

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

Modification No. 3

**Contract No. 10504.41
Project Management Support Services for
AirTrain Extension and Improvements Program**

THIS MODIFICATION (this "Modification") is made as of November 20, 2018, in San Francisco, California, by and between **PGH Wong Engineering, Inc.** ("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 September 1, 2015, by Resolution No. 15-0168, the Commission awarded this Agreement to the Contractor for one (1) year of service in a not-to-exceed amount of \$4,292,000; and
- C. On February 21, 2017, by Resolution No. 17-0028, the Commission approved Modification No. 1 to increase the contract amount and extend the term of the Agreement. Appendix B, Calculation of Charges, was also amended to add a new position classification through Modification No. 1; and
- D. On February 20, 2018, by Resolution No. 18-0046, the Commission approved Modification No. 2 to increase the contract amount and extend the term of the Agreement. Appendix B, Calculation of Charges, was also amended to delete and replace the Billing Rates through Modification No. 2; and
- E. City and Contractor desire to modify the Agreement on the terms and conditions set forth herein to extend the term of the Agreement, update a standard contractual clause, and update the billing rates; and
- F. On November 20, 2018, by Resolution No. 18-0381, the Commission approved this Modification No. 3 to extend the term of the Agreement for services through April 25, 2019; and
- G. Approval for this Agreement was obtained when the Civil Service Commission approved PSC No. 46544-14/15 on December 4, 2017; 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 September 1, 2015 between Contractor and City, as amended by the:

Modification No. 1,	dated February 21, 2017, and
Modification No. 2,	dated February 20, 2018.

b. **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 25, 2019**.

3. **Section 33.3 LBEUTS** is hereby replaced in its entirety with the following:

Section 33.3 LBE Payment and Utilization Tracking. Contractor must submit all required payment information using the City’s Financial System as required by CMD to enable the City to monitor Contractor’s compliance with the LBE subcontracting commitments in this Agreement. Contractor shall pay its LBE subcontractors within three working days after receiving payment from the City, except as otherwise authorized by the LBE Ordinance. The Controller is not authorized to pay invoices submitted by Contractor prior to Contractor’s submission of all required CMD payment information. Failure to submit all required payment information to the City’s Financial System with each payment request may result in the Controller withholding 20% of the payment due pursuant to that invoice until the required payment information is provided. Following City’s payment of an invoice, Contractor has ten calendar days to acknowledge using the City’s Financial System that all subcontractors have been paid. Self-Service Training for suppliers is located at this link: <https://sfcitypartner.sfgov.org/Training/TrainingGuide>.

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

a. **Paragraph 6, Billing Rates,** is deleted in its entirety and replaced with the following:

6. BILLING RATES

The following approved billing rates shall be effective on and after February 26, 2019:


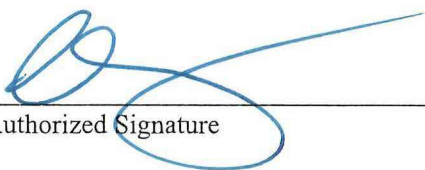


Position / Classification	Fully Burdened Billing Rates			
	Home Office		Field Office	
	Low	High	Low	High
Key Positions				
Program Manager	\$257.00	\$272.20	\$246.00	\$260.83
Project Manager / Construction Manager	\$220.00	\$280.66	\$198.00	\$254.47
Project Controls Manager	\$150.00	\$234.80	\$135.00	\$211.86
Resident Engineer	\$180.00	\$250.09	\$162.00	\$226.07
Deputy Resident Engineer	\$140.00	\$196.57	\$125.00	\$180.19
Right of Way & Permitting Coordination Lead	\$150.00	\$250.09	\$135.00	\$226.07
Programming / Design Oversight Manager	\$195.00	\$250.09	\$175.00	\$226.07
AirTrain Activation Manager	\$195.00	\$250.09	\$175.00	\$226.07
Train Operating System / Train Control Lead	\$195.00	\$250.09	\$175.00	\$226.07
SEP Coordinator / Manager	\$135.00	\$250.09	\$122.00	\$226.07
Program Coordination Manager	\$150.00	\$196.57	\$135.00	\$180.19
QA/QC / Code Compliance / Safety Lead	\$140.00	\$187.84	\$125.00	\$169.27
Technical Support Positions				
Senior Scheduler	\$165.00	\$234.80	\$150.00	\$211.86
Scheduler	\$138.00	\$195.49	\$124.00	\$175.83
Senior Cost Estimator	\$152.00	\$234.80	\$137.00	\$211.86

Cost Estimator	\$110.00	\$195.49	\$99.00	\$175.83
Field Engineer	\$110.00	\$156.17	\$99.00	\$140.88
Office Engineer	\$80.00	\$140.88	\$75.00	\$126.68
Special Inspector	\$77.00	\$180.19	\$70.00	\$162.72
Senior Inspector	\$124.00	\$180.19	\$112.00	\$162.72
QA Inspector	\$77.00	\$150.71	\$70.00	\$135.42
System Verification & Validation Support	\$195.00	\$250.09	\$175.00	\$226.07
Testing / Activation Technical Support	\$77.00	\$180.19	\$70.00	\$162.72
Constructability Reviewer	\$110.00	\$240.26	\$99.00	\$216.24
Environmental Technical Support	\$124.00	\$195.49	\$112.00	\$175.83
Geotechnical Technical Support	\$96.00	\$204.21	\$86.00	\$185.66
Lab / Material Testing Technician	\$66.00	\$133.23	\$66.00	\$133.23
Surveying Chief	\$165.00	\$216.24	\$149.00	\$196.57
Surveying Technicians	\$77.00	\$135.42	\$70.00	\$122.31
Document Control Manager	\$110.00	\$150.71	\$99.00	\$135.42
Document Control / Administrative Assistant	\$55.00	\$135.42	\$49.00	\$122.31
FSH Trainee	\$55.00	\$96.10	\$49.00	\$86.27
Partnering Coordination	\$82.00	\$150.71	\$75.00	\$135.42

5. **Effective Date.** Each of the changes set forth in this Modification shall be effective on and after the date of this Modification, except for the Billing Rates, which are effective on and after February 26, 2019.

6. **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
Attest: By:  C. Corina Monzón, Secretary Airport Commission	Clifford S. M. Wong President PGH Wong Engineering, Inc. 182 – 2 nd Street, Suite 500 San Francisco, California 94105-3801 415-566-0800
Resolution No: 18-0381 Adopted on: November 20, 2018	City Supplier ID: 0000003148 Federal Employer ID Number: 94-4404132
Approved as to Form: Dennis J. Herrera City Attorney	
By:  Heather Wolnick Deputy City Attorney	