

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

Modification No. 4

THIS MODIFICATION (this "Modification") is made as of July 1, 2018 in San Francisco, California, by and between SFO Hotel Shuttle, Inc. ("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

WHEREAS, on July 19, 2016 by Resolution No. 307-16, the Board of Supervisors approved the contracting out of shuttle bus services, concurring with the Controller's certification that the shuttle bus services can be performed by a contractor at a lower cost than by City employees at current salary and benefit levels; and

WHEREAS, on October 9, 2012, by Resolution Number 12-0220, the Commission awarded Contract No. 9254 to SFO Hotel Shuttle Bus Company for the period of December 1, 2012 through June 30, 2016 in an amount not-to-exceed \$39,000,000; and

WHEREAS, on November 20, 2012 by Resolution No. 421-12, the Board of Supervisors approved Contract No. 9254 under San Francisco Charter Section 9.118 for the period of December 1, 2012 through June 30, 2016 plus three 2-year options in an amount not-to-exceed \$105,000,000; and

WHEREAS, on May 15, 2015, the Airport Director approved the Assignment and Assumption and First Modification which assigns services from SFO Shuttle Bus Company to SFO Hotel Shuttle, Inc. and to reimburse Contractor for bus cleaning services per month and reimburse Contractor for invoices during the period of December 2012 and April 2015;

WHEREAS, on March 15, 2016, by Resolution Number 16-0077, the Commission approved Modification No. 2 to Contract No. 9254 with SFO Hotel Shuttle, Inc. to provide shuttle bus service at San Francisco International Airport, exercising the first of three (3) two-year options commencing July 1, 2016 through June 30, 2018, in an amount not to exceed \$23,871,617 for the option period, for a new total contract amount not to exceed \$62,871,627;

WHEREAS, on March 21, 2017, by Resolution Number 17-0063, the Commission approved Modification No. 3 to Contract No. 9254 with SFO Hotel Shuttle, Inc. to adjust the scope of work and increase the contract amount by \$1,410,000, for a new not-to-exceed amount of \$64,281,617 and update standard clauses;

WHEREAS, City and Contractor desire to modify the Agreement on the terms and conditions set forth herein to exercise the second of three (3) two-year options commencing July 1, 2018 through June 30, 2020, in an amount not to exceed \$28,300,000, which includes an increased monthly management fee of \$112,996, for a new total contract amount not to exceed \$92,581,617.and

WHEREAS, the Commission approved this Fourth Modification pursuant to Resolution No. 18-0002 on January 16, 2018; 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 October 9, 2012 between Contractor and City, as amended by the:

Modification No. 1,	dated May 15, 2015 and
Modification No. 2,	dated July 1, 2016 and
Modification No. 3,	dated December 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. **Section 2. Term of the Agreement** is hereby amended to extend the term of the contract for two years for a new ending date of June 30, 2020.

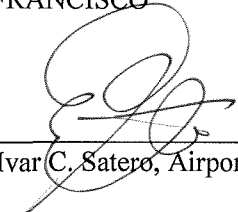
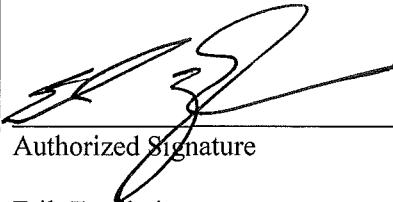
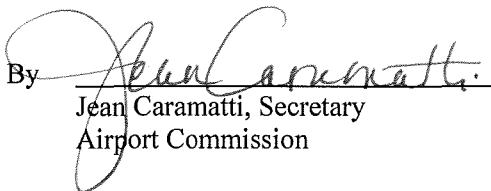
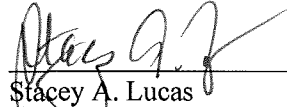
3. **Section 5. Compensation** is hereby amended to increase the total compensation payable by an amount not to exceed \$28,300,000 for a new total not to exceed amount of \$92,581,617.

4. **Appendix B. Calculation of Charges B. Fee Amount** is hereby amended to increase the monthly management fee payable by an amount not to exceed \$112,996 per month for a total of \$2,711,904 for the two-year extension period.

5. **Effective Date.** Each of the changes set forth in this Modification shall be effective on and after July 1, 2018.

6. **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:  Ivar C. Satero, Airport Director	 Authorized Signature Erik Zandhuis Printed Name
Attest: By  Jean Caramatti, Secretary Airport Commission	Vice President Title SFO Hotel Shuttle, Inc., Company Name
Resolution No: 18-0002 Adopted on: January 16, 2018	88302 City Vendor Number 54 Tanforan Avenue Address
Approved as to Form: Dennis J. Herrera City Attorney	South San Francisco, CA 94080 City, State, ZIP (415) 915-9777 Telephone Number
By  Stacey A. Lucas Deputy City Attorney	68-0494097 Federal Employer ID Number