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CITY AND COUNTY OF SAN FRANCISCO

CONTRACT ORDER

CONTRACT WITH:

PGH WONG & PARTNERS JV

182 2ND STREET, SUITE 500
SAN FRANCISCO, CA 95105

Original

Modification - Increase

- Decrease

Other

	Department: 27 Airport Commission		Controller No.: 0000159674, 0000320412 0000378083, 0000626097
	Department Contact: Trudy Homer		Tel. No: (650) 821-5387
	PS Contract No. 1000009229		Date: 12/07/2022 Page 1 of 1
*	Category Code 95877	Supplier No. 0000029434	Job No. CT 10072.41
	Period Covered: 3/13/2018 – 12/31/2023		Amount: $0.00

FOR THE PURPOSE OF: MODIFICATION NO. 8 FOR CT10072.41 - PROGRAM MANAGEMENT SUPPORT SERVICES (PMSS) FOR THE COURTYARD 3 CONNECTOR PROJECT

TO PROVIDE OVARALL MANAGEMENT EXPERTISE AND OVERSIGHT OF THE COURTYARD 3 CONNECTOR PROJECT FOR A TOTAL NOT TO EXCEED AMOUNT OF $17,250,000. MODIFICATION 8 ADMINISTRATIVELY MODIFY THE AGREEMENT ON THE TERMS AND CONDITIONS SET FORTH HEREIN TO ADD HELTON VENTURES LLC, TO THE LIST OF APPROVED SUBCONTRACTORS AND TO UPDATE STANDARD CONTRACTUAL CLAUSES.

PSC 47501-16/17 APPROVED AMOUNT: $350,000,000
PSC FORM 2 (7/1/2017 - 06/30/2020) : $17,250,000

PREVIOUS ENCUMBRANCE:	2,882,900.00	(0000159674)
PREVIOUS ENCUMBRANCE	2,086,100.00	(0000320412)
ADJUSTMENT	(221,879.30)	(0000378083) RE-ISSUE CHECK
PREVIOUS ENCUMBRANCE	11,086,089.60	(0000378083)
PREVOUS DECREASE	(328,258.23)	(0000378083)
PREVIOUS ENCUMBRANCE	1,366,927.69	(0000626097)
THIS ENCUMBRANCE	**0.00**	**(0000626097)**
TOTAL ENCUMBRANCE:	$16,871,879.76	

CONTRACT PERIOD: 03/18/2018-12/31/2023

CONTRACT AWARD: $3,250,000 PER COMMISSION RESOLUTION NO. 17-0321. $5,000,000 PER COMMISSION RESOLUTION NO. 19-0030. $1,500,000 PER COMMISSION RESOLUTION NO. 20-0028. $7,500,000 PER COMMISSION RESOLUTION NO. 20-0029. MOD 7 TO EXTEND CONTRACT TERM THROUGH DECEMBER 31, 2023 PER COMMISSION RESOLUTION NO. 22-0055.

Insurance Required	PGH Wong	Avila & Ass.
Worker's Comp.	12/18/2022	02/20/2023
Comp. Gen. Liab.	12/18/2022	02/20/2023
Automobile	12/18/2022	02/20/2023
Umbrella	12/18/2022	02/20/2023
Professional Liab.	12/15/2022	02/20/2023

Mail Invoice to:
Trudy Homer – Planning, Design & Construction

San Francisco Airport Commission
P.O. Box 8097
San Francisco, CA 94128

RECOMMENDED AND APPROVED

IVAR C. SATERO Airport Director	Chief Administrative Officer, Board of Supervisor	Materials, Supplies & Services Purchaser Real Property Leases & Rents Director of Property	Certification Date:
By: DocuSigned by: 30DEF01FFBB14ED...			12/7/2022

Ln.	Document	Amount	Account	Fund	Dept	Authority	Project	Activity

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DS JE
DS U
DS gm
DS JDS

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

Modification No. 8

Contract No. 10072.41
Project Management Support Services for
the Courtyard 3 Connector Project

This Modification is made this 21ST day of November, 2022 in the City and County of San Francisco, State of California, by and between: PGH Wong & Partners JV (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") (as defined below); and

B. The Commission is authorized to enter into all contracts which relate to matters under its jurisdiction; and

C. On December 19, 2017, by Resolution No. 17-0321, the Commission awarded this Agreement to the Contractor for an amount not to exceed $3,250,000 for the first year of services; and

D. On September 1, 2018, City and Contractor administratively modified the Agreement to update the Contractor's overhead rates through Modification No. 1; and

E. On February 19, 2019, by Resolution No. 19-0030, the Commission approved Modification No. 2 increasing the contract amount by $5,000,000 for a new total contract amount not to exceed $8,250,000, and extending the term of the Agreement through March 12, 2020; and

F. On August 1, 2019, City and Contractor administratively modified the Agreement to update standard contractual clauses and update the direct labor rates through Modification No. 3; and

G. On November 5, 2019, by Resolution No. 19-0273, the Commission approved Modification No. 4 increasing the contract amount by $9,000,000 for a new total contract amount not to exceed $17,250,000, extending the term of the Agreement for services through June 30, 2022, and seeking Board of Supervisors approval of Modification No. 4; and

H. After the Commission adopted Resolution No. 19-0273, the Contractor informed the Airport that CFWright Consulting, LLC had resigned from the joint venture, and therefore, Staff neither executed nor sought Board of Supervisors approval of Modification No. 4; and

I. On February 18, 2020, by Resolution No. 20-0028, the Commission approved a revised Modification No. 4, dated March 1, 2020, increasing the contract amount by $1,500,000 for a new total contract amount not to exceed $9,750,000, extending the term of the Agreement for services through June 30, 2022, and recognizing CFWright Consulting, LLC's complete withdrawal as a member of the joint

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venture that is the Contractor for this Agreement. Standard contractual clauses were also updated through Modification No. 4; and

J. On February 18, 2020, by Resolution No. 20-0029, the Commission approved Modification No. 5 increasing the contract amount by $7,500,000 for a new total contract amount not to exceed $17,250,000; and

K. On June 23, 2020, by Resolution No. 279-20, the Board of Supervisors approved Modification No. 5 under San Francisco Charter Section 9.118; and

L. On July 1, 2020, City and Contractor administratively modified the Agreement to amend Appendix B, Calculation of Charges, and to update standard contractual clauses through Modification No. 6; and

M. On April 5, 2022, by Resolution No. 22-0055, the Commission approved Modification No. 7 to extend the term of the Agreement for services through December 31, 2023, with no change to the contract amount. Standard contractual clauses were also updated and subcontractor, Stok LLC was added to the list of approved subcontractors through Modification No. 7; and

N. City and Contractor desire to administratively modify the Agreement on the terms and conditions set forth herein to add Helton Ventures LLC, to the list of approved subcontractors and to update standard contractual clauses; and

O. Approval for this Agreement was obtained when the Department of Human Resources approved Modification No. 1 to PSC No. 47501-16/17 on November 29, 2021; and

P. 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. **Section 1.1 Agreement** is hereby replaced in its entirety with the following:

1.1 "Agreement" means the contract document dated December 19, 2017, Modification No. 1 dated September 1, 2018, Modification No. 2 dated February 19, 2019, Modification No. 3 dated August 1, 2019, Modification No. 4 dated March 1, 2020, Modification No. 5 dated July 3, 2020, and Modification No. 6 dated July 1, 2020, Modification No. 7 dated April 5, 2022, including all attached appendices, and all applicable city ordinances and "Mandatory City Requirements" which are specifically incorporated by reference into the Agreement.

2. **Section 4.2 Qualified Personnel is hereby replaced in its entirety with a New Section 4.2 Personnel as follows:**

4.2 **Personnel**

4.2.1 **Qualified Personnel**. Contractor shall use only competent personnel under the supervision of, and in the employment of, Contractor (or Contractor's authorized subcontractors) to perform the Services. Contractor will comply with City's reasonable requests regarding assignment and/or removal of personnel, but all personnel, including those assigned at City's request, must be supervised by Contractor. Contractor shall commit adequate resources to allow timely completion within the project schedule specified in this Agreement.

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4.2.2 **Contractor Vaccination Policy**.

(a) Contractor acknowledges that it has read the requirements of Airport Operations Bulletin (AOB) 21-11, "Update to Vaccination Requirement for On-Site Personnel" which can be found here: https://sfoconnect.com/airport-operations-bulletins.

(b) In accordance with AOB 21-11, or any superseding AOB on the same subject, Contractor agrees that:

(i) Where applicable, Contractor shall ensure it complies with the requirements of the AOB and insure all on-site personnel are either fully vaccinated for COVID-19 or obtain from Contractor an exemption based on medical or religious grounds; and

(ii) If Contractor grants an employee an exemption, the Contractor must establish a protocol for COVID-19 testing and reporting, and comply with all other requirements of the AOB.

2. **Paragraph 3.1.3** of **Appendix B, Calculation of Charges**, is hereby replaced in its entirety with the following to add a new classification and its respective rate:

3.1.3 The approved direct labor rates are as follows:

	Direct Labor Rate Range	
Position/Classification	**Low**	**High**
Administrative Assistant - FSH	$21	$41.60
Airfield and Aircraft Systems Manager	$70	$97.76
Airline Coordinator/Resident Engineer	$66	$92.56
Assistant Resident Engineer	$54	$78.00
Baggage Handling Manager	$70	$97.76
Commissioning Team Leader	$76.92	$80.00
Concessions Coordinator	$66	$92.56
Constructability Reviewer	$66	$92.56
Construction Manager	$79	$109.20
Cost Control/Lead Office Engineer	$54	$78.00
Cost Estimator	$59	$84.24
Deputy Design Manager - SEP	$56	$80.08
Design Manager	$74	$102.96
Document Control Manager	$43	$64.48
Environmental Technical Support	$61	$87.36
Field Engineer	$40	$60.32
Geotechnical Technical Support	$61	$87.36
Intern	$21	$37.44
Lab / Material Testing Technician	$39	$59.28
MEP Manager	$70	$97.76
Office Engineer	$54	$78.00
Program Manager	$84	$115.44

Project Controls Engineer	$54	$78.00
Project Controls Manager	$74	$102.96
Project Engineer	$36.54	$42.00
Project Manager	$84	$115.44
QA Inspector	$50	$71.76
QA/QC/Code Compliance/Safety	$50	$86.32
Resident Engineer	$70	$97.76
Scheduler	$56	$83.20
Senior Cost Estimator	$74	$102.96
Senior Inspector	$63	$89.44
Senior Scheduler	$79	$109.20
SEP Manager	$70	$97.76
Signage and Phasing Coordinator	$66	$93.60
Senior Commissioning Engineer	$71.15	$80.00
Senior Engineer	$48.08	$50.00
Special Inspector	$50	$89.44
Special Inspector (OSHPD)	$63	$89.44
Special Systems Manager	$84	$115.44
Special Systems Support	$59	$84.24
Subject Matter Expert	**$85**	**$125.00**
Sustainability Manager	$66	$92.56
Tenant Space Coordinator	$50	$72.80
TSA OTA Technical Review	$59	$84.24

4. **Paragraph 3.5 Approved Subcontractors** of **Appendix B, Calculation of Charges**, is hereby replaced in its entirety with the following to add a new approved subcontractor, Helton Ventures LLC:

3.5 Approved Subcontractors

The approved subcontractors are as follows:

Chaves & Associates
Helton Ventures LLC
Montez Group
Saylor Consulting Group
Stok LLC
Studio 151
UDC Pros

5. **Effective Date.** Each of the changes set forth in this Modification shall be effective on and after the date of this Modification.

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.

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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	
DocuSigned by: By: Ivar C. Satero 8CEDC3E9126544B... Ivar C. Satero, Airport Director	DocuSigned by: Cliff Wong 7B2B06C55EC54D9... Authorized Signature
Attest:	Cliff Wong Printed Name
	President, PGH Wong Engineering, Inc. Title
	DocuSigned by: Ernesto Avila 903E3383BC8E4AA... Authorized Signature
Approved as to Form: David Chiu City Attorney	Ernesto A. Avila Printed Name
	President Avila and Associates Consulting Engineers, Inc. Title
DocuSigned by: By: Daniel Edington FAC8E38F96494BE... Daniel A. Edington Deputy City Attorney	PGH Wong & Partners JV Company Name
	182 2nd Street, Suite 500 Address
	San Francisco, California 94105 City, State, ZIP
	(415) 566-0800 Telephone Number
	0000029434 City Supplier ID
	82-3487026 Federal Employer ID Number