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CL for J. Marquada

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

Modification No. 15

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

This Modification is made this _____, in the City and County of San Francisco, State of California, by and between WCME JV, A Joint Venture of PGH Wong Engineering, Inc., Consor PMCM, Inc., MCK Americas, Inc., and Environmental & Construction Solutions, 182 2nd Street, Suite 500, San Francisco, CA 94105 (the "Contractor") and the City and County of San Francisco, a municipal corporation (the "City"), acting by and through its Airport Commission (the "Commission").

Recitals

- A. City and Contractor have entered into the Agreement for the San Francisco International Airport (the "Airport" or "SFO") for Project Management Support Services for the Terminal 3 West Modernization Project; and
- B. The Commission is authorized to enter into all contracts which relate to matters under its jurisdiction; and
- C. On February 16, 2016, by Resolution No. 16-0053, the Commission awarded the Agreement to Contractor for an amount not to exceed \$8,100,000 for the first year of services; and
- D. On March 21, 2017, by Resolution No. 17-0064, the Commission approved Modification No. 1 extending the term of the Agreement through April 13, 2018. Other administrative changes were also incorporated through Modification No. 1; and
- E. On October 1, 2017, City and Contractor administratively modified the Agreement to update the Contractor's labor rates through Modification No. 2; and
- F. On March 6, 2018, by Resolution No. 18-0053, the Commission approved Modification No. 3 increasing the contract amount by \$1,890,000 for a new total contract amount not to exceed \$9,990,000 and extending the term of the Agreement through August 30, 2018. Other administrative changes were also incorporated through Modification No. 3, including updates to labor rates; and
- G. On March 6, 2018, by Resolution No. 18-0053, the Commission approved Modification No. 4 increasing the contract amount by \$4,010,000 for a new total contract amount not to exceed \$14,000,000 and extending the term of the Agreement through April 4, 2019; and
- H. On July 31, 2018, by Resolution 284-18, the Board of Supervisors approved Modification No. 4 to this Agreement under San Francisco Charter Section 9.118; and

I. On August 1, 2018, City and Contractor administratively modified the Agreement to replace sub-consultant Urban Fabrick, Inc. with Stok, LLC through Modification No. 5; and

J. On November 20, 2018, by Resolution No. 18-0370, the Commission approved Modification No. 6 increasing the contract amount by \$36,000,000 for a new total contract amount not to exceed \$50,000,000 and extending the term of the Agreement through October 4, 2023; other administrative changes were also incorporated through Modification No. 6, including updates to standard contractual clauses; and

K. On February 12, 2019, by Resolution No. 73-19, the Board of Supervisors approved Modification No. 6 to this Agreement under San Francisco Charter Section 9.118; and

L. On January 1, 2019, Contractor's joint venture member, Cooper Pugeda Management, Inc., assigned its membership in the Contractor to CPM Associates, Inc.; and

M. On March 20, 2019, City and Contractor administratively modified the Agreement to acknowledge the assignment from Cooper Pugeda Management, Inc. to CPM Associates, Inc. and to update the overhead rates through Modification No. 7; and

N. On September 16, 2019, City and Contractor administratively modified the Agreement to add two new sub-consultants (AMC Consulting Engineers, Inc. and PSC Associates, Inc.), update the overhead rates, and update the Agreement to maintain consistency with statutory, Code, San Francisco ordinances effecting contracting, and other applicable standard changes to City contracts that occurred since execution of the Agreement through Modification No. 8; and

O. On June 1, 2020, City and Contractor administratively modified the Agreement to update the Notices to Parties provision, delete and replace Appendix B, Calculation of Charges, and update standard contractual clauses through Modification No. 9; and

P. On November 14, 2022, City and Contractor administratively modified the Agreement to update standard contractual clauses, and to delete and replace Appendix B, Calculations of Charges through Modification No. 10; and

Q. Effective November 28, 2022, Contractor's joint venture member CPM Associates, Inc., changed its name to Consor PMCM, Inc.; and

R. On March 6, 2023, City and Contractor administratively modified the Agreement to acknowledge the Contractor's joint venture member name change from CPM Associates, Inc. to Consor PMCM, Inc., and to update the Notices to the Parties provision in the Agreement through Modification No. 11; and

S. On April 4, 2023, by Resolution 23-0089, the Commission approved Modification No. 12 to the Agreement extending the term of the Agreement for services through December 31, 2025, and removing the options to extend the term of the Agreement; and

T. On September 12, 2023, City and Contractor administratively modified the Agreement to update standard contractual clauses and to add a new sub-consultant (Veregy) and its labor rates through Modification No. 13; and

U. On November 5, 2024, City and Contractor administratively modified the Agreement to update standard contractual clauses and to update Appendix B, Calculation of Charges, with new classifications and updated range of rates through Modification No. 14; and

V. City and Contractor desire to modify the Agreement on the terms and conditions set forth herein to increase the Agreement's not-to-exceed amount and extend the term of the Agreement; and

W. On July 15, 2025, by Resolution No. 25-0103, the Commission approved this Modification, increasing the contract not-to-exceed amount by \$76,000,000 and extending the term of the Agreement through December 12, 2030; and

X. On _____, by Resolution No. _____, the City's Board of Supervisors approved this Modification under San Francisco Charter Section 9.118; and

Y. Approval for the Agreement was obtained when the Civil Service Commission approved DHRPSC0001570 (formerly PSC No. 40697-14/15) on March 6, 2023; and

Z. Contractor represents and warrants that it is qualified to perform the services required by City under the Agreement.

NOW, THEREFORE, Contractor and City agree as follows:

1. **Section 1.1 Agreement** is replaced as follows:

1.1 "Agreement" means the contract document dated February 16, 2016, Modification No. 1 dated March 21, 2017, Modification No. 2 dated October 1, 2017, Modification No. 3 dated March 6, 2018, Modification No. 4 dated March 6, 2018, Modification No. 5 dated August 1, 2018, Modification No. 6 dated November 20, 2018, Modification No. 7 dated March 20, 2019, Modification No. 8 dated September 16, 2019, Modification No. 9 dated June 1, 2020, Modification No. 10 dated November 14, 2022, Modification No. 11 dated March 6, 2023, Modification No. 12 dated April 4, 2023, Modification No. 13 dated September 12, 2023, and Modification No. 14 dated November 5, 2024 including all attached appendices, and all applicable city ordinances and "Mandatory City Requirements" which are specifically incorporated by reference into the Agreement.


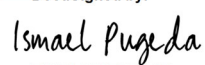


2. **Section 2.1 Term** is hereby amended to extend the term of the Agreement for a new ending date of **December 12, 2030**.

3. **Section 3.3.1 Payment** is hereby amended to increase the total maximum compensation payable by **Seventy-Six Million Dollars (\$76,000,000)** for a new total not-to-exceed amount of **One Hundred Twenty-Six Million Dollars (\$126,000,000)**.

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, the parties hereto have executed this Modification on the day first mentioned above.

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| <p>CITY AIRPORT COMMISSION CITY AND COUNTY OF SAN FRANCISCO</p> <p>By: _____ Mike Nakornkhet, Airport Director</p> <p>Attest:</p> <p>By: _____ Katrice Ogletree, Director Commission Affairs</p> <p>Resolution No.: <u>25-0103</u></p> <p>Adopted on: <u>July 15, 2025</u></p> <p>Approved as to Form:</p> <p>David Chiu City Attorney</p> <p>By: _____ Daniel A. Edington, Deputy City Attorney</p> | <p>CONTRACTOR</p> <p>DocuSigned by:  4C8F2BF226E6494...</p> <p>_____ Authorized Signature</p> <p>Peter G. H. Wong, Chief Executive Officer PGH Wong Engineering, Inc.</p> <p>DocuSigned by:  E2A29CC2E89D48D...</p> <p>_____ Authorized Signature</p> <p>Ismael G. Pugeda, Senior Vice President Conсор PMCM, Inc.</p> <p>Signed by:  0102E77BED9E47E...</p> <p>_____ Authorized Signature</p> <p>Brendan P. McDevitt, President MCK Americas, Inc.</p> <p>Signed by:  669F247DC6FA436...</p> <p>_____ Authorized Signature</p> <p>Patrick J. Collins, Chief Executive Officer / Chief Financial Officer Environmental & Construction Solutions, Inc.</p> |
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