st) day of the month. The Second Calendar Year Minimum Annual Guarantee will be \$860,000 as set by the Airport Board for the Premises

OR

2. Proposed Percentage(s) of Gross Receipts calculated according to the Percentage Fees included in Table 2 OR Tables 3, 4, and 5.

#### D. Third through Last Calendar Year and Last Partial Year Rent

During the Third Calendar Year and subsequent Calendar Years of the Term of the Lease, for the right and privilege of designing, constructing, operating, maintaining, and managing the Premises at the Airport, the undersigned company hereby proposes to pay monthly to the Airport Board, the greater of items 1 or 2 below:

1. One-twelfth (1/12) of the MAG paid in advance, on the first (1st) day of the month. The MAG for the Third Calendar Year and each subsequent Calendar Year or partial Calendar Year during the Term will be the higher of the previous Calendar Year's MAG or eighty-five percent (85%) of the total rent owed during the previous Calendar Year, which amount shall never be lower than the MAG during the Second Calendar Year

OR

2. Proposed Percentage(s) of Gross Receipts calculated according to the Percentage Fees included in Table 2 OR Tables 3, 4, and 5.

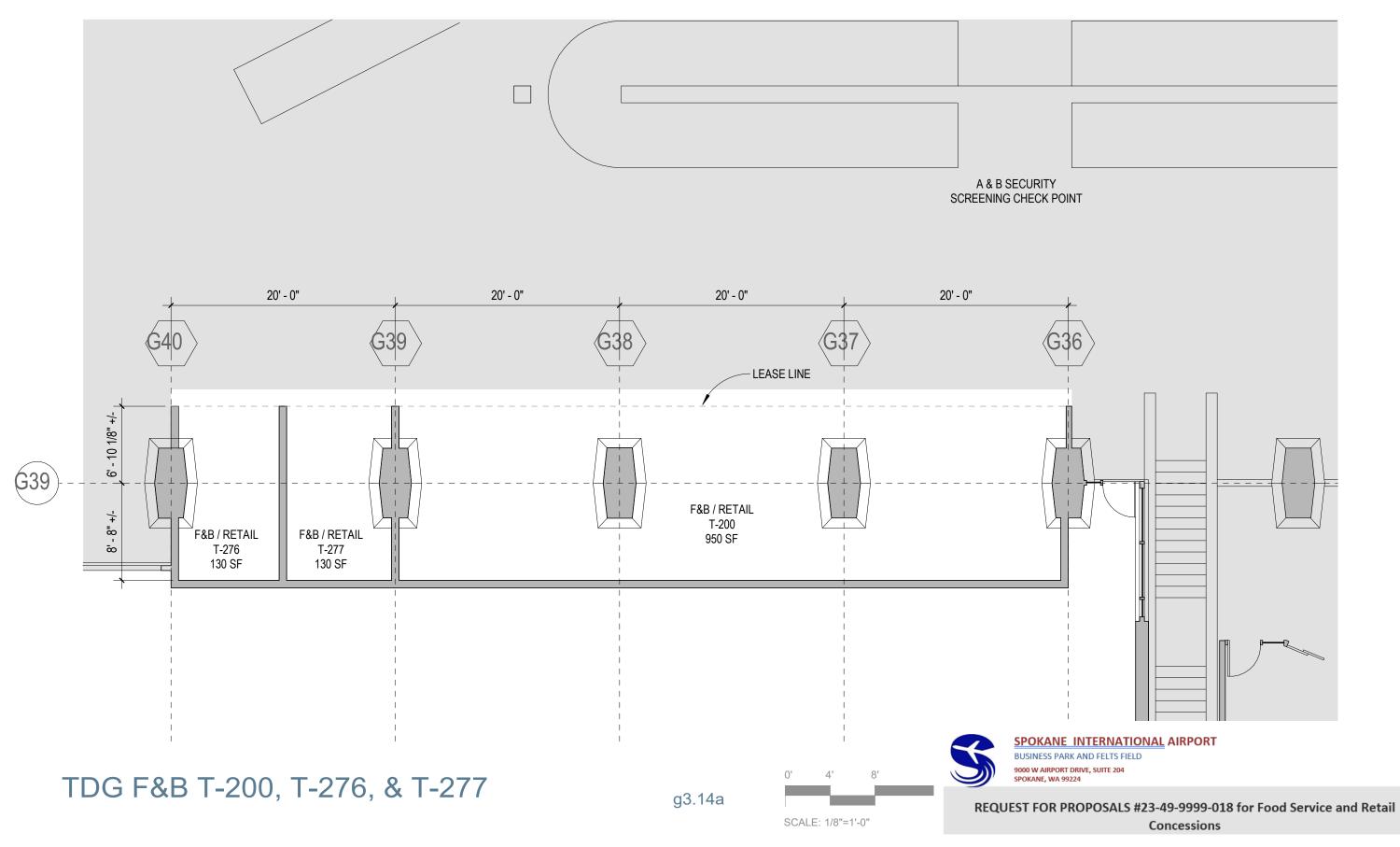
The Minimum Annual Guarantee and percentage fee will be reconciled annually after the completion of the Second Calendar Year, as set forth in the Lease.

The signature of the Chief Financial Officer certifies that this Financial Offer is supportable throughout the Term of the Lease.

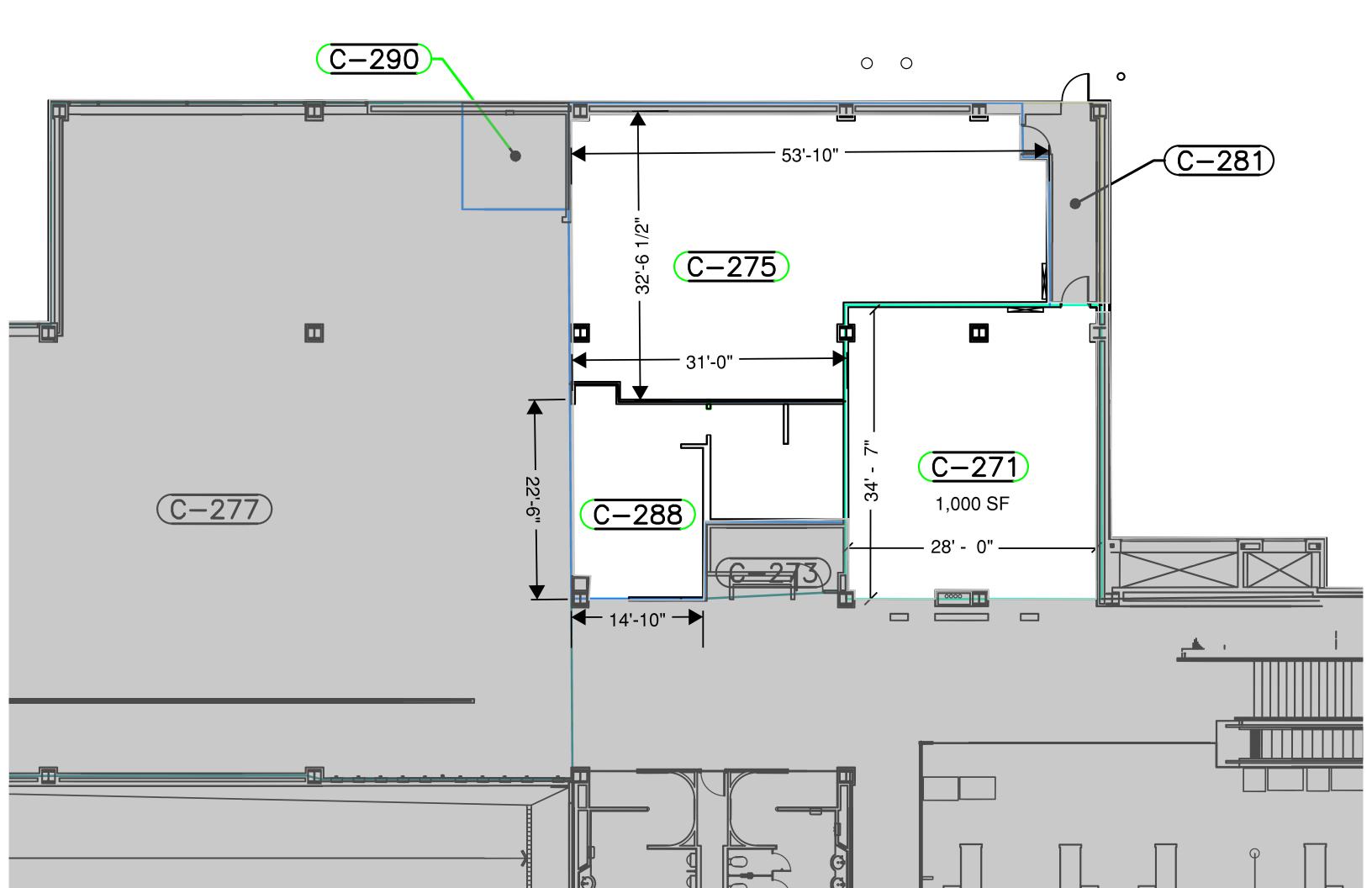
ATTEST: Name)	BY:	(Company	
(Witness Signature)	(Signature of Chic	(Signature of Chief Financial Officer)	
Date:	(Printed Name of Chief Financial Officer)		
	Telephone No:		

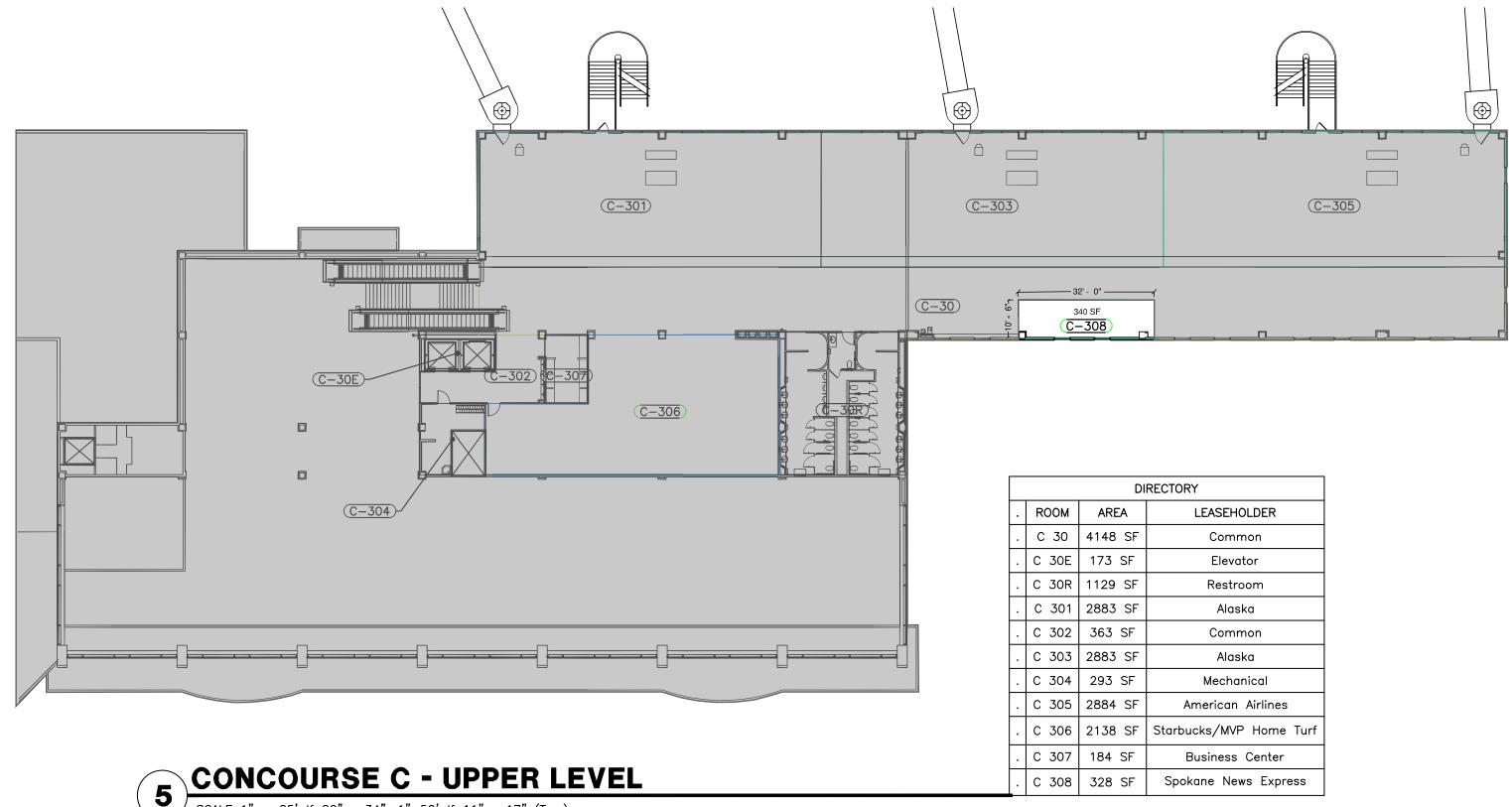
## ADDENDUM NO. 2 - ATTACHMENT 2

## CONCOURSE C TREX

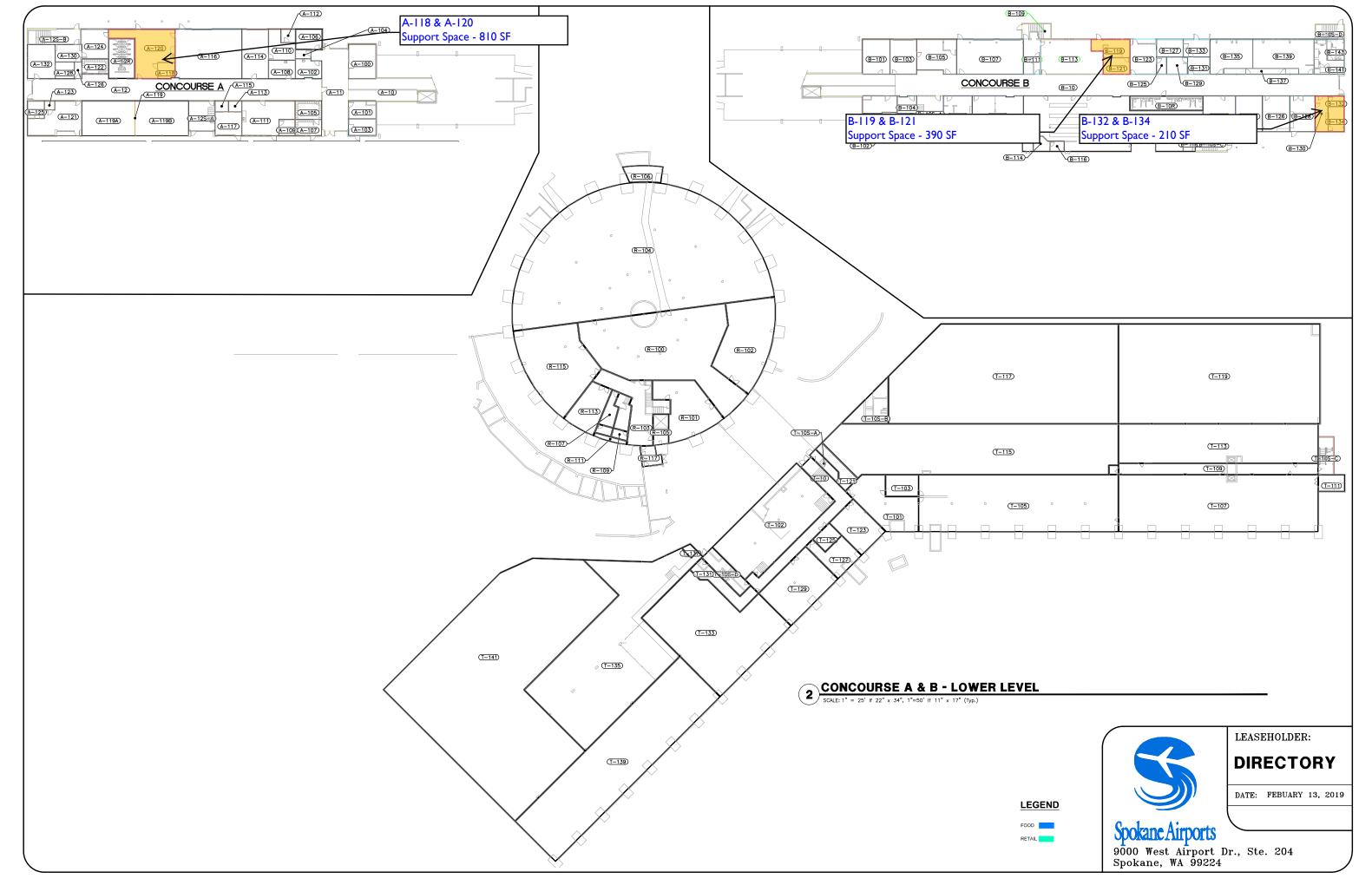


Addendum No. 2

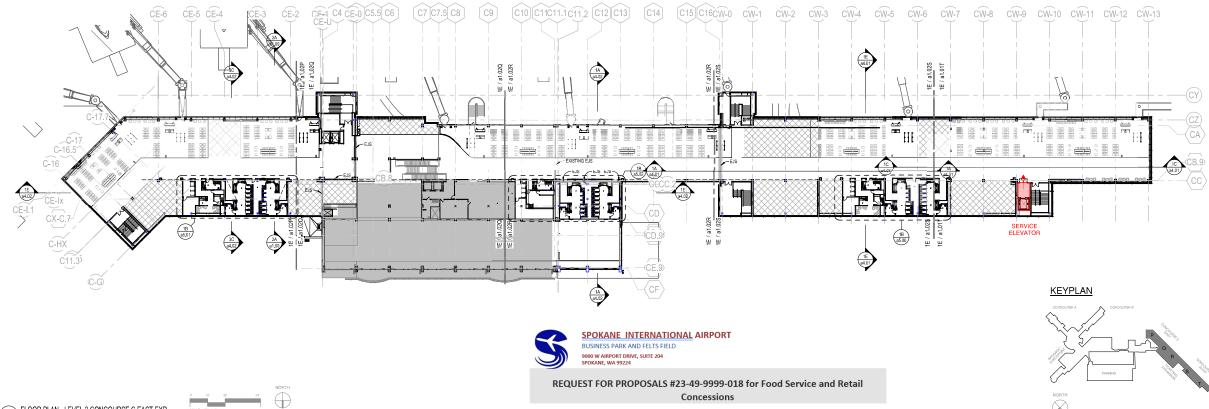




SCALE: 1" = 25' If 22" x 34", 1"=50' If 11" x 17" (Typ.)



### **ADDENDUM NO. 2 - ATTACHM**ENT 3



#### Concourse C TREX

Spokane International Airport

ARCHITECT Alliance 400 Clifton Avenue Minneapolis, MN 55403 612.874.4100

PARTNER ARCHITECT Wolfe Architectural Group 1015 N. Calispel Street #B Spokane, WA 99201 509.455.6999

STRUCTURAL ENGINEER
Thornton Tomasetti
330 N. Wabash Avenue, Suite 1500
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312.598.2000

AIRSIDE CIVIL, MECHANICAL, ELECTRICAL, PLUMBING ENGINEERS

WSP 999 Third Avenue, Suite 3200 Seattle, WA 98104 206.382.5200

LANDSIDE CIVIL ENGINEERS TO Engineers 1717 S. Rustle St, Suite 201 Spokane, WA 99224 509,319,2580

IT AND SECURITY SYSTEMS

Faith Group 3101 S. Hanley Rd, Suite 100 St. Louis, Missouri 63143 314.991.2228

Swanson Rink
1120 Lincoln Street, Suite 1200
Denver, CO 80203
303.832.2666

SIGNAGE AND WAYFINDING

Entro 33 Harbour Square, Suite 202 Toronto, Canada M5J 2G2 416.368.6988

LIGHTING DESIGN
Schuler Shook
219 SE Main St #200
Minneapolis, MN 55414
612.339.5958

Garco|QD 4114 E Broadway Ave Spokane, WA 99202 509.535.4688





a1.02

TE FLOOR PLAN - LEVEL 2 CONCOURSE C EAST EXP

Addendum No. 2

