

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

Modification No. 11

**Contract No. 10511.41
Program Management Support Services for
Airport Security Infrastructure Program**

THIS MODIFICATION (this "Modification") is made effective as of October 1, 2019, in San Francisco, California, by and between **Faith Group, LLC** ("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 for the San Francisco International Airport (the "Airport" or "SFO") (as defined below); and
- B. The Commission is authorized to enter into all contracts which relate to matters under its jurisdiction; and
- C. On September 1, 2015, by Resolution No. 15-0170, the Commission awarded this Agreement to the Contractor for one (1) year with an amount not to exceed \$2,671,000; and
- D. On February 2, 2016, by Resolution No. 16-0045, the Commission approved Modification No. 1 to proceed with Phase II of the Perimeter Intrusion Detection System project; and
- E. On March 2, 2016, City and Contractor administratively modified the Agreement to update the Notice to Parties and update the overhead rates and billing rates through Modification No. 2; and
- F. On July 19, 2016, by Resolution No. 16-0210, the Commission approved Modification No. 3 extending the term of the Agreement through October 15, 2017 and increasing the contract amount by \$2,989,142 for a new total contract amount not to exceed \$5,660,142; and
- G. On June 20, 2017, by Resolution No. 17-0154, the Commission approved Modification No. 4 extending the term of the Agreement through August 15, 2018 and increasing the contract amount by \$4,160,653 for a new total contract amount not to exceed \$9,820,795. A new sub-consultant was also incorporated through Modification No. 4; and
- H. On September 1, 2017, City and Contractor administratively modified the Agreement to update the overhead rates, billing rates, and to incorporate a new sub-consultant through Modification No. 5; and
- I. On March 6, 2018, by Resolution No. 18-0054, the Commission approved Modification No. 6 extending the term of the Agreement through December 31, 2019 and increasing the contract amount by \$4,808,770 for a new total contract amount not to exceed \$14,629,565; and
- J. On July 31, 2018, by Resolution No. 281-18, the Board of Supervisors approved Modification No. 6 to the Agreement under San Francisco Charter Section 9.118, but reduced the not-to-exceed amount

by \$888,245 for a new total not-to-exceed amount of \$13,741,320 to align with anticipated expenditures through December 31, 2019; and

K. On September 1, 2018, City and Contractor administratively modified the Agreement to update the billing rates through Modification No. 7; and

L. On March 20, 2019, City and Contractor administratively modified the Agreement to update the overhead rates through Modification No. 8; and

M. On June 17, 2019, City and Contractor administratively modified the Agreement to update the overhead rates and billing rates and update the Agreement to maintain consistency with statutory, Code, and San Francisco ordinances effecting contracting, and other applicable standard changes to City contracts that occurred since execution of the Agreement, through Modification No. 9; and

N. On October 1, 2019, by Resolution No. 19-0253, the Commission approved Modification No. 10 extending the term of the Agreement through December 31, 2021 and increasing the contract amount by \$360,138 for a new total contract amount not to exceed \$14,101,458; and

O. City and Contractor desire to modify the Agreement on the terms and conditions set forth herein to increase the contract amount; and

P. On October 1, 2019, by Resolution No. 19-0254, the Commission approved this Modification to the Agreement to increase the contract amount by \$3,279,901 for a new total not-to-exceed amount of \$17,381,359; and

Q. On [insert date], by Resolution No. [insert resolution number], the Board of Supervisors approved this Modification to the Agreement under San Francisco Charter Section 9.118; and

R. Approval for this Agreement was obtained when the Civil Service Commission approved PSC No. 46926-14/15 on March 13, 2018; and

S. The Contractor represents and warrants that it is qualified to perform the services required by City under this Agreement;

Now, THEREFORE, Contractor and 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:

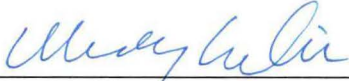

Modification No. 1,	dated February 2, 2016,
Modification No. 2,	dated March 2, 2016,
Modification No. 3,	dated July 19, 2016,
Modification No. 4,	dated June 20, 2017,
Modification No. 5,	dated September 1, 2017,
Modification No. 6,	dated March 6, 2018,
Modification No. 7,	dated September 1, 2018,
Modification No. 8,	dated March 20, 2019,
Modification No. 9,	dated June 17, 2019, and
Modification No. 10,	dated October 1, 2019.

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

2. Section 5. Compensation is hereby amended to increase the total compensation payable by an amount not to exceed **\$3,279,901** for a new total not-to-exceed amount of **\$17,381,359**.

3. 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:	Wendy Wilke Managing Principal Faith Group, LLC 3101 South Hanley Road, Suite 100 St. Louis, Missouri 63143
By _____ C. Corina Monzón, Secretary Airport Commission	City Supplier ID: 0000020321
Resolution No: 19-0254	Federal Employer ID Number: 20-0568153
Adopted on: October 1, 2019	
Approved as to Form:	
Dennis J. Herrera City Attorney	
By  _____ Daniel A. Edington Deputy City Attorney	