

1 [License and Services Agreement Modification - Airport Research and Development
2 Foundation - Application-Based Commercial Ground Transportation Trip Fee Collection
3 Services]

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4 **Resolution retroactively approving Modification No. 1 to License and Services**
5 **Agreement No. 50037 between the City and County of San Francisco, acting by and**
6 **through its Airport Commission, and Airport Research and Development Foundation, a**
7 **not-for-profit corporation, to cap the City’s Administrative Services Fee at \$250,000**
8 **annually for the period of March 13, 2017, through March 12, 2020.**

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10 WHEREAS, On January 20, 2015, by Resolution No. 15-0008, the Airport Commission
11 (the “Commission”) approved License and Services Agreement No. 50037 (the “Agreement”)
12 with Airport Research and Development Foundation (“ARDF”), a not-for-profit corporation,
13 under which (a) the Airport provides ARDF with a revocable license to use the Airport’s
14 Application-Based Commercial Ground Transportation (ABCT) Management System for the
15 life of the intellectual property, exclusive for the first two years of the Agreement, in return for
16 a Service Development Fee equal to 25% of the total administrative services fees collected by
17 ARDF from participating airports; and (b) ARDF provides the Airport with tracking, collection,
18 and clearinghouse services for permitted Transportation Network Companies for an initial two-
19 year term with three one-year options to extend at the Commission’s discretion, in return for
20 an Administrative Services Fee equal to 5% of the trip fees collected on behalf of the Airport,
21 with no fee payments exchanged between the Airport and ARDF in the first year of the
22 Agreement and with a \$500,000 cap on the Administrative Services Fee in the second year of
23 the Agreement; and

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

1 WHEREAS, On March 10, 2015, by Resolution No. 58-15, the Board of Supervisors
2 approved the Agreement under Charter, Section 9.118; and

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

8 RESOLVED, That this Board of Supervisors approves Modification No. 1 to the License
9 and Services Agreement No. 50037 with Airport Research and Development Foundation,
10 retroactive to March 13, 2017, capping the City's Administrative Services Fee at \$250,000
11 annually for the period of March 13, 2017, through March 12, 2020; and, be it

12 FURTHER RESOLVED, That the Modification is on file with the Clerk of the Board of
13 Supervisors in File No. 170322, which is hereby declared to be part of this Resolution as if set
14 forth fully herein; and, be it

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