



Real Estate Assets Department
SDC003

SEAWORLD SAN DIEGO

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Document Type

LEGAL DOCUMENTS



Sub - Category

SUBLEASES



CONSENT TO COVID-19 VACCINATION EVENT

THIS CONSENT TO COVID-19 VACCINATION EVENT (Consent) is executed by THE CITY OF SAN DIEGO, a California municipal corporation (City), to be effective upon approval by the San Diego City Attorney (Effective Date).

RECITALS

- A. City and SEA WORLD LLC, d.b.a. SEAWORLD SAN DIEGO, a Delaware Limited Liability Company (Lessee) are parties to a certain lease agreement (the "Lease") set forth in documents filed in the Office of the San Diego City Clerk as Document Nos. 762304; 765767; RR-259814; RR-263507; RR-266641; OO-18538-1; and RR-296787, and relating to certain City-owned real property (the "Premises") located in Mission Bay Park in San Diego, California.
- B. On February 14, 2020, the San Diego County Public Health Officer issued a Declaration of Local Health Emergency, pursuant to California Health and Safety Code section 101080, as a result of the international COVID-19 pandemic. Additionally, on February 14, 2020, pursuant to California Government Code sections 8630-8634 (Emergency Services Act), the Chief Administrative Officer, serving as the County of San Diego Director of Emergency Services and as the Coordinator of the Unified San Diego County Emergency Services Organization, issued a Proclamation of Local Emergency regarding COVID-19. On February 19, 2020, the San Diego County Board of Supervisors ratified the Declaration of Local Health Emergency and Proclamation of Local Emergency.
- C. On March 4, 2020, Governor of California declared a state of emergency as result of the threat of the novel coronavirus (COVID-19). On June 4, 2021, Governor Newsom announced that the State of California's state of emergency would not be lifted on June 15, 2021, when the California economy reopens because of the need to continue operating various programs to address the continued impacts of the pandemic.
- D. On March 12, 2020, the Mayor of the City of San Diego proclaimed that a local emergency currently exists, and has existed since February 14, 2020, due to the continued threat of spread of COVID-19, and on March 17, 2020, the City Council ratified this declaration of a state of local emergency. As recently as August 3, 2021, the City Council proclaimed that the state of local emergency shall be deemed to continue until its termination is proclaimed by City Council.
- E. The Emergency Services Act allows the County and City to provide mutual aid to any affected area in accordance with local ordinances, resolutions, emergency plans, or agreements therefor. The FDA approved vaccines for COVID-19 are believed to be an effective method for reducing the spread of COVID-19, and have also been shown to result in less severe symptoms vaccinated individuals that do contract COVID-19. Federal, state, and local health officials have all called on individuals to get vaccinated, and indicated that widespread vaccination is the key to ending the pandemic and the state of emergency associated with the it. It is believed that vaccination will alleviate the suffering and distress caused by the pandemic, and will also help to minimize the required number of emergency room visits and hospital stays for those patients, thereby alleviating the burden on the hospital system.

- F. Lessee now desires to allow Sharp Healthcare and County of San Diego ("Health Providers") to conduct a COVID-19 vaccination event for up to 500 patients on September 8, 2021, between 11am and 3pm (the "Event") on a portion of the Premises. Lessee will provide two free tickets to the Sea World for all individuals that get vaccinated at the Event.
- G. Lessee has indicated that hosting this Event will not interfere with the general public's ability to visit and use the dedicated parkland on which the Premises is located, and in fact by providing two free tickets to Sea World, may actually increase the ability of those that attend the Event to use the dedicated parkland.
- H. This Event is being authorized in response to the COVID-19 pandemic and Lessee acknowledges that such authorization may not be relied on as a basis to require the City to consent to any other event on the Premises that is not expressly authorized by the Lease.

NOW, THEREFORE, for valuable consideration, the receipt and sufficiency of which is acknowledged, City hereby grants its Consent contingent upon Lessee's compliance with the following terms and conditions prior to the Effective Date hereof:

1. City hereby consents to Lessee's request to conduct the Event on a portion of the Premises. By granting this Consent, City is merely consenting to Lessee's request to this Event. All terms and conditions of the Lease shall control and supersede any inconsistent or contrary provisions in any agreement executed between Lessee and the Health Providers, except as otherwise approved herein; and
2. Lessee shall pay City nine percent (9%) of all of Lessee's gross income received from the Event, pursuant to section (f), Article IV, Rent of the Lease.
3. Lessee shall ensure that it complies with all the mandatory provisions required by the Lease to protect City's interests including requiring that the Health Providers (1) have and maintain all the required insurance provisions, (2) have included City as an additional insured with all the proper endorsements, and (3) have agreed to indemnify, defend and hold harmless City; and
4. By granting this Consent, City does not release, discharge or modify Lessee's obligations to City under the Lease. As set forth in applicable law, Lessee's obligations under the Lease shall survive said Event and shall continue through the termination date of the Lease, as set forth therein; and
5. Lessee shall ensure that use of the Premises as result of the Event shall not interfere with the use of the Premises by the general public.
6. This Consent does not constitute consent to any subsequent event, assignment, subleasing or licensing of any interest in and to the Premises.

IN WITNESS WHEREOF, this, Consent to Event is executed by City acting by and through its Mayor, or his designee.

THE CITY OF SAN DIEGO, a California municipal corporation

Date: 09/02/2021

By: Penny Maus
Penny Maus
Director, Real Estate Assets Department

Date: 8/27/21

Sea World LLC, d.b.a. SEAWORLD SAN DIEGO, a Delaware Limited Liability Company

By: [Signature]
Name: JOHN C. DUNLAP
Title: Park President

Approved as to form this 3rd
day of September, 2021

MARA W. ELLIOTT, City Attorney

BY: Melissa Ables
Name: Melissa Ables
Title: Deputy City Attorney