

CITY AND COUNTY OF SAN FRANCISCO

CONTRACT ORDER

CONTRACT WITH:

WCME JV**182 2ND STREET, SUITE 500****SAN FRANCISCO, CA 94105**

Original

Modification - Increase

- Decrease

Date Change

	Department: 27 Airport Commission	Controller No.: DPAC16001358
	Department Contact: CLAUDIA LUQUIN	Tel. No: (650) 821-7721
	PS Contract 1000006322	PS PO 0000054414 & 0000109371
*	Category Code 95877	Supplier ID 0000008437
	Job No. CT 10071.41	Amount: \$0.00
	Period Covered: START ON THE LATTER OF 4/4/16, EXPIRE ON 04/04/19	

FOR THE PURPOSE OF: MODIFICATION NO. 5 FOR CT 10071.41 – PROJECT MANAGEMENT SUPPORT SERVICES FOR TERMINAL 3 WEST PROJECT

TO PROVIDE PROJECT MANAGEMENT SUPPORT SERVICES (PMSS) FOR THE TERMINAL 3 WEST MODERINIZATION AND BOARDING ARE F PASSENGER BOARDING BRIDGE PROJECT IN AN AMOUNT NOT TO EXCEED \$14,000,000.00. MODIFICATION NO. 05 ADMINISTRATIVELY MODIFIES THE TERMS AND CONDITIONS OF THE AGREEMENT.

PSC NO: 40697-14/15 FOR 04/20/15-02/01/23 FOR \$900,000,000

PSC FORM 2 APPROVED AMOUNT: \$14,000,000; CSC APPROVED 04/20/15

PREVIOUS ENCUMBRANCE: \$2,658,508.57 (DPAC16001358)

PREVIOUS ENCUMBRANCE: 531,491.51 (0000054414)

PREVIOUS ENCUMBRANCE: 5,246,553.00 (0000109371)

THIS ENCUMBRANCE: 0.00 (0000109371)

TOTAL ENCUMBRANCE \$8,436,553.08

CONTRACT PERIOD: EXPIRE ON 04/04/2019**CONTRACT AWARD:** \$8,100,000 PER COMMISSION RESOLUTION NO. 16-0053.

MODIFICATION NO.1 TO EXTEND CONTRACT TERM FOR ONE YEAR PER COMMISSION RESOLUTION 17-0064. MODIFICATION NO.3 AND 4 FOR NEW CONTRACT AMOUNT OF \$14,000,000 FOR SERVICES THROUGH APRIL 4, 2019 PER COMMISSION RESOLUTION NO.18-0053

Insurance Required	PGH WONG	CPM	MCK	ECS
Worker's Comp.	\$1M- 09/01/19	\$1M- 07/01/19	\$1M- 07/29/19	\$1M- 02/04/19
Comp. Gen. Liab.	\$1M- 12/18/18	\$1M- 07/01/19	\$2M- 07/29/19	\$2M- 02/04/19
Automobile	\$1M- 09/30/18	\$1M- 07/01/19	\$1M- 07/29/19	\$1M- 02/04/9
Excess/Umbrella	\$10M- 12/18/18	\$5M- 07/01/19	\$1M- 07/29/19	N/A
Professional Liab.	\$10M- 12/15/18	\$1M- 07/01/19	\$2M- 07/29/19	\$2M- 02/04/19

Mail Invoice to:

CLAUDIA LUQUIN – PLANNING, DESIGN & CONSTRUCTION

San Francisco Airport Commission

P.O. Box 8097

San Francisco, CA 94128

RECOMMENDED AND APPROVED

By:  IVAR C. SATERO
Airport Director

Chief Administrative Officer,
Board of Supervisor

Materials, Supplies & Services
Purchaser Real Property Leases & Rents
Director of Property

Certification Date:

SEP 18 2018

LN	NUMBER	AMOUNT	ACCOUNT	FUND	DEPT	AUTHORITY	PROJECT	ACTIVITY
		\$0.00						

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

Modification No. 5

**Contract No. 10071.41
Project Management Support Services for
The Terminal 3 West Modernization Project**

THIS MODIFICATION (this "Modification") is made as of August 1, 2018, in San Francisco, California, by and between **WCME JV** ("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 February 16, 2016, by Resolution No. 16-0053, the Commission awarded this Agreement to the Contractor for an amount not-to-exceed \$8,100,000 for the first year of services; and
- C. On March 21, 2017, by Resolution No. 17-0064, the Commission approved Modification No. 1 to extend the term of the contract by one year and make other administrative changes; and
- D. On October 1, 2017, the City and Contractor administratively modified Modification No. 2 to the Agreement to update the contractor's labor rates; and
- E. On March 6, 2018, by Resolution No. 18-0053, the Commission approved Modification No. 3 to the Contractor to increase the contract amount, extend the term of the agreement, and to update the contractor's labor rates; and
- F. On March 6, 2018, by Resolution No. 18-0053, the Commission approved the Modification No. 4 to the Contractor to increase the contract amount and to extend the term of the agreement; and
- G. On July 31, 2018, by Resolution No. 284-18, the Board of Supervisors approved the Agreement under San Francisco Charter Section 9.118; and
- H. City and Contractor desire to administratively modify the Agreement on the terms and conditions set forth herein to replace a subconsultant; and
- I. Approval for this Agreement was obtained when the Civil Service Commission approved PSC No. 40697-14/15 on June 27, 2016; and

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

- 1. Definitions.** The following definitions shall apply to this Modification:

1.1. Agreement. The term "Agreement" shall mean the Agreement dated **February 16, 2016** between Contractor and City, as amended by the:

Modification No. 1,	dated March 21, 2017, and
Modification No. 2,	dated October 1, 2017, and
Modification No. 3,	dated March 6, 2018, and
Modification No. 4,	dated March 6, 2018.

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

2. **Section 4.3, Subcontracting,** is hereby deleted in its entirety and replaced with the following:

4.3 Subcontracting.

4.3.1 Contractor may subcontract portions of the Services only upon prior written approval of City. Contractor is responsible for its subcontractors throughout the course of the work required to perform the Services. All Subcontracts must incorporate the terms of Article 10 "Additional Requirements Incorporated by Reference" of this Agreement, unless inapplicable. Neither Party shall, on the basis of this Agreement, contract on behalf of, or in the name of, the other Party. Any agreement made in violation of this provision shall be null and void.

4.3.2 City's execution of this Agreement constitutes its approval of the subcontractors listed in Appendix B, Calculation of Charges.

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

a. **Section 3.2 Overhead Rates** is hereby amended to replace Urban Fabrick, Inc. with Stok, LLC as follows:

Firm Name	Home Office Overhead Rate	Field Office Overhead Rate
Urban Fabrick, Inc.	140.00%	140.00%
Stok, LLC	137.75%	121.64%

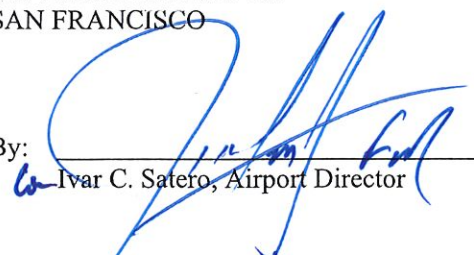


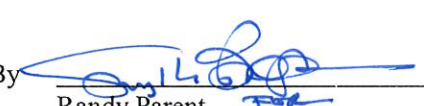
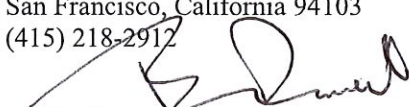
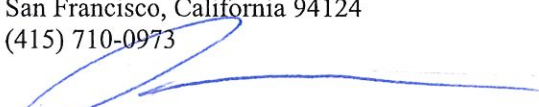
b. **Section 3.5 Billing Rates** is hereby amended to include a new classification as follows:

CLASSIFICATION	BILLING RATE	
	Home Office	Field Office
PMSS Sustainability Program Manager	\$163.45	\$152.38

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, Contractor and City have executed this Modification as of the date first referenced above.

CITY	CONTRACTOR
AIRPORT COMMISSION CITY AND COUNTY OF SAN FRANCISCO	
By:  Ivar C. Satero, Airport Director	 Authorized Signature
Approved as to Form:	Clifford S. M. Wong President PGH Wong Engineering, Inc. 182 2 nd Street, Suite 500 San Francisco, California 94105 (415) 566-0800
Dennis J. Herrera City Attorney	 Authorized Signature
By:  Randy Parent Deputy City Attorney	Ismael G. Puga Cooper Puga Management, Inc. President 65 McCoppin Street San Francisco, California 94103 (415) 218-2912
	 Authorized Signature
	Brendan P. McDevitt MCK Americas, Inc. President 806 Jamestown Avenue San Francisco, California 94124 (415) 710-0973
	 Authorized Signature
	<i>PATRICK COLLINI FOR</i> Andrew Petreas Environmental & Construction Solutions, Inc. President 290 Division Street, Suite #307 San Francisco, California 94103 (415) 934-8790
	City Vendor Number: 98846 City Supplier Number: 0000008437
	Federal Employer ID Number: 810714202

SFO Routing Slip



☐ Time Sensitive

Please Return by

9/21/2018

Subject

CONTRACT MODIFICATION

Contract No. 10071.41, PMSS for T3 West Modernization Project
Modification No. 5

Origination

Date **9/7/2018**
Division **Planning, Design and Construction**
Dept./Sec. **Contract Management Unit**

No.	Name	Action	Initial	Date
1.	Tania Gharechedaghy	Review & Initial	tlc	09.07.18
2.	Geoffrey W. Neumayr	Review & Initial	GN	9/10/18
3.	Katarina Sy	Review & Initial	KS	9/11/18
4.	Lisa Randall	Review & Initial	✓ LR	9/13/18
5.	Sheryl Bregman	Signature	SB	9.13.18
5.	Ivar C. Satero	Signature	ICS	9-14-18
6.	Lisa Randall	Hold for CMU		
7.	Katarina Sy	FSP Input	KS	9/17/18
8.	Accounting	Signature		
9.	Katarina Sy	Information		

RECEIVED
AUG 17 2018
SEP 17 2018

Comments

~~Pat Wang auto insurance reading Pat Wang approval~~

Return to

Name **Katarina Sy** Ext. **1-7839**
Email **katarina.sy@flsfo.com**