

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

Fifth Modification

**Contract No. 10011.41
Project Management Support Services for
Terminal 1 Center Renovation Project**

THIS MODIFICATION (this "Modification") is made as of July 1, 2017, in San Francisco, California, by and between **ACJV** ("Contractor"), and the City and County of San Francisco, a municipal corporation ("City"), acting by and through its Airport Commission or the Commission's designated agent, 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. 15-0005, the Commission awarded this Agreement to the Contractor in a not-to-exceed amount of \$3,500,000 for the first year of services; and
- C. On March 31, 2015, by Resolution 103-15, the Board of Supervisors approved the Agreement under San Francisco Charter Section 9.118; and
- D. On June 15, 2015, City and Contractor administratively modified the Agreement to amend Appendix B, Calculation of Charges, to incorporate new personnel classifications and corresponding range of rates through the First Modification; and
- E. On March 15, 2016, by Resolution No. 16-0079, the Commission approved the Second Modification to increase the contract amount, extend the term of the agreement, and amend Appendix B to delete and replace the Approved Direct Base Labor Rates; and
- F. On August 22, 2016, City and Contractor administratively modified the Agreement to amend Appendix B to incorporate new personnel classifications and a new subcontractor through the Third Modification; and
- G. On March 21, 2017, by Resolution No. 17-0058, the Commission approved the Fourth Modification to increase the contract amount, extend the term of the agreement, amend Appendix B to delete and replace the Billing Rates, and make other administrative changes; and
- H. City and Contractor desire to administratively modify the Agreement on the terms and conditions set forth herein to incorporate a new subcontractor and to delete and replace the Billing Rates and Approved Direct Base Labor Rates; and
- I. 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:

First Modification,	dated June 15, 2015,
Second Modification,	dated March 15, 2016,
Third Modification,	dated August 22, 2016,
Fourth Modification,	dated March 21, 2017.

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

2. **Appendix B, Calculation of Charges,** is hereby amended as follows:

a. **Paragraph 4.1, Billing Rates,** is hereby amended to include the following overhead rates:

FIRM	HOME OFFICE OVERHEAD RATE	FIELD OFFICE OVERHEAD RATE
Turner & Townsend, Inc.	135%	135%

b. **Paragraph 7, Direct Labor Rates,** is hereby deleted in its entirety and replaced with the following:

7. **THE APPROVED DIRECT BASE LABOR RATES ARE AS FOLLOWS:**

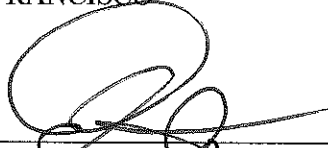

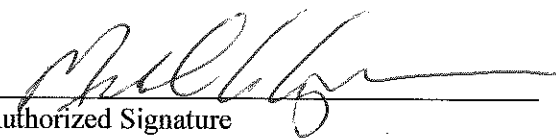
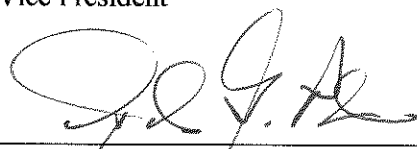
CLASSIFICATION	RANGE OF RATES	
Activation Coordinator	\$52.53	\$73.54
Baggage Handling System Lead	\$63.03	\$94.55
Baggage Handling System QA Inspector	\$52.53	\$78.79
Commission Field Engineer	\$47.28	\$68.29
Construction Manager	\$81.94	\$92.45
Cost Control Engineer	\$35.63	\$55.99
Design Manager/SEP	\$68.29	\$89.30
Document Control	\$31.52	\$52.53
Estimator	\$36.77	\$57.78
Estimator Lead	\$57.78	\$78.79
First Source Hire Program (Admin)	\$15.76	\$36.77
Intern	\$15.76	\$26.26
MEP & Commissioning Coordinator	\$52.53	\$73.54
Office Engineer I	\$20.36	\$30.54
Office Engineer II	\$25.45	\$40.72
Office Engineer III	\$36.77	\$57.78
Project Controls Manager	\$68.29	\$89.30
Project Manager	\$81.94	\$102.96
QA/Code Compliance Coordinator	\$63.03	\$84.05
Resident Engineer I	\$35.63	\$55.99
Resident Engineer II	\$50.90	\$71.26
Resident Engineer III	\$63.03	\$84.05

Risk Manager	\$76.35	\$86.53
Safety Coordinator	\$52.53	\$73.54
Scheduler	\$36.77	\$57.78
Security Special Systems Lead	\$71.44	\$92.45
Senior Cost Control	\$52.53	\$73.54
Senior Scheduler	\$57.78	\$78.79
Special Inspections	\$36.77	\$57.78
Sustainability Support Coordinator	\$47.28	\$68.29
Tenant/Concession Coordinator	\$52.53	\$73.54

3. Effective Date. Each of the changes set forth in this Modification shall be effective on and after the date of this Modification.

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 date first referenced above.

CITY	CONTRACTOR
<p>AIRPORT COMMISSION CITY AND COUNTY OF SAN FRANCISCO</p> <p>By:  Ivar C. Satero, Airport Director</p> <p>Approved as to Form: Dennis J. Herrera City Attorney</p> <p>By:  Heather Wolnick Deputy City Attorney</p>	<p> Authorized Signature Michael G. Gasparro Vice President</p> <p> Authorized Signature Ismael G. Puga President</p> <p>ACJV 300 California Street, Suite 400 San Francisco, California 94104</p>
	<p>City Vendor Number: 96735</p> <p>Federal Employer ID Number: 47-2360840</p>