

CITY AND COUNTY OF SAN FRANCISCO

CONTRACT ORDER

CONTRACT WITH:

AGS, INC.

5 FREELON STREET  
SAN FRANCISCO, CA 94107

Original  
  
Change - Increase  
  
- Decrease  
  
Other

	Department: 27 Airport Commission	Controller No.: 0000444548; 0000747587, 0000827022
*	Department Contact: Rick Thall	Tel. No: (650) 821-7878
	PS Contract ID: 1000018276	Date: 7/29/2024
	Category 95877	Supplier ID 0000003436
		Job No. CT 11365.41
	Period Covered: 06/17/2020-06/27/2026	Amount: \$1,400,000.00
	Insurance Required	Amount
	Worker's Comp.	\$1,000,000
	Comp. Gen. Liab.	\$2,000,000
	Automobile	\$1,000,000
	Umbrella	\$3,000,000
	Prof. Liab	\$2,000,000
		Expiration Date
		10/10/2024
		10/10/2024
		10/10/2024
		10/10/2024
		10/10/2024
		10/10/2024

FOR THE PURPOSE OF: MODIFICATION 3 AND INCREASE ENCUMBRANCE FOR CT11365.41 PMSS  
FOR THE ITB PHASE 2 PROJECT

PROJECT MANAGEMENT SUPPORT SERVICES FOR THE INTERNATIONAL TERMINAL  
BUILDING PHASE 2 PROJECT. THE CONTRACT AMOUNT NOT TO EXCEED \$9,650,000 AND  
THE TERM OF THE AGREEMENT THROUGH JUNE 27, 2026. MODIFICATION 3 TO  
ADMINISTRATIVELY MODIFY THE AGREEMENT ON THE TERMS AND CONDITIONS SET  
FORTH HEREIN TO ADD A NEW CLASSIFICATION (PROGRAM CONTROLS MANAGER)  
AND ITS RANGE OF RATES. INCREASE ENCUMBRANCE BY \$1,400,000.00 PER FR5647.

PSC 43332-16/17 (05/17/17 - 12/31/26) AMOUNT \$420,000,000  
PSC 43332-16/17 FORM 2 AMOUNT \$9,650,000

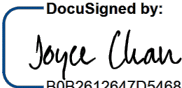
PREVIOUS ENCUMBRNACE: \$1,690,000.00 (PO-0000444548-Closed)  
PREVIOUS ENCUMBRNACE: 190,000.00 (PO-0000444548-Closed)  
PREVIOUS ENCUMBRANCE: 1,065,000.00 (PO 0000444548-Closed)  
PREVIOUS ENCUMBRANCE: (602,742.12) (PO 0000444548-Closed)- PO not rolled FY23  
PREVIOUS ENCUMBRANCE: 602,742.12 (PO 0000747587-Closed)  
PREVIOUS ENCUMBRANCE: 886,000.00 (PO-0000747587-Closed) – FR5075  
PREVIOUS ENCUMBRANCE: 870,000.00 ( PO-0000827022)-FR5336, 5442  
**THIS ENCUMBRANCE \$1,400,000.00 (PO-0000827022)-FR5647**  
TOTAL ENCUMBRANCE: 6,101,000.00

CONTRACT PERIOD: 06/17/2020-06/27/2026  
CONTRACT AWARD: \$4,880,000 PER COMMISSION RESOLUTION 20-0108. \$9,650,000 PER  
COMMISSION RESOLUTION 23-0221.

Mail Invoice to:  
RICK THALL  
PLANNING, DESIGN & CONSTRUCTION

San Francisco Airport Commission  
P.O. Box 8097  
San Francisco, CA 94128

RECOMMENDED AND APPROVED

IVAR C. SATERO Airport Director  DocuSigned by:  By: B0B2612647D5468		Chief Administrative Officer, Board of Supervisor		Materials, Supplies & Services Purchaser Real Property Leases & Rents Director of Property			Certification Date:  7/30/2024	
Number	Ln	Amount	Account	Fund	Dept.	Authority	Project	Activity
0000827022	01	1,400,000.00	527080	19427	109722	10345	10036498	0031

DS  
HS  
DS  
RT  
DS  
CL  
DS  
JM  
DS  
CA

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

**AGS, Inc.  
Modification No. 3  
Contract No. 11365.41**

This Modification is made this 1<sup>st</sup> day of June, 2024, in the City and County of San Francisco, State of California, by and between: AGS, Inc., 5 Freelon Street, San Francisco, California 94107 (the “Contractor”) and the City and County of San Francisco, a municipal corporation (the “City”), acting by and through its Airport Commission (the “Commission”).

**Recitals**

- A. City and Contractor have entered into the Agreement for the San Francisco International Airport (the “Airport” or “SFO”) (as defined below) for Project Management Support Services for the International Terminal Building Phase 2 Project; and
- B. The Commission is authorized to enter into all contracts which relate to matters under its jurisdiction; and
- C. On June 16, 2020, by Resolution No. 20-0108, the Commission awarded this Agreement to the Contractor for an amount not to exceed \$4,880,000 for 40 months of services; and
- D. On September 5, 2023, by Resolution No. 23-0221, the Commission approved Modification No. 1 increasing the contract amount by \$4,770,000 for a new total contract amount not to exceed \$9,650,000 and extending the term of the Agreement through June 27, 2026, for a total of 2,172 consecutive calendar days. Updates to the range of rates to adjust for CPI increases to allow for a 2% markup on first-tier subcontractor invoices, addition of new classifications and rates, and standard contractual clauses were also updated through Modification No. 1; and
- E. On April 1, 2024, City and Contractor administratively modified the Agreement to add a new sub-consultant (Abadjis Systems, Ltd. dba ASLPM) through Modification No. 2; and
- F. City and Contractor desire to administratively modify the Agreement on the terms and conditions set forth herein to add a new classification (Program Controls Manager) and its range of rates; and
- G. Approval for this Agreement was obtained when the Civil Service Commission approved PSC No. 43332-16/17 on November 20, 2023; and
- H. The Contractor represents and warrants that it is qualified to perform the services required by City under this Agreement.

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

**1. Article 1, Agreement, Section 1.1 is replaced in its entirety as follows:**

1.1 “Agreement” means the contract document dated June 16, 2020, Modification No. 1 dated November 16, 2023, Modification No. 2 dated April 1, 2024, including all attached appendices, and

all applicable City ordinances and “Mandatory City Requirements” which are specifically incorporated by reference into the Agreement.

**2. Appendix B, Calculation of Charges, C. Labor Rates and Fees, Section 5, Direct Labor Rates** is hereby replaced in its entirety as follows:

**5. Direct Labor Rates**

The approved direct labor rates are as follows:

<b>CLASSIFICATION</b>	<b>RANGE OF RATES</b>	
	<b>LOW</b>	<b>HIGH</b>
Administrative Assistant (First Source)	\$26.23	\$36.72
Administrative/Clerical	\$31.47	\$41.96
Airport Special Systems Manager	\$78.68	\$94.41
Apprentice Step 1	\$32.46	\$32.46
Apprentice Step 2	\$35.16	\$35.16
Apprentice Step 3	\$37.86	\$37.86
Apprentice Step 4	\$40.56	\$40.56
Apprentice Step 5	\$48.67	\$48.67
Assistant Construction Manager	\$47.21	\$78.68
Assistant Design Manager	\$41.96	\$68.19
Assistant Project Controls Manager	\$41.96	\$68.19
Assistant Resident Engineer	\$47.21	\$78.68
Building/Construction Inspector Group 1	\$58.27	\$58.27
Building/Construction Inspector Group 2	\$56.27	\$56.27
Building/Construction Inspector Group 3	\$49.09	\$49.09
Building/Construction Inspector Group 4	\$43.09	\$43.09
Building Inspector	\$52.45	\$94.41
CBP/TSA Technical Advisor	\$62.94	\$89.17
Civil Inspector	\$52.45	\$94.41
Commissioning Agent	\$52.45	\$78.68
Commissioning Representative	\$73.43	\$89.17
Construction Manager	\$68.19	\$99.66
Cost Engineer/Estimator	\$36.72	\$83.92
Design Manager	\$62.94	\$89.17
Document Control Manager	\$47.21	\$78.68
Document Control Tech	\$36.72	\$47.21
Document Controls	\$31.47	\$62.94
Electrical Estimator	\$52.45	\$83.92
Electrical Inspector	\$52.45	\$78.68
Field Engineer	\$68.19	\$83.92
Inspector	\$52.45	\$78.68
Journeyman Group 1	\$58.77	\$58.77

Journeyman Group 2	\$56.77	\$56.77
Journeyman Group 3	\$49.56	\$49.56
Journeyman Group 4	\$43.59	\$43.59
Journeyman Group 5	\$35.16	\$35.16
Journeyman Group 6	\$32.46	\$32.46
Laboratory Technician	\$35.00	\$55.00
Materials Testing Inspector	\$36.72	\$52.45
MEP Inspector	\$52.45	\$78.68
MEP Manager	\$62.94	\$88.12
MEP Support	\$62.94	\$88.12
Office Engineer	\$31.47	\$62.94
Project Controls	\$60.84	\$76.58
Project Controls Manager	\$52.45	<i>\$140.00</i>
Project Engineer	\$52.45	\$89.17
Project Manager	\$52.45	\$99.66
QA/QC Manager	\$78.68	\$89.17
Resident Engineer	\$68.19	\$99.66
Scheduler	\$47.21	\$83.92
Scheduling Engineer/Estimator	\$47.21	\$73.43
Senior Cost Engineer/Estimator	\$57.70	\$94.41
Senior Engineer	\$62.94	\$73.43
Senior Inspector	\$62.94	\$78.68
Senior Office Engineer	\$47.21	\$62.94
Senior Project Controls Manager	\$85.00	\$105.00
Senior Scheduler	\$68.19	\$94.41
Senior/Lead Scheduling Engineer/Estimator	\$68.19	\$94.41
Senior Special Inspector	\$41.96	\$52.45
SEP Manager	\$62.94	\$94.41
Special Inspector	\$26.23	\$52.45
Special Inspector (ICBO/CWI)	\$58.27	\$58.27
Special Inspector (OSPHD)	\$56.27	\$56.27
Structural Inspector	\$52.45	\$78.68
Sustainability Manager	\$62.94	\$94.41
Unifier Support	\$52.45	\$83.92

**3. Appendix C, San Francisco Labor and Employment Code Update** is hereby added to the Agreement as follows:

## Appendix C

### San Francisco Labor and Employment Code Update\*

\*A number of the City's contracting provisions have been redesignated in a new Labor and Employment Code, which is operative as of January 4, 2024. The redesignation did not change the substance or meaning of the provisions; it has simply changed where the provisions can be found and how they are referred to.

#### Cross Reference Table for Citations in AIR-600 Professional Services Agreement

<b>Section of AIR-600 Contract Template</b>	<b><u>Old Location:</u> San Francisco ADMINISTRATIVE CODE</b>	<b><u>New Location:</u> San Francisco LABOR &amp; EMPT CODE</b>	<b>Subject Matter</b>
3.6.1 (Covered Services)	Chapter 21C	Article 102	Miscellaneous Prevailing Wages Requirements
3.6.7 (Compliance Monitoring)	Chapter 21C	Article 102	Miscellaneous Prevailing Wages Requirements
10.4 (Consideration of Salary History)	Chapter 12K	Article 141	Salary History
10.5.1 (Nondiscrimination in Contracts)	Chapter 12B Chapter 12B.2  Chapter 12C Chapter 12C.3	Article 131 Article 131.2  Article 132 Article 132.3	Nondiscrimination in Contracts  Nondiscrimination in Property Contracts
10.5.2 (Nondiscrimination in Employee Benefits)	Chapter 12B.2	Article 131.2	Nondiscrimination in Employee Benefits
10.7 (Minimum Compensation Ordinance)	Chapter 10.7	Article 111	Minimum Compensation Ordinance
10.8 (Health Care Accountability Ordinance)	Chapter 12Q Chapter 12Q.3	Article 121 Article 121.3	Health Care Accountability Ordinance
10.14 (Consideration of Criminal History in Hiring and Employment Decisions) 10.14.1 10.14.2	Chapter 10.14	Article 142	Consideration of Criminal History in Hiring and Employment Decisions

4. **Effective Date.** Each of the changes set forth in this Modification shall be effective on and after the date of this Modification.
5. **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, the parties hereto have executed this Agreement on the day first mentioned above.

<p><b>CITY</b> AIRPORT COMMISSION CITY AND COUNTY OF SAN FRANCISCO</p> <p>DocuSigned by: <i>Ivar C. Satero</i> 86F063E9426544B...</p> <p>By: _____ Ivar C. Satero, Airport Director</p> <p>Approved as to Form:</p> <p>David Chiu City Attorney</p> <p>DocuSigned by: <i>Daniel Edington</i> FAG8E38F96494BE...</p> <p>By: _____ Daniel A. Edington, Deputy City Attorney</p>	<p><b>CONTRACTOR</b></p> <p>DocuSigned by: <i>Bahram Khamenehpour</i> B515877352EB474...</p> <p>Authorized Signature</p> <p>Bahram Khamenehpour, President AGS, Inc. 5 Freelon Street San Francisco, California 94107 (415) 777-2166</p> <p>City Supplier Number: 0000003436 Federal Employer ID Number: 68-0010385</p>
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