

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

Third Amendment

THIS AMENDMENT (this "Amendment") is made as of February 21, 2014, in San Francisco, California, by and between **Polaris Research and Development, Inc.** ("Contractor"), and the City and County of San Francisco, a municipal corporation ("City"), acting by and through its Airport Commission or the Commission's designated agent, hereinafter referred to as "Commission."

RECITALS

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

WHEREAS, the Commission adopted Resolution Number 11-0136 on June 7, 2011 which authorized the award of said Agreement for the period of July 1, 2011 through June 30, 2014; and

WHEREAS, the Commission approved Modification No. 1 pursuant to Resolution Number 12-0269 on December 18, 2012; and

WHEREAS, the Commission approved Modification No. 2 pursuant to Resolution Number 13-0034 on February 12, 2013; and

WHEREAS, the Board of Supervisors approved the Controller's certification that the information booth services can be performed at lower cost than if the work were performed by City employees at current salary and benefit levels on June 5, 2012 pursuant to Resolution No. 206-12; and

WHEREAS, the City and Contractor desire to administratively modify the Agreement on the terms and conditions set forth herein to provide for an annual rate adjustment to compensate for increases in salaries, benefits and other costs;

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

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

a. Agreement. The term "Agreement" shall mean the Agreement dated June 30, 2011 between Contractor and City, as amended by the:

First Modification, dated December 31, 2012, and
Second Modification, dated February 28, 2013.

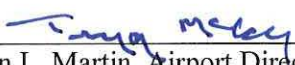
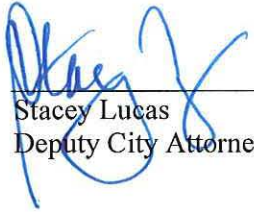
b. Other Terms. Terms used and not defined in this Amendment shall have the meanings assigned to such terms in the Agreement.

2. Appendix B-1 is modified to replace pages 7-9 with Supplemental Appendix B-2.

3. **Effective Date.** Each of the modifications set forth in Section 2 shall be effective on and after February 1, 2014.

4. **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, Contractor and City have executed this Amendment as of the date first referenced above.

CITY	CONTRACTOR
AIRPORT COMMISSION CITY AND COUNTY OF SAN FRANCISCO	
By:  John L. Martin, Airport Director <i>fan</i>	 Authorized Signature
Approved as to Form:	Ernest Fazio Jr. Printed Name
Dennis J. Herrera City Attorney	President Title
By:  Stacey Lucas Deputy City Attorney	Polaris Research and Development Company Name
	14737 City Vendor Number
	390 4th Street Address
	San Rafael, CA 94107 City, State, ZIP
	(415) 777-3229 Telephone Number
	94-3229779 Federal Employer ID Number

SUPPLEMENTAL APPENDIX B-2

Fiscal Year 2013-2014 Supplemental Appendix B-2

INFORMATION BOOTH PROGRAM ANNUAL COST PROPOSAL TO OPERATE SEVEN BOOTHS

Includes BART Voucher Program, BART Info Booth, T2 Info Booth, operation of POS at all booths, Clipper, BART Discount support

Contract Term 2011 - 2016

Booth Staff

DIRECT LABOR COSTS

PERSONNEL SALARIES

	POSITIONS	HOURS	HOURS	RATE	COST	COST
Lead Supervisor	1	1760	1760	\$42.15	\$74,184	\$74,184
Office Coordinator	1	1440	1440	\$31.20	\$44,928	\$44,928
Volunteer Program Coordinator	2	1040	2080	\$34.98	\$36,379	\$72,758
Volunteer Training Coordinator	1	750	780	\$34.98	\$27,284	\$27,284
Senior Supervisor	1	2080	2080	\$18.04	\$37,523	\$37,523
Supervisor 2	3	2080	4990	\$16.98	\$35,318	\$105,955
Starting Supervisor	1	2080	1250	\$16.48	\$20,600	\$20,600
Senior Info Reps.	8	2080	16640	\$16.40	\$34,112	\$272,896
Intermediate Info Reps	5	2080	10400	\$15.74	\$32,739	\$163,696
Office Assistant	1	1040	1040	\$16.64	\$17,306	\$17,306
Junior Info Reps	4	2080	8320	\$15.31	\$31,845	\$127,379
Junior Info Reps	2	540	1080	\$15.31	\$8,267	\$16,535
Starting Info Reps	2	500	1000	\$12.93	\$6,465	\$12,930
Bookkeeper Ticket Sales ^	1.25	2080	2600	\$17.32	\$36,026	\$45,032

SUBTOTAL 33.25 \$1,039,007

FTEs 26.7

PAYROLL TAXES / FRINGE BENEFITS *

FICA	8.03%	\$83,458
FUTA		\$1,862
SUI		\$14,431
Health, Disability, & Life Insurance	10.47%	\$108,784
Compensated Leave	14.70%	\$152,734
Pension	7.35%	\$76,367

SUBTOTAL \$437,636

OTHER DIRECT COSTS

Flight Information Services (ITS)	\$70,000 *
Communications	\$7,500
Office/booth supplies - (DBE)	\$12,000 *
Uniforms	\$3,000 *
POS System maintenance support @ 300/station/yr x5 current stations	\$1,500
POS Webportal Maintenance @ \$840/station/yr x 5current stations	\$4,110
Technical support consultant (for POS systems since ITT cannot provide support) @\$250/mo	\$3,000
ADM Uniforms	\$2,000
Printing	\$3,000
OAG Subscription	\$1,105
Subway Gift Cards for ADM's	\$1,000
Monthly payment to Traveler's Aid (\$50)	\$600
Dry Cleaning - (DBE)	\$1,500
Employee Commute Survey	\$0
Training Support - (DBE)	\$2,500
Fringe Reimbursement for 2011	\$5,000
Contingency for supplies and services as needed	\$5,000

SUBTOTAL \$122,815

TOTAL \$1,599,458

MANAGEMENT FEE * \$285,158**

2013-2014 ANNUAL BUDGET FOR INFORMATION BOOTHS \$1,884,616

**Fiscal Year 2013- 2014 Supplemental APPENDIX B-2
 INFORMATION BOOTH PROGRAM ANNUAL COST PROPOSAL TO OPERATE SEVEN BOOTHS**

Contract Term 2011-2016

Management Fee

	NO. POSITIONS	ANNUAL HOURS	HOURLY RATE	ANNUAL COST	TOTAL ANNUAL COST
MANAGEMENT STAFF SALARIES					
<u>ON SITE MANAGEMENT STAFF</u>					
Program Supervisor	1	1060	\$51.15	\$54,219	\$54,219
Accountant - Payroll	1	1475	\$34.10	\$50,298	\$50,298
SUBTOTAL	2				\$104,517
FTEs	1.2				
<u>FRINGE BENEFITS</u>					
FICA (Payroll + Compensated Leave)				8.03%	\$9,990
FUTA (.8% of first \$7,000)					\$112
SUI (6.2% of first \$7,000)					\$868
Health, Disability & Life Insurance				10.47%	\$10,943
Compensated Leave				19.00%	\$19,858
Pension (Direct Payroll + Compensated Leave)				8.30%	\$10,323
SUBTOTAL					\$52,094
<u>PREMIUMS</u>					
Worker's Compensation Insurance (Lead Sup., Office Coord., Accountant)				1.10%	\$1,696
Worker's Compensation Insurance (Program Supervisor and Booth Staff)				1.20%	\$11,000
Commercial and General Liability Insurance					\$7,600
SUBTOTAL					\$20,296
MANAGEMENT COST					\$176,907
OVERHEAD AND PROFIT *					\$108,251
<u>TOTAL ANNUAL MANAGEMENT FEE **</u>					\$285,158
Total Monthly Management Fee					\$23,763

* Overhead and Profit set at 7% of Annual Cost Proposal per RFP

** Management Fee not to exceed 20% of Annual Budget.

**Fiscal Year 2012 - 2013 Supplemental APPENDIX B-2
 INFORMATION BOOTH PROGRAM CONTRACT HOURLY SALARY RANGES**

Contract Year 2013 - 2014

<u>Position</u>	<u>Rate</u>	<u>Basis</u>	<u>OT</u> <u>Status</u>	
Program Supervisor	\$51.15	Hour	Exempt	
Accountant - Payroll	\$34.10	Hour	Exempt	
Lead Supervisor	\$42.15	Hour	Exempt	
Volunteer Program Coordinator	\$34.98	Hour	Exempt	
Volunteer Training Coordinator	\$34.98	Hour	Exempt	
Office Coordinator	\$31.20	Hour	Exempt	
Senior Supervisor	\$18.04	Hour	OT	
Supervisor 2	\$16.98	Hour	OT	
Starting Supervisor	\$16.48	Hour	OT	
Office Assistant	\$16.64	Hour	OT	
Senior Information Representative	\$16.40	Hour	OT	
Intermediate Information Representative	\$15.74	Hour	OT	
Junior Information Representative	\$15.31	Hour	OT	
Starting Information Representative	\$12.93	Hour	OT	
Bookkeeper - Transit Ticket Sales	\$17.32	Hour	Exempt	
Senior On-Call Information Representative	\$13.73	Hour	OT	(No Fringe Benefits)
On-Call Information Representative	\$12.93	Hour	OT	(No Fringe Benefits)