

File No. 180964

Committee Item No. 10

Board Item No. _____

COMMITTEE/BOARD OF SUPERVISORS

AGENDA PACKET CONTENTS LIST

Committee: _____

Date: _____

Board of Supervisors Meeting

Date: November 1, 2018

Cmte Board

- Motion
- Resolution
- Ordinance
- Legislative Digest
- Budget and Legislative Analyst Report
- Youth Commission Report
- Introduction Form
- Department/Agency Cover Letter and/or Report
- MOU
- Grant Information Form
- Grant Budget
- Subcontract Budget
- Contract/Agreement
- Form 126 – Ethics Commission
- Award Letter
- Application
- Public Correspondence

OTHER

- _____
- _____
- _____
- _____
- _____

Prepared by: John Carroll

Date: October 26, 2018

Prepared by: _____

Date: _____

1 [Revenue Agreement Amendment - JC Decaux San Francisco, LLC - Extending Term to
2 January 25, 2019]

3 **Resolution retroactively approving the Fifth Amendment to the Revenue Agreement**
4 **between Public Works and JC Decaux San Francisco, LLC, for the Automatic Public**
5 **Toilet and Public Service Kiosk Program extending the contract term by 105 days,**
6 **changing the termination date from October 12, 2018, to January 25, 2019.**

7
8 WHEREAS, Public Works entered into an agreement with JC Decaux San Francisco,
9 LLC for a public toilet and public service kiosk pilot program, with an effective date of August
10 2, 1994; and

11 WHEREAS, The Board of Supervisors approved a First Amended and Restated
12 Automatic Public Toilet and Public Service Kiosk Agreement ("JC Decaux Agreement") on
13 December 7, 1998, which expanded the program beyond the trial phase with a term ending on
14 October 17, 2016; and

15 WHEREAS, On December 14, 2015, the parties executed a first amendment to the JC
16 Decaux Agreement to allow installation of temporary personal wireless services in the kiosks;
17 and

18 WHEREAS, On October 28, 2016, the Board of Supervisors approved a second
19 amendment to the JC Decaux Agreement to extend the term of the agreement to October 17,
20 2017; and

21 WHEREAS, On November 14, 2017, the Board of Supervisors approved a third
22 amendment to the JC Decaux Agreement to extend the term of the agreement to February 14,
23 2018; and

24 WHEREAS, On April 17, 2017, the Board of Supervisors approved a fourth amendment
25 to the JC Decaux Agreement to extend the term of the agreement to October 12, 2018; and

1 WHEREAS, The JC Decaux Agreement, the First Amendment to the Agreement,
2 Second Amendment to the Agreement, Third Amendment to the Agreement, and the Fourth
3 Amendment to the Agreement are on file with the Clerk of the Board of Supervisors in File
4 Nos. 981599, 161019, 170994, and 180135 respectively and which are hereby declared to be
5 a part of this Resolution as if set forth fully herein; and

6 WHEREAS, Public Works needs additional time for the newly proposed design to meet
7 all City design and review requirements for proposed new public toilets and public service
8 kiosks; and

9 WHEREAS, Public Works cannot complete all of the required reviews and approvals
10 for the new Toilets and Kiosks before the current agreement expires; and

11 WHEREAS, Charter, Section 9.118(a) requires that amendments to contracts that
12 when entered into had anticipated revenues of \$1,000,000 or more be approved by the Board
13 of Supervisors; now, therefore, be it

14 RESOLVED, That the San Francisco Board of Supervisors approves the Fifth
15 Amendment to the JC Decaux Agreement, which extends the term of the JC Decaux
16 Agreement by 105 days to January 25, 2019; and, be it

17 FURTHER RESOLVED, That within thirty (30) days of the amendment being fully
18 executed by all parties, Public Works shall provide the final amendment to the Clerk of the
19 Board for inclusion into the official file.

**City and County of San Francisco
San Francisco Public Works
1155 Market Street, 4th Floor
San Francisco, CA 94103**

Fifth Amendment to Agreement

THIS FIFTH AMENDMENT (this “Amendment”) is made as of September 5, 2018, in San Francisco, California, by and between **JC Decaux San Francisco, LLC** (“Contractor”), and the City and County of San Francisco, a municipal corporation (“City”), acting by and through its Director of Public Works.

RECITALS

WHEREAS, City and Contractor have entered into the Agreement as amended (as defined below); and

WHEREAS, City and Contractor desire to modify the Agreement on the terms and conditions set forth herein to extend the contract duration by 105 days;

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

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

1a. Agreement. The term “Agreement” shall mean the Agreement dated August 2, 1994, between Contractor and City, as amended by the:

First Amended and Restated Agreement, approved by the Board of Supervisors on December 7, 1998; and

First Amendment to the Agreement, dated December 14, 2015; and

Second Amendment to the Agreement, dated October 28, 2016; and

Third Amendment to the Agreement, dated September 12, 2017; and

Fourth Amendment to the Agreement, dated February 5, 2018.

1b. Other Terms. Terms used and not defined in this Amendment shall have the meanings assigned to such terms in the Agreement.

2. Modifications to the Agreement. The Agreement is hereby modified as follows:

2a. Section 1.03. *Section 1.03. Term of Agreement* of the Agreement currently reads as follows:

. This Agreement shall commence as of the Original Effective Date and shall continue, subject to the terms of this Agreement regarding termination, to 11:59 p.m. on October 12, 2018.

Such section is hereby amended in its entirety to read as follows:

This Agreement shall commence as of the Original Effective Date and shall continue, subject to the terms of this Agreement regarding termination, to 11:59 p.m. on January 25, 2019.

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

CITY

CONTRACTOR

SAN FRANCISCO PUBLIC WORKS

JC DECAUX SAN FRANCISCO, LLC

MOHAMMED NURU
DIRECTOR

By: _____

Print Name: J. Francois Nion

Title: Executive Vice President

Federal Tax ID #: 94-3211833

City Vendor Number: 47073

Approved as to Form:

Dennis J. Herrera
City Attorney

By: _____
Gus Guibert
Deputy City Attorney

FORM SFEC-126:
NOTIFICATION OF CONTRACT APPROVAL
(S.F. Campaign and Governmental Conduct Code § 1.126)

City Elective Officer Information <i>(Please print clearly.)</i>	
Name of City elective officer(s): Members, Board of Supervisors	City elective office(s) held: Members, Board of Supervisors
Contractor Information <i>(Please print clearly.)</i>	
Name of contractor: JC Decaux San Francisco, LLC	
<i>Please list the names of (1) members of the contractor's board of directors; (2) the contractor's chief executive officer, chief financial officer and chief operating officer; (3) any person who has an ownership of 20 percent or more in the contractor; (4) any subcontractor listed in the bid or contract; and (5) any political committee sponsored or controlled by the contractor. Use additional pages as necessary. [See attached.]</i>	
Contractor address: JC Decaux San Francisco, LLC 81 Dorman Avenue, Suite B San Francisco, CA 94124	
Date that original contract was approved:	Amount of contract: Not applicable as this is a Revenue Agreement
Describe the nature of the contract that was approved: Public Works executed a Revenue Agreement with JC Decaux San Francisco, LLC for the Automatic Public Toilet and Public Service Kiosk Program and is seeking to extend the underlying Revenue Agreement with JC Decaux San Francisco, LLC to extend the term by one year to October 17, 2017.	
Comments:	

This contract was approved by (check applicable):

the City elective officer(s) identified on this form

a board on which the City elective officer(s) serves: San Francisco Board of Supervisors
Print Name of Board

the board of a state agency (Health Authority, Housing Authority Commission, Industrial Development Authority Board, Parking Authority, Redevelopment Agency Commission, Relocation Appeals Board, Treasure Island Development Authority) on which an appointee of the City elective officer(s) identified on this form sits

Print Name of Board

Filer Information <i>(Please print clearly.)</i>	
Name of filer: Angela Calvillo, Clerk of the Board	Contact telephone number: (415) 554-5184
Address: City Hall, Room 244, 1 Dr. Carlton B. Goodlett Pl., San Francisco, CA 94102	E-mail: Board.of.Supervisors@sfgov.org

Signature of City Elective Officer (if submitted by City elective officer)

Date Signed

Signature of Board Secretary or Clerk (if submitted by Board Secretary or Clerk)

Date Signed

FORM SFEC-126:
NOTIFICATION OF CONTRACT APPROVAL
(S.F. Campaign and Governmental Conduct Code § 1.126)
[Page 2 - Additional Information]

Please list the names of:

(1) members of the contractor's board of directors:

Bernard Parisot and Jean-Luc Decaux

(2) the contractor's chief executive officer, chief financial officer and chief operating officer:

The Co-Chief Executive Officers are Bernard Parisot and Jean-Luc Decaux and the Chief Operating Officer is J. Francois Nion. The Chief Financial Officer position is currently vacant.

(3) any person who has an ownership of 20 percent or more in the contractor:

JCDecaux North America, Inc. is the 100% owner of the contractor.

(4) any subcontractor listed in the bid or contract:

Hunters Point Family
Clean City Coalition

(5) any political committee sponsored or controlled by the contractor:

None

Print Form

Introduction Form

By a Member of the Board of Supervisors or Mayor

RECEIVED
BOARD OF SUPERVISORS
SAN FRANCISCO

2018 OCT -2 PM 4:23

Time stamp *dw*
or meeting date

I hereby submit the following item for introduction (select only one):

- 1. For reference to Committee. (An Ordinance, Resolution, Motion or Charter Amendment).
- 2. Request for next printed agenda Without Reference to Committee.
- 3. Request for hearing on a subject matter at Committee.
- 4. Request for letter beginning : "Supervisor inquiries"
- 5. City Attorney Request.
- 6. Call File No. from Committee.
- 7. Budget Analyst request (attached written motion).
- 8. Substitute Legislation File No.
- 9. Reactivate File No.
- 10. Topic submitted for Mayoral Appearance before the BOS on

Please check the appropriate boxes. The proposed legislation should be forwarded to the following:

- Small Business Commission
- Youth Commission
- Ethics Commission
- Planning Commission
- Building Inspection Commission

Note: For the Imperative Agenda (a resolution not on the printed agenda), use the Imperative Form.

Sponsor(s):

Subject:

The text is listed:

Signature of Sponsoring Supervisor:

For Clerk's Use Only