

1 [Airport Professional Services Agreement - WCME JV - Project Management Support
2 Services for the Terminal 3 West Modernization Project - Further Modifications Not to Exceed
3 \$126,000,000]

4 **Resolution approving Modification No. 15 to Airport Contract No. 10071.41, Project**
5 **Management Support Services for the Terminal 3 West Modernization Project, with**
6 **WCME JV, to increase the Contract amount by \$76,000,000 for a new not to exceed**
7 **amount of \$126,000,000 and extend the Contract for services for an additional five**
8 **years from December 31, 2025, for a total term of April 12, 2016 through December 12,**
9 **2030, pursuant to Charter, Section 9.118(b).**

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11 WHEREAS, The Terminal 3 West Modernization Project ("Project") will renovate and
12 expand portions of Terminal 3 and provide a seismic retrofit, upgrade and replace old building
13 systems, increase international operational flexibility by providing three wide-body or four
14 narrow-body swing gates and create a sterile connection to the Customs and Border
15 Protection Federal Inspection Area, implement an expanded concessions program to increase
16 revenue generation, enhance the passenger experience, improve passenger circulation,
17 increase passenger processing, and expand the security checkpoint to increase the capacity
18 to meet forecasted passenger growth; the Project will also construct the core and shell for the
19 Courtyard 4 Connector, a multi-story office building above Courtyard 4 that will accommodate
20 operational functions and provide operational office and airline lounge space; and

21 WHEREAS, On February 16, 2016, by Resolution No. 16-0053, the Airport
22 Commission ("Commission") awarded Contract No. 10071.41, Project Management Support
23 Services for the Terminal 3 West Modernization Project ("Contract"), to WCME JV, a joint
24 venture between PGH Wong Engineering, Inc., Cooper Puga Management, Inc., MCK
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1 Americas, Inc., and Environmental and Construction Solutions, Inc., in the not to exceed
2 amount of \$8,100,000 for the first year of services; and

3 WHEREAS, The Contract scope of work includes design management and
4 construction management services, project controls, contract administration, cost estimating
5 services, and field inspection; and

6 WHEREAS, On March 21, 2017, by Resolution No. 17-0064, the Commission
7 approved Modification No. 1 to the Contract, extending the Contract term for an additional
8 year of services with no change to the Contract amount; and

9 WHEREAS, On October 1, 2017, the Airport Director administratively approved
10 Modification No. 2 to the Contract, updating the contractor's labor rates with no changes to the
11 Contract amount or term; and

12 WHEREAS, On March 6, 2018, by Resolution No. 18-0053, the Commission approved
13 Modification No. 3 to the Contract, increasing the not to exceed amount by \$1,890,000 to
14 \$9,990,000 and extending the Contract term for services for an additional four months; and

15 WHEREAS, Also, on March 6, 2018, by Resolution No. 18-0053, the Commission
16 approved Modification No. 4 to the Contract, increasing the not to exceed amount by
17 \$4,010,000 to \$14,000,000, extending the Contract term for services for an additional eight
18 months, and instructing the Director of Commission Affairs to seek Board of Supervisors
19 approval of Modification No. 4; and

20 WHEREAS, On July 31, 2018, by Resolution No. 284-18, the Board of Supervisors
21 approved Modification No. 4 to the Contract in a not to exceed amount of \$14,000,000; and

22 WHEREAS, On August 1, 2018, the Airport Director administratively approved
23 Modification No. 5 to the Contract, replacing a sub-consultant with no changes to the Contract
24 amount or term; and
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1 WHEREAS, On November 20, 2018, by Resolution No. 18-0370, the Commission
2 approved Modification No. 6 to the Contract, increasing the not to exceed amount by
3 \$36,000,000 to \$50,000,000 and extending the Contract term for services for an additional
4 four years and six months; and

5 WHEREAS, On February 12, 2019, by Resolution No. 73-19, the Board of Supervisors
6 approved Modification No. 6 to the Contract in a not to exceed amount of \$50,000,000; and

7 WHEREAS, On March 20, 2019, the Airport Director administratively approved
8 Modification No. 7 to the Contract, allowing Contractor's joint venture member, Cooper
9 Pugeda Management, Inc., to assign its membership in the joint venture to CPM Associates,
10 Inc., and modifying the Calculation of Charges document with no changes to the Contract
11 amount or term; and

12 WHEREAS, On September 16, 2019, the Airport Director administratively approved
13 Modification No. 8 to the Contract, adding new sub-consultants, updating overhead rates, and
14 updating standard contractual clauses with no changes to the Contract amount or term; and

15 WHEREAS, On April 7, 2020, the Airport suspended work on the Project due to the
16 COVID-19 pandemic's impact on Airport finances and travel demand; after the demand
17 returned, the Airport lifted the suspension and work resumed on January 1, 2023; and

18 WHEREAS, On June 1, 2020, the Airport Director administratively approved
19 Modification No. 9 to the Contract, updating the Notices to the Parties provision of the
20 Agreement, replacing the Calculation of Charges document, and updating standard
21 contractual clauses with no changes to the Contract amount or term; and

22 WHEREAS, On November 14, 2022, the Airport Director administratively approved
23 Modification No. 10 to the Contract, replacing the Calculation of Charges document and
24 updating standard contractual clauses with no changes to the Contract amount or term; and
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1 WHEREAS, On March 6, 2023, the Airport Director administratively approved
2 Modification No. 11 to the Contract, acknowledging the contractor's joint venture member
3 name change from CPM Associates, Inc. to Consor PMCM, Inc. and updating the Notices to
4 the Parties provision of the Agreement with no changes to the Contract amount or term; and

5 WHEREAS, On April 4, 2023, by Resolution No. 23-0089, the Commission approved
6 Modification No. 12 to the Contract, extending the Contract term for services for an additional
7 two years and three months; and

8 WHEREAS, On September 12, 2023, the Airport Director administratively approved
9 Modification No. 13 to the Contract, updating standard contractual clauses and adding a new
10 sub-consultant and its labor rates with no changes to the Contract amount or term; and

11 WHEREAS, On November 5, 2024, the Airport Director administratively approved
12 Modification No. 14 to the Contract, updating standard contractual clauses and updating the
13 Calculation of Charges document with new classifications and updated range of rates with no
14 changes to the Contract amount or term; and

15 WHEREAS, Following the Project's suspension due to the impacts of the COVID-19
16 pandemic, the Airport worked collaboratively with Airport and airline stakeholders, and the
17 project team, to refine the scope of the Project to align with current operational procedures,
18 policies, and technologies; changes to local code and federal codes and regulations;
19 capitalize on revenue generating opportunities; and to address infrastructure that incurred
20 accelerated deterioration during the Project's suspension; additionally, the Project
21 resequenced the schedule and phasing to align with current operational constraints, thereby
22 limiting the closure of aircraft parking positions to meet passenger demand; this Modification
23 would accommodate the aligned scope and schedule into the Contract; and

24 WHEREAS, On July 15, 2025, by Resolution No. 25-0103, the Commission approved
25 Modification No. 15 to the Contract, increasing the not to exceed amount by \$76,000,000 to

1 \$126,000,000, extending the Contract term for services for an additional five years through
2 December 12, 2030, and directing the Director of Commission Affairs to seek Board of
3 Supervisors' approval of the proposed increase to the Contract's not to exceed amount; and

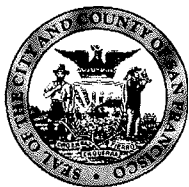
4 WHEREAS, Charter, Section 9.118(b) provides that agreements entered into by a
5 department, board, or commission requiring anticipated expenditures of ten million dollars or
6 more, or modifications to such agreements having an impact that exceeds \$500,000 shall be
7 subject to approval by the Board of Supervisors by Resolution; and

8 WHEREAS, The Planning Department has determined that the Project is categorically
9 exempt from review under the California Environmental Quality Act (California Public
10 Resources Code, Sections 21000 *et seq.*; "CEQA") as a CEQA Guidelines, Section 15332
11 (Class 32) exemption (File No. 2015-002670ENV) for the Terminal 3 West Project; CEQA
12 Guidelines, Section 15332 (Class 32) exemption (File No. 2023-011487ENV) for
13 redevelopment of additional infill areas; and CEQA Guidelines, Section 15332 (Class 32)
14 exemption (File No. 2023-011595ENV) for the Courtyard 4 Connector; said determinations
15 are on file with the Clerk of the Board of Supervisors in File No. 250774 and is incorporated
16 herein by reference; now, therefore, be it

17 RESOLVED, That the Board of Supervisors affirms the determination by the Planning
18 Department that the Project is categorically exempt from review under CEQA; and, be it

19 FURTHER RESOLVED, That the Board of Supervisors hereby approves Modification
20 No. 15 to Airport Contract No. 10071.41, Project Management Support Services for the
21 Terminal 3 West Modernization Project, increasing the Contract amount by \$76,000,000 for a
22 new total amount not to exceed \$126,000,000; a copy of Modification No. 15 is contained in
23 Board of Supervisors File No. 250774 along with the Contract and all previously executed
24 modifications; and, be it
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1 FURTHER RESOLVED, That within thirty (30) days of Modification No. 15 being fully
2 executed by all parties, the Commission shall provide a copy to the Clerk of the Board for
3 inclusion in the official file.
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City and County of San Francisco

Tails Resolution

City Hall
1 Dr. Carlton B. Goodlett Place
San Francisco, CA 94102-4689

File Number: 250774

Date Passed: September 30, 2025

Resolution approving Modification No. 15 to Airport Contract No. 10071.41, Project Management Support Services for the Terminal 3 West Modernization Project, with WCME JV, to increase the Contract amount by \$76,000,000 for a new not to exceed amount of \$126,000,000 and extend the Contract for services for an additional five years from December 31, 2025, for a total term of April 12, 2016 through December 12, 2030, pursuant to Charter, Section 9.118(b).

September 17, 2025 Budget and Finance Committee - RECOMMENDED

September 30, 2025 Board of Supervisors - ADOPTED

Ayes: 11 - Chan, Chen, Dorsey, Engardio, Fielder, Mahmood, Mandelman, Melgar, Sauter, Sherrill and Walton

File No. 250774

I hereby certify that the foregoing
Resolution was ADOPTED on 9/30/2025 by
the Board of Supervisors of the City and
County of San Francisco.

Angela Calvillo
Clerk of the Board

Daniel Lurie
Mayor

OCT 6, 2025

Date Approved