

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

**Modification No. 4**

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

THIS MODIFICATION (this "Modification") is made as of **March 6, 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 the First Modification 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 the Second Modification to the Agreement to update the contractor's labor rates; and
- E. On March 6, 2018, by Resolution No. 18-0053, the Commission approved the Third Modification to the Contractor to increase the contract amount, extend the term of the agreement, and to update the contractor's labor rates; and
- F. City and Contractor desire to modify the Agreement on the terms and conditions set forth herein to increase the contract amount and to extend the term of the agreement; and
- G. On March 6, 2018, by Resolution No. 18-0053, the Commission approved this Modification to the Contractor to increase the contract amount by \$4,010,000 for a new contract amount not-to-exceed \$14,000,000 and to extend the term of the agreement to April 4, 2019; and
- H. On \_\_\_\_\_, by Resolution No. \_\_\_\_\_, the Board of Supervisors approved the Agreement under San Francisco Charter Section 9.118; 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:

<b>Modification No. 1,</b>	dated <b>March 21, 2017,</b> and
<b>Modification No. 2,</b>	dated <b>October 1, 2017,</b> and
<b>Modification No. 3,</b>	dated <b>March 6, 2018.</b>

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


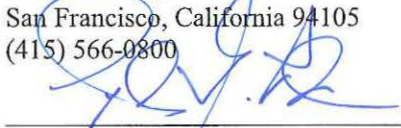
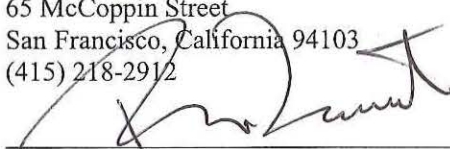
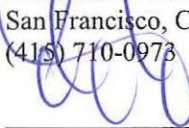

**2. Section 2. Term of the Agreement** is hereby amended to extend the term of the contract for a new ending date of April 4, 2019.

**3. Section 5. Compensation** is hereby amended to increase the total compensation payable by an amount not to exceed **Four Million Ten Thousand Dollars (\$4,010,000)** for a new total not to exceed amount of **Fourteen Million Dollars (\$14,000,000)**.

**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	 Authorized Signature
By: _____ Ivar C. Satero, Airport Director	Clifford S. M. Wong President PGH Wong Engineering, Inc. 182 2 <sup>nd</sup> Street, Suite 500 San Francisco, California 94105 (415) 566-0800 
Attest:	Authorized Signature
By _____ Jean Caramatti, Secretary Airport Commission	Ismael G. Pugeda Cooper Pugeda Management, Inc. President 65 McCoppin Street San Francisco, California 94103 (415) 218-2912 
Resolution No: 18-0053	Authorized Signature
Adopted on: March 6, 2018	Authorized Signature
Approved as to Form:	Authorized Signature
Dennis J. Herrera City Attorney	Brendan P. McDevitt MCK Americas, Inc. President 806 Jamestown Avenue San Francisco, California 94124 (415) 710-0973 
By  Heather Wolnick Deputy City Attorney	Authorized Signature
	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

AIRPORT COMMISSION  
CITY AND COUNTY OF SAN FRANCISCO  
RESOLUTION NO. 18-0953

**APPROVAL OF MODIFICATION NOS. 3 & 4 TO PROFESSIONAL SERVICES CONTRACT NO. 10071.41, PROJECT MANAGEMENT SUPPORT SERVICES FOR THE TERMINAL 3 WEST MODERNIZATION PROJECT, WITH WCME JV, IN AN AMOUNT OF \$5,900,000 FOR A NEW CONTRACT NOT-TO-EXCEED AMOUNT OF \$14,000,000 FOR SERVICES THROUGH APRIL 4, 2019**

- WHEREAS, the Terminal 3 West Modernization Project will extend the useful life of the building to meet current code requirements and enhance overall passenger experience in Terminal 3; and
- WHEREAS, on February 16, 2016, by Resolution No. 16-0053, the Commission awarded this Contract to WCME JV for Project Management Support Services for the Terminal 3 West Modernization Project in the not-to-exceed amount of \$8,100,000 for the initial year of services; and
- WHEREAS, on March 21, 2017, by Resolution No. 17-0064, the Commission approved Modification No. 1 extending the contract for the second year of services through April 3, 2018 with no increase in the Contract amount;
- WHEREAS, by administrative Modification No. 2, the contract was amended to update labor rates; and
- WHEREAS, together Modification No. 3 and Modification No. 4 increase the Contract by \$5,900,000 for a new total contract not-to-exceed amount of \$14,000,000 to provide for the third year of services through April 4, 2019; and
- WHEREAS, Modification No. 3 increases the Contract amount by \$1,890,000 for a new contract not-to-exceed amount of \$9,990,000 to allow services to continue from the current Contract expiration date of April 3, 2018 through August 30, 2018; and
- WHEREAS, Modification No. 4 increases the Contract amount by \$4,010,000 for the remainder of the third year of services for a new Contract not-to-exceed amount of \$14,000,000 for services from September 1, 2018 through April 4, 2019; and
- WHEREAS, the current budget for this contract is \$60,000,000 with an anticipated duration of seven years of services through April 4, 2023; and
- WHEREAS, the City's Contract Monitoring Division has approved a Local Business Enterprise (LBE) subcontractor participation requirement of 20% for this Contract and WCME JV has committed to meeting that requirement; now, therefore, be it

AIRPORT COMMISSION

CITY AND COUNTY OF SAN FRANCISCO

RESOLUTION NO. 18-0953

RESOLVED, that the Commission hereby approves Modification No. 3 to Professional Services Contract No. 10071.41, Project Management Support Services for the Terminal 3 West Modernization Project with WCME JV, in an amount of \$1,890,000 for a new Contract not-to-exceed amount of \$9,990,000 for services through August 4, 2018; and, be it further

RESOLVED, that the Commission hereby approves Modification No. 4 to Professional Services Contract No. 10071.41, Project Management Support Services for the Terminal 3 West Modernization Project with WCME JV, in an amount of \$4,010,000 for a new Contract not-to-exceed amount of \$14,000,000 for services through April 4, 2019; and, be it further

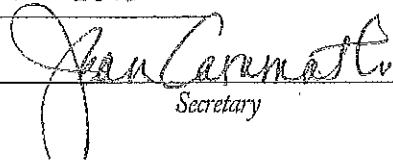
RESOLVED, that this Commission hereby directs the Commission Secretary to seek Board of Supervisors approval of this Contract required by San Francisco Charter Section 9.118(b) and an authorized not-to-exceed amount equal to the amount of the Contract budget of \$60,000,000 for services through April 4, 2023.

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*I hereby certify that the foregoing resolution was adopted by the Airport Commission*

*at its meeting of* \_\_\_\_\_

MAR 06 2018

  
Secretary