

1 [Airport Professional Services Agreement Modification No. 8 - ACJV, a Joint Venture - Project
2 Management Support Services for the Airport’s Terminal 1 Center Renovation Project - Not to
3 Exceed \$28,250,000 - Further Modifications Not to Exceed \$61,325,000]

4 **Resolution approving Modification No. 8 to Airport Contract No. 10011.41, Project**
5 **Management Support Services for the San Francisco International Airport, Terminal 1**
6 **Center Renovation Project, between ACJV and the City and County of San Francisco,**
7 **acting by and through its Airport Commission, for a total amount not to exceed**
8 **\$28,250,000 extending the term by seven months to commence October 1, 2018, for a**
9 **total term of January 20, 2015, through April 30, 2019, pursuant to Charter, Section**
10 **9.118(b); and approving an amount for further modifications to increase the total not to**
11 **exceed amount of \$61,325,000 for services through December 31, 2023.**

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13 WHEREAS, Through the implementation of the Terminal 1/Boarding Area B
14 Redevelopment Program (“Program”), the Airport demolished aging infrastructure,
15 constructed a temporary boarding area, and is renovating the existing terminal and boarding
16 area structures, all while maintaining Airport operations; the Program will result in a new 1.1
17 million square foot facility; and

18 WHEREAS, Two of the major projects in the Program are the Terminal 1 Center
19 Renovation (“T1 Center”) Project and the New Boarding Area B (“BAB”) Project. The T1
20 Center Project encompasses the main terminal building, including construction of a new
21 architectural envelope, complete electrical, HVAC, and special systems replacement, new
22 check-in facilities and passenger screening checkpoint and passenger amenities; the T1
23 Center Project also includes a new consolidated common use baggage handling system and
24 checked baggage screening system, a secure connector to Boarding Area C, and a sterile
25 connector to the International Terminal Building; and

1 WHEREAS, On January 20, 2015, by Resolution No. 15-0005, the Commission
2 awarded Contract 10011.41, Project Management Support Services for the San Francisco
3 International Airport Terminal 1 Center Renovation Project (“Contract”) to ACJV, a Joint
4 Venture consisting of AECOM Technical Services and Cooper Pugeda Management, Inc., in
5 the not-to-exceed amount of \$3,500,000 for the first year of services; and

6 WHEREAS, On March 31, 2015, by Resolution No. 103-15, the Board of Supervisors
7 approved the Contract for a term of five years and a final contract value up to \$23,000,000;
8 and

9 WHEREAS, On June 15, 2015, the Airport Director executed Modification No. 1 to
10 administratively modify the Contract to include new classifications and labor rates with no
11 changes to the Contract term or Contract amount; and

12 WHEREAS, On March 15, 2016, by Resolution No. 16-0079, the Commission
13 approved Modification No. 2 to the Contract, increasing the not to exceed amount to
14 \$10,550,000 and extending the term through April 30, 2017; and

15 WHEREAS, On August 22, 2016, the Airport Director executed Modification No. 3 to
16 administratively modify the Contract to include a new subcontractor and labor rates with no
17 changes to the Contract term or Contract amount; and

18 WHEREAS, On March 21, 2017, by Resolution No. 17-0058, the Commission
19 approved Modification No. 4 to the Contract, increasing the not to exceed amount to
20 \$18,650,000 and extending the term through April 30, 2018; and

21 WHEREAS, On July 1, 2017, the Airport Director executed Modification No. 5 to
22 administratively modify the Contract to amend billing and labor rates with no changes to the
23 Contract term or Contract amount; and

1 WHEREAS, On October 11, 2017, the Airport Director executed Modification No. 6 to
2 administratively modify the Contract to include a new subcontractor and labor rates with no
3 changes to the Contract term or Contract amount; and

4 WHEREAS, On February 20, 2018, by Resolution No. 18-0038, the Commission
5 approved Modification No. 7 and Modification No. 8 to the Contract, which together increase
6 the Contract not to exceed amount and extend the Contract for an additional year of services
7 through April 30, 2019; and

8 WHEREAS, Modification No. 7 increases the Contract not to exceed amount to
9 \$22,998,000 for services through September 30, 2018; and

10 WHEREAS, Modification No. 8 increases the Contract not to exceed amount to
11 \$28,250,000 for services from October 1, 2018, through April 30, 2019; and

12 WHEREAS, On November 1, 2017, by a memorandum to the Commission, the Airport
13 Director described a new delivery plan for the Program that had been vetted by all Airport
14 stakeholders and recommended to the Airport Director by his Executive Committee and
15 Executive Advisory Board; a copy of the memorandum is contained in Board of Supervisors'
16 File No. 180640; the new delivery plan brings forward various elements from Phase 2 of the
17 Program into Phase 1 and adds scope to accelerate delivery of international-capable gates,
18 reduce impact to airline operations, and deliver significant benefits to the passenger
19 experience; and

20 WHEREAS, The T1 Center Project's budget has increased to \$1,387,380,000. As a
21 result, this Contract's budget has increased to \$61,325,000 for approximately nine years of
22 services through December 31, 2023; and

23 WHEREAS, Charter, Section 9.118(b), provides that the agreements entered into by a
24 department, board, or commission requiring anticipated expenditures by the City and County
25 of ten million dollars or more, and modifications of such agreements having an impact of more

1 than five hundred thousand dollars, shall be subject to approval by the Board of Supervisors
2 by Resolution; and

3 WHEREAS, By Resolution No. 283-14, dated July 22, 2014, incorporated herein by this
4 reference as though fully set forth, the Board adopted findings under the California
5 Environmental Quality Act (Public Resources Code, Section 21000, et seq.) for the Program;
6 now, therefore, be it

7 RESOLVED, That the Board of Supervisors hereby approves Modification No. 8 the
8 Professional Services Contract No. 10011.41, Project Management Support Services for the
9 Terminal 1 Center Renovation Project, with ACJV, for a total Contract not to exceed amount
10 of \$28,250,000 for services through April 30, 2019; a copy of Modification No. 8 is contained
11 in Board of Supervisors' File No. 180640 along with the Contract and all previously executed
12 modifications; and, be it

13 FURTHER RESOLVED, That the Board of Supervisors hereby authorizes further
14 modifications to the Contract, upon Airport Commission approval, up to a not-to-exceed
15 amount of \$61,325,000 for services through December 31, 2023, provided any future
16 modification does not change other material terms of the Contract; and, be it

17 FURTHER RESOLVED, That within thirty (30) days of Modification No. 8 being fully
18 executed by all parties, the Commission shall provide a copy to the Clerk of the Board for
19 inclusion in the official file.

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