

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

Modification No. 9

**Contract 10010.41
Project Management Support Services for
New Boarding Area B Project**

THIS MODIFICATION (this “Modification”) is made effective February 1, 2020, in San Francisco, California, by and between **T1 Cubed - a Joint Venture** (“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. City and Contractor have entered into the Agreement (as defined below); and
- B. On January 20, 2015, by Resolution No. 15-0004, the Commission awarded this Agreement to the Contractor in a not-to-exceed amount of \$4,300,000 for the first year of services; and
- C. On March 31, 2015, by Resolution No. 102-15, the Board of Supervisors approved the Agreement under San Francisco Charter Section 9.118 in an amount not to exceed \$29,000,000 and for a term of six years to May 31, 2021; and
- D. On January 19, 2016, the City and Contractor administratively modified the Agreement to amend Appendix B, Calculation of Charges, and update standard contractual clauses through Modification No. 1; and
- E. On March 15, 2016, by Resolution No. 16-0078, the Commission approved Modification No. 2 to the Contract to increase the contract amount, extend the term of the contract, and amend Appendix B, Calculation of Charges; and
- F. On July 1, 2016, the City and Contractor administratively modified the Agreement to amend Appendix B, Calculation of Charges, through the Modification No. 3; and
- G. On March 21, 2017, by Resolution No. 17-0059, the Commission approved Modification No. 4 to the Contract to increase the contract amount, extend the term of the contract, amend the Appendix B - Calculation of Charges, and make other administrative changes; and
- H. On January 1, 2018, the City and Contractor administratively modified the Agreement to include a new sub-consultant and to update labor rates, through Modification No. 5; and
- I. On February 20, 2018, by Resolution No. 18-0041, the Commission approved Modification No. 6 to increase the contract amount by \$8,450,000 for a new contract amount not to exceed \$25,350,000 and to extend the term of the contract through May 4, 2019; and

J. On December 4, 2018, by Resolution No. 18-0390, the Commission approved an increase to the contract amount of \$13,150,000 for a new contract amount not to exceed \$38,500,000 and to extend the term of the contract through May 31, 2022; and

K. Effective May 1, 2019, and within the authority granted by the Commission through Resolution No. 18-0390, City and Contractor executed Modification No. 7 to increase the contract amount by \$3,650,000 for a new contract amount not to exceed \$29,000,000 and to extend the term of the contract through May 31, 2021; and

L. On December 3, 2019, by Resolution No. 19-0294, the Commission approved Modification No. 8 to the Agreement to increase the contract amount by \$500,000 for a new-to-exceed amount of \$29,500,000; and

M. On December 3, 2019, by Resolution No. 19-0295, the Commission approved Modification No. 9 to the Agreement to increase the contract amount by \$9,000,000 for a new total not-to-exceed amount of \$38,500,000, extending services through May 31, 2022, and directed the Commission to seek Board of Supervisor's approval of Modification No.9; and

N. On [insert date], by Resolution No. [insert resolution number], the Board of Supervisors approved this Modification No. 9 to the Agreement under San Francisco Charter Section 9.118; and

O. City and Contractor desire to modify the Agreement on the terms and conditions set forth herein to extend the term of the Agreement and increase the contract amount; and

P. Approval for this Agreement was obtained when the Civil Service Commission approved PSC No. 47898-13/14 on May 19, 2014; 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 January 20, 2015 between Contractor and City, as amended by the:

Modification No. 1,	dated January 19, 2016, and
Modification No. 2,	dated March 15, 2016, and
Modification No. 3,	dated July 1, 2016, and
Modification No. 4,	dated March 21, 2017, and
Modification No. 5,	dated January 1, 2018, and
Modification No. 6,	dated February 20, 2018, and
Modification No. 7	dated May 1, 2019
Modification No. 8	dated December 3, 2019

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 a new ending date of May 31, 2022.

3. **Section 5. Compensation** is hereby amended to increase the total compensation payable by an amount not to exceed **Nine Million Dollars (\$9,000,000)** for a new total not-to-exceed amount of **Thirty-Eight Million Five Hundred Thousand Dollars (\$38,500,000)**.

4. **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 effective date first referenced above.

CITY AIRPORT COMMISSION CITY AND COUNTY OF SAN FRANCISCO	CONTRACTOR
By: _____ Ivar C. Satero, Airport Director	_____ Authorized Signature
Attest:	Bart Littell Vice President
By _____ C. Corina Monzón, Secretary Airport Commission	
Resolution No: 19- 0295	_____ Authorized Signature
Adopted on: December 3, 2019	Bahram Khamenehpour Senior Principal
Approved as to Form: Dennis J. Herrera City Attorney	T1 Cubed - a Joint Venture 425 Market Street, 17 th Floor San Francisco, California 94105
By _____ Daniel A. Edington Deputy City Attorney	0000010037 City Supplier Number
	47-2256316 Federal Employer ID Number