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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: 04/13/2023 Page 1 of 1
*	Category Code 95877 / Supplier No. 0000029434	Job No. CT 10072.41
	Period Covered: 3/13/2018 – 01/25/2025	Amount: $0.00

FOR THE PURPOSE OF: MODIFICATION NO. 9 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 NO. 9 INCREASE THE CONTRACT AMOUNT BY $7,750,000 FOR A NEW TOTAL NOT TO EXCEED AMOUNT OF $25,000,000 AND EXTENDING THE TERM OF AGREEMENT TO JANUARY 25, 2025.

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	1,745,047.93	(0000626097)
THIS ENCUMBRANCE	**0.00**	**(0000626097)**
TOTAL ENCUMBRANCE:	$17,250,000.00	

CONTRACT PERIOD: 03/13/2018-01/25/2025

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. $7,750,000 PER RESOLUTION NO. 045-23.

Insurance Required	PGH Wong	Avila & Ass.
Worker's Comp.	12/18/2023	02/20/2024
Comp. Gen. Liab.	12/18/2023	02/20/2024
Automobile	12/18/2023	02/20/2024
Umbrella	12/18/2023	02/20/2024
Professional Liab.	12/18/2023	02/20/2024

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...			4/13/2023

Ln.	Document	Amount	Account	Fund	Dept	Authority	Project	Activity

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DS JH

DS U

DS JM

DS QT

DS KD

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

Modification No. 9

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

This Modification is made this 1st day of March 2023 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 directing the Commission Secretary to seek Board of Supervisors approval of Modification No. 4; and

H. After the Commission adopted Resolution No. 19-0273, the Contractor informed the Airport that joint venture member 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 directing the Commission Secretary to seek Board of Supervisors approval of Modification No. 5; 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(b); 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, extending the term of the Agreement for services through December 31, 2023, with no change to the contract amount and adding a subcontractor firm to the list of approved subcontractors. Standard contractual clauses were also updated through Modification No. 7; and

N. On November 21, 2022, City and Contractor administratively modified the Agreement, to add a new classification and its respective rate, and subcontractor Helton Ventures LLC was added to the list of approved subcontractors through Modification No. 8; and

O. City and Contractor desire to modify the Agreement on the terms and conditions set forth herein to increase the contract amount, extend the term of the Agreement, direct the Commission Secretary to seek Board of Supervisors approval, and update standard contractual clauses; and

P. On December 6, 2022, by Resolution No. 22-0182, the Commission approved this Modification No. 9, increasing the contract amount by $10,600,000 for a new total not-to-exceed amount of $27,850,000, extending the term of the Agreement for services through January 25, 2025, and directing the Commission Secretary to seek Board of Supervisors approval of Modification No. 9; and

Q. On February 7, 2023, by Resolution No. 045-23, the Board of Supervisors approved this Modification No. 9 under San Francisco Charter Section 9.118(b), authorizing an increase to the contract amount by $7,750,000 for a new total not-to-exceed amount of $25,000,000, and extending the term of the Agreement for services through January 25, 2025; and

R. 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

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. **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, Modification No. 6 dated July 1, 2020, Modification No. 7 dated April 5, 2022, and Modification No. 8 dated November 21, 2022, including all attached appendices, and all applicable city ordinances and "Mandatory City Requirements" which are specifically incorporated by reference into the Agreement.

2. **Article 2. Term of the Agreement** is hereby amended to extend the term of the Agreement to a new ending date of January 25, 2025.

3. **Article 3. Financial Matters, 3.3. Compensation, Section 3.3.1 Calculation of Charges** is hereby amended to increase the total compensation payable by Seven Million Seven Hundred Fifty-Thousand Dollars **($7,750,000)** for a new total not-to-exceed amount of Twenty-Five Million Dollars **($25,000,000).**

4. **Section 11.1 Notices to the Parties,** is hereby deleted in its entirety and replaced with the following:

11.1 Notices to the Parties. Unless otherwise indicated in this Agreement, all written communications sent by the Parties may be by U.S. mail or e-mail and shall be addressed as follows:

To City: Jacob Ehrenberg
Airport Project Manager
San Francisco International Airport
P.O. Box 8097
San Francisco, California 94128
Email: jacob.ehrenberg@flysfo.com

To Contractor: Matthew Kyauk
Project Manager
PGH Wong Engineering, Inc.
182 2nd Street, Suite 500
San Francisco, CA 94105
Email: matthew.kyauk.pgh@sfoconsultant.com

Any notice of default must be sent by registered mail. Either Party may change the address to which notice is to be sent by giving written notice thereof to the other Party. If email notification is used, the sender must specify a receipt notice.

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 AIRPORT COMMISSION CITY AND COUNTY OF SAN FRANCISCO	**CONTRACTOR**
DocuSigned by: By: Ivar C. Satero 8CFDC3E9126544B... Ivar C. Satero, Airport Director	DocuSigned by: Cliff Wong 3/22/2023 7B2B06C55EC54D9... Authorized Signature
	Cliff Wong Printed Name
Attest:	President, PGH Wong Engineering, Inc. Title
DocuSigned by: By 85B9720881A341D... Kantrice Ogletree, Secretary Airport Commission	DocuSigned by: Ernesto Avila 3/22/2023 903F3383BC8F4AA... Authorized Signature
Resolution No: 22-0182	Ernesto A. Avila Printed Name
Adopted on: December 6, 2022	President Avila and Associates Consulting Engineers, Inc. Title
Approved as to Form:	PGH Wong & Partners JV Company Name
David Chiu City Attorney	182 2nd Street, Suite 500 Address
DocuSigned by: By: Daniel Edington FAC8E38F96494BE... Daniel A. Edington Deputy City Attorney	San Francisco, California 94105 City, State, ZIP
	(415) 566-0800 Telephone Number
	0000029434 City Supplier ID
	82-3487026 Federal Employer ID Number