

**DRAFT****RESOLUTION 20xx-xxx****RESOLUTION CONSENTING TO A SUBLEASE  
AMENDMENT BETWEEN CHULA VISTA MARINA, LP  
AND STERLING MARINA MANAGEMENT, LLC FOR  
A SUBLEASE TERM EXTENSION OF EIGHT YEARS  
AND TEN MONTHS**

**WHEREAS**, the San Diego Unified Port District (“District”) is a public corporation created by the Legislature in 1962 pursuant to Harbors and Navigation Code Appendix I; and

**WHEREAS**, the Board of Port Commissioners (“Board”) adopted BPC Policy No. 355 to establish general policies for leasing the San Diego Unified Port District real estate assets; and

**WHEREAS**, Chula Vista Marina, LP, a California limited partnership (“Chula Vista Marina”), operates a marina at 550 Marina Parkway, Chula Vista, pursuant to that certain Lease dated November 3, 1981 (District Clerk Document No. 14244) by and between the District and Chula Vista Marina (as amended as set forth in the corresponding Agenda to which this Resolution relates, the “Master Lease”); and

**WHEREAS**, the Master Lease expires on November 30, 2030; and

**WHEREAS**, the leasehold includes “The Galley” restaurant, which is operated pursuant to a sublease (the “Sublease”) by and between Chula Vista Marina and Sterling Marina Management, LLC, a Texas limited liability company (as successor-in-interest to Bill Muncey Industries, Inc., “Sterling”); and

**WHEREAS**, Chula Vista Marina is proposing to assign its rights and obligations under the Master Lease (the “Assignment”) to SHM South Bay, LLC dba Safe Harbor Bayfront, a Delaware limited liability company (“SHM South Bay”); and

**WHEREAS**, in connection with the proposed Assignment, Chula Vista Marina is also requesting the District’s consent to a Sublease Modification Agreement and Amendment of Sublease dated as of January 31, 2022 (the “Sublease Extension Amendment”) in the form attached as Attachment C to the corresponding Agenda to which this Resolution relates; and

**WHEREAS**, staff recommends that any Board approval of the Sublease Extension Amendment be conditioned upon the effectiveness of a Sublease Modification Agreement and Amendment of Sublease (the “Sublease Modification”) in the form of Attachment D to the corresponding Agenda to which this Resolution relates and that incorporates District related terms into the Sublease; and

**WHEREAS**, Sterling has significant experience in the restaurant, real estate, and property management industries, and the Sublease, when modified with the Sublease Extension Amendment and the Sublease Modification, is consistent with BPC 355; and

**WHEREAS**, should the Board approve the Assignment, the Sublease will be assigned by Chula Vista Marina to SHM South Bay upon consummation of such Assignment; and

**WHEREAS**, staff recommends the Board consent to the Sublease Extension Amendment conditioned upon the effectiveness of the Sublease Modification.

**NOW, THEREFORE, BE IT RESOLVED** that the Board of Port Commissioners of the San Diego Unified Port District hereby consents to the Sublease Extension Amendment extending the term of the Sublease through November 30, 2030; provided that such consent is conditioned upon the effectiveness of the Sublease Modification Amendment.

APPROVED AS TO FORM AND LEGALITY:  
GENERAL COUNSEL

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By: Assistant/Deputy

PASSED AND ADOPTED by the Board of Port Commissioners of the San Diego Unified Port District, this 13<sup>th</sup> day of September 2022, by the following vote: