

**SIXTH AMENDMENT TO
PARATRANSIT BROKER AND OPERATING AGREEMENT
BETWEEN
THE CITY AND COUNTY OF SAN FRANCISCO
AND TRANSDEV SERVICES, INC.**

**Contract No. SFMTA 2016-17
CCO No. 15-1367**

THIS SIXTH AMENDMENT TO PARATRANSIT BROKER AND OPERATING AGREEMENT is made and entered into June 23, 2021, between the City and County of San Francisco, a municipal corporation (City), acting through its Municipal Transportation Agency (SFMTA), and Transdev Services, Inc. (Contractor).

- A. On July 1, 2016, City and Contractor entered into a Paratransit Broker and Operating Agreement (the Agreement), with a term of five years, and an option to extend the term for an additional five years.
- B. On April 30, 2017, the parties executed the First Amendment to the Agreement (1) to delete Section 10.8 (Health Care Accountability Ordinance); (2) to add clauses that were inadvertently omitted from Appendix D to the Agreement and (3) to correct Exhibit E by retitling it Appendix E and correcting the SBE goal.
- C. On May 25, 2017, the parties executed the Second Amendment to the Agreement (1) to provide for the City to lease to Contractor 22 additional accessible minivans and 27 additional paratransit vans for use in the SF Access Program; (2) to eliminate references to mandatory subleasing of the Vehicles and (3) to eliminate references to lease payments.
- D. On June 1, 2017, the parties executed the Third Amendment to the Agreement to amend Appendix B of the Agreement to reflect the changes in the budget due to the expanded level of service provided by the Contractor in the Group Van Program.
- E. On May 16, 2019, the parties executed the Fourth Amendment to the Agreement to provide for the City to lease to Contractor 8 additional paratransit vans and 10 additional hybrid sedans for use in the SF Access and Group Van Program.
- F. On February 6, 2020, the parties executed the Fifth Amendment to the Agreement to provide for the City to lease to Contractor 35 additional paratransit vans for use in the SF Access and Group Van Program.
- G. The parties wish to amend the Agreement to exercise the option to extend the contract for an additional five-year period, increasing the amount of the Agreement by \$165,368,919, to a total not to exceed \$308,271,023, and for a term beginning July 1, 2021, and ending June 30, 2026.

NOW, THEREFORE, Contractor and the City agree that the Agreement is amended as follows:

1. The above Recitals are incorporated to the extent not inconsistent with either the Agreement or this Amendment.

2. *Section 2.1 of Article 2 (Term of the Agreement) is amended in its entirety to read as follows:*

2.1. The term of this Agreement shall commence on July 1, 2016, and expire on June 30, 2026.

3. *Section 3.3 (Amount of Contract) is amended in its entirety to read as follows:*

3.3. Amount of Contract. Compensation under this Agreement shall be based on a costs-plus-fixed-fee structure, in accordance with the annual approved budgets. In no event shall the amount of this Agreement exceed Three Hundred Eight Million, Two Hundred Seventy-One Thousand, Twenty-Three Dollars (\$308,271,023), including the Reimbursable Expenses, Other Broker Costs, the Management Fees, G&A, and Service Provider Costs, for the entire term of the Agreement, including the option period. The breakdown of all Broker and TD expenses associated with this Agreement are listed in Appendix B, which is incorporated by reference as though fully set forth.

4. **Effective Date.** Each of the modifications set forth in Section 2 and 3 shall be effective on and after the date of this Amendment.

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

IN WITNESS WHEREOF, the parties hereto have executed this Sixth Amendment on the day first mentioned above.

<p>CITY</p> <p>Municipal Transportation Agency</p> <p> _____ Jeffrey P. Tumlin Director of Transportation</p> <p>AUTHORIZED BY: MUNICIPAL TRANSPORTATION AGENCY BOARD OF DIRECTORS</p> <p>Resolution No: <u>210119-015</u></p> <p>Adopted: <u>January 19, 2021</u></p> <p>Attest:  _____ Secretary, SFMTA Board</p> <p>Board of Supervisors Resolution No: <u>207-21</u></p> <p>Adopted: <u>May 4, 2021</u></p> <p>Attest:  _____ Clerk of the Board</p> <p>Approved as to Form: Dennis J. Herrera City Attorney</p> <p>By:  _____ Robin M. Reitzes Deputy City Attorney</p>	<p>CONTRACTOR</p> <p>Transdev Services, Inc.</p> <p> _____ Laura J. Hendricks President 720 East Butterfield Road, Suite 300 Lombard, IL 60148-5601</p> <p> _____ Mathieu Le Bourhis Chief Financial Officer</p> <p>Supplier ID: 0000009263</p>
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1 [Contract Amendment - Transdev Services, Inc. - Paratransit Services - Not to Exceed
2 308,271,023]

3 **Resolution approving the Sixth Amendment to Contract No. SFMTA-2016-17,**
4 **Paratransit Broker and Operating Agreement, with Transdev Services, Inc., to exercise**
5 **the option to extend the term by five years to June 30, 2026, and to increase the**
6 **amount of the Contract by \$165,368,919 for a total Contract amount not to exceed**
7 **\$308,271,023.**

8
9 WHEREAS, For the past 40 years, the San Francisco Municipal Transportation Agency
10 (SFMTA) has contracted out paratransit services to a paratransit broker, who currently
11 provides door-to-door paratransit van services, manages subcontracts with van and taxi
12 service providers, monitors service quality, administers client eligibility, manages the sale of
13 fare instruments; and acts on behalf of the SFMTA as the principal customer service
14 representative for the paratransit program (SF Paratransit); and

15 WHEREAS, The SFMTA entered into Contract No. SFMTA-2016-17 (Agreement) with
16 Transdev Services, Inc. (Transdev), in an amount not to exceed \$142,902,104, and for a five-
17 year term, from July 1, 2016 to June 30, 2021, with an option for a five-year extension (the
18 Agreement); and

19 WHEREAS, The Agreement has been amended five times, without a change to the
20 amount or term of the Agreement; and

21 WHEREAS, Due to Transdev's outstanding performance under the Agreement,
22 SFMTA staff recommends that the SFMTA exercise the five-year option in the Agreement,
23 increasing the amount of the Agreement by \$165,368,919, to a total not to exceed
24 \$308,271,023, and for a term beginning July 1, 2021, and ending June 30, 2026; and

1 WHEREAS, On March 16, 2016, the SFMTA, under authority delegated by the
2 Planning Department, determined that the Contract No. SFMTA-2016-17 is not a “project”
3 under the California Environmental Quality Act (CEQA), pursuant Title 14 of the California
4 Code of Regulations Sections 15060(c) and 15378(b); and

5 WHEREAS, On January 19, 2021, the SFMTA Board of Directors adopted Resolution
6 No. 210119-015, authorizing the Director of Transportation to execute the Sixth Amendment
7 to Contract No. SFMTA-2016-17 with Transdev; and

8 WHEREAS, The Agreement, the proposed Sixth Amendment to the Agreement, and
9 the CEQA determination are on file with the Clerk of the Board of Supervisors in File No.
10 210364 and are incorporated herein by reference; and, now, therefore, be it

11 RESOLVED, That the Board of Supervisors approves the Sixth Amendment to
12 Contract No. SFMTA-2016-17, Paratransit Broker and Operating Agreement, with Transdev
13 Services, Inc., to exercise the option to extend the term by five years, to June 30, 2026, and to
14 increase the amount of the Contract by \$169,395,342, for a total Contract amount not to
15 exceed \$308,271,023; and, be it

16 RESOLVED, That within 30 days of the Sixth Amendment being fully executed by all
17 parties, the final document shall be provided to the Clerk of the Board for inclusion in the
18 official file.

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20 n:\ptclas2021\1000378\01528895.docx



City and County of San Francisco
Tails
Resolution

City Hall
1 Dr. Carlton B. Goodlett Place
San Francisco, CA 94102-4689

File Number: 210364

Date Passed: May 04, 2021

Resolution approving the Sixth Amendment to Contract No. SFMTA-2016-17, Paratransit Broker and Operating Agreement, with Transdev Services, Inc., to exercise the option to extend the term by five years to June 30, 2026, and to increase the amount of the Contract by \$165,368,919 for a total Contract amount not to exceed \$308,271,023.

April 28, 2021 Budget and Finance Committee - AMENDED, AN AMENDMENT OF THE WHOLE BEARING NEW TITLE

April 28, 2021 Budget and Finance Committee - RECOMMENDED AS AMENDED

May 04, 2021 Board of Supervisors - ADOPTED

Ayes: 11 - Chan, Haney, Mandelman, Mar, Melgar, Peskin, Preston, Ronen, Safai, Stefani and Walton

File No. 210364

I hereby certify that the foregoing Resolution was ADOPTED on 5/4/2021 by the Board of Supervisors of the City and County of San Francisco.



Angela Calvillo
Clerk of the Board



London N. Breed
Mayor

5/14/21

Date Approved



City and County of San Francisco

City Hall
1 Dr. Carlton B. Goodlett Place
San Francisco, CA 94102-4689

Certified Copy

Resolution

210364 [Contract Amendment - Transdev Services, Inc. - Paratransit Services - Not to Exceed \$308,271,023]

Sponsor: Mayor

Resolution approving the Sixth Amendment to Contract No. SFMTA-2016-17, Paratransit Broker and Operating Agreement, with Transdev Services, Inc., to exercise the option to extend the term by five years to June 30, 2026, and to increase the amount of the Contract by \$165,368,919 for a total Contract amount not to exceed \$308,271,023.

5/4/2021 Board of Supervisors - ADOPTED

Ayes: 11 - Chan, Haney, Mandelman, Mar, Melgar, Peskin, Preston, Ronen, Safai, Stefani and Walton

5/14/2021 Mayor - APPROVED

STATE OF CALIFORNIA
CITY AND COUNTY OF SAN FRANCISCO

CLERK'S CERTIFICATE

I do hereby certify that the foregoing Resolution is a full, true, and correct copy of the original thereof on file in this office.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed the official seal of the City and County of San Francisco.

June 29, 2021

Date

Angela Calvillo
Clerk of the Board