

Stephanie

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Christopher

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Jeff Littlefe

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

**Modification No. 2  
Ct No. 50365  
PeopleSoft Ct ID 1000032868**

THIS MODIFICATION (this “Modification”) is made this 1<sup>st</sup> day of April, 2025, in San Francisco, California, by and between **Hallmark Aviation Services, L.P.** (“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. Airport Commission (“Commission”) has entered into the Agreement with the Contractor to provide Airport customer information and support services by managing and staffing information desks, the Federal Inspection Service (FIS) area, and designated landside and airside locations and providing exceptional support and services to airport guests, employees and other users of at the San Francisco International Airport (the “Airport” or “SFO”); and
- B. On June 4, 2024, by Resolution No. 24-0119, the Commission awarded the Agreement to the Contractor for a term of one year and a not-to-exceed amount of \$9,299,429; and
- C. On February 7, 2025, the Airport Director approved Administrative Modification (Modification No. 1) to retroactively correct the hourly rates, benefits, and other direct costs set forth in the Calculation of Charges attached to the original Contract back to July 1, 2024, and update certain standard contract provisions; and
- D. City and Contractor desire to modify the Agreement on the terms and conditions set forth herein to exercise the first one year option to extend the term to June 30, 2026 and increase the contract not-to-exceed amount; and
- E. On April 1, 2025, by Resolution No. 25-0047, the Commission approved this Modification No. 2 to exercise the first one year option to extend the term to June 30, 2026 and increase the not-to-exceed amount by \$10,701,990 for a new contract not-to-exceed amount of \$20,001,419; and
- F. The City’s Board of Supervisors (“BOS”) approved this Agreement under San Francisco Charter Section 9.118 by \_\_\_\_\_ on \_\_\_\_\_ in the amount of \$10,701,990, for the period commencing July 1, 2025 and ending June 30, 2026; and
- G. This is a contract for Services and there is a Local Business Enterprise (“LBE”) subcontracting participation requirement with respect to the Services of at least 35%; and
- H. The City has approved the contracting-out of the services under this Agreement upon the certification of the Controller that the services can be performed by a contractor at a lower cost than by City employees at current salary and benefit levels, see BOS Resolution No. 323-24, adopted June 4, 2024.

Now, THEREFORE, the parties agree as follows:

1. **Article 1. Definitions, 1.1 Agreement** has been revised. The definition “Agreement” shall mean the Agreement dated June 14, 2024 between Contractor and City, as amended by Modification No. 1, dated February 7, 2025, including all attached appendices, and all applicable city ordinances and “Mandatory City Requirements” which are specifically incorporated by reference into the Agreement.
2. **Appendix B. Calculation of Charges** is amended with the updated Tables 1 – 3 below for the first one-year option to extend the contract term to June 30, 2026:

**Table 1 – Direct Labor Costs Per Employee – QSP Workers**

Direct Labor Costs Per Employee - QSP Workers											
Front Line Staff					*Note costs per hour <u>OR</u> per month based on what will actually be paid on an employee's behalf						
Position Title	No. of Full-Time Positions	Hourly Wage (paid to employee)	Number of Paid Days Off (PTO/MCO)	Health Plan Type	Monthly Health	Monthly Dental	Monthly Vision	Monthly Retirement (401k)	Monthly Workers Compensation	Monthly Payroll Tax Costs	Monthly Life Insurance
Guest Services Agent	14	22.31-25.29	19-24	EE Only	\$629.00	\$15.20-\$25.58	\$2.57-\$4.87	\$48.83-\$243.94	\$51.87	\$150.10-\$164.44	\$0.24-\$20.73
	3	22.31-25.29	19-24	EE + 1	\$1,321.36	\$51.55-\$58.64	\$4.87-\$5.14	\$48.83-\$243.94	\$51.87	\$150.10-\$164.44	\$0.24-\$20.73
	1	22.31-25.29	19-24	EE + 2	\$1,887.64	\$58.64-\$87.77	\$5.14-\$7.56	\$48.83-\$243.94	\$51.87	\$150.10-\$164.44	\$0.24-\$20.73
Guest Services Agent (No Health)	28	25.29-26.29	19-24		\$0.00	\$0.00	\$0.00	\$48.83-\$243.94	\$51.87	\$150.10-\$164.44	\$0.24-\$20.73
Supervisor Staff											
Guest Services Supervisors	2	28.06-28.67	19-24	EE Only	\$629.00	\$15.20-\$25.58	\$2.57-\$4.87	\$48.83-\$243.94	\$51.87	\$150.10-\$164.44	\$0.24-\$20.73
	1	28.06-28.67	19-24	EE + 1	\$1,321.36	\$51.55-\$58.64	\$4.87-\$5.14	\$48.83-\$243.94	\$51.87	\$150.10-\$164.44	\$0.24-\$20.73
	1	28.06-28.67	19-24	EE + 2	\$1,887.64	\$58.64-\$87.77	\$5.14-\$7.56	\$48.83-\$243.94	\$51.87	\$150.10-\$164.44	\$0.24-\$20.73
Guest Services Supervisors (No Health)	5	28.67-29.67	19-24		\$0.00	\$0.00	\$0.00	\$48.83-\$243.94	\$51.87	\$150.10-\$164.44	\$0.00
* Lost & Found Supervisor included											

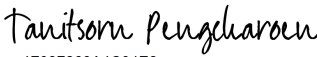
**Table 2 – Direct Labor Costs Per Employee – Non-QSP Workers**

Direct Labor Costs Per Employee - Non-QSP Workers											
Front Line Staff					*Note costs per hour <u>OR</u> per month based on what will actually be paid on an employee's behalf						
Position Title	No. of Full-Time Positions	Hourly Wage (paid to employee)	Number of Paid Days Off (PTO/MCO)	Health Plan Type	Hourly Health	Hourly Dental	Hourly Vision	Hourly Retirement (401k)	Monthly Workers Compensation	Monthly Payroll Tax Costs	Monthly Life Insurance
Information Desk - Ambassador**	32	21.21-23.00	21-26	EE Only	\$2.70-\$8.08	0.36-\$0.46	\$0.00	\$0.92-\$1.20	\$59.80 - \$148.20	\$259.13-\$682.40	\$14.62-\$36.53
	0	21.21-23.00	21-26	EE + 1	\$2.70-\$8.08	0.36-\$0.46	\$0.00	\$0.92-\$1.20	\$59.80 - \$148.20	\$259.13-\$682.40	\$14.62-\$36.53
	0	21.21-23.00	21-26	EE + 2	\$2.70-\$8.08	0.36-\$0.46	\$0.00	\$0.92-\$1.20	\$59.80 - \$148.20	\$259.13-\$682.40	\$14.62-\$36.53
Supervisor Staff											
Volunteer Coordinators	2	\$43.32	21-26	EE Only	\$5.75 - \$9.47	\$0.36-\$0.46	\$0.00	\$1.80 - \$2.80	\$117.00 - \$334.00	\$507.00-\$1,114.00	\$7.74-62.48
	0	\$43.32	21-26	EE + 1	\$5.75 - \$9.47	\$0.36-\$0.46	\$0.00	\$1.80 - \$2.80	\$117.00 - \$334.00	\$507.00-\$1,114.00	\$7.74-62.48
	1	\$43.32	21-26	EE + 2	\$5.75 - \$9.47	\$0.36-\$0.46	\$0.00	\$1.80 - \$2.80	\$117.00 - \$334.00	\$507.00-\$1,114.00	\$7.74-62.48
Information Desks - Lead	3	22.46-28.50	21-26	EE Only	\$8.08- 9.08	\$0.36-\$0.46	\$0.00	\$1.50- \$2.10	\$148.20 - \$158.40	\$642.20-\$690.40	\$35.69-\$43.69
	0	22.46-28.50	21-26	EE + 1	\$8.08- 9.08	\$0.36-\$0.46	\$0.00	\$1.50- \$2.10	\$148.20 - \$158.40	\$642.20-\$690.40	\$35.69-\$43.69
	2	22.46-28.50	21-26	EE + 2	\$8.08- 9.08	\$0.36-\$0.46	\$0.00	\$1.50- \$2.10	\$148.20 - \$158.40	\$642.20-\$690.40	\$35.69-\$43.69
** Benefits are provided for employees working 20 hours or more a week											

**Table 3 – Other Direct Costs – Authorized Reimbursables**

<b>Other Direct Costs - Authorized Reimbursables</b>		
The following costs are authorized for reimbursement. No other costs are reimbursable.		
		<b>Annual Costs</b>
1	Employee Recognition and Reward	\$11,820.00
2	Communication Devices and Fees	\$30,593.76
3	Office and Desk Supplies	\$9,099.96
4	Storage Safe	\$4,500.00
5	Staff Uniforms	\$27,321.36
6	Printing	\$1,500.00
7	POS System Purchase and Card Swipe	\$4,200.00
8	POS System Maintenance Support	\$1,800.00
9	POS Webportal Support	\$2,400.00
10	Technical Support Consultant	\$0.00
11	ADM Guest Support Supplies	\$70,000.00
12	Dry Cleaning	\$12,440.04
13	Shipping	\$480.00
14	Performance Bond	\$92,994.00
	<b>Total</b>	<b>\$269,149.12</b>

IN WITNESS WHEREOF, the Parties hereto have executed this Agreement on the day first mentioned above.

<b>CITY</b> AIRPORT COMMISSION CITY AND COUNTY OF SAN FRANCISCO  By: _____ Mike Nakornkhet, Airport Director  Attest:  By: _____ Kantrice Ogletree, Director Commission Affairs  Resolution No: <u>25-0047</u>  Adopted on: <u>April 1, 2025</u>  Approved as to Form:  David Chiu City Attorney  By: _____ Christopher Stuart, Deputy City Attorney	<b>CONTRACTOR</b>  <div>DocuSigned by:  4E037269A4C04E2</div> Authorized Signature  Tanitsorn Pengcharoen, President Hallmark Aviation Services L. P. 5757 W. Century Boulevard, Suite 860 Los Angeles, CA 90045 310-215-7213  City Supplier Number: 000019096 Federal Employer ID Number: 95-4217627
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