

**City and County of San Francisco
Airport Commission
P.O. Box 8097
San Francisco, California 94128**

Modification No. 6

**Contract No. 10011.41
Project Management Support Services for
Terminal 1 Center Renovation Project**

THIS MODIFICATION (this "Modification") is made as of October 11, 2017, in San Francisco, California, by and between ACJV ("Contractor"), and the City and County of San Francisco, a municipal corporation ("City"), acting by and through its Airport Commission, hereinafter referred to as "**Commission.**"

RECITALS

- A. City and Contractor have entered into the Agreement (as defined below); and
- B. On January 20, 2015, by Resolution No. 15-0005, the Commission awarded this Agreement to the Contractor in a not-to-exceed amount of \$3,500,000 for the first year of services; and
- C. On March 31, 2015, by Resolution No. 103-15, the Board of Supervisors approved the Agreement under San Francisco Charter Section 9.118; and
- D. On June 15, 2015, City and Contractor administratively modified the Agreement to amend Appendix B, Calculation of Charges, to incorporate new personnel classifications and corresponding range of rates through Modification No. 1; and
- E. On March 15, 2016, by Resolution No. 16-0079, the Commission approved Modification No. 2 to increase the contract amount, extend the term of the agreement, and amend Appendix B to delete and replace the Approved Direct Base Labor Rates; and
- F. On August 22, 2016, City and Contractor administratively modified the Agreement to amend Appendix B to incorporate new personnel classifications and a new subcontractor through Modification No. 3; and
- G. On March 21, 2017, by Resolution No. 17-0058, the Commission approved Modification No. 4 to increase the contract amount, extend the term of the agreement, amend Appendix B to delete and replace the Billing Rates, and make other administrative changes; and
- H. On July 1, 2017, City and Contractor administratively modified the Agreement to amend Appendix B to incorporate a new subcontractor and to delete and replace the Billing Rates and Approved Direct Base Labor Rates through Modification No. 5; and
- I. City and Contractor desire to administratively modify the Agreement on the terms and conditions set forth herein to incorporate a new subcontractor, add a new position classification, and make other administrative changes; and
- J. Approval for this Agreement was obtained when the Civil Service Commission approved PSC No. 47898-13/14 on May 19, 2014; and

NOW, THEREFORE, Contractor and the City agree as follows:

1. Definitions. The following definitions shall apply to this Modification:

a. Agreement. The term "Agreement" shall mean the Agreement dated January 20, 2015 between Contractor and City, as amended by the:

Modification No. 1,	dated June 15, 2015,
Modification No. 2,	dated March 15, 2016,
Modification No. 3,	dated August 22, 2016,
Modification No. 4,	dated March 21, 2017, and
Modification No. 5,	dated July 1, 2017.

b. Other Terms. Terms used and not defined in this Modification shall have the meanings assigned to such terms in the Agreement.

2. Article 65.1.7 Title VI List of Pertinent Nondiscrimination Acts and Authorities is hereby deleted in its entirety and replaced with the following:

Article 65.1.7 Title VI List of Pertinent Nondiscrimination Acts and Authorities. During the performance of this Agreement, Contractor, for itself, its assignees, and successors in interest (hereinafter referred to as the "Contractor") agrees to comply with the following non-discrimination statutes and authorities; including but not limited to:

- Title VI of the Civil Rights Act of 1964 (42 USC §2000d *et seq.*, 78 stat. 252), (prohibits discrimination on the basis of race, color, national origin);
- 49 CFR part 21 (Non-discrimination In Federally-Assisted Programs of The Department of Transportation—Effectuation of Title VI of The Civil Rights Act of 1964);
- The Uniform Relocation Assistance and Real Property Acquisition Policies Act of 1970, (42 USC §4601), (prohibits unfair treatment of persons displaced or whose property has been acquired because of Federal or Federal-aid programs and projects);
- Section 504 of the Rehabilitation Act of 1973, (29 USC. §794 *et seq.*), as amended, (prohibits discrimination on the basis of disability); and 49 CFR §27;
- The Age Discrimination Act of 1975, as amended, (42 USC §6101 *et seq.*), (prohibits discrimination on the basis of age);
- Airport and Airway Improvement Act of 1982, (49 USC §471, Section 47123), as amended, (prohibits discrimination based on race, creed, color, national origin, or sex);
- The Civil Rights Restoration Act of 1987, (PL 100-209), (Broadened the scope, coverage and applicability of Title VI of the Civil Rights Act of 1964, The Age Discrimination Act of 1975 and Section 504 of the Rehabilitation Act of 1973, by expanding the definition of the terms "programs or activities" to include all of the programs or activities of the Federal-aid recipients, sub-recipients and contractors, whether such programs or activities are Federally funded or not);
- Titles II and III of the Americans with Disabilities Act of 1990, which prohibit discrimination on the basis of disability in the operation of public entities, public and private transportation systems, places of public accommodation, and certain testing entities (42 USC §12131 – 12189) as implemented by Department of Transportation regulations at 49 CFR §37 and 38 and the Department of Justice regulations at 28 CFR, parts 35 and 36;
- The Federal Aviation Administration's Non-discrimination statute (49 USC §47123) (prohibits discrimination on the basis of race, color, national origin, and sex);

- Executive Order 12898, Federal Actions to Address Environmental Justice in Minority Populations and Low-Income Populations, which ensures non-discrimination against minority populations by discouraging programs, policies, and activities with disproportionately high and adverse human health or environmental effects on minority and low-income populations;

- Executive Order 13166, Improving Access to Services for Persons with Limited English Proficiency, and resulting agency guidance, national origin discrimination includes discrimination because of limited English proficiency (LEP). To ensure compliance with Title VI, you must take reasonable steps to ensure that LEP persons have meaningful access to your programs (70 CFR at 74087 to 74100);

Title IX of the Education Amendments of 1972, as amended, which prohibits you from discriminating because of sex in education programs or activities (20 USC §1681 *et seq.*).

3. **Appendix B, Calculation of Charges**, is hereby amended as follows:

a. **Paragraph 3.2** is replaced in its entirety with the following:

3.2 The approved direct labor rates stated in the Agreement shall remain in effect for the first year of contract services. As, at the option of the Airport, this is a multi-year contract, the Airport may approve an annual adjustment to the direct hourly labor rates effective on the anniversary date of this Agreement, based on an increase in the Consumer Price Index for the preceding twelve (12) months for the San Francisco Bay Area as published by the U.S. Department of Labor, Bureau of Labor Statistics, under the title of: "All Urban Consumers – San Francisco/Oakland/San Jose, California." Such adjustment is subject to prior written approval by the Airport and must be included in a written modification to the Agreement before any increase labor rate is incurred, unless the adjustment is made to meet the requirements of prevailing or minimum wage legislative mandates.

b. **Paragraph 4.1** is amended to add a new subcontractor, Parsons Transportation Group, Inc., as follows:

FIRM	HOME OFFICE OVERHEAD RATE	FIELD OFFICE OVERHEAD RATE
Parsons Transportation Group, Inc.	122.91%	92.38%

c. **Paragraph 7, Direct Labor Rates**, is amended to add a new position classification as follows:



7. **THE APPROVED DIRECT BASE LABOR RATES ARE AS FOLLOWS:**

CLASSIFICATION	RANGE OF RATES	
Interface Project Manager	\$95.00	\$110.00

4. **Effective Date.** Each of the changes set forth in this Modification shall be effective on and after the date of this Modification.

5. **Legal Effect.** Except as expressly changed by this Modification, all of the terms and conditions of the Agreement shall remain unchanged and in full force and effect.

IN WITNESS WHEREOF, Contractor and City have executed this Modification as of the date first referenced above.

CITY	CONTRACTOR
AIRPORT COMMISSION CITY AND COUNTY OF SAN FRANCISCO	
By:  GM Ivar C. Satero, Airport Director	 Authorized Signature Michael G. Gasparro Vice President
Approved as to Form: Dennis J. Herrera City Attorney	 Authorized Signature Ismael G. Puga President
By:  Heather Wolnick Deputy City Attorney	ACJV 300 California Street, Suite 400 San Francisco, California 94104 City Supplier ID: 0000026292 Federal Employer ID Number: 47-2360840