

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

Modification No. 8

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

THIS MODIFICATION (this "Modification") is made effective December 3, 2019, 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 this Modification to the Agreement to increase the contract amount by \$500,000 for a new-to-exceed amount of \$29,500,000, and recognize T1 Cubed – a Joint Venture’s joint venture member Parsons Brinkerhoff, Inc. changed its name to WSP USA Inc.; and

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

N. Approval for this Agreement was obtained when the Civil Service Commission approved PSC No. 47898-13/14 on May 19, 2014; and

O. Any prior modification to the Agreement shall here and in the future be identified as a Modification and numbered consecutively accordingly—for example, “First Amendment,” “First Modification,” or “Amendment No. 1” shall be identified as Modification No. 1.

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

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

2. **Section 5. Compensation** is hereby amended to increase the total compensation payable by an amount not to exceed **Five Hundred Thousand Dollars (\$500,000)** for a new total not-to-exceed amount of **Twenty Nine Million Five Hundred Thousand Dollars (\$29,500,000)**.

3. **Joint Venture Member Name Change.** The Agreement is hereby modified to recognize that on May 2, 2017, T1 Cubed – a Joint Venture’s joint venture member, Parson Brinkerhoff, Inc., changed its corporate name to “WSP USA Inc.”

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	CONTRACTOR
AIRPORT COMMISSION CITY AND COUNTY OF SAN FRANCISCO	
By:  Ivar C. Safero, Airport Director	 Authorized Signature Bart Littell Vice President
Attest: By:  C. Corina Monzón, Secretary Airport Commission	 Authorized Signature
Resolution No: 19- 0294	
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