

File No. 120237

Committee Item No. 1
Board Item No. 18

COMMITTEE/BOARD OF SUPERVISORS AGENDA PACKET CONTENTS LIST

Committee: Budget and Finance Sub-Committee Date: April 11, 2012

Board of Supervisors Meeting Date 4/17/12

Cmte Board

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| <input checked="" type="checkbox"/> | <input checked="" type="checkbox"/> | Budget & Legislative Analyst Report |
| <input checked="" type="checkbox"/> | <input checked="" type="checkbox"/> | Ethics Form 126 |
| <input type="checkbox"/> | <input type="checkbox"/> | Introduction Form (for hearings) |
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| <input type="checkbox"/> | <input type="checkbox"/> | MOU |
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OTHER

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Completed by: Victor Young

Date: April 6, 2012

Completed by: Victor Young

Date: 4-12-12

An asterisked item represents the cover sheet to a document that exceeds 25 pages. The complete document is in the file.

1 [Airport Professional Services Agreement - New South Parking - California - Not to Exceed
2 \$95,969,983]

3 **Resolution approving the Professional Services Agreement for the Management and**
4 **Operation of the Airport's Public and Employee Parking between New South Parking -**
5 **California and the City and County of San Francisco, acting by and through its Airport**
6 **Commission.**

7
8 WHEREAS, On September 06, 2011, pursuant to Resolution No. 11-0197, the Airport
9 Commission authorized the issuance of a Request for Proposals (RFP) for the Management
10 and Operation of the Airport's Public and Employee Parking; and

11 WHEREAS, Three proposals were received by the Airport on December 12, 2011, and
12 staff concluded that all three proposals met the minimum qualifications as stipulated in the
13 RFP; and

14 WHEREAS, A four-person evaluation panel reviewed and rated the proposals and oral
15 presentations and unanimously scored New South Parking-California highest in both the
16 written and the oral evaluations; and

17 WHEREAS, Staff negotiated a five-year Professional Services Agreement (the
18 "Agreement") for the Management and Operation of the Airport's Public and Employee
19 Parking with New South Parking - California; and

20 WHEREAS, On February 21, 2012, pursuant to Resolution No. 12-0031, the Airport
21 Commission awarded the Agreement to New South Parking - California for a five-year term,
22 commencing July 1, 2012, in a total amount not to exceed \$95,969,983; and

23 WHEREAS, Copies of the Agreement are on file with the Clerk of the Board of
24 Supervisors in File No. 120237; now, therefore, be it

1 RESOLVED, That the Board of Supervisors hereby approves the Professional Services
2 Agreement for the Management and Operation of the Airport's Public and Employee Parking
3 between New South Parking – California and the City and County of San Francisco, acting by
4 and through its Airport Commission, for a five-year term commencing July 1, 2012, in an
5 amount not to exceed \$95,969,983; subject to New South Parking - California complying with
6 Chapter 12B of the City's Administrative Code and other City contracting requirements, or
7 obtaining appropriate waivers thereto.

Item 1
File 12-0237

Department:
San Francisco International Airport (Airport)

EXECUTIVE SUMMARY

Legislative Objective

- Resolution approving a new agreement between New South Parking – California (New South Parking) and the Airport for the management and operation of the Airport's public and employee parking facilities, for a not-to-exceed amount of \$95,969,983.

Key Points

- In October 2011, the Airport issued a competitive Request for Proposals (RFP) for the management and operation of the Airport's public and employee parking facilities. New South Parking received the highest score from the Airport, based on experience, operating and maintenance plans, security plans, customer service and marketing plans, and financial qualifications.
- New South Parking has an existing five-year agreement with the Airport for the operation and maintenance of public and employee parking facilities, as previously approved by the Board of Supervisors. The existing agreement began on July 1, 2007 and terminates on June 30, 2012. The proposed new agreement between New South Parking and the Airport is for a five-year period, from July 1, 2012 to June 30, 2017.
- Under the proposed agreement between New South Parking and the Airport, New South Parking would manage and operate the Airport's public and employee parking facilities, including (a) collection of public parking fees, (b) facilities maintenance and janitorial services, (c) security services, (d) management of the Employee Parking Program and collection of employee parking fees, and (e) providing the Airport with monthly operational and fiscal reports on such parking operations.

Fiscal Impacts

- The proposed agreement provides for annual compensation that includes (a) reimbursable costs and (b) a management fee. In the first year of the agreement, the Airport would reimburse New South Parking for their costs to operate and maintain the public and employee parking facilities, up to a maximum of \$17,977,385. Reimbursable costs include (a) staff costs for operating the public and employee parking facilities, (b) management, administrative, technical, and support staff costs, (c) office expenses, (d) insurance, and (e) subcontract costs for janitorial, security and other related services. In addition, the Airport would pay New South Parking a management fee of \$99,000, which includes profit and costs that are not otherwise eligible for reimbursement under the proposed agreement, for a guaranteed maximum price in the first year of \$18,076,385. The guaranteed maximum price increases by up to 3 percent per year, for a total not-to-exceed amount over five years of \$95,969,983.

Recommendations

- Approve the proposed resolution.

MANDATE STATEMENT / BACKGROUND**Mandate Statement**

In accordance with City Charter Section 9.118(b), the proposed new agreement between the Airport and New South Parking - California is subject to Board of Supervisors approval because the proposed agreement is for an amount greater than \$10,000,000.

Background

On March 21, 2007, the Board of Supervisors approved a three-year agreement between the Airport and New South Parking – California (New South Parking) for the management and operations of the Airport's public and employee parking facilities, for a total not-to-exceed agreement amount of \$48,287,442 for the three-year period from July 1, 2007 to June 30, 2010, with two additional one-year options to extend (File 07-0227). According to Mr. Kevin Van Hoy, Manager of Parking for the Airport, the Airport selected New South Parking after a competitive Request for Proposals (RFP) process. At the conclusion of the initial three-year agreement period on June 30 2010, the Airport exercised the two consecutive one-year options to extend the agreement with New South Parking, for the periods from July 1, 2010 to June 30, 2011 and July 1, 2011 to June 30, 2012, respectively.

In October 2011, the Airport issued a new competitive RFP for the management and operation of the Airport's public and employee parking facilities. Mr. Van Hoy advises that the Airport Commission received three proposals from the following firms: (a) New South Parking, (b) Standard Pacific, and (c) Ampco U-Street. The Airport selected New South Parking as the highest ranking firm for the provision of management and operation services of the Airport's public and employee parking. New South Parking received a score of 178.5 on the written proposal and oral evaluation, compared to Standard Pacific, which received the second highest score of 158.3.

Table 1 below shows the fee proposals submitted by the three proposers. According to Mr. Van Hoy, while the Ampco U-Street proposal of \$95,894,052 was \$75,931 less over the five-year term of the proposed \$95,969,983 agreement with New South Parking, the New South Parking proposal received a higher overall score, based on experience, operating and maintenance plans, security plans, customer service and marketing plans, and financial qualifications.

Table 1. Total Fee Proposal Over Five-Year Term of the Proposed New Agreement

	New South Parking – California	Standard Pacific	Ampco U-Street
Guaranteed Maximum Price	\$95,969,983	\$97,287,588	\$95,894,052

DETAILS OF PROPOSED LEGISLATION

The proposed resolution would approve a new five-year agreement between the Airport and New South Parking, in a not-to-exceed amount of \$95,969,983, for the management and operation of the Airport's public and employee parking facilities. Management and operation services include (a) collection of public parking fees, (b) facilities maintenance and janitorial services, (c) security services, (d) management of the Employee Parking Program¹ and collection of employee parking fees, and (e) providing the Airport with monthly operational and fiscal reports.

Under the proposed Agreement, New South Parking would manage and operate all public and employee parking facilities at the Airport as follows:

Public Parking Facilities – Domestic Terminal Parking Garage; International Terminal Garage A; International Terminal Garage G; Long-Term Public Parking Garage

Employee Parking Facilities – Lot C; Lot D; Westfield Garage; SFO Business Center

Other Parking Facilities – Airport Impound Lot; Air Cargo Lots: Northfield Cargo Building 1A, Plot 3, Plot 5, Plot 7, Plot 9, Plot 10 and Plot 11

FISCAL IMPACTS

Under the proposed new agreement, which has been recommended by the Airport on the basis of a competitive Request for Proposal process, the Airport would reimburse New South Parking for their costs to manage and operate the public and employee parking facilities, up to a maximum of \$17,977,385 in the first year of the agreement, as shown in Table 2 below. In addition, the Airport would pay New South Parking a management fee in the first year of \$99,000, which includes profit and costs that are not otherwise eligible for reimbursement under the proposed agreement, for a maximum guaranteed price in the first year of \$18,076,385. Under the proposed agreement, the maximum guaranteed price, which includes reimbursable costs and the management fee, increases by up to 3 percent per year.

¹ New South Parking will manage and operate the Airport's Employee Parking Program. This responsibility includes, but is not limited to: sale of permits as specified by the Airport, issuance of permit decals and access cards, company billings, revenue collection, accounting and deposits to City's designated bank account.

Table 2. New South Parking Budget for Managing and Operating the Public and Employee Parking Facilities in the First Year of the Agreement

Operating Costs	
<u>New South Parking Personnel Costs</u>	
Parking garage cashiers, valets, and supervisory staff	\$5,440,115
General management, administrative, technical, and support staff	2,407,562
Payroll taxes	<u>1,336,265</u>
Subtotal, Personnel Costs	9,183,942
<u>New South Parking Non-Personnel Costs</u>	
Office expenses	563,465
Insurance	<u>105,463</u>
Subtotal, Non-Personnel Costs	668,928
<u>Subcontractor Costs</u>	
Janitorial services	2,399,087
Security and traffic control	3,616,035
Credit card and merchant fees	1,583,653
Other contract services	<u>525,740</u>
Subtotal, Subcontractor costs	8,124,515
Total Operating Costs	\$17,977,385
Management fee	99,000
Total First Year Guaranteed Maximum Price	\$18,076,385

As shown in Table 3 below, the proposed agreement is for a not-to-exceed total amount of \$95,969,983 over a five year term.

Table 3. Maximum Annual Amount Payable by the Airport to New South Parking under the Proposed Agreement

	FY 2012-13	FY 2013-14	FY 2014-15	FY 2015-16	FY 2016-17	Five-Year Total
Annual Guaranteed Maximum Price	\$18,076,385	\$18,618,677	\$19,177,237	\$19,752,554	\$20,345,131	\$95,969,983

As shown in Table 4 below, provided by Mr. Van Hoy, under the existing agreement between the Airport and New South Parking for the management and operations of the public and employee parking facilities, the Airport has realized net parking revenues of \$63,850,087 in FY 2010-11 after reimbursing New South Parking.

**Table 4. Net Parking Revenues to the Airport
FY 2007-08 to FY 2011-12**

	FY 2007-08	FY 2008-09	FY 2009-10	FY 2010-11	FY 2011-12 (through February 2012)
Annual Gross Revenue from Public and Employee Parking Fees	\$66,784,266	\$69,542,529	\$74,313,172	\$81,008,062	\$59,431,059
Reimbursable Costs	15,493,260	16,083,566	16,465,201	17,157,975	10,859,300
Net Parking Revenues to the Airport	\$51,291,006	\$53,458,963	\$57,847,971	\$63,850,087	\$48,571,759

RECOMMENDATIONS

Approve the proposed resolution.



San Francisco International Airport

March 05, 2012

file 120237

RECEIVED
BOARD OF SUPERVISORS
SAN FRANCISCO
2012 MAR -8 PM 2:09
RBC

Ms. Angela Calvillo, Clerk of the Board
Board of Supervisors
City Hall
1 Dr. Carlton B. Goodlett Place, Room 244
San Francisco, CA 94102-4689

Subject: Approval of the Professional Services Agreement for the Management and Operation of the Airport's Public and Employee Parking to New South Parking - California

Dear Ms. Calvillo:

Pursuant to Section 9.118 of the City Charter, I am forwarding for the Board of Supervisors' approval the Professional Services Agreement for the Management and Operation of the Airport's Public and Employee Parking between New South Parking - California and the City and County of San Francisco, acting by and through its Airport Commission. The award of this professional services agreement was approved by Airport Commission Resolution No. 12-0031, adopted February 21, 2012.

The Professional Services Agreement for the Management and Operation of the Airport's Public and Employee Parking is for a five-year term, commencing July 1, 2012, in a total amount not to exceed \$95,969,983.

The following is a list of accompanying documents (five sets):

- Board of Supervisors Resolution;
- Ethics Forms SFEC-126;
- Approved Airport Commission Resolution No. 12-0031;
- Airport Commission Memorandum;
- Professional Services Agreement with New South Parking - California.

You may contact Kevin Van Hoy of Parking Management at (650) 821-4051 regarding this matter.

Very truly yours,

Jean Caramatti
Jean Caramatti
Commission Secretary

Enclosures

cc: Kevin Van Hoy
Cathy Widener

AIRPORT COMMISSION CITY AND COUNTY OF SAN FRANCISCO

EDWIN M. LEE
MAYOR

LARRY MAZZOLA
PRESIDENT

LINDA S. CRAYTON
VICE PRESIDENT

ELEANOR JOHNS

RICHARD J. GUGGENHIME

PETER A. STERN

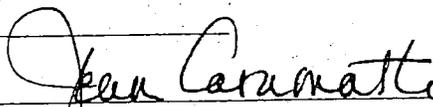
JOHN L. MARTIN
AIRPORT DIRECTOR

AIRPORT COMMISSION
CITY AND COUNTY OF SAN FRANCISCO
RESOLUTION NO. 12-0031

**AWARD CONTRACT NO. 9121 TO NEW SOUTH PARKING-CALIFORNIA, FOR THE
MANAGEMENT AND OPERATION OF THE AIRPORT'S PUBLIC AND EMPLOYEE
PARKING IN AN AMOUNT NOT TO EXCEED \$95,969,983 FOR A FIVE-YEAR TERM.**

- WHEREAS,** on September 6, 2011, pursuant to Resolution No. 11-0197, this Commission authorized the issuance of a Request-for-Proposals (RFP) for the Management and Operation of the Airport's Public and Employee Parking; and
- WHEREAS,** three proposals were received by the Airport on December 12, 2011, and staff concluded that all three proposals met the minimum qualifications as stipulated in the RFP; and
- WHEREAS,** a four-person evaluation panel reviewed and scored the three proposals on January 5, 2012, and
- WHEREAS,** pursuant to the RFP, the evaluation panel subsequently interviewed the two proposers with the highest scoring written proposals on January 12, 2012; and
- WHEREAS,** the evaluation panel unanimously scored New South Parking-California highest in both the written and the oral evaluations; and
- WHEREAS,** on January 31, 2012, pursuant to Resolution No. 12-0022, this Commission authorized staff to commence negotiations with New South Parking-California to finalize the terms of a professional services agreement; and
- WHEREAS,** staff has negotiated a five-year professional services agreement with New South Parking-California, effective July 1, 2012, for an amount not to exceed \$95,969,983; and
- WHEREAS,** The guaranteed maximum price is capped for each year of the five-year term of the Agreement and may not be exceeded without approval by the City and only for the purpose of increasing the scope of services; now therefore be it
- RESOLVED,** that this Commission award Contract No. 9121 to New South Parking-California, for the Management and Operation of the Airport's Public and Employee Parking for a five-year term commencing July 1, 2012, in an amount not to exceed \$95,969,983; and be it further
- RESOLVED,** that the Commission Secretary is hereby directed to request approval of Contract No. 9121 by Resolution from the Board of Supervisors, pursuant to Section 9.118 of the Charter of the City and County of San Francisco.

I hereby certify that the foregoing resolution was adopted by the Airport Commission
FEB 21 2012
at its meeting of _____



Secretary



San Francisco International Airport

MEMORANDUM

February 21, 2012

TO: AIRPORT COMMISSION
Hon. Larry Mazzola, President
Hon. Linda S. Crayton, Vice President
Hon. Eleanor Johns
Hon. Richard J. Guggenlime
Hon. Peter A. Stern

12-0031

FEB 21 2012

FROM: Airport Director

SUBJECT: Award of Parking Management Contract

DIRECTOR'S RECOMMENDATION: AWARD CONTRACT NO. 9121 TO NEW SOUTH PARKING-CALIFORNIA, FOR THE MANAGEMENT AND OPERATION OF THE AIRPORT'S PUBLIC AND EMPLOYEE PARKING IN AN AMOUNT NOT TO EXCEED \$95,969,983 FOR A FIVE-YEAR TERM, EFFECTIVE JULY 1, 2012.

Executive Summary

On January 31, 2012, the Commission authorized staff to commence contract negotiations with New South Parking-California (NSP) for the management and operations of the public and employee parking. Staff has completed these contract negotiations and recommends award of the parking management agreement (the "Agreement") to NSP, in an amount not to exceed a total of \$95,969,983, for a five-year term effective July 1, 2012, consistent with NSP's cost proposal, as set forth in the contract.

Background

On September 6, 2011, pursuant to Resolution No. 11-0197, the Commission approved the business terms and authorized the issuance of an RFP for a professional services agreement for the management and operation of the Airport's public and employee parking for a five-year term. Three proposals were received by the submittal deadline on December 12, 2011, and staff concluded that all three proposals met the minimum qualifications. The proposals were distributed to a four-member evaluation panel for review and scoring.

The evaluation panel unanimously scored NSP highest in both the written proposal and the oral interview. NSP is a partnership between Central Parking System, Inc., and Global Parking Systems LLC; an Airport Concessions Disadvantaged Business Enterprise certified firm and a 30% owner in the partnership. NSP will contract out the employee parking aspect of its scope of work to Gentle Parking LLC, a Local Business Enterprise firm based in San Francisco.

On January 31, 2012, pursuant to Resolution No. 12-0022, the Commission authorized staff to commence negotiations with NSP to finalize the terms of a parking management agreement. The term of the Agreement is five years with an effective date of July 1, 2012. Compensation for the services provided under the

THIS PRINT COVERS CALENDAR ITEM NO. 3

AIRPORT COMMISSION CITY AND COUNTY OF SAN FRANCISCO

EDWIN M. LEE
MAYOR

LARRY MAZZOLA
PRESIDENT

LINDA S. CRAYTON
VICE PRESIDENT

ELEANOR JOHNS

RICHARD J. GUGGENHIME

PETER A. STERN

JOHN L. MARTIN
AIRPORT DIRECTOR

Agreement shall be provided on the basis of reimbursable costs plus a management fee, not to exceed a guaranteed maximum price (GMP) for each year of the five-year term, as listed below:

Annual Guaranteed Maximum Price

Year	1	2	3	4	5	Total
Reimbursable Costs	\$17,977,385	\$18,519,677	\$19,078,237	\$19,653,554	\$20,246,131	\$95,474,983
Management Fee	\$99,000	\$99,000	\$99,000	\$99,000	\$99,000	\$495,000
GMP	\$18,076,385	\$18,618,677	\$19,177,237	\$19,752,554	\$20,345,131	\$95,969,983

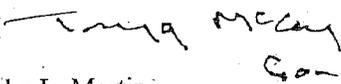
The GMP is capped for each year of the five-year term and may not be exceeded without approval by the City and only for the purpose of increasing the scope of services. While the GMP provides a ceiling for expenses in subsequent years, staff will meet and confer with NSP annually on establishing the annual budget for each subsequent contract year.

The management fee includes all profit and components of costs that are not otherwise eligible for reimbursement under the Agreement. NSP's management fee during the term is 53.2% lower than the management fee it receives under the current parking management agreement; \$99K per year versus its current management fee of \$186K per year, which provides savings of \$435K during the five-year term of the Agreement.

NSP's proposal also includes the purchase of two new "green" vehicles for its operations at the Airport, with the initial cost of the vehicles paid by NSP (estimated \$65K investment). At the end of the 54 month payment period, the vehicles would become the property of the Airport.

Recommendation

I recommend that the Commission: 1) award Contract No. 9121 to New South Parking-California, for the Management and Operation of the Airport's Public and Employee Parking for a five-year term commencing July 1, 2012, in a total amount not to exceed \$95,969,983; and 2) direct the Commission Secretary to request approval of Contract No. 9121 by Resolution from the Board of Supervisors, pursuant to Section 9.118 of the Charter of the City and County of San Francisco.


John L. Martin
Airport Director

Prepared by: Leo Fermin
Deputy Airport Director
Business & Finance

Attachment

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

** Complete copy of document is
located in

File No. 120237

**Agreement between the City and County of San Francisco and
New South Parking - California**

Contract No. 9121

This Agreement is made this 8th day of February, 2012, in the City and County of San Francisco, State of California, by and between: New South Parking – California, hereinafter referred to as “Contractor,” and the City and County of San Francisco, a municipal corporation, hereinafter referred to as “City,” acting by and through its Airport Commission or the Commission’s designated agent, hereinafter referred to as “Commission.”

Recitals

WHEREAS, the Commission wishes to engage an independent contractor to manage and operate the public and employee parking facilities at San Francisco International Airport (Airport), including janitorial maintenance and security services; and,

WHEREAS, Commission is authorized to enter into all contracts which relate to matters under its jurisdiction; and

WHEREAS, a Request for Proposal (“RFP”) was issued on October 26, 2011, and City selected Contractor as the highest qualified scorer pursuant to the RFP; and

WHEREAS, Commission awarded this contract to Contractor on February 21, 2012, pursuant to Resolution No. 12-0031; and

WHEREAS, Contractor represents and warrants that it is qualified to perform the services required by City as set forth under this Contract; and,

Now, THEREFORE, the parties agree as follows:

Defined Terms

As used in this Agreement, the following capitalized terms shall have the following meanings:

- 1) “Affiliate” means a person, business or other entity that directly or indirectly and/or through one or more intermediaries, controls or is controlled by, or is under common control with, Contractor.

FORM SFEC-126:
NOTIFICATION OF CONTRACT APPROVAL
(S.F. Campaign and Governmental Conduct Code § 1.126)

City Elective Officer Information	
Name of City elective officer(s):	City elective office(s) held:
Members, SF Board of Supervisors	Members, SF Board of Supervisors
Contractor Information	
Name of contractor: New South Parking – California	
<i>Please list the names of (1) members of the contractor's board of directors; (2) the contractor's chief executive officer, chief financial officer and chief operating officer; (3) any person who has an ownership of 20 percent or more in the contractor; (4) any subcontractor listed in the bid or contract; and (5) any political committee sponsored or controlled by the contractor. Use additional pages as necessary.</i>	
1) The management committee made up of the following members are: James Marcum, President & CEO, Central Parking Ronald V. Burns, President, Global Parking Stephen McCormick, Vice President - Airport Division, Central Parking Jason Burns, Vice President, Global Parking Henry J. Abbott, Secretary	
2) The following are officers of the majority partner, Central Parking System: James Marcum, President & CEO, Central Parking Lucinda Baier, Chief Financial Officer, Central Parking James H. Bond, Executive Vice President & COO	
3) New South Parking is a Joint Venture with Central Parking System, Inc. retaining a 70% share and Global Parking Systems retaining a 30% share.	
4) Central Parking System, Inc. will be the subcontractor performing the Security and Janitorial functions while Gentle Parking will be retained as a subcontractor in charge of the Employee Parking responsibilities.	
5) There is no political committee sponsored or controlled by New South Parking.	
Contractor address: New South Parking – California, 2401 21 st Avenue South, Nashville, TN 37212	
Date that contract was approved:	Amount of contract: \$95,969,983.00
Describe the nature of the contract that was approved: A five-year professional services agreement to manage and operate the San Francisco Airport's employee and public parking.	
Comments: Awarded through a Request for Proposal process.	

This contract was approved by (check applicable):

the City elective officer(s) identified on this form

a board on which the City elective officer(s) serves San Francisco Board of Supervisors
Print Name of Board

the board of a state agency (Health Authority, Housing Authority Commission, Industrial Development Authority Board, Parking Authority, Redevelopment Agency Commission, Relocation Appeals Board, Treasure Island Development Authority) on which an appointee of the City elective officer(s) identified on this form sits

Print Name of Board

Filer Information	
Name of filer:	Contact telephone number:
Angela Calvillo, Clerk of the Board of Supervisors.	(415) 554-5184
Address:	E-mail:
1 Dr. Carlton B. Goodlett Place, Room 244, San Francisco, CA 94102-4689	Board.of.Supervisors@sfgov.org

Signature of City Elective Officer (if submitted by City elective officer)

Date Signed

Signature of Board Secretary or Clerk (if submitted by Board Secretary or Clerk)

Date Signed