

1 [Modification to License and Services Agreement - Airport Research and Development
2 Foundation - Application-Based Commercial Ground Transportation Trip Fee Collection
3 Services - Aggregate Amount Not to Exceed \$1,970,000]

4 **Resolution approving Modification No. 3 to License and Services Agreement No. 50037**
5 **between the City and County of San Francisco, acting by and through its Airport**
6 **Commission, and Airport Research and Development Foundation, a not-for-profit**
7 **corporation, to extend the Services Term of the Agreement for two years through**
8 **March 12, 2025, and cap the payment of the Administrative Services Fee by City at up**
9 **to \$144,000 annually for the period of March 13, 2023, through March 12, 2025, for an**
10 **aggregate amount not to exceed \$1,970,000.**

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12 WHEREAS, On January 20, 2015, by Resolution No. 15-0008, the Airport Commission
13 (Commission) approved License and Services Agreement No. 50037 (Agreement) with Airport
14 Research and Development Foundation, a not-for-profit corporation (ARDF), under which (a)
15 the Airport provides ARDF with a revocable license to use the Airport’s Application-Based
16 Commercial Ground Transportation (ABCT) Management System for the life of the intellectual
17 property, in return for a Service Development Fee payable to City equal to 25% of the total
18 administrative services fees collected by ARDF from participating airports, exclusive of the
19 first year of the term; and (b) ARDF provides the Airport with tracking, collection, and
20 clearinghouse services for permitted Transportation Network Companies for an initial two-year
21 term with three one-year options to extend at the Commission’s discretion, in return for an
22 Administrative Services Fee payable by City equal to five percent of the trip fees collected on
23 behalf of the Airport, exclusive of the first year of the term, and with a \$500,000 cap on the
24 Administrative Services Fee in the second year of the term; and

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1 WHEREAS, On January 30, 2015, the Office of Contract Administration approved
2 ARDF as the sole source for the Agreement; and

3 WHEREAS, On March 10, 2015, by Resolution No. 58-15, the Board of Supervisors
4 approved the Agreement under San Francisco Charter, Section 9.118(A); and

5 WHEREAS, On February 21, 2017, by Resolution No. 17-0034, the Commission
6 exercised its three one-year options to extend, thereby extending the Services Term for an
7 additional three-year period from March 13, 2017, to March 12, 2020, and approved
8 Modification No. 1 to the Agreement to cap the City's Administrative Services Fee at \$250,000
9 annually during the option years; and

10 WHEREAS, On June 6, 2017, by Resolution No. 220-17, the Board of Supervisors
11 approved Modification No. 1 under San Francisco Charter Section 9.118(A); and

12 WHEREAS, On January 14, 2020, by Resolution No. 20-0010, the Commission
13 approved Modification No. 2 to the Agreement to extend the Services Term for an additional
14 three-year period from March 13, 2020 to March 12, 2023, provide for a two-year renewal
15 option (Renewal Option), and reduce the cap of the City's Administrative Services Fee at up
16 to \$144,000 annually; and

17 WHEREAS, On March 3, 2020, by Resolution No. 96-20, the Board of Supervisors
18 approved Modification No. 2 under San Francisco Charter Section 9.118(A); and

19 WHEREAS, On January 17, 2023, by Resolution No. 23-0010, the Commission
20 approved Modification No. 3 to the Agreement (Modification) to exercise the Renewal Option
21 extending the Services Term for two years from March 13, 2023, through March 12, 2025, and
22 to cap the City's Administrative Services Fee at up to \$144,000 annually for a not to exceed
23 amount of \$1,970,000; now, therefore, be it

1 RESOLVED, That this Board of Supervisors approves Modification No. 3 to the License
2 and Services Agreement No. 50037 with Airport Research and Development Foundation; and,
3 be it

4 FURTHER RESOLVED, That within thirty (30) days of the Modification being fully
5 executed by all parties, the Airport Commission shall provide a copy of the Modification to the
6 Clerk of the Board for inclusion into the official file.

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